

**HONG KONG**

**THIRD GENERATION MOBILE SERVICES  
LICENSING**

**APPLICATION FORM**

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# - 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 shall have the meanings given to them in the Notice.

## **1 The Applicant**

### **1.1 Details of the Applicant**

Provide the name of the applicant (the “Applicant”), its company number appearing on the certificate of incorporation issued by the Companies Registry of Hong Kong, registered address (and principal place of business if different) and official fax and telephone numbers.

### **1.2 Contact details for the Applicant**

Provide an address, telephone number and fax number within the Hong Kong Special Administrative Region at which the Applicant can be reached between 8.00a.m. and 7.00p.m. Hong Kong time. This address will be considered as the Applicant’s official address for written correspondence during the procedure contemplated in the Notice (the “Auction Procedure”), and will generally be used for non-time critical communications.

### **1.3 Principal contacts for the Applicant**

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 at any time during the Auction Procedure. These contacts must be fully authorised under law and the Applicant’s constitutional documents to represent the Applicant 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 Applicant would prefer the Authority to contact them. Such persons should be aware that the Authority may contact them outside of normal working hours.

### **1.4 Bank account**

The details of the Applicant’s bank account into which the Deposit (if provided in cash) should be reimbursed in accordance with the provisions of the Notice.

### **1.5 Management of the Applicant**

The names, titles and/or positions of the board of directors and any other key members of the management of the Applicant.

### **1.6 Applicant’s relationship with any 2G Operator(s)**

Please answer the questions listed in this section. If any of the answers is yes, please provide the relevant 2G Operator’s identity and ensure that the information provided herein is included and highlighted in section 4 of the Application Form with details of such relationship. In addition, an Applicant

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who is part of a 2G Bidding Group must obtain TA's consent to the arrangement in order to pre-qualify, and provide a copy of the consent in its Application (see Section 5 – Checklist).

## **2 Representatives of the Applicant**

### **2.1 Applicant's Representatives**

Please provide the name, employer, title and/or position (together with one business card), ID Card number or passport number and signature of those parties who may represent ("Representatives") the Applicant in the Bidding Room. If any representative is not an employee of the Applicant, please also make clear their relationship with the Applicant in the "employer" section. A maximum of 8 Representatives of the Applicant are permitted in the Applicant's Bidding Room. If the Applicant wishes to provide for a larger number of Representatives from whom the 8 to be present will be selected, please attach additional sheets to the Application Form in the same format as for Section 2.1. Please limit any additional Representatives noted in the Application Form, over and above the permitted 8, to 4.

### **2.2 Representatives authorised to bid**

Please provide the name and signature of each Representative listed under section 2.1 who is authorised to provide confirmations, make Final Offers and act in any other way necessary on behalf of the Applicant during the Auction. Although not all Representatives need to be so authorised, at least two of them must be authorised as the Bidding Form requires the signatures of two different authorised representatives.

Please list these Representatives who are authorised to act on behalf of the Applicant with the number assigned to them under section 2.1 of the Application Form.

The table in section 2.2 of the Application Form will be used by the Authority to determine the validity of signatures on Bidding Forms.

## **3 Insiders**

Please provide the names, employer, title and/or position, and roles of all the Insiders to the Application and the Applicant's participation in the Auction Procedure. If any of the Insiders are not employees of the Applicant, then the information provided must show the relationship between this Insider and the Applicant. 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 Procedure.

## **4 Ownership structure of the Applicant**

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

- i) Details of all parties who hold a Bidding Interest, as defined in the Notice, together with details of ownership of any intermediate undertakings, in the Applicant.

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The information provided should make clear the factors that determine why each person has a Bidding Interest in the Applicant and the nature of each such factor (percentage shareholding, voting control, board representation, management agreement etc). If more than one factor applies, each one should be made clear.

- ii) Details of any 2G Operator, together with details of ownership of any intermediate undertakings, in which the Applicant or any party listed pursuant to 4 i) above has a 2G Interest (as defined in the Notice).

The information provided should make clear the factors that determine how the 2G Interest arises and the nature of each such factor (percentage shareholding, voting control, board representation, management agreement etc). If more than one factor applies, each one should be made clear.

- iii) In accordance with the Connected Bidder Statutory Declaration, details of any other Applicant, together with details of ownership of any intermediate undertakings, in which the Applicant or any party listed pursuant to 4 i) above has a Bidding Interest (as defined in the Notice).

The information provided should make clear the factors that determine how the Bidding Interest arises and the nature of each such factor (percentage shareholding, voting control, board representation, management agreement etc). If more than one factor applies, each one should be made clear.

- iv) Please also indicate which of the parties provided pursuant to i), ii) or iii) above are Insiders to the Applicant.
- v) Please also provide a list of which of the parties listed pursuant to i), ii) or iii) above are listed on a stock exchange, the exchange on which they are listed, and the percentage of each class of their shares which form a public or free float. Please indicate which of these listed companies are also Insiders to the Applicant, and provide the latest annual report and accounts of the listed company.

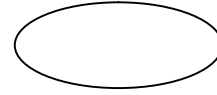
The information provided pursuant to i), ii) or iii) above will be made available to other Bidders during the Second Phase of the Auction, in order to assist certification by the Bidders that they are not connected with any other Bidders. In issuing such information, the relevant parts of each Application Form will simply be copied. If the Applicant wishes particular ownership information that is not in the public domain to be kept confidential, such information should be clearly identified to the Authority on the Application Form. Any such information should also 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 Applicant's overall ownership structure clearly and easily comprehensible). Applicants should note that, notwithstanding the above, the Authority retains full discretion to issue such information to other Bidders if he believes that it is in the interests of the Auction to do so.

The information required in this section of the Application Form should be provided in two formats.

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- a) In diagrammatic form, as follows. Each shape should contain the registered name of the relevant entity

Applicant



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



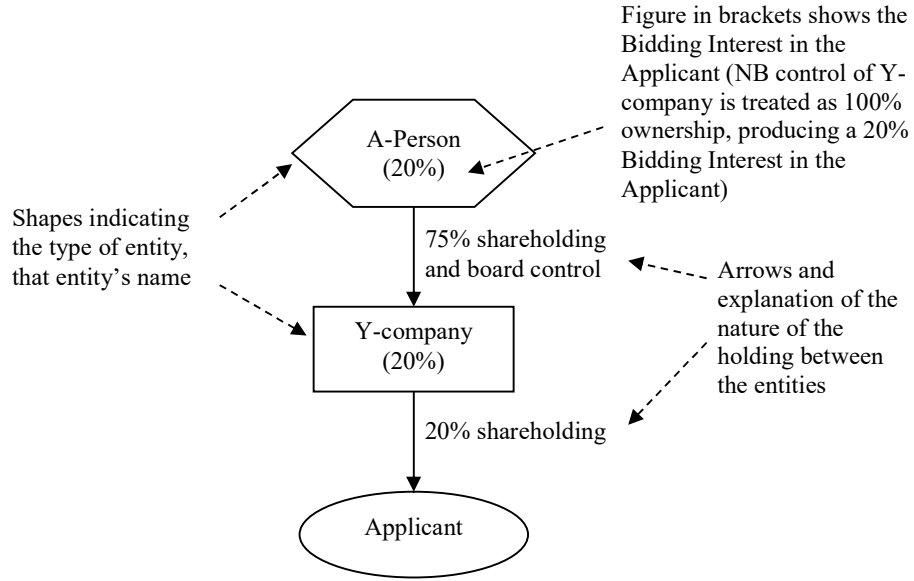
Company(ies) controlled by private individual or family that is an Insider



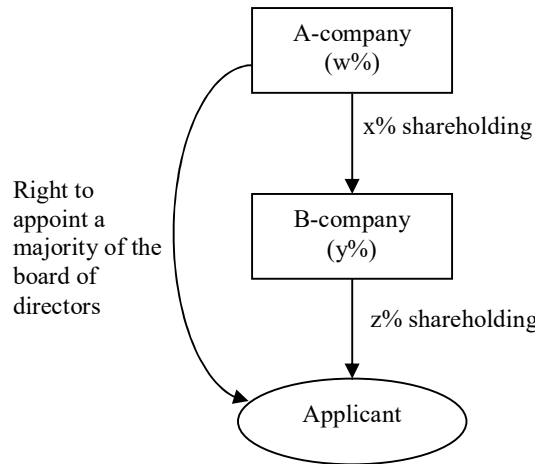
The Applicant is assumed to be an Insider, so it is not necessary to double-line the Applicant's shape.

Links (whether by ownership or some other form of control or arrangement falling with the definitions of Control, Participation and Indirect Interest) 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 (e.g. 25% shareholding). Each entity's shape should also contain in brackets a figure (or other explanatory note) stating that entity's Bidding Interest in the Applicant itself. For example:

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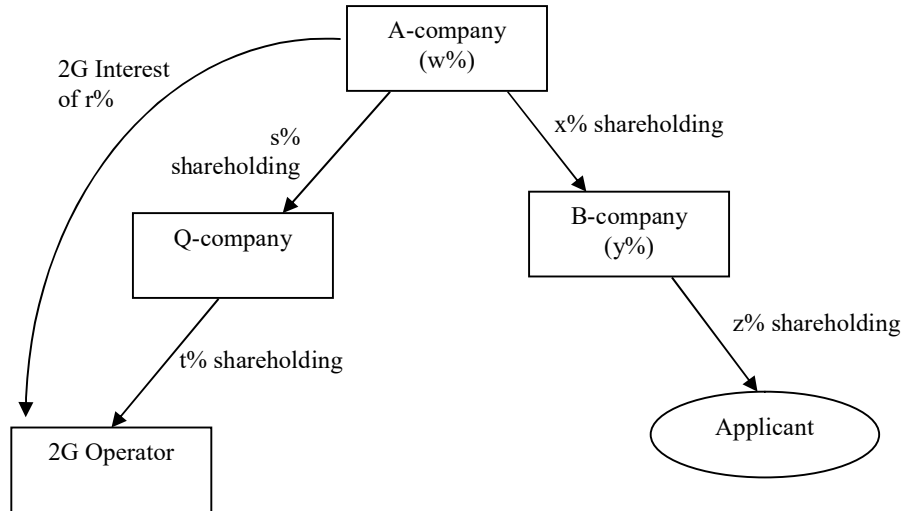


If the form of Bidding Interest in the Applicant is not readily explainable in the format set out above, provide additional arrows together with explanatory text either in the diagram or in a footnote. For example:



If it is necessary to show an interest in a 2G Operator and/or in another Applicant, please show the information in the same fashion (arrows and explanatory text between entities), but show an arrow between the relevant party and the 2G Operator and/or other Applicant together with explanatory text either in the diagram or a footnote to explain the relevant 2G Interest and/or Bidding Interest. For example:

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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.

For example, Bidder A is 100% owned by a company (Company B) which in turn is owned by two companies (Company 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:



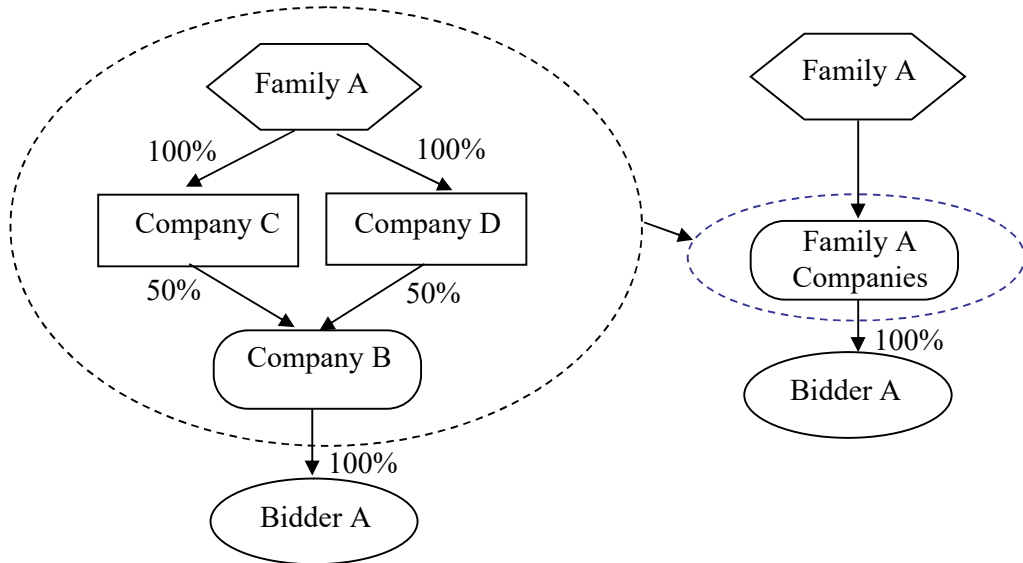
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On a separate sheet marked  
"Confidential"

Actual structure

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

Abbreviated structure



- b) A spreadsheet or file in Excel (a soft copy saved on a floppy diskette or CD-ROM should be provided with the Application) for use in a database, listing the registered names of each entity listed pursuant to 4 i) to 4 v).

## 5 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 Applicant.

## 6 Declaration of minimum First Phase bid

Please sign the declaration.

## 7 Application Dates

The Application Dates shall be either 17<sup>th</sup> September, 2001 and 18<sup>th</sup> September, 2001 or any other dates as notified by the Authority pursuant to the Notice.

## 8 Submission instructions

The Application Form and all declarations, consents and certificates must be prepared in the English language. The items at 1. and 9. in the checklist can be provided in English and/or Chinese languages.

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

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- i) business cards provided pursuant to 2.1; and
  - ii) the annual reports and accounts provided pursuant to 4 v);
- of which only a single set is required.

Applications must be sealed in an envelope or envelopes marked:

“For the attention of the Telecommunications Authority”

No other mark should be visible on the envelope.

Applications must be placed in the tender boxes by the person delivering the Application. Staff at OFTA and ITBB will not perform this function.

Further details on submission of Applications may be placed on the OFTA website from time to time.

### **9 Signatures**

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

Please note that any additional papers provided as part of the Application Form should be signed by the two officers 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. 4a), 4b), 4c) etc).

**END OF APPLICATION FORM INSTRUCTIONS**

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**1.1 DETAILS OF THE APPLICANT**

<b>Registered Name of the Applicant:</b>	
<b>Company Number:</b>	
<b>Registered Address:</b>	
<b>Principal Place of Business (if different from the registered address)</b>	
<b>Telephone Number:</b>	
<b>Fax Number:</b>	

**1.2 CONTACT DETAILS OF THE APPLICANT**

<b>Address:</b>	
<b>Telephone Number:</b>	

Signed:..... Signed:.....

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<b>Fax Number:</b>	
<b>E-mail Address:</b>	

**1.3 PRINCIPAL CONTACTS OF THE APPLICANT**

<b>Contact 1</b>	
<b>Name:</b>	
<b>Title and/or Position:</b>	
<b>Telephone Number:</b>	
<b>Mobile Number:</b>	
<b>Fax Number:</b>	
<b>E-mail Address:</b>	

<b>Contact 2</b>	
<b>Name:</b>	
<b>Title and/or Position:</b>	
<b>Telephone Number:</b>	
<b>Mobile Number:</b>	

Signed:..... Signed:.....

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<b>Fax Number:</b>	
<b>E-mail Address:</b>	

<b>Contact 3</b>	
<b>Name:</b>	
<b>Title and/or Position:</b>	
<b>Telephone Number:</b>	
<b>Mobile Number:</b>	
<b>Fax Number:</b>	
<b>E-mail Address:</b>	

**1.4 BANK ACCOUNT (FOR REIMBURSEMENT OF DEPOSIT)**

<b>Name of Bank:</b>	
<b>Account Name:</b>	
<b>Account Number:</b>	

Signed:..... Signed:.....

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**1.5 BOARD OF DIRECTORS AND OTHER KEY MEMBERS OF THE  
MANAGEMENT OF THE APPLICANT**

<b>Name:</b>	<b>Title and/or Position:</b>

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

Signed:..... Signed:.....

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**1.6 APPLICANT'S RELATIONSHIP WITH 2G OPERATOR(S)**

**Is the Applicant a 2G Operator?**

**Is the Applicant controlling, under the control of, or under common control with any 2G Operator?**

**Does the Applicant or any party with a Bidding Interest in the Applicant also have a 2G Interest in any 2G Operator?**

Signed:..... Signed:.....

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**2.1 APPLICANT'S REPRESENTATIVES**

<b>1.</b>	<b>Name:</b>	
	<b>Employer (or relationship between this representative and the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

<b>2.</b>	<b>Name:</b>	
	<b>Employer (or relationship with the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

<b>3.</b>	<b>Name:</b>	
	<b>Employer (or relationship with the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

<b>4.</b>	<b>Name:</b>	
	<b>Employer (or relationship with the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

Signed:..... Signed:.....



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<b>5.</b>	<b>Name:</b>	
	<b>Employer (or relationship with the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

<b>6.</b>	<b>Name:</b>	
	<b>Employer (or relationship with the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

<b>7.</b>	<b>Name:</b>	
	<b>Employer (or relationship with the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

<b>8.</b>	<b>Name:</b>	
	<b>Employer (or relationship with the Applicant):</b>	
	<b>Title and/or Position:</b>	
	<b>ID Card/Passport Number</b>	
	<b>Signature:</b>	

Signed:..... Signed:.....





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**4 OWNERSHIP STRUCTURE OF THE APPLICANT**

Signed:..... Signed:.....

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## 5 CHECKLIST

		Please tick:
1.	Provide a certified true copy of the Memorandum and Articles of Association of the Applicant, or equivalent documents.	<input type="checkbox"/>
2.	Please provide the signed Bidder Compliance Certificate in the same format as set out at Appendix 2 to the Notice.	<input type="checkbox"/>
3.	Please confirm that the Deposit has either: i) been provided together with this Applicant Form as a Letter of Credit in the same format as set out at Appendix 7 of the Notice; or  ii) been provided in cash (clear funds) to the account of OFTA. A certified true copy of the relevant document(s) is provided together with this Applicant Form.	<input type="checkbox"/>  <input type="checkbox"/>
4.	Provide the signed Connected Bidder Statutory Declaration in the same format as set out at Appendix 3 to the Notice.	<input type="checkbox"/>
5.	Please provide the MVNO Statutory Declaration in the same format as set out at Appendix 4 of the Notice.	<input type="checkbox"/>
6.	Please provide the Domestic Roaming Consent Letter, if applicable	<input type="checkbox"/>
7.	If the Applicant is part of a 2G Bidding Group, please provide a certified true copy of the TA's consent to the arrangement.	<input type="checkbox"/>
8.	Please provide one business card of each of the Applicant's Representatives.	<input type="checkbox"/>
9.	Provide one copy of the latest annual report and accounts of each party listed pursuant to 4 v) of the Application Form Instructions.	<input type="checkbox"/>
10.	Please confirm provision of soft-copy ownership information pursuant to 4b) of the Application Form Instructions	<input type="checkbox"/>

*Note: Please put "n/a" on the check box for item(s) which are not applicable*

Signed:..... Signed:.....

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**6 DECLARATION OF MINIMUM FIRST PHASE BID**

We, ..... and ....., the undersigned, as directors and Representatives of the Bidder, confirm and acknowledge that this Application, once submitted to the Authority, cannot be withdrawn other than in accordance with the Notice and that this Application commits the Applicant to a minimum bid in the First Phase of the Auction at the First Phase Reserve Price.

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

Signed:

\_\_\_\_\_  
Authorised signature  
(name and position)

\_\_\_\_\_  
Authorised signature  
(name and position)

Company seal

Date: \_\_\_\_\_

**END OF APPLICATION FORM**

Signed:..... Signed:.....