



Reference Offer of Telekom Deutschland GmbH for Access Seekers of Direct Wholesale Roaming Access

Introduction

According to Article 3 of the Regulation (EU) No 531/2012 on Roaming on public mobile communications networks within the Union with effect as of xxx [to be updated] July 1st 2012 (“Regulation”) and substantiated by the BEREC Guidelines on the application of Article 3 of the Roaming Regulation, issued on September 27th, 2012, European Mobile Network Operators (MNOs) shall meet reasonable requests to provide wholesale roaming access to any undertaking (“Access Seeker“) which is entitled under the law of the Member State in question to provide roaming services to roaming customers in that Member State. In line with said Regulation Telekom Deutschland GmbH (“Telekom”) hereby summarises the relevant conditions of the Reference Offer for the wholesale roaming access agreement (“Wholesale Roaming Access Agreement”) which covers the provision of Voice, SMS and data services by Telekom to an undertaking’s roaming customers.

As far as the following summary contains references to documents of the GSM Association (“GSMA”), these can be accessed via the GSM Association. Please see <http://www.gsmworld.com/> for further information and access authorisation. Further details regarding negotiations, implementation and the preceding launch process are outlined below.

Interested Access Seekers are asked to contact roaming.coordination@telekom.de for a draft contract of the Wholesale Roaming Access Agreement. Please be prepared to provide proof of your authentication as an undertaking entitled by the Regulation. Besides, please also provide a 12-month traffic forecast, GSM-A standards-based RAEX OpData and IR.21 (Roaming connectivity) documents.

Commercial Conditions

Contract and Term

Telekom’s Wholesale Roaming Access Agreement is based on GSM Association’s contract draft for Direct Wholesale Roaming Access AA.100. The Wholesale Roaming Access Agreement corresponds in essentials to the GSMA Roaming Agreement documents AA.12/13 and determines the uni-directional roaming relationship between the Access Seeker and Telekom.

In addition, Telekom requires Access Seekers to concurrently sign the SMS-Interworking Agreement equivalent to GSMA’s SMS Interworking Agreement “AA.19”. The Wholesale Roaming Access Agreement between Telekom and Access Seeker will be concluded for an unlimited period with a termination notice period of 6 (six) months.

Choice of Law

The Wholesale Roaming Access Agreement and any matters relating hereto shall be governed by and construed in accordance with Swiss law.

Data Privacy

The Parties are subject to all applicable legal and regulatory provisions in regard to data protection, data privacy and telecommunications secrecy. Hence, it is mandatory that both Parties commit themselves to observe the secrecy rules and maintain the data privacy according to the applicable laws and regulations. Each Party's obligations will be further detailed in the Wholesale Roaming Access Agreement.

Service Offer & Pricing

Telekom offers all regulated roaming services according to regulated Inter-Operator Tariff (IOT).

- Mobile Originated calls from Telekom network to EU/EEA geographical destinations (0.032 EUR/ Minute)
- Mobile Terminated Call (0.00 EUR / Minute)
- SMS-MO (0.01 EUR per SMS)
- SMS-MT (0.00 EUR per SMS)
- Data Services including MMS (7.7 EUR / GB, 1KB rounding)

Telekom offers non-regulated roaming services based on our standard wholesale offer for other MNOs:

- Mobile Originated calls from Telekom network to non-EU/EEA geographical destinations
- Mobile Originated calls to value-added services, premium rate services or non-geographical services
- Videotelephony calls

Telekom supports CAMEL Phase 2 on its network.

Telekom may offer new services or modify existing services. In this case Telekom will notify the Access Seeker and amend the Wholesale Roaming Access Agreement accordingly and/or the Reference Offer.

Service Levels

Telekom will, under the same technical terms and conditions, offer the same Services than those offered to other Access Seekers or Mobile Network Operators of Telekom. The availability of Services may depend on the availability of the appropriate functionality enabling roaming.



Roaming Customers, during roaming, shall experience the same conditions of the Services as customers of other Wholesale Roaming Partners of Telekom.

Testing Procedures

Testing procedures are described in IR.24, 32, 35, 50. Specific test documents for dedicated CAMEL services may be provided by the Access Seeker. For all functional tests the relevant billing data will be exchanged, tested and certified according to TADIG testing procedures.

Fraud Prevention Procedures

Both Parties shall implement fraud prevention procedures as specified by the GSM Association within BARG Binding Permanent Reference Document (PRD) BA.20.

Traffic Forecast & Reviews

Access Seeker shall provide Telekom with a 12-month roaming traffic forecast for voice (MOC/MTC), data and SMS traffic for the initial contract year. Based on the traffic forecast Telekom will assess the reasonability of the access request. Telekom reserves the right to reject unreasonable requests.

In case of a rejection of the access request based on the Access Seeker's roaming traffic forecast, the Access Seeker can still get access to Telekom through the use of Telekom's roaming hub Comfone. However, the connection cost to the hub then is to be borne by the Access Seeker.

Both Parties shall review the annual roaming traffic figures at the end of each contractual year in order to assess the continuation of the roaming relationship taking into account the interests of both Parties. The first review will take place one year after Launch Date.

Bank Guarantee

Access Seeker shall provide Telekom with a bank guarantee to the amount of 3 months revenue estimate based on the initial roaming traffic forecast and the relevant prices. If the circumstances of the respective access request so warrant, Telekom may rescind from the requirement of a bank guarantee.

Telekom reserves the right to request necessary adjustments in the value of the bank guarantee at any time during the term of the Wholesale Roaming Access Agreement depending e.g. on the development of the actual roaming traffic or the payment behaviour of the Access Seeker.

The value of the Bank Guarantee will be subject to a review every six months based on the actual traffic volumes achieved in the preceding six months period. The first review will take place after the initial period of 6 months following the commercial launch.

Technical Requirements for the Access Seeker

Access Seeker's compliance with the following GSM standards, specifications and processes is prerequisite for the technical implementation and launch of the Wholesale Roaming Access Agreement:

- Binding GSM specifications to enable the technical set up and provision of international roaming;
- GSMA's Permanent Reference Documents (PRDs) defining the Standard International Roaming Agreement: AA.12/ AA.13/ AA.14 (in slightly modified ways) and its encompassed commercial references in BA.XX-Documents as well as the BA.20 for NRTRDE (Near Real Time Roaming Data Exchange) dealing with fraud prevention;
- Exchange of billing & accounting data according to GSMA-based TADIG specifications and procedures including the ability to receive and process billing data in TD.57 record format;
- Roaming testing according to GSMA-based IREG testing procedures described in IR.24/ IR.32/ IR.35/ IR.50 as well as the corresponding TADIG billing tests.

In order to enable a Direct Wholesale Roaming Access relation between Telekom and Access Seeker and in order to ensure appropriate service quality to consumers as well as other carriers, the Access Seeker needs to be identifiable on a network level and thus is required to present an own and dedicated Mobile Country Code/ Mobile Network Code (MCC/MNC) identifier via an "own" IMSI. This MCC/MNC needs to be uniquely linked to a TADIG code¹.

Implementation Process for International Roaming

The implementation proceeds along the following order of sequence consistently applicable to all Access Seekers or Mobile Network Operators of Telekom:

- After signature of the Wholesale Roaming Access Agreement, the SMS Interworking Agreement and the bilateral confirmation of test readiness, the IREG testing teams of both Parties shall agree on a start date for testing.
- The Access Seeker shall provide the relevant test documents based on the GSMA IREG standard and in case of specific CAMEL service test requests of the Access Seeker any applicable individual test document.
- After IREG test finalisation, Telekom will provide the Access Seeker with the TADIG test files containing all TAP billing records generated for the test cases.
- The Access Seeker shall review the test files and shall approve the test results in due course by issuing a test certificate. The issuance of the test certificate completes the testing phase.
- The same procedure applies to each test program: 2G/Voice Services(+SMS), GPRS/Data, CAMEL (if needed).

¹ Authorised undertakings can apply for such a TADIG code at the GSM-Association.

- After test completion and before further preparation of both networks/IT for the upcoming launch, both Parties shall agree on a binding launch date by signature of a commercial launch letter (CLL),

Documents to be provided by Telekom

- Wholesale Roaming Access Agreement, based on GSMA PRDs AA.12 and AA.13
- Individual Annexes to the Wholesale Roaming Access Agreement, based on GSMA RAEX OpData and RAEX IOT.
- Annex to the Wholesale Roaming Access Agreement, based on GSMA IR.21.

Documents to be provided by Access Seeker

- Individual Annexes to the Wholesale Roaming Access Agreement, based on GSMA RAEXOpData (as far as applicable for uni-directional roaming)
- Annex to the Wholesale Roaming Access Agreement, based on GSMA IR.21
- 12-month roaming traffic forecast for voice (MOC/MTC), Data and SMS traffic for the initial contract year
- Test documents for each requested test program (e.g. 2G/Voice Services(+SMS), GPRS/Data, CAMEL).