



Origin Energy Electricity Limited (ABN 33 071 052 287)

AER Retailer Authorisation Application (Gas)

30 November 2020

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1. Introduction

1.1 About Origin Energy and OEEL

Origin Energy Electricity Limited (ABN 33 071 052 287) (**OEEL**) is a wholly owned subsidiary of Origin Energy Limited (ABN 30 000 051 696) (**Origin Energy**). Origin Energy is the ultimate holding company of the Origin group of companies (**Origin Energy Group**). Origin Energy is listed on the Australian Securities Exchange and is a member of the S&P/ASX20 index.

The Origin Energy Group has strong experience and capability in the Australian energy market with a legacy that dates back 150 years. Origin Energy was formed in February 2000 through a demerger of Boral Limited building and construction materials business from the energy business. The demerged energy business became a new company known as Origin Energy.

OEEL currently retails electricity to small and large customers in Victoria under its existing electricity retail licence issued by the Victorian Essential Services Commission (**ESC**) and in New South Wales, Queensland, South Australia, and the Australian Capital Territory under its electricity retailer authorisation issued by the Australian Energy Regulator (**AER**).

The Origin Energy Group has an established Retail business, which is managed internally by the Retail business unit. Within the Origin Energy Retail business there are a number of Origin Energy subsidiaries which retail electricity and natural gas to small customers. Currently, for small electricity and natural gas customers:

- (a) OEEL retails electricity in the jurisdictions listed further above;
- (b) Origin Energy Retail Limited (ABN 22 078 868 425) (**OERL**) retails natural gas in Victoria (in and around Mildura), Queensland, South Australia, Western Australia and the Northern Territory;
- (c) Origin Energy (Vic) Pty Ltd (ABN 11 086 013 283) retails natural gas in Victoria (other than Mildura area);
- (d) Origin Energy LPG Limited (ABN 77 000 508 369) retails natural gas in New South Wales and the Australian Capital Territory;
- (e) OC Energy Pty Ltd (ABN 62 144 655 514) retails electricity to embedded networks in Victoria, New South Wales, Queensland, South Australia, and the Australian Capital Territory; and
- (f) Sun Retail Pty Ltd (ABN 97 078 848 549) retails electricity in Queensland.

OEEL is making this application for authorisation to retail gas so that it can rationalise its entities, simplify its systems and customer contracts, and ultimately and most importantly, offer customers a true dual fuel contract.

The Origin Energy Group's other business activities cover exploration, production and generation.

1.2 This application

OEEL submits this application for a gas retailer authorisation to the AER. It has been prepared in accordance with the AER Retailer Authorisation Guideline, and focuses on demonstrating OEEL's satisfaction of the entry criteria for grant of a gas retailer authorisation specified in section 90 of the National Energy Retail Law (**NERL**).

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This application consists of the following:

- (a) section 2 provides the general particulars of OEEL's application;
- (b) section 3 outlines OEEL's organisational and technical capacity to operate as a gas retailer;
- (c) section 4 outlines OEEL's financial resources to operate as a gas retailer;
- (d) section 5 outlines OEEL's suitability to hold a gas retailer authorisation; and
- (e) section 6 includes the appendices which support this application.

1.3 Entry criteria

OEEL submits that the information provided to the AER in this application demonstrates that OEEL:

- (a) has the necessary organisational and technical capacity to operate as a gas retailer;
- (b) has the financial resources, and access to resources, to operate as a gas retailer; and
- (c) is a suitable person to hold a gas retailer authorisation.

1.4 Information and documents marked "Commercial in Confidence"

Information in this application marked "Commercial in Confidence" and appendices attached in section 6 clearly indicating a "Yes" in the "Confidential" column do not form part of the public component of this application. OEEL considers this information to be sensitive and genuinely confidential. It should not be made available for general disclosure as it may have a substantial adverse effect on the interests of the Origin Energy Group's business and company officers that have provided private information in support of this application.

2. General particulars

2.1 Legal Name of Applicant

OEEL's legal name is Origin Energy Electricity Limited.

2.2 Trading name if different

OEEL does not have a separately registered trading name. In addition to trading as Origin Energy Electricity Limited, OEEL may, from time to time, trade under the names Origin Energy and Origin.

2.3 ABN

The ABN for OEEL is 33 071 052 287.

2.4 Registered business address and address for correspondence

Registered business address: 'Tower 1', Level 32, 100 Barangaroo Ave,
Barangaroo NSW 2000

2.5 Nominated contact person

Name: Megan Gallagher

Position: Head of Legal and Compliance – Retail X

2.6 Form of energy for which retailer authorisation is sought

OEEL seeks a retailer authorisation to retail gas.

2.7 Date to commence retailing gas

OEEL proposes to commence retailing gas in around April 2021, subject to obtaining required licenses and authorisations.

2.8 Nature and scope of proposed operations

OEEL will retail gas (natural gas and gas for cook tops). The Origin Energy Retail business is an established business. In general terms it plans to maintain its current scale of operations which is set out in section 3.1(e) of this application.

2.9 Jurisdictions intended for retailing

OEEL intends to retail gas in New South Wales, Queensland, South Australia and the Australian Capital Territory (the **NERL Jurisdictions**). OEEL will also seek to retail gas in Victoria, Western Australia and the Northern Territory pursuant to separate authorisations.

2.10 Type of customers

In the short-term, OEEL's focus will be on supplying gas to small customers (both under standard retail contracts and market retail contracts), however OEEL intends to eventually retail gas to large customers as well.

3. Organisational and technical capacity

3.1 Previous and current experience as an energy retailer

(a) **OEEL**

OEEL shares in Origin Energy's history and success in operating across multiple jurisdictions in the Australian energy market, demonstrating significant depth of industry experience necessary to provide high levels of service to customers at competitive prices.

As mentioned in section 1.1 further above, OEEL currently retails electricity to customers in Victoria, New South Wales, Queensland, South Australia and the Australian Capital Territory, and holds the following retailer authorisations:

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State	Entity	ABN	Licence, Authorisation or Exemption Type	Effective Date
VIC	Origin Energy Electricity Limited	33 071 052 287	Electricity Retail Licence	07-Apr-05 ¹
QLD, NSW, ACT, SA, TAS	Origin Energy Electricity Limited	33 071 052 287	Authorised Electricity Retailer	01-Jul-12

(b) Origin Energy and other Origin Energy Group retailers

As one of Australia's leading integrated energy providers, OEEL's parent company Origin Energy and other members of the Origin Energy Group also hold multiple retail authorisations and exemptions for the supply of electricity and gas to customers in Australia. These are listed in the following table:

State	Entity	ABN	Licence, Authorisation or Exemption Type	Effective Date
VIC	Origin Energy Retail Limited	22 078 868 425	Varied Gas Retail Licence	01-Oct-02 ²
TAS	Origin Energy Retail Limited	22 078 868 425	LPG Retail Licence	01-Jun-08
QLD, NSW, ACT, SA	Origin Energy Retail Limited	22 078 868 425	Authorised Gas Retailer	01-Jul-12
WA	Origin Energy Retail Limited	22 078 868 425	Gas Trading Licence	30-May-17
SA	Origin Energy Retail Limited	22 078 868 425	LPG Retail Licence	03-Sep-13
VIC	Origin Energy (Vic) Pty Ltd	11 086 013 283	Gas Retail Licence	01-Oct-02 ³
QLD, NSW, ACT, SA	Origin Energy (Vic) Pty Ltd	11 086 013 283	Authorised Gas Retailer	01-Jul-12
QLD, NSW, ACT, SA	Origin Energy LPG Limited	77 000 508 369	Authorised Gas Retailer	01-Jul-12
NSW	Origin Energy LPG Limited	77 000 508 369	Gas Distributors Licence	N/A
SA	Origin Energy LPG Limited	77 000 508 369	LPG Distribution Licence	03-Sep-13
QLD, NSW, ACT, SA, TAS	Origin Energy Retail No. 2 Pty Limited	49 601 182 790	Retail Electricity Exemption	14-Jan-15
TAS	Origin Energy Tasmania Pty Limited	39 009 539 753	LPG Distribution System Licence (Operations)	01-Jun-08
VIC	Cogent Energy Pty Ltd	65 121 324 249	Electricity Retail Licence	23-Jan-08
VIC	Cogent Energy Pty Ltd	65 121 324 249	200 Victoria Street Network Electricity Exemption	01-May-12
VIC	Cogent Energy Pty Ltd	65 121 324 249	321 Exhibition Street Network Electricity Exemption	01-May-12
NSW	Cogent Energy Pty Ltd	65 121 324 249	101 Miller Street Network Electricity Exemption	01-May-12

¹ Licence varied as at 25 October 2017 as part of the Victorian ESC's standardisation of licence obligations.

² Licence varied as at 25 October 2017 as part of the Victorian ESC's standardisation of licence obligations.

³ Licence varied as at 25 October 2017 as part of the Victorian ESC's standardisation of licence obligations.

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State	Entity	ABN	Licence, Authorisation or Exemption Type	Effective Date
QLD, NSW, ACT, SA, TAS	Cogent Energy Pty Ltd	65 121 324 249	Authorised Electricity Retailer	01-Jul-12
VIC	OC Energy Pty Ltd	62 144 655 514	609 Registered Electricity Exemptions throughout Victoria	Various
QLD, NSW, ACT, SA, TAS	OC Energy Pty Ltd	62 144 655 514	Authorised Electricity Retailer	15-Aug-2014
VIC	Sun Retail Pty Ltd	97 078 848 549	Electricity Retail Licence	16-Jun-06 ⁴
QLD, NSW, ACT, SA, TAS	Sun Retail Pty Ltd	97 078 848 549	Authorised Electricity Retailer	01-Jul-12
QLD, NSW, ACT, SA	Sun Retail Pty Ltd	97 078 848 549	Authorised Gas Retailer	01-Jul-12

(c) The date and location of previous operations

Origin Energy's predecessor, Boral Limited, had a retail presence in South Australia and Victoria since the 1990's⁵ and Origin Energy's retail operations have expanded significantly in the Australian energy market since being listed on the Australian Stock Exchange in 2000. For example, the Origin Energy Group:

- in 2007, entered the Queensland market following acquisition of Sun Retail (with about 833,000 mass market and small business customers) and also become Australia's leading retailer of green energy;
- in 2011, acquired about 1.6 million customer accounts from Country Energy and Integral Energy in New South Wales;
- in 2014, started competing to win customers in the Australian Capital Territory⁶; and
- in 2017, officially launched as a gas retailer in Western Australia.

Origin Energy Group's retailing operations are ongoing.

(d) The form/s of energy sold

The Origin Energy Group's diverse product and service offerings include electricity, natural gas, serviced hot water and LPG to residential, small business and industrial customers, as well as Solar and Energy Services⁷ and Future Energy⁸.

OEEL's current service offering includes electricity as well as low-carbon products such as GreenPower.

⁴ Licence varied as at 25 October 2017 as part of the Victorian ESC's standardisation of licence obligations.

⁵ Boral Limited acquired the South Australian Gas Company (later known as SAGASCO) in 1993. In March 1999, Boral Limited successfully bid with Envestra for the Victorian gas retail business, Energy 21, and its stapled distribution business, Stratus Networks, then being sold by the State Government of Victoria.

⁶ Prior to this we acquired customers in the ACT as part of the acquisition of Country Energy customer accounts.

⁷ Installation of solar photovoltaic (PV) systems and batteries to residential and business customers, and ongoing support and maintenance services.

⁸ Focused on new business models to connect distributed assets and data to customers.

(e) **The scale of operations (number and size of customers)**

The Origin Energy Group provides energy to approximately 4.2 million electricity, natural gas and LPG customers across Australia and the Pacific. As at 30 June 2020, Origin Energy serviced the following types of customer accounts:

- approximately 2,631,000 electricity customer accounts, comprising of:
 - 29,000 business customers;
 - 2,261,000 retail residential customers;
 - 264,000 retail SME customers; and
 - 77,000 retail Community Energy Services customers;
- approximately 1,220,000 gas customer accounts, comprising of:
 - 1,000 business customers;
 - 958,000 retail residential customers;
 - 80,000 retail SME customers;
 - 180,000 retail Community Energy Services⁹ (CES) customers; and
- approximately 363,000 LPG customer accounts.

(f) **A description of how the retail activities were conducted**

The Origin Energy Retail business is an experienced energy retailer with well-established systems and processes to supply gas to customers across Australia. OEEL will rely on the existing arrangements in place within the Origin Energy Group.

Natural gas for the Origin Energy Group's retailing operations is sourced from Origin Energy's interest in the Australia Pacific LNG project and also, under long and short term supply from other producers. This diversity of supply allows the Origin Energy Group to provide reliable and competitively priced gas for its customers.

As an existing electricity retailer, OEEL strives to ensure that all regulatory requirements are fulfilled when providing retail services to customers, for example in relation to setting tariffs and implementing additional fees or charges. This includes providing notice of the pricing arrangements and training employees in relation to relevant fee exemptions and appropriate waivers (i.e. financial hardship). OEEL has information available for customers about the ways they can modify their usage to avoid high bills, and energy efficiency appliance tips. The Origin Energy Group also operates a web portal called 'My Account' where customers, including OEEL's, can log into their account at any time and update their account details or obtain information about their consumption.

OEEL is committed to continually improving service excellence and customer satisfaction. A vital part of OEEL's plan is to continue to develop a dynamic, customer focused service culture. Employees build their customer service capabilities by being empowered to conduct high quality, needs-based

⁹ Our CES business includes retailing of electricity, hot water and cook top gas for embedded networks.

conversations with confidence, and in the process deliver exceptional customer service experiences.

3.2 Details of any other relevant retail or energy market experience

The Origin Energy Retail business has staff with extensive retail energy experience covering risk management, compliance, operations, sales, marketing and customer service functions. A summary of qualifications, technical skills and experience of personnel relevant to meeting the requirements of the retailer authorisation, are detailed in section 3.6 below.

The Origin Energy Group also has a Trading and Operations team. Among other things, this team ensures that we have adequate electricity and gas supply, transportation and risk management arrangements in place to support the demand of our customers. Again, the individuals managing this function have extensive trading experience in the energy industry.

The Origin Energy Group has a dedicated team of IT specialists and service professionals that can configure systems and processes to provide tailored customer solutions to meet the regulatory requirements in each jurisdiction it operates. This team provides services to the Retail business unit, including OEEL. OEEL has a proven track record of providing high levels of customer service with minimal non-compliance to market frameworks.

3.3 Organisational Structure

The Origin Energy organisational structure, including the key business units relevant to OEEL's existing and planned activities, is attached as Appendix 1.

3.4 Employees

The Origin Energy Group employs more than 5,200 people across Australia and overseas. It has offices in Victoria, New South Wales, Queensland and South Australia, and has a strong focus on safety and investing in resources to maintain the best company culture for its employees, so it can deliver successful outcomes for customers, the Australian energy industry and Origin Energy Group's key stakeholders.

To manage its Retail business, the Origin Energy Group employs a diverse range of staff with significant technical, financial and operational expertise including proven success in the establishment, operation and management of viable gas retailing businesses. Together with other service providers and resources engaged on an "as-needed" basis, they will carry out the functions required for OEEL to retail and supply natural gas to customers while meeting all relevant compliance obligations. The number of current employees, contractors and service providers engaged by the Origin Energy Group broken down by business units, is attached as Appendix 2.

3.5 Business Plan

Origin Energy recently established a strategic partnership with fast-growing United Kingdom retailer and emerging technology business Octopus Energy (**Octopus**) to transform its retail operations, delivering a radical improvement and significant benefits for Origin customers through a distinctive operating model and IT platform called Kraken. Further details about this strategic partnership with Octopus are attached as Appendix 3.

Rather than attempt to change its existing established business, the Origin Energy Retail business has created a new team within the Retail business unit, called Retail X¹⁰ to adopt the Octopus operating model. The new operating model has been embedded in Retail X and over time we will migrate customers and support staff into Retail X. Over the next 24 to 30 months, the Origin Energy Retail business will transfer its 3.8 million retail electricity and gas customer accounts to the Kraken platform.

¹⁰ Retail X is a temporary internal name for the business unit, externally Origin will retain the Origin brand.

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The ability for OEEL to sell gas products forms an important part of this transition to rationalise and simplify existing retail systems and processes of the Origin Energy Group. Most importantly, it will enable OEEL to offer customers a true dual fuel contract and bill.

The Origin Energy Retail business forecasts are attached as Appendix 4. As our intention is to migrate all mass market customers into OEEL, these documents represent our plans for OEEL. As you will see, as an established retailer OEEL's focus is on:

- providing exceptional customer service;
- reducing cost; and
- developing new revenue streams, with a small increase in electricity and natural gas customer numbers.

Origin's existing 1,220,000 (as of 30 June 2020) natural gas customers cover the fixed costs associated with retailing gas. If these customer contracts are not transferred to OEEL, the customer and the associated fixed costs, will remain in the existing entities.

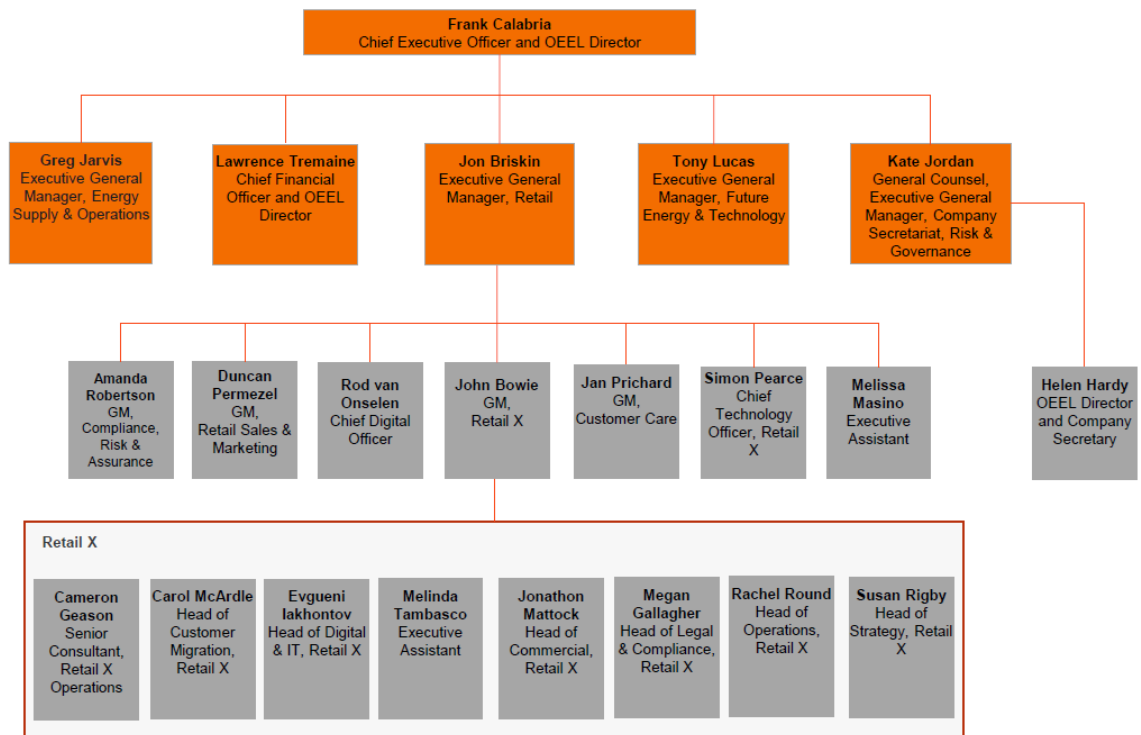
3.6 Qualifications, technical skills and experience of OEEL's officers

The Board of Directors and the Executive Management Team of Origin Energy are responsible for governance, leadership, strategic direction and standards for the Origin Energy Group, including OEEL. OEEL's current directors are Frank Calabria, Lawrence Tremaine and Helen Hardy (who is also the company secretary). OEEL's officers are Jon Briskin, Greg Jarvis and Tony Lucas.

Origin Energy's current Executive General Manager of Retail is Jon Briskin. Jon, and the General Managers who report to him, have the key oversight of Origin Energy's existing retailing activities. As explained above, customers will be migrated into Kraken and the new operating model and, ideally, at this time gas customers will be transferred to OEEL. At this point, the Retail X management team, particularly John Bowie and Simon Pearce, along with Jon Briskin, will have oversight over the retailing activities.

A chart showing OEEL directors and officers, as well as Jon Briskin's direct reports is included below. Together, these people have extensive knowledge of the energy market and relevant skills covering risk management, compliance, operations, sales, marketing and customer service aspects of a viable retail business.

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The following table provides details of qualifications, technical skills and experience of the OEEL officers and key management team members. Further information is also available on Origin Energy's website <https://www.originenergy.com.au/about/who-we-are.html>.

Member	Relevant qualifications, technical skills and experience
Frank Calabria Chief Executive Officer, Origin Energy OEEL Director	<p>Frank first joined Origin as Chief Financial Officer in November 2001 and was appointed Chief Executive Officer Energy Markets in March 2009. In the latter role, Frank was responsible for the integrated operations within Australia including power generation and natural gas, electricity and LPG trading and retailing.</p> <p>Frank was then appointed Chief Executive Officer and Managing Director of Origin Energy in October 2016 and is a member of the Health, Safety and Environment Committee. He has also been the Chairman of the Australian Energy Council (AEC) and a director of the Australian Energy Market Operator (AEMO).</p> <p>Prior to joining Origin, Frank held senior finance roles with Pioneer International Limited, Hanson plc and Hutchison Telecommunications.</p> <p>Frank has a Bachelor of Economics from Macquarie University and a Master of Business Administration (Executive) from the Australian Graduate School of Management. He is a Fellow of the Institute of Chartered Accountants of Australia and a Fellow of the Financial Services Institute of Australasia.</p>
Lawrence Tremaine Chief Financial Officer, Origin Energy OEEL Director	<p>Lawrie Tremaine joined Origin in June 2017 and holds the position of Chief Financial Officer. Lawrie leads the teams responsible for all finance activities, corporate strategy, corporate development, procurement, investor relations and HSE.</p> <p>Lawrie has over 30 years' experience in financial and commercial leadership, predominantly in the resource, oil and gas and minerals processing industries having previously worked at Woodside Petroleum and Alcoa.</p> <p>Lawrie has a Bachelor of Business from Chisholm Institute (Monash</p>

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	University) and is a Fellow of CPA Australia.
Helen Hardy Company Secretary, Origin Energy OEEL Director and Company Secretary	<p>Helen Hardy joined Origin in March 2010. She was previously General Manager, Company Secretariat of a large ASX listed company, and has advised on governance, financial reporting and corporate law at PwC and Freehills. Helen is a Chartered Accountant, Chartered Secretary and a Graduate Member of the Australian Institute of Company Directors.</p> <p>Helen is a fellow of the Governance Institute of Australia and is the Chair of its NSW Council and a member of its Legislative Review Committee and Communication Committee. She holds a Bachelor of Laws and a Bachelor of Commerce from the University of Melbourne, a Graduate Diploma in Applied Corporate Governance and is admitted to legal practice in New South Wales and Victoria.</p>
Greg Jarvis Executive General Manager, Energy Supply & Operations OEEL Officer	<p>Greg Jarvis joined Origin in 2002 as Electricity Trading Manager and was appointed Executive General Manager, Energy Supply and Operations in December 2016.</p> <p>Greg is responsible for Wholesale, Trading, Business Energy, Solar, Generation, LPG and HSE for Energy Markets.</p> <p>Holding 20 years' experience in the financial market industry, with 15 years' experience in energy markets, Greg began his career in the banking industry in Australia before moving overseas to work. He has a Masters in Applied Finance and a Bachelor of Business.</p>
Tony Lucas Executive General Manager, Future Energy & Technology OEEL Officer	<p>Tony Lucas joined Origin as Risk Analysis Manager in 2002 and was appointed Executive General Manager, Future Energy & Technology in December 2016.</p> <p>Tony leads the team responsible for Strategy and Risk for Energy Markets. He will also ensure that Origin is uniquely positioned to lead the transition into a low carbon, technology enabled world where customers are empowered with greater choice by investing in, incubating and deploying the best future energy solutions.</p> <p>Originally from New Zealand, Tony began his career in the banking industry before moving to London where he worked for Lehman Brothers. He moved to Australia in 1997 and worked with Bankers Trust and Integral Energy. Tony has an NZ Diploma in Business Studies and Master of Applied Finance.</p>
Jon Briskin Executive General Manager, Retail OEEL Officer	<p>Jon Briskin joined Origin in 2010 and was appointed Executive General Manager, Retail in December 2016.</p> <p>Jon leads Origin's Retail business unit and is responsible for energy sales, marketing, product development and service experience for Origin's residential and SME customers.</p> <p>Jon has held various roles at Origin, including leading customer operations and delivering service transformation. Prior to Origin worked as a management consultant. Jon also holds a Bachelor of Commerce.</p>
John Bowie General Manager, Retail X	<p>John Bowie joined Origin in 2008 and was appointed General Manager Retail X in May 2020. John is responsible for executing Origin's strategic partnership with Octopus Energy, including the migration of Origin's customers from legacy SAP systems to the Octopus Kraken platform and transforming Retail's operating model and culture.</p> <p>John previously held a number of senior strategy and commercial roles at Origin, and has extensive experience in the energy industry. He holds a Bachelor of Commerce and Masters of Business Administration and is a graduate of the Australian Institute of Company Directors.</p>

<p>Simon Pearce Chief Technology Officer, Retail X</p>	<p>Simon joined Origin in November 2020 as the Chief Technology Officer for Retail X where he is responsible for the platforms and technology team members that will support the Retail X business. His major initial focus will be the implementation of the Kraken platform developed by Octopus Energy.</p> <p>Simon started his career as a software developer and has over 23 years of experience in developing software systems/solutions. Prior to joining Origin Simon was the Head of Digital at Jetstar and has diverse experience across a range of industries, including telecommunications, banking and travel.</p>
<p>Megan Gallagher Head of Legal and Compliance, Retail X</p>	<p>Megan joined the Origin Energy Group in 2008 and was appointed Head of Legal – Retail in 2013. In that role, Megan managed the legal team responsible for advising the Retail business unit and provided expert regulatory advice.</p> <p>Megan has more than 20 years’ experience in the energy industry and over the last 12 years at Origin has developed a deep expertise in the energy regulatory framework, particularly for retail, and Australian Consumer Law.</p> <p>Megan is now responsible for the team providing legal and compliance advice to the Retail X business unit. The team will assist Retail X to ensure that it meets all compliance obligations as it builds Kraken and its new operating model. More detail on the teams’ responsibilities is set out in the FY21 Retail X Compliance Plan attached as Appendix 5.</p> <p>Prior to joining Origin Megan held position at Mallesons Stephen Jacques and the Australian Competition and Consumer Commission.</p>

3.7 External third-party skills and functions

The Origin Energy Group, has a number of agreements with third parties for the provision of specific services to support its retail business, including OEEL. Details of the functions and activities outsourced, experience and technical capacity of key third party service providers is attached as Appendix 6.

While the Origin Energy Group engages external providers from time to time, it maintains the overall responsibility for meeting relevant regulatory, legal and market obligations and the following evidences the controls it has in place to ensure compliance by third party service providers and sub-contractors with the NERL and the National Energy Retail Rules (**Retail Rules**) requirements:

- The master service agreements with key third party service providers include:
 - comprehensive provisions that enable Origin Energy Group to monitor compliance of counterparties with contractual and regulatory obligations (including those that will apply to OEEL in retailing gas), ensuring consistent and high standard of diligence;
 - various suspension, remedy, step-in and termination rights in circumstances where a counterparty is in material breach of the agreement or fails to comply with regulatory obligations;
 - obligation for counterparties to promptly co-operate with Origin in connection with any audit, investigation, test or review to manage its compliance obligations;
 - quality assurance requirements, standards of excellence and performance monitoring obligations, including description of key competencies for customer interactions and how they are, or are not met; and

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- induction, training, coaching and knowledge management requirements to improve customer experience and ensure compliance with regulatory obligations.
- Third party service providers and sub-contractors are managed to ensure that they adhere to Origin Energy Group's standards. The Retail business unit is responsible for managing the third parties ensuring they meet the Origin Energy Group requirements, including providing excellent customer service and meeting regulatory obligations. They must comply with Origin Energy's internal policies and procedures (including in respect of IT security, data, handling of personal information and privacy).

3.8 Compliance Strategy

The Origin Energy Group, including OEEL operates a comprehensive and robust Integrated Compliance Program (**ICP**) in accordance with the requirements of AS 3806-2006.

Minimum requirements and responsibilities for managing external compliance obligations across the business are set out in the Compliance Directive (attached as Appendix 7). This Compliance Directive applies to all employees including temporary and casual employees of the Origin Energy Group and, requires business units to prepare a compliance plan, develop obligations register, provide training to employees, cooperate with regulators and monitor compliance performance to identify potential issues and system improvements.

As required under the Compliance Directive, Retail X has developed a FY21 Retail X Compliance Plan (attached as Appendix 5), outlining its compliance management framework applying to the Retail X energy retailing activities, including those through OEEL. This plan covers the compliance strategy during both build and operations phases, requirements to maintain regulatory obligations register and system, approach on engaging with, and responding to, the regulators (eg preparation and delivery of submissions and responses to requests for information), training, and assurance processes.

(a) **OEEL's knowledge and understanding of its authorised retailer obligations**

Members of the Origin Energy Group are well-established energy retailers in the Australian market. Between them, they currently hold multiple retail authorisations for the sale of electricity and natural gas to customers in Victoria, Queensland, New South Wales, Australian Capital Territory and South Australia (as outlined at section 3.1 above).

OEEL understands the obligations imposed on authorised retailers under the NERL and Retail Rules (including AER Compliance Procedures and Guidelines) and applicable statutory, industry and technical requirements of the jurisdictions in which OEEL intends to operate and can effectively manage the long term interests of its customers. The Origin Energy Group maintains an obligations register which sets out all of the regulatory obligations which apply to retailing of gas and electricity, including the NERL and the Retail Rules.

The Retail Compliance team and the Retail X legal and compliance team actively engage with all areas of Origin Energy's retail business to ensure that employees are aware of relevant regulatory obligations to their working area. This is achieved through meetings, circulation of information and documents, and assistance with development of training material. As we establish the Retail X business unit we are putting in place foundations to establish a strong understanding of compliance obligations, particularly from the NERL, Retail Rules and Australian Consumer Law, across our customer support teams. Some of the measures we are taking to achieve this are:

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- as set out in the FY21 Retail X Compliance Plan, we have developed “cheat sheets” on key topics such as hardship and credit and collections and will continue to develop additional summaries as we progress;
- conducting question and answer sessions with energy specialists (our title for customer service agents) teams and senior compliance managers; and
- have a Slack¹¹ channel between energy specialists and the Retail X Legal and Compliance team, where compliance related questions will be answered promptly.

(b) **Meeting OEEL's compliance obligations**

OEEL is committed to meeting its obligations to gas customers and implementing compliance policies and procedures in line with its Compliance Directive, the Australian Standard AS ISO 19600:2015 (Compliance Management Systems) and the FY21 Retail X Compliance Plan. In addition, OEEL will leverage off the experience and systems which the Origin Energy Group has in place as part of its listed company compliance framework.

(i) **Corporate governance**

The Origin Energy Group, including OEEL, has compliance monitoring and obligations procedures that are governed by the Board of Directors, the Audit Committee and the Risk Committee.

The Audit Committee assists the Board of Directors on matters relating to:

- the integrity and adequacy of Origin Energy's accounting and corporate reporting systems, policies and processes;
- the internal control framework; and
- the external and internal audit functions.

The Risk Committee's principal role is to assist the Origin Energy Board of Directors in identifying and controlling material risks to the Origin Energy Group, including OEEL, so as to ensure that each group company fulfils its statutory and fiduciary responsibilities. The Risk Committee assists the Board of Directors on matters relating to:

- Origin Energy's risk management framework;
- the performance against the risk management framework;
- material and emerging risks, such as conduct risk, digital disruption, cyber security, privacy and data breaches;
- sustainability and climate change;
- Origin Energy's compliance framework;
- fraud; and
- sustainability disclosures.

¹¹ Slack is communication channel being used by Retail X.

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The Audit Committee adheres to the Audit Committee Charter (attached as Appendix 8) and the Risk Committee adheres to the Risk Committee Charter (attached as Appendix 9).

A copy of Origin's Corporate Governance Statement for the year ended 30 June 2020 is attached as Appendix 10. A copy of Origin's Sustainability Report is attached as Appendix 11.

(ii) **Retailer authorisation obligations**

The Origin Energy Group has compliance frameworks in place to maintain the various retailer authorisations that its businesses hold and to manage the long term interest of customers under the NERL and Retail Rules. For both the established part of the retail business and Retail X, this does (or will for Retail X which is still in the development phase) include:

- documented processes, and where appropriate scripting or call flows, for customer service agents to follow. These processes are reviewed by the relevant compliance team;
- developing "business requirements documents" or "specifications" for IT system developments which are reviewed, or informed, by advice from the relevant compliance team;
- training for customer service agents on the processes and, where relevant, compliance obligations; and
- monitoring of compliance by team leaders or a quality assurance team.

The FY21 Retail X Compliance Plan also provides for quarterly Risk, Assurance & Compliance (RAC) forum meetings that are attended by the Retail X LT, Executive General Manager, Retail, Retail X Legal and Compliance teams and any other relevant support function leads. Participants in these governance forums consider compliance matters prepared and presented at each meeting and determine any appropriate required strategies or actions.

Compliance breaches are (or will be in the case of Retail X where no compliance breaches have occurred yet) primarily identified through:

- employees identifying issues based on their knowledge of compliance obligations;
- investigating customer complaints as we seek to resolve the customer's issue; and
- monitoring of calls and management of third parties.

If an employee identifies a breach, or possible breach, of a regulatory obligation, it is currently reported to the relevant compliance team and recorded in the Retail Incident Management System (**RIMS**) (Retail X may use a different but equivalent system). RIMS is the Origin Retail business unit's system for documenting incidents, and their investigation and resolution. If an incident is determined to be a breach by the relevant compliance team it will be included in the breach reports where it is a reportable obligation. Origin will rectify all breaches as soon as possible. As part of its breach reporting, in instances Origin:

- remediates the impact on customers (where possible);
- identifies the root cause; and

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- fixes the issue, which may be through IT development if it is a system issue or, if an agent error, coaching or training will be provided.

In addition to above, the Competition and Consumer Protection Directive attached as Appendix 12, outlines the Origin Energy Group's expectations for compliance with competition and consumer protection law and the process to be followed if any person is concerned about a potential breach.

(c) **Complaint and dispute resolution procedures**

OEEL understands its obligation to ensure complaints and disputes are dealt with in a timely and compliant manner. The Origin Energy Group has developed a Standard Complaints and Dispute Resolution Procedure for the Retail business within the Origin Energy Group, including OEEL, with which it will adhere to in dealing with any complaints and disputes with customers (attached as Appendix 13).

The Standard Complaints and Dispute Resolution Procedure demonstrates how the Retail business within the Origin Energy Group meets and aspires to exceed the standards specified in the Australian Standard AS/NZS 10002:2014 (Quality Management – Customer Satisfaction – Guidelines for Complaints Handling), which has superseded the Australian Standard AS ISO 10002-2006, and its commitment where possible to resolve any issues or concerns customers may have on first contact. For example, key elements of this complaint management procedure include:

- (i) providing adequate resources, including appropriately trained, qualified and supervised personnel, to enable Origin Energy Group to manage customer complaints efficiently and effectively through documented systems and work procedures;
- (ii) responding quickly to any complaints in a professional, courteous and fair manner, and aiming to resolve all concerns at the customer's initial contact;
- (iii) keeping customers informed on the progress of their complaint either by telephone or in writing until the matter is resolved;
- (iv) advising customers of their right to escalate complaints to more senior staff within Origin or, if the issue is still not resolved, to the Ombudsman (or other appropriate organisations), and by providing contact details where requested; and
- (v) reviewing complaints handling process regularly to ensure Origin Energy Group's systems meet customers' needs.

(d) **Addressing skill and/or knowledge gaps**

OEEL has access to the required expertise to meet its retail business needs and compliance obligations through the Origin Energy Group which is an established gas and electricity retailer.

However, if additional resources are needed, the Origin Energy Group have also developed a robust and effective Recruitment and Selection Policy & Procedure (attached as Appendix 14). OEEL will utilise this framework for its gas retailing operations so as to ensure that the most suitable applicant for any vacant position is employed.

OEEL can also leverage off the training, learning and development procedures that the Origin Energy Group has in place. Training will be undertaken to provide

existing employees with upskilling (where required) and as part of new employee induction process. A training register is used as an internal monitoring and reporting tool to ensure that all required training has been undertaken. Additional training will be implemented where specific deficiencies in knowledge or skills are identified via internal review and monitoring processes. OEEL's training, learning and development programs and activities are governed by the Learning Directive (attached as Appendix 15).

3.9 Risk management strategy

OEEL recognises that an effective risk management strategy is central to the company's strategy and achievement of its business and financial objectives. OEEL's parent company, Origin Energy, maintains a comprehensive system of internal controls and risk management practices across the group and complies with the ASX Corporate Governance Principles and Recommendations.

Origin Energy's executive leadership team is responsible for the design and implementation of internal control systems to manage the Origin Energy Group's risks. It reports to the Risk Committee on how material risks are being managed and the effectiveness of controls in place to mitigate those risks.

The minimum requirements and responsibilities for management of risk across Origin Energy, including OEEL, are outlined in the key Risk Management Policy and Risk Management Directive (attached as Appendices 16 and 17), which are specifically designed to identify, assess, manage and monitor strategic, operational, financial and project risks in a proactive and effective manner.

To support this risk management strategy and controls, Origin Energy also developed a Commodity Risk Management System Directive, Incident Management Directive, Treasury Risk Management Policy and 2nd Line Assurance Guide (attached as Appendices 18 to 21).

Origin Energy's current approach reflects the 'three lines of defence' model. The first line of defence identifies, assesses, records, prioritises, manages and monitors risks, and comprises operational business managers that own and manage risks. The second line provides the risk management framework, tools and systems to support effective risk management, and comprises the corporate functions that oversee / monitor / challenge risks. The third line provides assurance on the effectiveness of governance, risk management and internal controls, and comprises the Origin Energy Group internal audit function that assures compliance with policies and standards.

Origin Energy's internal audit function utilises both internal and external resources to provide an independent appraisal of the adequacy and effectiveness of its risk management and internal control systems. In addition to internal audit activities, first and second line assurance activities are undertaken across the business. These activities are reported through to the relevant executive and, where appropriate, relevant Board Committees.

The Risk Committee also reviews Origin Energy's risk management framework annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the Board of Directors. This includes the Risk Committee satisfying itself that the risk management framework deals adequately with emerging risks such as conduct risk, digital disruption, cyber security, privacy and data breaches, sustainability and climate change.

A review of Origin Energy Group's risk management framework was completed during the past financial year and the management team reported to the Risk Committee and the Board of Directors that, as at 30 June 2020, the framework is sound.

3.10 Evidence that risk management and compliance strategies has been subject to an external assurance process

Retail X's risk management and compliance strategies, to guide management regarding all applicable gas NERL and Retail Rules obligations, have been externally audited by the Deloitte Risk Advisory team against key better practice principles in compliance and risk management. A copy of this Origin Energy Retail X – Gas Compliance and Risk Strategy Review, is attached as Appendix 22. The Deloitte Risk Advisory team did not identify any principles that have not been addressed fully or which needed more than minor improvements.

3.11 Additional information in relation to risk management

(a) Retail contracts

The Origin Energy Group has adopted Standard Retail Contract Terms and Conditions (in accordance with the Retail Rules) and developed the Market Retail Contract Terms and Conditions (attached as Appendix 23 and Appendix 24 respectively) that comply with relevant regulatory requirements and ensure that the long term interests of its customers have been considered.

Currently, under the Standard Retail Contract Terms and Conditions and Market Retail Contract Terms and Conditions:

- (i) OEEL retails electricity and GreenPower to its electricity customers; and
- (ii) various other Origin Energy Group entities retail gas and GreenGas to gas customers.

OEEL intends to use these Standard Retail Contract Terms and Conditions and Market Retail Contract Terms and Conditions with its small gas customers and small market gas customers, respectively.

The Origin Energy Group has also developed a Customer Disclosure Statement and Charter to provide customers with a summary of what they can expect from OEEL, and other important information (attached as Appendix 25).

(b) Customer Hardship Policy

OEEL is committed to providing assistance to customers who display an inability to pay for their energy usage. It recognises that paying for energy is a challenge for a number of households across Australia, and believes in a responsibility beyond regulatory obligations to work closely with customers to ensure their energy supply is maintained.

The Customer Hardship Policy (attached as Appendix 26) currently applies to all residential gas and electricity customers who are experiencing hardship, whether they are contracted with OEEL, OERL or the other entities which make up the Origin Energy Retail business unit. This policy has been developed in accordance with the requirements of the electricity regulatory framework and approved by the AER. It will continue to apply to gas residential customers as they are transferred to OEEL.

(c) Privacy Policy

The Origin Energy Group has developed a Privacy Directive, Privacy Policy and Privacy Guide (attached as Appendices 27 to 29) so as to ensure that personal information of its customers, including OEEL's, is handled correctly and in accordance with the Australian Privacy Principles.

(d) **IT and Information Management**

The Origin Energy Group has developed comprehensive IT and Information Security Directive and Information Management Policy (attached as Appendices 30 and 31) to ensure that creation, exchange, use and retention of information is managed in a manner that is secure, lawful, ethical and appropriate.

3.12 Evidence of membership with relevant energy industry ombudsman schemes

Origin Energy is currently a member of the following Ombudsman schemes (this is evidenced by Origin Energy being listed as a gas retailer scheme participant on each respective Ombudsman's website):

- (a) Energy and Water Ombudsman of Victoria (Origin is shown as a scheme participant at the following link: <https://www.ewov.com.au/companies/gas-companies>);
- (b) Energy and Water Ombudsman New South Wales (Origin is shown as a scheme participant at the following link: <https://www.ewon.com.au/page/suppliers/list-of-member-providers>); and
- (c) Energy and Water Ombudsman South Australia (Origin is shown as a scheme participant at the following link: <https://ewosa.com.au/members/our-scheme-members>).

Origin Energy has a good working relationship with the above listed Ombudsman schemes, and aims to resolve issues at the first point of contact. There is no Energy & Water Ombudsman in the ACT, however Origin Energy participates in dispute resolution through the Energy & Water Section of the ACT Civil and Administrative Tribunal.

3.13 Agreements in place with key market participants

As mentioned in section 3.1(f) further above, natural gas for the Origin Energy Group's retailing operations is sourced from Origin Energy's interest in the Australia Pacific LNG project and also, under long and short term supply from other producers. Origin also had transportation and distribution contracts in most areas within the NERL Jurisdictions. There are some limited regional areas where the Origin Energy Group does not have transportation agreements – these are understood by the retail business and we do not contract with customers in those areas.

4. Financial capacity

4.1 Financial reports

A copy of OEEL's audited financial statements for the financial year ended 30 June 2020, including statements required by the accounting standards and notes to the financial statements, including an auditor's independence declaration under section 307C of the *Corporations Act 2001* (Cth) (**Corporations Act**) is attached as Appendix 32.

4.2 Credit ratings

OEEL does not have a credit rating, and therefore we have presented Origin Energy's credit rating. As evidenced in the table below,¹² Origin Energy maintains quality credit ratings and has sufficient financial funds to operate its' relevant businesses.

¹² See <https://www.moody.com/credit-ratings/Origin-Energy-Limited-credit-rating-821953657> and S&P Global Ratings available on https://www.standardandpoors.com/en_AU/web/guest/home.

Credit Rating Company	Rating Type	Rating	Date /Reviewed
Moody's	LT Issuer Rating (Domestic)	Baa2	1 May 2020
	LT Issuer Rating (Foreign)	Baa2	1 May 2020
	ST Issuer Rating (Domestic)	P-2	1 May 2020
	ST Issuer Rating (Foreign)	P-2	1 May 2020
S&P Global Ratings	Local Currency LT	BBB	23 September 2020
	Foreign Currency LT	BBB	23 September 2020
	Local Currency ST	A-2	23 September 2020
	Foreign Currency ST	A-2	23 September 2020

4.3 Ownership Structure

(a) **Details of the ownership structure of the Origin Energy Group**

OEEL is 100% controlled by the parent entity, Origin Energy, which is a publicly listed company. Details of the Origin Energy Group ownership structure and a list of Origin Energy's major shareholders is attached as Appendix 35.

(b) **Contractual arrangements that define relationships in the Origin Energy Group**

The information provided in this section 4.3(b) is "Commercial in Confidence".

(c) **Consolidated audited financial statements of the Origin Energy Group**

Copies of the Origin Energy Group's consolidated audited financial reports for the year ended 30 June 2020 are attached as Appendix 37. These financial reports include all financial statements required by the accounting standards and notes to the financial statements, including an auditor's independence declaration under the Corporations Act.

4.4 Financial resources - written declarations

Written declarations regarding OEEL's financial resources are included in this application as follows:

- (a) A director of OEEL confirming that OEEL is a going concern and that the director is unaware of any factor that would impede OEEL's ability to finance its gas retailer activities under the retailer authorisation for the next 12 months (attached as Appendix 38).
- (b) An independent auditor declaration provided by Ernst & Young on 28 August 2020 (attached as Appendix 39) stating that:
- (i) an insolvency official has not been appointed in respect of the OEEL business or any property of the OEEL business;
 - (ii) no application or order has been made, resolution passed or steps taken to pass a resolution for the winding up or dissolution of the OEEL business; and
 - (iii) the independent auditor is unaware of any other factor that would impede OEEL's ability to finance its energy retail activities under the authorisation.

4.5 Bank guarantees or arrangements for access to additional capital

As a wholly owned subsidiary of Origin Energy, OEEL is able to meet the financial viability needs of operating a gas retail business. For example:

- (a) As at 30 June 2020, Origin Energy held \$1.2 billion of cash and \$2.9 billion in committed undrawn debt facilities after adjusting for the debt extension in July 2020. This liquidity position of \$4.1 billion is held to meet near-term debt maturities of \$1 billion by December 2020 and \$1.9 billion maturing in October 2021, and to maintain a sufficient liquidity buffer. This is evidenced in Origin Energy Directors' Report for the Year ended 30 June 2020 (including the Operating and Financial Review and the Remuneration Report), dated 20 August 2020, which is attached as Appendix 40.
- (b) Origin Energy has sufficient debt facilities to access additional capital as required. As at 30 June 2020, Origin Energy held cash from operating activities and investment activities (less interest paid) of A\$164 million. In July 2020, the maturity date of A\$1.1 billion of bank debt facilities for the Origin Energy Group was extended from FY2023 to FY2025. For further details see Origin Energy 2020 Full Year Results for the Year ended 30 June 2020 - Presentation to Investment Analysts, dated 20 August 2020, which is attached as Appendix 41.

4.6 Forecast revenue and expenditure

Forecast revenue and expenses for Origin Retail are attached as Appendix 4. As can be seen from OEEL's audited accounts for FY2020 (Appendix 32), OEEL is currently profitable and cashflow positive.

The following FY2021 guidance figures¹³ for the Origin Energy Group are also provided on the basis that market conditions and the regulatory environment do not materially change, adversely impacting operations. Considerable uncertainty exists relating to potential ongoing impacts of COVID-19 and any further material impact on demand and customer affordability. This guidance is subject to an important disclaimer.¹⁴

¹³ See Origin Energy 2020 Full Year Results for the Year ended 30 June 2020 - Presentation to Investment Analysts, dated 20 August 2020, attached as Appendix 41.

¹⁴ The forward looking FY21 statements are not statements of fact and there can be no certainty of outcome in relation to the matters to which the statements relate. These forward looking statements involve known and unknown risks, uncertainties, assumptions and other important factors that could cause the actual outcomes to be materially different from the events or results expressed or implied by such statements. Those risks, uncertainties, assumptions and other important factors are not all within the control of Origin Energy and cannot be predicted by Origin Energy and include changes in circumstances or events that may cause objectives to change as well as risks, circumstances and events specific to the industry, countries and markets in which Origin Energy and its related bodies corporate, joint ventures and associated undertakings operate. They also include general economic conditions, exchange rates, interest rates, regulatory environments, competitive pressures, selling price, market demand and conditions in the financial markets which may cause objectives to change or may cause outcomes not to be realised. None of Origin Energy or any of its respective subsidiaries, affiliates and associated companies (or any of their respective officers, employees or agents) makes any representation, assurance or guarantee as to the accuracy or likelihood of fulfilment of any forward looking statement or any outcomes expressed or implied in any forward looking statements. The forward looking statements in this presentation reflect views held only at the date of this presentation.

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		FY19	FY20	FY21 guidance
Energy Markets				
Underlying EBITDA	A\$m	1,574	1459	1,150 - 1,300
Integrated Gas – APLNG 100%				
Production	PJ	679	708	650 – 680
Capex + opex, excl. purchases ¹	A\$m	2,691	2,482	2,000 - 2,200
Unit capex + opex, excl. purchases ¹	A\$/GJ	4.0	3.5	2.9 – 3.4
Distribution breakeven ²	US\$/boe	36	29	27 – 31
Integrated Gas – Origin costs				
LNG/Oil hedging & trading	A\$m	(199)	(92)	50 ³
Corporate				
Net corporate costs	A\$m	(234) ⁴	(59)	(75 – 85)
Capex (excluding investments)	A\$m	(341)	(500)	(420 – 470)

1) Operating cash costs excludes purchases and reflects royalties payable at the breakeven oil price. Royalties payable increases as oil price increases

2) FY20 FX rate: 0.67 AUD/USD, excludes Ironbark acquisition costs; FY21 FX rate: 0.69 AUD/USD

3) Includes net hedging gain of \$99 million based on forward market prices as at 17 August 2020

4) Includes \$170 million relating to a non-cash provision increase in legacy site remediation

5. Suitability criterion

5.1 Details of material failures, revocation of authorisations and legal actions

This information is in Appendix 42.

In addition, as noted in section 3.8(b)(ii) the Origin Energy Retail business unit has systems and procedures to monitor compliance and periodically self-report any compliance breaches to the AER, the ESC (Victoria) and the Economic Regulation Authority (WA) as required. As these reports are provided to the relevant regulator any breaches identified have not been repeated in this application. As also noted in section 3.8(b)(ii) appropriate steps, including remediation for customers, are taken in response to all breaches reported.

The Origin Energy Group treats its compliance and remediation obligations as a high priority and aspires to provide outstanding customer service, and in doing so exceed the standards required by the AER under the NERL and Retail Rules. The Origin Energy Retail business unit has recently undertaken a deep dive review into its track record on meeting its compliance obligations recently. It has identified common themes and is looking to identify improvements it can make. The Retail X business unit is across such learnings and looking to ensure that the new operating model, processes and system (Kraken) minimise any compliance breaches. Examples of how it is doing this include:

- the Legal and Compliance Team is embedded in the Retail X business unit;
- assurance is being conducted on processes to ensure all compliance obligations in the NERL and Retail Rules are met;
- a strong compliance culture has been embedded, with team leaders and energy specialists being empowered to help customers but also clearly accountable for meeting compliance obligations;
- significant resources have been devoted to ensure both management and customer support teams understand key compliance obligations, as described in section 3.8(a); and
- comprehensive testing is being conducted before processes and IT functionality is deployed to customers.

Other measures the Origin Energy Group has taken in response to a material failure to comply with laws are set out in Appendix 42.

5.2 Offences or successful prosecutions

A declaration signed by OEEL's Director confirming that:

- (a) OEEL's current directors; and
- (b) OEEL's officers (being any other person that exerts control over OEEL's business activities and persons who are responsible for significant operating decisions for OEEL),

have not committed or been the subject of any offence or successful prosecution under any territory, state, Commonwealth or foreign legislation, relevant to OEEL's capacity as an energy retailer, is attached as Appendix 43.

5.3 Criminal History Check

Criminal history checks on any directors or officers of OEEL named in this application will be provided on request by the AER.

5.4 Suitability criterion - written declaration

A declaration signed by OEEL's Director regarding the suitability of the OEEL's management team, being the directors, officers and other individuals included in the table in section 3.6, is attached as Appendix 44.

This written declaration details:

- (a) that members of the OEEL management team have not been disqualified from the management of corporations;
- (b) about the record of bankruptcy of OEEL's management team (including in any overseas jurisdiction).

5.5 Names and addresses of key officers

The names and current residential addresses of company directors and key officers of OEEL are attached as Appendix 45.

5.6 Policies and procedures addressing the probity and competence of officers and other key management staff

Publically available policies and procedures addressing the probity and competence of officers and other key management staff are outlined in the Appendices as follows:

- (a) Appendix 46 – Origin Energy Code of Conduct; and
- (b) Appendix 47 – Origin Energy Board Charter.

Further information is also provided in the Corporate Governance Statement for the year ended 30 June 2020 attached as Appendix 10.

6. Appendices

OEEL refers to documents attached as appendices throughout this application. The below list sets out each of these appendices and details whether the document is to be treated as confidential:

#	Document title	Application reference(s)	Confidential
1.	Origin Energy Organisational Structure	section 3.3	No
2.	Number of Origin Energy Group's Employees, Contractors and Service Providers	section 3.4	Yes
3.	Strategic Partnership with Octopus Energy (1 May 2020)	section 3.5	No
4.	Retail Business Plan	section 3.5	Yes
	Retail Commodity Summary	section 3.5	Yes
5.	FY21 Retail X Compliance Plan	section 3.6	Yes
6.	Key Third Party Service Providers	section 3.7	Yes
7.	Compliance Directive	section 3.8	Yes
8.	Audit Committee Charter	section 3.8(b)(i)	Yes
	Audit Committee Charter (public version 2020)	section 3.8(b)(i)	No
9.	Risk Committee Charter	section 3.8(b)(i)	Yes
	Risk Committee Charter (public version 2020)	section 3.8(b)(i)	No
10.	Corporate Governance Statement for the year ended 30 June 2020	section 3.8(b)(i)	No
11.	Sustainability Report 2020	section 3.8(b)(i)	No
12.	Competition and Consumer Protection Directive	section 3.8(b)(ii)	Yes
13.	Standard Complaints and Dispute Resolution Procedure	section 3.8(c)	No
14.	Recruitment and Selection Policy & Procedure	section 3.8(d)	Yes
15.	Learning Directive	section 3.8(d)	Yes
16.	Risk Management Policy	section 3.9	Yes
	Risk Management Policy (public version 2018)	section 3.9	No
17.	Risk Management Directive	section 3.9	Yes
18.	Commodity Risk Management System Directive	sections 3.9 and 3.13	Yes
19.	Incident Management Directive	section 3.9	Yes

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#	Document title	Application reference(s)	Confidential
20.	Treasury Risk Management Policy	section 3.9	Yes
21.	2nd Line Assurance Guide	section 3.9	Yes
22.	Deloitte Risk Advisory Origin Energy Retail X – Gas Compliance and Risk Strategy Review	section 3.10	Yes
23.	Standard Retail Contract Terms and Conditions (NSW)	section 3.11(a)	No
	Standard Retail Contract Terms and Conditions (ACT)	section 3.11(a)	No
	Standard Retail Contract Terms and Conditions (QLD)	section 3.11(a)	No
	Standard Retail Contract Terms and Conditions (SA)	section 3.11(a)	No
24.	Market Retail Contract Terms and Conditions	section 3.11(a)	No
25.	Customer Disclosure Statement and Charter	section 3.11(a)	No
26.	Customer Hardship Policy	section 3.11(b)	No
27.	Privacy Directive	section 3.11(c)	Yes
28.	Privacy Policy	section 3.11(c)	No
29.	Privacy Guide	section 3.11(c)	Yes
30.	IT and Information Security Directive	section 3.11(d)	Yes
31.	Information Management Policy	section 3.11(d)	Yes
32.	OEEL's Audited Financial Statements (30 June 2020)	section 4.1	Yes
33.	Deed of Cross Guarantee (16 June 1992)	section 4.2	Yes
	Amendment and Restatement Deed – Deed of Cross Guarantee (18 April 2007)	section 4.2	Yes
	Deed of Amendment and Restatement – Deed of Cross Guarantee (22 June 2018)	section 4.2	Yes
34.	Origin Energy Letter of Support	section 4.2	Yes
35.	Origin Energy Group Ownership Structure and list of Origin Energy's Major Shareholders	section 4.3(a)	Yes
36.	Financial Accounting Intercompany Transactions Directive	section 4.3(b)	Yes
37.	Origin Energy Group Audited Financial Statements (30 June 2020)	section 4.3(c)	No
38.	Financial resources declaration	section 4.4(a)	Yes

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#	Document title	Application reference(s)	Confidential
39.	EY - OEEL written declaration in support of gas retailer authorisation application (28 August 2020)	section 4.4(b)	Yes
40.	Origin Energy Directors' Report for the Year ended 30 June 2020 (including the Operating and Financial Review and the Remuneration Report), dated 20 August 2020	section 4.5	No
41.	Origin Energy 2020 Full Year Results for the Year ended 30 June 2020 - Presentation to Investment Analysts, dated 20 August 2020	section 4.5	No
42.	Details of material failures, revocation of authorisations and legal actions	section 5.1	Yes
43.	Offences or successful prosecutions declaration	section 5.2	Yes
44.	Suitability declaration	section 5.4	Yes
45.	Names and current residential addresses of OEEL's key company officers	section 5.5	Yes
46.	Code of Conduct	section 5.6(a)	Yes
	Code of Conduct (public version 2020)	section 5.6(a)	No
47.	Board Charter	section 5.6(b)	Yes
	Board Charter (public version 2020)	section 5.6(b)	No