

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

---

Joint Notice of Fusion Connect, Inc., Debtor-In-Possession, Fusion Cloud Services, LLC, Debtor-In-Possession, and Telecom Holdings LLC of a Transaction that will Result in a Material Change to the Indirect Ownership and Control of Fusion Cloud Services, LLC

---

DOCKET NO. 19-2600-02  
ACKNOWLEDGMENT OF FILING AND  
ORDER CANCELING HEARING

ISSUED: September 9, 2019

On August 9, 2019, Fusion Connect, Inc., Fusion Cloud Services, LLC (“Fusion Cloud”), and Telecom Holdings LLC (collectively, the “Filing Parties”) filed with the Public Service Commission (PSC) a Joint Notice of Transaction that Will Result in a Material Change to the Indirect Ownership and Control of Fusion Cloud (“Joint Notice”), explaining the Filing Parties intend to transfer indirect ownership and control of Fusion Cloud to Telecom Holdings LLC. The Joint Notice represents the transaction is exempt from the prior-approval requirements of Utah Code Ann. §§ 54-4-28 through 30 because Fusion Cloud is a competitive entrant, pursuant to § 54-8b-2.1, and does not receive high cost support from the Universal Public Telecommunications Support Fund. The Filing Parties further assert the transaction does not otherwise fall within the scope of §§ 54-4-28 through 30 because neither Telecom Holdings nor any of the individuals that hold interests in Telecom Holdings operate as a public utility, own a public utility or control a public utility. The Filing Parties request the PSC “issue an acknowledgement of this filing.”

On August 12, 2019, the PSC issued a Notice of Filing, Comment Period, and Hearing (“PSC’s Notice”), allowing interested parties to submit comments by August 26, 2019 and reply comments by September 3, 2019. The PSC’s Notice also set a hearing for September 10, 2019 at

DOCKET NO. 19-2600-02

- 2 -

10:00 a.m. but stated such hearing would be canceled and the docket adjudicated informally in the event no party objected to the transaction described in the Joint Notice.

On August 23, 2019, the Division of Public Utilities (DPU) filed a Memorandum, representing the Filing Parties appear to have complied with Utah Code Ann. §§ 54-4-28 and 30. The DPU further represents “[t]he public interest will be promoted by the [PSC] allowing this Indirect Transfer of Control” and that “[a]s a result of the acquisition, the [Filing Parties] should be in a better position to provide expanded and advanced telecommunications services.” The DPU does not address the Filing Parties’ assertion the transaction does not require PSC approval.

Having received no objection to the proposed transaction and not having been asked to approve it, the PSC makes no findings or conclusions concerning the proposed transaction. As the Filing Parties request, the PSC acknowledges the filing and cancels the hearing previously set for September 10, 2019 at 10:00 a.m.

DATED at Salt Lake City, Utah, September 9, 2019.

/s/ Michael J. Hammer  
Presiding Officer

Attest:

/s/ Gary L. Widerburg  
PSC Secretary  
DW#309952

CERTIFICATE OF SERVICE

I CERTIFY that on September 9, 2019, a true and correct copy of the foregoing was served upon the following as indicated below:

By Electronic-Mail:

Edward A. Yorkgitis, Jr. ([cyorkgitis@kelleydrye.com](mailto:cyorkgitis@kelleydrye.com))  
Winafred Brantl ([wbrantl@kelleydrye.com](mailto:wbrantl@kelleydrye.com))  
James P. Prenetta, Jr. ([jprenetta@fusionconnect.com](mailto:jprenetta@fusionconnect.com))  
Fusion Connect and Fusion Cloud

Wayne D. Johnsen ([wjohnsen@wileyrein.com](mailto:wjohnsen@wileyrein.com))  
James Murray ([jmurray@vectorcapital.com](mailto:jmurray@vectorcapital.com))  
Telecom Holdings

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

Madison Galt ([mgalt@utah.gov](mailto:mgalt@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