

26 November 2014



Executive Officer
Utilities Commission of Northern Territory
Level 9, 38 Cavenagh St
Darwin NT 0800

Building 17
2404 Logan Road
PO Box 4046
Eight Mile Plains Qld 4113
Australia
Main Tel 61 7 3275 5555
Main Fax 61 7 3341 5150

By email: utilities.commission@nt.gov.au

Dear Executive Officer

EDL NGD (NT) Pty Ltd
Application for Electricity Retail Licence

EDL NGD (NT) Pty Ltd wishes to apply for a Northern Territory electricity Retail Licence.

EDL NGD (NT) Pty Ltd is applying for a Retail Licence for the purposes of trading and selling electricity to customers within the contestable electricity market in the Northern Territory.

EDL NGD (NT) Pty Ltd is targeting the sale of electricity to retail customers in early 2015.

In accordance with the application requirements outlined in the Utilities Commission Licensing Manual – Electricity Operations in the Northern Territory (January 2007), please find attached the following:

- A. General particulars
- B. Licensee Details
- C. Nature of Industry Participation
- D. Technical Capacity
- E. Financial Viability
- F. Other
 - i) Cross Ownership and Ring Fencing
 - ii) Licence Conditions
 - iii) Exemptions
 - iv) Commercially Sensitive Information

Fees

The Retail Licence application fees will be deposited into the Utilities Commission bank account via direct deposit following the receipt of the invoice.

The Annual Licence Fee invoices should be addressed to:

Accounts Payable
EDL NGD (NT) Pty Ltd
PO Box 4046
Eight Mile Plains
Brisbane, Queensland, 4113

Notice of Licence Decision

Notices should be directed to:

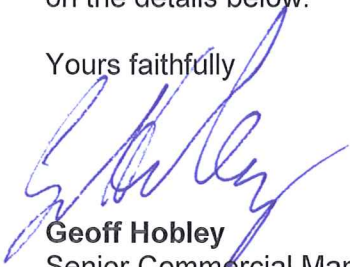


Geoff Hobley
Senior Commercial Manager, Energy Developments
Level 9, 14-16 Victoria Avenue
Perth, Western Australia, 6000

EDL NGD (NT) Pty Ltd is pleased to submit this licence application and looks forward to working with the Utilities Commission in the future.

Should you have any questions or wish to discuss this application further, please contact me on the details below.

Yours faithfully



Geoff Hobley
Senior Commercial Manager, Energy Developments
Phone: +61 8 9365 4911, Mobile: + 61 400 528 586, Email: geoff.hobley@edl.com.au
14-16 Victoria Avenue, Perth 6000



Information Area	Application Requirements per the Licencing Manual	Response from EDL NGD (NT)
A1. Legal Identity	Applications should provide: <ul style="list-style-type: none"> the full legal name of the applicant the ABN / ACN the registration jurisdiction 	<ul style="list-style-type: none"> EDL NGD (NT) Pty Ltd (formerly McArthur River Power Pty Ltd) ("the Company") ABN: 28 065 496 577 / ACN: 065 496 577 Certificate of Registration in Appendix A confirms registration in the Australian Capital Territory
A2. 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 	Geoff Hobley Senior Commercial Manager Remote Energy Energy Developments M: +61 400 528 586 P: +61 8 9365 4911 E: geoff.hobley@edl.com.au Level 9, 14-16 Victoria Avenue Perth, Western Australia, 6000 PO Box 3560 East Perth, 6892
A3. 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 	Type of Licence <ul style="list-style-type: none"> Electricity Retail Licence for the purposes of selling electricity to the contestable customer market connected to the Darwin-Katherine electricity network in the Northern Territory Proposed Date of Issue <ul style="list-style-type: none"> The Retail Licence is requested as soon as practicable Facilities – Pine Creek Generation <ul style="list-style-type: none"> Energy Developments intends to supply its retail customers with generation obtained from its Pine Creek power station. Details of this facility are contained within Energy Developments' separate Generation Licence application. Area in Which Licence Activities will be Undertaken

		<ul style="list-style-type: none"> The area will include electricity customers within the Northern Territory including the grid connection network regions of Darwin-Katherine region, Tennant Creek and Alice Springs <p>Licence Term</p> <ul style="list-style-type: none"> The Retail Licence is requested for an indefinite period
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Information Area	Application Requirements per the Licencing Manual	Response from EDL NGD (NT)
B. Licensee Details	<p>The applicant must show that:</p> <ul style="list-style-type: none"> • they are a resident in Australia • 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>Residency and Capacity to be Sued</p> <ul style="list-style-type: none"> • Confirmed in ASIC Company Extract attached in Appendix B <p>External Administration</p> <ul style="list-style-type: none"> • No, confirmed in ASIC Company Extract attached in Appendix B <p>Group Structure – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p> <p>Financial Situation – Deed of Cross Guarantee – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p> <p>Financial Situation Group Market Capitalisation and Earnings – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p> <p>Certificate of Registration</p> <ul style="list-style-type: none"> • Attached in Appendix A <p>Ownership – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p> <p>Energy Developments Directors / Management</p> <ul style="list-style-type: none"> • Mr Rob Koczkar (Chairman, Non Exec. Director) • Mr Greg Pritchard (Managing Director, CEO) • Mr Tony Duthie (Non Exec. Director) • Mr David Grayce (Non Exec. Director) • Mr Philip Kapp (Non Exec. Director) • Mr Greg Martin (Non Exec. Director)

		<ul style="list-style-type: none"> • Mr Gerard Dover (CFO) • Mr Glen Marshall (Company Secretary) <p>Energy Developments Shareholders</p> <ul style="list-style-type: none"> • Page 90 of the EDL 2014 Annual Report details a list of the top 20 shareholders as at 25 September 2014. The annual report can be found at: http://www.energydevelopments.com.au/_dbase_upl/2014.10.13%20EDL%20Annual%20Report%202014%20final.pdf <p>Other Matters</p> <ul style="list-style-type: none"> • The Directors confirm there have been no breaches of statutory or legal obligations by any of the Directors or Senior Management • 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
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Information Area	Application Requirements per the Licencing Manual	Response from EDL NGD (NT)
C. 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; to ensure an 	<p>Existing Activities</p> <ul style="list-style-type: none"> • Energy Developments is engaged in the development, ownership and operation of remote power generation, low greenhouse gas emission power generation and renewable energy solutions in Australia • Energy Developments currently manages a portfolio of over 900 MW of grid connected and remote power generation facilities, across 84 facilities in Australia, the United States and Europe • The Company has successfully operated the Pine Creek power station (commissioned: 1989), the McArthur River power station on behalf of Glencore (commissioned: 1995) and the Yulara Compressed Natural Gas virtual pipeline project on behalf of Power and Water Corporation (commissioned: 2006), all of which are located in the Northern Territory <p>Proposed NT Participation – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)’s Retail Licence application</i></p> <p>Consistency with Section 6(2) of Utilities Commission Act (UCA) and Section 3 of Electricity Reform Act – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)’s Retail Licence application</i></p>

	appropriate rate of return on government assets	
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Information Area	Application Requirements per the Licencing Manual	Response from EDL NGD (NT)
D. 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. 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 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>Experience</p> <ul style="list-style-type: none"> • Energy Developments' core business is: <ul style="list-style-type: none"> ○ Generation of electricity and sale direct to customers including major miners and utilities in Queensland, New South Wales, Victoria, South Australia, Western Australia and the Northern Territory; ○ Generation of electricity into the NEM spot market in Queensland, New South Wales, Victoria and South Australia ○ Provision of end-to-end generation solutions including Liquefied Natural Gas (LNG) and Compressed Natural Gas (CNG) compression and transportation in Western Australia the Northern Territory ○ Generation and sale of environmental credits in international, national and state based schemes ○ Ongoing management of landfill gas fields in New South Wales, Victoria and South Australia • Energy Developments has been operating in the power generation sector for over 25 years and has available to it the business skills, knowledge, personnel, systems and ability to operate within the electricity sector in all mainland states of Australia • A key focus for Energy Developments is the sale of electricity directly to customers in remote areas outside of the NEM. An extension of this strategy is for Energy Developments to develop its retailing capability, building on its existing business that is undertaken under the following licences: <ul style="list-style-type: none"> ○ EDL Retail Pty Ltd has a National Electricity Retail Licence ○ EDL Retail Pty Ltd has a Queensland Electricity Retail Licence ○ EDL Pilbara Pty Ltd has a Western Australian Retail licence

		<ul style="list-style-type: none"> ○ EDL currently has a Special Licence (Independent Power Producer) in the Northern Territory • Expanding Energy Developments' retailing capability to new markets including the Northern Territory will ensure that it adapts to changing market conditions and remains competitive in an increasingly dynamic market, whilst also providing customers with increased choice and flexibility for electricity supply <p>Directors and Senior Management Experience</p> <p><i>Gregory Pritchard (Managing Director, ASIC Officer) MAppFin, BCom, FCA</i> Greg Pritchard is an experienced corporate executive whose previous positions include Chief Financial Officer of QCT Resources Limited and QNI Limited. He has held various senior positions at KPMG and Wardley James Capel in Australia, the United Kingdom and continental Europe. Greg was promoted to the position of Managing Director in December 2007, having previously been the Company's Finance Director. Greg has extensive industry knowledge, with more than 25 years extensive experience working in the Australian commodities, mining and energy sectors. Greg has previously held prominent energy board positions on the National Generators Forum and the Clean Energy Council</p> <p><i>Greg Martin (Non-Executive Director) BEc, LLB, FAIM, MAICD</i> Greg Martin has a wealth of experience in the Australian energy sector, having previously spent 25 years working with The Australian Gas Light Company (AGL) holding senior roles in Australia and overseas including as the company's Managing Director and Chief Executive Officer over a 5-year period. Greg is a non-executive director of Santos Limited and the Australian Energy Market Operator (AEMO), the Managing Director of Murchison Metals Limited, and is the Chairman of Grant Samuel Infrastructure Partners and the New South Wales Royal Botanic Gardens and Domain Trust. He is a former Chairman of the Energy Supply Association of Australia</p>
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		<p>Limited (ESAA), former Chairman of NGC Holdings Limited, former director of Everest Financial Group Limited, former director of Empresa de Gas de la V region S.A. (Chile), and former Chief Executive of Challenger Infrastructure, part of the Challenger Financial Services Group</p> <p><i>Gerard Dover (Chief Financial Officer) BSc (hons), ACA, MCT, GAICD</i></p> <p>Gerard Dover joined EDL in February 2012 and has over 20 years finance experience in the energy, manufacturing and professional services sector in Australia, the UK and Europe. Prior to EDL, Gerard was the CFO of Infigen Energy (formerly Babcock & Brown Power), an ASX listed wind business with approximately \$4 billion of assets. In this role Gerard led the business through a long period of sustained growth including execution of over 2,000 MW of wind farm investments with a total spend of \$3.5 billion and including 15 acquisitions and multiple debt and equity raisings of over \$3 billion</p> <p><i>Glen Marshall (Company Secretary) Bus (Acc), LLB, LLM</i></p> <p>Glen has worked for the Company as Legal Counsel since 2003 and was appointed Company Secretary in January 2008. Glen has previously worked at various legal firms in Australia and overseas, covering a broad range of corporate, commercial and project work in various sectors</p> <p><i>Tim Sprey (Manager Corporate and Commercial Affairs) LLB, BComm</i></p> <p>Tim Sprey joined EDL in 2008 as Legal Counsel and in 2009, transferred to a commercial role managing corporate and regulatory affairs. Recently Tim was promoted into a Commercial Manager role providing a coordinated approach to commercial management within EDL. Prior to working with EDL, Tim held various legal and corporate affairs roles providing advice to a broad cross section of industries including engineering, construction, insurance and retail</p>
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		<p><i>Geoff Hobley (Senior Commercial Manager) MBA</i> Geoff Hobley joined EDL in 2012 and is responsible for managing Remote Energy business commercial team. Prior to working with EDL, Geoff held various roles working in Western Australian and national energy markets for Alinta, including Manager Wholesale, Manager Sales and Executive General Manager Alinta Pty Ltd (Gas and Electricity retail business in WA)</p> <p>Capacity to Comply with Licence Conditions, Codes and Guidelines</p> <ul style="list-style-type: none"> • Energy Developments has established electricity retail licences since 2012. These include a National Electricity Retail Licence approved by the Australian Energy Regulator and a Queensland Electricity Retail Licence approved by the Queensland Department of Energy and Water Supply • Energy Developments has been operating in the Northern Territory since 1989 and has long term established relationships with Power and Water Corporation and Territory Generation as the current contract counterparty for the Pine Creek power station electricity • Energy Developments has established business processes and procedures for all key corporate areas, such as governance, risk management, compliance and accounting, including robust corporate policies, processes and systems to enable it to successfully operate within the Northern Territory retail electricity market • Energy Developments recognises the following significant obligations arising from the Network Technical Code, the System Control Technical Code and the Retail Supply Code: <ul style="list-style-type: none"> ○ Network Access Agreement. EDL has lodged an application for a Network Access Agreement with PWC Networks. ○ Standby Power Agreement. Energy Developments intends to negotiate a Standby Power Agreement with Territory Generation.
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		<ul style="list-style-type: none"> ○ Requirement to have arrangements in place for generation or the supply of electricity sold to customers. Generation for Energy Developments' retail customers will be supplied by the Pine Creek power station. ○ Requirement to balance customer demand and supplied generation. EDL intends to negotiate with Territory Generation to establish a contractual mechanism to manage the difference between customer demand and supplied generation. ○ Technical requirements, including compliance with GEOPs. Energy Developments has been operating the Pine Creek power station for over twenty years, in accordance with all technical requirements of the Network Operator. ○ Prudential requirements. EDL is aware of the prudential requirements of the Electricity Retail Supply Code and will establish appropriate credit support arrangements with PWC Networks as part of its Network Access negotiations. <p>Other Entities – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p> <p>Billing and Settlement</p> <ul style="list-style-type: none"> • EDL Group Operations has established and proven billing and settlement processes and procedures for existing customers which will be adopted for retail customers acquired in the Northern Territory <p>Meter Data Agent</p> <ul style="list-style-type: none"> • These services will be contracted on a per customer basis, the Company will utilise the services of qualified meter data agent/s that are already active in the Northern Territory
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Information Area	Application Requirements per the Licencing Manual	Response from EDL NGD (NT)
E. 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 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</p>	<p>Audited Financial Reports for last 3 years</p> <ul style="list-style-type: none"> • As Energy Developments is listed on the ASX and its financial reports are all publically available: http://www.energydevelopments.com.au/01_cms/details.asp?ID=26 Energy Developments' annual reports, including financial reports, for the last 14 years are currently available • Referenced in Appendix E and separately attached <p>Financial Capability to Discharge Obligations – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p> <p>Access to Financial Resources – CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p>

	resources sufficient to meet the (reasonably expected) standing costs of such arrangements for a period of at least two years.	
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Information Area	Application Requirements per the Licencing Manual	Response from EDL NGD (NT)
F (i). 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 arrangement for the for the applicant and whether separate reports for the licensed entity and its parent are to be prepared and made publically available; other guidelines or standards relating to financial separation, ringfencing, and separate audit arrangements, which the applicant intends to follow 	<p>CONFIDENTIAL <i>Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application</i></p>
F (ii). Licence Conditions	Where the applicant is seeking particular licence conditions, the nature and reasons for seeking these conditions should be explained	<ul style="list-style-type: none"> The Company is not requesting any variation to the standard licence conditions
F (iii). Exemptions	Where an applicant seeks any regulatory exemptions or modifications, the nature and reasons for seeking these exemptions or modifications should be explained	<ul style="list-style-type: none"> The Company is not seeking any regulatory exemptions or modifications
F (iv). 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	<ul style="list-style-type: none"> B. Licensee Details: Group Structure – CONFIDENTIAL is confidential as the Energy Developments Group and subsidiary details are not publically disclosed B. Licensee Details: Financial Situation – Deed of Cross Guarantee – CONFIDENTIAL is confidential as the Energy Developments Group and subsidiary details are not publically disclosed B. Licensee Details: Financial Situation Group Market Capitalisation and Earnings – CONFIDENTIAL is confidential

		<p>as the Energy Developments Group and subsidiary details are not publically disclosed</p> <ul style="list-style-type: none"> • B Licensee Details: Ownership – CONFIDENTIAL is confidential as the Energy Developments Group and subsidiary details are not publically disclosed • C. Nature of the Industry: Proposed NT Participation – CONFIDENTIAL is commercially sensitive as it potentially provides Energy Developments' competitors an understanding of the Company's strategy for the Northern Territory electricity market • C. Nature of the Industry: Consistency with Section 6(2) of Utilities Commission Act (UCA) and Section 3 of Electricity Reform Act – CONFIDENTIAL is commercially sensitive as it potentially provides Energy Developments' competitors an understanding of the Company's strategy for the Northern Territory electricity market • D. Technical Capability: Other Entities – CONFIDENTIAL is commercially sensitive as it potentially provides the Company's competitors a greater understanding of Energy Developments' cost base • E. Financial Viability: Financial Capability to Discharge Obligations – CONFIDENTIAL is commercially sensitive as this outlines the scale of the Company's proposed retailing activities, providing competitors an understanding of the Company's commercial strategy and internally imposed limits on total retail contract capacity • E. Financial Viability: Access to Financial Resources – CONFIDENTIAL is commercially sensitive as this outlines Energy Developments' available cash and credit • Appendix C: Deed of Cross Guarantee – CONFIDENTIAL is confidential • F. Cross-Ownership and Ring-Fencing – CONFIDENTIAL is confidential as the Energy Developments Group and subsidiary details are not publically disclosed
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		<ul style="list-style-type: none"> • Appendix C: Deed of Cross Guarantee – CONFIDENTIAL is confidential • Appendix D: Energy Developments Corporate Structure – CONFIDENTIAL is confidential as the Energy Developments Group and subsidiary details are not publically disclosed
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Appendix A – Certificate of Incorporation

EDL GROUP OPERATIONS PTY LTD
PO BOX 535
RICHLANDS DC QLD 4077

Company Information and General Information

Certificate of Registration on Change of Name

This is to certify that

MCARTUUR RIVER POWER PTY LTD

Australian Company Number 065 496 577

did on the twenty-eighth day of November 2003 change its name to

EDL NGD (NT) PTY LTD

Australian Company Number 065 496 577

The company is a proprietary company.

The company is limited by shares.

The company is registered under the Corporations Act 2001 and is taken to be registered in the Australian Capital Territory and the date of commencement of registration is the first day of July, 1994.

Issued by the
Australian Securities and Investments Commission
on this twenty-eighth day of November, 2003.



David Kuott
Chairman



CERTIFICATE



Form **204**

ENERGY DEVELOPMENTS LIMITED
P.O. BOX 2190
MELBOURNE VIC 3181

Form 204, 8/2000, 25/01/01, 1/01/02

Certificate of Registration of a Company

Corporations Law Sub-section 121(1)

This is to certify that

MCARTHUR RIVER POWER PTY LTD

Australian Company Number 065 496 577

is a registered company under Division 1 of Part 2.2 of the
Corporations Law of the Australian Capital Territory and because
of its registration it is an incorporated company.

The company is **limited** by shares.

The company is a **proprietary** company.

The day of commencement of registration is
the first day of July 1994.



AUSTRALIAN
SECURITIES
COMMISSION

CERTIFICATE



Given under the seal of the
Australian Securities Commission
on this first day of July, 1994.

Alan Cameron

Alan Cameron
Chairman

Appendix B – ASIC Company Search



Order number: 24797051
Your Reference: Chris Male
30/10/14 11:16

EDL NGD (NT) PTY LTD 065 496 577

ASIC - Current & Historical Extract - EDL NGD (NT) PTY LTD ACN: 065 496 577

This extract contains information derived from the Australian Securities and Investment Commission's (ASIC) database under section 1274A of the Corporations Act 2001.
Please advise ASIC of any error or omission which you may identify.

IDENTIFICATION

ACN: 065 496 577
ABN: 28 065 496 577
Current Company Name: EDL NGD (NT) PTY LTD
Registered in: Australian Capital Territory
Place of Registration:
Registration Date: 01/07/1994
Previous State Number:
Governance Type:
Review Date: 30/08/2015

CURRENT COMPANY DETAILS

Name: EDL NGD (NT) PTY LTD
Period from: 28/11/2003
Name Start: 28/11/2003
Status: REGISTERED
Type: AUSTRALIAN PROPRIETARY COMPANY
Class: LIMITED BY SHARES
Subclass: PROPRIETARY COMPANY
Disclosing Entity: N

Doc# 019 079 703

FORMER COMPANY DETAILS

Name: MCARTHUR RIVER POWER PTY LTD
Period from: 01/07/1994 to 27/11/2003
Name Start: 01/07/1994
Status: REGISTERED
Type: AUSTRALIAN PROPRIETARY COMPANY
Class: LIMITED BY SHARES
Subclass: PROPRIETARY COMPANY
Disclosing Entity: N

Doc# 007 675 678

CURRENT COMPANY ADDRESS

Address Type: Registered Office
Address: BUILDING UNIT 17
2404 LOGAN ROAD
EIGHT MILE PLAINS QLD 4113
Period from: 08/11/2004

Doc# 020 854 241

Address Type: Principal Place of Business
Address: BUILDING UNIT 17
2404 LOGAN ROAD
EIGHT MILE PLAINS QLD 4113
Period from: 18/10/2004

Doc# 020 854 241

FORMER COMPANY ADDRESS

Address Type: Registered Office
Address: 848 BOUNDARY ROAD
RICHLANDS QLD 4077
Period from: 03/05/2002 to 07/11/2004

Doc# 017 755 965

Address Type: Registered Office
Address: LEVEL 2

Doc# 013 439 756

199 TOORAK ROAD
SOUTH YARRA VIC 3141

Period from: 25/11/1997 to 02/05/2002

Address Type: Registered Office

Doc# 007 675 678

Address: LEVEL 1
450 CHAPEL STREET
SOUTH YARRA VIC 3141

Period from: 01/07/1994 to 24/11/1997

Address Type: Principal Place of Business

Doc# 017 755 965

Address: 848 BOUNDARY ROAD
RICHLANDS QLD 4077

Period from: 26/04/2002 to 17/10/2004

Address Type: Principal Place of Business

Doc# 065496571 ((AR 1998))

Address: LEVEL 2
199 TOORAK ROAD
SOUTH YARRA VIC 3141

Period from: 24/11/1997 to 25/04/2002

Address Type: Principal Place of Business

Doc# 06549657Z ((AR 1995))

Address: LEVEL 1
450 CHAPEL STREET
SOUTH YARRA VIC 3141

Period from: 21/12/1995 to 23/11/1997

Address Type: Principal Place of Business

Doc# 007 675 678

Address: LEVEL 1
450 CHAPEL STREET
SOUTH YARRA VIC 3141

Period from: 22/06/1994 to 20/12/1995

CURRENT COMPANY OFFICERS

Role: Director

Doc# 7E2817164

Name: PRITCHARD, GREGORY JAMES

Address: 'LOT 5'
20 TURNER AVENUE
NEW FARM QLD 4005

Date of Birth: 18/06/1962

Place of Birth: BEECHWORTH VIC

Appointment Date: 24/07/2001

Cease Date:

Role: Secretary

Doc# 7E5193136

Name: MARSHALL, GLEN ELLIOTT

Address: 33 RAFF AVENUE
HOLLAND PARK QLD 4121

Date of Birth: 04/12/1970

Place of Birth: CAIRNS QLD

Appointment Date: 30/01/2008

Cease Date:

Role: Appointed Auditor

Doc# 022 466 791 ((FR 2005))

Name: ERNST & YOUNG

Number: 024 870 595

Address: 'G WATERFRONT PL'
1 EAGLE STREET
BRISBANE QLD 4000

Appointment Date: 18/10/2002

Cease Date:

Role: Ultimate Holding Company

Doc# 06549657Z ((AR 1995))

Name: ENERGY DEVELOPMENTS LIMITED

ACN: 053 410 263

Address:

Appointment Date:

Cease Date:

FORMER COMPANY OFFICERS

Role: Director

Doc# 7E1423860

Name: MURRAY, CHRISTOPHER ROSS

Address: 14 REGENCY PLACE
KENMORE HILLS QLD 4069

Date of Birth: 24/06/1963

Place of Birth: SYDNEY NSW

Appointment Date: 14/12/2007

Cease Date: 20/12/2012

Role: Director

Doc# 7E0498610

Name: LAURIE, CHRISTOPHER STEPHEN

Address: 30 CAROLINA STREET
CLEVELAND QLD 4163

Date of Birth: 16/08/1950

Place of Birth: CHRISTCHURCH NEW ZEALAND

Appointment Date: 28/01/2003

Cease Date: 14/12/2007

Role: Director

Doc# 012 315 678

Name: WHITEMAN, PAUL ANTHONY

Address: 9 CASCADE CLOSE
RIVERHILLS QLD 4074

Date of Birth: 16/02/1948

Place of Birth: LONDON UNITED KINGDOM

Appointment Date: 01/07/1994

Cease Date: 30/01/2003

Role: Director

Doc# 013 974 052

Name: PAHOR, WALTER PHILIP

Address: 55 NEW STREET
BRIGHTON VIC 3186

Date of Birth: 31/03/1955

Place of Birth: MELBOURNE VIC

Appointment Date: 01/07/1994

Cease Date: 16/07/2001

Role: Director

Doc# 012 755 264

Name: EDWARDS, RICHARD CHARLES

Address: 55 NICHOLSON STREET
SOUTH YARRA VIC 3141

Date of Birth: 22/07/1959

Place of Birth: MARYBOROUGH VIC

Appointment Date: 21/02/1996

Cease Date: 13/09/1999

Role: Secretary

Doc# 7E1335087

Name: BURKE, BROOK ADRIAN

Address: 21 DORINDA STREET
GREENSLOPES QLD 4120

Date of Birth: 20/10/1972

Place of Birth: TOOWOOMBA QLD

Appointment Date: 17/10/2007

Cease Date: 30/01/2008

Role: Secretary	Doc# 020 800 938
Name: PRITCHARD, GREGORY JAMES	
Address: UNIT 46 135 MACQUARIE STREET NEW FARM QLD 4005	
Date of Birth: 18/06/1962	
Place of Birth: BEECHWORTH VIC	
Appointment Date: 14/05/2004	
Cease Date: 17/10/2007	
Role: Secretary	Doc# 018 533 150
Name: STEELE, JAYNE ELIZABETH	
Address: 15 BEESTON STREET NEW FARM QLD 4005	
Date of Birth: 14/12/1964	
Place of Birth: BRISBANE QLD	
Appointment Date: 27/09/2002	
Cease Date: 14/05/2004	
Role: Secretary	Doc# 017 983 639
Name: BYRNE, REDMOND VINCENT	
Address: QUEST TARINGA UNIT 11 2 WAVERLEY ROAD TARINGA QLD 4068	
Date of Birth: 17/11/1940	
Place of Birth: TOOWOOMBA QLD	
Appointment Date: 26/04/2002	
Cease Date: 27/09/2002	
Role: Secretary	Doc# 011 690 412
Name: BUCKLEY, JANENE LEANNE	
Address: 56 DICKENS STREET ELWOOD VIC 3184	
Date of Birth: 15/06/1967	
Place of Birth: BRISBANE QLD	
Appointment Date: 13/08/2001	
Cease Date: 26/04/2002	
Role: Secretary	Doc# 013 974 052
Name: BYRNE, REDMOND VINCENT	
Address: UNIT 3 1 ERICA AVENUE GLEN IRIS VIC 3146	
Date of Birth: 17/11/1940	
Place of Birth: TOOWOOMBA QLD	
Appointment Date: 09/12/1994	
Cease Date: 31/08/2001	
Role: Secretary	Doc# 008 108 251
Name: GOGGIN, EVELYN	
Address: 54 LANDCOX STREET BRIGHTON EAST VIC 3187	
Date of Birth: 16/04/1966	
Place of Birth: BUNDABERG QLD	
Appointment Date: 01/07/1994	
Cease Date: 31/01/1996	
Role: Appointed Auditor	Doc# 06549657Z ((AR 1995))
Name: ARTHUR ANDERSON	
Address: LEVEL 31	

12 CREEK STREET
BRISBANE QLD 4000

Appointment Date: 02/07/1994

Cease Date: 27/05/2002

CURRENT SHARE CAPITAL

Class: ORD ORDINARY SHARES

Doc# 06549657Z ((AR 1995))

Number of Issued "Shares" : 2

Amount Paid: \$2.00

Amount Due: \$0.00

Note: For each class of shares issued by a proprietary company, ASIC records the details of the 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 twenty members. This may, but does not necessarily mean, that they have ceased to be a member of the company.

CURRENT(SHAREHOLDERS/MEMBER)

Class: ORD

Doc# 020 854 241

Number of Shares Held: 2

Beneficially Owned: Y

Fully Paid: Y

Name: EDL HOLDINGS (AUSTRALIA) PTY LTD

ACN: 058 224 481

Address: BUILDING UNIT 17
2404 LOGAN ROAD
EIGHT MILE PLAINS QLD 4113

Joint Holding: N

FORMER(SHAREHOLDERS/MEMBER)

Class: ORD

Doc# 06549657I ((AR 1998))

Number of Shares Held: 2

Beneficially Owned: Y

Fully Paid: Y

Name: EDL LNG (WA) PTY LTD

ACN: 064 437 789

Address: LEVEL 2
199 TOORAK ROAD
SOUTH YARRA VIC 3141

Joint Holding: N

DOCUMENTS RELATING TO EXTERNAL ADMINISTRATION AND/OR APPOINTMENT OF CONTROLLER

Note: This extract may not list all documents relating to this status. State and Territory records should be searched.

No record

SATISFIED CHARGES

Note: On January 30, 2012 the Personal Property Securities Register (PPS Register) has commenced. The details of current charges will only be available from the PPS Register and the details of satisfied charges (as at 30th January 2012) can be obtained from ASIC. Further information can be obtained from www.ppsr.gov.au.

ASIC Charge Number:

Status: Satisfied

Date/Time Registered: 08/08/1994 01/01/1970

Type: Both Fixed & Floating

Date Created: 05/08/1994

Charge Name: ANZ CAPEL COURT LIMITED

Document Type: 312 NOTIFICATION OF 312A DISCHARGE

Doc# 008 289 614

Date Received: 12/12/1994

ASIC Charge Number:

Status: Satisfied

Date/Time Registered: 08/09/1994 01/01/1970

Type: Both Fixed & Floating

Date Created: 07/09/1994

Charge Name: ANZ CAPEL COURT LIMITED

Document Type: 312 NOTIFICATION OF 312A DISCHARGE

Doc# 018 821 712

Date Received: 12/01/2004

ASIC Charge Number:

Status: Satisfied

Date/Time Registered: 07/01/2004 01/01/1970

Type: Both Fixed & Floating

Date Created: 22/12/2003

Chargee Name: NATIONAL AUSTRALIA BANK LIMITED

Document Type: 312 NOTIFICATION OF 312A DISCHARGE

Doc# 027 189 313

Date Received: 22/07/2011

ASIC Charge Number:

Status: Satisfied

Date/Time Registered: 07/01/2004 01/01/1970

Type: Both Fixed & Floating

Date Created: 22/12/2003

Chargee Name: NATIONAL AUSTRALIA BANK LIMITED

Document Type: 312 NOTIFICATION OF 312A DISCHARGE

Doc# 027 189 312

Date Received: 22/07/2011

ASIC DOCUMENTS (except charges)

Notes:

- A date or address shown as UNKNOWN has not been updated since the ASIC to over the records in 1991.
- Data from Documents with no Date Processed are not included in the Extract.
- Documents with "" pages have not yet been imaged and are not available via DOCIMAGE. Imaging takes approximately 2 weeks from date of lodgement.
- Documents already listed under charges are not repeated here.

Form Type	Date Received	Date Processed	Effective Date	Pages	Doc No
484 Change to Company Details Change Officeholder Name Or Address	03/05/2013	03/05/2013	03/05/2013	2	7E5193136
484 Change to Company Details Appointment or Cessation of A Company Officeholder	21/12/2012	21/12/2012	21/12/2012	2	7E4932773
312 Notification of Discharge	22/07/2011	25/07/2011	22/07/2011	2	027 189 313
312 Notification of Discharge	22/07/2011	25/07/2011	22/07/2011	2	027 189 312
309 Notification of Details of a Charge	13/07/2011	14/07/2011	08/07/2011	55	027 658 501
484 Change to Company Details Change Officeholder Name Or Address	08/04/2010	08/04/2010	08/04/2010	2	7E2817164
389 Annual Notice By Wholly-Owned Entity Annual Notice By Wholly-Owned Entity - Companies	16/09/2008	22/09/2008	16/09/2008	3	024 882 309
484 Change to Company Details Appointment or Cessation of A Company Officeholder	18/02/2008	18/02/2008	18/02/2008	2	7E1483931
484 Change to Company Details Appointment or Cessation of A Company Officeholder	04/01/2008	04/01/2008	04/01/2008	2	7E1423860
484 Change to Company Details Appointment or Cessation of A Company Officeholder	25/10/2007	25/10/2007	25/10/2007	2	7E1335087
351 Deed Relating to Class Order	25/07/2007	30/07/2007	25/07/2007	30	023 749 905
388 Financial Report Financial Report - Large Proprietary Company That Is Not a Disclosing Entity	31/10/2006	29/11/2006	30/06/2006	21	023 393 861 ((FR 2006))
484 Change to Company Details Change Officeholder Name Or Address	03/01/2006	03/02/2006	03/01/2006	2	020 800 938
388 Financial Report Company - Appoint Change Name/address of Auditor Financial Report - Large Proprietary Company That Is Not A Disclosing Entity	31/10/2005	09/11/2005	30/06/2005	18	022 466 791 ((FR 2005))

484	28/09/2005	28/09/2005	28/09/2005	2	7E0498610
	Change to Company Details Change Officeholder Name Or Address				
484	01/11/2004	01/11/2004	01/11/2004	3	020 854 241
	Change to Company Details Change of Registered Address Change of Principal Place of Business (Address) Change Member Name or Address				
909	07/06/2004	07/06/2004	01/06/2004	1	020 307 612
	Notice of Address of Branch Register				
350	24/05/2004	24/05/2004	24/05/2004	1	020 361 624
	CERTIFICATION OF COMPLIANCE WITH STAMP DUTIES LAW BY PROVISIONAL CHARGE Alters 018 821 664				
484	21/05/2004	24/05/2004	21/05/2004	7	020 334 707
	CHANGE TO COMPANY DETAILS APPOINTMENT OR CESSATION OF A COMPANY OFFICEHOLDER				
484	15/01/2004	17/01/2004	19/12/2003	9	019 310 705
	CHANGE TO COMPANY DETAILS CHANGES TO (MEMBERS) SHARE HOLDINGS				
309	07/01/2004	07/01/2004	22/12/2003	22	018 821 684
	NOTIFICATION OF DETAILS OF A CHARGE				
309	07/01/2004	07/01/2004	22/12/2003	19	018 821 664
	NOTIFICATION OF DETAILS OF A CHARGE Altered by 020 361 624				
484	09/12/2003	12/12/2003	03/12/2003	4	019 894 498
	CHANGE TO COMPANY DETAILS CHANGE OF OFFICEHOLDER/MEMBER NAME OR ADDRESS				
205	26/11/2003	28/11/2003	14/11/2003	1	019 079 703
	NOTIFICATION OF RESOLUTION CHANGING COMPANY NAME				
488	13/08/2003	20/08/2003	13/08/2003	5	019 452 137
	APPLICATION TO CHANGE REVIEW DATE OF A COMPANY OR SCHEME SYNCHRONISE REVIEW DATE WITH HOLDING COMPANY - NO FEE				
304	31/01/2003	04/02/2003	28/01/2003	2	018 598 377
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				
316	31/01/2003	22/02/2003	30/01/2003	3	06549657M ((AR 2002))
	ANNUAL RETURN - PROPRIETARY COMPANY				
909	25/10/2002	07/11/2002	21/10/2002	1	018 762 521
	NOTICE OF ADDRESS OF BRANCH REGISTER				
304	04/10/2002	10/10/2002	27/09/2002	2	018 533 150
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				
315	11/06/2002	19/06/2002	27/05/2002	1	018 261 312
	NOTICE OF RESIGNATION OR REMOVAL OF AUDITOR RESIGNATION OF AUDITOR				
203	26/04/2002	01/05/2002	26/04/2002	2	017 755 965
	NOTIFICATION OF CHANGE OF ADDRESS CHANGE OF ADDRESS - PRINCIPAL PLACE OF BUSINESS				
304	26/04/2002	21/05/2002	26/04/2002	2	017 983 639
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				
316	24/12/2001	02/01/2002	14/12/2001	3	06549657L ((AR 2001))
	ANNUAL RETURN - PROPRIETARY COMPANY				
304	05/09/2001	11/09/2001	31/08/2001	2	011 690 412
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				
304	26/07/2001	31/07/2001	16/07/2001	2	017 348 435
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				
316	08/11/2000	10/11/2000	27/10/2000	3	06549657K ((AR 2000))
	ANNUAL RETURN - PROPRIETARY COMPANY				
316	09/11/1999	06/12/1999	04/11/1999	3	06549657J ((AR 1999))
	ANNUAL RETURN - PROPRIETARY COMPANY				
304	27/09/1999	29/09/1999	13/09/1999	2	015 480 634
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				

902	06/11/1998	10/11/1998	01/10/1998	2	014 726 157
	SUPPLEMENTARY DOCUMENT Alters 065 496 571				
316	07/10/1998	05/11/1998	01/10/1998	3	065496571 ((AR 1998))
	ANNUAL RETURN CHANGE TO PRINCIPAL PLACE OF BUSINESS ANNUAL RETURN - PROPRIETARY COMPANY Altered by 014 726 157				
304	09/02/1998	05/03/1998	10/01/1998	2	013 974 052
	NOTIFICATION OF CHANGE OF NAME OR ADDRESS OF OFFICEHOLDER				
203	18/11/1997	25/11/1997	24/11/1997	2	013 439 756
	NOTIFICATION OF CHANGE OF ADDRESS				
316	28/10/1997	30/10/1997	22/10/1997	4	06549657H ((AR 1997))
	ANNUAL RETURN - PROPRIETARY COMPANY				
304	26/03/1997	07/04/1997	18/03/1997	2	012 755 264
	NOTIFICATION OF CHANGE OF NAME OR ADDRESS OF OFFICEHOLDER				
304	14/01/1997	28/01/1997	15/12/1996	2	012 315 678
	NOTIFICATION OF CHANGE OF NAME OR ADDRESS OF OFFICEHOLDER				
316	31/10/1996	05/11/1996	24/10/1996	4	06549657G ((AR 1996))
	ANNUAL RETURN - PROPRIETARY COMPANY				
304	17/04/1996	19/04/1996	04/04/1996	2	010 363 073
	NOTIFICATION OF CHANGE OF NAME OR ADDRESS OF OFFICEHOLDER				
304	05/03/1996	13/03/1996	21/02/1996	3	010 672 243
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				
304	19/02/1996	27/02/1996	31/01/1996	2	010 689 283
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY CHANGE OF NAME OR ADDRESS OF OFFICEHOLDER				
316	28/12/1995	04/01/1996	21/12/1995	15	06549657Z ((AR 1995))
	ANNUAL RETURN - PROPRIETARY COMPANY				
304	31/08/1995	07/09/1995	14/08/1995	2	008 918 034
	NOTIFICATION OF CHANGE OF NAME OR ADDRESS OF OFFICEHOLDER				
909	20/01/1995	13/02/1995	03/07/1994	1	008 932 513
	NOTICE OF ADDRESS OF BRANCH REGISTER				
304	14/12/1994	19/12/1994	12/12/1994	2	008 953 106
	NOTIFICATION OF CHANGE TO OFFICEHOLDERS OF AUSTRALIAN COMPANY				
309	08/09/1994	08/09/1994	07/09/1994	39	007 640 305
	NOTIFICATION OF DETAILS OF A CHARGE				
304	31/08/1994	07/09/1994	28/08/1994	2	008 108 251
	NOTIFICATION OF CHANGE OF NAME OR ADDRESS OF OFFICEHOLDER				
309	08/08/1994	08/08/1994	05/08/1994	47	007 695 595
	NOTIFICATION OF DETAILS OF A CHARGE				
215	14/07/1994	28/07/1994	01/07/1994	1	007 676 243
	NOTIFICATION OF INITIAL APPOINTMENT OF OFFICEHOLDERS				
204	04/07/1994	04/07/1994	04/07/1994	1	007 701 342
	CERTIFICATE OF REGISTRATION DIVISION 1 PT 2.2				
410	01/07/1994	01/07/1994	01/07/1994	1	007 701 176
	APPLICATION FOR RESERVATION OF A NAME OF A NEW AUSTRALIAN COMPANY				
201	22/06/1994	22/06/1994	22/06/1994	3	007 675 678
	APPLICATION FOR REGISTRATION AS A PROPRIETARY COMPANY				

PRE-ASIC DOCUMENTS

No record

ANNUAL RETURNS

Year	Outstanding	Return Due Date	Extended Return Due Date	AGM Due Date	Extended AGM Due Date	AGM Held Date
1995	N	31/01/1996				

1996	N	31/01/1997
1997	N	31/01/1998
1998	N	31/01/1999
1999	N	31/01/2000
2000	N	31/01/2001
2001	N	31/01/2002
2002	N	31/01/2003

FINANCIAL REPORTS

Outstanding	Balance Date	Report Due Date	AGM Due Date	Extended AGM Due Date	AGM Held Date	Doc No
N	30/06/2005	31/10/2005	Unknown	Unknown	Unknown	022 466 791
N	30/06/2006	30/11/2006	Unknown	Unknown	Unknown	023 393 861

FORMER CONTACT ADDRESS FOR ASIC USE ONLY

Note: 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.'

Address Type: Contact address for ASIC use only

Address: EDL OPERATIONS PTY LTD
LEVEL 2
199 TOORAK ROAD
SOUTH YARRA VIC 3141

Period from: 28/06/2003 to 09/10/2003

Appendix C – Deed of Cross Guarantee – CONFIDENTIAL

Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application

Appendix D – EDL Corporate Structure - CONFIDENTIAL

Withheld from this publically available version of EDL NGD (NT)'s Retail Licence application

Appendix E – Audited Financial Statements – Last 3 Years

See separate attachments