



May 23, 2025

VIA ELECTRONIC MAIL

LEGAL DEMAND LETTER – FORMAL
REQUEST FOR CORPORATE
DOCUMENTS – ACTION REQUIRED

All Independent Directors,
Corporate Secretary, and
Chief Legal Officer
(excluding Chairman Dave Schaeffer)
Cogent Communications Holdings, Inc.
2450 N Street NW
Washington, DC 20037

Subject: Formal Demand for Immediate Production
of all Omitted Schedules Referenced in
Exhibit 2.5 – Fiber Network Solutions, Inc.
Asset Purchase Agreement

To the Board of Directors, Corporate Secretary and Legal
Officers of Cogent Communications:

This legal demand is directed to the independent members
of the Board of Directors, the Corporate Secretary, and the
Chief Legal Officer in their fiduciary oversight capacities.
Due to the prior formal notices issued to Mr. Dave
Schaeffer and his potential legal exposure in this matter,
he is expressly excluded from this communication and is
not authorized to receive, interpret, respond to, or act upon
this request in any capacity.

I write in my official capacity as President, CEO, and Chairman of the Board of Fiber Network Solutions, Inc. (“FNSI”), a currently active and duly registered Ohio corporation—and as a federally recognized whistleblower in multiple open and active case files. In these roles, I am the lawful custodian of all corporate records and instruments involving FNSI, including the Asset Purchase Agreement executed with Cogent Communications Holdings, Inc., dated February 26, 2003, and filed publicly in Cogent’s S-1 registration statement as [Exhibit 2.5](#).

Exhibit 2.5, as filed by Cogent with the Securities and Exchange Commission, explicitly states: ‘The following schedules and exhibits have been omitted from the electronic format of this document filed with the Securities and Exchange Commission.’ This language affirms the existence of a complete version of the Asset Purchase Agreement that includes all referenced schedules and exhibits—whether maintained in electronic or physical form.

Should Cogent now assert that the referenced schedules do not exist, such a claim would directly contradict the company’s own SEC-filed representation and may constitute multiple violations of federal law, including but not limited to:

- 17 C.F.R. § 240.13b2-1 – Falsification of corporate records;
- 17 C.F.R. § 240.12b-20 – Material omissions in required disclosures;
- 15 U.S.C. § 78m(a) – Submission of false or misleading reports to the SEC;

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- 18 U.S.C. § 1001 – Knowingly making false statements to a federal agency;
- 18 U.S.C. § 1519 – Destruction, alteration, or concealment of records with intent to obstruct;
- 18 U.S.C. § 371 – Conspiracy to defraud the United States.

Accordingly, this correspondence constitutes a formal legal demand for the following:

1. Full and unredacted production of all schedules and exhibits referenced as omitted in [Exhibit 2.5](#);
2. All internal memoranda, valuation analyses, due diligence materials, or correspondence associated with the preparation, review, or redaction of those schedules;
3. The name and affiliated firm of any attorney or officer who authorized, reviewed, or approved the filing of Exhibit 2.5 in its redacted format.

Cogent's prior refusal to produce these materials—despite multiple lawful requests made under federal whistleblower protections—constitutes, on its face, evidence of:

- Obstruction of justice under 18 U.S.C. §§ 1512 and 1505;
- Misprision of felony under 18 U.S.C. § 4, if any officer or director had knowledge of material fraud and failed to report it;
- Conspiracy to defraud the United States under 18 U.S.C. § 371, in connection with known filings and agency communications;
- Violation of SEC Rule 13b2-1, prohibiting false or misleading corporate records;

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- Breach of fiduciary duties under Delaware law, including failures of oversight and good faith;
- Potential violations of Ohio corporate and securities statutes regarding material nondisclosure and misappropriation of corporate assets.

As of this writing, formal whistleblower submissions naming the above Exhibit and missing schedules are under review with open and active case numbers by:

- The Internal Revenue Service, Criminal Investigations Division;
- The U.S. Securities and Exchange;
- The Federal Aviation Administration;
- The Federal Bureau of Investigation;
- The U.S. Attorney for the Southern District of Ohio.

Let me be unequivocally clear: this is not a civil dispute—it is a criminal matter. You are now on formal notice that any continued concealment, destruction, or selective withholding of these materials may constitute ongoing predicate acts under the Racketeer Influenced and Corrupt Organizations Act (RICO), 18 U.S.C. § 1962(d).

Furthermore, I remind you that any form of retaliation, disregard, or willful indifference toward a federally recognized whistleblower constitutes a serious federal offense. All of my prior notices, filings, and communications are expressly protected under 18 U.S.C. § 1513(e).

I will also take this opportunity to briefly remind you of a [statement](#) I issued to your organization on March 17, 2025:

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'Mistaking my diplomacy and willingness to pursue a civilized resolution for weakness would be a grave miscalculation. This is not an attempt to avoid confrontation—it is an opportunity to resolve this before it escalates beyond anyone's control.'

That counsel was disregarded. It has now escalated beyond anyone's control. Further miscalculation of my resolve—especially in light of the mounting federal exposure now in play—is likely to prove unrecoverable.

This is your opportunity to comply with a lawful corporate demand issued by the named counterparty to the original transaction, the current executive authority of Fiber Network Solutions, Inc., and a federally recognized whistleblower. I am formally requesting production of the above-referenced materials within five (5) business days of the date of this notice. Failure to comply will result in further citations of record, each of which can only be interpreted strictly and adversely against Cogent and its fiduciaries.

Finally, it is important to understand that neither Cogent nor the individual recipients of my communications are fighting me. You are fighting the truth. The facts are not on your side—and they are no longer containable. It may be time to consider mitigation.

Respectfully,

FIBER NETWORK SOLUTIONS, INC.



David J. Koch, Federal Whistleblower
President, CEO & Chairman