

## **ATTACHMENT TO FOREIGN CARRIER AFFILIATION NOTIFICATION**

### **Background**

In October 2012, ITC Global, Inc., the parent company of ITC Global USA, LLC (“ITC Global”) completed the acquisition of Spidersat Communications Limited (“Spidersat”). At the time, a subsidiary of Spidersat, SpiderSat Communications Limited (“Spidersat-Ghana”), a Ghanaian entity, held a license from the National Communications Authority of Ghana to operate a “Direct to Home Satellite Network.” Also at the time, another subsidiary of Spidersat, SpiderSat Communications Limited (“Spidersat-Tanzania”), a Tanzanian entity, had a pending Application Services License with the Tanzania Communications Regulatory Authority, which has not yet been granted.

In July 2013, ITC Global Netherlands B.V., an affiliate of ITC Global acquired NewSat Holdings SA (“NewSat Holdings”). At the time, a subsidiary of NewSat Holdings, NewSat Communications SA (“NewSat”) held a concession license from the Swiss Federal Office of Communications.

In December 2013, ITC Global (Australia) Pty Ltd. (“ITC-Australia”), an affiliate of ITC Global applied for a Fixed Earth license and associated Earth Receive from the Australian Communications and Media Authority (ACMA). In January 2014, similar licenses were issued to cover operation of additional remote sites. In addition to 16 Earth Station licenses issued by the Australian Communications and Media Authority, ITC-Australia also provides service pursuant to a Radiocommunications (Communication with Space Object) Class License 1998.

On August 8, 2014, Spidersat Communications SARL (“Spidersat-BF”), an affiliate of ITC Global was issued a license by the Autorité de Régulation des Communications Électroniques et des Postes of Burkina Faso to provide Internet access.

As a result of these transactions and subsequent license acquisitions, ITC Global became affiliated with foreign carriers that provide telecommunications services in Australia, Burkina Faso, Ghana, Switzerland and Tanzania.

### **Response to Question 10 - Post Notification**

The foreign carrier affiliation identified in this notification for ITC Global resulted from the transactions and license acquisitions described above. At the time of the affiliations, ITC Global inadvertently failed to comply with the foreign carrier affiliation notification requirements. ITC Global has taken steps to ensure that future affiliations are reported in compliance with Section 63.10 of the Commission’s rules. To the extent necessary, ITC Global requests waiver from the requirement to file this Notification within thirty days of the affiliation.

### **Response to Questions 4, 12, 16 and 17**

ITC Global provides notification of its affiliation with the following foreign carriers:

<b>Country Where Service Provided</b>	<b>Foreign Carrier Affiliate Name</b>	<b>Description of the Company</b>
Burkina Faso (WTO Members)	Spidersat Communications SARL ("Spidersat-BF")  A Burkina Faso entity.	Spidersat-BF is a wholly owned indirect subsidiary of Holdings.  Spidersat-BF holds a license from the Autorité de Régulation des Communications Électroniques et des Postes of Burkina Faso to provide Internet access. Pursuant to this license, Spidersat-BF provides Internet access via satellite to mining and exploration companies. Spidersat-BF has a market share of less than 5% of the telecommunications market in Burkina Faso.
Ghana (WTO Member)	SpiderSat Communications Limited ("Spidersat-Ghana")  A Ghanaian entity.	Spidersat-Ghana is a wholly owned indirect subsidiary of Holdings.  Spidersat-Ghana holds a license from the National Communications Authority of Ghana to operate a "Direct to Home Satellite Network", which is used to provide Internet access via satellite to mining and exploration companies. Spidersat-Ghana has a market share of less than 5% of the telecommunications market in Ghana.
Switzerland (WTO Member)	NewSat Communications SA ("NewSat")  A Swiss entity.	NewSat is a wholly owned indirect subsidiary of Holdings.  NewSat holds a concession license from the Swiss Federal Office of Communications pursuant to which NewSat provides telecommunications services to customers based in Switzerland and the rest of the world. NewSat has a market share of less than 5% of the telecommunications market in Switzerland.

Country Where Service Provided	Foreign Carrier Affiliate Name	Description of the Company
Australia (WTO Member)	ITC Global (Australia) Pty Ltd (“ITC-Australia”) <p>An Australian entity.</p>	<p>ITC-Australia is a wholly owned direct subsidiary of ITC Global, Inc.</p> <p>ITC-Australia holds the 16 satellite earth station licenses issued by the Australian Communications and Media Authority listed below. ITC-Australia also provides services pursuant to a Radiocommunications (Communication with Space Object) Class License 1998, as amended, made under subsection 132(1) of the Radiocommunications Act of 1992. ITC-Australia uses these licenses to provide IP communications via satellite to maritime, mining, and oil and gas clients. ITC-Australia has a market share of less than 5% of the telecommunications market in Australia.</p>

Satellite Earth Station Licenses issued to ITC-Australia by the Australian Communications and Media Authority:

Location	Callsign	Class of Station	License Number
Landsdale - 9019974	VM213	Fixed Earth	1971275
Landsdale – 9019974	VM214	Earth Receive	1971276
Landsdale – 9020270	VM215	Earth Receive	1972122
Landsdale – 9020270	VM216	Fixed Earth	1972123
Near FMG Railway 43.5 km South of Port Hedland - 9020238	VM217	Earth Receive	1972264
Near FMG Railway, off Great Northern Highway 92 km South of Port Hedland – 9020239	VM218	Earth Receive	1972265
Near FG Railway, off Great Northern Highway 140 km South of Port Hedland - 9020240	VM219	Earth Receive	1972266
Near FMG Railway 186 km South of Port Hedland – 9020241	VM222	Earth Receive	1972267
Near FMG Railway, off Great Northern Highway 92 km South of Port Hedland – 9020239	VM223	Fixed Earth	1972268

Location	Callsign	Class of Station	License Number
Near FMG Railway 186 km South of Port Hedland - 9020241	VM224	Fixed Earth	1972269
Near FG Railway, off Great Northern Highway 140km South of Port Hedland - 9020240	VM225	Fixed Earth	1972270
Near FMG Railway 43.5 km South of Port Hedland - 9020238	VM226	Fixed Earth	1972271
Canning Vale – 9019152	VM242	Fixed Earth	1974956
Canning Vale – 9019152	VM243	Earth Receive	1974957
Barrow Island – 9021912	VM283	Earth Receive	1980903
Barrow Island – 9021912	VM284	Fixed Earth	1980904

As stated above, ITC Global is also affiliated with SpiderSat Communications Limited, a Tanzanian entity, which has a pending Application Services License with the Tanzania Communications Regulatory Authority. When granted, the Application Services License will permit SpiderSat-Tanzania to provide Internet access via satellite and terrestrial circuits to mining & exploration companies. ITC-Tanzania will have a market share of less than 5% of the telecommunications market in Tanzania, a WTO member.

ITC Global requests continued classification as a nondominant carrier under Section 63.10 of the Commission's Rules on all routes between the United States and the foreign countries listed above. Each of the foreign carrier affiliates lacks 50 percent market share in the international transport and local access markets on the foreign end of the routes and thus lacks sufficient market power on the foreign end to adversely affect competition in the U.S. market. Accordingly, pursuant to Section 63.10(a)(3), ITC Global is presumptively classified as non-dominant on these routes.

### **Response to Question 18**

ITC Global is authorized to provide global or limited global facilities-based service and global or limited global resale service pursuant to International Section 214 Authorization assigned IB File No. ITC-214-20110609-00184.

### **Response to Question 19**

To the extent that ITC Global provides the service between the United States and the countries where Spidersat-BF, Spidersat-Ghana, Spidersat-Tanzania, NewSat and ITC-Australia are, or will be, foreign carriers, ITC Global provides such services between the United States and the affiliates' countries only through the resale of international switched services of unaffiliated U.S. facilities-based carriers.

## **Response to Question 20**

The following entity holds a ten percent (10%) or greater direct interest in **ITC Global USA, LLC**:

Name: ITC Global, Inc. ("ITC Parent")  
Address: 850 Cranberry Woods Drive, Suite 2240  
Cranberry Township, PA 16066  
Citizenship: U.S. (Delaware)  
Interest Held: 100%  
Principal Business: Communications

The following entity holds a ten percent or greater direct interest in **ITC Global, Inc.**:

Name: ITC Global Holdings, LLC ("Holdings")  
Address: 850 Cranberry Woods Drive, Suite 2240  
Cranberry Township, PA 16066  
Citizenship: U.S. (Delaware)  
Interest Held: 100%  
Principal Business: Holding Company

The following entities hold a ten percent or greater direct interest in **ITC Global Holdings, LLC**:

Name: Riverside Fund IV, L.P. ("Riverside")  
Address: c/o Riverside Partners, LLC  
699 Boylston Street, 14th Floor  
Boston, MA 02116  
Citizenship: U.S. (Delaware)  
Interest Held: 55.12% Equity; 54.54% Voting  
Principal Business: Investments

Name: Riverside Fund IV Offshore, L.P. ("Riverside Offshore")  
Address: c/o Riverside Partners, LLC  
699 Boylston Street, 14th Floor  
Boston, MA 02116  
Citizenship: U.S. (Delaware)  
Interest Held: 18.52% Equity; 0% Voting  
Principal Business: Investments

The general partner of Riverside Offshore is Riverside Partners IV, L.P., which is also the general partner of Riverside and whose information is provided below.

To Riverside's knowledge, no person or entity owns or controls a 10% or greater indirect interest in Licensee through Riverside Fund IV Offshore, L.P.

The following entities hold a ten percent (10%) or greater interest in **Riverside Fund IV, L.P.**:

- (1)    Name:                    Riverside Partners IV, L.P.  
       Address:                c/o Riverside Partners, LLC  
                                    699 Boylston Street, 14th Floor  
                                    Boston, MA 02116  
       Citizenship:            U.S. (Delaware)  
       Interest Held:          General Partner  
       Principal Business:    Investment
- (2)    Name:                    Yale University  
       Address:                55 Whitney Avenue, 5th Floor  
                                    New Haven, Connecticut  
       Citizenship:            U.S.  
       Interest Held:          14.81% Limited Partner  
       Principal Business:    Education
- (3)    Name:                    Arkansas Teacher Retirement System  
       Address:                1400 West Third Street  
                                    Little Rock, Arkansas  
       Citizenship:            U.S.  
       Interest Held:          13.16% Limited Partner  
       Principal Business:    Investment
- (4)    Name:                    West Virginia Investment Management Board  
       Address:                500 Virginia Street, Suite 200  
                                    Charleston, West Virginia 25301  
       Citizenship:            U.S.  
       Interest Held:          13.16% Limited Partner  
       Principal Business:    Investment

No individual or entity holds a ten percent (10%) or greater interest in **Yale University, Arkansas Teacher Retirement System** or the **West Virginia Investment Management Board**.

The following individuals or entities hold a ten percent (10%) or greater interest in **Riverside Partners IV, L.P.**:

- (1)    Name:                    David Belluck  
       Address:                c/o Riverside Partners, LLC  
                                    699 Boylston Street, 14th Floor  
                                    Boston, MA 02116  
       Citizenship:            U.S.  
       Interest Held:          Less than 50%  
       Principal Business:    Individual

- (2)    Name:                    Brian Guthrie  
       Address:                c/o Riverside Partners, LLC  
                                     699 Boylston Street, 14th Floor  
                                     Boston, MA 02116  
       Citizenship:            U.S.  
       Interest Held:          Less than 50%  
       Principal Business:    Individual
- (3)    Name:                    Steve Kaplan  
       Address:                c/o Riverside Partners, LLC  
                                     699 Boylston Street, 14th Floor  
                                     Boston, MA 02116  
       Citizenship:            U.S.  
       Interest Held:          Less than 50%  
       Principal Business:    Individual
- (4)    Name:                    Riverside Partners IV, LLC  
       Address:                c/o Riverside Partners, LLC  
                                     699 Boylston Street, 14th Floor  
                                     Boston, MA 02116  
       Citizenship:            U.S. (Delaware)  
       Interest Held:          General Partner  
       Principal Business:    Investment

Riverside Partners IV, L.P. is controlled by an investment committee composed of eight members who are: David Belluck, Philip Borden, Ian Blasco, Brian Guthrie, Steve Kaplan, Jon Lemelman, Max Osofsky and Michelle Noon. All members of the investment committee are United States citizens and the business address for each member of the investment committee is:

c/o Riverside Partners, LLC  
699 Boylston Street, 14th Floor  
Boston, MA 02116

The sole members of **Riverside Partners IV, LLC** are:

- (1)    Name:                    David Belluck  
       Address:                c/o Riverside Partners, LLC  
                                     699 Boylston Street, 14th Floor  
                                     Boston, MA 02116  
       Citizenship:            U.S.  
       Interest Held:          Greater than 50%  
       Principal Business:    Individual

(2)      Name:                      Brian Guthrie  
            Address:                  c/o Riverside Partners, LLC  
   699 Boylston Street, 14th Floor  
   Boston, MA 02116  
            Citizenship:              U.S.  
            Interest Held:              Less than 50%  
            Principal Business:      Individual

**Response to Question 21:**

The officers and directors of ITC Global, Spidersat-BF, Spidersat-Ghana, Spidersat-Tanzania, NewSat and ITC-Australia are as follows

ITC Global USA, LLC (ITC Global)

- Members: Member managed
- Officers: No officers formally appointed

Spidersat Communications SARL (Spidersat-BF)

- Directors: Michael Hennessey, Joseph Spytek, Ian Blasco, and Chris Ryan
- Officers: Edmond Gbaguidi (In-Country Manager)

SpiderSat Communications Limited (Spidersat-Ghana)

- Directors: Michael Hennessey, Steven M. Barto, Dean J. DeGross, and Percy Joseph Amarteifio
- Officers: Steven M. Barto (Secretary)

SpiderSat Communications Limited (Spidersat-Tanzania)

- Directors: Steve Barto, Dean DeGross, Michael Hennessey, Thu Minh Hennessey
- Officers: Michael Hennessey (Secretary)

NewSat Communications SA (NewSat)

- Directors: Alexandre De Luca, Steven M. Barto, and Roland Loos
- Officers: Roland Loos (President) and Steven M. Barto (Secretary)

ITC Global (Australia) Pty Ltd (ITC-Australia)

- Directors: Christopher Hill, Joseph Spytek, and Steven M. Barto
- Officers: Christopher Hill (Public Officer)



## VERIFICATION

I, Joseph Spytek, state that I am Chief Executive Officer of ITC Global Holdings, LLC and its subsidiaries (collectively, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 29 day of January, 2015.

  
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Joe Spytek  
Chief Executive Officer  
ITC Global Holdings, LLC