

FREQUENCY AUTHORISATION

**GRANTED BY THE MINISTER
UNDER THE
TELECOMMUNICATIONS ACT No. [-] of [-]**

TO

[LICENSEE]

FOR THE

USE OF RADIO FREQUENCIES

IN CONNECTION

WITH THE

**OPERATION OF CERTAIN
TELECOMMUNICATIONS NETWORKS**

AND THE

**PROVISION OF CERTAIN
TELECOMMUNICATIONS SERVICES**

IN

[MEMBER STATE]

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FREQUENCY AUTHORISATION

THE MINISTER, in accordance with the Telecommunications Act No. [-] of 200[-], and acting upon the recommendation of National Telecommunications Regulatory Commission (NTRC), hereby grants this Frequency Authorisation to [Licensee] (hereinafter referred to as the Frequency Authorisation Holder) to use the Authorised Frequency in connection with the operation of the [Licensed Network and the provision of the Licensed Services] within the Licensed Area as specified herein.

PART I – THE FREQUENCY AUTHORISATION

1. FREQUENCY AUTHORISATION

This Authorisation shall be known as the [Licensee] Frequency Authorisation 200[-].

2. INTERPRETATION

2.1 In this Authorisation

“**Act**” means the Telecommunications Act 200[-] and Regulations made thereunder;

“**Affiliate**” means; a body corporate that is the subsidiary of another body corporate, or where both corporate bodies are subsidiaries of the same body corporate, or each of them is controlled by the same person and if two bodies corporate are affiliated with the same body corporate at the same time, they are affiliated with each other;

“**Annual Frequency Fee**” means the fee prescribed by the Act payable by the Frequency Authorisation Holder to the Commission on each anniversary of the Effective Date;

“**Authorised Frequency**” means the frequency set forth in **Annex A**;

“**Control**” means, in the case of a body corporate the person who directly or indirectly, except by way of security only, holds the shares of the body corporate carrying voting rights sufficient to elect a majority of the directors of the body corporate;

“**Effective Date**” means the date appearing on the signature page of this licence;

“**Frequency Authorisation Holder**” means [Licensee];

“**Frequency Authorisation Term**” means [-] years from the Effective Date;

“**Frequency Renewal Fee**” means the frequency fees payable by the Frequency Authorisation Holder on the renewal of this Frequency Authorisation.

“**Government**” means the Government of [Member State];

“**Licensed Networks**” means any network that the Frequency Authorisation Holder operates pursuant to a licence granted under the Telecommunications Act of 200[-];

“**Licensed Services**” means any services that the Frequency Authorisation Holder is licensed to provide under the Act;

“**Order**” means an order issued by the Minister under the Act;

“**Regional Spectrum Management Plan**” means the Spectrum Plan to be developed by ECTEL in accordance with the Regulations;

2.2 Any word, phrase or expression used in this Frequency Authorisation shall, unless the context requires otherwise, have the same meaning as it has in the Act.

2.3 Words, importing the singular shall include the plural and vice versa.

3. SCOPE

3.1 The Frequency Authorisation Holder is hereby assigned the Authorised Frequency for use in connection with the operation of its Licensed Networks and the provision of its Licensed Services.

3.2 The Frequency Authorisation Holder shall have the exclusive use of the Authorised Frequency for the term specified herein.

3.3 This Frequency Authorisation is not intended to convey proprietary rights in the Authorised Frequency or give the right to use the spectrum except in accordance with the terms of this Authorisation.

4. PRECONDITION

- 4.1 The rights of the Frequency Authorisation Holder set out herein shall not take effect until the Frequency Authorisation Holder shall have paid the fees as prescribed in the Act.

5. DURATION AND RENEWAL

- 5.1 This Frequency Authorisation is granted on the Effective Date for a period of [-] years.
- 5.2 The Minister shall renew the Frequency Authorisation upon request by the Frequency Authorisation Holder for an additional period determined by the Minister upon expiration of the Frequency Authorisation Term provided none of the provisions of section [-] of the Act would cause the Minister to refuse a request for renewal.
- 5.3 Where a Frequency Authorisation Holder wishes to renew the Frequency Authorisation, the Frequency Authorisation Holder shall apply to the Minister in writing one year prior to the expiry date of the Frequency Authorisation or at a later date if the Minister so determines.
- 5.4 On granting a renewal of the Frequency Authorisation the Minister may vary the terms of the Frequency Authorisation, if the conditions then prevailing require such variation and it is reasonable to do so.
- 5.5 Renewal of the Frequency Authorisation shall not take effect until the Frequency Authorisation Holder has paid Renewal Fee and any other fees owed under the Frequency Authorisation.

6. ASSIGNMENT

- 6.1 The Frequency Authorisation Holder shall not assign or otherwise transfer this Frequency Authorisation or any of its rights or obligations under this Frequency Authorisation without the prior written consent of the Minister, subject to Clause 6.2 below.
- 6.2 The prior written consent of the Minister shall not be required by the Frequency Authorisation Holder where the assignment or transfer results from an internal reorganization of a body corporate that involves no change in the beneficial ownership thereof. The Frequency Authorisation Holder shall give prior notification to the Minister of the nature and extent of such assignment or transfer.

7. MODIFICATION, SUSPENSION AND REVOCATION

- 7.1 The Frequency Authorisation shall be subject to modification, variation, suspension and revocation according to section (s) [-] and [-] of the Act.
- 7.2 In deciding whether to agree to an amendment proposed by the Frequency Authorisation Holder, the Minister shall give due consideration to any submissions received from the Frequency Authorisation Holder and other interested parties in relation to the proposed amendment.

8. CHANGE OF LAW

- 8.1 Notwithstanding any provision to the contrary, where the Act is amended, or repealed and replaced, the amendments or the new enactment as the case may be, shall apply to this licence and this licence shall, immediately upon the coming into force of any such amendments or new enactment, be read as if the licence were issued under and in accordance with the provisions of the amended Act or new enactment.

PART II – FREQUENCY AUTHORISATION CONDITIONS

1. FREQUENCY AUTHORISATION FEES AND MONEYS OWED

- 1.1 The Frequency Authorisation Holder shall pay all fees prescribed under the Act.
- 1.2 If the Frequency Authorisation Holder owes money to the Government or ECTEL in relation to fees payable in respect of this Frequency Authorisation, the Frequency Authorisation Holder shall be in breach of this Frequency Authorisation if the Frequency Authorisation Holder fails to pay that money within ninety (90) days after receiving a written notice from the Minister indicating that payment is due.

2. AUTHORISED FREQUENCY

- 2.1 Nothing in this Frequency Authorisation empowers the Frequency Authorisation Holder to use spectrum that has not been granted in accordance with the Act.

- 2.2 The Frequency Authorisation Holder shall use the Authorised Frequency in accordance with the Regional Spectrum Management Plan and only for the purposes of providing the Licensed Services.
- 2.3 The Frequency Authorisation Holder shall take such steps as the Minister may by notice in writing to the Frequency Authorisation Holder reasonably require so as to ensure that the activities of the Frequency Authorisation Holder do not cause harmful interference to the lawful operation on of any other Frequency Authorisation Holder.
- 2.4 The Frequency Authorisation Holder shall, suspend the use of the Authorised Frequency immediately upon the direction of the Minister for the period specified in the direction.

3. INFORMATION REQUIREMENTS

- 3.1 The Frequency Authorisation Holder shall provide the Minister, the commission and ECTEL with any relevant agreements (including agreements with any Affiliates and such relevant accounting, financial costs, technical and other information (including but not limited to a complete audited financial report) reasonably required) to enable the Minister, the Commission or ECTEL to carry out their functions under the Act in such matter and at the times as the Minister, the Commission and ECTEL may request.

4. PRIVACY AND CONFIDENTIALITY

- 4.1 The Licensee shall ensure the privacy and confidentiality of information and business secrets obtained in the course of its business from any Customer by establishing and implementing procedures for maintaining confidentiality of such information as set out in the Act.

5. PRE-NOTIFICATION OF CHANGES IN SHAREHOLDING

- 5.1 The Frequency Authorisation Holder shall obtain the Minister's prior written consent to any acquisition of shares or change in shareholding of the Frequency Authorisation Holder by any Person, if by reason of that acquisition or change, the total number of shares in the Frequency Authorisation Holder held by that Person together with any nominee or trustee for that Person, immediately after the change or acquisition exceeds 25 per cent of the total number of shares in the Frequency Authorisation Holder.
- 5.2 The Frequency Authorisation Holder shall notify the Minister thirty (30) days prior to the taking effect of the change or acquisition stated above

6. FORCE MAJEURE

6.1 Force Majeure refers to an event or accident which is beyond the control of the Frequency Authorisation Holder and includes:

- (a) acts of God, action by or against enemies of the State, riot or civil commotion;
- (b) strikes, lock-outs and other industrial disturbances;
- (c) wars, blockades or insurrection;
- (d) earthquake, hurricane, flood, fire or explosions;
- (e) outbreak of pestilence or epidemics;
- (f) government rationing of electricity or other wartime or emergency controls imposed by Government;
- (g) embargoes or trade restrictions;

6.2 The Frequency Authorisation Holder shall not be in breach of this Authorisation if and to the extent that it is prevented from fulfilling its obligations by reason of Force Majeure.

7. COMPLIANCE

7.1 The Frequency Authorisation Holder shall comply with all applicable acts, regulations, directions, orders and recommendations, including but not limited to the Act, and shall comply with the directions, orders and recommendations issued by the Minister and the Commission.

GRANTED BY THE MINISTER

The day of200[-]

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Minister of Telecommunications

ANNEX A

AUTHORISED FREQUENCIES AND TECHNICAL PARAMETERS

The Authorised Frequencies are attached hereto:

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