



25 October 2013

Infratil Commits to Buy a 19.9% Interest in Metlifecare Limited

Infratil advises that it has entered into a conditional sub-underwriting agreement with Goldman Sachs New Zealand Limited to acquire a 19.9% interest in Metlifecare Limited for consideration of NZ\$147.9m (NZ\$3.53 per share). Goldman Sachs has entered into a fixed price underwriting agreement with Retirement Villages New Zealand Limited ("RVNZ") for its 37.7% interest in Metlifecare. The acquisition is expected to settle on 28 November 2013. Metlifecare is a NZX and ASX listed retirement village and aged care provider in New Zealand. Infratil would fund the acquisition from existing debt facilities.

Infratil Chief Executive, Marko Bogoevski commented that, "the sector trends are very attractive, and Metlifecare represents a very good entry point for Infratil".

Marko Bogoevski further stated that, "the investment is consistent with many of the demographic and other trends influencing the balance of infrastructure investment activity across our portfolio. Infratil has a good understanding of the macro-economic drivers in the retirement village and aged care sector and is experienced at developing infrastructure and related services to meet future demand. Infratil has extensive property knowledge and can work with Metlifecare to develop its pipeline of brownfield and greenfield sites. We look forward to working with Metlifecare's Board and management team to help them meet the needs of current and future Metlifecare village residents".

The acquisition is conditional on the underwriting agreement between Goldman Sachs and RVNZ not being terminated under material adverse change and other termination provisions. Infratil may terminate unless Goldman Sachs confirms that RVNZ have made arrangements to release existing security over the shares by Monday, 4 November 2013 (or any later date Infratil may specify). A detailed summary of the termination rights is set out in Schedule 2 of the sub-underwriting agreement itself, filed with our substantial security holder notice. Settlement may be deferred to as late as 16 December 2013.

Kevin Baker
Chief Financial Officer
Infratil

Metlifecare:

Metlifecare is the largest retirement village operator in New Zealand, with net assets of NZ\$718 million at its last reported balance date of 30 June 2013, and a market capitalisation today of NZ\$808 million. Metlifecare's portfolio of assets consists of 3,836 independent units and apartments and 359 rest home/hospital beds. 60% of its units are in Auckland, 15% in Tauranga and 12% in Kapiti. The remainder of units are in the North Island. Metlifecare has a development pipeline of around 1,000 independent living units and hospital beds mainly in the upper North Island.