



**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ SEE ATTACHMENT

Multiple horizontal lines for listing applicable Internal Revenue Code sections and subsections.

18 Can any resulting loss be recognized? ▶ SEE ATTACHMENT

Multiple horizontal lines for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ SEE ATTACHMENT

Multiple horizontal lines for providing other necessary information for the adjustment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ *J. L. Hester*

Date ▶ 11/25/2014

Print your name ▶ Janice L. Hester

Title ▶ Senior Director of Tax

**Paid Preparer Use Only**

|  |                                       |                  |   |                          |
|--|---------------------------------------|------------------|---|--------------------------|
| Print/Type preparer's name<br><b>JAMES A. CHRISTOPHER</b>      | Preparer's signature<br><i>J.A.C.</i> | Date<br>11/25/14 | Check <input type="checkbox"/> if self-employed | PTIN<br><b>P01200024</b> |
| Firm's name ▶ <b>ERNST &amp; YOUNG, LLP</b>                    |                                       |                  | Firm's EIN ▶ <b>34-6565596</b>                  |                          |
| Firm's address ▶ <b>155 N. WACKER DRIVE, CHICAGO, IL 60606</b> |                                       |                  | Phone no. <b>(312) 879-2000</b>                 |                          |

Enventis Corporation  
Form 8937  
Report of Organizational Actions Affecting Basis of Securities  
Attachment

Part II, Line 14

Consolidated Communications Holdings, Inc. ("Consolidated") and Enventis Corporation ("Enventis") entered into an Agreement and Plan of Merger dated June 29, 2014 (the "Merger Agreement") pursuant to which Consolidated acquired Enventis. The Merger Agreement provided for the merger of a wholly-owned subsidiary of Consolidated with and into Enventis, with Enventis surviving (the "Merger"). Each outstanding share of Enventis common stock was converted into the right to receive 0.7402 shares of Consolidated common stock and cash in lieu of fractional Consolidated common shares. As a result of the Merger, Enventis will continue as a wholly owned subsidiary of Consolidated. The Merger was effective as of October 16, 2014.

Part II, Line 15

Except as discussed below in "Cash in Lieu of Fractional Shares of Consolidated Common Stock," a U.S. Shareholder who exchanged all of its shares of Enventis common stock solely for shares of Consolidated common stock pursuant to the Merger will not recognize gain or loss in connection with such exchange. A U.S. Shareholder's aggregate tax basis in the Consolidated common stock received in the Merger, including any fractional shares deemed received by the U.S. Shareholder under the treatment discussed below in "Cash in Lieu of Fractional Shares of Consolidated Common Stock," in exchange for its Enventis common stock generally will equal such U.S. Shareholder's aggregate tax basis in the Enventis common stock surrendered by such U.S. Shareholder in the Merger.

*Cash in Lieu of Fractional Shares of Consolidated Common Stock*

A U.S. Shareholder who received cash instead of a fractional share of Consolidated common stock will be treated as having received the fractional share of Consolidated common stock pursuant to the Merger and then as having exchanged the fractional share of Consolidated common stock for cash in a redemption by Consolidated. In general, this deemed redemption will be treated as a sale or exchange and a U.S. Shareholder will recognize gain or loss equal to the difference between (i) the amount of cash received by such U.S. Shareholder and (ii) the portion of the basis of the shares of Enventis common stock allocable to such fractional interest.

Part II, Line 16

See Line 15.

Part II, Line 17

Code Sections 302, 304, 356, 358, and 368.

Part II, Line 18

See Line 15.

Part II, Line 19

Enventis will report the transaction on its final tax return for the short year ended October 16, 2014.