

SUPPLEMENT

Pursuant to a Commission staff request, the parties to the subject application provide further clarification regarding control of ITC Global USA, LLC (“ITC USA”). The sole member of ITC USA is ITC Global, Inc (“ITC”), a privately held corporation. ITC has numerous shareholders, none of whom have more than a 50 percent voting interest in ITC that would result in having *de jure* control of ITC USA. Further, there are not any voting agreements between any shareholders of ITC that would result in having *de jure* control of ITC USA. ITC does have an independent board of directors that consists of six members. However, although he only has a 10 percent interest in ITC USA, Joseph A. Spytek also exercises control over ITC USA by virtue of his position as President of both ITC and ITC USA as well as ultimately controlling and managing the day to day operations of both entities, which includes, but is not limited to, financing and employment decisions. Therefore, these facts demonstrate that Mr. Spytek has *de facto* control of ITC USA.