

COMPANY BACKGROUND

Zayo Bandwidth was formed in 2007 to collaborate with carrier and enterprise customers with large and growing needs for bandwidth to develop fiber-based bandwidth solutions that meet their specific requirements. Zayo Bandwidth, a wholly owned subsidiary of Zayo Group, owns and operates fiber optic networks totaling over 21,000 fiber route miles. Zayo Bandwidth offers services in 144 markets spanning 28 states. Zayo Bandwidth's mission is to provide fiber-based bandwidth, responsive solutions and a strong and growing network.

Zayo Bandwidth is centered on five key business principles

Responsiveness	Solid turnaround times on quotes and service issues
Simplicity	Straight-forward bandwidth purchasing
Reliability	Dependable service
Stability	Financially strong and focused on the long-term
Growth	Poised to continue acquiring fiber-based networks, expanding service offerings across all networks

Founded November 2006

Ownership Privately held

Zayo Group has strong financial backing from seven experienced telecom and Internet investors: Battery Ventures (www.battery.com), Centennial Ventures (www.centennial.com), Charlesbank Capital Partners (www.charlesbank.com), Columbia Capital (www.colcap.com), MC Venture Partners (www.mcventurepartners.com), Morgan Stanley (www.morganstanley.com) and Oak Investment Partners (www.oakinv.com). \$216 million in equity has been invested in Zayo Group, and an additional \$57 million of equity is committed.

On March 5th, 2010, Zayo completed an offering of \$250 million of senior secured notes due 2017 with a coupon of 10.25%. In conjunction with the bond offering, Zayo entered into a 4-year \$75 million revolving credit facility.

Employees 230

Headquarters Louisville, Colorado

Web Site www.zayo.com/bandwidth

TARGET CUSTOMERS

Wholesale

- Telecom carriers
- Wireless, cable and Internet service providers

Enterprise

- Web-centric businesses, technology companies and bandwidth intensive enterprises
- Data Centers/customers colocating in bandwidth aggregation points
- Financial Services and Healthcare
- Government, K-12 and higher education
- Medium and Large Enterprises

REGIONS

Central	East	Mid Atlantic	Midwest	Northeast	Northwest
North/MN	NY/NJ	South Central	Southwest	South/TN	West

MARKET OPPORTUNITY

Zayo Bandwidth enters the market as the demand for broadband services continues to grow. According to the Telecommunications Industry Association (TIA) report, *2007 Telecommunications Market Review and Forecast*, demand for broadband has driven the highest telecom industry growth since 2000. The report states that overall U.S. telecom industry revenues grew 9.3 percent in 2006, while the worldwide market grew a robust 11.2 percent. The annual review cites demand for broadband and high-speed services as driving factors for this growth as carriers invest in new fiber, new IP technology and new wireless infrastructure to provide state-of-the-art voice, video and data services.

ZAYO BANDWIDTH OFFERINGS

Enhanced / Custom Solutions

Custom built fiber laterals, end-to-end network designs and high capacity services when a custom solution is required for mission critical applications.

Private Line

TDM and SONET based transport services in a full range of speeds and are offered within a metro or regionally between markets. Private line services are protected and ride diverse fiber routes. Point to point and point to multipoint configurations are supported. Zayo Bandwidth provides enterprise customers and network operators with powerful bandwidth with unmatched reliability to transport mission-critical telecommunications traffic.

From DS-3 to OC-192

From DS-3 to OC-192			
Point to Point	Dedicated Ring	Hub and Tail	Flex Package

Ethernet

Ethernet transport services in a full range of speeds (50Mbps-10Gig). Offered within a metro or regionally between markets, Ethernet services are offered in point to point and multipoint configurations. Zayo Bandwidth's Dedicated Ethernet services ride Zayo Bandwidth's SONET ring infrastructure and boast SONET like restoration times while utilizing the familiar and flexible Ethernet protocol. Shared Ethernet services are also available and is a cost effective alternative to TDM based transport.

Wavelength

In 2.5Gig and 10Gig speeds, wavelengths are typically purchased unprotected. Zayo Bandwidth's Wavelength Service is a point-to-point, unprotected, bi-directional circuit, which provides a cost-effective and flexible alternative to dark fiber and high bandwidth traditional capacity services. With limited upfront investment – without the expense of owning and operating an optical network infrastructure – Zayo Bandwidth's regional and metro wavelength service offer customized solutions for businesses to quickly supplement existing networks. By shifting the technology burden to Zayo Bandwidth, network providers and enterprise customers can avoid the high cost of frequent and continuous upgrades to optical equipment and concentrate efforts on growing core business.

Dedicated Internet Access (IP)

Zayo Bandwidth's Dedicated Internet Access (DIA) services provide dedicated Internet access connectivity at speeds ranging from 10Mb to 1Gig. DIA is designed to meet the needs of mid- to large-businesses and institutions, including educational facilities, hospitals, and Internet service providers.

Colocation

Zayo Bandwidth's Colocation Services allow growing businesses and forward-thinking network providers to interconnect without the major cost of construction, equipment and maintenance. Zayo Bandwidth offers carrier-grade colocation space: a secure, controlled infrastructure for networking communications equipment, a solid front-locking cabinet, and a host of bandwidth and connectivity options, allowing for expansion and reconfiguration at a fraction of the cost.

ZAYO MANAGEMENT TEAM



Dan Caruso
Co-founder, President and CEO, Zayo Group

An industry veteran, Dan Caruso has 21 years of experience in the telecommunications and Internet industries. Dan is currently CEO of Zayo Group, a regional provider of telecom services comprised of three complimentary business units. Zayo Bandwidth is focused on providing highly reliable fiber-based bandwidth solutions to targeted customers. Onvoy Voice Services delivers wholesale voice services to carriers and LEC's, and Zayo Managed Services focuses on providing converged IP services to small and medium enterprises. Under Dan's direction, each business unit concentrates specifically in its area of excellence and tailors offerings to fit customers' needs.

Prior to Zayo, Dan was President and CEO of ICG Communications, a major provider of telecommunications and Internet service. In a buyout led by Dan in 2004, ICG was purchased by Columbia Capital and M/C Venture Partners. Dan and his team propelled ICG to become a profitable and positive cash flow company while realizing double-digit revenue growth. Level 3 Communications purchased ICG in 2006, marking the culmination of one of the more successful telecom investment stories in the post-bubble era. Dan was also a founding executive member and officer of Level 3, where he was group vice president of Lines of Business and Marketing and group vice president of Network Services. Previously, Dan was a senior vice president at WorldCom and MFS Communications, where he had various responsibilities in business development, network planning, and operations. Dan began his career at Ameritech (now part of AT&T) in an executive management program.

Dan is active in telecom and related industries, serving as chairman of Envysion, a venture backed company providing Internet-based video surveillance services and sits on the board of NGT Communications, a leading provider of wholesale VoIP services. Dan is active in local philanthropy and since 2003 has been on the board of Colorado Uplift, a charity focused on supporting Denver inner-city youths. Dan holds a MBA from the University of Chicago and a B.S. in Mechanical Engineering from the University of Illinois in Champaign-Urbana. Dan maintains an interesting and informative blog at www.BearOnBusiness.com.



John Scarano
Co-founder and COO, Zayo Group
President, Zayo Bandwidth

John Scarano has 21 years of experience in the wireline and wireless communications industries. John co-founded and is currently COO of Zayo Group, focusing most of his efforts in support of [Zayo Bandwidth](#). [Zayo Bandwidth](#) leverages its network footprint to support the high-capacity bandwidth needs of its customers.

Previously, John was EVP of Corp Development and Operations of ICG responsible for business development, acquisitions and divestitures and various other sales and marketing operations. ICG was one of many telecom entities that had developed a robust network infrastructure across a US footprint, but not a sustainable business. John's efforts in M&A and operations oversight helped turn ICG into a cash-flow positive, customer focused entity. ICG was sold to Level 3 Communications in 2006.

With Level 3 Communications since its inception in 1997, John was initially responsible for the development and build-out of Level 3's North American intercity backbone network, local networks and facilities which were completed ahead of schedule within 33 months for \$6.2B. John then founded and led the company's Global Business Development group, closing more than 30 transactions valued at approximately \$1.6B.

John has also held various executive and staff positions in global operations, regulatory, marketing, product and business development at MFS Communications (acquired by WorldCom) and at AT&T. While at AT&T, John was responsible for the commercial delivery of the first digital air-to-ground communications system. John was an elected Town Board member in Orange County, NY for 7 years, holding the elected offices of Councilman and Deputy Supervisor. John earned a combined degree in Business Administration and Computer Science from the State University of NY at Albany in 1987.

Marty Snella
Senior Vice President of Operations



Marty Snella has 25 years of experience in the telecom, information technology and cable TV industries. At Zayo, Marty oversees service delivery, field operations and the information technologies organizations. Most recently as the CTO of Operations Sciences, Inc., he was responsible for developing technical platforms designed to automate processes in the cable TV industry.

Marty served as Executive Vice President of Operations at ICG Communications, where he led Field Operations, Engineering and Information Technologies. He was also a member of the senior management team that purchased ICG as a turn around opportunity. Marty has held various executive and staff positions with Qwest, Cyber Solutions, Level 3 and AT&T. Marty began his career in telecommunications as a Telecommunications Specialist in the United States Air Force.

Brad Cheedle
Senior Vice President of Sales

Brad Cheedle has 15 years experience in the telecommunications industry in a variety of senior roles. Most recently Brad was an Officer at OnFiber Communications. There he oversaw Sales, Marketing and Product Management. OnFiber Communications was sold to Qwest Communications in September 2006. Brad had responsibility for aiding in the sale of the company to Qwest and leading the integration effort of company post close.

Prior to Brad's position at OnFiber, he worked for Level 3 Communications as a Regional Vice President responsible for alternate channels globally and several direct and overlay sales organizations. Brad began his career in telecommunications at MCI, where he held a variety of leadership positions including sales, product management, program management and was a founding member of MCI Metro. At MCI Metro, he help lead MCI's entrance into the local telecommunications market. Brad has a Bachelor of Science in Business Administration in Marketing from the University of Northern Colorado.

Christopher P. Yost
General Counsel, Zayo Bandwidth

Christopher Yost has more than 18 years of professional legal experience, with over 8 years focused in the telecommunications industry. Prior to joining Zayo Bandwidth, Chris held several senior positions at Level 3 Communications, including Group Vice President of Human Resources and Vice President of Litigation and Employment. In his roles at Level 3, Chris was responsible for managing all aspects of Human Resources, including employee relations, compensation and benefits, employee development, recruiting and leadership programs. Chris also handled corporate security and facilities while managing the interests of the Company and its various subsidiaries in all litigation, claims and risk management. Chris previously served as a Director of Labor Relations

for Albertson's, Inc., the Boise-based grocery store chain. Before that, he was an associate at the law firm of Akin, Gump, Strauss, Hauer & Feld in Washington, D.C. where he specialized in labor and employment law and litigation since September 1990. Chris has a law degree from Catholic University of America in Washington, D.C., and a Bachelor of Science degree from Western Michigan University.