

ATTACHMENT

Response to Question 10

Level 3 International, Inc. (“Level 3 International”) makes this notification pursuant to 47 C.F.R. §§ 63.12(b)(1)(i), (b)(2)(i), and (b)(2)(ii). Level 3 International’s ultimate parent company, Level 3 Communications, Inc. (“Level 3 Parent”), has recently acquired a number of foreign affiliations as a consequence of open-market purchases of shares in Level 3 Parent by STT Crossing Ltd (“STT Crossing”), resulting in an aggregate interest in Level 3 of approximately 25.6 percent.¹ STT Crossing is indirectly owned and controlled by Temasek Holdings (Private) Limited (“Temasek”), which holds indirect, controlling interests in a number of foreign carriers.

Response to Question 12(b)

Level 3 International’s new foreign-carrier affiliates in Australia, Hong Kong, India, Indonesia, Japan, Korea, Malaysia, Philippines, Singapore, Sri Lanka, Taiwan, and the United Kingdom each own or lease facilities in their respective markets.²

¹ See Schedule 13D of Level 3 Communications, Inc. (filed May 16, 2012), www.sec.gov/Archives/edgar/data/794323/000119312512241791/d356603dsc13da.htm. STT Crossing’s preexisting interest in Level 3 Parent—of approximately 24.47 percent—was disclosed to and approved by the Commission in connection with Level 3 Parent’s acquisition of Global Crossing Limited and its subsidiaries. *Applications Filed by Global Crossing Ltd. & Level 3 Communications, Inc. for Consent to Transfer Control*, 26 FCC Rcd. 14,056 (2011).

² These foreign affiliates do not include eircom Ltd. (“eircom”) or its subsidiaries Meteor Mobile Communications Ltd. or eircom UK Ltd. Effective June 11, 2012, eircom’s senior lenders took indirect ownership of all of eircom’s share capital following the conclusion of insolvency proceedings in Ireland. See eircom Ltd. Press Release, *eircom Successfully Exits*

Response to Question 12(c)(1)

Level 3 International is eligible for post-consummation notification of foreign affiliations pursuant to 47 C.F.R. §§ 63.11(b)(1)(i), (b)(2)(i), and (b)(2)(ii).

With respect to the carriers identified by an asterisk (*) in Table 1 below, Level 3 International is entitled to retain non-dominant status on the associated international routes pursuant to 47 C.F.R. §§ 63.10(a)(3) and 63.11(b)(1)(i). The Commission has previously acknowledged that these carriers lack market power in their respective geographic markets.³ Each of these foreign carriers has less than 50-percent market share in either the international transport market or local access market of its respective geographic market. None of these newly-affiliated foreign carriers has since appeared on the Commission's list of foreign carriers presumed to possess market power in foreign telecommunications markets.⁴

With respect to the other foreign carriers (other than SingTel) listed in Table 1 below, Level 3 International is entitled to retain non-dominant status on the associated international routes pursuant to 47 C.F.R. §§ 63.10(a)(3) and 63.11(b)(2)(ii). Each of these foreign carriers

Examinership – New Capital Structure and Shareholders in Place, http://pressroom.eircom.net/press_releases/article/eircom_group_successfully_exits_examinership (June 11, 2012).

³ See North American Communications Limited, International Section 214 Authorization, Application for Transfer of Control, File No. ITC-T/C-20091009-00441 (disclosing foreign carrier affiliations resulting from control of Global Crossing Limited by STT Crossing and requesting non-dominant treatment on all routes except the U.S.-Singapore and U.S.-Ireland routes); *International Authorizations Granted*, Public Notice, 24 FCC Rcd. 13,706 (2009) (accepting notification and granting non-dominant treatment on all routes except the U.S.-Singapore and U.S.-Ireland routes).

⁴ See *International Bureau Revises and Reissues the Commission's List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, Public Notice, 22 FCC Rcd. 945 (Int'l Bur. 2007) ("Foreign Market Power List").

(other than SingTel) lacks market power in its respective geographic market. Each (except for SingTel) has less than 50-percent market share in either the international transport market or local access market of its respective geographic market. Except for SingTel, none of these foreign carriers appears on the Commission's list of foreign telecommunications carriers presumed to possess market power in foreign telecommunications markets.⁵ Except for SingTel, these foreign carriers therefore qualify for presumptions of non-dominance pursuant to 47 C.F.R. § 63.10(a)(3) and exemptions from the dominant carrier safeguards in 47 C.F.R. §§ 63.10(c) through (e).

Pursuant to 47 C.F.R. § 63.11(b)(2)(ii), Level 3 International agrees to be regulated as dominant on the U.S.-Singapore route as a consequence of its affiliation with SingTel. Level 3 International certifies that SingTel is authorized to operate in Singapore, a member of the World Trade Organization ("WTO").⁶

Response to Question 16

For the reasons set forth in response to Question 12(c)(1) above, Level 3 International requests continued regulation as a non-dominant international carrier on all routes, except for the U.S.-Singapore route. Except for SingTel, all of the foreign carriers listed in Table 1 below are entitled to be classified presumptively as non-dominant.

Response to Question 17:

⁵ *See id.*

⁶ *See* World Trade Organization, Members and Observers as of May 10, 2012 ("WTO Member List"), www.wto.org/english/thewto_e/whatis_e/tif_e/org6_e.htm (last visited June 15, 2012).

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As required by 47 C.F.R. §§ 63.11(e)(1) and (2), Level 3 International certifies that it is affiliated with the carriers listed in Table 1 below as of May 16, 2012.

TABLE 1

COUNTRY	AFFILIATED FOREIGN CARRIER	AUTHORIZED ACTIVITIES
Australia	Optus Data Centres Pty Limited*	Data communication services
	Optus Mobile Pty Limited*	Mobile telecommunications services
	Optus Networks Pty Limited*	Telecommunications services
	Optus Vision Pty Limited*	Telecommunications services
	Prepaid Services Pty Limited	Prepaid mobile services
	Reef Networks Pty Ltd	Fiber-optic network
	Simplus Mobile Pty Limited*	Mobile telecommunications services
	Source Integrated Networks Pty Limited*	Data communication and network services
	Uecomm Operations Pty Limited*	Data communication services
	Unite.Com Pty Limited*	
	Virgin Mobile (Australia) Pty Limited*	Mobile telecommunications services
	XYZed LMDS Pty Limited*	LMDS licensee
	XYZed Pty Limited*	Telecommunications services
Hong Kong	GB21 (Hong Kong) Limited*	Telecommunications services
	Singapore Telecom Hong Kong Limited*	Telecommunications services
	StarHub (Hong Kong) Limited*	Telecommunications services
India	SingTel Global India Private Limited*	Telecommunications services
Indonesia	PT TeleChoice Indonesia	Mobile telecommunications services
Japan	Singapore Telecom Japan Co Ltd*	Telecommunications services
Korea	Singapore Telecom Korea Limited*	Telecommunications services

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COUNTRY	AFFILIATED FOREIGN CARRIER	AUTHORIZED ACTIVITIES
Malaysia	Information Network* Services Sdn Bhd	Data and value-added network services
Malaysia	Singapore Telecom (Malaysia) Sdn Bhd*	Telecommunications services
Philippines	TeleChoice Philippines, Inc.	Mobile telecommunications services
Singapore	Digital Network Access Communications Pte Ltd	Mobile telecommunications services
	GRID Communications Pte Ltd*	Mobile telecommunications services
	NexWave Telecoms Pte. Ltd.	Telecommunications services
	Nucleus Connect Pte Ltd.	Fiber-optic network services
	Planet Telecoms (S) Pte Ltd.	Mobile telecommunications services
	Singapore Telecommunications Ltd	Telecommunications services
	SingTel Mobile Singapore Pte Ltd*	Mobile telecommunications services; resale of fixed telecommunications services
	SingTelSat Pte Ltd*	Satellite services
	ST Teleport Pte Ltd*	Satellite and fixed telecommunications services
	ST-2 Satellite Ventures Private Limited*	Satellite services
	Star Hub Mobile Pte Ltd*	Mobile telecommunications services
	StarHub Ltd*	Telecommunications services
TeleChoice International Limited	STT and TeleChoice web sites	
Sri Lanka	Lanka Communication Services (Pvt) Limited	Data communication services
Taiwan	SingTel Taiwan Limited*	Telecommunications services
United Kingdom	SingTel (Europe) Limited*	Telecommunications services

* Denotes foreign carrier for which the Commission has previously acknowledged a lack of market power for affiliation purposes.

Australia, Hong Kong, India, Indonesia, Japan, Korea, Malaysia, Philippines, Singapore, Sri Lanka, Taiwan, and the United Kingdom are all WTO members.⁷

Response to Question 18:

As required by 47 C.F.R. § 63.11(e)(3), Level 3 International certifies that it is authorized to provide global facilities-based and global resale services to Australia, Hong Kong, India, Indonesia, Japan, Korea, Malaysia, Philippines, Singapore, Sri Lanka, Taiwan, and the United Kingdom pursuant to FCC File No. ITC-214-19981214-00867.⁸

Response to Question 19:

As required by 47 C.F.R. § 63.11(e)(4), Level 3 International certifies that it does not serve Australia, Hong Kong, India, Indonesia, Japan, Korea, Malaysia, Philippines, Singapore, Sri Lanka, Taiwan, or the United Kingdom solely through the resale of international switched services of unaffiliated U.S. facilities-based carriers.

Response to Question 20:

As required by 47 C.F.R. § 63.11(e)(5), Level 3 International certifies that it has the following 10-percent-or-greater direct or indirect owners:

Level 3 Financing, Inc. (“Level 3 Financing”)

Address: 1025 Eldorado Blvd., Broomfield, Colorado 80021

Citizenship: Delaware, USA

Principal Business: holding company

Relationship: Level 3 Financing owns 100 percent of Level 3 International.

⁷ See WTO Member List.

⁸ See *Overseas Common Carrier Section 214 Applications and Section 310(b)(4) Actions Taken, Public Notice*, DA No, 99-250 (Jan. 28, 1999).

Level 3 Communications, Inc. (“Level 3 Parent”)

Address: 1025 Eldorado Blvd., Broomfield, Colorado 80021

Citizenship: Delaware, USA

Principal Business: telecommunications

Relationship: Level 3 Parent owns 100 percent of Level 3 Financing.

Southeastern Asset Management, Inc. (“SAM”)

Address: 6410 Poplar Avenue, Suite 900, Memphis, Tennessee 38119

Citizenship: Tennessee, USA

Principal Business: investment advisory services

Relationship/Interest: SAM holds sole or shared voting rights for 20.8 percent of outstanding shares of Level 3 Parent that are otherwise owned by other entities for whom SAM acts as an investment advisor. None of SAM’s owners holds a ten-percent-or-greater direct or indirect interest in Level 3 Parent.

STT Crossing Ltd (“STT Crossing”)

Address: 10 Frere Felix de Valois Street, Port Louis, Mauritius

Citizenship: Mauritius

Principal Business: holding company

Relationship: STT Crossing owns approximately 25.6 percent of Level 3 Parent.

STT Communications Ltd (“STT Communications”)

Address: 51 Cuppage Road #09-01, StarHub Centre, Singapore 229469

Citizenship: Singapore

Principal Business: information communications

Relationship: STT Communications owns 100 percent of STT Crossing.

Singapore Technologies Telemedia Pte Ltd (“ST Telemedia”)

Address: 51 Cuppage Road #09-01, StarHub Centre, Singapore 229469

Citizenship: Singapore

Principal Business: investment holding company

Relationship: ST Telemedia owns 100 percent of STT Communications.

Temasek Holdings (Private) Limited (“Temasek”)

Address: 60B Orchard Road #06-18, The Atrium@Orchard, Singapore 238891

Citizenship: Singapore

Principal Business: investment holding company

Relationship: Temasek owns 100 percent of ST Telemedia.

Temasek is wholly owned by the Government of Singapore through the Minister for Finance.

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Response to Question 21:

Level 3 International has no interlocking directorates with the foreign affiliates identified in this notification.