

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint	)	Application No. C-4935
Application of GTT Americas,	)	
LLC, McLean, Virginia, Pivotal	)	
Global Capacity, LLC, and GC	)	
Pivotal, LLC, d/b/a Global	)	
Capacity, Waltham,	)	GRANTED
Massachusetts, seeking approval	)	
to transfer control of GC	)	
Pivotal, LLC, to GTT Americas,	)	
LLC.	)	Entered: August 15, 2017

BY THE COMMISSION:

On June 27, 2017, a joint application was filed by GTT Americas, LLC (GTTA or Transferee), Pivotal Global Capacity, LLC, (Transferor) and GC Pivotal, LLC, d/b/a Global Capacity (Global Capacity) (Collectively Applicants) seeking a transfer of control of Global Capacity to GTTA. Notice of the application was published in The Daily Record, Omaha, Nebraska, on June 30, 2017. 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:

GTTA is Delaware Limited Liability Company and direct, wholly owned subsidiary of GTT Communications, Inc., (GTT Parent) a Delaware Corporation. GTTA and GTT Parent have headquarters in McLean, Virginia. GTT parent, through its subsidiaries is a global provider of cloud networking services. Transferee provides regulated and non-regulated interstate and international communications services to customers throughout the United States. Transferee is authorized to provide intrastate telecommunications services in California and New York. Transferee holds authority from the Federal Communications Commission (FCC) to provide interstate and international telecommunications services.

Global Capacity is a Delaware Limited Liability Company headquartered in Waltham, Massachusetts. Global Capacity provides an automated platform for customers and suppliers to provide ubiquitous access network solutions to support the increasing bandwidth requirements of Cloud, mobility, and globalization. In Nebraska, Global Capacity is authorized to provide resold and facilities based local and interexchange services pursuant to a Certificate of Public Convenience and Necessity granted in Docket C-4714 on November 24, 2014.

Global Capacity is a wholly owned subsidiary of Transferor, an Arizona Limited Liability Company. Transferor is an investment corporation focused on private equity and real estate investments. Transferor does not offer any regulated telecommunications services.

Description of the Transaction:

Pursuant to the Membership Interest Purchase Agreement ("Purchase Agreement") executed among Transferee, Global Capacity, and Transferor, Transferee will acquire all of the outstanding equity interest in Global Capacity from Transferor (the Transaction). As a result, Global Capacity will be a direct, wholly owned subsidiary of Transferee and indirect wholly owned subsidiary of GTT Parent. Transferee provides telecommunications services throughout the country. GTTA and Global Capacity will provide the managerial, technical, and financial qualifications to provide high quality telecommunications services.

Applicants indicate the proposed transaction will serve the public interest by bringing together two successful enterprises with a commitment to excellence in a competitive marketplace. According to Applicants, combining resources will enhance their ability to provide high quality services to customers effectively and efficiently.

Applicants further state the proposed transaction will have no impact on Global Capacity's existing customers. Immediately following the Transaction, Global Capacity will continue to provide high quality service pursuant to its existing authorizations, rates, terms and conditions. Any future changes to the rates, terms, and conditions of service will be undertaken pursuant to the customers' contracts and applicable law. The only material change immediately following closing of the Transaction will be that Global Capacity's ownership will change, with GTTA, and ultimately GTT Parent being the new owners.

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-4935 be, and it is hereby, granted.

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

Application No. C-4935

Page 3

ENTERED AND MADE EFFECTIVE at Lincoln, Nebraska, this 15th day of August, 2017.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

*Mary Riddis*

*Crystal Knowles*

*Frank E. Landis*

//s//Frank E. Landis

//s//Tim Schram

*Tim Schram*  
Chairman

ATTEST:

*Michael J. H. P.*  
Executive Director