Directors' Report for the year ended 30 June 2008

Contents

27 August 2008

Directors' Report for the year ended 30 June 2008

In accordance with the Corporations Act 2001, the Directors of Origin Energy Limited report on the Company and the consolidated entity, being the Company and its controlled entities ('Company'), for the year ended 30 June 2008.

1. Principal activities

During the year, the principal activity of the Company was the operation of energy businesses including:

- Exploration and production of oil and gas;
- Electricity generation; and
- Wholesale and retail sale of electricity and gas.

2. Result

Statutory Profit – $517 million up 13%

Origin reported a net profit after tax and minority interests ("Statutory Profit") of $517 million for the 12 months ended 30 June 2008, an increase of 13% compared with $457 million reported last year.

Year ended 30 June 2008	2008 ($m)	2007 ($m)	Change (%)
Total external revenue	8,275	6,436	29
EBITDAF	1,309	1,165	12
EBIT	1,090	943	16
Net profit after tax before elimination of minority interests	622	592	5
Minority interests	(105)	(135)	(22)
Statutory Profit	517	457	13
Significant items	74	87	(15)
Underlying Profit	443	370	20
Basic earnings per share on Statutory Profit (cents)	59.0	54.7	8
Basic earnings per share on Underlying Profit (cents)	50.6	44.3	14
Free cash flow	622	595	5
Capital expenditure (inc acquisitions)	1,685	2,027	(17)
OCAT Ratio (excl. CAPWIP)	12.3%	13.7%	n/a
Adjusted [net debt/(debt + equity)]	42%	42%	n/a

Underlying Profit - $443 million up 20%

The Statutory Profit for Origin contains the impact of a number of significant items as outlined in the following table. This includes positive impacts from the sale of the Networks business and Contact's Mokai geothermal assets. These positive impacts are partially offset by changes in fair value of financial instruments (predominantly associated with the Company's energy procurement activities), charges for asbestos removal and related costs associated with the New Plymouth Power Station and one-off costs associated with the purchase of the Sun Retail business. These significant items provide an overall benefit of $74 million after tax and the elimination of minority interests.

The profit after tax and minority interests and before significant items ("Underlying Profit") for Origin for the year ended 30 June 2008 was therefore, $443 million, an increase of 20% compared with the Underlying Profit of $370 million for the year ended 30 June 2007.

	2008 ($m)		2007 ($m)		Change (%)
	After Tax and OEI Impact	NPAT	After Tax and OEI Impact	NPAT	
Statutory Profit		**517**		**457**	**13**
Significant items					
Asset Sales					
- Networks	145		76		
– Mokai geothermal assets	9		-		
Changes in FV of financial instruments					
Commodity instruments	(58)		23		
Financing instruments	(5)		7		
New Plymouth asbestos removal & related costs	(10)		-		
Impairment of Producing assets	-		(52)		
Sun Retail one-off costs	(8)		(10)		
Change in NZ tax rate	-		29		
Termination of Mt Stuart PPA	-		14		
Total significant items	**74**	**74**	**87**	**87**	
Underlying Profit		**443**		**370**	**20**
Statutory EPS (cents per share)		*59.0*		*54.7*	*8*
Underlying EPS (cents per share)		*50.6*		*44.3*	*14*

3. Review of operations

Total external revenue increased by 29% to $8,275 million. Within Origin's Australian operations, the increase primarily reflected higher revenues from the Retail segment from a full year contribution of Sun Retail and tariff increases as well as record revenues from the Exploration and Production segment. Total external revenue from Contact Energy increased by 35% as higher wholesale electricity prices in New Zealand increased the revenue earned from its generation assets.

For the year to 30 June 2008 EBITDAF was $1,309 million, a 12% increase from the prior year of $1,165 million. The segment contributions to this result were:

EBITDAF[1]

Year ended 30 June	2008 ($m)	2007 ($m)	Change (%)
Exploration & Production	264	254	4
Generation	56	79[2]	(29)
Retail	499	355[3]	41
Contact Energy[4]	490	477	3
Networks	-	30	n/a
Adjustment for discontinued business	-	(30)	n/a
Total	1,309	1,165[5]	12

[1] To best compare operational performance across the periods, EBITDAF is reported here on the basis of continuing businesses. This requires the elimination of the contribution from the Networks business segment in the 2007 financial year which made no contribution to Origin's EBITDAF in the 2008 financial year. Significant items are not included in EBITDAF.

[2] Excluding the contract termination payment of $19.6m in relation to the Mt Stuart PPA recorded as a significant item in the 2007 financial year.

[3] Excluding the Sun Retail one-off integration costs recorded as a significant item in the 2007 financial year.

[4] 100% of Contact Energy's EBITDAF is included in the consolidated income statement.

[5] Adjusted for items in footnotes 1 & 2. The 2007 Report recorded a total EBITDAF of $1,201 million, including the Network business contribution.

Exploration & Production increased its EBITDAF contribution by 4% to $264 million. The business delivered record energy sales of 101 petajoules equivalent (PJe); 9% higher than the previous record set in the prior year of 93 PJe. This reflects higher CSG sales, a full year contribution from the BassGas Project and an initial contribution from the Otway Gas Project which more than offset declines in production and sales from the more mature Cooper, Perth and onshore Otway basins.

Generation EBITDAF declined by 29% to $56 million from $79 million. This primarily reflects the non-recurrence of a $20.9 million payment made under contractual arrangements which have now been terminated with respect to the Mt Stuart Power Station.

In **Retail,** EBITDAF grew by $144 million from $355 million to $499 million. This was primarily due to a full year contribution from the acquisition of the Sun Retail business. Origin's comprehensive risk management policies with respect to electricity purchasing, have resulted in a weighted average cost of electricity for the full year well below the market contract prices available at the beginning of the year. Churn rates were high in the newly contestable Queensland market and in the highly competitive Victorian market. While Origin recorded a slight decline in electricity customer numbers, it continued to increase dual fuel accounts (up by 98,000 to 888,000) and continues to be the market leader in the sale of green energy (customer numbers up by 57% to 423,000). Despite the cost of higher churn, Origin increased its Retail EBITF [6] margin from 8.4% to 9.2% across gas and electricity.

Contact Energy contributed $490 million to EBITDAF, 3% higher than the $477 million recorded last year. This was primarily due to increases in retail volumes and tariffs. While electricity wholesale prices were significantly higher than the prior period increases in wholesale revenue were largely offset by increases in gas costs and energy purchases.

An agreement to sell the **Networks** business was signed on 4 April 2007 with the business sold in two tranches on the 29 June 2007 and 2 July 2007. No EBITDAF was recorded for the segment in the 2008 financial year and it is treated here as a discontinued business.

EBIT - $1,090 million, up 16%

A number of items are recorded between EBITDAF and EBIT as detailed below:

Depreciation and amortisation expense (expense of $345 million)

Depreciation and amortisation expense increased by 5% to $345 million. This was primarily related to the upstream producing assets and Contact Energy.

Changes in the fair value of commodity financial instruments (expense of $77 million)

Under IFRS a pre-tax expense of $77 million is included in the Profit and Loss associated with the value of valid commodity hedging instruments which do not qualify for hedge accounting. This compares with a pre-tax benefit of $32 million last year.

Gain on sale of businesses (benefit of $243 million)

During the 2007 financial year, Origin concluded an agreement to sell its Networks business to APA Group. Settlement of the transaction has taken place in two parts. Settlement for the sale of the SEA Gas Pipeline portion of this business was effected on 29 June 2007 and a pre-tax profit on sale of $114 million was included in the accounts for the financial year ended 30 June 2007. The sale of the balance of the business took place on 2 July 2007 and resulted in a pre-tax profit on sale of $225 million reported in the results for the year ending 30 June 2008. During the 2008 financial year Contact sold its Mokai geothermal assets resulting in a pre-tax profit of $18 million.

[6] EBITF: Earnings before interest, tax, significant items and the movement in fair value of financial instruments.

New Plymouth asbestos removal and related costs (expense of $30 million)

A charge of $30 million has been made to the Profit and Loss for costs associated with the removal of asbestos and other site related costs from Contact's New Plymouth Power Station.

Sun Retail one off costs (expense of $12 million)

Costs associated with the integration of the Sun Retail business were charged to the Profit and Loss for the year ended 30 June 2008. No further integration expenses are expected with respect to this acquisition.

After accounting for these items, EBIT increased 16% to $1,090 million.

Interest - $220 million, up 2%

Net financing costs for the year were $220 million, up 2% from $215 million in the prior year. This does not include capitalised interest of $55 million associated with major development projects. Capitalised interest for the year ended 30 June 2007 was $30 million.

Tax - $235 million, up 50%

Tax expense for the year was $235 million, 50% higher than the prior year. Prima facie tax was higher, reflecting the higher pre-tax profits. The effective tax rate is 27.4% compared to 20.9% last year. Excluding the one-off benefit resulting from the reduction in the New Zealand tax rates from 33% to 30%, the effective tax rate last year would have been 28.5%.

4. Significant changes in the state of affairs

The following significant changes in the state of affairs of the company occurred during the year:

- Divestments

  Networks business - The sale of the Networks business was completed on 2 July 2007 including the sale of the Origin Energy Asset Management and related businesses and the 17% shareholding interest in Envestra Limited. The proceeds for the sale of this part of the business are included in the results for the year ended 30 June 2008.

- Commenced operations

  Otway Gas Project – The construction and commissioning of the Otway Gas Project was completed and commercial export of gas commenced in April 2008. The project is expected to produce around 60 PJ of gas and 1.75 million barrels of liquid hydrocarbons per annum. Origin Energy has a 30.75% interest in the project.

- Projects under construction

  Kupe Gas Project – Construction of the Kupe Gas Project in New Zealand commenced in July 2006 and continued towards a target of first production of commercial gas and liquid hydrocarbons in mid 2009. The project is expected to produce around 20 PJ of gas, 1.7 million barrels of condensate and more than 90,000 tonnes of LPG per annum. Origin Energy is the operator and has a 50% interest in the project.

- Reserves

  Gas reserves were increased following the annual review of reserves across the Company's Exploration and Production interests. Proved and probable reserves were increased by 66% from 3,471 petajoules equivalent (PJe) to 5,770 PJe. This included a net increase in 2P coal seam gas reserves of 92% from 2,470 PJ to 4,751 PJ. Proved, Probable and Possible (3P) reserves of coal seam gas reserves have increased over the year by 121% from 4,578 PJ to 10,138 PJ.

- Coal Seam Gas (CSG) Reserves

  In June the Company initiated a CSG monetisation process to seek proposals to accelerate the development of Origin's CSG reserves. The process will allow Origin to determine whether direct participation in a CSG to LNG project may deliver additional value to Origin shareholders.

- BG Proposal

  On 29 April BG Group PLC announced a proposal to acquire Origin through a Scheme of Arrangement at $14.70 per share. The proposal was increased to $15.50 per share and was rejected by the Board of Origin on 30 May 2008. BG Group subsequently announced on 24 June 2008 their intention to acquire all of Origin shares at a consideration of $15.50 per share (less any dividend) pursuant to a conditional off market takeover.

The events described above and those as disclosed in the Financial Statements represent the significant changes in the state of affairs of the Company for the year ended 30 June 2008.

5. Events subsequent to balance date

The following events have occurred since the 30 June 2008:

- Acquisition of Uranquinty Power Station
  On 4 July Origin acquired the 640MW gas-fired Uranquinty Power Station for an enterprise value of $700m from Babcock and Brown Power.

- Mortlake Power Station
  On 4 July Origin announced the commitment to proceed with the 550MW Mortlake Power Station project at an expected cost of $640 million.

- BG Takeover Offer
  Following its announcement on 24 June, BG Group made a conditional Takeover Offer to acquire all of Origin Shares for $15.50 per share (less any dividend). On 19 August 2008 Origin issued a Target's Statement with the Origin Directors' unanimous recommendation that shareholders reject BG Group's takeover offer.

6. Dividends

Dividends paid during the year by Origin Energy Limited were as follows:

	$'000
Final dividend of 11 cents per ordinary share, fully franked at 30%, for the year ended 30 June 2007, paid 3 October 2007.	95,958
Interim dividend of 12 cents per ordinary share, fully franked at 30%, for the half year ended 31 December 2007, paid 4 April 2008.	105,082

In respect of the current financial year, the Directors have declared a final dividend as follows:

	$'000
Final dividend of 13 cents per ordinary share, fully franked at 30%, for the year ended 30 June 2008, payable 3 October 2008.	114,501

7. Business strategies, future developments and expected results

Origin's financial performance and business development activities in the last year have continued to build on the Company's fuel-integrated generation and retail business.

In the coming year a number of the projects Origin has been developing are expected to make initial, or significantly increased, contributions to Origin's financial performance. These include:

- A full year contribution from the Otway Gas Project in Victoria;
- A full year contribution from the oil and gas production assets purchased from Swift Energy in New Zealand;
- Continuing increases in CSG production to meet existing contracts;
- An initial contribution from the Uranquinty Power Station which has already commenced commissioning and which is expected to be operational by December; and
- An increased contribution from the Quarantine Power Station following the expansion which is expected to commence commissioning by the end of 2008.

These projects will more than offset the decline in contribution from mature upstream assets such as the Cooper and Perth Basins.

For these reasons and based on current market conditions the Company is targeting an increase in Underlying EPS for 2008/09 of at least 10%.

During the year it is expected that a number of developments that could create substantial opportunities for Origin will either be resolved or progressed. The completion of the CSG monetisation process will allow Origin to determine whether direct participation in a CSG to LNG project may deliver additional value for shareholders when compared with other alternatives available to Origin to monetise its CSG reserves and resources. The Federal Government will continue to formulate its Carbon Pollution Reduction Scheme. Origin believes its business strategy and investments over the last decade position the Company favourably for the transition to a lower carbon economy. These opportunities could add substantially to the longer term growth of Origin.

In addition, the Company will continue to progress the development of several major projects which are expected to make contributions following the end of the current financial year, including:

- The Kupe Gas Project in New Zealand which is targeting to commence gas production in mid calendar year 2009;
- Continued development of CSG production, which is expected to more than double and reach over 100 PJ per annum by 2011;
- The 126 MW expansion of the Mt Stuart Power Station in Townsville – due for completion in late calendar year 2009;
- Construction of the 30 MW Cullerin Range Wind Farm in NSW due for completion in mid calendar year 2009;
- Completion of the 630 MW combined cycle, base load, gas fired Darling Downs Power Station in Queensland which is expected to commence commissioning in late 2009; and
- Development of the 550 MW gas fired peaking power station at Mortlake in Victoria due for completion in late calendar year 2010.

Contact Energy of New Zealand is also planning the expenditure of over $2 billion in renewable energy projects over the next 3 to 5 years as it increases its investments in geothermal energy developments and embarks on a plan to construct up to 727 MW of wind farm capacity in New Zealand.

With this range of opportunities before it, the Company continues to target ongoing growth in Underlying EPS averaging 10-15% per annum.

8. Directors

The Directors of Origin Energy Limited at any time during or since the end of the financial year are:

H Kevin McCann (Chairman)
Grant A King (Managing Director)
Bruce G Beeren
Trevor Bourne
Gordon M Cairns
Dr Helen M Nugent
Dr J Roland Williams

9. Information on Directors and the Company Secretary

Information relating to current Directors' qualifications, experience and special responsibilities and the qualifications and experience of the Company Secretary is set out below.

H Kevin McCann AM
Independent Non-executive Chairman
Aged 67

Kevin McCann joined the Board as Chairman in February 2000. He is Chairman of the Nomination Committee and a member of the Audit, Remuneration, and Health, Safety and Environment committees. Kevin is Chairman of Healthscope Limited (since March 1994) and Sydney Harbour Federation Trust. He is lead independent director of Macquarie Group Limited (joined the board in August 2007); Independent Director of Macquarie Bank Limited (a director since December 1996) and a director of BlueScope Steel Limited (since May 2002).

He practised as a commercial and corporate lawyer at Allens Arthur Robinson, a national law firm, for over 34 years, and was Chairman of Allen Allen & Hemsley and Allens Arthur Robinson for nine years. Kevin was previously Chairman of Triako Resources Limited (1999-2006).

He is also a member of the Australian Takeovers Panel and the Council of the National Library of Australia. Kevin has an Arts degree, a Law degree (Honours), a Masters in Law and is a Fellow of the Australian Institute of Company Directors.

Grant A King
Managing Director
Aged 53

Grant King was appointed Managing Director of Origin Energy at the time of its demerger from Boral Limited, in February 2000, and was Managing Director of Boral Energy from 1994. Prior to joining Boral, he was General Manager, AGL Gas Companies. Grant is Chairman of Contact Energy Limited (since October 2004) and the Energy Supply Association of Australia Limited (since November 2005). He is a former director of Envestra Limited (1997-2007). Grant is a councillor of the Australian Petroleum Production and Exploration Association. He has a Civil Engineering degree and a Master of Management.

Bruce G Beeren
Non-executive Director
Aged 59

Bruce Beeren joined the Board as an executive director in March 2000. He retired from this position on 31 January 2005 and continues on the Origin Energy Board as a non-executive director. He is a member of the Audit, Remuneration and Nomination committees. With over 30 years experience in the energy industry, he was Chief Executive Officer of VENCorp, the Victorian gas system operator, and held several senior management positions at AGL, including Chief Financial Officer. He is a director of Contact Energy (since October 2004), Coal & Allied Industries Limited (since July 2004) and Equipsuper Pty Limited (since August 2002). He is a former director of Envestra Limited (2000-2007) and Veda Advantage Limited (2004-2007). Bruce has degrees in Science and Commerce and a Master of Business Administration. He is a Fellow of CPA Australia and the Australian Institute of Company Directors.

Trevor Bourne
Independent Non-executive Director
Aged 61

Trevor Bourne joined the Board in February 2000. He is Chairman of the Remuneration committee and a member of the Nomination and Health, Safety & Environment committees. He retired in December 2003 as Chief Executive Officer of Tenix Investments Pty Limited, prior to which he was Managing Director of Brambles Australia Limited. Trevor is Chairman of Hastie Group Limited (since November 2004) and a director of Caltex Australia Limited (since March 2006). He is a former director of Coates Hire Limited (2004-2008) and Lighting Corporation Limited (2004-2008). He has a Mechanical Engineering degree and a Master of Business Administration.

Gordon M Cairns
Independent Non-executive Director
Aged 58

Gordon Cairns joined the Board on 1 June 2007 and is a member of the Remuneration, Nomination and Health, Safety and Environment committees. He has extensive Australian and international experience as a senior executive, most recently as Chief Executive Officer of Lion Nathan Limited, and has held senior management positions in marketing and finance with Pepsico, Cadbury Schweppes and Nestlé.

Gordon is currently a director of Westpac Banking Corporation (since July 2004), Opera Australia, The Centre for Independent Studies and World Education Australia and is a senior advisor to McKinsey & Company and Caliburn Partnership. He holds a Master of Arts (Honours) from the University of Edinburgh.

Helen M Nugent AO
Independent Non-executive Director
Aged 59

Helen Nugent joined the Board in March 2003 and is Chairman of the Audit Committee and a member of the Remuneration and Nomination committees. An experienced professional non-executive director, she is currently Chairman of Swiss Re Life and Health (Australia) and Funds SA. She is also a director of Macquarie Group Limited (since August 2007), Macquarie Bank Limited (since June 1999) as well as Freehills.

Previously, she was a director of UNiTAB (1999- 2006), Director of Strategy at Westpac Banking Corporation and a partner with McKinsey & Company, specialising in financial services and mining. Helen has a Bachelor of Arts degree (Honours) and a Doctorate of Philosophy. She holds a Master of Business Administration from Harvard Business School and is a Fellow of the Australian Institute of Company Directors.

J Roland Williams CBE
Independent Non-executive Director
Aged 69

Roland Williams joined the Board in February 2000. He is Chairman of the Health, Safety and Environment Committee and a member of the Audit and Nomination committees. He retired in June 1999 as Chairman and Chief Executive of Shell Australia Limited prior to which he was Managing Director, Shell International Gas, and President, Shell Coal International. Roland is a director of Boral Limited (since 1999) and holds a Chemical Engineering degree (Honours) and a Doctorate of Philosophy. He is a Fellow of the Australian Institute of Company Directors and the Institution of Chemical Engineers and a Companion of the Institution of Gas Engineers and Managers.

Bill Hundy
Company Secretary
Aged 50

Bill Hundy joined Origin Energy in July 2001 and is responsible for the company secretarial, insurance, legal and compliance functions. Prior to joining Origin Energy, he was company secretary for Email Limited and Placer Pacific Limited. Bill has a Bachelor of Laws and Bachelor of Commerce from the University of New South Wales. He is a Fellow of the Chartered Institute of Secretaries and the Australian Institute of Company Directors.

10. Directors' meetings

The number of Directors' meetings, including Board committee meetings, and the number of meetings attended by each Director during the financial year are shown in the table below:

Directors	Scheduled Board Meetings		Unscheduled Board Meetings		Meetings of Board Committees							
					Audit		Remuneration		HSE		Nomination	
	H	A	H	A	H	A	H	A	H	A	H	A
H K McCann	11	11	12	12	5	5	4	3	4	3	1	1
G A King	11	11	12	12					4	4		
B G Beeren	11	11	12	11	5	4	4	3			1	1
T Bourne	11	11	12	12			4	4	4	4	1	1
G M Cairns	11	10	12	12			4	4	4	4	1	1
Dr H M Nugent	11	11	12	12	5	5	4	4			1	1
Dr J R Williams	11	11	12	12	5	5			4	4	1	1

H: Number of meetings held during the time that the Director held office or was a member of the committee during the year.
A: Number of meetings attended.

11. Directors' interests in shares, options and rights of Origin Energy Limited

The relevant interests of each Director in the shares and rights or options over such instruments issued by the companies within the consolidated entity and other related bodies corporate at the date of this report is as follows:

Director	Ordinary shares held directly and indirectly	Options over ordinary shares	Performance Share Rights over ordinary shares	Ordinary shares in Contact Energy Limited
H K McCann	267,382	-	-	-
G A King	307,741	2,300,000 (1)	200,000 (3)	-
B G Beeren	725,020	550,000 (2)	-	10,696
T Bourne	45,017	-	-	-
G M Cairns	4,884	-	-	-
Dr H M Nugent	22,500	-	-	-
Dr J R Williams	42,393	-	-	-

Exercise price for share options and performance share rights:
(1) 500,000: $4.15, 500,000: $5.98, 500,000: $7.21, 500,000: $6.50, 300,000: $10.32
(2) 275,000: $4.15, 275,000: $5.98
(3) 200,000: Nil

12. Environmental regulation and performance

The Company's operations are subject to significant environmental regulation under Commonwealth, State and Territory legislation. There have not been any breaches of significant environment regulations and there were no fines or penalties imposed upon Origin Energy during the year.

13. Indemnities and insurance for Directors and officers

Under Origin Energy's Constitution, it must indemnify the current and past Directors, secretaries and senior managers against all liabilities to other persons (other than the Company or a related body corporate) that may arise from their positions as Directors, secretaries or officers of Origin Energy Limited and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. Origin Energy has entered into agreements with current Directors and certain former Directors whereby it will indemnify those Directors from all liability in accordance with the terms of the Constitution for a period of seven years after they cease to be Directors.

The agreements stipulate that Origin Energy Limited will meet the full amount of any such liabilities, including costs and expenses.

Since the end of the previous financial year, the Company has paid insurance premiums in respect of Directors' and officers' liability, and legal expense insurance contracts for current and former Directors and officers, including executive officers and Directors of Origin Energy Limited and executive officers and secretaries of its controlled entities.

14. Auditor independence

There is no former partner or director of KPMG, the Company's auditors, who is or was at any time during the year ended 30 June 2008 an officer of the Origin Energy group. The auditor's independence declaration (made under section 307C of the Corporations Act 2001) is attached to and forms part of this report.

The amounts paid or payable to the Origin Energy group auditor KPMG for non-audit services provided by that firm during the year are as follows:

1.	Acquisition audit and accounting advice	$550,000
2.	Taxation services	$75,000
3.	Other regulatory audit services	$66,000

Further details of amounts paid to the Company's Auditors are included in Note 25 to the full financial statements.

In accordance with advice provided by the Audit Committee, the Board has formed the view that the provision of those non-audit services by the auditor is compatible with, and did not compromise, the general standards of independence for auditors imposed by the Corporations Act. The Board's reasons for concluding that the non-audit services provided did not compromise the auditor's independence are:

- All non-audit services were subject to the corporate governance procedures that had been adopted by the Company and were below the pre-approved limits imposed by the Audit Committee.
- All non-audit services provided did not undermine the general principles relating to auditor independence as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.
- There were no known conflict of interest situations nor any circumstance arising out of a relationship between the Company (including its Directors and officers) and the auditor which may impact on auditor independence.

15. Rounding of amounts

Origin Energy Limited is a company of a kind referred to in ASIC Class Order 98/100 dated 10 July 1998 and in accordance with that class order, amounts in the financial report and Directors' Report have been rounded off to the nearest thousand dollars unless otherwise stated.

16. Remuneration

The Remuneration Report is attached and forms part of this Directors' Report.

Signed in accordance with a resolution of Directors:

Kevin McCann, Chairman
Sydney, 27 August 2008