

Updates to ACMA procedures to account for merger reform

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New merger reforms

The Treasury Laws Amendment (Mergers and Acquisitions Reform) Act 2024 made changes to Australia's merger regime. The new mandatory merger notification requirements start on 1 January 2026.

From that date, under the new regime, businesses contemplating acquisitions that meet certain thresholds must notify the ACCC and wait for approval before their proposed acquisition can proceed. The ACCC will be the first decision-maker on each notified acquisition.

This may include acquisitions involving the trading, transferring or authorisation of a third party to use an apparatus or spectrum licence. However, the ACCC will not need to be notified of the issue of either an apparatus or spectrum licence.

This paper seeks comment on minor amendments to our trading rules for spectrum licences and updates to our forms relating to the trading of spectrum licences and transfer of apparatus licences to account for the merger reforms.

The ACCC administers the merger reforms. While the [ACMA website](#) has some information on the merger regime, the ACCC's website has more detailed information. Please refer to the ACCC's [merger control regime](#) webpage for information on the merger reforms, including guidelines, forms, fees and notification thresholds.

Penalties may apply for failing to notify the ACCC of an acquisition when required, and acquisitions may be void.

We strongly encourage licensees to consider whether acquisitions meet the relevant thresholds and, if so, to notify the ACCC and await the outcome of the ACCC's considerations prior to submitting applications to trade a spectrum licence or transfer an apparatus licence.¹

For licensees who consider that the relevant acquisitions do not meet the thresholds to notify the ACCC or have a waiver from the ACCC that the acquisition does not need to be notified, they can proceed to complete the relevant ACMA form and submit it for our consideration.

However, licensees are reminded that section 50 of the [Competition and Consumer Act 2010](#) (the CCA) will continue to apply to the issue of apparatus and spectrum licences as well as trading, transfer and third-party authorisations of apparatus or spectrum licences that are not notified under the new regime, in the same way that it did prior to the merger reforms.

The 'clock stops'

For acquisitions where the licensee should notify the ACCC, there is no advantage in submitting an application to the ACMA (to transfer an apparatus licence and/or trade a spectrum licence) prior to the ACCC announcing the outcome of its merger reform considerations. This is because the 'clock stops' on our consideration of an application to transfer an apparatus licence and/or our update to the Register of Radiocommunications

¹ While, subject to thresholds, you may need to notify the ACCC of a proposed third-party authorisation, there is no ACMA approval required.

Licences (the RRL) to account for the trade of spectrum licence or a related variation of a spectrum licence.

Meaning of the ‘clock stops’

Applications to transfer an apparatus licence

Under section 286 of the [Radiocommunications Act 1992](#) (the Act), we have 90 days to consider an application to transfer an apparatus licence. However, under subsection 286(9) of the Act, a day is not counted if:

- the transfer is a notified acquisition (within the meaning of the Competition and Consumer Act (CCA))
- the day occurs on or after the effective notification date (within the meaning of the CCA) of the latest notification of the acquisition
- on that day:
 - the notification has not been finally considered (within the meaning of the CCA)
 - the ACCC has not decided to cease considering the latest notification of the acquisition under section 51ABZD of the CCA.

This means that a day is not counted if the transfer of the apparatus licence was notified to the ACCC under the merger reforms, and the ACCC has not yet made a decision on the acquisition. The clock re-commences once the ACCC has made its decision on the notifiable acquisition.

Updating the RRL for a spectrum licence trade

Among other things, under section 146 of the Act, we must, as soon as practicable, make the changes to the information in the RRL about a spectrum licence that the ACMA considers are necessary or convenient under various circumstances. This includes for taking into account variations to a spectrum licence under section 87 of the Act or an assignment of a spectrum licence under section 85 of the Act. Under subsection 86(2) of the Act, an assignment of a spectrum licence cannot take effect before the RRL is amended to take it into account.

However, under subsection 146(3) of the Act, the ACMA need not make such changes to the RRL to take into account an assignment of the licence under section 85 of the Act, or a variation of the licence under section 87 of the Act that relates to the assignment, if:

- the assignment is a notified acquisition (within the meaning of the CCA)
- the latest notification of the acquisition has not been finally considered (within the meaning of the CCA)
- the ACCC has not decided to cease considering the latest notification of the acquisition under section 51ABZD of the CCA.

This means that we do not have to update the RRL to reflect a spectrum licence trade or variation that is a notifiable acquisition until the ACCC has made its decision on the acquisition.

Updates to our procedures and spectrum licence trading rules

Under subsection 88(1) of the Act, we may determine rules for assignments of spectrum licences, and rules setting out the circumstances in which licences can be varied, issued or cancelled as a result of an assignment.

We made the [Radiocommunications \(Trading Rules for Spectrum Licences\) Determination 2023](#) (the Trading Rules Determination) for that purpose.

We are proposing some amendments to the Trading Rules Determination to account for the merger reforms. These are outlined in the Draft Radiocommunications (Trading Rules for Spectrum Licences) Amendment Determination 2025 (No. 1) (the draft amending instrument), which can be found at Appendix A in the key documents section of this consultation.

Information about notifiable acquisitions required in a trading form

Under subsection 8(1) of the Trading Rules Determination, the ACMA must approve a written form that outlines what information must be provided to us about certain assignments, which includes a spectrum licence trade.

Subsection 8(2) of the Trading Rules Determination outlines what information these form/s must require from parties to an assignment.

The draft amending instrument would insert a new paragraph 8(2)(g) into the Trading Rules Determination. It would require that the form we must approve under subsection 8(1) requests that parties to an assignment indicate whether the assignment is a notified acquisition within the meaning of the CCA and provide relevant information about that notification, including:

- the name and Australian Company Number (if any) of each notifying party (within the meaning of the CCA) of the notification of the acquisition
- any unique reference number or code that is used to identify the notified acquisition on the acquisitions register kept under section 61ABZZH of the CCA
- the effective notification date (within the meaning of the CCA) of the notification
- the end of the determination period (within the meaning of the CCA) for the notification.

Rules for assignments resulting in less than the minimum contiguous bandwidth

Section 10 of the Trading Rules Determination provides rules for assignments resulting in less than the minimum contiguous bandwidth. The minimum contiguous bandwidth for a frequency band is the typical minimum amount of spectrum (bandwidth) that can be traded. However, licensees can apply to the ACMA for permission to trade less.

Subsection 10(5) of the Trading Rules Determination requires us to decide whether to give permission for such assignments within 90 days of receiving an application (unless a longer period is agreed between the ACMA and the licensee). Where permission is given, subsection 10(7) limits the period during which the assignment may occur to between 45 and 90 days.

Subsection 10(11) of the Trading Rules Determination sets a 90-day limit on internal review decisions. This is to cover circumstances where:

- a person applies for permission
- the ACMA refuses permission.

The draft amending instrument would insert a new subsection 10(14), which provides that, for the purposes of the periods referred to in subsections 10(5), (7) and (11), any day that there is a pending ACCC decision regarding a notifiable acquisition is not to be counted. This

ensures that, in respect of a notifiable acquisition, the 'clock is stopped' for the purposes of these provisions while the ACCC makes its decision.

Other proposed changes

The Trading Rules Determination makes provision for review to the Administrative Appeals Tribunal. That tribunal has been abolished and replaced by the Administrative Review Tribunal. Although transitional provisions mean that updating the references is not necessary, we propose to take the opportunity to change those references to provide clarity for the reader.

Updates to forms

The ACMA has forms for notifying about [trading of a spectrum licence](#) or applying to [transfer an apparatus licence](#).

Under the new merger regime, proposed spectrum licence trades and apparatus licence transfers that meet the mandatory merger notification requirements thresholds should be notified to the ACCC before the relevant notification or application form is submitted to us.

We plan to update our forms to include fields in which the applicant must declare whether the proposed trade or transfer needs to be notified to the ACCC. We are also taking the opportunity to update the forms to enhance their readability and make them easier to complete.

The draft updated forms are at **Appendices B** and **C** respectively. In the draft updated forms, the proposed changes for merger reforms are highlighted in yellow, and proposed changes for readability and ease of use are highlighted in green.

In addition to updating the forms to account for the merger reforms, we have also taken the opportunity to modernise the forms by updating contact details, updating legislative references (where appropriate) and for consistency with other forms approved by the ACMA.

Issues for comment

We invite your comments on the:

1. Proposed amendments to the Trading Rules Determination as described in this paper and that would be introduced by the draft amending instrument at **Appendix A**.
2. Draft forms for applying spectrum licence trades and transfers of apparatus licences at **Appendices B** and **C** respectively.

Invitation to comment

Making a submission

We invite comments on the issues set out in this discussion paper.

- [Online submissions](#) can be made by uploading a document. Submissions in PDF, Microsoft Word or Rich Text Format are preferred.
- Submissions by post can be sent to:
The Manager
Major Spectrum Allocations Section
Australian Communications and Media Authority
PO Box 78
Belconnen ACT 2616

The closing date for submissions is **COB, Friday 28 November 2025**.

Submissions and consultation enquiries can be emailed to spectrumallocations@acma.gov.au.

Publication of submissions

We publish submissions on our website, including personal information (such as names and contact details), except for information that you have claimed (and we have accepted) is confidential.

Confidential information will not be published or otherwise released unless required or authorised by law.

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