



SIDLEY AUSTIN LLP
1501 K STREET, N.W.
WASHINGTON, D.C. 20005
+1 202 736 8000
+1 202 736 8711 FAX

AMERICA • ASIA PACIFIC • EUROPE

Spetember 2, 2022

FILED VIA EMAIL

Aida Camacho
Secretary of the Board
New Jersey Board of Public Utilities
44 S. Clinton Avenue
Trenton, NJ 08625

**Re: BCM One, Inc. – Referred to as (“BCM”) and Wholesale Carrier Services, Inc. –
Referred to as (“WCS”) Joint Petition for Approval to Obtain Debt Financing;
Docket No. _____**

Dear Secretary Camacho:

Please find attached, pursuant to N.J.A.C. 14:1-12.3(d), the following: (1) a Confidential Copy of Joint Petition of BCM One, Inc. and Wholesale Carrier Services, Inc. for Approval to Obtain Debt Financing; (2) a Preliminary Public Copy of the information provided by BCM One and WCS, which is identical to the Confidential Copy except that any asserted confidential information has been deleted; (3) a consolidated set of CONFIDENTIAL exhibits; (4) a draft order in .doc form; and (5) a draft Non-Disclosure Agreement in .doc form.

Pursuant to N.J.A.C. 14:1-12.3(c), the first page of the Confidential Copy has been labelled “**CONFIDENTIAL COPY.**” BCM One and WCS have appropriately indicated, through the use of underscoring, highlighting, or other means, all information in the Confidential Copy that BCM One asserts to be confidential. The first page of the Preliminary Public Copy has been labelled “**PRELIMINARY PUBLIC COPY**” and also bears a notation stating that confidential information has been deleted.

The information that is hereby submitted in response to the Board provision, and that BCM One and WCS assert is confidential (hereinafter referred to as the “Confidential Information”), relates to revenue information, costs related to debt issuances, debt-to-equity ratios, schedules of outstanding debt, and loan agreements.

The following paragraphs provide information that is being submitted by BCM One, pursuant to N.J.A.C. 14:1-12.8(a), to substantiate its claims of confidentiality.

1. Measures taken by BCM One and WCS to prevent disclosure of the information to others (§ 14:1-12.8(a)(1)).

BCM One and WCS routinely guard against disclosure of Confidential Information (1) by instructing Company personnel that such information is for internal use only, and must not be disclosed or released to any persons or entities outside the Company; (2) by providing for secure storage of such information; and (3) to the extent such information is retained in electronic form, utilizing password protections and similar restrictive measures to protect against unauthorized access to such information.

2. Whether the information is contained in materials that are routinely available to the general public (§ 14:1-12.8(a)(2)).

The Confidential Information is not contained in materials that are routinely available to the general public.

3. Whether the information is contained in materials that are routinely available to other government agencies, regardless of whether such agencies treat the information as confidential, and the reasons therefor (§ 14:1-12.8(a)(3)).

The Confidential Information is not contained in materials that are routinely available to other government agencies.

4. The extent to which the information has been disclosed to others, and the precautions taken to prevent further disclosure (§ 14:1-12.8(a)(4)).

BCM has not disclosed the Confidential information to others.

5. If the Board, the Board's records custodian, or any other State or Federal agency or court of competent jurisdiction has previously made a confidentiality determination relevant to the pending confidentiality claim, provide copies of all such determinations (§ 14:1-12.8(a)(5)).

BCM One and WCS are not aware of any confidentiality determination made by any other State or Federal agency or court of competent jurisdiction relevant to the Confidential Information.

6. A description of any harmful effects that disclosure would have upon BCM One and WCS, including, but not limited to, BCM One and WCS's competitive or bidding position, trade secrets, proprietary commercial or financial information, or national

security, and an explanation of the causal relationship between the disclosure and such harmful effects (§ 14:1-12.8(a)(6)).

Any release by the Board of the Confidential Information would cause BCM One and WCS competitive harm by allowing its competitors to become aware of sensitive proprietary information regarding the operation of BCM One and WCS' business at a level of detail not currently available to the public. Any competitor given access to such information would thereby be given an advantage in developing strategies and taking actions to enhance its competitive position to the detriment of BCM One and WCS.

7. The period of time for which BCM One and WCS desires that the Board's records custodian treat the asserted confidential information as confidential information (§ 14:1-12.8(a)(7)).

BCM One and WCS cannot determine at this time any date on which the Confidential Information should not be considered confidential.

8. If known, any provision in a statute, rule, Order or other document, which would exempt the information from public disclosure (§ 14:1-12.8(a)(8)).

N.J.S.A. 47:1A-1.1 provides that "[a] government record shall not include ... information which, if disclosed, would give an advantage to competitors or bidders[,]" and that such information "is deemed to be confidential for the purposes of P.L.1963, c.73 (C.47:1A-1 et seq.) [the "Open Public Records Act"] as amended and supplemented"

9. Any other substantiation that BCM One and WCS believes to be relevant in establishing that the Board's records custodian should determine the information to be confidential information (§ 14:1-12.8(a)(9)).

The Confidential Information bears directly on the inner workings and operations of BCM One and WCS and, in their view, this information is generally recognized as confidential and proprietary.

* * * * *

BCM One hereby requests, pursuant to N.J.A.C. 14:1-12.4(a)(3), that all communications of the Board's records custodian (oral and written), including, without limitation, the notices listed in N.J.A.C. 14:1-12.7 and 14:1-12.9, be directed to the designee specified below:

Aida Camacho
Secretary of the Board
New Jersey Board of Public Utilities
September 2, 2022
Page 4

Claimants BCM One, Inc.
295 Madison Avenue, 5th Floor,
New York, New York 10017

Wholesale Carrier Services, Inc.
12350 NW 39th Street
Coral Springs, Florida, 33065

Designees Marc Korman
SIDLEY AUSTIN LLP
1501 K Street N.W.
Washington, DC 20005
(202) 736-8417
mkorman@sidley.com

Counsel for BCM One, Inc. and Wholesale Carrier Services, Inc.

Please contact counsel below if any questions arise concerning the above-referenced Joint Supplement or if you require any additional information.

Sincerely,



Marc Korman
SIDLEY AUSTIN LLP
1501 K Street N.W.
Washington, DC 20005
(202) 736-8417
mkorman@sidley.com

*Counsel for BCM One, Inc. and
Wholesale Carrier Services, Inc.*

Enclosures