

DENNIS C. LINKEN, Partner
dlinken@scarincihollenbeck.com
Phone: 201-806-3426 | Fax: 201-896-8660

RECEIVED

August 19, 2015

AUG 21 2015
CMS

AUG 21 2015

BOARD OF PUBLIC UTILITIES
MAIL ROOM

Via Email and FedEx Overnight Mail

Irene Kim Asbury, Secretary
NJ Board of Public Utilities
44 South Clinton Avenue, 9th Floor
Trenton, NJ 08625

**Re: In the Matter of the Verified Petition of Zayo Group, LLC, for Approval to Expand
its Financing Arrangements
Docket No. TF15010136
Notice of Completion of Additional Financing Arrangements**

Dear Secretary Asbury:

On March 18, 2015, the Board issued an Order authorizing Zayo Group, LLC ("Zayo") to expand its financing arrangements up to an aggregate amount of \$4.52 Billion. To date, Zayo has outstanding financing arrangements and commitments of \$4.24 Billion. Most recently, Zayo issued on May 6, 2015, \$350 Million in 6.375% Senior Notes due 2025 (the "2025 Notes"), which are unsecured. These notes were used in part to repay a portion of Zayo's existing secured term loans that had a higher interest rate and were close to maturing. This step is a part of Zayo's ongoing efforts to strengthen its overall credit profile by improving its interest position and debt maturity obligations whenever possible.

The 2025 Notes are generally consistent with the parameters of the debt instruments described in Zayo's original Petition although the 2025 Notes have a longer maturity date of 10 years rather than the up to 8 years described in the Petition. The longer maturity period is not a material difference from the terms described in the Petition and in fact strengthens Zayo's overall credit profile. For example, the issuance of the 2025 Notes and the associated reduction in interest expenses and extended maturity obligations has improved Zayo's credit rating according to at least one credit rating agency. However, in order to assure completeness of the Board's records, Zayo is notifying the Board of this development.

In the event Zayo plans to increase its financing arrangements and commitments beyond \$4.52 Billion in the future or issue debt that is materially different from the terms described in the Petition, Zayo will seek prior approval from the Board as it has done in the past.

CMS
Legal
D. Flanagan
M. Beyer
C. Vachier

Irene Kim Asbury, Secretary

August 19, 2015

Page 2

It would be appreciated if you would kindly date stamp the extra copy of this letter as "FILED" and return it in the envelope provided. As always, should you require any further information, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'D. Linken', followed by a long horizontal flourish.

Dennis C. Linken

For the Firm

enc.

cc: Paul Flanagan, Executive Officer (w/enc. via email and FedEx overnight mail)
Mark C. Beyer, Chief Economist (w/enc. via email and FedEx overnight mail)
Maria T. Novas-Ruiz, Assistant Deputy Rate Counsel (w/enc. via email and regular mail)