

# **Exhibit 2**

RECEIVED NYSCEF: 07/28/2022

**From:** bocke, Michael G [Michael.Locke@charter.com]  
**Sent:** Fri 6/26/2020 8:21:41 AM (UTC-04:00)  
**Subject:** RE: Follow up / re-cap

Mike, received and will socialize accordingly.....thanks.....ml

**From:** Toplisek, Mike <mike.toplisek@elnk.com>  
**Sent:** Thursday, June 25, 2020 7:49 PM  
**To:** Locke, Michael G <Michael.Locke@charter.com>  
**Subject:** [EXTERNAL] Follow up / re-cap

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Michael, as always, it was good catching up with you. I really appreciate you keeping this moving forward. As promised, here is a recap of our call and our position. Over the last two weeks I have spent time with Glenn and our board to review our proposal and your verbal guidance around that offer. A couple of points that make these customers much more valuable than "new" customers you acquire every day.

1. These customers are very tenured and are not going anywhere unless forced.
2. These customers are much more valuable than current customers you pay to acquire.... No early churn, no truck roll, no equipment required, and they are *embedded heavy email users*. Therefore, we offered to make email part of the go forward deal.

All of that said, I want to try and be a good partner, but to be honest, our team is struggling based on the information I shared, that we have gathered.

1. I forgot to mention this, but not long after we acquired the business, Spectrum changed the reporting, which is puzzling. Obviously, this makes it harder to analyze current results and to compare them to historic trends.
2. In listening to calls and doing email surveys with customers who have left EarthLink, the information we have received is troubling. Both sides are required to comply with the agreement until the end of the Transition Period. We have. It's clear that Spectrum has been churning these customers for their own benefit and refusing to save them to EarthLink's product in direct conflict with sections 2.2(f) and 5.3 of the agreement. Maybe even more disturbingly, we are seeing evidence that Spectrum is making knowingly false statements about EarthLink, including that we are not in business, that seem to be intended to harm our ability to compete. As you know, we have invested substantial amounts in the brand, so seeing evidence that Spectrum is deliberately spreading false information about us is particularly disturbing.
3. Here are just a few verbatim comments from EarthLink customers who have churned:
  - a. Spectrum told me that they took you over
  - b. Spectrum cut you guys off without my approval
  - c. I was told by Spectrum that I could not keep EarthLink Internet because I dropped my TV subscription with Spectrum. I still don't understand why and wish I was still with EarthLink
  - d. Spectrum made an unauthorized change to my EarthLink Internet account which could not be reversed by EarthLink. Consequently, I had to switch to Spectrum
  - e. Spectrum did not support EarthLink
  - f. EarthLink stopped the contract with TWC and couldn't get service anymore
  - g. I was switched to Spectrum.... they told me EarthLink wasn't in business anymore

Michael, this is all with very little effort or discovery. These are customers who provided this information during calls to buy email from us or through a customer satisfaction survey. Spectrum had a responsibility to do everything possible to keep these customers as EarthLink customers and in many cases did just the opposite. I am concerned that EarthLink has been damaged in ways that we haven't been able to fully calculate yet.

We are still interested in doing a deal, if a fair deal can be reached. We want to get to a place where we both give these customers a great transition experience with Internet and email.

We made a fair offer before that would allow for a transition of these customers and a peaceful end to our relationship. Since we don't have an official counteroffer from Spectrum, we would like something in writing from Spectrum by July 9th on what that looks like based on the information I have shared today.

Thanks

Mike Toplisek

President

**EarthLink**

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