



June 22, 2023

VIA E-MAIL

Mr. Leon E. Bowles
Director of Telecommunications
Georgia Public Service Commission
244 Washington Street SW
Atlanta, Georgia

Re: Request for Clarification for Connect Holding II LLC d/b/a Brightspeed, Brightspeed of Georgia, LLC and Brightspeed Broadband, LLC on whether or not the Georgia Public Service Commission (the "Commission") Needs to Approve the Transaction as Described Below

Dear Mr. Bowles:

Connect Holding II LLC d/b/a Brightspeed is a parent holding company of two regulated entities doing business in Georgia: Brightspeed of Georgia, LLC and Brightspeed Broadband, LLC, jointly referred to as "Regulated Companies". Last month, Connect Holding II LLC (the "Parent Holding Company") entered into a Note Guarantee (the "Holding Company Guarantee"), pursuant to which the Company guaranteed the obligations of Embarq Corporation ("Embarq"), a subsidiary of the Parent Holding Company, under Embarq's outstanding 7.995% Notes due 2036 (the "Embarq Notes"). The Parent Holding Company may, at its option, release the Holding Company Guarantee at any time.

Entering into the Holding Company Guarantee allows the Parent Holding Company to provide the consolidated financial statements of the Parent Holding Company to holders of the Embarq Notes, which the Parent Holding Company expects will facilitate liquidity and trading in the Embarq Notes without needing to prepare and provide separate financial statements of Embarq. The Parent Holding Company is not and will not be subject to any of the covenants in the indenture governing the Embarq Notes.

The above-mentioned Parent Holding Company Guarantee is not an obligation of a company regulated by the Commission. Connect Holding II LLC d/b/a Brightspeed is a holding company parent of the two Regulated Companies. The financing is an obligation at the holding company



level. The financing is an interstate transaction, and the financing obligation will not impact the two Regulated Companies' provision of service in Georgia.

For theses stated reasons the Parent Holding Company is seeking clarification from the Commission that the above transaction is exempt from approval.

Please let me know if you have any questions.

Sincerely yours,



John J. LaPenta, Sr.
Counsel, State Regulatory

cc: Newton Galloway