Before the
GEORGIA PUBLIC SERVICE COMMISSION
Atlanta, GA 30334

WideOpenWest, Inc. Inc., *Transferor*	)
Knology of Georgia, LLC Globe Telecommunications, Inc. Knology of the Valley, Inc. *Licensees*	)
and	)
Bandit MidCo, Inc. *Transferee*	)
Notice of Indirect Transfer of Control	)

NOTICE OF INDIRECT TRANSFER OF CONTROL

I. Introduction

WideOpenWest, Inc. ("WOW Parent" or "Transferor"); Knology of the Valley, Inc., Globe Telecommunications, Inc., and Knology of Georgia, LLC (collectively "Licensees" and together with WOW Parent, "WOW"); and Bandit MidCo, Inc. ("Bandit MidCo" or "Transferee") (together "Applicants"), by their undersigned representatives, hereby provide notice, or in the alternative request Commission approval, to the extent required: to transfer indirect control of Licensees to Bandit MidCo (the "Transaction"). Pursuant to the Georgia Public Service Commission's (the

"Commission") guidance on the approval requirements set forth in O.C.G.A. § 46-2-28, the Parties respectfully submit that Commission approval is not required for the Transaction.[1]

The Parties provide the following information in support of this Notice:

II. Description of the Parties

A. Transferee – Bandit MidCo, Inc. ("Bandit MidCo")

Bandit MidCo is a Delaware corporation with its principal place of business at 750 Park of Commerce Drive, Suite 210, Boca Raton, FL 33487, formed for the specific purpose of the proposed Transaction. Bandit MidCo is a holding company that does not provide any communications services and is intended to aggregate the ownership interests of its indirect investors: (1) DigitalBridge Partners III, LP ("DBP III"), a Delaware limited partnership, a digital infrastructure private equity fund headquartered in Boca Raton, Florida; and (2) Crestview W1 Holdings, L.P., a Delaware limited partnership ("Crestview W1"), and other affiliated entities (collectively "Crestview III"), each an entity owned by private equity funds managed by Crestview Advisors, L.L.C. ("Crestview"), which is a New York-based private equity firm. DBP III and Crestview III have formed a Delaware limited partnership, Bandit Parent, LP ("Bandit Parent"), which is managed by a general partner, Bandit Parent GP, LLC, which will be jointly controlled by DBP III and Crestview III. Bandit Parent in turn has formed an intermediate Delaware holding company, Bandit HoldCo, Inc., that is the sole shareholder in Bandit MidCo. Further details regarding DBP III

[1] *See* Georgia Public Service Commission Telecommunications Unit Financing Authority Requirements and Procedures (Rev. July 28, 2021) ("The following transactions do not require formal approval by the Commission under O.C.G.A. § 46-2-28: Mergers, acquisitions, or transfers of control that do not involve the issuance of stocks, bonds, notes, or other evidences of debt payable more than 12 months after the date of issuance."). Because the Transaction described in this notice involves an indirect transfer of control that does not involve the issuance of stocks, bonds, notes, or other evidence of debt payable more than 12 months after the date of issuance, the Parties respectfully submit that Commission approval is not required. In the alternative, the Parties respectfully request approval, to the extent required, of the indirect transfer of control pursuant to O.C.G.A. § 46-5-41.

and Crestview III's post-close ownership of Bandit MidCo are depicted in ownership charts in **Exhibit A**.

DigitalBridge Partners III, LP: DBP III attracts capital from passive limited partner investors and its investment in Bandit MidCo is held through a series of parallel limited partnerships and limited liability companies that are ultimately controlled by general partner entities organized under the laws of the United States and controlled by DigitalBridge Group, Inc. ("DigitalBridge"), a publicly traded investment firm (NYSE: DBRG) controlled by U.S. citizens. DigitalBridge is a global alternative asset manager dedicated to investing in digital infrastructure. With a heritage of over 25 years investing in and operating businesses across the digital ecosystem, including fiber, cell towers, data centers, small cells, and edge infrastructure, the DigitalBridge team manages $106 billion of infrastructure assets on behalf of its limited partners and shareholders. More information regarding DigitalBridge is available at www.digitalbridge.com.

Crestview: Crestview is a New York-based private equity firm focused on the middle market. The firm manages investment funds with over $10 billion of aggregate capital commitments. The firm is led by a group of partners who have complementary experience and backgrounds in private equity, finance, operations, and management. Crestview focuses primarily on sourcing and managing investments in the media, financial services, and industrials sectors. Among the investment funds under Crestview's management are those described in this application that own Crestview III, which currently holds approximately 37% of WOW Parent's common stock. Crestview is rolling over its shares in WOW Parent to an equivalent ownership interest in Bandit Parent, LP and Bandit Parent GP, LLC. More information about Crestview is available at www.crestview.com.

B. Transferor – WideOpenWest, Inc. ("WOW Parent")

WOW Parent is a Delaware corporation that is a diversified communications service provider holding company with corporate headquarters in Englewood, Colorado. Through its operating subsidiaries, WOW Parent provides an array of communications, video, and broadband services, including digital cable, HDTV, DVR, high speed Internet, Voice over Internet Protocol (VoIP), and local and long distance phone services. WOW Parent subsidiaries currently serve customers in Alabama, Florida, Georgia, Michigan, South Carolina, and Tennessee. Specified licensees provide services as rural incumbent local exchange carriers ("ILECs") in Alabama and Georgia, while the other subsidiaries provide broadband, video, and VoIP services.

C. Licensees

1. Knology of the Valley, Inc.

Knology of the Valley, Inc. is a Georgia corporation that is an ILEC serving rural communities in Alabama and Georgia.

2. Knology of Georgia, LLC

Knology of Georgia, LLC is a Delaware limited liability company that is authorized as a competitive local exchange carrier ("CLEC") and interexchange carrier ("IXC") in Georgia and holds Certificate L-050.

3. Globe Telecommunications, Inc.

Globe Telecommunications, Inc. is a Georgia corporation that is authorized as a CLEC and IXC in Georgia and holds Certificate L-055.

III. Description of the Transaction

Pursuant to the Agreement and Plan of Merger (the "Agreement"), dated as of August 11, 2025, by and among Bandit Parent, Bandit Merger Sub Inc. ("Merger Sub"), and WOW Parent, Merger Sub, a Delaware corporation and wholly owned subsidiary of Bandit MidCo (and indirect

subsidiary of Bandit Parent) specifically formed for the Transaction, will merge with and into WOW Parent, with WOW Parent continuing as the surviving corporation, and all issued and outstanding common stock of WOW Parent will be converted into the right to receive cash consideration for the merger at the price of $5.20 per share for an approximate enterprise value of $1.5 billion. As part of the Transaction, WOW Parent, which is currently a publicly traded company (NYSE: WOW), will become privately held.

Crestview III, WOW Parent's largest stockholder (with an approximately 37% ownership interest), has agreed to roll over all of its shares of WOW Parent common stock for an equivalent 37% limited partnership interest in Bandit Parent. DBP III will hold an approximate 63% limited partnership interest in Bandit Parent. As a result, Bandit MidCo, which will remain a wholly owned indirect subsidiary of Bandit Parent, will own all of WOW Parent's issued and outstanding common stock and, thus, become the direct parent company of WOW Parent and the indirect parent of the Licensees.

Diagrams depicting the current and post-Transaction corporate ownership structure are provided as **Exhibit A**.

IV. Designated Contacts

Notice and communications regarding this Notice should be addressed to:

For Transferee:

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V. Public Interest Considerations

The proposed Transaction will serve the public interest, convenience, and necessity by providing Licensees with access to Transferee's financial and operational expertise, permitting Licensees to continue to provide robust communications solutions to their customers and to better compete in the telecommunications marketplace. Transferee will invest in expanding and upgrading Licensees' networks, adopting new technologies, and ensuring that Licensees have the resources and support needed to continue delivering fast, reliable internet service and a high-quality customer experience at competitive prices. DigitalBridge and Crestview's expertise, along with the additional financial and operational resources from the investment by DBP III and Crestview III, will facilitate Licensees' ability to better serve their customers and will support and continue WOW Parent's broadband-first growth strategies, including investments in the company's fiber-to-the-home footprint. The transaction will therefore deepen WOW Parent's commitment to providing reliable, accessible, and fast broadband solutions.

The proposed Transaction should not have any adverse effects on customers and will not alter the manner of service delivery or billing. Moreover, Licensees will continue to comply with existing contracts, as applicable, subject to change in the ordinary course of business and in accordance with applicable law.

While Licensees will be able to draw upon the extensive financial, managerial, and operational experience of Transferee and its parents, the management, operations, and customer-facing

teams of Licensees will continue to manage their day-to-day businesses following completion of the Transaction. Licensees thus will continue to be operated by highly experienced, well-qualified personnel.

The proposed Transaction will enhance and not diminish competition. As explained above, with the investment from DigitalBridge and Crestview III, WOW Parent will continue its broadband-first growth strategy, invest in growing its fiber-to-the-home footprint and invest in additional network technology upgrades. Further, the Transaction will not adversely affect competition in any domestic telecommunications market. Indeed, as discussed above, Transferee is not a provider of communications services and therefore no consumer will lose a competitive option for service as a result of the Transaction. Moreover, WOW, as an overbuilder in most of its service footprint, faces robust competition from an array of competitive broadband and video providers in Georgia using technologies such as fiber-to-the-home, cable, fixed wireless, and satellite. Examples of such competitive providers include Comcast, Charter (Spectrum), AT&T, DirecTV, Starlink, and T-Mobile.

Respectfully submitted,

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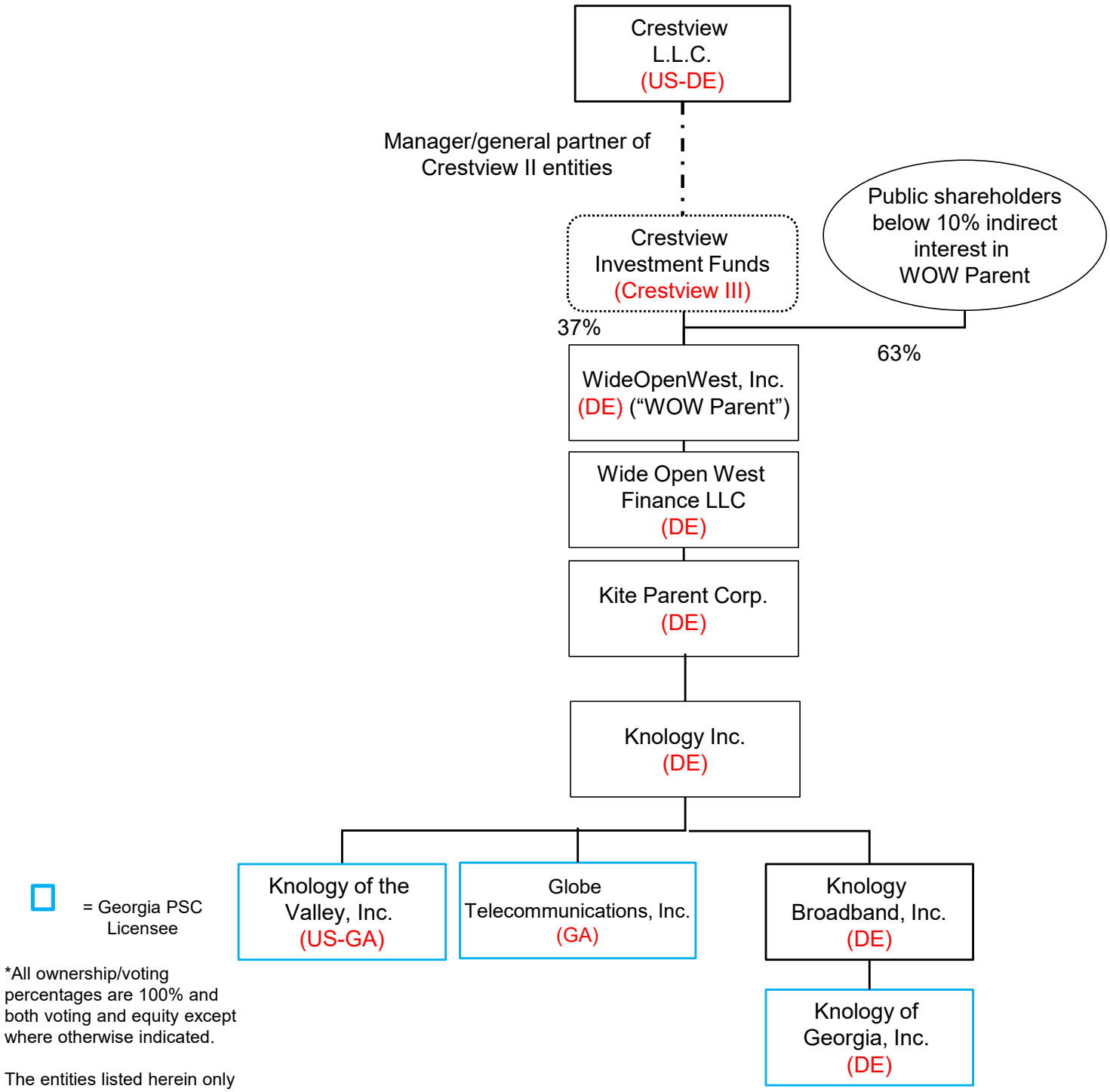
Counsel for WideOpenWest, Inc.

Dated: September 17, 2025

EXHIBIT A

Diagrams of the Current and Post-Transaction Ownership Structures

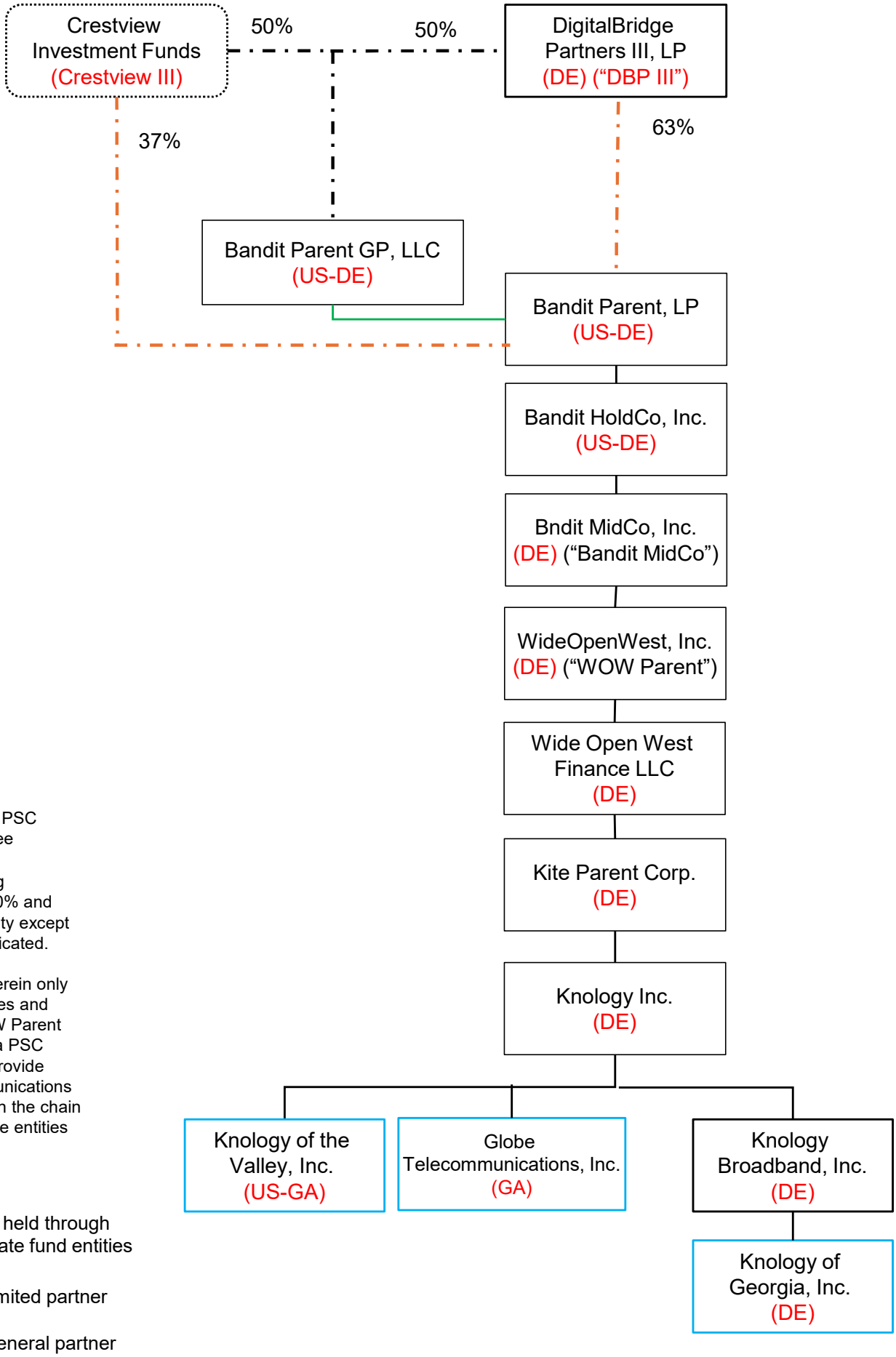
Pre-Close Ownership of WideOpenWest, Inc. and Licensees



*All ownership/voting percentages are 100% and both voting and equity except where otherwise indicated.

The entities listed herein only include those affiliates and subsidiaries of WOW Parent that (1) hold Georgia PSC authorization(s) to provide intrastate telecommunications services, or (2) are in the chain of ownership of those entities described in (1).

Post-Close Ownership of WideOpenWest, Inc. and Licensees



VERIFICATION

I, Roger Seiken, state that I am Senior Vice President & General Counsel of WideOpenWest, Inc., parent of Knology of the Valley, Inc.; Valley Telephone Company, LLC; Knology of Florida, LLC; and Knology Total Communications, Inc. (collectively 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 thereof with respect to the Company 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:

Aug 28, 2025

Roger Seiken
Senior Vice President & General Counsel
WideOpenWest, Inc.

Docusign Envelope ID: 811ACF3E-64BC-4EC5-9045-7502CB9A9C34

VERIFICATION

I, Geoffrey Goldschein, state that I am the Vice President and Secretary of Bandit Parent GP, LLC, the general partner of Bandit Parent, LP, (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 thereof with respect to the Company 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:

Signed by:
D8F6583B244C4AF...

Geoffrey Goldschein
Vice President and Secretary
Bandit Parent GP, LLC
as General Partner of Bandit Parent, LP