transurban

Transurban Group
Transurban Holdings Limited
ABN 86 098 143 429
Transurban Holding Trust
ARSN 098 807 419
Transurban International Limited
ABN 90 121 746 825

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24 April 2014

Manager
Company Announcements Office
Australian Securities Exchange
Level 4
North Tower, Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir/Madam

TRANSURBAN GROUP - NOTICE UNDER SECTION 708AA(2)(f) AND SECTION 1012DAA(2)(f) OF THE CORPORATIONS ACT 2001 (CTH) EACH AS MODIFIED BY ASIC CLASS ORDER 08/35

This notice is given by Transurban Holdings Limited (ACN 098 143 429) ("**THL**"), Transurban International Limited (ACN 121 746 825) ("**TIL**") and Transurban Infrastructure Management Limited (ACN 098 147 678; AFSL 246585) ("**TIML**") as the responsible entity of Transurban Holding Trust (ARSN 098 807 419) ("**THT**") (together, "**Transurban**") under sections 708AA(2)(f) and 1012DAA(2)(f) of the *Corporations Act 2001* (Cth) ("**Act**") each as notionally modified by Australian Securities and Investments Commission Class Order 08/35 ("**Class Order**").

Transurban has announced an accelerated renounceable entitlement offer ("**Rights Issue**") of 10 fully paid Transurban stapled securities (each consisting of an ordinary share in THL, an ordinary share in TIL and a unit in THT) ("**New Stapled Securities**") for every 43 Transurban stapled securities held as at 7.00pm (Melbourne time) on 1 May 2014 by security holders with a registered address in Australia or New Zealand and certain other jurisdictions in which Transurban decides to extend the offer.

A retail information booklet will be dispatched to eligible retail security holders on 6 May 2014.

Transurban confirms that:

(a) the New Stapled Securities will be offered for issue without disclosure under Part 6D.2 and Part 7.9 of the Act and without a prospectus or product disclosure statement being prepared;

(b) this notice is being given under sections 708AA(2)(f) and 1012DAA(2)(f) of the Act as notionally modified by the Class Order;

(c) as a disclosing entity, Transurban is subject to regular reporting and disclosure obligations;

(d) as at the date of this notice, Transurban has complied with:

  (i) the provisions of Chapter 2M of the Act as they apply to Transurban; and

  (ii) section 674 of the Act as it applies to Transurban;

(e) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8), 708AA(9), 1012DAA(8) or 1012DAA(9) of the Act each as notionally modified by the Class Order; and

(f) the potential effect the Rights Issue will have on the control of Transurban, and the consequences of that effect, will depend on a number of factors, including investor demand. However, given the structure of the Rights Issue as a pro rata issue and the fact that (based on substantial holding notices that have been lodged on or prior to the date of this notice), no Transurban security holder currently has voting power exceeding 15% in Transurban's issued stapled securities, the Rights Issue is not expected to have a material effect or consequence on the control of Transurban

Yours sincerely

AMANDA STREET
COMPANY SECRETARY