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July 24, 2019

VIA ELECTRONIC FILING

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: MIP IV MidWest Fiber, LLC; ISP-PDR-20190625-00005

Dear Ms. Dortch

By this letter, MIP IV MidWest Fiber, LLC (“MIP IV MW”) supplements the above-referenced Petition for Modified Declaratory Ruling (“Petition for Modification”) under Section 310(b)(4) of the Communications Act of 1934, as amended. The International Bureau granted MIP IV MW’s prior Petition for Declaratory Ruling on June 5, 2019.¹ The Petition for Modification was filed on June 25, 2019, seeking a declaratory ruling to supplement that grant to include specific approval for certain non-U.S. limited partnership affiliates of Macquarie.

This supplement clarifies the equity ownership interests in the non-U.S. Macquarie entities for which specific approval is sought, and provides additional information regarding the ownership structure of these entities. Macquarie Group Limited (“MGL”) indirectly owns 100% of the general partners of the non-U.S. limited partnerships, and the attached organizational charts detail the holding companies in the ownership structure.

In addition, MIP IV MW requests specific approval of the following non-U.S. holding company affiliates (jurisdiction of formation identified in parentheses) that are indirectly wholly owned by MGL and are identified in the attached structure chart:

- Macquarie Corporate Holdings Pty Limited (UK Branch) (United Kingdom) (100% voting, 0% equity in MIP IV MW)

¹ See MIP IV MidWest Fiber, LLC, File No. ISP-PDR-20190304-00002, as amended (granted June 5, 2019).

- Macquarie (UK) Group Services Limited (United Kingdom) (100% voting, 0% equity in MIP IV MW)
- Macquarie Infrastructure and Real Assets Investments Limited (United Kingdom) (100% voting, 0% equity in MIP IV MW)
- Macquarie MIRA Fund Investments Pty Limited (Australia) (100% voting, 0% equity in MIP IV MW)
- Macquarie Infrastructure and Real Assets Holdings Pty Limited (Australia) (100% voting, < 0.1% equity indirectly in MIP IV MW)

Out of an abundance of caution, pursuant to section 1.5001(k)(1) advance approval is requested for each of the above-named foreign-organized entities to increase their individual interests at some future time up to and including 100% of MIP IV MW's direct and/or indirect equity interests.

Please contact the undersigned if you have any questions regarding this matter.

Respectfully submitted,

/s/

James H. Barker
Elizabeth R. Park
of LATHAM & WATKINS LLP
Counsel for MIP IV MidWest Fiber, LLC

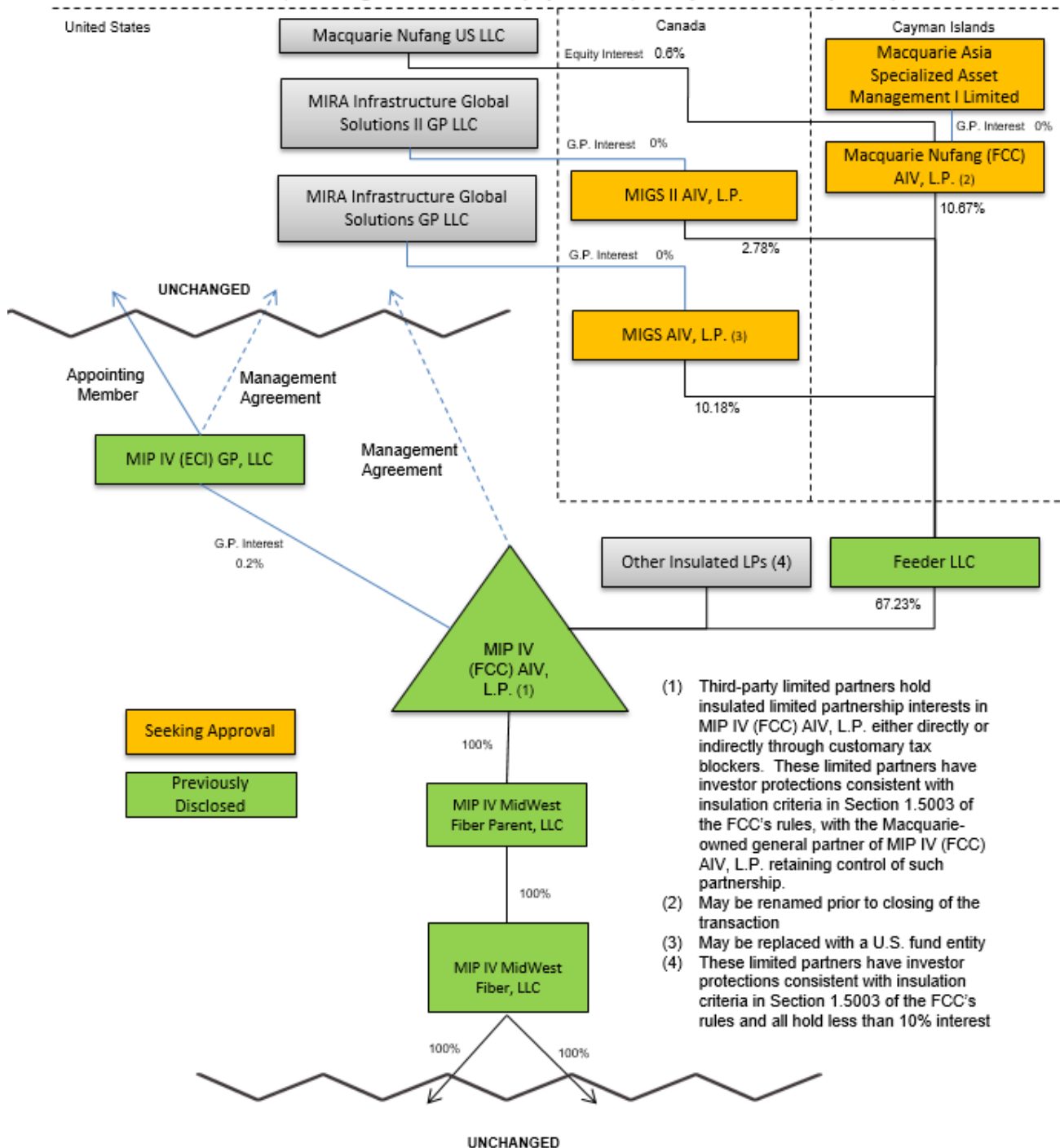
cc: Susan O'Connell

Attachment

ATTACHMENT

Post-Transaction Organizational Chart

(Percentages indicated are equity interests, directly held in the entity below)



- (1) Third-party limited partners hold insulated limited partnership interests in MIP IV (FCC) AIV, L.P. either directly or indirectly through customary tax blockers. These limited partners have investor protections consistent with insulation criteria in Section 1.5003 of the FCC's rules, with the Macquarie-owned general partner of MIP IV (FCC) AIV, L.P. retaining control of such partnership.
- (2) May be renamed prior to closing of the transaction
- (3) May be replaced with a U.S. fund entity
- (4) These limited partners have investor protections consistent with insulation criteria in Section 1.5003 of the FCC's rules and all hold less than 10% interest

