

Colt Pro Forma Transfer Application

Answer to Question 10

The name, title, post office address, and telephone number of the officer and any other contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed.

Bruce A. Olcott
Jones Day
51 Louisiana Ave., N.W.
Washington, DC 20001-2113
Office +1.202.879.3630
Mobile +1.703.216.3910
bolcott@jonesday.com

Colt, through its subsidiaries, holds three 214 authorizations, file numbers ITC-214-20010406-00170 and ITC-214-20101101-00434, both held by Colt Technology Services LLC, and ITC-214-19980126-00043, held by Colt Technology Services Group Limited, each of which authorizes the provision of Global Facilities-Based and Global Resale services.

Answer to Question 11

Colt Group Holdings Limited is the ultimate parent company of the subsidiaries that hold the 214 authorizations and is being identified as both the assignor and assignee in this *pro forma* transfer of control application. Colt Group Holdings Limited is a wholly owned subsidiary of Lightning Investors Limited, identified below.

Lightning Investors Limited

Pembroke Hall
42 Crow Lane
Pembroke
Bermuda HM-19
Jurisdiction of Incorporation: Bermuda
Principal Business: Holding Company

SHM Lightning Investors LLC, identified below, owns and controls approximately 71% of the issued share capital of Lightning Investors Limited.

SHM Lightning Investors LLC

255 State Street
Boston, Massachusetts 02109
Principal Business: Telecommunications
Holding Company
Jurisdiction of Incorporation: Delaware

There are no parties that hold direct or indirect interests of 10% or more in SHM Lightning Investors LLC. SHM Lightning Investors LLC is owned by officers and senior employees of FMR LLC (a Delaware limited liability company doing business as Fidelity Investments), members of their families, including the Abigail P. Johnson Family, and trusts established for their benefit, none of whom hold direct or indirect interests of 10% or more in SHM Lightning Investors LLC.

SHM Lightning Investors LLC is managed by Star Horizon Management LLC (“Star Horizon”), which is incorporated in Delaware and is owned by six trusts, the names, equity percentages, and trustees for which are listed below, and the beneficiaries of which are members of the Abigail P. Johnson family. The directors of Star Horizon, all of whom are US citizens, are Abigail P. Johnson, Edward C. Johnson IV, John Remondi, Gerald McGraw, and B. Lane MacDonald. The officers of Star Horizon, all of whom are US citizens, are B. Lane MacDonald, President; Steven F. Schiffman, Chief Financial Officer; Matthew Wick, Vice President and Treasurer; Eric C. Green, Assistant Treasurer; Christian Yung, Assistant Treasurer; Brian C. McLain, Secretary; Jay Freeman, Assistant Secretary; Peter D. Stahl, Assistant Secretary.

Trust Name	Equity Percentage in Star Horizon	Trustee
SHM Trust 4	16%	Abigail P. Johnson
SHM Trust 5	19%	John Remondi
SHM Trust 6	16%	Edward C. Johnson IV
SHM Trust 7	17.33%	Abigail P. Johnson
SHM Trust 8	14.33%	Elizabeth L. Johnson
SHM Trust 9	17.34%	Edward C. Johnson IV

The *pro forma* transfer of control entails the replacement of the six trusts identified above with six new trusts identified in the table below. As indicated, the equity percentages have adjusted only slightly and the trustees have not changed. Further, as before, each of the trusts was organized under and is governed by US law and all of the trustees are US citizens.

Trust Name	Equity Percentage in Star Horizon	Trustee
SHM A1 Trust	16.66%	Abigail P. Johnson
SHM B2 Trust	22.22%	John Remondi
SHM E1 Trust	16.67%	Edward C. Johnson IV
SHM A2 Trust	16.67%	Abigail P. Johnson
SHM B1 Trust	11.11%	Elizabeth L. Johnson
SHM E2 Trust	16.67%	Edward C. Johnson IV

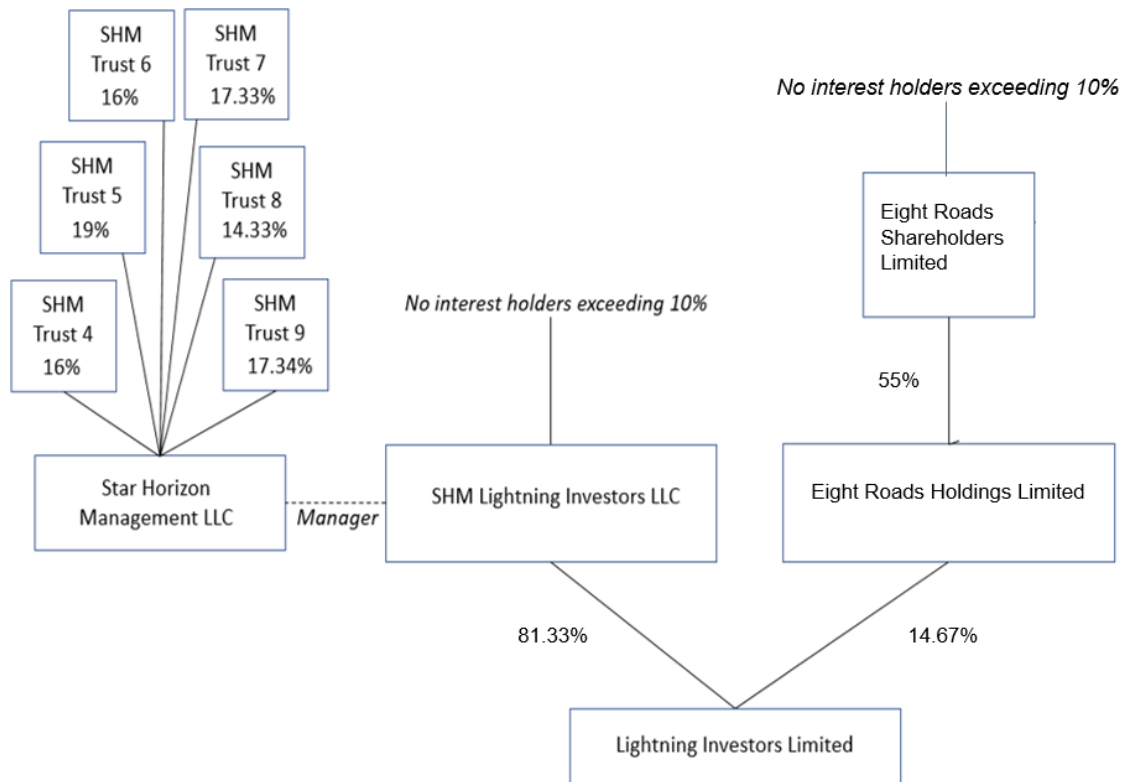
Although unrelated to this *pro forma* transfer of control, we note herein that FIL Limited previously held approximately 25% in direct and indirect interests in Lightning Investors Limited. FIL Limited has since transferred a portion of these interests to SHM Lightning Investors LLC. The rest of these interests, representing an approximate 20% interest in Colt Group Holdings Limited, is held by Eight Roads Holdings Limited (“Eight Roads”). The

ultimate beneficiaries and controlling parties of Eight Roads are members of the Abigail P. Johnson family, which, as noted above, are also the ultimate beneficiaries and controlling parties of SHM Lightning Investors.

Answer to Question 13

With this application, Colt is seeking to notify the FCC of the *pro forma* transfer of control of the referenced 214 authority through a reorganization that resulted from the replacement of the six trusts that own Star Horizons Management LLC with six new trusts. The transaction is *pro forma* because the intervening trust entities that cumulatively and indirectly control Colt are ultimately controlled by the identical investor groups, as detailed in the response to Question 11. A diagram of the relevant portions of the transaction is provided of the following page:

Before:



After:

