

Attachment 15

Letter GPSSC to Epic Energy re Phases III & IV of bid process

See attached.

Dampier to Bunbury Natural Gas Pipeline
Gas Pipeline Sale Steering Committee

COPY HRT

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21 November 1997

Mr Hugh R James
Chief Executive Officer
Epic Energy Pty Ltd
Level 36, Central Plaza One
345 Queen Street
BRISBANE QLD 4000

Dear Mr James

DBNGP Sale - Phase III

We refer to our letter dated 12 November 1997 and advise that we are now in a position to further outline the proposed sale timetable for the due diligence process and the remainder of the DBNGP sale process.

Data rooms

The planned opening date of the data rooms is Monday, 1 December 1997.

Your data room will be located at Room 2, Level 2, 28 The Esplanade, Perth. Each short listed Candidate has been allocated its own data room which will contain a complete set of the due diligence documents. A data room index which lists all the documents that will be contained in each of the data rooms will be provided to you early next week.

The data rooms will remain open until Friday, 19 December 1997 before closing during the Christmas period, from Saturday, 20 December 1997 to Sunday, 4 January 1997. The data rooms will then reopen on Monday, 5 January 1997 before finally closing on Friday, 16 January 1997. The operating hours of the data rooms are outlined in the data room procedures that were distributed to short listed Candidates in our letter dated 12 November 1997.

To gain entry to your allocated data room on Monday, 1 December 1997, please assemble at your allocated data room at 11.00am where you will be met by Mr Graham Baker, Head of Project, and by other representatives of the GPSSC Working Group. At this meeting, Mr Graham Baker will provide an overview of the due diligence process and procedures. This presentation is anticipated to be approximately 30 minutes long.

Confidential

This document may contain commercially sensitive confidential information. Accordingly extracts are not to be taken from it nor are copies to be made of it and it is not to be distributed or disclosed to any person without prior written authorisation of the Chairman, Gas Pipeline Sale Steering Committee.

Consistent with our letter dated 12 November 1997, we request that you provide the details of the representatives who will be attending the data rooms on Monday, 1 December 1997, including two passport sized photographs by 5:00 p.m. on Wednesday, 26 November 1997. We would also appreciate if you could ensure that each of these representatives has executed and returned both the original Confidentiality Undertaking and the Alcoa Confidentiality Deed.

Data Room Coordinator

Please note that the previously provided number for Mr Simon Lee, the Data Room Coordinator, was incorrect and we advise that Mr Simon Lee's correct number is (08) 9486 3282.

Weekly meeting

As indicated in the data room procedures, weekly meetings have been proposed to assist Candidates with any concerns or issues which may arise. It is envisaged that these meetings will involve myself and a representative of your consortium. Your first meeting has been scheduled for Monday, 8 December 1997 at 11.00am and if appropriate, weekly meetings will take place at this time during the period that the data room is open.

Site visits

Site visits have been arranged for short listed Candidates to review relevant DBNGP facilities. The proposed Perth and Geraldton site visits will provide short listed Candidates with a broad overview of facilities on the DBNGP, the standard of maintenance and the manner in which the DBNGP operations are conducted.

More specifically, the Perth and Geraldton site visits will provide Candidates with the opportunity to visit:

- key meter stations and MLV sites;
- the pipeline control centre;
- typical GE, Mars and Nuovo Pignone compressor sites; and
- maintenance depots at Jandakot and Geraldton.

We have scheduled your Perth site visit for Thursday, 4 December 1997 and your Geraldton site visit for Tuesday, 9 December 1997. These site visits will be conducted at no cost to Candidates. Copies of these proposed site visits are attached for your review.

An optional northern site visit is also being offered to Candidates but which will be at Candidate's own cost. This site visit will enable short listed Candidates to visit the top end of the pipeline to review gas entry and gas offtakes, Karratha depot and CS1. We are happy to provide further details relating to this site visit at your request.

Management presentation

A management presentation is being prepared that is expected to be given to members of your consortium at 2.00pm on Thursday, 11 December 1997. It is anticipated that this presentation will provide you with an opportunity to meet with the management of the AlintaGas' Transmission

Division and to gain a further understanding of the DBNGP Assets. This presentation is expected to be of approximately 3 hours duration.

Final Bids

It is proposed that Final Bids will be due on Tuesday, 20 January 1997.

Final Bids will be in the form of a letter, executed by the Candidate, accompanied by a signed copy of the Asset Sale Agreement. It is intended that the State will evaluate these bids as promptly as is reasonably practicable following their submission. Further details in relation to the requirements for the Final Bids will be provided during the due diligence process.

Contact with restricted parties

Now that Phase III of the sale process is about to commence the GPSSC has decided to permit short listed Candidates and their officers, employees, financiers and advisers who have provided Confidentiality Undertakings ("Covenantors") to contact Shippers and potential Shippers, other than AlintaGas' Other Business.

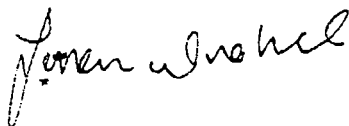
This letter is formal notice of that permission.

Candidates are advised that this permission does not amount in any way, to a waiver, release or discharge of the rights of the State or AlintaGas or the obligations of the Covenantors under those Confidentiality Undertakings.

Candidates are further advised that the GPSSC reserves the right to revoke this permission at any time.

On behalf of the GPSSC Working Group, we look forward to welcoming your team to Phase III of the DBNGP sale process and assisting you in your evaluation of the DBNGP Assets.

Yours faithfully



for **GRAHAM BAKER**
HEAD OF PROJECT

Proposed Perth Site Visit
EPIC Energy Pty Ltd
Thursday, 4 December 1997

Section	Time	Details
	0700	Depart Perth for Kwinana Junction
Facilities Metering	0745-0845	Kwinana Junction - spec break meter stn, gas quality measurement, check metering equipment to West Lateral & P/L South, W LPG supply and return connections
	0845	Depart Kwinana Junction for W LPG plant
Facilities Odourant	0900-0925	Brief inspection of AlintaGas facilities at W LPG plant - odourant injection facilities
	0925	Depart W LPG plant for Mason Road meter station
Metering Facilities	0930-0950	Brief inspection of Mason Road meter station - coriolis meter
	0950	Depart Mason Road for Kwinana Power Station meter station
Metering Facilities	1000-1025	Kwinana Power Station meter station
	1025	Depart Kwinana Power Station for Alcoa Kwinana meter station
Metering Facilities	1035-1100	Alcoa Kwinana meter station
	1100	Depart Alcoa Kwinana for Jandakot Depot
	1120-1220	Jandakot Depot - see workshops, stores, maintenance and metering libraries, strategic spares, depot facilities
	1220-1305	Lunch at Jandakot Depot
	1305	Depart Jandakot Depot for East Perth Control Centre
Operations SCADA	1335-1435	EPCC - see pipeline control room, SCADA equipment room
	1435	Depart EPCC for MLV116
Facilities Field SCADA	1535-1620	MLV116 - see MLV and R41 communications facilities, Pinjar off take
	1620	Depart MLV116 for Perth
	1720	Arrive Perth

Proposed Geraldton Site Visit
Epic Energy Pty Ltd
Tuesday, 9 December 1997
(Geraldton to Perth)

Section	Time	Details
	0630	Arrive Perth Airport
	0700	Fly Perth to Geraldton
	0815	Depart Geraldton Airport for Geraldton Depot
	0830-0915	Geraldton Depot - see workshops, turbine maintenance equipment, depot facilities. See sample of staff housing if time allows
	0915	Depart Geraldton Depot for CS7
Compression Pipeline	1015-1100	CS7 - GE compressor site
	1100	Depart CS7 for CS8
Compression Pipeline	1300-1500	CS8 - Mars compressor site. Lunch at CS8
	1500	Depart CS8 for CS9
Compression Pipeline	1640-1740	CS9 - Nuovo Pignone compressor site
	1740	Depart CS9 for Perth
	1910	Arrive Perth