



Ms. Lisa Monaco  
Assistant Attorney General  
US Department of Justice  
August 22, 2012  
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Ms. Lisa Monaco  
Assistant Attorney General  
National Security Division  
US Department of Justice  
950 Pennsylvania Avenue, NW  
Washington, DC 20530  
ttelecom@usdoj.gov

**Re: Pending applications by Truphone Limited and Software Cellular Network (North America) Ltd. (d/b/a Truphone) for transfer of control of authorization under Section 214 of the Communications Act of 1934, as amended, and to exceed the 25% benchmark for foreign investment under Section 310(b)(4) of the Communications Act of 1934, FCC ITC-T/C-20111107-00349 and ISP-PDR-20111020-00011**

Dear Ms. Monaco:

This letter outlines the commitments made by Truphone Limited and Truphone, Inc. f/k/a Software Cellular Network (North America) Ltd<sup>1</sup>, (TL/TI) to the US Department of Justice (DOJ) in order to address national security, law enforcement, and public safety concerns raised with regard to the TL/TI applications to the Federal Communications Commission (FCC) requesting authority to transfer control of TL/TI's Section 214 international authority and three domestic PCS licenses (currently assigned to iSmart Mobile, LLC) to Vollin Holdings Limited (Vollin), and to exceed the 25% benchmark for foreign investment under Section 310(b)(4) of the Communications Act of 1934, as amended. TI and iSmart Mobile, LLC are wholly-owned subsidiaries of Truphone Limited.

Vollin, a British Virgin Islands corporation, and a wholly-owned subsidiary of Whiteclif Enterprises Limited, also a BVI company, has acquired a 75.39% equity and voting interest in Truphone Limited. TL/TI are authorized by the FCC to provide international global or limited global facilities-based services, and global or limited global resale services (47 C.F.R. §§ 63.18(e)(1) and (2)) to all international points under Section 214 of the Communications Act.

TL/TI agrees that they will comply with all applicable lawful interception statutes, regulations, and requirements, including the Communications Assistance for Law Enforcement Act (CALEA) and its implementing regulations, and with all court orders and other legal process for lawfully authorized electronic surveillance. TL/TI will provide DOJ with a report setting forth the status of their implementation of a CALEA solution or solutions for those services for which CALEA is applicable, including the remaining steps necessary to complete implementation, beginning thirty (30) days after the grant of its authority and every sixty (60) days thereafter until a solution is implemented.

TL/TI also agree to designate a US citizen point of contact (PoC) in the US to receive service of process for US records and to support US law enforcement agencies' surveillance needs. If TL/TI desire to appoint a non-US citizen POC, they agree to obtain the approval of DOJ for the designated POC. Such requests shall be submitted by e-mail or to the address listed above, and TL/TI shall cooperate with any request by DOJ that a background check, either conducted by the federal government or otherwise, be completed for the designated POC.

<sup>1</sup> Please note that on July 23, 2012, Software Cellular Network (North America) Ltd. ("SCN") filed with the Delaware Secretary of State a certificate of amendment to its certificate of incorporation which changed SCN's name to Truphone, Inc. ("TI").



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TL/TI agree that in the event the commitments set forth in this letter are breached, in addition to any other remedy available at law or equity, DOJ may request that the FCC modify, condition, revoke, cancel, or render null and void any relevant license, permit, or other authorization granted by the FCC to TL/TI or any successors-in-interest. Nothing herein shall be construed to be a waiver by TL/TI of, or limitation on, their right to oppose or comment on any such request.

Nothing in this letter is intended to excuse TL/TI from their obligations to comply with any and all applicable legal requirements and obligations, including any and all applicable statutes, regulations, requirements, or orders.

TL/TI understand that, upon execution of this letter by an authorized representative or attorney for TL/TI, DOJ shall notify the FCC that it has no objection to the FCC's grant of their applications.

Respectfully submitted,

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Gregory Mappedoram  
General Counsel  
Truphone Limited