# APPENDIX A INFORMATION DISCLOSURES FOR RELATED PARTY TRANSACTIONS

FOR THE YEAR ENDED 31 MARCH 2023



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Information Disclosures Document 2023

#### 1. INTRODUCTION

This disclosure has been prepared to meet the 2023 Related Party Transaction disclosure requirements, in accordance with the Electricity Distribution Information Disclosure Determination 2012 (consolidated 6 July 2023) (ID Determination).

The information is provided in reference to and in support of Schedule 5b - Related Party Transactions as disclosed in the Information Disclosure Schedules for the disclosure year ended 31 March 2023.

The ID Determination requires Alpine Energy Limited (AEL or we) to publicly disclose the following information:

DESCRIPTION	ID REFERENCE			
Diagram or description of related party transactions	2.3.8			
Report on related party transactions	Schedule 5b			
Summary of procurement policy for procurement from related parties	2.3.10			
How the policy is applied practice	2.3.12(1)			
Representative transactions	2.3.12(3) & (5)			
Testing of arms-length transactions	2.3.12(4)			
Policies or procedures that require or have the effect of requiring purchase	2.3.12(2)			
Map and description of anticipated network expenditure and network constraints				
Full procurement policy (only required to be disclosed to the Commerce Commission and not included in this document)				

#### 2. RELATED PARTIES

In accordance with clauses 2.3.8(1) and (2) of the ID Determination, Table 1 below summarises the relationship between AEL and the related parties with which it had related party transactions (as defined in the Electricity Distribution Services Input Methodologies Determination 2012 (Consolidated 20 May 2020) (IM Determination)) during the disclosure year. Table 1 also summarises the principal activities of the related parties and the total annual expenditure incurred.



AEL does have other subsidiaries and joint venture relationships which are not included in Table 1 below. AEL did not procure or sell any assets or good or services from or to these related parties for the supply of electricity distribution services. For a full list of all related parties, refer to AEL's Annual Report for the year ended 31 March 2023, as publicly disclosed on AEL's website.<sup>1</sup>

Related Party	Relationship	Annual expenditure \$'000	Principal Activities of the Related Party
Timaru District Council (TDC)	Shareholder - 47.5% ownership (through a 100% ownership in Timaru District Holdings Limited).	\$81	TDC is the territorial authority for the Timaru District area in accordance with the Local Government Act 2002. TDC provides infrastructure and regulatory services, community facilities and promotes the social, cultural, economic, and environmental wellbeing of the Timaru District community.
Waimate District Council (WDC)	Shareholder - 7.54% ownership	\$27	WDC is the territorial authority for the Waimate District area in accordance with the Local Government Act 2002. WDC provides infrastructure and regulatory services, community facilities and promotes the social, cultural, economic, and environmental wellbeing of the Waimate District community.
District Council  Ownership  Local Governm community fac		\$32	MDC is the territorial authority for the Mackenzie District area in accordance with the Local Government Act 2002. MDC provides infrastructure and regulatory services, community facilities and promotes the social, cultural, economic, and environmental wellbeing of the Mackenzie District community
NETCon Ltd (NCL)	Subsidiary - 100% ownership <sup>2</sup>	\$17,350	NCL constructs and maintains substations, overhead and underground lines, and associated equipment, and vegetation management services across South Canterbury and Nelson.

Table 1 - Related party relationships and principal activities of the related parties

 $<sup>^1</sup> https://www.alpineenergy.co.nz/\_\_data/assets/pdf\_file/0016/22930/Annual-Report-FY2023-Web-Version.pdf$ 

<sup>&</sup>lt;sup>2</sup> Note that as at 31 March 2023 and for the disclosure year then ended, NETcon Limited was a 100% subsidiary of Alpine Energy Limited. Subsequent to 31 March 2023 (in October 2023) Alpine Energy Limited and NETcon Limited were combined into one business and NETcon ceased to exist as a separate legal entity. References to NETcon throughout this document is to reflect the transactions which occurred for the disclosure year ended 31 March 2023.

#### 3. SUMMARY OF PROCUREMENT POLICY

In accordance with clause 2.3.10(1) of the ID Determination, AEL publicly discloses a summary of the current Procurement Policy in respect of the procurement of assets or goods or services from related parties. AEL does not distinguish between the external contractors and related parties in applying its procurement policy, however, a Master Services Agreement is in place with NETcon.

#### **Principles underpinning the Procurement Policy**

Alpine Energy's Procurement Policy was adopted November 2019 (and reviewed during 2021) to establish a framework for AEL's procurement. The current Procurement Policy outlines the principles to be followed when procuring goods and services for AEL. These principles are summarised in below.

#### Advancement of AEL Strategic Objective

Putting our network and consumers first when securing value for money. Through procurement, we contribute to the achievement of Alpine's strategic objectives with the vision of empowering our community.

#### Integrity, Probity & Accountability

We undertake our procurement with integrity, ensuring probity and accountability for our outcomes. We respect the trust placed in us by the community.

#### Working Together to Achieve Outcomes

We take a collaborative approach to planning and managing categories of expenditure. We work together across our business units to improve procurement outcomes.

#### Value for Money

We drive value for money in our procurement. We do this through sustainable procurement behaviour focusing on our environment and community. We use our procurement to advance our region's economic, environmental, and social objectives, supporting the long-term wellbeing of our community.



#### **Master Service Agreement with NETcon**

Where AEL procures from NCL, it is based on the terms in the Master Service Agreement (MSA) dated 1 October 2020 (effective 1 October 2020). In broad terms, the MSA includes provisions that specify the parties' obligations:

- Nothing in the agreement prevents AEL from purchasing from any third party, or from using its own resources to provide services of any kind, including any services which are the same or like the services; and
- Neither does the agreement restrict NCL from supplying nor offering to supply any services of any kind, including services which are the same as or similar as the services, to any other person.

The objectives of entering into an agreement are to ensure that the services are provided in a way that:

- Is safe, for all AEL personnel, all NCL personnel, all users of the network and all members of the public;
- Supports the efficient delivery of reliable services by AEL to users of the network;
- Provides a fair and competitive price to AEL, for the services provided, and a fair return to NCL on its investment in providing the services; and
- Complies with all relevant regulatory requirements.

In accordance with the Procurement Policy and the MSA, AEL continues to use NCL as the main contractor for the construction and maintenance services to most of our network, including all fault response. These services are based on independent industry verified rate cards to ensure efficient expenditure. Where rate cards are not possible for complex and varied work scopes, AEL will go to the market to obtain the most cost-effective solution, through open market tender.

This MSA expired on 31 March 2023, and in accordance with the section 2.4 - Extension of Expiry Date - of the MSA, the expiry date has been automatically extended by one year. AEL and NCL are currently renegotiating the MSA.



### 4. APPLICATION OF PROCUREMENT POLICY

In accordance with clause 2.3.12 (1) of the ID Determination, AEL publicly discloses a description of how the Procurement Policy is applied in practice to the procurement of assets or goods or services from related parties.

In practice, the Procurement Policy is applied differently between expenditure categories, as outlined in Table 2 below:

EXPENDITURE	PRACTICAL APPLICATION OF PROCUREMENT POLICY								
CATEGORY									
CAPITAL EXPEND	TURE (CAPEX)								
CONSUMER	Considering the principles of procurement, contracts will be awarded to NCL (or other contractor) when:								
CONNECTIONS	Two quotes are sought from contractors								
	A project manager evaluates the quotes								
	The quotes are disclosed to the customer to select their contractor of choice								
SYSTEM	Considering the principles of procurement, contracts will be awarded to NCL (or other contractor), and be subject to the								
GROWTH &	provisions in the MSA, or market tender:								
ASSET	A quote is requested from NCL; or								
RELOCATION	Two quotes are sought from contractors; and								
	AEL will review the quotes for reasonability								
ASSET	Considering the principles of procurement, contracts will be awarded to NCL (or other contractor), and be subject to the								
REPLACEMENT &	provisions in the MSA, or market tender:								
RENEWAL	A quote is requested from NCL; or								
	Two quotes are sought from contractors; and								
	AEL will review the quotes for reasonability								
OTHER	Considering the principles of procurement, contracts will be awarded to NCL (or other contractor), and be subject to the								
RELIABILITY,	provisions in the MSA, or market tender:								
SAFETY &	A quote is requested from NCL; or								
ENVIRONMENT	Two quotes are sought from contractors; and								
	AEL will review the quotes for reasonability								

EXPENDITURE CATEGORY	PRACTICAL APPLICATION OF PROCUREMENT POLICY							
OPERATIONAL EX	PENDITURE (OPEX)							
ASSET	Considering the principles of procurement, contracts will be awarded to NCL (or other contractor), and be subject to the							
REPLACEMENT &	provisions in the MSA, or market tender:							
RENEWAL	A quote is requested from NCL; or							
	Two quotes are sought from contractors; and							
	AEL will review the quotes for reasonability							
ROUTINE &	Considering the principles of procurement, contracts will be awarded to NCL (or other contractor), and be subject to the							
CORRECTIVE	provisions in the MSA:							
MAINTENANCE	An invoice is received from NCL (or other contractor)							
& INSPECTION	AEL will review the invoices for reasonability							
SERVICE	This is awarded to NCL or other contractor, considering the principles of procurement, and is subject to the provisions in the							
INTERRUPTIONS	MSA:							
& EMERGENCIES	The NCL (or other contractor) will issue AEL with an invoice on a monthly basis on a time and materials basis							
	The NCL (or other contractor) will issue AEL with an invoice after the emergency works are complete							
	AEL will review the invoice for reasonability							
SYSTEM	This is awarded to NCL, considering the principles of procurement, and is subject to the provisions in the MSA.							
<b>OPERATIONS &amp;</b>	This forms part of the customer contract within the consumer connections process.							
NETWORK								
SUPPORT								



<b>EXPENDITURE</b>
CATEGORY

#### **PRACTICAL APPLICATION OF PROCUREMENT POLICY**

#### **OPERATIONAL EXPENDITURE (OPEX)**

# VEGETATION MANAGEMENT

In accordance with our current vegetation management practices, any network approved arborist or tree trimmer can carry out vegetation management on our network. The cost of the "first cut" or trim work is borne by AEL, while the cost of second and subsequent vegetation management is borne by the consumer. Consumers required to undertake tree trimming work to protect the network, are free to choose from a preferred contractor list.

#### Vegetation Surveying and First Cut

Considering the principles of procurement, contracts will be awarded to NCL (or other contractor), and be subject to the provisions in the MSA:

- Send a "first-cut" trim notice
- Receive approval from landowner
- Request a quote
- AEL will review the quote for reasonability

#### **Subsequent Trim Notices**

Subsequent trim notices are in general sent out after vegetation has had a first trim. A trim notice is sent to the landowner, to which the customer will return the notice with their selected network approved contractor and provide a date that the work may be completed. The customer liaises with the contractor directly and is billed accordingly.

**Table 2: Practical application of the Procurement Policy** 



# 5. REPRESENTATIVE EXAMPLE TRANSACTIONS

In accordance with clauses 2.3.12(3) - (5) of the ID Determination, AEL publicly discloses separate representative example transactions in each expenditure category to evidence how the current Procurement Policy is applied in practice and to disclose how and when AEL last tested the arm's length terms of those transactions, as summarised in Table 3 below.

EXPENDITURE CATEGORY	DETAILS OF REPRESENTAT	MOST RECENT EXAMPLE OF MARKET TESTING			
CAPITAL EXPEND					
CONSUMER	Work order	A00008507	Two quotes were received and		
CONNECTION	<b>DESCRIPTION OF WORK</b>	Kennels Road Subdivision - Timaru	reviewed for each project in this		
	PROJECT EXPENDITURE	\$391,875.81	category, which AEL uses for		
	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>Quotes were received from two contractors:         <ul> <li>NCL: \$300,204.52</li> <li>Contractor A: \$369,910</li> </ul> </li> <li>The quotes were reviewed by the project manager and submitted to the customer</li> <li>The customer accepted the quote from NCL totalling \$415,066.03 (with additional costs including materials, design, and drawing)</li> </ul>	benchmarking of each project.		
SYSTEM	WORK ORDER	A000010651	Two quotes were received and		
GROWTH &	<b>DESCRIPTION OF WORK</b>	Otipua Road, Timaru, New Ring Main Unit	reviewed for each project in this		
ASSET	PROJECT EXPENDITURE	\$94,154.52	category, which AEL uses for		
RELOCATIONS	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>Quotes were received from two contractors:         <ul> <li>NCL: \$44,443.42</li> <li>Contractor A: \$60,370.00</li> </ul> </li> <li>Quotes were reviewed by the project manager</li> <li>Quotes agreed with NCL.</li> </ul>	benchmarking of each project.		



EXPENDITURE CATEGORY	DETAILS OF REPRESENTA	TIVE SAMPLE	MOST RECENT EXAMPLE OF MARKET TESTING		
ASSET	WORK ORDER	A000011914	Engaged an independent industry		
REPLACEMENT	DESCRIPTION OF WORK	Simons Pass Stage 1	expert to benchmark quote		
AND RENEWAL	PROJECT EXPENDITURE	\$ 197,153.27	received.		
	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>Quote received from NCL for \$145,501.62</li> <li>Quotes were reviewed by the project manager</li> <li>Quotes agreed with NCL</li> </ul>	Based on the review, the quote fell within the expected market rate.		
OTHER	WORK ORDER	A000010409	Two quotes were received and		
RELIABILITY, SAFETY AND	DESCRIPTION OF WORK	Waimate Reliability Programme - Shearman Street, New Ring Main Unit	reviewed for each project in this category, which AEL uses for		
ENVIRONMENT	PROJECT EXPENDITURE	\$102,762.95	benchmarking of each project.		
	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>Quotes were received from two contractors:         <ul> <li>Contractor A: \$51,200</li> <li>NCL: \$46,363</li> </ul> </li> <li>Quotes were reviewed by the project manager</li> <li>Quotes agreed with NCL</li> </ul>			
OPERATIONAL E	XPENDITURE (OPEX)				
OPEX:	WORK ORDER	A00011037	Engaged an independent industry		
ASSET	<b>DESCRIPTION OF WORK</b>	Parke Road, Orari, Replace aerial stay for pole	expert during 2022 to review the		
REPLACEMENT	PROJECT EXPENDITURE	\$ 2,400.43	labour costing rates, which makes		
AND RENEWAL	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>A quote was sought from NCL based on rate cards</li> <li>NCL Quote: \$914.43</li> <li>Invoice received and assessed for reasonability by the project manager</li> <li>Due to timing of job, rate card CPI adjustment impacted final invoice received - \$954.18</li> </ul>	up the majority of the NCL quotes.  Based on the review, the rates fall within the expected market rate for each trade group.		



EXPENDITURE CATEGORY	DETAILS OF REPRESENTA	MOST RECENT EXAMPLE OF MARKET TESTING		
VEGETATION MANAGEMENT	WORK ORDER	A000011721; A000012756; A000012757; A00001,2758; A000012759; A000012760	Management assessment of pricing between NCL and our	
	<b>DESCRIPTION OF WORK</b>	Vegetation management - Survey of 33KV feeders	second contractor is monitored on	
	PROJECT EXPENDITURE	\$3,960	a continuous basis and used to	
	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>Quote received from NCL: \$3,960 across six survey jobs</li> <li>Quotes were reviewed by the project manager</li> <li>Quotes agreed with NCL</li> </ul>	benchmark prices charged by NCL.  As we use two contractors, we are naturally benchmarking but we have also evaluated at the hourly rate we are charged by our second contractor versus the hourly rate we are charged by NCL, which AEL uses for benchmarking of each project.	
ROUTINE AND	WORK ORDER	A00009301	Engaged an independent industry	
CORRECTIVE MAINTENANCE AND	DESCRIPTION OF WORK	Annual inspection of ground mounted distribution transformers - Network wide	expert during 2022 to review the labour costing rates, which makes up the majority of the NCL quotes.	
INSPECTION	PROJECT EXPENDITURE	\$125,534.65	up the majority of the NGE quotes.	
	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>Work was issued to NCL based on rate cards</li> <li>Invoice: \$124,986.15</li> <li>Invoice received and assessed for reasonability by the project manager against a rate card unit price</li> </ul>	Based on the review, the rates fall within the expected market rate for each standard routine and corrective maintenance job.	
SERVICE	WORK ORDER	A000011782	Engaged an independent industry	
INTERRUPTIONS	<b>DESCRIPTION OF WORK</b>	Broken Conductor, High Street, Waimate.	expert in 2022 to review the	
AND	PROJECT EXPENDITURE	\$1,964.70	labour costing rates, which makes	
EMERGENCY	PRACTICAL APPLICATION OF PROCUREMENT POLICY	<ul> <li>Work was issued to NCL on a time and material basis</li> <li>Invoice received and assessed for reasonability by the project manager against a rate card unit price</li> </ul>	up the majority of the NCL quote.  Based on the review, the rates fall within the expected market rate for each trade group.	

Table 3: Representative examples of the practical application of the Procurement Policy and most recent market testing

#### 6. POLICIES OR PROCEDURES REQUIRING PURCHASE

In accordance with clause 2.3.12(2) of the ID Determination, AEL publicly discloses that AEL has no policies or procedures that require consumers to purchase assets or goods or services from a related party.

AEL's New Connection and Extensions Policy requires consumers to contribute to assets which AEL own.<sup>3</sup> The customer is free to choose who undertakes any work on their property, provided that the person/entity undertaking the work is qualified to do so and approvals have been sought.

The current vegetation management practices allow any approved arborist to carry out vegetation management on our network.<sup>4</sup> The cost of the "first cut" or trim work is borne by AEL, while the cost of second and subsequent vegetation management is borne by the consumer. Consumers required to undertake tree trimming work to protect the network, are free to choose from a preferred contractor list.

Our notices to consumers notifying them of work required on their privately owned land, notices state that they are free to choose who undertakes the work.



 $<sup>^{3}\ \</sup>underline{https://www.alpineenergy.co.nz/customers/getting-connected/capital-contributions}$ 

<sup>&</sup>lt;sup>4</sup> https://www.alpineenergy.co.nz/customers/tree-management

## 7. MAP OF ANTICIPATED NETWORK EXPENDITURE AND NETWORK CONSTRAINTS

In accordance with clause 2.3.13 to 2.3.16 of the ID Determination, the following map and associated tables below provide a brief explanatory description of the 10 largest forecast operational and capital expenditure programmes/projects in the AMP planning period. The description includes the likely timing, value and location of the project, and possible future network constraints. These programmes/projects correlate with the 2023 Asset Management Plan.

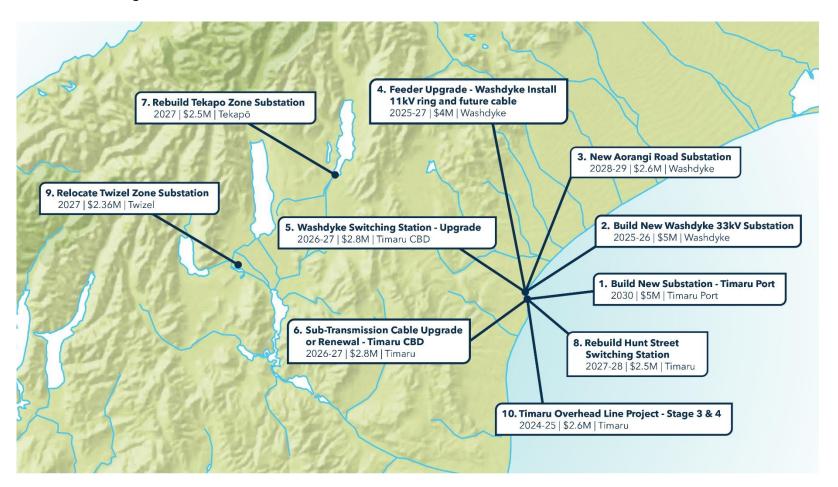


Figure 1 Map of anticipated network expenditure



MAP REFERENCE		TIMING	FORECAST VALUE	LOCATION	RELATED PARTIES CLAUSE 2.3.14 (A) (B) OR (C) OF THE ID	CONSTRAINT ALLEVIATED
1	Build new Substation - Timaru Port	2030	\$5M	Timaru Port	This project may be awarded following a market tender process.	Forecast constraint at Timaru Port due to growth, decarbonisation and transport electrification
2	Build New Washdyke 33kV substation	2025-26	\$5M	Washdyke	This project may be awarded following a market tender process.	Forecast constraint at Washdyke due to growth, decarbonisation and transport electrification
3	New Aorangi Road Substation	2028-29	\$2.6 M	Washdyke	This project may be awarded following a market tender process.	Forecast constraint at Washdyke due to growth, decarbonisation and transport electrification
4	FEEDER UPGRADE - WASHDYKE Install 11kV ring and future cable	2025-27	\$4M	Washdyke	This project may be awarded following a market tender process.	Forecast constraint at Washdyke due to growth, decarbonisation and transport electrification
5	Washdyke Switching Station – upgrade	2026-27	\$2.8M	Timaru CBD	This project may be awarded following a market tender process.	Forecast constraint at Washdyke due to growth, decarbonisation and transport electrification
6	Sub- transmission Cable upgrade or renewal - Timaru CBD	2026-27	\$1.2M	Timaru	This project may be awarded following a market tender process.	Forecast constraint due to commercial and residential growth and vehicle electrification



MAP REFERENCE	TOP 10 CAPEX PROJECTS	TIMING	FORECAST VALUE	LOCATION	RELATED PARTIES  CLAUSE 2.3.14 (A) (B) OR (C) OF THE ID	CONSTRAINT ALLEVIATED
7	Rebuild Tekapo Zone Substation	2027	\$2.5M	Tekapo	This project may be awarded following a market tender process.	Asset Renewal and Replacement
8	REBUILD HUNT STREET SWITCHING STATION	2027-28	\$2.5M	Timaru	This project may be awarded following a market tender process.	Not applicable - Replacement and Renewal
9	Relocate Twizel Zone Substation	2027	\$2.36	Twizel	This project may be awarded following a market tender process.	Not applicable - Replacement and Renewal
10	TIMARU OVERHEAD LINE PROJECT - STAGE 3 & 4 Maintenance and renewal	2024-25	\$2.6M	Timaru	It is forecast that Alpine Energy field services (formerly NCL) will deliver this project.	1

MAP REFERENCE	TOP OPEX PROJECTS	DESCRIPTION	TIMING	FORECAST VALUE	LOCATION	RELATED PARTIES  CLAUSE 2.3.14 (A) (B) OR (C) OF THE ID
NETWORK WIDE	ROUTINE AND CORRECTIVE MAINTENANCE AND INSPECTION	Routine servicing and inspections to prevent failure, condition assessments, fault restoration, repairs, and maintenance.	Annual	\$3.3M	Network wide	The majority of this work programme will likely be delivered by Alpine Energy field services (formerly NCL). We engaged an independent industry expert to review the labour costing rates, which makes up most of a quote. Based on the review, the rates fall within the expected market rate for each trade group. The remaining work will be procured from other specialist service providers in accordance with our policy.
NETWORK WIDE	SERVICE INTERRUPTIONS AND EMERGENCIES	Reactive interventions in	Annual	\$2.05M	Network wide	The majority of this work programme will likely be delivered by Alpine Energy field services (formerly NCL). We engaged an independent industry expert to review the labour costing rates, which makes up most of a quote. Based on the review, the rates fall within the expected market rate for each trade group. The remaining work will be procured from other specialist service providers in accordance with our policy.
NETWORK WIDE	VEGETATION MANAGEMENT	Clearing vegetation from lines and other infrastructure	Annual	\$820k	Network Wide	Vegetation surveying is delivered through market tender process, and it is forecast that Alpine Energy field services (formerly NCL) will undertake a portion of this work programme during the AMP planning period. First trim vegetation maintenance is projected largely to be delivered by Alpine Energy field services (formerly NCL).



MAP REFERENCE	TOP OPEX PROJECTS	DESCRIPTION	TIMING	FORECAST VALUE	LOCATION	RELATED PARTIES  CLAUSE 2.3.14 (A) (B) OR (C) OF THE ID
NETWORK Wide	F 100=1		Annual	\$290k	Network Wide	This programme is delivered by Alpine Energy field services (formerly NCL) or by another contractor. We specify the work on a case-by-case basis and request multiple quotes or tenders for the works. The work will be procured in accordance with our policy.

Note: All forecast operating expenditure programmes are planned on a network-wide basis, and none of the programmes relate to network constraints as described in clause 2.3.13 (3).

