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From: s47F @woodside.com.au>
Sent: Tuesday, 17 August 2021 5:03 PM
To: s47F
Subject: ASX Announcements
Attachments: 038. Meg O'Neill appointed Woodside CEO.pdf; 039. Woodside and BHP to create a global energy company.pdf

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As discussed.

s47F

Vice President Government Relations | Canberra



Woodside Energy Ltd.
Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

woodside.com.au

www.woodside.com.au

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ASX Announcement

Tuesday, 17 August 2021

ASX: WPL
OTC: WOPEY

Woodside Petroleum Ltd.
ACN 004 898 962
Mia Yellagonga
11 Mount Street
Perth WA 6000
Australia
T +61 8 9348 4000
www.woodside.com.au

MEG O'NEILL APPOINTED WOODSIDE CEO

The Board of Woodside has appointed acting CEO Meg O'Neill as the company's Chief Executive Officer and Managing Director.

Ms O'Neill succeeds Peter Coleman who retired from Woodside in June 2021. The appointment is effective immediately.

Woodside Chairman Richard Goyder said that Ms O'Neill's appointment was the outcome of an extensive international recruitment process that included an exceptional field of internal and external candidates.

"The Board is delighted to confirm Ms O'Neill as Woodside's sixth CEO and Managing Director.

"Meg's impeccable credentials and proven leadership capabilities, exemplified in recent months, set her apart as the Board's top candidate for the CEO position. The Board is looking forward to working with Meg to build on Woodside's great history and future opportunities.

"Meg is an outstanding executive with 27 years' experience working in the global oil and gas industry, with a proven track record of delivery across the oil and gas value chain, making her the ideal person to lead Woodside as we significantly expand the business in a cost efficient and sustainable way.

"Her focus on project delivery, cost reduction and carbon reduction will benefit both Scarborough and Sangomar through development, execution and operations.

"Since joining Woodside in 2018, Meg has been instrumental in delivering operational efficiencies across our producing assets, leading the Scarborough and Sangomar developments and as Acting CEO, leading the business towards a targeted final investment decision for Scarborough this year.

"The Board's priorities in selecting a new CEO were identifying someone who will maintain the momentum in the business to deliver our current projects, lead through a transformational phase of growth and guide Woodside's activities in response to the energy transition.

"Equally critical was the demonstrated ability to develop the organisation's capability and culture to suit a fast changing and competitive external environment," he said.

Ms O'Neill said she was honoured to have the opportunity to lead Woodside.

"Woodside is a great company with an exciting future. My focus will be on delivering the significant benefits expected from the merger of Woodside and BHP's petroleum business and continuing to reduce costs and carbon while delivering Woodside's current projects and production.

"I look forward to working with a strong senior team to transform the way we work as we look to continually improve and evolve," she said.

Prior to joining Woodside Ms O'Neill held senior technical and business positions in Exxon Mobil including assignments in Indonesia, Norway, Canada and the USA and regional roles responsible for Asia/Pacific and Africa.

Ms O'Neill holds dual Bachelor degrees in Ocean Engineering and Chemical Engineering and a Masters Degree in Ocean Systems Management from the Massachusetts Institute of Technology.

A summary of the material terms and conditions of Ms O'Neill's employment arrangements, including remuneration, is included as an annexure to this announcement.

Contacts:
Investors

Damien Gare
W: +61 8 9348 4421
M: +61 417 111 697
E: investor@woodside.com.au

Media

Christine Forster
M: +61 484 112 469
E: christine.forster@woodside.com.au

This ASX announcement was approved and authorised for release by Woodside's Disclosure Committee.

Annexure

Summary of Material Terms and Conditions of Employment of Meg O'Neill

The key terms of the employment arrangements are summarised below. The terms are in line with industry practice and ASX corporate governance guidelines. They have been negotiated with the benefit of expert external advice.

The remuneration package is designed to ensure alignment of reward with achievement of corporate objectives as determined by the Board and with returns for shareholders.

Name & Position	Meg O'Neill, Chief Executive Officer and Managing Director.
Term	No fixed term, ongoing until terminated by either party in accordance with the terms of the engagement.
Fixed Annual Reward	Fixed remuneration of A\$2,200,000 per annum (inclusive of base salary, benefits and allowances, statutory minimum superannuation contributions, all directors fees for Woodside Group of Companies and salary continuance benefits).
Executive Incentive Scheme (EIS)	<p>Under the EIS, Ms O'Neill is eligible to receive an annual award up to a value approved by the Board each year by reference to individual and corporate performance. The target value has been set at A\$4,400,000 and is currently structured as follows:</p> <ul style="list-style-type: none"> • 12.5% to be paid in cash; • 27.5% to be allocated in restricted shares with a three-year vesting period; • 30% to be allocated in restricted shares with a five-year vesting period; and • 30% to be allocated in performance rights with a five-year vesting period, subject to a relative total shareholder return test five years after the date of grant. <p>The issue of restricted shares and/or performance rights under the EIS will be subject to shareholder approval at Woodside's Annual General Meeting.</p>
Supplementary Woodside Equity Plan (SWEP)	<p>Under the SWEP (approved by the Board in October 2011), Ms O'Neill was awarded 133,366 restricted shares upon commencement of her employment with Woodside on 1 May 2018.</p> <p>The Board has approved the accelerated vesting of the remaining equity (37,048 shares) which will vest upon appointment as CEO and Managing Director. Each vested restricted share entitles Ms O'Neill to receive one Woodside share.</p>
Other incentive arrangements	Ms O'Neill will continue to be eligible to participate in any other incentive arrangements offered at Woodside's discretion.
Termination Provisions	<p>Ms O'Neill's employment may be terminated by either Woodside or Ms O'Neill upon the giving of 6 months' notice.</p> <p>Woodside can discharge the notice obligation by providing payment in lieu of notice.</p> <p>Woodside retains the right to terminate employment immediately without notice (or payment in lieu of notice) where summary dismissal is warranted.</p>



JOINT ANNOUNCEMENT

Release Time IMMEDIATE
Date 17 August 2021

Woodside and BHP to create a global energy company

Woodside Petroleum Ltd ("Woodside") and BHP Group ("BHP") have entered into a merger commitment deed to combine their respective oil and gas portfolios by an all-stock merger (the "Transaction") to create a global top 10 independent energy company by production.

On completion of the Transaction, BHP's oil and gas business would merge with Woodside, and Woodside would issue new shares to be distributed to BHP shareholders. The expanded Woodside would be owned 52 per cent by existing Woodside shareholders and 48 per cent by existing BHP shareholders. The Transaction is subject to confirmatory due diligence, negotiation and execution of full form transaction documents, and satisfaction of conditions precedent including shareholder, regulatory and other approvals.

With the combination of two high quality asset portfolios, the proposed merger would create the largest energy company listed on the ASX, with a global top 10 position in the LNG industry by production. The combined company will have a high margin oil portfolio, long life LNG assets and the financial resilience to help supply the energy needed for global growth and development over the energy transition.

Attractive strategic and financial rationale

The combination of Woodside and BHP's oil and gas business is expected to deliver substantial value creation for both sets of shareholders from across a range of areas, including:

- Greater scale and diversity of geographies, products and end markets through an attractive and long-life conventional portfolio
- Resilient, high margin operating cash flows to fund shareholder returns and business evolution to support the energy transition
- Strong growth profile with a plan to achieve targeted Scarborough FID in the 2021 calendar year and capacity to phase the most competitive, high-return options within the portfolio
- Proven management and technical capability from both companies
- Shared values and focus on sustainable operations, carbon management and ESG leadership
- Estimated synergies of more than US\$400 million (100 per cent basis, pre-tax) per annum from optimising corporate processes and systems, leveraging combined capabilities and improving capital efficiency on future growth projects and exploration
- Greater financial resilience, relative to Woodside's and BHP's standalone petroleum businesses.

Woodside CEO and Managing Director Meg O'Neill said, *"Merging Woodside with BHP's oil and gas business delivers a stronger balance sheet, increased cash flow and enduring financial strength to fund planned developments in the near term and new energy sources into the future."*

"The proven capabilities of both Woodside and BHP will deliver long-term value for shareholders through our geographically diverse and balanced portfolio of tier 1 operating assets and low-cost and low-carbon growth opportunities."

"The proposed transaction de-risks and supports Scarborough FID later this year and enables more flexible capital allocation. We will continue reducing carbon emissions from the combined portfolio towards Woodside's ambition to be net zero by 2050."

BHP CEO Mike Henry said, *"The merger of our petroleum assets with Woodside will create an organisation with the scale, capability and expertise to meet global demand for key oil and gas resources the world will need over the energy transition."*

"Bringing the BHP and Woodside assets together will provide choice for BHP shareholders, unlock synergies in how these assets are managed and allow capital to be deployed to the highest quality opportunities. The merger will also enable the skills, talent and technology of both organisations to build a resilient future as the world's needs evolve."

Greater scale and diversity of geographies, products and end markets to create a long-life conventional portfolio

This Transaction delivers significant benefits for both Woodside and BHP shareholders by creating a long-life conventional portfolio of scale and diversity of geography, product and end markets.

On a proforma basis, the combined business will consist of:

- High quality conventional asset base producing around 200 MMboe (FY21 net production)
- Diversified production mix of 46% LNG, 29% oil and condensate and 25% domestic gas and liquids (FY21 net production)
- Wide geographic reach with production from Western Australia, east coast Australia, US Gulf of Mexico, and Trinidad and Tobago with approximately 94% of production (FY21 net production) from OECD nations
- 2P reserves of over 2 billion boe comprising 59% gas, and 41% liquids.

Resilient operating cash flows to fund shareholder returns and business evolution to support the energy transition

Significant operating cash flow will support continued strong returns to shareholders over time. Woodside will maintain its focus on disciplined growth investment and continued dividends. It is expected that Australian shareholders will benefit from the distribution of Woodside's significant franking credit balance.

Strong growth profile with a plan to achieve targeted Scarborough FID in 2021 and capacity to phase high-return options

The Transaction will deliver expanded growth optionality for shareholders with the flexibility to phase and selectively progress near and longer term high-return options.

Woodside and BHP have developed a plan to targeted final investment decision (FID) for Scarborough (Australia) by the end of the 2021 calendar year, prior to the proposed completion date for the merger.

As part of this plan, Woodside and BHP have agreed an option for BHP to sell its 26.5 per cent interest in the Scarborough Joint Venture to Woodside and its 50 per cent interest in the Thebe and Jupiter joint ventures to Woodside if the Scarborough Joint Venture takes a FID by 15 December 2021. The option is exercisable by BHP in the second half of the 2022 calendar year and if exercised, consideration of US\$1 billion is payable to BHP with adjustment from an effective date of 1 July 2021. An additional US\$100 million is payable contingent upon a future FID for a Thebe development.

The Atlantis Phase 3 (US), Mad Dog Phase 2 (US), Shenzi North (US) and Sangomar Field Development Phase 1 (Senegal) projects remain on budget and on track, and along with significant brownfield expansion options, provide opportunity for near- and medium-term growth.

Longer term embedded options include the Wildling (US), Trion (Mexico), Calypso (Trinidad and Tobago) and Browse (Australia) projects. These options offer significant potential growth coupled with multiple exploration opportunities and partnerships.

Proven management and technical capability from both companies

The combined business will benefit from the joint management and technical petroleum expertise of both companies, led by Meg O'Neill as the CEO and Managing Director. Leading HSE performance, LNG production and marketing, deepwater oil development and production, exploration success, and international experience will come together to create a differentiated set of capabilities. These capabilities are further supplemented through investments in technology and low carbon solutions, and strong governance systems. In addition, it is intended that the Woodside Board will appoint a current BHP director as a Woodside director on completion.

Shared values and focus on sustainable operations, carbon management and ESG leadership

The combined business will continue to have an unrelenting focus on safe, sustainable and reliable operations, building on Woodside's and BHP's strong track records.

It will build on Woodside's existing targets to reduce net emissions by 15 per cent and 30 per cent by 2025 and 2030 respectively, on the pathway to its ambition of net zero by 2050, applying these to the combined portfolio. Progress will be reported on both an operated and non-operated equity emissions basis.

In support of the goals of the Paris Climate Agreement, and to contribute to the energy transition, the combined business will focus on building and maintaining a high return and carbon-resilient portfolio which includes natural gas and new energy technologies. The combined business is expected to generate significant cash flow this decade to support the development of new energy products and low carbon solutions including hydrogen, ammonia and carbon capture and storage (CCS).

Synergies and benefits

This merger of highly complementary asset portfolios is expected to unlock material synergies. Woodside and BHP have estimated annual synergies to be in excess of US\$400 million per annum (100 per cent basis, pre-tax).

These synergies are anticipated to come from:

- Optimising corporate processes and operating costs across the entire portfolio
- Leveraging the leading petroleum capabilities of both organisations including technology, operating, sales and marketing, infrastructure and resource development expertise
- Optimising spend on exploration and future growth projects through the development of combined and more capital efficient opportunities.

Greater financial resilience, relative to Woodside and BHP's standalone petroleum business

On completion of the Transaction, the combined business' balance sheet will be strengthened by the resilience the merged portfolio delivers through the cycle. On a proforma basis (12 months to 30 June 2021), the combined business will have:

- A large earnings base with revenue of more than US\$8 billion and EBITDA of US\$4.7 billion
- Operating cash flows of more than US\$3 billion supported by resilient foundation assets
- A strong balance sheet reflected with low gearing of 12%.

Merger mechanics

Under the proposed transaction, Woodside, or a wholly owned subsidiary of Woodside, will acquire 100 per cent of the issued share capital of BHP Petroleum International Pty Ltd in exchange for shares in Woodside which will deliver 48 per cent to BHP shareholders on completion. Woodside shares will be immediately distributed to BHP shareholders. Woodside will remain listed on the ASX with listings on additional exchanges being considered.

Both the Woodside and BHP boards of directors confirm their support for the Transaction. The merger is expected to be completed in the second quarter of the 2022 calendar year with an effective date of 1 July 2021.

The Transaction is subject to confirmatory due diligence, negotiation and execution of full form transaction documents which is targeted for October 2021, and satisfaction of conditions precedent including shareholder, regulatory and other approvals. Under the merger commitment deed, each party has agreed to pursue a merger transaction and agreed to certain exclusivity arrangements and to each pay a reimbursement fee of approximately US\$160 million in certain circumstances.

Woodside's financial advisers are Gresham Advisory Partners Limited and Morgan Stanley Australia Limited, and its legal advisers are King & Wood Mallesons and Vinson & Elkins LLP.

BHP's financial advisers are J.P. Morgan, Barclays and Goldman Sachs and its lead legal adviser is Herbert Smith Freehills.

About BHP

BHP is the world's largest diversified natural resources company by market capitalisation with over 80,000 employees and contractors, primarily in Australia and the Americas. BHP's products are sold worldwide and it is among the world's top producers of major commodities, including iron ore, copper, nickel and metallurgical coal.

BHP pioneered the development of an oil and gas industry in Australia with the Bass Strait discovery in 1965. The BHP petroleum business now has conventional oil and gas assets in the US Gulf of Mexico, Australia, Trinidad and Tobago, and Algeria, and appraisal and exploration options in Mexico, Trinidad and Tobago, western US Gulf of Mexico, Eastern Canada, and Barbados.

The crude oil and condensate, gas and natural gas liquids (NGLs) produced by BHP's petroleum assets are sold on the international spot market or domestic market. The total gross asset value of the BHP petroleum business as at 30 June 2021 was US\$15.4 billion, it contributed US\$3.9 billion to BHP group revenue and it generated EBITDA of US\$2.3 billion for the year ended 30 June 2021.

About Woodside

Woodside led the development of the LNG industry in Australia and is applying this same pioneering spirit to solving future energy challenges. With a focused portfolio, Woodside is recognised for its world-class capabilities as an integrated upstream supplier of energy. As Australia's leading LNG operator, Woodside operated 6% of global LNG supply in 2020. Woodside's proven track record and distinctive capabilities are underpinned by more than 65 years of experience, making Woodside a partner of choice.

Disclaimer and important notice

This announcement is subject to:

- the same "Disclaimer, important notice and assumptions" contained in pages 2 to 3 of Woodside's investor presentation titled "Woodside and BHP petroleum merger" dated 17 August 2021; and
- the same "Disclaimer" contained in page 2 of BHP's investor presentation titled "Growing value and positioning for the future" dated 17 August 2021, each with any necessary contextual changes.

BHP contacts**Investor Relations**Email: investor.relations@bhp.com**Australia and Asia**

Tara Dines

Tel: +61 3 9609 2222 Mobile: + 61 499 249 005

Europe, Middle East and Africa

James Bell

Tel: +44 20 7802 7144 Mobile: +44 7961 636 432

Americas

Brian Massey

Tel: +1 713 296 7919 Mobile: +1 832 870 7677

Media RelationsEmail: media.relations@bhp.com**Australia and Asia**

Gabrielle Notley

Tel: +61 3 9609 3830 Mobile: +61 411 071 715

Europe, Middle East and Africa

Neil Burrows

Tel: +44 20 7802 7484 Mobile: +44 7786 661 683

Americas

Judy Dane

Tel: +1 713 961 8283 Mobile: +1 713 299 5342

Woodside contacts**Investor Relations**Email: investor@woodside.com.au

Damien Gare

Mobile: +61 417 111 697

Matthew Turnbull

Mobile: +61 410 471 079

MediaEmail: christine.forster@woodside.com.au

Christine Forster

Mobile: +61 484 112 469

Woodside Petroleum Ltd.

ACN 004 898 962

Mia Yellagonga, 11 Mount Street
Perth WA 6000, Australia

Tel +61 8 9348 4000

Further information on Woodside can be found at woodside.com.au*This ASX announcement was approved and authorised for release by
Woodside's Disclosure Committee.*Further information on BHP can be found at: bhp.com

Authorised for lodgement by:

Stefanie Wilkinson

Group Company Secretary

BHP Group Limited ABN 49 004 028 077
LEI: WZE1WSENV6JSZFK0JC28
Registered in Australia
Registered Office: Level 18, 171 Collins Street
Melbourne Victoria 3000 Australia
Tel +61 1300 55 4757 Fax +61 3 9609 3015BHP Group plc Registration number 3196209
LEI: 549300C116E0WW835768
Registered in England and Wales
Registered Office: Nova South, 160 Victoria Street
London SW1E 5LB United Kingdom
Tel +44 20 7802 4000 Fax +44 20 7802 4111Members of the BHP Group which is
headquartered in Australia

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Forward-looking statements

This announcement contains forward-looking statements. The words 'anticipate', 'believe', 'aim', 'estimate', 'expect', 'intend', 'may', 'target', 'plan', 'forecast', 'project', 'schedule', 'will', 'should', 'seek' and other similar words or expressions are intended to identify forward-looking statements. These forward-looking statements are based on assumptions and contingencies that are subject to change without notice and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of Woodside, BHP and their respective related bodies corporate and affiliates, and each of their respective directors, officers, employees, partners, consultants, contractors, agents, advisers and representatives, and could cause results, performance or achievements to be materially different from the results, performance or achievements that are or may be expressed or implied by those forward-looking statements or any projections or assumptions on which those statements are based.

The forward-looking statements are subject to risk factors, including those associated with the oil and gas industry as well as those in connection with the Transaction. It is believed that the expectations reflected in these statements are reasonable, but they may be affected by a range of variables which could cause actual results or trends to differ materially, including but not limited to: price fluctuations, actual demand, currency fluctuations, geotechnical factors, drilling and production results, gas commercialisation, development progress, operating results, engineering estimates, reserve estimates, loss of market, industry competition, environmental risks, physical risks, legislative, fiscal and regulatory developments, economic and financial markets, conditions in various countries, approvals and cost estimates.

Investors are strongly cautioned not to place undue reliance on forward-looking statements, particularly in light of the current economic climate and the significant uncertainty and disruption caused by the COVID-19 pandemic. Forward-looking statements are provided as a general guide only and should not be relied on as an indication or guarantee of future performance. These statements may assume the success of the Transaction, BHP's oil and gas portfolio or Woodside's business strategies, the success of which may not be realised within the period for which the forward-looking statements may have been prepared, or at all. No guarantee, representation or warranty, express or implied, is made as to the accuracy, likelihood of achievement or reasonableness of any forecasts, prospects, returns, statements or tax treatment in relation to future matters contained in this presentation.

Past performance and pro forma historical information is given for illustrative purposes only. Pro forma information is presented on a combined basis, without giving effect to any pro forma adjustments. It should not be relied on and is not indicative of future performance, including future security prices.

Disclosure of reserve information and cautionary note to US investors

Unless expressly stated otherwise, all estimates of oil and gas reserves and contingent resources disclosed in this presentation have been prepared using definitions and guidelines consistent with the 2018 Society of Petroleum Engineers (SPE)/World Petroleum Council (WPC)/American Association of Petroleum Geologists (AAPG)/Society of Petroleum Evaluation Engineers (SPEE) Petroleum Resources Management System (PRMS). Estimates of reserves and contingent resource in this presentation will differ from corresponding estimates prepared in accordance with the rules of the US Securities and Exchange Commission (the "SEC") and disclosure requirements of the US Financial Accounting Standards Board ("FASB"), and those differences may be material. For additional information regarding the availability of Woodside's reserves disclosures in accordance with SEC requirements, please see Woodside's investor presentation dated 17 August 2021 and released to the ASX. For additional information regarding BHP's reserves, please see BHP's annual report on Form 20-F filed with the SEC.

No offer or solicitation

This communication relates to the proposed Transaction between Woodside and BHP. This communication is not intended to and does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any securities or a solicitation of any vote or approval with respect to the Transaction or otherwise, nor shall there be any offer, solicitation or sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities in the United States shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933.

Important additional information and where to find it

In connection with the proposed Transaction, Woodside intends to file with the US Securities and Exchange Commission (the "SEC") a registration statement on Form F-4 (the "Registration Statement") to register the Woodside securities to be issued in connection with the proposed Transaction (including a prospectus therefor). Woodside and BHP also plan to file other documents with the SEC regarding the proposed Transaction. This communication is not a substitute for the Registration Statement or the prospectus or for any other document that Woodside or BHP may file with the SEC in connection with the Transaction. US INVESTORS AND US HOLDERS OF WOODSIDE AND BHP SECURITIES ARE URGED TO READ THE REGISTRATION STATEMENT,

PROSPECTUS AND OTHER DOCUMENTS RELATING TO THE PROPOSED TRANSACTION (INCLUDING ALL AMENDMENTS AND SUPPLEMENTS TO THOSE DOCUMENTS) THAT WILL BE FILED WITH THE SEC CAREFULLY AND IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT WOODSIDE, BHP AND THE PROPOSED TRANSACTION. Shareholders will be able to obtain free copies of the Registration Statement, prospectus and other documents containing important information about Woodside and BHP once such documents are filed with the SEC; through the website maintained by the SEC at <http://www.sec.gov>. Copies of such documents may also be obtained from Woodside and BHP without charge.

s47F

From: s47F @woodside.com.au>
Sent: Friday, 5 November 2021 11:13 AM
To: s47F
Cc:
Subject: FW: Media Release: Woodside, bp and MIMI agreed to form CCS consortium
Attachments: Final Woodside, BP and MIMI to study CCS in Western Australia 4 Nov 2021.pdf

s47F

For info, please find attached a media release announced last tonight as part Woodside's participation in the Government's CCS COP26 round table event, hosted by Minister Taylor.

The Woodside, bp and MIMI consortium brings together the diverse capabilities of the three companies to assess the technical, regulatory and commercial feasibility of capturing carbon emitted by multiple industries located near Karratha and storing it in offshore reservoirs in the Northern Carnarvon Basin.

The study represents an important step towards the development of one of Australia's first multi-user CCS projects, ideally located to aggregate emissions from various existing sources. A hub of this nature would also help facilitate the development of new lower-carbon industries, such as the production of hydrogen and ammonia, by providing a local solution for emissions.

In our view, the successful deployment of CCS hubs in Western Australia has the potential to create new jobs, protect current jobs and contribute to achieving greenhouse gas emission reduction targets at a lower cost than many other technologies.

Please let me know if you need further info.

Cheers



Media Release

Thursday, 4 November 2021

WOODSIDE, BP AND MIMI TO STUDY CCS IN WESTERN AUSTRALIA

Woodside, bp and Japan Australia LNG (MIMI) Pty Ltd, which is ultimately owned equally by Mitsubishi Corporation and Mitsui & Co., Ltd., have agreed to form a consortium to progress feasibility studies for a large-scale, multi-user Carbon Capture and Storage (CCS) project near Karratha in Western Australia.

The consortium brings together the diverse capabilities of three industry leaders to assess the technical, regulatory and commercial feasibility of capturing carbon emitted by multiple industries located near Karratha on the Burrup Peninsula and storing it in offshore reservoirs in the Northern Carnarvon Basin.

The study represents an important step towards the development of one of Australia's first multi-user CCS projects, ideally located to aggregate emissions from various existing sources. It would also help facilitate the development of new lower-carbon industries, such as the production of hydrogen and ammonia, by providing a local solution for emissions.

The successful deployment of CCS in Western Australia has the potential to create new jobs, protect current jobs and contribute to achieving greenhouse gas (GHG) emission reduction targets at a lower cost than many other technologies.

Woodside CEO Meg O'Neill said the project was an exciting opportunity to explore another technology-driven solution to reducing emissions.

"Carbon capture and storage will play a key role in Australia meeting its emissions targets and has the potential to decarbonise existing and new industry. It would be an important addition to Woodside's carbon management options as we work towards our own aspiration of net zero by 2050," she said.

bp senior vice president for hydrogen and CCUS Louise Jacobsen Plutt said: "With our deep expertise and experience in CCS, this is a great opportunity for bp to explore with our longstanding joint venture partners the decarbonization of hard-to-abate industrial sectors in the north west, and Australia more widely, through the technology."

MIMI Managing Director and CEO Hiroyuki Kurahashi said: "MIMI is excited to work with our consortium partners in looking at technology to help manage and reduce CO₂ emissions."

Contacts:

MEDIA
Christine Forster
M: +61 484 112 469
E: christine.forster@woodside.com.au

Additional background on CCS:

CCS is the process of capturing CO₂ from industrial activity that would otherwise be released into the atmosphere and injecting it into deep underground geologic formations for safe, secure and permanent storage.

The UN Intergovernmental Panel on Climate Change (IPCC) reports that "anthropogenic CO₂ removal (CDR) has the potential to remove CO₂ from the atmosphere and durably store it in reservoirs (high confidence). CDR aims to compensate for residual emissions to reach net zero CO₂ or net zero GHG emissions or, if implemented at a scale where anthropogenic removals exceed anthropogenic emissions, to lower surface temperature." (IPCC 2021: "Climate Change 2021, the physical science basis. Summary for Policymakers" (Working Group 1 contribution to the Sixth Assessment Report)).

s47F

From: s47F @woodside.com.au>
Sent: Monday, 11 October 2021 5:44 PM
To: s47F
Cc:
Subject: Gas Transfer Pricing Issue
Attachments: Gas Transfer Pricing Discussion.pptx

s47F

As discussed, here are some further details on the gas transfer pricing issue that I spoke to you about. Happy to discuss further as need.

Regards

s47F

Vice President Government Relations | Canberra



Woodside Energy Ltd.
Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

woodside.com.au

www.woodside.com.au



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FOR DISCUSSION ONLY

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DRAFT FOR DISCUSSION

s47F

From: s47F <@woodside.com.au>
Sent: Monday, 22 November 2021 5:32 PM
To: s47F
Subject: Woodside Announcement: Scarborough FID
Attachments: CORRESPONDENCE - CEO to Hon Keith Pitt SCA FID.pdf

Importance: High

Hi s47F

On behalf of Woodside CEO, Meg O'Neill, please find attached correspondence relating to Woodside taking a final investment decision to approve the development of Scarborough, which includes the construction of Pluto Train 2, near Karratha in the north-west of Western Australia (WA).

As you are aware, the US\$12.0 billion Scarborough Development will deliver value for Woodside shareholders and significant long-term benefits for WA and Australia for decades to come.

The planned four-year construction will gradually increase to a peak workforce of 3,200 jobs (note, this is a small increase since the last set of information came across) before transitioning to the commissioning and operations phases with a workforce of around 600 people.

Scarborough is a world-class gas reservoir that contains ~0.1% carbon dioxide and will be processed through one of the most efficient LNG trains in Australia. Our first cargo is targeted in 2026.

In addition to the Scarborough FID announcement, Woodside also announced a Share Sale Agreement with BHP, following the merger commitment deed announced in August. Both announcements can be accessed via our website.

For any questions, or to arrange a briefing, please contact me directly on the details listed below.

Kind regards

s47F

Senior Adviser - Government Relations and Policy



Woodside Energy Ltd.
Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

woodside.com.auwww.woodside.com.au



Meg O'Neill

CEO & Managing Director

Woodside Energy Ltd.

Mia Yellagonga
11 Mount Street
Perth WA 6000
T: +61 (8) 9348 5001

22 November 2021

The Hon. Keith Pitt, MP
Minister for Resources and Water
PO Box 6022
House of Representatives
Parliament House, Canberra ACT 2600

Dear Minister *Keith,*

SCARBOROUGH AND PLUTO TRAIN 2 DEVELOPMENTS APPROVED

I am pleased to announce Woodside has taken a final investment decision to approve the development of Scarborough, which includes the construction of Pluto Train 2, near Karratha in the north-west of Western Australia (WA).

Approval of the Scarborough Development sets Woodside on a transformative path. It will be a significant contributor to meet domestic and export energy needs, create local jobs and supplier opportunities and fund the development of new energy products, essential for a decarbonising world.

We expect our customers will continue using Liquefied Natural Gas (LNG) as part of their plans to meet their emissions goals – by replacing coal, firming up renewables, and in hard-to-abate sectors.

The US\$12.0 billion Scarborough Development will therefore deliver value for Woodside shareholders and significant long-term benefits for WA and Australia for decades to come.

Excitingly, the Scarborough Development is expected to create thousands of home-grown jobs. The planned four-year construction will gradually increase to a peak workforce of 3,200 jobs before transitioning to commissioning and operations phase with a workforce of around 600 people. This will include Indigenous participation with firm commitments to support skills development and training for Indigenous and non-Indigenous residents in the Pilbara and Gascoyne regions.

Scarborough is a world-class gas reservoir that contains ~0.1% carbon dioxide and will be processed through one of the most efficient LNG trains in Australia. Our first cargo is targeted in 2026.

I would personally like to thank you for your leadership in supporting the Scarborough development in your role as Minister for Resources. Despite challenging external factors, we are proud to have reached a positive decision on this project, and are looking forward to fulfilling the significant economic and community benefits we have outlined to you. I look forward to hosting you onsite soon as we progress through the construction phase.

If you would like to discuss our plans further, please contact my office through [s47F](mailto:s47F@gov.au) Government Affairs, or s47F@woodside.com.au.

Vice President

Yours sincerely

A handwritten signature in black ink that reads "Meg O'Neill".

Meg O'Neill
Chief Executive Officer & Managing Director

s47F

From: s47F @woodside.com.au>
Sent: Monday, 15 November 2021 11:12 AM
To: s47F
Subject: Woodside Announcement: Sell-down of Pluto Train 2
Attachments: Woodside-agrees-to-sell-49-stake-in-pluto-train-2-to-GIP.pdf

Hi s47F

s22

For awareness, Woodside has just announced it has entered into a sale and purchase agreement with Global Infrastructure Partners (GIP) for the sale of a 49% non-operating participating interest in the Pluto Train 2 Joint Venture. The sale of the interest in Pluto Train 2 is a significant milestone as we progress towards a final investment decision on our \$12.0 billion Scarborough LNG development. As you are aware, the development of Scarborough gas through Pluto Train 2 will deliver significant value to our stakeholders, create thousands of jobs in Western Australia and generate tax revenues for the State and Federal Government.

Completion of the transaction is subject to conditions precedent including final investment decisions for Scarborough and Foreign Investment Review Board approval.

If you have any questions on the above or attached, please don't hesitate to contact me or s47F

Cheers

s47F

Senior Adviser - Government Relations and Policy



Woodside Energy Ltd.
Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

s47F@woodside.com.auwww.woodside.com.au[f](#) [t](#) [in](#) [v](#) [@](#)



ASX Announcement

Monday, 15 November 2021

ASX: WPL
OTC: WOPEY

Woodside Petroleum Ltd.

ACN 004 898 962

Mia Yellagonga

11 Mount Street

Perth WA 6000

Australia

T +61 8 9348 4000

www.woodside.com.au

WOODSIDE AGREES TO SELL 49% STAKE IN PLUTO TRAIN 2 TO GIP

Woodside has entered into a sale and purchase agreement with Global Infrastructure Partners (GIP) for the sale of a 49% non-operating participating interest in the Pluto Train 2 Joint Venture (Transaction).

Pluto Train 2 is a key component of the proposed Scarborough development and includes a new LNG train and domestic gas facilities to be constructed at the existing Pluto LNG onshore facility. The estimated capital expenditure for the development of Pluto Train 2 from the effective date is US\$5.6 billion (100% project).

In addition to its 49% share of capital expenditure, the joint venture arrangements require GIP to fund an additional amount of construction capital expenditure of approximately US\$835 million. Woodside's joint venture capital contributions will be reduced accordingly. The final quantum of GIP's capital contribution is dependent on interest rate swap and foreign exchange rates on the date of the final investment decisions for Scarborough and Pluto Train 2.

If the total capital expenditure incurred is less than US\$5.6 billion, GIP will pay Woodside an additional amount equal to 49% of the under-spend. In the event of a cost overrun, Woodside will fund up to US\$835 million in respect of a 49% share of any overrun. Delays to the expected start-up of production will result in payments by Woodside to GIP in certain circumstances.

The development of Pluto Train 2 is expected to be supported by a long-term processing and services agreement (PSA) to be entered into between the Pluto Train 2 and Scarborough joint ventures.

The transaction includes a number of other related agreements between Woodside and GIP including a project commitment agreement (PCA). The PCA includes provisions for GIP to be compensated for exposure to additional Scope 1 emissions liabilities above agreed baselines, and to sell its 49% interest back to Woodside if the status of key regulatory approvals materially changes.

Completion of the Transaction is subject to conditions precedent including final investment decisions for the Pluto Train 2 and Scarborough developments, Foreign Investment Review Board approval, execution of the Scarborough PSA and relevant government and regulatory approvals.

Following completion Woodside will hold a 51% participating interest in the Pluto Train 2 Joint Venture and remain as operator. The effective date of the Transaction is 1 October 2021 and completion is expected to occur in January 2022.

Woodside CEO Meg O'Neill welcomed GIP to the Pluto Train 2 Joint Venture.

"We are very pleased to have GIP joining us in the development of Pluto Train 2, given their impressive credentials and extensive global capability. We are looking forward to a successful, long-term relationship with them.

"GIP's investment will help fund the expansion of the world-class Pluto LNG facility. The LNG supplied from the expanded Pluto facility will assist our customers to achieve their decarbonisation goals through the energy transition.

"The sale of the interest in Pluto Train 2 is a significant milestone as we progress towards a final investment decision on our Scarborough development, further de-risking this globally competitive investment.

"The development of Scarborough gas through Pluto Train 2 will deliver significant value to our shareholders, create thousands of jobs in Western Australia and generate tax revenues for decades to come.

"Pluto Train 2 will be one of Australia's most efficient LNG trains and with Scarborough gas containing virtually no carbon dioxide, this is an attractive investment in a decarbonising world," she said.

GIP Chairman and Managing Partner Adebayo Ogunlesi said LNG is expected to play a critical role in transitioning the world toward carbon neutrality over the coming decades.

"We are delighted to partner with Woodside, a global leader in operating responsibly and safely, to develop this world-class facility.

"We are particularly attracted to the modern and efficient technologies Woodside has adopted, making LNG from Pluto Train 2 one of the lowest carbon intensity sources of LNG delivered into Asia. We fully support Woodside's net zero emissions targets for Pluto LNG including Pluto Train 2, and all its wider commitments to the community," he said.

The purchasing entity is Sharon Acquirer Trust, an investment entity owned by funds managed or advised by GIP.

Woodside's financial advisers are Morgan Stanley Australia Limited and Rothschild & Co., and its legal adviser is Ashurst.

GIP's legal adviser is Allens.

About Pluto LNG and Pluto Train 2

Pluto LNG is an integrated offshore and onshore LNG processing facility located near Karratha in the north-west of Western Australia. The first cargo from Pluto Train 1 was delivered in 2012. Expansion of Pluto LNG will include the construction of Pluto Train 2, associated domestic gas processing facilities, supporting infrastructure and modifications to Pluto Train 1 to allow it to process Scarborough gas.

Woodside is targeting emissions reductions of 30% by 2030 and net zero by 2050 at Pluto LNG, including Pluto Train 2 and the proposed development of the Scarborough gas resource. Woodside has adopted proven technology for Pluto Train 2 to deliver lower emissions intensity compared to the international and Australian average. This includes the use of aero-derivative gas turbines for liquefaction and inlet air chilling, providing higher thermal efficiency and lower greenhouse gas emissions.

About GIP

Established in 2006, GIP is one of the world's leading specialist infrastructure investors. The funds and investment platforms managed by GIP make equity and debt investments in infrastructure assets and businesses in both OECD and selected emerging market countries, targeting investments in the energy, transport, water / waste and digital infrastructure sectors where GIP possesses deep experience and relationships. GIP has 10 offices around the world with major hubs in New York, Stamford, London, Sydney, Hong Kong and Mumbai. GIP manages over US\$79 billion for its investors. GIP's funds currently own 40 portfolio companies which have combined annual revenues of c. US\$34 billion and employ in excess of 58,000 people. Further information can be found on GIP's website at www.global-infra.com.

Contacts:

INVESTORS

Damien Gare
W: +61 8 9348 4421
M: +61 417 111 697
E: investor@woodside.com.au

MEDIA

Christine Forster
M: +61 484 112 469
E: christine.forster@woodside.com.au

This ASX announcement was approved and authorised for release by Woodside's Disclosure Committee.

s47F

From: s47F
Sent: Tuesday, 4 May 2021 1:47 PM
To: T@woodside.com.au>
Cc: s47F
Subject: Japanese energy document
Attachments: Scanned from CAB-01-01.pdf

Hs47F

Thanks for your time today mate, please find attached the Japanese energy mix document briefly touched on this morning.

Will look to get your early thoughts next time we chat.

Cheers

s47F

Senior Adviser - Government Relations and Policy



Woodside Energy Ltd.
Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

_____/oodside.com.au
www.woodside.com.au
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s47F

From: s47F <[REDACTED]@woodside.com.au>
Sent: Tuesday, 15 December 2020 10:02 AM
To: s47F
Cc:
Subject: Letter to Minister for Resources Re: NWS Condensate Excise Determinations
Attachments: 1401637634_V0.2_Signed Letter to Minister Tidepole GWF-2 and Persphone-1.pdf

Hi [REDACTED]

s47G

s22

Cheers

s47F

Senior Adviser - Government Relations and Policy



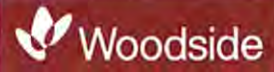
Woodside Energy Ltd.
Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

[\[REDACTED\]@woodside.com.au](mailto:[REDACTED]@woodside.com.au)

www.woodside.com.au





Woodside Energy Ltd.

ACN 005 482 986

Mia Yellagonga

11 Mount Street

Perth WA 6000

Australia

T +61 8 9348 4000

F +61 8 9214 2777

www.woodside.com.au

Please direct all responses/queries to:

s47F

s@woodside.com.au

Our reference: 1401637634

15 December 2020

Attn: The Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
Parliament House
CANBERRA ACT 2600

Dear Minister

s47G

Yours sincerely

s47F

Vice President Taxation | Woodside

s47F

From: s47F <[REDACTED]@woodside.com.au>
Sent: Thursday, 5 November 2020 10:57 AM
To: s47F
Cc: s47F
Subject: Confidential: Proposed Woodside media release to support the acceptance of Scarborough PL titles
Attachments: Confidential_DRAFT MEDIA RELEASE - Scarborough PLs November 2020.pdf

Hi s47F

s47G

If you could give me a call today to discuss any media the Minister like to do around this that would be appreciated.

Cheers

s47F

Senior Adviser - Government Relations and Policy



Woodside Energy Ltd.
Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

[\[REDACTED\]@woodside.com.au](mailto:[REDACTED]@woodside.com.au)

www.woodside.com.au



s47G

Contacts:

MEDIA

Christine Forster

M: +61 484 112 469

E: christine.forster@woodside.com.au

s47F

From: s47F
Sent: Tuesday, 2 June 2020 11:04 AM
To: s47F
Subject: RE: Letter to the Minister from Woodside CEO [SEC=UNCLASSIFIED]

Security Classification: UNCLASSIFIED

s22

UNCLASSIFIED

From: s47F
Sent: Thursday, 28 May 2020 4:41 PM
To: s47F
Cc: DLO Resources ; s47F
Subject: FW: Letter to the Minister from Woodside CEO [SEC=UNCLASSIFIED]

s22

UNCLASSIFIED

From: s47F <[redacted]@woodside.com.au>
Sent: Thursday, 28 May 2020 4:19 PM
To: s47F <[redacted]@industry.gov.au>
Cc: s47F <[redacted]@woodside.com.au>
Subject: Letter to the Minister from Woodside CEO

s47F

Good to talk with you and as discussed, please find attached a letter to the Minister from s47F
 I have also attached a letter that s47F has sent to s22

Available to chat anytime as you need.

s47F

Vice President Government Relations | Canberra



Woodside Energy Ltd. s47F
 Suite 12.3 www.woodside.com.au
 15 London Circuit
 Canberra ACT 2601
 Australia

www.woodside.com.au
 f t in y @

NOTICE: This email and any attachments are confidential. They may contain legally privileged information or copyright material. You must not read, copy, use or disclose them without authorisation. If you are not an intended recipient, please contact us at once by return email and then delete both messages and all attachments.



s47F

Woodside Energy Ltd.
Mia Yellagonga
11 Mount Street
Perth WA 6000
T +61 (8) 9348 5000
[woodside.com.au](http://www.woodside.com.au)

22 May 2020

The Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
Parliament House
Canberra 2600

Dear Minister,

I am writing to thank you and the Government for working to protect Australia during the COVID-19 pandemic. The response from state and federal governments, the business community and the general public has been remarkable.

In particular, it was pleasing to see the pragmatic approach you took in announcing measures in April to provide flexibility to offshore oil and gas explorers during the Coronavirus outbreak. This was welcome recognition that our industry has faced not only the challenge of COVID-19 but also a substantial deterioration in the oil price and ongoing volatility. We look forward to discussing Woodside's plans for the development for the Browse and Scarborough resources as market conditions stabilise.

As you now turn towards the task of accelerating Australia's economic recovery, one item that I have encouraged the Prime Minister and Treasurer to include in this year's Budget is an **investment allowance**. This would maximise the benefit for jobs by directing tax relief towards firms that commit to investment in Australia. You are already familiar with Woodside's proposals, including the \$15 billion Scarborough and Pluto 2 LNG developments in Western Australia, on which we expect to increase resourcing and expenditure ahead of a targeted final investment decision in 2021. An investment allowance could materially improve their prospects during this time of uncertain market outlook.

Confidence in our industry would be further supported by the Government **concluding outstanding elements of the long-running PRRT review** with no further change. As I'm sure you appreciate, persistent uncertainty is not conducive to investment.

We also urge the government to **conclude the EPBC Act review and the Productivity Commission review of resource sector regulation**. Both of these reports contain measures that can contribute to an improvement in investment conditions.

These and other ideas are covered in more detail in the attached letter that we have sent to the National COVID-19 Coordination Commission, outlining public policy priorities that Woodside thinks could help accelerate economic recovery.

Yours sincerely,

s47F

s22



s47F

Woodside Energy Ltd.
Mia Yellagonga
11 Mount Street
Perth WA 6000
T +61 (8) 9348 5000
[woodside.com.au](http://www.woodside.com.au)

s22

s22

Yours sincerely

s47F

s47F

POLICY OPTIONS FOR ACCELERATING ECONOMIC RECOVERY

Reforming taxes to accelerate productive investment

The oil and gas industry supplies a crucial energy source for Australian industry and households, directly employs 80,000 people, supports hundreds of thousands more jobs across the supply chain and has invested \$350 billion over the past decade. In recent months, significant projects – including those proposed by Woodside – have been delayed and can only proceed when confidence to invest is restored by improved market conditions. This time can be brought forwards by targeted tax measures.

Investment Allowance

An investment allowance has advantages over a general reduction in the corporate tax rate in that it is more effectively targeted at firms that are investing in new Australian jobs and assets. The Business Council of Australia has been developing this concept over the past year. It can be delivered as a bonus deduction on new investment (e.g 10%), or through accelerated depreciation schedules (e.g. from fifteen to ten year write-off periods).

PRRT Gas Transfer Pricing Review

In 2019 the Parliament passed reforms to the Petroleum Resource Rent Tax after a lengthy review and on a bipartisan basis. However, one element of the PRRT structure, related to methodologies to determine gas transfer pricing, was deferred for further technical review. The Government can act to reduce investment uncertainty by immediately concluding this review with no further changes to the current system.

Asset rollover relief

It is likely that the economic disruption caused by COVID-19 will leave many firms and assets in distress. When firms fail, their assets and employees can face a lengthy period to restarting, if indeed they ever do. Restructuring asset ownership prior to business failure can limit this negative consequence, but restructuring can also be disincentivised where it causes a taxable event. Relief from taxation of asset transfers should be provided to ensure there is the ability to disaggregate and change ownership without onerous tax consequences, in line with the recommendation by The Board of Taxation.

Tax credits for new energy R&D

The transition to new energy can be accelerated by providing fiscal support for R&D in new energy technologies in the form of tax offsets (potentially increased from the current rate of 8.5% to 20%) and amending the write off period to between 1 and 5 years. The existing tax laws are largely in place and could be tailored relatively easily to capture such projects.

Finishing the job on congestion busting red tape

Implement the Productivity Commission's findings and conclude the EPBC Act review

The Productivity Commission's draft report on Resource Sector Deregulation identified opportunities to streamline approvals. This review process has been delayed, but the report's completion should instead be prioritised so the Government can accept and implement the reforms. You may recall that this particular review follows the publication of a 2009 PC Study of the *regulatory burden on the upstream petroleum (oil*

and gas) sector and the 2013 PC Inquiry into non-financial barriers to mineral and energy resource exploration. Consultation on these issues has already been wide and far reaching, which made similar recommendations.

Similarly, the timelines for the EPBC Act review should not be allowed to slip further. Regulatory approvals in our sector are often frustrated with duplication and protracted timeframes. Ministers have agreed on the importance of maintaining momentum of approvals already in train. An easy solution already considered in the Environment Protection and Biodiversity Conservation Act (EPBC Act) Review is to remove the ability of the Department to “stop the clock on assessments”, which we urge the federal Government to voluntarily adopt.

Complete the passage of reform processes

Prior to the onset of COVID-19, a number of reform processes were well-advanced. Amongst these was a proposal for “life of project” agreements for major projects that can bring certainty to employment conditions and give companies confidence to invest. This process should be concluded and brought forwards for legislation.

Coordinated national reform

Through the crisis, the National Cabinet demonstrated what can be achieved when leaders are focused, collaborative and unencumbered by bureaucracy. Nevertheless, the necessary COVID measures that were swiftly introduced should now be reviewed and harmonised to ensure efficiency is not hindered. For instance, requiring fly-in-fly-out (FIFO) workers to undertake multiple 14-day isolations because States do not recognise each other’s measures is detrimental both to industry efficiency and the individuals involved.

The National Cabinet could also be retained and empowered to accelerate reform that straddles jurisdictions in order to cut through red tape, streamline major project approvals and accelerate reforms that support jobs and growth. State cooperation could also be incentivised by the resurrection of the successful National Competition Policy payments system, given the many areas of microeconomic reform which remain.

Accelerating Australia’s New Energy Transition

There is an opportunity to build on efforts to transition Australia to a lower carbon economy by targeting Government stimulus at new energy technologies that will assist Australia to secure its ongoing position as a global energy leader.

Fund nation-building new energy infrastructure

Prioritising infrastructure projects can be an effective way to underpin investment and employment but it is crucial that any such government-funded programs are geared at modernising the economy, rather than supporting business as usual. Instead, infrastructure projects should be targeted towards new areas of competitive advantage, such as a national hydrogen industry, LNG marine fuels infrastructure, carbon offsets markets and carbon capture utilisation and storage (CCUS) capability.

Potential measures include:

- Competitive processes to secure material financial support (grants and concessional loans).
- Public funding of critical shared use infrastructure (such as deepwater ports close to renewable energy sources).

- Establishment of Special Economic Zones which have regulatory flexibility that could nurture a developing industry such as hydrogen production.
- Development of standard and international certification processes to speed up approval processes, authenticate the product lifecycle and assure robustness of offset accreditation.

Deepen energy supply chain resilience

The secure supply of energy is essential to Australian households and industry and can be strengthened through measures including:

- Continuing to build a government-owned Strategic Oil Reserve while prices are low.
- Expanding the role of domestic energy sources such as LNG in marine, rail and road transport through tax incentives, preferential procurements and regulation.
- Mandating progressive increase of hydrogen injection into the natural gas system.
- Improving liquidity in the east coast gas market by removing state-based moratoria on coal seam gas and providing regulatory approval for LNG import terminals.

Paris Agreement – Article 6

By completing the post-2030 emissions strategy and associated technology roadmap, the Government can demonstrate Australia's pathway to meeting its international emission reduction commitments. Woodside, and colleagues in the business community and other organisations such as the Business Council of Australia, would welcome the opportunity to help detail a pathway to net zero by 2050, which preserves and enhances Australia's competitiveness.

An important part of this will be improving liquidity in offsets markets. At an international level, Australia should advocate for completion of Article Six of the Paris Agreement which provides for international trading of offsets. Given the lead time in agreeing the rules and frameworks, the Government should now prioritise decisive progress as an outcome for COP-26 when it is rescheduled and garner support through diplomatic channels in the interim.

s22

-----Original Message-----

From: s47F
Sent: Thursday, 27 February 2020 3:36 PM
To: s47F @industry.gov.au>
Subject: Meetings with Woodside

I am s47F Vice President Government Relations from Woodside Energy and I would like to arrange for my CEO to meet with Minister Pitt if possible I'm March 24 or 25. I spoke to Minister about this over dinner last week and he was supportive.

Please call me to discuss options on s47F

Regards

s47F

s47F

From: s47F
Sent: Thursday, 19 March 2020 9:42 AM
To: s47F
Cc:
Subject: RE: Meetings with Woodside [SEC=UNCLASSIFIED]
Categories: Cancelled Mtgs

Hi s47F

I am just writing to confirm that the placeholder meeting we have in the diary for your meeting with Minister Pitt on Tuesday 24 March at 12:00pm will not be going ahead, in line with recent advice to limit non-essential visits to APH.

If however you wish to proceed with a video/teleconference however, please advise and I can make the necessary arrangements.

Kind regards,

s47F | a/g Diary Manager
Office of the Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
s47F @industry.gov.au Suite M1.45 Parliament House, CANBERRA ACT 2600

UNCLASSIFIED

-----Original Message-----

From: s47F
Sent: Thursday, 27 February 2020 3:36 PM
To: s47F @industry.gov.au>
Subject: Meetings with Woodside

I am s47F Vice President Government Relations from Woodside Energy and I would like to arrange for my CEO to meet with Minister Pitt if possible I'm March 24 or 25. I spoke to Minister about this over dinner last week and he was supportive.

Please call me to discuss options on s47F

Regards

s47F

s22

s22

OFFICIAL

s22

OFFICIAL

From:s47F
Sent: Friday, 26 February 2021 2:55 PM
To: s47F <s47F@woodside.com.au>
Subject: RE: Meeting Request: Minister - Woodside CEO [SEC=OFFICIAL]

Good Afternoon s47F

Confirming a meeting for Thursday 18th March @10.00am. The Ministers Suite No. is M1 45.

I don't normally send out a diary invite just a confirmation email.

Please do not hesitate to contact me if you have any further queries.

Have a great weekend.

Thanks,

s47F | Diary/Office Manager
 Office of the Hon Keith Pitt MP
 Minister for Resources, Water and Northern Australia
 s47F
 s47F @industry.gov.au
 Suite M1.45 Parliament House, CANBERRA ACT 2600

OFFICIAL

From: s47F @woodside.com.au]
 Sent: Friday, 26 February 2021 2:28 PM
 To: s47F @industry.gov.au>
 Subject: RE: Meeting Request: Minister - Woodside CEO [SEC=OFFICIAL]

Hi s47F

Thanks for this – 10am – 10.30am on Thursday 18th March works well.

The meeting purpose would be to discuss Woodside activities and priorities and in attendance will be s47F s47F s47F , and s47F Vice President Government Affairs.

Will you send through a diary invite for this or would you like us to just turn up.

Cheers

From: s47F @industry.gov.au>
 Sent: Friday, 26 February 2021 2:09 PM
 To: s47F @woodside.com.au>
 Subject: FW: Meeting Request: Minister - Woodside CEO [SEC=OFFICIAL]

You don't often get email from s47F @industry.gov.au. [Learn why this is important](#) [Feedback](#)
 Good Afternoon s47F

s47F has passed your email on requesting a meeting between s47F and Minister Pitt.

The Minister has availability on Thursday 18th March @10.00am.

I look forward to hearing back from you if this is suitable and further details of the objective of the meeting.

Kind regards,

s47F | Diary/Office Manager
 Office of the Hon Keith Pitt MP
 Minister for Resources, Water and Northern Australia
 s47F
 s47F @industry.gov.au
 Suite M1.45 Parliament House, CANBERRA ACT 2600

OFFICIAL
OFFICIAL

From: s47F [mailto:s47F@woodside.com.au]
Sent: Friday, 26 February 2021 11:54 AM
To: s47F [mailto:s47F@industry.gov.au]
Subject: Meeting Request: Minister - Woodside CEO

Hi s47F

s47F would like to request a meeting with Minister Pitt on either Monday, 15 March or Thursday, 18 March.

Is this something a member of the team can support?

Happy to share objectives/focus closer to the meeting to ensure a fruitful discussion.

Cheers

s47F

Senior Adviser - Government Relations and Policy



Woodside Energy Ltd.

Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

s47F@woodside.com.au
www.woodside.com.au

s47F

From: s47F
Sent: Thursday, 25 March 2021 2:31 PM
To: s47F
Subject: RE: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]

Hi s47F

Thanks for this. That looks good as is. If we could avoid inviting the local industry and civic leaders until about 7 days out though as things can sometimes change at short notice. We have your proposed itinerary in the schedule. I'll get back to you closer to ensure it is all still suitable. Many thanks.

s47F

Senior Adviser
 Office of the Hon Keith Pitt MP
 Minister for Resources, Water and Northern Australia
 @industry.gov.au

OFFICIAL

From: s47F @woodside.com.au]
Sent: Wednesday, 24 March 2021 6:22 PM
To: s47F
Cc:
Subject: Minister Pitt visit to Woodside in Karratha

s47F

Here is a draft itinerary for Minister Pitt's visit to Woodside in Karratha on Tuesday, April 13

1245: Arrive Karratha.

Visit to Ngajarli (Deep Gorge) for Welcome To Country with Traditional Owners

1330: NWS Visitor Centre for induction and change into PPE

1345: Pluto site tour and Scarborough update

1430: Karratha Gas Plant site overview

1530: Afternoon tea with new trainees at Production Training Academy (Woodside's onsite training facility)

1630: Travel back to Karratha viewing Woodside social investment and infrastructure projects

1830: Dinner hosted by Woodside including local industry and civic leaders

We would be happy to provide transport for the day and delivering the Minister back to his accommodation in Karratha. Looking forward to your comment and confirmation of the above as our planning basis.

Regards

s47F

Vice President Government Relations | Canberra



Woodside Energy Ltd.
 Suite 12.3
 15 London Circuit
 Canberra ACT 2601
 Australia

s47F

woodside.com.au
www.woodside.com.au
 f t in y @

s47F

From: s47F @woodside.com.au>
Sent: Wednesday, 7 April 2021 11:34 AM
To: s47F
Cc:
Subject: Re: Ministerial Visit Postponed [SEC=OFFICIAL]

Noted, thanks s47F We will postpone the visit but make our team aware that the agenda is still supported for when it is rescheduled.

Cheers

From: s47F
Sent: Wednesday, April 7, 2021 11:24:48 AM
To: s47F
Cc:
Subject: Ministerial Visit Postponed [SEC=OFFICIAL]

Some people who received this message don't often get email from s47F industry.gov.au. [Learn why this is important](#) [Feedback](#)

Good morning s47F

Thank you for your patience as we waited for border restriction updates to determine if Minister Keith Pitt would be able to enter WA. Sadly, even with last night's update, the Minister is still required to do 14 days quarantine on entry as he is a Queenslanders.

So at this stage, we will have to postpone next week's visit. However, the Minister is very keen to get to WA as soon as your border restrictions are rated "very low" so we will keep the current draft itinerary in place and update you on new dates as soon as possible.

We look forward to liaising with you about this in the near future.

Many thanks.

s47F

Senior Adviser

Office of the Hon Keith Pitt MP

Minister for Resources, Water and Northern Australia

s47F

[@industry.gov.au](mailto:s47F@industry.gov.au)

OFFICIAL

s47F

From: s47F @woodside.com.au>
 Sent: Friday, 30 April 2021 11:22 PM
 To: s47F
 Cc:
 Subject: Confirmation of Minister Pitt's meeting with Woodside in Perth
 Categories: Scheduled in Diary

s47F

This is to confirm that we are delighted to host Minister Pitt at our head office in Perth next Monday, May 3 at 11 AM for a meeting with our Acting CEO, Meg O'Neill.

The address in Perth is:

Woodside Energy Ltd.
 Mia Yellagonga
 Karlak, 11 Mount Street
 Perth WA 6000
 Australia

If there are any issues on the day in Perth, please ask s47 to phone me.

Regards

s47F

Vice President Government Relations | Canberra



Woodside Energy Ltd. s47F
 Suite 12.3 www.woodside.com.au
 15 London Circuit
 Canberra ACT 2601
 Australia

Travel cancelled. Minister did not meet on May 3, 21.

s47F

From: s47F @woodside.com.au>
Sent: Tuesday, 4 May 2021 3:01 PM
To: s47F
Cc:
Subject: RE: Mtg Minister Keith Pitt [SEC=OFFICIAL]
Categories: Scheduled in Diary

s47F

Thanks for your confirmation. Attendees from Woodside will be s47F and myself.

s47F

Vice President Government Relations | Canberra



Woodside Energy Ltd. s47F

Suite 12.3
 15 London Circuit
 Canberra ACT 2601
 Australia

s47F

woodside.com.au

www.woodside.com.au



From: s47F @industry.gov.au>
Sent: Tuesday, 4 May 2021 2:19 PM
To: s47F @woodside.com.au>
Subject: Mtg Minister Keith Pitt [SEC=OFFICIAL]

Good Afternoons s47F

As promised an email confirming a meeting between Minister Keith Pitt and Ms Meg O'Neill for;

Thursday 13th May @5.00pm in the Minister's Suite M1 45.

Can you please let me know who will be attending the Meeting with Meg.

Thanks and kind regards,

s47F

| Diary/Office Manager

Office of the Hon Keith Pitt MP
 Minister for Resources, Water and Northern Australia

s47F

s47F

@industry.gov.au

Suite M1.45 Parliament House, CANBERRA ACT 2600

OFFICIAL

s47F

From: s47F @woodside.com.au>
Sent: Monday, 10 May 2021 2:21 PM
To: s47F
Cc:
Subject: RE: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]

s47F

We can accommodate you next week. Please confirm the day as soon as possible. How long should we assume we have the Minister for?

s47F

From: s47F
Sent: Monday, 10 May 2021 2:03 PM
To: s47F
Subject: FW: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]
Importance: High

You don't often get email from s47F [@industry.gov.au](mailto:s47F@industry.gov.au). [Learn why this is important](#)

Hi s47F

Due to some potential issues with charters, it could now be a trip on Tuesday, not Wednesday. I'll confirm ASAP.

s47F

Senior Adviser
Office of the Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
s47F [@industry.gov.au](mailto:s47F@industry.gov.au)

OFFICIAL

From: s47F
Sent: Monday, 10 May 2021 8:48 AM
To: s47F [@woodside.com.au](mailto:s47F@woodside.com.au)>
Subject: RE: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]
Importance: High

Good morning s47F

Well, with a little trepidation, I am emailing in the hope that Minister Pitt can make it across to see you next week. I know this is not much warning but with border closures and quarantine, we have been unable to organise things in advance.

At present returning to Queensland from Perth still has quarantine restrictions but we are very optimistic that this will be downgraded.

At this stage, we are hoping to arrive into Karratha on Tuesday evening, May 18 and departing Wednesday evening.

Could you let me know if this is do-able on your end and we can go from there.

Many thanks.

s47F

Senior Adviser

Office of the Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia

s47F [@industry.gov.au](mailto:industry.gov.au)

OFFICIAL

From: s47F [@woodside.com.au\]](mailto:industry.gov.au)
Sent: Wednesday, 24 March 2021 6:22 PM
To: s47F [@industry.gov.au>](mailto:industry.gov.au)
Cc: s47F [@woodside.com.au>](mailto:industry.gov.au); s47F [@industry.gov.au>](mailto:industry.gov.au)
Subject: Minister Pitt visit to Woodside in Karratha

s47F

Here is a draft itinerary for Minister Pitt’s visit to Woodside in Karratha on Tuesday, April 13

1245: Arrive Karratha.

Visit to Ngajarli (Deep Gorge) for Welcome To Country with Traditional Owners

1330: NWS Visitor Centre for induction and change into PPE

1345: Pluto site tour and Scarborough update

1430: Karratha Gas Plant site overview

1530: Afternoon tea with new trainees at Production Training Academy (Woodside’s onsite training facility)

1630: Travel back to Karratha viewing Woodside social investment and infrastructure projects

1830: Dinner hosted by Woodside including local industry and civic leaders

We would be happy to provide transport for the day and delivering the Minister back to his accommodation in Karratha. Looking forward to your comment and confirmation of the above as our planning basis.

Regards

s47F

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s47F

[woodside.com.au](http://www.woodside.com.au)

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s47F

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Importance: High

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Senior Adviser

Office of the Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
industry.gov.au

s47F

OFFICIAL

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Sent: Wednesday, 24 March 2021 6:22 PM
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Cc:
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s47F

From: s47F @woodside.com.au>
Sent: Tuesday, 11 May 2021 3:03 PM
To: s47F
Cc:
Subject: RE: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]

s47F

No problem in the invite to Yara people to join at the Welcome To Country. We have in mind broadening the invite to others and would be pleased to have your additional names. Please send to me and those copied.

s47F

From: s47F
Sent: Tuesday, 11 May 2021 2:57 PM
To: s47F
Subject: RE: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]

Hi s47F

Thanks for this. That sounds great.

Would it be possible to have two Yara people attend the first part with the Traditional Owners?

Also being the dinner is just pay as you go, would it be possible to have some other community members there if they aren't already invited. I'll get a couple of names to consider.

s47F

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Minister for Resources, Water and Northern Australia
s47F [@industry.gov.au](mailto:s47F@industry.gov.au)

OFFICIAL

From: s47F [@woodside.com.au](mailto:s47F@woodside.com.au)
Sent: Tuesday, 11 May 2021 2:31 PM
To: s47F [@industry.gov.au](mailto:s47F@industry.gov.au)>
Subject: RE: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]

s47F

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1130: Karratha Gas Plant site overview

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1830: Dinner (TBA)

s47F

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Subject: FW: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]
Importance: High

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s47F <s47F@industry.gov.au>

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s47F

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s47F

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Office of the Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
s47F [@industry.gov.au](mailto:s47F@industry.gov.au)

OFFICIAL

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Sent: Monday, 10 May 2021 8:48 AM
To: s47F [@woodside.com.au](mailto:s47F@woodside.com.au)>
Subject: RE: Minister Pitt visit to Woodside in Karratha [SEC=OFFICIAL]
Importance: High

Good morning s47F

s22

s47F @industry.gov.au

OFFICIAL

From: s47F @woodside.com.au]
 Sent: Wednesday, 12 May 2021 2:16 PM
 To: s47F
 Cc: s47F
 Subject: Ministerial visit to Woodside facilities

Hi s47F

Appreciate your time and patience with us as we prepare for the Minister's visit next week, and s47F good to chat last night.

Rather than sperate emails, we thought it easier to cover off a number of topics in one email:

- s47F
1. To make the most efficient use of time on site, could we please get the PPE sizing (chart attached for reference) for all attendees (Minister, s47F ahead of time so we can get it ready for your arrival
 2. Could you confirm flight arrival time and details
 3. Regarding the community dinner event on Tuesday night, we have agreed with s47F from the KDCCI to issue the invite (he will reach out separately this afternoon)
 4. Focal point for any further logistics issues is s47F (cc above and based in Karratha)

- s47F
5. Can you please confirm if any media events are proposed and when / where
 - a. If so, which media are likely to be attending with you
 6. As promised, we have done some thinking around what Woodside could offer to you and the Minister as a media opportunity related to the resource portfolio – a frame of this release is below for consideration. Should this be something of interest to you and the team, could you please work with s47F (both cc-above), Karratha Corp Affairs Manager, to finalise a draft? From our perspective we think this would be a positive announcement for the Minister and could be lined up to include a short meet-and-greet and photo op.

Background information

- 10 operator trainees are the latest group of new recruits to start their training at Woodside in 2021.

- This year, Woodside is welcoming 37 apprentices, trainees and pre-pathways trainees to its Production Training Academy.
- The intake includes 12 apprentices and 25 trainees including pre-pathway, business and operator trainees.
- Reflecting Woodside's inclusive culture and commitment to Indigenous participation, 64% of the recruits are Indigenous and 46% are female.
- The new recruits take the total number of trainees and apprentices at Woodside operated Karratha facilities to 140.
- Woodside's training programs in Karratha are integral to the company's long-term operations with hundreds of apprentices and trainees completing their training at the Production Training Academy since it began in 2010.
- Woodside is committed to providing employment and training opportunities for local youth and helping them gain the skills needed for future careers in the sector.
- Woodside is once again partnering with Programmed and North Regional TAFE to host this year's apprentices and trainees.
- Recruitment for the 2022 apprentice and trainee intake at Woodside facilities was launched on 12 May at Careers Expo in Karratha.

Woodside quotes (please attribute the following to TBA):

This year's trainees and apprentices are embarking on a new and exciting phase in their lives and careers.

They have worked hard to get here and we look forward to supporting their ongoing training and development in the coming years.

A number of our Woodside leaders started their careers as apprentices and trainees. There is no limit to what our new recruits can achieve and we look forward to seeing where their journeys take them.

Cheers

s47F

Senior Adviser - Government Relations and Policy

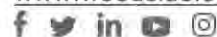


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[woodside.com.au](http://www.woodside.com.au)

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s47F

From: s47F
Sent: Wednesday, 12 May 2021 2:31 PM
To: s47F
Cc:
Subject: RE: Ministerial visit to Woodside facilities [SEC=OFFICIAL]

Thanks s47F

Will let you know sizes shortly.

In terms of media, agree your suggested media announcement is definitely one of interest to the Minister.

s22

Thanks

Best Regards

s47F

s47F | Media Adviser
Office of the Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
Parliament House Canberra ACT 2600 Australia

s47F

industry.gov.au

OFFICIAL

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Woodside quotes (please attribute the following to TBA):

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Senior Adviser - Government Relations and Policy



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 15 London Circuit
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 Australia

s47F

www.woodside.com.au
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 f t in v @

s47F

From: s47F
Sent: Friday, 29 October 2021 3:30 PM
To: s47F
Subject: Mtg - Minister Pitt [SEC=OFFICIAL]

Good Afternoon s47F

Please find listed below WebEx details for a meeting between Minister Keith Pitt & Ms Meg O'Neil for Monday 1st November at 10.30am (Qld time).

If you have any further queries please do not hesitate to contact me.

Kind regards,

s47F Diary/Office Manager
Office of the Hon Keith Pitt MP
Minister for Resources & Water
s47F
s47F @industry.gov.au
Suite M1.45 Parliament House, CANBERRA ACT 2600

s47F **is inviting you to a scheduled Webex meeting.**

Monday, November 1, 2021
11:30 AM | (UTC+11:00) Canberra, Melbourne, Sydney | 30 mins

[Join meeting](#)

More ways to join:

Join from the meeting link

s22

Join by meeting number

s22

s22

s22

s22

Need help? Go to <https://help.webex.com>

OFFICIAL

s47F

From: s47F
Sent: Monday, 30 November 2020 2:55 PM
To: s47F
Subject: RE: Woodside meeting with Minister Pitt [SEC=OFFICIAL]

Ok, thanks for letting me know.

Kind regards,

s47F | Diary Manager
Office of the Hon Keith Pitt MP
Minister for Resources, Water and Northern Australia
s47F
s47F @industry.gov.au
Suite M1.45 Parliament House, CANBERRA ACT 2600

OFFICIAL

From: s47F @woodside.com.au]
Sent: Monday, 30 November 2020 2:54 PM
To: s47F @industry.gov.au>
Subject: Re: Woodside meeting with Minister Pitt [SEC=OFFICIAL]

s47F

Looking like Meg now won't be able to travel next week, so we pass on the slot. Thanks for looking into it.

s47F

Get [Outlook for iOS](#)

From: s47F @industry.gov.au>
Sent: Monday, November 30, 2020 2:47:47 PM
To: s47F @woodside.com.au>
Subject: RE: Woodside meeting with Minister Pitt [SEC=OFFICIAL]

Hi s47F

Sorry I haven't gotten back to you sooner confirming a meeting with Minister Keith Pitt.

Would Tuesday 8th December @ 5.00pm be suitable?

I look forward to hearing from you to confirm a time and further details.

Kind regards,

s47F | Diary Manager
Office of the Hon Keith Pitt MP

Minister for Resources, Water and Northern Australia

s47F

s47F [@industry.gov.au](mailto:industry.gov.au)

Suite M1.45 Parliament House, CANBERRA ACT 2600

OFFICIAL

From: s47F [@industry.gov.au](mailto:industry.gov.au) [@woodside.com.au](mailto:woodside.com.au)

Sent: Friday, 20 November 2020 3:31 PM

To: s47F [@industry.gov.au](mailto:industry.gov.au)>

Cc: s47F [@industry.gov.au](mailto:industry.gov.au)>

Subject: Woodside meeting with Minister Pitt

Hello s47F

I am looking for a 30 minute slot with the Minister on December 8 or 9 to meet with Meg O'Neill who is second in command at Woodside with responsibility for all project and growth related activity. In chatting with s47F I know the schedule is packed that week, but I would appreciate if you can see what you can do.

Look forward to hearing back from you.

Regards

s47F

Vice President Government Relations | Canberra



Woodside Energy Ltd.

Suite 12.3
15 London Circuit
Canberra ACT 2601
Australia

s47F

www.woodside.com.au

www.woodside.com.au

s47F

From: s47F @woodside.com.au>
Sent: Friday, 5 November 2021 11:13 AM
To: s47F
Cc:
Subject: FW: Media Release: Woodside, bp and MIMI agreed to form CCS consortium
Attachments: Final Woodside, BP and MIMI to study CCS in Western Australia 4 Nov 2021.pdf

s47F

For info, please find attached a media release announced last tonight as part Woodside's participation in the Government's CCS COP26 round table event, hosted by Minister Taylor.

The Woodside, bp and MIMI consortium brings together the diverse capabilities of the three companies to assess the technical, regulatory and commercial feasibility of capturing carbon emitted by multiple industries located near Karratha and storing it in offshore reservoirs in the Northern Carnarvon Basin.

The study represents an important step towards the development of one of Australia's first multi-user CCS projects, ideally located to aggregate emissions from various existing sources. A hub of this nature would also help facilitate the development of new lower-carbon industries, such as the production of hydrogen and ammonia, by providing a local solution for emissions.

In our view, the successful deployment of CCS hubs in Western Australia has the potential to create new jobs, protect current jobs and contribute to achieving greenhouse gas emission reduction targets at a lower cost than many other technologies.

Please let me know if you need further info.

Cheers



Media Release

Thursday, 4 November 2021

WOODSIDE, BP AND MIMI TO STUDY CCS IN WESTERN AUSTRALIA

Woodside, bp and Japan Australia LNG (MIMI) Pty Ltd, which is ultimately owned equally by Mitsubishi Corporation and Mitsui & Co., Ltd., have agreed to form a consortium to progress feasibility studies for a large-scale, multi-user Carbon Capture and Storage (CCS) project near Karratha in Western Australia.

The consortium brings together the diverse capabilities of three industry leaders to assess the technical, regulatory and commercial feasibility of capturing carbon emitted by multiple industries located near Karratha on the Burrup Peninsula and storing it in offshore reservoirs in the Northern Carnarvon Basin.

The study represents an important step towards the development of one of Australia's first multi-user CCS projects, ideally located to aggregate emissions from various existing sources. It would also help facilitate the development of new lower-carbon industries, such as the production of hydrogen and ammonia, by providing a local solution for emissions.

The successful deployment of CCS in Western Australia has the potential to create new jobs, protect current jobs and contribute to achieving greenhouse gas (GHG) emission reduction targets at a lower cost than many other technologies.

Woodside CEO Meg O'Neill said the project was an exciting opportunity to explore another technology-driven solution to reducing emissions.

"Carbon capture and storage will play a key role in Australia meeting its emissions targets and has the potential to decarbonise existing and new industry. It would be an important addition to Woodside's carbon management options as we work towards our own aspiration of net zero by 2050," she said.

bp senior vice president for hydrogen and CCUS Louise Jacobsen Plutt said: "With our deep expertise and experience in CCS, this is a great opportunity for bp to explore with our longstanding joint venture partners the decarbonization of hard-to-abate industrial sectors in the north west, and Australia more widely, through the technology."

MIMI Managing Director and CEO Hiroyuki Kurahashi said: "MIMI is excited to work with our consortium partners in looking at technology to help manage and reduce CO₂ emissions."

Contacts:

MEDIA

Christine Forster

M: +61 484 112 469

E: christine.forster@woodside.com.au

Additional background on CCS:

CCS is the process of capturing CO₂ from industrial activity that would otherwise be released into the atmosphere and injecting it into deep underground geologic formations for safe, secure and permanent storage.

The UN Intergovernmental Panel on Climate Change (IPCC) reports that "anthropogenic CO₂ removal (CDR) has the potential to remove CO₂ from the atmosphere and durably store it in reservoirs (high confidence). CDR aims to compensate for residual emissions to reach net zero CO₂ or net zero GHG emissions or, if implemented at a scale where anthropogenic removals exceed anthropogenic emissions, to lower surface temperature." (IPCC 2021: "Climate Change 2021, the physical science basis. Summary for Policymakers" (Working Group 1 contribution to the Sixth Assessment Report)).