



MINUTES OF

EXTRAORDINARY GENERAL MEETING

HELD ON 24 JULY 2009

CITYSPRING INFRASTRUCTURE MANAGEMENT PTE. LTD.
(Reg No: 200614377M)

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CITYSPRING INFRASTRUCTURE TRUST

(Registration No.: 2007001)

(A business trust registered under the Business Trusts Act)

MINUTES OF EXTRAORDINARY GENERAL MEETING

PLACE	:	DBS Auditorium, 6 Shenton Way, DBS Building Tower One, Level 3, Singapore 068809
DATE	:	Friday, 24 July 2009
TIME	:	3:20 p.m.
PRESENT	:	Mr Sunny George Verghese - Chairman Mr Yeo Wico - Director Mr Peter Foo Moo Tan - Director Mr Mark Andrew Yeo Kah Chong - Director Ms Margaret Lui-Chan Ann Soo - Director Mr Hareh Jaisinghani Rupchand - Director Mr Au Yeung Fai - Director/CEO
IN ATTENDANCE	:	Mr Tong Yew Heng - CFO Ms Susanna Cher - Joint Company Secretary Ms Lynn Wan - Joint Company Secretary

QUORUM

As a quorum was present, the Chairman declared the meeting open and welcomed the Unitholders of CitySpring Infrastructure Trust ("CitySpring" or the "Trust") to the Extraordinary General Meeting ("EGM").

NOTICE

The Chairman stated that the Extraordinary General Meeting had been convened to seek Unitholders' approval in relation to the proposed renewal by City Gas Trust of the Utilities Support Services Agreement with SP Services Ltd, which constitutes an interested person transaction within the ambit of the Singapore Stock Exchange listing rules. The renewed Agreement will be for a period of 5 years commencing from 1 August 2009.

With the consent of the Unitholders present, the Notice convening the meeting was taken as read. The Chairman then explained the background of the proposed transaction and invited questions from the Unitholders in relation to the proposed resolution.

PROPOSED RENEWAL BY CITY GAS TRUST, A WHOLLY-OWNED SUBSIDIARY TRUST OF CITYSPRING INFRASTRUCTURE TRUST, OF THE UTILITIES SUPPORT SERVICES AGREEMENT WITH SP SERVICES LTD – ORDINARY RESOLUTION

As there were no questions, the Chairman informed those present that he had been appointed as a proxy by Unitholders and he would vote in accordance with their directions. He reminded Temasek Holdings (Private) Limited and its associates viz, CitySpring Infrastructure Management Pte Ltd, Bartley Investments Pte Ltd and Napier Investments Pte Ltd to abstain from voting on the resolution by virtue of their interests in the transaction. He highlighted that Mr Yeo Wico, Ms Margaret Lui-Chan Ann Soo and Mr Au Yeung Fai are not regarded as independent in respect of the proposed transaction as they are a non-executive director of SP Services Ltd, an executive of Temasek and of the Trustee Manager, a subsidiary of Temasek respectively. While they are not strictly required to do so, they have decided to voluntarily abstain from voting their Units in respect of the proposed resolution.

The Chairman then proceeded to put the motion to vote.

On a proposal by the Chairman, which was duly seconded, it was RESOLVED by a clear majority of votes:

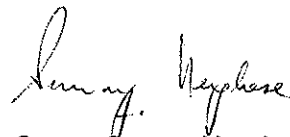
“That:

- (1) the proposed renewal by City Gas Trust, a wholly-owned subsidiary trust of CitySpring Infrastructure Trust, of the Utilities Support Services Agreement dated 25 May 2004 made between City Gas Pte Ltd (as trustee-manager of City Gas Trust) and SP Services Ltd, details of which are contained in the Circular dated 26 June 2009, be approved and authorised; and
- (2) the Trustee-Manager and any Director of the Trustee-Manager be authorised to do all such things and execute all documents as they may consider necessary or expedient to give effect to this ordinary resolution as they may deem fit.”

CONCLUSION

The Chairman thanked the Unitholders for their support for the resolution. There being no other business to transact, he declared the Extraordinary General Meeting of CitySpring closed at 3.30 p.m. and thanked everyone for their attendance.

Confirmed As True Record Of Proceedings Held



Sunny George Verghese
Chairman