

5 October 2017

BY ELECTRONIC MAIL

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

Re: File Nos. SCL-T/C-20170328-00008, SCL-T/C-20170328-00009, SCL-T/C-20170417-00010, and SCL-T/C-20170417-00011

Dear Ms. Dortch:

On behalf of Telefónica, S.A. (“Telefónica”), I hereby respond to a question emailed by International Bureau staff on October 4, 2017, seeking clarification of the Subsequent Investment Transaction described on page 7 of the consolidated application pending in the above-referenced files.

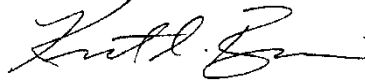
Telefónica confirms that the Subsequent Investment Transaction has not yet been consummated. Neither the Put Option nor the Call Option, as those terms are defined on page 7 of the consolidated application, has yet been exercised. Moreover, no other intermediate transaction pertaining to voting or equity interests in Telxius Telecom, S.A.U. has been consummated. Telefónica International Wholesale Services América, S.A., Telxius Cable USA, Inc., Telxius Cable Puerto Rico, Inc., and Telxius Cable Colombia, S.A. remain wholly-owned, indirect subsidiaries of Telefónica at this time, and will remain so until the consummation of the Initial Investment Transaction.

The Subsequent Investment Transaction cannot be consummated unless and until the Initial Investment Transaction, as described on pages 6 and 7 of the consolidated application, is itself consummated. The parties have not yet consummated the Initial Investment Transaction, as they still await Commission approval therefor. The parties ask that the Commission grant consent no later than October 9, 2017, to ensure that the parties may take all necessary steps to consummate the Initial Investment Transaction and consider the consummation of the Subsequent Investment Transaction.

Ms. Marlene H. Dortch
Federal Communications Commission
5 October 2017
Page 2

Should you require any additional information, please do not hesitate to contact me.

Respectfully submitted,



Kent Bressie
Susannah Larson

*Counsel for Telefónica, S.A., Telefónica
International Wholesale Services América, S.A.,
Telxius Cable USA, Inc., Telxius Cable Puerto Rico,
Inc., and Telxius Cable Colombia, S.A.*

cc: Jodi Cooper
David Krech