Proponent Briefing Guide

Guide to completing the Tender / Consortium Process Deed and submitting a Security for Process Bond

21 October 2025

Important Notice

This Proponent Briefing Guide (**Guide**) is provided to Proponents to assist them in completing and executing the Tender Process Deed or Consortium Process Deed (as applicable) (each, a **Process Deed**) for Tender Round 7 of the NSW Electricity Infrastructure Tender. Proponents should ensure that they take care to read this note carefully and in full as it contains important information on how to submit the applicable Process Deed at the Bid stage for Tender Round 7.

Participation in Tender Round 7 is subject to proper execution by each Proponent of a Tender Process Deed or Consortium Process Deed (as applicable). In accordance with the Tender Guidelines published by the Consumer Trustee in relation to Tender Round 7 (**Tender Guidelines**), the Consumer Trustee reserves the right to cease considering a Proponent's Bid unless and until the relevant Process Deed has been correctly completed and submitted (or re-submitted, as required).

Capitalised terms used in this Guide and not otherwise defined in this document take their meaning from the Tender Guidelines.

Purpose of this Guide

This Guide provides guidance and supporting instructions for Proponents to assist them with:

- completing and executing the applicable Process Deed; and
- providing the Security for Process Bond to the Consumer Trustee,

in connection with their participation in the Tender Round 7.

A proforma copy of:

- the Tender Process Deed is available via the ASL website; and
- the Consortium Process Deed is available on request from the Consumer Trustee, in accordance with the Tender Guidelines, via Tender7@aemoservices.com.au.

Prior to completing and executing the applicable Process Deed, Proponents are advised to read:

- Section 3.1.1 (Submission of Bid) and Section 5.19 (Proponent structure, consortium members and associates) of the Tender Guidelines; and
- this Guide.

Contents of this Guide

This Guide provides guidance on how to submit a properly executed Process Deed (Section 1), including preparation and completion of the applicable Process Deed in executable form (Section 2). It also provides guidance on how to provide the Security for Process Bond to the Consumer Trustee (Section 3).

Proponents remain responsible for ensuring that the applicable Process Deed submitted by them is completed accurately and properly executed, that the Security for Process Bond is properly provided to the Consumer Trustee, and that they otherwise comply with the Tender Guidelines.

Section 1: Requirement to enter into and comply with a Process Deed

1. Entering into the Process Deed

A Bid made by a Proponent must meet and comply with the requirements set out in the Tender Guidelines. This includes completing, executing and submitting a Tender Process Deed or a Consortium Process Deed (as applicable) – see Section 5.19 of the Tender Guidelines.

2. Completing the correct form of Process Deed

Proponents are required to nominate a Bid Entity as part of their participation in the Tender Round.

Whether a Tender Process Deed or a Consortium Process Deed should be entered into depends on whether the Bid Entity is available to register from the commencement of participation in the Tender Round – see Section 5.19 of the Tender Guidelines and the table below.

Scenario		Which legal entity enters into the applicable Process Deed?	Which Process Deed is used?	
			Tender Process Deed	Consortium Process Deed
1	Bid Entity is ***available*** to register from the commencement of participation in the Tender Round (regardless of whether it is owned by a consortium or a single entity)	the Bid Entity	✓	×
2	Bid Entity is ***not available*** to register from the commencement of participation in the Tender Round and a consortium ownership structure is ***not*** proposed	the legal entity that registers in accordance with Section 3.1.2 of the Tender Guidelines	✓	×
3	Bid Entity is ***not available*** to register from the commencement of participation in the Tender Round and a consortium structure is proposed	each of the Consortium Members	×	✓

Section 2: Completing and executing the Process Deed

Important guidance on the Tender Process Deed and Consortium Process Deed for Tender Round 7

Proponents should ensure that all details in the Tender Process Deed (or Consortium Process Deed, as applicable) have been completed as described in Steps 1 to 3 below (including those noted in Annexure A, which is provided for guidance to Proponents).

NOTE: The guidance in Steps 1 to 3 below is specific to the Tender Process Deed. Where a Consortium Process Deed is to be entered into (see Section 1 above), please see the variations set out in the grey boxes throughout this section.

Step 1: Completing Proponent details

A Proponent intending to participate in Tender Round 7 must complete all details of the company acting as Proponent that must be included on the covering page, in addition to the '*Proponent details*' and '*Details for notices*' sections of the 'Details' page. See Annexure A for more information on completing these details.

Note to Proponent Consortium Members only

Proponents intending to participate together as Proponent Consortium Members in Tender Round 7 must complete the details of each Proponent Consortium Member on the covering page of the Consortium Process Deed, in addition to those details required in the '*Proponent details*' and '*Details for notices*' sections of the 'Details' page. See Annexure A for more information on completing these details.

Note that the first-named Proponent Consortium Member in the Consortium Process Deed owes certain further obligations on behalf of all Proponent Consortium Members. These include obligations to (i) procure and deliver (and, where necessary, replace) the Security for Process Bond for the amount calculated in Step 2 below, and (ii) communicate with the Consumer Trustee on behalf of the other Proponent Consortium Members.

Step 2: Calculating the Process Bond Amount

The 'Process Bond Amount' must be calculated in accordance with Section 3.1.1, under the subheading 'Security for Process Bond', of the Tender Guidelines. The Tender Guidelines contain further details for how to calculate the Process Bond Amount. It is the Proponent's responsibility to ensure that this Process Bond Amount is calculated correctly and that this figure is used for the Security for Process Bond.

Note to Proponent Consortium Members only

It is the obligation of the first-named Proponent Consortium Member in the Consortium Process Deed to procure and deliver (and, where necessary, replace) the Security for Process Bond for the calculated Process Bond Amount.

Step 3: Submitting an executed version of the Tender Process Deed

Note to Proponent Consortium Members only

References to 'Proponent' in the below guidance should be read as references to each Proponent Consortium Member.

Executing the Tender Process Deed

Executing the Tender Process Deed involves:

- The Proponent completing all document inputs (as set out in Annexure A to this Guide).
- Where the Proponent is a company incorporated in Australia, executing the Tender Process Deed in compliance with the signature blocks provided in the version of the Tender Process Deed available from https://asl.org.au/tenders.

  The signature blocks are designed to be executed in accordance with the section 127 of the *Corporations Act 2001* (Cth) (**section 127**). For the avoidance of doubt:

  – Where the Proponent is ***a company with more than one director***

    - one director inserting their name and signature in the relevant parts of the execution block located on the lefthand side of the Signing Page; and
    - a second director, or the company secretary, inserting their name and signature in the relevant parts of the execution block located on the righthand side of the Signing Page, and striking out the words "director" or "company secretary" as applicable; and

- either officeholder writing the name and ABN/ACN of the Proponent on the Signing Page and dating the document with the date that it became fully executed.

  – where the Proponent is a sole director company, that sole director

    - inserting their name and signature in the relevant parts of the execution block located on the lefthand side of the Signing Page; and
    - striking out the unused righthand side of the execution block; and

- the director writing the name and ABN/ACN of the Proponent on the Signing Page and dating the document.
- Where the entity entering into the Tender Process Deed is **not** a company incorporated in Australia, or has in place appropriate delegations of corporate authority (such as an effective power of attorney), then an alternative method of execution may be considered by the Consumer Trustee. In this circumstance, the Proponent must:

  – promptly notify the Consumer Trustee, in accordance with the Tender Guidelines, via Tender7@aemoservices.com.au of the Proponent's intention and the proposed method of execution; and

  – provide evidence of the relevant authority of for each person who seeks to execute the Tender Process Deed on behalf of the Proponent. In addition, where the Tender Process Deed is proposed to be executed on behalf of an entity that is not incorporated in Australia, the Proponent must provide to the Consumer Trustee a legal opinion (for reliance by the Consumer Trustee) from the place of incorporation of that entity that attests to the enforceability of the execution of the Tender Process Deed using the method proposed.

- Following the process set out above, the Consumer Trustee will then assess the request and relevant information and may seek further information from the Proponent. Where the Consumer Trustee is satisfied with the alternative method of execution, a Process Deed with amended arrangements for execution will be provided to the Proponent.

Note: Wherever possible, it is the Consumer Trustee's preference that a Tender Process Deed be executed in accordance with section 127 of the Corporations Act as set out above.

The following questions may help you with executing the Tender Process Deed and are intended as guidance only. See also Annexure A.

Covering page

- Have you inserted the dates on which the Process Deed was signed after 'Dated:'?
- Have you included the full legal name of the entity executing the Process Deed (as appears on the ASIC register) – e.g., '[Name] Pty Ltd'?
- Have you provided the ACN or the ABN of the entity that is executing the Process Deed?
  - If you've given the ACN, have you struck out 'ABN' where it appears on the Covering, Details and Signing pages?
  - If you've given the ABN, have you struck out 'ACN' where it appears on the Covering, Details and Signing pages?
- If the Process Deed is being executed by the ***trustee of a trust***, have you included the full legal name of the **trustee** and ACN or ABN followed by the full legal name of the **trust** (and, where available, its ABN)? – e.g. *'[Legal name of Trustee] ACN 001 234 567 as trustee for [Legal name of Trust] ABN 12 345 678 910'*?

Details page

- Have you filled out all the 'Proponent details' and 'Details for notices' requested and marked with an asterisk*?
  - Is the address a physical address – e.g. not a PO box?
- Have you inserted your Bid Reference (the reference starting with *'NEIT000…'*) in the 'Other details' section?

Signing page—page 22 Tender Process Deed, page 25 Consortium Process Deed

- Have you inserted the date on which the Process Deed was signed, after the word 'DATED:'?
- Have you included the full legal name (as appears on the ASIC register) and ACN or ABN of the entity executing the Process Deed – e.g. '*[Name] Pty Ltd ACN 001 234 567*' - after the words 'SIGNED, SEALED AND DELIVERED by'?
- If the entity is a ***sole director proprietary company***:
  - Has the sole director / company secretary signed the document?
  - Have you struck out the righthand side of the execution block?
- If the entity is **NOT** a sole director proprietary company:
  - Have two directors – or one director and the company secretary – signed the document?
  - For the second director / the company secretary, have you struck out the words 'director' / 'company secretary' (as relevant) in the execution block?
- If the Process Deed is being executed by the ***trustee of a trust***, have you included the full legal name of the **trustee** and ACN or ABN followed by the full legal name of the **trust** (and, where applicable, its ABN)? – e.g. *'[Legal name of Trustee] ACN 001 234 567 as trustee for [Legal name of Trust] ABN 12 345 678 910'*?

Submitting the Tender Process Deed

Once executed in accordance with the above instructions, and having completed all necessary document inputs as set out in Annexure A, the Proponent must submit a fully executed PDF version of the executed Tender Process Deed via the online tender portal.

Note to Proponent Consortium Members only

Once the Consortium Process Deed is executed in accordance with the above instructions – as varied by reference to the Consortium Process Deed – the first-named Proponent Consortium Member must submit a fully executed PDF version of the Consortium Process Deed via the online tender portal.

Section 3: Requirements for providing the Security for Process Bond

1. Requirements for Proponent to provide a Security for Process Bond

The Tender Process Deed includes a requirement for Proponents to provide a 'Security for Process Bond' within eight (8) Business Days of submitting a Bid. The Security for Process Bond is intended to mitigate the risk of a Proponent being successful in the Tender Round but failing to sign the Project Documents for the Bid.

NOTE: It is a requirement that Proponents provide a Security for Process Bond to participate in the Tender Round. Failing to provide the Security for Process Bond may result in the Consumer Trustee terminating participation by the Proponent in the Tender Round.

2. Guidance for Proponent to comply with this requirement

The Security for Process Bond must be a letter of credit or guarantee:

1 with a face value not less than the Process Bond Amount (see below for more information on the 'Process Bond Amount');

2 issued by an Australian branch of an authorised deposit-taking institution (such as a bank) with a credit rating of at least A- by S&P Global or A3 by Moody's;

3 which states that it is unconditional and irrevocable;

4 which can be drawn on demand in Sydney;

5 which may contain an expiry date, provided that such expiry date is no earlier than the end of the Validity Period (which will be specified in the Bid Form); and

6 which is otherwise in a form that is satisfactory to the Consumer Trustee (acting reasonably).

Proponents should note that there is no pro forma or template form for the Security for Process Bond document for this Tender Round. The Security for Process Bond must satisfy the requirements set out above and in the Tender Process Deed and Tender Guidelines.

The Consumer Trustee can review Security for Process Bonds prior to submission. These can be submitted through the Online Portal as an attachment to the 'T7 Notification or Clarification to ASL' form.

3. Calculating the Process Bond Amount

The 'Process Bond Amount' must be calculated in accordance with Section 3.1.1 of the Tender Guidelines, under the subheading 'Security for Process Bond'. The Tender Guidelines contain further details on how to calculate the Process Bond Amount. It is the Proponent's responsibility to ensure that the Process Bond Amount is calculated correctly and that this figure is used for the Security for Process Bond.

COMMON ISSUES WHEN PROVIDING THE SECURITY FOR PROCESS BOND

The following are examples of common issues that may arise for Proponents providing the Security for Process Bond to the Consumer Trustee and are intended as guidance only.

Please ensure that the Security for Process Bond document (i.e. the letter of credit or bank guarantee) specifies:

- The full legal name of both the Proponent and the Consumer Trustee (the Consumer Trustee's full legal name is AusEnergy Services Limited).
- The ABN for both the Proponent and the Consumer Trustee (the Consumer Trustee's ABN is **59 651 198 364**).

4. Logistics for delivery of the Security for Process Bond

The Consumer Trustee will notify Proponents to schedule an appointment for the hand delivery of the Security for Process Bond to the Consumer Trustee. Communications will be provided to Proponents by email via Tender7@aemoservices.com.au.

Annexure A – Further guidance and examples for completing and executing the Process Deed

Tender Round 7 – Tender Process Deed

Section reference	Instructions
Covering page (page 1)	1. Insert the date on which Tender Process Deed is signed in the space provided after the word 'Dated'. 2. Insert full legal name of the entity acting as Proponent (including 'Pty Ltd', 'Ltd', etc as relevant). This should be the substantive entity participating in Tender Round 7 – refer to section 1 of this document for further information. 3. Insert Australian Business Number or Australian Company Number. Strike out 'ABN' or 'ACN' depending on which number is not supplied. ***Example only:*** Dated: 01/01/2023 ABC Company Ltd *Insert Proponent entity name* ~~ABN~~ / ACN:* 123 456 789 **Strike out whichever is not applicable and insert Proponent's ABN or ACN* ("the **Proponent**")
	Note to Proponent Consortium Members only Insert the name of each entity acting as a Proponent Consortium Member following the instructions set out above.
Details page – "*Proponent details*" (page 3)	Insert the following contact details of the Proponent (i.e. the Bid Entity or the legal entity registered in accordance with Section 3.1.2 of the Tender Guidelines – see section 1 of this document for further information on who should be the party to the Process Deed) in the relevant spaces provided: • name • ABN or ACN (and strike out 'ABN' or 'ACN' depending on which is not supplied) • contact address • contact email, and • relevant contact person on behalf of the entity in 'Attention' placeholder. ***Example only:***

Section reference	Instructions
	*Insert details as marked **Proponent details** **Proponent** Name* ABC Company Ltd ABN / ACN* 123 456 789 Address* 1 Sydney St, Sydney NSW 2000 Email* tenders@abccompany.com Attention* John Smith, Managing Director, ABC Company Ltd
	Note to Proponent Consortium Members only Insert the contact details of each entity participating as a Proponent Consortium Member (ordered in the same manner as on the covering page) following the instructions set out above.
Details page – "*Details for notices (clause 10)*" (page 3)	Insert the contact details for the same entity used above in the relevant placeholders. ***Example only:*** **Details for notices (clause 10)** **Consumer Trustee** Name AusEnergy Services Limited Address Level 19, 20 Bond Street, Sydney NSW 2000 Email Tender7@aemoservices.com.au Attention General Manager, Commercial, AEMO Services Limited **Proponent** Address* 1 Sydney St, Sydney NSW 2000 Email* tenders@abccompany.com Attention* John Smith, Managing Director, ABC Company Ltd
	Note to Proponent Consortium Members only Insert the contact details of the First-named Proponent Consortium Member following the instructions set out above.
Details page – "*Other details*" (page 3)	Insert your unique Bid Reference number from the registration process via the online portal (e.g. *"NEIT0001234"*).
Signing page (page 22)	1. Insert date on which the Tender Process Deed is signed in 'Dated' placeholder. 2. Following the words *'SIGNED, SEALED AND DELIVERED by'*, insert the full legal name of the entity entering into the Tender Process Deed. For companies incorporated in Australia (except sole director companies – see below) 3. In the lefthand side of the execution block, one director (who is not the company secretary) must: a. sign on the dotted line labelled 'Signature of director'; and

Section reference	Instructions
	b. write their name on the dotted line labelled 'Name of director (block letters)'. 4. In the righthand side of the execution block, a second director or the company secretary must: a. sign on the dotted line labelled 'Signature of director/company secretary'; b. write their name on the dotted line labelled 'Name of director/company secretary (block letters); and c. strike out the capacity in which they are ***not*** signing the document. ***Example only:*** Signing page DATED: 01/01/2023 **SIGNED, SEALED AND DELIVERED** by ABC Company Ltd, in accordance with section 127(1) of the *Corporations Act 2001* (Cth) by authority of its directors: J. Smith Signature of director JOHN SMITH Name of director (block letters) Jane Doe Signature of ~~director~~/company secretary* *delete whichever is not applicable JANE DOE Name of ~~director~~/company secretary* (block letters) *delete whichever is not applicable For companies incorporated in Australia with a sole director only 5. In the lefthand side of the execution block, the sole director must: a. sign on the dotted line labelled *'Signature of director'*; and b. write their name on the dotted line labelled *'Name of director (block letters)'*. 6. The righthand side of the execution block must be struck out. ***Example only:*** *(next page)*

Section reference	Instructions
	Signing page DATED: 01/01/2023 SIGNED, SEALED AND DELIVERED by ABC Company Ltd, in accordance with section 127(1) of the *Corporations Act 2001* (Cth) by authority of its directors: J. Smith Signature of director JOHN SMITH Name of director (block letters) Signature of director/company secretary* *delete whichever is not applicable Name of director/company secretary* (block letters) *delete whichever is not applicable
	Note to Proponent Consortium Members only Each Proponent Consortium Member should follow the above instructions in respect of its relevant execution block.

Important notice: The contents of this document are for information purposes only. This document is not intended to provide any advice or imply any recommendation or opinion constituting advice. This document may include assumptions about future policy outcomes and generalisations. It may not include important qualifications, details or legal requirements. It may not include changes since the date of publication. AusEnergy Services Limited (ABN 59 651 198 364), acting in its capacity as the Consumer Trustee, does not guarantee the accuracy, currency or completeness of any information contained in this document and (to the maximum extent permitted by law) will not accept responsibility for any loss caused by reliance on it. Information in this document is subject to change, and the Consumer Trustee is not bound by any information or representations included in this document. The information in this document is not a substitute for obtaining professional advice. The Consumer Trustee retains discretion to score and assess Bids and make recommendations. It reserves full flexibility in structuring and implementing its tender and processes, to ensure that it is satisfied that any recommendations it makes are in the long-term financial interests of NSW electricity customers and otherwise compliant with statutory requirements. Nothing in this document is indicative in relation to future tender processes or their outcomes.

This publication has been prepared using information available at 21 October 2025 and does not include any changes since the date of publication.