



Alinta Infrastructure Holdings
Alinta Infrastructure Limited (ACN 108 311 100)
and
Alinta Funds Management Limited
(ACN 115 403 757) (AFSL 291 749)
as responsible entity of Alinta Infrastructure Trust
(ARSN 115 765 985) and
Alinta Infrastructure Investment Trust
(ARSN 115 766 179)

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15 November 2006

To: Company Announcements Office
ASX

By: Electronic Lodgement

Open Briefing – Alinta Takeover Offer

Attached is an Open Briefing dated 15 November 2006 on the above matter.

A handwritten signature in black ink, appearing to read "Rebecca", with a long, flowing horizontal line extending to the right.

Rebecca O'Brien
Company Secretary

**Attention ASX Company Announcements Platform
Lodgement of Open Briefing®**



Alinta Infrastructure Holdings
Level 6, Alinta Plaza
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Date of lodgement: 15-Nov-2006

Title: Open Briefing® . Alinta Infrastructure Holdings. Alinta Takeover Offer

Record of interview:

corporatefile.com.au

Alinta Infrastructure Holdings (AIH) has advised securityholders to take no action in response to Alinta Limited's unconditional cash takeover offer of \$2.06 per AIH stapled security. What is the process from here?

CEO John Cahill

Given that we have only received the announcement this morning and Alinta has yet to lodge its Bidder's Statement, AIH has not had the opportunity to review the offer in detail. In addition, as the Independent Directors will need to consider the findings of the independent expert before making any recommendation, we have advised securityholders to take no action at this point in time.

The process from here is that once the Bidder's Statement is lodged the Independent Directors will review it and then decide what additional statements should be made to the market.

Given that there are two common directors on the Boards of AIH and Alinta it is also necessary under the Corporations Act that an independent expert's report commenting on the fairness and reasonableness of the offer accompany the Target Statement to be issued by the Board of AIH and any recommendation made by the Board.

Grant Samuel has been engaged for that purpose and the process has begun, but it will be some weeks before their report will be ready.

As we said in the press release this morning the Independent Directors of AIH will keep securityholders fully informed of further developments as they occur and will provide a formal recommendation on the offer in sufficient time for securityholders to make an informed decision.

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What's your reaction to the events whereby Alinta Limited divested the assets, that are now owned by AIH, by floating AIH in October 2005 and now it is launching a takeover bid for AIH a year later?

Chairman Mark Barnaba

AIH cannot control the corporate strategies and actions of Alinta, particularly its decision to make a takeover offer for AIH. However, I can assure you that the Independent Directors are committed to acting in the best interests of AIH's securityholders and that of utmost importance is that they receive full and fair value. In that regard we will carefully consider the Offer that is presented to us and consider all options to ensure the best result is achieved for our securityholders.

Whilst we can make no recommendation at this point for the reasons that John has outlined it is pleasing to note that Alinta has made an offer that, at a minimum, makes investors whole on their original IPO investment and we acknowledge that the offer is at a premium to the recent trading history of AIH.

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How does the takeover offer fit with the second instalment?

CEO John Cahill

The call for the second instalment payment on AIH securities due in December is still valid and the call process will run in conjunction with the takeover process. Alinta has taken account of the second instalment process in its offer and based on the information Alinta has released to the market, securityholders will not be disadvantaged whether they pay the second instalment or not.

Under the offer terms released by Alinta, securityholders who accept the takeover offer before 20 December (the last date that the registry can accept transfers of partly paid AIH securities) will not have to pay \$1.20 per security to AIH.

Securityholders who choose to accept the takeover offer and who have paid the second instalment, will receive the \$1.20 per security back from Alinta in addition to the offer price of \$2.06 per security.

As Alinta's offer is not proposed to close until 15 January 2007 (at the earliest), securityholders will have time to consider their options in relation to both the takeover offer and the second instalment and AIH will provide further information to securityholders once a detailed Bidder's Statement has been released by Alinta.

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Thank you John and Mark.

For further information on Alinta Infrastructure Holdings please visit www.aih.net.au or call James Tranter (investor enquiries) on (08) 6213 7506 or Luis Garcia (media enquiries) on 0419 239 552.

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