

Telefonica Digital, Inc.

Notification of *Pro Forma* Transfer of Control of Section 214 Authority to Operate as a Global Facilities-Based and Resale Carrier Between the U.S. and All International Points

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.24(f) of the Commission's rules, Telefonica Digital, Inc. ("TDI") notifies the Commission of a *pro forma* transfer of control of TDI's authority under Section 214 of the Communications Act of 1934, as amended, to provide international telecommunications services on both a facilities-based and a resale basis between the United States and all international points (the "Transfer").

TDI is directly wholly owned by Telefonica Digital Limited ("TD Limited"). Prior to the Transfer, TD Limited was wholly owned by Telefonica Digital Holdings, S.L. ("TD Holdings"), which in turn was wholly owned by TDI's ultimate parent, Telefonica S.A. Pursuant to the Transfer, TD Holdings merged with Telefónica Digital España SLU ("TD Spain"), with TD Spain surviving the merger. TD Spain is wholly owned by Telefonica S.A. The Transfer was completed on September 14, 2017. TDI certifies that the Transfer was *pro forma* and that, together with all previous *pro forma* transactions, the Transfer did not result in a change in the actual controlling party of TDI.

Pursuant to Section 63.24(f), TUSA provides the following information called for in Section 63.18(a)-(d) and (h) of the Commission's rules.

Applicant Contact Information (63.18(a)-(c))

Applicant

Telefonica Digital Inc.
200 W. Evelyn Ave., # 120
Mountain View, CA 94041
(650) 988-8810

Jurisdiction of Organization: Delaware

Contact for Correspondence Concerning This Notice

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Counsel to TDI

Existing Section 214 Authority (63.18(d))

TDI holds International Section 214 authorization ITC-214-20121106-00284, which authorizes TDI to provide international telecommunications services on both a facilities-based and a resale basis between the United States and all international points.

Ownership Information (63.18(h))

The following entities hold a ten percent or greater interest in TDI, directly or indirectly, following the Transfer. TDI's direct and indirect ownership is illustrated in the organizational chart attached as Exhibit A.

Direct Owner

Telefónica Digital Limited ("TD Limited")
260 Bath Road Slough Berkshire SL1 4D, United Kingdom

Citizenship: UK

Principal Business: Holding company

Relationship: Holds 100 percent of TDI

Indirect Ownership

Telefónica Digital España SLU ("TD Spain")

Gran Vía 28, 28013 Madrid, Spain

Citizenship: Spain

Principal Business: Communications technology provider and holding company

Relationship: Holds 100 percent of TD Limited

Telefonica S.A.

Gran Vía 28, 28013 Madrid, Spain

Citizenship: Spain

Principal Business: Holding company

Relationship: Holds 100 percent of TD Spain

No other entity holds a direct or indirect interest in TDI greater than 10 percent.

Interlocking Directorates

José Juan Cerdán Ibañez, a director of TD Spain, also serves as a director Telefonica International Wholesale Services, S.L. (a foreign carrier authorized in Spain), and TIWS Chile II, SpA (a foreign carrier authorized in Chile).

To the best of TDI's knowledge, no other officer or director of TDI, TD Limited, or the transferee, TD Spain, is an officer or director of any foreign carrier.

Exhibit A

