

ATTACHMENT 2
Response to Item 10

Pursuant to Section 63.18(h) of the Commission's rules, following are the 10 percent and greater direct and indirect owners of Applicants. As discussed in Attachment 1, Vodafone AirTouch, Plc currently holds approximately a 45% indirect ownership interest in Cellco Partnership, and Bell Atlantic Corporation, d/b/a Verizon Communications ("Bell Atlantic") holds approximately a 55% indirect and sole controlling ownership in Cellco Partnership. Each entity's respective ownership interest in Cellco Partnership is set forth below. (The percentages listed below are subject to adjustment following completion of ongoing valuation calculations conducted by the Applicant.)

VODAFONE AIRTOUCH OWNERSHIP

Direct Ownership

Vodafone AirTouch Plc holds its indirect interest in Cellco through AirTouch Paging, JV Partnerco, LLC, and PCS Nucleus, L.P., which, in the aggregate, hold a 45% direct ownership in Cellco partnership. Only the following entity holds a 10 percent or greater equity ownership interest.

Name: JV Partnerco, LLC
Address: One California Street
San Francisco, CA 94111
Citizenship: Delaware
Principal Business: Holding company
Percent Held: 37.4654

Indirect Ownership

Name: Vodafone Group Plc
Address: The Courtyard
2-4 London Road
Newbury, Berkshire RG14 1JX United Kingdom
Citizenship: United Kingdom
Principal Business: Global provider of mobile telecommunications services
Percentage Held: 45

Name: Vodafone International Operations Limited (VIOL)
Address: Same
Citizenship: United Kingdom
Principal Business: Holding Company
Percentage Held: 45

Name: Vodafone International Holdings Limited (VIHL).
Address: Same
Citizenship: United Kingdom
Principal Business: Holding Company
Percentage Held: 29.67

Name: Taskonly Limited
Address: Same
Citizenship: United Kingdom
Principal Business: Holding Company
Percentage Held: 45

Name: Vodata Limited
Address: Same
Citizenship: United Kingdom
Principal Business: Holding Company
Percentage Held: 40.5

Name: Vodafone Luxembourg S.a.r.l.
Address: 398 Route d'Esch
L-1471, Luxembourg
Citizenship: Luxembourg
Principal Business: Holding Company
Percentage Held: 45

Name: Vodafone Luxembourg 2 S.a.r.l. ("Lux 2")
Address: Same
Citizenship: Luxembourg
Principal Business: Holding Company
Percentage Held: 40.05

Name: Vodafone US Partners ("VUSP").
Address: One California Street
San Francisco, CA 94111
Citizenship: Delaware
Principal Business: Holding Company
Percentage Held: 45

Name: AirTouch Communications, Inc.
Address: One California Street
San Francisco, CA 94111
Citizenship: Delaware
Principal Business: Telecommunications
Percent Held: 45

BELL ATLANTIC CORPORATION

Direct Ownership

Bell Atlantic holds a 55% indirect ownership interest in Cellco Partnership. Only the following entities hold greater than a 10% ownership interest.

Name: Bell Atlantic Cellular Holdings, L.P.
Address: 1095 Avenue of the Americas
New York, NY 10036
Citizenship: Delaware
Principal Business: Holding Company
Percent Held: 10.9424

Name: GTE Wireless, Inc.
Address: 1095 Avenue of the Americas
New York, NY 10036
Citizenship: Delaware
Principal Business: Holding Company
Percent Held: 22.3634 (plus an additional 7.22 percent indirect interest)

Indirect Ownership

Name: Bell Atlantic Corporation
Address: 1095 Avenue of the Americas
New York, NY 10036
Citizenship: Delaware
Principal Business: Telecommunications
Percent Held: 55

Name: Bell Atlantic Investments, Inc.
Address: c/o Verizon Communications
1095 Avenue of the Americas

New York, NY 10036
Citizenship: Delaware
Principal Business: Holding company
Percent Held: 17.11

Name: Bell Atlantic Global Wireless, Inc.
Address: c/o Verizon Communications
1095 Avenue of the Americas
New York, NY 10036

Citizenship: Delaware
Principal Business: Holding company
Percent Held: 17.11

Name: Bell Atlantic Mobile Systems, Inc.
Address: c/o Verizon Communications
1095 Avenue of the Americas
New York, NY 10036

Citizenship: Delaware
Principal Business: Holding company
Percent Held: 17.11

Name: NYNEX Corporation
Address: 1095 Avenue of the Americas
New York, NY 10036

Citizenship: Delaware
Principal Business: Holding company
Percent Held: 10.1

Name: NYNEX Mobile Communications Company
Address: 1095 Avenue of the Americas
New York, NY 10036

Citizenship: Delaware
Principal Business: Holding company
Percent Held: 10.1

Name: GTE Corporation
Address: c/o Verizon Communications
1095 Avenue of the Americas
New York, NY 10036

Citizenship: New York
Principal Business: Holding company

Percent Held: 30.88