



Statement of Compliance

Statement of Compliance for APT Pipelines (NSW) Pty Limited ACN 080 842 360 ("APT Pipelines (NSW)") for the financial year 2012- 2013

APT Pipelines (NSW) Pty Limited - Central West Pipeline

1. Attached is the information sought by the AER Annual Compliance Order dated 7 November 2008 (the Annual Compliance Order). This information is in the format set out in Attachment 1 of the Annual Compliance Order.
2. This information is for the year ending June 30, 2013.
3. The information and documentation provided in compliance with the Annual Compliance Order is accurate and can be relied on to provide a true and fair representation of the Service Provider's operations and ownership of the pipeline and can be relied upon by the AER in the performance or exercise of its functions or powers under the NGL or the NGR.
4. The information and documentation provided in compliance with the Annual Compliance Order is, in its reliance on information and documentation that is prepared, kept or maintained, accurately represented.
5. The information and documentation provided in compliance with the Annual Compliance Order is not false or misleading.
6. The information and documentation provided in compliance with the Annual Compliance Order is complete.
7. The Board of Directors of APT Pipelines (NSW) Pty Limited has approved this report at its meeting on 29 October 2013.

Signed by:

NAME: Michael McCormack

DIRECTOR

DATE:

29/10/13

Matters to be specifically addressed annually by service providers and related providers

AER Annual Compliance Order Report for APT Pipelines (NSW) Pty Limited ACN 080 842 360 for the financial year 2012-2013

Introductory Statement

APT Pipelines (NSW) Pty Limited ("APT Pipelines (NSW)") is not aware of any breach of any of the obligations in the National Gas Law and National Gas Rules other than any that are detailed in this report.

APT Pipelines (NSW) has maintained a compliance program during the relevant period that ensures that:

- (a) appropriate internal procedures have been established and maintained to ensure compliance with the obligations in the National Gas law and National Gas Rules;
- (b) the Board of Directors of APT Pipelines (NSW) is made aware of any breaches of the obligations;
- (c) remedial action is taken as soon as possible to rectify any breaches of the obligations and that completion of this action is reported to the Board of Directors; and
- (d) the compliance program is reviewed regularly and as necessary.

1. General duties for the provision of pipeline services of covered pipeline services by a service provider

1.1 Legal entity

- (a) *Nominate the type of legal entity the service provider is according to the specified kinds of legal entity in section 131 of the NGL.*

APT Pipelines (NSW) Pty Limited ACN 080 842 360 is a legal entity registered under the *Corporations Act 2001* of the Commonwealth.

- (b) *What is the registered business name and ABN of the service provider legal entity providing the covered pipeline service?*

The registered business name of the legal entity providing the covered pipeline service is APT Pipelines (NSW) Pty Limited. The ABN is 37 080 842 360.

- (c) *Provide an outline of the group structure which is controlled by or which the service provider is a part (including identification of the head company, nature of investment or entity, relationship to the service provider and proportion of assets owned/share of investment within the group). This should include any assets (businesses) it owns or that own it. The group structure should include business that are beneficially controlled such as trustee companies, jointly owned or operated business such as partnerships or joint ventures, businesses that are significant investments or controlled. This can also be represented as an organisational chart.*

The service provider is part of the APA Group. An outline of the APA group structure, showing the service provider, is provided in Appendix 1.

1.2 Preventing or hindering access

- (a) *Is the service provider aware of any claims that it has prevented or hindered access to services on the covered pipeline within the terms of section 133 of the NGL?*

The service provider is not aware of any claims it has prevented or hindered access to services on the covered pipeline within the terms of section 133 of the NGL.

1.3 Supply and haulage of natural gas

- (a) *Does a producer supply natural gas through the covered pipeline at a place other than the exit flange of the producer's processing plant?*

One or more of the users on the pipeline may be "producers" as that term is defined in the NGL. It is likely that those persons supply natural gas to other parties either at off-take points on the pipeline or through downstream distribution networks.

1.4 Queuing requirements

- (a) *Has the service provider complied with the queuing requirements of the applicable access arrangement during the year?*

The service provider is a light regulation pipeline and as such has no formal Access Arrangement queuing policy.

1.5 Service provider providing light regulation services must not price discriminate

- (a) *Does the service provider provide light regulation services?*

Yes. Light regulation services are provided on the Central West pipeline.

- (b) *If so, are there any differences in the prices of the provision of those services? Please provide an explanation as to why these price differences exist.*

Consistent with the posted tariffs for the Central West Pipeline, APA offers different tariffs to different shippers based on the length of term of the contract, and size of capacity specified in the contract. This is conducive to efficient service provision.

2. Structural and Operational Separation Requirements (Ring Fencing)

2.1 Carrying on of a related business

- (a) *Provide a list of associates of the service provider that take part in a related business and for each associate describe what the nature of the related business is.*

A related business means the business of producing, purchasing or selling natural gas. APA's business model is based on owning and operating energy infrastructure, and the production, purchase and sale of natural gas is not part of its business model. Where this occurs, it is either incidental to APA's business or a legacy of businesses which have been acquired by APA.

APT Pipelines (NSW)'s sole business is the ownership and operation of the Central West Pipeline. APT Pipelines (NSW) does not produce natural gas and does not purchase or sell natural gas other than for operational purposes.

APT Pipelines (NSW) does not have any Associates which take part in a related business other than the following associates:

- NT Gas Distribution Pty Limited - NT Gas Distribution Pty Limited (100 percent owned by APT Pipelines (NT) Pty Limited) operates as a bundled utility and therefore carries on a related business. The AER has granted a waiver to APT Pipelines (NT) Pty Limited in relation to the provision of services by the marketing staff of APT Pipelines (NT) Pty Limited to NT Gas Distribution Pty Limited;
- APT Facility Management Pty Ltd:
APT Facility Management Pty Ltd buys and sells gas for the purposes of co-generation and natural gas for vehicles. Gas for co-generation is purchased and sold in Queensland at Baillie Henderson Hospital (Toowoomba) and Toowoomba Base Hospital (Toowoomba).

APT Facility Management Pty Ltd also buys gas for natural gas vehicles Western Australia. The gas, once purchased, is compressed and sold as compressed natural gas to the bus operator at various bus depots. The Public Transport Authority of Western Australia is obliged to step in and guarantee any outstanding amounts owed by the bus operator to APA for the gas. It is delivered to the follow bus depots – Morley, Bayswater, East Perth, Fremantle, Southern River, Rockingham, Welshpool, and Karrinyup.

APT Facility Management Pty Ltd bought natural gas in Western Australia and has contracted for a storage service at the Mondarra Gas Storage Facility in order to store this gas prior to its eventual resale. While stored in Mondarra, the gas can be used as additional base/cushion gas. The sale of this gas is expected to occur by August 2014.

- APA Facilities Management Pty Ltd – APA Facilities Management Pty Limited buys and sells gas for the purpose of supplying liquefied natural gas for vehicles and stationary applications (eg replacing diesel for power generation at remote mines) from Dandenong in Victoria. The gas, once purchased, is liquefied by a third party on APA's behalf and then sold by APA Facilities Management Pty Limited as liquefied natural gas to LNG retailers who then deliver the product to their end users or distribution outlets (eg petrol stations).
- Diamantina Power Station Pty Limited (DPS), a 50% joint venture, purchases gas under a long term supply arrangement. Currently, this gas is on-sold to a major user for its tolling (electricity generation) purposes.

- (b) *Provide a list of associates that are service providers and/or provide pipeline services.*

A list of relevant associates of the service provider is provided in a table in Appendix 2. This table outlines the nature of the associates' activities and whether they are service providers and / or provide pipeline services.

2.2 Marketing staff and the taking part in related businesses

- (a) *Provide a list of associates of the service provider that are directly involved in the sale, marketing or advertising of pipeline services.*

A list of relevant associates of the service provider is provided in a table in Appendix 2. This table outlines the nature of the associates' activities and whether they are involved in the sale, marketing or advertising of pipeline services.

- (b) *Provide a statement as to whether or not any of the service provider's marketing staff are also officers, employees, consultants, independent contractors or agents of an associate of the service provider that takes part in a related business.*

- (c) *Provide a statement as to whether or not any of the service provider's officers, employees, consultants, independent contractors or agents are also marketing staff of an associate of the service provider that takes part in a related business.*

APA Group staff are employed in several subsidiaries. APA assigns staff to undertake sales, marketing and advertising activities for the Central West Pipeline. The staff are located in APA's office located in Sydney. These persons may be:

- marketing staff of APT Pipelines (NSW) (as they may be within the definition of "officers" or "agents" of APT Pipelines (NSW)) and/or
- marketing staff of an associate of APT Pipelines (NSW) (as they may be employees of the associate and could also be within the definition of "officers" of the associate).

None of APT Pipelines (NSW)'s marketing staff are officers, employees, consultants, independent contractors or agents or otherwise provide services to associates which take part in a related business.

None of APT Pipelines (NSW)'s officers, employees, consultants, independent contractors or agents are marketing staff of an associate that takes part in a related business.

2.3 Separate accounts must be prepared, maintained and kept

- (a) *Provide a statement as to whether or not the service provider has prepared, maintained and kept a separate set of accounts in respect of the services provided by every covered pipeline owned or operated by the service provider.*

The service provider has prepared, maintained and kept a separate set of regulatory accounts in respect of the services provided by the Central West Pipeline.

- (b) *Name the legal entity or entities in which the separate accounts are reported, maintained or kept for the services provided by each covered pipeline owner or operator?*

The separate regulatory accounts are kept by APT Pipelines (NSW).

- (c) *Provide a statement as to whether or not the service provider has prepared, maintained and kept a consolidated set of accounts in respect of the whole of the business of the service provider.*

A consolidated set of financial accounts has been kept in respect of the whole of the business of the service provider.

- (d) *Name the legal entity in which the consolidated set of accounts are reported, maintained or kept for the services provided by each covered pipeline owner or operator?*

The name of the legal entity in which the consolidated set of financial accounts are kept in respect of the whole of the business of the service provider is the APA Group, which consolidates the accounts of companies within the APA family group of companies, notably the Australian Pipeline Trust and the APT Investment Trust.

- (e) *Provide a copy of the most recently lodged annual financial reports with the Australian Securities and Investments Commission or if no such reports exists other similar audited financial reports prepared for or provided to a state or territory department, agency or body under relevant state or territory legislation. These financial reports may be the consolidated set of accounts in respect to the whole of the business of the service provider, and if also separately lodged with the Australian Securities and Investments Commission the most recently lodged annual separate set of accounts in respect of the services provided by the service provider.*

A copy of the APA Group annual financial reports lodged with the Australian Securities and Investment Commission are attached at Appendix 3. These include the annual financial report of the Australian Pipeline Trust and the APT Investment Trust.

No separate financial reports for APT Pipelines (NSW) have been lodged with the Australian Securities and Investment Commission since 2005.

2.4 Additional ring fencing requirements or exemptions

- (a) *Does the service provider have any additional ring fencing requirements?*

The service provider does not have any additional ring fencing requirements.

- (b) *What are these requirements?*

Not applicable.

- (c) *Provide a statement that these additional ring fencing requirements have or have not been met.*

Not applicable.

- (d) *Does the service provider have any exemptions for the minimum ring fencing requirements?*

The service provider does not have any exemptions for the minimum ring fencing requirements.

- (e) *What are these exemptions?*

Not applicable.

- (f) *By what jurisdictional regulator and when where these exemptions granted?*

Not applicable.

2.5 Associate contracts

- (a) *Has the service provider entered into or given effect to any new associate contracts, or varied the terms and conditions of an existing associate contract?*

The service provider has not entered into, or given effect to, any new associate contracts, or varied the terms and conditions of any existing associate contract.

- (b) *For each new or varied associate contract, please indicate the date the new or varied associate contract was entered into or given effect?*

Not applicable.

- (c) *For each new or varied associate contract, please indicate if the contract or variation was approved by the AER and the date that it was approved?*

Not applicable.

- (d) *If the associate contract was not approved by the AER, please indicate what date the new or varied associate contract was provided to the AER?*

Not applicable.

Note: An 'associate contract' is defined under the NGL to include arrangements or understandings and is not limited to written contracts.

3. Other requirements

3.1 Making access arrangement or terms and conditions of access available

- (i) Ensuring applicable access arrangement and other specified information is available on website.

- (a) *Has the service provider published the approved access arrangement on its website?*

As this pipeline is now subject to light regulation, it does not publish an Access Arrangement on its website. However, Terms and Conditions and Capacity Register are published.

- (b) *Please provide the website address where this access arrangement can be accessed and the date that this access arrangement was provided on the website.*

The service provider's light regulation terms and conditions, and capacity register can be found at

<http://www.apa.com.au/our-business/economic-regulation/nsw.aspx>

This document was first placed on the website in April 2010.

- (c) *Has the service provider received any requests from the AER to provide to prospective users generally other information specified as reasonably necessary to determine if access should be sought.*

The service provider has not received any requests from the AER to provide to prospective users other information specified as reasonably necessary to determine if access should be sought.

- (d) *Please provide details of when and how this request was met.*

Not applicable.

- (ii) Publishing approved competitive tender process access arrangement

- (a) *Where there is an approved competitive tender process access arrangement in place for a covered pipeline, has the service provider published the approved access arrangement on its website?*

This is not applicable as the Central West Pipeline is not a competitive tender pipeline.

- (b) *Please provide the website address where this access arrangement can be accessed and the date that this access arrangement was provided on the website.*

Not applicable.

- (iii) Publishing terms and conditions of access to light regulation services.

- (a) *Where there is access to light regulation services on a covered pipeline, has the service provider published tariffs and other terms and conditions for these services on its website?*

The service provider has published tariffs and terms and conditions for light regulation services on its website.

- (b) *Please provide the website address where this information can be accessed and the date that this information was first made available on the website.*

The service provider's light regulation terms and conditions, and capacity register can be found at:

<http://www.apa.com.au/our-business/economic-regulation/nsw.aspx>

This document was first placed on the website in April 2010.

- (c) *Has the service provider had access negotiations regarding light regulation services? If so, the following will need to be reported, the name of the party requesting the service, the pipeline service requested, and the outcome of the access negotiations.*

See CONFIDENTIAL APPENDIX 1.

3.2 Access determinations

- (a) *Has the service provider been party to an access determination?*

The service provider has not been party to an access determination.

- (b) *When did the access determination become operative?*

Not applicable.

- (c) *For what period is the access determination in place?*

Not applicable.

3.3 Confidentiality

- (a) *Provide a statement that the confidentiality requirements under rule 137 of the National Gas Rules have or have not been met.*

The confidentiality requirements under rule 137 of the National Gas Rules have been met.

The service provider did not disclose relevant confidential information or use relevant confidential information for a purpose other than the purpose for which the information was given to the service provider.

The service provider took all practicable steps to protect relevant confidential information in the service provider's possession against improper disclosure or use.

- (b) *Has the service provider established an internal protocol or policy guideline or procedure manual for the handling of confidential information?*

APT Pipelines (NSW) is part of the APA Group. Employees of APA who are involved with the Central West Pipeline have been informed of their obligations with respect to confidential information. Quarterly compliance reviews reinforce awareness of this obligation. Employees are required to sign confidentiality agreements upon commencement and standard employment contracts contain confidentiality obligations.

APA has also required contractors having access to Confidential Information to observe the requirements of the NGL in relation to such Confidential Information.

APA monitors compliance performance, including compliance with confidentiality obligations, quarterly. This monitoring is undertaken by the General Manager Regulatory and Strategy, and relevant commercial personnel associated with the assets. The results are reported to the Board.

More generally all APA employees are required to comply with the APA Code of Conduct, which explicitly addresses appropriate treatment on confidential and proprietary information, including customer information. Employee's employment agreements also include conditions relating to confidentiality.

In addition access to APA computer systems is through individual passwords and user names. Passwords are changed at periodic intervals. Firewall protection is in place to prevent unauthorised access to electronically stored information via the internet.

APA offices are secured.

A copy of the APA Group's *Separation Requirements for Covered Pipeline and Related Businesses* is provided in Appendix 4.

3.4 Bundling

- (a) *Has the service provider bundled any of its services when providing access or negotiating access with a prospective user?*

The service provider has not bundled any of its services when providing access or negotiating access with a prospective user.

- (b) *If so, provide a description of the bundled services and related conditions of access.*

Not applicable.