

新聞公報

工商及科技局就電訊盈科股權轉讓發表聲明

就新聞界查詢有關電訊盈科有限公司（電盈）股權轉讓的問題，工商及科技局發言人今日（七月十日）表示：

「電盈的兩間附屬公司電訊盈科媒體有限公司和Starbucks (HK) Limited，分別持有本地收費電視節目服務牌照和非本地電視節目服務牌照。根據牌照條款規定，兩間持牌機構的股權表決控制權在法定和實際利益方面有任何變更時，須獲廣播事務管理局的批准。」

此外，根據《廣播條例》，若有關變更最終導致電訊盈科媒體有限公司由「不符合持牌資格人士」行使控制，則須獲得行政長官會同行政會議批准。

根據《廣播條例》，本地收費電視節目服務牌照的「不符合持牌資格人士」，包括廣播服務持牌人（非本地電視節目服務牌照持牌人除外）、廣告宣傳代理商、報刊東主，以及對上述人士行使控制的人和相聯者。」

完

2006年7月10日（星期一）

香港時間22時28分

Press Release

CITB statement on PCCW

In response to media enquiries regarding the transfer of PCCW shares, a spokesman for the Commerce, Industry and Technology Bureau said today (July 10):

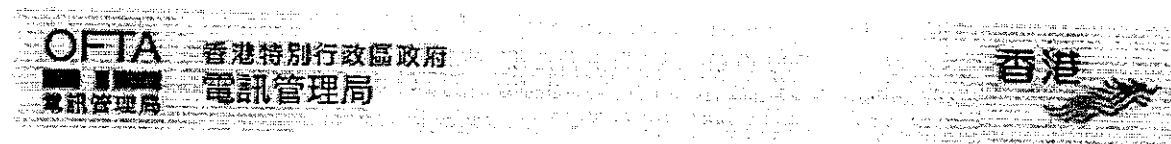
"According to the domestic pay television programme service licence of PCCW Media Limited and non-domestic television programme service licence of Starbucks (HK) Limited, both are subsidiaries of PCCW, changes to the legal and beneficial interests in the voting control of the shares of the two licensees require the approval of the Broadcasting Authority.

Moreover, any such changes that would result in a disqualified person exercising control of PCCW Media Limited will require the approval of the Chief Executive in Council under the Broadcasting Ordinance.

Under the Broadcasting Ordinance, "disqualified persons" in relation to a domestic pay television programme licensee include a broadcasting licensee (other than a non-domestic television programme service licensee), an advertising agency, a newspaper proprietor, and their controllers and associates."

Ends/Monday, July 10, 2006
Issued at HKT 22:31

NNNN



列印於 2006 年 11 月 14 日上午 12 時 32 分

網頁 - http://www.ofta.gov.hk/zh/press_rel/2006/Jul_2006_r1.html

新聞稿

電訊管理局局長就電訊盈科股權轉讓發表聲明

就新聞界查詢有關電訊盈科有限公司（電盈）股權轉讓的問題，電訊管理局局長今日（七月十日）發表以下聲明：

「電訊管理局局長會密切留意事態的發展，並會向香港電話有限公司（香港電話）求證有關的詳情，以確定香港電話作為固定傳送者牌照持牌人，會否出現任何根據《電訊條例》第7P條所定義的轉變。電訊管理局局長會按照《電訊條例》第7P條考慮該個案，該規例旨在保障電訊市場的競爭。」

「根據香港電話持有的固定傳送者牌照，香港電話須以令電訊管理局局長滿意的方式經營、維持及提供良好、有效及持續的服務。電訊管理局會與香港電話保持聯絡，確保對市民的服務不受影響。」

完

二零零六年七月十日



Printed at 12:32am on 14 Nov 2006

Webpage -- http://www.ofta.gov.hk/en/press_rel/2006/Jul_2006_r1.html

Press Release

TA Statement on Transfer of PCCW Shares

The Telecommunications Authority issued the following statement regarding the transfer of PCCW shares today (July 10):

"The Telecommunications Authority will monitor the situation closely. The Telecommunications Authority will seek confirmation on details of the matter from PCCW-HKT Telephone Limited in order to ascertain if there are any changes (as defined in section 7P of the Telecommunications Ordinance) in relation to PCCW-HKT Telephone Limited as a carrier licensee. The Telecommunications Authority will consider the case in accordance with the provisions under section 7P of the Telecommunications Ordinance, which seek to safeguard competition in the telecommunications market.

According to the fixed carrier licence held by PCCW-HKT Telephone Limited, it has to operate, maintain and provide a good, efficient and continuous service in a manner satisfactory to the Telecommunications Authority. The Office of the Telecommunications Authority will liaise with PCCW-HKT Telephone Limited to ensure that their services for the public will not be affected."

Ends/July 10, 2006



列印於 2006 年 11 月 14 日 上午 12 時 30 分

網頁 -- http://www.ofta.gov.hk/zh/press_rel/2006/Nov_2006_r2.html

新聞稿

電訊管理局局長就電訊盈科股份轉讓的聲明

有關梁伯韜先生就不同人士收購電訊盈科有限公司股份的公布，電訊管理局局長(電訊局長)今天(二零零六年十一月十二日)發出以下聲明：

電訊局長將繼續採取一切需要的行動，以嚴格執行《電訊條例》保障市場競爭的條款及確保電訊盈科集團轄下的公司遵從所持傳送者牌照的條件。

電訊局長將盡快聯絡有關人士，以確定是否有傳送者牌照持牌人將會出現根據《電訊條例》第7P條定義的擁有權或控制權或影響公司事務權力的變動，第7P條規定，電訊局長可在變動出現後十四日內，就變動對市場競爭的影響展開調查。倘若電訊局長在調查後得出意見認為該項改變具有大幅減少市場競爭的效果，或會指示該持牌人採取行動，以消除或防止出現該等效果。

根據香港電話有限公司所持有的固定傳送者牌照，該公司須以電訊局長滿意的方式操作、維持和提供良好、有效率及連續性的服務。另外，所有持牌人均須遵守有關禁止反競爭協議和行為的《電訊條例》第7K、7L及7N條。電訊局長會確保電訊盈科集團轄下的傳送者持牌人繼續遵從牌照條件，提供令人滿意的服務，和保障電訊市場上的競爭。

電訊管理局

二零零六年十一月十二日



Printed at 12:30am on 14 Nov 2006

Webpage – http://www.ofta.gov.hk/en/press_rel/2006/Nov_2006_r2.html

Press Release

Telecommunications Authority Statement on the Sale of PCCW Shares

The Telecommunications Authority (Authority) issued the following statement in response to the announcement by Mr Francis Leung today (12 November 2006) on the acquisition by various parties of the shareholding in PCCW Limited:

The Authority will continue to take all necessary actions to enforce rigorously the provisions in the Telecommunications Ordinance (TO) safeguarding competition in the market and to ensure that conditions under the carrier licences held by companies in the PCCW group will be complied with.

The Authority will as soon as possible contact the relevant parties to ascertain whether there will be a change, in beneficial ownership or voting control or in relation to power to influence the affairs of a carrier licensee, as defined in section 7P of the TO as a result of the acquisition. Under section 7P, the Authority may, within 14 days after the change has occurred, commence an investigation into the effect of the change on competition in the market. If the Authority after the investigation forms the opinion that the change has the effect of substantially lessening competition in a telecommunications market, it may direct the licensee to take action to eliminate or avoid such effect.

According to the fixed carrier licence held by PCCW-HKT Telephone Limited, it has to operate, maintain and provide a good, efficient and continuous service in a manner satisfactory to the Authority. In addition, all licensees are required to comply with sections 7K, 7L and 7N of the TO which prohibit anti-competitive agreements and conduct. The Office of the Telecommunications Authority will ensure that the carrier licensees within the PCCW group will continue to provide satisfactory services in compliance with their licence conditions and that competition in the telecommunications market will be safeguarded.

Office of the Telecommunications Authority
12 November 2006

廣播事務管理局二零零六年十一月十二日新聞稿

有關梁伯韜先生就不同人士收購電訊盈科有限公司股份的公布，廣播事務管理局（下稱「廣管局」）今日（十一月十二日）發出以下聲明：

廣管局會密切留意事情發展，確保電訊盈科有限公司的兩家持有牌照的附屬公司分別遵守其持有的本地收費電視節目服務牌照及非本地電視節目服務牌照的牌照條件，以及《廣播條例》（第562章）訂明的跨媒體擁有權的限制。

電訊盈科有限公司的兩家全資擁有的附屬公司，即電訊盈科媒體有限公司及Starbucks (HK) Limited，分別持有根據《廣播條例》批出的本地收費電視節目服務牌照及非本地電視節目服務牌照，以在香港提供收費電視服務及在香港上傳電視節目供亞太區接收。有關牌照是經審核持牌機構的申請書內所作的聲明及陳述（即「申領牌照建議書」）而批出，而有關聲明及陳述包括持牌機構在表決控制權和股權方面的法定權益和實益權益。持牌機構須時刻遵守申領牌照建議書內所作的聲明和陳述。如果申領牌照建議書中有關公司及股權結構有所改變，持牌機構必須向廣管局申請豁免。

兩家持牌機構早前已向廣管局申請豁免。廣管局於二零零六年十月二十八日批准有關申請。該豁免的附帶條文明確表明，豁免在盈科亞洲拓展持有的電訊盈科有限公司股份的所有權益及所有權完成轉讓前不會生效。如果該項申請中有關股份的買家、兩家持牌機構及有關控權人及股東的股權及控制有改變，豁免將終止生效或停止有效。因此，若於今天宣布由不同人士收購電訊盈科有限公司股份的安排引致持牌機構已提交的公司及股權結構的申述有進一步改變，持牌機構必須提供進一步資料以向廣管局申請適當的豁免。

此外，本地收費電視節目服務牌照持牌機構須受《廣播條例》下有關跨媒體擁有權的限制（即「不符合持牌資格人士」條文），以避免出現媒體受壟斷及編輯觀點單一化的情況。不符合持牌資格人士包括：其他廣播牌照持牌機構（就本地收費電視節目服務持牌機構而言，非本地電視節目服務持牌機構不是不符合持牌資格人士）、廣告宣傳代理商、在香港印刷或製作的報刊的東主，以及對這些機構行使控制的人士及相聯者（包括親屬）。

持牌機構有責任遵守有關條文。若於今天宣布由不同人士收購電訊盈科有限公司股份的安排，導致不符合持牌資格人士對電訊盈科媒體有限公司行使控制，電訊盈科媒體有限公司須向行政長官會同行政會議申請事先批准。廣管局已提醒電訊盈科媒體有限公司，電訊盈科媒體有限公司以及每位有關的控權人及股東須遵守《廣播條例》下不符合持牌資格人士的條文。

廣播事務管理局秘書處

二零零六年十一月十二日

[關閉](#)

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Press Release for the Broadcasting Authority on 12 November 2006

The Broadcasting Authority (BA) issued the following statement in response to the announcement by Mr Francis Leung today (November 12) on the acquisition by various parties of the shareholding in PCCW Limited:

The BA will remain vigilant to ensure that the conditions in the domestic pay television and non-domestic television programme service licences held by the two subsidiary companies under PCCW Limited and the cross-media restrictions under the Broadcasting Ordinance (BO)(Cap. 562) are duly complied with.

Two subsidiary companies of PCCW Limited, namely PCCW Media Limited (PCCW Media) and Starbucks (HK) Limited, hold, respectively a domestic pay television programme service licence and a non-domestic television programme service licence under the BO to provide pay TV in Hong Kong and satellite TV uplinking from Hong Kong to the Asia-Pacific region. The television licences were granted to these companies based on an assessment of the statements and representations made in their licence applications (known as Licensees' Proposals), which include among other things the legal and beneficial interests in the voting control and shares in the licensees. The two licensees are required to comply at all times with their Licensee's Proposals. If there is any change in the corporate and shareholding structures as represented in the Licensees' Proposals, the two licensees have to apply for waivers from the BA.

The two licensees have earlier made applications to the BA for the requisite waivers and the BA approved the applications on October 28, 2006, with the clear provisos that the waivers shall not take effect before the completion of the transfer of all the interests and title in PCCW's shareholding in PCCW Limited, and that the waivers shall cease to have effect or be effective upon any change in shareholding and control in relation to the buyer of PCCW's shareholding in PCCW Limited, the two licensees themselves and the relevant controllers and shareholders as submitted in their applications. Thus, if the acquisition by various parties of the shareholding in PCCW Limited announced today would lead to further changes in the corporate and shareholding structures of the respective licensees as submitted by them, the two licensees are required to submit updated information to apply for suitable waivers from the BA.

In addition, domestic pay television programme service licensees are subject to cross-media ownership restrictions (known as "disqualified persons" provisions) under the BO to safeguard against the risks of media concentration and editorial uniformity. Disqualified persons include another broadcasting licensee (in relation to domestic pay television programme service licensees, non-domestic television programme service licensees are not disqualified persons), an advertising agency and a proprietor of a newspaper printed or produced in Hong Kong, and their controllers and associates (including relatives).

The onus of complying with the provisions rests with the licensees. If the acquisition by various parties of the shareholding in PCCW Limited will result in any disqualified person exercising control of PCCW Media Limited, PCCW Media Limited is required to apply for prior approval from the Chief Executive in Council (CE in C). The BA has reminded PCCW Media that PCCW Media and each of the relevant controllers and shareholders should comply with the disqualified persons provisions in the BO.

Broadcasting Authority
Secretariat

12 November 2006

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