**DA 23-828**

**Released: September 8, 2023**

**DOMESTIC SECTION 214 APPLICATION FILED**

**FOR THE TRANSFER OF CONTROL OF PCCW GLOBAL, INC.**

**NON-STREAMLINED PLEADING CYCLE ESTABLISHED**

**WC Docket No. 23-264**

**Comments Due: September 22, 2023**

**Reply Comment Due: September 29, 2023**

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by HKT (International) Limited (HKT) and Infratil Digital Exchange Limited (Infratil Digital), (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission’s rules,[[1]](#footnote-3) requesting consent to transfer control of PCCW Global, Inc. (PCCW Global) from HKT to Infratil Digital.[[2]](#footnote-4)

PCCW Global, a Delaware corporation, provides communications services and other services in multiple states.[[3]](#footnote-5) HKT, a Hong Kong entity, provides communications services in Hong Kong.[[4]](#footnote-6) PCCW Global and HKT are wholly-owned, indirect subsidiaries of HKT Limited, a publicly held Cayman Islands company listed on the Hong Kong Stock Exchange.[[5]](#footnote-7) HKT Limited is indirectly majority owned by PCCW Limited, a publicly held Hong Kong company listed on the Hong Kong Stock Exchange.[[6]](#footnote-8) PCCW Limited is a global investment company that holds interests in other communications businesses.[[7]](#footnote-9)

Infratil Digital, is a newly formed New Zealand company, is wholly-owned by Infratil Limited (Infratil), a New Zealand company.[[8]](#footnote-10) Infratil has no parent company and is widely held, with the vast majority of its shares held by retail New Zealand investors or New Zealand institutional investors.[[9]](#footnote-11) Infratil is an active global infrastructure investor.[[10]](#footnote-12) Applicants state that Infratil’s Board of Directors retained Morrison & Co. (Morrison), a New Zealand limited company, as its outside management company; however, Morrison has “no special rights or power to carry or block any shareholder or board action.”[[11]](#footnote-13)

Pursuant to the terms of the proposed transaction, HKT will “undertake an internal restructuring that will include, among other things, the formation of several new wholly owned indirect subsidiaries including Console Connect and its subsidiary PCCW Global TechCo UK Pte Ltd., a corporation formed under the laws of the United Kingdom, and the transfer of the entire issued share capital of PCCW Global from its current direct parent company, BtN Holdings Limited, to PCCWG TechCo.”[[12]](#footnote-14) Applicants state that Infratil Digital would acquire a controlling stake in PCCW Global through the acquisition of a 60-80 percent equity interest in Console Connect.[[13]](#footnote-15) As a result, Infratil Digital will thereby hold an indirect 60-80 percent voting and equity interest in PCCW Global.[[14]](#footnote-16) HKT will hold the remaining direct, non-controlling 20-40 percent voting and equity interest in Console Connect and thus indirectly PCCW Global.[[15]](#footnote-17)

Because the proposed transaction is more complex than those accepted for streamlined treatment, and in order to analyze whether the proposed transaction would serve the public interest, we accept the Application for non-streamlined processing.[[16]](#footnote-18)

Referral to Executive Branch Agencies. Through this Public Notice, pursuant to Commission practice, the Application and the associated international application, ITC-T/C-20230802-00097, 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.[[17]](#footnote-19)

Domestic Section 214 Application Filed for the Transfer of Control of PCCW Global, Inc.,

WC Docket No. 23-264 (filed August 2, 2023).

**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 September 22, 2023**, and reply comments **on or before September 29, 2023**. 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.[[18]](#footnote-20) All filings must be addressed to the Commission’s Secretary, Office of the Secretary, Federal Communications Commission.
	+ 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. Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
2. David Krech, Office of International Affairs, david.krech@fcc.gov; and
3. 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.[[19]](#footnote-21) 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 Dennis Johnson at (202) 418-0809.

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1. *See* 47 U.S.C. § 214; 47 CFR §§ 63.03-04. [↑](#footnote-ref-3)
2. Application for Consent to Transfer Control of Domestic Section 214 Authorization Filed by Alink Services, LLC and Element8 Technology Investment Group Inc., WC Docket No. 23-264 (filed Aug. 4, 2023) (Application). Applicants filed a supplement to the Application on August 30, 2023 and September 1, 2023. Letter from Joshua M. Bobek, Counsel for Infratil Digital Exchange Limited, to Marlene H. Dorth, Secretary, FCC, WC Docket No. 23-264 (filed Aug. 30, 2023) (Aug. 30 Supplement Letter); Letter from Jennifer L. Kostyu et al., Counsel to HKT (International) Limited, and Andrew D. Lipman et al., Counsel for Infratil Digital Exchange Limited, to Marlene H. Dorth, Secretary, FCC, WC Docket No. 23-264 (filed Sept. 1, 2023) (Sept. 1 Supplement Letter). Applicants also filed applications for consent to transfer international authorizations. Any action on the domestic 214 application is without prejudice to other pending applications. [↑](#footnote-ref-4)
3. These states include Arizona, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Illinois, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Nevada, New Hampshire, New Jersey, New York, North Carolina, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina, Tennessee, Texas, Virginia, Washington, and Wisconsin. Application at 3, n.5 [↑](#footnote-ref-5)
4. *Id*. at 3. [↑](#footnote-ref-6)
5. *Id*. [↑](#footnote-ref-7)
6. *Id.* [↑](#footnote-ref-8)
7. *Id.* [↑](#footnote-ref-9)
8. *Id.* [↑](#footnote-ref-10)
9. *Id*. at 4. [↑](#footnote-ref-11)
10. *Id.* [↑](#footnote-ref-12)
11. *Id*. at 4, 13. Applicants state that the following individuals are members of the Board of Directors of Infratil Limited: Jason Boyes (New Zealand Citizen); Phillipa M. Harford (New Zealand Citizen); Alison R. Gerry (New Zealand/Australia Citizen); Andrew J. Clark (New Zealand Citizen); Anne J. Urlwin; (New Zealand Citizen); Kristy McTaggart (United Kingdom Citizen); Paul Gough (United Kingdom Citizen); and Peter M. Springford (United Kingdom Citizen). Mr Boyes and Ms. Harford are the sole Directors on the Board of Infratil Digital. Aug. 30 Supplement Letter at 1. [↑](#footnote-ref-13)
12. Console Connect is a Singapore company. Application at 5. [↑](#footnote-ref-14)
13. Supplement Letter at 1-2. [↑](#footnote-ref-15)
14. *Id.*  [↑](#footnote-ref-16)
15. *Id.* *See* Sept. 1 Supplement Letter for additional ownership information and charts. Sept. 1 Supplement Letter at Exh. 1 (Post-Closing Ownership). [↑](#footnote-ref-17)
16. 47 CFR § 63.03(c)(1)(v). [↑](#footnote-ref-18)
17. 47 CFR § 1.40001. *See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, IB Docket No. 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), recon. denied, 15 FCC Rcd 18158 (2000). [↑](#footnote-ref-19)
18. 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 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). [↑](#footnote-ref-20)
19. *See* 47 CFR § 1.45(c). [↑](#footnote-ref-21)