

SCHEDULE 1

PART A – APPROVAL

A1 Operation and Commencement of Approval linked to VPAs

The Approval of the CUB Concept Plan **does not** commence until such time as the Proponent enters into the VPAs

A2 Table

Proponent:	Carlton & United Breweries (NSW) Pty Ltd
Application made to:	Minister for Planning
Major Project Number:	06_0171
On land comprising:	Lot 1 DP 76719 Lot 1 DP 709452 Lot 5 DP 33953 Lot 1 DP 228682 Lot 1 DP 191024 Lot 1 DP 189736 Lot 17 DP 192059 Lot 16 DP 192059 Lot PT 15 DP 192059 Lot 701 DP 752011 Lot 14 DP 192059 Lot 31 SEC 1 DP 739 Lot 33 SEC 1 DP 739 Lot 35 SEC 1 DP 739 Lot 2 DP 722227 Lot 1 DP 722227 Lot 16 SEC 1 DP 739 Lot 14 SEC 1 DP 739 Lot 27 SEC 1 DP 206 Lot 28 SEC 1 DP 206 Lot 30 SEC 1 DP 206 Lot 31 SEC 1 DP 206 Lot 11 DP 626951 Lot 15 DP 752011 Lot 14 DP 752011 Lot 13 DP 752011

	<p>Lot 12 DP 979183</p> <p>Lot 27 SEC 2 DP 206</p> <p>Lot 1 DP 101608</p> <p>Lot 26 DP 650913</p> <p>Lot 1 DP 101611</p> <p>Lot 1 DP 1095211</p> <p>Lot 24 SEC 2 DP 206</p> <p>Lot 1 DP 511051</p> <p>Lot 1 DP 128618</p> <p>Lot 22 SEC 2 DP 206</p> <p>Lot 21 SEC 2 DP 206</p> <p>Lot 20 SEC 2 DP 206</p> <p>Lot 1 DP 795561</p> <p>Pt 10 SEC 1 DP 739</p> <p>PT 8 SEC 1 DP 739</p> <p>*Irving Lane, Chippendale between Carlton and Balfour Streets and the section of Balfour Street, Chippendale between O'Connor Street and the southern boundary of Lot 1 DO 43731.</p> <p>*Balfour Street, Chippendale between O'Connor Street and Wellington Streets.</p> <p>*Kensington Street, Chippendale between Outram and Regent Streets.</p> <p>*Substation Premises No. 102, Irving Street, Chippendale</p>
Local Government Area:	City of Sydney Council
Approval in summary for:	<p>A Concept Plan involving:</p> <ul style="list-style-type: none"> ▪ The layout of development into 11 blocks, a new park and street layout, ▪ Building envelopes including maximum heights, ▪ Maximum floor space (GFA) within each development block.
Capital Investment Value:	\$800 million
Type of development:	Concept approval under Part 3A of the Act
Determination made on:	9 February 2007
Determination:	Concept approval is granted subject to the modifications in the attached Schedule 2.
Date of commencement of approval:	This approval commences on the date of the Minister's approval.
Date approval will lapse:	5 years from the date of determination

A3 *Approval in detail*

Concept approval is only to the following development:

- (a) The layout of development into 11 development blocks, a major new park, and other areas of open space and street layout.
- (b) Land uses across the site and for specific blocks/floor levels where specified.
- (c) Built envelopes including floor plates and maximum heights.
- (d) Maximum floor space (GFA) within each development block and a total 235,000 GFA across the site.
- (e) Retention of a range of heritage items of significance.
- (f) Street hierarchy for specific streets (including road and pavement widths and provision for bicycles).
- (g) Landscaping concept.
- (h) Access arrangements and car parking based on the recommended rate and the assumed dwelling mix.
- (i) Storm-water management concept.
- (j) Voluntary Planning Agreements and Statement of Commitments.

A4 *Development in Accordance with Plans and Documentation*

- (2) The following plans and documentation (including any appendices therein) are approved as part of the Concept Plan:
 - (a) *Volume 1 Study in Support of State Significant Site and Concept Plan Environmental Assessment Report: Carlton & United Breweries Site, SEPP (Major Projects) 2005 Amendment & Concept Plan* prepared by JBA Urban Planning dated October 2006.
 - (b) *Appendices - Volume 2 Study in Support of State Significant Site and Concept Plan Environmental Assessment Report: Carlton & United Breweries Site, SEPP (Major Projects) 2005 Amendment & Concept Plan* prepared by JBA Urban Planning dated October 2006.
 - (c) *Appendices - Volume 3: Study in Support of State Significant Site and Concept Plan Environmental Assessment Report: Carlton & United Breweries Site, SEPP (Major Projects) 2005 Amendment & Concept Plan* prepared by JBA Urban Planning dated October 2006.
 - (d) *Appendices - Volume 4: Study in Support of State Significant Site and Concept Plan Environmental Assessment Report: Carlton & United Breweries Site, SEPP (Major Projects) 2005 Amendment & Concept Plan* prepared by JBA Urban Planning dated October 2006.
- (3) The following Preferred Project Report and revised Statements of Commitment are approved and shall be complied with:
 - (a) *Preferred Project Report* prepared by JBA Urban Planning Consultants dated 21 December 2006; and
 - (b) *Preferred Project Drawings* prepared by COX/ATA dated October 2006.
 - (i) Rev CP_04_A-01-02_07
 - (ii) Rev CP_04_A-05-01_07
 - (iii) Rev CP_04_A-09-01_06

- (iv) Rev CP_04_A-10-01_06
 - (v) Rev CP_04_A-11-06_06
 - (vi) Rev CP_04_A-11-07_06
 - (vii) Rev CP_04_A-11-14_07
 - (viii) Rev CP_04_A-11-15_06
 - (ix) Rev CP_05_A-07-05_01A
 - (x) Rev CP_07_A-07-01A
 - (xi) Rev CP_04_A-05-01_08
- (c) *Revised Statement of Commitments* prepared by JBA Urban Planning Consultants dated 21 December 2006.
- (4) In the event of any inconsistencies,
- (a) the preferred project report and revised Statement of Commitment in (2) prevails to the extent of any inconsistency in the plans and documentation identified in (1), and
 - (b) the modifications of the Concept Plan approval identified in Schedule 2 prevail over the documentation listed in (1) and (2) above

PART B – NOTES RELATING TO THE APPROVAL

Responsibility for other approvals / agreements.

The Applicant is solely responsible for ensuring that all additional approvals and agreements are obtained from other authorities, as relevant.

Appeals

The Proponent(s) has the right to appeal to the Land and Environment Court in accordance with the relevant provisions of the *Environmental Planning and Assessment Act, 1979*. The right to appeal is only valid within 3 months after the date on which the Proponent(s) received this notice.

Appeals—Third Party

A third party right to appeal to this development consent is available under Section 123, subject to any other relevant provisions, of the *Environmental Planning and Assessment Act, 1979*.

Legal notices

Any advice or notice to the consent authority shall be served on the Director-General.

Notes

Notes included in this approval do not form part of this approval.

PART C — DEFINITIONS

In this approval the following definitions apply:

Act means the Environmental Planning and Assessment Act, 1979 (as amended).

Council means City of Sydney Council.

CUB Concept Plan means the project and the accompanying plans and documentation described in Part A, Schedule 1 as modified by Schedule 2.

Department means the Department of Planning or its successors.

Design review panel means a design review panel constituted by the Minister to assess the design excellence of development within the Subject Site.

Director-General means the Director-General of the Department

GFA means the gross floor area and has the same meaning as contained within the *Standard Instrument (Local Environmental Plan) Order 2006*

Minister means the Minister administering the Act.

Project means development that is declared under Section 75B of the Act to be a project to which Part 3A of the Act applies.

Proponents means the person(s) identified in Part A proposing the carry out of development comprising all or any part of the project, and includes persons certified by the Minister to be the Proponent(s).

Regulations means the *Environmental Planning and Assessment Regulations, 2000* (as amended).

RTA means the Roads and Traffic Authority.

Subject Site has the same meaning as the land identified in Part A of this schedule to which the Concept Plan applies.

VPAs means Voluntary Planning Agreements, namely the agreement with the Redfern Waterloo Authority that seeks to make monetary contributions towards affordable housing in the Redfern Waterloo Authority area and the agreement with the Minister for Planning to provide for public benefits within the Subject Site.

SCHEDULE 2 – MODIFICATIONS TO THE CARLTON & UNITED BREWERY CONCEPT PLAN (MP 06_0171)

PART A – DEPARTMENT OF PLANNING'S MODIFICATIONS

Gross Floor Area

A1 Gross Floor Area Controls

The Concept Plan is modified with regards to GFA as described by the provisions below

- (a) The Maximum GFA available for development across the Subject Site is 235,000 square metres
- (b) The maximum GFA for the land uses and the development parcels approved as part of the Concept Plan are described below:

Block	Commercial / Retail GFA (sq metres)	Residential GFA (sq metres)	Total (sq metres)
Block 1	41,315	0	41,315
Block 2	6,709	38,385	45,094
Block 3	9,953	0	9,953
Block 4	11,754	13,841	25,595
Block 5	8,850	35,123	43,973
Block 6	1,754	138	1,892
Block 7	0	787	787
Block 8	1,722	10,630	12,352
Block 9	2,003	20,050	22,053
Block 10	2,790	208	2,998
Block 11	5,808	23,100	28,908
Main Park	80	0	80
Subject Site Total	92,738	142,262	235,000

- (c) Notwithstanding the above, any GFA that occurs from the development for the purposes of community facilities within Main Park that Council will own and operate shall not be calculated towards the maximum GFA referred to in (a) above.
- (d) Any future land subdivision shall ensure covenants are placed on the title to limit the GFA for each block in accordance with (b).
- (e) The maximum GFA identified above is subject to satisfying as part of future applications:
 - (i) the requirements of this approval,
 - (ii) all design excellence provisions, and
 - (iii) environmental considerations.

A2 Gross Floor Area calculations

The Proponent is to provide A3 polyline drawings with each future application that provide the following detailed information:

- (a) Show and number the included and excluded floor area for each level
- (b) Show the breakdown and cumulative total for each level of gross floor areas,

- (c) Show each drawing is signed off by a Registered Architect, and
- (d) Demonstrate the project is contained within the approved building envelopes, and
- (e) Demonstrate that the design does not exceed the maximum GFA permitted for each development parcel.

Built Form and Urban Design

A3 *Design excellence*

- (1) This provision applies to the following development:
 - (a) any development comprising the erection of a building exceeding 55 metres in height,
 - (b) any development of land exceeding 1,500 square metres in area,
 - (c) for each “block” where this is not covered by (a) or (b) above, or
 - (d) building(s) not counted by (a) to (c) where considered critical for the precinct.
- (2) The Proponent shall hold a design excellence competition for all development identified at (1) above.
- (3) The design competition brief(s) shall be approved by the Director-General or his delegate.
- (4) The Director-General shall establish a design review panel for the design excellence competition that will consider whether the proposed development exhibits design excellence only after having regard to the following matters:
 - (a) whether a high standard of architectural design, materials and detailing appropriate to the building type and location will be achieved,
 - (b) whether the form and external appearance of the building will improve the quality and amenity of the public domain,
 - (c) whether the building meets sustainable design principles in terms of sunlight, natural ventilation, wind, reflectivity, visual and acoustic privacy, safety and security and resource, energy and water efficiency,
- (5) The design review panel shall also be utilised for any significant changes to the concept plan and be involved through construction to ensure design integrity is maintained.
- (6) Approval of future applications may not be granted until such time as the relevant authority has obtained and taken into consideration the advice of the design review panel concerning the design quality of development on the site.

A4 *Building Heights*

The Concept Plan is modified to clarify that the building height shown in the building envelopes does not include communication devices and architectural roof features approved in subsequent applications.

A5 *Block 9*

The Concept Plan is modified in regards to the height of Block 9 such that:

- (a) the building is reduced in height by 3 habitable levels,
- (b) the height of the building envelope (including plant height) does not exceed RL 80.70;
- (c) the height of the building envelope for habitable areas do not exceed RL 75.70; and

- (d) the GFA is reduced accordingly in accordance with modification A1 in this schedule.

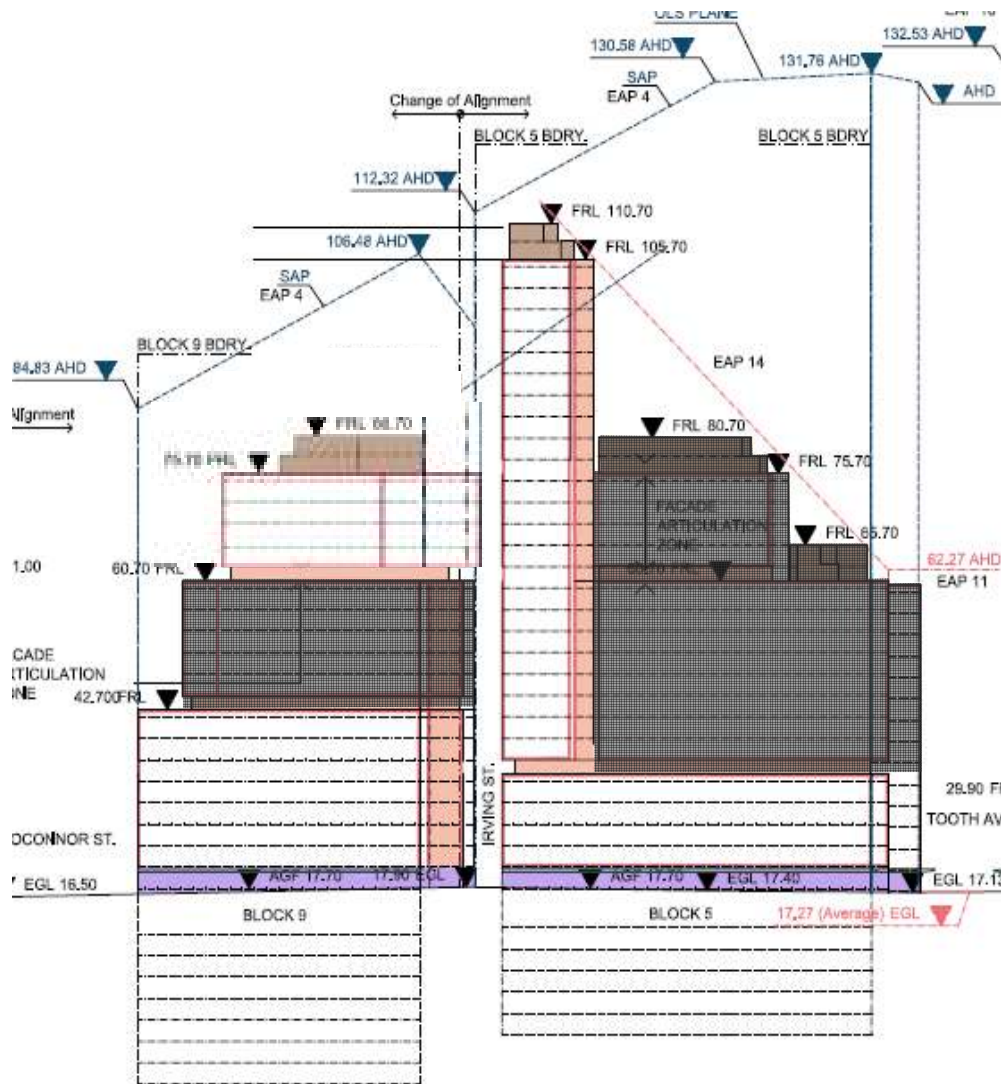
A6 *Block 11*

The Concept Plan is modified such that the building massing to Wellington Street shall ensure that the height at the street frontage is no more than 15 metres and is maintained for a depth of at least 6 metres

A7 *Upper level setbacks to Kent Road and Broadway*

- (1) The Concept plan is modified such that upper level setbacks are provided for to Block 5 and Block 9 along the Kent Road and Block 1 along Broadway.
- (2) In regards to Block 1, the upper level setback shall be approximately RL 38.90;
- (3) In regards to Block 5, the upper level setback shall:
 - (a) be at approximately RL 32.30 (but established to be consistent with the street wall height of Block 3),
 - (b) be restricted to the area north of the vertical articulation zone shown hatched grey on the Kent Road Frontage Plan,
 - (c) be setback at least 6 metres from the Kent Road alignment of Block 5.
- (4) In regards to Block 9, the upper level setback shall:
 - (a) be restricted to RL 42.7 and RL 60.7,
 - (b) at approximately RL 37, (but established to be consistent with the street wall height of Block 3 opposite),
 - (c) restricted to the area shown hatched grey on the Kent Road Frontage Plan, and
 - (d) be no less than 6 metres setback to the Kent Road alignment of Block 9.
- (5) The final depth of upper level setbacks within the constraints above will be determined as part of a future applications subject to the design excellence provisions:
 - (a) will not contribute to a wall like visual appearance or result in a bulk and scale that dominate its setting,
 - (b) will produce a design that strengthens the distinction between the articulated and non-articulated parts of the building;
 - (c) will contribute to the existing and future character of the relevant street,
 - (d) will not adversely impact on the amenity of pedestrians, and
 - (e) in regards to Block 5 and 9,
 - (i) does not adversely impact on the scale relationship with the buildings or building envelopes located on Block 3,
 - (ii) will not adversely impact on the heritage significance of buildings within Block 3, and
 - (iii) will not adversely impact on views to the tower element on Block 5.

- (6) For the purposes of this condition, **Kent Road Frontage Plan** is the following map:



Land uses

A8 Street activation

- (1) The Concept Plan is modified to require that street activation is maximised along the following roads:
 - (a) Broadway,
 - (b) Balfour Street,
 - (c) Tooth Avenue adjacent to Block 4 and Block 5
 - (d) Kent Road,
- (2) For the purposes of maximising street activation, this shall involve
 - (a) providing access into retail shops directly from the pedestrian footpaths,
 - (b) locating services and fire exits such that they are located predominantly on streets other than those nominated in (1) above to the extent possible in meeting BCA requirements,
 - (c) commercial offices, entry lobbies to commercial offices or residential apartments only where they are not the predominant use along the frontage of a building or buildings contained within each

Block facing the nominated street, and

- (d) minimising the number of driveways and their widths and providing basement car access and servicing,
- (e) in the case of heritage buildings, providing uses that assist in casual surveillance of the street and positively contribute to the retail character of the nominated street.

A9 *Mix of uses*

The Concept Plan is modified such that:

- (a) it is approved with residential uses comprising approximately 60% of the GFA whilst non-residential uses account for the remainder,
- (b) serviced apartments shall not account for non-residential uses, and
- (c) any subsequent amendments shall not increase residential uses above 70% of the total GFA.

Open space, public domain, and public benefits

A10 *Main Park*

- (1) This provision applies to applications involving:
 - (a) the design of Main Park,
 - (b) the design layout for roads,
 - (c) the design for a building occupying Block 8
- (2) The Proponent shall demonstrate with the application that
 - (a) urban design and traffic measures will contribute to attracting residents west of the CUB Site to the Main Park, and
 - (b) the street and open space network will provide opportunities for access by residents south and east of the CUB Site into the Main Park.

A11 *Publicly accessible land*

- (1) The Concept Plan is modified such that:
 - (a) it does not permit the dedication of land to a public authority that is immediately above basement car parking, and
 - (b) land that might reasonably be dedicated to a public authority, including (but not limited to) through site links, shared ways, and open space immediately above a part of a building contained below ground level, shall be the subject of covenant(s) on title to ensure public access.
- (2) The Concept Plan permits a public authority to decline to accept land for dedication that, in its opinion, it considers to be through site links or ancillary spaces of a building.

A12 *Additional public benefits*

The Concept Plan is modified to make clear that the Proponent is responsible for providing additional public benefits limited to the following:

- (a) the construction of a roadway as part of Carlton Street and which is owned by Council,

- (b) the construction of all internal roads including kerbs and guttering, pavement treatments, light, power and other utilities, planting and street furniture,
- (c) the creation of part of the site for widening Wellington Street to construct a footpath
- (d) external footpaths and ancillary road works (including the upgrade of O'Connor Street and Kensington Street).

Car parking

A13 *Public Car Park*

The Concept Plan is modified such that the proposed public car parking facility is not approved and shall be deleted and not included in any subsequent future project application or development application.

A14 *Parking Rates*

The Proponent shall demonstrate with each application that the proposed development provides on-site parking consistent with Part 5, Chapter 2 of *Sydney Local Environmental Plan 2005*.

Infrastructure

A15 *Staging of Development*

The Proponent shall demonstrate with each application that the proposed development represents orderly and coordinated development in that:

- (a) It may be serviced by existing infrastructure or is capable of being serviced;
- (b) Access for vehicles and pedestrians is available and can be made available;
- (c) Adequate community benefits exist to serve future occupiers/residents of the Subject Site; and
- (d) Obligations for the provision of public benefits are provided.

A16 *Infrastructure – Road*

Future applications lodged by the Proponent for development on the Subject Site shall, where relevant:

- (a) demonstrate that the geometry of all internal streets comply with Council requirements
- (b) demonstrate that the design of roads shall include signalised intersections at the following locations:
 - (i) Intersection of Broadway with Balfour Street with the provision of a right turning lane from Broadway into Balfour Street, and the closure of Jones Street.
 - (ii) Intersection of Abercrombie Street with Irving Street and Blackfriars Street with pedestrian facilities.
 - (iii) Intersection of Kent Road (or Kensington St if not closed) with Regent Street together with the banning of the right turning movement from Regent Street to Kent Road (Kensington Street).
- (c) identify whether satisfactory arrangements will be or have been made with the RTA in regards to the funding of signalised intersections,
- (d) provide a safety audit for the intersection at Regent Street / Kensington Street given road safety concerns,

- (e) prohibit the right turning movement from Tooth Avenue into Abercrombie Street during the afternoon peak period.
- (f) demonstrate that the access route and service facilities for vehicles comply with Council's requirements,
- (g) demonstrate that only large rigid trucks with a maximum length of 12.5 metres shall service the proposed Supermarket loading dock and prohibit the use of large articulated vehicles.
- (h) demonstrate that the road design is capable of accommodating a bicycle route identified in Council's current existing or draft strategy.

A17 *Infrastructure – Rail*

Future applications lodged by the Proponent for development on the Subject Site shall:

- (a) Demonstrate that the detailed design of buildings is consistent with RailCorp's relevant guidelines for noise and vibration impacts, regardless of whether they are interim or draft.
- (b) Submit an electrolysis risk assessment prepared by a suitably qualified professional that identifies risk to the development from stray currents and measures that will be undertaken to control that risk.
- (c) Demonstrate that they have a Deed with RailCorp, or are in the process of seeking to enter into a Deed with RailCorp, concerning access to the rail corridor for any works, where relevant.
- (d) Demonstrate that a suitable level of consultation with RailCorp has been undertaken.

Planning instruments

A18 *State Environmental Planning Policy (Building Sustainability Index: BASIX) 2004*

Future applications lodged by the Proponent for development on the subject site shall be in accordance with *State Environmental Planning Policy (Building Sustainability Index: BASIX) 2004* to be formalised by the proponent and agreed by the Department, in consultation with Council where appropriate and implemented by the proponent to the satisfaction of the Department, in consultation with Council.

A19 *State Environmental Planning Policy No.55 –Remediation of Land*

Future applications lodged by the Proponent for development on the subject site shall demonstrate that the provisions of SEPP 55 have been met.

General requirements

A20 *Further approvals and the carrying out of works / activities*

- (1) This Concept Plan Approval does not permit or allow the Proponent to carry out or commence any work or activity described in this schedule except as required by Modification (2) below.
- (2) The consent authority must only grant consent to future applications for development where it is generally consistent with the terms of approval of Concept Plan No. 06_0171 as described in Part A of Schedule 1 and subject to the modifications of approval set out in this schedule.
- (3) Notwithstanding (2) above, the relevant authority must, when determining a development application for the project or that stage of the project under Part 4 must be satisfied that it is generally consistent with the terms of the approval of the CUB Site.

ADVISORY NOTES

AN1 Energy Australia

- (1) Energy Australia will require appropriate lease and easements for its proposed infrastructure.
- (2) Energy Australia requires unimpeded access to all proposed assets within the Subject Site.
- (3) A determination will need to be made concerning the type of 11kV network CBD triplex pit and duct type of system or the suburban type reticulation system.
- (4) Close co-operation with various authorities will need to be made concerning the construction and installation of respective infrastructures.
- (5) Energy Australia presently holds a free hold title on its existing substation and arrangements will be required to negotiate its sale or its corporation into the proposed development.