

ATTACHMENT 1

Answer to Question 10

§ 63.18 (c)

Correspondence concerning this Notification should be sent to:

For Assignor and Assignee:

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§ 63.18 (d) 214 Authorizations:

Assignor

- Windstream Services LLC, Debtor-In-Possession, holds International Section 214 authorization under IB File No. ITC-214-19980925-00658 to provide global facilities-based and global resale service. This authorization is the subject of this pro forma notification.

Assignee

- Windstream Services, LLC holds domestic 214 authorization.
- Windstream Services, LLC does not hold any international Section 214 authorizations.

Answer to Question 11 - Ten Percent or Greater Interest Holders

The following entities own a ten percent (10%) or greater direct or indirect ownership interest in Windstream Holdings II, LLC, which holds 100% (equity and voting) interests in Windstream Services, LLC:

Nexus Aggregator, L.P., an investment fund affiliated with Elliott Management Corporation and its advisory affiliates, including Elliott Investment Management, L.P. (collectively, “Elliott”), holds an estimated **46.31%** share of the equity of Windstream Holdings II, LLC. Including Nexus Aggregator L.P., the following Elliott entities hold a disclosable 10% or greater interest in Windstream Holdings II, LLC:

Name:	Nexus Aggregator L.P.
Address:	c/o Elliott Management Corporation Phillips Point, East Tower 777 South Flagler Drive, Suite 1000
City, State, Zip:	West Palm Beach, Florida 33401
Citizenship:	Delaware
Principal Business:	Investment Entity
Percentage of Ownership:	an estimated 46.31% voting and equity (indirectly) via direct interest in Windstream Holdings II, LLC

Name:	Elliott Associates, L.P.
Address:	c/o Elliott Management Corporation Phillips Point, East Tower 777 South Flagler Drive, Suite 1000
City, State, Zip:	West Palm Beach, Florida 33401
Citizenship:	Delaware
Principal Business:	Investment Entity
Percentage of Ownership:	an estimated 13.89% indirect equity and 46.31% voting interest in Windstream Holdings II, LLC, as 29.99% equity-holding LP of Nexus Aggregator L.P. and as Managing (and Sole) Member of Nexus Aggregator GP LLC; equity interests in Elliott Associates, L.P. are held by insulated entities, none of whom hold a disclosable interest in the FCC licensee

Franklin Resources Inc. (NYSE: BEN), operating as Franklin Templeton (“Franklin”), through various investment funds, controls an estimated **27.97%** share of the equity of Windstream Holdings II, LLC

Answer to Question 12 – Interlocking Directorates with Foreign Carriers

Windstream Services, LLC has interlocking directorates with several foreign carriers, all of which are service providers in Canada and are listed below. Tony Thomas, who is President and Chief Executive Officer of Windstream, is also President and Chief Executive Officer of Intellifiber Networks, LLC, McLeodUSA Telecommunications Services, LLC, and Windstream New Edge, LLC formerly known as EarthLink Business, LLC, all of which are carriers authorized to provide service in Canada that are wholly-owned subsidiaries of Windstream Services, LLC.

Windstream Services, LLC will continue to provide international telecommunications services to Canada, where it will control three wholly owned subsidiaries. Each of these carriers has previously been identified to the Commission as an affiliated foreign carrier pursuant to a Foreign Carrier Affiliation Notification filing as detailed in the chart below:

Name of Affiliated Foreign Carrier	Country	FCN File No.
Windstream New Edge, LLC formerly known as EarthLink Business, LLC	Canada	FCN-NEW-20170828-00004
Intellifiber Networks, LLC	Canada	FCN-NEW-20120103-00001
McLeodUSA Telecommunications Services, LLC	Canada	FCN-NEW-20170828-00004

Each of the disclosable interest holders identified above is an investment holding company and does not operate as a telecommunications service provider in any U.S. state or foreign country.

Each of the affiliated foreign carriers identified above is a non-dominant carrier providing telecommunications and Internet access services within Canada. Windstream Services, LLC is entitled to a presumption of non-dominant status regardless of its affiliation with the listed Canadian carriers because: (1) Canada is a member of the World Trade Organization; (2) none of the listed carriers is a monopoly provider of telecommunications services in Canada; (3) each of the listed carriers holds far less than fifty percent market share

in the Canadian telecommunications market; and (4) each of the listed carriers lacks market power in Canada to affect competition adversely in the U.S. market.¹

Answer to Question 13

This *pro forma* assignment of international 214 authorization ITC-214-19980925 held by Windstream Services, LLC Debtor-In-Possession to Windstream Services, LLC is the result of an internal reorganization to effectuate Windstream's emergence from bankruptcy.

¹ According to a report released by the Canadian Radio-Television and Telecommunications Commission ("CRTC"), the five largest providers of telecommunications services in Canada accounted for 87% of total revenues in 2017. These company groups are Bell, Quebecor, Rogers, Shaw and TELUS, and are a mix of incumbent telecommunications service providers and cable-based carriers that are facilities-based service providers. None of these service providers is affiliated with Windstream. See CRTC, *Communications Monitoring Report 2018* at 96, available at <https://crtc.gc.ca/pubs/cmr2018-en.pdf>. See 47 C.F.R. § 63.10(a)(3) ("If the U.S. carrier demonstrates that the foreign affiliate lacks 50 percent market share in the international transport and the local access markets on the foreign end of the route, the U.S. carrier shall presumptively be classified as non-dominant").