

Ulises R. Pin
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January 31, 2014

VIA IBFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Room TW-B204
445 12th Street, SW
Washington, DC 20554

Attention: International Bureau, Policy Division

**Re: Bharti Airtel Limited, Notification of Pro Forma Assignment to
Its Wholly-Owned Subsidiary, Network i2i Limited**

Dear Secretary Dortch:

Bharti Airtel Limited ("Bharti Airtel") and Network i2i Limited ("i2i"), by their undersigned counsel submit this Notification of Pro Forma Assignment, pursuant to Section 1.767(g)(7) of the Commission's Rules, 47 C.F.R. § 1.767(g)(7).

Bharti Airtel is a voting member of, and has a higher than 5% interest the Unity Cable System ("Unity"), a submarine cable connecting Japan to the United States. The Unity system has been licensed by the Commission and Bharti Airtel is a licensee under the license (the "FCC License").¹

By this pro forma assignment filing, Bharti Airtel and i2i are providing the Commission notice of an assignment of Bharti Airtel's interest in the Unity system and the FCC License to its wholly-owned subsidiary, i2i (the "Transaction"). i2i is a corporation organized under the laws of Mauritius.

The Transaction is governed by Mauritius law and was consummated with effect as of January 1, 2014. The Transaction greatly simplifies the management of Bharti Airtel's international network by holding all of Bharti Airtel's submarine cable assets around the world in a wholly-owned subsidiary especially created for these purposes, i2i. However, the Transaction does not and will not affect the ultimate control of Bharti Airtel or the FCC License. After consummation of the Transaction, Bharti Airtel still retains indirect control of the FCC License.

¹ See FCC File No. SCL-LIC-20080516-00010.

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The assignment of the FCC License is *pro forma* as defined under Section 63.24 of the Commission's Rules, 47 C.F.R. § 63.24, as it does not result in a *de jure* or *de facto* change of control in Bharti Airtel. Moreover, there will be no change in the existing services offered to customers or the rates of Bharti Airtel's existing services.

As required by Sections 1.767(g)(7) and 63.24(f)(2) of the Commission's Rules (47 C.F.R. §§ 1.767(g)(7) and 63.24(f)(2)), Bharti Airtel and i2i provide the following information required by 63.18(a) through (d) and (h) of the Commission's Rules (47 C.F.R. § 63.18):

1. Section 63.18(a): Name, address and telephone number of Bharti Airtel and
i2i:

Bharti Airtel Limited
Bharti Crescent,
1 Nelson Mandela Road
Vasant Kunj, Phase II,
New Delhi – 110070, India
Tel: +91 124 4243188; +91 9717888544

Network i2i Limited
c/o Multiconsult Limited,
Les Cascades Building, Edith Cavell Street,
Port Louis, Mauritius.
Tel: +91 124 4243188; +91 9717888544

2. Section 63.18(b): Bharti Airtel is a corporation organized under the laws of India. i2i is a corporation organized under the laws of Mauritius.

3. Section 63.18(c): Correspondence concerning this filing should be sent to:

Ulises R. Pin
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2020 K Street, N.W.
Washington, DC 20006-1806
(202) 373-6664 (Tel)
(202) 373-6001 (Fax)
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4. Section 63.18(d): i2i will operate as a member of the Unity system under the FCC License.

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5. Section 63.18(h): The name, address, citizenship and principal business activity of any person having a 10% or greater interest in i2i is as follows:

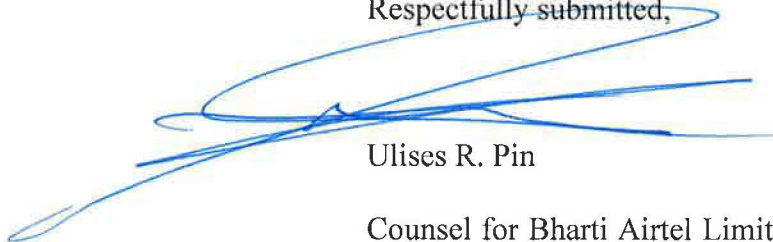
| | |
|---------------------|--|
| Name: | Bharti Airtel Limited |
| Address: | Bharti Crescent 1, Nelson Mandela Road Vasant Kunj, Phase II, New Delhi – 110070, India |
| Principal Business: | Telecommunications |
| Ownership Interest: | 100% |

Other than as previously reported to the Commission, there are no changes in Bharti Airtel's ownership. Other than as previously reported to the Commission, there are no interlocking officers or directors to report.

Bharti and i2i certify that the Transaction is *pro forma* and that, together with all previous *pro forma* transactions, will not result in a change in the ultimate controlling shareholders of Bharti Airtel.

Please contact the undersigned at (202) 373-6664, if you have any questions or comments regarding this filing.

Respectfully submitted,



Ulises R. Pin

Counsel for Bharti Airtel Limited and Network
i2i Limited

Attachments

cc: Bhavna Ahooja

CERTIFICATION

On behalf of Bharti Airtel Limited, I hereby certify that the foregoing Pro Forma Assignment Notification was prepared under my direction and control. I further certify that all statements therein are true, complete, and correct to the best of my knowledge and are made in good faith and that the Transaction described therein was *pro forma* under the Commission's Rules. I certify under penalty of perjury that the foregoing is true.

BHARTI AIRTEL LIMITED

By: _____

Name: MR NILANJAN ROY

Title: CFO- INDIA

Date: 31ST JAN 2014

CERTIFICATION

On behalf of Network i2i Limited, I hereby certify that the foregoing Pro Forma Assignment Notification was prepared under my direction and control. I further certify that all statements therein are true, complete, and correct to the best of my knowledge and are made in good faith and that the Transaction described therein was *pro forma* under the Commission's Rules. I certify under penalty of perjury that the foregoing is true.


NETWORK i2i LIMITED

By: _____

Name: _____

Title: _____

Date: _____


J.C. van de Vreede
Director
30 January 2014