



APPLICATION FOR AN ELECTRICITY GENERATION
LICENCE IN TERMS OF THE ELECTRICITY REGULATION
ACT, 2006 (ACT NO. 4 OF 2006).

Please return completed form to:

HOD: Electricity Licensing and Compliance
National Energy Regulator of South Africa
Kulawula House, 526 Vermeulen Street
Arcadia, 0083
Pretoria

Or:

HOD: Electricity Licensing and Compliance
National Energy Regulator of South Africa
P.O. Box 40343
Arcadia
0007

Tel (012) 401 - 4600

Fax (012) 401 - 4700

SECTION A PARTICULARS OF APPLICANT

A1 Full name of applicant (business name) and business registration number

Doornhoek PV (Pty) Ltd

Registration No. 2022/421783/07

A2 Address of applicant, or in the case of a body corporate, the registered head office

Physical address

101 Block A, West Quay Building, 7 West Quay Road, Waterfront, Cape Town, 8001

Postal address

101 Block A, West Quay Building, 7 West Quay Road, Waterfront, Cape Town, 8001

A3 Telephone number of applicant

Tel. +27 21 418 2596

A4 Fax number of applicant

N/A

A5 Email address of applicant

maro.turner@ameapower.com

A6 Contact person

First name	Maro
Surname	Turner
Telephone No	+27 21 418 2596
Mobile No	+971 56 994 1254
Fax No.	N/A
Email address	maro.turner@ameapower.com

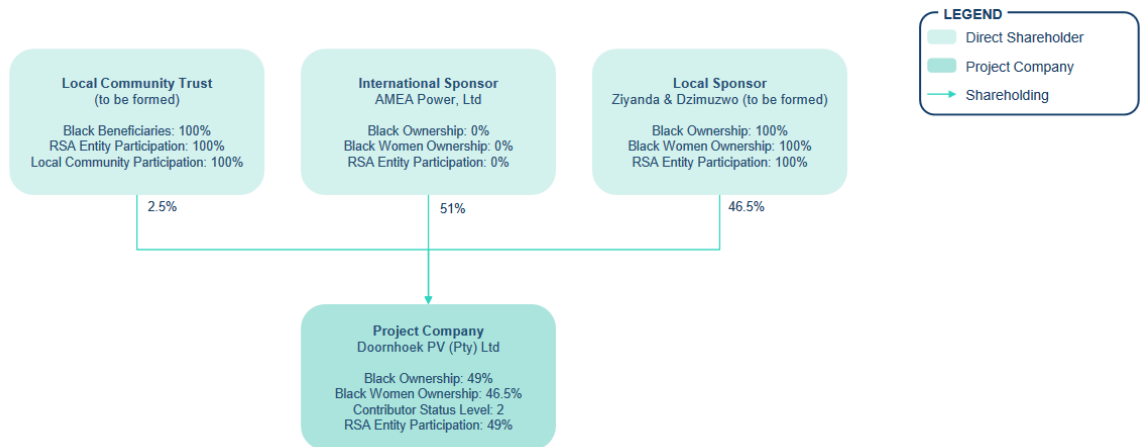
A7 Legal form of applicant

Company: Doornhoek PV (Pty) Ltd (the “Project Company”) is a ring-fenced company duly incorporated under the laws of South Africa.

Company registration number: 2022/2022/421783/07

Current Directors: Mohamed Hussain Jasim Naser Alnowais, Samir Nacef, Maro De Sall Turner

Project Shareholding: The shareholding in the Project Company will be held as follows at Financial Close:



- **AMEA Power, Ltd.: 51%;**
- **Local Community Trust (to be formed): 2.5%; and**
- **Ziyanda & Dzimuzwo (to be formed): 46.5% (WindWorks Holdings (Pty) Ltd: 64.52%; and K2022301132 (South Africa) (Pty) Ltd: 35.48%)**

SECTION B COMMENCEMENT DATE OF LICENCE

B1 Desired date from which the licence (if granted) is to take effect

01 January 2025 (i.e. the estimated Commercial Operations Date; subject to a Financial Close date to be confirmed by the Independent Power Producer's ("IPP") Office).

Note to Section B

- 1) The normal processing time for a licence application is 120 days once all relevant information has been provided and there are no objections received.
- 2) If the applicant intends operating more than one generation station under the proposed licence, please complete separate application forms for each generation station.

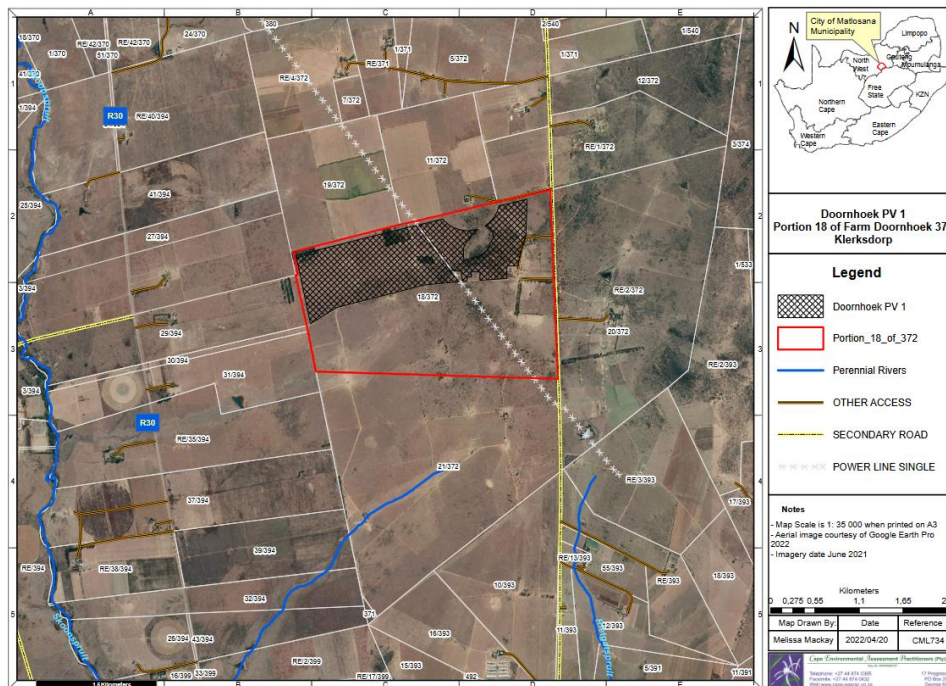
SECTION C PARTICULARS OF PROPOSED GENERATION STATION

C1 Name of generation station

Doornhoek PV

C2 Geographical location of generation station (please attach maps) and GPS coordinates (x⁰xx'xxx" S, y⁰yy'yyy" E)

The proposed facility is located at 26°43'40.10"S, 26°38'4.26"E. Please see below the locality map.



C3 Address of generation station

The proposed facility is located at The Remaining Extent of Portion 18 of the Farm Doornhoek No. 372, situated in the City of Matlosana Municipality, Registration Division IP, North West Province.

C4 Contact person at generation station

First name and Surname Maro Turner
Telephone No +27 21 418 2596
Mobile No +971 56 994 1254
Fax No N/A
Email address maro.turner@ameapower.com

C5 Type of generation station (thermal, nuclear, hydro, pumped storage, gas turbine, diesel generator or other) (Please specify)

Solar Photovoltaic (“PV”)

C6 Expected commissioning date for a proposed generation station or at which the station was commissioned (if an existing station). Also state construction period required if applicable.

Estimated Commercial Operation Date: 01 January 2025 (subject to a Financial Close date to be confirmed by the IPP Office).

Construction Period: 18 months

C7 The installed capacity (existing and/or planned) of each unit within the generation station (MW)

Existing Capacity (Nameplate rating)

0 MW. This is a greenfield project (to be built).

Planned Capacity (nameplate rating)

139.3116 MWp

C8 Maximum generation capacity (MW) expected to be available from the generation station and energy to be produced (MWh) over the next 5 years of operation. These estimates should be based on modelling of how the power station will fit into the demand profile of its customers, taking into account the least cost energy purchase consideration and demand management options of customers.

YEAR	Max MW	Total MWh	Own use MWh	Export (Sales) MWh
1	120	323,335	N/A	323,335
2	120	322,760	N/A	322,760
3	120	321,882	N/A	321,882
4	120	320,997	N/A	320,997
5	120	320,111	N/A	320,111

C9 Estimate of the energy conversion efficiency of the generation station/ Capacity factor where applicable.

Energy conversion efficiency: 30.76%

C10 Expected future life of the generation station.

30 Years

The Project Company has undertaken various studies to confirm the feasibility of the Project. The technical summary of the proposed facility and its supporting information which were provided to NERSA are:

- **Technical Summary;**
- **Radiation studies (Forecast Energy Sales Report);**
- **Grid connection arrangements (Eskom Cost Estimate Letter); and**
- **Single Line Diagrams (SLDs) of the network connection as well as SLDs of the generation station.**

**SECTION D PARTICULARS OF LONG TERM ARRANGEMENTS WITH
PRIMARY ENERGY SUPPLIERS**

D1 Name of primary energy supplier/s (mining house, colliery or other fuel supplier) if applicable

N/A. There is NO fuel or energy supply arrangement as the project is based on solar photovoltaic technology.

D2 Particulars of the contractual arrangements with primary energy supplier if applicable

N/A.

**SECTION E MAINTENANCE PROGRAMMES AND
DECOMMISSIONING COSTS**

- E1 Details of any proposed operation and maintenance programmes, including the expected cost and duration thereof, covering the lifespan of the project. Project proposals to state the expected availability, planned outage rate and forced outage rate of the plant over the life span of the project. Additional information may be provided as an attachment.

The proposed operation and including the expected cost covering the lifespan of the project are included in the Financial Model. The expected plant availability as well as outage rate of the plant over the life span of the project are included in the Forecast Energy Sales Report. The Financial Model and Forecast Energy Sales Report were submitted to NERSA.

- E2 Details of any major decommissioning costs expected during the life span of the power station and provided for in the project feasibility study.

The Project Company has made a provision for the Decommissioning Costs. The summation of the Rehabilitation Trust Account Balance and Decommissioning Bank Guarantee will at all-times cover at least the nominal Decommissioning Cost.

The Project Company confirms that it shall procure the issue of the Decommissioning Cost Bank Guarantee at Commercial Operation Date. The costs have been accounted for in the Financial Model.

The decommissioning costs include (but are not limited to) the removal of PV modules, electrical parts, foundations, access roads, the IPP substation, control building, fencing and gates, inverters, combiner, boxes, etc.

The Project Company will comply with the applicable laws including the South African Labour legislation and the National Environmental Management Act pertaining to the decommissioning of the Project.

- E3 Details of major generation station expansion and modifications planned for in the feasibility study (Dates, Costs in Rands (state year) and description)

N/A. There are no expansion and/or modifications planned for this facility.

SECTION F CUSTOMER PROFILE

- F1 Particulars of the person or persons to whom the applicant is providing or intends to provide electricity from the generation station. Explain relationship between buyer and seller if any.

Eskom Holdings (SOC) Ltd. (“Eskom”)

The applicant (Doornhoek PV) was awarded Preferred Bidder status under the Sixth Bidding Phase of the Renewable Energy Independent Power Producers (“REIPP”) Procurement Programme (Tender No.: DMRE/001/2022/23). Under the Programme, Eskom is the designated Buyer. As such, Doornhoek PV will enter into a 20-year Power Purchase Agreement (“PPA”) with Eskom.

- F2 Network connection details (connection points, voltages, wheeling arrangement, single line diagram). Please attach connection cost estimate letters and / connection consents if not owner of the network.

The Facility will connect to the existing Eskom network at the Klerksdorp North 132/11kV Substation and the Brakspruit 132/22kV Substation line by establishing a 132kV Switching Station on the Property.

The Project Company has applied for grid connection under the Eskom self-build Programme, as such the Project Company will construct the grid connection works and transfer the assets over to Eskom at COD.

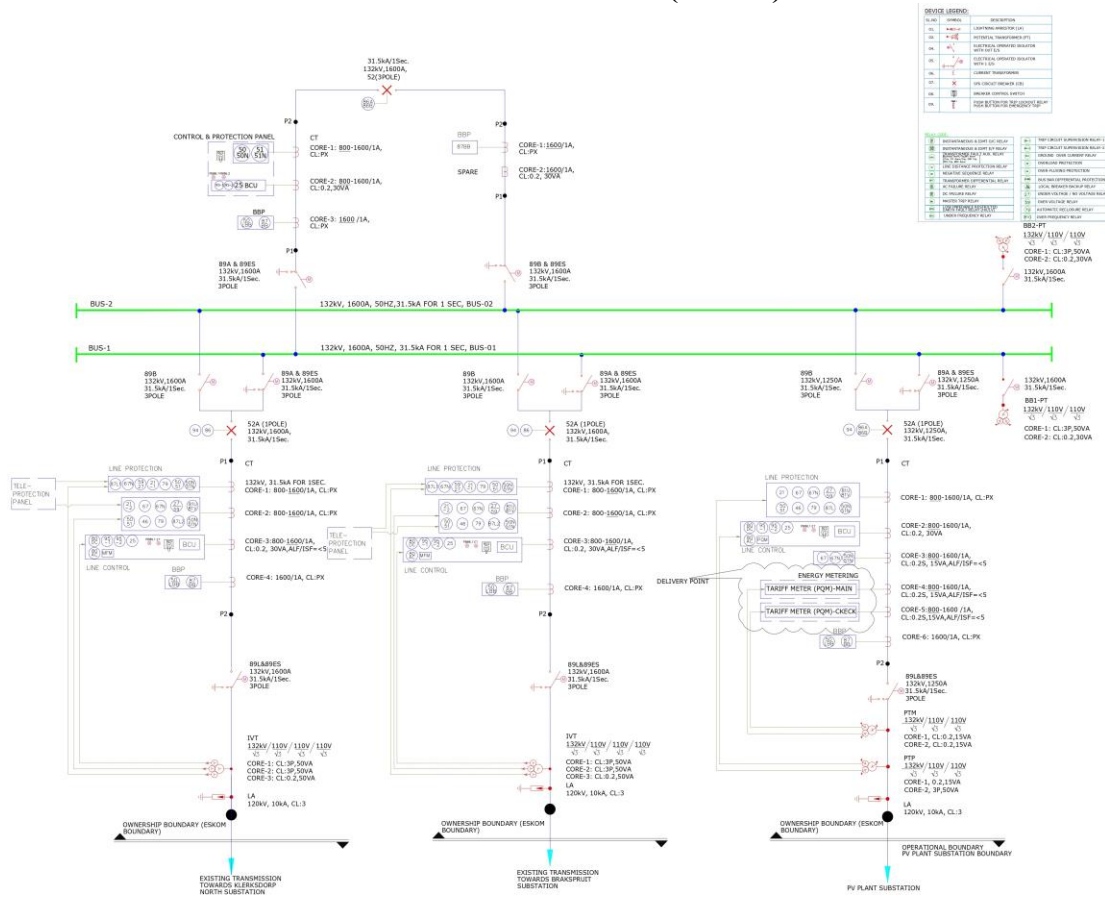
The Self-build Works are:

- **Establish 132kV switching station with two 132kV feeder bays for one incomer and one outgoing**
- **Cut in the 132kV line and create a Loop-In Loop-Out (LILO) between the Brakspruit and Klerksdorp North substations**
- **Build 100m of 132kV Kingbird overhead line from the existing 132kV line to LILO on the 132kV Switching Station**
- **Install metering at the 132kV Switching Station**
- **Shift the normal open point from Klerksdorp North 132/11kV substation to the new 132kV Switching Station**

Planned voltage connection level: 132 kV

Planned connection point: new 132kV Doornhoek PV Switching Station, between Klerksdorp north 132/11kV and Brakspruit 132/22kV substation line.

Please see below the Network connection details (“SLD”)



The Eskom Cost Estimate Letter was submitted to NERSA.

F3 Provide summary details of Power Purchase Agreements with customer including purchasing price etc. (Please attach Power Purchase Agreements).

The Project Company will enter into a 20-year Power Purchase Agreements (“PPA”) with Eskom. The draft PPA was issued as part of the RFP (Tender No.: DMRE/001/2022/23 Volume 2: Appendix K1). The draft PPA was submitted to NERSA.

The purchase price (tariff) approved as part of the RFP is R540.00/MWh at the date of the bid submission (03 October 2022).

SECTION G FINANCIAL INFORMATION

- G1 Submit projections of and current statements of the accounts in respect of the undertaking carried on by the applicant, showing the financial state of affairs of the most recent period, together with copies of the latest audited annual accounts where such have been prepared.

The Project Company is held through a Special Purpose Vehicle (“SPV”) established for the purpose of developing, financing, building, owning and operating the Project. There are no audited annual accounts at this stage.

- G2 Submit the financial model in excel format of the proposed generation facility for the lifespan of the project, showing the funding (Equity/ Debt ratios) and their cost, cost of the project, sales and revenues generated by the project, stating the assumptions underlying the figures. A separate write up must be provided to explain the financial information on the model.

The Financial Model (FM), the FM Assumption Book, and the FM User Guide were submitted to NERSA.

- G3 Estimates of net annual cash flows for the lifespan of the project sufficient to demonstrate the financial security and feasibility of operating the generation station.

The estimated annual cash flows for the lifespan of the project are detailed in the Financial Model. A cash flow statement was submitted to NERSA.

Based on the projected cash flows, the project presents a strong financial and liquidity position to meet any long/short term obligations. The project meets the key liquidity, profitability and solvency ratios requested by its Lenders.

- G4 Project financing: Who will finance the project, how is funding split between debt and equity, and what is the terms and conditions of the funding agreements.

The Project will be financed on a limited-recourse basis where the Project Company will be acting as borrower under the term loan facilities.

The terms and conditions of the funding agreements are included in the FM and were submitted to NERSA.

In addition, also fill in table below:

Total capital cost of the project (including IDC)	XXX (Confidential)
Interest During Construction (IDC)	XXX (Confidential)
Post tax real IRR (for the whole project)	XXX (Confidential)
Nominal IRR after Tax (for the whole project)	XXX (Confidential)
Debt/Equity Ratio	XXX (Confidential)
Payback period	XXX (Confidential)

The Project was procured as part of the REIPP Procurement Programme in compliance to the Integrated Resource Plan (“IRP”). A Request for Proposals (“RfP”) under the Sixth Bidding Phase (“BW#6”) was issued following a determination made by the Minister, in consultation with NERSA, and in accordance with section 34 of the Electricity Regulation Act, provided in Schedule 2 (Determination) of Volume 1 Part 1 (Legal Notices, Approvals and Other Documents) of the RFP. The determination was gazetted on 25 September 2020 under GN. 1015 in Gazette Number 43734 (A Ministerial Determination under the IRP).

SECTION H HUMAN RESOURCES INFORMATION

H1 Submit details of the number of staff and employees and their designation (not names, e.g. three professional engineers registered with ECSA, two clerks etc) in the service of the applicant at the generation station and in any support services separate from the generation station. Also provide information regarding relevant qualifications and experience in critical areas e.g. Professional registration (Engineering Council of South Africa – ECSA), Government Certificate of Competency.

Human Resources should comply with BBEEE policy or the requirements of the Request for Proposal (RfP) documents if the project is as a result of a tendering procurement process, e.g. the DMRE Renewable Energy Independent Power Producer Procurement (REIPPP) process. The applicant should give the number of employees that will be employed during project construction, operation and maintenance.

All this information should be submitted as an attachment.

The Project Company will comply with the Broad Based Black Economic Empowerment (“BBBEE”) policy as per the BBBEE Act, 2013 (Act No. 46 of 2013). The Project Company has also made its commitments (Economic Development (“ED”) as part of the Bid response to the RfP which aligned to the BBBEE policy. The ED commitments will be binding under the Implementation Agreement.

SECTION I PERMISSION FROM OTHER GOVERNMENT DEPARTMENTS OR REGULATORY AUTHORITIES

I. What progress has been made to obtain the required permits and approvals for the generation project? Please provide copies of permits issued in respect of the operation of the generation station such as Environmental Authorisations, Water Use Licence, Civil Aviation Authority Approval, etc. (this is depended on technology used).

The Project Company has procured majority of the permits, licences and consents (“Permits”) required to build and operate the facility. Some of the permits are in progress as the relevant authorities will only facilitate their applications post Preferred Bidder award. A list of applicable Permits and their status is tabled below. Some of the Permits are:

No.	Description	Status	Comments
1	Land Agreements		
1.1	Notarial Lease Agreement and registration against Title Deeds.	Secured	The lease agreement will be registered against the title deed at FC.
1.2	Servitude Agreement and registration against Title Deed for Grid connection.	Secured	The servitude area is included in the site secured under lease agreement. The servitude will be registered at FC.
1.3	Servitude Agreement for Grid ceded to Eskom (Notarial Deeds of Cession signed and registered in the Deeds Office).	Pending	In line with the PC’s grid self-build strategy, Eskom will own and maintain the 132kV power line from the Doornhoek PV IPP S/S to the new LILO Substation and associated grid infrastructure. As such the corresponding Notarial deeds of Servitude for power lines and other grid infrastructure will be ceded to Eskom post construction.
2	Land Use Consents		
2.1	Confirmation of NO land claims	Secured	
2.2	Rezoning / Spatial Planning and Land Use Management Act (“SPLUMA”)	Secured	
2.3	Subdivision of Agricultural Land (“SALA”) Consent	Secured	The Department of Agriculture, Forestry and Fisheries (“DAFF”) has issued a Consent to the Project.

No.	Description	Status	Comments
2.4	Section 53 Consent terms of the MRPDA	In Progress	
2.5	Removal of restrictive conditions	N/A	There are no restrictive conditions in the title deed that will impede the development of the facility.
3	Environmental Consents		
3.1	Environmental Authorisation (“EA”)	Secured	
3.2	Environmental Management Programme (“EMPr”)	Pending	To be finalised as part of the final layout and EMPr approval.
3.3	EA Amendment	Pending	To split the EA into: Facility and its associated infrastructure and the Eskom switching station and the LILO infrastructure.
3.4	Final Site Layout Plan and EMPr approval	Pending	
5	Water Availability		
5.1	Confirmation of water allocation/ water availability	Secured	
5.2	Service Level Agreements for Water Supply	Pending	To be concluded prior to FC.
6	Waste Disposal		
6.1	Confirmation of waste disposal facilities	Secured	
6.2	Service Level Agreements for solid waste disposal	Pending	To be concluded prior to FC.
6.3	Service Level Agreements for Waste Water Treatment / effluent treatment	Pending	To be concluded prior to FC.
6.4	Waste Management Licence	N/A	The PC will dispose waste at licensed waste disposal facilities.
7	Air Emissions		
7.1	Atmosphere Emissions Licence	N/A	

No.	Description	Status	Comments
8	Biodiversity Consents		
8.1	Biodiversity and Conservation Permits	To be confirmed	The permit will be informed by the final site walkthroughs.
8.2	Protected Tree Licences	To be confirmed	The permit will be informed by the final site walkthroughs.
9	Heritage Consents		
9.1	Heritage Consent from the South African Heritage Resources Agency (“SAHRA”).	To be confirmed	The permit will be informed by the final site walkthroughs.
10	Agricultural Consents		
10.1	Department of Agriculture, Forestry and Fisheries (“DAFF”) Consent.	Secured	
10.2	Consent under the Conservation of Agricultural Resources Act 42 of 1983 (“CARA”).	N/A	
11	Access Road		
11.1	Provincial Road no-objection for access off N14	Secured	
11.2	Detailed Design of final access road	Pending	To be finalised as part of the detailed design process.
11.3	Provincial Roads final access road approval	Pending	To be finalised as part of the detailed design process.
12	Wayleaves		
12.1	Eskom Wayleave (for access road crossing under any Eskom lines)	Pending	
13	Radars & Telecommunications Consents		
13.1	Square Kilometre Array (“SKA”) / South African Radio Astronomy Observatory	Secured	

No.	Description	Status	Comments
	("SARAO") Consent.		
13.2	South African Weather Service (SAWS) Consent	Secured	
13.3	Telecoms Consent – Cell C	Secured	
13.4	Telecoms Consent – MTN	Secured	
13.5	Telecoms Consent – Liquid Tech	Secured	
13.6	Telecoms Consent – Sentech Consent	Secured	
13.7	Telecoms Consent – Telkom Consent	Secured	
13.8	Telecoms Consent – Vodacom	Secured	
13.9	Civil Aviation Authority ("CAA") Approval	Secured	
13.10	South African National Defence Force ("SANDF")	In Progress	
11	Construction Permit(s)		
11.1	Building Permit Approval by the Local Municipality	Pending	
12	Grid Connection		
12.1	Eskom Cost Estimate Letter ("CEL")	Secured	
12.2	Budget Quotation and Connection Agreement	In Progress	
13	Transport Permit(s)		
13.1	Abnormal Load Transport Permit.	TBC	In line with the PC's contracting strategy, securing Abnormal Load Permits is part of the Engineering, Procurement and Construction Contractor ("EPC")'s Scope of Work ("SOW").

No.	Description	Status	Comments
14	Corporate Governance		
14.1	Special Purpose Vehicle (“ SPV ”) -Name Change.	Pending	A name change application will be submitted to the Companies & Intellectual Property Commission (“ CIPC ”) for the Project SPV to be ring-fenced (“ RF ”).
14.2	SPV – Memorandum of Incorporation (“ MOI ”) Amendment.	Pending	To be submitted prior to FC. For the Project SPV to be ring-fenced, an amendment to the MOI will also be lodged with the CPIC.

SECTION J

BROAD-BASED BLACK ECONOMIC EMPOWERMENT

J1 Please provide information in terms of the following categories:

COMPONENTS	POINTS	0.5	0.75	1
Direct Empowerment	Black Ownership	10% to <20%	20% to 50%	>50%
	Black Management	20% to <35%	35% to 50%	>50%
	Black Female Management	1% to <5%	5% to 10%	>10%
Human Resource Development	Black Skilled Personnel as % of payroll	20% to <35%	35% to 50%	>50%
	Skills Development Programs as % of payroll	1% to <5%	5% to 10%	>10%
	Employment Equity i.e. Women Representation	20% to <35%	35% to 50%	>50%
Indirect Empowerment	Procurement from Black/BEE Suppliers	20% to <35%	35% to 50%	>50%
	Enterprise Development i.e. Monetary Investment or quantifiable non-monetary support in SMME with BEE contributions as % of Net Asset Value/ EBITDA/Total Procurement	10% to <20%	20% to 25%	>25 %
	Industry specific initiatives to facilitate the inclusion of black people in the sector as % of net profit	1% to <5%	5% to 10%	>10%
NERSA's Discretionary Points	Based on skills transfer and fulfilment or acceleration of other national objectives e.g. employment of disabled personnel robust implementation of mechanisms to verify the BEE status of suppliers reported under preferential procurement and utilization of DTI approved accreditation agencies and so on.	1% to <5%	5% to 10%	>10%

The Project Company has also made its commitments (Economic Development (“ED”) as part of the Bid response to the RfP which aligned to the BBEE policy. The ED commitments will be binding under the Implementation Agreement. The commitments include 49% black ownership, black women ownership (46.5%), skills development and preferential procurement.

SECTION K ECONOMIC INFORMATION

Please state the economic benefits of the project to the local community and to South Africa as a whole. If there are Economic Development Commitments made, they must be stated here or be provided as attachments if the files are big, but in such cases, there should be a brief summary.

The Project Company has made commitments as part of the REIPP Procurement Programme bid submission. In addition to the Project Company's BEE shareholding, the local community within 50km of the Project site will hold at least 2.5% equity in the Project through a Local Community Trust in accordance with BW#6 Procurement rules.

The Project Company will engage the local communities regarding their shareholding in the Project Company during the Preferred Bidder Phase. The Project Company will also engage local communities, municipalities and other local stakeholders when defining economic development and socio-economic development programmes.

SECTION L ADDITIONAL INFORMATION


Provide any other relevant information related to this application

SECTION L DECLARATION

On behalf of the applicant, I hereby declare that:

- (a) the applicant shall at all times comply in every respect with the conditions attached to any licence that may be granted to the applicant;
- (b) the applicant shall at all times comply with lawful directions of the National Energy Regulator of South Africa;
- (c) the information provided by me on behalf of the applicant is accurate and complete in all respects; and
- (d) I am authorised to make this declaration on behalf of the applicant.

Signed:



Full name(s) of Signator(y/ies):

Maro Turner	
--------------------	--

Position held (if the applicant is a company, co-operative, partnership, unincorporated association or any other body corporate):

Director	
-----------------	--

Date:

13 February 2023
