



# PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION  
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Report No. TEL-01956NS

Friday May 3, 2019

## Non Streamlined International Applications/Petitions Accepted For Filing

### Section 214 Applications (47 C.F.R. §§ 63.18, 63.24); Section 310(b) Petitions (47 C.F.R. § 1.5000)

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. These applications are not subject to the streamlined processing procedures set forth in Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12. These applications shall not be deemed granted until the Commission affirmatively acts upon the application, either by public notice or by written order. Operation for which authorization is sought may not commence except in accordance with any terms or conditions imposed by the Commission. Pursuant to Section 1.1910(b)(2) of the rules, action will be withheld on any application by any entity found to be delinquent in its debts to the Commission. Applicants should check the Red Light Display System's website at [www.fcc.gov/redlight](http://www.fcc.gov/redlight) to determine if they are delinquent in a debt to the Commission and for information on how to pay the debt.

Unless otherwise specified, interested parties may file comments with respect to these applications within 28 days of the date of this public notice. We request that such comments refer to the application file number shown below. No application listed below shall be granted by the Commission earlier than the day after the date specified in this public notice for the filing of comments.

Unless otherwise specified, 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.

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](mailto:fcc504@fcc.gov) or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty). 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.

## Petition for Declaratory Ruling

MIP IV Midwest Fiber, LLC (MIP IV MW or Petitioner), together with its affiliates, has filed a petition for declaratory ruling (Petition) pursuant to section 310(b)(4) of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 310(b)(4), and section 1.5000(a)(1) of the Commission's rules, 47 CFR § 1.5000(a)(1), that the public interest would be served by permitting 100% foreign ownership of MIP IV MW, the proposed controlling U.S. parent of PEG Bandwidth IL, LLC (PEG IL). Petitioner filed its request in connection with an application to transfer control of PEG IL, which holds common carrier microwave licenses, from Uniti Fiber LLC to MIP IV MW. See ULS File No. 0008529594; WC Docket No. 19-49.

According to the Petitioner, MIP IV MW is a Delaware limited liability company established as an acquisition vehicle for purposes of the proposed transfer of control. MIP IV MW is indirectly controlled through a number of holding companies by Macquarie Group Limited (MGL), a publicly traded company incorporated in Australia. MGL is a global provider of banking, financial, advisory, investment and funds management services.

The Petitioner states that MIP IV MW will be a direct, wholly-owned subsidiary of MIP IV MidWest Fiber Parent, LLC (MIP IV Fiber Parent), a holding company to be formed in Delaware. MIP IV Fiber Parent will be wholly owned by MIP IV (FCC) AIV, L.P. (MIP IV (FCC) AIV), an investment management company formed in Delaware. Its general partner, MIP IV (ECI) GP, LLC (MIP IV (ECI) GP), a Delaware-organized investment management company, is ultimately controlled by MGL and would hold a 0.2% equity interest in MIP IV (FCC) AIV. Through a management agreement, MIP IV (ECI) GP delegates certain duties to a Delaware-organized affiliate, Macquarie Infrastructure Partners Inc. (MIP Inc.), which is the manager and attorney-in-fact of the private equity vehicles that will invest in MIP IV (FCC) AIV. MIP Inc. is a direct, wholly-owned subsidiary of Macquarie Infrastructure and Real Assets Inc. (MIRA), both of which are Delaware-organized investment advisors.

MIRA is a direct, wholly-owned subsidiary of Macquarie Holdings (U.S.A.), Inc., a Delaware-organized holding company that is, in turn, ultimately wholly owned and controlled by MGL through a series of wholly-owned intervening holding companies organized in Australia.

Two Macquarie-controlled U.S. limited liability companies (Feeder LLCs) will be formed prior to closing through which certain classes of investors will hold economic interests in MIP IV (FCC) AIV. These interests may be held directly in the Feeder LLCs or indirectly through personal investment vehicles. According to the Petition, the Macquarie-controlled Feeder LLCs are expected to hold approximately 24% and approximately 42% of MIP IV (FCC) AIV's limited partnership interests, subject to ultimate fundraising, respectively. Petitioner asserts that the limited liability company interests in the Feeder LLCs will be insulated in accordance with section 1.5003 of the Commission's rules and that the Macquarie-owned general partner.

The Petition states that other Macquarie-controlled entities (organized in the United States, Canada, or the Cayman Islands) also may hold limited partnership interest interests in MIP IV (FCC) AIV. Macquarie-controlled entities are expected to hold, as of closing, approximately 25% of the equity of MIP IV (FCC) AIV but, Petitioner states, that amount could increase over time. It is anticipated that any non-U.S. Macquarie entities would hold, in the aggregate, less than 20% of MIP IV (FCC) AIV's limited partnership interests. The Petitioner asserts that, to the extent these Macquarie entities are investment fund limited partnerships or limited liability companies, they will be insulated in accordance with section 1.5003 of the Commission's rules.

The Petition asks that the Commission approve 100% aggregate foreign ownership (equity and voting interests) of MIP IV MW, including a 100% voting interest and, pursuant to section 1.5001(k) of the rules, a 100% equity interest that may be acquired by Macquarie-controlled entities at some future time. In addition, MIP IV MW specifically seeks approval for investments made through funds that it controls that may be formed in Canada or the Cayman Islands. The Petitioner states that, with the exception of Macquarie-controlled entities, no foreign individual or entity would hold a 10 percent or greater equity or voting interest in MIP IV MW at closing and all such individuals and entities will hold insulated interests. For that reason, Petitioner states, it does not seek specific approval under section 1.5001(i) of the rules for particular foreign individuals or entities other than the Macquarie-controlled Australian entities identified in the Petition.

Interested parties may file comments on or before May 17, 2019, and reply comments on or before May 24, 2019.

## REMINDER:

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 47 C.F.R. §§ 1.2001–2003.