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September 12, 2013

Via Electronic Filing

Marlene H. Dortch, Secretary
Federal Communications Commission
International Bureau Applications
P.O. Box 979093
St. Louis, MO 63197-9700

Re: *In the Matter of the Joint Application of Andreas Hipp (“Transferee”), Roy Martin Bell (“Transferor”) and Epsilon Telecommunications (US) Pte Ltd. (“Licensee”), for Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Commission’s Rules to Complete a Transfer of Control*

Dear Ms. Dortch:

On behalf of Andreas Hipp, Roy Martin Bell and Epsilon Telecommunications (US) Pte Ltd. (“Epsilon”), enclosed for filing is an application for authority to transfer of control of Licensee to Andreas Hipp.

This filing and the applicable credit card payment in the amount of \$1,050.00 which satisfy the filing fees required for the applications under line 2.b of Section 1.1105 of the Commission’s rules, are being submitted electronically through the MyIBFS.

Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,



Jean Kiddoo
Danielle Burt

Counsel for Applicants

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**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

_____)
In the Matter of the Joint Application of)
)
Roy Martin Bell)
Transferor,)
Epsilon Telecommunications (US) Pte. Ltd.)
Licensee,)
)
and)
)
Andreas Hipp,)
Transferee,)
)
For Authority Pursuant to Section)
214 of the Communications Act of 1934,)
as Amended, for the Transfer of)
Control of an Authorized U.S. International)
Communications Common Carrier)
_____)

File No. ITC-T/C-2013 _____

APPLICATION

Epsilon Telecommunications (US) Pte. Ltd. (“Epsilon”), Roy Martin Bell and Andreas Hipp (collectively, the “Applicants”), through their undersigned counsel and pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Sections 63.24(e) of the Commission’s Rules, 47 C.F.R. § 63.24(e), hereby respectfully request Commission approval for the transfer of control of Epsilon, a non-dominant international service carrier holding Commission authorization, to Andreas Hipp (the “Transaction”).¹ This transfer was completed in May, 2012, and occurred when Mr. Hipp, the largest Epsilon shareholder, acquired more than 50% of Epsilon’s shares. Although the Transaction resulted in a change in the ownership of

¹ Applicants are concurrently filing a Request for Special Temporary Authority.

Epsilon, no assignment of authorizations, assets or customers occurred as a consequence of the Transaction.² Epsilon continues to serve to its existing customers pursuant to its authorizations under the same rates, terms and conditions. Accordingly, this Transaction has had no immediate effect on the rates, terms and conditions of service of the customers of Epsilon. The Applicants assure the Commission that they will, in the future, seek all necessary prior approvals in compliance with Commission rules.

In support of the Application, Applicants state as follows:

I. REQUEST FOR STREAMLINED PROCESSING

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. § 63.12(a)-(b). In particular, none of the exclusionary criteria set forth in Section 63.12(c) applies as described more fully in Section V below. Accordingly, this Application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's Rules.

II. DESCRIPTION OF APPLICANTS

Epsilon is a company formed in Singapore and located at 151 Lorong Chuan, #06-01A New Tech Park, Singapore 556741. Epsilon is authorized to provide telecommunications services in Singapore and holds international Section 214 authority to operate in the United States as a facilities-based and resale international carrier pursuant to File No. ITC-214-20110316-00077 granted on April 29, 2011.

Epsilon's individual owners at the time of its formation in 2011 were (i) Andreas Hipp (40%), an Austrian citizen, (ii) Roy Martin Bell (30%), a United Kingdom citizen, and (iii) Jerzy

² Epsilon obtained international Section 214 authority pursuant to File No. ITC-214-20110316-00077 granted on April 29, 2011.

Szlosarek (30%), a United Kingdom citizen. As of the date of this Application, Epsilon's individual owners are Mr. Hipp (70%) and Mr. Szlosarek (30%). Mr. Hipp and Mr. Szlosarek may be contacted at 151 Lorong Chuan, #06-01A New Tech Park, Singapore 556741.

III. DESCRIPTION OF THE TRANSACTION

In May 2012, Mr. Bell resigned from Epsilon and transferred all of his shares to Mr. Hipp, thereby increasing Mr. Hipp's 40% ownership to 70%. The Applicants did not file an Application for approval prior to completing the Transaction because the Transaction did not entail the assignment of any customers, services or licenses, and the Applicants were not aware that Commission approval was required for this type of transaction among the existing shareholders. The Applicants recently sought advice as to the regulatory approvals necessary for a proposed transfer of control to another entity³ and became aware for the first time that approval from the Commission had been necessary for the prior transfer of shares from Mr. Bell to Mr. Hipp. Upon being made aware of the prior omission, the Applicants promptly took steps to prepare and file this Application, together with the request for Special Temporary Authority that is being filed concurrently herewith. For the Commission's convenience, a diagram depicting the pre- and post-Transaction corporate structure of Epsilon is attached hereto as Exhibit A.

IV. PUBLIC INTEREST CONSIDERATIONS

Applicants submit that approval of the Transaction described herein serves the public interest. The Transaction, which occurred between the existing shareholders of an extremely closely held corporation when the shares of one shareholder were transferred to the largest shareholder, did not result in a change of carrier for any customer or assignment of any existing

Commission authorizations and did not cause an interruption of customer service or change in rates, terms or conditions. Epsilon customers continue to receive the same services that they previously received without any change to the rates, terms and conditions as a result of the Transaction. Accordingly, the Transaction was seamless to customers and did not result in any discontinuance, reduction, loss, or impairment of service to customers.

V. INFORMATION REQUIRED BY SECTION 63.24(e)

Pursuant to Section 63.24(e) of the Commission's Rules, the Applicants submit the following information requested in Section 63.18 (a)-(d) and (h)-(p) in support of this Application:

(a) Name, address and telephone number of each Applicant:

Transferor:

Roy Martin Bell
151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Tel: +65 3106 4020

FRN: 0022830053

Licensee:

Epsilon Telecommunications (US) Pte. Ltd.
151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Tel: +65 3106 4020

FRN: 0020519500

Transferee:

Andreas Hipp
151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Tel: +65 3106 4020

FRN: 0022830004

³ In addition to this Application and a request for Special Temporary Authority, Applicants are concurrently submitting an application requesting to transfer control of Epsilon from Mr. Hipp to Epsilon Global Communications Pte. Ltd.

(b) Jurisdiction of Applicants:

Transferor: Roy Martin Bell is an individual United Kingdom citizen.

Licensee: Epsilon is a Singapore corporation.

Transferee: Andreas Hipp is an individual Austrian citizen.

(c) Correspondence concerning this Application should be sent to:

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New Tech Park
Singapore 556741
Tel: +65 3106 4020
Fax: +65 6281 0470
Email: s.naidu@epsilontel.com
m.lee@epsilontel.com

(d) Section 214 Authorizations Held

Transferor: Roy Martin Bell does not hold any domestic or international Section 214 authority.

Licensee: Epsilon holds international Section 214 authority pursuant to File No. ITC-214-20110316-00077 granted on April 29, 2011. Epsilon does not hold any domestic Section 214 authority.

Transferee: Andreas Hipp does not hold any domestic or international Section 214 authority.

(h) Ownership of Epsilon

Pre-Transaction Ownership of Epsilon

Prior to the Transaction, the following entities held a ten percent (10%) or greater, direct or indirect, ownership interest in Epsilon Telecommunications (US) Pte. Ltd.:

Name: Andreas Hipp
Address: 151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Citizenship: Austrian

Percentage Owned: 40%
Principal Business: Individual

Name: Jerzy Szlosarek
Address: 151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Citizenship: United Kingdom
Percentage Owned: 30%
Principal Business: Individual

Name: Roy Martin Bell
Address: 151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Citizenship: United Kingdom
Percentage Owned: 30%
Principal Business: Individual

Post-Transaction Ownership of Epsilon

Following the Transaction, the following entities hold a ten percent (10%) or greater, direct or indirect, ownership interest in Epsilon Telecommunications (US) Pte. Ltd.:

Name: Andreas Hipp
Address: 151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Citizenship: Austrian
Percentage Owned: 70%
Principal Business: Individual

Name: Jerzy Szlosarek
Address: 151 Lorong Chuan, #06-01A
New Tech Park
Singapore 556741
Citizenship: United Kingdom
Percentage Owned: 30%
Principal Business: Individual

No other individual or entity owns or controls more than 10% directly or indirectly of Epsilon Telecommunications (US) Pte. Ltd.

At the time of the Transaction, Andreas Hipp, Jerzy Szlosarek and Roy Martin Bell had the following directorates with foreign carriers:

Andreas Hipp:

Epsilon Telecommunications Holdings Limited
Epsilon Telecommunications Limited
Epsilon Global Hubs Limited
Epsilon Telecommunications (HK) Limited
Epsilon Telecommunications (SP) Pte. Ltd.

Jerzy Szlosarek:

Epsilon Telecommunications Limited
Epsilon Global Hubs Limited
Epsilon Telecommunications (SP) Pte. Ltd.

Roy Martin Bell:

Epsilon Telecommunications Limited
Epsilon Global Hubs Limited
Epsilon Telecommunications (SP) Pte. Ltd.


- (i) Mr. Hipp certifies he is not a foreign carrier and that Epsilon is a foreign carrier in Singapore within the meaning of Section 63.09(d) of the Commission's Rules, 47 C.F.R. §63.09(d). Mr. Hipp further certifies that Epsilon it is not affiliated with a foreign carrier within the meaning of Section 63.09(e) of the Commission's Rules, 47 C.F.R. §63.09(e).
- (j) Mr. Hipp certifies that Epsilon seeks to provide international telecommunications services to all global points, including Singapore where Epsilon is a foreign carrier. The only exception is Epsilon is not seeking authority to provide service to any point on the Commission's Exclusion List (which currently only includes facilities-based service to Cuba).
- (k) Singapore is a Member of the World Trade Organization and Epsilon lacks market power in the relevant services market of Singapore.
- (l) See response to item (m), below.
- (m) Epsilon presumptively qualifies for non-dominant treatment to Singapore pursuant to Section 63.10(a)(3) of the Commission's Rules, 47 C.F.R. § 63.10(a)(3). Epsilon does not have more than a 50% market share in the relevant service market, and is therefore presumptively considered to be a non-dominant service provider.

- (n) Mr. Hipp certifies that neither he nor Epsilon has agreed to accept special concessions directly or indirectly from any foreign carrier where the foreign carrier possesses market power on the foreign end of the route and Epsilon will not enter into such agreements in the future.
- (o) Mr. Hipp certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862), that neither he nor Epsilon is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) This application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12. Although Epsilon is a carrier in Singapore, it qualifies for a presumption of non-dominance under Section 63.10(a)(3) because it lacks a 50% market share in the relevant service market on the foreign end of the route.

VII. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application.

Respectfully submitted,



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Counsel for Epsilon Telecommunications (US)
Pte. Ltd.

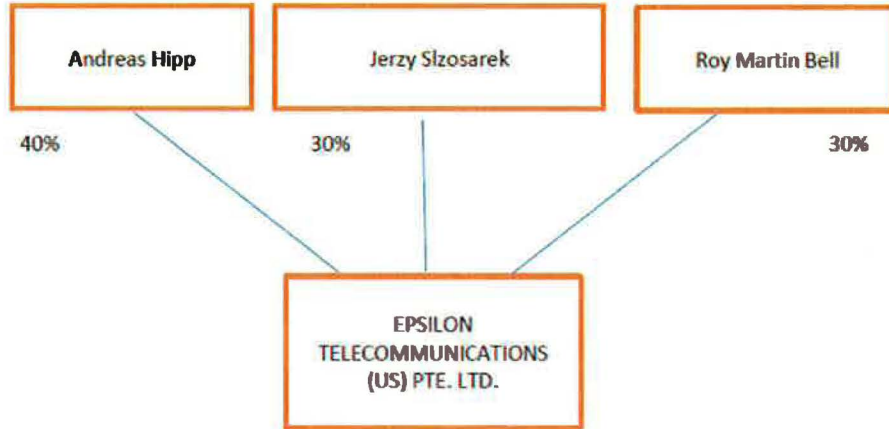
Dated: September 12, 2013

Exhibit A

Illustrative Pre- and Post-Transaction Corporate Charts

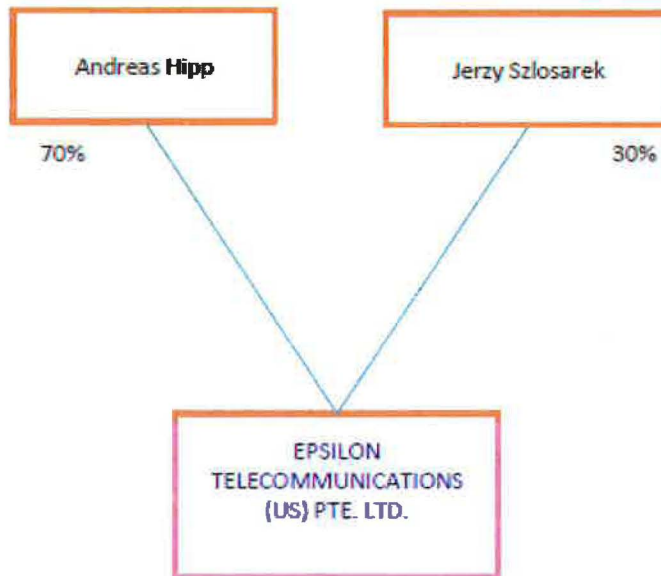
Epsilon Telecommunications (US) Pte. Ltd.

Pre-transaction Corporate chart.



Epsilon Telecommunications (US) Pte. Ltd.

Post-transaction Corporate chart.



Verification

I, Roy Martin Bell, state 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 3 day of SEPTEMBER, 2013.



Roy Martin Bell

Verification

I, Jerzy Szlosarek, state that I am Director of Epsilon Telecommunications (US) Pte. Ltd.; 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 3 day of September, 2013.



Name: Jerzy Szlosarek
Title: Director
Epsilon Telecommunications (US) Pte. Ltd.

Verification

I, Andreas Hipp, state 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 3 day of September, 2013.



Andreas Hipp