

PCCW Limited

Re: ITC-T/C-20081124-00512

* Applicant acknowledges the conditions of STA as stated in the P.2 of Request.

ATTACHMENT 1

Application for Special Temporary Authority to Transfer Control of BtN Access Limited and Its Indirect Wholly-Owned Subsidiaries PCCW Global, Inc. and PCCW Global Limited to Pacific Century Regional Developments Limited

Pursuant to Section 63.25 of the Commission's rules,¹ PCCW Limited ("PCCW") requests special temporary authority ("STA") to transfer control of PCCW's wholly-owned indirect subsidiaries BtN Access Limited ("BtN"), PCCW Global, Inc. ("PGI"), and PCCW Global Limited ("PGL") (collectively, the "PCCW Subsidiaries"), and the international Section 214 authorizations ("Section 214 Authorizations") under which they operate, from PCCW to Pacific Century Regional Developments Limited ("PCRD").

The Commission has before it an application filed on November 24, 2008 that seeks Commission consent for PCRD, an existing shareholder of PCCW, to acquire control of the PCCW Subsidiaries and the Section 214 Authorizations pursuant to the privatization of PCCW (the "Application").² The shareholders of PCCW are scheduled to vote on the proposed privatization on December 30, 2008. If the privatization is approved, PCCW intends to effectuate the privatization shortly thereafter. In addition, the U.S. Department of Justice ("DOJ") has informed PCCW that it and other Executive Branch Agencies are conducting a review of the proposed transaction.³ Accordingly, PCCW requests that the Commission grant an STA as soon as possible, and no later than December 30, 2008, for a period of sixty (60) days. Grant of this STA request would allow PCCW to effectuate the privatization while the Commission and the Executive Branch Agencies continue to consider the Application and PCCW responds to and resolves any issues raised by the Executive Branch Agencies.

Answer to Question 10 (Justification of Need for STA)

As discussed in the Application, PCCW is listed on The Stock Exchange of Hong Kong Limited and is traded in the form of American Depositary Receipts on the Pink OTC Markets in the United States. PCRD currently holds an approximate 22.68 percent direct ownership interest in PCCW. China Netcom Corporation (BVI) Limited ("Netcom BVI") currently holds an approximate 19.84 percent direct ownership interest in PCCW. On November 3, 2008, Starvest Limited ("Starvest"), a wholly-owned direct subsidiary of PCRD, and Netcom BVI, requested that the PCCW board of directors propose to the other shareholders the complete privatization of PCCW. Under the privatization proposal, PCRD and other shareholders acting in concert with

¹ 47 C.F.R. § 63.25.

² See Application to Transfer Control of BtN Access Limited and Its Wholly-Owned Subsidiaries PCCW Global, Inc. and PCCW Global Limited to Pacific Century Regional Developments Limited, File No. File No. ITC-T/C-20081124-00512 (filed Nov. 24, 2008, supplemented December 9, 2008 and December 17, 2008) ("Application").

³ PCCW notes that it is already party to an existing national security agreement with the Executive Branch Agencies and that it informed the Executive Branch Agencies regarding the elements of the transaction prior to the filing of the Application.

Granted FEB 3 0 2008
Policy Division International Bureau
date: <u>Expire: Feb. 28, 2009</u>
authorized by: <u>Chief, Policy Div. IB</u>
signature: <u>JAMES L. BOBROW</u>

MODE = MEMORY TRANSMISSION

START=DEC-30 16:04

END=DEC-30 16:04

FILE NO.=912

STN NO.	COMM. RBBR NO.	ONE-TOUCH/ RBBR NO.	STATION NAME/TEL NO.	PAGES	DURATION
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PD

INTERNATIONAL BUREAU

Policy Division

FAX SHEET

Fax Number: (202) 418-2824

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DATE: 12/30/08

FROM: George Livi

TELEPHONE NUMBER: (202) 418-1462

TO: Joan Neal

Jennifer Kostyo

FAX NUMBER: 202-889-0763

212-468-7908

TELEPHONE NUMBER: 202-889-1500

212-336-4252

SPECIAL INSTRUCTIONS: ITC-SCA-20081223-00545

PCAW, ITC-TC-20081124-00512



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)
April 30, 2009
Ref: EB 2009-13

Hillary Morgan	(703) 607-6092	Steven W. Lett	(202) 647-5835
Stephen Heifetz	(202) 282-8973	Alex Daman	(202) 282-9940
Josephine Arnold	(202) 482-5461	Edward T. Hand	(202) 514-2464
Jonathan McHale	(202) 395-5656	Sally S. Wentworth	(202) 456-6085
Richard Sofield	(202) 514-0945	Douglas A. Klein	(202) 324-0853

Re: Section 214 applications and ASG of Earth Stations

Dear Sir or Madam:

Please review the following applications and advise us whether you have any national security, law enforcement, foreign policy or trade concerns by **Noon May 20, 2009**, because we are prepared to take action on these applications. **Electronic filed (e-file) applications are able to be viewed by accessing www.fcc.gov/ibfs and searching by the file number.**

ITC-214-20090421-00170 (e-file)

Dasaro USA, LLC's application for authority to provide facilities-based and resale services between the United States and permissible international points. Applicant is 100% owned by a citizen of **Argentina**.

ITC-214-20090429-00183 (e-file)

Newcom, Inc.'s application for authority to provide facilities-based and resale services between the United States and permissible international points. Two citizens of **Colombia**, each of whom owns 70% and 30% of the applicant, respectively.

SES-ASG-20090403-00406 (e-file) (Five PDF's attached)

SkyWave Mobile Communications, Corp. ("SkyWave"), a Delaware corporation, seeks approval for the assignment of blanket earth station call signs E030120 and E990316 from licensee Amtech Systems LLC ("Amtech") to SkyWave. SkyWave is currently ultimately controlled by SkyWave Mobile Communications, Inc. (SMCI), a company formed under the laws of **Canada**. Three **Canadian** companies and a **Luxembourg** company, each of whom owns greater than 10% of SMCI. For further information please contact Karl Kensinger at 418-0773, or Jeanette Spriggs at 418-0727.

If we do not hear from you by **Noon May 20, 2009**, we will assume that you do not have any concerns with these applications.

Withdrawal

On April 23, 2009, the applicants withdrew the following six applications because the proposal to privatize PCCW has lapsed.

ITC-STA-20090420-00168 PCCW Ltd.
ITC-STA-20090421-00171 Reach Ltd.
ITC-STA-20090421-00172 Reach Global Networks Ltd. (RGNL)
TTC-T/C-20081124-00512 PCCW Ltd.
ITC-T/C-20081215-00534 Reach Ltd.
SCL-T/C-20081215-00023 Reach Global Networks Ltd. (RGNL)

Sincerely,


George Li, Deputy Chief, Policy Division

Page 1 of 1

George Li

From: Janeese Parker
Sent: Thursday, April 30, 2009 11:24 AM
To: 'douglas.klein@ic.fbi.gov'; 'edward.hand@usdoj.gov'; 'hillary.Morgan@disa.mil'; 'jarnold@nta.doc.gov'; 'vbarish@askcalea.net'; 'maydc@state.gov'; 'lettsw@state.gov'; 'Stephen.heifetz@dhs.gov'; 'Christopher.Stiefken@ic.fbi.gov'; 'swentworth@ostp.eop.gov'; 'Erica.Bomsey@dhs.gov'; 'Christina.saari@associates.hq.dhs.gov'; 'margaret.Dudek@dhs.gov'; 'CarrollD@state.gov'; 'Brian.williams@associates.dhs.gov'; 'greg.pinto@dhs.gov'; 'Telecom@usdoj.gov'; 'Thomas.Doyle@associates.dhs.gov'; 'mary.wheaton2@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.darman@dhs.gov'; 'Douglas.Daniels@dhs.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'jimchale@ustr.gov'; 'Richard.Sofield2@usdoj.gov'; 'Navin.Jaffer@dhs.gov'; 'glenn.kaminsky@hq.dhs.gov'; 'richard.gault@ic.fbi.gov'; 'Katrina.Carlie@hq.dhs.gov'; 'Jenny.R.Randall@hq.dhs.gov'; 'Brittney.Corrow@associates.hq.dhs.gov'
Cc: George Li; David Krech; JoAnn Sutton; Susan OConnell; Howard Griboff; Karl Kensinger; Jeanette Spriggs; James Ball
Subject: Cover Letter Reference EB 2009-13 (Comments due: Noon May 20, 2009).
Attachments: Executive Branch 2009-13.doc; Exhibit 3.pdf; ATT 1.pdf; Exhibit 1.pdf; Exhibit 2.pdf; 20090430111642.pdf

Cover Letter Reference EB 2009-13 (Comments due: Noon May 20, 2009).

Janeese Parker

Federal Communications Commission

International Bureau/Policy Division

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E-mail: Janeese.Parker@fcc.gov



Federal Communications Commission
Washington, D.C. 20554

International Bureau

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November 26, 2008
Ref: 2008-50

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Josephine Arnold	(202) 482-5461	Edward T. Hand	(202) 514-2464
Jonathan McHale	(202) 395-5656	Sally S. Wentworth	(202) 456-6085
Richard Sofield	(202) 514-0945	Douglas A. Klein	(202) 324-0853

Re: Section 214 applications

Dear Sir or Madam:

Please review the following applications and advise us whether you have any national security, law enforcement, foreign policy or trade concerns by Noon on December 17, 2008, because we are prepared to take action on these applications. **Electronic filed (e-file) applications are able to be viewed by accessing www.fcc.gov/ibis and searching by the file number.**

ITC-214-20081120-00511 (e-file)

UPM Marketing, Inc.'s application for authority to provide facilities-based and resale services between the United States and permissible international points. Applicant is 50% owned by a citizen of Germany.

ITC-1/C-20081124-00512 (e-file)

Application seeking Commission consent to transfer control of PCCW Limited's ("PCCW") wholly-owned indirect subsidiaries BtN Access Limited ("BtN"), PCCW Global, Inc. ("PGI"), and PCCW Global Limited ("PGL"), and the international section 214 authorizations under which they operate, from PCCW to Pacific Century Regional Developments Limited ("PCRD"). PCRD, a Singapore corporation, will hold directly approximately 22.68% and indirectly approximately 38.83% (via Starvest Ltd) of the ownership interests of PCCW Limited. Pacific Century Group (Cayman Islands) Limited will hold directly approximately 37.50 percent and indirectly approximately 37.76 percent (via Anglang Investments Limited) of the ownership interests of Pacific Century Regional Developments Limited. Pacific Century Group (Cayman Islands) Limited is 100% indirectly owned by OS Holdings Limited, a Bermuda corporation. China Netcom Corporation (BYD) Limited will hold directly 33.29 percent of the ownership interests of PCCW Limited. **The people's Republic of China** indirectly owns 100% of China Netcom Corporation (BYD) Limited.

If we do not hear from you by Noon on December 17, 2008, we will assume that you do not have any concerns with the above listed applications.

For Your Information

SCL-LIC-20080516-00010--Minor Amendment
Unity Cable System (Unity), U.S.-Japan (See Ref. 2008-22, May 30, 2008)

On November 24, 2008, the parties to the Unity Cable System ("Unity"), filed a minor amendment to their Application for a License to Construct, Land, and Operate an Undersea Fiber Optic Cable Connecting the United States and Japan. The amendment is attached for your information.

Sincerely,



George Li, Deputy Chief, Policy Division

Page 1 of 1

Janeese Parker

From: Janeese Parker
Sent: Wednesday, November 26, 2008 12:18 PM
To: 'Douglas.Klein@ic.fbi.gov'; 'edward.hand@usdoj.gov'; 'hillary.Morgan@disa.mil'; 'jarnold@ntia.doc.gov'; 'vbarrish@askaalea.net'; 'maydc@state.gov'; 'letts@state.gov'; 'Stephen.heifetz@dhs.gov'; 'Christopher.Stiefken@ic.fbi.gov'; 'swentworth@ostp.eop.gov'; 'Erica.Bomsey@dhs.gov'; '~~Shannon.Culbertson~~@associates.dhs.gov'; 'margaret.Dudek@dhs.gov'; 'CarrollD@state.gov'; 'Brian.williams@associates.dhs.gov'; 'greg.pinto@dhs.gov'; 'TTelecom@usdoj.gov'; 'Thomas.Doyle@associates.dhs.gov'; 'mary.wheaton2@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.daman@dhs.gov'; 'Douglas.Daniels@dhs.gov'; 'Joanne.Origman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'jmhale@ustr.gov'; 'Richard.Sofield2@usdoj.gov'; 'Navin.Jaffer@dhs.gov'
Cc: James Ball; Francis Gutierrez; Howard Griboff; George Li; Susan OConnell; David Krech; JoAnn Sutton; Jodi Cooper; Sumita Mukhoty
Subject: Cover Letter Reference 2008-50 (Comments due: Noon, December 17, 2008).
Attachments: Executive Branch 2008-50.doc; Unity - Minor Amendment and Supplement (2).pdf

Attached is Cover Letter Reference 2008-50 (**Comments due: Noon, December 17, 2008**).

Janeese Parker

Federal Communications Commission

International Bureau/Policy Division

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International Bureau

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(202) 418-1462
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December 10, 2008
Ref: 2008-52

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Stephen Heifetz	(202) 282-8973	Alex Damann	(202) 282-9940
Josephine Arnold	(202) 482-5461	Edward T. Hand	(202) 514-2464
Jonathan McHale	(202) 395-5656	Sally S. Wentworth	(202) 456-6085
Richard Sofield	(202) 514-0945	Douglas A. Klein	(202) 324-0853

Re: **SCL-STA-20081209-00020 CB-1 Cable System**
MFS CableCo US, Inc. (Verizon) and Cedar Cable Ltd.

Dear Sir or Madam:

MFS CableCo US, Inc. (Verizon) and Cedar Cable Ltd. (Cedar) request Special Temporary Authority (“STA”) to begin testing and operating the CB-1 Cable System, at their own risk, prior to the Commission’s grant of the Parties’ pending application for a license to operate the CB-1 Cable System (SCL-LIC-20080603-00011) linking the United States and Bermuda. Per Siobhan Dupuy’s e-mail of June 25, 2008 at 1:29pm, the underlying application was removed from streamlined processing and still pending under your review. A copy of this STA request is attached in PDF. Please comment on this request no later than **December 18, 2008**. For further information please contact David Krech at (202) 418-7443.

For Information (Supplements)

ISP-PDR-20060522-00007 (Thrane & Thrane Airtime Ltd.)
SES-LFS-20060522-00852 (Thrane & Thrane Airtime Ltd.)
ITC-214-20060413-00241 (Thrane & Thrane Airtime Ltd.)
ITC-AMD-20060526-00294 (Thrane & Thrane Airtime Ltd.)

On December 9, 2008, Thrane & Thrane Airtime Ltd. filed the supplemental exhibits with respect to Form 312, Section 214 and ISP filings. The applicant states that the corporate reorganization of November 6, 2008, does not change the ultimate control of Thrane & Thrane Airtime Ltd., or its management and day-to-day operations. (Exhibits are attached in PDF)

ITC-T/C-20081124-00512

On December 9, 2008 PCCW Limited (“PCCW”) supplemented the above-referenced pending Application, which seeks Commission consent to transfer control of PCCW’s wholly-owned, indirect subsidiaries BtN Access Limited (“BtN”), PCCW Global, Inc. (“PGI”), and PCCW Global Limited (“PGL”), and the international Section 214 authorizations under which they operate from PCCW to Pacific Century Regional Developments Limited (“PCRD”). The supplement is attached in PDF. The underlying application was sent for your review on November 26, 2008 under Ref. 2008-50.

Withdrawal

ITC-214-20060907-00421 IP Transaction Services, LLC

On December 8, 2008, the applicant filed supplemental information showing Mr. Eduardo Borrero as a US citizen (U.S. passport p-047305635) and no foreign ownership of applicant. Therefore, we withdraw our request for your review of this application and we will act on this application soon. (Supplemental information attached in PDF)

Sincerely,



George Li, Deputy Chief, Policy Division

Page 1 of 1

Janeese Parker

From: Janeese Parker
Sent: Wednesday, December 10, 2008 4:13 PM
To: 'Douglas.Klein@ic.fbi.gov'; 'edward.hand@usdoj.gov'; 'hillary.Morgan@disa.mil'; 'jarmold@ntia.doc.gov'; 'vbarish@askcalca.net'; 'maydc@state.gov'; 'lettsw@state.gov'; 'Stephen.heifetz@dhs.gov'; 'Christopher.Siefken@ic.fbi.gov'; 'swentworth@ostp.eop.gov'; 'Erica.Bomsey@dhs.gov'; 'margaret.Dudek@dhs.gov'; 'CarrollD@state.gov'; 'Brian.williams@associates.dhs.gov'; 'greg.pinto@dhs.gov'; 'TTelecom@usdoj.gov'; 'Thomas.Doyle@associates.dhs.gov'; 'mary.wheaton2@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.daman@dhs.gov'; 'Douglas.Daniels@dhs.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'jmhale@ustr.gov'; 'Richard.Sofield2@usdoj.gov'; 'Navin.Jaffer@dhs.gov'
Cc: James Ball; Francis Gutierrez; Howard Griboff; George Li; Susan OConnell; David Krech; JoAnn Sutton; Jodi Cooper; Sumita Mukhoty; Imani Ellis
Subject: Cover Letter Reference 2008-52 (Comments due: No later than, December 18, 2008)
Attachments: 01 PCCW 214 SUPPLEMENT.pdf; Thrane Thrane Airtime 12-9-08 Form 312 Supplemental Exhibit I Submission (3).pdf; Thrane Thrane Airtime 12-9-08 ISP Supplemental Exhibit I Submission (3).pdf; Thrane Thrane Airtime 12-9-08 Section 214 Supplemental Attachment 2 Submission.pdf; Cedar Verizon STA.pdf; IP Transaction Services (Proof of U S Citizenship) (2).pdf; IP Transaction Services LLC - ITC-214-20060907-00421 - Revised Non-Dominant Application Attachment.pdf; Executive Branch 2008-52.doc

Attached is Cover Letter Reference 2008-52 (**Comments due: No later than, December 18, 2008**).

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