

**STATE OF VERMONT
PUBLIC UTILITY COMMISSION**

**TELECOMMUNICATIONS MERGER AND/OR ACQUISITION
NOTIFICATION FORM**

Telecommunications companies involved in mergers, transfers of control and asset sale/purchase transactions must comply with Vermont Public Utility Commission Rule 7.500. As stated in that Rule, some companies only need to file a completed notification form with the Public Utility Commission, while others may need Commission approval. This is the notification form to be used for transactions involving only non-dominant carriers.

Please note that all telecommunications companies that will be operating in Vermont must obtain a Certificate of Public Good from the Vermont Public Utility Commission prior to commencement of operations in Vermont. Information about obtaining a CPG is available on the Public Utility Commission's website at: <http://puc.vermont.gov/about-us/forms>.

All attachments to this notification form should bear the legal name of an acquiring, surviving, or new consolidated company.

If the filer of the notification form is not an officer of an acquiring, surviving or new consolidated company, a written document executed by a corporate officer authorizing the filer to act as an agent of the acquiring, surviving, or consolidated company must be included as an attachment to the notification form.

Please contact the Public Utility Commission at **802-828-2358** if you have any questions regarding this notification form.

Note: You may fill out and file this form online in the Public Utility Commission's electronic document management system, known as ePUC, which is accessible at <http://epuc.vermont.gov>. If you do so, ePUC will provide notice of, and access to, this notification form to the Vermont Department of Public Service. More information about using ePUC is available at <http://puc.vermont.gov/epuc-information>. **If you choose to file this notification form with the Public Utility Commission in paper form, you must mail a copy of this form, along with all supporting documents, to the Vermont Department of Public Service at 112 State Street, Montpelier, VT 05620-2601.**

Section I

1. Transaction type (check all applicable boxes):

- merger
- transfer of control
- asset sale/purchase

2a. Name, address and telephone number of **first** Company involved in transaction:

Does this Company currently have a Certificate of Public Good issued by the Vermont Public Utility Commission? If yes, provide the existing CPG number.

Is this Company an acquiring, surviving, or new consolidated company in this transaction?

Will this Company provide service in Vermont after this transaction (i.e., will be a post-transaction operating company)?

Does this Company have an application for a CPG pending before the Vermont Public Utility Commission? If yes, provide the case number of the pending CPG application.

2b. Name, address and telephone number of **second** Company involved in transaction:

Does this Company currently have a Certificate of Public Good issued by the Vermont Public Utility Commission? If yes, provide the existing CPG number.

Is this Company an acquiring, surviving, or new consolidated company in this transaction?

Will this Company provide service in Vermont after this transaction (i.e., will be a post-transaction operating company)?

Does this Company have an application for a CPG pending before the Vermont Public Utility Commission? If yes, provide the case number of the pending CPG application.

2c. If more than two Companies are involved in this transaction, attach a separate sheet of paper and answer all parts of question 2a for each company.

3. Name, address, telephone number, and email address of contact person for this form:

4. Name, address, telephone number and email address of person to receive annual report forms:

5. Name, address, telephone number, and email address of Company customer service contact:

6. Name, address, telephone number, and email address of Company regulatory matters contact:

Section II

Please attach to this notification form a description of the transaction and a diagram showing the post-closing corporate structure, including affiliates.

Declaration

The undersigned declares, under the pains and penalties of perjury, that:

1. Having exercised due diligence and made reasonable inquiry, the information I have provided on the notification form and any attachments thereto is true and accurate to the best of my knowledge and belief;
2. The company(ies) seeking approval of the transaction is/are financially sound and stable;
3. The transaction will not cause inconvenience or confusion to customers;
4. The post-transaction operating company(ies) will have access to managerial, technical, and financial resources necessary to prudently operate the company(ies) in Vermont; and
5. I am:
 - a. A corporate officer of an acquiring, surviving, or new consolidated Company; or
 - b. A duly authorized agent of an acquiring, surviving, or new consolidated Company acting pursuant to an applicable written authorization executed by a corporate officer of the acquiring, surviving, or new consolidated Company.

Name of Filer

Date Signed