**Risk Factors Comparison 2024-03-15 to 2023-03-15 Form: 10-K**

**Legend:** **New Text** ~~Removed Text~~ Unchanged Text Moved Text Section

In addition to the other information contained in, or incorporated by reference into, this Report, you should carefully consider the risks described below that could materially affect our business, financial condition, or future results. These risks are not the only risks facing us. Additional risks and uncertainties not presently known to us or that we currently believe are immaterial also may materially adversely affect our business, financial condition and / or results of operations. Operational Risks ~~There can be no assurance that we will be able to successfully prevent a material security breach stemming from future cyberattacks or avoid major outages caused by such an attack or breach.Our inability to operate our network,facilities and back- office systems as a result of such events,even for a limited period of time,may result~~ in significant expenses and impact the timely and accurate delivery of our services or other information. **Among the other factors that may also cause interruptions in service or reduced capacity for our customers include power loss,increasing reliance on cloud- storage providers (which may themselves be subject to cyberattack or breach),capacity limitations,software defects and breaches of security by computer viruses,break- ins or otherwise.With respect to cyber security** ~~There~~ **there** has been an increase in ransomware attacks in recent years.Telecommunications providers,including vendors to providers,are increasingly being targeted by cyber criminals.These attacks are not always seeking data about their own business,but access to the data of market participants in potentially more lucrative industries.Disruptions in our networks and the unavailability of our services or our inability to efficiently and effectively complete necessary technology or systems upgrades,or conversions could lead to a loss of customers,damage to our reputation and violation of the terms of our licenses and contracts with customers.Additionally,breaches of security may lead to unauthorized access to our customer or employee information processed and stored in,and transmitted through,our IT systems.We may be required to expend significant additional resources to modify our protective measures or to investigate and remediate vulnerabilities or other exposures arising from operational and security risks,including notification under data privacy laws and regulations,and we may be subject to litigation,regulatory penalties and financial losses.These failures could also lead to significant negative publicity ~~.~~ We are reliant on government funding to ~~comply with~~ **execute on** the FCC' s ~~"~~ Replace and Remove ~~"~~ program. The FCC' s governmental restrictions on the procurement of equipment from certain ~~Chinese~~ vendors ~~will~~ **has** ~~result~~ **resulted** in a costly network replacement build in our western United States operations that ~~, if not offset~~ **is funded in part** by **the** ~~government support, could adversely affect our results of operations. The~~ FCC **' s Replace and Remove** ~~has established a Supply Chain Reimbursement~~ Program ~~to provide such support~~ **. In July 2022** , **the FCC approved** ~~for which several of~~ our ~~operating~~ **eligible** subsidiaries **' participation in** ~~submitted applications for funding allocations. On July 18, 2022,~~ the ~~FCC~~ **program but also** announced that the total amount of approved costs for which reimbursement was sought by all applicants was ~~approximately $ 5. 6 billion,~~ far in excess of the **amount** ~~$ 1. 9 billion~~ appropriated by Congress. Because demand for program support exceeded available funding, the FCC was required by statute to implement a prioritization scheme and allocate funding on an equal but prorated basis. Accordingly, per its rules, the FCC developed a pro- rata allocation factor of approximately 40 % **. See US Federal Regulation – FCC Replace and Remove Program** ~~of the funds requested for reimbursement, including with respect to our subsidiaries~~ . Congress is considering appropriating additional funding to meet the total demand for reimbursement, but we cannot predict whether or when such additional funding will be allocated, or how much **, if any, will be allocated** . Thus, we cannot predict whether there will be sufficient available funding to reimburse our subsidiaries for all of their **approved** costs in this context. Any shortfall in available funding could have an adverse impact on our ability to replace **, remove, and dispose of** covered equipment in satisfaction of our regulatory obligations ~~. In addition~~ , **on our cash flows, or on our results of operations** ~~companies that were awarded a funding allocation are not guaranteed to receive that funding~~ . Once funds are allocated, recipients can then draw down funds upon proof of actual expenses incurred by filing a request for the reimbursement of specific expenses. We cannot predict whether and to what extent the FCC or the administrator on which it relies to administer the reimbursement program will approve our subsidiaries' requests for the specific reimbursement of costs. If we are not successful in receiving the amount of funds that is necessary to remove **, replace, and dispose of** equipment from restricted vendors or are unable to complete the removal ~~and~~ **,** replacement ~~in~~ **, and disposal within** the **required timeframes** ~~time frame specified in any final rules~~ , or have underestimated the cost of replacement, it could adversely impact our ability to operate, maintain or expand our domestic network infrastructure. **Companies that were awarded funding must complete the removal, replacement, and disposal of Covered List equipment and services in their networks within a year of their initial funding disbursements. All of our participating subsidiaries one- year project completion deadlines are in 2024. However, delays due to factors such as supply- chain issues, delayed approval of reimbursement requests, the underfunding of the program, and other external circumstances could prevent our subsidiaries from meeting these timelines. Under the FCC' s rules, program participants can seek extensions of their deadlines, or the FCC can grant a blanket extension for all participants. Because of the prevalence of Chinese vendor equipment in our US network, we believe meeting this time based requirement will be difficult without additional time to complete, especially if the FCC is unable to lessen or eliminate the shortfall in reimbursement funding.** We **cannot predict whether** ~~rely on a limited number of key suppliers~~ and ~~vendors~~ **to what extent the fund administrator will approve our subsidiaries' requests** for the ~~timely supply~~ **specific reimbursement** of ~~handsets, accessories, equipment and services relating to our network or facility infrastructure. Changes in import tax policy or trade relations, interruptions in our supply chain or increased commodity or supply chain~~ costs ~~could adversely affect our results of operations. Like other companies globally~~ , we continued to face major supply chain...... us at a disadvantage in terms

of whether we will **obtain additional necessary extensions,** ~~get access to the newest technologies at the same time as our~~ - **or whether we can complete our participation** ~~competitors, as well as a financial disadvantage~~ in ~~terms of~~ **the program within the timelines set by the FCC. 17Finally,** ~~the~~ **there is a risk** ~~ability to achieve economies of scale and receive commensurate discounts~~ that **the FCC** may **continue** ~~be available~~ to **enumerate requirements** ~~our~~ - **or** ~~competitors~~ **change stated rules** . ~~Our inability to provide a competitive retail device lineup or~~ **For example, if the FCC were** to **add** ~~acquire network technology on~~ a ~~cost effective basis could materially impact our ability to attract~~ new **company to the Covered List** ~~customers and retain existing customers. A large portion~~ of ~~our~~ **foreign companies whose telecommunications** equipment **are subject to usage restrictions that** ~~is sourced, directly or indirectly, from outside the United States, and major changes in tax policy or trade relations, such as~~ **has** ~~the disallowance~~ **provided a significant amount** of **equipment to** ~~tax deductions for imported products or~~ **our subsidiaries** ~~the imposition of additional tariffs or duties on imported products~~ , ~~could also adversely affect~~ **we cannot predict how** our business , results of operations, effective income...... There can be no assurance that we will be **impacted** ~~able to successfully prevent a material security breach stemming from future cyberattacks or avoid major outages caused by other factors. Our inability to operate our~~ - **or what sort** ~~network, facilities and back- office systems as a result~~ of **adverse consequences** ~~such events, even for a limited period of time,~~ may result in significant expenses and impact the timely...... could also lead to significant negative publicity . Inclement weather, changes in meteorological conditions and other natural disasters may materially disrupt our operations. Many of the areas in which we operate have experienced severe weather conditions including hurricanes, tornadoes, blizzards, fires, damaging storms, floods and earthquakes. Such events may materially disrupt and adversely affect our business operations **. Major** ~~, such as the impacts of the~~ hurricanes ~~in~~ **have hit** the US Virgin Islands ~~in 2017~~ , ~~which we assessed caused damage and losses to our fixed and mobile networks of approximately $ 100 million in operating losses and network rebuilding costs prior to insurance and any other recovery assistance. Major hurricanes have also passed directly over~~ Bermuda **,** and Cayman several times in the past decade, causing damage to our network and to the ~~island' s~~ infrastructure **on the islands** . Guyana and Cayman have each suffered from severe rains and flooding in the past as well. **In Alaska, our** ~~With the addition of business~~ operations ~~in Alaska, our company operations now~~ face ~~increased~~ earthquake, volcanic, fire and winter storm risk. These types of events can also cause major disruption and harm to the communities and markets we serve ~~, compounded~~ **and where our employees live. This risk to our company is heightened** by the fact that many of our service areas have limited emergency ~~responses~~ - **response** assets and may be difficult to reach in an emergency situation ~~,~~ which ~~can have~~ **may delay service restoration in** a ~~material adverse effect on~~ **critical time following a natural disaster** ~~our~~ - **or** ~~business~~ **other disruptive event** . In addition, the impacts of climate change may exacerbate the risk of significant damage in the areas in which we operate ~~,~~ if the frequency or duration of more intense weather events increase. We cannot be sure that these types of events will not have an impact in the future or that we can procure insurance coverage against these types of severe weather and geological events under reasonable business terms and conditions, or that any insurance coverage we are able to maintain will **fully fund the replacement of assets and** adequately compensate us for all damage and economic losses resulting from natural catastrophes. In addition, it may take significant time to return to pre- disaster levels following any such meteorological or geological event. If we are unable to restore service on a timely and cost- effective basis, it could harm our reputation and have a material adverse effect on our business, financial condition or results of operations through continued loss of revenue and customer attrition to our competitors. ~~24Our~~ -- **Our** inability to recruit and retain experienced management and technical personnel could adversely affect our results of operations and our ability to maintain effective internal controls. The success of our business depends on the ability of our executive officers and the officers of our operating units to develop and execute on our business plan, and to identify and pursue new opportunities and product innovations, as well as on our ability to attract and retain these officers and other highly qualified technical and management personnel. **We** ~~If our executive officers and the officers of our operating units are not able to execute on our business plan, this could adversely affect our business, financial condition and results of operations. Furthermore, we~~ believe that there is, and will continue to be, strong competition for qualified personnel in the communications industry and in our markets ~~,~~ and we cannot be certain that we will be able to attract and retain the personnel necessary for the development of our business. The shift to remote work, precipitated by the COVID- 19 pandemic, seems to have exacerbated that competition and may continue to impact the labor pool and labor costs in many of our markets. **We** ~~While our shift to remote work was successful, we~~ have found that ~~it~~ **remote work** creates added challenges and costs with respect to employee engagement and productivity. ~~As~~ **Nonetheless, as** labor demands in certain key markets exceed the supply of eligible workers ~~, however~~ , we may increasingly need to rely on remote workers to fill open positions. We rely heavily on local management to run our operating units. Many of the markets in which we operate are small and remote, and in some cases are subject to government restrictions on granting work visas, which could make it difficult for us to attract and retain talented and qualified managers and staff in those markets. The loss of key personnel or the failure to attract or retain personnel with the sophistication to run complicated communications equipment, networks and systems could have a material adverse effect on our ability to maintain effective internal controls, and on our business, financial condition and results of operations. Given the current labor economy, it may become increasingly difficult to find the right people to fill management roles. We do not currently maintain “ key person ” life insurance on any of our key employees and none of the executives at our parent company have executed employment agreements requiring a specified time period of service. **18We are increasingly reliant on government funding which brings compliance obligations and a risk that a change in federal or state funding could materially and adversely impact the financial position and results of operations of certain of our subsidiaries. We are increasingly focused on winning or obtaining government awards and funding. In the western United States, we are using government awards to both enable our expanded carrier service initiative and grow the footprint of our network. We receive federal and state universal service revenues to support our wireline operations in high- cost areas in Alaska, the US Virgin Islands, and in the western United States. We receive US government funding and awards from numerous other sources, including: ACP, E- rate, EACAM, RHC program,**

**Tribal Broadband Connectivity, CAF II, and RDOF. Each government award or support imposes explicit conditions regarding operational requirements, timelines and deployment of service, and required reporting, each that require strict compliance. Administrative and operational expertise is required to meet the growing number of government award programs that we have been awarded. If we are unable to meet the terms of the awards, our funding may be subject to claw back in addition to other consequences. There can be no assurance that we will continue to meet our myriad of government obligations in a capital- efficient manner. For example, under the USF, if we fail to meet our buildout and service obligations, or if we require substantial additional capital expenditures in order to meet the obligations under the timeline required, or if the relevant government agencies reduce funding availability, our revenue, results of operations, and liquidity may be materially adversely impacted. Finally, there is uncertainty regarding any future levels of these revenues, as the government may choose to decrease or cease funding certain programs. For example, the ACP program is currently slated to end in the second quarter of 2024. ACP funding subsidizes the cost of our broadband services for low- income consumers, so some of our customers may be unable to afford services after the end of this program and we may lose subscribers in our US markets. There can be no assurance that government support will continue at its current levels and decreases or loss in certain programs may have a materially adverse impact on our revenues. Network outages could have an adverse effect on our business. Network outages could have a material adverse effect on our business and can be caused by a myriad of incidents, including aging or faulty infrastructure, natural disasters, and third party outages, such as power loss. Risk for network outages increases with increased reliance on cloud- storage providers, which may themselves be subject to cybersecurity breaches, capacity limitations, software defects and more. In addition, much of our underlying physical infrastructure (particularly in Guyana and Alaska), including buildings, fleet vehicles and related systems and equipment, has been in service for an extended period of time.** We may not be able to ~~timely and effectively meet our obligations to AT & T related to its partnership with the First Responder Network Authority. On July 31, 2019, we, through our wholly owned subsidiary, Commnet Wireless, entered into a Network Build and Maintenance Agreement with AT & T Mobility LLC (" AT & T "), pursuant to which Commnet will engineer, construct, commission, and maintain a radio access network (" RAN ") for AT & T for its commercial use and also in support of AT & T' s public / private partnership with the First Responder Network Authority (" FirstNet Authority "). In connection with the Network Build & Maintenance Agreement, we are required to build a network in portions of several states in accordance with AT & T' s detailed specifications by specified milestone dates and thereafter, to maintain the network in accordance with certain quality metrics. Such services are structured as a set cost agreed upon with AT & T, to be paid over the initial eight- year term of the Network Build and Maintenance Agreement. AT & T has the right to terminate this agreement, including its obligation to pay for ongoing maintenance of the sites, in the event that Commnet fails to meet certain milestones or completion dates with respect to the construction of the sites, or fails to meet certain quality metrics and service level agreements (" SLAs ") with respect to maintenance services for the built sites. Our ability to meet required milestones and completion dates and perform the SLAs is dependent on a variety of factors, including: ● our ability to procure equipment and negotiate favorable payment and other terms with suppliers; ● our ability to effectively manage the construction of each of the cell sites, including securing reliable and efficient field construction resources; and ● our ability to cost effectively and reliably deliver and manage the network in accordance with SLAs for both the AT & T commercial and FirstNet Authority networks. In addition, construction of the cell sites may be also adversely affected by circumstances outside of our control, including inclement weather, adverse geological and environmental conditions, a failure to receive regulatory approvals or necessary permits on schedule or third- party delays in providing supplies and other materials. The processing of 25necessary regulatory approvals and permits has been particularly disrupted by delays in government offices, attributable to COVID- 19 shutdowns which created a backlog of applications. While government employees are returning to work in government offices, they are still working to catch up on the backlog of applications that have been submitted for approval since 2020. Any construction setbacks or delays could be costly and have a material adverse effect on our ability to perform under the time conditions and strict budget required under the Network Build and Maintenance Agreement. To date, while we' ve worked collaboratively with AT & T to extend our obligations due to these and other circumstances outside our control, we may not be able to negotiate further extensions, and even if we do, we may continue to face the problems above (or others) that could delay or performance. If AT & T were to terminate the Network Build & Maintenance Agreement, this could have a material adverse impact on our prospects and results of operations in our US Telecom segment as we would have incurred costs to construct the sites, but might not be fully compensated for the construction of the sites through the initial term of the Agreement. As we successfully complete construction of individual sites in addition to the 265 sites built as of December 31, 2022, the likelihood and impact of this risk decreases. Outages due to aging or faulty equipment could have an adverse effect on our business. Much of our underlying physical infrastructure (particularly in Guyana and Alaska), including buildings, fleet vehicles and related systems and equipment, has been in service for an extended period of time. We may not be able to~~ adequately fund the maintenance and replacement of this infrastructure on a basis timely enough to avoid material outages **, or accurately predict equipment failure rates** , or be able to locate replacement parts or spares to repair existing equipment due to its age. Any **network** outage ~~caused by faults in our aging equipment or unaddressed maintenance costs~~ could negatively impact our operations, including the provision of service to ~~its~~ **our** customers **,** and could result in adverse effects to our financial condition **and reputation. These outages could also lead to significant negative publicity** . We ~~may have difficulty securing video~~ **rely on a limited number of key suppliers and vendors for the timely supply of handsets, accessories, equipment and** services **relating** ~~content from third parties desirable~~ to **our network** ~~our~~ - **or** ~~customers~~ **facility infrastructure. Changes in import tax policy or trade relations, interruptions in our supply chain or increased commodity or supply chain costs could adversely affect our results of operations. Like other companies globally, we continued to face major supply chain disruptions across our business in early 2023, which led to increased costs and delays. While supply chain reliability improved during 2023, we**

continue to monitor other supply chain risks such as inflationary trends, availability of materials and services based on business the subsidized dollars available for telecommunications companies in the US 2022,which led to increased costs and delays .We depend on a limited number of suppliers for equipment and services relating to our network infrastructure,mobile handset lineup,and our back- office IT systems infrastructure.If these suppliers experience interruptions or other problems delivering equipment to us on a timely basis,our subscriber or revenue growth and operating results could suffer significantly.In addition,our retail wireless businesses depend on access to compelling handset devices at reasonable prices on the primary and secondary markets.The size of our business relative to many of our competitors puts us at a disadvantage in terms and conditions favorable to us. We have secured licensing agreements with numerous content providers, but the success of whether we will get our video services operations depends on our ability to access an attractive selection of video programming from content providers on terms and pricing favorable to us. Our inability to provide the newest technologies content desired by our subscribers on satisfactory terms or at all could result in reduced demand for, and lower revenue from, our cable operations that may not offset the typically large subscription fees that we pay for these -- the same time services. In certain cases, we may not have satisfactory contracts in place with the owners of our distributed content, leading to such parties' desire for increased renewed contractual pricing or leading to disputes with such parties including claims for copyright or other intellectual property infringement. The ongoing COVID- 19 pandemic has - as had, and may in the future have, an adverse effect on our competitors business and results of operations. The COVID- 19 pandemic has resulted in and will likely continue to result to varying degrees in disruptions to the global economy , as well as a financial disadvantage in terms of the ability to achieve economies of scale and receive commensurate discounts that may be available to our competitors. Our inability to provide a competitive retail 19device lineup or to acquire network technology on a cost effective basis could materially impact our ability to attract new customers and retain existing customers. A large portion of our equipment is sourced, directly or indirectly, from outside the United States, and major changes in tax policy or trade relations, such as the disallowance of tax deductions for imported products or the imposition of additional tariffs or duties on imported products, could also adversely affect our businesses -- business , results supply chains and capital markets around the world. We are continuing to monitor and assess the ongoing effects of the COVID- 19 pandemic on our operations in 2023. Impacts to our business have included restrictions placed on travel and movement which have resulted in business interruptions to our business , effective income tax rate delays in receipt of governmental approvals and permits , liquidity and net income. The increase in geopolitical tensions only heightens the risk of supply chain shortages and delays in the procurement process causing delays in our scheduled build plans , including especially with respect to sourcing equipment planned fiber optic installations and maintenance in our Caribbean markets and our ongoing construction pursuant to the FirstNet Transaction. Any prolonged interruption in the future could negatively impact our ability to complete planned construction projects on our telecommunications network. For more information about the risks to our business with respect to failure to perform under the FirstNet Transaction, see " Operational Risks-- We may not be able to timely and effectively meet our obligations to AT & T related to its partnership with the First Responder Network Authority. " 26Strategic RisksWe may not be able to effectively transform the business model of our legacy US Telecom business. Historically, a large portion of our revenue has been derived from Europe carrier services in our - or US Telecom segment. A substantial portion of this revenue was generated from three -- the Middle East national wireless service providers in 2022, however, during this time period, revenues from carrier services have declined due to our mutual agreement with our carrier customers to lower rates in exchange for pricing certainty in longer term contracts, our customers' decisions to overbuild our network, and the consolidation of national wireless service providers (thereby eliminating one or more former carrier customers) . Strategic As wholesale roaming on the majority of our US network continues to decline, we will offset that revenue by providing maintenance and expanded carrier services (including more leasing and transport services) to other carriers to offset lost revenue, albeit at lower operating income margins due to the increased RisksIncreased operating expenses associated with leasing and transport services, as compared to our wholesale mobile roaming services. In addition, we are increasingly focused on winning or obtaining government awards and funding (including the Remove and Replace program) to both enable our expanded carrier service initiative and grow the footprint of our network. There can be no assurance, however, that we will be able to successfully transform our legacy US Telecom business to support additional carrier services product offerings or expand our retail and commercial subscriber base in our US Telecom segment. If we are unable to offset the continued decline in our carrier services revenue by expanding and diversifying our sources of revenue it may have a material adverse effect on our results of operations and financial condition. Increased competition may adversely affect growth, require increased capital expenditures, result in the loss of existing customers and decrease our revenues. Over the last decade, an increase in competition in many areas of the telecommunications industry has contributed to a decline in prices for communication services, including mobile wireless services, local and long- distance telephone service and data services. Competition in the markets in which we operate has increased in recent years due to a number of governmental and economic factors. For example: ● In Guyana, the government' s issuance instance , several of our licenses for national and international voice and data traffic has allowed for legal competition - competitors in the market. In addition, there are launching 5G services, which is causing us signs that Guyana' s rapidly growing economy may lead to undertake more investment and - an analysis , potentially new entrants, into the country' s telecommunications market. ● Across the United States, increased government spending, particularly in broadband infrastructure, for example as a result of the current administration' s" Internet For All " campaign and the Replace and Remove program has the potential to alter the how much capital is needed to stay competitive landscape, as new market entrants seek to capture government funds . In addition, we will face increased competition securing construction crews and equipment with the increased number of construction projects across the United States spurred on by these government awards. ● In Bermuda, the regulator has declared our telecommunications company " dominant " in certain sectors, which may negatively impact our ability to compete in the market, though we are disputing the process and authority. ● Increased competition, whether from new entrants or increased capital

investment by our competitors in their existing networks, will make it more difficult for us to attract and retain customers in our small markets, which could result in lower revenue and cash flow from operating activities. ~~27We We may not be able to timely and effectively execute on several key initiatives across multiple jurisdictions.~~ Major business initiatives are underway with respect to improvement in mobile and other retail sales in all markets,digitization of internal processes to allow for quicker response time to customer requirements,modernization of existing internal processes in select markets and revising the strategy of some of our US Telecom businesses to develop additional revenue streams,including the substantial construction and support undertakings of the FirstNet project and ~~the~~ Replace and Remove program.Each of these requires significant oversight from senior management to aid in- market teams,and many of these projects are underway simultaneously in different locations.Execution on multiple simultaneous and transformational initiatives will require in ~~-~~depth management attention in multiple jurisdictions to capitalize on growth in the US Virgin Islands,economic growth in Guyana, ~~and~~ the ongoing shift in business focus in US Telecom **and the integration of both Alaska Communications and our newly acquired New Mexico-based subsidiary,Sacred Wind** . **28Regulatory RisksThe** may have difficulty funding multiple opportunities across our businesses. Historically, we have funded our capital expenditures and transactional matters from a combination of cash on hand, cash from operations, and limited incurrence of debt. **With** ~~As discussed above,~~ our **strategy** ~~US Telecom segment is in the midst~~ of ~~a~~ **increased and focused capital expenditures across our** business ~~transformation~~ **,** and **the** ~~may need significant funding as we seek to grow our fiber network and capacity. With~~ acquisitions ~~made in~~ **of Alaska Communications and Sacred Wind, over** the last ~~two~~ **three** years ~~,~~we have substantially decreased our cash reserves and increased our leverage on a consolidated basis. **Beginning in 2022, we invested in higher- than- average capital expenditures to support our strategies of " First- to- Fiber " and " Glass & Steel ™ " in all our businesses.** We ~~may~~ have **made a strategic decision to reduce capital investments in 2024 and return to more normalized levels beginning in** ~~other~~ -- **the 2025 year. Our ability to support multiple organic and inorganic growth** opportunities ~~to inorganically grow our businesses and our team actively evaluates potential acquisitions, investment opportunities and other strategic transactions, both domestic and international, that have the potential for generating steady excess cash flows over extended periods of time. Any such transactions~~ may be **limited by** ~~accomplished through the payment of cash, issuance of shares of our capital stock or~~ **our liquidity resources** ~~incurrence of additional debt, or a combination thereof~~ . How and when we deploy our balance sheet capacity will figure prominently in our longer- term growth prospects and stockholder returns. To support multiple simultaneous growth opportunities, we may need to raise additional capital or incur additional debt to fund our future operations or investment opportunities. We cannot provide any assurances that we will be able to secure additional funding from public or private offerings on terms acceptable to us, if at all. If we are unable to obtain the requisite amount of financing, we may have to forgo opportunities to strategically grow our business. **Regulatory RisksRegulatory** ~~Rapid and significant technological~~ changes ~~in the telecommunications industry~~ may **impose restrictions that** adversely affect us **or cause us to incur** ~~. Our industry faces rapid and~~ significant **unplanned costs in modifying our business plans or operations. We are subject to US federal, state, and local regulations and foreign government regulations, all of which are subject to** ~~changes~~ - **change** ~~in technology~~ **. As new laws and regulations are issued or discontinued, we may be required to materially modify our business plans or operations. We cannot be certain** that ~~directly impact~~ **we can do so in a cost- effective or timely manner. The interpretation and implementation of the various provisions of the Communications Act and the FCC rules implementing the Communications Act continue to be heavily debated and may have a material adverse effect on** our business **. FCC regulatory activity** ~~, including the following: ● migration to new- generation services such as~~ **has increased in 2023** ~~" 5G " network technology; ● introduction of new telecom delivery platforms such as next generation satellite services; ● development of data~~ and **2024, particularly in connection with** broadband ~~capabilities and rapidly expanding demand for those capabilities; ● increased reliance on third-party cloud storage providers for data storage; and ● consolidation among service providers within the industryFor us to keep pace with these technological changes and remain competitive, at a minimum we must continue to make significant capital expenditures to add to our networks' capacity, coverage and technical capability~~ . We cannot predict **how increased regulatory activity at** the **FCC will impact** ~~effect of technological changes on~~ our ~~business~~ **businesses** . **Our international operations are subject** ~~Alternative or new technologies may be developed that provide communications services superior~~ to **similar regulations,** ~~those~~ -- **the** ~~available from us~~ **interpretation and implementation of which are also often debated** , **and** which may ~~adversely affect our business. Failure to provide these services or to upgrade to new technologies on a timely basis and at an acceptable cost, or to secure any necessary regulatory approvals to roll out such new technologies on a timely basis all could~~ have a material adverse effect on our ~~ability~~ **business. For instance, in 2020, the Government of Guyana formally implemented telecommunications legislation that introduces material changes** to ~~compete~~ **many features of Guyana' s existing telecommunications regulatory regime that impact our operations, administrative reporting and services. There can be no assurance that these regulations will be effectively or uniformly administered and Guyana remains a high-risk environment due to economic, political, and judicial uncertainty. Our interpretations of our obligations in the United States and our international jurisdictions may differ from those of regulatory authorities. Both federal and state regulators, as well as international regulators, require us to pay various fees and assessments, file periodic reports and comply** with ~~carriers in~~ **various rules regarding** our **consumer** ~~markets~~ **marketing practices and the contents of our bills, on an on- going basis** . ~~We~~ **If we fail to comply with these requirements, we** may **be subject to fines or potentially be asked to show cause as to why our licenses to provide service should** not be **revoked** ~~able to timely and effectively execute on several key initiatives across multiple jurisdictions~~ . **The** Major business initiatives are underway with respect...... subsidiary, Sacred Wind. 28Regulatory RisksThe Rural Health Care program in Alaska is being audited by USAC, and we may be subject to forfeiture or fine. Alaska Communications participates in the Universal Service ~~Administration~~ **Administrative** Company' s (" USAC ") Rural Health Care universal service fund (" USF ") program and received inquiries and requests for information from USAC, which ~~administers~~ **21administers** the program, in connection with both current funding requests and, beginning with a

letter dated June 2, 2017 from USAC’ s auditors, prior period support payments. After Alaska Communications responded to the initial request for information about support payments prior to 2017, USAC’ s auditors asked Alaska Communications to comment on some preliminary audit findings, and it responded with a letter dated December 21, 2018. On February 24, 2020, Alaska Communications received a draft audit report from USAC that alleges violations of the FCC’ s rules for establishing rural rates and urban rates, the provisioning and billing of ineligible services and products, and violations of the FCC’ s competitive bidding rules. Alaska Communications also received a Letter of Inquiry on March 18, 2018, from the FCC Enforcement Bureau requesting historical information regarding its participation in the FCC’ s Rural Health Care program. In response, Alaska Communications produced voluminous records throughout 2018 and into the first quarter of 2019. On November 5, 2019 and January 22, 2021 Alaska Communications received additional letters from the FCC Enforcement Bureau requesting additional information, to which it responded. To date, Alaska Communications has been working with the FCC ~~’ s~~ Enforcement **Bureau** to provide it the information it is seeking **,** and has engaged in discussions with respect to the investigation. Similar audits and investigations of other companies have resulted in the FCC recouping certain previously awarded support funds, which could have a material adverse effect on our business, financial position, results of operations, and liquidity. Any adverse outcome with respect to the FCC Enforcement Bureau’ s inquiry may have an adverse impact **on** our business, financial condition, results of operations, or liquidity ~~. Any change in federal or state funding could materially and adversely impact Alaska Communications’ financial position and results of operations. Alaska Communications historically received federal high- cost universal service payment revenues to support its wireline operations in high- cost areas. In 2011, the FCC released a Transformation Order that established a new framework for high- cost universal service support for price capped carriers. The new framework replaced existing support mechanisms that provide support to carriers that serve high- cost areas. The new support mechanism, the Connect America Fund (“ CAF ”), imposes service obligations that are focused on broadband Internet access services. In October 2016, the FCC released its order establishing the requirements of CAF II (“ CAF II ”) for price cap carriers in Alaska — specifically Alaska Communications, the only price cap carrier in Alaska. Under the CAF II order, we receive approximately $ 19. 7 million annually in Alaska through December 31, 2025, subject to explicit broadband deployment conditions. Funding under the new program generally requires Alaska Communications to provide broadband service to unserved locations throughout the designated coverage area by the end of a specified build- out period and meet interim milestone build- out obligations. As a result, while Alaska Communications currently expects its high- cost USF support revenue to be relatively unchanged for the next three years, it also expects the FCC to enact substantial changes regarding our high- cost support after 2025. There can be no assurance that Alaska Communications will meet its CAF II obligations utilizing the delivery of broadband Internet access using a fixed wireless platform in a capital- efficient manner, and there is uncertainty regarding the future level of revenue as well as the future obligations tied to this funding. If Alaska Communications fails to meet its obligations under the CAF II order, or requires substantial additional capital expenditures in order to meet the obligations under the timeline required, its revenue, results of operations and liquidity may be materially adversely impacted. 29Changes in USF funding could have an adverse impact on our financial condition or results of operations in the US Virgin Islands. Viya, our subsidiary operating video, internet, wireless and landline services in the US Virgin Islands, has historically received, through December 31, 2020, high- cost USF support in the US Virgin Islands of approximately $ 16. 4 million per year. In addition, after the devastation caused by the Hurricanes Irma and Maria in September 2017, the FCC provided approximately $ 15. 4 million in accelerated USF support and in fixed and mobile recovery support through August 2018. The FCC, in response to the damage caused by the hurricanes and as part of its general USF reform, established a Connect USVI Fund that replaced the legacy high- cost USF support for the US Virgin Islands that Viya historically has been awarded. In November 2020, the FCC announced the award of the Connect USVI Fund for all of the US Virgin Islands to Viya’ s competitor in the amount of approximately $ 8. 6 million per year for a term of 10 years. Pursuant to the terms of the program, Viya’ s USF spending was reduced in July 2021 to approximately two- thirds of the legacy total amount, or $ 10. 9 million, and will be reduced again in July 2022 to approximately one- third of the legacy total amount, or $ 5. 5 million, through July 2023. Thereafter, Viya will not be eligible for high- cost USF support. However, in October 2022, the FCC proposed to extend this support at the $ 5. 5 million per year level to December 31, 2025, and sought comment on this proposal. The FCC has not yet taken action on its proposal, and we cannot predict whether the FCC will extend this support and, if so, what amount the FCC will provide and for how long. This reduction in the overall amount of USF support we receive as a result of the Connect USVI Fund proceeding relative to historical levels of high- cost USF support we have received negatively affects our efforts to build, maintain and operate networks in the US Virgin Islands and our ability to provide services previously supported by USF funds. Although Viya is currently undertaking a review and reassessment of its business plan to consider the extent to which we will provide further investment or operational resources to Viya or the territory, this could have an adverse effect on our business, financial condition or results of operations in our International Telecom segment. In addition, in December 2022 we filed a Petition for Forbearance with the US Virgin Island Public Services Commission (“ PSC ”) requesting the PSC to largely deregulate Viya’ s operations. The PSC initiated a proceeding to consider the Petition and held initial hearings in January and February of 2023. Although we cannot predict the outcome or timing for this proceeding, if the PSC approves the Petition, we will be subject to substantially less regulation in the US Virgin Islands, which we believe will provide a material benefit to our wireline telecommunications operations and competitiveness there, but, absent such deregulation, there can be no assurance that any revised business plan will offset or reduce the loss of revenue, customer attrition and increased competition as a result of the cessation of high- cost USF funding. The FCC and other agencies continue to revisit and revise rules related to U. S. national security. The regulatory landscape with respect to U. S. national security in the telecommunications space is fluid and unpredictable. We cannot predict how this regulatory environment may change and how any such changes may impact our business. For example, the FCC continues to update the Covered List of foreign companies whose telecommunications equipment are subject to usage restrictions based on national security determinations made by Congress and enumerated federal~~

sources. If the FCC were to add a new company to that list that has provided a significant amount of equipment to our subsidiaries, we cannot predict how our business will be impacted or what sort of adverse consequences may result. Similarly, we cannot predict whether the FCC, another agency, or Congress will adopt further regulatory requirements related to national security, such as additional restrictions on the type of equipment we may use, and whether or how any such requirements may adversely impact our business. Regulatory changes may impose restrictions that adversely affect us or cause us to incur significant unplanned costs in modifying our business plans or operations. We are subject to US federal, state, and local regulations and foreign government regulations, all of which are subject to change. As new laws and regulations are issued or discontinued, we may be required to materially modify our business plans or operations. We cannot be certain that we can do so in a cost- effective or timely manner. Our operations in the United States are subject to the Communications Act of 1934, as amended, including via the Telecommunications Act of 1996 (" Communications Act ") and the FCC' s implementing regulations, as well as regulation by public utility commissions in certain U. S. states and territories in which we operate. The interpretation and implementation of the various 30provisions of the Communications Act and the FCC rules implementing the Communications Act continue to be heavily debated and may have a material adverse effect on our business. Further, the leadership of the FCC changed in January 2021, and the FCC may pursue new and different regulatory priorities under the current leadership. Our international operations are subject to similar regulations, the interpretation and implementation of which are also often debated, and which may have a material adverse effect on our business. For instance, in 2020, the Government of Guyana formally implemented telecommunications legislation that introduces material changes to many features of Guyana' s existing telecommunications regulatory regime that impact our operations, administrative reporting and services. There can be no assurance that these regulations will be effectively implemented, or that they will be administered in a fair and transparent manner and Guyana remains a high- risk environment due to economic, political and judicial uncertainty. Our interpretations of our obligations in the United States and our international jurisdictions may differ from those of regulatory authorities. Both federal and state regulators, as well as international regulators, require us to pay various fees and assessments, file periodic reports and comply with various rules regarding our consumer marketing practices and the contents of our bills, on an on- going basis. If we fail to comply with these requirements, we may be subject to fines or potentially be asked to show cause as to why our licenses to provide service should not be revoked . The loss of certain licenses could adversely affect our ability to provide wireless and broadband services. In the United States, wireless licenses generally are valid for 10 years from the effective date of the license, and generally may be renewed for additional 10- year periods by filing renewal applications with the FCC. While to date we have successfully renewed our licenses in the ordinary course of operations, failure to file for renewal of these licenses or failure to meet any licensing requirements could lead to a denial of the renewal application and thus adversely affect our ability to continue to provide service in that license area. In our international markets, telecommunications licenses are typically issued and regulated by the applicable telecommunications ministry. The application and renewal process for these licenses may be lengthy, require us to expend substantial renewal fees, and / or be subject to regulatory or legislative uncertainty, such as we are experiencing in Guyana, as described above. Failure to comply with these regulatory requirements may have an adverse effect on our licenses or operations and could result in sanctions, fines or other penalties. Economic RisksGeneral **RisksAvailability and cost of capital. The tightening of access to capital markets (both debt and equity) and increasing costs of capital combined with a squeeze on operating cashflow generation capability due to inflationary pressures could decrease our capital funding below a desirable level. This could impact needed future capital projects, or the speed that we are able to complete them, and / or limit our ability to grow through inorganic acquisition opportunities, which could have an adverse impact on our business. General** economic factors, such as inflation and a potential economic downturn, domestically and internationally, may adversely affect our business, financial condition and results of operations. Our operations and performance depend on worldwide economic conditions. These conditions have been adversely impacted by continued global economic concerns over rising inflation rates , supply chain disruptions, a potential recession, outbreak of war in Ukraine and other monetary and financial uncertainties. Rising **Continued** inflation may adversely affect our liquidity, business, financial condition and results of operations by increasing our overall cost structure. The existence of inflation in **22in** the economy has resulted in, and may continue to result in, higher interest rates and capital costs, supply shortages, increased costs of labor, components, manufacturing and shipping, as well as weakening exchange rates and other similar effects. **Increased** In response to recent inflationary pressure, the U. S. Federal Reserve and other global central banks have raised interest rates in 2022, and further **additional debt have resulted in increased** interest **expenses** rate increases are anticipated . These increases have led to concerns of a potential global recession. Any such events are likely to result in significant disruption of global financial markets, which may reduce our ability to access capital on favorable terms or at all. In addition, a recession, depression or other sustained adverse market event could materially and adversely affect our business and the value of our Common Stock. Although we may take measures to mitigate these events, if these measures are not effective, our business, financial condition, results of operations and liquidity could be materially adversely affected. Even if such measures are effective, there could be a difference between the timing of when these beneficial actions impact our results of operations and when the costs are incurred. 31In addition, an economic downturn in the markets in which we currently operate or in the global market generally may lead to slower **Slower** economic activity, increased unemployment, concerns about inflation, decreased consumer confidence and other adverse business conditions that could have an impact on our businesses. For example, among other things: local **● the** economic **economies of** conditions due to their remote geographies.The Alaska and **Guyana** Guyanese economies,in turn, depend heavily on the strength of the natural resource industries,particularly oil production and prices of crude oil.The supply and price of crude oil can be volatile and influenced by a myriad of factors beyond our control,including foreign actors (like OPEC),worldwide supply and demand,war,economic sanctions,natural disasters and other events ,the move by many governments,businesses,and institutions towards " de- carbonization " and **other** political conditions. **Overall economic impacts from a sustained lower price of crude oil,on** Alaska ' s economy is dependent on **the**

**one hand** ~~investment by oil companies~~ ,and ~~state tax~~ **from projected** ~~revenues~~ - **revenue from sales** ~~correlate with the price~~ of oil **,for Guyana** ~~as the State assesses a tax based~~ on the ~~value of~~ **other hand,if maintained over time,will impact our growth in** the ~~oil~~ **future;** ● a decrease in tourism could negatively affect revenues and growth opportunities from operations in the islands and in a number of areas covered by US rural and wholesale wireless operations that serve tourist destinations; and ● an increase in credit losses on trade receivables, or the amounts that we have to write- off of our accounts receivable, could result from our inability to collect subscription fees from our subscribers. ~~In 2022, we saw a return to tourism in some of our tourism-dependent markets over 2021, but on an aggregate basis tourist activity in the markets we operate remains below pre- pandemic levels. The continuation travel restrictions limited the numbers of customers roaming onto our network, in addition to depressing demand for our services generally in the hospitality industry (e. g. hotels, bars, and restaurants) that is traditionally supported by the tourism industry. Further, we also continued to see the effects of population flight from some of our island markets for a variety of reasons including continued lockdowns and travel restrictions and also general economic downturns. It is unknown what the long- term economic effects of these negative impacts on the tourism industry will be, but our business operations and revenue may certainly be adversely impacted as a result.~~ The long- term impact, if any, that these events might have on us and our business ~~,~~ is uncertain . The successful operation and growth of...... will impact our growth in the future . Our debt instruments include restrictive and financial covenants that limit our operating flexibility. The credit facilities that we and our subsidiaries maintain include certain financial and other covenants that, among other things, restrict our ability to take specific actions, even if we believe such actions are in our best interest. These include restrictions on our ability to do the following: ● incur additional debt; ● create liens or negative pledges with respect to our assets; ~~32~~ ● pay dividends or distributions on, or redeem or repurchase, our capital stock; ● make investments, loans or advances or other forms of payments; ● issue, sell or allow distributions on capital stock of specified subsidiaries; ● enter into transactions with affiliates; or ● merge, consolidate or sell our assets. Any failure to comply with the restrictions of the credit facilities or any subsequent financing agreements may result in an event of default. Such default may allow our creditors to accelerate the repayment of the related debt and may result in the acceleration of the repayment of any other debt to which a cross- acceleration or cross- default provision applies. In addition, these creditors may be able to terminate any commitments they had made to provide us with further funds. **As we have taken on more debt in the last three years to fund our planned higher- than- normal capital expenditures, the additional debt coupled with higher interest rates has increased our interest rate burden.** Labor costs and the terms of collective bargaining agreements can negatively impact our ability to remain competitive, which could cause our financial performance to suffer. Our four largest markets all have some unionized labor pools **.** ~~, and the addition of~~ Alaska Communications **presents a particular** ~~brings even more of an~~ operating challenge ~~than~~ **that differs from those that** we have in other markets given the remote location of operations and the extent of the unionized workforce. Labor costs are a significant component of Alaska Communications' expenses and, as ~~of~~ **23of** December 31, ~~2022~~ **2023** , ~~approximately 54~~ **nearly 60** % of its workforce is represented by the International Brotherhood of Electrical Workers (" IBEW "). The collective bargaining agreement (" CBA ") between Alaska Communications and the IBEW, which ~~is effective~~ **was extended** through **mid-** ~~December 31, 2023~~ **2025** , governs the terms and conditions of employment for all IBEW represented employees working for Alaska Communications and has significant economic impacts on it as the CBA relates to wage and benefit costs and work rules. We believe Alaska Communications' labor costs are higher than our competitors who employ a non- unionized workforce because Alaska Communications is required by the CBA to contribute to the IBEW Health and Welfare Trust and the Alaska Electrical Pension Fund (" AEPF ") for benefit programs, including defined benefit pension plans and health benefit plans, that are not reflective of the competitive marketplace. Furthermore, work rules under the existing agreement limit Alaska Communications' ability to efficiently manage its workforce and make the incremental cost of work performed outside normal work hours high. In addition, Alaska Communications may make strategic and operational decisions that require the consent of the IBEW. In all of our markets, the local union may not provide consent when needed to execute upon strategic new initiatives or cost saving measures, it may require additional wages, benefits or **that** other consideration be paid in return for its consent, or it may call for a work stoppage against our operating companies. Any deterioration in the relationship with our local unions could have a negative impact on our operations and on our ability to achieve our plans for growth. Alaska Communications may incur substantial and unexpected liabilities arising out of its pension plans. Alaska Communications is required by the CBA to contribute to the AEPF for benefit programs, including defined benefit pension plans and health benefit plans. Alaska Communications also maintains pension benefits for substantially all of its Alaska- based employees. The AEPF is a multi-employer pension plan to which Alaska Communications makes fixed, per employee, contributions through the CBA, which covers the IBEW represented workforce, and a special agreement, which covers most of its non- represented workforce. Because contribution requirements are fixed, Alaska Communications cannot easily adjust annual plan contributions to address its own financial circumstances. Currently, this plan is not fully funded, which means Alaska Communications may be subject to increased contribution obligations, penalties, and ultimately, it could incur a contingent withdrawal liability should it choose to withdraw from the AEPF for economic reasons. Alaska Communications' contingent withdrawal liability is an amount based on its pro- rata share among AEPF participants of the value of the funding shortfall. This contingent liability becomes due and payable if Alaska Communications terminates its participation in the AEPF. Moreover, if another participant in the AEPF goes bankrupt, Alaska Communications would become liable for a pro- rata share of the bankrupt participant' s vested, but unpaid, liability for accrued benefits for that participant' s employees. This could result in a substantial unexpected contribution requirement ~~33and~~ -- **and** making such a contribution could have a material adverse effect on Alaska Communications' cash position and other financial results. These sources of potential liability are difficult to predict. These plans and activities have generated and will likely continue to generate substantial cash requirements for Alaska Communications, and these requirements may increase beyond our expectations in future years based on changing market conditions, which could result in substantial liabilities on our balance sheet. The difference between projected plan obligations and assets, or the funded status of the plans, is

a significant factor in determining the net periodic benefit costs of these pension plans and the ongoing funding requirements of those plans. Changes in interest rates, mortality rates, health care costs, early retirement rates, returns on investment and the market value of plan assets can affect the funded status of our defined benefit pension plans and cause volatility in the net periodic benefit cost and future funding requirements of the plans. In the future, we may be required to make additional contributions to our defined benefit plans. Plan liabilities may impair our liquidity, have an unfavorable impact on our ability to obtain financing and place us at a competitive disadvantage compared to some of our competitors who do not have such liabilities and cash requirements. **Although we believe that we are in compliance with the requirements of the AEPF,** ~~Given~~ **given** the complexity of pension- related matters **described above** we may not, in every instance, be in full compliance with applicable requirements. **24** ~~Other RisksOur founder is our largest stockholder and could exert significant influence over us. Cornelius B. Prior, Jr., our founder and the father of our Chairman and Chief Executive Officer, together with related entities, affiliates and family members (including our Chairman and Chief Executive Officer), beneficially owns approximately 27 % of our outstanding Common Stock. As a result, he has the ability to exert significant influence over all matters presented to our stockholders for approval, including election and removal of our directors and change of control transactions. His interests may not always coincide with the interests of other holders of our Common Stock. Low trading volume of our stock may limit our stockholders' ability to sell shares and / or result in lower sale prices. For the three months prior to March 15, 2023, the average daily trading volume of our Common Stock was approximately 44, 000 shares. As a result, our stockholders may have difficulty selling a large number of shares of our Common Stock in the manner or at a price that might be attainable if our Common Stock were more actively traded. In addition, the market price of our Common Stock may not be reflective of its underlying value. We may not pay dividends in the future. Our stockholders may receive dividends out of legally available funds if, and when, they are declared by our Board of Directors. We have consistently paid quarterly dividends in the past, but may cease to do so or decrease the dividend amount at any time. Our credit facility sets certain limitations on our ability to pay dividends on, or repurchase, our capital stock. We may incur additional indebtedness in the future that may further restrict our ability to declare and pay dividends. We may also be restricted from paying dividends in the future due to restrictions imposed by applicable state laws, our financial condition and results of operations, capital requirements, management' s assessment of future capital needs and other factors considered by our Board of Directors. The lack of liquidity of our privately held investments may adversely affect our business. Our subsidiaries and affiliates are typically private companies whose securities are not traded in any public market. In the past, we have partnered with other equity investors as well, and may have majority or minority holdings in certain investments. Investment agreements for both our majority and minority held subsidiaries often contain investor rights and obligations, such as rights of first refusal, co- sale, and" drag along" provisions related to liquidity events and transfers that may force us to sell or exit our holdings at times or on terms that are not optimal or limit our ability to sell or exit our holdings when we would like to. The illiquidity of our investments may make it difficult for us to quickly 34~~