

**SPN – Form 604 – Notice of change of interest of substantial holder
CORRECTION**

5 June 2012

Pages 10

To Market Announcements Office
Australian Securities Exchange
Fax 1300 135 638

Copy Company Secretary
SP AusNet
Fax 61 3 9695 6666

Please see attached. This notice includes the correct number of securities acquired on 1 June 2012, which was incorrectly stated in the previous notice lodged today.

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme SP Australia Networks (Transmission) Ltd (ACN 116 124 362)
SP Australia Networks (Distribution) Ltd (ACN 108 788 245)
SP Australia Networks (RE) Ltd (ACN 109 977 371) as responsible entity for SP Australia (Finance) Trust (ARSN 116 783 914) (together, SP AusNet)

ACN/ARSN See Above

1. Details of substantial holder (1)

Name Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)
ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on 01/06/2012
The previous notice was given to the company on 17/06/2009
The previous notice was dated 17/06/2009

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled Securities	1,377,138,138	51%	1,719,476,593	53.00%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
01/06/2012	Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)	Acquisition of stapled securities by way of participation in Institutional Entitlement Offer component of Entitlement Offer.	\$224,279,555	224,279,555 ordinary stapled securities	224,279,555

21/12/2011	Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)	Acquisition of stapled securities by way of participation in distribution reinvestment plan.	\$21,248,884.88	23,096,614 ordinary stapled securities	23,096,614
29/06/2011	Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)	Acquisition of stapled securities by way of participation in distribution reinvestment plan.	\$25,335,229.50	28,466,550 ordinary stapled securities	28,466,550
22/12/2010	Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)	Acquisition of stapled securities by way of participation in distribution reinvestment plan.	\$20,509,784.82	23,848,587 ordinary stapled securities	23,848,587
29/06/2010	Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)	Acquisition of stapled securities by way of participation in distribution reinvestment plan.	\$17,631,048.00	22,038,810 ordinary stapled securities	22,038,810

22/12/2009	Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)	Acquisition of stapled securities by way of participation in distribution reinvestment plan.	\$17,651,691.46	21,526,453 ordinary stapled securities	21,526,453
25/06/2009	Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)	Acquisition of stapled securities by way of participation in distribution reinvestment plan.	\$4,933,709.04	6,325,268 ordinary stapled securities	6,325,268

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (8)	Class and number of securities	Person's votes
See Appendix B	See Appendix B	See Appendix B	See Appendix B	See Appendix B	See Appendix B

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

The addresses of persons named in this form are as follows:

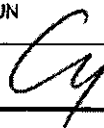
Name	Address
See Appendix A	See Appendix A

Signature

print name LIM HOWE RUN

capacity DIRECTOR

sign here



date 4 JUNE 2012

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Appendix A to Form 604

Substantial holder: Singapore Power International Pte Ltd and its associates (including Temasek Holdings (Private) Limited).

Company Name/ Scheme: SP Australia Networks (Transmission) Ltd, SP Australia Networks (Distribution) Ltd and SP Australia Networks (RE) Ltd as the responsible entity for SP Australia Networks (Finance) Trust (together, SP AusNet).

1. Details of Substantial holder.

Name	Registered Address
Singapore Power International Pte Ltd	10 Pasir Panjang Road #03-01 Singapore 117438
Temasek Holdings (Private) Limited and its associates (except Singapore Power International Pte Ltd and the other entities whose names are in this Appendix A)	60B Orchard Road, #06-18 Tower 2 The Atrium@Orchard, Singapore 238891
SPI PowerNet Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Finance Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Group Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia (LP) No. 1 Limited	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia (LP) No. 2 Limited	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Holdings (AGP) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Holdings (Partnership) Limited Partnership	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Electricity & Gas Australia Holdings Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Electricity Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Networks Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI (No. 8) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI (No. 9) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Networks (Gas) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
Select Solutions Group Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SP Australia Networks (RE) Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
Laverton North Power Pty Ltd	321 Ferntree Gully Road, Mount Waverley Victoria 3149
SPI Management Services Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
Enterprise Business Services (Australia) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149

Name	Registered Address
Singapore Power Limited	10 Pasir Panjang Road #03-01 Singapore 117438
SP PowerGrid Limited	10 Pasir Panjang Road #03-01 Singapore 117438
SP PowerAssets Limited	10 Pasir Panjang Road #03-01 Singapore 117438
SP Services Limited	10 Pasir Panjang Road #03-01 Singapore 117438
PowerGas Limited	10 Pasir Panjang Road #03-01 Singapore 117438
PowerGrid Limited	10 Pasir Panjang Road #03-01 Singapore 117438
SP eResources Pte Ltd	10 Pasir Panjang Road #03-01 Singapore 117438
SP Telecommunications Pte Ltd	10 Pasir Panjang Road #03-01 Singapore 117438
SP Capital Limited	10 Pasir Panjang Road #03-01 Singapore 117438
SP Training and Consultancy Company Pte . Ltd.	10 Pasir Panjang Road #03-01 Singapore 117438
Power Automation Pte Ltd	28 Ayer Rajah Crescent #05-02/03, Singapore 139959
Singapore District Cooling Pte Ltd	460 Alexandra Road #15-01A PSA Building, Singapore 119963
Singapore LNG Terminal Pte. Ltd.	10 Pasir Panjang Road #03-01 Singapore 117438
SPT Net Pte. Ltd.	10 Pasir Panjang Road #03-01 Singapore 117438
SP Global Solutions Pte. Ltd.	10 Pasir Panjang Road #03-01 Singapore 117438
Haigsville Investment Ltd	TrustNet (British Virgin Islands) Limited, TrustNet Chambers, P.O. Box 3444, Road Town, Tortola, BVI
SPI (Seosan) Cogen Ltd	10 Pasir Panjang Road #03-01 Singapore 117438
SPI (Seosan) Water Ltd	10 Pasir Panjang Road #03-01 Singapore 117438
SPI Energy Investments Pte Ltd	10 Pasir Panjang Road #03-01 Singapore 117438
SP (Belgium) Holdings SA	Rue Royale 97 (4th Floor), 1000 Brussels, Belgium
SPI (Australia) Assets Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management (6) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Alinta EH Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
AquaNet Sydney Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Zinfra Contracting Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
CLM Infrastructure Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena AI Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena ANZI Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management (2) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149

Name	Registered Address
Jemena Asset Management (4) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management (5) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena ATA Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena ATC Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Colongra Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena DAF Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena DB Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena EA Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline (1) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline (2) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline (3) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Electricity Networks (Vic) Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Finance Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Gas Networks (NSW) Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Gas Pipelines Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Gas Transmission Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena GD Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Group Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Limited	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Management Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149

Name	Registered Address
Jemena Management Services Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Networks (ACT) Pty Ltd	321 Ferntree Gully, Mount Waverley, Victoria 3149
Jemena NPSWA Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena NSGC Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena NT Pipelines Pty Ltd	321 Ferntree Gully, Mount Waverley, Victoria 3149
Jemena PG Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Queensland Gas Pipeline (1) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Queensland Gas Pipeline (2) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Queensland Gas Pipeline (3) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena VicHub Pipeline Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Contracting Services (West) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
SPI (Australia) RE Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
SPI Rosehill Network Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Zinfra Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena New Zealand Limited	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena NZDE Limited	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena NZE Limited	Bell Gully, 171 Featherston Street Wellington, 6140, New Zealand
Jemena NZH Limited	Bell Gully, 171 Featherston Street Wellington, 6140, New Zealand
Jemena NZM Limited	Bell Gully, 171 Featherston Street Wellington, 6140, New Zealand
Jemena NZNPS Limited	Bell Gully, 171 Featherston Street Wellington, 6140, New Zealand
Jemena NZTCH Limited	Bell Gully, 171 Featherston Street Wellington, 6140, New Zealand

Appendix B to Form 604

Substantial holder: Singapore Power International Pte Ltd and its associates (including Temasek Holdings (Private) Limited).

Company Name/ Scheme: SP Australia Networks (Transmission) Ltd, SP Australia Networks (Distribution) Ltd and SP Australia Networks (RE) Ltd as the responsible entity for SP Australia Networks (Finance) Trust (together, SP AusNet).

4. Present Relevant Interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Temasek Holdings (Private) Limited and its associates (including Singapore Power International Pte Ltd and the entities whose names appear in Appendix A)	Singapore Power International Pte Ltd	Singapore Power International Pte Ltd	Ownership of ordinary stapled securities by Singapore Power International Pte Ltd	1,698,632,843 ordinary stapled securities	52.36%
Temasek Holdings (Private) Limited and its associates	DBS Nominees Pte Ltd	DBS Bank Ltd	Ownership of ordinary stapled securities by DBS Bank Ltd.	20,843,750 ordinary stapled securities	0.64%