



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 18-117
February 7, 2018

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF HORIZON TELCOM, INC. TO HORIZON ACQUISITION PARENT, LLC

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 18-17

Comments Due: February 21, 2018

Reply Comments Due: February 28, 2018

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Horizon Telcom, Inc. (Horizon) and Horizon Acquisition Parent, LLC (Horizon Parent) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting approval for the transfer of control of The Chillicothe Telephone Company (CTC) and Horizon Technology, Inc. (HTI), wholly owned subsidiaries of Horizon, from Horizon to Horizon Parent.¹

Horizon, an Ohio holding company, does not provide domestic telecommunications services. Rather, it is the parent company and sole stockholder of CTC and HTI. CTC, a rural incumbent local exchange carrier, provides telecommunications services within 10 exchanges in central Ohio. Applicants state that HTI is currently inactive, but has previously provided interstate interexchange services within the same central Ohio service area as CTC.

Horizon Parent, a Delaware limited liability company, does not provide domestic telecommunications services and has no affiliates that provide telecommunications services. Horizon Parent is controlled by its majority shareholder, Novacap TMT V, L.P. (TMT V), a Canadian limited partnership that has a 55.49 percent equity interest. TMT V is ultimately controlled by certain principals of Novacap Management Inc. (Novacap). The Board of Directors of Novacap has delegated to the TMT Investment Committee all decision-making authority in connection with its role as the general partner of TMT V in relation to its interest in Horizon Parent. Novacap Fund Management Inc., a Canadian corporation and the corporate parent of Novacap, holds 100 percent of the voting interest in Novacap.²

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants also filed applications for the transfer of authorizations associated with international and wireless licenses. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

² The following individuals hold a 25 percent voting interest in Novacap Fund Management Inc.: Pascal

Pursuant to the terms of the Agreement and Plan of Merger by and among Horizon, Horizon Parent, and Horizon Acquisition Merger Sub, Inc. (Merger Sub), an Ohio corporation, dated as of January 25, 2018, Applicants propose to transfer control of the section 214 authorizations held by HTI and CTC, whereby Merger Sub is formed by Horizon Parent for the purpose of merging with Horizon, which will be the survivor of the merger transaction. As a result of the proposed transaction, Horizon will become a direct, wholly owned subsidiary of Horizon Parent. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(1)(ii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.³

Domestic Section 214 Application Filed for the Transfer of Control of
Horizon Telecom, Inc. to Horizon Acquisition Parent, LLC
WC Docket No. 18-17 (filed Jan. 26, 2018).

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 February 21, 2018**, and reply comments **on or before February 28, 2018**. Pursuant to section 63.52 of the Commission's rules, 47 CFR § 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.

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

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

- 1) Myrva Charles, Competition Policy Division, Wireline Competition Bureau, myrva.charles@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) David Krech, International Bureau, david.krech@fcc.gov;
- 4) Sumita Mukhoty, International Bureau, Sumita.mukhoty@fcc.gov; and
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Tremblay, a Canadian citizen; Stéphane Tremblay, a Canadian citizen; Thadeus Mocarski, a United State citizen; and Fracois Laflamme, a Canadian citizen.

³ 47 CFR § 63.03(b)(1)(ii).

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), 1-888-835-5322 (tty).

The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s *ex parte* rules. 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 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

For further information, please contact Myrva Charles at (202) 418-1506 or Dennis Johnson at (202) 418-0809.

- FCC -