

February 1, 2022

Via Electronic Filing

Public Utility Commission of Oregon
201 High Street SE, Suite 100
Salem, Oregon 97301-3398
Attention: Filing Center

Re: CP 1517, 1442, 1540, 670, and 1285

Notification Regarding the Transfer of Indirect Control of Onvoy, LLC, Broadvox-CLEC, LLC, ANPI Business, LLC, ANPI, LLC, and Neutral Tandem-Oregon, LLC to Sinch US Holding Inc.

Dear Sir or Madam:

By this letter, Onvoy, LLC (“Onvoy”), Broadvox-CLEC, LLC (“BV-CLEC”), ANPI Business, LLC (“ANPI-Biz”), ANPI, LLC (“ANPI”), and Neutral Tandem-Oregon, LLC (“Neutral Tandem”) (collectively, the “Licensees”); and Sinch US Holding Inc. (“Transferee” or “Sinch US”) (collectively with Transferor and Licensees, the “Parties”), notify the Commission of the transfer of indirect control of Licensees to Transferee. Since neither Commission approval nor prior notice was required for the Transaction (as defined below), this letter is being submitted for informational purposes.

In support of this filing, the Parties provide the following information:

Description of the Parties

A. Licensees

Onvoy is a Minnesota limited liability company and a direct, wholly owned subsidiary of Onvoy Intermediate Holdings Inc., a Delaware corporation that is a direct, wholly owned subsidiary of Onvoy Holdings Inc. (“Onvoy Holdings”), a Delaware corporation. The other Licensees are direct or indirect, wholly owned subsidiaries of Onvoy as described more fully below. Licensees have a principal executive office at 550 W. Adams Street, Suite 900, Chicago, Illinois 60661.

Onvoy has provided telecommunications services since 1988. Onvoy provides primarily wholesale local exchange and long distance services, switched access, transit and other services to other carriers and communications providers. Onvoy and/or one or more of its subsidiaries is authorized to provide intrastate telecommunications services in the District of Columbia, Puerto Rico, the U.S. Virgin Islands and in every U.S. state. In Oregon, Onvoy is a competitive telecommunications provider of intraexchange and interexchange services pursuant to Order No. 12-010 issued in CP 1517. Onvoy is also authorized by the FCC to provide domestic and international telecommunications services. Finally, Onvoy provides access to the public switched telephone network, telephone numbers and other functionalities on a wholesale basis to VoIP providers.

BV-CLEC is a Delaware limited liability company and a direct, wholly owned subsidiary of Onvoy. BV-CLEC offers access to the public switched telephone network, telephone numbers and other functionalities on a wholesale basis to VoIP providers, carriers, and other communications providers. In Oregon, BV-CLEC is a competitive telecommunications provider of intraexchange and interexchange telecommunications services pursuant to Order No. 09-130 issued in CP 1442. BV-CLEC is also authorized by the FCC to provide domestic and international telecommunications services.

ANPI-Biz is a Delaware limited liability company and direct, wholly owned subsidiary of ANZ Communications, LLC (“ANZ”),¹ a Delaware limited liability company, which in turn is a direct, wholly owned subsidiary of Onvoy. ANPI-Biz provides wholesale and retail interexchange service throughout the United States, and is authorized to provide competitive local exchange service in a number of states. In Oregon, ANPI-Biz is a competitive provider of intraexchange (local exchange) and interexchange switched and non-switched, private line services pursuant to Order No. 12-434 issued in CP 1540.² ANPI-Biz is also authorized by the FCC to provide interstate and international telecommunications services.

ANPI is a Delaware limited liability company and a direct, wholly owned subsidiary of ANZ. ANPI provides wholesale interexchange service throughout the United States, and is authorized to provide competitive local exchange service in a number of states. In Oregon, ANPI is a competitive provider of interexchange non-switched, private line and switched telecommunications services pursuant to Order 99-530 issued in CP 670.³ ANPI is also authorized by the FCC to provide interstate and international telecommunications services.

Neutral Tandem, a Delaware limited liability company, is a direct, wholly owned subsidiary of Inteliquent, Inc. (“Inteliquent”), which is in turn a direct, wholly owned subsidiary of Onvoy. Neutral Tandem and its affiliates provide intrastate telecommunications services throughout the United States. In Oregon, Neutral Tandem is a competitive provider of intraexchange and interexchange switched, non-switched and private line telecommunications services pursuant to Order 05-737 issued in CP 1285. Inteliquent is authorized by the FCC to provide interstate and international telecommunications services.

Prior to the Transaction, Onvoy Holdings was a direct, wholly owned subsidiary of GTCR Onvoy Holdings LLC (“Transferor”) and, therefore, Licensees were indirect, wholly owned subsidiaries of Transferor. Transferor is a Delaware limited liability company and has a principal executive

¹ ANZ is a holding company and does not directly hold any authorizations or provide any telecommunications services.

² The authorization was granted to Zone Telecom, LLC, which changed its name to ANPI Business, LLC in 2012.

³ The authorization was originally granted to Associated Network Partners, Inc., which converted to a limited liability company, ANPI, LLC in 2010.

office at 300 N. LaSalle Dr., Suite 5600, Chicago, Illinois 60654 and is an investment vehicle created to aggregate the ownership of various investment funds managed by GTCR LLC in connection with the acquisition by such funds of Onvoy and its subsidiaries, including the other Licensees.

B. Transferee

Transferee is a Delaware corporation and a wholly-owned direct subsidiary of Sinch Holding AB, which is in turn a wholly-owned direct subsidiary of Sinch AB (publ) (“Sinch”). Sinch, a publicly-traded company headquartered in Stockholm, Sweden, is a global leader in the markets for communications-platform-as-a-service (CPaaS) and mobile customer engagement. Sinch trades publicly on the Nasdaq Stockholm AB. Through its operating subsidiaries, Sinch is a leading global communications services provider with employees in 30 countries, serving enterprise customers, cloud platforms, application service providers, wholesale communications providers, and mobile operators. As a result of the Transaction, Sinch US is the sole shareholder of Onvoy Holdings, the indirect parent company of the Licensees.

Designated Contacts

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

For Licensees:

Ronald W. Del Sesto
Brett P. Ferenchak
Stephany Fan
MORGAN, LEWIS & BOCKIUS LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004-2541
Tel: 202-739-3000
Fax: 202-739-3001
ronald.delsesto@morganlewis.com
brett.ferenchak@morganlewis.com
stephany.fan@morganlewis.com

For Transferee:

John T. Nakahata
Henry Shi
HARRIS, WILTSHIRE & GRANNIS
LLP
1919 M Street N.W., 8th Floor
Washington, D.C. 20036-3537
Tel: 202-730-1348
jnakahata@hwglaw.com
hshi@hwglaw.com

With copies for Licensees to:

Richard Monto
Inteliquent, Inc.
550 West Adams St., Suite 900
Chicago, IL 60661
richard.monto@inteliquent.com

With copies for Transferee to:

Ola Hanson
Sinch AB
Lindhagensgatan 74
112 18 Stockholm
Sweden
ola.hanson@sinch.com

Description of the Transfer of Indirect Control

Pursuant to the Stock Purchase Agreement, dated as of February 16, 2021, by and among Transferor, Transferee, and Sinch solely for the limited purposes specified therein, Transferee acquired all of the issued and outstanding shares of common stock of Onvoy Holdings (the “Transaction”). As a result, Onvoy Holdings became a direct, wholly owned subsidiary of Transferee. Licensees remain indirect subsidiaries of Onvoy Holdings and, therefore, became indirect subsidiaries of Transferee. Diagrams depicting the pre-Transaction and current corporate organization structures are appended hereto as Exhibit A.

The Transaction brought together two successful enterprises that have demonstrated a long-standing commitment to excellence in a highly competitive marketplace. Transferee’s managerial, technical, and financial resources are expect to enhance the combined company’s communications services and further grow and strengthen its capabilities.

At the same time, the Transaction has had no adverse impact on and was seamless to the customers of Licensees. Licensees continue to provide high-quality services at the same rates and on the same terms and conditions as before the Transaction.

* * * *

Please do not hesitate to contact us if you have any questions regarding this submission.

Respectfully submitted,

/s/ John T. Nakahata

John T. Nakahata
Henry Shi
HARRIS, WILTSHIRE & GRANNIS LLP
1919 M Street N.W., 8th Floor
Washington, DC 20036-3537
Tel: 202-730-1348
jnakahata@hwglaw.com
hshi@hwglaw.com

Counsel for Transferee

/s/ Ronald W. Del Sesto

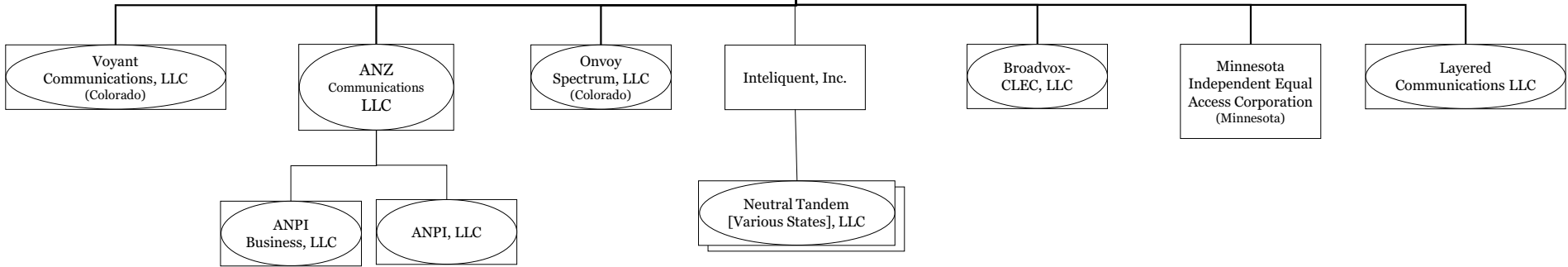
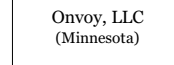
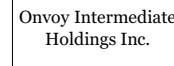
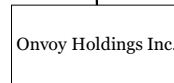
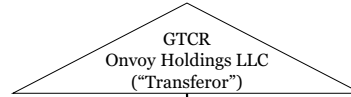
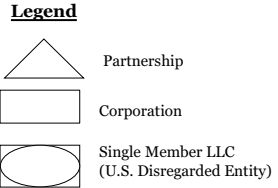
Ronald W. Del Sesto
Brett P. Ferenchak
Stephany Fan
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004-2541
Tel: 202-739-3000
Fax: 202-739-3001
ronald.delsesto@morganlewis.com
brett.ferenchak@morganlewis.com
stephany.fan@morganlewis.com

Counsel for Licensees

EXHIBIT A

Pre-Transaction and Current Control Structure of Licensees

PRE-TRANSACTION OWNERSHIP STRUCTURE OF LICENSEE(S)



Only subsidiaries of Onvoy, LLC that hold authorization to provide intrastate, interstate, international or wireless telecommunications in the United States are shown in this chart. The chart excludes subsidiaries of Onvoy, LLC that do not hold an authorization or license to provide intrastate, interstate, international or wireless telecommunications services.

Entities are 100% owned.

All entities are organized in Delaware unless otherwise noted.

Each of the respective 48 "Neutral Tandem [Various States], LLC" entities (including "Neutral Tandem" as defined in the Filing) is a direct subsidiary of Inteliquent, Inc.

CURRENT OWNERSHIP STRUCTURE OF LICENSEE(S)

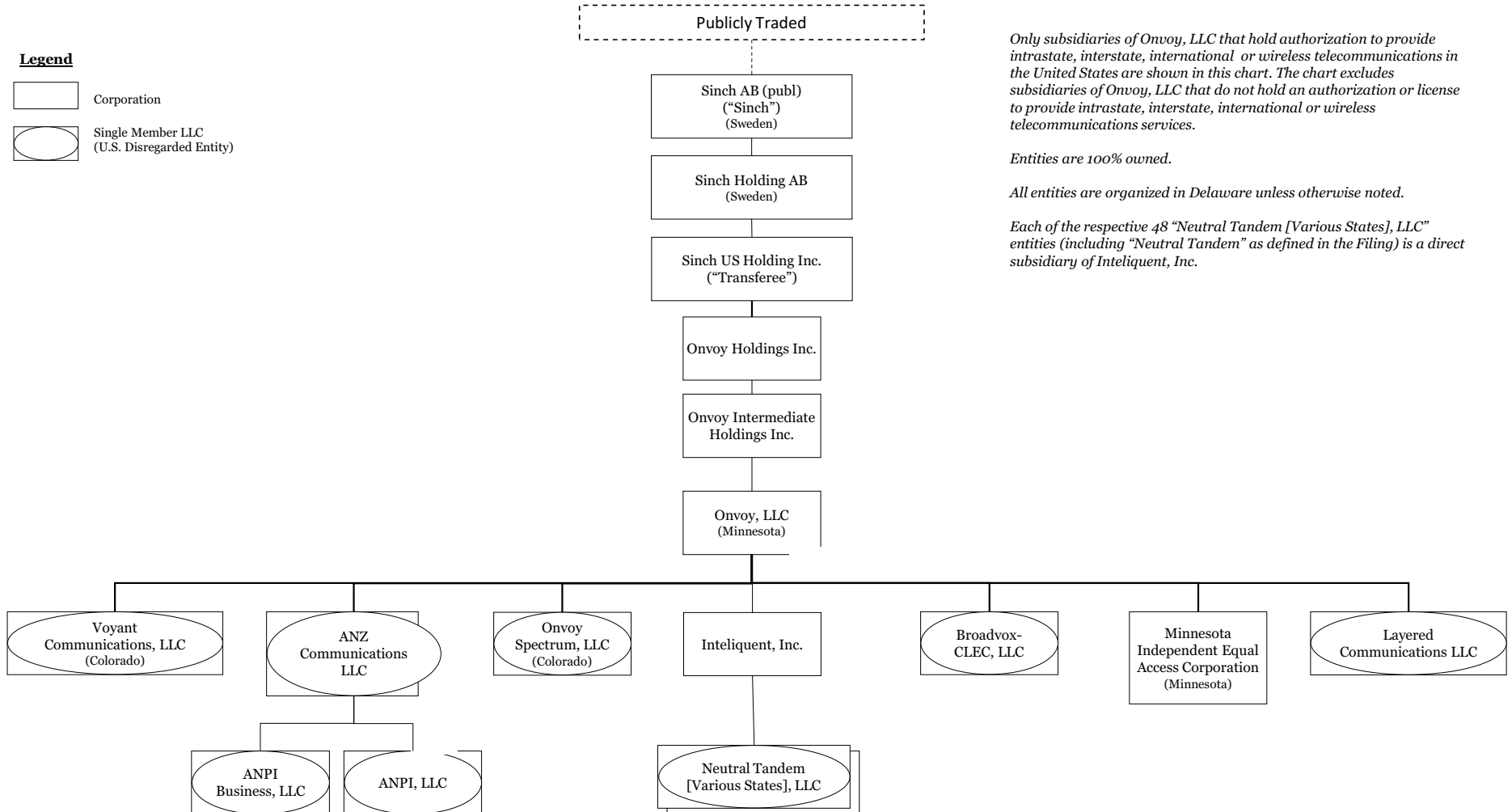
Legend



Corporation



Single Member LLC
(U.S. Disregarded Entity)



Only subsidiaries of Onvoy, LLC that hold authorization to provide intrastate, interstate, international or wireless telecommunications in the United States are shown in this chart. The chart excludes subsidiaries of Onvoy, LLC that do not hold an authorization or license to provide intrastate, interstate, international or wireless telecommunications services.

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