Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of	)	
	)	
Future Fiber Parent, L.P.	)	
Transferor	)	WC Docket No. 26-_______
	)	
Go Holdco I, LLC	)	ITC-T/C-20260601-00154
Transferee	)	ITC-T/C-20260601-00156
	)	ITC-T/C-20260601-00157
Joint Application for Consent to Transfer	)	ITC-T/C-20260601-00158
Control of International and Domestic Authority	)	ITC-T/C-20260601-00159
Pursuant to Section 214 of the	)	ITC-ASG-20260601-00160
Communications Act of 1934,	)	
as Amended	)	

JOINT APPLICATION FOR CONSENT TO TRANSFER CONTROL OF INTERNATIONAL AND DOMESTIC AUTHORITY PURSUANT TO SECTION 214 OF THE COMMUNICATIONS ACT OF 1934, AS AMENDED

Pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission's rules, 47 C.F.R. §§ 63.04 and 63.24, Future Fiber Parent, L.P. ("Transferor" or "Fiber Parent"), and Go Holdco I, LLC ("Transferee" or "Go HoldCo") hereby request Commission consent to transfer control of the international and domestic Section 214 authorizations of certain of Transferor's indirect subsidiaries[1] (collectively, "Licensees") to Go HoldCo.[2] Following completion of the Proposed Transaction (as defined below), Go HoldCo will be a joint venture 50/50 controlled and co-managed by T-Mobile USA, Inc. ("T-Mobile")—through its subsidiary TMUS Go JV Holdings LLC ("TMUS Go JV")—and Oak Hill Capital Management, LLC ("Oak Hill"), which indirectly controls Fiber Parent and its subsidiaries today. Consistent with the Commission's rules,[3] this Joint Application is being filed simultaneously with the Wireline Competition Bureau and the International Bureau.[4]

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[1] The following indirect subsidiaries of Fiber Parent hold domestic Section 214 authority: Blountsville Telephone LLC ("Blountsville Telephone"); Brindlee Mountain Telephone LLC ("Brindlee Mountain"); CRC Communications LLC ("CRC Communications"); Finger Lakes Communications Group Inc. ("Finger Lakes"); Granby Telephone LLC ("Granby Telephone"); Hopper Telecommunications LLC ("Hopper Telecom"); Mid-Maine Telecom LLC ("Mid-Maine Telecom"); Mid-Maine TelPlus LLC ("Mid-Maine TelPlus"); NetSpeed LLC ("NetSpeed"); Netspeed Management, Inc. ("Netspeed Management"); Ontario Telephone Company, Inc. ("Ontario Telephone"); Otelco Mid-Missouri LLC ("Otelco Mid-Missouri"); Otelco Telecommunications LLC ("Otelco Telecom"); Otelco Telephone LLC ("Otelco Telephone"); Pine Tree Telephone LLC ("Pine Tree"); Saco River Telephone LLC ("Saco River"); Shoreham Telephone LLC ("Shoreham Telephone"); Trumansburg Telephone Company, Inc. ("Trumansburg Telephone"); and War Telephone LLC ("War Telephone"). CRC Communications, Finger Lakes, Granby Telephone, Mid-Maine TelPlus, Otelco Telecom, and Shoreham Telephone also hold international Section 214 authorizations. As part of the Proposed Transaction, four of these entities—Finger Lakes, Netspeed Management, Ontario Telephone, and Trumansburg Telephone—will be converted from corporations to limited liability companies controlled by Transferee.

[2] Fiber Parent, Go HoldCo, and Licensees are collectively referred to herein as "Applicants."

[3] 47 C.F.R. § 63.04(b).

[4] In connection with the Proposed Transaction, five applications are being filed in ICFS for the transfer of control of the international Section 214 authorizations of CRC Communications, Granby Telephone, Mid-Maine TelPlus, Otelco Telecom, and Shoreham Telephone, respectively, to Go HoldCo. One application is being filed for the assignment of Finger Lakes' international Section 214 authorization to Finger Lakes Communications Group LLC as this Licensee will be converted from a corporation to a limited liability company controlled by Transferee as part of the Proposed Transaction (which conversion will be effectuated through a merger of Finger Lakes with and into a to-be-formed Delaware limited liability company shortly prior to or concurrently with completion of the Proposed Transaction). Applicants also intend to undertake a *pro forma* restructuring of the direct ownership of Finger Lakes shortly before or at the closing. Additionally,

In support of this Joint Application, the Applicants respectfully submit the following information:

I. DESCRIPTION OF THE APPLICANTS

A. Transferor – Future Fiber Parent, L.P.

Fiber Parent is a Delaware limited partnership that functions as a holding company and does not currently provide, nor is it currently authorized to provide, telecommunications services. Fiber Parent is primarily owned and controlled by funds and entities associated with Oak Hill, which is a private equity fund based in New York, Connecticut and California.

B. Licensees

Information concerning the Commission-authorized Licensees subject to this Joint Application is provided below. Collectively, the Licensees operate as "GoNetspeed" and provide telecommunications and other communications services across eleven states (Alabama, Connecticut, Maine, Massachusetts, Missouri, New Hampshire, New Jersey, New York, Rhode Island, Vermont, and West Virginia).

1. Blountsville Telephone LLC ("Blountsville Telephone")

Blountsville Telephone is an Alabama limited liability company, authorized to provide rural local exchange services in Alabama. Blountsville Telephone is designated as an Eligible Telecommunications Carrier ("ETC") in Alabama. Blountsville Telephone is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

Applicants will file a Form 603 seeking Commission consent to transfer control of the wireless licenses (non-common carrier millimeter wave and private fixed microwave) held by I-Land Internet Services LLC. *See* ULS File No. 0012063150.

2. Brindlee Mountain Telephone LLC ("Brindlee Mountain")

Brindlee Mountain is an Alabama limited liability company, authorized to provide rural local exchange services in Alabama. Brindlee Mountain is designated as an ETC in Alabama. Brindlee Mountain is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

3. CRC Communications LLC ("CRC Communications")

CRC Communications is a Delaware limited liability company, authorized to provide competitive local exchange services and interexchange services in Alabama, Maine, Massachusetts, Missouri, New Hampshire, and Vermont, and is an authorized voice over Internet protocol ("VoIP") provider in Connecticut and Missouri. CRC Communications is designated as an ETC in Massachusetts. CRC Communications holds international Section 214 authorizations ITC-214-19980608-00391 and ITC-214-20000807-00468 and is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

4. Finger Lakes Communications Group Inc. ("Finger Lakes")[5]

Finger Lakes is a New York corporation, authorized to provide competitive local exchange services in New York. Finger Lakes holds international Section 214 authorization ITC-214-20041019-00409 and is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

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[5] As part of the Proposed Transaction, Finger Lakes Communications Group Inc. will convert to a Delaware limited liability company and will be known as Finger Lakes Communications Group LLC. The conversion will be effectuated through a merger of Finger Lakes with and into a to-be-formed limited liability company shortly prior to or concurrently with completion of the Proposed Transaction. Applicants also intend to undertake a *pro forma* restructuring of the direct ownership of Finger Lakes shortly before or at the closing.

5. Granby Telephone LLC ("Granby Telephone")

Granby Telephone is a Massachusetts limited liability company, authorized to provide rural local exchange services in Massachusetts. Granby Telephone is designated as an ETC in Massachusetts. Granby Telephone holds international Section 214 ITC-214-20020524-00291 and is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

6. Hopper Telecommunications LLC ("Hopper Telecom")

Hopper Telecom is an Alabama limited liability company, authorized to provide rural local exchange services in Alabama. Hopper Telecom is designated as an ETC in Alabama. Hopper Telecom is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

7. Mid-Maine Telecom LLC ("Mid-Maine Telecom")

Mid-Maine Telecom is a Maine limited liability company, authorized to provide rural local exchange and interexchange services in Maine. Mid-Maine Telecom is designated as an ETC in Maine. Mid-Maine Telecom is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

8. Mid-Maine TelPlus LLC ("Mid-Maine TelPlus")

Mid-Maine TelPlus is a Maine limited liability company, authorized to provide competitive local exchange and interexchange services in Maine. Mid-Maine TelPlus holds international Section 214 authorization ITC-214-19961101-00549 and is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

9. NetSpeed LLC ("NetSpeed")

NetSpeed is a Delaware limited liability company, authorized to provide competitive local exchange and interexchange services in New Jersey. NetSpeed is authorized as a VoIP provider in Rhode Island and a facilities-based dark fiber provider in Connecticut. NetSpeed is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

10. Netspeed Management, Inc. ("Netspeed Management")[6]

Netspeed Management is a New York corporation, authorized to provide competitive local exchange services in New York. Netspeed Management is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

11. Ontario Telephone Company, Inc. ("Ontario Telephone")[7]

Ontario Telephone is a New York corporation, authorized to provide rural local exchange services in New York. Ontario Telephone is designated as an ETC in New York. Ontario Telephone is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

12. Otelco Mid-Missouri LLC ("Otelco Mid-Missouri")

Otelco Mid-Missouri is a Missouri limited liability company, authorized to provide rural local exchange service in Missouri. Otelco Mid-Missouri is designated as an ETC in Missouri. Otelco Mid-Missouri is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

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[6] As part of the Proposed Transaction, Netspeed Management, Inc. will convert to a Delaware limited liability company and will be known as Netspeed Management, LLC. The conversion will be effectuated through a merger of Netspeed Management, Inc. with and into a to-be-formed limited liability company shortly prior to or concurrently with completion of the Proposed Transaction.

[7] As part of the Proposed Transaction, Ontario Telephone Company, Inc. will convert to a Delaware limited liability company and will be known as Ontario Telephone Company, LLC. The conversion will be effectuated through a merger of Ontario Telephone Company, Inc. with and into a to-be-formed limited liability company shortly prior to or concurrently with completion of the Proposed Transaction.

13. Otelco Telecommunications LLC ("Otelco Telecom")

Otelco Telecom is a Delaware limited liability company, authorized to provide local exchange and interexchange services in Maine, Massachusetts, Missouri, Vermont, and West Virginia. Otelco Telecom is a toll reseller in Alabama and provides cable television services in various localities in Alabama. Otelco Telecom holds international Section 214 authorization ITC-214-19981211-00879 and is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

14. Otelco Telephone LLC ("Otelco Telephone")

Otelco Telephone is a Delaware limited liability company, authorized to provide rural local exchange service in Alabama. Otelco Telephone is designated as an ETC in Alabama. Otelco Telephone is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

15. Pine Tree Telephone LLC ("Pine Tree")

Pine Tree is a Maine limited liability company, authorized to provide rural local exchange and interexchange services in Maine. Pine Tree is designated as an ETC in Maine. Pine Tree is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

16. Saco River Telephone LLC ("Saco River")

Saco River is a Delaware limited liability company, authorized to provide rural local exchange and interexchange services in Maine. Saco River is designated as an ETC in Maine. Saco River is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

17. Shoreham Telephone LLC ("Shoreham Telephone")

Shoreham Telephone is a Delaware limited liability company, authorized to provide rural local exchange service in Vermont. Shoreham Telephone is designated as an ETC in Vermont. Shoreham Telephone holds international Section 214 authorization ITC-214-20110201-00041 and is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

18. Trumansburg Telephone Company, Inc. ("Trumansburg Telephone")[8]

Trumansburg Telephone is a New York corporation, authorized to provide rural local exchange services in New York. Trumansburg Telephone is designated as an ETC in New York. Trumansburg Telephone is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

19. War Telephone LLC ("War Telephone")

War Telephone is a Delaware limited liability company, authorized to provide rural local exchange and interexchange services in West Virginia. War Telephone is designated as an ETC in West Virginia. War Telephone is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

See **Exhibit A** for charts of the current ownership structure of Licensees and Transferor.

C. Transferee – Go Holdco I, LLC

Go HoldCo is a Delaware limited liability company that upon closing of the Proposed Transaction will be 50/50 controlled and co-managed by T-Mobile and Oak Hill. Following the

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[8] As part of the Proposed Transaction, Trumansburg Telephone Company, Inc. will convert to a Delaware limited liability company and will be known as Trumansburg Telephone Company, LLC. The conversion will be effectuated through a merger of Trumansburg Telephone Company, Inc. with and into a to-be-formed limited liability company shortly prior to or concurrently with completion of the Proposed Transaction.

closing, the board of directors of Go HoldCo will consist of two directors appointed by T-Mobile, two directors appointed by Oak Hill, and one independent director. The independent director will be designated by Oak Hill, upon consultation with, and the prior written consent (not to be unreasonably withheld, conditioned, or delayed) of T-Mobile. T-Mobile will hold 50 percent of Go HoldCo's voting membership interests and combined voting and non-voting membership interests, with Fiber Parent holding approximately 27 percent of the combined voting and non-voting membership interests and Greenlight Parent L.P. ("Greenlight Parent") holding approximately 23 percent of the combined voting and non-voting membership interests, both of which are controlled by Oak Hill.

1. T-Mobile USA, Inc.

T-Mobile is well known to the Commission. Led by a management team with decades of collective experience in the telecommunications industry, T-Mobile is headquartered in Bellevue, Washington, and offers nationwide wireless voice, data, and fixed wireless broadband services to over 142.4 million subscribers.[9] In 2025, T-Mobile had total revenues of over $88.3 billion.[10]

2. Oak Hill

Oak Hill is a private equity fund based in the United States, but whose funds are organized in the Cayman Islands. The equity in the Oak Hill Capital Management funds is held through limited partnership interests held by numerous, primarily U.S.-based investors, including individuals, trusts, institutions and business entities. Control of these funds ultimately rests in U.S. entities or citizens.

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9 *See* T-Mobile US, Inc., Form 10-K for the fiscal year ended Dec. 31, 2025 (filed Feb. 11, 2026), available at https://s29.q4cdn.com/310188824/files/doc_financials/2025/q4/2025-FORM-10-K-vFinal.pdf.

10 *See id.*

II. DESCRIPTION OF THE TRANSACTION

Pursuant to a Transaction Agreement dated as of April 25, 2026, by and among Fiber Parent, Future Fiber Holdings, LLC (a Delaware limited liability company and a wholly owned direct subsidiary of Fiber Parent), TMUS Go JV, Go HoldCo, and Oak Hill, Go HoldCo will become a joint venture 50/50 controlled and co-managed by T-Mobile and Oak Hill (the "Proposed Transaction"). Thus, as a result of the Proposed Transaction, Licensees will become wholly owned indirect subsidiaries of Go HoldCo, which will be jointly owned and controlled by Oak Hill and T-Mobile.

The Proposed Transaction includes two primary steps. First, Fiber Parent and Greenlight Parent will form Go HoldCo, and liquidate and assign certain of their assets to the newly created entity. Second, T-Mobile, through its wholly owned subsidiary TMUS Go JV, will invest in Go HoldCo, acquiring a 50 percent ownership stake and establishing the joint venture with Oak Hill.[11]

Charts illustrating the ownership of Licensees post-closing are attached as **Exhibit B**.

III. PUBLIC INTEREST STATEMENT

Pursuant to Section 214 of the Act, the Commission will approve a proposed transfer of control of an authorization if it concludes that, after balancing the potential benefits and harms, doing so would serve the public interest, convenience, and necessity.[12] The Proposed Transaction plainly satisfies this legal standard.

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[11] As noted previously, as part of the Proposed Transaction, certain Licensees will be converted from corporations to limited liability companies controlled by Go HoldCo.

[12] *See, e.g.*, *Applications Filed by Frontier Communications Corporation and Verizon Communications Inc. for the Partial Assignment or Transfer of Control of Certain Assets in California, Florida, and Texas*, Memorandum Opinion and Order, 30 FCC Rcd 9812, 9815 ¶¶ 8, 9 (WCB 2016) (explaining that the Commission's public interest evaluation employs a balancing test to weigh potential harms of a transaction with a "preference to protect and promote competition in relevant markets, accelerate private-sector deployment of advanced services, ensure a diversity of license holdings, and generally manage spectrum in the public interest.").

As an initial matter, Transferee is managerially, technically, and financially well-qualified to complete the Proposed Transaction and assume indirect ownership and control of Licensees. The prospective owners of Go HoldCo are experienced managers and operators of communications service providers in the United States, as demonstrated by the descriptions above regarding the market and financial positions of the entities. The joint venture will pair T-Mobile's national retail scale, brand name, and award-winning customer service experience with the proven fiber build capabilities and experienced digital infrastructure investment expertise of Oak Hill. The result will be a stronger competitor that is better equipped to expand deployment of high-quality digital infrastructure.

The Proposed Transaction will strengthen Licensees' financial position by integrating two of Oak Hill's existing fiber portfolio companies, GoNetSpeed and Greenlight Networks,[13] into a single entity and providing access to new sources of capital, enabling accelerated investment in and expansion of the companies' fiber networks. With these enhanced resources, Licensees will be better positioned to serve their competitive local exchange carrier ("CLEC") and incumbent local exchange carrier ("ILEC") customers, compete for new business, and extend high-capacity fiber connections to additional customers within their current operating areas and any areas into which they may expand.

The Proposed Transaction will also serve to expand T-Fiber by T-Mobile service to residential customers across markets primarily in the Northeastern United States, with a current presence in states including Connecticut, Maine, Maryland, Massachusetts, New Jersey, New York, Pennsylvania, and Rhode Island. Similar to T-Mobile's other fiber joint ventures, Licensees

[13] The Greenlight Networks subsidiaries (which are indirectly, wholly owned by Greenlight Parent) do not provide interstate or international telecommunications services or hold any FCC licenses or authorizations.

will operate under a wholesale model designed to scale efficiently while delivering a customer-friendly value proposition consisting of simple plans, transparent pricing and no annual service contracts. With the Proposed Transaction, the combined T-Fiber platform is expected to pass over 1.3 million households by the end of 2026.

The Proposed Transaction will not diminish competition, as it will not eliminate any telecommunications service provider. The Proposed Transaction therefore poses no threat of anticompetitive effects in connection with any telecommunications service. After completion of the Proposed Transaction, Licensees will continue to provide high-quality communications services without interruption.[14]

Rather than harming competition, the Proposed Transaction will serve to enhance it. The joint venture structure allows the Applicants to scale faster by combining leading fiber operators with T-Mobile's brand, distribution, and customer experience to meet growing demand for fast connectivity options. Together, the Applicants will leverage the Licensees' scalable fiber network build capabilities to deliver best-in-class high-speed fiber internet connectivity to more customers across the United States. As demand for reliable, low-latency connectivity continues to grow, the Proposed Transaction will facilitate the deployment of improved and expanded fiber infrastructure to meet that need.

The Proposed Transaction is also expected to aid in deploying broadband to underserved communities that currently lack access to fiber. The Applicants possess a shared conviction in the importance of expanding high-quality digital infrastructure, and the parties believe that Licensees

[14] At the closing of the Transaction, substantially all residential fiber customers of Licensees who are receiving unregulated services including broadband internet access services and/or interconnected VoIP services will be transferred to T-Mobile. No regulated telecommunications customers will be transferred.

are positioned to accelerate fiber-to-the-premises construction and to deliver reliable, high-speed connectivity to even more underserved communities across the Northeastern and mid-Atlantic United States. As structural demand increases, fiber infrastructure will remain a critical technology for addressing high-bandwidth requirements. Consistent with the Commission's goals, Applicants anticipate that the Proposed Transaction will catalyze broader and deeper fiber infrastructure deployment and broadband services availability in Licensees' territory and other areas into which Go HoldCo and its subsidiaries may expand.

Accordingly, the Proposed Transaction is in the best interests of Licensees' customers. By combining T-Mobile's retail expertise, award-winning customer service track record, and financial strength with Oak Hill's proven fiber infrastructure investment capabilities, the Proposed Transaction will deliver improved service quality, expanded broadband availability, and greater connectivity options to customers throughout Licensees' service areas. Licensees' customers will benefit directly from accelerated network investment, including fiber buildout that will extend high-speed, reliable broadband to underserved and unserved areas. These enhancements will promote digital equity, expand consumer choice, and support economic development across the communities that Licensees serve.

For these reasons, the Proposed Transaction will serve the public interest by preserving and enhancing Licensees' strengths without posing any threat of anticompetitive effects or other public interest harm, while remaining entirely transparent to consumers.

IV. INFORMATION REQUIRED BY SECTION 63.24(e)

Pursuant to Section 63.24(e)(2) of the Commission's Rules,[15] the Applicants submit the following information requested in Section 63.18(a)-(d) and (h)-(q) in support of this Joint Application:

A. Name, Address, Telephone Number, and Jurisdiction of Organization, 47 C.F.R. § 63.18(a)-(b)

Transferor

Future Fiber Parent, L.P. ("Fiber Parent")
c/o Oak Hill Capital Management
One Stamford Plaza
263 Tresser Boulevard, 15th Floor
Stamford, CT 06901
Tel: 203-328-1600
Jurisdiction of organization: Delaware
FRN: 0029860749

Transferee

Go Holdco I, LLC ("Go HoldCo")
One Stamford Plaza
263 Tresser Boulevard, 15th Floor
Stamford, CT 06901
Tel: 203-328-1600
Jurisdiction of organization: Delaware
FRN: 0038474284

Licensees

Please see **Table 1** below for a list of the Licensees and their jurisdiction of organization; the Licensees can be reached at:

396 Griffin Road, Suite 110
Bangor, ME 04401
Tel: 855-891-7291

Table 1

Licensee	Jurisdiction of Organization	Provider Type	FRN
Blountsville Telephone LLC	Alabama	RLEC	0006925440
Brindlee Mountain Telephone LLC	Alabama	RLEC	0001775295

15 47 C.F.R. § 63.24(e)(2).

Licensee	Jurisdiction of Organization	Provider Type	FRN
CRC Communications LLC	Delaware	ILEC/CLEC/IXC	0003713906
Finger Lakes Communications Group Inc.	New York	CLEC	0011581931
Granby Telephone LLC	Massachusetts	RLEC	0003731791
Hopper Telecommunications LLC	Alabama	RLEC	0008702433
I-Land Internet Services LLC	Missouri	MG/MM (Wireless)	0019491562
Mid-Maine Telecom LLC	Maine	RLEC/IXC	0017225723
Mid-Maine TelPlus LLC	Maine	CLEC/IXC	0021454806
NetSpeed LLC	New York	CLEC/IXC	0026646661
Netspeed Management, Inc.	New York	CLEC	0033445198
Ontario Telephone Company, Inc.	New York	RLEC	0004315362
Otelco Mid-Missouri LLC	Missouri	RLEC	0018538496
Otelco Telecommunications LLC	Delaware	ILEC/CLEC/IXC	0003741980
Otelco Telephone LLC	Delaware	RLEC	0018538512
Pine Tree Telephone LLC	Maine	RLEC/IXC	0004997516
Saco River Telephone LLC	Delaware	RLEC/IXC	0005555925
Shoreham Telephone LLC	Delaware	RLEC	0020820189
Trumansburg Telephone Company, Inc.	New York	RLEC	0003412871
War Telephone LLC	Delaware	RLEC/IXC	0005057328

B. Name, Title, Post Office Address, and Telephone Number of Officer and Any Other Contact Point (Answer to Question 10), 47 C.F.R. § 63.18(c)

For T-Mobile as future owner of Go HoldCo:

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With a copy to:

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Executive Vice President, Chief Public Policy Officer
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For Licensees and Transferor as future owner of Go HoldCo:

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C. Statement as to Whether Applicants Have Previously Received Authority Under Section 214, 47 C.F.R. § 63.18(d)

Transferor:

Transferor does not hold any Section 214 authority.

Transferee:

Transferee does not hold any Section 214 authority.

T-Mobile, which through its subsidiary will own and control 50 percent of Go HoldCo after closing, holds an international Section 214 authorization (ITC-214-20011116-00601). T-Mobile does not hold domestic Section 214 authority.

Oak Hill, which through Fiber Parent and Greenlight Parent will own and control the other 50 percent of Go HoldCo after closing, does not hold any Section 214 authority.

Licensees:

Licensees hold the following international Section 214 authority:

CRC Communications holds two international Section 214 authorizations to provide global facilities-based and resale services (ITC-214-19980608-00391 and ITC-214-20000807-00468). CRC Communications is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

Finger Lakes holds an international Section 214 authorization to provide global or limited global resale service (ITC-214-20041019-00409). Finger Lakes is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

Granby Telephone holds an international Section 214 authorization to provide global facilities-based and resale services (ITC-214-20020524-00291). Granby Telephone is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

Mid-Maine TelPlus holds an international Section 214 authorization to provide global resale service (ITC-214-19961101-00549). Mid-Maine TelPlus is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

Otelco Telecom holds an international Section 214 authorization to provide global or limited global resale service (ITC-214-19981211-00879). Otelco Telecom is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

Shoreham Telephone holds an international Section 214 authorization to provide global or limited global resale service (ITC-214-20110201-00041). Shoreham Telephone is authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

The remaining Licensees—Blountsville Telephone, Brindlee Mountain, Hopper Telecom, Mid-Maine Telecom, NetSpeed, Netspeed Management, Ontario Telephone, Otelco Mid-Missouri, Otelco Telephone, Pine Tree, Saco River, Trumansburg Telephone, and War Telephone—are authorized to provide interstate service by virtue of blanket domestic Section 214 authority. 47 C.F.R. § 63.01.

D. Name, Address, Citizenship, and Principal Business of Disclosable Interest Holders, 47 C.F.R. § 63.18(h) – Answer to Question 11

Please see **Exhibit C** for information regarding the entities that, following the close of the Proposed Transaction, will hold directly or indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in the Licensees.

E. Interlocking Directorates with Foreign Carriers, 47 C.F.R. § 63.18(h) – Answer to Question 12

Upon completion of the Proposed Transaction, Transferee is not anticipated to have any interlocking directorates with a foreign carrier.

F. Narrative Description of Transaction and Public Interest Statement – Answer to Question 13

A description of the Proposed Transaction and Public Interest Statement is provided in Sections II and III, *supra*.

G. Foreign Carriers, 47 C.F.R. § 63.18(i) – Answer to Question 14

Please see **Exhibit D**.

H. Destination Countries and Foreign Carrier Affiliates, 47 C.F.R. § 63.18(j) – Answer to Question 15

Transferee certifies that it does not seek to provide international telecommunications services to any destination country where upon completion of the Proposed Transaction: (i) Transferee is a foreign carrier; (ii) any entity that owns more than 25 percent of Transferee, or that controls Transferee, controls a foreign carrier in that country, except to the extent any of the entities identified in **Exhibit D** is a foreign carrier; or (iii) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of Transferee and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

T-Mobile certifies that, upon the completion of the Proposed Transaction, Deutsche Telekom AG ("DT") will have negative control of Transferee as a result of DT's controlled indirect subsidiary holding a 50 percent member interest in Transferee.[16] Through DT, Transferee will be affiliated with certain foreign carriers in destination countries to which Licensees provide international telecommunications service. These carriers and the countries where they provide service are identified in **Exhibit D**.

I. WTO Status of Destination Countries, 47 C.F.R. § 63.18(k) – Answer to Question 18

All of the countries identified in **Exhibit D** are members of the World Trade Organization ("WTO") except for Bosnia-Herzegovina, which is in the accession process.

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[16] *See, e.g., Petition of Hotwire Communications, LTD for Waiver of Section 54.804(B)(6)(IV) of the Commission's Rules*, Order, 36 FCC Rcd. 17426, 17429 n 24. (2021) ("Pursuant to Commission precedent, if a corporation has two 50% shareholders, then each possess negative control.").

J. Classification of Foreign Carrier Affiliates as Dominant or Non-Dominant, 47 C.F.R. §§ 63.18(m), 63.10 – Answer to Question 16

Pursuant to Section 63.10(a)(4) of the Commission's rules, the Applicants request non-dominant status for Licensees on all routes between the United States and each of the countries listed in **Exhibit D**. Licensees provide international switched service solely through the resale of an unaffiliated U.S. facilities-based carrier's international switched services (either directly or indirectly through the resale of another U.S. resale carrier's international switched services) and thus should presumptively be classified as non-dominant for the provision of the authorized service.

K. Certification of Agreement Not to Accept Special Concessions, 47 C.F.R. § 63.18(n)

Applicants certify that they have not agreed to accept special concessions directly or indirectly from a foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into any such agreements in the future.

L. Certification Pursuant to Anti-Drug Abuse Act of 1988, 47 C.F.R. § 63.18(o)

Applicants certify that no party to the Joint Application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance.

M. Submission to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector, 47 C.F.R. § 63.18(p)

In the *Executive Branch Review Process Order*,[17] the Commission formalized the review process of applications with reportable foreign ownership that may be referred to the Executive

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[17] *Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership,* IB Docket 16-155, Report and Order, 35 FCC Rcd 10927, 10938-42 ¶¶ 29-39 (2020) ("*Executive Order").*

Branch for review for national security, law enforcement, foreign policy and trade policy issues. As Applicants have reportable foreign ownership, they will submit directly to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (the "Committee") responses to the Committee's Standard Questions simultaneously with the submission of this Joint Application. Within three business days, Applicants will also submit a complete and unredacted copy of this Joint Application to the Committee.

N. Required Certifications, 47 C.F.R. § 63.18(q)

Applicants' certifications under Section 63.18(q) of the Commission's rules are attached as **Exhibit F**.

O. Streamlined Processing, 47 C.F.R. § 63.18(r)

The Applicants are not seeking streamlined processing.

V. INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES IN RELATION TO TRANSFER OF CONTROL OF DOMESTIC SECTION 214 AUTHORITY

In support of this Joint Application, the Applicants respectfully submit the following information pursuant to Section 63.04 of the Commission's rules:

A. Description of the Transaction, 47 C.F.R. § 63.04(a)(6)

A description of the Proposed Transaction is provided in Section II, *supra*.

B. Description of the geographic areas in which the Transferor and Transferee (and their affiliates) offer domestic telecommunications service, and what service are provided in each area, 47 C.F.R. § 63.04(a)(7)

Transferor and Transferee are holding companies that do not currently provide any services. The Licensees provide or are authorized to provide telecommunications services, voice over Internet protocol services, broadband services, and/or multichannel video programming services in the following geographic areas:

Blountsville Telephone: Alabama.

Brindlee Mountain: Alabama.

CRC Communications: Alabama, Connecticut, Maine, Massachusetts, Missouri, New Hampshire, and Vermont.

Finger Lakes: New York.

Granby Telephone: Massachusetts.

Hopper Telecom: Alabama.

Mid-Maine Telecom: Maine.

Mid-Maine TelPlus: Maine.

NetSpeed: Connecticut, New Jersey, and Rhode Island.

Netspeed Management: New York.

Ontario Telephone: New York.

Otelco Mid-Missouri: Missouri.

Otelco Telecom: Alabama, Maine, Massachusetts, Missouri, Vermont, and West Virginia.

Otelco Telephone: Alabama.

Pine Tree: Maine.

Saco River: Maine.

Shoreham Telephone: Vermont.

Trumansburg Telephone: New York.

War Telephone: West Virginia.

Licensees are affiliated with Greenlight Networks which, through its subsidiaries, provides high-speed fiber Internet access service to homes and businesses in the Northeast and Mid-Atlantic regions. The Greenlight Networks entities hold authority to provide intrastate telecommunications services in New Jersey, New York, and Pennsylvania. None of the Greenlight Networks entities provide domestic interstate telecommunications services or hold any FCC licenses or authorizations.

Other related Oak Hill funds and entities currently hold a 10% or greater equity or voting interest in the following domestic telecommunications carriers:

1. **Race Telecommunications, LLC ("Race Telecom") and its subsidiaries Bright Fiber Network, LLC ("Bright Fiber"), Race Technologies, LLC ("Race Technologies"), AB2, LLC ("AB2"), and RaceTV, LLC ("RaceTV," and together with Race Telecom, Bright Fiber, and AB2, "Race").** Race Telecom provides digital voice and fast Internet service in the following counties of California: Kern, Mono, Nevada County, San Bernardino, San Francisco, Los Angeles and San Diego. Bright Fiber operates a digital voice and Internet company in eastern Nevada County in California.[18] Race Technologies provides the labor force for the Race family of companies.[19] AB2 is not operational and has never had any customers. Although RaceTV previously provided video services to residential customers of Race Telecom and Bright Fiber in California, RaceTV terminated such services effective June 30, 2025.

2. **IdeaTek Telcom, LLC ("IdeaTek") and its subsidiary Elkhart Telephone Company, LLC ("Elkhart")**. IdeaTek provides interstate and intrastate local exchange and interexchange telecommunications services, along with broadband services, to residences and businesses in rural Kansas and Missouri, via fiber optic and fixed wireless technologies. Elkhart is an RLEC that provides voice and broadband services in and around the community of Elkhart, Kansas.

3. **Socket Telecom, LLC ("Socket Telecom")**. Socket Telecom is a provider of interstate and intrastate local exchange and interexchange telecommunications services in Arkansas, Kansas, Missouri, and Oklahoma. Socket Telecom recently acquired the following domestic telecommunications carriers:

    - **Holway Telephone Company, LLC ("Holway Telephone")** is an incumbent local exchange carrier that provides local exchange services in Maitland and Skidmore, Missouri;

    - **K.L.M. Telephone Company, LLC ("K.L.M. Telephone")** is an incumbent local exchange carrier that provides local exchange services in Rich Hill, Richards, Metz and Deerfield, Missouri;

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[18] Bright Fiber does not hold any FCC licenses or provide any common carrier telecommunications services.

[19] Race Technologies does not hold any FCC licenses or provide any common carrier telecommunications services.

- **Holway Long Distance Company, LLC ("Holway LD")** is authorized to provide intrastate interexchange telecommunication services in Maitland and Skidmore, Missouri;

- **KLM Long Distance Company, LLC ("KLM LD")** is authorized to provide intrastate interexchange telecommunication services in Rich Hill, Richards, Metz and Deerfield, Missouri; and

- **N.W. Communications Co, LLC ("N.W. Communications")** is a competitive local exchange carrier that is authorized to provide basic local and non-switched local telecommunications services throughout the State of Missouri.

4. **Hunter Communications & Technologies, LLC ("Hunter")**. Hunter focuses on the construction, operation, and leasing of fiber networks and the provision of dedicated access circuits, point-to-point connections, and other voice and data products to customers in California, Oregon, and Washington.

Upon completion of the Proposed Transaction, Licensees will be affiliated with the following providers of domestic telecommunications services:

Trailblazer Holdco, LLC is an indirect subsidiary of T-Mobile which, through its Lumos subsidiaries,[20] provides fiber optic telecommunications services, including high-speed fiber Internet, commercial mobile wireless and fixed wireless broadband services. The Lumos entities are authorized to provide CLEC, ILEC, and IXC (intrastate, interstate or international) telecommunications services in Alabama, Georgia, Illinois, Indiana, Kentucky, Maryland, North Carolina, Ohio, South Carolina, and Virginia.

MetroNet Systems Holdings, LLC is an indirect subsidiary of T-Mobile and KKR Metro Parent LLC, operating through its subsidiaries,[21] provides telecommunications services, VoIP

[20] The following indirect subsidiaries of Trailblazer Holdco, LLC hold domestic Section 214 authority: Lumos Telephone of Botetourt, LLC, Lumos Telephone LLC, North State Telephone, LLC, North State Communications Long Distance, LLC, North State Communications Advanced Services, LLC, North State Communications, LLC, and Lumos Fiber of South Carolina, LLC.

[21] The following indirect subsidiaries of MetroNet Systems Holdings, LLC hold domestic Section 214 authority: Climax Telephone LLC, CMN-RUS, LLC, Jaguar Communications, LLC, Metro Fibernet, LLC, and Vexus Fiber, LLC.

services, and/or broadband services in certain portions of Arizona, Colorado, Florida, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Michigan, Minnesota, Missouri, Nebraska, Nevada, New Jersey, New Mexico, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Texas, Virginia, Washington, and Wisconsin.

T-Mobile operates as a nationwide provider of commercial mobile wireless and fixed wireless broadband services. T-Mobile does not provide CLEC, ILEC, or IXC (intrastate, interstate or international) telecommunications services or cable services.

C. Statement as to how the Joint Application fits into one or more of the presumptive streamlined categories in Section 63.03 of the Commission's Rules or why it is otherwise appropriate for streamlined treatment, 47 C.F.R. § 63.04(a)(8)

The Applicants are not seeking streamlined processing.

D. Identification of all other Commission applications related to the same transaction, 47 C.F.R. § 63.04(a)(9)

In addition to the applications for approval to transfer domestic and international Section 214 authority described above, Applicants plan to file an application seeking Commission consent to transfer control of the wireless licenses (non-common carrier millimeter wave and private fixed microwave) held by I-Land Internet Services LLC.

E. Statement of whether the Applicants are requesting special consideration because either party to the transaction is facing imminent business failure, 47 C.F.R. § 63.04 (a)(10)

The Applicants are not requesting special consideration based on any imminent business failure.

F. Identification of any separately filed waiver requests being sought in conjunction with the transaction, 47 C.F.R. § 63.04 (a)(11)

No separately filed waiver requests are being sought in conjunction with the Proposed Transaction.

G. Statement showing how grant of the Joint Application will serve the public interest, convenience, and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets, 47 C.F.R. § 63.04 (a)(12)

A public interest showing is provided in Section III, *supra*.

VI. UNIVERSAL SERVICE FUND INFORMATION

Pursuant to the Commission's Public Notice, DA 22-436 (rel. April 19, 2022), Applicants provide the following Universal Service Fund ("USF") information:

A. USF High-Cost Support participation by Licensees, Transferee and Affiliates:

1. Licensees:

Blountsville Telephone (Study Area Code ("SAC") 250282), Brindlee Mountain (SAC 250283), Hopper Telecom (SAC 250300), and Otelco Telephone (SAC 250312) are each designated as an Eligible Telecommunications Carrier ("ETC") and receive Enhanced Alternative Connect America Cost Model ("EA-CAM") support in Alabama.

CRC Communications is designated as an ETC in Massachusetts and received Connect America Fund Phase II ("CAF II") support in SAC 119009.

Mid-Maine Telecom (SAC 103315), Pine Tree (SAC 100020), and Saco River (SAC 100022) are each designated as an ETC and receive EA-CAM support in Maine.

Granby Telephone (SAC 110036) is designated as an ETC and receives Alternative Connect America Model Phase II ("ACAM II") support in Massachusetts.

Otelco Mid-Missouri (SAC 421917) is designated as an ETC and receives ACAM II support in Missouri.

Ontario Telephone (SAC 150112) and Trumansburg Telephone (SAC 150131) are each designated as an ETC and receive EA-CAM support in New York.

Shoreham Telephone (SAC 140064) is designated as an ETC and receives EA-CAM support in Vermont.

War Telephone (SAC 200258) is designated as an ETC and receives ACAM II support in West Virginia.

The remaining Licensees—Finger Lakes, Mid-Maine TelPlus, NetSpeed, Netspeed Management, and Otelco Telecom—do not have SACs or receive USF High-Cost Support.

2. Transferee:

Transferee does not currently provide any communications services and does not receive any USF High-Cost Support.

3. Affiliates:

T-Mobile: T-Mobile subsidiary, T-Mobile Puerto Rico LLC, participates in Stage 2 of the Uniendo a Puerto Rico Fund. Please see **Exhibit E** for SACs of T-Mobile and its subsidiaries associated with their participation in Lifeline, and the Alternative Connect America Fund and Connect America Fund Intercarrier Compensation programs. T-Mobile subsidiaries have ETC status in each of the states listed in **Exhibit E**.

Oak Hill: The following entities that are affiliated with Licensees through other Oak Hill funds and entities receive USF support:

1. **Race.** None of the Race entities receive USF High-Cost Support or have a SAC associated with USF High-Cost Support.

2. **IdeaTek**. IdeaTek is an ETC in Kansas. IdeaTek receives CAF Phase II support and RDOF support (SAC 419043). IdeaTek's subsidiary Elkhart receives Connect America Fund Broadband Loop Support ("CAF-BLS") and High-Cost Loop Support in SAC 411764.

3. **Socket Telecom**. In Missouri, Socket Telecom has been designated as an ETC and receives RDOF support in SAC 429048. Socket Telecom's subsidiaries Holway Telephone (SAC 421929) and K.L.M. Telephone (SAC 421900) receive Enhanced A-CAM in Missouri. Although N.W. Communications holds ETC designation in

Missouri (SAC 429058), none of Holway LD, KLM LD, or N.W. Communications receive USF High-Cost Support.

4. **Hunter**. Hunter is an ETC in California and Oregon and currently receives RDOF support in California (SAC 549040) and Oregon (SAC 539027). Hunter participates in the Lifeline program and previously participated in the Affordable Connectivity Program before the program ceased.

Although certain current and post-Transaction affiliates of Licensees receive cost-based USF support (*e.g.*, Elkhart through funds and entities affiliated with Oak Hill; Climax through T-Mobile) and Licensees receive fixed support through the EA-CAM and ACAM support mechanisms, this Transaction does not result in the type of common control or management of a cost-based support recipient and fixed support recipient that warrants a mixed-support condition as envisioned in the *Hargray/ComSouth Order*.[22]

In its 2018 *Hargray/ComSouth Order*, the Commission established the mixed-support condition in connection with the transfer of control of ComSouth Corporation ("ComSouth") from Mansfield Jennings Limited Partnership to Hargray Communications Group, Inc. ("Hargray"). According to the Commission, "mixed-support transactions"—*i.e.*, transactions where a company that receives fixed, model-based high-cost support ("model-based support"), like ComSouth, acquires or is acquired by a company that receives high-cost support based on its costs ("costbased support"), like Hargray—raised concerns that the combined companies may shift certain shared or common costs from the model-based support Company to the cost-based support Company.[23] To address this concern, the Commission imposed a seven-year condition that limited the amount of cost-based support Hargray could receive by capping its operating expenses to the averaged

22 *Joint Application of W. Mansfield Jennings Limited Partnership and Hargray Communications Group, Inc. for Consent to the Transfer of Control of ComSouth Corporation Pursuant to Section 214 of the Communications Act of 1934*, WC Docket 18-52, Memorandum Opinion and Order, 33 FCC Rcd 4780 (2018) ("*Hargray/ComSouth Order*").

23 *Id.*, 33 FCC Rcd at 4783, ¶ 11.

operating expense of the three calendar years preceding the transaction closing date.[24] However, the Commission later clarified that affiliates in a mixed-support transaction should be excluded from the condition "if no potential public interest harm could occur because of the lack of majority control and common costs, cost sharing, and/or consolidation of financial accounts."[25]

Notably, while the Transaction will result in Licensees becoming affiliated (through related Oak Hill funds and, separately, T-Mobile) with entities that receive cost-based support (*i.e.*, Elkhart and Climax), the factors of common control, common costs, cost sharing, and consolidated books will not be present. Each of Elkhart and Climax have (i) a management team that is entirely separate from management who controls and oversees Licensees' day-to-day operations; (ii) separate personnel from Licensees; (iii) separate telecommunications networks from Licensees, and (iv) separate resources from Licensees. Nor is there any overlap between the service territories of Licensees and Elkhart because Licensees do not provide service in Kansas and Elkhart does not provide service in the locations served by Licensees. Nor is there any overlap between the service territories of Licensees and Climax because Licensee does not provide service in Michigan, and Climax does not provide service in the locations served by Licensees. Moreover, Applicants understand that the Elkhart and Climax are already subject to the mixed-support condition pursuant to the Commission's approvals issued in separate acquisition proceedings.[26] As such, there is no mixed support concern that requires further action in this proceeding.

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24 *Id.*, 33 FCC Rcd at 4789-91, ¶¶ 26-31.

25 *See Domestic Section 214 Application for the Transfer of Control of Lavaca Telephone Company, Inc. to Dobson Technologies Inc.*, WC Docket No. 20-389, Order on Reconsideration, 36 FCC Rcd 8859. 8864, ¶ 14 (2021) ("*Dobson Order*").

26 *See Domestic Section 214 Application Granted for the Transfer of Control of Epic Touch Co., Inc. and Elkhart Telephone Company, Inc. to IdeaTek Telcom, LLC*, WC Docket No. 25-301, Public Notice, DA 26-246, at 4-5 (rel. Mar. 16, 2026) (granting approval subject to application of the condition adopted in the *Hargray/ComSouth Order*); *Domestic Section 214 Application*

VII. CONCLUSION

For the foregoing reasons, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Joint Application.

Respectfully submitted,

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Counsel for Licensees, Transferor, and Go HoldCo

June 8, 2026

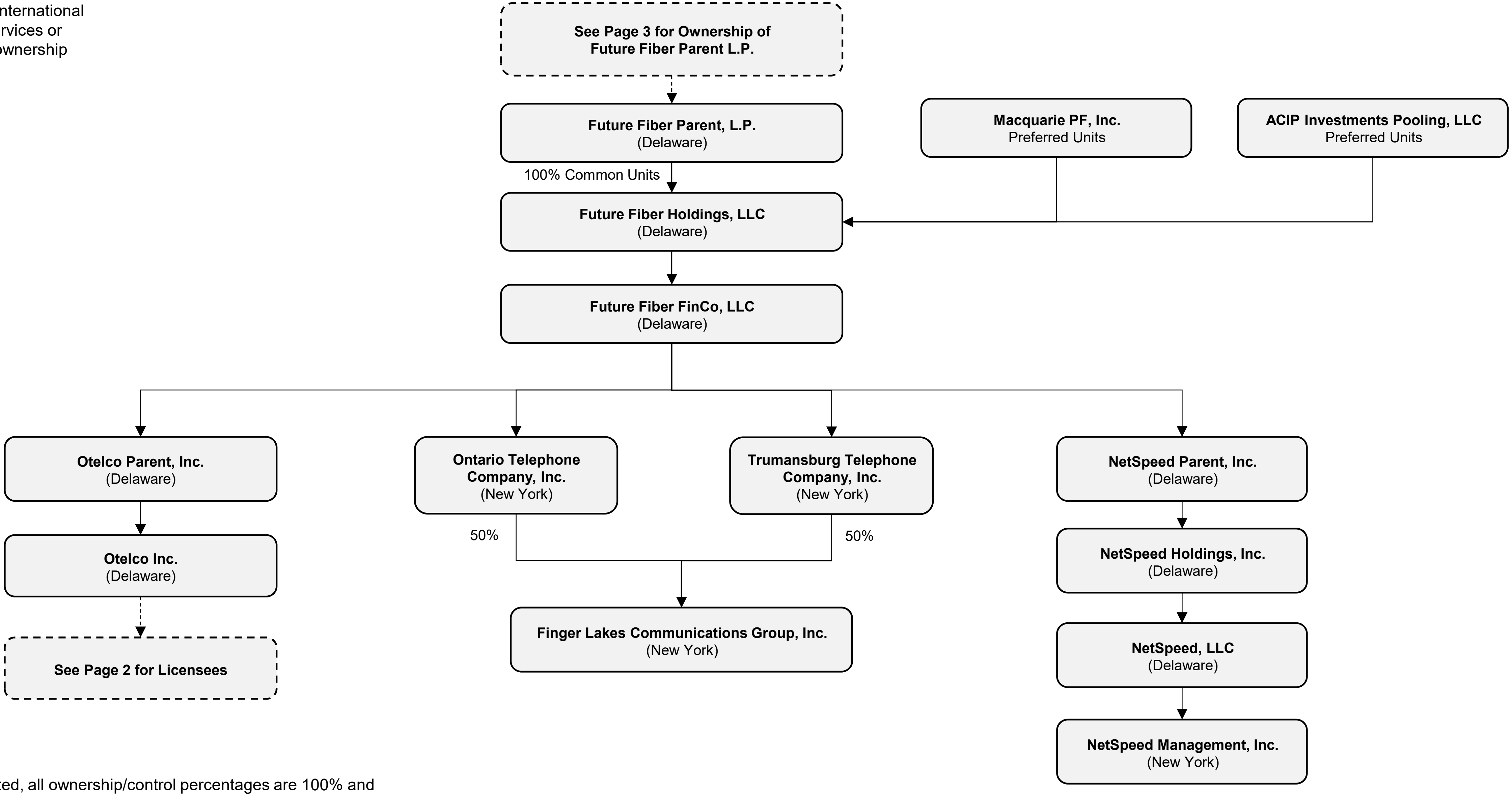
Granted for the Transfer of Control of Subsidiaries of Metronet Holdings, LLC to MetroNet Systems Holdings, LLC, WC Docket No. 24-244, Public Notice, DA 25-601, n.40 (rel. Jul. 9, 2025) (granting approval subject to the continued application of the mixed support condition to Climax).

EXHIBIT A

Charts of Current Ownership of Licensees

Current Ownership Structure of Licensees

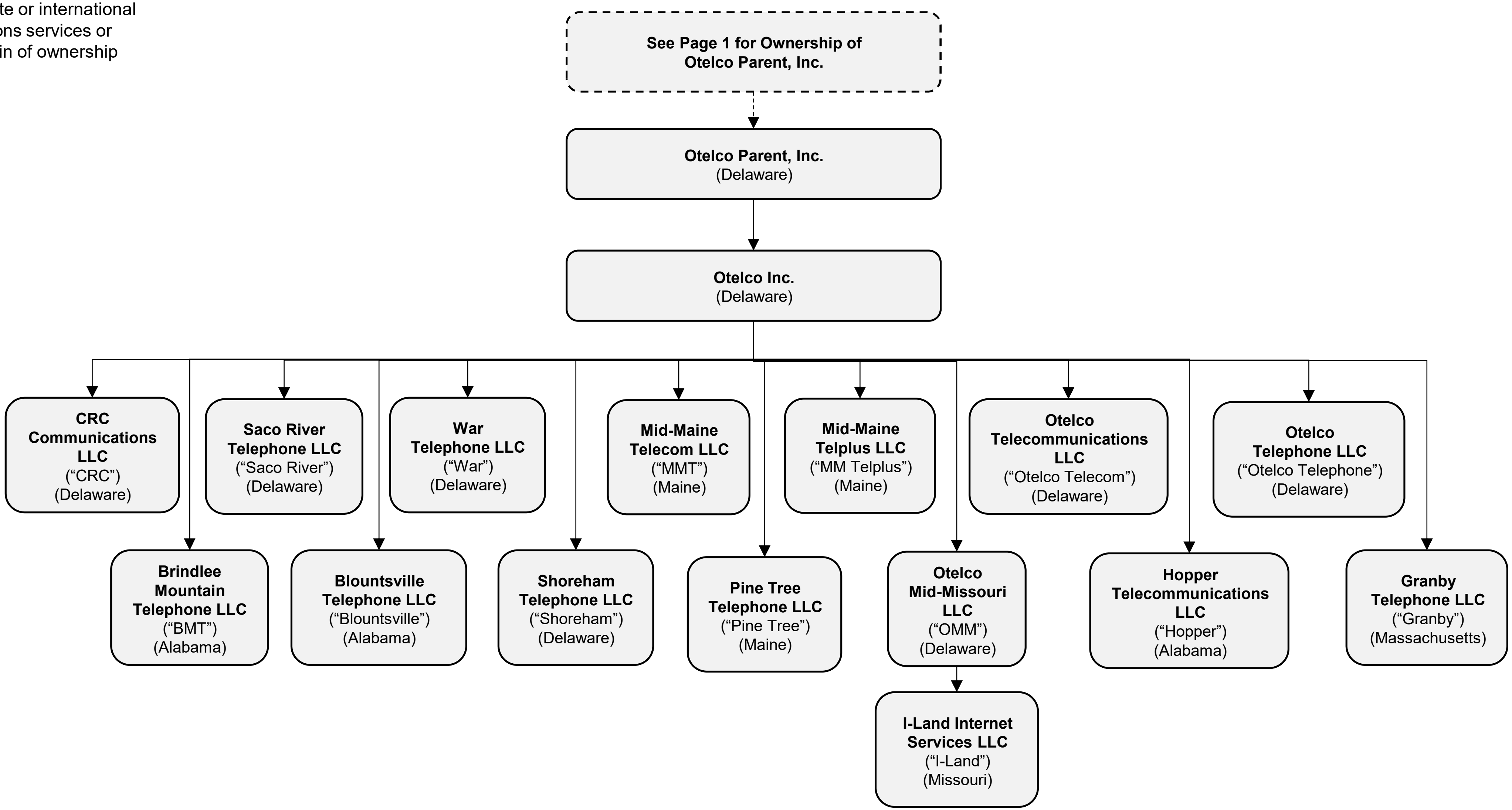
The entities listed herein only include (1) those entities and subsidiaries of Future Fiber Parent, L.P. that hold FCC authorization(s) to provide domestic interstate or international telecommunications services or (2) are in the chain of ownership of such entities.



Unless otherwise indicated, all ownership/control percentages are 100% and represent both equity and voting interests.

The entities listed herein only include (1) those entities and subsidiaries of Future Fiber Parent, L.P. that hold FCC authorization(s) to provide domestic interstate or international telecommunications services or (2) are in the chain of ownership of such entities.

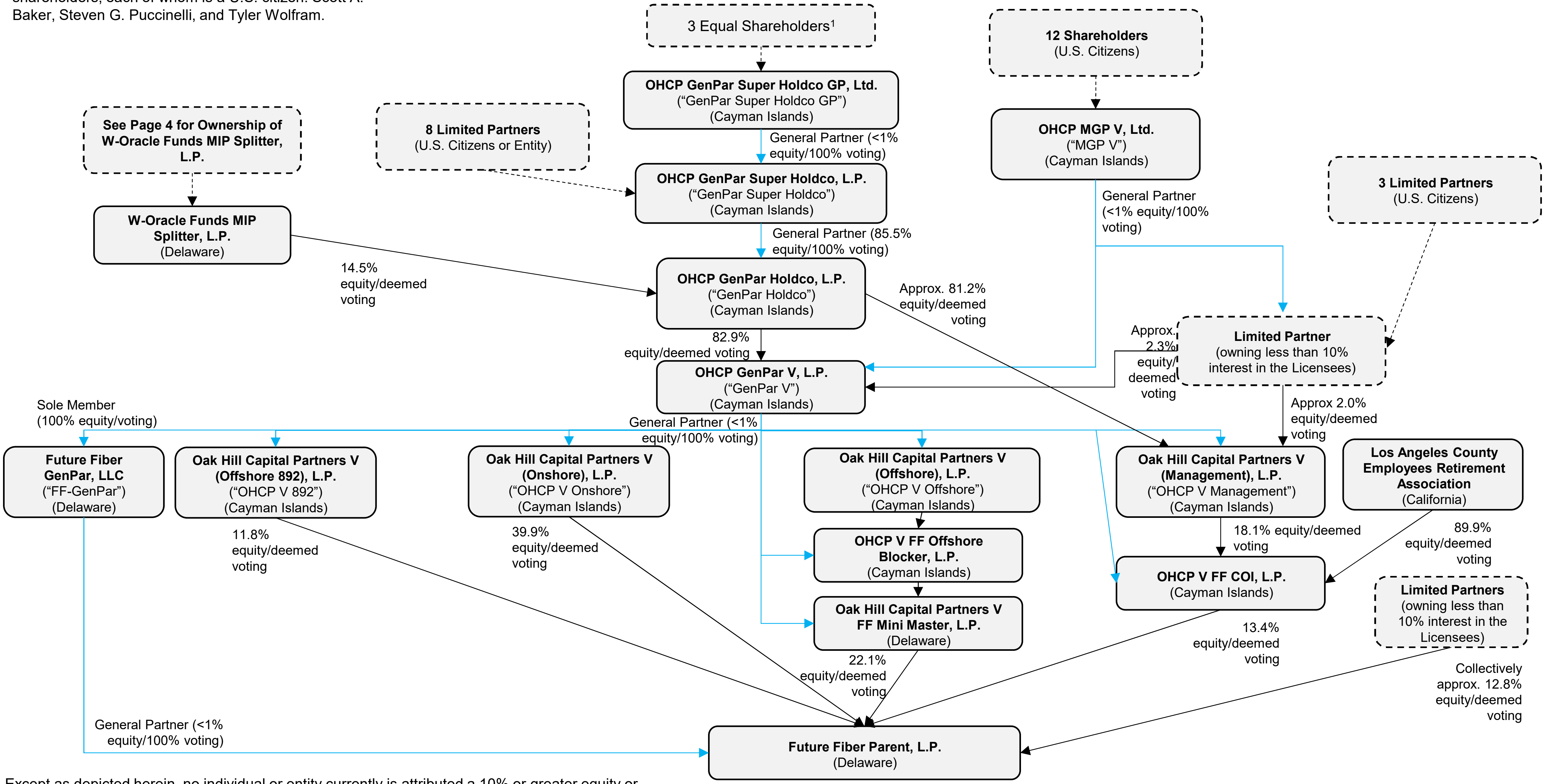
Current Ownership Structure of Licensees



Unless otherwise indicated, all ownership/control percentages are 100% and represent both equity and voting interests.

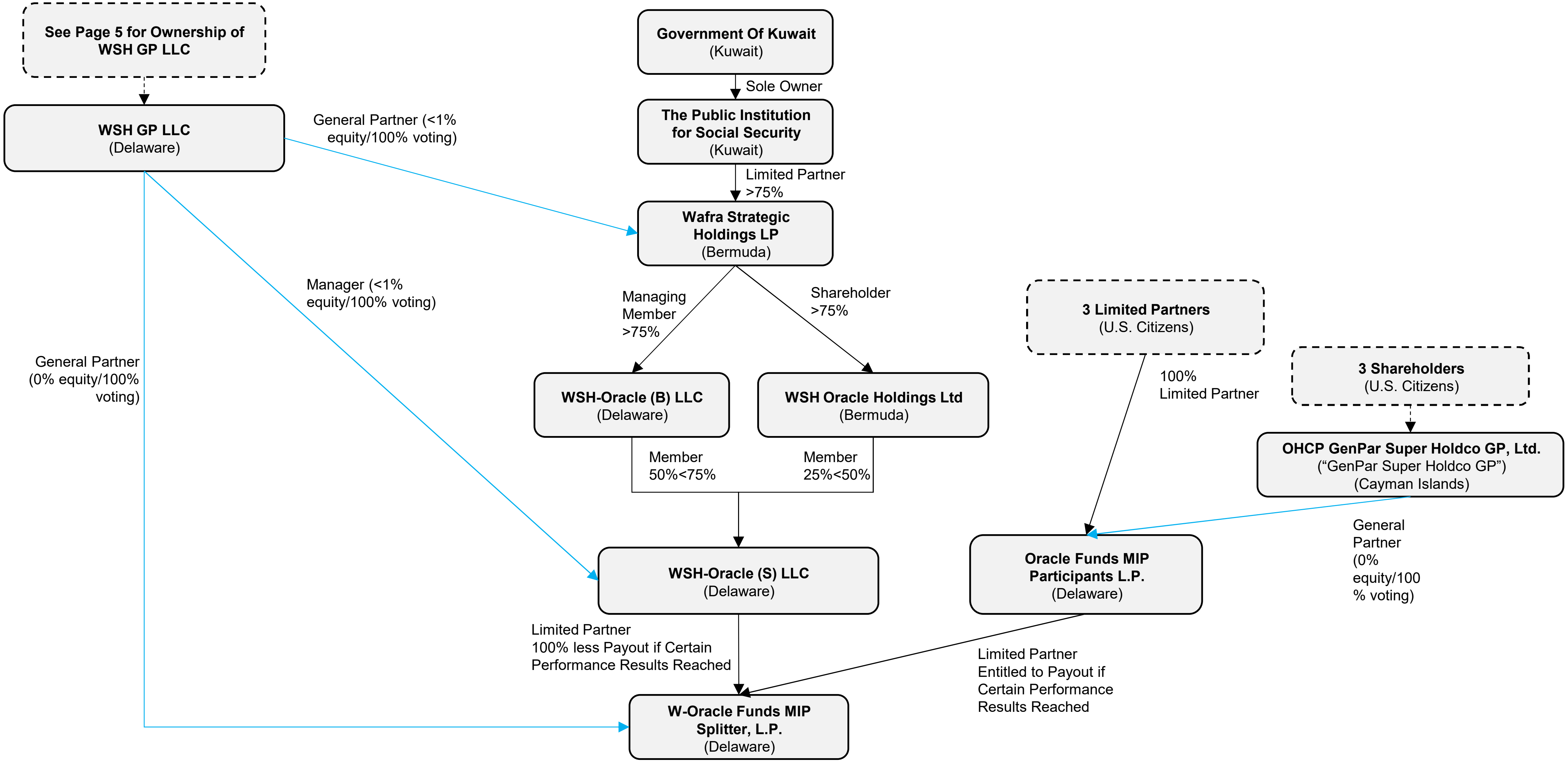
[1] OHCP GenPar Super Holdco GP, Ltd. has three (3) equal shareholders, each of whom is a U.S. citizen: Scott A. Baker, Steven G. Puccinelli, and Tyler Wolfram.

Current Ownership Structure of Future Fiber Parent, L.P.



Except as depicted herein, no individual or entity currently is attributed a 10% or greater equity or voting interest in the Licensees.

Ownership Structure of W-Oracle Funds MIP Splitter, L.P.



Ownership Structure of WSH GP LLC

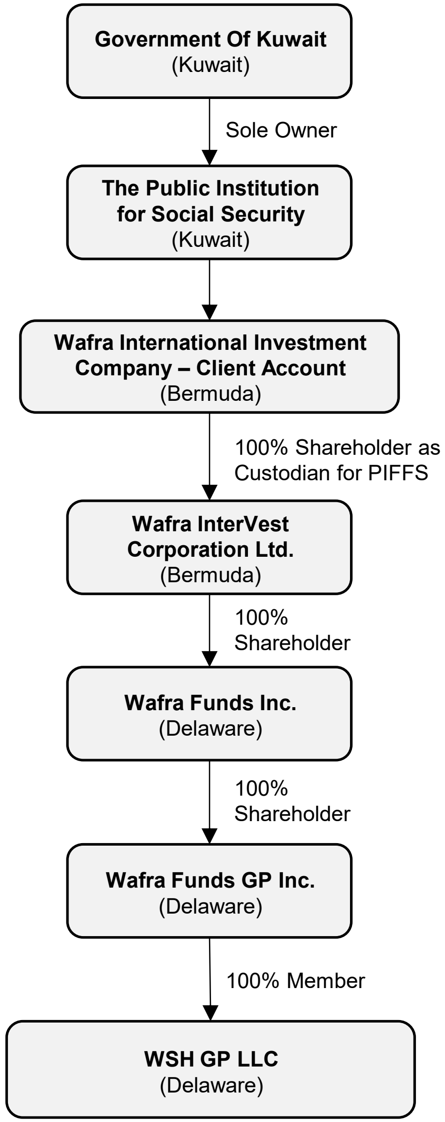
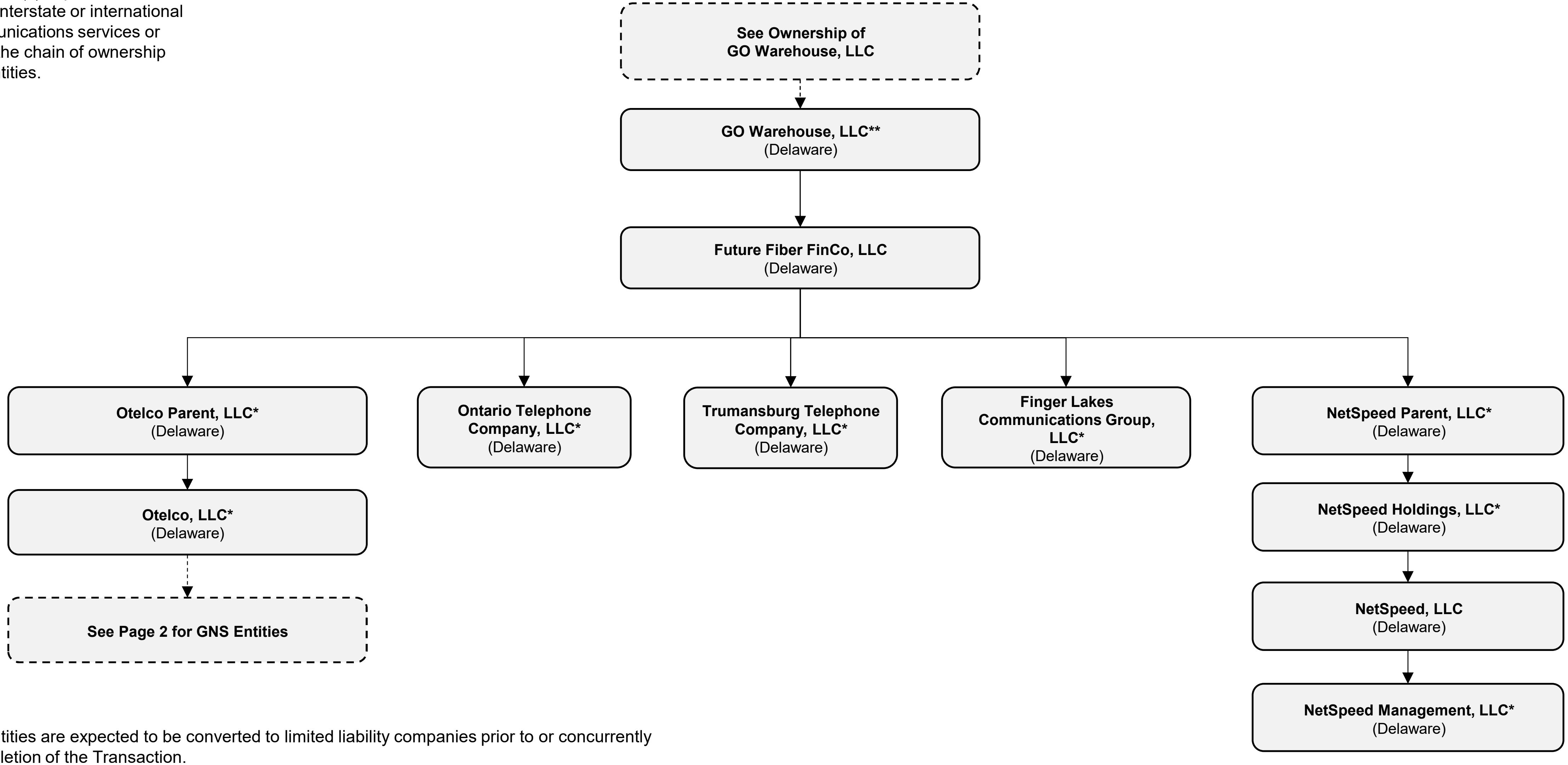


EXHIBIT B

Charts of Ownership Structure Post-Proposed Transaction

The entities listed herein only include (1) those entities and subsidiaries of Future Fiber Parent, L.P. that hold FCC authorization(s) to provide domestic interstate or international telecommunications services or (2) are in the chain of ownership of such entities.

Post-Closing Ownership Structure of Licensees



*These entities are expected to be converted to limited liability companies prior to or concurrently with completion of the Transaction.

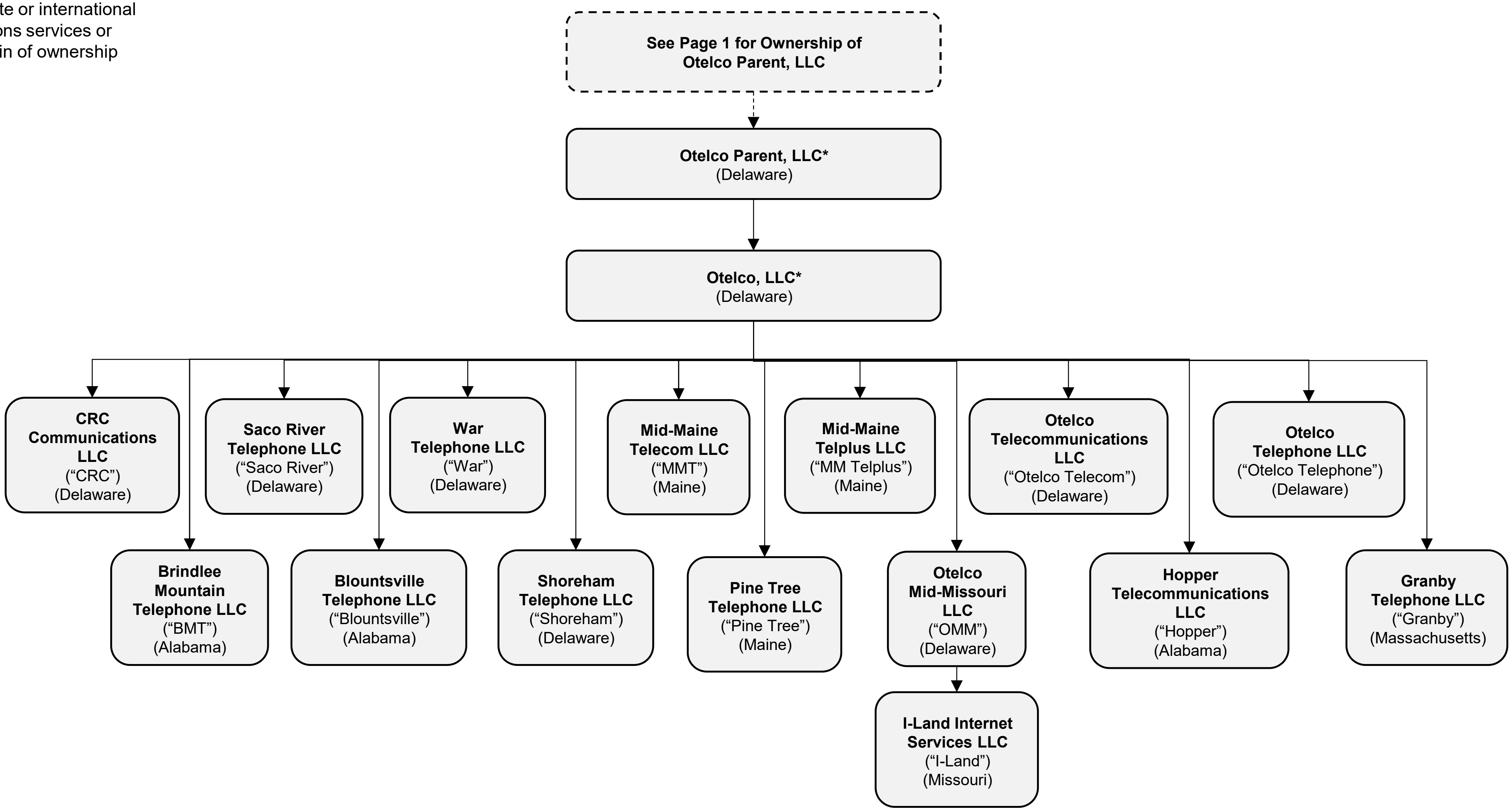
**This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Transaction.

Unless otherwise indicated, all ownership/control percentages are 100% and represent both equity and voting interests.

The following entities may be dissolved prior to completion of the Transaction: NetSpeed Parent, LLC; NetSpeed Holdings, LLC; Otelco Parent, LLC.

The entities listed herein only include (1) those entities and subsidiaries of Future Fiber Parent, L.P. that hold FCC authorization(s) to provide domestic interstate or international telecommunications services or (2) are in the chain of ownership of such entities.

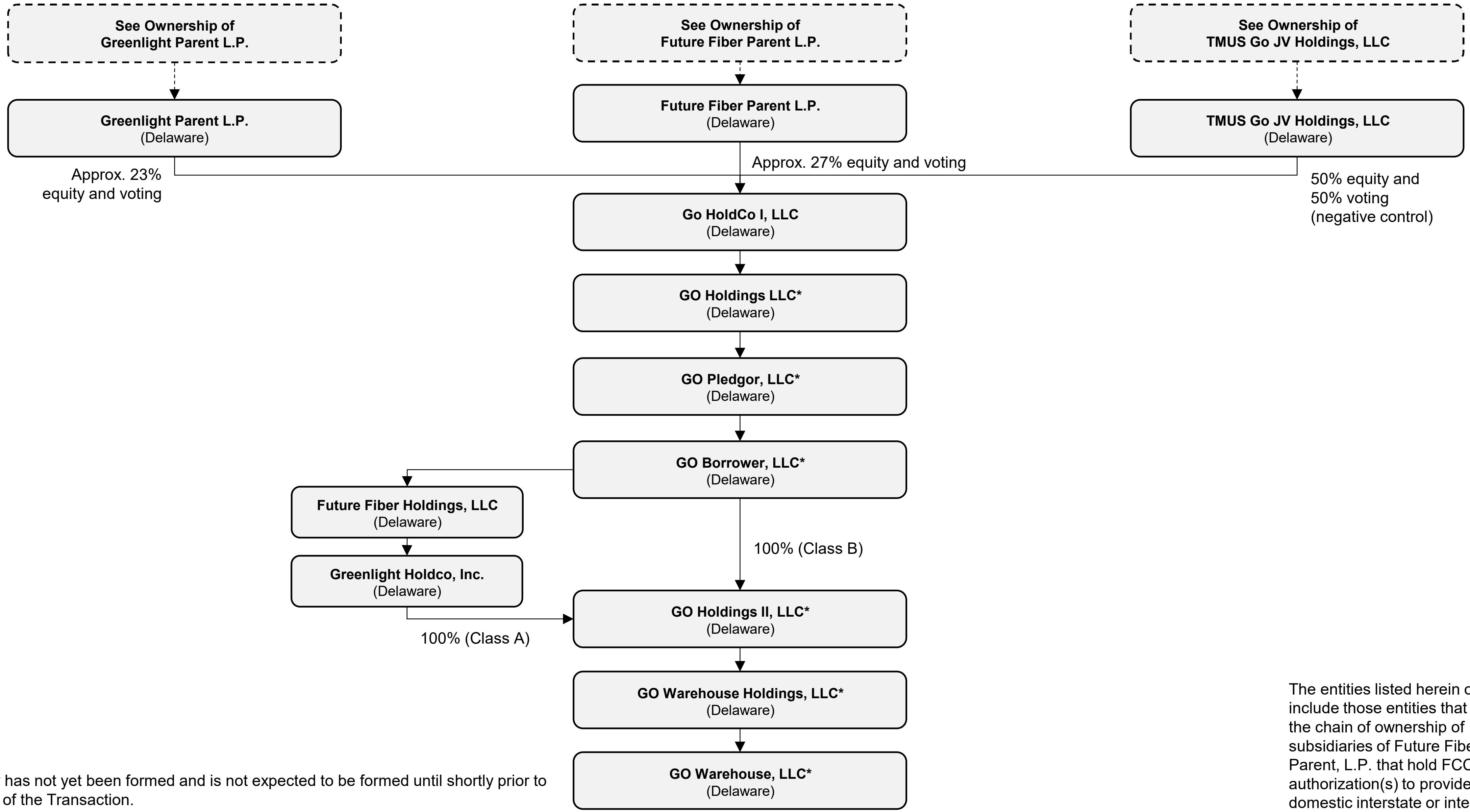
Post-Closing Ownership Structure of Licensees



*These entities are expected to be converted to limited liability companies prior to or concurrently with completion of the Transaction.

Unless otherwise indicated, all ownership/control percentages are 100% and represent both equity and voting interests.

Post-Closing Ownership of GO Warehouse, LLC



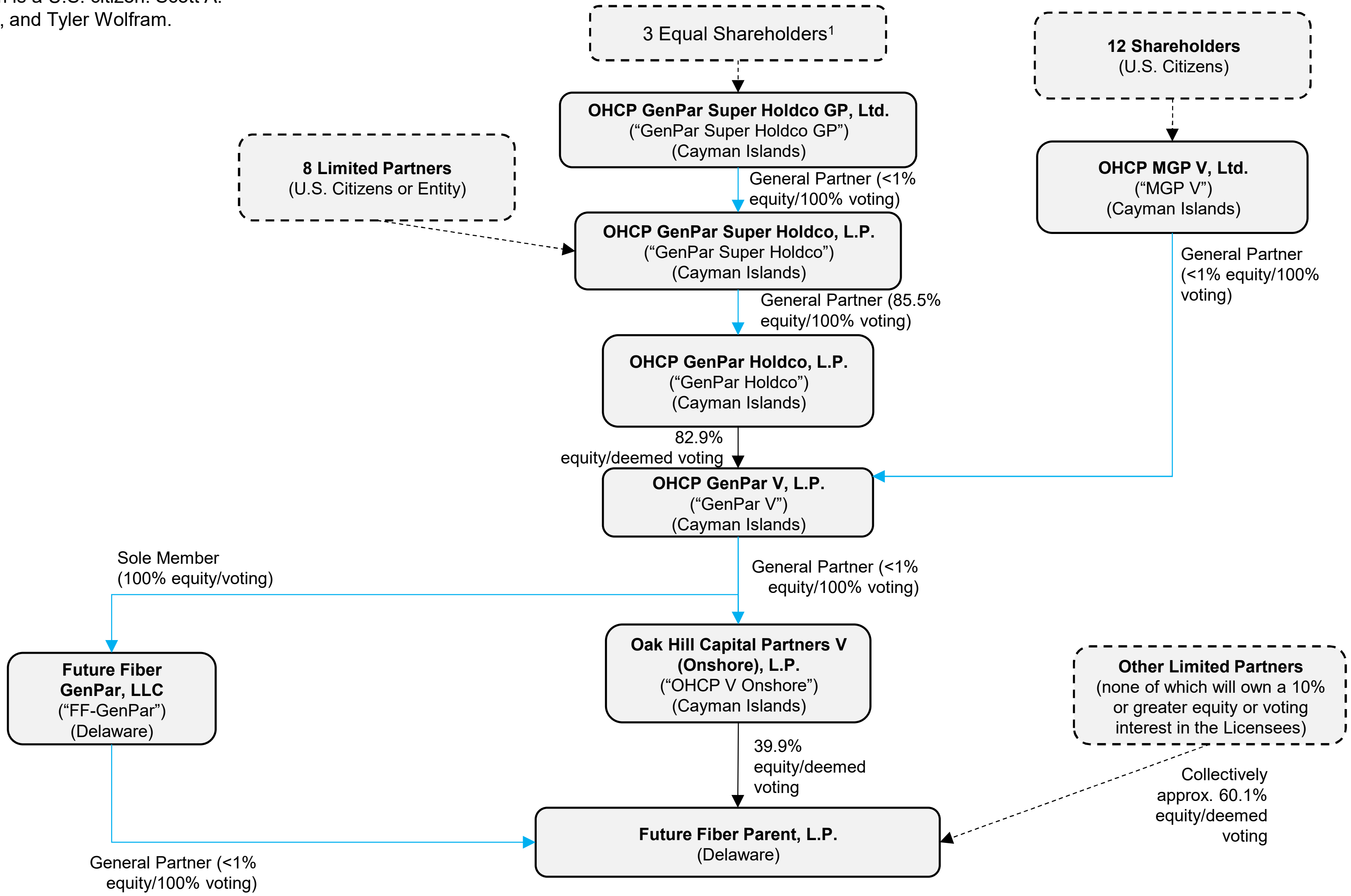
*This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Transaction.

Unless otherwise indicated, all ownership/control percentages are 100% and represent both equity and voting interests.

The entities listed herein only include those entities that are in the chain of ownership of subsidiaries of Future Fiber Parent, L.P. that hold FCC authorization(s) to provide domestic interstate or international telecommunications services.

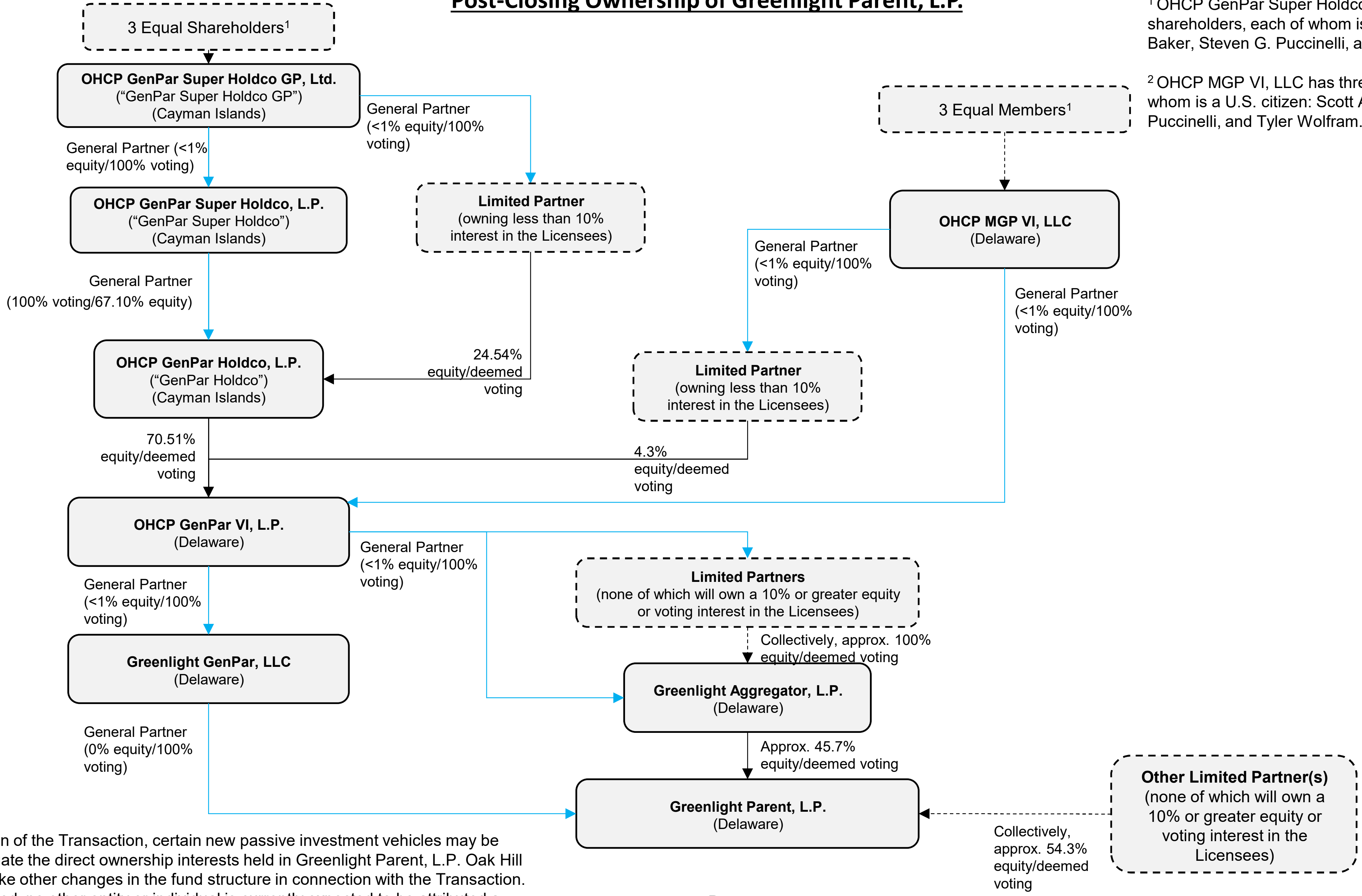
Post-Closing Ownership of Future Fiber Parent, L.P.

[1] OHCP GenPar Super Holdco GP, Ltd. has three (3) equal shareholders, each of whom is a U.S. citizen: Scott A. Baker, Steven G. Puccinelli, and Tyler Wolfram.



Except as depicted herein, no individual or entity is expected to be own a 10% or greater equity or voting interest in the Licensees.

Post-Closing Ownership of Greenlight Parent, L.P.



[1] OHCP GenPar Super Holdco GP, Ltd. has three (3) equal shareholders, each of whom is a U.S. citizen: Scott A. Baker, Steven G. Puccinelli, and Tyler Wolfram.

[2] OHCP MGP VI, LLC has three (3) members, each of whom is a U.S. citizen: Scott A. Baker, Steven G. Puccinelli, and Tyler Wolfram.

Prior to completion of the Transaction, certain new passive investment vehicles may be created to aggregate the direct ownership interests held in Greenlight Parent, L.P. Oak Hill may also undertake other changes in the fund structure in connection with the Transaction. Except as disclosed, no other entity or individual is currently expected to be attributed a 10% or greater interest in Licensees through an interest in Greenlight Parent, L.P.

Post-Closing Ownership of TMUS GO JV Holdings, LLC

Notes:

1. Ownership is 100% unless otherwise stated.
2. Percentages denote both economic and voting interests unless otherwise stated.
3. POI denotes place of incorporation.
4. PPB denotes principal place of business.

*Public Shareholders (71.03%) and Sondervermögen (“special fund”), which is an asset established and managed by the German government and holds a 0.38% interest in Deutsche Telekom AG through a series of investment vehicles. No individual public shareholder holds >5% of the company’s shares.

**As of April 22, 2026, DT and SoftBank held, directly or indirectly, approximately 53.8% and 0.9%, respectively, of the outstanding T-Mobile common stock, with the remaining approximately 45.3% of the outstanding T-Mobile common stock held by other stockholders. No individual public shareholder, aside from DT and SoftBank, holds >5% of the company’s shares.

EXHIBIT C

Proposed Ownership of Go HoldCo and Licensees

Following the Proposed Transaction, the following entities hold directly or indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in Licensees as calculated pursuant to 47 C.F.R. §63.18(h):[1]

A. The Licensees

1. Blountsville Telephone LLC ("Blountsville Telephone")
   a. Jurisdiction of Formation: United States (Alabama)
   b. Address: 68959 Main St, Blountsville, AL 35031
   c. Principal business: Telecommunications and information services
   d. Interest Held: Licensee

2. Brindlee Mountain Telephone LLC ("Brindlee Mountain")
   a. Jurisdiction of Formation: United States (Alabama)
   b. Address: 113 South Main Street, Arab, AL 35016
   c. Principal business: Telecommunications and information services
   d. Interest Held: Licensee

3. CRC Communications LLC ("CRC Communications")
   a. Jurisdiction of Formation: United States (Delaware)
   b. Address: 56 Campus Drive, New Gloucester, ME 04260
   c. Principal business: Telecommunications and information services
   d. Interest Held: Licensee

4. Finger Lakes Communications Group LLC ("Finger Lakes")[2]
   a. Jurisdiction of Formation: United States (Delaware)
   b. Address: 75 Main Street, Phelps, NY 14532
   c. Principal business: Telecommunications and information services
   d. Interest Held: Licensee

5. Granby Telephone LLC ("Granby Telephone")
   a. Jurisdiction of Formation: United States (Massachusetts)

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[1] This exhibit reflects the Applicants' current expectations regarding the entities that currently are expected to be within the Licensees' chain of ownership upon completion of the Proposed Transaction. The Applicants will update the Commission regarding the final ownership structure in their notice of consummation for the transaction.

[2] As part of the Proposed Transaction, Finger Lakes will be converted from a New York corporation to a Delaware limited liability company.

b. Address: 217 West State St., Granby, MA 01033
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

6. Hopper Telecommunications LLC ("Hopper Telecom")
a. Jurisdiction of Formation: United States (Alabama)
b. Address: 505 3rd Ave East, Oneonta, AL 35121
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

7. Mid-Maine Telecom LLC ("Mid-Maine Telecom")
a. Jurisdiction of Formation: United States (Maine)
b. Address: 396 Griffin Road, Suite 110, Bangor, ME 04401
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

8. Mid-Maine TelPlus LLC ("Mid-Maine TelPlus")
a. Jurisdiction of Formation: United States (Maine)
b. Address: 396 Griffin Road, Suite 110, Bangor, ME 04401
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

9. NetSpeed LLC ("NetSpeed")
a. Jurisdiction of Formation: United States (Delaware)
b. Address: 777 Canal View Blvd Suite 600, Rochester, NY 14623
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

10. Netspeed Management, LLC ("Netspeed Management")[3]
a. Jurisdiction of Formation: United States (Delaware)
b. Address: 777 Canal View Blvd Suite 600, Rochester, NY 14623
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

11. Ontario Telephone Company, LLC ("Ontario Telephone")[4]
a. Jurisdiction of Formation: United States (Delaware)
b. Address: 75 Main Street, Phelps, NY 14532
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

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[3] As part of the Proposed Transaction, Netspeed Management will be converted from a New York corporation to a Delaware limited liability company.

[4] As part of the Proposed Transaction, Ontario Telephone will be converted from a New York corporation to a Delaware limited liability company.

12. Otelco Mid-Missouri LLC (“Otelco Mid-Missouri”)

a. Jurisdiction of Formation: United States (Missouri)
b. Address: 215 Roe Street, Pilot Grove, MO 65276
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

13. Otelco Telecommunications LLC (“Otelco Telecom”)

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 505 3rd Ave East, Oneonta, AL 35121
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

14. Otelco Telephone LLC (“Otelco Telephone”)

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 505 3rd Ave East, Oneonta, AL 35121
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

15. Pine Tree Telephone LLC (“Pine Tree”)

a. Jurisdiction of Formation: United States (Maine)
b. Address: 56 Campus Drive, New Gloucester, ME 04260
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

16. Saco River Telephone LLC (“Saco River”)

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 56 Campus Drive, New Gloucester, ME 04260
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

17. Shoreham Telephone LLC (“Shoreham Telephone”)

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 3167 VT Route 22A, Shoreham, VT 05770
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

18. Trumansburg Telephone Company, LLC (“Trumansburg Telephone”)[5]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 75 Main Street, Phelps, NY 14532
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

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[5] As part of the Proposed Transaction, Trumansburg Telephone will be converted from a New York corporation to a Delaware limited liability company.

19. War Telephone LLC (“War Telephone”)

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 82 Lewis Dr., War, WV 24892
c. Principal business: Telecommunications and information services
d. Interest Held: Licensee

B. Ownership Interests in Licensees: The following entities will hold a 100% equity and voting interest in Licensees:

20. Otelco LLC (“Otelco”)[6]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 505 3rd Ave East, Oneonta, AL 35121
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (directly) in Licensees #1-#3; #5-#8; #12-#17; #19

Otelco is directly owned by:

21. Otelco Parent LLC (“Otelco Parent”)[7]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole owner of Otelco)

Otelco Parent is directly owned by Future Fiber FinCo, LLC (see #24 below).

22. NetSpeed Holdings, LLC (“NetSpeed Holdings”)[8]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 777 Canal View Blvd Suite 600, Rochester, NY 14623
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole owner of Otelco Parent)

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[6] As part of the Proposed Transaction, Otelco will be converted from a Delaware corporation to a Delaware limited liability company.

[7] As part of the Proposed Transaction, Otelco Parent will be converted from a Delaware corporation to a Delaware limited liability company. Otelco Parent may be dissolved prior to completion of the Proposed Transaction.

[8] As part of the Proposed Transaction, NetSpeed Holdings will be converted from a Delaware corporation to a Delaware limited liability company. NetSpeed Holdings may be dissolved prior to completion of the Proposed Transaction.

NetSpeed Holdings is directly owned by:

23. NetSpeed Parent, LLC (“NetSpeed Parent”)[9]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 777 Canal View Blvd Suite 600, Rochester, NY 14623
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole owner of NetSpeed Holdings)

Ontario Telephone, Trumansburg Telephone, Otelco Parent and NetSpeed Parent are directly owned by:

24. Future Fiber FinCo, LLC (“FinCo”)

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole owner of Otelco Parent, Ontario Telephone, Trumansburg Telephone, Finger Lakes, and NetSpeed Parent)

FinCo will be directly owned by:

25. GO Warehouse, LLC (“GO Warehouse”)[10]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, through 100% equity and voting interest in FinCo)

GO Warehouse will be directly owned by:

26. GO Warehouse Holdings, LLC (“GO Warehouse Holdings”)[11]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901

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[9] As part of the Proposed Transaction, NetSpeed Parent will be converted from a Delaware corporation to a Delaware limited liability company. NetSpeed Parent may be dissolved prior to completion of the Proposed Transaction.

[10] This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Proposed Transaction.

[11] This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Proposed Transaction.

c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole member of GO Warehouse)

GO Warehouse Holdings will be directly owned by:

27. GO Holdings II, LLC ("Holdings II")[12]
a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole member of GO Warehouse Holdings)

Holdings II will be jointly owned by:

28. Greenlight Holdco, Inc. ("Greenlight Holdco")
a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: Indirectly (through ownership of 100% of the Class A interests in Holdings II)

29. Future Fiber Holdings, LLC ("Fiber Holdings")
a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: Indirectly (as the sole owner of Greenlight Holdco)

[12] This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Proposed Transaction.

Fiber Holdings will be directly owned by:

30. GO Borrower LLC ("GO Borrower")[13]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, through (1) ownership of 100% of the Class B interests in Holdings II and (2) 100% ownership interest in Fiber Holdings)

GO Borrower will be directly owned by:

31. GO Pledgor LLC ("Go Pledgor")[14]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole member of GO Borrower)

GO Pledgor will be directly owned by:

32. GO Holdings LLC ("GO Holdings")[15]

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole member of GO Pledgor)

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[13] This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Proposed Transaction.

[14] This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Proposed Transaction.

[15] This entity has not yet been formed and is not expected to be formed until shortly prior to completion of the Proposed Transaction.

GO Holdings will be directly owned by:

33. Go Holdco I, LLC ("Go HoldCo")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 100% equity and voting (indirectly, as the sole member of GO Holdings)

Go HoldCo will be jointly owned and controlled by:

34. TMUS Go JV Holdings LLC ("TMUS Go JV")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 12920 SE 38th Street, Bellevue, WA 98006
c. Principal business: Holding Company
d. Interest Held: 50% equity interest and 100% voting interest (indirectly, as 50% equity and voting member of Go HoldCo)

35. Greenlight Parent L.P. ("Greenlight Parent")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: Approx. 23% equity and voting (indirectly, as approx. 23% equity and voting member of Go HoldCo)

36. Future Fiber Parent, L.P. ("Fiber Parent")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: Approx. 27% equity and voting (indirectly, as approx. 27% equity and voting member of Go HoldCo)

C. **T-Mobile:** The following entities are expected to have a 10% or greater interest in Licensees through TMUS Go JV Holdings LLC:

37. Fiber JV Holdings LLC ("T-Mobile Fiber JV")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 12920 SE 38th Street, Bellevue, WA 98006
c. Principal business: Holding company
d. Interest Held: 50% equity interest and 100% deemed voting interest in Go HoldCo (as direct owner of TMUS Go JV).

38. T-Mobile USA, Inc. ("T-Mobile")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: 12920 SE 38th Street, Bellevue, WA 98006
c. Principal business: Telecommunications and information services
d. Interest Held: 50% equity interest and 100% deemed voting interest in Go HoldCo (as direct owner of T-Mobile Fiber JV).

39. T-Mobile US, Inc. ("T-Mobile US")

a. Jurisdiction of Formation: Delaware, U.S.
b. Address: 12920 SE 38th Street, Bellevue, WA 98006
c. Principal Business: Holding company
d. Interest Held: 50% equity and 100% deemed voting interest in Go HoldCo (as direct 100% equity and voting owner of T-Mobile).

40. Deutsche Telekom Holding B.V. ("DT Holding")

a. Jurisdiction of Formation: Netherlands
b. Address: Stationsplein 8-K, Office Number 809, 6221 BT Maastricht, Netherlands
c. Principal Business: Holding company
d. Interest Held: 26.9% equity and 100% deemed voting interest in Go HoldCo (as direct 53.8% equity and voting owner of T-Mobile US).

41. T-Mobile Global Holding GmbH ("T-Mobile Holding")

a. Jurisdiction of Formation: Germany
b. Address: Landgrabenweg 151, Bonn, Germany 53227
c. Principal Business: Holding company
d. Interest Held: 26.9% equity and 100% deemed voting interest in Go HoldCo (as direct 100% equity and voting owner of DT Holding).

42. T-Mobile Global Zwischenholding GmbH ("T-Mobile Global")

a. Jurisdiction of Formation: Germany
b. Address: Friedrich-Ebert-Allee 140, Bonn, Germany
c. Principal Business: Holding company
d. Interest Held: 26.9% equity and 100% deemed voting interest in Go HoldCo (as direct 100% equity and voting owner of T-Mobile Holding).

43. Deutsche Telekom AG ("DT")

a. Jurisdiction of Formation: Germany
b. Address: Friedrich-Ebert-Allee 140, Bonn, Germany
c. Type of Organization: Corporation
d. Principal Business: Telecommunications and information services
e. Interest Held: 26.9% equity and 100% deemed voting interest in Go HoldCo (as 100% equity and voting owner of T-Mobile Global. In addition, DT also has a proxy agreement which authorizes DT to vote additional shares of T-Mobile).

44. Kreditanstalt fur Wiederaufbau ("KfW")[16]

a. Jurisdiction of Formation: Germany
b. Address: Palmengartenstrasse 5-9, Frankfurt, Germany 60325
c. Principal Business: Promotional banking
d. Interest Held: 3.86% equity and 14.37% deemed voting interest in Go HoldCo (as approximate 14.37% shareholder of DT).

45. Federal Republic of Germany ("FRG")

a. Jurisdiction of Formation: Germany
b. Address: c/o Federal Ministry of Finance, Wilhelmstrasse 97, Berlin, Germany 10117
c. Type of Organization: Government entity
d. Interest Held: 6.91% equity and 28.59% deemed voting interest in Go HoldCo (as 14.22% shareholder of DT and 80% owner of KfW).

D. **Ownership and Control of Fiber Parent:** The following entities (collectively, the "OHCP V Entities") are expected to indirectly own or control a 10% or greater interest in Licensees through Fiber Parent:[17]

46. Oak Hill Capital Partners V (Onshore), L.P. ("OHCP V Onshore")

a. Jurisdiction of Formation: Cayman Islands
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: Approx. 10.77% equity and deemed voting (indirectly, through a 39.9% limited partnership interest in Fiber Parent)

The general partner of OHCP V Onshore is OHCP GenPar V, L.P.

No limited partner of OHCP V Onshore currently is expected to be attributed a 10% or greater equity or voting interest in Licensees upon completion of the Proposed Transaction.

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[16] KfW is a Public Law Institution (Anstalt des öffentlichen Rechts) controlled by the German government and federal states.

[17] In connection with completion of the Proposed Transaction, Oak Hill may undertake changes in the structure of the investment funds and entities that currently own or control Fiber Parent. Such changes will not result in a change in ultimate control of Fiber Parent. To the extent such changes may result in additional entities or individuals being attributed a 10% or greater equity or voting interest in the Licensees through Fiber Parent, the ownership information provided with this Joint Application will be supplemented.

No other limited partner of Fiber Parent currently is expected to be attributed a 10% or greater equity or voting interest in Licensees upon completion of the Proposed Transaction.[18]

47. Future Fiber GenPar, LLC ("FF-GenPar")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Holding Company
d. Interest Held: 0% equity and 27% voting (indirectly, as general partner of Fiber Parent)

48. OHCP GenPar V, L.P. ("GenPar V")

a. Jurisdiction of Formation: Cayman Islands
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: <1% equity and 27% voting (indirectly, as the sole member of FF-GenPar; and the general partner of OHCP V Onshore and other limited partnerships that are expected to hold a less than 10% equity or voting interest in Licensees)

49. OHCP MGP V, Ltd. ("MGP V")

a. Jurisdiction of Formation: Cayman Islands
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: <1% equity and 27% voting (indirectly, as the general partner of GenPar V and a limited partnership that is currently expected to hold a less than 10% equity or voting interest in Licensees)

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 expected to be attributed a 10% or greater interest in Licensees through his interest in MGP V and/or other Oak Hill funds and entities: Scott A. Baker; Steven G. Puccinelli; and Tyler J. Wolfram. Each shareholder can be reached at

[18] The limited partnership interests held in Fiber Parent are currently held by certain passive investment vehicles. In connection with completion of the Proposed Transaction, certain new passive investment vehicles may be created to aggregate the direct interests held by the current limited partners in Fiber Parent. To the extent such changes may result in additional entities or individuals being attributed a 10% or greater equity or voting interest in the Licensees through Fiber Parent, the ownership information provided with this Joint Application will be supplemented.

c/o Oak Hill Capital Partners, One Stamford Plaza, 263 Tresser Blvd., 15th Floor, Stamford, Connecticut 06901.

E. **Ownership and Control of Greenlight Parent:** The following entities are expected to have a 10% or greater interest in Licensees through the Oak Hill funds and entities that control Greenlight Parent:[19]

50. Greenlight Aggregator, L.P. ("Greenlight Aggregator")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: Approx. 10.51% equity and deemed voting (indirectly, through a 45.7% limited partnership interest in Greenlight Parent)

The general partner of Greenlight Aggregator is OHCP GenPar VI, L.P.

No limited partner of Greenlight Aggregator is currently expected to be attributed a 10% or greater equity or voting interest in Licensees upon completion of the Proposed Transaction.

No other limited partner of Greenlight Parent is currently expected to be attributed a 10% or greater equity or voting interest in Licensees upon completion of the Proposed Transaction.[20]

51. Greenlight GenPar, LLC ("Greenlight GenPar")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901

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[19] In connection with completion of the Proposed Transaction, Oak Hill may undertake changes in the structure of the investment funds and entities that own or control Greenlight Parent. Such changes will not result in a change in ultimate control of Greenlight Parent. To the extent such changes may result in additional entities or individuals being attributed a 10% or greater equity or voting interest in the Licensees through Greenlight Parent, the ownership information provided with this Joint Application will be supplemented.

[20] The limited partnership interests held in Greenlight Parent are currently held by certain passive investment vehicles. In connection with completion of the Proposed Transaction, certain new passive investment vehicles may be created to aggregate the direct interests held by the current limited partners in Greenlight Parent. To the extent such changes may result in additional entities or individuals being attributed a 10% or greater equity or voting interest in the Licensees through Greenlight Parent, the ownership information provided with this Joint Application will be supplemented.

c. Principal business: Investment Activities
d. Interest Held: <1% equity and 23% voting (indirectly, as general partner of Greenlight Parent)

52. OHCP GenPar VI, L.P. ("GenPar VI")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: <1% equity and 23% voting (indirectly, as the general partner of Greenlight GenPar; Greenlight Aggregator; and other limited partners in Greenlight Aggregator, none of which is currently expected to hold a 10% or greater equity or voting interest in Licensees)

53. OHCP MGP VI, LLC ("MGP VI")

a. Jurisdiction of Formation: United States (Delaware)
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: <1% equity and 23% voting (indirectly, as general partner of GenPar VI and a limited partnership that will hold a less than 10% equity or voting interest in Licensees)

MGP VI has three (3) members: Scott A. Baker, Steven G. Puccinelli, and Tyler 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.

54. OHCP GenPar Holdco, L.P. ("GenPar Holdco")

a. Jurisdiction of Formation: Cayman Islands
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: <1% equity and approx. 38.6% deemed voting (indirectly, through an 82.9% limited partnership interest in GenPar V; a 70.51% limited partnership interest in GenPar VI; a 56.29% limited partnership interest in the general partner of limited partnership entities that each will be attributed a less than 10% equity or voting interest in the Licensees; and a limited partnership interest in a limited partnership that will be attributed a less than 10% equity or voting interest in the Licensees)

The general partner of GenPar Holdco is OHCP GenPar Super Holdco, L.P.

No other partner of GenPar Holdco is currently expected to be attributed a 10% or greater equity or voting interest in Licensees upon completion of the Proposed Transaction.

55. OHCP GenPar Super Holdco, L.P. ("GenPar Super Holdco")

a. Jurisdiction of Formation: Cayman Islands
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: <1% equity and approx. 38.6% deemed voting (indirectly, as general partner of GenPar Holdco)

The general partner of GenPar Super Holdco is OHCP GenPar Super Holdco GP, Ltd.

GenPar Super Holdco has eight (8) limited partners. The limited partners consist of (i) seven (7) individuals, each a U.S. citizen and (ii) a Delaware limited liability company (<1% limited partner interest) that is wholly owned by one of the individuals that is a limited partner of GenPar Super Holdco. The following shareholders are expected to be attributed a 10% or greater interest in Licensees through his interest in GenPar Super Holdco and/or other Oak Hill funds and entities: Scott A. Baker, 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.

56. OHCP GenPar Super Holdco GP, Ltd. ("GenPar Super Holdco GP")

a. Jurisdiction of Formation: Cayman Islands
b. Address: c/o Oak Hill Capital Management, One Stamford Plaza, 263 Tresser Boulevard, 15th Floor, Stamford, CT 06901
c. Principal business: Investment Activities
d. Interest Held: <1% equity and approx. 38.6% deemed voting (as general partner (<1% equity) of GenPar Super Holdco)

GenPar Super Holdco GP has three (3) equal shareholders: Scott A. Baker, Steven G. Puccinelli, and Tyler 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.

Other than the entities listed in this Exhibit, to the best of the knowledge Applicants, T-Mobile, and Oak Hill, no other person or entity, directly or indirectly, is expected to hold a 10% greater voting or equity interest in Go HoldCo or the Licensees subsequent to completion of the Proposed Transaction.

EXHIBIT D

Foreign Carrier Affiliates

Upon completion of the Proposed Transaction, Transferee will be affiliated with the following foreign carriers through T-Mobile:

Austria: Magenta Telekom T-Mobile Austria GmbH; Alpen Glasfaser Holding GmbH; T-Systems Austria GesmbH; Deutsche Telekom Global Business Solutions GmbH; Deutsche Telekom Business Solutions GmbH

Belgium: Deutsche Telekom Global Business Solutions Belgium NV; and Deutsche Telekom Business Solutions GmbH

Bosnia-Herzegovina: Hrvatske telekomunikacije d.d. Mostar

Brazil: Deutsche Telekom Global Business Solutions Brasil Holding Ltda.; and Deutsche Telekom Global Business Solutions Brazil Ltda.

Canada: Deutsche Telekom Global Business Solutions Canada Inc.; and T-Systems North America, Inc.

Croatia: Hrvatski Telekom d.d.

Czech Republic: T-Mobile Czech Republic a.s.

Denmark: T-Systems Nordic A/S; Deutsche Telekom Nordic A/S; and Deutsche Telekom Business Solutions GmbH

Estonia: Deutsche Telekom Nordic A/S Eesti Filiaal

Finland: T-Systems Nordic A/S (Finnish branch); and Deutsche Telekom Nordic A/S (sivuliike Suomessa / Finnish branch)

France: T-Systems France SAS; and Deutsche Telekom Global Business Solutions France SAS

Germany: Telekom Deutschland GmbH; and Deutsche Telekom Business Solutions GmbH

Greece: Deutsche Telekom Global Business Solutions Greece E.P.E.; Hellenic Telecommunications Organization S.A.; OTE Rural North Single Member Societe Anonyme SPV Development and Management of Broadband Infrastructure; OTE Rural South Single Member Societe Anonyme SPV Development and Management of Broadband Inftrastructure; and UltrafastOTE Single Member Societe Anonyme S.P.V.

Hong Kong, China: Deutsche Telekom Global Business Solutions China (HK) Limited

Hungary: Magyar Telekom Nyrt.; Deutsche Telekom ITTC Hungary Kft.; and Vgreen Kft.

Ireland: Deutsche Telekom Global Business Solutions UK Ltd.; and Deutsche Telekom Business Solutions GmbH

Italy: Deutsche Telekom Global Business Solutions Italia S.r.l.; and Deutsche Telekom Business Solutions GmbH

Japan: Deutsche Telekom GBS Japan K.K.; and TMUS International Japan Corporation

Latvia: Deutsche Telekom Nordic A/S Latvijas filiāle

Lithuania: Deutsche Telekom Nordic A/S Lietuvos filialas

Luxembourg: Deutsche Telekom Global Business Solutions Luxembourg S.A.

North Macedonia: Makedonski Telekom A.D. Skopje

Mexico: T-Systems Mexico, S.A. de C.V.; and DTAG Global Business Solutions Mexico, S.A. de C.V.

Montenegro: Crnogorski Telekom a.d. Podgorica (formerly Telekom Crne Gore A.D.)

Netherlands, The: T-Systems Nederland B.V.; Deutsche Telekom Global Business Solutions Nederland B.V.; and Deutsche Telekom Business Solutions GmbH

Norway: Deutsche Telekom Nordic A/S (NUF - branch Norway); and T-Systems Nordic A/S (branch Norway)

Poland: T-Mobile Polska S.A. (formerly Polska Telefonia Cyfrowa S.A.); T-Mobile Polska Business Solutions (formerly T-Systems Polska Sp. z o.o.); and GTS Poland Sp. z o.o.

Portugal: Deutsche Telekom Global Business Solutions Iberia S.L. – Sucursal em Portugal

Romania: GTS Telecom S.R.L.

Singapore: T-Systems Singapore Pte. Ltd; Deutsche Telekom Global Business Solutions Singapore Pte. Ltd.; and TMUS International Services Singapore Pte. Ltd.

Slovakia: Slovak Telekom, a.s.; DIGI SLOVAKIA, s.r.o.; and Slovak Telekom Infra, a.s.

Slovenia: Deutsche Telekom Business Solutions GmbH

Spain: T-Systems ITC Iberia, S.A; Deutsche Telekom Global Business Solutions Iberia S.L.; and Deutsche Telekom Business Solutions GmbH

Sweden: SIHI Scandinavia AB; and Deutsche Telekom Nordic A/S (Sverige Filial / Swedish branch)

Switzerland: T-Systems Schweiz AG; and Deutsche Telekom Global Business Solutions Schweiz AG

Turkey: Deutsche Telekom Global Business Solutions Telekomünikasyon Limited Sirketi

Ukraine: GTS Ukraine L.L.C.

United Kingdom: Deutsche Telekom Global Business Solutions UK Ltd.

Upon completion of the Proposed Transaction, Transferee will not be affiliated with any foreign carriers through Oak Hill.

EXHIBIT E

Study Area Codes of T-Mobile Subsidiaries

Lifeline

Assurance Wireless USA, L.P.		
SPIN	**SAC**	**State**
143033426	259032	AL
143033426	409025	AR
143033426	459018	AZ
143033426	549016	CA
143033426	469014	CO
143033426	139003	CT
143033426	579003	DC
143033426	569003	DE
143033426	219012	FL
143033426	229015	GA
143033426	629020	HI
143033426	359126	IA
143033426	479015	ID
143033426	349033	IL
143033426	329011	IN
143033426	419024	KS
143033426	269027	KY
143033426	279034	LA
143033426	119003	MA
143033426	189009	MD
143033426	109010	ME
143033426	319023	MI
143033426	369018	MN
143033426	429025	MO
143033426	289028	MS
143033426	480002	MT
143033426	239018	NC

Assurance Wireless USA, L.P.		
SPIN	**SAC**	**State**
143033426	380001	ND
143033426	370001	NE
143033426	129005	NH
143033426	169003	NJ
143033426	499015	NM
143033426	559021	NV
143033426	159018	NY
143033426	309005	OH
143033426	179012	PA
143033426	589006	RI
143033426	249013	SC
143033426	399026	SD
143033426	299018	TN
143033426	449061	TX
143033426	509006	UT
143033426	199013	VA
143033426	149022	VT
143033426	529014	WA
143033426	339032	WI
143033426	209015	WV
143033426	519033	WY

T-Mobile Puerto Rico LLC		
SPIN	**SAC**	**State**
143029059	639003	PR

<u>Alternative Connect America Fund ("A-CAM") and Connect America Fund Intercarrier Compensation ("CAF-ICC")</u>

Lumos Botetourt		
SPIN	**SAC**	**State**

143001415	190249	VA

Lumos Telephone		
SPIN	**SAC**	**State**
143001406	190226	VA

North State Telephone		
SPIN	**SAC**	**State**
143009099	230491	NC

Connect America Fund Broadband Loop Support ("CAF-BLS") and Connect America Fund Intercarrier Compensation ("CAF-ICC")

Climax		
SPIN	**SAC**	**State**
143001701	310688	MI

Connect America Fund Phase II Auction

Jaguar		
SPIN	**SAC**	**State**
143031592	369038	MN

Rural Digital Opportunity Fund

Vexus		
SPIN	**SAC**	**State**
143001173	449024	TX

<u>EXHIBIT F</u>

Certifications Required under § 63.18(q)

Transferee hereby certifies that:

1. It will comply with all applicable Communications Assistance for Law Enforcement Act ("CALEA") requirements and related rules and regulations, including any and all FCC orders and opinions governing the application of CALEA, pursuant to Communications Assistance for Law Enforcement Act and the Commission's rules and regulations in 47 C.F.R. 1.20000 et seq.;

2. It will make communications to, from, or within the United States, as well as records thereof, available in a form and location that permits them to be subject to a valid and lawful request or legal process in accordance with U.S. law, including but not limited to: (1) the Wiretap Act, 18 U.S.C. § 2510 et seq.; (2) the Stored Communications Act, 18 U.S.C. § 2701 et seq.; (3) the Pen Register and Trap and Trace Statute, 18 U.S.C. § 3121 et seq.; and (4) other court orders, subpoenas or other legal process;

3. It will designate a point of contact who is located in the United States and is a U.S. citizen or lawful U.S. permanent resident, for the execution of lawful requests and as an agent for legal service of process;

4. It is responsible for the continuing accuracy and completeness of all information submitted, whether at the time of submission of the application or subsequently in response to either the Commission's request or the Committee's request, as required in section 1.65(a) of this chapter, and agrees to inform the Commission and the Committee, of any substantial and significant changes while an application is pending;

5. After the application is no longer pending for purposes of section 1.65 of the rules, it will notify the Commission and the Committee of any changes in its information and/or contact information promptly, and in any event within thirty (30) days; and

6. It understands that if the applicant or authorization holder fails to fulfill any of the conditions and obligations set forth in the certifications set out in paragraph (q) of this section or in the grant of an application or authorization and/or that if the information provided to the United States Government is materially false, fictitious, or fraudulent, applicant and authorization holder may be subject to all remedies available to the United States Government, including but not limited to revocation and/or termination of the Commission's authorization or license, and criminal and civil penalties, including penalties under 18 U.S.C. § 1001.

Post-closing Agent for Transferee for Legal Service of Process (47 CFR § 1.47(h))

- **Contact for execution of lawful requests**

Name:	Trina Bragdon, General Counsel and Senior Vice President of Human Resources and Regulatory Affairs
Company:	GoNetspeed
Address:	396 Griffin Road, Suite 110, Bangor, ME 04401
Phone No:	207-992-9920
Fax No.:	207-992-0407
Email:	trina.bragdon@gonetspeed.com

- **Agent for legal service of process**

Name:	Trina Bragdon, General Counsel and Senior Vice President of Human Resources and Regulatory Affairs
Company:	GoNetspeed
Address:	396 Griffin Road, Suite 110, Bangor, ME 04401
Phone No.:	207-992-9920
Fax No.:	207-992-0407
Email:	trina.bragdon@gonetspeed.com