

Zone USA, Inc. d/b/a Zone Telecom, Inc.
September 30, 2010
Notification of Pro Forma Transfer of Control
Attachment 1

Answer to Question 10:

In response to 47 C.F.R. § 63.18(c), please direct all correspondence, for all parties, concerning the instant notification of Zone USA, Inc. d/b/a Zone Telecom, Inc. (“Zone”) to the company’s telecommunications legal counsel named below:

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 Cheng-yi Liu
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 Washington, D.C. 20037
 Phone: 202-263-3640

Zone previously received authority under Section 214 of the Act to provide international switched services on a facilities-based (Section 63.18(e)(1)) and resale basis (Section 63.18(e)(2)). No other parties to this notification have previously received authority under Section 214 of the Act.

Answer to Question 11:

The following persons or entities hold, directly or indirectly, at least ten (10) percent of the equity in Zone as determined by successive multiplications in the manner specified in the note to Section 63.18(h) of the Commission’s rules:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
ZONE Global Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of Zone USA, Inc.	British Virgin Islands	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in ZONE Global Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
Cyberman Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of ZONE Global Limited	British Virgin Islands	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in Cyberman Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
e-Kong Pillars Holdings Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of Cyberman Limited	British Virgin Islands	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in e-Kong Pillars Holdings Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
e-Kong Group Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of e-Kong Pillars Holdings Limited	Bermuda	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in e-Kong Group Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
Goldstone Trading Limited c/o Unit C, 26/F CNT Tower 338 Hennessy Road Wanchai, Hong Kong	19.1% direct ownership of e-Kong Group Limited	British Virgin Islands	Investment Holding
Great Wall Holdings Limited c/o Room 402 Hung Kei Mansion 5-8 Queen Victoria Street Central, Hong Kong	13% direct ownership of e-Kong Group Limited	Niue	Investment Holding
Future (Holdings) Limited c/o Unit C, 26/F. CNT Tower 338 Hennessy Road Wanchai, Hong Kong	14.3% direct ownership of e-Kong Group Limited	St. Lucia	Investment Holding

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in Future (Holdings) Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
Ganado Investments Corporation Limited c/o 46 Micoud Street Castries, St. Lucia	100% direct ownership of Future (Holdings) Limited	St. Lucia	Investment Holding

In addition, the following individuals currently hold a ten percent (10%) or greater attributable ownership interest in Zone through an attributable ownership interest (direct and/or indirect) in e-Kong Group Limited:

Name/Address	% of Shares	Country of Citizenship	Principal Occupation/ Business
Richard John Siemens 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	22.8% ¹	Canada	Company Director
William Bruce Hicks House No. 2 Henderson Road Jardine's Lookout Hong Kong	13.8% ²	Canada	Company Director
Jennifer Wes Saran Blk 47, 18/F, Baguio Villa 550 Victoria Road Pokfulam Hong Kong	14.4% ³	St. Kitts & Nevis	Shareholder

No other entities or individuals hold a ten percent (10%) or greater attributable ownership interest in e-Kong Group Limited or Zone. Additionally, a current ownership chart for Zone has been provided in Diagram 2 on page 7.

¹ 22.8% ownership interest attributed as follows: 19.1% indirect ownership interest through controlling interest in Goldstone Trading Limited; 3.7% indirect ownership interest through controlling interest in Siemens Enterprises Limited, a Hong Kong investment holding company with an address of Unit C, 26/F., CNT Tower, 338 Hennessy Road, Wanchai, Hong Kong. Siemens Enterprises Limited holds a 3.7% direct ownership interest in e-Kong Group Limited.

² 13.8% ownership interest attributed as follows: 13% indirect ownership interest through controlling interest in Great Wall Holdings Limited; 0.8% indirect ownership interest through shares held personally in e-Kong Group Limited.

³ 14.4% ownership interest attributed as follows: 14.3% indirect ownership interest through controlling interest in Ganado Investments Corporation Limited; *de minimis* (i.e., less than .1%) indirect ownership interest through shares held personally in e-Kong Group Limited.

Answer to Question 13:

The instant notification is being filed as the result of an involuntary transfer of ownership which occurred on March 25, 2010 due to the passing of a previous shareholder, Mr. Kuldeep Saran. Mr. Kuldeep Saran held a 14.4% attributable ownership interest in e-Kong Group Limited and, consequently, a 14.4% attributable ownership interest in Zone.⁴ Mr. Saran passed away on June 16, 2007, and his ownership interests were transferred from his estate to his widow, Mrs. Jennifer Wes Saran, following completion of the necessary probate process, on March 25, 2010. Mr. Saran's controlling interest in Future (Holdings) Limited was transferred to Ganado Investments Corporation Limited, an investment holding company controlled by Mrs. Saran. Mr. Saran's personal interests in e-Kong Group Limited were transferred directly to Mrs. Saran, resulting in Mrs. Saran holding a total attributable interest of 14.4% in Zone. The transfer in ownership is illustrated in Diagrams 1 and 2, on pages 5 and 6, below.

Zone believes that the involuntary transfer of ownership described above does not constitute a transfer of control or pro forma transfer of control under the Commission's rules. At all times, ultimate control of Zone remained with e-Kong Group Limited (a publicly traded company) and the change described above merely represents the retiring of a shareholder where the interest transferred is not a controlling one. However, to the extent that the involuntary transfer of ownership may be viewed as constituting a change in control, it would be considered presumptively pro forma under Note 2 of Section 63.24(d) of the Commission's rules.⁵ Section 63.24(f) of the Commission's rules requires 214 authorized companies to notify the Commission within 30 days of any pro forma transfer of control.⁶ Zone does not believe that a transfer of control or pro forma transfer of control has occurred, but provides the instant notification, out of an abundance of caution, to ensure that the Commission's records accurately reflect the company's current ownership.

⁴ Kuldeep Saran's 14.4% ownership interest attributed as follows: 14.3% indirect ownership interest through controlling interest in Future (Holdings) Limited; de minimis (i.e., less than .1%) indirect ownership interest through shares held personally in e-Kong Group Limited.

⁵ 47 C.F.R. § 63.24(d). Note 2 states, in part, that "Assignment or transfer by which certain stockholders retire and the interest transferred is not a controlling one" is considered presumptively pro forma, and prior approval of the transaction need not be sought.

⁶ Additionally, 47 C.F.R. § 63.24(g) requires 214 authorized companies to make appropriate filings no later than 30 days after an event causing an involuntary assignment or transfer of control (*e.g.*, death or legal disability).

**DIAGRAM 1 - Zone USA, Inc. Ownership
Prior to the March 25, 2010 Involuntary Transfer**

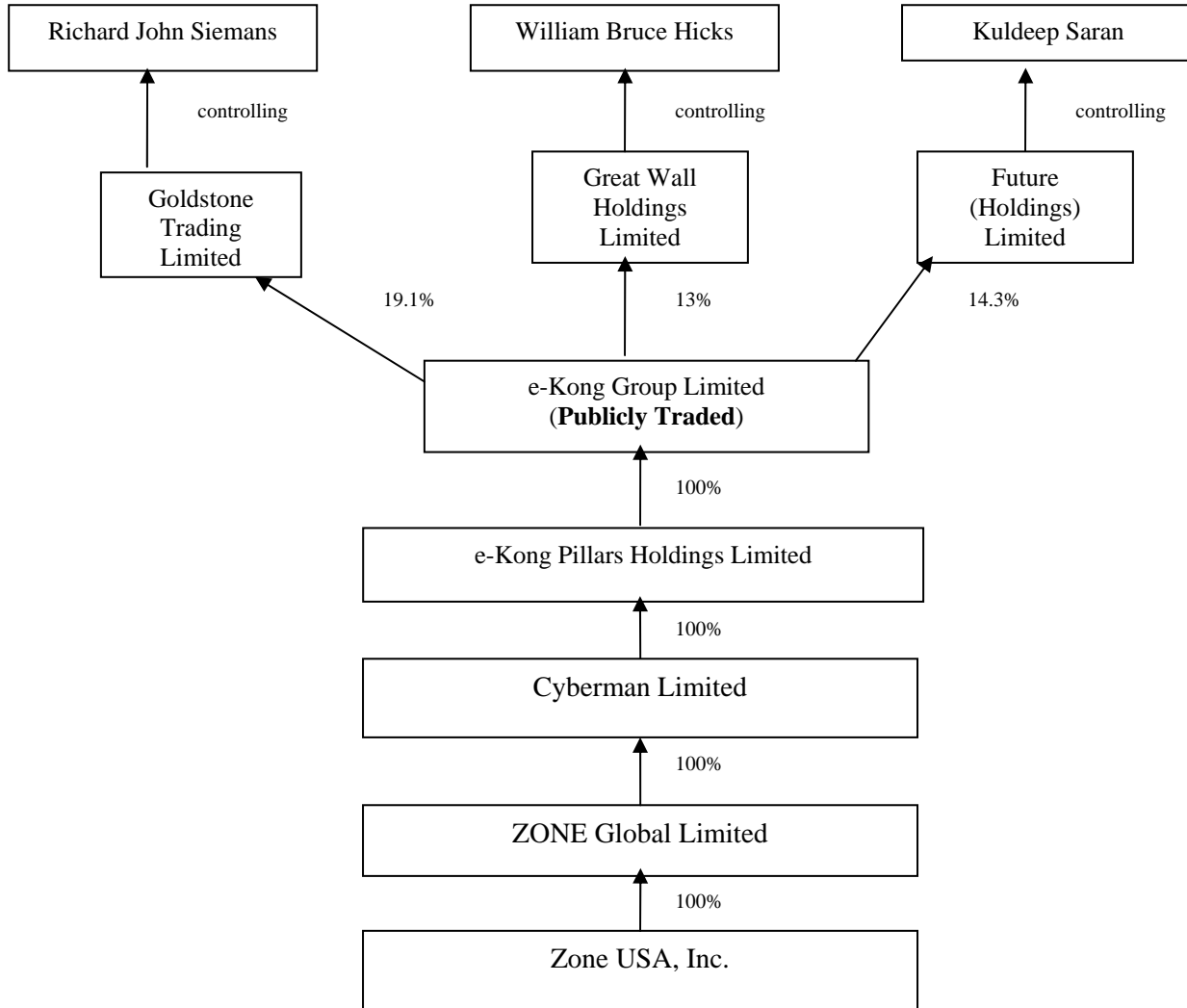


DIAGRAM 2 - Zone USA, Inc. Current Ownership

