

Attachment 1

**APPLICATION FOR TRANSFER OF CONTROL
OF INTERNATIONAL AND DOMESTIC SECTION 214 AUTHORIZATIONS**

Pursuant to Section 214 of the Communications Act of 1934, as amended, (“the Act”), 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission’s rules, 47 C.F.R. §§ 63.04 and 63.24, MCV Guam Holding Corp. (“MCVGH”) and DOCOMO Guam Holdings, Inc. (“DOCOMO Guam”) request Commission consent to the transfer of control of the international and domestic Section 214 authorizations held by Guam Telecom, LLC, a wholly owned subsidiary of MCVGH, to DOCOMO Guam.

Answer to Question 10 - Section 63.18(c)-(d):

Transferor Information (MCV Guam Holding Corp.):

Contact Information:

MCV Guam Holding Corp.
497 Harmon Loop Road
Dededo, GU 96929

With a copy to:

John King
LAW OFFICE OF JOHN WELLS KING, PLLC
9016 Tropical Bend Circle
Jacksonville, FL 32256-9192
Tel: 904-647-9610
Fax 904-647-9611
E-mail: john@jwkinglaw.com

International Section 214 Authorizations:

MCVGH does not hold any international Section 214 authorizations. Guam Telecom, LLC, a wholly owned subsidiary of MCVGH, holds the international Section 214 authorization that is the subject of this application, File No. ITC-214-20050825-00349 (global facilities-based and resale services).

Transferee Information (DOCOMO Guam Holdings, Inc.):

Contact Information:

DOCOMO Guam Holdings, Inc.
c/o NTT DOCOMO, INC.
1100 13th Street NW

Suite 900
Washington, DC 20005

With a copy to:

Carl Frank
Wiley Rein LLP
1776 K Street, NW
Washington, DC 20006
Tel: 202-719-7269
Fax: 202-719-7049

International Section 214 Authorizations:

DOCOMO Guam does not hold any international Section 214 authorizations. Wholly owned subsidiaries of DOCOMO Guam hold the following international Section 214 authorizations: (1) DOCOMO PACIFIC, INC., holds two international 214 authorizations to provide global facilities-based services, File No. ITC-214-20040517-00201, and global resale services, File No. ITC-214-19961120-00583¹; and (2) NTT DOCOMO USA, INC. holds one international Section 214 authorization to provide global facilities-based and resale services, File No. ITC-214-20000507-00304.²

Answer to Question 11 - Section 63.18(h):

DOCOMO Guam is a corporation organized under the laws of Guam. The following entities hold a 10 percent or greater direct or indirect interest in transferee, DOCOMO Guam:

¹ The Commission's International Bureau Filing System currently identifies Guam Cellular and Paging, Inc. as the licensee of authorization File No. ITC-214-19961120-00583. Guam Cellular and Paging, Inc. subsequently changed its name to DOCOMO PACIFIC. See Letter from James W. Hofman, II, General Counsel, DOCOMO PACIFIC, to Marlene H. Dortch, Secretary, Federal Communications Commission (Jan. 5, 2011).

² The Commission's International Bureau Filing System currently identifies Guam Wireless Telephone Company, LLC as the licensee of authorization File No. ITC-214-20000507-00304. This authorization, however, was assigned to Guam Cellular and Paging, Inc. on December 15, 2006. See *Applications of Guam Cellular and Paging, Inc. and DoCoMo Guam Holdings, Inc. and Applications of Guam Cellular and Paging, Inc. and Guam Wireless Telephone Company, LLC*, Memorandum Opinion and Order and Declaratory Ruling, 21 FCC Rcd 13580 (2006); see also Letter from Cheryl A. Tritt, Counsel to NTT DOCOMO, INC., to Marlene H. Dortch, Secretary, Federal Communications Commission, WT Docket No. 06-96 (Dec. 21, 2006) (consummation notice). Guam Cellular and Paging, Inc. subsequently changed its name to DOCOMO PACIFIC. See Letter from James W. Hofman, II, General Counsel, DOCOMO PACIFIC, to Marlene H. Dortch, Secretary, Federal Communications Commission (Jan. 5, 2011). In March 2011, this authorization was assigned from DOCOMO PACIFIC to NTT DOCOMO USA, INC. See *International Authorizations Granted*, Public Notice, Report No. TEL-01489, DA 11-544, File No. ITC-ASG-20110308-00062 (Mar. 24, 2011).

Name: NTT DOCOMO, INC. (“DOCOMO”)
Address: 2-11-1 Nagata-cho, Chiyoda-ku
Tokyo 100-6150, Japan
Citizenship: Japan
Principal Business: Mobile telecommunications and information services
Percentage Held: 100% direct voting and equity interest in DOCOMO Guam

Name: NIPPON TELEGRAPH AND TELEPHONE CORPORATION
 (“NTT”)
Address: 3-1, Otemachi 2-Chome, Chiyoda-ku
Tokyo 100-8116, Japan
Citizenship: Japan
Principal Business: Ownership of shares and exercise of rights as shareholder of NTT
group companies
Percentage Held: 63.32% direct equity and 66.65% direct voting interest in NTT
DOCOMO, INC. Other than NTT, no single entity holds more
than approximately 2% of DOCOMO.

Name: Japan Ministry of Finance
Address: 3-1-1 Kasumigaseki, Chiyoda-ku
Tokyo 100-8940, Japan
Citizenship: Japan
Principal Business: Japanese government
Percentage Held: 32.59% direct voting and equity interest in NTT

Except for the Ministry of Finance, ownership of NTT is widely dispersed. No other person or entity holds a ten percent or greater direct or indirect voting or equity interest in DOCOMO Guam.

Answer to Question 12 - Section 63.18(h):

Hajime Kii is a director and Chairman of DOCOMO Guam and also a director of Tata Teleservices Limited, a carrier in India. Masayuki Izumi is director and President of DOCOMO Guam and a director of Robi Axiata Limited, a carrier in Bangladesh.

Kazuto Tsubouchi, the Chief Financial Officer of DOCOMO, and Kiyohito Nagata, a director of DOCOMO also are directors of Tata Teleservices Limited.

Answer to Question 13 - Narrative of Transfer of Control and Public Interest Statement:

Please see Exhibit 1.

Answer to Question 14 - Section 63.18(i):

DOCOMO Guam certifies that it is not a foreign carrier, as that term is defined by Section 63.09 of the Commission’s rules, 47 C.F.R. § 63.09.

DOCOMO Guam is directly owned by DOCOMO, a mobile telecommunications carrier in Japan. In addition, through its indirect 63.32% ownership by NTT, DOCOMO Guam certifies that it is affiliated with the following foreign carriers:

Name of the Affiliated Carrier	Locations in which carrier is authorized to provide telecommunications services to the public
NTT Communications Corporation	Japan
NTT East Corporation	Japan
NTT West Corporation	Japan
Nippon Telecommunications Network Co., Ltd.	Japan
Robi Axiata Limited	Bangladesh
NTT Com Asia Ltd.	China
NTT Com Asia Network Systems (Guangzhou) Company Limited	China
HKNet Company Ltd.	China
HKNet Wireless Co. Ltd.	China
Tata Teleservices Limited	India
NTT Korea Co., Ltd.	Korea
NTT Taiwan Ltd.	Taiwan

Answer to Question 15 - Section 63.18(j):

DOCOMO Guam hereby certifies that it is not a foreign carrier in any destination market, and does not control a foreign carrier in any destination market.

DOCOMO Guam hereby certifies that it provides international telecommunications services to all of the destination markets identified in response to Question 14 above in which NTT controls a foreign carrier.

Answer to Question 16 - Section 63.10:

DOCOMO Guam seeks non-dominant classification on all routes in which NTT controls a foreign carrier, except the U.S.-Japan route, where NTT is considered dominant. Except for the NTT's affiliates in Japan, all of the foreign carriers identified above lack 50 percent market share in the international transport and the local access markets in the destination markets where they provide services. None of these foreign carriers is listed on the Commission's List of Foreign Telecommunications Carriers That Are Presumed to Possess Market Power in Foreign Telecommunications Markets.³

³ *The International Bureau Revises and Reissues the Commission's List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, Public Notice, DA 07-233 (Jan. 26, 2007).

The Commission has previously reviewed the following foreign carriers affiliated with NTT: NTT Communications Corporation, NTT Com Asia Ltd., NTT Com Asia Network Systems (Guangzhou) Company Limited, HKNet Company Ltd., HKNet Wireless Co. Ltd., NTT Korea Co., Ltd., and NTT Taiwan Ltd. After reviewing these carriers, the FCC found that NTT only is dominant on the U.S.-Japan route.⁴ Consequently, these previously reviewed affiliates operating in countries other than Japan qualify for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's Rules (47 C.F.R. § 63.10(a)(3)).

Robi Axiata Limited ("Robi") provides only mobile services in Bangladesh, a WTO member country. Robi lacks market power in Bangladesh and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules, 47 C.F.R. § 63.10(a)(3). The company does not control bottleneck facilities and has market shares under 50 percent in all relevant markets on the foreign end of the U.S.–Bangladesh route, including the international transport and local access markets. In addition, the Commission has determined that mobile wireless service providers lack sufficient market power to affect competition adversely in the U.S. market.⁵

Tata Teleservices Limited provides mobile services in India. Tata Teleservices Limited lacks market power in India and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules, 47 C.F.R. § 63.10(a)(3). The company does not control bottleneck facilities and has market shares under 50 percent in all relevant markets on the foreign end of the U.S.–India route, including the international transport and local access markets. In addition, the Commission has determined that mobile wireless service providers lack sufficient market power to affect competition adversely in the U.S. market.⁶

Answer to Question 17 - Section 63.10(c)&(e):

DOCOMO Guam is considered dominant with respect to the U.S.-Japan route and agrees to comply with the dominant carrier safeguards in Section 63.10(c) & (e) of the rules in the provision of international service between the United States and Japan.

Answer to Question 18 - Section 63.18(k):

Japan is a Member of the World Trade Organization.

⁴ See *Actions Taken Under Cable Landing License Act*, Public Notice, Report No. SCL-00086, DA 09-1130, File No. SCL-MOD-20080714-00012 (June 5, 2009).

⁵ *International Common Carrier Regulations – 1998 Biennial Regulatory Review*, Report and Order, 14 FCC Rcd 4909, 4922 (¶ 29) (1999).

⁶ *Id.*

Answer to Question 20 - Section 63.18(p):

Pursuant to Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12, this application for transfer of control of international Section 214 authority qualifies for streamlined processing. As explained in response to Question 16 above, DOCOMO Guam is non-dominant on all routes other than the U.S.-Japan route. With respect to the U.S.-Japan route, DOCOMO Guam agrees to be classified as dominant and to comply with the dominant carrier safeguards contained in Section 63.10 of the Commission's rules, 47 C.F.R. § 63.10.

INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES IN RELATION TO GUAM TELECOM'S DOMESTIC 214 AUTHORIZATION

In support of the Applicants' request for consent to transfer control of Guam Telecom's domestic blanket Section 214 authority to DOCOMO Guam, the following information is submitted pursuant to Section 63.04 of the Commission's rules, 47 C.F.R. § 63.04. Specifically, Section 63.04(b) provides that applicants submitting a joint domestic/international Section 214 transfer of control application should submit as an attachment to the international Section 214 application responses to the information requested in paragraphs (a)(6) through (a)(12) of Section 63.04.

Section 63.04(a)(6) – Description of the transaction:

For a description of the transaction, please see Exhibit 1.

Section 63.04(a)(7) – Description of the geographic area in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Affiliates of the transferor, MCVGH:

- Guam Telecom LLC is a telecommunications provider in Guam that offers switched domestic and international telephone services to the residential and business sectors. Guam Cablevision, LLC, provides cable television service in Guam. The companies' offerings are combined under the name MCV Broadband. MCV first began operations in Guam in 1993 as a cable television operator. MCV added high-speed internet service in 2000, digital television in 2006, digital phone service in 2007 and high definition (HD) television service in 2008.
- CNMI Telecom LLC is authorized to provide domestic and international telecommunications services in the CNMI, but does not, at present, provide any telecommunications services. Its affiliate, CNMI Cablevision LLC dba Marianas Cablevision (MCV) provides cable television service in the islands of Saipan, Tinian and Rota.

- Guam Cable Group, Inc. holds certain infeasible rights of use in the China-US undersea cable that permit it to collocate equipment at the Tumon Bay and Tanguisson cable landing stations in Guam, and leasehold interests in fiber optic capacity linking these cable landing stations. Guam Cable Group, Inc. makes these facilities available to other licensed carriers for resale. It does not provide services to end users.

Affiliates of the transferee, DOCOMO Guam:

- DOCOMO PACIFIC INC. provides mobile wireless telecommunications services in Guam and the CNMI.
- NTT DOCOMO USA, INC. holds indirect minority interest in Keystone Wireless, a company that provides mobile wireless telecommunications services in Pennsylvania, and provides mobile wireless telecommunications services through its facilities as “DOCOMO USA Wireless” in the U.S mainland, Hawaii, and other foreign countries.

Section 63.04(a)(8) – Statement as to how the Application qualifies for streamlined treatment:

This application for transfer of control of domestic Section 214 authorization presumptively qualifies for streamlined processing pursuant to Section 63.03(b)(1)(ii) because DOCOMO Guam, the transferee, is not a telecommunications provider. 47 C.F.R. §63.03(b)(1)(ii). This application also qualifies for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction: (1) Applicants and their affiliates (as defined in 47 U.S.C. § 153(1) – “Affiliates”) combined will hold less than a ten (10) percent share of the interstate, interexchange market; (2) to the extent that Applicants or their Affiliates provide U.S. local exchange services or exchange access services, those services are provided only in geographic areas served by a dominant local exchange carrier that is not a party to this transaction; and (3) none of the Applicants or their Affiliates is dominant with respect to any U.S. domestic service. 47 C.F.R. §63.03(b)(2)(i).

Section 63.04(a)(9) – Identification of all other Commission applications related to this transaction:

Please see Exhibit 2.

Section 63.04(a)(10) – Statement of whether the applicants request special consideration because either party is facing imminent business failure:

The Applicants do not request special consideration because no parties to this transaction are facing imminent business failure.

Section 63.04(a)(11) – Identification of any separately filed waiver requests being sought in conjunction with this application:

No separately filed waiver requests are sought in conjunction with this application.

Section 63.04(a)(12) – Statement showing how grant of the Application will serve the public interest, convenience and necessity:

Please see Exhibit 1.