



# ASX RELEASE

## Infigen Energy

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22 November 2017

## AGM PRESENTATIONS

Attached are the presentations to be delivered at Infigen Energy's (ASX: IFN) 2017 Annual General Meeting to be held today at 3pm (AEDT) at the Radisson Blu Plaza Hotel, 27 O'Connell Street, Sydney.

The Annual General Meeting will be webcast and can be viewed via the Infigen Energy website at [www.infigenenergy.com/agm-2017](http://www.infigenenergy.com/agm-2017).

## ENDS

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## About Infigen Energy

Infigen is a business actively participating in the Australian energy market. It is a developer, owner and operator of generation assets delivering energy solutions to Australian businesses and large retailers.

Infigen has 557 MW of installed generation capacity across New South Wales, South Australia and Western Australia with a further 113 MW under construction in New South Wales. It sells the electricity and Large-scale Generation Certificates (LGCs) through a combination of medium and long term contracts and through the spot market.

Infigen is looking to diversify and expand its customer base and will grow its generation portfolio in response to strong price and investment signals. In the short term it is targeting expansion in New South Wales and entry into the Victorian and Queensland regions of the National Electricity Market. Infigen will seek to do this through sales of electricity and LGCs and construction of assets within its development pipeline in those regions.

Infigen trades on the Australian Securities Exchange under the code IFN.

For further information please visit our website: [www.infigenenergy.com](http://www.infigenenergy.com)



## Annual General Meetings of Security Holders Infigen Energy 3pm, 22 November 2017

### CHAIRMAN'S ADDRESS

Good afternoon Ladies and Gentlemen. My name is Mike Hutchinson. I am the Chairman of Infigen Energy. As both Chairman and a fellow security holder it is my pleasure to welcome you to our 2017 Annual General Meeting.

I acknowledge the Gadigal people; the traditional custodians of this land. I also pay respect to elders both past and present of the Eora nation, and extend that respect to other Aboriginal people present.

Our Company Secretary advises that a quorum of security holders is present. I now declare the Infigen Energy Annual General Meeting open. All security holders have been sent the Notice of Meeting. We will take that as read. Please let our staff know if you need another copy.

The proxy votes received for today's resolutions have been inspected by our security registry. All validly lodged proxies have been accepted. The numbers of proxy votes will be displayed on the screen prior to voting on each resolution. As Chairman I will cast all undirected proxies that I hold in favour of the relevant resolutions.

### INTRODUCTIONS

Before we start the formal business of the Meeting, I would like to introduce your Board, which includes three new directors appointed since our last AGM.

**Ross Rolfe** is our Chief Executive Officer. Ross has been in that role for a year now, but had been a non-executive director since 2011.

**Sylvia Wiggins** is our Executive Director of Finance & Commercial, having been appointed in May 2017. Sylvia was also previously a non-executive director, appointed in April 2016.

**Mark Chellev** joined the Board as an independent non-executive director in September 2017. Mark has over 30 years of experience in the building materials and related industries. He was the Managing Director and Chief Executive Officer of Adelaide Brighton for over 12 years. Mark is a member of the Audit, Risk & Compliance Committee. Having been appointed by the Board, Mark offers himself for election by the security holders at this meeting.



**Len Gill** joined the Board as an Independent non-executive director in June 2017. Len is a professional non-executive director with over 35 years' experience as a senior leader in the electricity, gas and infrastructure industries. Len is a member of the Audit, Risk & Compliance Committee. Having been appointed by the Board, Len offers himself for election by the security holders at this meeting.

**Phil Green** has been a member of the Board since November 2010 and is the nominee director of The Children's Investment Master Fund, which holds over 32% of our securities.

**Emma Stein** joined the Board as an independent non-executive director in September 2017. Emma has significant corporate and operational experience within energy, and has been an independent non-executive director on the boards of companies in the oil and gas, resources, and energy sectors. Having been appointed by the Board, Emma offers herself for election by the security holders at this meeting.

One of our fellow Board members is not able to be present with us today following recent surgery. **Fiona Harris** has been an independent non-executive director since June 2011. She sends her apologies and we in turn extend our wishes for a rapid recovery. Fiona is the Chairman of the Audit, Risk & Compliance Committee and a member of the Nomination & Remuneration Committee. During Fiona's recuperation Emma Stein acted as chairman of the Audit Risk & Compliance Committee and we thank her for stepping into this role. I note, however, that Fiona attended our Board and Committee meetings yesterday by phone, and she is listening in to today's proceedings.

Fiona retires by rotation at this AGM and offers herself for re-election.

I joined the Board in mid-2009 and became Chairman in November 2010. My background is in the Annual Report.

We are joined today by Infigen's Company Secretary, David Richardson, and by members of Infigen's senior Management team, who are seated in the front row.

The Company's external auditor, PricewaterhouseCoopers, is present today represented by Marc Upcroft. In addition, Michael Robinson from Guerdon Associates, our independent remuneration advisor, is here. I thank both gentleman for their attendance.

Infigen's 2017 Annual Report details the Company's financial and operating performance during the year. Copies of the report are available at this meeting.

## **FY17 OVERVIEW**

I would like to reflect briefly on FY17 before our CEO provides a further account of our operations and implementation of the revised business strategy that was outlined at our 2016 AGM.

### **Safety**

The safety of our people and the communities in which we operate is our first priority. We continue to strive to improve our safety systems and culture towards zero harm. During last year we had one lost time injury during a tower rescue simulation, and that resulted in both a lost time injury frequency rate and total recordable injury frequency rate of 4.7 for the year.



Maintaining our assets necessarily involves inherently high-risk work by technicians working with high voltages and at height. We commend the diligence with which Infigen staff and our contractor teams have embedded safety in their mindset, attitudes, and practices. Thanks to their continued focus, our Alinta and Lake Bonney 1 wind farms have recently reached 10 years of operations without lost time injuries.

We remain vigilant because accidents can still happen. This financial year opened with a contractor being injured on site in July, when an equipment cover slipped causing hand injuries. We are pleased to report that the technician has recovered and returned to full duties. As part of our commitment to reducing safety related incidents, we have implemented the ICAM incident investigation process to review any future incident. ICAM is the Incident Cause Analysis Method, an acknowledged industrial safety initiative, that seeks to learn from our past and, where possible, engineer out the causes of such incidents.

We are currently especially focussed on managing the risks during the construction of Bodangora wind farm – our first construction project since Woodlawn wind farm in 2011. Your Board will visit that site tomorrow.

### Our Performance

FY17 was a strong year both financially and in terms of repositioning Infigen as an active participant in the energy markets. Highlights included:

- **Underlying EBITDA** of \$139.3 million - up 16%.
- **1,487 gigawatt hours** of renewable energy produced - up 1%.
- Our **Net Debt** was substantially reduced not only from the strong cash flows from operations but as a result of the equity raising earlier this year.
- **A successful equity raising in April this year** where our security holders strongly supported the \$151 million raising with over 97% of our institutional security holders and 74% of our retail security holders taking up their rights.
- We also commenced construction of the **Bodangora wind farm** in New South Wales. Undertaking this project reflects our renewed balance sheet strength and our confidence in the Revised Business Strategy to deliver security holder value through the production and sale of energy over the long term.

As advised to the market, our current year's production is tracking in line with FY17. But the intermittency of the fuel source upon which we rely is acknowledged and does affect our outcomes. Given this, we do not propose to provide guidance on expected financial outcomes but will continue to report monthly production outcomes and quarterly unaudited revenue outcomes. Later today and at our Half and Full Year results, we will provide further detail about expected energy sales and Ross Rolfe will be talking about our portfolio-wide bundled price based on the execution of our business strategy.

This information should allow security holders and the investment community to understand the business and its transition from "fund" to energy market participant under our revised business strategy.

### Revised Business Strategy

As outlined at the 2016 AGM and in our subsequent financial results presentations, Infigen is transitioning to be a more active energy markets participant. All of us at Infigen are excited and motivated by this transition, which focuses on renewed growth, a significant widening of



our marketing channels beyond the traditional long term Power Purchase Agreement (PPA) markets, and a more active management of our portfolio and its risk profiles. We – you – all owe a special debt of gratitude to the commitment, drive and capability of our two Executive Directors – Ross Rolfe and Sylvia Wiggins – for their relentless stewardship of this strategy.

The strategy that has been outlined publicly is supported by detailed work and a specific long-term – but flexible – planning framework to which we are all committed – and to which we have started to link to our executive rewards systems through long-term incentives. We have restructured our senior management team in line with strategy, and have been fortunate to be able to attract very capable people to key roles. A good start has been made with Bodangora construction and some initial contracts to supply some commercial and industrial customers directly – but we remain ambitious for more.

Our transition needs a capital structure that supports the Business Strategy. Following our equity capital raising, we are confident that we can work comfortably with what we now have. Nonetheless we are actively exploring the options to refinance our current Global debt facility, with the aim of providing greater portfolio flexibility and to benefit from a capital structure, which would be easier for investors and our customers to understand.

### **Local Community and ESG**

Fostering strong relationships with our host communities, attracting and engaging talented people, and doing the work necessary to understand how disruption can affect the business and how we must think about the unexpected are prerequisites for a resilient company. We continue to set ourselves sustainability targets to achieve commitments made to our communities, to the environment, to improve diversity and which we believe create and protect security holder value.

We are committed to community engagement and support in the regions around our operating and development assets. We seek to maintain strong ties in these communities and to share the economic benefits that our projects generate.

We do this by several means, including through our community consultation committees where local members determine the allocation of our sponsorship commitments, and by hosting events at wind farms and within the community. Over 1,200 people visited our wind farms during organised site visits and open days during the year.

Our Bodangora wind farm construction is currently delivering an economic boost, so far employing over 40 people locally. The construction has contributed over \$4 million to the surrounding region since commencement in April. Once operational, generation from the Bodangora wind farm will avoid approximately 300,000 tonnes of carbon dioxide equivalent emissions annually in the electricity sector.

We recognise that insufficient diversity prevails in many sectors in Australia. It is particularly prevalent in the energy sector. Infigen believes that there is value in changing that and to that end we sponsored three students through two programs. The first was a well-known and successful indigenous scholarship program known as Career Trackers and the second program focussing on engaging more women in the field of engineering led by University of NSW. We have also partnered with Macquarie Graduate School of Management, and sponsored one of our valued and talented female finance team members to undertake an MBA degree.



We reported on environmental, social and governance performance in our Annual Report and expect to provide a more detailed review of our commitment in the new calendar year.

### **The Energy Policy Debate**

It is frustrating that national energy policy remains unresolved after a short period of apparent agreement. While that has the effect of prolonging higher energy prices pending resolution, this cannot last. Rest assured that Infigen is actively involved in seeking to work with policymakers to encourage an early, sensible and stable long-term solution. But politics does seem to inhibit both the process and the substance of policy. Ross will have more to say on this shortly.

### **The Board and Board Succession**

We continue to engage with independent governance advisors to assess and report on our governance practices on behalf of security holders.

Earlier in 2017 we undertook an evaluation of our operations and skill sets at the Board level, particularly after we had appointed two of our Board colleagues to executive roles. It was against that background that the appointments of Len, Mark and Emma were made following a professionally managed search process.

We – you – are fortunate to have directors of this calibre to support the future development of Infigen. I am personally pleased that three of our eight directors are capable and professionally experienced women selected on merit – a fair start.

One of the considerations in this Board renewal process has been my own future. I have been privileged to serve Infigen – and to work with so many talented and motivated colleagues at both Board and executive levels. But I have been contemplating my retirement for some time, and now feel that I can proceed, leaving Infigen on a sound course and in good supportive hands. I therefore expect to announce my retirement from your Board in the coming months, once the newly configured Board is fully up to speed and has agreed on my successor as Chair. We are lucky to have multiple capable candidates.

I understand that following my retirement there will be no immediate plans to appoint further directors. This will make our Board gender diversity even better at three women out of seven.

I thank my fellow Directors, including the Managing Director, Ross Rolfe, our senior management team and all Infigen staff for their contributions to the business during the year. Finally, I would like to thank our security holders for your continued support.

I now invite our Managing Director Ross Rolfe to address the meeting.



## MANAGING DIRECTOR'S ADDRESS

Good afternoon everyone.

I too would like to acknowledge the traditional owners of the land we stand on and pay my respects to elders past and present.

Thank you for your attendance today and your support for our company.

It is just over twelve months since I took on the role of CEO and MD of Infigen. Today therefore provides a useful opportunity to revisit some of the remarks I made on that occasion, review progress towards achieving the goals I outlined and comment on the current market conditions that will effect our future decision making.

My overarching premise at that time was that the future of the renewable energy sector lay in its ability to meet the challenge of becoming an increasingly significant component of the mainstream energy supply industry. I argued that the coincidence of the progressive retirement of the legacy coal-fired generation fleet and the rising price of gas militated in favour of renewables (both at utility-scale and at the household level) playing a greater part in the energy mix going forward.

I also pointed to a range of other potential or expected future developments that were likely to facilitate this transition over time. They included:

First, the importance of the transmission network evolving to facilitate the entry of new sources of renewable fuels.

Second, the role that energy storage technologies can play in enhancing the role of renewables once the market dynamics are conducive to them doing so.

I pointed out that Infigen had certain advantages in capturing the opportunities that the transition presented. But I acknowledged that we faced challenges. These included:

1. The conditions currently favoured the three large vertical retailers who were able to use their dominant market position to extract the lion's share of value from new developments given their ability to offer long term PPAs;
2. Solar technologies were becoming increasingly competitive with wind. This constitutes both a threat and an opportunity to Infigen – a threat as a competing source of renewable energy with low barriers to entry; an opportunity for us to complement our wind portfolio with solar power to reduce the risks of intermittent supply;
3. Our capital structure is not optimal if we are to pursue growth and manage our asset base as an integrated portfolio; and
4. Signs were starting to emerge that the political class was positioning for a new debate on energy policy that could lead to policy instability and uncertainty.

It was against this backdrop that I foreshadowed that we would:

1. Look to create more value in our company by enhancing the performance of our existing assets through commercialising our development pipeline and by investing in growth;



2. Explore new channels to market for both energy and Large-scale Generation Certificates (LGCs) to reduce our reliance on PPAs to deliver our growth strategy and manage the inherent volatility of merchant exposure in our existing plant;
3. Optimise our capital strategy to support our business plan; and
4. Expand our internal capability in project delivery as well as refine our organisational culture to manage the risks inherent in our business.

Can I begin by discussing the overall market dynamics and our response to them.

The withdrawal of some 5,000 MW of coal fired plants over the last few years and the policy uncertainty around the Renewable Energy Target (RET) target between 2013 and 2015 has undoubtedly led to tightened supply conditions in the energy market. The impact of this has been to produce high short term prices across the National Electricity Market (NEM). The visible forward prices in the wholesale market suggest that they will be preserved over the course of the next three years. Calendar 2018 futures prices on a NEM region-weighted basis are about \$89/MWh compared to a long-run historic spot price average of just \$42.50/MWh (expressed in 2017 dollars). We expect current prices will soften and stabilise over the course of the next decade. We do not, however, see the energy prices reverting to the historic spot price. Rather in our view, energy pricing is likely to remain strong with a key driver being that the price of gas is now linked to international markets. In these circumstances we believe that electricity prices will support the new build economics for renewable plant – given the declining cost structure for renewables.

As far as the value of LGCs are concerned, they have continued to trade at historic highs driven by the RET. The Clean Energy Regulator noted that from 2016, 6,000 MW of renewable plant would be required to meet the Renewable Energy Target of 33,000 GWh by 2020. Last week they observed that 86% of that capacity has been committed. Accordingly, the price of LGCs appears likely to hold up over the course of the next two years but will then likely decline as the 33,000 GWh is progressively met. There are a range of views on the rate of that decline but ultimately the value of LGCs will reduce to zero by 2030 if no replacement scheme emerges.

These high prices provide a somewhat distorted view of what is happening in the sector more generally. The decline in the average total cost of renewable generation has continued throughout the year. Cost reductions in both wind and utility-scale solar PV have been material. Vertically integrated retailers (Vertical Retailers) have benefitted significantly by being able to contract long term PPAs at extremely competitive prices – for both wind and solar projects. The most recent wind projects have been reportedly in the range of \$50-70/MWh. This demonstrates that, under high spot and forward price conditions, renewables have finally become the lowest cost entrant – variability aside.

There is no doubt that the Vertical Retailers are, at present, receiving handsome rewards for combining their renewable products with firm sources of supply available to them from their broader generation fleet. In the process, however, there is limited value remaining for investors in the renewable plant in those projects that contract to sell all their production under run of plant PPAs to retailers through until the expiry of the RET in 2030 – certainly less value than we believe we need to achieve to deliver appropriate returns to our security holders.

In this environment, rather than look to solely supply energy to retailers under long term PPAs, in addition, Infigen has advanced its strategy of developing direct relationships with its customer base. We have focussed heavily on larger scale Commercial and Industrial (C&I) customers – in particular. This market offers the opportunity for us to create value for





our customers by understanding their business drivers and their cost structures – enabling us to customise energy supply solutions to meet their specific needs. It also allows us to contract at a range of risk adjusted prices, tenors and terms that create value for our security holders as well as theirs. This year we have been pleased to add some Commercial and Industrial customers, including most recently, Adelaide Brighton, to our customer base. Together with our existing contracts this meant that over the next five year period we now have approximately one third of our expected electricity output under long term PPAs, one third of our overall production under C&I mid-term contracts, and one third that we will manage through the spot and short term markets. This mix in our revenue portfolio enables us to prudently manage the risk associated with production and price, and in turn deliver more predictable revenue streams across our portfolio of assets over a 3-7 year period. As you can see from the graphs behind me – our five-year contracted position across our channels to market is strong and diversified consistent with our strategy of balancing price, tenor and risk. We expect that each Half Year and Full Year results we will keep the market up to date on our five-year forward position across our channels to market for both, electricity and LGCs.

This strategy would be difficult for most other independent renewable power producers in the NEM to replicate. Our existing scale and the proven levels of performance of most of our assets enable us to contract a certain level of production with confidence. We have also been able to protect against production volatility through a combination of financial products and flexibility in supply arrangements.

In response to growing customer demand for our product we are exploring various different options that may enable us to potentially contract a higher proportion of our generation while comfortably managing the risks that this would entail. This strategy should maximise our prospects of ensuring that our investors are harvesting the full value of our existing assets, as well as enable us to invest in growth that will deliver higher returns than would be available solely from run of plant PPAs from Vertical Retailers.

A central objective for the company is to harvest maximum value from our existing portfolio. There are three elements to achieving this.

The first element concerns obtaining the highest, stable sources of revenue possible from our assets.

In this regard, over the course of the last year our assets have performed well in the market. This has been driven by solid wind performance, and, as discussed earlier, high merchant prices. Hence in FY17 we delivered a record EBITDA performance of \$139.3 million.

So far in FY18 we have also seen solid wind performance in the first quarter. The wind performance in Q4 of FY17 has underscored, however, the seasonal variation that can occur in wind production

When I consider our business performance for FY18 year-to-date, the progress we have had in delivering the multi-channel route to market strategy and our other hedging and forward sales activities, we expect that our portfolio-wide bundled price for FY18 after factoring in the net hedging costs to risk manage our contract positions, will be in the range of \$133-139/MWh.



Clearly, there are a number of factors that will influence the price actually achieved, including, for example, where generation actually occurs, wholesale market prices and the actual load of some of our customers.

I will update the market at the Half Year results in February 2018 on any expected change in the FY18 bundled price.

The performance of existing assets turns heavily on the availability of our plant to generate during periods of high prices. Accordingly, we have recontracted the Operations and Maintenance of our portfolio of six operating assets to Vestas to the 20-year point in their service life to deliver this objective. At the heart of this arrangement lies the principle of managing the assets to ensure that they are available to generate when they have the potential to produce most value to the company. Vestas is rewarded, or penalised, to the extent that Infigen is able (or not) to capture this value. These contracts have also enabled us to predict our O&M costs going forward with confidence and contain the cost profile to one that is broadly consistent with historic levels.

The second element involves building organisational capability to deliver the business plan.

Accordingly, as foreshadowed in my address last year, the company has acted to deepen and broaden internal capability within the business. In particular we have introduced greater bench strength in energy markets and operations as well as project delivery – with the appointment of Owen Sela and Tony Clark. We have also restructured the Finance team to introduce Sylvia Wiggins as Finance Director to guide the development of the capital strategy going forward and to ensure that we apply robust commercial disciplines to managing our existing assets and investing in growth. Today I am pleased to announce the appointment of the final member of the senior team, Professor Paul Simshauser, to EGM Corporate Development & Head of Risk. Many of you will know of Paul's formidable reputation. He is widely respected as one of the country's leading experts on the Australian Energy Market and a highly experienced practitioner within it.

The third element in driving the most value we can from the existing business is vigilant control of costs. This is an objective that we pursue relentlessly. At the operational level, the O&M agreement with Vestas that I discussed earlier assists in achieving this outcome. In terms of corporate costs, In FY18 we have managed to reduce these by \$1.5 million below the FY17 level. I expect these to remain relatively static going forward.

Let me now turn to our growth strategy.

As security holders are aware, Infigen has created a significant pipeline of development projects over the course of the last decade. The commercialisation of this pipeline has been dependent on the emergence of market conditions that are conducive to growth. The stabilisation of national renewable energy policy in 2015 (after six separate reviews and three fundamental changes to renewables policy since 2000) gave impetus to the development timetable.

As a result we accelerated the development of the 113 MW wind farm at Bodangora in Central western NSW. We were delighted to reach financial close on this project in March 2017 and I am pleased to report that the project is progressing in accordance with the construction program. It is both on time and on budget. The project economics are supported by a run of wind PPA with Energy Australia for 60% of the output, and the balance is available



to us to contract directly with customers. The project is scheduled to be fully commissioned by August 2018.

With Bodangora wind farm committed, we then shifted focus to the next most prospective project to develop – provided that the business case to support it is robust.

It is important to acknowledge in this context that the current market conditions require us to consider any new investments through a rigorous assessment process – given the market dynamics that I have discussed above.

We have therefore examined each of the projects in our development pipeline from the perspective of:

1. The alignment of the renewable energy production profile with market load shape;
2. The attributes of the regional energy market in which the project is located; and
3. The actual or potential customer base we are engaged with in each of those regions, and the capacity of the project to meet their requirements.

Following this assessment, we have selected Cherry Tree in Victoria, Forsyth in Queensland and Flyers Creek in NSW as the projects that are prioritised for investment consideration. Of these the Cherry Tree wind farm development project is the most advanced and we would hope to be in a position to reach a decision in relation to whether to proceed with that investment before the end of the calendar year or early in the New Year. Clearly any such decision will need to weigh carefully the projected future revenue streams and the risks in delivering them. Given that each investment involves forming a view of the regional and national market outlook over the course of a 30-year service life any decision to invest will be rigorously assessed and stress-tested by the Infigen Board. Factors that the Board will consider will include potential impacts on pricing as a result of market interventions, the expected profile of plant retirements in the regional markets within the NEM and the uptake and costs of new or alternative technologies.

The Infigen business strategy does not, however, rely upon the company necessarily building, owning, and operating all its sources of energy supply. To that end we see opportunity to contract with other developers of solar (and potentially wind) projects to supply energy to meet our customer needs. I mention solar, in particular, given the large number of solar projects that are proposed and the potential for Infigen to benefit from “buying” rather than “building” at a time when there are competing demands on our available funds. We are therefore currently engaged with several potential suppliers of energy under this “capital-lite” approach. We are open to both contracting to receive energy from projects that have been developed by third parties as well as the possibility of third party capital being used to develop certain projects from our own development pipeline.

When we think about our growth strategy, it is important to note that we do not confine our thoughts to our legacy pipeline of development projects. The Infigen business strategy also requires us to consider the deployment of capital to efficiently manage the risks around contracting directly to supply customers, as well as to address emergent challenges in the electricity market more broadly. The ability to store and dispatch energy in response to high price events in both spot electricity and Frequency Control Ancillary Service (FCAS) markets is likely to become an increasingly critical functionality for market participants. For this reason we are examining a range of storage and dispatchable generation options as part of our plans for future growth. While this may well become a business requirement under the National Energy Guarantee (NEG) – which I will discuss further shortly – our primary driver



for investigating this capability has been driven by our own business needs. The sharp rise in FCAS charges over the course of the last two years and the pursuit of direct contracting with C&I customers has meant that the business case for this form of investment strengthens. The proposed introduction of 5-minute settlements and the potential introduction of a day-ahead market will only maintain momentum in favour of accessing this capability.

I would now like to discuss our progress towards delivering a capital strategy to support our plans for growth.

Security holders are all extremely familiar with our capital structure. Our existing debt facility has its strengths and its weaknesses. Its flexible provisions have indeed enabled the company to manage many challenging circumstances – at least until we were able to place the capital structure on a more sustainable footing following the sale of our US assets in 2015.

At present we have fully funded our equity contribution to the Bodangora project from our available cash reserves. Following the successful raising of \$151 million in equity from the capital markets in April 2017 we now have over \$200 million of cash available to support our growth strategy. We have also been aggressively repaying our loan under our existing Global facility and, based on current conditions, expect to have reduced our Global facility debt to approximately \$550-560 million by the end of FY18.

Our capital structure is therefore robust relative to our historic circumstances but management is focussed on ensuring that the capital structure is designed to enable us to deliver the future business strategy and accordingly create the maximum value for security holders. Features of the current Global facility that are suboptimal include:

1. The cash sweep operates to largely eliminate free cash generated from our operations – albeit to accelerate the retirement of debt.
2. The terms of the facility complicate our ability to operate the company as a portfolio of assets due to the restrictions that apply to commercial arrangements between those assets subject to the Global facility, and those outside that facility.
3. The facility prevents us from issuing distributions from assets over which it holds security

It is for those reasons that we are carefully examining the options available to us to refinance and the optimal time to do so. As security holders are aware, we do not have to refinance the existing primary corporate facility until December 2022. So any decision to refinance earlier must be based on solid evidence that, in so doing, our security holders will receive greater value than from retaining the status quo.

We are very well advanced in the process of assessment – although if we were to pursue a refinancing we will not achieve that by 31 December 2017. The timeframe has been largely driven by our need to ensure that at the time of engagement with the debt markets that we had achieved some of the transitional business outcomes that would deliver the best possible chance of refinancing. We also wanted to ensure that any new lenders had faith in our capacity to deliver on the revised business strategy. Accordingly we have been able to approach the potential new lenders with the benefits of proof of concept / proof of delivery. This has in turn enabled them to consider the optimal design of a facility to meet our business needs.



We have, since the release of our FY17 Full Year results, therefore explored a number of other refinancing options, including the Australian banks and the US debt capital markets. We now have a very good understanding of the range of options available and how each may, or may not, assist in execution of our business strategy and contribute security holder value. If a refinancing is determined to be in our security holders' best interests, we would expect to close by the end of the first quarter calendar 2018. If we do not pursue a refinancing we will advise the market of our reasons not to do so. The key factors that are likely to determine whether we proceed with an early refinancing are:

1. The amortisation profile of any new facility;
2. The costs associated with exiting the existing facility;
3. Borrowing costs; and
4. The potential to introduce a sustainable dividend policy in the future.

Finally, can I say something about the regulatory environment and the outlook for Infigen.

Last year I expressed a high degree of optimism about the outlook for renewables given the progressive retirement of the coal fired fleet – which at this stage still supplies about 75% of the country's energy needs – and the reduced role of gas in the generation sector (as a result of spiralling gas prices).

I still hold that view – despite the concerted campaign that has been waged against renewable energy by prominent figures that roam the Australian political landscape in search of a future for fossil fuels. In this context the spectre has been raised of government support for what would appear to be uneconomic projects that would not be capable of being funded by the private sector. These developments serve, however, to disturb market confidence and are likely to result in a reluctance to invest in new generation capacity

After 12 months of review, research and analysis, and the production of a seminal study by the Chief Scientist, the Australian Government has recently announced its plan to introduce a National Energy Guarantee. While it is disappointing that the political debate has generated more heat than light, in theory, I believe the NEG policy framework may ultimately enable science and economics to triumph over politics. It is, of course, still too soon to be confident that this will occur. The NEG remains at this stage a high-level concept only. But at least in theory the notion of creating an obligation on the part of market participants to deliver reliable generation while at the same time achieving an emissions target that discharges our international commitments under the Paris Agreement is sound.

There are however, many issues to address in ensuring that a NEG functions to deliver outcomes that are efficient and sustainable. To that end, a key issue in our minds will be how the rules are designed to ensure that competitive dynamics in the market are enhanced rather than diminished. If the system serves to entrench the dominant position of large incumbent Vertical Retailers, then the result may be suboptimal for both the industry as a whole, and energy consumers.

As a company we will be continuing to work closely with policymakers in the effort to achieve a policy design that is, above all, conducive to future investment. I say above all because the NEM is now characterised as being short-energy – futures prices that are above mid term equilibrium levels and more than double the historic average are a reminder of this. If the policy serves to stimulate the requisite new investment in low and zero emission generation plant, it will in turn enable us to deliver affordable energy to our customers as well as to produce fair returns to our security holders.



Before closing I need say something about the decline in the value of IFN securities over recent months and during the last week of trading, in particular. We are, like all of you, extremely disappointed in this trend. To that end I have been involved in discussions with many of our current and departing investors over that period in the interests of understanding market sentiment and security holder perspectives – which I deeply respect. In these discussions there have been a range of reasons advanced.

A pervasive theme is the concern about policy uncertainty and a fear that government policy direction may destroy future value in our portfolio of assets. What is less certain is how security holders feel we should best respond to these conditions. Some have expressed concerns that Infigen may over invest in growth at a time when some political leaders are calling for direct action by government to invest in new coal fired plant or to incentivise the deferral of the retirement of existing plant. For others there is a desire for Infigen to move more rapidly to capture the opportunities for growth under the current RET before they disappear and to average down the life of our portfolio of assets. There are mixed views about the importance of an early refinancing – with some seeing it as a critical step to achieve, while others urge caution to ensure that we are creating value if we are to proceed down that path. For some a path way to a dividend is important to see. For others they would prefer that value was delivered through growth and debt repayment.

We listen intently and respectfully to the views of all our current and past security holders and weigh them carefully. The performance of our securities in the market makes it imperative that we do so. I want to assure you that as we go forward over the course of the next few months and consider whether and where to invest capital, determine the timing of any refinancing and implement our business strategy, we will continue to review all the information available to us and respond prudently and cautiously in pursuing the strategy. We will also take careful account of the views of those who have invested their capital in this company, as we strive to act constantly in the company's best interests.

In closing, can I welcome the new Directors, Len, Mark and Emma to the Board. I believe that they bring with them great skills and experience that will enable us address the challenges that I have discussed above and to deliver on our business strategy. I am very much looking forward to working closely with them. I would also like to thank Mike for his contribution to the company over the last eight years. I am sure you will all join with me in wishing him well for the future. Can I also thank the team at Infigen for their commitment and perseverance over the course of the last 12 months. I believe we have succeeded in achieving many of the goals that we have set for ourselves and have positioned the company for further success in the future. Finally, and most importantly, I would like to thank you, our security holders for your commitment and hopefully, continued, support.



# INFIGEN ENERGY 2017 ANNUAL GENERAL MEETING

22 November 2017



# WELCOME & INTRODUCTIONS





# Infigen Directors and Company Secretary



**ROSS ROLFE AO**  
Managing Director / CEO



**SYLVIA WIGGINS**  
Executive Director – Finance &  
Commercial



**DAVID RICHARDSON**  
Company Secretary



**MICHAEL HUTCHINSON**  
Non-Executive Chairman



**MARK CHELLEW**  
Non-Executive Director



**LEN GILL**  
Non-Executive Director



**PHILIP GREEN**  
Non-Executive Director



**FIONA HARRIS**  
Non-Executive Director



**EMMA STEIN**  
Non-Executive Director

# CHAIRMAN'S ADDRESS



# Chairman's Address

## Safety

>	One lost time injury during a tower rescue simulation resulted in a lost time injury frequency rate and total recordable injury frequency rate of 4.7 for FY17
>	The Alinta and Lake Bonney 1 wind farms have recently reached 10 years of operations without lost time injuries
>	Focussed on managing the risks during the construction of Bodangora wind farm



**Site Managers at the Alinta wind farm**  
October 2017

Safety performance <sup>1</sup> as at 30 June measured on a rolling 12-month basis	2017	2016
Lost time injuries (LTIs)	1	-
Lost time injury frequency rate (LTIFR)	4.7	-
Total recordable injury frequency rate (TRIFR)	4.7	4.8

<sup>1</sup> Infigen's safety performance is measured on a rolling 12-month basis in accordance with standards of Safe Work Australia, where the total recordable injury frequency rate is calculated as the sum of recordable lost time injuries and medical treatment incidents multiplied by 1,000,000 divided by total hours worked. The lost time injury frequency rate is calculated as lost time injuries multiplied by 1,000,000 divided by total hours worked.

# Chairman's Address

Our performance – repositioning Infigen as an active participant in the energy markets

1	<b>Underlying EBITDA</b> of \$139.3 million (up 16%)
2	<b>1,487 gigawatt hours</b> of renewable energy produced (up 1%)
3	<b>Net Debt</b> was substantially reduced
4	A successful \$151 million <b>equity capital raising</b> ; rights were taken up by 97% of institutional security holders and 74% of retail security holders
5	<b>Commenced construction</b> of the Bodangora wind farm

# Chairman's Address

## Revised business strategy

<p><b>Renewed Strategy</b></p>	<ul style="list-style-type: none"> <li>• Widening the type of customers for our electricity and LGCs</li> <li>• Balancing price, risk and tenor in our portfolio</li> <li>• Demand for product drives new construction / investment</li> </ul>
<p><b>Management capability</b></p>	<ul style="list-style-type: none"> <li>• Restructured our senior management team</li> <li>• Senior, capable and experienced team members have been attracted to key roles</li> </ul>
<p><b>Delivery</b></p>	<ul style="list-style-type: none"> <li>• Bodangora construction – on time and budget, to date</li> <li>• New types of customers obtained</li> <li>• Refinancing options explored</li> </ul>



**Bodangora wind farm construction compound, October 2017**

# Chairman's Address

## Local community and environmental, social and governance performance

<p>&gt;</p>	<p><b>Construction of Bodangora wind farm</b></p> <ul style="list-style-type: none"> <li>• Local community economic boost</li> <li>• Avoid approximately 300,000 tonnes of CO<sub>2</sub> equivalent emissions annually</li> </ul>
<p>&gt;</p>	<p>Sponsored <b>Career Trackers, Women in Engineering</b> (UNSW) and an MBA program of <b>Macquarie Graduate School of Management</b></p>
<p>&gt;</p>	<p>Used the <b>Global Reporting Initiative</b> framework to measure our environmental, social and governance performance for:</p> <ul style="list-style-type: none"> <li>• Operations and safety</li> <li>• Community</li> <li>• People and culture</li> </ul>



**NSW Rural Fire Service Capital wind farm site visit, March 2017**



**Community grant for the Captains Flat Public School, May 2017**

<sup>1</sup> Full report will be available at: [www.infigenenergy.com/esg](http://www.infigenenergy.com/esg)

# Chairman's Address

## Energy policy debate



Infigen is actively involved in seeking to work with policy makers to encourage an early, sensible and stable long-term solution

# THE BOARD AND BOARD SUCCESSION





# MANAGING DIRECTOR'S PRESENTATION



# Managing Director's Presentation

## Market update – renewables continue to play a greater part in the energy mix

### Our business strategy: implementation

- ❑ **Assets:**
  - Enhance performance of our existing assets
  - Commercialise our development pipeline
  - Invest in growth
- ❑ **Multi-Channel Route to Market to sell our Energy and LGCs:**
  - Reduce reliance on run of plant Power Purchase Agreements
  - Manage volatility of merchant exposure
- ❑ **Optimise our capital structure to support our business plan**
- ❑ **Expand our internal capability**

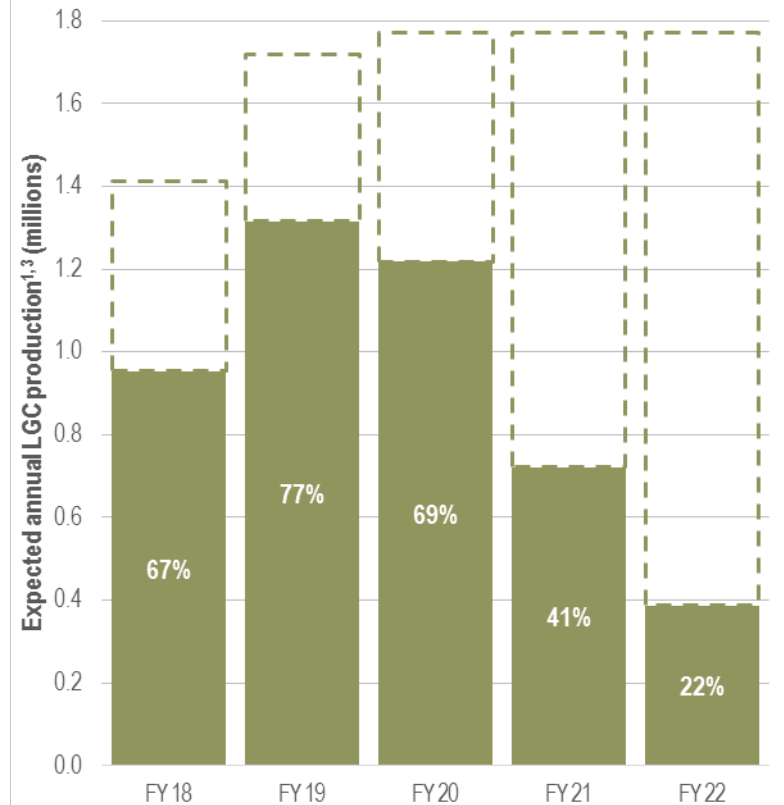
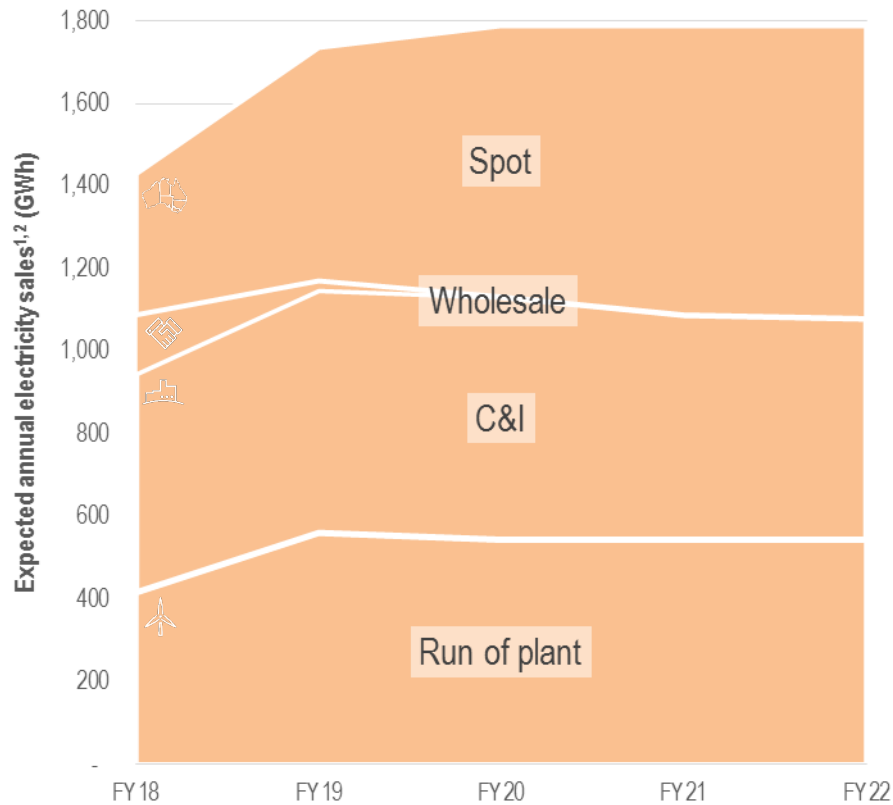
### Market dynamics

- ❑ **Energy pricing:**
  - Tightened supply:
    - > 5,000 MW coal-fired plant capacity withdrawn in recent years
    - > Regulatory framework
    - > High gas price – no longer the transitional fuel – but sets signals for new entrant generation – strong price outlook for electricity supports new build economics for renewable generation
  - CY 2018 \$89/MWh short-term spot prices in the NEM cf \$42.50 long run historic rate (2017 \$)
- ❑ **LGC pricing:**
  - Will price by reference to supply to meet the RET of 33,000 GWh by 2020
  - Likely to retain value for > 2 years, post-2020 LGC prices are expected to progressively decline to zero when the scheme expires in 2030

# Managing Director's Presentation

## Our Multi-Channel Route To Market Strategy is balancing price, tenor and risk

Contracted volume of electricity and Large-scale Generation Certificates (FY18-FY22)



<sup>1</sup> Including production expected from the Bodangora wind farm due for completion in August 2018.

<sup>2</sup> Expected electricity sales outcomes having regard to historical production for operating facilities.

<sup>3</sup> Expected LGC production outcomes having regard to historical production for operating facilities.

# Managing Director's Presentation

## Projects that are progressing toward Final Investment Decision



# Managing Director's Presentation

## Creating a capital structure to better support Infigen's business strategy

### A robust process created an understanding of available options

- No Requirement to refinance the Global Facility**
  - Provided the time to present the business well and explore all options
- Execution of the business strategy ensured there was proof of concept**
  - Allowed potential lenders to respond to a strategy that is in fact being delivered
- Explored many alternatives > created competitive tension**
  - Australian banks
  - Non conventional lenders
  - Debt capital markets
- Have developed a deep understanding of the options available to Infigen in the current market**

### Now | Whether to refinance or not?

- Determine whether any one or more of the available options creates security holder value. Relevant factors include:**
  - Operating cash flow available to:
    - > Invest in business growth
    - > Consider distributions
  - Ease of operating the business as a portfolio
  - Potentially lower borrowing costs
- Target: 31 March 2018**

# Managing Director's Presentation

## FY18 outlook

<b>Asset performance</b>	<ul style="list-style-type: none"> <li>• Fleet wide Vestas contracts from 1 January 2018 energy-yield based turbine availability guarantees – and liquidated damages for failure to deliver</li> </ul>
<b>Corporate costs</b>	<ul style="list-style-type: none"> <li>• FY18 expected to be \$1.5 million below FY17 level</li> </ul>
<b>Portfolio-wide bundled price</b>	<ul style="list-style-type: none"> <li>• FY18 expected portfolio-wide bundled price of \$133-139/MWh, after factoring in the net hedging costs to risk manage our contract positions</li> </ul>
<b>New senior management team</b>	<ul style="list-style-type: none"> <li>• <b>Ms Sylvia Wiggins</b>, Executive Director – Finance &amp; Commercial</li> <li>• <b>Mr Owen Sela</b>, Executive General Manager, Energy Markets</li> <li>• <b>Mr Tony Clark</b>, Executive General Manager, Operations and Projects</li> <li>• <b>Prof. Paul Simshauser</b>, EGM Corporate Development &amp; Head of Risk</li> </ul>
<b>Regulatory environment</b>	<ul style="list-style-type: none"> <li>• <b>Resolution important to the market</b></li> <li>• <b>National Energy Guarantee</b> is a concept theoretically able to deliver reliable generation while at the same time achieving international commitments under the Paris Agreement</li> </ul>

# Item 1: Financial Report

## *Company, Foreign Company and Trust*

To receive and consider the combined consolidated financial report of Infigen Energy and the financial report of the Trust, as well as the combined reports of the Directors and Auditor for the year ended 30 June 2017.

*There is no vote on this item.*

## Item 2: Remuneration Report

*Company only*

To adopt the Remuneration Report for the year ended 30 June 2017. The Remuneration Report is set out in the Directors' Report included within the Infigen Energy Annual Report 2017.

*This is a non-binding advisory vote.*



## Item 3: Director Re-election

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of the Company and Foreign Company:

*That Fiona Harris, being a Director of the Company and the Foreign Company, who retires as a Director by rotation, in accordance with article 10.3 of the Constitution of the Company and bye-law 12.3 of the Bye-Laws of the Foreign Company, and being eligible offers herself for re-election, is re-elected as a Director of the Company and Foreign Company.*

## Item 4: Director Election

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of the Company and Foreign Company:

*That Leonard Gill, who has been appointed by the Directors of the Company and the Foreign Company in accordance with article 10.8 of the Constitution of the Company and bye-law 12.8 of the Bye-Laws of the Foreign Company, and being eligible offers himself for election, is elected as a Director of the Company and Foreign Company.*

## Item 5: Director Election

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of the Company and Foreign Company:

*That Mark Chellew, who has been appointed by the Directors of the Company and the Foreign Company in accordance with article 10.8 of the Constitution of the Company and bye-law 12.8 of the Bye-Laws of the Foreign Company, and being eligible offers himself for election, is elected as a Director of the Company and Foreign Company.*

## Item 6: Director Election

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of the Company and Foreign Company:

*That Emma Stein, who has been appointed by the Directors of the Company and the Foreign Company in accordance with article 10.8 of the Constitution of the Company and bye-law 12.8 of the Bye-Laws of the Foreign Company, and being eligible offers herself for election, is elected as a Director of the Company and Foreign Company.*

## **Item 7: Approval of the issue of securities under the Infigen Energy Equity Plan as an exception to ASX Listing Rule 7.1**

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of each of the Company and the Foreign Company, and the unitholders of the Trust:

*That issues of securities under the Infigen Energy Equity Plan (Equity Plan) be approved as an exception to ASX Listing Rule 7.1 pursuant to exception 9 in ASX Listing Rule 7.2.*

## Item 8: Participation in the Infigen Energy Equity Plan by Mr Ross Rolfe

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of each of the Company and the Foreign Company, and the unitholders of the Trust:

*That approval is given for the issue to Mr Ross Rolfe, Managing Director of the Company, of up to 1,159,795 performance rights under the Equity Plan on the basis described in the Explanatory Notes accompanying this Notice.*

## Item 9: Participation in the Infigen Energy Equity Plan by Ms Sylvia Wiggins

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of each of the Company and the Foreign Company, and the unitholders of the Trust:

*That approval is given for the issue to Ms Sylvia Wiggins, an Executive Director of the Company, of up to 471,132 performance rights under the Equity Plan on the basis described in the Explanatory Notes accompanying this Notice.*

## Item 10: Re-appointment of Auditor

To consider and, if thought fit, to pass the following as an ordinary resolution of the shareholders of the Foreign Company:

*That PricewaterhouseCoopers, being the current Auditor of the Foreign Company, be re-appointed as Auditor of the Foreign Company to hold office until the close of the next Annual General Meeting of the Foreign Company at a fee to be determined by the Directors.*



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