

December 17, 2008

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Via Electronic Filing

David Krech
Associate Division Chief, Policy Division
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Second Supplement to 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. ITC-T/C-20081124-00512

Dear Mr. Krech:

PCCW Limited ("PCCW") supplements 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").

In response to Question 14 of the Application, in addition to the foreign carrier affiliates listed in the Application, BtN, PGI and PGL also are affiliated with Hong Kong Telecommunications (HKT) Limited, which is licensed to provide telecommunications services in Hong Kong.

In addition, PCCW requests that China United Network Communications Limited ("China Unicom") replace China Unicom (Hong Kong) Limited ("Unicom HK"), now identified in the response to Question 14 as a PCCW affiliate in China upon consummation of the proposed transaction.¹ Unicom HK is a wholly-owned subsidiary of China Unicom and was misidentified in the Application as a prospective foreign carrier affiliate of PCCW in China.

¹ See Letter from Jennifer Kostyu, counsel to PCCW, to Marlene Dortch, FCC Secretary, File No. ITC-T/C-20081124-00512, December 9, 2008 (identifying Unicom HK as a foreign carrier affiliate upon consummation of the proposed transaction).

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Finally, PCCW requests that the Commission condition the grant of the Application on compliance with the terms of the Agreement dated as of November 29, 2001, by and between PCCW, Reach Ltd. and Telstra Corporation Limited, on the one hand, and the Federal Bureau of Investigation and the U.S. Department of Justice, on the other.

If you have any questions regarding this supplement, please contact the undersigned.

Very truly yours,

/s/ Jennifer L. Kostyu

Jennifer L. Kostyu

cc: George Li
JoAnn Sutton
Sumita Mukhoty
Janeese Parker