

I am a shareholder of XO Communications and am sick to my stomach over what this company is trying to do to my shares. XO is trying to rid themselves of the common shareholders such as myself, so that the insiders like Dan Akerson, CEO , can make millions.

This company has done nothing to protect the common shareholders.

Akerson spoke so confidently at the November 2001 conference call on how well the company was doing, only to three weeks later call for a complete restructuring that wipes out the common shareholders.

Why isn't XO trying to restructure like COVAD did, so that the common shareholders retain a fair percentage of their shares.

XO is no PSI Net, ENRON, ect.. XO is a state of the art network that once the balance sheet is worked out will prosper. XO need not leave the common shareholders behind.

If this deal goes through I will seriously consider never investing in the stock market again.

James J. McCoart