Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of	)	
	)	
THE MICRONESIAN TELECOMMUNICATIONS CORPORATION and PTI PACIFICA INC.	)))	File No. ISP-PDR-20251217-00003 ISP-AMD-20260825-00001
Petition for A New Foreign Ownership Declaratory Ruling		

To: The Commission

AMENDED AND RESTATED PETITION OF THE MICRONESIAN TELECOMMUNICATIONS CORPORATION AND PTI PACIFICA INC. FOR NEW FOREIGN OWNERSHIP DECLARATORY RULING UNDER SECTION 310(b)(4) OF THE COMMUNICATIONS ACT OF 1934, AS AMENDED

The Micronesian Telecommunications Corporation ("MTC") and its direct wholly-owned subsidiary PTI Pacifica Inc. ("PTI Pacifica," collectively "the Petitioners"), by their attorneys, hereby petition the Commission for a new declaratory ruling under Section 310(b)(4) of the Communications Act of 1934, as amended, and sections 1.5000 through 1.5004 of the Commission's rules.[1] PTI Pacifica holds common carrier wireless licenses in Guam and the Commonwealth of the Northern Mariana Islands ("CNMI"). The Petitioners previously received Commission approval for PTI Pacifica to have up to 100 percent foreign ownership.[2]

The current controlling shareholder, Ricardo C. Delgado (a citizen of the Philippines), seeks the Commission's advance approval to distribute his ownership interests in a holding

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[1] 47 C.F.R. §§ 1.5000 through 1.5004.

[2] *See, e.g.,* ICFS File No. ISP-PDR-20200302-00001. *International Authorizations Granted*, Public Notice, 35 FCC Rcd 6777, 6778 (2020). Prior approvals were obtained for PTI Pacifica and Pacific Telecom Inc., MTC's direct parent company.

company above PTI Pacifica (Citadel Pacific Ltd. or "CPL") to his four adult children (each a citizen of the Philippines) as part of his estate planning. As a result, his son, Jose Ricardo Delgado, who is currently an indirect owner of the Petitioners, would acquire an indirect majority voting interest in and control of PTI Pacifica. Ricardo C. Delgado's three daughters also would each indirectly hold approximately 12.75 percent of the voting and equity interests in PTI Pacifica post-closing. Pursuant to voting agreements with each of his children, however, Ricardo C. Delgado would continue to vote certain shares and receive any related dividend distributions associated with the transferred shares post-closing. This petition also seeks advance approval to increase the foreign ownership interests of Jose Ricardo Delgado and his three daughters.

This request is being filed simultaneously with (1) applications to transfer control of PTI Pacifica's various FCC authorizations, including wireless licenses, an international Section 214 authorization, a domestic Section 214 authorization, a submarine cable license, and (2) applications to transfer control of the FCC authorizations held by MTC, namely an international and a domestic Section 214 authorization. Additionally, in accordance with Section 1.5001(m) of the FCC rules, 47 C.F.R. § 1.5001(m), the Petitioners are submitting concurrently responses to the Standard Questions to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector ("Committee").

I. DESCRIPTION OF THE TRANSACTION

MTC is the direct 100 percent U.S. controlling parent of PTI Pacifica. MTC and PTI Pacifica are majority owned and controlled indirect subsidiaries of CPL, a diversified private holding company organized under the laws of the Cayman Islands, with operations in the Asia-Pacific region, including the Philippines, Guam, and CNMI (CPL's operations in Guam and CNMI being referred to as the "U.S. Pacific interests"). Ricardo C. Delgado currently holds an approximate 59 percent voting and equity interest in and controls CPL, and his son Jose Ricardo Delgado holds an approximate 41 percent voting and equity interest in CPL.[3] Ricardo C. Delgado intends to distribute his current shares in CPL evenly among his four adult children. As a result, his three daughters would each obtain approximately 15 percent of the shares of CPL. Pursuant to voting agreements, however, Ricardo C. Delgado would vote all shares of CPL held by his daughters and receive any related dividend distributions associated with the shares provided to his daughters. Jose Ricardo Delgado also would receive an additional approximate 15 percent of the shares of CPL. Pursuant to a separate voting agreement, Jose Ricardo Delgado would vote the additional 15 percent of shares with respect to matters associated with the U.S. Pacific interests, including MTC and PTI Pacifica. Under the voting agreement with his son, Ricardo C. Delgado would vote the shares being transferred to his son with respect to matters not associated with the U.S. Pacific interests, and receive any dividend distributions related to these shares. Accordingly, Jose Ricardo Delgado would increase his voting interest in CPL to approximately 55 percent (and retain an approximate 41 percent equity interest), thereby acquiring control of CPL and indirectly PTI Pacifica. Each of Ricardo C. Delgado's daughters would hold a 15 percent voting interest and 15 percent equity interest in CPL post-closing. However, by virtue of the voting agreements, Ricardo C. Delgado would effectively hold an approximate 45 percent voting interest and 59 percent equity interest in CPL. Diagrams of the pre- and post-closing ownership structure of PTI Pacifica are attached hereto as Exhibit A, with all percentages rounded to the nearest one percent.

[3] A small amount, less than one percent collectively, of the shares of CPL are currently held by several individuals. However, subject to a voting trust, those shares are voted by Ricardo C. Delgado and Jose Ricardo Delgado.

II. THE FCC PREVIOUSLY GRANTED PTI PACIFICA FOREIGN OWNERSHIP AUTHORIZATION TO HOLD ALL TYPES OF COMMON CARRIER LICENSES

PTI Pacifica is incorporated in the CNMI, a self-governing commonwealth in political union with and under the sovereignty of the United States of America. PTI Pacifica is directly owned 100 percent by MTC, also a CNMI corporation, which is the incumbent local exchange carrier in CNMI.[4] MTC in turn is owned 100 percent by holding company Pacific Telecom, Inc. ("Pacific Telecom"), also a CNMI corporation.

Pacific Telecom is owned 100 percent by Citadel Pacific Telecom Holdings, LLC ("CPTH"), a Guam limited liability company. CPTH is owned 85 percent by CPL, a Cayman Islands corporation, and 15 percent by SK Telecom Co. Ltd., a publicly traded South Korea corporation listed on the Korea Stock Exchange. CPL currently is owned by two citizens of the Philippines, Ricardo C. Delgado (approximately 59 percent) and his son Jose Ricardo Delgado (approximately 41 percent).

The FCC on multiple prior occasions has issued foreign ownership declaratory rulings authorizing MTC's wholly-owned direct subsidiary PTI Pacifica to have up to 100 percent foreign ownership and to hold different types of FCC common carrier licenses.[5] The FCC's 2003 ruling covered a cellular license and a common carrier earth station license in the CNMI.[6] A 2006 ruling approved a PCS license covering both CNMI and Guam.[7] A 2008 ruling

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[4] PTI Pacifica and MTC collectively operate in the CNMI and Guam under the trade name IT&E.

[5] Pacific Telecom and PTI Pacifica also filed a Section 310(b)(4) petition in 2019 to extend its foreign ownership authorization to any Upper Microwave Flexible Use Service licenses that PTI Pacifica might win at auction, but they withdrew the petition after they did not acquire any licenses. *See* ICFS File No. ISP-PDR-20191021-00008.

[6] *Bell Atlantic New Zealand Holdings, Inc.*, Order and Authorization, 18 FCC Rcd 23140 (2003) ("*2003 Acquisition Order*").

[7] *Application of Bell Atlantic New Zealand Holdings, Inc., Assignor, and GTE Pacifica, Inc., Assignee*, Order, 21 FCC Rcd 12079, 12085 ¶ 17 (2006).

approved the acquisition at auction of a 700 MHz license covering CNMI and Guam.[8] A 2009 ruling approved the acquisition of common carrier LMDS and earth station licenses in CNMI and Guam.[9] A ruling in 2010 authorized PTI Pacifica to accept up to a 40 percent indirect, non-controlling equity and voting interest by a specified foreign investor.[10] The Commission in 2020 provided advance approval (1) for Ricardo C. Delgado and the currently controlling foreign company CPL to increase their indirect interests in PTI Pacifica up to 100 percent of the indirect equity and voting interests and (2) for the then-existing shareholders, including Jose Ricardo Delgado and SK Telecom Co. Ltd., each to increase its indirect interests in PTI Pacifica up to and including a 49.9 percent non-controlling indirect equity and/or voting interest in PTI Pacifica.[11]

III. INFORMATION REQUIRED BY 47 C.F.R. § 1.5001

Pursuant to Section 1.5001 of the Commission's rules, MTC and PTI Pacifica provide the following information in support of this Petition.

Section 1.5001(a): Petitioners' Contact Information, FRN, Place of Organization, and Type of Business, and Certification Information

Petitioners:

Name:	**The Micronesian Telecommunications Corporation**
FRN:	0004350252
Address:	PO Box 500306 CK Tekken Street, Susupe Village Saipan, MP 96950

[8] File No. ISP-PDR-20071203-00017. *See International Authorizations Granted*, Public Notice, 23 FCC Rcd 8372, 8373 (2008).

[9] *IT&E Overseas, Inc.*, Memorandum Opinion and Order and Declaratory Ruling, 24 FCC Rcd 5466 (2009).

[10] IBFS File No. ISP-PDR-20100720-00015. *See International Authorizations Granted*, Public Notice, 25 FCC Rcd 16939, 16940 (2010). The specified foreign investor subsequently divested all its non-controlling indirect interests in PTI Pacifica.

[11] ICFS File No. ISP-PDR-20200302-00001. *See International Authorizations Granted*, Public Notice, 35 FCC Rcd 6777, 6778 (2020).

Telephone:	670-682-0744
Fax:	670-235-4932
Email:	Steven.Carrara@itehq.net
Citizenship:	CNMI
Entity Type:	Corporation
Type of Business:	Incumbent Local Exchange Carrier
Certifying Officer:	Steven Carrara, General Counsel

Name:	**PTI Pacifica Inc.**
FRN:	0004339933
Address:	PO Box 500306 CK Tekken Street, Susupe Village Saipan, MP 96950
Telephone:	670-682-0744
Fax:	670-235-4932
Email:	Steven.Carrara@itehq.net
Citizenship:	U.S. (CNMI)
Entity Type:	Corporation
Type of Business:	Wireless and Interexchange Carrier and Submarine Cable Licensee
Certifying Officer:	Steven Carrara, General Counsel

Section 1.5001(b): Legal Counsel Contact Information

Name:	Timothy J. Cooney Jennifer L. Kostyu Gregory R. Gonzalez
Address:	Wilkinson Barker Knauer, LLP 1800 M Street, N.W., Suite 800N Washington, D.C. 20036
Telephone:	202.783.4141
Fax:	202.783.5851
Email:	tcooney@wbklaw.com jkostyu@wbklaw.com ggonzalez@wbklaw.com

Section 1.5001(c)(1): Licensees Covered by Declaratory Ruling

The declaratory ruling is requested for PTI Pacifica, the licensee of cellular, PCS, lower 700 MHz, AWS, LMDS, and UMFUS licenses, as well as common carrier and private microwave licenses. PTI Pacifica previously received Section 310(b)(4) approval for all types of wireless licenses and for all geographic areas under ICFS File No. ISP-PDR-20200302-00001. Exhibit B includes a list of the common carrier wireless licenses currently held by PTI Pacifica.

Section 1.5001(c)(2): Associated Applications

In connection with this transaction, PTI Pacifica is the subject of transfer of control applications being filed concurrently for all its wireless licenses, its submarine cable license, and for its international and domestic Section 214 authorizations.

Section 1.5001(d): Type of Declaratory Ruling

Petitioners seek a declaratory ruling pursuant to Section 1.5000(a)(1) of the Commission's rules.

Sections 1.5001(e) and (g) – Direct Ownership Information: Equity/Voting Interests of 10 Percent or More

A. Direct Ownership

The following U.S. entity holds a 100 percent direct ownership in MTC, PTI Pacifica's controlling U.S. parent:

Name:	**Pacific Telecom Inc.**
FRN:	0006243554
Address:	PO Box 500306 CK Tekken Street, Susupe Village Saipan, MP 96950
Telephone:	670-682-0744
Fax:	670-235-4932
Email:	Steven.Carrara@itehq.net
Citizenship:	U.S. (CNMI)
Entity Type:	Corporation
Type of Business:	Holding Company
Percent Held:	100 percent direct equity/voting interests in The Micronesian Telecommunications Corporation.

B. Sections 1.5001(f) and (g) – Indirect Ownership Information

After FCC approval of this Petition for Declaratory Ruling and the approval and consummation of associated transfer of control applications, the following individuals and entities will hold reportable indirect ownership interests in PTI Pacifica. The percentages listed are calculated in accordance with the principles set forth in Section 1.5002 of the Commission's rules.

Name:	**Jose Ricardo Delgado**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder and CEO of Citadel Pacific Ltd.
Entity Type:	Individual

Percentage Held:	55 percent direct voting interest and 41 percent direct equity interest in Citadel Pacific Ltd., and 34.85 percent (41% x 85%) indirect equity and 100 percent indirect voting interest in The Micronesian Telecommunications Corporation.[12]
Name:	**Ricardo C. Delgado**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder of Citadel Pacific Ltd.
Entity Type:	Individual
Percentage Held:	45 percent direct voting interest and 59 percent direct equity interest in Citadel Pacific Ltd., and 50.15 percent (59% x 85%) indirect equity interest and 38.25 percent (45% x 85%) indirect voting interest in The Micronesian Telecommunications Corporation.[13]
Name:	**Maria Beatriz Delgado Padilla**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder of Citadel Pacific Ltd.
Entity Type:	Individual
Percentage Held:	15 percent direct voting and equity interest in Citadel Pacific Ltd., and 12.75 percent (15% x 85%) indirect voting and equity interest in The Micronesian Telecommunications Corporation.[14]
Name:	**Margarita Lia Delgado Infante**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder of Citadel Pacific Ltd.

[12] As further explained above, Ricardo C. Delgado intends to distribute approximately 15 percent of CPL's shares to his son, Jose Ricardo Delgado. Pursuant to a voting agreement, however, Ricardo C. Delgado would retain any dividend distributions related to these particular shares while Jose Ricardo Delgado would vote these additional shares with respect to matters associated with the U.S. Pacific interests. Accordingly, post-closing Jose Ricardo Delgado would effectively hold a 55 percent direct voting interest and 41 percent direct equity interest in CPL.

[13] As further explained above, Ricardo C. Delgado intends to distribute his current shares in CPL evenly among his four adult children. However, pursuant to voting agreements, post-closing Ricardo C. Delgado would effectively retain an approximate 45 percent voting and 59 percent equity interest in CPL.

[14] As further explained above, Ricardo C. Delgado intends to distribute approximately 15 percent of CPL's shares to each of his daughters. Pursuant to voting agreements, however, post-closing Ricardo C. Delgado would vote and retain any dividend distributions related to these shares. Accordingly, post-closing each daughter would effectively hold a 0 percent direct voting and equity interest in CPL.

Entity Type:	Individual
Percentage Held:	15 percent direct voting and equity interest in Citadel Pacific Ltd., and 12.75 percent (15% x 85%) indirect voting and equity interest in The Micronesian Telecommunications Corporation.[15]

Name:	**Maria Del Carmen Delgado**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder of Citadel Pacific Ltd.
Entity Type:	Individual
Percentage Held:	15 percent direct voting and equity interest in Citadel Pacific Ltd., and 12.75 percent (15% x 85%) indirect voting and equity interest in The Micronesian Telecommunications Corporation.[16]

Name:	**Citadel Pacific Ltd.**
Address:	c/o Trident Trust Company (Cayman) Ltd. Fourth Floor, One Capital Place P.O. Box 847 Grand Cayman, KY1-1103
Citizenship:	Cayman Islands
Principal Business:	Holding Company
Entity Type:	Corporation
Percentage Held:	85 percent direct equity/voting interests in Citadel Pacific Telecom Holdings, LLC, and 85 percent (85% x 100%) indirect equity and 100 percent indirect voting interest in The Micronesian Telecommunications Corporation.

Name:	**Citadel Pacific Telecom Holdings, LLC**
Address:	PO Box 500306 CK Tekken Street, Susupe Village Saipan, MP 96950
Citizenship:	U.S. (Guam)
Entity Type:	Limited Liability Company
Type of Business:	Holding Company
Percent Held:	100 percent direct equity/voting interests in Pacific Telecom Inc., and 100 percent indirect equity/voting interests in The Micronesian Telecommunications Corporation.

Name:	**SK Telecom Co. Ltd.**
Address:	SK T-Tower, 65 Eulji-ro, Jung-gu Seoul, South Korea 100999
Citizenship:	South Korea
Principal Business:	Wireless telecommunications operator

[15] *See id*.

[16] *See id*.

Entity Type:	Corporation
Percentage Held:	15 percent direct equity/voting interests in Citadel Pacific Telecom Holdings, LLC, and 15 percent indirect equity/voting interests in The Micronesian Telecommunications Corporation.

Sections 1.5001(h)(1) and (i) – Estimate of Aggregate Foreign Ownership

Pre-transaction, non-U.S. individuals and entities indirectly control 100 percent of the voting and equity interests of MTC, as indicated in Exhibit A, which includes both the current and proposed organization charts. Post-transaction, non-U.S. individuals and entities will indirectly control 100 percent of the voting and equity interests of MTC.

The circumstance that prompted the filing of this Petition is the controlling shareholder's intent to distribute his indirect ownership shares in MTC to his four adult children. A demonstration that the public interest would be served by granting the Petition is set forth in Section III below.

Section 1.5001(h)(2) – Ownership and Control Structure Diagram

A diagram of MTC's and PTI Pacifica's ownership structure is set forth in Exhibit A.

Section 1.5001(i)-(k) – Request for Specific Approval

The Petitioners request specific approval for the following foreign individuals and entities that will indirectly hold more than five percent of the equity and/or voting interests in MTC:[17]

Name:	**Jose Ricardo Delgado**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder and CEO of Citadel Pacific Ltd.;
Entity Type:	Individual
Percentage Held:	55 percent direct voting interest and 41 percent direct equity interest in Citadel Pacific Ltd., and 34.85 percent (41% x 85%) indirect equity and 100 percent indirect voting interest in The Micronesian Telecommunications Corporation.

Name:	**Ricardo C. Delgado**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines

[17] The percentages listed are calculated in accordance with the principles set forth in Section 1.5002 of the Commission's rules. Specific approval is not requested for any CNMI (U.S.) entity in the ownership chain.

Principal Business:	Shareholder of Citadel Pacific Ltd.
Entity Type:	Individual
Percentage Held:	45 percent direct voting interest and 59 percent direct equity interest in Citadel Pacific Ltd., and 50.15 percent (59% x 85%) indirect equity interest and 38.25 percent (45% x 85%) indirect voting interest in The Micronesian Telecommunications Corporation.

Name:	**Maria Beatriz Delgado Padilla**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder of Citadel Pacific Ltd.
Entity Type:	Individual
Percentage Held:	15 percent direct voting and equity interest in Citadel Pacific Ltd., and 12.75 percent (15% x 85%) indirect voting and equity interest in The Micronesian Telecommunications Corporation.

Name:	**Margarita Lia Delgado Infante**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder of Citadel Pacific Ltd.
Entity Type:	Individual
Percentage Held:	15 percent direct voting and equity interest in Citadel Pacific Ltd., and 12.75 percent (15% x 85%) indirect voting and equity interest in The Micronesian Telecommunications Corporation.

Name:	**Maria Del Carmen Delgado**
Address:	28th Floor Tower 2, High Street South Corporate Plaza 26th St. BGC, Taguig City, Philippines 1630
Citizenship:	Philippines
Principal Business:	Shareholder of Citadel Pacific Ltd.
Entity Type:	Individual
Percentage Held:	15 percent direct voting and equity interest in Citadel Pacific Ltd., and 12.75 percent (15% x 85%) indirect voting and equity interest in The Micronesian Telecommunications Corporation.

Name:	**Citadel Pacific Ltd.**
Address:	c/o Trident Trust Company (Cayman) Ltd. Fourth Floor, One Capital Place P.O. Box 847 Grand Cayman, KY1-1103
Citizenship:	Cayman Islands
Principal Business:	Holding Company
Entity Type:	Corporation

Percentage Held:	85 percent direct equity/voting interests in Citadel Pacific Telecom Holdings, LLC and 85 percent (85% x 100%) indirect equity interest and 100 percent indirect voting interest in The Micronesian Telecommunications Corporation.
Name:	**SK Telecom Co. Ltd.**
Address:	SK T-Tower, 65 Eulji-ro, Jung-gu Seoul, South Korea 100999
Citizenship:	South Korea
Principal Business:	Wireless telecommunications operator
Entity Type:	Corporation
Percentage Held:	15 percent direct equity/voting in Pacific Telecom Inc. and 15 percent indirect equity/voting in The Micronesian Telecommunications Corporation.

Sections 1.5001(k)(2) and (i) – Requests for Advance Approval

Petitioners request application of the routine terms and conditions set forth in Section 1.5004 of the Commission's rules. Petitioners request advance approval for Jose Ricardo Delgado and currently controlling foreign holding company CPL to increase their indirect interests in MTC up to 100 percent of the indirect equity and voting interests.

Although Ricardo C. Delgado currently has advance approval to hold up to 100 percent equity and voting interests in PTI Pacifica,[18] in light of the instant request for him going forward to hold 59 percent direct equity interest in CPL, and 50.15 percent (59% x 85%) indirect equity interest and 38.25 percent (45% x 85%) indirect voting interest in MTC post-transaction, the Petitioners also hereby request advance approval for Ricardo C. Delgado to hold up to and including 100 percent indirect equity interest in MTC and up to and including a 49.99 percent non-controlling indirect voting interest in MTC.

Advance approval is also requested for Ricardo C. Delgado's three daughters – Maria Beatriz Delgado Padilla, Margarita Lia Delgado Infante, and Maria Del Carmen Delgado – to hold up to and including a 49.99 percent non-controlling indirect equity and/or voting interest in MTC once the voting agreements expire or are terminated.

SK Telecom Co. Ltd. ("SK") was previously approved for up to and including a 49.99 percent non-controlling indirect equity and/or voting interest in PTI Pacifica, and the Petitioners request that the Commission affirm that approval with respect to SK's indirect ownership of MTC. Similarly, CPL was previously approved for up to and including a 100 percent equity and/or voting interest in PTI Pacifica, and the Petitioners request that the Commission affirm that approval with respect to CPL's indirect ownership of MTC.

[18] ICFS File No. ISP-PDR-20200302-00001. *See International Authorizations Granted*, Public Notice, 35 FCC Rcd 6777, 6778 (2020).

IV. GRANT OF THIS PETITION IS IN THE PUBLIC INTEREST

The Commission has recognized that foreign investment has been and will continue to be an important source of financing for U.S. telecommunications companies, fostering technical innovation, economic growth, and job creation.[19] For over two decades, the Commission has consistently permitted non-U.S. individuals and entities to hold up to 100 percent of the equity and voting power in holders of FCC licenses subject to Section 310(b)(4) of the Act.[20] The Commission has granted PTI Pacifica – the wholly owned subsidiary of its U.S. parent company MTC – foreign ownership authorizations up to 100 percent on six prior occasions. The public interest will be served by the Commission issuing a declaratory ruling to allow CPL's currently controlling shareholder, Ricardo C. Delgado, to distribute his shares in CPL among his four Filipino citizen children and to allow the current CEO of CPL, Jose Ricardo Delgado, who already has been approved to hold up to 49.99 percent non-controlling indirect voting interest in PTI Pacifica, to become a controlling shareholder of CPL and thereby indirectly of MTC and PTI Pacifica.

V. REQUEST FOR NATIONAL SECURITY AGREEMENT CONDITION

Petitioners request that the Commission condition grant of the requested authority on MTC's continued compliance with the national security agreement between MTC and certain Executive Branch agencies, which was incorporated as an appendix to the *2003 Acquisition*

[19] *See Review of Foreign Ownership Policies for Common Carrier and Aeronautical Radio Licensees under Section 310(b)(4) of the Communications Act of 1934, as Amended*, Second Report and Order, 28 FCC Rcd 5741, 5744 ¶ 3 (2013).

[20] *See, e.g.*, *Intelsat, Ltd., Transferor, and Zeus Holdings Ltd., Transferee*, Order and Authorization, 19 FCC Rcd 24820 (2004); *Applications of Comsat General Corp., Lockheed Martin Global Telecommunications LLC, Comsat New Services, Inc., Intelsat LLC, and Intelsat MTC LLC to Assign Licenses and Authorizations and Request for a Declaratory Ruling on Foreign Ownership*, Public Notice, 19 FCC Rcd 21216 (2004); *Voicestream Wireless Corp.*, Memorandum Opinion and Order, 16 FCC Rcd 9779 (2001).

Order.[21] The current Letter of Agreement with the Executive Branch agencies with respect to the submarine cable license held by PTI Pacifica will be addressed in the application to transfer control of that license (ICFS File No. SCL-LIC-20211013-00048).

VI. CONCLUSION

For the foregoing reasons, the Commission should issue a declaratory ruling under Part 1, Subpart T, of its rules consistent with the relief requested above.

Respectfully submitted,

THE MICRONESIAN TELECOMMUNICATIONS CORPORATION
PTI PACIFICA INC.

By: /s/ Timothy J. Cooney
Timothy J. Cooney
Jennifer L. Kostyu
Gregory R. Gonzalez

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1800 M Street, NW, Suite 800N
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Its Attorneys

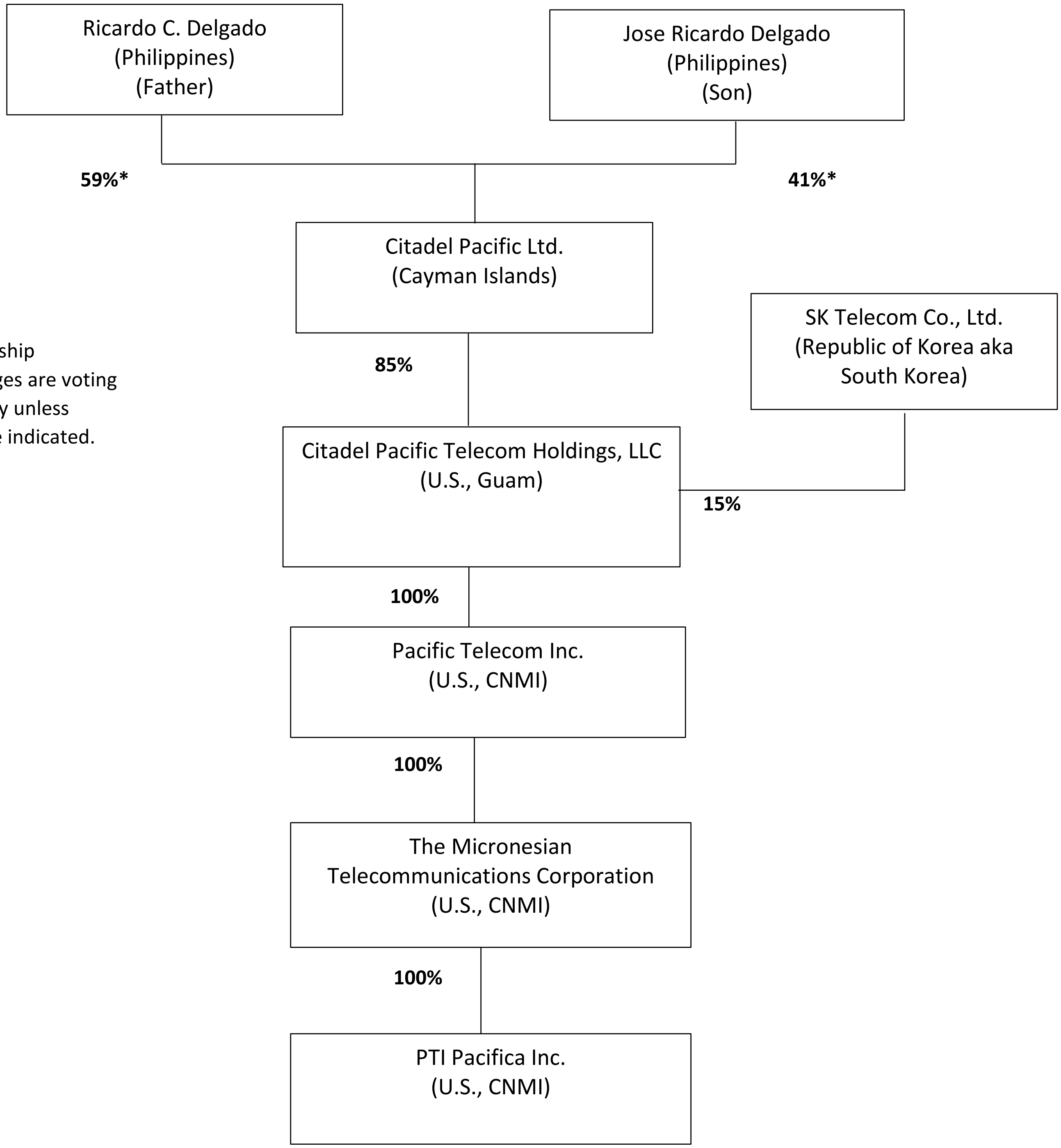
September 3, 2026

[21] *See 2003 Acquisition Order*, 18 FCC Rcd at 23167 *et seq*.

<u>EXHIBIT A</u>

Pre- and Post-Closing Organizational Charts

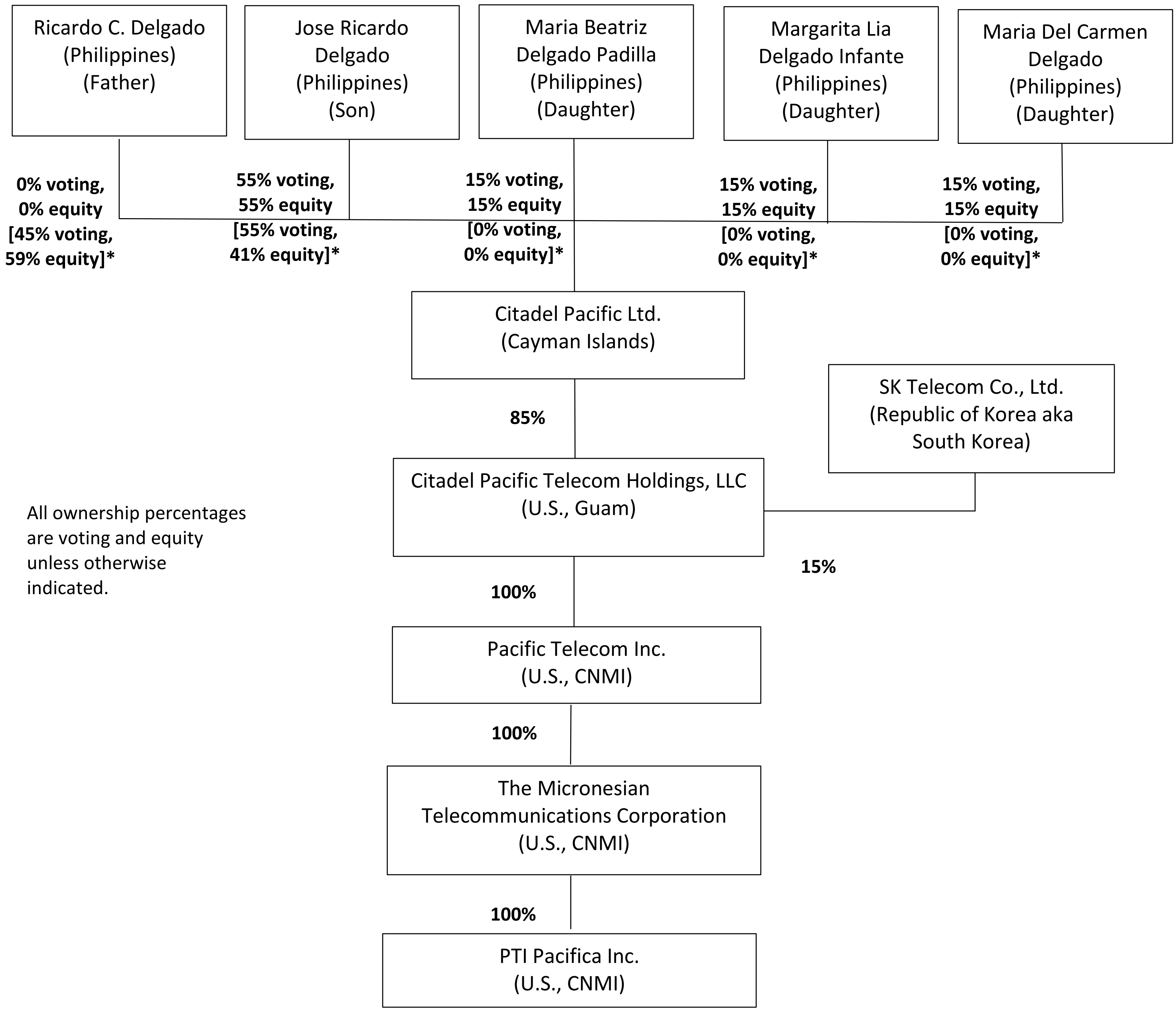
Pre-Reorganization PTI Pacifica Inc. Ownership Structure



All ownership percentages are voting and equity unless otherwise indicated.

*Ownership percentages rounded to the nearest 1 percent. A small amount, less than 1 percent collectively, of the shares of CPL are currently held by several individuals. However, subject to a voting trust, those shares are voted by Ricardo C. Delgado and Jose Ricardo Delgado.

Post-Reorganization PTI Pacifica Inc. Ownership Structure



*Ownership percentages rounded to the nearest 1 percent. A small amount, less than 1 percent collectively, of the shares of Citadel Pacific Ltd. ("CPL") are currently held by several individuals. However, subject to a voting trust, those shares are voted by Ricardo C. Delgado and Jose Ricardo Delgado.

Ricardo C. Delgado is distributing his current shares in CPL equally to his four children. His three daughters – Maria Beatriz Delgado Padilla, Margarita Lia Delgado Infante, and Maria Del Carmen Delgado – are citizens of the Philippines, and each would hold an approximate 15% direct voting and equity interest in CPL post-closing. His son – Jose Ricardo Delgado – who already holds shares, would hold an approximate 55% direct voting and equity interest in CPL post-closing. Pursuant to voting agreements, however, Ricardo C. Delgado would (1) vote all shares of CPL held by his daughters and (2) receive any related dividend distributions associated with the shares provided via this transaction to his daughters and to Jose Ricardo Delgado. Accordingly, post-closing Ricardo C. Delgado would effectively hold an approximate direct 45% voting and 59% equity interest in CPL. The ownership interests in brackets above reflect those of each of the Delgado family members taking into account the voting agreements (their interests absent the voting agreements are not in brackets).

EXHIBIT B

PTI Pacifica Inc. Common Carrier Wireless Licenses

Call Sign	Licensee	Radio Service
KNKN616	PTI Pacifica Inc.	CL
KNLF923	PTI Pacifica Inc.	CW
KNLG849	PTI Pacifica Inc.	CW
KNRT576	PTI Pacifica Inc.	YX
WNDJ438	PTI Pacifica Inc.	YM
WNSS346	PTI Pacifica Inc.	YM
WPLM240	PTI Pacifica Inc.	LD
WPLM242	PTI Pacifica Inc.	LD
WPOK677	PTI Pacifica Inc.	CW
WPOK678	PTI Pacifica Inc.	CW
WPRQ765	PTI Pacifica Inc.	YH
WPRQ766	PTI Pacifica Inc.	YH
WPRQ903	PTI Pacifica Inc.	YH
WPSJ754	PTI Pacifica Inc.	YH
WPSJ757	PTI Pacifica Inc.	YH
WPSJ758	PTI Pacifica Inc.	YH
WPSJ759	PTI Pacifica Inc.	YH
WPSJ763	PTI Pacifica Inc.	YH
WPSJ764	PTI Pacifica Inc.	YH
WPSJ765	PTI Pacifica Inc.	YH
WPSJ967	PTI Pacifica Inc.	CW
WPSJ968	PTI Pacifica Inc.	CW
WPUV454	PTI Pacifica Inc.	YH
WQCV808	PTI Pacifica Inc.	CW
WQHL870	PTI Pacifica Inc.	CF
WQHL871	PTI Pacifica Inc.	CF
WQHL872	PTI Pacifica Inc.	CF
WQIZ528	PTI Pacifica Inc.	WY
WQIZ529	PTI Pacifica Inc.	WY
WQJZ314	PTI Pacifica Inc.	WY
WQKI615	PTI Pacifica Inc.	CW
WQKI630	PTI Pacifica Inc.	AW

Call Sign	Licensee	Radio Service
WQNY868	PTI Pacifica Inc.	CF
WQNY869	PTI Pacifica Inc.	CF
WQNY871	PTI Pacifica Inc.	CF
WQNY875	PTI Pacifica Inc.	CF
WQNY876	PTI Pacifica Inc.	CF
WQRS288	PTI Pacifica Inc.	CF
WQRS289	PTI Pacifica Inc.	CF
WQRS290	PTI Pacifica Inc.	CF
WQRS291	PTI Pacifica Inc.	CF
WQRS311	PTI Pacifica Inc.	CF
WQRS312	PTI Pacifica Inc.	CF
WQRS314	PTI Pacifica Inc.	CF
WQRS315	PTI Pacifica Inc.	CF
WQRS317	PTI Pacifica Inc.	CF
WQRS320	PTI Pacifica Inc.	CF
WQRS477	PTI Pacifica Inc.	CF
WQRS478	PTI Pacifica Inc.	CF
WQRS480	PTI Pacifica Inc.	CF
WQRS481	PTI Pacifica Inc.	CF
WQRS482	PTI Pacifica Inc.	CF
WQRS483	PTI Pacifica Inc.	CF
WQRT265	PTI Pacifica Inc.	CF
WQRT476	PTI Pacifica Inc.	CF
WQRX327	PTI Pacifica Inc.	CF
WQSD293	PTI Pacifica Inc.	CF
WRAY326	PTI Pacifica Inc.	UU
WRAY327	PTI Pacifica Inc.	UU
WRAY328	PTI Pacifica Inc.	UU
WRAY329	PTI Pacifica Inc.	UU
WRAY330	PTI Pacifica Inc.	UU
WRAY331	PTI Pacifica Inc.	UU
WRAY332	PTI Pacifica Inc.	UU
WRAY333	PTI Pacifica Inc.	UU
WRLB852	PTI Pacifica Inc.	PL
WRLB853	PTI Pacifica Inc.	PL

Call Sign	Licensee	Radio Service
WRLB854	PTI Pacifica Inc.	PL
WRLB855	PTI Pacifica Inc.	PL
WRLB856	PTI Pacifica Inc.	PL
WRLB857	PTI Pacifica Inc.	PL
WRLB858	PTI Pacifica Inc.	PL
WRLB859	PTI Pacifica Inc.	PL
WRLB860	PTI Pacifica Inc.	PL
WRLB861	PTI Pacifica Inc.	PL
WRLB862	PTI Pacifica Inc.	PL
WRLB863	PTI Pacifica Inc.	PL
WRLB864	PTI Pacifica Inc.	PL
WRLB865	PTI Pacifica Inc.	PL
WRLB866	PTI Pacifica Inc.	PL
WRVK268	PTI Pacifica Inc.	ED
WRVK269	PTI Pacifica Inc.	ED
WRVK270	PTI Pacifica Inc.	ED
WRVK271	PTI Pacifica Inc.	ED
WRVK272	PTI Pacifica Inc.	ED
WRVK273	PTI Pacifica Inc.	ED
WRVK274	PTI Pacifica Inc.	ED
WRVK275	PTI Pacifica Inc.	ED
WRVK276	PTI Pacifica Inc.	ED