

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

<p>Joint Application of MLN TopCo Ltd., Mitel Networks Corporation, and Mitel Cloud Services, Inc. f/k/a Mitel NetSolutions, Inc. for Approval to Transfer Indirect Control of Mitel Cloud Services, Inc. to MLN TopCo Ltd.</p>	<p><u>DOCKET NO. 18-2480-02</u></p> <p><u>ORDER APPROVING TRANSFER</u> <u>OF CONTROL</u></p>
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ISSUED: July 5, 2018

On May 18, 2018, MLN TopCo Ltd. (“TopCo”); Mitel Networks Corporation (“Mitel”); and Mitel Cloud Services, Inc. (“MCSI”) (collectively, “Applicants”), filed with the Public Service Commission (“PSC”) an application for approval to transfer indirect control of MCSI to TopCo (“Transaction”).

On May 29, 2018, the PSC issued a notice establishing Monday, June 18, 2018 as the comment deadline in this docket. On June 7, 2018, the Division of Public Utilities (“Division”) filed a memorandum recommending the proposed Transaction be allowed. In making this recommendation, the Division stated:

The Applicants expect that the merger will enable the combined entities to better meet the needs of enterprises, wholesale buyers, and other customers. The transaction will bring together two successful carrier organizations that have proven themselves in a highly competitive marketplace. The transaction will help create a stronger competitor by bringing together each organization’s respective strengths....[T]he transaction will be conducted in a manner that will be largely transparent [to] their customers ... [and] will not result in a change of carrier for customers or any assignment of authorizations, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

No other comments have been filed in this docket.

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Pursuant to Utah Admin. Code R746-349-7(A)(3):

If no objection to the proposed transaction is submitted in any filed comments or reply comments, the [PSC] will presume that approval of the transaction is in the public interest and use the information contained in the application and accompanying documents as evidence to support a [PSC] order.

There is no objection to the proposed transfer of control. Therefore, under Utah Admin. Code R746-349-7(A)(3) and based on the record, the PSC presumes the transfer of control to be in the public interest.

ORDER

Given the foregoing, the PSC approves the Transaction.

DATED at Salt Lake City, Utah, July 5, 2018.

/s/ Michael J. Hammer
Presiding Officer

Approved and confirmed July 5, 2018 as the Order of the Public Service Commission of Utah.

/s/ Thad LeVar, Chair

/s/ David R. Clark, Commissioner

/s/ Jordan A. White, Commissioner

Attest:

/s/ Gary L. Widerburg
PSC Secretary
DW#303303

Notice of Opportunity for Agency Review or Rehearing

Pursuant to Utah Code Ann. §§ 63G-4-301 and 54-7-15, a party may seek agency review or rehearing of this order by filing a request for review or rehearing with the PSC within 30 days after the issuance of the order. Responses to a request for agency review or rehearing must be filed within 15 days of the filing of the request for review or rehearing. If the PSC fails to grant a request for review or rehearing within 20 days after the filing of a request for review or rehearing, it is deemed denied. Judicial review of the PSC's final agency action may be obtained by filing a Petition for Review with the Utah Supreme Court within 30 days after final agency action. Any Petition for Review must comply with the requirements of Utah Code Ann. §§ 63G-4-401, 63G-4-403, and the Utah Rules of Appellate Procedure.

CERTIFICATE OF SERVICE

I CERTIFY that on July 5, 2018, a true and correct copy of the foregoing was served upon the following as indicated below:

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