

Fax Transmission

**ADIA**

**To: ASX**

**Date: 18<sup>th</sup> August 2013**

**From: Abu Dhabi Investment Authority**

**No. of pages (incl. cover page): 4**

**Sender's phone: +971 2 4153959**

**Sender's fax: +971 2 4152476**

**Subject: Form 605 – Sydney Airport**

Dear Sir,

Please find attached our Form 605 in relation to Sydney Airport. If you have any questions please contact the Compliance Section on [ExternalDisclosure@adia.ae](mailto:ExternalDisclosure@adia.ae)

Abu Dhabi Investment Authority

**Form 605**

Corporations Act 2001  
Section 671B

**Notice of ceasing to be a substantial holder**

To Company Name/Scheme SYDNEY AIRPORT  
ACN/ARSN 075 295 760

**1. Details of substantial holder(1)**

Name ABU DHABI INVESTMENT AUTHORITY  
ACN/ARSN (if applicable) N/A

The holder ceased to be a substantial holder on 15 / 08 / 13  
The previous notice was given to the company on 01 / 06 / 11  
The previous notice was dated 30 / 05 / 11

**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) of 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
	Please see Schedule 1				

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

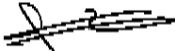
Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

**4. Addresses**

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

Name	Address
ABU DHABI INVESTMENT AUTHORITY	211 CORNICHE, PO BOX 3600, ABU DHABI, UNITED ARAB EMIRATES

**Signature**

print name MOHAMED AL MUHAIRI capacity AUTHORISED SIGNATORY  
sign here  date 15 / 08 / 13

**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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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 of 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Schedule 1

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change (AUD)	Class and number of securities affected	Person's votes affected
31/05/2011	Abu Dhabi Investment Authority	Buy	1,078,000.00	Stapled Security 350,000	350,000
31/05/2011	Abu Dhabi Investment Authority	Buy	539,783.54	Stapled Security 175,488	175,488
31/05/2011	Abu Dhabi Investment Authority	Buy	3,079,600.00	Stapled Security 1,000,000	1,000,000
01/06/2011	Abu Dhabi Investment Authority	Buy	1,545,650.00	Stapled Security 500,000	500,000
01/06/2011	Abu Dhabi Investment Authority	Buy	1,236,000.00	Stapled Security 400,000	400,000
01/06/2011	Abu Dhabi Investment Authority	Buy	3,248,070.00	Stapled Security 1,050,000	1,050,000
01/06/2011	Abu Dhabi Investment Authority	Buy	1,545,950.00	Stapled Security 500,000	500,000
01/06/2011	Abu Dhabi Investment Authority	Buy	1,390,680.00	Stapled Security 450,000	450,000
06/06/2011	Abu Dhabi Investment Authority	Buy	1,458,951.51	Stapled Security 474,641	474,641
07/06/2011	Abu Dhabi Investment Authority	Buy	62,778.10	Stapled Security 20,251	20,251
08/06/2011	Abu Dhabi Investment Authority	Buy	2,322,525.00	Stapled Security 750,000	750,000
08/06/2011	Abu Dhabi Investment Authority	Buy	310,000.00	Stapled Security 100,000	100,000
08/06/2011	Abu Dhabi Investment Authority	Buy	2,942,245.00	Stapled Security 950,000	950,000
20/06/2011	Abu Dhabi Investment Authority	Buy	1,620,000.00	Stapled Security 500,000	500,000
20/06/2011	Abu Dhabi Investment Authority	Buy	908,219.92	Stapled Security 279,857	279,857
21/06/2011	Abu Dhabi Investment Authority	Buy	442,029.25	Stapled Security 136,009	136,009
21/06/2011	Abu Dhabi Investment Authority	Buy	461,672.25	Stapled Security 142,053	142,053
05/08/2011	Abu Dhabi Investment Authority	Buy	936,259.61	Stapled Security 298,457	298,457
05/08/2011	Abu Dhabi Investment Authority	Buy	4,069,000.00	Stapled Security 1,300,000	1,300,000
15/08/2013	Abu Dhabi Investment Authority	Sell	381,425,672.67	Stapled Security 103,930,701	103,930,701