

ATTACHMENT 1

Notification of the Pro Forma Assignment of the International Section 214 Authorization of IntelPeer, Inc. to IntelPeer Cloud Communications LLC

Pursuant to Section 63.24(f) of the Commission's rules,¹ IntelPeer, Inc. ("IntelPeer") and IntelPeer Cloud Communications LLC ("IntelPeer Cloud") notify the Commission that the international Section 214 authorization (File No. ITC-214-20030529-00263) of IntelPeer was assigned on a *pro forma* basis to IntelPeer Cloud on November 15, 2013. Because the assignment did not result in a change in ultimate control of the international Section 214 authorization, the assignment was properly classified as *pro forma*.

Answer to Question 10:

Contact Information for This Notification

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Prior International Section 214 Authorizations

IntelPeer Cloud holds no international Section 214 authorizations other than the authorization that is the subject of this notification.

¹ 47 C.F.R. § 63.24(f).

Answer to Question 11:

The following entities currently hold an approximate ten percent or greater direct or indirect interest in IntelPeer Cloud:²

Name: IntelPeer Holdings, Inc. (“IntelPeer Holdings”)³
Address: 177 Bovet Road, Suite 400
San Mateo, CA 94403
Citizenship: Delaware
Principal Business: Holding Company
Interest: 100% membership interest as the sole member of IntelPeer Cloud

Name: VantagePoint Venture Partners 2006(Q), L.P.
Address: 1001 Bayhill Drive, Suite 300
San Bruno, CA 94066
Citizenship: Delaware
Principal Business: Investments
Interest: 27.54% indirect stock ownership (assuming all convertible securities are converted to common stock, all notes are converted to common stock, and excluding options and warrants) (21.27% interest on an as converted, fully diluted basis, assuming all convertible securities are converted to common stock, all notes are converted to common stock, all outstanding options and warrants are exercised, and all available options are granted and exercised).

Name: Kennet II, L.P.
Address: 950 Tower Lane, Suite 1710
Foster City, CA 94404
Citizenship: Guernsey
Principal Business: Investments
Interest: 27.41% indirect stock ownership interest (assuming all convertible securities are converted to common stock, all notes are converted to common stock, and excluding options and warrants) (21.17% on an as converted, fully diluted basis, assuming all convertible securities are converted to common stock, all notes are converted to common stock, all

² The following approximate ownership interests are current as of November, 2013, and are subject to minor fluctuations.

³ At the time of the *pro forma* assignment of the international Section 214 authorization from IntelPeer to IntelPeer Cloud, IntelPeer Cloud was a wholly-owned direct subsidiary of IntelPeer, which was a wholly-owned direct subsidiary of IntelPeer Holdings. IntelPeer was subsequently acquired by another company. Thus, IntelPeer is no longer within the IntelPeer family of companies and IntelPeer Cloud is now a wholly-owned direct subsidiary of IntelPeer Holdings. For completeness, however, at the time of the *pro forma* assignment, IntelPeer’s address was 177 Bovet Road, Suite 400, San Mateo, CA 94403. IntelPeer is organized under the laws of the state of Delaware, and is a communications service company.

outstanding options and warrants are exercised, and all available options are granted and exercised). In addition, Kennet II, L.P.'s affiliate, King Street Partners, L.P., has a 0.12% indirect stock ownership interest (assuming all convertible securities are converted to common stock, all notes are converted to common stock, and excluding options and warrants) (0.09% on an as converted, fully diluted basis, assuming all convertible securities are converted to common stock, all notes are converted to common stock, all outstanding options and warrants are exercised, and all available options are granted and exercised).

Name: Northcap Partners/IVS A/S
Address: Sundkrogsgade 7
2100 Copenhagen, Denmark
Citizenship: Denmark
Principal Business: Investments
Interest: 12.35% indirect stock ownership interest (assuming all convertible securities are converted to common stock, all notes are converted to common stock, and excluding options and warrants) (9.48% on an as converted, fully diluted basis, assuming all convertible securities are converted to common stock, all notes are converted to common stock, all outstanding options and warrants are exercised, and all available options are granted and exercised), through IVS Fund II K/S (8.23% undiluted/6.32% diluted) and IVS/AS (4.12% undiluted/3.16% diluted).

To the best of IntelPeer Cloud's knowledge, no other person or entity holds a ten percent or greater interest in IntelPeer Cloud.

Answer to Question 12:

IntelPeer Cloud has no interlocking directorates with foreign carriers.

Answer to Question 13:

IntelPeer assigned the subject international Section 214 authorization to IntelPeer Cloud, a Delaware corporation, on November 15, 2013. As described above, at the time of the assignment IntelPeer and IntelPeer Cloud were both wholly-owned subsidiaries of IntelPeer Holdings. Accordingly, the assignment did not result in a change in ultimate control of the authorization, which remains with IntelPeer Holdings. The assignment was therefore properly classified as a *pro forma* transaction.