

ATTACHMENT 1 TO FCC ELECTRONIC FORM
Notification of *Pro Forma* Transfer of Control

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214, and Section 63.24(f) of the Federal Communications Commission's ("Commission") Rules, the Commission is hereby notified of the *pro forma* transfer of control of Consumer Cellular, Inc. ("Licensee") (ITC-214-20130503-00230). The transfer occurred as a result of an internal restructuring of the indirect intermediate ownership interests of the International Section 214 authorization holder.

Specifically, GTCR Partners XII/A&C LP (Transferor), which is the General Partners of the intermediate parent funds (GTCR Fund XII/A LP and GTCR Fund XII/C LP), has transferred its indirect ownership interests in Consumer Cellular, Inc. to a continuation fund vehicle, GTCR Oak Fund LP (Transferee). The same individuals who ultimately controlled the Transferor and its funds – through GTCR Investment XII LLC – continue to exercise ultimate control over GTCR Oak Fund LP (Transferee), through GTCR Oak Partners LP and GTCR Oak Investment LLC, and thus maintain ultimate control of Consumer Cellular, Inc. following the transaction. All operational, management, and financial decisions regarding the International Section 214 authorization remain unchanged.

Attached are ownership charts depicting the licensee's structure before and after the restructuring. The *pro forma* transaction was completed on December 17, 2025.

Answer to Questions 1-6 - Section 63.18(c)-(d):

All Commission communications in connection with the instant notification can be directed to:

Matthew S. DelNero
Kiara Ortiz
Covington & Burling LLP
One CityCenter
850 Tenth Street, NW
Washington, DC 20001
mdelnero@cov.com
kortiz@cov.com

Licensee Contact Information:

Consumer Cellular, Inc.
9363 E. Bahia Drive, Scottsdale, AZ 85260
Bobbie Reyes
General Counsel
602-296-1250
Bobbie.Reyes@consumercellular.com

Because the ultimate ownership and control of the International Section 214 authorization did not change as a result of transferring Consumer Cellular, Inc. into a continuation vehicle, the

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Transferor and Transferee for this *pro forma* transfer of control share the same contact information.

Transferor and Transferee Contact Information:

GTCR Partners XII/A&C LP
300 North LaSalle St., Suite 5600, Chicago, IL 60654
312-382-2209
jeffrey.wright@gter.com
Jeffrey S. Wright

GTCR Oak Fund LP
300 North LaSalle St., Suite 5600, Chicago, IL 60654
312-382-2209
jeffrey.wright@gter.com
Jeffrey S. Wright

Place of Formation:

Consumer Cellular, Inc. is a Delaware corporation.

International 214 Authority 63.18(d):

The Licensee, Consumer Cellular, Inc., holds an International 214 Authorization to provide Global or Limited Global Resale Service, granted pursuant to File No. ITC-214-20130503-00230. Neither the Transferor nor the Transferee has previously received, nor currently holds, authority under Section 214 of the Communications Act.

Answer to Questions 19(a) & 25 - Section 63.18(h):

The following entities hold a disclosable direct or indirect 10 percent or greater ownership interest in Consumer Cellular, Inc., the Section 214 authorization holder, following the *pro forma* restructuring:

1. Consumer Cellular Inc. is wholly owned by:

Name:	CCI Buyer, Inc.
Address:	300 North LaSalle St., Suite 5600, Chicago, IL 60654
Ownership:	100%
Citizenship:	United States (Delaware)
Principal Business:	Holding Company

2. CCI Buyer, Inc. is wholly owned by:

Name:	CCI Parent, Inc.
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Address: 300 North LaSalle St., Suite 5600, Chicago, IL 60654
Ownership: 100%
Citizenship: United States (Delaware)
Principal Business: Holding Company

3. CCI Parent, Inc. is wholly owned by:

Name: CCI Intermediate, Inc.
Address: 300 North LaSalle St., Suite 5600, Chicago, IL 60654
Ownership: 100%
Citizenship: United States (Delaware)
Principal Business: Holding Company

4. CCI Intermediate, Inc. is wholly owned by:

Name: CCI Topco, Inc.
Address: 300 North LaSalle St., Suite 5600, Chicago, IL 60654
Ownership: 100%
Citizenship: United States (Delaware)
Principal Business: Holding Company

5. CCI Topco, Inc. is owned by:

Name: Cellular Holdings, LLC
Address: 300 North LaSalle St., Suite 5600, Chicago, IL 60654
Ownership: Approx. 75%
Citizenship: United States (Delaware)
Principal Business: Holding Company

Name: HPS Investment Partners, LLC
Address: 40 West 57th Street, Floor 33, New York, NY 10019
Ownership: Approx. 11.72%
Citizenship: United States (Delaware)
Principal Business: Investment Management

Through a series of holding companies, HPS Investment Partners, LLC is controlled by HPS Group GP, LLC, a Delaware LLC with an address of 40 West 57th Street, Floor 33, New York, NY 10019. HPS Group GP, LLC is 100% owned and controlled by Scott Kapnick, a U.S. Citizen, who can be reached through HPS Investment Partners, LLC.

6. Cellular Holdings, LLC is owned by:

Name: GTCR Oak Fund LP
Address: 300 North LaSalle St., Suite 5600, Chicago, IL 60654
Ownership: Approx. 56.10%
Citizenship: United States (Delaware)

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Principal Business: Holding Company

Name: JTM, LLC

Address: 4465 S. Jones Blvd. Las Vegas, NV 89103

Ownership: Approx 22.60%

Citizenship: United States (Nevada)

Principal Business: Holding Company

JTM, LLC's sole member is the JTBK Family NING Trust, a Nevada trust with an address of 4465 S. Jones Blvd. Las Vegas, NV 89103, with permissible beneficiaries John and Tami Marick and their two children (all U.S. Citizens). John Marick is the Manager of JTM, LLC, and can be reached through JTM, LLC.

7. The General Partner of GTCR Oak Fund LP is:

Name: GTCR Oak Partners LP

Address: 300 North LaSalle St., Suite 5600, Chicago, IL 60654

Ownership: General Partner of GTCR Oak fund LP

Citizenship: United States (Delaware)

Principal Business: Fund Management

8. The General Partner of GTCR Oak Partners LP is GTCR Oak Investment LLC:

Name: GTCR Oak Investment LLC

Address: 300 North LaSalle St., Suite 5600, Chicago, IL 60654

Ownership: General Partner of GTCR Oak Partners LP

Citizenship: United States (Delaware)

Principal Business: Fund Management

The following individuals serve as members of the board of managers of GTCR Oak Investment LLC. All are U.S. citizens and may be contacted through GTCR Oak Investment LLC:

- Mark M. Anderson
- Craig A. Bondy
- Aaron D. Cohen
- Sean L. Cunningham
- Benjamin J. Daverman
- David A. Donnini
- Constantine S. Mihas
- Collin E. Roche

No other individual or entity, directly or indirectly controls or owns a ten percent or greater equity interest in Licensee upon the closing of the proposed Transaction.

Answer to Questions 24 & 28:

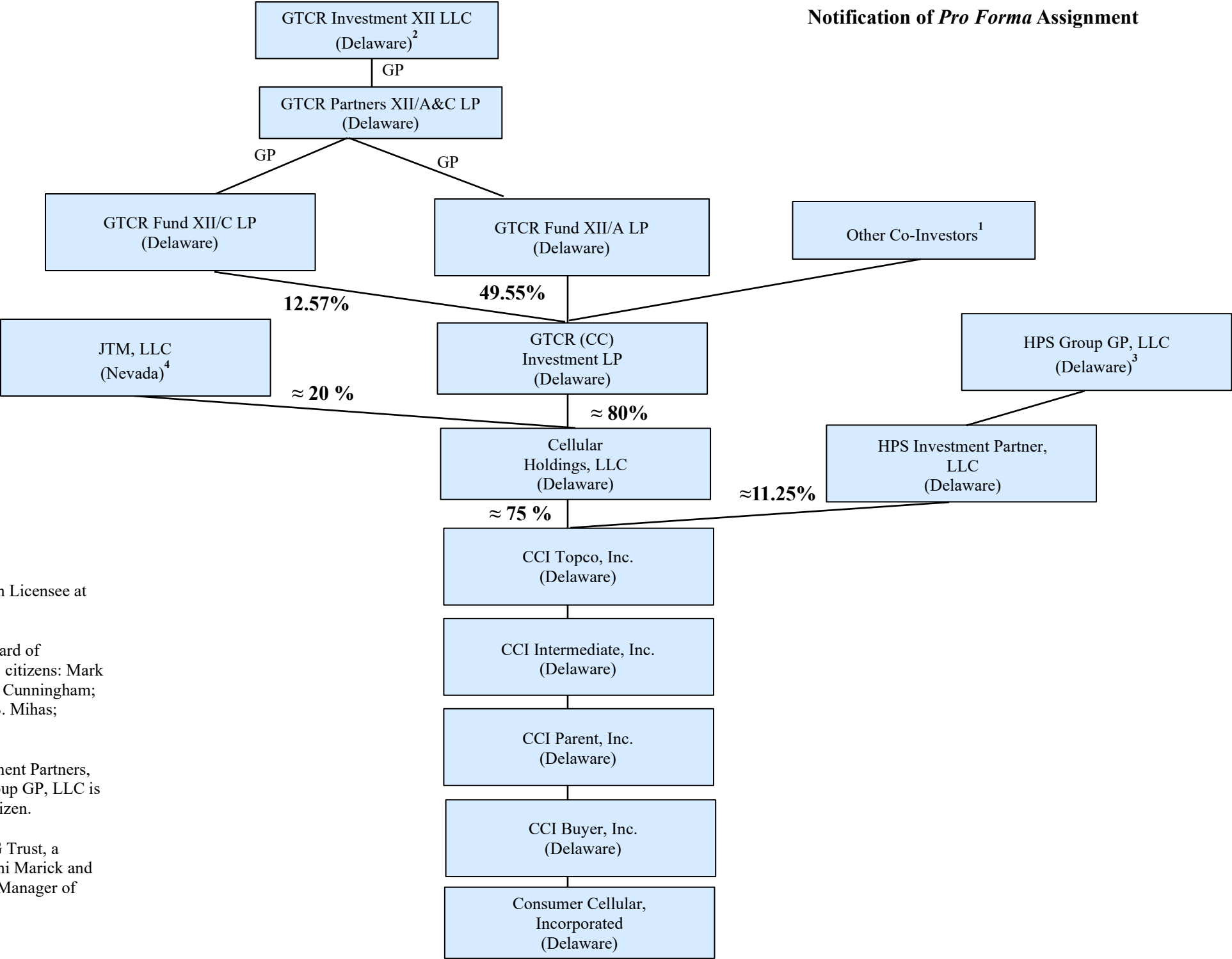
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On December 17, 2025, GTCR Partners XII/A&C LP (Transferor) completed a restructuring in which its indirect ownership interests in Consumer Cellular, Inc. were transferred to a continuation fund, GTCR Oak Fund LP (Transferee). This restructuring involved only a change in the investment vehicle, not any change to the individuals who ultimately direct, manage, or control the Licensee. Specifically, the board of managers of GTCR Oak Investment LLC, all of whom are U.S. citizens and previously served on the board of managers of GTCR Investment XII LLC, consists of the following individuals: Mark M. Anderson, Craig A. Bondy, Aaron D. Cohen, Sean L. Cunningham, Benjamin J. Daverman, David A. Donnini, Constantine S. Mihas, and Collin E. Roche.

Through GTCR Oak Investment LLC, these same managers continue to exercise ultimate control over the operational, financial, and management activities of Consumer Cellular, Inc., the International Section 214 authorization holder. The restructuring did not alter the ultimate control of the Consumer Cellular, Inc. and did not affect its management, operations, or personnel. Accordingly, the transaction is *pro forma* under the Commission's rules. See 47 C.F.R. § 63.24(d); BCM One, Inc., FCC File No. ITC-T/C-20220104-00003 (2022) (Commission approval of *pro forma* transfer of control where intermediate fund ownership changed but not ultimate control); SIP US LLC, FCC ITC-T/C-20220104-00004 (2022) (same); ARINC, Inc., FCC File No. ITC-T/C-20120601-00142 (2012) (same); Syniverse Technologies, LLC, FCC File No. ITC-T/C-20120601-00143 (2012) (same).

ATTACHMENT 2
PRE- AND POST-RESTRUCTURING OWNERSHIP CHARTS

Pre- Transaction Ownership Chart



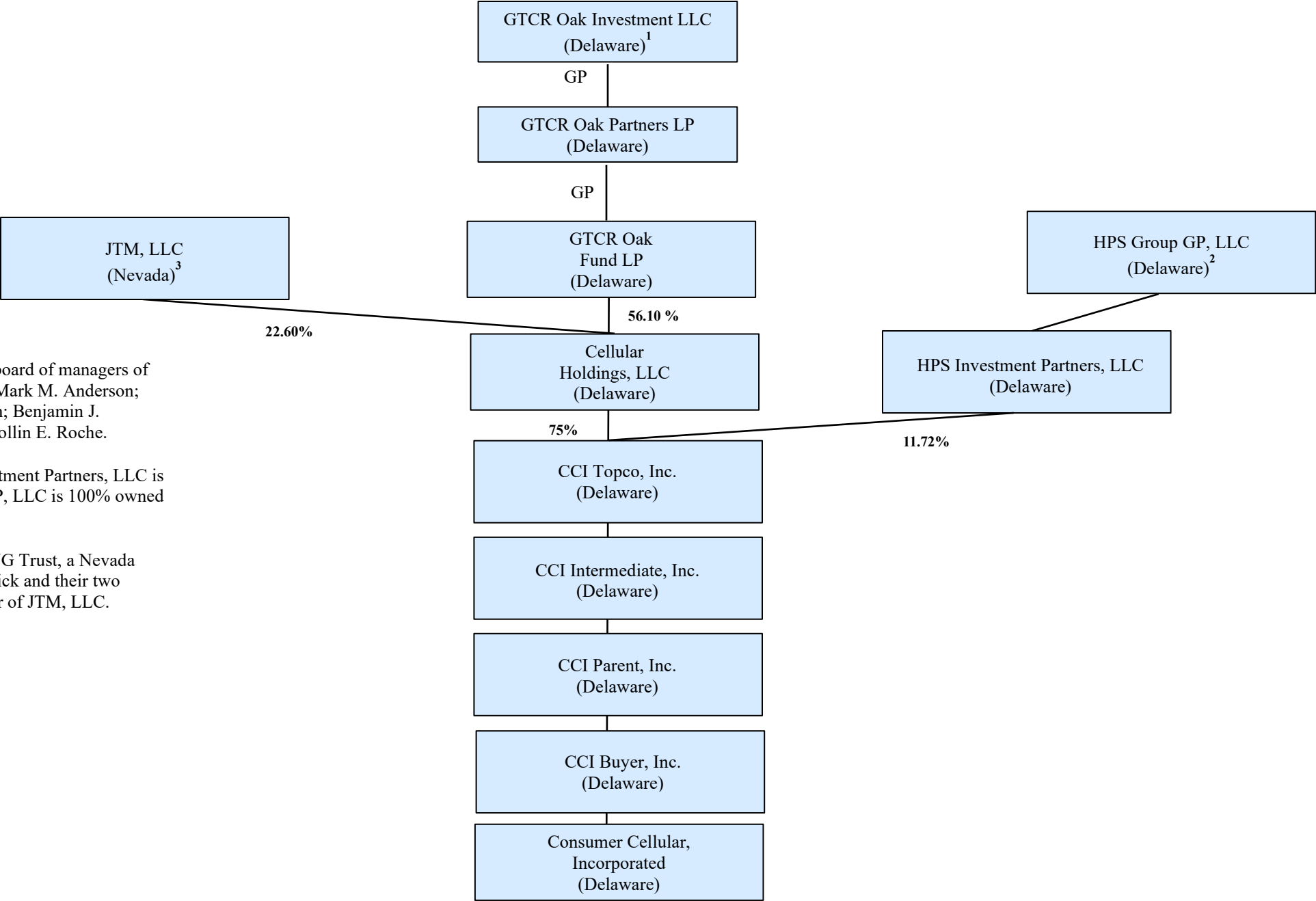
1) No other entity will hold a 10% or greater interest in Licensee at closing.

2) The following individuals are the members of the board of managers of GTCR Investment XII LLC, and all are U.S. citizens: Mark M. Anderson; Craig A. Bondy; Aaron D. Cohen; Sean L. Cunningham; Benjamin J. Daverman; David A. Donnini; Constantine S. Mihas; Collin E. Roche.

3) Through a series of holding companies, HPS Investment Partners, LLC is controlled by HPS Group GP, LLC, and HPS Group GP, LLC is 100% owned and controlled by Scott Kapnick, a U.S. Citizen.

4) JTM, LLC's sole member is the JTBK Family NING Trust, a Nevada trust with permissible beneficiaries John and Tami Marick and their two children (all U.S. Citizens). John Marick is the Manager of JTM, LLC.

Post-Transaction Ownership Chart



1) The following individuals are the members of the board of managers of GTCR Oak Investment LLC, and all are U.S. citizens: Mark M. Anderson; Craig A. Bondy; Aaron D. Cohen; Sean L. Cunningham; Benjamin J. Daverman; David A. Donnini; Constantine S. Mihas; Collin E. Roche.

2) Through a series of holding companies, HPS Investment Partners, LLC is controlled by HPS Group GP, LLC, and HPS Group GP, LLC is 100% owned and controlled by Scott Kapnick, a U.S. Citizen.

3) JTM, LLC’s sole member is the JTBK Family NING Trust, a Nevada trust with permissible beneficiaries John and Tami Marick and their two children (all U.S. Citizens). John Marick is the Manager of JTM, LLC.