

June 28, 2023

By Electronic Filing

Gary Widerburg
Commission Administrator
Utah Public Service Commission
160 East 300 South, 4th Floor
Salt Lake City, UT 84111

Re: Notice of an internal reorganization of Intrado Communications, LLC

Dear Mr. Widerburg:

Intrado Communications, LLC (“Intrado Communications”) hereby notifies the Commission of its intent to complete a minor internal reorganization that will result in a *pro forma* change in ownership and control. The internal reorganization, as described below, will not impact Intrado Communications’ customers; will not change the services provided under Intrado Communications’ operating authority; will not result in any change in Intrado Communications’ managerial, technical, or financial qualifications; and will not result in a change to the ultimate ownership or control of Intrado Communications. Intrado Communications submits this notice for informational purposes to ensure the continuing accuracy of the Commission’s records.

Intrado Communications is a Delaware limited liability company, and its principal place of business is located at 3200 W. Pleasant Run Road, Suite 300, Lancaster, Texas 75146. Intrado Communications provides wholesale local and national tandem switching and transport services, termination services, toll-free origination services, and Direct Inbound Dial services to telecommunications and information service providers, including wireless carriers, wireline competitive local exchange carriers, and interexchange carriers; cable telephony providers; and

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Voice over Internet Protocol providers. Intrado Communications provides service to its customers using its nationwide optical backbone network that is both IP- and TDM-based. While Intrado Communications owns and operates its own network equipment, it leases transmission lines (including access circuits) from other carriers. Intrado Communications' services are currently available in 48 states¹ and the District of Columbia.

On May 22, 2020, Intrado Communications was authorized by the Commission to provide facilities-based interconnection or resale services throughout Utah in Docket No. 20-2617-01.² Intrado Communications currently is a wholly owned direct subsidiary of Intrado Communications Holdings, LLC ("ICH"), which is itself a wholly owned direct subsidiary of West Technology Group, LLC ("West Technology Group"). An organizational diagram depicting the current corporate structure of Intrado Communications is provided in Exhibit A. Exhibit A also depicts Intrado Communications ownership following the consummation of the internal reorganization that is the subject of this submission. As set forth in Exhibit A, the internal reorganization will transfer ownership of Intrado Communications and ICH from West Technology Group to other entities higher in West Technology Group's ownership chain without affecting the ultimate ownership or control of Intrado Communications. Specifically, all of the post-consummation voting interests in ICH (directly) and Intrado Communications (indirectly) will be held by AP VIII

¹ Alabama, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming.

² See Application of Intrado Communications, LLC for a Certificate of Public Convenience and Necessity, Report and Order, Docket No. 20-2617-01 (May 22, 2020).

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Olympus VoteCo, LLC (“Olympus VoteCo”), which currently indirectly controls West Technology Group, and all of the post-consummation equity interests in ICH (directly) and Intrado Communications (indirectly) will be owned by Mount Olympus Parent, L.P. (“Mount Olympus”), which currently indirectly owns all of the equity interests in West Technology Group.

Olympus VoteCo is a special purpose Delaware limited liability company with a principal place of business located at 9 West 57th Street, 43rd Floor, New York, New York 10019. Matthew Nord and Robert Kalsow-Ramos, who are both officers and managers of Olympus VoteCo, each currently hold 45.05 percent of the voting membership interests and 45.05 percent of the equity interests in Olympus VoteCo. Mr. Nord and Mr. Kalsow-Ramos are both U.S. citizens and investment professionals with the Apollo funds group. As set forth in Exhibit A, Olympus VoteCo, under the collective control of Mr. Nord and Mr. Kalsow-Ramos, currently indirectly controls all of the voting interests in West Technology Group and its subsidiary companies, including Intrado Communications, and Olympus VoteCo will continue to control Intrado Communications post-consummation.

Mount Olympus is a Delaware limited partnership with a principal place of business located at 9 West 57th Street, 43rd Floor, New York, New York 10019. Mount Olympus is indirectly owned by (i) certain investment funds that are managed by affiliates of Apollo and (ii) certain members of West Technology Group management.

Apollo, which was founded in 1990, is a leading global alternative investment manager. Apollo raises, invests, and manages investment funds on behalf of some of the world’s most prominent pension and endowment funds as well as other institutional and individual investors. Apollo is an experienced investor in regulated telecommunications companies. Indeed, over the

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years, investment funds managed by affiliates of Apollo have made numerous minority and controlling investments in telecommunications businesses. These include, for example, Hughes Network Systems, Inc., SkyTerra Communications, Inc. (formerly American Mobile Satellite Ventures), TerreStar Corporation, XM Satellite Radio Holdings, Inc., Intelsat, Telemundo Group, and Charter Communications, Inc.³ Consequently, Olympus VoteCo and Mount Olympus are well-qualified managerially, technically, and financially to continue to own and control Intrado Communications.

The internal reorganization will serve the public interest. Following the reorganization, Intrado Communications will continue to provide services to its existing customers pursuant to the same rates, terms, and conditions. Accordingly, this internal reorganization will be imperceptible to the customers and vendors of Intrado Communications and will not result in any discontinuance, reduction, loss, or impairment of service to any customer. Further, Intrado Communications will continue to be operated by the same highly experienced, well-qualified management and technical personnel who operate the company today, and the individuals and entities that ultimately control Intrado Communications will not change as a result of the internal reorganization. The internal reorganization also will not adversely affect competition because it will not result in any reduction in the number of competitors serving any market and will not impact the competitiveness of any market for telecommunications services. Following the transaction, customers will continue to have access to the same competitive alternatives that they have today.

³ Apollo no longer has an ownership interest in any of these companies.

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Please do not hesitate to contact the undersigned with any questions regarding this notice.

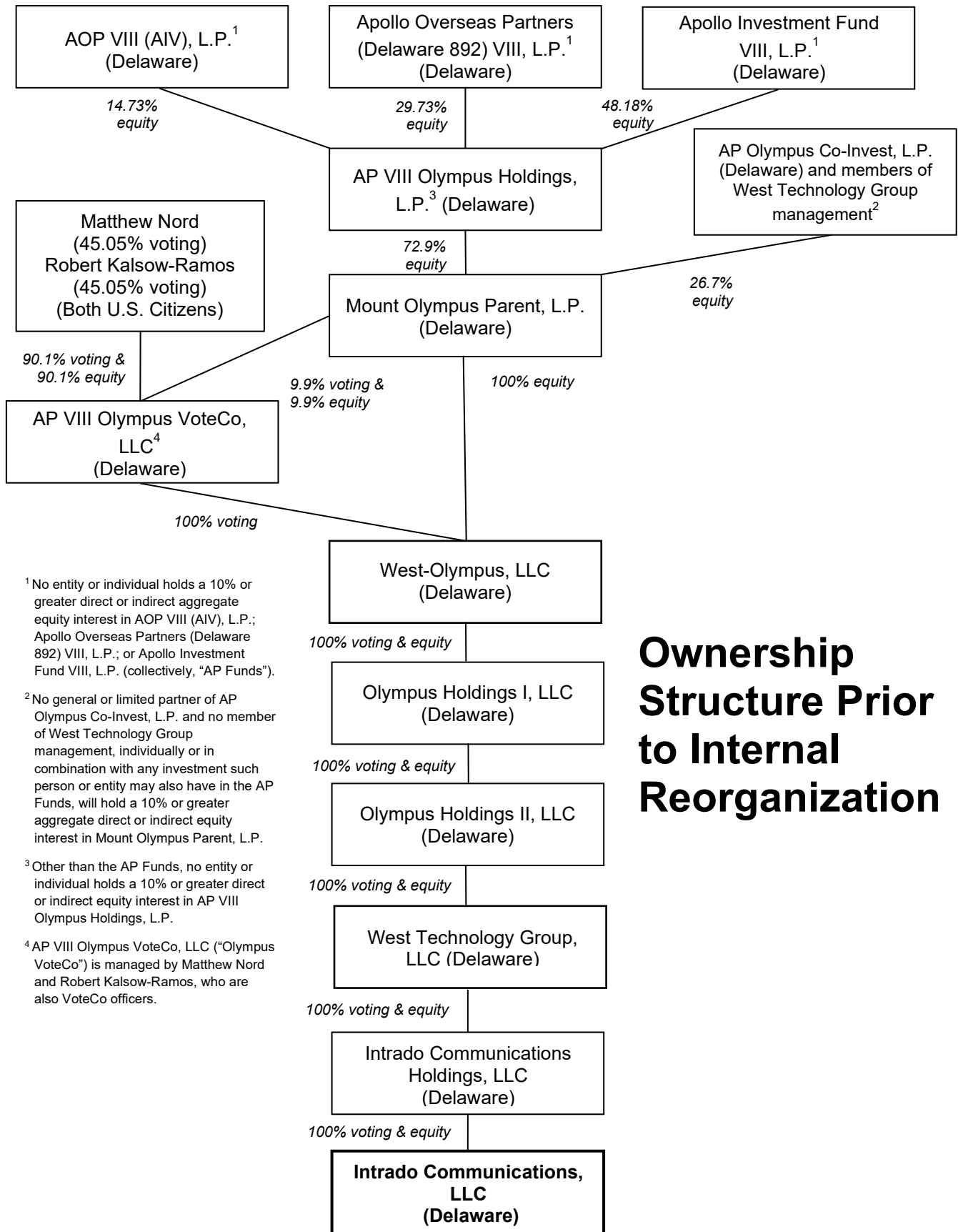
Respectfully submitted,

/s/ Phillip R. Marchesiello

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Exhibit A



Ownership Structure Prior to Internal Reorganization

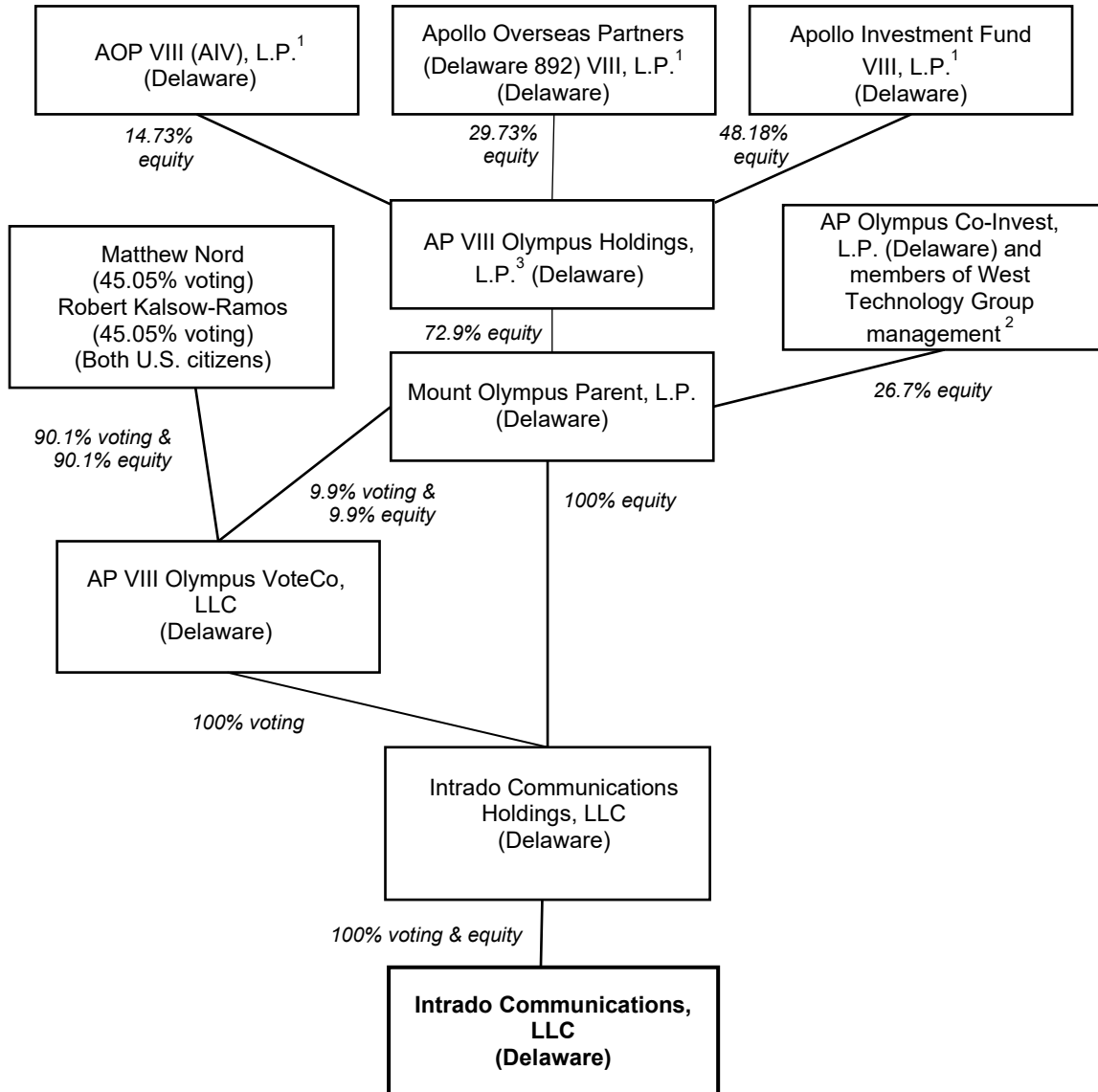
¹ No entity or individual holds a 10% or greater direct or indirect aggregate equity interest in AOP VIII (AIV), L.P.; Apollo Overseas Partners (Delaware 892) VIII, L.P.; or Apollo Investment Fund VIII, L.P. (collectively, "AP Funds").

² No general or limited partner of AP Olympus Co-Invest, L.P. and no member of West Technology Group management, individually or in combination with any investment such person or entity may also have in the AP Funds, will hold a 10% or greater aggregate direct or indirect equity interest in Mount Olympus Parent, L.P.

³ Other than the AP Funds, no entity or individual holds a 10% or greater direct or indirect equity interest in AP VIII Olympus Holdings, L.P.

⁴ AP VIII Olympus VoteCo, LLC ("Olympus VoteCo") is managed by Matthew Nord and Robert Kalsow-Ramos, who are also VoteCo officers.

Ownership Structure After Internal Reorganization Closes



¹ No entity or individual holds a 10% or greater direct or indirect aggregate equity interest in AOP VIII (AIV), L.P.; Apollo Overseas Partners (Delaware 892) VIII, L.P.; or Apollo Investment Fund VIII, L.P. (collectively, "AP Funds").

² No general or limited partner of AP Olympus Co-Invest, L.P. and no member of West Technology Group management, individually or in combination with any investment such person or entity may also have in the AP Funds, hold a 10% or greater aggregate direct or indirect equity interest in Mount Olympus Parent, L.P.