

# Energy retail licence application form

## Purpose of this form

This form must be completed by a person applying to the Essential Services Commission (the commission) for a licence to sell electricity and/or gas by retail in Victoria.

## Basis for this form

Section 18 of the *Electricity Industry Act 2000* and section 25 of the *Gas Industry Act 2001* (collectively, the Industry Acts) provides that a licence application must be made in a form approved by the commission. This is the form approved by the commission.

## Use of this form and the applicant's responsibilities

A licence application may be made by any legal person including, without limitation, individuals, incorporated associations, unit and other forms of trusts and corporations. Entities that are not a legal person (for example, an unincorporated joint venture or a partnership) cannot apply for a licence.

For the purpose of this application form, reference to the term "officer" includes the directors and secretary, and other persons who make or participate in making decisions that affect a substantial part of the applicant's business (for example, Chief Executive Officer, Chief Financial Officer or General Manager).

The applicant should list the information required in the spaces provided in this form and enclose additional information and documents when required.

The applicant must take all reasonable steps to ensure the information provided in the application form is complete, true and correct.

A director of the applicant (where an applicant is a body corporate) is required to make a declaration to this effect in the application form. Failure to disclose information or misrepresent any matter relevant to such information may result in a licence not being issued or in the revocation of a licence later.

It is a criminal offence under section 61A of the *Essential Services Commission Act 2001* to provide the commission with false or misleading information or documentation.

C/24/3925

The applicant is responsible for providing the commission with current, accurate and relevant documentation. It is the applicant's responsibility to make all reasonable inquiries to obtain the information required by this form.

1

Providing accurate and relevant information and a complete application (answering all questions and providing all information) will assist in timely processing of an application. All applications are assessed on a case-by-case basis. If insufficient information is provided with an application, we will contact the applicant about the requirement for additional information to be submitted before the application is considered further.

## **Prior reading**

It is expected that the applicant has read our [Guideline: Applications for electricity and gas industry licences](#) before completing this form.

It is the applicant's responsibility to ensure its compliance with legal obligations when applying for a licence.

## **Licence conditions**

The Industry Acts authorise the commission to issue licences subject to conditions as decided by the commission. Licences are published on our [website](#). We recommend the applicant familiarise itself with the relevant standard conditions and be confident that they can comply with those conditions and any other regulatory requirements such as Codes of Practice prior to applying for a licence.

## **Further information**

The applicant should note that we may ask for further information, or to clarify the information that the applicant has already provided with the application.

## **Consultation and confidentiality**

We will consult with relevant government, industry and consumer groups on the licence application through a public consultation process. Applications and/or supporting information that is not confidential will be made available on our website.

If the applicant believes that any information provided as part of its application is confidential or commercially sensitive, it is the applicant's responsibility to clearly identify this information on those documents. The applicant should also provide a 'non-confidential' version of the application form and documents for publication on our website and Engage Victoria (where relevant).

## **How to lodge an application**

The applicant may send the completed application form electronically (preferred) or in hard copy to:

Electronically: [licences@esc.vic.gov.au](mailto:licences@esc.vic.gov.au)

Hard copy:  
Market Operations, Energy Division  
Essential Services Commission  
Level 8, 570 Bourke Street  
Melbourne VIC 3000

**Individual attachments that are clearly titled (consistently with the attachment references specified in the application form) must be provided. Do not bundle attachments into single, large files.**

### **Large files**

Applicants generally need to send us large files which is often not suitable via email. Please contact us at [licences@esc.vic.gov.au](mailto:licences@esc.vic.gov.au) to discuss alternative options to provide an application to the commission.

## **Application fees and annual licence fees**

### **Application fee**

The commission has set a **\$5000** application fee for all energy retail licence applications.

Once the payment has been received, the commission will notify the applicant in writing. The assessment process for energy retail licence applications will commence *after* payment has been received.

Electronic payment of the Retail Application Licence Fee is to be made to:

Account name: Department of Treasury and Finance

BSB: 033-222

Account number: 110 505

Reference: RALF and the applicant's legal name (E.g. RALF Energy Pty Ltd)

### **Annual licence fees**

Holding an energy retail licence also incurs annual licence fees.

Refer to the commission's [Guideline: Applications for electricity and gas industry licences](#) for more information regarding annual licence fees.

## 1. General Information – The Applicant

*The applicant must answer all questions in this section.*

### 1.1 Legal name of applicant

State the full legal name of the applicant. The applicant is the person who will be selling (retail) electricity and/or gas that will be the subject of the licence.

### 1.2 Legal identity of applicant

Provide the applicant's ABN and ACN (where relevant) and information about the applicant (for example, whether the applicant is a private limited company, trust, or joint venture).

ABN: 73 653 445 740

ACN: 653 445 740

Type of entity: Corporation

### 1.3 Contact details and address of the applicant

#### The applicant

Business address: [REDACTED]

State: VIC

Postcode: [REDACTED]

Postal address (if different):

State:

Postcode:

Full name of contact person: [REDACTED]

Position title: [REDACTED]

Telephone:

Mobile: [REDACTED]

Email: [REDACTED]

### 1.4 Diagram of corporate and organisational structure

Provide a diagram of the:

- Corporate structure (including any parent and related companies within the meaning of the *Corporations Act 2001* (Cth)), and

**Attachment reference:** *Attachment 1 – ASIC certificate*

- organisational chart (including composition of the board, management, and other key personnel responsible for the key functions).

**Attachment reference:**

*FEA is a subsidiary of Flipped Energy Pty Ltd, the broader group of which ownership and governance essentially derives from. Flipped Technologies Pty Ltd is a related party which provides technology services to FEA and is also a subsidiary of Flipped Energy Pty Ltd. FEA is a start-up and affiliates are a start-up.*

*FEA is the entity applying for an energy retailing licence and conducts all operations related to the procurement and retailing of energy. The organisational chart has been provided below.*

## 1.5 The licence

If the applicant is seeking for a licence to be issued by a certain date, identify this date. **Note: we do not undertake to issue the licence by this date.** The applicant should generally allow a minimum of eight to 10 weeks **once we consider the application to be complete**. An application is considered complete once we have all the information needed for the commission to make a decision. In other words, when we have no need to request further information from the applicant. This includes a public consultation period of four weeks (generally) as part of our consideration of licence applications.

Provide details on the following:

Date from which licence is sought:

**Nature and scope of operations:**

State whether the applicant intends to retail to customers whose aggregate consumption, per annum, at a supply point is or is likely to be:

- less than 40MWh of electricity or 1,000GJ of gas (small residential and/or business customers)
- 40MWh to 160MWh of electricity or 1,000 to 5,000GJ of gas (medium customers)
- more than 160MWh of electricity or 5,000GJ of gas (large customers).

*FEA aims to retail to small residential and/or business customers less than 40MWh of electricity. FEA will not commence retailing to electricity customers under the subject licence until it has been provided with a full retail authorisation from the Essential Service Commission and satisfied any associated requirements.*

## 1.6 Involvement of third parties with application

Did any third parties, such as consultants, assist the applicant with preparing this licence application? If so, state the name of the third party and describe their involvement with preparing the application

*No third parties, such as consultants, assisted the Flipped Energy with preparing this licence application.*

## 1.7 Payment of fees

**Tick this box to confirm you have made the required application fee payment of \$5,000:**

## 2. Technical capacity

*The applicant must answer all questions in this section.*

### 2.1 Experience and knowledge of the industry

Provide comprehensive details and documentation of the systems, processes and approaches that the applicant will use to:

*FEA is a newly formed start-up. There are no prior operations for this entity, and as such, no prior experience for the organisation as an energy retailer in Victoria. On 26 September 2024, the Australian Energy Regulator (AER) approved an electricity retailer authorisation application from Flipped Energy Australia Pty Ltd.*

- a) market to customers

*[Reference Attachment 25 - Business Plan and Financial Model]*

*Digital-first approach utilizing aggregator channels (Energy Made Easy, iSelect, etc), direct digital marketing, and solar/battery installation partnerships. FEA's go-to-market strategy is phased in 3 stages and described in the Business Plan.*

- b) bill customers

*[Attachment 1 – System Design]*

*In-house developed ISU (billing and invoicing) system with automated billing cycles, meter usage reconciliation, and flexible pricing models including time-of-use and subscription-based options.*

- c) manage connection and disconnection processes

*[Attachment 19 – Hardship Policy]*

*Automated workflows through our CRM system with direct integration to AEMO MSATS systems. Streamlined customer onboarding with digital contract management.*

*FEA has created a Hardship Policy, customers who stop making agreed repayments AND where engagement with the customer is not possible on repayments, may proceed towards debt collection and possibly disconnection.*

- d) manage customer complaints

*[Attachment 4 – Customer Complaints]*

*Comprehensive complaints handling system aligned with AS ISO 10002-2014, featuring multi-channel support (phone, email, chat) with escalation pathways and integrated case management.*

- e) manage dispute resolution

*All our customers have the right to contact the Energy & Water Ombudsman Victoria (EWOV), including to lodge a complaint or for free independent information and advice. EWOV is the government approved dispute resolution scheme for Victorian energy customers.*

*EWOV membership is in progress with established internal dispute resolution procedures and clear escalation pathways to external dispute resolution.*

- f) comply with regulatory reporting requirements.

*[Attachment 5 - Compliance Strategy]*

*[Attachment 6 – Compliance Calendar]*

*[Attachment 7 – Obligations Register]*

*[Attachment 8 – Breach Reporting Procedure]*

*Flipped energy has policies and processes to comply with regulations, laws and rules imposed under the Retail Law and Retail Rules and applicable statutory laws, industry and technical requirements, and to adhere to the moral obligations Flipped sets to achieve.*

*A function within the team will regularly monitor for rule changes, compliance with the responsibilities laid out in the National Energy Rules.*

For each of the above matters, provide details of the relevant systems and processes that the applicant will use. In providing those details include:

- g) the proposed business strategy/plan and functions and how they will be resourced

*[Attachment 25 - Business Plan and Financial Model].*

- h) the experience and qualifications of relevant key employees who will manage those systems and processes

*[Attachment 3 - CVs/Bios]*

*[Attachment 4 – Function checklist]*

*The directors of FEA have extensive experience in tangential sectors*

- *Angelo Perera (CTO): 15+ years technology experience including IRESS market data systems*
- *James Bandara (CEO/Chairman): Energy analyst background with MyDeal.com.au founding experience*
- *Vignesh Sivakumar (CXO): 15 years customer service including 4 years at AGL*
- *Melissa Lew (CFO): Chartered financial accountant with +10 years of industry experience spanning across large established multinationals*
- *Victor Feoktistov (Wholesale Manager): 13 years in the Wholesale energy sector*

- i) if the applicant will engage third parties to assist with the licensed activities, provide the following information in relation to each third party:

- (i) the name of that third party

- (ii) the scope of activities undertaken by the third party
- (iii) details and copies of any agreements for the provision of services
- (iv) details about the experience of the third party in relation to the activities that it will be undertaking, including any accreditations, and
- (v) details of the processes in place to ensure the third party comply with the licensee's regulatory obligations.

**[Reference Attachment 20 - Relationship Evidence]**

**FEA has undertaken steps to form relationships with:**

[REDACTED]

- j) details about how the applicant will balance service delivery with projected customer growth, and practical steps it will take to meet relevant regulatory obligations.

**[Reference Attachment 25 - Business Plan and Financial Model]**

[REDACTED]

## **2.2 Risk management**

- a) Provide confirmation and evidence that the applicant has identified the risks associated with energy retail operations – this includes identifying the risks that are inherent in the applicant's proposed business and determining the likelihood of occurrence and impact to produce a 'risk map'.

**[Attachment 13 – Audit letter NEM]**

*Audit completed on our Compliance Strategy, Risk Strategy and Complaints Policy as we have engaged an experienced external firm to review our strategies and ensure they are in line with best industry practice. This has been provided as Attachment 13.*

- b) Additionally, provide evidence that the applicant has established, utilised and relied upon risk management systems and processes which are adequate, accurate and current to address those risks.

*[Attachment 14 - Standard Retail Contract]  
[Attachment 15 - Complaints Policy]  
[Attachment 16 - Whistleblower Policy]  
[Attachment 17 - Privacy Policy]  
[Attachment 18 - Code of Conduct]  
[Attachment 19 - Hardship Policy]*

- c) Provide a copy of the applicant's risk management strategy/framework. A statement should also be provided (or supporting document must make it clear) whether the strategy/framework has been developed in line with any Australian or International Standard (for example, ISO 31000:2018).

*[Attachment 13 – Audit letter NEM]*

*Auditor comment,*

*"In our view, FE's risk management system is consistent with AS ISO 31000:2018 – Risk Management – Principles and Guidelines, and its compliance system aligns with the Australian standard AS ISO 19600:2015 – Compliance Systems. It is an appropriate means for the company to manage its compliance, subject to it being adequately resourced and fully implemented in the form presented for review."*

- d) Provide a copy of a risk register that identifies risks, controls and mitigations.

*[Attachment 9 – Risk Charter]  
[Attachment 10 – Risk Management Policy]  
[Attachment 11 – Risk Assessment statement and matrix]*

- e) Provide a copy of a detailed risk appetite statement articulating how much risk is acceptable to the applicant across key risk areas.

*[Attachment 11 – Risk Assessment statement and matrix]*

## **2.3 Wholesale price risk management**

Applicants must clearly outline their approach to managing wholesale market risks.

Using the forecast customer acquisition numbers and expected customer load for the following five years presented in the baseline business plan, describe how the applicant plans to manage wholesale price risk.

[Attachment 2 - ██████████]  
[Attachment 3 - ██████████]

[Attachment 25 – Business plan Flipped]

[Attachment 25 – Base financial model V1.1-4]

[Attachment 27 – Wholesale Risk Management Summary]

[Attachment 28 – Electricity Trading Compliance Policy & Procedures]

In responding to this question, applicants must include to the following:

- a) For electricity, does the applicant have a plan to hedge part or all of the load? For gas, does the applicant have a plan to hedge all or part of the load? Describe the applicant's intended strategy in detail.

*FEA has established a wholesale price risk management framework governed by a Board-approved Trading Risk Policy and administered through our Compliance Committee structure.*

- b) What proportion of the applicant's customer load is anticipated to be purchased from the electricity or gas spot markets? If the applicant is intending to purchase from the spot market, it must specify the forecast spot prices being used, the basis on which spot prices are forecast and scenario analysis showing the impact of high, mid and low spot prices.

██████████

- c) Has the applicant made any preliminary arrangements or sought to obtain quotes to purchase hedging products? Provide details and evidence.

[Attachment 2 - ██████████]

██████████

- d) Describe how far in advance the applicant intends to hedge its wholesale risk, including information about hedging six months, 12 months, 18 months and 24 months ahead of anticipated need to supply customers. Also outline what amount of forecast load it plans to hedge and what level of residual wholesale risk the applicant will take.

██████████

- e) Describe how residual wholesale price risks will be mitigated.

[Attachment 27 Wholesale Risk Management Summary.docx]

*FEA has created roles and responsibilities to manage the significant market price risk an electricity retailer like us might face trading in the NEM. FEA have full time staff with wholesale experience and have engaged with ██████████ for support in wholesale reporting, stress testing and internal model reviews.*

**FEA has also established policies and standards to manage price and other risks FEA expects to face during its operations.**

- f) Which personnel in the applicant's business will be responsible for managing wholesale price risk? Outline their relevant experience in managing wholesale risks (including managing wholesale electricity and gas contracts and hedge products, where applicable).

**Attachment reference:**

[REDACTED]

## **2.4 Dispute resolution**

Applicants will need to provide documentation to demonstrate they are a member of the Energy and Water Ombudsman (Victoria) (**EWOV**) or have approached EWOV about joining the scheme.

**Attachment reference:**

[REDACTED]

**[Attachment 20 - Relationship Evidence]**

## **2.5 Registration with the Australian Energy Market Operator**

Advise if the applicant has or intend to register with the Australian Energy Market Operator (**AEMO**). If so, provide evidence of registration or exemption, or intending registration or exemption (for example, correspondence between the applicant and AEMO). If the applicant is not registering with AEMO, describe why that is the case.

**FEA is a registered AEMO market participant. The current registration list can be observed on the AEMO website:**

<https://aemo.com.au/energy-systems/electricity/national-electricity-market-nem/participate-in-the-market/registration>

## **2.6 Licences held in other jurisdictions**

If the applicant holds, or has previously held, electricity and/or gas licences or authorisations in other jurisdictions provide details. If a licence or authorisation previously held has been suspended or cancelled, provide details.

**A copy of Flipped's AER Authorisation can be found at the following link:**

<https://www.aer.gov.au/news/articles/communications/flipped-energy-australia-pty-ltd-granted-electricity-retailer-authorisation>

## 2.7 Previous unsuccessful licence applications in other jurisdictions

Confirm whether the applicant has applied for an electricity or gas licence or authorisation in another jurisdiction and not been issued with a licence or authorisation, provide details.

NA

## 2.8 Licences held by associates of the applicant

If an associate (within the meaning of the *Corporations Act 2001* (Cth)) holds an electricity or gas licence in Victoria or in another Australian jurisdiction, provide details.

*On 26 September 2024, the Australian Energy Regulator (AER) approved an application from Flipped Energy Australia Pty Ltd (Flipped Energy) for an electricity retailer authorisation under the National Energy Retail Law (Retail Law).*

## 2.9 Compliance management

- a) Provide evidence of compliance management which demonstrates how the compliance systems the applicant has (or will have) in place will ensure compliance with all the relevant regulatory obligations required by the retail licence.
- b) Provide a copy of the applicant's compliance management strategy. A statement should also be provided (or supporting document must make it clear) whether the strategy has been developed in line with any Australian or International Standard (for example, AS ISO 19600:2015).

### Attachment reference:

- c) Provide a comprehensive and detailed compliance register which outlines the applicant's:
  - i. regulatory obligations;
  - ii. source of each obligation;
  - iii. key actions for ensuring compliance with each obligation; and the personnel responsible for monitoring compliance.

*[Attachments 5 – Compliance Strategy]*

*Compliance strategy has been provided as Attachment 5 along with the other documents outlined in 2.1h.*

## 2.10 Material agreements

Provide copies of agreements entered into, or intended to be entered into, by the applicant that are material to the undertaking of the energy retail activity.

Agreements that are material to the undertaking of the energy retail activity may include, but are not limited to:

- a) customer service and dispute resolution activities
- b) billing services
- c) metering data services
- d) compliance functions
- e) wholesale market management
- f) risk management services
- g) inter-company services.

**Attachment reference:**

[\[Attachment 20 - Relationship Evidence\]](#)

*Agreements have been provided for Meter Data services and Wholesale Management assistance as outlined in 2.4&5. Flipped has its own internal billing system developed and internally built out its staffing capability.*

## 2.11 Policies

Applicants proposing to retail energy to residential customers must provide a copy of a:

a) Victorian financial hardship policy

b) family violence policy

c) life support policy.

**Attachment reference:**

*Flipped's Life Support Policy, Hardship Policy and Family Violence Policy has been provided as Attachment 21, 19 and 22 respectively.*

[\[Attachment 21 – Life Support Policy\]](#)

[\[Attachment 19 – Hardship Policy\]](#)

[\[Attachment 22 - Family Violence Policy\]](#)

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## 2.12 Engagement with Energy Safe Victoria (gas retail applications only)

For gas retail applications, provide details about the applicant's engagement with Energy Safe Victoria with respect to a gas safety case and any copies of correspondence.

**Attachment reference:**

**NA**

Additional information

Provide any additional information the applicant considers relevant to the commission's assessment of the applicant's technical capacity.

*Attached is a system design document, detailing the systems Flipped Energy has built, the roadmap and how these systems will drive Flipped Energy's operations.*

*[Attachment 23 - System Design]*

## **2.13 Additional information**

Provide any additional information the applicant considers relevant to the commission's assessment of the applicant's technical capacity.

**NA**

# **3. Financial viability**

*The applicant must answer all questions in this section.*

## **3.1 Financial resources**

The applicant must provide a statement, which will be made available to the public during the consultation period, that the applicant has the financial resources to commence and sustainably perform the relevant licensable activities and meet the service standards for small customers (if applicable).

Provide a statement to confirm that:

- a) the applicant is financially viable and has the financial resources to commence and sustainably operate the retail business; and
  - b) the applicant will be a registered market participant with the Australian Energy Market Operator for its retail business and subject to prudential requirements under the National Electricity Rules or National Gas Rules (as applicable).
- .....
- .....
- .....

### 3.2 Supporting documentation

The applicant must provide documentation listed below to demonstrate the applicant has access to sufficient financial resources to sustainably operate a viable retail business in the electricity and/or gas industry. This includes operating cost considerations, demonstrating the applicant can meet significantly increased costs – detailed, itemised costs must be provided.

The applicant must provide evidence that it has sufficient financial resources to meet higher costs, including adequate liquid financial reserves to meet higher unforeseen costs, such as higher wholesale costs and increased AEMO prudential requirements.

The applicant must demonstrate a clear understanding of the wide-ranging effects of the identified risks and potential changes on its business and set out appropriate risk mitigation measures.

Risk mitigation measures may include evidence of available cash reserves, including bank balances, loan guarantees and the like to ensure the business is able to continue as an active participant by servicing all existing customers and continuing to grow its customer base.

Applicants should also consider whether other risk mitigation measures may be necessary to manage risks to the business, such as changes to the organisational and technical capacity of the business.

Provide the attachment reference for each document listed below and mark commercial-inconfidence where applicable:

- a) audited financial statements for the previous financial year or the past 12 months

**Attachment reference:**

- b) annual report

**Attachment reference:**

- c) guarantees in place

**Attachment reference:**

- d) shareholder register

**Attachment reference:**

- e) statements from banks/financiers, shareholders, the board or parent company

**Attachment reference:**

- f) Provide a statutory declaration by an officer of the company, disclosing:

- i. any material change in the financial position of the applicant that has occurred since the end of last financial year for which audited accounts are provided; and

- ii. any likely changes in the structure, operation or financing of the applicant or the licensed activity that could materially affect the applicant's financial viability.

**Attachment reference:** **Attachment 30**

- g) Provide a five-year business plan. The business plan must demonstrate that the applicant meets the financial viability criterion. For example, it should provide information on (as applicable):
  - i. current valuations of the assets that will be used in undertaking the licensed activity
  - ii. all sources of revenues from the licensed activity
  - iii. all costs involved in undertaking the licensed activity, including:
    - A. the cost of meeting any prudential requirements
    - B. the cost of capital/debt
    - C. the cost to acquire customers
    - D. the cost to serve customers
    - E. the cost of meeting all relevant regulatory obligations, including environmental and green energy schemes (for example, Victorian Energy Upgrades).
    - F. the cost of procuring assets
    - G. wholesale costs.

Where revenues and/or costs are not fixed by contract, the business plan must include an explanation of the basis of the figures used and include appropriate stress testing and sensitivity analysis for such variables.

#### **Baseline business plan – financial model**

- h) Present financial information: profit and loss, cash flow and balance sheet statements, including five years of forecast data, shown in monthly increments. The information must correspond to the applicant's business plan, and organisational and technical capacity.
- i) In presenting this information the applicant must also clearly set out the assumptions underlying the data, including customer acquisition numbers (shown in monthly increments), associated customer load under POE50 demand conditions, and assumptions about the cost of debt. Customer load should be shown as forecast demand for each month, in Megawatt hours (**MWh**) for electricity and Gigajoules (**GJ**) for gas.

#### **Stress test scenarios – financial model**

- j) Present the same financial information provided in the baseline business plan (profit and loss, cash flow and balance sheet statements) for five years, presented in monthly increments, for each of the scenarios listed below.
- i. The customer acquisition path is 50% lower than that specified in the baseline business plan. Hold all else equal.
  - ii. The customer acquisition path is 200% higher than that specified in the baseline business plan. Hold all else equal.
  - iii. Present financial information for the scenario where:
    - A. the customer acquisition path is 200% higher than that specified in the baseline scenario; and
    - B. for electricity, the wholesale electricity cost equals the Annual Average Volume Weighted Price (**AAVWP**) for the preceding 12 months for the most expensive region
    - C. for gas, the wholesale gas cost equals the highest financial year average cost in the preceding five years in the Declared Wholesale Gas Market (**DWGM**) or Short Term Trading Markets (**STTM**).
- k) Present financial information for the scenario where:
- i. the customer acquisition path is 200% higher than that specified in the baseline business plan; and
  - ii. for electricity, the average wholesale electricity cost equals the ASX-traded Base Future Contract Price for contracts that are available over the next 12-month period (from the time the licence application is submitted to the commission).

#### **Notes regarding financial inputs**

- **Electricity:** The AAVWP for each region is published following the close of the calendar year and financial year in the Australian Energy Regulator (**AER**)'s Wholesale markets quarterly report. Note: If an applicant has applied or intends to apply for a retailer authorisation with the AER, or holds a retailer authorisation with the AER, then it should use the most expensive region. If the applicant intends to solely retail electricity in Victoria, then the Victorian region should be used.
- **Gas:** The financial year average gas price for the DWGM and STTM are published on the AER website in the wholesale statistics subsection of the wholesale markets section. If an applicant has applied or intends to apply for a retailer authorisation with the AER, or holds a retailer authorisation with the AER, then it should use the most expensive region (STTM or DWGM). If the applicant intends to solely retail gas in Victoria, then the DWGM should be used.
- **Futures:** The Average ASX-traded Base Future Contract Price (ASXFC) are published on the ASX Energy website.

*A financial model has been provided including stress tested versions.*

**A loan document has also been provided between Flipped Energy Australia and its chief Investor along with evidence illustrating the ability to meet that loan arrangement.**

**[Attachment 25 – Loan document and bank statement]**

**[Attachment 25 - Financial model]**

**[Attachment 25 - Business plan Flipped]**

**A business plan has also been provided outlining Flipped proposition and overall market entry plan in the same attachment**

## **4. Fit and proper person**

***The applicant must answer all questions in this section.***

In deciding whether to grant or refuse a licence application, the commission will consider whether the applicant is a fit and proper person to hold a licence in Victoria.

The concept of a 'fit and proper person' is established by common law and takes its meaning from its context, from the activities in which the person is or will be engaged, and the ends to be served by those activities.

In considering whether an applicant is a fit and proper person, we will have regard to the applicant's honesty, integrity and reputation. These are relevant factors as they can inform an assessment of the likelihood of future conduct.

We will also consider the conduct of officers. We will also consider the conduct of related bodies corporate or entities that can exert control over the applicant.

- a) Have any directors of the applicant, directors of any entity that can exert control over the applicant, or any person with significant managerial responsibility or influence on the applicant:
- (i) been declared bankrupt,
  - (ii) had their affairs placed under administration,
  - (iii) been disqualified from managing a company,
  - (iv) been subject to debt judgements, or
  - (v) insolvency proceedings (including any administration, liquidation or receivership in connection with the affairs of a company)?

If yes, provide details:

**No Directors of the Flipped Energy Australia Pty Ltds, or directors of any entity that can exert control over Flipped Energy, or any person with significant managerial responsibility or influence on Flipped Energy have: (i) been declared bankrupt, (ii) had their affairs placed under administration, (iii) been disqualified from managing a company, (iv) been subject to debt judgements, or (v) insolvency proceedings (including any administration, liquidation or receivership in connection with the affairs of a company).**

- b) Has the applicant, any directors of the applicant, directors of any entity that can exert control over the applicant or any person with significant managerial responsibility or influence on the applicant been prosecuted for any offences or had any enforcement action taken under any state, territory, Commonwealth or foreign legislation (including, but not limited to, the *Competition and Consumer Act 2010 (Cth)*, *Corporations Act 2001 (Cth)*, or the *Australian Securities and Investments Commission Act 2001 (Cth)*)?

If yes, provide details:

*Flipped Energy Australia, directors of any entity that can exert control over Flipped Energy Australia or any person with significant managerial responsibility or influence on Flipped Energy Australia has not been prosecuted for any offences or had any enforcement action taken under any state, territory, Commonwealth or foreign legislation (including, but not limited to, the Competition and Consumer Act 2010 (Cth), Corporations Act 2001 (Cth), or the Australian Securities and Investments Commission Act 2001 (Cth)).*

- c) Has the applicant, any directors of the applicant, any related body corporate, or any person with significant managerial responsibility or influence on the applicant been involved in any material breaches of obligations regulated by the commission or any other regulator?

If yes, provide details:

*Flipped Energy Australia, any related body corporate, or any person with significant managerial responsibility or influence on Flipped Energy Australia has not been involved in any material breaches of obligations regulated by the commission or any other regulator.*

- d) Has the applicant, any directors of the applicant, any related body corporate, or any person with significant managerial responsibility been under investigation in relation to its regulatory obligations or is currently bound by an enforceable undertaking?

If yes, provide details:

*Flipped Energy Australia, any related body corporate, or any person with significant managerial responsibility has not been under investigation in relation to its regulatory obligations or is currently bound by an enforceable undertaking.*

- e) Has the applicant, any related body corporate or any person with significant managerial responsibility or influence on the applicant, been refused a licence or authorisation, or had restricted, suspended or revoked any such licence or authorisation (in any jurisdiction)?

If yes, provide details:

*No directors of Flipped Energy Australia, any related body corporate or any person with significant managerial responsibility or influence on the applicant, been refused a licence or authorisation, or had restricted, suspended or revoked any such licence or authorisation (in any jurisdiction).*

- f) Is the applicant a resident of, or does it have permanent establishment in, Australia?

If no, provide details:

*Flipped Energy Australia Pty Ltd has permanent establishment in Australia.*

g) If any of the following apply, please provide details:

- (i) the applicant is external administration (as defined in the *Corporations Act 2001* (Cth)) or under a similar form of administration under any laws applicable to it in any jurisdiction; or
- (ii) the applicant is not capable of being sued in its own name in a court of Australia.

**NA**

#### **Additional information**

h) Provide any other information the applicant considers is relevant to the commission's fit and proper person assessment.

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## 5. Commission objectives

***The applicant must answer all questions in this section.***

In deciding whether to grant or refuse an electricity or gas retail licence application, the commission must consider its objectives under the *Electricity Industry Act 2000* and/or *Gas Industry Act 2001* and the *Essential Services Commission Act 2001* (**ESC Act**).

Our primary objective under the ESC Act, when performing our functions and exercising our powers, is to promote the long-term interests of Victorian consumers. In seeking to achieve this objective, we must have regard to the price, quality, and reliability of essential services and the matters set out in section 8A to the extent they are relevant.

An applicant must clearly demonstrate how its proposed retail business model or project, such as an electricity transmission or generation project, is consistent with the commission's statutory objectives.

Applicants must provide a statement regarding why granting a licence would address the objectives outlined in:

- Section 8 of the ESC Act (also see section 8A of the ESC Act),
- Section 10 of the *Electricity Industry Act 2000*, and/or
- Section 18 of the *Gas Industry Act 2001*.

Specifically, the applicant must positively satisfy the commission that the entry of the applicant into the retail market will promote the long-term interests of Victorian energy consumers with respect to the price, reliability and quality of energy.

**Granting a licence to Flipped Energy Australia under the relevant legislation is consistent with and supportive of the objectives outlined in Section 8 and 8A of the Essential Services Commission Act 2001, Section 10 of the Electricity Industry Act 2000, and Section 18 of the Gas Industry Act 2001.**

**Under Section 8 of the ESC Act, the Essential Services Commission (ESC) must promote the long-term interests of Victorian consumers with respect to the price, quality, and reliability of essential services. Section 8A further directs the ESC to facilitate efficiency, incentives for long-term investment, and the financial viability of regulated industries. Granting a licence to Flipped Energy Australia will promote these objectives by introducing a capable and committed market participant that is positioned to deliver competitive, reliable, and customer-focused services along with additional technology developed to service the retail electricity industry in Australia. This enhances market performance and supports innovation, investment, and consumer choice.**

**Under Section 10 of the Electricity Industry Act 2000, the objective is to promote a safe, reliable, and efficient electricity supply industry, with regard for environmental sustainability and the interests of consumers. Flipped Energy can demonstrate operational capability, a strong safety and compliance framework, and a commitment to contributing to Victoria's clean energy transition. Licensing this entity would further enhance system resilience and customer outcomes in the electricity market.**

**In conclusion, granting a licence supports regulatory objectives by promoting efficient investment, enhancing competition, safeguarding consumer interests, and contributing to the secure and sustainable delivery of energy services across Victoria.**

## 6. Statutory declaration

All the information provided in this application and attached documents for the issue of an electricity or gas retail licence must be true and correct and must be verified by a statutory declaration. This statutory declaration must be made by the applicant (where the applicant is an individual) or a director of the applicant (where the applicant is a corporation) and must be made in accordance with the requirements of the *Oaths and Affirmations Act 2018*.

An example of a statutory declaration form can be found [here](#). Information for authorised witnesses can be found [here](#).

The statutory declaration must address the following:

- a) identification of the declarant's position and/or role with the applicant
- b) that the declarant believes the information provided in the application to be true and correct
- c) that the declarant believes the applicant has the financial resources to commence and operate the activities the subject of the licence. Further, that the applicant intends to be/is registered as a market participant with the Australian Energy Market Operator in relation to the activity of selling electricity or gas (if applicable).

The following statutory declaration template should be amended as appropriate, including for the purpose of complying with the *Oaths and Affirmations Act 2018* (for example, if the statutory declaration was made via audio visual link under section 30A of that Act, additional information must be included in the statutory declaration).

### Statutory declaration template

#### **Statutory declaration attached as Attachment 26**

**[Attachment 26 – Statutory Declaration]**

## Appendix – Commercial in confidence

- Attachment 1 – ASIC Certificate
- Attachment 2 – Organisational Chart
- Attachment 3 – CVs/Bios
- Attachment 4 – Function checklist
- Attachment 5 – Compliance Strategy
- Attachment 6 – Compliance Calendar
- Attachment 7 – Compliance Obligations Register (ESC VIC)
- Attachment 8 – Breach Reporting Procedure
- Attachment 9 – Compliance Committee Charter
- Attachment 10 – Risk Management Policy
- Attachment 11 – Risk Assessment statement and matrix
- Attachment 12 – [REDACTED]
- Attachment 13 – Audit letter
- Attachment 14 – Standard Retail Contract
- Attachment 15 – Complaints Policy
- Attachment 16 – Whistleblower Policy
- Attachment 17 – Privacy Policy
- Attachment 18 – Code of Conduct
- Attachment 19 – Hardship Policy
- Attachment 20 – Relationship Evidence
- Attachment 21 – Life Support Policy
- Attachment 22 – Family Violence Policy
- Attachment 23 – Software System Design documentation
- Attachment 24 – Management Accounts
- Attachment 25 – Loan document and bank statement
- Attachment 25 – Financial model
- Attachment 25 – Base financial model V1.6 Stress Test Scenarios
- Attachment 25 – Business Plan
- Attachment 26 – Statutory Declaration (section 6)
- Attachment 27 – Wholesale Risk Management Summary
- Attachment 28 – Electricity Trading Compliance Policy & Procedures
- Attachment 29 – Flipped Energy BC Executed 240925\_signed
- Attachment 30 – StatDec (section 3.2)
- Attachment 31 – [REDACTED]
- Attachment 32 – Basic Disconnection-Reconnection procedure (approved 19.08.25)
- Attachment 33 – [REDACTED]