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April 24, 2012

**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 in each of the following submarine cables connecting Asia to the United States: (i) the Unity Cable System (“Unity”) and (ii) the Asia America Gateway System (“AAG”). Unity and AAG have been licensed by the Commission and Bharti Airtel is a licensee under the applicable licenses (collectively the “FCC Licenses”).<sup>1</sup>

By this pro forma assignment filing, Bharti Airtel and i2i are providing the Commission notice of a proposed assignment of Bharti Airtel’s interest in the Unity and AAG systems and the FCC Licenses 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 is scheduled to be consummated on or about June 30, 2012. 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 Licenses. After consummation of the Transaction, Bharti Airtel will still retain indirect control of the FCC Licenses.

<sup>1</sup> See FCC File Nos. SCL-LIC-20080516-00010 and SCL-LIC-20070824-00015.

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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:

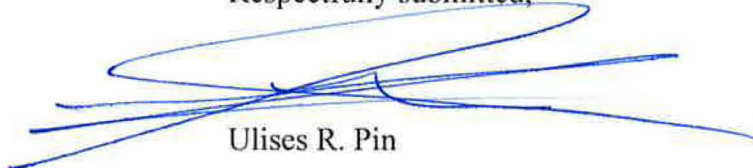
Name: Bharti Airtel Limited  
Address: 234, Okhla Industrial Estate, Phase-3  
New Delhi, India 110020  
Principal Business: Telecommunications  
Ownership Interest: 100%

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: Don Mihsill

**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:

DREW KELTON

Title:

DIRECTOR - NETWORK i2i LIMITED

Date:

23<sup>rd</sup> APRIL, 2012

**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: AJAY CHITKARA

Title: CEO - GLOBAL DATA & VOICE BUSINESS

Date: 19<sup>th</sup> APRIL, 2012

