

April 23, 2021

**FILED ELECTRONICALLY**

Hon. Aida Camacho  
Secretary to the Board  
New Jersey Board of Public Utilities  
44 South Clinton Avenue, 7th Floor  
Trenton, New Jersey 08625

**Re: Joint Petition of Wholesale Carrier Services, Inc., and BCM One Group Holdings, Inc., for Approval of a Transfer of Control and for Authorization for Wholesale Carrier Services, Inc., to Become a Co-Borrower with Respect to Certain Debt Financing Previously Approved by the Board of Public Utilities. BPU Docket No.: TM21030647**

Dear Secretary Camacho:

Wholesale Carrier Services, Inc. (“WCS,” “Company,” or “Transferor”) and BCM One Group Holdings, Inc. (“BCM One Group Holdings” or “Transferee”) (collectively “Petitioners”), by and through counsel, hereby respond to New Jersey Division of Rate Counsel’s letter regarding the proposed transfer of control of WCS to BCM One Group Holdings, and authorization for WCS to become a co-borrower with respect to certain debt financing previously approved by the Board in Docket No. TF19020149, contemporaneously with the approval by the Commission of the proposed transfer of control application involving the Petitioners.<sup>1</sup>

The Petitioners respectfully request concurrent approval of both the transfer of control and the debt financing, consistent with the actions previously taken by the Board in regards to BCM

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<sup>1</sup> See Letter from Stefanie A. Brand, Esq., Director, Division of Rate Counsel, and Maria T. Novas-Ruiz, Assistant Deputy Rate Counsel, to Aida Camacho-Welsh, Board Secretary, New Jersey Board of Public Utilities (dated Apr. 19, 2021).

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One, Inc. in Docket No. TM18101120.<sup>2</sup> Furthermore, the debt financing for which the Petitioners seeks approval has already been reviewed and approved by the Board as it relates to BCM One, Inc.<sup>3</sup> WCS will also join in the conditions BCM One has abided by to file semi-annual updates with the Board regarding use of the debt proceeds and updates of loan documentation. Concurrent review would allow for a streamlined and efficient process for both the Board and the Petitioners.

The Petitioners are willing and able to provide whatever additional financial information about WCS and BCM One Group Holdings that the Board and/or Rate Counsel requests in order to proceed contemporaneously with both the proposed transfer of control application and the debt financing request.

Respectfully submitted,

/s/ Todd B. Lantor

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<sup>2</sup> See In the Matter of BCM One, Inc.'s Notification for a Change in Stock Ownership Resulting in a Transfer of Control and Related Financing, Docket No. TM18101120 (Dec. 18, 2018). – Referred to as (“BCM”) Petition for Approval to Obtain Debt Financing, Order, Docket No. TF19020149 (dated April 18, 2019).

<sup>3</sup> See TF21010036; TF20020136; TF19020149; and TM18101120.

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