

September 29, 2021

Via IBFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
45 L Street NE
Washington, DC 20554

Re: APPLICATION OF Hawaiki Submarine Cable USA LLC, HCL Limited Partnership and BW Digital Pte. Ltd.; IBFS File No. SCL-T/C-20210831-00038

SUPPLEMENT

Dear Ms. Dortch:

Pursuant to Section 1.65 of the Commission's rules,¹ HCL Limited Partnership ("HCL LP" or "Transferor") and BW Digital Pte. Ltd. ("BW Digital" or "Transferee"), by their undersigned representatives, hereby supplement the above-referenced application (the "Application") seeking consent to the transfer of control of Hawaiki Submarine Cable USA LLC ("HSC USA" or "Licensee" and together with Transferor and Transferee, "Applicants") through acquiring ownership and control of 100% of the equity interests of HSC LP and Hawaiki Submarine Cable General Partner Limited ("HSC GP"), the 100% indirect owner of HSC USA.

Applicants provide the below information in response to inquiries from Commission Staff:

1. Conyers Trust Company (Bermuda) Limited is a company holding an unlimited trust license issued by the Bermuda Monetary Authority in accordance with the Trusts (Regulation of Trust Business) Act 2001. This unlimited license allows the holder to carry on business related to trusts and to solicit business publicly within Bermuda related to trusts. At base, this license is the authority for Conyers to operate as a trust company within Bermuda. In order for a license holder to act as a sole trustee, the license held must be an unlimited license as opposed to a limited license. Limited license holders may only hold trust assets totaling \$30 million.
 - Address: Richmond House, 12 Par-la-Ville Road, PO Box HM 666, Hamilton, HM CX, Bermuda (British Territory)
 - Principal Business: Trust company
 - Citizenship: Bermuda
2. HSC LP holds 100% of the HSC USA's equity. HSC LP's General Partner is HSC GP and management of the Hawaiki companies is at the HSC LP level where the Board resides. At the completion of the Transaction, BW Digital will be obtaining all equity interests in HSC USA, HSC GP and HSC LP. As such, BW Digital will own 100% of HSC GP, which, as General Partner of HSC LP, will control the sole member of HSC USA. For the avoidance of doubt, HSC GP does not hold any equity in HSC USA.
3. Please see updated Exhibits A and B attached hereto updating HSC USA's ownership post-closing.

Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

¹ 47 C.F.R. § 1.65.

Marlene H. Dortch, Secretary
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Respectfully submitted,

/s/ Ulises R. Pin

Andrew D. Lipman
Ulises R. Pin
Joshua M. Bobeck

Counsel to HSC USA and HCL LP



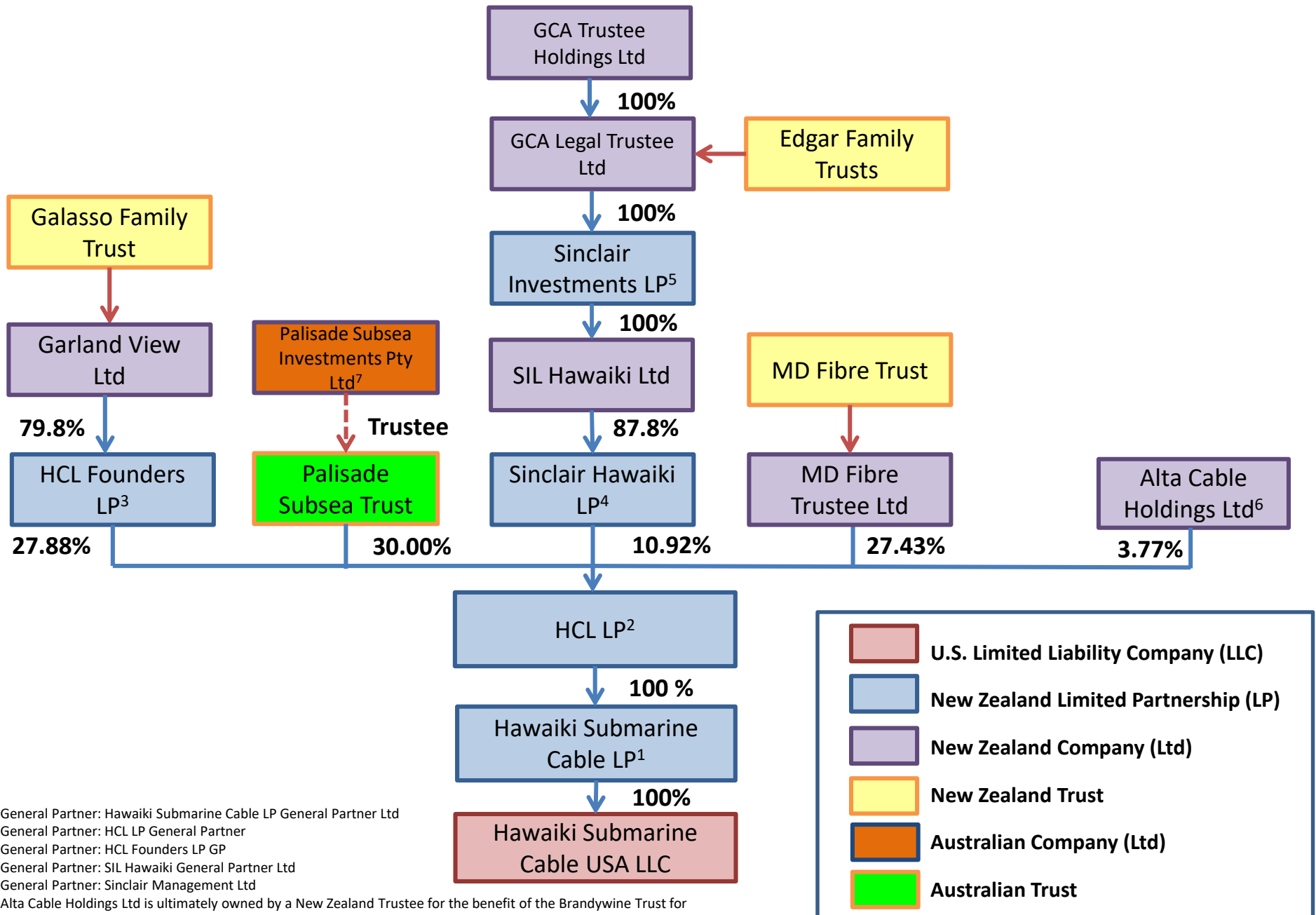
Marc D. Machlin

Counsel to BW Digital Pte. Ltd.

CC: Denise Coca
Francis Gutierrez
David Krech
Arthur Lechtman

UPDATED EXHIBIT A

HSC USA Pre-Transaction Organization Chart:



1 General Partner: Hawaiki Submarine Cable LP General Partner Ltd

2 General Partner: HCL LP General Partner

3 General Partner: HCL Founders LP GP

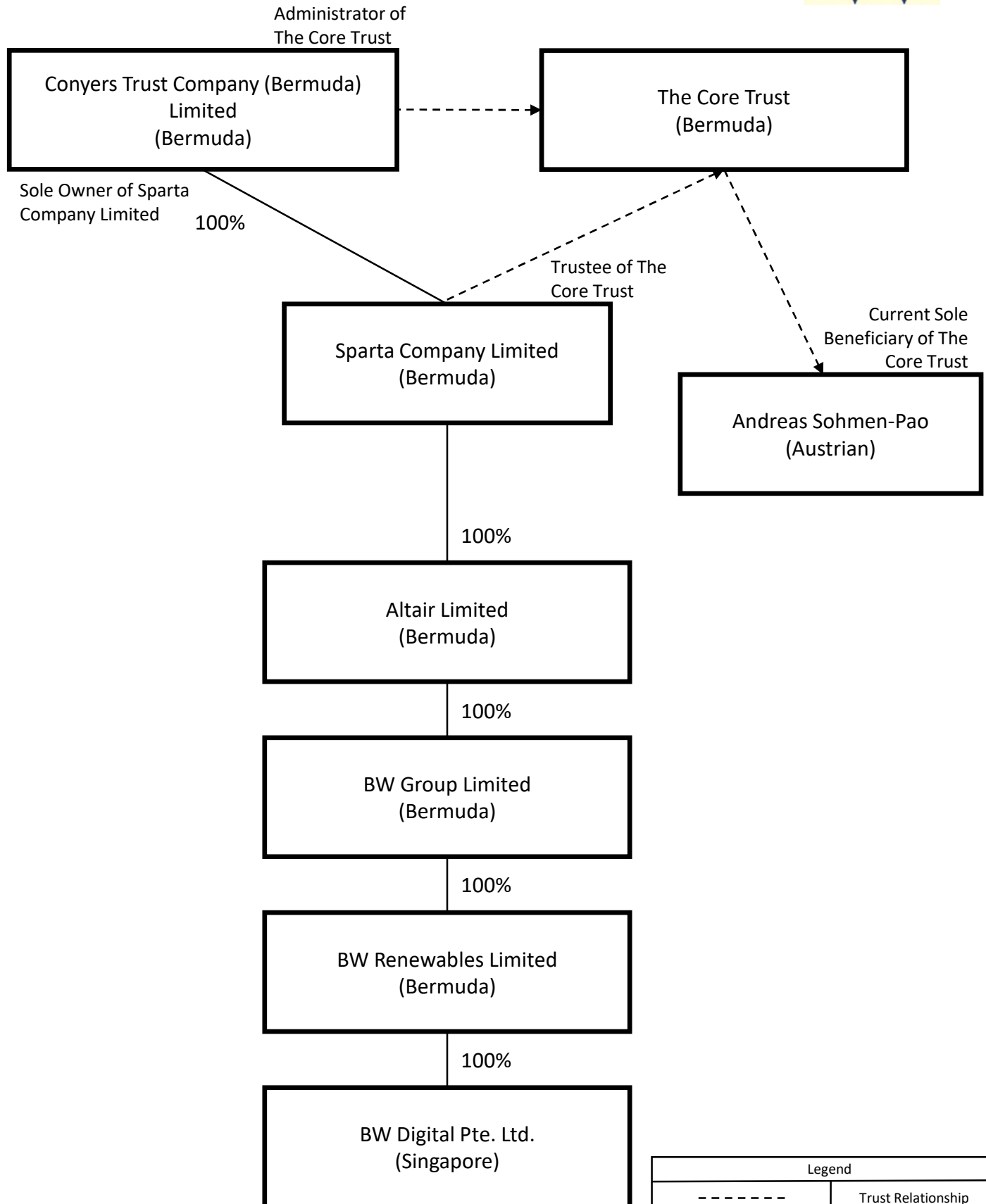
4 General Partner: SIL Hawaiki General Partner Ltd

5 General Partner: Sinclair Management Ltd

6 Alta Cable Holdings Ltd is ultimately owned by a New Zealand Trustee for the benefit of the Brandywine Trust for Mr. Greg Tomlinson, a New Zealand citizen.

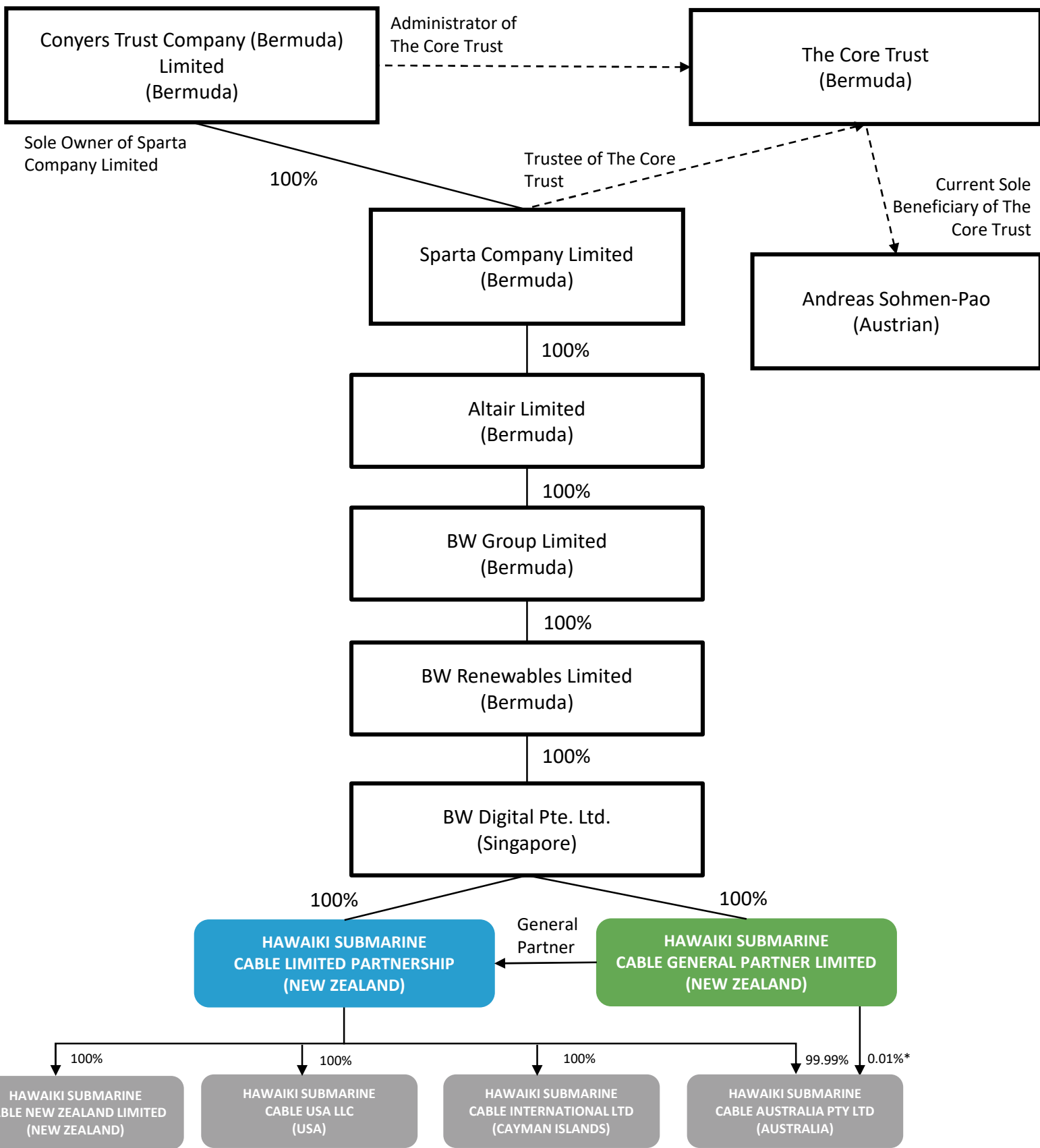
7 Palisade is owned by Pinnacle Fund Services Ltd, Perpetual Trust Services Ltd, LGIA Super Trustee and Pinnacle RE Services Ltd, each an Australian company, and none of which owns 10% or more of HCL LP.

BW GROUP LIMITED
CURRENT LEGAL CORPORATE STRUCTURE



Legend	
-----	Trust Relationship
—————	Ownership Relationship

Project Poseidon: Organizational Chart of Buyer Post-Transaction



*HSC LP owns 3,417,318 redeemable preference shares in HSC AUS and HSC GP owns 120 ordinary shares in the entire share capital of HSC AUS.

Legend	
-----	Trust Relationship
—————	Ownership Relationship

UPDATED EXHIBIT B

EXHIBIT B

HAWAII OWNERSHIP POST-TRANSACTION

Following consummation of the proposed Transaction, HSC USA will have the following 10 percent or greater direct or indirect interest¹ holders:

HSC LP

Address: 125, The Strand (Level 3) - Parnell - Auckland 1010 - New Zealand
Citizenship: New Zealand
Principal Business: Submarine Cable Telecommunications
Relationship: HSC LP directly owns 100% of HSC USA.

HSC GP Ltd.

Address: 2/a, 3 Ceres Court, Rosedale - Auckland 0632, New Zealand
Citizenship: New Zealand
Principal Business: General Partner
Relationship: HSC GP Ltd. is the sole general partner of HSC LP and indirectly controls 100% of HSC USA.

BW Digital²

Address: 10 Pasir Panjang Road, #18-01 - Mapletree Business City - Singapore 117438
Citizenship: Singapore
Principal Business: Investment Holding Company
Relationship: Upon closing of the Transaction, BW Digital will directly own 100% of HSC LP and will indirectly own 100% of HSC USA.

BW Renewables Limited³

Address: Washington Mall, Phase 2, 4th Floor, Suite 400, 22 Church Street, HM 1189, Hamilton HM EX, Bermuda
Citizenship: Bermuda
Principal Business: Investment Holding Company
Relationship: BW Renewables Limited directly owns 100% of BW Digital and upon closing of the Transaction will indirectly own 100% of HSC LP and HSC USA.

¹ Unless otherwise indicated, all interests include economic and voting interests.

² BW Digital is managed by BW Group, a Bermuda company.

³ BW Renewables Limited is managed by BW Group, a Bermuda company.

BW Group

Address: Washington Mall, Phase 2, 4th Floor, Suite 400, 22 Church Street, HM 1189, Hamilton HM EX, Bermuda

Citizenship: Bermuda

Principal Business: Investment Holding Company

Relationship: BW Group directly owns 100% of BW Renewables Limited and upon closing of the Transaction will indirectly own 100% of HSC LP and HSC USA.

Altair Limited⁴

Address: Washington Mall, Phase 2, 4th Floor, Suite 400, 22 Church Street, HM 1189, Hamilton HM EX, Bermuda

Citizenship: Bermuda

Principal Business: Investment Holding Company

Relationship: Altair Limited directly owns 100% of BW Group and upon closing of the Transaction will indirectly own 100% of HSC LP and HSC USA.

Sparta Company Limited⁵

Address: Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda

Citizenship: Bermuda

Principal Business: Trustee

Relationship: Sparta Company Limited directly owns 100% of Altair Limited and upon closing the closing the Transaction will indirectly own 100% of HSC LP and HSC USA.

Andreas Sohmen-Pao

Address: 27A Swiss Club Road, Singapore 288144

Citizenship: Austria

Principal Business: Executive, entrepreneur, and investor

Relationship: Andreas Sohmen-Pao is the Chairman of BW Group and its listed entities, and is the sole beneficiary of The Core Trust.

No other person or entity has or will have 10% or greater direct or indirect voting or equity interest in HSC USA. Apart from the persons and entities listed here, no other person or entity will have any direct or indirect voting or equity interest in HSC USA.

HSC USA does not have interlocking directorates with a foreign carrier.

⁴ Altair Limited is managed by Sparta Company Limited, a Bermuda company.

⁵ Sparta Company Limited is the Trustee of The Core Trust, an irrevocable trust settled in Bermuda, the trust fund of which is controlled and managed by Sparta Company Limited. Conyers Trust Company (Bermuda) Limited is the sole owner of Sparta Company Limited.