

# Morgan Lewis

**Ulises R. Pin**

**Brett P. Ferenchak**

ulises.pin@morganlewis.com

brett.ferenchak@morganlewis.com

September 20, 2019

## **VIA IBFS**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Room TW-A325  
Washington, DC 20554

Re: IB File No. SCL-LIC-20190502-00016  
GU Holdings Inc., AARNet Pty Ltd, RTI JGA Pte. Ltd., and RTI Connectivity Pte. Ltd. -  
Application for a License to Construct, Land, and Operate a Submarine Cable Connecting  
Guam and Australia

### **SECOND SUPPLEMENT**

Dear Secretary Dortch:

Please find attached a letter from counsel to RTI JGA Pte. Ltd. and RTI Connectivity Pte. Ltd. describing changes to the ownership of Gateway Network Connections, LLC, which will provide the colocation and operations and maintenance services at the Guam cable landing station.

Please do not hesitate to contact us with any questions.

Respectfully submitted,

*/s/ Ulises R. Pin*

Ulises R. Pin  
Brett P. Ferenchak

*Counsel for GU Holdings Inc.*

cc: David Krech (FCC)  
Jodi Cooper (FCC)

**Morgan, Lewis & Bockius LLP**

1111 Pennsylvania Avenue, NW  
Washington, DC 20004  
United States

**T** +1.202.739.3000  
**F** +1.202.739.3001

September 20, 2019

**VIA ELECTRONIC FILING**

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

*Re: Application for Cable Landing License for the JGA South System, File No.  
SCL-LIC-20190502-00016*

Dear Ms. Dortch:

Through their counsel, RTI JGA Pte. Ltd. (“RTI JGA”), and RTI Connectivity Pte. Ltd. (“RTI Connectivity”, and together with RTI JGA, “RTI Group”) supplement the above-referenced application for the JGA South system that will connect Guam and Australia (the “Application”). This supplement updates the disclosures set forth in part II of the Application, as updated in the supplement filed by GU Holdings, Inc. on June 17, 2019 (“Supplement”), with respect to the ownership of Gateway Network Connections, LLC (“GNC”). As noted in the Application and Supplement, GNC, an affiliate of TeleGuam Holdings, LLC (“GTA”), will provide collocation and operations and maintenance services at the Guam cable landing station.

As stated in the Application and Supplement, GTA owns a 49-percent voting and economic interest in GNC. GNC’s 51-percent owner is Asia Connectivity Elements, Inc. (“ACE”), a newly-formed Guam corporation. ACE’s ownership, previously reported as 100-percent owned by Mr. Russell Matulich (a U.S. citizen and RTI Group’s Chief Executive Officer) has broadened. In particular, ACE has made further distributions of shares to both RTI Group management and other investors. Based on these distributions, RTI Group executives collectively hold a controlling 51-percent interest in ACE. Specifically, Mr. Russell Matulich now holds a 23.68-percent interest in ACE directly and through his wholly-owned corporation, Making Chaos Global, LLC. RTI Group’s President, Brett Lay, holds a 17-percent interest in ACE, and RTI Group’s Chief Financial Officer, Brian Mass, holds a 10.32-percent interest in ACE. Only one other investor, 360 CDIP Guam Pty Ltd, holds an interest above 5-percent in

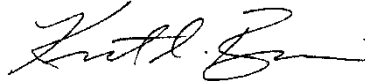
Ms. Marlene H. Dortch  
Federal Communications Commission  
September [●], 2019  
Page 2 of 2

ACE. Specifically, 360 CDIP Guam Pty Ltd, an Australian entity, holds a 36.33-percent interest in ACE.

The above-identified changes in ownership of GNC do not affect the ownership structure of RTI Group, nor its ability, together with the other applicants, to control the Guam cable landing station, and accordingly should have no material impact on the Commission's review of the pending Application.

Should you have any questions regarding the information provided above, please contact Kent Bressie by telephone at +1 202 730 1337 or by e-mail at kbressie@hwglaw.com.

Yours sincerely,



Kent Bressie  
Colleen Sechrest

*Counsel to RTI Solutions, Inc., RTI JGA Pte. Ltd.,  
and RTI Connectivity Pte. Ltd.*

cc: David Krech  
Jodi Cooper