

March 3, 2015

**VIA IBFS**

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

**Re: In the Matter of Emerald Networks Holdings Limited's Notification of the Pro Forma Assignment of its Submarine Cable Landing License to America Europe Connect Licenses Limited (File No. SCL-LIC-20140206-00002)**

Dear Ms. Dortch:

Emerald Networks Holdings Limited ("Emerald"), FRN 0023331861, and America Europe Connect Licenses Limited ("AECL"), FRN 0024369852, pursuant to the Cable Landing License Act<sup>1</sup> and Sections 1.767(g)(7) of the Commission's rules,<sup>2</sup> hereby notify the Commission of the *pro forma* assignment of Emerald's submarine cable landing license to AECL. The Emerald license was previously granted on October 21, 2014.<sup>3</sup> As discussed more fully below, both Emerald and AECL are majority-owned subsidiaries of Aqua Ventures International FZE ("Aqua Ventures"). As such, the assignment of Emerald's license is *pro forma* as defined in Section 63.24<sup>4</sup> of the Commission's rules because it does not result in a *de jure* or *de facto* change in the party ultimately controlling the license.

**INFORMATION REQUIRED BY 47 C.F.R. §§ 1.767(g)(7), 63.24(f)(2), AND 63.18**

As required by Sections 1.767(g)(7) and 63.24(f)(2) of the Commission's rules,<sup>5</sup> Emerald and AEC provide the following information required by Section 63.18<sup>6</sup> of the Commission's rules.

<sup>1</sup> An Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 and Executive Order No. 10530 (May 10, 1954).

<sup>2</sup> 47 C.F.R. § 1.767(g)(7).

<sup>3</sup> See *Actions Taken Under Cable License Act, Section 1.767(a) Cable Landing Licenses, Modifications, and Assignments or Transfers of Control of Interests in Cable Landing Licenses (47 C.F.R. § 1.767(a))*, Public Notice, DA 14-1533 (Oct. 24, 2014).

<sup>4</sup> 47 C.F.R. § 63.24(d),(f).

<sup>5</sup> *Id.* §§ 1.767(g)(7), 63.24(f)(2).

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**A. The name, address, and telephone number of both applicants (Section 63.18(a)).**

26, Upper Fitzwilliam Street  
Dublin 2  
Ireland  
508 254 2929

**B. The government, state, or territory under the laws of which each corporate or partnership applicant is organized (Section 63.18(b)).**

Emerald and AECL are both Irish corporations.

**C. 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 (Section 63.18(c)).**

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**D. A statement as to whether the applicant has previously received authority under Section 214 of the Act and, if so, a general description of the categories of facilities and services authorized (Section 63.18(d)).**

Neither Emerald nor AECL holds an international Section 214 authorization.

**E. The name, address, citizenship and principal place of business of any person or entity that directly or indirectly owns at least ten percent of the equity of the applicant, and the percentage of equity owned by each of those entities (Section 63.18(h)).**

Both Emerald and AECL are majority-owned subsidiaries of Aqua Ventures, a United Arab Emirates company. The address of Aqua Ventures is PO Box 50074, Fujairah, United Arab Emirates. Aqua Ventures still owns and controls over 70% of both Emerald and AECL and

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<sup>6</sup> *Id.* § 63.18.

the ownership of Aqua Ventures remains the same as when the license was granted.<sup>7</sup> No other person or entity holds a ten percent or greater ownership interest in either Emerald or AECL.

**CERTIFICATION OF *PRO FORMA* TRANSACTION PURSUANT TO SECTION 63.24(f)(2)(ii)**

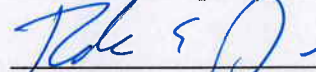
Pursuant to the attached certifications, Emerald and AECL certify that the transaction is *pro forma* and that, together with all previous *pro forma* transactions, will not result in a substantive assignment.

**CERTIFICATION OF SERVICE UPON EXECUTIVE BRANCH AGENCIES PURSUANT TO SECTION 1.767(j)**

As required by Section 1.767(j)<sup>8</sup> of the Commission's rules, a copy of this notification has been served on Executive Branch agencies, as noted in the attached certificate of service.

Respectfully submitted,

**Emerald Networks Holdings Limited  
America Europe Connect Limited**



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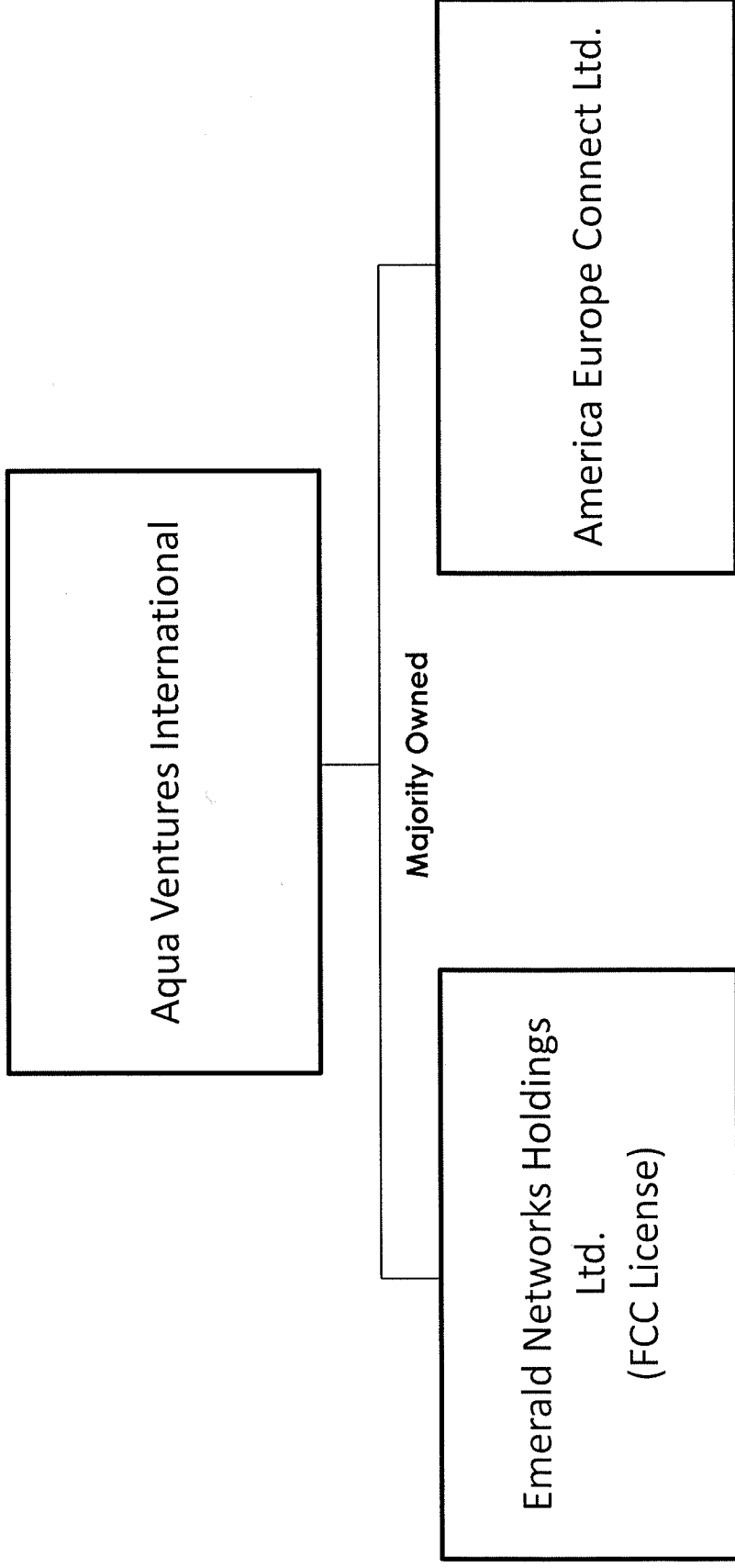
*Counsel to Emerald Networks Holdings Limited and  
America Europe Connect Licenses Limited*

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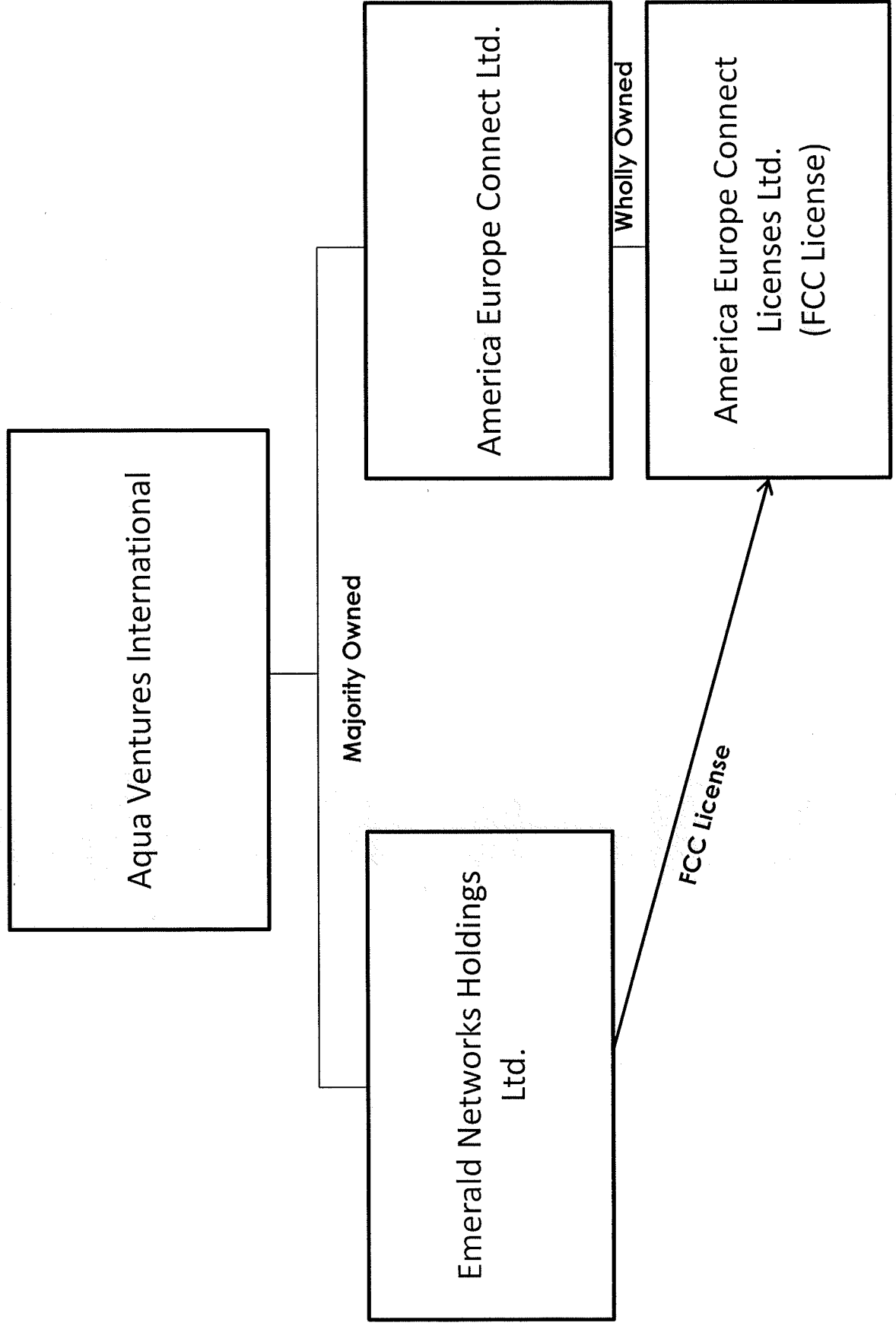
<sup>7</sup> See *Actions Taken Under Cable License Act, Section 1.767(a) Cable Landing Licenses, Modifications, and Assignments or Transfers of Control of Interests in Cable Landing Licenses* (47 C.F.R. § 1.767(a)), Public Notice, DA 14-1533 (Oct. 24, 2014).

<sup>8</sup> 47 C.F.R. § 1.767(j).

# Pre-Consummation Organizational Chart



# Post-Consummation Organizational Chart



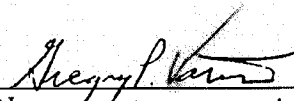
Certification

On behalf of Emerald Networks Holdings Limited, I hereby certify that the foregoing *pro forma* assignment notification was prepared under my direction and control. I further certify that all of the information contained in the attached notification is true and accurate to the best of my knowledge. The assignment effected by the *pro forma* transaction was *pro forma* as defined in 47 C.F.R. § 63.24, and, taken together with all the previous *pro forma* transactions, does not result in a change in the ultimate control of the cable landing license.

Name: Thomas P. Kelly  
Title: Director  
Date: February 23<sup>rd</sup> 2015.

**Certification**

On behalf of America Europe Connect Licenses Limited, I hereby certify that the foregoing *pro forma* assignment notification was prepared under my direction and control. I further certify that all of the information contained in the attached notification is true and accurate to the best of my knowledge. The assignment effected by the *pro forma* transaction was *pro forma* as defined in 47 C.F.R. § 63.24, and, taken together with all the previous *pro forma* transactions, does not result in a change in the ultimate control of the cable landing license.

  
Name: Gregory P. Varisco  
Title: Authorized Signatory  
Date: 28<sup>th</sup> February 2015

CERTIFICATE OF SERVICE

I hereby certify that the foregoing notification was served on the following by first-class mail on March 3, 2015:

U.S. Coordinator, EB/CIP  
U.S. Department of State  
2201 C Street, N.W.  
Washington, DC 20520-5818

Office of Chief Counsel/NTIA  
U.S. Department of Commerce  
14th St., NW and Constitution Ave., NW  
Washington, DC 20230

Defense Information Systems Agency  
Code RCG  
701 S. Courthouse Road  
Arlington, VA 22204