



March 4, 2021

**VIA IBFS**

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

**Re: Request for a 180-Day Extension of Special Temporary Authority**  
File No. ITC-STA-20200710-00116

Dear Ms. Dortch:

Denis V. Raue, AppDirect, Inc. (“AppDirect”), and AppSmart TGN, Inc. (f/k/a Telegation, Inc. (“Telegation”), and together with Mr. Raue and AppDirect, the “Applicants”) hereby respectfully request an extension of the Special Temporary Authority (“STA”) for Telegation to continue providing international telecommunications service notwithstanding the prior transfer of control of Telegation to AppDirect, pending the Commission’s review of the above-referenced application for transfer of control (“Application”).<sup>1</sup> Applicants respectfully request that the extension be dated effective as of February 16, 2021, which was the set date of expiration for the STA.

As explained in the Applicants’ initial STA request, Applicants filed the above-referenced application to correct a prior failure to obtain Commission consent before completing the acquisition of Telegation by AppDirect. On December 16, 2020, the Department of Justice filed a notice in the above-referenced proceeding requesting the Commission defer action on the Application pending the review by the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (“Committee”).<sup>2</sup> On December 18, 2020, the International Bureau published a public notice of the Application and referred the Application to the Executive Branch agencies for their views given the foreign ownership of

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<sup>1</sup> See Consolidated Application of Denis V. Raue, Transferor; AppDirect, Inc. Transferee; and AppSmart TGN, Inc. (f/k/a Telegation, Inc.), Authority Holder; for Consent to Transfer Control of Domestic and International Section 214 Authority Holder Application for Special Temporary Authority, WC Docket No. 20-229, IBFS File No. ITC-T/C-20200710-00115 (filed July 10, 2020).

<sup>2</sup> See Letter from Lee Licata, Attorney-Advisor, National Security Division, Department of Justice, to Marlene H. Dortch, Secretary, FCC, IBFS File No. ITC-T/C-2020071000115 (filed Dec. 16, 2020).

AppDirect.<sup>3</sup> On February 22, 2021, the Committee filed a letter with the Commission indicating that the Applicants have completed the responses to the Committee's initial questions, and notified the Commission that the Committee intends to complete its initial review within 120 day of the date the letter.<sup>4</sup>

Granting the requested extension of the STA would serve the public interest by ensuring continued service to Telegation customers without substantial changes to the rates, terms, or conditions, while the Application is pending review by the Committee and the Commission.

Applicants acknowledge that a grant of this request for extension of the Special Temporary Authority will not prejudice any action that the Commission may take in connection with the associated application for transfer of control, that any Special Temporary Authority granted may be revoked by the Commission on its own motion without a hearing, and that the granting of Special Temporary Authority and the associated application will not preclude enforcement action.

Applicants therefore respectfully request that the Commission extend the STA for Telegation to continue providing domestic interstate telecommunications service for an additional 180 days, or for such longer period of time as the Commission deems appropriate, and that such extension be deemed effective as of February 15, 2021.

Respectfully submitted,

/s/ Henry Shi  
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*Counsel for AppDirect Inc. and AppSmart  
TGN, Inc. (f/k/a Telegation, Inc.)*

cc: David Krech  
Adrienne McNeil

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<sup>3</sup> See Public Notice, Non Streamlined International Applications/Petitions Accepted for Filing, Report No. TEL-02063NS, (rel. Dec. 18, 2020).

<sup>4</sup> See Letter from Lee Licata, Attorney-Advisor, National Security Division, Department of Justice, to Marlene H. Dortch, Secretary, FCC, IBFS File No. ITC-T/C-2020071000115 (filed Feb. 22, 2020).

**ATTACHMENT TO REQUEST FOR EXTENSION OF SPECIAL TEMPORARY AUTHORITY:**

As a result of the Transaction, Authority Holder has the following 10-percent-or-greater interest holders:<sup>5</sup>

**AppSmart Agent Services, Inc. (“AppSmart Agent Services”)**

*Address:* 650 California Street, Floor 25, San Francisco, CA 94108

*Place of Organization:* Delaware

*General Business Type:* referral services

*Relationship:* 100-percent voting and economic interest in Authority Holder.

*Phone Number(s):* 415-852-3919

**AppSmart, Inc. (“AppSmart”)**

*Address:* 650 California Street, Floor 25, San Francisco, CA 94108

*Place of Organization:* Delaware

*General Business Type:* cloud-based technology marketplace

*Relationship:* 100-percent voting and economic interest in AppSmart Agent Services.

*Phone Number:* 415-852-3919

**AppDirect, Inc. (“AppDirect”)**

*Address:* 650 California Street, Floor 25, San Francisco, CA 94108

*Place of Organization:* Delaware

*General Business Type:* business-to-business cloud marketplace and cloud management services

*Relationship:* 100-percent voting and economic interest in AppSmart.

*Phone Number:* 415-852-3919

**Nicolas Desmarais**

*Business Address:* 650 California Street, 25th Floor, San Francisco, CA 94108

*Relationship:* 11.7-percent economic (equity) interest and 41-percent voting interest in AppDirect. Founder and co-CEO of AppDirect

*Phone Number:* 415-623-4946

**Paul Desmarais Jr.**

*Business Address:* 650 California Street, 25th Floor, San Francisco, CA 94108

*Relationship:* 15.9-percent economic (equity) interest and 4.9-percent voting interest in AppDirect through his majority ownership in each of Belvoir Investments Corp. (8.5% equity and 3.2% vote in AppDirect), Desfam Holdings Inc. (4.9% equity and 1.8% vote in AppDirect), and Belvoir Canada Inc. (2.5% equity and 0.9% vote in AppDirect).

*Phone Number:* 514-286-7440

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<sup>5</sup> See *id.* § 63.04(a)(4). AppDirect is managed by its board of directors, which currently consists of 6 directors out of a maximum of 8 directors. No single shareholder of AppDirect currently has sufficient votes to elect a majority of the board.

**Daniel Saks**

*Business Address:* 650 California Street, 25th Floor, San Francisco, CA 94108  
*Relationship:* 8.2-percent economic (equity) interest and 29.4-percent voting interest in AppDirect  
*Phone Number:* 415-271-1671

**Ajay Gopal Royan**

*Business Address:* 600 Congress Avenue, Suite 3100, Austin, TX 78701  
*Relationship:* Control of Mithril LP as managing member of Mithril GP LLC, and control of Mithril II LP as manager of Mithril II GP LP  
*Phone Number:* 512-717-3770

**PEG Digital Growth Fund II L.P.**

*Address:* JP Morgan Asset Management, Private Equity Group, 320 Park Avenue, 15th Floor, NY1-U016, New York, NY 10022  
*Place of Organization:* Delaware  
*General Business Type:* Investment company  
*Relationship:* 12.4-percent economic (equity) interest and 4.6-percent voting interest in AppDirect.  
*Phone Number:* 800-343-1113

**Digital Growth II GP LLC**

*Address:* c/o JP Morgan Asset Management, Private Equity Group, 320 Park Avenue, 15th Floor, NY1-U016, New York, NY 10022  
*Place of Organization:* Delaware  
*General Business Type:* General partner of PEG Digital Growth Fund II L.P.  
*Relationship:* Control of PEG Digital Growth Fund II L.P. as its General Partner, Manager, Trustee, or Director  
*Phone Number:* 800-343-1113

**PEG Digital Growth Offshore Special II L.P.**

*Address:* c/o JP Morgan Asset Management, Private Equity Group, 320 Park Avenue, 15th Floor, NY1-U016, New York, NY 10022  
*Place of Organization:* Cayman Islands  
*General Business Type:* Investment company  
*Relationship:* Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund II L.P.  
*Phone Number:* 800-343-1113

**JPMorgan Investment Management Inc.**

*Address:* JP Morgan Asset Management, Private Equity Group, 320 Park Avenue, 15th Floor, NY1-U016, New York, NY 10022  
*Place of Organization:* Delaware  
*General Business Type:* Investment management  
*Relationship:* Investment advisor to PEG Digital Growth Fund II L.P.

*Phone Number: 800-343-1113*

**JPMorgan Asset Management Holdings Inc.**

*Address: JP Morgan Asset Management, Private Equity Group, 320 Park Avenue, 15<sup>th</sup> Floor, NY1-U016, New York, NY 10022*

*Place of Organization: Delaware*

*General Business Type: Holding company*

*Relationship: 75% or greater ownership interest in JPMorgan Investment Management Inc.*

*Phone Number: 800-343-1113*

**JPMorgan Chase Holdings, LLC**

*Address: 277 Park Avenue, New York, NY 10172*

*Place of Organization: Delaware*

*General Business Type: Holding company*

*Relationship: 100% ownership interest in JPMorgan Asset Management Holdings Inc.*

*Phone Number: 800-343-1113*

**JPMorgan Chase & Co.**

*Address: 383 Madison Avenue, New York, NY 10179*

*Place of Organization: Delaware*

*General Business Type: Holding company*

*Relationship: 100% ownership interest in JPMorgan Chase Holdings, LLC*

*Phone Number: 800-343-1113*

**Trident Fund Services Inc.**

*Address: Attn: Brian Visel, 1100 Abernathy Road NE, 500 Northpark Building, Suite 300, Atlanta, GA 30328*

*Place of Organization: Georgia*

*General Business Type: Professional Services Company*

*Relationship: Managing Member of Digital Growth II GP LLC, which is General Partner of PEG Digital Growth Fund II L.P, which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.*

*Phone Number: 404-364-2019*

**Trident Trust Company (Cayman) Limited**

*Address: Attn: Randal Daije, One Capital Place, PO Box 847, Grand Cayman KY1-1103, Cayman Islands*

*Place of Organization: Cayman*

*General Business Type: Professional Services Company*

*Relationship: Sole shareholder of Digital Growth II GP Ltd., which is General Partner of PEG Digital Growth Offshore Special II L.P, which is a Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.*

*Phone Number: +1 345-949-0880*

**TT (USA) Holdings, Inc.**

*Address:* Attn: Brian Visel, 1100 Abernathy Road NE, 500 Northpark Buildings, Suite 300, Atlanta, GA 30328

*Place of Organization:* Georgia

*General Business Type:* Holding Company

*Relationship:* Holds 85.7% ownership in Trident Fund Services, Inc., which is Managing Member of Digital Growth II GP LLC, which is General Partner of PEG Digital Growth Fund II L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* 404-364-2019

**Viga Holdings (Luxembourg) S.A.**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* Nevis

*General Business Type:* Holding Company

*Relationship:* Holding 100% ownership in TT (USA) Holdings, Inc., which holds 85.7% ownership in Trident Fund Services, Inc., which is Managing Member of Digital Growth II GP LLC, which is General Partner of PEG Digital Growth Fund II L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**Suttero AG**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* Bahamas

*General Business Type:* Holding Company

*Relationship:* Holds 100% ownership in Viga Holdings (Luxembourg) S.A., which is holding company for TT (USA) Holdings, Inc., which holds 85.7% ownership in Trident Fund Services, Inc., which is Managing Member of Digital Growth II GP LLC, which is General Partner of PEG Digital Growth Fund II L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**Binder Investments Limited**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* British Virgin Island

*General Business Type:* Holding Company

*Relationship:* Holds 85.7% ownership in Trident Trust Company (Cayman) Limited, which is sole shareholder of Digital Growth II GP Ltd., which is General Partner of PEG Digital Growth Offshore Special II L.P., which is a Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**Pulse Holdings Inc.**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* Nevis

*General Business Type:* Holding Company

*Relationship:* Holds 100% ownership in Binder Investments Limited, which holds 85.7% ownership in Trident Trust Company (Cayman) Limited, which is sole shareholder of Digital Growth II GP Ltd., which is General Partner of PEG Digital Growth Offshore Special II L.P., which is a Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**TT Group Holdings Limited**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* British Virgin Islands

*General Business Type:* Holding Company

*Relationship:* Holds 100% ownership in Pulse Holdings Inc., which holds 100% ownership in Binder Investments Limited, which holds 85.7% ownership in Trident Trust Company (Cayman) Limited, which is sole shareholder of Digital Growth II GP Ltd., which is General Partner of PEG Digital Growth Offshore Special II L.P., which is a Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**The Trident Enterprise Ownership Trust**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* Isle of Man

*General Business Type:* Trust

*Relationship:* Holds 100% ownership in TT Group Holdings Limited, which holds 100% ownership in Pulse Holdings Inc., which holds 100% ownership in Binder Investments Limited, which holds 85.7% ownership in Trident Trust Company (Cayman) Limited, which is sole shareholder of Digital Growth II GP Ltd., which is General Partner of PEG Digital Growth Offshore Special II L.P., which is a Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**Teot Limited**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* Isle of Man

*General Business Type:* Holding Company

*Relationship:* Trustee for the Trident Enterprise Ownership Trust, which holds 100% ownership in TT Group Holdings Limited, which holds 100% ownership in Pulse Holdings Inc., which holds 100% ownership in Binder Investments Limited, which holds 85.7% ownership in Trident Trust Company (Cayman) Limited, which is sole shareholder of Digital Growth II GP Ltd., which is General Partner of PEG Digital Growth Offshore Special II L.P., which is a Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**Trident Nominees (I.OM.) Limited**

*Address:* Attn: David Bester, PO Box 175, 12-14 Finch Road, Douglas, Isle of Man, IM99 1TT

*Place of Organization:* Isle of Man

*General Business Type:* Holding Company

*Relationship:* Holds 100% ownership in Teot Limited, which is Trustee for the Trident Enterprise Ownership Trust, which holds 100% ownership in TT Group Holdings Limited, which holds 100% ownership in Pulse Holdings Inc., which holds 100% ownership in Binder Investments Limited, which holds 85.7% ownership in Trident Trust Company (Cayman) Limited, which is sole shareholder of Digital Growth II GP Ltd., which is General Partner of PEG Digital Growth Offshore Special II L.P., which is a Limited Partner with 46% equity interest and 0% voting interest in PEG Digital Growth Fund L.P., which holds 13% economic (equity) interest and 5 percent voting interest in AppDirect.

*Phone Number:* +44 1624-646747

**Mithril LP**

*Address:* 600 Congress Avenue, Suite 3100, Austin, TX 78701

*Place of Organization:* Delaware

*General Business Type:* Investment company

*Relationship:* 10% economic (equity) interest and 3.7 percent voting interest in AppDirect.

*Phone Number:* 512-717-3770

**Mithril II LP**

*Address:* 600 Congress Avenue, Suite 3100, Austin, TX 78701

*Place of Organization:* Delaware

*General Business Type:* Investment company

*Relationship:* 7.4% economic (equity) interest and 2.7 percent voting interest in AppDirect.

*Phone Number:* 512-717-3770

**Mithril GP LLC**

*Address:* 600 Congress Avenue, Suite 3100, Austin, TX 78701



*Place of Organization:* Delaware  
*General Business Type:* General partner of Mithril LP  
*Relationship:* Control of Mithril LP as its general partner  
*Phone Number:* No publicly available information identified

**Mithril II GP LP**

*Address:* 600 Congress Avenue, Suite 3100, Austin, TX 78701  
*Place of Organization:* Delaware  
*General Business Type:* General partner of Mithril II LP  
*Relationship:* Control of Mithril II LP as its general partner  
*Phone Number:* No publicly available information identified

**Mithril II UGP LLC**

*Address:* 600 Congress Avenue, Suite 3100, Austin, TX 78701  
*Place of Organization:* Delaware  
*General Business Type:* General partner of Mithril II GP LP  
*Relationship:* Control of Mithril II GP LP as its general partner  
*Phone Number:* No publicly available information identified

**Talleus Ltd.**

*Address:* No publicly available information identified  
*Place of Organization:* No publicly available information identified  
*General Business Type:* Member of Mithril GP LLC  
*Relationship:* No publicly available information identified  
*Phone Number:* No publicly available information identified

**Talleus II Ltd.**

*Address:* No publicly available information identified  
*Place of Organization:* No publicly available information identified  
*General Business Type:* Limited partner of Mithril II GP LP  
*Relationship:* No publicly available information identified  
*Phone Number:* No publicly available information identified