



Our ref: MA1000024
Contact officer: Kathryn Wood / Tess MacRae
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Land of the Wurundjeri people of the Kulin Nation
Level 17, 2 Lonsdale Street
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10 October 2023

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Linda Evans
Partner
Herbert Smith Freehills

By email: [REDACTED]

Dear Linda

Re: Brookfield and MidOcean application for merger authorisation for proposed acquisition of Origin Energy Limited – ACCC determination

The ACCC has issued a determination in respect of the above-mentioned application for merger authorisation, received on 5 June 2023.

Brookfield LP (Eos Aggregator (Bermuda) LP) (**Brookfield**) and MidOcean Reef Bidco Pty Ltd (**MidOcean**), collectively the **Applicants**, applied under section 88(1) of the *Competition and Consumer Act 2010* (the **Act**) (**Application**) for authorisation of the proposed acquisition by MidOcean of 100% of the ordinary shares in Origin Energy Limited (**Origin**) and the proposed subsequent on-sale of the Origin Energy Markets Business to Brookfield (**Proposed Acquisition**).

The ACCC has decided to authorise the Proposed Acquisition on the conditions, pursuant to section 88(4) of the Act, that certain parties give, and comply with, section 87B undertakings (in the forms attached to the ACCC's determination) (the **Undertakings**). The authorisation is effective for a period of 12 months until 10 October 2024.

The ACCC's determination and a summary of the ACCC's reasons is enclosed, as well as unexecuted copies of the Undertakings. They are also available on the [Merger authorisations public register](#).

The full reasons for the ACCC's determination and fully executed copies of the Undertakings will be released separately as soon as possible, subject to a confidentiality review by the relevant parties involved. The full reasons will be available on the [Merger authorisations public register](#).

Application for review

Pursuant to section 101 of the Act, a person dissatisfied with this determination may apply to the Australian Competition Tribunal (the **Tribunal**) for a review of the determination. An application for review must be made within 21 days of the date of this determination; that is, on or before **31 October 2023**.

An application for a review of the ACCC's determination should be lodged directly with the Tribunal. The Tribunal is a separate body from the ACCC and is located within the Federal Court of Australia.

For further information about the Tribunal's process to hear applications for review of ACCC determinations, please refer to the Tribunal's website at www.competitiontribunal.gov.au.

This letter has been placed on the ACCC's public register. If you wish to discuss any aspect of this matter, please contact Kathryn Wood on (02) 9230 3846 or Tess Macrae on (03) 9290 1835 (or via email at Brookfield-Origin-Merger@acc.gov.au).

Yours sincerely

A handwritten signature in dark ink, appearing to read 'DMC', with a long horizontal flourish extending to the right.

Daniel McCracken-Hewson
General Manager
Merger Investigations Branch