



State of Utah

GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

Public Service Commission

THAD LeVAR
Chair

DAVID R. CLARK
Commissioner

JORDAN A. WHITE
Commissioner

March 21, 2019

William J. Evans
Parsons Behle & Latimer
201 South Main Street, Suite 1800
Salt Lake City, UT 84111

Re: Docket No. 19-2366-01, *Notice of Indirect Transfer of Control of West Safety Communications Inc.*

Dear Mr. Evans,

The Public Service Commission (“PSC”) has reviewed the Notice of Indirect Transfer of Control (“Notice”) that Olympus Holdings II, LLC (“Olympus Holdings”) and its subsidiaries West Corporation (“West”) and AP VIII Olympus VoteCo, LLC (“Olympus Voteco” and collectively with Olympus Holdings and West, the “Parties”) filed on February 1, 2019. The PSC has also reviewed the Division of Public Utilities’ (“DPU”) comments, filed February 21, 2019, recommending the PSC allow the indirect transfer of control.

The Notice represents the Parties have entered into and intend to consummate a transaction whereby Olympus VoteCo will acquire ultimate control of West and West’s wholly owned subsidiaries, including West Safety, a telecommunications corporation authorized to provide facilities-based and resold competitive local exchange telecommunications services in the State of Utah. The Notice does not request the PSC’s approval of the transaction, rather the Parties notify the PSC of the pending transaction and assert that PSC approval is not required to complete it. The DPU’s comments do not address whether PSC approval of the transaction is required but, nevertheless, recommend the PSC allow it.

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.

Acknowledgment Letter from the PSC

Docket No. 19-2366-01

Page 2

Sincerely,

/s/ Gary L. Widerburg

PSC Secretary

DW#307259