



PUBLIC NOTICE

Federal Communications Commission
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DA 21-432
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APPLICATION GRANTED FOR THE TRANSFER OF CONTROL OF TELIA CARRIER U.S. INC. TO OURA BIDCO US, INC.

WC Docket No. 20-344

By this Public Notice, the Wireline Competition Bureau (Bureau) grants, as conditioned, the application filed by Telia Company AB (Telia Company), Telia Carrier U.S. Inc. (Telia Carrier), and Oura Bidco US, Inc. (BidCo US) (collectively, Applicants),¹ pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting consent to transfer control of Telia Carrier from Telia Company to BidCo US.²

On November 3, 2020, the Bureau released a public notice seeking comment on the Application.³ The Bureau did not receive comments or petitions in opposition to the Application.

Telia Carrier, a Delaware corporation, operates a nationwide fiber-optic communications network and provides long distance and other telecommunications services to wholesale and enterprise customers throughout the United States. Telia Carrier is a direct, wholly owned subsidiary of Telia Company, a Swedish multinational telecommunications company.

BidCo US, a Delaware corporation, was organized for the purposes of completing the proposed transaction and does not offer domestic telecommunications services in the United States. BidCo US is an indirect, wholly owned U.S. subsidiary of Polhem Infra KB, a Swedish limited partnership established for the purpose of asset management and investment for the benefit of the Swedish Parliament and the Swedish people.⁴ Polhem Infra KB is held by the following Swedish investment funds: Första AP-fonden/First Swedish National Pension Fund (AP1) (33.3%); Tredje AP-fonden/Third Swedish National

¹ Joint Application for Consent to Transfer Control of Domestic Authority Pursuant to Section 214 of the Communications Act of 1934, As Amended, WC Docket No. 20-344 (filed Oct. 15, 2020) (Application). On October 28, 2020, Applicants filed a supplement to their Application. Letter from Nancy J. Victory, Counsel for Oura BidCo US, Inc., to Marlene H. Dortch, FCC, WC Docket No. 20-344 (filed Oct. 28, 2020) (Supplement Letter).

² See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants also filed applications for the transfer of authorizations associated with international services and a submarine cable. A grant of the domestic section 214 application is without prejudice to Commission action on other related, pending applications.

³ *Domestic Section 214 Application Filed for the Transfer of Control of Telia Carrier U.S. Inc. to Oura BidCo US, Inc.*, WC Docket No. 20-344, Public Notice, DA 20-1306 (WCB 2020).

⁴ Applicants provided additional ownership information in their Application. Application at 6-8.

Pension Fund (AP3) (33.33%); and Fjärde AP-fonden/Fourth National Swedish Pension Fund (AP4) (33.3%).⁵ Applicants state that no affiliate of BidCo US provides domestic telecommunications services.

On November 6, 2020, the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Committee) notified the Commission that it was reviewing the Application for any national security and law enforcement concerns that may be raised by foreign participation in the United States telecommunications services sector and requested that the Commission defer action on the Application.⁶ We deferred action in response to this request from the Committee. On December 23, 2020, the Committee notified the Commission that the Applicant had provided complete responses to initial questions posed by the Committee and that the Committee was conducting an initial review to assess whether granting the Application would pose a risk to the national security or law enforcement interests of the United States.⁷

On April 12, 2021, the National Telecommunications and Information Administration (NTIA) submitted a Petition to Adopt Conditions to Authorization and License (Petition) on behalf of the Committee.⁸ In the Petition, NTIA advises the Commission that it has no objection to the Commission granting the Application “provided that the Commission conditions its approval on the assurance of Telia Carrier U.S., Inc. (Telia Carrier) to abide by the commitments and undertakings set forth in the April 6, 2021, Letter of Agreement (LOA),” attached to the Petition.⁹

In accordance with the request of NTIA and in the absence of any objection from the Applicants, we grant the Petition, and, accordingly, we condition grant of the Application on compliance by the Applicants with the commitments and undertakings set out in the Letter of Agreement that apply to the Application.¹⁰ A failure to comply with and/or remain in compliance with any of the provisions of the Letter of Agreement shall constitute a failure to meet a condition of these authorizations and the underlying authorizations and licenses and thus grounds for declaring the underlying authorizations and licenses terminated without further action on the part of the Commission. Failure to meet a condition of these authorizations may also result in monetary sanctions or other enforcement action by the Commission.

⁵ The individuals collectively holding a controlling interest in the funds, all Swedish citizens and one dual U.S.-Swedish citizen, are listed in the Supplement. Supplement Letter at 1, 2.

⁶ Letter from Christine M. Quinn, U.S. Department of Justice, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 20-344; ITC-T/C-20201015-00183 at 1 and Attach. 1 (Notification from Chair) (filed Nov. 6, 2020) (on file in WC Docket No. 20-344).

⁷ Letter from Lee Licata, U.S. Department of Justice, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 20-344; ITC-T/C-20201015-00183 (filed Dec. 23, 2020) (on file in WC Docket No. 20-344).

⁸ Petition to Adopt Conditions to Authorization and License, WC Docket No. 20-344; ITC-T/C-20201015-00183 (filed Apr. 12, 2021) (on file in WC Docket No. 20-344).

⁹ *Id.* at 1-2.

¹⁰ *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations, et al.*, WT Docket 18-197, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10732-33, para. 349 (2019); *Rules and Policies on Foreign Participation in the U.S. Telecommunications Market; Market Entry and Regulation of Foreign-Affiliated Entities, Report and Order and Order on Reconsideration*, 12 FCC Rcd 23891, 23918-21, paras. 59-66 (1997), recon. denied, 15 FCC Rcd 18158 (2000) (in opening the U.S. telecommunications market to foreign entry in 1997, the Commission affirmed that it would consider national security, law enforcement, foreign policy, and trade policy concerns related to reportable foreign ownership as part of its overall public interest review of applications for international section 214 authority, submarine cable landing licenses, and declaratory rulings to exceed the foreign ownership benchmarks of section 310(b) of the Act).

Grant of Application, Subject to Condition

We find, upon consideration of the record, that the proposed transfer will serve the public interest, convenience, and necessity.¹¹ This grant of the Application and Petition is conditioned as set out in this Public Notice.

Pursuant to sections 214 of the Act, 47 U.S.C. §§ 214 and sections 0.91, 0.291, 63.03, and 63.04 of the Commission's rules, 47 CFR §§ 0.91, 0.291, 63.03, and 63.04, we grant the Application and the Petition with the condition described above. Pursuant to section 1.103 of the Commission's rules, 47 CFR § 1.103, the consent granted herein is effective upon the release of this Public Notice. Petitions for reconsideration under section 1.106 or applications for review under section 1.115 of the Commission's rules, 47 CFR §§ 1.106, 1.115, may be filed within 30 days of the date of this Public Notice.

For further information, please contact Dennis Johnson, Wireline Competition Bureau, (202) 418-0809.

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¹¹ See 47 U.S.C. § 214(a); 47 CFR § 63.03.