

**2017  
ANNUAL  
REPORT**

**CIBL, INC.**

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**CIBL, Inc. is not required to file an Annual Report on Form 10-K with the United States Securities and Exchange Commission. In lieu thereof, CIBL, Inc. is providing its shareholders and the financial community with the enclosed information, financial data and analysis.**

***CIBL Inc.***  
***165 West Liberty Street, Suite 210***  
***Reno, NV 89501***  
***(775) 329-8555***

To our shareholders:

At year-end 2017, your CIBL, Inc. common shares (OTC Pink®: CIBY) were trading at \$1,500 per share, as compared to \$1,360 at the start the year.

At December 31, 2017, we held \$21.9 million in cash and liquid investments, reflecting \$1,316 per share. In addition, we held 166,556 common shares of ICTC Group Inc. reflecting 43.5% ownership. On a marked-to-market basis, these shares were valued at \$11.7 million pre-tax as of the end of the year. We also held 10,000 shares in Solix, Inc., a private outsourcing firm that provides, among other services, billing and collection services to the telecommunications industry.

During 2017, we purchased 199 of our common shares reflecting 1% of our company. We currently have common shares outstanding of 16,635.

Your Board of Directors continues to evaluate a broad range of strategic alternatives for the company in an attempt to create shareholder value. As noted above, we have liquidity to effectuate transactions if we find them attractive and appropriate for our Company.

We thank you for your continued interest in and support of the Company and look forward to a mutually-rewarding 2018.

CIBL, Inc.  
April 2018

## **CIBL, Inc.**

### **The Company and Its Business**

#### **Introduction**

CIBL, Inc. (“CIBL” or the “Company”) primarily consists of (1) cash and liquid investments, (2) a 43.47% ownership in ICTC Group, Inc. (“ICTC”), a provider of broadband and voice communications services in southeastern North Dakota, and (3) 10,000 shares of common stock of Solix, Inc. (“Solix”), an outsourcing firm that provides, among other services, billing and collection services to the telecommunications industry. CIBL trades on OTC Pink® under the symbol CIBY. The Company was originally spun off by LICT Corporation (“LICT”) on November 19, 2007.

On March 13, 2014, the sale of two non-controlling interests owned by CIBL in two network-affiliated broadcast television stations was closed. Those two non-controlling interests were the Company’s 20% equity interest in Coronet Communications Company, which operated Station WHBF-TV, a CBS network affiliate which serves the “Quad Cities” market of Rock Island and Moline, Illinois, and Davenport and Bettendorf, Iowa; and its 49% equity interest in Capital Communications Corporation, which operated Station WOI-TV, an ABC network affiliate which serves the Ames/Des Moines, Iowa market. CIBL received total net proceeds from these sales of \$21.7 million, after payment of associated debt and expenses and including the liquidation of certain net assets not part of the sale transactions. Of this amount, \$11.5 million was received in 2013 and \$10.2 million was received in 2014.

On January 8, 2014, CIBL completed a modified “Dutch Auction” tender offer for its common shares in which it acquired 2,286 shares, at an investment of \$1,300 per share. Including related transaction costs, this resulted in a \$3,017,000 million investment. Under the offer, the Board authorized the purchase of up to 2,200 shares of common stock and retained the right to accept additional shares tendered up to 2% of CIBL’s shares outstanding, or 432 additional shares. Previously, on December 18, 2012, CIBL had completed a modified Dutch Auction tender offer for its common shares in which it acquired 2,460 shares, approximately 10% of the then-outstanding shares, for \$896 per share or a total of \$2,204,000. In addition to these two modified “Dutch Auctions”, CIBL has purchased 3,735 of its shares on the open market for a total of \$4,438,000, or \$1,188 per share on average.

On November 21, 2012, CIBL acquired 80,000 shares of ICTC Class A Common Stock (the only class of ICTC stock outstanding) from ICTC for \$1,760,000 or \$22.00 per share. ICTC shares trade on OTC Pink® under the symbol “ICTG.” On December 26, 2012, CIBL completed a modified Dutch Auction tender offer to ICTC’s shareholders for additional shares of Class A Common Stock of ICTC in which it acquired 81,552 shares for \$1,891,000, or \$23.19 per share. Subsequent to this tender offer, CIBL owned 39.95% of ICTC’s outstanding shares. Effective April 11, 2013, a Voting Rights Agreement brought the Company’s voting interest in ICTC to 51.3% and it began reporting ICTC results on a consolidated basis. Currently, CIBL owns 166,556 shares or 43.47% of ICTC’s total Class A Common Stock outstanding of 383,184 shares, and with the Voting Rights Agreement has a total of 55.48% of the voting interest in ICTC.

## Broadband and Voice Services

ICTC operates through two subsidiaries: Inter-Community Telephone Company, LLC (“Inter-Community”) and Valley Communications, Inc. (“Valley”). Inter-Community is a rural local exchange carrier (“RLEC”) serving communities in southeastern North Dakota with regulated telephone service. Valley is a competitive local exchange carrier (“CLEC”) that provides internet access, broadband data and other non-regulated services within Inter-Community’s regulated service territory and in areas adjacent thereto.

**RLEC Operations.** The company conducts its RLEC operations through Inter-Community which serves a total of approximately 1,500 access lines, of which, approximately 1,150 are residential and 350 are business lines. The Company’s headquarters is located in Nome, ND and its service territory covers approximately 1,760 square miles, including areas within the counties of Barnes, Cass, Griggs, Ransom and Steele in southeastern North Dakota. Within this area, Inter-Community has nine exchanges located in the communities of Alice, Buffalo/Wheatland, Dazey, Hannaford, Hope, Nome/Fingal, Page, Sanborn/Rogers, and Tower City. Inter-Community currently employs fifteen people. Inter-Community owns and provides its services over approximately 1,600 miles of copper cable and 594 miles of fiber optic cable. In recent years, the Company has focused its capital expenditures on expanding the broadband capacities of its network by deploying more fiber optic cable and increasing the broadband capacities it can provide through Digital Subscriber Line (“DSL”) technology.

Inter-Community offers network transport services to wholesale customers for their use in connecting end users to the interexchange networks of the wholesale customer. These network transport services include special access services, which are primarily high-capacity services known as DS-1 and DS-3, and high speed digital services, which are primarily Ethernet-based services provisioned over fiber or copper facilities.

Inter-Community also offers switched and special access service to long-distance carriers (referred to as Interexchange Carriers or “IXCs”) to utilize the Company’s local network to originate or terminate intrastate and interstate communications. Since toll calls and private line services are generally billed to the customer originating the call or ordering the private line service, a mechanism is required to compensate each company involved in providing the overall service. Switched and special access charges, billed to IXCs for the use of Inter-Community’s facilities to access the customer, provides this compensation. Interstate access charge compensation is subject to the Federal Communications Commission (“FCC”) rules and regulations, as described below.

Inter-Community is compensated for its intrastate costs through billing and keeping intrastate access charge revenues (there is no regulatory revenue pool for carriers to share intrastate access charges, as there is for interstate access charges, which is discussed further below). Intrastate access revenues are based on intrastate access rates filed with the North Dakota Public Service Commission (“NDPSC”).

Inter-Community generates intrastate access revenue when an intrastate long-distance call involving an IXC is originated or terminated by a customer in one of its exchanges to a customer in another exchange in the same state. Inter-Community also generates intrastate access revenue when an IXC orders special access to connect interexchange private line services within the state to its customers. The IXC pays Inter-Community an intrastate access payment for terminating or

originating the call. Inter-Community bills access charges relating to such service through its carrier access billing system and receives the access charge payment from the IXC.

For interstate services through December 31, 2016, Inter-Community participated in both the Common Line (“CL”) and Traffic Sensitive (“TS”) revenue pools of the National Exchange Carrier Association (“NECA”). Inter-Community will continue to participate in the NECA TS pool. However, due to Inter-Community’s election to participate in the Alternative – Connect America Cost Model (“A-CAM”) financial support program recently adopted by the FCC ; see Regulatory Environment section below), it will no longer be a participant in the NECA CL revenue pool, as discussed below. The NECA revenue pools are intended to compensate RLECs, such as Inter-Community, for a portion of the costs of facilities utilized in originating and terminating interstate long distance services, including a reasonable rate-of-return.

Although Inter-Community bills interstate access charges when an interstate long-distance call is originated or terminated by a customer in one of our exchanges to a customer in another state, those interstate access revenues are remitted to the NECA pool. The Company also generates and remits interstate access revenue to the NECA pool when an IXC orders special access. The company bills interstate access charges in the same manner as it bills intrastate access charges; however, interstate access charges are tariffed by NECA on behalf of the NECA pools and are regulated and approved by the FCC instead of the state regulatory authorities. Inter-Community remits the interstate switched and special access revenues to NECA and receives from NECA its cost-based interstate revenue requirement based on FCC rules.

As described below in the “Regulatory Environment” section, the Universal Service Fund (“USF”) mechanisms which provide financial support to RLEC operations were significantly modified in 2016. USF supplements the amount of local service revenue paid by end users to ensure that basic local service rates for customers in high-cost areas, such as Inter-Community serves, are consistent with rates charged in lower cost areas. USF, including the FCC’s new A-CAM program, is funded by monthly fees charged to end user customers as a percentage of their interstate and international revenues.

Through December 31, 2016, as a cost-based RLEC, the Company received USF payments for items known as High Cost Loop Support (“HCLS”) and Interstate Common Line Support (“ICLS”). Effective January 1, 2017, the HCLS and ICLS payments were replaced by A-CAM support payments. In 2016, Inter-Community received an aggregate of \$1,387,000 in HCLS/ICLS funding, and in 2017, Inter-Community received \$3,098,000 in A-CAM support, an increase of \$1,711,000.

Effective July 1, 2017, the Company detariffed DSL so that DSL revenues are no longer included in the NECA pooling process. At that time, DSL revenues became subject to a “bill-and-keep” process.

**CLEC Operations.** The Company conducts its broadband CLEC service through Valley. At December 31, 2017, Valley was serving approximately 1,072 broadband customers. These customers are located primarily within Inter-Community’s RLEC service territory, but approximately 26 customers are located outside that territory in Valley City or other areas adjacent to Inter-Community’s service territory. Most of Valley’s customers are served with DSL although nearly 250 are now served with fiber optic facilities, and this number is increasing rapidly as fiber

is extended further into Inter-Community's network. A few customers are still served with wireless facilities using unlicensed spectrum, but most of the wireless customers will be transferred to high-speed fiber or DSL facilities as the broadband network develops. Valley is actively seeking to increase the number of its customers both within and outside of Inter-Community's RLEC territory, and to increase the broadband speeds its customers use.

## **Regulatory Environment (A-CAM)**

**Broadband Regulation.** On March 30, 2016, the FCC released the A-CAM Order and Further Notice of Proposed Rulemaking ("FNPRM") reforming USF support for rate-of-return carriers. Eligible rate-of-return companies, including Inter-Community, were allowed to elect to receive A-CAM support for a ten-year period, which replaces their existing HCLS and ICLS revenues. The FCC also phased down the allowable rate-of-return from the current 11.25 percent to 9.75 percent, at July 1, 2021, for both USF and rate-making, however A-CAM uses the 9.75 percent immediately.

Inter-Community elected to participate in the A-CAM program, and thus is no longer subject to rate-of-return regulation for CL services, will no longer be able to participate in the NECA CL revenue pool and will not receive either HCLS or ICLS support after December 31, 2016. However, the Order permits, and the Company elected, to remain in NECA's CL and TS tariffs for access rates. In year eight, the FCC will conduct a rulemaking to determine how A-CAM support will be determined after the end of the 10-year period.

Since Inter-Community has elected A-CAM, it is required to maintain voice and existing broadband service and to offer at least 10/1 Mbps to its "fully funded" locations, and at least 25/3 Mbps to a certain percentage of the fully funded locations, by the end of the 10-year support term. A-CAM also requires that certain deployment milestones be met along the way for the 10/1 Mbps locations.

Based on the level of A-CAM funding which Inter-Community accepted, effective January 1, 2017, it began receiving annual A-CAM revenues of \$3,098,000 for the 10-year period. The A-CAM mechanism, even at the reduced funding support level, substantially improves the predictability of the Company's USF revenues since A-CAM is not subject to the various caps and limitations which the HCLS and ICLS mechanisms included. The Company's combined 2016 HCLS and ICLS revenues were \$1,387,000. Therefore, the Company's election of A-CAM provided an increase of \$1,711,000 per annum in interstate revenues over the 2016 amount.

Since the FCC has an ongoing proceeding which may increase the funding for A-CAM, it is not possible to predict the full impact the FCC's reforms will have on the Company's future revenues at this time. For 2017, ICC and USF programs, including A-CAM, are currently estimated to generate, on a combined basis, approximately 80% of ICTC's revenues.

As noted above, Inter-Community and Valley are subject to both federal and state regulation. Operating telephone companies, like Inter-Community, are regulated by the FCC for interstate telecommunications services and by the relevant state authority for intrastate telecommunications services. However, under North Dakota law, except for a tariff filing requirement, the NDPSC does not regulate telephone companies that serve less than 8,000 access lines. The FCC and the state commissions do not regulate all providers that come under their jurisdiction in the same way.

RLECs such as Inter-Community remain more highly regulated than CLECs such as Valley. In addition, Inter-Community and Valley may be subject to local government regulation regarding such matters as the use of local streets and rights of way.

Other issues currently being addressed by the FCC include interconnection between different types of networks; access and interconnection pricing; internet access and special access regulation; the interrelationship between traditional circuit switched telephone services and newer services that use Internet Protocol (“IP”) and other advanced technologies and standards; and the treatment of Voice over IP (“VoIP”). Thus, it is likely that significant changes in federal regulation will be adopted in coming years. The impact of these changes, if any, on ICTC cannot be predicted at this time.

### **Competitive Developments**

For many years in the past, wireline telephone companies, and particularly RLECs such as Inter-Community, were the sole providers of local telephone exchange and related services in their franchised service territories. In more recent years, the competitive landscape has changed dramatically.

**Wireless Services.** For over twenty years, wireless services have become increasingly competitive with the wireline services provided by companies such as ICTC. Overall, wireless services are now ubiquitous and of generally high quality, for both voice and data. There has been a large and rapid migration of voice service from wireline to wireless providers with an attendant loss of customers, access lines and revenues for the wireline carriers. These competitive losses have slowed somewhat in recent years but are continuing. In addition, wireless carriers have increasingly implemented higher broadband speeds and are providing additional competition for internet access and broadband data transport. This broadband competition with the wireline carriers may intensify in the future as the speeds afforded by wireless technologies increase and wireless networks are progressively upgraded to incorporate the new technologies.

Wireline carriers such as ICTC’s companies are responding to enhanced wireless competition by extending fiber optic facilities further into their networks and substantially increasing the broadband speeds they can offer. However, wireless services have had and will in all likelihood continue to have major competitive effects on wireline operations, although it is not possible to predict the full impact at this time.

**Voice over Internet Protocol.** Inter-Community has no wireline voice competition in its regulated RLEC footprint at the present time, although as noted above wireless voice usage is ubiquitous and increasing. However, Inter-Community customers may in the future use VoIP over non-regulated DSL lines. It is not possible to predict the extent to which these complementary or substitutable services might impact the Company’s revenues. Because of the rural nature of its operations, as described above, Inter-Community is a high-cost operation which receives substantial federal support. However, it appears that in at least some areas, the regulatory environment for RLEC operations is becoming less supportive than has historically been the case, which may enhance the competitive impact of VoIP. Moreover, VoIP usage is increasing as a transport facility between switching centers to serve the end user’s voice telephone needs. The FCC has ruled that IXCs must pay access charges on VoIP usage, but the FCC has frozen switched



terminating access revenues for VoIP and is phasing down those revenues at the rate of five percent each year.

In addition to transport, many providers are increasing the use of VoIP for end-user services. This VoIP end user traffic is typically low-priced or even free although it requires the use of a broadband service. Obviously, however, if the end user purchases the broadband service from a competitor, such as a cable or wireless broadband company, ICTC would lose all revenue associated with that VoIP service. It is not possible to determine the potential lost revenue from calls that are handled by VoIP rather than the public switched network. This is very similar to revenue losses due to wireless usage where minutes of use are being removed from the Company's switching platform to the wireless carrier's switch, thus reducing the Company's access revenues.

**Other Competitors.** ICTC's companies also experience limited competition from cable television companies, fixed wireless and satellite providers for internet access and from IXCs for various telecommunications services. This competition affects the number of customers ICTC is able to acquire and the prices it is able to charge in some areas. The competitive pressure from a broad array of competitors to provide increased broadband speeds, while constraining prices, is continuing to impose financial and operational demands on ICTC. Competition from cable providers, fixed wireless and satellite providers and IXCs is expected to increase in the future, and additional competitors may emerge as well.

ICTC is continuing to monitor each of the competitive and regulatory developments that may affect it and is attempting to assess the potential impacts and formulate effective responses. ICTC will participate in regulatory proceedings as it deems appropriate and will respond to both regulatory and competitive marketplace changes as effectively as possible. These changes could have a material impact on ICTC, although it is not possible at this time to predict whether, when or to what extent that may be the case.

## **Investments**

The company holds minority interests (less than 50% owned) in several investments that are described below.

**Dakota Carrier Network, LLC.** Inter-Community has a 3.43% ownership interest in Dakota Carrier Network, LLC ("DCN"), a statewide telecommunications system comprised primarily of fiber optic facilities and owned by Inter-Community and fourteen other North Dakota RLECs. DCN provides a broad range of services to its RLEC owners and other customers, including data, voice and video transport; Signaling System 7 ("SS-7"); and data storage. DCN is a member of Indatel, a nationwide association of twenty-eight state fiber networks owned by RLECs within each of the states involved.

Inter-Community's proportionate share of DCN's earnings was \$359,000 for the year ended December 31, 2017 and \$375,000 for the year ended December 31, 2016. Inter-Community's proportionate share of the book value of DCN was \$2,156,000 at December 31, 2017 as compared to \$2,041,000 at December 31, 2016. Inter-Community received \$244,000 and \$189,000 in cash distributions from DCN in 2017 and 2016, respectively.

**Wireless Communications.** Inter-Community owns stock in two corporations which in turn hold minority interests in partnerships that provide wireless communications services in North Dakota Rural Service Area (“RSA”) #3 and RSA #5. These RSAs cover areas with a total population of approximately 100,000 persons. These RSA interests are accounted for on a cost basis. For the years ended December 31, 2017 and 2016, cash distributions received from these partnerships were \$246,000 and \$284,000, respectively.

**SM Merger/Arbitrage, L.P.** During 2016, CIBL invested \$1,300,000 in a merger/arbitrage limited partnership (“Partnership”) whose primary purposes are to invest in liquidations; in stub securities resulting from corporate merger, acquisition and recapitalization activities; and in risk arbitrage transactions related to mergers, consolidations, acquisitions, transfers of assets, tender offers, exchange offers, recapitalizations or other similar transactions. The Partnership may also engage, to a lesser extent, in other investments in securities including capital structure arbitrage, matched pair trading and related trading in options. A Director of the Company is the managing member of the limited liability company which is the General Partner of the Partnership. At December 31, 2017 and 2016, the Company’s investment was recorded at \$1,417,000 and \$1,352,000 respectively.

**Solix, Inc.** CIBL owns 10,000 shares of common stock (a 1.36% interest) in Solix, Inc. (“Solix”). Solix is an outsourcing firm that provides, among other things, billing and collection and other business process services to the telecommunications industry. The shares are restricted and there is no public trading market for them.

## **Employees**

CIBL has transitional executive managers performing day-to-day functions and an administrator located in its Reno, NV headquarters office.

## **Legal Proceedings**

The Company may from time to time be involved in legal proceedings in the normal course of its business and such a proceeding could be material, but the Company is not involved in any such legal proceeding at the current time.

## **CIBL, Inc.**

### **Management’s Discussion and Analysis of Financial Condition and Results of Operations**

*The following discussion and analysis of the Company’s financial condition and results of operations should be read in conjunction with its audited consolidated financial statements and related notes.*

#### **Forward-Looking Statements and Uncertainty of Financial Projections**

The following discussion contains certain forward-looking statements. Forward-looking statements are not based on historical information but relate to future operations, strategies, financial results or other developments. Forward-looking statements are necessarily based on estimates and assumptions that are inherently subject to significant business, financial, economic and competitive uncertainties and contingencies, many of which are beyond our control and all of which, with respect to future business decisions, are subject to change. These uncertainties and contingencies can affect actual results and could cause actual results to differ materially from those expressed in any forward-looking statements made by, or on behalf of, the Company.

### **RESULTS OF OPERATIONS**

#### **Overview**

The Company’s only operating business is a 43.47% ownership interest and 55.48% voting interest in ICTC Group, Inc. (“ICTC”), a provider of broadband data transport and voice communications in southeastern North Dakota. (As used herein, “CIBL” refers to CIBL, Inc. and all of its wholly owned subsidiaries, and “ICTC” refers to ICTC Group, Inc. and all of its wholly owned subsidiaries.) In addition, as a result of the sale of certain of the Company’s investments, discussed above, the majority of its assets are comprised of cash and cash equivalents. As discussed in more detail below, the Company is evaluating various strategic options at this time.

In 2017, as described in detail above, the FCC instituted a revised, voluntary USF mechanism for rate-of-return ILECs called A-CAM. For ILECs who elected A-CAM, it replaces the prior ICLS and HCLS cost-based methods, which were based on specific company or industry actual yearly expenditures for operations and capital. The A-CAM program was designed by the FCC to expedite the deployment of broadband capabilities throughout the nation’s rural areas, that are served by rate-of-return carriers. The A-CAM program will provide a fixed amount of annual funding for a period of ten years, effective January 1, 2017. As part of A-CAM, Inter-Community must meet certain service requirements over the ten-year period. ICTC elected to participate in A-CAM and beginning on January 1, 2017 commenced receiving an annual fixed payment of \$3,098,000 (paid on a monthly basis) over a ten-year period. ICTC received \$758,000 in ICLS revenues and \$629,000 of HCLS revenues in 2016 for a total of \$1,387,000.

Please refer to the Management Discussion and Analysis of Operations located on ICTC’s website, [www.ictcgroup.net](http://www.ictcgroup.net), for a comparative analysis of ICTC’s operating results for 2017 and 2016.

On July 21, 2015, CIBL formed Nevada PMV Acquisition Holding Company, LLC (“Nevada PMV”) for the purpose of acting as the sponsor for a special purpose acquisition company, or SPAC. On August 7, 2015, PMV Acquisition Corp. (“PMV”) was formed by Nevada PMV as a SPAC for the purpose of effecting a merger, capital stock exchange, asset acquisition, stock purchase, reorganization or similar business combination involving PMV and one or more businesses. As a SPAC, PMV was a shell (blank check) company that had no operations and whose purpose was to go public with the intention of merging with or acquiring a company with the proceeds of the SPAC’s initial public offering (“IPO”). In the fourth quarter of 2015, PMV filed an S-1 Registration Statement with the Securities and Exchange Commission for the purpose of effectuating the IPO, whose securities were expected to be traded on the NASDAQ Stock Market (“NASDAQ”). PMV expected to offer ten million units, with each unit consisting of one share of common stock and one warrant to acquire one-half of one share of common stock, at an offering price of U.S. \$10.00 per unit. Despite efforts in 2015 and 2016 to effectuate an IPO, market conditions were such that the IPO could not be accomplished. During 2016, it was determined that the probability of a success in the near term was low and that further efforts at his time would not be productive. Accordingly, PMV was liquidated in 2016 and deferred costs of \$208,000 were written-off.

### **2017 compared to 2016**

The Company recorded \$5,521,000 in revenues in 2017, a 35.3% increase from the \$4,080,000 recorded in 2016. All of these revenues relate to the operations of ICTC. The \$1,441,000 increase in revenues was the result of A-CAM revenue above the previous revenues stream or \$1,711,000 offset by lower regulated revenues that are still based on the NECA pooling arrangements.

Consolidated operating costs and expenses were \$4,407,000 in 2017 and consisted of \$3,987,000 of costs and expenses associated with ICTC and \$420,000 of costs and expenses associated with CIBL. ICTC costs and expenses increased by \$194,000, or 5.1%, from the \$3,793,000 recorded in 2016 due primarily to higher plant specific costs and depreciation expense. CIBL costs and expense decreased by \$85,000, from the \$505,000 of net expenses in 2016. The decrease was due to lower personnel expense.

Accordingly, ICTC contributed \$1,534,000 of Operating Income in 2017 as compared to \$287,000 in 2016 and CIBL incurred an operating loss in 2017 of \$420,000 as compared to an operating loss of \$505,000 in 2016.

Equity in earnings of affiliates represents ICTC’s share of the operating results of Dakota Carrier Network, LLC (“DCN”) and, an investment in a merger/arbitrage limited partnership. DCN contributed \$359,000 to earnings in 2017, a decrease of \$16,000 from the \$375,000 in 2016. The merger arbitrage limited partnership contributed \$65,000 to earnings in 2017 as compared to \$52,000 in 2016. The merger arbitrage limited partnership investment was made early in the Fourth Quarter of 2016.

Investment income was \$480,000 in 2017 as compared to \$391,000 in 2016. CIBL’s investment income is primarily generated from cash distributions from wireless broadband data and communications providers in North Dakota, RSA #3 and RSA # 5 (collectively, the “RSAs”), in which ICTC has a less than 20% ownership interest. In 2017, the cash distributions were \$246,000. In 2016, these cash distributions were \$284,000, Earnings on CIBL’s and ICTC’s investment in

United States Treasury Securities and a dividend from Solix, Inc. make up the remaining investment income.

Interest expense, which all relates to ICTC, was \$90,000 in 2017 and \$91,000 in 2016. The decrease represents a reduction in the balance of ICTC's RUS broadband loan.

In 2017, ICTC recorded \$106,000 in realized gains from the sale of marketable securities and another investment.

As noted above, in 2016, CIBL wrote-off the deferred expense of \$208,000 associated with its SPAC initiative.

The Company's effective tax rates for 2017 and 2016 were (12.2%) and 55.3%, respectively. As a result of the Tax Cuts and Jobs Act passed by Congress on December 22, 2017, the Corporate federal income tax was reduced to a flat rate of 21%. The net deferred liabilities of the Company and ICTC which were recorded at the previous federal corporate income tax rates were reduced by \$1,319,000 to the 21% rate. This reduction reduced CIBL's effective tax rate by 64.8%. The remaining difference between these rates and the federal statutory rate of 34% is primarily due to income taxes recorded and deferred on CIBL's share of ICTC's earnings as they are not included in CIBL's consolidated tax returns, and the dividend received deduction on the RSA distributions, offset by the effect of state income taxes.

Non-controlling interests of \$1,427,000 in 2017 and \$352,000 in 2016 represent the shares of ICTC's earnings that are attributable to the ICTC shares that are not owned by CIBL. The increase is primarily due to the A-CAM revenues and the reduction in net deferred tax liabilities discussed above.

As a net result, CIBL incurred a net profit of \$856,000 in 2017 as compared to a net loss of \$217,000 in 2016.

## **LIQUIDITY AND CAPITAL RESOURCES**

### **Working Capital**

As of December 31, 2017, CIBL had \$21,895,000 in cash, cash equivalents, United States Treasury Securities and an investment in a merger/arbitrage limited partnership, and ICTC had \$6,414,000 in cash, cash equivalents and marketable securities.

CIBL's current assets of \$20,771,000 exceed its current liabilities of \$55,000 by \$20,716,000. ICTC's current assets of \$5,940,000 exceed its current liabilities of \$775,000 by \$5,165,000.

### **Debt**

CIBL has no debt at the current time.

ICTC has subordinated notes of \$2,072,000 with an average interest rate of 3.44%, payable quarterly, and a maturity of December 31, 2022. The notes may be prepaid at any time without penalty.

ICTC has a loan with a balance of \$618,000 which it took as part of the Broadband Initiatives Program instituted under the American Recovery and Reinvestment Act of 2009. The loan is due in monthly payments of principal and interest over the remaining 18 years of its term at an interest rate of 3.02%. Principal payments over the next five years are as follows: 2018-\$28,000, 2019-\$29,000, 2020-\$30,000, 2021-\$31,000, and 2022-\$2,103,000.

### **Investment in ICTC Group, Inc.**

In November 2012, CIBL acquired 80,000 authorized but previously unissued shares of Class A Common Stock of ICTC, for \$22 per share. On December 26, 2012, the Company completed a modified “Dutch Auction” tender offer to ICTC shareholders in which it acquired an additional 81,552 shares for \$22.25 per share. Including related transaction costs, this resulted in a \$3,651,000 investment. Since the tender offer, and through December 31, 2017, CIBL has purchased 5,004 shares of ICTC at an average price of \$23.67; of these shares, none of these were purchased during 2017 and 2016.

On October 10, 2017, ICTC announced it was in receipt of an unsolicited, non-binding proposal from an unaffiliated entity to acquire all the shares of ICTC Group, Inc.

### **Share Repurchases and Distributions**

CIBL’s Board of Directors has authorized a stock repurchase program, and since its spin-off from LICT Corporation the Board has authorized the repurchase of a cumulative 6,324 shares of its common stock, of which 3,535 shares are remaining to be purchased. Since CIBL was spun off by LICT Corporation, on November 19, 2007, the Company has acquired 3,735 shares of its common stock at an average price of \$1,188; 199 shares, at an average price of 1,333 per share, were purchased in 2017. In addition to its repurchase programs, the Company has conducted two tender offers for its shares.

During November 2012, the Company’s Board of Directors authorized a modified “Dutch Auction” tender offer to purchase up to 7,000 shares of its common stock. In 2012, the Company purchased 2,460 shares from this Dutch Auction, at an average investment of \$893 per share. Including related acquisition costs, this resulted in a \$2,204,000 investment.

During December 2013, CIBL’s Board of Directors authorized another modified “Dutch Auction” tender offer to purchase up to 2,200 shares of common stock. Under the offer, the Board had the right to accept additional shares tendered up to 2% of CIBL’s shares outstanding, or 432 additional shares. In January 2014, the Company purchased 2,286 shares from the Dutch Auction, at an investment of \$1,300 per share. Including related transaction costs, this resulted in a \$3,017,000 investment.

Since its spin-off from LICT Corporation in 2007, the Company has paid cumulative cash distributions to its shareholders of \$4,264,000, or \$170 per share.

## Strategic Options

As of December 31, 2017, the Company had \$21.9 million of liquid assets.

As discussed above, during 2015 and 2016 the Company expended considerable efforts to launch a Special Purpose Acquisition Company (“SPAC”). Unfortunately, market conditions in 2016 did not allow us to effectuate an initial public offering and in late 2016, these efforts were abandoned and the SPAC was dissolved as of December 31, 2016,

The Board of Directors is considering a number of possible options with regard to the future activities of the Company, including but not limited to:

- Acquiring a company or business in a related or unrelated industry, including additional shares of ICTC;
- Maximizing short and long term returns on its portfolio of liquid assets through alternative investments;
- Reacquiring CIBL’s outstanding common shares, through open market purchases or another “Dutch Auction” tender offer;
- Making a cash distribution to CIBL shareholders; or
- Selling CIBL’s remaining assets and liquidating the Company.

Among the factors being considered by the Board of Directors in determining the best way to serve shareholders’ interests are:

- The current and future federal and state income tax effects of the various alternatives;
- The timing of the cash flow implications;
- The availability and attractiveness of potential acquisition candidates;
- The value of CIBL’s remaining assets; and
- Any other factor that could help to maximize shareholder value.





**CIBL, Inc. and Subsidiaries**

Financial Statements

December 31, 2017 and 2016



## Independent Auditors' Report

### Board of Directors

#### CIBL, Inc.

We have audited the accompanying financial statements of CIBL, Inc. and subsidiaries (the "Company"), which comprise the consolidated balance sheets as of December 31, 2017 and 2016 and the related consolidated statements of income and comprehensive income (loss), changes in equity, and cash flows for years then ended, 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 our audits. We did not audit the 2017 and 2016 financial statements of ICTC Group, Inc. and Subsidiaries ("ICTC"), a 43.47% (43.63% in 2016) owned consolidated subsidiary, which statements include total assets of approximately \$18,040,000 (\$15,367,000 in 2016), total revenues of approximately \$5,521,000 (\$4,080,000 in 2016) and net income of approximately \$2,530,000 (\$629,000 in 2016) for the year then ended. Those statements were audited by other auditors whose reports have been furnished to us, and our opinion, insofar as it relates to amounts included for ICTC, is based solely on the reports of the other auditors. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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**CIBL, Inc. and Subsidiaries**  
**Consolidated Balance Sheets**  
(In Thousands, Except Common Share Data)

	December 31,	
	2017	2016
<b>Assets</b>		
Current Assets		
Cash and cash equivalents	\$25,525	\$13,073
United States Treasury Bills	--	10,983
Accounts receivable, net of allowance of \$4	512	444
Deferred income taxes	48	75
Prepaid expenses	358	472
Prepaid income tax	268	402
Total Current Assets	26,711	25,449
Telecommunications, plant and equipment, net	6,557	6,615
Investments in equity method affiliated entities	3,572	3,392
Other investments, at cost	1,716	1,004
Goodwill	1,772	1,772
	\$40,328	\$38,232
<b>Liabilities and Equity</b>		
Current Liabilities		
Accounts payable and accrued expenses	\$111	\$257
Income tax payable	346	6
Other current liabilities	345	297
Current maturities of long-term debt	28	27
Total Current Liabilities	830	587
Long-term debt	2,662	2,691
Deferred income taxes	2,520	3,032
Total Liabilities	6,012	6,310
Equity		
Common stock, par value \$.01, 30,000 shares authorized; 25,115 issued; and 16,635 and 16,834 outstanding	--	--
Contributed capital	3,108	3,102
Accumulated other comprehensive income	133	38
Retained earnings	33,554	32,698
Treasury stock, 8,480 and 8,281 shares at cost	(9,659)	(9,393)
Total CIBL, Inc.'s Stockholders' Equity	27,136	26,445
Non-controlling interests	7,180	5,477
Total Equity	34,316	31,922
	\$40,328	\$38,232

See notes to consolidated financial statements

**CIBL, Inc. and Subsidiaries**  
Consolidated Statements of Changes in Income  
(In Thousands, Except Common Share Data)

	Year Ended December 31,	
	2017	2016
<b>Revenue</b>		
Telephone service revenue	\$ 5,521	\$ 4,080
Total Revenue	5,521	4,080
<b>Costs and Expenses</b>		
Cost of operating revenue, excluding depreciation	1,793	1,742
General and administrative costs of operations	750	726
Management fee	225	225
Corporate office expense at ICTC	327	291
Corporate office expense at CIBL	293	379
Depreciation	1,019	935
Total Operating Expenses	4,407	4,298
Operating Income (Loss)	1,114	(218)
<b>Other Income (Expense)</b>		
Investment income	480	391
Interest expense	(90)	(91)
Equity in earnings of affiliated entities	424	428
Write-off of deferred offering costs	--	(208)
Gain on sale of marketable securities and another investment	106	--
Total Other Income	920	520
Net Income Before Income Taxes	2,034	302
Income tax benefit (expense)	249	(167)
Net Income	2,283	135
Non-controlling interests	(1,427)	(352)
Net (Loss) Income Attributable to CIBL, Inc.'s Stockholders	856	(217)
Other Comprehensive (Loss) Income:		
Unrealized gain on securities available for sale	716	139
Income tax expense	(278)	(51)
Non-controlling interests	(328)	(50)
Total other comprehensive income	110	38
Comprehensive Income (Loss) Attributable to CIBL, Inc.	\$966	(\$179)
Basic and diluted weighted average shares outstanding	16,755	17,043
Net income per share	\$136.26	\$7.93
Net income (loss) per share attributable to CIBL	\$51.09	(\$12.72)

See notes to consolidated financial statements.

**CIBL, Inc. and Subsidiaries**  
**Consolidated Statements of Changes in Equity**  
(In Thousands, Except Common Share Data)

CIBL, Inc. Stockholders' Equity									
	Common Shares Outstanding	Common Stock	Contributed Capital	Accumulated Other Comprehensive Income	Retained Earnings	Treasury Shares	Total	Non- Controlling Interests	Total Equity
Balance at January 1, 2016	17,725	\$--	\$3,111	\$--	\$32,915	(\$8,258)	\$27,768	\$5,115	\$32,883
<b>2016</b>									
Net Income (Loss)	--	--	--	--	(217)	--	(217)	352	135
Comprehensive income	--	--	--	38	--	--	38	50	88
Sub-Total							(179)		223
Issuance of ICTC Group Inc. shares	--	--	--	--	--	--	--	67	67
Consolidation of ICTC Group, Inc.	--	--	(4)	--	--	--	(4)	(105)	(109)
Dissolution of Nevada PMV LLC	--	--	(5)	--	--	--	(5)	(2)	(7)
Purchase of treasury shares	(891)	--	--	--	--	(1,135)	(1,135)	--	(1,135)
Balance at December 31, 2016	16,834	--	3,102	38	32,698	(9,393)	26,445	5,477	31,922
<b>2017</b>									
Net Income	--	--	--	--	856	--	856	1,427	2,283
Comprehensive income	--	--	--	110	--	--	110	280	390
Sub -Total							966		2,673
Reclassification adjustments	--	--	--	(15)	--	--	(15)	(54)	(69)
Issuance of ICTC Group Inc. shares	--	--	--	--	--	--	--	120	120
Consolidation of ICTC Group, Inc.	--	--	6	--	--	--	6	(70)	(64)
Purchase of treasury shares	(199)	--	--	--	--	(266)	(266)	--	(266)
Balance at December 31, 2017	16,635	\$0	\$3,108	\$133	\$33,554	(\$9,659)	\$27,136	\$7,180	\$34,316

See notes to consolidated financial statements

**CIBL, Inc. and Subsidiaries**  
**Consolidated Statements of Cash Flows**  
(In Thousands, Except Common Share Data)

	Year Ended December 31,	
	2017	2016
<b>Cash Flows Provided by Operating Activities</b>		
Net (loss) income attributable to CIBL, Inc.'s stockholders	\$856	(\$217)
Non-controlling interests	1,427	352
Net income	2,283	135
Adjustments to reconcile net income to net cash from operating activities		
Equity in earnings of affiliated entities	(424)	(428)
Distributions from affiliated entities	244	189
Depreciation	1,019	935
Shares of ICTC issued in lieu of compensation	120	67
Deferred income taxes	(795)	166
Gain on sale of marketable securities and another investment	(106)	--
Write-off of deferred offering costs	--	208
Unrealized loss (gain) on investments	(53)	(56)
Changes in operating assets and liabilities		
Accounts receivable	(68)	132
Other current assets	114	(7)
Accounts payable and accrued expenses	(98)	9
Income tax payable/ prepaid income tax	474	(229)
Net Cash Provided by Operating Activities	2,710	1,119
<b>Cash Flows Provided By Investing Activities</b>		
Capital spending	(961)	(796)
Redemption of U.S. Treasury Bills	21,000	45,000
Acquisition of U.S. Treasury Bills	(9,966)	(35,942)
Investment in merger/arbitrage limited partnership	--	(1,300)
Acquisition of interest in ICTC Group, Inc.	(64)	(109)
Acquisition of marketable securities	(243)	(419)
Proceeds from sale of Marketable Securities	269	--
Net Cash Provided By Investing Activities	10,035	6,434
<b>Cash Flows Used In Financing Activities</b>		
Purchase of treasury stock	(266)	(1,135)
Principal payments on loan term debt	(27)	(27)
Deferred offering costs	--	(12)
Other	--	(7)
Net Cash Used In Financing Activities	(293)	(1,181)
Net Change in Cash and Cash Equivalents	12,452	6,372
<b>Cash and Cash Equivalents</b>		
Beginning of year	13,073	6,701
End of year	\$25,525	\$13,073
<b>Supplemental Cash Flow Information</b>		
Cash paid for income taxes, net	\$72	\$231
Cash paid for interest	\$90	\$91

See notes to consolidated financial statements

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

**1. Organization**

CIBL, Inc. (the “Company” or “CIBL”) holds, or has held, certain investments in broadband data transport/communications and broadcasting. The Company holds a 43.47% interest in the ICTC Group, Inc. (“ICTC”), a communications company in North Dakota that is deemed to be under common control with the Company (see Note 3). Effective April 11, 2013, a Voting Rights Agreement brought the Company’s voting interest in ICTC over 50%, and it began reporting ICTC results on a consolidated basis. At December 31, 2017, its voting interest was 55.48%. Accordingly, CIBL’s Consolidated Balance Sheet, Statement of Income, and Statement of Cash Flows includes the operating activities of ICTC, and the remainder not owned by CIBL is shown as non-controlling interests.

On July 21, 2015, CIBL formed Nevada PMV Acquisition Holding Company, LLC (“Nevada PMV”) for the purpose of acting as the sponsor for a special purpose acquisition company, or SPAC. On August 7, 2015 PMV Acquisition Corp. (“PMV”) was formed by Nevada PMV as a SPAC for the purpose of effecting a merger, capital stock exchange, asset acquisition, stock purchase, reorganization or similar business combination involving PMV and one or more businesses. As a SPAC, PMV was a shell (blank check) company that had no operations and whose purpose was to go public with the intention of merging with or acquiring a company with the proceeds of the SPAC’s initial public offering (“IPO”). In the fourth quarter of 2015, PMV filed an S-1 Registration Statement with the Securities and Exchange Commission for the purpose of effectuating the IPO, whose securities were expected to be traded on The NASDAQ Stock Market (“Nasdaq”). PMV expected to offer ten million units, with each unit consisting of one share of common stock and one warrant to acquire one-half of one share of common stock, at an offering price of U.S. \$10.00 per unit. Despite efforts in 2015 and 2016, to effectuate an IPO, market conditions were such that the IPO could not be accomplished. During 2016, it was determined that the probability of a success in the near term was low and that further efforts at this time would not be productive. Accordingly, PMV was liquidated and deferred costs of \$208,000 were written-off.

In addition, CIBL holds, or has held, investments in affiliates in which the Company does not have majority voting control but has the ability to significantly influence management decisions (either through an ownership of 20% or more or structured as a partnership or limited liability company treated as a partnership). These investments are accounted for in accordance with the equity method, and consist of Dakota Carrier Network, LLC (“DCN”), a limited liability company treated as a partnership that is 3.4% owned by ICTC, and a merger/arbitrage limited partnership described below.

**2. Summary of Significant Accounting Policies**

***Principles of Consolidation***

The accompanying financial statements include the operations of the Company and its majority owned or controlled subsidiaries, including ICTC for which it has voting control. All inter-company transactions and balances have been eliminated in consolidation.

The non-controlling interests represent the financial results of ICTC, Nevada PMV, and PMV that are not owned by CIBL.

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

***Regulatory Accounting***

ICTC's public utility activities are regulated by the Federal Communications Commission ("FCC"). Except for a minor tariff filing requirement, the North Dakota Public Service Commission does not regulate Rural Local Exchange Carriers ("RLECs") with fewer than 8,000 access lines, such as Inter-Community Telephone Company, LLC, an indirect, wholly-owned subsidiary of ICTC. The Company follows the Federal Communication Commission's (FCC) Uniform System of Accounts, Part 32 of the FCC Rules and Regulations.

Where applicable, this regulated accounting recognizes the economic effects of rate regulation by recording costs and a return on investment; as such, amounts are recovered through rates authorized by regulatory authorities. Developments that could give rise to substantial modifications of regulatory accounting practices include (1) increasing competition restricting ICTC's wireline business' ability to establish prices to recover specific costs, and (2) significant changes in the manner in which rates are set by regulators from cost-based regulation to another form of regulation. The Company periodically reviews the applicability of regulatory accounting guidelines based on the developments in its current regulatory and competitive environments.

***Use of Estimates***

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the financial statement date, and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

***Cash and Cash Equivalents***

The Company considers all highly liquid investments with maturities of three months or less at the date of purchase to be cash equivalents.

***United States Treasury Bills***

The Company considers all highly liquid investments with maturities in excess of three months, and no greater than six months at the date of purchase, to be short-term investments.

***Accounts Receivable***

Trade receivables are uncollateralized customer obligations due under normal trade terms requiring payment within 30 days from the invoice date. The receivables are non-interest bearing. Payments on trade receivables are applied to the applicable unpaid invoices. The carrying amount of the trade receivables is reduced by an amount that reflects management's best estimate of the amounts that will not be collected.

***Materials and Supplies (included in Prepaid Expenses)***

Inventories are stated at the lower of average cost or net realizable value.



**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

***Investments in Affiliated Entities, Equity Basis***

The Company accounts for its investments in affiliates in which it does not have majority voting control but has the ability to significantly influence financial and operating policies, in accordance with the equity method, based upon information in such equity investees' financial statements. See Note 4 for summarized financial information on the Company's equity method investments.

During 2016, the Company invested \$1,300 in a merger/arbitrage limited partnership ("Partnership") whose primary purpose is to invest in liquidations; in stub securities resulting from corporate merger, acquisition and recapitalization activities; and in risk arbitrage transactions in connection with mergers, consolidations, acquisitions, transfers of assets, tender offers, exchange offers, recapitalizations or other similar transactions. The Partnership may engage, to a lesser extent, in other investments in securities including capital structure arbitrage, matched pair trading and related trading in options. A Director of the Company is the managing member of the limited liability company which is the General Partner of the Partnership. At December 31, 2017 and 2016, the Company's investment was recorded at \$1,417 and \$1,352.

***Cost Method Investment***

The Company accounts for certain investments, listed below, using the cost method because the Company does not exercise significant influence over the management.

The Company's 1.36% ownership interest in Solix, Inc. ("Solix") is accounted for using the cost method. Solix is an outsourcing firm that provides services such as billing and collection to the telecommunications industry. The carrying value of such investment at December 31, 2017 and 2016 was \$100. During the years ended December 31, 2017 and 2016, CIBL received cash distributions from Solix of \$10 in each year.

ICTC had an ownership interest in two North Dakota entities, each of which in turn holds an interest in one of two partnerships that provide cellular telephone service to Rural Service Area ("RSA") 3 and RSA 5 in North Dakota. ICTC's interests in these RSA partnerships amount to 1.33% and 1.53%, respectively. The combined carrying values of these investments at December 31, 2017 and 2016 were \$165 and \$145 respectively. During the years ended December 31, 2017 and 2016, ICTC received combined distributions from these investments of \$246 and \$284 respectively.

ICTC has an ownership interest in two additional entities that are accounted for on the cost method. One of these entities were sold in 2017. ICTC received proceeds of \$26 and recognized a gain of \$21. The Company has invested \$84 and \$108 at December 31, 2017 and 2016, respectively, in these two companies.

***Marketable Securities***

Marketable securities, included in other investments, consist of a publicly traded common stock held by ICTC, and were classified as available-for-sale. The market value of these securities at December 31, 2017 and 2016 were \$1,367 and \$651, respectively. During the year ended December 31, 2017, ICTC sold some of these securities, received proceeds of \$243 and recognized a gain of \$84, utilizing the specific identification method to allocate the cost basis to these sales.

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

Unrealized gains or losses, net of tax, on the Company's available-for-sale securities are excluded from earnings and included as a separate component of equity included in accumulated other comprehensive income (loss) until realized.

Available for sale securities are valued using Level 1 inputs based on quoted prices in active markets. The cost and fair values of available-for-sale securities at December 31, 2017 and 2016 were as follows:

	<u>Original Cost</u>	<u>Gross Unrealized Gains</u>	<u>Fair Value</u>
<b><u>December 31, 2017</u></b>			
<b>New Ulm Inc. Common Shares</b>	\$596	\$771	\$1,367
<b><u>December 31, 2016</u></b>			
<b>New Ulm Inc. Common Shares</b>	\$512	\$139	\$651

***Goodwill***

Goodwill is tested annually for impairment, or more frequently if deemed necessary. ICTC tests goodwill for impairment using a two-step process. The first step is a screen for potential impairment in which ICTC determines its fair value based on a number of subjective factors, including: (a) appropriate weighting of valuation approaches (income approach, market approach and comparable company approach), (b) estimates of its future cost structure, (c) discount rates for estimated cash flows, (d) selection of peer group companies for its market approach, (e) required level of working capital, (f) assumed terminal value, and (g) time horizon of cash flow forecasts. ICTC estimates the fair value using Level 3 inputs as defined in the fair value hierarchy.

If such tests indicate potential impairment due to the carrying value of the reporting unit exceeding its fair value, then a second step measures the amount of impairment, if any. The Company performed the required annual tests as of December 31, 2017 and 2016 and determined that there was no impairment at that time. There were no impairment losses recorded during the years ending December 31, 2017 and 2016.

***Telecommunications Plant and Equipment***

Additions to plant and equipment are recorded at cost, which includes contracted work, direct labor and materials, and allocable overheads. When units of plant and equipment are retired, sold, or otherwise disposed of in the ordinary course of business, their average book cost less net salvage

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

is charged to accumulated depreciation. Maintenance and repair costs and the replacement and renewal of items determined to be less than units of plant and equipment are charged to expense.

***Depreciation***

The majority of ICTC's plant and equipment is plant used for the wireline telephone business. Depreciation is based on the composite group remaining life method and straight-line composite rates. This methodology provides for the recognition of the cost of the remaining investment in telephone plant and equipment less anticipated positive net salvage value, over the remaining asset lives. When depreciable telephone plant is replaced or retired, the carrying amount of such plant is deducted from the respective accounts and charged to accumulated depreciation, and no gain or loss is recognized. Use of this methodology requires the periodic revision of depreciation rates. In the evaluation of asset lives, multiple factors are considered, including expected future retirements, technology changes and the adequacy of depreciation reserves.

***Fair Value Measurement***

The Company follows the authoritative guidance for fair value measurements of financial assets and financial liabilities and for fair value measurements of nonfinancial items that are recognized or disclosed at fair value in the financial statements on a recurring basis, and of nonfinancial assets and nonfinancial liabilities that are recognized or disclosed at fair value in the financial statements on a nonrecurring basis, or are presented only in disclosures. Authoritative guidance defines fair value as 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 and establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three levels. Level 1 inputs are quoted prices in active markets for identical assets or liabilities. Level 2 inputs include quoted prices for similar assets and liabilities in active markets, or quoted prices for identical assets and liabilities in inactive markets. Level 3 inputs are unobservable.

The Company has three types of assets that are measured at fair value. A money market mutual fund that invests in United States Treasury bills, included in cash and cash equivalents, United States Treasury Bills owned by the company, included in United States Treasury Bills, and marketable securities, included in other investments, which are all classified as Level 1 inputs, because they are valued using quoted market prices. At December 31, 2017 and 2016, the money market mutual fund had values of \$23,631 and \$11,766, respectively; the US Treasury Bills had values of \$-- and \$10,983, respectively; and marketable securities had values of \$1,367 and \$651, respectively.

Cash in banks, trade accounts receivable, short-term borrowings, trade accounts payable and accrued liabilities are carried at cost, which approximates fair value due to the short-term maturity of these instruments. The fair value of ICTC's borrowings under its long-term debt obligations is approximately \$500 lower than its carrying value based on borrowing rates for similar instruments.

***Impairment of Long-Lived Assets***

Long-lived assets, such as telecommunications plant, and purchased intangibles subject to amortization, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

and used is measured by a comparison of the carrying amount of an asset group to estimated undiscounted future cash flows expected to be generated by the asset group. If the carrying amount of an asset group exceeds its estimated future cash flows, an impairment charge is recognized in the amount by which the carrying amount of the asset group exceeds the fair value of the asset group. There were no asset impairments recorded during the periods ended December 31, 2017 and 2016.

***Income Taxes***

Income taxes are provided for the tax effects of transactions reported in the financial statements. Income taxes consist of taxes currently payable and those deferred due to temporary differences between the financial reporting and tax basis of the Company's assets and liabilities, using tax rates in effect in the period in which the temporary differences are expected to reverse. The Company establishes valuation allowances relating to deferred tax assets when management concludes that it is more likely than not that the Company will not realize a benefit from the reversal of such temporary differences. The Company and ICTC file separate tax returns.

***Accounting for Uncertainty in Income Taxes***

The Company recognizes the effect of income tax positions only when the tax position is more likely than not to be sustained. Management is not aware of any exposure to uncertain tax positions that would require financial statement recognition or disclosure. The Company is no longer subject to federal or state income tax examinations for periods prior to the year ended December 31, 2014.

***Revenue Recognition***

Telephone service revenue is primarily derived from regulated local, intrastate and interstate access services and recognized as services are provided.

***Subsequent Events Evaluation by Management***

Management has evaluated subsequent events for disclosure and/or recognition in the financial statements through the date that the financial statements were available to be issued, which date is April xx, 2018.

**3. Investment in ICTC Group, Inc.**

The Company currently owns 166,556 of ICTC Group, Inc., or 43.47% of ICTC's total shares of Class A Common Stock outstanding of 383,134. In total, the Company paid \$3.8 million or \$22.63 per share for its shares.

In 2017 and 2016, in lieu of cash compensation, ICTC issued its Executive Chairman 3,000 shares of its Class A Common. The shares were issued at the end of each month, 250 shares per month, and compensation expense was recorded on the issuance of shares based on the market price of those shares at those dates.

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

**4. Equity Method Investment in DCN**

Summarized financial information for the investment in DCN as of and for the years ended December 31 is as follows:

	2017	2016
Current assets	\$5,658	\$4,865
Property, plant and equipment, net	59,254	53,557
Other assets	639	2,748
Total Assets	<u>\$65,551</u>	<u>\$61,170</u>
Current liabilities	\$2,763	\$1,210
Other liabilities	--	513
Equity	62,788	59,447
Total liabilities and equity	<u>\$65,551</u>	<u>\$61,170</u>
Revenues	\$46,968	\$46,673
Expenses	\$36,520	\$35,741
Net Income	\$10,448	\$10,932

ICTC recognized equity earnings from DCN of \$359 and \$375 during the years ended December 31, 2017 and 2016, respectively. ICTC received distributions from DCN of \$244 and \$189 during the years ended December 31, 2017 and 2016. ICTC also leases capacity of certain telecommunications plant on a short-term basis to customers through DCN. DCN paid ICTC approximately \$444 and \$468 for the use of ICTC's network during the years ended December 31, 2017 and 2016, respectively.

**5. Telecommunications, Plant and Equipment**

At December 31, 2017 and 2016, the telecommunications plant and equipment accounts at ICTC consisted on the following:

	2017	2016	Depreciation Rate
Land and support assets	\$2,679	\$2,569	2.9%-20.0%
Central office switching equipment	4,086	4,104	6.67%-20.0%
Cable and wire facilities	15,670	15,496	3.9%-6.67%
Internet equipment	321	325	15.0%
Total in service	<u>22,756</u>	<u>22,494</u>	
Under construction	136	17	
	<u>22,892</u>	<u>22,511</u>	
Accumulated depreciation	16,335	15,896	
	<u>\$6,557</u>	<u>\$6,615</u>	

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

**6. Long-Term Debt**

At December 31, 2017 and 2016, ICTC's long-term debt consisted of:

	2017	2016
RUS Broadband Loan	\$618	\$646
Subordinated notes	2,072	2,072
	2,690	2,718
Less current maturities	(28)	(27)
	\$2,662	\$2,691

ICTC has subordinated notes with former shareholders of Inter-Community for \$2,072 as of December 31, 2017 and 2016. The average interest rate on the notes is 3.4% and the maturity date is December 31, 2022. Interest on the notes is paid quarterly. The notes may be prepaid at any time without penalty.

ICTC received a loan of \$713 on the Broadband Initiatives Program ("BIP") Loan (see Note 7). The loan is due in monthly payments of principal and interest over the remaining 18 years of the term at an average interest rate of 3.02%. The BIP loan/grant agreement also includes certain financial and other covenant requirements.

It is estimated that principal repayments on ICTC's debt are as follows:

Years Ended December 31:	
2018	\$28
2019	29
2020	30
2021	31
2022	2,104
Thereafter	468
	\$2,690

**7. Broadband Initiatives Program**

ICTC was awarded a stimulus loan and grant pursuant to the American Recovery and Reinvestment Act of 2009 to finance the construction of a broadband infrastructure project in rural areas. The \$2,339 project was completed during 2014. The project was funded through a broadband loan from the Rural Utilities Service (RUS) of \$713 and a grant through the Broadband Initiatives Program administered by RUS, of \$1,626.

**8. Treasury Stock**

Since it was spun-off from LICT Corporation on November 19, 2007, CIBL's Board of Directors has increased its authorized share repurchase program up to a cumulative 5,300 shares of common

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

stock. Through December 31, 2017, CIBL has purchased 3,734 shares at an average price of \$1,188 per share. 199 shares were purchased in 2017 at an average price of \$1,373 per share, and 891 shares were purchased in 2016 at an average price of \$1,273 per share.

In addition to its open-market repurchase programs, the Company has conducted two tender offers for its shares, purchasing a total of 4,746 shares at an average price of \$1,100 per share.

**9. Accumulated Other Comprehensive Income**

Balances of accumulated other comprehensive income, net of tax, which consist of unrealized gains (losses) on available for sale securities at December 31, 2017 and 2016 are as follows:

	<b>Unrealized Gain (Loss)</b>	<b>Tax Effect</b>	<b>Net</b>
December 31, 2015	\$--	\$--	\$--
Change in unrealized gains, net	61	(23)	38
December 31, 2016	61	(23)	38
Change in unrealized gains, net	310	(200)	110
Reclassification Adjustment	(37)	(22)	(15)
December 31, 2017	<u>\$334</u>	<u>(201)</u>	<u>\$133</u>

**10. Provision for Income Taxes**

The provision (benefit) for income taxes for the years ended December 31, 2017 and 2016 are summarized as follows:

	<u>2017</u>	<u>2016</u>
Current tax provision (benefit):		
Federal	430	(\$39)
State	116	40
	<u>546</u>	<u>1</u>
Deferred tax provision (benefit):		
Federal	(708)	157
State	(87)	9
	<u>(795)</u>	<u>166</u>
Total	<u><u>\$(249)</u></u>	<u><u>\$167</u></u>

The 2017 deferred tax benefit is net of a tax benefit of \$1,391 related to the change in the revaluation of the deferred tax liabilities related to the change in Federal Income Tax rate as a result of the Tax Cuts and Jobs Act that was passed by Congress on December 22, 2017.

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

Deferred income tax assets and (liabilities), which are provided for the temporary differences between the financial reporting bases and the tax bases of the Company's assets and liabilities, at December 31, 2017 and 2016 consisted of:

	2017	2016
Current assets:		
Vacation and compensated absences	\$36	\$59
Other	12	16
	<u>48</u>	<u>75</u>
Long-term liabilities:		
Telecommunications plant depreciation	(1,117)	(1,598)
Federal and State NOL's	919	1,475
Goodwill and intangibles	(436)	(697)
Equity method investments	(161)	(212)
Consolidated subsidiaries	(618)	(470)
Unrealized Gains on Marketable Securities	(188)	(55)
	<u>(1,601)</u>	<u>(1,557)</u>
Valuation allowance	(919)	(1,475)
Net long-term liability	<u>(2,520)</u>	<u>(3,032)</u>
Net liability	<u><u>(\$2,472)</u></u>	<u><u>(\$2,957)</u></u>

## 11. Pension and Retirement Plans

### *Pension Plan*

ICTC has a contributory defined benefit pension plan covering substantially all of its employees. The National Telephone Cooperative Association ("NTCA") Retirement Security Plan (R&S Plan) is a defined benefit pension plan qualified under Section 401 and tax-exempt under Section 501(a) of the Internal Revenue Code. It is a multiple employer plan under the accounting standards. The plan sponsor's Employer Identification Number is 52-0741336 and the Plan Number is 333.

A unique characteristic of a multiple employer plan compared to a single employer plan is that all plan assets are available to pay benefits of any plan participant. Separate asset accounts are not maintained for participating employers. This means that assets contributed by one employer may be used to provide benefits to employees of other participating employers. ICTC's contributions to the RS Plan in 2017 and 2016 represented less than 5% of the total contributions made to the plan by all participating employers. ICTC made quarterly contributions to the plan based on 3.5% of eligible employee compensation, in addition to contribution surcharges in 2017 and 2016. ICTC made contributions to the plan of approximately \$63 in 2017 and \$61 in 2016.

In the R&S Plan, a "zone status" determination is not required, and therefore not made, under the Pension Protection Act (PPA) of 2006. In addition, the accumulated benefit obligations and plan assets are not determined or allocated separately by individual employer. The Program meets



**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

ERISA minimum funding requirements. The Funding Target Attainment Percentage valued as of January 1, 2016, is 90.7%.

Future contribution requirements are determined each year as a part of the actuarial valuation of the plan and may change as a result of plan experience. During 2016, NTCA announced changes to the RS Plan that include a 19% increase in basic contribution rates effective January 1, 2017 due to the repricing by the program actuary to reflect increased longevity of the participants and continued low interest rates. In addition, the contribution surcharge will increase from 25% to 50% of the members elected contribution rate percentage effective January 1, 2018. Participating member companies were offered a prefunding option to cover the future increases. Companies that elect the prefunding option and make the required prepayments will be exempt from PBGC variable rate premiums through 2029 and will receive a credit for future surcharge until such time the notional account established through the prepayment is used up. ICTC did not make the prefunding election.

There are no minimum contributions required or collective bargaining agreements affecting this plan. However, the Cooperative is subject to contribution surcharges as noted above.

## **12. Profit Sharing Plan**

ICTC has a profit sharing plan which covers certain of its employees. There were no contributions into this plan during the years ended December 31, 2017 and 2016, respectively.

ICTC also participates in the National Telephone Cooperative Association (NTCA) 401(k) plan. Under the current plan agreement, ICTC can contribute up to 7% of employees' eligible salaries to the plan. ICTC's total cost of this plan for the years ended December 31, 2017 and 2016 was approximately \$74 and \$73, respectively.

## **13. Concentration of Risk**

### ***Business Risk***

ICTC provides telephone, internet and other nonregulated services on account to its customers located in southeastern North Dakota. The Company also provides access service on account to various long distance companies, which provide toll service to the Company's customers.

Over the past few years, the FCC has implemented several significant changes to the rules affecting the revenues of RLECs, and is considering additional changes. The Company serves high cost rural areas and receives a significant portion of revenues from federal support mechanisms and access revenues from long distance carriers. ICTC's revenues are significantly dependent on the continuation and level of such support mechanisms.

### ***Credit Risk***

Financial instruments which potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents and the note receivable. The Company's cash and cash equivalents may at times exceed federally insured amounts.

**CIBL, Inc. and Subsidiaries**  
(Dollars in Thousands)  
Notes to Consolidated Financial Statements  
December 31, 2017 and 2016

**14. Related Party Transactions (Not Disclosed Elsewhere)**

LICT Corporation, an affiliate, provides administrative and management services to CIBL and ICTC. As compensation for these services, LICT received fees of \$225 for the years ended December 31, 2017 and 2016.

At December 31, 2017 and 2016, cash and short-term investments of \$23,631 and \$11,766 respectively, were invested in United States Treasury money market funds for which affiliates of one of the Company's Directors serve as investment managers.

\* \* \* \* \*

**CIBL, Inc. and Subsidiaries**

Supplementary Information

December 31, 2017



**CIBL, Inc. and Subsidiaries**  
**Consolidating Balance Sheets**  
December 31, 2017  
(In Thousands, Except Common Share Data)

	<b>CIBL Consolidated, Excluding ICTC Group, Inc.</b>	<b>ICTC Group, Inc. Consolidated</b>	<b>Eliminations</b>	<b>Consolidated</b>
<b>Assets</b>				
Current Assets				
Cash and cash equivalents	\$20,478	\$5,047	\$-	\$25,525
Accounts receivable, net of allowance of \$4	--	512	--	512
Prepaid income taxes	268	--	--	268
Deferred income taxes	--	48	--	48
Prepaid expenses	25	333	--	358
Total Current Assets	<u>20,771</u>	<u>5,940</u>	<u>--</u>	<u>26,711</u>
Telecommunications, plant and equipment, net	--	6,557	--	6,557
Investments in equity method affiliated entities	7,688	2,155	(6,271)	3,572
Other investments, at cost	100	1,616	--	1,716
Goodwill	--	1,772	--	1,772
Total Assets	<u><u>\$28,559</u></u>	<u><u>\$18,040</u></u>	<u><u>(\$6,271)</u></u>	<u><u>\$40,328</u></u>

**CIBL, Inc. and Subsidiaries**  
**Consolidating Balance Sheets**  
December 31, 2017  
(In Thousands, Except Common Share Data)

	<b>CIBL Consolidated, Excluding ICTC Group, Inc.</b>	<b>ICTC Group, Inc. Consolidated</b>	<b>Eliminations</b>	<b>Consolidated</b>
<b>Liabilities and Equity</b>				
<b>Current Liabilities</b>				
Accounts payable and accrued expenses	\$55	\$56	--	\$111
Income tax payable	--	346	--	346
Other current liabilities	--	345	--	345
Current maturities of long-term debt	--	28	--	28
<b>Total Current Liabilities</b>	<b>55</b>	<b>775</b>	<b>--</b>	<b>830</b>
Long-term debt	--	2,662	--	2,662
Deferred income taxes	618	1,902	--	2,520
<b>Total Liabilities</b>	<b>673</b>	<b>5,339</b>	<b>--</b>	<b>6,012</b>
<b>Equity</b>				
Common stock, par value \$.01, 30,000 shares authorized; 25,115 issued; and 16,635 outstanding	--	--	--	--
Contributed capital	3,858	1,947	(2,697)	3,108
Accumulated other comprehensive income	133	582	(582)	133
Retained earnings	33,554	10,768	(10,768)	33,554
Treasury stock, 8,480 shares at cost	(9,659)	(596)	596	(9,659)
<b>Total CIBL, Inc.'s Stockholders' Equity</b>	<b>27,886</b>	<b>12,701</b>	<b>(13,451)</b>	<b>27,136</b>
Non-controlling interest	--	--	7,180	7,180
<b>Total Equity</b>	<b>27,886</b>	<b>12,701</b>	<b>(6,271)</b>	<b>34,316</b>
<b>Total Liabilities and Equity</b>	<b>\$28,559</b>	<b>\$18,040</b>	<b>(\$6,271)</b>	<b>\$40,328</b>

See independent auditors' report.

**CIBL, Inc. and Subsidiaries**  
Consolidating Statements of Income  
December 31, 2017  
(In Thousands, Except Share and Per Share Data)

	<b>CIBL Consolidated Excluding ICTC Group, Inc.</b>	<b>ICTC Group, Inc. Consolidated</b>	<b>Elimination</b>	<b>Consolidated</b>
<b>Revenue</b>				
Telephone service revenue	\$ --	\$ 5,521	--	\$ 5,521
Total Revenue	--	5,521	--	5,521
<b>Costs and Expenses</b>				
Cost of operating revenue, excluding depreciation	--	1,793	--	1,793
General and administrative costs of operations	--	750	--	750
Management fee	125	100	--	225
Corporate office expense at ICTC	--	327	--	327
Corporate office expense at CIBL	293	--	--	293
Depreciation	2	1,017	--	1,019
Total Operating Expenses	420	3,987	--	4,407
Operating Income (Loss)	(420)	1,534	--	1,114
<b>Other Income(Expense)</b>				
Investment income	177	303	--	480
Interest expense	--	(90)	--	(90)
Equity in earnings of affiliated entities	1,168	359	(1,103)	424
Other	--	106	--	106
Total Other Income (Expense)	1,345	678	(1,103)	920
Net Income (Loss) Before Income Taxes	925	2,212	(1,103)	2,034
Income tax benefit (expense)	(69)	318	-	249
Net Income (Loss)	856	2,530	(1,103)	2,283
Non-controlling interests	--	--	(1,427)	(1,427)
Net (Loss) Income Attributable to CIBL, Inc.'s Stockholders	\$856	\$2,530	(\$2,530)	\$856

See independent auditors' report.

**CIBL, Inc. and Subsidiaries**  
Consolidating Statements of Cash Flows  
December 31, 2017  
(In Thousands, Except Share and Per Share Data)

	<b>CIBL Consolidated, Excluding ICTC Group, Inc.</b>	<b>ICTC Group, Inc. Consolidated</b>	<b>Elimination</b>	<b>Consolidated</b>
<b>Cash Flows Provided By (Used In) Operating Activities</b>				
Net income (loss) attributable to CIBL, Inc.'s stockholders	\$856	\$2,530	\$ (2,530)	\$856
Non-controlling interests	--	--	1,427	1,427
Net income	<u>856</u>	<u>2,530</u>	<u>(1,103)</u>	<u>2,283</u>
Adjustments to reconcile net income to net cash from operating activities:				
Equity in earnings of affiliated entities	(1,168)	(359)	1,103	(424)
Distributions from affiliated entities	--	244	--	244
Depreciation	2	1,017	--	1,019
Shares issued by ICTC in lieu of compensation	--	120	--	120
Deferred income taxes	65	(860)	--	(795)
Realized gains on sales of marketable securities and another investment	--	(105)	--	(105)
Unrealized gains on investments	(51)	(2)	--	(53)
Changes in operating assets and liabilities:				
Accounts receivable	(1)	(68)	--	(69)
Other current assets	--	114	--	114
Accounts payable and accrued expenses	(130)	32	--	(98)
Income tax payable/prepaid income tax	<u>135</u>	<u>339</u>	<u>--</u>	<u>474</u>
Net Cash Provided By (Used In) Operating Activities	<u>(292)</u>	<u>3,002</u>	<u>--</u>	<u>2,710</u>

**Continued on Next Page.**



**CIBL, Inc. and Subsidiaries**  
Consolidating Statements of Cash Flows  
December 31, 2017  
(In Thousands, Except Share and Per Share Data)

	<b>CIBL Consolidated, Excluding ICTC Group, Inc.</b>	<b>ICTC Group, Inc. Consolidated</b>	<b>Elimination</b>	<b>Consolidated</b>
<b>Continued from Previous Page.</b>				
<b>Cash Flows Provided By (Used In) Investing Activities</b>				
Capital spending	--	(961)	--	(961)
Redemption of United States Treasuries	21,000	--	--	21,000
Investment in United States Treasuries	(9,966)	--	--	(9,966)
Acquisition of shares in ICTC Group, Inc.	--	--	(64)	(64)
Investment marketable securities	--	(243)	--	(243)
Proceeds from sale of marketable securities and another investment	--	269	--	269
Net Cash Used In Investing Activities	<u>11,034</u>	<u>(935)</u>	<u>(64)</u>	<u>10,035</u>
<b>Cash Flows Provided By (Used In) Financing Activities</b>				
Purchase of treasury stock	(266)	(64)	64	(266)
Repayment of Debt	--	(27)	--	(27)
Net Cash Provided By (Used In) Financing Activities	<u>(266)</u>	<u>(91)</u>	<u>64</u>	<u>(293)</u>
Net Change in Cash and Cash Equivalents	10,476	1,976	--	12,452
<b>Cash and Cash Equivalents</b>				
Beginning of year	<u>10,002</u>	<u>3,071</u>	<u>--</u>	<u>13,073</u>
End of year	<u>\$20,478</u>	<u>\$5,047</u>	<u>\$--</u>	<u>\$25,525</u>
<b>Supplemental Cash Flow Information</b>				
Cash paid (received) for income taxes	(\$131)	\$203	\$--	\$72
Cash paid for interest	--	90	--	90

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**CIBL, INC.**  
**DIRECTORS, OFFICERS, AND OTHER INFORMATION**

**Board of Directors**

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**Mario J. Gabelli**

Chairman, Chief Executive Officer and Chief Investment Officer of GAMCO Investors, Inc. and Chairman and Chief Executive Officer of LICT Corporation

**Salvatore Muoio**

Managing Member of S. Muoio Co. LLC

**Philip J. Lombardo**

Chairman and Chief Executive Officer  
Citadel Communications Company, Ltd.

**Officers**

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**Robert E. Dolan**

Interim Chief Executive Officer & Interim Chief Financial Officer

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**Transfer Agent and Registrar For Common Stock**

American Stock Transfer & Trust Company  
59 Maiden Lane  
New York, NY 10038

**Trading Information**

OTC Pink®  
Common Stock  
Symbol: CIBY

**Investor Relations Contact**

Robert E. Dolan  
775-664-3700  
office@ciblinc.com



