



Application for Retail Authorisation Electricity

March 2019

Active Utilities Retail Pty Ltd



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Introduction

The National Energy Customer Framework provides a national framework for the sale of energy (gas and electricity) to customers. It includes the Retail Law, National Energy Retail Rules (**Retail Rules**) and National Energy Retail Regulations. As of the date of this application, the National Energy Consumer Framework has been adopted in New South Wales, the Australian Capital Territory, South Australia, Tasmania, and Queensland.

This is an application by Active Utilities Retail Pty Ltd (ABN 31 606 139 931) (**Active Utilities Retail**) lodged with the Australian Energy Regulator for a Retail Authorisation for the sale of electricity in those states that have adopted the National Energy Consumer Framework.

Active Utilities Retail is applying for the AER Electricity Retailer Authorisation to achieve business protections due to proposed regulatory movement for Embedded Networks. Active Utilities Retail's short-term plan is to not commence trading with this authorisation, but for the Retail Authorisation to be implemented as an umbrella protection due to proposals of sub-set licenses for Embedded Networks and the possible abolishment of EN exemption framework.

Since Active Utilities Retail's initial application, AEMC have published a draft report that proposes a package of law and rule changes to update the regulatory frameworks for embedded networks. Among these proposals is the discontinuance of Exemption Frameworks and a recommendation of a sub-set retailer license for Embedded Networks.

Active Utilities Retail believe we are better protected to continue with the AER Retailer Authorisation application and continue to work closely with AER on any possible future transfers to a sub-set license when it is available. This will also ensure Active Utilities Retail is required to comply with the highest regulations/rules as imposed by the AER and relevant regulations to provide better protections to customers.

If proposed regulatory changes occurred and/or a commercial business decision was made for Active Utilities Retail to operate, Active Utilities Retail have placed current information in this application for the AER to see the proposed landscape.

Active Utilities Retail is an Australian proprietary company, limited by shares.

This application consists of the following:

- Part One of this document provides the Required information: general particulars;



- Part Two of this document provides the Required information: organisational and technical capacity;
- Part Three of this document provides the Required information: financial resource;
- Part Four of this document provides the Required information: suitability; and
- Attachments to this document, as referenced throughout.

Documents and correspondence marked as 'Commercial in Confidence' do not form part of the public component of this application. Information will not be public if it is proprietary to the application, contains legally privileged, copyright or commercially sensitive material.

1 Part One: Required information – general particulars

Legal name: The applicant is Active Utilities Retail Pty Ltd

Trading name: Active Utilities Retail

ABN: 31 606 139 931

ACN: 606 139 931

Registered 29 May 2015

Business address: 40 English Street
Essendon Fields VIC 3041

Postal address: As above.

Contact person: Name: Mr Mick Dovile
Position: General Manager
Address: 40 English Street
Essendon Fields VIC 3041
Email: mdovile@activeutilities.com.au
Phone: (03) 9094 3770

Form of energy: Electricity

Commencement date: 24 May 2019 (subject to date of authorisation)

Jurisdictions: South Australia
New South Wales
Queensland
Australian Capital Territory
Victoria

Type of customers: Active Utilities Retail's short-term plan is to not commence trading with this authorisation as explained in the introduction (above) and section 1.2 of **Annexure B**. However, if proposed regulatory changes occurred and/or a commercial business decision was made for Active Utilities Retail to operate, the customers would be small customers and large customers within an embedded network, each as defined in s 5 of the NERL, and subject to applicable consumption thresholds under jurisdictional energy legislation.

Nature and scope of operations

If providing energy to its customers, Active Utilities Retail will seek to uphold the objective of the Retail Law to: 'promote efficient investment in, and efficient operation and use of, energy services for the long-term interests of consumers of energy with respect to price, quality, safety, reliability and security of supply of energy.' This will be achieved by favourable pricing, providing renewable generation options, and the implementation of systems and processes that ensure consumer protections.

2 Part Two: Required information – organisational and technical capacity

The applicant understands that it needs to demonstrate that it has the required capacity and resources. This assessment, from the perspective of the applicant, involved a detailed review of the energy retail market and of the systems and processes used by energy retailers. In determining required capacity and resources the applicant held several meetings with third-parties with significant experience in the energy retail market.

As a result of the applicant's assessment, the following key areas were identified as needing additional attention:

- a. Robust systems to automate much of the day-to-day operations of an energy retailer including the production of invoices, the reconciliation of payments and the retention of customer records;
- b. Compliance with the Retail Law, Retail Rules, National Energy Retail Regulations, as well as the state and territory modifications and other applicable laws;
- c. Measures to ensure that customers experiencing hardship are given the protections they are afforded under the National Energy Consumer Framework; and
- d. A focus on continual improvement of our customers' experience, including by the analysis of customer feedback and complaints.

Please find information below and attached demonstrating the applicant's organisational and technical capacity.

2.1 Details of previous experience as an energy retailer

Active Utilities Retail is a dormant entity, its staff, including senior managers, will be utilised from a related entity, Active Utilities Pty Ltd, through a services agreement. Active Utilities Pty Ltd operates a successful embedded network management business. See sections 2.3 through 3.4 for further detail on the energy retail expertise and experience, and the other energy and retail expertise and experience, of Active Utilities and its staff, and how Active Utilities Retail will access these.

Active Utilities Retail is also applying for a Victorian electricity retail licence under the *Electricity Industry Act 2000* (Vic).

2.2 How Active Utilities Retail will bring energy experience into the business

Active Utilities Retail is operationally part of the Active Utilities Group which also includes Active Utilities Pty Ltd. The details of Active Utilities energy and other relevant expertise and experience are set out in sections 2.3 and 2.4. A copy of Active Utilities' Board Charter may be seen at **Annexure B3**.

Active Utilities will provide staff, including senior managers, to Active Utilities Retail through a services agreement (See **Annexure A1**). This will ensure Active Utilities Retail have the expertise and experience necessary to sell electricity to small and large customers, in embedded networks, in accordance with applicable regulatory requirements and internal policies and procedures.

The hiring approach of the applicant, reflects its assessment regarding required capability, as noted above. The individuals hired or engaged by the applicant have previously worked for energy retailers, or in energy compliance and risk management.

See section 1.4.1 of **Annexure B** for further details of the Leadership Team expertise and experience.

2.3 Energy retail experience: Active Utilities

Active Utilities, Active Utilities Retail's related entity, operates a successful business as an embedded network administrative services provider, managing private utility networks to assist the owners of those networks (e.g. shopping centre owners and residential owners corporations) to sell electricity to occupants. Active Utilities therefore has direct experience in many of the key aspects of retailing electricity, including billing, management of customer accounts and information and customer service. The application for a retail authorisation is a natural extension of this and reflects a commitment towards a compliant and customer focused organisation.

Active Utilities has operated the business for 11 years, giving Active Utilities senior managers deep expertise and experience in selling electricity within embedded networks.

2.4 Other relevant retail or energy market experience: Active Utilities

Active Utilities embedded network management business includes managing the retailing of other essential services, including hot water, internet and telephone services. Retailing these other essential services strengthens and enhances the utility retail expertise and experience of Active Utilities senior managers, better equipping them to operate an electricity retail business.



Each of the other activities conducted by Active Utilities is regulated. The operational experience gained in a diverse range of regulated industries ensures that Active Utilities Retail will be managed in an effective manner.

2.5 Organisation chart

Please find a chart documented in section 1.4 of '**Annexure B**' which sets out the company structure for Active Utilities Retail. This chart reflects the resources that will be made available from the services agreement with Active Utilities.

2.6 Experience of Executive Group

The executive group consists of individuals with significant and relevant experience. The executive group will be responsible for the executive management of Active Utilities Retail.

For the experience of the executive group refer to **Annexure O2 Executive Experience**.

Please see section 1.4.1 of **Annexure B** for further details on the Active Utilities leadership team. This team will be engaged by Active Utilities Retail through a services agreement.

Active Utilities has also engaged other individuals and suppliers with significant experience in the energy market that will assist Active Utilities in fulfilling the services agreement with Active Utilities Retail.

Active Utilities Retail also have a Third-Party Vendor Management Process in place. The Third-Party Vendor Management Process is a documented control for the management of third-party vendor risk. This document sets out the various measures taken by Active Utilities Retail in ensuring that the conduct third-party vendors is adequately overseen. Please refer to **Annexure S** provided on a commercial in confidence basis.

2.7 Service Providers

Active Utilities Retail has entered into a services agreement with Active Utilities which can be viewed at **Annexure A1**. This services agreement will support Active Utilities Retail electricity retail business as follows:

2.7.1 Outsourced functions and activities: customer accounts, billing and document management

Active Utilities has contracted with Agility CIS Ltd (**Agility**) for the licensing to Active Utilities of Agility's Orion software, with which Active Utilities will perform the following functions on behalf of Active Utilities Retail:

- establishment and management of customer accounts;
- provision to customers of notices and other documentation;
- billing; and
- document storage and management (documents will be securely stored for a minimum of seven years).

This software can be linked to wholesale electricity market prices if required, but this is not expected to be necessary.

A copy of the agreement between Active Utilities and Active Utilities Retail is included at **Annexure A1**.

2.7.2 Outsourced functions and activities: metering and connection services

Active Utilities has contracted with Skilltech Consulting Services Pty Ltd (**Skilltech**), Select Solutions Group Pty Ltd (**Select Solutions**) and Plus ES ABN 30 179 420 673 (**Plus ES**) for the provision of the following services on behalf of Active Utilities Retail:

- metering services, including meter installation and data provision; and
- connection and disconnection services.

2.7.3 Active Utilities service provider experience, knowledge and technical capacity

2.7.3.1 Agility

Agility is a New Zealand-based business serving energy companies in Australasia, the Middle East and North America. Its Orion software has been in use since 1998. Since then, it has continued to be developed and refined as a comprehensive customer management and utility billing solution.

The Australia Energy Regulator will be familiar with the broad experience and unmatched reputation of Agility in the energy market.

2.7.3.2 Skilltech

Skilltech has been in the business of providing metering and related services for 21 years and has developed highly refined processes for the provision of these services. Skilltech currently performs its services at 160,000+ premises per day around Australia.

2.7.3.3 Select Solutions

Select Solutions has been providing metering services to electricity utilities, government and commercial and industrial customers for over 30 years, including in relation to embedded networks.

2.7.3.4 Plus ES

Plus ES is a dedicated provider of metering services for both large and small markets and is registered as a Metering Coordinator and Embedded Network Manager under the Australian Energy Market Operator's 'Power of Choice' regulation.

2.7.4 Service provider expertise and experience

Capability statement for Agility, Skilltech and Select Solutions are included in **Annexure A2**.

2.7.5 Controls to ensure service provider compliance

Active Utilities Retail's agreement with Active Utilities will require Active Utilities to comply and to ensure that Active Utilities Retail will comply, with the NERL, the National Energy Retail Rules (Retail Rules) and applicable jurisdictional energy laws, to the extent those laws apply to Active Utilities Retail and to, or in respect of the services provided.

2.8 Business plan

Please refer to **Annexure B** provided on a commercial in confidence basis for details on the Active Utilities Retail business plan.

2.9 Compliance strategy

The board of Active Utilities Retail recognises that an effective compliance management system, as defined in AS ISO 19600-2015, is central to the company's **strategy** and achievement of its financial and business objectives.

Active Utilities Retail is committed to an effective compliance program implemented in accordance with AS ISO 19600-2015. Active Utilities Retail Compliance Policy (**Policy**) (**Annexure C**), demonstrates the extent to which the standard has guided Active Utilities Retail.

Active Utilities Retail understands and will implement a range of measures to ensure compliance with regulatory obligations. Active Utilities Retail's Energy' regulatory obligations include those under Energy Law (including the National Energy Retail Law, National Energy Retail Regulations and various Victorian instruments), the *Telecommunications Act 1997*, the *Do Not Call Register Act 2006* and the Australian Consumer Law (as set out in Schedule 2 to the *Competition and Consumer Act 2010*).

The board of Active Utilities has overall responsibility for setting and overseeing the corporate governance and compliance standards that are implemented by the Compliance Committee consisting of a member of the board, our Compliance Lead and business managers.

Ways that Active Utilities Retail will ensure compliance include:

- **The Compliance Committee:** Responsible for developing and implementing the compliance program via the development of policies, procedures and training programs.
- **Compliance Personnel:** Responsible for the day to day oversight of the compliance program of Active Utilities Retail.
- **External Advice:** Active Utilities Retail, as part of its compliance program, obtains advice on compliance and legal issues from a number of qualified external providers.
- **Information Technology:** Active Utilities Retail implements a range of technological solutions that aid in the Company's compliance and implementation of the compliance program. These include the Compliance HUB, a cloud-based system that tracks regulatory obligations and assigns various controls against obligations.

- **Documentation:** Active Utilities Retail has developed procedures and policies related to operational processes in order to ensure regulatory compliance. These documents are provided to employees to ensure implementation of practices in compliance.
- **Compliance Risk Assessments:** Active Utilities Retail actively seeks to identify and reduce the likelihood of breaches of regulatory obligations. A Compliance Risk Assessment will be conducted looking at applicable regulatory obligations, the consequences and likelihood of a breach and appropriate controls.
- **Training and Assessment:** The aim of compliance training and assessment is to reinforce in all staff, the understanding that regulatory compliance is core to Active Utilities Retail's operations. External training providers will be utilised where appropriate.
- **Qualified Staff:** Appropriately qualified staff will be engaged through the services agreement with Active Utilities.
- **Monitoring and Reporting:** Any compliance breaches will be monitored, resolved and reported in accordance with the Plan and Active Utilities Retail's reporting obligations.

Active Utilities Retail's compliance program is also aided by the Compliance HUB, a software solution specifically designed for energy retailers. The Compliance HUB includes various modules:

- a. **Registry:** the registry is a central area where obligations are listed in a table format, categorised according to likelihood and consequence of a breach. Predictive searching allows for immediate recall of obligations relevant to a search term. Controls may be listed in the registry against each obligation. The registry will be updated when regulatory changes come into effect or when the business operates in a new regulatory area. Controls in the registry are linked to the other components of the Compliance HUB.
- b. **Training and assessment:** Units in the training and assessment module include explicit informed consent, customer hardship, billing (incorporating estimation of bills, frequency and content, under charging and overcharging), disclosures to potential customers, and managing customer complaints.
- c. **Documents:** the documents module includes all of the policies and procedures of Active Utilities Retail, as well as source regulatory documentation including the NERR and NERL. The documents in the document's module are cross-linked to the registry, where documents are controls for regulatory obligations.

- d. **Calendar:** the calendar module will list all regulatory reporting obligations including performance and compliance reporting. The calendar itself is a control in compliance, with the obligation to submit reports to regulatory bodies.
- e. **Forms:** any potential breaches of obligations can be captured by the forms included in the form module. Potential breach reports are then immediately sent to the compliance committee for assessment and action.
- f. **Updates:** the updates module is made up of regulatory updates published by Compliance Quarter. Regulatory updates will be published where changes to regulation are likely or where other important developments have occurred. The Compliance HUB has the capability to measure how long staff have taken to read a regulatory update.

On the user management side, the Compliance HUB can have multiple logins for the one business including for employees and external consultants. Extensive records are maintained of each user's use of the Compliance HUB. The Compliance HUB is an innovative development that will improve the overall Active Utilities Retail compliance program.

The Compliance HUB does not exist in isolation and is not intended to be the only, or the main, tool used by Active Utilities Retail in achieving compliance. Compliance will be achieved in accordance with the attached documentation.

Please find attached (provided on a commercial in confidence basis):

- **Annexure C:** Active Utilities Retail Compliance Policy;
- **Annexure C1:** Active Utilities Retail Compliance Obligations Register;
- **Annexure D:** Active Utilities Retail Code of Conduct;
- **Annexure E:** Active Utilities Retail Compliance Reporting Procedure;
- **Annexure F:** Active Utilities Retail Hardship Policy;
- **Annexure G:** Active Utilities Retail Risk Management Policy;
- **Annexure H:** Active Utilities Retail Complaints and Disputes Resolution Procedure;
- **Annexure I:** Active Utilities Retail Summary of Rights and Obligations;
- **Annexure P:** Active Utilities Retail Human Resources Policy;
- **Annexure P1:** Active Utilities Retail Training and Development Policy;
- **Annexure Q:** Active Utilities Retail Privacy Policy; and
- **Annexure R:** Active Utilities Retail Website Notice.

The guiding principles for Active Utilities Retail's complaints management program are contained in AS/ISO 10002-2006. Under Active Utilities Retail's Complaints and Disputes Resolution Procedure, customers have a right to lodge a complaint at any time.

Active Utilities Retail is committed to freely receiving and resolving complaints in an accessible and transparent way. In all instances, Active Utilities Retail will:

- Freely accept complaints lodged on our website, in person, by telephone, facsimile, email or letter;
- Acknowledge any complaint received as soon as possible;
- Begin an investigation into the reasons for a complaint within 24 hours of acknowledgment;
- Keep the complainant updated about the investigation and any proposed resolution;
- Notify the complainant as soon as possible of the outcome of our investigation and any proposal we have for resolution; and
- Provide the complainant with the option of an internal review of their complaint if they are unsatisfied with the outcome of the investigation or the proposed resolution.

2.10 Risk management strategy

AS ISO 31000-2009 provides a generic guide for managing risk. This standard may be applied to a very wide range of activities, decisions or operations. Active Utilities Retail has referred to AS ISO 31000-2009 in its base guidance documents for addressing risks.

To be effective, risk management – like compliance – must become part of an organisation's culture. It should be embedded into the organisation's philosophy, practices and business processes rather than be viewed or practised as a separate activity.

The board of Active Utilities has overall responsibility for ensuring that there is a sound system of risk management across the business group.

The board is also responsible for defining the overall risk appetite of the business, for approving policies and ensuring that these are implemented. The board will approve the Risk Management Policy and will in the normal course, approve changes and updates to the policy on a case-by-case basis.

2.11 Details of external audit of compliance and risk strategy

Active Utilities Retail's Compliance Policy and Risk Management Policy have undergone external review. The results of that review are attached and marked 'Annexure J1' provided on a commercial in confidence basis. Changes recommended by the external provider have been implemented and incorporated into the documents attached to this application.

2.12 Additional information which demonstrates ability to manage risk and operate in accordance with the Retail Law objective, particularly the long-term interests of consumers

The AER will be provided with a login to the Compliance HUB that will be used in the management of our compliance program.

2.13 Memberships or steps taken to obtain memberships of a recognised energy industry ombudsman scheme in the relevant jurisdiction

Active Utilities Retail will apply to become a member of the ombudsman customer dispute resolution schemes in New South Wales (EWON), Queensland (EWOQ) and South Australia (EWOSA) if trading.

Active Utilities has written to each of the schemes and received information regarding membership. Copies of the correspondence with the relevant ombudsman scheme are included in the application and contained in **Annexures K1 to K3** inclusive.

2.14 Agreements in place with key market players within the relevant jurisdictions (distribution businesses and AEMO) If agreements not finalised provide information as to negotiations

Active Utilities Retail initially will not purchase electricity in the wholesale electricity market operated by the Australian Energy Market Operator (AEMO), and so initially will not seek registration with AEMO as a customer under the National Electricity Rules (Electricity Rules).

Initially, if trading, Active Utilities Retail will purchase the electricity it sells to its customers from the authorised electricity retailer which is financially responsible for the gate meter for each embedded network in which Active Utilities Retail operates.

In the event of business failure, Active Utilities Retail has back-up arrangements in place to ensure that customers continue to be supplied energy through the parent retailer of the embedded network.

2.15 Back-up arrangements

Active Utilities Retail's short-term plan is to not commence trading with this authorisation. However, if Active Utilities Retail commence supplying customers, it will only be within embedded networks. The back-up arrangements for those embedded networks will continue to receive 'grid supply' regardless of the status of Active Utilities Retail. Should AUR fail, then the relevant Owners Corporation would take over the role of AUR (under exemptions) and continue to supply occupants.

3 Part Three: Required information – financial resources

3.1 Details and evidence of current financial position, for example, interim financial statements

Active Utilities Retail is a dormant business that has never operated as documented in 'Annexure T' provided on a commercial in confidence procedure. Therefore, it does not have interim financial statements.

Please find attached documentation confirming Active Utilities current financial position in section 4.3.1 of 'Annexure B' provided on a commercial in confidence basis. This financial position will assist in relation to the Letter of Comfort as described below.

Active Utilities Retail has financial support from Active Utilities Pty Ltd through a Letter of Comfort. This documentation is marked as 'Annexure U' provided on a commercial in confidence basis.



3.2 Group structure

The structure of the corporate group of which Active Utilities Retail forms is set out in the Business Plan attached and marked **Annexure B**.

3.3 AUR Forecast revenue and expenses

Please find attached documentation confirming Active Utilities Retail forecast revenue and expenses, including Forecast Profit and Loss, Forecast Balance Sheet, Forecast Cash Flow and AUR's financial capacity, in section 4.2 of '**Annexure B**' provided on a commercial in confidence basis.

3.4 AU financial statements

See **Annexure B1** for the AU Financial Report for the year ended 30 June 2017. AU's 2018 Financial Report is currently being prepared by Grant Thornton, AU's tax and financial consultants.

3.5 Declaration from CFO (or Director)

Please find attached declaration from Active Utilities Retail's Director confirming the company's current financial position marked '**Annexure L**' and provided on a commercial in confidence basis.

Please find attached declaration from Active Utilities Retail's Director concerning the solvency of officers marked '**Annexure M**' and provided on a commercial in confidence basis.

3.6 Declaration from principal financial institution

Please find attached declaration from our principal financial institution confirming the company's current financial position and capability marked '**Annexure N**' and provided on a commercial in confidence basis.

For reference, please find attached a declaration from an independent auditor confirming Active Utilities current financial position and capability marked 'Annexure N1' and provided on a commercial in confidence basis.

3.7 Details of any bank guarantees or arrangements or process to access additional capital

Active Utilities Retail has financial support from Active Utilities Pty Ltd ATF Active Utilities (Holdings) Unit Trust through a Letter of Comfort. This documentation is marked as 'Annexure U' provided on a commercial in confidence basis.

3.8 Credit rating

As Active Utilities Retail is a dormant entity and has never operated, it does not have a credit rating at this stage. The credit rating of Active Utilities is provided in **Annexure B2**.

4 Part Four: Required information – suitability

Active Utilities Retail is a fit and proper entity to hold a retail authorisation. Neither itself, its related body corporates, its officers or associates have had any criminal or civil convictions.

We note that the AER may request a certified copy of a national criminal history check (no more than 12 months old) to confirm this information. We would be happy to provide this if required.

4.1 There have been no regulatory failures by either entity

4.1.1 Active Utilities Retail

There has not been (by Active Utilities Retail, its associates, officers, businesses where officers have held an officer position, or other entity that exerts control over Active Utilities Retail) any material failure to comply with regulatory requirements, laws or other obligations including infringement notices or other enforcement action (including voluntary administrative undertakings) being taken by a regulatory body.

4.1.2 Active Utilities

There has not been (by Active Utilities, its associates, officers, businesses where officers have held an officer position, or other entity that exerts control over Active Utilities) any material failure to comply with regulatory requirements, laws or other obligations over the previous 11 years, including infringement notices or other enforcement action (including voluntary administrative undertakings) being taken by a regulatory body.

4.2 There have been no revocations of authorisations, authorities or licences by either entity

4.2.1 Active Utilities Retail

Active Utilities Retail, its associates, officers, businesses where officers have held an officer position, and other entities that exert control over Active Utilities Retail have not held authorisations, authorities or licences that have been revoked.

4.2.2 Active Utilities

Active Utilities, its associates, officers, businesses where officers have held an officer position, and other entities that exert control over Active Utilities have not held authorisations, authorities or licences that have been revoked.

4.3 There has been no legal action taken in relation to any regulatory breaches

4.3.1 Active Utilities Retail

Active Utilities Retail, its associates, officers, businesses where officers have held an officer position, or other entities that exert control over Active Utilities Retail have not been a party to legal action taken in relation to any regulatory breaches.

4.3.2 Active Utilities

Active Utilities, its associates, officers, businesses where officers have held an officer position, or other entities that exert control over Active Utilities have not been a party to legal action taken in relation to any regulatory breaches.

4.4 Neither entity has triggered the RoLR provisions or any equivalent provisions

4.4.1 Active Utilities Retail

Active Utilities Retail, its associates, officers, businesses where officers have held an officer position, or other entities that exert control over Active Utilities Retail have not triggered the RoLR or equivalent provisions.

4.4.2 Active Utilities

Active Utilities, its associates, officers, businesses where officers have held an officer position, or other entities that exert control over Active Utilities have not triggered the RoLR or equivalent provisions.

4.5 There have been no offences found nor successful prosecutions under any territory, state, Commonwealth or foreign legislation against either entity

4.5.1 Active Utilities Retail

There have been no offences found nor successful prosecutions under any territory, state, Commonwealth or foreign legislation against Active Utilities Retail, its associates, officers, businesses where officers have held an officer position, and other entities that exert control over Active Utilities Retail.

4.5.2 Active Utilities

There have been no offences found nor successful prosecutions under any territory, state, Commonwealth or foreign legislation against Active Utilities, its associates, officers, businesses where officers have held an officer position, and other entities that exert control over Active Utilities.

4.6 There have been no offences found nor successful prosecutions under any territory, state, Commonwealth or foreign legislation against any current director of either entity

4.6.1 Active Utilities Retail

There have been no offences found nor successful prosecutions under any territory, state, Commonwealth or foreign legislation against any current director of Active Utilities Retail.

4.6.2 Active Utilities

There have been no offences found nor successful prosecutions under any territory, state, Commonwealth or foreign legislation against any current director of Active Utilities.

4.7 Written declaration from Chief Financial Officer (or Managing Director)

Please find attached declaration from Active Utilities Retail's Managing Director marked '**Annexure M**' and provided on a commercial in confidence basis, confirming:

- that members of the Active Utilities Retail management team have not been disqualified from the management of corporations;
- the record of bankruptcy of the Active Utilities Retail management team (including in any overseas jurisdiction).

4.8 Full names and current residential addresses of officers

Please find attached details of the Active Utilities Retail's officers marked '**Annexure O**' and provided on a commercial in confidence basis.

4.9 Details of policies and procedures addressing the probity and competence of officers and any other key management staff

Please find attached documents which are relevant to this component of the application:

- **Annexure C**: Active Utilities Retail Compliance Policy;
- **Annexure D**: Active Utilities Retail Code of Conduct;

- **Annexure P:** Active Utilities Retail Human Resources Policy.

5 List of Documents

5.1 Commercial in confidence attachments

Please note that the following Annexures are confidential and do not form part of the public component of our application.

Annexure	Document
A1	Active Utilities Services Agreement
A2	Provider Details
B	Business Plan
B1	Active Utilities (Holdings) Unit Trust Financial Statement 2018
B2	Active Utilities Credit Rating
B3	Board Charter
C	Compliance Policy
C1	Compliance Obligations Register
E	Compliance Reporting Procedure
G	Risk Management Policy
J	External audit report of compliance and risk strategy
J1	External audit verification letter
K1	Correspondence with EWON
K2	Correspondence with EWOQ
K3	Correspondence with EWOSA
L	Director Declaration solvency
M	Director declaration of officers
N	Declaration from principal financial institution
N1	Declaration from independent auditor
O	Details of officers
O2	Executive Experience

P	Human Resources Policy and Procedure
P1	Training and Development Policy
S	Third-Party Vendor Management Process
T	Statement of dormant entity
U	Letter of Comfort
V	Follow-up details and Commentary

5.2 Public documents

Please note that the following Annexures form part of the public component of our application.

Annexure	Document
D	Code of Conduct
F	Hardship Policy
H	Complaints and Disputes Resolution Procedure
I	Summary of Rights and Obligations
Q	Privacy Policy
R	Website Notice

6 Version Control

Version	Amendment	Author and Date
Version 1	First draft	AW 20.12.17
Version 2	Updated information	AW 10.01.18
Version 3	Minor Changes	AW 28.02.18
Version 4	Updated document references	AS 01.04.18
Version 5	Updates after SSR audit	AW 24.05.18
Version 6	Minor changes and updates after initial AER Authorisation submission and feedback	KJ 26.02.19