Note: Form instructions and definitions will be created to support the report. Instructional guidance and training will be developed. Numbering to be updated based on final approved form.

RECIPIENT NAME	QSH PARENT HOLDCO LLC	**OMB Control No.**	OMB Control No. 0660-0052
		Expiration Date	Exp. Date: 2/28/2027

Middle Mile Grant Program Bi-Annual Performance Report								
A. GENERAL INFORMATION								
1a. Recipient Organization:	QSH PARENT HOLDCO LLC	**1h. Award Identification Number:**	02-40-MM503					
1b. Recipient Street Address:	3601 C St Ste 1000 Fl 10	**1i. Report Date (MM/DD/YYYY):**	11/17/2025					
1c. City, State, and Zip Code:	Anchorage, Alaska 99503-5937	**1j. Final Report:**	**Yes**		**No**	X		
1d. Unique Entity Identification (UEI) Number:	H2KRZBMTJQG3	**1k. Report Period Start Date (MM/DD/YYYY):**	04/01/2025					
1e. Award Start Date (MM/DD/YYYY):	07/01/2023	**1l. Report Period End Date (MM/DD/YYYY):**	09/30/2025					
1f. Award End Date (MM/DD/YYYY):	06/30/2027							
1g. Name of Person Completing Report:	Michael McHale							
B. PROJECT NARRATIVE								
Please use the section below to provide a project narrative of the project(s). This section aims to help reviewers better understand what project is being proposed and steps taken to achieve this goal.								
2a. A brief description of the recipient's organization and scope of work/project priorities.	QSH Parent Holdco LLC ("Quintillion" or "Applicant") is a leading integrated digital infrastructure provider founded in 2016 and headquartered in Anchorage, Alaska with a vision of bringing world-class telecommunications services to the Arctic to support economic development and improve the quality of life. Quintillion is the first and in many cases only provider to bring world-class telecommunications infrastructure to many areas of the Alaskan Arctic through our subsea and land-based fiber optic cable networks. As the wholesaler or "middle mile" provider, we sell access to our network to a variety of regional telecommunication service providers enabling them to provide better products, pricing, and services to their customers. Quintillion also directly							

	provides high-speed broadband to selective government and enterprise institutions.Quintillion's Phase 1 system, operational since 2017, delivers gigabit and higher bandwidth services on a 1,182-mile subsea and 505-mile terrestrial fiber optic network to Alaska's Northwest and North Slope Arctic regions, including to the remote markets of Nome, Kotzebue, Point Hope, Wainwright, Utqiagvik (Barrow), Oliktok Point, and Prudhoe Bay/Deadhorse, as well as the oil and gas infield extending along the Dalton Highway to Fairbanks where it connects with the Continental United States (CONUS) in cooperation with regional telecommunications companies. Initial Nome to Homer Express Project activities will be focused on preparing for the required marine survey, including developing the preliminary route to be surveyed, permitting survey activities, and contracting necessary resources to complete the marine bathymetry and geotechnical survey. For land facilities, initial project activities will be required to finalize land leases, permits, and other authorizations, consult with necessary stakeholders and permitting agencies, and complete site surveys, wetland determinations, and geotechnical surveys. The marine survey is a prerequisite and required before cable route, installation plans
2b. An overview of the significant outputs and outcomes to be accomplished in the project.	Extend its existing subsea and terrestrial network south from Nome to Emmonak, continuing along the Yukon-Kuskokwim Delta coast to Naknek, and then terrestrially and submerged about 230 miles to King Salmon, Igiugig, and on to Homer. There, it can interconnect with multiple regional providers for a diverse, resilient, lower latency, competitive pathway to U.S. and global interconnectivity and cloud services. Quintillion's Nome to Homer Express Route project will have a significant national security impact by addressing connectivity shortcomings to defense installations and critical facilities locations, as well as overall Alaska network resiliency and Arctic presence providing Gig-E and beyond data transmission capacity at incomparable levels of security in a remote, yet geopolitically significant region.
2c. How would the project meet the recipient's business and/or administrative need(s)?	The Nome to Homer Express Project will significantly extend Quintillion's network to nearly complete the circumnavigation of Alaska providing resilient and redundant access to Tier 1 internet backhaul and allowing services to be provided through the open access middle mile network by cooperating providers in a number of currently unserved and underserved communities.
2d. Provide an overview of key accomplishments achieved for this reporting period on the MM infrastructure project.	During the previous reporting period, the Nome to Homer Express (NTHE) project under the NTIA Middle Mile Grant Program achieved substantial progress in advancing permitting, environmental compliance, and design integration activities to maintain overall schedule alignment. Key milestones included strengthened coordination among federal and state agencies, refinement of environmental documentation, and continued preparation for field mobilization and construction readiness. Building on this foundation, the current reporting period has focused on the integration of the Hooper Bay project as a connected action under the Environmental Assessment (EA), Section 106, and all NEPA-related activities. Additionally, the Bureau of Land Management (BLM) Scoping period was successfully completed, marking a significant step toward finalizing the environmental review and reinforcing interagency collaboration in support of project delivery. Looking ahead, the next reporting period will prioritize completion of the EA and associated consultations, securing the Finding of No Significant Impact (FONSI), and initiating pre-construction and procurement activities to advance implementation following environmental clearance.
2e. Provide any roadblock experienced during this reporting period impacting the expansion of the MM infrastructure project (i.e., supply chain, availability of labor).	No roadblocks were experienced during this reporting period
2f. Provide any barriers to improving job quality experienced during this reporting period.	No barriers were experienced during this reporting period

C. INFRASTRUCTURE MILESTONE CATEGORIES AND PROJECT TIMELINE
Please use the chart below to provide the start date and end date of your project.

OVERALL PROJECT	PROJECT DURATION	3a. PROJECT START DATE	3b. PROJECT END DATE
	1460	07/01/2023	06/30/2027

Please provide the start and end dates for each milestone category of your project. The duration is be based on the start and end dates of each category.

Please use the table provided to indicate your EXPECTED percentage of completion on a bi-annual basis for each year of your project. Year 1 begins with your award start date.

The percentage of completion should be based primarily on the expenditure of your project budget and should be reported cumulatively from award inception through the end of each semi-annual reporting period. For example, if you expect to complete a particular milestone within the first three periods of your project, the third period and all subsequent periods should state 100%.

*** Period 1 ends September 30 and Period 2 ends March 31. Additional columns may be added for a Year 6, Period 1 or 2, Baseline if the Period of Performance is 5 years.

Please write “0” in the duration field if your project does not include an activity. If necessary, please insert additional milestones at the end.

ANTICIPATED PROJECT MILESTONES***				Year 1 Baseline		Year 2 Baseline		Year 3 Baseline		Year 4 Baseline		Year 5 Baseline	
3c. MILESTONE CATEGORIES	3d. DURATION (Days)	3e. START DATE	3f. END DATE	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
Overall Project	1368	2023-07-01	2027-03-30	2%	10%	25%	30%	48%	63%	76%	100%	100%	100%
Environmental Assessment	243	2023-11-01	2024-07-01	10%	100%	100%	100%	100%	100%	100%	100%	100%	100%
Network Design	595	2023-07-01	2025-02-15	10%	50%	80%	100%	100%	100%	100%	100%	100%	100%
Rights Of Way	396	2023-11-01	2024-12-01	10%	40%	100%	100%	100%	100%	100%	100%	100%	100%

Construction Permits And Other Approvals	472	2023-11-01	2025-02-15	0%	15%	80%	100%	100%	100%	100%	100%	100%	100%
Site Preparation	243	2025-04-02	2025-12-01	0%	0%	20%	100%	100%	100%	100%	100%	100%	100%
Equipment Procurement	668	2024-07-01	2026-04-30	0%	0%	10%	30%	60%	100%	100%	100%	100%	100%
Network Build (all components - owned, leased, Indefeasible Rights of Use, etc.)	668	2025-02-01	2026-12-01	2%	12%	17%	27%	32%	50%	69%	100%	100%	100%
Equipment Deployment	518	2025-05-15	2026-10-15	2%	14%	20%	31%	38%	59%	89%	100%	100%	100%
Network Testing	166	2026-10-15	2027-03-30	0%	0%	0%	0%	0%	0%	0%	100%	100%	100%
Status of Procurement	668	2024-07-01	2026-04-30	0%	0%	10%	30%	60%	100%	100%	100%	100%	100%
Other				%	%	%	%	%	%	%	%	%	%

Please use the table provided to indicate your ACTUAL percentage of completion on a bi-annual basis for each year of your project. Year 1 begins with your award start date.

The percentage of completion should be based primarily on the expenditure of your project budget and should be reported cumulatively from award inception through the end of each semi-annual reporting period. For example, if you expect to complete a particular milestone within the first three periods of your project, the third period and all subsequent periods should state 100%.

Please provide a brief description of the primary activities involved in meeting each milestone (a single description should be provided for each milestone, covering all periods in years one through N).

*** Period 1 ends September 30 and Period 2 ends March 31. Additional columns may be added for a Year 6, Period 1 or 2, Baseline if the Period of Performance is 5 years.

Please write the number “0” if your project does not include an activity. If necessary, please insert additional milestones at the bottom of the chart. Please add additional milestones as applicable.

ACTUAL PROJECT MILESTONES***		Year 1		Year 2		Year 3		Year 4		Year 5	
		Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
4a. MILESTONE	**4b. DESCRIPTION**	**Actual Milestone Completion (Cumulative)**									
Overall Project	Significant progress has been made since the last reporting period. All terrestrial route design revisions have been completed, incorporating major adjustments at the Emmonak and Naknek alternate landing locations. These updates represent a critical milestone, as the finalized terrestrial and marine design now provides the technical foundation necessary to initiate and complete formal permit, easement, and right-of-way (ROW) submissions. The project has accordingly transitioned into active agency coordination and submittal phases. On the regulatory front, agency consultations are complete, and the Draft Environmental Assessment (EA) has been distributed for interagency review. The project team continues to engage proactively with each agency to support timely review and resolution. However, potential delays associated with federal review timelines and the government shutdown introduce schedule risk that is being closely monitored. Additionally, the Draft Programmatic Agreement (PA) has been made available for review and comment by all concurring parties, marking an important compliance milestone under Section 106. Once finalized, the PA will guide ongoing cultural resource coordination activities during construction.	1%	3%	6%	33%	37.6%					
Environmental Assessment	The environmental review is approximately 75–80% complete, with substantial progress across all key compliance areas. Programmatic Agreement (PA) development has commenced, and the Draft Environmental Assessment (EA) is underway. BLM and ADNR are fully engaged, and continuous coordination with NTIA and the cooperating agency (BLM) has helped prevent potential schedule impacts. Quintillion and NTIA have received the Cultural Resource Management Plan supporting PA distribution. The team finalized the SF-299 and executed the agreement with BLM for the NTHE cable crossing on federally managed lands, formalizing their NEPA participation. The Essential Fish Habitat (EFH) Assessment, integrating the RUS-funded Hooper Bay branch, was submitted and received concurrence from	0%	35%	68%	87%	95%					

	NMFS. The Fish Habitat Permit from ADF&G has been issued, and an easement application to ADNR including the Hooper Bay segment has been submitted. Consultations under ESA Section 7 with NMFS and USFWS were re-engaged and completed to reflect this integration. The Draft EA will undergo BLM review in Q3 2025, followed by public comment in Q4 2025, with ongoing state and federal permitting initiated in Q2 2025.										
Network Design	This is where we have seen the highest over budget activity as previously reported. With this milestone finalized, the project has transitioned into active easement & ROW coordination and submission phases. Currently over budget in actual budget category expenditure by 54%	10%	45%	90%	100%	100%					
Rights Of Way	Pre-application materials for ROW submissions have been prepared, including draft site plans and alignment sheets. UMIAQ Design has been working on the creation of land easements as it pertains to the terrestrial route. Creation of easement in the communities of Naknek and along the highway to King Salmon have been completed. Our environmental consultants ESA manage the agency permits and 100% of necessary documentation for DNR easement applications is submitted and is now undergoing DNR formal review and process Most of BLM-related components (including internal & external scoping) have been completed. We are starting negotiations with private landowners and local and state permits documents are in review.	0%	10%	13%	0%	1%					
Construction Permits And Other Approvals	The project team has initiated investigations into all required local, state, and regional permits and has begun preparing and submitting applications in coordination with the overall environmental and regulatory review process. Efforts are now focused on ensuring that all identified permits align with the project’s engineering and design updates. In parallel, Quintillion is working closely with a permitting resource under the construction contractor, integrating their activities into the broader permitting and compliance framework to streamline submissions and reduce potential overlaps. Preliminary permit mapping and documentation are underway to establish jurisdictional requirements, expected timelines, and interdependencies with ongoing environmental approvals, positioning the project for efficient transition into the construction phase once clearances are obtained.	0%	5%	6%	0%	8.92%					
Site Preparation	N/A	0%	0%	0%	0%	0%					
Equipment Procurement	Procurement activities are well underway, with large-sized and long lead-time materials successfully ordered to support the construction schedule and mitigate potential supply chain delays. Laydown yards and lodging facilities have been secured for most project locations, ensuring readiness for upcoming field mobilization and material staging. Coordination with the construction contractor and logistics teams continues to confirm delivery schedules, inventory management, and site readiness. These efforts position the project to maintain momentum as installation activities ramp up following environmental and permitting clearances.	0%	0%	0%	22.26%	58.94%					

Network Build (all components - owned, leased, Indefeasible Rights of Use, etc.)	N/A	0%	0%	0%	0%	0%					
Equipment Deployment	N/A	0%	0%	0%	0%	0%					
Network Testing	N/A	0%	0%	0%	0%	0%					
Status of Procurement	With all critical contracts now executed, the procurement phase has advanced into focused implementation and coordination activities. Major supplier contracts—including the Marine Supplier Contract (CIF) and OSP Supplier CIF—are fully in force. The HDD supplier has been selected, and the final contract is being completed to maintain alignment between the marine and terrestrial installation schedules. Additionally, the CLS Design and Installation RFP has been awarded, marking another key milestone in system delivery. Current priorities include finalizing the HDD contract to ensure seamless marine–terrestrial integration and advancing the CLS Site Preparation RFP through bidder selection to enable early onboarding. This will allow integration with the CLS builder contractor for design refinement and coordination of site-specific modifications. Collectively, these steps ensure that procurement activities remain synchronized with the broader construction and installation schedule.	0%	0%	9%	22.26%	25%					
Other	This category encompasses project management, compliance oversight, stakeholder engagement, and administrative support essential to overall program delivery. During this period, Quintillion's team continued to lead project management and coordination activities, ensuring alignment across design, permitting, and procurement milestones. Compliance activities remain ongoing, including documentation tracking, reporting, and adherence to federal grant and environmental requirements. Tribal and stakeholder engagement efforts also advanced, maintaining open communication channels with community partners and supporting the Programmatic Agreement and Environmental Assessment processes. These activities collectively sustain project governance, transparency, and readiness as the program transitions toward construction execution. Movement in these activities were slowed with only a 2% increase this reporting period in some activities here as we had some delays and inertia with agency engagement and tribal stakeholder engagement		25%	57%	38%	32%					

Subrecipient and Subawards

List of Subrecipient(s) that received a subaward or subcontract from the eligible entity and a description of the specific project for which grant funds were provided.

Associate projects names to any subrecipient or subaward associated with grant, approved grant funds, and expenditures to date.

5a. Project Name	Status	5b. Project Description	5c. Subrecipient	5d. Minority Business Enterprise (MBE)	5e. Women's Business Enterprise (WBE)	5f. Labor Surplus Area Firm	5g. Awarded Funds	5h. Expenditures to Date	5i. Remaining Grant Balance	5j. % of work complete
Nome to Homer Express Project	Active	Quintillion Subsea Operations will be the subrecipient for the entire grant award -Engineering, permitting, manufacturing, installation, activation and operation of a subsea and terrestrial fiber optic communication network connecting Nome, AK, with Homer, AK.	Quintillion Subsea Operations -No elements of this award will be retained by QSH Parent Holdco-as everything passes through our subrecipient Quintillion Subsea Operations, LLC ("QSO") a wholly owned subsidiary of the Applicant. All operations and business	**true**	**false**	**false**	$88896493.83	$28588105.87	$60308387.96	32%

D. INFRASTRUCTURE BUDGET EXECUTION DETAILS

Please provide details below on your total budget and total fund expended to date for each budget element, including detailed disbursements of both matching funds approved and federal funds obligated from project inception through end of this reporting period. Figures should be reported cumulatively from award inception to the end of the applicable reporting period.

6a. Projected Budget Element	6b. Federal Funds	6c. Non-Federal Funds	6d. Total Project Budget	6e. Total Federal Funds Expended to Date	6f. Total Non-Federal Funds Expended to Date	6g. Total Funds Expended	6h. Percent of Federal Funding Expended to Date (Cumulative)
6a. Administrative and legal expenses	$1,541,558.75	$809,941.25	$2,351,500.00	$904,947.42	$791,465.07	$1,696,412.49	59%

6a. Land, structures, rights-of way, appraisals, etc.	$2,515,680.17	$1,321,748.63	$3,837,428.80	$0.00	$0.00	$0.00	0%
6a. Relocation expenses and payments	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	N/A
6a. Architectural and engineering fees	$2,311,186.82	$1,214,306.99	$3,525,493.81	$1,001,782.85	$467,809.63	$1,469,592.48	43%
6a. Other architectural and engineering fees	$3,397,482.06	$4,785,050.94	$8,182,533.00	$2,760,637.05	$4,954,411.21	$7,715,048.26	81%
6a. Project inspection fees	$324,504.18	$170,495.82	$495,000.00	$29,620.55	$23,875.12	$53,495.67	9%
6a. Site work	$380,227.12	$199,772.88	$580,000.00	$0.00	$0.00	$0.00	0%
6a. Demolition and removal	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	N/A
6a. Construction	$51,454,552.93	$27,034,432.02	$78,488,984.95	$11,939,360.61	$2,617,707.12	$14,557,067.73	23%
6a. Equipment	$16,982,471.49	$8,922,659.80	$25,905,131.29	$9,951,757.39	$978,844.06	$10,930,601.45	59%
6a. Miscellaneous	$9,988,824.73	$27,209,419.27	$37,198,244.00	$2,000,000.00	$21,961,250.00	$23,961,250.00	20%
6a. Subtotal	$88,896,488.25	$71,667,827.60	$160,564,315.85	$28,588,105.87	$31,795,362.21	$60,383,468.08	32%

6a. Contingencies	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	N/A
6a. Totals	$88,896,488.25	$71,667,827.60	$160,564,315.85	$28,588,105.87	$31,795,362.21	$60,383,468.08	32%

E. COMMUNITY BENEFIT AGREEMENT

As stated in the MM Grant Program NOFO a Community Benefit Agreement (CBA) is an agreement signed by community benefit groups and a developer, identifying the community benefits a developer agrees to deliver, in return for community support of the project.

Please use the fields below to state the Community Benefit Group and Developer Name and describe the activities in how this partnership has supported with the Middle Mile Infrastructure project (i.e. wage agreements, targeting hiring of apprentices and disadvantaged groups in labor marker, education and training opportunities, sub-contracting to local small business for construction, services, and supply chain needs).

Description of Community Agreement	
7a. Community Benefit Group Name: Please provide the name of the Community Benefit Group	These questions were answered via file upload. **Number of Community Agreements:** 0 **File(s) Uploaded with Responses:**
7b. Developer Name: Please provide the name of the Developer.	
7c. Community Benefit Group and Developer Partnership: Please describe in the space below the nature of the partnership and how the MM grant funds being used are assisting to provide community support for the infrastructure project.	

F. CLIMATE RESILIENCE

Recipients must demonstrate that they have sufficiently accounted for current and future weather and climate related risks to new MM infrastructure projects. At present, weather and climate related risks to broadband networks include wildfires, extreme heat and cold, inland and coastal flooding, and the extreme winds produced by weather events such as tornadoes, hurricanes, and other weather events. Because retrofitted and new infrastructure for broadband might be expected to have a lifetime of 20 years or more, recipients must account not only for current risks but also for how the frequency, severity, and nature of these extreme events may plausibly evolve as our climate continues to change over the coming decades.

Climate Resiliency Risk Mitigation

This purpose of this section is for the recipient to demonstrate that they have sufficiently accounted for current and future weather and climate-related risks to new MM infrastructure projects. In particular, each recipient should demonstrate how they've addressed the known and identifiable risks of current and future projected weather and climate conditions through measures such as (but not limited to) choice of a technology platform suitable to the climate risk of the region, reliance on alternatives siting of facilities (i.e., underground construction where appropriate), retrofitting, or hardening of existing assets, and use of network redundancy to safeguard against threats to infrastructure.

8a. Were any geographic areas identified for this reporting period subject to an initial and/or updated hazard screening for future weather and climate related risk? If so, please provide the date of the screening and provide related documentation as an attachment to this report.

No

8b. Climate Resilience Category	8c. Date of Most Recent Hazard Screening	8d. Name and Title of Representative Completing Most Recent Hazard Screening	8e. Date of Report Completion

No files uploaded for Hazard Screening.

8f. Identified Risk: For your MM project, what are the potential weather and climate hazards that may be most important to be addressed that could impact the resiliency of the middle mile infrastructure deployed (i.e. wildfires, extreme heat and cold, inland and coastal flooding, extreme winds: tornadoes, hurricanes and other weather events)?

Construction has not started-N/A

8g. Weather and Climate Hazards: Were any significant climate or weather hazards experienced during this reporting period (i.e., floods, tornados) impacting infrastructure buildout or service? Briefly describe how you monitored for weather and climate caused issues for the reliability of the system. If so, please provide the date of the disaster, location and backup documentation related (i.e., news articles).

No

N/A

8h. Risks to Deployment of New Infrastructure: Has the team identified any risks impacting the deployment of new or repaired infrastructure due to current and future weather and climate-related threats during this reporting period?

No

8i. Risk Mitigation: How will the project avoid and/or mitigate the risk identified? If not applicable, please explain why.

N/A

8j. Additional Information: Is there any additional information you would like to share during this reporting period that the grant team should be aware of regarding the management of sustainable climate resiliency for your MM project?

Quintillion has continued to integrate climate resiliency and sustainability considerations into the planning and design of the Nome to Homer Express (NTHE) Middle Mile Project to ensure long-term durability and reliability of broadband infrastructure in Alaska’s challenging environmental conditions. The project design accounts for both current and future projected weather and climate risks, including coastal erosion, permafrost degradation, ice scouring, extreme cold, and high-wind events.
Engineering and siting decisions have prioritized the use of technology platforms and materials suitable for Arctic and sub-Arctic environments, including hardened subsea and terrestrial cable designs, corrosion-resistant materials, and temperature-tolerant enclosures for electronics. Where feasible, underground and below-grade installations are utilized to mitigate exposure to surface hazards such as flooding, storm surge, and temperature fluctuation. The project also incorporates redundant network routing and connection points to enhance reliability and ensure service continuity in the event of localized disruptions.
In addition, Quintillion continues to collaborate with engineering and environmental partners to evaluate adaptive strategies for future climate impacts, including shoreline monitoring at landing sites, protective anchoring techniques, and design modifications to accommodate shifting permafrost and thaw-related ground movement. These measures collectively support NTIA’s goal of ensuring that Middle Mile infrastructure investments are sustainable, resilient, and positioned to withstand the evolving climate conditions across coastal and interior Alaska. We’ve also conducted outreach with key groups to ensure local knowledge informs our approach. This includes coordination with NOAA for charting

8k. Additional Resources
Has the team utilized the available resources to assist with mitigation and long-term planning efforts for this reporting period? If so, which resources?
2018 National Climate Assessment
NOAA's 2022 State Climate Summaries
NOAA Disaster and Risk Mapping Tool
NOAA's Storms Event Database
NOAA Climate Explorer and Digital Coast
FEMA National Risk Index
Consulted FEMA-approved Hazard Mitigation Plans prepared by states in which they propose to build middle mile infrastructure to help identify key risk and hazards

Yes

NOAA’s 2022 State Climate Summaries
NOAA Disaster and Risk Mapping Tool
NOAA’s Storms Event Database
NOAA Climate Explorer and Digital Coast,
Engaging directly with the Nome Eskimo fishing group for their extensive historical knowledge of the region.

G. Workforce

For projects receiving over $5,000,000 (based on expected total cost), as determined by the U.S. Secretary of Labor by subchapter IV of chapter 31 of title 40, United States Code (commonly known as the "Davis-Bacon Act"), all laborers and mechanics employed by contractors and subcontractors in the performance of such project are paid wages at rates not less than those prevailing.

Davis-Bacon Certification

9a. Does the recipient have access to the information requested (all laborers and mechanics employed by contractors and subcontractors in the performance of such project are paid wages at rates not less than those prevailing?)	Yes

Local Hire Prioritization and Impact

Local hiring is a goal or requirement to hire people who live close to the place of work. This aim is often more specifically structured as a requirement for contractors awarded certain types of publicly funded projects to recruit a certain proportion of the people working on the project from a particular area. Please **provide all direct hires and contractors supporting** the MM Infrastructure project.

Please use the table below to describe how the project prioritizes local hiring.

Hires by Race, Ethnicity and Sex	**Number of Hires**		
	Race/Ethnicity		
	9b. Hispanic or Latino	**9c. Non-Hispanic/Non-Latino**	**Totals**

				9c-1. Men						9c-2. Women												
	9b-1. Men	9b-2. Women		White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races	White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races							
Number of Local Direct Hires	0	0		0	0	0	0	0	0	0	0	0	0	0	0							0
Number of Non-Local Direct Hires	0	0		1	0	0	0	1	0	0	0	0	0	0	0							2
Percentage of Local Direct Hires on Award	0%	0%		0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%							
Number of Local Subcontractors	0	0		0	0	0	0	0	0	0	0	0	0	0	0							0
Number of Non-Local Subcontractors	0	0		0	0	0	0	0	0	0	0	0	0	0	0							0
Percentage of Local Subcontractors on Award	0%	0%		0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%							

Davis-Bacon Act Wages	
Please confirm if wages are at least prevailing*	
*As stated in the MM NOFO as determined by the U.S. Secretary Labor in accordance with subchapter IV of chapter 31 of title 40, United States Code (commonly known as the "Davis-Bacon Act"), for the corresponding classes of laborers and mechanics employed on projects of a character similar to the contract work in the civil subdivision of the State (or the District of Columbia) in which the work is to be performed.	
10a. Are wage rates at least the Davis-Bacon prevailing wage for all laborers?	Yes
10b. Please cite your source of how this information was gathered (for 10a).	Contractor reports
10c. Are wage rates at least the prevailing wage for all mechanics?	Yes
10d. Please cite your source of how this information was gathered (for 10c).	Contractor reports
10e. If you answered "No" to either 10a. or 10c., please provide an attachment reporting the wages and benefits of workers on the project by job classification, and whether those wages are less than the prevailing wage.	

Workforce Demographic Data		
Jobs by Race, Ethnicity and Sex	**Number of Jobs**	
	Race/Ethnicity	

Workforce Demographic Data																					
	11-a. Hispanic or Latino			11b. Non-Hispanic/Non-Latino																	Totals
				11b-1. Men						11b-2. Women											
	11a-1. Men	11a-2. Women		White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races	White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races						
Jobs Created	0	0		1	1	0	0	0	0	0	0	0	0	1	0						3
Jobs Retained	0	0		1	0	0	0	0	0	0	0	0	0	0	0						1

Unionized Workforce	
12-a. Does this project include some workforce elements that are unionized?	Yes
12-b. Are workers provided access to union educators/organizers on employer property or during the work day?	Yes
12-c. Does your MM project utilize a project labor agreement?	Yes
12-d. Did workers receive additional information or training about their workplace rights in addition to already required notice postings?	Yes

H. Workforce Continuity Plan **National Labor Relations Act (29 U.S.C. 158 (f)**
As stated in the MM NOFO, if a recipient has not provided a certification that a project either will use a unionized project workforce or included a project labor agreement, meaning a pre-hire collective bargaining agreement consistent with section 8(f) of the National Labor Relations Act (29 U.S.C. 158 (f)), then the recipient must provide a project workforce continuity plan.
Workforce Continuity Plan
13a. Please describe the steps taken to ensure the project has ready access to a sufficient supply of appropriately skilled and unskilled labor to ensure construction is completed skillfully throughout the project's life (as required in Section III.B of the MM NOFO). As stated in the MM NOFO, the middle mile grant recipient is capable of carrying out the proposed project in a competent manner, including a plan to attract or retain an appropriate skilled and credentialed workforce.
All previous contractors have shown that they have proper staffing in this period our focus is on newly on-boarded and contracted in force resources.-Utility Technologies, Inc. presently has the proper staffing to complete this project effectively and on schedule.
For your MM project, please provide a brief description of efforts made to attract, train or retain a skilled and credentialed workforce.
The focus now is on our on-boarded terrestrial route contractor Utility Technologies, Inc. utilizes IBEW union employees and works with the Union for both classroom and field training meeting all required measures and guidelines for both journeyman and apprentice level employees.
Has the team offered any of the following resources to assist with maintaining a sufficient supply of appropriately skilled labor force for this reporting period? If so, which resources (please provide a brief description of any of the following that apply): Professional Certifications In-House Training Registered Apprenticeships Labor-Management Partnerships Partnerships with entities like unions, community colleges, or community-based groups
OSHA 10, OSHA 30, Safety Training
13b. Please describe below, the steps taken to minimize risks of labor disputes and disruptions that would jeopardize the timeliness and cost-effectiveness of completing the MM project.
All contractors follow standard working regulations-SGV is ISO 45001 certified and has a robust safety program to meet the stringent requirements of the certification.
13c. Please describe below the steps to ensure a safe and healthy workplace that avoids delays and costs associated with workplace illnesses, injuries, and fatalities.
UTI has a full time Safety Manager who daily reviews and implements our safety program in conjunction with our parent company Dycom. This includes, but is not limited to providing all proper PPE and instruction/safety reviews of all tools and equipment utilized on the job. We also have documented safety meetings daily and field safety meetings each morning.
13d. For your MM project, please provide a brief description below of efforts made to ensure a safe and healthy workplace.

Quintillion maintains a comprehensive and proactive safety program designed to ensure a safe and healthy workplace for all employees, contractors, and visitors. In addition to following a strict safety regimen that complies with federal, state, and local requirements, the company actively promotes a culture of shared responsibility and awareness.

UTI the terrestrial construction contractor has their employees at all levels are encouraged to participate in identifying, reporting, and evaluating potential hazards across work environments. Regular safety meetings, training sessions, and site inspections are conducted to reinforce best practices and maintain vigilance. Through this collaborative approach, they also continuously improve safety procedures and fosters an environment where every individual plays an active role in preventing incidents and supporting the well-being of the entire team. ESA our environmental consultants has an established employer-elected safety committee, namely the Regional Safety Coordinator Committee. The committee consists of the Safety Director, the safety department, the Firmwide Services facilities director, and designated regional safety coordinators within all major operating regions (Southern California, Northern California, Pacific Northwest, and Southeastern US) of the organization.

Has the team offered any of the following resources to assist with maintaining a safe and healthy workplace for this reporting period? If so, which resources (please provide a brief description of any of the following that apply):
Safety Training
Certifications and/or Licensure Requirements for all relevant works (e.g., OSHA 10, OSHA 30, confined space, traffic control, or other training required of workers employed by contractors)
Issues raised by workplace safety committees and their resolutions

The management team at UTI holds numerous industry certifications and maintains an active partnership with the Alaska IBEW union. Through this collaboration, we employ qualified union labor whose hours and experience are carefully tracked in accordance with the rigorous standards of the IBEW apprenticeship program. Team has multiple professional certifications including but not limited to:
Professional Engineers
Project Management Professional
BICSI RCDD
BICSI OSP Design
Alaska General Contractor’s License
Alaska Electrical Administrators

Subcontracted Entities Information

As stated in the MM NOFO, if a recipient has not provided a certification that a project either will use a unionized project workforce or included a project labor agreement, meaning a pre-hire collective bargaining agreement consistent with section 8(f) of the National Labor Relations Act (29 U.S.C. 158 (f)), then the recipient must provide a project workforce continuity plan.

13e. Please provide the name(s) below of any subcontracted entities performing work on the project, and the total number of workers employed by each entity.

13e-1. Name of Subcontracted Entity Performing Work	Status	13e-2. Total Number of Workers within this Subcontract	13e-3. Job Categories of Workers Supporting Project within this Subcontract
TerraSond Limited	Active	11	Production Lead, Health, Safety, Environmental and Quality Advisor, Lead Processor Geophysicist, hydrographer, surveyor
Tetra Tech, Inc.	Active	4	Project Manager, Routing Lead Survey Engineer

Strategic Implementations Consulting	Active	1	Project Mangement & Engineering Support, Technical Consultant
Wopschall Consulting LLC	Active	1	Subsea Technical consultant
48 North Now known as ESA | Environmental Science Associates	Active	4	Owner Acquired Permitting/Environmental consultants
SGV International	Active	4	Outside Plant engineering
Benthic Geoscience	Active	3	Marine Surveyors
Deesrstone Consuting	Active	2	Tribal Engagement Resource
Utility Technologies, Inc.	Active	6	Project Manager – Oversees scope, schedule, budget, and compliance. Construction Manager / Superintendent – Directs daily field operations and contractor activities. Project Coordinator / Scheduler – Tracks progress, updates Gantt charts, manages reports. Safety Officer / HSE Manager – Ensures site safety and OSHA compliance. Quality Control (QC) Inspector – Verifies workmanship and material compliance. Permitting / Environmental Specialist – Coordinates with agencies for ROW, NEPA, and permit compliance. Engineering & Design Civil Engineer / Field Engineer – Designs alignments, crossings, and supports construction layout. Survey Crew / GIS Technician – Performs route surveys, staking, and as-built mapping. CAD / Drafting Technician – Prepares construction drawings and revisions. Material Estimator / Procurement Specialist – Manages BOMs, materials, and logistics Foreman / General Foreman – Supervises crew operations. Equipment Operator – Operates trenchers, plows, excavators, and rigs. Laborer / Groundman – Assists with trenching, conduit placement, and site cleanup. Fiber Puller / Cable Installer – Pulls, lays, and secures fiber optic cable. Splicer / Fiber Technician – Performs fiber splicing, terminations, and testing. Pole Line Worker / Lineman – Installs aerial cable, anchors, and attachments. Traffic Control Technician / Flaggers – Manages public roadway safety during construction.
UMIAQ	Active	10	Professional Land Surveyors Mapping Professional Project manger GIS professional

13f. Please describe below the steps taken to ensure that workers on the project receive wages and benefits sufficient to secure an appropriately skilled workforce in the context of the local and regional labor market.

These requirements are written into the RFP and compliance and guidelines per procurement are part of the Contract In Force.

I. ANCHOR INSTITUTIONS	
Please provide Anchor Institution (AI) data for the current period only (not cumulative). Please add rows as needed.	
14a. Anchor Institution Name	These questions were answered via file upload. **File Uploaded with Responses:** Anchor Institutions Y3P1.xlsx
14b. Street Address	
14c. City	
14d. State	
14e. Type of Anchor Institution	
14f. Interconnection with 1,000 Feet of AI Enabling Gig Symmetrical Service	
14g. Narrative Description of how the Anchor Institution may benefit from the Grant Funded Infrastructure	

J. BROADBAND ACCESS KEY INDICATOR: SUBSCRIBERS AND SPEED										
Please use the following table to provide anticipated key indicators with the projected totals for each beneficiary category, access type and speed category for your infrastructure service or project. Except as indicated, information should be reported cumulatively from award inception through the end of the bi-annual period for Bi-Annual Indicators. Please write the number “0” if your project does not include this indicator. *** Period 1 ends September 30 and Period 2 ends March 31. Additional columns may be added for a Year 6, Period 1 or 2, Baseline if the Period of Performance is 5 years.										
PROJECTED NUMBER OF SUBSCRIBERS AND SPEED	**Year 1**		**Year 2**		**Year 3**		**Year 4**		**Year 5**	
ACCESS TYPE	**Period 1**	**Period 2**	**Period 1**	**Period 2**	**Period 1**	**Period 2**	**Period 1**	**Period 2**	**Period 1**	**Period 2**
15a. Anchor Institutions (AIs)* **										
15a-1. Total Number of AIs passed	0	0	0	0	0					
15a-2 Number of AIs within 1,000 feet of the middle mile infrastructure	0	0	0	0	0					

15a-3. Total number of AIs served	0	0	0	0	0					
15a-4. AIs with new access	0	0	0	0	0					
15a-5. AIs with improved access	0	0	0	0	0					
15a-6. Total number of AIs served with speeds of at least 1/1Gbps	0	0	0	0	0					
15b. Broadband Wholesalers or Last Mile Providers* **										
15b-1. Total number of broadband wholesalers or last mile providers served	0	0	0	0	0					
15b-2 Broadband wholesalers or last mile providers with new access	0	0	0	0	0					
15b-3. Broadband wholesalers or last mile providers with improved access	0	0	0	0	0					
15b-4. Total number of broadband wholesalers or last mile providers offering speeds of at least 25/3 Mbps	0	0	0	0	0					
15b-5. Total number of broadband wholesalers or last mile providers offering speeds of at least 100/20 Mbps	0	0	0	0	0					
15b-6. Total number of broadband wholesalers or last mile providers offering speeds of at least 1/1 Gbps	0	0	0	0	0					

K. BROADBAND ACCESS KEY INDICATOR: NETWORK BUILD PROGRESS

Please use the following table to provide anticipated key indicators and progress of your Infrastructure project. Except as indicated, information should be reported cumulatively from award inception through the end of the bi-annual period. Please write the number “0” if your project does not include this indicator.

*** Period 1 ends September 30 and Period 2 ends March 31. Additional columns may be added for a Year 6, Period 1 or 2, Baseline if the Period of Performance is 5 years.

NETWORK BUILD PROGRESS***	Year 1	Year 2	Year 3	Year 4	Year 5

KEY INDICATOR	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
16a. Total of new fiber miles (aerial or buried)	0	0	0	0	0					
16b. Total of fiber miles leased	0	0	0	0	127					
16c. Total of existing fiber miles upgraded	0	0	0	0	0					
16d. Total number of new microwave links	0	0	0	0	0					
16e. Total number of new towers	0	0	0	0	0					
16f. Total number of new interconnection points	0	0	0	0	0					
16g. Total number of signed agreements with broadband wholesalers or last mile providers	0	0	0	0	0					
16h. Total of potential agreements (i.e., agreements currently being negotiated) with broadband wholesalers or last mile providers (This Total should NOT be reported cumulatively)	0	0	0	0	1					

L. QUANTIFIABLE METRICS

Quantifiable Metrics - Section designed to assist with **reporting** and **audit** purpose to quantify how much progress was made and track the location of where the progress was made.

*** Period 1 ends September 30 and Period 2 ends March 31. Additional columns may be added for a Year 6, Period 1 or 2, Baseline if the Period of Performance is 5 years.

17a. Fiber Optic Based ***	Year 1	Year 2	Year 3	Year 4	Year 5

	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
17a-1. Is the fiber a buried/aerial or undersea application?	0	0	0	0	Buried and Subsea					
17a-2. Number of strands deployed	0	0	0	0	0					
17a-3. Number of miles of buried fiber deployed	0	0	0	0	0					
17a-4. Number of miles of aerial fiber deployed	0	0	0	0	0					
17a-5. Estimated capacity of fiber (i.e. throughput)	0	0	0	0	0					
17a-6. Deployment cost per mile of buried fiber optics	$0.00	$0.00	$0.00	$0.00	$0.00					
17a-7. Deployment cost per mile of aerial fiber optics	$0.00	$0.00	$0.00	$0.00	$0.00					
17a-8. Total Spent on Buried Fiber Deployment this reporting period	$0.00	$0.00	$0.00	$0.00	$0.00					
17a-9. Total Spent on Aerial Fiber Deployment this reporting period	$0.00	$0.00	$0.00	$0.00	$0.00					
17a-10. Total spent on Fiber Deployment this reporting period	$0.00	$0.00	$0.00	$0.00	$0.00					

17a. Fiber Optic Based *, Long Text Responses and File Uploads**	
Current Period (Year 3, Period 1)	
17a-11. Please provide any additional information about the Fiber Optic deployment (200 words or less)	N/A
17a-12. Please provide the digital mappings (e.g., CAD, Revit, KMZ, KML) for the new aerial fiber and buried fiber equipment installed during this reporting period.	

17b. Microwave Based ***	Year 1		Year 2		Year 3		Year 4		Year 5	
	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
17b-1. How many microwave nodes have been deployed?	0	0	0	0	0					
17b-2. How many microwave nodes are operating for reporting period?	0	0	0	0	0					
17b-3. Installation cost per microwavable node	$0.00	$0.00	$0.00	$0.00	$0.00					
17b-4. Number of new towers built to support microwave structure	0	0	0	0	0					
17b-5. If applicable, what type of tower was constructed (a) Monopole (b) Self-Support, (c) Guyed, or (d) Other during this reporting period?	N/A	N/A	N/A	N/A	N/A					
17b-6. Average cost per tower installed	$0.00	$0.00	$0.00	$0.00	$0.00					
17b-7. Total spend on Tower deployment this reporting period	$0.00	$0.00	$0.00	$0.00	$0.00					
17b-8. Total spend on microwave deployment this reporting period	$0.00	$0.00	$0.00	$0.00	$0.00					

17b. Microwave ***, Long Text Responses and File Uploads	
Current Period (Year 3, Period 1)	
17b-9. If you answered "Other" to question 17b-5 or if it is a combination of multiple types, please provide a detailed narrative description detailing what type of tower or what combination of towers is used for the project and the associated costs. (200 words or less).	0
17b-10. Please provide the digital mappings (e.g., CAD, Revit, KMZ, KML) for the microwave nodes created during this reporting period.	

17c. Satellite ***	Year 1		Year 2		Year 3		Year 4		Year 5	
	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
17c-1. What satellite provider is being used?	0	0	0	0	0					
17c-2. What is the estimated capacity of the satellite link (i.e. throughput)?	0	0	0	0	0					
17c-3. What is the associated cost to use this satellite service?	$0.00	$0.00	$0.00	$0.00	$0.00					

17c. Satellite ***, Long Text Responses and File Uploads	
Current Period (Year 3, Period 1)	
17c-4. Please provide any additional information about the Satellite deployment (200 words or less)	0
17c-5. Please provide the digital mappings (e.g., CAD, Revit, KMZ, KML) for the satellite network accessed during this reporting period.	

Certifications
18. Please provide certification evidencing compliance with Federal labor and employment laws along with the requirements of Infrastructure Investment and Jobs Act and Middle Mile Grant Program, for the bi-annual period for which this report is being filed.
I certify that Quintillion is in compliance with Federal labor and employment laws along with the requirements of the Infrastructure Investment and Jobs Act and Middle Mile Grant Program, for the bi-annual period for which this report is being filed.
19. Please provide certification evidencing compliance with the Build America, Buy America Act. The Build America, Buy America Act requires that all of the iron, steel, manufactured products (including but not limited to fiber-optic communications facilities), and construction materials used in the project or other eligible activities are produced in the United States unless a waiver is granted.
I certify that Quintillion is in compliance with the Build America, Buy America Act. **File Uploaded:** QSH Parent Holdco Inventory report Y3P1.xlsx

20. I certify to the best of my knowledge and belief that this report is correct and complete for performance of activities for the purposes set forth in the award documents.	
20a. Typed or Printed Name and Title of Authorized Certifying Official:	Michael McHale
20b. Signature of Certifying Official:	Michael McHale
20c. Telephone (area code, number and extension):	3038833599
20d. Email Address:	mmchale@quintillionglobal.com
20e. Date:	11/17/2025