



Commission for
Communications Regulation

Information Notice

GSM Liberalisation Project: Publication of correspondence and other material provided by interested parties (and ComReg's written responses to same) relating to 'Transition' issues and Interim GSM 900 MHz licences dating from 3 October 2012 to 31 January 2013

Document No:	13/18
Date:	21 February 2013

A.1 Non-confidential correspondence and other material provided by interested parties relating to ‘Transition’ issues and Interim GSM 900 MHz licences (and ComReg written responses to same) from 3 October 2012 until 31 January 2013.

1. ComReg: letter to Vodafone “Transition Activities associated with the Multi-Band Spectrum Award (MBSA) Process” (letter dated 3 October 2012)
2. ComReg: reply to Vodafone letter of 27 September 2012 “Letter of the 27 September 2012” (letter dated 5 October 2012)
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20. MMC: email to ComReg “900MHz Transition” (email dated 22 January 2013)
21. ComReg: letter to MMC “All Winning Bidders in the MBSA process – The Transition Phase” (letter dated 27 November 2012)

A.1 Non-confidential correspondence and other material provided by interested parties relating to 'Transition' issues and Interim GSM 900 MHz licences (and ComReg written responses to same) from 3 October 2012 until 31 January 2013.

1. ComReg: letter to Vodafone "Transition Activities associated with the Multi-Band Spectrum Award (MBSA) Process" (letter dated 3 October 2012)



3 October 2012

Ms Eileen Maher
Head of Strategic Operations
Vodafone
MountainView
Leopardstown
Dublin 18

Ref: Transition Activities associated with the Multi-Band Spectrum Award (MBSA) process

Dear Eileen,

I am writing to you concerning Transition Activities in connection with ComReg's Multi-Band Spectrum Award (MBSA) process.

We appreciate that the efficient and timely completion of Transition Activities arising from the MBSA process is an important consideration for Existing GSM Licensees and Winning Bidders alike. We also appreciate the importance of ensuring that such Transition Activities are completed as effectively and efficiently as possible in terms of the overall benefits that will arise from the earliest availability of liberalised spectrum rights of use being made available in the MBSA process.

In light of this, firstly, I wish to remind Vodafone of the Transition Rules¹ which all Existing GSM Licensees (as well as all Winning Bidders) are required to comply with. These are detailed in section 3.8 of the Information Memorandum (ComReg Document 12/52). Among other things, the Transition Rules envisage that all Transition Activities would be completed before 31 January 2013.²

Please be assured that ComReg appreciates the limited time remaining until 31 January 2013 and continues to monitor the situation in relation to the timeframes for the completion of Transition Activities that will arise from the MBSA process.

¹ See, in particular, paragraph 3.4.18 of Decision 04/12 (in Section 8 of Document 12/25).

² Specifically, paragraph 3.159 of the Information Memorandum. Although, footnote 83 of paragraph 3.159 also acknowledges that: "*At the time that ComReg announces the results of the assignment round, it may review this deadline date.*"



To better inform ComReg's understanding of the nature and required timeframes for Transition Activities, please be advised that we are now seeking information on the preparations and capacity of Vodafone to carry out Transition Activities (Relocation³ and, if necessary, Retuning⁴) in compliance with the Transition Rules.

In that regard, ComReg notes that at this stage of the MBSA process your company should be in the planning phase of your Transition project and should therefore be able to provide details on the planning activities already carried out and plans for further steps. As noted in the joint technical reports⁵ by Red-M Wireless Limited (Red-M) and Vilicom Limited (Vilicom), operators can commence the planning phase of their Transition projects in advance of the results of the MBSA process being known.

To assist ComReg in the timely completion of this project, ComReg is engaging Red-M Wireless Limited and Vilicom Limited to provide expert technical advice to it.

ComReg proposes that Red-M and Vilicom (and a ComReg representative if required) meet with appropriate, qualified personnel in your Company at your premises in the afternoon of 9 October. The scope of this meeting would be to discuss, and collect information and documentation on, the Transition activities that your company has already carried out and the Transition plans that your company has already made. To assist you in preparing for this discussion, Red-M and Vilicom suggest the following discussion items:

- preparation for implementation to date;
- outline project plan; and
- issues foreseen.

Please note that any confidential information discussed with, or provided to, Red-M / Vilicom at this meeting will be treated appropriately in accordance with ComReg's Guidelines on the Treatment of Confidential Information and the non-disclosure agreements between ComReg and Red-M and Vilicom.

³ 'Relocation' refers to the situation where an Existing GSM Licensee obtains an equal amount or a greater amount of spectrum rights in the 900/1800 MHz band and has to relocate its network to this new spectrum location.

⁴ 'Retuning' refers to the situation where an Existing GSM Licensee obtains less or no spectrum in the 900/1800 MHz band and has to retune its network to a point within this new spectrum bandwidth.

⁵ See Document 10/71c, Document 10/105b and, in particular, pages 15 and 16 of Document 12/22.



Commission for
Communications Regulation

ComReg anticipates and appreciates your full co-operation with this important matter and requests that you contact Stephen Shannon of Vilicom at 086 8145299 in the first instance by 5 October to finalise the arrangements for this meeting.

Should you have any issues in relation to the matters covered in this letter, please contact me on +353 1 804 9650.

Yours sincerely

A handwritten signature in black ink that reads "Kevin Kennedy". The signature is written in a cursive style.

Kevin Kennedy
Spectrum Development Manager

cc (via e-mail): Stephen Shannon, Vilicom

2. ComReg: reply to Vodafone letter of 27 September 2012 “Letter of the 27 September 2012” (letter dated 5 October 2012)



██████████ — By Hand

5 October 2012

Mr. Paul Ryan
Director
Vodafone Ireland Limited
Mountain View
Leopardstown
Dublin 18

Dear Mr. Ryan

I refer to your letter of 27 September 2012.

ComReg notes the issues that you have raised in your letter and addresses each of them in turn below using the same headings as used in your letter for ease of reference.

Extension of duration of existing interim GSM rights of use in the 900 MHz band

In relation to item (a) of your letter, ComReg notes the concerns raised with regards to the transition timeframe and its relevance to the expiry date of interim GSM licences. In this regard, I note that ComReg has already engaged independent expert assistance and has contacted the Existing GSM Licensees regarding the Transition activities associated with the Multi-Band Spectrum Award (MBSA) process so as to better inform itself of the nature and required timeframes for Transition activities. As noted in that letter, ComReg is now seeking information on the preparations and capacity of your company to carry out the Transition activities in compliance with the Transition Rules. At this stage of the MBSA process, ComReg expects that your company should be in the planning phase of your Transition project and should therefore be able to provide details on the transition planning activities already carried out and plans for further steps. We anticipate and appreciate your full co-operation on facilitating ComReg's requests as set out in that letter.

Notwithstanding this, ComReg recognises that, in light of the reduced timeframe between Auction completion and expiration of existing interim GSM licences, there may be a need for an extension to the duration of existing interim GSM 900 MHz rights of use beyond 31 January 2013. However, as noted by ComReg previously, the appropriate duration of any such extension, where such extensions considered necessary, would only become ascertainable following the outcome of the Main Stage of the MBSA process. This is because the nature and extent of required relocation or retuning activities would not yet be

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known. In this light, it would not therefore at this stage be possible or appropriate for ComReg to issue a consultation on this matter until after the Main Stage is complete.

However, ComReg would remind Vodafone that it has already commenced consideration of this issue such that the time period between completion of the Auction and issuing of a consultation on this matter will likely be minimal. In this regard, ComReg acknowledges the suggestion by Vodafone on page 3 of its letter that many of the issues relevant to any such consultation will already have been considered in the previous interim licence consultation.

In relation to item (b) of your letter, and the comments made elsewhere regarding uncertainty and continuity of service (see also ComReg's response below to Vodafone's comment on opportunistic litigation), ComReg would remind Vodafone that ComReg has always acted in accordance with its statutory functions, objectives and duties throughout the consultation and Award Process. ComReg would also remind Vodafone that it has issued interim licences in the past where it was appropriate to do so.

On the basis of this perceived uncertainty, Vodafone then demands that ComReg make a decision, in advance of the next mock auction, to extend Vodafone's current interim licence for an indefinite period without public consultation. ComReg considers that such an action is not only unnecessary, but would also breach a number of its statutory obligations. As such, ComReg does not propose to accede to Vodafone's request.

ComReg also notes that Vodafone then suggests on page 3 of its letter that a consultation should "*commence immediately*" without reconciling this suggestion with the above demand for an immediate decision. As noted above, ComReg has commenced consideration of this issue and will issue a consultation as soon as possible but again notes that it may not be possible or appropriate for ComReg to do so until after the Main Stage is complete.

In relation to item (c) of your letter, ComReg notes that the concerns expressed relate to the period post 31 January 2013 and that the concern is based on the assumption that no decision on interim licences has issued prior to that date. However, any consultation process on interim licences would be complete in advance of this date. ComReg does not therefore see the relevance of the point being made here and does not propose to consider it further.

In relation to item (d) of your letter, ComReg fails to understand the relevance of the point being raised here. We assume that the intended references were to paragraphs 3.166 and 3.167 of the Information Memorandum. ComReg would note that the process for formulating the Transition Project Plan is set out in Information Memorandum, and the ability of Vodafone to meet its obligations under the Transition Project Plan is unrelated to the issue of whether or not new interim licences are granted. As set out in the Information Memorandum, where Vodafone fails to discharge its obligations in accordance with the milestones and deadlines set out in the Transition Project Plan, it will be liable for liquidated damages irrespective of whether further interim rights of use are granted. ComReg does not therefore consider it necessary or appropriate to give the commitment sought.

Vodafone states that there is a “*considerable risk of opportunistic third party legal challenge disrupting a process for fresh interim licences*”. On this basis, it believes that a decision should be made to extend interim licences in advance of the Auction without public consultation. ComReg notes that this comment incorrectly assumes that Vodafone will be granted a new interim GSM licence without any consideration of the outcome of the Auction. ComReg also notes that the existence or absence of a risk of opportunistic litigation is clearly not an objective justification on which to base such an important decision. In any case, ComReg does not understand why Vodafone believes that issuing a decision prior to the commencement of the auction process would somehow insulate that decision from challenge. ComReg does not therefore propose to consider this point further.

Finally, contrary to Vodafone’s request in the final paragraph under this heading, ComReg does not propose to provide the Bidder with information as to the duration of interim licences, should they be required. Such matters are clearly more appropriately addressed in a consultation paper.

Auction Process

In relation to the first paragraph under this heading, ComReg welcomes Vodafone’s desire that the Auction Process proceeds promptly and agrees with Vodafone that it is in the interests of all participants that the operative part of the Auction Process proceeds uninterrupted on and from the commencement date of the Auction. However, ComReg does not propose to make the commencement of the Auction conditional upon Vodafone “*having sufficient comfort*” as it proposes. ComReg alone has discretion as to the commencement date of the Auction, and will exercise that discretion in accordance with the Information Memorandum and its statutory functions, objectives and duties.

In relation to the second paragraph under this heading, ComReg would remind Vodafone that ComReg enjoys both a statutory and contractual discretion to amend the Information Memorandum and that ComReg consulted upon this matter in Document 11/75. By submitting its application to participate in the Auction, Vodafone agreed to the terms of the Information Memorandum. Furthermore, ComReg has already previously amended the Information Memorandum through, for example, Document 12/73. ComReg notes that each of the above documents was published prior to Vodafone submitting its preliminary bids.

In relation to Vodafone’s comments regarding consultation, ComReg would again remind Vodafone that ComReg reserved its right to amend the Auction Rules under the terms of the Information Memorandum and that Vodafone agreed to those terms. In any case, ComReg would point out that the recent amendment to the Information Memorandum does not involve a substantial change to the Auction Rules.

In relation to the final paragraph under this heading concerning publication of the recent amendment to the Information Memorandum, as noted above ComReg considers that the amendment does not involve a substantial change to the Auction Rules and notes that its non-publication does not prejudice the position of any Bidder. ComReg has also already

made clear its policy not to publish documentation relating to the Award Process at this time, given the sensitive stage it has now entered. Notwithstanding this, ComReg intends to publish this and all non-confidential correspondence and documentation released to Bidders relating to the Award Process after the Auction is complete.

Technical Issues

In relation to the first paragraph under this heading, ComReg does not anticipate that any significant problem will be identified arising from a further mock auction. Notwithstanding this, were one identified, ComReg would allow a sufficient window for resolution in light of the nature of that problem.

Given the fact that Bidders have already participated in two previous mock auctions enabling them to familiarise themselves with the EAS and Auction Rules, given the fact that the recent amendment does not involve a substantial change to the Auction Rules and given the clear desire among Bidders for the Auction Process to proceed promptly, ComReg and DotEcon are of the view that a one week period is an appropriate window for such review, analysis and resolution as may be necessary arising from experience in the third mock auction.

In relation to the second paragraph under this heading, ComReg notes the confirmation provided by Vodafone.

Approach to the Minister

Finally, ComReg notes the comments made under this heading and is quite concerned with the lax and flawed approach Vodafone purports to take towards the Auction Rules concerning confidentiality. ComReg notes that Vodafone itself, by its letter of 18 September 2012, expressly linked the two issues of adjustment to the Auction timetable and interim licences. For the avoidance of doubt, ComReg considers that any such communication would be a breach of the Auction Rules concerning confidentiality and, should ComReg learn of any such breach, it will react appropriately.

ComReg welcomes your views on and your participation in the upcoming mock auctions and looks forward to your participation in the live Auction.

Yours sincerely



Dr. Samuel Ritchie

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3. Vodafone: letter to ComReg “Multi-Band Spectrum Release: Postponement of Auction” (letter dated 10 October 2012)



10 October 2012

[REDACTED]
 Dr. Samuel Ritchie
 Multi-Band Spectrum Award
 Commission for Communications Regulation
 Abbey Court, Irish Life Centre
 Lower Abbey Street
 Dublin 1
BY HAND

Re: Multi-Band Spectrum Release: Postponement of Auction

Dear Dr Ritchie,

I refer to your letter dated 5 October.

1. Extension of duration of existing interim GSM rights of use in the 900 MHz band

Turning first to the interim licence issue, you express the view that "*it would not at this stage be possible or appropriate for ComReg to issue a consultation on this matter [i.e. the granting of interim licences] until after the Main Stage [of the Auction] is complete*".

I note that you do not explain why the immediate initiation of a consultation process would not possible or appropriate. With respect, I am concerned that ComReg is in danger of entirely missing the point; the earliest possible initiation of this process is not merely appropriate but absolutely necessary, given ComReg's previous record on interim licensing consultation and the risk of enormous consumer harm and of irreparable damage to the competitive market structure if ComReg's processes fail to deliver a licence in time.

Looking in more detail at your proposal that initiation of the interim licence consultation should be postponed until the completion of the Auction Main Stage, I have to remind you that neither ComReg nor Vodafone currently knows when the Main Stage will be completed. The Auction has already been significantly delayed; Vodafone is concerned that extraneous events, perhaps beyond the expectation or control of ComReg, may further delay the process and slow down the completion of the Main Stage.

However, both Vodafone and ComReg know that Vodafone's current interim licence expires on 31 January 2013, that is in less than four months. Both Vodafone and ComReg also know that the process leading to the granting of Vodafone's current interim licence took a long time: it was initiated by ComReg with Document Number 10/71 published on 10 September 2010 and concluded with the grant of Vodafone's current interim licence on 13 May 2011, more than eight months later.

As less than four months now remain before its current interim licence in the 900MHz band expires, Vodafone is extremely concerned, based on the precedent of the previous interim licensing consultation, that, even if the new interim licence consultation were begun, say, tomorrow, insufficient time would remain before expiry for the

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completion of the consultation and the grant of a new interim licence. Awaiting the completion of the Main Stage will further reduce the time available for consultation, potentially by a very significant margin.

While I accept that many issues relevant to the interim licence consultation were considered in the previous consultation, I cannot accept that this is a basis for procrastination in relation to the initiation of the consultation process, given the potentially adverse consequences of the expiry of the licences in terms of consumer welfare and the development, promotion and safeguarding of competition (c.f., ComReg Document Number 10/71, paragraphs 3.2.2 and 3.2.3).

I would urge you to reconsider your decision to delay the initiation of the interim licence consultation until after the completion of the Main Stage of the Auction. The stakes, in terms of continuity of service and consumer disruption, are too high for ComReg to take the risk of an unpunctual consultation and interim licensing process.

I formally reserve all of Vodafone's rights, in the event that you do not accede to my request for a reconsideration of this misguided approach to this vital issue.

2. Approach to the Minister

I find your comment that Vodafone has a "lax and flawed" approach to confidentiality issues in the context of this Auction process objectionable and unjustified.

I also note that, while you protest that communication with the Minister concerning the expiry of the interim licence would be a breach of the Auction rules, you provide no basis for this proposition with which, as you know, I do not agree.

Vodafone continues to reserve its right to draw its concerns about the impending expiry of its interim licence directly to the attention of the Minister for Communications, Energy and Natural Resources.

3. Publication of this correspondence

I note your comment that ComReg intends to publish your letter of 5 October and all non-confidential correspondence and documentation released to bidders relating to the Award Process after the Auction is complete.

Vodafone reserves its right to redact elements of that correspondence (including passages such as the comment in your letter of 5 October that Vodafone has a "lax and flawed" approach to confidentiality issues) prior to publication.

Yours sincerely



Paul Ryan
Director
Vodafone Ireland Limited

4. ComReg: reply to Vodafone letter of 5 October 2012 “Multi-Band Spectrum Release: Postponement of Auction” (letter dated 12 October 2012)



██████████ – By Hand

12 October 2012

Mr. Paul Ryan
Director
Vodafone Ireland Limited
Mountain View
Leopardstown
Dublin 18

Multi-Band Spectrum Release: Postponement of Auction

Dear Mr. Ryan

I refer to the above matter and to your letter of 10 October 2012 in respect of same. ComReg has considered the points raised in your letter and responds to each of them in turn below using the same headings as used in your letter.

Extension of duration of existing interim GSM rights of use in the 900 MHz band

In the first paragraph of your letter, you quote part of a sentence taken from ComReg's letter to Vodafone of 5 October 2012, excluding important contextual text, i.e. "In this light" from the beginning of that sentence. You then proceed to state that ComReg has not explained why the immediate initiation of a consultation process would not be possible or appropriate. ComReg notes that your assertion ignores the entirety of the paragraph to which the quoted text belongs. That paragraph explains why it may not be possible or appropriate to issue a consultation on this matter until after the Main Stage is complete.

ComReg notes your suggestion that an interim GSM licence consultation has been postponed. However, ComReg would point out that there has been no such postponement as ComReg had not committed to carrying out a consultation on any particular date. On a similar point, ComReg notes your suggestion that its proposal to hold a consultation after the Main Stage equates to procrastination on its part. Such a view clearly ignores the obvious and valid justification for its proposal set out in its letter of 5 October 2012.

Your suggestion that a consultation process would take the same length of time as the original process ignores the many obvious reasons why that would not necessarily be the case, some of which ComReg has set out in previous correspondence.

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ComReg notes that there have been no new developments in terms of timing of the Auction since Vodafone's letter of 27 September 2012. ComReg also notes that Vodafone has not raised any new issues in relation to a consultation on interim licences and would therefore simply refer Vodafone to the text of its letter of 5 October which has already addressed the relevant issues in detail.

Approach to the Minister

In the second paragraph under this heading, Vodafone suggests that ComReg has provided "*no basis*" for its view that disclosing any Confidential Information beyond Vodafone would be a breach of the Auction Rules concerning confidentiality. The Auction Rules on confidentiality clearly cover disclosure of any details relating to the Auction including those concerning the use of 900 MHz spectrum by Vodafone beyond 1 February 2013. Paragraph 3.77 of the Information Memorandum makes it clear that the disclosure of such information beyond a Bidder and its Connected Persons and Insiders is prohibited. ComReg is extremely concerned that Vodafone does not treat this issue with the same seriousness as it does.

As noted in its letter of 5 October, should ComReg learn of any breach of the Auction Rules concerning confidentiality, it will react appropriately.

Publication of this correspondence

As noted in its letter of 5 October 2012, ComReg intends to publish this and all non-confidential correspondence and documentation released to Bidders relating to the Award Process after the Auction is complete. Prior to doing so, ComReg will consider all documentation in light of its guidelines on publication of confidential information.

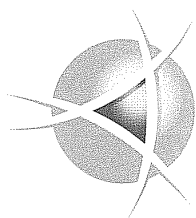
ComReg looks forward to Vodafone's participation in the Auction.

Yours sincerely



Dr. Samuel Ritchie

5. ComReg: letter to Vodafone “Information Requirement Pursuant to Section 13D(1) of the Communications Regulation Act 2002” (letter dated 17 October 2012)



Commission for
Communications Regulation
Coimisiún Um
Rialáil Cumarsáide

17 October 2012

Eileen Maher,
Head of Strategic Operations,
Vodafone,
MountainView,
Leopardstown,
Dublin 18

BY REGISTERED POST & E-MAIL

**INFORMATION REQUIREMENT PURSUANT TO SECTION 13D(1) OF
THE COMMUNICATIONS REGULATION ACT 2002**

**Reference: Transition Activities associated with the Multi-Band Spectrum
Award (MBSA) process**

Dear Eileen

A. Introduction

The Commission for Communications Regulation (“ComReg”), pursuant to its powers under section 13D of the Communications Regulation Acts, 2002 to 2011 (“2002 Act”), as inserted by section 6 of the Communications Regulation (Amendment) Act 2007, requires Vodafone to provide ComReg with the written information set out below in section B.

As set out in ComReg Document 12/25¹, all Existing GSM Licensees (as well as all Winning Bidders) are required to comply with the Transition Rules associated with the Multi-Band Spectrum Award (MBSA) process.² These Rules are detailed in section 3.8 of the Information Memorandum (ComReg Document 12/52³). Among

¹ See <http://www.comreg.ie/fileupload/publications/ComReg1225.pdf>

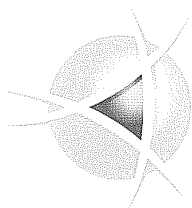
² See, in particular, paragraph 3.4.18 of Decision 04/12 (in Section 8 of Document 12/25).

³ See <http://www.comreg.ie/fileupload/publications/ComReg1252.pdf>

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Commission for Communications Regulation
An Coimisiún um Rialáil Cumarsáide

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other things, the Transition Rules envisage that all Transition Activities would be completed before 31 January 2013.⁴

On 3 October 2012, ComReg sent a letter to Vodafone seeking information on the preparations and capacity of Vodafone to carry out the Transition activities (being Relocation and, if necessary, Retuning) in compliance with the Transition Rules.

In this letter, ComReg:

- stated that it is engaging Red-M Wireless Limited and Vilicom Limited to provide expert technical advice to it on the Transition Activities associated with the MBSA process;
- proposed that Red-M and Vilicom (and a ComReg representative if required) meet with appropriate, qualified personnel in Vodafone;
- proposed that the scope of this meeting would be to discuss, and collect information and documentation on the Transition activities that Vodafone has already carried out and the Transition plans that Vodafone has already made; and
- requested that Vodafone contact Stephen Shannon of Vilicom in the first instance by 5 October to finalise the arrangements for this meeting.

In response to this letter, on 8 October 2012 Vodafone contacted Stephen Shannon of Vilicom and explained that, due to resourcing constraints, Vodafone would not be able to meet with Red-M and Vilicom until the week beginning 29 October 2012.

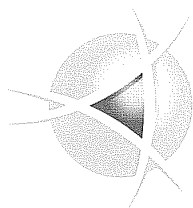
ComReg is dissatisfied with Vodafone's response which may impede it in the exercise of its functions and, pursuant to section 13D of the 2002 Act, is now requiring the provision of the information set out in section B below.

B. Information Requirement

Vodafone is required to provide ComReg with the following written information sequentially, and strictly in accordance with the numbered questions below. These questions seek information on the preparations and capacity of your company to carry out the Transition activities (being Relocation and, if necessary, Retuning) in compliance with the above mentioned Transition Rules.

This information requirement should be carefully reviewed and completed by personnel in Vodafone of appropriate seniority and appropriate knowledge.

⁴ Specifically, paragraph 3.159 of the Information Memorandum. Although, footnote 83 of paragraph 3.159 also acknowledges that: "*At the time that ComReg announces the results of the assignment round, it may review this deadline date.*"



B.1 Relocation activities

The questions under this heading refer only to Relocation⁵ activities. For the avoidance of doubt these questions refer to Relocation activities in both the 900 MHz and 1800 MHz bands.

1. Please indicate whether your company has carried out any pre-planning or planning activities⁶ to prepare for the possibility of Relocation arising from the MBSA process.

If yes to question 1, please answer question 2, 3 and 4 below.

2. Please describe each Relocation scenario investigated in this pre-planning/planning activity and its results and its conclusions. For each Relocation scenario investigated, this description is to set out:

- (i) the Relocation scenario investigated indicating the frequency band or bands involved in this scenario and the frequency assignment investigated (i.e. relocating from your current frequency assignments in the 900/1800MHz band to the frequency range X1-X2 in the 900/1800MHz band);

- (ii) the process steps and resourcing requirements involved in this Relocation scenario and the expected timescales associated with each process step. In this description, please indicate the order in which these process steps will be completed and whether these process steps can be carried out in parallel or not; and

- (iii) the overall timescales expected with this Relocation scenario.

3. For each Relocation scenario investigated please describe any particular challenges that might be encountered and the mitigation activities that might be taken to address these challenges. This description is to outline:

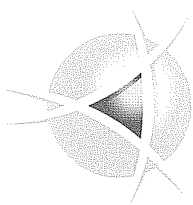
- (i) any critical stages where your plans might be dependent on third parties and the nature of these dependencies;

⁵ 'Relocation' has the same meaning as assigned to it in the Information Memorandum Document 12/52, namely that 'Relocation' refers to the situation where an Existing GSM Licensee obtains an equal amount or a greater amount of spectrum rights in the 900/1800 MHz band and has to relocate its network to this new spectrum location.

⁶ As discussed in section 3.2 of Document 12/22 :

"planning activities that an existing GSM Licensee could initiate in advance of the auction include;

- Identifying parts of the data-fill that relate to the frequency of operation, which will need to be modified,
- Identifying parts of the GSM900, GSM1800 and UMTS data-fill, which will need to be modified to ensure handover between the networks,
- Identifying all radio equipment that cannot be modified, such as band selective repeaters and source replacement equipment, if required,
- Ensuring correct landlord contact details for sites are available in case sites visits are required; and
- Producing a staff and resource plan for Implementation and Verification phases."



- (ii) any dependencies on the Transition activities of the other Existing GSM Licensees; and
 - (iii) any other sensitivities/risks related to this particular Relocation scenario.
4. As a result of the MBSA process, it is possible that your company might have to carry out Relocation activities in both the 900 MHz and 1800 MHz bands. This may be carried out in either a sequential or a simultaneous manner. Please indicate:
- (i) whether your pre-planning/planning preparations have investigated these two possibilities; and
 - (ii) whether any of the process steps or timescales involved with a Relocation scenario will differ based upon the approach taken (i.e. a simultaneous or a sequential process). If these process steps or timescales differ, please detail these differences.

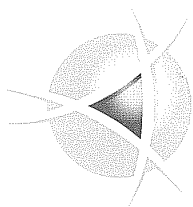
Please verify your response to questions 1, 2, 3 and 4 above with the submission of pre-planning/planning documentation already prepared related to the Relocation scenarios investigated.

B.2 Retuning Activities

The questions under this heading refer only to Retuning⁷ activities. For the avoidance of doubt these questions refer to Retuning activities in both the 900 MHz and 1800 MHz bands.

5. Please indicate whether your company has carried out any pre-planning or planning activities⁸ to prepare for the possibility of Retuning arising from the MBSA process.

⁷ 'Retuning' has the same meaning as assigned to it in the Information Memorandum Document 12/52, namely that '*Retuning*' refers to the situation where an Existing GSM Licensee obtains less or no spectrum in the 900/1800 MHz band and has to retune its network to a point within this new spectrum bandwidth.



If yes to question 5, please answer question 6, and 7 below.

6. Please describe each Retuning scenario investigated in this pre-planning/planning activity and its results and its conclusions. For each Retuning scenario investigated, this description is to set out:
- (i) the Retuning scenario investigated indicating the frequency band or bands involved in this scenario and the frequency assignment investigated (i.e. retuning from your current frequency assignments in the 900/1800MHz band to the frequency range X1-X2 in the 900/1800MHz band);
 - (ii) the process steps and resourcing requirements involved in this Retuning scenario and the expected timescales associated with each process step. In this description, please indicate the order in which these process steps will be completed and whether these process steps can be carried out in parallel or not; and
 - (iii) the overall timescales expected with this Retuning scenario;
7. For each Retuning scenario investigated please describe any particular challenges that might be encountered and the mitigation activities that might be taken to address these challenges. This description is to outline
- (i) any critical stages where your plans might be dependent on third parties and the nature of these dependencies;
 - (ii) any dependencies on the Transition activities of the other Existing GSM Licensees; and
 - (iii) any other sensitivities/risks related to this particular Retuning scenario.

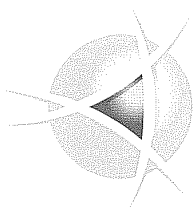
⁸ As discussed in section 3.2 of Document 12/22 :

"It is suggested that an existing GSM licensee, in addition to the planning activities listed above [for Scenario 1 – Relocation] carry out the following technical activities:

- *Identifying and documenting the strategic network approach it would use to prepare for the scenario of reduced spectrum for GSM purpose, noting that such a scenario may be necessary for the deployment of UMTS 900. It is assumed the specific activities identified below are consistent with this strategic approach.*
- *Preparing a new GSM network frequency plan based on 5MHz*
- *Moving traffic to alternative frequencies*
- *Enabling AMR*
- *Trialling a cluster area demonstrating the above measures.*
- *Identifying 900MHz sites to which new 1800 MHz and 2100MHz base stations could be added to*

In addition to the technical activities listed above, there may be other planning activities which could occur.

- *Identify any partners it may require during the transition (subcontractors, consultants etc.) and agree terms on which such support might be made available.*
- *Identify any arrangements (broadly described by ComReg as 'non-technical measures') that may be made. These may include discussions with other existing GSM licensees regarding spectrum sharing, leasing or other arrangements that might ease the transition period, provided such discussions comply with competition law and the auction rules (e.g. discussion should take place before such discussions are forbidden by any non-collaboration requirements of the auction process)."*



Please verify your response to questions 5, 6, and 7 above with the submission of pre-planning/planning documentation already prepared related to the Retuning scenarios investigated.

C. Reasons for this information requirement

1. ComReg requires the information sought herein in order to carry out its statutory functions, in particular, to manage the radio frequency spectrum, including ensuring that the Transition Activities described at section A above are carried out in a timely and efficient manner.
2. ComReg requires the information sought herein because ComReg does not already have in its possession the information which is required.
3. ComReg requires the information sought herein because it cannot obtain it from any source other than Vodafone.

D. Legal Basis

Having regard, in particular, to ComReg's functions and objectives as set out at sections 10(1)b and section 12(1)b of the 2002 Act, as well as its functions under the Framework Regulations⁹ and the Authorisation Regulations¹⁰, ComReg now requires you, pursuant to section 13D of the 2002 Act, to provide ComReg with the written information set out above at section B.

E. Consequences in the event of non-compliance

Please note that under sections 13D and 13E of the 2002 Act, criminal (or in the alternative civil) proceedings may be initiated by ComReg where:

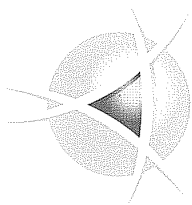
- an undertaking fails to comply with an information requirement within the specified time period; or
- an undertaking, in purporting to comply with such a requirement, provides to ComReg information which it knows to be false or misleading.

In this regard, I would draw your attention to the ComReg Information Notice regarding compliance with Section 13D(1) requests.¹¹

⁹ European Communities (Electronic Communications Networks and Services) (Framework) Regulations 2011 (S.I. No. 333 of 2011), (the Framework Regulations).

¹⁰ European Communities (Electronic Communications Networks and Services) (Authorisation) Regulations 2011 (S.I. No. 335 of 2011), (the "Authorisation Regulations")

¹¹ "Information requirements to undertakings pursuant to section 13D(1) of the Communications Regulation Acts 2002 to 2010 - Obligations for authorised operators in relation to providing data", ComReg Document No 10/63, 6 August 2010.



F. Time period for compliance with the information requirement

Vodafone is required to provide ComReg with a full written response to the questions set out in section B above, including the submission of relevant pre-planning/planning documentation already prepared related to these questions, by 4pm on 26 October 2012.

Please provide the required information in hardcopy format, signed by a person duly authorised by Vodafone to do so on its behalf. In addition, please also provide the required information in electronic format on CD-ROM.

The required information will be collected from your organisation by ComReg. To make an appointment to collect this information, please contact Kevin Kennedy at ComReg on 01 804 9650 before 1pm on 26 October 2012.

If you have any queries in relation to this information request please contact Kevin Kennedy on 01 804 9650.

Yours sincerely

A handwritten signature in black ink, appearing to read 'George Merrigan', with a large, stylized initial 'G'.

**George Merrigan
Director, Market Framework
Commission for Communications Regulation**

cc. Kevin Kennedy, ComReg

6. Vodafone: letter to ComReg “Response to Information Requirement pursuant to section 13D(1) of the Communication Regulation Act 2002” [Redacted] (letter dated 26 October 2012)

George Merrigan
Director, Market Framework
Commission for Communications Regulation
Abbey Court, Irish Life Centre
Lower Abbey Street
Dublin 1
BY HAND

[REDACTED]
**RESPONSE TO INFORMATION REQUIREMENT PURSUANT TO
SECTION 13D(1) OF THE COMMUNICATIONS REGULATION ACT 2002**

Re: Transition Activities associated with the Multi-Band Spectrum Award (“MBSA”) Process

Dear George

I refer to your letter of 17 October last which required Vodafone Ireland Limited (“**Vodafone**”), pursuant to Section 13D(1) of the Communications Regulation Acts 2002 to 2011, as inserted by Section 6 of the Communications Regulation (Amendment) Act 2007, to provide ComReg with extensive written information in relation to Vodafone’s preparations and capacity in respect of the transition activities to be undertaken by Vodafone in compliance with the Transition Rules associated with the MBSA process (“**Section 13D(1) Information Requirement**”) before 4pm on Friday, 26 October 2012.

This submission constitutes Vodafone’s response to ComReg’s Section 13D(1) Information Requirement and is intended to address and respond to ComReg’s requests for information on Vodafone’s various transition activities in as detailed and fulsome a manner as is possible at this juncture.

I confirm that I am an Authorised Agent of Vodafone for the purposes of the MBSA process and I am fully cognisant of the legal basis for ComReg’s Section 13D(1) Information Requirement and the consequences for Vodafone in the event of non-compliance with this requirement. I further confirm that this submission in response to Section 13D(1) Information Requirement has been prepared under my supervision by members of Vodafone’s MBSA team with appropriate seniority and appropriate knowledge of the matters at issue.

1. General Points

In advance of addressing the each of the specific requests for information relating to Vodafone’s relocation and retuning activities, I feel it is important to make some general points in relation to the Section 13D(1) Information Requirement and Vodafone’s response in this regard, as follows:

- (a) I note that ComReg’s basis for issuing the Section 13D(1) Information Requirement is that Vodafone advised that it was not in a position to meet ComReg’s nominated technical experts, Red-M Wireless Limited (“**Red-M**”) and Vilicom Limited (“**Vilicom**”), on the date proposed by ComReg to discuss Vodafone’s transition activities in connection with the MBSA process due to Vodafone resourcing constraints arising as a result of the MBSA

process itself. Given the complexity of the MBSA process and its importance to Vodafone, all of Vodafone's MSBA team have been singularly focused on ensuring that Vodafone was fully prepared to optimise our participation in the MBSA. Our request to postpone the meeting with Red-M and Vilicom was simply a consequence of this fact and in no way represented an attempt by Vodafone to avoid fulfilling its obligations with regard to the transition activities. In addition, given that Vodafone had suggested a meeting with Red-M and Vilicom during the week commencing 29 October 2012, Vodafone is at a loss, particularly given the sensitive stage that the MBSA process is currently at, as to why ComReg felt it necessary to issue a Section 13D(1) Information Requirement requesting information to be furnished no later than 4pm on Friday, 26 October 2012, when Vodafone had indicated its availability to meet with ComReg's experts from 9:00am next Monday to discuss the very same information. Vodafone finds it difficult to believe how the difference in these timelines could "*impede*" ComReg in the "*exercise of its functions*".

(b) It is also important in the context of ComReg's Section 13D(1) Information Requirement and Vodafone's submission in this regard to reference Vodafone's previous submissions to ComReg on the issue of transitional activities to be undertaken by Vodafone in connection with the MBSA process. I would draw your attention, in particular, to the following:

i) Extract from Vodafone response to ComReg consultation 10/71 relating transitional activities in the 900 MHz band

"A flexible approach to necessary transitional activities (re-tuning and other re-location) within the 900 MHz band will be necessary as it would be impractical, and likely insufficient, to seek to set out in advance the precise steps that would have to be undertaken by licensees in each of the wide range of outcomes that may be realised from a joint award process for the 800 MHz and 900 MHz spectrum bands..."

ii) Extract from Vodafone response to ComReg consultation 10/105 relating to transitional activities within the 1800 MHz band

"Vodafone agrees that a flexible approach to necessary transitional activities (re-tuning and/or relocation) within the 1800 MHz band, as currently proposed, is both appropriate and necessary...In our response to ComReg document 10/71, Vodafone set out that it would be impractical, and likely insufficient, to seek to set out in advance the precise steps that would have to be undertaken by licensees in each of the wide range of outcomes that may be realised from a joint award process for the 800 MHz and 900 MHz spectrum bands. A flexible approach is even more necessary in respect of a joint award process extended to also include the 1800 MHz band given the even wider range of possible auction outcomes that could arise."

Vodafone's previous submissions in relation to transitional activities for the MBSA process clearly highlight Vodafone's view that, given the wide and varied range of outcomes that could arise from the MBSA process, a flexible approach to transitional activities is required. Detailing the precise steps to be undertaken in each of the wide range of outcomes was and still is, in our view, impractical and likely to be insufficient pending the completion of the MSBA process. Vodafone's transitional activities have been undertaken in accordance with our clearly stated position above and the information provided in this submission should be viewed and analysed in this context.

2. Response to Section 13D(1) Information Requirement

Vodafone addresses each of the various requests for information and the specific questions in the order received. In addition, for ease of reference, we have replicated each question in order and used the same headings and numbering, as follows:

B.1 Relocation activities**Question 1**

Please indicate whether your company has carried out any pre-planning or planning activities to prepare for the possibility of relocation arising from the MSSA process.

Vodafone Response:

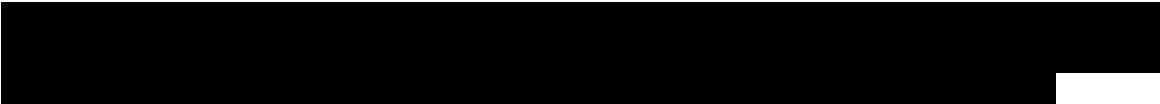
1. Vodafone has carried out pre-planning activities for relocation in the 900MHz and 1800 MHz bands.

Question 2

Please describe each Relocation scenario investigated in this pre-planning/planning activity and its results and its conclusions. For each Relocation scenario investigated, this description is to set out:

- (i) The Relocation scenario investigated indicating the frequency band or bands involved in this scenario and the frequency assignment investigated;
- (ii) The process steps and resourcing requirements involved in this relocation scenario and the expected timescales associated with each process step. In this description, please indicate the order in which these process steps will be completed and whether these process steps can be carried out in parallel or not;
- (iii) The overall timescales expected with this Relocation scenario;

Vodafone Response (to cover various scenarios with each scenario inserted into a separate table for ease of reference. Please note the following in respect of each of the scenarios:

- i) The timelines specified for each of the scenarios assume that the commencement of each of the activities specified will take place after the results of the MBSA are known on the basis that no activity can realistically take place before that date;
- ii) The timelines specified for each of the scenarios do not take into account any holiday periods, network freezes or other major network upgrade activities. and
- iii) 

Scenario 1 (GSM900 Relocation to Blocks A&B)

2(i)	GSM900 Relocation to Blocks A&B
2(ii)	1. Planning: - 26 weeks <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Equipment that cannot be modified • Procurement Ordering and delivery of equipment/repeater services • Specify and test solutions for non-compliant radio equipment • Data script functionality • Test process • Disaster recovery plan

	<ul style="list-style-type: none"> • Communication Plan for customers <p>2. Pre Relocation Implementation: [REDACTED]</p> <p>3. Relocation Implementation: - 2 weeks [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM900 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Cutover of parallel install repeaters • Swap of repeaters where a non-parallel install was not possible • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	35Weeks

Scenario 2 (GSM900 Relocation to blocks B&C)

2(i)	GSM900 Relocation to blocks B&C
2(ii)	<p>1. Planning: - 26 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Equipment that cannot be modified • Procurement Ordering and delivery of equipment/repeater services • Specify and test solutions for non-compliant radio equipment • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: [REDACTED]</p> <p>3. Relocation Implementation: - 2 weeks [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM900 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Cutover of parallel install repeaters • Swap of repeaters where a non-parallel install was not possible • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p>

	<ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	35 Weeks

Scenario 3 (GSM900 Relocation to Blocks C&D)

2(i)	GSM900 Relocation to Blocks C&D
2(ii)	<p>1. Planning: - 8 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 10 weeks [Part Parallel to Planning]</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 weeks [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM900 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	19Weeks

Scenario 4 (GSM900 Relocation to Blocks D&E)

2(i)	GSM900 Relocation to Blocks D&E
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2(ii)	<p>1. Planning: - 8 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 10 weeks [Part Parallel to Planning]</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 weeks [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM900 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	19 Weeks

Scenario 5 (GSM900 Relocation to Blocks E&F)

2(i)	GSM900 Relocation to Blocks E&F
2(ii)	Vodafone current GSM900 frequency assignment lies with these blocks
2(iii)	0 Weeks

Scenario 6 (GSM900 Relocation to Blocks F&G)

2(i)	GSM900 Relocation to Blocks F&G
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2(ii)	<p>1. Planning: - 8 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 10 weeks [Part Parallel to Planning]</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 1 week [Part Parallel Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM900 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern •
2(iii)	19 Weeks

Scenario 7 (GSM1800 Relocation to blocks between A,B&C)

2(i)	GSM1800 Relocation to blocks between A,B&C
2(ii)	<p>1. Planning: - 12 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that cannot be modified • Procurement Ordering and delivery of equipment/repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation [REDACTED]</p> <p>3. Relocation Implementation: - 1 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Cutover/installation of repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	18 Weeks

Scenario 8 (GSM1800 Relocation to blocks between B,C&D)

2(i)	GSM1800 Relocation to blocks between B,C&D
2(ii)	<p>1. Planning: - 12 weeks Resource plan for implementation and verification phases Identify major upgrade projects and planned lock down Identify Repeaters that cannot be modified Procurement Ordering and delivery of equipment/repeater services Data script functionality Test process Disaster recovery plan Communication Plan for customers</p> <p>2. Pre Relocation Implementation: [REDACTED]</p> <p>3. Relocation Implementation: - 1 week [Part Parallel to Pre Relocation] Data script preparation and validation GSM1800 retune of network and all associated data fill to support relocation Communication of relocation plan to roaming partners Cutover/installation of repeaters Network monitoring and confirming cells are operational</p> <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation] Check and correct network configuration inconsistencies Check grade of service from network statistics Check customer complaint calls Drive test and optimisation campaign for more in depth analysis of area's causing concern</p>
2(iii)	18 Weeks

Scenario 9 (GSM1800 Relocation to blocks between C,D&E)

2(i)	GSM1800 Relocation to blocks between C,D&E
2(ii)	<p>1. Planning: - 9 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 2 weeks</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	11 Weeks

Scenario 10 (GSM1800 Relocation to blocks between D,E&F)

2(i)	GSM1800 Relocation to blocks between D,E&F
2(ii)	<p>1. Planning: - 9 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 2 weeks</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	11 Weeks

Scenario 11 (GSM1800 Relocation to blocks between E,F&G)

2(i)	GSM1800 Relocation to blocks between E,F&G
2(ii)	<p>1. Planning: - 9 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 2 weeks</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	11 Weeks

Scenario 12 (GSM1800 Relocation to blocks between F,G&H)

2(i)	GSM1800 Relocation to blocks between F,G&H
2(ii)	<p>1. Planning: - 9 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 2 weeks</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	11 Weeks

Scenario 13 (GSM1800 Relocation to blocks between G,H&I)

2(i)	GSM1800 Relocation to blocks between G,H&I
2(ii)	<p>1. Planning: - 9 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 2 weeks</p> <ul style="list-style-type: none"> • Survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	11 weeks

Scenario 14 (GSM1800 Relocation to blocks between H,I&J)

2(i)	GSM1800 Relocation to blocks between H,I&J
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2(ii)	<p>1. Planning: - 8 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of BTS equipment/repeater services • Specify and test solutions • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 4 weeks</p> <p>█ [REDACTED]</p> <ul style="list-style-type: none"> • Pre-survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	13 Weeks

Scenario 15 (GSM1800 Relocation to blocks between I,J&K)

2(i)	GSM1800 Relocation to blocks between I,J&K
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2(ii)	<p>1. Planning: - 8 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of BTS equipment/repeater services • Specify and test solutions • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 4 weeks</p> <p>█ [REDACTED]</p> <ul style="list-style-type: none"> • Pre-survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	13 Weeks

Scenario 16 (GSM1800 Relocation to blocks between J,K&L)

2(i)	GSM1800 Relocation to blocks between J,K&L
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2(ii)	<p>1. Planning: - 8 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of BTS equipment/repeater services • Specify and test solutions • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 4 weeks</p> <p>█ [REDACTED]</p> <ul style="list-style-type: none"> • Pre-survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	13 Weeks

Scenario 17 (GSM1800 Relocation to blocks between K,L&M)

2(i)	GSM1800 Relocation to blocks between K,L&M
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2(ii)	<p>1. Planning: - 8 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that require retune • Procurement Ordering and delivery of BTS equipment/repeater services • Specify and test solutions • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 4 weeks</p> <p>█ [REDACTED]</p> <ul style="list-style-type: none"> • Pre-survey of Band selective repeater locations <p>3. Relocation Implementation: - 2 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	13 Weeks

Scenario 18 (GSM1800 Relocation to blocks between L,M&N)

2(i)	GSM1800 Relocation to blocks between L,M&N
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2(ii)	<p>1. Planning: - 12 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that cannot be modified • Procurement Ordering and delivery of equipment/repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 4 weeks</p> <ul style="list-style-type: none"> • Pre-survey of Band selective repeater locations <p>3. Relocation Implementation: - 1 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	18 Weeks

Scenario 19 (GSM1800 Relocation to blocks between M,N&O)

2(i)	GSM1800 Relocation to blocks between M,N&O
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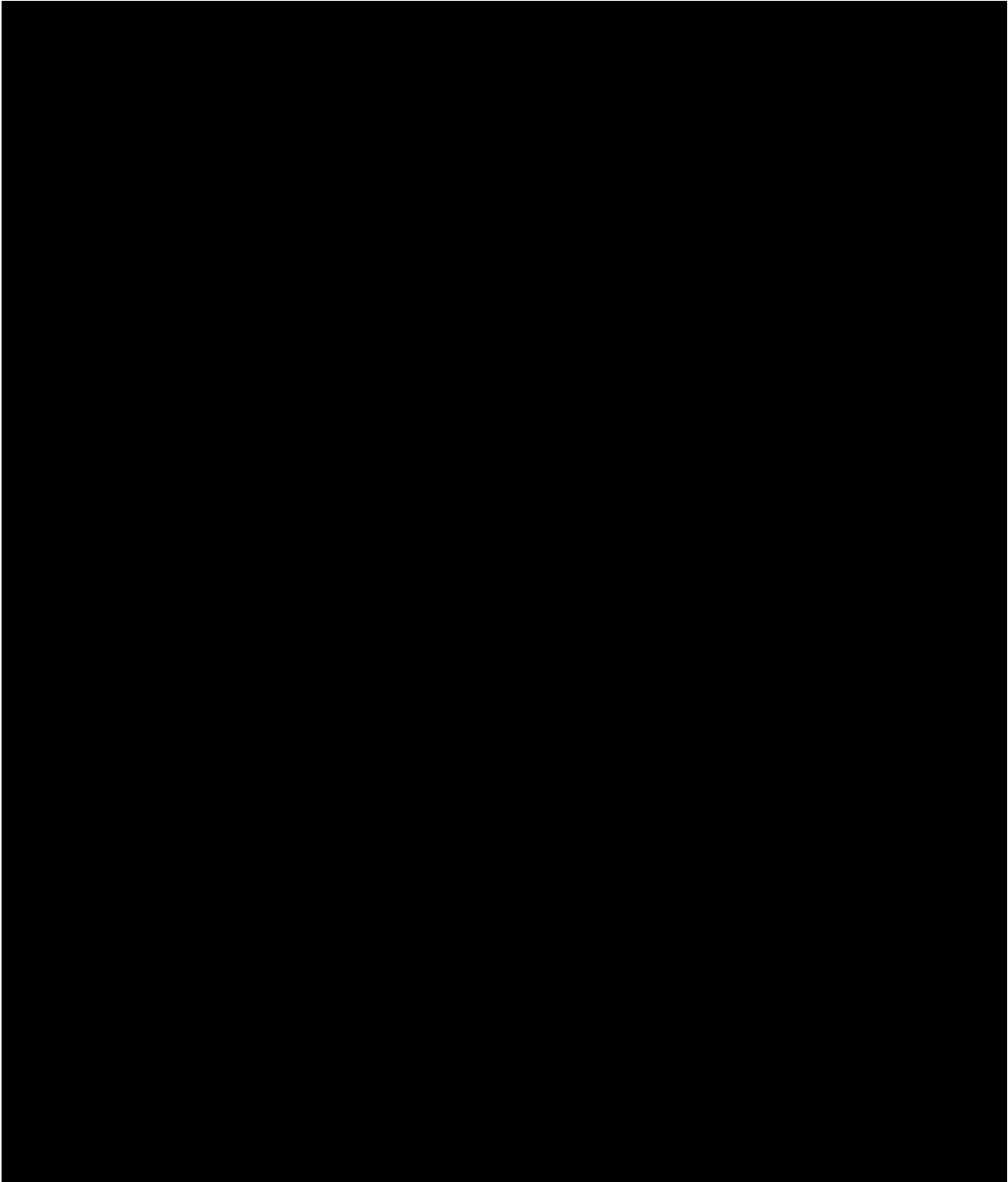
2(ii)	<p>1. Planning: - 12 weeks</p> <ul style="list-style-type: none"> • Resource plan for implementation and verification phases • Identify major upgrade projects and planned lock down • Identify Repeaters that cannot be modified • Procurement Ordering and delivery of equipment/repeater services • Data script functionality • Test process • Disaster recovery plan • Communication Plan for customers <p>2. Pre Relocation Implementation: 4 weeks</p> <ul style="list-style-type: none"> • Pre-survey of Band selective repeater locations <p>3. Relocation Implementation: - 1 week [Part Parallel to Pre Relocation]</p> <ul style="list-style-type: none"> • Data script preparation and validation • GSM1800 retune of network and all associated data fill to support relocation • Communication of relocation plan to roaming partners • Retune of Band Selective Repeaters • Network monitoring and confirming cells are operational <p>4. Verification: - 1 week [Part Parallel to Relocation Implementation]</p> <ul style="list-style-type: none"> • Check and correct network configuration inconsistencies • Check grade of service from network statistics • Check customer complaint calls • Drive test and optimisation campaign for more in depth analysis of area's causing concern
2(iii)	18 Weeks

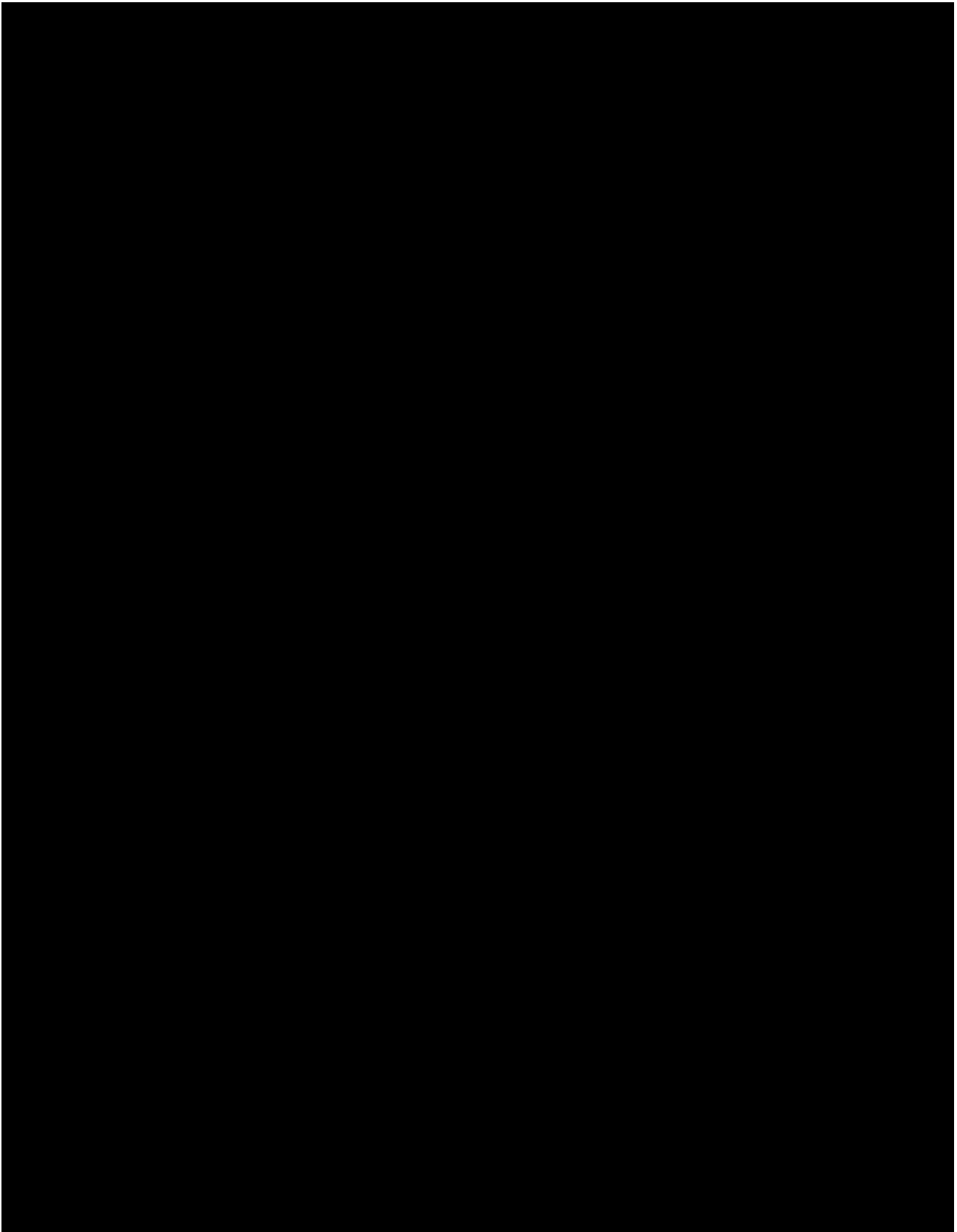
Question 3

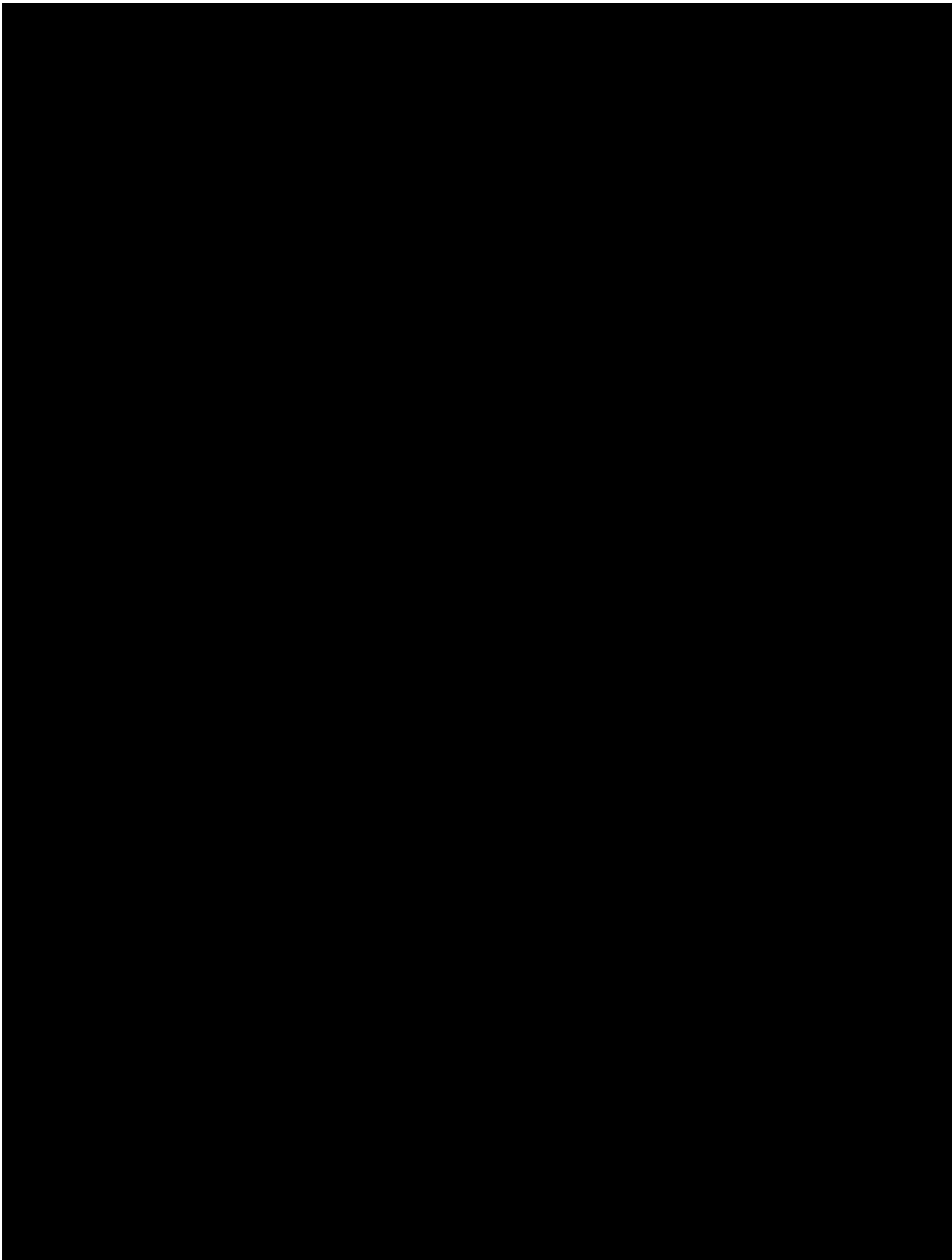
For each Relocation scenario investigated please describe any particular challenges that might be encountered and the mitigation activities that might be taken to address these challenges. This description is to outline:

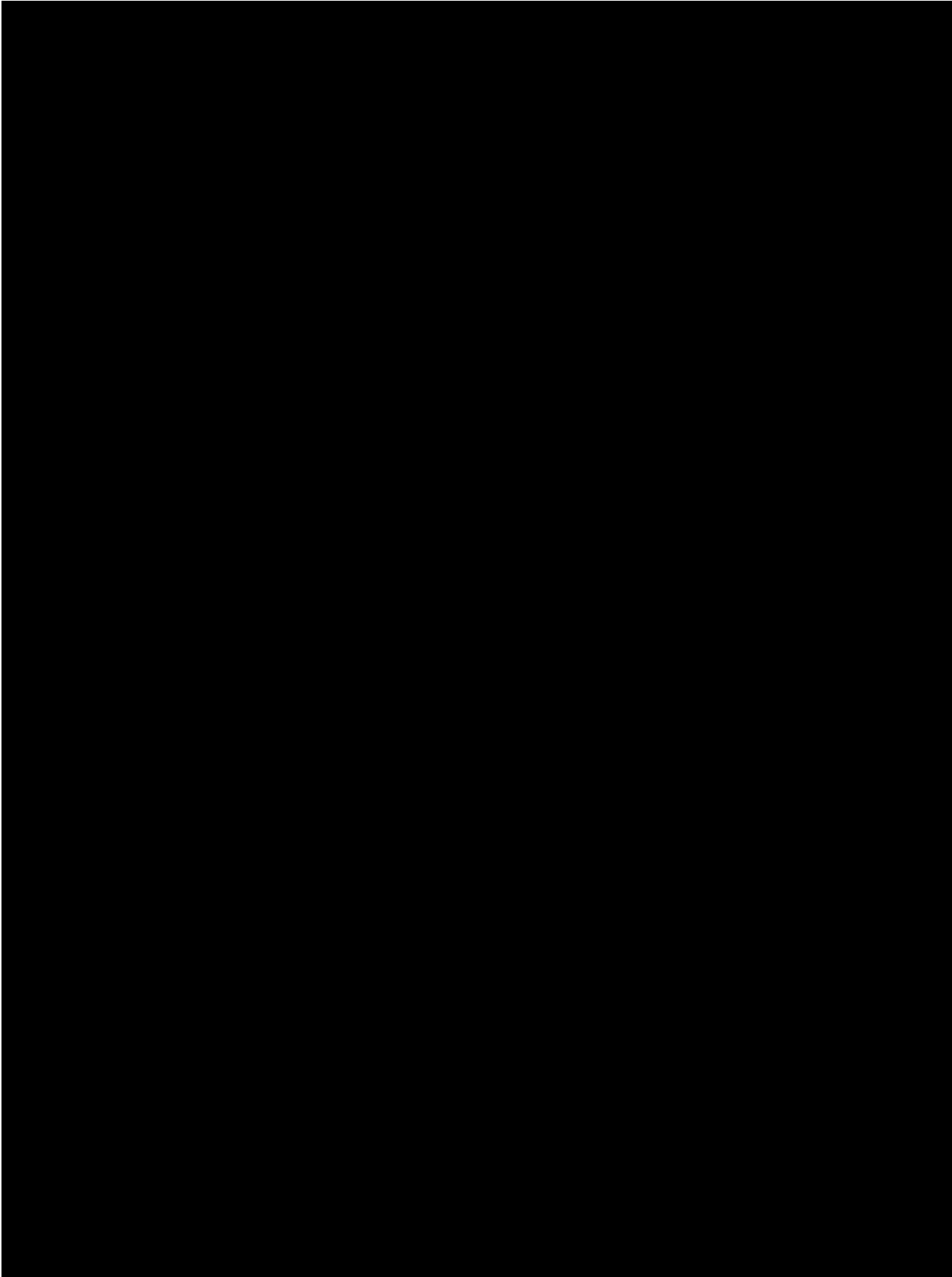
- (i) Any critical stages where your plans might be dependent on third parties and the nature of these dependencies;
- (ii) Any dependencies on the Transition activities of the other Existing GSM Licensees; and
- (iii) Any other sensitivities/risks related to this particular Relocation scenario

Vodafone Response (to cover various scenarios with each scenario inserted into a separate table for ease of reference):









**Question 4**

As a result of the MBSA process, it is possible that your company might have to carry out Relocation activities in both the 900 MHz and the 1800MHz bands. This may be carried out in either a sequential or a simultaneous manner. Please indicate:

Question 4(i)

Whether your pre-planning/planning preparations have investigated these two possibilities; and

Vodafone Response:

- 4(i) Vodafone has carried out pre-planning activities to investigate relocation in the 900MHz and 1800 MHz bands in sequential and a simultaneous manner;

Question 4(ii)

Whether any of the process steps or timescales involved with a Relocation scenario will differ based upon the approach taken (ie a simultaneous or a sequential process). If these process steps or timescales differ, please detail these differences.

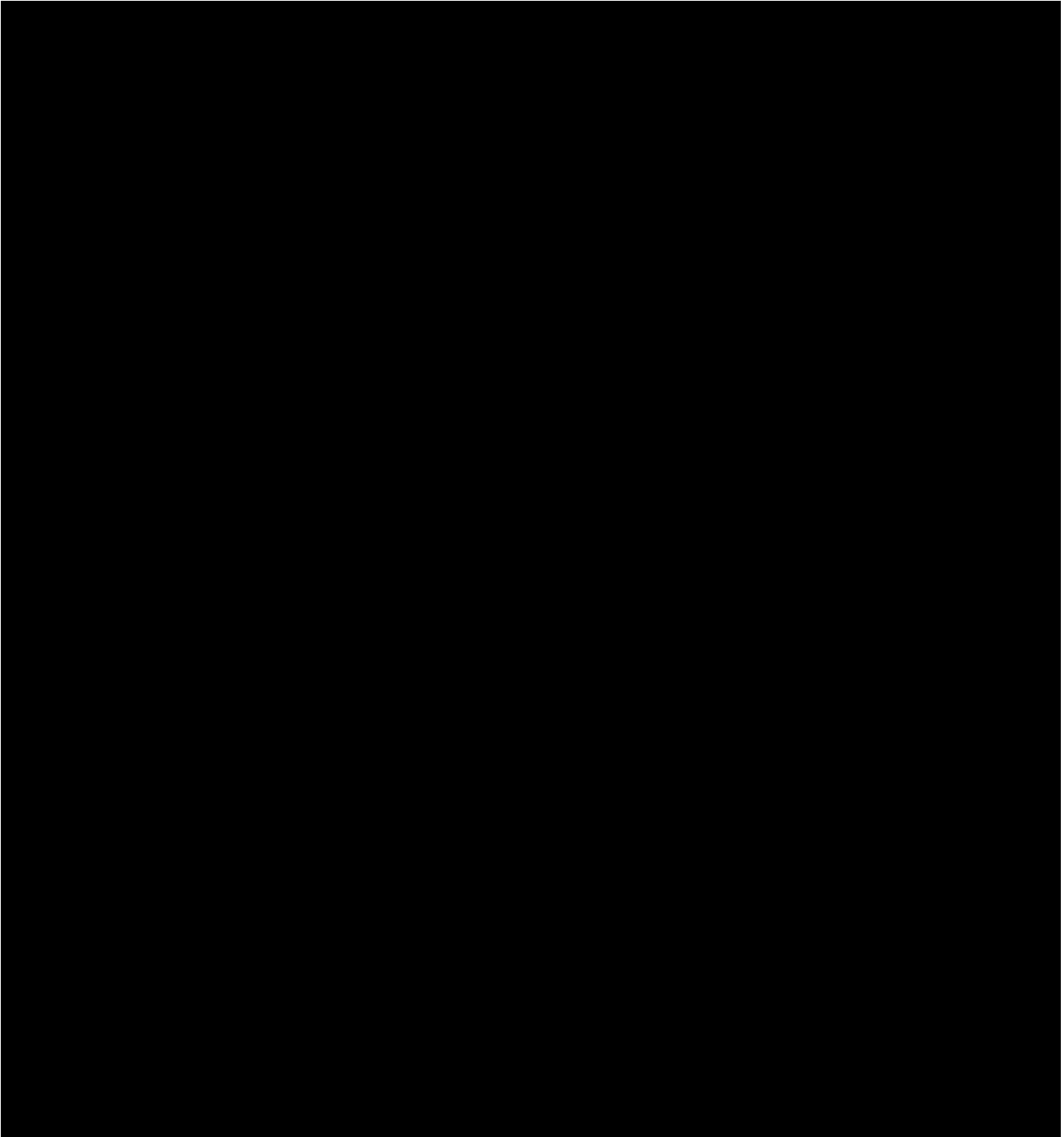
Vodafone Response:

- 4(ii) GSM1800 has shorter lead times for Relocation compared to GSM900 Relocation. There would be an increase in overall timelines by performing all process steps simultaneously. The complexity of Relocation Implementation and Verification would increase if performed simultaneously. There is larger potential for negative customer impact if Relocation Implementation and Verification steps are performed simultaneously.

Question 4(iii)

Please verify your response to questions 1, 2, 3 and 4 above with the submission of pre-planning/planning documentation already prepared related to the Relocation scenarios investigated.

Vodafone Response:

B.2 Retuning Activities

Question 5

Please indicate whether your company has carried out any pre-planning or planning activities to prepare for the possibility of Retuning arising from the MBSA process. If yes to question 5, please answer question 6, and 7 below.

Vodafone Response:

5(i) GSM900

Vodafone's response to ComReg Doc 09/99, Annex 6, The Network Impact of 900 MHz Spectrum Loss, states:

"Vodafone estimate that any credible attempt to replace 900 MHz coverage with alternative spectrum would take between 8- 10 years."

On that basis, Vodafone has not undertaken any further pre-planning or planning activities arising from the MBSA process.

5(i) GSM1800

Vodafone has party specific blocks until December 2014. Vodafone has not undertaken any further pre-planning or planning activities arising from the MBSA process.

Questions 6 and 7

On the basis of Vodafone's responses to question 5, there is no requirement to answer questions 6 and 7 of the Section 13D(i) Information Requirement and we have not included any information in relation to these questions.

Conclusion

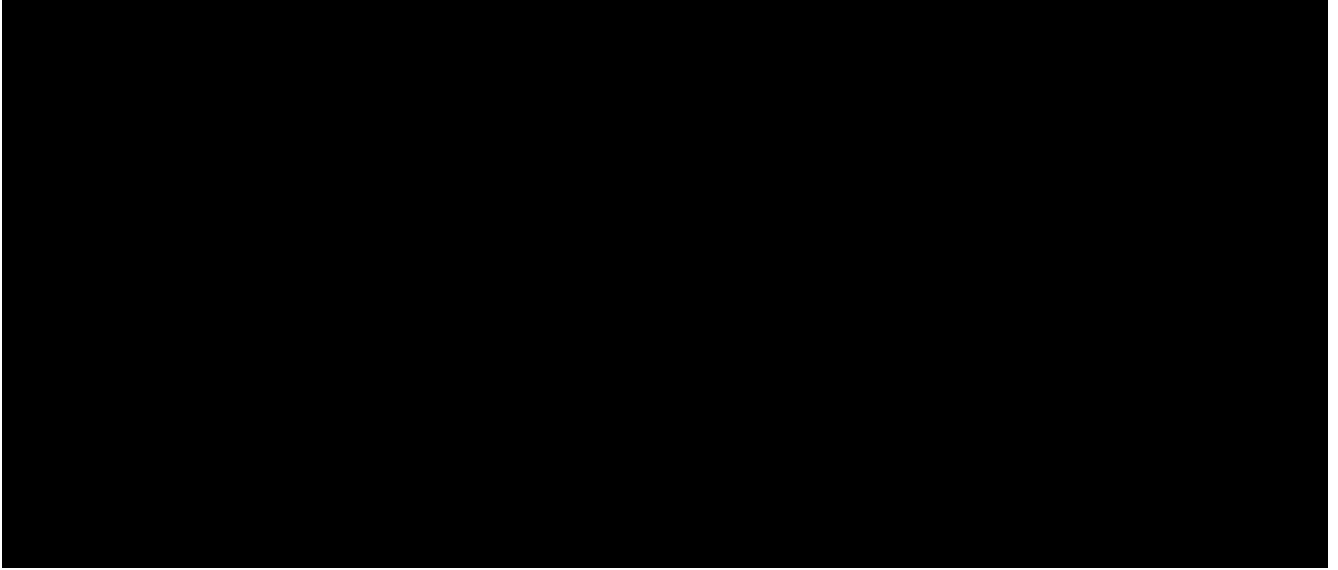
This submission is intended to constitute Vodafone's response to ComReg's Section 13D(i) Information Requirement in respect of the transitional activities arising from the MBSA process. Myself and my team are happy to meet with you and indeed Red-M and Vilicom to discuss further Vodafone's pre-planning and planning transitional activities whenever is convenient next week.

Yours sincerely

Paul Ryan
Director
Vodafone Ireland Limited

APPENDIX 1

**OVERVIEW PRESENTATION
SPECTRUM LOCATION AND NETWORK RETUNE**



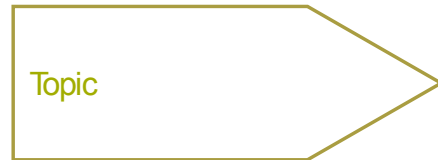
7. Vodafone: Presentation submitted by Vodafone “Spectrum Location and Network Retune” [Redacted] (Presentation submitted 26 October 2012)

Spectrum location and Network retune

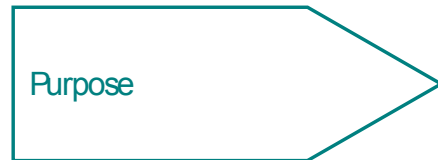
9th October 2012



Objective



Once Vodafone has secured spectrum bandwidth in the main stage of forthcoming spectrum auction, there then follows an assignment stage where we bid for our preferred locations within the 800, 900 and 1800Mhz bands. This presentation sets out various considerations with regard to spectrum location within each band including customer impact, costs and interference issues.



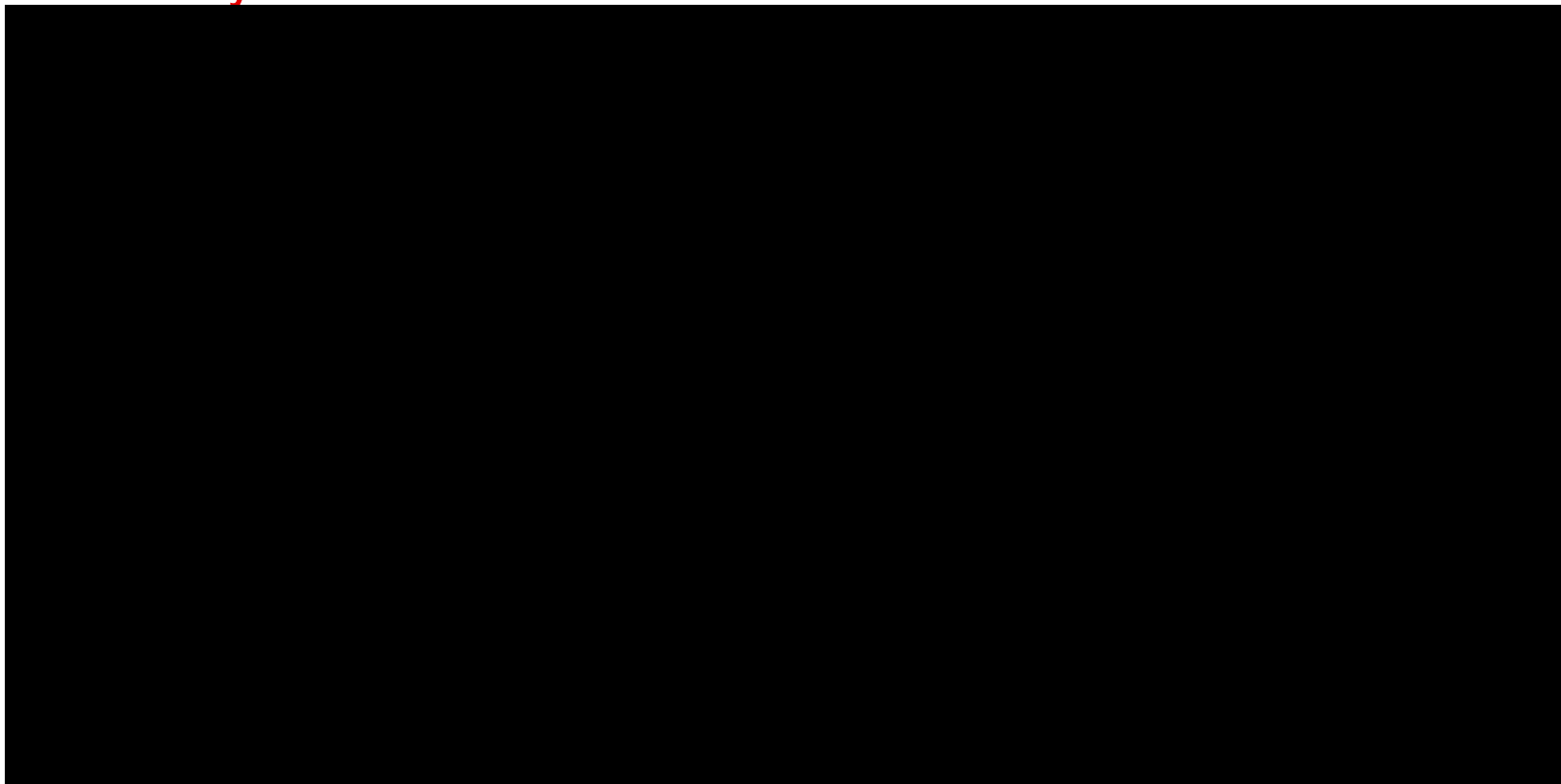
To outline what is a network retune
To review and agree our preferred spectrum locations



Steerco Alignment



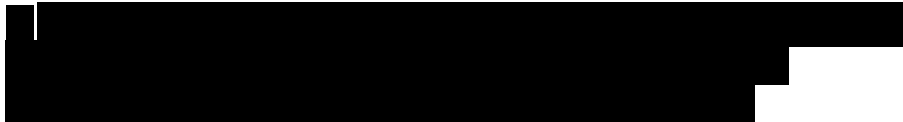
Summary



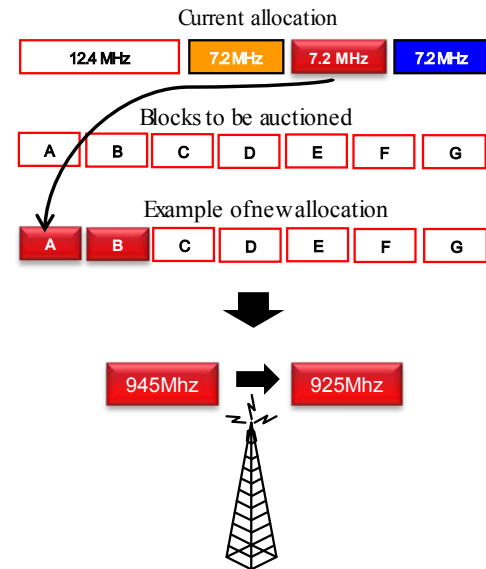
What is a Network retune?

Network retune is where the radio frequencies of our base stations are altered for variety of reasons

- To move to a different part of the spectrum band following a spectrum auction – relocation
- To reduce bandwidth utilised following a reduction in spectrum allocation or to re-farm some bandwidth to another technology
- To improve quality of service and this is typically at site or regional level as oppose to across entire network.



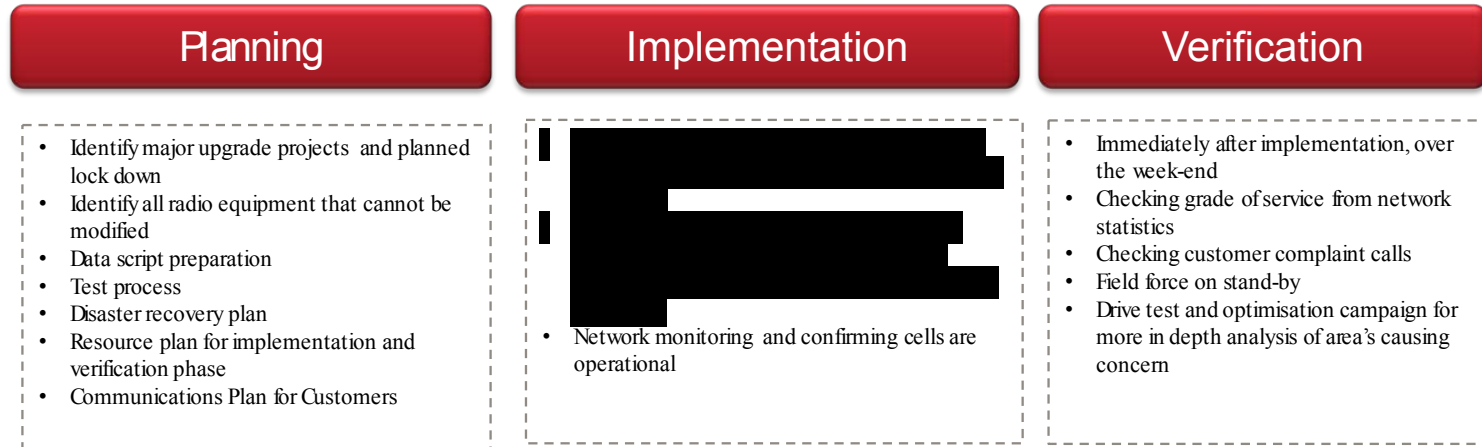
Example of retune in 900 band



A network retune is the process of changing the frequency of operation of base stations across the network



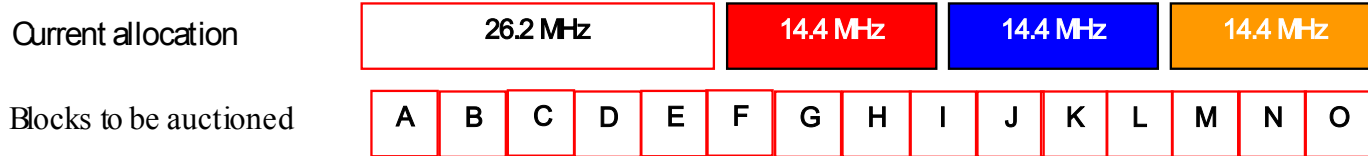
What's involved?



- There are 3 main phases to a re-tuning project
- There are engineering costs to cover both labour and equipment costs
- The timescales for each phase is dependent on scale of modifications required
- If it is a reduction in spectrum, then timescales will be significantly longer and more costly due to need to replace capacity
- In the case of multiple operators moving frequencies, there could be a dependency on each other in the implementation phase which could increase timescales

A network retune needs to be meticulously planned and implemented to ensure minimum impact on our customers.

1800 Band



Time Slot 1	1800/1/A	1800/1/O
Time Slot 2	1800/2/B	1800/2/O

Retune costs and Customer impact

- Retune required in all circumstances as our existing holding does not fall exactly into 5Mhz blocks



800 Band

Current allocation	30 MHz (Analogue TV)						Analogue switch off 24 th Oct 2012
Blocks to be auctioned	A	B	C	D	E	F	

Interference issue and associated costs



Rapid re-tune [REDACTED]

Risk factors:

- HW stock availability
- Logistics – HW delivery on site
- Implementation resources not available in the country
- Site access
- Impact on network availability and customer experience

- [REDACTED]
- [REDACTED]

Assumptions:

- [REDACTED]
- [REDACTED]
- [REDACTED]

[REDACTED]

Time Slice Consideration



Appendix



Guard Band Consideration

- There is a guard band of 200kHz between operators currently operating in the GSM900 and GSM1800 bands. This is an unused bandwidth separating channels to prevent interference and allow each operator to make use of their spectrum without regard to how the spectrum in the adjacent blocks are used.
- However with liberalised spectrum that is technology neutral, guard bands cannot be pre-determined as it will depend on the radio technology used within each assigned frequency block.
- ComReg considers that each new licensee in the 900 MHz and 1800 MHz band will be responsible for the management of their interference within their spectrum assignments, and no guard bands will be set aside by ComReg
- In the absence of bilateral or multilateral agreements between neighbouring Licensees, the Licensee deploying a GSM network in the 900 MHz and/or 1800 MHz band is required to meet the guard band obligation as set down in Decision 2009/766/EC
- ComReg proposes to include a condition that would require the GSM operator to meet the guard band obligation as set down in Decision 2009/766/EC and Decision 2011/251/EU

█ [Redacted]

Guard Band Impact on 900 band

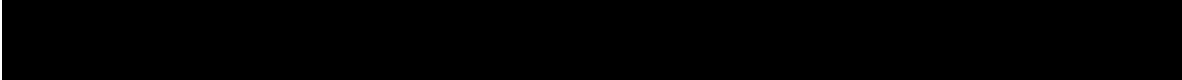
GSM channels available for Vodafone	[Redacted]
24	GSM GSM UMTS UMTS
23	GSM UMTS GSM UMTS
23	UMTS GSM UMTS UMTS
23	UMTS UMTS GSM UMTS
24	GSM GSM UMTS GSM
24	GSM UMTS GSM GSM

[Redacted]

Estimated GSM channels available for Vodafone based on coordinated operation of Vodafone's GSM and UMTS 900 and un-coordinated operation with other operators in adjacent blocks

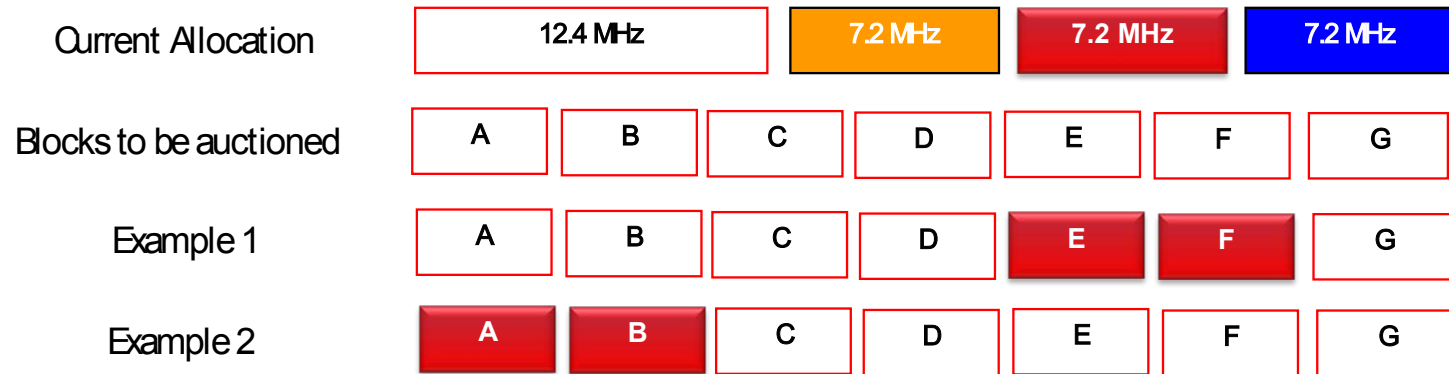
To maximise the GSM channels for Vodafone requires agreement with one to two other operators on use of adjacent blocks [Redacted]

[Redacted]

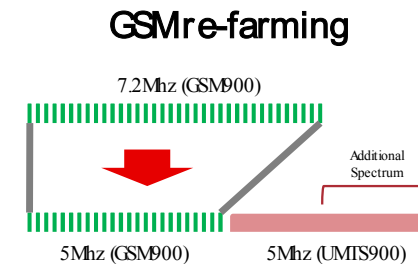


Example

900 MHz band



- Example 1: In the case that we acquire blocks E and F then no re-tune of network in the 900 band is required as we would be within our existing allocation. (However in order to utilise UMIS900, a re-tune would be needed to reduce the GSM bandwidth from 7.2MHz to 5MHz and this would be within Vodafone's time control)
- Example 2: In this case a network re-tune is required as per any other allocations



8. ComReg: letter to Vodafone “MBSA Process” (letter dated 20 November 2012)

**By Hand**

20 November 2012

Paul Ryan
Strategy Director
Vodafone Ireland Limited
MountainView
Leopardstown
Dublin 18

MBSA process

Dear Mr. Ryan

I am writing to you in your capacity as principal Authorised Agent of Vodafone further to the conclusion of the Assignment Round of the Multi-Band Spectrum Award on Wednesday 14 November 2012.

Negotiation Phase

As mentioned in Wednesday's EAS announcement, the Negotiation Phase has, in accordance with paragraph 3.157 of the Information Memorandum ('IM'), commenced and will run for a two week period until 16.00 GMT Wednesday 28 November 2012.

In addition, and in accordance with Section 4.5.10 of the IM, during this two week period Winning Bidders have the opportunity to agree amongst themselves an alternative configuration of assignments to facilitate contiguity of spectrum holdings. If Winning Bidders generate and agree on an alternative assignment plan for a band, ComReg will adopt this plan for that band.

As noted in paragraph 4.236 of the IM, as part of this Negotiation Phase ComReg will allow two or more Winning Bidders to 'swap' equivalent radio frequency assignments which they would otherwise have been allocated pursuant to the Assignment Round, providing that this is agreed among these Winning Bidders and does not affect the other Winning Bidders or is consented to by affected Winning Bidder(s). This would require only the consent of those parties swapping the relevant frequency assignments and affected parties as appropriate, which might not be all parties. Unaffected Winning Bidders (and Existing GSM Licensees if

1

applicable) from the Assignment Round would have no power to block this negotiated outcome.

In the IM (see for example paragraph 4.211) ComReg stated that any unallocated Lots would be located contiguously in the presentation of assignment options in the Assignment Round. Winning Bidders will note that there are three unallocated Lots in a contiguous block (Lots I, J, K) in Time Slice 1 in the 1800 MHz band. Noting ComReg's position in Decision D04/12 that unsold lots will not be allocated for a reasonable period after the process, and, in any event, will not be allocated for a period of at least 1 year, ComReg considers that it would be appropriate, in terms of ensuring the effective management and encouraging the efficient use of radio frequencies and in the circumstances of avoiding the requirement for Transition Activities between Time Slice 1 and Time Slice 2, to permit assignment outcomes where the location of one or more of these unallocated Lots would vary from its current location in Lots I, J or K. Winning Bidders should therefore consider the above when considering and suggesting alternative assignment outcomes in the Negotiation phase,

Any negotiated agreement to which Vodafone is a party must be signed by an Authorised Agent of Vodafone and submitted in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 28 November 2012. This submission is also to include an electronic version of this negotiated agreement on CD-ROM.

Please note that the parties to any such agreement need to ensure that it is drafted to reflect the conditional nature of the agreement which will be subject to ComReg's approval and subject to the Notification and Grant Stage concluding as the parties anticipate.

Notification of Lots retained for GSM Purposes

For the purposes of implementing the Notification and Grant Stage, Winning Bidders who partially liberalised existing GSM rights in Time Slice 1 must identify the Lots that they wish to retain as part of their existing GSM Licence.

Additionally where the position of these GSM Lots is adjacent to another Winning Bidder, the Winning Bidder is to indicate to ComReg whether it has a technical co-existence agreement with this neighbouring Winning Bidder that would permit it to use less stringent technical parameters than those set out in the Annex to EC Decision 2009/766/EC, as amended. As stated in the IM, the number of GSM channels that can be maintained in any Lots retained as part of their existing GSM Licence will be determined by ComReg using the technical co-existence rules set out in EC Decision 2009/766/EC, as amended.

This information is to be submitted in writing to Samuel Ritchie in ComReg by 16.00 GMT on Wednesday 28 November 2012.

Transition Project Proposal

ComReg will write to you in due course on the Transition Project Proposal.

Competition Law Restrictions

When engaging in communications and/or meetings with other parties during the Negotiation Phase and the formulation of a Transition Project Proposal, as appropriate, Winning Bidders should remain cognisant of their obligations under the IM and under Irish and EU competition law, in particular, the prohibitions under section 4 of the Competition Act 2002 (as amended) and Article 101 of the Treaty on the Functioning of the European Union. Nothing in this notice, in the IM or in any other communication issued by ComReg under the Award Process, should be construed as permitting, requiring or facilitating a breach of Irish or EU competition law or any other statute or law.

ComReg would point out that communications and/or meetings between Winning Bidders and Existing GSM Licensees concerning the Negotiation Phase and the formulation of a Transition Project Proposal should be strictly confined to those topics and to the minimum communications necessary to achieve the relevant objectives set out in the IM.

Where a party to such communications and or meetings knows or has reason to suspect that a breach of competition law may have occurred or may occur by virtue of such communications, they are required to notify ComReg immediately of this possibility and ComReg may engage with the Competition Authority further to such notification.

Confidentiality

Finally, ComReg would like to remind you of your obligations in relation to confidentiality under statute and under the terms of the IM.

Yours Sincerely



Dr. Samuel Ritchie

9. Vodafone: letter to ComReg “Multi-Band Spectrum Auction (“MBSA”) Process” (letter dated 21 November 2012)



21 November 2012

Samuel.ritchie@comreg.ie

Dr. Samuel Ritchie
Multi-Band Spectrum Award
Commission for Communications Regulation
Abbey Court, Irish Life Centre
Lower Abbey Street
Dublin 1
BY EMAIL



Re: Multi-Band Spectrum Auction ("MBSA") Process

Dear Dr Ritchie,

I refer to your letter dated 20 November last and note the contents thereof.

Vodafone Ireland Limited ("**Vodafone**") acknowledges that the Negotiation Phase of the MBSA has now commenced and will run for a two week period until 4:00pm on Wednesday 28 November next. Vodafone also notes that as part of this Negotiation Phase, Winning Bidders can agree amongst themselves an alternative configuration of assignments to facilitate contiguity of spectrum holdings and that if required, Winning Bidders have the ability to 'swap' equivalent radio frequency assignments which they would otherwise have been allocated pursuant to the Assignment Round.

However, Vodafone has significant concerns regarding ComReg's proposal for the treatment of unallocated Lots (I, J and K) in Time Slice 1 in the 1800 MHz band, which appears to represent a significant departure from the provisions of the Information Memorandum ("**IM**"). As you reference in your letter, paragraph 4.211 of the IM clearly provides that any unallocated Lots would be located contiguously in the presentation of assignment options in the Assignment Round. Notwithstanding this, ComReg appears to now be deviating from this stated position and is prepared to permit assignment outcomes where the location of one or more of these unallocated Lots would vary from its current location in Lots I, J or K. Vodafone notes that as a basis for this approach ComReg believes it would be appropriate "*in terms of ensuring the effective management and encouraging the efficient use of radio frequencies and in the circumstances of avoiding the requirement for Transition Activities between Time Slice 1 and Time Slice 2*".

Vodafone believes ComReg's proposal to vary the location of some or all of locations of the unallocated Lots from its current location is flawed on the basis that the approach could, in certain circumstances, result in certain Winning Bidders obtaining a significantly more favourable outcome, from both a cost and a frequency assignment perspective, than that which they secured from the MBSA process and following the Assignment Round. Each participant in the MBSA had the opportunity to secure their preferred radio frequency assignments on the basis of the Lots that they bid for in each Time Slice and the amounts they were prepared to commit to secure these preferences. All parties were fully aware that depending on the outcome of the MBSA, a process of assignment activities for the various spectrum bands would be required. It would seem reasonable to assume that the auction

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Registered Office: MountainView, Leopardstown, Dublin 18. Registered in Ireland No. 326967
Directors: Jeroen Hoencamp (CEO) (NL) (Chairman), Thomas Reisten (DE), Paul Ryan.

strategy of each participant would have taken this into account and the cost implications of this assignment activity would have been factored into each participant's costing strategy for the MBSA process.

Vodafone was fully cognisant of ComReg's stated position regarding the treatment of unallocated Lots from the outset of this process and how the positioning of any unallocated Lots might ultimately impact Vodafone once the results of the MBSA process were known. Clause 4.211 of the IM was explicit in this regard. As a direct consequence, Vodafone modelled and devised its MBSA strategy accordingly. ComReg's unilateral and apparently unprompted decision to vary the treatment prescribed in the IM for unallocated Lots following the completion of the MBSA is simply unacceptable at this juncture in the process. By adopting this approach, ComReg may unwittingly compromise the MBSA process and outcome which we are sure is not the intention. It is highly probable that Vodafone and other auction participants could have adopted a different auction strategy in circumstances where ComReg's approach to the treatment of unallocated Lots was not as prescribed in the IM. For ComReg to propose a new approach at this point, outside of the stated parameters of the IM, which potentially results in a Winning Bidder being in a position to significantly reduce their costs, minimise their assignment activities and reduce any commercial and technical inconvenience associated with required assignment activity is in Vodafone's view unfair, unacceptable and potentially grants to Vodafone's competitors an advantage that they would not otherwise have gained.

For the reasons noted, Vodafone prevails upon ComReg to reconsider its decision and adhere to the stated provisions of the IM which provide that any unallocated Lots would be located contiguously in a Time Slice in a band. This will ensure that no Winning Bidder(s) can obtain a competitive advantage that might adversely prejudice any other Winning Bidders in the process.

Pending receipt of a satisfactory response from you on this issue Vodafone fully reserves all of its rights in this matter.

Yours sincerely



Paul Ryan
Director
Vodafone Ireland Limited

10. ComReg: letter Vodafone “MBSA Process” (letter dated 23 November 2012)



By Hand - [REDACTED]

23 November 2012

Mr Paul Ryan
Strategy Director
Vodafone Ireland Limited
MountainView
Leopardstown
Dublin 18

MBSA Process

Dear Mr Ryan,

I refer to the above matter and to your letter dated 21 November 2012.

ComReg and Vodafone appear to be in agreement that, pursuant to the provisions of the Information Memorandum, the assignment options for Winning Bidders in the Assignment Round were constrained such that all unallocated Lots would be located contiguously following the Assignment Round. However, ComReg notes that this constraint was confined to the outcome of the Assignment Round (see, in particular, section 4.5 of the Information Memorandum) and, at no point does the Information Memorandum seek to impose a similar constraint on the outcome of the Negotiation Phase. ComReg does not therefore accept your assertion that it was intended, or that each participant should have assumed, that this constraint applied equally to the Negotiation Phase.

ComReg also does not accept Vodafone's suggestion that ComReg's willingness to consider efficiency proposals in relation to Lots I, J and K in the 1800 MHz band somehow grants an unfair competitive advantage to Vodafone's competitors. Indeed, your letter implicitly acknowledges that all participants devised their auction strategies on the basis of the same information. In any case, ComReg notes that the Negotiation Phase is on-going and that the appropriateness of any proposal cannot be assessed until one is actually received.

ComReg would note that the purpose of ensuring that unallocated Lots would be located contiguously following the Assignment Round was to ensure that such spectrum could be allocated efficiently in any future assignment process. However, given that this spectrum cannot be allocated for a period of at least one year and that these Lots will remain unallocated for Time Slice 1 only (with assignment to H3GI in Time Slice 2), the potential for an efficient allocation of this unallocated spectrum to a third party is quite limited. As such, ComReg's willingness to consider proposals in relation to this spectrum which optimise

efficiency is entirely reasonable in terms of ensuring the effective management and encouraging the efficient use of radio frequencies.

ComReg also notes that your difficulties with its proposal appears to be based on the view that ComReg should not entertain any alternative efficient outcomes which reduce the Relocation requirements for some MNOs or which do not also somehow benefit Vodafone (who, based on the results of the Assignment Round, is not required to relocate). ComReg is of the view that such an approach would run contrary to the principles of the IM and ComReg's statutory objectives including, in particular, encouraging efficient use and ensuring the effective management of radio frequencies. ComReg is also concerned that Vodafone's position appears to run contrary to the intent of the Negotiation Phase and objectives of the Transition Project Plan, and, in particular, that of ensuring timely and efficient Transition activities. ComReg would expect that all parties to discussions in the Negotiation Phase and on a Transition Project Proposal engage on the basis of achieving those objectives.

Finally, and for the avoidance of doubt, ComReg has not made a proposal as to the type of band reorganisation that Winning Bidders should propose. Instead, ComReg has indicated that it will consider a proposal from Winning Bidders which involves a variation in the current location of one or more of the unallocated Lots in the 1800 MHz band.

Please note that ComReg intends to publish this exchange of correspondence in accordance with its guidelines on the treatment on confidential information.

Yours sincerely,



Dr. Samuel Ritchie

11. ComReg: letter to Vodafone “All Winning Bidders in the MBSA process – The Transition Phase” (letter dated 27 November 2012)

**By Hand**

27 November 2012

Paul Ryan
Strategy Director
Vodafone Ireland Limited
Mountain View
Leopardstown
Dublin 18

All Winning Bidders in the MBSA process – The Transition Phase

Dear Mr. Ryan

I am writing to you in your capacity as principal Authorised Agent of Vodafone further to the Electronic Auction System ('EAS') notification of 14 November 2012 and my subsequent letter to you on 20 November 2012.

At this point in time you will be aware that:

- the results of the Main Stage and the Assignment Round of the Multi-Band Spectrum Award ('MBSA') process have been notified to each Bidder. These results were subsequently made public by ComReg in Document 12/123;¹
- the Negotiation Phase is currently in progress and the deadline for the notification of any negotiated alternative spectrum assignments to ComReg for its consideration is 16.00 GMT on 28 November 2012. As stated in the letter of 20 November 2012: *"Any negotiated agreement to which Vodafone is a party must be signed by an Authorised Agent of Vodafone and submitted in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 28 November 2012. This submission is also to include an electronic version of this negotiated agreement on CD-ROM."*;
- the Negotiation and Grant Stage will follow the Negotiation Phase; and
- the four-week period to collectively formulate and submit a Transition Project Proposal to ComReg is currently in progress. The deadline for the submission of any

¹ Document 12/123 "Results of the Multi-Band Spectrum Auction", Information Notice, published 15 November 2012.

such proposal is 16.00 GMT Wednesday 12 December 2012, unless a shorter period is considered sufficient and notified to ComReg in the interim.

The remainder of this letter focuses on the Transition Phase (as defined in Document 12/127²) of the MBSA process and discusses the Transition Project Proposal, the provision of information to ComReg during the four week Transition Project Proposal discussion period, and the Transition Project Plan.

The Transition Project Proposal

As noted above, the four-week period to collectively formulate and submit a Transition Project Proposal to ComReg is currently in progress and the deadline for the submission of any such Proposal is 16.00 GMT Wednesday 12 December 2012, unless a shorter period is considered sufficient and notified to ComReg in the interim.

Any Transition Project Proposal submitted to ComReg must be prepared in accordance with Section 3.8 of the Information Memorandum ('IM') and, in particular, it should satisfactorily address the matters set out in paragraph 3.159 including:

- the identification of Transition activities and the setting of milestone dates such that the Transition activities in a band are completed by the deadline date. As mentioned in the EAS notification to Winning Bidders of 14 November 2012, ComReg is currently reviewing the deadline date for the completion of all Transition activities in the 900 MHz and 1800 MHz bands prior to the commencement date of Lots in Time Slice 1. While ComReg envisages that the overall timeframe required for the Transition Phase is likely to be a few months,³ ComReg will not be in a position to finalise this deadline date until later in the process when the Transition Project Plan is finalised;
- the incorporation of appropriate, robust and transparent measures to allow ComReg (including any of its agents or servants) to monitor compliance with the finalised Transition Project Plan. For example, this could be a regular update report and/or a meeting provided by each of the Existing GSM Licensees to ComReg (including any of

² Document 12/127 "Proposal to Extend the Duration of Existing Interim GSM 900 MHz Rights of Use", Consultation and Draft Decision, published 23 November 2012.

³ An analysis of the results of the Main Stage and the Assignment Round in relation to the Transition Phase and expected commencement date of Lots has been provided by ComReg in section 2.2 of Document 12/127.

As noted in that document, under certain circumstances:

- only two Existing GSM Licensees (Meteor and Telefónica O2) would be required to carry out Relocation activities in the 900 MHz band in advance of Time Slice 1; and
- only two Existing GSM Licensees (Vodafone and Telefónica O2) would be required to carry out Relocation activities in the 1800 MHz band in advance of Time Slice 1.

its agents or servants) in respect of its progress against its Transition milestones and activities; and

- the attribution and acceptance of liability for liquidated damages in accordance with the provisions set out in Section 3.8 of the IM.

ComReg strongly encourages the Existing GSM Licensees to involve H3GI (as a Winning Bidder) in communications aimed at preparing and submitting the Transition Project Proposal. Amongst other things, ComReg believes that this could result in more efficient Transition activities and appropriate milestones being proposed, which in turn could reduce the time required to finalise the Transition Project Plan and minimise any delay in the availability of Lots to any or all Winning Bidders.

Any Transition Project Proposal agreed among the Existing GSM Licensees, and if applicable H3GI (as a Winning Bidder), must be signed by an Authorised Agent of each party to the Transition Project Proposal. Each party to the Transition Project Proposal is then to submit the proposal in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 12 December 2012. This submission is also to include a CD-ROM containing an electronic copy of the signed Transition Project Proposal, and documentation supporting the milestones and timeframes in the Proposal that relate to this party.

The provision of information to ComReg during the Transition Project Proposal discussions

ComReg proposes that its consultants⁴ Red-M Wireless Limited and Vilicom Limited ('Red-M/Vilicom'), and a ComReg representative, meet with each of the GSM Licensees and H3GI to discuss the Transition activities required in the 900 MHz and 1800 MHz bands prior to the commencement of Lots in Time Slice 1. This would enable ComReg to monitor the progress of the Transition Project Proposal discussions and to further inform its consideration of the appropriate milestones and deadline for Transition activities and, in particular, the preparation of a Transition Project Plan in the event that a Transition Project Proposal satisfying the requirements of the IM is not submitted by 12 December 2012.

The scope of this meeting would be to discuss, and collect information and documentation on, the Transition activities that your company has already carried out and the Transition activities that remain to be completed and the associated plans to carry out these tasks. To assist you in preparing for this discussion, ComReg, having consulted Red-M/Vilicom, suggests the following discussion items:

- preparation for implementation to date;
- outline project plan; and

⁴ ComReg has contracted Red-M Wireless Limited and Vilicom Limited ('Red-M/Vilicom') to provide expert technical advice to ComReg on the Transition activities associated with the MBSA process.

- issues foreseen.

To facilitate a meeting with appropriate, qualified personnel in your Company, and given the time remaining until the submission of a Transition Project Proposal, ComReg proposes that this meeting take place at your premises (or alternatively at ComReg's premises should that be more convenient) in the morning of 3 December 2012.

To confirm the arrangements for this meeting, **you should contact Louise Hopkins of Vilicom at +087 987 6526 by Wednesday 28 November 2012.**

Should it not be possible to obtain adequate information on Transition activities under the above proposal, ComReg reserves its rights to request information via other appropriate means.

The Transition Project Plan

Assuming that a Transition Project Proposal is submitted by the deadline of 12 December 2012, ComReg:

- will progress the matter in consultation with Winning Bidders and Existing GSM Licensees with a view to finalising a Transition Project Plan; and
- envisages that the earliest date that a Transition Project Plan could be finalised would be late December 2012 or early January 2013. This timing would, of course, depend on the level of agreement on the timeframes and milestones in the Transition Project Proposal between Existing GSM Licensees and other Winning Bidders.

In the event that Existing GSM Licensees are unable or unwilling to submit a Transition Project Proposal by the stipulated time, ComReg will, in accordance with Section 3.8 of the IM, formulate and implement a Transition Project Plan, following appropriate consultation or discussion with Winning Bidders and Existing GSM Licensees. In any case, ComReg will take appropriate and effective measures to ensure that there is no undue delay in the availability of liberalised spectrum.

ComReg reserves the right to make a final and binding decision on any and all matters following appropriate consultation. In line with ComReg's Decision as set out in Document 12/25, all Winning Bidders and Existing GSM Licensees are required to abide by the Transition Project Plan including the provisions relating to liquidated damages.

Once the Transition Project Plan is finalised, it will be published on ComReg's website, having regard to the provisions of ComReg's Guidelines on the Treatment of Confidential Information as set out in Document 05/24. ComReg reserves and retains the discretion to vary the Transition Project Plan as appropriate.

Competition Law Restrictions

When engaging in communications and/or meetings with other parties during the Negotiation Phase and the formulation of a Transition Project Proposal, as appropriate, Winning Bidders should remain cognisant of their obligations under the IM and under Irish and EU competition law, in particular, the prohibitions under section 4 of the Competition Act 2002 (as amended) and Article 101 of the Treaty on the Functioning of the European Union. Nothing in this notice, in the IM or in any other communication issued by ComReg under the Award Process, should be construed as permitting, requiring or facilitating a breach of Irish or EU competition law or any other statute or law.

ComReg would point out that communications and/or meetings between Winning Bidders and Existing GSM Licensees concerning the Negotiation Phase and the formulation of a Transition Project Proposal should be strictly confined to those topics and to the minimum communications necessary to achieve the relevant objectives set out in the IM.

Where a party to such communications and/or meetings knows or has reason to suspect that a breach of competition law may have occurred or may occur by virtue of such communications, they are required to notify ComReg immediately of this possibility and ComReg may engage with the Competition Authority further to such notification.

Confidentiality

Finally, ComReg would like to remind you of your obligations in relation to confidentiality under statute and under the terms of the IM.

Yours Sincerely

A handwritten signature in black ink, appearing to read 'S. Ritchie', with a long horizontal stroke extending to the right.

Dr. Samuel Ritchie

12. Vodafone: letter to ComReg “Transitional Project Proposal” (letter dated 12 December 2012)

Dr. Samuel Ritchie
Multi-Band Spectrum Award
Commission for Communications Regulation
Abbey Court, Irish Life Centre
Lower Abbey Street
Dublin 1

Re Transition Project Proposal

Dear Dr Ritchie,

In line with the provisions of the your letter of the 27 November last, Vodafone Ireland Limited (“**Vodafone**”) has met with all of the other Winning Bidders in the Multi-Band Spectrum Auction with a view to agreeing a Transition Project Plan.

In the course of discussions, Meteor and O2 produced documents setting out proposed dates for the required spectrum moves which dates are set out in the attached documents . (Draft TPP10 Dec12.pptx and Spectrum Transition Plan.pptx).

Vodafone hereby confirms that we have no objection to the dates proposed by Meteor and O2 for their required spectrum moves.

Regards

Paul Ryan
Director
Vodafone Ireland Limited



Spectrum Transition
Plan.pptx



Draft TPP
10Dec12.pptx

13. Vodafone: letter to ComReg “Vodafone Ireland Ltd. Comments on ComReg’s Transition Project Proposal” (letter dated 17 January 2013)



17 January 2013

Kevin Kennedy
Spectrum Development Manager,
Commission for Communications Regulation,
Block DEF, Abbey Court,
Irish Life Centre,
Lower Abbey Street,
Dublin 1.

Re: Vodafone Ireland Ltd. Comments on ComReg's Transition Project Proposal

Dear Kevin,

In relation to Samuel Ritchie's letter of 21st December on the Transition Project Proposal, I can confirm that Vodafone has no objections to the adoption of the Recommended Transition Plan as the finalised Transition Project Plan.

Vodafone notes ComReg's position on Liquidated Damages as set out in that letter. With respect to the Transition Activities required to be undertaken by Vodafone in the 1800 MHz Band, it is our interpretation of the terms relating to the calculation of Liquidated Damages (Document 12/25 and Section 3.8.2 of the Information Memorandum) that the Liquidated Damages for which Vodafone could potentially be liable, would be valued at €0.

The basis for this view is that, because no Licensee is to be assigned the 1800 MHz spectrum we are required to vacate under the Transition Project Plan until July 2015, no loss would be incurred to any other Licensee from delay beyond the timelines set out in the Plan. Nor would ComReg incur any loss in terms of spectrum licence fee payments being reduced or deferred.

Yours Sincerely

A handwritten signature in blue ink, appearing to read 'Eileen Maher'.

Eileen Maher
Head of Strategic Projects
Vodafone Ireland Limited

Vodafone Ireland Limited

MountainView, Leopardstown, Dublin 18, Ireland
T - +353 (0)1 203 7777 F - +353 (0)1 203 7778 W - www.vodafone.ie

Registered Office: MountainView, Leopardstown, Dublin 18. Registered in Ireland No. 326967
Directors: Jeroen Hoencamp (CEO) (NL) (Chairman), Thomas Reisten (DE), Paul Ryan

14. Vodafone: letter to ComReg “Vodafone Ireland Ltd. Spectrum Transition Activities” (letter dated 31 January 2013)



31 January 2013

Dr. Samuel Ritchie
Spectrum Operations Manager,
Commission for Communications Regulation,
Block DEF, Abbey Court,
Irish Life Centre,
Lower Abbey Street,
Dublin 1.

Re: Vodafone Ireland Ltd. Spectrum Transition Activities

Dear Samuel,

I refer to the Transition activities required to be completed by Vodafone in the 1800 MHz spectrum band by today (31st January 2013) and set out in ComReg's Transition Project Proposal, as detailed in your letter of 21st December.

I can confirm that Vodafone has now completed the Transition activities in respect of the 1800 MHz band as specified in the Transition Project Proposal.

Yours Sincerely

A handwritten signature in blue ink that reads "Eileen Maher".

Eileen Maher
Head of Strategic Projects
Vodafone Ireland Limited

Vodafone Ireland Limited

MountainView, Leopardstown, Dublin 18, Ireland
T - +353 (0)1 203 7777 F - +353 (0)1 203 7778 W - www.vodafone.ie

Registered Office: MountainView, Leopardstown, Dublin 18. Registered in Ireland No. 326967
Directors: Jochen Hornkamp (CEO) (NL) (Chairman), Thomas Reisten (CE), Paul Ryan

15. Telefonica: letter to ComReg “Transition Planning” (letter dated 19 October 2012)



19th October 2012

Dr Samuel Ritchie
Commission for Communication Regulation
Abbey Court
Irish Life Centre
Lower Abbey Street
Dublin 1

Transition Planning

Dear Dr Ritchie

I refer to the letters received from ComReg on 15th October, and 17th October from you and Mr. Merrigan respectively. Unfortunately we did not have the opportunity to respond to your first letter of 15 October before receiving your letter of 17 October. We acknowledge the various matters raised in your letters and assure you that we are taking them very seriously.

Due to the fact that the key personnel within Telefonica are engaged in the main stage of the spectrum auction (MBSA) at this time, in the interest of expediency, we have asked our advisers A&L Goodbody to liaise with you on the matter given its seriousness, and they will revert to you directly on our behalf in order to keep matters progressing. I would ask you to convey this response to Mr. Merrigan as appropriate and consistent with the restrictions imposed under the MBSA rules.

Yours Sincerely

A handwritten signature in blue ink, appearing to read 'Hickey', written over a horizontal line.

Tom Hickey

CC: John Whelan, A&L Goodbody

16. Telefonica: letter to ComReg “Transition Planning” (letter dated 12 November 2012)

Telefonica

12th November 2012

Dr Samuel Ritchie
Commission for Communication Regulation
Abbey Court, Irish Life Centre
Dublin 1

Dear Dr Ritchie

Transition Planning

I refer to your letter dated 8th November in response to ours of 2nd November providing information on Transition Planning for the GSM bands.

Telefonica does not agree that ComReg can provide this information to third parties without consent. In this case however, Telefonica is willing to consent to this information being given to RED-M Wireless and Mason Hayes & Curran under terms that appropriately protect its confidentiality, and does not prejudice Telefonica Ireland's position in ComReg's Multiband Spectrum Auction.

Yours sincerely



Tom Hickey

17. ComReg: letter to Telefonica “All Winning Bidders in the MBSA process – The Transition Phase” (letter dated 27 November 2012)

**By Hand**

27 November 2012

Tom Hickey
Regulatory Manager
Telefonica Ireland Limited
28/29 Sir John Rogerson's Quay
Dublin 2

All Winning Bidders in the MBSA process – The Transition Phase

Dear Mr. Hickey

I am writing to you in your capacity as principal Authorised Agent of Telefonica further to the Electronic Auction System ('EAS') notification of 14 November 2012 and my subsequent letter to you on 20 November 2012.

At this point in time you will be aware that:

- the results of the Main Stage and the Assignment Round of the Multi-Band Spectrum Award ('MBSA') process have been notified to each Bidder. These results were subsequently made public by ComReg in Document 12/123;¹
- the Negotiation Phase is currently in progress and the deadline for the notification of any negotiated alternative spectrum assignments to ComReg for its consideration is 16.00 GMT on 28 November 2012. As stated in the letter of 20 November 2012: *"Any negotiated agreement to which Telefonica is a party must be signed by an Authorised Agent of Telefonica and submitted in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 28 November 2012. This submission is also to include an electronic version of this negotiated agreement on CD-ROM."*;
- the Negotiation and Grant Stage will follow the Negotiation Phase; and
- the four-week period to collectively formulate and submit a Transition Project Proposal to ComReg is currently in progress. The deadline for the submission of any

¹ Document 12/123 "Results of the Multi-Band Spectrum Auction", Information Notice, published 15 November 2012.

such proposal is 16.00 GMT Wednesday 12 December 2012, unless a shorter period is considered sufficient and notified to ComReg in the interim.

The remainder of this letter focuses on the Transition Phase (as defined in Document 12/127²) of the MBSA process and discusses the Transition Project Proposal, the provision of information to ComReg during the four week Transition Project Proposal discussion period, and the Transition Project Plan.

The Transition Project Proposal

As noted above, the four-week period to collectively formulate and submit a Transition Project Proposal to ComReg is currently in progress and the deadline for the submission of any such Proposal is 16.00 GMT Wednesday 12 December 2012, unless a shorter period is considered sufficient and notified to ComReg in the interim.

Any Transition Project Proposal submitted to ComReg must be prepared in accordance with Section 3.8 of the Information Memorandum ('IM') and, in particular, it should satisfactorily address the matters set out in paragraph 3.159 including:

- the identification of Transition activities and the setting of milestone dates such that the Transition activities in a band are completed by the deadline date. As mentioned in the EAS notification to Winning Bidders of 14 November 2012, ComReg is currently reviewing the deadline date for the completion of all Transition activities in the 900 MHz and 1800 MHz bands prior to the commencement date of Lots in Time Slice 1. While ComReg envisages that the overall timeframe required for the Transition Phase is likely to be a few months,³ ComReg will not be in a position to finalise this deadline date until later in the process when the Transition Project Plan is finalised;
- the incorporation of appropriate, robust and transparent measures to allow ComReg (including any of its agents or servants) to monitor compliance with the finalised Transition Project Plan. For example, this could be a regular update report and/or a meeting provided by each of the Existing GSM Licensees to ComReg (including any of

² Document 12/127 "Proposal to Extend the Duration of Existing Interim GSM 900 MHz Rights of Use", Consultation and Draft Decision, published 23 November 2012.

³ An analysis of the results of the Main Stage and the Assignment Round in relation to the Transition Phase and expected commencement date of Lots has been provided by ComReg in section 2.2 of Document 12/127.

As noted in that document, under certain circumstances:

- only two Existing GSM Licensees (Meteor and Telefónica O2) would be required to carry out Relocation activities in the 900 MHz band in advance of Time Slice 1; and
- only two Existing GSM Licensees (Vodafone and Telefónica O2) would be required to carry out Relocation activities in the 1800 MHz band in advance of Time Slice 1.

its agents or servants) in respect of its progress against its Transition milestones and activities; and

- the attribution and acceptance of liability for liquidated damages in accordance with the provisions set out in Section 3.8 of the IM.

ComReg strongly encourages the Existing GSM Licensees to involve H3GI (as a Winning Bidder) in communications aimed at preparing and submitting the Transition Project Proposal. Amongst other things, ComReg believes that this could result in more efficient Transition activities and appropriate milestones being proposed, which in turn could reduce the time required to finalise the Transition Project Plan and minimise any delay in the availability of Lots to any or all Winning Bidders.

Any Transition Project Proposal agreed among the Existing GSM Licensees, and if applicable H3GI (as a Winning Bidder), must be signed by an Authorised Agent of each party to the Transition Project Proposal. Each party to the Transition Project Proposal is then to submit the proposal in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 12 December 2012. This submission is also to include a CD-ROM containing an electronic copy of the signed Transition Project Proposal, and documentation supporting the milestones and timeframes in the Proposal that relate to this party.

The provision of information to ComReg during the Transition Project Proposal discussions

ComReg proposes that its consultants⁴ Red-M Wireless Limited and Vilicom Limited ('Red-M/Vilicom'), and a ComReg representative, meet with each of the GSM Licensees and H3GI to discuss the Transition activities required in the 900 MHz and 1800 MHz bands prior to the commencement of Lots in Time Slice 1. This would enable ComReg to monitor the progress of the Transition Project Proposal discussions and to further inform its consideration of the appropriate milestones and deadline for Transition activities and, in particular, the preparation of a Transition Project Plan in the event that a Transition Project Proposal satisfying the requirements of the IM is not submitted by 12 December 2012.

The scope of this meeting would be to discuss, and collect information and documentation on, the Transition activities that your company has already carried out and the Transition activities that remain to be completed and the associated plans to carry out these tasks. To assist you in preparing for this discussion, ComReg, having consulted Red-M/Vilicom, suggests the following discussion items:

- preparation for implementation to date;
- outline project plan; and

⁴ ComReg has contracted Red-M Wireless Limited and Vilicom Limited ('Red-M/Vilicom') to provide expert technical advice to ComReg on the Transition activities associated with the MBSA process.

- issues foreseen.

To facilitate a meeting with appropriate, qualified personnel in your Company, and given the time remaining until the submission of a Transition Project Proposal, ComReg proposes that this meeting take place at your premises (or alternatively at ComReg's premises should that be more convenient) in the afternoon of 3 December 2012.

To confirm the arrangements for this meeting, **you should contact Louise Hopkins of Villicom at +087 987 6526 by Wednesday 28 November 2012.**

Should it not be possible to obtain adequate information on Transition activities under the above proposal, ComReg reserves its rights to request information via other appropriate means.

The Transition Project Plan

Assuming that a Transition Project Proposal is submitted by the deadline of 12 December 2012, ComReg:

- will progress the matter in consultation with Winning Bidders and Existing GSM Licensees with a view to finalising a Transition Project Plan; and
- envisages that the earliest date that a Transition Project Plan could be finalised would be late December 2012 or early January 2013. This timing would, of course, depend on the level of agreement on the timeframes and milestones in the Transition Project Proposal between Existing GSM Licensees and other Winning Bidders.

In the event that Existing GSM Licensees are unable or unwilling to submit a Transition Project Proposal by the stipulated time, ComReg will, in accordance with Section 3.8 of the IM, formulate and implement a Transition Project Plan, following appropriate consultation or discussion with Winning Bidders and Existing GSM Licensees. In any case, ComReg will take appropriate and effective measures to ensure that there is no undue delay in the availability of liberalised spectrum.

ComReg reserves the right to make a final and binding decision on any and all matters following appropriate consultation. In line with ComReg's Decision as set out in Document 12/25, all Winning Bidders and Existing GSM Licensees are required to abide by the Transition Project Plan including the provisions relating to liquidated damages.

Once the Transition Project Plan is finalised, it will be published on ComReg's website, having regard to the provisions of ComReg's Guidelines on the Treatment of Confidential Information as set out in Document 05/24. ComReg reserves and retains the discretion to vary the Transition Project Plan as appropriate.

Competition Law Restrictions

When engaging in communications and/or meetings with other parties during the Negotiation Phase and the formulation of a Transition Project Proposal, as appropriate, Winning Bidders should remain cognisant of their obligations under the IM and under Irish and EU competition law, in particular, the prohibitions under section 4 of the Competition Act 2002 (as amended) and Article 101 of the Treaty on the Functioning of the European Union. Nothing in this notice, in the IM or in any other communication issued by ComReg under the Award Process, should be construed as permitting, requiring or facilitating a breach of Irish or EU competition law or any other statute or law.

ComReg would point out that communications and/or meetings between Winning Bidders and Existing GSM Licensees concerning the Negotiation Phase and the formulation of a Transition Project Proposal should be strictly confined to those topics and to the minimum communications necessary to achieve the relevant objectives set out in the IM.

Where a party to such communications and/or meetings knows or has reason to suspect that a breach of competition law may have occurred or may occur by virtue of such communications, they are required to notify ComReg immediately of this possibility and ComReg may engage with the Competition Authority further to such notification.

Confidentiality

Finally, ComReg would like to remind you of your obligations in relation to confidentiality under statute and under the terms of the IM.

Yours Sincerely



Dr. Samuel Ritchie

18. H3GI: letter to ComReg “MBSA – Transition Plan Proposal and Publication of Correspondence” (letter dated 21 January 2013)



Hutchison 3G Ireland Limited
Registered office

3rd Floor
One Clarendon Row,
Dublin 2, Ireland

Registered Number: 316982
Place of Registration: Republic of Ireland

Mr Kevin Kennedy
Commission for Communications Regulation
Abbey Court
Irish Life Centre
Lower Abbey Street
Dublin 1
BY COURIER AND EMAIL: kevin.kennedy@comreg.ie

21 January 2013

Dear Kevin

MBSA – TRANSITION PLAN PROPOSAL AND PUBLICATION OF CORRESPONDENCE

I refer to: (i) the letter from ComReg dated 21 December 2012 enclosing a transition plan proposal; (ii) ComReg Doc. No. 13/06, “GSM Liberalisation Project: Publication of correspondence and other material provided by interested parties (and ComReg’s written responses to same) relating to ‘Transition’ issues and Interim GSM 900 MHz licences dating from 18 September 2012 to 9 January 2013” (the “Published Correspondence”); (iii) the letter from Telefonica Ireland Limited (“O2”) to ComReg dated 10 January 2013 (item number 15 of the Published Correspondence)(the “O2 Letter”); and (iv) the letter from Meteor Mobile Communications Limited (“Meteor”) to ComReg dated 9 January 2013 (the “Meteor Letter”).

Hutchison 3G Ireland Limited (“H3GI”) objects to the comments made by O2 and Meteor in their letters. With respect to O2, the transitional plan is not something for it and Meteor to “agree”. Instead and in accordance with ComReg Doc. No. 12/52, it is a matter for ComReg to determine in accordance with its statutory functions.

900 MHz Band

Both O2 and Meteor have had a number of years to plan for transition. It is not a sudden work-load for the staff responsible. In particular, O2 and Meteor should not be excused for mistakes or poor implementation.

1800 MHz Band

As ComReg is aware, H3GI has applied for an amendment of its 900 and 1800 MHz Liberalised Use Licence once granted by substituting blocks I and J, or J and K for blocks D and E in the 1800 MHz band and Time Slice 1. As a result, ComReg should promote timely transition in the 1800 MHz band. H3GI submits that this means transition in accordance with ComReg’s proposed transition plan. From a “National Strategic Perspective”, H3GI does not believe that there is a risk for consumer services. H3GI believes that O2 and Meteor are using this as a ‘smokescreen’ to delay transitional activities and avoid cost. H3GI is the leading mobile broadband service provider and plans to roll out LTE in the 1800 MHz band later this year. As a result, O2’s proposal has a direct and adverse effect on consumers and the national economy. Finally, whilst O2 and Meteor have common resources in the form of Mosaic, H3GI submits that both O2 and Meteor have adequate resources for the purposes of

Directors
Robert Finnegan: Irish
Canning Fok: British
Frank Sixt: Canadian
Robert Eckert: U.S.A
Edmond Ho: British
David Dyson: British
Richard Woodward: British

A Hutchison Whampoa Company



Hutchison 3G Ireland Limited
Registered office

3rd Floor
One Clarendon Row,
Dublin 2, Ireland

Registered Number: 316982
Place of Registration: Republic of Ireland

ComReg's transition plan proposal and can source additional resources, if desired. O2's reference to cost is indicative of its central concern.

H3GI believes that the comments and qualifications contained in the letters of O2 and Meteor are extremely harmful from a national strategic perspective. It encourages ComReg to abide by its transition plan proposal and looks forward to the timely roll out of advanced data services.

Yours sincerely


MARK HUGHES
Head of Regulatory

Directors
Robert Finnegan: Irish
Canning Fok: British
Frank Sixt: Canadian
Robert Eckert: U.S.A
Edmond Ho: British
David Dyson: British
Richard Woodward: British

A Hutchison Whamboa Company

19. ComReg: letter to H3GI “All Winning Bidders in the MBSA process – The Transition Phase” (letter dated 27 November 2012)



By Hand

27 November 2012

David Hennessy
Chief Technical Officer
Hutchison 3G Ireland Limited
3rd Floor
One Clarendon Row
Dublin 2

All Winning Bidders in the MBSA process – The Transition Phase

Dear Mr. Hennessy

I am writing to you in your capacity as principal Authorised Agent of H3GI further to the Electronic Auction System ('EAS') notification of 14 November 2012 and my subsequent letter to you on 20 November 2012.

At this point in time you will be aware that:

- the results of the Main Stage and the Assignment Round of the Multi-Band Spectrum Award ('MBSA') process have been notified to each Bidder. These results were subsequently made public by ComReg in Document 12/123;¹
- the Negotiation Phase is currently in progress and the deadline for the notification of any negotiated alternative spectrum assignments to ComReg for its consideration is 16.00 GMT on 28 November 2012. As stated in the letter of 20 November 2012: *"Any negotiated agreement to which H3GI is a party must be signed by an Authorised Agent of H3GI and submitted in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 28 November 2012. This submission is also to include an electronic version of this negotiated agreement on CD-ROM."*;
- the Negotiation and Grant Stage will follow the Negotiation Phase; and

¹ Document 12/123 "Results of the Multi-Band Spectrum Auction", Information Notice, published 15 November 2012.

- the four-week period to collectively formulate and submit a Transition Project Proposal to ComReg is currently in progress. The deadline for the submission of any such proposal is 16.00 GMT Wednesday 12 December 2012, unless a shorter period is considered sufficient and notified to ComReg in the interim.

The remainder of this letter focuses on the Transition Phase (as defined in Document 12/127²) of the MBSA process and discusses the Transition Project Proposal, the provision of information to ComReg during the four week Transition Project Proposal discussion period, and the Transition Project Plan.

The Transition Project Proposal

As noted above, the four-week period to collectively formulate and submit a Transition Project Proposal to ComReg is currently in progress and the deadline for the submission of any such Proposal is 16.00 GMT Wednesday 12 December 2012, unless a shorter period is considered sufficient and notified to ComReg in the interim.

Any Transition Project Proposal submitted to ComReg must be prepared in accordance with Section 3.8 of the Information Memorandum ('IM') and, in particular, it should satisfactorily address the matters set out in paragraph 3.159 including:

- the identification of Transition activities and the setting of milestone dates such that the Transition activities in a band are completed by the deadline date. As mentioned in the EAS notification to Winning Bidders of 14 November 2012, ComReg is currently reviewing the deadline date for the completion of all Transition activities in the 900 MHz and 1800 MHz bands prior to the commencement date of Lots in Time Slice 1. While ComReg envisages that the overall timeframe required for the Transition Phase is likely to be a few months,³ ComReg will not be in a position to finalise this deadline date until later in the process when the Transition Project Plan is finalised;
- the incorporation of appropriate, robust and transparent measures to allow ComReg (including any of its agents or servants) to monitor compliance with the finalised Transition Project Plan. For example, this could be a regular update report and/or a

² Document 12/127 "Proposal to Extend the Duration of Existing Interim GSM 900 MHz Rights of Use", Consultation and Draft Decision, published 23 November 2012.

³ An analysis of the results of the Main Stage and the Assignment Round in relation to the Transition Phase and expected commencement date of Lots has been provided by ComReg in section 2.2 of Document 12/127.

As noted in that document, under certain circumstances:

- only two Existing GSM Licensees (Meteor and Telefónica O2) would be required to carry out Relocation activities in the 900 MHz band in advance of Time Slice 1; and
- only two Existing GSM Licensees (Vodafone and Telefónica O2) would be required to carry out Relocation activities in the 1800 MHz band in advance of Time Slice 1.

meeting provided by each of the Existing GSM Licensees to ComReg (including any of its agents or servants) in respect of its progress against its Transition milestones and activities; and

- the attribution and acceptance of liability for liquidated damages in accordance with the provisions set out in Section 3.8 of the IM.

ComReg strongly encourages the Existing GSM Licensees to involve H3GI (as a Winning Bidder) in communications aimed at preparing and submitting the Transition Project Proposal. Amongst other things, ComReg believes that this could result in more efficient Transition activities and appropriate milestones being proposed, which in turn could reduce the time required to finalise the Transition Project Plan and minimise any delay in the availability of Lots to any or all Winning Bidders.

Any Transition Project Proposal agreed among the Existing GSM Licensees, and if applicable H3GI (as a Winning Bidder), must be signed by an Authorised Agent of each party to the Transition Project Proposal. Each party to the Transition Project Proposal is then to submit the proposal in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 12 December 2012. This submission is also to include a CD-ROM containing an electronic copy of the signed Transition Project Proposal, and documentation supporting the milestones and timeframes in the Proposal that relate to this party.

The provision of information to ComReg during the Transition Project Proposal discussions

ComReg proposes that its consultants⁴ Red-M Wireless Limited and Vilicom Limited ('Red-M/Vilicom'), and a ComReg representative, meet with each of the GSM Licensees and H3GI to discuss the Transition activities required in the 900 MHz and 1800 MHz bands prior to the commencement of Lots in Time Slice 1. This would enable ComReg to monitor the progress of the Transition Project Proposal discussions and to further inform its consideration of the appropriate milestones and deadline for Transition activities and, in particular, the preparation of a Transition Project Plan in the event that a Transition Project Proposal satisfying the requirements of the IM is not submitted by 12 December 2012.

The scope of this meeting would be to discuss, and collect information and documentation on, the Transition activities that your company has already carried out and the Transition activities that remain to be completed and the associated plans to carry out these tasks. To assist you in preparing for this discussion, ComReg, having consulted Red-M/Vilicom, suggests the following discussion items:

- preparation for implementation to date;

⁴ ComReg has contracted Red-M Wireless Limited and Vilicom Limited ('Red-M/Vilicom') to provide expert technical advice to ComReg on the Transition activities associated with the MBSA process.

- outline project plan; and
- issues foreseen.

To facilitate a meeting with appropriate, qualified personnel in your Company, and given the time remaining until the submission of a Transition Project Proposal, ComReg proposes that this meeting take place at your premises (or alternatively at ComReg's premises should that be more convenient) in the afternoon Tuesday 4 December.

To confirm the arrangements for this meeting, **you should contact Louise Hopkins of Vilicom at +087 987 6526 by Wednesday 28 November 2012.**

Should it not be possible to obtain adequate information on Transition activities under the above proposal, ComReg reserves its rights to request information via other appropriate means.

The Transition Project Plan

Assuming that a Transition Project Proposal is submitted by the deadline of 12 December 2012, ComReg:

- will progress the matter in consultation with Winning Bidders and Existing GSM Licensees with a view to finalising a Transition Project Plan; and
- envisages that the earliest date that a Transition Project Plan could be finalised would be late December 2012 or early January 2013. This timing would, of course, depend on the level of agreement on the timeframes and milestones in the Transition Project Proposal between Existing GSM Licensees and other Winning Bidders.

In the event that Existing GSM Licensees are unable or unwilling to submit a Transition Project Proposal by the stipulated time, ComReg will, in accordance with Section 3.8 of the IM, formulate and implement a Transition Project Plan, following appropriate consultation or discussion with Winning Bidders and Existing GSM Licensees. In any case, ComReg will take appropriate and effective measures to ensure that there is no undue delay in the availability of liberalised spectrum.

ComReg reserves the right to make a final and binding decision on any and all matters following appropriate consultation. In line with ComReg's Decision as set out in Document 12/25, all Winning Bidders and Existing GSM Licensees are required to abide by the Transition Project Plan including the provisions relating to liquidated damages.

Once the Transition Project Plan is finalised, it will be published on ComReg's website, having regard to the provisions of ComReg's Guidelines on the Treatment of Confidential

Information as set out in Document 05/24. ComReg reserves and retains the discretion to vary the Transition Project Plan as appropriate.

Competition Law Restrictions

When engaging in communications and/or meetings with other parties during the Negotiation Phase and the formulation of a Transition Project Proposal, as appropriate, Winning Bidders should remain cognisant of their obligations under the IM and under Irish and EU competition law, in particular, the prohibitions under section 4 of the Competition Act 2002 (as amended) and Article 101 of the Treaty on the Functioning of the European Union. Nothing in this notice, in the IM or in any other communication issued by ComReg under the Award Process, should be construed as permitting, requiring or facilitating a breach of Irish or EU competition law or any other statute or law.

ComReg would point out that communications and/or meetings between Winning Bidders and Existing GSM Licensees concerning the Negotiation Phase and the formulation of a Transition Project Proposal should be strictly confined to those topics and to the minimum communications necessary to achieve the relevant objectives set out in the IM.

Where a party to such communications and/or meetings knows or has reason to suspect that a breach of competition law may have occurred or may occur by virtue of such communications, they are required to notify ComReg immediately of this possibility and ComReg may engage with the Competition Authority further to such notification.

Confidentiality

Finally, ComReg would like to remind you of your obligations in relation to confidentiality under statute and under the terms of the IM.

Yours Sincerely



Dr. Samuel Ritchie

20. MMC: email to ComReg “900MHz Transition” (email dated 22 January 2013)

From: McCoubrey, William [<mailto:William.McCoubrey@meteor.ie>]
Sent: 22 January 2013 09:27
To: Kevin Kennedy
Subject: 900MHz Transition

Kevin,

Apologies for the delay in getting back to you with confirmed Mosaic dates. They have managed to pull in the Ericsson delivery date for the O2 equipment and have confirmed that the previously advised dates apply.

- H/W delivery Feb 28th
- H/W Install Complete March 23rd
- Retune March 29th
- Project Complete April 16th

As mentioned on our call yesterday. Meteor will need to fully understand the mechanics of any potential liquidated damages scheme before we can comment further on the proposed transition plan.

Regards,
William

William McCoubrey
Head of Regulatory Affairs - Mobile and Retail



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+353 85 711 7696

Meteor Mobile Communications Limited trading as Meteor.
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Registered in Ireland: 282645

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21. ComReg: letter to MMC “All Winning Bidders in the MBSA process – The Transition Phase” (letter dated 27 November 2012)



By Hand

27 November 2012

Mr. Joel Wachtler
Director of Strategy and Business Development
Meteor Mobile Communications Ltd
1 Heuston South Quarter
St. Johns Road
Dublin 8

All Winning Bidders in the MBSA process – The Transition Phase

Dear Mr Wachtler

I am writing to you in your capacity as principal Authorised Agent of Meteor further to the Electronic Auction System ('EAS') notification of 14 November 2012 and my subsequent letter to you on 20 November 2012.

At this point in time you will be aware that:

- the results of the Main Stage and the Assignment Round of the Multi-Band Spectrum Award ('MBSA') process have been notified to each Bidder. These results were subsequently made public by ComReg in Document 12/123;¹
- the Negotiation Phase is currently in progress and the deadline for the notification of any negotiated alternative spectrum assignments to ComReg for its consideration is 16.00 GMT on 28 November 2012. As stated in the letter of 20 November 2012: *"Any negotiated agreement to which Meteor is a party must be signed by an Authorised Agent of Meteor and submitted in hardcopy format to Dr. Samuel Ritchie at ComReg by 16.00 GMT on Wednesday 28 November 2012. This submission is also to include an electronic version of this negotiated agreement on CD-ROM."*;
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Yours Sincerely



Dr. Samuel Ritchie