

**Response to Questions 10, 11 and 13: Notification of *Pro Forma* Transfer of Control
of International Section 214 Authorization Holder PTI Pacifica Inc.**

Pacific Telecom Inc. (“PTI”) is the 100% direct parent of The Micronesian Telecommunications Corporation, which in turn is the 100% parent of international Section 214 authorization holder PTI Pacifica Inc.¹ Pursuant to Sections 1.948(c)(1) and (d) of the Commission’s Rules, PTI hereby notifies the FCC of a *pro forma* transfer of control that took place on May 15, 2012.

The majority (67%) owner of PTI is Prospector Investments Ltd., a Cayman Islands corporation (“Prospector Cayman”) that is owned 56% by Ricardo C. Delgado, a citizen of the Philippines, and 44% by Jose Ricardo Delgado, also a citizen of the Philippines. The *pro forma* transaction inserted by a stock transfer a new U.S. holding corporation, Prospector Pacific Investments Inc. (domiciled in the Commonwealth of the Northern Mariana Islands (“CNMI”), a U.S. territory), in the chain of ownership between Prospector Cayman and PTI. As the new entity in the ownership chain is wholly-owned by Prospector Cayman, the insertion of the new entity results in a transfer of control that is *pro forma* only.

With the completion of the *pro forma* transaction, PTI is owned 67% by CNMI corporation Prospector Pacific Investments Inc., 28% by Sumitomo Corporation (a Japanese corporation), and 5% by Sumitomo Corporation of America (a U.S. corporation that is owned 100% by Sumitomo Corporation).² See attached diagrams of the current and proposed ownership structure.

Responses to Questions 10 and 11, including information responsive to Sections 63.18(a) through (d) and (h) and Section 63.24(f)(2)(ii):

¹ The Micronesian Telecommunications Corporation and PTI Pacifica Inc. each does business as “IT&E.”

² Please note that PTI has received foreign ownership approvals from the FCC under Section 310(b)(4) for common carrier wireless licenses several times. PTI initially received foreign ownership approval in 2003. See *Bell Atlantic New Zealand Holdings, Inc., Transferor and Pacific Telecom Inc., Transferee, Applications for Consent to Transfer Control of a Submarine Cable Landing License, International and Domestic Section 214 Authorizations, a Cellular Radiotelephone License, Common Carrier and Non-Common Carrier Satellite Earth Station Licenses, and a Petition for Declaratory Ruling Pursuant to Section 310(b)(4) of the Communications Act*, 18 FCC Rcd 23140 (2003). Most recently PTI received foreign ownership approvals in 2009 (see *IT&E Overseas, Inc. Transferee, and PTI Pacifica Transferee, Memorandum Opinion and Order and Declaratory Ruling*, 24 FCC Rcd 5466 (2009)) and in 2010 (IBFS File No. ISP-PDR-20100720-00015; see *International Authorizations Granted*, DA 10-2281, December 2, 2010). The *pro forma* transfer that is the subject of this notification is consistent with these prior authorizations.

63.18(a)

See response to Section 63.18(h) below.

63.18(b)

See response to 63.18(h) below.

63.18(c)

Contact person for applicant:

Steven Carrara
General Counsel
PTI/IT&E
122 W. Harmon Industrial Park Road
Suite 103
Tamuning, Guam 96913-4113
671-922-4454 (Guam)
670-682-0744 (CNMI)
Email: Steven.Carrara@itehq.net

With a copy to:

Kenneth D. Patrich
Timothy J. Cooney
Wilkinson Barker Knauer, LLP
2300 N Street
Suite 700
Washington, DC 20037-1128
202-783-4141
Email: kpatrich@wbklaw.com
tcooney@wbklaw.com

63.18(d)

Via transactions and initial application, PTI Pacifica Inc. has previously received international Section 214 certificates under File Nos. ITC-ASG-20080404-00164 (assignment of ITC-214-19970326-00172, which is listed on the electronic form), ITC-214-19940829-00262, ITC-T/C-20030418-00204, ITC-214-19970502-00247, ITC-ASG-19971211-00776 and ITC-ASG-19971211-00778 to act as a facilities-based carrier pursuant to Section 63.18(e)(1) of the FCC's rules and a global resale carrier pursuant to Section 63.18(e)(2) of the FCC's rules. The four latter file numbers were listed on an August 25, 2006 letter notifying the Commission that International Section 214 authorization holder GTE Pacifica Inc. had changed its name to PTI Pacifica Inc. (effective July 28, 2006).

Section 63.18(h): Answer to Question 11:

Owners of Ten Percent or Greater Equity in International Section 214 Holder PTI Pacifica Inc.

Direct Ownership:

Name: The Micronesian Telecommunications Corporation (“MTC”)
Address: P.O. Box 500306, Tekken Street, Saipan, MP 96950
Citizenship: CNMI (U.S.)
Principal Business: Incumbent local exchange carrier
Percentage Held: 100% in International Section 214 Holder PTI Pacifica Inc.

Indirect Ownership:

Name: Pacific Telecom Inc. (“PTI”)
Address: P.O. Box 500306, Tekken Street, Saipan, MP 96950
Citizenship: CNMI (U.S.)
Principal Business: Holding Company
Percentage Held: 100% in MTC

Name: Prospector Pacific Investments Inc. (“Prospector Pacific”)
Address: P.O. Box 500306, Tekken Street, Saipan, MP 96950
Citizenship: CNMI (U.S.)
Principal Business: Investments/Holding Company
Percentage Held: 67% in PTI

Name: Prospector Investments Ltd. (“Prospector Cayman”)
Address: P.O. Box 500306, Tekken Street, Saipan, MP 96950
Citizenship: Cayman Islands
Principal Business: Investments/Holding Company
Percentage Held: 100% in Prospector Pacific

Name: Ricardo C. Delgado
Address: 6758 Ayala Ave.
4/F SGV II Building
Makati City
Philippines
Citizenship: Philippines
Principal Business: Investments
Percentage Held: 56% in Prospector Cayman

Name: Jose Ricardo Delgado
Address: 6758 Ayala Ave.

4/F SGV II Building
Makati City
Philippines
Citizenship: Philippines
Principal Business: President, PTI
Percentage Held: 44% in Prospector Cayman

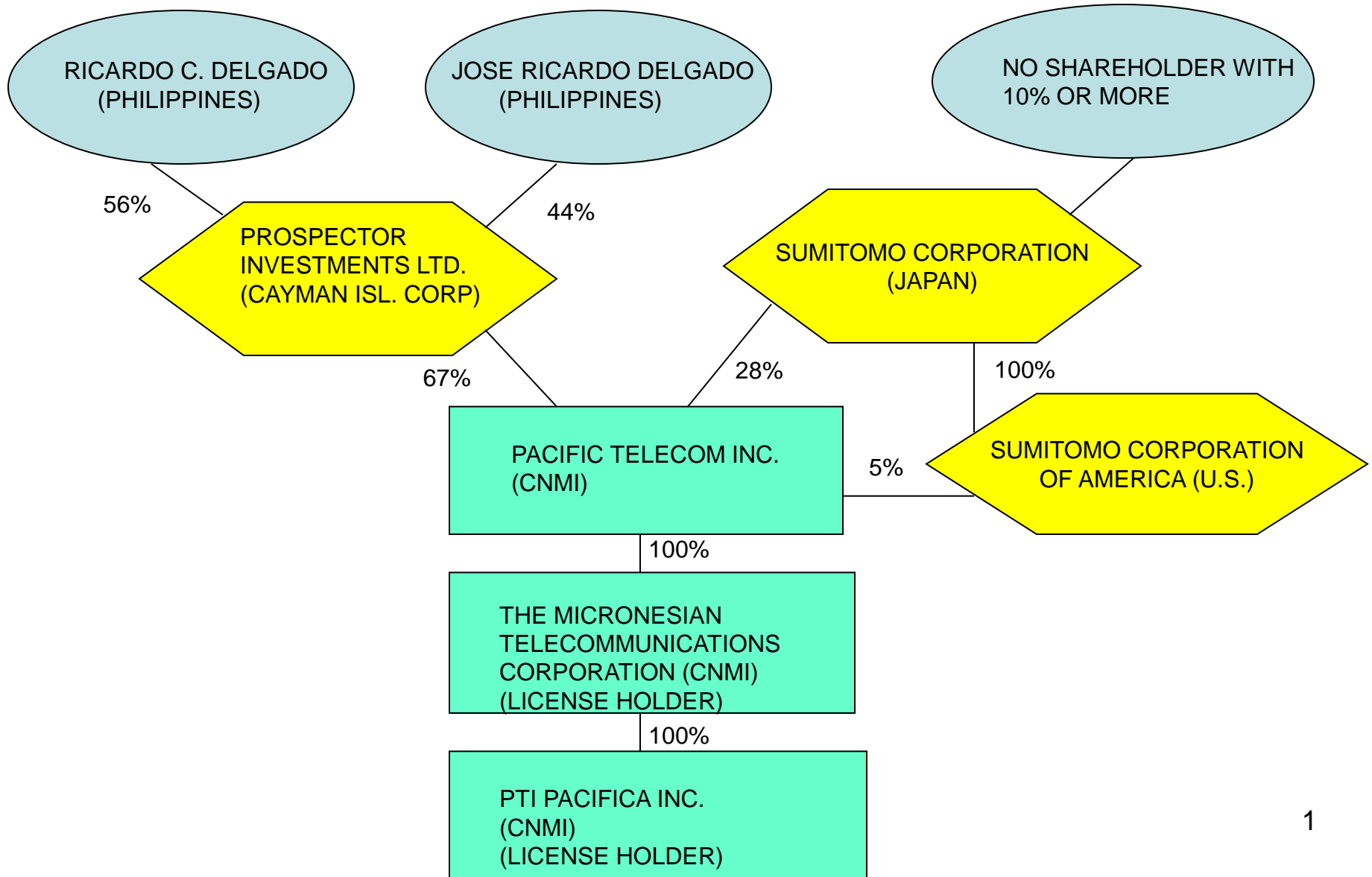
Name: Sumitomo Corporation
Address: 1-8-11 Harumi
Chuo-ku
Tokyo
Japan

Citizenship: Japan
Principal Business: Diversified company operating in a variety of business fields, including transportation and constructions systems, infrastructure, real estate, metal products, mineral resources, energy, chemical, telecommunications and electronics.
Percentage Held: 28% in PTI³
Ten percent owners: None

There are no interlocking directorates between international Section 214 authorization holder PTI Pacifica Inc. and a foreign carrier.

³ As noted previously, Sumitomo Corporation's wholly-owned subsidiary, Sumitomo Corporation of America, holds the remaining 5% interest in PTI.

Pacific Telecom Inc. Current Ownership Structure



Pacific Telecom Inc. Post-Transaction Ownership Structure

