

Instructions for Assignment or Transfer of Control of  
Cable Landing License Application  
Office of International Affairs

SCL-ASG/TC

**Purpose of Form**

This form is used to request approval for substantive and non-substantive (*pro forma*) assignments or transfers of control of a cable landing license. Substantive assignments or transfers require Commission approval and include: (1) an assignment of the Licensees' interest in the cable system; (2) a partial assignment of certain assets of the licensee, but not its entire interest in the cable system; or (3) a transfer of control of the licensee. This form is also used to provide notification of a *pro forma* assignment or transfer of control. A *pro forma* assignment or transfer of control that does not result in a change in the actual controlling party.

- **Assignment.** An assignment of a cable landing license is a transaction in which the licensee's interest in the cable system is assigned from one entity to another entity. Following an assignment, the license is held by an entity other than the one to which it was previously granted. A licensee may assign all or part of its interests in the cable system. 47 CFR § 1.767(g)(6).
- **Transfer of Control.** A transfer of control is a transaction in which the interest on the cable system continues to be held by the same entity, but there is a change in the entity or entities that control the licensee. A change from less than 50 percent ownership to 50 percent or more ownership shall always be considered a transfer of control. A change from 50 percent or more ownership to less than 50 percent ownership shall always be considered a transfer of control. In all other situations, whether the interest being transferred is controlling is determined on a case-by-case basis. 47 CFR § 1.767(g)(6).
- **Pro Forma Assignments or Transfers of Control.** Assignments or transfers of control that do not result in a change in the actual controlling party are considered non-substantial or *pro forma*. Whether there has been a change in the actual controlling party is determined on a case-by-case basis. The notification must certify that the assignment or transfer of control was *pro forma* and, together with all previous *pro forma* transactions, does not result in a change of the licensee's ultimate control. 47 CFR § 1.767(g)(7).
- **Consummation of Transaction.** The Assignee/Transferee is required to notify the Commission no later than thirty (30) days after either consummation of a substantive assignment or transfer or a decision not to consummate the assignment or transfer. 47 CFR § 1.767(a)(11)(iii).

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## Who Must File This Form and When

- **Substantive Assignments/Transfers.** The Assignor and Assignee must use this form to assign, in whole or in part, the licensee's interest in the cable system (SCL-ASG). The Transferor and Transferee must use this form to transfer control of the licensee (SCL-T/C). An Assignee/Transferee requires the consent of the Commission prior to a substantive assignment or transfer of control of a licensee.
- **Pro Forma Assignments/Transfers.**
  - **After March 15, 2012.** For cable landing licenses issued after March 15, 2002, a *pro forma* assignee or person or company that is the subject of a *pro forma* transfer of control must notify the Commission no later than thirty (30) days after the assignment or transfer of control is consummated.
  - **Prior to March 15, 2012.** For cable landing licenses issued prior March 15, 2002, the licensee must follow the terms of the license, which may require prior Commission consent of the *pro forma* transaction.
- **Involuntary Assignment or Transfer of Control.** In cases of involuntary assignment or transfer of control, the Application should be filed as soon as possible but no later than thirty (30) days after the transaction.
- **Single/Separate Applications.** A separate application must be filed for each licensee, even if the licensees are affiliated. The licensee may file a single application for multiple licenses issued in the name of the licensee.
- **Multiple Licensees.** Where there is more than one licensee of a cable landing license, the assignment or transfer of control application will cover only a single licensee's interest in the cable system and will not affect the interests of other licensees.

## Description of Form

This form consists of a main form and the ability to file any attachment to support the request. The Applicant is encouraged to upload a single document in machine readable format, including all required information. The Applicant must fill in all required fields, upload required documents, make all required certifications, and sign the form before submitting the application.

## Information Current and Complete

Information filed in the application with the Commission must be kept current and complete under [section 1.65](#) of the Commission's rules. 47 CFR § 1.65.

## Applicable Rules and Regulations

[Section 1.767\(g\)\(6\) and \(7\)](#) applies to the assignment or transfer of control of cable landing licenses granted on or after March 15, 2002.

- *Section 1.767(g)(6)/Assignments and Transfers.* Section 1.767(g)(6) of the Commission's rules states that "the cable landing license and rights granted in the license shall not be
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transferred, assigned, or disposed of, or disposed of indirectly by transfer of control unless the FCC gives prior consent in writing.” 47 CFR § 1.767(g)(6).

- *Section 1.767(g)(7)/Pro Formas.* Section 1.767(g)(7) states that “a *pro forma* assignee or person or company that is the subject of a *pro forma* transfer of control of a cable landing license is not required to seek prior approval for the *pro forma* transaction. A *pro forma* assignee or person or company that is the subject of a *pro forma* transfer of control must notify the Commission no later than thirty (30) days after the assignment or transfer of control is consummated.” 47 CFR § 1.767(g)(7).

**Note:** For cable landing licenses issued prior March 15, 2002, the applicable terms are set out in the cable landing license.

- *Contents of Applications for Submarine Cable Landing License Assignments and Transfers of control.* Section 1.767(a)(11) references information that Applicants must include in assignment and transfer of control applications. This section also provides that an assignee or transferee must notify the Commission no later than 30 days after either consummation of the assignment or transfer or a decision not to consummate the assignment or transfer. 47 CFR § 1.767(a)(11)(i)-(iii).
- *Voting and Ownership Information.* The Application shall also specify, on a segment specific basis, the percentage of voting and ownership interests being transferred or assigned in the cable system, including in a U.S. cable landing station. 47 CFR § 1.767(a)(11)(i).

The FCC derives its authority to grant, regulate and impose conditions on submarine cables from:

- Cable Landing License Act of 1921 (Cable Landing License Act) and the 1954 Executive Order No. 10530. 47 U.S.C. §§ 34-39; Exec. Order No. 10530 § 5(a) (May 10, 1954); reprinted as amended in 3 U.S.C. §301.
- Communications Act of 1934, as amended (Act) 47 U.S.C. §151 *et. seq.*
- Commission rules, 47 CFR §§ 1.767, 1.768, §§ 63.18 (h), (o), (p), (q).
- Review of Commission Consideration of Applications under the Cable Landing License Act, IB Docket No. 00-106, Report and Order, 16 FCC Rcd 2167 (2001).

Applicants should refer to the Debt Collection Improvement Act of 1996. The Debt Collection Act requires all federal agencies to ensure that no debtors to the Federal government obtain any licenses or other benefits from the FCC. To ensure this, the Commission must collect FRN information to correlate its Applicants with any outstanding Federal debt that they might have incurred in other dealings with the Federal government. For additional information, see the [FCC's Debt Collection webpage](#).

## Other Submarine Cable (SCL) Forms

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- **SCL-AMD Form**
  - This form is used to amend a pending application related to a cable landing license.
- **SCL-LIC Form**
  - This form is used to apply for a cable landing license.
- **SCL-LPN Form**
  - This form is used to file the precise location of a cable landing station if such information was not included in the cable landing license application or request modify a cable landing license to add a new landing location. The notification must be filed no later than ninety (90) days prior to construction of landing station.
- **SCL-MOD Form**
  - This form is used to modify an existing cable landing license, for example to add or remove a licensee or to add a new landing point.
- **SCL-FCN Form**
  - The form is used by a licensee to notify the FCC of new foreign carrier affiliations.
- **SCL-RPT Form**
  - This form is used to file the reports of any licensee affiliated with a foreign carrier with market power in destination country of the cable system in accordance with [section 1.767\(l\)](#) of the Commission's rules.
- **SCL-RWL Form**
  - This form is used to request renewal of an existing cable landing license.
- **SCL-STA Form**
  - This form is used to request Special Temporary Authority related to a cable landing license, such as to start construction of the cable prior to grant of the cable landing license or related to an unauthorized transaction related to the license.
- **SCL-WAV Form**
  - An individual or entity may request a waiver of the FCC rules by filing an SCL-WAV form.

### **FCC Notice Required by The Paperwork Reduction Act**

We have estimated that on average each response to this collection of information (using in-house staff) will take from 1.5 hours (for a pro forma notification) to 7 hours (for a substantive assignment or transfer of control) to 67 hours (for a substantive transaction that requires submission of responses to the Standard Questions). Our estimate includes the time to read the instructions, rules, gather data, and complete and file the form. If you have any comments on this burden estimate, or on how we can improve the collection and reduce the burden,

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please email them to [pra@fcc.gov](mailto:pra@fcc.gov) or send them to the Federal Communications Commission, AMDPERM, Paperwork Reduction Project (3060-0944), Washington, DC 20554.

The Applicant is not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid OMB control number of 3060-0944. This notice is required by the Paperwork Reduction Act of 1995, P.L. 104-13, October 1, 1995, 44 U.S.C. Section 3507.

### **For Assistance**

For technical assistance with completing the forms, contact the ICFS Helpline at (202) 418-2222 or [ICFSINFO@fcc.gov](mailto:ICFSINFO@fcc.gov). For general questions about the form requirements, contact the Office of International Affairs, Telecommunications and Analysis Division at (202) 418-1480 or at [FCC-OIA-TAD@fcc.gov](mailto:FCC-OIA-TAD@fcc.gov).

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## FILING INSTRUCTIONS

Remember to save your draft application periodically by clicking the save button. ICFS will time-out after 15 minutes of no activity, and failure to save will result in loss of any information entered into the application form after the last save.

### Licensee Information

Item 1. Enter the information requested for the Cable Landing Licensee. Some data will be pre-populated using the data associated with Applicant's FCC Registration Number (FRN).

When the Applicant enters its FRN, the Applicant Information will pre-populate with its FRN data in CORES. To modify these pre-populated data, update the data associated with the FRN in CORES. However, a few fields are editable in this item in the SCL-LIC form (Attention, Title, Phone, Fax, and Email fields are editable).

Enter any missing data and sections that are not already populated from CORES, such as the "Applicant/Licensee Legal Entity Type" field.

### Contact Information

Item 2. Identify the contact representative, if different from the licensee. The contact information can be imported automatically from CORES if the Applicant supplied an FRN, but fields are still editable.

If the contact representative is the same as the person indicated in Item 1, then check the box "Same as Applicant." If the contact representative is not the same as the Applicant, provide the requested information.

- Provide the name of a person in your organization, your outside counsel, or other representative whom we can contact if there are questions regarding your application. This person should have decisional authority over the contents of your application.
- Provide the Company name if different from the "Applicant" name in Item 1 or repeat "Company" name here.
- Provide the contact representative's address, phone number, fax number, and email.
- Provide your "Doing Business As (DBA)" name. If the Applicant is not operating its business using a DBA, you may leave this section blank.
- Indicate how the contact person is related to the Applicant by selecting a choice from the drop-down "Relationship" menu. For example, select "Legal Counsel" if the contact is the Applicant's counsel. Selecting "other" will open a text box for entry of a description of the relationship.

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## **Assignor/Transferor Information**

Item 3. Enter the information requested for the Assignor/Transferor. Some data will be pre-populated using the data associated with Assignor/Transferor's FCC Registration Number (FRN).

When the Assignor/Transferor enters its FRN, the Applicant Information will pre-populate with its FRN data in CORES. To modify these pre-populated data, update the data associated with the FRN in CORES. However, a few fields are editable in this item in the SCL-LIC form (Attention, Title, Phone, Fax, and Email fields are editable).

Enter any missing data and sections that are not already populated from CORES, such as the "Applicant Legal Entity Type" field.

## **Assignor/Transferor Contact Information**

Item 4. Identify the contact representative, if different from the Assignor/Transferor. The contact information can be imported automatically from CORES if the Assignor/Transferor supplied an FRN, but fields are still editable.

If the contact representative is the same as the person indicated in Item 1, then check the box "Same as Assignor/Transferor." If the contact representative is not the same as the Assignor/Transferor, provide the requested information.

- Provide the name of a person in your organization, your outside counsel, or other representative whom we can contact if there are questions regarding your application. This person should have decisional authority over the contents of your application.
- Provide the Company name if different from the "Assignor/Transferor" name in Item 4 or repeat "Company" name here.
- Provide the contact representative's address, phone number, fax number, and email.
- Provide your "Doing Business As (DBA)" name. If the Assignor/Transferor is not operating its business using a DBA, you may leave this section blank.
- Indicate how the contact person is related to the Applicant by selecting a choice from the drop-down "Relationship" menu. For example, select "Legal Counsel" if the contact is the Applicant's counsel. Selecting "other" will open a text box for entry of a description of the relationship.

## **Assignee/Transferee Information**

Item 5. Enter the information requested for the Assignee/Transferee. Some data will be pre-populated using the data associated with Applicant's FCC Registration Number (FRN).

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When the Assignee/Transferee enters its FRN, the Assignee/Transferee Information will pre-populate with its FRN data in CORES. To modify these pre-populated data, update the data associated with the FRN in CORES. However, a few fields are editable in this item in the SCL-LIC form (Attention, Title, Phone, Fax, and Email fields are editable).

Enter any missing data and sections that are not already populated from CORES, such as the "Applicant/Legal Entity Type" field.

### **Assignee/Transferee Contact Information**

Item 6. Identify the contact representative, if different from the Assignee/Transferee. The contact information can be imported automatically from CORES if the Assignee/Transferee supplied an FRN, but fields are still editable.

If the contact representative is the same as the person indicated in Item 7, then check the box "Same as Assignee/Transferee." If the contact representative is not the same as the Assignee/Transferee, provide the requested information.

- Provide the name of a person in your organization, your outside counsel, or other representative whom we can contact if there are questions regarding your application. This person should have decisional authority over the contents of your application.
- Provide the Company name if different from the "Assignee/Transferee" name in Item 7 or repeat "Company" name here.
- Provide the contact representative's address, phone number, fax number, and email.
- Provide your "Doing Business As (DBA)" name. If the Assignee/Transferee is not operating its business using a DBA, you may leave this section blank.
- Indicate how the contact person is related to the Assignee/Transferee by selecting a choice from the drop-down "Relationship" menu. For example, select "Legal Counsel" if the contact is the Applicant's counsel. Selecting "other" will open a text box for entry of a description of the relationship.

Item 7. Additional Assignee/Transferee Contacts for law enforcement/legal service of process. All submarine cable landing license applicants must designate a point of contact who is located in the United States and is a U.S. citizen or lawful U.S. permanent resident, for the execution of lawful requests and as an agent for legal service of process, as required by 47 CFR §§ 1.767(a)(8)(i), 63.18(q)(1)(iii). Each applicant may designate one person for both roles or a different person for each role. Click the appropriate box if the information is the same for the contact for execution of lawful requests and the agent for legal service of process. For each person named (i.e., contact for execution of lawful requests and agent for legal service of process), the Applicant may also designate, if desired, an alternate. If the Applicant provides an FRN for these contacts, most of the identifying information will pre-populate from CORES.\_

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Item 8. In the box enter the name of the Assignor/Transferor and Assignee/Transferee and its place of organization using the drop-down menu of countries. If the place of organization is in the United States, use the drop-down box to identify the state or territory.

### **Application Information**

Item 9. Enter the name of the cable system(s) and license and associated file numbers (SCL-LIC or SCL-MOD) or AuthID of the cable landing license(s) for which the Assignee/Transferee is seeking authority to assign or transfer. The file numbers need to be “current” or “pending,” and cannot be “closed.”

Item 10. Provide a brief description of the transaction in this box. This description will show up in your “My Filings” tab on the ICFS homepage to facilitate finding the application. For example, state “Company X is acquiring control of Company Y from Company Z which holds interests in the ABC cable system.”

### **Application Information**

Item 11. Select the type of transaction—assignment or transfer of control-- by checking the appropriate box. Only one box may be selected.

Item 12. Indicate whether the transaction is pro forma or substantive by checking the appropriate box. Only one box may be selected.

After making selections for Items 11 and 12, ICFS will present the remaining application questions that are relevant to the type of transaction indicated: substantive assignment, pro forma assignment, substantive transfer of control, or pro forma transfer of control. The instructions below are organized by the type of transaction.

**Save the draft at this point so that the signature blocks will function properly.**

### **Substantive Assignment of License**

Item 13. Indicate whether the assignment or transfer of control of the license is voluntary or involuntary. If involuntary, identify the type of involuntary transaction in item 13a:

- A bankruptcy trustee appointed under involuntary bankruptcy
- An independent receiver appointed by a court of competent jurisdiction in a foreclosure action
- Or, in the case of death or legal disability, to a person or entity legally qualified to succeed the deceased or disabled person under the laws of the place having jurisdiction over the estate involved

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- Other. If 'Other,' then Applicant must provide a statement identifying the type of involuntary transaction.

If involuntary, you must also provide the date of the event that caused the involuntary assignment in Item 13b. If that date was more than 30 days prior to the date of application submission, an explanation for the delay must be attached to the application.

### **Related Filings**

Item 14. Indicate whether there is a separately filed request related to this application, such as associated assignment/transfer applications, a separately filed waiver request, or another request by checking "Yes" or "No."

If "Yes," then provide the ICFS file (ITC-214, ITC-MOD or AuthID, or submission number(s)), or ULS file number(s) in the box.

### **Transaction Information**

Item 15. Indicate whether streamlined processing of the application is requested by checking "Yes" or "No."

If "Yes," then the Applicants must demonstrate eligibility for streamlined processing in an attachment under [section 63.12](#) of the Commission's rules in an attachment. There is a reminder to upload this attachment in the Attachments section of the application below.

Item 16. The Assignee/Transferee acknowledges that it must notify the Commission no later than thirty (30) days after either consummation of the assignment or transfer or a decision not to consummate the assignment or transfer by checking the box.

Item 17. Indicate whether the transaction is a partial assignment of assets by checking "Yes" or "No." If "Yes," then in Item 18a identify the ownership interest, on a segment specific basis, by the percentage of voting and equity interests in the cable system and/or cable landing station that the Assignor will retain after the transaction.

Item 18. Identify on a segment specific basis the percentage of voting and ownership interests being assigned or transferred in the cable system(s). Enter a new row for each cable segment and U.S. cable landing station being assigned/transferred.

### **Foreign Ownership**

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Item 19. Indicate whether any individual or entity that is not a U.S. citizen holds a 10% or greater direct or indirect equity or voting interest, or a controlling interest, in the Assignee, by checking either the “Yes” or “No” in the appropriate box.

**Qualifies for Exclusion.** If yes, then the Applicant(s) must indicate whether or not the application qualifies for exclusion from referral to the Executive Branch because the only reportable foreign ownership is through wholly owned intermediate holding companies and the ultimate ownership and control is held by U.S. citizens or entities, as provided in 47 CFR § 1.40001(a)(2). If the application does qualify for exclusion from referral, the Applicant(s) must attach a specific showing in its application that it qualifies for the exclusion(s). Attachments can be added in the Attachments section of the application, below.

**Does Not Qualify for Exclusion.** If the application does *not* qualify for exclusion from referral, the Assignee with reportable foreign ownership shall prepare and send responses to standard questions to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Committee), **prior to or at the same time the Applicants file the application with the Commission**, pursuant to part 1, subpart CC, of the Commission’s rules. The required information shall be submitted separately from this application and shall be submitted directly to the Committee. Applicants submitting responses to the standard questions must also submit a complete and unredacted copy of this and any related FCC application(s), including the file number(s) and docket number(s), to the Committee within three (3) business days of filing it with the Commission. Detailed instructions for completing and sending the standard question responses and a copy of the FCC application(s) can be found on the Office of International Affairs website (<https://www.fcc.gov/international-affairs> ). The Applicant(s) must also acknowledge that it is aware of its obligation to send the standard question responses and copy of the application(s) to the Committee by checking the box at the end of Item 20.

### **Ownership Information**

Item 20. Indicate whether any person or entity directly or indirectly will have a 10% or greater direct or indirect ownership of the Assignee/Transferee, pursuant to sections [1.767\(a\)\(8\)](#), [\(11\)](#) and [63.18\(h\)](#) of the Commission’s rules by checking “Yes” or “No.”

If “Yes,” provide in the chart, in column:

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- (a) provide the name of individual or entity that directly or indirectly owns at Least 10% of the equity and/or voting interests of Applicant or has a controlling interest (“Interest Holder”);
- (b) provide the address;
- (c) citizenship;
- (c)(1) If the Interest Holder is a person/individual with dual citizenship, select the country of dual citizenship from the drop-down menu here. If there is no dual citizenship, leave this column blank.
- (d) principal business;
- (e) provide the name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest; and
- (f) provide the percentage of equity owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.
- (g) provide the percentage of voting interests owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.

Example: Interest Holder 1, a telecommunications company organized in Canada, owns 100% of the equity and voting interests in ABC Corp., a Bermuda holding company, which owns 100% of the equity and voting interests in XYZ Inc., a United States holding company, which owns 100% of the equity and voting interests in Applicant 1, the lead applicant for the cable. This information should be entered in the table in Item 22 as follows

Entry for Interest Holder 1

- (a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): Interest Holder 1
- (b) Address of Interest Holder: 123 Oak Road, Calgary, Canada
- (c) Citizenship or Country of Incorporation of Interest Holder: Canada
- (c)(1) Dual or More Citizenships (if applicable): [leave blank]
- (d) Principal Business of Interest Holder: telecommunications
- (e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: ABC Corp.
- (f) Percentage Owned by Interest Holder (indicate the equity interests): 100
- (g) Percentage Owned by Interest Holder (indicate the voting interests): 100

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Entry for ABC Corp.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): ABC Corp.

(b) Address of Interest Holder: 123 Palm Road, Hamilton, Bermuda

(c) Citizenship or Country of Incorporation of Interest Holder: Bermuda

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: XYZ Inc.

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

Entry for XYZ Inc.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): XYZ Inc.

(b) Address of Interest Holder: 123 Elm Road, Virginia Beach, VA, United States

(c) Citizenship or Country of Incorporation of Interest Holder: United States

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: Assignee 1

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

By entering the ownership information in this way in Item 22, Commission staff and the public can infer that Interest Holder 1 is the indirect owner of 100% of the equity and voting interests of

Assignee 1. Applicants are also required to submit a narrative explanation of their ownership, as well as an ownership diagram (section 63.18(h) of the Commission’s rules), which will provide further detail regarding applicant ownership. These items must be uploaded in the Attachments section of the application.

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Item 21. Indicate whether the Applicant has any interlocking directorates, pursuant to [section 63.18\(h\)](#) of the Commission’s rules. If “Yes,” identify the interlocking directorates in an attachment.

### **Foreign Carrier Affiliations**

Item 22. Indicate whether the Assignee/Transferee is a foreign carrier or is affiliated with a foreign carrier in any country by checking “Yes” or “No.” In addition, whether the Applicant answers “Yes” or “No,” it will still need to include in an uploaded attachment the information and certifications required by 47 CFR § 1.767(a)(8)(ii) through (iv). There is a reminder to upload this attachment in the Attachments section below.

Item 22a. If the Applicant answered “Yes” to Item 23, provide information regarding the foreign carrier affiliation in the chart as required by section 1.767(a)(8)(ii)-(iv). In the chart, in column:

- a. provide the name of the affiliated carrier;
- b. use the drop-down menu to select the country in which the affiliation occurs. Enter one country per row. If a particular affiliate has operations in more than one country, then add an additional row for each country. Add additional rows to provide information for all foreign carrier affiliations as necessary.
- c.1. select the type of affiliation from the drop-down menu. The five choices are:
  - (i) The applicant is a foreign carrier in that country; or
  - (ii) The applicant controls a foreign carrier in that country; or
  - (iii) There exists any entity that owns more than 25 percent of the applicant, or controls the applicant, or controls a foreign carrier in that country.
  - (iv) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the applicant and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer and use of capacity on the cable in the United States.
  - (v) Non-standard affiliation.
- c.2. If the Applicant selected Non-standard affiliation in column c.1., then provide an explanation here in c.2.
- d. Answer the question (Does the Applicant seek to land and operate a submarine cable connecting the United States to this country?) by selecting yes or no.
- e. Answer the question (Does Applicant/Affiliate Carrier Own or Control Cable Landing Station in this Country?) by selecting yes or no.

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f. Answer the question (Is this country a member of the World Trade Organization?) by selecting yes or no.

Item 22b. Indicate whether the Applicant agrees to accept and abide by the reporting requirements in section 1.767(l) of the Commission's rules (See 47 CFR § 1.767(l)) by checking “Yes or “No.” According to these requirements any licensee that is, or is affiliated with, a carrier with market power in any of the cable's destination countries, must comply with certain quarterly reporting requirements.

If the Applicant answered “No” to Item 22b, provide an explanation in the text box. For example, the explanation might be that neither the Applicant nor its affiliate(s) have market power in any of the cable's destination countries. The Commission will evaluate the explanation, after which it may request additional information.

Item 22c. If a foreign carrier affiliation notification related to this transaction was filed pursuant to [section 1.768](#) of the Commission's rules, then provide the file number of the filing (SCL-FCN). If there is no related SCL-FCN, leave the textbox blank or type “none” or something similar.

### **Application Fees**

Item 23. An application fee is required for this form. Indicate whether you are exempt from the application fee by selecting “Yes” or “No.”

**Note that the FCC may not be able to start its review of a submitted application until the associated application fee is paid.** To determine the required fee amount, refer to Subpart G of Part 1 of the Commission's Rules ([47 CFR Part 1, Subpart G](#)) and the current Fee Filing Guide. The current Fee Filing Guide can be downloaded from the FCC's website at <https://www.fcc.gov/licensing-databases/fees/application-processing-fees>, by calling the FCC's Form Distribution Center at (800) 418-FORM (3676), or from the FCC's Fax Information System by dialing 1-866-418-0232 .

Item 24.a. If the Applicant is claiming a fee exemption it must select a reason in question 25a. An attachment demonstrating the Applicant's eligibility for exemption from FCC application fees must be submitted. If the reason is “other,” briefly describe your rationale in the text box provided. If a request for waiver/deferral of the FCC application fees has been filed with the FCC, provide the date-stamped copy of the request filed with the Commission's Office of the Managing Director as an attachment.

Item 24.b. If the Applicant answered “Yes” to question 25, it must select the correct fee code here in question 25b. The fee code is CUT. Select this fee code.

### **Waivers**

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Item 24. Indicate whether this Application includes a request for waiver of any Commission rules by checking “Yes” or “No.” If “Yes,” in the provided text box list the rules for which a waiver is sought. Provide an explanation for the waiver request in an attachment, along with other material information. The Applicant may attach the waiver request statement by clicking the button in Item 24b or in the Attachments/Confidential Treatment of Attachments that follows.

### **Attachments**

For Items 25-32, the Applicant must check the box for each of the following items indicating that it has included the described attachment, as appropriate.

Item 25. The Applicant has uploaded an attachment describing the transaction and explaining how it meets the Commission’s rules and this transaction is in the public interest.

Item 26. If applicable, the Applicant has uploaded an attachment that includes a statement of how the application qualifies for streamlined processing under [section 1.767\(k\)](#) of the Commission’s rules.

Item 27. The Applicant has uploaded an attachment to provide a detailed ownership listing and ownership diagram (both pre-transaction and post-transaction ownership diagrams) responding to [section 63.18\(h\)](#) of the Commission’s rules.

Item 28. If applicable, the Applicant(s) has uploaded an attachment identifying any interlocking directorates with a foreign carrier, pursuant to [section 63.18\(h\)](#) of the Commission’s rules.

Item 29. If applicable, the Applicant has uploaded a statement showing that its application qualifies for exclusion from referral to the Executive Branch under section 1.40001(a)(2) of the Commission’s rules.

Item 30. The Applicant has uploaded an attachment providing the information and certifications required by section 1.767(a)(8)(ii-iv) of the Commission's rules.

Item 31. The Applicant has uploaded a statement supporting the waiver request and identifying the rule number(s) involved, along with other material information.

Item 32. The Applicant has uploaded an Executive Branch agency service list as set forth in section 1.767(j) of the Commission’s rules.

### **Attachments/Confidential Treatment of Attachments**

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Item 33. If the Applicant is requesting confidential treatment for any of its attachments, answer this question “yes.” Otherwise, answer “no.”

If the Applicant answers “yes” in item 34, then it must upload a supporting statement for the “confidential treatment request(s)” identifying the applicable rule(s) and providing other supporting materials or information. The Applicant must also upload both the Redacted Public version and the Non-Redacted Confidential version of the attachment(s) in the Attachments section which follows below.

Item 34. The Applicant(s) can upload attachments in this section of application. The Applicant(s) will identify the attachment(s) with a short name for easy identification of the information included in each attachment.

**Note:** Each document required to be filed as an attachment should be current as of the date of filing. Each page of every attachment must be identified with the number or letter, the number of the page, and the total number of pages.

In this item, the Applicant may use the upload button to upload its attachments. After uploading, the Applicant can describe the attachment. Also after uploading, the Applicant can click the confidential treatment button next the attachment name if it so desires. Clicking the confidential treatment button will trigger a request to upload both a redacted, public version of the attachment and a public supporting statement justifying the confidentiality request. Identify in the attachment the applicable rule(s) and provide other supporting materials or information. Documents designated for confidential treatment will not be publicly viewable in ICFS while the Commission considers the confidentiality request.

### **National Security/Law Enforcement Certification Statements**

Item 35. In order to submit the application, the Applicant must certify acknowledgement of the following national security and law enforcement requirements by clicking on the single indicated checkbox. If there are multiple applicants, each applicant must certify acknowledgement of these requirements in their Supplements A. These national security and law enforcement requirements include the obligations to:

- Comply with all applicable Communications Assistance for Law Enforcement Act (CALEA) requirements and related rules and regulations, including any and all FCC orders and opinions governing the application of CALEA, pursuant to the Communications Assistance for Law Enforcement Act and the Commission’s rules and regulations in Title 47, part 1, subpart Z;
- Make communications to, from, or within the United States, as well as records thereof, available in a form and location that permits them to be subject to a valid and lawful request or legal process in accordance with U.S. law, including but not limited to:
  - o The Wiretap Act, 18 U.S.C. § 2510 et seq.;

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- o The Stored Communications Act, 18 U.S.C. § 2701 et seq.;
- o The Pen Register and Trap and Trace Statute, 18 U.S.C. § 3121 et seq.; and
- o Other court orders, subpoenas or other legal process;
- Designate a point of contact who is located in the United States and is a U.S. citizen or lawful U.S. permanent resident, for the execution of lawful requests and as an agent for legal service of process (note that these contacts were designated in Item 3 of this application);
- Ensure the continuing accuracy and completeness of all information submitted, whether at the time of submission of the application or subsequently in response to either the Commission or the Committee's request, as required under section 1.65(a) of the Commission's rules, and to inform the Commission and the Committee of any substantial and significant changes while an application is pending;
- Ensure that after the application is no longer pending for purposes of section 1.65 of the Commission's rules, it will notify the Commission and the Committee of any changes in the authorization holder or licensee information and/or contact information promptly, and in any event within thirty (30) days; and
- Fulfill the conditions and obligations set forth in the certifications set out in section 63.18(q) of the Commission's rules or in the grant of an application or authorization and/or that if the information provided to the United States Government is materially false, fictitious, or fraudulent, it may be subject to all remedies available to the United States Government, including but not limited to revocation and/or termination of the Commission's authorization or license, and criminal and civil penalties, including penalties under 18 U.S.C. § 1001.

### **General Certification Statements**

Item 36. In order to submit the application, the Applicant(s) must certify acknowledgement of all requirements listed here and elsewhere in this form, as appropriate, by clicking on the single indicated checkbox. These include:

- The Assignee certifies that it accepts and will abide by the routine conditions in [section 1.767\(g\)](#) of the Commission's rules and the licensee(s):
  - o acknowledges that the licensee(s) are prohibited from agreeing to accept special concessions directly or indirectly from any foreign carrier, including any entity that owns or controls a foreign cable landing station, where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market, and from agreeing to accept special concessions in the future;
  - o shall maintain de jure and de facto control of the U.S. portion of the cable system, including the cable landing stations in the United States, sufficient to comply with the requirements of the Commission's rules and any specific conditions of the license;
  - o shall comply with the requirements of section 1.768 of the Commission's rules

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- (notification by and prior approval for submarine cable landing licensees that are or propose to become affiliated with a foreign carrier);
- o must notify the Commission within 30 days of the date the cable is placed into service.
  - o acknowledge that the cable landing license shall expire 25 years from the in-service date, unless renewed or extended upon proper application. Upon expiration, all rights granted under the license shall be terminated;
  - o shall file annual international circuit capacity reports as required by section 43.82 of the Commission's rules.
  - o shall file submarine cable outage reports as required in 47 CFR part 4;
  - o acknowledge that the cable landing license is revocable by the Commission after due notice and opportunity for hearing pursuant to section 2 of the Cable Landing License Act, 47 U.S.C. § 35, or for failure to comply with the terms of the license or with the Commission's rules.
- For cable landing licenses granted before March 15, 2002, the Assignee certifies that it accepts and will abide by the conditions set out in the cable landing license, as modified.
    - o certifies that it has provided all the required information and certifications under [section 1.767](#) of the Commission's rules.
    - o The Applicant(s) certifies that, pursuant to section 1.767(j) of the Commission's rules, on the date of filing this application with the Commission, it shall also send a complete copy of the application including all Supplements, or any major amendments or other material filings regarding the application, to: U.S. Coordinator, EB/CIP, U.S. Department of State, 2201 C Street, NW., Washington, DC 20520-5818; Office of Chief Counsel/NTIA, U.S. Department of Commerce, 14th St. and Constitution Ave., NW., Washington, DC 20230; and Defense Information Systems Agency, ATTN: GC/DO1, 6910 Cooper Avenue, Fort Meade, MD 20755-7088, and shall certify such service on a service list attached to the application or other filing.
    - o certifies that neither the Applicant nor any other party to the Application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. § Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR § 1.2002(b) for the meaning of "party to the application" for these purposes. (Note that this certification does not apply to applications filed in services exempted under § 1.2002(c) of the rules, or to Federal State or local governmental entities or subdivisions thereof, 47 CFR § 1.2002(c).)
    - o The Applicant(s) certifies that all of its statements made in this Application (including any Supplement(s)) and in the attachments or documents incorporated by reference are material, are part of this Application, and are true, complete, correct, and made in good faith.

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## **Parties Authorized to Sign**

Note that the Assignee/Transferee is considered the main or lead applicant for the application, and it will be able to sign only the Assignee/Transferee signature block. After the Assignee/Transferee signs, it should log out of ICFS. The entities identified as the Licensee and Assignor/Transferor at the beginning of the application should then log into ICFS. They will have a message in their ICFS inbox indicating that an application is waiting. The Licensee/Assignor/Transferor should check the My Filings tab for the application, click on it and review. The Licensee/Assignor/Transferor cannot edit any part of the application other than its signature block. All applicants are encouraged to confer with each other to be sure the application information is accurate and complete. Then the Licensee/Assignor/Transferor should sign the appropriate signature blocks and log out. Once all signature blocks have been completed and the rest of the application is complete (including all necessary attachments), the Assignee/Transferee can log in and submit the application.

## **Licensee Signature**

Item 37. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

## **Assignor Signature**

Item 38. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

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## **Assignee/Signature**

Item 39. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

## **Pro Forma Assignment of License**

Item 13. Indicate whether the assignment of the license is voluntary or involuntary. If involuntary, identify the type of involuntary transaction in item 13a:

- A bankruptcy trustee appointed under involuntary bankruptcy
- An independent receiver appointed by a court of competent jurisdiction in a foreclosure action
- Or, in the case of death or legal disability, to a person or entity legally qualified to succeed the deceased or disabled person under the laws of the place having jurisdiction over the estate involved
- Other. If 'Other,' then Applicant must provide a statement identifying the type of involuntary transaction.

If involuntary, you must also provide the date of the event that caused the involuntary assignment in Item 13b. If that date was more than 30 days prior to the date of application submission, an explanation for the delay must be attached to the application.

## **Related Filings**

Item 14. Indicate whether there is a separately filed request related to this application, such as associated assignment/transfer applications, a separately filed waiver request, or another request by checking "Yes" or "No."

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If “Yes,” then provide the ICFS file (ITC-214, ITC-MOD or AuthID, or submission number(s)), or ULS file number(s) in the box.

### **Transaction Information**

Item 15. Indicate whether the Cable Landing License was granted on after March 15, 2002 by checking “Yes” or “No.”

Item 15a. If the answer to question 15 was “Yes,” then provide the consummation date of the transaction here. If the transaction was consummated more than thirty (30) days before the filing of this pro forma notification, the Applicants must submit in an attachment an explanation as to why the notification was not provided to the Commission no later than thirty (30) days or less after the consummation in accordance with section 1.767(g)(7) of the Commission’s rules.

Item 15b. If the Cable Landing License was granted prior to March 15, 2012, and “No” was selected in Item 15, indicate whether the Cable landing License has been modified to allow for post-transaction notification of pro forma assignments and transfers of control by checking “Yes” or “No.” If “Yes” then proceed to questions 15c and 15d. If “No,” then the Applicant(s) must acknowledge that it must obtain approval from the Commission for the pro forma assignment at least 30 days prior to the assignment and must notify the Commission no later than 30 days after either consummation of the pro forma assignment or a decision not to consummate the pro forma assignment.

Item 15c. If the answer to question 15b was “Yes,” then enter the ICFS file number(s) for the modification of the Cable Landing License (SCL-MOD).

Item 15d. If the answer to question 15b was “Yes” and you provided a response to question 15c, then provide here the consummation date of the transaction. If the transaction was consummated more than thirty (30) days before the filing of this pro forma notification, the Applicants must submit in an attachment an explanation as to why the notification was not provided to the Commission no later than thirty (30) days or less after the consummation in accordance with section 1.67(g)(7) of the Commission’s rules.

Item 16. By checking the box here, the Assignee certifies that the assignment was or will be pro forma, as defined in section 63.24 of the Commission’s rules, and together with all previous pro forma transactions, does not result in a change of the licensee’s ultimate control. Assignee must provide an explanation for this certification in an attachment.

Item 17. Indicate whether the transaction is a partial assignment of assets by checking “Yes” or “No.” If “Yes,” then in Item 18a identify the ownership interest, on a segment specific basis, by

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the percentage of voting and equity interests in the cable system and/or cable landing station that the Assignor will retain after the transaction.

Item 18. Identify on a segment specific basis the percentage of voting and ownership interests being assigned or transferred in the cable system(s). Enter a new row for each cable segment and U.S. cable landing station being assigned/transferred.

### **Foreign Ownership**

Item 19. Indicate whether any individual or entity that is not a U.S. citizen holds a 10% or greater direct or indirect equity or voting interest, or a controlling interest, in the Assignee, by checking either the “Yes” or “No” in the appropriate box. If yes, then in Item 20a. the Applicant(s) must indicate whether or not the application qualifies for exclusion from referral to the Executive Branch. Per Section 1.40001(a)(2)(i) of the Commission’s rules (47 CFR § 1.40001(a)(2)(i)), pro forma notifications and applications with reportable foreign ownership are generally excluded from Executive Branch referral, so the pro forma Applicant should answer “Yes” to Q19a. Pro forma applicants are not required to submit an additional specific showing that they qualify for exclusion from referral, provided the pro forma notification/application is otherwise complete.

If the application does *not* qualify for exclusion from referral, the Assignee with reportable foreign ownership shall prepare and send responses to standard questions to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Committee), **prior to or at the same time the Applicants file the application with the Commission**, pursuant to part 1, subpart CC, of the Commission’s rules. The required information shall be submitted separately from this application and shall be submitted directly to the Committee. Applicants submitting responses to the standard questions must also submit a complete and unredacted copy of this and any related FCC application(s), including the file number(s) and docket number(s), to the Committee within three (3) business days of filing it with the Commission. Detailed instructions for completing and sending the standard question responses and a copy of the FCC application(s) can be found on the Office of International Affairs website (<https://www.fcc.gov/international-affairs>). The Applicant(s) must also acknowledge that it is aware of its obligation to send the standard question responses and copy of the application(s) to the Committee by checking the box at the end of Item 19.

### **Ownership Information**

Item 20. Indicate whether any person or entity directly or indirectly will have a 10% or greater direct or indirect ownership of the Assignee/Transferee, pursuant to sections [1.767\(a\)\(8\)](#), [\(11\)](#) and [63.18\(h\)](#) of the Commission’s rules by checking “Yes” or No.”

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If “Yes,” provide in the chart, in column:

(h) provide the name of individual or entity that directly or indirectly owns at Least 10% of the equity and/or voting interests of Applicant or has a controlling interest (“Interest Holder”);

(i) provide the address;

(j) citizenship;

(c)(1) If the Interest Holder is a person/individual with dual citizenship, select the country of dual citizenship from the drop-down menu here. If there is no dual citizenship, leave this column blank.

(k) principal business;

(l) provide the name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest.; and

(m) provide the percentage of equity owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.

(n) provide the percentage of voting interests owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.

Example: Interest Holder 1, a telecommunications company organized in Canada, owns 100% of the equity and voting interests in ABC Corp., a Bermuda holding company, which owns 100% of the equity and voting interests in XYZ Inc., a United States holding company, which owns 100% of the equity and voting interests in Applicant 1, the lead applicant for the cable. This information should be entered in the table in Item 22 as follows:

Entry for Interest Holder 1

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): Interest Holder 1

(b) Address of Interest Holder: 123 Oak Road, Calgary, Canada

(c) Citizenship or Country of Incorporation of Interest Holder: Canada

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: telecommunications

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: ABC Corp.

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(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

Entry for ABC Corp.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest ("Interest Holder"): ABC Corp.

(b) Address of Interest Holder: 123 Palm Road, Hamilton, Bermuda

(c) Citizenship or Country of Incorporation of Interest Holder: Bermuda

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: XYZ Inc.

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

Entry for XYZ Inc.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest ("Interest Holder"): XYZ Inc.

(b) Address of Interest Holder: xxx123 Elm Road, Virginia Beach, VA, United States

(c) Citizenship or Country of Incorporation of Interest Holder: United States

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: Assignee 1

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

By entering the ownership information in this way in Item 22, Commission staff and the public can infer that Interest Holder 1 is the indirect owner of 100% of the equity and voting interests of Assignee 1. Applicants are also required to submit a narrative explanation of their ownership, as well as an ownership diagram (section 63.18(h) of the Commission's

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rules), which will provide further detail regarding applicant ownership. These items must be uploaded in the Attachments section of the application.

**Item 21.** Indicate whether the Applicant has any interlocking directorates, pursuant to [section 63.18\(h\)](#) of the Commission's rules. If "Yes," identify the interlocking directorates in an attachment.

### **Foreign Carrier Affiliations**

**Item 22.** Indicate whether the Assignee/Transferee is a foreign carrier or is affiliated with a foreign carrier with market power in any of the destination countries by checking "Yes" or "No." In addition, whether the Applicant answers "Yes" or "No," it will still need to include in an uploaded attachment the information and certifications required by 47 CFR § 1.767(a)(8)(ii) through (iv). There is a reminder to upload this attachment in the Attachments section below.

**Item 22a.** If the Applicant answered "Yes" to Item 23, provide information regarding the foreign carrier affiliation in the chart as required by section 1.767(a)(8)(ii)-(iv). In the chart, in column:

- a. provide the name of the affiliated carrier;
- b. use the drop-down menu to select the country in which the affiliation occurs. Enter one country per row. If a particular affiliate has operations in more than one country, then add an additional row for each country. Add additional rows to provide information for all foreign carrier affiliations as necessary.
- c.1. select the type of affiliation from the drop-down menu. The five choices are:
  - (i) The applicant is a foreign carrier in that country; or
  - (ii) The applicant controls a foreign carrier in that country; or
  - (iii) There exists any entity that owns more than 25 percent of the applicant, or controls the applicant, or controls a foreign carrier in that country.
  - (iv) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the applicant and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer and use of capacity on the cable in the United States.
  - (v) Non-standard affiliation
- c.2. If the Applicant selected Non-standard affiliation in column c.1., then provide an explanation here in c.2.
- d. Answer the question (Does the Applicant seek to land and operate a submarine cable connecting the United States to this country?) by selecting yes or no.

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e. Answer the question (Does Applicant/Affiliate Carrier Own or Control Cable Landing Station in this Country?) by selecting yes or no.

f. Answer the question (Is this country a member of the World Trade Organization?) by selecting yes or no.

Item 22b. Indicate whether the Applicant agrees to accept and abide by the reporting requirements in section 1.767(l) of the Commission's rules (See 47 CFR § 1.767(l)) by checking "Yes" or "No." According to these requirements any licensee that is, or is affiliated with, a carrier with market power in any of the cable's destination countries, must comply with certain quarterly reporting requirements.

If the Applicant answered "No" to Item 22b, provide an explanation in the text box. For example, the explanation might be that neither the Applicant nor its affiliate(s) have market power in any of the cable's destination countries. The Commission will evaluate the explanation, after which it may request additional information.

Item 22c. If a foreign carrier affiliation notification related to this transaction was filed pursuant to [section 1.768](#) of the Commission's rules, then provide the file number of the filing (SCL-FCN). If there is no related SCL-FCN, leave the textbox blank or type "none" or something similar.

### **Application Fees**

Item 23. An application fee is required for this form. Indicate whether you are exempt from the application fee by selecting "Yes" or "No."

**Note that the FCC may not be able to start its review of a submitted application until the associated application fee is paid.** To determine the required fee amount, refer to Subpart G of Part 1 of the Commission's Rules ([47 CFR Part 1, Subpart G](#)) and the current Fee Filing Guide. The current Fee Filing Guide can be downloaded from the FCC's website at <https://www.fcc.gov/licensing-databases/fees/application-processing-fees>, by calling the FCC's Form Distribution Center at (800) 418-FORM (3676), or by faxing your request to the FCC's Fax Information System at 1-866-418-02327.

Item 23.a. If the Applicant is claiming a fee exemption it must select a reason in question 25a. An attachment demonstrating the Applicant's eligibility for exemption from FCC application fees must be submitted. If the reason is "other," briefly describe your rationale in the text box provided. If a request for waiver/deferral of the FCC application fees has been filed with the FCC, provide the date-stamped copy of the request filed with the Commission's Office of the Managing Director as an attachment.

Item 23.b. If the Applicant answered "Yes" to question 23, it must select the correct fee code here in question 23b. The fee code is DAA. Select this fee code.

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## Waivers

Item 24. Indicate whether this Application includes a request for waiver of any Commission rules by checking “Yes” or “No.” If “Yes,” in the provided text box list the rules for which a waiver is sought. Provide an explanation for the waiver request in an attachment, along with other material information. The Applicant may attach the waiver request statement by clicking the button in Item 24b or in the Attachments/Confidential Treatment of Attachments that follows.

## Attachments

For Items 25-35, the Applicant must check the box for each of the following items indicating that it has included the described attachment, as appropriate.

Item 25. The Applicant has uploaded an attachment describing the transaction and explaining how it meets the Commission’s rules and this transaction is in the public interest.

Item 26. The Assignee has uploaded an explanation for its certification that the assignment or transfer of control was pro forma and, together with all previous pro forma transactions, does not result in a change of the Licensee's ultimate control, as required in section 1.767(g)(7) of the Commission's rules.

Item 27. If applicable, the Applicant has uploaded an explanation as to why the notification was not provided to the Commission no later than thirty days (30) after the consummation in accordance with section 1.767(g)(7) of the Commission's rules.

Item 28. If applicable, the Assignee has uploaded an explanation of its anticipated pro forma transaction and has certified that the transfer of control will be pro forma and, together with all previous pro forma transactions, will not result in a change of the Licensee's ultimate control as required in section 1.767(g)(7) of the Commission’s rules.

Item 29. If applicable, the Applicant has uploaded a statement showing that its application qualifies for exclusion from referral to the Executive Branch under section 1.40001(a)(2) of the Commission’s rules. As a result of this being a pro forma filing, there is no need to submit an additional statement about qualifying for exclusion from referral (provided the Applicant has met all other pro forma filing requirements as set forth in this application), and the Applicant can select N/A.

Item 30. If applicable, the Applicant has uploaded an attachment that includes a statement of how the application qualifies for streamlined processing under [section 1.767\(k\)](#) of the Commission’s rules.

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Item 31. The Applicant has uploaded an attachment to provide a detailed ownership listing and ownership diagram (both pre-transaction and post-transaction ownership diagrams) responding to [section 63.18\(h\)](#) of the Commission's rules.

Item 32. If applicable, the Applicant(s) has uploaded an attachment identifying any interlocking directorates with a foreign carrier, pursuant to [section 63.18\(h\)](#) of the Commission's rules.

Item 33. The Applicant has uploaded an attachment providing the information and certifications required by section 1.767(a)(8)(ii-iv) of the Commission's rules.

Item 34. The Applicant has uploaded a statement supporting the waiver request and identifying the rule number(s) involved, along with other material information.

Item 35. The Applicant has uploaded an Executive Branch agency service list as set forth in section 1.767(j) of the Commission's rules.

### **Attachments/Confidential Treatment of Attachments**

Item 36. If the Applicant is requesting confidential treatment for any of its attachments, answer this question "yes." Otherwise, answer "no." \_

If the Applicant answers "yes" in item 37, then it must upload a supporting statement for the "confidential treatment request(s)" identifying the applicable rule(s) and providing other supporting materials or information. The Applicant must also upload both the Redacted Public version and the Non-Redacted Confidential version of the attachment(s) in the Attachments section which follows below.

Item 37. The Applicant(s) can upload attachments in this section of the application by clicking the "Attach File" button. The Applicant(s) will identify the attachment(s) with a short name for easy identification of the information included in each attachment.

**Note:** Each document required to be filed as an attachment should be current as of the date of filing. Each page of every attachment must be identified with the number or letter, the number of the page, and the total number of pages.

In this item, the Applicant may use the upload button to upload its attachments. After uploading, the Applicant can describe the attachment. Also after uploading, the Applicant can click the confidential treatment button next the attachment name if it so desires. Clicking the confidential treatment button will trigger a request to upload both a redacted, public version of the attachment and a public supporting statement justifying the confidentiality request. Identify in the attachment the applicable rule(s) and provide other supporting materials or information. Documents designated for confidential treatment will not be publicly viewable in ICFS while the Commission considers the confidentiality request.

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## National Security/Law Enforcement Certification Statements

Item 38. In order to submit the application, the Applicant must certify acknowledgement of the following national security and law enforcement requirements by clicking on the single indicated checkbox. If there are multiple applicants, each applicant must certify acknowledgement of these requirements in their Supplements A. These national security and law enforcement requirements include the obligations to:

- Comply with all applicable Communications Assistance for Law Enforcement Act (CALEA) requirements and related rules and regulations, including any and all FCC orders and opinions governing the application of CALEA, pursuant to the Communications Assistance for Law Enforcement Act and the Commission's rules and regulations in Title 47, part 1, subpart Z;
- Make communications to, from, or within the United States, as well as records thereof, available in a form and location that permits them to be subject to a valid and lawful request or legal process in accordance with U.S. law, including but not limited to:
  - o The Wiretap Act, 18 U.S.C. § 2510 et seq.;
  - o The Stored Communications Act, 18 U.S.C. § 2701 et seq.;
  - o The Pen Register and Trap and Trace Statute, 18 U.S.C. § 3121 et seq.; and
  - o Other court orders, subpoenas or other legal process;
- Designate a point of contact who is located in the United States and is a U.S. citizen or lawful U.S. permanent resident, for the execution of lawful requests and as an agent for legal service of process (note that these contacts were designated in Item 3 of this application);
- Ensure the continuing accuracy and completeness of all information submitted, whether at the time of submission of the application or subsequently in response to either the Commission or the Committee's request, as required under section 1.65(a) of the Commission's rules, and to inform the Commission and the Committee of any substantial and significant changes while an application is pending;
- Ensure that after the application is no longer pending for purposes of section 1.65 of the Commission's rules, it will notify the Commission and the Committee of any changes in the authorization holder or licensee information and/or contact information promptly, and in any event within thirty (30) days; and
- Fulfill the conditions and obligations set forth in the certifications set out in section 63.18(q) of the Commission's rules or in the grant of an application or authorization and/or that if the information provided to the United States Government is materially false, fictitious, or fraudulent, it may be subject to all remedies available to the United States Government, including but not limited to revocation and/or termination of the Commission's authorization or license, and criminal and civil penalties, including penalties under 18 U.S.C. § 1001.

## General Certification Statements

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Item 39. In order to submit the application, the Applicant(s) must certify acknowledgement of all requirements listed here and elsewhere in this form, as appropriate, by clicking on the single indicated checkbox. These include:

- The Assignee certifies that it accepts and will abide by the routine conditions in [section 1.767\(g\)](#) of the Commission's rules and the licensee(s):
  - acknowledges that the licensee(s) are prohibited from agreeing to accept special concessions directly or indirectly from any foreign carrier, including any entity that owns or controls a foreign cable landing station, where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market, and from agreeing to accept special concessions in the future;
  - shall maintain de jure and de facto control of the U.S. portion of the cable system, including the cable landing stations in the United States, sufficient to comply with the requirements of the Commission's rules and any specific conditions of the license;
  - shall comply with the requirements of section 1.768 of the Commission's rules (notification by and prior approval for submarine cable landing licensees that are or propose to become affiliated with a foreign carrier);
  - must notify the Commission within 30 days of the date the cable is placed into service.
  - acknowledge that the cable landing license shall expire 25 years from the in-service date, unless renewed or extended upon proper application. Upon expiration, all rights granted under the license shall be terminated;
  - shall file annual international circuit capacity reports as required by section 43.82 of the Commission's rules.
  - shall file submarine cable outage reports as required in 47 CFR part 4;
  - acknowledge that the cable landing license is revocable by the Commission after due notice and opportunity for hearing pursuant to section 2 of the Cable Landing License Act, 47 U.S.C. § 35, or for failure to comply with the terms of the license or with the Commission's rules.
- For cable landing licenses granted before March 15, 2002, the Assignee certifies that it accepts and will abide by the conditions set out in the cable landing license, as modified.
  - certifies that it has provided all the required information and certifications under [section 1.767](#) of the Commission's rules.
  - The Applicant(s) certifies that, pursuant to section 1.767(j) of the Commission's rules, on the date of filing this application with the Commission, it shall also send a complete copy of the application including all Supplements, or any major amendments or other material filings regarding the application, to: U.S. Coordinator, EB/CIP, U.S. Department of State, 2201 C Street, NW., Washington, DC 20520-5818; Office of Chief Counsel/NTIA, U.S. Department of Commerce,

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14th St. and Constitution Ave., NW., Washington, DC 20230; and Defense Information Systems Agency, ATTN: GC/DO1, 6910 Cooper Avenue, Fort Meade, MD 20755-7088, and shall certify such service on a service list attached to the application or other filing.

- o certifies that neither the Applicant nor any other party to the Application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. § Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR § 1.2002(b) for the meaning of “party to the application” for these purposes. (Note that this certification does not apply to applications filed in services exempted under § 1.2002(c) of the rules, or to Federal State or local governmental entities or subdivisions thereof, 47 CFR § 1.2002(c).)
- o The Applicant(s) certifies that all of its statements made in this Application (including any Supplement(s)) and in the attachments or documents incorporated by reference are material, are part of this Application, and are true, complete, correct, and made in good faith.

### **Parties Authorized to Sign**

Note that the Assignee/Transferee is considered the main or lead applicant for the application, and it will be able to sign only the Assignee/Transferee signature block. After the Assignee/Transferee signs, it should log out of ICFS. The entities identified as the Licensee and Assignor/Transferor at the beginning of the application should then log into ICFS. They will have a message in their ICFS inbox indicating that an application is waiting. The Licensee/Assignor/Transferor should check the My Filings tab for the application, click on it and review. The Licensee/Assignor/Transferor cannot edit any part of the application other than its signature block. All applicants are encouraged to confer with each other to be sure the application information is accurate and complete. Then the Licensee/Assignor/Transferor should sign the appropriate signature blocks and log out. Once all signature block have been completed and the rest of the application is complete (including all necessary attachments), the Assignee/Transferee can log in and submit the application.

### **Licensee Signature**

Item 40. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

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Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

### **Assignor Signature**

Item 41. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

### **Assignee/ Signature**

Item 42. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

### **Substantive Transfer of Control**

Item 13. Indicate whether the transfer of control of the license is voluntary or involuntary. If involuntary, identify the type of involuntary transaction in item 13a:

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- A bankruptcy trustee appointed under involuntary bankruptcy
- An independent receiver appointed by a court of competent jurisdiction in a foreclosure action
- Or, in the case of death or legal disability, to a person or entity legally qualified to succeed the deceased or disabled person under the laws of the place having jurisdiction over the estate involved
- Other. If 'Other,' then Applicant must provide a statement identifying the type of involuntary transaction.

If involuntary, you must also provide the date of the event that caused the involuntary assignment in Item 13b. If that date was more than 30 days prior to the date of application submission, an explanation for the delay must be attached to the application.

### **Related Filings**

Item 14. Indicate whether there is a separately filed request related to this application, such as associated assignment/transfer applications, a separately filed waiver request, or another request by checking "Yes" or "No."

If "Yes," then provide the ICFS file (ITC-214, ITC-MOD or AuthID, or submission number(s)), or ULS file number(s) in the box.

### **Transaction Information**

Item 15. Indicate whether streamlined processing of the application is requested by checking "Yes" or "No."

If "Yes," then the Applicants must demonstrate eligibility for streamlined processing in an attachment under [section 63.12](#) of the Commission's rules in an attachment. There is a reminder to upload this attachment in the Attachments section of the application below.

Item 16. The Transferee acknowledges that it must notify the Commission no later than thirty (30) days after either consummation of the transfer or a decision not to consummate the transfer by checking the box.

Item 17. Identify on a segment specific basis the percentage of voting and ownership interests being transferred in the cable system(s). Enter a new row for each cable segment and U.S. cable landing station being transferred.

### **Foreign Ownership**

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**Item 18.** Indicate whether any individual or entity that is not a U.S. citizen holds a 10% or greater direct or indirect equity or voting interest, or a controlling interest, in the Assignee, by checking either the “Yes” or “No” in the appropriate box.

**Qualifies for Exclusion.** If yes, then the Applicant(s) must indicate whether or not the application qualifies for exclusion from referral to the Executive Branch because the only reportable foreign ownership is through wholly owned intermediate holding companies and the ultimate ownership and control is held by U.S. citizens or entities, as provided in 47 CFR § 1.40001(a)(2). If the application does qualify for exclusion from referral, the Applicant(s) must attach a specific showing in its application that it qualifies for the exclusion(s). Attachments can be added in the Attachments section of the application, below.

**Does Not Qualify for Exclusion.** If the application does *not* qualify for exclusion from referral, the Assignee with reportable foreign ownership shall prepare and send responses to standard questions to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Committee), **prior to or at the same time the Applicants file the application with the Commission**, pursuant to part 1, subpart CC, of the Commission’s rules. The required information shall be submitted separately from this application and shall be submitted directly to the Committee. Applicants submitting responses to the standard questions must also submit a complete and unredacted copy of this and any related FCC application(s), including the file number(s) and docket number(s), to the Committee within three (3) business days of filing it with the Commission. Detailed instructions for completing and sending the standard question responses and a copy of the FCC application(s) can be found on the Office of International Affairs website. The Applicant(s) must also acknowledge that it is aware of its obligation to send the standard question responses and copy of the application(s) to the Committee by checking the box at the end of Item 20.

### **Ownership Information**

**Item 19.** Indicate whether any person or entity directly or indirectly will have a 10% or greater direct or indirect ownership of the Assignee/Transferee, pursuant to sections [1.767\(a\)\(8\)](#), [\(11\)](#) and [63.18\(h\)](#) of the Commission’s rules by checking “Yes” or No.”

If “Yes,” provide in the chart, in column:

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- (a) provide the name of individual or entity that directly or indirectly owns at Least 10% of the equity and/or voting interests of Applicant or has a controlling interest (“Interest Holder”);
- (b) provide the address;
- (c) citizenship;
- (c)(1) If the Interest Holder is a person/individual with dual citizenship, select the country of dual citizenship from the drop-down menu here. If there is no dual citizenship, leave this column blank.
- (d) principal business;
- (e) provide the name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest.; and
- (f) provide the percentage of equity owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.
- (g) provide the percentage of voting interests owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.

Example: Interest Holder 1, a telecommunications company organized in Canada, owns 100% of the equity and voting interests in ABC Corp., a Bermuda holding company, which owns 100% of the equity and voting interests in XYZ Inc., a United States holding company, which owns 100% of the equity and voting interests in Applicant 1, the lead applicant for the cable. This information should be entered in the table in Item 22 as follows ]

Entry for Interest Holder 1

- (a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): Interest Holder 1
- (b) Address of Interest Holder: 123 Oak Road, Calgary Canada
- (c) Citizenship or Country of Incorporation of Interest Holder: Canada
- (c)(1) Dual or More Citizenships (if applicable): [leave blank]
- (d) Principal Business of Interest Holder: telecommunications
- (e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: ABC Corp.
- (f) Percentage Owned by Interest Holder (indicate the equity interests): 100
- (g) Percentage Owned by Interest Holder (indicate the voting interests): 100

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Entry for ABC Corp.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): ABC Corp.

(b) Address of Interest Holder: 123 Palm Road, Hamilton, Bermuda

(c) Citizenship or Country of Incorporation of Interest Holder: Bermuda

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: XYZ Inc.

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

Entry for XYZ Inc.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): XYZ Inc.

(b) Address of Interest Holder: 123 Elm Road, Virginia Beach, VA United States

(c) Citizenship or Country of Incorporation of Interest Holder: United States

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: Transferee 1

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

By entering the ownership information in this way in Item 22, Commission staff and the public can infer that Interest Holder 1 is the indirect owner of 100% of the equity and voting interests of Transferee 1. Applicants are also required to submit a narrative explanation of their ownership, as well as an ownership diagram (section 63.18(h) of the Commission’s rules), which will provide further detail regarding applicant ownership. These items must be uploaded in the Attachments section of the application.

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Item 20. Indicate whether the Applicant has any interlocking directorates, pursuant to [section 63.18\(h\)](#) of the Commission’s rules. If “Yes,” identify the interlocking directorates in an attachment.

### **Foreign Carrier Affiliations**

Item 21. Indicate whether the Assignee/Transferee is a foreign carrier or is affiliated with a foreign carrier with market power in any of the destination countries by checking “Yes” or “No.” In addition, whether the Applicant answers “Yes” or “No,” it will still need to include in an uploaded attachment the information and certifications required by 47 CFR § 1.767(a)(8)(ii) through (iv). There is a reminder to upload this attachment in the Attachments section below.

Item 21a. If the Applicant answered “Yes” to Item 22, provide information regarding the foreign carrier affiliation in the chart as required by section 1.767(a)(8)(ii)-(iv). In the chart, in column:

- a. provide the name of the affiliated carrier;
- b. use the drop-down menu to select the country in which the affiliation occurs. Enter one country per row. If a particular affiliate has operations in more than one country, then add an additional row for each country. Add additional rows to provide information for all foreign carrier affiliations as necessary.
- c.1. select the type of affiliation from the drop-down menu. The five choices are:
  - (i) The applicant is a foreign carrier in that country; or
  - (ii) The applicant controls a foreign carrier in that country; or
  - (iii) There exists any entity that owns more than 25 percent of the applicant, or controls the applicant, or controls a foreign carrier in that country.
  - (iv) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the applicant and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer and use of capacity on the cable in the United States.
  - (v) Non-standard affiliation
- c.2. If the Applicant selected Non-standard affiliation in column c.1., then provide an explanation here in c.2.
- d. Answer the question (Does the Applicant seek to land and operate a submarine cable connecting the United States to this country?) by selecting yes or no.
- e. Answer the question (Does Applicant/Affiliate Carrier Own or Control Cable Landing Station in this Country?) by selecting yes or no.

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f. Answer the question (Is this country a member of the World Trade Organization?) by selecting yes or no.

Item 21b. Indicate whether the Applicant agrees to accept and abide by the reporting requirements in section 1.767(l) of the Commission's rules (See 47 CFR § 1.767(l)) by checking "Yes or "No." According to these requirements any licensee that is, or is affiliated with, a carrier with market power in any of the cable's destination countries, must comply with certain quarterly reporting requirements.

If the Applicant answered "No" to Item 21b, provide an explanation in the text box. For example, the explanation might be that neither the Applicant nor its affiliate(s) have market power in any of the cable's destination countries. The Commission will evaluate the explanation, after which it may request additional information.

Item 21c. Indicate whether a foreign carrier affiliation notification related to this transaction was filed pursuant to [section 1.768](#) of the Commission's rules by checking "Yes or "No." If "Yes," then provide the file number of the filing (SCL-FCN). If there is no related SCL-FCN, leave the textbox blank or type "none" or something similar.

### **Application Fees**

Item 22. An application fee is required for this form. Indicate whether you are exempt from the application fee by selecting "Yes" or "No."

**Note that the FCC may not be able to start its review of a submitted application until the associated application fee is paid.** To determine the required fee amount, refer to Subpart G of Part 1 of the Commission's Rules ([47 CFR Part 1, Subpart G](#)) and the current Fee Filing Guide. The current Fee Filing Guide can be downloaded from the FCC's website at <https://www.fcc.gov/licensing-databases/fees/application-processing-fees>, by calling the FCC's Form Distribution Center at (800) 418-FORM (3676), or from the FCC's Fax Information System by dialing (202) 418-0177.

Item 22.a. If the Applicant is claiming a fee exemption it must select a reason in question 25a. An attachment demonstrating the Applicant's eligibility for exemption from FCC application fees must be submitted. If the reason is "other," briefly describe your rationale in the text box provided. If a request for waiver/deferral of the FCC application fees has been filed with the FCC, provide the date-stamped copy of the request filed with the Commission's Office of the Managing Director as an attachment.

Item 22.b. If the Applicant answered "Yes" to question 25, it must select the correct fee code here in question 22b. The fee code is CUT. Select this fee code.

### **Waivers**

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Item 23. Indicate whether this Application includes a request for waiver of any Commission rules by checking “Yes” or “No.” If “Yes,” in the provided text box list the rules for which a waiver is sought. Provide an explanation for the waiver request in an attachment, along with other material information. The Applicant may attach the waiver request statement by clicking the button in Item 23b or in the Attachments/Confidential Treatment of Attachments that follows.

### **Attachments**

For Items 24-31, the Applicant must check the box for each of the following items indicating that it has included the described attachment, as appropriate.

Item 24. The Applicant has uploaded an attachment describing the transaction and explaining how it meets the Commission’s rules and this transaction is in the public interest.

Item 25. If applicable, the Applicant has uploaded an attachment that includes a statement of how the application qualifies for streamlined processing under [section 1.767\(k\)](#) of the Commission’s rules.

Item 26. The Applicant has uploaded an attachment to provide a detailed ownership listing and ownership diagram (both pre-transaction and post-transaction ownership diagrams) responding to [section 63.18\(h\)](#) of the Commission’s rules.

Item 27. If applicable, the Applicant(s) has uploaded an attachment identifying any interlocking directorates with a foreign carrier, pursuant to [section 63.18\(h\)](#) of the Commission’s rules.

Item 28. If applicable, the Applicant has uploaded a statement showing that its application qualifies for exclusion from referral to the Executive Branch under section 1.40001(a)(2) of the Commission’s rules.

Item 29. The Applicant has uploaded an attachment providing the information and certifications required by section 1.767(a)(8)(ii-iv) of the Commission's rules.

Item 30. The Applicant has uploaded a statement supporting the waiver request and identifying the rule number(s) involved, along with other material information.

Item 31. The Applicant has uploaded an Executive Branch agency service list as set forth in section 1.767(j) of the Commission’s rules.

### **Attachments/Confidential Treatment of Attachments**

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Item 32. If the Applicant is requesting confidential treatment for any of its attachments, answer this question “yes.” Otherwise, answer “no.”

If the Applicant answers “yes” in item 33, then it must upload a supporting statement for the “confidential treatment request(s)” identifying the applicable rule(s) and providing other supporting materials or information. The Applicant must also upload both the Redacted Public version and the Non-Redacted Confidential version of the attachment(s) in the Attachments section which follows below.

Item 33. The Applicant(s) can upload attachments in this section of the application. The Applicant(s) will identify the attachment(s) with a short name for easy identification of the information included in each attachment.

**Note:** Each document required to be filed as an attachment should be current as of the date of filing. Each page of every attachment must be identified with the number or letter, the number of the page, and the total number of pages.

In this item, the Applicant may use the upload button to upload its attachments. After uploading, the Applicant can describe the attachment. Also after uploading, the Applicant can click the confidential treatment button next the attachment name if it so desires. Clicking the confidential treatment button will trigger a request to upload both a redacted, public version of the attachment and a public supporting statement justifying the confidentiality request. Identify in the attachment the applicable rule(s) and provide other supporting materials or information. Documents designated for confidential treatment will not be publicly viewable in ICFS while the Commission considers the confidentiality request.

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- Comply with all applicable Communications Assistance for Law Enforcement Act (CALEA) requirements and related rules and regulations, including any and all FCC orders and opinions governing the application of CALEA, pursuant to the Communications Assistance for Law Enforcement Act and the Commission’s rules and regulations in Title 47, part 1, subpart Z;
- Make communications to, from, or within the United States, as well as records thereof, available in a form and location that permits them to be subject to a valid and lawful request or legal process in accordance with U.S. law, including but not limited to:
  - o The Wiretap Act, 18 U.S.C. § 2510 et seq.;
  - o The Stored Communications Act, 18 U.S.C. § 2701 et seq.;

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- o The Pen Register and Trap and Trace Statute, 18 U.S.C. § 3121 et seq.; and
- o Other court orders, subpoenas or other legal process;
- Designate a point of contact who is located in the United States and is a U.S. citizen or lawful U.S. permanent resident, for the execution of lawful requests and as an agent for legal service of process (note that these contacts were designated in Item 3 of this application);
- Ensure the continuing accuracy and completeness of all information submitted, whether at the time of submission of the application or subsequently in response to either the Commission or the Committee's request, as required under section 1.65(a) of the Commission's rules, and to inform the Commission and the Committee of any substantial and significant changes while an application is pending;
- Ensure that after the application is no longer pending for purposes of section 1.65 of the Commission's rules, it will notify the Commission and the Committee of any changes in the authorization holder or licensee information and/or contact information promptly, and in any event within thirty (30) days; and
- Fulfill the conditions and obligations set forth in the certifications set out in section 63.18(q) of the Commission's rules or in the grant of an application or authorization and/or that if the information provided to the United States Government is materially false, fictitious, or fraudulent, it may be subject to all remedies available to the United States Government, including but not limited to revocation and/or termination of the Commission's authorization or license, and criminal and civil penalties, including penalties under 18 U.S.C. § 1001.

### General Certification Statements

Item 35. In order to submit the application, the Applicant(s) must certify acknowledgement of all requirements listed here and elsewhere in this form, as appropriate, by clicking on the single indicated checkbox. These include:

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  - o acknowledges that the licensee(s) are prohibited from agreeing to accept special concessions directly or indirectly from any foreign carrier, including any entity that owns or controls a foreign cable landing station, where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market, and from agreeing to accept special concessions in the future;
  - o shall maintain de jure and de facto control of the U.S. portion of the cable system, including the cable landing stations in the United States, sufficient to comply with the requirements of the Commission's rules and any specific conditions of the license;
  - o shall comply with the requirements of section 1.768 of the Commission's rules (notification by and prior approval for submarine cable landing licensees that are

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- o or propose to become affiliated with a foreign carrier);
  - o must notify the Commission within 30 days of the date the cable is placed into service.
  - o acknowledge that the cable landing license shall expire 25 years from the in-service date, unless renewed or extended upon proper application. Upon expiration, all rights granted under the license shall be terminated;
  - o shall file annual international circuit capacity reports as required by section 43.82 of the Commission's rules.
  - o shall file submarine cable outage reports as required in 47 CFR part 4;
  - o acknowledge that the cable landing license is revocable by the Commission after due notice and opportunity for hearing pursuant to section 2 of the Cable Landing License Act, 47 U.S.C. § 35, or for failure to comply with the terms of the license or with the Commission's rules.
- For cable landing licenses granted before March 15, 2002, the Assignee certifies that it accepts and will abide by the conditions set out in the cable landing license, as modified.
  - o certifies that it has provided all the required information and certifications under section 1.767 of the Commission's rules.
  - o The Applicant(s) certifies that, pursuant to section 1.767(j) of the Commission's rules, on the date of filing this application with the Commission, it shall also send a complete copy of the application including all Supplements, or any major amendments or other material filings regarding the application, to: U.S. Coordinator, EB/CIP, U.S. Department of State, 2201 C Street, NW., Washington, DC 20520-5818; Office of Chief Counsel/NTIA, U.S. Department of Commerce, 14th St. and Constitution Ave., NW., Washington, DC 20230; and Defense Information Systems Agency, ATTN: GC/DO1, 6910 Cooper Avenue, Fort Meade, MD 20755-7088, and shall certify such service on a service list attached to the application or other filing.
  - o certifies that neither the Applicant nor any other party to the Application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. § Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR § 1.2002(b) for the meaning of "party to the application" for these purposes. (Note that this certification does not apply to applications filed in services exempted under § 1.2002(c) of the rules, or to Federal State or local governmental entities or subdivisions thereof, 47 CFR § 1.2002(c).)
  - o The Applicant(s) certifies that all of its statements made in this Application (including any Supplement(s)) and in the attachments or documents incorporated by reference are material, are part of this Application, and are true, complete, correct, and made in good faith.

## Parties Authorized to Sign

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Note that the Assignee/Transferee is considered the main or lead applicant for the application, and it will be able to sign only the Assignee/Transferee signature block. After the Assignee/Transferee signs, it should log out of ICFS. The entities identified as the Licensee and Assignor/Transferor at the beginning of the application should then log into ICFS. They will have a message in their ICFS inbox indicating that an application is waiting. The Licensee/Assignor/Transferor should check the My Filings tab for the application, click on it and review. The Licensee/Assignor/Transferor cannot edit any part of the application other than its signature block. All applicants are encouraged to confer with each other to be sure the application information is accurate and complete. Then the Licensee/Assignor/Transferor should sign the appropriate signature blocks and log out. Once all signature block have been completed and the rest of the application is complete (including all necessary attachments), the Assignee/Transferee can log in and submit the application.

### **Licensee Signature**

Item 36. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

### **Transferor Signature**

Item 37. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

### **Transferee Signature**

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Item 38. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

### **Pro Forma Transfer of Control**

Item 13. Indicate whether the transfer of control of the license is voluntary or involuntary. If involuntary, identify the type of involuntary transaction in item 13a:

- A bankruptcy trustee appointed under involuntary bankruptcy
- An independent receiver appointed by a court of competent jurisdiction in a foreclosure action
- Or, in the case of death or legal disability, to a person or entity legally qualified to succeed the deceased or disabled person under the laws of the place having jurisdiction over the estate involved
- Other. If 'Other,' then Applicant must provide a statement identifying the type of involuntary transaction.

If involuntary, you must also provide the date of the event that caused the involuntary transfer of control in Item 13b. If that date was more than 30 days prior to the date of application submission, an explanation for the delay must be attached to the application.

### **Related Filings**

Item 14. Indicate whether there is a separately filed request related to this application, such as associated assignment/transfer applications, a separately filed waiver request, or another request by checking "Yes" or "No."

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If “Yes,” then provide the ICFS file (ITC-214, ITC-MOD or AuthID, or submission number(s)), or ULS file number(s) in the box.

### **Transaction Information**

Item 15. Indicate whether the Cable Landing License was granted on after March 15, 2002 by checking “Yes” or “No.”

Item 15a. If the answer to question 15 was “Yes,” then provide the consummation date of the transaction here. If the transaction was consummated more than thirty (30) days before the filing of this pro forma notification, the Applicants must submit in an attachment an explanation as to why the notification was not provided to the Commission no later than thirty (30) days or less after the consummation in accordance with section 1.67(g)(7) of the Commission’s rules.

Item 15b. If the Cable Landing License was granted prior to March 15, 2002, and “No” was selected in Item 15, indicate whether the Cable landing License has been modified to allow for post-transaction notification of pro forma assignments and transfers of control by checking “Yes” or “No.” If “Yes” then proceed to questions 15c and 15d. If “No,” then the Applicant(s) must acknowledge that it must obtain approval from the Commission for the pro forma assignment at least 30 days prior to the assignment and must notify the Commission no later than 30 days after either consummation of the pro forma assignment or a decision not to consummate the pro forma assignment.

Item 15c. If the answer to question 15b was “Yes,” then enter the ICFS file number(s) for the modification of the Cable Landing License (SCL-MOD).

Item 15d. If the answer to question 15b was “Yes” and you provided a response to question 15c, then provide here the consummation date of the transaction. If the transaction was consummated more than thirty (30) days before the filing of this pro forma notification, the Applicants must submit in an attachment an explanation as to why the notification was not provided to the Commission no later than thirty (30) days or less after the consummation in accordance with section 1.67(g)(7) of the Commission’s rules.

Item 16. By checking the box here, the Transferee certifies that the assignment was pro forma, as defined in section 63.24 of the Commission’s rules, and together with all previous pro forma transactions, does not result in a change of the licensee’s ultimate control. Transferee must provide an explanation for this certification in an attachment.

Item 17. Identify on a segment specific basis the percentage of voting and ownership interests being transferred in the cable system(s). Enter a new row for each cable segment and U.S. cable landing station being assigned/transferred.

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## Foreign Ownership

Item 18. Indicate whether any individual or entity that is not a U.S. citizen holds a 10% or greater direct or indirect equity or voting interest, or a controlling interest, in the Assignee, by checking either the “Yes” or “No” in the appropriate box.

**Qualifies for Exclusion.** If yes, then the Applicant(s) must indicate whether or not the application qualifies for exclusion from referral to the Executive Branch because the only reportable foreign ownership is through wholly owned intermediate holding companies and the ultimate ownership and control is held by U.S. citizens or entities, as provided in 47 CFR § 1.40001(a)(2). Per Section 1.40001(a)(2)(i) of the Commission’s rules (47 CFR § 1.40001(a)(2)(i)), pro forma notifications and applications with reportable foreign ownership are generally excluded from Executive Branch referral, so the pro forma Applicant should answer “Yes” to Q20a. Pro forma applicants are not required to submit an additional specific showing that they qualify for exclusion from referral, provided the pro forma notification/application is otherwise complete.

**Does Not Qualify for Exclusion.** If the application does *not* qualify for exclusion from referral, the Assignee with reportable foreign ownership shall prepare and send responses to standard questions, prior to or at the same time the Applicants file the application with the Commission, pursuant to part 1, subpart CC, of the Commission’s rules, to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Committee). The required information shall be submitted separately from this application and shall be submitted directly to the Committee. Applicants submitting responses to the standard questions must also submit a complete and unredacted copy of this and any related FCC application(s), including the file number(s) and docket number(s), to the Committee within three (3) business days of filing it with the Commission. Detailed instructions for completing and sending the standard question responses and a copy of the FCC application(s) can be found on the Office of International Affairs website. The Applicant(s) must also acknowledge that it is aware of its obligation to send the standard question responses and copy of the application(s) to the Committee by checking the box at the end of Item 20.

## Ownership Information

Item 19. Indicate whether any person or entity directly or indirectly will have a 10% or greater direct or indirect ownership of the Assignee/Transferee, pursuant to sections [1.767\(a\)\(8\)](#), [\(11\)](#) and [63.18\(h\)](#) of the Commission’s rules by checking “Yes” or No.”

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If “Yes,” provide in the chart, in column:

- (a) provide the name of individual or entity that directly or indirectly owns at Least 10% of the equity and/or voting interests of Applicant or has a controlling interest (“Interest Holder”);
- (b) provide the address;
- (c) citizenship;
- (c)(1) If the Interest Holder is a person/individual with dual citizenship, select the country of dual citizenship from the drop-down menu here. If there is no dual citizenship, leave this column blank.
- (d) principal business;
- (e) provide the name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest.; and
- (f) provide the percentage of equity owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.
- (g) provide the percentage of voting interests owned by the Interest Holder to the nearest 1% (we will also accept up to two decimal places). Use separate rows to provide the information for each person or entity directly or indirectly have a 10% or greater direct or indirect ownership of the Applicant.

Example: Interest Holder 1, a telecommunications company organized in Canada, owns 100% of the equity and voting interests in ABC Corp., a Bermuda holding company, which owns 100% of the equity and voting interests in XYZ Inc., a United States holding company, which owns 100% of the equity and voting interests in Applicant 1, the lead applicant for the cable. This information should be entered in the table in Item 22 as follows :

Entry for Interest Holder 1

- (a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest (“Interest Holder”): Interest Holder 1
- (b) Address of Interest Holder: 123 Oak Road, Calgary, Canada
- (c) Citizenship or Country of Incorporation of Interest Holder: Canada
- (c)(1) Dual or More Citizenships (if applicable): [leave blank]
- (d) Principal Business of Interest Holder: telecommunications
- (e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: ABC Corp.

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(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

Entry for ABC Corp.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest ("Interest Holder"): ABC Corp.

(b) Address of Interest Holder: 123 Palm Road, Hamilton, Bermuda

(c) Citizenship or Country of Incorporation of Interest Holder: Bermuda

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: XYZ Inc.

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

Entry for XYZ Inc.

(a) Name of Individual or Entity that Directly or Indirectly Owns at Least 10% of the Equity and/or Voting Interests of Applicant or has a controlling interest ("Interest Holder"): XYZ Inc.

(b) Address of Interest Holder: 123 Elm Road, Virginia Beach, VA United States

(c) Citizenship or Country of Incorporation of Interest Holder: United States

(c)(1) Dual or More Citizenships (if applicable): [leave blank]

(d) Principal Business of Interest Holder: holding company

(e) Name of the entity in which the interest holder has at least a direct 10% equity and/or voting interest: Transferee 1

(f) Percentage Owned by Interest Holder (indicate the equity interests): 100

(g) Percentage Owned by Interest Holder (indicate the voting interests): 100

By entering the ownership information in this way in Item 22, Commission staff and the public can infer that Interest Holder 1 is the indirect owner of 100% of the equity and voting interests of Transferee 1. Applicants are also required to submit a narrative explanation of their ownership, as well as an ownership diagram (section 63.18(h) of the Commission's

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rules), which will provide further detail regarding applicant ownership. These items must be uploaded in the Attachments section of the application.

Item 20. Indicate whether the Applicant has any interlocking directorates, pursuant to [section 63.18\(h\)](#) of the Commission’s rules. If “Yes,” identify the interlocking directorates in an attachment.

### **Foreign Carrier Affiliations**

Item 21. Indicate whether the Assignee/Transferee is a foreign carrier or is affiliated with a foreign carrier with market power in any of the destination countries by checking “Yes” or “No.” In addition, whether the Applicant answers “Yes” or “No,” it will still need to include in an uploaded attachment the information and certifications required by 47 CFR § 1.767(a)(8)(ii) through (iv). There is a reminder to upload this attachment in the Attachments section below.

Item 21a. If the Applicant answered “Yes” to Item 22, provide information regarding the foreign carrier affiliation in the chart as required by section 1.767(a)(8)(ii)-(iv). In the chart, in column:

- a. provide the name of the affiliated carrier;
- b. use the drop-down menu to select the country in which the affiliation occurs. Enter one country per row. If a particular affiliate has operations in more than one country, then add an additional row for each country. Add additional rows to provide information for all foreign carrier affiliations as necessary.
- c.1. select the type of affiliation from the drop-down menu. The five choices are:
  - (i) The applicant is a foreign carrier in that country; or
  - (ii) The applicant controls a foreign carrier in that country; or
  - (iii) There exists any entity that owns more than 25 percent of the applicant, or controls the applicant, or controls a foreign carrier in that country.
  - (iv) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the applicant and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer and use of capacity on the cable in the United States.
  - (v) Non-standard affiliation

c.2. If the Applicant selected Non-standard affiliation in column c.1., then provide an explanation here in c.2.

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- d. Answer the question (Does the Applicant seek to land and operate a submarine cable connecting the United States to this country?) by selecting yes or no.
- e. Answer the question (Does Applicant/Affiliate Carrier Own or Control Cable Landing Station in this Country?) by selecting yes or no.
- f. Answer the question (Is this country a member of the World Trade Organization?) by selecting yes or no.

Item 21b. Indicate whether the Applicant agrees to accept and abide by the reporting requirements in section 1.767(l) of the Commission's rules (See 47 CFR § 1.767(l)) by checking "Yes" or "No." According to these requirements any licensee that is, or is affiliated with, a carrier with market power in any of the cable's destination countries, must comply with certain quarterly reporting requirements.

If the Applicant answered "No" to Item 21b, provide an explanation in the text box. For example, the explanation might be that neither the Applicant nor its affiliate(s) have market power in any of the cable's destination countries. The Commission will evaluate the explanation, after which it may request additional information

Item 21c. Indicate whether a foreign carrier affiliation notification related to this transaction was filed pursuant to [section 1.768](#) of the Commission's rules by checking "Yes" or "No." If "Yes," then provide the file number of the filing (SCL-FCN). If there is no related SCL-FCN, leave the textbox blank or type "none" or something similar.

### **Application Fees**

Item 22. An application fee is required for this form. Indicate whether you are exempt from the application fee by selecting "Yes" or "No."

**Note that the FCC may not be able to start its review of a submitted application until the associated application fee is paid.** To determine the required fee amount, refer to Subpart G of Part 1 of the Commission's Rules ([47 CFR Part 1, Subpart G](#)) and the current Fee Filing Guide. The current Fee Filing Guide can be downloaded from the FCC's website at <https://www.fcc.gov/licensing-databases/fees/application-processing-fees>, by calling the FCC's Form Distribution Center at (800) 418-FORM (3676), or from the FCC's Fax Information System by dialing (202) 418-0177.

Item 22.a. If the Applicant is claiming a fee exemption it must select a reason in question 25a. An attachment demonstrating the Applicant's eligibility for exemption from FCC application fees must be submitted. If the reason is "other," briefly describe your rationale in the text box provided. If a request for waiver/deferral of the FCC application fees has been filed with the FCC, provide the date-stamped copy of the request filed with the Commission's Office of the Managing Director as an attachment.

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Item 22.b. If the Applicant answered “Yes” to question 25, it must select the correct fee code here in question 25b. The fee code is DAA. Select this fee code.

### **Waivers**

Item 23. Indicate whether this Application includes a request for waiver of any Commission rules by checking “Yes” or “No.” If “Yes,” in the provided text box list the rules for which a waiver is sought. Provide an explanation for the waiver request in an attachment, along with other material information. The Applicant may attach the waiver request statement by clicking the button in Item 23b or in the Attachments/Confidential Treatment of Attachments that follows.

### **Attachments**

For Items 24-24, the Applicant must check the box for each of the following items indicating that it has included the described attachment, as appropriate.

Item 24. The Applicant has uploaded an attachment describing the transaction and explaining how it meets the Commission’s rules and this transaction is in the public interest.

Item 25. The Assignee has uploaded an explanation for its certification that the assignment or transfer of control was pro forma and, together with all previous pro forma transactions, does not result in a change of the Licensee's ultimate control, as required in section 1.767(g)(7) of the Commission's rules.

Item 26. If applicable, the Applicant has uploaded an explanation as to why the notification was not provided to the Commission no later than thirty days (30) after the consummation in accordance with section 1.767(g)(7) of the Commission's rules.

Item 27. If applicable, the Assignee has uploaded an explanation of its anticipated pro forma transaction and has certified that the transfer of control will be pro forma and, together with all previous pro forma transactions, will not result in a change of the Licensee's ultimate control as required in section 1.767(g)(7) of the Commission's rules.

Item 28. If applicable, the Applicant has uploaded a statement showing that its application qualifies for exclusion from referral to the Executive Branch under section 1.40001(a)(2) of the Commission’s rules. As a result of this being a pro forma filing, there is no need to submit an additional statement about qualifying for exclusion from referral (provided the Applicant has met all other pro forma filing requirements as set forth in this application), and the Applicant can select N/A.

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Item 29. If applicable, the Applicant has uploaded an attachment that includes a statement of how the application qualifies for streamlined processing under [section 1.767\(k\)](#) of the Commission's rules.

Item 30. The Applicant has uploaded an attachment to provide a detailed ownership listing and ownership diagram (both pre-transaction and post-transaction ownership diagrams) responding to [section 63.18\(h\)](#) of the Commission's rules.

Item 31. If applicable, the Applicant(s) has uploaded an attachment identifying any interlocking directorates with a foreign carrier, pursuant to [section 63.18\(h\)](#) of the Commission's rules.

Item 32. The Applicant has uploaded an attachment providing the information and certifications required by section 1.767(a)(8)(ii-iv) of the Commission's rules.

Item 33. The Applicant has uploaded a statement supporting the waiver request and identifying the rule number(s) involved, along with other material information.

Item 34. The Applicant has uploaded an Executive Branch agency service list as set forth in section 1.767(j) of the Commission's rules.

#### **Attachments/Confidential Treatment of Attachments**

Item 35. If the Applicant is requesting confidential treatment for any of its attachments, answer this question "yes." Otherwise, answer "no."

If the Applicant answers "yes" in item 36, then it must upload a supporting statement for the "confidential treatment request(s)" identifying the applicable rule(s) and providing other supporting materials or information. The Applicant must also upload both the Redacted Public version and the Non-Redacted Confidential version of the attachment(s) in the Attachments section which follows below.

Item 36. The Applicant(s) can upload attachments in this section of the application by clicking the "Attach File" button. The Applicant(s) will identify the attachment(s) with a short name for easy identification of the information included in each attachment.

**Note:** Each document required to be filed as an attachment should be current as of the date of filing. Each page of every attachment must be identified with the number or letter, the number of the page, and the total number of pages.

In this item, the Applicant may use the upload button to upload its attachments. After uploading, the Applicant can describe the attachment. Also after uploading, the Applicant can click the confidential treatment button next the attachment name if it so desires. Clicking the confidential treatment button will trigger a request to upload both a redacted, public version of the attachment and a public supporting statement justifying the confidentiality request.

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Identify in the attachment the applicable rule(s) and provide other supporting materials or information. Documents designated for confidential treatment will not be publicly viewable in ICFS while the Commission considers the confidentiality request.

### **National Security/Law Enforcement Certification Statements**

Item 37. In order to submit the application, the Applicant must certify acknowledgement of the following national security and law enforcement requirements by clicking on the single indicated checkbox. If there are multiple applicants, each applicant must certify acknowledgement of these requirements in their Supplements A. These national security and law enforcement requirements include the obligations to:

- Comply with all applicable Communications Assistance for Law Enforcement Act (CALEA) requirements and related rules and regulations, including any and all FCC orders and opinions governing the application of CALEA, pursuant to the Communications Assistance for Law Enforcement Act and the Commission's rules and regulations in Title 47, part 1, subpart Z;
- Make communications to, from, or within the United States, as well as records thereof, available in a form and location that permits them to be subject to a valid and lawful request or legal process in accordance with U.S. law, including but not limited to:
  - o The Wiretap Act, 18 U.S.C. § 2510 et seq.;
  - o The Stored Communications Act, 18 U.S.C. § 2701 et seq.;
  - o The Pen Register and Trap and Trace Statute, 18 U.S.C. § 3121 et seq.; and
  - o Other court orders, subpoenas or other legal process;
- Designate a point of contact who is located in the United States and is a U.S. citizen or lawful U.S. permanent resident, for the execution of lawful requests and as an agent for legal service of process (note that these contacts were designated in Item 3 of this application);
- Ensure the continuing accuracy and completeness of all information submitted, whether at the time of submission of the application or subsequently in response to either the Commission or the Committee's request, as required under section 1.65(a) of the Commission's rules, and to inform the Commission and the Committee of any substantial and significant changes while an application is pending;
- Ensure that after the application is no longer pending for purposes of section 1.65 of the Commission's rules, it will notify the Commission and the Committee of any changes in the authorization holder or licensee information and/or contact information promptly, and in any event within thirty (30) days; and
- Fulfill the conditions and obligations set forth in the certifications set out in section 63.18(q) of the Commission's rules or in the grant of an application or authorization and/or that if the information provided to the United States Government is materially false, fictitious, or fraudulent, it may be subject to all remedies available to the United States Government, including but not limited to revocation and/or termination of the

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Commission's authorization or license, and criminal and civil penalties, including penalties under 18 U.S.C. § 1001.

## General Certification Statements

Item 38. In order to submit the application, the Applicant(s) must certify acknowledgement of all requirements listed here and elsewhere in this form, as appropriate, by clicking on the single indicated checkbox. These include:

- The Assignee certifies that it accepts and will abide by the routine conditions in [section 1.767\(g\)](#) of the Commission's rules and the licensee(s):
  - acknowledges that the licensee(s) are prohibited from agreeing to accept special concessions directly or indirectly from any foreign carrier, including any entity that owns or controls a foreign cable landing station, where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market, and from agreeing to accept special concessions in the future;
  - shall maintain de jure and de facto control of the U.S. portion of the cable system, including the cable landing stations in the United States, sufficient to comply with the requirements of the Commission's rules and any specific conditions of the license;
  - shall comply with the requirements of section 1.768 of the Commission's rules (notification by and prior approval for submarine cable landing licensees that are or propose to become affiliated with a foreign carrier);
  - must notify the Commission within 30 days of the date the cable is placed into service.
  - acknowledge that the cable landing license shall expire 25 years from the in-service date, unless renewed or extended upon proper application. Upon expiration, all rights granted under the license shall be terminated;
  - shall file annual international circuit capacity reports as required by section 43.82 of the Commission's rules.
  - shall file submarine cable outage reports as required in 47 CFR part 4;
  - acknowledge that the cable landing license is revocable by the Commission after due notice and opportunity for hearing pursuant to section 2 of the Cable Landing License Act, 47 U.S.C. § 35, or for failure to comply with the terms of the license or with the Commission's rules.
- For cable landing licenses granted before March 15, 2002, the Assignee certifies that it accepts and will abide by the conditions set out in the cable landing license, as modified.
  - certifies that it has provided all the required information and certifications under [section 1.767](#) of the Commission's rules.
  - The Applicant(s) certifies that, pursuant to section 1.767(j) of the Commission's

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rules, on the date of filing this application with the Commission, it shall also send a complete copy of the application including all Supplements, or any major amendments or other material filings regarding the application, to: U.S. Coordinator, EB/CIP, U.S. Department of State, 2201 C Street, NW., Washington, DC 20520-5818; Office of Chief Counsel/NTIA, U.S. Department of Commerce, 14th St. and Constitution Ave., NW., Washington, DC 20230; and Defense Information Systems Agency, ATTN: GC/DO1, 6910 Cooper Avenue, Fort Meade, MD 20755-7088, and shall certify such service on a service list attached to the application or other filing.

- o certifies that neither the Applicant nor any other party to the Application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. § Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR § 1.2002(b) for the meaning of “party to the application” for these purposes. (Note that this certification does not apply to applications filed in services exempted under § 1.2002(c) of the rules, or to Federal State or local governmental entities or subdivisions thereof, 47 CFR § 1.2002(c).)
- o The Applicant(s) certifies that all of its statements made in this Application (including any Supplement(s)) and in the attachments or documents incorporated by reference are material, are part of this Application, and are true, complete, correct, and made in good faith.

### **Parties Authorized to Sign**

Note that the Assignee/Transferee is considered the main or lead applicant for the application, and it will be able to sign only the Assignee/Transferee signature block. After the Assignee/Transferee signs, it should log out of ICFS. The entities identified as the Licensee and Assignor/Transferor at the beginning of the application should then log into ICFS. They will have a message in their ICFS inbox indicating that an application is waiting. The Licensee/Assignor/Transferor should check the My Filings tab for the application, click on it and review. The Licensee/Assignor/Transferor cannot edit any part of the application other than its signature block. All applicants are encouraged to confer with each other to be sure the application information is accurate and complete. Then the Licensee/Assignor/Transferor should sign the appropriate signature blocks and log out. Once all signature block have been completed and the rest of the application is complete (including all necessary attachments), the Assignee/Transferee can log in and submit the application.

### **Licensee Signature**

Item 39. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you

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are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

### **Transferor Signature**

Item 40. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

### **Transferee Signature**

Item 41. Enter all of the requested information. Willful false statements are punishable by fine and or/imprisonment (U.S. Code, Title 18, Section 1001). By signing this, you certify that you are a party authorized to sign and all statements made in this application and in the attachment or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

Enter the title of the person signing the application. If the Applicant is a corporation or other business entity, the person submitting the application must be an officer.

Date signed. The Applicant does not enter a date here. ICFS will fill in the date automatically with the date on which the application is submitted.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

August 2024

