



Electricity distribution licence

Citipower Pty Ltd (ACN 064 651 056)

As varied on 3 August 2022 (with effect from 1 October 2022)



Electricity Distribution Licence

This Licence is issued pursuant to section 19 of the *Electricity Industry Act 2000*.

Date

This Licence was last varied on 3 August with effect from 1 October 2022.

Licensee

This Licence is issued to:

Citipower Pty Ltd (ACN 064 651 056) (the Licensee)
Level 8, 40 Market Street
Melbourne VIC 3000

**THE COMMON SEAL of the
ESSENTIAL SERVICES COMMISSION**
was affixed pursuant to the authority
of the Commission on 12 August 2022

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A handwritten signature in blue ink, appearing to be "Kate Symons".

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Kate Symons

CHAIRPERSON

Part A – Interpretation

1 Definitions

1.1 Unless the contrary intention appears, a term has the meaning shown opposite it:

Act	the <i>Electricity Industry Act 2000</i> .
Administrator	an administrator appointed by the Commission under section 34 of the Act in respect of the Licensee's Distribution Business.
AEMO	the Australian Energy Market Operator Limited (ACN 072 010 327).
Business Day	a day other than a Saturday, Sunday or a public holiday in Victoria.
Change of Control	occurs in relation to the Licensee if: (a) an entity that Controls the Licensee ceases to Control the Licensee; or (b) an entity that does not Control the Licensee starts to Control the Licensee provided that no change of Control will be deemed to have occurred where the Ultimate Holding Company that Controls the Licensee remains the same or the change in Control results from the acquisition or cancellation of, or dealing in, securities which are traded on a recognised financial market.
Commission	the Essential Services Commission established under the ESC Act.
Control	has the same meaning given in section 50AA of the <i>Corporations Act 2001</i> (Cth).
Code of Practice	a Code of Practice applying under Part 6 of the ESC Act or relevant legislation.
Distribution Area	the area described in Schedule 1.
Distributor	a person who holds a licence to distribute or supply electricity under the Act.
Entity	has the same meaning given in section 64A of the <i>Corporations Act 2001</i> (Cth).
ESC Act	the <i>Essential Services Commission Act 2001</i> .
Licensee	CitiPower Pty Ltd (ACN 064 651 056)
Minister	the person who is, from time to time, the Minister administering the Act.
National Electricity Law	the National Electricity (Victoria) Law as in force in Victoria under the <i>National Electricity (Victoria) Act 2005</i> .

National Electricity Rules	the National Electricity Rules as in force from time to time under the National Electricity Law.
Objectives	the objectives specified in section 10 of the Act and section 8 of the ESC Act.
Retailer	a person who holds, or is exempt from holding, a licence to sell electricity under the Act.
Supply Points	in relation to the distribution or supply of electricity to a person, the point at which a supply of electricity last leaves a supply facility owned or operated by a Distributor before being supplied to the person, whether or not the electricity passes through facilities owned or operated by another person after leaving that point before being so supplied.
Ultimate Holding Company	has the same meaning given in section 9 of the <i>Corporations Act 2001</i> (Cth).
Use of System Agreement	an agreement between a Retailer (or person who has made an application for a licence to retail electricity) and a Distributor which is necessary to ensure that, subject to the Act, electricity is distributed or supplied by means of the Distributor's distribution system to the extent necessary to enable the Retailer (or other person) to sell electricity to its customers.

- 1.2. In this Licence, unless the context otherwise requires:
- i. headings and footnotes are each for convenience only and do not affect the interpretation of this Licence;
 - ii. words importing the singular include the plural and vice versa;
 - iii. words importing a gender include any gender;
 - iv. an expression importing a natural person includes any company, partnership, trust, joint venture, association, corporation or other body corporate and any governmental agency;
 - v. a reference to a condition, clause, or part is to a condition, clause, or part of this Licence;
 - vi. a reference to any statute including the Act and regulation, proclamation, Order in Council, ministerial order, ordinance, code, guideline, procedure or by-law includes all statutes, regulations, proclamations, Orders in Council, ministerial orders, ordinances, codes, guidelines, procedures or by-laws varying, consolidating, re-enacting, extending or replacing them and a reference to a statute includes all regulations, proclamations, Orders in Council, ministerial orders, ordinances, by-laws and determinations issued under that statute;
 - vii. a reference to a document or a provision of a document includes an amendment or supplement to, or replacement or novation of, that document or that provision of that document;
 - viii. a reference to a person includes that person's executors, administrators, successors, substitutes (including, without limitation, persons taking by novation) and permitted assigns;

- ix. other parts of speech and grammatical forms of a word or phrase defined in this Licence have a corresponding meaning;
- x. a period of time:
 - 1. which dates from a given day or the day of an act or event is to be calculated exclusive of that day; or
 - 2. which commences on a given day or the day of an act or event is to be calculated inclusive of that day;
- xi. an event which is required under this Licence to occur on or by a stipulated day which is not a Business Day may occur on or by the next Business Day.

2 Notices

2.1 A notice under this Licence is only effective if it is in writing, and dealt with as follows:

- i. if given by the Licensee to the Commission – addressed to the Chief Executive Officer of the Commission at the address specified below or as otherwise notified by the Commission:

Essential Services Commission
Level 8, 570 Bourke Street
Melbourne VIC 3000
licences@esc.vic.gov.au

- ii. if given by the Commission to the Licensee – given by the Chief Executive Officer of the Commission and addressed (or marked for attention of) the Chief Executive Officer of the Licensee (or such equivalent position) at the physical or email addresses specified below or as otherwise notified by the Licensee:

Level 8, 40 Market Street
Melbourne VIC 3000
regulation@powercor.com.au and rvogt@powercor.com.au

2.2 A notice is to be:

- i. signed by or on behalf of the person giving the notice and delivered by hand; or
- ii. signed by or on behalf of the person giving the notice and sent by pre-paid post; or
- iii. transmitted electronically by or on behalf of the person giving the notice by electronic mail or facsimile transmission.

2.3 A notice is deemed to be effected:

- i. if delivered by hand – upon delivery to the relevant address;
- ii. if sent by post, four Business Days after the date of posting, unless evidence is adduced to the contrary;
- iii. if transmitted electronically – in accordance with the Electronic Transactions (Victoria) Act 2000.

2.4 A notice received after 5.00pm, or on a day that is not a Business Day, is deemed to be effected on the next Business Day.

Part B – Licence

3 Grant of the licence

- 3.1 Subject to clauses 3.2 and 3.3, in exercise of its powers under section 19 of the Act, the Commission grants the Licensee a licence to distribute or supply electricity on the terms and conditions set out in this Licence.
- 3.2 This Licence only permits the Licensee to distribute or supply electricity to Supply Points located in the Licensee's Distribution Area.
- 3.3 The Licensee was first granted a licence to distribute or supply electricity on 3 October 1994 and the licence has been varied on the dates set out in Schedule 2.

4 Variation

- 4.1 The Commission may vary this licence in accordance with section 29 of the Act.

5 Transfer

- 5.1 This licence may be transferred in accordance with section 31 of the Act.

6 Revocation

- 6.1 The Commission may revoke this Licence:
 - i. at any time at the request of, or with the consent of, the Licensee; or
 - ii. in accordance with the Act.
- 6.2 Where the Commission proposes to revoke this Licence, the Commission will issue a notice to the Licensee, specifying:
 - i. the basis upon which the Commission proposes to revoke the Licence;
 - ii. the date upon which the revocation is proposed to take effect, such date to be no less than 20 Business Days after the date upon which the notice is issued; and
 - iii. that the Licensee has the opportunity to make representations on the matter and the time and date and manner in which those representations must be made.
- 6.3 The Commission must consider any submissions received by the Licensee prior to making a decision to revoke the licence.

- 6.4 Where the Commission decides to revoke this Licence, the Commission will issue a notice to the Licensee specifying:
- i. the basis upon which the Commission is revoking the Licence; and
 - ii. the date upon which the revocation takes effect, being no earlier than the date specified in the notice issued pursuant to clause 6.2;
- and this Licence will be revoked on the date specified in the notice.

Part C – Licence Conditions

7 Status of the requirements in this Part

- 7.1 A failure by the Licensee to meet any of the requirements set out in this Part C is a breach of a civil penalty requirement for the purpose of the ESC Act.

8 Payment of fees

- 8.1 The Licensee must pay a licence fee as determined by the Minister in accordance with the provisions of section 22 of the Act.

9 Change of control

- 9.1 The Licensee must give the Commission a notice in writing if any event occurs, any decision by the Licensee is made, or any other circumstance exists that will effect a Change of Control of the Licensee.
- 9.2 The notice required under clause 9.1 must set out particulars of the relevant event, decision or circumstance and be given to the Commission as soon as practicable and in any case not later than 3 Business Days after the Licensee becomes aware of the event or circumstances or makes the decision.

10 Compliance with regulatory instruments

- 10.1 The Licensee must comply with any procedure or guideline issued by the Commission from time to time that is expressed as being one with which the Licensee must comply, to the extent it is applicable to activities undertaken by the Licensee pursuant to its Licence.
- 10.2 The Licensee must have in place a system for monitoring its compliance with its Licence, any applicable Code of Practice and the Act.

11 Use of system agreements

11.1 The Licensee must enter into a Use of System Agreement with each Retailer in accordance with the requirements of the Electricity Distribution Code of Practice.

12 Provision of information to the Commission

12.1 Except where expressly provided to the contrary in a Code of Practice, the Licensee must maintain comprehensive records regarding any activities undertaken pursuant to this Licence for a period of at least 7 years.

12.2 The Licensee must provide to the Commission, in the manner and form decided by the Commission, such information as the Commission may from time to time require.

Note: The conditions identified in Part C of this Licence are not an exhaustive list of a Licensee's obligations. A licensee is required to comply with additional obligations as set out in the Act and instruments made under that Act. In addition, obligations are placed on the Licensee in Codes of Practice, in particular the Electricity Distribution Code of Practice.

Schedule 1: Distribution Area

CITIPower Pty Ltd Distribution Area

Common boundary of United Energy Ltd and CitiPower Pty Ltd

At the point where the Yarra River meets the north boundary of the Camberwell Golf Club at AMG Co-ordinates 329745E 5816931N; then easterly along the north and east boundaries of the Camberwell Golf Club to their intersection with the Koonung Creek at AMG Co-ordinates 330184E 5816703N; then easterly along the centre line of the Koonung Creek to its intersection with the east boundary of Bulleen Road at the AMG Co-ordinates 330694E 5817008N; then southerly along the east boundary of Bulleen Road to its intersection with the north boundary of Thompsons Road at AMG Co-ordinates 330693E 5816720N; then easterly along the north boundary of Thompsons Road to the point where the Koonung Creek crosses under Thompsons Road at AMG Co-ordinates 330933E 5816767N; then across Thompsons Road to its south boundary at AMG Co-ordinates 330944E 5816747N; then due south across the Eastern Freeway to its south boundary at AMG Co-ordinates 330943E 5816659N; then easterly along the south boundary of the Eastern Freeway to AMG Co-ordinates 332858E 5815789N; then easterly across Doncaster Road to the point where Koonung Creek crosses under the south boundary of Doncaster Road at AMG Co-ordinates 332954E 5815755N; then southerly along the centre line of the Koonung Creek to AMG Co-ordinates 333422E 5815226N; then south westerly along parkland to AMG Co-ordinates 333327E 5815152N (rear of Lot 6, No. 8 Jocelyn Avenue); then to AMG Co-ordinates 333211E 5815062N (rear of Lot 1, No. 74 Winfield Road); then to AMG Co-ordinates 333168E 5815046N (rear of Lot 2, No. 72 Winfield Road); then to AMG Co-ordinates 333070E 5814901N; then to AMG Co-ordinates 332948E 5814875N; then easterly to the north west corner of Lot 1, No. 52 Winfield Road at AMG Co-ordinates 332963E 5814860N; then southerly along the east boundary of Winfield Road to AMG Co-ordinates 332920E 5814739N; then westerly across Winfield Road to its west boundary at AMG Co-ordinates 332886E 5814718N; then southerly along the west boundary of Winfield road to AMG Co-ordinates 332996E 5814398N; then to north west corner of Yeneda Street at AMG Co-ordinates 332984E 5814316N; then southerly across Belmore Road to the south east corner of Evelina Street at AMG Co-ordinates 332989E 5814253N; then south easterly along the east boundary of Evelina Street to AMG Co-ordinates 333039E 5814156N; then across Relowe Crescent to AMG Co-ordinates 333057E 5814141N; then southerly along the east boundary of Evelina Street to AMG Co-ordinates 333001E 5813736N; then southerly across Strabane Avenue to AMG Co-ordinates 332993E 5813713N; then southerly along the east boundary of Kerry Parade to AMG Co-ordinates 332960E 5813478N; then to AMG Co-ordinates 332947E 5813466N (intersection of centre line of Bundoran, Kerry and Kinsale Crescents); then south westerly along the centre line of Kinsale Crescent to AMG Co-ordinates 332905E 5813304N; then southerly along lot boundaries and the east boundary of Barloa Road to AMG Co-ordinates 332838E 5812791N; then westerly along the centre line of Whitehorse Road to AMG Co-ordinates 332803E 5812796N; then southerly along the east boundary

of York Street to AMG Co-ordinates 332765E 5812506N; then across Trafalgar Street to AMG Co-ordinates 332761E 5812484N; then southerly along the eastern boundary of York Street to AMG Co-ordinates 332722E 5812201N; then easterly along the north boundary of Mont Albert Road to AMG Co-ordinates 332738E 5812199N; then southerly along the east boundary of Wilson Street to AMG Co-ordinates 332707E 5811975N; then southerly across the railway reserve to AMG Co-ordinates 332680E 5811899N; then southerly to the centre line of Windsor Crescent to AMG Co-ordinates 332674E 5811842N; then westerly along the centre line of Windsor Crescent to AMG Co-ordinates 332562E 5811776N; then south westerly to the north west corner of Alexandra Crescent at AMG Co-ordinates 332558E 5811762N; then southerly along the west boundary of Alexandra Crescent to AMG Co-ordinates 332594E 5811647N; then westerly along the boundaries of Zone Substation Surrey Hills to AMG Co-ordinates 332558E 5811652N; then to AMG Co-ordinates 332552E 5811603N; then to AMG Co-ordinates 332581E 5811599N; then to AMG Co-ordinates 332585E 5811635N; then to AMG Co-ordinates 332591E 5811635N; then southerly along the west boundary of Alexandra Crescent to AMG Co-ordinates 332592E 5811588N; then easterly along the centre line of Canterbury Road to AMG Co-ordinates 332666E 5811578N; then southerly along the centre line of Warrigal Road to AMG Co-ordinates 332341E 5808892N; then westerly along the north boundary of Toorak Road to the intersection with the east boundary of the South Eastern Arterial at AMG Co-ordinates 327469E 5809423N; then northerly along the east and north east boundary of the South Eastern Arterial to the east boundary of Glenferrie Road at AMG Co-ordinates 326785E 5810232N; then southerly along the east boundary of Glenferrie Road to the Caulfield railway reserve at AMG Co-ordinates 326429E 5807156N; then south easterly along the north east boundary of the railway reserve to AMG Co-ordinates 327381E 5806135N; then easterly across the railway reserve to AMG Co-ordinates 327332E 5806143N; then westerly along the north boundary of Balaclava Road to the intersection with St Kilda Road at AMG Co-ordinates 322863E 5806749N; then westerly along the north boundary of Carlisle Street to the intersection of Haverlock Street at AMG Co-ordinates 322066E 5806837N; then southerly to the boundary of Luna Park at AMG Co-ordinates 322053E 5806799N; then south easterly along the Luna Park boundary to the intersection with Shakespeare Grove at AMG Co-ordinates 322088E 5806772N; then south westerly along the north west boundary of Shakespeare Grove to the intersection with Marine Parade at AMG Co-ordinates 321867E 5806601N; then south westerly to the foreshore of Port Phillip Bay at AMG Co-ordinates 321836E 5806556N.

Southern boundary

Westerly from AMG Co-ordinates 321836E 5806556N along the foreshore of Port Phillip Bay to the centre of the entrance of the Yarra River.

Common boundaries of AGL Electricity Limited and CitiPower Pty Ltd

From the centre of the entrance of the Yarra River northerly along the centre of the Yarra River to its confluence with the Maribyrnong River then northerly along the centre of the Maribyrnong River to the point where the Maribyrnong river passes under the northern boundary of the Footscray railway line at AMG Co-ordinates 316466E 5814344N then easterly along the northern boundary of the Footscray route railway reserve to the Eastern side of Moonee Ponds Creek at AMG Co-ordinates 318237E 5813912N; then northerly along the Moonee Ponds Creek to AMG Co-ordinates 318218E 5814334N near the Arden Street bridge; then generally in a north easterly direction following the northern and western sides of the Upfield railway reserve to the point where the railway line intersects the Tullamarine Freeway at the Flemington Road railway bridge at AMG Co-ordinates 318584E 5815608N; then generally in a northerly direction along the eastern boundary of the Tullamarine Freeway to where the Tullamarine Freeway passes over the Moonee Ponds Creek and then along the centre line of the Moonee Ponds Creek to the point where the Moonee Ponds Creek meets Moreland Road, then easterly along the centre line of Moreland Road to the point where Moreland Road crosses over the Merri Creek, then northerly along the centre line of Merri Creek to the point where the Merri Creek meets the southern boundary of the A.H. Capp Reserve, then easterly along the southern boundary of the A.H. Capp Reserve, then easterly along the centre line of Miller Street to the intersection with High Street, then easterly along the centre line of Dundas Street to Darebin Creek, then southerly along the centre line of Darebin Creek to the intersection of Darebin Creek with Smith Street. Then along the north side of Smith Street west to Fulham Road. Then north along Fulham Road to Chingford Street. Then west along the centre of Chingford Street to Sparks Avenue. Then north along the centre line of Sparks Avenue to the boundary between No 43 and 45 Sparks Avenue then west to the eastern boundary of Station Street then west along the boundary between 267 and 267A Station Street to the eastern boundary of Gillies Street. Then north along the eastern boundary between No 227 and 229 Rathmines Street then west to the rear of 227/229 Rathmines Street. Then south along the rear boundary of lots on the west side of Rathmines Street to the intersection with Westgarth Street then west along the centre line of Westgarth Street to the west boundary of Holmes Street. Then south along the rear of lots on the west side of Holmes Street to Heidelberg Road then west along the north side of Heidelberg Road to the intersection with Merri Creek. Then along the centre line of Merri Creek to the confluence of the Yarra River, then easterly along the centre line of the Yarra River to the point where the Yarra River meets the northern boundary of the Camberwell Public Golf Course at AMG Co-ordinates 329745E 5816931N.

Inclusion of Lynch's Bridge Area

The following areas, the external boundaries of which are described below, are, in addition to the area described above, part of the distribution area of CitiPower Pty Ltd:

Commencing at a point on the south- west corner of the junction of Smithfield Road and the former Hobsons Road, Kensington at AMG co-ordinate 316223.5E 5814709.0N; then generally southerly along the eastern building line to AMG co-ordinate 316376.5E 5814577.0N; then generally easterly along the building line of the north side of Hobsons Road, Kensington to AMG co -ordinate 316451.5E 5814635.0N; then generally south-easterly along the building line of the north side of Hobsons Road, Kensington to AMG co-ordinate 316580.5E 5814587.0N; then easterly along the building line of the north side of Flockhart Street, Kensington to the north-west corner of the junction of Flockhart Street and Bayswater Road, Kensington at AMG co-ordinate 316869.5E 5814806.0N; then generally north-westerly along the building line of the west side of Bayswater Road, Kensington to AMG co-ordinate 316833.5E 5814830.0N; then westerly along the building line of the south side of Westbourne Road, Kensington to AMG co-ordinate 316812.0E 5814813.5N; then northerly along the building line at the end of Westbourne Road, Kensington to AMG co-ordinate 316804.5E 5814823.5N; then easterly along the building line of the north side of Westborne Road, Kensington to the north-west corner of the junction of Westbourne Road and Epsom Road, Kensington at AMG co-ordinate 317182.5E 5815111.5N; then northerly along the building line of the west side of Epsom Road, Kensington to the south-west corner of the junction of Smithfield Road and Epsom Road, Kensington at AMG co-ordinate 316997.5E 5815344.5N; then westerly along the building line of the south side of Smithfield Road, Kensington returning to AMG co-ordinate 316223.5E 5814709.0N.

Commencing at a point on the south-east corner of the junction of Smithfield Road and Epsom Road, Kensington at AMG co-ordinate 317016.0E 5815354.0N; then southerly along the building line of the west side of Epsom Road to the north-west corner of the junction of Epsom Road and Market Street, Kensington at AMG co-ordinate 317175.5E 5815153.0N; then easterly along the building line of the north side of Market Street, Kensington to the north-west corner of the junction of Market Street and Bellar Street, Kensington at AMG co-ordinate 317518.0E 5815426.0N; then north-easterly along the building line of the west side of Bellar Street, Kensington to the south-west corner of the junction of Bellar Street and Racecourse Road, Flemington at AMG co-ordinate 317507.0E 5815477.5N; then generally north-westerly along the building line of the south side of Racecourse Road, Flemington to the south-west corner of the junction of Racecourse Road and Smithfield Road, Flemington at AMG co-ordinate 317196.0E 58115511.5N; then westerly along the building line of the south side of Smithfield Road, Kensington returning to AMG co-ordinate 317016.0E 5815354.0N.

DEFINITIONS: In this boundary delineation "AMG" is a reference to Australian Map Grid, Zone 55

Schedule 2: Variations to this licence

Date	Variation
24 July 1998	To give effect to introduction of retailer of last resort, scheme, vary the payment dates for annual licence fees and remove obsolete clauses.
8 April 1999	To include a condition requiring the licensee to conduct audits of its compliance with licence, code and guideline obligations
22 March 2001	To establish a regulatory framework for full retail competition to reflect changes established by Electricity Industry Act 2000, to make other minor amendments and to amend the dispute resolution clause to establish the Energy and Water Ombudsman.
28 August 2001	To include a new clause 4A on deemed distribution contracts, amend clause 4 in relation to approval of default use of system agreements and amend schedule 3 to change the date on which some full retail competitions systems are to be operation.
30 January 2002	To bring the licences up to date for developments in full retail competition and to make other minor administrative changes.
31 August 2005	To make various administrative and substantive amendments following review by the Commission of electricity generation, distribution and retail licences.
17 August 2016	Amendment to licensee company name.
3 August 2022	Varied (with effect from 1 October 2022) to reflect the decision published by the Commission on 11 August 2022 implementing the new Electricity Distribution Code of Practice.