



Executive Summary

Array Digital Infrastructure (“ADI”), formerly US Cellular, is seeking to establish a long-term real estate framework for its existing telecommunications facility through either a perpetual easement or a long-term/generational lease extension. Following the sale of US Cellular’s Retail Wireless Operations and ADI’s strategic refocus as a tower company, long-term site stability is essential to support continued operations, infrastructure investment, and service reliability.

This proposal outlines ADI’s intent to collaborate with the property owner to create a mutually beneficial agreement that provides certainty, reduced administrative burden, and long-term value while allowing ADI to remain a responsible and consistent tenant.

Proposal Overview

Background

- ADI currently operates a telecommunications facility on the property under an existing lease agreement.
 - As part of ADI’s evolution into a dedicated digital infrastructure and tower company, long-term operation of critical sites is a key priority.
 - The current lease term structure presents an opportunity to align the property interest with ADI’s long-term operational horizon.
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Proposed Structures (Open for Discussion)

Option 1: Perpetual Easement (Upfront Capital Option)

ADI is proposing a one-time payment of \$200,000 in exchange for a perpetual easement granting permanent rights to operate and maintain the existing defined easement area.

- Immediate lump-sum capital to the property owner.
- Easement runs with the land and does not expire.
- Eliminates future lease negotiations, renewals, and administrative involvement.

This option is ideal for ownership seeking immediate liquidity and a simplified, hands-off structure going forward.



Option 2: 100-Year Lease Extension (Recurring Income Option)

As an alternative, ADI proposes a 100-year lease extension structured to provide stable, predictable income with built-in growth:

- Initial Extension Rent: \$13,200 annually, to commence on January 1, 2028
 - Escalations: Rent shall increase by 2% every year
 - Total term: 100 years
 - Include a Right of First Refusal clause in the lease document.
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Benefits to the Property Owner

- Financial Certainty: Long-term guaranteed consideration without renegotiation risk.
 - Reduced Administrative Burden: Fewer amendments, renewals, and approvals.
 - Reliable Tenant: ADI operates critical infrastructure with long-term capital investment.
 - Property Marketability: Clear, stable site rights reduce title and transactional complexity.
 - Flexibility: Agreement terms can align with ownership objectives and goals.
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ADI's Commitment

- Continued compliance with all applicable laws, zoning, and safety requirements.
 - Responsible maintenance and operation of the facility.
 - Collaborative approach to documentation and timing.
 - Willingness to consider terms that fairly reflect the value of property interest.
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Next Steps

ADI welcomes the opportunity to discuss these options in greater detail and to understand the property owner's objectives. Upon alignment of structure and key business terms, ADI can promptly move toward documentation and execution.