

COMMONWEALTH SCIENTIFIC AND INDUSTRIAL RESEARCH ORGANISATION
(CSIRO)

MS22-001433

CSIRO Reference C2022/3130



To: Minister for Industry and Science (For Decision)

ACQUISITION OF SHARES IN ENDUA PTY LTD

Timing: Routine

Recommendations: That you

1. **Sign** and **date** the notification at Attachment B, pursuant to section 72 of the *Public Governance, Performance and Accountability Act 2013* (PGPA Act) and section 26 of the *Public Governance, Performance and Accountability Rule 2014* (PGPA Rule).

Signed / Not signed

2. **Agree** to the tabling in Parliament of the notification at Attachment B.

Agreed / Not agreed

Minister:

Date:

Comments:

Clearing Officer: Sent 6/9/2022	Tom Munyard	Chief Operating Officer, CSIRO	Ph: 02 6276 6356 Mob: 0475 966 623
Contact Officer:	Laura Methorst	A/g Manager, Ministerial Liaison Office, CSIRO	Ph: 02 6276 6231 Mob: 0476 841 475

Key Points:

1. Under section 72 of the *Public Governance, Performance and Accountability Act 2013* (PGPA Act) and section 26 of the PGPA Rule, responsible Ministers are required to inform Parliament of certain events relating to the involvement in a company by non-corporate or corporate Commonwealth entities.
2. This section 72 notification is to report CSIRO's acquisition in May 2021 of 375,000 ordinary shares and 375,000 preference shares in Endua Pty Ltd. Further background on the transaction is at Attachment A.

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3. The PGPA Act requires that CSIRO report this activity to you as Minister and that you table a notification of this activity in Parliament. CSIRO has prepared a form (see Attachment B) related to this activity for tabling. Subject to your agreement, CSIRO will work with your office to arrange tabling of this notification.

Data referenced:

4. Section 72 of the *Public Governance, Performance and Accountability Act 2013* (PGPA Act) and section 26 of the PGPA Rule.
5. Department of Finance, Duties of Accountable Authorities, Resource Management Guide (RMG) 200.

Consultation: NIL

ATTACHMENTS

- A:** Background - Transaction Details
- B:** Section 72 notification – Endua Pty Ltd

Background – Transaction Details

Endua Pty Ltd

Endua Pty Ltd (Endua) is a wholly Australian-owned, incorporated joint venture, established in May 2021 to commercialise CSIRO's Polymer Electrolyte Membrane (PEM) hydrogen electrolysis technology for use in renewable energy solutions.

The company is co-founded by CSIRO, Main Sequence Ventures (MSV), Ampol and an Executive Founder, Paul Sernia, who has been appointed as Endua's Chief Executive Officer (CEO).

CSIRO has exclusively licensed Intellectual Property (IP) to the company in the form of know-how and research related to its PEM hydrogen electrolysis technology. In consideration for the granting of the licence, CSIRO has been issued with 375,000 ordinary shares in the company, which represents a 7.5 per cent ownership stake which carries an initial valuation of \$300,000.

CSIRO will provide Research and Development (R&D) services to Endua over a projected 30-month period, under the terms of a collaborative research agreement. As part of the overall consideration to be received under this agreement, CSIRO has been issued a further 375,000 preference shares in the company, which shall vest upon the successful completion of deliverables under the research project. These preference shares represent a 7.5 per cent ownership stake and carry an initial valuation of \$375,000.


The purpose of this section 72 is to report the issuance to CSIRO of 375,000 ordinary shares and 375,000 preference shares which, in aggregate, represents a 15 per cent ownership in Endua.

NOTICE UNDER SECTION 72 OF THE PUBLIC GOVERNANCE, PERFORMANCE AND ACCOUNTABILITY ACT 2013

I, Ed Husic, Minister for Industry and Science:

(a) give notice of an event as required under section 72 of the *Public Governance, Performance and Accountability Act 2013*; and

(b) provide particulars of the event and a short statement about the event as required under section 26 of the *Public Governance, Performance and Accountability Rule 2014*.

Nature of, and reasons for, the event	
Corporate Commonwealth Entity (CSIRO) acquires shares in a company (s72(1)(d)) CSIRO has acquired 375,000 ordinary shares and 375,000 preference shares in Endua Pty Ltd	
Consequences of the event:	
Dollar value of any consideration paid or received by the Commonwealth or corporate Commonwealth entity	Nil
Obligations or liabilities or duties (whether actual, contingent, or prospective) placed on the Commonwealth or corporate Commonwealth entity	Nil
Particulars about the effect on the Commonwealth's or corporate Commonwealth entity's control of a company:	
has control or	N/A
no longer has control	N/A
Details of other interests of the Commonwealth's or a corporate Commonwealth entity's interests that are affected by the event	N/A
Event relating to a company:	
Name of the company	Endua Pty Ltd
Within the meaning of section 9 of the <i>Corporations Act 2001</i> :	
the company's ACN	648 163 375
whether the company is a public company	N/A - Australian proprietary company, limited by shares
Event relating to a foreign company: <i>(To be included where the event relates to a foreign company within the meaning of section 9 of the Corporations Act 2001)</i>	
Jurisdiction of incorporation	N/A
Company's ARBN (within meaning of section 9 of the <i>Corporations Act 2001</i>)	N/A
Incorporation identifier (if the company does not have an ARBN)	N/A
Date  The Hon Ed Husic MP, Minister for Industry and Science	