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May 23, 2025

VIA ELECTRONIC FILING

Matthew Homsher, Secretary
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

**Re: Docket No. A-2025-3055320
In the Matter of Joint Application of Crown Castle Operating Company, Crown
Castle Fiber LLC, and Small Cell HoldCo Inc. for Approval of a General Rule
Transaction Involving a Transfer of Control of a Telecommunications Public
Utility**

SUPPLEMENT

Dear Secretary Homsher:

On behalf of Small Cells HoldCo Inc., Crown Castle Operating Company, and Crown Castle Fiber LLC (collectively, the "Applicants"), enclosed for filing with the Pennsylvania Public Utility Commission is a supplement to the above-referenced Joint Application. Specifically, as noted in the Joint Application, a Section 214 Application was concurrently filed with the FCC on May 15, 2025. This supplement therefore provides a copy of the FCC Section 214 Application, filed in WC Docket No. 25-175, as **Exhibit C** to the Joint Application.

Please acknowledge receipt and acceptance of this filing. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

Respectfully submitted,

/s/ Catherine G. Vasudevan

Catherine G. Vasudevan (PA I.D. No. 210254)

Counsel for Applicants

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EXHIBIT C

FCC Section 214 Application

Paniagua, Nicholas D.

From: noreply@fcc.gov
Sent: Thursday, May 15, 2025 8:11 PM
To: Paniagua, Nicholas D.
Subject: FCC ECFS Filing Confirmation

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Proceeding(s): INBOX-63.04

Filer(s): Crown Castle Operating Company, Small Cells HoldCo Inc.

Attorney/Author(s): Russell M. Blau, Danielle Burt, Stephanie A. Roy, Kimberly Morning

Law firm(s): Morgan, Lewis & Bockius LLP

Date Submitted: 05/16/2025

Primary Contact Email: nicholas.paniagua@morganlewis.com

Documents(s) Attached: FCC 214 Transfer of Control Application (FINAL).pdf

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Name(s) of Filer(s) Crown Castle Operating Company, Small Cells HoldCo Inc.
Law Firm(s) Morgan, Lewis & Bockius LLP
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**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
)
Crown Castle Operating Company,)
Transferor,)
) WC Docket No. 25-____
and)
)
Small Cells HoldCo Inc.,)
Transferee,)
)
)
Joint Application for Consent to Transfer)
Control of Domestic Authority, Pursuant to)
Section 214 of the Communications Act of)
1934, as Amended.)
)

**JOINT APPLICATION FOR CONSENT TO TRANSFER CONTROL OF
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 63.03 and 63.04 of the Commission’s Rules, 47 C.F.R. §§ 63.03 and 63.04, Crown Castle Operating Company (“Transferor” or “CCOC”) and Small Cells HoldCo Inc. (“Transferee” or “Small Cells HoldCo” and, together with Transferor, the “Applicants”) hereby request Commission consent to the transfer of control of the domestic Section 214 authority held by Crown Castle Fiber LLC (“CCF”), a wholly owned indirect subsidiary of CCOC, to Small Cells HoldCo (the “Small Cell Transaction”).

The Small Cell Transaction entails the sale of CCOC’s small cell network business to Small Cells HoldCo, which is ultimately controlled by EQT Active Core Infrastructure Fund (“EQT Fund”). This will be accomplished through Small Cells HoldCo’s indirect acquisition of all of the

ownership interests in CCF, which will at closing hold all of CCOC's small cell network business, including a domestic Section 214 authorization.¹

The Applicants respectfully submit the following information in support of this Application.

I. Description of the Applicants

A. Transferor – CCOC, and FCC Licensee – CCF

CCOC is a Delaware corporation and a wholly owned subsidiary of Crown Castle Inc. (“CCI”), a publicly traded corporation (NYSE: CCI) incorporated under the laws of the State of Delaware. Since January 1, 2014, CCI has operated as a real estate investment trust (“REIT”) for U.S. federal income tax purposes. CCI, through certain of its indirect subsidiaries, owns, operates, leases, or manages approximately 40,000 towers and rooftop sites for wireless communications equipment with a significant presence in the top 100 U.S. markets. (CCI and its subsidiaries are collectively referred to as “Crown Castle”).

Crown Castle subsidiaries have deployed approximately 105,000 small cell nodes and approximately 90,000 route miles of fiber in the United States. These Crown Castle subsidiaries provide transport, backhaul, and small cell services as well as dedicated point-to-point

¹ In addition to the sale of CCOC's small cell network business described herein for which Applicants seek Commission approval, CCOC also expects to sell its fiber business to Fiber FinCo, LLC (“Fiber FinCo”), which is ultimately owned by Front Range Intermediate Inc. (“Zayo Parent” – an indirect intermediate parent of Zayo Group LLC). This transaction involves Fiber FinCo's purchase of all of the ownership interests in newly formed entities Fiber NewCo LLC (“Fiber NewCo”) and its subsidiaries, including Fiber AssetCo LLC (“Fiber AssetCo”) and Fiber AssetCo-CA LLC (“Fiber AssetCo-CA”), which at closing will hold CCF's international Section 214 authorization and all of CCOC's fiber business. A separate joint domestic and international Section 214 application will be made to the Commission regarding the transfer of control of Fiber NewCo and its subsidiaries to Fiber FinCo.

telecommunications services. More information can be found on Crown Castle’s website at www.crowncastle.com.

Crown Castle subsidiaries that are authorized to provide intrastate telecommunications services are: CCF, a New York limited liability company; Crown Castle NG East LLC, a Texas limited liability company; and Fibertech Facilities Corp., a New York corporation (collectively, the “OpCos”). The OpCos collectively hold authorizations to provide intrastate telecommunications services in the District of Columbia and every U.S. state except Alaska. CCF also holds domestic and international Section 214 authorization. Small Cells HoldCo, a newly formed Delaware corporation formed for purposes of the Small Cell Transaction, will at closing hold the CCOC small cells business, including owning CCF, which will continue to hold only domestic Section 214 authorization.

B. Transferee – Small Cells HoldCo

Small Cells HoldCo is a Delaware corporation created to aggregate the indirect ownership of the EQT Fund, ultimately managed by affiliates of EQT AB (“EQT”), in connection with the indirect investment of the EQT Fund (and co-investors) in Small Cells HoldCo. EQT, founded in Sweden in 1994, is a leading alternative investments firm. As of December 31, 2024, EQT has more than EUR 269 billion (approximately \$305 billion) in total assets under management (including EUR 136 billion (approximately \$154 billion)² in fee-generating assets under management) across more than 40 active funds. EQT has offices in more than 25 countries across

² The assets under management provided are as of December 31, 2024. *EQT AB (publ) Year-end Report 2024*, EQT AB (Jan. 23, 2025), <https://eqtgroup.com/news/eqt-ab-publ-year-end-report-2024>. The conversion rate from Euros to U.S. Dollars is as of April 30, 2025, according to figures from the European Central Bank. Euro Foreign Exchange Reference Rates, European Central Bank (Apr. 30, 2025), <https://www.ecb.europa.eu/stats/exchange/eurofxref/shared/pdf/2025/04/20250430.pdf>.

Europe, Asia, and the Americas with more than 1,900 employees (as of December 31, 2024). EQT is publicly traded on the Stockholm Nasdaq (ticker symbol EQT) and is majority owned by its partners. More information can be found on EQT’s website at www.eqtgroup.com.

Investments by the EQT Fund are typically made through one or more Luxembourg (or on certain occasions Delaware) limited partnerships, which act as aggregator vehicles for the multiple limited partnerships and other investment arrangements comprising the EQT Fund, and such partnerships and arrangements are managed by the Fund’s fund manager, EQT Fund Management S.à r.l. (the “Manager”) (which also acts as the Alternative Investment Fund Manager (“AIFM”) for a number of the limited partnerships within the structure). Under the structure of the EQT Fund and consistent with European Union regulations regarding investment fund management, day-to-day control and management of any portfolio company acquired by the EQT Fund would be indirectly exercised by the Manager. This Manager, as well as the general partners of the limited partnerships comprising the EQT Fund, are ultimately controlled by EQT. Under this structure, EQT has the authority to appoint (and change) the board of the Manager, which is ultimately solely responsible, in its capacity as the fund manager, for all investment decisions of the EQT Fund.

II. Description of the Transaction

Pursuant to a Stock Purchase Agreement dated March 13, 2025,³ Crown Castle will execute a series of intracompany, pre-closing restructuring steps such that the small cell business segments of its operating subsidiaries will continue to operate through CCF after the fiber network business segments of its operating subsidiaries are transferred into Fiber NewCo LLC and its subsidiaries, including assigning CCF’s international Section 214 authorization to Fiber AssetCo LLC. CCF

³ The Stock Purchase Agreement is available at <https://investor.crowncastle.com/static-files/3b910737-4f3d-4197-a8b4-893f83855c9f>.

will continue to operate its wholly domestic small cell business under its FCC Form 499-A Filer ID and its existing domestic Section 214 authorization.⁴

Crown Castle will then sell to Small Cells HoldCo, and Small Cells HoldCo will purchase from Crown Castle, all the ownership interests in CCF (which at closing will hold all of Crown Castle's small cells business including CCF's state telecommunications authorizations in the District of Columbia and all U.S. states other than Alaska). Thus, Small Cells HoldCo will indirectly obtain at closing control of CCF and its small cells business, including its FCC domestic Section 214 authorization and state commission authorizations.⁵

As a result of the Small Cell Transaction, after closing, Crown Castle's small cell business, which was originally comingled among Crown Castle's operating subsidiaries, will instead be housed in CCF and its subsidiaries, which will be indirectly owned and controlled by Small Cells HoldCo.⁶ The enterprise value of the small cells business is approximately \$4.25 billion, subject to customary purchase price adjustments.⁷

⁴ As it relates to the sale of Crown Castle's fiber business, the pre-closing restructuring steps will result in the fiber business segments of Crown Castle's operating subsidiaries operating through Fiber NewCo and its subsidiaries, including wholly assigning the international Section 214 authorizations from CCF to Fiber AssetCo for the fiber network business and registering, prior to closing, for FCC Form 499-A Filer IDs by Fiber NewCo, Fiber Asset Co, and Fiber AssetCo-CA.

⁵ As it relates to the sale of Crown Castle's fiber business, Crown Castle will also sell to Fiber FinCo, and Fiber FinCo will purchase from Crown Castle, all of the ownership interests in Fiber NewCo and its subsidiaries (which at closing will hold all of Crown Castle's fiber business including CCF's international Section 214 authorization). Fiber NewCo and its subsidiaries will apply for any necessary state telecommunications authorizations in the District of Columbia and every U.S. state except Alaska. Fiber FinCo will also obtain any necessary state public utility authorizations to acquire control of Fiber NewCo and its subsidiaries at closing.

⁶ Similarly, Crown Castle's fiber business will be housed in Fiber NewCo and its subsidiaries, which will be owned and controlled by Fiber FinCo.

⁷ The enterprise value of the fiber business is also approximately \$4.25 billion, for a total combined purchase price of Crown Castle's fiber network and small cells businesses of approximately \$8.5 billion, subject to customary purchase price adjustments.

Ownership structure charts depicting the Small Cell Transaction are attached hereto as

Exhibit A.

III. Public Interest Statement

Under Section 214(a) of the Act, the Commission assesses whether the proposed transfer of control of Commission licenses and authorizations is consistent with the public interest, convenience, and necessity based on: “(1) whether the transaction would result in the violation of the Act or any other applicable statutory provision; (2) whether the transaction would result in a violation of Commission rules; (3) whether the transaction would substantially frustrate or impair the Commission’s implementation or enforcement of the Act or interfere with the objectives of that and other statutes; and (4) whether the transaction promises to yield affirmative public interest benefits.”⁸

The Small Cell Transaction satisfies all four elements of the Commission’s test. It satisfies the first two elements because it will not violate any provision of the Act or any Commission rule. Further, the Small Cell Transaction will not “result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act or related statutes.”⁹ Instead, as discussed below, the Applicants expect the Small Cell Transaction to yield substantial public interest benefits. Accordingly, the Commission should promptly approve this Application.

⁸ *SBC Communications Inc. and BellSouth Corp. for Consent to Transfer of Control or Assignment of Licenses and Authorizations, Memorandum Opinion and Order*, 15 FCC Rcd 25459, 25464 ¶ 13 (WTB/IB 2000) (noting that the “Applicants bear the burden of demonstrating that . . . the predominant effect of the transaction will be to advance the public interest.”).

⁹ *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 (Wireline Comp. Bur. 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.”).

The proposed Small Cell Transaction serves the public interest by facilitating the reorganization of Crown Castle's network business into discrete fiber network and small cell segments, resulting in more efficient, streamlined operations that focus on serving customers in their respective sectors. Small Cells HoldCo and its owners are managerially, technically, and financially well-qualified to complete the Small Cell Transaction and assume ownership and control of the small cells business. As demonstrated throughout this filing, EQT has decades of experience operating telecommunications infrastructure in a wide variety of jurisdictions around the world, including across the United States.

Small Cells HoldCo will call upon EQT's expertise as it acquires ownership of Crown Castle's small cell business, in addition to the experienced employees that have operated the small cells business under Crown Castle's ownership. As explained in Section I above, EQT has EUR 269 billion in assets under management in a variety of industries, including the telecommunications and digital infrastructure sectors. EQT also has deep experience overseeing U.S. domestic carriers with its current ownership of Zayo, Lumos, and its ownership of Segra prior to the sale of that business to Cox Communications in 2021.¹⁰ Thus, Small Cells HoldCo possesses substantial and valuable experience and will bring to bear its full managerial expertise and extensive industry relationships in directing the operations of Licensee's small cell business segment. Additionally, EQT is a publicly traded company listed on Nasdaq Stockholm, which means its investor base includes both institutional and individual public shareholders. This

¹⁰ See *Notice of Domestic Section 214 Authorization Granted*, Public Notice, DA-21-792, WC Docket No. 21-224, 36 FCC Rcd 10382 (Jul. 6, 2021); *International Authorizations Granted*, Public Notice, DA-21-803, ICFS File No. ITC-T/C-20210517-00085, 36 FCC Rcd 10447 (Jul. 8, 2021).

ownership structure provides an added layer of transparency and accountability to a diverse group of stakeholders.

Small Cells Holdco will continue to provide services to existing small cell customers without changes to the rates, terms, and conditions of service (subject to future changes in the ordinary course of business pursuant to applicable law and contract provisions). The Small Cell Transaction will be implemented seamlessly and will not cause customer confusion or service interruptions.

Finally, the proposed Small Cell Transaction does not raise competition concerns as Small Cells HoldCo will operate as an independent provider of small cell services following closing, competing (as it does today) with a large number of outsourced small cell providers as well as the mobile network operators' first-party small cell infrastructure. The small cells business will continue to face vigorous competition in each of the markets it serves.

Thus, the Small Cell Transaction meets the Commission's public interest test under Section 214(a) of the Act and should therefore be approved by the Commission.

IV. Information Required by 47 C.F.R. § 63.04

Applicants submit the following information in support of their request for domestic Section 214 authority for the transfer of control of CCF in order to address the requirements set forth in Commission Rule 63.04(a)(1)-(12), 47 C.F.R. § 63.04(a)(1)-(12):

A. Name, Address, Telephone Number, and Jurisdiction of Formation, 47 C.F.R. § 63.04(a)(1) – (2):

Transferor: Crown Castle Operating Company
8020 Katy Freeway
Houston, TX 77024
Tel: 724-416-2000
Jurisdiction of organization: Delaware
FRN: 0024585929

Transferee:

Small Cells HoldCo Inc.
c/o EQT Partners Inc.
1114 Avenue of the Americas, 45th Floor
New York, NY 10036
Tel: 646-647-7193
Jurisdiction of organization: Delaware
FRN: 0037038072

Licensee:

Crown Castle Fiber
8020 Katy Freeway
Houston, TX 77024
Tel: 724-416-2000
Jurisdiction of organization: Delaware
FRN: 0006254403

B. Correspondence concerning this Application should be sent to, 47 C.F.R. § 63.04(a)(3):

For Applicants:

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Danielle Burt
Stephanie A. Roy
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With copies for Crown Castle to:

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and for Small Cells HoldCo to:

Luuk Bogaarts
Small Cells HoldCo Inc.
c/o EQT Partners Inc.
1114 Avenue of the Americas, 45th Floor
New York, NY 10036
Tel: 646-647-7193
eqt-fo-infrastructure@eqtpartners.com

C. Ownership, 47 C.F.R. § 63.04(a)(4)

Please see **Exhibit B** for information regarding the entities that, following the close of the proposed Small Cell Transaction, will hold directly or indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in CCF.¹¹

D. Certification Pursuant to Anti-Drug Abuse Act of 1988, 47 C.F.R. § 63.04(a)(5)

Applicants certify that no party to the 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.

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

A description of the proposed Small Cell Transaction is provided in Section II, *supra*. Applicants note that this Application only addresses the Small Cell Transaction.

F. 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:

CCOC does not itself provide telecommunications services. Crown Castle's OpCos provide fiber-based services and small cells services in the District of Columbia and all U.S. states except Alaska. As described herein, control of CCF will be transferred as a result of the proposed Small Cells Transaction described herein.

¹¹ For purposes of calculating attributable interests, the parties used the methodology set forth in amendments to 63.18(h) adopted in *Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, Report and Order, 35 FCC Rcd 10927 at App. B (Oct. 1, 2020). These amendments are not yet effective.

Transferee:

Small Cells HoldCo does not itself provide telecommunications services. Entities affiliated with Small Cells HoldCo that provide domestic telecommunications services include:¹²

- Lumos Telephone LLC is authorized as an incumbent local exchange carrier in Virginia.
- Lumos Telephone of Botetourt LLC is authorized as an incumbent local exchange carrier in Virginia.
- North State Telephone, LLC is authorized as an incumbent local exchange carrier in North Carolina.
- North State Communications Long Distance, LLC is authorized as a competitive local exchange carrier in North Carolina.
- North State Communications Advanced Services, LLC is authorized as a competitive local exchange carrier and interexchange carrier in North Carolina.
- Lumos Fiber of South Carolina, LLC is authorized as a competitive local exchange carrier in South Carolina.
- Lumos Fiber of Kentucky, LLC is authorized as a competitive local exchange carrier in Kentucky.
- Lumos Fiber of Georgia, LLC is authorized as a competitive local exchange carrier in Georgia.
- Lumos Fiber of Ohio, LLC is authorized as a competitive local exchange carrier in Ohio.
- Lumos Fiber of Indiana, LLC is authorized as a competitive local exchange carrier in Indiana.
- Zayo Group, LLC is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the District of Columbia and every U.S. state except Alaska.
- Zayo Northeast, LLC is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the following jurisdictions:

¹² In addition to the entities below, the following entities affiliated with Small Cells HoldCo have pending, or plan to file, applications to provide telecommunications services: Lumos Fiber of Maryland, LLC (in Maryland); Lumos Fiber of Missouri, LLC (in Missouri); Lumos Fiber of Tennessee, LLC (in Tennessee); and Lumos Fiber of West Virginia, LLC (in West Virginia).

Colorado, Connecticut, Delaware, District of Columbia, Iowa, Kentucky, Maine, Maryland, Massachusetts, Michigan, Missouri, New Jersey, New York, Ohio, Pennsylvania, Rhode Island, Vermont, Virginia, West Virginia, and Wisconsin.¹³

- Zayo Midwest, LLC is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the following jurisdictions: Illinois, Indiana, Michigan, Minnesota, and Wisconsin.
- Zayo Education Inc. (f/k/a Education Networks of America Inc.) is authorized to provide interconnected Voice over Internet Protocol (VoIP) in California and competitive local exchange and interexchange services in South Dakota.
- Zayo Education, LLC (f/k/a ENA Services, LLC) is authorized to provide competitive local exchange, competitive access, and/or interexchange services in Florida, Indiana, and Tennessee.
- ENA Healthcare Services, LLC is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the following jurisdictions: Arizona, Arkansas, California, Colorado, Georgia, Indiana, Kansas, Minnesota, Missouri, New Mexico, Oklahoma, Oregon, Texas, Utah, Washington, and West Virginia.

G. Statement as to how the 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.

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

In addition to this Application, the following applications are related to the Small Cell Transaction.

- Consistent with the applicable Commission rules, Applicants will also submit post-closing notifications to the Commission regarding the transfer of certain Antenna Structure Registrations.

¹³ Zayo Northeast, LLC also has pending applications to provide telecommunications services in Illinois, Indiana, Minnesota, and Nebraska.

I. 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)

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

J. 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 Small Cell Transaction.

K. Statement showing how grant of the 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*.

V. 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 Licensee, Transferor, Transferee and Affiliates:

1. **Licensee:** CCF does not receive USF High-Cost Support; it is a recipient of E-Rate and Rural Health Care Support.
2. **Transferor:** Neither CCOC nor any of its affiliates receive any USF High-Cost Support.
3. **Transferee:** Small Cells HoldCo does not itself receive USF High-Cost Support. However, the following affiliates of Small Cells HoldCo each receive High-Cost Support under A-CAM and CAF-ICC: Lumos Telephone of Botetourt, LLC; Lumos Telephone LLC; and North State Telephone, LLC.¹⁴

¹⁴ In addition, Zayo Group, LLC, the indirect parent of Fiber FinCo, is the recipient of three grants from the National Telecommunications and Information Administration’s Middle Mile Grant Program.

B. Eligible Telecommunications Carrier (ETC) Status of Licensee, Transferor, Transferee and Affiliates:

1. **Licensee:** CCF is not an ETC.
2. **Transferor:** Neither CCOC nor any of its affiliates are ETCs.
3. **Transferee:** Small Cells HoldCo is not itself an ETC. However, affiliates of Small Cells HoldCo that hold ETC status include:
 - Lumos Telephone of Botetourt, LLC is an ETC in Virginia, granted by the Virginia State Corporation Commission.
 - Lumos Telephone LLC is an ETC in Virginia, granted by the Virginia State Corporation Commission.
 - North State Telephone, LLC is an ETC in North Carolina, granted by the North Carolina Utilities Commission.

C. Study Area Codes of Licensee, Transferor, Transferee and Affiliates

1. **Licensee:** Not applicable.
2. **Transferor:** Not applicable.
3. **Transferee:** Small Cells HoldCo is not an ETC and therefore does not hold any Study Area Codes. The Study Area Codes for the ETC affiliates of Small Cells HoldCo listed above are as follows:
 - Lumos Telephone of Botetourt, LLC – 190249
 - Lumos Telephone LLC – 190226
 - North State Telephone, LLC – 230491

D. Licensee, Transferor, Transferee, and Affiliates Participation in Lifeline

1. **Licensee:** CCF does not participate in the Lifeline program.
2. **Transferor:** Neither CCOC nor any of its affiliates participate in the Lifeline program.
3. **Transferee:** Small Cells HoldCo does not itself participate in the Lifeline program. However, the following affiliates of Small Cells HoldCo participate in the Lifeline program: Lumos Telephone of Botetourt, LLC; Lumos Telephone LLC; and North State Telephone, LLC.

VI. Foreign Ownership Considerations

In the Commission's *Executive Branch Foreign Ownership Review Order*,¹⁵ the Commission identifies categories of applications that the Commission generally excludes from referral. Among those categories are "standalone" applications to transfer control of domestic Section 214 authority.¹⁶ This Application involves the transfer of ownership of a licensee that will hold only domestic Section 214 authority following the closing of the Small Cell Transaction and thus falls into this category of exclusion. Therefore, Applicants respectfully request that the Commission not refer this Application to the Executive Branch consistent with this exclusion in the *Executive Branch Foreign Ownership Review Order*. Applicants understand that the Commission will notify the Executive Branch of this Application even if it does not refer the 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 Application.

¹⁵ See *Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, IB Docket No. 16-155, Report and Order, 35 FCC Rcd 10927 (2020) (*Executive Branch Foreign Ownership Review Order*).

¹⁶ *Id.* at 10936, ¶ 25.

Respectfully submitted,

/s/ Russell M. Blau

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Danielle Burt

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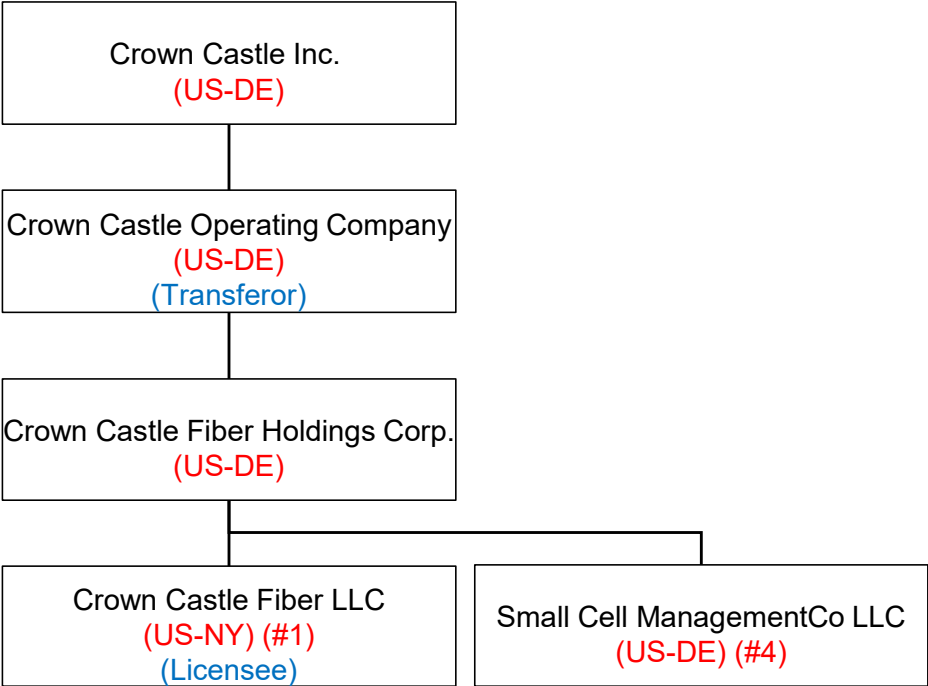
Counsel for Applicants

Dated: May 15, 2025

EXHIBIT A

Pre- and Post Transaction Ownership Charts

CHART 1: PRE-CLOSE CROWN CASTLE OWNERSHIP



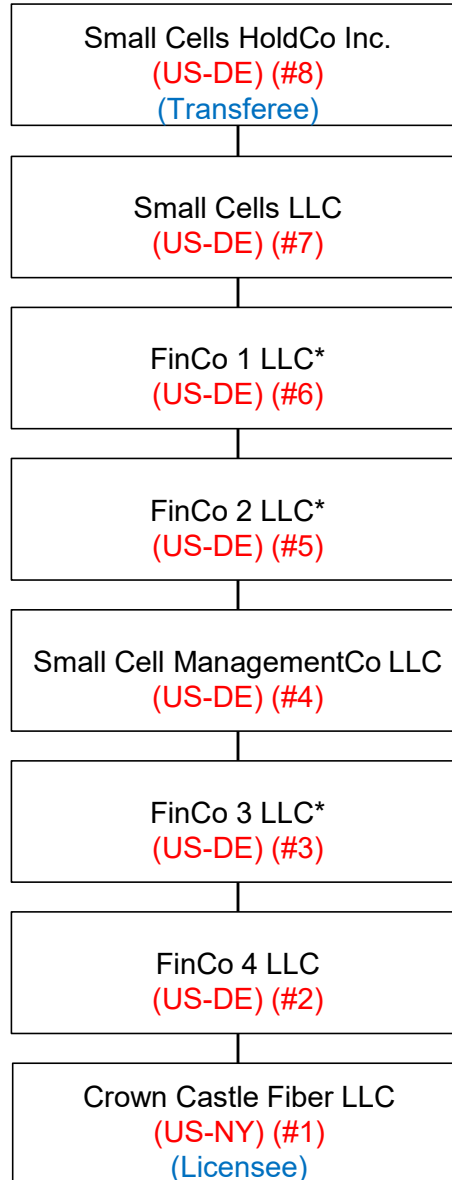
→ Economic Ownership

All rights are voting and equity and 100% unless noted otherwise

Refers to Listing in Exhibit B (Post-Close Ownership).

CHART 2: POST-CLOSE OWNERSHIP

(see Chart 3)



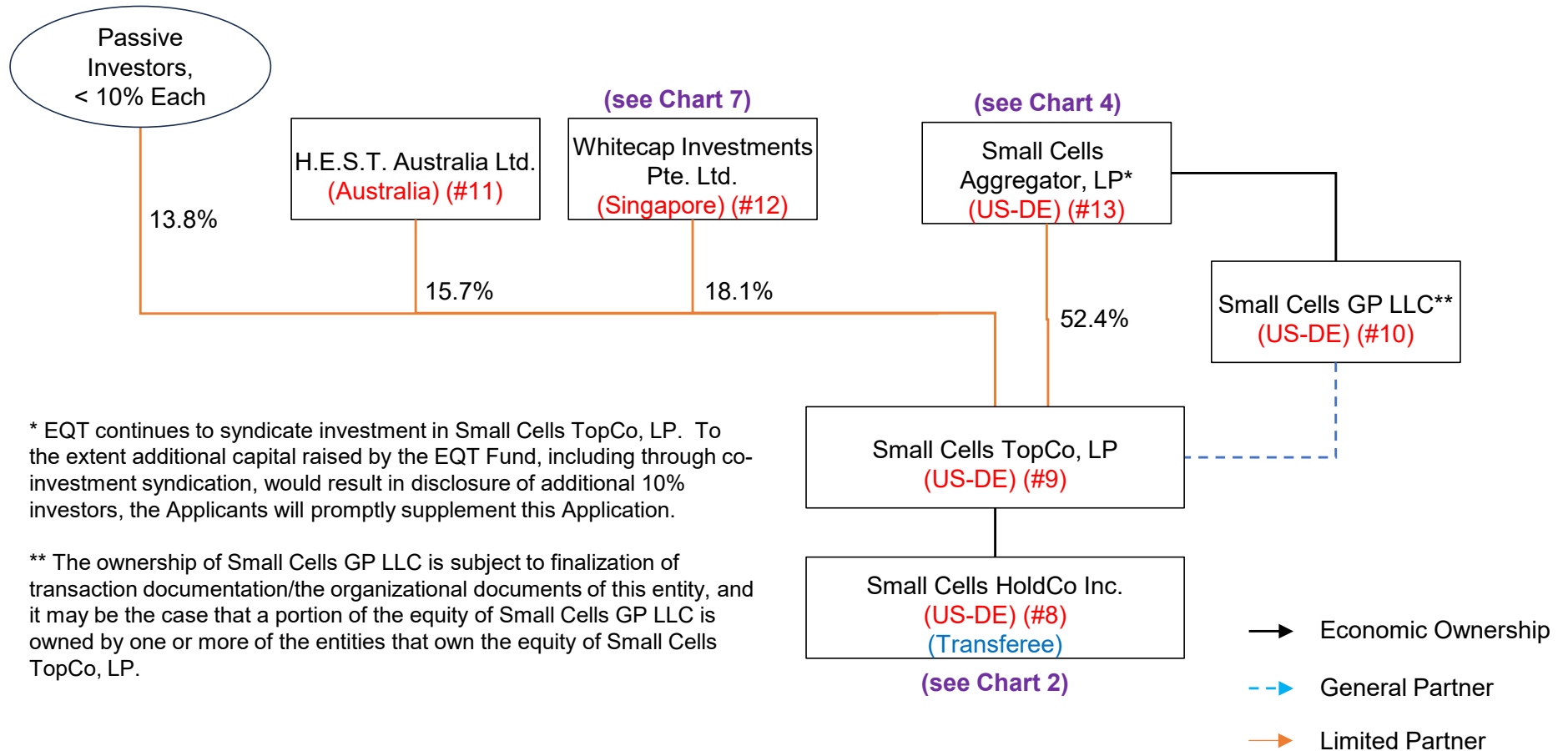
* These entities have not yet been formed.

→ Economic Ownership

All rights are voting and equity and 100% unless noted otherwise

Refers to Listing in Exhibit B (Post-Close Ownership).

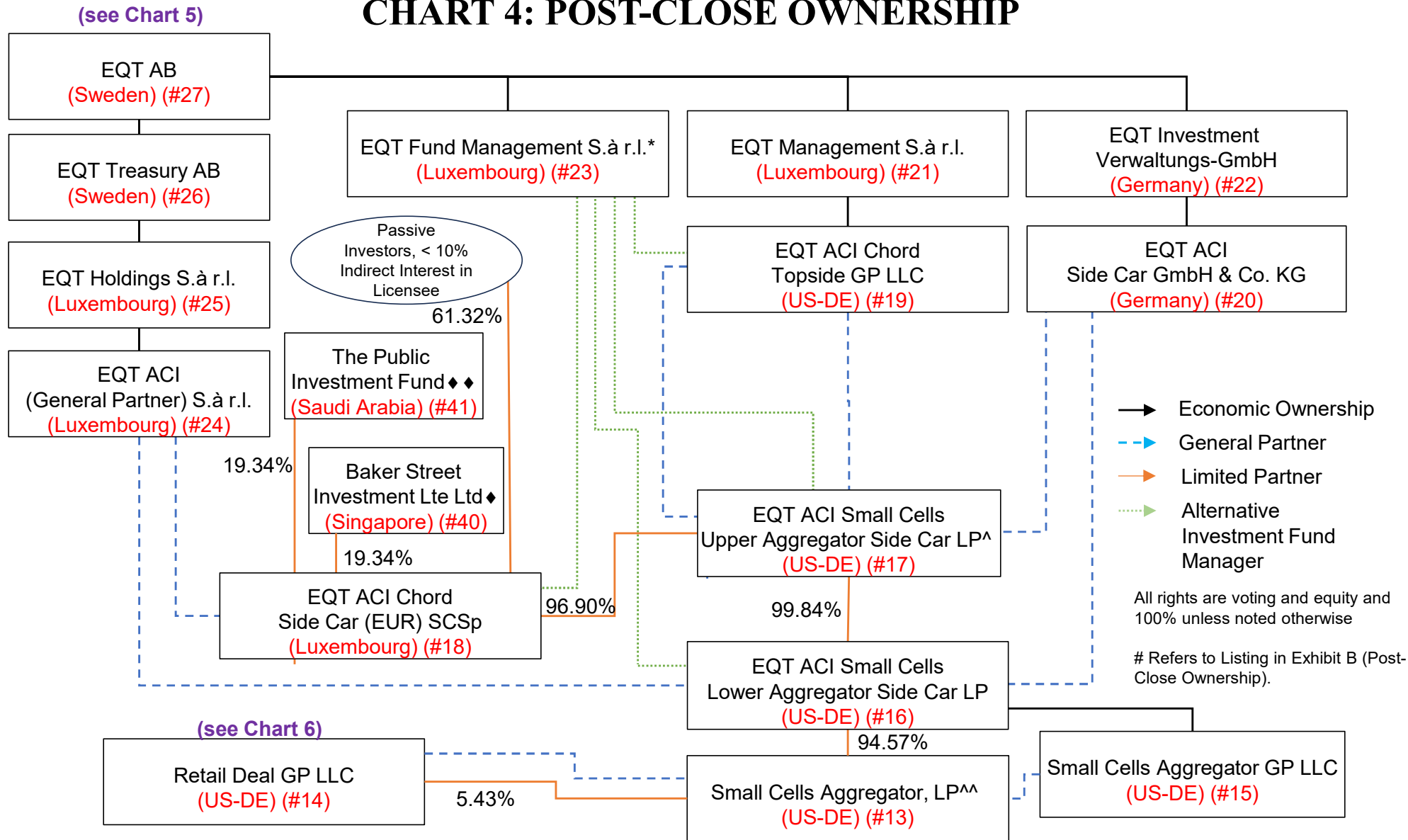
CHART 3: POST-CLOSE OWNERSHIP



All rights are voting and equity and 100% unless noted otherwise

Refers to Listing in Exhibit B (Post-Close Ownership).

CHART 4: POST-CLOSE OWNERSHIP



* EQT Fund Management S.à r.l as the Alternative Investment Fund Manager is the fund manager for all of the EQT ACI Fund entities on this chart but holds no ownership interest in any of the entities depicted.

^ The remaining interests of EQT ACI Small Cells Upper Aggregator Side Car LP are ultimately owned by EQT AB through a passive German sidecar structure.

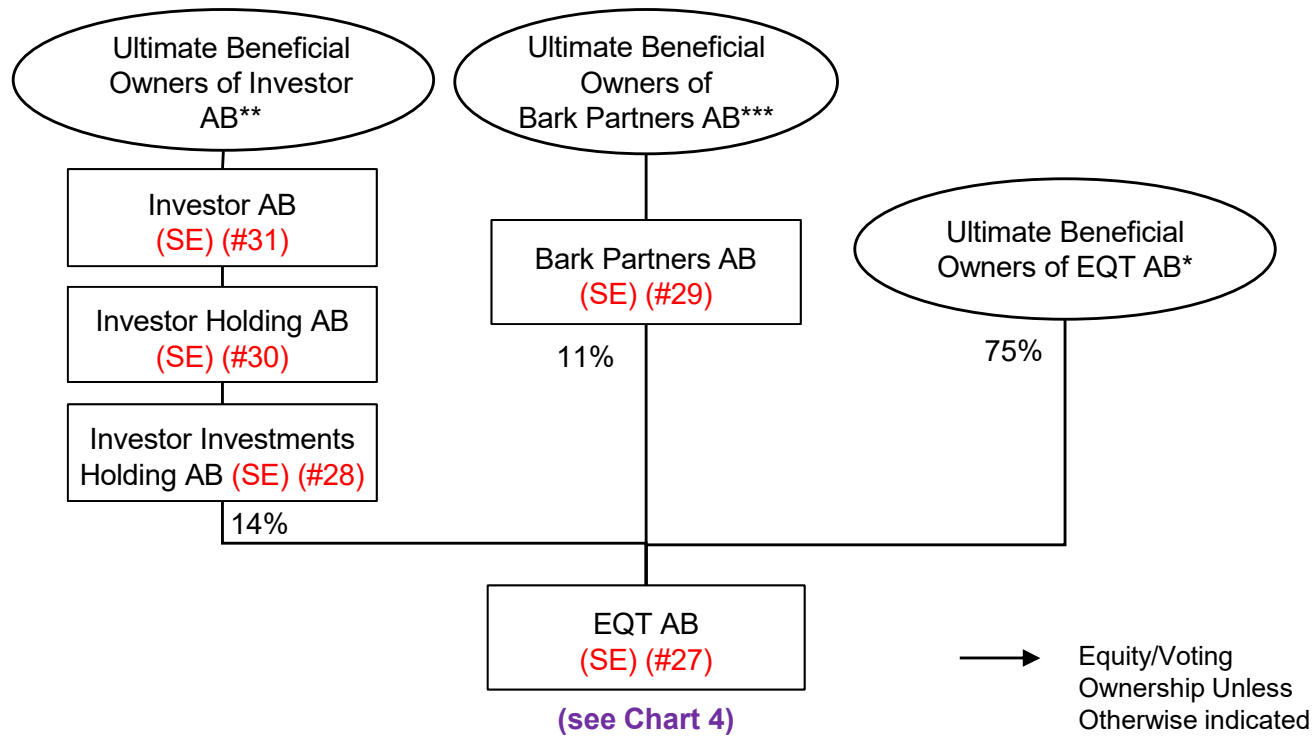
^^ No other owners of Small Cells Aggregator, LP have 10% equity/voting rights in Small Cells Aggregator, LP or Licensee.

♦ Baker Street Investments is ultimately owned by GIC (Ventures) Pte Ltd., an investment holding company formed in Singapore and wholly owned by the Government of Singapore through the Minister of Finance, a body corporate under the Singapore Minister for Finance (Incorporation) Act of 1959.

♦♦ The Public Investment Fund is a sovereign wealth fund of the Kingdom of Saudi Arabia.

(see Chart 3)

CHART 5: EQT AB OWNERSHIP*



*No Other Ultimate Beneficial Owners of EQT AB have 10% equity/voting rights indirectly in EQT AB or Licensee

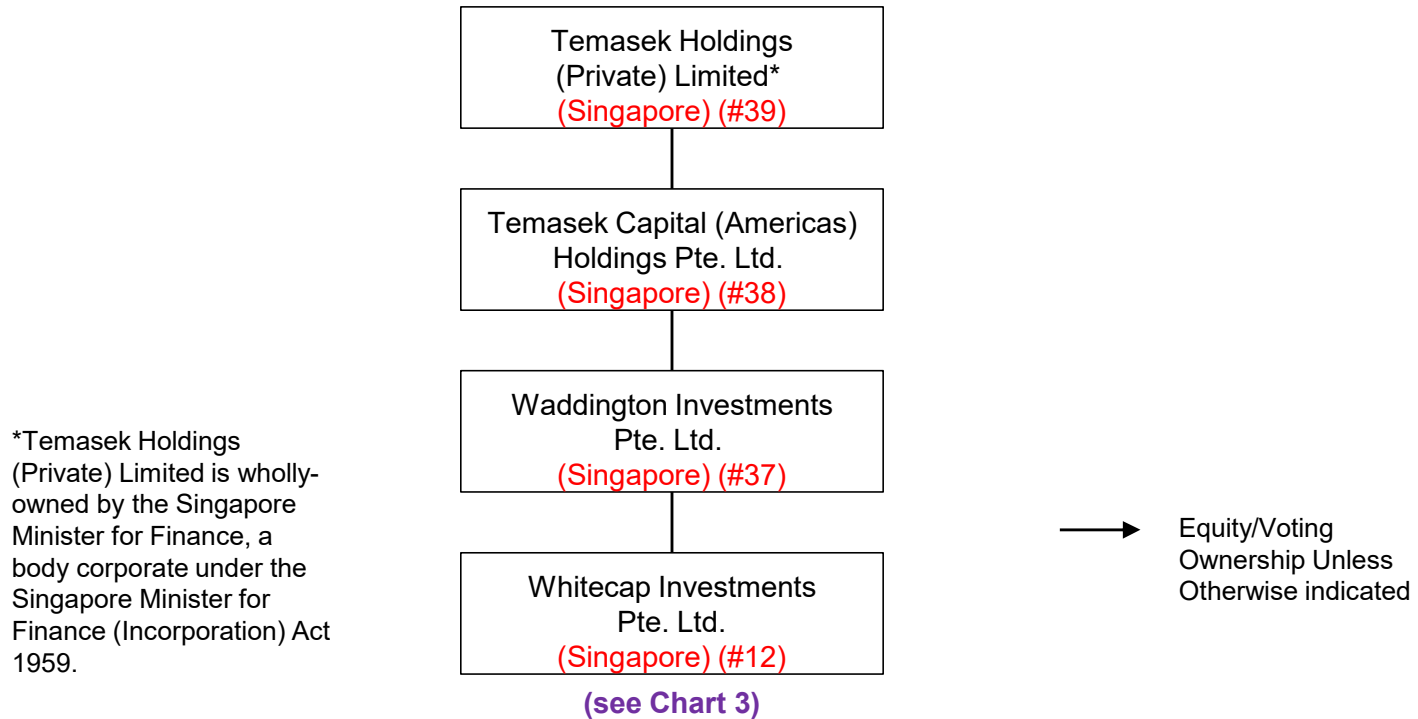
** Investor AB is publicly held; No Ultimate Beneficial Owners of Investor AB have 10% equity/voting rights indirectly in EQT AB or Licensee.

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

All rights are voting and equity and 100% unless noted otherwise

Refers to Listing in Exhibit B (Post-Close Ownership).

CHART 7: TEMASEK OWNERSHIP



All rights are voting and equity and 100% unless noted otherwise

Refers to Listing in Exhibit B (Post-Close Ownership).

EXHIBIT B

Post-Close Ownership of Small Cells HoldCo

Details regarding the ownership information for the Licensee, its parents, intermediate parents and ultimate owners is listed below. The entities disclosed below are those that hold or are expected to hold upon close of the Small Cell Transaction, an interest (whether voting or equity) of ten percent (10%) or more of Transferee (and thus the Licensee) as calculated pursuant to the Commission's ownership and attribution rules for wireline carriers.

The EQT Fund is not an entity but is a series of parallel partnerships and other entities that aggregate capital committed by passive limited partners ("LP Investors"). The various partnerships and investment vehicles are structured to maximize tax efficiency. Further, the EQT Fund has not finished raising capital from investors and is syndicating a portion of the fund's investment in Small Cells HoldCo to co-investors. To the extent additional capital raised by the EQT Fund, including through co-investment syndication, would result in disclosure of additional 10% investors, the Applicants will promptly supplement this Application.

1. Crown Castle Fiber LLC
 - a. Jurisdiction of Formation: New York
 - b. Address: 8020 Katy Freeway, Houston, TX 77024
 - c. Principal business: Telecommunications
 - d. Interest Held: Licensee

2. FinCo 4 LLC
 - a. Jurisdiction of Formation: 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% equity and voting (direct 100% equity and voting interests in Licensee (#1))

3. FinCo 3 LLC¹
 - a. Jurisdiction of Formation: 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% equity and voting (indirect, through 100% equity and voting interests in FinCo 4 LLC (#2))
4. Small Cell ManagementCo LLC
 - a. Jurisdiction of Formation: 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% equity and voting (indirect, through 100% equity and voting interests in FinCo 3 LLC (#3))
5. FinCo 2 LLC
 - a. Jurisdiction of Formation: 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% equity and voting (indirect, through 100% equity and voting interests in Small Cell Management Co (#4))
6. FinCo 1 LLC
 - a. Jurisdiction of Formation: 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% equity and voting (indirect, through 100% equity and voting interests in FinCo 2 LLC (#5))
7. Small Cells LLC
 - a. Jurisdiction of Formation: 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% equity and voting (indirect, through 100% equity and voting interests in FinCo 1 LLC (#6))
8. Small Cells HoldCo Inc.
 - a. Jurisdiction of Formation: Delaware
 - b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
 - c. Principal business: Holding Company

¹ FinCo 3 LLC (#3), FinCo 2 LLC (#5), and FinCo 1 LLC (#6) have not yet been formed.

- d. Interest Held: 100% equity and voting (indirect, through 100% equity and voting interests in Small Cells LLC (#7))
9. Small Cells TopCo, LP
- a. Jurisdiction of Formation: 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% equity and voting (indirect, through 100% equity and voting interests in Small Cells HoldCo Inc. (#8))
10. Small Cells GP LLC²
- a. Jurisdiction of Formation: Delaware
 - b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
 - c. Principal business: General Partner
 - d. Interest Held: 100% attributable voting interest (indirect, as General Partner for Small Cells TopCo, LP (#9))
11. H.E.S.T. Australia Ltd.
- a. Jurisdiction of Formation: Australia
 - b. Address: L 20 Casselden Pl 2 Lonsdale St Melbourne, VICTORIA, 3000 Australia
 - c. Principal business: Superannuation Fund Trustee
 - d. Interest Held: 15.7% equity (indirect, as 15.7% limited partner of Small Cells TopCo, LP (#9))
12. Whitecap Investments Pte. Ltd.
- a. Jurisdiction of Formation: Singapore
 - b. Address: 60B Orchard Road, #06-18 Tower 2, The Atrium @ Orchard Singapore, Singapore 238891
 - c. Principal business: Investment Holding Company
 - d. Interest Held: 18.1% (indirect, as 18.1% limited partner of Small Cells TopCo, LP (#9))
13. Small Cells Aggregator, LP
- a. Jurisdiction of Formation: 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: 52.4% equity (indirect, as 52.4% limited partner of Small Cells TopCo, LP (#9)) and 100% attributable voting interest (indirect, through 100% equity and voting interest in Small Cells GP LLC (#10))

² The ownership of Small Cells GP LLC (#10) is subject to finalization of transaction documentation/the organizational documents of this entity, and it may be the case that a portion of the equity of Small Cells GP LLC (#10) is owned by one or more of the entities that own the equity of Small Cells TopCo, LP (#9).

14. Retail Deal GP LLC³
 - a. Jurisdiction of Formation: Delaware
 - b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
 - c. Principal business: General Partner
 - d. Interest Held: 2.8% equity (indirect, as 5.43% limited partner of Small Cells Aggregator, LP (#13) and 100% attributable voting interest (indirect, as General Partner of Small Cells Aggregator, LP (#13))

15. Small Cells Aggregator GP LLC
 - a. Jurisdiction of Formation: Delaware
 - b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
 - c. Principal business: General Partner
 - d. Interest Held: 100% attributable voting interest (indirect, as General Partner of Small Cells Aggregator, LP (#13))

16. EQT Active Core Infrastructure Small Cells Lower Aggregator Side Car LP
 - a. Jurisdiction of Formation: 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: 50% equity (indirect, as 94.57% limited partner of Small Cells Aggregator, LP (#13)) and 100% attributable voting interests (indirect, through 100% equity and voting interest in Small Cells Aggregator GP LLC (#15))

17. EQT Active Core Infrastructure Small Cells Upper Aggregator Side Car LP
 - a. Jurisdiction of Formation: Delaware
 - b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
 - a. Principal business: Holding Company
 - b. Interest Held: 50% equity (indirect, as 99.84% limited partner of EQT Active Core Infrastructure Small Cells Lower Aggregator Side Car LP (#16))

18. EQT Active Core Infrastructure Chord Side Car (EUR) SCSp
 - a. Jurisdiction of Formation: Luxembourg
 - b. Address: 51A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
 - c. Principal business: Holding Company
 - d. Interest Held: 48% equity interest (indirect, as 96.90% limited partner of EQT Active Core Infrastructure Small Cells Upper Aggregator Side Car LP (#17))

19. EQT ACI Chord Topside GP LLC
 - a. Jurisdiction of Formation: Delaware
 - b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036

³ Retail Deal GP LLC has not yet been formed.

- c. Principal business: General Partner
 - d. Interest Held: 100% attributable voting interests (indirect, as General Partner of EQT Active Core Infrastructure Small Cells Lower Aggregator Side Car LP (#16) and EQT Active Core Infrastructure Small Cells Upper Aggregator Side Car LP (#17))
20. EQT Active Core Infrastructure Side Car GmbH & Co. KG
- a. Jurisdiction of Formation: Germany
 - b. Address: Schleißheimer Str. 12, c/o Stegmaier Steuerberatungsgesellschaft mbH, 85221 Dachau, Germany
 - c. Principal business: General Partner
 - d. Interest Held: 100% attributable voting interests (indirect, as General Partner of EQT ACI Small Cells Lower Aggregator Side Car LP (#16) and EQT ACI Small Cells Upper Aggregator Side Car LP (#17))
21. EQT Management S.à r.l.⁴
- a. Jurisdiction of Formation: Luxembourg
 - b. Address: 51A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
 - c. Principal Business: Fund Manager
 - d. Interest Held: 100% attributable voting interests (indirect, through 100% equity and voting interest in EQT ACI Chord Topside GP LLC (#19)).
22. EQT Investment Verwaltungs-GmbH
- a. Jurisdiction of Formation: Germany
 - b. Address: Schleißheimer Str. 12, c/o Stegmaier Steuerberatungsgesellschaft mbH, 85221 Dachau, Germany
 - c. Principal business: Holding Company
 - d. Interest Held: 100% attributable voting interests (indirect, through 100% equity and voting interest in EQT Active Core Infrastructure Side Car GmbH & Co. KG (#20))
23. EQT Fund Management S.à.r.l.
- a. Jurisdiction of Formation: Luxembourg
 - b. Address: 51A, Boulevard Royal, L-2449 Luxembourg, Grand-Duchy of Luxembourg
 - c. Principal Business: Alternative Investment Fund Manager
 - d. Interest Held: Alternative Investment Fund Manager of the EQT Fund. In particular, EQT Active Core Infrastructure Small Cells Lower Aggregator Side Car LP (#16), EQT Active Core Infrastructure Small Cells Upper Aggregator Side Car LP (#17), EQT Active Core Infrastructure Chord Side Car (EUR) SCSp (#18), and EQT ACI Chord Topside GP LLC (#19) are managed by EQT Fund Management S.à.r.l. (#23)
24. EQT Active Core Infrastructure (General Partner) S.à r.l.
- a. Jurisdiction of Formation: Luxembourg
 - b. Address: 51A, Boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, Grand-Duchy of Luxembourg

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

- c. Principal Business: Holding Company and General Partner
- d. Interest Held: 100% attributable voting interests (indirect, as General Partner of Small Cells Lower Aggregator Side Car LP (#16) and EQT Active Core Infrastructure Chord Side Car (EUR) SCSp (#18))

25. EQT Holdings S.à r.l.

- a. Jurisdiction of Formation: Luxembourg
- b. Address: 51A, Boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, Grand-Duchy of Luxembourg
- c. Principal Business: Holding Company
- d. Interest Held: 100% attributable voting interests (indirect, as sole owner of EQT Active Core Infrastructure (General Partner) S.à r.l. (#24))

26. EQT Treasury AB⁵

- a. Jurisdiction of Formation: Sweden
- b. Address: BOX 16409, 103 27 Stockholm, Sweden
- c. Principal Business: Holding Company
- d. Interest Held: 100% attributable voting interest voting (indirect, as sole owner of EQT Holdings S.à r.l. (#25) and EQT Holdings AB (#36))

27. EQT AB

- a. Jurisdiction of Formation: Sweden
- b. Address: BOX 16409, 103 27 Stockholm, Sweden
- c. Principal Business: Alternative Investments Group Holding Company
- d. Interest Held: 100% attributable voting interest voting (indirectly as sole owner of EQT Management S.à r.l. (#21), EQT Investment Verwaltungs-GmbH (#22), EQT Fund Management S.à.r.l. (#23), and EQT Treasury AB (#26))

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: 14% attributable voting interest (indirectly as 14% shareholder of EQT AB (#27)).

29. Bark Partners AB⁶

⁵ A Swedish Aktiebolag (“AB”) is most similar to a U.S. corporation.

⁶ Bark Partners AB (#29) 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 (#29) will directly or indirectly hold 10% or greater in Licensee after closing the Small Cell Transaction.

- a. Jurisdiction of Formation: Sweden
- b. Address: c/o Qarlbo, Box 16067, 103 22 Stockholm, Sweden
- c. Principal business: Holding Company
- d. Interest Held: 11% attributable voting interest (indirectly, as sole owner of Investor Investments Holding AB (#28))

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: 14% attributable voting interest (indirectly, as sole owner of Investor Investments Holding AB (#28))

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

31. Investor AB

- a. Jurisdiction of Formation: Sweden
- b. Address: Arsenalgatan 8C, 103 32, Stockholm, Sweden
- c. Principal business: Holding Company
- d. Interest Held: 14% attributable voting interest (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 individual or entity will have a 10% or greater voting or equity interest in EQT AB (and thus of Small Cells Holdco) as a result of their equity or voting interest in Investor AB (#31).

Ownership of Retail Deal GP LLC (#14)

32. EQIC Holdco LLC

- a. Jurisdiction of Formation: 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% attributable voting interest (indirect, as sole owner of Retail Deal GP LLC (#14))

33. EQIC Holdings L.P.

- a. Jurisdiction of Formation: Ontario, Canada
- 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% attributable voting interest (indirect, as sole owner of EQIC Holdco LLC (#32))

34. EQIC Holdings GP LLC

- a. Jurisdiction of Formation: Delaware
- b. Address: c/o EQT Partners Inc., 1114 Avenue of the Americas, 45th Floor, New York, NY 10036
- c. Principal business: General Partner
- d. Interest Held: 100% attributable voting interest (indirect, as General Partner of EQIC Holdings L.P. (#33))

35. EQT Infrastructure Company LLC

- a. Jurisdiction of Formation: 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% attributable voting interest (indirect, as sole owner of EQIC Holdings GP (#34))

36. EQT Holdings AB

- a. Jurisdiction of Formation: Sweden
- b. Address: BOX 16409, 103 27 Stockholm, Sweden
- c. Principal business: General Partner
- d. Interest Held: 100% attributable voting interest (indirect, through 100% voting interests in EQT Infrastructure Company LLC (#35))

EQT Holdings AB is directly wholly owned by EQT Treasury AB (#26)

Ownership of H.E.S.T. Australia Ltd. (#11)

H.E.S.T. Australia Ltd. is the trustee for HESTA, an Australian industry superannuation fund.

Ownership of Whitecap Investments Pte. Ltd. (#12)

37. Waddington Investments Pte. Ltd.

- a. Jurisdiction of Formation: Singapore
- b. Address: 60B Orchard Road, #06-18 Tower 2, The Atrium @ Orchard Singapore, Singapore 238891
- c. Principal business: Investment Holding Company
- d. Interest Held: 18.1% equity (indirectly, as sole owner of Whitecap Investments Pte. Ltd. (#12))

38. Temasek Capital (Americas) Holdings Pte. Ltd.

- a. Jurisdiction of Formation: Singapore
- b. Address: 60B Orchard Road, #06-18 Tower 2, The Atrium @ Orchard Singapore, Singapore 238891
- c. Principal business: Investment Holding Company
- d. Interest Held: 18.1% equity (indirectly, as sole owner of Waddington Investments Pte. Ltd. (#37))

39. Temasek Holdings (Private) Limited

- a. Jurisdiction of Formation: Singapore
- b. Address: 60B Orchard Road, #06-18 Tower 2, The Atrium @ Orchard Singapore, Singapore 238891
- c. Principal business: Investment Holding Company
- d. Interest Held: 18.1% equity (indirectly, as sole owner of Temasek Capital (Americas) Holdings Pte. Ltd. (#38))

Temasek Holdings (Private) Limited is wholly owned by the Singapore Minister for Finance, a body corporate under the Singapore Minister for Finance (Incorporation) Act 1959.

Ownership of EQT ACI Chord Side Car (EUR) SCSp (#18)

40. Baker Street Investment Lte Ltd

- a. Jurisdiction of Formation: Singapore
- b. Address: 168 Robinson Road #37-01, Capital Tower, Singapore (068912)
- c. Principal business: Holding Company
- d. Interest Held: 10.1% equity (indirectly, as 19.34% limited partner of EQT ACI Chord Side Car (EUR) SCSp (#18))

Baker Street Investments is ultimately owned by GIC (Ventures) Pte Ltd., an investment holding company formed in Singapore and wholly owned by the Government of Singapore through the Minister of Finance, a body corporate under the Singapore Minister for Finance (Incorporation) Act of 1959.

41. The Public Investment Fund

- a. Jurisdiction of Formation: Saudi Arabia
- b. Address: AlRaidah Digital City, Al-Nakheel, P.O. BOX 6847, Riyadh 11452, Kingdom of Saudi Arabia
- c. Principal business: Investments
- d. Interest Held: 10.1% equity (indirectly, as 19.34% limited partner of EQT ACI Chord Side Car (EUR) SCSp (#18))

The Public Investment Fund is a sovereign wealth fund of the Kingdom of Saudi Arabia.

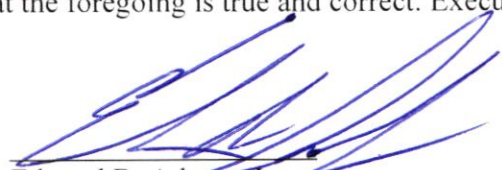
Except as set forth above, no other person or entity will have a 10% equity or voting interest in Licensee at the closing of the Small Cell Transaction.

VERIFICATIONS

VERIFICATION

I, Edward B. Adams, Jr., state that I am Executive Vice President and General Counsel of Crown Castle Inc.; that I am authorized to make this Verification on behalf of Crown Castle Inc.'s subsidiaries, including Crown Castle Operating Company and Crown Castle Fiber LLC (collectively, the "Company"); that the foregoing filing was prepared under my direction and supervision; and that the contents thereof with respect to CCOC, and its parents and affiliates, are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 15 day of May 2025.



Edward B. Adams, Jr.
Executive Vice President and General Counsel
Crown Castle Inc.

VERIFICATION

I, Luuk Bogaarts, state that I am Director of Small Cells HoldCo Inc. (the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company and its affiliates are true and correct to the best of my knowledge, information and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 13th day of May, 2025.

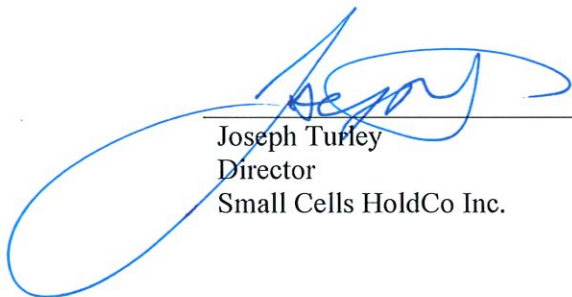


Luuk Bogaarts
Director
Small Cells HoldCo Inc.

VERIFICATION

I, Joseph Turley, state that I am Director of Small Cells HoldCo Inc. (the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company and its affiliates are true and correct to the best of my knowledge, information and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 15th day of May, 2025.



Joseph Turley
Director
Small Cells HoldCo Inc.

CERTIFICATE OF SERVICE

I, Nicholas D. Paniagua, hereby certify that on this 23rd day of May 2025, a copy of the foregoing Supplement was served on the parties listed below via email and United States First Class Mail:

Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, PA 17101
ra-oca@paoca.org

Office of Small Business Advocate
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555 Walnut Street, 1st Floor
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Office of Attorney General
Bureau of Consumer Protection
15th Floor, Strawberry Square
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info@attorneygeneral.gov

Alliston Kaster, Esq.
Pennsylvania Public Utility Commission
Bureau of Investigation and Enforcement
Commonwealth Keystone Building
400 North Street, 2nd Floor West
Harrisburg, PA 17120
akaster@state.pa.us

/s/ Nicholas D. Paniagua
Nicholas D. Paniagua