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ENTERED
Office of Proceedings
July 12, 2024
Part of
Public Record

July 12, 2024

VIA E-FILING

Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423

**RE: STB Docket No. MCF-21117 – RESPONSE TO STB’S JULY 12, 2024
REQUESTS FOR FURTHER INFORMATION**

Dear Ms. Brown:

Applicants Bus Company Holdings Topco LP and Bus Company Holdings US LLC (collectively “Bus Company Holdings”), along with related co-applicants,¹ submit this letter to respond to questions raised by STB staff on a telephone conversation on July 12, 2024.

1. Please clarify whether Community Transport Lines LLC is acquiring any assets, and if so, of which Coach entity?

Community Transport Lines LLC is acquiring the assets of Community Bus Lines, Inc.

2. Please clarify whether Community Bus Lines, Inc. is being acquired, and if so, by which entity?

The assets of Community Bus Lines, Inc. are being acquired by Community Transport Lines LLC.

¹ Co-applicants are: Rockland Bus Lines, LLC; Shortline Transit LLC; Wisconsin Transit Lines LLC; Suburban Transit Lines LLC; Dillion’s Bus Lines LLC; OBC Lines LLC; Elko Bus Lines LLC; 1485832 B.C. Unlimited Liability Company; and Community Transport Lines LLC.

3. Please provide further information on the relationship between Bus Company Holdings Topco LP and Renco.

Renco owns the limited partnership interests of Bus Company Holdings Topco LP. It is a direct subsidiary of Renco with no intermediate companies between Bus Company Holdings Topco LP and Renco in the corporate organizational structure. Another wholly-owned Renco entity will be the General Partner of Bus Company Holdings Topco LP.

4. Please provide further information on the relationship between Bus Company Holdings US LLC and Renco.

Bus Company Holdings US LLC is owned by Bus Company Holdings Topco LP. Bus Company Holdings Topco LP is the only intermediate company between Bus Company Holdings US LLC and Renco in the corporate organizational structure.

5. Please clarify whether Renco exercises any direct control over any motor carriers.

Upon consummation of the Transaction, day-to-day control over the bus operations and services of the Acquisition Companies will be by management of the Acquisition Companies. Renco does not currently, and will not as a result of the Transaction, direct or oversee control of any day-to-day bus operations or services of the Acquisition Companies. Renco's only role is that it owns Bus Company Holdings Topco LP, and as a result, has an ownership interest in Bus Company Holdings US LLC. Any "control" is solely incidental to Renco's direct or indirect ownership interest, like any other sole or majority owner of an entity.

6. Please clarify what is meant by "non-competitive manner" in the following sentence included in the application: "Accordingly, all that will result from the Transaction is that bus services offered by the Coach USA Subsidiaries will continue in the same non-competitive manner previously approved by the Board, but under the control of Bus Company Holdings."

This statement refers to the fact that the STB previously concluded that the bus operations of the Coach USA Subsidiaries would not have any adverse impact on competition amongst motor carriers at the time that the Coach USA Subsidiaries' bus operations were authorized by the STB. Accordingly, because the STB previously authorized operation of the Coach USA Subsidiaries based on a finding that their operations would not result in an adverse impact on competition, the STB should reach the same conclusion here, given that the bus services of the Coach USA Subsidiaries will not change as a result of the Transaction.

7. Please clarify the following statement relative to the Acquisition Companies: "Bus Company Holdings is a non-carrier that does not currently control any other motor carriers."

Bus Company Holdings Topco LP and Bus Company Holdings US LLC control the motor carriers defined in the application as the "Acquisition Companies," which include Rockland Bus Lines,

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LLC; Shortline Transit LLC; Wisconsin Transit Lines LLC; Suburban Transit Lines LLC; Dillion's Bus Lines LLC; OBC Lines LLC; Elko Bus Lines LLC; 1485832 B.C. Unlimited Liability Company ; and Community Transport Lines LLC. The statement was meant to refer to the fact that Bus Company Holdings Topco LP and Bus Company Holdings US LLC do not control any motor carriers other than the Acquisition Companies.

8. Please provide an organizational chart.

Please see enclosed organizational charts.

Please let me know if you have any questions.

Respectfully submitted,



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Topco LLC, Bus Company Holdings US
LLC, Rockland Bus Lines, LLC; Shortline
Transit LLC; Wisconsin Transit Lines
LLC; Suburban Transit Lines LLC;
Dillion's Bus Lines LLC; OBC Lines LLC
Elko Bus Lines LLC; Community
Transport Lines LLC; and 1485832 B.C.
Unlimited Liability Company*

Applicant Organizational Chart

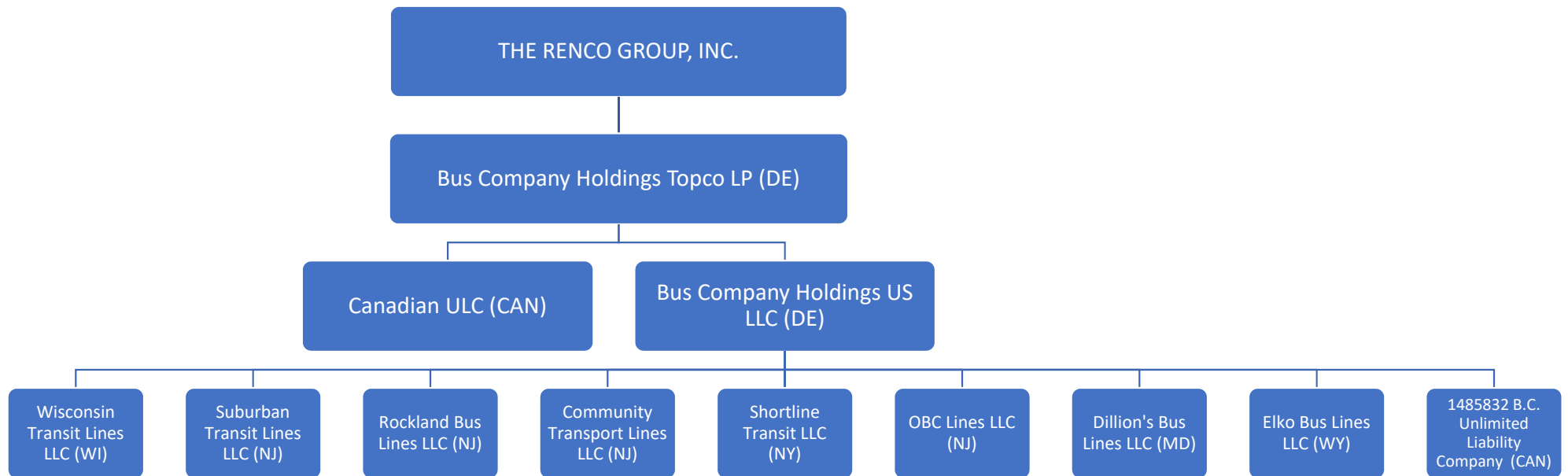


Chart of Entities Acquiring Coach USA Subsidiaries

