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November 4, 2021

VIA ELECTRONIC MAIL

Gary L. Widerberg, Secretary
State of Utah Public Service Commission
160 East 300 South, 4th Floor
Salt Lake City, UT 84111

**Re: Supplement to Application for Approval of Planned Intermediate Change of Control of BCM One, Inc., Wholesale Carrier Services, Inc., and BCM One Group Holdings, Inc.
Docket Nos. 21-2524-02 and 21-2545-02**

Dear Mr. Widerberg:

Applicants BCM One, Inc. (“BCM One”), Wholesale Carrier Services, Inc. (“WCS”), and BCM One Group Holdings, Inc. (“BCM One Group Holdings”) hereby supplement their pending Application for Approval of Planned Intermediate Change of Control (“Application”), which was filed with the Commission on October 13, 2021, in Docket Nos. 21-2524-02 and 21-2545-02, as follows:¹

Section II (“Description of the Transaction”) of the Application is hereby supplemented to provide the following information concerning entities that are involved in the proposed intermediate transfer of control, and that have now been formed subsequent to the filing of the Joint Application:

TSCP Fund V and its direct and indirect owners plan to undergo the Restructuring, to be completed no later than November 30, 2021, whereby TSCP Fund V’s ownership in BCM One Group Holdings (and its indirect ownership in BCM One and WCS) will be transferred² to an affiliated entity, TSCP CV I, L.P. (“TSCP CV I”). TSCP CV I’s equity will be dispersed among a vast number of passive limited partners (as was the case with TSCP Fund V), some of whom will indirectly own more than 10% of the equity of BCM One or WCS. As with TSCP Fund V, however, all of the managerial and day-to-day control of BCM One or WCS will reside with the General Partner in TSCP CV I.

¹ The purpose of this supplement is to ensure the record is accurate as to the factual statements related to the transaction, although the information provided in this supplement does not affect the structure of the transaction or who controls the certificated entities.

² The transfer in intermediate control will occur via a combination of a sale and roll-over of certain shares.

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Also, as with TSCP Fund V, TSCP CV I will have a General Partner, TSC CV I GP, L.P. (“TSC CV I GP”), and TSC CV I GP’s General Partner will be Thompson Street Capital UGP LLC, which will be managed by James A. Cooper and Robert C. Dunn. Pursuant to a management agreement, TSCP CV I and TSC CV I GP will be managed by Thompson Street Capital Manager LLC, which is controlled by James A. Cooper and Robert C. Dunn, the same two individuals who currently ultimately control BCM One and WCS.

Respectfully submitted,



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