

Generation and wholesale licence application form

Purpose of this form

This form must be completed by persons making an application to the Essential Services Commission (the commission) for the issue of a licence to authorise electricity generation and selling (wholesale) electricity in Victoria.

Basis for this form

Section 18 of the Electricity Industry Act 2000 (the Industry Act) provides that an application for the issue of a licence must be made to the Commission in a form approved by the commission. This is the form approved by the commission.

Use of this form and the applicant's responsibilities

An application for a licence may be made by any legal person including, without limitation, individuals, partnerships, incorporated associations, unit and other forms of trusts and corporations. Entities that are not a legal person (for example, an unincorporated joint venture) cannot apply for a licence.

For the purpose of this application form, reference to the term "Officer" include the applicant's directors and secretary, and other persons who make or participate in making decisions that affect a substantial part of the business (e.g. Chief Executive Officer, Chief Financial Officer, General Manager etc.).

The applicant should list the information requested in the spaces provided in this form and enclose additional information when required. The applicant must take all reasonable steps to ensure the information provided in the application form is complete, true and correct. An officer of the applicant is required to make a declaration to the effect (in the application form). Failure to disclose information or misrepresent any matter relevant to such information may result in a licence not being issued or in the revocation of a licence later.

The applicant is responsible for providing the commission with current, accurate and relevant documentation. It is the applicant's responsibility to make all reasonable inquiries to obtain the information requested by this form.

Timely process of the application will be assisted by providing accurate and relevant information and a complete application (answering all questions and providing all information). All applications are assessed on a case-by-case basis. If insufficient information is provided with an application, we will request additional information to be submitted before the application is considered further.

Prior reading

It is essential that the applicant reads our guide to applications for electricity industry and gas industry licences before filling out this form. The guide is available on [our website](#).

Licence conditions

Section 20 of the Industry Act authorises the commission to issue licences subject to conditions as decided by the commission. We strongly recommend the applicant review the standard conditions in our licence template. The applicant must be familiar with the relevant conditions and confident that the applicant can comply with the conditions.

Further information

The applicant should note that the commission may ask for further information, or to clarify the information that the applicant has already provided in the application form.

Consultation and confidentiality

We will consult with relevant government, industry and consumer groups in the conduct of its licensing functions through a public consultation process. Applications and/or supporting information will be made available on our website and in hard copy from our office for this purpose.

If the applicant believes that any information provided is confidential or commercially sensitive, it is the applicant's responsibility to clearly identify this information. The applicant should also provide a 'non-confidential' version of the application form for publication on our website.

How to lodge an application

The applicant may send the completed application form electronically (preferred) or in writing to:

Electronically: licensing@esc.vic.gov.au

In writing: Essential Services Commission
8/570 Bourke Street
Melbourne VIC 3000

Application fees and annual licence fees

The Commission sets the application fees. Currently, there is no application fee.

Holding a licence incurs annual licence fees. The licence fees are determined by the Assistant Treasurer. The Commission will send an invoice for the licence fee to each licensee. Licence fees are to be paid on receipt of an invoice via one of the payment options set out in the invoice.

1. General Information – The Applicant

The applicant must answer all questions in this section.

1.1 Name of applicant

State the full name of the applicant. The applicant is the person who will be generating electricity and/or selling (wholesale) electricity that will be the subject of the licence.

Name: Diapur Wind Farm Pty Ltd

1.2 Legal identity of applicant

Provide the applicant's ABN/ACN and information about the applicant (i.e. whether the applicant is a private limited company, partnership, trust, or joint venture etc.).

ABN: 36 604 213 309

ACN: 604 213 309

Type of entity: Australian proprietary company limited by shares (Attachment 1)

1.3 Contact details and address of the applicant

The Applicant	
Business address:	Level 2, 79-81 Coppin Street, Richmond
State: Victoria	Post code: 3121
Postal address (if different):	As above

State:	Post code:
Full name of contact person: Charlie Perry	
Position title: Project Manager	
Telephone:	Mobile: <input type="text"/>
E-mail: <input type="text"/>	

1.4 Diagram of corporate and organisational structure

Please attach with this application form the corporate or other structure, including details of any related companies within the meaning of the Corporations Act 2001. Please provide a diagram of the:

- a) corporate or other structure (including any parent and related companies within the meaning of the Corporations Act 2001), and
Attachment reference: Attachment 2
- b) organisational chart (including composition of the board, management, and other key personnel responsible for the key functions).
Attachment reference: Attachment 3

1.5 The Licence

The applicant must answer all questions in this section.

If the applicant wants the licence issued by a certain date, provide this date. Please note that we do not undertake to issue the licence by this date. The applicant should usually allow a minimum of 16 weeks to consider an application or from eight to ten weeks **once the application is complete**. An application is considered complete once we have all information we need to take the application to commission for decision. In other words, when we have no need to request further information from the applicant. This includes a public consultation period of four weeks (generally) as part of our consideration of licence applications. This includes a public consultation period of four weeks (generally) as part of our consideration of licence applications.

Provide details on the following:
Date from which licence is sought: 19 April 2021
Type of generation: Wind Farm

Expected name plate capacity: 7.4 MW

Location of generation facility:

266 Diapur Lawloit Road, Nhill, Victoria 3418

Details of how the generator will be connected to the network:

Via a single connection point into Powercor's 22kV network.

2. Technical capacity

The applicant must answer all questions in this section.

2.1 Experience and knowledge of the industry

Please provide information about the human resources available to the applicant. This includes:

- a) The experience and qualifications of those employees outlined in the organisational chart (see 1.4b);
- b) If the applicant will employ contractors or agents to assist with the licensed activities, the name of that contractor or agent, details about the experience of the contractor or agent in such operations and details of the processes in place to ensure the contractor or agent complies with the licence conditions, including relevant regulatory obligations

a) See Attachment 4 for the team's experience and qualifications (Key Personnel CVs).

b) Contractors: Vestas Australian Wind Technology Pty Ltd ("Vestas") is engaged for the long term operation and maintenance of the wind farm. Vestas is contractually obligated to comply with with all

licences and regulatory requirements under the O&M Contract (Attachment 5a & 5b)... Vestas is an international original equipment manufacturer with significant market share in Australia (ISO accredited). It maintains all

of its wind farms in Australia via long term O&M contracts. BayWa r.e. Operation Services Pty Ltd will be engaged to carry out asset management services (capability statement is attached at Attachment 6).

Where the applicant is relying on a third party to provide staff and/or resources to meet the technical capacity requirements of the generation and wholesale licence, please provide:

- c) the experience and qualifications of any relevant key employees who will manage those systems and processes;
- d) If the applicant will engage contractors or agents to assist with the licensed activities, provide the following information

- (i) the name of that contractor or agent
- (ii) the scope of activities undertaken by the contractor or agent
- (iii) details of any formal agreements for the provision of services,
- (iv) details about the experience of the contractor or agent in relation to the activities that it will be undertaking, including any accreditations, and
- (v) details of the processes in place to ensure the contractor or agent complies with the licensee's regulatory obligations.

Vestas (see answer above at item 2.1(b)). Vestas' scope under the O&M agreement is to operate and maintain the wind turbine generators at the facility. Vestas has more than 40 years experience in the wind industry with more than 132 GW of wind power capacity across 83 countries. Vestas

has a portfolio of 113GW under service agreements. Please see more details at Attachment 7.

Vestas is obligated under the terms of the O&M agreement to comply with all Laws and Permits.

This mandate encompasses the requirements of the applicant's obligations under this licence.

Attachment reference:

2.2 Risk management

Provide confirmation and reasonable evidence that the applicant has identified the risks associated with electricity generation and wholesale operations. And that the applicant has established, utilise and rely upon risk management systems and processes which are adequate, accurate and current to address those risks. A copy of the applicant's risk management strategy and confirmation of any accreditation (e.g. AS/NZS ISO 31000:2009) should be provided.

Confirmed - see Attachment 8 for BayWa's established Risk Management Manual.

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Attachment reference:

2.3 Registration with the Australian Energy Market Operator

Please advise if the applicant will apply to register with the Australian Energy Market Operator and provide details of the applicant's registration. If the applicant is not registering with the Australian Energy Market Operator, please provide a reason.

An application for registration has been submitted to AEMO in February 2021 and is currently being processed (see Attachment 9).
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2.4 Licences held in other Australian jurisdictions

If the applicant holds, or have previously held, electricity and/or gas licences in other Australian jurisdictions please provide details. If a licence previously held has been suspended or cancelled, please provide details.

No licence has previously been suspended or cancelled.
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The applicant does not hold any licence in another jurisdiction.
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2.5 Previous unsuccessful licence applications in other Australian jurisdictions

Please state whether the applicant has applied for an electricity or gas licence in another Australian jurisdiction and not been issued with a licence, provide details.

Not applicable.
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2.6 Licences held by associates of the applicant

If an associate (within the meaning of the Corporations Act) holds an electricity or gas licence in Victoria or in other Australian jurisdictions, please provide details.

Yatpool Solar Farm Pty Ltd (an Australian BayWa Group entity) was granted an Electricity Generation and Sale Licence by the Essential Services Commission on 22 May 2019 (see attachment 10).
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[Redacted]

[Redacted]

[Redacted]

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2.7 Compliance management

The applicant is required to submit evidence of compliance management which demonstrates how the compliance systems the applicant has (or will have) in place will ensure compliance with all of the relevant regulatory obligations required by the generation and wholesale licence. A copy of the applicant’s compliance management strategy and confirmation of any accreditation (e.g. AS ISO 19600:2015) should be provided.

BayWa group's policies and procedures will be used for managing regulatory compliance with the licence requirements (see attachment 11a and 11b). These documents include our Corporate Compliance Policy as well as Compliance Management System which considers the requirements of ISO 19600 and ISO 37001.

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Attachment reference:

2.8 Additional information

Provide any additional information the applicant considers relevant to the commission’s assessment of the applicant’s technical capacity

The same management board which controls the Applicant, controls the Yatpool Solar Farm (see response above in item 2.6).

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3. Financial viability

3.1 Financial resources

The applicant must provide a statement that will be made available to the public during the consultation period that the applicant has the financial resources to commence and sustainably perform the relevant licensable activities.

Please provide a statement to confirm that:

- a) the applicant is financially viable and has the financial resources to sustainably operate the electricity generation facilities, and
- b) the applicant will be a registered market participant with the Australian Energy Market Operator for its electricity generation activities, therefore subject to the prudential requirements under the National Electricity Rules.

The Applicant hereby confirms that:

a) it is financially viable and has the financial resources to sustainably operate the electricity generation facilities; and

(b) it will be registered with AEMO as a registered market participant and will therefore be subject to the requirements under the Australian Energy Regulations.

Suitability of applicant to hold a licence

The applicant must answer all questions in this section.

4. Fit and proper person

In deciding whether to grant or refuse a licence application, the commission will consider whether the applicant is a fit and proper person to hold a licence in Victoria.

The concept of a 'fit and proper person' is established by common law and takes its meaning from its context, from the activities in which the person is or will be engaged, and the ends to be served by those activities.

In considering whether an applicant is a fit and proper person, we will have regard to the applicant's honesty, integrity and reputation. These are relevant factors as they can inform an assessment of the likelihood of future conduct.

We will also consider the conduct of directors, office holders or any person with significant managerial duties or influence. We will also consider the conduct of related bodies corporate or entities that can exert control over the applicant.

- a) Have any directors of the applicant, directors of any entity that can exert control over the applicant, or any person with significant managerial responsibility or influence on the applicant:
- (i) been declared bankrupt,
 - (ii) had their affairs placed under administration,
 - (iii) been disqualified from managing a company,
 - (iv) been subject to debt judgements, or
 - (v) insolvency proceedings (including any administration, liquidation or receivership in connection with the affairs of a company)?

If yes, provide details:

No

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b) Has the applicant, any directors of the applicant, directors of any entity that can exert control over the applicant or any person with significant managerial responsibility or influence on the applicant been prosecuted for any offences or had any enforcement action taken under any state, territory, Commonwealth or foreign legislation (including, but limited to, the Competition and Consumer Act 2010 (Cth), Corporations Act 2001 (Cth), or the Australian Securities and Investments Commission Act 2001 (Cth))?

If yes, provide details:

No

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c) Has the applicant, any directors of the applicant, any related body corporate, or any person with significant managerial responsibility or influence on the applicant been involved in any material breaches of obligations regulated by the commission or any other regulator?

If yes, provide details:

No

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d) Has the applicant, any related body corporate or any person with significant managerial responsibility or influence on the applicant, been refused a licence or authorisation, or had restricted, suspended or revoked any such licence?

If yes, provide details:

No

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e) Please provide any other information the applicant considers relevant to the commission's fit and proper person assessment.

The same management board which controls the Applicant (and which was found to be a fit and proper person), controls the Yatpool Solar Farm. (see response above in item 2.6).....

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Additional information

Please answer the following questions and, where the answer to any question is "no", provide further detail.

a) Is the applicant a resident of, or does it have permanent establishment in, Australia?

Yes

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b) Is the applicant under external administration (as defined in the Corporations Act 2001) or under a similar form of administration under any laws applicable to it in any jurisdiction?

No - the applicant is not under external administration, receivership or has liquidators appointed in this jurisdiction or any other.

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c) Is the applicant immune from suit in respect of the obligations under the Electricity Industry Act 2000?

Yes - provided the Governor in Council makes a proclamation, the applicant will act in good faith.

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d) Is the applicant capable of being sued in its own name in a court of Australia?

Yes
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(attach additional pages if necessary)

5. Commission objectives

The applicant must answer all questions in this section.

In deciding whether to grant or refuse a licence application, the commission must consider its objectives under the Electricity Industry Act and/or Gas Industry Act and the Essential Services Commission Act (ESC Act).

Our objective under the Essential Services Commission Act, when performing our functions and exercising our powers, is to promote the long-term interests of Victorian consumers. In seeking to achieve this objective, we must have regard to the price, quality, and reliability of essential services and the matters set out in section 8A to the extent they are relevant.

In seeking to achieve the objectives specified in section 8, the commission must have regard to the matters to the extent that they are relevant in any particular case.

Please provide any information the applicant considers relevant to the commission's consideration of its objectives outlined in:

- Section 8 of the Essential Services Commission Act (also see s 8A of the Essential Services Commission Act),
- Section 10 of the Electricity Industry Act, and/or
- Section 18 of the Gas Industry Act.

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The Applicant has considered the objectives of the Commission in: sections 8 / 8A of the Essential Services Commission Act; and section 10 of the Electricity Industry Act.
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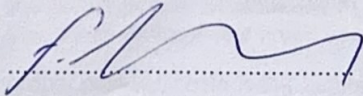
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The Applicant firmly believes that that the Diapur Wind Farm will contribute to the mandate of the Commission. The project forms part of the renewable energy revolution and thereby intrinsically protects the long term interests of all Victorians. The project will provide consumers greater choice (thereby driving down electricity prices), while also reducing greenhouse emissions.
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6. Statutory declaration

I, Fleur Yaxley, of [REDACTED] make the following statutory declaration under the *Oaths and Affirmations Act 2018* (Victoria):

- 1) That I am the director of Diapur Wind Farm Pty Ltd; and
- 2) That the information provided in the attached application to the Essential Services Commission for an electricity retail licence is true and correct to the best of my knowledge and understanding.

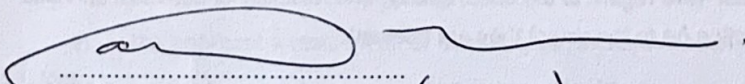
I make this declaration conscientiously believing these matters to be true and knowing that making a statutory declaration that I know to be untrue is an offence.



(signature of person making this statutory declaration in the presence of the authorised statutory declaration witness)

Declared at: 79-81 Coppen Street, Richmond on 19 April 2021

Witness



ARNDT HERRMANN (Solicitor)

(signature of authorised statutory declaration witness)

Date: 19 April 2021

A person authorised under section 30(2) of the *Oaths and Affirmations Act 2018* to witness the signing of a statutory declaration.