

Zayo Group Holdings, Inc.
Form SC 13G/A
February 12, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

ZAYO GROUP HOLDINGS, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

98919V105

(CUSIP Number)

December 31, 2015

(Date of Event which Requires filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners IV (QP), L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **16,123,989**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

16,123,989

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 **16,123,989**
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **6.6%**
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners IV (QPCO), L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,983,854**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

1,983,854

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,983,854

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.8%**
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Columbia Capital Employee Investors IV, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 122,646
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0
8 SHARED DISPOSITIVE POWER

WITH

122,646

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 122,646 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.1%**
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners III (QP), L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **237,020**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

237,020

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

237,020

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.1%**
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners III (Cayman), L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Cayman Islands

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **130,160**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

130,160

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 **130,160**
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.1%**
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners III (AI), L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **13,094**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

13,094

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

13,094

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12 TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Columbia Capital Investors III, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 58,482

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

8 SHARED DISPOSITIVE POWER

WITH

58,482

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

58,482

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.0%**
TYPE OF REPORTING PERSON

00

1 NAMES OF REPORTING PERSONS**Columbia Capital Employee Investors III, LLC****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY**4** CITIZEN OR PLACE OF ORGANIZATION**Delaware****5** SOLE VOTING POWER**NUMBER OF****SHARES** **0**
6 SHARED VOTING POWER**BENEFICIALLY****OWNED BY** **2,316**
EACH **7** SOLE DISPOSITIVE POWER**REPORTING****PERSON** **0**
8 SHARED DISPOSITIVE POWER**WITH****2,316**
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**2,316**
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.0%**
TYPE OF REPORTING PERSON

00

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners IV, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **18,107,843**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

18,107,843

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

18,107,843

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **7.4%**
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS**Columbia Capital IV, LLC****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY**4** CITIZEN OR PLACE OF ORGANIZATION**Delaware****5** SOLE VOTING POWER**NUMBER OF****SHARES** **0**
6 SHARED VOTING POWER**BENEFICIALLY****OWNED BY** **18,230,489**
EACH **7** SOLE DISPOSITIVE POWER**REPORTING****PERSON** **0**
8 SHARED DISPOSITIVE POWER**WITH****18,230,489**
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**18,230,489**
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **7.4%**
TYPE OF REPORTING PERSON

00

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners (Cayman) III, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Cayman Islands

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **130,160**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

130,160

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 **130,160**
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.1%**
TYPE OF REPORTING PERSON

CO

1 NAMES OF REPORTING PERSONS

Columbia Capital Equity Partners III, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **441,072**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

441,072

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

441,072

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.2%**
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Columbia Capital III, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **441,072**
EACH **7** SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

441,072

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 **441,072**
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **0.2%**
TYPE OF REPORTING PERSON

00

1 NAMES OF REPORTING PERSONS**James B. Fleming, Jr.****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY**4** CITIZEN OR PLACE OF ORGANIZATION**United States****5** SOLE VOTING POWER**NUMBER OF****SHARES** **0**
6 SHARED VOTING POWER**BENEFICIALLY****OWNED BY** **18,671,561**
EACH **7** SOLE DISPOSITIVE POWER**REPORTING****PERSON** **0**
8 SHARED DISPOSITIVE POWER**WITH****18,671,561**
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**18,671,561**
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 **Not Applicable**
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 **7.6%**
TYPE OF REPORTING PERSON

IN

ITEM 1. (a) Name of Issuer:

Zayo Group Holdings, Inc. (the Issuer).

(b) Address of Issuer s Principal Executive Offices:

1805 29th Street, Suite 2050

Boulder, CO 80301

ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a Reporting Person and collectively as the Reporting Persons. This statement is filed on behalf of:

Columbia Capital Equity Partners IV (QP), L.P.

Columbia Capital Equity Partners IV (QPCO), L.P.

Columbia Capital Employee Investors IV, L.P.

Columbia Capital Equity Partners III (QP), L.P.

Columbia Capital Equity Partners III (Cayman), L.P.

Columbia Capital Equity Partners III (AI), L.P.

Columbia Capital Investors III, LLC

Columbia Capital Employee Investors III, LLC

Columbia Capital Equity Partners IV, L.P.

Columbia Capital IV, LLC

Columbia Capital Equity Partners (Cayman) III, Ltd.

Columbia Capital Equity Partners III, L.P.

Columbia Capital III, LLC

James B. Fleming, Jr.

(b) Address of Principal Business Office:

The business address of each of the Reporting Persons is 204 S. Union Street, Alexandria, VA 22314.

(c) Citizenship:

Columbia Capital Equity Partners IV (QP), L.P.	Delaware
Columbia Capital Equity Partners IV (QPCO), L.P.	Delaware
Columbia Capital Employee Investors IV, L.P.	Delaware
Columbia Capital Equity Partners III (QP), L.P.	Delaware
Columbia Capital Equity Partners III (Cayman), L.P.	Cayman Islands
Columbia Capital Equity Partners III (AI), L.P.	Delaware
Columbia Capital Investors III, LLC	Delaware
Columbia Capital Employee Investors III, LLC	Delaware
Columbia Capital Equity Partners IV, L.P.	Delaware
Columbia Capital IV, LLC	Delaware
Columbia Capital Equity Partners (Cayman) III, Ltd.	Cayman Islands
Columbia Capital Equity Partners III, L.P.	Delaware
Columbia Capital III, LLC	Delaware
James B. Fleming, Jr.	United States

(d) Title of Class of Securities:

Common stock, \$0.001 par value per share (Common Stock).

(e) CUSIP Number:

98919V105

ITEM

3.

Not applicable.

ITEM 4. Ownership.**Ownership (a-c)**

The ownership information presented below represents beneficial ownership of Common Stock of the Issuer as of December 31, 2015, based upon 244,866,876 shares of the Issuer's Common Stock outstanding as of November 6, 2015.

Reporting Person	Amount beneficially owned	Percent of class	Sole power to vote or to direct the vote	Shared power to vote or to direct the vote	Sole power to dispose or to direct the disposition of	Shared power to dispose or to direct the disposition of
Columbia Capital Equity Partners IV (QP), L.P.	16,123,989	6.6%	0	16,123,989	0	16,123,989
Columbia Capital Equity Partners IV (QPCO), L.P.	1,983,854	0.8%	0	1,983,854	0	1,983,854
Columbia Capital Employee Investors IV, L.P.	122,646	0.1%	0	122,646	0	122,646
Columbia Capital Equity Partners III (QP), L.P.	237,020	0.1%	0	237,020	0	237,020
Columbia Capital Equity Partners III (Cayman), L.P.	130,160	0.1%	0	130,160	0	130,160
Columbia Capital Equity Partners III (AI), L.P.	13,094	0.0%	0	13,094	0	13,094
Columbia Capital Investors III, LLC	58,482	0.0%	0	58,482	0	58,482
Columbia Capital Employee Investors III, LLC	2,316	0.0%	0	2,316	0	2,316
Columbia Capital Equity Partners IV, L.P.	18,107,843	7.4%	0	18,107,843	0	18,107,843
Columbia Capital IV, LLC	18,230,489	7.4%	0	18,230,489	0	18,230,489
Columbia Capital Equity Partners (Cayman) III, Ltd.	130,160	0.1%	0	130,160	0	130,160
Columbia Capital Equity Partners III, L.P.	441,072	0.2%	0	441,072	0	441,072
Columbia Capital III, LLC	441,072	0.2%	0	441,072	0	441,072
James B. Fleming, Jr.	18,671,561	7.6%	0	18,671,561	0	18,671,561

Consists of (i) 16,123,989 shares held of record by Columbia Capital Equity Partners IV (QP), L.P. (CCEP IV (QP)); (ii) 1,983,854 shares held of record by Columbia Capital Equity Partners IV (QPCO), L.P. (CCEP IV (QPCO)); (iii) 122,646 shares held of record by Columbia Capital Employee Investors IV, L.P. (CCEI IV); (iv) 237,020 shares held of record by Columbia Capital Equity Partners III (QP), L.P. (CCEP III (QP)); (v) 130,160 shares held of record

by Columbia Capital Equity Partners III (Cayman), L.P. (CCEP III (Cayman)); (vi) 13,094 shares held of record by Columbia Capital Equity Partners III (AI), L.P. (CCEP III (AI)); (vii) 58,482 shares held of record by Columbia Capital Investors III, LLC (CCI III); and (viii) 2,316 shares held of record by Columbia Capital Employee Investors III, LLC (CCEI III) (collectively, the Columbia Entities).

Columbia Capital Equity Partners IV, L.P. (CCEP IV) is the general partner of CCEP IV (QP) and CCEP IV (QPCO). Columbia Capital IV, LLC (CC IV) is the general partner of CCEP IV and CCEI IV. CC IV has sole voting and investment power over the shares held directly and indirectly by the entities of which it is the general partner as described above. James B. Fleming, Jr. controls CC IV, and as a result, he exercises voting and investment control over all the shares held by CCEP IV (QP), CCEP IV (QPCO) and CCEI IV. The general partner of CCEP III (Cayman) is Columbia Capital Equity Partners (Cayman) III, Ltd. Columbia Capital Equity Partners III, L.P. (CCEP III) is the sole stockholder of Columbia Capital Equity Partners (Cayman) III, Ltd. and is also the managing member of CCI III and CCEI III. CCEP III is also the general partner of CCEP III (QP) and CCEP III (AI). The general partner of CCEP III is Columbia Capital III, LLC (CCIII). Mr. Fleming controls CCIII, and as a result, he exercises voting and investment control over all the shares held by CCEP III (QP), CCEP III (AI), CCEP III (Cayman), CCI III and CCEI III. Each of the foregoing entities and Mr. Fleming disclaims beneficial ownership of the shares held of record by the Columbia Entities.

ITEM 5. Ownership of Five Percent or Less of a Class.

Not applicable.

ITEM 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

Not applicable.

ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

ITEM 9. Notice of Dissolution of Group.

Not applicable.

ITEM 10. Certifications.

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2016

**COLUMBIA CAPITAL EQUITY
PARTNERS IV (QP), L.P.**

By: Columbia Capital Equity Partners IV,
L.P., its general partner

By: Columbia Capital IV, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EQUITY
PARTNERS IV (QPCO), L.P.**

By: Columbia Capital Equity Partners IV,
L.P., its general partner

By: Columbia Capital IV, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EMPLOYEE
INVESTORS IV, L.P.**

By: Columbia Capital IV, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EQUITY
PARTNERS III (QP), L.P.**

By: Columbia Capital Equity Partners III,
L.P., its general partner

By: Columbia Capital III, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EQUITY
PARTNERS III (CAYMAN), L.P.**

By: Columbia Capital Equity Partners
(Cayman) III, Ltd., its general partner
By: Columbia Capital Equity Partners III, L.P.,
its sole shareholder
By: Columbia Capital III, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EQUITY
PARTNERS III (AI), L.P.**

By: Columbia Capital Equity Partners III,
L.P., its general partner
By: Columbia Capital III, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL INVESTORS III,
LLC**

By: Columbia Capital Equity Partners III, L.P.,
its managing member
By: Columbia Capital III, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EMPLOYEE
INVESTORS III, LLC**

By: Columbia Capital Equity Partners III, L.P.,
its managing member
By: Columbia Capital III, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EQUITY
PARTNERS IV, L.P.**

By: Columbia Capital IV, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

COLUMBIA CAPITAL IV, LLC

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EQUITY
PARTNERS (CAYMAN) III, LTD.**

By: Columbia Capital Equity Partners III, L.P.,
its sole shareholder

By: Columbia Capital III, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

**COLUMBIA CAPITAL EQUITY
PARTNERS III, L.P.**

By: Columbia Capital III, LLC, its general
partner

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

COLUMBIA CAPITAL III, LLC

By: /s/ Donald A. Doering
Name: Donald A. Doering
Title: Executive Vice President

JAMES B. FLEMING, JR.

By: /s/ James B. Fleming, Jr.

LIST OF EXHIBITS

Exhibit No.	Description
99	Joint Filing Agreement (incorporated by reference to Exhibit 99 to the Schedule 13G filed by the Reporting Persons on February 12, 2015)