Answer to Question 10
(Sections 63.18(c) & (d) – Correspondence and Section 214 Authorizations)

Intermountain Infrastructure Group, LLC ("Licensee"), along with Intermountain Holdings LLC ("Holdings" and, collectively with Licensee, "Applicants"), hereby provides information responsive to paragraphs (c) and (d) of Section 63.18 of the Commission's rules, 47 C.F.R. § 63.18, with respect to the Applicants in connection with the recently consummated *pro forma* transaction (the "*Pro Forma* Transaction") further described in the answer to Question 13 below.[1]

c. The contact information for correspondence relating to this application is:

Jennifer Halsing, CPA
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Copies of all correspondence, notices, and inquiries also should be addressed to the following counsel for Licensee:

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bill.lebeau@hklaw.com

d. Licensee has received authority under Section 214 to provide global (or limited global) facilities-based service and global (or limited global) resale service (FCC File Nos. ITC-214-20191115-00181 & ITC-214-20191220-00200, respectively). Although not

[1] Because, as set forth herein, *de facto* control of Licensee was not affected by the *Pro Forma* Transaction, the Applicants have listed Holdings as both the Transferor and Transferee for purposes of this application.

required to be disclosed in this international Section 214 *pro forma* consummation notice, Licensee also holds domestic Section 214 authority.

Answer to Question 11
(Section 63.18(h) – Ownership)

Licensee, a wholly owned subsidiary of Holdings, submits the following information regarding persons or entities who held or hold, directly or indirectly, 10 percent or more of Licensee, either prior to or upon the consummation of the *Pro Forma* Transaction:

Pre-*Pro Forma* Transaction Ownership

The only persons or entities that held, directly or indirectly, a 10 percent or greater equity or voting interest in Licensee prior to the *Pro Forma* Transaction are set forth below.

Intermountain Infrastructure Group, LLC, was directly wholly owned by:

(1) Name:	**Intermountain Holdings LLC**
Address:	533 Airport Blvd, Suite 400, Burlingame, CA 94010
Citizenship:	Delaware
Principal Business:	Pass Through
Ownership:	100% voting and equity

Ownership of **Intermountain Holdings LLC** was directly held by the following persons or entities:

(2) Name:	**Jeffrey Yount**
Address:	533 Airport Blvd, Suite 400, Burlingame, CA 94010
Citizenship:	United States
Principal Business:	Individual
Ownership:	Mr. Yount held an approximate 50.8% economic interest in Holdings.

(3) Name:	**Brady Adams**
Address:	533 Airport Blvd, Suite 400, Burlingame, CA 94010
Citizenship:	United States
Principal Business:	Individual

Ownership:	Brady Adams held an approximate 16.7% economic interest in Holdings.

<u>Post-*Pro Forma* Transaction Ownership</u>

Upon consummation of the *Pro Forma* Transaction, the only persons or entities that held, directly or indirectly, a 10 percent or greater equity or voting interest in Licensee are set forth below (with such interests noted as of consummation).[2]

Intermountain Infrastructure Group, LLC, is directly wholly owned by:

(1) Name:	**Intermountain Holdings LLC**
Address:	533 Airport Blvd, Suite 400, Burlingame, CA 94010
Citizenship:	Delaware
Principal Business:	Pass Through
Ownership:	100% voting and equity

Ownership of **Intermountain Holdings LLC** is directly held by the following persons or entities:

(2) Name:	**Jeffrey Yount**
Address:	533 Airport Blvd, Suite 400, Burlingame, CA 94010
Citizenship:	United States
Principal Business:	Individual
Ownership:	Mr. Yount held an approximate 30.5% economic interest in Holdings.

[2] Mr. Jeffrey Yount and Licensee also have entered into an agreement to transfer substantive control of Licensee (and Holdings) to WRA II-Pioneer (S) LLC (the "Proposed Transaction"). The parties to the Proposed Transaction submitted a joint Section 214 application for FCC approval on March 3, 2023 ("Long-Form Application"). *See* WC Docket No. 23-85; FCC File No. ITC-T/C-20230303-00028. For avoidance of doubt, the proposed, post-closing ownership of Licensee and Holdings that will result from the Proposed Transaction, which remains subject to Commission approval of the Long-Form Application, is not reflected in this notification of consummation of the *Pro Forma* Transaction. This application reflects the ownership of Licensee prior to and upon consummation of the *Pro Forma* Transaction.

(3) Name:	**Brady Adams**
Address:	533 Airport Blvd, Suite 400, Burlingame, CA 94010
Citizenship:	United States
Principal Business:	Individual
Ownership:	Brady Adams held an approximate 10.0% economic interest in Holdings.

(4) Name:	**PRSOF II IIG Inc.**
Address:	2 Landmark Square Stamford, CT 06901
Citizenship:	United States
Principal Business:	Investment company
Ownership:	PRSOF II held an approximate 37.1% economic interest in Holdings.

Ownership of **PRSOF II IIG Inc.** is directly and indirectly held by the following entities:

(1) Name:	**Post Road Special Opportunity Fund II LP**
Address:	2 Landmark Square Stamford, CT 06901
Citizenship:	United States
Principal Business:	Investment company
Ownership:	100% voting and equity interest directly in PRSOF II IIG Inc. and 37.1% economic interest indirectly in Licensee

(2) Name:	**Post Road SOF GP II LLC**
Address:	2 Landmark Square Stamford, CT 06901
Citizenship:	Delaware
Principal Business:	Investment company
Ownership:	100% voting and approximately 2% equity interest directly in Post Road Special Opportunity Fund II LP[3] and less than 1% economic interest indirectly in Licensee

[3] Other than the small equity interests in Post Road Special Opportunity Fund II LP held directly by Post Road SOF GP II LLC (approximately 2%), Birch Hill Capital LLC, and Seventh Avenue Capital Group II LLC (each less than 0.5%), the remaining equity interests in Post Road Special Opportunity Fund II LP are held by the passive limited partners, none of which individually hold an adequate equity interest in the fund to equate to an indirect economic interest in Licensee of 10% or more.

(3)	Name:	**Birch Hill Capital LLC**
	Address:	2 Landmark Square Stamford, CT 06901
	Citizenship:	United States
	Principal Business:	Investment company
	Ownership:	50% direct voting and approximately 38% direct and indirect equity in Post Road SOF GP II LLC[4] and less than 1% economic interest indirectly in Licensee
(4)	Name:	**Seventh Avenue Capital Group II LLC**
	Address:	2 Landmark Square Stamford, CT 06901
	Citizenship:	United States
	Principal Business:	Investment company
	Ownership:	50% direct voting and approximately 22% direct and indirect equity in Post Road SOF GP II LLC[5] and less than 1% economic interest indirectly in Licensee
(5)	Name:	**Michael Bogdan**
	Address:	2 Landmark Square Stamford, CT 06901
	Citizenship:	United States
	Ownership:	100% directly in Birch Hill Capital LLC and 18.6% indirect voting and less than 1% economic interest indirectly in Licensee
(6)	Name:	**Kevin Davis**
	Address:	2 Landmark Square Stamford, CT 06901
	Citizenship:	United States
	Ownership:	100% directly in Seventh Avenue Capital Group II LLC and less than 1% economic interest indirectly in Licensee

[4] The equity interest of Birch Hill Capital LLC and Michael Bogdan in Post Road SOF GP II LLC are through various partnerships.

[5] The equity interest of Seventh Avenue Capital Group II LLC and Kevin Davis in Post Road SOF GP II LLC are through various partnerships.

Answer to Question 12
(Section 63.09(h) – Interlocking Directorates)

Licensee is not a foreign carrier; however, it wholly owns Canadian corporation Travail Networks Canada Inc. ("Travail"), which is a non-dominant foreign carrier authorized to operate in a destination market (Canada). Accordingly, those ownership interests listed in response to Question 11 hold the same respective (albeit indirect) ownership interests in Travail.

Licensee also shares certain management personnel with Travail. Specifically, Jeffrey Yount, who is Chief Executive Officer ("CEO") and President of Licensee and Holdings, also is CEO and a director for Travail. Similarly, Jennifer Halsing is Chief Financial Officer for Licensee, Holdings, and Travail.

Other than the above-noted relationships, neither Licensee nor any of its 10 percent direct or indirect interest holders prior to or upon consummation of the *Pro Forma* Transaction are aware of any interlocking directorates or affiliations with any other foreign carrier.

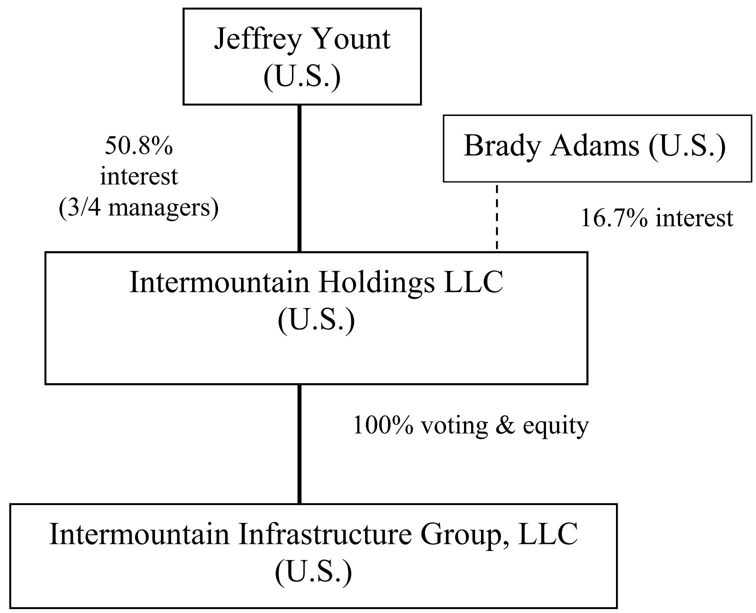
Answer to Question 13
(Description of *Pro Forma* Transaction)

The recent *Pro Forma* Transaction did not end Jeffrey Yount's *de facto* control of Licensee or of Holdings, which wholly owns Licensee. Prior to and following the *Pro Forma* Transaction, Mr. Yount remains able to appoint three-fourths of Holdings' managers and continues to serve as President and CEO of Licensee and Holdings.

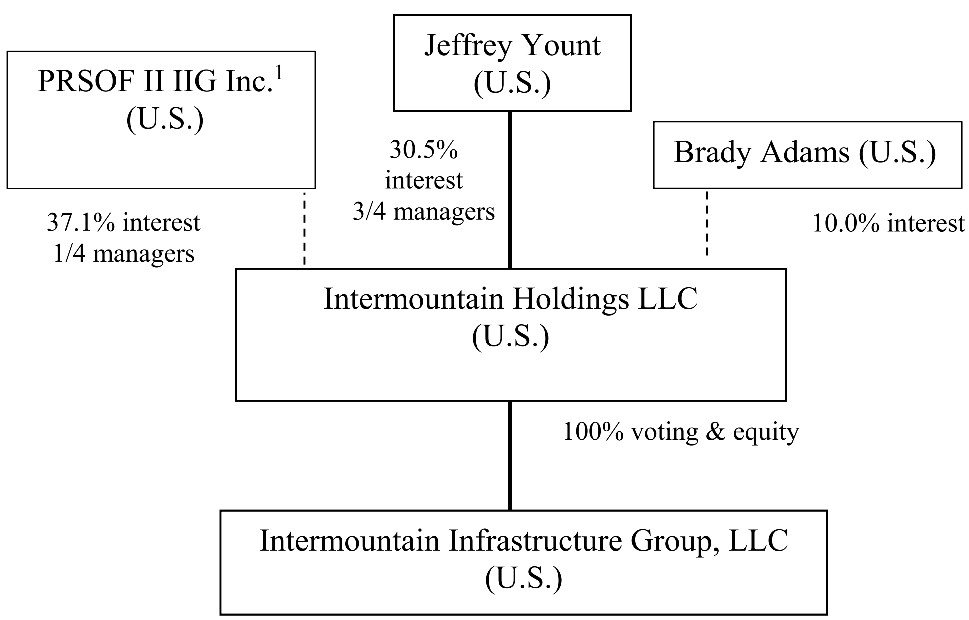
Specifically, prior to the *Pro Forma* Transaction, Mr. Yount held approximately 50.8 percent and Brady Adams held approximately 16.7 percent of voting and equity interests in Holdings. No other interest holder held 10 percent or more of Holdings. However, PRSOF II held warrants exercisable for more than 10 percent of Holdings through a separate class of warrant units, which carry limited voting rights, including the right to elect one of Holdings' four managers. This manager's consent is required only for the following three actions: (i) the company entering into a transaction with any manager or officer (other than in the ordinary course of business); (ii) the company purchasing or redeeming any units; or (iii) the company issuing any equity securities with a pre-money valuation of less than $20 million.

On February 8, 2023, PRSOF II exercised these warrants, which resulted in certain changes among the 10 percent or greater interest holders in Holdings set forth in response to Question 11. Specifically, Mr. Yount's economic interest in Holdings (and thus indirectly in Licensee) was reduced to approximately 30.5 percent; Mr. Adams' economic interest was reduced to approximately 10 percent; and PRSOF II IIG Inc. obtained an approximate 37.1 percent economic interest in Holdings and Licensee. However, due to Mr. Yount's ongoing right to appoint the majority of Holdings' managers and given his roles as President and CEO of Licensee and Holdings, Mr. Yount continues to hold actual working control of Licensee and Holdings and therefore *de facto* control. For the convenience of the Commission, pre- and post-*Pro Forma* Transaction ownership diagrams follow:

PRE-*PRO FORMA* TRANSACTION OWNERSHIP DIAGRAM
(10 percent or greater holders)

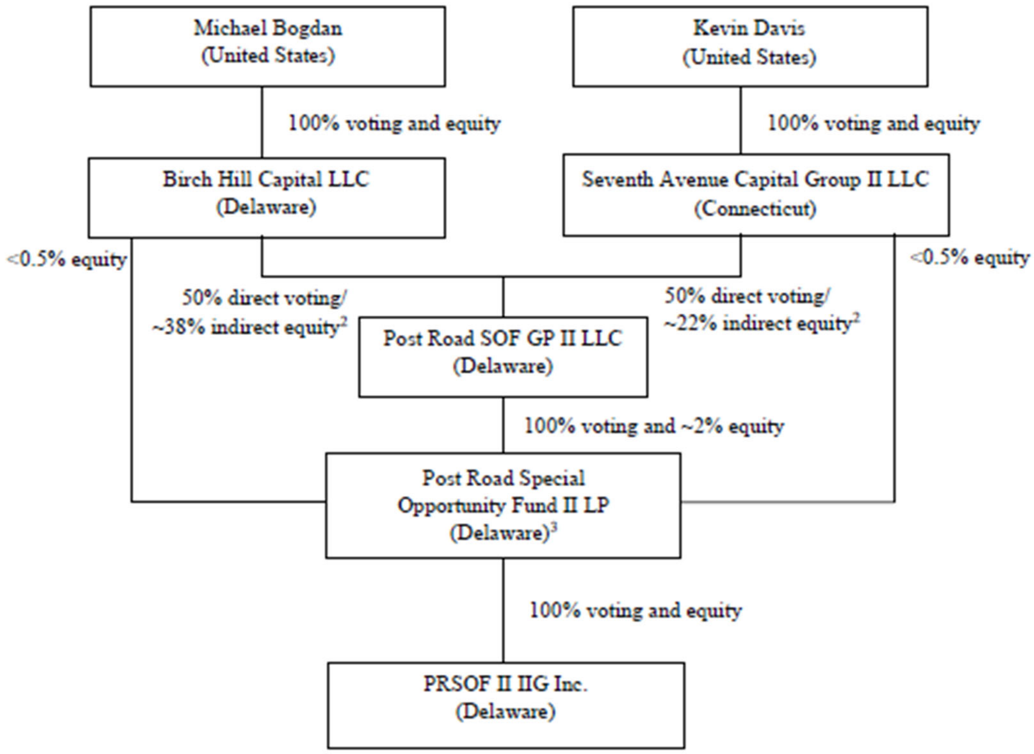


POST-*PRO FORMA* TRANSACTION OWNERSHIP DIAGRAM
(10 percent or greater holders)



[1] PRSOF II's ownership is depicted on the following page.

PRSOF II OWNERSHIP DIAGRAM
(10 percent or greater holders)



[2] The equity interests of Birch Hill Capital LLC and Seventh Avenue Capital Group II LLC in Post Road SOF GP II LLC are held through various partnerships. The organizational structure set forth above has been simplified to better show key ownership interests in PRSOF II IIG Inc.

[3] Other than the small equity interests in Post Road Special Opportunity Fund II LP held directly by Post Road SOF GP II LLC (approximately 2%), Birch Hill Capital LLC, and Seventh Avenue Capital Group II LLC (each less than 0.5%), the remaining equity interests in Post Road Special Opportunity Fund II LP are held by passive limited partners, none of which individually hold an adequate equity interest in the fund to equate to an indirect economic interest in Licensee of 10% or more.