

## ASX MARKET RELEASE

### AGL ENERGY LIMITED (AGK)

#### PRE-QUOTATION DISCLOSURE

It is expected that official quotation of up to 377,005,467 fully paid ordinary shares of AGL Energy Limited (**Company**) on ASX will commence at the opening of normal trading on Thursday, 12 October 2006:

The following information is released as pre-quotation disclosure.

#### 1 Confirmations

The Company confirms each of the following:

- The Buyback Agreement between Alinta Mergeco Limited (**New Alinta**), the Company, and each holder of the converting shares to be issued by New Alinta to AGL Scheme Participants (**Converting Shares**), pursuant to which every Converting Share issued to AGL Scheme Participants will be bought back by New Alinta in consideration of which an ordinary fully paid share in the Company will be issued to each AGL Scheme Participant on the Transaction Implementation Date (**Buyback**) has been executed.
- The shareholders of New Alinta have approved the Buyback Agreement.
- The Buyback Agreement has been annexed to New Alinta's constitution.
- The Federal Court of Australia (**Court**) has made orders approving the AGL Scheme and the Alinta Scheme (**Court Orders**).
- The Court Orders have been lodged with the Australian Securities & Investments Commission (**ASIC**), making each of the AGL Scheme and the Alinta Scheme effective under section 411(10) of the Corporations Act 2001.
- All conditions precedent to the AGL Scheme and the Alinta Scheme (other than a condition that ASX have granted approval for the admission of the Company and/or New Alinta to the official list and for quotation of their respective securities) have been satisfied or waived.
- All the following agreements and deed polls remain in force and effect, and all conditions precedent to any of them (other than a condition that ASX have granted approval for the admission of the Company and/or New Alinta to the official list and for quotation of their respective securities) have been satisfied or waived.
  - ... The Merger Implementation Agreement dated 22 June 2006 between The Australian Gas Light Company (**AGL**), Alinta Limited (**Alinta**), the Company and New Alinta.
  - ... The Transaction Implementation Deed dated 22 June 2006 between AGL, Alinta, the Company and New Alinta.
  - ... The Deed Poll dated 28 August 2006 executed by the Company in favour of the AGL Scheme Participants.
  - ... The Deed Poll dated 28 August 2006 executed by New Alinta in favour of the AGL Scheme Participants and the Alinta Scheme Participants.

## 2 Pre-quotation information

Schedule 1 to this announcement sets out an indicative distribution schedule of the numbers of holders of ordinary shares of the Company to be quoted in the form contained in Appendix 1A, paragraph 48.

Schedule 2 to this announcement sets out an indicative statement setting out the names of the 20 largest holders of ordinary shares of the Company to be quoted including the number and percentage of ordinary shares held by those holders.

AGL Scheme Participants are entitled to receive 1 ordinary share in the Company for each ordinary share in AGL held at the AGL Scheme Record Date under the AGL Scheme and the Buyback. Additional information about entitlements can be obtained by calling the AGL Shareholder Information Line on 1800 824 522 (within Australia only) or +61 2 8280 7012 (international) between 8.30am and 5.30pm (Sydney time) Monday to Friday.

All conditions precedent to implementing the AGL Scheme and the Buyback have been satisfied or waived.

The statement on page 67 of the AGL Scheme Booklet dated 29 August 2006 in relation to liquidity is intended to be read as a statement that the Company has sufficient working capital to carry out its stated objectives for the purposes of ASX Listing Rule 1.3.3(a).

**SCHEDULE 1 – DISTRIBUTION SCHEDULE**

SCHEDULE 2 – 20 LARGEST HOLDERS