

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
ARCOS-1 USA, Inc.)	
A.SurNet, Inc.)	
Columbus Networks USA, Inc.)	
<i>Licensees,</i>)	File No. SCL-T/C-2015 _____
)	
Columbus New Cayman Limited)	
<i>Transferor,</i>)	
)	
and)	
)	
Liberty Global plc)	
<i>Transferee</i>)	
)	
Application for Transfer of Control of)	
Cable Landing Licenses)	

**JOINT APPLICATION FOR TRANSFER OF CONTROL OF
CABLE LANDING LICENSES**

Columbus New Cayman Limited (“Columbus”¹ or “Transferor”) and Liberty Global plc² (“Liberty Global” or “Transferee”) (together, the “Applicants”), pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§34-39 (1994),

¹ Columbus is a holding company formed under the laws of the Cayman Islands. Columbus wholly owns and controls the CFX-1 and ARCOS-1 cable systems through its direct ownership interests in ARCOS-1 USA, Inc. (“ARCOS”) and its indirect ownership interests in Columbus Networks USA, Inc. (“CNUUSA”) and A.SurNet, Inc. (“ASN”), all of which hold submarine cable landing licenses (together, the “Licensees”).

² Liberty Global is an international provider of video, broadband internet, fixed-line telephony and mobile services with operations in 14 countries. Through its subsidiaries Virgin Media Inc., Unitymedia KabelBW GmbH and Telenet Group Holding N.V., Liberty Global provides video, broadband internet, fixed-line telephony and mobile services in the United Kingdom, Germany and Belgium, respectively. In the Netherlands, Liberty Global provides video, broadband internet, fixed-line telephony and mobile services through its subsidiaries Ziggo Holding B.V. and UPC Nederland B.V. Liberty Global also provides video, broadband internet and fixed-line telephony services in eight other European countries and mobile services in four other European countries. In Latin America, subsidiaries of Liberty Global provide video, broadband internet, fixed-line telephony and mobile services in Chile and video and broadband communications services in Puerto Rico.

Executive Order No. 10530, Exec. Ord. No. 10530 *reprinted as amended* in 3 U.S.C. §301, and Section 1.767 of the Rules of the Federal Communications Commission (“Commission”), 47 C.F.R. §1.767, request approval for the transfer of control of the Licensees from Columbus to Liberty Global pursuant to a transaction described below.

ARCOS and ASN are jointly authorized by the Commission to operate the ARCOS-1 fiber optic cable system (“ARCOS-1 Cable”) under File No. SCL-LIC-19981222-00032. CNUSA is authorized by the Commission to operate the CFX-1 fiber optic submarine cable system (“CFX-1 Cable”) under File No. SCL-LIC-20070516-00008.

Background

On November 6, 2014, Columbus International, Inc. (“CII”), and Cable & Wireless Communications plc (“C&W”) entered into an agreement pursuant to which C&W would acquire 100 percent of the shares of CII. CII and C&W jointly filed an application seeking Commission consent to the transfer of control of the Licensees from Columbus Networks, Limited (“CNL”), an indirect, wholly-owned subsidiary of CII, to C&W. *See* Joint Application for Transfer of Control of Cable Landing Licenses, File Nos. SCL-T/C-20141121-00013; SCL-T/C-20141121-00014, filed Nov. 21, 2014 (“Joint Application”). The Joint Application stated that the CII/C&W transaction likely would occur in a two-step process. In the first step, the shares held by CNL in the Licensees would be transferred in a *pro forma* transaction to a newly-formed company, Columbus, owned by the ultimate majority owners and controlling parties of CII. In the second step, ownership and control of Columbus and the Licensees would be transferred to C&W following Commission approval of the Joint Application.

Consistent with the Joint Application, the first step *pro forma* transaction was completed on March 31, 2015.³ By Order dated November 13, 2015, the Commission approved the transfer of control of the Licensees from Columbus to C&W.⁴

As set forth in more detail below, on November 16, 2015, Liberty Global and C&W jointly announced a recommended offer pursuant to which Liberty Global would acquire 100 percent of the issued and to be issued shares of C&W, subject to all required regulatory and corporate approvals (the “Transaction”). Thus, because of the expected Transaction between Liberty Global & C&W, the second step of the CII/C&W transaction described in the Joint Application is not currently expected to occur.⁵ Columbus and Liberty Global therefore request approval of the transfer of control of ARCOS, ASN and CNUSA from Columbus to Liberty Global.

I. THE APPLICANTS

A. ARCOS-1 USA, Inc. (Licensee)

FRN: 0008160947

³ See Notification of *Pro Forma* Transfer and Minor Amendment to Applications, File Nos. SCL-T/C-20141121-00013; SCL-T/C-20141121-00014; ITC-T/C-20141121-00304; ITC-T/C-20141121-00307, filed April 14, 2015 (the “*Pro Forma* Notification”). As described in the Joint Application and *Pro Forma* Notification, two indirect subsidiaries of CII acquired by C&W in the first step entered into intercompany management agreements to provide day-to-day management services for the benefit of the Licensees. However, Columbus and the Licensees retain ultimate authority and control over all regulated aspects of the U.S. business, including having appropriate staff in place to oversee and supervise the provision of management services by the relevant C&W entities.

⁴ See *Applications of Cable & Wireless Communications plc and Columbus New Cayman Limited for Transfer of Control of Cable Landing Licenses and Section 214 Authorizations*, Memorandum Opinion and Order, DA 15-307 (I.B. rel. Nov. 13, 2015) (“Columbus Approval Order”).

⁵ The Transaction is subject to a number of conditions, including, without limitation, securing shareholder approval and obtaining Commission consent for the Transaction. If such conditions are not fulfilled, Columbus expects to consummate the second step of the CII/C&W transaction in accordance with the Columbus Approval Order.

ARCOS is incorporated under the laws of the State of Delaware and holds the license to land and operate the ARCOS-1 Cable, jointly with ASN. ARCOS is a direct, wholly-owned subsidiary of Columbus. Upon consummation of the Transaction, ARCOS will be an indirect, wholly-owned subsidiary of Liberty Global.

B. A.SurNet, Inc. (Licensee)

FRN: 0007436074

ASN is incorporated under the laws of the State of Delaware and holds the license to land and operate the ARCOS-1 Cable jointly with ARCOS. ASN is a direct, wholly-owned subsidiary of ARCOS. Upon consummation of the Transaction, ASN will be a wholly-owned, indirect subsidiary of Liberty Global.

C. Columbus Networks USA, Inc. (Licensee)

FRN: 0016352353

CNUSA is incorporated under the laws of the State of Delaware and holds the license to land and operate the CFX-1 Cable. CNUSA is a direct, wholly-owned subsidiary of ARCOS. Upon consummation of the Transaction, CNUSA will be a wholly-owned, indirect subsidiary of Liberty Global.

D. Columbus New Cayman Limited (Transferor)

FRN: 0024524399

Columbus is a holding company organized under the laws of the Cayman Islands. Columbus is indirectly wholly-owned by three of the previous shareholders of CII: CVBI Holdings (Barbados) Inc., Clearwater Holdings (Barbados) Limited, and Mr. Brendan Paddick, a Canadian citizen.

E. Liberty Global plc (Transferee)

FRN: 0025075649

Liberty Global is a publicly-listed company incorporated under the laws of England and Wales. Liberty Global's shares are divided into two tracking stock groups: (1) Liberty Global Group, which trades on the NASDAQ Global Select Market; and (2) Liberty Latin America and Caribbean Group, which trades on the NASDAQ Global Select Market and the OTC link.

II. THE PROPOSED TRANSACTION

On November 16, 2015, Liberty Global and C&W jointly announced a recommended offer pursuant to which Liberty Global would acquire 100 percent of the issued and to be issued shares of C&W. Following Commission approval of this Application and all related transfer of control applications,⁶ ownership and control of Columbus, the Licensees and the C&W licensee subsidiaries will be transferred to Liberty Global.

III. PUBLIC INTEREST CONSIDERATIONS

Applicants respectfully submit that the Transaction will serve the public interest, convenience and necessity. The combination of C&W's Caribbean and Latin American operations with Liberty Global's operations in Chile and Puerto Rico will facilitate the creation of a leading video, broadband, mobile and business-to-business service provider across the Latin American and Caribbean region. Liberty Global also expects that the Transaction will benefit United States customers of the Licensees. Following completion of the Transaction, the combined Liberty Global and C&W Group expect to utilize their product knowledge and

⁶ Applicants are filing concurrently transfer of control applications for international section 214 authorizations and other aeronautical licenses held by other Columbus subsidiaries. In addition, Liberty Global and C&W are filing concurrently transfer of control applications for the submarine cable landing licenses and international section 214 authorization held by other subsidiaries of C&W.

customer service expertise to offer innovative video products with superior broadband speeds and seamless connectivity.

Further, Applicants expect that the Transaction will foster efficiencies that will facilitate continued investment in networks, products and services that will benefit consumers and business customers. The Transaction will enable Columbus to benefit from Liberty Global's product offerings and its scale through the sharing of Liberty Global's technology, innovation, best practices and financial benefits. The submarine cable landing licenses (and other FCC authorizations) held by the Licensees facilitate the provision of telecommunications services to customers in the U.S. Applicants expect that the Licensees' U.S. customers will experience network, product and service enhancements developed by the combined company as a result of the Transaction.

The Transaction will be seamless to consumers and will not adversely affect the Licensees' customers in the United States or in the broader Caribbean and Latin American region. Applicants anticipate that, immediately following completion of the Transaction, the Licensees will continue to provide high-quality services to their customers under existing contracts without interruption, change in rates, or other changes in terms and conditions. As noted above, the Licensees' existing customers likely will benefit from the enhanced product and service innovations developed by the combined company. The Licensees' existing customers also will benefit from Liberty Global's expertise in the provision of video, broadband, Internet, fixed line telephony and mobile services to customers in Europe, Latin America and Puerto Rico.

The Commission's public interest analysis of proposed transactions requires the Commission to balance the potential harms posed by a transaction with the potential benefits. Under the Commission's "sliding scale approach" to evaluating benefit claims, "where potential

harms appear both substantial and likely...the demonstration of claimed benefits must reveal a higher degree of magnitude and likelihood....”⁷ However, “where potential harms appear less likely and less substantial, the Commission will accept a lesser showing.”⁸ In contrast to the expected benefits to the Licensees’ customers in the United States and to customers in the wider Caribbean and Latin American region discussed above, the Transaction poses no competitive harm. No Liberty Global subsidiary holds submarine cable landing licenses or provides the telecommunications services in the United States offered by the Licensees.⁹

In sum, the proposed Transaction will improve and expand the Applicants’ service offerings across a broad range of services to consumers, without adversely affecting existing customers, and will enhance competition in an already competitive market.¹⁰ The Transaction therefore serves the public interest.

IV. INFORMATION REQUIRED BY SECTION 1.767 OF COMMISSION’S RULES

Applicants provide the following information in support of this Application as required by 47 C.F.R. §1.767:

(1) Name, address and telephone number of Applicants:

<u>Licensees</u>	ARCOS-1 USA, Inc. 15950 West Dixie Highway North Miami Beach, FL 33162 Telephone: (786) 274-7400 Fax: (786) 274-7402
------------------	--

⁷ See Columbus Approval Order at ¶32 (citations omitted).

⁸ *Id.*

⁹ Liberty Cablevision of Puerto Rico LLC, an indirect, majority-owned subsidiary of Liberty Global, provides video and broadband communications services to customers in Puerto Rico, which services do not overlap with those provided by the Licensees. Other than the Puerto Rico market, the operations of Liberty Global and its subsidiaries do not overlap, either geographically or service-wise, with any services provided by the Licensees.

¹⁰ See generally Columbus Approval Order for a discussion about the competitive nature of the submarine cable capacity market in the Caribbean and Latin America.

A.SurNet, Inc.
15950 West Dixie Highway
North Miami Beach, FL 33162
Telephone: (786) 274-7400
Fax: (786) 274-7402

Columbus Networks USA, Inc.
15950 West Dixie Highway
North Miami Beach, FL 33162
Telephone: (786) 274-7400
Fax: (786) 274-7402

Transferor: Columbus New Cayman Limited
Floor 4, Willow House
Cricket Square, P.O. Box 268
Grand Cayman KY1-1104, Cayman Islands
Telephone: 242-350-8899

Transferee: Liberty Global plc
Griffin House
161 Hammersmith Road
London, United Kingdom
W6 8BS
Telephone: +44(0) 208 483-6449

(2) Place of Formation:

Licensees: ARCOS, ASN and CNUSA are organized under the laws of the State of Delaware.

Transferor: Columbus is organized under the laws of the Cayman Islands.

Transferee: Liberty Global is organized under the laws of England and Wales.

(3) Correspondence concerning this Application should be sent to:

For Licensees and Transferor: c/o Brendan Paddick
chief executive officer
Columbus Networks USA, Inc.
1590 West Dixie Highway
North Miami Beach, FL 33162
Phone: (786) 274-7400
Fax: (786) 274-7402
bpaddick@columbus.com

with a copy to:

Ulises R. Pin, Esquire
Brett P. Ferenchak, Esquire
Morgan, Lewis & Bockius LLP
2020 K Street, NW
Washington, DC 20006
Telephone: (202) 373-6664
Fax: (202) 373-6001
u.pin@morganlewis.com
brett.ferenchak@morganlewis.com

For Transferee:

John P. Babb, Esquire
Vice President, Legal
Liberty Global, Inc.
12300 Liberty Boulevard
Englewood, CO 80112
Telephone: (303) 220-6638
jbabb@libertyglobal.com

with a copy to:

Robert L. Hoegle, Esquire
Thomas F. Bardo, Esquire
Nelson Mullins Riley & Scarborough LLP
101 Constitution Avenue, Suite 900
Washington, DC 20001
Telephone: (202) 712-2816
Fax: (202) 712-2836
bob.hoegle@nelsonmullins.com
tom.bardo@nelsonmullins.com

(4) Description of the Cable System:

A description of the ARCOS-1 Cable is available in File No. SCL-LIC-19981222-00032 and a description of the CFX-1 Cable is available in File No. SCL-LIC-20070516-00008. Both files are incorporated by reference.

(5) Landing Points:

General descriptions of the ARCOS-1 Cable and CFX-1 Cable landing locations are available in the original license files, which are incorporated by reference.

(6) A Statement as to Whether the Cable Will be Operated on a Common Carrier or Non-Common Carrier Basis:

Both the ARCOS-1 Cable and CFX-1 Cable are operated and will continue to operate on a non-common carrier basis.

(7) Ownership Interests in the ARCOS-1 Cable and the CFX-1 Cable:

The ARCOS-1 Cable is owned by a consortium. ARCOS directly holds 94.87 percent of the voting and ownership interests in the ARCOS-1 Cable. Eighteen international carriers hold the remaining voting and ownership interests in the ARCOS-1 Cable, each with a nominal ownership interest. ASN operates the ARCOS-1 Cable's landing station in North Miami Beach, Florida. Following completion of the Transaction, the interest of ARCOS and ASN in the ARCOS-1 Cable and the Florida landing station will be indirectly wholly-owned by Liberty Global.

CNUSA wholly-owns and operates the CFX-1 Cable. CNUSA also operates the U.S. cable landing station in Boca Raton, Florida. Following completion of the Transaction, CNUSA will become indirectly wholly-owned by Liberty Global.

(8) Certification and Ownership Information Required by Section 1.767(a)(8) of the Commission's Rules, 47 C.F.R. §1.767(a)(8) Incorporating by Reference the Requirements of Section 63.18(h) or (o) of the Commission's Rules, 47 C.F.R. §§63.18(h) and (o):

Section 63.18(h) – Ten Percent or Great Shareholders:

Following completion of the Transaction, Columbus will hold a (direct or indirect) 100% voting interest and equity interest in each of ARCOS, ASN and CNUSA. The following entity will hold a 100% voting and equity interest in Columbus:

Columbus Networks, Limited
Suite 205-207 Dowell House
Cr. Roebuck & Palmetto Streets
Bridgetown, Barbados
Jurisdiction: Barbados
Business: international telecommunications services
Interest: Direct holding of 100%

The following entity will hold a 100% voting and equity interest in Columbus Networks

Limited:

Columbus TTNW Holdings Inc.
Suite 205-207 Dowell House
Cr. Roebuck & Palmetto Streets
Bridgetown, Barbados
Jurisdiction: Barbados
Business: international telecommunications services
Interest: Direct holding of 100%

The following entity will hold a 100% voting and equity interest in Columbus TTNW

Holdings Inc:

Columbus International Inc.
Suite 205-207 Dowell House
Cr. Roebuck & Palmetto Streets
Bridgetown, Barbados
Jurisdiction: Barbados
Business: international telecommunications services
Interest: Direct holding of 100%

The following entity will hold a 100% voting and equity interest in Columbus

International Inc.:

Sable Holding Limited
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold a 100% voting and equity interest in Sable Holding

Limited:

Cable & Wireless Limited
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold a 100% voting and equity interest in Cable & Wireless Limited:

Cable & Wireless Communications Limited¹¹
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: International Telecommunications Services
Interest: Direct holding of 100%

The following entity will hold a 100% voting and equity interest in Cable & Wireless Communications Limited:

Coral New UKCo. Ltd.
c/o Griffin House, 161 Hammersmith Road
London, United Kingdom W6 8BS
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold a 100% voting and equity interest in Coral New UKCo. Ltd.:

LGE Coral Holdco
c/o Griffin House, 161 Hammersmith Road
London, United Kingdom W6 8BS
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

¹¹ Cable & Wireless Communications plc, a public limited company, will be converted to Cable & Wireless Communications Limited, a limited company.

The following entity will hold a 100% voting and equity interest in LGE Coral Holdco:

Liberty Global plc
Griffin House, 161 Hammersmith Road
London, United Kingdom, W6 8BS
Jurisdiction: England
Business: International provider of cable and telecommunications services
Interest: Direct holding of 100%

Following consummation of the Transaction, the following persons and/or entities are expected to have a shareholding greater than 10% of the voting and/or equity securities of Liberty Global:

John C. Malone
c/o 12300 Liberty Boulevard
Englewood, Colorado 80112
U.S. citizen
Interest: Dr. Malone is expected to hold approximately 23.7% to 24.1% of the voting power of the Liberty Global Group shares and approximately 8.2% to 10.4% of the voting power of the Liberty Global Latin America and Caribbean Group shares.

Section 63.18(h) – Interlocking Directorates:

Liberty Global does not have any interlocking directorates with foreign carriers.

Section 1.767(a)(8)(ii) – Certification Regarding Foreign Carrier Status and Foreign Affiliation:

Transferee Liberty Global is not a foreign carrier, and does not directly own a cable landing station in any foreign country.¹²

Section 1.767(a)(8)(iii) – Certification Regarding Destination Markets:

By its signature to this application, Liberty Global, certifies that following consummation of the Transaction, one or more of its affiliates will provide international telecommunications

¹² The concurrently filed Joint Application for Transfer of Control of Cable Landing License regarding the submarine cable landing license held by C&W subsidiary Cable & Wireless Network Services Limited lists the dominant and non-dominant foreign carriers currently affiliated with C&W (including entities that own or control a cable landing station in any foreign country) that Liberty Global will become affiliated with following completion of the proposed Transaction with C&W.

services in the following destination markets of the ARCOS-1 Cable: The Bahamas, the Turks and Caicos Islands, the Dominican Republic, Curacao, Venezuela, Colombia, Panama, Costa Rica, Nicaragua, Honduras, Guatemala, Belize and Mexico.

Liberty Global further certifies that following consummation of the Transaction, one or more of its affiliates will provide international telecommunications services in the following destination markets of the CFX-1 Cable: Jamaica and Colombia.

Section 1.767(a)(8)(iv) – Demonstration Regarding WTO Status and Market Power:

One ARCOS-1 destination market where a C&W affiliate currently provides and will continue to provide international telecommunications services is not a WTO member:¹³ The Bahamas.¹⁴ C&W has a 49% stake in The Bahamas Telecommunications Company Limited (“BTC”), which is 49% owned by the government of The Bahamas. The remaining 2% is held in a charitable trust. BTC appears on the FCC's "List of Foreign Carriers that are Presumed to Possess Market Power in Foreign Telecommunications Markets," DA 07-233, January 26, 2007.

Liberty Global certifies that it will comply with the dominant carrier safeguards of Sections 63.10(c) and (e) of the Commission's Rules in the provision of international services to The Bahamas, a destination market where its post-Transaction affiliated carrier has dominant status.¹⁵

¹³ The FCC has treated the British overseas territories as WTO Members. *See, e.g.*, Letter from Robert E. Dalton, Assistant Legal Adviser for Treaty Affairs, United States Department of State, to Rebecca Arbogast, Chief, Telecommunications Division, International Bureau, Federal Communications Commission (Feb. 16, 2000), at 1, *cited in* In the Matter of Cable & Wireless USA, Inc., *Order, Authorization and Certificate*, File No. ITC-214-19990709-00412, rel. Feb. 18, 2000, at ¶ 7, n. 14. Thus, Turks and Caicos should be treated as a WTO Member for purposes of this application.

¹⁴ Although The Bahamas is not a Member of the WTO, it has applied for membership status and its application is pending. The Bahamas currently holds observer status at the WTO. *See* http://www.wto.org/english/thewto_e/acc_e/a1_bahamas_e.htm.

¹⁵ Post-consummation, C&W will also be affiliated with a second authorized carrier in The Bahamas, Columbus Communications Limited, which does not have market power in Bahamas.

Section 63.18(o) – Certification Regarding Anti-Drug Abuse Act of 1988:

By its signature to this application, Liberty Global hereby certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission’s Rules, 47 C.F.R. §1.2001-1.2003 (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. §3301), that it is not subject to a denial of Federal benefits pursuant to the Anti-Drug Abuse Act of 1988.

(9) Certification of Compliance:

By its signature to this application, Liberty Global certifies that it accepts and will abide by the routine conditions set forth in Section 1.767(g) of the Commission’s Rules, 47 C.F.R. §1.767(g).

V. NATIONAL SECURITY REVIEW

C&W and the Licensees entered into a Letter of Assurance dated September 11, 2015 (“LOA”), following completion of Team Telecom’s review of C&W’s proposed acquisition of the Licensees. Liberty Global and the Licensees will continue to abide by the commitments contained in the LOA following completion of the Transaction.

VI. CONCLUSION

For the foregoing reasons, Liberty Global and Columbus respectfully submit that grant of this Application will serve the public interest, convenience and necessity.

Respectfully submitted,

LIBERTY GLOBAL PLC

/s/ Robert L. Hoegle

Robert L. Hoegle, Esquire
Thomas F. Bardo, Esquire
Nelson Mullins Riley & Scarborough LLP
101 Constitution Avenue, Suite 900
Washington, DC 20001
Telephone: (202) 712-2800
bob.hoegle@nelsonmullins.com
tom.bardo@nelsonmullins.com

Counsel for Liberty Global plc

**ARCOS-1 USA, INC.
A.SURNET, INC.
COLUMBUS NETWORKS USA, INC.
COLUMBUS NEW CAYMAN LIMITED**

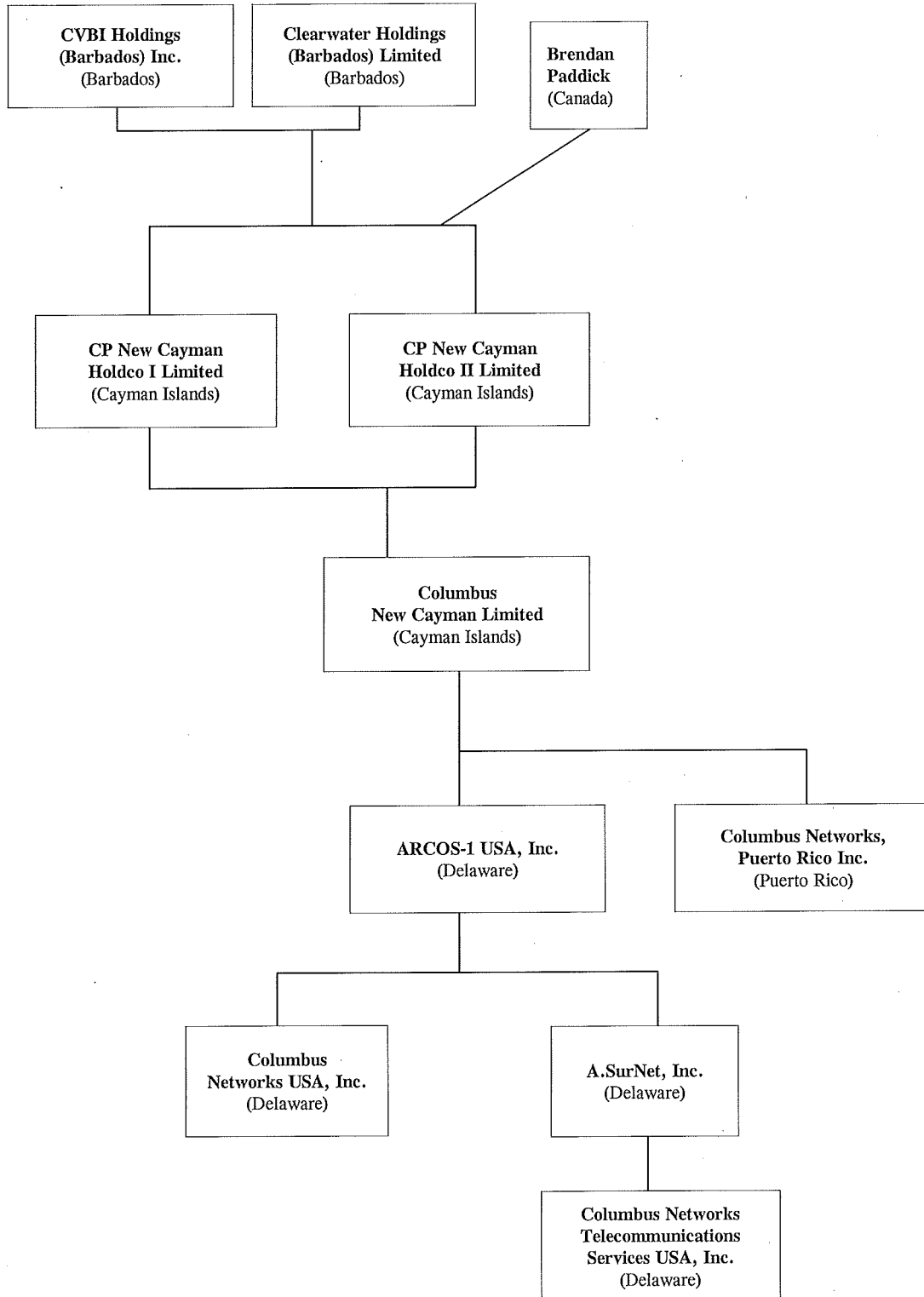
/s/ Ulises R. Pin

Ulises R. Pin, Esquire
Brett P. Ferenchak, Esquire
Morgan, Lewis & Bockius LLP
2020 K Street, N.W.
Washington, DC 20006
Telephone: (202) 373-6664
Fax: (202) 373-6001
u.pin@morganlewis.com
brett.ferenchak@morganlewis.com

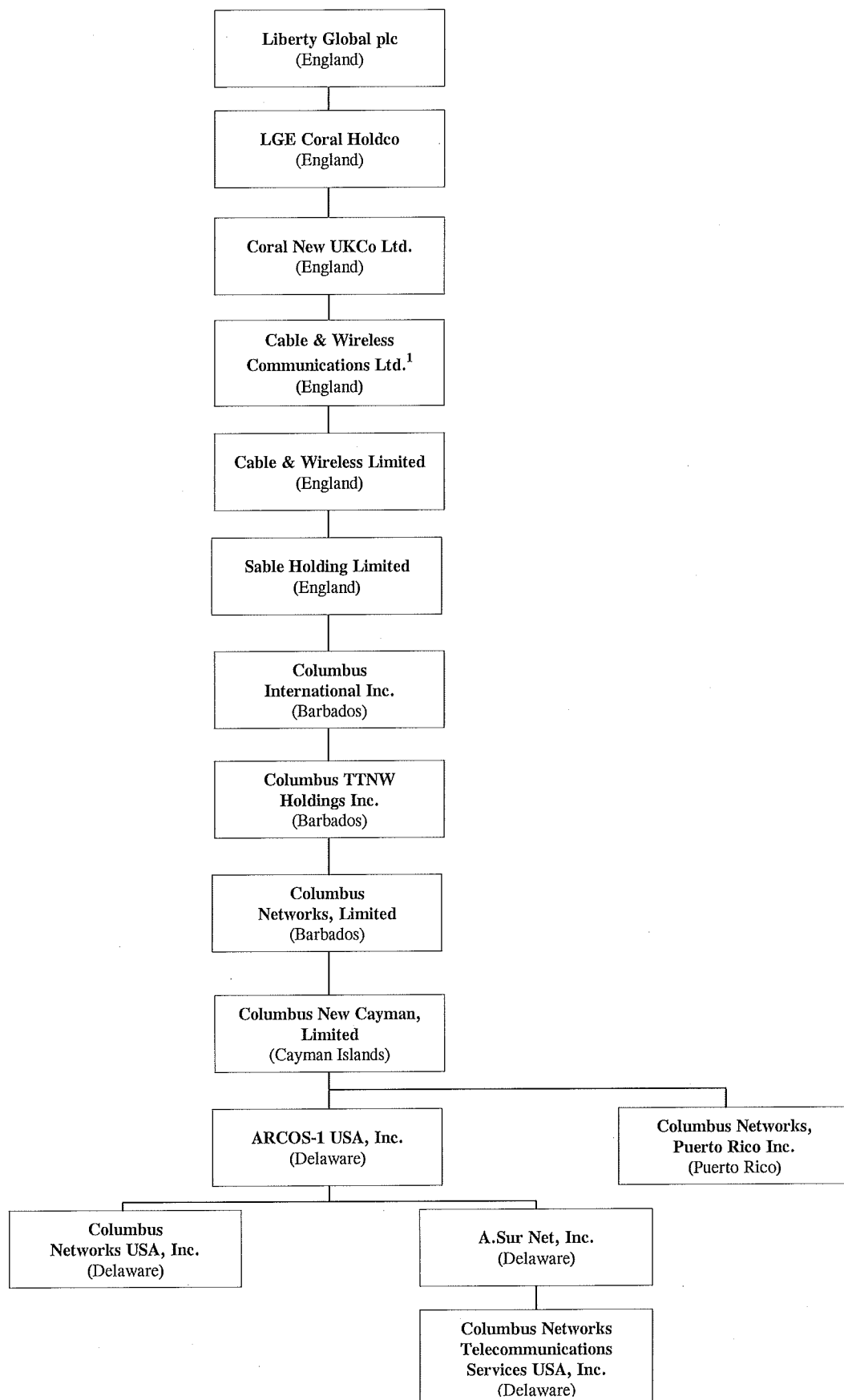
*Counsel for ARCOS-1 USA, Inc., A.SurNet, Inc.,
Columbus Networks USA, Inc. and Columbus New
Cayman Limited*

November 30, 2015

Columbus Licensees Current Structure



Columbus Licensees Post-Transaction Structure

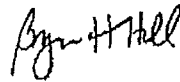


¹ Cable & Wireless Communications plc, a public limited company, will be converted to Cable and Wireless Communications Ltd., a limited company.

VERIFICATION

I, Bryan H. Hall, state that I am Executive Vice President, General Counsel and Secretary of Liberty Global plc, and that I am authorized to make this verification on behalf of Liberty Global plc; that the statements regarding the Transaction and the certifications contained in the foregoing Federal Communication Commission Joint Application for Transfer of Control of Cable Landing Licenses seeking consent to the transfer of control of Columbus New Cayman Limited and the Licensees, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under the penalty of perjury that the foregoing is true and correct.



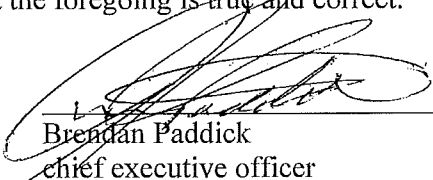
Bryan H. Hall
Executive Vice President, General Counsel
and Secretary
Liberty Global plc

Executed on November 30, 2015

VERIFICATION

I, Brendan Paddick , state that I am the chief executive officer, of Columbus New Cayman Limited (“Columbus”); that I am authorized to represent Columbus and its subsidiaries including Licensee(s) and to make this verification on their behalf; that the statements regarding the Transaction, Columbus and the Licensee(s) contained in the foregoing Federal Communications Commission application seeking consent to the transfer of control of Columbus and the Licensee(s), except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under the penalty of perjury that the foregoing is true and correct.


Brendan Paddick
chief executive officer

Executed on November 25, 2015

CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing document was served this date upon the following:

Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
(via first class U.S. mail, postage pre-paid)

U.S. Coordinator
EB/CIP
U.S. Department of State
2201 C Street, N.W.
Washington, DC 20520-5818
(via first class U.S. mail, postage pre-paid)

James Ball
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
(via electronic mail to James.Ball@fcc.gov)

Office of Chief Counsel/NTIA
U.S. Department of Commerce
14th Street and Constitution Ave., N.W.
Washington, DC 20230
(via first class U.S. mail, postage pre-paid)

David Krech
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
(via electronic mail to David.Krech@fcc.gov)

Defense Information Systems Agency
Attn: GC/DO1
6910 Copper Avenue
Fort Meade, MD 20755-7088
(via first class U.S. mail, postage pre-paid)

Susan O'Connell
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554
(via electronic mail to Susan.OConnell@fcc.gov)

Mindel De La Torre
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554
(via electronic mail to Mindel.DeLaTorre@fcc.gov)

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Troy Tanner
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554
(via electronic mail to Troy.Tanner@fcc.gov)

Denise Coca
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554
(via electronic mail to denise.coc@fcc.gov)



Thomas F. Bardo

November 30, 2015