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December 5, 2022

VIA IBFS

Marlene Dortch, Secretary
Federal Communications Commission
Office of the Secretary
45 L Street, N.E.
Washington, DC 20554
Attn: International Bureau

Re: Notification Regarding (1) Changes in Corporate Form Resulting in the *Pro Forma* Assignment of the International Section 214 Authorization of Climax Telephone Company to Climax Telephone LLC and (2) the *Pro Forma* Transfer of Control of Climax Telephone LLC

Dear Secretary Dortch:

Climax Telephone LLC (formerly known as Climax Telephone Company) ("Climax"), pursuant to 47 C.F.R. § 63.24(f), notifies the Commission of a series of intra-company transactions (collectively, the "Transactions") completed on November 7, 2022. Specifically, (1) effective October 7, 2022, Climax Telephone Company converted from a Michigan corporation to a Delaware limited liability company named Climax Telephone LLC (the "Conversion"). While under Michigan and Delaware law Climax Telephone LLC is considered the same entity as Climax Telephone Company,¹ under FCC rules the Conversions resulted in the *pro forma* assignment of the international Section 214 authorization from Climax Telephone Company to Climax Telephone LLC. In addition, various other intra-company transactions completed November 7, 2022, resulted in *pro forma* changes in the intermediate ownership of Climax but

¹ See Mich. Comp. Laws § 450.1745(3)(f) (stating "[t]he surviving business organization is considered to be the same entity that existed before the conversion and is considered to be organized on the date that the domestic corporation was originally incorporated."); 6 Del. C. § 18-214(f) (stating "[w]hen an other entity has been converted to a limited liability company pursuant to this section, for all purposes of the laws of the State of Delaware, the limited liability company shall be deemed to be the same entity as the converting other entity and the conversion shall constitute a continuation of the existence of the converting other entity in the form of a domestic limited liability company.").

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not ultimate ownership and control of Climax.² Since ultimate ownership and control of Climax did not change, the Conversion and other Transactions were *pro forma* in nature.

Information Required by Section 63.24(f)(2)

As required by Section 63.24(f)(2), Climax provides the following information required by 63.18(a) through (d) and (h):

Sections 63.18(a): Name, address and telephone number of Climax:

Climax Telephone LLC
8837 Bond Street
Overland Park, KS 66214
913-794-3114

Sections 63.18(b): Organization of Climax:

Climax is a Delaware limited liability company.

Section 63.18(c): Correspondence concerning this filing should be sent to Climax's counsel:

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Section 63.18(d): Climax holds international Section 214 authority to provide global or limited global resale services. See IB File No. ITC-214-20110314-00072. Climax also holds blanket domestic Section 214 authority pursuant to 47 C.F.R. § 63.01.

Sections 63.18(h): See **Attachments 1** and **2** for the current ownership of Climax. See **Attachment 3** for charts of the current corporate ownership structure of Climax.

² These intra-company transactions also resulted in the transfer of certain assets, including certain contracts and network infrastructure, between Climax and its affiliates CMN-RUS, LLC and Metro FiberNet, LLC, which operate under the international Section 214 authorization of their ultimate parent company, Metronet Holdings. See IB File No. ITC-214-20110114-00005; Letter from John Campbell, Vice President & General Counsel, MetroNet Holdings, LLC to International Bureau, Federal Communications Commission, *File Number ITC-214-20110114-00005, MetroNet Holdings, LLC*, IBFS Confirmation No. IB2017003438 (filed Dec. 15, 2017).

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Climax certifies that Conversion and Transactions were *pro forma* and that, together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of Climax or its international Section 214 authorization.

* * * *

This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Respectfully submitted,

/s/ Brett P. Ferenchak

Catherine Wang
Brett P. Ferenchak

Counsel for Climax Telephone LLC

ATTACHMENT 1

Answer to Question 11 - Section 63.18(h) Ownership Information

Metronet Holdings, LLC ("Metronet Holdings") is the ultimate parent of Climax, indirectly owning and controlling 100% of Climax. The following entities comprise the intermediate ownership and control between Climax and Metronet Holdings as calculated pursuant to the Commission ownership attribution rules¹ for international telecommunications carriers:

1. **100% Direct or Indirect Interests in Climax:** The following entities hold a 100% direct or indirect interest in Climax:

Name:	CTS Communications LLC ² ("CTS")
Address:	8837 Bond Street Overland Park, KS 66213
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	100% (directly, as the sole member of Climax)

The sole member of CTS is Metronet Infrastructure Issuer, LLC, below.

Name:	Metronet Infrastructure Issuer, LLC ("InfraCo Issuer")
Address:	8837 Bond Street Overland Park, KS 66213
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	100% (indirectly, as the sole member of CTS)

The sole member of InfraCo Issuer is Metronet Infrastructure Holdings, LLC, below.

Name:	Metronet Infrastructure Holdings, LLC ("InfraCo Holdings")
Address:	8837 Bond Street Overland Park, KS 66213
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	100% (indirectly, as the sole member of InfraCo Issuer)

¹ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

² CTS was previously a Michigan corporation name CTS Communications Inc. that converted to a limited liability company effective October 6, 2022.

The sole member of InfraCo Holdings is Metronet Infrastructure Manager, LLC, below.

Name: Metronet Infrastructure Manager, LLC ("InfraCo Manager")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 100% (indirectly, as sole member of InfraCo Holdings)

The sole member of InfraCo Holdings is Metronet Subsidiary Holdings, LLC, below.

Name: Metronet Subsidiary Holdings, LLC ("Subsidiary Holdings")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 100% (indirectly, as sole member of Warehouse Holdings)

The sole member of Subsidiary Holdings is Metronet Systems Holdings, LLC, below.

Name: Metronet Systems Holdings, LLC ("Systems Holdings")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 100% (indirectly, as sole member of Subsidiary Holdings)

Metronet Holdings, LLC is the managing member (approximately 51.5% membership interest) of Systems Holdings. Information regarding Metronet Holdings, LLC is provided in paragraph 2 below and Attachment 3. The other member (approximately 48.5% economic membership interest) of Systems Holdings is Metronet Vexus Holdings, Inc., whose ownership information is provided in paragraph 2, below.

2. **Ownership and Control of Metronet Systems Holdings, LLC:** The following entities are attributed an indirect 10% or greater equity interest in Climax through Systems Holdings:

Name: Metronet Vexus Holdings, Inc. ("Vexus Holdings")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: approx. 48.5% equity, 0% voting (indirectly, as the holder of 48.5% economic membership interests of Systems Holdings)

The sole stockholder of Vexus Holdings is Metronet Preferred Holdings, LLC.

Name: Metronet Preferred Holdings, LLC ("Preferred Holdings")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: Approx. 48.5% equity, 0% voting (indirectly, as the sole stockholder of Vexus Holdings)

The sole member of Preferred Holdings is Python Holdings, LLC.

Name: Python Holdings, LLC ("Python Holdings")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: Approx. 48.5% equity, 0% Voting (indirectly, as the sole member of Preferred Holdings)

The sole member of Python Holdings is Venus Python Newco Corp.

Name: Venus Python Newco Corp. ("Venus Python")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: Approx. 48.5% equity, 0% Voting (indirectly, as the sole member of Python Holdings)

The sole owner of Venus Python is Q-Comm Python Corporation.

Name: Q-Comm Python Corporation ("Q-Comm Python")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: Approx. 48.5% equity, 0% Voting (indirectly, as the sole owner of Venus Python)

The sole owner of Q-Comm Python is Q-Comm NewCo, LLC.

Name: Q-Comm NewCo, LLC ("NewCo")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: Approx. 48.5% equity, 0% Voting (indirectly, as the sole owner of Q-Comm Python)

The sole member of NewCo is Metronet Holdings, LLC.

Name: Metronet Holdings, LLC ("Metronet Holdings")
Address: 8837 Bond Street
Overland Park, KS 66213
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 100% (indirectly, as (1) managing member (approximately 51.5% membership interest) of Systems Holdings and (2) sole member of NewCo)

The entities that currently hold, directly or indirectly, a 10% or greater interest in Metronet Holdings are identified in **Attachment 2**, which did not change as a result of the Transactions.

Answer to Question 12 - Section 63.18(h) Interlocking Directorates

Climax does not have any interlocking directorates with a foreign carrier.

Answer to Question 13 - Description of Conversions and *Pro Forma* Change

In order to better align the businesses of Metronet Holdings, and its subsidiaries, including Climax, (collectively, "Metronet") with current and future customer focus and growth and to obtain more favorable financing arrangements, (1) Climax completed the Conversion, which under FCC rules resulted in the *pro forma* assignment of the international Section 214 authorization of Climax and (2) Metronet completed a series of other intra-company transactions that resulted in in *pro forma* changes to the direct and intermediate ownership of Climax (the "*Pro Forma Ownership Changes*").³

³ These intra-company transactions also resulted in the transfer of certain assets, including certain contracts and network infrastructure, between Climax and its affiliates CMN-RUS, LLC and Metro FiberNet, LLC, which operate under the international Section 214 authorization of their ultimate parent company, Metronet Holdings. Further, the Transactions did not result in the assignment of any Section 214 authorizations except with respect to the Conversion.

The Transactions, including the *Pro Forma Ownership Changes*, resulted in a change in the holding company structure of Climax but no change in its ultimate parent company, which remained Metronet Holdings, or its owners. Therefore, the *Pro Forma Ownership Changes* were pro forma in nature.

Charts depicting the current corporate organizational structure of Climax are attached hereto as **Attachment 3**.

ATTACHMENT 2

10% Ownership of Metronet Holdings

Metronet Holdings, LLC ("Metronet Holdings") does not have any majority common interest owner, but the Oak Hill Investors¹ and the Cinelli Investors² each have negative *de facto* or actual control of Metronet Holdings. The common interests of Holdings are held, either directly or through holding companies, primarily by (a) the Oak Hill Investors, (b) the Cinelli Investors, and (c) funds advised and/or managed by indirect subsidiaries of KKR & Co. Inc. ("KKR"). The following entities currently hold (and prior to the Transactions held), directly or indirectly, a 10% or greater interest in Metronet Holdings, as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

1. Direct 10% or Greater Owners in Metronet Holdings, LLC:

Name:	Metro Buyer Parent Blocker Corp. ("MP Blocker") ³
Address:	One Stamford Plaza 263 Tresser Blvd., 15th floor Stamford, CT 06901
Citizenship:	USA (Delaware)
Principal Business:	Investment Activities
Interest Held:	Approx. 26.63% (as 26.63% member in Metronet Holdings)

The entities that are attributed a 10% or greater interest in Metronet Holdings through MP Blocker are identified in paragraph 2 below.

¹ The "Oak Hill Investors" are affiliated with Oak Hill Capital Management and include OHCP MGP V, Ltd. ("MGP V") and certain funds and entities that it controls, OHCP MGP IV, Ltd. ("MGP IV") and certain funds and entities that it controls and OHCP GenPar Super Holdco GP, Ltd. and certain funds and entities that it controls.

² The "Cinelli Investors" include: the 5 Talents Fund, LLC; Cinelli Dynasty Trust; the Albert E. Cinelli Jr. 2020 Grantor Retained Annuity Trust Dated December 23, 2020; the Albert E. Cinelli and Sharon A. Cinelli 2012 Revocable Trust, dated January 20, 2014; the Cheryl Cinelli-Palermo 2020 Grantor Retained Annuity Trust Dated December 23, 2020; the Janet Marie Cinelli 2020 Grantor Retained Annuity Trust Dated December 23, 2020; the John P. Cinelli 2020 Grantor Retained Annuity Trust Dated December 23, 2020; Albert E. Cinelli; John Cinelli; and other family members. All of the Cinelli Investors are U.S. citizens, trusts or entities. John Cinelli and Janet Cinelli (U. S. citizens) are the Co-Trustees of the Grantor Retained Annuity Trusts.

³ In prior filings (*see* ITC-T/C-20210603-00093, ITC-T/C-20210603-00094, ITC-T/C-20210721-00106, ITC-T/C-20210928-00141 & ITC-T/C-20220209-00028), this entity was mistakenly referred to as "Metro Buyer *Blocker Parent* Corp." rather than its correct legal name "Metro Buyer *Parent Blocker* Corp."

Name: OHCP V MN COI, L.P. ("Unblocked COI")
Address: One Stamford Plaza
263 Tresser Blvd., 15th floor
Stamford, CT 06901
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 8.68% (as a 8.68% member in Metronet Holdings)

No limited partner of Unblocked COI is attributed a 10% or greater interest in Metronet Holdings. The general partner of Unblocked COI is OHCP MN GenPar V, L.P. Please see paragraph 3 below for additional information regarding OHCP MN GenPar V, L.P.

Name: KKR Knox Aggregator (Direct) L.P. ("KKR Unblocked")
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 9.47% (as a 9.47% member in Metronet Holdings)

Ownership and Control of KKR Unblocked is described in paragraph 6.

Name: Metronet Value Plan Holding, LLC ("Value Plan")
Address: 8837 Bond Street
Overland Park, KS 66214
Citizenship: USA (Delaware)
Principal Business: Holding company
Interest Held: Approx. 10% (as a 10% non-voting member in Metronet Holdings)

No member of Value Plan is attributed a 10% or greater interest in Metronet Holdings.

Collectively, the "Cinelli Investors" are attributed 15.21% of the direct equity interests in MetroNet Holdings. In addition, John Cinelli will hold an additional less than 1% indirect interest in MetroNet Holdings through Metronet Value Plan Holding, LLC. Except for John Cinelli⁴ and Janet Cinelli,⁵ both a U.S. citizen, none of the Cinelli Investors individually will be attributed a 10% or greater interest in Metronet Holdings. John Cinelli's interests in Metronet Holdings are (i) individually, (ii) as the managing member of a limited liability company with an less than 10% equity

⁴ John Cinelli's address is 5405 Winthrop Court, Evansville, IN 47715.

⁵ Janet Cinelli's address is 646 Missouri, Lawrence, KS 66044.

interest in MetroNet Holdings, (iii) as co-trustee with Janet Cinelli of the grantor retained annuity trusts ("GRATs")⁶ that comprise part of the Cinelli Investors, and (iv) through Metronet Value Plan Holding, LLC. Janet Cinelli's interests in Metronet Holdings are (i) individually and (ii) as co-trustee with John Cinelli of the GRATs that comprise part of the Cinelli Investors.⁷

2. 10% or Greater Owners through MP Blocker:

The following entities will be attributed an indirect 10% or greater equity interest in the Metronet Holdings through MP Blocker:

Name:	KKR Knox Aggregator (Electing) L.P. ("KKR Blocked")
Address:	c/o Kohlberg Kravis Roberts & Co. L.P. 30 Hudson Yards, Suite 7500 New York, NY 10001
Citizenship:	USA (Delaware)
Principal Business:	Investment Activities
Interest Held:	Approx. 26.63% (indirectly, as 54.31% shareholder of MP Blocker)

Ownership and control of KKR Blocked is described in paragraph 6 below.

Name:	OHCP V MN COI (AIV), L.P. ("Blocked COI")
Address:	One Stamford Plaza 263 Tresser Blvd., 15th floor Stamford, CT 06901
Citizenship:	Cayman Islands
Principal Business:	Investment Activities
Interest Held:	Approx. 6.76% (indirectly, as 25.37% shareholder of MP Blocker)

No limited partner of Blocked COI is attributed a 10% or greater interest in Metronet Holdings. The general partner of Blocked COI is OHCP MN GenPar V, L.P. Please see paragraph 3 below for additional information regarding OHCP MN GenPar V, L.P.

3. Indirect 10% or Greater Ownership by Other Oak Hill Investors:

The following entities will be attributed an indirect 10% or greater equity interest in Metronet Holdings through other Oak Hill Investors in the ownership and control chain of MetroNet Holdings:

⁶ See *supra* note 2.

⁷ *Id.*

Name: OHCP MN GenPar V, L.P. ("MN GenPar V")
Address: One Stamford Plaza
263 Tresser Blvd., 15th floor
Stamford, CT 06901
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 18.86% (indirectly, as (i) the general partner (<1% equity) of Unblocked COI, (ii) the general partner (<1% equity) of Blocked COI, and (iii) the general partner (<1% equity) of multiple Oak Hill Investors, each of which is attributed a less than 10% direct interest in Metronet Holdings)

No limited partner of MN GenPar V is attributed a 10% or greater interest in Metronet Holdings. The general partner of MN GenPar V is OHCP MGP V, Ltd. (*see* below).

Name: OHCP GenPar V, L.P. ("GenPar V")
Address: One Stamford Plaza
263 Tresser Blvd., 15th floor
Stamford, CT 06901
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 11.12% (indirectly, as (1) managing member of Oak Hill Investors that each indirectly holds less than a 10% membership interest in Metronet Holdings and (2) as the general partner (<1% equity) of multiple Oak Hill Investors, each of which is attributed a less than 10% interest in MetroNet Holdings through MP Blocker).

Except for OHCP GenPar Holdco, L.P. (described below), no limited partner of GenPar V is attributed a 10% or greater interest in Metronet Holdings. The general partner of GenPar V is OHCP MGP V, Ltd. (described below).

Name: OHCP MGP V, Ltd. ("MGP V")
Address: One Stamford Plaza
263 Tresser Blvd., 15th floor
Stamford, CT 06901
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 29.98% (indirectly, as (i) the general partner (<1% equity) of GenPar V and (ii) the general partner (<1% equity) of MN GenPar V)

The shares in MGP V are distributed equally (100 shares each) among twelve individuals, each of which is a U.S. citizen. The following shareholders are attributed a 10% or greater interest in Metronet Holdings through their interest in MGP V and/or other Oak Hill V Entities: Scott A. Baker, Brian Cherry, Benjamin Diesbach, Stratton R. Heath, III, John R. Monsky, Steven G. Puccinelli, and Tyler Wolfram. Each shareholder is included in the list of individuals identified in

paragraph 5 below and can be reached at c/o Oak Hill Capital Partners, One Stamford Plaza, 263 Tresser Blvd., 15th floor, Stamford, Connecticut 06901.

OHCP GenPar IV, L.P. is the general partner or managing member of multiple Oak Hill Investors that have a direct or indirect interest in Metronet Holdings, none of which is attributed a 10% or greater interest in Metronet Holdings but collectively are attributed a greater than 10% interest in Metronet Holdings.

Name:	OHCP GenPar IV, L.P. ("GenPar IV")
Address:	One Stamford Plaza 263 Tresser Blvd., 15th floor Stamford, CT 06901
Citizenship:	Cayman Islands
Principal Business:	Investment Activities
Interest Held:	Approx. 10.31% (indirectly, as the general partner (<1% capital interest) of multiple Oak Hill Investors, each of which is attributed a less than 10% interest in MetroNet Holdings)

Except for Principal Investors IV, L.P. (described below), no limited partner of GenPar IV is attributed a 10% or greater interest in Metronet Holdings. The general partner of GenPar IV is OHCP MGP IV, Ltd. (described below).

Name:	Principal Investors IV, L.P. ("PI IV")
Address:	One Stamford Plaza 263 Tresser Blvd., 15th floor Stamford, CT 06901
Citizenship:	Cayman Islands
Principal Business:	Investment Activities
Interest Held:	Approx. 10.31% (indirectly, as a limited partner of GenPar IV with a >50% capital interest)

Except for OHCP GenPar Holdco, L.P. (described in paragraph 5 below), no limited partner of PI IV is attributed a 10% or greater interest in Metronet Holdings. The general partner of PI IV is OHCP MGP IV, Ltd. (described below).

Name:	OHCP MGP IV, Ltd. ("MGP IV")
Address:	One Stamford Plaza 263 Tresser Blvd., 15th floor Stamford, CT 06901
Citizenship:	Cayman Islands
Principal Business:	Investment Activities
Interest Held:	Approx. 10.31% (indirectly, as the general partner (<1% capital interest) of (1) GenPar IV and (2) PI IV)

The shares in MGP IV are distributed equally (100 shares each) among thirteen individuals, each of whom is a U.S. citizen: J. Taylor Crandall, Steven B. Gruber, Tyler J. Wolfram, Scott A. Baker, Brian N. Cherry, Benjamin Diesbach, Stratton R.

Heath, III, Scott B. Kauffman, Kevin M. Mailender, John R. Monsky, William J. Pade, Steven G. Puccinelli, and David S. Scott.

4. Ownership and Control of GenPar Holdco: GenPar Holdco has a greater than 50 percent capital interest in, as a limited partner of, OHCP GenPar V, L.P. and Principal Investors IV, L.P.

Name: OHCP GenPar Holdco, L.P. ("GenPar Holdco")
Address: One Stamford Plaza
263 Tresser Blvd., 15th floor
Stamford, CT 06901
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 21.43% (indirectly, as (1) 82.9% limited partner of GenPar V and >50% limited partner of PI IV)

No limited partner of GenPar Holdco is attributed a 10% or greater interest in Metronet Holdings. The general partner of GenPar Holdco is OHCP GenPar Super Holdco, L.P. (*see below*), with an 85.5% capital interest with respect to GenPar V and 83.08% capital interest with respect to PI IV.

Name: OHCP GenPar Super Holdco, L.P. ("GenPar Super Holdco")
Address: One Stamford Plaza
263 Tresser Blvd., 15th floor
Stamford, CT 06901
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 21.43% (indirectly, as general partner (85.5% capital interest) of GenPar Holdco)

GenPar Super Holdco has eight (8) limited partners. The limited partners consist of (i) seven (7) individuals, each a U.S. citizen and included in the list of individuals identified in paragraph 5 below and (ii) a Delaware limited liability company (<1% capital interest) that is wholly owned by one of the individuals that is a limited partner of GenPar Super Holdco. The individuals that are limited partners of GenPar Super Holdco are: Scott A. Baker, Brian Cherry, Benjamin Diesbach, Stratton R. Heath, III, John R. Monsky, Steven G. Puccinelli, and Tyler Wolfram. Each of these limited partners can be reached at c/o Oak Hill Capital Partners, One Stamford Plaza, 263 Tresser Blvd., 15th floor, Stamford, Connecticut 06901. The general partner of GenPar Super Holdco is OHCP GenPar Super Holdco GP, Ltd.

Name: OHCP GenPar Super Holdco GP, Ltd.
("GenPar Super Holdco GP")
Address: One Stamford Plaza
263 Tresser Blvd., 15th floor
Stamford, CT 06901
Citizenship: Cayman Islands
Principal Business: Investment Activities

Interest Held: Approx. 21.43% (indirectly, as general partner (<1% capital interest) of GenPar Super Holdco)

GenPar Super Holdco GP has three (3) equal shareholders: Brian Cherry, Steven G. Puccinelli, and Tyler Wolfram. Each shareholder is included in the list of individuals identified in paragraph 5 below, is an U.S. citizen, and can be reached at c/o Oak Hill Capital Partners, One Stamford Plaza, 263 Tresser Blvd., 15th floor, Stamford, Connecticut 06901.

5. Additional Ownership Information Regarding the Oak Hill Investors:

The following individuals each hold interests in one or more Oak Hill Investors that may exceed a 10% attributable equity interest in Metronet Holdings: Scott A. Baker, Brian N. Cherry, Benjamin Diesbach, Stratton R. Heath, III, John R. Monsky, Steven G. Puccinelli, and Tyler J Wolfram. Each of these individuals is a U.S. citizen and can be reached at c/o Oak Hill Capital Partners, One Stamford Plaza, 263 Tresser Blvd., 15th floor, Stamford, Connecticut 06901.

6. Indirect Ownership and Control of KKR Investors:

KKR indirectly holds interests in Metronet Holdings through KKR Unblocked and KKR Blocked. The following entities are attributed an indirect 10% or greater equity interest in Metronet Holdings through KKR Unblocked and KKR Blocked:

Name: KKR Knox Aggregator LLC
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as the general partner of each of KKR Unblocked and KKR Blocked)

The sole member of KKR Knox Aggregator LLC is KKR Global Infrastructure Investors III (Knox) Direct L.P., which is also a limited partner of KKR Unblocked.

Name: KKR Global Infrastructure Investors IV USD (Knox) Electing L.P. ("KKR Global IV Electing")
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: Canada (Ontario)
Principal Business: Investment Activities
Interest Held: Approx. 9.16% (indirectly, (1) as a limited partner (31.87% capital interest) of KKR Blocked and (2) through its interest in

other KKR Investors none of which is attributed a 10% or greater interest in Metronet Holdings)

No limited partner of KKR Global IV Electing will be attributed a 10% or greater interest in Metronet Holdings. The general partner of KKR Global IV Electing is KKR Associates Infrastructure IV AIV L.P.

Name: KKR Associates Infrastructure IV AIV L.P.
("KKR Associates IV")
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 13.79% (indirectly, as (i) the general partner of KKR Global IV Electing and (ii) the general partner of certain other limited partners of KKR Blocked and KKR Unblocked, none of which are attributed an indirect 10% or greater interest in Metronet Holdings)

Except for KKR Infrastructure IV Holdings AIV Limited (see below), no limited partner of KKR Associates IV is attributed a 10% or greater interest in Metronet Holdings. The general partner of KKR Associates IV is KKR Infrastructure IV AIV LLC (see below).

Name: KKR Infrastructure IV AIV LLC
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 13.79% indirectly in Metronet Holdings (as the general partner of KKR Associates IV)

The sole member of KKR Infrastructure IV AIV LLC is KKR Infrastructure IV Holdings AIV Limited (see below).

Name: KKR Infrastructure IV Holdings AIV Limited
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 13.79% (indirectly, as (1) a limited partner of KKR Associates IV and (2) the sole member of KKR Infrastructure IV AIV LLC)

The sole shareholder of KKR Infrastructure IV Holdings AIV Limited is KKR Group Partnership L.P. (see below).

Name: KKR Global Infrastructure Investors III (Knox) Electing L.P.
("KKR Global III Electing")
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 10.20% (indirectly, as a 38.3% limited partner of KKR Blocked)

No limited partner of KKR Global III Electing is attributed a 10% or greater interest in Metronet Holdings. The general partner of KKR Global III Electing is KKR Associates Infrastructure III AIV SCSp (see below).

With the exception of KKR Global Infrastructure Investors III (Knox) Direct L.P. and as otherwise described above, no other limited partner of KKR Unblocked or KKR Blocked is attributed a 10% or greater equity interest in Metronet Holdings.

Name: KKR Global Infrastructure Investors III (Knox) Direct L.P.
("KKR Global")
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as (1) the sole member of KKR Knox Aggregator LLC and (2) a limited partner of KKR Unblocked)

No limited partner of KKR Global is attributed a 10% or greater equity interest in Metronet Holdings. The general partner of KKR Global is KKR Associates Infrastructure III AIV SCSp (see below).

Name: KKR Associates Infrastructure III AIV SCSp
("KKR Associates")
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: Luxembourg
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as (i) the general partner of KKR Global and (ii) the general partner of certain other limited partners of KKR Blocked and KKR Unblocked, none of which is attributed an indirect 10% or greater interest in Metronet Holdings)

Except for KKR Infrastructure III Holdings AIV Limited (*see below*), no limited partner of KKR Associates is attributed a 10% or greater equity interest in Metronet

Holdings. The general partner of KKR Associates is KKR Infrastructure III AIV S.A. r.l.

Name: KKR Infrastructure III AIV S.a r.l.
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: Luxembourg
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as the general partner of KKR Associates)

The sole shareholder of KKR Infrastructure III AIV S.A. r.l. is KKR Infrastructure III Holdings AIV Limited (see below), which is also a limited partner of KKR Associates.

Name: KKR Infrastructure III Holdings AIV Limited
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (as (1) the sole shareholder of KKR Infrastructure III AIV S.a r.l. and (2) a limited partner of KKR Associates)

KKR Infrastructure III Holdings AIV Limited has two shareholders: KKR Group Partnership L.P. (*see below*) holds 100% of the Class A Shares and KKR Financial Holdings LLC holds 100% of the Class B Shares. Each of KKR Group Partnership L.P. and KKR Financial Holdings LLC have 50/50 voting rights in KKR Infrastructure III Holdings AIV Limited.

Name: KKR Financial Holdings LLC
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as the Class B shareholder of KKR Infrastructure III Holdings AIV Limited)

KKR Group Partnership L.P. is the sole member of KKR Financial Holdings LLC.

Name: KKR Group Partnership L.P.
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: Cayman Islands
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as (1) the Class A shareholder of KKR Infrastructure III Holdings AIV Limited and (2) the sole member of KKR Financial Holdings LLC)

No limited partner of KKR Group Partnership L.P. is attributed a 10% or greater equity interest in Metronet Holdings. The general partner of KKR Group Partnership L.P. is KKR Group Holdings Corp.

Name: KKR Group Holdings Corp.
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as the general partner of KKR Group Partnership L.P.)

The sole shareholder of KKR Group Holdings Corp. is KKR Group Co. Inc.

Name: KKR Group Co. Inc.
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as the sole shareholder of KKR Group Co. Inc.)

The sole shareholder of KKR Group Co. Inc. is KKR & Co. Inc.

Name: KKR & Co. Inc. ("KKR")
Address: c/o Kohlberg Kravis Roberts & Co. L.P.
30 Hudson Yards, Suite 7500
New York, NY 10001
Citizenship: USA (Delaware)
Principal Business: Investment Activities
Interest Held: Approx. 36.10% (indirectly, as the sole shareholder of KKR & Co. Inc.)

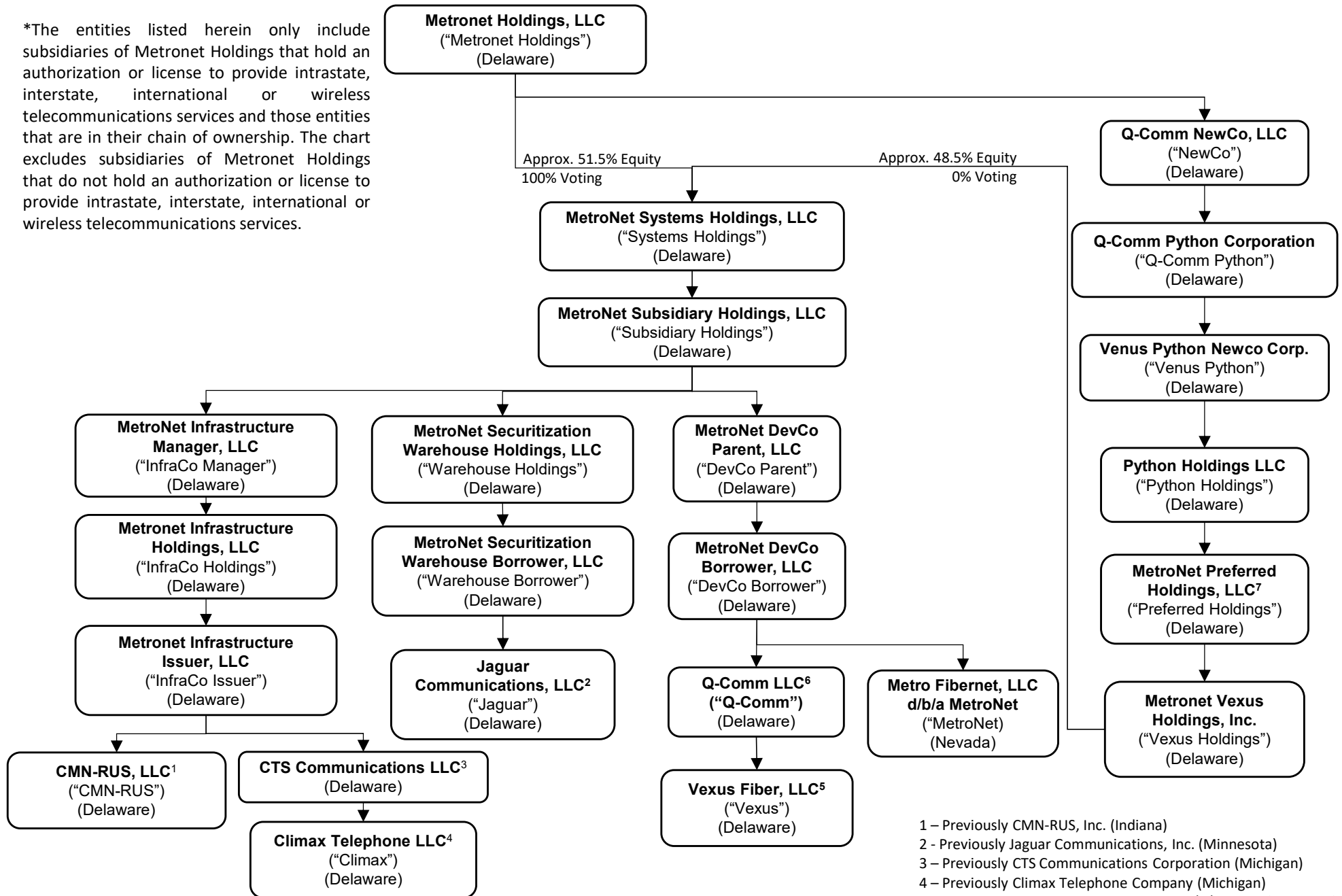
KKR is a publicly traded company listed on the New York Stock Exchange. No KKR shareholder is attributed a 10% or greater equity interest in Metronet Holdings.

ATTACHMENT 3

Corporate Organizational Structure of Climax

Current Ownership Structure*

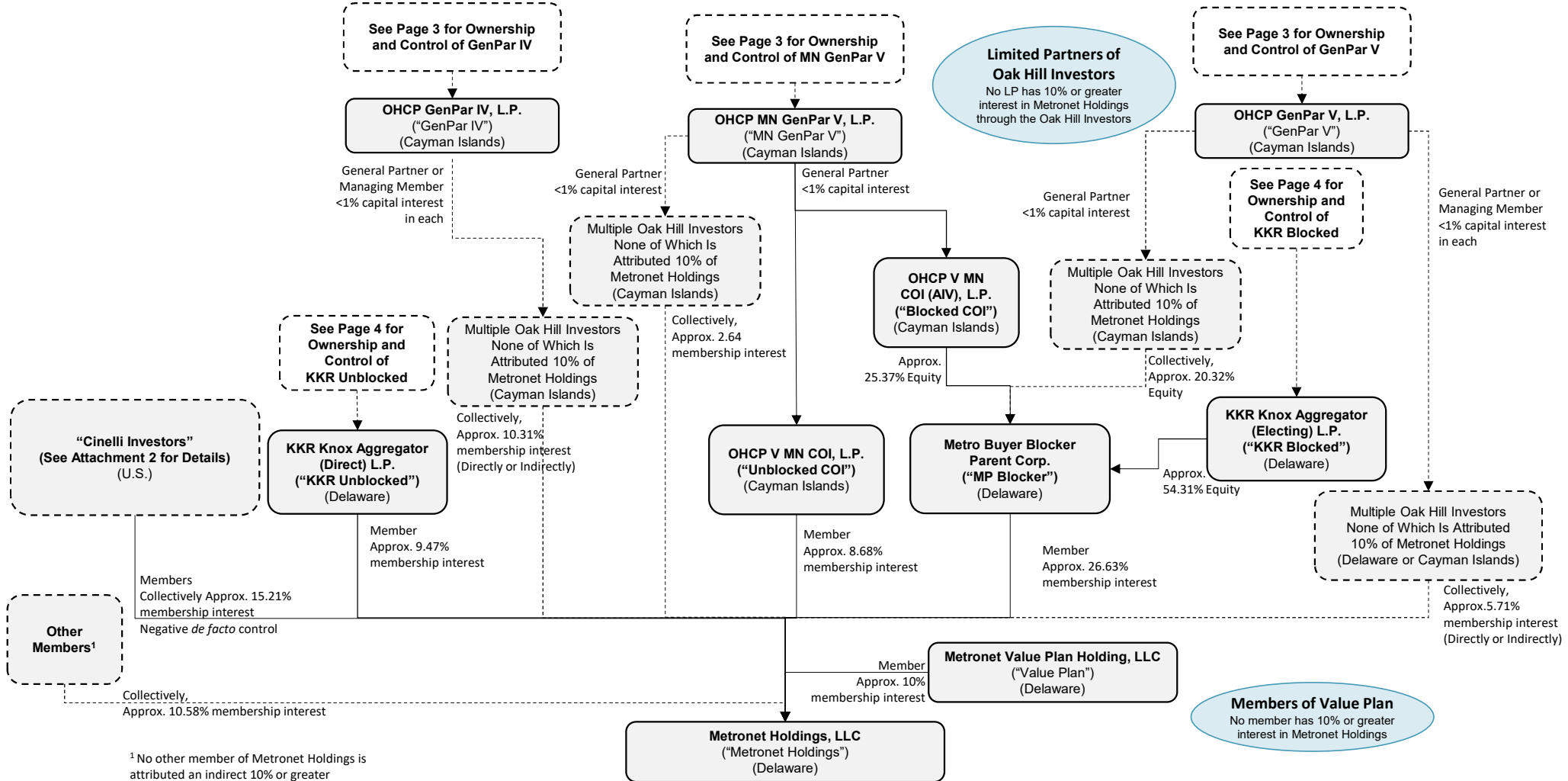
*The entities listed herein only include subsidiaries of Metronet Holdings that hold an authorization or license to provide intrastate, interstate, international or wireless telecommunications services and those entities that are in their chain of ownership. The chart excludes subsidiaries of Metronet Holdings that do not hold an authorization or license to provide intrastate, interstate, international or wireless telecommunications services.



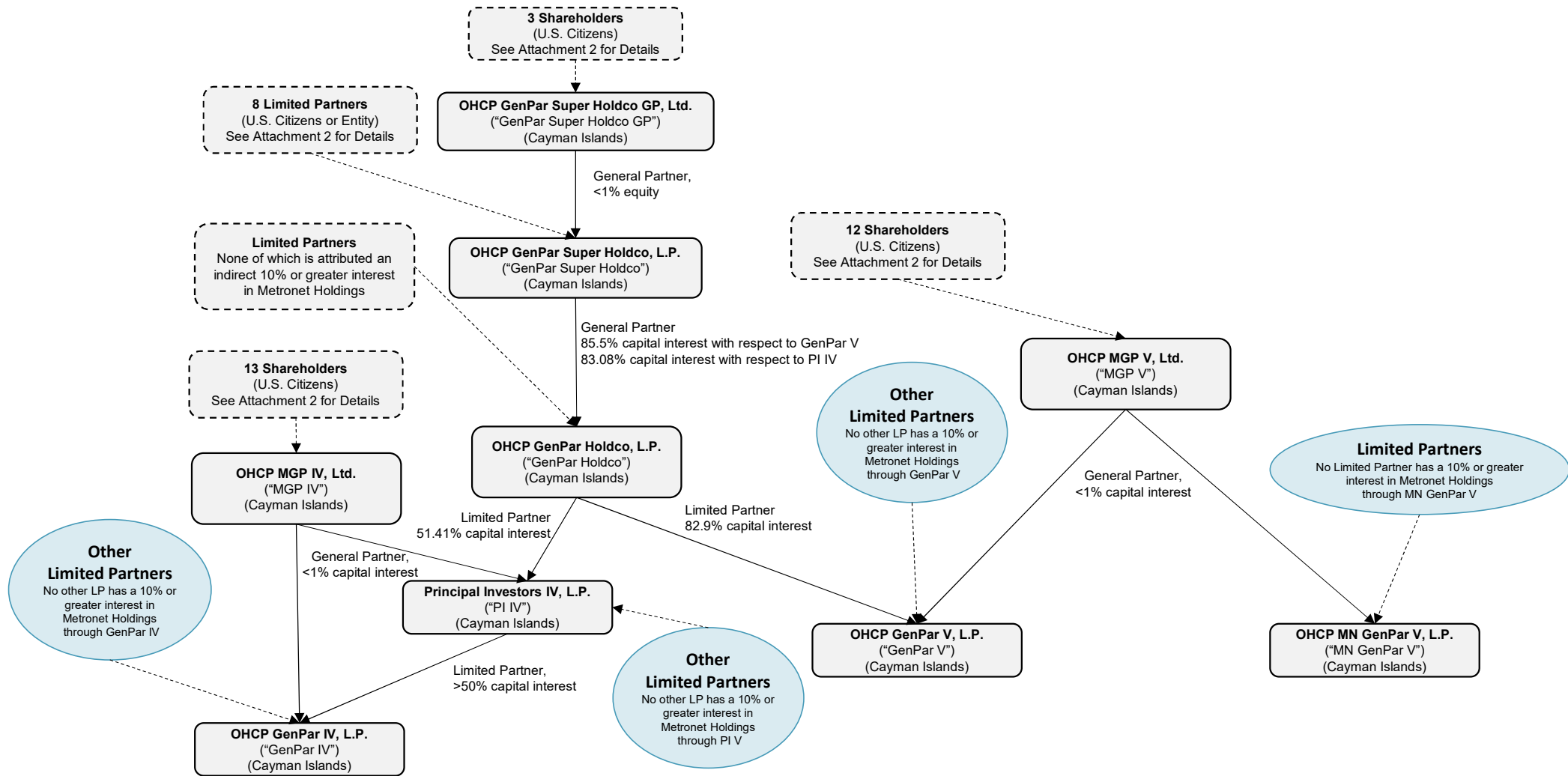
- 1 – Previously CMN-RUS, Inc. (Indiana)
- 2 - Previously Jaguar Communications, Inc. (Minnesota)
- 3 – Previously CTS Communications Corporation (Michigan)
- 4 – Previously Climax Telephone Company (Michigan)
- 5 – Previously NTS Communications, LLC d/b/a Vexus (Delaware)
- 6 – Previously Q-Comm Corporation (Nevada)
- 7 – Previously NTS Communications Holdings, LLC (Delaware)

Unless otherwise indicated, all ownership percentages are 100% voting and equity.

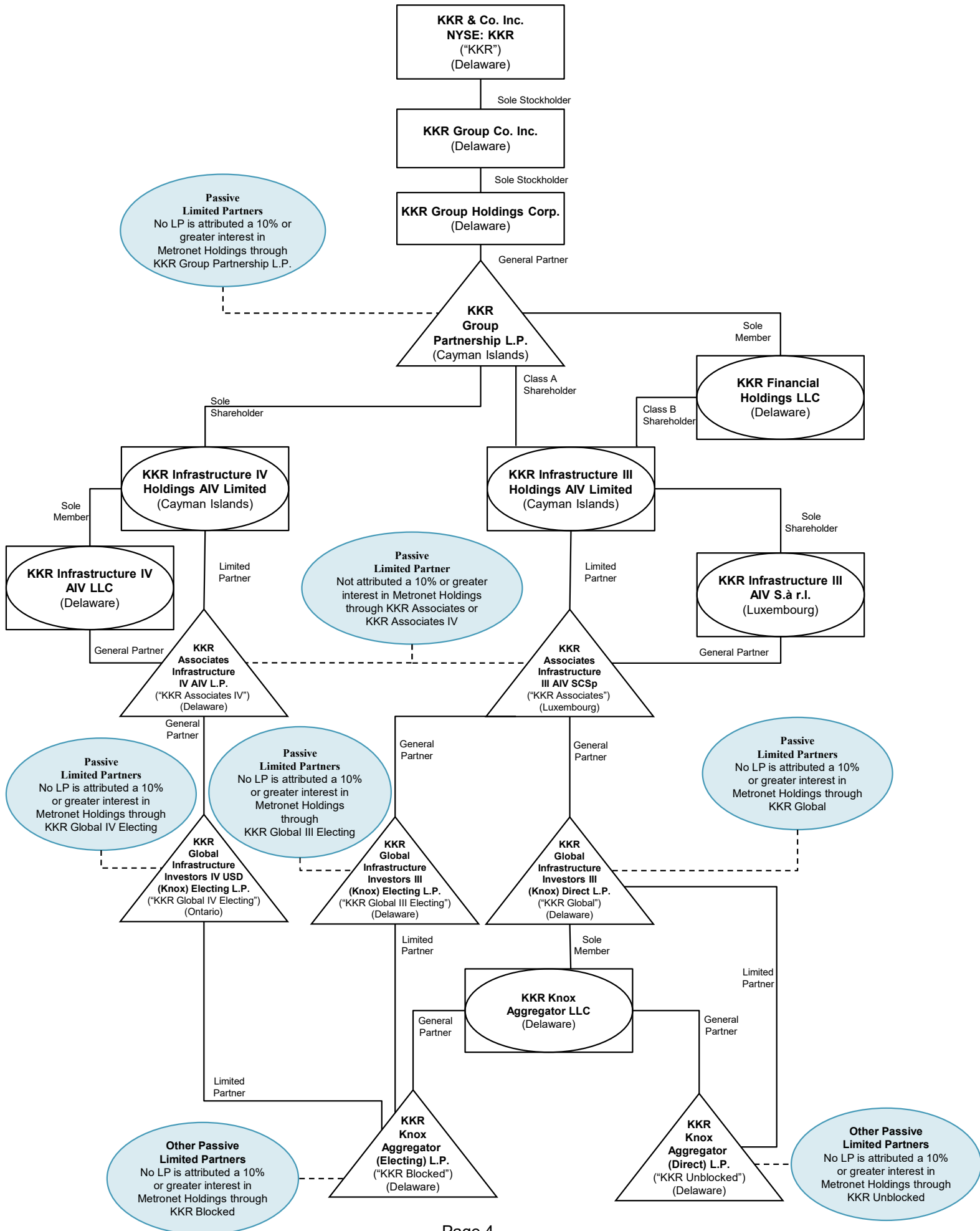
Ownership and Control Structure of Holdings



Ownership and Control Structure of GenPar V and MN GenPar V



Ownership and Control Structure of KKR Blocked and KKR Unblocked



VERIFICATION

I, Rose Mulvany Henry, state that I am the Vice President of Regulatory & Legislative Affairs of Metronet Holdings, LLC and its subsidiaries (collectively, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 17th day of November, 2022.



Rose Mulvany Henry
Vice President of Regulatory & Legislative Affairs
Metronet Holdings, LLC