



PUBLIC NOTICE

Federal Communications Commission
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DA 22-156
Released: February 15, 2022

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF DID CENTRAL, LLC TO DIDCENTRAL PTY LTD.

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 22-44

Comments Due: March 1, 2022
Reply Comment Due: March 8, 2022

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Dean Rogers, DID Central, LLC (DIDCentral), and DIDCentral Pty Ltd. (DIDCentral Pty) (collectively, Applicants), 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 DIDCentral from Dean Rogers to DIDCentral Pty.¹

Dean Rogers, an Australian citizen, wholly-owns DIDCentral, a Wyoming limited liability company that provides wholesale telecommunications services throughout the United States to telecommunications carriers, including competitive and incumbent local exchange carriers.²

DIDCentral Pty, an Australian holding company, does not provide telecommunications services. Clarity Networks Holdings Pty Ltd. (Clarity Networks), an Australian holding company, is the sole member of DIDCentral.³ Clarity Networks, in turn, is owned by the following three Australian trusts: Aman Trust (45%); Dean Rogers Family Trust (45%); and Robinson Family Trust (10%).⁴ Applicants state that neither DIDCentral Pty, Clarity Networks, nor any of the three Australian trusts hold a 10% or greater interest in any other provider of domestic telecommunications services.⁵

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Application of Dean Rogers, DID Central, LLC, and DIDCentral Pty Ltd., for Consent to a Transaction that Will Result in a Change of Control Pursuant to Section 214 of the Communications Act, as Amended, WC Docket No. 22-44 (filed Jan. 31, 2022) (Application). Applicants also filed applications for the transfer of authorizations associated with international services. On February 9, 2022, Applicants filed a supplement to the Application. Letter from Debra McGuire Mercer, Counsel to DID Central, LLC, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 22-44 (filed Feb. 9, 2022) (Supplement). Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

² Application at 2-3.

³ *Id.* at 3.

⁴ *Id.* at 3, 7, and Attach. 2 (DID Central Post-Close Ownership Chart). For each of these three Australian trusts, Applicants provide the names of the trustees and beneficiaries, all Australian citizens. Supplement at 1.

⁵ Supplement at 1.

Pursuant to the terms of the proposed transaction, DIDCentral Pty will acquire all of Dean Rogers's membership interest in DIDCentral, thus, post-consummation, DIDCentral will become a wholly-owned subsidiary of DIDCentral Pty.⁶ Applicants assert that a grant of the Application would serve the public interest, convenience, and necessity.⁷ Applicants state the transaction, "will provide DIDCentral with access to the financial resources of DIDCentral Pty thus strengthening the operations of DIDCentral in the wholesale telecommunications services market," and that "[f]ollowing consummation of the [t]ransaction, DIDCentral will continue to provide the full range of services it does today, without diminishment or interruption."⁸ In light of the multiple applications pending before the Commission with respect to this transaction and the public interest review associated with them, we accept the Application for non-streamlined processing.⁹

Referral to Executive Branch Agencies. Through this Public Notice, pursuant to Commission practice, the Application and the associated international application, ITC-T/C-20220202-00027, are being referred to the relevant Executive Branch agencies for their views on any national security, law enforcement, foreign policy, or trade policy concerns related to the foreign ownership of the Applicants.¹⁰

Domestic Section 214 Application Filed for the Transfer of Control of DID Central, LLC to DIDCentral Pty Ltd., WC Docket No. 22-44 (filed Jan. 31, 2022).

GENERAL INFORMATION

The application identified herein has been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies.

Interested parties may file comments **on or before March 1, 2022**, and reply comments **on or before March 8, 2022**. Comments may be filed using the Commission's Electronic Comment Filing System (ECFS) or by paper.

- **Electronic Filers:** Comments may be filed electronically by accessing ECFS at <http://apps.fcc.gov/ecfs/>.
- **Paper Filers:** Parties who choose to file by paper must file an original and one copy of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.
 - Filings can be sent by commercial overnight courier or by first-class or overnight U.S. Postal Service mail.¹¹ All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

⁶ Application at 3.

⁷ *Id.* at 4.

⁸ *Id.*

⁹ 47 CFR § 63.03.

¹⁰ 47 CFR § 1.40001. *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 Rcd 10927 (2020), Erratum (Appendix B — Final Rules), DA 20-1404 (OMD/IB rel. Nov. 27, 2020). *See also Rules and Policies on Foreign Participation in the U.S. Telecommunications Market; Market Entry and Regulation of Foreign-Affiliated Entities*, IB Docket Nos. 97-142 and 95-22, Report and Order and Order on Reconsideration, 12 FCC Rcd 23891, 23918-19, paras. 61-63 (1997) (*Foreign Participation Order*), recon. denied, 15 FCC Rcd 18158 (2000).

¹¹ Effective March 19, 2020, and until further notice, the Commission no longer accepts any hand or messenger delivered filings. This is a temporary measure taken to help protect the health and safety of individuals, and to

(continued....)

- Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9050 Junction Drive, Annapolis Junction, MD 20701. U.S. Postal Service first-class, Express, and Priority mail must be addressed to 45 L Street, NE, Washington, DC 20554.

People with Disabilities: We ask that requests for accommodations be made as soon as possible in order to allow the agency to satisfy such requests whenever possible. Send an email to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Gregory Kwan, Competition Policy Division, Wireline Competition Bureau, gregory.kwan@fcc.gov;
- 3) Sumita Mukhoty, Telecommunications and Analysis Division, International Bureau, sumita.mukhoty@fcc.gov; and
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov

The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s *ex parte* rules. Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

To allow the Commission to consider fully all substantive issues regarding the application in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.¹² A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, please contact Gregory Kwan at (202) 418-1191.

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mitigate the transmission of COVID-19. See *FCC Announces Closure of FCC Headquarters Open Window and Change in Hand-Delivery Policy*, Public Notice, 35 FCC Rcd 2788 (OS 2020).

¹² See 47 CFR § 1.45(c).