



Teligent, Inc  
5065 Leesport Pike, Suite 401  
Verona, Virginia 22159  
Voice: 703-762-5111  
Fax: 703-762-5101  
www.teligent.com

May 11, 2001

VIA OVERNIGHT MAIL

Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, PA 17325-7245

Re: FCC Form 602 – Teligent, Inc.

Dear Sir/Madam:

Enclosed for filing please find one original FCC Form 602 filed on behalf of Teligent, Inc. We ask that an additional copy of this filing be date-stamped and returned in the enclosed envelope.

If you have any questions concerning this filing, please contact the undersigned at (703) 762-5510.

Sincerely,

Victoria A. Schlesinger  
Associate General Counsel

VAS/ab  
Enclosure

cc: Terri B. Natoli (Teligent)



**Applicant/Licensee Information**

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Teligent. Inc. (See Exhibit I)		3) Applicant TIN: 541866562	

**Related FCC Regulated Businesses of Applicant/Licensee**

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c)	4d) Percent of Interest Held:
Teligent Services Inc. 8065 Leesburg Pike, Suite 400 Vienna, VA 22182	Operating Company and International Section 214 Authorization File No. ITC-97-783		100%
Teligent License Company I, LLC 8065 Leesburg Pike, Suite 400 Vienna, VA 22182	Digital Electronic Message Service (DEMS)		100%
Teligent License Company II, LLC 8065 Leesburg Pike, Suite 400 Vienna, VA 22182	DEMS and Point-to-Point Microwave Licenses		100%
Backlink, LLC 8065 Leesburg Pike, Suite 400 Vienna, VA 22182	Point-to-Point Microwave Licenses		100%
Katlink, LLC 8065 Leesburg Pike, Suite 400 Vienna, VA 22182	Point-to-Point Microwave Licenses		100%

**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: Terri	MI: B.	Last Name: Natoli	suffix:
Title: Assistant Secretary			
Signature: <i>Terri B Natoli</i>		Date: 5-11-01	
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)). AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder 's First Name (if individual):		MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): _ IDT Corporation				TIN:
3) Disclosable Interest Holder 's Address: 520 Broad Street Newark, NJ 07102				
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 34.4% (Note: reflects all purchases of Teligent stock completed and contemplated – see Exhibit II.)
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C (Voting)			9) Disclosable Interest Holder 's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from Indirect owner to the applicant): IDT Corporation beneficially owns, directly and through wholly-owned subsidiaries, 82% of IDT Investments, Inc., which wholly owns 100% of Microwave Services, Inc.. which has a 29.19% ownership interest in Teligent, Inc. IDT Investments, Inc. is purchasing an additional 5.21% ownership interest in Teligent, Inc. from Hicks, Muse, Tate & Furst, Inc.. in a transaction scheduled to consummate on or about 5/31/01.				

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
IDT Investments, Inc., 23258 Renaissance Ave., Suite 10, Las Vegas, NV 89119	Telecommunications		82%
IDT America Corp., 520 Broad St., Newark, NJ 07102	Telecommunications		100%
IDT Telecom, LLC, 520 Broad St., Newark, NJ 07102	Telecommunications		95%

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder 's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder 's Name (if entity): Telcom Ventures, LLC		3) Disclosable Interest Holder 's TIN: UNAVAILABLE	
4) Disclosable Interest Holder's Address: 200 N. Union Street, Suite 300 Alexandria, VA 22201			
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): ( M ) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:  21.1%	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): S (Class B, Series 2 Common Stock, Voting)		9) Disclosable Interest Holder 's Country of Citizenship: USA	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):  Telcom Ventures, LLC owns 98.01% of Telcom-DTS Investors. L.L.C.. which has a 21.1% ownership interest in Teligent, Inc.			

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information** (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder 's First Name (if individual):		MI:	Last Name:	suffix.
2) Disclosable Interest Holder 's Name (if entity): -Nippon Telegraph and Telephone Corporation			3) Disclosable Interest Holder' s TIN: UNAVAILABLE	
4) Disclosable Interest Holder 's Address: Kowa Nishi-Shimbashi Bldg.-B14-1 Nishi-Shimbashi 2-Chrome Minato-ku. Tokyo. 1050003 Japan				
5) Type of Interest in Applicant ( I ) (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): ( C ) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:  7.9%
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): S (Class B, Series 3 Convertible, Voting)			9) Disclosable Interest Holder's Country of Citizenship: Japan	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):  Nippon Telegraph and Telephone Corporation wholly owns NTAA&T Investment, Inc., a Delaware corporation, which has a 7.9% ownership interest in Telioent, Inc.				

**Related FCC Regulated Businesses of Disclosable Interest Holders** (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:

**Teligent, Inc.**  
**FCC Form 602**  
**Exhibit I**

Listed below are the Directors and Officers of Teligent, Inc. All Teligent Directors and Officers are individuals. The business address for each person listed below is c/o Teligent, Inc., 8065 Leesburg Pike, Suite 400, Vienna, Virginia 22 182.

<b>Name</b>	<b>Type of Interest</b>
Yoav Krill	Chief Executive Officer, President, and Director
Howard Jonas	Chairman of the Board
Michael Lichtenstein	Director
Anthony Davidson	Director
Rahul Prakash	Director
Hal Perkins	Director
NTT Nominee	Director (see Exhibit II)
HMTF Nominee	Director (see Exhibit II)
Stuart H. Kupinsky	Senior Vice President, General Counsel and Secretary
Jim Continenza	Senior Vice President and Chief Operating Officer
Norman Klugman	Chief Financial Officer and Treasurer
Terri B. Natoli	Assistant Secretary
Brian H. Leventhal	Assistant Secretary
Alessandra F. Daigneault	Assistant Secretary
Victoria A. Schlesinger	Assistant Secretary
Edward B. Krachmer	Assistant Secretary
Stacy R. Dees	Assistant Secretary
Barbara A. Sweasy	Assistant Treasurer

**Description of IDT Corporation's Ownership of its Interests in Teligent, Inc.**

Microwave Holdings, L.L.C. ("MI-I") is a Delaware limited liability corporation held by the Liberty Media Group through AGI LLC, a company managed by Liberty AGI, Inc. MH was the beneficial and record owner of all of the issued and outstanding capital stock of Microwave Services, Inc. Microwave Services, Inc. ("MSI") is a Delaware corporation and is the beneficial and record owner of 21,436,689 shares of Class A Common Stock of Teligent, Inc. ("Teligent"). Affiliates of Hicks, Muse, Tate & Furst, Inc. ("HMTF") hold 219,998 shares of Teligent Class A Convertible Preferred Shares. These shares may be converted into 3,826,052 shares of Class A Common Shares.

IDT Investments, Inc. ("IDTI") is a Nevada corporation and a majority-owned subsidiary of IDT Corporation ("IDTC"), a Delaware corporation. Under the terms of a transaction which was executed and closed on April 18, 2001, IDTI acquired all of the issued and outstanding capital stock of MSI from MH, thereby becoming the indirect holder of the Teligent stock. These 21,436,689 shares of Class A Common Stock represent approximately 29.19% of the total voting stock in Teligent.

In a second transaction scheduled to consummate on or about May 31, 2001, IDTI will acquire from HMTF the 219,998 shares of Teligent Class A Convertible Preferred Shares. These shares may be converted into 3,826,052 shares of Class A Common Shares. These shares represent approximately 5.21% of the total voting stock in Teligent.<sup>1</sup> Upon the consummation of the second transaction, IDTI will hold, directly and indirectly, approximately 34.4% of the total voting stock in Teligent.<sup>2</sup>

Teligent is governed by an eight member Board. Pursuant to the Shareholder Agreement dated as of January 13, 2000, the right to nominate directors is as follows:

- (1) MSI has the right to nominate three directors;
- (2) Telecom-DTS Investors, L.L.C. ("Telecom") has the right to nominate two directors;

---

<sup>1</sup> Convertible preferred shares are entitled to vote as though the preferred had been converted into common. The outstanding common shares and the convertible preferred together are the equivalent of 73,448,027 common shares.

<sup>2</sup> In the unlikely event that the IDTI purchase of HMTF shares is not consummated, Teligent will file an updated FCC Form 602.

- (3) Alex Mandl, for so long as he serves as Chief Executive Officer (“CEO”) of Teligent, will serve as director;
- (4) NTT Corp. (“WIT”) has the right to nominate one director as long as it holds a specified percentage of Teligent’s Class B Series 3 Common stock; and
- (5) HMTF has the right to nominate one director as long as it or its affiliates hold a specified percentage of Teligent’s Series A Preferred stock.

Under the terms of the Shareholder Agreement, in the event any of the conditions for Mandl, NTT Corp. or HMTF nominations are no longer satisfied, that director position will be filled by a party who is independent of MSI and Telecom but acceptable to them and approved by one other independent director. The Shareholders Agreement also provides that any replacement for Mr. Mandl as Chief Executive Officer must be independent of MSI and Telecom but acceptable to them and approved by one other independent director.

There have been some changes to Teligent’s Board of Directors recently. As a result of the first transaction, Howard Jonas, Tony Davidson and Morris Lichtenstein of IDTI were elected to fill the three seats controlled by MSI on the Board of Directors. As a result of other external events effecting Teligent, Alex Mandl is no longer CEO of Teligent. His replacement, Yoav Krill, was elected to Teligent’s Board of Directors. Additionally, NTT Corp.’s representative on the Board of Directors, Tetsuro Mikami resigned his seat on April 27, 2001. NTT is entitled to elect a director to replace Mr. Mikami, but has not done so as of the date of this filing. In contemplation of the consummation of the second transaction, HMTF’s representative on the Board of Directors, Michael Levitt, resigned his seat on May 2, 2001. HMTF is entitled to elect a director to replace Mr. Levitt until the consummation of the second transaction, but has not done so as of the date of this filing. The remaining two members of the Teligent Board of Directors are nominees of Teiecom.

As a result of the first transaction, the acquisition of MSI, IDTI will hold three of the eight available seats on the Board of Directors. However, upon the consummation of the second transaction, contemplated for May 31, 2001, the HMTF seat on the Board of Directors will be vacant. Therefore, upon the consummation of the second transaction, IDTI will hold three of the seven available seats on the Board of Directors. The remaining members of the Board are permitted, but not required, to nominate an additional independent member to the Board of Directors to replace the HMTF nominee. That member must be independent of MSI and Telecom (and their affiliates) but acceptable to them and approved by one other independent director. If the members choose to nominate an additional director, IDTI will again hold three of the eight available seats on the Board of Directors. Regardless, as demonstrated above, employees of IDTI, IDTC and/or its subsidiaries and affiliates will not hold a majority of the available seats on Teligent’s Board of Directors.

Listed below are the Directors and Officers of IDTI. All IDTI Directors and Officers are individuals. The business address for each person listed below is c/o IDT Investments, Inc., 2325B Renaissance Ave., Suite 10, Las Vegas, NV 89119.

<b>Name</b>	<b>Type of Interest</b>
Howard Millendorf	President and Director
Jonathan Levy	Secretary and Director

Listed below are the Directors and Officers of IDTC. All IDTC Directors and Officers are individuals. The business address for each person listed below is c/o IDT Corporation, 520 Broad Street, Newark, NJ 07102.

<b>Name</b>	<b>Type of Interest</b>
Howard S. Jonas	Chairman of the Board, Chief Executive Officer and Treasurer
James A. Courter	President and Vice Chairman of the Board
Hal Brecher	Chief Operating Officer and Director
Stephen R. Brown	Chief Financial Officer and Director
Joyce J. Mason	Senior Vice President, General Counsel, Secretary, and Director
Marc E. Knoller	Senior Vice President and Director
Moshe Kaganoff	Executive Vice President of Strategic Planning and Director
Geoffrey Rochwarger	Executive Vice President of Telecommunications and Director
Meyer A. Berman	Director
J. Warren Blaker	Director
Denis A. Bovin	Director
Saul K. Fenster	Director
William A. Owens	Director
William F. Weld	Director
Morris Lichtenstein	Executive Vice President of Business Development
Michael Fischberger	Executive Vice President of Operations