A. Identification of Document or Information.

Nonpublic information concerning the financial projections for Consolidated Communications ("Consolidated" or the "Company"):

1. **CONFIDENTIAL EXHIBIT CCI-SLC-2** and related portions of the **January 10, 2017 Prefiled Testimony of Steven Childers** containing proprietary and confidential financial projections for Consolidated;
2. **CONFIDENTIAL Attachment DPS.CC.1-1.1:** Consolidated Forecasts for Overall Operations;
3. **CONFIDENTIAL Attachment DPS.CC.1-2:** Project Yankee Board of Directors Update, dated December 3, 2016;
4. **CONFIDENTIAL Attachment DPS.CC.1-3.5:** 2007 Credit Agreement;
5. **CONFIDENTIAL Attachment DPS.CC.1-10.1:** Draft 2016 United States Securities and Exchange Commission Form 10-K;
6. **CONFIDENTIAL Attachment DPS.CC.2-4.1** and **CONFIDENTIAL Attachment DPS.CC.2-4.2:** stand alone financial projection models for Consolidated and FairPoint, respectively;
7. **CONFIDENTIAL Attachment DPS.CC.2-14:** spreadsheet used to track and balance the movement of data/dollars from the Source System(s) to the Legacy CCI Systems during B/OSS conversion;
8. **CONFIDENTIAL Attachment DPS.CC.2-31:** Consolidated's anticipated amount of revenue from CLEC's in Vermont;
9. **CONFIDENTIAL Attachment DPS.CC.3-2:** results of alternative scenarios run on Consolidated's Overall Operations Forecast;
10. **CONFIDENTIAL Attachment Labor.CC.1-1.1:** Company Disclosure Schedule provided pursuant to the Agreement and Plan of Merger among FairPoint, Consolidated and Falcon Merger Sub, Inc.;
11. **CONFIDENTIAL Attachment Labor.CC.1-13:** comparison of FairPoint Cost of Debt to Consolidated Refinancing; and
12. **CONFIDENTIAL Attachment Labor.CC.1-6.1, 1-6.2** and **1-6.4:** Board Presentations and M&A Update.

B. Degree of Confidential Information.

This material includes confidential financial information and financial projections of Consolidated. Public disclosure of this financial information and financial projections would provide the public with insight into Consolidated's financial operations and forecasted performance, placing them at a competitive disadvantage. The financial viability of the Company is relevant to this proceeding, but due to the consolidated nature of these businesses, the information also contains projections for unregulated aspects of the consolidated enterprise. Disclosure of such information could cause significant harm to the Company.

C. Confidentiality Factors.

i. Extent Information Known Outside Company
This confidential financial information is known only by Consolidated's executive personnel and its financial and legal advisors, as well as the authorized recipients of these materials under confidentiality agreements.

ii. Extent Information Known by Employees and Independent Contractors
This information is known only to Consolidated's executive personnel and its financial and legal advisors.

iii. Measures Taken to Guard Security
This information is maintained by Consolidated in restricted access computer files and in secure files.

iv. Value of Information to Company and Competitors
The information is competitively sensitive and contains information, the disclosure of which would impact Consolidated's bargaining position in any number of situations.

v. Amount of Money or Effort to Develop Information
This information was developed by Consolidated's executive personnel at its own time and expense, based on its familiarity, experience, training, and expertise in the industry and its highly developed financial modeling expertise more broadly. Consolidated has incurred material costs developing the above listed confidential Attachments and Exhibits. That work as well as the value of the underlying transaction itself are at risk in the event of disclosure of this confidential information.

vi. Cost/Difficulty in Acquiring/Duplicating Information
See C.v.

vii. Harm of Disclosure
See B and C.iv.

D. Time Period
The information should be kept confidential until at least 2025, at such time as the time period covered by the projections contained in CONFIDENTIAL EXHIBIT CCI-SLC-2 will have expired two years prior.

E Partial Disclosure or Redaction

Mr. Childers has redacted only those portions of his testimony that discuss or divulge information contained in CONFIDENTIAL EXHIBIT CCI-SLC-2. All other information and testimony have been made public to the fullest extent possible. The confidential financial information in the discovery materials appears throughout the confidential documents, and thus, redacted versions cannot be prepared.

F. Other Factors

None.

A. Identification of Document or Information.

Materials containing competitively sensitive information.

1. **CONFIDENTIAL Attachment DPS.CC.1-3.5:** 2007 Credit Agreement;
2. **CONFIDENTIAL Attachment DPS.CC.1-13:** Consolidated Cost Allocation Manual;
3. **CONFIDENTIAL Attachment DPS.CC.1-20:** Consolidated Current Department Organizational Charts;
4. **CONFIDENTIAL Attachment DPS.CC.1-34**: Customer Complaint Reports;
5. **CONFIDENTIAL Attachment DPS.CC.1-39**: Outside Plant Engineering Guidelines;
6. **CONFIDENTIAL Attachment DPS.CC.1-61**: Consolidated Technology Usage Policy;
7. **CONFIDENTIAL Attachments DPS.CC.1-69.1**, **1-69.2,** and **1-69.3:** Service Quality Reports filed by Consolidated;
8. **CONFIDENTIAL Attachment DPS.CC.2-13:** compilation of "Go/No-Go" emails from the recent SureWest communications B/OSS migration;
9. **CONFIDENTIAL Attachment DPS.CC.2-16:** a breakdown of the current Consolidated workforce by position, function and State, with indication of union/non-union status;
10. **CONFIDENTIAL Attachment DPS.CC.2-31:** Consolidated's anticipated amount of revenue from CLEC's in Vermont; and
11. **CONFIDENTIAL Attachment Labor.CC.1-10:** chart indicating marketable addresses by technology.

B. Degree of Confidential Information.

This material includes recent and specific Consolidated proprietary manuals and guidelines, complaints, and organizational information, all of which is competitively sensitive information. This material has not been made public, as set forth below.

This information is highly sensitive in the competitive marketplace Consolidated operates in. The organization chart, above-referenced manual and guidelines contain information developed using Consolidated systems and personnel. The public disclosure of this information could be detrimental to Consolidated's business, because competitors could use the information to more effectively market their service to Consolidated customers. Public disclosure would permit competitors to better create business strategies designed to retain existing customers or attract new customers.

As well, the customer complaint reports are not public information that competitors could use to compete more effectively against Consolidated through direct marketing and sales strategies informed by this otherwise unavailable information.

C. Confidentiality Factors.

i. Extent Information Known Outside Company
This confidential information is known only by certain Consolidated personnel as well as the authorized recipients of these materials under confidentiality agreements.

ii. Extent Information Known by Employees and Independent Contractors
This information is known only to certain Consolidated personnel and its legal advisors.

iii. Measures Taken to Guard Security
This information is maintained by Consolidated in restricted access computer files and in secure files.

iv. Value of Information to Company and Competitors
The information is competitively sensitive and contains information, the disclosure of which would impact Consolidated's bargaining position in any number of situations.

v. Amount of Money or Effort to Develop Information
This information was developed by Consolidated's executive personnel at its own time and expense, based on its familiarity, experience, training, and expertise in the industry. Consolidated has incurred material costs developing the above listed confidential Attachments and Exhibits. That work as well as the value of the underlying transaction itself are at risk in the event of disclosure of this confidential information.

vi. Cost/Difficulty in Acquiring/Duplicating Information
See C.v.

vii. Harm of Disclosure
See B and C.iv.

D. Time Period
The information should be kept confidential until at least 2022.

E. Partial Disclosure or Redaction

The confidential information in the discovery materials appears throughout the confidential documents, and thus, redacted versions cannot be prepared.

F. Other Factors

None.

A. Identification of Document or Information.

Materials containing highly confidential critical infrastructure information.

1. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-57:** Consolidated Application Diagram showing current systems architecture structure and flows;
2. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-58:** Consolidated Core Systems diagram listing major existing computer information systems;
3. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-60.1:** Disaster Recovery test plan; and
4. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-60.2:** Consolidated Emergency Operations Plan.

B. Degree of Confidential Information.

This material includes recent and specific data concerning proprietary system information, including critical infrastructure information. Among other specifics, it includes information technology architecture, systems and access points. This information should be kept highly confidential for two reasons. First, the disclosure of locations of schematics depicting interconnection points and other such confidential physical plant information could expose the network to sabotage, present other network security hazards, and thus place critical telecommunications infrastructure at risk. *See, e.g.,* 42 U.S.C. § 5195c (telecommunications included on list of critical infrastructure components deserving protection under the Critical Infrastructures Protection Act of 2011). Second, its disclosure would enable competitors to make strategic assessments regarding Consolidated's network capabilities, and market penetration and availability, thus enhancing competitors' ability to adjust their own business strategies to more effectively compete against Consolidated. This material has not been made public, as set forth below.

Consolidated has designated this material as Highly Confidential because some of the systems used will improve labor productivity and will likely cause some job loss. Knowledge of such information by competitors would give them insight into Consolidated systems and an unfair competitive advantage. As well, Consolidated would be harmed if this information was provided to the labor union intervenors, as it would give them an unfair competitive advantage in the next contract negotiation, by giving them access to data they do not have today.

C. Confidentiality Factors.

i. Extent Information Known Outside Company.
This information is not known or shared outside Consolidated, other than to contractors and government agencies on a need to know basis and subject to an obligation of confidentiality.

ii. Extent Information Known by Employees and Independent Contractors.
This information is only known to those employees and independent contractors who require it to perform their jobs

iii. Measures Taken to Guard Security.
This information is closely held by Consolidated, and is primarily maintained on password protected computer systems. It is made available to individuals in the maintenance, network services, information technology, legal and executive management departments on a need-to-know basis.

iv. Value of Information to Company and Competitors.
This information, if disclosed to competitors, would permit competing carriers to make competitive assessments regarding, among other things, Consolidated's facilities and future business plans, thereby enhancing their ability to compete against Consolidated. This information has not previously been disclosed publicly.

v. Amount of Money or Effort to Develop Information.
The information required significant professional expertise and experience to prepare.

vi. Cost/Difficulty in Acquiring/Duplicating Information.
The cost to develop this information is unknown.

vii. Harm of Disclosure.
See above response to part (iv).

D. Time Period
This information relates to ongoing Consolidated business operations and should therefore be kept confidential indefinitely.

E. Partial Disclosure or Redaction
Subject to further review.

F. Other Factors
None.

A. Identification of Document or Information.

Nonpublic information concerning the highly confidential financial projections for Consolidated Communications ("Consolidated" or the "Company"):

1. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-1.2:** Consolidated 5 Year Outlook;
2. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-18.2:** Regulatory filing;
3. **HIGHLY CONFIDENTIAL Attachment Labor.CC.1-6.3:** M&A Update; and
4. **HIGHLY CONFIDENTIAL Attachment Labor.CC.1-6.5:** Vilandrie Assessment as appended to Consolidated's pre-merger notification filing made with the Federal Trade Commission pursuant to the Hart-Scott Rodino Act.

B. Degree of Confidential Information.

This material includes highly confidential financial information and financial projections of Consolidated. Public disclosure of this financial information and financial projections would provide the public with insight into Consolidated's financial operations and forecasted performance, placing them at a competitive disadvantage. The financial viability of the Company is relevant to this proceeding, but due to the consolidated nature of these businesses, the information also contains projections for unregulated aspects of the consolidated enterprise. Disclosure of such information could cause significant harm to the Company.

In addition this material includes competitively sensitive information that was shared with our Board of Directors and should be treated as highly confidential due to the competitive nature of the data and the synergies detail that would give labor a competitive advantage in future contract negotiations. Only the attorneys or consultants not involved in labor negotiations should have access.

C. Confidentiality Factors.

i. Extent Information Known Outside Company

This confidential financial information is known only by Consolidated's executive personnel and its financial and legal advisors, as well as the authorized recipients of these materials under confidentiality agreements.

ii. Extent Information Known by Employees and Independent Contractors

This information is known only to Consolidated's executive personnel and its financial and legal advisors.

iii. Measures Taken to Guard Security
This information is maintained by Consolidated in restricted access computer files and in secure files.

iv. Value of Information to Company and Competitors
The information is competitively sensitive and contains information, the disclosure of which would impact Consolidated's bargaining position in any number of situations.

v. Amount of Money or Effort to Develop Information
This information was developed by Consolidated's executive personnel at its own time and expense, based on its familiarity, experience, training, and expertise in the industry and its highly developed financial modeling expertise more broadly. Consolidated has incurred material costs developing the above listed confidential Attachments and Exhibits. That work as well as the value of the underlying transaction itself are at risk in the event of disclosure of this confidential information.

vi. Cost/Difficulty in Acquiring/Duplicating Information
See C.v.

vii. Harm of Disclosure
See B and C.iv.

D. Time Period
The information should be kept confidential until at least 2025, at such time as the time period covered by the projections contained in CONFIDENTIAL EXHIBIT CCI-SLC-2 will have expired.

E Partial Disclosure or Redaction
The confidential financial information in the discovery materials appears throughout the confidential documents, and thus, redacted versions cannot be prepared.

F. Other Factors
None.

A. Identification of Document or Information.

Materials containing competitively sensitive information.

1. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-59:** CCI Systems Roadmap;
2. **HIGHLY CONFIDENTIAL Attachment DPS.CC.1-70.1**, **1-70.2** and **1-70.3:** Service Quality Reports prepared for Consolidated management**;**
3. **HIGHLY CONFIDENTIAL Attachments DPS.CC.1-73.1** and **1-73.2:** call center operating statistics;
4. **HIGHLY CONFIDENTIAL Attachments DPS.CC.1-74.1** and **1-74.2:** customer service representative training;
5. **HIGHLY CONFIDENTIAL Attachment DPS.CC.3-4.1** and **HIGHLY CONFIDENTIAL Attachment DPS.CC.3-4.2:** Consolidated's commercial product roadmap and consumer product roadmap, respectively; and
6. **HIGHLY CONFIDENTIAL Attachment DPS.CC.3-5.1** and **HIGHLY CONFIDENTIAL Attachment DPS.CC.3-5.2:** Consumer pricing and commercial pricing of Consolidated's primary, non-regulated products and services.

B. Degree of Confidential Information.

This material includes recent and specific service quality and call center systems and statistics, all of which is competitively sensitive information. This material has not been made public, as set forth below.

This information is highly sensitive in the competitive marketplace Consolidated operates in. The systems roadmap, customer service statistics and service quality reports contain information developed using Consolidated systems and personnel. The public disclosure of this information could be detrimental to Consolidated's business, because competitors could use the information to more effectively market their service to Consolidated's customers, determine gaps in Consolidated's service areas and determine Consolidated's systems and how they are linked. Public disclosure would permit competitors to better create business strategies designed to retain existing customers or attract new customers.

The disclosure to any competitor or to the public would harm Consolidated because it would release competitively sensitive information that would give competitors an unfair advantage. In addition, this information should be treated as highly confidential because it contains detail that would give labor a competitive advantage in future contract negotiations. Only the attorneys or consultants not involved in labor negotiations should have access.

C. Confidentiality Factors.

i. Extent Information Known Outside Company
This confidential information is known only by certain Consolidated personnel as well as the authorized recipients of these materials under confidentiality agreements.

ii. Extent Information Known by Employees and Independent Contractors
This information is known only to certain Consolidated personnel and its legal advisors.

iii. Measures Taken to Guard Security
This information is maintained by Consolidated in restricted access computer files and in secure files.

iv. Value of Information to Company and Competitors
The information is competitively sensitive and contains information, the disclosure of which would impact Consolidated's bargaining position in any number of situations.

v. Amount of Money or Effort to Develop Information
This information was developed by Consolidated's executive personnel at its own time and expense, based on its familiarity, experience, training, and expertise in the industry. Consolidated has incurred material costs developing the above listed confidential Attachments and Exhibits. That work as well as the value of the underlying transaction itself are at risk in the event of disclosure of this confidential information.

vi. Cost/Difficulty in Acquiring/Duplicating Information
See C.v.

vii. Harm of Disclosure
See B and C.iv.

D. Time Period
The information should be kept confidential until at least 2025.

E Partial Disclosure or Redaction
The confidential information in the discovery materials appears throughout the confidential documents, and thus, redacted versions cannot be prepared.

F. Other Factors
None.