

ATTACHMENT 1

NOTIFICATION OF *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,¹ Intrado IP Communications, Inc. ("Intrado IP") notifies the Commission of an internal restructuring that resulted in the *pro forma* transfer of control of Intrado IP and its international Section 214 authorization. Because the restructuring did not result in a change in the ultimate control of Intrado IP or its international Section 214 authorization, the transaction was *pro forma*.

Answer to Question 10 (Section 63.18(c)-(d))

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

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Intrado IP holds one international Section 214 authorization to provide global facilities-based and global resale services (File No. ITC-214-20110309-00066).

Answer to Question 11 (Section 63.18(h))

The following entity holds a direct ten percent or greater voting or equity interest in Intrado IP:

Name:	Intrado EC Holdings, Inc.
Address:	11808 Miracle Hills Drive Omaha, Nebraska 68154
Citizenship:	Delaware
Principal Business:	Sole shareholder of Intrado IP
Interest Held:	100 percent voting and equity

The following entity holds a direct ten percent or greater voting or equity interest in Intrado EC Holdings, Inc.:

Name:	Intrado EC Holdings, L.P.
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¹ 47 U.S.C. § 214; 47 C.F.R. § 64.24(f).

Address: 11808 Miracle Hills Drive
Omaha, Nebraska 68154
Citizenship: Delaware
Principal Business: Sole shareholder of Intrado EC Holdings, Inc.
Interest Held: 100 percent voting and equity

The following entities hold a direct ten percent or greater voting or equity interest in Intrado EC Holdings, L.P.:

Name: Intrado EC Holdings GP, LLC
Address: 11808 Miracle Hills Drive
Omaha, Nebraska 68154
Citizenship: Delaware
Principal Business: General partner of Intrado EC Holdings, L.P.
Interest Held: 100 percent voting (no equity)

Name: Intrado Interactive Services Corporation
Address: 11808 Miracle Hills Drive
Omaha, Nebraska 68154
Citizenship: Delaware
Principal Business: Limited partner of Intrado EC Holdings, L.P.
Interest Held: 78 percent equity (no voting)

Name: Intrado Communications Holdings, LLC
Address: 11808 Miracle Hills Drive
Omaha, Nebraska 68154
Citizenship: Delaware
Principal Business: Limited partner of Intrado EC Holdings, L.P.
Interest Held: 22 percent equity (no voting)

The following entity holds a direct ten percent or greater voting or equity interest in Intrado EC Holdings GP, LLC; Intrado Interactive Services Corporation; and Intrado Communications Holdings, LLC:

Name: Intrado Corporation
Address: 11808 Miracle Hills Drive
Omaha, Nebraska 68154
Citizenship: Delaware
Principal Business: Sole member and manager of Intrado EC Holdings GP, LLC; Intrado Interactive Services Corporation; and Intrado Communications Holdings, LLC
Interest Held: 100 percent voting and equity

The following entity holds a direct ten percent or greater voting or equity interest in Intrado Corporation:

Name: Olympus Holdings II, LLC
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Sole shareholder of Intrado Corporation
Interest Held: 100 percent voting and equity

The following entity holds a direct ten percent or greater voting or equity interest in Olympus Holdings II, LLC:

Name: Olympus Holdings I, LLC
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Sole member and manager of Olympus Holdings II, LLC
Interest Held: 100 percent voting and equity

The following entity holds a direct ten percent or greater voting or equity interest in Olympus Holdings I, LLC:

Name: Mount Olympus Holdings, Inc.
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Sole member and manager of Olympus Holdings I, LLC
Interest Held: 100 percent voting and equity

The following entities hold a ten percent or greater direct voting or equity interest in Mount Olympus Holdings, Inc.:

Name: AP VIII Olympus VoteCo, LLC (“Olympus VoteCo”)
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Sole Class A voting shareholder of Mount Olympus Holdings, Inc.
Interest: 100 percent voting (no equity)

Name: Mount Olympus Parent, L.P.
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Sole Class B non-voting shareholder of Mount Olympus Holdings, Inc. (also 9.9 percent voting and equity interest in, and member of, Olympus VoteCo)
Interest: 100 percent equity (no voting)

The following individuals hold a ten percent or greater direct voting or equity interest in Olympus VoteCo:²

Name: Matthew Nord
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: US
Interest: 45.05 percent voting and equity interest in, and manager and member of, Olympus VoteCo

Name: Robert Kalsow-Ramos
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: US
Interest: 45.05 percent voting and equity interest in, and manager and member of, Olympus VoteCo

The following entity holds a ten percent or greater direct equity interest in Mount Olympus Parent, L.P.:

Name: AP VIII Olympus Holdings, L.P.
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Limited partner in AP VIII Olympus Holdings II, L.P.
Interest: 73 percent equity³

The following entities will hold a ten percent or greater direct equity interest in AP VIII Olympus Holdings, L.P.⁴

² Although these individuals hold an equity interest in Olympus VoteCo, Olympus VoteCo does not hold a direct or indirect equity interest in Mount Olympus Holdings, Inc. or any of Mount Olympus Holdings, Inc.'s subsidiaries, including Intrado IP Communications, Inc.

³ The equity interest in Mount Olympus Parent, L.P. that is not held by AP VIII Olympus Holdings, L.P. is held by co-investors (through AP Olympus Co-Invest, L.P.) and members of the Intrado management team. None of these investors individually hold a direct or indirect equity interest in Mount Olympus Parent, L.P. of ten percent or more, and Mount Olympus Parent, L.P. does not hold a ten percent or greater direct or indirect voting interest in Mount Olympus Holdings, Inc. or any of Mount Olympus Holdings, Inc.'s subsidiaries, including Intrado IP Communications, Inc.

⁴ No limited partner in Apollo Investment Fund VIII, L.P., AOP VIII (AIV), L.P., or Apollo Overseas Partners (Delaware 892) VIII, L.P. holds a ten percent or greater direct or indirect aggregate limited partnership interest in AP VIII Olympus Holdings, L.P., and AP VIII Olympus Holdings, L.P. does not hold a ten percent or greater direct or indirect voting interest in Mount

Name: Apollo Investment Fund VIII, L.P.
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Investment in AP VIII Olympus Holdings, L.P.
Interest: 47.93 percent equity

Name: AOP VIII (AIV), L.P.
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Investment in AP VIII Olympus Holdings, L.P.
Interest: 14.67 percent equity

Name: Apollo Overseas Partners (Delaware 892) VIII, L.P.
Address: 9 West 57th Street, 43rd Floor
New York, NY 10019
Citizenship: Delaware
Principal Business: Investment in AP VIII Olympus Holdings, L.P.
Interest: 30.07 percent equity

An ownership diagram depicting the ownership of Intrado IP prior to and following the consummation of the restructuring is attached as Exhibit A. No other entity or individual directly or indirectly holds a 10 percent or greater voting or equity interest in Intrado IP.

Answer to Question 12 (Section 63.18(h))

As previously disclosed to the Commission, certain executives of Intrado Corporation have interlocking directorates with foreign carriers, all of which are subsidiaries of Intrado Corporation.⁵

Answer to Question 13

As a result of an internal corporate restructuring that occurred on December 31, 2020, certain *pro forma* changes were made in the ownership chain of Intrado IP. Specifically, the following new intermediate wholly owned holding companies were inserted immediately above Intrado IP in its ownership chain:

- Intrado EC Holdings, Inc. (“Intrado ECHI”) was inserted immediately above Intrado IP.

Olympus Holdings, Inc. or any of Mount Olympus Holdings, Inc.’s subsidiaries, including Intrado IP Communications, Inc.

⁵ See, e.g., ITC-T/C-20190201-00069.

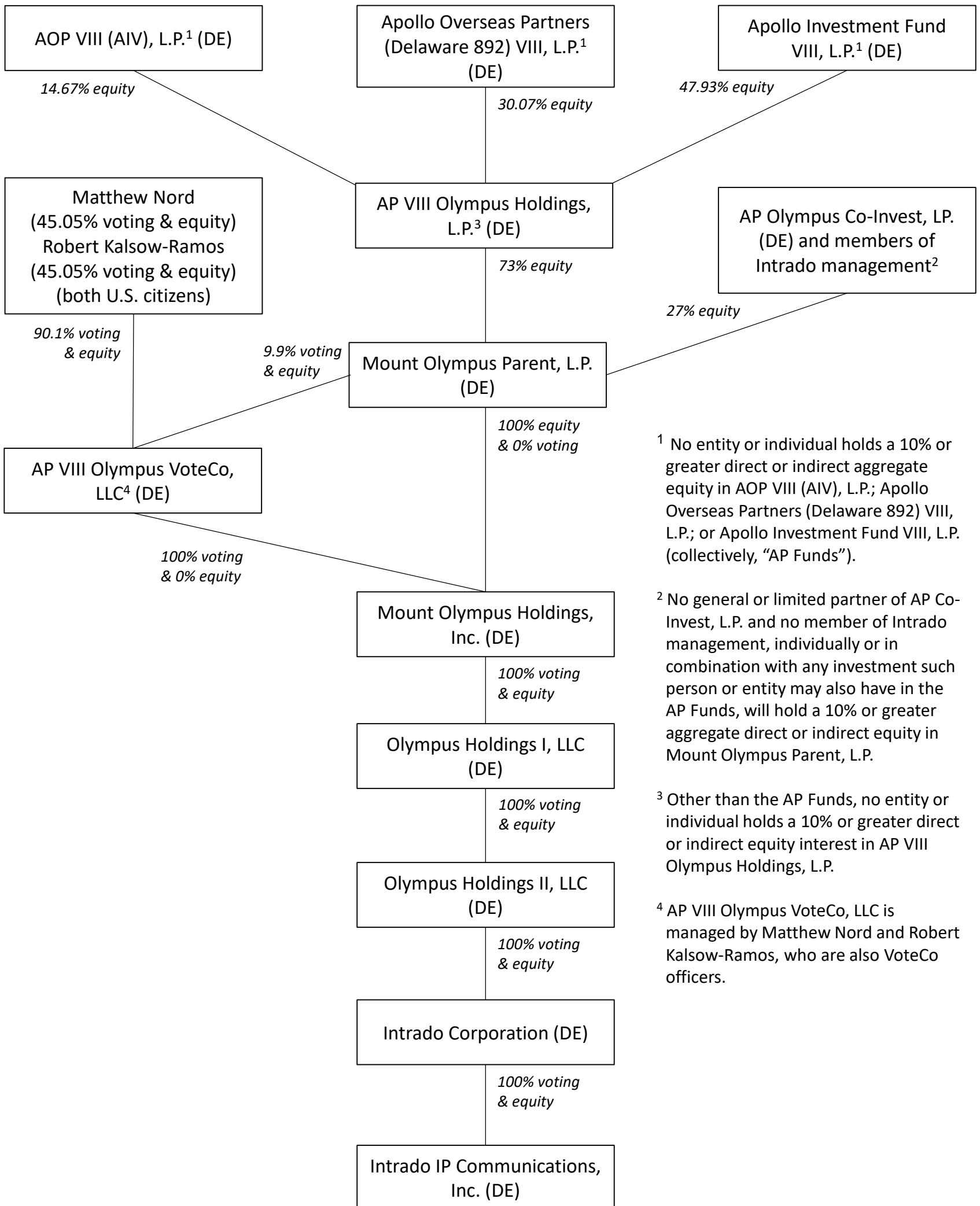
- Intrado EC Holdings, L.P. (“Intrado ECLP”) was inserted immediately above Intrado ECHI.
- Three intermediate holding companies were inserted immediately above Intrado ECLP: Intrado EC Holdings GP, LLC is the general partner of Intrado ECLP; Intrado Interactive Services Corporation and Intrado Communications Holdings, LLC are limited partners of Intrado ECLP.

All of the newly inserted intermediate wholly owned holding companies were formed under the laws of Delaware. An ownership diagram depicting the ownership of Intrado IP prior to and following the consummation of the restructuring is attached as Exhibit A.

None of the foregoing changes had any effect on the indirect ultimate control or ownership of Intrado IP. Therefore, the transaction was *pro forma* in nature. As the Commission has stated, in situations “where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest.”⁶

⁶ *Communications Bar Ass’ns Petition for Forbearance from Section 310(d) of the Communications Act*, Memorandum Opinion and Order, 13 FCC Rcd. 6293, 6299, ¶ 8 (1998) (concluding that a “corporate reorganization which involves no substantial change in the beneficial ownership of the corporation” is *pro forma* in nature); *see also 1998 Biennial Review – Review of International Common Carrier Regulations*, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999) (finding that “[r]egulatory review of [pro forma] transactions yields no significant public interest benefits, but may delay or hinder transactions that could provide substantial financial, operational, or administrative benefits for carriers.”).

Exhibit A(1): Pre-Closing Structure



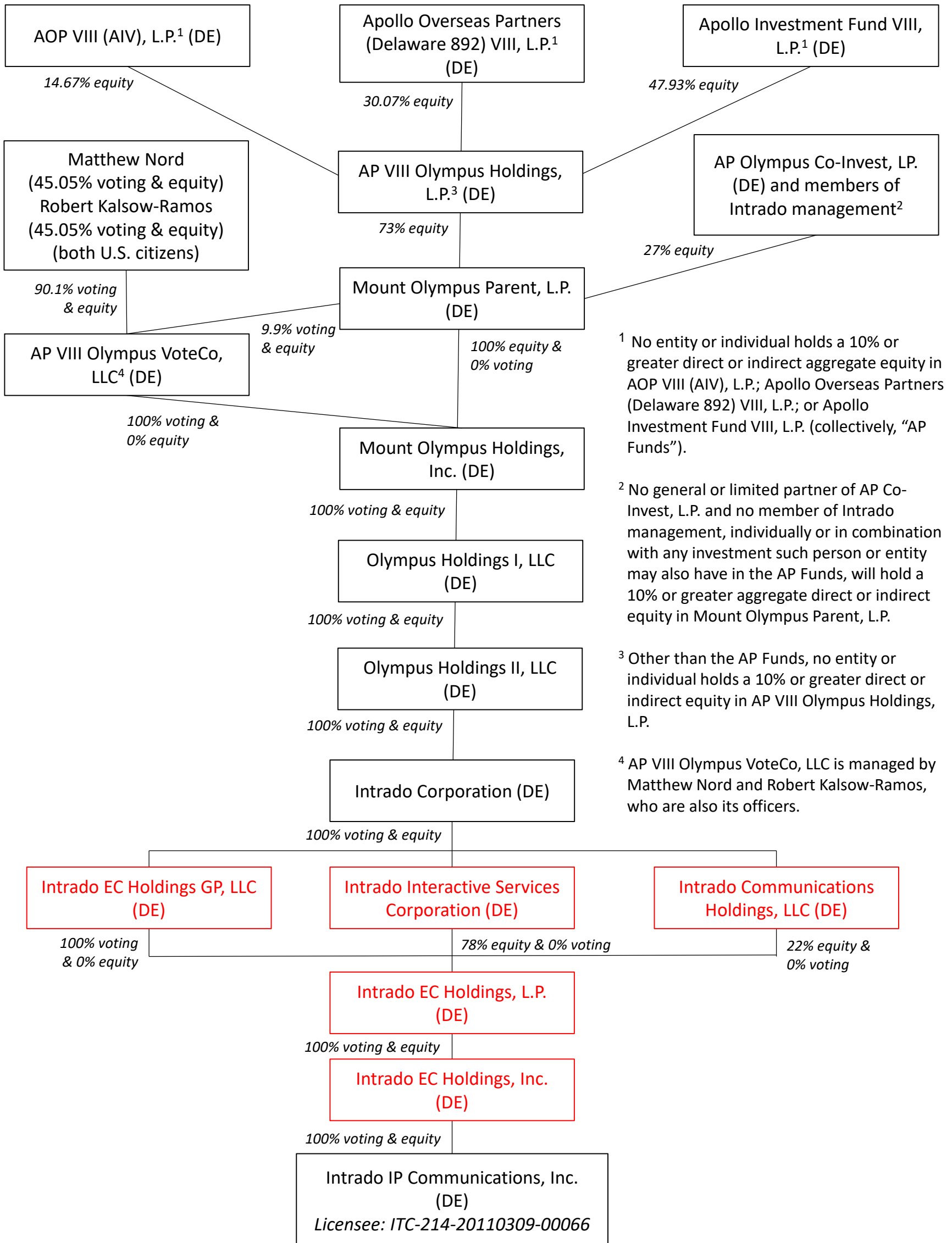
¹ No entity or individual holds a 10% or greater direct or indirect aggregate equity in AOP VIII (AIV), L.P.; Apollo Overseas Partners (Delaware 892) VIII, L.P.; or Apollo Investment Fund VIII, L.P. (collectively, "AP Funds").

² No general or limited partner of AP Co-Invest, L.P. and no member of Intrado management, individually or in combination with any investment such person or entity may also have in the AP Funds, will hold a 10% or greater aggregate direct or indirect equity in Mount Olympus Parent, L.P.

³ Other than the AP Funds, no entity or individual holds a 10% or greater direct or indirect equity interest in AP VIII Olympus Holdings, L.P.

⁴ AP VIII Olympus VoteCo, LLC is managed by Matthew Nord and Robert Kalsow-Ramos, who are also VoteCo officers.

Exhibit A(2): Post-Closing Structure



¹ No entity or individual holds a 10% or greater direct or indirect aggregate equity in AOP VIII (AIV), L.P.; Apollo Overseas Partners (Delaware 892) VIII, L.P.; or Apollo Investment Fund VIII, L.P. (collectively, "AP Funds").

² No general or limited partner of AP Co-Invest, L.P. and no member of Intrado management, individually or in combination with any investment such person or entity may also have in the AP Funds, will hold a 10% or greater aggregate direct or indirect equity in Mount Olympus Parent, L.P.

³ Other than the AP Funds, no entity or individual holds a 10% or greater direct or indirect equity in AP VIII Olympus Holdings, L.P.

⁴ AP VIII Olympus VoteCo, LLC is managed by Matthew Nord and Robert Kalsow-Ramos, who are also its officers.