

**Appendix G-1**

Correspondence between Tamworth Regional Council and Applicant

Ms Joanna Murphy  
Senior Project Manager  
Neoen - Thunderbolt Energy Hub  
Level 6, 16 Marcus Clarke Street  
**CANBERRA ACT 2601**

Dear Ms Murphy,

**THUNDERBOLT ENERGY HUB COMMUNITY BENEFIT FUND – TAMWORTH REGIONAL COUNCIL COMMENT**

Ref: *lr/as/sl/GV/DocSetID 1597222*

Reference is made to the meeting between Council and Neoen officers on 15 February 2023 to discuss the Thunderbolt Energy Hub. Council understands that Neoen is planning to submit a response to submissions to the NSW Government and are required to include a letter from Council confirming their preference regarding benefit sharing. Neoen has requested confirmation from Tamworth Regional Council on a number of matters regarding the offer of community benefits and Council provides the following comments:

1. Tamworth Regional Council agrees that a Community Benefit Fund of \$80,000 per annum throughout the operations phase of Thunderbolt Energy Hub, indexed to CPI, is satisfactory. It is understood that this is notionally based on 50% of the total Community Benefit Sharing sum of \$160,000 p.a. with the other 50% allocated to Uralla Shire Council. As 90% of the wind turbines are located in the Tamworth Regional LGA in Stage 1, Council expects that any future Stage 2 located primarily in Uralla Shire would also be subject to the same 50% principle.  
  
It must be understood that Tamworth's acceptance of the arrangement does not bind Uralla Shire Council in any way and that Uralla is free to negotiate whatever form of agreement (and amount) they consider is appropriate.
2. Tamworth Regional Council considers the Neighbour Benefit-sharing program (estimated total \$220,000 p.a. indexed to CPI) to be a significant and valuable part of the project's overall benefit-sharing approach. A key aspect of the program is the transparency of the approach and that the participation by neighbours is not conditional on their support of the project prior to commencement, at commencement or ongoing.
3. Tamworth Regional Council is open to the Community Benefit Fund (CBF) being administered through Neoen's preferred model of the Community Enterprise Foundation™, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration. Council requires confirmation from the Community Enterprise Foundation™ that the administration of this fund will be acceptable to them and also transparency regarding the terms of their role in the administration.

4. Council confirms that a representative on the CBF's Advisory Committee from Tamworth Regional Council is appropriate. Council understands that the Committee will review eligible submissions and decide on the grants in line with a co-designed Terms of Reference. The committee will consist of a Neoen representative, local Council representatives and local community representatives. Council would expect the ability to exercise a 'veto' vote primarily to protect the community from unacceptable ongoing maintenance obligations.
5. Tamworth Regional Council confirms that subject to the above entering into a Voluntary Planning Agreement (VPA) with Neoen may not be required. This position is based on Council's agreement that once constructed the impact on Council infrastructure from the ongoing operation of the development will likely be limited. It is also based on the transparency of all aspects of the benefit sharing arrangements to give confidence to Council and, most importantly, the community.
6. Tamworth Regional Council confirms that consideration should be given to the communities along the construction transport route for the Community Benefit Sharing and this should be taken into consideration when co-designing the Terms of Reference.
7. Tamworth Regional Council confirms its understanding that benefits be directed to community groups. However, Council would like to leave the option available for works on Council facilities where justified. For example, Council would not like to see a community group denied support solely on the basis that their facility is located on Council owned land.
8. Tamworth Regional Council reaffirms support for a maintenance component to be included in a grant where appropriate and that this be considered when co-designing the Terms of Reference.
9. Council reaffirms the desirability of 'during construction' benefit sharing via sponsorship of community events or other means.
10. Finally, Council advises that the concept of sponsoring students through higher education is an aspect of particular interest.

I trust this information is of assistance with your project. Council would like express its appreciation of the positive approach taken by you and other Neoen officers in this process to date.

Thank you for your attention to this matter. Should you have any questions regarding issues outlined in this letter, please contact Council's Acting Manager Integrated Planning, Andrew Spicer, at the details below.

Yours faithfully

  
Gina Vereker  
**Director, Liveable Communities**

Contact: 

Email: 

28 March 2023

8 December 2023

Paul Bennett, General Manager  
Tamworth Regional Council

Sent by email to: [REDACTED]  
[REDACTED]

Dear Paul,

**Re: Thunderbolt Wind Farm – Benefit Sharing, Tamworth Regional Council**

I've not had the pleasure of meeting you in person yet – I am the State Leader for the NSW Development Team at Neoen Australia Pty Ltd (Neoen). As I'm sure you're aware, Neoen is approaching the very final stage of the Development Approval (DA) process for our Thunderbolt Wind Farm, which is the referral of the project by the Department of Planning & Environment (DPE) to the Independent Planning Committee (IPC).

Thunderbolt is Neoen's priority project for 2024 and obtaining a DA in Q1 2024 is essential to being able to achieve our target of executing construction contracts by the end of next year.

For referral to the IPC to happen, we need to receive **written confirmation from Tamworth Regional Council as to the agreement in principle we have reached in relation to the project's monetary contribution to benefit sharing by no later than 15 December 2023.**

Following discussions today with Andrew Spicer and Toni Averay (Uralla Shire Council) this morning, **we kindly request Council's written confirmation (either by email or in a letter) that the following is agreed:**

1. A total contribution over the life of the project (30 years indexed to CPI) of 1.5% of Capital Investment Value (as appended to the DA application) to be shared between Tamworth Regional Council and Uralla Shire Council (the Contribution).

and

2. That the following will be agreed at a later date (i.e., in early 2024):
  - The split of the Contribution between Tamworth Regional Council and Uralla Shire Council will be agreed between the councils and Neoen will be advised of the outcome.
  - That the Contribution will be administered through either:
    - **a community benefit fund** (administered by the Community Enterprise Foundation, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration) and/or
    - **a Planning Agreement**, with a degree of transparency regarding how the monies are allocated and spent.

*Note: Council may elect for either option, noting that Neoen's strong preference based on community feedback is for a community benefit fund.*

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- The drafting of any legal documents and terms of administration for the Contribution, including the scheduling of payments will be agreed between Neoen and Council.

We look forward to Council's written response (either by email or in a letter) by 15 December 2023.

Kind regards,



Emily Walker

State Leader – NSW Development

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Neoen Australia Pty Ltd  
State Leader – NSW Department  
Ms Emily Walker  
Level 21, 570 George Street  
**SYDNEY NSW 2000**

Dear Ms Walker

**THUNDERBOLT WIND FARM**

Ref: *mf/PB/DocSetID1959059*

This letter confirms that Tamworth Regional Council agree to:

1. A total contribution over the life of the project (30 years indexed to CPI) of 1.5% of Capital Investment Value (as appended to the DA application) to be shared between Tamworth Regional Council and Uralla Shire Council (the Contribution).

and

2. That the following will be agreed at a later date (i.e., in early 2024):

- The split of the Contribution between Tamworth Regional Council and Uralla Shire Council will be agreed between the councils and Neoen will be advised of the outcome.
- That the Contribution will be administered through either:
  - **a community benefit fund** (administered by the Community Enterprise Foundation, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration) and/or
  - **a Planning Agreement**, with a degree of transparency regarding how the monies are allocated and spent.

*Note: Council may elect for either option, noting that Neoen's strong preference based on community feedback is for a community benefit fund.*

- The drafting of any legal documents and terms of administration for the Contribution, including the scheduling of payments will be agreed between Neoen and Council.

Yours sincerely

  
Paul Bennett  
**General Manager**

15 December 2023

12<sup>th</sup> January 2024

Paul Bennett, General Manager  
Tamworth Regional Council

Sent by email to: [REDACTED]  
[REDACTED]

Dear Paul,

**Re: Thunderbolt Wind Farm – Benefit Sharing, Tamworth Regional Council**

Neoen would like to thank Tamworth Regional Council (**TRC**) for supporting the development application for the Thunderbolt Wind Farm project in providing the updated letter (Ref: mf/PB/DocSetID1959059, dated 15 December 2023) confirming:

*“A total contribution over the life of the project (30 years indexed to CPI) of 1.5% of Capital Investment Value (CIV) (as appended to the DA application) to be shared between Tamworth Regional Council and Uralla Shire Council (the Contribution).”*

The letter (a similar one was received from both TRC and Uralla Shire Council) was provided to the Department of Planning and Environment (**DPE**) before Christmas to enable the project to be referred to the Independent Planning Committee (**IPC**). While this validates the quantum of the Contribution, DPE has specifically requested confirmation of:

- The split of the Contribution between TRC and Uralla Shire Council,
- The timing of payments, and
- The % of contribution spent locally vs. regionally.

Neoen would therefore like to propose the following terms for the Contribution:

**1. The total Contribution of 1.5% CIV will be split as follows:**

- **60% to TRC, and**
- **40% to Uralla Shire Council.**

This split is on the basis that 10% of the project’s turbines are within the Uralla LGA and the additional 30% increase is to account for the impact the development will have on the local community in Uralla LGA, most notably in Kentucky (the closest township), on public services, workforce accommodation and local industry.

**2. The payment of the Contribution be scheduled as follows:**

- a. The **first payment** to be made on or immediately following **the start of commercial operation** of the project and **subsequent payments to be made annually** (for a total of 30 years) on the anniversary of the commercial operations date (indexed to CPI); or
- b. **Up to 25% of the total Contribution to each council may be paid as a lump sum** (at a discount rate of 8%) **within 5 years of the project’s commercial operations date** if TRC

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## Aaron Gutteridge

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**From:** Bennett, Pau [REDACTED]  
**Sent:** Tuesday, 16 January 2024 2:26 PM  
**To:** Aaron Gutteridge  
**Cc:** Vereker, Gina; Spicer, Andrew; Fairall, Mickaela; Emily Walker; 'Toni Averay'  
**Subject:** RE: Thunderbolt Wind Farm: VPA Proposal

**EXTERNAL:** Do not click links or open attachments unless you recognize the sender and know the content is safe.

Good afternoon Aaron,

Thanks for your email and letter last Friday. I have just returned from leave but have spoken with Toni Avery (General Manager) from Uralla Shire Council and also my Director Liveable Communities Gina Vereker about the revised benefit sharing proposal this morning.

There are a number of matters that will still take some time to resolve in consultation with our respective elected Councillors as follows;

- While the 60/40 split between Tamworth and Uralla is supported by both myself and Toni we would need a formal Council resolution from each before we could confirm. TRC does not meet again until 13 February.
- TRC has an existing contribution policy that stipulates that 50% of the contribution must be paid up front and the remaining 50% over the life of the project. Council would need to formally consider a departure from this policy position as per term 2.
- TRC will not agree to term 3 as we do not have any "immediate community" in close proximity to the project. TRC would utilise the contribution for the benefit of the entire community with a focus on our rural areas.

Unfortunately I cannot provide you with a formal response by 19 January as requested but I am happy to discuss the above as required.

Regards,

Paul

**Paul Bennett**

General Manager

[REDACTED]  
PO Box 555 Tamworth NSW 2340

[www.tamworth.nsw.gov.au](http://www.tamworth.nsw.gov.au)



**From:** Aaron Gutteridge [REDACTED]  
**Sent:** Friday, 12 January 2024 6:12 PM  
**To:** Bennett, Paul [REDACTED]  
**Cc:** Vereker, Gina [REDACTED]; Spicer, Andrew [REDACTED] Fairall, Mickaela [REDACTED]; Emily Walker [REDACTED]  
**Subject:** Thunderbolt Wind Farm: VPA Proposal

Dear Paul,

I hope you have enjoyed the break over the Christmas holidays.

We would like to provide TRC an updated proposal for the terms of the VPA agreement. DPE have requested the confirmation of the outstanding items mentioned in the previous letter provided by TRC in December.

It would be greatly appreciated if you could review the letter and confirm the outstanding items to support the development application for Thunderbolt Wind Farm.

If you have any questions regarding the letter, please don't hesitate to contact myself or Emily. We would be happy to facilitate any meeting to discuss the terms.

Kind Regards,

**Aaron Gutteridge**  
Project Manager

**NEOEN**

Level 21 / 570 George Street, Sydney NSW 2000  
[REDACTED]



identifies and agrees with Neoen either a capital works project or an initiative that will benefit the local community or wider region, and whose purpose is to:

- i. Provide a long-term legacy benefit, and
- ii. Aligns with the principles of providing clean energy, environmental enhancement, social cohesion and/or climate mitigation.

The subsequent annual payments will be reduced accordingly.

3. That each council will ensure a **minimum 50% of its portion of the Contribution will be spent in and to the benefit of the immediate community**. The Contribution must be spent with a view to providing long-term / legacy benefits in alignment with 2(a)(i) and (ii) above.
4. That **the Contribution will be administered through** either:
  - a **community benefit fund** (administered by the Community Enterprise Foundation, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration), and/or
  - a **Planning Agreement**, with a suitable governance framework and transparency regarding how the monies are to be allocated and spent.

If you have any questions regarding the proposal, please do contact myself or Emily Walker (State Leader, NSW development). DPE has indicated that they (Clay Prishaw or Nicole Brewer) can provide advice to both councils on this proposal if they so wish – Neoen is happy to facilitate this meeting if requested.

Please can TRC provide written confirmation (either by email or in a letter) of its acceptance of this proposal by 19 January 2024.

Kind regards,



Aaron Gutteridge

Project Manager Thunderbolt – NSW Development

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30<sup>th</sup> January 2024

Paul Bennett, General Manager  
Tamworth Regional Council

Sent by email to: [REDACTED]

Dear Paul,

**Re: Thunderbolt Wind Farm – Benefit Sharing, Tamworth Regional Council**

Neoen would like to thank Tamworth Regional Council (**TRC**) for taking the time to meet with us on 29 January to discuss the development application for the Thunderbolt Wind Farm project.

We would like to confirm our new benefit sharing offer following that meeting:

<b>Total amount</b>	A total contribution of \$5,605,500 (indexed to CPI over the 30-year life of the project (the <b>Contribution</b> ) based on 1.5% of Capital Investment Value (CV) as appended to the DA application.
<b>Split between councils</b>	<ul style="list-style-type: none"><li>• 60% to TRC, and</li><li>• 40% to Uralla Shire Council.</li></ul>
<b>Timing of payments</b>	<ol style="list-style-type: none"><li>1. <b>Annually</b> – The first payment of \$122,296 to be made on or immediately following the start of commercial operation of the project and subsequent payments to be made annually (for a total of 30 years) on the anniversary of the commercial operations date (indexed to CPI); or</li><li>2. <b>Upfront and annually</b> –<ul style="list-style-type: none"><li>• \$1,157,535.75 of the total Contribution to each council may be paid as a lump sum within 5 years of the project's commercial operations date if TRC identifies and agrees with Neoen either a capital works project or an initiative that will benefit the local community or wider region, and whose purpose is to:<ol style="list-style-type: none"><li>i. Provide a long-term legacy benefit, and</li><li>ii. Aligns with the principles of providing clean energy, environmental enhancement, social cohesion and/or climate mitigation.</li></ol></li><li>• subsequent payments of \$50,508.25 to be made annually (for a total of 30 years) on the anniversary of the commercial operations date (indexed to CPI).</li></ul></li></ol> <p>It should be noted that in selecting Option 2, the overall value of the Contribution to TRC has been discounted in order to ensure the Net Present Value stays the same between both options.</p>

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<b>% of contribution spent locally vs. regionally</b>	That TRC will ensure that 33% of <b>its portion of the Contribution (0.5% of the 1.5%) will be spent in and to the benefit of the immediate community</b> . The Contribution must be spent with a view to providing long-term / legacy benefits in alignment with Option 2(i) and (ii) above.
<b>Administration of the Contribution</b>	<b>Through</b> either: <ul style="list-style-type: none"><li>• (preferred option) a <b>community benefit fund</b> (administered by the Community Enterprise Foundation, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration), and/or</li><li>• a <b>Planning Agreement</b>, with a suitable governance framework and transparency regarding how the monies are to be allocated and spent.</li></ul> <p>Through the Community Consultative Committee for Thunderbolt (in place since August 2021) and through our Community Liaison Officer, we have had detailed discussions with the community on how the benefit sharing should contribute to the community in closest proximity to the project and suggested ways in which the monies could be spent. Based on the feedback we have received it is the community's overwhelming preference that the money is administered through a community benefit fund.</p>

If you have any questions regarding the proposal, please do contact me or Emily Walker (State Leader, NSW development).

Please can TRC provide written confirmation (either by email or in a letter) of its acceptance of this proposal by 16 February 2024. We understand that there are several internal approval processes within TRC, but your support on this matter is greatly appreciated.

Kind regards,



Aaron Gutteridge

Project Manager Thunderbolt – NSW Development

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**Appendix G-2**

Correspondence between Uralla Shire Council and Applicant

29 March 2023

Ms Joanna Murphy  
Project Manager, Thunderbolt Energy Hub  
NEOEN

Via email: [Joanna.murphy@neoen.com](mailto:Joanna.murphy@neoen.com)

Dear Ms Murphy,

**RE: THUNDERBOLT WIND FARM – PLANNING AGREEMENT**

Thank you for your Letter of Offer regarding terms for a Planning Agreement dated 22 December 2023 in which you proposed a community benefit fund of \$160,000 per annum indexed to CPI throughout the operations phase of the project split equally between Tamworth Regional Council and Uralla Shire Council.

Since our meeting with you and representatives of Tamworth Regional Council on 1 March 2023, a report has been presented to Council recommending that the terms that you proposed be accepted.

At the 28 March 2023 Council Ordinary Meeting the following was resolved 24.03.23:

*NEOEN planning agreement proposal terms be accepted.*

*Authorise the Mayor and General Manager to negotiate Planning Agreements under the provisions of Section 7.4 of the Environmental Planning and Assessment Act 1979 for developer contributions for renewable energy developments affecting Uralla Shire whereby:*

- a) The developer contribution over the estimated life of the project is circa 1.5% of the Capital Investment Value (CIV) of the renewable energy development, and*
- b) The developer contribution is allocated via the General Fund to infrastructure, services or other public amenities in accordance with the Operational Plan; and*

*Seek legal review of each draft Planning Agreement before presentation to Council for endorsement to proceed to public exhibition prior to finalisation.*

Council will now prepare a draft Heads of Agreement and a draft Planning Agreement for your review with the aim of executing the Heads of Agreement as soon as practical.

Council's point of contact for this matter is the Manager Development and Planning, Mr

Yours sincerely,



Kate Jessé  
**General Manager**

cc Tamworth Regional Council



6 July 2023

Matt Clarkson, Manager Development and Planning  
Kate Jessep, General Manager  
Uralla Shire Council

Sent via email: [council@uralla.nsw.gov.au](mailto:council@uralla.nsw.gov.au); [REDACTED];

## Thunderbolt Wind Farm: Voluntary Planning Agreement

Dear Matt and Kate,

Thank you for your letter dated 29 March 2023. We are pleased that Uralla Shire Council has accepted our offer of an annual contribution by the Thunderbolt Energy Hub to the community via a Planning Agreement. We look forward to our project providing financial support towards some meaningful local initiatives.

There are a couple of points in your letter that we would like to clarify or request clarification on.

The first is bullet a) of the letter, which states that *“the developer contribution over the estimated life of the project is circa 1.5% of the CIV of the renewable energy development”*. As we discussed in our joint video conference discussion with Tamworth Shire Council on 1 March, the 1.5% (approx. \$160,000) is to be split equally between the two councils (i.e., \$80,000 each). **We would appreciate Council confirming its acknowledgement of this.**

The second is bullet b) whereby Council has requested that the contribution is *“allocated via the General Fund to infrastructure”*. As Council is aware, a Community Consultative Committee (CCC) for Thunderbolt was established in July 2021 and, since then, there have been seven meetings. These meetings have proven a great forum for funnelling feedback from community members on topics such as how best to use the financial contributions made by the project.

In the spirit of the CCC and endeavouring to take on board its feedback, Neoen would request the Planning Agreement with Council includes a clear mandate for allocating the monies contributed by Thunderbolt to initiatives and organisations directly related to helping and enhancing the Uralla Shire community. We would like to share with Council a few of the ideas that have been discussed:

1. McMaugh Gardens Aged Care Centre – e.g., a yearly contribution to assist with their energy bills, installation of solar panels or upkeep,
2. Childcare facilities – e.g., a contribution to help set a new one up or help with special projects that one might be undertaking,
3. Improvement of public amenities such as nature trails, public parks or gardens or play parks,
4. Improvement of the quality of mobile data coverage in rural areas.

We are happy to review the proposed terms of the Planning Agreement when Council issues them to us but would welcome a more detailed discussion on how the monies could be best spent and how



this could be documented. The CCC and community members they are in communication with are very keen for us to feed back to them on this matter.

Yours sincerely,

A black rectangular redaction box covering a handwritten signature.

Joanna Murphy  
Project Manager for Thunderbolt Energy Hub

Two black rectangular redaction boxes covering contact information, likely an email address and a phone number.



8 December 2023

Toni Averay, Interim General Manager  
Uralla Shire Council

**Sent by email to:** [taveray@uralla.nsw.gov.au](mailto:taveray@uralla.nsw.gov.au) and [mayor@uralla.nsw.gov.au](mailto:mayor@uralla.nsw.gov.au)

Dear Toni,

**Re: Thunderbolt Wind Farm – Benefit Sharing, Tamworth Regional Council**

I've not had the pleasure of meeting you in person yet – I am the State Leader for the NSW Development Team at Neoen Australia Pty Ltd (Neoen). As I'm sure you're aware, Neoen is approaching the very final stage of the Development Approval (DA) process for our Thunderbolt Wind Farm, which is the referral of the project by the Department of Planning & Environment (DPE) to the Independent Planning Committee (IPC).

Thunderbolt is Neoen's priority project for 2024 and obtaining a DA in Q1 2024 is essential to being able to achieve our target of executing construction contracts by the end of next year.

For referral to the IPC to happen, we need to receive **written confirmation from Uralla Shire Council as to the agreement in principle we have reached in relation to the project's monetary contribution to benefit sharing by no later than 15 December 2023**.

Following discussions today with yourself and Andrew Spicer (Tamworth Regional Council) this morning, **we kindly request Council's written confirmation (either by email or in a letter) that the following is agreed:**

1. A total contribution over the life of the project (30 years indexed to CPI) of 1.5% of Capital Investment Value (as appended to the DA application) to be shared between Tamworth Regional Council and Uralla Shire Council (the Contribution).

and

2. That the following will be agreed at a later date (i.e., in early 2024):
  - The split of the Contribution between Tamworth Regional Council and Uralla Shire Council will be agreed between the councils and Neoen will be advised of the outcome.
  - That the Contribution will be administered through either:
    - **a community benefit fund** (administered by the Community Enterprise Foundation, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration) and/or
    - **a Planning Agreement**, with a degree of transparency regarding how the monies are allocated and spent.

*Note: Council may elect for either option, noting that Neoen's strong preference based on community feedback is for a community benefit fund.*

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- The drafting of any legal documents and terms of administration for the Contribution, including the scheduling of payments will be agreed between Neoen and Council.

We look forward to Council's written response (either by email or in a letter) by 15 December 2023.

Kind regards,



Emily Walker

State Leader – NSW Development

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12<sup>th</sup> January 2024

Toni Averay, General Manager  
Uralla Shire Council

Sent by email to: [REDACTED], [Major@uralla.nsw.gov.au](mailto:Major@uralla.nsw.gov.au),  
[REDACTED]

Dear Toni,

**Re: Thunderbolt Wind Farm – Benefit Sharing, Uralla Shire Council**

Neoen would like to thank Uralla Shire Council (USC) for supporting the development application for the Thunderbolt Wind Farm project in providing the updated letter (dated 15 December 2023) confirming:

*“A total contribution over the life of the project (30 years indexed to CPI) of 1.5% of Capital Investment Value (CIV) (as appended to the DA application) to be shared between Tamworth Regional Council and Uralla Shire Council (the Contribution).”*

The letter (a similar one was received from both Tamworth Regional Council (TRC) and USC) was provided to the Department of Planning and Environment (**DPE**) before Christmas to enable the project to be referred to the Independent Planning Committee (**IPC**). While this validates the quantum of the Contribution, DPE has specifically requested confirmation of:

- The split of the Contribution between TRC and USC,
- The timing of payments, and
- The % of contribution spent locally vs. regionally.

Neoen would therefore like to propose the following terms for the Contribution:

**1. The total Contribution of 1.5% CIV will be split as follows:**

- **60% to TRC**, and
- **40% to USC**.

This split is on the basis that 10% of the project’s turbines are within the Uralla LGA and the additional 30% increase is to account for the impact the development will have on the local community in Uralla LGA, most notably in Kentucky (the closest township), on public services, workforce accommodation and local industry.

**2. The payment of the Contribution be scheduled as follows:**

- a. The **first payment** to be made on or immediately following **the start of commercial operation** of the project and **subsequent payments to be made annually** (for a total of 30 years) on the anniversary of the commercial operations date (indexed to CPI); or
- b. **Up to 25% of the total Contribution to each council may be paid as a lump sum** (at a discount rate of 8%) **within 5 years of the project’s commercial operations date** if USC

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identifies and agrees with Neoen either a capital works project or an initiative that will benefit the local community or wider region, and whose purpose is to:

- i. Provide a long-term legacy benefit, and
- ii. Aligns with the principles of providing clean energy, environmental enhancement, social cohesion and/or climate mitigation.

The subsequent annual payments will be reduced accordingly.

3. That each council will ensure a **minimum 50% of its portion of the Contribution will be spent in and to the benefit of the immediate community**. The Contribution must be spent with a view to providing long-term / legacy benefits in alignment with 2(a)(i) and (ii) above.
4. That **the Contribution will be administered through** either:
  - a **community benefit fund** (administered by the Community Enterprise Foundation, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration), and/or
  - a **Planning Agreement**, with a suitable governance framework and transparency regarding how the monies are to be allocated and spent.

If you have any questions regarding the proposal, please do contact myself or Emily Walker (State Leader, NSW development). DPE has indicated that they (Clay Prishaw or Nicole Brewer) can provide advice to both councils on this proposal if they so wish – Neoen is happy to facilitate this meeting if requested.

Please can USC provide written confirmation (either by email or in a letter) of its acceptance of this proposal by 19 January 2024.

Kind regards,

Aaron Gutteridge

Project Manager Thunderbolt – NSW Development

**NEOEN AUSTRALIA PTY. LTD.**

ACN 160 905 706

Level 21 – 570 George Street – NSW 2000 SYDNEY – Australia

**From:** Toni Averay [REDACTED]  
**Sent:** Monday, 15 January 2024 9:40 AM  
**To:** Aaron Gutteridge  
**Cc:** Emily Walker; Kate Blackwood; Mayor Uralla  
**Subject:** RE: Thunderbolt Wind Farm: VPA Proposal

**EXTERNAL:** Do not click links or open attachments unless you recognize the sender and know the content is safe.

Good morning Aaron  
Thanks for your letter.  
I've discussed this with the Mayor and we have agreed we would be happy to support your proposal as a way forward.  
We will of course need to report the final form of the agreement to Council.  
Have you also written to the GM Tamworth?  
I emailed him with an update last week. Today is his first day back in the office after the Christmas break.

Best regards

**Toni Averay**  
**General Manager**

Uralla Shire Council | PO Box 106 Uralla NSW 2358

[REDACTED] | [www.uralla.nsw.gov.au](http://www.uralla.nsw.gov.au)



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**From:** Aaron Gutteridge [REDACTED]  
**Sent:** Friday, 12 January 2024 6:22 PM  
**To:** Toni Averay [REDACTED]  
**Cc:** Emily Walker [REDACTED]; Kate Blackwood [REDACTED]; Mayor Uralla <Mayor@uralla.nsw.gov.au>  
**Subject:** Thunderbolt Wind Farm: VPA Proposal

Dear Toni,

As per our phone call discussion today, Neoen would like to provide USC an updated proposal for the terms of the VPA agreement. DPE have requested the confirmation of the outstanding items mentioned in the previous letter provided by TRC in December.

It would be greatly appreciated if you could review the letter and confirm the outstanding items to support the development application for Thunderbolt Wind Farm.

If you have any questions regarding the letter, please don't hesitate to contact myself or Emily. We would be happy to facilitate any meeting to discuss the terms.

Kind Regards,

**Aaron Gutteridge**  
Project Manager

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**NEOEN**

Level 21 / 570 George Street, Sydney NSW 2000





30<sup>th</sup> January 2024

Toni Averay, General Manager  
Uralla Shire Council

Sent by email to: [REDACTED] [mayor@uralla.nsw.gov.au](mailto:mayor@uralla.nsw.gov.au)

Dear Toni,

**Re: Thunderbolt Wind Farm – Benefit Sharing, Uralla Shire Council**

Neoen would like to thank Uralla Shire Council (**USC**) for taking the time to meet with us on 29 January to discuss the development application for the Thunderbolt Wind Farm project.

We would like to confirm our new benefit sharing offer following that meeting:

<b>Total amount</b>	A total contribution of \$5,605,500 (indexed to CPI) over the 30-year life of the project (the <b>Contribution</b> ) based on 1.5% of Capital Investment Value (CIV) as appended to the DA application.
<b>Split between councils</b>	<ul style="list-style-type: none"><li>• 60% to TRC, and</li><li>• 40% to Uralla Shire Council.</li></ul>
<b>Timing of payments</b>	<ol style="list-style-type: none"><li>1. <b>Annually</b> – The first payment of \$122,296 to be made on or immediately following the start of commercial operation of the project and subsequent payments to be made annually (over a total of 30 years) on the anniversary of the commercial operations date (indexed to CPI); or</li><li>2. <b>Upfront and annually</b> –<ul style="list-style-type: none"><li>• \$1,157,535.75 of the total Contribution to each council may be paid a lump sum within 5 years of the project's commercial operation should USC identifies and agrees with Neoen either a capital work project or a initiative that will benefit the local community or wider region, and whose purposes to:<ol style="list-style-type: none"><li>i. Provide a long-term legacy benefit, and</li><li>ii. Aligns with the principles of providing clean energy, environmental enhancement, social cohesion and/or climate mitigation.</li></ol></li><li>• subsequent payments of \$ 0,508.25 to be made annually (for a total of 30 years) on the anniversary of the commercial operations date (indexed to CPI)</li></ul></li></ol> <p>It should be noted that in selecting Option 2, the overall value of the Contribution to USC has been discounted in order to ensure that Net Present Value stays the same between both options.</p>

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<p><b>% of contribution spent locally vs. regionally</b></p>	<p>That USC will ensure that 33% of its portion of the Contribution ( .5% of the 1.5 ) will be spent in and to the benefit of the immediate community. The Contribution must be spent with a view to providing long term / legacy benefits in alignment with Option 2(i) and (ii) above.</p>
<p><b>Administration of the Contribution</b></p>	<p><b>Through either:</b></p> <ul style="list-style-type: none"> <li>• (preferred option) a <b>community benefit fund</b> (administered by the Community Enterprise Foundation, a philanthropic arm of Bendigo and Adelaide Bank, which specialises in community benefit fund administration), and/or</li> <li>• a <b>Planning Agreement</b>, with a suitable governance framework and transparency regarding how the monies are to be allocated and spent.</li> </ul> <p>Through the Community Consultative Committee for Thunderbolt (in place since August 2021) and through our Community Liaison Officer, we have had detailed discussions with the community on how the benefit sharing should contribute to the community in closest proximity to the project and suggested ways in which the monies could be spent. Based on the feedback we have received it is the community's overwhelming preference that the money is administered through a community benefit fund.</p>

If you have any questions regarding the proposal, please do contact me or Emily Walker (Stat Leader, NSW development).

Please can USC provide written confirmation (either by email or in a letter) of its acceptance of this proposal by 16 February 2024. We understand that there are several internal approval processes within USC, but your support in this matter is greatly appreciated.

Kind regards,



Aaron Gutteridge

Project Manager Thunderbolt – NSW Development

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