

Bryce R. Beard, Esq.  
717.237.6041  
bbeard@eckertseamans.com

March 20, 2026

**VIA E-FILING**

Matthew L. Homsher, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
Harrisburg, PA 17120

Re: Joint Application of Fidium Holdings, LLC; Consolidated Communications of Pennsylvania Company, LLC; Fidium Enterprise Services, LLC d/b/a Consolidated Communications – CC d/b/a Fidium; and Fidium Intermediate Holdings LLC  
Docket No. A-2026-XXXXXXX  
Docket No. A-2026-XXXXXXX

---

Dear Secretary Homsher:

Enclosed, please find the Joint General Rule Application on behalf of Fidium Holdings, LLC (f/k/a as Consolidated Communications Holdings Inc.) (“Fidium Holdings”); Consolidated Communications of Pennsylvania Company, LLC (“CCPA”); Fidium Enterprise Services, LLC d/b/a Consolidated Communications – CC d/b/a Fidium (“Fidium-Enterprise”) (CCPA and Fidium-Enterprise collectively, the “Licensees”); and Fidium Intermediate Holdings LLC (“Fidium Intermediate”) collectively, the (“Applicants”) with regard to the above-referenced matter.

The \$350.00 filing fee for the application will be paid electronically. Copies to be served in accordance with the attached Certificate of Service.

If you have any questions regarding this filing, please contact me at 717.237.6041 or at [bbeard@eckertseamans.com](mailto:bbeard@eckertseamans.com).

Sincerely,

*Bryce R. Beard*  
Bryce R. Beard

BRB/dmc  
Enclosure

cc: Cert. of Service w/enc.

**CERTIFICATE OF SERVICE**

I hereby certify that this day I served a copy of the foregoing Application upon the persons listed below in the manner indicated in accordance with the requirements of 52 Pa. Code Section 1.54.

**Via Email**

Allison Kaster, Esq.  
Bureau of Investigation & Enforcement  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
Harrisburg, PA 17120  
[akaster@pa.gov](mailto:akaster@pa.gov)

Office of Consumer Advocate  
Forum Place  
555 Walnut Street, 5th Floor  
Harrisburg, PA 17101  
[ra-oca@paoca.org](mailto:ra-oca@paoca.org)

Office of Small Business Advocate  
Forum Place  
555 Walnut Street, 1<sup>st</sup> Floor  
Harrisburg, PA 17101  
[ra-sba@pa.gov](mailto:ra-sba@pa.gov)

Date: March 20, 2026

/s/ *Bryce R. Beard*  
Bryce R. Beard, Esq.

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of :  
:   
Fidium Holdings, LLC; Consolidated :  
Communications of Pennsylvania Company, : Docket Nos. A-2026-\_\_\_\_\_  
LLC; Fidium Enterprise Services, LLC d/b/a : A-2026-\_\_\_\_\_  
Consolidated Communications – CC d/b/a :  
Fidium; and Fidium Intermediate Holdings :  
LLC :  
:   
:   
For Authority to Complete a :  
General Rule Transaction :

---

**JOINT GENERAL RULE APPLICATION**

---

**TO THE PENNSYLVANIA PUBLIC UTILITY COMMISSION:**

Fidium Holdings, LLC (f/k/a as Consolidated Communications Holdings Inc.) (“Fidium Holdings”); Consolidated Communications of Pennsylvania Company, LLC (“CCPA”); Fidium Enterprise Services, LLC d/b/a Consolidated Communications – CC d/b/a Fidium (“Fidium-Enterprise”) (CCPA and Fidium-Enterprise collectively, the “Licensees”); and Fidium Intermediate Holdings LLC (“Fidium Intermediate”) (Fidium Holdings, Licensees, and Fidium Intermediate collectively, the “Applicants”), by their undersigned representatives and pursuant to Sections 1102 and 1103 of the Pennsylvania Public Utility Code, 66 Pa. C.S. §§ 1102 and 1103, Section 63.324 of Title 52 of the Pennsylvania Code, 52 Pa. Code § 63.324, and any other applicable rules of the Pennsylvania Public Utility Commission (“Commission”), thereby request authority from the Commission, to the extent required, for Applicants to undertake a general rule transaction (the “*Pro Forma* Transaction”) as described herein.

The Applicants seek approval of the *Pro Forma* Transaction which will involve the insertion of an intermediate holding company, Fidium Intermediate, as a direct parent of Fidium, LLC (f/k/a Consolidated Communications Inc.) (“Fidium”), thereby resulting in an indirect change

in ownership of the Licensees. The transaction is *pro forma* because it does not involve any change in the ultimate ownership of the Licensees as approved by the Commission in Docket Nos. A-2024-3045198, A-2024-3045199 on March 29, 2024. The *Pro Forma* Transaction will be seamless and transparent to customers and will not result in changes to the rates terms and conditions of the services customers receive or result in any change whatsoever to the operations of the Licensees. Applicants provide the information below in support of this Application.

## **I. DESCRIPTION OF THE APPLICANTS**

### **A. Fidium Holdings, LLC (“Fidium Holdings”)**

Fidium Holdings, a Delaware limited liability company, is a wholly owned subsidiary of Condor Holdings LLC (“Condor”), which in turn is a wholly owned subsidiary of Searchlight III CVL, LLC (“Searchlight III CVL”). Investment funds affiliated with Searchlight Capital Partners, L.P. (“Searchlight”) hold a majority equity interest in Searchlight III CVL, and investment vehicles affiliated with British Columbia Investment Management Corporation (“BCI”), a corporation incorporated pursuant to the Public Sector Pension Plans Act (British Columbia), hold an indirect minority equity interest in Condor.

### **B. Licensees — Consolidated Communications of Pennsylvania Company, LLC (“CCPA”) and Fidium Enterprise Services, LLC d/b/a Consolidated Communications – CC d/b/a Fidium (“Fidium-Enterprise”)**

In Pennsylvania, Fidium Holdings’ licensed subsidiaries are as follows:

#### **1. CCPA (Utility Code 312550)**

CCPA is a Delaware limited liability company, that operates as a local exchange telecommunications company<sup>1</sup> and an interexchange telecommunications carrier<sup>2</sup> as those terms

---

<sup>1</sup> CCPA is the successor to North Pittsburgh Telephone Company under a corporate reorganization approved by the Commission at Docket Nos. A-310074F0004 and A-312550F0002.

<sup>2</sup> Pursuant to authority granted by the Commission on December 5, 2007 at Docket No. A-312550F0002.

are defined in Public Utility Code § 3012.<sup>3</sup> CCPA serves approximately 11,000 access lines throughout its service territory, which includes all or portions of the following Pennsylvania counties: Allegheny, Armstrong, Butler, Westmoreland, and Washington Counties. CCPA is the product of consolidation with Bentleyville Communications Corporation d/b/a Consolidated Communications/Bentleyville (“BCC”) and Marianna & Scenery Hill Telephone Company d/b/a Consolidated Communications/MSH (“M&SH”), as approved by the Commission by Secretarial Letter dated May 13, 2019.<sup>4</sup> CCPA is a “rural telecommunications carrier” as that term is defined at 66 Pa. C.S. § 3012.

## 2. **Fidium-Enterprise (Utility Code 3110401)**

Fidium-Enterprise is a Delaware limited liability company, and it is a public utility, competitive local exchange carrier, competitive access provider, and interexchange telecommunications carrier.<sup>5</sup> Fidium-Enterprise (formerly known as Consolidated Communications Enterprise Services, LLC) consolidated with BE Mobile Communications, Incorporated (“BEM”); Marianna Tel, Inc. (“MTI”); and FairPoint Business Services LLC (“FBS”) in the same transaction approved by the Commission recited in the paragraph above.<sup>6</sup>

---

<sup>3</sup> CCPA is an incumbent local exchange carrier as defined under the Communications Act of 1934, as amended. 47 U.S.C. § 251(h).

<sup>4</sup> *Joint Application of Consolidated Communications Holdings, Inc., Consolidated Communications of Pennsylvania, LLC, Consolidated Communications Enterprise Services, Inc., Bentleyville Communications Corporation, Marianna & Scenery Hill Telephone Company, BE Mobile Communications, Incorporated, Marianna Tel, Inc., and FairPoint Business Services LLC for Approval of an Intra-Company Consolidation and Abandonment of Certain Related Services*, Docket Nos. A-2018-3006524, A-2018-3006525, A-2018-3006526, A-2018-3006527, A-2018-3006528, A-2018-3006529 and A-2018-3006530.

<sup>5</sup> Fidium-Enterprise was formerly Consolidated Communications Enterprise Services, LLC. The Commission approved its name change to Fidium Enterprise Services, LLC d/b/a Consolidated Communications – CC d/b/a Fidium in Docket No. R-2025-3057908 on October 30, 2025, effective as of October 14, 2025. Fidium-Enterprise is the successor to Penn Telecom, Inc. (“PTI”), which was part of a prior acquisition of North Pittsburgh Telephone Company as approved by the Commission on December 5, 2007 at Docket Nos. A-3100740004 and A-312550F0002.

<sup>6</sup> *Id.*

All of the annual reports, tariffs, certificates, applications, and other documents filed with the Commission by the Licensees are made a part hereof by reference. The Licensees have paid all special and general assessments made pursuant to Section 510 of the Code, 66 Pa. C.S. § 510, and the Licensees will remain responsible for the payment of any and all lawful future assessments.

**C. Fidium Intermediate Holdings LLC (“Fidium Intermediate”)**

Fidium Intermediate, a Delaware limited liability company, is a wholly owned subsidiary of Fidium Holdings, that was recently formed for the purpose of the *Pro Forma* Transaction. Fidium Intermediate is a holding company and does not provide telecommunications services.

**II. DESCRIPTION OF THE TRANSACTION**

The *Pro Forma* Transaction involves the insertion of an intermediate holding company, Fidium Intermediate, as a direct parent of Fidium thereby resulting in an indirect change in ownership of the Licensees. The proposed *Pro Forma* Transaction will be effectuated through an internal restructuring executed by Applicants’ parent companies, and through Fidium Holdings will form Fidium Intermediate and transfer the LLC membership interests in Fidum to Fidium Intermediate so that the Licensees become indirect, wholly owned subsidiaries of Fidium Intermediate.

The *Pro Forma* Transaction will provide for the long-term financial health of the Licensees, encourage further investment in Pennsylvania telecommunications infrastructure, and secure a strong operational platform for the benefit of consumers in the Commonwealth of Pennsylvania. The direct owner of both Licensees, Fidium, will remain unchanged and the ultimate ownership of the Licensees will likewise remain the same. The insertion of Fidium Intermediate into the intermediate chain of ownership is necessary for various tax and business efficiency considerations.

Diagrams depicting the current and post-*Pro Forma* Transaction corporate ownership structure are provided as **Exhibit A**. None of these corporate changes will impact the day-to-day operations of either of the Licensees or the rates terms and conditions under which the Licensees provide service. Indeed, the *Pro Forma* Transaction will have no impact on Licensees' customers.

### III. LEGAL STANDARDS

Section 1102(a)(3) of the Public Utility Code provides, in pertinent part, that the Commission's prior approval, evidenced by a certificate of public convenience, is required:

For any public utility or an affiliated interest of a public utility . . . to acquire from, or to transfer to, any person or corporation . . . by any method or device whatsoever, including the sale or transfer of stock and including a consolidation, merger, sale or lease, the title to, or the possession or use of, any tangible or intangible property used or useful in the public service.

The Commission issued a Statement of Policy on October 22, 1994 to establish clear standards regarding the circumstances under which a transfer of voting interest constitutes a change in *de facto* control of the utility, which provides, in pertinent part, as follows:

(1) A transaction or series of transactions resulting in a new controlling interest is jurisdictional when the transaction or transactions result in a different entity becoming the beneficial holder of the largest voting interest in the utility or parent, regardless of the tier. A transaction or series of transactions resulting in the elimination of a controlling interest is jurisdictional when the transaction or transactions result in the dissipation of the largest voting interest in the utility or parent, regardless of the tier.

(2) For purposes of this section, a controlling interest is an interest, held by a person or group acting in concert, which enables the beneficial holders to control at least 20% of the voting interest in the utility or its parent, regardless of the remoteness of the transaction. In determining whether a controlling interest is present, voting power arising from a contingent right shall be disregarded.<sup>7</sup>

---

<sup>7</sup> 52 Pa. Code § 69.901.

Thus, Commission approval is required for any transaction that creates or eliminates a controlling interest and results in a different entity becoming the largest voting interest in a public utility company. The determination of the interests involved in a transaction considers all tiers of interest in the utility or parent of the utility and, thus, both direct and indirect ownership interests in a utility are considered under the Commission’s Policy Statement.

The Commission also has adopted “Abbreviated Procedures for Review and Approval of Transfer of Control for Telecommunications Public Utilities.”<sup>8</sup> This section of the Commission’s regulations specifies the filing and procedures to be used in the telecommunications sector in instances of a transfer of control. The key procedural rules are the classification of the matter as a general rule transaction or a *pro forma* transaction. A transaction is classified under the general rule where control of “20% or more” is transferred. Such a transaction requires publication in the *Pennsylvania Bulletin*, identifying a date for the filing of protests, and a separate customer notice. The Commission will decide the application within 60 days of the protest period unless a protest is filed, in which case the matter is transferred to an administrative law judge and no time frame for resolution applies.

The legal standard for approval of applications filed with the Commission pursuant to 66 Pa. C.S. §§ 1102 and 1103 is a determination that: “such certificate is necessary or proper for the service, accommodation, convenience, or safety of the public.”<sup>9</sup> The Commission must find that the proposed transaction affirmatively benefits the “service, accommodation, convenience, or safety of the public.”<sup>10</sup> As set forth below, the *Pro Forma* Transaction meets this standard.

---

<sup>8</sup> 52 Pa. Code § 63.321.

<sup>9</sup> 66 Pa. C.S. § 1103.

<sup>10</sup> *City of York v. Pennsylvania Public Utility Commission*, 449 Pa. 136, 141 (Pa. 1972).

#### IV. PUBLIC INTEREST STATEMENT

Applicants verify that the *Pro Forma* Transaction only involves inserting an intermediate holding company into Licensees' corporate structure and will not directly involve Licensees or their operations. The *Pro Forma* Transaction will not change actual working control of Licensees, which will continue to be overseen by existing management teams. The telecommunications services provided by Licensees and the rates, terms and conditions of those services will not change as a result of the *Pro Forma* Transaction, and Licensees' Pennsylvania customers will not be affected in any way by the *Pro Forma* Transaction. Thus, the transaction is purely *pro forma* in nature.

Licensees will continue to have the same requisite managerial, technical and financial capabilities to provide quality communications services. Licensees' Pennsylvania customers will receive the same full range of products and services that they received prior to the *Pro Forma* Transaction at the same prices and under the same terms and conditions. Applicants are undertaking this minor reorganization transaction for tax and business purposes that will afford the parent company of Licensees greater flexibility in pursuing long-term debt financing transactions in the year 2027 and beyond. Through such additional flexibility, the parent company will be positioned to provide for the long-term financial health of the Licensees, encourage further investment in Licensees' Pennsylvania telecommunications infrastructure, and secure a strong operational platform for the benefit of consumers in the Commonwealth. All of the above facts demonstrate that the *Pro Forma* Transaction is in the public interest.

**V. REQUIRED INFORMATION PURSUANT TO 52 PA. CODE § 63.324(D)**

**A. Name, address and telephone number of each party or applicant to the transaction:**

1. Fidium Holdings, LLC  
Consolidated Communications of Pennsylvania Company, LLC  
Fidium Enterprise Services, LLC d/b/a Consolidated Communications – CC d/b/a  
Fidium  
2116 S. 17th St.  
Mattoon, IL 61938  
Tel: (724) 449-2545
2. Fidium Intermediate Holdings LLC  
2116 S. 17th St.  
Mattoon, IL 61938  
Tel: (724) 449-2545

**B. Government, state or territory under the laws of which each corporate or partnership applicant to the transaction is organized:**

1. Fidium Holdings, LLC is a Delaware limited liability company.
2. Fidium Intermediate Holdings LLC is a Delaware limited liability company.
3. Consolidated Communications of Pennsylvania Company, LLC is a Delaware limited liability company.
4. Fidium Enterprise Services, LLC d/b/a Consolidated Communications – CC d/b/a Fidium is a Delaware limited liability company.

**C. The name, title, post office address and telephone number of the officer or contact point, including legal counsel in this Commonwealth, to whom correspondence concerning the transaction is to be addressed:**

Norman J. Kennard, Esq.  
Sarah C. Stoner, Esq.  
Bryce R. Beard, Esq.  
ECKERT SEAMANS CHERIN & MELLOTT, LLC  
213 Market Street, 8th Floor  
Harrisburg, PA 17101  
Tel: 717.237.6000  
Fax: 717.237.6019  
[nkennard@eckertseamans.com](mailto:nkennard@eckertseamans.com)  
[sstoner@eckertseamans.com](mailto:sstoner@eckertseamans.com)  
[bbeard@eckertseamans.com](mailto:bbeard@eckertseamans.com)

With copies to:

Joshua M. Bobeck, Esq.  
Patricia Cave, Esq.  
MORGAN, LEWIS & BOCKIUS LLP  
1111 Pennsylvania Ave., N.W.  
Washington, DC 20004-2541  
Tel: 202-739-3000  
Fax: 202-739-3001  
[joshua.bobek@morganlewis.com](mailto:joshua.bobek@morganlewis.com)  
[patricia.cave@morganlewis.com](mailto:patricia.cave@morganlewis.com)

- D. The name, address, citizenship and principal place of business of any person, party or entity that directly or indirectly owns more than 20% of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest 1%):**

Applicants offer information responsive to this question as **Exhibit B.**

- E. A summary description of the transaction:**

See Section II above.

- F. A summary of the services and the service territories in this Commonwealth that will be affected by the transaction:**

None. Customers of Licensees will remain customers of those entities and will not experience any changes in their rates, terms, and conditions of service as a result of the *Pro Forma* Transaction. The Licensees operate in the Commonwealth of Pennsylvania as incumbent local exchange, competitive local exchange, and interexchange service providers.

**G. A verified statement as to how the transaction fits into one or more of the categories subject to the general rule for notification:**

The Transaction falls into the general rule transaction category under 52 Pa. Code §§ 63.324(a)(2) and (3), as a transfer of control of more than 20%, which requires a § 1102(a) certificate.<sup>11</sup>

**H. Identification of other transactions related to the transaction:**

There are no other transactions related to the *Pro Forma* Transaction other than those described in this Application.<sup>12</sup>

**I. A verified statement whether the transaction warrants special consideration because either party to the transaction is facing imminent business failure:**

The *Pro Forma* Transaction does not warrant special consideration because any party is facing imminent business failure.

**J. Identification of a separately filed waiver request sought in conjunction with the transaction:**

No waiver is sought in conjunction with the *Pro Forma* Transaction.

**K. A verified statement containing facts and allegations establishing:**

1. For a merger or similar transaction, how the transaction will affirmatively promote the service, accommodation, convenience, or safety of the public in some substantial way as required by State law.
2. Findings that approval for a transaction subject to 66 Pa. C.S. § 1103(a) (relating to procedure to obtain certificates of public convenience) is necessary or proper for the service, accommodation, convenience, or safety of the public.

---

<sup>11</sup> While Applicants views this transaction as a *pro forma* transaction, Applicants are requesting approval, to the extent required, for a General Rule Transaction pursuant to 52 Pa. Code § 63.324 because, in a Letter of Approval for the Joint Application of PEG Bandwidth PA, LLC and Southern Light, LLC d/b/a Uniti Fiber PA for Approval of a Change in Intermediate Ownership and Control, the Commission stated that as the change involved an indirect ownership greater than 20%, it was considered a General Rule Transaction. *See* Docket Nos. A-2019-3015092 & A-2019-3015093 (2020) (“2020 PEG Intermediate Ownership Approval”).

<sup>12</sup> Out of an abundance of caution, Applicants note that Fidium-Enterprise registered an Abbreviated Securities Certificate with the Commission in Docket No. S-2025-3055491 on June 23, 2025.

3. The impact of the transaction on competition.

As discussed above, the *Pro Forma* Transaction will not change the way the Licensees currently operate. The Licensees will remain qualified to provide service to their customers, and their operations will continue to be overseen by their existing day-to-day management teams. The services provided by the Licensees—and the rates, terms, and conditions of those services—will not change as a result of the *Pro Forma* Transaction, and the services provided to Pennsylvania customers of the Licensees will not be affected in any way by the *Pro Forma* Transaction.

The *Pro Forma* Transaction will affirmatively promote the service, accommodation, convenience, or safety of the public and is necessary or proper for the service, accommodation, convenience, or safety of the public. As set forth in Section IV, the *Pro Forma* Transaction affirmatively promotes the public interest, is necessary for the proper service and accommodation of the public, and will not negatively impact competition in the Commonwealth.

There is no expected impact on competition except to ensure that the Licensees, as a local exchange telecommunications company and a competitive local exchange carrier, a competitive access provider, and an interexchange telecommunications carrier, have sufficient access to capital to remain capable competitors while meeting their public service obligations.

**L. A verified statement affirming that the applicant is in compliance with Commission obligations and filings and a listing of all State and Federal proceedings when:**

1. Within the 3-year period prior to filing the application, the applicant was found to have violated either State or Federal requirements.
2. Within the 3-year period prior to filing the application, the applicant is alleged to have violated either State or Federal requirements.

Except as noted below, to their best of their knowledge, Applicants are currently in compliance with all Commission obligations and filings; have not been found to have violated

State or Federal requirements within the last three years; and have not been party to any state or federal proceedings where they have been alleged to have violated either State or Federal requirements.

- M. A verified statement affirming that customers received prior notice. Notice shall be accomplished using a notice approved by the Commission’s Bureau of Consumer Services (BCS). Any disagreement between the applicant and BCS shall be addressed by an appeal from an action of staff mirroring the process in 5.44 (relating to petitions for appeal from actions of the staff) of the Commission’s rules of practice and procedure.**

Pursuant to § 63.324(g)(1), customer notice is not required for this *Pro Forma* Transaction as it does not involve any change in conditions of service or rates. Further, customers of the Licensees will remain customers of those same entities following the *Pro Forma* Transaction, and no transfer of the customer base will result from this *Pro Forma* Transaction. *See* 52 Pa. Code § 63.324(g)(2).

- N. A verified statement containing a copy of any Commonwealth utility certificates held by the applicant:**

CCPA and Fidium-Enterprise were issued certificates at Docket Nos. A-2018-3006524, A-2018-3006525, A-2018-3006526, A-2018-3006527, A-2018-3006528, A-2018-3006529, and A-2018-3006530 as described previously in Section I above.

CCPA’s predecessor company, North Pittsburgh Telephone Company (“NPTC”) was formed and incorporated in 1906. Because NPTC and its services predated the establishment of the Commission and its predecessor, a certificate of public convenience relating to the commencement of its services was not issued to NPTC. A corporate reorganization approved by the Commission at Docket Nos. A-2008-2059601 and A-2008-2059603, established CCPA as the successor to NPTC.

Fidium-Enterprise is the successor to Penn Telecom, Inc. (“PTI”), which was part of a prior acquisition of NPTC as approved by the Commission on December 5, 2007 at Docket Nos. A-3100740004 and A-312550F0002.

Both CCPA and Fidium-Enterprise were subject to a transaction approved by the Commission on March 29, 2024 in Docket Nos. A-2024-3045198, A-2024-3045199.

- O. A verified statement on the effect of the transaction on existing Commonwealth tariffs. If applicable or in response to a request from staff, an applicant shall provide a red-line document identifying changes in existing Commonwealth tariffs before and after the transaction for which the applicant seeks approval from the Commission:**

The *Pro Forma* Transaction will neither impact the tariffs of the Licensees nor their rates, terms, or conditions of services in Pennsylvania.

- P. A verified statement on the transaction’s effect on the existing affiliate interest agreements of the applicant:**

The *Pro Forma* Transaction will not have any impact on the existing affiliated interest agreements of the Licensees.

- Q. A verified statement establishing that no State or Federal regulatory agency is expected to undertake an informal or formal investigation, complaint or proceeding relating to the transaction:**

In addition to Pennsylvania, state commission approval regarding this *Pro Forma* Transaction is being sought in the following jurisdictions: California, Colorado, Illinois, New Hampshire, New York, Texas, and Vermont. Applicants anticipate that the applications will be reviewed and approved by these agencies through their normal process.

- R. Organizational charts showing the effect on the applicant’s organization before and after the transaction:**

Applicants offer diagrams of the current and post-*Pro Forma* Transaction ownership structures as **Exhibit A**.

**S. A copy of the application filed at the FCC or a notice filed with the US DOJ, if any, including the electronic location on the agency’s web site:**

As of the date of this Application, no applications have been filed with the U.S. DOJ or FCC with respect to the *Pro Forma* Transaction. However, Licensees and its affiliates, will, to the extent required, file approval applications and post-*Pro Forma* Transaction notifications to the FCC.

**T. A verified statement setting forth the expected public effect of the transaction on the capital structure of the applicant over the next 5 years:**

Please see the response to above, in which Applicants verify and provide a description of the public benefits of the *Pro Forma* Transaction. Applicant further verify that the *Pro Forma* Transaction will not have a negative impact on Applicant’s capital structure over the next five years.

**U. For an applicant subject to a broadband deployment commitment under Federal or State law, a verified statement affirming that the applicant is in compliance with that commitment:**

To their knowledge, the Licensees that are subject to any broadband deployment commitments under Federal or State law are in compliance with such commitments.

**V. For an applicant with eligible telecommunications carrier status under Federal and State law, a verified statement affirming that the applicant is in compliance with the law and that the applicant will continue to be in compliance with the law:**

As an eligible telecommunications carrier (“ETC”), CCPA is in compliance with the law and will continue to be in compliance with the law as applicable to its ETC status.

**W. A verified statement affirming that the transaction complies with the prohibition against cross-subsidization imposed under Federal and State law:**

The Applicants affirm that the proposed *Pro Forma* Transaction complies with any applicable prohibition against cross-subsidization imposed under Federal and State law.

## CONCLUSION

For the reasons stated above, Applicants respectfully request that the Commission find that the *Pro Forma* Transaction described herein is necessary or proper for the service, accommodation, convenience or safety of the public, and affirmatively promotes the public interest in the Commonwealth. Accordingly, Applicants respectfully request that the Commission grant, on an expedited basis, all approvals necessary to permit them to complete the proposed *Pro Forma* Transaction and provide such further relief as may be deemed appropriate.

Respectfully submitted,

/s/ Bryce R. Beard

Norman J. Kennard, Esq.  
(PA Attorney ID No. 29921)  
Sarah C. Stoner, Esq.  
(PA Attorney ID No. 313793)  
Bryce R. Beard, Esq.  
(PA Attorney ID No. 325837)  
Eckert Seamans Cherin & Mellott, LLC  
213 Market Street, 8th Floor  
Harrisburg, PA 17101  
717.237.6000  
717.237.6019 (fax)  
[nkennard@eckertseaman.com](mailto:nkennard@eckertseaman.com)  
[sstoner@eckertseamans.com](mailto:sstoner@eckertseamans.com)  
[bbeard@eckertseamans.com](mailto:bbeard@eckertseamans.com)

*Counsel for Applicants*

Dated: March 20, 2026

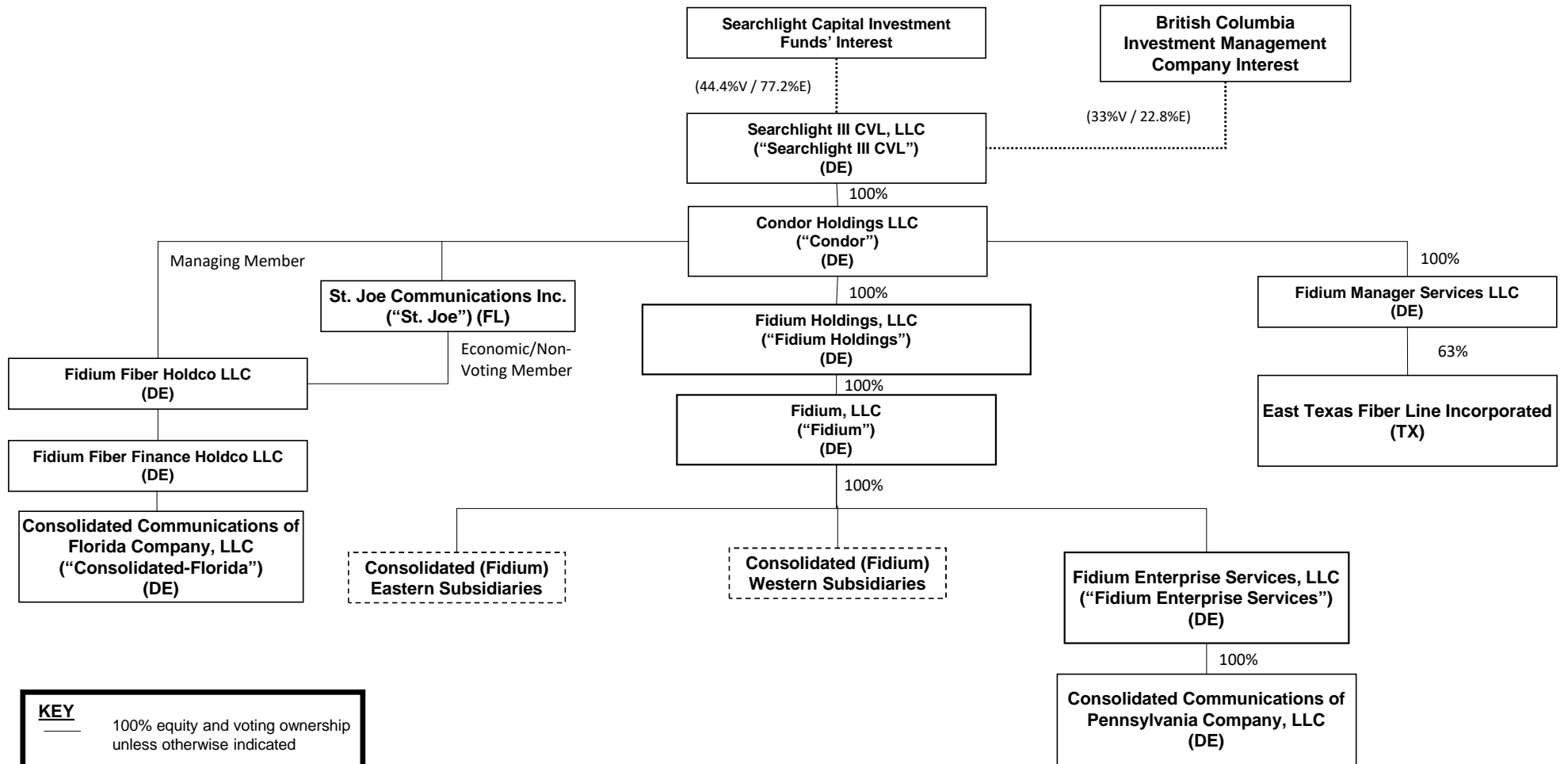
**LIST OF EXHIBITS**

- EXHIBIT A           Diagrams of Current and Post-*Pro Forma* Transaction Ownership Structure
- EXHIBIT B           Post-*Pro Forma* Transaction Ownership of Licensees

**EXHIBIT A**

**Diagrams of the Current and Post-*Pro Forma* Transaction Ownership Structures**

## Fidium Holdings, LLC (f/k/a Consolidated Communications Holdings, LLC) Current Ownership Structure





**EXHIBIT B**

**POST-*PRO FORMA* TRANSACTION OWNERSHIP OF LICENSEES**

## EXHIBIT B

### **Post-Pro Forma Transaction Ownership**

The following entities or individuals will hold, directly or indirectly, a twenty percent (20%) or greater interest in Licensees.<sup>1</sup>

Name: Fidium, LLC (f/k/a Consolidated Communications Inc.)  
("Fidium")  
Address: 2116 S. 17th St.  
Mattoon, IL 61938  
Citizenship: U.S. (Delaware)  
Entity Type: Limited Liability Company  
Principal Business(es): Holding Company  
Percent to be Held: 100% equity/100% voting interest  
Description of Interest: Sole member of Fidium Enterprise Services, LLC (f/k/a Consolidated Communications Enterprise Services, LLC).

Name: Fidium Intermediate Holdings, LLC ("Fidium Intermediate")  
Address: 2116 S. 17th St.  
Mattoon, IL 61938  
Citizenship: U.S. (Delaware)  
Entity Type: Limited Liability Company  
Principal Business(es): Holding Company  
Percent to be Held: 100% equity/100% voting interest  
Description of Interest: Sole member of Fidium, LLC.

Name: Fidium Holdings, LLC (f/k/a as Consolidated Communications Holdings Inc.) ("Fidium Holdings")  
Address: 2116 S. 17th St.  
Mattoon, IL 61938  
Citizenship: U.S. (Delaware)  
Entity Type: Limited Liability Company  
Principal Business(es): Holding Company  
Percent to be Held: 100% equity/100% voting interest  
Description of Interest: Sole member of Fidium Intermediate Holdings, LLC.

Name: Condor Holdings LLC ("Condor")  
Address: c/o Searchlight Capital Partners, L.P.  
745 5th Avenue  
26th Floor  
New York, NY 10151  
Citizenship: U.S. (Delaware)  
Entity Type: Limited Liability Company  
Principal Business(es): Investment Activities

---

<sup>1</sup> All equity and voting interests set forth herein are approximate.

Percent to be Held: 100% equity/100% voting interest  
Description of Interest: Sole member of Fidium Holdings, holding a 100 percent equity and voting interest therein.

Name: Searchlight III CVL, LLC (“Searchlight CVL LLC”)  
Address: c/o Searchlight Capital Partners, L.P.  
745 5th Avenue  
26th Floor  
New York, NY 10151

Citizenship: U.S. (Delaware)  
Entity Type: Limited Liability Company  
Principal Business(es): Investment Activities  
Percent to be Held: 100% equity/100% voting interest  
Description of Interest: Sole member of Condor, holding a 100 percent equity and voting interest therein.

Name: IMCPE Core INV Limited Partnership (“IMCPE Core”)  
Address: c/o British Columbia Investment Management Corporation  
750 Pandora Avenue  
Victoria BC  
V8W 0E4  
Canada

Citizenship: Canada  
Entity Type: Limited Partnership  
Principal Business(es): Investments  
Percent to be Held: 22.8% equity/33.3% voting interest  
Description of Interest: Member of Searchlight CVL LLC, holding a 22.8 percent equity and no voting interest therein. Applicants have attributed IMCPE Core a voting interest in Searchlight CVL of 33.3 percent because BCI or its affiliates have the right to appoint three members to Searchlight CVL LLC’s nine-member board of managers.

Name: Searchlight CVL AGG, L.P. (“SCP Aggregator”)  
Address: c/o Searchlight Capital Partners, L.P.  
745 5th Avenue  
26th Floor  
New York, NY 10151

Citizenship: U.S. (Delaware)  
Entity Type: Limited Partnership  
Principal Business(es): Investment Activities  
Percent to be Held: 77.2% equity/44.4% voting interest

Description of Interest: Member of Searchlight CVL LLC, holding a 77.2 percent equity interest and no voting interest therein. Applicants have attributed SCP Aggregator a voting interest in Searchlight CVL LLC of 44.4 percent because Searchlight or its affiliates have the right to appoint four members to Searchlight CVL LLC's nine-member board of managers.

Name: Searchlight III CVL II, L.P. ("Searchlight III CVL II")

Address: c/o Searchlight Capital Partners, L.P.

745 5th Avenue

26th Floor

New York, NY 10151

Citizenship: U.S. (Delaware)

Entity Type: Limited Partnership

Principal Business(es): Investment Activities

Percent to be Held: 35.3% equity/0% voting interest

Description of Indirect Interest: Limited partner in SCP Aggregator, holding a 45.7 percent equity interest and no voting interest therein.

Name: Searchlight III CVL GP, LLC ("Searchlight III CVL GP")

Address: c/o Searchlight Capital Partners, L.P.

745 5th Avenue

26th Floor

New York, NY 10151

Citizenship: U.S. (Delaware)

Entity Type: Limited Liability Company

Principal Business(es): Investment Activities

Percent to be Held: 0.0% equity/44.4% voting interest

Description of Indirect Interest: General partner of:  
1. SCP Aggregator,  
2. Searchlight III CVL II,  
3. Searchlight Capital III CVL Co-Invest Partners, L.P. ("Co-Invest I"), and  
4. Searchlight Capital III CVL Co-Invest Partners II, L.P. ("Co-Invest II").

Name: Searchlight Capital III CVL Co-Invest Partners II, L.P. ("Co-Invest II")

Address: c/o Searchlight Capital Partners, L.P.

745 5th Avenue

26th Floor

New York, NY 10151

Citizenship: U.S. (Delaware)

Entity Type: Limited Partnership

Principal Business(es): Investment Activities

Percent to be Held: 20.2% equity/0% voting interest

Description of Indirect Interest: Limited partner in SCP Aggregator, holding a 26.2 percent equity interest and no voting interest therein.

Name: IMCPE Core GP Inc.  
Address: c/o British Columbia Investment Management Corporation  
750 Pandora Avenue  
Victoria BC  
V8W 0E4  
Canada  
Citizenship: Canada (British Columbia)  
Entity Type: Corporation  
Principal Business(es): Investment Management  
Percent to be Held: 0% equity/33.3% voting  
Description of Interest: General partner of IMCPE Core

Name: IMCPE Arbutus INV Limited Partnership  
Address: c/o British Columbia Investment Management Corporation  
750 Pandora Avenue  
Victoria BC  
V8W 0E4  
Canada

Citizenship: Canada  
Entity Type: Limited Partnership  
Principal Business(es): Investments  
Percent to be Held: 26.1% equity/33.3% voting  
Description of Interest: Sole limited partner in IMCPE Core INV Limited Partnership with no actual voting interest and limited partners in certain Searchlight-affiliated funds that hold less than 20% indirect interest in Fidium.

The limited partners of IMCPE Arbutus INV Limited Partnership are: (a) IMCPE Pine INV Limited Partnership, IMCPE Hemlock INV Limited Partnership, IMCPE Yew INV Limited Partnership and IMCPE Birch INV Limited Partnership (collectively, the “Partnership LPs”) and (b) IMCPE Spruce INV Inc., IMCPE Cedar INV Inc. and IMCPE Larch INV Inc. (collectively, the “Corporate LPs”).

Name: British Columbia Investment Management Corporation (“BCI”)  
Address: 750 Pandora Avenue  
Victoria BC  
V8W 0E4  
Canada  
Citizenship: Canada (British Columbia)  
Entity Type: British Columbia Statutory Corporation  
Principal Business(es): Investment Management

Percent to be Held: 28.5% equity/33.3% voting interest  
Description of Interests: 1. Sole shareholder of IMCPE Arbutus GP Inc.  
2. Sole shareholder of IMCPE Core GP Inc.  
3. Shareholder of IMCPE Larch Inv Inc.; IMCPE Cedar Inv Inc.; IMCPE Spruce Inv Inc. and other pooled funds and BCI-controlled entities that are limited partners in IMCPE Arbutus INV Limited Partnership.

Other than the foregoing, to the best of Applicants' knowledge, no other entities or individuals will hold, directly or indirectly, a twenty percent (20%) or greater interest in Licensees.

## VERIFICATION

I, Garrett Van Osdell, state that I am the Chief Legal Officer and Corporate Secretary of Fidium Holdings, LLC (the “Company”); that I am authorized to make this Verification on behalf of the Company and Licensees; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to un-sworn falsification to authorities).

Dated: March 18, 2026



---

Garrett Van Osdell  
Chief Legal Officer and Corporate Secretary  
Fidium Holdings, LLC