

17 November 2010

## Scheme Timeline

Tue, 2 Nov 2010 <i>(7.00pm Sydney time)</i>	<ul style="list-style-type: none"> <li>Election Date (in respect of Prime Securityholders who appear in the Register on this date and who continue to appear in the Register on the Scheme Record Date)</li> </ul>
Thu, 4 Nov 10	<ul style="list-style-type: none"> <li>Prime Securityholders Approve Company Scheme and Trust Schemes</li> </ul>
Mon, 15 Nov 10	<ul style="list-style-type: none"> <li>Second Court Date for approval of the Company Scheme</li> <li>Court hearing was adjourned pending the receipt by Brookfield Infrastructure Partners L.P. (<b>BIP</b>) of approval of the New Zealand Overseas Investments Office (<b>OIO</b>) in connection with the Schemes</li> </ul>
Tue, 16 Nov 10	<ul style="list-style-type: none"> <li>Receipt of approval of the transaction from the New Zealand Overseas Investments Office (<b>OIO</b>)</li> </ul>
Wed, 17 Nov 10	<ul style="list-style-type: none"> <li>Approval of the Company Scheme</li> <li>Granted the judicial advice in relation to the Trust Schemes</li> </ul>
Wed, 17 Nov 10	<ul style="list-style-type: none"> <li>Notify ASX of intention to lodge Court order</li> </ul>
Thu, 18 Nov 10	<ul style="list-style-type: none"> <li>Effective Date</li> <li>Court order lodged with ASIC</li> <li>Last day of trading in Prime Securities</li> <li>Prime Securities suspended from trading on ASX from close of trading on ASX</li> </ul>
Thu, 25 Nov 10 <i>(7.00pm Sydney time)</i>	<ul style="list-style-type: none"> <li>Scheme Record Date for determining entitlements to Scheme Consideration</li> <li>Special Distribution Record Date</li> </ul>
Mon, 29 Nov 10 <i>(7.00pm Sydney time)</i>	<ul style="list-style-type: none"> <li>Election Date (in respect of Prime Securityholders who appear in the Register at the Scheme Record Date and did not appear in the Register at 7.00pm on Tuesday, 2 November 2010)</li> </ul>
Tue, 30 Nov 10	<ul style="list-style-type: none"> <li>Date of payment of September quarterly distribution of A\$0.075 per Prime Security (to Prime Securityholders who were on the Register on 30 September 2010)</li> </ul>
Wed, 8 Dec 10	<ul style="list-style-type: none"> <li>Implementation Date</li> <li>Issue of New BIP Interests</li> <li>Commencement of trading in New BIP Interests on the TSX and NYSE (at local times)</li> </ul>
Wed, 8 Dec 10 <i>(on or about)</i>	<ul style="list-style-type: none"> <li>Date of payment of Special Distribution</li> </ul>
Wed, 15 Dec 10	<ul style="list-style-type: none"> <li>Date of payment of cash consideration under the Schemes</li> </ul>



<i>(or such later date as BIP and Prime agree, being no later than Wed, 22 Dec 2010)</i>	
Mon, 20 Dec 10	• Despatch of holding statements expected to have occurred by this date

All dates in the future are indicative only any changes to the above timetable will be announced through ASX and notified on Prime's website at [www.primeinfrastructure.com](http://www.primeinfrastructure.com). All references to time references to Sydney time unless otherwise stated. Any obligation to do an act by a specified time in an Australian time zone must be done at the corresponding time in any other jurisdiction.