



State of Utah

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Public Service Commission

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May 9, 2018

Lance J.M. Steinhart
Lance J.M. Steinhart, P.C.
1725 Windward Concourse, Suite 150
Alpharetta, Georgia 30005

Re: Docket No. 18-2480-01, Notification of Transfer of Control of Mitel Cloud Services, Inc.

Dear Mr. Steinhart,

The Public Service Commission (“PSC”) has reviewed Mitel Networks Corporation (“Mitel Networks Corp.”), Mitel US Holdings, Inc. (“Mitel US”), Mitel (Delaware), Inc. (“Mitel DE”), Mitel Networks, Inc, formerly ShoreTel, Inc. (“MNI”), and Mitel Cloud Services, Inc. (“Mitel Cloud”) (collectively, the “Parties”) Notice of Transfer of Control of Mitel Cloud from Mitel DE to MNI (the “Notice”), filed April 3, 2018, and the Division of Public Utilities’ (“DPU”) comments, filed April 24, 2018, recommending the PSC allow the indirect transfer of control.

The Notice describes an internal restructuring and transfer of control of Mitel Cloud from Mitel DE to MNI. The transaction is part of internal restructuring due to the previous purchase and transfer of ShoreTel, Inc., a non-regulated company, that took place on December 29, 2017. The transaction was structured to have no material adverse impact on Mitel Cloud’s current customers, who will continue to receive their existing services at the same rates, terms, and conditions as at present, except as otherwise previously agreed by the parties under contract. The DPU anticipates that there will be no objections or opposition to the Notice, and recommends that this docket be adjudicated informally by the PSC in accordance with R746-110-1.

Correspondence from Gary L. Widerburg

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No party has identified a statutory or other legal requirement for the PSC to approve this transaction, and no party has properly requested a declaratory ruling on the issue. *See* Utah Admin. Code R746-101-1, *et seq.* Accordingly, the PSC acknowledges the filing of the Notice and gives notice it will take no further action in this docket unless a party files a request for the PSC to do so and explains the jurisdictional basis on which the PSC may or should act.

Sincerely,

/s/ Gary L. Widerburg

PSC Secretary

DW#301985