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PART II

Statutory Notifications (S.R.O.)

GOVERNMENT OF PAKISTAN

PAKISTAN ELECTRONIC MEDIA REGULATORY AUTHORITY (PEMRA)

NOTIFICATION

Islamabad, the 12th June, 2018

S.R.O. 1047 (I)/2018.—The Pakistan Electronic Media Regulatory Authority (PEMRA) in exercise of its powers conferred under sub-Sections (3) of Sections 4, 18 and 19 of the PEMRA Ordinance 2002 (Amendment Act 2007) read with all other enabling provisions of the Ordinance (Amendment Act 2007) and PEMRA Rules 2009 hereby makes the **PEMRA Teleport Service Licensing Regulations 2018** for information and guidance of the companies interested in applying for grant of licence for Teleport Service for a period of 15 years:

1. **Definitions.**—(1) Terms and expressions used in their regulation shall have, unless it appears repugnant to the context or provided otherwise, following meanings:

(2153)

Price: Rs. 60.00

- (a) "application form" means the application form as contained in **Schedule-A**;
- (b) "Applicable Licence Fee" means the licence fee prescribed by the Authority or where applicable determined through bidding by the Authority;
- (c) "Authority" means the Pakistan Electronic Media Regulatory Authority (PEMRA) established under section 3 of the Ordinance;
- (d) "Application form" means the application form as may be prescribed by the Authority for grant of a licence;
- (e) "Authorized Officer" means the Chairman, Regional General Manager, officer in-charge of the respective region or any other officer authorized by the Chairman or the Authority for carrying out the purpose of these regulations;
- (f) "Base price" means the price determined by the Authority as the starting price for bidding and as given in Regulation 5 below;
- (g) "Broadcaster" means a person engaged in broadcast media, except broadcast journalists not actively involved in the operation, ownership, management or control of the broadcast media;
- (h) "broadcast media" means such media which originate and propagate broadcast and prerecorded signals by terrestrial means or through satellite for radio or television and includes Teleporting, provision of access to broadcast signals by channel providers and such other forms of broadcast media as the Authority may, with the approval of the Federal Government, by notification in the official Gazette, specify;
- (i) "broadcast station" means physical, technical and software infrastructure for the operation of radio or television and also includes satellite uplinking from ground, repeaters and all such other accessories;
- (j) "Chairman" means the Chairman of the Authority;
- (k) "Channel" means the set of frequencies that a broadcast station occupies for broadcasting;
- (l) "Customer or Client" means the Satellite TV licensees, channels of national broadcasters, newsgathering agencies having temporary

uplinking permission of the Authority etc. hiring services of the teleport operator;

- (m) "Code" means the code of conduct for media broadcasters and cable TV operators specified in Schedule A of PEMRA Rules;
- (n) "Company" means a company as defined in the Companies Act, 2017;
- (o) "Earth station" means the ground based side of the satellite network used for up linking or down linking from satellites;
- (p) "eligible channel" means a TV channel licensed by the Authority to be eligible for reception and broadcast in the country;
- (q) "Frequency" means the frequency of the electromagnetic wave number measured in Hertz and used for transmission;
- (r) "Force Majeure" means an event that is not reasonably foreseeable by the Teleport Operator or is beyond his reasonable control.
- (s) "foreign company" means a company or body corporate organized, and registered under the laws of a foreign government;
- (t) "foreign content" means the content that is produced under the, direct or indirect, creative control of foreigners, foreign companies or foreign broadcasters;
- (u) "free to air broadcasting service" means a broadcasting service made available to the public without subscription fee;
- (v) "illegal operation" means the broadcast or transmission or distribution of, or provision of access to, programmes or advertisements in the form of channels without having a valid licence from the Authority;
- (w) "licence" means a licence issued by the Authority to establish and operate a broadcast media or distribution service;
- (x) "licensee" means a person to whom the Authority has issued a licence;
- (y) "MCPC" means Multiple Channels per Carrier Technique (MCPC) for uplinking of TV channels to a Satellite;

- (z) "Member" means a member of the Authority;
- (aa) "national broadcaster" means the Pakistan Broadcasting Corporation, the Pakistan Television Corporation and the Shalimar Recording and Broadcasting Company;
- (bb) "Ordinance" means the Pakistan Electronic Media Regulatory Authority Ordinance, 2002, as amended by the PEMRA (Amendment) Act 2007;
- (cc) "Person" includes an individual, partnership, association, company, trust or corporation;
- (dd) "Programme" means the systematic broadcasting of visual or sound images by a broadcast station but does not include an advertisement; "Regulations" mean the regulations made under the Ordinance;
- (ee) "Rules" means the rules made under the Ordinance;
- (ff) "regulations" means the regulations made under the Ordinance;
- (gg) "Schedule" means the schedule annexed to the rules;
- (hh) "Satellite operator" means a licensed entity that is authorized to own or operate satellites and provides commercial satellite services to customers;
- (ii) "Satellite Uplink" means the transmission of broadcast signals from an earth station to a satellite in space;
- (jj) "Satellite Downlink" means the transmission of broadcast signals from a satellite in space to a receiver on earth;
- (kk) "Teleport" means a facility with installed equipment used or required in the process of uplinking or downlinking of audio-visual programmes and signals between an earth station and a satellite;
- (ll) "Teleport Operator" means a person licensed by the Authority to engage in the service of teleport;
- (mm) "Turn around service" means the service of delivering the content to its ultimate destination using the international satellite routes involving more than one earth stations and satellites.

(nn) "Uplinking" means transmission of an audio-video signal from a ground transmission facility to a satellite, in order to transmit any programme within or outside Pakistan;

Words and phrases used but not defined herein, unless the context otherwise requires, shall have the meanings assigned to them in the Ordinance, the rules and regulations made thereunder.

2. Scope of the Teleport Service Licence:

2.1 The Licensees for Teleport Services shall be allowed to set up and operate a single TELEPORT anywhere in Pakistan for providing specific services on commercial basis to satellite television licensees, channels of national broadcasters, the news gathering agencies having temporary uplinking permission of the Authority or international broadcasters having temporary short term uplinking permission of the Authority for specific events. The scope shall be as under:

- i. Uplinking of licensed satellite television channels
- ii. Uplinking for Satellite News Gathering (SNG/DSNG) services
- iii. Turnaround facilities (Receive and uplink signals to other satellites)
- iv. Co-location services/hosting of customer uplink equipment of the licensed TV channels

2.2 The licensee shall be authorized under the licence to uplink the signals of the licensed satellite TV channels, TV channels of national broadcasters, provide uplink for newsgathering services or short term uplink services under permission of the Authority, turnaround facilities or co-location services to licensed TV channels through its Teleport station to a designated satellite, however, for foreign TV channels, the turnaround shall be subject to NOC from PEMRA. Moreover, the uplinked signal shall not be used for direct reception by viewers / end users and same shall be done only through licensed distribution service providers.

2.3 The licensee shall be authorized to establish and operate a single Teleport Station anywhere in Pakistan.

- 2.4 The licensee shall not originate / produce content on its own as a broadcaster/ satellite TV channel and it shall not use its system as a distribution service licensee / DTH operator.
- 2.5 The licensee shall be required to launch the Teleport service within one year of the grant of the licence, inform the Authority one-month in advance of the start of the service and shall obtain a commencement letter from the Authority before the start of service which shall be issued after physical inspection of the technical premises of the licensee.
- 2.6 The licensee shall immediately discontinue the uplinking/downlinking/turnaround of any TV channel the license of which has been suspended, cancelled or revoked by the Authority or the TV channels is otherwise directed by the Authority not to be carried for reasons to be specified in writing.
- 2.7 The licence shall be valid for a period of fifteen (15) years, on a non-exclusive basis, from the date of its issuance, subject to compliance with PEMRA laws, terms & conditions of licence, directions or guidelines of Authority issued from time to time and payment of requisite fees & taxes etc.
- 2.8 The licence is non-transferable for two years. Any transfer thereafter shall require prior approval of the Authority as per the provisions of PEMRA Ordinance, the rules & regulations.
- 2.9 The licensee shall not uplink voice or data services, Internet services or other services prohibited under the relevant laws, unless the relevant authority has granted a separate licence for these services.
- 2.10 The existing Satellite TV licensees shall have the option to continue to use their existing uplink stations or they may like to switch to the Teleport Licensees.
- 2.11 Any future STV licensees shall have the option to either use the services of the Teleport Licensees or to establish their own uplink station with the approval of Authority.

3. Eligibility Criteria for Applicants:

- 3.1 Each applicant must be a company that has been registered with the Securities and Exchange Commission of Pakistan (SECP) under the Companies Act, 2017.

- 3.2 An applicant company shall not control, directly or indirectly, more than one Teleport Service licence.
- 3.3 The Applicant must have a minimum paid-up capital of Rs. 50 Million.
- 3.4 The applicant company shall demonstrate that it has sufficient financial and technical resources to launch, establish and operate the TELEPORT service.
- 3.5 The applicant shall have less than 50% of the shares owned or controlled by foreign nationals/companies, if any, without management or control vested in foreign nationals or companies in compliance with section 25 (c) of PEMRA Ordinance 2002. The Chief Executive Officer of the applicant company shall be resident Pakistani.
- 3.6 The object clause in the Memorandum & Article of Association of the applicant company shall allow entry into the business of electronic/broadcast media / Teleport service.
- 3.7 The applicant company or any of its Directors/shareholders must not be defaulter of PEMRA, any financial institution, tax authorities or any organization of the Government of Pakistan or any provincial/regional/local government.
- 3.8 The applicant shall not be funded or sponsored by a foreign government or (foreign government) organization, in accordance with Section 25 (d) of the PEMRA Ordinance.
- 3.9 The applicant, directly or indirectly, already holding any licence(s) issued by the Authority, shall not be eligible for grant of licence unless all outstanding dues in respect of such licence(s) have been paid.
- 3.10 Any Director or shareholder of one applicant company shall not be a director or shareholder in any other applicant company for Teleport Service Licence.
- 3.11 The applicants must not already be a licensee who owns, controls or operates directly or indirectly any distribution service licence in compliance with Rule 13 of the PEMRA Rules 2009.
- 3.12 The applicant company must comply with the relevant provisions of the PEMRA Ordinance 2002 (Amendment Act 2007), PEMRA

Rules 2009, regulations, terms & conditions of licence and directions/guidelines issued by the Authority from time to time.

3.13 The Applicant shall demonstrate that it will contribute to the economic and social objectives such as promoting Pakistani culture and ideology, generating economic activity and direct and indirect employment, attracting private sector investment and foreign direct investment (FDI) in electronic media in Pakistan.

3.14 The applicant company shall undertake to abide by the bidding procedure.

3.15 The applicant shall demonstrate prospects of technical progress & new technology.

3.16 The applicant shall demonstrate universal service objectives.

4. Documents Required:

The applicant company shall submit following documents:

4.1 The applicant company shall submit the duly filled application form (**Schedule-A**) along-with all information required therein; any missing information may lead to dis-qualification.

4.2 Board Resolution of the applicant company authorizing filing of the application for grant of Teleport Service licence.

4.3 True attested Certificate of Incorporation, Statutory Returns, Memorandum & Articles of Association and Forms from SECP regarding ownership/management of the applicant company, the holding & shareholding company (if any) in the applicant e.g. Form A, Form 29, Form 3 (if any), etc.

4.4 Copy of NTN certificate of the applicant company & where applicable that of its holding company, any shareholding company etc.

4.5 A description of the applicant company's ownership and control structure, including its holding company, any shareholding company (if any) etc.

4.6 Names, detailed CVs, NTN & income tax filer certificates of the Directors / shareholders of the applicant company & where

applicable, those of the holding company, any shareholding company etc.

- 4.7 Attested copies of CNICs of Directors and shareholders or Passports of the Directors (in case of foreigner).
- 4.8 A description of the broadcast experience of the company if any or any of its shareholding company (if any) etc.
- 4.9 Summary of other businesses of the applicant company, if any.
- 4.10 Audited accounts/ financial statements and annual reports of recent last two years of the applicant company including, where applicable, those of its holding company or any of its shareholding company etc.
- 4.11 Income tax returns of the applicant company, its shareholding or holding company (where applicable) for recent last two years; if not applicable, the tax returns filed by Directors/shareholders, for the recent last two years.
- 4.12 Bank statement of the applicant company for recent last one year or in case of new company proof of bank account of the applicant company and bank statements having details of recent last one year of the Directors / shareholders of the company.
- 4.13 A summary of the services the company intends to provide, including value-added services if any.
- 4.14 A description of the financial capability of the company.
- 4.15 Financial feasibility containing information as per application form.
- 4.16 Technical feasibility containing information as per application form.
- 4.17 Demand Draft or Pay Order in favour of PEMRA amounting to two hundred thousand (PKR 200,000/-) as application processing fee, which shall be non-refundable.
- 4.18 Certificate from FBR for tax clearance or & tax filer certificate or undertaking on stamp paper of Rs. 100/- or above certifying that the company is not defaulter of Government of Pakistan or any

government organization or financial institution for income tax or sales tax etc.

4.19 Affidavit of applicant company that neither the applicant company nor any of its Directors or shareholders are defaulter of PEMRA, any financial institution, or government and tax authorities & that the company or any of its Directors / CEO has never been blacklisted (**Schedule-B**);

4.20 Affidavit of applicant company that it shall abide by all PEMRA Laws, the Rules, Regulations, Code of Conduct, licence terms & conditions and directions issued by the Authority from time to time (**Schedule-C**);

4.21 Affidavit of the applicant company that neither the applicant company nor any of its Directors or shareholders are directly or indirectly owning, controlling or operating any distribution service licence in compliance with Rule 13 of PEMRA Rules 2009 (**Schedule-D**);

4.22 Affidavit that the applicant company is in compliance with Section 25 of the PEMRA Ordinance 2002 (**Schedule-E**).

4.23 Affidavit to the effect that all information submitted along-with the application are true and nothing has been concealed or misrepresented therein. Any concealment of facts or mis-representation revealed subsequently may result in disqualification of the applicant and or cancellation of licence as the case may be (**Schedule-F**).

4.24 Soft / scanned copy of the filled in application form and all allied documents.

5. Fee including base price, applicable licence fee and annual fee:

Detail of fee including base price, annual fee, security deposits/ performance bank guarantees, taxes etc. for the Teleport Service Licence shall be as given below or as determined by the Authority from time to time.

S. No.	Description	Amount (PKR)
1	Application Processing Fee (Non-refundable)	200,000/-
2	Proposed Base Price for a Teleport Service License	Rs. 50 million

3	Applicable License Fee (ALF)	To be determined through bidding
4	Earnest Money / Bid Security to be deposited along-with the Sealed Bid	15% of the Applicable License Fee (ALF)
5	Performance Bank Guarantee (which shall remain with PEMRA for the entire duration of license)	10% of ALF
6	Applicable License Fee Payment options	15% of initial bid offer; along-with sealed bid. ii. Balance of 15% of the ALF adjusted: within 10 calendar days of the bidding. iii. Balance ALF: a. In case of lump sum: within 30 days of completion of legal requirements. OR b. In case of installments: 35% (50%-15%) of ALF: Within 30 days of the completion of all legal requirements. Remaining 50% of ALF: In 10 equal yearly installments with a cumulative markup rate at KIBOR rate.
7	Applicable Taxes	The successful bidders shall pay all the taxes applicable as per policy of Government of Pakistan. Advance tax, if any, shall be payable up front.
8	Proposed Annual Fee	Fixed Annual Fee: Rs. 5 million. Variable Part: 2% of Annual Gross Revenue of the Teleport Service Licensee

6. Short listing of Applicant Companies:

- 6.1 The applicant companies shall be shortlisted as per the above eligibility criteria as per provisions of PEMRA Laws on the basis of the documents/information provided by them. Incomplete applications may not be entertained.

- 6.2 Short listing of Applicant Company, however, shall not guarantee the grant of licence. The licence shall be granted to the successful bidders only after fulfillment of all legal requirements, approval of Authority and payment of requisite fees and taxes.
- 6.3 Short listing does not include security clearance, public hearing and provincial concurrence. These shall be done after completion of the bidding process and before grant of the licence.
- 6.4 PEMRA reserves the right to seek any information and clarification or any additional documentation from any applicant company or its shareholding or holding / parent company within such time as it may deem fit. If the applicant company fails to provide such information & clarification within the stipulated time, its application may be rejected without any further processing.
- 6.5 The shortlisted applicant companies shall be invited to participate in the bidding. The applicant company shall participate in the bidding as per bidding procedure given below.

7. Bidding Procedure:

7.1 General:

- i. Bidding will be held under Section 19 of PEMRA Ordinance 2002 (Amendment Act 2007), when the number of applicants exceeds the number of Teleport Service Licenses to be issued by the Authority.
- ii. The bidding process shall be conducted by the Bidding Committee constituted by the Authority.
- iii. Bidding shall be held at such time, place and date as determined by the Committee/Authority.
- iv. Only authorized attorneys of the applicant company (as per **Annex-I**) shall be allowed to participate and make bids on behalf of the applicant company during the bidding process.
- v. Bids shall be made on the form provided as per **Annex-II** of this bidding procedure.
- vi. The bidding shall consist of following two rounds:

First Round: Through Sealed Bids.

Second Round: Through open outcry.

A. First Round: Sealed Bids:

- a. The Bidding Committee shall invite the shortlisted bidders to submit the sealed bids for the Teleport Service Licence.
- b. The sealed bids shall be equal to greater than the Base Price set by the Authority for the Teleport Service Licence.
- c. Shortlisted bidders shall submit Earnest Money not less than 15% of the Base Price for the Teleport Service Licence in the form of Pay Order or Demand Draft drawn in favor of PEMRA along-with the Sealed Bids (valid for a minimum period of 120 days).
- d. Bids without required earnest money shall outrightly be rejected.
- e. The Base Price for a Teleport Service shall be PKR 50 million. Bids offered less than the base price shall outrightly be rejected.
- f. The bids shall be offered in Pak Rupees. The conditional bids, having 'ifs' and 'buts,' shall outrightly be rejected.
- g. The sealed bids shall be dropped in the box reserved for this purpose along-with Earnest Money in the presence of the Bidding Committee.
- h. No subsequent addition, deletion and alteration in the sealed bid shall be acceptable.
- i. The Bidding Committee shall open sealed bids in the presence of authorized representatives of the bidders. The Bidding Committee shall announce:
 - a. The Offered /Quoted Bid Price of each bidder;

- b. The Highest Bid Price; and
- c. The names of Qualified Bidders for the Next Round

B. Second Round-Open Outcry:

- a. The qualified bidders of the first round shall be eligible to participate in the second round (open outcry).
- b. The highest bid amount concluded in the first round shall be the base price for open outcry bidding in the second round.
- c. To make a bid, the minimum incremental value for next higher bid shall be multiples of Rupees 1 million.
- d. Each eligible bidder shall raise hand before offering the bid.
- e. Each bidder shall cry-out his bid, write it on a prescribed form (**Annex-II**) duly signed by the authorized representative and hand it over to the Bidding Committee who shall announce it.
- f. Authorized Representative of a Bidder shall not be allowed to participate in any activity on behalf of any other Bidder during the bidding process.
- g. The Bidding Committee shall continue the open outcry session till the time it is not further contested.
- h. Each highest bid will get a maximum time of three minutes comprising three announcements each of one-minute duration. Only once during the entire bidding process, each bidder may be granted a timeout not exceeding five minutes, if requested.
- i. The Bidding Committee shall be authorized to change the above time duration before start of bidding process with prior announcement.

- j. When the highest bid offered by a bidder is not contested within given time, the Bidding Committee shall announce the highest bid and bidder.
- k. The highest bidder shall be considered successful bidder and the amount quoted shall become 'Applicable Licence Fee (ALF)' for the Teleport Service Licence.
- l. The second highest bidder shall be asked to match the highest bid price. In case he declines, the third highest bidder shall be asked to do so and so on till the number of bidders having highest bids equals the number of Teleport Service Licences to be issued.
- m. The 15% Earnest Money of the successful bidder or bidders as the case may be, shall be adjusted towards the applicable licence fee (ALF) while the Earnest Money of the unsuccessful bidders shall be released on request within sixty calendar days of the bidding date without bearing any liability by the Authority towards interest, indexation, inflation etc.
- n. The successful bidders shall deposit the difference between the earnest money already deposited and 15% of the 'Applicable Licence Fee' as balance earnest money within fifteen (15) working days from the date of bidding. The mathematical representation is as follows:

Balance Earnest Money to be Deposited with 15 days After Bidding = 15% of the Applicable Licence Fee "minus" Earnest Money (15 % of Base Price) already deposited.
- o. In case of any dispute during the bidding process, decision of the Bidding Committee shall be final and binding.
- p. The successful bidders, after completion of all legal requirements & approval of Authority, shall

have the option to pay the licence fee upfront or in installments, as follows:

- i. Upfront: 100% payment of the balance applicable licence fee as a one-time upfront amount

OR

- ii. Installments: an upfront payment of the balance towards 50% of the applicable licence fee, and the remaining amount in 10 years in equal annual installments with a cumulative mark-up rate at the **KIBOR rate**, applied from the period of the date the upfront payment is due to the payment date. A winner in the bidding process may pay the remaining balance of the Applicable License Fee at any time in advance of the scheduled installment, subject to the cumulative mark-up up to such date of payment.

- q. Within 30 calendar days of the completion of legal requirements or as notified by PEMRA the successful bidders shall pay either the Applicable Licence Fee (in case of upfront payment) or the first payment (in case of payment by installment), after deduction of the already paid bid security deposit.

- r. Within 30 calendar days of the completion of legal requirements, the successful bidders shall provide a performance bank guarantee equal to 10% of the Applicable Licence Fee from a scheduled bank with an AAA rating. The Performance Bank Guarantee shall be valid for the entire licence period. PEMRA may encash the performance guarantee if the Licensee does not fulfill its obligations as per PEMRA laws or terms & conditions of license.

- s. The applicant companies shall bear all their costs associated with the preparation and submission of their application. The Authority shall in no case be responsible for these or any other costs, regardless

of the conduct or outcome of the application process.

- t. In case the successful bidder fails to meet the requirement of clause (n) or (p), he shall be considered in-eligible and the deposited earnest money and all other amount paid in this regard shall be forfeited and the Company and its Directors shall be black listed for future licensing.
- u. The successful bidders shall pay all the taxes applicable as per policy of government of Pakistan while advance taxes if any shall be payable up front.
- v. Highest bids for the Teleport Service Licence shall be valid for a period of two years from the date of bidding. No claim whatsoever shall be entertained/ maintainable after this period.
- w. The Teleport Service Licences shall be awarded to successful bidders after completion of all the legal requirements, including, *inter alia*, security clearance from the Ministry of Interior, Consultation with the Provincial Government of the Province where the Station is to be established, Public Hearing, approval of the Authority and payment of applicable licence fee, applicable taxes and submission of performance bank guarantee.
- x. Without prejudice to any other remedy that may be available to it, the Authority reserves the right, on the recommendation of the Bidding Committee, to disqualify any Bidder and forfeit its deposited money for any of the reasons given below:
 - i. Inaccuracy or misrepresentation of any facts in any part of the application or bid.
 - ii. Illegal conduct, disruption during the bidding process, or indulgence in improper attempts to influence the outcome or delay the process.

- iii. Any "corrupt practice," such as the offering, giving, receiving or soliciting of anything of value to influence any official of the Authority in relation to the bidding process.
- iv. Any fraudulent practice or mis-representation of facts in order to influence the results of the bidding process.

7.2 **Reservation of Rights:**

- (a) The Authority reserves the right to reject any or all the bids after recording reasons in writing.
- (b) The Authority reserves the right, in its sole discretion, to take any action, which it deems necessary to ensure that the Bid process occurs in a fair, open and transparent manner, in accordance with law and discourage collusion and destructive bidding that may block the entry of potential bidders into the bidding process.
- (c) No suit, prosecution or other legal proceeding shall lie against the Authority or any member of Bidding Committee or employee of the Authority in respect of anything done or intended to be done by the Authority in good faith in connection with bidding process.

7.3 **Additional Reservation of Rights:**

- i. If at any time either before grant of licence or after grant of licence, it comes to the notice of the Authority that the applicant company or any of its representative had provided any false or misleading statement/information, advertently or inadvertently, the application shall be rejected immediately and the earnest money shall be forfeited; and if the licence has already been issued, the licence shall be revoked and security deposit and other dues deposited by the applicant company or licensee shall be forfeited.
- ii. The profiles of shortlisted applicant companies will be referred to the Ministry of Interior for security clearance. The licence will be granted only after fulfillment of all legal requirements including receipt of NOC from the Ministry of Interior, successful provincial consultation, public hearing and compliance with the relevant laws, rules & regulations prevalent at the time of grant of licence, payment of applicable licence fee, taxes, submission of bank guarantee etc.

- iii. In case of refund of the bid security amount and any other amount due to any reasons mentioned above or due to litigation, the successful bidders shall be refunded the principal amount only without bearing any liability by the Authority towards interest, indexation, inflation, deflation, profit etc.
- iv. The schedule for payment of applicable licence fee shall be as given above. In case of non-compliance with the schedule of payment given above, the earnest money and all other sums deposited by the applicant company shall be forfeited.
- v. In the event successful bidder fails to fulfil the legal requirements including but not limited to security clearance from Ministry of Interior for grant of Teleport Service Licence, the Authority may reject its application by recording reasons in writing; and the Authority may, in its discretion, grant opportunity of meeting the applicable licence fee to the next highest bidder & so on or rebid the licence.

8. Number & Period of Teleport Service Licence:

The Authority shall initially grant upto five non-exclusive Teleport Service licenses through bidding, each for a period of fifteen (15) years.

9. Hiring of Satellite Capacity:

The Teleport Service Licensee shall be required to hire satellite capacity from at least two (2) satellite operators having footprint over the territory of Pakistan to meet the requirements of redundancy / back up. However, there shall be no restriction on the maximum number of satellites the teleport operator hires capacity from.

10. Minimum & Maximum Capacity Requirement for the Teleport Service Licence:

No limit shall be imposed on the minimum or maximum capacity of the Teleport Station established under licence to be issued by the Authority.

11. Exclusion of Monopolies & Undue Concentration

In order to ensure compliance with the provisions of Section 23 read with Section 39 (2) (e) of PEMRA Ordinance 2002 (Amendment Act 2007), following shall be done:

- a. The number of Teleport Service Licenses, directly or indirectly to an applicant, to be issued shall not exceed one.
- b. A Director or shareholder in one Applicant Company or a licensee for Teleport Service shall not be Director or shareholder, directly or indirectly, in another applicant company or a Teleport Licensee.
- c. Any distribution service licensee shall be ineligible for the grant of teleport service licence.
- d. Any satellite TV /FM radio licensee or a landing rights permission holder cannot be granted more than one Teleport service license.
- e. The licensee shall be allowed to establish & operate a single Teleport Station anywhere in Pakistan.

Schedule-A

APPLICATION FORM FOR THE GRANT OF TELEPORT SERVICE LICENCE (To be submitted in triplicate)

6.1 Please read the following instructions before filling the Application Form:

- Give complete answers, use extra sheets if required, attach copies of any relevant documents required to illustrate the answers.
- Use the typescript or write in black ink in capital letters.
- Attach documentary evidence of your authorization to act on behalf of the applicant Company.
- Submit the Application Form along-with all the required documents & information in duplicate.

1. Profile of the applicant company

- 6.2 Company Name _____
- 6.3 Name of the CEO _____
- 6.4 CEO National Identity Card & Passport No. _____
- 6.5 Company registration No. _____

- 6.6 National Tax No. _____
- 6.7 Date of establishment/incorporation _____
- 6.8 Business Address _____
- 6.9 Mailing Address _____
- 6.10 Telephone No. _____ Cellular No. _____
- 6.11 Fax No. _____ Email _____
- 6.12 Website _____
- 6.13 Does the company have, or will it have offices outside Pakistan? If so, please specify the countries _____
- 6.14 Location of applicant's Head Office _____
- 6.15 Paid-up Capital of the Company Rs. _____
- 6.16 Bank account details for any reimbursement in future (if any) _____
- 6.17 Amount of application processing fee paid Rs. _____
- 6.18 Bank Draft/Pay Order No. _____
- 6.19 Please attach the pay order for processing fee in original.
- 6.20 Address of the proposed teleport station along with 6 digit coordinates: _____
- 6.21 Projected date of start of operation: _____
- 6.22 Details of satellites to be used alongwith orbital location & footprints/areas covered: _____
- 6.23 Details of services proposed to be given via the Teleport: _____

Note: Use extra sheets where required.

2. **Information to be provided**

- 6.24 The following information and documents need to be provided.

6.25	6.26 Supplied Yes / No	6.27 Remarks
2.1 Company registration <ul style="list-style-type: none"> a. Certificate of Incorporation with SECP b. Statutory Returns c. Memorandum & Articles of Association d. Forms regarding ownership/management of the applicant company, e.g. Form A, Form 29, Form 3, etc. e. Copy of NTN certificate 	6.28	6.29
2.2 A clear, comprehensive and detailed view of the candidate ownership and control structure, including sister companies. <ul style="list-style-type: none"> a. Description of ownership structure b. Description of the control structure c. Description of all direct and indirect relationship with companies or individuals who own, control or operate directly or indirectly any broadcast media licence or landing rights permission, including any common shareholder, director or ultimate beneficiary. d. Description of all direct and indirect relationship with companies or individuals who own, control or operate directly or indirectly any distribution license, including any common shareholder, director or ultimate beneficiary. e. Forms provided for identifying foreign shareholding of the applicant company f. Forms provided for identifying foreign shareholding of foreign companies that hold shares in the applicant company. g. List of directors and shareholders with details of their shareholding, relations to other PEMRA licensees and applicants for a licence. 	6.30	6.31
2.3 A company profile <ul style="list-style-type: none"> a. Names of the members of the Board Directors and the shareholders, along with their detailed CVs, an attested copy of their passport (foreign nationals) or National Identify Card (Pakistan nationals), their job description and responsibility in the Company. b. A description of the broadcast service experience of the company, of key management personnel and of key shareholders, including experience relevant to telepost establishment & operations etc. 	6.32	6.33

<ul style="list-style-type: none"> c. Organisation chart d. Other businesses (if any) of the company e. The audited company accounts and annual reports for the last two years f. Tax return for the company for the most recent two years; if not available, the tax returns filed by Board Directors for the last two years. g. List of other companies in which the Directors hold shares or position 		
<p>2.4 A summary of the services the company intends to provide, including:</p> <ul style="list-style-type: none"> a. Uplinking of Satellite TV Channels b. Turnaround services including list of TV channels c. Playout Services d. Co-location services 	6.34	6.35
<p>2.5 A description of the financial capability of the company, including:</p> <ul style="list-style-type: none"> a. Description of financial capabilities of the company for the last two years b. Similar financial and operating information for any parent company, affiliates and associated undertaking or companies 	6.36	6.37
<p>2.6 A summary of the project financial feasibility, including:</p> <ul style="list-style-type: none"> a. Brief Description of the project b. Capital costs with break-up c. Forecast balance sheets, profit & loss accounts / income statements and cash flow statements for the first 5 years of operation showing the source of revenues (subscriptions, advertisement, etc.) d. Break-even analysis & payback period e. Sources of financing, foreign and local, including equity and long term debt and debt to equity ratio f. Brief description of committed financial resources to meet capital and operational expenditures of the project for the 1st year, with relevant proofs, such as bank statement of company's accounts, letter of intent or memorandum of understanding signed with the relevant investors or banks. If such financial commitments are from foreign company shareholders, include evidence of the foreign shareholder board resolution authorising the investment for the teleports services. 	6.38	6.39

<p>2.7 A summary of the project technical feasibility, with the technical equipment envisaged, if already available, including:</p> <ol style="list-style-type: none"> Brief description of the technical project List of the main equipment envisaged, including: <ol style="list-style-type: none"> Uplink equipment Downlink equipment Compression systems Transmission systems Details of monitoring equipment Playout systems etc. Other details Satellite(s) envisaged, including <ol style="list-style-type: none"> The corresponding footprint The transponder capacity to be used Signal power level in dBW Proposed schedule of the project including construction, installation and commencement of services date 	6.40	6.41
<p>2.8 Description of how the company will contribute to the economic and social objectives such as:</p> <ol style="list-style-type: none"> Promoting Pakistani culture and ideology Generating economic activity Generating direct and indirect employment Attracting private sector investment and FDI in electronic media 	6.42	6.43
<p>2.9 Undertakings and affidavits and Power of attorney</p> <ol style="list-style-type: none"> Undertaking as per annexure Affidavit as per annexure Power of Attorney, on stamp paper and executed, notarized, witnessed, stamped and authenticated as required by law, as evidence for grant of authority in individual signing the application and related documents. 	6.44	6.45
<p>2.10 Board resolution</p> <ol style="list-style-type: none"> Board resolution of the applicant company authorizing filing of the application for grant of Teleport Service 	6.46	6.47

3.3 Details of other applications of the company under process with the Authority

S. No.	Description /Category/ Application for	Date of Application	City/Area/ Region	Any other details

6.50 (* Use additional sheet if required) .

4. SHAREHOLDING PATTERN OF APPLICANT COMPANY

Shareholding of (company name) _____

As of (date) _____

Face value of the Share, Rs. _____

S. No	Category of Shareholders	Shareholding			
		Direct Investment		Indirect Investment	
		No. Of shares	% of total Paid Up capital	No. Of shares	% of total Paid Up capital
1	Local individual				
2	Local company*				
3	Foreign individual				
4	Foreign company				
5	Non-Resident Pakistani				
6	Any other				

* The shareholding information of any local shareholding company shall also be provided.

5. SHAREHOLDING OF ALL LOCAL APPLICANTS' SHAREHOLDERS

List here the details of the shareholding patterns of each local company shareholder who owns shares in the applicant company. Fill this form separately for each local company shareholder.

Shareholding of (company name) _____

As of (date) _____

No. & % of shares held by the company in the applicant company: _____

Face value of share Rs: _____

S. No	Category of Shareholders	Share Holding			
		Direct Investment		Indirect Investment	
		No. Of shares	% of total Paid Up capital	No. Of shares	% of total Paid Up capital
1	Local Individual				
2	Local company (*)				
3	Foreign individual				
4	Foreign company				
5	Non-Resident Pakistani				
6	Any other				

(*) Fill this form again for any local company who owns shares.

Schedule-A:

UNDERTAKING

I/We _____, the applicant company do hereby declare that the all facts given herein are correct in all respects and nothing has been concealed or misrepresented therein. I/We also undertake that:

- I/we shall respect the sovereignty, security, integrity and ideology of the Islamic Republic of Pakistan.
- I/we shall respect the national, cultural, social and Islamic values and the principles of public policy as enshrined in the Constitution of the Islamic Republic of Pakistan and to safeguard the ideology of Pakistan.
- I/we have read and understood the eligibility criteria and bidding procedure and shall strictly comply with the same in letter and spirit.
- I/we, if granted a licence, shall comply with PEMRA Ordinance, rules and regulations made thereunder, the Code of Conduct, licence terms & conditions and instructions as notified by the Authority from time to time and pay licence fee, annual fee including such percentage of annual gross advertisement revenue as may be applicable, security deposit and all such other dues as notified by the Authority.
- I/we, if granted a licence, shall broadcast programmes in the public interest specified by the Federal Government or the Authority in

the manner indicated by the Government or, as the case may be, the Authority.

- I/we shall abstain from broadcasting any programme or advertisement in violation of copyrights or other intellectual property rights.
- I/we shall obtain NOC from PEMRA before import of any transmitting apparatus for broadcasting as required under Section 20 of the PEMRA Ordinance 2002.
- I/we shall not sell, transfer or assign any of the rights conferred by the licence without prior written permission of the Authority.
- I/we have provided all documents which are required to be submitted along with the application for Teleport Service Licence and shall provide any further information if and when required by the Authority.

Seal of the Company

Signature of Applicant
For and on behalf of

M/s. _____

Place _____

Dated _____

Attested by Magistrate 1st Class on stamped paper of Rs. 100 or above

Schedule-B:

AFFIDAVIT

TO BE ATTESTED BY OATH COMMISSIONER ON STAMPED PAPER OF RS. 100 or above.

I, _____ S/o _____ (Designation)
_____ of M/s _____ (hereafter referred to as
"the company") do hereby solemnly state and affirm on oath that:

- Neither the applicant company nor any of its CEO, Directors and shareholders are defaulter of PEMRA, any financial institution, tax authorities or the Government of Pakistan or any provincial and Local Government.
- The applicant company and its CEO, Directors and shareholders shall abide by the PEMRA Ordinance 2002, the Rules, Regulations, licence terms & conditions, guidelines, eligibility criteria, bidding procedure, Code of Conduct made thereunder and as amended from time to time as well as the directions issued by the Authority from time to time.

- The applicant company shall pay the applicable licence fee, annual fee including the percentage of the gross advertisement revenue as provided in the information memorandum, terms & conditions of the license, or as amended by the Authority from time to time.
- Neither the applicant company nor any of its CEO, Directors or shareholders directly or indirectly own, operate or manage any distributions service licence in terms of Rule 13 of the PEMRA Rules 2009.
- Neither the applicant company nor any of its CEO, Directors or shareholders directly or indirectly own, operate or manage any distribution license.
- The applicant company is not a licensee who owns, controls or operates directly or indirectly any distribution service licence.
- The applicant company is not ineligible for grant of licence in terms of Section 25 of the PEMRA Ordinance 2002, as amended from time to time, or as provided in the eligibility criteria and bidding procedure.
- Neither the applicant company, nor any of its Directors and shareholders has ever been blacklisted by PEMRA or any organization of Government.
- In case the applicant already holds, directly or indirectly, another licence issued by the Authority, all outstanding dues in respect of all the licences held, directly or indirectly, have been paid.
- No director or shareholder of the Company is a director or shareholder in any other applicant company for a teleport service licence.

DEPONENT VERIFICATION:

I, the above named deponent do hereby solemnly affirm on oath that the contents of the above affidavit are correct and true to the best of my knowledge and nothing has been concealed therein.

RECEIPT

Received Application Form S.No. _____ along with
Application Processing
Fee, amounting Rs. _____ through Pay Order/Bank Draft
No. _____

from Bank _____
_____ today on
_____ (date).

For Pakistan Electronic Media Regulatory Authority, Islamabad

SCHEDULE-B**NON-DEFAULTER STATUS AFFIDAVIT**

(To be provided on Stamp Paper of Rs. 100 or above and attested by Oath Commissioner)

I,

S/o _____

(Designation) _____ of M/s _____
(hereinafter referred as "the applicant company") do hereby solemnly state and affirm on oath that neither the applicant company nor any of its CEO, Directors and shareholders are defaulter of PEMRA, any financial institution, tax authorities or the Government of Pakistan or any provincial and Local Government.

M/s _____ do hereby solemnly state and affirm on oath that neither the applicant company nor any of its CEO, Directors and shareholders have ever been blacklisted by PEMRA, any organization of the Government of Pakistan or any other government.

DEPONENT

VERIFICATION:

I, the above named deponent do hereby solemnly affirm on oath that the contents of the above affidavit are correct and true to the best of my knowledge and nothing has been concealed therein.

DEPONENT

SCHEDULE-C**AFFIDAVIT FOR COMPLIANCE**

(To be provided on Stamp Paper of Rs. 100 OR above and attested by Oath Commissioner)

I,

S/o _____

(Designation) _____ of M/s _____
(hereinafter referred as "the applicant company") do hereby solemnly state and

affirm on oath that the applicant company and its CEO, Directors and shareholders shall abide by the PEMRA Ordinance 2002, the Rules, Regulations, licence terms & conditions, guidelines, eligibility criteria, bidding procedure, Code of Conduct made thereunder and as amended from time to time as well as the directions issued by the Authority from time to time. I also undertake to pay the applicable licence fee, annual fee including the percentage of the gross revenue as provided in PEMRA laws and the terms & conditions of license, bid security and bank guarantee as approved & amended by the Authority from time to time and all the applicable taxes.

DEPONENT

VERIFICATION:

I, the above named deponent do hereby solemnly affirm on oath that the contents of the above affidavit are correct and true to the best of my knowledge and nothing has been concealed therein.

DEPONENT

SCHEDULE-D**AFFIDAVIT - CROSS MEDIA OWNERSHIP**

(To be provided on stamp Paper of Rs. 100 or above and attested by Oath Commissioner)

I,

S/o _____

(Designation) _____

of M/s _____

(hereinafter referred as "the company") do hereby solemnly state and affirm on oath that neither the applicant company nor any of its CEO, Directors or shareholders directly or indirectly own, operate or manage any distribution service license which may disqualify my company for getting the teleport service licence in terms of Rule 13 of the PEMRA Rules 2009.

DEPONENT

VERIFICATION:

I, the above named deponent do hereby solemnly affirm on oath that the contents of the above affidavit are correct and true to the best of my knowledge and nothing has been concealed therein.

DEPONENT

SCHEDULE-E**AFFIDAVIT - FOREIGN OWNERSHIP**

*(To be provided on stamp paper of Rs. 100 OR above and attested by
Oath Commissioner)*

I,

S/o _____

(Designation) _____ of M/s _____
(hereinafter referred as "the applicant company") do hereby solemnly state and affirm on oath that the applicant company is not ineligible for grant of licence in terms of Section 25 of the PEMRA Ordinance 2002 as amended from time to time or as provided in the eligibility criteria.

DEPONENT

VERIFICATION:

I, the above named deponent do hereby solemnly affirm on oath that the contents of the above affidavit are correct and true to the best of my knowledge and nothing has been concealed therein.

DEPONENT

SCHEDULE-F**AFFIDAVIT FOR CORRECT INFORMATION**

*(To be provided on stamp Paper of Rs. 100 or above and attested by
Oath Commissioner)*

I,

S/o _____

(Designation) _____ of M/s _____
(hereinafter referred as "the applicant company") do hereby solemnly state and affirm on oath that all the information submitted alongwith the application and documents provided are true and nothing has been concealed or misrepresented therein and that any concealment of facts or misrepresentation revealed subsequently may result in our consequent disqualification and or cancellation or our licence as the case may be.

DEPONENT

VERIFICATION:

I, the above named deponent do hereby solemnly affirm on oath that the contents of the above affidavit are correct and true to the best of my knowledge and nothing has been concealed therein.

DEPONENT

ANNEX-I**AUTHORITY LETTER**

(To be submitted on Stamp Paper of Rs. 100 or above, duly attested by Oath Commissioner, accompanied with Board Resolution)

M/s (the Applicant Company) ----- hereby authorize
Mr./Ms. -----S/o/D/o -----
holding CNIC No. / Passport No. -----(attested copy attached)
Designation: ----- of the applicant company to submit licence application for
grant of Teleport Service to PEMRA and make any statement or give any
undertaking on behalf of the company. The said Mr./Ms. -----, is fully
authorized to participate in the bidding process and to take such on-the-spot
decision or give bids which shall be binding on the Applicant company.

Chief Executive Officer
Seal/Stamp of the Applicant company
Date: _____
(Attorney)

Witnesses:

1. Name: ----- CNIC No. ----- Signature

2. Name: ----- CNIC No. ----- Signature

ANNEX-II**BID FORM****Name of Bidder /Applicant company:****Name of Authorized Representative:****Bid Amount in Figures Rs.****Bid Amount in Words Rs.**

I solemnly declare that this bid for the grant of Teleport Service Licence is unconditional, irrecoverable and is valid for two years from the date of its submission and the bidder/applicant company undertakes to comply with all other conditions of the bidding process.

Signature of Authorized Representative of Applicant Company**Seal of the Company:****Dated:**

FAKHAR-UD-DIN MUGHAL,
Secretary.