

**FIRST AMENDMENT TO THE
CONSOLIDATED COMMUNICATIONS, INC.
ILLINOIS BARGAINING
LIFE, ACCIDENT AND LONG TERM DISABILITY
BENEFITS PLAN
(AMENDED AND RESTATED EFFECTIVE AS OF JANUARY 1, 2015)**

WHEREAS, Consolidated Communications Holdings, Inc. (the “**Company**”) sponsors the Consolidated Communications, Inc. Illinois Bargaining Life, Accident, and Long Term Disability Plan amended and restated effective as of January 1, 2015 (the “**Plan**”) for the benefit of its eligible employees and their beneficiaries; and

WHEREAS, pursuant to Section 7.1 of the Plan document, (1) the Board of Directors (or a committee of the Board of Directors), the CEO and any other officer of the Plan Sponsor who is duly authorized by the Board of Directors (or such committee) or the CEO for this purpose, has the right, authority and power to make, at any time, and from time to time, any amendment to the Plan, and (2) the Director-Compensation & Benefits of the Plan Sponsor has the right, authority and power to make, at any time, any amendment to the Plan as he or she may deem necessary or desirable to ensure the Plan's continued compliance with applicable law and authoritative guidance thereunder; and

WHEREAS, the title of the Director-Compensation & Benefits has changed to Sr. Director-Compensation & Benefits; and

WHEREAS, the Company now desires to amend the Policy Appendix to the Plan to reflect the replacement of the Plan's long-term disability policy effective as of April 1, 2016;

NOW, THEREFORE, the Plan is hereby amended, effective as of April 1, 2016, as follows:

1. The “Group Long Term Disability Insurance Policy LK-960878, between Consolidated Communications Holdings, Inc. and Life Insurance Company of North America” is deleted from the Policy Appendix and replaced with the following new policy:
 - Group Long Term Disability Insurance Policy LTD 127359, between Consolidated Communications Holdings, Inc. and Reliance Standard Life Insurance Company.
2. The Summary Plan Description for the Plan, which is incorporated into the Plan in its entirety by reference, is amended in the form of the attached “First Summary of Material Modifications to the Summary Plan Description of the Consolidated Communications, Inc. Illinois Bargaining Life, Accident, and Long Term Disability Plan.”
3. The second sentence of Section 7.1 of both the Plan and SPD is amended, in its entirety, to read as follows:

The Sr. Director-Compensation & Benefits and the Vice President – Human Resources of the Plan Sponsor each have the right, authority and power to make, at any time, any amendment to the Plan as he or she may deem necessary or desirable to ensure the Plan's continued compliance with applicable law and authoritative guidance thereunder.

* * *

[Signature page follows.]

IN WITNESS WHEREOF, the undersigned, being duly authorized to act on behalf of the Company, has caused this First Amendment to be approved and executed, effective as of the date specified herein.

**CONSOLIDATED COMMUNICATIONS
HOLDINGS, INC.**

By: _____

Name: _____

Title: _____

Date: _____