

**Before the
Federal Communications Commission
Washington, DC 20554**

In the Matter of)
)
Guam Cable Group, Inc., Assignor) File No. SCL-_____
)
and)
)
DOCOMO PACIFIC, INC., Assignee)

Notification of the *Pro Forma* Assignment
of Cable Landing License

To: Chief, International Bureau

**NOTIFICATION OF *PRO FORMA* ASSIGNMENT
OF CABLE LANDING LICENSE**

Pursuant to an Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39, and Section 1.767 of the Commission’s Rules,¹ Guam Telecom Cable Group, Inc., and DOCOMO PACIFIC, INC. (“DPAC”) notify the Federal Communications Commission (“Commission” or “FCC”) of the *pro forma* assignment of Guam Cable Group, Inc.’s miniscule 0.07882% interest in the China-U.S. cable, to a company with identical ownership, DPAC. DPAC is a wholly owned subsidiary of DOCOMO Guam Holdings, Inc., and Guam Cable Group, Inc. was a 100 percent indirect subsidiary of DOCOMO Guam Holdings that was eliminated as part of a planned internal corporate restructuring collapsing and dissolving several subsidiaries and assigning all licenses and assets to more logical, but identically owned, organizations within the DOCOMO chain.²

¹ 47 C.F.R. § 1.767.

² Separate notifications will be filed for assignment of the two Section 214 authorizations.

Description of Transaction and Public Interest Statement

As part of an internal restructuring, Guam Cable Group, Inc. assigned its FCC Submarine Cable license – a 0.07882 percent interest in the China-U.S. cable, File No. SCL-LIC-19980309-00005 – to its sister corporation, DPAC. This restructuring occurred on January 27, 2016. Both before and after the assignment, there was no change in the control of the license by DOCOMO Guam Holdings, Inc. Attached is a chart showing the companies before and after the reorganization.

The assignment did not change the ultimate control of the Guam Cable Group, Inc.’s miniscule 0.07882 percent interest in the China-U.S. cable. It remains indirectly owned by DOCOMO Guam Holdings, Inc., controlled by NTT DOCOMO, and thus is *pro forma* in nature.³ The Commission agreed, in situations “where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest.”⁴

Below is the information required pursuant to Section 1.767 of the Commission’s rules.

Assignor/Assignee Information in Response to Section 1.767(a)(1)-(3):

Correspondence concerning this notification should be sent to:

James W. Hofman
General Counsel
DOCOMO PACIFIC, INC.
219 S Marine Corps Dr. Ste. 206

³ *Fed. Communications Bar Ass’n’s Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses & Transfers of Control Involving Telecomms. Carriers*, Memorandum Opinion and Order, 13 FCC Rcd. 6293, 6299, ¶ 8 (1998) (“*FCBA Forbearance Order*”) (“corporate reorganization which involves no substantial change in the beneficial ownership of the corporation” is *pro forma* in nature).

⁴ *Id.* at 6295, ¶ 2. *See also 1998 Biennial Review – Review of International Common Carrier Regulations*, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999) (finding that “[r]egulatory review of [*pro forma*] transactions yields no significant public interest benefits, but may delay or hinder transactions that could provide substantial financial, operational, or administrative benefits for carriers).

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with a copy to:

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Place of Formation: DOCOMO PACIFIC, INC. is a Guam corporation; Guam Cable Group, Inc. was a Delaware corporation.

Assignee's Ownership

The name, address, citizenship, and principal business of each of DOCOMO PACIFIC, INC.'s ten percent or greater interest holders are:

Direct Ownership of DOCOMO PACIFIC, INC.

DOCOMO Guam Holdings, Inc.
c/o NTT DOCOMO, INC.
900 17th Street, NW
Suite 620
Washington, DC 20006
Citizenship: Guam Corporation
Principal Business: Holding Company
Direct Ownership Interest: 100% percent of DOCOMO PACIFIC, INC.

Indirect Ownership of DOCOMO PACIFIC, INC.

NTT DOCOMO, INC. ("DOCOMO")
2-11-1 Nagata-cho, Chiyoda-ku
Tokyo 100-6150, Japan
Citizenship: Japan
Principal Business: Mobile telecommunications and information services
Percentage Held: 100% interest in DOCOMO Guam Holdings, Inc.

NIPPON TELEGRAPH AND TELEPHONE CORPORATION ("NTT")
3-1, Otemachi 2-Chome, Chiyoda-ku
Tokyo 100-8116, Japan

Citizenship: Japan
Principal Business: Ownership of shares and exercise of rights as shareholder of NTT group companies
Percentage Held: 63.32% interest in DOCOMO

Japan Ministry of Finance
3-1-1 Kasumigaseki, Chiyoda-ku
Tokyo 100-8940, Japan
Citizenship: Japan
Principal Business: Japanese government
Percentage Held: 33.78% interest in NTT

No other individual or entity has a ten percent or greater interest in NTT or DOCOMO PACIFIC, INC.

Interlocking Directorates

Keisuke Yoshizawa is a director for DOCOMO PACIFIC, INC. and DOCOMO Guam Holdings, Inc. He also is a director for the following three foreign carriers: Hutchison Telephone Company Limited, a carrier in Hong Kong; Far Eastone Telecommunications Co., Ltd., a carrier in Taiwan; and Robi Axiata Limited, a carrier in Bangladesh.

Pro Forma Certification

The Applicants certify that the assignment is *pro forma* and did not result in a change in the actual controlling party of the China-U.S. cable submarine cable interest.⁵

The Applicants hereby certify that no party to this notification is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. DOCOMO PACIFIC, INC. further certifies that it accepts and will abide by the routine conditions specified at Section 1.767(g) of the Commission's rules, 47 C.F.R. § 1.767(g), and any attached to its grant. The undersigned certifies that all statements made in this notification and in the exhibits, attachments, or documents incorporated by reference are material, are part of this notification,

⁵ See 47 C.F.R. §§ 1.767(g)(7), 63.24(f)(2)(ii).

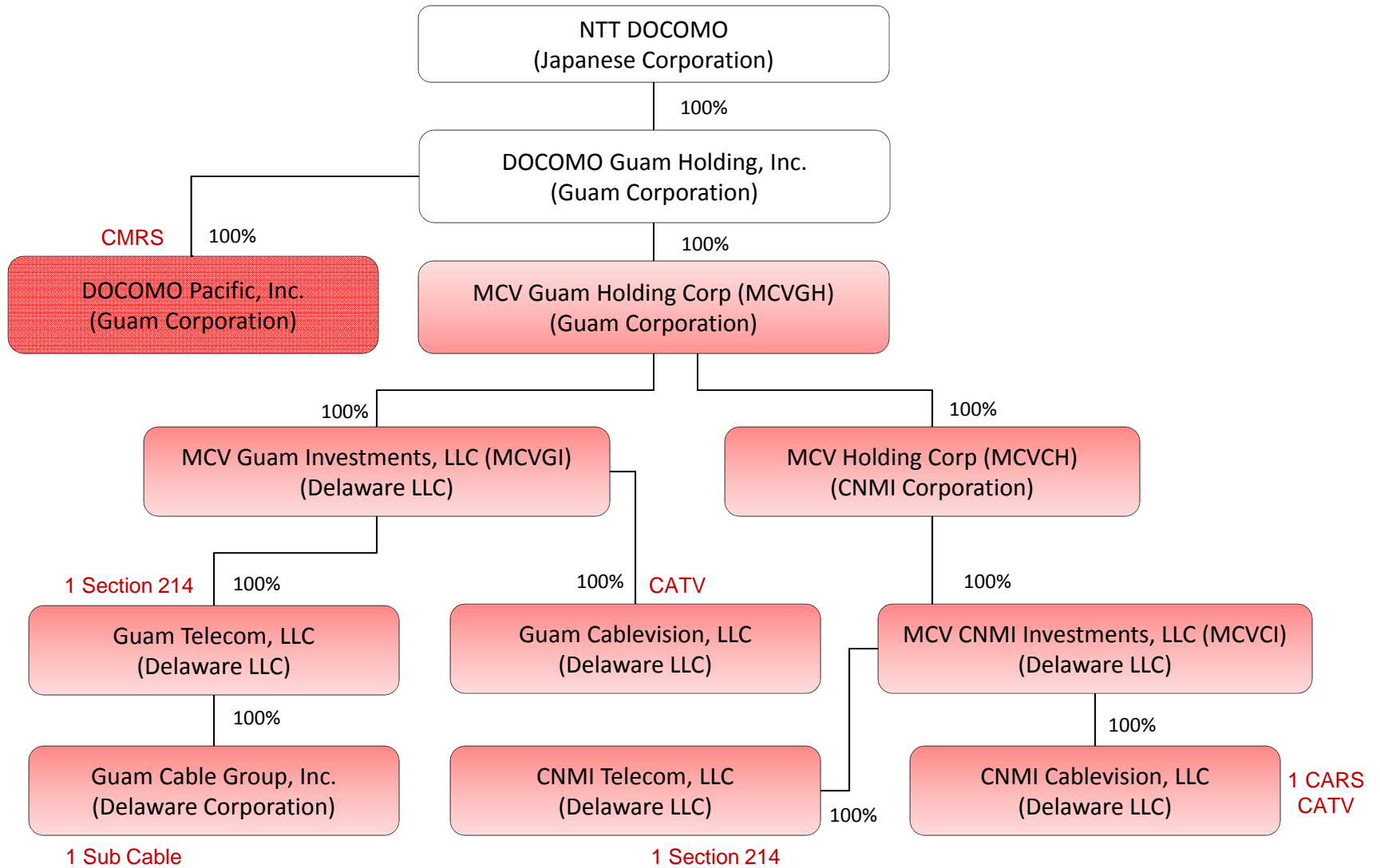
are made in good faith, and based on reasonable investigation and belief, are true, complete, and correct.

Respectfully submitted,

James W. Hofman

James W. Hofman
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DOCOMO PACIFIC, INC.
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Tamuning, Guam 96913

PRE-REORGANIZATION CORPORATE STRUCTURE



POST-REORGANIZATION CORPORATE STRUCTURE

