



State of Utah

Department of Commerce Division of Public Utilities

MARGARET W. BUSSE
Executive Director

CHRIS PARKER
Director, Division of Public Utilities

SPENCER J. COX
Governor

DEIDRE HENDERSON
Lieutenant Governor

Action Request Response

To: Public Service Commission of Utah

From: Utah Division of Public Utilities

Chris Parker, Director

Artie Powell, Manager

Brenda Salter, Utility Technical Consultant Supervisor

Ron Slusher, Utility Technical Consultant

Date: July 29, 2021

Re: **Docket Nos. 21-2546-01, 21-2515-01, 21-2341-01 & 21-2478-01**, In the Matter of the Notification Regarding the Proposed Transfer of Indirect Control of Onvoy, LLC, Broadvox-CLEC, LLC, ANPI Business, LLC, and Neutral Tandem-Utah, LLC to Sinch US Holding Inc.

Recommendation (Acknowledge)

The Division of Public Utilities (“Division”) has reviewed the notification of the proposed transfer of indirect control of Onvoy, LLC (“Onvoy”), Broadvox-CLEC, LLC (“Broadvox”), ANPI Business, LLC (“ANPI”), and Neutral Tandem-Utah, LLC (“Neutral Tandem”) to Sinch US Holding Inc. (“Sinch”)(together the “Applicants”) and recommends that the Public Service Commission (“Commission”) acknowledge the application for the transfer of control. The public interest will be promoted by the Commission approving this transfer of control.

The Division expects that, based on history, a filing of this type, and with the information submitted by the company, will bring no objections or opposition to this recommendation.

Therefore, the Division requests that this docket be adjudicated informally in accordance with R746-110-1.

Discussion

On or about July 09, 2021, the Applicants filed a joint notification with the Commission regarding the proposed transfer of indirect control of Onvoy, Broadvox, ANPI, and Neutral Tandem to Sinch.

Onvoy is a Minnesota limited liability company. It was issued a Certificate of Public Convenience and Necessity (“CPCN”) on January 04, 2012, in Docket No. 11-2546-01.

Broadvox is a Delaware limited liability company. It was issued a CPCN on February 09, 2010, in Docket No. 09-2515-01.

ANPI is a Delaware limited liability company. It was issued a CPCN on October 18, 2000, in Docket No. 00-2341-01.

Neutral Tandem is a Delaware limited liability company. It was issued a CPCN on May 08, 2007, in Docket No. 07-2478-01.

All four companies are headquartered at 550 West Adams Street, Suite 900, Chicago, IL 60661.

Sinch is a Delaware corporation headquartered in Stockholm, Sweden.

On or about February 16, 2021, the Applicants entered into a stock purchase agreement. In this agreement Sinch will purchase all the issued and outstanding shares of common stock of Onvoy Holdings LLC., which is the parent company of Onvoy, Braodvox, ANPI, and Neutral Tandem. When the transaction is completed Sinch will be the sole shareholder of Onvoy Holdings LLC and the indirect parent company of Onvoy, Braodvox, ANPI, and Neutral Tandem.

The Division concludes that the Applicants are in compliance with Commission Rule R746-349-7, and have provided reasonable documentation of the following:

1. The CLEC shall submit an application which includes but is not limited to:

- a. Identification that it is not an ILEC,
- b. Identification that it seeks approval of the application pursuant to this rule,
- c. A reasonably detailed description of the transaction for which approval is sought,
- d. A copy of any filings required by the Federal Communications Commission or any other state utility regulatory agency in connection with the transaction, and,
- e. Copies of any notices, correspondence, or orders from any federal agency or any other state utility regulatory agency reviewing the transaction, which is the subject of the application.

The Applicants submit that the transaction will serve the public interest. The transaction will bring together multiple enterprises that will continue to provide robust communications solutions to its customers and to better compete in the Utah telecommunications marketplace.

The Applicants further submit that the transaction will be conducted in a manner that will be largely transparent to their customers. The transaction will not result in a change of carrier for customers or any assignment of authorizations, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

Conclusion

The Division has reviewed the notice filed by the Applicants for the transfer of control and concludes that it is in the public interest; therefore, the Division recommends the Commission acknowledge this notice.

Cc: Ronald W. Del Sesto, Jr. Morgan, Lewis & Bockius LLP
Richard Monto, Inteliquent, Inc.
John T. Nakahata, Harris, Wiltshire & Grant LLP
Tasha Robinson, Sinch US Holding, Inc
Justin Jetter, Assistant Attorney General, State of Utah
Office of Consumer Services, State of Utah