Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2019

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2019 or fiscal plan year beginning 05/01/2019 and ending 12/31/2019

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [X] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [X] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
PRIME COMMUNICATIONS 401(K) PLAN

1b Three-digit plan number (PN) ▶ 004

1c Effective date of plan 05/01/2019

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
PRIME COMMUNICATIONS, L.P.

12550 REED ROAD
SUITE 100
SUGAR LAND, TX 77478

2b Employer Identification Number (EIN)
76-0603404

2c Plan Sponsor's telephone number
281-240-7800

2d Business code (see instructions)
517000

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2020	WILLIAM PARKER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2020	WILLIAM PARKER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a	Plan administrator's name and address [X] Same as Plan Sponsor	**3b**	Administrator's EIN
		3c	Administrator's telephone number
4	If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:	**4b**	EIN
a	Sponsor's name	**4d**	PN
c	Plan Name		

5	Total number of participants at the beginning of the plan year	**5**	303
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	303
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	3624
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	274
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	3898
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1
f	Total. Add lines **6d** and **6e**.	**6f**	3899
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1073
h	Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2F 2G 2J 2K 2T 3D 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1)	[ ] Insurance	**(1)**	[ ] Insurance
(2)	[ ] Code section 412(e)(3) insurance contracts	**(2)**	[ ] Code section 412(e)(3) insurance contracts
(3)	[X] Trust	**(3)**	[X] Trust
(4)	[ ] General assets of the sponsor	**(4)**	[ ] General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- **(1)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] ___ **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2019 Form M-1 annual report. If the plan was not required to file the 2019 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Service Provider Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2019

This Form is Open to Public Inspection.

For calendar plan year 2019 or fiscal plan year beginning 05/01/2019 and ending 12/31/2019

A Name of plan
PRIME COMMUNICATIONS 401(K) PLAN

B Three-digit plan number (PN) ▶ 004

C Plan sponsor's name as shown on line 2a of Form 5500
PRIME COMMUNICATIONS, L.P.

D Employer Identification Number (EIN)
76-0603404

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

AMERICAN CENTURY INVESTMENTS

44-6006315

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

AMERICAN FUNDS

95-1411037

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

BLACKROCK

04-6171663

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DELAWARE INVESTMENTS

23-2693133

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DFA

22-2370029

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FIDELITY INVESTMENTS

06-1194217

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

INVESCO

58-2287224

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

JP MORGAN

13-2624428

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

METROPOLITAN WEST FUNDS

95-4597302

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

MFS

04-2747644

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

T. ROWE PRICE

52-2264646

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

VANGUARD

23-1945930

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLS FARGO BANK, N.A.

94-1347393

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 50 62 64	SERVICE PROVIDER	50749	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

UBS FINANCIAL SERVICES INC.

13-2638166

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 50	SERVICE PROVIDER	26575	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2019

This Form is Open to Public Inspection.

For calendar plan year 2019 or fiscal plan year beginning 05/01/2019 and ending 12/31/2019

A Name of plan
PRIME COMMUNICATIONS 401(K) PLAN

B Three-digit plan number (PN) ▶ 004

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
PRIME COMMUNICATIONS, L.P.

D Employer Identification Number (EIN)
76-0603404

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: WELLS FARGO STABLE RETURN FUND N

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
41-6202499-001	C	539909

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2019

This Form is Open to Public Inspection

For calendar plan year 2019 or fiscal plan year beginning 05/01/2019 and ending 12/31/2019

A Name of plan
PRIME COMMUNICATIONS 401(K) PLAN

B Three-digit plan number (PN) ▶ 004

C Plan sponsor's name as shown on line 2a of Form 5500
PRIME COMMUNICATIONS, L.P.

D Employer Identification Number (EIN)
76-0603404

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		946844
(9) Value of interest in common/collective trusts	1c(9)		539909
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		20033472
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	0	21520225
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	0	21520225

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)		
	(B) Participants	2a(1)(B)	1984762	
	(C) Others (including rollovers)	2a(1)(C)	47848	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2032610
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	46862	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		46862
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	413832	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		413832
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		8872
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		1372834
c Other income	2c		-2172
d Total income. Add all **income** amounts in column (b) and enter total	2d		3872838
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	6806680	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		6806680
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		14495
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	70888	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		70888
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		6892063
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-3019225
l Transfers of assets:			
(1) To this plan	2l(1)		24539450
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unmodified (2) [ ] Qualified (3) [X] Disclaimer (4) [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: WEINSTEIN SPIRA (2) EIN: 74-2181616

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. (2) [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		1847
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2019

This Form is Open to Public Inspection.

For calendar plan year 2019 or fiscal plan year beginning 05/01/2019 and ending 12/31/2019

A Name of plan
PRIME COMMUNICATIONS 401(K) PLAN

B Three-digit plan number (PN) ▶ 004

C Plan sponsor's name as shown on line 2a of Form 5500
PRIME COMMUNICATIONS, L.P.

D Employer Identification Number (EIN)
76-0603404

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 41-6257133

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

20 **PBGC missed contribution reporting requirements.** If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation_____

Prime Communications 401(k) Plan (Spring Legacy)
12550 Reed Road, Suite 100
Sugar Land, TX 77478

Date: 10/07/2020

Weinstein Spira & Company, P.C.
3773 Richmond Avenue, Suite 900
Houston, TX 77046

This representation letter is provided in connection with your audit of the financial statements and supplemental schedules of the Prime Communications 401(k) Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2019, the related statement of changes in net assets available for benefits for the period from formation (May 1, 2019) to December 31, 2019, and the related notes to the financial statements, for the purpose of expressing an opinion as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (GAAP) and whether the supplemental schedules are fairly stated in all material respects in relation to the financial statements as a whole.

As permitted by Regulation 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), we have instructed you not to perform any auditing procedures with respect to information prepared and certified to by Wells Fargo Bank, N.A., the trustee, in accordance with DOL Regulation 2520.103-5, except for comparing the information with the related information included in the financial statements and supplemental schedules. Because of the significance of the information which you did not audit, we understand that you will not express an opinion on the financial statements and supplemental schedules taken as a whole.

We understand that the form and content of the information in the financial statements and supplemental schedules, other than that derived from the information certified by Wells Fargo Bank, N.A., has been audited by you in accordance with auditing standards generally accepted in the United States of America, and was subjected to tests of our accounting records and other procedures you considered necessary to enable you to express an opinion as to whether they are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purpose of appropriately informing ourselves as of the date above, the following representations made to you during your audit.

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated June 30, 2020, including our responsibility for the preparation and fair presentation of the financial statements and note disclosures.

2. The financial statements referred to above are fairly presented in conformity with GAAP, the notes include all disclosures required by laws and regulations to which the Plan is subject, including the DOL Rules and Regulations for Reporting and Disclosure under ERISA and the supplemental schedules referred to above are fairly presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

3. We acknowledge our responsibility for the completeness and accuracy of the trustee certification and that the certifying entity is qualified to issue such ERISA certification.

4. We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

5. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.

6. Management has determined the fair value of significant financial instruments that do not have readily determinable market values. Significant assumptions we used in making accounting estimates, including those measured at fair value, are reasonable and appropriate. The methods and significant assumptions used result in a measure of fair value appropriate for financial measurement and disclosure purposes. No subsequent events have occurred that would require adjustment to the accounting estimates or disclosures included in the financial statements.

7. We are responsible for the estimation methods and assumptions used in measuring assets and liabilities reported or disclosed at fair value, including information obtained from brokers, pricing services, or other third parties. Our valuation methodologies have been consistently applied from period to period. The fair value measurements reported or disclosed represent our best estimate of fair value as of the measurement date in accordance with the requirements of Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 820, *Fair Value Measurement*. In addition, our disclosures related to fair value measurements are consistent with the objectives outlined in FASB ASC 820.

8. Related-party relationships and transactions and relationships and transactions with parties-in-interest, as defined in ERISA Section 3(14) and regulations thereunder, have been appropriately accounted for and disclosed in accordance with the requirements of GAAP and ERISA Section 3(14) and regulations thereunder.

9. We are in agreement with the adjusting journal entries you have proposed, and they have been properly reflected in the financial statements.

10. We are not aware of any pending or threatened litigation, claims, or assessments or unasserted claims or assessments that are required to be accrued or disclosed in the financial statements in accordance with GAAP, and we have not consulted an attorney concerning litigation, claims, or assessments.

11. We have not consulted legal counsel and there are no other matters (e.g., breach of fiduciary responsibilities, nonexempt transactions, loans or leases in default, or events that may jeopardize the tax status) that must be disclosed in the Plan's financial statements.

12. Material concentrations, if any, have been properly disclosed in accordance with GAAP.

13. Financial instruments with concentrations of credit risk, if any, have been properly recorded or disclosed in the financial statements.

14. Guarantees, whether written or oral, under which the Plan is contingently liable, if any, have been properly recorded or disclosed in accordance with GAAP.

15. The supplemental schedules and/or the financial statements disclose the following, as applicable:

    a. All non-exempt party-in-interest transactions (as defined in ERISA Section 3(14) and regulations under the section).

    b. Investments or loans in default or considered to be uncollectible.

    c. Reportable transactions (as defined in ERISA Section 103(b)(3)(H) and regulations under that section).

16. In regards to the financial statement preparation services performed by you, we have:

    a. Assumed all management responsibilities.

    b. Overseen the services by designating individuals who possess suitable skill, knowledge, and/or expertise.

    c. Evaluated the adequacy and results of the services performed.

    d. Accepted responsibility for the results of the services.

Information Provided

17. We have provided you with:

    a. Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters.

    b. All minutes of the meetings of the Plan's committee for the period from formation (May 1, 2019) through the date of this letter or summaries of actions of recent meetings for which minutes have not yet been prepared.

    c. Additional information that you have requested from us for the purpose of the audits.

    d. Unrestricted access to persons within the Plan from whom you determined it necessary to obtain audit evidence.

    e. Plan instruments, trust agreements, insurance contracts, or investment contracts and amendments to such documents entered into during the year, including amendments to comply with applicable laws, etc., as applicable.

18. All material transactions have been recorded in the accounting records and are reflected in the financial statements.

19. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.

20. We have no knowledge of any fraud or suspected fraud that affects the Plan and involves:

    a. Management,

    b. Employees who have significant roles in internal control, or

    c. Others where the fraud could have a material effect on the financial statements.

21. We have no knowledge of any allegations of fraud or suspected fraud affecting the Plan's financial statements communicated by employees, former employees, participants, regulators, beneficiaries, service providers, third-party administrators, or others.

22. Except as made known to you, we have no knowledge of any instances of noncompliance or suspected noncompliance with laws and regulations (including ERISA, DOL, and IRS regulations) whose effects should be considered when preparing the financial statements.

23. We have disclosed to you the identity of the Plan's related parties and parties in interest and all the related-party and party-in-interest relationships and transactions of which we are aware.

24. The Plan has satisfactory title to all owned assets, which are recorded at fair value. There are no liens, encumbrances, or security interests that require disclosure in the financial statements.

25. We have apprised you of and provided you with all written and/or oral communications, if any, with regulatory agencies concerning the operation of the Plan.

26. We have no --

    a. Plans or intentions that may materially affect the carrying value or classification of assets and liabilities.

    b. Intentions to terminate the Plan.

27. Amendments to the plan instrument, if any, have been properly recorded or disclosed in the financial statements.

28. The Plan has complied with all aspects of debt and other contractual agreements, as applicable, that would have a material effect on the financial statements in the event of noncompliance

29. All required amendments to and filings of plan documents with the appropriate agencies have been made.

30. The Plan is qualified under the appropriate section of the Internal Revenue Code and we intend to continue as a qualified plan. The plan sponsor has operated the Plan in a manner that did not jeopardize this tax status. Required nondiscrimination testing related to Code Section 401(k) and 401(m) arrangements, as applicable, has been completed for the Plan, and corrective actions, if any required, have been taken in accordance with applicable regulations.

31. The Employer adopted a prototype plan offered by Wells Fargo Bank, N.A.. The prototype plan obtained its latest opinion letter on March 31, 2014, in which the IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the IRC. The prototype plan has since been amended; however, the plan administrator, through its adoption of the prototype plan, believes that the Plan is designed and operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

32. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress.

33. GAAP requires Plan management to evaluate tax positions taken by the Plan and to recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan and has concluded that, as of December 31, 2019, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements.

34. Except as disclosed, the Plan has complied with the DOL's regulations concerning the timely remittance of participant contributions and loan repayments to the trust containing assets for the Plan.

35. The Plan has complied with the fidelity bonding requirements of ERISA.

36. We have obtained appropriate fee disclosures from covered service providers and have concluded the fees are reasonable. The Plan is in compliance with DOL regulations regarding ERISA Section 408(b)(2).

37. Plan management has obtained and reviewed the SOC 1 report for the Plan's recordkeeper and plan sponsor's payroll provider, as applicable. We have implemented the relevant user controls and they were in operation for the period ended December 31, 2019. With respect to the exceptions identified in the SOC 1 reports, as applicable, we are not aware of any such issues relating to the Plan and/or our payroll processing for the period ended December 31, 2019.

38. We believe the form and content of the Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the period from formation (May 1, 2019) to December 31, 2019 and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019, are fairly presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

39. Pursuant to Accounting Standards Update 2014-15, *Presentation of Financial Statements—Going Concern (Subtopic 205-40) Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern,* management has assessed the Plan's ability to continue as a going concern and believes the Plan has the ability to continue as a going concern for at least one year from the date of this letter.

To the best of our knowledge and belief, no events other than those disclosed, have occurred subsequent to the date of the Plan's financial statements and through the date of this letter that would require adjustment to or disclosure in the aforementioned financial statements.

Laren Whiddon

Laren Whiddon, CFO

William Parker

William Parker, Executive Director of Benefits

Prime Communications 401(k) Plan

Annual Financial Report
Sugar Land, Texas
December 31, 2019



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All other schedules listed by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 are omitted, as they are not applicable.

WEINSTEIN SPIRA

certified public accountants
& business advisors

Independent Auditors' Report

October 7, 2020

Plan Administrator
Prime Communications 401(k) Plan
Sugar Land, Texas

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Prime Communications 401(k) Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2019, the related statement of changes in net assets available for benefits for the period from formation (May 1, 2019) to December 31, 2019, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2019, and for the period from formation (May 1, 2019) to December 31, 2019, that the information provided to the plan administrator by the trustee is complete and accurate.

October 7, 2020
Prime Communications 401(k) Plan

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules, Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2019 and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019, are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Weinstein Spira & Company P.C.

WEINSTEIN SPIRA & COMPANY, P.C.
Houston, Texas

PRIME COMMUNICATIONS 401(k) PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2019

ASSETS	
Investments, at fair value:	
Mutual funds	$ 20,033,472
Common/collective trust fund	539,909
	20,573,381
Receivables:	
Employer contributions	1,196,765
Notes receivable from participants	961,339
	2,158,104
	22,731,485
LIABILITIES	
Excess Contributions Payable	9,201
Net Assets Available for Benefits	$ 22,722,284

See independent auditors' report and the accompanying notes to financial statements.

PRIME COMMUNICATIONS 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Period from Formation (May 1, 2019) to December 31, 2019

Contributions:	
Employee	$ 1,975,561
Employer	1,196,765
Rollover	47,848
Total Contributions	3,220,174
Investment Income:	
Net appreciation in fair value of investments	1,380,979
Interest and dividends	412,387
Net Investment Income	1,793,366
Interest Income on Notes Receivable from Participants	46,862
Benefit Payments	(6,806,680)
Administrative Expenses	(70,888)
Net Decrease Prior to Transfer In	(1,817,166)
Transfers In from GameStop Corp. Employees' Savings Plan	24,539,450
Net Increase in Net Assets Available for Benefits and Net Assets Available for Benefits - End of Year	$ 22,722,284

See independent auditors' report and the accompanying notes to financial statements.

Note 1 - Plan Description

The following description of the Prime Communications 401(k) Plan (the Plan) is provided for general information only. Participants should refer to the plan document for detailed information.

General

The Plan is a defined contribution plan covering employees of Prime Communications, L.P. (Plan Sponsor), and adopting employer Spring Communications Holdings, LLC (collectively, the Employer) and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan was adopted by the Employer on May 1, 2019.

Prime Communications, L.P. is named as the plan administrator. Wells Fargo Bank, N.A. (WFB) serves as the trustee of the Plan.

During 2019, the Plan Sponsor acquired Spring Communications Holdings, LLC, a subsidiary of GameStop Corp. The Plan was created for the use of these acquired employees. Net assets related to the applicable participants in the GameStop Corp. Employees' Savings Plan were transferred effective May 1, 2019.

Eligibility

Participation in the Plan is available for eligible employees who are 21 years or older and who have been employed for 60 days. The Plan includes a savings feature designed to permit the employee and the Employer to contribute to the Plan, as allowable under Section 401(k) of the Internal Revenue Code (IRC).

Contributions

Participant contributions consist of pre-tax and/or Roth elective deferral contributions. Participants may elect to defer up to 100% of their eligible compensation, as defined, subject to the limitations of the IRC. Eligible participants who have attained age 50 before the close of the plan year are eligible to make catch-up contributions subject to the limitations of the IRC. The Plan also accepts participant rollover contributions from other qualified plans or individual retirement accounts.

The Plan operates as a safe harbor plan. The Employer makes safe harbor matching contributions equal to 100% of the participant's elective deferrals, not to exceed 3% of the participant's compensation, as defined, plus 50% of deferrals between 3% and 5% of the participant's compensation.

Vesting

Participants are always 100% vested in their contributions, safe harbor matching contributions, and accumulated earnings thereon.

Forfeitures

Forfeitures may be used to reduce future Employer contributions or to offset plan expenses. There was no forfeiture activity for the period ended December 31, 2019.

Participant Accounts

Upon enrollment in the Plan, participants may direct the trustee with regard to the investment of their account balances into the various investment options offered by the Plan. Participants may change their investment elections at any time.

Under the Plan, earnings and losses are allocated to the participants' accounts daily based on their respective balances in the investments. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow a minimum of $1,000 from their account balance. The respective note may not be more than 50% of the participant's vested account balance or $50,000 reduced by the highest outstanding note balance, if any, during the previous twelve months. The notes are secured by the vested balance in the participants' accounts. A participant may have only one loan outstanding at any time. Interest rates are based on the prime rate plus 2%. Principal and interest are repaid ratably through payroll deductions. Note terms are limited to five years unless for the purchase of a primary residence, in which case the term may be extended to ten years.

Benefit Payments

Distributions may be made to participants or their beneficiaries upon termination of employment, retirement, disability or death, as applicable. Withdrawals may be made by active participants upon attainment of age 59½ or due to financial hardship, subject to the provisions of the Plan. Upon termination, participants with an account balance of $1,000 or less shall receive an automatic lump sum distribution from the Plan. For participants who terminate with an account balance of more than $1,000 but less than $5,000, the plan administrator shall make a direct rollover into an individual retirement account. Withdrawals from the Plan may be subject to income tax on contributions and income earned.

Note 2 - Summary of Accounting Policies

Basis of Accounting and Presentation

The accompanying financial statements have been prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation in the fair value of investments includes realized gains or losses on investments bought and sold during the year as well as unrealized gains or losses on the investments held at the end of the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. As of December 31, 2019, no allowance for credit losses has been recorded, as the notes are collateralized by the participants' account balances. In general, notes receivable from participants are considered in default if a scheduled payment has not been received in the calendar quarter following the calendar quarter in which the payment was due. Defaulted notes are treated as distributions based upon the terms of the plan document when a distributable event has occurred.

Excess Contributions Payable

Amount payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as a liability with a corresponding reduction to contributions.

Benefit Payments

Benefits paid to participants or beneficiaries are recorded when paid.

Administrative Expenses

Fees related to the administration of notes receivable from participants and certain other administrative and transactional fees are charged directly to the participant's account. Certain costs and expenses incurred in connection with the operation of the Plan are paid by the Plan, unless paid by the Employer, at its discretion. Investment related expenses are included in net appreciation or depreciation in the fair value of investments.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires the plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and the disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan provides for investment in various investment securities. Investment securities, in general, are exposed to certain risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with the Plan's investment securities, it is reasonably possible that changes in the value of investments will occur in the near term and that such changes could materially affect participants' account balances and amounts reported in the financial statements.

Subsequent Events

The plan administrator evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 7, 2020, which is the date the financial statements were available to be issued. See Note 10.

Note 3 - Information Certified by the Trustee

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the plan administrator has obtained a certification from the trustee of the Plan that all of the information provided is complete and accurate. Information included in the financial statements and accompanying notes to the financial statements as to investments, and investment income, and all of the information in the supplemental schedule of assets (held at end of year), is presented in reliance solely upon this certification.

The Plan's independent auditors did not perform auditing procedures with respect to this information except for comparing such information to the related information included in the financial statements, the accompanying notes and the supplemental schedule, as applicable.

Note 4 - Fair Value Measurements

GAAP provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;

- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value.

Mutual Funds: These funds are valued daily based upon their quoted market prices.

Common/Collective Trust Fund: This fund is valued at its net asset value (NAV) as determined by the issuer, based on the value of each of the underlying investments, less applicable fees charged by the issuer. The NAV is used as a practical expedient to estimate fair value. The practical expedient is not used when it is determined to be probable that the investment will be sold for an amount different than the reported NAV.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value:

	December 31, 2019			
	Level 1	**Level 2**	**Level 3**	**Total**
Mutual funds	**$20,033,472**	**$ -**	**$ -**	**$20,033,472**
Investment measured at NAV (practical expedient)				**539,909**
Total investments at fair value				**$20,573,381**

The following table provides additional information for the common/collective trust fund which is measured using NAV as a practical expedient as of December 31, 2019. There are no participant redemption restrictions for this investment. The redemption notice period is applicable only to the Plan.

Investment Class	Fair Value 2019	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value	**$ 539,909**	None	Daily	Up to 12 months

Note 5 - Federal Income Tax

The Employer adopted a prototype plan offered by WFB. The prototype plan obtained its latest opinion letter on March 31, 2014, in which the IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the IRC. The prototype plan has since been amended; however, the plan administrator, through its adoption of the prototype plan, believes that the Plan is designed and operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress.

Note 6 - Party-in-Interest Transactions

The Plan engages in investment transactions with funds managed by WFB or an affiliate of WFB, a party-in-interest with respect to the Plan. These transactions are covered by an exemption from the "prohibited transaction" provisions of ERISA and the IRC.

Note 7 - Plan Termination

Although it has not expressed any intention to do so, the Employer has the right under the plan document to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Note 8 - Reconciliation of Financial Statements to the Form 5500

The following is a reconciliation of the net assets available for benefits per the financial statements to net assets per the Form 5500 as of December 31, 2019:

Net assets available for benefits per the financial statements	**$ 22,722,284**
Employer contributions receivable	**(1,196,765)**
Excess contributions payable	**9,201**
Accumulated deemed distributions	**(14,495)**
Net assets per the Form 5500	**$ 21,520,225**

A deemed loan distribution is defined as a participant loan defaulted and distributed for tax purposes, but not for financial statement purposes, as the participant is in default at year end but has not had a distributable event per the plan document.

The following is a reconciliation of the decrease in the net assets available for benefits per the financial statements to the net loss per the Form 5500 for the year ended December 31, 2019:

Net decrease prior to transfer in per the financial statements	$	(1,817,166)
Employer contributions receivable		(1,196,765)
Excess contributions payable		9,201
Net change in accumulated deemed distributions		(14,495)
Net loss per the Form 5500	$	(3,019,225)

Note 9 – Nonexempt Transactions

As disclosed on Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the period from formation (May 1, 2019) to December 31, 2019, there were unintentional delays in remitting $1,328 of participant contributions and $519 of participant loan repayments to the Plan. The plan administrator is in the process of correcting all participant contributions and loan repayments, including lost earnings.

Note 10 - Subsequent Events

Effective January 2020, another plan maintained by the Partnership was merged into the Plan and all net assets were transferred. Additionally, the name of the Plan was changed to Cell Phone Company Employee 401(k) Savings Plan.

The COVID-19 pandemic has led to volatility in the financial markets and has affected, and may continue to affect, Plan assets. The potential economic impact brought by, and the duration of, COVID-19 is difficult to assess or predict and will depend on future developments that are highly uncertain and cannot be predicted.

The Plan has implemented certain requirements of the Coronavirus Aid, Relief, and Economic Security Act (the CARES Act) and the Setting Every Community Up for Retirement Enhancement Act (the SECURE Act), which change the Plan to, among other things, allow certain eligible individuals to receive coronavirus-related relief for loan repayments, suspend required minimum distributions, delay the commencement date for required minimum distributions and provide for coronavirus-related distributions. Written amendments to the Plan to reflect these operational changes will be adopted at a later date in accordance with applicable law and IRS guidance.

SUPPLEMENTARY INFORMATION

PRIME COMMUNICATIONS 401(K) PLAN
PLAN SPONSOR'S EIN: 76-0603404
PLAN NUMBER: 004
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
For the Period from Formation (May 1, 2019) to December 31, 2019

	Total that Constitute Nonexempt Prohibited Transactions			
Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$ 1,328	$ 1,328	$ -	$ -	$ -

	Total that Constitute Nonexempt Prohibited Transactions			
Participant Loan Repayments Transferred Late to Plan	Loan Repayments Not Corrected	Loan Repayments Corrected Outside VFCP	Loan Repayments Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$ 519	$ 519	$ -	$ -	$ -

For the period from formation (May 1, 2019) to December 31, 2019, there were unintentional delays in remitting $1,328 of participant contributions and $519 of participant loan repayments to the Plan. The plan administrator is in the process of correcting the participant contributions and loan repayments, including lost earnings.

PRIME COMMUNICATIONS 401(k) PLAN
SPONSOR'S EIN: 76-0603404
PLAN NUMBER: 004
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2019

	(a) (b) Identity of Issue, or Similar Party	(c) Description of Investment	(e) Current Value	
		Mutual Funds:		
	Fidelity Investments	Fidelity 500 Index Fund	$ 876,432	
*	Wells Fargo Asset Management	Wells Fargo Discovery R6 Fund	189,743	
	JPMorgan Asset Management	JPMorgan Equity Income R6 Fund	311,970	
	Dimensional Fund Advisors	DFA US Social Core Equity 2 Fund	45,413	
	Fidelity Investments	Fidelity Mid Cap Index Fund	210,300	
	Invesco, Ltd.	Invesco Equity and Income Y Fund	118,217	
	Delaware Funds	Delaware Small Cap Value Inst Fund	85,283	
	Fidelity Investments	Fidelity Small Cap Index Fund	134,571	
	BlackRock Advisors, LLC	BlackRock High Yield Bond Inst Fund	105,958	
	Fidelity Investments	Fidelity Total Intl Index Fund	122,233	
	American Century Investments	American Century Mid Cap Value R6 Fund	74,361	
	Capital Group	American Funds New Perspective R6 Fund	163,505	
	Invesco, Ltd.	Invesco Oppenheimer Dev Markets R6 Fund	160,744	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2020 Inv Fund	332,491	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2030 Inv Fund	749,276	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2040 Inv Fund	4,738,676	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2050 Inv Fund	8,477,368	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2060 Inv Fund	2,469,902	
	MFS Investment Management	MFS Massachusetts Investors Gr Stk R6 Fund	279,557	
	The Vanguard Group, Inc.	Vanguard Target Retirement Income Inv Fund	76,006	
	T. Rowe Price Investment Services, Inc.	T. Rowe Price QM US Small Cap Growth Eq Fund	163,676	
	Metropolitan West Funds	Metropolitan West Total Return Bond Fund	147,790	
			20,033,472	
		Common/Collective Trust Fund:		
*	Wells Fargo Bank, N.A.	Wells Fargo Stable Return Fund (N15)	539,909	
		Participant Loans:		
*	Participant Loans	Interest rates ranging from 3.25% to 7.50% due at various dates through 2024	946,844	(1)
			$ 21,520,225	

* Indicates a party-in-interest

(1) Excludes deemed loans totaling $14,495

This schedule (excluding participant loans) has been prepared from information certified by Wells Fargo Bank, N.A. as complete and accurate.

See independent auditors' report.

Prime Communications 401(k) Plan (Spring Legacy)
12550 Reed Road, Suite 100
Sugar Land, TX 77478

Date: 10/07/2020

Weinstein Spira & Company, P.C.
3773 Richmond Avenue, Suite 900
Houston, TX 77046

This representation letter is provided in connection with your audit of the financial statements and supplemental schedules of the Prime Communications 401(k) Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2019, the related statement of changes in net assets available for benefits for the period from formation (May 1, 2019) to December 31, 2019, and the related notes to the financial statements, for the purpose of expressing an opinion as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (GAAP) and whether the supplemental schedules are fairly stated in all material respects in relation to the financial statements as a whole.

As permitted by Regulation 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), we have instructed you not to perform any auditing procedures with respect to information prepared and certified to by Wells Fargo Bank, N.A., the trustee, in accordance with DOL Regulation 2520.103-5, except for comparing the information with the related information included in the financial statements and supplemental schedules. Because of the significance of the information which you did not audit, we understand that you will not express an opinion on the financial statements and supplemental schedules taken as a whole.

We understand that the form and content of the information in the financial statements and supplemental schedules, other than that derived from the information certified by Wells Fargo Bank, N.A., has been audited by you in accordance with auditing standards generally accepted in the United States of America, and was subjected to tests of our accounting records and other procedures you considered necessary to enable you to express an opinion as to whether they are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purpose of appropriately informing ourselves as of the date above, the following representations made to you during your audit.

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated June 30, 2020, including our responsibility for the preparation and fair presentation of the financial statements and note disclosures.

2. The financial statements referred to above are fairly presented in conformity with GAAP, the notes include all disclosures required by laws and regulations to which the Plan is subject, including the DOL Rules and Regulations for Reporting and Disclosure under ERISA and the supplemental schedules referred to above are fairly presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

3. We acknowledge our responsibility for the completeness and accuracy of the trustee certification and that the certifying entity is qualified to issue such ERISA certification.

4. We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

5. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.

6. Management has determined the fair value of significant financial instruments that do not have readily determinable market values. Significant assumptions we used in making accounting estimates, including those measured at fair value, are reasonable and appropriate. The methods and significant assumptions used result in a measure of fair value appropriate for financial measurement and disclosure purposes. No subsequent events have occurred that would require adjustment to the accounting estimates or disclosures included in the financial statements.

7. We are responsible for the estimation methods and assumptions used in measuring assets and liabilities reported or disclosed at fair value, including information obtained from brokers, pricing services, or other third parties. Our valuation methodologies have been consistently applied from period to period. The fair value measurements reported or disclosed represent our best estimate of fair value as of the measurement date in accordance with the requirements of Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 820, *Fair Value Measurement*. In addition, our disclosures related to fair value measurements are consistent with the objectives outlined in FASB ASC 820.

8. Related-party relationships and transactions and relationships and transactions with parties-in-interest, as defined in ERISA Section 3(14) and regulations thereunder, have been appropriately accounted for and disclosed in accordance with the requirements of GAAP and ERISA Section 3(14) and regulations thereunder.

9. We are in agreement with the adjusting journal entries you have proposed, and they have been properly reflected in the financial statements.

10. We are not aware of any pending or threatened litigation, claims, or assessments or unasserted claims or assessments that are required to be accrued or disclosed in the financial statements in accordance with GAAP, and we have not consulted an attorney concerning litigation, claims, or assessments.

11. We have not consulted legal counsel and there are no other matters (e.g., breach of fiduciary responsibilities, nonexempt transactions, loans or leases in default, or events that may jeopardize the tax status) that must be disclosed in the Plan's financial statements.

12. Material concentrations, if any, have been properly disclosed in accordance with GAAP.

13. Financial instruments with concentrations of credit risk, if any, have been properly recorded or disclosed in the financial statements.

14. Guarantees, whether written or oral, under which the Plan is contingently liable, if any, have been properly recorded or disclosed in accordance with GAAP.

15. The supplemental schedules and/or the financial statements disclose the following, as applicable:

    a. All non-exempt party-in-interest transactions (as defined in ERISA Section 3(14) and regulations under the section).

    b. Investments or loans in default or considered to be uncollectible.

    c. Reportable transactions (as defined in ERISA Section 103(b)(3)(H) and regulations under that section).

16. In regards to the financial statement preparation services performed by you, we have:

    a. Assumed all management responsibilities.

    b. Overseen the services by designating individuals who possess suitable skill, knowledge, and/or expertise.

    c. Evaluated the adequacy and results of the services performed.

    d. Accepted responsibility for the results of the services.

Information Provided

17. We have provided you with:

    a. Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters.

    b. All minutes of the meetings of the Plan's committee for the period from formation (May 1, 2019) through the date of this letter or summaries of actions of recent meetings for which minutes have not yet been prepared.

    c. Additional information that you have requested from us for the purpose of the audits.

    d. Unrestricted access to persons within the Plan from whom you determined it necessary to obtain audit evidence.

    e. Plan instruments, trust agreements, insurance contracts, or investment contracts and amendments to such documents entered into during the year, including amendments to comply with applicable laws, etc., as applicable.

18. All material transactions have been recorded in the accounting records and are reflected in the financial statements.

19. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.

20. We have no knowledge of any fraud or suspected fraud that affects the Plan and involves:

    a. Management,

    b. Employees who have significant roles in internal control, or

    c. Others where the fraud could have a material effect on the financial statements.

21. We have no knowledge of any allegations of fraud or suspected fraud affecting the Plan's financial statements communicated by employees, former employees, participants, regulators, beneficiaries, service providers, third-party administrators, or others.

22. Except as made known to you, we have no knowledge of any instances of noncompliance or suspected noncompliance with laws and regulations (including ERISA, DOL, and IRS regulations) whose effects should be considered when preparing the financial statements.

23. We have disclosed to you the identity of the Plan's related parties and parties in interest and all the related-party and party-in-interest relationships and transactions of which we are aware.

24. The Plan has satisfactory title to all owned assets, which are recorded at fair value. There are no liens, encumbrances, or security interests that require disclosure in the financial statements.

25. We have apprised you of and provided you with all written and/or oral communications, if any, with regulatory agencies concerning the operation of the Plan.

26. We have no --

    a. Plans or intentions that may materially affect the carrying value or classification of assets and liabilities.

    b. Intentions to terminate the Plan.

27. Amendments to the plan instrument, if any, have been properly recorded or disclosed in the financial statements.

28. The Plan has complied with all aspects of debt and other contractual agreements, as applicable, that would have a material effect on the financial statements in the event of noncompliance

29. All required amendments to and filings of plan documents with the appropriate agencies have been made.

30. The Plan is qualified under the appropriate section of the Internal Revenue Code and we intend to continue as a qualified plan. The plan sponsor has operated the Plan in a manner that did not jeopardize this tax status. Required nondiscrimination testing related to Code Section 401(k) and 401(m) arrangements, as applicable, has been completed for the Plan, and corrective actions, if any required, have been taken in accordance with applicable regulations.

31. The Employer adopted a prototype plan offered by Wells Fargo Bank, N.A.. The prototype plan obtained its latest opinion letter on March 31, 2014, in which the IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the IRC. The prototype plan has since been amended; however, the plan administrator, through its adoption of the prototype plan, believes that the Plan is designed and operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

32. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress.

33. GAAP requires Plan management to evaluate tax positions taken by the Plan and to recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan and has concluded that, as of December 31, 2019, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements.

34. Except as disclosed, the Plan has complied with the DOL's regulations concerning the timely remittance of participant contributions and loan repayments to the trust containing assets for the Plan.

35. The Plan has complied with the fidelity bonding requirements of ERISA.

36. We have obtained appropriate fee disclosures from covered service providers and have concluded the fees are reasonable. The Plan is in compliance with DOL regulations regarding ERISA Section 408(b)(2).

37. Plan management has obtained and reviewed the SOC 1 report for the Plan's recordkeeper and plan sponsor's payroll provider, as applicable. We have implemented the relevant user controls and they were in operation for the period ended December 31, 2019. With respect to the exceptions identified in the SOC 1 reports, as applicable, we are not aware of any such issues relating to the Plan and/or our payroll processing for the period ended December 31, 2019.

38. We believe the form and content of the Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the period from formation (May 1, 2019) to December 31, 2019 and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019, are fairly presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

39. Pursuant to Accounting Standards Update 2014-15, *Presentation of Financial Statements—Going Concern (Subtopic 205-40) Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern,* management has assessed the Plan's ability to continue as a going concern and believes the Plan has the ability to continue as a going concern for at least one year from the date of this letter.

To the best of our knowledge and belief, no events other than those disclosed, have occurred subsequent to the date of the Plan's financial statements and through the date of this letter that would require adjustment to or disclosure in the aforementioned financial statements.

Laren Whiddon

Laren Whiddon, CFO

William Parker

William Parker, Executive Director of Benefits

Prime Communications 401(k) Plan

Annual Financial Report
Sugar Land, Texas
December 31, 2019



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All other schedules listed by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 are omitted, as they are not applicable.

WEINSTEIN SPIRA

certified public accountants
& business advisors

Independent Auditors' Report

October 7, 2020

Plan Administrator
Prime Communications 401(k) Plan
Sugar Land, Texas

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Prime Communications 401(k) Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2019, the related statement of changes in net assets available for benefits for the period from formation (May 1, 2019) to December 31, 2019, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2019, and for the period from formation (May 1, 2019) to December 31, 2019, that the information provided to the plan administrator by the trustee is complete and accurate.

October 7, 2020
Prime Communications 401(k) Plan

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules, Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2019 and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019, are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Weinstein Spira & Company P.C.

WEINSTEIN SPIRA & COMPANY, P.C.
Houston, Texas

PRIME COMMUNICATIONS 401(k) PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2019

ASSETS	
Investments, at fair value:	
Mutual funds	$ 20,033,472
Common/collective trust fund	539,909
	20,573,381
Receivables:	
Employer contributions	1,196,765
Notes receivable from participants	961,339
	2,158,104
	22,731,485
LIABILITIES	
Excess Contributions Payable	9,201
Net Assets Available for Benefits	$ 22,722,284

See independent auditors' report and the accompanying notes to financial statements.

PRIME COMMUNICATIONS 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Period from Formation (May 1, 2019) to December 31, 2019

Contributions:	
Employee	$ 1,975,561
Employer	1,196,765
Rollover	47,848
Total Contributions	3,220,174
Investment Income:	
Net appreciation in fair value of investments	1,380,979
Interest and dividends	412,387
Net Investment Income	1,793,366
Interest Income on Notes Receivable from Participants	46,862
Benefit Payments	(6,806,680)
Administrative Expenses	(70,888)
Net Decrease Prior to Transfer In	(1,817,166)
Transfers In from GameStop Corp. Employees' Savings Plan	24,539,450
Net Increase in Net Assets Available for Benefits and Net Assets Available for Benefits - End of Year	$ 22,722,284

See independent auditors' report and the accompanying notes to financial statements.

Note 1 - Plan Description

The following description of the Prime Communications 401(k) Plan (the Plan) is provided for general information only. Participants should refer to the plan document for detailed information.

General

The Plan is a defined contribution plan covering employees of Prime Communications, L.P. (Plan Sponsor), and adopting employer Spring Communications Holdings, LLC (collectively, the Employer) and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan was adopted by the Employer on May 1, 2019.

Prime Communications, L.P. is named as the plan administrator. Wells Fargo Bank, N.A. (WFB) serves as the trustee of the Plan.

During 2019, the Plan Sponsor acquired Spring Communications Holdings, LLC, a subsidiary of GameStop Corp. The Plan was created for the use of these acquired employees. Net assets related to the applicable participants in the GameStop Corp. Employees' Savings Plan were transferred effective May 1, 2019.

Eligibility

Participation in the Plan is available for eligible employees who are 21 years or older and who have been employed for 60 days. The Plan includes a savings feature designed to permit the employee and the Employer to contribute to the Plan, as allowable under Section 401(k) of the Internal Revenue Code (IRC).

Contributions

Participant contributions consist of pre-tax and/or Roth elective deferral contributions. Participants may elect to defer up to 100% of their eligible compensation, as defined, subject to the limitations of the IRC. Eligible participants who have attained age 50 before the close of the plan year are eligible to make catch-up contributions subject to the limitations of the IRC. The Plan also accepts participant rollover contributions from other qualified plans or individual retirement accounts.

The Plan operates as a safe harbor plan. The Employer makes safe harbor matching contributions equal to 100% of the participant's elective deferrals, not to exceed 3% of the participant's compensation, as defined, plus 50% of deferrals between 3% and 5% of the participant's compensation.

Vesting

Participants are always 100% vested in their contributions, safe harbor matching contributions, and accumulated earnings thereon.

Forfeitures

Forfeitures may be used to reduce future Employer contributions or to offset plan expenses. There was no forfeiture activity for the period ended December 31, 2019.

Participant Accounts

Upon enrollment in the Plan, participants may direct the trustee with regard to the investment of their account balances into the various investment options offered by the Plan. Participants may change their investment elections at any time.

Under the Plan, earnings and losses are allocated to the participants' accounts daily based on their respective balances in the investments. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow a minimum of $1,000 from their account balance. The respective note may not be more than 50% of the participant's vested account balance or $50,000 reduced by the highest outstanding note balance, if any, during the previous twelve months. The notes are secured by the vested balance in the participants' accounts. A participant may have only one loan outstanding at any time. Interest rates are based on the prime rate plus 2%. Principal and interest are repaid ratably through payroll deductions. Note terms are limited to five years unless for the purchase of a primary residence, in which case the term may be extended to ten years.

Benefit Payments

Distributions may be made to participants or their beneficiaries upon termination of employment, retirement, disability or death, as applicable. Withdrawals may be made by active participants upon attainment of age 59½ or due to financial hardship, subject to the provisions of the Plan. Upon termination, participants with an account balance of $1,000 or less shall receive an automatic lump sum distribution from the Plan. For participants who terminate with an account balance of more than $1,000 but less than $5,000, the plan administrator shall make a direct rollover into an individual retirement account. Withdrawals from the Plan may be subject to income tax on contributions and income earned.

Note 2 - Summary of Accounting Policies

Basis of Accounting and Presentation

The accompanying financial statements have been prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation in the fair value of investments includes realized gains or losses on investments bought and sold during the year as well as unrealized gains or losses on the investments held at the end of the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. As of December 31, 2019, no allowance for credit losses has been recorded, as the notes are collateralized by the participants' account balances. In general, notes receivable from participants are considered in default if a scheduled payment has not been received in the calendar quarter following the calendar quarter in which the payment was due. Defaulted notes are treated as distributions based upon the terms of the plan document when a distributable event has occurred.

Excess Contributions Payable

Amount payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as a liability with a corresponding reduction to contributions.

Benefit Payments

Benefits paid to participants or beneficiaries are recorded when paid.

Administrative Expenses

Fees related to the administration of notes receivable from participants and certain other administrative and transactional fees are charged directly to the participant's account. Certain costs and expenses incurred in connection with the operation of the Plan are paid by the Plan, unless paid by the Employer, at its discretion. Investment related expenses are included in net appreciation or depreciation in the fair value of investments.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires the plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and the disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan provides for investment in various investment securities. Investment securities, in general, are exposed to certain risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with the Plan's investment securities, it is reasonably possible that changes in the value of investments will occur in the near term and that such changes could materially affect participants' account balances and amounts reported in the financial statements.

Subsequent Events

The plan administrator evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 7, 2020, which is the date the financial statements were available to be issued. See Note 10.

Note 3 - Information Certified by the Trustee

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the plan administrator has obtained a certification from the trustee of the Plan that all of the information provided is complete and accurate. Information included in the financial statements and accompanying notes to the financial statements as to investments, and investment income, and all of the information in the supplemental schedule of assets (held at end of year), is presented in reliance solely upon this certification.

The Plan's independent auditors did not perform auditing procedures with respect to this information except for comparing such information to the related information included in the financial statements, the accompanying notes and the supplemental schedule, as applicable.

Note 4 - Fair Value Measurements

GAAP provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;

- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value.

Mutual Funds: These funds are valued daily based upon their quoted market prices.

Common/Collective Trust Fund: This fund is valued at its net asset value (NAV) as determined by the issuer, based on the value of each of the underlying investments, less applicable fees charged by the issuer. The NAV is used as a practical expedient to estimate fair value. The practical expedient is not used when it is determined to be probable that the investment will be sold for an amount different than the reported NAV.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value:

	December 31, 2019			
	Level 1	**Level 2**	**Level 3**	**Total**
Mutual funds	**$20,033,472**	**$ -**	**$ -**	**$20,033,472**
Investment measured at NAV (practical expedient)				**539,909**
Total investments at fair value				**$20,573,381**

The following table provides additional information for the common/collective trust fund which is measured using NAV as a practical expedient as of December 31, 2019. There are no participant redemption restrictions for this investment. The redemption notice period is applicable only to the Plan.

Investment Class	Fair Value 2019	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value	**$ 539,909**	None	Daily	Up to 12 months

Note 5 - Federal Income Tax

The Employer adopted a prototype plan offered by WFB. The prototype plan obtained its latest opinion letter on March 31, 2014, in which the IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the IRC. The prototype plan has since been amended; however, the plan administrator, through its adoption of the prototype plan, believes that the Plan is designed and operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress.

Note 6 - Party-in-Interest Transactions

The Plan engages in investment transactions with funds managed by WFB or an affiliate of WFB, a party-in-interest with respect to the Plan. These transactions are covered by an exemption from the "prohibited transaction" provisions of ERISA and the IRC.

Note 7 - Plan Termination

Although it has not expressed any intention to do so, the Employer has the right under the plan document to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Note 8 - Reconciliation of Financial Statements to the Form 5500

The following is a reconciliation of the net assets available for benefits per the financial statements to net assets per the Form 5500 as of December 31, 2019:

Net assets available for benefits per the financial statements	**$ 22,722,284**
Employer contributions receivable	**(1,196,765)**
Excess contributions payable	**9,201**
Accumulated deemed distributions	**(14,495)**
Net assets per the Form 5500	**$ 21,520,225**

A deemed loan distribution is defined as a participant loan defaulted and distributed for tax purposes, but not for financial statement purposes, as the participant is in default at year end but has not had a distributable event per the plan document.

The following is a reconciliation of the decrease in the net assets available for benefits per the financial statements to the net loss per the Form 5500 for the year ended December 31, 2019:

Net decrease prior to transfer in per the financial statements	$	(1,817,166)
Employer contributions receivable		(1,196,765)
Excess contributions payable		9,201
Net change in accumulated deemed distributions		(14,495)
Net loss per the Form 5500	$	(3,019,225)

Note 9 – Nonexempt Transactions

As disclosed on Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the period from formation (May 1, 2019) to December 31, 2019, there were unintentional delays in remitting $1,328 of participant contributions and $519 of participant loan repayments to the Plan. The plan administrator is in the process of correcting all participant contributions and loan repayments, including lost earnings.

Note 10 - Subsequent Events

Effective January 2020, another plan maintained by the Partnership was merged into the Plan and all net assets were transferred. Additionally, the name of the Plan was changed to Cell Phone Company Employee 401(k) Savings Plan.

The COVID-19 pandemic has led to volatility in the financial markets and has affected, and may continue to affect, Plan assets. The potential economic impact brought by, and the duration of, COVID-19 is difficult to assess or predict and will depend on future developments that are highly uncertain and cannot be predicted.

The Plan has implemented certain requirements of the Coronavirus Aid, Relief, and Economic Security Act (the CARES Act) and the Setting Every Community Up for Retirement Enhancement Act (the SECURE Act), which change the Plan to, among other things, allow certain eligible individuals to receive coronavirus-related relief for loan repayments, suspend required minimum distributions, delay the commencement date for required minimum distributions and provide for coronavirus-related distributions. Written amendments to the Plan to reflect these operational changes will be adopted at a later date in accordance with applicable law and IRS guidance.

SUPPLEMENTARY INFORMATION

PRIME COMMUNICATIONS 401(K) PLAN
PLAN SPONSOR'S EIN: 76-0603404
PLAN NUMBER: 004
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
For the Period from Formation (May 1, 2019) to December 31, 2019

	Total that Constitute Nonexempt Prohibited Transactions			
Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$ 1,328	$ 1,328	$ -	$ -	$ -

	Total that Constitute Nonexempt Prohibited Transactions			
Participant Loan Repayments Transferred Late to Plan	Loan Repayments Not Corrected	Loan Repayments Corrected Outside VFCP	Loan Repayments Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$ 519	$ 519	$ -	$ -	$ -

For the period from formation (May 1, 2019) to December 31, 2019, there were unintentional delays in remitting $1,328 of participant contributions and $519 of participant loan repayments to the Plan. The plan administrator is in the process of correcting the participant contributions and loan repayments, including lost earnings.

PRIME COMMUNICATIONS 401(k) PLAN
SPONSOR'S EIN: 76-0603404
PLAN NUMBER: 004
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2019

	(a) (b) Identity of Issue, or Similar Party	(c) Description of Investment	(e) Current Value	
		Mutual Funds:		
	Fidelity Investments	Fidelity 500 Index Fund	$ 876,432	
*	Wells Fargo Asset Management	Wells Fargo Discovery R6 Fund	189,743	
	JPMorgan Asset Management	JPMorgan Equity Income R6 Fund	311,970	
	Dimensional Fund Advisors	DFA US Social Core Equity 2 Fund	45,413	
	Fidelity Investments	Fidelity Mid Cap Index Fund	210,300	
	Invesco, Ltd.	Invesco Equity and Income Y Fund	118,217	
	Delaware Funds	Delaware Small Cap Value Inst Fund	85,283	
	Fidelity Investments	Fidelity Small Cap Index Fund	134,571	
	BlackRock Advisors, LLC	BlackRock High Yield Bond Inst Fund	105,958	
	Fidelity Investments	Fidelity Total Intl Index Fund	122,233	
	American Century Investments	American Century Mid Cap Value R6 Fund	74,361	
	Capital Group	American Funds New Perspective R6 Fund	163,505	
	Invesco, Ltd.	Invesco Oppenheimer Dev Markets R6 Fund	160,744	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2020 Inv Fund	332,491	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2030 Inv Fund	749,276	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2040 Inv Fund	4,738,676	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2050 Inv Fund	8,477,368	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2060 Inv Fund	2,469,902	
	MFS Investment Management	MFS Massachusetts Investors Gr Stk R6 Fund	279,557	
	The Vanguard Group, Inc.	Vanguard Target Retirement Income Inv Fund	76,006	
	T. Rowe Price Investment Services, Inc.	T. Rowe Price QM US Small Cap Growth Eq Fund	163,676	
	Metropolitan West Funds	Metropolitan West Total Return Bond Fund	147,790	
			20,033,472	
		Common/Collective Trust Fund:		
*	Wells Fargo Bank, N.A.	Wells Fargo Stable Return Fund (N15)	539,909	
		Participant Loans:		
*	Participant Loans	Interest rates ranging from 3.25% to 7.50% due at various dates through 2024	946,844	(1)
			$ 21,520,225	

* Indicates a party-in-interest

(1) Excludes deemed loans totaling $14,495

This schedule (excluding participant loans) has been prepared from information certified by Wells Fargo Bank, N.A. as complete and accurate.

See independent auditors' report.

Prime Communications 401(k) Plan (Spring Legacy)
12550 Reed Road, Suite 100
Sugar Land, TX 77478

Date: 10/07/2020

Weinstein Spira & Company, P.C.
3773 Richmond Avenue, Suite 900
Houston, TX 77046

This representation letter is provided in connection with your audit of the financial statements and supplemental schedules of the Prime Communications 401(k) Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2019, the related statement of changes in net assets available for benefits for the period from formation (May 1, 2019) to December 31, 2019, and the related notes to the financial statements, for the purpose of expressing an opinion as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (GAAP) and whether the supplemental schedules are fairly stated in all material respects in relation to the financial statements as a whole.

As permitted by Regulation 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), we have instructed you not to perform any auditing procedures with respect to information prepared and certified to by Wells Fargo Bank, N.A., the trustee, in accordance with DOL Regulation 2520.103-5, except for comparing the information with the related information included in the financial statements and supplemental schedules. Because of the significance of the information which you did not audit, we understand that you will not express an opinion on the financial statements and supplemental schedules taken as a whole.

We understand that the form and content of the information in the financial statements and supplemental schedules, other than that derived from the information certified by Wells Fargo Bank, N.A., has been audited by you in accordance with auditing standards generally accepted in the United States of America, and was subjected to tests of our accounting records and other procedures you considered necessary to enable you to express an opinion as to whether they are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

We confirm, to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purpose of appropriately informing ourselves as of the date above, the following representations made to you during your audit.

Financial Statements

1. We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated June 30, 2020, including our responsibility for the preparation and fair presentation of the financial statements and note disclosures.

2. The financial statements referred to above are fairly presented in conformity with GAAP, the notes include all disclosures required by laws and regulations to which the Plan is subject, including the DOL Rules and Regulations for Reporting and Disclosure under ERISA and the supplemental schedules referred to above are fairly presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

3. We acknowledge our responsibility for the completeness and accuracy of the trustee certification and that the certifying entity is qualified to issue such ERISA certification.

4. We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

5. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.

6. Management has determined the fair value of significant financial instruments that do not have readily determinable market values. Significant assumptions we used in making accounting estimates, including those measured at fair value, are reasonable and appropriate. The methods and significant assumptions used result in a measure of fair value appropriate for financial measurement and disclosure purposes. No subsequent events have occurred that would require adjustment to the accounting estimates or disclosures included in the financial statements.

7. We are responsible for the estimation methods and assumptions used in measuring assets and liabilities reported or disclosed at fair value, including information obtained from brokers, pricing services, or other third parties. Our valuation methodologies have been consistently applied from period to period. The fair value measurements reported or disclosed represent our best estimate of fair value as of the measurement date in accordance with the requirements of Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 820, *Fair Value Measurement*. In addition, our disclosures related to fair value measurements are consistent with the objectives outlined in FASB ASC 820.

8. Related-party relationships and transactions and relationships and transactions with parties-in-interest, as defined in ERISA Section 3(14) and regulations thereunder, have been appropriately accounted for and disclosed in accordance with the requirements of GAAP and ERISA Section 3(14) and regulations thereunder.

9. We are in agreement with the adjusting journal entries you have proposed, and they have been properly reflected in the financial statements.

10. We are not aware of any pending or threatened litigation, claims, or assessments or unasserted claims or assessments that are required to be accrued or disclosed in the financial statements in accordance with GAAP, and we have not consulted an attorney concerning litigation, claims, or assessments.

11. We have not consulted legal counsel and there are no other matters (e.g., breach of fiduciary responsibilities, nonexempt transactions, loans or leases in default, or events that may jeopardize the tax status) that must be disclosed in the Plan's financial statements.

12. Material concentrations, if any, have been properly disclosed in accordance with GAAP.

13. Financial instruments with concentrations of credit risk, if any, have been properly recorded or disclosed in the financial statements.

14. Guarantees, whether written or oral, under which the Plan is contingently liable, if any, have been properly recorded or disclosed in accordance with GAAP.

15. The supplemental schedules and/or the financial statements disclose the following, as applicable:

    a. All non-exempt party-in-interest transactions (as defined in ERISA Section 3(14) and regulations under the section).

    b. Investments or loans in default or considered to be uncollectible.

    c. Reportable transactions (as defined in ERISA Section 103(b)(3)(H) and regulations under that section).

16. In regards to the financial statement preparation services performed by you, we have:

    a. Assumed all management responsibilities.

    b. Overseen the services by designating individuals who possess suitable skill, knowledge, and/or expertise.

    c. Evaluated the adequacy and results of the services performed.

    d. Accepted responsibility for the results of the services.

Information Provided

17. We have provided you with:

    a. Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters.

    b. All minutes of the meetings of the Plan's committee for the period from formation (May 1, 2019) through the date of this letter or summaries of actions of recent meetings for which minutes have not yet been prepared.

    c. Additional information that you have requested from us for the purpose of the audits.

    d. Unrestricted access to persons within the Plan from whom you determined it necessary to obtain audit evidence.

    e. Plan instruments, trust agreements, insurance contracts, or investment contracts and amendments to such documents entered into during the year, including amendments to comply with applicable laws, etc., as applicable.

18. All material transactions have been recorded in the accounting records and are reflected in the financial statements.

19. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.

20. We have no knowledge of any fraud or suspected fraud that affects the Plan and involves:

    a. Management,

    b. Employees who have significant roles in internal control, or

    c. Others where the fraud could have a material effect on the financial statements.

21. We have no knowledge of any allegations of fraud or suspected fraud affecting the Plan's financial statements communicated by employees, former employees, participants, regulators, beneficiaries, service providers, third-party administrators, or others.

22. Except as made known to you, we have no knowledge of any instances of noncompliance or suspected noncompliance with laws and regulations (including ERISA, DOL, and IRS regulations) whose effects should be considered when preparing the financial statements.

23. We have disclosed to you the identity of the Plan's related parties and parties in interest and all the related-party and party-in-interest relationships and transactions of which we are aware.

24. The Plan has satisfactory title to all owned assets, which are recorded at fair value. There are no liens, encumbrances, or security interests that require disclosure in the financial statements.

25. We have apprised you of and provided you with all written and/or oral communications, if any, with regulatory agencies concerning the operation of the Plan.

26. We have no --

    a. Plans or intentions that may materially affect the carrying value or classification of assets and liabilities.

    b. Intentions to terminate the Plan.

27. Amendments to the plan instrument, if any, have been properly recorded or disclosed in the financial statements.

28. The Plan has complied with all aspects of debt and other contractual agreements, as applicable, that would have a material effect on the financial statements in the event of noncompliance

29. All required amendments to and filings of plan documents with the appropriate agencies have been made.

30. The Plan is qualified under the appropriate section of the Internal Revenue Code and we intend to continue as a qualified plan. The plan sponsor has operated the Plan in a manner that did not jeopardize this tax status. Required nondiscrimination testing related to Code Section 401(k) and 401(m) arrangements, as applicable, has been completed for the Plan, and corrective actions, if any required, have been taken in accordance with applicable regulations.

31. The Employer adopted a prototype plan offered by Wells Fargo Bank, N.A.. The prototype plan obtained its latest opinion letter on March 31, 2014, in which the IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the IRC. The prototype plan has since been amended; however, the plan administrator, through its adoption of the prototype plan, believes that the Plan is designed and operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

32. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress.

33. GAAP requires Plan management to evaluate tax positions taken by the Plan and to recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan and has concluded that, as of December 31, 2019, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements.

34. Except as disclosed, the Plan has complied with the DOL's regulations concerning the timely remittance of participant contributions and loan repayments to the trust containing assets for the Plan.

35. The Plan has complied with the fidelity bonding requirements of ERISA.

36. We have obtained appropriate fee disclosures from covered service providers and have concluded the fees are reasonable. The Plan is in compliance with DOL regulations regarding ERISA Section 408(b)(2).

37. Plan management has obtained and reviewed the SOC 1 report for the Plan's recordkeeper and plan sponsor's payroll provider, as applicable. We have implemented the relevant user controls and they were in operation for the period ended December 31, 2019. With respect to the exceptions identified in the SOC 1 reports, as applicable, we are not aware of any such issues relating to the Plan and/or our payroll processing for the period ended December 31, 2019.

38. We believe the form and content of the Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the period from formation (May 1, 2019) to December 31, 2019 and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019, are fairly presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

39. Pursuant to Accounting Standards Update 2014-15, *Presentation of Financial Statements—Going Concern (Subtopic 205-40) Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern,* management has assessed the Plan's ability to continue as a going concern and believes the Plan has the ability to continue as a going concern for at least one year from the date of this letter.

To the best of our knowledge and belief, no events other than those disclosed, have occurred subsequent to the date of the Plan's financial statements and through the date of this letter that would require adjustment to or disclosure in the aforementioned financial statements.

Laren Whiddon

Laren Whiddon, CFO

William Parker

William Parker, Executive Director of Benefits

Prime Communications 401(k) Plan

Annual Financial Report
Sugar Land, Texas
December 31, 2019



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All other schedules listed by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 are omitted, as they are not applicable.

WEINSTEIN SPIRA

certified public accountants
& business advisors

Independent Auditors' Report

October 7, 2020

Plan Administrator
Prime Communications 401(k) Plan
Sugar Land, Texas

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Prime Communications 401(k) Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2019, the related statement of changes in net assets available for benefits for the period from formation (May 1, 2019) to December 31, 2019, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2019, and for the period from formation (May 1, 2019) to December 31, 2019, that the information provided to the plan administrator by the trustee is complete and accurate.

October 7, 2020
Prime Communications 401(k) Plan

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules, Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2019 and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019, are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Weinstein Spira & Company P.C.

WEINSTEIN SPIRA & COMPANY, P.C.
Houston, Texas

PRIME COMMUNICATIONS 401(k) PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2019

ASSETS	
Investments, at fair value:	
Mutual funds	$ 20,033,472
Common/collective trust fund	539,909
	20,573,381
Receivables:	
Employer contributions	1,196,765
Notes receivable from participants	961,339
	2,158,104
	22,731,485
LIABILITIES	
Excess Contributions Payable	9,201
Net Assets Available for Benefits	$ 22,722,284

See independent auditors' report and the accompanying notes to financial statements.

PRIME COMMUNICATIONS 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Period from Formation (May 1, 2019) to December 31, 2019

Contributions:	
Employee	$ 1,975,561
Employer	1,196,765
Rollover	47,848
Total Contributions	3,220,174
Investment Income:	
Net appreciation in fair value of investments	1,380,979
Interest and dividends	412,387
Net Investment Income	1,793,366
Interest Income on Notes Receivable from Participants	46,862
Benefit Payments	(6,806,680)
Administrative Expenses	(70,888)
Net Decrease Prior to Transfer In	(1,817,166)
Transfers In from GameStop Corp. Employees' Savings Plan	24,539,450
Net Increase in Net Assets Available for Benefits and Net Assets Available for Benefits - End of Year	$ 22,722,284

See independent auditors' report and the accompanying notes to financial statements.

Note 1 - Plan Description

The following description of the Prime Communications 401(k) Plan (the Plan) is provided for general information only. Participants should refer to the plan document for detailed information.

General

The Plan is a defined contribution plan covering employees of Prime Communications, L.P. (Plan Sponsor), and adopting employer Spring Communications Holdings, LLC (collectively, the Employer) and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan was adopted by the Employer on May 1, 2019.

Prime Communications, L.P. is named as the plan administrator. Wells Fargo Bank, N.A. (WFB) serves as the trustee of the Plan.

During 2019, the Plan Sponsor acquired Spring Communications Holdings, LLC, a subsidiary of GameStop Corp. The Plan was created for the use of these acquired employees. Net assets related to the applicable participants in the GameStop Corp. Employees' Savings Plan were transferred effective May 1, 2019.

Eligibility

Participation in the Plan is available for eligible employees who are 21 years or older and who have been employed for 60 days. The Plan includes a savings feature designed to permit the employee and the Employer to contribute to the Plan, as allowable under Section 401(k) of the Internal Revenue Code (IRC).

Contributions

Participant contributions consist of pre-tax and/or Roth elective deferral contributions. Participants may elect to defer up to 100% of their eligible compensation, as defined, subject to the limitations of the IRC. Eligible participants who have attained age 50 before the close of the plan year are eligible to make catch-up contributions subject to the limitations of the IRC. The Plan also accepts participant rollover contributions from other qualified plans or individual retirement accounts.

The Plan operates as a safe harbor plan. The Employer makes safe harbor matching contributions equal to 100% of the participant's elective deferrals, not to exceed 3% of the participant's compensation, as defined, plus 50% of deferrals between 3% and 5% of the participant's compensation.

Vesting

Participants are always 100% vested in their contributions, safe harbor matching contributions, and accumulated earnings thereon.

Forfeitures

Forfeitures may be used to reduce future Employer contributions or to offset plan expenses. There was no forfeiture activity for the period ended December 31, 2019.

Participant Accounts

Upon enrollment in the Plan, participants may direct the trustee with regard to the investment of their account balances into the various investment options offered by the Plan. Participants may change their investment elections at any time.

Under the Plan, earnings and losses are allocated to the participants' accounts daily based on their respective balances in the investments. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Notes Receivable from Participants

Participants may borrow a minimum of $1,000 from their account balance. The respective note may not be more than 50% of the participant's vested account balance or $50,000 reduced by the highest outstanding note balance, if any, during the previous twelve months. The notes are secured by the vested balance in the participants' accounts. A participant may have only one loan outstanding at any time. Interest rates are based on the prime rate plus 2%. Principal and interest are repaid ratably through payroll deductions. Note terms are limited to five years unless for the purchase of a primary residence, in which case the term may be extended to ten years.

Benefit Payments

Distributions may be made to participants or their beneficiaries upon termination of employment, retirement, disability or death, as applicable. Withdrawals may be made by active participants upon attainment of age 59½ or due to financial hardship, subject to the provisions of the Plan. Upon termination, participants with an account balance of $1,000 or less shall receive an automatic lump sum distribution from the Plan. For participants who terminate with an account balance of more than $1,000 but less than $5,000, the plan administrator shall make a direct rollover into an individual retirement account. Withdrawals from the Plan may be subject to income tax on contributions and income earned.

Note 2 - Summary of Accounting Policies

Basis of Accounting and Presentation

The accompanying financial statements have been prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation or depreciation in the fair value of investments includes realized gains or losses on investments bought and sold during the year as well as unrealized gains or losses on the investments held at the end of the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. As of December 31, 2019, no allowance for credit losses has been recorded, as the notes are collateralized by the participants' account balances. In general, notes receivable from participants are considered in default if a scheduled payment has not been received in the calendar quarter following the calendar quarter in which the payment was due. Defaulted notes are treated as distributions based upon the terms of the plan document when a distributable event has occurred.

Excess Contributions Payable

Amount payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as a liability with a corresponding reduction to contributions.

Benefit Payments

Benefits paid to participants or beneficiaries are recorded when paid.

Administrative Expenses

Fees related to the administration of notes receivable from participants and certain other administrative and transactional fees are charged directly to the participant's account. Certain costs and expenses incurred in connection with the operation of the Plan are paid by the Plan, unless paid by the Employer, at its discretion. Investment related expenses are included in net appreciation or depreciation in the fair value of investments.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires the plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and the disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan provides for investment in various investment securities. Investment securities, in general, are exposed to certain risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with the Plan's investment securities, it is reasonably possible that changes in the value of investments will occur in the near term and that such changes could materially affect participants' account balances and amounts reported in the financial statements.

Subsequent Events

The plan administrator evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through October 7, 2020, which is the date the financial statements were available to be issued. See Note 10.

Note 3 - Information Certified by the Trustee

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the plan administrator has obtained a certification from the trustee of the Plan that all of the information provided is complete and accurate. Information included in the financial statements and accompanying notes to the financial statements as to investments, and investment income, and all of the information in the supplemental schedule of assets (held at end of year), is presented in reliance solely upon this certification.

The Plan's independent auditors did not perform auditing procedures with respect to this information except for comparing such information to the related information included in the financial statements, the accompanying notes and the supplemental schedule, as applicable.

Note 4 - Fair Value Measurements

GAAP provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;

- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value.

Mutual Funds: These funds are valued daily based upon their quoted market prices.

Common/Collective Trust Fund: This fund is valued at its net asset value (NAV) as determined by the issuer, based on the value of each of the underlying investments, less applicable fees charged by the issuer. The NAV is used as a practical expedient to estimate fair value. The practical expedient is not used when it is determined to be probable that the investment will be sold for an amount different than the reported NAV.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value:

	December 31, 2019			
	Level 1	**Level 2**	**Level 3**	**Total**
Mutual funds	**$20,033,472**	**$ -**	**$ -**	**$20,033,472**
Investment measured at NAV (practical expedient)				**539,909**
Total investments at fair value				**$20,573,381**

The following table provides additional information for the common/collective trust fund which is measured using NAV as a practical expedient as of December 31, 2019. There are no participant redemption restrictions for this investment. The redemption notice period is applicable only to the Plan.

Investment Class	Fair Value 2019	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value	**$ 539,909**	None	Daily	Up to 12 months

Note 5 - Federal Income Tax

The Employer adopted a prototype plan offered by WFB. The prototype plan obtained its latest opinion letter on March 31, 2014, in which the IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the IRC. The prototype plan has since been amended; however, the plan administrator, through its adoption of the prototype plan, believes that the Plan is designed and operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions, however, there are currently no audits for any tax periods in progress.

Note 6 - Party-in-Interest Transactions

The Plan engages in investment transactions with funds managed by WFB or an affiliate of WFB, a party-in-interest with respect to the Plan. These transactions are covered by an exemption from the "prohibited transaction" provisions of ERISA and the IRC.

Note 7 - Plan Termination

Although it has not expressed any intention to do so, the Employer has the right under the plan document to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Note 8 - Reconciliation of Financial Statements to the Form 5500

The following is a reconciliation of the net assets available for benefits per the financial statements to net assets per the Form 5500 as of December 31, 2019:

Net assets available for benefits per the financial statements	**$ 22,722,284**
Employer contributions receivable	**(1,196,765)**
Excess contributions payable	**9,201**
Accumulated deemed distributions	**(14,495)**
Net assets per the Form 5500	**$ 21,520,225**

A deemed loan distribution is defined as a participant loan defaulted and distributed for tax purposes, but not for financial statement purposes, as the participant is in default at year end but has not had a distributable event per the plan document.

The following is a reconciliation of the decrease in the net assets available for benefits per the financial statements to the net loss per the Form 5500 for the year ended December 31, 2019:

Net decrease prior to transfer in per the financial statements	$	(1,817,166)
Employer contributions receivable		(1,196,765)
Excess contributions payable		9,201
Net change in accumulated deemed distributions		(14,495)
Net loss per the Form 5500	$	(3,019,225)

Note 9 – Nonexempt Transactions

As disclosed on Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the period from formation (May 1, 2019) to December 31, 2019, there were unintentional delays in remitting $1,328 of participant contributions and $519 of participant loan repayments to the Plan. The plan administrator is in the process of correcting all participant contributions and loan repayments, including lost earnings.

Note 10 - Subsequent Events

Effective January 2020, another plan maintained by the Partnership was merged into the Plan and all net assets were transferred. Additionally, the name of the Plan was changed to Cell Phone Company Employee 401(k) Savings Plan.

The COVID-19 pandemic has led to volatility in the financial markets and has affected, and may continue to affect, Plan assets. The potential economic impact brought by, and the duration of, COVID-19 is difficult to assess or predict and will depend on future developments that are highly uncertain and cannot be predicted.

The Plan has implemented certain requirements of the Coronavirus Aid, Relief, and Economic Security Act (the CARES Act) and the Setting Every Community Up for Retirement Enhancement Act (the SECURE Act), which change the Plan to, among other things, allow certain eligible individuals to receive coronavirus-related relief for loan repayments, suspend required minimum distributions, delay the commencement date for required minimum distributions and provide for coronavirus-related distributions. Written amendments to the Plan to reflect these operational changes will be adopted at a later date in accordance with applicable law and IRS guidance.

SUPPLEMENTARY INFORMATION

PRIME COMMUNICATIONS 401(K) PLAN
PLAN SPONSOR'S EIN: 76-0603404
PLAN NUMBER: 004
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
For the Period from Formation (May 1, 2019) to December 31, 2019

	Total that Constitute Nonexempt Prohibited Transactions			
Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$ 1,328	$ 1,328	$ -	$ -	$ -

	Total that Constitute Nonexempt Prohibited Transactions			
Participant Loan Repayments Transferred Late to Plan	Loan Repayments Not Corrected	Loan Repayments Corrected Outside VFCP	Loan Repayments Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$ 519	$ 519	$ -	$ -	$ -

For the period from formation (May 1, 2019) to December 31, 2019, there were unintentional delays in remitting $1,328 of participant contributions and $519 of participant loan repayments to the Plan. The plan administrator is in the process of correcting the participant contributions and loan repayments, including lost earnings.

PRIME COMMUNICATIONS 401(k) PLAN
SPONSOR'S EIN: 76-0603404
PLAN NUMBER: 004
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2019

	(a) (b) Identity of Issue, or Similar Party	(c) Description of Investment	(e) Current Value	
		Mutual Funds:		
	Fidelity Investments	Fidelity 500 Index Fund	$ 876,432	
*	Wells Fargo Asset Management	Wells Fargo Discovery R6 Fund	189,743	
	JPMorgan Asset Management	JPMorgan Equity Income R6 Fund	311,970	
	Dimensional Fund Advisors	DFA US Social Core Equity 2 Fund	45,413	
	Fidelity Investments	Fidelity Mid Cap Index Fund	210,300	
	Invesco, Ltd.	Invesco Equity and Income Y Fund	118,217	
	Delaware Funds	Delaware Small Cap Value Inst Fund	85,283	
	Fidelity Investments	Fidelity Small Cap Index Fund	134,571	
	BlackRock Advisors, LLC	BlackRock High Yield Bond Inst Fund	105,958	
	Fidelity Investments	Fidelity Total Intl Index Fund	122,233	
	American Century Investments	American Century Mid Cap Value R6 Fund	74,361	
	Capital Group	American Funds New Perspective R6 Fund	163,505	
	Invesco, Ltd.	Invesco Oppenheimer Dev Markets R6 Fund	160,744	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2020 Inv Fund	332,491	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2030 Inv Fund	749,276	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2040 Inv Fund	4,738,676	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2050 Inv Fund	8,477,368	
	The Vanguard Group, Inc.	Vanguard Target Retirement 2060 Inv Fund	2,469,902	
	MFS Investment Management	MFS Massachusetts Investors Gr Stk R6 Fund	279,557	
	The Vanguard Group, Inc.	Vanguard Target Retirement Income Inv Fund	76,006	
	T. Rowe Price Investment Services, Inc.	T. Rowe Price QM US Small Cap Growth Eq Fund	163,676	
	Metropolitan West Funds	Metropolitan West Total Return Bond Fund	147,790	
			20,033,472	
		Common/Collective Trust Fund:		
*	Wells Fargo Bank, N.A.	Wells Fargo Stable Return Fund (N15)	539,909	
		Participant Loans:		
*	Participant Loans	Interest rates ranging from 3.25% to 7.50% due at various dates through 2024	946,844	(1)
			$ 21,520,225	

* Indicates a party-in-interest

(1) Excludes deemed loans totaling $14,495

This schedule (excluding participant loans) has been prepared from information certified by Wells Fargo Bank, N.A. as complete and accurate.

See independent auditors' report.