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APA Group



Australian Pipeline Ltd
ACN 091 344 704

Australian Pipeline Trust
ARSN 091 678 778

APT Investment Trust
ARSN 115 585 441

ASX RELEASE

18 September 2012

The Manager

ASX Market Announcements
Australian Securities Exchange
4th Floor, 20 Bridge Street
Sydney NSW 2000

Electronic Lodgement

Dear Sir or Madam

Company Announcement

I attach the following announcement for release to the market:

- APA Group allocates \$515 million Subordinated Notes and closes Offer

Yours sincerely

Mark Knapman
Company Secretary



ASX RELEASE

18 September 2012

APA GROUP ALLOCATES \$515 MILLION SUBORDINATED NOTES AND CLOSES OFFER

APA Group is pleased to announce that it has successfully completed its offer of long-dated, unsecured, subordinated and cumulative notes ("Notes"), raising \$515 million in total including demand from the APA Securityholder Offer and the General Offer.

APT Pipelines Limited (ACN 009 666 700) will today issue 5,150,000 Notes under the Prospectus at an issue price of \$100 per Note.

On 9 August 2012, APA Group launched the offer of Notes at \$100 each to raise \$350 million, with the ability to raise more or less ("Offer"). On 16 August 2012 APA Group announced the allocation of \$475 million of Notes following strong demand through the Bookbuild.

APA's Chief Financial Officer, Peter Fredricson, said, "We are very pleased with the strong support through the APA Securityholder and General Offers, and as a result we have upsized the Offer to \$515 million from the \$475 million of Notes allocated in the Bookbuild. The Offer attracted significant interest from existing APA investors and will also see a number of new investors in APA Group."

Allocation policy

The Notes allocation policy is described below:

- All valid applications under the APA Securityholder Offer and the General Offer have been accepted in full; and
- Allocations to Syndicate Brokers and Institutional Investors were determined pursuant to the Bookbuild completed on 15 August 2012.

Applications that were accompanied by cheques that were subsequently dishonoured, and online applications for which BPAY payments were not received, have not received an allocation.

Applicants under the APA Securityholder Offer and the General Offer can obtain information about their allocation of Notes by calling the APA Notes Offer Information Line on 1800 992 312 (within Australia) or +61 2 8280 7132 (outside Australia) (Monday to Friday – 8:30am to 5:30pm, Sydney time).

Applicants under the Broker Firm Offer should confirm their allocation of Notes with their Syndicate Broker. Institutional Investors under the Institutional Offer have been individually advised of their allocation of Notes by the Joint Lead Managers.

Deferred settlement trading

Notes are expected to commence trading tomorrow on the ASX on a deferred settlement basis under the ASX code of "AQHHA".



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All applicants are responsible for confirming the number of Notes allocated to them prior to selling any Notes. Applicants who sell Notes before receiving their Holding Statement or CHES confirmation do so at their own risk (even if they obtained information on their allotment on the APA Notes Offer Information Line).

Trading on a normal settlement basis is expected to commence on 24 September 2012.

Holding Statements and refund cheques

Holding Statements detailing the number of Notes issued to each successful applicant are expected to be despatched by 21 September 2012. As no applications have been scaled back, no refunds of application monies will be made.

Interest Rate

The Interest Rate for the first Interest Period ending on 31 December 2012 is 8.0100% per annum. This has been determined in accordance with the Terms as the Bank Bill Rate on 18 September 2012 (being the Issue Date) of 3.5100% plus the Margin of 4.50%.

The table below outlines the key dates and the Interest Payment for the first Interest Period:

Interest Payment Date	Ex-Date	Record Date	No. of Days in Interest Period	Interest Rate	Interest Payment per Note ¹
31 December 2012	17 December 2012	21 December 2012	105	8.0100%	\$2.3042

Note 1: Face Value is \$100.00 per Note

Following the first Interest Period, the Interest Rate will be set quarterly.

Newspaper advertisements

Tomorrow, APA Group will advertise the basis of allocation of Notes in The Australian, The Australian Financial Review, The Sydney Morning Herald and The Age.

Unless otherwise defined, capitalised terms in this release have the same meaning given to them in the Prospectus dated 17 August 2012.



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For further information please contact:

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About APA Group (APA)

APA is Australia's largest natural gas infrastructure business, owning and/or operating more than \$8 billion of gas transmission and distribution assets. Its pipelines and assets span every state and territory on mainland Australia, delivering 50% of the nation's gas usage. Unique amongst its peers, APA has direct management and operational control over its assets and the majority of its investments. APA also holds minority interests in energy infrastructure enterprises including Envestra, SEA Gas Pipeline, Hastings Diversified Utilities Fund and Energy Infrastructure Investments.

For more information visit APA's website, www.apa.com.au