

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

---

In the Matter of the Notice of Transfer of  
Indirect Control of West Safety  
Communications Inc.

DOCKET NO. 17-2366-01  
ORDER APPROVING TRANSFER OF  
CONTROL

---

ISSUED: July 13, 2017

On June 8, 2017, West Corporation, West Safety Communications Inc., and Olympus Holdings II, LLC notified the Public Service Commission of Utah (PSC) of a proposed transaction whereby Olympus Merger Sub, Inc. (a wholly owned subsidiary of Olympus Holdings II, LLC) will acquire ultimate control of West Corporation and West Corporation's wholly owned subsidiaries, one of which is West Safety Communications Inc.

On June 13, 2017, the PSC issued a notice establishing Wednesday, July 12, 2017 as the comment deadline in this docket. On June 29, 2017, the Division of Public Utilities (Division) filed a memorandum recommending that the proposed transfer of control 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. Operating as an integrated company will allow each of the operating companies to be more competitive and to deliver greater value and variety of services to their customers than they do individually.

No other comments have been filed in this docket.

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 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 transfer of control. Therefore, under Utah Admin. Code R746-349-7(A)(3) and in light of the comment of record, the Commission presumes the transfer of control to be in the public interest.

ORDER

Given the foregoing, the Commission approves Olympus Merger Sub, Inc. to acquire ultimate control of West Safety Communications Inc.

DATED at Salt Lake City, Utah, July 13, 2017.

/s/ Jennie T. Jonsson  
Administrative Law Judge

Approved and confirmed July 13, 2017 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  
Commission Secretary  
DW#295283

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 13, 2017, a true and correct copy of the foregoing was served upon the following as indicated below:

By Electronic-Mail:

William J. Evans ([bevans@parsonsbehle.com](mailto:bevans@parsonsbehle.com))  
Parsons Behle & Latimer

Robert Kalsow-Ramos ([RKalsowRamos@wbklaw.com](mailto:RKalsowRamos@wbklaw.com))  
Olympus Holdings II, LLC

Philip Roselli ([PRoselli@wbklaw.com](mailto:PRoselli@wbklaw.com))  
Wilkinson Barker Knauer LLP

Sean Ward ([sward@west.com](mailto:sward@west.com))  
David C. Mussman ([dcmussman@west.com](mailto:dcmussman@west.com))  
West Corporation

Steven A. Augustino ([SAugustino@kelleydrye.com](mailto:SAugustino@kelleydrye.com))  
Denise N. Smith ([DSmith@kelleydrye.com](mailto:DSmith@kelleydrye.com))  
Kelley Drye & Warren, LLP

Brett N. Anderson ([bretta@blackburn-stoll.com](mailto:bretta@blackburn-stoll.com))

Vicki Baldwin ([vbaldwin@parsonsbehle.com](mailto:vbaldwin@parsonsbehle.com))

Sharon Bertelsen ([bertelsens@ballardspahr.com](mailto:bertelsens@ballardspahr.com))

Larry Bowman ([larry.bowman@charter.com](mailto:larry.bowman@charter.com))

Brian W. Burnett ([bburnett@kmclaw.com](mailto:bburnett@kmclaw.com))

([cflregulatory@chartercom.com](mailto:cflregulatory@chartercom.com))

Eddie L. Cox ([ecox@cut.net](mailto:ecox@cut.net))

Carl Erhart ([carl.erhart@ftr.com](mailto:carl.erhart@ftr.com))

James Farr ([james.farr@centurylink.com](mailto:james.farr@centurylink.com))

Amy Gross ([agross@tminc.com](mailto:agross@tminc.com))

Alan Haslem ([ahaslem@mleainc.com](mailto:ahaslem@mleainc.com))

Ray Hendershot ([ray.hendershot@beehive.net](mailto:ray.hendershot@beehive.net))

William Huber ([william.huber@questar.com](mailto:william.huber@questar.com))

Bill Hunt ([williamp.hunt@dish.com](mailto:williamp.hunt@dish.com))

David R. Irvine ([D@aol.com](mailto:D@aol.com))

Kristin L. Jacobson ([Kristin.l.jacobson@sprint.com](mailto:Kristin.l.jacobson@sprint.com))

Brock Johansen ([bjohansen@emerytelcom.com](mailto:bjohansen@emerytelcom.com))

Dawn Kubota ([kubotad@ballardspahr.com](mailto:kubotad@ballardspahr.com))

Jasen Lee ([jlee@desnews.com](mailto:jlee@desnews.com))

Shirley Malouf ([srmalouf@stoel.com](mailto:srmalouf@stoel.com))

Jennifer H. Martin ([jhmartin@stoel.com](mailto:jhmartin@stoel.com))

Steve Mecham ([sfmecham@gmail.com](mailto:sfmecham@gmail.com))

Roger Moffitt ([roger.moffitt@att.com](mailto:roger.moffitt@att.com))

Gregory Monson ([gbmonson@stoel.com](mailto:gbmonson@stoel.com))

Sharon Mullin ([slmullin@att.com](mailto:slmullin@att.com))

Thorvald Nelson ([tnelson@hollandhart.com](mailto:tnelson@hollandhart.com))

Janice Ono ([Janice.ono@att.com](mailto:Janice.ono@att.com))

Sheila Page ([spage@utah.gov](mailto:spage@utah.gov))

Mike Peterson ([mpeterson@utahcooperatives.org](mailto:mpeterson@utahcooperatives.org))

Pam Pittenger ([pam.pittenger@ftr.com](mailto:pam.pittenger@ftr.com))

Jenny Prescott ([jenny.prescott@allwest.com](mailto:jenny.prescott@allwest.com))

Bruce Rigby ([bruce@ucmc-usa.com](mailto:bruce@ucmc-usa.com))

Gary Sackett ([gsackett@joneswaldo.com](mailto:gsackett@joneswaldo.com))

Kira Slawson ([kiram@blackburn-stoll.com](mailto:kiram@blackburn-stoll.com))

Alan L. Smith ([alanakaed@aol.com](mailto:alanakaed@aol.com))

Ted D. Smith ([tsmithlaw@earthlink.net](mailto:tsmithlaw@earthlink.net))

Kendra Thomas ([kthomas@kfrservices.com](mailto:kthomas@kfrservices.com))

Bruce H. Todd ([btodd@stratanetworks.com](mailto:btodd@stratanetworks.com))

Jake Warner ([jakew@beehive.net](mailto:jakew@beehive.net))

James H. Woody ([jwoody@union-tel.com](mailto:jwoody@union-tel.com))

John Woody ([jowood@union-tel.com](mailto:jowood@union-tel.com))

Union Telephone Company

Patricia Schmid ([pschmid@agutah.gov](mailto:pschmid@agutah.gov))

Justin Jetter ([jjetter@agutah.gov](mailto:jjetter@agutah.gov))

Steven Snarr ([stevensnarr@agutah.gov](mailto:stevensnarr@agutah.gov))

Robert Moore ([rmoore@agutah.gov](mailto:rmoore@agutah.gov))

Assistant Utah Attorneys General

Erika Tedder ([etedder@utah.gov](mailto:etedder@utah.gov))

Division of Public Utilities

By Hand-Delivery:

Office of Consumer Services  
160 East 300 South, 2<sup>nd</sup> Floor  
Salt Lake City, Utah 84111

---

Administrative Assistant