



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
COMMONWEALTH KEYSTONE BUILDING
400 NORTH STREET
HARRISBURG, PENNSYLVANIA 17120

July 1, 2024

Docket Nos. A-2024-3049628; A-2024-3049631; A-2024-3049632;
A-2024-3049633; A-2024-3049634; A-2024-3049635;
A-2024-3049636; A-2024-3049637; A-2024-3049638;
A-2024-3049639; A-2024-3049640; A-2024-3049641;
A-2024-3049642; A-2024-3049643; A-2024-3049648;
A-2024-3049649; A-2024-3049650; A-2024-3049651;
A-2024-3049652; A-2024-3049653; A-2024-3049654;
A-2024-3049655; A-2024-3049656; A-2024-3049657;
A-2024-3049658; A-2024-3049659; A-2024-3049660

Utility Codes: 312050; 3110809; 310448;
310992; 310932; 311188;
310092; 310838; 310781;
310295; 310467; 311102;
310538; 310943; 3110206;
310456; 310743; 310018;
310814; 310369; 310325;
310850; 310738; 311050;
311413; 310884; 3110170

Sarah C. Stoner
Eckert Seamans Cherin & Mellott, LLC
213 Market Street, 8th Floor
Harrisburg, PA 17101

RE: Joint Application of Windstream Holdings II, LLC; *et al.* for Approval of an
Internal Reorganization

Dear Attorney Stoner:

The above-captioned application was filed with the Commission on June 14, 2024. To assist the Commission in conducting its review of the proposed general rule transaction, please respond with the information requested in Data Request TUS 1, attached to this letter.

Please forward the information to the Secretary of the Commission **within ten (10) days of the date of this letter**. Make sure to reference the above docket number when filing your response. Filings must be submitted by e-filing with the Secretary of the Commission by opening an e-filing account through the Commission's website and accepting e-service at <http://www.puc.state.pa.us/efiling/default.aspx>. CONFIDENTIAL MATERIAL CANNOT BE E-FILED. If your filing contains confidential material, you

are required to file by overnight delivery to ensure the timely filing of your submission. The mailing address for the Commission is:

Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

Your answers should be verified per 52 Pa Code § 1.36. Accordingly, you must provide the following statement with your responses:

I, _____, hereby state that the facts set forth above are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

The blank should be filled in with the name of the appropriate company representative, and the signature of that representative should follow the statement.

In addition to the filing directions above, please also email the information to vanjohns@pa.gov. If you have any questions on this matter, please contact Vanessa Johns, Bureau of Technical Utility Services, at 717-214-9114 or vanjohns@pa.gov.

Sincerely,



Rosemary Chiavetta
Secretary

Enclosure: Data Request TUS 1

Cc:

<p>Norman J. Kennard Bryce R. Beard Eckert Seamans Cherin & Mellott, LLC 213 Market Street, 8th Floor Harrisburg, PA 17101 Tel: (717) 237-6000 Fax: (717) 237-6019 Nkennard@eckertseamans.com Bbeard@eckertseamans.com</p>	<p>Nicole Winters Windstream 4005 North Rodney Parham Road Little Rock, AR 72212 Tel: (501) 748-6313 Fax: (330) 486-3561 Nicole.Winters@windstream.com</p>
<p>Luke C. Platzer Allison M. Tjemsland Jenner & Block LLP 1099 New York Avenue, NW, Ste. 900 Washington, D.C. 20001 Tel: (202) 639-6000 LPlatzer@jenner.com ATjemsland@jenner.com</p>	<p>David Keir Jeff Carlisle Shannon Slyvester Lerman Senter PLLC 2001 L Street NW, Ste. 400 Washington, D.C. 20036 Tel: (202) 429-8970 DKeir@lermansenter.com JCarlisle@lermansenter.com SSlyvester@lermansenter.com</p>

Data Request TUS 1:
Docket Nos. A-2024-3049628 *et al.*
Staff Inquiries for Review of Transactions
under 52 Pa. Code §§ 63.321-63.325

1. Identify the ultimate parent of each party to the transaction and the valuation of each.
2. Identify the Pennsylvania jurisdictional revenue of each party to the transaction and its Pennsylvania proportion of total revenue.
3. Affirm that the transaction has not already taken place (i.e. is not *Nunc Pro Tunc* in nature) and that the transaction will not be consummated prior to receiving Commission approval. If not included in the filing, provide the known or anticipated transaction closing date.
4. Identify all jurisdictions where this or a related transaction has been filed and where approval is being sought. Provide the status of each filing. While pending in Pennsylvania, identify any jurisdiction that acts on the transaction and describe the action taken. Provide updates as necessary.
5. If any conditions are under consideration, imposed, or agreed to in any jurisdiction in which this or a related transaction is pending, please update the filing to include that information as it occurs.
6. Identify all Pennsylvania-specific impacts known, anticipated, or considered that will or may result in any fashion from the transaction.
7. If synergies as to scope or scale, or merger savings, are posed as a substantial public benefit overall, identify each anticipated synergy and/or savings. Identify the financial or other value of those synergies and/or savings and explain how such value was calculated.
8. Identify whether any of the anticipated benefits of the transaction are expected to arise from the loss or potential loss of Pennsylvania jobs, tax revenues, facilities, or downsizing, or consolidation that affects Pennsylvania, or any other impact in Pennsylvania.
9. Identify the location and number of any employees, offices, or facilities of each party to the transaction that are located in Pennsylvania.
10. Identify any functions, operations, or activities of any nature currently performed in or affecting Pennsylvania that may be impacted as a result of the transaction. Specifically, identify any operations that will be eliminated and any impact on Pennsylvania employment.

11. Identify the number of Pennsylvania customers served by each of party to the transaction.
12. Identify all service markets (e.g., local exchange market, special access market) in Pennsylvania in which each party to the transaction or any affiliates participate.
13. Identify all geographic areas in Pennsylvania in which the Applicant(s), affiliates, or any other entities affected by the transaction offer services.
14. Identify any and all unaffiliated providers offering the same or competitive services as those of the Applicant(s) in the same geographic locales within Pennsylvania. Reference to all certificated carriers on file at the Commission will not be considered an acceptable or complete response.
15. If the transaction is pending before the Federal Communications Commission (FCC), the U.S. Department of Justice (DOJ), or any other federal agency, please provide unexpurgated copies of responses provided to the FCC, DOJ, or other staff inquiries and data requests.
16. While the transaction remains pending before the Commission, provide updates to the status of the transaction or of any changes to the application at the federal level as soon as they occur.
17. If the proposed transaction involves a foreign interest, describe in detail why state regulatory action on the proposed transaction would not be adverse to national security while DOJ approval remains pending.