

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the) Application No. C-4853
Application of inContact, Inc.,)
Sandy, Utah, seeking a transfer) GRANTED
of control to NICE Systems,)
Inc., Paramus, New Jersey.) Entered: August 30, 2016

BY THE COMMISSION:

On July 5, 2016, an application was filed by inContact, Inc., of Sandy, Utah seeking a transfer of control to NICE Systems, Inc., of Paramus, New Jersey (collectively referred to as Applicants). Notice of the application was published in The Daily Record, Omaha, Nebraska, on July 8, 2016. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

O P I N I O N A N D F I N D I N G S

The Parties:

inContact, Inc. (inContact), is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business located in Sandy, Utah. inContact conducts and operates as a competitive local exchange carrier and an interexchange carrier in Nebraska. The Commission granted this authority in Docket C-3388 (May 4, 2005) and Dockets C-2880 and C-3260 (March 11, 2003) respectively.

NICE Systems, Inc. (NICE), is a Delaware corporation duly organized and existing under the laws of the State of Delaware with its principal place of business located in Paramus, New Jersey. NICE does not hold a Certificate of Public Convenience and Necessity to operate as a telecommunications carrier in Nebraska.

Description of the Transaction:

Pursuant to the Agreement and Plan of Merger dated May 17, 2016, and executed among NICE's parent company, NICE, Ltd. (formerly known as NICE-Systems Ltd.), inContact, and Victory Merger Sub Inc. (Merger Sub), NICE Ltd. plans to acquire all of the voting securities of inContact. According to the terms of the Agreement, NICE, Ltd. will acquire ultimate ownership and control of inContact by merging Merger Sub with and into inContact (the "Merger"), with inContact surviving the Merger as a wholly-owned subsidiary of NICE Systems. NICE will remain a wholly-owned subsidiary of NICE Ltd. Applicants seek to consummate the proposed transaction as soon as practicable.

Applicants state the proposed transaction will serve the public interest by enhancing the ability of inContact and NICE Systems to expand their respective operations and compete more effectively in the telecommunications marketplace. inContact will also have access to the financial, operational, and managerial resources of NICE. According to Applicants, such support will strengthen the competitive position of inContact, to the benefit of the telecommunications marketplace.

Applicants further state the proposed transaction will have no impact on customers in Nebraska. The only change resulting from the proposed transaction will be that inContact will be a direct, wholly-owned subsidiary of NICE Systems.

Based on the evidence, we find the application to be fair and reasonable and in the public interest. The application should be granted.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-4853 be, and it is hereby, granted.

ENTERED AND MADE EFFECTIVE at Lincoln, Nebraska, this 30th day of August, 2016.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Budd L. Day

Crystal Quoades

Frank E. Landis

//s//Frank E. Landis

//s//Tim Schram

Tim Schram
Chairman

ATTEST:

Jeffrey L. Puley

Executive Director