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December 26, 2023

VIA ELECTRONIC FILING

Sallie Tanner, Executive Secretary
Georgia Public Service Commission
244 Washington Street, S.W.
Atlanta, GA 30312

Re: Application of GC Pivotal, LLC for a *Pro Forma* Change in Indirect Ownership

Dear Secretary Tanner:

On behalf of GC Pivotal, LLC, enclosed for filing is the above-referenced Application.

Please acknowledge receipt and acceptance of this submission. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

Respectfully submitted,

/s/ Leetal Weiss

Ulises R. Pin
Leetal Weiss

Counsel for GC Pivotal, LLC

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BEFORE THE
GEORGIA PUBLIC SERVICE COMMISSION

Application of	)	
	)	
GC Pivotal, LLC	)	
	)	
for Approval of a *Pro Forma* Change in Indirect Ownership	)	Docket No. _____
	)	
	)	
	)	

APPLICATION

GC Pivotal, LLC dba Global Capacity ("GC Pivotal"), by undersigned counsel and pursuant to O.C.G.A. § 46-5-41 and regulations of the Georgia Public Service Commission ("Commission"), respectfully requests authority from the Commission, to the extent necessary, for a *pro forma* change in GC Pivotal's indirect ownership structure with no change to its ultimate owner (the "*Pro Forma* Change"). The *Pro Forma* Change (as described further below) involves the merger of two intermediate holding companies within GC Pivotal's ownership structure and a name change of an intermediate holding company. GC Pivotal submits that the approval requested by this Application is in the public interest and should be granted on an expedited basis. GC Pivotal's customers will not be impacted by the corporate changes.

In support of this Application, GC Pivotal provides the following information:

I. DESCRIPTION OF THE APPLICANT

GC Pivotal, a Delaware limited liability company, is a direct, wholly owned subsidiary of GTT Americas, LLC ("GTT Americas"), a Delaware limited liability company. In turn, GTT Americas is ultimately owned and controlled by GTT Communications, Inc. ("GTT Communications"), a Delaware corporation. GC Pivotal, GTT Americas, and GTT

Communications are headquartered at 7900 Tysons One Place, Suite 1450, McLean, Virginia 22102.

GTT Communications, through its subsidiaries, including GC Pivotal, is a managed network and security services provider to global organizations designing and delivering solutions that leverage advanced cloud, networking and security technologies. GC Pivotal also holds authority from the Federal Communications Commission to provide interstate and international telecommunications services and is authorized to provide intrastate services in all states except Alaska. In Georgia, GC Pivotal is licensed as a competitive local exchange carrier,[1] facilities-based interexchange carrier,[2] and resold interexchange carrier.[3]

Additional information concerning GC Pivotal's legal, technical, managerial and financial qualifications has been submitted to the Commission with its filings for various transactions and is therefore already a matter of public record. GC Pivotal requests that the Commission take official notice of these existing descriptions of GC Pivotal's qualifications and incorporate them by reference herein.

II. DESIGNATED CONTACTS

Questions or any correspondence, orders, or other materials pertaining to this filing should be directed to the following:

[1] *See* GC Pivotal, LLC Application for Certificate of Authority to Provide Competitive Local Exchange Telecommunications Service. Dkt. No. 33605, Certificate L-0502

[2] *See* GC Pivotal, LLC`s Application for Certificate of Authority to Resell Interexchange Telecommunications Services Dkt. No. 33606, Certificate X-1117

[3] *See* MegaPath Corporation and GC Pivotal, LLC dba Global Capacity - Joint Application Dkt. No. 38867, Certificate R-1090.

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with copies to:

Lucy Malcolm
GTT Communications, Inc.
7900 Tysons One Place
Suite 1450
McLean, VA 22102
regulation@gtt.net

III. DESCRIPTION OF THE *PRO FORMA* CHANGE

The *Pro Forma* change involves a series of intra-company transactions, including the merger of two intermediate holding companies between GC Pivotal and GTT Communications and a name change of another intermediate holding company. Specifically, GC Pivotal's indirect parent and GTT Americas' direct parent, GTT Apollo, LLC, merged into and with GTT Apollo Holdings, LLC ("GTT Apollo Holdings") with GTT Apollo Holdings as the surviving company. Accordingly, the *Pro Forma* Change does not result in any changes in the ultimate ownership of GC Pivotal, which remains under the ownership of GTT Communications and its ultimate owners. In addition, GTT RemainCo, LLC ("GTT RemainCo"), the direct parent of GTT Apollo Holdings, changed its name to GTT Communications Global, LLC. The company remains a Delaware limited liability company and a wholly owned direct subsidiary of GTT Communications. **Exhibit A** contains diagrams of the corporate ownership structure of GC Pivotal pre- and post-*Pro Forma* Change.

GC Pivotal emphasizes that the above changes do not impact GC Pivotal's ultimate beneficial ownership and that GC Pivotal's customers are not impacted by these changes.

IV. PUBLIC INTEREST CONSIDERATIONS

The *Pro Forma* Change will be invisible to customers as it involves the intra-company merger between two intermediate holding companies and a name change of another intermediate holding company. It does not directly involve GC Pivotal or its operations. The *Pro Forma*

Change does not change actual working control of GC Pivotal, which remains with its existing management team. GC Pivotal continues to have the same requisite managerial, technical and financial capabilities to provide reliable, high-quality telecommunications services. The telecommunications services provided by GC Pivotal and the rates, terms and conditions of those services have not changed and will not change. GC Pivotal's customers are not affected in any way by the *Pro Forma* Change. Thus, the change is purely *pro forma* in nature and consistent with the public interest.

V. CONCLUSION

WHEREFORE, for the reasons set forth above, GC Pivotal requests the Commission approve this Application and grant all authority necessary for the *Pro Forma* Change as described herein.

Respectfully submitted,

/s/ Leetal Weiss

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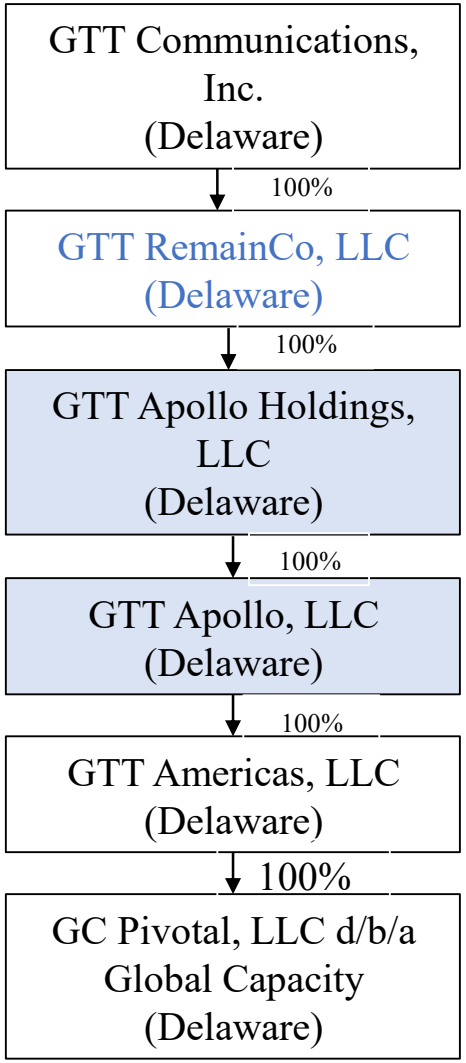
Counsel for GC Pivotal, LLC

Dated: December 26, 2023

Exhibit A

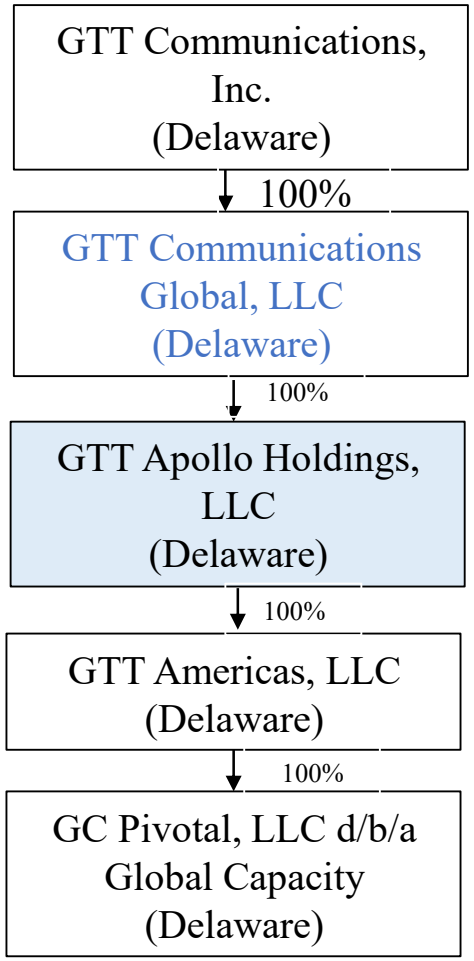
Diagrams of the Pre- and Post-*Pro Forma* Change Corporate Organization Structure

Pre-Pro Forma Change



*Pro Forma changes are noted in Blue

Post-Pro Forma Change



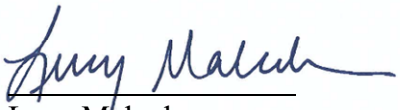
*Pro Forma changes are noted in Blue

VERIFICATION

VERIFICATION

I, Lucy Malcolm, state that I am SVP Legal at GTT Communications, Inc. and its subsidiaries (collectively the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 20 day of December, 2023.



Lucy Malcolm
SVP, Legal
GTT Communications, Inc.