

7 June 2021

**RE: Change of control of Donuts Inc. – Acquisition by Ethos Capital**

Mitchell L. Stoltz  
Senior Staff Attorney  
Electronic Frontier Foundation

Dear Mr. Stoltz,

Thank you for your letter dated [31 March 2021](#) regarding the proposed change of control of Donuts Inc. (Donuts) to Ethos Capital LLC (Ethos Capital). We appreciate your organization's engagement in this topic. Your letter identified concerns about “censorship-for-profit” and Ethos Capital generally as a controlling party of generic top-level domains (gTLDs).

Regarding the concerns related to so called “censorship-for-profit”, the items identified in your letter, Donuts’ Public Interest Commitments, the [DPML Plus](#), and their trusted notifier program with the Motion Picture Association of America (MPAA), all existed prior to the proposed change of control to Ethos Capital and were not subject to review or approval as part of this transaction.

As for your stated concerns about Ethos Capital, ICANN’s registry agreements require registries to seek ICANN’s approval prior to completion of changes of control of the registry operator or assignment of the TLD to a different entity. ICANN org’s evaluation process for a change of control of a registry operator is a robust process that includes an assessment of key issues related to the continued security and stability of the affected top-level domains and the ability to comply with ICANN-adopted specifications or policies on registry operator criteria in effect. This often includes a review of financial resources, operational and technical capabilities, transaction structure, and entity and individual background screenings. ICANN seeks to ensure it understands what entities and individuals will control the registry operator, and that the new ownership or control will continue to enable security, stability, and resiliency of the top-level domain.

In reviewing this transaction, the ICANN org team completed a thorough review and analysis of information provided by Ethos Capital and Donuts. Based on the review, the ICANN org team concluded that Donuts, as controlled by its proposed new owners would still meet or exceed the ICANN-adopted specifications or policies on registry operator criteria in effect, including with respect to financial resources, operational and technical capabilities, and overall compliance with ICANN’s contracts and Consensus Policies. Before its final decision on the matter, ICANN org provided multiple briefings to the Board. Following its final briefing and discussion with the Board, ICANN org approved the change of control in late March 2021.

Thank you again for your attention to this important matter, and for your participation in the ICANN community.

Sincerely,



Maarten Botterman  
Chair, ICANN Board of Directors