

**SECTION 87B UNDERTAKING**

*Competition and Consumer Act 2010*

**Undertaking to the Australian Competition and Consumer Commission given for the purposes of section 87B**

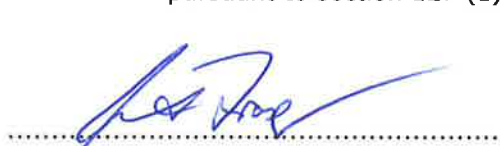
**by**

**AGL ENERGY LIMITED (ACN 115 061 375)**

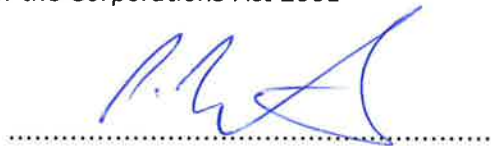
1. This undertaking (**Undertaking**) is given to the Australian Competition and Consumer Commission (**Commission**) by AGL Energy Limited ACN 115 061 375 (**AGL**) of Level 22, 101 Miller St, North Sydney, New South Wales 2060 under section 87B of the *Competition and Consumer Act 2010 (Act)*.
2. AGL has made an application for authorisation in respect of an acquisition pursuant to section 95AU of the Act.
3. AGL hereby undertakes that it will not make the acquisition the subject of the application referred to in paragraph 2 while the application is being considered by the Australian Competition Tribunal.
4. This Undertaking comes into effect when:
  - (a) the Undertaking is executed by AGL; and
  - (b) the Commission accepts the Undertaking so executed.
5. AGL acknowledges that the Commission will make this Undertaking available for public inspection.

**EXECUTED BY**

AGL Energy Limited ACN 115 061 375  
pursuant to section 127 (1) of the *Corporations Act 2001*



.....  
Signature



.....  
Signature

**MANAGING DIRECTOR**  
.....  
Office Held

**COMPANY SECRETARY**  
.....  
Office Held

**MICHAEL FRASER**  
.....  
(Print) Name of Authorised Person

**PAUL MCWILLIAMS**  
.....  
(Print) Name of Authorised Person

This 24th day of March 2014.

**ACCEPTED BY THE COMMISSION PURSUANT TO SECTION 87B OF THE ACT**

.....  
Commission Chairperson