

Before the
Federal Communications Commission
Washington, D.C. 20554

In the Matter of

Timothy James Reid,
Applicant,

Application for Special Temporary
Authority pursuant to Section 63.25
of the Communication's Rules.

)
)
)
)
)
)
)

File No. _____

APPLICATION FOR SPECIAL TEMPORARY AUTHORITY

Pursuant to Section 63.25 of the Commission's rules,¹ Timothy James Reid ("Receiver") hereby requests the Commission to grant special temporary authority (STA) for a period of 180 days to the receivers in order to continue to provide telecommunications services while the accompanying transfer of authority applications are pending before the Commission.

I. BACKGROUND

A. Parties to the Proposed Transaction

C2C Pte Ltd: C2C Pte Ltd ("C2C") operates telecommunication facilities and provisions telecommunications services in the Asia-Pacific region. Since its

¹ 47 C.F.R. § 63.25

incorporation, in Bermuda in July 2000, C2C has built one of the first private submarine cable systems in Asia-Pacific to position itself to meet the then-anticipated escalating market demand for bandwidth expected from the rapid growth of the Internet in the region. The 17,000 km cable network was completed in January 2002 at a cost in excess of US \$2 billion. The network is fully redundant and highly diversified with a design capacity of 7.68 Tbps (equivalent to 90 million simultaneous conversations). It connects China, Hong Kong, Japan, South Korea, the Philippines, Singapore and Taiwan, with onward connectivity to the United States.

C2C Holdings Pte Ltd: C2C Holdings Pte Ltd ("Transferor" or "Parent Company") is the parent company to C2C, operating as a holding company engaged in telecommunications.² In 2001, Parent Company pledged 100% of C2C stock as security to the senior lenders of the credit facility of C2C and its subsidiaries.

Timothy James Reid: Timothy James Reid ("Transferee") was appointed receiver, jointly and severally with Roderick John Sutton, over all of the C2C shares on June 20, 2005.

C2C Cable USA: C2C Cable USA ("Licensee") is C2C's wholly-owned operating company in the United States that holds an international Section 214 license issued by the FCC.

B. The Proposed Transaction

On or about December 15, 2001, the Transferor entered into a security over shares agreement with a security agent over all of the shares of C2C. (A copy of

² A majority interest in Parent Company is held by Singapore Telecommunications Limited ("SingTel").

the agreement is attached at Exhibit C.) Pursuant to that agreement, a security agent held the shares as collateral in the event that C2C or its subsidiaries defaulted on its secured facilities. Further, in the event of a default, the security agent or, if appointed, a receivers, could exercise its power under the agreement to sell the C2C shares. In 2003, C2C did indeed default on the secured credit facilities. After all efforts to negotiate a restructuring agreement failed, the majority secured lenders of C2C enforced their rights under the secured facilities agreement, and Roderick John Sutton and the Applicant, were appointed jointly and severally as receivers over all of the C2C shares on June 20, 2005. (A copy of the appointment is attached at Exhibit D.)

The instant application for special temporary authority is an interim measure while the accompanying transfer of control applications, which effectuate a two-step transaction, are pending before the Commission. The first transfer of control application gives effect to the first step in the transaction that transfers control of C2C stock from the Transferor to the receivers. (*See* Exhibit A.) The second transfer of control application seeks the authority from the Commission to transfer control of the stock from the receivers to the ultimate acquirer of the shares – C2C Group Limited (“Acquirer”), which results in the control of the licensee passing from the parent company to C2C Group Limited. (*See* Exhibit B.) The instant application seeks authority from the Commission for the Licensee to continue to operate while the Commission considers theses transfer of control applications.

Public Interest Statement

The Commission’s granting of STA would serve the public interest by permitting traffic carried on the network to the United States to continue uninterrupted

while the Commission considers the underlying transfer of control applications. The traffic represents vital telecommunication services from a region of the world with growing importance to the United States. Absent the STA authority, communication from the other countries served by the network would be cut-off, hurting people and businesses in those countries and here in the United States. Thus, the grant of the STA for the 180 day period will ensure that traffic along the networks continue to the United States as it has previously.

Special Condition and Terms of STA

The parties acknowledge that the grant of this STA will not prejudice any action the Commission may take on the underlying applications seeking Commission consent to the transfers of control. The parties further acknowledge that this STA can be revoked by the Commission upon its own motion without a hearing. The parties further acknowledge that this STA is also conditioned on the adoption of a telecommunications compliance program by the acquirer as that program is set forth in the application found at Exhibit B.

II. INFORMATION REQUIRED BY SECTION 63.18 OF THE COMMISSION'S RULES REGARDING THE TRANSFER OF CONTROL TO THE RECEIVERS OF C2C CABLE USA SERVICES HELD BY C2C HOLDING PTE LTD.

The following is provided under Section 63.18 of the Commission's rules in support of the Applicants' request for consent to transfer control to the receivers of C2C Cable USA:

- (a) The name, address, and telephone number of the Applicants are:

Transferor

C2C Holdings Pte Ltd
Reid Hall
3 Reid Street
Hamilton HM11
P.O. Box HM463
Bermuda
441-295-2208

Transferee

Timothy James Reid
c/o Ferrier Hodgson
50 Raffles Place
#16-06 Singapore Land Tower
Singapore 048623
+65 6416 1400

(b) The applicant is a citizen of New Zealand.

(c) Correspondence concerning this application should be sent to:
Timothy James Reid
c/o David J. Taylor
Weil, Gotshal & Manges LLP
1300 Eye Street NW, Ste 900
Washington, DC 20005
Telephone: 202-682-7094
Fax: 202-857-0940

(d) The Applicant does not have Section 214 approval from the Commission. As explained above, the instant application is an intermediate step to ultimately transferring the stock of C2C to the Acquirer.

(e)(3) The Applicant seeks Commission consent to transfer of authority listed above.

(f) No response is required.

(g) No response is required.

(h) The Applicant is a citizen of New Zealand.

(i) By the attached certification, Applicant certifies that he is not affiliated with a foreign carrier.

(j) By the attached certification, Applicant certifies that: (1) he is not a foreign carrier in a destination country; (2) he does not control a foreign carrier in a destination country; (3) no entity owns more than 25 percent of the applicant or controls

the applicant, or will control a foreign carrier in a destination country; and (4) that no two or more foreign carriers own more than twenty-five percent of the applicant nor do the parties to, beneficiaries of, have a contractual relation affecting the provision of marketing of U.S.-international services in the United States.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) By the attached certification, the Applicant certifies that he has not agreed to accept special concessions, directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

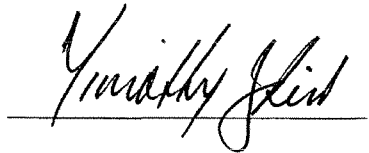
(o) By the attached certification, the Applicant certifies that no party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(p) This Application is eligible for streamlined processing pursuant to Section 63.12 because: (1) there are no affiliations with foreign carriers in any destination market; (2) there are no affiliations with dominant U.S. foreign carriers whose international switched or private line services will be resold; and (3) no authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines is requested in the Application.

III. CONCLUSION

The Applicant respectfully requests that the Commission grants special temporary authority (STA) to the receivers under the terms and conditions set forth above so that the Licensee may to continue to provide telecommunications services while the accompanying transfer of control applications are pending before the Commission.

Respectfully submitted,



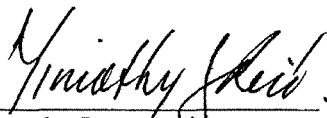
Timothy James Reid for Roderick John
Sutton and himself as Receivers over all of
the shares C2C Pte Ltd.
50 Raffles Place
#16-06 Singapore Land Tower
Singapore 048623
+65 6416 1400

Date: February 10, 2006

CERTIFICATION

I, Timothy James Reid, the receiver, Transferee, and Applicant, hereby certify that:

1. The Applicant is not affiliated with a foreign carrier.
2. The Applicant: (1) is not a foreign carrier in a destination country; (2) does not control a foreign carrier in a destination country; (3) is not owned by an entity who owns more than 25 percent of the applicant or controls the applicant, or will control a foreign carrier in a destination country; and (4) is not owned by no two or more foreign carriers who own more than twenty-five percent of the applicant nor do the parties to, beneficiaries of, have a contractual relation affecting the provision of marketing of U.S.-international services in the United States.
3. The Applicant has not agreed to accept special concessions, directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
4. The Applicant, nor party to the application, is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.



Timothy James Reid
50 Raffles Place
#16-06 Singapore Land Tower
Singapore 048623
+65 6416 1400