



State of Utah
Department of Commerce
Division of Public Utilities

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MEMORANDUM

To: Public Service Commission

From: Division of Public Utilities
Chris Parker, Director
Bill Duncan, Telecommunications / Water Manager
Ron Slusher, Utility Technical Consultant

Date: April 24, 2018

Re: In the Matter of the Notice of the Transfer of Control of Mitel Cloud from Mitel Delaware to Mitel Networks, Inc. Docket No. 18-2480-01.

RECOMMENDATION (Allow):

The Division of Public Utilities (“Division”) has reviewed the joint Notice of the Transfer of Control of Mitel Cloud Services, Inc. from Mitel (Delaware), Inc. to Mitel Networks, Inc. and believes that the public interest will be promoted by recommending that the Public Service Commission (“Commission”) allow the this internal restructuring and transfer of control.

The Division expects that based on history that a filing of this type and with the information submitted by the company there will be no objections or opposition to this recommendation. Therefore, the Division request that this docket be adjudicated informally in accordance with R746-110-1.

EXPLANATION:

On or about April 03, 2018, Mitel Networks Corporation notified the Commission of a transaction, which will result in an internal restructuring and transfer of control of Mitel Cloud Services, Inc. from Mitel (Delaware), Inc. to Mitel Networks, Inc.

The transaction is part of internal restructuring due to the previous purchase and transfer of Shore Tel, Inc., a non-regulated company, that took place on December 29, 2017.

The Applicant submit that the transaction will serve the public interest. The transaction aims to serve the public interest in that it was designed to strengthen the Mitel entities overall, while maintaining the managerial, technical, and financial resources available to the Parties. 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.

cc. Lance J.M. Steinhart, Esq., Managing Attorney, Lance J.M. Steinhart, P.C.
Justin Jetter, Assistant Attorney General, State of Utah
Office of Consumer Services, State of Utah