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7 Attorneys for Appellant:  
8 *PACIFIC DATA SYSTEMS, INC.*

**RECEIVED**  
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PROCUREMENT APPEALS

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FILE NO. OPA-PA: 10-005

9 **OFFICE OF PUBLIC ACCOUNTABILITY**  
10 **PROCUREMENT APPEALS**

11 In the Appeal of ) Docket No. OPA-PA-10-005  
12 PACIFIC DATA SYSTEMS, INC., )  
13 Appellant. ) **SUPPLEMENTAL BRIEF**

14 The Appellant Pacific Data Systems, Inc. ("PDS") submits the following as its  
15 Supplemental Brief:

16 PDS recognizes that the briefing in this Procurement Appeal has been completed.  
17 However, when new information comes to light after the completion of the briefing  
18 schedule, it is generally permissible for a party to bring that new information to the  
19 attention of the forum. See e.g., Guam Rule of Appellate Procedure 13(i), allowing  
20 parties to inform the court of developments affecting appeals.

21 Attached to this Supplemental Brief is the Declaration of John Day, President of  
22 PDS. As Mr. Day's Declaration states, he just became aware of a document filed by  
23 TeleGuam Holdings, LLC ("TeleGuam") with the Guam Public Utilities Commission  
24 ("PUC"). That document reveals that TeleGuam stated under oath to the PUC that it is  
25 owned by a different party in a different stock percentage than that represented in the  
26 Major Shareholders Disclosure Affidavit filed with Guam Community College ("GCC")  
27 September 30, 2010. Moreover, although TeleGuam represented to the PUC that it was  
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majority owned by a Delaware limited liability company known as Shamrock TeleGuam Holdings, L.L.C., John Day's internet search for the company revealed that such a Delaware company does not exist.

PDS submits this new development is relevant to this appeal because it demonstrates that for a second time TeleGuam submitted a false Stockholders Disclosure Affidavit to GCC, and has yet to disclose to GCC by whom it is owned.

DATED this 2<sup>d</sup> day of December, 2010.

Respectfully submitted,

**BERMAN O'CONNOR & MANN**  
Attorneys for *PACIFIC DATA SYSTEMS, INC.*

By:

  
\_\_\_\_\_  
**BILL R. MANN**

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5 *PACIFIC DATA SYSTEMS, INC.*

6  
7 **OFFICE OF PUBLIC ACCOUNTABILITY**  
8 **PROCUREMENT APPEALS**

9 ) Docket No. OPA-PA-10-005  
10 In the Appeal of )  
11 *PACIFIC DATA SYSTEMS, INC.,* ) **DECLARATION OF JOHN DAY**  
12 Appellant. )

13  
14 I, JOHN DAY, state the following of my own personal knowledge:

15 1. I am the President of Pacific Data Systems, Inc. ("PDS").

16 2. Attached to this Declaration as Exhibit "A" is a document entitled Joint  
17 Application, which is an application of TeleGuam Holdings, LLC and GTA TeleGuam  
18 LLC to the Guam Public Utilities Commission regarding a change of ownership.

19 3. There was a Public Utilities Commission meeting on Monday, November  
20 29, 2010, where this Application was available for public distribution. Although I did  
21 not attend that meeting, I was provided with the attached Joint Application the  
22 following day by an acquaintance.

23 4. On page 2 of the Joint Application, in the first paragraph, TeleGuam  
24 Holdings, LLC states that it is majority owned by Shamrock TeleGuam Holdings, LLC,  
25 a Delaware limited liability company. Exhibit A to the Joint Application states that  
26 TeleGuam Holdings, LLC is approximately 89% owned by Shamrock TeleGuam  
27 Holdings, LLC.

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5. I searched the internet for information regarding Shamrock TeleGuam Holdings, LLC. I located the information attached as Exhibit "B", which states that Shamrock TeleGuam Holdings, LLC is a California LLC. I could not locate any reference to a Delaware LLC by the name of Shamrock TeleGuam Holdings, LLC.


6. In the revised Major Shareholders Disclosure Affidavit dated September 30, 2010 which TeleGuam provided to GCC, John Brady, CFO, stated under oath that TeleGuam Holdings, LLC was owned 60% by Shamrock Capital Advisors.

7. It appears to me that Mr. Brady's Major Shareholders Disclosure Affidavit of September 30, 2010, is false since TeleGuam Holdings, LLC has represented to the Guam PUC that it is owned 89% by Shamrock TeleGuam Holdings, LLC.

8. In addition, it appears that a Delaware LLC by the name of Shamrock TeleGuam Holdings, LLC, does not exist.

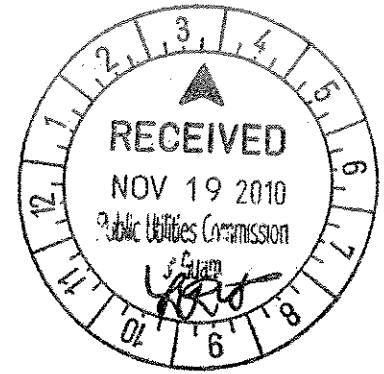
I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge and belief.

Dated: December 1, 2010

  
\_\_\_\_\_  
JOHN DAY

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5 *Attorneys for Applicants*



7 **BEFORE THE GUAM PUBLIC UTILITIES COMMISSION**

8 **IN RE:**

9 DOCKET NO. 10-09

10 **JOINT APPLICATION OF TELEGUAM**  
11 **HOLDINGS, LLC AND GTA TELECOM,**  
12 **LLC FOR APPROVAL OF THE TRANSFER**  
13 **OF CONTROL OF TELEGUAM HOLDINGS,**  
14 **LLC AND GTA TELECOM, LLC TO AP**  
15 **TELEGUAM HOLDINGS, INC.**

16 **JOINT APPLICATION**

17 TeleGuam Holdings, LLC ("TeleGuam"), and its wholly owned direct subsidiary GTA  
18 Telecom, LLC ("GTA") (TeleGuam and GTA together, the "Applicants") (Applicants together with  
19 their subsidiaries and affiliates, the "Company"), through their undersigned counsel and pursuant to  
20 Section 12103(g) of the Guam Telecommunications Act of 2004, request approval from the  
21 Commission to enable AP TeleGuam Holdings, Inc. ("Purchaser") (Applicants and Purchaser,  
22 collectively the "Parties") to complete a transaction whereby Purchaser will acquire direct control of  
23 TeleGuam and indirect control of GTA from Shamrock TeleGuam Holdings, L.L.C. ("Shamrock").  
24

25 The Applicants request that the Commission act expeditiously to grant the approval  
26 requested herein as soon as possible, so that the Parties can timely consummate the proposed  
27 transaction to meet important business objectives.

28 **Joint Application of TeleGuam Holdings, LLC**  
**and GTA Telecom, LLC**

**EXHIBIT A**

1 In support of their Application, the Applicants state as follows:

2 **I. DESCRIPTION OF THE PARTIES**

3 **A. TeleGuam Holdings, LLC and GTA Telecom, LLC**

4 TeleGuam Holdings, LLC, is a Delaware limited liability company with its principal  
5 office located at 624 North Marine Corps Dr., Tamuning, Guam 96913. TeleGuam is the parent  
6 company of GTA Telecom, LLC, a Delaware limited liability company. TeleGuam currently is  
7 majority owned by Shamrock TeleGuam Holdings, L.L.C., a Delaware limited liability company  
8 with principal offices located at 4444 Lakeside Drive, Burbank, California 91505.

9  
10 TeleGuam is authorized to provide local exchange service pursuant to the Commission's  
11 authorization in Docket No. 05-2 on February 28, 2005. GTA is authorized to provide local  
12 exchange and interexchange telecommunications services pursuant to the Commission's  
13 authorization in Docket No. 05-3 on July 27, 2005. Further information concerning Applicants'  
14 legal, technical, managerial and financial qualifications to provide service was submitted with its  
15 application for certification and other documents filed with the Commission and is, therefore, a  
16 matter of public record. Applicants respectfully requests that the Commission take official notice  
17 of that information and incorporate it herein by reference.

18  
19 **B. AP TeleGuam Holdings, Inc.**

20 AP TeleGuam Holdings, Inc. (Purchaser) is a Delaware corporation. Purchaser was  
21 formed for the purpose of acquiring TeleGuam and its subsidiaries as part of the transaction  
22 described in further detail in Section III of this Application. Purchaser is a subsidiary of  
23 Advantage Partners IV, ILP (Only for Qualified Institutional Investors (with Resale Restriction to  
24 Non-Qualified Institutional Investors) and for a Small Number of Other Investors). Purchaser and  
25 Advantage Partners IV, ILP have their principal business offices at 17F Toranomom Towers  
26  
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1 Office, 4-1-28 Toranomom, Minato-ku Tokyo, 105-0001, Japan. Advantage Partners IV, ILP is an  
2 investment limited partnership under Japanese law established in January 2007 with a total capital  
3 commitment of approximately \$0.9 billion (US\$1=JPY83) from Japanese investors. The fund has  
4 executed investments in five companies to date. Advantage Partners IV, ILP places great  
5 importance on supporting operational improvement and strategic planning, based upon the  
6 extensive management consulting experience of Advantage Partners LLP, a service provider to  
7 Advantage Partners IV, ILP. Companies in the Advantage Partners IV, ILP portfolio include both  
8 private and publicly traded firms in various market segments including: finance/services,  
9 consumer products and manufacturing. For additional detail on the financial and managerial  
10 qualifications of Advantage Partners IV ILP please see <http://www.advantagepartners.com>.

## 11 **II. CONTACT INFORMATION**

12 Questions or inquiries concerning this Application may be directed to:

13 For Applicants:

14 Leilani Lujan, Esq.  
15 Lujan Aguigui Perez LLP  
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with copies to:

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1 For Purchaser:

with copies to:

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671-475-8550 (Fax)  
junpingco@ualawguam.com  
gconcepcion@ualawguam.com

12 **III. DESCRIPTION OF THE TRANSACTION**

13  
14 Pursuant to an Agreement and Plan of Merger dated as of November 13, 2010 (the  
15 “Agreement”), by and among Purchaser, AP Teleguam Merger Sub, LLC (a Delaware limited  
16 liability company and wholly owned direct subsidiary of Purchaser created specifically for this  
17 transaction) (the “Merger Sub”), TeleGuam, STG Representative Holdings (as representative of  
18 the Members and the Optionholders) and Shamrock, Merger Sub will merge and into TeleGuam,  
19 with TeleGuam being the surviving company. As a result of the merger, TeleGuam will become a  
20 wholly owned, direct subsidiary of Purchaser and GTA will become a wholly owned, indirect  
21 subsidiary of Purchaser. Applicants therefore request authority to transfer control of TeleGuam  
22 and GTA to Purchaser. For the Commission’s convenience, pre- and post-transaction corporate  
23 organizational structure charts are provided as **Exhibit A**.

24  
25 Following the consummation of the proposed transaction, Applicants’ customers will  
26 continue to receive service under the same rates, terms and conditions of service as before. The  
27



1 proposed transaction will not involve a change in Applicants' operating authorities in Guam and  
2 Applicants' current tariffs will remain in effect. Thus, the proposed transaction will be seamless and  
3 virtually transparent to Guam consumers.

4 Purchaser intends to maintain the Applicants' existing management team and Guam-based  
5 employees following completion of the transaction, so that the Applicants will continue to possess  
6 the same technical and managerial qualifications as they do at present; and these will be  
7 supplemented by the management team of Purchaser. Biographies of Applicants' management team  
8 and a non-executive director for Purchaser are provided as **Exhibit B**. A biography of Advantage  
9 Partners' Representative Partners is attached as **Exhibit C**.

10 In addition, because the proposed transaction will occur at the holding company level, there  
11 is no proposed change in any of the assets or liabilities of the Applicants; the Applicants will  
12 continue to possess the same strong financial qualifications as they do at present. In support,  
13 Applicants separately submit under seal as **Exhibit D** the financial statements of TeleGuam for 2008  
14 and 2009. Purchaser is a special-purpose company made for the purpose of acquiring control of the  
15 Applicants and has the financial qualifications to do so. See **Exhibit E** submitted separately under  
16 seal.

#### 17 **IV. PUBLIC INTEREST CONSIDERATIONS**

18 Applicants respectfully submit that the proposed transaction serves the public interest. In  
19 particular, Applicants submit that the proposed transaction will reinforce the status of Applicants as a  
20 viable competitor, and will have no adverse effects on Guam consumers.

21 Immediately following the consummation of the proposed transaction, Applicants will  
22 continue to offer service with no change in the rates or terms and conditions of service. Further,  
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1 Applicants will continue to provide service to their customers under the same name, and will  
2 continue to be led by an experienced management team, and by their existing Guam-based  
3 workforce. Therefore, the transfer of control of Applicants will be seamless and virtually  
4 transparent to consumers in Guam.  
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6  
7 **A. Telecommunications Customers on Guam Have Benefited From Continued  
Company Capital Investment. This Will Continue With AP**

8 Since privatization in 2005, the Company has made approximately \$50m of  
9 telecommunications capital investment on Guam. This capital investment has benefited  
10 residential and business telecommunications customers on Guam through an upgrade of the  
11 Company's buried copper and fiber plant to reduce outages during rainy seasons, advanced  
12 Company's buried copper and fiber plant to reduce outages during rainy seasons, advanced  
13 broadband Internet services, next generation wireless capabilities including first introduction of  
14 the Blackberry and iPhone to Guam, competitive 100% digital television services as well as  
15 substantial investments in the GTA Transpacific submarine cable capacity, and internal computer  
16 systems.  
17

18 The Company's 2011 capex plan will remain focused on expanding 3G wireless  
19 capabilities, extending GUDTV capabilities to more island neighborhoods and extending fiber  
20 deeper into our network. The Company's five year operating plan for 2011 and beyond calls for  
21 approximately \$9m per year of additional telecom capital investment on Guam. As a new owner,  
22 Purchaser plans to adopt the current GTA five year operating plan and continue to make capital  
23 investments that will benefit telecommunications customers on Guam. In addition GTA, as the  
24 incumbent local exchange carrier, will continue its commitment to fulfill the principles of the  
25 Guam Telecommunications Act of 2004.  
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1           **B. Telecom Customers on Guam have Benefited From Improved Service**  
2           **Offerings and Better Pricing from GTA and its Competitors**

3           Competition since privatization has worked for customers on Guam. This will continue  
4 with Purchaser. The Company has introduced industry leading Quad (wireline, wireless, video  
5 and TV) bundled service offerings that have lead to improved service offerings and better pricing  
6 for residential and business customers on Guam. In Guam's highly competitive telecom  
7 marketplace, various telecommunications providers including GTA have leapfrogged one another  
8 in competitive efforts to improve service levels, offer new services and provide better pricing to  
9 customers. As a new owner, Purchaser plans to continue and accelerate GTA's competitive  
10 service offerings and provide customers on Guam with better service, more service choices and  
11 improved pricing.  
12

13  
14           **C. Strong Focus on Hiring and Developing Employees on Guam and Paying At**  
15           **or Above Market Wage Rates Will Continue With Purchaser Ownership**

16           The Company has a strong and longstanding focus on local Guam employment, with  
17 100% of the company's 335 employees residing on the island of Guam. The Company's  
18 workforce philosophy is to maintain a Great Place to Work (GPW) company. GPW means the  
19 Company has pay and employee benefits that are at market or better rates, the company treats  
20 people with "respetu" and gives them opportunities to grow professionally at the Company. As a  
21 result, the local employees of the Company, many of whom are Gov Guam heritage employees,  
22 have stepped up and competed successfully in the highly competitive local telecom marketplace.  
23

24           The Company continues to invest in upgrading its local employees' customer service and  
25 technical skills through the overall efforts of GTA University as administered by its People (HR)  
26 Department. The Company pays its hourly employees for learning new skills under the GTA  
27

1 Triple Certification program by paying employees an extra \$1 per hour for passing each of three  
2 certification tests (Blackberry, Internet and GUDTV). The average hourly employee at the  
3 Company starts at \$10 per hour and makes \$13 an hour after passing Triple Certification.

4 The Company has an ongoing Trades Apprenticeship program with approximately 50  
5 GTA craft employees participating. It also conducts semi-annual GTA management training. The  
6 Company funds its employees for approved tuition reimbursement at Guam Community College  
7 (GCC) and the University of Guam. Managers at the Company are eligible for the University of  
8 Guam Professional MBA program and four have completed the PMBA in the past two years. All  
9 technical employees at the Company are eligible for Company paid Cisco certification and Lean  
10 Six Sigma (LSS) quality training.  
11

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13 **D. Important Company Working Relationships with Government and  
14 Emergency Entities Will Continue with Purchaser's Ownership**

15 The Company has important and longstanding working relationships with Guam  
16 Homeland Security/ Office of Civil Defense, FBI, Guam International Airport Authority, Guam  
17 Police Department, Guam Fire Department and many other civil and military entities on Guam.  
18 Purchaser will continue these close and longstanding relationships and maintain the Company as  
19 "Always There".  
20

21 The Company is the "carrier of last resort" for typhoons and other civil emergencies, has  
22 dedicated staff, redundant battery and generator systems to support its telecommunications  
23 equipment and 99% buried outside plant infrastructure, and the Company continuously updates its  
24 Severe Weather Action Plans (SWAP). All telecommunications carriers on Guam use the  
25 Company's services. The Company will continue to maintain its key presence as the carrier of  
26 last resort. ❖  
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1           **E.     The Company is a Generous Community Service and Charitable Contributor**  
2           **on Guam**

3           The Company believes that giving back to the island is the both the right thing to do and  
4 also good for community goodwill for the Company. This will continue with Purchaser. The  
5 Company makes ongoing charitable contributions to over 50 entities on island. For example, the  
6 Company is a charter supporter to the Hurao Organization which is devoted to preserving the  
7 local Chamorro culture and language. In the past year the Company has contributed to a number  
8 of other organizations devoted to the people of Guam: American Cancer Society, American Red  
9 Cross, Cape Koban, Chinese Chamber of Guam -Typhoon Morokot Relief, Crimestoppers,  
10 Division of Aquatic and Wildlife Research, Guahan Napu, Guam All Stars Senior Division  
11 Baseball Team, Guam Chamber of Commerce, Guam Community College, Guam Cycling  
12 Federation, Guam Football Association, Guam Humanities Council, Guam Museum Foundation,  
13 Guam National Youth Football Federation, Guam Nurses Association, Guam Veterans, GVB –  
14 Guam Micronesia Island Fair / Koko Road Race, Hagatna Pool Foundation, Inafa Maolek,  
15 Kamalen Karidat, KGTF, KPRG, Make A Wish Foundation, Micronesia Area Research Center,  
16 PBS, Proa Group, Rainbows For All Children, Sagan Kotturan Chamorro, Salvation Army, Small  
17 Business Development Center, Special Olympics, Strides for the Cure, Tamuning Typhoons  
18 Basketball Team, Tasi Group, Telemedicine Service Donation, Tourism Education Council,  
19 University of Guam, UOG Endowment Foundation, UOG PTAC, US Navy League, and USO.

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23           **V.     CONCLUSION**

24           For the reasons stated above, Applicants respectfully submit that the public interest will be  
25 furthered by a grant of this Application. Accordingly, Applicants respectfully request expedited  
26

1 treatment to permit the Parties to complete the proposed transaction as soon as possible.

2 DATED: Hagatna, Guam, November 19, 2010.

3

4

Respectfully submitted,

5

**LUJAN AGUIGUI PEREZ LLP**

6

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By: 

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**LEILANI V. LUJAN**

*Attorneys for Applicants*

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**ATTACHMENTS TO JOINT APPLICATION**

**EXHIBIT A** Pre- and Post-Transaction Corporate Organizational Structure

**EXHIBIT B** Management Biographies

**EXHIBIT C** Advantage Partners' Biographies of Representative Partners

**EXHIBIT D** Financial Statements of TeleGuam

**[CONFIDENTIAL-SEPARTELY SUBMITTED UNDER SEAL]**

**EXHIBIT E** Financial Information regarding Purchaser (Attachments 1-4)

**[CONFIDENTIAL-SEPARTELY SUBMITTED UNDER SEAL]**

**VERIFICATION**

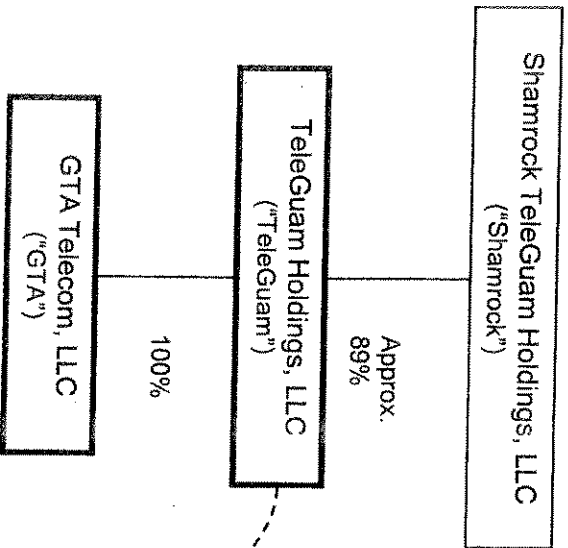
# **EXHIBIT A**

PRE- AND POST-TRANSACTION CORPORATE  
ORGANIZATIONAL STRUCTURE

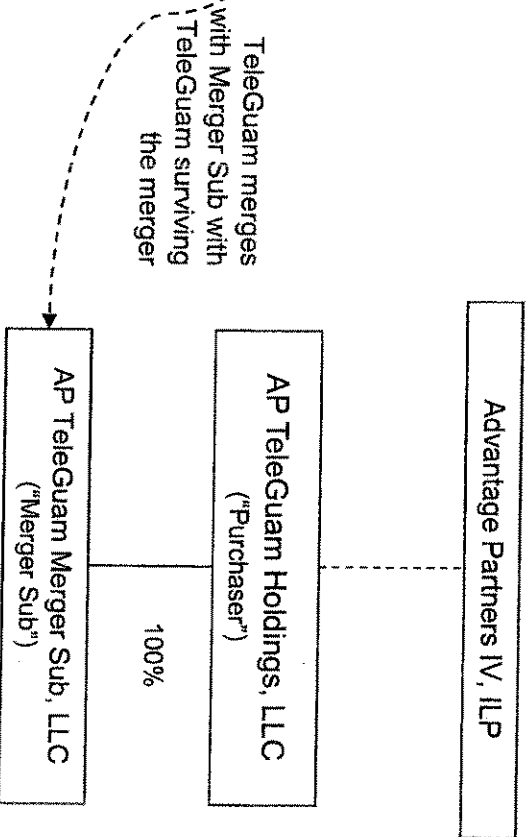


# Pre-Transaction Ownership Structure of the Parties

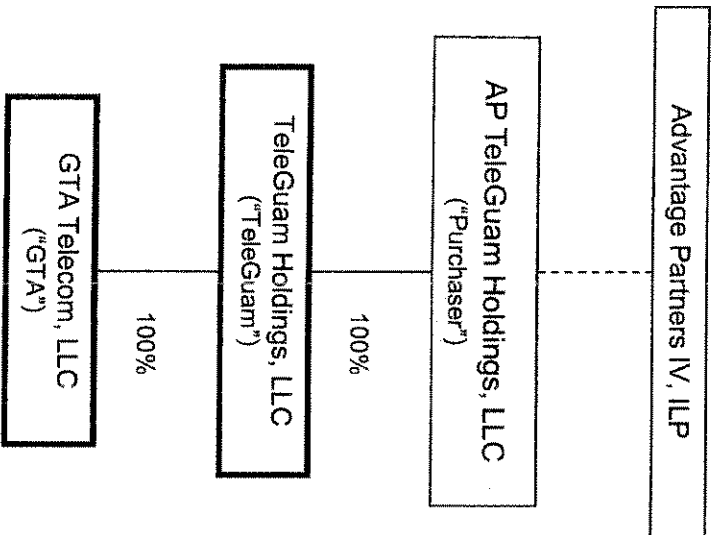
## Ownership Structure of the Applicants



## Ownership Structure of the Purchaser



**Post-Transaction Ownership Structure of the Applicants**



# **EXHIBIT B**

## **MANAGEMENT BIOGRAPHIES**

**Management Biographies for Applicants**

<b>Name</b>	Daniel Moffat
<b>Title</b>	President and Chief Executive Officer
<b>Years in Industry</b>	25 Years
<b>Areas of Responsibility</b>	Chief Executive Officer overseeing all aspects of operations and planning of GTA TeleGuam.
<b>Bio</b>	<p>Previous president of GST Whole Earth Networks before starting New Edge Networks in 1999. Founded a telecom strategy firm, Access Value Services, which was later sold to Cathey, Hutton and Associates, a telecommunications consulting company. Telecommunications career has included sales, marketing and operations positions with U.S. Intelco Networks Inc. (Illuminet), IBM/ROLM Corporation, U.S. West Corp. and Tymnet, one of the original packet-based, value-added networks.</p> <p>Prior to GTA, Mr. Moffat was Executive Vice President with EarthLink (NASDAQ:ELNK). EarthLink acquired and merged with New Edge Networks in April 2006. Mr. Moffat was co-founder, president and CEO of New Edge Networks Inc., a Vancouver, Washington-based company that builds and manages private networks for businesses and communications providers. Moffat founded New Edge Networks in 1999.</p> <p>Moffat graduated with a BS Finance with honors from California State University Chico. He has a MS in Telecommunications from Golden Gate University and a MBA from University of Santa Clara both with honors.</p>

<b>Name</b>	John Brady
<b>Title</b>	Chief Financial Officer
<b>Years in Industry</b>	25 Years
<b>Areas of Responsibility</b>	Oversees financial planning and accounting departments.
<b>Bio</b>	<p>Previous to joining GTA in 2007, most recently held the position of Chief Financial Officer at Orbcomm, a global satellite communications and asset tracking company based in New Jersey. Prior to his work at Orbcomm, John was CFO of Magyar Telekom in Budapest, Hungary, an incumbent local exchange carrier. Also held title of Deputy CFO of the Danish telecommunications provider, Teledanmark, based in Copenhagen, Denmark. Mr. Brady graduated with honors from the University of Pennsylvania with a Bachelor of Science in Metallurgical Engineering and received a Master of Business Administration in Finance/ Accounting from the University of Michigan, also graduating with honors.</p>

<b>Name</b>	David R. Chase
<b>Title</b>	Chief Technical Officer
<b>Years in Industry</b>	22 Years
<b>Areas of Responsibility</b>	Oversight and responsibility for information technology and engineering for landline, data, video, and mobile services.
<b>Bio</b>	<p>David Chase joined GTA TeleGuam in October 2007. He brings over 22 years of experience in the telecommunications industry, with a deep technical background in product definition, development, applications, and deployment with emphasis in telecommunications, wireless systems, control systems, and signal processing fields.</p> <p>Prior to his employment with GTA TeleGuam, David most recently held the position of President and CEO of Vareda Engineering, Inc., based in California, as well as prior positions at Agile Materials and Technologies, Inc., and Superconductor Technologies, Inc. also in California.</p> <p>David graduated from the University of California, Santa Barbara, with a Masters of Science, specializing in Electrical Engineering.</p>

<b>Name</b>	Andrew Gayle
<b>Title</b>	Executive Vice President of Product Development
<b>Years in Industry</b>	18 Years
<b>Areas of Responsibility</b>	Overall responsibility for new product development including landline service, data service, Pulse Mobile, and video services.
<b>Bio</b>	<p>Andrew has 18 years of experience in the telecommunications and information technology field in Guam, including stints at GUAMCELL Communications, ComputerLand of Guam, and Pacific Data Systems. Andrew joined GTA in June of 2005 and was tasked with building, launching, and operating the MPulse GSM network, which debuted in January of 2006.</p> <p>Andrew graduated from Harvard University with a Bachelor's Degree in Computer, Electrical, and Systems Engineering.</p>

<b>Name</b>	Lawrence P. Perez
<b>Title</b>	Executive Vice President of Operations
<b>Years in Industry</b>	16 Years
<b>Areas of Responsibility</b>	Outside plant construction, repair and maintenance. Local, long distance and wireless switch planning, repair, and maintenance
<b>Bio</b>	Perez previously worked for Guam Telephone Authority from 1988 through 2004 and held various engineering and managerial positions over the 16-year period. He was general manager of Guam Telephone Authority before Guam privatized the government-owned telephone company in January 2005. Perez has bachelor's degrees in both mechanical engineering and industrial (operations) management from Oregon Institute of Technology.

<b>Name</b>	Daniel J. Tydingco
<b>Title</b>	Executive Vice President of External and Legal Affairs
<b>Years in Industry</b>	27 Years
<b>Areas of Responsibility</b>	Responsibility for legal, regulatory, and compliance issues at local and federal level.
<b>Bio</b>	<p>Before joining GTA TeleGuam, Tydingco was director of policy, planning and community relations for the Unified Courts of Guam. Previously, he served as executive officer of the Supreme Court of Guam. He holds a bachelor's degree in political science from Regis University in Denver, Colorado.</p> <p>Tydingco began his public service career in 1983 as a congressional aide in the U.S. House of Representative for then Guam Congressman A. B. Won Pat. Later, he served as deputy press secretary for the late Gov. Ricardo J. Bordallo. Tydingco also served as chief of staff for the legislative committees on Water, Utilities and Telecommunications as well as Judiciary and Criminal Justice.</p> <p>Tydingco is a member of the boards of directors of various professional, civic and service organizations.</p>

<b>Name</b>	Roland Certeza
<b>Title</b>	Executive Vice President Sales & Marketing
<b>Years in Industry</b>	12 Years
<b>Areas of Responsibility</b>	Oversees retail, business, and government sales. Other duties include marketing, communications, and retail stores. .
<b>Bio</b>	Roland Certeza comes to GTA with over 12 years of telecom sales experience. In 2005, Roland joined GTA as Sales Director for Business Markets and was promoted to Vice President to oversee all of the sales activities related to government, corporate and wholesale market segments. Prior to this, Roland held various sales and management positions with Hewlett Packard, Sprint, Deloitte & Touche and MCI WorldCom

<b>Name</b>	Marie Mesa
<b>Title</b>	Executive People Department
<b>Years in Industry</b>	20 Years
<b>Areas of Responsibility</b>	Human resources and staff development. Other duties include benefits and training.
<b>Bio</b>	Marie began her employment with GTA as a Project Manager for implementing Directory Assistance and Toll Operator Service in 2005. In October 2005 she took on the role of Managing Director of Client Services, Before coming to GTA, Marie held such positions as Program Director for the Citibank Women in Business Program at the University of Guam College of Professional Services and Business Manager of Marketing and Sales at GTE Pacifica. She has also held multiple management positions with US West Communications in Phoenix, Arizona.

<b>Name</b>	Steve Redman
<b>Title</b>	Vice President of Quality Control
<b>Years in Industry</b>	22 Years
<b>Areas of Responsibility</b>	Responsible for 24x 7-customer service and network operation center.
<b>Bio</b>	Steve Redman joined GTA TeleGuam in October 2009. 10 years experience at New Edge Networks as Director of Operations and Director of Customer Experience. Steve also worked in submarine fiber optic cables for AT&T and Pacific Telecom as well as e-commerce for an Internet Service Provider. Steve has a BS in Mathematics from University of Washington and an MS in Management in Science and Technology from Oregon Health & Science University.

## Management Biography for Purchaser

### **Stanley Emmett Thomas, Non-Executive Director**

Emmett joined Advantage Partners, LLP in 2007 to lead the firm's activities in outside of Japan Asia. Funds served by Advantage Partners, LLP are one of the leading Private Equity funds in North Asia, having invested over US\$ 1.5 billion in more than 30 companies over the last thirteen years. He started his career in Tokyo at the TSE-listed SMC Corporation, the factory automation manufacturer. After graduation from business school, he spent eighteen years at the Monitor Group, the global strategy consulting firm, working in the Cambridge, Tokyo and Hong Kong offices. He spent his last 10 years there as President of their Asian division. He has led more than 200 consulting engagements, across a wide variety of sectors. The telecoms sector was a particular focus, where he led more than 50 projects for clients all over the world, across all aspects of the industry. He graduated from Duke University with a B.A in economics and holds an MBA from Harvard Business School. He has resided in Asia for more than seventeen years. Emmett represents First Media Holdings, a company wholly owned by funds serviced directly and indirectly by Advantage Partners LLP, on the Board of QJY Media, a Hong Kong listed media company .



# **EXHIBIT C**

**ADVANTAGE PARTNERS' BIOGRAPHIES OF  
REPRESENTATIVE PARTNERS**

# Advantage Partners

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## Representatives

### Taisuke Sasanuma - Representative Partner



Mr. Sasanuma founded Advantage Partners in 1992 with Mr. Folsom. Previously, he established and was the senior Japanese manager of the Tokyo office of Cambridge-based Monitor Company. He also has significant management consulting experience with Bain & Company. Prior to that, he worked for several years with Sekisui Chemical Corporation in Sales, Human Resources, Corporate Planning, and New Business Development. Mr. Sasanuma received his BS and MBA degree from Keio University and also holds an MPA degree from the John F. Kennedy School at Harvard University. He also serves as the Representative Director of APM Co., Ltd.

### Richard Folsom - Representative Partner



Mr. Folsom founded Advantage Partners in 1992 with Mr. Sasanuma. His previous experience was in management consulting with Bain & Company, primarily in their Tokyo office, where he accumulated eight years of experience in developing and implementing strategies for both foreign and domestic corporations in the Japanese market. He received his undergraduate degree in Japanese and Economics from Brigham Young University, and received an MBA degree from the Wharton School of the University of Pennsylvania. Mr. Folsom also serves as Representative Director of APM Co., Ltd.




**VERIFICATION**

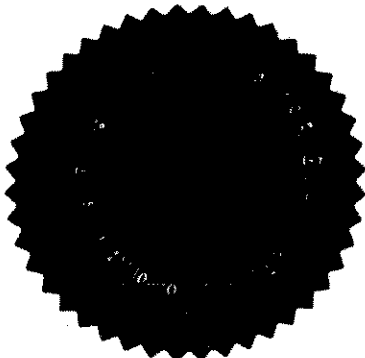
Tamuning )  
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Guam, USA )      ss:


I, Daniel G. Moffat, state that I am President and Chief Executive Officer of TeleGuam Holdings, LLC and GTA Telecom, LLC ("the Companies"); that I am authorized to make this Verification on behalf of the Companies; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 19<sup>th</sup> day of November, 2010

  
\_\_\_\_\_  
**DANIEL G. MOFFAT**  
President and Chief Executive Officer  
TeleGuam Holdings, LLC  
GTA Telecom, LLC

Sworn and subscribed before me this 19<sup>th</sup> day of November, 2010



  
\_\_\_\_\_  
**NOTARY PUBLIC**  
My commission expires \_\_\_\_\_

**NACARAY G. MENDICOLA**  
**NOTARY PUBLIC**  
In and for Guam, U.S.A.  
My Commission Expires: \_\_\_\_\_, 2011  
624 N. Manzanita Ave. Drive Tamuning, Guam 96913

Teleguam Capital Investors, LLC

Incorporated by Shamrock Capital Advisors, Inc., Teleguam Capital Investors, LLC is located at 4444 Lakeside Dr Burbank, CA 91505. Teleguam Capital Investors, LLC was incorporated on Tuesday, November 20, 2007 in the State of CA and is currently active. Katja Eastland represents Teleguam Capital Investors, LLC as their registered agent.

Source: Public Record data - Department of State - Division of Corporations

Shamrock Teleguam Holdings, LLC

Incorporated by Stephen D Royer, William Wynperle, Shamrock Teleguam Holdings, LLC is located at 4444 Lakeside Dr Burbank, CA 91505. Shamrock Teleguam Holdings, LLC was incorporated on Tuesday, June 28, 2005 in the State of CA and is currently active. Christopher Milton represents Shamrock Teleguam Holdings, LLC as their registered agent.

Source: Public Record data - Department of State - Division of Corporations

Shamrock Teleguam - Exempt Investor

Incorporated by Steve Royer, William Wynperle, Shamrock Teleguam - Exempt Investor, LLC is located at 4444 Lakeside Dr Burbank, CA 91505. Shamrock Teleguam - Exempt Investor, LLC was incorporated on Tuesday, July 05, 2005 in the State of CA and is currently active. Katja Eastland represents Shamrock Teleguam - Exempt Investor, LLC as their registered agent.

Source: Public Record data - Department of State - Division of Corporations

**EXHIBIT** B