Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

February 5, 2026

Via E-Filing

Sallie Tanner, Executive Secretary
Georgia Public Service Commission
244 Washington Street, S.W.
Atlanta, GA 30334

Re: Notification Regarding a Transfer of Certain Assets of Velocity Fiber LLC to Vero Fiber Networks, LLC

Dear Secretary Tanner:

By this letter, Velocity Fiber LLC ("Velocity Fiber") and Vero Fiber Networks, LLC ("Vero Fiber") (together, the "Parties") notify the Georgia Public Service Commission (the "Commission") of the planned transfer of certain assets of Velocity Fiber to Vero Fiber (the "Transaction"). The Parties respectfully submit that Commission approval is not required for the Transfer described herein.[1]

In support of this filing, the Parties provide the following information:

Description of the Parties

A. Velocity Fiber LLC

Velocity Fiber LLC ("Velocity Fiber") is a Kansas limited liability company with its principal place of business located at 22015 West 66th Street, Unit 860001, Shawnee, Kansas 66226. In Georgia, Velocity Fiber is authorized to provide facilities-based Competitive Local Exchange Services pursuant to Certificate of Authority ("Certificate") No. L-7878 issued by the Commission in Docket No. 44336 on June 21, 2022. Velocity Fiber is also authorized to provide intraLATA and interLATA intrastate telecommunications services in Georgia pursuant to Certificate No. X-7879 issued by the Commission in Docket No. 44335 on June 21, 2022. In addition to Georgia, Velocity Fiber is authorized to provide intrastate telecommunications services in Illinois, Iowa, Kansas, and Pennsylvania.

Velocity Fiber offers lit and dark fiber solutions by constructing and operating brand-new aerial and underground fiber networks. Velocity Fiber's focus is designing, constructing and operating robust fiber Wide Area Networks ("WANs") serving broadband intensive student-centered learning models in K-12 school districts.

B. Vero Fiber Networks, LLC

[1] *See* Georgia Public Service Commission Telecommunications Unit Financing Authority Requirements and Procedures (Rev. July 28, 2021). *See also Joint Application of Georgia Public Web, Inc. and Accelecom GA LLC for Approval to Assign Certain Assets*, Docket No. 13145 (dated Jul. 7, 2022) (stating that "no further action by the Commission is required" in connection with the assignment of assets between two certificated companies).

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

Vero Fiber Networks, LLC ("Vero Fiber") is a Colorado limited liability company with its principal place of business located at 1023 Walnut Street, Boulder, Colorado 80302. In Georgia, Vero Fiber is authorized as a Competitive Local Exchange Carrier pursuant to Certificate No. L-0576 issued by the Commission in Docket No. 41725 on February 9, 2018, as amended to remove interim status as of February 28, 2023. In addition to Georgia, Vero Fiber is authorized to provide intrastate telecommunications services in the following 30 states: Arizona, Arkansas, California, Colorado, Florida, Hawaii, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Michigan, Minnesota, Mississippi, Missouri, Montana, Nevada, North Carolina, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina, Tennessee, Texas, Virginia, Washington, West Virginia, and Wisconsin.

Vero Fiber's primary business is to provide essential telecommunications and broadband infrastructure to underserved schools and libraries by connecting those schools and libraries with reliable, scalable, and secure connectivity. Vero Fiber also provides telecommunication and broadband infrastructure services to other educational, healthcare, government, banking, telecommunications, and business customers throughout the country.

A chart depicting Vero Fiber's ownership structure is included as **Exhibit A**. Additional information concerning the technical, managerial and financial qualifications of Vero Fiber has been submitted to the Commission as part of its respective certification application and other filings with the Commission and is therefore already a matter of public record and incorporated by reference. After the Transaction is completed, Vero Fiber will provide high-quality, competitive services to Velocity Fiber's existing fiber-based customers. Vero Fiber's operations will continue to be overseen by the same well-qualified management team with substantial telecommunications experience and technical expertise.

Designated Contacts

Questions, correspondence, or other communications concerning this filing should be directed to:

For Vero Fiber:

Danielle Burt
Case Smith
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, D.C. 20004-2541
Tel: 202-739-3000
Fax: 202-739-3001
danielle.burt@morganlewis.com
case.smith@morganlewis.com

With copies for Vero Fiber to:

Gregg Strumberger
Chief Legal Officer
Vero Fiber Networks, LLC
P.O. Box 1110
Boulder, CO 80306
Tel: (303) 350-4060
gstrumberger@veronetworks.com

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

For Velocity Fiber:

Rose Mulvany Henry
Founder
Rose Henry Law, LLC
12461 Augusta Drive
Kansas City, KS 66109
Tel: (913) 558-6778
rose@rosehenrylaw.com

And with copies for Velocity Fiber to:

Darren Bonawitz
Chief Executive Officer
Velocity Fiber, LLC
P.O. Box 860001
Shawnee, KS 66286
Tel: (913) 521-4500
darren.bonawitz@velocityfiber.com

Description of the Transaction

Pursuant to an Asset Purchase Agreement, dated as of November 19, 2025, by and among Vero Fiber, Velocity Fiber, and Darren Bonawitz, Vero Fiber plans to acquire substantially all of the assets of Velocity Fiber. Specifically, Vero Fiber will acquire Velocity Fiber's network assets, including its fiber optic network, cabling and telecommunications equipment used to provide services on or over the network; unregulated assets; contracts related to those assets; and customer accounts and related contracts.

To ensure seamless and uninterrupted service, all customers that will be assigned to Vero Fiber will continue to receive service pursuant to their existing contracts under the same rates, terms and conditions.[2] None of the affected customers are residential end users; instead, all customers are enterprise customers such as school districts. Future changes in the rates, terms and conditions of service to the affected customers will be undertaken in the ordinary course of business pursuant to customer contracts and the applicable federal and state requirements. The Transaction will not disadvantage customers or cause confusion or disruption to customers. The affected customers will be sent a notice of the Transaction at least 30 days prior to the Transaction. A sample of the notice to be provided to customers is attached as **Exhibit B**.

Upon completion of the Transaction, Velocity Fiber will no longer operate in Georgia and will cancel both of its Georgia Certificate No. X-7879 and L-7878.

Public Interest Statement

The Parties respectfully submit that the proposed Transaction serves the public interest as it enables Vero Fiber to expand its fiber-based telecommunications operations and service offerings in Georgia, resulting in it being a stronger, better-resourced competitive provider. Vero Fiber expects to leverage the assets acquired from Velocity Fiber as a platform to build out fiber and offer new and improved services to the transferred customers and other customers in the service area. Similarly, the Transaction will strengthen the ability of Vero Fiber to compete for future customers utilizing the acquired assets, thereby benefitting consumers of telecommunications services in the affected markets.

[2] The Parties emphasize that none of the customers being transferred currently receive intraLATA or interLATA services.

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

Moreover, there will be no adverse impacts on existing customers of Velocity Fiber which will receive high-quality telecommunications services from Vero Fiber after completion of the Transaction at the same rates and terms as currently offered by Velocity Fiber without any service disruption. Velocity Fiber's customers will also benefit from the scope of Vero Fiber's fiber-based services and the depth of its expertise in operating and expanding fiber networks. Vero Fiber, demonstrated by its Certificate in Georgia, has the requisite financial, technical, legal, and managerial qualifications to provide telecommunications services in Georgia.

* * * * *

Conclusion

For the forgoing reasons, the Parties submit that the public interest, convenience, and necessity would be furthered by the proposed Transaction resulting in the transfer of certain assets from Velocity Fiber to Vero Fiber.

We would appreciate acknowledgement of receipt and acceptance of this filing, which is being submitted electronically. Should you have any questions regarding this submission, please contact the undersigned

Respectfully submitted,

DocuSigned by:
/s/ Rose Mulvany Henry
732C225A5806456...

Rose Mulvany Henry
Founder
Rose Henry Law, LLC
12461 Augusta Drive
Kansas City, KS 66109
Tel: (913) 558-6778
rose@rosehenrylaw.com

Counsel for Velocity Fiber, LLC

Signed by:
/s/ Danielle Burt
A146EE848574407...

Danielle Burt
Case Smith
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, D.C. 20004-2541
Tel: 202-739-3000
Fax: 202-739-3001
danielle.burt@morganlewis.com
case.smith@morganlewis.com

Counsel for Vero Fiber Networks, LLC

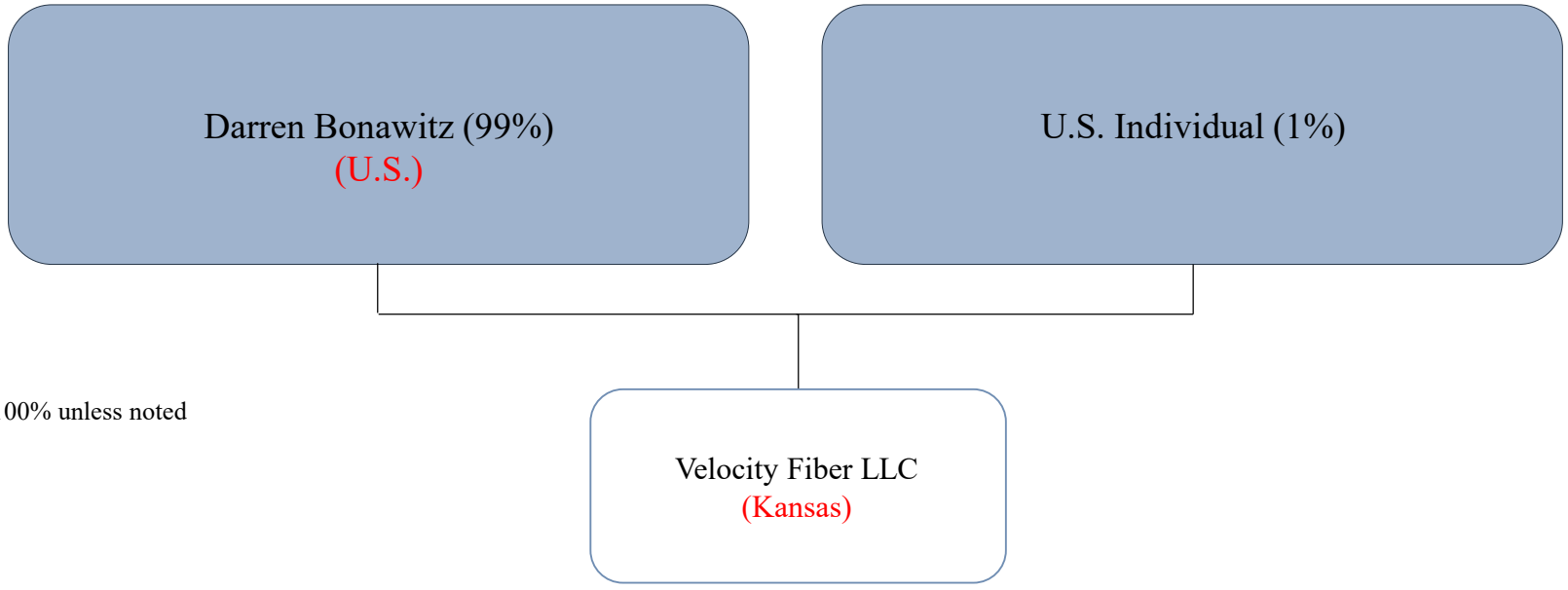
Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

EXHIBIT A

Ownership Chart

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

Chart 1- Current Ownership Structure of Velocity Fiber LLC

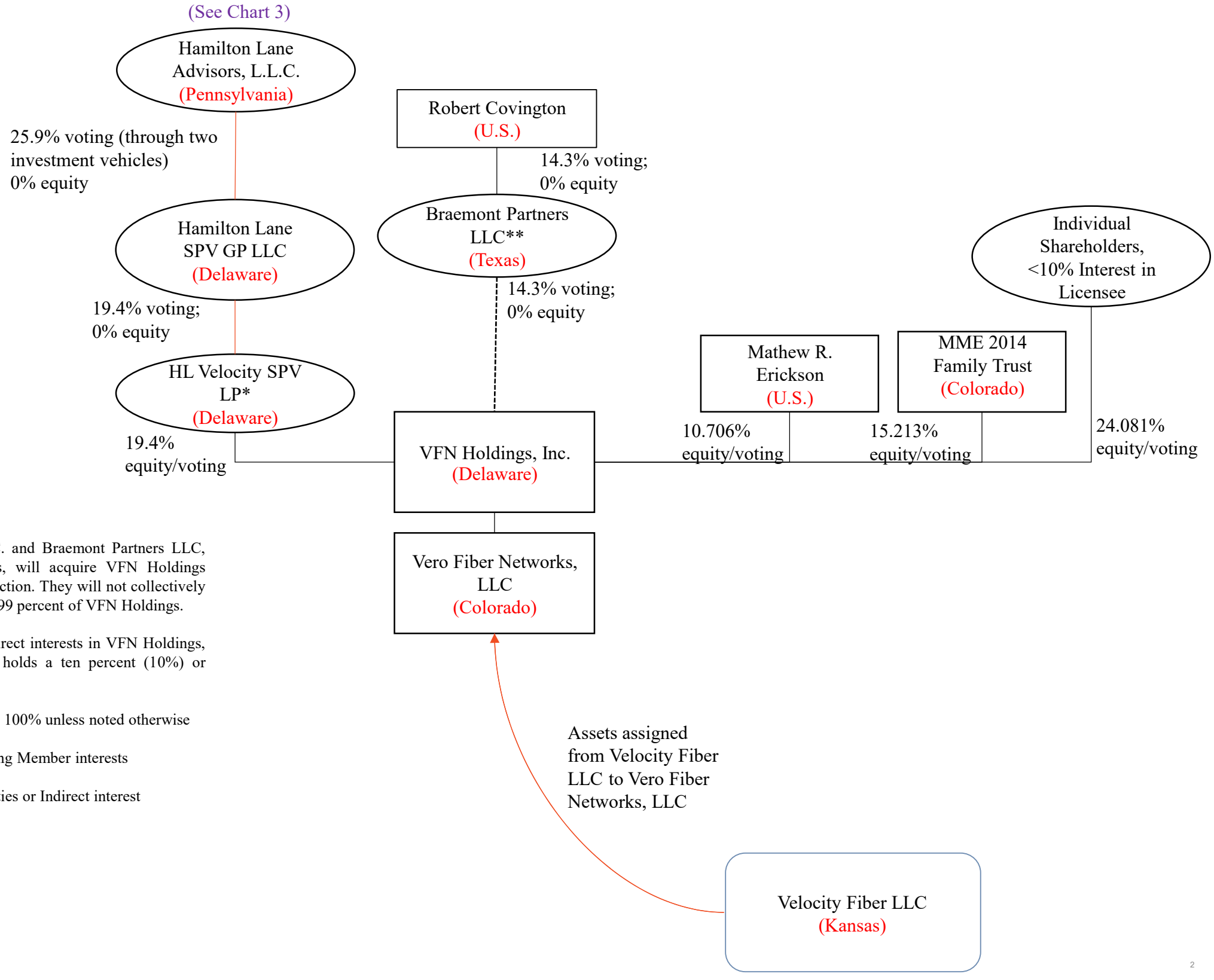


All rights are voting and equity and 100% unless noted otherwise

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

Chart 2- Post-Transaction Ownership Structure of Vero Fiber Networks, LLC

(See Chart 3)



* Hamilton Lane Advisors, L.L.C. and Braemont Partners LLC, through their investment vehicles, will acquire VFN Holdings stock prior to closing of the Transaction. They will not collectively acquire an interest that exceeds 49.99 percent of VFN Holdings.

** Two limited partnerhips hold direct interests in VFN Holdings, Inc., none of which individually holds a ten percent (10%) or greater interest.

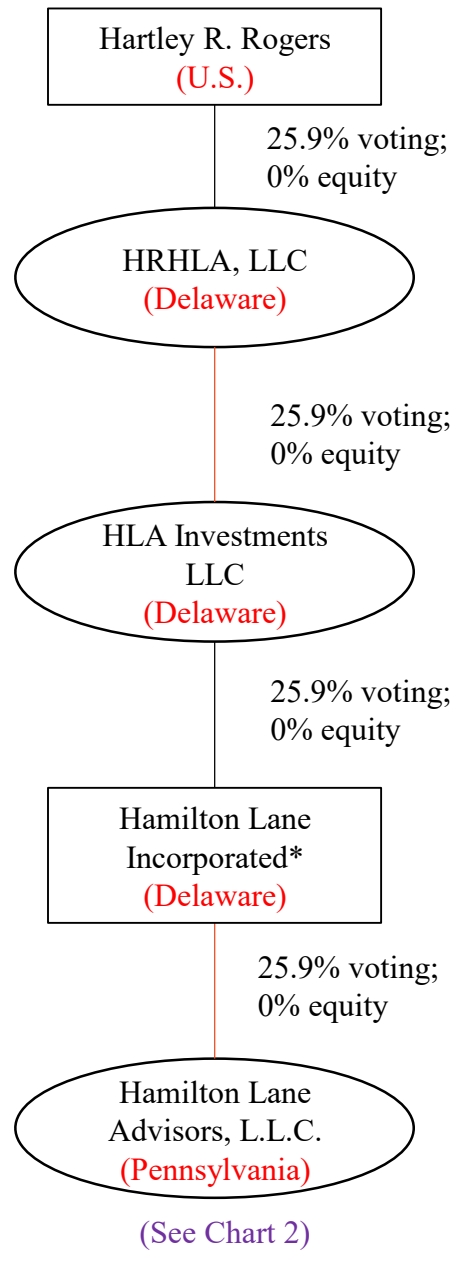
All rights are voting and equity and 100% unless noted otherwise

→ = General Partner or Managing Member interests

------ = Delegated management duties or Indirect interest

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

Chart 3 - Post-Transaction Ownership Structure of Vero Fiber Networks, LLC



* Hamilton Lane Incorporated is a publicly-traded company listed on NASDAQ (HLNE). HLA Investments LLC holds a 50% voting interest in Hamilton Lane Incorporated and Hartley R. Rogers holds a 40% voting interest in Hamilton Lane Incorporated.

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

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

EXHIBIT B

Sample Customer Notice

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

Date: [DATE], 2026

To: [Customer Name]

Subject: Transfer of Your Service to Vero Fiber Networks, LLC

We are writing to inform you that Vero Fiber Networks, LLC ("Vero Networks") has agreed to acquire substantially all the assets of Velocity Fiber LLC ("Velocity Fiber"), including its customer contracts. As a result, Velocity Fiber will be transferring your service to Vero Networks on or about [DATE], subject to any necessary regulatory approvals ("Close Date"). Vero Networks started in 2017 with a singular focus on designing and building private fiber networks for school districts. Today, Vero Networks is proud to deliver Wide Area Network services and Internet Access to over 170 school districts across the country.

Prior to the Close Date, Velocity Fiber and Vero Networks are working closely to plan for a transition of service, billing, and customer support functions.[1] Be assured that there will be no interruption of service as a result of this transfer. Vero Networks looks forward to providing you with the same high-quality services and friendly customer experience to which you are accustomed, and your rates and current contract terms will not change.[2]

More information about the Vero team, updated 24x7 support numbers, as well as SPIN and billing migrations will be provided immediately after the Close Date. If any questions or issues arise between now and the Close Date, please continue to contact your Velocity Fiber service and support team.

We would like to host a brief call with your District to introduce you to Vero Networks and answer any questions you may have about this notification and transition. Darren will be reaching out to schedule this call. In the meantime, please don't hesitate to reach out to us if you have any questions. You can contact Mary White, SVP, E-Rate Vertical for Vero Networks at 303-453-7248 or Darren, CEO at Velocity Fiber at (913) 530-0500.

Sincerely,

[DARREN SIGNATURE]
Darren Bonawitz
CEO
Velocity Fiber

[PAM SIGNATURE]
Pamela Moore
CEO
Vero Networks

---

[1] If Wide Area Network services are provided under a service agreement or other contract, then the terms of that contract will continue to apply, and you may be responsible for fees or other charges should you choose to change to a new service provider (other than Vero Networks) as set forth in the terms of that contract. If Wide Area Network services are not provided pursuant to a service agreement or other contract, then you may have the right to change service providers but must notify us if you plan to do so prior to the Close Date.

[2] Any future changes to rates or terms of service will be made in accordance with your service agreement. There is no charge associated with this transfer of service. Pursuant to FCC rules, 47 CFR § 64.1120(e), if you previously arranged a preferred carrier freeze, that freeze will be lifted to enable the transfer of service.

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

VERIFICATION

I, Gregg Strumberger, state that I am Chief Legal Officer for Vero Fiber Networks, LLC ("Company"); that I am authorized to make this Verification on behalf of Company; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

Dated: February 5, 2026



Gregg Strumberger
Chief Legal Officer
Vero Fiber Networks, LLC

Docusign Envelope ID: FFB24C7B-373C-4768-96AB-DAFBFB31C222

VERIFICATION

I, Darren Bonawitz, state that I am Chief Executive Officer for Velocity Fiber LLC ("Company"); that I am authorized to make this Verification on behalf of Company; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

Dated: February 3, 2026

Darren Bonawitz
Chief Executive Officer
Velocity Fiber LLC