

Electricity Generation Licencing Application



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Checklist

Application summary

Application summary – information required	Information provided	Document title	Page number
All applicants			
Type of licence/s applied for	<input checked="" type="checkbox"/>	Electricity General Licencing Application	7
Proposed date the applicant seeks to have the licence issued (please note the Commission does not undertake to issue the licence by this date)	<input checked="" type="checkbox"/>	Electricity General Licencing Application	7
Proposed term of the licence	<input checked="" type="checkbox"/>	Electricity General Licencing Application	7
Detailed summary of the proposed operation	<input checked="" type="checkbox"/>	Electricity General Licencing Application	7
Geographical area where the operation is proposed	<input checked="" type="checkbox"/>	Electricity General Licencing Application	10
Evidence of the status of other essential regulatory approvals required for the operation	<input checked="" type="checkbox"/>	Electricity General Licencing Application	11

Corporate information

Corporate information required	Information provided	Document title	Page number
All applicants			
Legal identity			
Full legal name of the applicant (this should match the relevant Access Agreement with the network provider)	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
ABN/ACN	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Registration jurisdiction	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Certificate of registration of the company	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Contact details			
Name and title of a nominated and alternative contact officer on behalf of the applicant	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Telephone	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Email	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Postal address	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Physical address	<input checked="" type="checkbox"/>	Electricity General Licencing Application	12
Applicant details			

Corporate information required	Information provided	Document title	Page number
Key office holders, to include directors and senior management	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Major shareholders	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Summary of the corporate structure, associated entities and ownership structure if relevant	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Description of the organisation's core activities	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Evidence the applicant is a resident of Australia	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Evidence the applicant has the capacity to be sued in their own name in an Australian court	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Evidence the applicant is not under external administration	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Industry participation			
Existing operations in the electricity supply industry	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13
Authorisations held in other jurisdictions	<input checked="" type="checkbox"/>	Electricity General Licencing Application	13

Financial information

Financial information required	Information provided	Document title	Page number
All applicants			
Most recent audited financial reports	<input checked="" type="checkbox"/>	Electricity General Licencing Application	14
For new entities, detailed cash flow analysis for five years based on projected sales scenarios, including details of the assumptions, information source/s and customer analysis underlying the scenarios	<input type="checkbox"/>	Not Applicable	
Where the applicant is a subsidiary company, audited financial reports for the parent company	<input checked="" type="checkbox"/>	Electricity General Licencing Application	14
Copies of any information submitted to ASIC under chapter 2M of the <i>Corporations Act 2001</i> over the past three years	<input checked="" type="checkbox"/>	Electricity General Licencing Application	14
Evidence the applicant is able to finance the assets and investment necessary to undertake the licensed activities	<input checked="" type="checkbox"/>	Electricity General Licencing Application	14
Projected revenue and expenditure figures for at least five years	<input checked="" type="checkbox"/>	Electricity General Licencing Application	14
Information about assumptions, risks and risk management strategies	<input checked="" type="checkbox"/>	Electricity General Licencing Application	14
Retail applicants only			

Financial information required	Information provided	Document title	Page number
For retail licences the applicant is to provide documentary evidence the applicant has the necessary financial capability to discharge all financial obligations to the suppliers of wholesale electricity, network access services and metering services that would arise from the reasonably expected sale of electricity by the applicant. This is to include an investment grade credit rating for long-term unsecured counterparty obligations or evidence the applicant has entered into arrangements with a financial institution capable of providing suppliers with acceptable security in the form of a bank guarantee (or an equivalent facility)	<input type="checkbox"/>	Not Applicable	

Technical information

Technical information required	Information provided	Document title	Page number
All applicants			
The applicant must identify all of the relevant licence and legislative requirements and show they have the technical capacity to comply with these requirements	<input checked="" type="checkbox"/>	Electricity General Licencing Application	15
Experience and knowledge of the electricity supply industry	<input checked="" type="checkbox"/>	Electricity General Licencing Application	15
Summary of the human resources available to the proposed operation	<input checked="" type="checkbox"/>	Electricity General Licencing Application	16
Summary of the skills and experience of the directors and senior managers	<input checked="" type="checkbox"/>	Electricity General Licencing Application	16
If the applicant is to rely on another entity to provide staff and resources, a summary of the relationship between the applicant and this entity, including any formal agreements to provide services, and a summary of this other entity's experience in and knowledge of the electricity supply industry, and technical capacity to meet relevant requirements of the licence.	<input checked="" type="checkbox"/>	Electricity General Licencing Application	21
Evidence that negotiation of relevant agreements necessary to undertake electricity operations in the Northern Territory (for example, network access/generator user agreement, power purchase agreements, provision of standby agreements) is well advanced and no substantive issues have been identified that would stop such agreements being executed	<input checked="" type="checkbox"/>	Electricity General Licencing Application	21
Generation and network applicants only			

Technical information required	Information provided	Document title	Page number
Description of the physical environment of the proposed operation and its immediate vicinity	<input checked="" type="checkbox"/>	Electricity General Licencing Application	21
Description of the supply infrastructure and interconnected infrastructure systems	<input checked="" type="checkbox"/>	Electricity General Licencing Application	22
Construction schedule (where applicable)	<input type="checkbox"/>	Not Applicable	NA

Exemption

Exemption information required	Information provided	Document title	Page number
All applicants (if relevant)			
Details and justification for any exemption sought	<input checked="" type="checkbox"/>	Electricity General Licencing Application	23

Licence conditions

Licence conditions – information required	Information provided	Document title	Page number
All applicants (if relevant)			
Details and justification for any specific licence conditions sought	<input checked="" type="checkbox"/>	Electricity General Licencing Application	24



Application Summary

Type of licence/s applied for

Generation Licence.

Proposed date the applicant seeks to have the licence issued (please note the Commission does not undertake to issue the licence by this date)

31 October 2022 or sooner if possible.

Proposed term of the licence

We propose the licence term to be in perpetuity in line with the conditional approval granted in 2018.

Detailed summary of the proposed operation

Darwin International Airport Pty Ltd (**DIA**) is a subsidiary of the Darwin-based Airport Development Group (**ADG**). ADG administers three Airports in the Northern Territory.

These Airports are:

- Darwin International Airport
- Alice Springs Airport
- Tennant Creek Airport

DIA currently operates approximately 7.5MW photovoltaic (PV) plant at the Darwin International Airport.

The PV plant:

- is connected to the DIA-owned and operated internal 11kV ring main; and
- has been explicitly designed to only meet the load requirements of DIA and has primary and secondary mechanisms (its programmable logic controller system has been enacted to prevent unintentional exporting of electricity) to prevent the exporting of electricity beyond the Points of Connection with Power and Water Corporation's (PWC) regulated electricity network.

DIA is seeking a generation licence which authorises DIA to generate electricity using the PV generating facilities located at the Darwin International Airport precinct for:

- consumption by DIA/ADG on the site; and
- sale and supply to receivers located on the Darwin International Airport precinct land; and
- sale and supply to on-suppliers for sale and supply to receivers located at the Darwin International Airport precinct.

DIA notes that it is likely that additional solar generation facilities will be installed, owned and operated by DIA on premises leased to tenants at the Darwin International Airport precinct and these solar generation facilities will be connected to the DIA internal electricity network. It would be preferable if

the generation licence could accommodate the installation of this type of additional solar generation facilities.

DIA anticipates that in the near future, it will request an amendment to its generation licence to allow DIA to export electricity generated by its solar generating facilities at the Darwin International Airport into the PWC regulated electricity network for sale to licenced retailers. This amendment will be requested once:

- DIA has satisfied all of the PWC conditions that are required to be satisfied before the solar generating facilities will be permitted to export electricity into the PWC regulated electricity network; and
- PWC and DIA have amended the Embedded Generator User Agreement to incorporate and reflect these conditions.

As a snapshot the ADG companies own and operate the following electrical infrastructure:

Darwin International Airport

- 13km of 11kV high voltage network infrastructure; and
- 37 substations and ring main units.

Alice Springs Airport

- 3km of 11kV high voltage network infrastructure; and
- 8 substations and ring main units;

Tenant Creek

- Approximately 250m of HV network infrastructure; and
- 1 substation and ring main units

Due to the nature and operations of ADG, we own and maintain a significant amount of diesel generations that service critical infrastructure, tenants and operations.

DIA owns (except for DIA - GEN14), operates and maintains the following diesel generators:

Location (GEN #)	Generator Name	Size (kVa)	Status
DIA - GEN01	Intake Generator #1- McMillans Road	2,000	Complete
DIA - GEN02	Intake Generator #2- McMillans Road	2,000	Complete
DIA - GEN03	Terminal Generator - Henry Wrigley Drive	1,000	Complete
DIA - GEN04	AFP Main - Pederson Road	550	Complete
DIA - GEN05	TEMRS/Careflight - Lancaster Road	200	Complete
DIA - GEN06	Babcock - Lancaster Road	220	Complete
DIA - GEN07	DoA - Pederson Street	30	Complete
DIA - GEN08	East End Energy Centre - Terminal East	1,100	Complete
DIA - GEN09	Terminal West End - Terminal West	275	Complete
DIA - GEN10	Pump house - Sir Norman Brearley Drive	150	Complete
DIA - GEN11	Mobile Generator #1 - 50kVA- Ground Staff Shed	50	Complete

Location (GEN #)	Generator Name	Size (kVa)	Status
DIA - GEN12	Mobile Generator #2 - 50kVA- Ground Staff Shed	50	Complete
DIA - GEN13	Mobile Generator #3 - 80kVA- Ground Staff Shed	80	Complete
DIA - GEN14	RFDS - Lancaster Road (Not DIA owned)	120	Complete
DIA - GEN15	AMC - Fenton Crt	150	Complete
DIA - GEN16	Airport Hotel - Sir Norman Brearley Drive	250	Complete
DIA - GEN17	NCCTRC - Lancaster Road	250	Complete
DIA - GEN18	Murphy Corner - Murphy Road	30	Complete

Further, ADG companies own and operate the following diesel generator infrastructure at the Alice Springs Airport and Tennant Creek Airport.

Location (GEN #)	Generator Name	Size (kVa)	Status
ASA - GEN01	Essential Services Back-up Generator - Airport Terminal	315	Complete
ASA - GEN02	Essential Services Back-up Generator - Air Traffic Control Enclosure	312	Complete
TCA - GEN01	Main Back-up Generator - Generator Power House	62	Complete

The ADG companies have been early adopters of PV generating systems and implemented PV arrays as a means to reduce operational costs, reduce carbon footprint and participate in government green energy targets.

As a snapshot DIA owns and operates the following solar infrastructure

Location (PV #)	PV Name (type)	Size (kW DC)	Status	Commissioned
DIA - PV01	Solar 1 (Ground Mount)	4,000	Complete	2016
DIA - PV02	Solar 2 (Ground Mount)	1,500	Complete	2016
DIA - PV03	Kingpin (Rooftop)	389	Complete	2019
DIA - PV04	Flipout (Rooftop)	328	Complete	2019
DIA - PV05	NCCTRC (Rooftop)	326	Complete	2019
DIA - PV06	Bunnings 2 (Rooftop)	TBC	Future	N/A
DIA - PV07	Osgood South (Rooftop)	481	Complete	2022

Location (PV #)	PV Name (type)	Size (kW DC)	Status	Commissioned
DIA - PV08	Wyuna Cold Store (Rooftop)	1194	Complete	2022
DIA - PV09	Main Terminal (Rooftop)	932	Complete	2022
DIA - PV10	Car Park S1 (Rooftop)	TBC	Future	N/A
DIA - PV11	Car Park S2 (Rooftop)	TBC	Future	N/A

Further, ADG companies own and operate the following solar infrastructure at the Alice Springs Airport and Tennant Creek Airport.

Location (PV #)	PV Name (type)	Size (kW DC)	Status	Commissioned
ASA - PV01	Tracking Array (ground mount)	235	Complete	2011
ASA - PV02	Long Term Car Park S1 (Rooftop)	323	Complete	2014
ASA - PV03	Long Term Car Park S2 (Rooftop)	327	Complete	2015
TCA – PV01	Rooftop Solar	6	Complete	2016

The experience gained in these endeavours has seen positive gains leading to expansion of the solar generation capacity.

The opportunity now exists to be able to export energy to the grid rather than curtail this production.

This is seen as an avenue to further reduce expenses, gain experience and reputation in the generation sector, and assist in the Northern Territory Governments green energy targets.

There is a strong motivation to be in a position to grow our solar production into a viable income stream, starting the relationships and showing the competence required by the Utility Commission for the successful completion of this application is a required step toward this end.

Geographical area where the operation is proposed

Darwin International Airport, Henry Wrigley Dr, Eaton NT 0820

Evidence of the status of other essential regulatory approvals required for the operation

Refer Appendix A – Regulatory Approvals

Corporate Information

Legal Identity

Darwin International Airport Pty Limited
ABN 87 081 258 157

Please refer to Appendix B - ASIC Search

Contact Details

Nominated Contact:

Name: Selwyn D'Souza
Title: Executive General Manager; Customer and Strategy
Phone: [REDACTED]
Email: [REDACTED]
Postal: PO Box 40996 Casuarina NT 0811
Address: 1 Henry Wrigley Drive, Eaton NT 0820

Alternative Contact:

Name: Lucia Ku
Title: General Counsel and Company Secretary
Phone: [REDACTED]
Email: [REDACTED]
Postal: PO Box 40996 Casuarina NT 0811
Address: 1 Henry Wrigley Drive, Eaton NT 0820

Applicant Details

Overview of ownership structure

Airport Development Group Pty Ltd (**ADG**) is the holding company for Darwin International Airport Pty Ltd.

Key office holders – Directors

DIA Directors are:

- Mike Mrdak (Chair)
- Michael Landman
- Josh Norton
- Karen Green
- Simon Parbery
- Kelvin Wong

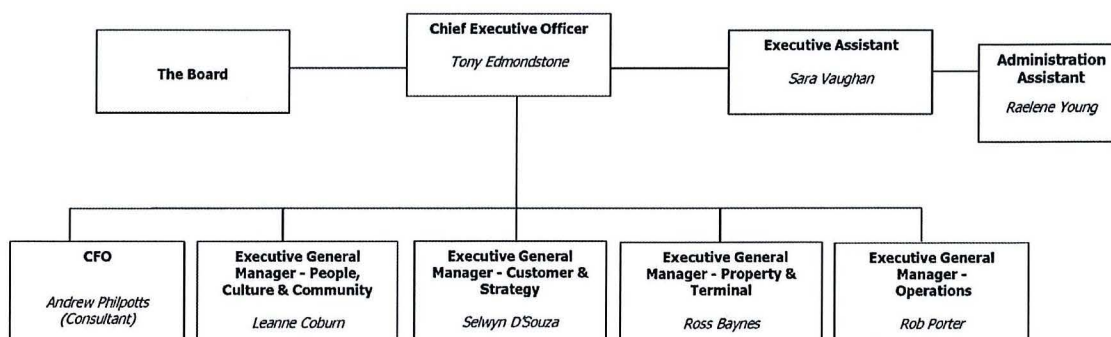
Please refer below Technical Information for summary of the skills and experience of the DIA Directors.



Key office holders - Senior Management

DIA Senior Managers (Executives) and structure:

Executive Team



Please refer below Technical Information for summary of the skills and experience of the DIA Senior Managers (Executives).

Major Shareholders

See below table for DIA shareholders:

Shareholder	ACN	ORD Ownership	RPS Ownership
Northern Territory Airports Pty Limited	081 258 139	100%	100%
Total		100.00%	100.00%

Corporate Structure

Refer to Appendix C – ADG / DIA Corporate Structure & Positioning Statement

Description of Core Activities

Refer to Appendix C – ADG / DIA Corporate Structure & Positioning Statement

Evidence Applicant is resident of Australia, has capacity to be sued in own name in Australia, and not under external administration.

Refer to Appendix B - ASIC Search

Industry Participation

Existing operations in the electricity supply industry

Refer above, Application Summary – Detailed summary of the proposed operation and refer below, Technical Information.

Authorisations held in other jurisdictions

Nil.

Information about assumptions and risks related to the above forecast

Assumptions

The assumptions embedded above include management's view of external market conditions with respect to inflation, passenger volumes and general economic activity. Management has also factored in internal estimates of resourcing requirements necessary to deliver the revenue forecast.

Risk Management Strategies

ADG, DIA's parent company, has a fully developed Risk Management process. The Risk Management System includes a Risk Policy, Risk Guidelines and Risk Registers at both the functional level and for the business (Executive). Board approved Appetite and Tolerance Schedules and Consequence Table appropriate to the business have also been developed and approved by the Board. All documentation is guided by the Risk Management Standard, ISO 31000.

A key component of the risk registers is detailed listings of controls in place for each risk. That is complemented by similar detail on action plans to address the risks and strengthen the controls. Action plans are required to have an owner and completion date.

The risk registers currently contain an appropriate number of identified risks. Some of these risks are external in nature and not in the control of the ADG. Examples of this is the risk of future pandemics and the impact on travellers. There are also risks around climate change and to major customers such as airlines. The risks that can be addressed by ADG will be. External Risks will be mitigated to the extent possible.

The Ongoing Management of these risks is through Monthly Business Reviews for each function and the overall business. There is a requirement for Executives to drive these reviews, and to be accountable for the delivery of the action plan. It is believed that this activity will lower the risk level. A Senior Risk and Governance Manager has been appointed and will commence in September 2022. The risks will also be reviewed by Management with the Board at least once a year, and with the Risk and Audit Committee at least twice a year. The last review with the Risk and Audit committee was Wednesday 20th July 2022.

Technical Information

The applicant must identify all of the relevant licence and legislative requirements and show they have the technical capacity to comply with these requirements

The DIA's internal electricity network and solar generation facilities are governed by the *Electricity Reform Act 2000* (NT) and the *Electricity Reform (Administration) Regulations 2000* (NT), which are administered by the Utilities Commission.

The solar generation facilities are also governed by the *Northern Territory National Electricity Rules*, Power and Water Corporation's (**PWC**) Systems Control Technical Code and PWC's Network Technical Code and Network Planning Criteria.

The Network Technical Code and Network Planning Criteria are of particular relevance to DIA. It sets the technical requirements for user facilities to connect generation and loads, detailing the protection, inspection, testing and commissioning requirements.

The relevant licence and legislative requirements include:

- *Electricity Reform Act 2000* (NT)
- *Electricity Reform (Administration) Regulations 2000* (NT)
- PWC Secure System Guidelines
- PWC System Control Technical Code
- PWC Network Technical Code and Network Planning Criteria
- PWC System Strength Impact Assessment Guidelines
- National Electricity Rules – Northern Territory
- PWC Network Connection Agreement
- Generator performance standards

Our ability to operate in and comply with relevant licensing and legislative requirements has been shown over the previous 10 years with respect to actual operation and maintenance of our solar generation assets, coupled with our current and previous negotiations and interactions with PWC and system control for embedded generation agreements and other requirements toward obtaining a network connection agreement for eventual energy export and participation in the Northern Territory electricity market.

Experience and knowledge of the electricity supply industry

As evidenced above DIA has been operating in the electricity supply industry space for a considerable time.

Our CEO Tony Edmondstone has considerable experience having previously held the position of CFO of Power and Water Corporation. Tony also led Alcoa's East Coast energy portfolio from 2003-2005 comprising ~1,000 MW of demand and ~160MW of supply, with demand effectively 15% of the Victorian wholesale grid requiring substantial involvement with the Victorian HV networks and

National Electricity Market. Subsequently, Tony was appointed Commercial Director for Alcoa's global energy portfolio from 2006-2008 comprising ~20,000MW of demand and ~5000MW of supply comprising gas, hydro, geothermal and thermal coal generation.

DIA Corporate Counsel, Lucia Ku previously held the position of Corporate Counsel for Power and Water and is well versed with the legal obligation and requirements of the electricity supply industry.

Lucia has an in depth understanding of the legal and commercial eco-system that ADG operates in and combines superior analytical skills and breadth of knowledge to partner with ADG's business units and provide legal guidance during the course of DIA's operations. Lucia will be a valuable contributor to ensure that DIA's Utilities and Energy activities are compliant with all relevant requirements.

Refer below summary of the skills and experience of the directors and senior managers to support DIA's in-house experience and knowledge.

Summary of the human resources available to the proposed operation

Refer Appendix E – DRAFT Operations Protocol Document & ADG / DIA Organisation Chart.

The operations protocol document is being developed in consultation with the PWC.

Refer below for the skills and experience of the directors and senior managers for ADG and DIA.

Summary of the skills and experience of the directors and senior managers

Directors

Mike Mrdak (Chair)

Mike joins ADG with extensive aviation, infrastructure and telecommunications experience through his Departmental Secretary roles in the Australian Public Service, including Secretary of the Department of Infrastructure and Regional Development and Secretary of the Department of Communications and the Arts. Mike's career achievements in aviation include early-stage development of Western Sydney Airport and being a driving force behind the national regulatory and policy settings for the sector.

Mike is also the Non-Executive Chair of NEC Australia and was awarded an Officer of the Order of Australia in 2016 in recognition of his significant contributions to the public service.

Michael Landman

Michael is responsible for the origination, analysis, structure and execution of fund investments, along with ongoing management of assets within the existing infrastructure portfolio.

Prior to joining IFM Investors, Michael was involved with industrial research and development, oil and gas exploration, field development, engineering and planning, and strategy development and execution at BHP Billiton. He led a number of oil and gas asset transaction on behalf of BHP Billiton as Manager, Acquisitions and divestments. He represents IFM Investors as a Director on the boards of Airport Motorway Ltd and Interlink Roads.

Josh Norton

Josh joined IFM Investors in 2014, and is responsible for the origination and execution of fund investments along with ongoing asset and portfolio management activities within IFM Investors' existing infrastructure portfolio. He has experience across a range of infrastructure sectors, having

been involved in several transactions during his time at IFM Investors as well as asset management activities across IFM Investors' airports, utilities and PPP investments. He also represents IFM Investors as an Alternate Director on the board of Australia Pacific Airports Corporation (the operator of Melbourne and Launceston Airports).

Prior to joining IFM Investors, Josh held roles with Federation Centres and KPMG, specialising in corporate finance and financial services.

Josh is a CFA Charterholder, Chartered Accountant and Graduate of the Australian Institute of Company Directors, having earlier completed a Bachelor of Commerce from Monash University.

Karen Green

Karen has extensive experience in business advisory and financial services across the public and private sectors.

During a 29-year career at Deloitte, Karen served as Managing Partner, Northern Territory and currently serves on the Northern Territory National Security Advisory Panel and on the Australian Institute of Company Directors NT Committee. Karen has previously served on the Darwin Port Corporation and the Business Advisory Council for the Department of Trade Business, Innovation.

Simon Parbery

Simon joined Palisade in February 2014, with a focus on asset origination, acquisition and management. Simon is also responsible for the development and execution of financial strategies to optimise capital structures across the Palisade portfolio and manages the firm's relationships with bank and capital market funding providers.

Immediately prior to joining Palisade, Simon was an experienced member of RBC Capital Markets' Global Investment Banking Team, with 3 years advising clients across the infrastructure and utilities sectors.

Prior to joining RBC Simon was a member of PricewaterhouseCoopers' specialist Infrastructure Advisory practice, with 5 years advising clients across a range of infrastructure transactions, and 1 year as part of PwC's financial modelling group, specialising in the build and review of complex financial models.

Prior to joining PwC, Simon was a member of Aon's Risk Consulting practice, specialising in business risk and insurance-based consulting.

Simon is a Graduate of the Australian Institute of Company Directors, a member of CPA Australia and holds a Bachelor of Commerce from Macquarie University

Kelvin Wong

Kelvin joined Palisade in 2016, with a focus on asset acquisition and management.

Immediately prior to joining Palisade, Kelvin was an Associate with Barclays PLC focused on originating and executing utilities and infrastructure transactions in both an advisory and a financing capacity. Kelvin was responsible for developing complex financial models and assisting clients with analysis, due diligence and investment committee processes.

Before joining Barclays PLC, Kelvin was a Manager in the project finance team at ANZ Banking Group, responsible for executing and financing ports, toll roads, PPPs and other infrastructure assets.

Kelvin holds a Bachelor of Commerce (Liberal Studies) majoring in Finance and Accounting from the University of New South Wales, a Graduate Certificate of Management from the University of

Melbourne - Melbourne Business School. Kelvin is also a Graduate of the Australian Institute of Company Directors.

Executives / General Managers

Tony Edmondstone – Chief Executive Officer

Tony was appointed Chief Executive Officer of Airport Development Group Pty Ltd (ADG) in December 2019, having initially relocated to the NT in 2018 to take up the role of CFO and Head of Gas resources at the NT Government owned Power and Water Corporation.

Prior to coming to the NT, Tony had an extensive career with Orica including leading their Europe, Africa and Asia businesses, their global transformation and also held the roles of Global Head of Supply and CFO for Orica Mining Services. Tony's previous experience also includes blue chip organisations such as Alcoa, Amcor and News Limited.

Tony is a results driven leader with significant global experience who has held a unique mix of functional, line management and transformational roles (including culture change) in finance, IT, supply chain, procurement, plant management, legal and customer contract management and across multiple industries, including mining, refining, smelting, energy, FMCG and media.

Andrew Philpotts – Chief Financial Officer

Andrew is an experienced CFO and Board Director with deep experience across the resources, packaging and building products sectors. A qualified CPA, he is graduate of the University of Newcastle, the University of New South Wales and the Australian Institute of Company Directors.

He is a thought partner to senior executives on all business matters and functionally expert in finance and commercial processes and systems.

He is highly skilled at managing complex, cross border projects ranging from large capital projects, mergers and acquisitions to business integrations.

He has deep international management experience across Australia, NZ, and South - East Asia (including China), specialising in delivering results in high growth environments (resources) and low - cost focused industrial businesses.

Andrew is deeply experienced in cost reduction, increasing efficiencies and optimisation through sustainable systems and practice. He has a special interest in business transformation including turnarounds and creating highly efficient and engaged organisational structures.

Leanne Coburn – Executive General Manager; People, Culture & Community

Leanne is a seasoned, multi-disciplinary HR Executive with over 25 years experience in the Top End. Her role at ADG is central to providing executive leadership for the Group's People, Culture and Community strategies.

Prior to joining ADG, Leanne had a long and successful career in HR at TIO where, in her final role, she managed and implemented strategies that had a significant impact on turning around a very-high level of employee turnover, increased productivity and reduced staff costs.

Selwyn D'Souza – Executive General Manager - Customer and Strategy

Selwyn has over 25 years' experience applying his critical thinking, leadership, and entrepreneurial flair to creating value with leadership teams. He has demonstrated capabilities for leading senior teams, diagnosing organisation challenges and solving complex problems from a cross-functional

perspective. He is a seasoned transformation executive and an expert advisor and facilitator of "strategic conversations" for Boards and Executives.

Experienced in Enterprise Transformation, Strategy Development, Design and Digital, Innovation, Education and Entrepreneurship, Selwyn has worked extensively in Resources, Logistics, Infrastructure, Professional Services, Financial Services, Property, Oil & Gas and Telecommunications.

Ross Baynes – Executive General Manager; Property & Terminal

Ross Baynes is the Executive General Manager of Properties at Airport Development Group Pty Ltd (NT Airports Pty Ltd). As Property EGM, Ross oversees the property business across ADG's three airports including master planning, implementing development strategies, property management and property investment for the organisation.

Ross has 30 years of experience in the property industry and extensive experience in all areas of leadership and direction of property development, management, assets, infrastructure, planning, environment, and safety management.

Rob Porter – Executive General Manager; Operations

Rob Porter is the Executive General Manager of Operations for NT airports under ADG Management (Darwin International Airport, Alice Springs Airport and Tennant Creek Airport).

Rob has more than 30 years' experience in the aviation industry including 11 years managing operations at the Mackay and the Gold Coast airports and almost two decades with Airservices ARFFS in operations, progressing from aviation fire fighter to Chief Fire Officer. Rob was also Chair of Mackay Tourism and Mackay Stadium, as well as having held the roles of Queensland Director and Deputy Board Chair of AAA.

Senior Managers (ADG Utilities Related)

ADG is a large organisation with several senior managers involved with the daily management of ADG's wide ranging activities. For the purposes of this application, we have specifically listed the senior managers and bio that ADG relies on for the on-going maintenance, management and construction activities for ADG utilities.

Lucia Ku – General Counsel and Company Secretary

With dual qualifications in Business and Law and almost 20 years' experience within Government and In-House roles, Lucia Ku is a legal practitioner with proven knowledge across complex areas of commercial and corporate law. Combined with her experience as Company Secretary, and as a graduate of the Australian Institute of Company Directors, Lucia is well versed in corporate good governance, regulatory compliance, mandatory disclosure, and reporting obligations, and is a key legal and governance professional within ADG.

Lucia's professional career also includes experience within the Utilities and Energy Industry where she was the General Counsel and Company Secretary at Power and Water Corporation for five years. During this time Lucia developed a detailed understanding of the rules, regulations, legislation, policies, and procedures in this space.

Ian Pask - Head of Electrical

Ian has 22 Yrs. experience in the electrical trade. During this time, he has acquired a diverse knowledge of maintenance, installations and operational requirements within the electrical industry.



Ian leads a strong and reliable ADG electrical team consisting of five (5) A Grade Electricians heavily focused on safety and compliance. Ian is also the in-house electrical licence nominee for the Airport Development Group.

The ADG electrical team are responsible for planning and improving preventative maintenance strategies across a diverse range of assets within our portfolio.

Don Firth – Head of Facilities

Donald has 43 Yrs. Experience in the electrical trade having commenced his career immediately after Cyclone Tracy in early 1975. During this time, he has acquired a diverse knowledge of maintenance and operational requirements in the electrical industry.

Donald leads a strong and reliable maintenance team focused on safety and compliance to not only meeting KPI expectations but also planning and developing improvement strategies for preventative maintenance.

As previously being an Electrical Contractor Donald has a detailed understanding of client delivery requirements with a focus on detail for QA & QC.

Glen Newport - Senior Technical Officer

Glen is a senior technical officer with an extensive background in Instrumentation, electrical and control systems work. His last 15 years have been in control and engineering officer positions.

Glen has 34 years of experience in his fields, from maintenance functions through to involvement and implementation of major projects, providing a constant environment of learning and progression.

His key strengths are an ability to learn and use experience and knowledge as valued input into his areas of involvement on a wide range of tasks and projects. Being able to understand systems and interactions within systems is a result of many years of practical and engineering experience.

This experience allows for a holistic view and knowledge of potential strengths and weaknesses which brings great value from his involvement toward the best outcomes.

Zac Neck – Head of Projects

Zac's skills have been acquired through his 15- years of construction and development industry involvement. He obtained his tertiary qualifications at RMIT University. Zac is a Territorian, born and bred in Alice Springs. Prior his relocation to Darwin in 2011, four years of his career was tenured in Melbourne.

He has considerable experience working in client-side project management rolls liaising with developers, consultants, authorities, contractors, subcontractors and suppliers. Zac has developed a variety of competent skillsets including design development, team coordination, contract administration, construction management delivery, superintendent duties and on-site construction supervision.

Zac's experience in the delivery of projects has involved complex stakeholder and varying corporate environments. He has been successful when implementing structured and accountable consultation processes, clearly articulating and managing expectations and delivering to the agreed plan.



Stephen Pacy – Electrical and Services Engineer - Project Manager

Stephen Pacey has over 40 years experience with a very broad range of experience in all areas of the Electrical / Electrical Services industry including:- Automation, SCADA, HV, Instrumentation, Communications, and HVAC.

Stephen's experience spans a broad range of Applications and projects including :- Power Generation (Power Generation, Power Distribution, Sub stations,), Mining (many types), Heavy Industrial (Metals including steels and alloys), Chemical, Utilities, Pharmaceutical, Power, Rail, and Oil and Gas Hazardous Area.

Steve Caldwell – WHS Manager

Steve is the WHS Manager for ADG providing advice to management and the board on safety and risk as it relates to employees, contractors, members of the public and tenants.

Steve has worked in work health and safety (WHS) for over 25 years as a regulator, safety manager, safety officer, workplace inspector and Technical Officer - Design. Steve has been a regulator in the NT & Tasmania and worked in the oil & gas, construction, mining and transport industries (including land, sea & air transport).

Steve started his career as a mechanical engineering designer working in the crane manufacturing industry, project engineering, paper manufacturing, mining, general engineering and construction industries.

If the applicant is to rely on another entity to provide staff and resources, a summary of the relationship between the applicant and this entity, including any formal agreements to provide services, and a summary of this other entity's experience in and knowledge of the electricity supply industry, and technical capacity to meet relevant requirements of the licence.

ADG and DIA has in-house knowledge of the electricity supply industry.

ADG and DIA has the resources and industry awareness to draw upon third parties to provide specialist services or advice when required.

Evidence that negotiation of relevant agreements necessary to undertake electricity operations in the Northern Territory (for example, network access/generator user agreement, power purchase agreements, provision of standby agreements) is well advanced and no substantive issues have been identified that would stop such agreements being executed.

Refer Appendix A – Regulatory Approvals for evidence of relevant agreements.

ADG and DIA have secured all required agreements necessary to undertake current electricity operations in the Northern Territory. The next phase of agreement is to secure a licence to operate the generating unit.



Description of the physical environment of the proposed operation and its immediate vicinity.

Land on airports is stable and secure as in no zoning changes are likely and much of the land is already secured and isolated from public access as an inherent requirement of an airport.

Electrical infrastructure already exists and is operated and maintained internally by DIA personnel. This infrastructure is a high voltage distribution network that supplies all requirements for DIA's business operations.

Darwin International Airport is located in close proximity to the electrical load and associated benefits to system security and stability.

Darwin International Airport has solar production capacities to feed energy onto its high voltage distribution networks for distribution around its network and through its point of connection.

Darwin International Airport has a zero-export limit.

These agreements require that the power factor at the point of connection remains above 0.9 lagging.

The capacity to achieve this is via the production of reactive energy by the solar arrays as well as power factor correction at local loads. This production is changed by the required amount to keep the point of connection parameter within the values specified by PWC.

The Darwin International Airport points of connection also provide data to be able to reduce solar output to mitigate exporting any power.

The Darwin International Airport has a control system and database for the operation, control and storing of data.

Description of the supply infrastructure and interconnected infrastructure systems

The Darwin International Airport has a high voltage internal electricity network that connects to the PWC regulated electricity network at three points of connection for redundancy.

This internal electricity network supplies step down transformers for LV supply to end users at required locations. All HV substations have 4 quadrant power analysers installed and are remote readable with data stored in a database.

The points of connection to the PWC regulated electricity network are:

- monitored by schneider ION 7650 four quadrant power analysers; and
- metered by high end 4 quadrant meters able to provide and record parameters for IEEE-591 harmonic compliance, and EN 50160 power quality compliance standards (amongst others).

Construction schedule (where applicable)

Not applicable.



Exemption

Details and justification for any exemption sought

ADG and DIA are not seeking any exemptions.



Licence Conditions

Details and justification for any specific licence conditions sought

DIA is seeking the grant of a generation licence which authorises it to undertake the activities of generating electricity referenced in the draft and amended form of clause 2 of the standard generation licence listed below.

"2. Grant of licence

Under Part 3 of the *Electricity Reform Act*, the *Utilities Commission* grants to the *licensee* a licence to:

- (a) generate electricity at the electricity generating plants described in schedule 2 for consumption by the *licensee* and its related bodies corporate on its *premises* and for sale as contemplated by paragraph (b); and
- (b) sell and supply electricity to:
 - (i) an *on-supplier* for the sale and supply to *receivers* located at its *premises*; or
 - (ii) directly to *receivers* located at the *premises*,

in accordance with the terms and conditions of this licence."



Attachment List

Document Number	Document Title	Confidential	File Type
A	Licence Application – Confidential Version	Yes	PDF



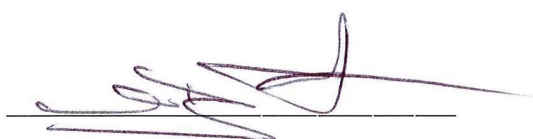
Declaration

I declare the information provided in this application is true and correct to the best of my knowledge, information and belief, and I am aware of the requirements under the Electricity Reform Act for the licence/s being applied for and I have the legal right to make this application on behalf of the applicant.

Name: Anthony Edmondstone

Position: Chief Executive Officer

Signed

A handwritten signature in dark ink, appearing to be 'A. Edmondstone', written over a horizontal line.

Date 26 / 08 / 2022



Appendix A – Regulatory Approvals

Regulatory approval documents and supplementary documents include:

- DIA Embedded Generator User Agreement with Power and Water
- DIA Customer Connection Agreement
- DIA 2 x 5MW Solar Power Connection letter from PWC
- DIA 7.5MW Access Application letter from PWC
- DIA PV Export Trial Connection Point Profile



Embedded Generator User Agreement: Formal Instrument of Agreement

PWC Doc Ref D2017/35728 version 1.2 dated 23 January 2017

Power and Water Corporation and EG User

Executed as an agreement.

The Common Seal of the Power and Water Corporation ABN 15 947 352 360 was affixed in the presence of:




Signature

Michael Thomson
Name (Printed)

Chief Executive
Position

Dated: 21 June 2019


Signature

General Counsel
Name (Printed)

General Counsel
Position

Chief Executive Officer for and on behalf of
Darwin International Airport Pty Limited ABN
87 081 258 157 pursuant to Power of Attorney
registered number 350634 in the presence of:


Signature of witness

ZACHARY DAVID NECK
Full name of witness


Signature of Chief Executive Officer

RICHARD LAM KOW.
Full name of Chief Executive Officer

CLAYTON UTZ

Record No: D2013/145323
Container No: F2013/2125

Customer Connection Agreement (Connection Services Only)

Power and Water Corporation

ABN 15 947 352 360

PWC

Darwin International Airport Pty Ltd

ABN 87 081 258 157

Customer

Clayton Utz
Lawyers
17-19 Lindsay Street Darwin NT 0800 Australia
T +61 8 8943 2555 F +61 8 8943 2500

www.claytonutz.com

Our reference 11417/11628/80125205

Legal\305670157.5

Executed as an agreement

The Common Seal of the **Power and Water Corporation ABN 15 947 352 360** was affixed in the presence of:



Signature

KELVIN STRANGE

Name (Printed)

General Counsel

Position

Signature

JOHN BASKERVILLE

Name (Printed)

Managing Director

Position

Signed for and on behalf of Darwin International Airport Pty Limited ABN 87 081 258 157 by its attorney under a power of attorney dated 25 August 2010 registered in the Northern Territory with dealing number 350634 in the presence of:

Signature of witness

Anthony Guy Jarvis

Commissioner for Oaths

1 Fenton Court

EATON, NORTHERN TERRITORY 0821

Ph: (08) 8920 1806

Full name of witness

Signature of attorney who declares that the attorney has not received any notice of the revocation of the power of attorney

RICHARD IAN KEW

Full name of attorney

Appendix B – ASIC Company Search





ASIC

Australian Securities & Investments Commission

Current Company Extract

Name: AIRPORT DEVELOPMENT GROUP PTY LIMITED

ACN: 081 422 915

Date/Time: 24 August 2022 AEST 04:55:39 PM

This extract contains information derived from the Australian Securities and Investments Commission's (ASIC) database under section 1274A of the Corporations Act 2001.

Please advise ASIC of any error or omission which you may identify.

EXTRACT

Organisation Details	Document Number
Current Organisation Details	
Name:	AIRPORT DEVELOPMENT GROUP PTY LIMITED 009865487
ACN:	081 422 915
ABN:	77081422915
Registered in:	Victoria
Registration date:	29/01/1998
Next review date:	29/01/2023
Name start date:	29/01/1998
Status:	Registered
Company type:	Australian Proprietary Company
Class:	Limited By Shares
Subclass:	Proprietary Company

Address Details	Document Number
Current	
Registered address:	1 Henry Wrigley Drive, EATON NT 0820 3EDW36660
Start date:	07/07/2022
Principal Place Of Business address:	1 Henry Wrigley Drive, EATON NT 0820 3EDW36660
Start date:	27/06/2022

Contact Address
Section 146A of the Corporations Act 2001 states 'A contact address is the address to which communications and notices are sent from ASIC to the company'.
Current
Address: GPO BOX 4296, DARWIN NT 0801
Start date: 01/03/2013

Officeholders and Other Roles	Document Number
Director	
Name: MICHAEL JEREMY LANDMAN	2E7045962
Address: 110 Orrong Road, ELSTERNWICK VIC 3185	
Born: 19/01/1961, MELBOURNE, VIC	
Appointment date: 01/12/2016	
Name: KAREN LYNETTE GREEN	7EBH01349
Address: 965 McMillans Road, KNUCKEY LAGOON NT 0828	
Born: 07/07/1966, BUNBURY, WA	
Appointment date: 04/04/2021	
Name: MICHAEL MRDAK	2EGQ34248
Address: 80 Mount Vernon Drive, KAMBAH ACT 2902	
Born: 24/08/1964, NARROMINE, NSW	
Appointment date: 15/05/2021	
Name: JOSHUA RAYMOND NORTON	3EDS49064
Address: 21 Scott Street, KEW VIC 3101	

Born:	19/05/1990, CAMPBELLTOWN, SA	
Appointment date:	04/05/2022	
Name:	SIMON JOHN PARBERY	3EHQ31259
Address:	12 Grafton Avenue, NAREMBURN NSW 2065	
Born:	01/04/1977, BEGA, NSW	
Appointment date:	10/08/2022	
Alternate Director		
Name:	PAK KA KELVIN WONG	3EHQ31259
Address:	89 Patrick Street, HURSTVILLE NSW 2220	
Born:	03/11/1989, , HONG KONG	
Appointment date:	10/08/2022	
Secretary		
Name:	LUCIA KU	7EBH01349
Address:	8 Bermingham Crescent, BAYVIEW NT 0820	
Born:	17/06/1979, , PORTUGAL	
Appointment date:	22/10/2020	
Appointed Auditor		
Name:	KPMG	7E4816662
Address:	18 Smith Street DARWIN NT 0800	
Start date:	30/04/2012	

Share Information

Share Structure

Class	Description	Number issued	Total amount paid	Total amount unpaid	Document number
ORD	ORDINARY SHARES	40765343	40765343.00	0.00	2EUR35258
REDP	REDEEMABLE PREFERENCE SHARES	2000	20000000.00	0.00	2EUR35258

Members

Note: For each class of shares issued by a proprietary company, ASIC records the details of the top twenty members of the class (based on shareholdings). The details of any other members holding the same number of shares as the twentieth ranked member will also be recorded by ASIC on the database. Where available, historical records show that a member has ceased to be ranked amongst the top twenty members. This may, but does not necessarily mean, that they have ceased to be a member of the company.

Name:

J.P. MORGAN NOMINEES AUSTRALIA PTY LIMITED

ACN:

002 899 961

Address:

'Aap Centre' Level 35, 259 George Street, SYDNEY NSW 2000

Class	Number held	Beneficially held	Paid	Document number
ORD	5931357	no	FULLY	7E3651273

Name:

IFM FIDUCIARY PTY LTD

ACN: 135 450 618
 Address: 'Casselden Place' Level 29, 2 Lonsdale Street, MELBOURNE VIC 3000

Class	Number held	Beneficially held	Paid	Document number
ORD	14467987	no	FULLY	7E3651273

Name: THE TRUST COMPANY (AUSTRALIA) LIMITED
 ACN: 000 000 993
 Address: Level 15, 20 Bond Street, SYDNEY NSW 2000

Class	Number held	Beneficially held	Paid	Document number
ORD	11168252	no	FULLY	1E9185141

Name: CITICORP NOMINEES PTY LTD
 ACN: 000 809 030
 Address: C/- MANAGED FUND TEAM, Level 16, 120 Collins Street, MELBOURNE VIC 3000

Class	Number held	Beneficially held	Paid	Document number
ORD	9197747	no	FULLY	2EUR35258

Name: J.P. MORGAN NOMINEES AUSTRALIA PTY LIMITED
 ACN: 002 899 961
 Address: 'Aap Centre' Level 35, 259 George Street, SYDNEY NSW 2000

Class	Number held	Beneficially held	Paid	Document number
REDP	291	no	FULLY	7E1175534

Name: IFM FIDUCIARY PTY LTD
 ACN: 135 450 618
 Address: 'Casselden Place' Level 29, 2 Lonsdale Street, MELBOURNE VIC 3000

Class	Number held	Beneficially held	Paid	Document number
REDP	710	no	FULLY	7E3161932

Name: THE TRUST COMPANY (AUSTRALIA) LIMITED
 ACN: 000 000 993
 Address: Level 15, 20 Bond Street, SYDNEY NSW 2000

Class	Number held	Beneficially held	Paid	Document number
REDP	548	no	FULLY	1E9185141

Name: CITICORP NOMINEES PTY LTD
ACN: 000 809 030
Address: C/- MANAGED FUND TEAM, Level 16, 120 Collins Street, MELBOURNE VIC 3000

Class	Number held	Beneficially held	Paid	Document number
REDP	451	no	FULLY	2EUR35258

Financial Reports

Balance date	Report due date	AGM due date	Extended AGM due	AGM held date	Outstanding	Document number
30/06/1999	31/10/1999				no	012246223
30/06/2000	31/10/2000				no	016772203
30/06/2001	31/10/2001				no	016124431
30/06/2002	31/10/2002				no	016125048
30/06/2003	31/10/2003				no	016119119
30/06/2004	31/10/2004				no	020855044
30/06/2005	31/10/2005				no	022472280
30/06/2006	30/11/2006				no	023454795
30/06/2007	31/10/2007				no	024458347
30/06/2008	31/10/2008				no	025157984
30/06/2009	31/10/2009				no	026051533
30/06/2010	31/10/2010				no	027418790
30/06/2011	31/10/2011				no	027779350
30/06/2012	31/10/2012				no	7E4816662
30/06/2013	31/10/2013				no	028763521
30/06/2014	31/10/2014				no	029117371
30/06/2015	31/10/2015				no	029438343
30/06/2016	31/10/2016				no	029735779
30/06/2017	31/10/2017				no	030011076
30/06/2018	31/10/2018				no	7EAE58513
30/06/2019	31/10/2019				no	7EAP80306

30/06/2020	31/10/2020				no	7EBB26213
30/06/2021	31/10/2021				no	7EBM62951

Documents

Note: Where no Date Processed is shown, the document in question has not been processed. In these instances care should be taken in using information that may be updated by the document when it is processed. Where the Date Processed is shown but there is a zero under No Pages, the document has been processed but a copy is not yet available.

Date received	Form type	Date processed	Number of pages	Effective date	Document number
27/09/2019	388H (FR 2019) Financial Report Financial Report - Large Proprietary Company That Is Not A Disclosing Entity	27/09/2019	39	30/06/2019	7EAP80306
16/03/2020	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	16/03/2020	3	10/03/2020	1EFD47046
13/10/2020	388H (FR 2020) Financial Report Financial Report - Large Proprietary Company That Is Not A Disclosing Entity	13/10/2020	37	30/06/2020	7EBB26213
03/11/2020	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	03/11/2020	2	27/10/2020	1EUT10841
30/04/2021	492 Request For Correction	04/05/2021	2	30/04/2021	2EFO62024
30/04/2021	484 Change To Company Details 484A1 Change Officeholder Name Or Address 484E Appointment Or Cessation Of A Company Officeholder	30/04/2021	2	30/04/2021	7EBH01349
07/05/2021	484 Change To Company Details 484E Appointment Or Cessation Of A Company Officeholder 484E1 Cessation Of Company Director Later Than 28 Days	07/05/2021	2	04/05/2021	2EFY19489
21/05/2021	484E Change To Company Details Appointment Or	21/05/2021	2	17/05/2021	2EGQ34248

	Cessation Of A Company Officeholder				
18/06/2021	484 Change To Company Details 484E Appointment Or Cessation Of A Company Officeholder 484E1 Cessation Of Company Director Later Than 28 Days	18/06/2021	2	18/06/2021	2EIE65506
26/10/2021	388H (FR 2021) Financial Report Financial Report - Large Proprietary Company That Is Not A Disclosing Entity	26/10/2021	38	30/06/2021	7EBM62951
27/01/2022	484 Change To Company Details 484O Changes To Share Structure 484N Changes To (Members) Share Holdings	27/01/2022	3	24/01/2022	2EUR35258
27/04/2022	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	27/04/2022	2	01/04/2022	2EZL25808
28/06/2022	484 Change To Company Details 484E Appointment Or Cessation Of A Company Officeholder 484E1 Cessation Of Company Director Later Than 28 Days	28/06/2022	2	23/06/2022	3EDS49064
30/06/2022	484 Change To Company Details 484B Change Of Registered Address 484C Change Of Principal Place Of Business (Address)	30/06/2022	2	27/06/2022	3EDW36660
11/07/2022	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	11/07/2022	2	08/07/2022	3EEQ17766
23/08/2022	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	23/08/2022	4	17/08/2022	3EHQ31259

*****End of Extract of 7 Pages*****



ASIC

Australian Securities & Investments Commission

Current Company Extract

Name: DARWIN INTERNATIONAL AIRPORT PTY LIMITED

ACN: 081 258 157

Date/Time: 24 August 2022 AEST 04:59:55 PM

This extract contains information derived from the Australian Securities and Investments Commission's (ASIC) database under section 1274A of the Corporations Act 2001.

Please advise ASIC of any error or omission which you may identify.

EXTRACT

Organisation Details	Document Number
Current Organisation Details	
Name: DARWIN INTERNATIONAL AIRPORT PTY LIMITED	014164395
ACN: 081 258 157	
ABN: 87081258157	
Registered in: Northern Territory	
Registration date: 29/01/1998	
Next review date: 29/01/2023	
Name start date: 28/05/1998	
Status: Registered	
Company type: Australian Proprietary Company	
Class: Limited By Shares	
Subclass: Proprietary Company	

Address Details	Document Number
Current	
Registered address: 1 Henry Wrigley Drive, EATON NT 0820	3EDW36662
Start date: 07/07/2022	
Principal Place Of Business address: 1 Fenton Court, EATON NT 0820	7E3565286
Start date: 01/04/2011	

Contact Address
Section 146A of the Corporations Act 2001 states 'A contact address is the address to which communications and notices are sent from ASIC to the company'.
Current
Address: GPO BOX 4296, DARWIN NT 0801
Start date: 01/03/2013

Officeholders and Other Roles	Document Number
Director	
Name: MICHAEL JEREMY LANDMAN	2E7045966
Address: 110 Orrong Road, ELSTERNWICK VIC 3185	
Born: 19/01/1961, MELBOURNE, VIC	
Appointment date: 01/12/2016	
Name: KAREN LYNETTE GREEN	7EBH01336
Address: 965 McMillans Road, KNUCKEY LAGOON NT 0828	
Born: 07/07/1966, BUNBURY, WA	
Appointment date: 04/04/2021	
Name: MICHAEL MRDAK	2EGQ34244
Address: 80 Mount Vernon Drive, KAMBAH ACT 2902	
Born: 24/08/1964, NARROMINE, NSW	
Appointment date: 15/05/2021	
Name: JOSHUA RAYMOND NORTON	3EDS49068
Address: 21 Scott Street, KEW VIC 3101	

Born:	19/05/1990, CAMPBELLTOWN, SA	
Appointment date:	04/05/2022	
Name:	SIMON JOHN PARBERY	3EHQ31257
Address:	12 Grafton Avenue, NAREMBURN NSW 2065	
Born:	01/04/1977, BEGA, NSW	
Appointment date:	10/08/2022	
Alternate Director		
Name:	PAK KA KELVIN WONG	3EHQ31257
Address:	89 Patrick Street, HURSTVILLE NSW 2220	
Born:	03/11/1989, , HONG KONG	
Appointment date:	10/08/2022	
Secretary		
Name:	LUCIA KU	7EBH01336
Address:	8 Bermingham Crescent, BAYVIEW NT 0820	
Born:	17/06/1979, , PORTUGAL	
Appointment date:	22/10/2020	
Appointed Auditor		
Name:	KPMG	7E4813165
Address:	18 Smith Street DARWIN NT 0800	
Start date:	30/04/2012	

Share Information					
Share Structure					
Class	Description	Number issued	Total amount paid	Total amount unpaid	Document number
ORD	ORDINARY	12	12.00	0.00	08125815I
Members					
<p>Note: For each class of shares issued by a proprietary company, ASIC records the details of the top twenty members of the class (based on shareholdings). The details of any other members holding the same number of shares as the twentieth ranked member will also be recorded by ASIC on the database. Where available, historical records show that a member has ceased to be ranked amongst the top twenty members. This may, but does not necessarily mean, that they have ceased to be a member of the company.</p>					
<p>Name: NORTHERN TERRITORY AIRPORTS PTY LIMITED</p> <p>ACN: 081 258 139</p> <p>Address: 1 Henry Wrigley Drive, EATON NT 0820</p>					
Class	Number held	Beneficially held	Paid	Document number	
ORD	12	yes	FULLY	3EDW36662	

Financial Reports

Balance date	Report due date	AGM due date	Extended AGM due	AGM held date	Outstanding	Document number
30/06/1999	31/10/1999				no	012246229
30/06/2000	31/10/2000				no	016772204
30/06/2001	31/10/2001				no	016124432
30/06/2002	31/10/2002				no	016125047
30/06/2003	31/10/2003				no	016119117
30/06/2004	31/10/2004				no	020855042
30/06/2005	31/10/2005				no	022472279
30/06/2006	30/11/2006				no	023454793
30/06/2007	31/10/2007				no	024458346
30/06/2008	31/10/2008				no	025157985
30/06/2009	31/10/2009				no	026051535
30/06/2010	31/10/2010				no	027418792
30/06/2011	31/10/2011				no	027779348
30/06/2012	31/10/2012				no	7E4813165
30/06/2013	31/10/2013				no	028763523
30/06/2014	31/10/2014				no	029117372
30/06/2015	31/10/2015				no	029438345
30/06/2016	31/10/2016				no	029735778
30/06/2017	31/10/2017				no	030011078
30/06/2018	31/10/2018				no	7EAE58651
30/06/2019	31/10/2019				no	7EAP80457
30/06/2020	31/10/2020				no	7EBB26279
30/06/2021	31/10/2021				no	7EBM62862

Documents

Note: Where no Date Processed is shown, the document in question has not been processed. In these instances care should be taken in using information that may be updated by the document when it is processed. Where the Date Processed is shown but there is a zero under No Pages, the document has been processed but a copy is not yet available.

Date received	Form type	Date processed	Number of pages	Effective date	Document number
27/09/2019	388H (FR 2019) Financial Report Financial Report - Large Proprietary Company That Is Not A Disclosing Entity	27/09/2019	37	30/06/2019	7EAP80457
16/03/2020	484E Change To Company Details Appointment Or	16/03/2020	4	10/03/2020	1EFD47048

	Cessation Of A Company Officeholder				
13/10/2020	388H (FR 2020) Financial Report Financial Report - Large Proprietary Company That Is Not A Disclosing Entity	13/10/2020	36	30/06/2020	7EBB26279
03/11/2020	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	03/11/2020	2	27/10/2020	1EUT10843
30/04/2021	492 Request For Correction	04/05/2021	2	30/04/2021	2EFO62026
30/04/2021	484 Change To Company Details 484A1 Change Officeholder Name Or Address 484E Appointment Or Cessation Of A Company Officeholder	30/04/2021	2	30/04/2021	7EBH01336
07/05/2021	484 Change To Company Details 484E Appointment Or Cessation Of A Company Officeholder 484E1 Cessation Of Company Director Later Than 28 Days	07/05/2021	2	04/05/2021	2EFY19492
21/05/2021	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	21/05/2021	2	17/05/2021	2EGQ34244
18/06/2021	484 Change To Company Details 484E Appointment Or Cessation Of A Company Officeholder 484E1 Cessation Of Company Director Later Than 28 Days	18/06/2021	2	18/06/2021	2EIE65509
26/10/2021	388H (FR 2021) Financial Report Financial Report - Large Proprietary Company That Is Not A Disclosing Entity	26/10/2021	33	30/06/2021	7EBM62862
27/04/2022	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	27/04/2022	2	01/04/2022	2EZL25812
28/06/2022	484 Change To Company	28/06/2022	2	24/06/2022	3EDS49068

	Details 484E Appointment Or Cessation Of A Company Officeholder 484E1 Cessation Of Company Director Later Than 28 Days				
30/06/2022	484 Change To Company Details 484B Change Of Registered Address 484A2 Change Member Name Or Address	30/06/2022	2	27/06/2022	3EDW3666 2
11/07/2022	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	11/07/2022	2	08/07/2022	3EEQ17769
23/08/2022	484E Change To Company Details Appointment Or Cessation Of A Company Officeholder	23/08/2022	4	17/08/2022	3EHQ3125 7

End of Extract of 5 Pages

Appendix C – ADG Corporate Structure & Positioning Statement





Reimagining new territory

CEO'S MESSAGE



Here at Airport Development Group (ADG), we are more than just airport people, we're also tourism operators, property developers, partnership facilitators, land custodians and environmental leaders.

At ADG, we reimagine new territory by embracing innovative ideas and thinking, and by creating positive solutions. We are also dedicated to Aboriginal and Torres Strait Islander inclusion and investing in outcomes that will see a fairer Australia for all.

ADG values our people, safety and community, and aims to enhance the lives of all Territorians.

We hope you'll join us on this journey.

Tony Edmondstone
ADG Chief Executive Officer



AT A GLANCE



MILLIONS IN ASSETS

ADG has assets across aviation, tourism, property, infrastructure, and utilities.



145 PROJECTS

ADG is investing nearly \$100M in the next 12-18 months on 145 Territory projects.



TOURISM

DIA & ASA support more than 6,500 tourism jobs.



JOB CREATION

ADG also creates jobs in infrastructure, construction, property, environment, education, land management & the Arts.



NT ECONOMIC GROWTH

ADG contributes an estimated \$709M a year to the NT economy.



NET ZERO BY 2030

ADG is on track to net zero carbon emissions (Scope 1 and 2) by 2030.



POSITIVE CHANGE

ADG invests and collaborates with Aboriginal stakeholders to build programs to provide training and long-term employment.



READY FOR THE FUTURE

ADG has more than 600 hectares of land ready for development across its three airports.



AVIATION

- Prior to Covid and with our airline partners, ADG welcomed more than 2.7 million passengers annually through its airports of Darwin, Alice Springs, and Tennant Creek.
- Three quarters of all visitors to the Top End arrive via DIA.
- Half of all visitors to the Alice Springs region arrive via ASA.
- DIA serves 11 domestic, three international, and nine regional communities.
- Since privatisation, more than \$395M has been invested in DIA and more than \$80M at ASA.
- DIA supports 1,800 workers (1,500 FTE) equating to 1.3% of the Territory's workforce.
- ASA directly employs 360 people from 60 businesses.



TOURISM

- ADG expanded its tourism portfolio with the acquisition of the Novotel Darwin Airport and Mercure Airport Resort in 2021 and is investing tens of millions into transforming them into one single world-class tropical resort.
- In partnership with Indigenous groups, ADG will showcase Aboriginal art and culture at the new resort through Indigenous hotel theming, landscaping, and artwork.
- As the key gateway to the Territory, ADG in partnership with Larrakia Nation will create a tourism landmark through an Indigenous mural and Welcome to Country sound and light show on the 41-metre water tower located at the Mercure Darwin Airport.
- Adjacent to the new resort, in partnership with Larrakia Rangers and Larrakia Nation, a new Gurumbai (Rapid Creek) Cultural Experience will showcase Aboriginal culture.
- ADG continually seeks opportunities in the tourism space, especially in areas that celebrate and support Aboriginal culture.



PROPERTY

- From medical to manufacturing and retail to entertainment, DIA has a wide-ranging portfolio of more than 75 tenants which continues to expand.
- DIA is undertaking a \$7.7M terminal upgrade to increase capacity, expand food and beverage offerings, improve passenger flow and enhance customer experience.
- ASA is undergoing \$8.9M worth of terminal upgrades within the next 12-18 months.
- Following \$1.4M infrastructure upgrades, Tennant Creek Airport, one the NT's busiest regional airports, is undergoing terminal upgrades of \$720K.
- Revolutionising export in the Territory, the DIA business precinct houses the only vapour heat treatment (VHT) plant in the NT, opening new export markets.
- Economists estimate ADG's award-winning cold and freight storage will generate \$208M a year for the Territory and create 468 jobs in agriculture, tourism, and freight by 2029-30.
- ADG's creation of an Aerospace Manufacturing Precinct by 2023 is on track and expected to deliver hundreds of local jobs as the home of amphibian aircraft manufacturing in Australia.
- ADG continues to explore opportunities to expand its property portfolio across areas as diverse as fresh food, aviation manufacturing, family entertainment, utilities and medical.



INFRASTRUCTURE

- ADG will spend tens of millions transforming its two hotels into one world-class resort with 423 rooms ranging from bespoke to family luxury accommodation and conference facilities.
- ADG has invested in 11 megawatts (MW) of solar arrays with a further 11 MW in development.
- DIA is investing in long-term road infrastructure to upgrade and improve airport access and increase safety.
- ADG's award-winning \$19.65M runway overlay in 2020 at ASA set a new Australian precedent with a performance-related surface warranty.
- DIA is building new aerobridges with clean, green energy, to support airlines and improve passenger access.
- ADG has plans for a \$60M 80 megalitre diesel storage facility and fuel pipeline to support our airline partners.





INDIGENOUS

From 2021, ADG has renewed its commitment to Aboriginal and Torres Strait Islander inclusion and partnerships with Aboriginal stakeholders with the following initiatives.

- Opened an ADG Indigenous Training Academy.
- Established an Indigenous Advisory Committee (IAC).
- Created an ongoing Indigenous Cricket Program for school children.
- Provided cross-cultural education for all ADG staff (on-going).
- Committed to increasing direct employment of Indigenous Australians.
- Increased ADG's tourism portfolio to showcase Aboriginal culture.
- Named six villas in honour of Aboriginals who've made significant contributions to the NT.
- Continued ADG's Larrakia Ranger Engagement Program to preserve and protect the Rapid Creek Conservation Reserve.
- Initiated protocols for Welcome to Country and Acknowledgement of Country.
- Creating a Welcome to Country landmark feature at DIA in conjunction with Larrakia Nation.
- With Larrakia Rangers, creating a Gurumbai (Rapid Creek) Cultural experience with guided walking tours.

ENVIRONMENT

- As early adopters of large-scale solar in 2011, and with ongoing investment in ground-based and rooftop solar projects, ADG is on track to meet its net zero greenhouse gas emissions target by 2030.
- In 2022, DIA was the sole Australian airport to receive an award at the prestigious Airports Council International Asia-Pacific, Green Airport's Recognition Program, recognising initiatives that minimise aviation's impact on the environment.
- ADG is the custodian of more than 4,000 hectares of land with a variety of diverse and rare native flora and fauna species, including more than 70 native bird species and 30 reptile species.
- Through both innovative and traditional land management techniques, ADG manages significant conservation sites including 300+ year old native Coolabah trees at ASA and the Rapid Creek Reserve at DIA.
- ADG currently produces enough energy to power the equivalent of more than 2,600 average-sized homes, with planned investment to double this renewable energy generation.
- ADG has been nationally recognised for the Integrated Vegetation Management Program, which reduces wildlife hazard around runway areas, improving aviation safety and protecting wildlife.



COMMUNITY

- ADG is a major sponsor of Northern Territory Major Events Company and helps support events such as Parrtjima, Million Dollar Fish, BASSINTHEGRASS, Merlin Darwin Triple Crown Supercars and Red Centre NATS.
- For more than 20 years, ADG has known the importance of art at airports to create first and last impressions and to showcase regions and culture. ADG is the custodian of a number of exceptionally significant art pieces including Aboriginal art.
- ADG is a proud sponsor of festivals and events that celebrate diversity, culture and the uniqueness of the NT.
- ADG sponsors the Cricket 365 Program and has established an Indigenous Cricket Program.
- ADG is a major sponsor of the Darwin Festival – a vibrant arts and cultural event showcasing a range of arts and artists.
- ADG is a sponsor of FabAlice – a weekend-long community event celebrating diversity and inclusion and featuring drag queens and cabaret in Alice Springs.



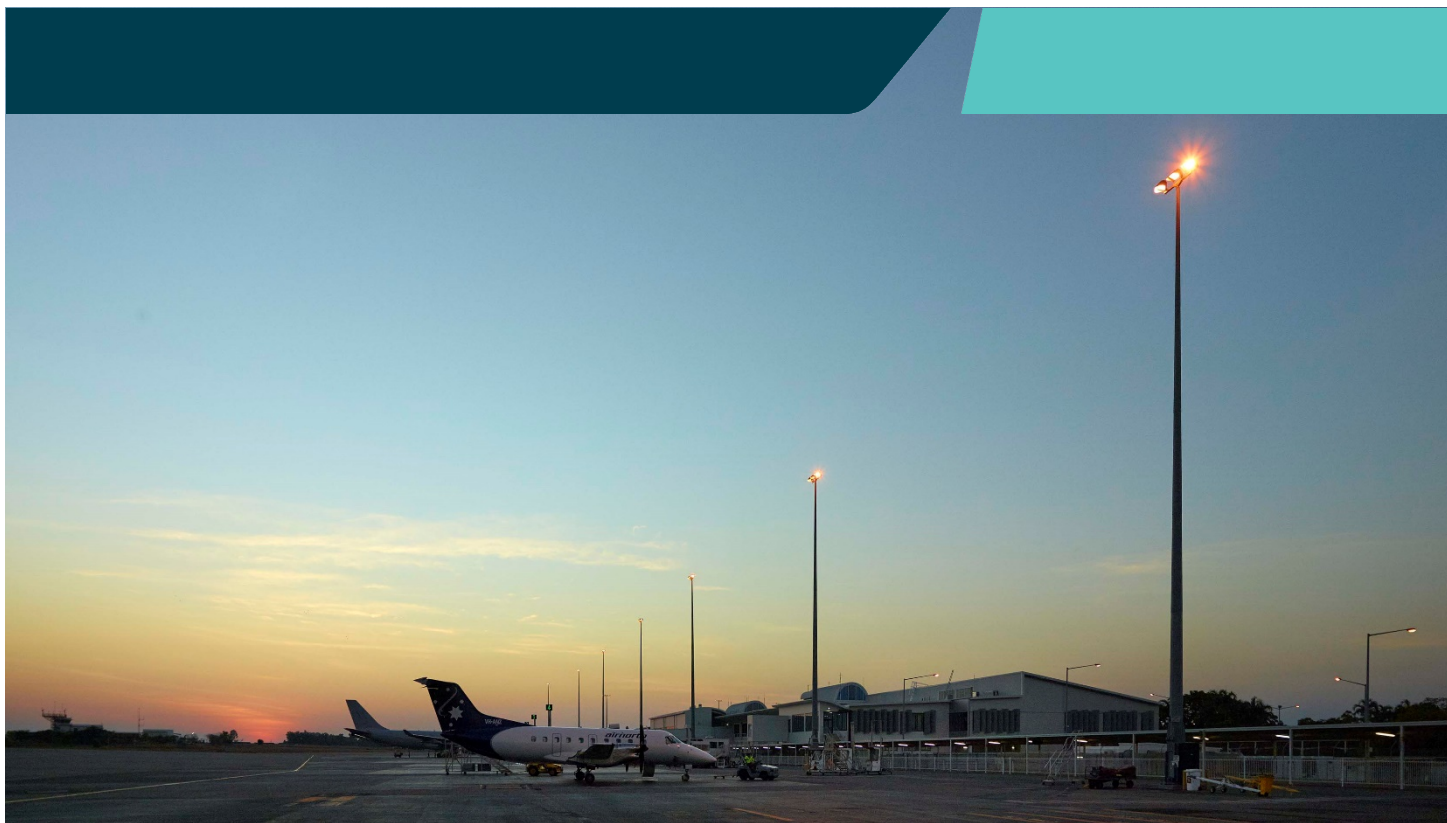
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ADG acknowledges past and present Larrakia, Arrernte and Warumungu peoples, Traditional Custodians of the land on which it operates.

Appendix D – Financial Statements

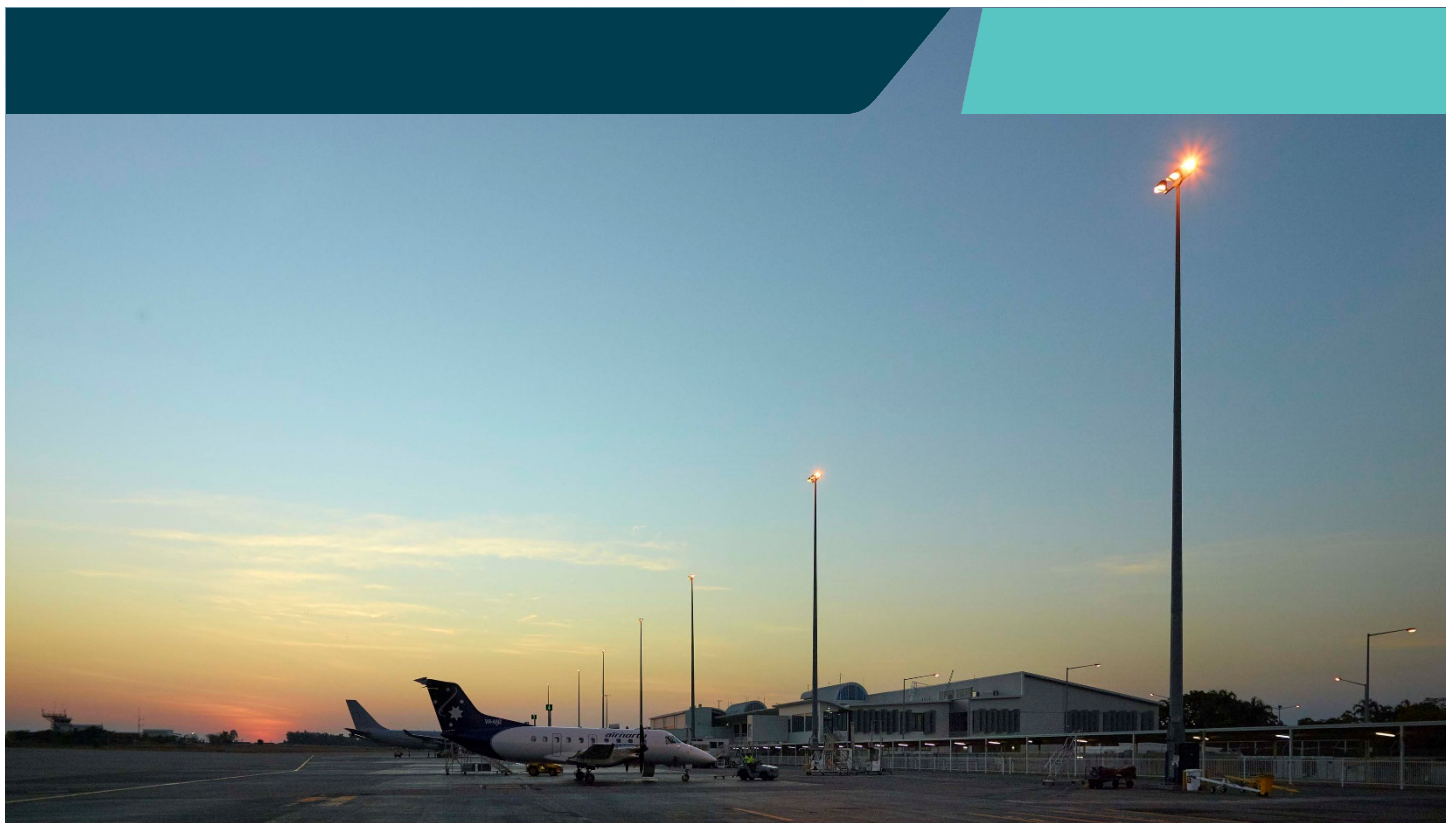




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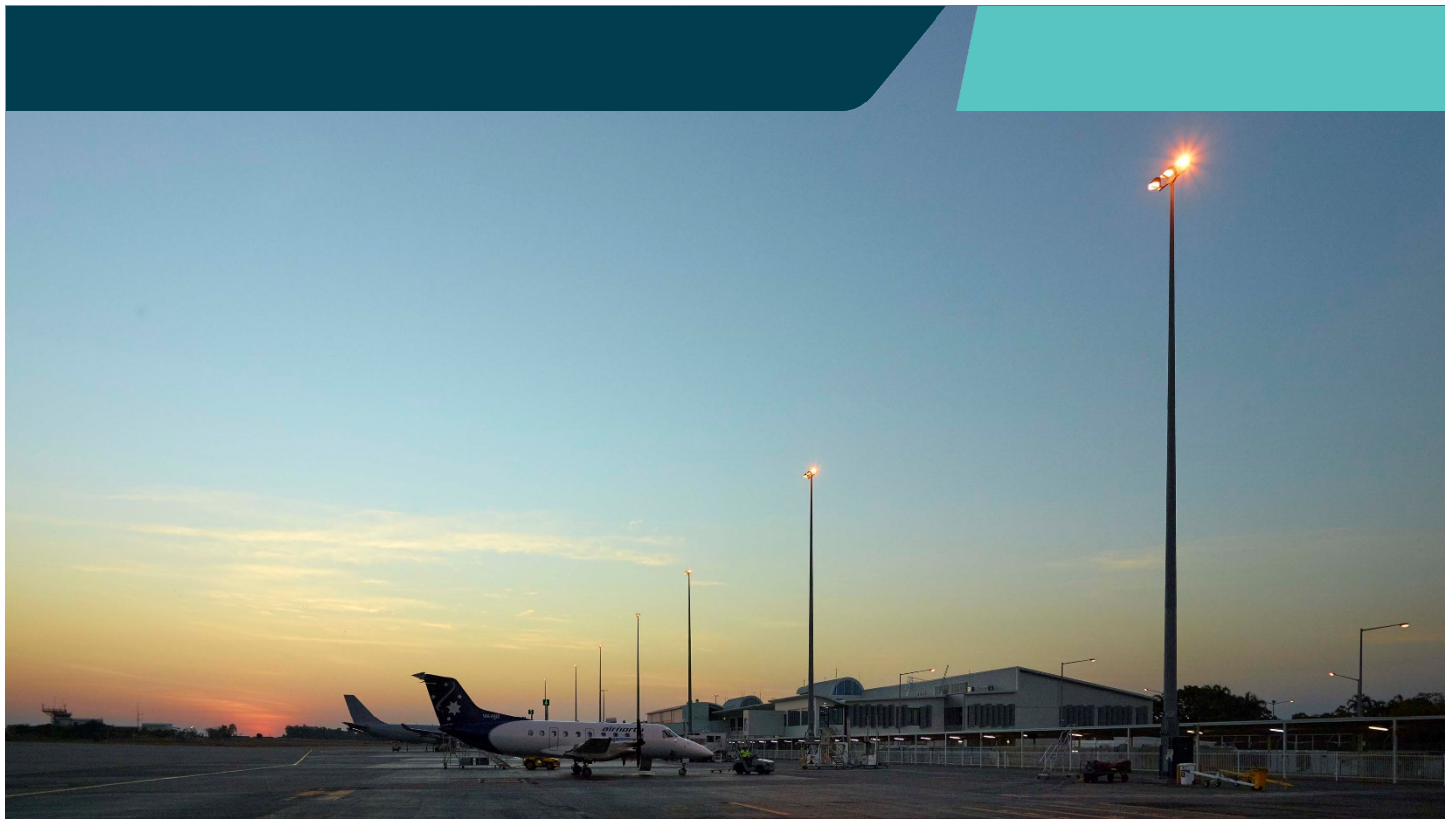
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Appendix E – Operations Protocol Document & ADG / DIA Organisation Chart





Airport Development Group - Organisation chart

