



State of Utah

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Lieutenant Governor

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June 16, 2021

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299 Park Avenue, 7th Floor
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Re: Docket No. 21-2452-01, *Notification of Proposed Changes in Indirect Control of Matrix Telecom, LLC to B. Riley Principal Investments, LLC*

All:

The Public Service Commission (PSC) has reviewed the joint notification of Lingo Communications, LLC, Matrix Telecom, LLC, and B. Riley Principal Investments, LLC (collectively, the “Parties”) of the proposed changes in indirect control (“Notification”) filed May 11, 2021. The PSC has also reviewed the Division of Public Utilities’ (DPU) comments, filed June 1, 2021, recommending the PSC approve the notice of proposed changes of indirect control.

The Notification describes the Parties, explains the proposed changes in indirect control, and provides information regarding why the Parties believe the proposed changes in indirect control are in the public interest. The Notification states that approval of the proposed changes in indirect control is not required, and that only a notice filed before the changes occur is required.¹

¹ On this point the Notification asserts the Parties need only submit notice of the transaction prior to its completion, citing: Utah Code Ann. § 54-8b-3.4(1)(b).

Acknowledgment Letter from the PSC

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The DPU's comments do not address whether PSC approval of the transaction is required but, the DPU recommends approval.

No party has identified a statutory or other legal requirement for the PSC to approve the noticed changes in indirect control, and no party has requested a declaratory ruling on the issue pursuant to Utah Admin. Code R746-101-1, *et seq.* Accordingly, the PSC acknowledges the filing of the Notification and gives notice it will take no further action in this docket unless a party files a request for action and explains the basis on which the PSC may or should act.

Sincerely,

/s/ Gary L. Widerburg

PSC Secretary

DW#319126