

**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
DIVISION OF PUBLIC UTILITIES AND CARRIERS**

<p>JOINT APPLICATION OF WH I3B) BIDCO LLC, SERVICE AREA 5) HOLDINGS, LLC AND SERVICE AREA) 5 CABLE, LLC TO TRANSFER) CONTROL OF CATV CERTIFICATES)</p>	Docket No. _____
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JOINT REQUEST FOR CONFIDENTIAL TREATMENT

COMES NOW, WH i3B Bidco LLC (“Transferee”), Service Area 5 Holdings, LLC, (“Holdings”), and Service Area 5 Cable, LLC d/b/a i3 Broadband (“Area 5 Cable”) (together with Transferee and Holdings, “Co-Applicants”), by their undersigned counsel, and hereby request that the Division of Public Utilities and Carriers (“Division”) find that the following documents (“Exhibits”) attached as Exhibits to Co-Applicant’s application for transfer of control of CATV Certificate “Application”), are proprietary and confidential, and therefore should be exempt from the public disclosure requirements of Rhode Island’s Freedom of Information Act, R.I. GEN. LAWS § 38-2-1 *et seq.*:

- Exhibit 1: Membership Interest Purchase Agreement dated September 8, 2020.
- Exhibit 4: Documents governing ownership or future ownership rights in Area 5 Cable and Transferee.

In support of their Application, Co-Applicants submitted the Exhibits to demonstrate the terms of the proposed transaction (the “Transaction”) and that Transferee possesses the requisite financial qualifications to control Area 5 Cable. Co-Applicants are privately-held companies and the terms of the Transaction and their financial statements are not a part of the public record in any jurisdiction. Because of increasing competition for telecommunications services in Rhode Island and elsewhere, Co-Applicants believe that disclosure of the proprietary, confidential information contained in the Exhibits

would place them at a competitive disadvantage, impede full and fair competition, and undermine Co-Applicants' business plans in the State of Rhode Island.

Wherefore, Co-Applicants believe disclosure of the Exhibits need not be included in the public record to process their Application, and respectfully request that Exhibits be granted confidential status, that they be declared exempt from the public disclosure requirements of the Rhode Island's Freedom of Information Act, and that the Division place the Exhibits in a secure non-public file. Should the Division wish to disclose this information in a public forum, Co-Applicants would ask that the Division first notify Co-Applicants and afford them reasonable opportunity to respond.

Respectfully submitted,

WH I3B BIDCO LLC, SERVICE AREA 5
HOLDINGS, LLC AND SERVICE AREA 5
CABLE, LLC

/s/ Ronald W. Del Sesto, Jr.

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