

Morgan Lewis

Ulises R. Pin

Joshua M. Bobeck

Thomas J. Garrity, III

ulises.pin@morganlewis.com

joshua.bobeck@morganlewis.com

thomas.garrity@morganlewis.com

October 7, 2021

VIA IBFS

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

Re: Notification Regarding the *Pro Forma* Change in Ownership of Lumos Telephone Inc.; Lumos Telephone of Botetourt Inc.; North State Telephone, LLC; North State Communications Long Distance, LLC; North State Communications Advanced Services, LLC; and, North State Communications, LLC

Dear Secretary Dortch:

MTN Infrastructure TopCo LP ("MTN Infrastructure"), Panther Parent Inc., ("Panther Parent"), Lumos Networks Operating Company ("Lumos OpCo"), Gridiron Fiber License LLC ("Gridiron License"), Lumos Telephone Inc. ("Lumos Telephone"), Lumos Telephone of Botetourt Inc. ("Lumos Botetourt"), North State Telephone, LLC ("North State Telephone"); North State Communications Long Distance, LLC ("North State Long Distance"); North State Communications Advanced Services, LLC ("North State CLEC"); and, North State Communications, LLC ("North State Communications") (Lumos Telephone, Lumos Botetourt, North State Telephone, North State Long Distance, North State CLEC, and North State Communications, collectively the "Residential Licensees" and, together with MTN Infrastructure, Panther Parent, Lumos OpCo, and Gridiron License the "Parties") pursuant to 47 C.F.R. § 63.24(f), notify the Commission of i) a *pro forma* change in intermediate ownership of the Residential Licensees on October 4, 2021, that resulted in the Residential Licensees becoming an indirect subsidiary of Gridiron Fiber Corp. (the "*Pro Forma Separation*"), which is itself a subsidiary of the Residential Licensee's current parent, MTN Infrastructure; ii) name changes for Lumos Telephone Inc. (to Lumos Telephone LLC) and Lumos Telephone of Botetourt Inc. (to Lumos Botetourt LLC); iii) an assignment of the International 214 authorization held by Lumos OpCo to Gridiron License, and iv) assignment of the International 214 authorization held by North State Telephone to Panther Parent. Since at the time these transactions and assignments occurred all of the entities were under common ownership, all three transactions were *pro forma* in nature.

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004
United States

+1.202.739.3000
+1.202.739.3001

Information Required by Section 63.24(f)(2)

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

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

MTN Infrastructure TopCo LP
One Lumos Plaza
Waynesboro, VA 22980
Tel.: (504) 946-6850

Lumos Telephone Inc.
One Lumos Plaza
Waynesboro, VA 22980
Tel.: (504) 946-6850

Lumos Telephone of Botetourt Inc.
One Lumos Plaza
Waynesboro, VA 22980
Tel.: (504) 946-6850

North State Telephone, LLC
One Lumos Plaza
Waynesboro, VA 22980
Tel.: (504) 946-6850

North State Communications Long Distance, LLC
One Lumos Plaza
Waynesboro, VA 22980
Tel.: (504) 946-6850

North State Communications Advanced Services, LLC
One Lumos Plaza
Waynesboro, VA 22980
Tel.: (504) 946-6850

North State Communications, LLC
One Lumos Plaza
Waynesboro, VA 22980
Tel.: (504) 946-6850

Sections 63.18(b): Organization of the Parties:

MTN Infrastructure is a Delaware limited partnership.

Panther Parent Inc. is a Delaware corporation.

Lumos OpCo is a Delaware corporation.

Gridiron Fiber License LLC is a Delaware limited liability company.

Gridiron Fiber Corp. is a Delaware corporation.

Lumos Telephone is a Virginia corporation.

Lumos Botetourt is a Virginia corporation.

North State Telephone is a North Carolina limited liability company.

North State Communications is a North Carolina limited liability company.

North State CLEC is a North Carolina limited liability company.

North State Long Distance is a North Carolina limited liability company.

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

Ulises R. Pin
Joshua M. Bobeck
Thomas J. Garrity, III
MORGAN, LEWIS & BOCKIUS LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004
202-739-3000 (Tel)
202-739-3001 (Fax)
ulises.pin@morganlewis.com
joshua.bobeck@morganlewis.com
thomas.garrity@morganlewis.com

Section 63.18(d): North State Telephone held an international Section 214 authorization for Global or Limited Global Resale Service, ITC-214-19960703-00293, granted in IB File No. ITC-96-367. Lumos Networks OpCo held an international Section 214 authorization issued under File No. ITC-214-19970418-00215. As part of the *Pro Forma Separation* discussed in further detail in the Description of the Transaction in **Attachment 1** below, a) North State Telephone assigned its international 214 authorization to its parent, Panther Parent, and Lumos OpCo assigned its international Section 214 authorization to Gridiron License prior to ownership of Lumos OpCo being transferred to Cox Communications, Inc. in the transaction approved by the Commission in WC Docket No. 21-224.

The Residential Licensees are all also authorized to provide interstate service by virtue of blanket domestic Section 214 authority. *See* 47 C.F.R. § 63.01.

Neither MTN Infrastructure nor Gridiron HoldCo hold any authorizations from the FCC.

Sections 63.18(h): See **Attachment 1** for the current ownership of the Residential Licensees and a description of the *Pro Forma Separation*. See **Attachment 2** for charts depicting the pre-*Pro Forma Separation* and current corporate ownership structure of the Residential Licensees.

The Parties certify that the *Pro Forma Separation* was *pro forma* and did not result in a change in the actual controlling party of the Residential Licensees, which remains MTN Infrastructure, or the authorizations held by the Residential Licensees.

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

Respectfully submitted,

/s/ Ulises R. Pin

Ulises R. Pin
Joshua M. Bobeck
Thomas J. Garrity, III

Counsel for the Parties

ATTACHMENT 1

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

Details regarding the post *Pro Forma Separation* ownership information for the Lumos Residential Companies and the North State Companies, their parents, intermediate parents and ultimate owners is listed below. The investors disclosed below are those that hold an interest (whether voting or equity) of ten percent (10%) or more of the Residential Licensees as calculated pursuant to the Commission's ownership and attribution rules for wireline and international telecommunications carriers.¹

The Lumos Residential Companies

1. Lumos Telephone, LLC

- a. Jurisdiction of Formation: United States (Virginia)
- b. Address: One Lumos Plaza, Waynesboro, VA 22980
- c. Principal business: ILEC
- d. Interest Held: Licensee

2. Lumos Telephone of Botetourt, LLC

- a. Jurisdiction of Formation: United States (Virginia)
- b. Address: One Lumos Plaza, Waynesboro, VA 22980
- c. Principal business: ILEC
- d. Interest Held: Licensee

3. Gridiron Fiber License, LLC ("Gridiron License")

- a. Jurisdiction of Formation: United States (Delaware)
- b. Address: One Lumos Plaza, Waynesboro, VA 22980
- c. Principal business: Holding company
- d. Interest Held: 100% (indirectly as 100% shareholder of Lumos Telephone, LLC (#1) and Lumos Telephone of Botetourt, LLC (#2))²

The North State Residential Companies

4. North State Telephone LLC

- a. Jurisdiction of Formation: United States (North Carolina)
- b. Address: One Lumos Plaza, Waynesboro, VA 22980
- c. Principal business: ILEC

¹ See 47 C.F.R. § 63.18(h), note.

² Lumos Telephone Inc. and Lumos of Botetourt Inc. have been converted to Virginia limited liability companies and are now known as Lumos Telephone, LLC and Lumos of Botetourt, LLC. Gridiron License is the sole member of each such entity post-conversion.

- d. Interest Held: Licensee
- 5. North State Telecommunications, LLC
 - a. Jurisdiction of Formation: United States (North Carolina)
 - b. Address: One Lumos Plaza, Waynesboro, VA 22980
 - c. Principal business: Holding Company
 - d. Interest Held: 100% of North State Telephone LLC (#4), as its sole member.
- 6. North State Communications, LLC
 - a. Jurisdiction of Formation: United States (North Carolina)
 - b. Address: One Lumos Plaza, Waynesboro, VA 22980
 - c. Principal business: Cable
 - d. Interest Held: Licensee
- 7. North State Communications Advanced Services, LLC
 - a. Jurisdiction of Formation: United States (North Carolina)
 - b. Address: One Lumos Plaza, Waynesboro, VA 22980
 - c. Principal business: CLEC
 - d. Interest Held: Licensee
- 8. North State Long Distance, LLC
 - e. Jurisdiction of Formation: United States (North Carolina)
 - f. Address: One Lumos Plaza, Waynesboro, VA 22980
 - g. Principal business: CLEC
 - h. Interest Held: Licensee
- 9. Panther Norway Holdings, LLC (“Panther Holdco”)
 - a. Jurisdiction of Formation: United States (North Carolina)
 - b. Address: One Lumos Plaza, Waynesboro, VA 22980
 - c. Principal business: Holding Company
 - d. Interest Held: 100% (indirectly as sole member of North State Communications, LLC (#6), North State Advanced Services, LLC (#7), and North State Long Distance, LLC (#8))
- 10. Panther Parent Inc.
 - a. Jurisdiction of Formation: United States (Delaware)
 - b. Address: One Lumos Plaza, Waynesboro, VA 22980
 - c. Principal business: Holding company
 - d. Interest Held: 100% (indirectly as sole member of Panther Holdco (#9) and North State Telecommunications LLC (#5))

Panther Parent Inc. (#10) and Gridiron License (#3) will be directly wholly owned by:

11. Gridiron Fiber Corp. (“Gridiron Fiber”)

- a. Jurisdiction of Formation: United States (Delaware)
- b. Address: One Lumos Plaza, Waynesboro, VA 22980
- c. Principal business: Holding company
- d. Interest Held: 100% (indirectly as 100% shareholder of Panther Parent Inc. (#10) and Gridiron License (#3))

Gridiron Fiber Corp. (#11) will be directly wholly owned by:

12. Gridiron HoldCo Corp. (“Gridiron HoldCo”)

- a. Jurisdiction of Formation: United States (Delaware)
- b. Address: One Lumos Plaza, Waynesboro, VA 22980
- c. Principal business: Holding company
- d. Interest Held: 100% (indirectly as 100% shareholder of Gridiron Fiber (#11))

Gridiron HoldCo (#12) will be directly wholly owned by:

13. MTN Infrastructure TopCo, LP

- a. Jurisdiction of Formation: United States (Delaware)
- b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
- c. Principal business: Holding company
- d. Interest Held: 100% (indirectly as 100% shareholder of Gridiron HoldCo (#12))

The general partner of MTN Infrastructure TopCo, LP (#13) is:

14. MTN Infrastructure TopCo GP LLC

- a. Jurisdiction of Formation: United States (Delaware)
- b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
- c. Principal business: Holding company
- d. Interest Held: 100% (Indirectly as General Partner and less than 1% limited partner of MTN Infrastructure TopCo, LP (#13)).

The EQT Infrastructure III Fund is closed, which means there are no ongoing negotiations with prospective investors. There are no other investors in the EQT Infrastructure III Fund that will hold 10% or greater equity interest in Gridiron Fiber. Investors will participate in the Transaction according to their respective interests in the EQT Infrastructure III Fund as a whole (based on their commitment size). No other investor has committed at a level that would result in a 10% or higher investment in Gridiron Fiber.

Investors in the fund have been allocated to one of the two side car vehicles established for the purposes of the transaction (*i.e.*, MTN Infrastructure Sidecar 1 SCSP (#19) and MTN Infrastructure Sidecar 2 SCSP (#16)). The allocation of investors between the two side car vehicles reflects certain tax considerations. Due to Gridiron Fiber’s potential U.S. tax classification as a “United States real property holding corporation,” certain investors (including certain U.S. and non-U.S. institutional investors) may prefer to participate in the Transaction through one or more vehicles that are tax-transparent for U.S. federal income tax purposes to benefit from exceptions to potential withholding tax on the Fund’s ultimate disposition of the Transaction. Other investors (including other non-US investors) may prefer to participate in the Transaction through one or more vehicles that are not tax-transparent for U.S. federal income tax purposes, because such investors do not want to be subject to a direct U.S. federal income tax return filing requirement that may arise on the Fund’s disposition of Gridiron Fiber if they participated through a tax-transparent structure (*e.g.*, through MTN Infrastructure Sidecar 2 SCSP (#16)). MTN Infrastructure Sidecar 1 SCSP (#19) has been established to accommodate these investors, because Sidecar 1 holds its equity in Gridiron Fiber indirectly through entities treated as corporations for U.S. federal income tax purposes which themselves would file any required tax returns and pay related taxes.

The General Partners of the EQT Infrastructure III fund limited partnerships noted above, EQT Infrastructure III (GP) SCS,³ (#20) and EQT Infrastructure III (General Partner) S.à r.l. (#21)⁴ and the Alternative Investment Fund Manager — EQT Fund Management S.à r.l. (#26)⁵ — are all directly or indirectly owned and controlled by EQT AB (#27).

The only limited partners holding 10% or greater of MTN Infrastructure TopCo, LP (#13) and thus indirectly in Gridiron Fiber are listed below.⁶

15. MTN Infrastructure Co-invest 2 SCSp⁷

- a. Jurisdiction of Formation: Luxembourg
- b. 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg

³ A Luxembourg Société en Commandite Simple (“SCS”) is most similar to a U.S. limited partnership. In addition, each of the entities listed in this section is itself a limited partnership or limited liability company, which will have certain other members that will not exercise any control over the entity. None of these other members will have a 10% indirect ownership interest in Gridiron Fiber.

⁴ A Luxembourg société à responsabilité limitée (“S.à r.l.”) is most similar to a U.S. limited liability company.

⁵ See below for complete description of EQT Fund Management S.à r.l. (#26)

⁶ Certain employees, business contacts, and advisors of EQT will participate in the Transaction through investment vehicles that will each indirectly own less than 1% of Gridiron Fiber post close and no such investment will result in a participant in such a vehicle owning 10% or more of Gridiron Fiber.

⁷ A Luxembourg Société en Commandite Simple Spéciale (“SCSp”) is most similar to a U.S. limited partnership.

- c. Principal business: Holding company
- d. Interest Held: 10.38% (indirect as 10.38% limited partner of MTN Infrastructure TopCo, LP (#13))

16. MTN Infrastructure Sidecar 2 SCSp

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
- c. Principal business: Holding company
- d. Interest Held: 35.3% (indirect as 35.3% limited partner of MTN Infrastructure TopCo, LP (#13))

17. MTN Infrastructure Lux II S.à r.l.

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
- c. Principal business: Holding company
- d. Interest Held: 18% (indirect as 18% limited partner of MTN Infrastructure TopCo, LP (#13))

18. MTN Infrastructure Lux III S.à r.l.

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
- c. Principal business: Holding company
- d. Interest Held: 18% (indirect as 18% limited partner of MTN Infrastructure TopCo, LP (#13))

The only limited partner of MTN Infrastructure Lux II S.à r.l. (#17) and MTN Infrastructure Lux III S.à r.l. (#18) with 10% or greater equity interest in Gridiron License (#3) will be:

19. MTN Infrastructure Sidecar 1 SCSp

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
- c. Principal business: Holding company
- d. Interest Held: 36% (Indirect as 96.92% member of MTN Infrastructure Lux II S.à r.l. (#17) and indirect as 96.92% member of MTN Infrastructure Lux III S.à r.l. (#18))

The General Partner for each of MTN Infrastructure Sidecar 1 SCSp (#19), and MTN Infrastructure Sidecar 2 SCSp (#16) is EQT Infrastructure III (GP) SCS (#20).

The General Partner for MTN Infrastructure Co-Invest 2 SCSp (#15) is EQT Infrastructure III (General Partner) S.à r.l. (#21).

MTN Infrastructure TopCo GP, LLC, (#14) is directly wholly owned by:

20. EQT Infrastructure III (GP) SCS

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
- c. Principal business: General partner
- d. Interest Held: 100% (Indirectly as sole member of MTN Infrastructure TopCo GP, LLC (#14) and General Partner of MTN Infrastructure Sidecar 1 SCSp (#19), and MTN Infrastructure Sidecar 2 SCSp (#16))

EQT Infrastructure III (GP) SCS (#20) is managed by EQT Fund Management S.à r.l. (#26); its sole limited partner is EQT Holdings Infrastructure III B.V. (#22) (as 94.9% limited partner); and its General Partner and 5% equity holder is EQT Infrastructure III (General Partner) S.à r.l. (#21).

21. EQT Infrastructure III (General Partner) S.à r.l.

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
- c. Principal business: General partner
- d. Interest Held: 100% (indirectly as General Partner and not more than 5% equity holder of EQT Infrastructure III (GP) SCS (#20); General Partner of MTN Infrastructure Co-Invest 2 SCSp (#15) and EQT Infrastructure III (GP) SCS (#20)).

22. EQT Holdings Infrastructure III B.V.⁸

- a. Jurisdiction of Formation: The Netherlands
- b. Address: World Trade Center Schiphol, H-Tower, Floor 4, Schiphol Boulevard 355 1118, BJ Schiphol, The Netherlands
- c. Principal business: Limited partner
- d. Interest Held: 100% (indirectly as 94.9% Limited Partner of EQT Infrastructure III (GP) SCS (#20))

EQT Holdings Infrastructure III B.V. (#22) is jointly owned by EQT AB (#27) (75.81% indirectly through EQT Holdings B.V. (#23)) and Investor AB (#31) (24.19% indirectly through Investor Netherlands B.V. (#24)):

23. EQT Holdings B.V.

- a. Jurisdiction of Formation: The Netherlands
- b. Address: World Trade Center Schiphol, H-Tower, Floor 4, Schiphol Boulevard 355 1118, BJ Schiphol, The Netherlands
- c. Principal business: Limited partner

⁸ A Dutch Besloten Vennootschap (“BV”) is most similar to a U.S. limited liability company.

- d. Interest Held: 100% (indirectly as 75.81% shareholder of EQT Holdings Infrastructure III B.V. (#22))

24. Investor Netherlands B.V.

- a. Jurisdiction of Formation: The Netherlands
- b. Address: Barbara Strozilaan 201, Suite 6.05, 1083HN Amsterdam
- c. Principal business: Investment Holding Vehicle
- d. Interest Held: indirect intermediate interest (indirectly as 24.19% shareholder of EQT Holdings Infrastructure III B.V. (#22))

25. Investor Netherlands Holding B.V.

- a. Jurisdiction of Formation: The Netherlands
- b. Address: Barbara Strozilaan 201, Suite 6.05, 1083HN Amsterdam
- c. Principal business: Investment Holding Vehicle
- d. Interest Held: indirect intermediate interest (indirectly as 100% owner of Investor Netherlands B.V. (#24))

Each of MTN Infrastructure Sidecar 1 SCSp (#19), MTN Infrastructure Sidecar 2 SCSp (#16), and MTN Infrastructure Co-Invest 2 SCSp (#15), are managed by EQT Fund Management S.à r.l. (#26).

26. EQT Fund Management S.à r.l.

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 26A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
- c. Principal business: Fund Manager
- d. Interest Held: Alternative investment fund manager (“AIFM”) of EQT Infrastructure III (GP) SCS (#20), MTN Infrastructure Sidecar 1 SCSp (#19), MTN Infrastructure Sidecar 2 SCSp (#16), SCSp; and MTN Infrastructure Co-Invest 2 SCSp (#15)).

EQT Infrastructure III (General Partner) S.à r.l. (#21), EQT Holdings B.V. (#23) and EQT Fund Management S.à r.l. (#26) are wholly owned by EQT AB (#27).

27. EQT AB⁹

- a. Jurisdiction of Formation: Sweden
- b. Address: BOX 16409, 103 27 Stockholm, Sweden
- c. Principal business: Investments/holding company
- d. Interest Held: 100% (indirectly as 100% direct owner of EQT Infrastructure III (General Partner) S.à r.l. (#21), EQT Holdings B.V. (#23) and EQT Fund Management S.à r.l. (#26))

⁹ A Swedish Aktiebolag (“AB”) is most similar to a U.S. corporation.

EQT AB (#27) is publicly traded on the Stockholm, Nasdaq (ticker symbol EQT) and is indirectly majority owned by its partners. Only two owners of EQT AB (#27) hold a 10% or greater interest (either equity or voting):

28. Investor Investments Holding AB

- a. Jurisdiction of Formation: Sweden
- b. Address: Arsenalgatan 8C, 103 32, Stockholm, Sweden
- c. Principal business: Holding company
- d. Interest Held: 17.52% (indirectly as 17.52% shareholder of EQT AB (#27) and indirectly as 100% owner of Investor Netherland Holdings B.V. (#25))

29. Bark Partners AB¹⁰

- a. Jurisdiction of Formation: Sweden
- b. Address: c/o Qarlbo, Box 16067, 103 22 Stockholm, Sweden
- c. Principal business: Holding company
- d. Interest Held: 15.2% (indirectly as 14.75% shareholder of EQT AB (#27))

Investor Investments Holding AB (#28) is directly wholly owned by:

30. Investor Holding AB

- a. Jurisdiction of Formation: Sweden
- b. Address: Arsenalgatan 8C, 103 32, Stockholm, Sweden
- c. Principal business: Holding company
- d. Interest Held: 17.52% (indirectly as 100% owner of Investor Investments Holding AB (#28))

Investor Holding AB (#30) is directly wholly owned by:

31. Investor AB

- a. Website: <https://www.investorab.com/>
- b. Jurisdiction of Formation: Sweden
- c. Address: Arsenalgatan 8C, 103 32, Stockholm, Sweden
- d. Principal business: Holding company
- e. Interest Held: 17.52% (indirectly as 100% owner of Investor Holding AB (#30))

Investor AB (#31) is a publicly-traded company listed on the Nasdaq Stockholm stock exchange (ticker symbol INVEB). The ownership of Investor AB (#31) is broadly held and no single

¹⁰ Bark Partners AB was formed by several individual shareholders of EQT AB (#27), none of whom directly or indirectly hold 10% or more of EQT AB (#27). Therefore, no person, by virtue of their interest in Bark Partners AB will directly or indirectly hold 10% or greater in MTN Infrastructure, Gridiron License, the Lumos Residential Companies or the North State Companies after closing the proposed transaction.

individual or entity owns or controls 50% or more of Investor AB (#31). Thus, except as provided below no individual or entity has a 10% or greater interest in EQT or Gridiron Fiber at the close of the proposed transaction, either by virtue of voting rights or economic interests in Investor AB (#31).

To Transferor's knowledge, no shareholder of Investor AB (#31) will indirectly own or control 10% or more of EQT (and thus of MTN Infrastructure and Gridiron Fiber) as a result of their equity or voting interest in Investor AB (#31).

Other than the entities listed in this Exhibit, to the best of Transferor's knowledge, no other person or entity, directly or indirectly, will hold a 10% greater voting or equity interest in MTN Infrastructure, Gridiron Fiber, the Lumos Residential Companies or the North State Residential Companies subsequent to completion of the *Pro Forma Separation*.

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

The Residential Licensees do not have any interlocking directorates with a foreign carrier. The Parties certify that they are not foreign carriers or affiliated (as defined in 47 C.F.R. § 63.09) with any foreign carriers.

Answer to Question 13 - Description of the *Pro Forma Change*

The *Pro Forma Separation* is being undertaken as part of an overall transaction whereby MTN Infrastructure separated the residential and commercial service segments of its subsidiaries that previously operated under the brand name "Segra." The transfer of control of the Segra subsidiaries that serve commercial customers ("Segra Commercial Group") has already been approved by the Commission in WC Docket No. 21-224 and closed on October 4, 2021. Further information regarding the Segra commercial subsidiaries has been provided in WC Docket No. 21-224 and is incorporated herein by reference. The *Pro Forma Separation* involved a restructuring of the Segra subsidiaries that serve residential customers ("Segra Residential Group").

Shortly before closing of the transaction approved in WC Docket No. 21-224, MTN Infrastructure engaged in a series of transactions in order to facilitate the separation of Segra into separate commercial and residential groups. Control of the Segra Commercial Group, as described above, was transferred to Cox Communications, Inc. (“Cox”) through the Merger between MTN Infrastructure TopCo Blocker Inc. and Gridiron Merger Sub. The Segra Residential Group, which prior to the Transaction operated as Lumos Networks in Virginia and North State in North Carolina, will continue serving its residential and small business customers in Virginia and North Carolina without interruption and without change to the rates, terms or conditions of such service, including the name of the carrier serving customers.

The Segra Residential Group entities holding Commission authorizations will be: Lumos Telephone and Lumos Botetourt in Virginia (collectively the “Lumos Residential Companies”); and Panther Parent, North State Telephone, North State Long Distance, North State CLEC and North State Communications in North Carolina (collectively the “North State Companies”).

The *Pro Forma Separation* of the business took a number of steps which resulted in both a *pro forma* transfer of control as ownership of the Lumos Residential Companies and the North State Companies transferred from their intermediate parents, Lumos Networks Corp (for the North State Companies) and Lumos Networks OpCo (for the Lumos Residential Companies) to Gridiron Fiber Corp. Lumos Networks Corp., Lumos Networks OpCo and Gridiron Fiber Corp. are each indirect wholly owned subsidiaries of MTN Infrastructure and the EQT Infrastructure III Fund.

EQT Infrastructure III Fund (including co-investors), as the co-investment vehicles, are all controlled by EQT General Partnerships and the Fund manager.¹¹

After conclusion of the *Pro Forma Separation*, MTN Infrastructure TopCo Inc., MTN Infrastructure TopCo Blocker Inc., MTN Infrastructure Intermediate LP, MTN Infrastructure Intermediate GP, Lumos Networks OpCo, and Lumos Networks Corp. no longer indirectly have any interest in either the Lumos Residential Companies or the North State Companies. The ultimate ownership of both the Lumos Residential Companies and the North State Companies, however, remains the same since the residential business, through Gridiron Fiber Corp., will remain controlled by the EQT Infrastructure III Fund via its subsidiary MTN Infrastructure. In addition, both Lumos Telephone and Lumos Botetourt have converted from Virginia corporations to Virginia limited liability companies.

Further, the *Pro Forma Separation* into separate residential and commercial groups involved *pro forma* assignments of the Section 214 International Licenses held by Lumos Networks OpCo and North State Telephone. As part of the separation, Lumos Networks OpCo assigned its International 214 license to Gridiron License and North State Telephone assigned its International 214 license to Panther Parent. Effective with such assignment and under Section 63.21(h) of the Commission's rules, 47 C.F.R. § 63.21(h), North State Telephone, North State CLEC, North State Long Distance and North State Communications will provide international long distance services pursuant to Panther Parent's International 214 license, while Lumos

¹¹ In addition, both Lumos Telephone and Lumos Botetourt converted from Virginia corporations to Virginia limited liability companies effective September 13, 2021.

Telephone and Lumos Botetourt will provide international services pursuant to the International 214 license assigned from Lumos Networks OpCo to Gridiron License.

Under the terms of the Agreement, the residential business will retain the network infrastructure and management expertise necessary to provide seamless service to customers in its ILEC footprint, including ownership and control of fiber constructed under the terms of the USF support (including the Commission's award of Alternative Connect America Model-based support) for census blocks in the Lumos Telephone, Lumos Botetourt and North State Telephone ILEC study areas. Neither the Transaction with Cox nor the *Pro Forma Separation* will disrupt these companies' commitments as a recipient of such support, including their compliance with the applicable build out requirements.

The *Pro Forma Separation* has been transparent to the customers of the North State Companies and the Lumos Residential Companies, as such customers will continue to be served under their existing authorizations, as well as under existing tariffs and contracts. Further, the current management team operating the Segra Residential Group will remain in place. The Segra Residential Group will remain headquartered in Waynesboro, Virginia. The residential companies will continue to enjoy access to the financial resources and broader management expertise of MTN Infrastructure and its sponsor, the EQT Infrastructure III Fund, which remains financially well-qualified to own and operate the residential business, maintain and advance its state-of-the-art infrastructure and bring even more innovative service offerings to its customers. MTN Infrastructure plans to expand broadband services to neighborhoods and markets throughout the region served by the North State Companies and the Lumos Residential Companies.

Charts depicting the pre-*Pro Forma Separation* and current ownership structure of Residential Licensees are attached as **Attachment 2**.

ATTACHMENT 2

Pre-Pro Forma Separation and Current Corporate Ownership Structure Charts

Pre-Pro Forma Separation

Structure Charts

CHART 1: PRE-PRO FORMA SEPARATION RESIDENTIAL GROUP STRUCTURE

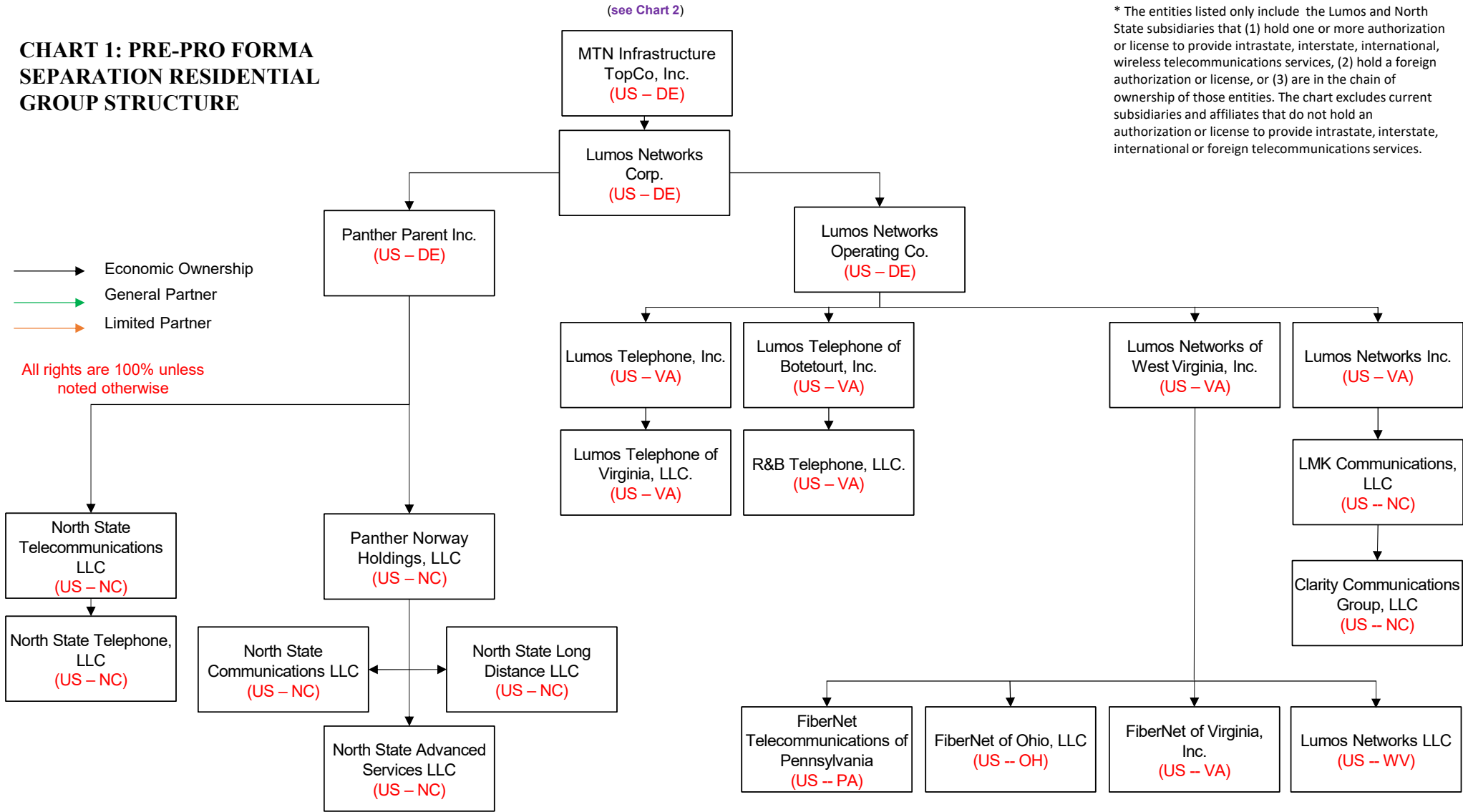
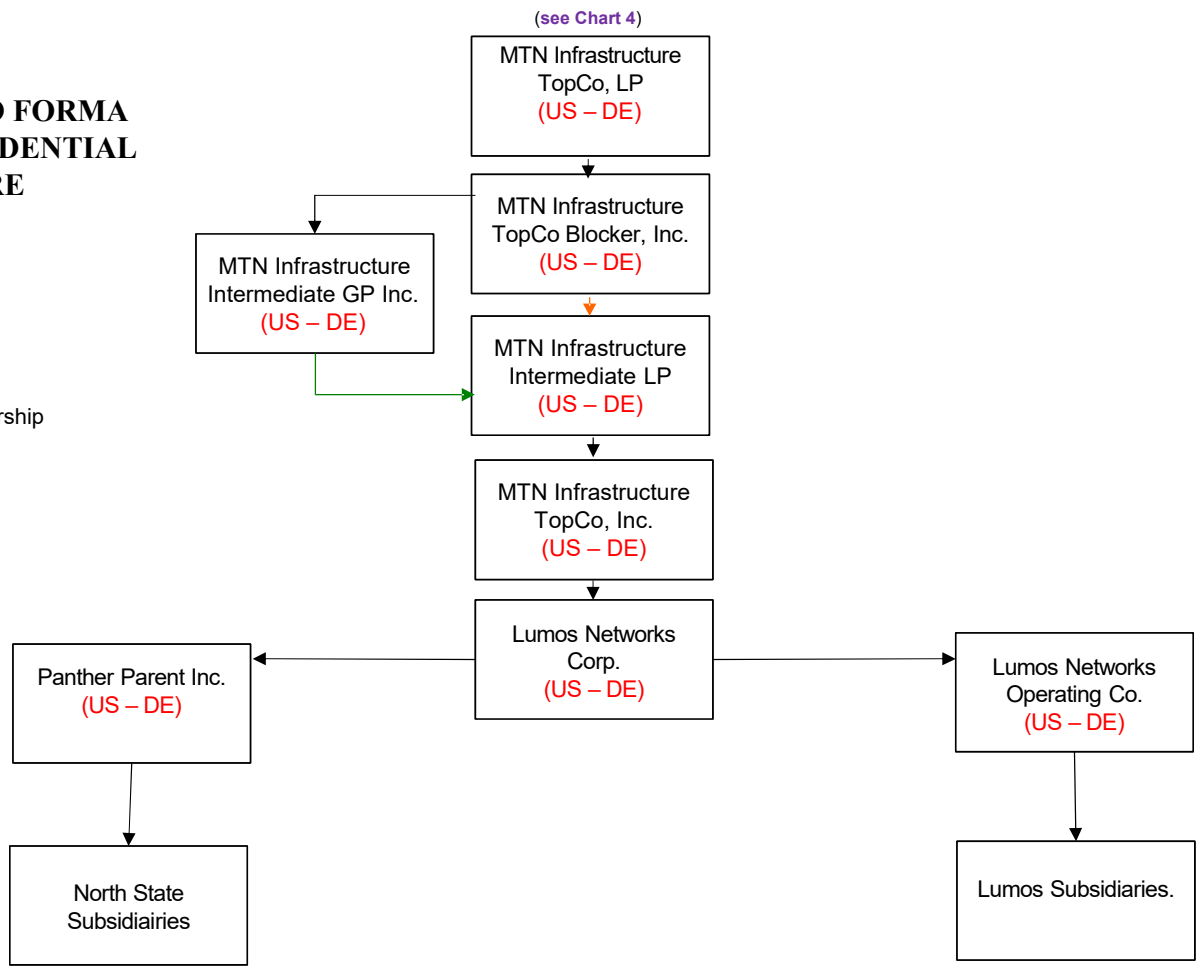


CHART 2: PRE-PRO FORMA SEPARATION RESIDENTIAL GROUP STRUCTURE

- Economic Ownership
- General Partner
- Limited Partner

All rights are 100% unless noted otherwise

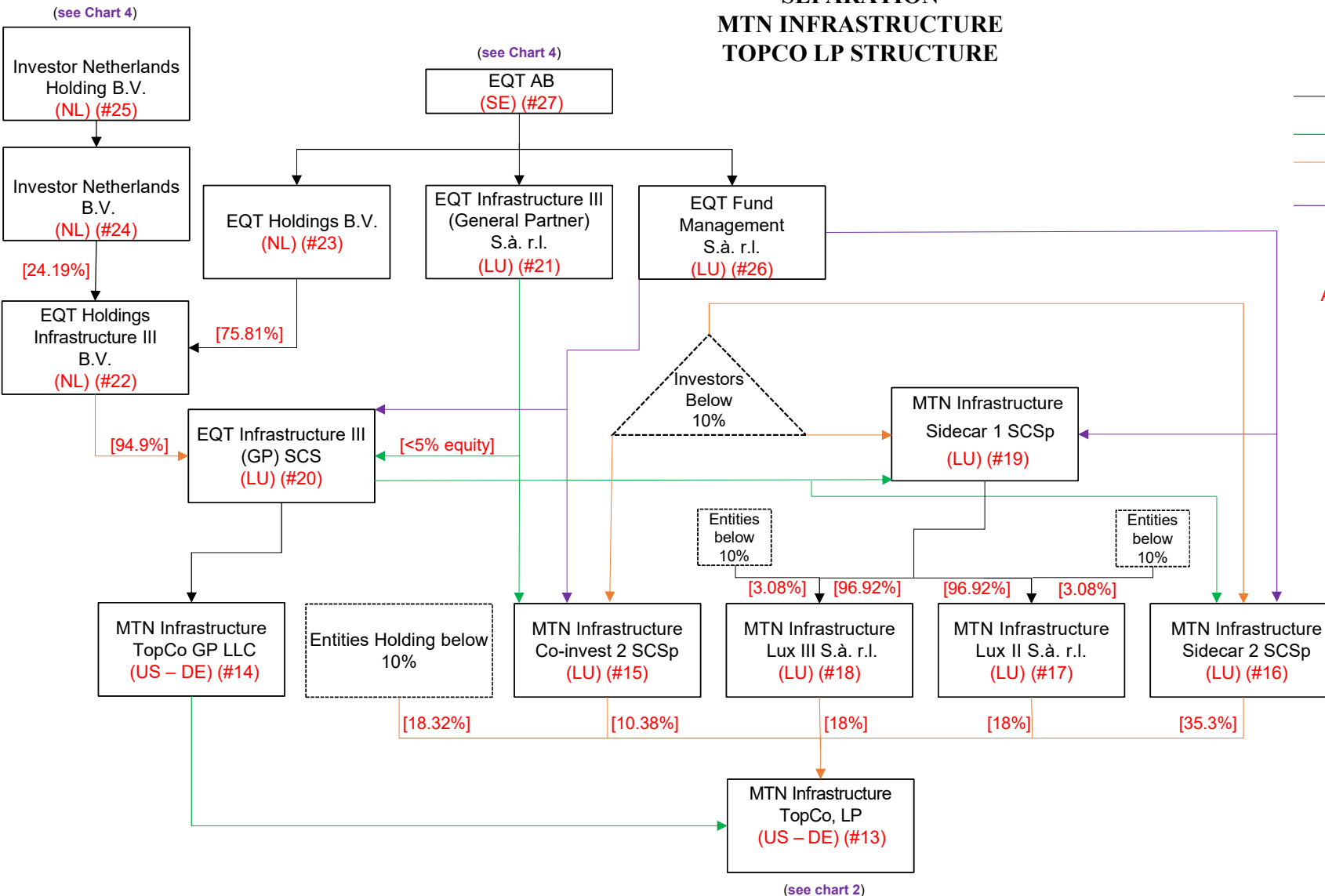


* The entities listed only include the Lumos and North State subsidiaries that (1) hold one or more authorization or license to provide intrastate, interstate, international, wireless telecommunications services, (2) hold a foreign authorization or license, or (3) are in the chain of ownership of those entities. The chart excludes current subsidiaries and affiliates that do not hold an authorization or license to provide intrastate, interstate, international or foreign telecommunications services.

**CHART 3: PRE PRO FORMA
SEPARATION
MTN INFRASTRUCTURE
TOPCO LP STRUCTURE**

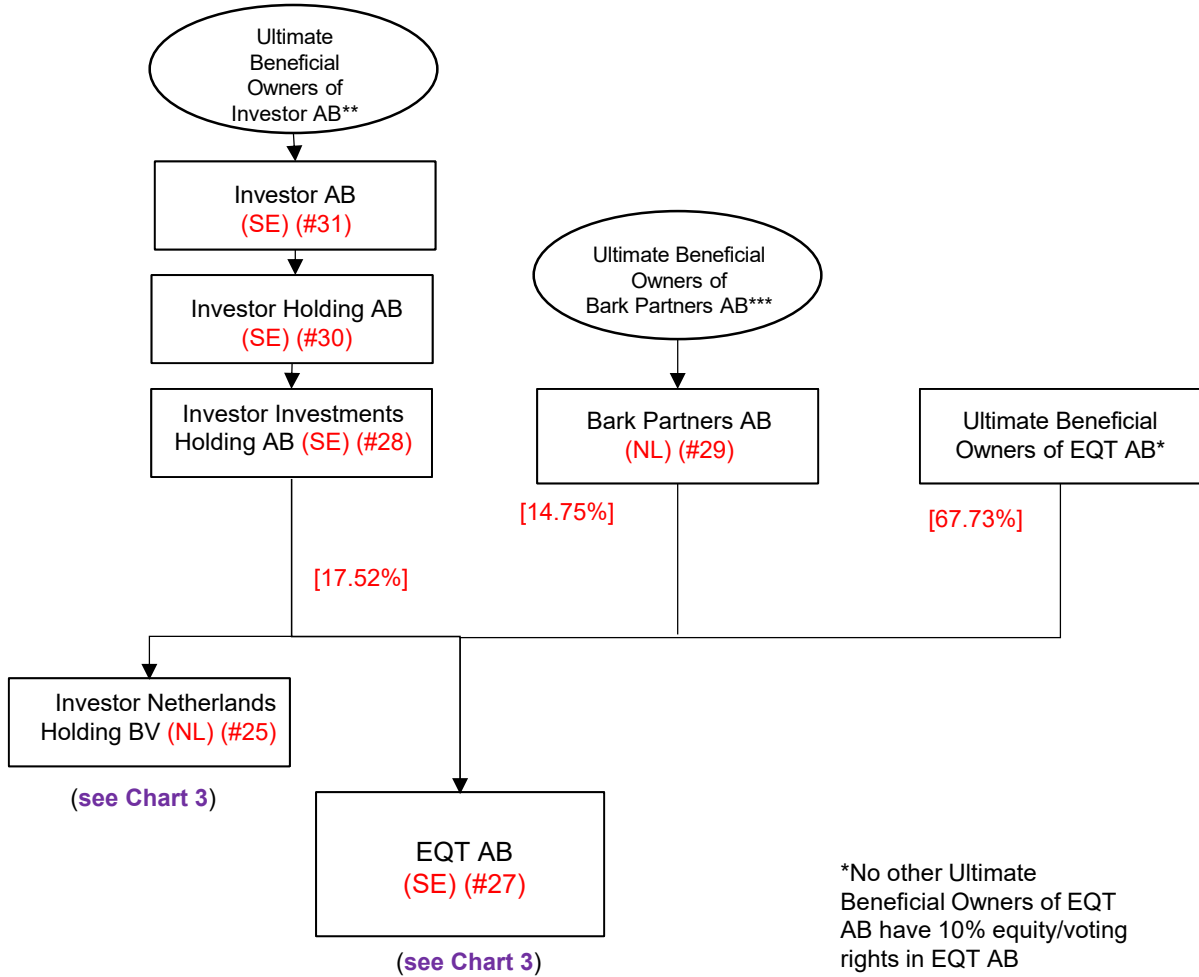
- Economic Ownership
- General Partner
- Limited Partner
- Alternative Investment Fund Manager

Refers to Listing in Attachment 1
All rights are 100% unless noted otherwise



(see chart 2)

CHART 4: EQT AB OWNERSHIP STRUCTURE



Refers to Listing in Attachment 1
 All rights are 100% unless noted otherwise

→ Equity/Voting Ownership Unless Otherwise indicated

*No other Ultimate Beneficial Owners of EQT AB have 10% equity/voting rights in EQT AB

** Investor AB is publicly held; No other Ultimate Beneficial Owners of Investor AB have 10% equity/voting rights indirectly in EQT AB.

*** No other Ultimate Beneficial Owners of Bark Partners AB have 10% equity/voting rights indirectly in EQT AB.

Post-Pro Forma Separation
Structure Charts

CHART 1: POST PRO FORMA SEPARATION RESIDENTIAL GROUP STRUCTURE

Refers to Listing in Attachment 1

All rights are 100% unless noted otherwise

- Economic Ownership
- General Partner
- Limited Partner

(see Chart 2)

MTN Infrastructure TopCo, LP
(US – DE) (#15)

Gridiron Fiber HoldCo Corp.
(US – DE) (#12)

Gridiron Fiber Corp.
(US – DE) (#11)

Panther Parent Inc.
(US – DE) (#10)

Gridiron Fiber License, LLC
(US – DE) (#3)

North State Telecommunications LLC
(US – NC) (#5)

Panther Norway Holdings, LLC
(US – NC) (#9)

Lumos Telephone, LLC
(US – VA) (#1)

Lumos Telephone of Botetourt, LLC
(US – VA) (#2)

North State Telephone, LLC
(US – NC) (#4)

North State Communications Advanced Services, LLC
(US – NC) (#7)

North State Long Distance, LLC
(US – NC) (#8)

North State Communications LLC
(US – NC) (#6)

* The entities listed only include the Lumos Residential and North State subsidiaries that (1) hold one or more authorization or license to provide intrastate, interstate, international, wireless telecommunications services, (2) hold a foreign authorization or license, or (3) are in the chain of ownership of those entities. The chart excludes current subsidiaries and affiliates that do not hold an authorization or license to provide intrastate, interstate, international or foreign telecommunications services.



**CHART 2: POST PRO FORMA
SEPARATION
MTN INFRASTRUCTURE
TOPCO LP STRUCTURE**

- Economic Ownership
- General Partner
- Limited Partner
- Alternative Investment Fund Manager

Refers to Listing in Attachment 1
All rights are 100% unless noted otherwise

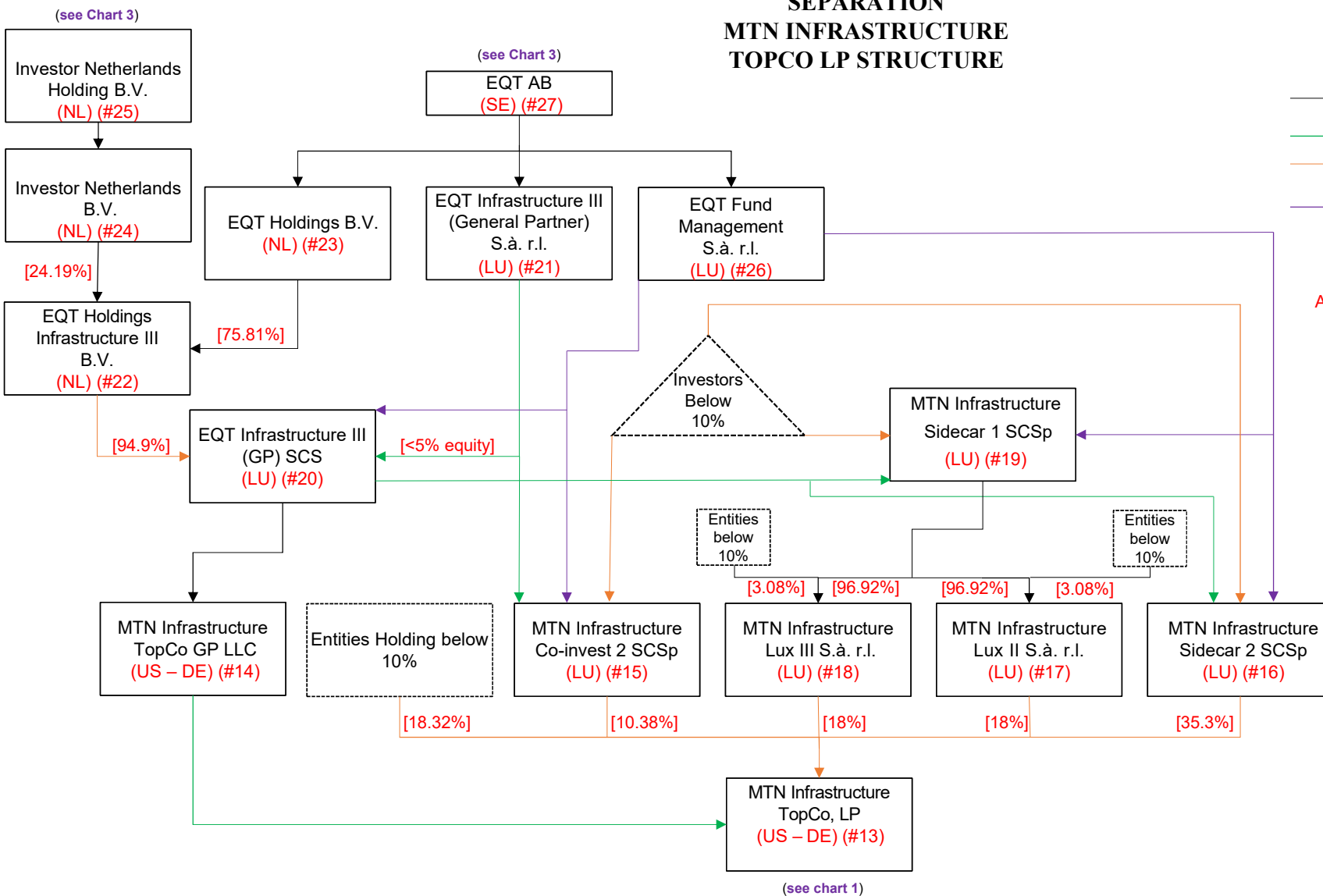
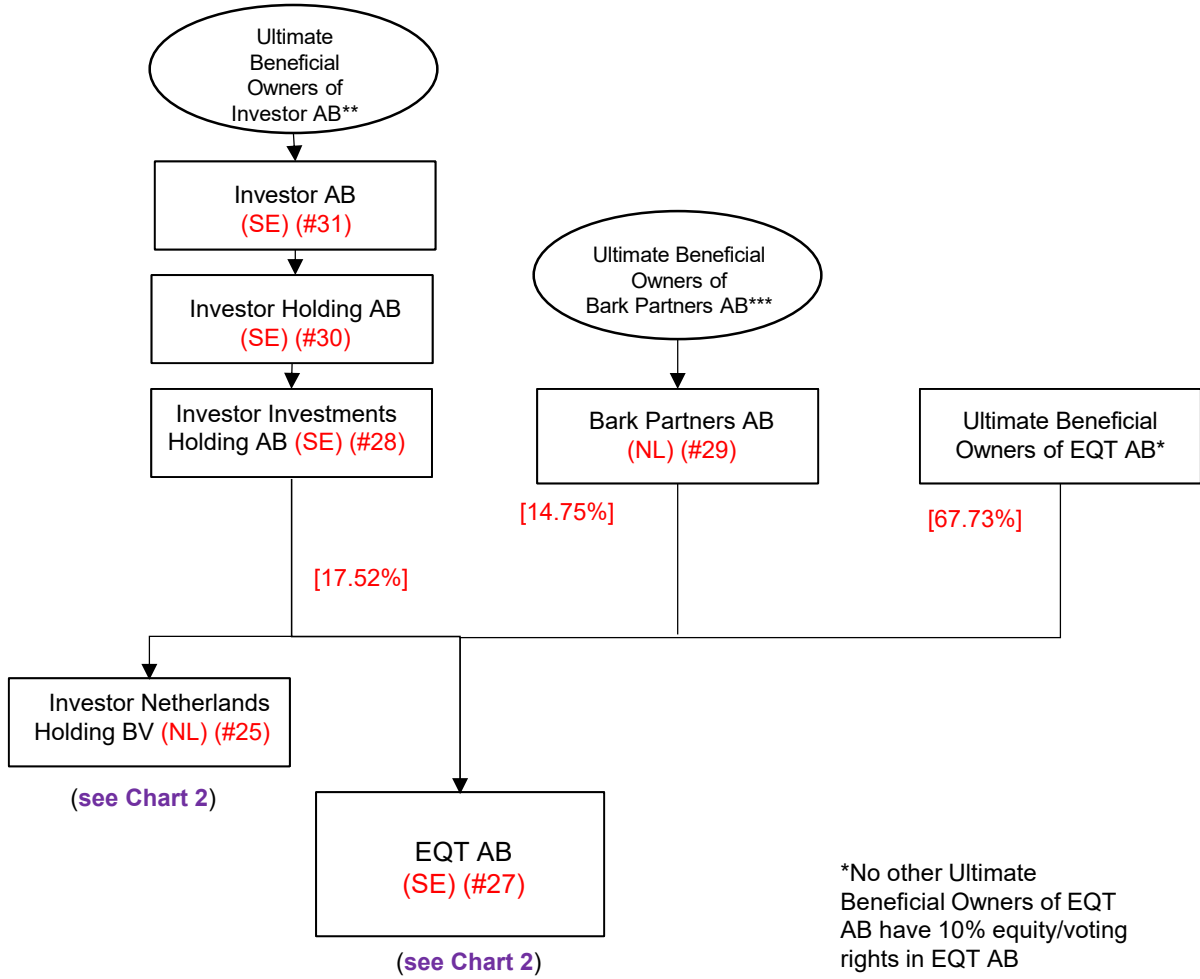


CHART 3: EQT AB OWNERSHIP STRUCTURE



Refers to Listing in Attachment 1
 All rights are 100% unless noted otherwise

→ Equity/Voting Ownership Unless Otherwise indicated

*No other Ultimate Beneficial Owners of EQT AB have 10% equity/voting rights in EQT AB

** Investor AB is publicly held; No other Ultimate Beneficial Owners of Investor AB have 10% equity/voting rights indirectly in EQT AB.

*** No other Ultimate Beneficial Owners of Bark Partners AB have 10% equity/voting rights indirectly in EQT AB.

VERIFICATION

I, Richard Brode, state that I am Treasurer of MTN Infrastructure TopCo GP LLC the General Partner of MTN Infrastructure TopCo LP, (the “Company”); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof and the certifications contained therein regarding the Company and its subsidiaries are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed: October 7, 2021



Name: Richard Brode
Title: Treasurer, MTN Infrastructure
TopCo GP LLC

On behalf of MTN Infrastructure
TopCo LP by its General Partner,
MTN Infrastructure TopCo GP LLC