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UTAH DEPARTMENT OF COMMERCE

Division of Public Utilities

MARGARET W. BUSSE
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Action Request Response

To: Public Service Commission of Utah

From: Utah Division of Public Utilities

Chris Parker, Director
Brenda Salter, Utility Technical Consultant Supervisor
Ron Slusher, Utility Technical Consultant

Date: January 3, 2023

Re: **Docket No. 22-2543-01**, In the Matter of the Notice of Change of Control of Spectrotel, Inc. to Spectrotel Ultimate Holdings, LLC.

Recommendation (Acknowledge)

The Division of Public Utilities (“Division”) has reviewed the notification of the indirect transfer of control of Spectrotel of the West, LLC (“Spectrotel West”) and Spectrotel Ultimate Holdings, LLC (“Spectrotel Holdings”) (together the “Applicants”). The public interest will be promoted by the Public Service Commission (“Commission”) acknowledging this indirect transfer of control.

The Division expects that, based on history that a filing of this type and with the information submitted by the Applicants, there will be 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 December 16, 2022, Spectrotel West and Spectrotel Holdings notified the Commission of a transaction, which will result in the indirect transfer of control of Spectrotel West to Spectrotel Holdings.

Division of Public Utilities

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Spectrotel West is a Delaware limited liability corporation, headquartered at 3535 Route 66, Suite 7, Neptune, New Jersey 07753. It received authorization to provide public telecommunications services in the State of Utah by the Commission on December 06, 2011, Docket No. 11-2543-01. Spectrotel West is a majority-owned subsidiary of Spectrotel, Inc.

Spectrotel Holdings is a Delaware limited liability corporation, headquartered at 1900 K Street NW, Suite 650, Washington, DC 20006. It is managed by Grain Management, LLC, which invests in and manages communication infrastructure.

On or about October 04, 2022, Spectrotel, Inc. and Spectrotel Holdings entered into an agreement where Spectrotel Holdings would purchase all the outstanding equity interest in Spectrotel, Inc., the parent company of Spectrotel West. The agreement will result in the indirect transfer of control of Spectrotel West to Spectrotel Holdings.

The Applicants submit that the transaction described herein will serve the public interest. The Applicants further submit that the transaction will be conducted in a manner that will be largely transparent to its 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 the Applicants are in compliance with Commission Rule R746-349-7. The Division recommends the Commission acknowledge this notice.

cc: Matthew A. Brill, Counsel for Spectrotel, Inc.
Matthew S. DelNero, Counsel for Spectrotel Ultimate Holdings, LLC
Patricia Schmid, Assistant Attorney General, State of Utah
Office of Consumer Services, State of Utah