

February 28, 2023

Via Electronic Filing

23-00015

Tory Lawless
Docket Manager
Tennessee Public Utility Commission
502 Deaderick Street, 4th Floor
Nashville, Tennessee 37243

Re: *Notice of Indirect Change of Control of Intrado Safety Communications, Inc.*

Dear Ms. Lawless:

Intrado Corporation (“Intrado” or “Transferor”) and Guardian US Holdco LLC (“Guardian” or “Transferee”), through their undersigned counsel, hereby notify the Tennessee Public Service Commission (“Commission”) of the indirect transfer of control of Intrado Safety Communications, Inc. (“Intrado Safety” or “Licensee,” and collectively with the Transferor and Transferee, the “Parties”) from Transferor to Guardian, which was consummated on January 31, 2023 (the “Transaction”). The Parties submit this Notice for informational purposes to maintain the accuracy of the Commission’s records.

I. DESCRIPTION OF THE PARTIES

A. Transferor: Intrado

Intrado (formerly known as West Corporation) is a Delaware corporation headquartered at 11808 Miracle Hills Drive, Omaha, Nebraska 68154. Voting control of Intrado is indirectly held by U.S. citizens Matthew Nord and Robert Kalsow-Ramos, who collectively hold an indirect voting interest of over 90 percent. The equity of Intrado is indirectly held by certain investment funds that are managed by affiliates of Apollo Global Management, Inc. (“Apollo”).¹ Through Intrado Safety and its other subsidiaries, Intrado is a global provider of communications and network infrastructure services primarily to business customers throughout the United States and internationally. These services include the emergency communications services provided by Intrado Safety, which are further described below, as well as wholesale transport and numbering services, conferencing and other meeting replacement services, virtual assistant and notification services, and unified communications services. The voice and data solutions of Intrado’s subsidiaries are deployed by customers in a variety of industries, including telecommunications, banking, retail, financial services, technology, and healthcare.

¹ Apollo is a leading global alternative investment manager and an experienced investor in, and manager of, regulated telecommunications companies. 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.

B. Licensee: Intrado Safety

Intrado Safety is a wholly owned, indirect subsidiary of Intrado. Intrado Safety is a Delaware corporation, and its principal place of business is located at 1601 Dry Creek Drive, Longmont, Colorado 80503. Intrado Safety provides emergency communications services and systems to public safety organizations and service providers in 46 states and the District of Columbia. Intrado Safety is authorized to provide facilities-based and resold telecommunications services in Tennessee. Intrado Safety's operating authority was initially issued to Intrado Communications Inc. ("Intrado"), in Docket No. 01-00050.

C. Transferee: Guardian US Holdco LLC

Transferee is a Delaware limited liability company affiliated with funds managed by Stonepeak ("Stonepeak"), a leading alternative investment firm specializing in infrastructure and real assets that invests in strategically important infrastructure assets within the communications, energy, power, water, renewables, and transportation sectors. Founded in 2011 and headquartered in New York, Stonepeak has considerable experience in the digital infrastructure sector with select investments across residential broadband, data centers, enterprise fiber, towers, and small cells that give it visibility and expertise across the broader communications sector. Stonepeak is ultimately controlled by Michael Dorrell, who is a citizen of, and who resides in, the United States.² Mr. Dorrell has been involved in all phases of Stonepeak's development since 2011 and has 20 years of experience investing in infrastructure. Exhibit A includes a post-consummation corporate structure diagram depicting Guardian's ownership and control.

II. THE TRANSACTION SERVES THE PUBLIC INTEREST

On January 31, 2023, Transferee indirectly acquired ownership and control of Intrado Safety from Transferor. Specifically, pursuant to a Stock Purchase Agreement dated September 16, 2022 and upon consummation of the Transaction, Guardian acquired Intrado Safety and certain other Intrado subsidiaries via a multi-step transaction in exchange for a cash payment. As set forth above, Transferee and the Stonepeak funds and managed vehicles that now indirectly own Intrado Safety are controlled by Mr. Dorrell. Exhibit A includes organizational diagrams illustrating the pre- and post-Transaction ownership of Intrado Safety.

The Transaction serves the public interest. The indirect change of control occurred at the parent level, does not affect the day-to-day management or operations of Intrado Safety, and does not involve any assignment of operating authority, assets, or customers. In addition, consummation of the Transaction serves the public interest by providing additional sources of capital and managerial resources to Intrado Safety, which enhances Intrado Safety's ability to maintain and improve its network and services and to better compete in the telecommunications marketplace.

² Mr. Dorrell also holds Australian citizenship.

III. DESIGNATED CONTACTS

All correspondence and communications with respect to this Notice should be addressed or directed as follows:

Phillip R. Marchesiello
Wilkinson Barker Knauer, LLP
1800 M Street, NW
Suite 800N
Washington, DC 20036
Tel.: (202) 783-4141
Fax: (202) 783-5851
pmarchesiello@wbklaw.com

William Wiltshire
HWG LLP
1919 M Street NW, Eighth Floor
Washington DC 20036
Tel: (202) 730-1350
Fax: (202) 730-1301
wwiltshire@hwglaw.com

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If you have any questions regarding this notification, please contact the undersigned.

Respectfully submitted,

/s/ William Wiltshire
William Wiltshire
HWG LLP
1919 M Street NW, Eighth Floor
Washington DC 20036
Tel: (202) 730-1350
Fax: (202) 730-1301
wwiltshire@hwglaw.com

*Counsel for Guardian US Holdco
LLC*

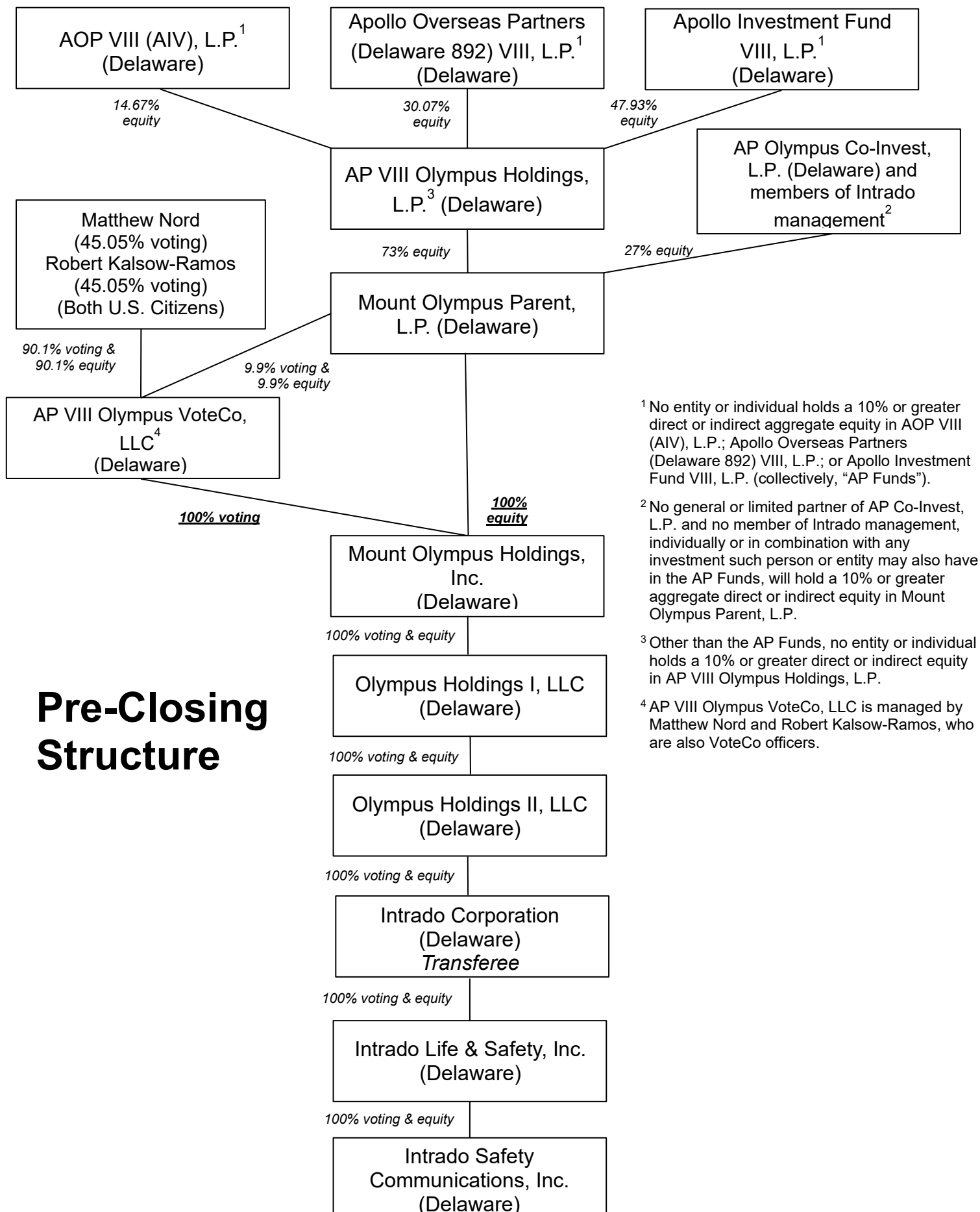
/s/ Phillip R. Marchesiello
Phillip R. Marchesiello
Wilkinson Barker Knauer, LLP
1800 M Street, NW
Suite 800N
Washington, DC 20036
Tel.: (202) 783-4141
Fax: (202) 783-5851
pmarchesiello@wbklaw.com

*Counsel for Intrado Corporation and
Intrado Safety Communications, Inc.*

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EXHIBIT A

PRE- AND POST-CLOSING ORGANIZATIONAL DIAGRAMS



Post-Closing Structure

