

Independent Auditor's Report to the Directors of Powercor Australia Ltd

We have audited the Advance Metering Infrastructure ("AMI") Data Inputs 2009 table ("the Schedule"), for the year ending 31 December 2009 in respect of the following:

1. The consistency of the nature of the expenditure incurred is within scope of the AMI activities set out in S2.10 ACTIVITIES WITHIN SCOPE of the Electricity Industry Act 2000 Notice Pursuant to Clause 14B.1 of the AMI Cost Recovery Order (the "Act" and "Order") at the time of commitment to or incurring of that expenditure.
2. The expenditure incurred has been incurred in the amount claimed for the year ended 31 December 2009 in accordance with the accounting policies as disclosed in the statutory financial report of Powercor Australia Ltd for the year ended 31 December 2009.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation and fair presentation of the Schedule and have determined that the Schedule meets the requirements of the Act and Order. The directors' responsibility also includes complying with the Act and the Order, as well as establishing and maintaining internal control relevant to the preparation and fair presentation of the Schedule that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on:

1. The consistency of the nature of the expenditure incurred is within scope of the AMI activities set out in S2.10 ACTIVITIES WITHIN SCOPE of the Electricity Industry Act 2000 Notice Pursuant to Clause 14B.1 of the AMI Cost Recovery Order (the "Act" and "Order") at the time of commitment to or incurring of that expenditure.
2. The expenditure incurred has been incurred in the amount claimed for the year ended 31 December 2009 in accordance with the accounting policies as disclosed in the statutory financial report of Powercor Australia Ltd for the year ended 31 December 2009.

We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the Schedule is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts in the Schedule. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the Schedule in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the Schedule.

The Schedule has been prepared for distribution to the Directors and Australian Energy Regulator for the purpose of fulfilling the Licensee's financial reporting requirements under the Order. We disclaim any assumption of responsibility for any reliance on this report or on the Schedule to which it relates to any person other than the Directors and Australian Energy Regulator, or for any purpose other than that for which it was prepared.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Auditor's Independence Declaration

We confirm that, to the best of our knowledge and belief, we currently meet the independence requirements of the Australian professional accounting bodies in relation to the audit of the Schedule.

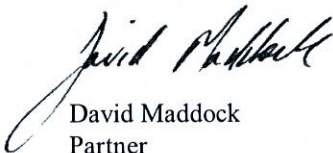
Auditor's Opinion

In our opinion and in all material respects:

1. The expenditure incurred is consistent with the scope and nature of the AMI activities set out in S2.10 ACTIVITIES WITHIN SCOPE of the Electricity Industry Act 2000 Notice Pursuant to Clause 14B.1 of the AMI Cost Recovery Order (the "Act" and "Order") at the time of commitment to or incurring of that expenditure.
2. The expenditure incurred has been incurred in the amount claimed for the year ended 31 December 2009 in accordance with the accounting policies as disclosed in the statutory financial report of Powercor Australia Ltd for the year ended 31 December 2009.



DELOITTE TOUCHE TOHMATSU



David Maddock

Partner

Chartered Accountants

Melbourne, 28 April 2010

Powercor		2009
		Nominal \$
AMI DATA INPUTS 2009		Actual
DISTRIBUTOR INPUTS		
		2009
GROSS CAPITAL EXPENDITURE		Nominal \$
		Actual
Accumulation meters		4,532,474
Manually read interval meters		4,149,038
Remotely read interval meters & transformers		2,210,815
IT		24,047,548
Communications		945,747
Other		527,729
Total		36,413,350
		2009
		Nominal \$
		Actual
Capital Expenditure by Taxation Category		
Meters and transformers (Group 1) (Unit cost < \$1,000)		10,892,326
Meters and transformers (Group 2) (Unit cost => \$1,000)		
IT		24,047,548
Communications		945,747
Other		527,729
Total		36,413,350
		2009
		Nominal \$
		Actual
CUSTOMER CONTRIBUTIONS AND DISPOSAL PROCEEDS		
Customer contributions		
Accumulation meters		0
Manually read interval meters		
Remotely read interval meters & transformers		
IT		
Communications		
Other		
		0
Disposals - proceeds from sale of assets		
Accumulation meters		
Manually read interval meters		
Remotely read interval meters & transformers		
IT		
Communications		
Other		
		0
		2009
OPERATING & MAINTENANCE EXPENDITURE		Nominal \$
		Actual
Operating and Maintenance Expenditure		24,814,069