

August 28, 2019

**BY ELECTRONIC FILING**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

*Re: Pro Forma Assignment of Joint Interest in Cable Landing License for the Trans-Pacific Express Submarine Cable System, FCC File Nos. SCL-LIC-20070222-00002 and SCL-MOD-20080714-00012*

Dear Ms. Dortch:

Pursuant to 47 U.S.C. § 34, Executive Order No. 10,530, and 47 C.F.R. § 1.767(g)(7), NTT Worldwide Telecommunications Co., Ltd. (“NTT WT”) (FRN 0028690337), hereby notifies the Commission of the *pro forma* assignment of interest in the cable landing license held by NTT Communications Corporation (“NTT Com”) (FRN 0014808117), for the Trans-Pacific Express (“TPE”) submarine cable system. This *pro forma* assignment resulted from a corporate reorganization undertaken by Nippon Telegraph and Telephone Corporation (“NTT” the ultimate parent company of NTT WT and NTT Com) and its subsidiaries and affiliates (collectively, the “NTT Group”) to effect a de-merger that separates NTT Com’s global telecommunications business from its domestic business in Japan (the “De-Merger”). As a consequence of the De-Merger, NTT Com has assigned its interests in the TPE system to another wholly-owned subsidiary of NTT, NTT WT.

The De-Merger consists of four distinct steps. First, NTT has established a new intermediate holding company, NTT Ltd., to own the NTT Group subsidiaries for the group’s global telecommunications businesses. Second, the NTT Group established NTT WT as a new wholly-owned, direct subsidiary of NTT Com and contributed to it the assets and liabilities of NTT Com’s global telecommunications business (including NTT Com’s interest in the TPE system). Third, NTT Com contributed the shares of NTT WT and of each of the subsidiaries of its global telecommunications business (including NTT America, Inc.) to NTT Ltd. Finally, in consideration of the foregoing actions, NTT Ltd. issued shares of its own stock to NTT Com, which NTT Com distributed such shares to NTT Inc. as dividend in kind. The pre- and post-consummation ownership of the relevant parts of the NTT Group is illustrated in the attached Appendices A and B.

NTT WT is a Japanese corporation headquartered in Tokyo, Japan. It is a wholly-owned, direct subsidiary of NTT Ltd., and indirectly, of NTT Inc. and NTT.

Ms. Marlene H. Dortch  
Federal Communications Commission  
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NTT WT's contact information is as follows:

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Correspondence concerning this filing should be sent to Mr. Sato at the address listed above, with a copy to:

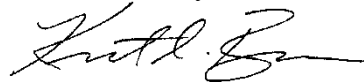
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Washington, D.C. 20036  
+1 202 730 1337  
kbressie@hwglaw.com

As required by 47 C.F.R. § 1.767(g)(7), NTT WT certifies in the attached certification that this assignment is *pro forma* in nature (as defined in 47 C.F.R. § 63.24(f)(2)(ii)) and would not, when considered together with all previous *pro forma* transactions, result in a change in control of NTT WT's interest in the TPE submarine cable system.

\* \* \* \* \*

For any questions regarding this notification, please contact me by telephone at +1 202 730 1337 or by e-mail at kbressie@hwglaw.com.

Yours sincerely,

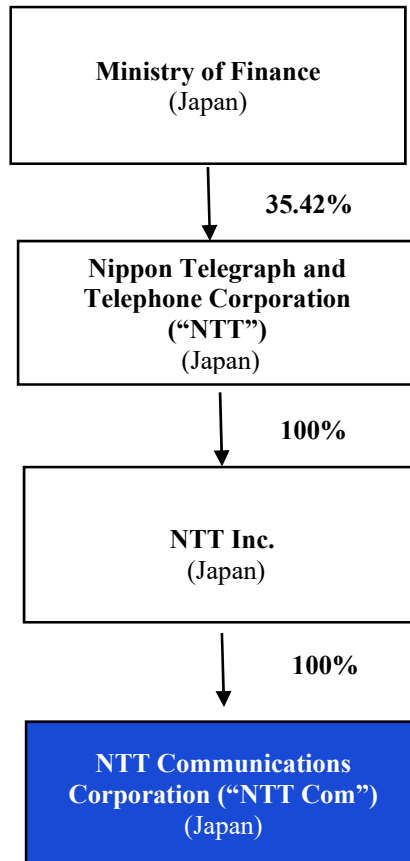


Kent Bressie

*Counsel for  
NTT Worldwide Telecommunications Co., Ltd.*

Attachments

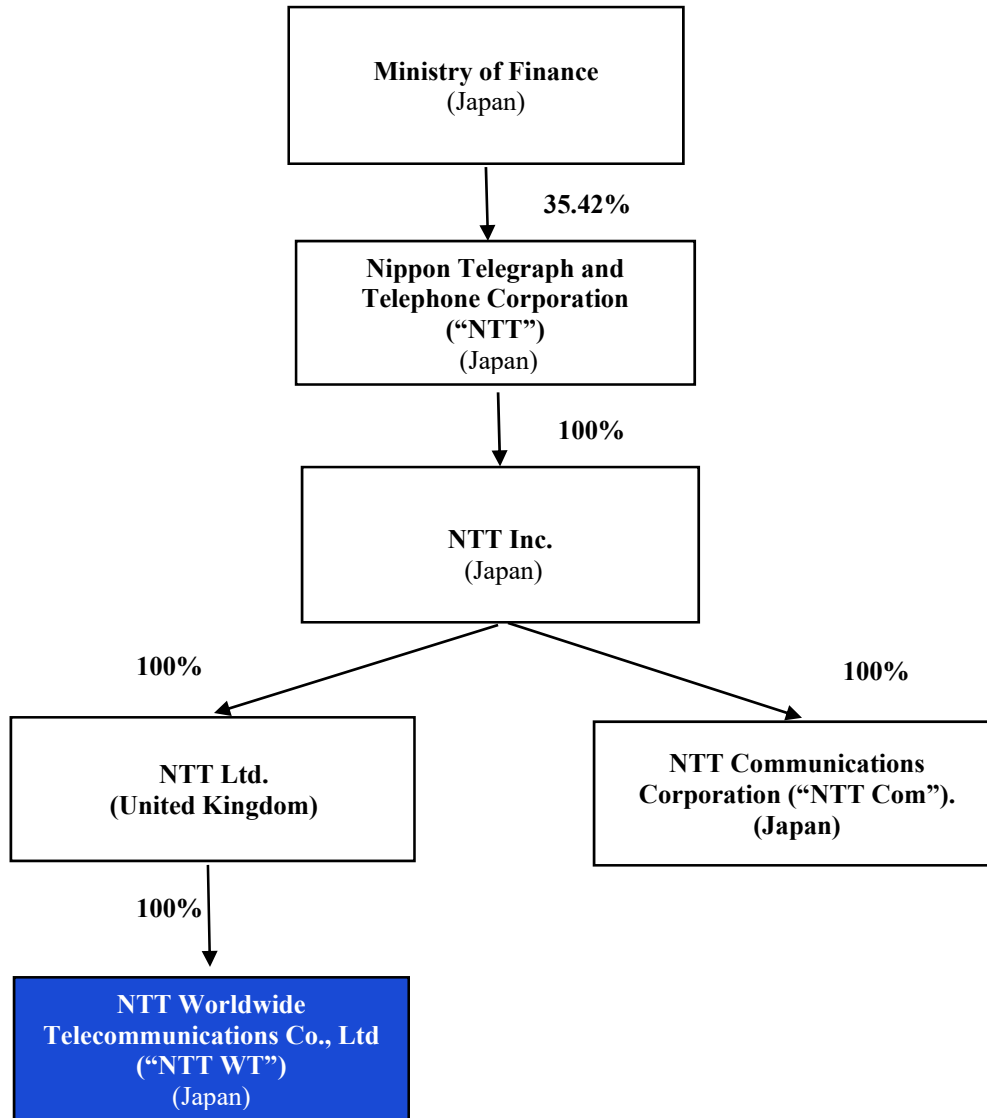
## Appendix A: Ownership of Relevant Parts of NTT Group Prior to De-Merger



 Denotes Licensee

*Note: percentages represent both voting and economic interests*

**Appendix B: Ownership of Relevant Parts of NTT Group  
Following Consummation of De-Merger**



 Denotes Licensee


*Note: percentages represent both voting and economic interests*

## CERTIFICATION

I, Yoshio Sato, as Director of NTT Worldwide Telecommunications Co., Ltd., hereby certify as follows:

1. I have reviewed the attached *pro forma* assignment notification and believe that it states fully and accurately the circumstances of the *pro forma* assignment of NTT Communications Corporation's interest in the cable landing license for the Trans-Pacific Express ("TPE") submarine cable system.
2. This assignment described therein is *pro forma* in nature under the Commission's rules and, together with all previous *pro forma* transactions, would not result in a change in the ultimate control of a licensee interest in the cable landing license for the TPE submarine cable system.
3. No party to this notification is subject to a denial of federal benefits, including FCC benefits, under Section 5301 of the Anti-Drug Abuse Act of 1988.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.



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Yoshio Sato

Executed August 28, 2019