AUCTION OF RADIO SPECTRUM
IN THE 3.3 GHz BAND
FOR THE PROVISION OF
PUBLIC MOBILE SERVICES

APPLICATION FORM

THE OFFICE OF THE COMMUNICATIONS AUTHORITY

A. APPLICATION FORM

A.1 The Bidder

A.1.1 Details of the Bidder

1. Registered name of the Bidder:
2. Company number:
3. Registered office address:
4. Correspondence address:
5. Company website:
6. Telephone number (general):
7. Fax number (general):

Signed:…… Signed:……..

A.1.2 Contact details of the Bidder

Address:	
Telephone number:	
Fax number:	
E-mail address:	

A.1.3 Principal contacts of the Bidder

Contact 1	
Name:	
Title and/or position:	
Telephone number:	
Mobile number:	
Fax number:	
E-mail address:	

Signed:…… Signed:……..

Contact 2	
Name:	
Title and/or position:	
Telephone number:	
Mobile number:	
Fax number:	
E-mail address:	

Contact 3	
Name:	
Title and/or position:	
Telephone number:	
Mobile number:	
Fax number:	
E-mail address:	

Signed:…… Signed:……..

A.1.4 Bank account (for reimbursement of Deposit provided in cash)

Name of bank:	
Account name:	
Account number:	

A.1.5 Directors and principal officers of the Bidder

Name:	Title and/or position:

If additional space is required, please attach additional sheets labelled A.1.5(a), A.1.5(b) etc.

Signed:…… Signed:……..

A.2 Bidder's Authorised Representatives

1.	Name:	
	Employer (or relationship between this representative and the Bidder):	
	Title and/or position:	
	Identity card/passport number:	
	Signature:	

2.	Name:	
	Employer (or relationship between this representative and the Bidder):	
	Title and/or position:	
	Identity card/passport number:	
	Signature:	

3.	Name:	
	Employer (or relationship between this representative and the Bidder):	
	Title and/or position:	
	Identity card/passport number:	
	Signature:	

Signed:…… Signed:……..

4	Name:	
	Employer (or relationship between this representative and the Bidder):	
	Title and/or position:	
	Identity card/passport number:	
	Signature:	

5.	Name:	
	Employer (or relationship between this representative and the Bidder):	
	Title and/or position:	
	Identity card/passport number:	
	Signature:	

6.	Name:	
	Employer (or relationship between this representative and the Bidder):	
	Title and/or position:	
	Identity card/passport number:	
	Signature:	

Signed:…… Signed:……..

A.3 Insiders

Name:	Employer:	Title and/or position:	Role:

Signed:…… Signed:……..

A.4 Corporate and shareholding structures of the Bidder

If additional space is required, please attach additional sheets labelled A.4(a), A.4(b) etc.

Signed:…… Signed:……..

A.5 Deposit submission form

	Amount of Deposit submitted by Bidder by cash or by a Letter of Credit	**Eligibility Points to be attributed to Bidder**	**Please tick: (one box only)**
1.	HK$ 20 million	1	☐
2.	HK$ 40 million	2	☐
3.	HK$ 60 million	3	☐
4.	HK$ 80 million	4	☐

Each Frequency Block will be attributed one Eligibility Point as specified in Appendix 2 of the notice dated 19 July 2019 for the auction in relation to the use of the frequency blocks in the 3.3 – 3.4 GHz band issued by the Authority (the "Notice"). The number of Eligibility Points attributed to a Bidder will determine (a) if there is no Bidding Stage, the number of Frequency Blocks that the Bidder may acquire; (b) if there is a Bidding Stage, (i) the number of Frequency Blocks that the Bidder may bid for in the first Round of Quantity Phase – Part 1; or (ii) the number of Frequency Blocks that the Bidder may acquire when the bidding starts with the Assignment Phase directly, as the case may be. Notwithstanding the Deposit provided by the Bidder, the maximum number of Eligibility Points to be attributed to each Bidder is subject to the Spectrum Cap.

For details, please refer to the terms and conditions of the Notice and the Information Memorandum dated 19 July 2019 for the Auction of Radio Spectrum in the 3.3 GHz Band for the Provision of Public Mobile Services.

Signed:…… Signed:……..

A.6 Brief service and technical proposal

A.6.1 Please briefly describe the scope of service proposed to be provided using the Frequency Block(s).

If additional space is required, please attach additional sheets.

Signed:…… Signed:……..

A.6.2 Please provide a brief description of the technical configuration of the networks and systems to be deployed for the operation of the proposed service including network infrastructure and components, the technology to be employed, the likely choice of equipment and system design.

If additional space is required, please attach additional sheets.

Signed:…… Signed:……..

A.6.3 Please provide a brief description of the technical expertise available for the operation of the proposed service.

If additional space is required, please attach additional sheets.

Signed:…… Signed:……..

A.7 Checklist

		Please tick:
1.	Complete sections A.1, A.2, A.3, A.4, A.5 and A.6 of the Application Form.	☐
2.	Sign each page of the Application Form by two Authorised Representatives who are directors of the Bidder.	☐
3.	Provide a certified true copy of the Articles of Association of the Bidder or equivalent documents.	☐
4.	Provide certified true copies of the Certificate of Incorporation and the Business Registration Certificate of the Bidder.	☐
5.	Provide the signed Bidder Compliance Certificate in the format set out at Appendix 5 of the Notice.	☐
6.	Provide the signed declaration in section A.8.	☐
7.	Confirm either: (a) that the Deposit has been provided together with this Application Form as a Letter of Credit in the same format as set out at Appendix 6 of the Notice; or (b) that the Deposit has been provided in cash (cleared funds) to the Authority's Account by telegraphic transfer.	☐ ☐
8.	Confirm either: (a) that a certified true copy of the relevant power of attorney or the equivalent of the issuing bank is submitted together with the Letter of Credit; or (b) that a pay-in slip consisting of the registered name of the Bidder which proves the payment of the Deposit in cash is submitted.	☐ ☐

Signed:…… Signed:……..

		Please tick:
9.	Provide one business card of each of the Bidder's Authorised Representatives.	☐
10.	Confirm that the amount of the Deposit conforms with the selection made by the Bidder in the Deposit submission form (section A.5).	☐
11.	Provide one copy of the latest annual reports and accounts of the Bidder and the Listed Companies pursuant to B.4 of the Application Form instructions.	☐
12.	Provide five copies (one original and four copies) of the Application Form. All supporting documents must be included in each copy, except for the business cards provided pursuant to B.2 and the annual reports and accounts provided pursuant to B.4 of which only a single set is required.	☐

Signed:…… Signed:……..

A.8 Declaration

We, …….. and …….., the undersigned, as directors and Authorised Representatives of the Bidder, confirm and acknowledge that:

(a) this Application, once submitted to the Authority, cannot be withdrawn other than in accordance with the Notice;

(b) this Application commits the Bidder and its Insiders to comply with the terms and conditions of the Auction;

(c) this Application commits the Bidder to

(i) if there is no Bidding Stage, acquire at least one Frequency Block; or

(ii) if there is a Bidding Stage,

(a) submit a Valid Bid for at least one Frequency Block in the first Round of Quantity Phase – Part 1; or

(b) acquire at least one Frequency Block when the bidding starts with the Assignment Phase directly,

as the case may be; and

(d) in case the Bidder is the only Qualified Bidder, the Bidder may, subject to the terms and conditions of the Notice, become the Provisional Successful Bidder of the Frequency Block(s) it wishes to acquire in descending order starting from Frequency Block C10, (subject to the Spectrum Cap, and the amount of Deposit it submitted) and that this Application commits the Bidder to comply with all the relevant terms and conditions.

We confirm that the factual information provided in, or in support of, the Application is, to the best of the Bidder's knowledge, information and belief, true, accurate and has no material omissions and that any opinion expressed is honestly held.

Signed:

Authorised Representative	Authorised Representative
(name and title)	(name and title)

Company seal affixed

Date: _____

END OF APPLICATION FORM

B. APPLICATION FORM INSTRUCTIONS

Instructions are set out below on the information required in the Application Form, and the form of its presentation. Unless otherwise stated, terms used in the Application Form and these instructions have the meaning given to them in the Notice.

B.1 The Bidder

B.1.1 Details of the Bidder

Please provide the registered name of the Bidder, its company number appearing on the Certificate of Incorporation issued by the Companies Registry of Hong Kong, registered office address (and principal place of business if different) and official fax and telephone numbers.

Separately, please provide certified true copies of the Certificate of Incorporation and the Business Registration Certificate of the Bidder.

B.1.2 Contact details of the Bidder

Please provide the address, telephone number and fax number within the Hong Kong Special Administrative Region at which the Bidder can be reached between 9:00 am and 6:00 pm Hong Kong time. This address will be considered as the Bidder's official address for written correspondence for matters relating to the Auction and will generally be used for non-time critical communication.

B.1.3 Principal contacts of the Bidder

Please provide the names, titles (e.g. executive director) and/or positions (e.g. Head of Telecom) and contact details (telephone number, mobile number, fax number and e-mail address) for three persons that the Authority may contact directly for urgent or time-critical communication. These contacts must be fully authorised under law and the Bidder's constitutional documents to represent the Bidder for all acts that may be related to the Auction and to the grant of a Licence. The contacts should be listed in the order in which the Bidder would prefer the Authority to contact them. Such persons should be aware that the Authority may contact them outside normal working hours.

B.1.4 Bank account (for reimbursement of Deposit provided in cash)

Where the Deposit is provided in cash, please provide the details of the Bidder's bank account into which the Deposit should be returned in accordance with the provisions of the Notice.

B.1.5 Directors and principal officers of the Bidder

Please provide the names, titles and/or positions of all the directors and principal officers (such as Chief Executive Officer, Chief Financial Officer, Chief Operating Officer and Chief Technical Officer, or equivalent) of the Bidder.

B.2 Bidder's Authorised Representatives

Please provide the name, employer, title and/or position (together with one business card), identity card number or passport number and specimen signature of each Authorised Representative who is authorised to provide confirmations, submit bids and act in any other way necessary on behalf of the Bidder during the Auction. The table in section A.2 of the Application Form will be used by the Authority to verify the signatures for matters relating to the Auction.

If any Authorised Representative is not an employee of the Bidder, please state clearly its relationship with the Bidder in the "employer" section.

If the Bidder wishes to substitute one or more of its Authorised Representatives, it shall give the Authority at least one Business Day prior written notification of the details of such change.

B.3 Insiders

Please provide the names, employer, title and/or position, and roles of all the Insiders to the Application and the Bidder's participation in the Auction. If any of the Insiders is not an employee of the Bidder, then the information provided must state clearly the relationship between this Insider and the Bidder. The description of the role must be sufficient for the Authority to determine what function that Insider has played or will play during the Auction.

B.4 Corporate and shareholding structures of the Bidder

Please provide, in the format described hereafter, the following information regarding the ownership structure of the Bidder:

(a) Detailed information on corporate and shareholding structures of the Bidder including each person (which may be individual or body corporate; see the interpretation of "person" given in the Notice):

(i) which has a shareholding of more than 15% in the Bidder;

(ii) in which the Bidder has a shareholding of more than 15%; and

(iii) which shareholding of more than 15% is held by another person who also holds a shareholding of more than 15% in the Bidder.

Please also indicate which of the companies appeared in the corporate and shareholding structures are listed on a stock exchange ("Listed Companies"), the exchange on which they are listed, and the percentage of each class of their shares which form a public or free float. Please provide the latest annual reports and accounts of the Bidder and the Listed Companies.

(b) Detailed information of all parties who have a material interest, as defined in the Notice, in the Bidder. Bidders should note that, a material interest in the form of an indirect interest (e.g. interest held through nominees or custodians) and a conditional entitlement (e.g. interest conditional on terms of a loan agreement) must be disclosed.

The information provided should state clearly the nature of the material interest (e.g. percentage shareholding, voting control, board representation, management agreement etc). If more than one factor apply, each of such factors should be clearly stated.

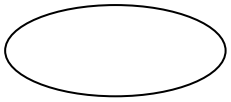
For the avoidance of doubt, the Bidder is required to provide information of each person (which may be individual or body corporate; see the interpretation of "person" given in the Notice) who holds a material interest in it. For this purpose, the Bidder may provide more than one diagram. (The Bidder is not required to provide information of any other interest (e.g. shareholding of less than 25%) which does not amount to a material interest as defined in the Notice.)

(c) Please also indicate which of the parties provided pursuant to B.4 (a) and (b) above are Insiders to the Bidder.

The information provided pursuant to B.4 (a) and (b) above will be disclosed to other Bidders to assist each of the Bidders to assess whether it is a Connected Bidder in relation to another Bidder. In disclosing such information, the relevant parts of each Application Form will simply be copied to the other Bidders. If the Bidder wishes particular ownership information that is not in the public domain to be kept confidential, that Bidder should ask the Authority to treat such information as confidential and such information should be clearly identified to the Authority on the Application Form. That Bidder should also provide a separate abbreviated version that can be disclosed by the Authority to other Bidders. Any confidential information should be provided on separate sheets of paper so that it can be separated from the other information to be copied to other Bidders (if this is done, the Application Form must make the Bidder's overall ownership structure clearly and easily comprehensible). Bidders should note that the request will only be accommodated if the Authority considers that the request is reasonable in the interests of that Bidder and not disclosing such information would not unfairly prejudice other Bidders or be detrimental to the Auction.

The information required in this section of the Application Form should be provided in diagrammatic form as follows. Each shape should contain the registered name of the relevant entity.

Bidder



Company or other undertaking (e.g. partnership, trust).
If the entity is not a company, please provide a numbered footnote explaining the entity's status

Individuals/family

Company(ies) controlled by private individual or family

(see illustration below)

Where such entities are Insiders, the shape should be double-lined as follows:

Company or other entity which is an Insider

Individual/family that is an Insider

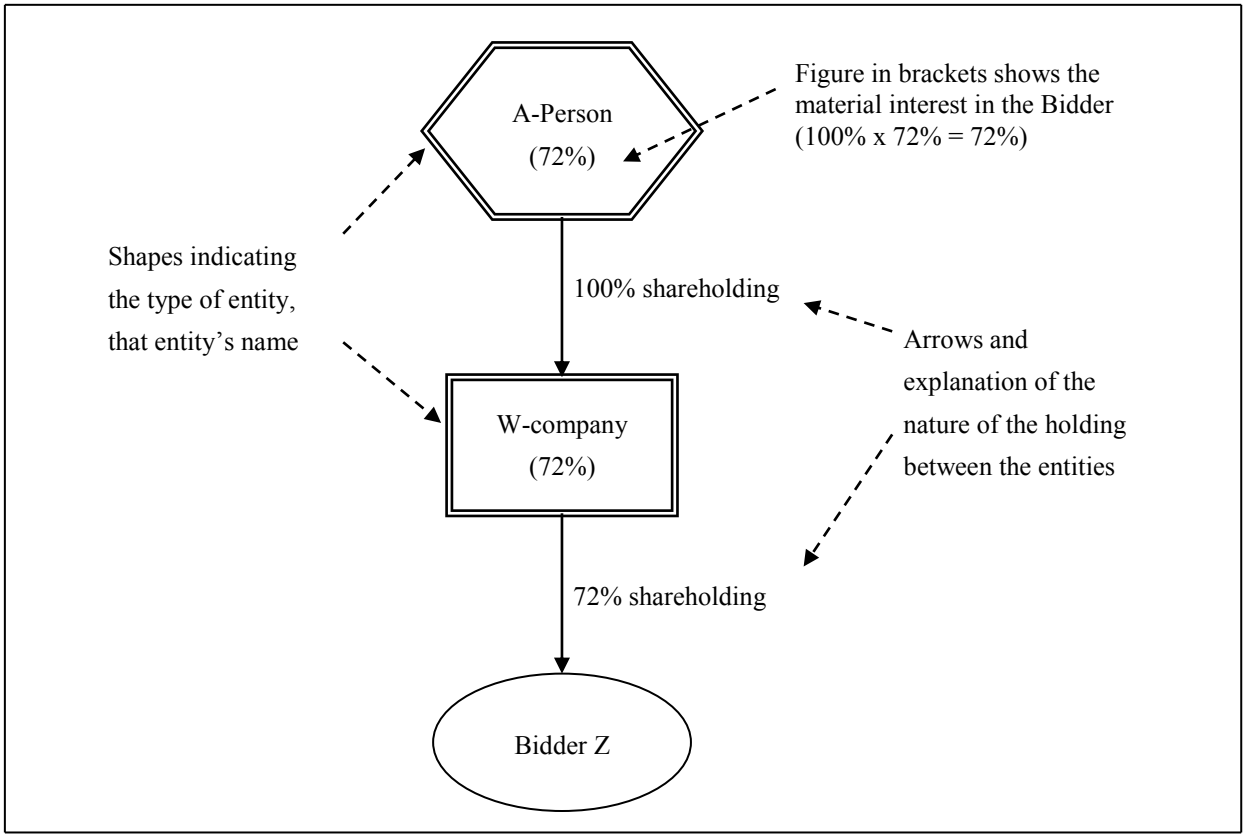
Company(ies) controlled by private individual
or family that is an Insider

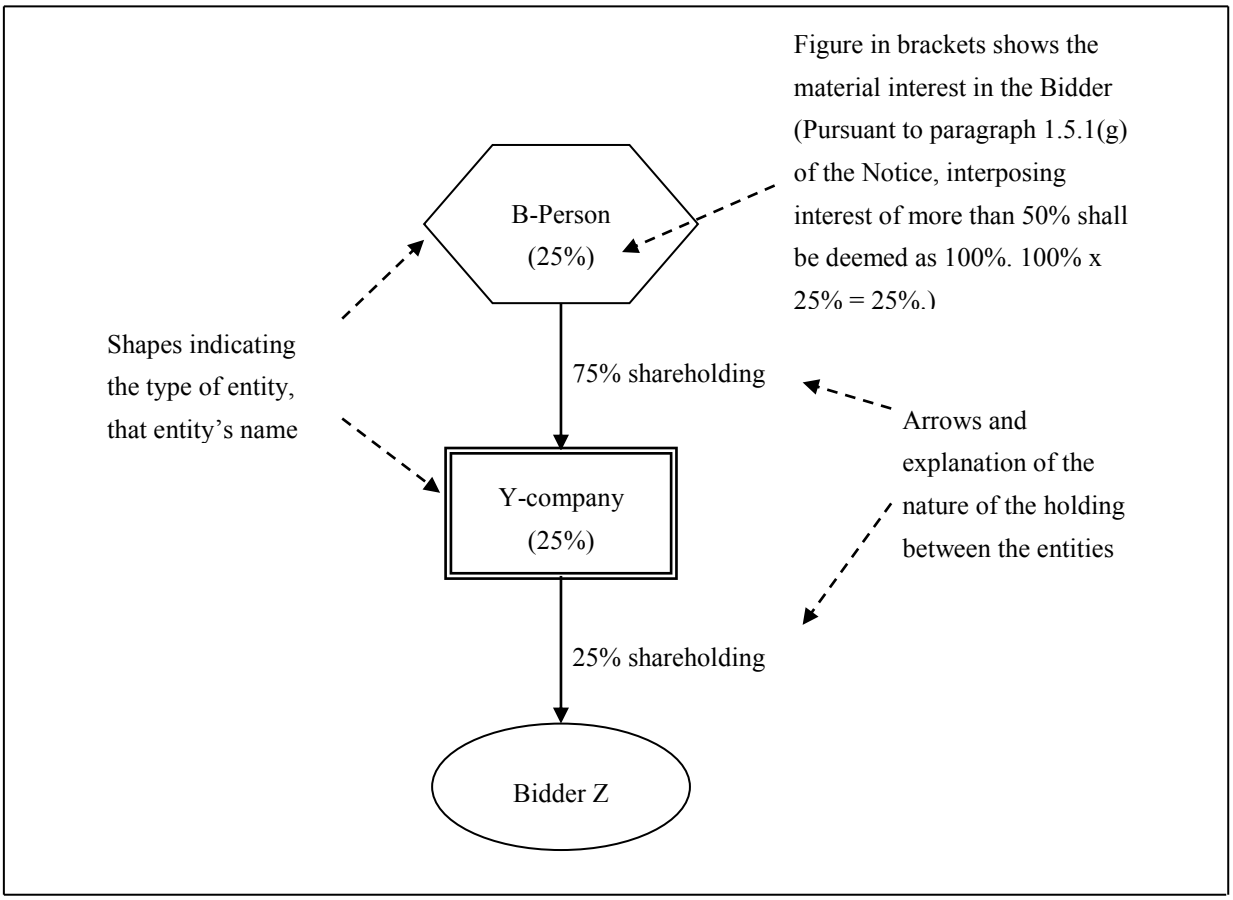
The Bidder is assumed to be an Insider, so it is not necessary to double-line the Bidder's shape.

Links (whether by ownership or some other form of control or arrangement) between entities should be shown as an arrow between holder and held entities, together with a description of the amount of ownership or form of arrangement. Each entity's shape should also contain in brackets a figure (or other explanatory note) stating that entity's material interest in the Bidder itself.

Illustrative example 1:

Each of Person A, Person B, Company W and Company Y has more than 15% interest directly or indirectly in Bidder Z. Bidder Z must disclose the interest of Person A, Person B, Company W and Company Y in diagrams as follows:





Bidder Z, however, is not required to disclose the names of other shareholders who do not hold more than 15% interest in it (e.g. Person C holding the remaining 3% shareholding interest in Bidder Z).

For the avoidance of doubt, Bidder Z is required to disclose any body corporate in which it has a shareholding of more than 15%.

If the form of interest in the Bidder is not readily explainable in the format set out above, provide additional arrows together with explanatory text either in the diagram or in a footnote.

If these diagrams do not fit legibly onto a single sheet of paper, please provide additional sheets (which can be larger than A4 if necessary) to make the requested information clear.

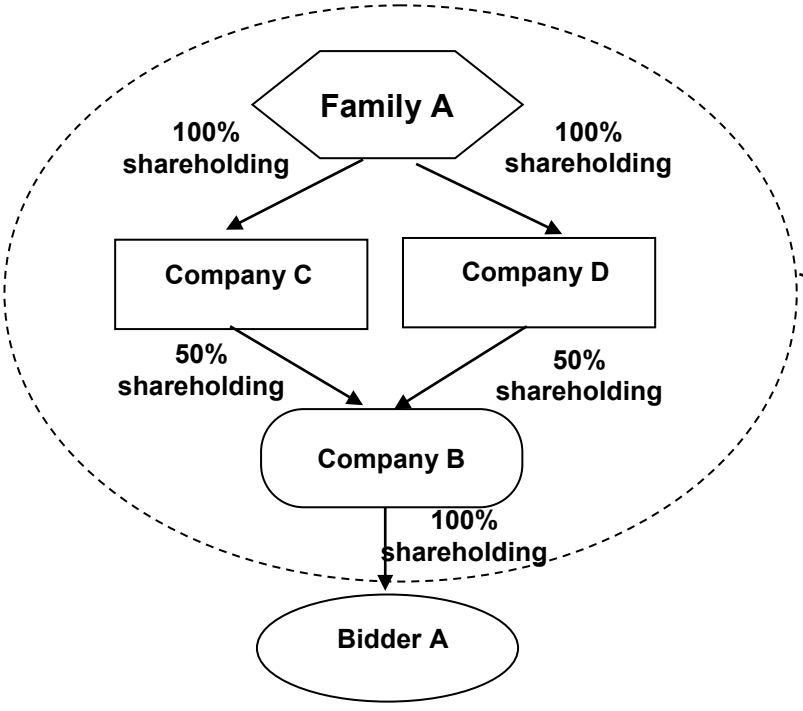
The diagrams below illustrate how shareholding information that the Bidder wishes to keep confidential should be presented.

Illustrative example 2:

Bidder A is 100% owned by a company (Company B) which in turn is owned by two companies (Companies C and D), each holding 50% of Company B, and these two companies are 100% owned by a family (e.g. Family A). The following diagram illustrates how Bidder A is permitted to present its shareholding structure diagram:

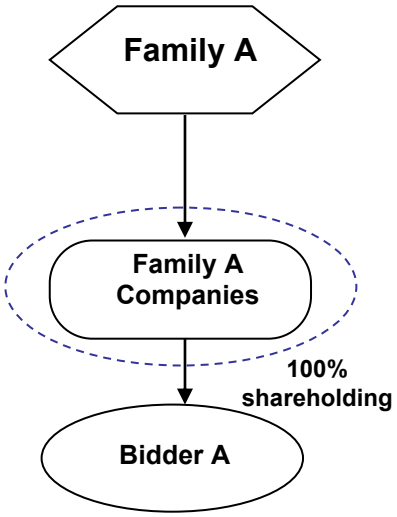
On a separate sheet marked "Confidential''

Actual structure



On the main diagram(s) of the Bidder's shareholding structure

Abbreviated structure (for disclosure to other Bidders)



B.5 Deposit submission form

Please confirm by ticking the relevant box in the Deposit submission form at A.5 of the Application Form the amount of Deposit provided by the Bidder.

B.6 Brief service and technical proposal

Please provide a brief proposal summarizing in a concise manner the significant and salient points of the scope of service proposed to be provided using the Frequency Block(s), the technical details of the facilities and relevant experience of the Bidder in the Application Form.

B.7 Checklist

Please submit all the documents set out in the checklist in the Application Form and confirm by ticking the relevant check-boxes in the checklist to confirm that they have been provided by the Bidder.

B.8 Application Dates

The Application Dates shall be 12 September 2019 and 13 September 2019.

B.9 Declaration

Please read carefully and sign the declaration.

B.10 Submission instructions

The Application Form and all declarations, consents and certificates must be prepared in the English language.

Each Bidder must provide five copies (one original and four copies) of its Application Form. All supporting documents must be included in each copy, except for:

- business cards provided pursuant to B.2; and
- the annual reports and accounts provided pursuant to B.4;

of which only a single set is required.

Applications must be sealed in a non-transparent envelope or envelopes marked:

"For the attention of the Communications Authority"

No other mark should appear on the envelope.

The Application must be delivered in person by hand to the Assistant Director (Market and Competition) of OFCA who will deposit the Application into the tender box in the presence of the person delivering the Application. The Application must be received by the Authority between 9:00 a.m. and 5:30 p.m. on either of the Application Dates. Bidders are advised to contact the secretary of the Assistant Director (Market and Competition) by phone on 2961-6289 in advance for the exact time and location to submit the Application.

Further details on submission of Application may be placed on the OFCA's website from time to time.

B.11 Signatures

The Application Form must be signed by two Authorised Representatives who are directors of the Bidder, and affixed with the company seal of the Bidder. Each page of the Application Form must also be signed by these two Authorised Representatives.

Please note that any additional papers provided as part of the Application Form should be signed by the two Authorised Representatives signing the main body of the Application Form. Any such additional sheets should also be numbered after the section to which they relate (e.g. A.1.5(a), A.1.5(b), etc).

B.12 Notes on Personal Data (Privacy) Ordinance

All personal data provided in this Application Form will be used by the Authority for the purposes of the Auction and for facilitating communication between the Authority and the Bidder. Personal data includes names, relationship with the Bidder, title, position, identity card numbers and passport numbers of persons listed in the Application Form. Personal data will be handled in accordance with the relevant provisions of the Personal Data (Privacy) Ordinance (Cap. 486, Laws of Hong Kong).