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Via ELECTRONIC FILING

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street SW
Washington, DC 20554

Re: Notification of Pro Forma Transfer of Control of Cable Landing License
(SCL-LIC-19990301-00005)¹

Dear Ms. Dortch:

In accordance with Section 1.767(g)(7) of the Commission's Rules, 47 C.F.R. § 1.767(g)(7), Reliance Globalcom Limited ("Reliance Globalcom")² hereby notifies the Commission that on July 13, 2009 a pro forma transfer of control took place concerning the above-referenced submarine cable landing license held by Reliance Globalcom.

This pro forma transfer resulted from a corporate reorganization transaction that eliminated an intermediate entity in the ownership chain between Reliance Globalcom and its ultimate corporate parent, Reliance Communications Limited ("RCOM"). More specifically, Reliance Globalcom BV ("RGBV") holds an 86.50 percent direct interest in Reliance Globalcom. Prior to the transaction, Reliance Gateway Net Limited ("RGNL") held a 90 percent direct interest in RGBV, while RCOM held a 10 percent direct interest in RGBV. RGNL also held a 1.17% direct interest in Reliance Globalcom.³

¹ In April 2004 the Commission approved an application to modify this license to include the pro forma condition in 47 C.F.R. § 1.767(g)(7) as an amendment to paragraph (5) of the license. See IBFS File No. SCL-MOD-20040211-00005.

² Reliance Globalcom was formerly known as FLAG Telecom Group Limited, and notified the Commission of its name change by a letter filed April 3, 2008.

³ See Exhibit 1 for a diagram depicting the corporate structure prior to the pro forma transaction.

After the corporate reorganization transaction was consummated on July 13, 2009, RGNL was merged into RCOM, making RCOM the direct holder of all interest (i.e., 100%) in RGBV. In addition, the 1.17% direct interest in Reliance Globalcom that had been held by RGNL is now held by RCOM. Thus, the effect of the transaction was the removal of an intermediate company (RGNL) in the ownership chain above Reliance Globalcom.⁴

The transaction does not change the ultimate ownership or control of the submarine cable landing license held by Reliance Globalcom. RCOM continues to be the ultimate corporate parent of Reliance Globalcom, and RCOM, in turn, continues to be majority-owned and controlled by Mr. Anil Ambani.

As this transaction (1) resulted in no actual change in control over Reliance Globalcom; and (2) merely removed an intermediate company from the ownership chain above Reliance Globalcom, the transaction was pro forma as defined in Section 63.24 of the Commission's Rules. *See* 47 C.F.R. § 1.767 (g)(7) (requiring a notice of a pro forma transfer of control concerning a submarine cable landing licensee to include a certification that the transaction was pro forma as defined in Section 63.24; *see also* 47 C.F.R. § 63.24(d) ("Transfers of control or assignments that do not result in a change in the actual controlling party are considered non-substantial or pro forma."); *see also id.*, Note 2 to Paragraph (d) ("Assignment or transfer from a corporation to a wholly owned direct or indirect subsidiary thereof, or vice versa" and "Corporate reorganization that involves no substantial change in the beneficial ownership of the corporation" are presumptively pro forma).

Reliance Globalcom further certifies, as required by Rule 1.767(g)(7), that this pro forma transaction taken together with all previous pro forma transaction does not result in a change in the licensee's ultimate control. *See* 47 C.F.R. § 1.767(g)(7).

For the Commission's information, Reliance Globalcom also wishes to inform the Commission of three additional ownership transfers, none of which constitute an assignment or a transfer of control under 47 C.F.R. § 63.24(c), but which Reliance Globalcom notes nevertheless for the Commission's records⁵:

1. ESOP Stock Issuance

On August 14, 2008, Reliance Globalcom issued 30,000,000 additional shares (equal to a 2.91 percent interest) under its Employee Stock Ownership Plan to Reliance ADA Group Trustees Private Ltd. ("RADA") on behalf of Reliance Globalcom Employee Benefits Trust. As a result of this issuance of shares, there was a dilution of ownership interests of other shareholders. The following ownership percentages in Reliance Globalcom resulted from the

⁴ *See* Exhibit 2 for a diagram depicting the corporate structure after the pro forma transaction.

⁵ All of these changes are reflected in the diagrams in Exhibits 1 and 2.

stock issuance to RADA: (i) Largerwood Investments Limited (“LIL”) held 19.42 percent; (ii) RGBV held 76.5 percent; (iii) RGNL held 1.17 percent; and (iv) RADA held 2.91 percent.

2. *Transfer of Shares from LIL to RGBV*

On December 31, 2008 LIL transferred 10 percent of its ownership interest in Reliance Globalcom to RGBV. As a result of this transfer, LIL now holds a 9.42 percent interest in Reliance Globalcom, while RGBV holds an 86.50 percent interest in Reliance Globalcom.

3. *Transfer of Interests to AAACPL and AAAIPL*

On June 26, 2009, AAA Communications Private Limited (“AAACPL”) transferred 4.61 percent of its 63.38 percent interest in RCOM to AAA Industries Private Limited (“AAAIPL”), a company controlled by Reliance Innoventures Private Limited (“RIVPL”), which is controlled by Mr. Anil Ambani. AAACPL transferred a further 4.61 percent of its 63.38 percent interest in RCOM to ADA Enterprises and Ventures Private Limited (“ADAEV”), a company controlled by RIVPL, which is controlled by Mr. Anil Ambani. As a result of these transfers, AAACPL’s ownership in RCOM was reduced from 63.38 percent to a still-controlling 54.16 percent.

If you have any questions regarding this notification, please contact the undersigned.

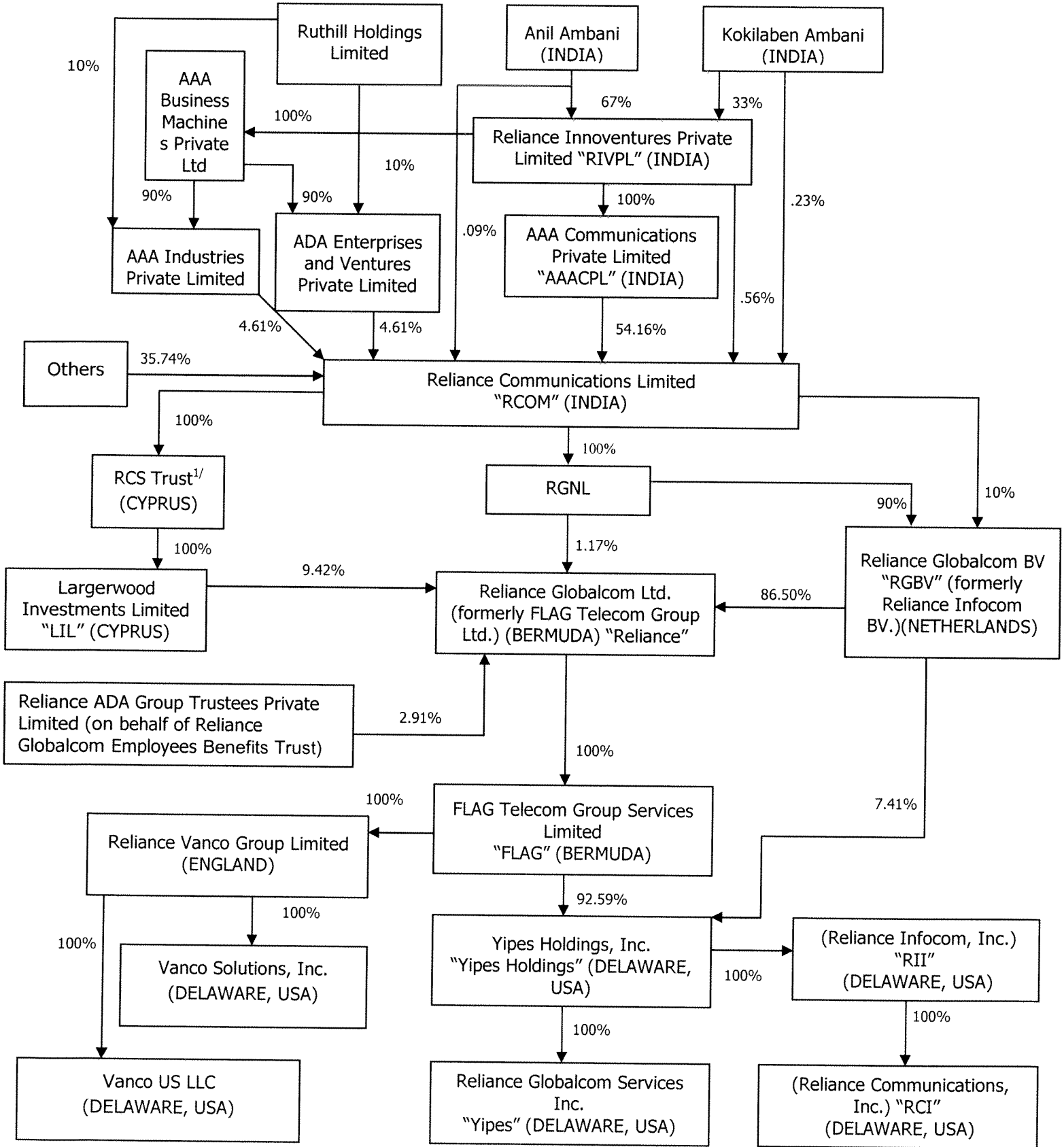
Respectfully submitted,

/s/

Christopher C. Tai
Rhonda M. Bolton

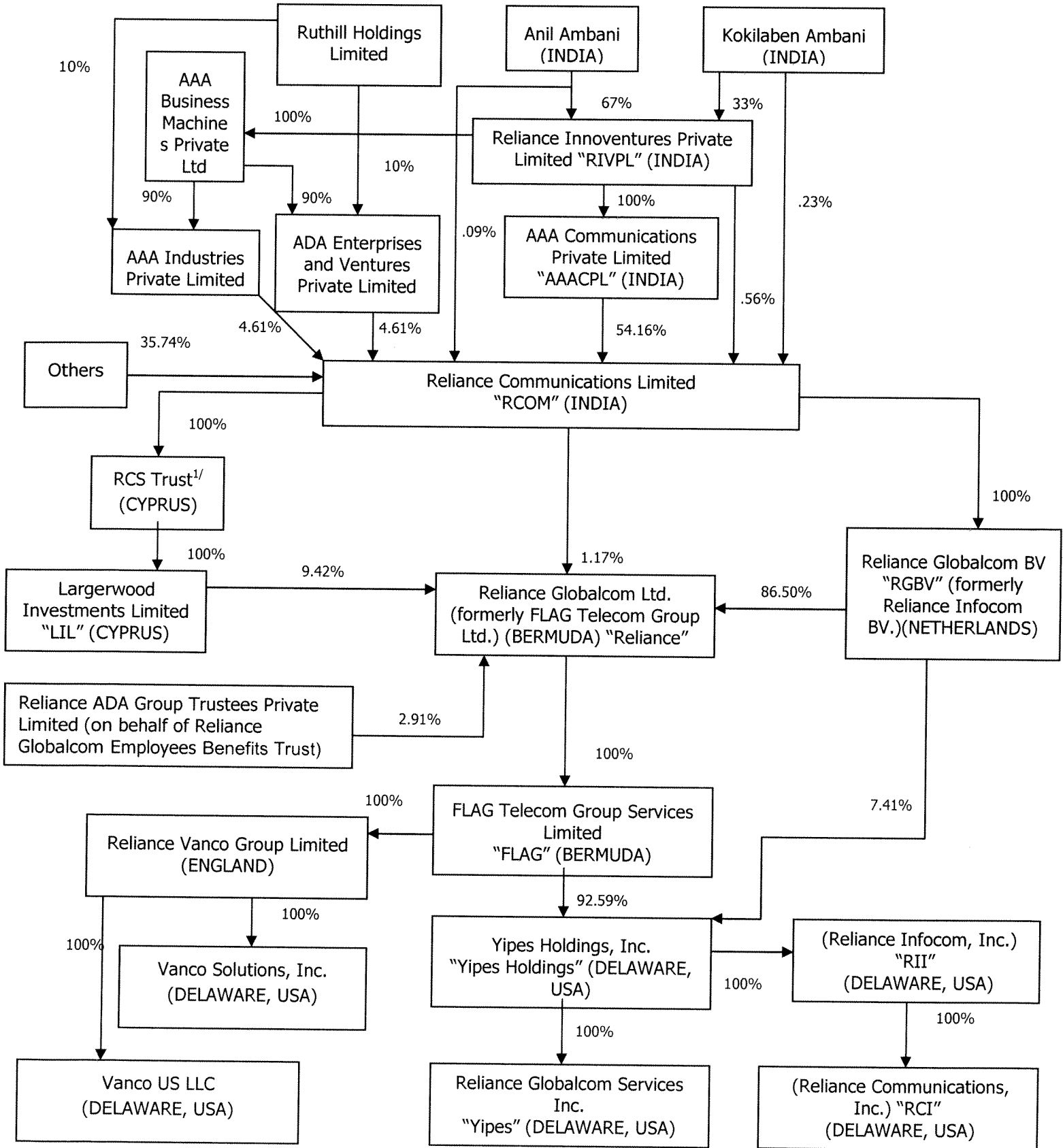
Counsel for Reliance Globalcom Limited

Exhibit 1
Reliance Corporate Structure Before July 13, 2009



^{1/} The 100% economic interest of the RCS Trust will remain with Reliance/Reliance Subsidiaries.

Exhibit 2
Reliance Corporate Structure After July 13, 2009



^{1/} The 100% economic interest of the RCS Trust will remain with Reliance/Reliance Subsidiaries.