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June 12, 2017

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Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: *FCC File Nos.* ITC-T/C-20170328-00057, ITC-T/C-20170328-00058

Dear Ms. Dortch:

Pursuant to 47 C.F.R. § 63.50, counsel for KKR Management LLC (“KKR Management”) hereby supplements the above-referenced application for Commission consent to transfer certain negative control rights over Telxius Cable USA, Inc. (“Telxius USA”) and Telxius Cable Puerto Rico, Inc. (“Telxius Puerto Rico,” together with Telxius USA, the “Telxius Carrier Licensees,” together with Telefónica S.A. and KKR Management, the “Applicants”).¹

The supplement is being filed to (i) notify the Commission that KKR Management has added an additional holding company, called Taurus Midco S.à r.l. (“KKR Midco”),² into the proposed chain of ownership between Taurus Bidco S.à r.l. (“KKR Bidco”) and Taurus Topco S.à r.l. (“KKR Topco”), and (ii) clarify that KKR Group Holdings L.P. is both a general partner and a limited partner of KKR Fund Holdings L.P.³ The changes are reflected in a revised Exhibit B, Post-Consummation Ownership of Telxius Cable Landing Licenses, which is attached hereto and should replace the Exhibit B filed with the original application.

¹ Concurrent with this supplement, the parties have also filed a supplement to the application to transfer certain negative control rights over cable landing license interests held by Telxius USA, Telxius Puerto Rico, Telefónica International Wholesale Services América, S.A., and Telxius Cable Colombia, S.A. See FCC File Nos. SCL-T/C-20170328-00008, SCL-T/C-20170328-00009, SCL-T/C-20170417-000010, and SCL-T/C-20170417-00011.

² KKR Midco is a newly formed Luxembourg entity.

³ The original application had indicated that KKR Group Holdings L.P. was a limited partner, but did not reflect that it was also a general partner of KKR Fund Holdings L.P. Accordingly, KKR Group Holdings L.P., along with the other general partner of KKR Fund Holdings L.P., is deemed to have a 100% voting interest in KKR Fund Holdings L.P. The revised Exhibit B also notes a slight change in the direct and indirect economic interest that KKR Group Holdings L.P. has in KKR Fund Holdings L.P.

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Consistent with the foregoing, KKR Management provides updated information regarding ten percent or greater equity owners pursuant to 47 C.F.R. § 63.18(h), replacing the information in part III.D of the original application regarding the ownership of KKR BidCo. Post-consummation, KKR Management certifies that the following parties will have a ten-percent-or-greater direct or indirect voting or equity interest in the Telxius Carrier Licensees (with new information highlighted in gray):

Taurus Bidco S.à r.l. (“KKR Bidco”)

Address: 61, rue de Rollingergrung, L-2440 Luxembourg

Place of Organization: Luxembourg

Principal Business: investments

Relationship: Upon consummation of the Initial Investment Transaction, KKR Bidco will hold a 24.8-percent voting-and-equity interest in Telxius Parent, as well as certain negative control rights described in part I.D above. Upon consummation of the Subsequent Investment Transaction, if such consummation occurs, KKR Bidco will hold an additional 15.2-percent voting-and-equity interest in Telxius Parent, giving it an aggregate voting-and-equity interest of 40 percent.

Taurus Midco S.à r.l. (“KKR Midco”)

Address: 61, rue de Rollingergrung, L-2440 Luxembourg

Place of Organization: Luxembourg

Principal Business: investments

Relationship: KKR Midco holds a 100 percent voting and equity interest in KKR Bidco.

Taurus Topco S.à r.l. (“KKR Topco”)

Address: 61, rue de Rollingergrung, L-2440 Luxembourg

Place of Organization: Luxembourg

Principal Business: investments

Relationship: KKR Topco holds a 100 percent voting and equity interest in KKR Midco.

KKR Taurus Aggregator L.P.

Address: 4100-1155 Boulevard René-Lévesque Oeust, Montréal, Québec H3B3V2, Canada

Place of Organization: Quebec, Canada

Principal Business: investments

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Relationship: KKR Taurus Aggregator L.P. holds a 100-percent voting-and-equity interest in KKR Topco.

The principal direct and indirect voting interests in KKR Taurus Aggregator L.P. are held by or through the following entities:

KKR Taurus Aggregator GP Limited

Address: c/o Maples Corporate Services Limited, PO Box 309,
Ugland House, Grand Cayman, KY1-1104, Cayman Islands

Place of Organization: Cayman Islands

Principal Business: investments

Relationship: KKR Taurus Aggregator GP Limited is the general partner of KKR Taurus Aggregator L.P. and holds a 100-percent voting and a less-than-1-percent economic interest in KKR Taurus Aggregator L.P.

KKR Global Infrastructure Investors II L.P.

Address: c/o Kohlberg Kravis Roberts & Co. L.P., 9 West 57th Street,
New York, New York 10019

Place of Organization: Cayman Islands

Principal Business: investments

Relationship: KKR Global Infrastructure Investors II L.P. is the sole member of KKR Taurus Aggregator GP Limited and holds a 100-percent voting-and- economic interest in KKR Taurus Aggregator GP Limited. KKR Global Infrastructure Investors II L.P. will also be a limited partner of KKR Taurus Aggregator L.P., with no voting interest and a precise economic interest that will be determined closer to the consummation date for the Initial Investment Transaction.

KKR Associates Infrastructure II L.P.

Address: c/o Kohlberg Kravis Roberts & Co. L.P., 9 West 57th Street,
New York, New York 10019

Place of Organization: Cayman Islands

Principal Business: investments

Relationship: KKR Associates Infrastructure II L.P. is the general partner of KKR Global Infrastructure Investors II L.P and holds a 100-percent voting and a 5-percent economic interest in KKR Global Infrastructure Investors II L.P.

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KKR Infrastructure II Limited

Address: c/o Kohlberg Kravis Roberts & Co. L.P., 9 West 57th Street, New York, New York 10019

Place of Organization: Cayman Islands

Principal Business: investments

Relationship: KKR Infrastructure II Limited is the general partner of KKR Associates Infrastructure II L.P. and holds a 100-percent voting and a 99-percent economic interest in KKR Associates Infrastructure II L.P.

KKR Fund Holdings L.P.

Address: c/o Kohlberg Kravis Roberts & Co. L.P., 9 West 57th Street, New York, New York 10019

Place of Organization: Cayman Islands

Principal Business: holding company

Relationship: KKR Fund Holdings L.P. is the sole member of KKR Infrastructure II Limited and therefore holds a 100-percent voting-and-economic interest in KKR Infrastructure II Limited.

KKR Fund Holdings GP Limited

Address: c/o Kohlberg Kravis Roberts & Co. L.P., 9 West 57th Street, New York, New York 10019

Place of Organization: Cayman Islands

Principal Business: general partner

Relationship: KKR Fund Holdings GP Limited is a general partner of KKR Fund Holdings L.P. and holds a 100-percent voting interest and no economic interest in KKR Fund Holdings L.P.

KKR Group Holdings L.P.

Address: c/o Kohlberg Kravis Roberts & Co. L.P., 9 West 57th Street, New York, New York 10019

Place of Organization: Cayman Islands

Principal Business: general partner

Relationship: KKR Group Holdings L.P. is the sole member of KKR Fund Holdings GP Limited and therefore holds a 100-percent voting-and-economic interest in KKR Fund Holdings GP Limited. KKR Group Holdings L.P. is also a general partner and a limited partner of KKR Fund Holdings L.P., in which it holds an approximate 56.4 percent economic interest.

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KKR Group Limited

Address: c/o Kohlberg Kravis Roberts & Co. L.P., 9 West 57th Street, New York, New York 10019

Place of Organization: Cayman Islands

Principal Business: holding company

Relationship: KKR Group Limited is the general partner of KKR Group Holdings L.P. and holds a 100-percent voting and no economic interest in KKR Group Holdings L.P.

KKR & Co. L.P.

Address: 9 West 57th Street, New York, New York 10019

Place of Organization: Delaware

Principal Business: holding company

Relationship: KKR & Co. L.P. is the sole member of KKR Group Limited and therefore holds a 100-percent voting-and-economic interest in KKR Group Limited. KKR & Co. L.P. is the sole limited partner of KKR Group Holdings L.P. and therefore holds a 0-percent voting interest and a 100-percent economic interest in KKR Group Holdings L.P.

KKR Management LLC (“KKR Management”)

Address: 9 West 57th Street, New York, New York 10019

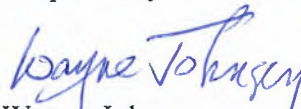
Place of Organization: Delaware

Principal Business: general partner

Relationship: KKR Management is the general partner of KKR & Co. L.P. and holds a 100-percent voting interest and no economic interest in KKR & Co. L.P.

No other changes to the application are being made pursuant to this supplement.

Respectfully Submitted,



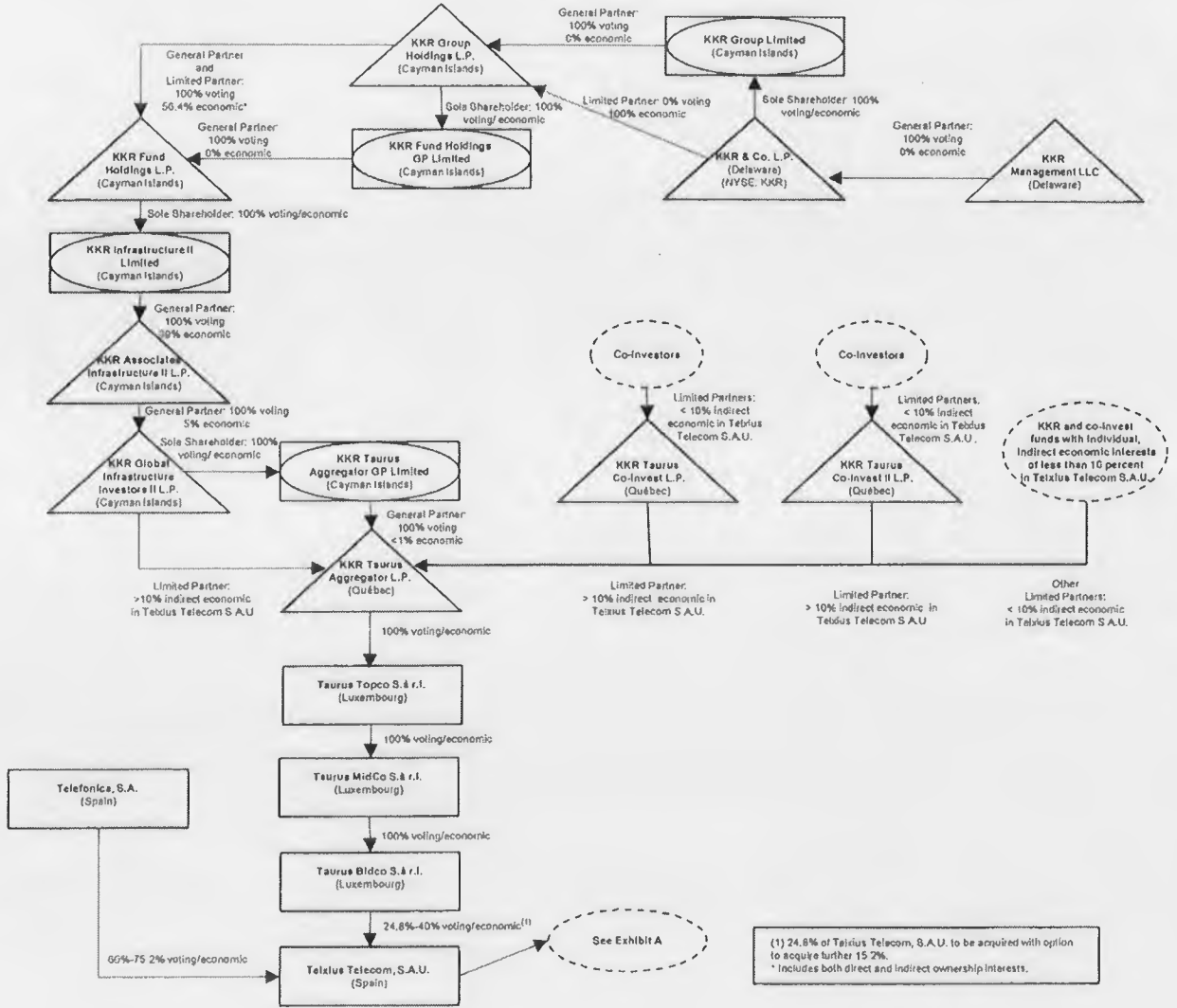
Wayne Johnsen

Counsel for KKR Management LLC

cc: Jodi Cooper
David Krech

EXHIBIT B

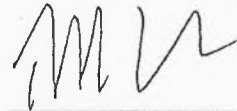
Post-Consummation Ownership of Telxius Cable Landing Licensees



DECLARATION

I, David Sorkin, General Counsel and Secretary of KKR Management LLC, under penalty of perjury, hereby declare that the foregoing is true and correct to the best of my knowledge and belief.

Executed on June 12, 2017.

A handwritten signature in black ink, appearing to read 'DS', is written above a horizontal line.

David Sorkin