

November 16, 2017

VIA OVERNIGHT COURIER

Ms. Sharla Dillon
Dockets and Records Manager
Tennessee Public Utility Commission
502 Deaderick Street, 4th Floor
Nashville, TN 37243

COPY

17-00131

Re: Notification Regarding the Transfer of Indirect Control of Securus Technologies, Inc. to SCRS Acquisition Corporation

Dear Ms. Dillon:

By this letter, Securus Investment Holdings, LLC ("Transferor" or "SIH"), Securus Technologies, Inc. ("STI") and SCRS Acquisition Corporation ("Transferee" or "SCRS") (collectively, the "Parties") notify the Commission of a transaction, completed on November 1, 2017, that resulted in the transfer of indirect control of STI to SCRS (the "Transaction"). Commission action or prior notice was not required for the Transaction, but the Parties are submitting this letter as a courtesy solely for informational purposes.¹

With respect to the Transaction, the Parties provide the following information:

Description of the Parties

A. Securus Technologies, Inc. and Securus Investment Holdings, LLC

STI is a Delaware corporation with its principal place of business at 4000 International Parkway, Carrollton, Texas 75007. STI is a wholly-owned, indirect subsidiary of Connect Acquisition Corp. ("Connect"), a Delaware corporation and a wholly-owned, direct subsidiary of Transferor. STI provides telecommunications services to a number of confinement and correctional facilities in the District of Columbia and approximately 46 states, including the State of Tennessee. In Tennessee, STI (Company ID 128390) is authorized to provide customer-owned coin or coinless operated telephone service and operator services in addition to reselling telecommunications services.

Transferor, a Delaware limited liability company, is a holding company with no operations of its own. Transferor's principal address is c/o ABRY Partners, 888 Boylston St., Ste. 1600, Boston, Massachusetts 02199. Prior to the Transaction, the controlling interests in Transferor were held by ABRY Partners VII, L.P., an affiliate of ABRY Partners, a Boston-based private equity investment firm focused solely on media, communications, business, and information services investments.

¹ Securus is a market regulated service provider and as such is not subject to the requirements of Tenn. Code Ann. §§ 65-4-109 or 65-4-113.

B. SCRS Acquisition Corporation

Transferee is a Delaware corporation established for the purposes of the Transaction. Transferee's principal address is c/o Platinum Equity, 360 North Crescent Drive, South Building, Beverly Hills, California 90210. Transferee is ultimately wholly-owned by SCRS Holding Corporation ("SCRS Parent"), a Delaware corporation. SCRS Parent is a holding company in which certain private equity investment vehicles sponsored by Platinum Equity, LLC (together with its affiliates, "Platinum Equity") have contributed their equity investments in connection with the Transaction. Platinum Equity Capital Partners IV, L.P. ("PECP IV"), a Delaware limited partnership, is now the majority owner of SCRS Parent.

Founded in 1995 by Tom Gores, Platinum Equity (www.platinumequity.com) is a global investment firm with more than \$11 billion of assets under management and a portfolio of approximately 30 operating companies that serve customers around the world. The firm is currently investing from PECP IV, a \$6.5 billion global buyout fund. Platinum Equity specializes in mergers, acquisitions and operations, acquiring and operating companies in a broad range of business markets, including manufacturing, distribution, transportation and logistics, equipment rental, metals services, media and entertainment, technology, telecommunications and other industries. Over the past 22 years Platinum Equity has completed more than 185 acquisitions including prior telecommunications investments.² As such, Platinum Equity has demonstrated its qualification and capabilities to own a telecommunications carrier.

Designated Contacts

Questions, correspondence or other communications concerning this informational filing should be directed to:

For Transferee:

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With copies for Transferee to

Eva M. Kalawski
Executive Vice President, General Counsel
& Secretary
c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
ekalawski@platinumequity.com

² Currently, STI is the only portfolio company of Platinum Equity that is a U.S. telecommunications carrier. Platinum Equity's prior investments in telecommunications carriers include but are not limited to: Covad, DSLnet and Matrix Telecom.

For Transferor and STI:

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and:

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Vice President, General Counsel & Secretary
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Description of the Transaction

Pursuant to that certain Stock Purchase Agreement by and among SIH, Connect and SCRS, dated as of April 29, 2017 (the "Agreement"), SCRS acquired all the stock of Connect from SIH on November 1, 2017. As a result, Connect is now a wholly-owned, direct subsidiary of SCRS; STI is a wholly-owned, indirect subsidiary of SCRS (and its parent companies). PECP IV is the ultimate majority owner of STI.

For the Commission's reference, charts depicting the pre- and post-Transaction ownership of STI are provided as Exhibit A.

Following completion of the Transaction, STI has continued to be managed and operated by the same officers and personnel, but supplemented by management of Transferee and Platinum Equity. Further, STI has access to additional financial resources through its relationship with Transferee and Platinum Equity, enabling STI to better meet the needs of its customers and thus better compete in the telecommunications marketplace. The Transaction was transparent to the customers of STI and did not involve the sale, assignment, lease or transfer of any of STI's assets or its customer base to any other entity. STI did not merge or combine with any other entity and has remained a separate entity providing the services it has been providing under its current name. There were no associated changes in the terms or conditions of the services being provided. The only change immediately following closing of the Transaction from a customer's perspective was that that STI's ownership changed, with Transferee (and its parent companies) being its indirect owner.

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An original and four (4) copies of this notification letter are enclosed for the Commission. In addition one (1) stamp-and-return copy is provided. Please date-stamp the stamp-and-return copy and return it in the envelope provided. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,

/s/ Brett P. Ferenchak

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Counsel for Transferee

/s/ Paul C. Besozzi

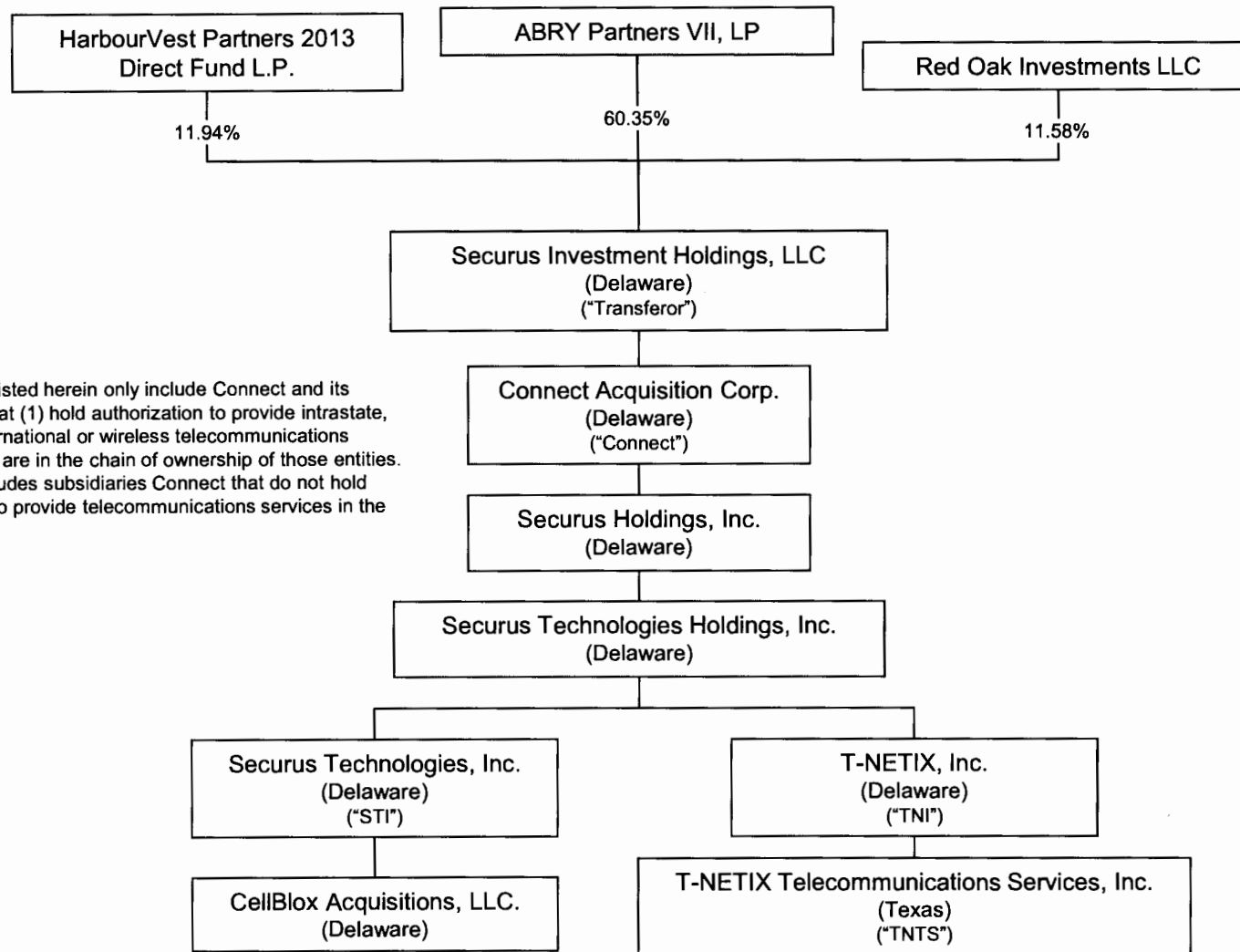
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Counsel for Transferor and STI

EXHIBIT A

Charts of the Pre-Transaction and Current Ownership Structures

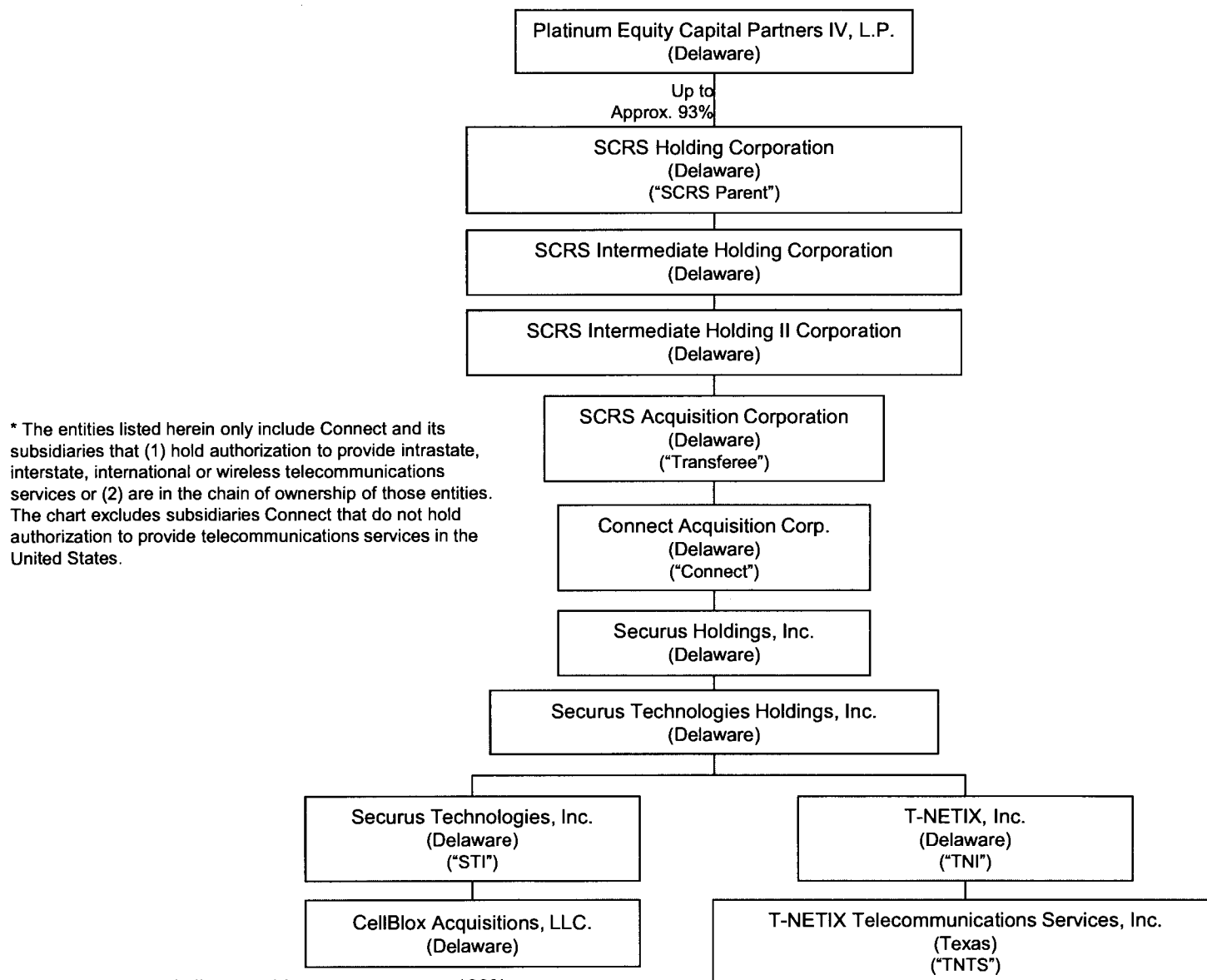
Pre-Transaction Ownership Structure of STI*



* The entities listed herein only include Connect and its subsidiaries that (1) hold authorization to provide intrastate, interstate, international or wireless telecommunications services or (2) are in the chain of ownership of those entities. The chart excludes subsidiaries Connect that do not hold authorization to provide telecommunications services in the United States.

Unless indicated all ownership percentages are 100%.

Current Ownership Structure of STI*



Unless indicated all ownership percentages are 100%.