



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
45 L STREET NE
WASHINGTON D.C. 20554

News media information 202-418-0500
Internet: <http://www.fcc.gov> (or <ftp.fcc.gov>)
TTY (202) 418-2555

DA No. 21-880

Thursday July 22, 2021

Report No. TEL-02113

International Authorizations Granted

Section 214 Applications (47 CFR §§ 63.18, 63.24); Section 310(b) Petitions (47 CFR § 1.5000)

The following applications have been granted pursuant to the Commission's processing procedures set forth in sections 63.12, 63.20 of the Commission's rules, 47 CFR §§ 63.12, 63.20, other provisions of the Commission's rules, or procedures set forth in an earlier public notice listing the applications as accepted for filing.

Unless otherwise noted, these grants authorize the applicants: (1) to become a facilities-based international common carrier subject to 47 CFR §§ 63.21, 63.22; and/or (2) to become a resale-based international common carrier subject to 47 CFR §§ 63.21, 63.23; (3) to assign or transfer control of international section 214 authority in accordance with 47 CFR § 63.24; or (4) to exceed the foreign ownership benchmarks applicable to common carrier radio licensees under 47 U.S.C. § 310(b); see Subpart T of Part 1 of the Commission's rules, 47 CFR §§ 1.5000-5004.

THIS PUBLIC NOTICE SERVES AS EACH NEWLY AUTHORIZED CARRIER'S SECTION 214 CERTIFICATE. It contains general and specific conditions, which are set forth below. Newly authorized carriers should carefully review the terms and conditions of their authorizations. Failure to comply with general or specific conditions of an authorization, or with other relevant Commission rules and policies, could result in fines and forfeitures.

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, in regard to the grant of any of these applications may be filed within thirty days of this public notice (see 47 CFR § 1.4(b)(2)).

ITC-214-20201215-00218 P Interoute US LLC
International Telecommunications Certificate
Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service
Grant of Authority Date of Action: 07/20/2021

Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).

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 on Interoute US LLC abiding by the commitments and undertakings set forth in the July 1, 2021, Letter of Agreement from Anthony Hansel, SVP Legal, Interoute US, LLC, to the Chief, Foreign Investment Review Section (FIRS) and the Deputy Chief, Compliance and Enforcement (FIRS) On Behalf of the Assistant Attorney General for National Security, National Security Division, United States Department of Justice, and the Acting Under Secretary, Office of Strategy, Policy, and Plans, U.S. Department of Homeland Security (Interoute US 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 the authorization and thus grounds for declaring the authorization 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 LOA is publicly available and may be viewed on the FCC website through the International Bureau Filing System (IBFS) by searching for ITC-214-20201215-00218 and accessing "Other filings related to this application" from the Document Viewing area.

ITC-214-20210621-00096 E Rino'S-IP LLC
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Grant of Authority Date of Action: 07/16/2021

Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

Rino'S-IP LLC is 100% owned by Gerald Gordon, a U.S. citizen.

ITC-ASG-20210331-00055 E Interoute US LLC
Assignment
Grant of Authority Date of Action: 07/20/2021

Current Licensee: GTT Americas LLC

FROM: GTT Americas LLC

TO: Interoute US LLC

Notification filed April 2, 2021 of the pro forma assignment of business operating assets and customers from GTT Americas LLC (GTT Americas) to Interoute US LLC (Interoute US), effective March 1, 2021. Interoute US, a Delaware limited liability company, is a wholly owned subsidiary of GTT Americas and provides international services to its customers under authority of the international section 214 authorization held by GTT Americas, ITC-214-20020619-00332, pursuant to section 63.21(h) of the Commission's rules, 47 CFR § 63.21(h).

The assignment of business assets and customers resulted from intercompany assignments among several subsidiaries of GTT Communications, Inc. (GTT Communications) to move the assets associated with the GTT U.S. Infrastructure business into Interoute US, in preparation for the sale of the GTT U.S. Infrastructure business. See ITC-T/C-20201215-00209.

GTT Americas, a Delaware limited liability company, is a wholly owned subsidiary of GTT Communications, a publicly traded and widely held Delaware corporation. The following individuals or entities hold 10% or greater direct or indirect ownership interest in GTT Communications: (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 Interoute US.

ITC-ASG-20210401-00057 E Interoute US LLC
Assignment
Grant of Authority Date of Action: 07/20/2021

Current Licensee: GC Pivotal, LLC

FROM: GC Pivotal LLC

TO: Interoute US LLC

Notification filed April 2, 2021 of the pro forma assignment of business operating assets and customers from GC Pivotal LLC (Pivotal) to Interoute US LLC (Interoute US), effective March 1, 2021. Pivotal retained its international section 214 authorizations, ITC-214-20061101-00500 and ITC-214-20110201-00049. Interoute provides international services to its new customers under authority of the international section 214 authorization held by GTT Americas LLC (GTT Americas), ITC-214-20020619-00332, the 100% direct parent of Interoute US, pursuant to section 63.21(h) of the Commission's rules, 47 CFR § 63.21(h).

The assignment of business assets and customers resulted from intercompany assignments among several subsidiaries of GTT Communications, Inc. (GTT Communications) to move the assets associated with the GTT U.S. Infrastructure business into Interoute US, in preparation for the sale of the GTT U.S. Infrastructure business. See ITC-T/C-20201215-00209.

Interoute US and GC Pivotal are wholly owned subsidiaries of GTT Americas, all Delaware limited liability companies, which in turn is a wholly owned subsidiary of GTT Communications, a publicly traded and widely held Delaware corporation. The following individuals or entities hold 10% or greater direct or indirect ownership interest in GTT Communications: (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 Interoute US.

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 transfer control of Interoute US LLC (Interoute) from GTT Communications, Inc. (GTT Communications) to Cube Telecom Europe (US BidCo), LLC (US BidCo) (collectively, Applicants). Interoute is a wholly owned subsidiary of GTT Americas LLC (GTT Americas) and provides international services to its customers under authority of the international section 214 authorization held by GTT Americas, ITC-214-20020619-00332, pursuant to section 63.21(h) of the Commission's rules, 47 CFR § 63.21(h). Applicants have entered into an agreement pursuant to which US BidCo will acquire all of the issued and outstanding shares of Interoute, a wholly owned subsidiary of GTT Communications, resulting in a transfer of control of Interoute. At closing, Interoute will provide international service to its customers pursuant to ITC-214-20201215-00218. GTT Americas LLC will retain international section 214 authorization ITC-214-20020619-00332.

Interoute US is a direct, wholly owned subsidiary of 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 and customers to Interoute US. See ITC-ASG-20210331-00055. In addition, GC Pivotal, LLC, another wholly owned subsidiary of GTT Americas, assigned its U.S. infrastructure assets and customers to Interoute US. See ITC-ASG-20210401-00057. 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 ITC-T/C-20210510-00082.

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 on Interoute US LLC abiding by the commitments and undertakings set forth in the July 1, 2021, Letter of Agreement from Anthony Hansel, SVP Legal, Interoute US, LLC, to the Chief, Foreign Investment Review Section (FIRS) and the Deputy Chief, Compliance and Enforcement (FIRS) On Behalf of the Assistant Attorney General for National Security, National Security Division, United States Department of Justice, and the Acting Under Secretary, Office of Strategy, Policy, and Plans, U.S. Department of Homeland Security (Interoute US 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 the authorization and thus grounds for declaring the underlying international 214 authorization 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 LOA is publicly available and may be viewed on the FCC website through the International Bureau Filing System (IBFS) by searching for ITC-T/C-20201215-00209 and accessing "Other filings related to this application" from the Document Viewing area.

This authorization is without prejudice to the Commission's action in any other related pending proceedings.

Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

Current Licensee: GTT Americas LLC

FROM: GTT Communications, Inc.

TO: GTT Communications, Inc.

Notification filed May 10, 2021 of the pro forma transfer of control of GTT Americas LLC (GTT Americas), which holds international section 214 authorization ITC-214-20020619-00332, to GTT Communications, Inc. (GTT Communications), effective April 10, 2021. Interoute, a Delaware limited liability company, is a wholly owned subsidiary of GTT Americas and provides international services to its customers under authority of the international section 214 authorization held by GTT Americas, ITC-214-20020619-00332, pursuant to section 63.21(h) of the Commission's rules, 47 CFR § 63.21(h).

The transfer of control resulted from an intracorporate reorganization, pursuant to which the intermediate ownership of GTT Americas 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 interests 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 business operating assets and customers on March 1, 2021, (see ITC-ASG-20210331-00055) 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 ITC-T/C-20201215-00209. 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, 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.

Transfer of Control

Grant of Authority

Date of Action: 07/20/2021

Current Licensee: GC Pivotal, LLC

FROM: GTT Communications, Inc.

TO: GTT Communications, Inc.

Notification filed May 10, 2021 of the pro forma transfer of control of GC Pivotal LLC (Pivotal), which holds international section 214 authorizations ITC-214-20061101-00500 and ITC-214-20110201-00049, to GTT Communications, Inc. (GTT Communications), effective April 10, 2021. Pivotal is a direct wholly owned subsidiary of GTT Americas LLC (GTT Americas), which in turn is wholly owned by GTT Communications.

The transfer of control resulted from an intracorporate reorganization, pursuant to which the intermediate ownership of GTT Americas 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 interests 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 LLC (Interoute US), a wholly owned subsidiary of GTT Americas, following a pro forma assignment of business operating assets and customers on March 1, 2021, (see ITC-ASG-20210401-00057) 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 ITC-T/C-20201215-00209. 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, 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 Pivotal.

Transfer of Control

Grant of Authority

Date of Action: 07/16/2021

Current Licensee: Jaguar Communications, Inc**FROM:** MetroNet Holdings, LLC**TO:** OHCP MGP V, Ltd.

Application filed for consent to transfer control of Jaguar Communications, Inc. (Jaguar), a Minnesota corporation which holds international section 214 authorization ITC-214-20010125-00060, from MetroNet Holdings, LLC (MetroNet) to OHCP MGP V, Ltd. (MGP V).

Jaguar is a wholly owned indirect subsidiary of MetroNet, a Delaware corporation. Currently, MetroNet is owned primarily by: (1) certain funds and entities managed by or affiliated with Oak Hill Capital Management (Oak Hill III/IV Investors), which collectively hold a majority of the common interests in MetroNet, and (2) the Cinelli Investors which collectively hold a minority of the common interests in MetroNet. No individual or entity, however, owns a majority of the common interests in MetroNet. While the Oak Hill III/IV Investors and Cinelli Investors each appoint three of six managers of the MetroNet Board of Managers (Board), the Cinelli Investors have control of the day-to-day management of MetroNet by virtue of their appointment of the Chairman of the Board who, except for specifically enumerated matters that constitute major actions of MetroNet, has the authority to cast one additional vote in order to break a tie vote of the Board.

Pursuant to an April 19, 2021 Agreement and Plan of Merger, a series of transactions and amendments to the limited liability company agreement of MetroNet will result in changes to its ownership and control (the Recapitalization). According to Applicants, while certain Cinelli Investors will continue to hold a minority of the equity interests in MetroNet, the Oak Hill III/IV Investors will have no equity interest in MetroNet following the Recapitalization. Instead, other funds and entities managed by Oak Hill which are controlled by MGP V (the New Oak Hill Investors) will hold equity in MetroNet. In addition, there will be new minority investors owned and/or managed by KKR & Co. Inc. (KKR). Applicants state that, upon completion of the Recapitalization, the MetroNet Board will be comprised of nine managers as follows: three managers will be appointed by the New Oak Hill Investors; three managers will be appointed by the Cinelli Investors; and three managers will be appointed by fund vehicles managed by KKR. Applicants further state that actions by the Board will require approval of the majority of the Board with the consent of the New Oak Hill Investors and the Cinelli Investors acting through the majority of their respective managers and, therefore, the New Oak Hill Investors and the Cinelli Investors will each hold negative de facto control of MetroNet. Following the Recapitalization, MetroNet will have the following direct owners with a 10% or greater equity interest: Metro Buyer Blocker Parent Corp. (MP Blocker), a Delaware corporation (approx. 30.0%); OHCP V MN COI, L.P. (Unblocked COI), a Cayman Islands entity (approx. 14.4%); and KKR Knox Aggregator (Direct L.P.) (KKR Unblocked), a Delaware limited partnership (approx. 12.24%). In addition, the Cinelli Investors will collectively have an approximately 23.3% equity interest in MetroNet. MGP V is the general partner of OHCP MN GenPar V, L.P. (MN GenPar V) and OHCP GenPar V, L.P. (GenPar V), both Cayman Island entities.

MN GenPar V is the general partner of: (1) Unblocked COI, (2) OHCP V MN COI (AIV), L.P. (Blocked COI), a Cayman Islands entity, which has an approximately 16.01% equity interest in MP Blocker, and (3) multiple New Oak Hill Investors, which collectively hold an approximate 12.3% equity interest in MP Blocker but none of which holds a 10% or greater interest, and all of which are Cayman Island entities. GenPar V is the general partner to: (1) multiple New Oak Hill Investors, which collectively hold an approximate 12.25% equity interest in MP Blocker but none of which holds a 10% or greater interest, all of which are Cayman Island entities, and (2) multiple New Oak Hill Investors, some Cayman Island entities and some Delaware entities, which collectively hold a 12.5% equity interest in MetroNet but none of which holds a 10% or greater interest, all of which are Cayman Island entities. MGP V, a Cayman Islands entity that ultimately controls these entities, is owned equally among twelve U.S. citizens. In addition, OHCP GenPar Super Holdco GP, Ltd, a Cayman Islands entity that is owned by three U.S. citizens, ultimately controls OHCP GenPar Holdco, L.P., a Cayman Islands entity, that has an 82.9% limited partnership interest in GenPar V.

According to the Applicants, the following individuals each hold interests in one or more New Oak Hill Investors that may exceed a 10% interest in MetroNet: Scott A. Baker, Brian N. Cherry, Benjamin Diesbach, Stratton R. Heath, III, John R. Monsky, Steven G. Puccinelli, and Tyler J Wolfram, all U.S. citizens.

KKR, a Delaware corporation, holds ultimate control of KKR Knox Aggregator LLC (KKR aggregator), a Delaware limited liability company, through several intermediate entities from the Cayman Islands, Luxembourg, and Delaware. KKR Aggregator is the general partner of: (1) KKR Unblocked and (2) KKR Knox Aggregator (Electing) L.P. (KKR Blocked), a Delaware limited partnership which holds an approximate 56.34% equity interest in MP Blocker. KKR is a publicly traded company and, according to the Applicants, no KKR shareholders will hold a 10% or greater interest in MetroNet.

The Cinelli Investors are expected to collectively hold approximately 23.3% of the direct equity interests in MetroNet following completion of the Recapitalization. According to the Applicants, except for John Cinelli and Janet Cinelli, none of the Cinelli Investors individually will hold a 10% or greater interest in MetroNet. Upon completion of the Recapitalization, John Cinelli, a U.S. citizen, will hold an approximate 21.9% equity interest in MetroNet: (1) individually, (2) as the managing member of a limited liability company with a less than 10% equity interest in MetroNet, and (3) as co-trustee with Janet Cinelli of the grantor retained annuity trusts (GRATs) that comprise part of the Cinelli Investors. Janet Cinelli, a U.S. citizen, will hold an approximate 14.5% equity interest in MetroNet: (1) individually, and (2) as co-trustee with John Cinelli of the GRATs. According to the Applicants, no other person or entity will hold a 10% or greater direct or indirect ownership interest in MetroNet.

In the Executive Branch Review Process Order, the Commission set out categories of applications with reportable foreign ownership that may be excluded from referral to the Executive Branch for review for national security, law enforcement, foreign policy, and trade policy issues. See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership, IB Docket 16-155, Report and Order, 35 FCC 10927, 10938-42, paras. 29-39 (2020). Applicants have made a showing that the only reportable foreign ownership in MetroNet Holdings, LLC and OHCP MGP V, Ltd. is through passive, offshore intermediary holding companies and that 100% of the ultimate control is held by U.S. citizens or entities. We exercised our discretion in not referring the accepted for filing public notice for this application to the Executive Branch, although we provided a courtesy copy.

This authorization is without prejudice to the Commission's action in any other related pending proceedings.

Transfer of Control

Grant of Authority

Date of Action: 07/16/2021

Current Licensee: MetroNet Holdings, LLC**FROM:** MetroNet Holdings, LLC**TO:** OHCP MGP V, Ltd.

Application filed for consent to transfer control of MetroNet Holdings, LLC (MetroNet), a Delaware limited liability company which holds international section 214 authorization ITC-214-20110114-00005, to OHCP MGP V, Ltd. (MGP V).

Currently, MetroNet is owned primarily by: (1) certain funds and entities managed by or affiliated with Oak Hill Capital Management (Oak Hill III/IV Investors), which collectively hold a majority of the common interests in MetroNet, and (2) the Cinelli Investors which collectively hold a minority of the common interests in MetroNet. No individual or entity, however, owns a majority of the common interests in MetroNet. While the Oak Hill III/IV Investors and Cinelli Investors each appoint three of six managers of the MetroNet Board of Managers (Board), the Cinelli Investors have control of the day-to-day management of MetroNet by virtue of their appointment of the Chairman of the Board who, except for specifically enumerated matters that constitute major actions of MetroNet, has the authority to cast one additional vote in order to break a tie vote of the Board.

Pursuant to an April 19, 2021 Agreement and Plan of Merger, a series of transactions and amendments to the limited liability company agreement of MetroNet will result in changes to its ownership and control (the Recapitalization). According to Applicants, while certain Cinelli Investors will continue to hold a minority of the equity interests in MetroNet, the Oak Hill III/IV Investors will have no equity interest in MetroNet following the Recapitalization. Instead, other funds and entities managed by Oak Hill which are controlled by MGP V (the New Oak Hill Investors) will hold equity in MetroNet. In addition, there will be new minority investors owned and/or managed by KKR & Co. Inc. (KKR). Applicants state that, upon completion of the Recapitalization, the MetroNet Board will be comprised of nine managers as follows: three managers will be appointed by the New Oak Hill Investors; three managers will be appointed by the Cinelli Investors; and three managers will be appointed by fund vehicles managed by KKR. Applicants further state that actions by the Board will require approval of the majority of the Board with the consent of the New Oak Hill Investors and the Cinelli Investors acting through the majority of their respective managers and, therefore, the New Oak Hill Investors and the Cinelli Investors will each hold negative de facto control of MetroNet. Following the Recapitalization, MetroNet will have the following direct owners with a 10% or greater equity interest: Metro Buyer Blocker Parent Corp. (MP Blocker), a Delaware corporation (approx. 30.0%); OHCP V MN COI, L.P. (Unblocked COI), a Cayman Islands entity (approx. 14.4%); and KKR Knox Aggregator (Direct L.P.) (KKR Unblocked), a Delaware limited partnership (approx. 12.24%). In addition, the Cinelli Investors will collectively have an approximately 23.3% equity interest in MetroNet. MGP V is the general partner of OHCP MN GenPar V, L.P. (MN GenPar V) and OHCP GenPar V, L.P. (GenPar V), both Cayman Island entities.

MN GenPar V is the general partner of: (1) Unblocked COI, (2) OHCP V MN COI (AIV), L.P. (Blocked COI), a Cayman Islands entity, which has an approximately 16.01% equity interest in MP Blocker, and (3) multiple New Oak Hill Investors, which collectively hold an approximate 12.3% equity interest in MP Blocker but none of which holds a 10% or greater interest, and all of which are Cayman Island entities. GenPar V is the general partner to: (1) multiple New Oak Hill Investors, which collectively hold an approximate 12.25% equity interest in MP Blocker but none of which holds a 10% or greater interest, all of which are Cayman Island entities, and (2) multiple New Oak Hill Investors, some Cayman Island entities and some Delaware entities, which collectively hold a 12.5% equity interest in MetroNet but none of which holds a 10% or greater interest, all of which are Cayman Island entities. MGP V, a Cayman Islands entity that ultimately controls these entities, is owned equally among twelve U.S. citizens. In addition, OHCP GenPar Super Holdco GP, Ltd, a Cayman Islands entity that is owned by three U.S. citizens, ultimately controls OHCP GenPar Holdco, L.P., a Cayman Islands entity, that has an 82.9% limited partnership interest in GenPar V.

According to the Applicants, the following individuals each hold interests in one or more New Oak Hill Investors that may exceed a 10% interest in MetroNet: Scott A. Baker, Brian N. Cherry, Benjamin Diesbach, Stratton R. Heath, III, John R. Monsky, Steven G. Puccinelli, and Tyler J Wolfram, all U.S. citizens.

KKR, a Delaware corporation, holds ultimate control of KKR Knox Aggregator LLC (KKR aggregator), a Delaware limited liability company, through several intermediate entities from the Cayman Islands, Luxembourg, and Delaware. KKR Aggregator is the general partner of: (1) KKR Unblocked and (2) KKR Knox Aggregator (Electing) L.P. (KKR Blocked), a Delaware limited partnership which holds an approximate 56.34% equity interest in MP Blocker. KKR is a publicly traded company and, according to the Applicants, no KKR shareholders will hold a 10% or greater interest in MetroNet.

The Cinelli Investors are expected to collectively hold approximately 23.3% of the direct equity interests in MetroNet following completion of the Recapitalization. According to the Applicants, except for John Cinelli and Janet Cinelli, none of the Cinelli Investors individually will hold a 10% or greater interest in MetroNet. Upon completion of the Recapitalization, John Cinelli, a U.S. citizen, will hold an approximate 21.9% equity interest in MetroNet: (1) individually, (2) as the managing member of a limited liability company with a less than 10% equity interest in MetroNet, and (3) as co-trustee with Janet Cinelli of the grantor retained annuity trusts (GRATs) that comprise part of the Cinelli Investors. Janet Cinelli, a U.S. citizen, will hold an approximate 14.5% equity interest in MetroNet: (1) individually, and (2) as co-trustee with John Cinelli of the GRATs. According to the Applicants, no other person or entity will hold a 10% or greater direct or indirect ownership interest in MetroNet.

—

In the Executive Branch Review Process Order, the Commission set out categories of applications with reportable foreign ownership that may be excluded from referral to the Executive Branch for review for national security, law enforcement, foreign policy, and trade policy issues. See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership, IB Docket 16-155, Report and Order, 35 FCC 10927, 10938-42, paras. 29-39 (2020). Applicants have made a showing that the only reportable foreign ownership in MetroNet Holdings, LLC and OHCP MGP V, Ltd. is through passive, offshore intermediary holding companies and that 100% of the ultimate control is held by U.S. citizens or entities. We exercised our discretion in not referring the accepted for filing public notice for this application to the Executive Branch, although we provided a courtesy copy.

This authorization is without prejudice to the Commission's action in any other related pending proceedings.

CONDITIONS APPLICABLE TO INTERNATIONAL SECTION 214 AUTHORIZATIONS

(1) These authorizations are subject to the Exclusion List for International Section 214 Authorizations, which identifies restrictions on providing service to particular countries or using particular facilities. The most recent Exclusion List is at the end of this Public Notice. The list applies to all U.S. international carriers, including those that have previously received global or limited global Section 214 authority, whether by Public Notice or specific written order. Carriers are advised that the attached Exclusion List is subject to amendment at any time pursuant to the procedures set forth in Streamlining the International Section 214 Authorization Process and Tariff Requirements, IB Docket No. 95-118, 11 FCC Rcd 12884 (1996), para. 18. A copy of the current Exclusion List will be maintained in the FCC Reference and Information Center and will be available at <http://transition.fcc.gov/ib/pd/pf/exclusionlist.html>. It also will be attached to each Public Notice that grants international Section 214 authority.

(2) The export of telecommunications services and related payments to countries that are subject to economic sanctions may be restricted. For information concerning current restrictions, call the Office of Foreign Assets Control, U.S. Department of the Treasury, (202) 622-2520.

(3) Carriers shall comply with the requirements of Section 63.11 of the Commission's rules, which requires notification by, and in certain circumstances prior notification by, U.S. carriers acquiring an affiliation with foreign carriers. A carrier that acquires an affiliation with a foreign carrier will be subject to possible reclassification as a dominant carrier on an affiliated route pursuant to the provisions of Section 63.10 of the rules.

(4) A carrier may provide switched services over its authorized resold private lines in the circumstances specified in Section 63.23(d) of the rules, 47 CFR § 63.23(d).

(5) Carriers shall comply with the "No Special Concessions" rule, Section 63.14, 47 CFR § 63.14.

(6) Carriers regulated as dominant for the provision of a particular communications service on a particular route for any reason other than a foreign carrier affiliation under Section 63.10 of the rules shall file tariffs pursuant to Section 203 of the Communications Act, as amended, 47 U.S.C. § 203, and Part 61 of the Commission's Rules, 47 CFR Part 61. Carriers shall not otherwise file tariffs except as permitted by Section 61.19 of the rules, 47 C.F.R. § 61.19. Except as specified in Section 20.15 with respect to commercial mobile radio service providers, carriers regulated as non-dominant, as defined in Section 61.3, and providing detariffed international services pursuant to Section 61.19, must comply with all applicable public disclosure and maintenance of information requirements in Sections 42.10 and 42.11.

(7) International facilities-based service providers must file and maintain a list of U.S.-international routes on which they have direct termination arrangements with a foreign carrier. 47 CFR § 63.22(h). A new international facilities-based service provider or one without existing direct termination arrangements must file its list within thirty (30) days of entering into a direct termination arrangement(s) with a foreign carrier(s). Thereafter, international facilities-based service providers must update their lists within thirty (30) days after adding a termination arrangement for a new foreign destination or discontinuing an arrangement with a previously listed destination. See Process For The Filing Of Routes On Which International Service Providers Have Direct Termination Arrangements With A Foreign Carrier, ITC-MSC-20181015-00182, Public Notice, 33 FCC Rcd 10008 (IB 2018).

(8) Any U.S. Carrier that owned or leased bare capacity on a submarine cable between the United States and any foreign point must file a Circuit Capacity Report to provide information about the submarine cable capacity it holds. 47 CFR § 43.82(a)(2). See <https://www.fcc.gov/circuit-capacity-data-us-international-submarine-cables>.

(9) Carriers should consult Section 63.19 of the rules when contemplating a discontinuance, reduction or impairment of service.

(10) If any carrier is reselling service obtained pursuant to a contract with another carrier, the services obtained by contract shall be made generally available by the underlying carrier to similarly situated customers at the same terms, conditions and rates. 47 U.S.C. § 203.

(11) To the extent the applicant is, or is affiliated with, an incumbent independent local exchange carrier, as those terms are defined in Section 64.1902 of the rules, it shall provide the authorized services in compliance with the requirements of Section 64.1903.

(12) Except as otherwise ordered by the Commission, a carrier authorized here to provide facilities-based service that (i) is classified as dominant under Section 63.10 of the rules for the provision of such service on a particular route and (ii) is affiliated with a carrier that collects settlement payments for terminating U.S. international switched traffic at the foreign end of that route may not provide facilities-based switched service on that route unless the current rates the affiliate charges U.S. international carriers to terminate traffic are at or below the Commission's relevant benchmark adopted in International Settlement Rates, IB Docket No. 96-261, Report and Order, 12 FCC Rcd 19806 (1997). See also Report and Order on Reconsideration and Order Lifting Stay in IB Docket No. 96-261, FCC 99-124 (rel. June 11, 1999). For the purposes of this rule, "affiliated" and "foreign carrier" are defined in Section 63.09.

(13) Carriers shall comply with the Communications Assistance for Law Enforcement Act (CALEA), see 47 CFR §§ 1.20000 et seq.

(14) Every carrier must designate an agent for service in the District of Columbia. See 47 U.S.C. § 413, 47 CFR §§ 1.47(h), 64.1195.

Exclusion List for International Section 214 Authorizations

The following is a list of countries and facilities not covered by grant of global Section 214 authority under Section 63.18(e)(1) of the Commission's Rules, 47 CFR § 63.18(e)(1). Carriers desiring to serve countries or use facilities listed as excluded hereon shall file a separate Section 214 application pursuant to Section 63.18(e)(3) of the Commission's Rules. See 47 CFR § 63.22(c).

Countries:

None.

Facilities:

Any non-U.S.-licensed space station that has not received Commission approval to operate in the U.S. market pursuant to the procedures adopted in the Commission's DISCO II Order, IB Docket No. 96-111, Report and Order, FCC 97-399, 12 FCC Rcd 24094, 24107-72 paragraphs 30-182 (1997) (DISCO II Order). Information regarding non-U.S.-licensed space stations approved to operate in the U.S. market pursuant to the Commission's DISCO II procedures is maintained at <https://www.fcc.gov/approved-space-station-list>.

This list is subject to change by the Commission when the public interest requires. The most current version of the list is maintained at <https://www.fcc.gov/exclusion-list-international-section-214-authorizations>.

For additional information, contact the International Bureau's Telecommunications and Analysis Division, (202) 418-1480.