

**ROD JOHANNESSEN**
PRINCIPAL CONSULTANTBachelor of Business
University of Central Queensland
Master of Business (Agribusiness)
University of Queensland

PRIOR PROFESSIONAL HISTORY

- 2015 - present Principal Consultant, Oakley Greenwood Pty Ltd
- 2012 - 2015 General Manager Strategy and Service Delivery, APA Group
- 2009 - 2012 Head of Contract Management and Commercial Operations, APA Group
- 2009 - 2009 Head of Commercial, Queensland and General Manager, APA Group
- 2007 - 2009 Commercial and Market Development Manager, APA Group
- 2004 - 2007 Commercial Manager, APA Group
- 2001 - 2002 Commercial Specialist, Phillips Petroleum
- 1997 - 2001 Business Development Officer, Ergon Energy Pty Ltd
- 1991 - 1993 Risk Manager, GRAINCO
- 1987 - 1991 Marketing Officer, The Central QLD Grain Sorghum Marketing Board

OVERVIEW

Rod is a seasoned energy sector professional with 17 years of experience in commercial negotiation, business development, strategy, customer service delivery, regulation and risk oversight roles across gas transmission and distribution, upstream oil and gas, power generation and electricity retailing.

Rod has exceptional commercial management skills with demonstrated ability to develop business opportunities from initial concept through negotiation of complex and multi-faceted commercial arrangements, gaining regulatory approvals, and providing oversight of construction project teams to ongoing commercial responsibility for assets.

Rod was employed for ten years in senior roles by APA Group, Australia's largest gas infrastructure owner (<https://www.apa.com.au/>) and top 50 ASX listed entity which owns and/or operates around \$19 billion.

Rod's earlier career in the energy sector included two years with Conoco Phillips developing the commercial arrangements for the Darwin LNG and Bayu Undan (Timor Sea) gas/oil projects. Prior to that he was with Ergon Energy, a Queensland Government Owned Corporation, for five years where he gained exposure to organisational restructuring, risk management in the electricity sector, deal execution through acquisition of a competitor and renewable energy projects.

Rod possesses excellent stakeholder engagement skills with proven ability to develop and maintain productive relationships with internal and external stakeholders at all levels, including potential alliance partners, customers, local, State and Federal government agencies. While employed at APA Group Rod was involved in briefing the Western Australian Treasurer, the Queensland Energy Minister and senior Commonwealth officials on the activities being undertaken by APA Group to promote the development of gas markets in Australia.

RELEVANT EXPERIENCE

Commercial advice on infrastructure projects

Rod has been a subject matter expert in commercial management for most of his business career. At APA Group, Conoco Phillips and Ergon Energy, Rod gained significant experience in the structuring and negotiation of commercial agreements and arrangements for infrastructure projects. He also has extensive experience in business case development and risk analysis of complex commercial transactions.

Rod has been responsible for developing multi-faceted commercial arrangements for gas pipeline expansions, power stations and gas processing plants. The commercial arrangements he developed for power stations and gas processing each included up to ten inter-related commercial agreements.

Eight years of Rod's career with APA Group included responsibility for marketing gas transportation services on regulated and unregulated gas pipelines. This included responsibility for business development for services with new and existing customers and the negotiation of gas transport agreements to document these services. Rod's responsibilities included managing all aspects of the commercial arrangements on transmission pipelines for eight years (initially the Roma to Brisbane Pipeline and Carpentaria Gas Pipeline).

Later in his career with APA Group, Rod led a team responsible for the commercial management on 7 transmission pipelines (combined annual revenue \$A850 million) owned by APA Group.

Rod was also responsible for managing all aspects of the commercial arrangements on the Allgas gas distribution network in Queensland for four years. During this time Rod held the position of Market Development Manager at Allgas where he led the team responsible for increasing the penetration of gas network connections into residential and commercial developments. In the first full year of APA Group's ownership of Allgas the number of new customer connections was higher than the highest level achieved under Government ownership. This was due to Rod introducing a policy of assessing the likely duration of gas use by the customer based on market conditions rather than the risk-averse approach adopted by the previous management team.

This included the negotiation of reference (regulated) services and non-reference services for both transmission pipelines and the distribution network. Rod also negotiated ancillary agreements with third parties (other infrastructure owners and land developers) undertaking work in proximity to transmission pipelines and the distribution network, metering services for third parties and management of disputes with vendors.

Rod has extensive experience of leading multi-disciplinary project teams across business development, commercial, legal, engineering and financial analysis to deliver infrastructure projects.

Business analysis, including advice on prospective commercial contracts for which State-owned utilities are a counter-party

Rod has extensive experience in negotiating agreements involving State owned utilities. This involves both negotiating on behalf of State owned utilities and on behalf of private sector companies that are entering into commercial arrangements with State owned utilities.

Whilst employed at Ergon Energy Rod was involved on behalf of Ergon Energy in negotiating gas supply agreements with the proponents of the PNG Gas Project and the Tri-Star Coal Seam Gas Project. Rod was also involved in negotiating on behalf of Ergon Energy with Stanwell Corporation a Queensland Government owned generator.

While employed at APA Group Rod was responsible for negotiating with Energex, the Government Owned Corporation that retailed gas in South East Queensland, and CS Energy, the Government Owned Corporation that operated a gas fired power station in South East Queensland, that had a gas transportation contract on an APA Group owned pipeline.

Risk analysis and advice

Rod is practiced in strategic planning and risk analysis with the proven ability to identify, monitor and control key business risk drivers while recognising the trade-off between risk and strategic opportunities.

Throughout his 25-year business career Rod has held a range of positions that have involved a material component of risk management. These included as a Risk Manager for a commodity exporter (trading the A\$:US\$ and exchange-traded commodity future contracts), Secretary of the Risk Management Committee at Ergon Energy, managing the preparation of risk management policy and procedures at Ergon Energy and Risk Champion for the Transmission Division at APA Group.

Rod has extensive experience in analysing risks associated with commercial transactions to structure the transactions and develop commercial arrangements that appropriately manage the risk for the companies that Rod represented. This was particularly the case for the power station and gas processing plant infrastructure investments that Rod was responsible for while he was employed at APA Group.

At that time APA Group's core business in Queensland where Rod was Commercial and Market Development Manager was experiencing limited revenue growth by providing gas transportation services on regulated pipelines. Rod was responsible for implementing a diversification strategy into infrastructure investments that were complementary to APA Group's regulated business, but required APA Group to accept a higher level of risk than that associated with regulated infrastructure. Rod developed four projects of this nature over a two-year period.

Economic advice on the regulation of third-party access to, and the operation of, utilities infrastructure and the design and regulation of utilities markets

A key component of Rod's role at APA Group from 2010 was to lead the gas market development activity of APA Group by influencing the design of gas markets in Eastern Australia that are operated by the Australian Energy Market Operator (AEMO) and to lead the development within APA of innovative new services that assisted APA Group's customers to manage their energy price exposures.

Rod successfully influenced the design of the Brisbane Short Term Trading Market operated by AEMO and led a project to prepare APA to meet its obligations to publish data to the market. Rod and members of the team he led successfully engaged with market participants and AEMO to influence the design of the Wallumbilla Gas Supply Hub in Queensland.

Rod's final position with APA Group was General Manager Strategy and Service Delivery. In this role Rod led the establishment of APA's pipeline capacity trading platform (<http://capacitytrading.apa.com.au/>) that allows customers to publish on a public web site bids and offers for capacity and implement trades. He was also responsible for implementing APA's In Pipe Trades service that facilitates the trading of gas by shippers at virtual points in APA's pipelines (https://www.apa.com.au/globalassets/documents/miscellaneous/in-pipe-trade_factsheet-011.pdf).

As a subject matter expert in commercial management at APA Group Rod gained significant experience in the development of Access Arrangements for gas infrastructure.

In 2010, Rod provided the commercial input along with a team of lawyers to develop the Amadeus Gas Pipeline Access Arrangement. In 2012 Rod provided the commercial input along with a team of lawyers to develop the Roma to Brisbane Gas Pipeline Access Arrangement. Rod's role in developing these Access Arrangements included participation in meetings with the Australian Energy Regulator to explain to officials how the terms and conditions under the Access Arrangements would apply to the provision of services to customers. Rod has extensive experience in engaging with both regulators and government officials at all levels.

In addition to his extensive experience in negotiation of contracts, Rod has extensive experience in analysis of legislation and regulation to understand the implications for an energy infrastructure business.

While employed at the Queensland Transmission and Supply Corporation (a Government Owned Corporation) in 1996 and 1997 Rod was a member of a project team that prepared Queensland electricity retailers for the establishment of the National Electricity Market. This included participation in working groups to develop for wholesale electricity trading standardised contracts based on the International Swaps and Derivatives Association (ISDA) over the counter agreements.

PROJECT EXPERIENCE

Client/Project	Year	Description
Department of Environment	2017	The Department has engaged OGW to update the Gas Price Trends Review released in 2015 for changes in gas prices since

and Energy		then. Rod is preparing a section on changes in the gas pipeline industry, including tariffs and service offerings.
Murimidgee Irrigation	2017	Review of the cost of water as an input into production of a range of crops
QLD Government Treasury	2017	Confidential
Colonial First State	2017	Colonial First State engaged OGW to undertake a due diligence investigation for the acquisition of Trility Water. Rod reviewed the business strategy of Trility Water, organisational structure and resourcing requirements. This included developing forecasts of employee numbers under several scenarios for the growth of the business.
Water Utility Due Diligence		
Multinet Gas Prudency and Efficiency of Mains Replacement and Connection Capex	2016	Multinet engaged OGW to provide an independent opinion as to the likely prudency and efficiency of Multinet's actual capital expenditure for mains replacement and customer connections, in the context of the requirements of the National Gas Rules. Rod reviewed Multinet's procurement strategy to assess whether it met good industry practice.
Tasmanian Energy Security Task Force	2016	The Taskforce engaged OGW to provide expert advice to support the Taskforce's consideration of the current and future arrangements of the Tasmanian natural gas market following the extended outage of the Basslink electricity interconnector in 2015/16.
Gas Expert Advisor		
Unity Water Control Systems Functional Review	2016	Unitywater engaged OGW to undertake a review of the Control Systems Unit (CS) to identify the alignment between the tasks delivered by the CS and those by the Mechanical and Electrical Branch. This included benchmarking Unity Water against companies in like industries.
Prostar Capital North East Gas Interconnector Due Diligence	2015	Prostar Capital engaged OGW to provide due diligence for their potential investment into one of the short-listed proponents of the North East Gas Interconnector, a pipeline connecting the Northern Territory gas grid to the Eastern Australia gas grid. Rod, Angus and Jim undertook analysis that included a review of the proponent's capital and operating costs, high level modelling of tariffs, market review of the gas supply opportunities and likely offtakers, regulatory and approvals fatal flaws, and financial modelling review of competitors and their likely tariffs and forecast of netback pricing to the potential upstream fields from different load centres.
APA Group Pipeline Capacity	2014	Rod project and commercially managed the introduction to the national gas market in Australia a new service that facilitates customers trading pipeline capacity via APA's customer portal. This involved gaining internal support for this innovative concept and then managing a multi-disciplinary project team that

Trading Project		promoted the service to the Commonwealth Government, customers, gas market operators and other pipeline companies, developed legal agreements for trading and made changes to the customer portal to allow bids/offers to be published and completed trades to be implemented.
APA Group	2013	Rod project and commercially managed the introduction to the East Coast gas market a new service that facilitates customers trading gas via APA's customer portal. This involved gaining internal support for this innovative concept and then managing a multi-disciplinary project team that promoted the service to the Commonwealth Government, customers, developed legal agreements for trading and made changes to the web-based customer portal to allow completed trades to be implemented.
In Pipe Trading Project		
APA Group	2011	Member of the team that prepared the access arrangement. Rod's role related to providing commercial input into the drafting of the Access Arrangement Terms and Conditions and the collection of data to support the Access Arrangement proposal.
Roma to Brisbane Pipeline - Access arrangement 2012-17		
APA Group	2011	Member of the team that prepared the access arrangement. Rod's role related to the Access Arrangement Terms and Conditions, specifically in briefing the Australian Energy Regulator on the interpretation of the terms and Conditions.
Amadeus Gas Pipeline Access Arrangement 2011-16		
APA Group	2010	APA Group is responsible for submitting data to the Sydney Short Term Trading Market (STTM). APA Group incorrectly published data to the STTM that resulted in the gas price being \$390/GJ, rather than the typical price of \$3/GJ.
STTM Business Improvement Project		Following this event Rod was given responsibility for the data submission function. This included leading and project managing the STTM Process and System Improvement Project to improve employee training, governance processes, systems and data management processes to prevent any further incorrect data publication. The success of this project was reflected in the findings of an audit conducted by the Australian Energy Regulator of APA's systems and processes "Overall, the AER was satisfied that the processes and systems which APA has in place, if implemented and maintained appropriately, should be sufficient to satisfy its information and data obligations under the Gas Rules.
		APA encourages a positive compliance culture. Where necessary, APA has adapted its compliance activities in response to previous instances of non-compliance. The AER encourages APA to continue this approach."
APA Group	2010	Rod project and commercially managed a multidisciplinary team that developed arrangements for a \$30 million capital expansion of the Roma to Brisbane Pipeline. This included direct negotiation by Rod of gas transport agreements with customers with revenue of \$150 million and an Engineering Procurement Construction
Roma to Brisbane Pipeline		

Expansion Project		contract.
APA Group Carpentaria Gas Pipeline Expansion Project	2009	Rod project and commercially managed a multidisciplinary team that developed arrangements for a \$30 million capital expansion of the Carpentaria Gas Pipeline a light handed regulation pipeline. This included direct negotiation by Rod of gas transport agreements with customers with revenue of \$150 million and an Engineering Procurement Construction contract. Rod also managed a project team that secured environmental regulatory approvals (there was evidence of an endangered species at the site).
APA Group X41 Power Station Project	2006-2007	Rod was responsible for the negotiation and project management of complex and multi-faceted commercial arrangements for a \$30 million investment in a power station and associated gas infrastructure. This included direct negotiation of multiple contracts with Glencore (including a Tolling Agreement), a maintenance agreement and an Engineering Procurement Construction contract. Rod was then responsible for managing the construction phase to successful commissioning of the project. This consisted of the power station and associated gas pipeline infrastructure. Rod led a multi-disciplinary team with members from the disciplines of commercial, legal, engineering and financial analysis from the initial customer discussions through to commissioning.
APA Group Tipton West Gas Processing Plant Project	2006-2007	Rod was responsible for the negotiation and project management of complex and multi-faceted commercial arrangements for a \$30 million investment in a gas processing plant. This included the direct negotiation of multiple contracts with Arrow Energy and an Engineering Procurement Construction contract. Rod led a multi-disciplinary team with members from the disciplines of commercial, legal, engineering and financial analysis from the initial customer discussions through to commissioning.
APA Group Daandine Power Station Project	2005-2006	Rod was responsible for the negotiation and project management of complex and multi-faceted commercial arrangements for a \$30 million investment in a power station. This included direct negotiation of multiple contracts with Arrow Energy (including a Tolling Agreement), a maintenance agreement and an Engineering Procurement Construction contract. Rod led a multi-disciplinary team with members from the disciplines of commercial, legal, engineering and financial analysis from the initial customer discussions through to commissioning.
APA Group Roma to Brisbane Pipeline - Access	2005	Member of the team that prepared the access arrangement for the Roma to Brisbane pipeline a heavy handed regulation pipeline. Rod's role related to the collection of data to support the Access Arrangement proposal and to represent APA Group at public hearings into the Access Arrangement.

Arrangement
2006-11

EMPLOYMENT HISTORY

APA Group

May 2012 – May 2015, General Manager Strategy and Service Delivery

- Led the team that managed a national portfolio of contracts and revenue (\$850 million annually) for gas pipelines.
- Business owner of APA's pipeline end-to-end revenue system and customer portal.
- Managed strategic planning and analysis for the Transmission Division.
- Senior relationship management role with APA's external stakeholders in State and Commonwealth agencies (Australian Energy Regulator and Australian Energy Market Operator) and customers.

Dec 2009 – May 2012, Head of Contract Management and Commercial Operations

- Managed national portfolio of contracts (\$500 million annually) for gas transportation pipelines, gas processing plants, electricity transmission assets and power stations.
- Managed the negotiation with customers of commercial arrangements for the expansion of APA's pipelines.
- Senior state relationship management role with APA's external stakeholders including state and local government agencies, customers, gas producers and regulators.

April 2009 – November 2009, Head of Commercial, Queensland and General Manager, Queensland

- Led the team that managed a portfolio of Queensland contracts for gas transportation pipelines, gas processing plants, electricity transmission assets, power stations (annual revenue \$100 million) and develops new business opportunities.
- Developed commercial arrangements for the expansion of APA's Queensland pipelines, including negotiations with customers and consultation with government.
- Senior relationship management role with APA's external stakeholders including state and local government agencies, customers, gas producers and regulators.

May 2007 – March 2009, Commercial and Market Development Manager

- Managed a portfolio of contracts for APA's Queensland assets and develop new business opportunities in gas transportation pipelines, a gas distribution network, gas processing plants, electricity transmission assets, power stations.
- Led the QLD Commercial and Market Development Group which included seven professional employees plus external legal and engineering advisers.
- Developed commercial arrangements for the expansion of APA's Queensland pipelines, including negotiations with customers and consultation with government.

Dec 2004 – April 2007, Commercial Manager

- Managed a portfolio of contracts for APA's Queensland assets across gas transportation, gas distribution, gas processing, electricity transmission, power stations and develop new business opportunities.
- Developed commercial arrangements for the expansion of APA's Queensland pipelines and a \$100 million investment in power stations and gas processing plants. This included negotiations with customers, consultation with government agencies, liaison with internal stakeholders and management of advisers.

Jan 2001 – June 2002, Phillips Petroleum, Commercial Specialist

- Developed the governance agreements for the Bayu-Undan Liquids Project and the Darwin LNG Project, including Shareholders Agreement, Share Subscription Agreement, Operating Agreement and a Liquids Offtake Agreement.

1997 – 2001, Ergon Energy Pty Ltd, Business Development Officer

- Managed the implementation of business strategies (included coordination of project teams, development of processes and establishment of systems).
- Developed risk management reporting systems and procedures.
- Managed a consultancy project for the development of Wholesale Risk Management policy and procedures.

1991 – 1993, GRAINCO, Risk Manager

- Managed commodity price exposures for Queensland sorghum, sunflower and chickpea export pools.

1987 – 1991, The Central QLD Grain Sorghum Marketing Board, Marketing Officer

- Managed a \$100 million portfolio of commodity futures and foreign exchange exposures for sorghum, sunflower and chickpea export pools.

- Developed and implemented foreign exchange and commodity futures hedging strategies, including management of soybean and corn futures positions on the Chicago Board of Trade.