



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

Report No. TEL-02308NS

Friday October 20, 2023

Non Streamlined International Applications/Petitions Accepted For Filing

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

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 CFR § 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 Commission's rules, action will be withheld on any application by any entity found to be delinquent in its debts to the Commission. 47 CFR § 1.1910(b)(2). Applicants should login to the CORES Payment website at <https://apps.fcc.gov/cores/userLogin.do> 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 CFR § 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 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.

Petition for Declaratory Ruling

On August 23, 2023, Searchlight WCM Holdco, LLC (SCP Holdco or Petitioner) filed a petition for a declaratory ruling, pursuant to section 310(b)(4) of the Communications Act of 1934, as amended, 47 U.S.C. § 310(b)(4) (the Act), and section 1.5000(a)(1) of the Commission's rules, 47 CFR § 1.5000(a)(1), asking the Commission to find that it would serve the public interest to permit foreign ownership of SCP Holdco, the proposed controlling U.S. parent of Wecom LLC (Licensee), to exceed the 25% benchmarks in section 310(b) of the Act. On October 12, 2023, the Petitioner filed an amended and restated petition for declaratory ruling (Restated Petition). The Restated Petition is filed in connection with the transfer of control of 13 common carrier wireless licenses (the Licenses) held by Wecom LicenseCo LLC (Wecom LicenseCo) to Wecom LLC.

Wecom LicenseCo, a Delaware limited liability company, is a wholly owned subsidiary of Wecom Newco, Inc. (Wecom Newco). Pursuant to a May 12, 2023, Equity Purchase Agreement, SCP Holdco will acquire 100% of the interests in Wecom LicenseCo from Wecom Newco, and then merge Wecom LicenseCo with and into Wecom LLC, with Wecom LLC being the surviving entity (the Transaction). As a result of the Transaction, the Licenses will be assigned from Wecom LicenseCo to Wecom LLC.

As a result of the Transaction, Wecom LLC will be wholly owned by SCP Holdco, both Delaware limited liability companies. SCP Holdco will be owned by Searchlight Fiber Alliance, LLC (70.61% equity, 66.67% voting), Simple Broadband II LLC (17.65% equity, 16.67% voting) and Wecom Newco, Inc., (11.74% equity, 16.67% voting), all Delaware entities.

Searchlight Fiber Alliance 2022 GP, L.P. holds 6.51% equity and 100% voting interests in Searchlight Fiber Alliance, LLC, both Delaware entities. Searchlight Fiber Alliance 2022 GP, L.P. is wholly owned by its general partner, Searchlight Fiber Alliance 2022 GP, LLC, a Delaware limited liability company. Searchlight Fiber Alliance 2022 GP, LLC is owned by: Eric Zinterhofer, a U.S. citizen; Erol Uzumeri, a citizen of Canada; and Oliver Haarmann, a citizen of Germany, each holding 33.33% equity and voting interests. Searchlight Capital Partners, L.P. provides management services to Searchlight Fiber Alliance, LLC and its managing member, Searchlight Fiber Alliance 2022 GP, L.P., all Delaware entities. Searchlight Capital Partners, L.P. is controlled by Searchlight Capital Partners, LLC, its general partner, a Delaware limited liability company, which owns 33.33% equity and voting interests in Searchlight Capital Partners, L.P. Searchlight Capital Partners, LLC is controlled by its three members, Eric Zinterhofer, Erol Uzumeri, and Oliver Haarmann, who respectively own 33.33% equity and voting interest in Searchlight Capital Partners, LLC.

The remaining interests in Searchlight Fiber Alliance, LLC are held by Platinum Compass B 2018 RSC Limited, a United Arab Emirates corporation (46.74% equity, 0% voting) and Epsom Investment Pte. Ltd., a Singaporean private limited company (46.74% equity, 0% voting). Platinum Compass B 2018 RSC Limited is wholly owned by Abu Dhabi Investment Authority, a United Arab Emirates governmental authority. Epsom Investment Pte. Ltd. is wholly owned by GIC Infra Holdings Pte. Ltd., a Singapore private limited company, which in turn is owned by GIC (Ventures) Pte. Ltd., a Singapore private limited company, which in turn is wholly owned by the Minister for Finance of the Government of Singapore. Petitioner asserts that Platinum Compass B 2018 RSC Limited and Epsom Investment Pte. Ltd. are both insulated pursuant to section 1.5003 of the Commission's rules. 47 CFR § 1.5003.

The direct interest holders in Simple Broadband II LLC are: Simple Broadband LLC, a Delaware limited liability company, (0% equity, 100% voting); Simple Networks LLC, a New York limited liability company, (2.50% equity, 0% voting); Jeff Libshutz (2% equity, 0% voting); Lee Chaikin, a (0.50% equity, 0% voting); and No Fall LLC, a Wyoming limited liability company, (95% equity, 0% voting), all U.S. individuals and entities. The interests in No Fall, LLC are held by: Fortress D Trust (25% equity, 0% voting); The Ian M. Cumming Charitable Lead Annuity Trust (70.88% equity, 0% voting); Jackson Management Services, L.C. (0% equity, 100% voting), all Wyoming entities, along with Matthew Ireland (1.25% equity, 0% voting); Catherine Handley (0.63% equity and 0% voting); Colby Rollins (1.25% equity, 0% voting); Patrick Egbert (0.25% equity, 0% voting); and Jason Stowell (0.75% equity, 0% voting), all U.S. citizens. The Fortress D Trust and Ian M. Cumming Charitable Lead Annuity Trust are wholly owned by the trustee, Cumming Trust Management Corporation, a Wyoming corporation. The following individuals, each of which are U.S. citizens, are board members of the Cumming Trust Management Corporation: John Cumming, David Cumming, Catherine Handley, Jessica Grant, and Paul Rowsey. Matthew Ireland, Catherine Handley, and Colby Rollins are managers of Jackson Management Services, L.C. and respectively own 0% equity and 33.33% voting interests.

Simple Networks LLC which holds 50% equity and 50% voting interests in Simple Broadband LLC, is owned by two U.S. citizens: Evan Grayer and Jason Markham, which respectively own 50% equity and 50% voting. ArmaVir Partners LLC, a Delaware limited liability company, holds the remaining 50% equity and 50% voting interests in Simple Broadband LLC. Two U.S. citizens, Jeff Libshutz (80% equity, 50% voting) and Lee Chaikin (20% equity, 50% voting), hold the interests in ArmaVir Partners LLC.

Wecom Newco is owned by Paul and Noelle Fleming (51% equity and voting), Tanner Trahan (12% equity and voting), all of whom are U.S. citizens, along with Trahan Family Revocable Trust (37% equity and voting), a trust organized under the laws of Arizona. The Trahan Family Revocable Trust is wholly owned by its trustees, Jack and Terrie Trahan, both U.S. citizens.

According to the Restated Petition, upon consummation of the Transaction, the aggregate foreign ownership of SCP Holdco will be approximately 70.61% equity and 66.67% voting interests. Pursuant to section 1.5001(i) of the Commission's rules, the Petitioner requests that the Commission specifically approve the direct and/or indirect foreign equity and/or voting interests that would be held in SCP Holdco, the controlling U.S. parent of Wecom LLC upon completion of the Transaction, as follows:

Erol Uzumeri (1.53% equity, 22.22% voting) (Canada);

Oliver Haarmann (1.53% equity, 22.22% voting) (Germany);

Platinum Compass B 2018 RSC Limited (33% equity and voting) (United Arab Emirates);

Abu Dhabi Investment Authority (33% equity and voting) (United Arab Emirates);

Epsom Investment Pte. Ltd. (33% equity and voting) (Singapore);

GIC Infra Holdings Pte. Ltd. (33% equity and voting) (Singapore);

— SCP Infra Holdings Pte. Ltd. (33% equity and voting) (Singapore);

GIC (Ventures) Pte. Ltd. (33% equity and voting) (Singapore); and

Minister for Finance of the Government of Singapore (33% equity and voting) (Singapore).

Pursuant to section 1.5001(k) of the Commission's rules, 47 CFR § 1.5001(k), Petitioner also requests advance approval for the following foreign individuals and foreign-organized entities to acquire up to a non-controlling 49.99% indirect equity and/or voting interest in SCP Holdco:

Erol Uzumeri (49.99% equity and voting) (Canada);

Oliver Haarmann (49.99% equity and voting) (Germany);

Platinum Compass B 2018 RSC Limited (49.99% equity and voting) (United Arab Emirates);

Abu Dhabi Investment Authority (49.99% equity and voting) (United Arab Emirates);

Epsom Investment Pte. Ltd. (49.99% equity and voting) (Singapore);

GIC Infra Holdings Pte. Ltd. (49.99% equity and voting) (Singapore);

GIC (Ventures) Pte. Ltd. (49.99% equity and voting) (Singapore); and

Minister for Finance of the Government of Singapore (49.99% equity and voting) (Singapore).

The Petitioner asserts that the public interest would be served by granting the Petition.

Through this Public Notice, pursuant to Commission practice, the Petition for Declaratory Ruling is 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 Petitioner.

Interested parties may file comments on or before November 3, 2023, and reply comments on or before November 13, 2023.

INFORMATIVE

ISP-PDR-20230223-00002

TP Global Operations Limited

On October 19, 2023, the Committee for the Assessment of Foreign Participation in the United States Telecommunications Service Sector (Committee) notified the Commission that it is reviewing the petition for declaratory ruling and the associated international transfer of control application filed by Truphone, Inc. (ISP-PDR-20230223-00002; ITC-T/C-20230227-00022; and IA Docket No. 23-344) for any national security and law enforcement issues and requests that the Commission defer action on the petition and application until the Committee completes its review.

ITC-T/C-20230227-00022

Truphone, Inc.

On October 19, 2023, the Committee for the Assessment of Foreign Participation in the United States Telecommunications Service Sector (Committee) notified the Commission that it is reviewing the petition for declaratory ruling and the associated international transfer of control application filed by Truphone, Inc. (ISP-PDR-20230223-00002; ITC-T/C-20230227-00022; and IA Docket No. 23-344) for any national security and law enforcement issues and requests that the Commission defer action on the petition and application until the Committee completes its review.

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 CFR §§ 1.2001-.2003.