



Electricity wholesale licence

ACLE Services Pty Ltd (ACN 631 910 659)

Issued on 11 November 2024



Electricity Wholesale Licence

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

Date

This Licence is issued on **11 November 2024**.

Licensee

This Licence is issued to:

ACLE Services Pty Ltd (ACN 631 910 659) (the Licensee)

Level 3, 689 Burke Road
Camberwell, VIC 3124

**THE COMMON SEAL of the
ESSENTIAL SERVICES COMMISSION**
was affixed pursuant to the authority
of the Commission on 15 November 2024



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Gerard Brody

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> (Vic).
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.
Commencement Date	11 November 2024
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).
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> (Vic).
Holding Company	in relation to an entity, an entity of which the first entity is a Subsidiary.
Licensee	ACLE Services Pty Ltd (ACN 631 910 659).
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> (Vic).

National Electricity Rules	the National Electricity Rules as in force from time to time under the National Electricity Law.
Review	a systemic and independent process for obtaining evidence and evaluating it objectively to determine the extent to which particular criteria are fulfilled, this includes, but is not limited to a regulatory audit undertaken in accordance with relevant Guidelines issued by the Commission.
Small Generating Unit	has the same meaning as a small generating unit as defined under Chapter 10 of the National Electricity Rules.
Subsidiary	has the meaning given in the <i>Corporations Act 2001</i> (Cth).
Ultimate Holding Company	means, in relation to an entity, an entity that: (a) is a Holding Company of the first-mentioned entity; and (b) is itself a Subsidiary of no entity.
Wholesale Electricity Market	means the market for wholesale trading in electricity operated by AEMO under the National Electricity Rules.

1.2 In this Licence, unless the context otherwise requires:

- (a) headings and footnotes are each for convenience only and do not affect the interpretation of this Licence;
- (b) words importing the singular include the plural and vice versa;
- (c) words importing a gender include any gender;
- (d) an expression importing a natural person includes any company, partnership, trust, joint venture, association, corporation or other body corporate and any governmental agency;
- (e) a reference to a condition, clause, or part is to a condition, clause, or part of this Licence;
- (f) a reference to any statute including the Act and regulation, proclamation, Order in Council, ordinance or by-law includes all statutes, regulations, proclamations, Orders in Council, ordinances or by-laws varying, consolidating, re-enacting, extending or replacing them and a reference to a statute includes all regulations, proclamations, Orders in Council, ordinances, by-laws and determinations issued under that statute;
- (g) 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;

- (h) a reference to a person includes that person's executors, administrators, successors, substitutes (including, without limitation, persons taking by novation) and permitted assigns;
- (i) other parts of speech and grammatical forms of a word or phrase defined in this Licence have a corresponding meaning;
- (j) a period of time:
 - (i) which dates from a given day or the day of an act or event is to be calculated exclusive of that day; or
 - (ii) which commences on a given day or the day of an act or event is to be calculated inclusive of that day; and
- (k) 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, given in accordance with clause 2.2, and dealt with as follows:

- (a) if given by the Licensee to the Commission – addressed to the Chief Executive Officer of the Commission at either the physical or email 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

- (b) if given by the Commission to the Licensee – addressed to the Chief Executive Officer of the Licensee (or such equivalent position) at either the physical or email address specified below (or as notified to the Commission by the Licensee in accordance with clause 2.5)

ACLE Services Pty Ltd
Level 3, 689 Burke Road
Camberwell VIC 3124
raymond@acle.com.au

2.2 A notice is to be:

- (a) signed by or on behalf of the person giving the notice and delivered by hand; or
- (b) signed by or on behalf of the person giving the notice and sent by pre-paid post; or
- (c) transmitted electronically by or on behalf of the person giving the notice by electronic mail.

2.3 A notice is deemed to be received:

- (a) if delivered by hand – upon delivery to the relevant address;
 - (b) if sent by post – upon the confirmation of delivery of the notice by the relevant delivery services, or in accordance with section 160(1) of the *Evidence Act 2008* (Vic), whichever is earlier;
 - (c) if transmitted electronically – in accordance with the *Electronic Transactions (Victoria) Act 2000* (Vic).
- 2.4 A notice received after 5.00 pm, or on a day that is not a Business Day, is deemed to be effected on the next Business Day.
- 2.5 The Licensee must:
- (a) notify the Commission of any change to the Licensee’s physical or email address for the service of notices pursuant to clause 2.1; and
 - (b) specify in such notice the new physical or email address and the effective date of the change,
- as soon as practicable and no less than five Business Days prior to the effective date specified in the notice.

Part B – Licence

3 Grant of the Licence

- 3.1 This Licence was first granted on 11 November 2024 and has been varied on the dates set out in Schedule 1 of the Licence.
- 3.2 Subject to clause 3.3, in the exercise of its powers under section 19 of the Act, the Commission grants the Licensee a licence to sell electricity, generated from Small Generating Units, through the Wholesale Electricity Market on the terms and conditions set out in this Licence.
- 3.3 This Licence is subject to any prohibition set out in any Order made by the Governor in Council published in the Government Gazette and in force under section 23 of the Act.

4 Variation

The Commission may vary this Licence in accordance with section 29 of the Act.

5 Transfer

This Licence may be transferred in accordance with section 31 of the Act.

6 Revocation

- 6.1 The Commission may revoke this Licence in accordance with section 29 of the Act.

Procedures

- 6.2 For the purposes of section 29(3) of the Act, the Commission may revoke this Licence in accordance with the procedures of this clause 6.
- 6.3 If the Licensee notifies the Commission that it requests, or consents to, revocation of this Licence:
- (a) clauses 6.4 to 6.6 do not apply; and
 - (b) the Commission may at any time revoke this Licence by issuing a notice to the Licensee that specifies the date upon which the revocation takes effect.
- 6.4 Where the Commission proposes to revoke this Licence, the Commission will issue a notice to the Licensee specifying:
- (a) the basis upon which the Commission proposes to revoke the Licence;
 - (b) the date upon which the revocation is proposed to take effect, such date to be no less than 20 Business Days after the date of the notice; and
 - (c) that the Licensee has the opportunity to make submissions on the matter and the time and date by which, and manner in which, those submissions must be made.
- 6.5 Prior to making a decision to revoke the Licence, the Commission must consider any submissions made by the Licensee in accordance with a notice issued under clause 6.4.
- 6.6 Where the Commission decides to revoke this Licence, the Commission will issue a notice to the Licensee specifying:
- (a) the basis upon which the Commission is revoking the Licence; and
 - (b) the date upon which the revocation takes effect, being no earlier than the date specified in the notice issued under clause 6.4.
- 6.7 If the Commission issues a notice under clause 6.3(b) or 6.6, this Licence will be revoked on the date specified in that notice.

Part C – Licence Conditions

7 Status of the requirements in this Part

A failure on the part of the Licensee to meet any of the requirements set out in this Part C is a breach of a civil penalty requirement for the purposes of the ESC Act.

8 Payment of fees

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 written notice if any event occurs, any decision by the Licensee is made, or any other circumstances exists that will result in:

- (a) a Change of Control of the Licensee; or
- (b) the Licensee being under external administration within the meaning of the *Corporations Act 2001* (Cth).

9.2 The notice required under clause 9.1 must:

- (a) set out particulars of the relevant event, decision or circumstance; and
- (b) be given to the Commission as soon as practicable and in any case not later than three Business Days after the Licensee becomes aware of the event or circumstance or makes the decision.

10 Compliance with regulatory instruments

The Licensee must have in place an adequate system for monitoring its compliance with this Licence and the Act.

11 Compliance with National Energy Rules

The Licensee must comply with the National Electricity Rules.

12 Ongoing technical capacity

12.1 The Licensee must at all times maintain such technical capacity as is reasonably required to:

- (a) meet obligations under this Licence, any applicable Code of Practice and the Act; and
- (b) undertake the activities authorised by this Licence.

12.2 In this clause 12, activities undertaken pursuant to this Licence include any activities undertaken by a contractor, subcontractor, agent or other third party engaged by the Licensee for the purpose of enabling the Licensee to undertake the activities authorised by this Licence.

13 Provision of information

13.1 The Licensee must maintain comprehensive records regarding any activities undertaken pursuant to this Licence for a period of at least 7 years.

13.2 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 for the purposes of performing its functions or exercising its powers.

13.3 In this clause 13:

- (a) activities undertaken pursuant to this Licence include any activities of that type undertaken by a contractor, subcontractor, agent or other third party (a third party) engaged by the Licensee for the purpose of enabling the Licensee to undertake the activities authorised by this Licence; and
- (b) information includes information in the possession, custody or control of any third party.

14 Review

14.1 Subject to clause 14.2, the Licensee must, upon direction by the Commission, appoint an independent reviewer to conduct a Review of any of the following:

- (a) the Licensee's compliance with its obligations under its Licence, a Code of Practice or the Act;
- (b) the reliability and quality of information reported by the Licensee to the Commission and the consistency of that information with the Commission's specifications; and
- (c) any other matter as directed by the Commission.

14.2 The Licensee must obtain the Commission's prior approval of:

- (a) the appointment of an independent reviewer; and
- (b) the scope, timing and methodology of a Review that the Licensee must conduct under clause 14.1.

14.3 The Licensee must ensure that the Commission is promptly provided with a copy of any reports produced by an independent reviewer for a Review that the Licensee must conduct under clause 14.1.

14.4 The Licensee must require any independent reviewer it appoints to comply with any guidelines issued by the Commission dealing with Reviews.

Schedule 1 – Variations to the Licence

Date	Variation
	This Licence has not been varied.