

Uniti Group Inc.

Insider Trading Policy

(Effective April 10, 2015)

This Insider Trading Policy (this “Policy”) prohibits illegal or improper “insider trading” by the

I. Insider Trading

A. Definitions

1. Trading in Company Securities. For the purposes of this Policy, trading in the Company’s securities refers to trading in the Company’s common stock, any derivative securities tied to the value of the Company’s common stock, including puts, calls, equity collar or forward purchase or sale transactions, swaps and single stock futures, and any debt securities of the Company (all such securities are referred to in this Policy as “Company Securities”).

2. Insider Trading. For purposes of this Policy, “insider trading” is (i) the purchase or sale of Company Securities on the basis of material non-public information or (ii) the purchase or sale of the securities of any other company, including the Company’s customers or vendors, on the basis of material non-public information about that company obtained through your relationship with the Company. All such transactions are equally prohibited while you are in possession of material non-public information.

3. Material Information.

others who use the information for trading activities) face, in addition to other civil and criminal actions the Securities and Exchange Commission (“SEC”) or the United States Department of Justice may bring, sanctions of: (i) a civil penalty of up to three times the profit gained or loss avoided; (ii) a criminal fine (no matter how small the profit) of up to the greater of \$5 million or three times the profit gained or loss avoided; and (iii) a jail term of up to twenty years. (y)12.9p A(g)rs udav of up50Tna5n (r)-uTseq8 (5 (c)1(ear)-tE 5 (c)14

non-public information. If you are a Section 16 Officer or a Director of the Company, the following restrictions will apply to you.

A. Advance Notice of Trades. As a Section 16 Officer or a Director you may not (i) buy, sell or otherwise transfer ownership of Company Securities, (ii) make any election or change an election

1. Seller's Forms. If you are selling Company Securities or engaging in other Transactions in Company Securities considered under SEC rules to be similar to a sale, you must file a form with the SEC both before and after you trade.

a. Before you sell (or on the day of your sale), you must file a Form 144 with the SEC if you sell more than 5,000 shares or \$50,000 worth of Company Securities within any six-month period.

b. After you sell, you must file a Form 4 to report your holdings of Company Securities to the SEC within two business days of any trade.

2. Buyer's Forms. If you buy or acquire any Company Securities, only a Form 4 is required, and it must be filed within two business days of the trade.

3. Year-end Reporting. You also may be required to file a Form 5, which is a year-end report that is due to the SEC within 45 days after the close of our fiscal year end, for any Transactions in Company Securities you conducted during the year that was either not reported or was not required to be reported on Form 4 discussed above (e.g., a gift of Company Securities).

4. Failure to File Required Forms. The Company must disclose in its proxy statement those individuals who fail to file required reports in a timely manner with the SEC. This is embarrassing for you and for the Company and can easily be avoided by careful attention to the reporting requirements.

5. Who is Covered by These Rules. These rules apply to Section 16 Executive Officers and Directors, any person living in their household or financially dependent upon them, and any entity or securities account controlled by them. These rules may also apply to other entities in which a Section 16 Executive Officer or Director has an ownership interest, including partnerships.

If you have any questions regarding this Policy, please contact the General Counsel or the Chief Financial Officer.