

Undertaking to the Regulator

Given under the *Telecommunications Act 2005 (Samoa)* by Samoa Submarine Cable Company Limited

1. Person giving this Undertaking

This Undertaking is given to the Regulator by Samoa Submarine Cable Company Limited (SSCC) for the purposes of the *Telecommunications Act 2005 (Samoa)* (Act).

2. Background

- a) The Act provides for each service provider designated by the Regulator as dominant to prepare for the approval of the Regulator a reference interconnection offer (RIO) and to periodically update and publish that RIO.
- b) As SSCC has not yet commenced commercial operation, it is not possible for the Regulator to assess whether SSCC is dominant in the relevant market in accordance with the Act.
- c) The Regulator and SSCC have agreed that SSCC should, in lieu of such assessment, undertake to prepare and publish a document which is in the same form as a RIO and to comply with that document (**Substitute RIO**), for the period until SSCC commences commercial operation (at which time the Regulator may conduct its assessment of dominance), which SSCC asserts and, absent any alternative advice from SSCC, the Regulator accepts, is approximately February 2018.
- d) The initial Substitute RIO forms Annex A to this Undertaking, and shall be deemed to have been approved by the Regulator and which shall be published by both the Regulator and SSCC on their respective websites within 14 days of the date of this Undertaking.

3. Period of this Undertaking

This Undertaking commences on the date that it is signed by SSCC and expires on the earlier of:

- a) the date of effect of a replacement Undertaking that has been agreed between the Regulator and SSCC; or
- b) the date which is six months from the date on which the Regulator accepts a formal certification in writing from SSCC that SSCC has commenced commercial operation; or
- c) the date on which the Regulator advises SSCC of the outcome of its review of dominance in the relevant markets in which SSCC is licensed to operate.

4. Undertaking

SSCC undertakes to:


- a) update the Substitute RIO from time to time as commercial, technical or operating circumstances may require or promptly when required to do so by the Regulator; and
- b) publish, and comply with, the Substitute RIO.

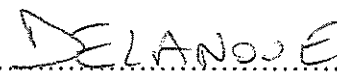
5. Enforceability

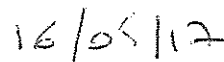
- a) This Undertaking is not enforceable under the Act.
- b) Any dispute relating to the application or interpretation of this Undertaking, including any dispute in relation to SSCC's non-compliance with its obligations under this Undertaking or any claim that SSCC is not complying with its obligations under this Undertaking, shall be resolved exclusively by direct negotiation between the Regulator and SSCC in a spirit of cooperation and mutual trust.
- c) Should a dispute under paragraph 5(b) not be resolved within a reasonable time (being no more than 60 days from the time the dispute first arose and either the Regulator or SSCC gave notice to the other of the dispute), then either the Regulator or SSCC may refer this matter for arbitration and enforcement under the provisions of the Arbitration Act 1976.

Executed as an undertaking

**Signed by an authorised representative
of Samoa Submarine Cable Company Limited**


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Signature


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Print name


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Date

Accepted by the Regulator



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Signature

LEFAOALL UNUTOA FONO'I

.....
Print name

17 / 03 / 2017

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Date