

BROADCAST LICENSEES AND INTERESTS

Table of Contents

I. The Broadcast Licensees	1
II. Transferor Interests.....	2
III. Transferee Interests.....	21

This application is one of several concurrently filed applications seeking the Commission’s consent to a proposed transaction between General Communication, Inc. (“GCI”) and Liberty Interactive Corporation (“LIC”). In the course of the proposed transaction, GCI’s operating businesses will be combined with certain businesses and assets attributed to the Liberty Ventures Group of LIC, and will be renamed GCI Liberty, Inc. (“GCI Liberty”). The proposed transaction is described in further detail in the separately attached Public Interest Statement.

I. THE BROADCAST LICENSEES

GCI is the indirect 100% owner of three broadcast licensees (collectively, the “Broadcast Licensees”), which collectively hold twelve broadcast licenses. GCI seeks Commission consent to transfer control of these licenses from GCI to GCI Liberty. Each license will remain under the direct control of its respective, current licensee. These licensees and their respective licenses are described below:

Denali Media Anchorage Corp.

<u>Call Sign</u>	<u>Type of License</u>	<u>Facility ID</u>	<u>Community of License</u>
K04GP-D	VHF DTV Translator	62841	Alyeska, AK
K08LW-D	VHF DTV Translator	49641	Kenai/Soldotna, AK
K11VP-D	VHF DTV Translator	130473	Homer-Seldovia, AK
K15AG-D	UHF DTV Translator	62551	Ninilchik, AK
K29KH-D	UHF DTV Translator	62816	Kasilof, AK
K50M0-D	UHF DTV Translator	49625	Palmer, AK
KTVA	Commercial DTV Station	49632	Anchorage, AK

Denali Media Juneau Corp.

<u>Call Sign</u>	<u>Type of License</u>	<u>Facility ID</u>	<u>Community of License</u>
KTNL-TV	Commercial DTV Station	60519	Sitka, AK
KUBD	Commercial DTV Station	130177	Kodiak, AK
KXLJ-LD	UHF Digital Low Power	184508	Juneau, AK

Denali Media Southeast Corp.

<u>Call Sign</u>	<u>Type of License</u>	<u>Facility ID</u>	<u>Community of License</u>
KATH-LD	UHF Digital Low Power	188833	Juneau-Douglas, AK
KSCT-LP	VHF Translator Low Power	15348	Sitka, AK

II. TRANSFEROR INTERESTS

The interests held by the current interest-holders in the Broadcast Licensees would change as follows as a result of the proposed transaction:

Denali Media Anchorage, Corp. (Licensee)

Name and Address	Citizenship	Position	% Votes		% Equity ¹	
			Pre	Post	Pre	Post
Denali Media Anchorage, Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Respondent	0%	0%	0%	0%
William C. Behnke 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	President	0%	0%	0%	0%
David M. Hymas 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Secretary	0%	0%	0%	0%
Peter Pounds 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director & Treasurer	0%	0%	0%	0%
Gregory Chapados 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Tina Pidgeon 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Lynda Tarbath 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Vice President & Chief Accounting Officer	0%	0%	0%	0%
Robert Visser (Gary Donovan) 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Chief Operating Officer & General Manager	0%	0%	0%	0%

¹ No party has an attributable interest in the proposed transferee under the “equity/debt plus” standard. Post-transaction projected equity in this and the following tables reflects shares of Class A Common Stock only. It does not include Class A Preferred shares. The number of Class A Preferred shares will not be ascertainable until closing, but is projected to constitute only a small percentage of total equity. The parties do not anticipate that interests in Class A Preferred stock will make any material difference in the equity percentages above.

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name and Address	Citizenship	Position	% Votes		% Equity ¹	
			Pre	Post	Pre	Post
Denali Media Holdings, Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Delaware Corporation	Sole Shareholder	100%	100%	100%	100%

Denali Media Juneau Corp. (Licensee)

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
Denali Media Anchorage, Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Respondent	0%	0%	0%	0%
William C. Behnke 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	President	0%	0%	0%	0%
David M. Hymas 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Secretary	0%	0%	0%	0%
Peter Pounds 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director & Treasurer	0%	0%	0%	0%
Gregory Chapados 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Tina Pidgeon 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Lynda Tarbath 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Vice President & Chief Accounting Officer	0%	0%	0%	0%

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
Robert Visser (Gary Donovan) 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Chief Operating Officer & General Manager	0%	0%	0%	0%
Denali Media Holdings, Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Delaware Corporation	Sole Shareholder	100%	100%	100%	100%

Denali Media Southeast Corp. (Licensee)

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
Denali Media Anchorage, Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Respondent	0%	0%	0%	0%
William C. Behnke 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	President	0%	0%	0%	0%
David M. Hymas 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Secretary	0%	0%	0%	0%
Peter Pounds 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director & Treasurer	0%	0%	0%	0%
Gregory Chapados 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Tina Pidgeon 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
Lynda Tarbath 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Vice President & Chief Accounting Officer	0%	0%	0%	0%
Robert Visser (Gary Donovan) 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Chief Operating Officer & General Manager	0%	0%	0%	0%
Denali Media Holdings, Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Delaware Corporation	Sole Shareholder	100%	100%	100%	100%

Denali Media Holdings, Corp.

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
Denali Media Holdings, Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Delaware Corporation	Respondent	0%	0%	0%	0%
William C. Behnke 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	President	0%	0%	0%	0%
David M. Hymas 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Secretary	0%	0%	0%	0%
Peter Pounds 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director & Treasurer	0%	0%	0%	0%
Gregory Chapados 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
Tina Pidgeon 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Lynda Tarbath 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Vice President & Chief Accounting Officer	0%	0%	0%	0%
Robert Visser (Gary Donovan) 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Chief Operating Officer & General Manager	0%	0%	0%	0%
GCI Communication Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Delaware Corporation	Sole Shareholder	100%	100%	100%	100%

GCI Communication Corp.

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
GCI Communication Corp. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Respondent	0%	0%	0%	0%
Ronald A. Duncan 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Gregory F. Chapados 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director & President	0%	0%	0%	0%
Chris Nierman 1900 L Street SW, STE 700 Washington, DC 20036	US	Senior Counsel, Federal Affairs	0%	0%	0%	0%

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
Peter Pounds 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director, Senior VP, Chief Financial Officer, Secretary, Treasurer	0%	0%	0%	0%
Paul Landes 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Senior VP, Consumer Services	0%	0%	0%	0%
GCI Holdings, Inc. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Sole Shareholder	100%	100%	100%	100%

GCI Holdings, Inc.

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
GCI Holdings, Inc. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Respondent	0%	0%	0%	0%
Gregory F. Chapados 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director & President	0%	0%	0%	0%
Chris Nierman 1900 L Street SW, STE 700 Washington, DC 20036	US	Senior Counsel, Federal Affairs	0%	0%	0%	0%
Peter Pounds 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director, Senior VP, Chief Financial Officer, Secretary, Treasurer	0%	0%	0%	0%
Tina Pidgeon	US	Director	0%	0%	0%	0%

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
2550 Denali Street, Suite 1000 Anchorage, AK 99503						
GCI, Inc. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Sole Shareholder	100%	100%	100%	100%

GCI, Inc.

Name and Address	Citizenship	Position	% Votes		% Equity	
			Pre	Post	Pre	Post
GCI, Inc. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Respondent	0%	0%	0%	0%
Ronald A. Duncan 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Gregory F. Chapados 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director & President	0%	0%	0%	0%
Chris Nierman 1900 L Street SW, STE 700 Washington, DC 20036	US	Senior Counsel, Federal Affairs	0%	0%	0%	0%
Peter Pounds 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director, Senior VP, Chief Financial Officer, Secretary, Treasurer	0%	0%	0%	0%
General Communication, Inc. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Sole Shareholder	100%	100%	100%	100%

General Communication, Inc.

Name and Address	Citizenship	Position	% Votes		% Shares	
			Pre	Post	Pre	Post
General Communication, Inc. 2550 Denali Street, Suite 1000 Anchorage, AK 99503	Alaska Corporation	Respondent	0%	0%	0%	0%
Stephen M. Brett 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Chairman	0%	0%	0%	0%
Ronald A. Duncan 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director, President & CEO	19.9%	1.0%	6.1%	1.3%
Jerry A. Edgerton 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Scott M. Fisher 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Stephen R. Mooney 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Chris Nierman 1900 L Street SW, STE 700 Washington, DC 20036	US	Senior Counsel, Federal Affairs	0%	0%	0%	0%
James M. Schneider 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
William P. Glasglow 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Mark W. Kroloff 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Bridget Baker 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
Eric L. Zinterhofer 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director	0%	0%	0%	0%
John Stanton and Theresa Gillespie 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Shareholder	24.2%	1.3%	7.4%	1.6%
Gary Magness 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Shareholder	7.1%	0.3%	1.9%	0.4%
GCI 401(k) Plan 2550 Denali Street, Suite 1000 Anchorage, AK 99503	N/A	Shareholder	3.8%	1.0%	6.1%	1.3%

The officers listed below of certain Broadcast Licensee parent companies have “duties and responsibilities . . . wholly unrelated to the broadcast licensee.”² Therefore, these individuals have been excluded from the lists of interest-holders above and should not be deemed to have cognizable interests in the Broadcast Licensees by virtue of their positions as officers or directors of these entities.³

The Broadcast Licensees for which this ownership report is being filed, are indirect subsidiaries of GCI. As explained in the separately attached Public Interest Statement, GCI is a multifaceted company that is the largest telecommunications company in Alaska. GCI offers

² See 47 C.F.R. § 73.3555 n.2(g).

³ *Id.*

numerous telecommunications services to consumers, businesses, governments, schools, and hospitals throughout Alaska, which are unrelated to broadcast television service. In light of GCI's multifaceted telecommunications business, there are numerous individuals whose duties and responsibilities are unrelated to the Broadcast Licensees, at the ultimate parent company level and at the level of intermediate corporate entities between GCI and the Broadcast Licensees.

The Commission has found that it is "appropriate to provide attribution relief for corporate officers or directors of multi-faceted parent corporations where these individuals' duties and responsibilities are neither directly nor indirectly related to the activities of any broadcast licensee in which their corporation has a cognizable interest."⁴ Thus, for example, the Commission has waived attribution of a director of a parent company in that company's broadcast licensee, upon a showing that the director's responsibilities were unrelated to the broadcast licensee.⁵

The following individuals should not be deemed to have cognizable interests in the Broadcast Licensees under this standard. Each holds the same position in General Communication, Inc., GCI, Inc., GCI Holdings, Inc. and GCI Communication Corp. They will also hold these same positions within GCI Liberty after closing. The following descriptions, and consequent exemption from classification as attributable interest holders in the Broadcast Licensees, apply to their role in each of these entities.

⁴ *Corporate Ownership Reporting and Disclosure by Broadcast Licensees*, Report and Order, 97 FCC 2d 997 ¶ 59 (1984).

⁵ *Applications of RKO General, Inc., et al.*, Memorandum Opinion & Order, 5 FCC Rcd 642 (1990).

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name	Title	Duties/Responsibilities
Martin Cary	Vice President & General Manager, Managed Broadband Services	<ul style="list-style-type: none"> Responsible for all of GCI's educational and tele-health initiatives that are delivered over a broadband satellite and terrestrial infrastructure. Manages GCI's strategic initiatives in Alaska, Washington, and New Mexico, including corporate mergers and acquisitions, and leads initiatives to evolve GCI's delivery of infrastructure to optimally deliver education and health applications.
Wilson Hughes	Executive Vice President - Wireless	<ul style="list-style-type: none"> Serves as CEO of the Alaska Wireless Network, LLC ("AWN"), a limited liability company formed by GCI and Alaska Communications. Responsible for the integration and operations of the two parent companies' wireless assets.
Billy Waitland	Vice President, CFO-AWN	<ul style="list-style-type: none"> Manages internal and external resources to provide effective legal guidance to core business units (excluding subsidiaries and cable television-related matters), including dispute resolution and litigation matters, process improvements, contract review, corporate transactions, and legal compliance, while exercising sound judgment in advising and informing General Counsel of ongoing matters. Manages the operation of, and continued improvements to, the Compliance Program to ensure effective detection and prevention of illegal, unethical, or improper conduct, consistent with best practices applicable for company profile and company culture; provide reports on a regular basis to the GC/CCO to keep the Board and senior management informed of the operation and progress of compliance efforts.
Carren Walters	Vice President, Controller	<ul style="list-style-type: none"> Manages general ledger group and all processes related to internal financial statements Manages Sarbanes-Oxley Act Section 404 group Manages external audit processes
F.W. Hitz	Vice President, Regulatory,	<ul style="list-style-type: none"> Represents GCI with Regulatory Commission of Alaska on all regulatory matters.

Name	Title	Duties/Responsibilities
	Finance & Economics	<ul style="list-style-type: none"> • Manages economic and financial team to determine impact of regulatory policy. • Develops telecom regulatory policy for GCI.
Joe Wahl	Vice President, Human Resources	<ul style="list-style-type: none"> • Responsible for providing direction for the company's human resource initiatives. • Leads organizational change, leadership development, learning, talent acquisition, diversity, compensation, performance development, benefits, and the execution of GCI's human resource practices, policies, operations.
Kate Slyker	Chief Marketing Officer	<ul style="list-style-type: none"> • Leads all marketing and communications functions for GCI, including consumer, business and corporate related messaging. • Strategically communicates GCI's business initiatives, leading GCI's team of media experts, marketing campaign managers, web marketing specialists, brand managers, advertising agency and corporate communications experts. • Develops and builds GCI's brand equity, through meaningful brand interactions and key customer touchpoints.
Mark Moderow	Senior Counsel, Corporate & State Regulatory Affairs	<ul style="list-style-type: none"> • Interfaces between Leg/Reg and GCI operating Departments • Interfaces between GCI Leg/Reg and the Regulatory Commission of Alaska
Michael Strong	Chief Information Security Officer	<ul style="list-style-type: none"> • As Chief Security Officer / Chief Information Security Officer, responsible for the protection of company and customer information assets and technologies from internal and external threats. • As Chief Information Security Officer (CISO), operating executive responsible for establishing and maintaining the enterprise vision, strategy, and program that ensures information assets and technologies are appropriately protected from internal and external threats. The CISO leads and

Name	Title	Duties/Responsibilities
		<p>manages the enterprise security office which is also responsible for Physical protection of company facilities and people, Security operations and incident response, Security risk and compliance, and Lawful compliance.</p>
Bob Ormberg	Vice President, Cable Programming	<ul style="list-style-type: none"> • Negotiates networks on behalf of GCI Cable all contracts and managing relationships for all cable, broadcaster retransmission agreements, and content for Channel 907. • Approves and manages all monthly licensing costs for GCI TV programming, copyrights, Channel 907, and regulatory fees. • Manages programming and content across linear, on demand, Pay-Per-View, and TV Everywhere platforms.
Susannah Scholl	Vice President, Information Technology	<ul style="list-style-type: none"> • Advances the company's overall business strategy and initiatives through information technology • Handles organization and planning of GCI's information systems and data to support the company's mission, priorities and operations • Advises the executive leadership and business areas on performance and risks and impacts to business operations, customers, and innovation/improvements (major projects, hardware/software, data/information and processes).
Gene Strid	Vice President, CTO Wireless	<ul style="list-style-type: none"> • Responsible for developing Wireless Department's technical vision and for the long range direction of the department's wireless technology planning and development. • Plays an integral role in the Department's wireless strategic direction; general technical strategy; and future growth. • Maintains existing enterprise systems, while providing direction in all wireless technology related issues in support of operations. • Establish, communicate and maintain the Department's wireless technology architecture and

Name	Title	Duties/Responsibilities
		<p>ensure that the architecture can support the growing and changing needs of the business.</p>
John Myhre	Vice President, Wireless Technology	<ul style="list-style-type: none"> Responsible for leading strategic technological planning in an effort to drive both technical and business innovation, including coordinating the evaluation, deployment, and management of current and future technologies.
Jimmy Sipes	Vice President, Network Services & Chief Engineer	<ul style="list-style-type: none"> Responsible for engineering and operations of GCI's core telephony and data networks. Manages engineering staff to plan, engineer, construct, test, commission, and operate large land-based and undersea fiber optic, satellite earth station, and telephony and packet data switching networks in support of GCI's Alaska long distance message and private line, local services, internet transport, and private customer networks. Oversees management of traffic engineering, planning, and network administration for the GCI switched voice, Internet and data networks.
Gary Haynes	Vice President, Outside Plant Design, Construction, & Maintenance	<ul style="list-style-type: none"> Provide oversight, guidance and management for statewide OSP Design, Construction and technical operations within Network Services Outside Plant Department. Ensure that all OSP network assets and facilities supporting the network are designed, constructed and maintained to meet the expected life cycle.
Brad Spees	Vice President, Wholesale & Government Markets	<ul style="list-style-type: none"> Provides leadership to a team managing wholesale and government markets group including responsibility for all aspects of strategy, sales, products, pricing, competitive analysis, planning, contract negotiation, carrier relations and other required areas to achieve EBITDA, revenue, market share, and customer goals that support the financial and strategic objectives of Business Services and the Company as a whole.

Name	Title	Duties/Responsibilities
		<ul style="list-style-type: none"> • Maintain the highest level of internal and external communications and adhere to all Company policies and business practices. • Adhere to the Declaration of Principles and Basic Principles of a Collaborative Workplace.
Mary Hart	Vice President, Southcentral / Western Regional Operations	<ul style="list-style-type: none"> • Responsible for operational activities to include budgeting and forecasting; network reliability; marketing milestones; new business development; and staff development for assigned markets. Additionally, represents the company in the political, commercial/business communities of the designated region. Responsible to develop and implement budgets, goals and objectives to ensure financial goals, customer satisfaction and service delivery expectations are met for all company locations statewide and assuring operational reliability targets are maintained.
Tom Zulz	Vice President, Interior Region Operations	<ul style="list-style-type: none"> • Responsible for consumer activities to include budgeting and forecasting; operational reliability; marketing milestones; new business development; staff development; and morale for the assigned markets. Develop and implement budgets, goals and objectives to ensure financial goals, customer satisfaction and service delivery expectations are met for all GCI locations statewide and for assuring operational reliability targets are maintained.
Warren Russell	Vice President, Southeast Regional Operations	<ul style="list-style-type: none"> • Responsible for operational activities to include budgeting and forecasting; network reliability; marketing milestones; new business development; and staff development for assigned markets. Additionally, represents the company in the political, commercial/business communities of the designated region. Develop and implement budgets, goals and objectives to ensure financial goals, customer satisfaction and service delivery expectations are met for all company locations

Name	Title	Duties/Responsibilities
		statewide and assuring operational reliability targets are maintained.
Maureen Moore	Chief Customer Experience Officer	<p>Responsible for all aspects of consumer, commercial, and non-profit/government customer experience, including retail sales, service delivery, customer care and support, etc., including:</p> <ul style="list-style-type: none"> • Focusing the company on delivering the best customer experience possible for both urban and rural customers consistent with overall GCI EBITDA and FCF goals. • Pro-actively reviewing company strategy, initiatives, and tactics from the customer's perspective. • Working with business unit/vertical department leaders to drive the interdepartmental cooperation needed to achieve the customer experience goal. • Managing the budget and operations of Consumer Services' sales and customer care.
Sue Lindquist	Vice President, Customer Service	<ul style="list-style-type: none"> • Responsible for all customer service leads, including call centers and technical support.
Will Harkrider	Vice President, Professional & Cloud Services	<ul style="list-style-type: none"> • Responsible for GCI's cloud services product, its development, and its architecture.
Kevin Sheridan	Vice President, Combined Service Delivery	<ul style="list-style-type: none"> • Premier delivery of local service and detailed knowledge and influence of financial performance • Complete local orders • Reduce variable operating cost • Accurate financial & business indicators Reporting • Improved Financial Results (EBITDA)

Transfer of Control Applications
Broadcast Licensees and Interests
May 1, 2017

Name	Title	Duties/Responsibilities
Lewis Schnaper	Vice President, Business Initiatives	<ul style="list-style-type: none"> • Legal and management support for Managed Broadband • Secure and manage structured financial transactions • Manage acquisitions • Manage major client relationships
John Hegarty	Vice President, Service Delivery	<ul style="list-style-type: none"> • Leads and manages Cycle 30's service delivery and operations staff in support of its products and services. Provides strategic, tactical and budgetary planning for the delivery and support of Cycle 30 products and services. Insures platform design, operating procedures and staff support to meet service levels required.
Krag Johnsen	Vice President, Revenue — Wireless	<ul style="list-style-type: none"> • Manages all revenue generation activities and the wireless carrier products and product sales that are offered to generate revenue. • Provides leadership to team managing data products to insure product viability, revenues and COGS. • Develops strategic and tactical product plans, negotiates contracts, completes product reviews, business cases and implementation projects. Develops pricing models. • Insures software products and processes support effective operations. • Assures adherence to assigned expense line items. • Provides strategic planning and cross-departmental management and leadership as a Program Manager of major platforms.
Duncan Whitney	Vice President, Data Products	<ul style="list-style-type: none"> • Provides leadership to a team managing data products to insure product viability, revenues and COGS. • Develops strategic and tactical product plans, negotiates contracts, completes product reviews, business cases and implementation projects. Develops pricing models. • Acts as prime interface to business lines for products, product policy, promotions and overall product strategy.

Name	Title	Duties/Responsibilities
		<ul style="list-style-type: none"> • Insures software products and processes support effective operations. • Responsible for operating within assigned expense line items. • Provides strategic planning and cross-departmental management and leadership as a Program Manager of major platforms.
Dan Boyette	Vice President, Rural Consumer Services	<ul style="list-style-type: none"> • Owns the relationship between GCI and AWN and to facilitate the flow of information between the two entities. • Is the primary point of contact between GCI and AWN
Dennis Hardman	VP, Rural Network Operations	<ul style="list-style-type: none"> • Leads and manages the operation of GCI Rural Network product delivery platforms; the Network Project Management Group; the RF Satellite and Terrestrial engineering groups; and Facilities engineering and operations group. • Develop and manage budget objectives to ensure financial goals and service delivery expectations are met.
Greg Klimek	Vice President, Wireless Marketing	<ul style="list-style-type: none"> • Create and present marketing campaigns for wireless consumers • Analyze national industry trends in consumer marketing
Laurel Buckner	Vice President, Business Development	<ul style="list-style-type: none"> • Responsible for corporate venture investment portfolio • Actively source and select technology companies for minority investment • Negotiate and finalize investment documents for initial investment, follow-on investment and sale. • Maintain and manage portfolio investments

III. TRANSFEREE INTERESTS

In addition to the General Communication, Inc. shareholders listed above, the following individuals are projected to hold the following attributable interests in GCI Liberty and, indirectly, in the Broadcast Licensees, as a result of the proposed transaction:

GCI Liberty, Inc.

Name and Address	Citizenship	Position	<i>Projected Voting Interest</i>		<i>Projected Equity Interest</i>	
			Pre	Post	Pre	Post
John C. Malone 12300 Liberty Boulevard Englewood, CO 80112	US	Shareholder		27.4%		4.0%
Gregory B. Maffei 12300 Liberty Boulevard Englewood, CO 80112	US	Chief Executive Officer				
Ronald A. Duncan 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director				
Donne Fisher 2550 Denali Street, Suite 1000 Anchorage, AK 99503	US	Director				
Richard N. Baer 12300 Liberty Boulevard Englewood, CO 80112	US	Chief Legal Officer				
Mark D. Carleton 12300 Liberty Boulevard Englewood, CO 80112	US	Chief Financial Officer				
Albert E. Rosenthaler 12300 Liberty Boulevard Englewood, CO 80112	US	Chief Corporate Development Officer				

IV. OTHER AUTHORIZATIONS

John C. Malone, a projected interest-holder in the transferee, currently holds attributable interests in the following additional broadcast authorizations:

Call Sign	Location	Facility ID No.
K15DD-D	Wichita, KS	61044
K21CX-D	Tucson, AZ	71623
K25FW-D	Corsicana, TX	42342
K38HD-D	St. Louis, MO	49175
K41DD-D	Des Moines, IA	64174
K43GZ-D	Spokane, WA	71624
K451O-D	Kansas City, MO	49176
K46LF-D	Tulsa, OK	61018
K47HO-D	Shreveport, LA	61056
K47JO-D	New Orleans, LA	61030
W14DC-D	Portsmouth, VA	49409
W19CO-D	Pensacola, FL	61207
W20DE-D	Birmingham, AL	61208
W30DG-D	Huntington, WV	49407
W39BH	Champaign, IL	49185
W39DF-D	Jacksonville, FL	61205
W40CU-D	St. Petersburg, FL	61201
W41DO-D	New York, NY	60554
W44CL-D	Roanoke, VA	49408
W44DC-D	Columbus, OH	49182
W45DF-D	Knoxville, TN	167727
W45DX-D	Atlanta, GA	61199
W46EU-D	Raleigh, NC	61209

None of these stations serves the same DMA as any station controlled by a Broadcast Licensee and these stations, combined with the Broadcast Licensee stations reach, in the aggregate, substantially less than 35% of the total national audience.