

**REPUBLIC OF SINGAPORE
INFO-COMMUNICATIONS DEVELOPMENT AUTHORITY
OF SINGAPORE**

**FINAL MODIFICATIONS TO THE
PROPOSED MODEL CONFIDENTIALITY
AGREEMENT PUBLISHED PURSUANT TO SUB-SECTION 5.3.3 OF THE
CODE OF PRACTICE FOR COMPETITION IN THE PROVISION OF
TELECOMMUNICATION SERVICES**

1. INTRODUCTION

**2. FINAL MODIFICATIONS TO THE MODEL CONFIDENTIALITY
AGREEMENT**

3. APPROVED MODEL CONFIDENTIALITY AGREEMENT

Introduction

- 1 Following the industry consultation on SingTel's proposed MCA, IDA acting in accordance with Section 5.3.3 of the Telecom Competition Code, notified SingTel, effective 4 November 2000, of IDA's required modifications to SingTel's proposed MCA. In accordance with Section 5.3.3 of the Telecom Competition Code, SingTel was given 7 days from 4 November 2000 to submit to IDA a revised proposed MCA that incorporates the modifications required by IDA.

Final Modifications to the Model Confidentiality Agreement

- 2 SingTel submitted its revised proposed MCA to IDA on 10 Nov 2000 incorporating all of the modifications required by IDA. SingTel, however, proposed three additional amendments.
- 3 In relation to SingTel's proposed amendment to delete the category "advisers" from Clause 7(a) on the ground that the category "advisers" is already covered by Clause 7(b), IDA has accepted this amendment as IDA is of the view that this better expresses and is consistent with IDA's required modifications.
- 4 In relation to SingTel's proposed amendment to clarify in Clause 8 that the Authorised Person is to provide an individual undertaking "in favour of the Disclosing Party", IDA has accepted this amendment as IDA is of the view that this better expresses and is consistent with IDA's required modifications.
- 5 In relation to SingTel's proposed amendment to exclude the category of persons specified in Clause 7(a) from the requirement to provide an individual undertaking, IDA has rejected this amendment. IDA notes that SingTel had provided for this requirement for individual undertaking in the first submission of its proposed MCA. IDA is of the view that there are valid legal concerns to justify the need to provide for an individual undertaking in order to adequately safeguard Confidential Information, especially in situations where employees or directors leave the employment of the Receiving Party. IDA also notes that amongst the public comments received by IDA during the public consultation, only Pacific Internet had commented that the requirement for individual undertaking was too onerous while SCV, on the other hand, proposed even more stringent requirements. The other respondents did not comment on this requirement. In view that there are valid legal concerns that justify this requirement for individual undertaking, IDA has directed SingTel to retain this requirement for the category of persons specified in Clause 7(a).

Approved Model Confidentiality Agreement

- 6 IDA has approved SingTel's MCA in the form attached and has directed SingTel to adopt the MCA for the purposes of the Telecom Competition Code with immediate effect. SingTel has also been reminded of its obligation under Section 5.3.3 of the Telecom Competition Code to obtain IDA's prior written approval before making any changes to its approved MCA.