



12 November 2018

Assistant Attorney General for National Security
U.S. Department of Justice
National Security Division
950 Pennsylvania Avenue, NW
Washington, DC 20530
Telecom@usdoj.gov

To whom this concerns:

This letter of commitments (“LOC”) made to the U.S. Department of Justice (“DOJ”) by Amalgamated Telecom Holdings Limited (“ATH”) in order to address national security, law enforcement, and public safety concerns raised with regard to applications filed by Amper S.A. (“Amper”) and ATH with the Federal Communications Commission (“FCC”) requesting authority to transfer control of certain licences and authorizations from Amper to ATH.¹ This LOC is separate from, and in addition to commitments set forth in a 12 November 2018 Letter of Assurance (“LOA”) provided by ATH to the Department of Homeland Security and DOJ with regard to the aforementioned applications.

In addition to the commitments already made to DHS and DOJ in the LOA,² ATH further commits to DOJ to abide by the following:

I. Managed Network Service Providers

Within thirty (30) business days of the execution of this LOC, ATH shall provide DOJ with a list of any Managed Network Service Provider³ (“MNSP”) and identifying the type of service offerings or support provided. DOJ shall approve or disapprove the MNSP List within thirty (30) business days of receipt. Failure by DOJ to respond within the required timeframe shall be deemed to constitute a non-objection to use of the providers included on the MNSP List.

ATH shall provide at least thirty (30) business days advance notice to DOJ prior to making any modifications to the MNSP List. In addition, ATH shall provide at least thirty (30) business days’ advance notice prior to changing the service offerings or support from a previously-listed provider (*i.e.*, where a previously-listed provider will be offering support in a previously unidentified way). DOJ shall approve or disapprove any modification or change proposed pursuant to this paragraph

¹ Federal Communications Commission (“FCC”) File No. SCL-T/C-20161220-00026, Application for Consent to Transfer Control of the Cable Landing License for the American Samoa-Hawaii Cable System; FCC File No. ITC-T/C-20161220-00377 (Joint Application to Transfer Control of Domestic and International Section 214 Authorizations); and Universal Licensing System File No. 0007584554 (AST Telecom, LLC d/b/a Bluesky).

² This Addendum incorporates and adopts the LOA’s content and definitions in full.

³ “Managed Network Service Provider” means any third party that performs services to ATH in support of the Bluesky System’s network operation, provision of services, management, production network, Domestic Communications, or DCI including, but not limited to, customer support, Operations Support Systems or Business Support Systems, maintenance, network operations center, network optimizers, information technology, cloud operations, and data center operations.

within thirty (30) business days of receipt. Failure by DOJ to respond within the required timeframe shall be deemed to constitute a non-objection to proposed modification or change.

II. Annual Report

On or before each anniversary of the date of execution of this LOC, ATH will submit to DOJ a report assessing ATH's compliance with the terms of this LOC for the preceding year. The report shall include updated MNSP Lists containing all information described in paragraph I., above, and identifying any material modifications during the reporting period.

This LOC shall inure to the benefit of, and shall be binding upon, ATH and its successors, assigns, subsidiaries, and affiliates.

ATH agrees that, in the event the commitments set forth in this LOC are breached, in addition to any other remedy available at law or equity, DOJ may request that the FCC modify, condition, revoke, cancel, terminate, or render null and void any relevant licence, permit, or other authorization granted by the FCC to ATH or any successors-in-interest.

If, after this LOC takes effect, DOJ or ATH believe that changed circumstances warrant a modification or termination of this LOC (including if DOJ determines that the terms of this LOC are inadequate or no longer necessary to address national security, law enforcement, or public safety concerns), DOJ shall negotiate in good faith with DOJ to modify this LOC. Rejection of a proposed modification alone shall not constitute evidence of a failure to negotiate in good faith.

Nothing in this LOC is intended to excuse ATH from its obligations to comply with any and all applicable legal requirements and obligations, including any and all applicable statutes, regulations, requirements, or orders.

ATH understands that, promptly upon execution of this LOC by an authorized representative or attorney for ATH, DOJ shall notify the FCC that it has no objection to the FCC's grant of the pending applications.

For and on behalf of Amalgamated Telecom Holdings Limited



Ivan Fong
Chief Executive Officer and Company Secretary
Amalgamated Telecom Holdings Limited
Level 2, Harbour Front Building, Rodwell Rd.
G.P.O. Box 11643
Suva, Fiji Islands
679-330-8700
ivan.a.fong@gmail.com