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BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

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In the Matter of the Notification of the Indirect  
Transfer of Control of inContact, Inc. to NICE  
Systems, Inc

DOCKET NO. 16-2442-01  
ORDER REGARDING TRANSFER OF  
CONTROL

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ISSUED: August 9, 2016

This matter is before the Public Service Commission of Utah (Commission) on a notice filed June 28, 2016. The public utility at issue in this matter is inContact, Inc. The June 28, 2016 notice informs the Commission of a voting securities transfer agreement executed among NICE, Ltd.; inContact, Inc.; and Victory Merger Sub, Inc. When the transfer agreement is executed, NICE, Ltd. will acquire all of the voting securities of inContact, Inc., and thereby gain indirect control of the public utility. However, inContact, Inc. will survive the merger as a wholly-owned subsidiary of NICE Systems, Inc., which is the parent company of NICE, Ltd.

On July 6, 2016, in response to a Commission action request, the Division of Public Utilities (Division) stated the following:

The [parties] submit that the transaction ... will serve the public interest by enhancing the ability of inContact and NICE to expand their respective operations and compete more effectively in the telecommunications marketplace. inContact will also have access to the financial, operations, and managerial resources of NICE. Such support will strengthen the competitive position of inContact, to the benefit of the telecommunications marketplace.

On July 7, 2016, the Commission issued a notice of filing and established a comment deadline of Friday August 5, 2016. No comments were submitted during the comment period.

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

If no objection to the proposed transaction is submitted in any filed comments ... the Commission 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 Commission order.

There is no objection to the proposed transaction. Therefore, under Utah Admin. Code R746-349-7(A)(3) and in light of the Division's comments, the Commission presumes the proposed transaction to be in the public interest.

ORDER

The indirect transfer of control of inContact, Inc. to NICE Systems, Inc. is deemed to be in the public interest.

DATED at Salt Lake City, Utah, this 9<sup>th</sup> day of August, 2016.

/s/ Jennie T. Jonsson  
Administrative Law Judge

Approved and confirmed this 9<sup>th</sup> day of August, 2016 by 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  
Commission Secretary  
DW# 288513

CERTIFICATE OF SERVICE

I CERTIFY that on August 9, 2016, a true and correct copy of the foregoing was served upon the following as indicated below:

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