

RG Fiber, LLC
713 High St.
Baldwin City, Kansas

City of Lansing, Kansas
800 First Terrace
Lansing, Kansas 66043
Attention: City Clerk

March 11, 2022

City of Lansing, Kansas Consent Letter

To whom it may concern:

This consent letter is made in connection with that certain (i) License Agreement, dated as of December 2, 2021 (as amended, restated, supplemented or modified from time to time, the “License Agreement”) and (ii) Economic Development Incentive Agreement, dated as of December 2, 2021 (as amended, restated, supplemented or modified from time to time, the “Incentive Agreement”) and together with the License Agreement, each an “Agreement,” and collectively, the “Agreements”), by and between the City of Lansing, Kansas (“City”), and RG Fiber, LLC (“RG Fiber”). RG Fiber and Delta Communications, LLC (“Delta Communications”), a wholly-owned subsidiary of Clearwave Fiber, LLC (“Clearwave Fiber”), are proposing to enter into an agreement together whereby RG Fiber would sell to Delta Communications substantially all of the assets comprising RG Fiber’s business, including the Agreements (the “Sale”). Certain management team members, including Mr. Mike Bosch, will be part of the Clearwave Fiber team after the consummation of the Sale.

Clearwave Fiber is an entity that holds fiber assets of its majority owner Cable One, Inc. (“Cable One”). Cable One is a leading broadband communications provider serving more than 1.1 million residential and business customers in 24 states. Clearwave Fiber intends to invest heavily in bringing Fiber-to-the-Premise service to residential and business customers, including in underserved areas of the country.

RG Fiber hereby requests that City consent to the assignment (the “Assignment”) of the Agreements to Delta Communications with such assignment to be effective as of the date of the closing of the Sale. Pursuant to Section 7 of the License Agreement and Section 12 of the Incentive Agreement, City hereby (a) consents to the Assignment, (b) confirms that each Agreement will remain in full force and effect in accordance with its terms following the consummation of the Assignment, and (c) agrees that the consummation of the Assignment does not constitute a violation or default of any of the Agreements.


This consent letter may be executed in counterparts, including by electronic transmission, portable document format (.pdf) or other electronic means, each of which shall be considered an original instrument, but all of which together shall constitute one and the same letter agreement, and shall become

binding when one or more counterparts have been signed by each of the parties hereto and delivered to the other party hereto.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this consent to be executed by its duly authorized representative as of the date first written above.

RG FIBER, LLC

By:  3/11/2022
Name: Michael Bosch
Title: Chief Executive Officer

ACKNOWLEDGED AND AGREED:

CITY OF LANSING, KANSAS

By: _____
Name: _____
Title: _____
Date: _____