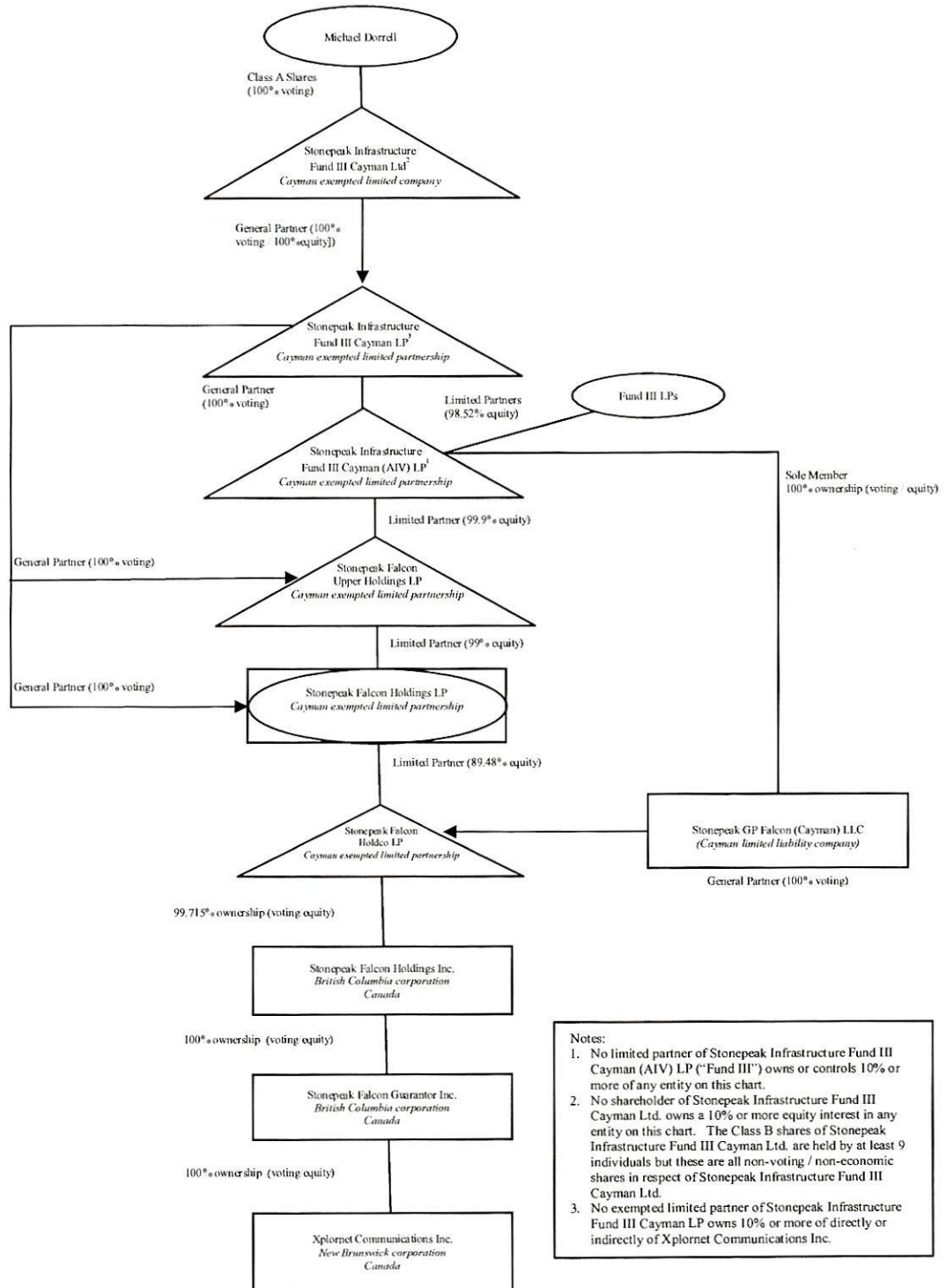
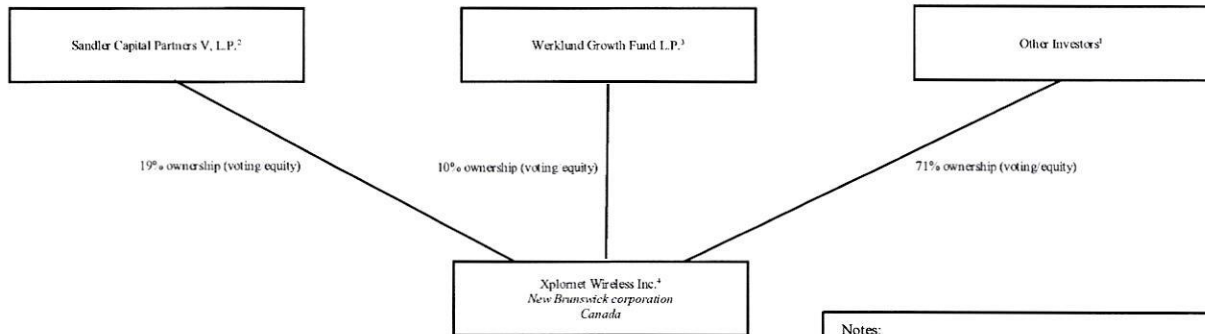
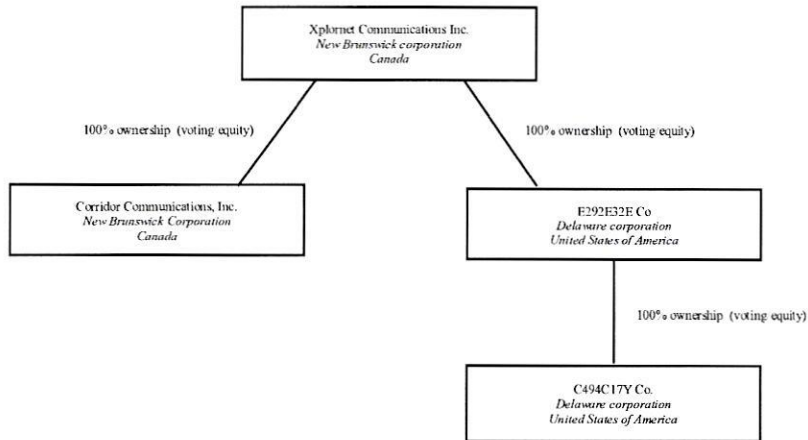


BENEFICIAL OWNERSHIP




Notes:

1. Xplornet Wireless Inc. has over 100 equity holders. Except for Sandler Capital Partners V, L.P. and Werklund Growth Fund L.P., no person or entity holds, directly or indirectly, more than 10% of the voting shares or equity of Xplornet Wireless Inc.
2. Sandler Capital Partners V, L.P. is a private equity fund. Xplornet Wireless Inc. has no visibility into the specific names of the participants in this fund. However, the fund manager advises that there are greater than 10 participants in the fund, that no participant has a controlling interest in such fund and no participant owns, directly or indirectly, more than 20% of such fund. We are advised that no person or entity, through this fund, could have more than a 3% interest in the voting shares or equity of Xplornet Wireless Inc.
3. Werklund Growth Fund L.P. is a private equity fund controlled by David Werklund, a Canadian.
4. Although Xplornet Communications Inc. does not own any voting or equity interests in Xplornet Wireless Inc., Xplornet Communications Inc. manages the day-to-day activities of Xplornet Wireless Inc. through a services agreement.



AFFILIATION

The following entities are affiliates of Xplornet Communications Inc., as per the definition of affiliate in Section 9 of the *Framework*:

Affiliate name:

- 1) Corridor Communications, Inc.
- 2) E292E32E Co.
- 3) C494C17Y Co.
- 4) Xplore Mobile Inc.
- 5) Xplornet Wireless Inc.