



Federal Communications Commission
Washington, D.C. 20554

International Bureau

E-mail: James.Ball@fcc.gov

George.Li@fcc.gov

(202) 418-1462

(202) 418-2824 (fax)

August 27, 2014

Ref: EB 2014-23

Douglas May (202) 647-5835
Shawn B. Cooley (202) 282-8489
Edward T. Hand (202) 514-2464
Robert Gorman (301) 225-6116

Christopher Hemmerlein (202) 482-1885
Jonathan McHale (202) 395-5656
Richard Sofield (202) 233-0702
Sean Desmond (202) 456-6068

Re: Experero Holding / CETP III
WC DK 14-134
ITC-STA-20140812-00246

Comments Due: September 5, 2014

Dear Sir or Madam:

Experero Holding ("Transferor") and CETP III Experero S.à.r.l ("CETP III" or "Transferee," collectively, with Experero Holding, the "Applicants"), request Special Temporary Authority ("STA") for the transfer of control of the domestic and international Section 214 authorizations of Experero USA, Inc. ("Experero USA"), a non-dominant service provider, from Experero Holding to CETP III. CETP III is incorporated under the laws of **Luxembourg**. Applicants request the grant of this STA request as soon as possible to permit continued operations by Experero USA.

The Applicants request sixty (60) days temporary authority while the underlying Section 214 Applications are pending. The Applicants acknowledge that the grant of this STA will not prejudice any action the Commission may take on the underlying Applications, and that once granted, the STA may be revoked on the Commission's own notice, without a hearing. The Applicants further acknowledge that grant of the STA will neither preclude nor dictate the scope of any enforcement action related to the underlying transaction.

A copy of the STA request is attached for your review. Please comment on this request by **September 5, 2014**. The request for comments on the underlying applications should be referred to you next week.

For further information, please contact David Krech, Policy Division, International Bureau, at (202) 418-7443, or Jodie May, Competition Policy Division, Wireline Competition Bureau at (202) 418-0913. The counsel for applicants is Michael P. Donahue: email mpd@commlawgroup.com, phone 703-714-1319.

Sincerely,

George Li,
Deputy Chief, Policy Division

George Li

From: Veronica Garcia-Lilloa
Sent: Wednesday, August 27, 2014 4:11 PM
To: 'edward.hand@usdoj.gov'; 'chemmerlein@ntia.doc.gov'; 'maydc@state.gov'; 'Christopher.Siefken@ic.fbi.gov'; 'Marilyn.Shaifer@usdoj.gov'; 'Tyronne.Brown@usdoj.gov'; 'Brian.williams@associates.dhs.gov'; 'Shawn.Coolley@HQ.DHS.Gov'; 'TTelecom@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.daman@dhs.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'Jonathan_McHale@ustr.eop.gov'; 'Richard.Sofield2@usdoj.gov'; 'glenn.kaminsky@hq.dhs.gov'; 'dale.barr@hq.dhs.gov'; 'sdesmond@ostp.eop.gov'; 'IP-FCC@dhs.gov'; 'kristin.taylor@usdoj.gov'; 'john.delmore@ic.fbi.gov'; 'twg@leo.gov'; 'mark.mcconnell@usdoj.gov'; 'robert.s.gorman.civ@mail.mil'; 'caroline.brown@usdoj.gov'; 'Hagar, Richard'
Cc: George Li; David Krech; Susan OConnell; Howard Griboff; James Ball; Jodie May; Kathleen Collins; Troy Tanner; Adrienne Downs; Veronica Garcia-Lilloa
Subject: RE: Cover Letter Reference EB 2014-23 (comments due by September 5, 2014)
Attachments: Experoo.pdf; Experoo Joint Application.pdf; ExperooRequest_for_STA[1].pdf

Good Afternoon,

Attached is the STA request, mentioned in the Cover Letter Reference EB 2014-23, for your review.

Thank you.

Veronica Garcia-Lilloa
Attorney Advisor
Federal Communications Commission
International Bureau, Policy Division
Veronica.Garcia-Lilloa@fcc.gov
(202) 418-0481

From: Veronica Garcia-Lilloa
Sent: Wednesday, August 27, 2014 3:56 PM
To: 'edward.hand@usdoj.gov'; 'chemmerlein@ntia.doc.gov'; 'maydc@state.gov'; 'Christopher.Siefken@ic.fbi.gov'; 'Marilyn.Shaifer@usdoj.gov'; 'Tyronne.Brown@usdoj.gov'; 'Brian.williams@associates.dhs.gov'; 'Shawn.Coolley@HQ.DHS.Gov'; 'TTelecom@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.daman@dhs.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'Jonathan_McHale@ustr.eop.gov'; 'Richard.Sofield2@usdoj.gov'; 'glenn.kaminsky@hq.dhs.gov'; 'dale.barr@hq.dhs.gov'; 'sdesmond@ostp.eop.gov'; 'IP-FCC@dhs.gov'; 'kristin.taylor@usdoj.gov'; 'john.delmore@ic.fbi.gov'; 'twg@leo.gov'; 'mark.mcconnell@usdoj.gov'; 'robert.s.gorman.civ@mail.mil'; 'caroline.brown@usdoj.gov'; 'Hagar, Richard'
Cc: George Li; David Krech; Susan OConnell; Howard Griboff; James Ball; Jodie May; Kathleen Collins; Troy Tanner; Adrienne Downs; Veronica Garcia-Lilloa
Subject: Cover Letter Reference EB 2014-23 (comments due by September 5, 2014)

Good Afternoon,

Attached to this email is Cover Letter Reference EB 2014-23 (comments due by **September 5, 2014**).

Thank you,

Veronica Garcia-Lilloa
Attorney Advisor

Expereo USA, Inc.

Re: *Re-X-20140812-0U240*



VIA HAND DELIVERY AND IBFS

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

August 12, 2014

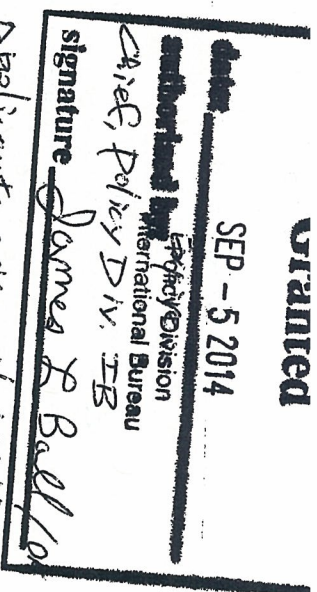
RE: Expereo Holding B.V. and CETP III Expereo S.à.r.l. Request for Special Temporary Authority

Dear Ms. Dortch:

Expereo Holding B.V. ("Expereo Holding" or "Transferor") and CETP III Expereo S.à.r.l ("CETP III") or "Transferee") (registered with the Registre de commerce et des sociétés with number B.184620) (collectively the "Applicants"), through undersigned counsel and pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Section 63.24 of the Commission's Rules, 47 C.F.R. § 63.24, respectfully request Special Temporary Authority ("STA") for the transfer of control of the domestic and international Section 214 authorization of Expereo USA, Inc. ("Expereo USA"), a non-dominant international service provider. Applicants respectfully request that the Commission grant this STA request as soon as possible to permit continued operations by Expereo USA.

CETP III, through its subsidiary, Expereo Acquisition Holdings B.V. ("Expereo Acquisition"), entered into an agreement (the "Agreement") to acquire all of the stock of Expereo Holding and thereby acquire indirect control of Expereo USA (the "Proposed Transaction"). The Proposed Transaction will be brought about by the transfer of all of the shares of Expereo Holding to Expereo Acquisition. Following closing, CETP III will hold a majority, 66.9%, of the equity and voting rights in Expereo Acquisition, with the remaining 33.1% being held by current owners of Expereo Holding through Brumbear B.V., a limited liability company organized under the laws of The Netherlands.

Because of the integrated financing and other arrangements the parties entered into in anticipation of this transaction and for other business reasons, it is critical that the parties close on or about September 2, 2014. Unfortunately, the Applicants did not seek Commission approval of the transaction in sufficient time to complete a streamlined review prior to September 2, 2014. The oversight was inadvertent and unintentional. At the time the Applicants negotiated the transaction, Applicants, lacking advice from U.S. communications counsel, were not aware of the obligation to request Commission approval of the transfer of control of Expereo USA. In addition, given the relative size of Expereo USA's operations in relation to the transaction as a whole, the parties' focus was on business and regulatory concerns outside the U.S. As soon as this issue came to the Applicants' attention, Applicants took steps to remedy the noncompliance to the extent possible by filing an application for approval of the transfer of control and seeking this authority. The Applicants



MODE = MEMORY TRANSMISSION

START=SEP-05 13:17

END=SEP-05 13:19

FILE NO.=982

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-INTERNATIONAL BUREAU -

***** -INTL BUREAU - ***** 202 418 2824- *****

FAX

Date: Sept. 5, 2014

TO: Name: Michael Donahue

Office: Marshall Ian & Donahue

Phone number: 703-714-1319

Fax Number: 703-714-1330

FROM: David Krech

Policy Division

International Bureau

Federal Communications Commission

Phone: 202-418-7443

Fax Number: 202-418-2824

MESSAGE:

STA A, Ex Perea

ITC- STA-20140812-00246

Expires March 4, 2015

This is the first of 2 pages.