

Newcastle Holdings, Inc.

Question 15: [Section 63.18(h)] In Attachment 2, provide the name, address, citizenship and principal business of the applicant's ten percent or greater direct and indirect shareholders or other equity holders, and identify any interlocking directorates.

Response:

The following information is provided with respect to shareholders of 10% or greater of the equity interests of Newcastle Holdings, Inc.

The 10% or greater shareholder of Newcastle Holdings, Inc.:

	% Equity	Citizenship	Principal Business
American Broadband Acquisition Corp. IV	100%	USA	Telecom

The 10% or greater shareholders of American Broadband Acquisition Corp. IV (“ABAC IV”):

	% Equity	Citizenship	Principal Business
American Broadband Communications, LLC	40%	USA	Telecom
Signal Secondary Fund LP (“SSF”)	42.9% ¹	USA	Investments

Although holding only 42.9% of ABAC IV’s equity, SSF controlled ABAC IV by virtue of a shareholders’ agreement that grants SSF the right to appoint three (3) of the five (5) members of the ABAC IV board of directors.

¹ In 2012, SSF acquired an additional 4.7% minority interest in Newcastle resulting in SSF’s current ownership percentage in Newcastle of 42.9%. This is the only ownership change in SSF’s ownership interest in Newcastle since the June 2006 consummation date.

The 10% or greater shareholder of American Broadband Communications, LLC (“ABB”):

	% Equity	Citizenship	Principal Business
The Estate of Patrick L. Eudy ²	100%	USA	Testamentary Distributions

The 10% or greater shareholders and controlling entity of Signal Secondary Fund LP (“SSF”) that have a derivative ownership of 10% or greater in Newcastle are as follows:

	% Equity	Citizenship	Principal Business
Ostin Revocable Trust	33.0%	US	Investments
Louisa Stud Sarofim Revocable Trust	33.0%	US	Investments

SSF’s operations are controlled by its single General Partner, Signal Secondary Advisors, LLC (“SSA”). SSA has a 1% General Partnership interest in SSF. SSA is wholly owned by SSF Advisors, LLC (“SSF Advisors”). SSF Advisors therefore controls SSF by virtue of SSF Advisors owning 100% of SSA.

The 10% or greater owners of SSF Advisors are Timothy P. Bradley (36.8%); Alfred J. Puchala, Jr. (36.8%); and Charles T. Lake II (18.4%); each a citizen of the United States whose principal business is investments.

Each of the individuals and entities noted above may be contacted through SSF Advisors, LLC, 805 Third Avenue, Suite 1202, New York, New York, 10002.

There are no interlocking directorates with a foreign carrier.

² It is the understanding of SSF that, at some time after the consummation of the transaction in June of 2006, Mr. Eudy became the sole owner of ABB, and, subsequently, that ownership interest has become the property of his estate.