

## ATTACHMENT 1

### Notification of the *Pro Forma* Transfer of Control

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 64.24(f) of the Commission's rules,<sup>1</sup> Syniverse Technologies, LLC ("Syniverse Technologies") notifies the Commission of an internal reorganization that occurred on January 1, 2020, which resulted in the *pro forma* transfer of control of Syniverse Technologies and its international Section 214 authorization.<sup>2</sup> Because the reorganization did not result in a change in the ultimate control of Syniverse Technologies and its international Section 214 authorization, it was *pro forma*.

#### Answer to Question 10

All communications in connection with this notification should be directed to the following:

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Syniverse Technologies holds an international Section 214 authorization to provide global international facilities-based and resold services between the United States and international points pursuant to Sections 63.18(e)(1) and 63.18(e)(2) of the Commission's rules (File No. ITC-214-20050420-00154).

#### Answer to Question 11

Pursuant to Section 63.18(h) of the Commission's rules, the following entities currently directly or indirectly hold a ten percent or greater ownership interest in Syniverse Technologies.

**Syniverse Technologies** is a Delaware limited liability company whose principal business is the provision of technology and communications services. Syniverse Technologies is a wholly-owned subsidiary of **Syniverse Holdings, Inc.**, a Delaware corporation that operates as an intermediate holding entity. Syniverse Holdings, Inc. is, in turn, a wholly-owned subsidiary of **Buccaneer Holdings, LLC**, a Delaware corporation that operates as an intermediate holding

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<sup>1</sup> 47 U.S.C. § 214; 47 C.F.R. § 64.24(f).

<sup>2</sup> Syniverse Technologies currently provides no telecommunications services on a common carrier basis, and has no customers that are being served pursuant to its international Section 214 authorization.

entity. Buccaneer Holdings, LLC is a wholly-owned subsidiary of **Syniverse Corporation** (“**Syniverse**”), a Delaware corporation that operates as a holding company.

Syniverse is owned and controlled by **Carlyle Partners V, L.P.**, a Delaware limited partnership and an intermediate holding entity that holds approximately 84 percent of the equity interests in Syniverse.

Carlyle Partners V, L.P. is controlled by **TC Group V, L.P.**, a Delaware limited partnership and intermediate holding entity. TC Group V, L.P. is controlled by its general partner, **TC Group V, LLC**.

TC Group V, LLC is a Delaware limited liability company that operates as an intermediate holding entity. TC Group V, LLC is controlled by its sole member, **TC Group Cayman Investment Holdings Sub L.P.**

TC Group Cayman Investment Holdings Sub L.P. is a limited partnership organized under the laws of the Cayman Islands, a British Overseas Territory, that operates as an intermediate holding entity. TC Group Cayman Investment Holdings Sub L.P. is controlled by its general partner, **TC Group Cayman Investment Holdings L.P.**

TC Group Cayman Investment Holdings L.P. is a limited partnership organized under the laws of the Cayman Islands, a British Overseas Territory, that operates as an intermediate holding entity. TC Group Cayman Investment Holdings L.P. is controlled by its general partner, **CG Subsidiary Holdings, L.L.C.**

CG Subsidiary Holdings, L.L.C. is a Delaware limited liability company that operates as an intermediate holding entity. CG Subsidiary Holdings L.L.C. is controlled by its sole member, **Carlyle Holdings II L.L.C.**

Carlyle Holdings II L.L.C. is a Delaware limited liability company that operates as an intermediate holding entity. Carlyle Holdings II L.L.C. is controlled by its managing member, **Carlyle Holdings II GP L.L.C.**

Carlyle Holdings II GP L.L.C. is a Delaware limited liability company that operates as an intermediate holding entity. Carlyle Holdings II GP L.L.C. is controlled by its sole member, **The Carlyle Group Inc.**

The Carlyle Group Inc. is a Delaware corporation that operates as a publicly traded holding entity. The Carlyle Group Inc. is managed by **Carlyle Group Management L.L.C.**, a Delaware limited liability company. Carlyle Group Management L.L.C. is controlled by the following individuals, all of whom are U.S. citizens:<sup>3</sup>

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<sup>3</sup> Senior Carlyle Group professionals have granted an irrevocable proxy to Carlyle Group Management L.L.C. that entitle it to vote their shares of common stock in The Carlyle Group Inc. until such time as certain conditions are met. Carlyle Group Management L.L.C. is governed by a board of managers appointed by senior Carlyle Group professionals, who hold a majority in interest of its members.

- (a) William E. Conway, Jr. is Co-Chief Executive Officer and Co-founder of The Carlyle Group, a private equity firm. Mr. Conway holds approximately 13 percent of the common stock of The Carlyle Group Inc. and holds an approximate 21 percent ownership interest in Carlyle Group Management L.L.C.
- (b) David M. Rubenstein is Co-Chief Executive Officer and Co-founder of The Carlyle Group. Mr. Rubenstein holds approximately 14 percent of the common stock of The Carlyle Group Inc. and holds an approximate 22 percent ownership interest in Carlyle Group Management L.L.C.
- (c) Daniel A. D’Aniello is Chairman and Co-founder of The Carlyle Group. Mr. D’Aniello holds approximately 13 percent of the common stock of The Carlyle Group Inc. and holds an approximate 21 percent ownership interest in Carlyle Group Management L.L.C.

The address for the Syniverse and Buccaneer entities listed above is 8125 Highwoods Palm Way, Tampa, FL 33647. The address for the Carlyle Group individuals and entities identified above is in care of The Carlyle Group at 1001 Pennsylvania Ave., N.W., Suite 220S, Washington, D.C. 20004.

No other entity or individual directly or indirectly holds a 10 percent or greater ownership interest in Syniverse Technologies.

**Answer to Question 13**

On January 1, 2020, an internal reorganization was undertaken by The Carlyle Group affiliates listed above, which control Syniverse and Syniverse Technologies. The reorganization included: (1) the insertion of a new intermediate holding company, CG Subsidiary Holdings L.L.C.; (2) the conversion of The Carlyle Group L.P. – now called The Carlyle Group Inc. – into a Delaware corporation; and (3) the replacement of Carlyle Holdings II, L.L.C. with a newly formed Delaware limited liability company with the same name. Syniverse Technologies remains a wholly-owned indirect subsidiary of Syniverse, which remains under the control of The Carlyle Group affiliates. Accordingly, the reorganization was *pro forma* in nature.