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May 22, 2003

FILED ELECTRONICALLY VIA ECFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: *In re Global Crossing Ltd., et al.*, IB Docket No. 02-286

Dear Ms. Dortch:

Global Crossing Ltd. ("GCL") and GC Acquisition Limited ("New GX" and, together with GCL, "Applicants") submit this letter to update the record in the above-referenced proceeding. Specifically, Applicants advise the Commission of three additional proposed foreign carrier affiliations and update Attachments A, E, and G to the Third Amendment filed by Applicants on May 13, 2003.

1. Applicants have been advised by ST Telemedia that it has become aware of three additional subsidiaries of Singapore Telecommunications Ltd ("SingTel") that would become foreign carrier affiliates of the FCC-Licensed Subsidiaries upon consummation of the Amended Transaction. Each of the carriers – Bharti Tele-Ventures Ltd, Globe Telecom, Inc., and PT Telekomunikasi Selular (a/k/a Telkomsel) – is non-dominant in its respective market (India, the Philippines, and Indonesia, respectively). Applicants previously disclosed proposed affiliations with subsidiaries of ST Telemedia or SingTel in India and Indonesia and agreed to have the FCC-Licensed Subsidiaries regulated as dominant on the U.S.-Indonesia route. The addition of these three non-dominant foreign carrier affiliates thus does not affect the Commission's analysis.

   ST Telemedia also has advised that SingTel has divested some or all of its interests in the following companies: Infoserve Technology Corporation of Taiwan, Infoserve Technology Hong Kong Limited of Hong Kong, Infoserve Technology K.K. of Japan, Virgin Mobile (Hong Kong) Limited of Hong Kong, and Virgin Mobile (Asia) Pte Ltd of Singapore. As a result, those companies would no longer be foreign carrier affiliates of the FCC-Licensed Subsidiaries under the FCC's rules following consummation of the Amended Transaction. In addition, SingTel's Singapore affiliate Virgin Mobile (Singapore) Pte Ltd has changed its name to Devonshire Pte. Ltd.

Attached as Exhibit 1 is a revised foreign affiliation notice, which was originally appended as Attachment G to the Third Amendment, and which reflects the above changes.[1]

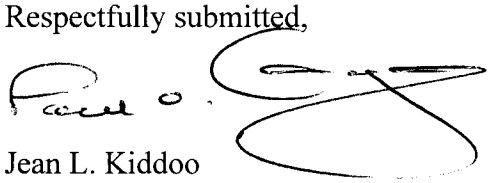
2. In Attachment E to the Third Amendment, Applicants provided a business address for Temasek Holdings [Private] Limited ("Temasek"). ST Telemedia has advised Applicants that Temasek recently moved its headquarters. Its new business address is: 60B Orchard Road, #6-18 Tower 2, The Atrium@Orchard, Singapore 238891. A revised copy of Attachment E to the Third Amendment is attached as Exhibit 2.

3. Applicants have become aware of an error in the electronic copy of Attachment A to the Third Amendment. Attachment A contained a letter from Hutchison Telecommunications Limited ("Hutchison Telecom"), dated April 30, 2003, and an attached form Acknowledgement and Mutual Release (the "Acknowledgment"). In the electronic version of the Third Amendment that was filed with the Commission, the first page of the Acknowledgement was repeated and the second page was omitted. Attached is a new copy of Attachment A containing a complete copy of the Hutchison Telecom letter and the Acknowledgement.

* * * * * *

Please contact the undersigned if you have any questions regarding the above matters.

Respectfully submitted,



Jean L. Kiddoo
Paul O. Gagnier
Swidler Berlin Shereff Friedman, LLP
3000 K Street, N.W., Suite 300
Washington, D.C. 20007
Tel: 202-424-7500
Fax: 202-424-7645

Counsel for Global Crossing Ltd.
and GC Acquisition Limited

Attachments

cc: All Parties on the Attached Service List
Paul Kouroupas (Global Crossing Ltd.)
Teresa Baer (Latham & Watkins LLP, Counsel to ST Telemedia)

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[1] Because ST Telemedia has only arms' length dealings with SingTel, ST Telemedia does not have firsthand knowledge of, or access to, certain information about SingTel's investments and operations. The information in Exhibit 1 relating to SingTel and its subsidiaries therefore is based on ST Telemedia's reasonable due diligence.

EXHIBIT 1

ATTACHMENT G TO THE THIRD AMENDMENT (REVISED)

ATTACHMENT G (REVISED)

CURRENT AND FUTURE FOREIGN CARRIER AFFILIATES OF GLOBAL CROSSING LTD.'S 214 SUBSIDIARIES

A. Current Foreign Carrier Affiliates of the 214 Subsidiaries

COUNTRY	AFFILIATES
Argentina	GC SAC Argentina S.R.L.
Belgium	GC Pan European Crossing Belgie b.v.b.a./s.p.r.l
Brazil	SAC Brasil Ltda.
Canada	Global Crossing Telecommunications Canada Ltd.
Chile	SAC Chile S.A.
Denmark	GC Pan European Crossing Denmark ApS
France	GC Pan European Crossing France S.A.R.L.
Germany	GC Landing Co. GmbH GC Pan European Crossing Deutschland GmbH
Ireland	Global Crossing Ireland Limited
Italy	GC Pan European Crossing Italia s.r.l.
Mexico	Global Crossing Landing Mexicana S. de R.L.
Netherlands	GC Pan European Crossing Nederlanden B.V. Global Crossing Europe Limited GT Netherlands B.V. IXnet UK Limited
Norway	GC Pan European Crossing Norge As
Panama	Global Crossing Panama Inc.
Peru	SAC Peru S.R.L.
Spain	GC Pan European Crossing Espana S.L.
Sweden	GC Pan European Crossing Sverige AB
Switzerland	GC Pan European Crossing Switzerland GmbH

COUNTRY	AFFILIATES
United Kingdom	GC Pan European Crossing U.K. Ltd. Global Crossing (UK) Telecommunications Ltd. GT UK Ltd. IXnet UK Limited
Uruguay	SAC Argentina S.R.L.
Venezuela	Global Crossing Venezuela B.V.

B. Foreign Carrier Affiliations That Would Arise From Proposed Investment By Singapore Technologies Telemedia Pte Ltd

1. ST Telemedia

COUNTRY	AFFILIATES
Singapore	Digital Network Access Communications Pte Ltd ST Mobile Data Pte Ltd (Singapore) ST Sunpage Pte Ltd (Singapore) ST Teleport Pte Ltd StarHub Mobile Pte Ltd StarHub Pte Ltd Sunpage Communications Pte Ltd
Indonesia	PT Aplikanusa Lintasarta PT Indonesian Satellite Corporation (a/k/a Indosat) PT Indosat Multi Media Mobile PT Satelit Palapa Indonesia (a/k/a Satelindo)

2. Singapore Telecommunications Ltd*

COUNTRY	AFFILIATES
Australia	SingTel Optus Pte Limited
Hong Kong	C2C (Hong Kong) Limited GB21 (Hong Kong) Limited Singapore Telecom Hong Kong Ltd

* Because ST Telemedia has only arms' length dealings with Singapore Telecommunications Ltd ("SingTel"), ST Telemedia does not have firsthand knowledge of, or access to, certain information about SingTel's investments and operations. The information in this chart relating to SingTel and its subsidiaries therefore is based on ST Telemedia's reasonable due diligence.

COUNTRY	AFFILIATES
India	Bharti Tele-Ventures Ltd Singapore Telecom India Private Limited
Indonesia	PT Telekomunikasi Selular (a/k/a Telkomsel)
Japan	Singapore Telecom Japan Co Ltd SingTel Japan Co Ltd
Korea	Singapore Telecom Korea Ltd
Malaysia	Sudong Sdn Bhd
Mauritius	Network i2i Limited
Philippines	Globe Telecom, Inc.
Singapore	C2C Singapore Pte Ltd Devonshire Pte. Ltd Digital Network Access Communications Pte Ltd INS Holdings Pte Ltd Singapore Telecom Mobile Pte Ltd Singapore Telecom Paging Pte Ltd Singapore Telecommunications Ltd SingTel Yellow Pages Pte Ltd SingTelSat Pte Ltd
Sri Lanka	Lanka Communication Services (Private) Limited
Taiwan	SingaporeTelecom Taiwan Ltd
United Kingdom	SingTel (Europe) Limited

EXHIBIT 2

ATTACHMENT E TO THE THIRD AMENDMENT (REVISED)

ATTACHMENT E (REVISED)

AMENDED OWNERSHIP INFORMATION

The charts below provide the name, business address, and principal place of business for each of the companies identified in Attachment D to the Third Amendment. Ownership interests are 100% unless otherwise indicated.

A. GCL's FCC-Licensed Subsidiaries

Global Crossing Entity	Business Address	Principal Place of Business	Ownership Interest in Next Tier Company
Budget Call Long Distance, Inc. ("Budget Call")	1080 Pittsford-Victor Road Pittsford, NY 14534	United States	Not applicable
Global Crossing Bandwidth, Inc. ("GC Bandwidth")	1080 Pittsford-Victor Road Pittsford, NY 14534	United States	Not applicable
Global Crossing Government Markets USA, Inc. ("GC Government Markets")	1080 Pittsford-Victor Road Pittsford, NY 14534	United States	Not applicable
Global Crossing Holdings USA, Inc. ("GC Holdings")	1080 Pittsford-Victor Road Pittsford, NY 14534	United States	Owns 100% controlling interest in GC Pacific Landing Corp., GT Landing Corp., MAC Landing Corp., and PAC Landing Corp.
Global Crossing Latin America & Caribbean Co. ("GCLAC")	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Not applicable
Global Crossing Local Services, Inc. ("GCLS")	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Not applicable
Global Crossing North American Networks, Inc. ("GCNAN")	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Owns 100% controlling interest in Budget Call
Global Crossing Telecommunications, Inc. ("GCTI")	1080 Pittsford-Victor Road Pittsford, NY 14534	United States	Owns 100% controlling interest in GC Government Markets and 50% interest in International Optical Networks, LLC
GC Pacific Landing Corp.	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Not applicable
GT Landing Corp.	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Not applicable
GT Landing II Corp.	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Not applicable

Global Crossing Entity	Business Address	Principal Place of Business	Ownership Interest in Next Tier Company
International Optical Networks, LLC ("ION")	60 Hudson Street New York, NY 10013	United States	Not applicable
MAC Landing Corp.	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Not applicable
PAC Landing Corp.	200 Park Avenue, 3rd Floor Florham Park, NJ 07932	United States	Not applicable
PC Landing Corp.	See Section C	See Section C	See Section C
Racal Telecommunications Inc. ("Racal")	60 Hudson Street New York, NY 10013	United States	Owns 50% interest in ION

B. Direct and Indirect Parents of GCL's FCC-Licensed Subsidiaries

Global Crossing Entity	Business Address	Principal Place of Business	Ownership Interest in Next Tier Company
ALC Communications Corporation ("ACL")	PNC Bank Building Suite 300 300 Delaware Avenue Wilmington, DE 19801	United States	Owns 100% controlling interest in GC Bandwidth, GCLS, GCNAN, and GCTI
Global Crossing North America, Inc. ("GCNA")	1080 Pittsford-Victor Road Pittsford, NY 14534	United States	Owns 100% controlling interest in ALC and GT Landing II Corp.
Global Crossing North American Holdings, Inc. ("GCNA Holdings")	1080 Pittsford-Victor Road Pittsford, NY 14534	United States	Owns 100% controlling interest in GCNA, GC Holdings, and GCLAC
Global Crossing (Bidco) Limited ("GC Bidco")	Centennium House 100 Lower Thames Street London EC3R 6DL United Kingdom	United Kingdom	Owns 100% controlling interest in Racal
Global Crossing (Holdco) Limited ("GC Holdco")	Centennium House 100 Lower Thames Street London EC3R 6DL United Kingdom	United Kingdom	Owns 100% controlling interest in GC Bidco
Global Crossing Intermediate UK Holdings Ltd. ("GC UK Holdings")	Centennium House 100 Lower Thames Street London EC3R 6DL United Kingdom	United Kingdom	Owns 100% controlling interest in GC Holdco
Global Crossing Asia Holdings Ltd.	See Section C	See Section C	See Section C

Global Crossing Entity	Business Address	Principal Place of Business	Ownership Interest in Next Tier Company
GC Acquisition Limited	Wessex House 1st Floor, 45 Reid Street Hamilton HM 12, Bermuda	United States or Bermuda	New GX will own 100% controlling interest in Global Crossing Asia Holdings Ltd., GCNA Holdings, and GC UK Holdings[1]

C. Asia Global Crossing Companies

Asia Global Crossing Entity	Business Address	Principal Place of Business	Ownership Interest in Next Tier Company
PC Landing Corp. ("PC Landing")	11150 Santa Monica Blvd. Suite 400 Los Angeles, CA 90025	United States	Not applicable
Pacific Crossing UK Ltd. ("PCUK")	Centennium House 100 Lower Thames Street London EC3R 6DL United Kingdom	United Kingdom	Owns 100% controlling interest in PC Landing
Pacific Crossing Ltd. ("PCL")	Mintflower Place 2nd Floor, 8 Par-la-Ville Rd. Hamilton HM08, Bermuda	Bermuda	Owns 100% controlling interest in PCUK
Vectant, Inc.	111 West 57th Street Suite 1000 New York, NY 10019	Japan	Owns 15.5% non-controlling interest in PCL
SCS (Bermuda) Ltd.	Mintflower Place 2nd Floor, 8 Par-la-Ville Rd. Hamilton HM08, Bermuda	Bermuda	Owns 14.5% interest in PCL
GCT Pacific Holdings Ltd. ("GCT Pacific")[2]	Mintflower Place 2nd Floor, 8 Par-la-Ville Rd. Hamilton HM08, Bermuda	Bermuda	Owns 70% interest in PCL and 100% controlling interest in SCS (Bermuda) Ltd.
Asia Global Crossing Ltd. ("AGCL")	Mintflower Place 2nd Floor, 8 Par-la-Ville Rd. Hamilton HM08, Bermuda	Hong Kong	Owns 100% controlling interest in GCT Pacific
Microsoft Corporation	One Microsoft Way Redmond, WA 98052	United States	Owns 14.7% non-controlling interest in AGCL
Softbank Corp.	Kakigaracho Chiba Bldg., Nihonbashi-Kakigaracho 1-36-37 Chuo-ku Tokyo, Japan	Japan	Owns 14.6% non-controlling interest in AGCL (through two intermediate holding companies)

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1 These interests are currently held by Global Crossing Ltd.

2 GCT Pacific and SCS (Bermuda) Ltd. together own an 84.5% controlling interest in PCL.

Asia Global Crossing Entity	Business Address	Principal Place of Business	Ownership Interest in Next Tier Company
Public and Others (including AGCL management)	Various	Various	Own 11.7% non-controlling interest in AGCL
Global Crossing Asia Holdings Ltd.	Wessex House 1st Floor, 45 Reid Street Hamilton HM 12, Bermuda	Bermuda	Owns 54.2% interest in Asia Global Crossing Ltd.[3]

D. Singapore Technologies Telemedia Pte Ltd and Its Affiliates

Entity	Business Address	Principal Place of Business	Ownership Interest in Next Tier Company
Mauritius Company (to be formed)[4]	To be determined	Mauritius, Singapore or U.S.	Will own 61.5% controlling interest in New GX
STT Communications Limited	51, Cuppage Road #10-11/17, StarHub Centre Singapore 229469	Singapore	Will own 100% controlling interest in Mauritius Company
Singapore Technologies Telemedia Pte Ltd ("ST Telemedia")	51, Cuppage Road #10-11/17, StarHub Centre Singapore 229469	Singapore	Owns 98.91% controlling interest in STT Communications Limited[5]
Singapore Technologies Pte Ltd	51, Cuppage Road #09-01 StarHub Centre Singapore 229469	Singapore	Owns 100% controlling interest in ST Telemedia
Temasek Holdings [Private] Limited	60B Orchard Road #6-18 Tower 2 The Atrium@Orchard Singapore 238891	Singapore	Owns 100% controlling interest in Singapore Technologies Pte Ltd

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3 In addition to the 54.2% interest in Asia Global Crossing Ltd. ("AGCL") that is held by Global Crossing Asia Holdings Ltd., GCL currently has a direct 1.2% interest in AGCL and an indirect 3.5% interest that is held through two of GCL's Delaware subsidiaries: IXnet, Inc. (0.3%) and International Exchange Networks Ltd. (3.2%). GCL's current total ownership interest in AGCL is 58.9%.

4 The Mauritius company will be formed by ST Telemedia's subsidiary, STT Communications Limited, for the sole purpose of ST Telemedia's investment in New GX. The Mauritius company will not carry on any business activity other than holding that investment. The legal name of the Mauritius company will be determined when it is formed.

5 The 1.09% interest in STT Communications Limited that is not be owned by ST Telemedia will be shared by 20 members of the management of STT Communications Limited, all of whom are nationals of Singapore.

EXHIBIT 3

EXHIBIT A TO THIRD AMENDMENT (REVISED)

ATTACHMENT A (REVISED)

TERMINATION LETTER OF HUTCHISON TELECOM

VIA TELECOPY AND ELECTRONIC MAIL

April 30, 2003

Global Crossing Ltd.
Global Crossing Holdings Ltd.
c/o Global Crossing Ltd.
Seven Giralda Farms
Madison, New Jersey 079040
U.S.A.
Telecopy: + 1-973-410-8583
Attention: John McShane

Joint Provisional Liquidators
c/o KPMG
8 Salisbury Square
London EC4Y 8 BB
United Kingdom
Telecopy: + 444-207-694-3126
Attention: Jane Moriarty

and

200 Park Avenue
Florham Park, NJ 07932
U.S.A.
Telecopy: + 1-973-360-0148
Attention: John McShane

Singapore Technologies Telemedia Pte Ltd.
51 Cuppage Road
#10-11/17, StarHub Centre
Singapore 229469
Telecopy: + 65-6720-7277
Attention: Chief Financial Officer

Re: Purchase Agreement, dated as of August 9, 2002, by and among Global Crossing Ltd. (the "Company"), Global Crossing Holdings Ltd.("GC Holdings"), the Joint Provisional Liquidators, Singapore Technologies Telemedia Pte Ltd ("ST Telemedia") and Hutchison Telecommunications Limited ("Hutchison"), as amended by the Amendment to Purchase Agreement dated as of December 20, 2002 (as amended, the "Purchase Agreement").

Dear Sirs/Madams:

Over the last year, we, together with our respective teams, have put forth substantial time, effort and resources in working towards closing the transactions under the Purchase Agreement. We also recognize the tremendous effort which you and your team have similarly devoted towards this transaction.

Nevertheless, pursuant to Section 7.1(b) of the Purchase Agreement, Hutchison is hereby terminating the Purchase Agreement, with respect solely to Hutchison's own rights and obligations thereunder and not those of ST Telemedia. The foregoing termination shall only become effective if we and ST Telemedia receive by Noon, New York City time on April 30, 2003 the Acknowledgement and Mutual Release attached hereto duly executed by the Company and GC Holdings. Except as set forth in the foregoing Acknowledgement and Mutual Release, the provisions identified in the last proviso of Section 7.2 of the Purchase Agreement shall survive termination of the Purchase Agreement.

Very truly yours,

HUTCHISON TELECOMMUNICATIONS LIMITED

By: _____
Name: LAWSAN CHOW
Title: DIRECTOR

cc:

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
U.S.A.
Telecopy: + 1-212-310-8007
Attention: Douglas P. Warner

Latham & Watkins
80 Raffles Place
#14-20 UOB Plaza 2
Singapore 048624
Telecopy: + 65-6536-1171
Attention: Michael W. Sturrock

Paul, Weiss, Rifkind, Wharton & Garrison
12/F Hong Kong Club Building
3A Chater Road
Hong Kong
Telecopy: + 852-2536-9622
Attention: John E. Lange

April 30, 2003

VIA TELECOPY AND ELECTRONIC MAIL

Hutchison Telecommunications Limited
22nd Floor, Hutchison House
10 Harcourt Road, Central
Hong Kong

Singapore Technologies Telemedia Pte Ltd
51 Cuppage Road
#10-11/17, StarHub Centre
Singapore 229469

Attention: Susan Chow, Director, Hutchison Telecommunications Limited
Lee Theng Kiat, President & CEO, Singapore Technologies Telemedia Pte Ltd

ACKNOWLEDGEMENT AND MUTUAL RELEASE relating to the Purchase Agreement, dated as of August 9, 2002, by and among Global Crossing Ltd. (the "Company"), Global Crossing Holdings Ltd. ("GX Holdings"), the Joint Provisional Liquidators, Singapore Technologies Telemedia Pte Ltd ("ST Telemedia") and Hutchison Telecommunications Limited ("Hutchison"), as amended by the Amendment to Purchase Agreement dated as of December 20, 2002 (as amended, the "Purchase Agreement"). Capitalized terms not otherwise defined in this Acknowledgement and Mutual Release have the meanings set forth in the Purchase Agreement.

Dear Ms. Chow and Mr. Lee:

We have received the letters dated today, April 30, 2003, from Hutchison regarding its termination of its rights and obligations under the Purchase Agreement (the "Termination Letter") and from ST Telemedia regarding its assumption of Hutchison's rights and obligations under the Purchase Agreement (the "Assumption Letter"). We hereby acknowledge that Hutchison's rights and obligations under the Purchase Agreement have been terminated effective as of the date hereof pursuant to Section 7.1(b) of the Purchase Agreement, subject to the provisions of Section 7.2 of the Purchase Agreement regarding survival of the provisions specified therein, as modified by the second to last paragraph herein. We further acknowledge that, pursuant to Section 8.3(b) of the Purchase Agreement, ST Telemedia has assumed the rights and obligations of Hutchison under the Purchase Agreement, subject to the exceptions and proviso set forth in the Assumption Letter.

We acknowledge that we are not aware of any breach by Hutchison or ST Telemedia of the Purchase Agreement prior to the effectiveness of the Termination Letter. We confirm our agreement that, effective on the date of approval of the agreements of the Company and GX Holdings set forth in the second and third paragraphs herein by the U.S. Bankruptcy Court ("Court Approval"), and in each case subject to the continuing obligations under Section 7.2 of the Purchase Agreement, as modified by the second to last paragraph herein (i) the

Company and GX Holdings irrevocably and unconditionally release and discharge Hutchison and its officers, directors, shareholders, employees, advisers, attorneys, financial advisers and other professional advisers, agents and representatives from any and all liabilities, obligations and claims of any nature whatsoever arising under or relating to the Purchase Agreement and (ii) Hutchison irrevocably and unconditionally releases and discharges the Company and GX Holdings and their respective officers, directors, shareholders, employees, advisers, attorneys, financial advisers and other professional advisers, agents and representatives from any and all liabilities, obligations and claims of any nature whatsoever arising under or relating to the Purchase Agreement. Please indicate your agreement to such mutual release and your acknowledgement that you are not aware of any breach by the Company or GX Holdings of the Purchase Agreement prior to the effectiveness of the Termination Letter by signing in the place indicated below. We undertake to submit this Acknowledgement and Mutual Release to the U.S. Bankruptcy Court within 14 days after the date hereof for approval of the agreements of the Company and GX Holdings set forth in the second and third paragraphs herein and to use all reasonable efforts to cause such approval to be granted.

The Company and GX Holdings hereby further agree that any plan under chapter 11 of the United States Bankruptcy Code and any schemes of arrangement under the Laws of Bermuda, in each case that is proposed or supported by the Company or GX Holdings, shall preserve and contain release, injunction and exculpation protection in favor of Hutchison and, except as expressly provided in the Bankruptcy Plan and the Schemes of Arrangement, all of Hutchison's officers, directors, shareholders, employees, advisers, attorneys, financial advisers, accountants, other professional advisers, agents and representatives and other protected persons or entities identical in form, scope and substance to those presently existing under the Bankruptcy Plan, the Confirmation Order, the Schemes of Arrangement and the Sanction Orders.

Notwithstanding the provisions of Section 7.2 of the Purchase Agreement, effective from Court Approval, the following provisions shall apply: (i) the provisions of Section 7.3 of the Purchase Agreement shall not survive the termination by Hutchison of its rights and obligations under the Purchase Agreement (the "Hutchison Termination"); (ii) the other parties to the Purchase Agreement shall not be required pursuant to Section 4.11 and/or Section 8.13 thereof to obtain Hutchison's approval for any press release or public disclosure that does not refer or relate to Hutchison or any of its Affiliates (other than references or relations that have previously been agreed to by Hutchison); and (iii) Hutchison's right to reimbursement of expenses under Section 4.6 of the Purchase Agreement shall apply only in accordance with the terms of Section 4.6 of the Purchase Agreement as in effect on the date hereof and only to expenses incurred by Hutchison prior to the Hutchison Termination. If the Company is required pursuant to Section 7.3 of the Purchase Agreement to pay Liquidated Damages prior to Court Approval, the Company shall pay such Liquidated Damages to ST Telemedia, provided that if prior to such payment Hutchison gives notice to the Company that it has not reached agreement with ST Telemedia regarding such payment, the Company shall seek instructions from the U.S. Bankruptcy Court regarding whether Hutchison's claimed portion of the Liquidated Damages required to be paid should be paid to ST Telemedia or Hutchison.

We appreciate having had the opportunity to work with Hutchison over the last year and are thankful for the efforts it has devoted towards this transaction. We look forward to working with ST Telemedia as we continue to proceed towards closing.

Very truly yours,

GLOBAL CROSSING LTD.

By: _____
Name:
Title:

GLOBAL CROSSING HOLDINGS LTD.

By: _____
Name:
Title:

ACKNOWLEDGED AND AGREED:

HUTCHISON TELECOMMUNICATIONS LIMITED

By: _____
Name:
Title:

cc: Joint Provisional Liquidators
c/o KPMG
8 Salisbury Square
London EC4Y 8 BB
United Kingdom
Telecopy: + 444-207-694-3126
Attention: Jane Moriarty

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
U.S.A.
Attention: Douglas P. Warner

Latham & Watkins
80 Raffles Place
#14-20 UOB Plaza 2
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Telecopy: + 65-6536-1171
Attention: Michael W. Sturrock

Paul, Weiss, Rifkind, Wharton & Garrison
12/F Hong Kong Club Building
3A Chater Road
Hong Kong
Telecopy: + 852-2536-9622
Attention: John E. Lange

CERTIFICATE OF SERVICE

I, Ruth W. Moroz, hereby certify that on this 22nd day of May, 2003, I caused a true and correct copy of the foregoing letter to be served upon the following parties in the manner indicated:

Qualex International
By E-Mail: qualexint@aol.com

J. Breck Blalock
By E-Mail: bblalock@fcc.gov

Susan O'Connell
By E-Mail: soconnel@fcc.gov

Kathleen Collins
By E-Mail: kcollins@fcc.gov

Henry Thaggert
By E-Mail: hthagger@fcc.gov

Zenji Nakazawa
By E-Mail: znakazaw@fcc.gov

Neil Dellar
By E-Mail: ndellar@fcc.gov

James Ball
By E-Mail: jball@fcc.gov

William Malone, Esq.
Gerald Lavery Lederer, Esq.
James R. Hobson, Esq.
Miller & Van Eaton, P.L.L.C
By E-Mail: wmalone@millervaneaton.com

John G. Malcolm, Esq.
Deputy Assistant Attorney General
Criminal Division
United States Department of Justice
10th Street & Constitution Avenue, N.W.
Washington, D.C. 20530
By First Class Mail

Debbie Goldman
Louise Novotny
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By E-Mail: debbie@cwa-union.org

Patrick W. Kelley, Esq.
Deputy General Counsel
Federal Bureau of Investigation
935 Pennsylvania Avenue, N.W.
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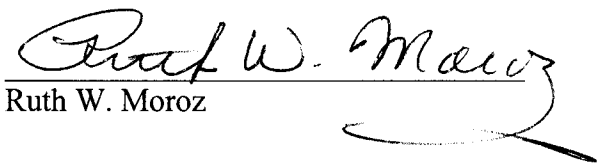
By First Class Mail

Karl W. B. Schwarz
GlobalAxxess
By E-Mail: kw.schwarz@worldnet.att.net

Julian P. Gehman, Esq.
Mayer, Brown, Rowe & Maw
By Email: jgehman@mayerbrownrowe.com

Mark Tauber, Esq.
E. Ashton Johnston, Esq.
Piper Rudnick
By E-Mail: mark.tauber@piperrudnick.com



Ruth W. Moroz

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