

Annexe C

Phoenix Energy Group Ltd

Proposed Modifications



This Annex sets out the proposed modifications to the Phoenix Energy Group Ltd conveyance licence.

Proposed deletions are indicated by ~~red text~~ which has been struck through.

Proposed additions are indicated by red text which has been underlined.

This Annex only includes those provisions/conditions (in whole or in part) to which modifications have been proposed.

1.1.6 Definitions

Except where expressly stated to the contrary and unless the context otherwise requires, the following terms shall have the meanings ascribed to them below:

- "affiliate" means, in relation to any person, any company which is a subsidiary of such person or a company of which such person is a subsidiary or a company which is another subsidiary of a company of which such person is a subsidiary;
- "amount" means, in relation to gas the energy content thereof expressed in therms or kilowatt hours; except with effect from 1st January 2000, it means the said content expressed in kilowatt hours;
- "auditors" means the Licensee's auditors for the time being holding office in accordance with the requirements of the Companies (Northern Ireland) Order 1986;
- “Authority” means the Northern Ireland Authority for Utility Regulation;
- "authorisation of persons" means the power of the Licensee to authorise persons, pursuant to Schedule 5 of the Order;
- “balancing” means (in relation to the Network and relevant period for balancing under the Network Code) taking such measures as may be available to the Licensee, in particular measures:
- (i) for managing the relationship between deliveries of gas to and offtakes from the Network during that period; and
 - (ii) to maintain pressures in the Network at all levels;

which will in the reasonable opinion of the Licensee, ensure the safety and efficiency of the Network in that or any subsequent relevant period;

"consumer"	means any person supplied with gas to premises;
"Department"	means the Department of Enterprise, Trade and Investment <u>for the Economy</u> ;
"development plan"	means the Licensee's plan to develop the Network under Schedule 4;
"distribution pipeline"	means any pipeline which is not a transmission pipeline.
"distribution system operator"	means any person authorised to convey gas through distribution pipelines by virtue of holding a licence granted under Article 8(1)(a) or the Order.
"district"	means an area so designated in an approved map under Schedule 1;
"domestic consumer"	means a consumer supplied, or requiring to be supplied, with gas at Domestic Premises;
"domestic premises"	means premises where the supply of gas is taken wholly or mainly for domestic purposes;
"Electoral Ward"	means the spatial unit used to elect local government councillors into district council areas, as at 15 March 2006. Any dispute as to the boundaries of such spatial unit shall be determined by the Authority by reference to the map of such spatial unit held at the Northern Ireland Statistics and Research Agency;
"Energy Order"	means the Energy (Northern Ireland) Order 2003;

“Exclusive Area”

means the area referred to in paragraphs 1.1(a), 1.1(e) and 1.2(b)-(i) of Schedule 1 (as comprising part of the Licensed Area) which is designated under Article 9 of the Order as being the area in which the Licensee has exclusive authority to carry on the conveyance of gas in accordance with the provisions of this Licence Document.

2. The areas to which conveyance exclusivity under the licence is to be extended (until 31 December 2016) are:

- (a) the areas within the boundaries of the following Electoral Wards:
 - (i) Comber North;
 - (ii) Comber South;
 - (iii) Comber East;
 - (iv) Comber West; and
 - (v) Lisbane; and
- (b) the Temple Quarry area comprising:
 - (i) the premises at the Temple Quarry, 26 Ballycarngannon Road, Lisburn, BT27 6YA;
 - (ii) the land in on or over which the Quarry Pipeline is situated;
 - (iii) any premises which are, at any given location, situated within a 50 metre radius of the Quarry Pipeline; and
 - (iv) the land in on or over which pipelines are situated for the purpose of

conveying gas to premises specified in paragraph (b)(iii) above,

where “the Quarry Pipeline” means the distribution pipeline of the Licensee which pipeline follows the route of the A24 (as proceeding South from the boundary of the area described in paragraph 1.1(a) of Schedule 1) continuing South along the A24 to the junction of the Carr Road, continuing North-West along the Carr Road to the junction with the B178, continuing South-West along the B178 to the junction with the Ballycarngannon Road and continuing south along the Ballycarngannon Road to (and terminating at) the premises specified in paragraph (b)(i) above.

- (c) the McQuillan Quarry area comprising:
- (i) the premises at the McQuillan Quarry, 15 Sycamore Road, Budore, BT29 4JE;
 - (ii) the land in on or over which the McQuillan Quarry Pipeline is situated;
 - (iii) any premises which are, at any given location, situated within a 50 metre radius of the McQuillan Quarry Pipeline; and
 - (iv) the land in on or over which pipelines are situated for the purpose of conveying gas to premises specified in paragraph (c)(iii) above,

where “the McQuillan Quarry Pipeline” means the distribution pipeline of the Licensee which pipeline follows the route of the Upper Springfield Road, Divis Road, Tornaroy Road, Wheelers Road, Tornagrough Road, Tullyrusk Road and continuing along the Sycamore Road to (and terminating at) the premises specified in paragraph (c)(i) above.

(d) the Cranmore Pet Crematorium area comprising:

- (i) the premises at the Cranmore Pet Crematorium, 45 Tullyrusk Road, Dundrod, Crumlin, BT29 4OH;
- (ii) the land in on or over which the Cranmore Pet Crematorium Pipeline is situated;
- (iii) any premises which are, at any given location, situated within a 50 metre radius of the Cranmore Pet Crematorium Pipeline; and
- (iv) the land in on or over which pipelines are situated for the purpose of conveying gas to premises specified in paragraph (d)(iii) above,

where “the Cranmore Pet Crematorium Pipeline” means the distribution pipeline of the Licensee which pipeline follows the route from the junction of Budore Road and Tullyrusk Road, continuing along the Tullyrusk Road to (and terminating at) the

premises specified in paragraph (d)(i) above.

“exemption holder”	means the holder of an exemption under Article 7 of the Order;
"exercise of powers of entry"	means the Licensee entering any premises, in accordance with the powers conferred by Schedule 5 of the Order;
"gas supplier"	means any person authorised by licence under Article 8 of the Order or by exemption under Article 7 of the Order to supply gas;
"Grant"	means the commencing section of this Licence Document by which the Department grants the Licensee the licence;
“high pressure pipe-line”	means any pipe-line having a design operating pressure exceeding 7 bar gauge;
“holding company”	has the same meaning as given to it under Article 4 of the Companies (Northern Ireland) Order 1986;
"information"	includes documents, accounts, estimates, returns, reports or other information;
"Licence Document"	means the Grant of this conveyance licence to the Licensee and Parts 1 and 2 of this conveyance licence together with the Schedules thereto;
"Licensed Area"	means the area in which the Licensee is authorised to convey gas pursuant to Schedule 1 of this Licence Document;

“Licensed Business”	means the activities connected with the conveyance of gas pursuant to the conveyance licence granted under paragraph 1(a) of the Grant;
"Licensee"	means Phoenix Natural Gas Limited <u>Energy Group Ltd, a company registered in Northern Ireland (No. NI032809)</u> ;
“low pressure pipe-line”	means any pipe-line which is not a high pressure pipe-line;
"Network"	“means all the pipe-lines (as defined by the Gas (Northern Ireland) Order 1996, and shall also include any plant, equipment or apparatus used for, or for any purposes connected with, the conveyance of gas) within the Licensed Area that are owned and/or operated by any licensee, which pipe-lines shall, in the case of conveyance to consumer’s premises and for the purposes of this definition, be deemed to terminate immediately prior to the inlet of the first gas meter at such premises:”
“non-domestic consumer”	means a consumer who is not a domestic consumer;
“non-domestic premises”	means premises which are not domestic premises;
"Order"	means the Gas (Northern Ireland) Order 1996;
"person"	means any company, firm, partnership, association, body corporate or individual;
"quarter"	means a period of three calendar months;
"related undertaking"	means any undertaking in which any person has a participating interest within the meaning of section 421A of the Financial Services and Markets Act 2000;

"separate accounts"	means the accounts which are to be prepared for each Separate Business;
"Separate Business"	means each of the activities of the Licensee connected with: (a) the conveyance of gas by means of distribution pipeline pursuant to a licence granted in accordance with Article (8)(1)(a) of the Order; and (b) the storage of gas pursuant to a licence granted in accordance with Article 8(1)(b) of the Order. each taken separately from one another and from any other business of the Licensee or any affiliate or related undertaking of the Licensee, but so that where all or any part of any such business is carried on by an affiliate or related undertaking of the Licensee (save in respect of an affiliate or related undertaking which has a separate licence or exemption), such part of the business as is carried on by that affiliate or related undertaking shall be consolidated with any other such business of the Licensee (and of any other affiliate or related undertaking of the Licensee) so as to form a single Separate Business; and
"subsidiary"	has the same meaning as given to it in Article 4 of the Companies (Northern Ireland) Order, 1986.
"transmission pipeline"	means any pipeline having a design operating pressure exceeding 7 bar gauge.

“ultimate controller”

means, in respect of the Licensee:

(a) any holding company of the Licensee, which is not itself a subsidiary of another company; and/or

(b) any person who (whether alone or with a person or persons connected with him) is in a position to control, or to exercise significant influence over, the policy of the Licensee, or any holding company of the Licensee, by virtue of:

(i) rights under contractual arrangements to which he is a party or of which he is a beneficiary;

(ii) rights of ownership (including rights attached to or deriving from securities or rights under a trust) which are held by him or of which he is a beneficiary,

but shall exclude any director or employee of a corporate body in his capacity as such and any minister, ministry, department, agency, authority, official or statutory person.

A person shall be considered to be connected with another person if they are party to any arrangement regarding the exercise of any such rights as are described in (i) and/or (ii) above.

“working day”

means any day other than a Saturday, a Sunday, Christmas Day, Good Friday or a day which is a

bank holiday within the meaning of the Banking and Financial Dealings Act 1971.

Condition 1.15: Notices

1.15.1 Notices

All notices to be given under any Condition of the licence granted by this Licence Document shall be given in writing ~~and shall be deemed to have been properly given if delivered in person or sent by registered mail or transmitted by facsimile~~ to the relevant party at the address set out below or at such other address as that party may from time to time specify in writing to the others:

Licensee: Phoenix ~~Natural Gas Limited~~Energy Group Ltd
197 Airport Road West
Belfast
BT3 9ED
Northern Ireland
~~Facsimile Telephone Number 028 9055 5500~~

Authority: Northern Ireland Authority for Utility Regulation,
Queen's House,
14 Queen Street,
Belfast, BT1 ~~6ER~~6ED
~~Facsimile Telephone Number (02890) 311575~~

Department: ~~Department of Enterprise, Trade and Investment for the Economy,~~
Energy ~~Division~~ Group,
Adelaide House,
39/49 Adelaide Street,
Belfast BT2 8FD
~~Netherleigh,~~
~~Massey Avenue,~~
~~Belfast, BT4 2JP~~
~~Facsimile Telephone Number (02890) 529549~~

Writing includes writing sent or received by Electronic Communication

Electronic Communication means a message comprising text that:

- (a) is sent over a Public Electronic Communications Network;
- (b) can be stored in that network or in the recipient's terminal equipment until it is collected by the recipient; and
- (c) is in a particular form and is used for a particular purpose and the recipient of it has expressed a willingness, to the sender, to receive it in that form and for that purpose.

Public Electronic Communications Network has the meaning given in section 151 of the Communications Act 2003.

1.15.2 Receipt

Any notice given under the provisions of Condition 1.15.1 shall be deemed to have been duly delivered and received:

- (i) at the actual time of delivery, if delivered personally;
- (ii) three (3) working days subsequent to the date of posting, if sent by registered mail; and
- (iii) at the time of receipt, if sent by Electronic Communication~~transmitted by facsimile where there is confirmation of uninterrupted transmission by a transmission report and provided that the original of the notice is then delivered personally or sent by registered mail as soon as reasonably practicable.~~