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December 18, 2024

Via Alternative Electronic Filing

Sallie Tanner
Executive Secretary
Georgia Public Service Commission
244 Washington Street, SW
Atlanta, GA 30334

Re: Transfer of Control of Network Innovations, LLC
Docket No. 26978

To Whom It May Concern:

Nitro Bidco Limited Partnership ("Transferor" or "Nitro"), a Guernsey limited partnership, and Comcast Business Communications, LLC, a Pennsylvania limited liability company ("CBC" or "Transferee", and together with Nitro, the "Parties"), hereby notify the Georgia Public Service Commission ("Commission") of the proposed indirect transfer of control of Network Innovations, LLC ("Nitel") (the "Proposed Transaction"). This indirect transfer of control is part of an agreement between the Parties whereby CBC will acquire one hundred percent of Nitro's equity in and ownership of Nitro Holdco, Inc., which indirectly owns one hundred percent of the equity of Nitel. As we set forth below, the Proposed Transaction will serve the public interest by increasing the competitive capabilities of both Nitel and CBC's existing business services, backhaul, and managed network businesses.

The Parties request Commission Staff to confirm that no Commission action is required concerning the proposed indirect transfer of control or, in the alternative, that the Commission expeditiously approve it. Accordingly, the Parties respectfully submit the following information to the Commission:

I. DESCRIPTION OF THE PARTIES

A. Network Innovations, LLC

Nitel is an Illinois corporation with headquarters located at 350 N. Orleans St., Suite 1300N, Chicago, Illinois 60654. Nitel is a competitive provider of cloud-based connectivity and

security solutions to mid-market enterprise and wholesale customers. The company also provides fully integrated telecommunications solutions tailored to its customers' needs pursuant to Certificate Number R-1055, approved by the Commission on September 16, 2008 in Docket No. 26978. Specifically, Nitel currently provides resold competitive communications and managed services, such as private line data transport and VoIP service, in the highly competitive commercial and wholesale services market in Georgia (the company does not provide any residential services). These services are provisioned solely on a resale basis.

Nitel provides telecommunications, VoIP and managed services solutions in numerous states and has been successfully competing in these markets to deliver innovative solutions to its customers. Additional information about Nitel's service offerings, solutions and executive leadership team can be found on the company's website at www.nitelusa.com.

B. Nitro Bidco Limited Partnership

Nitro Bidco Limited Partnership, the current controlling interest holder of Nitel, is ultimately owned by investment funds affiliated with Cinven Capital Management (VII) General Partner Limited. Cinven[2] is a leading international private equity firm, founded in 1977. It has offices in London, Frankfurt, Guernsey, Luxembourg, Madrid, Milan, New York, and Paris. Funds managed by Cinven acquire companies that benefit from Cinven's expertise of growing and building companies.

C. Comcast Business Communications, LLC

CBC is a subsidiary of Comcast Corporation ("Comcast"), a global media and technology company and a leading provider of video, high-speed Internet, digital voice, and other next-generation services and technologies to millions of businesses and residential customers. Comcast, through its operating subsidiaries, is authorized to provide interstate telecommunications service domestically and intrastate telecommunications services in the following 41 (forty-one) states and the District of Columbia: Alabama, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Illinois, Indiana, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, Tennessee, Texas, Utah, Vermont, Virginia, West Virginia, Washington, and Wisconsin. Comcast subsidiaries are also authorized to provide wholesale local exchange services in Idaho, Iowa, and Oklahoma, and resold interexchange telecommunications services in Montana, North Dakota, and South Dakota.

Powered by one of the nation's largest Gig-speed broadband network, and backed by 24/7 customer support, Comcast is one of the nation's largest cable providers of business services to educational organizations, government, and small, mid-size, and enterprise businesses. Through CBC and its subsidiaries, Comcast offers a full suite of business solutions including fast, reliable connectivity, secure networking solutions and advanced cybersecurity, and a range of managed service options marketed under the Comcast Business brand. Comcast offers business services broadband primarily over its hybrid fiber-coaxial network with a range of service levels that include downstream speeds up to 1.25 gigabits per second, as well as fiber-based services that

deliver symmetrical speeds ranging up to 100 gigabits per second. Using VoIP technology, a Comcast operating subsidiary provides competitive facilities-based voice services to deliver digital-quality phone service, plus enhanced features that are integrated with other Comcast services.

CBC also provides businesses with ethernet network services, which connect multiple locations and provide higher downstream and upstream speed options, advanced voice services, and a software-defined networking product. Larger enterprises may also receive support services related to Wi-Fi networks, router management, network security, business continuity risks and other services. Moreover, CBC is active in the wholesale business, particularly with respect to cellular backhaul services that help wireless carriers manage their network bandwidth more efficiently by leasing fiber facilities to transport wireless traffic from their cell towers.

II. DESCRIPTION OF THE TRANSACTION

The Proposed Transaction will be effectuated pursuant to a purchase agreement under which CBC will acquire 100 percent of Nitro Bidco Limited Partnership's equity in and/or ownership of Nitro Holdco, Inc., which indirectly owns 100 percent of the equity of Nitel. In this way ultimate control of Nitel will be transferred to CBC from Nitro Bidco Limited Partnership, but Nitel will continue to operate as a provider of competitive managed services, telecommunications and VoIP services in Georgia.

Diagrams showing the ownership structure of Nitel both before and after the Proposed Transaction is consummated are attached as Exhibit A.

III. PUBLIC INTEREST STATEMENT

The Proposed Transaction will serve the public interest because it will improve Nitel's competitive capabilities and permit the continued, uninterrupted provision of high-quality service to Nitel's customers. The Proposed Transaction will also enhance competition in the already highly competitive commercial and wholesale telecommunications services market via increased scale economies resulting from the combination of Nitel's and CBC's existing business service offerings. Additional cost and revenue synergies resulting from the Proposed Transaction will enhance Nitel's ability to continue to offer robust competitive offerings that support and add to CBC's existing suite of managed network services, small and medium business, as well as enterprise customer connectivity offerings, and carrier/backhaul offerings.

Further, the Proposed Transaction will not result in an interruption, reduction, loss or impairment of services to any customer, nor will the Proposed Transaction adversely affect the operation of the Georgia certificated provider. The Proposed Transaction does not involve a discontinuance of service or a transfer/sale of customers, nor does the Proposed Transaction involve a proposed name change and/or a certificate cancellation request. The Proposed Transaction is structured such that Nitel, the current service provider/license holder in Georgia, will not change, and upon closing of the Proposed Transaction, Nitel will continue to provide service to its existing customers without any immediate change in rates, terms, or conditions. For that reason, the Proposed Transaction will be seamless and transparent to existing customers who

will continue to enjoy the same high-quality, competitive services they receive from Nitel today. Accordingly, the foregoing premises considered, the Parties respectfully submit that the Proposed Transaction will serve the public interest.

IV. CORRESPONDENCE AND COMMUNICATIONS

Nitel and Nitro Bidco Limited Partnership

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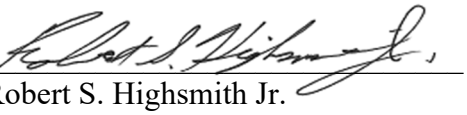
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V. CONCLUSION

Please contact us if you have questions or concerns regarding this filing. If you do not have any questions or concerns, please confirm to us that no further action by the Commission is required and that the information in this letter has been placed in Nitel's file.

Respectfully Submitted,

COMCAST BUSINESS COMMUNICATIONS, LLC



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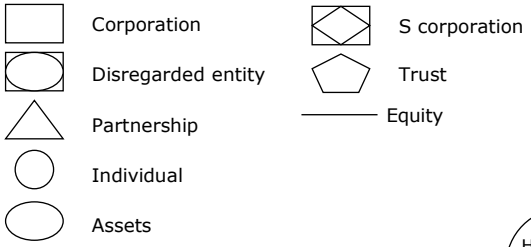
EXHIBITS

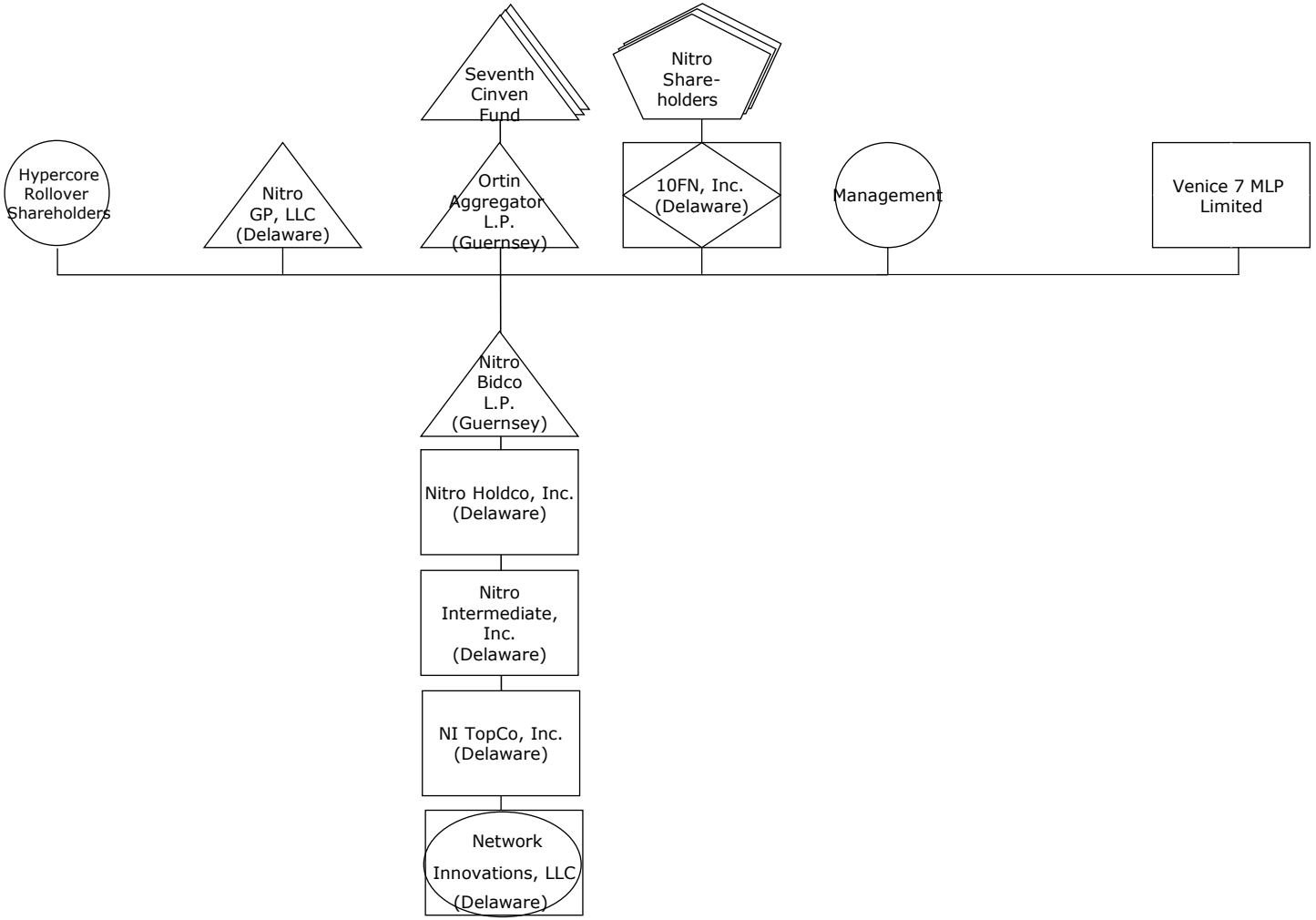
A – Pre- and Post-close Organizational Charts

Nitro Holdco, Inc. Structure Chart (as of October 21, 2024)

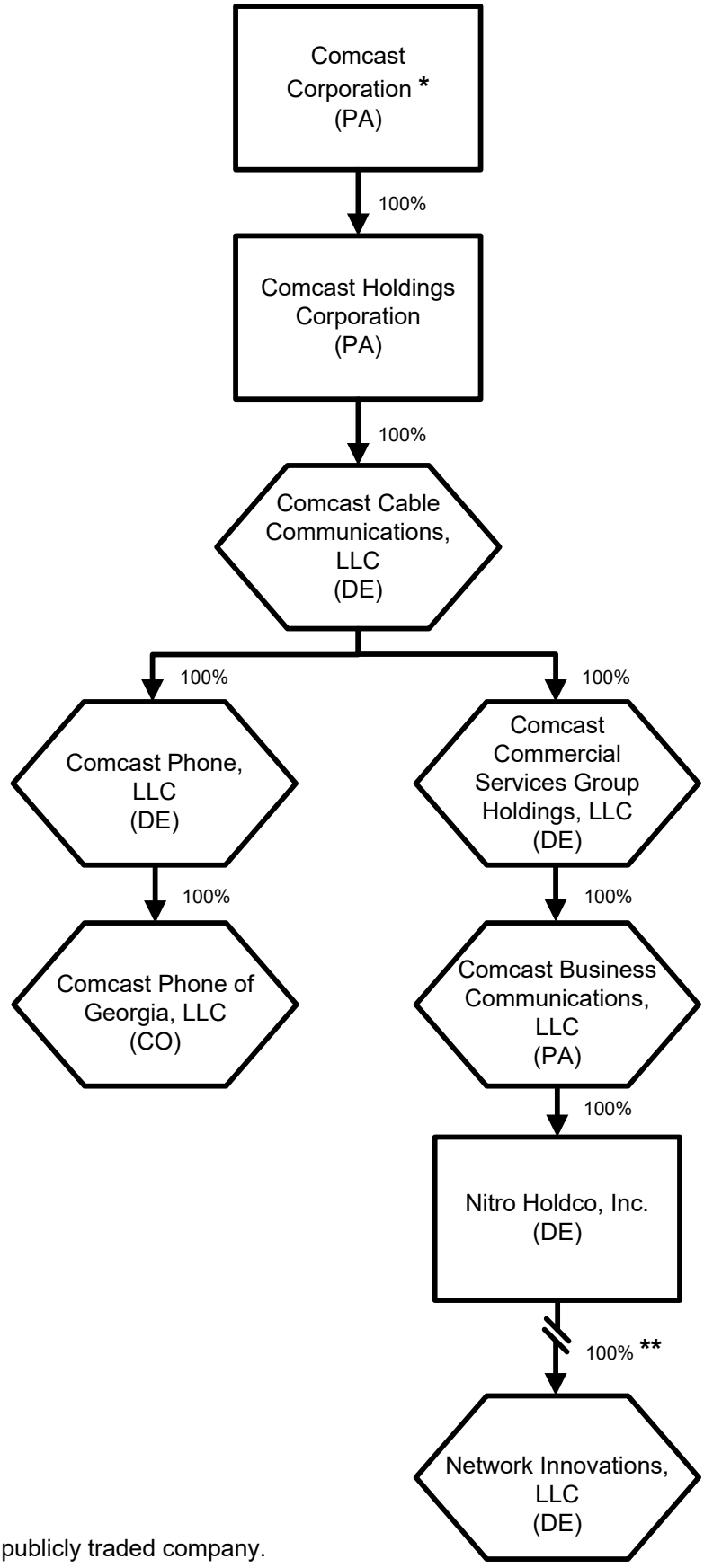
US income tax legend

All entities are 100% owned, unless indicated otherwise.





Nitro Holdco, Inc.
Post-Closing organizational structure as of 11/25/2024
Georgia



* Comcast Corporation is a publicly traded company.

** The line break indicates additional indirect ownership.