



# PUBLIC NOTICE

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Report No. SCL-00324

## Actions Taken Under Cable Landing License Act

### Section 1.767(a) Cable Landing Licenses, Modifications, and Assignments or Transfers of Control of Interests in Cable Landing Licenses (47 C.F.R. § 1.767(a))

By the Chief, Telecommunications and Analysis Division, International Bureau:

Pursuant to An Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (Cable Landing License Act), Executive Order No. 10530, Exec. Ord. No. 10530 reprinted as amended in 3 U.S.C. § 301, and section 1.767 of the Commission's rules, 47 C.F.R. § 1.767, the following applications ARE GRANTED. These grants of authority are taken under section 0.261 of the Commission's rules, 47 C.F.R. § 0.261. Petitions for reconsideration under section 1.106 or applications for review under section 1.115 of the Commission's rules, 47 C.F.R. §§ 1.106, 1.115, may be filed within 30 days of the date of this public notice.

These applications have been coordinated with the Department of State and other Executive Branch agencies pursuant to section 1.767(b) of the Commission's rules, 47 C.F.R. §1.767(b), and consistent with procedures established with the Department of State. See Review of Commission Consideration of Applications under the Cable Landing License Act, IB Docket No. 00-106, Report and Order, 16 FCC Rcd 22167, 22192-93, paras. 51-52 (2001) (Submarine Cable Landing License Report and Order); Streamlined Procedures for Executive Branch Review of Submarine Cable Landing License Requests, State Department Media Note (Revised) (rel. Dec. 20, 2001) available at <http://2001-2009.state.gov/r/pa/prs/ps/2001/6951.htm>.

This public notice serves as each cable landing licensee's Cable Landing License, or modification thereto, pursuant to the Cable Landing License Act and sections 1.767 and 1.768 of the Commission's rules. Cable landing licensees should review carefully the terms and conditions of their licenses. Failure to comply with these terms and conditions or relevant Commission rules and policies could result in fines or forfeitures.



Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

**Current Licensee:** Interoute US LLC**FROM:** GTT Communications, Inc.**TO:** Cube Telecom Europe US Bidco LLC

Application filed for consent to the transfer control of Interoute US LLC (Interoute US) from GTT Communications, Inc. (GTT Communications) to Cube Telecom Europe (US BidCo), LLC (US BidCo) (collectively, Applicants). Upon consummation of the transaction, US BidCo will acquire all of the issued and outstanding shares of Interoute US, an indirect subsidiary of GTT Communications, resulting in a transfer of control of Interoute US. As a result of a pro forma assignment that occurred after the filing of the Application, effective March 1, 2021, Interoute US is the licensee of the GTT Atlantic Cable System, SCL-LIC-19990804-00012, SCL-MOD-20020412-00023. See SCL-ASG-20210402-00019. The GTT Atlantic Cable System is a non-common carrier cable connecting the United States, Canada, Ireland, and the United Kingdom.

Interoute US is a direct, wholly owned subsidiary of GTT Americas LLC (GTT Americas) which, in turn, is a direct, wholly owned subsidiary of GTT Communications. Interoute US, a Delaware limited liability company, was formed for the purpose of the instant transaction. GTT Americas is a Delaware limited liability company and GTT Communications is a Delaware corporation. US BidCo, a new Delaware limited liability company, is ultimately controlled by ISQ Holdings, LLC (ISQ Holdings), a Cayman Islands limited liability company, with its equity indirectly owned by several investment funds ultimately controlled by ISQ Holdings. For purposes of this Application, ISQ Holdings, the ISQ Funds, and certain other affiliated entities are referred to collectively as I Squared.

Pursuant to the terms of a Sale and Purchase Agreement dated October 16, 2020 and amended and restated by the parties on October 22, 2020, Cube Telecom Europe BidCo Limited (Bidco) was to acquire all of the issued and outstanding equity interests in Interoute US resulting in the transfer of control of Interoute US from GTT Communications to BidCo. On May 28, 2021, Bidco filed a supplement to provide notice that, due to tax and other business considerations, US BidCo, a wholly owned subsidiary of BidCo, will become the direct parent of Interoute US at closing, instead of Bidco. The transaction will involve the sale of GTT Communications' global infrastructure division consisting of GTT Communications' business which provides U.S. domestic and international fiber network and data center infrastructure services to customers.

Following the filing of the Application, certain intracorporate reorganizations were undertaken to restructure GTT Communications' subsidiaries in anticipation of the global sale by GTT Communications of its infrastructure business. On February 24, 2021, in anticipation of the aforementioned pro forma assignment, the direct interests in Interoute US held by GTT Communications were transferred to GTT Americas, another direct subsidiary of GTT Communications. On March 1, 2021, GTT Americas assigned its U.S. infrastructure business assets, including the submarine cable license and the U.S. portion of the GTT Atlantic Cable System, to Interoute US. See SCL-ASG-20210402-00019. On April 10, 2021, an intracorporate reorganization resulted in the distribution of the direct ownership in GTT Americas, previously held solely by GTT Communications, through two series of controlling tracking equity membership interests, one series (the I Series) held directly by GTT Communications which tracks Interoute US' operations, and a second (the R Series) held directly by an indirect subsidiary of GTT Communications, GTT Apollo, LLC which tracks the remainder of GTT Americas and its other subsidiaries' operations (which are not transferring to US BidCo). See SCL-T/C-20210510-00025.

Upon consummation of the transaction, the following entities will hold 10% or greater direct or indirect ownership interests in Interoute US: (1) US BidCo (direct 100% equity and voting interest in Interoute US); (2) Bidco, a limited company formed under the laws of England and Wales (100% interest in US BidCo) (3) Cube Telecom Europe MidCo Limited (MidCo), a limited company formed under the laws of England and Wales (100% interest in BidCo); (4) Cube Telecom Europe TopCo Limited (TopCo), a limited company formed under the laws of England and Wales (100% interest in MidCo); (5) Cube Telecom Europe Holdings Limited (Cube Holdings), a limited company formed under the laws of England and Wales (100% interest in TopCo); (6) Cube Telecom Europe Aggregator, LLC (Cube Aggregator), a Cayman Islands limited liability company (100% interest in Cube Holdings); (7) ISQ Global Fund III GP, LLC (ISQ Global Fund III GP), a Delaware limited liability company, will be the non-member manager of Cube Aggregator, with a 100% voting interest and no equity interest in Cube Aggregator and a 100% indirect voting and no equity interest in Interoute US. ISQ Global Fund III GP is wholly owned by ISQ Holdings; (8) ISQ Holdings is the sole member of ISQ Global Fund III Lux GP, S.à.r.l. (ISQ Global Fund Lux GP) and ISQ Global Fund III GP, with a 100% indirect voting interest and no equity interest in both Cube Aggregator and Interoute US, and is equally owned and controlled by (i) Adil Rahmathulla, a citizen of Canada, (ii) Gautam Bhandari, a citizen of the United States, and (iii) Sadek M. Wahba, a citizen of the United States, the United Kingdom, and Egypt; (9) the members of Cube Aggregator will be five investment funds (ISQ Funds) ultimately controlled by ISQ Holdings: (i) ISQ Global Infrastructure Fund III (UST) AIV, L.P. (ISQ UST AIV), a Cayman Islands exempted limited partnership (approximate 10-15% (15.7%) equity interest and no voting interest in Cube Aggregator), (ii) ISQ Global Infrastructure Pooling III (USTE) AIV, L.P. (ISQ Pooling USTE AIV), a Cayman Islands exempted limited partnership (approximate 5-10% equity interest and no voting interest in Cube Aggregator). ISQGI Holdings III (Cube Telecom Europe), L.P. (ISQGI Holdings), a Cayman Islands exempted limited partnership, is the sole limited partner of ISQ Pooling USTE AIV (approximate 5-10% indirect equity interest and no voting interest in Cube Aggregator). ISQ Global Infrastructure Fund III (USTE) AIV, L.P. (ISQ USTE AIV), a Cayman Islands exempted limited partnership, is the sole limited partner of ISQGI Holdings (approximate 1-10% (3.2%) indirect equity interest and no voting interest in Cube Aggregator), (iii) ISQ Global Infrastructure Fund III AIV, L.P. (ISQ III AIV), a Cayman Islands exempted limited partnership (approximate 25-30% (26.4%) equity interest and no voting interest in Cube Aggregator), (iv) ISQ Apollo Co-Invest Fund III, L.P. (ISQ Co-Invest), a Cayman Islands exempted limited partnership (approximate 30-40% (36.6%) equity interest and no voting interest in Cube Aggregator), and (v) ISQ Global Infrastructure Fund III (EU) AIV, L.P. (ISQ EU AIV), a Luxembourg special limited partnership (approximate 15-20% (18.1%) equity interest and no voting interest in Cube Aggregator).

Applicants state that none of the limited partners of the ISQ Funds will hold an indirect equity or voting interest in Interoute US of 10% or more. Applicants state that the ISQ Funds that will become the non-managing members of Cube Aggregator are still in the process of completing their syndication efforts. Applicants state that syndication efforts are not yet complete and provide the currently anticipated ranges for the ownership percentages for the ISQ Funds. Applicants state that it is also possible that an additional I Squared investment fund will hold a membership interest in Cube Aggregator. In total, the ISQ Funds will collectively hold 100% of the equity in Cube Aggregator.

The general partner of ISQ UST AIV, ISQ Pooling USTE AIV, ISQ III AIV, ISQ Co-Invest, ISQ USTE AIV, and ISQGI Holdings is ISQ Global Fund III GP. The general partner of ISQ EU AIV is ISQ Global Fund Lux GP, a Luxembourg "society with limited responsibility," which is a wholly owned subsidiary of ISQ Holdings. Applicants state that a Luxembourg "society with limited responsibility" is similar to a limited liability company, and ISQ Global Fund Lux GP is being treated as such for purposes of this Application.

I Squared Capital Advisors (US) LLC (I Squared Capital Advisors), a Delaware limited liability company ultimately controlled by ISQ Holdings, provides management services to the ISQ Funds, but not to Cube Aggregator or ISQ Global Fund III GP in its capacity as the non-member manager of Cube Aggregator. I Squared Capital Advisors will not be making any direct or indirect equity contributions to Cube Aggregator or Interoute US as a result of the transaction. I Squared Capital Advisors has the option to elect that investors in the ISQ Funds make contributions to the ISQ Funds on its behalf in lieu of their payment of management fees waived by I Squared Capital Advisors in respect of the management services it provides to the ISQ Funds. Exercise of any such election would result in I Squared Capital Advisors holding a de minimis (less than 1%) indirect economic interest in the ISQ Funds (and therefore in Cube Aggregator and Interoute US). I Squared Capital Advisors is wholly owned by I Squared Capital, LLC (I Squared Capital), a Cayman Islands limited liability company. The managing member of I Squared Capital is ISQ Holdings, which has no direct economic interest in I Squared Capital. The non-manager members of I Squared Capital are ISQ Manager Feeder, L.P., a Cayman Islands exempted limited partnership, and Dyal Capital Partners Vault Aggregator (A) LP, a Delaware limited partnership. The general partner of ISQ Manager Feeder, L.P. is ISQ Holdings, and its limited partners are certain ISQ managing partners, partners and other employees of I Squared. Dyal Capital Partners Vault Aggregator (A) LP is indirectly controlled by Neuberger Berman Group LLC, a Delaware limited liability company.

Applicants state that no other person or entity will hold a 10% or greater, direct or indirect, equity, voting, or controlling interest in Interoute US upon closing of the transaction.

We grant the Petition to Adopt Conditions to Authorizations and Licenses filed in this proceeding on July 14, 2021 by the National Telecommunications and Information Administration on behalf of the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Petition). Accordingly, we condition grant of this application for transfer of control of the cable landing license on Interoute US LLC and Cube Telecom Europe BidCo Limited abiding by the commitments and undertakings set forth in the July 1, 2021, Letter of Assurances from Anthony Hansel, SVP, Legal, Interoute US, LLC, and Mohamed El Gazzar, Director, Cube Telecom Europe BidCo Limited, to the Acting Under Secretary, Office of Strategy, Policy, and Plans, U.S. Department of Homeland Security, and Mark Hakun, Principal Director of Chief Information Officer for Cybersecurity, U.S. Department of Defense (Interoute US and BidCo LOA). A failure to comply and/or remain in compliance with any of these commitments and undertakings shall constitute a failure to meet a condition of this authorization and the underlying cable landing license and thus grounds for declaring the license terminated without further action on the part of the Commission. Failure to meet a condition of the license may also result in monetary sanctions or other enforcement action by the Commission. A copy of the Petition and the Interoute US and BidCo LOA is publicly available and may be viewed on the FCC website through the International Bureau Filing System (IBFS) by searching for SCL-T/C-20201216-00048 and accessing "Other filings related to this application" from the Document Viewing area.

US BidCo and Interoute US certify that they accept and will abide by the routine conditions specified in section 1.767(g) of the Commission's rules, 47 CFR § 1.767(g).

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Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

**Current Licensee:** Aqua Comms (Americas) Inc

**FROM:** Aqua Comms DAC

**TO:** Aqua Ventures Limited

Notification filed April 16, 2021, of the pro forma transfer of control of Aqua Comms (Americas) Inc. (Aqua Comms Americas) from Aqua Comms Designated Activity Company (Aqua Comms DAC) to Aqua Ventures Limited (AVL), effective March 30, 2021. The Applicants supplemented the notification on April 21, 2021 and filed a Revised and Restated notification on May 19, 2021.

Aqua Comms Americas, a Delaware corporation, holds interests in the America Europe Connect-1 cable system (AEC-1), SCL-LIC-20140206-00002, SCL-MOD-20210105-00001, the Amitie cable system, SCL-LIC-20200807-00036, and the Havfrue cable system, SCL-LIC-20180511-00010. Specifically, Aqua Comms Americas owns and operates the portion of AEC-1 in U.S. territory. AEC-1 connects the United States and Ireland. Aqua Comms Americas holds a 6.25% voting and participation interest in Amitie, which connects the United States, the United Kingdom and France. In addition, Aqua Comms Americas holds a 12.5% voting and participation interest in the portion of Havfrue in U.S. territory. Havfrue connects the United States, Denmark, Ireland, and Norway. This transaction also affects the interests held in Havfrue by America Europe Connect 2 USA Inc., an affiliate of Aqua Comms Americas (collectively, the Aqua Comms Licensees), see SCL-T/C-20210416-00022, but does not affect the interests held by the other licensees in Havfrue, AEC-1 and Amitie.

This pro forma transfer of control is the first step in a two-step process under which Digital 9 Infrastructure plc (Digital 9) will acquire Aqua Comms DAC and the Aqua Comms Licensees. This first step involved the segregation of the U.S.-businesses of Aqua Comms DAC - the Aqua Comms Licensees - from the non-U.S. businesses. In the second step Digital 9 will acquire control of the Aqua Comms Licensees. See SCL-T/C-20210423-00023.

Prior to the transaction the Aqua Comms Licensees were both wholly owned indirect subsidiaries of Aqua Comms DAC. AVL held a 51% and controlling interest in Aqua Comms DAC, and thus indirect control of the Aqua Comms Licensees. On March 7, 2021, the shareholders of Aqua Comms DAC entered into an agreement with Digital 9, a Jersey company, pursuant to which: (1) Digital 9 agreed to acquire all of the shares of Aqua Comms DAC and (2) Aqua Comms DAC agreed to sell a 51% controlling interest in each of the Aqua Comms Licensees to AVL. On March 30, 2021, AVL acquired a direct 51% ownership interest in each of the Aqua Comms Licensees. On March 31, 2021, Digital 9's shares began to trade on the London Stock Exchange and on April 1, 2021, Digital 9 acquired Aqua Comms DAC and an indirect 49% ownership in the Aqua Comms Licensees. As a result of the transaction AVL holds a direct 51% and controlling interest in each of the Aqua Comms Licensees and an indirect 4.9% interest in the Aqua Comms Licensees through its 10.1% ownership in Digital 9.

AVL is wholly owned by Aqua Ventures Hold Co Limited, which in turn is wholly by The 2013 Bake Family Trust (Bake Trust). Dominion Fiduciary Trust Limited holds a 100% voting interest in the Bake Trust as trustee of the Bake Trust. All of these are Jersey entities. Mr. Christopher Paul Bake, a Netherlands citizen, is the economic settlor of the Bake Trust.

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Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

**Current Licensee:** America Europe Connect 2 USA Inc.

**FROM:** Aqua Comms DAC

**TO:** Aqua Ventures Limited

Notification filed April 16, 2021, of the pro forma transfer of control of America Europe Connect 2 USA, Inc. (AEC2 USA) from Aqua Comms Designated Activity Company (Aqua Comms DAC) to Aqua Ventures Limited (AVL), effective March 30, 2021. The Applicants supplemented the notification on April 21, 2021 and filed a Revised and Restated notification on May 19, 2021.

AEC2 USA is the U.S. landing party for Havfrue cable system, SCL-LIC-20180511-00010, which connects the United States, Denmark, Ireland, and Norway. This transaction also affects the interests held in Havfrue by Aqua Comms (Americas) Inc., an affiliate of AEC2 USA (collectively, the Aqua Comms Licensees), see SCL-T/C-20210416-00021, but does not affect the interests held by the other licensees in Havfrue.

This pro forma transfer of control is the first step in a two-step process under which Digital 9 Infrastructure plc (Digital 9) will acquire Aqua Comms DAC and the Aqua Comms Licensees. This first step involved the segregation of the U.S.-businesses of Aqua Comms DAC - the Aqua Comms Licensees - from the non-U.S. businesses. In the second step Digital 9 will acquire control of the Aqua Comms Licensees. See SCL-T/C-20210423-00024.

Prior to the transaction the Aqua Comms Licensees were both wholly owned indirect subsidiaries of Aqua Comms DAC. AVL held a 51% and controlling interest in Aqua Comms DAC, and thus indirect control of the Aqua Comms Licensees. On March 7, 2021, the shareholders of Aqua Comms DAC entered into an agreement with Digital 9, a Jersey company, pursuant to which: (1) Digital 9 agreed to acquire all of the shares of Aqua Comms DAC and (2) Aqua Comms DAC agreed to sell a 51% controlling interest in each of the Aqua Comms Licensees to AVL. On March 30, 2021, AVL acquired a direct 51% ownership interest in each of the Aqua Comms Licensees. On March 31, 2021, Digital 9's shares began to trade on the London Stock Exchange, and on April 1, 2021, Digital 9 acquired Aqua Comms DAC and an indirect 49% ownership in the Aqua Comms Licensees. As a result of the transaction AVL holds a direct 51% and controlling interest in each of the Aqua Comms Licensees and an indirect 4.9% interest in the Aqua Comms Licensees through its 10.1% ownership in Digital 9.

AVL is wholly owned by Aqua Ventures Hold Co Limited, which in turn is wholly by the 2013 Bake Family Trust (Bake Trust). Dominion Fiduciary Trust Limited holds a 100% voting interest in the Bake Trust as trustee of the Bake Trust. All of these are Jersey entities. Mr. Christopher Paul Bake, a Netherlands citizen, is the economic settlor of the Bake Trust.

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Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

**Current Licensee:** Interoute US LLC**FROM:** GTT Communications, Inc.**TO:** GTT Communications, Inc.

Notification filed May 10, 2021 of the pro forma transfer of control of the interest held by Interoute US LLC (Interoute US) in the GTT Atlantic Cable System, SCL-LIC-19990804-00012, SCL-MOD-20020412-00023, to GTT Communications, Inc. (GTT Communications), effective April 10, 2021. The GTT Atlantic Cable System is a non-common carrier cable connecting the United States, Canada, Ireland, and the United Kingdom.

The transfer of control resulted from an intracorporate reorganization, pursuant to which the intermediate ownership of GTT Americas LLC (GTT Americas), the direct parent of Interoute US, and Interoute US has changed. Prior to the reorganization, GTT Americas was a direct wholly owned subsidiary of GTT Communications. As part of the reorganization, GTT Americas issued two series of membership interest to replace the prior membership interests held directly by GTT Communications: (1) the I Series membership interest (I Series) is a controlling tracking equity interest in the U.S. infrastructure business and related assets, conducted and held by Interoute US following a pro forma assignment of assets, including a submarine cable landing license and related facilities, in March 2021, and (2) the R Series membership interest (R Series) is a controlling tracking equity interest in the remaining part of the GTT Americas business and assets. As a result of the reorganization, GTT Communications directly holds 100% of the I Series of GTT Americas. The R Series of GTT Americas is held directly by GTT Apollo, LLC (GTT Apollo), an indirect subsidiary of GTT Communications, and indirectly by GTT Communications and its other subsidiaries GTT RemainCo, LLC (GTT RemainCo) and GTT Apollo Holdings, LLC (GTT Apollo Holdings).

GTT Communications has applied for Commission consent to the transfer of control of Interoute US to Cube Telecom Europe (US BidCo), LLC (US BidCo) and anticipates that the I Series will be redeemed and liquidated following distribution of the net proceeds of the sale of Interoute US to US BidCo. See SCL-T/C-20210216-00048. Through the R Series, GTT Apollo and GTT Communications will retain control of the business of GTT Americas and its subsidiaries that are not being transferred to US BidCo.

Post-reorganization, Interoute US remains a direct wholly owned subsidiary of GTT Americas. The following individuals or entities hold 10% or greater direct or indirect interest in GTT Americas: (1) GTT Apollo, a Delaware entity (direct 100% interest in the R Series of GTT Americas); (2) GTT Apollo Holdings, a Delaware entity (direct 100% interest in GTT Apollo; indirect 100% interest in the R Series of GTT Americas); (3) GTT RemainCo, a Delaware entity (direct 95% interest in GTT Apollo Holdings; indirect 100% interest in the R Series of GTT Americas); and (4) GTT Communications (direct 100% interest in the I Series of GTT Americas; direct 100% interest in GTT RemainCo; indirect 100% interest in the R Series of GTT Americas). In addition, the following individuals or entities hold 10% or greater direct or indirect ownership interest in GTT Communications, a publicly-traded and widely-held Delaware corporation: (1) Universal Telecommunications, Inc. (UTI), a Delaware entity (approximately direct 10.7% interest); (2) Brian Thompson, a citizen of the United States and Ireland (approximately indirect 10.7% interest, as Chief Executive Officer and majority shareholder in UTI, a family-held business); (3) Spruce House Investment Management LLC (Spruce House Investment), a Delaware partnership (approximately direct 27.1% interest); and (4) Zachary Sternberg and Benjamin Stein, both U.S. citizens (approximately indirect 27.1% interest, as the co-equal managing members of Spruce House Investment). No other individual or entity holds a 10% or greater direct or indirect ownership interest in GTT Americas or Interoute US.

Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

**Current Licensee:** Aqua Comms (Americas) Inc**FROM:** The 2013 Bake Family Trust**TO:** Aqua Ventures Hold Co Limited

Notification filed May 19, 2021, of the pro forma transfer of control of Aqua Comms (Americas) Inc. (Aqua Comms Americas) from the 2013 Bake Family Trust to Aqua Ventures Hold Co Limited (AVHC), effective March 27, 2020. Aqua Comms Americas holds interests in the America Europe Connect-1 cable system (AEC-1), SCL-LIC-20140206-00002, SCL-MOD-20210105-00001, the Amitie cable system, SCL-LIC-20200807-00036, and the Havfrue cable system, SCL-LIC-20180511-00010. Specifically, Aqua Comms Americas owns and operates the portion of AEC-1 in U.S. territory. AEC-1 connects the United States and Ireland. Aqua Comms Americas holds a 6.25% voting and participation interest in Amitie, which connects the United States, the United Kingdom and France. In addition, Aqua Comms Americas holds a 12.5% voting and participation interest in the portion of Havfrue in U.S. territory. Havfrue connects the United States, Denmark, Ireland, and Norway. This transaction also affects the interests held in Havfrue by America Europe 2 USA, Inc., an affiliate of Aqua Comms Americas, see SCL-T/C-20210519-00027, but does not affect the interests held by the other licensees in Havfrue, AEC-1 and Amitie.

At the time of the transaction, Aqua Comms America, a Delaware corporation, was a direct wholly owned subsidiary Aqua Comms Designated Activity Company (Aqua Comms DAC), an Irish entity. At that time, Aqua Ventures Limited (AVL) held a 51% and controlling interest in Aqua Comms DAC. Prior to the transaction AVL was a direct wholly owned subsidiary of the 2013 Bake Family Trust. On March 27, 2021, an intermediate holding company was inserted between AVL and the 2013 Bake Family Trust. Specifically, AVHC acquired the 2013 Bake Family Trust's interest in AVL. AVL, AVHC and the 2013 Bake Family Trust are all Jersey entities.

Grant of this application is without prejudice to any enforcement action by the Commission for non-compliance with the Communications Act of 1934, as amended, or the Commission's rules.

Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

**Current Licensee:** America Europe Connect 2 USA Inc.

**FROM:** The 2013 Bake Family Trust

**TO:** Aqua Ventures Hold Co Limited

Notification filed May 19, 2021, of the pro forma transfer of control of America Europe 2 USA, Inc. (AEC2 USA) from the 2013 Bake Family Trust to Aqua Ventures Hold Co Limited (AVHC), effective March 27, 2020. AEC2 USA is the U.S. landing party for Havfrue cable system, SCL-LIC-20180511-00010, which connects the United States, Denmark, Ireland, and Norway. This transaction also affects the interests held in Havfrue by Aqua Comms (Americas) Inc., an affiliate of AEC2 USA, see SCL-T/C-20210519-00026, but does not affect the interests held by the other licensees in Havfrue.

At the time of the transaction, AEC2 USA, a Delaware company, was a direct wholly owned subsidiary Aqua Comms Designated Activity Company (Aqua Comms DAC), an Irish entity. At that time, Aqua Ventures Limited (AVL) held a 51% and controlling interest in Aqua Comms DAC. Prior to the transaction AVL was a direct wholly owned subsidiary of the 2013 Bake Family Trust. On March 27, 2021, an intermediate holding company was inserted between AVL and the 2013 Bake Family Trust. Specifically, AVHC acquired the 2013 Bake Family Trust's interest in AVL. AVL, AVHC and the 2013 Bake Family Trust are all Jersey entities.

Grant of this application is without prejudice to any enforcement action by the Commission for non-compliance with the Communications Act of 1934, as amended, or the Commission's rules.

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