



Saturday, 5 May 2018

Mr Justin Martyn
Director
Utilities Commission of the Northern Territory
Level 11, Charles Darwin Centre
19 The Mall
Darwin NT 0800

Dear Justin,

Subject: Application for a Licence to Carry on Operations in the Northern Territory Electricity Supply Industry

Pursuant to the *Electricity Reform Act*, *Electricity Reform (Administration) Regulations*, *Utilities Commission Act*, *Electricity Networks (Third Party Access) Act* and *Electricity Networks (Third Party Access) Code*, Batchelor Solar Farm Pty Ltd ("Batchelor Solar Farm") hereby applies to the Utilities Commission of the Northern Territory to be granted an electricity generation licence for the purpose of carrying on operations in the Northern Territory.

Batchelor Solar Farm requests the licence to be issued with an effective issue date of 1st June 2018 and is applying for the licence to be issued with no specific term.

Batchelor Solar Farm notes the views of the Utilities Commission of the Northern Territory (the "Commission") with regard to adopting a non-prescriptive form for licence applications. We can confirm that the detailed information contained in the **attached Application for a Licence to Carry on Operations in the Northern Territory Electricity Supply Industry** is provided based upon the specific information requirements set out in the current version of the Utilities Commission's Licencing Manual, including the following major subject areas (amongst others):

- Legal Identity;
- Contact Details;
- Licence Type;
- Licensee Details;
- Nature of Industry Participation;
- Technical Capacity; and
- Financial Viability.

As discussed, we also note that we have reviewed the information contained in the current version of the Licence Fees Schedule and request that an invoice for the application fee be sent to Batchelor Solar Farm Pty Ltd.

Rimfire Projects Pty Ltd

ABN 76 157 740 317

Level 1, 48-50 Smith Street, Darwin, NT, 0800 GPO Box 1782, Darwin, NT, 0801
enquiries@rimfireenergy.com.au

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Batchelor Solar Farm is pleased to submit this licence application and we look forward to the opportunity of further meetings with the Commission to discuss this application in greater detail at an appropriate time if required. Should the Commission have any questions or require any further information in order to positively assess Batchelor Solar Farm suitability to be granted the licence for which it has applied and to determine the specifications of the licence conditions to apply, please notify us accordingly.

Regards

Michael Allen

Managing Director
Batchelor Solar Farm Pty Ltd

Application for a Licence to Carry on Operations in the Northern Territory Electricity Supply Industry

Information Area	Application Requirements per the Licencing Manual	Responses from Batchelor Solar Farm
Legal Identity	Applications should provide: <ul style="list-style-type: none"> the full legal name of the applicant the ACN the registration jurisdiction 	Batchelor Solar Farm provides the following details regarding its legal identity: <ul style="list-style-type: none"> Company name Batchelor Solar Farm Pty Ltd ACN 625 359 159 State of Incorporation The Certificate of Registration attached at Appendix B confirms that the company is registered in the State of Queensland.
Contact Details	Applications should provide: <ul style="list-style-type: none"> the name and title of a nominated contact officer their telephone, facsimile and/or e-mail details a postal address a street address 	Batchelor Solar Farm provides the following details regarding its nominated contact officer: <ul style="list-style-type: none"> Contact Michael Allen Managing Director Batchelor Solar Farm Pty Ltd Telephone (08) 8943 0650 Physical Address Level 1, 48-50 Smith Street, Darwin, NT, 0800 Postal Address GPO Box 1782, Darwin, NT, 0801
Licence Type	The applicant must state: <ul style="list-style-type: none"> the type of licence they are seeking the proposed date (if any) which the applicant seeks to have the licence issued by details of the facilities and the area concerned (as applicable) in which the licence activities are to be carried on the term (in years) for which they wish the licence to be granted 	Batchelor Solar Farm provides the following details regarding its proposed licence type: <ul style="list-style-type: none"> Licence Type Batchelor Solar Farm is applying for an electricity generation licence. Proposed Issue Date Batchelor Solar Farm requests the licence be issued with an effective date of 1st June 2018. Geographic Area Batchelor Solar Farm is applying for the electricity generation licence for the 10MW Batchelor solar generation facility located in Batchelor, NT and connected to the electricity network of Darwin-Katherine. Details of Facilities Batchelor Solar Farm is applying for the electricity generation licence in order to: <ol style="list-style-type: none"> 1) Construct, own and operate a 10MW solar photovoltaic power generation facility on the Darwin-Katherine electricity network, in order to produce electricity.

		<p>The above listed activity is for the purpose of making available to sell the electricity to other electricity entities holding a retail licence or a generation licence.</p> <p>The Batchelor Solar Farm facility ordinarily used to carry on operations as an electricity generating business, including capital infrastructure and associated systems for operational management, safety management, electricity generation and electricity dispatch.</p> <p>A project description is attached herewith at Appendix Q.</p> <ul style="list-style-type: none"> • Term Batchelor Solar Farm is applying for the generation licence to be issued for an indefinite term.
Licensee Details	<p>The applicant must show that:</p> <ul style="list-style-type: none"> • they are a resident in Australia and have the capacity to be sued in their own name in an Australian Court • they are not under external administration • they have a financial situation commensurate with their potential financial exposure <p>The applicant should include a copy of the applicant's Certificate of Registration of the company.</p> <p>If the applicant is a wholly owned subsidiary of another company, or one of a group of related companies, summary information about the parent company and the ownership structure of the related companies should be provided.</p> <p>The directors, senior management and major shareholders of an applicant should be made known to the Commission.</p>	<p>Batchelor Solar Farm provides the following details regarding its status as a proposed licensee:</p> <ul style="list-style-type: none"> • Residency Status & Certificate of Registration A current copy of the ASIC company extract is attached herewith at Appendix A and shows that Batchelor Solar Farm and its directors are resident in Australia. Additionally, a copy of the Certificate of Registration of Batchelor Solar Farm Pty Ltd is attached herewith at Appendix B and confirms Batchelor Solar Farm is an Australian company. • Administration or Bankruptcy Status The ASIC company extract attached herewith at Appendix A shows that Batchelor Solar Farm Pty Ltd is not under administration. • Financial Situation Status Batchelor Solar Farm Pty Ltd enjoys a financial situation that is commensurate with its potential financial exposure and its directors reasonably believe that the company will be able to meet its obligations in the market as and when they become due. Further details are provided below at the information area titled Financial Viability and as attached herewith at Appendix J. • Corporate Structure & Shareholding Batchelor Solar Farm Pty Ltd is a member of a wholly owned group of related entities, with Batchelor Solar Farm Pty Ltd being a wholly owned subsidiary of Venture Downs Pty Ltd trading as Rimfire Group. An annotated corporate structure diagram is attached herewith at Appendix C, including ownership, history and business descriptions. • Directors & Executive Management Batchelor Solar Farm Pty Ltd has appointed Michael Joseph Allen as Managing Director, and Kim Adam Howlett as executive manager of the company. Further details regarding the directors

		<p>and executive manager are provided below at the information area titled Technical Capacity.</p> <ul style="list-style-type: none"> • Other Matters <ul style="list-style-type: none"> ○ The directors confirm that there has been no enforcement actions or enforceable undertakings taken against the directors over the past 10 years. ○ The directors confirm that there have been no previously revoked licences held by the directors in any industry, nor any failed licence applications in any industry. ○ The directors confirm that there have been no past or present administrative or legal actions in relation to an authorisation or licence in any industry. ○ The directors confirm that they have no unspent criminal convictions.
Nature of Industry Participation	<p>The applicant should:</p> <ul style="list-style-type: none"> • provide general information about its existing activities, both within and outside the electricity industry; • summarise the reasons why the applicant intends to participate in the Northern Territory electricity industry and the broad nature of that participation; • explain how the granting of a licence would be consistent with those requirements. • The objectives of the Utilities Commission Act ("UCA"), as set out in section 6(2), are stated to be: <ul style="list-style-type: none"> (a) to promote competitive and fair market conduct; (b) to prevent misuse of monopoly or market power; (c) to facilitate entry into relevant markets; (d) to promote economic efficiency; (e) to ensure consumers benefit from competition and efficiency; (f) to protect the interests of consumers with respect to reliability and quality of services and supply in regulated industries; (g) to facilitate maintenance of the financial viability of regulated industries; and 	<p>Batchelor Solar Farm provides the following details regarding the nature of its industry participation:</p> <ul style="list-style-type: none"> • Existing Activities <p>Batchelor Solar Farm is a newly established business and has limited existing operational activities within the electricity generation industry. The business is, however, part of the Rimfire Group which includes other closely related entities such as Rimfire Energy who currently operates an electricity retail business in the Northern Territory, and Rimfire Projects who currently operates a solar generation system design and construct business also in the Northern Territory.</p> • Proposed NT Participation <p>Batchelor Solar Farm intends to participate in the Northern Territory electricity industry and operate under an electricity generation licence where it will self-generate electricity in order to sell the electricity to other electricity entities holding a retail licence or a generation licence.</p> <p>The reason for Batchelor Solar Farm's interest in participation in the Territory, as described above, is to provide competition in the NT electricity supply industry.</p> • Alignment with Legislative Objectives <p><u>Facilitate Market Entry</u></p> <p>The granting of a licence to Batchelor Solar Farm to carry on operations in the NT electricity supply industry will permit a new entrant electricity generator to enter the market and allow it to begin competing in contestable electricity generation.</p> <p>This is consistent with the objectives stated in s.6(2)(c) of the UCA to facilitate entry into the NT electricity supply industry.</p>

	<p>(h) to ensure an appropriate rate of return on government assets.</p> <ul style="list-style-type: none"> • The objectives of the Electricity Reform Act ("ERA"), as set out in section 3, are stated to be: <ul style="list-style-type: none"> (a) to promote efficiency and competition in the electricity supply industry; (b) to promote the safe and efficient generation, transmission, distribution and selling of electricity; (c) to establish and enforce proper standards of safety, reliability and quality in the electricity supply industry; (d) to establish and enforce proper safety and technical standards for electrical installations; (e) to facilitate the maintenance of a financially viable electricity supply industry; and (f) to protect the interests of consumers of electricity. 	<p><u>Promote Competition & Efficiency</u></p> <p>As a competing generator selling electricity to retailers or other generators, Batchelor Solar Farm will need to demonstrate competitive pricing relative to other sources of generated electricity.</p> <p>This represents a significant improvement in the status quo regarding generation competition and efficiency within the NT electricity supply industry, and therefore helps to maximise the potential benefits to end-use consumers arising from the deregulated electricity markets in the Territory.</p> <p>As such, the granting of a licence to Batchelor Solar Farm is consistent with the objectives stated in s.6(2)(a), (d) and (e) of the UCA, and s.3(a) of the ERA, to promote competition, efficiency and fair market conduct in the NT electricity supply industry.</p> <p><u>Monopoly Powers & Consumer Interests</u></p> <p>Given that the government owned generator, Territory Generation, is the current dominant generator in the NT electricity supply industry, there is currently little opportunity for natural competitive forces to drive efficient economic outcomes and put natural constraints around monopolistic market powers. While the Commission has instituted a range of regulated mechanisms, including wholesale and retail price monitoring and oversight, active competition by way of a competing generator would substantially improve the ability for natural constraints to develop.</p> <p>As such, the granting of a licence to Batchelor Solar Farm is consistent with the objectives stated in s.6(2)(b) of the UCA, and s.3(f) of the ERA, to prevent misuse of monopoly and market power in the NT electricity supply industry and protect the interest of consumers of electricity.</p> <p><u>Reliability & Quality of Supply</u></p> <p>As Batchelor Solar Farm may in the first instance be contracting with IPPs for them to generate and distribute electricity under PPAs, such generation and distribution would be carried out in accordance with the relevant current requirements for those generation installations (including various safety and technical codes). The establishment of any new generation facilities will also be carried out in accordance with the relevant Australian Standards and requirements for such generation installations.</p> <p>As such, the granting of a licence to Batchelor Solar Farm is consistent with the objectives stated in s.6(2)(f) of the UCA, and s.3(b) and (c) of the ERA, to ensure the reliability and quality of electricity supply in the NT electricity supply industry.</p>
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Technical Capacity	<p>Applicants must show that they have the technical capacity to comply with the likely conditions of the licence and any associated codes and guidelines published at the time.</p> <p>In order to demonstrate technical capacity to the Commission, applicants should provide:</p> <ul style="list-style-type: none"> • details of their experience in and knowledge of the electricity industry; • a summary of the skills and experience of the directors and senior managers, and their relevance to meeting the requirements of the licence; • evidence that the applicant has the capacity to comply with the licence conditions, codes and guidelines relevant to its application; • 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 	<p>Batchelor Solar Farm provides the following details regarding its technical capacity:</p> <ul style="list-style-type: none"> • Management Skills & Experience <u>Michael Allen – Managing Director</u> Michael brings more than 25 years of experience to Batchelor Solar Farm, including founding and developing the Rimfire Group into the largest non-government electricity retailer operating in the NT and delivering significant savings to electricity consumers in the NT. Michael is also a former Executive General Manager Finance & CFO for ERM Power during its period of rapid growth when it was the fastest growing electricity retailer and the number one developer of new generation capacity in Australia. In addition to his C level role in a vertically integrated electricity retailer/generator/developer, Michael was directly responsible for raising more than \$1 billion in senior & mezzanine project, corporate and equity finance. He established the internal finance function at ERM Power, including leading the financing for the developers to fund its new generation development projects and as otherwise required to facilitate corporate expansion, including finance to grow its newly established electricity retail subsidiary into one of Australia's largest commercial and industrial electricity retailers. <p>Prior to this, Michael held a variety of senior positions representing energy companies, developers and banks across energy, resources</p>

	<p>summary of this other entity's experience in and knowledge of the electricity industry, and technical capacity to meet the relevant requirements of the licence.</p>	<p>and industry. This includes 8 years based in the Asia region covering projects in 11 countries in Asia, Oceania, Europe & the Americas, including power projects in Australia, China, Thailand, and Indonesia.</p> <p>A copy of Michael's resume is attached herewith at Appendix D.</p> <p><u>Kim Howlett – General Manager - Development</u> Kim brings more than 20 years of experience to Batchelor Solar Farm, including as the former Regional Manager Northern Region (QLD, NT, PNG, SI) for Energy Power Systems Australia which is the Caterpillar Power Systems dealer for Australia, Papua New Guinea and the Solomon Islands. EPSA sells and rents Caterpillar engines and also designs, engineers and commissions a range of turnkey power generation systems and applications. As Regional Manager, Kim had responsibility for management of multi-disciplinary teams providing sales, engineering and project management operations across energy markets in the Northern region. Key projects that Kim has had responsibility for include the design and commissioning of a 10MWe diesel fired power generation facility in the Northern Territory in 2013 on a brown field mine site; and the design, installation and commissioning of a 6.5MWe greenfield power generation facility in Papua New Guinea in 2014. Scope included negotiating the connection with the network, government and council approvals, overseeing design and construction of the power station from the fuel meter to the network connection.</p> <p>Prior to this, Kim held a variety of senior positions within the extended Caterpillar enterprise with responsibilities ranging from project development, product management, sales and marketing, renewable energy, logistics and operations across energy, resources and heavy industry.</p> <p>A copy of Kim's resume is attached herewith at Appendix E.</p> <p><u>Chris Thomson – General Manager - Renewables</u> Chris brings more than 26 years of power generation experience, most recently as Operations Director of Infinity Power where he managed a workforce of more than 90 staff and was responsible for renewable energy system design, procurement, installation and commissioning of a combined total of 35MW of installed solar systems across Australia. Prior to this Chris was Regional Energy Manager of BOC Gases Australia, and had responsibility for management of a power purchasing portfolio in excess of AU\$40M per annum, management of all Power Purchase Agreements and Wholesale Power supply negotiations with various utilities across Australia. Also within this role, Chris had</p>
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		<p>management, compliance, safety and accounting, including robust corporate policies, processes and systems. These matters are elaborated upon below.</p> <p><u>Business Planning</u> Batchelor Solar Farm has undertaken a comprehensive investigation of the opportunities presented in the NT electricity supply industry. Based on these investigations, detailed critical analysis has been performed resulting in the development of a detailed business plan and associated financial model that supports the case for Batchelor Solar Farm to enter the NT electricity supply industry.</p> <p>Further details of Batchelor Solar Farm's business plans are attached herewith at Appendix J regarding the company's financial viability and a copy of the business plan is also attached herewith at Appendix L.</p> <p><u>Legal & Regulatory Matters</u> Batchelor Solar Farm has engaged an expert external commercial lawyer to provide specific advice regarding legal and regulatory matters.</p> <p>Batchelor Solar Farm's legal advisors are a highly respected and experienced specialist electricity industry legal firm comprised of lawyers with prior experience in the NT electricity supply industry and familiarity with its regulatory framework. Their engagement includes advising on the Territory regulatory framework and compliance obligations, together with advising on the proposed commercial agreements, amongst other things.</p> <p>Copies of biographies of Batchelor Solar Farm's legal advisors are attached herewith at Appendix H and Appendix I.</p> <p><u>Corporate Governance</u> Batchelor Solar Farm has developed a comprehensive Corporate Policy Handbook to direct and govern the manner in which business is to be undertaken by the company and its employees and representatives.</p> <p>The various policies contained in the Corporate Policy Handbook cover all generally recognised policy areas that would apply in a private company corporate environment, including policies for delegations, business conduct, human resources, risk management, compliance, operations, sales and trading.</p> <p>A copy of the Corporate Policy Handbook is attached herewith at Appendix M.</p>
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		<p><u>Risk & Compliance</u></p> <p>Batchelor Solar Farm has policies and procedures in place regarding work health & safety risk, enterprise risk, market risk, credit risk and compliance management. In addition to its overarching Compliance Policy, the company also has a specific Work Health Safety & Environment Policy and Management Plan that operates at a more detailed level in relation to the areas of project design, construction and operations contracting.</p> <p>The business has also implemented an integrated risk and compliance management system that is compliant with relevant standards on risk management and compliance. The system, called Risk Manager from Incom Pty Ltd, operates as both the enterprise risk register and as the compliance management system where it will be used to record, track and monitor compliance, including reminders when compliance activities are due.</p> <p>Copies of these risk and compliance policies are included in the Corporate Policy Handbook attached herewith at Appendix M and Appendix N; and the Work Health Safety & Environmental Management Manual is attached herewith at Appendix O. Rimfire Group has adopted a continuous improvement philosophy to WHSE Management and Policy development, and engages a NT based specialist WHSE consultant details of which are contained in Appendix P.</p> <p><u>Accounting & Finance</u></p> <p>Batchelor Solar Farm has adopted the successfully implemented accounting system utilised by the retail electricity entity of the group Rimfire Energy and integrates all aspects of the accounting and reporting process, including an integrated CRM system.</p> <p>The company's Finance & Operations Manager oversees the accounting, finance and reporting aspects of the business. Additionally, the company has engaged an external accounting firm to provide advisory services, primarily on taxation matters.</p> <p><u>IT Systems</u></p> <p>Batchelor Solar Farm has implemented an advanced technology IT platform utilising local servers, and will be moving to state-of-the-art hosted, virtual data-centres. The hosted data servers include multiple levels of redundancy, with daily data backups and automatic real-time failover to a fully replicated redundant datacentre.</p> <p>Based on Batchelor Solar Farm's knowledge of the operations of the NT industry and with the assistance of expert operational resources who</p>
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		<p>are highly experienced in developing the required electricity generation operations systems solutions, it is the intention of Batchelor Solar Farm to develop and build the necessary operational systems internally.</p> <p>This includes systems solutions for storing contract and operational data, electricity export meter data management, and generation forecasting, as well as performing generation billing and settlement calculations. Similar systems are already in operation within Rimfire Energy's retail business operations, it is the intention of Batchelor Solar Farm to further develop and build new operational systems internally as necessary.</p> <p><u>Technical Resources</u> In addition to the deep industry experience of the management group, Batchelor Solar Farm management has identified and engaged a number of highly experienced electricity industry resources to assist in the variety of operational activities required to design, construct and operate an efficient and effective electricity generation business. The company has engaged the necessary resources during the various stages of greenfield power generation facilities development, being feasibility, design & construct, operation & maintenance.</p> <p>More information on these technical resources is attached herewith at Appendix R.</p> <ul style="list-style-type: none"> • Outsourced Services Other than engaging with specialist consultants and advisors, as mentioned above, Batchelor Solar Farm does not intend to outsource any of its core operational functions, however where such operational functions are most efficiently provided by external expert service providers, the company anticipates investigation of engagement of such service providers as necessary.
Financial Viability	<p>The financial resources available to the applicant should be addressed in appropriate detail. Audited financial reports for at least three years should be provided in the first instance. The requirement for audited reports is waived in the case of newly incorporated bodies, but equivalent information should be provided in relation to the other corporations in the applicant's group.</p> <p>For applicants for retail licences, the Commission will require documentary evidence that the applicant has the necessary financial capability to discharge</p>	<p>Batchelor Solar Farm provides the following details regarding its financial viability:</p> <ul style="list-style-type: none"> • Business Planning As mentioned above, Batchelor Solar Farm has undertaken a comprehensive investigation of the opportunities presented in the NT electricity supply industry. Based on these investigations, critical analysis has been performed resulting in the development of a detailed business plan and associated financial model that supports the case for Batchelor Solar Farm to enter the NT electricity supply industry. <p>Further details of Batchelor Solar Farm's business plans are attached herewith at Appendix J regarding financial viability and a copy of the business plan is also attached herewith at Appendix L.</p>

	<p>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, including:</p> <ul style="list-style-type: none"> • an investment grade credit rating for long-term unsecured counterparty obligations; • evidence that 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). <p>In addition, the applicant should provide evidence that they have access to financial resources sufficient to meet the (reasonably expected) standing costs of such arrangements for a period of at least two years.</p>	<ul style="list-style-type: none"> • Financial Statements Batchelor Solar Farm is a recently incorporated entity that has been established specifically for the purpose of entering the NT electricity supply market to commence electricity generating and contracting operations. Consequently, the company does not have audited financial statements. However, Batchelor Solar Farm' parent has been operating as within the NT electricity retailing market since 2014. While Batchelor Solar Farm intends to prepare separate financial statements for the company on a stand-alone basis, as a small private company there is presently no obligation or intention to have the financial statements audited. • Financial Viability Detailed information regarding Batchelor Solar Farm' financial viability is attached herewith at Appendix J.
Cross-Ownership and Ring-Fencing	<p>Applicants should outline:</p> <ul style="list-style-type: none"> • the basis on which services and resources will be transacted between relevant operating areas of the applicant, or the applicant and other related entities; • in the case of applicants that are wholly owned subsidiaries, proposed audit arrangements for the applicant and whether separate reports for the licensed entity and its parent are to be prepared and made publicly available; • other guidelines or standards relating to financial separation, ring-fencing, and separate audit arrangements, which the applicant intends to follow. 	<p>Batchelor Solar Farm provides the following details regarding cross-ownership and ring-fencing:</p> <ul style="list-style-type: none"> • Shared Resources & Services Batchelor Solar Farm intends to share resources and/or services with Rimfire Energy. • Financial Statement Preparation Batchelor Solar Farm intends to prepare separate financial statements for the company on a stand-alone basis. As a small private company there is presently no obligation or intention to have the financial statements audited.
Licence Conditions	<p>Where the applicant is seeking particular licence conditions, the nature and reasons for seeking these conditions should be explained.</p>	<p>Batchelor Solar Farm provides the following details regarding licence conditions:</p> <ul style="list-style-type: none"> • Batchelor Solar Farm has considered the "Terms Likely to Appear in a Generation Licence" as set out in Appendix A of the Licensing Manual and is ready to consider these and any other conditions the Commission may also seek to impose.

Exemptions	Where an applicant seeks any regulatory exemptions or modifications, the nature and reasons for seeking these exemptions or modifications should be explained.	<p>Batchelor Solar Farm provides the following details regarding exemptions:</p> <ul style="list-style-type: none"> • Batchelor Solar Farm is not seeking any regulatory exemptions or modifications.
Commercially Sensitive Information	Where the applicant considers information contained in an application to be commercially sensitive, the applicant should clearly identify such information and the reason they regard it as commercially sensitive.	<p>Batchelor Solar Farm considers the information contained in the following appendices to be commercially sensitive and/or private information and requests that this information be treated as confidential and not made publicly available:</p> <ul style="list-style-type: none"> • Appendix C: Corporate Structure Batchelor Solar Farm Pty Ltd and its related entities are part of a privately owned group. • Appendix D: Resume of Michael Allen Michael's resume contains personal details and other information that is considered to be private information. • Appendix E: Resume of Kim Howlett Kim's resume contains personal details and other information that is considered to be private information. • Appendix F: Resume of Chris Thomson Chris's resume contains personal details and other information that is considered to be private information. • Appendix G: Resume of Alex Choy Alex's resume contains personal details and other information that is considered to be private information. • Appendix H and I: Biographies of Legal Counsel The Biography of Legal Counsel contains information that is considered to be private information. • Appendix J: Financial Viability Statement The information contained in the financial viability statement includes details of Batchelor Solar Farm's business plans, customer strategies and prospective capital strategies, all of which are commercially sensitive. • Appendix K: Management Financial Statements Batchelor Solar Farm is a private company. • Appendix L: Business Plan Batchelor Solar Farm's Business Plan is confidential information. • Appendix M: Corporate Policy Handbook The corporate policy handbook contains confidential internal policy documents.

		<ul style="list-style-type: none"> • Appendix N: Enterprise Risk Management Procedures The Enterprise Risk Management Procedures document is confidential information. • Appendix O: Workplace Health Safety & Environmental Management Manual The Workplace Health Safety & Environmental Management Manual document is confidential information. • Appendix P: Workplace Health Safety & Environmental Management Consultant The biography of the Workplace Health Safety & Environmental Management consultant is confidential information. • Appendix Q: Project Description • Appendix R: Technical Resources
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Appendix A: ASIC Company Extract

ASIC Data Received Report																	
<u>Corporation Details</u> <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> Code Name A.C.N. Type Class Review Date Extract Creation Date </div> <div style="width: 70%;"> BATCHPL BATCHELOR SOLAR FARM PTY LTD 625 359 159 Proprietary - Other Limited By Shares 03 / 04 / 19 17 / 04 / 18 </div> </div>																	
<div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> Current Status Date of Registration Incorporated in Start date for current name </div> <div style="width: 70%;"> Registered 03 / 04 / 18 QLD 03 / 04 / 18 </div> </div>																	
<u>Registered Address</u> <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"></div> <div style="width: 70%;"> PERRIER RYAN BUSINESS ADVISORS LEVEL 1 30 LISBURN STREET EAST BRISBANE 4169 QLD </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 5px;"> <div style="width: 30%;"> Effective from </div> <div style="width: 70%;"> 03 / 04 / 18 </div> </div>																	
<u>Business Address</u> <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"></div> <div style="width: 70%;"> LEVEL 1 48-50 SMITH STREET DARWIN 0800 NT </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 5px;"> <div style="width: 30%;"> Effective from </div> <div style="width: 70%;"> 04 / 04 / 18 </div> </div>																	
<u>No Ultimate Holding Company</u>																	
<u>Officeholders</u> MICHAEL JOSEPH ALLEN 138 EAST POINT ROAD FANNIE BAY 0820 NT Born 21 / 08 / 67 at BRISBANE, QLD DIR appointed 03 / 04 / 18 SEC appointed 03 / 04 / 18																	
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Share</th> <th style="text-align: left;">Description</th> <th style="text-align: center;">Total Number Issued</th> <th style="text-align: center;">Total Amount Paid</th> <th style="text-align: center;">Total Amount Due</th> <th style="text-align: center;">Number of unissued shares subject to options</th> </tr> </thead> <tbody> <tr> <td>ORD</td> <td>ORDINARY SHARES</td> <td style="text-align: center;">1</td> <td style="text-align: center;">1.00</td> <td style="text-align: center;">0.00</td> <td style="text-align: center;">0</td> </tr> </tbody> </table>						Share	Description	Total Number Issued	Total Amount Paid	Total Amount Due	Number of unissued shares subject to options	ORD	ORDINARY SHARES	1	1.00	0.00	0
Share	Description	Total Number Issued	Total Amount Paid	Total Amount Due	Number of unissued shares subject to options												
ORD	ORDINARY SHARES	1	1.00	0.00	0												

ASIC Data Received Report

Shareholders

Member Details	Share Class	Number Held	Fully Paid?	Beneficial Owner?
BATCHELOR SOLAR FARM HOLDING PTY LTD LEVEL 1 48-50 SMITH STREET DARWIN 0800 NT ACN 625 509 471	ORD	1	Y	Y

No Current Charges

Document Details

Form number	Document Number	Date of Lodgement	Date Processed	Effective Date
201	5E5650491	03 / 04 / 18	03 / 04 / 18	03 / 04 / 18
484	6E5760538	12 / 04 / 18	12 / 04 / 18	04 / 04 / 18
484	6E5760583	12 / 04 / 18	12 / 04 / 18	11 / 04 / 18

Appendix B: Certificate of Registration

Certificate of Registration of a Company

This is to certify that

BATCHELOR SOLAR FARM PTY LTD

Australian Company Number 625 359 159

is a registered company under the Corporations Act 2001 and
is taken to be registered in Queensland.

The company **is limited by shares.**

The company is a **proprietary** company.

The day of commencement of registration is
the third day of April 2018.



ASIC

Australian Securities & Investments Commission

CERTIFICATE

Issued by the
Australian Securities and Investments Commission
on this third day of April, 2018.



James Shipton
Chair