

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of the Application of)	
)	
DataBank Holdings Ltd.)	WC Docket No. 19-302
Transferor,)	
)	File No. ITC-T/C-20191018-00171
HRS Internet, LLC,)	
Licensee,)	
)	
and)	
)	
Everstream Solutions LLC,)	
Transferee,)	
)	
for Authority Pursuant to Section 214 of the)	
Communications Act of 1934, as Amended, and)	
Sections 63.04 and 63.24 of the Commission's)	
Rules to Transfer Control of a Domestic and)	
International Section 214 Carrier)	

SECOND SUPPLEMENT

DataBank Holdings Ltd. (“DataBank” or “Transferor”), HRS Internet, LLC (“HRS Internet” or “Licensee”), and Everstream Solutions LLC (“Everstream Solutions” or “Transferee”) (collectively, “Applicants”) submit this second supplement to update the above-referenced Application and to provide certain information at the request of Commission staff.¹

Transferee clarifies information on pages 14-15 of the Application to update certain ownership percentages and to separately list indirect interest holders as follows:

4. Midwest Fiber Holdings LP is owned by:

Name:	Midwest Fiber Intermediate US LP
Address:	c/o AMP Capital Investors (US) Limited One Bryant Park 1111 Avenue of the Americas

¹ Capitalized terms not otherwise defined in this Supplement have the meaning ascribed to them in the Application.

Ownership: New York, NY 10036
97.43% (a separate entity, Midwest Fiber Management LP holds 2.57% in Midwest Fiber Holdings LP²)
Citizenship: United States (Delaware)
Principal Business: Holding Company

5. Midwest Fiber Intermediate US LP is wholly-owned by:

Name: **Midwest Fiber Midco LP**
Address: c/o AMP Capital Investors (US) Limited
One Bryant Park
1111 Avenue of the Americas
New York, NY 10036
Ownership: 88.9%
Citizenship: United States (Delaware)
Principal Business: Holding Company

Name: **AMP Capital Global Infrastructure Fund II A LP**
Address: c/o AMP Capital Investors (US) Limited
One Bryant Park
1111 Avenue of the Americas
New York, NY 10036
Ownership: 11.1%
Citizenship: Luxembourg
Principal Business: Holding Company

6. Midwest Fiber Midco LP is wholly-owned by:

Name: **GIF II US Aggregator LP³**
Address: c/o AMP Capital Investors (US) Limited
One Bryant Park
1111 Avenue of the Americas
New York, NY 10036
Ownership: 100%
Citizenship: United States (Delaware)
Principal Business: Holding Company

² Midwest Fiber Management LP is not depicted on the updated post-transaction charts as it does not have a 10% or greater indirect interest in Transferee.

³ The post-transaction charts have been updated to list this entity as GIF II US Aggregator LP, its legal name.

7. GIF II US Aggregator LP is wholly-owned by:

Name: **AMP Capital Global Infrastructure Funds II B LP**
Address: c/o AMP Capital Investors (US) Limited
One Bryant Park
1111 Avenue of the Americas
New York, NY 10036
Ownership: 76.59%
Citizenship: Luxembourg
Principal Business: Investment Funds

Name: **AMP Capital Global Infrastructure Funds II C LP**
Address: c/o AMP Capital Investors (US) Limited
One Bryant Park
1111 Avenue of the Americas
New York, NY 10036
Ownership: 23.41%
Citizenship: Luxembourg
Principal Business: Investment Funds

8. The following entity has a 10% or greater direct or indirect interest in AMP Capital Global Infrastructure Fund II A LP, AMP Capital Global Infrastructure Funds II B LP, AMP Capital Global Infrastructure Fund II C LP (collectively, “GIF II”):

Name: **AMP Capital Investors (GIF II GP) S.à.r.l (“GIF II GP”)**
Address: c/o AMP Capital Investors (US) Limited
One Bryant Park
1111 Avenue of the Americas
New York, NY 10036
Ownership: General Partner of each of AMP Capital Global Infrastructure Fund II A LP, AMP Capital Global Infrastructure Funds II B LP, AMP Capital Global Infrastructure Fund II C LP (collectively “GIF II”)
Citizenship: Luxembourg
Principal Business: Investment

Transferee previously reported Pantheon G Infrastructure Opportunities LP (“Pantheon G”) as holding a 10% or greater indirect interest in Transferee through Pantheon G’s ownership in GIF II. However, Pantheon G currently owns 47.619% of AMP Capital Global Infrastructure Fund

II C (with no ownership in AMP Capital Global Infrastructure Fund II A LP or AMP Capital Global Infrastructure Fund II B LP). As a result, Pantheon G's indirect interest in GIF II is currently 9.9%, which means Pantheon G's indirect interest in Transferee also 9.9%.⁴

In addition, Transferee updates the ownership percentages reported in the supplement filed on October 28, 2019 regarding the indirect interests currently held in Transferee by AMP Capital Global Infrastructure Fund II A LP, AMP Capital Global Infrastructure Fund II B LP, and AMP Capital Global Infrastructure Fund II C LP.

- AMP Capital Global Infrastructure Fund II A LP directly owns 11.1% of Midwest Intermediate US LP and an approximate 11.1% indirect interest in Transferee.
- AMP Capital Global Infrastructure Fund II B LP directly owns 76.59% of GIF Aggregator LP and an approximate 68.08% indirect interest in Transferee.
- AMP Capital Global Infrastructure Fund II C LP directly owns 23.41% of GIF Aggregator LP and an approximate 20.8% indirect interest in Transferee.

Applicants also submit updated post-transaction charts (attached hereto). These charts list the ownership percentages set forth herein and correct the legal name of GIF II US Aggregator LP.

⁴ Pantheon G Infrastructure Opportunities LP is not depicted on the updated post-transaction charts as it does not have a 10% or greater indirect interest in Transferee.

Respectfully submitted,

/s/ Bruce A. Olcott

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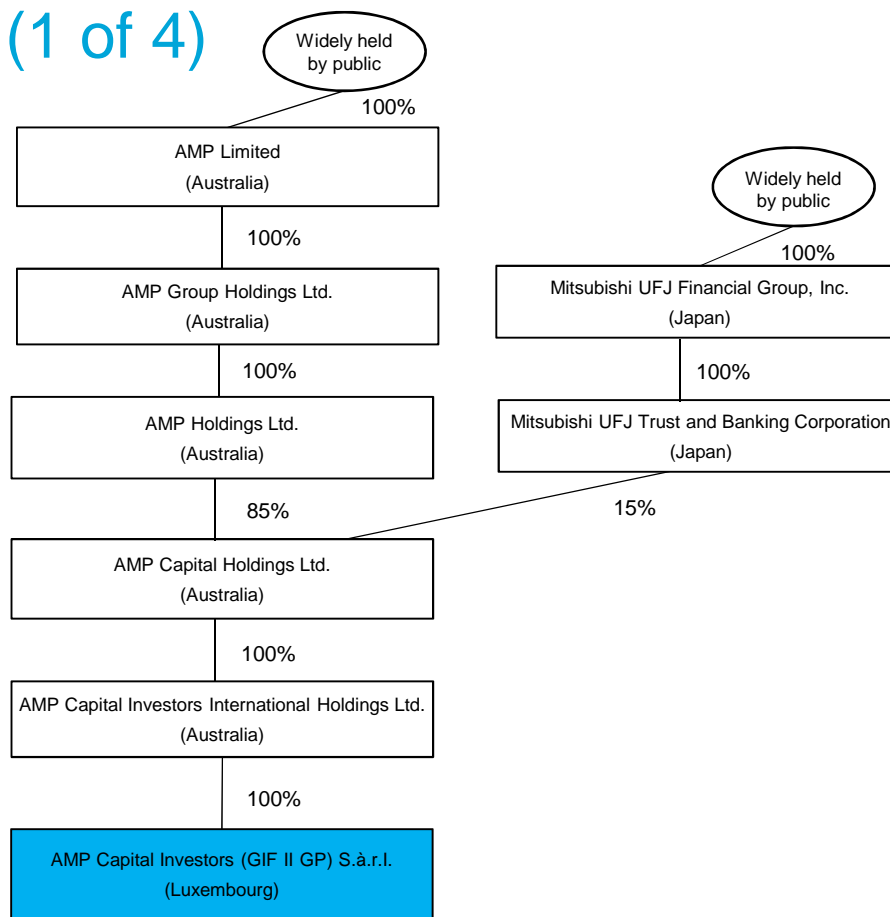
Dated: November 5, 2019


/s/ Danielle Burt

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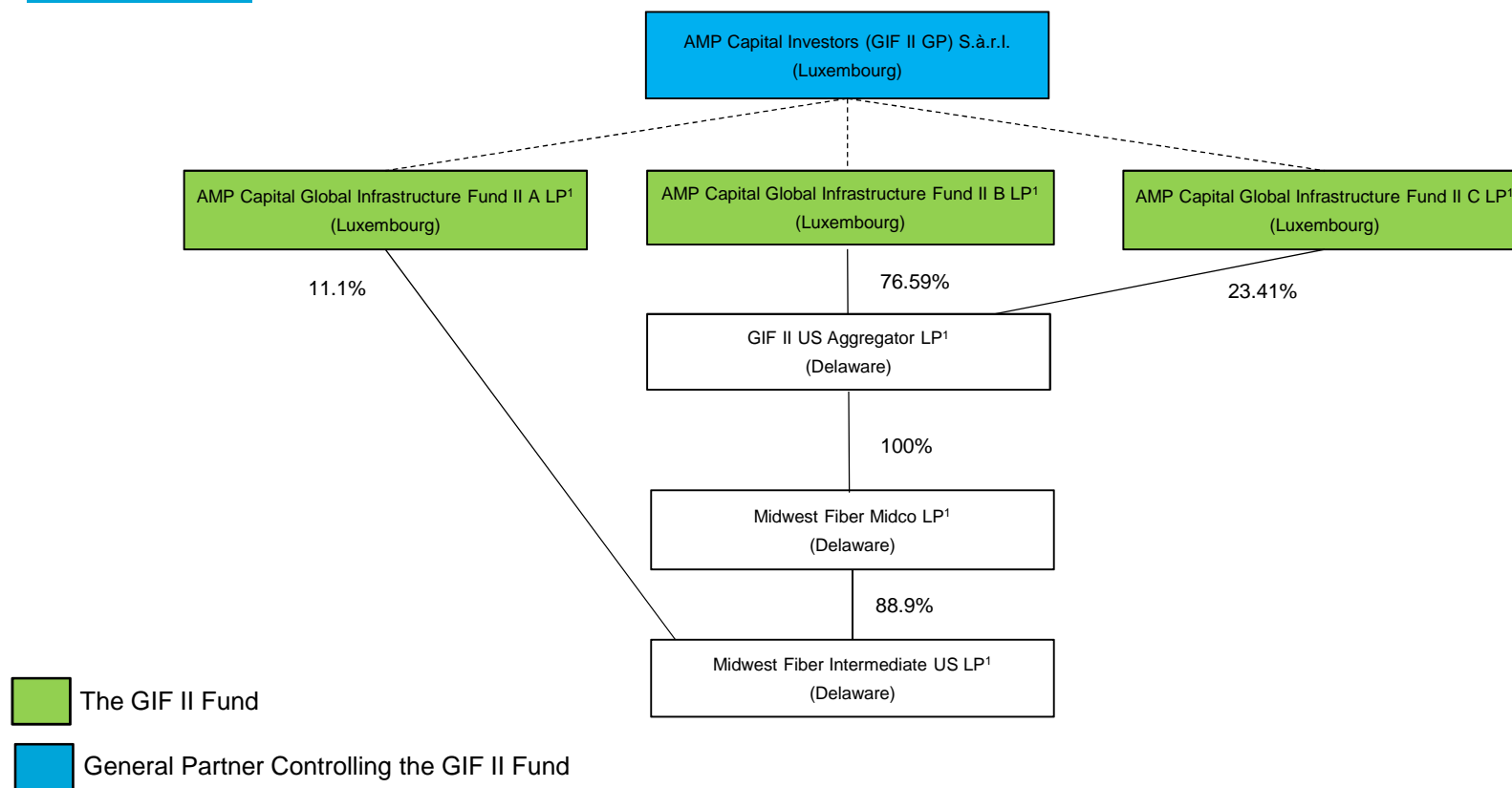
Counsel for Transferee

Post-Closing Structure (1 of 4)



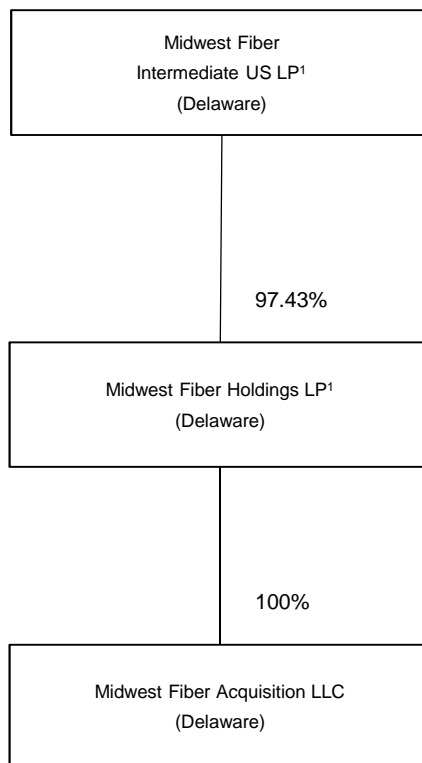
 General Partner Controlling the GIF II Fund

Post-Closing Structure (2 of 4)



1. AMP Capital Investors (GIF II GP) S.à.r.l. is the general partner of this entity.

Post-Closing Structure (3 of 4)



1. AMP Capital Investors (GIF II GP) S.à.r.l. is the general partner of this entity.

Post-Closing Structure (4 of 4)

