



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
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Thursday June 25, 2026

Report No. SCL-00622S

Streamlined Submarine Cable Landing License Applications
Accepted for Filing

Unless otherwise specified, the following procedures apply to the applications listed below:

The applications listed below have been found, upon initial review, to be acceptable for filing and subject to the streamlined processing procedures set forth in section 1.767 of the Commission's rules, 47 C.F.R. § 1.767. Pursuant to the Submarine Cable Landing License Act, 47 U.S.C. §§ 34-39, and Executive Order No. 10530, reprinted as amended in 3 U.S.C. § 301, each applicant seeks: (a) the grant of a submarine cable landing license; (b) the modification of a submarine cable landing license; and/or (c) the assignment or transfer of control of an interest in a submarine cable landing license.

Pursuant to its decision in Review of Commission Consideration of Applications under the Submarine Cable Landing License Act, IB Docket No. 00-106, FCC 01-332, 16 FCC Rcd 22167 (2001), and section 1.767 of the rules, the Commission will take action upon these applications within forty-five (45) days after release of this public notice, unless upon further examination an application is deemed ineligible for streamlined processing.

Ex parte communications between outside parties and Commission staff concerning these applications are permitted subject to the Commission's rules for "permit-but-disclose proceedings." See 47 C.F.R. § 1.1206. Unless otherwise specified, interested parties may file comments with respect to these applications within 14 days of this notice. Such filings will not necessarily result in an application being deemed ineligible for streamlined processing.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice). All applications listed are subject to further consideration and review, and may be returned and/or dismissed if not found to be in accordance with the Commission's rules, regulations, and other requirements.

SCL-AMD-20260623-00091 S260044 Q Gateway Ultimate Holdings LLC
Date filed: 2026-06-23
Amendment

See discussion of ICFS File No. SCL-T/C-20260504-00065 in this Public Notice.

On May 19, 2026, Quintillion Subsea Operations, LLC (Quintillion Subsea), a Delaware limited liability company, filed an application for consent to transfer control of Quintillion Subsea from Q Gateway Ultimate Holdings LLC to GCI Holdings, LLC. On June 23, 2026, Quintillion Subsea filed an amendment to make corrections and clarifications. See SCL-AMD-20260623-00091.

Quintillion is the sole licensee for the Quintillion System, a non-common carrier submarine cable system connecting several points within Alaska: Prudhoe Bay, Barrow, Wainwright, Point Hope, Kotzebue, and Nome. In 2017, the Commission granted a cable landing license for the Quintillion System. See SCL-LIC-20160325-00009, Actions Taken Under Cable Landing License Act, Report No. SCL-00198, Public Notice, 32 FCC Rcd 2778 (IB 2017) (Quintillion Grant PN). The Quintillion System is subject to a January 9, 2024 National Security Agreement between Quintillion Subsea Operations, LLC, Q Gateway Ultimate Holdings, LLC, and Grain Communications Opportunity Fund III, Master, L.P., on one hand, and the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Committee), represented by the Department of Homeland Security, the Department of Justice and the Department of Defense, on the other hand (2024 NSA). See SCL-T/C-20230411-00010, Actions Taken Under Cable Landing License Act, Report No. SCL-00449, Public Notice, 39 FCC Rcd 1110 (OIA 2024). On April 1, 2026, the Commission granted the modification of the cable landing license for the Quintillion Submarine Cable System to build new branches from branching units (BUs) on a newly constructed extension to the system reaching from the existing landing in Nome, Alaska to three new landing points: Emmonak, Hooper Bay, and Naknek, Alaska (the “Nome to Homer Express,” or NTHE project). See SCL-MOD-20250930-00070, Actions Taken Under Submarine Cable Landing License Act, Report No. SCL-00601, Public Notice, DA No. 26-324 (OIA 2026).

Currently, Quintillion is a direct wholly owned subsidiary of QSH Parent Holdco, LLC, which is an indirect wholly owned subsidiary of Q Gateway Ultimate Holdings LLC (Ultimate Holdings), all Delaware entities. Applicants state that Ultimate Holdings is managed by Grain Management, LLC, a Delaware investment management firm.

On April 21, 2026, Applicants state that Ultimate Holdings, GCI Holdings, LLC and (for purposes of certain earn-out payment obligations only) Liberty Capital Corporation, f/k/a GCI Liberty, Inc., entered a securities purchase agreement. As a result of the purchase agreement, GCI Holdings, LLC will acquire all of the issued and outstanding member interests of Q Gateway Intermediate Holdings LLC, the indirect parent company of Quintillion Subsea, at a \$310 million enterprise value, subject to working-capital and other adjustments. Applicants state that GCI Holdings, LLC will reimburse up to \$50 million of qualifying capital expenditures related to Quintillion Subsea’s NTHE project. Applicants state that additional consideration may be payable in 2028, 2029, and 2031 through a post-closing earnout dependent on achievement of certain financial metrics. Shortly after signing the securities purchase agreement, GCI Holdings’ affiliate, GCI LLC, provided a \$160 million unsecured loan to Q Ultimate Holdings to assist with the funding of Q Gateway Intermediate Holdings LLC’s operations. Applicants state that upon the consummation of the proposed transaction, GCI Holdings, LLC will hold 100 percent of the voting and equity interests in Q Gateway Intermediate Holdings LLC, and will indirectly wholly own and control Quintillion Subsea.

Applicants state that GCI Holdings, LLC’s acquisition of Quintillion Subsea would result in several public interest benefits. According to the application, GCI Holdings, LLC and its affiliates provide “telephony, Internet access, and managed services using fixed, fixed wireless, mobile, satellite,

and submarine cable platforms, to residential customers, businesses, governmental entities, and educational and medical institutions primarily in Alaska under the GCI brand.” Various subsidiaries of GCI Holdings, LLC are licensees on seven submarine cables that have landings within Alaska and also connect Alaska with the lower 48 states. These cables include Alaska United East; Cook Inlet Segment of TERRA-SW; AU-Aleutian; Alaska United Southeast; Kodiak-Kenai Fiber Link; Alaska United West; Airraq; and Cook Inlet Segment of TERRA-SW. Applicants state that combining the networks of GCI Holdings’ subsidiaries and Quintillion Subsea will enable stronger routing diversity. They say that the acquisition of Quintillion Subsea will also facilitate the completion of pending Quintillion Subsea projects such as the NTHE. Applicants state that they “will operate the combined infrastructure as part of a unified network, ensuring continuity” while “strengthening redundancy and resilience. . . .” Applicants also state that the proposed transaction would not create any anti-competitive effects in any market for submarine cable connectivity since GCI Holdings and its operating subsidiaries do not own any submarine cable infrastructure on the intra-Alaska routes served by the Quintillion System.

Upon consummation of the proposed transaction, Quintillion Subsea will be wholly owned by QSH Parent Holdco, LLC, which will be wholly owned by Q Gateway Intermediate Holdings LLC, both Delaware holding companies. Q Gateway Intermediate Holdings LLC will be wholly owned by GCI Holdings, LLC, a Delaware telecommunications company, which is wholly owned by Ventures Holdco, LLC, which in turn is wholly owned by GCI, LLC, both Delaware holding companies. GCI, LLC is wholly owned by Liberty Capital Corporation, f/k/a GCI Liberty, Inc., a publicly traded Nevada holding company. Dr. John C. Malone, a U.S. citizen, has (as of May 7, 2026) a direct 53.50% voting interest in Liberty Capital Corporation, f/k/a GCI Liberty, Inc. and direct 6.87% equity interest in Liberty Capital Corporation, f/k/a GCI Liberty, Inc. (and indirect 53.50% voting and 6.87% equity interests in Quintillion Subsea).

Applicants state that no other individuals or entities will own or control, directly or indirectly, a 10% or greater equity or voting interest in Quintillion Subsea as a result of the proposed transaction. Applicants state that Quintillion Subsea will continue to own all segments of the Quintillion system following consummation of the proposed transaction.

GCI Holdings, LLC and Quintillion Subsea agree to abide by the routine conditions specified in section 1.767(g) of the Commission’s rules, 47 CFR §§ 1.767(g), 1.70007. Applicants request that grant of the application be conditioned on continued compliance with the 2024 NSA.

In the Executive Branch Review Process Order, the Commission stated that it would generally refer applications with reportable foreign ownership 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, 10935-36, para. 24 (2020) (Executive Branch Review Process Order); see 47 CFR § 1.40001(a)(1). Applicants note that Quintillion Subsea will not have reportable foreign ownership (as defined in 47 CFR §§ 1.767 and 1.40001(d)) as a result of the proposed transaction, and therefore did not submit Standard Question responses to the Executive Branch agencies. We are not formally referring this application because the licensee will not have reportable foreign ownership as a result of the proposed transaction. Also, on May 20, 2026, the U.S. Department of Justice filed a letter stating that the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (“Committee”) “does not believe, based on available information, that a referral of this application to the Committee for review under Section 5 of Executive Order (“E.O.”) 13913 is necessary.” See Letter from Christopher R. Clements, Acting Chief, Foreign

Investment Review Section, National Security Division, U.S. Department of Justice to Marlene H. Dortch, FCC, filed in SCL-T/C-20260504-00065 (May 20, 2026).

Although we are not formally referring this application, we will provide a courtesy copy of this Public Notice to the Executive Branch agencies. See Executive Branch Review Process Order, 35 FCC at 10941, para. 36, n.99; see also id. 35 FCC at 10957, para 81, n.205.

REMINDERS:

Applicants must certify that neither the applicant nor any party to the application is subject to a denial of federal benefits by federal and/or state courts under authority granted in 21 U.S.C. § 862. See C.F.R. §§ 1.2001-1.2003.

By this notice, we inform the public that submarine cable landing license applications that are part of larger transactions involving multiple Commission licenses or authorizations may involve "extraordinary circumstances" as referenced in Review of Commission Consideration of Applications under the Submarine Cable Landing License Act, Report and Order, 16 FCC Rcd 22167 (2001) and Rules and Policies on Foreign Participation in the U.S. Telecommunications Market, Report and Order and Order on Reconsideration, 12 FCC Rcd 23891 (1997), paras. 327-28, Order on Reconsideration, 15 FCC Rcd 18158 (2000). Additionally, extraordinary circumstances result where Executive Branch agencies petition the Commission to defer action on an application pending the resolution of potential national security, law enforcement, foreign policy and trade policy issues. Accordingly, these applications may be removed from streamlined processing and may not be acted on within the 90-day review period that the Commission has established as the period of time normally required to reach a decision on non-streamlined submarine cable landing licenses. This notice shall serve as public notice to applicants that, in these circumstances, additional time may be required for Commission review and final action. No additional formal public notice will be provided routinely with respect to specific applications in the event that the applicable review period extends beyond 90 days.