
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

SHENANDOAH TELECOMMUNICATIONS CO/VA/

(Name of Issuer)

Common Stock

(Title of Class of Securities)

82312B106

(CUSIP Number)

Jennifer Gray, Esq.
c/o ECP, 40 Beechwood Road
Summit, NJ, 07901
(973) 671-6100

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

02/13/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 82312B106

Name of reporting person

1

ECP ControlCo, LLC

2

Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

Sole Voting Power

7

0.00

Number of Shares Beneficially

Shared Voting Power

Owned by

8

5,944,451.00

Each Reporting Person

9

Sole Dispositive Power

0.00

With: Shared Dispositive Power

10

5,944,451.00

Aggregate amount beneficially owned by each reporting person

11 5,944,451.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 10.2 %

Type of Reporting Person (See Instructions)

14 OO

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13D

CUSIP No. 82312B106

Name of reporting person

1 Energy Capital Partners IV, LLC

Check the appropriate box if a member of a Group (See Instructions)

2 (a)

(b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power
	0.00	
		Shared Voting Power
	8	
	5,944,451.00	
		Sole Dispositive Power
	9	
	0.00	
		Shared Dispositive Power
	10	
	5,944,451.00	
		Aggregate amount beneficially owned by each reporting person
11	5,944,451.00	
12		Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	<input type="checkbox"/>	
		Percent of class represented by amount in Row (11)
13	10.2 %	
14		Type of Reporting Person (See Instructions)
	OO	

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13D

CUSIP No. 82312B106

1	Name of reporting person
	Energy Capital Partners GP IV, LP
	Check the appropriate box if a member of a Group (See Instructions)
2	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	<input type="checkbox"/>
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
	7
	0.00
	Shared Voting Power
	8
	5,944,451.00
	Sole Dispositive Power
	9
	0.00
	Shared Dispositive Power
	10
	5,944,451.00

11 Aggregate amount beneficially owned by each reporting person
5,944,451.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 10.2 %
Type of Reporting Person (See Instructions)

14 PN

SCHEDULE 13D

CUSIP No. 82312B106

1 Name of reporting person
Energy Capital Partners IV-A, LP
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE
Sole Voting Power

7 0.00
Shared Voting Power

Number of
Shares
Beneficially 8 5,944,451.00
Owned by
Each
Reporting 9 0.00
Person
With: Shared Dispositive Power

10 5,944,451.00
Aggregate amount beneficially owned by each reporting person

11 5,944,451.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 10.2 %
Type of Reporting Person (See Instructions)

14 PN

SCHEDULE 13D

CUSIP No. 82312B106

1 Name of reporting person
Energy Capital Partners IV-B, LP
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	5,944,451.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	5,944,451.00

11 Aggregate amount beneficially owned by each reporting person
5,944,451.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 10.2 %
Type of Reporting Person (See Instructions)

14 PN

SCHEDULE 13D

CUSIP No. 82312B106

1 Name of reporting person
Energy Capital Partners IV-C, LP

2 Check the appropriate box if a member of a Group (See Instructions)

(a)
 (b)
3 SEC use only
Source of funds (See Instructions)
4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5
Citizenship or place of organization
6 DELAWARE
Sole Voting Power
7 0.00
Number of Shares Beneficially Owned by Each Reporting Person With:
8 Shared Voting Power
5,944,451.00
9 Sole Dispositive Power
0.00
10 Shared Dispositive Power
5,944,451.00
11 Aggregate amount beneficially owned by each reporting person
5,944,451.00
12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13 Percent of class represented by amount in Row (11)
10.2 %
14 Type of Reporting Person (See Instructions)
PN

SCHEDULE 13D

CUSIP No. 82312B106

1 Name of reporting person
Energy Capital Partners IV-D, LP
Check the appropriate box if a member of a Group (See Instructions)
2 (a)
 (b)
3 SEC use only
Source of funds (See Instructions)
4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5
Citizenship or place of organization
6 DELAWARE
Number of 7 Sole Voting Power

Shares	
Beneficially	0.00
Owned by	Shared Voting Power
Each	8
Reporting	5,944,451.00
Person	Sole Dispositive Power
With:	9
	0.00
	Shared Dispositive Power
	10
	5,944,451.00
	Aggregate amount beneficially owned by each reporting person
11	5,944,451.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	<input type="checkbox"/>
	Percent of class represented by amount in Row (11)
13	10.2 %
	Type of Reporting Person (See Instructions)
14	PN

SCHEDULE 13D

CUSIP No. 82312B106

1	Name of reporting person
	Energy Capital Partners IV-B (Hill City IP), LP
	Check the appropriate box if a member of a Group (See Instructions)
2	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	<input type="checkbox"/>
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	8
Beneficially	2,452,384.00
Owned by	Sole Dispositive Power
Each	9
Reporting	0.00
Person	Shared Dispositive Power
With:	10
	2,452,384.00
11	Aggregate amount beneficially owned by each reporting person

2,452,384.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

4.5 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No. 82312B106

Name of reporting person

1

ECP Fiber Holdings GP, LLC

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially 8

Owned by

3,492,067.00

Each

Sole Dispositive Power

Reporting 9

Person

0.00

With:

Shared Dispositive Power

10

3,492,067.00

Aggregate amount beneficially owned by each reporting person

11

3,492,067.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

6.0 %

Type of Reporting Person (See Instructions)

14

OO

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13D

CUSIP No. 82312B106

1 Name of reporting person
ECP Fiber Holdings, LP
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	8
Beneficially	3,492,067.00
Owned by	Sole Dispositive Power
Each	9
Reporting	0.00
Person	Shared Dispositive Power
With:	10
	3,492,067.00

11 Aggregate amount beneficially owned by each reporting person
3,492,067.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 6.0 %
Type of Reporting Person (See Instructions)

14 PN

SCHEDULE 13D

CUSIP No. 82312B106

1 Name of reporting person
Hill City Holdings GP, LLC

2 Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

Sole Voting Power

7

0.00

Number of Shares Beneficially

Shared Voting Power

Owned by

8

2,452,384.00

Each Reporting Person

9

Sole Dispositive Power

With:

0.00

Shared Dispositive Power

10

2,452,384.00

Aggregate amount beneficially owned by each reporting person

11 2,452,384.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 4.5 %

Type of Reporting Person (See Instructions)

14 OO

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13D

CUSIP No. 82312B106

Name of reporting person

1 Hill City Holdings, LP

Check the appropriate box if a member of a Group (See Instructions)

2 (a)

(b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power
	0.00	
		Shared Voting Power
	8	
	2,452,384.00	
		Sole Dispositive Power
	9	
	0.00	
		Shared Dispositive Power
	10	
	2,452,384.00	
		Aggregate amount beneficially owned by each reporting person
11	2,452,384.00	
12		Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	<input type="checkbox"/>	
		Percent of class represented by amount in Row (11)
13	4.5 %	
14		Type of Reporting Person (See Instructions)
	PN	

SCHEDULE 13D

CUSIP No. 82312B106

1	Name of reporting person
	Energy Capital Partners Management, LP
	Check the appropriate box if a member of a Group (See Instructions)
2	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	<input checked="" type="checkbox"/>
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
	7
	0.00
	Shared Voting Power
	8
	4,751.00
	Sole Dispositive Power
	9
	0.00
	Shared Dispositive Power
	10
	4,751.00
11	Aggregate amount beneficially owned by each reporting person

4,751.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12



Percent of class represented by amount in Row (11)

13

0.01 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a)

Common Stock

Name of Issuer:

(b)

SHENANDOAH TELECOMMUNICATIONS CO/VA/

Address of Issuer's Principal Executive Offices:

(c)

PO Box 459, 500 Shentel Way, Edinburg, VIRGINIA , 22824.

Item 1 Comment: This statement on Schedule 13D (the "Schedule 13D") relates to the common stock, no par value (the "Common Stock"), of Shenandoah Telecommunications Company (the "Issuer"), whose principal executive office is located at 500 Shentel Way, P.O. Box 459, Edinburg, VA 22824.

Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended and restated in its entirety as follows: The Schedule 13D is being filed by the following persons (each a "Reporting Person" and, collectively, the "Reporting Persons"): (1) ECP ControlCo, LLC (2) Energy Capital Partners IV, LLC (3) Energy Capital Partners GP IV, LP (4) Energy Capital Partners IV-A, LP (5) Energy Capital Partners IV-B, LP (6) Energy Capital Partners IV-C, LP (7) Energy Capital Partners IV-D, LP (8) Energy Capital Partners IV-B (Hill City IP), LP ("Hill City IP") (9) ECP Fiber Holdings GP, LLC (10) ECP Fiber Holdings, LP (the "ECP Investor") (11) Hill City Holdings GP, LLC (12) Hill City Holdings LP ("Hill City") (13) Energy Capital Partners Management, LP ("ECP Management") Information with respect to the managing members and officers of ECP ControlCo, LLC and ECP Management (collectively, the "Related Persons"), including name, business address, present principal occupation or employment and the organization in which such employment is conducted, and citizenship is listed on the attached Schedule A, which is incorporated herein by reference.

(a)

The business address of each of the Reporting Persons is c/o ECP, 40 Beechwood Road Summit, New Jersey 07901.

(b)

The Reporting Persons are principally engaged in the business of investing in securities, including the securities of the Issuer.

(c)

During the last five years, none of the Reporting Persons or Related Persons has been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors).

(d)

During the last five years, none of the Reporting Persons or Related Persons (i) has been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws, with the exception of the following: on June 14, 2022, without admitting or denying the SEC's findings, Energy Capital Partners Management, LP consented to the entry of an order (the "Order") to cease and desist from committing or causing any violations and any future violations of Sections 206(2) and 206(4) of the Investment Advisers Act of 1940 and Rules 206(4)-7 and 206(4)-8 thereunder. Energy Capital Partners Management, LP voluntarily paid \$3.318 million (plus interest) to investors in the ECP III Funds due to the untimely disclosure at issue in the Order and also paid a civil monetary penalty of \$1 million.

(e)

Each of the Reporting Persons is organized under the laws of the State of Delaware.

(f)

Item 3. Source and Amount of Funds or Other Consideration

Item 3 of the Schedule 13D is hereby amended and supplemented by the following: On February 13, 2025, the 4,751 restricted stock units granted to Matthew DeNichilo on July 30, 2024, vested in the form of Common Stock. Upon vesting, the restricted stock units were transferred to ECP Management.

Item 5. Interest in Securities of the Issuer

- (a) Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows: The information contained on the cover pages to this Schedule 13D is incorporated herein by reference. The percent of class presented herein is based on (i) 58,094,213 shares of Common Stock outstanding, which includes, (a) 54,602,146 shares of Common Stock outstanding as of October 31, 2024, as disclosed in the Issuer's Quarterly Report on Form 10-Q as filed with the Securities and Exchange Commission on November 7, 2024, and (b) 3,492,067 shares of Common Stock issuable upon exchange of 81,000 shares of Series A Preferred Stock held of record by the ECP Investor; and (ii) solely with respect to Hill City IP, Hill City Holdings GP, LLC Hill City, and ECP Management, 54,602,146 shares of Common Stock outstanding as of October 31, 2024, as disclosed in the Issuer's Quarterly Report on Form 10-Q as filed with the Securities and Exchange Commission on November 7, 2024. The securities reported herein include (i) 3,492,067 shares of Common Stock issuable upon exchange of 81,000 shares of Series A Preferred Stock held of record by the ECP Investor; (ii) 2,452,384 shares of Common Stock held of record by Hill City; and (iii) 4,751 shares of common stock held of record by ECP Management. ECP ControlCo, LLC is the managing member of Energy Capital Partners IV, LLC, which is the general partner of Energy Capital Partners GP IV, LP, which is the general partner of each of (i) Energy Capital Partners IV-A, LP, (ii) Energy Capital Partners IV-B, LP, (iii) Energy Capital Partners IV-C, LP, and (iv) Energy Capital Partners IV-D, LP (the "Funds"). The Funds are the members of ECP Fiber Holdings GP, LLC, which is the general partner of the ECP Investor. Energy Capital Partners GP IV, LP is the general partner of Hill City IP. Each of (i) Energy Capital Partners IV-A, LP, (ii) Hill City IP, (iii) Energy Capital Partners IV-C, LP, and (iv) Energy Capital Partners IV-D, LP are the members of Hill City Holdings GP, LLC, which is the general partner of Hill City. ECP ControlCo, LLC is controlled by its board of managers, which consists of Douglas Kimmelman, Peter Labbat, Tyler Reeder, Rahman D'Argenio, Raoul Hughes and Xavier Robert (together, the "ECP Managers"), all of whom collectively share the power to vote and dispose of the securities beneficially owned by ECP ControlCo, LLC. As a result of the relationships described herein, each of the ECP Managers may be deemed to share beneficial ownership of the securities described herein. Each of them disclaims any such beneficial ownership. ECP Management is controlled by its business unit committee, which consists of Douglas Kimmelman, Peter Labbat, Tyler Reeder, Murray Karp, Raoul Hughes and Xavier Robert, all of whom collectively share the power to vote and dispose of the securities beneficially owned by ECP Management. As a result of these relationships, each of the foregoing individuals may be deemed to share beneficial ownership of the securities beneficially owned by ECP Management. Each of them disclaims any such beneficial ownership. By virtue of certain relationships among them, ECP ControlCo, LLC and ECP Management may be deemed a group under Section 13(d) of the Exchange Act. Each of them disclaims any such group membership.
- (b) The information contained on the cover pages to this Schedule 13D is incorporated herein by reference.
- (c) Except as disclosed in Item 3 herein, the Reporting Persons have not effected any transactions in the Issuer's Common Stock in the past 60 days.
- (d) None.
- (e) Not applicable.
- Item 7. Material to be Filed as Exhibits.
- Item 7 of the Schedule 13D is amended and supplemented by the following: Exhibit 1: Joint Filing Agreement.
Exhibit 2: Schedule A.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

ECP ControlCo, LLC

Signature: /s/ Jennifer Gray

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Energy Capital Partners IV, LLC

Signature: By: ECP ControlCo, LLC, its managing member,
By: /s/ Jennifer Gray

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Energy Capital Partners GP IV, LP

Signature: By: Energy Capital Partners IV, LLC, its general
partner, By: ECP ControlCo, LLC, its managing
member, By: /s/ Jennifer Gray

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Energy Capital Partners IV-A, LP

Signature: By: Energy Capital Partners GP IV, LP, general partner, By: Energy Capital Partners IV, LLC, general partner, By: ECP ControlCo, LLC, managing member

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Energy Capital Partners IV-B, LP

Signature: By: Energy Capital Partners GP IV, LP, general partner, By: Energy Capital Partners IV, LLC, general partner, By: ECP ControlCo, LLC, managing member

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Energy Capital Partners IV-C, LP

Signature: By: Energy Capital Partners GP IV, LP, general partner, By: Energy Capital Partners IV, LLC, general partner, By: ECP ControlCo, LLC, managing member

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Energy Capital Partners IV-D, LP

Signature: By: Energy Capital Partners GP IV, LP, general partner, By: Energy Capital Partners IV, LLC, general partner, By: ECP ControlCo, LLC, managing member

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Energy Capital Partners IV-B (Hill City IP), LP

Signature: By: Energy Capital Partners GP IV, LP, general partner, By: Energy Capital Partners IV, LLC, general partner, By: ECP ControlCo, LLC, managing member

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

ECP Fiber Holdings GP, LLC

Signature: /s/ Matthew DeNichilo

Name/Title: Matthew DeNichilo, Chief Executive Officer

Date: 02/18/2025

ECP Fiber Holdings, LP

Signature: By: ECP Fiber Holdings GP, LLC, its general partner, /s/ Matthew DeNichilo

Name/Title: Matthew DeNichilo, Chief Executive Officer

Date: 02/18/2025

Hill City Holdings GP, LLC

Signature: /s/ Jennifer Gray

Name/Title: Jennifer Gray, Executive Vice President and Secretary

Date: 02/18/2025

Hill City Holdings, LP

Signature: By: Hill City Holdings GP, LLC, its general partner, /s/ Jennifer Gray

Name/Title: Jennifer Gray, Executive Vice President and Secretary

Date: 02/18/2025

Energy Capital Partners Management, LP

Signature: /s/ Jennifer Gray

Name/Title: Jennifer Gray, General Counsel

Date: 02/18/2025

Joint Filing Agreement

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that they are jointly filing this statement on Schedule 13D. Each of them is responsible for the timely filing of such statement and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of February 18, 2025.

ECP ControlCo, LLC

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

Energy Capital Partners IV, LLC

By: ECP ControlCo, LLC, its managing member

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

Energy Capital Partners GP IV, LP

By: Energy Capital Partners IV, LLC, its general partner

By: ECP ControlCo, LLC, its managing member

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

Energy Capital Partners IV-A, LP

By: Energy Capital Partners GP IV, LP, its general partner

By: Energy Capital Partners IV, LLC, its general partner

By: ECP ControlCo, LLC, its managing member

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

Energy Capital Partners IV-B, LP

By: Energy Capital Partners GP IV, LP, its general partner

By: Energy Capital Partners IV, LLC, its general partner

By: ECP ControlCo, LLC, its managing member

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

Energy Capital Partners IV-C, LP

By: Energy Capital Partners GP IV, LP, its general partner
By: Energy Capital Partners IV, LLC, its general partner
By: ECP ControlCo, LLC, its managing member

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

Energy Capital Partners IV-D, LP

By: Energy Capital Partners GP IV, LP, its general partner
By: Energy Capital Partners IV, LLC, its general partner
By: ECP ControlCo, LLC, its managing member

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

Energy Capital Partners IV-B (Hill City IP), LP

By: Energy Capital Partners GP IV, LP, its general partner
By: Energy Capital Partners IV, LLC, its general partner
By: ECP ControlCo, LLC, its managing member

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

ECP Fiber Holdings GP, LLC

By: /s/ Matthew DeNichilo

Name: Matthew DeNichilo

Title: Chief Executive Officer

ECP FIBER HOLDINGS, LP

By: ECP Fiber Holdings GP, LLC, its general partner

By: /s/ Matthew DeNichilo

Name: Matthew DeNichilo

Title: Chief Executive Officer

Hill City Holdings GP, LLC

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: Executive Vice President and Secretary

Hill City Holdings, LP

By: Hill City Holdings GP, LLC, its general partner

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: Executive Vice President and Secretary

Energy Capital Partners Management, LP

By: /s/ Jennifer Gray

Name: Jennifer Gray

Title: General Counsel

The name, present principal occupation or employment and citizenship of each of the executive officers and directors of the Reporting Persons are set forth below. The business address of each individual is c/o ECP, 40 Beechwood Road Summit, NJ 07901.

ECP ControlCo, LLC

Managing Members

Name	Present Principal Occupation or Employment	Citizenship
Douglas W. Kimmelman	Senior Partner of Energy Capital Partners	United States
Peter Labbat	Managing Partner of Energy Capital Partners	United States
Tyler Reeder	Managing Partner of Energy Capital Partners	United States
Rahman D'Argenio	Partner of Energy Capital Partners	United States
Raoul Hughes	Chief Executive of Bridgepoint Group plc	United Kingdom
Xavier Robert	Partner and Chief Investment Office of Bridgepoint Group plc	French

Energy Capital Partners Management, LP

Business Unit Committee

Name	Present Principal Occupation or Employment	Citizenship
Douglas W. Kimmelman	Senior Partner of Energy Capital Partners	United States
Peter Labbat	Managing Partner of Energy Capital Partners	United States
Tyler Reeder	Managing Partner of Energy Capital Partners	United States
Murray Karp	Managing partner and Chief Operating Officer of Energy Capital Partners	United States
Raoul Hughes	Chief Executive of Bridgepoint Group plc	United Kingdom
Xavier Robert	Partner and Chief Investment Office of Bridgepoint Group plc	French