

**IN THE AUSTRALIAN COMPETITION TRIBUNAL  
AGL ENERGY LIMITED**

**of 2014**

**RE: PROPOSED ACQUISITION OF MACQUARIE GENERATION (A CORPORATION  
ESTABLISHED UNDER THE ENERGY SERVICES CORPORATIONS ACT 1995  
(NSW))**

**ANNEXURE CERTIFICATE**

This is the annexure marked "**LC3**" annexed to the statement of **LIZA WINDEL CARVER** dated  
24 March 2014

**Annexure LC3**

Filed on behalf of (name & role of party)	<u>AGL Energy Limited</u>		
Prepared by (name of person/lawyer)	<u>Liza Carver</u>		
Law firm (if applicable)	<u>Ashurst Australia</u>		
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Energy in  
action.®

## ASX statement

**18 September 2013**

### **Annual Report 2013**

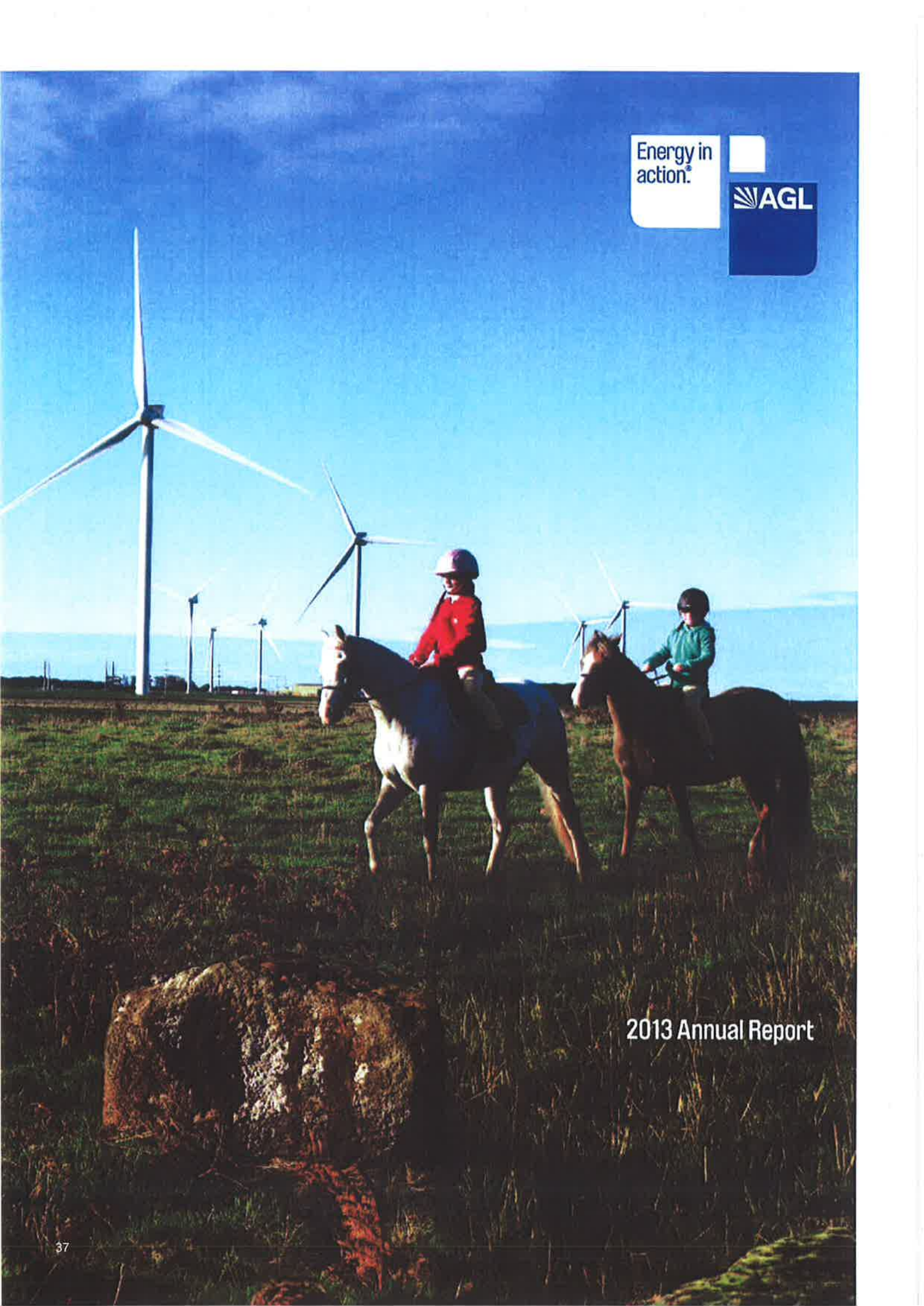
AGL Energy Limited is about to commence dispatch of its Annual Report 2013. A copy is attached.



A handwritten signature in black ink, appearing to read 'P. McWilliams', with a long, sweeping flourish at the end.

Paul McWilliams  
Company Secretary

Energy in  
action.



2013 Annual Report

## Shareholding Information

The following information is provided regarding the Issued Capital of AGL as at 14 August 2013:

1. The Issued Capital consisted of 554,210,005 fully-paid ordinary shares
2. There were 119,112 holders of these ordinary shares.
3. There were 2,650 holders of less than a marketable parcel of 35 shares.
4. The distribution of holders was:

	NO. OF HOLDERS	%
1 – 1,000	58,163	48.83
1,001 – 5,000	50,928	42.76
5,001 – 10,000	6,640	5.57
10,001 – 100,000	3,283	2.76
100,001 and over	98	0.08
	<b>119,112</b>	<b>100</b>

5. The location of holders was:

LOCATION	NO. OF HOLDERS	%	NO. OF SHARES	%
Australia	115,524	96.99	544,112,308	98.18
Hong Kong	44	0.04	152,719	0.03
New Zealand	2,595	2.18	8,807,812	1.59
United Kingdom	317	0.27	396,199	0.07
USA and Canada	460	0.38	393,107	0.07
Others	172	0.14	347,860	0.06
	<b>119,112</b>	<b>100</b>	<b>554,210,005</b>	<b>100</b>

6. The class of holders was:

CLASS OF HOLDER	NO. OF HOLDERS	%	NO. OF SHARES	%
Individuals	85,445	71.73	156,608,961	28.26
Companies and other	33,667	28.27	397,601,044	71.74
	<b>119,112</b>	<b>100</b>	<b>554,210,005</b>	<b>100</b>

7. The 20 largest holders held 54.22% of the Issued Capital:

TWENTY LARGEST HOLDERS AS AT 14 AUGUST 2013	FULLY-PAID ORDINARY SHARES	% OF TOTAL ISSUED SHARES
HSBC Custody Nominees (Australia) Limited	83,396,163	15.05
J P Morgan Nominees Australia Limited	80,461,465	14.52
National Nominees Limited	58,349,829	10.53
Citicorp Nominees Pty Limited	18,414,746	3.32
Cogent Nominees Pty Limited	9,484,432	1.71
Bond Street Custodians Limited	8,745,721	1.58
RBC Dexia Investor Services Australia Nominees Pty Limited	6,789,864	1.22
Australian Foundation Investment Company Limited	5,083,157	0.92
BT Portfolio Services Ltd	4,035,013	0.73
AMP Life Limited	3,379,729	0.61
UBS Wealth Management Australia Nominees Pty Ltd	3,224,679	0.58
Argo Investments Limited	3,159,316	0.57
Custodial Services Limited	3,061,024	0.55
Questor Financial Services Limited	2,801,538	0.51
Avanteos Investments Limited	2,348,996	0.42
Milton Corporation Limited	2,306,876	0.42
Navigator Australia Limited	1,898,937	0.34
Gwynvill Investments Pty Limited	1,263,150	0.23
BKI Investment Company Limited	1,141,000	0.21
Asgard Capital Management Ltd	1,123,076	0.20
	<b>300,468,711</b>	<b>54.22</b>