

Morgan Lewis

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October 29, 2025

Via E-Filing

CONFIDENTIAL TREATMENT REQUESTED

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

Re: S-2025-_____
Abbreviated Securities Certificate of Zayo Network Services, LLC
(formerly known as Zayo Northeast, LLC)

Dear Secretary Homsher:

Zayo Network Services, LLC (formerly known as Zayo Northeast, LLC) ("Zayo Network Services"), pursuant to Section 1901 of the Pennsylvania Public Utility Code, 66 Pa. C.S. § 1901, and Section 3.602 of the regulations of the Pennsylvania Public Utility Commission ("Commission"), 52 Pa. Code § 3.602, files this Abbreviated Securities Certificate and requests that the Commission issue a Notice of Registration authorizing Zayo Network Services to expand its existing authority for financing arrangements.

Zayo Network Services respectfully submits that it qualifies for abbreviated treatment under Section 3.602(a)(3)(ii) of the Commission's regulations, 52 Pa. Code § 3.602(a)(3). Specifically, Zayo Network Services states that its total gross operating revenue received from intrastate telecommunications services rendered in Pennsylvania constituted less than ten percent (10%) of its total gross operating revenue for fiscal year 2024. Zayo Network Services respectfully requests that the Commission promptly register this Abbreviated Securities Certificate and issue a Notice of Registration pursuant to the abbreviated procedure.

Please note that certain information on pages 3 and 4 of this Abbreviated Securities Certificate (the "Confidential Information") has been redacted from the electronic filing. An unredacted paper copy is being sent to the Commission via overnight courier. Zayo Network Services considers the Confidential Information to be confidential, as it contains sensitive information regarding Zayo Network Services' business operations which is not normally subject to inspection by the public, and which, if disclosed, would result in substantial harm to Zayo Network Services' competitive position. Therefore, Zayo Network Services respectfully requests that access to the Confidential Information be limited to the Commissioners and Commission Staff who are involved in the consideration of this Abbreviated Securities Certificate and that the unredacted, confidential

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version of this Abbreviated Securities Certificate not be posted to any public website or maintained in any public file or public filing room.

In support of this filing, Zayo Network Services provides the following information:

Description of Zayo Network Services

Zayo Network Services is a Delaware limited liability company with a principal office located at 1401 Wynkoop Street, Suite 500, Denver, Colorado 80202. Zayo Network Services is a wholly owned indirect subsidiary of Zayo Group, LLC ("Zayo Group"). Zayo Group is a direct, wholly owned subsidiary of Zayo Group Holdings, Inc. ("Holdings" and, together with its subsidiaries including Zayo Group and Zayo Network Services, the "Company"), a Delaware corporation.

The Company is a leading provider of bandwidth infrastructure and interconnection services over regional and metropolitan fiber networks. These services enable customers to manage, operate, and scale their telecommunications and data networks. Zayo Group customers consist primarily of wireless service providers, national and regional communications service providers, media/Internet/content companies, governments, banks, and other bandwidth-intensive enterprises.

Zayo Group is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the District of Columbia and every U.S. state except Alaska. The primary telecommunications service offerings of Zayo Group include high-capacity bandwidth services such as private line, Ethernet, and wavelength services. Zayo Network Services is currently authorized or registered to provide telecommunications services in the following jurisdictions: Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Idaho, Iowa, Illinois, Indiana, Kansas (IXC), Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Jersey, New Mexico, New York, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Dakota, Texas, Vermont, Virginia, Washington, West Virginia, and Wisconsin. Zayo Network Services also currently has pending applications to provide telecommunications services in the following states: Alabama, Arizona, Arkansas, California, Hawaii, Kansas (CLEC), North Carolina, South Carolina, Tennessee, Utah, and Wyoming. In Pennsylvania, Zayo Group is authorized as a competitive local exchange carrier, competitive access provider, a detariffed interexchange toll reseller, and a detariffed interexchange toll facilities-based carrier,¹ and Zayo Network Services is authorized as a competitive access provider pursuant to authority issued in Docket No. A-2024-3049106. Zayo Group also is authorized by the Federal Communications Commission ("FCC") to provide domestic (interstate) and international telecommunications services in addition to certain point-to-point wireless services and Zayo Network Services is authorized by the FCC to provide domestic (interstate) telecommunications services in addition to certain point-to-point wireless services.

¹ See Docket Nos. A-2011-2224412, A-2011-2224413, A-2011-2224414, A-2011-222435, A-2023-3038652, and A-2023-3038653.

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Designated Contacts

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With a copy to:

and

Catherine Wang
Patricia Cave
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Lauren Lantero
Chief Legal Officer and Secretary
Zayo Network Services, LLC
1401 Wynkoop Street, Suite 500
Denver, CO 80202
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Abbreviated Securities Certificate

Approval is sought for Zayo Network Services to expand its existing authority for financing arrangements by **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]** to an aggregate amount of **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]**. The Commission has previously authorized Zayo Network Services to participate in financing arrangements as a guarantor and by pledging its assets as security, for debt incurred by its direct parent Zayo Issuer, LLC, up to an aggregate amount of **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]** in Docket No. S-2024-3049731. Subsequently, the Commission registered an Abbreviated Securities Certificate by Zayo Network Services to expand its existing authority for financing arrangements by **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]** to an aggregate amount of **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]** in Docket No. S-2025-3055986.

To maintain adequate flexibility to respond to market conditions and requirements and to respond to future expansion, financing and other business opportunities, authority is sought for Zayo Network Services to participate in Financing Arrangements (including future refinancings thereof) that are generally consistent with the terms outlined below, which would permit, to the extent market conditions may warrant, modifications to the specific structure of the financing in a manner most favorable to Zayo Network Services or the borrower:

Amount: **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]** (the "Aggregate Amount"), which includes the previously authorized amount.

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Borrower: It is currently expected that Zayo Issuer, LLC will be the borrower under the Financing Arrangements.

Debt Instruments: The Financing Arrangements may include one or more of the following debt instruments: notes or debentures (including notes convertible into equity and private notes that may be exchanged for public notes); conventional credit facilities, such as revolving credit facilities and term loans; letters of credit; and bridge loans; or a combination thereof.

Security: Some or all of the Financing Arrangements may be secured facilities, which may include a grant of a security interest in the assets of Zayo Issuer, LLC and its current and future subsidiaries, including Zayo Network Services. A portion of the Financing Arrangements may be unsecured facilities. For the secured facilities, the equity of Zayo Issuer, LLC and its current and future subsidiaries, including Zayo Network Services, may be pledged as additional security. Additionally, Zayo Issuer, LLC's current and future subsidiaries, including Zayo Network Services, may provide a guaranty as security in support of the Financing Arrangements.

Purpose: The Financing Arrangements may be used for (i) acquisitions, (ii) refinancing then-existing debt, (iii) funding capital to support growth capital needs, including those of Zayo Network Services, and (iv) providing working capital to fund general corporate purposes.

Other Provisions: The rates, terms and conditions, maturity dates, and dates of issuance will be determined by market conditions and lenders' requirements at the time of each issuance.

Commission authorization is sought, to the extent necessary, for Zayo Network Services to increase the aggregate amount of the Financing Arrangements by an additional **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]** and for an aggregate amount of **[BEGIN CONFIDENTIAL]** [REDACTED] **[END CONFIDENTIAL]** with terms materially consistent with those outlined above.

The Financing Arrangements will serve the public interest in promoting competition among telecommunications carriers by providing Zayo Network Services with access to financial resources that will allow it to be an effective competitor. The Financing Arrangements are necessary and appropriate, are consistent with the performance by Zayo Network Services of its services to the public, will not impair its ability to perform such services, and will promote its corporate purposes. The Financing Arrangements will have no adverse impact on the customers of Zayo Network Services and will not disrupt service or cause customer confusion or inconvenience.

Conclusion

WHEREFORE, Zayo Network Services respectfully requests that the Commission promptly register this Abbreviated Securities Certificate and issue a Notice of Registration, pursuant to Section 1901 of the Pennsylvania Public Utility Code, 66 Pa. C.S. § 1901, and Section 3.602(c) of the

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Commission's regulations, 52 Pa. Code § 3.602(c), authorizing Zayo Network Services to expand its existing authority for financing arrangements consistent with the parameters outlined herein.

As required by the Commission's rules, a filing fee in the amount of \$25.00 is being paid by credit card through the Commission's eFiling system.

If you have any questions regarding this Abbreviated Securities Certificate, please contact Patricia Cave at patricia.cave@morganlewis.com.

Respectfully submitted,

/s/ Catherine G. Vasudevan

Catherine G. Vasudevan

PA I.D. No. 210254

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*Counsel for Zayo Network Services, LLC
(formerly known as Zayo Northeast, LLC)*

VERIFICATION

I, Lauren Lantero, state that I am Chief Legal Officer and Secretary of Zayo Network Services, LLC (formerly known as Zayo Northeast, LLC) (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 thereof and the certifications contained therein regarding the Company are true and correct to the best of my knowledge, information, and belief. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to un-sworn falsification to authorities).

I declare under penalty of perjury that the foregoing is true and correct.

Executed: October 29, 2025.



Lauren Lantero
Chief Legal Officer and Secretary
Zayo Network Services, LLC

CERTIFICATE OF SERVICE

I, Nicholas D. Paniagua, hereby certify that on this 29th day of October 2025, a copy of the foregoing Abbreviated Securities Certificate was served by first class, prepaid postage mail delivery upon the following:

Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, PA 17101

Office of Small Business Advocate
555 Walnut Street
1st Floor, Forum Place
Harrisburg, PA 17101

Office of Attorney General
Bureau of Consumer Protection
15th Floor, Strawberry Square
Harrisburg, PA 17120

Pennsylvania Public Utility Commission
Bureau of Investigation and Enforcement
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

/s/ Nicholas D. Paniagua
Nicholas D. Paniagua