



Our ref: MA1000021
Contact officer: Mandy Bendelstein
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21 December 2022

Telstra Corporation Limited
Andrew Low
Partner, Gilbert+Tobin

TPG Telecom Limited
Jodi Grey
Partner, Corrs Chambers Westgarth

Cc: Simon Muys

By email: [REDACTED]

Dear Andrew, Simon and Jodi

Telstra Corporation Limited and TPG Telecom Limited proposed Multi-Operator Core Network commercial arrangements and spectrum sharing – ACCC Determination

The ACCC has issued a determination in respect of the above mentioned application for merger authorisation received on 23 May 2022.

Telstra Corporation Limited (**Telstra**) and TPG Telecom Limited (**TPG**) (the **Applicants**) entered into three interrelated agreements to implement a Multi-Operator Core Network commercial arrangement (**MOCN NaaS**): the MOCN Service Agreement; the Spectrum Authorisation Agreement; and the Mobile Site Transition Agreement (together the **Proposed Transaction**). The Spectrum Authorisation Agreement would authorise Telstra to use TPG's spectrum, which is deemed by the *Radiocommunications Act 1992* (Cth) to be an acquisition under section 50 of the *Competition and Consumer Act 2010* (Cth) (the **Act**).

The ACCC has decided not to grant authorisation to Telstra and TPG for the Proposed Transaction. The ACCC's determination and a summary of the ACCC's reasons is enclosed, and is also available on the [Merger authorisations public register](#).

As you are aware, the full reasons for the ACCC's determination will be released separately as soon as possible, subject to a confidentiality review by the relevant parties involved. The full reasons will also be available on the [Merger authorisations public register](#).

Application for review

Pursuant to section 101 of the *Competition and Consumer Act 2010* (Cth), a person dissatisfied with this determination may apply to the Australian Competition Tribunal for a review of the determination. An application for review must be made within 21 days of the date of this determination; that is, on or before **11 January 2023**.

This letter has been placed on the ACCC's public register. If you wish to discuss any aspect of this matter please contact Mark Basile on (03) 9290 1855 or Mandy Bendelstein on (02) 9102 4037 (or via email at mergerauthorisations@acc.gov.au).

Yours sincerely

A handwritten signature in black ink, appearing to read 'DMcCracken-Hewson', with a long horizontal flourish extending to the right.

Daniel McCracken-Hewson
General Manager
Merger Investigations Branch