

April 30, 2018

VIA IBFS AND ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th St. SW
Room TW-B204
Washington, D.C. 20554

Re: *Supplement: magicJack VocalTec Ltd. and B Riley Financial, Inc. Joint Applications for Consent to Transfer Control of Domestic and International Section 214 Authorizations, IB Docket Nos. ITC-T/C-20171213-00221, ITC-T/C-20171213-00222, ITC-T/C-20171213-00223, WC Docket No. 17-356*

Dear Ms. Dortch:

B. Riley Financial, Inc. (“B. Riley”), by its undersigned counsel, supplements the above-referenced applications to transfer control of YMax Communications Corp. (“YMax”), magicJack SMB, Inc. (“MJSMB”), and Broadsmart Global, Inc. (“Broadsmart”) (collectively, the “Licensees”) from magicJack VocalTech Ltd. (“MJVT”) to B. Riley. The applications noted that B. Riley was considering an internal corporate reorganization that would remove any foreign ownership from the Licensees’ ownership structure shortly after closing. B. Riley hereby confirms that it will undertake the reorganization, and the purpose of this letter is to explain how and when this reorganization will occur.

To effectuate the reorganization, BRPI Acquisition Co LLC (“BRPI Acquisition”), a new U.S. holding company, has been formed as a wholly-owned direct subsidiary of Riley Principal Investments, LLC (“BRPI”), which is a direct, wholly-owned subsidiary of B. Riley.¹ Upon closing of the transaction and as an intermediate step, MJVT (a company organized under the laws of Israel) will become a wholly-owned direct subsidiary of BRPI, and the Licensees will become wholly-owned, indirect subsidiaries of B. Riley through YMax Corp. (the direct parent

¹ BRPI Acquisition’s address is 21255 Burbank Blvd, Suite 400, Woodland Hills, California 91367, and it was formed under the laws of the state of Delaware.

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company of YMax, MJSMB, and Broadsmart), which is a wholly-owned direct subsidiary of MJVT.

No later than one day after closing of the transaction, B. Riley will undertake an internal reorganization pursuant to which YMax Corp. will become a wholly-owned direct subsidiary of BRPI Acquisition (instead of remaining a wholly-owned direct subsidiary of MJVT). The Licensees will continue to be wholly-owned, indirect subsidiaries of B. Riley through YMax Corp., BRPI Acquisition and BRPI, without any intervening ownership by MJVT. MJVT will become a separate, wholly-owned subsidiary of BRPI Acquisition and will eventually be dissolved.

In short, after the reorganization, all entities and individuals that hold a direct or indirect 10 percent or greater ownership interest in the Licensees will be U.S. companies or citizens. Exhibit A illustrates the ownership structure of the Licensees prior to closing, as well as the post-closing ownership structure of the Licensees, both before and after the reorganization.

Please contact the undersigned if you have any questions regarding this supplement.

Respectfully submitted,

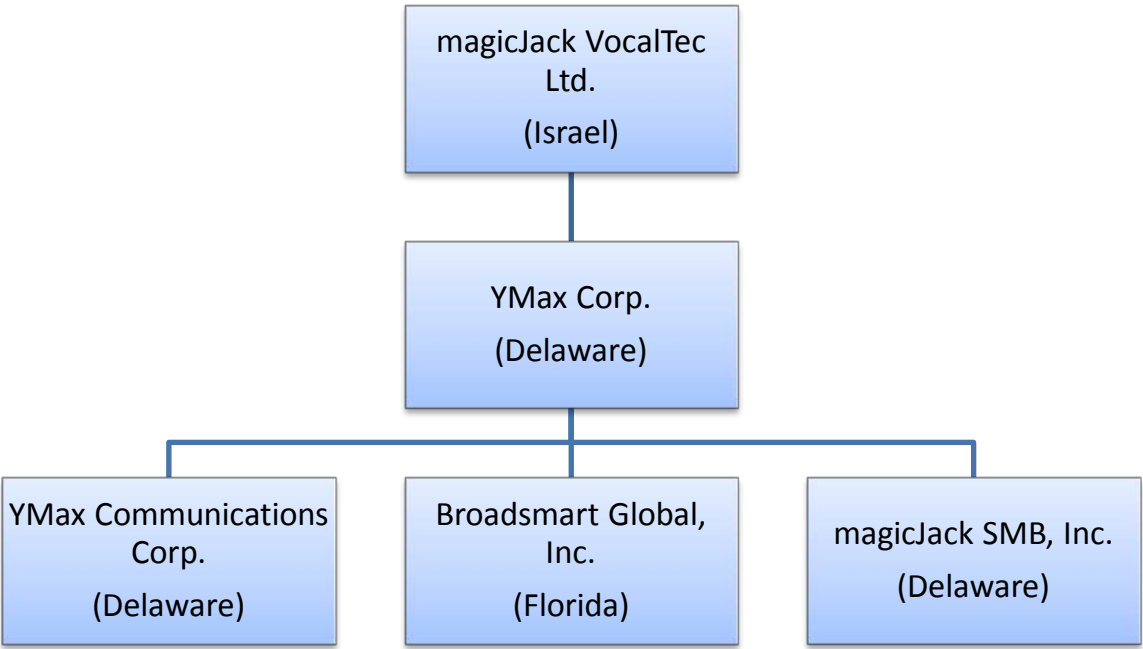
/s/ William F. Maher

William F. Maher
Jennifer L. Kostyu
Counsel to B. Riley Financial, Inc.

Attachment

cc: David Krech
Sumita Mukhoty
Jodie May
Gregory Kwan
Bennett Ross

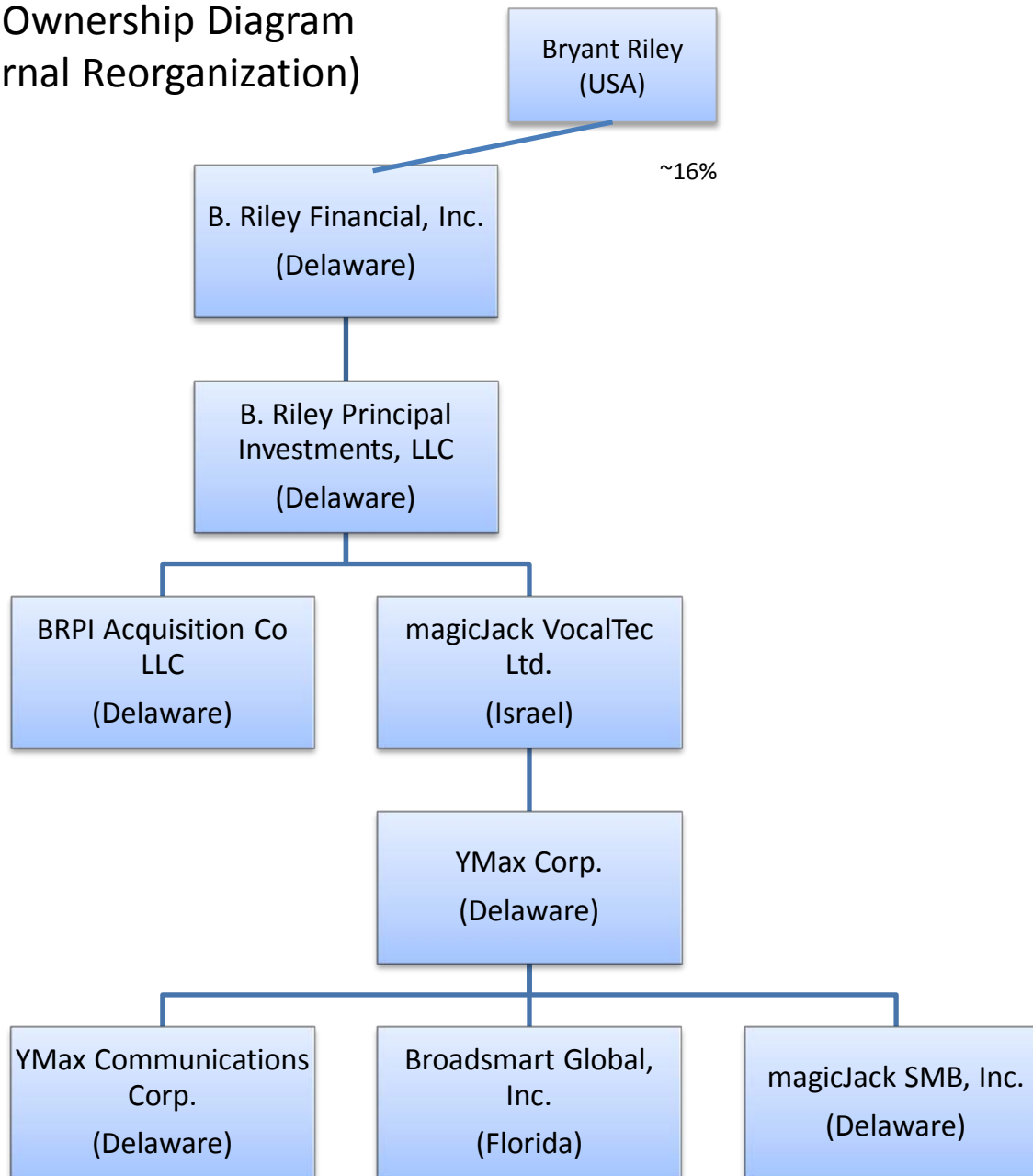
Pre-Closing Ownership Diagram



Ownership interests are 100% unless otherwise indicated

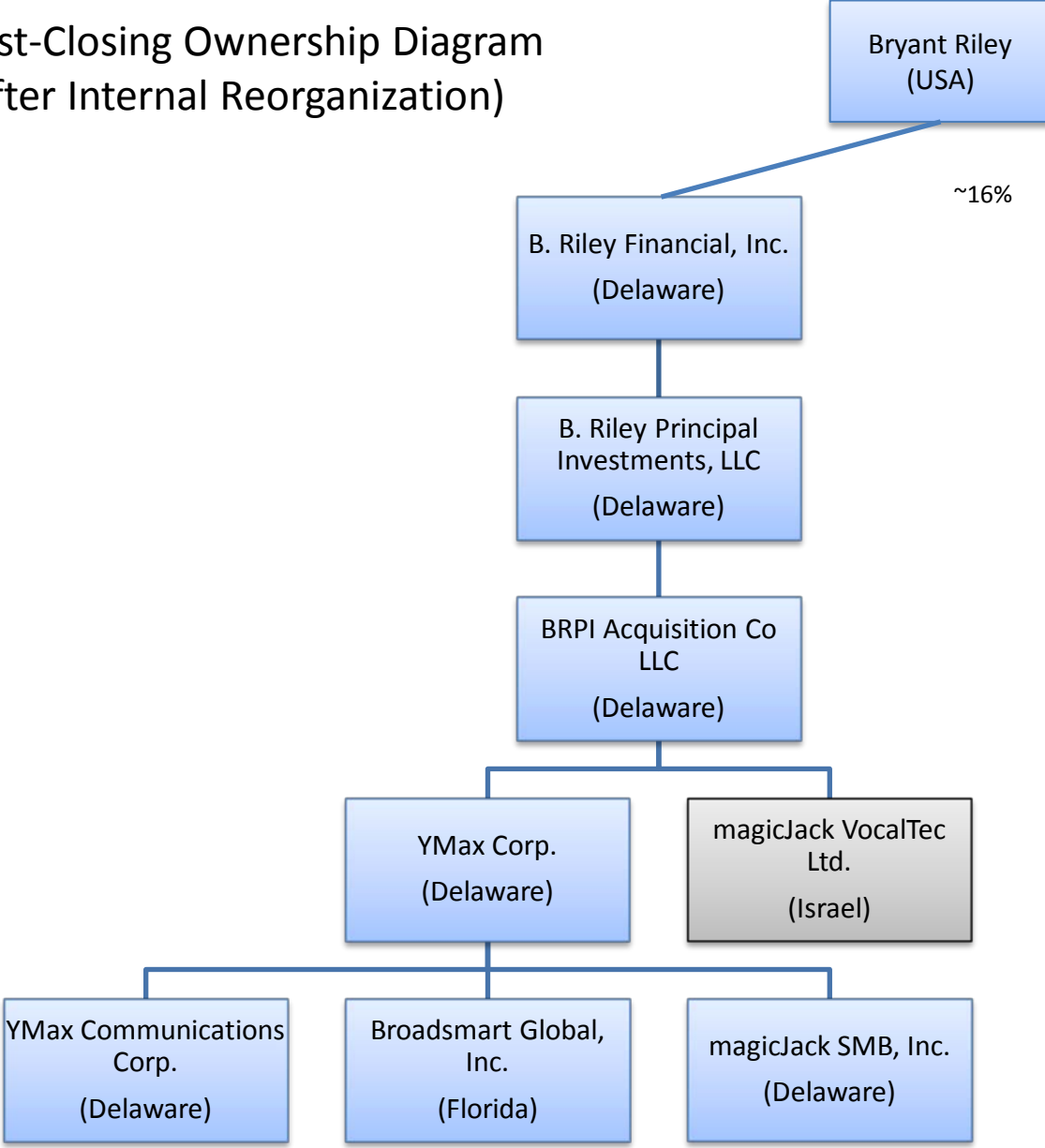
Post-Closing Ownership Diagram (Prior to Internal Reorganization)

Exhibit A



Ownership interests are 100% unless otherwise indicated

Post-Closing Ownership Diagram
(After Internal Reorganization)



Ownership interests are 100% unless otherwise indicated