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**STC**  
الاتصالات السعودية



### New gTLD Agreement (Draft) base agreement specs-29apr13

STC Comments on the gTLD Agreement:

(1) Section 2.13, P# 8

#### **2.13 Emergency Transition:**

Registry Operator pays all reasonable costs incurred (i) by ICANN as a result of the designation of the Emergency Operator and (ii) by the Emergency Operator in connection with the operation of the registry for the TLD.

**STC Comments: we are concerned about such costs to be paid by STC.**

(2) Section 5.2, P# 16

#### **5.2 Arbitration:**

In the event the arbitrators determine that Registry Operator has been repeatedly and willfully in fundamental and material breach of its obligations set forth in Article 2, Article 6 or Section 5.4 of this Agreement, ICANN may request the arbitrators award punitive or exemplary damages, or operational sanctions (including without limitation an order temporarily restricting Registry Operator's right to sell new registrations).

**STC Comments: we are concerned about "awarding punitive or exemplary damages, or operational sanctions".**

(3) Section 7.1, P# 20 - 21

#### **7.1 Indemnification of ICANN:**

(2) Registry Operator shall indemnify and defend ICANN and its directors, officers, employees, and agents (collectively, "Indemnitees") from and against any and all third-party claims, damages, liabilities, costs, and expenses, including reasonable legal fees and expenses, arising out of or relating to intellectual property ownership rights with respect to the TLD, the delegation of the TLD to Registry Operator, Registry Operator's operation of the registry for the TLD or Registry Operator's provision of Registry Services

**STC Comments: we are concerned about "indemnify and defend ICANN and its directors, officers, employees, and agents (collectively, "Indemnitees") from and against any and all third-party claims, damages, liabilities, costs, and expenses, including reasonable legal fees and expenses,".**

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(b) For the purposes of reducing Registry Operator's liability under Section 7.1(a) pursuant to this Section 7.1(b), Registry Operator shall have the burden of identifying the other registry operators that are engaged in the same actions or omissions that gave rise to the claim, and demonstrating, to ICANN's reasonable satisfaction

**STC Comments: we are concerned about "Registry Operator shall have the burden of identifying the other registry operators that are engaged in the same actions or omissions that gave rise to the claim,".**

**(4) PART B – Legal Requirements P# 48**

**Item- 9, Indemnity P# 50 - 51:**

Registry Operator shall indemnify and hold harmless Escrow Agent and each of its directors, officers, agents, employees, members, and stockholders ("Escrow Agent Indemnitees") absolutely and forever from and against any and all claims, actions, damages, suits, liabilities, obligations, costs, fees, charges, and any other expenses whatsoever, including reasonable attorneys' fees and costs, that may be asserted by a third party against any Escrow Agent Indemnitees in connection with the Escrow Agreement or the performance of Escrow Agent or any Escrow Agent Indemnitees thereunder

**STC Comments: we are concerned about "such indemnify and holding harmless of above mentioned stakeholders against all claims, actions, damages, suits, liabilities, obligations, costs, fees, charges, and any other expenses whatsoever, including reasonable attorneys' fees and costs, that may be asserted by a third party against any Escrow Agent Indemnitees in connection with the Escrow Agreement or the performance of Escrow Agent or any Escrow Agent Indemnitees thereunder..".**

**eBusiness Director Office**

Name: Mohammed Abdullah AlSanad

Signature: 

Date: 12/06/2013

