

Class A Preferred Units

Disclaimer

This section of Brookfield Infrastructure Partners L.P.'s (the "**Partnership**") web site provides a summary of the principal features of the Partnership's publicly listed preferred units. Prospective investors and other interested parties should consult the limited partnership agreement of the Partnership, as amended, for a complete description of all terms and conditions of these securities. For further information, please contact Tracey Wise at tracey.wise@brookfield.com.

This section of the Partnership's web site is not intended to offer securities for sale or to solicit investment funds in any jurisdiction and should not be used for the purpose of making investment decisions. The documents and information available on this web site are not intended to provide you with any financial, accounting, tax or legal advice, nor are they official versions of documents required to be disclosed by the Partnership in compliance with applicable securities laws. There is no guarantee that the documents and information contained on this web site are the most current source for information on the Partnership.

General Terms

The following is a summary of certain provisions attaching to or affecting the Partnership's Class A Preferred Units as a class.

Series The Class A Preferred Units may be issued from time to time in one or more series. The general partner of the Partnership will fix the number of units in each series and the provisions attached to each series before issue.

Priority The Class A Preferred Units rank senior to the limited partnership units of the Partnership with respect to priority in the payment of distributions and in the distribution of assets in the event of the liquidation, dissolution or winding-up of our Partnership, whether voluntary or involuntary, or in the event of any other distribution of assets of our Partnership among its unitholders for the purpose of winding-up its affairs. Each series of Class A Preferred Units ranks on a parity with every other series of the Class A Preferred Units with respect to priority in the payment of distributions and in the distribution of the assets in the event of the liquidation, dissolution or winding-up of our Partnership, whether voluntary or involuntary, or in the event of any other distribution of assets of our Partnership among its unitholders for the purpose of winding-up its affairs.

Unitholder Approvals In addition to any other approvals required by law, the approval of all amendments to the rights, privileges, restrictions and conditions attaching to the Class A Preferred Units as a class and any other approval to be given by the holders of the Class A Preferred Units may be given by a resolution signed by the holders of Class A Preferred Units owning not less than the percentage of the Class A Preferred Units that would be necessary to authorize such action at a meeting of the holders of the Class A Preferred Units at which all holders of the Class A Preferred Units were present and voted or were represented by proxy or passed by an affirmative vote of at least 66 2/3% of the votes cast at a meeting of holders of the Class A Preferred Units duly called for that purpose and at which the holders of at least 25% of the outstanding Class A Preferred Units are present or represented by proxy or, if no quorum is present at such meeting, at an adjourned meeting at which the holders of Class A Preferred Units then present would form the necessary quorum. At any meeting of holders of Class A Preferred Units as a class, each such holder shall be entitled to one vote in respect of each Class A Preferred Unit held.