

Test Agreement

Test Description: **nbn**[™] Enterprise Ethernet Test Sandpit



This Agreement is a Standard Form of Access Agreement for the purposes of Part XIC of the *Competition and Consumer Act 2010* (Cth) where one is required for NBN Co to supply a Test Product.

Test Agreement

Test Description: **nbn**TM Enterprise Ethernet Test Sandpit

Version	Description	Effective Date
1.0	Issued on 10 August 2018	Execution Date
1.1	Issued on 29 January 2019	Execution Date

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Environment

nbn asks that you consider the environment before printing this document.

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Test Agreement

Test Description: **nbn**[™] Enterprise Ethernet Test Sandpit

Parties

- nbn co limited (ABN 86 136 533 741) of Level 11, 100 Arthur Street, North Sydney NSW 2060 (**nbn**);
- [Insert full legal name of Test Participant] (ABN [insert ABN]) of [insert registered address of Test Participant] (**Test Participant**)

Background

- A. This Test Description, together with the Standard Test Terms, forms the Test Agreement for the **nbn**[™] Enterprise Ethernet Test Sandpit.
- B. As set out in the Standard Terms, the Test Agreement for the **nbn**[™] Enterprise Ethernet Test Sandpit sets out the terms on which **nbn** agrees to supply, and Test Participant agrees to acquire, the **nbn**[™] Enterprise Ethernet Test Sandpit.
- C. The purpose of the **nbn**[™] Enterprise Ethernet Test Sandpit is for Test Participants to test their network interoperability with **nbn**'s network technology prior to the launch of the **nbn**[™] Enterprise Ethernet Product.
- D. The **nbn**[™] Enterprise Ethernet Test Sandpit will allow Test Participant to provide feedback to **nbn** about the performance of the **nbn**[™] Enterprise Ethernet Test Sandpit, including any unintended effects from the supply of the **nbn**[™] Enterprise Ethernet Product.

1. Interpretation and definitions

In this Test Description:

- (a) the singular includes the plural and vice versa;
- (b) any capitalised term used but not defined in this Test Description has the meaning given to that term in the Standard Test Terms; and
- (c) any capitalised term used but not defined in this Test Description or the Standard Test Terms has the meaning given to that term in the WBA.

B-NTD means an NTD provided by **nbn** for the purposes of the **nbn**[™] Enterprise Ethernet Test Sandpit.

Enterprise Ethernet Network means a fibre network, comprising solely fibre lines between an NNI and UNI including only point-to-point fibre between a fibre access node and a Premises, that is owned or controlled by, or operated by or on behalf of, **nbn** (or any Related Body Corporate of **nbn**), excluding the Fibre Network.

Enterprise Ethernet Test Network means the variant of the Enterprise Ethernet Network by which **nbn** will supply the **nbn**[™] Enterprise Ethernet Test Sandpit.

Expiry Date means 30 June 2019.

nbn™ Enterprise Ethernet Product means the Product of that name being developed by **nbn** which comprises an Ethernet-based Layer 2 virtual connection that carries traffic between a UNI used to serve a Premises and a POI, by means of the Enterprise Ethernet Network.

nbn™ Enterprise Ethernet Test Sandpit means the variant of the Sandpit described in clause 3.2.

Network-Network Interface or **NNI** has the meaning given to that term in section 3.2(c) of the Sandpit Service Description.

Operator Virtual Connection or **OVC** is an Ethernet-based Layer 2 virtual connection on the Enterprise Ethernet Test Network that carries Test Participant's traffic between an NNI and UNI.

Test Activities means:

- (a) prepare for and perform:
 - (i) Customer Equipment testing;
 - (ii) development activities; and
 - (iii) any related or ancillary activities,in respect of the **nbn™** Enterprise Ethernet Product; and
- (b) conduct any other activities which **nbn** undertakes pursuant to an SAU to permit Test Participant to conduct in the **nbn™** Enterprise Ethernet Test Sandpit.

Test Contact means each person appointed by **nbn** and the Test Participant as:

- (a) their single central contact point regarding the **nbn™** Enterprise Ethernet Test Sandpit; and
- (b) any additional people appointed as contact points in relation to specific matters regarding the **nbn™** Enterprise Ethernet Test Sandpit (such as operational or technical issues).

Test Description means this document, which is issued by **nbn** under the Standard Test Terms.

Test Term has the meaning given to it in clause 4(a).

User Network Interface or **UNI** is a physical port on a B-NTD by which **nbn** supplies the **nbn™** Enterprise Ethernet Test Sandpit.

2. Participation in the **nbn™** Enterprise Ethernet Test Sandpit

To participate in the **nbn™** Enterprise Ethernet Test Sandpit, the Test Participant must:

- (a) be a party to a WBA;
- (b) have entered into the Standard Test Terms; and
- (c) have entered into this Test Description for the **nbn™** Enterprise Ethernet Test Sandpit.

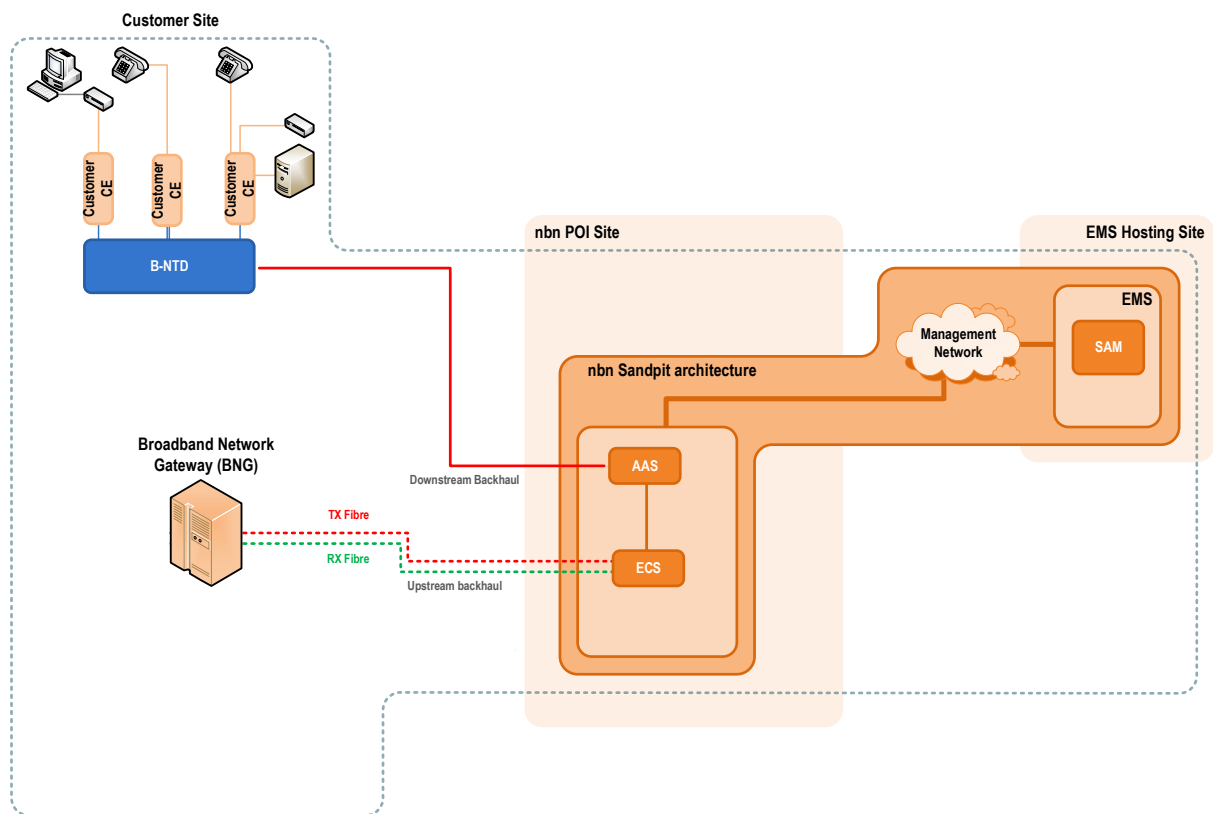
3. **nbn**[™] Enterprise Ethernet Test Sandpit

3.1 Test Product

The Test Product supplied under this Test Description is the **nbn**[™] Enterprise Ethernet Test Sandpit.

3.2 Service description and service terms

- (a) Subject to clause 3.2(b), the provisions of the Sandpit Service Description and the Sandpit Service Terms under the WBA which are relevant to **nbn**[™] Ethernet (Fibre) or the Fibre Sandpit are incorporated into this Test Description as though set out in full.
- (b) The provisions incorporated under clause 3.2(a) are subject to the following amendments:
- (i) references to "**nbn**[™] Ethernet Testing and Development Activities" or "**nbn**[™] Ethernet (Fibre) Testing and Development Activities" are to be read as references to "**Test Activities**";
 - (ii) references to "Fibre Sandpit" or "Sandpit" are to be read as references to "**nbn**[™] Enterprise Ethernet Test Sandpit";
 - (iii) references to "Fibre Network" are to be read as references to the "Enterprise Ethernet Test Network";
 - (iv) references to "CVC" and "AVC" (and any associated descriptions) are to be read as references to "OVC";
 - (v) references to "NTD" or "fibre-specific NTD" are to be read as "B-NTD";
 - (vi) references to "Customer" are to be read as references to "Test Participant";
 - (vii) references to "National Test Facility" are to read as references to "**nbn**[™] Sydney HFC Test Facility";
 - (viii) references to "OLT" or "OLT port" are to be read as references to "AAS" or "AAS port" respectively;
 - (ix) references to a fibre splitter are to be ignored;
 - (x) references to "Pre-Certification Testing" are to be ignored;
 - (xi) references to NNI are to be read as references to "NNI" as defined in this Test Description;
 - (xii) the B-NTD will be the only item that **nbn** provides Test Participant under clause 1.1(a) of the Sandpit Service Terms;
 - (xiii) the Test Participant-hosted variant of the **nbn**[™] Enterprise Ethernet Test Sandpit will only be available in locations notified by **nbn** from time to time; and
 - (xiv) the diagram illustrating the Test Participant-hosted variant of the **nbn**[™] Enterprise Ethernet Test Sandpit is to be replaced with the following:



3.3 Additional terms of service

- (a) **nbn** may begin to supply the **nbn**[™] Enterprise Ethernet Test Sandpit before Test Participant is permitted to begin Test Activities and may continue to supply the **nbn**[™] Enterprise Ethernet Test Sandpit after Test Participant is required to cease performing Test Activities.
- (b) The quantity of B-NTDs to be supplied by **nbn** for Test Activities will be determined by **nbn**.
- (c) If Test Participant requests **nbn** to provide more than one B-NTD for use with the Test Participant-hosted **nbn**[™] Enterprise Ethernet Test Sandpit, **nbn** may, at its discretion, provide such B-NTDs at no charge.
- (d) Test Participant must either:
 - (i) use an existing NNI ordered under the WBA; or
 - (ii) if required by **nbn**, acquire an NNI under the WBA at each POI which **nbn** notifies to the Test Participant as being associated with the **nbn**[™] Enterprise Ethernet Test Sandpit.
- (e) Test Participant acknowledges and agrees that no service level, rebate or compensation of any kind, however described, is available or applicable to any aspect or component of the supply of the **nbn**[™] Enterprise Ethernet Test Sandpit except in respect of NNI(s) described in clause 3.3(d), for which service levels, rebates or compensation may apply under the WBA.
- (f) Upon execution of this Test Description, Test Participant must provide **nbn** with:
 - (i) confirmation that all site requirements have been met (if any); and
 - (ii) submit a completed Sandpit Order and Configuration Form for the **nbn**[™] Enterprise Ethernet Test Sandpit, which is available from **nbn**'s Test Contact.

3.4 Charges

- (a) **nbn** will not charge Test Participant for using the **nbn**TM Enterprise Ethernet Test Sandpit.
- (b) Notwithstanding clause 3.4(a), **nbn** may charge Test Participant for services supplied pursuant to clause 3.3(d), which will be payable under the WBA.

4. Term, variation, termination and withdrawal

- (a) This Test Description will commence once executed by both parties and terminate on the Expiry Date unless terminated earlier in accordance with clauses 4(c) or 4(e) (**Test Term**).
- (b) The Test Activities will be carried out during the Test Term on the dates agreed by the parties.
- (c) **nbn** may issue a Cancellation Notice at any time in accordance with the Standard Test Terms to terminate:
 - (i) this Test Description; or
 - (ii) the Test Activities.
- (d) **nbn** may vary this Test Description by giving Test Participant 20 Business Days' notice of the variation.
- (e) The Test Participant may terminate this Test Description or the Test Activities by giving 10 Business Days' written notice to **nbn**.
- (f) If this Test Description is terminated before the Expiry Date, **nbn** will cease supplying the **nbn**TM Enterprise Ethernet Test Sandpit.
- (g) If this Test Description terminates on the Expiry Date, **nbn** may, at its discretion:
 - (i) terminate this Test Description and cease supplying the **nbn**TM Enterprise Ethernet Test Sandpit; or
 - (ii) if Test Participant enters into an agreement with **nbn** for the supply of an enterprise ethernet sandpit service under the WBA, continue supplying the **nbn**TM Enterprise Ethernet Test Sandpit as an "**nbn**TM Enterprise Ethernet Sandpit" described in and subject to the terms of the WBA, by giving notice to Test Participant.

5. Test Contacts

- (a) **nbn** and Test Participant will each appoint a person as a contact point in relation to process issues (if any) arising from the Test Activities and, in addition, Test Participant will appoint a person as a contact person in respect of each **nbn**TM Enterprise Ethernet Test Sandpit location to provide access to and assistance in accordance with this Agreement (each, a **Test Contact**).
- (b) **nbn** and Test Participant will provide telephone and email contact details of their Test Contacts to each other before access to the **nbn**TM Enterprise Ethernet Test Sandpit.
- (c) As part of the Test Activities, Test Participant may provide to **nbn** either proactively or at **nbn**'s request, information and feedback regarding performance, usage and interoperability of the **nbn**TM Enterprise Ethernet Test Sandpit.
- (d) At regular intervals during the Test Activities and at the time of completion of the Test Activities, the Test Participant will, at **nbn**'s request:
 - (i) meet with **nbn** to review and evaluate the performance of the Test Activities; and

- (ii) use reasonable endeavours to obtain and assist **nbn** to directly obtain additional feedback from any relevant third parties regarding the performance of the **nbn**[™] Enterprise Ethernet Test Sandpit and **nbn**'s relevant processes and procedures.

Execution

Executed as an agreement

Signed for **nbn co limited** by its authorised representatives:

Signature of authorised representative

Signature of authorised representative

Name of authorised representative

Name of authorised representative

Date of signature

Date of signature

Signed for **[insert full legal name of Test Participant]** by its authorised representatives:

Signature of authorised representative

Signature of authorised representative

Name of authorised representative

Name of authorised representative

Date of signature

Date of signature