



PUBLIC NOTICE

Federal Communications Commission
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**DOMESTIC SECTION 214 APPLICATION FILED FOR THE
TRANSFER OF CONTROL OF CEQUEL COMMUNICATIONS HOLDINGS, LLC
TO NESPRESSO ACQUISITION CORPORATION**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 12-207

Comments Due: August 15, 2012
Reply Comments Due: August 22, 2012

On July 23, 2012, Nespresso Acquisition Corporation (Nespresso) and Cequel Communications Holdings, LLC (Cequel) (together, Applicants) filed an application pursuant to section 63.03 of the Commission's rules¹ requesting approval for the transfer of control of Cequel to Nespresso.

Cequel, a Delaware limited liability company, controls various subsidiaries that provide competitive telecommunications services that collectively do business as "Suddenlink Communications." Suddenlink is also the seventh largest cable operator in the U.S., providing cable TV, broadband Internet access, Voice over Internet Protocol, and telecommunications services. Applicants state that Cequel controls Cebridge Telecom CA, LLC, Cebridge Telecom LA, LLC, Cebridge Telecom MO, LLC, Cebridge Telecom NC, LLC, Cebridge Telecom OK, LLC, Cebridge Telecom TX, L.P., and Cebridge Telecom WV, LLC, and Mercury Voice and Data, LLC that provide competitive telecommunications services in Arizona, Arkansas, California, Louisiana, Missouri, North Carolina, Oklahoma, Texas, and West Virginia. Cequel also indirectly controls TCA Communications, LLC, providing interexchange services in Arkansas, Cequel Communications Access Services, LLC, and its affiliate, Orbis 1, L.L.C., both of which provide interexchange services nationwide.

Applicants state that Nespresso, a Delaware corporation that was formed for purposes of acquiring the equity of Cequel, does not provide telecommunications service or cable service nor is it affiliated with any provider of these services. Applicants further state that CPP LP, a to-be-formed Delaware limited partnership, will hold approximately 48 percent of the equity of Nespresso. Substantially all of the equity of CPP LP will be held by CPP Investment Board (USRE II) Inc., a Canadian corporation. CPP Investment Board (USRE II) Inc. is wholly owned by CPP Investment Board, a Canadian corporation and investment management entity that invests the assets of the Canada Pension

¹ 47 C.F.R. § 63.03; *see* 47 U.S.C. § 214. Applicants are also filing applications for transfer of control associated with authorization for international, wireless, and cable television relay services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed a supplement to their domestic section 214 application on July 31, 2012.

Plan. Applicants state that “BCP Funds,” a group of limited partnerships formed under the laws of England, will also hold, in the aggregate, approximately 48 percent of the equity of Nespresso. They state that none of the partnerships will hold 10 percent or more of the stock of Nespresso. They further state that CIE Management IX Limited, an entity formed under the laws of the Bailiwick of Guernsey, is the general partner and manager of each BCP partnership.²

Pursuant to the terms of the proposed transaction, Nespresso has agreed to purchase all of the equity interests of Cequel. As a result, Nespresso will own and control, directly and indirectly, 100 percent of the equity of Cequel, which in turn will own and control, indirectly, 100 percent of the equity of Cequel’s subsidiaries that provide domestic interstate and intrastate telecommunications services. Applicants state that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(1)(ii) of the Commission’s rules³ and that a grant of the application will serve the public interest, convenience, and necessity.

Domestic Section 214 Application Filed for the Transfer of Control of Cequel
Communications Holdings, LLC to Nespresso Acquisition Corporation, WC Docket No.
12-207 (filed July 23, 2012).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission’s rules and policies. Pursuant to section 63.03(a) of the Commission’s rules, 47 CFR § 63.03(a), interested parties may file comments **on or before August 15, 2012**, and reply comments **on or before August 22, 2012**. Pursuant to section 63.52 of the Commission’s rules, 47 C.F.R. § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.⁴

Pursuant to section 63.03 of the Commission’s rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding using the Commission’s Electronic Comment Filing System (ECFS): <http://fjallfoss.fcc.gov/ecfs2/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Jodie May, Competition Policy Division, Wireline Competition Bureau, jodie.may@fcc.gov;

² Applicants state that the directors of CIE Management IX Limited are: Mark Naylor Huntley (United Kingdom citizenship), Matthew Christopher Elston (United Kingdom citizenship), Laurence Shannon McNairn (United Kingdom citizenship), Stefano Quadrio Curzio (Italy citizenship), and Michael Andrew Twinning (United Kingdom citizenship). For the BCP Funds, the directors of BC Partners Holdings Limited are: Mark Naylor Huntley (United Kingdom citizenship), Matthew Christopher Elston (United Kingdom citizenship), Laurence Shannon McNairn (United Kingdom citizenship), Stefano Quadrio Curzio (Italy citizenship), Michael Andrew Twinning (United Kingdom citizenship), and Francesco Loredan (Italy citizenship); the shareholders (five percent or greater) of BC Partners Holdings Limited are Charles Walter Arden Bott (United Kingdom citizenship), Andre Hubert Francois-Poncet (France citizenship), Francesco Loredan (Italy citizenship), Andrew James Tompsett Newington (United Kingdom citizenship), and Stefano Quadrio Curzio (Italy citizenship).

³ 47 C.F.R. § 63.03(b)(1)(ii).

⁴ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

- 2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 3) David Krech, Policy Division, International Bureau, david.krech@fcc.gov; and
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (tty).

The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s *ex parte* rules.⁵ Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 C.F.R. § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

For further information, please contact Jodie May at (202) 418-0913 or Tracey Wilson at (202) 418-1394.

⁵ 47 C.F.R. §§ 1.1200 *et seq.*