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August 5, 2025

Celeste Chaney-Tucker
Executive Director
Kansas Corporation Commission
1500 SW Arrowhead Road
Topeka, KS 66604-4027

Re: In the Matter of the Joint Application of Charter Communications, Inc.; Cox Communications, Inc.; Cox Enterprises, Inc.; Cox Kansas Telcom, LLC d/b/a Cox Communication; and Cox Communications Kansas, L.L.C. for:
(1) Reaffirmation of the Designation of Cox Kansas Telcom, LLC d/b/a Cox Communication as an Eligible Telecommunications Carrier; and
(2) Transfer of the Indirect Control or Amendment of the Video Services Authorization of Cox Communications Kansas, L.L.C. to Charter Communications, Inc.

Dear Ms. Chaney-Tucker:

Attached please find the Joint Application referenced above. As part of the Joint Application filing package, the following documents are being submitted via the Commission's efile:

1. Joint Application
2. Exhibit A – Copy of Charter's Certificates of Authority in Kansas
3. Exhibit B – Pre- and Post-Closing Ownership Structure
4. Exhibit C – Census blocks/areas where Cox Kansas Telcom, LLC is an ETC
5. Exhibit D – VSA Amended, Termination, or Transfer Application Form
6. Exhibit E – Copy of Cox Communications Kansas, LLC's VSA Application and Approval Order
7. Exhibit F – Transaction Agreement

Please do not hesitate to contact me if you have any questions.

Very truly yours,

Dentons US LLP

Mark P. Johnson



Partner

MJ:

Attachments

**BEFORE THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS**

IN RE:

In the Matter of the Joint Application of)
Charter Communications, Inc.; Cox)
Communications, Inc.; Cox Enterprises,)
Inc.; Cox Kansas Telecom, LLC d/b/a Cox)
Communications; and Cox)
Communications Kansas, L.L.C. for:)

Docket No. _____

- (1) Reaffirmation of the Designation)
of Cox Kansas Telecom, LLC d/b/a)
Cox Communications as an)
Eligible Telecommunications)
Carrier; and)
- (2) Transfer of the Indirect Control or)
Amendment of the Video Services)
Authorization of Cox)
Communications Kansas, L.L.C.)
to Charter Communications, Inc.)

**JOINT APPLICATION OF CHARTER COMMUNICATIONS, INC; COX
COMMUNICATIONS, INC.; AND COX ENTERPRISES, INC. FOR REAFFIRMATION
OF COX KANSAS TELCOM, LLC AS AN
ELIGIBLE TELECOMMUNICATIONS CARRIER AND FOR TRANSFER OF
INDIRECT CONTROL OR AMENDMENT OF VIDEO SERVICES AUTHORIZATION**

TABLE OF CONTENTS

I.	DESCRIPTION OF APPLICANTS	2
A.	Charter.....	2
B.	Cox Enterprises, Inc., Cox Communications, Inc., and the Cox Licensees.....	5
II.	DESIGNATED CONTACTS	6
III.	DESCRIPTION OF THE TRANSACTION	8
A.	Overview.....	8
B.	Structure of the Transaction.....	10
IV.	REQUEST FOR REAFFIRMATION OF COX ETC STATUS	11
V.	THE TRANSACTION IS CONSISTENT WITH THE PUBLIC INTEREST.....	13
A.	The Transaction Will Promote Video Competition and Consumer Choice	14
B.	The Transaction Will Improve Options for Voice Customers.....	16
C.	The Transaction Will Directly Expand Enterprise Competition.....	17
D.	The Transaction Will Yield a Stronger Broadband Competitor	18
E.	The Transaction Will Enhance the Competitive Mobile Wireless Marketplace.....	21
F.	The Transaction Will Enable the Combined Company to Leverage Charter’s Industry-Leading Customer Service Practices to More Customers	25
G.	The Transaction Will Provide Benefits to the Combined Company’s Employees.....	26
H.	The Transaction Will Improve Public Safety and Resiliency.....	28
I.	The Transaction Will Generally Strengthen Both Companies, Bolstering Competition Across All Relevant Services.....	29
J.	The Transaction Will Not Harm Competition	30

VI. COX TELCOM WILL REMAIN QUALIFIED AS AN ETC
FOLLOWING THE TRANSACTION..... 31

VII. APPLICATION FOR TRANSFER OF VSA..... 35

VIII. REQUESTED ACTION..... 36

Pursuant to 47 U.S.C. § 214(e), Kansas Statute § 12-2023, and Kansas Administrative Regulation 82-15-1(b)(4),¹ Charter Communications, Inc. (“Charter”), Cox Communications, Inc. (“Cox”), and Cox Enterprises, Inc. (“CEI”), (collectively, the “Joint Applicants”), by their counsel, respectfully request that the Commission, to the extent such approval is required, approve two changes to the regulated operations of Cox’s Kansas subsidiaries arising from a proposed transaction (“Transaction”) that will result in the transfer of control of Cox and, indirectly, its subsidiaries from CEI to Charter: (1) reaffirm the Eligible Telecommunications Carrier (“ETC”) designation held by Cox Kansas Telcom, L.L.C. d/b/a Cox Communications (“Cox Telcom”) following the change in ultimate control and ownership of Cox Telcom from CEI to Charter;² and (2) approve the indirect transfer of control of the certificate of Video Services Authorization (“VSA”) held by Cox Communications Kansas, L.L.C. (“Cox Kansas” and collectively with Cox Telcom, “Cox Licensees”) from CEI to Charter.³

¹ For reasons set forth in this Joint Application, it is unclear whether an application pursuant to K.S.A. § 12-2023 and K.A.R. 82-15-1(b)(4) is required. Both provisions address the “transfer” of a video service authorization. *See* K.S.A. § 12-2023(c) (“The certificate of video service authorization issued by the state corporation commission is fully transferable to any successor in interest to the applicant to which it is initially granted. A notice of transfer shall be filed with the state corporation commission and any relevant municipalities within 30 business days of the completion of such transfer.”). *See also* K.A.R. 82-15-1(b)(4) (“Each entity that holds a video service authorization certificate and wants to transfer its authority to provide cable or video service shall file a transfer application. Each entity to which the authority to provide cable or video service is transferred shall file an initial or amended application.”). As explained herein, the VSA held by Cox Communications Kansas, L.L.C. will not be transferred to another entity in connection with the Transaction to which this Joint Application pertains, although the ultimate ownership and control of Cox Communications Kansas, L.L.C., which holds the VSA, will be transferred from CEI to Charter. To the extent an application is not required under such circumstances, the Joint Applicants respectfully request that this Joint Application be treated as a notice of the change of control.

² *See* K.S.A. § 66-2008(b); 47 U.S.C. § 214(e).

³ The Transaction will also result in a transfer of ownership and control of Cox Telcom itself, as well as Cox’s subsidiary Unite Private Networks, L.L.C., which holds a CLEC authorization issued in Docket No. 03-EOMT-313-COC. As both entities are telecommunications carriers under K.S.A. § 66-1,187(m), it is the Joint Applicants’ understanding that, pursuant to K.S.A. § 66-1,188, the Commission’s affirmative approval is not required for CEI to transfer ownership and control of those entities to Charter. This Joint Application also serves as notice to the Commission that these telecommunications carriers will undergo a change in ownership and control as described herein.

1. On May 16, 2025, Charter, Charter’s subsidiary Charter Communications Holdings, LLC (“Charter Holdings”), and CEI entered into an agreement (the “Transaction Agreement”) that will result in a combination of Charter and CEI’s subsidiary Cox under common ownership. Under the Transaction Agreement, Cox and its subsidiaries will become subsidiaries of Charter, and CEI, which owns Cox today, will receive a combination of cash and equity in Charter Holdings exchangeable for Charter stock.⁴ As a result, Charter will become the indirect owner of the Cox Licensees, and CEI will become Charter’s largest minority investor, contributing both capital assets and decades of experience in the communications industry to the combined company.⁵

2. The parties to the Transaction Agreement are separately seeking approval from the Federal Communications Commission (“FCC”) pursuant to 47 U.S.C. § 214 for the transfer of control of Cox and its FCC-authorized subsidiaries, as well as the Rural Digital Opportunity Fund (“RDOF”) Support for which Cox Telcom has been authorized in Kansas.

In support of their request, the Joint Applicants hereby provide the following information:

I. DESCRIPTION OF APPLICANTS

A. Charter

3. Charter Communications, Inc. is a publicly traded corporation organized under the laws of Delaware and headquartered at 400 Washington Blvd., Stamford, Connecticut 06902.

⁴ The agreement is publicly available through Charter’s filing with the Securities and Exchange Commission. *See* Charter Communications, Inc., Current Report (Form 8-K), Exhibit 2.1 (May 19, 2025), https://www.sec.gov/Archives/edgar/data/1091667/000114036125019688/ef20049261_ex2-1.htm.

⁵ This ownership interest will equate to approximately 24 percent of Charter’s outstanding stock as of June 30, 2025, as described in greater detail below, and will be capped at 30 percent, and accordingly will not result in a change of ownership or control of Charter’s Kansas subsidiaries. In any event, Charter’s Kansas telecommunications subsidiaries are telecommunications carriers not regulated by the Commission. *See* n.11 *infra*.

Through its operating subsidiaries, Charter is a leading broadband connectivity company and cable operator, serving 31.2 million customers in 41 states, including Kansas, through the Spectrum brand.⁶ Over an advanced communications network, Charter’s operating subsidiaries offer a full range of state-of-the-art residential and business services, including internet service (Spectrum Internet[®]), video service (Spectrum TV[®]), mobile wireless service (Spectrum Mobile[®]), Voice over Internet Protocol (“VoIP”) service (Spectrum Voice[®]), and managed cloud services, security, enterprise Internet, networking products, and voice services for enterprise customers (Spectrum Business[®]).⁷ One hundred percent of Charter’s approximately 95,000 employees are based in the United States, and all enjoy the benefits of Charter’s substantial investments in its employee workforce.⁸ A certificate of Charter’s authority to do business in Kansas is attached as **Exhibit A**.

4. Charter is continuously investing in and improving its communications network, which is designed, owned, and operated in the United States. From 2020 to 2024, Charter invested nearly \$47 billion in its infrastructure and technology (including \$42 million in Kansas in 2024 alone), contributing significantly to the U.S. economy. Today, Charter’s Spectrum Internet delivers both a reliable and fast Internet experience across its footprint.⁹ Charter’s Spectrum

⁶ Through Spectrum Business, Charter also offers enterprise services in additional states outside its 41-state residential footprint.

⁷ Charter is providing information regarding its full line of service offerings for informational purposes, and its provision of such information is not intended to waive applicable limits on the Commission’s jurisdiction. *See* n.28 *infra*.

⁸ Charter Communications, Public Policy, *National Fact Sheet (Our National Impact)* (“Charter National Fact Sheet”), <https://policy.charter.com/charter-national-fact-sheet.pdf> (data as of Dec. 31, 2024); *see also infra* Section V.G.

⁹ Spectrum Internet earned the highest national scores for both metrics from Opensignal two years in a row (August 2024, May 2025) and exceeded 100 percent of advertised download and upload speeds for all tiers measured—even during peak weeknight usage between 7 p.m. and 11 p.m.—according to the FCC’s most recent “Measuring Broadband America Fixed Broadband Report” issued in August 2024. FCC, Office of Engineering and Technology, *Thirteenth Measuring Broadband America Fixed Broadband Report* at 15 (Aug. 9, 2024), <https://data.fcc.gov/download/-measuring-broadband-america/2023/2023-Fixed-Measuring-Broadband-America-Report.pdf>; Rupert Bapty, *USA, Fixed Broadband Experience, May 2025*,

Advanced WiFi offers the ability to optimize a home network, including enhanced security and privacy protections. Charter has also launched an effort to evolve its fiber broadband network, supporting both 100 percent fiber and fiber-powered broadband that, when complete, will offer multi-gigabit download speeds and gigabit upload speeds and allow Charter the option to extend fiber services to the home in a fiber-on-demand manner in the vast majority of its footprint.¹⁰

5. Charter currently serves approximately 100,000 customers across 25 communities in Kansas, with nearly 900 employees located at its largest employment centers in Overland Park, Lenexa, and Kansas City. Several Charter subsidiaries offer services in Kansas under authority from the Commission. Time Warner Cable Information Services (Kansas), LLC, a wholly owned subsidiary of Charter, is authorized by the Commission to operate as a competitive local exchange carrier pursuant to the Commission's Order on February 3, 2004, in Docket No. 04-TWRT-224-COC, and an interexchange carrier pursuant to the Commission's Order on February 3, 2004, in Docket No. 04-TWRT-225-COC. Time Warner Cable Business, LLC is authorized by the Commission to provide competitive interexchange access services pursuant to the Commission's Order on June 4, 2013, in Docket No. 13-TWBC-603-COC. In addition, Charter's cable affiliate Spectrum Mid-America, LLC provides cable services to residential, small, and medium-sized business customers in Kansas pursuant to a Commission-issued VSA granted in Docket No. 13-TWMC-206-USA, as well as broadband internet access services.¹¹

OpenSignal (May 20, 2025), <https://www.opensignal.com/2025/05/20/usa-fixed-broadband-experience-may-2025/dt>.

¹⁰ See Charter Communications, Inc., Annual Report (Form 10-K) at 1 (Feb. 2, 2024), <https://ir.charter.com/node/33726/html>.

¹¹ Charter's Kansas telecommunications affiliates Time Warner Cable Information Services (Kansas), LLC and Time Warner Cable Business, LLC are both telecommunications carriers under K.S.A. § 66-1,187(m), and, pursuant to K.S.A. § 66-1,188, the Commission's approval is not required for the impact of the Transaction on their ownership structure. In any event, their control and majority ownership will not change. In addition, Spectrum Mid-America, LLC is retaining its VSA which the Commission issued in

B. Cox Enterprises, Inc., Cox Communications, Inc., and the Cox Licensees

6. Cox, a Delaware corporation headquartered at 6205-B Peachtree Dunwoody Road, Atlanta, Georgia 30328, is a leading communications company that, through its subsidiaries, operates fiber-optic and hybrid fiber/coaxial cable networks in 35 states to provide broadband, video, voice, and wireless services, as well as managed services, cloud-based offerings, and other business-oriented communications solutions, to approximately 6.3 million residential, small and mid-market business, and enterprise customers.¹² Cox is a wholly owned subsidiary of Cox Enterprises, Inc., a privately held, family-owned Delaware corporation.

7. Under its Cox Internet brand, Cox subsidiaries provide mass-market broadband service to residential and small/medium-sized business customers, and video service under the Contour brand across 18 states, including in Kansas, with packages that include local broadcast and cable channels, as well as access to streaming services platforms such as Netflix, Prime Video, and Peacock.¹³ Cox subsidiaries also offer voice service to residential and business customers across its footprint. In 2023, Cox launched Cox Mobile offering mobile voice and data services to Cox Internet customers.¹⁴

Docket No. 13-TWMC-206-VSA, which is neither transferring to another entity nor undergoing an indirect change in ownership or control. Accordingly, Charter's licensed Kansas subsidiaries are not parties to this Joint Application.

¹² Cox, Residential, *Welcome to Cox*, <https://www.cox.com/residential/home.html> (last visited July 30, 2025).

¹³ Cox, Residential, TV & Home, TV & Streaming, *Shop All TV Plans*, <https://www.cox.com/residential/tv.html> (last visited July 30, 2025); Cox, Residential, TV & Home, Learn, *Learning to Use Cox TV Services*, <https://www.cox.com/residential/tv/learn.html> (last visited Aug. 1, 2025).

¹⁴ News Release, Cox, *Cox Announces Successful Completion of Mobile Launch in Markets Nationwide* (Jan. 5, 2023), <https://newsroom.cox.com/2023-01-05-Cox-Announces-Successful-Completion-of-Mobile-Launch-in-Markets-Nationwide>.

8. In addition to these mass-market offerings, Cox also provides a full suite of enterprise connectivity and managed services under its Cox Business brand and through its wholly owned Segra unit, a commercial fiber infrastructure solutions provider that Cox acquired in 2021. Cox Business encompasses a broad commercial solutions portfolio, including fiber-based network solutions, wholesale services, and managed services. Cox also provides managed information technology and cloud services to enterprise customers through its wholly owned RapidScale unit.

9. In Kansas, the Cox Licensees currently serve residential customers and enterprise customers and are authorized to provide local exchange, interexchange, and video services. Cox Telecom is authorized to provide local exchange service and interexchange service pursuant to authority granted in Docket Nos. 00-COXT-928-COC and 00-COXC-197-COC. Cox Telecom is also designated as an ETC in Docket No. 21-COXT-245-ETC. Cox Kansas is an operating entity of Cox and is authorized to provide video service pursuant to video service authorization granted in Docket No. 07-CXKC-621-VSA.

10. In addition to the Cox Licensees, Cox's subsidiary Unite Private Networks, LLC d/b/a Segra received a Certificate of Convenience and Authority to provide switched local exchange telecommunications services in Kansas by the Commission in Docket No. 03-EOMT-313-COC.¹⁵

II. DESIGNATED CONTACTS

11. All communications and correspondence concerning this Application should be directed to Applicant's and Related Parties' counsel as identified below:

For Charter:

Adam Falk

¹⁵ Segra is a competitive telecommunications carrier that offers services to enterprise customers and, as set forth in n.3 *supra*, is not a party to this Application.

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III. DESCRIPTION OF THE TRANSACTION

A. Overview

12. On May 16, 2025, CEI, Charter, and Charter Holdings entered into the Transaction Agreement, which will combine the Charter and Cox companies under common ownership. Charter will acquire Cox's subsidiaries that operate its residential broadband, video, voice, mobile, and enterprise businesses,¹⁶ as well as the Segra and Unite Private Networks commercial fiber

¹⁶ Cox's enterprise business includes Cox Business, which provides small business and enterprise-level commercial communications solutions, and Cox Hospitality Networks, which provides guest-focused hospitality solutions to hotels, stadiums, arenas, and convention centers.

businesses operating under the Segra brand (“Segra”) and the RapidScale managed IT and cloud business.¹⁷

13. As consideration for the Transaction, CEI will receive a combination of equity in Charter Holdings (comprised of both common and preferred units in Charter Holdings) and \$4 billion in cash. The equity in Charter Holdings will be a combination of approximately 33.6 million common units, which are exchangeable for common stock in Charter and have an implied value of \$11.9 billion,¹⁸ and \$6 billion of preferred units, which pay a 6.875 percent coupon and are convertible into common units (which, in turn, are exchangeable for Charter stock).¹⁹ CEI will also receive one share of newly created Class C common stock of Charter, which will give CEI voting power reflecting the equity it holds in Charter Holdings (*i.e.*, will give CEI the voting power it would have if its equity in Charter Holdings were converted to Charter stock).

14. CEI’s equity in Charter Holdings—if converted and exchanged into Charter stock—would represent approximately 24 percent of the Charter outstanding common stock (on a fully diluted basis) as of June 30, 2025.²⁰ CEI’s percentage ownership of Charter may be higher at closing if there is less Charter stock outstanding at closing than today (*e.g.*, if the number of

¹⁷ The RapidScale business does not hold any telecommunications licenses or cable franchises and has accordingly been omitted from the accompanying organizational diagrams. As noted above, Segra is authorized to provide telecommunications services in Kansas, but Commission action in connection with the Transaction is not required with respect to Segra.

¹⁸ This \$11.9 billion implied value assumes that the 33.6 million common units in Charter Holdings issued to CEI are exchanged by CEI for 33.6 million shares of Charter common stock, which, as of April 25, 2025, had a 60-day volume weighted average price of \$353.64 per share.

¹⁹ For more detail, see the Definitive Proxy Statement filed by Charter in connection with the Transaction. Charter Communications, Definitive Proxy Statement (Schedule 14A) (July 2, 2025), <https://ir.charter.com/node/35371/html> (“Definitive Proxy Statement”).

²⁰ *Id.* This percentage assumes that a separate transaction scheduled to closed concurrently with the Transaction, through which Charter will acquire its minority shareholder Liberty Broadband Corporation, closes as scheduled, which will impact the total amount of Charter stock outstanding on the closing date. Liberty Broadband does not own or operate any Kansas regulated entity or cable provider, and no Commission action is requested or required with respect to this separate transaction.

outstanding Charter shares is reduced through intervening share repurchases).²¹ However, CEI's ownership interest and voting power will both be capped at 30 percent, as discussed below. Charter will remain majority owned by dispersed public shareholders, who hold the majority of Charter's stock today and will continue to do so after the Transaction closes.

15. Pre-closing and post-closing organizational diagrams reflecting the Transaction are set forth in **Exhibit B**.

B. Structure of the Transaction

16. Under the Transaction Agreement, as set forth in **Exhibit F**, CEI will transfer or contribute the equity in its subsidiaries that own and operate its Cox, Segra, and RapidScale businesses to Charter Holdings (or to another newly formed wholly owned subsidiary of Charter), which will then contribute those businesses to Charter Communications Operating, LLC ("Charter Operating"), a subsidiary of Charter Holdings under which substantially all of the company's operations reside.²² As a result, those subsidiaries will all become indirect subsidiaries of Charter, and will be under common ownership with Charter's existing subsidiaries.

17. Christopher Winfrey, Charter's current President and Chief Executive Officer and a current Charter Board member, will continue in these roles after the Transaction closes. Alex Taylor, the Chairman and Chief Executive Officer of CEI, will join the Charter Board as Chairman, and Eric Zinterhofer, the current Non-Executive Chairman of the Charter Board, will become the lead independent director on the Charter Board. In addition to Mr. Taylor, CEI will have the right

²¹ See Definitive Proxy Statement, *supra* note 19.

²² Shortly before or contemporaneously with the closing of the Transaction, Cox will undertake an internal *pro forma* restructuring, through which the subsidiaries that own and operate the Segra and RapidScale businesses will be transferred to newly formed internal subsidiaries of CEI prior to transferring them to Charter. Since this restructuring will be a temporary, intermediate step to effectuate the Transaction, it has been omitted from the accompanying organizational charts for simplicity.

to nominate an additional two members of the 13-member Charter Board. Advance/Newhouse Partnership (“A/N Partnership”), an existing investor in Charter that has the right to nominate two board members today, will retain its two nominees to the Charter Board.

18. After the Transaction closes, Charter, CEI, and A/N Partnership will enter into an amended and restated stockholders agreement (“Stockholders Agreement”). The Stockholders Agreement will, *inter alia*, provide certain investor protections for CEI and A/N Partnership as well as specify ownership and voting caps. CEI will be capped at 30 percent voting and ownership interest, A/N Partnership will be capped at 19 percent ownership and 15 percent voting interest, such that neither investor, alone or in combination, will have a working voting majority.²³ After the Transaction closes, Charter’s dispersed public shareholders will continue to hold a majority of Charter’s voting stock, as they do today.

19. Within a year after the Transaction closes, Charter will change its name from “Charter Communications, Inc.” to “Cox Communications, Inc.”; however, the consumer-facing brand will remain “Spectrum” in legacy Charter areas, as it is today.

IV. REQUEST FOR REAFFIRMATION OF COX ETC STATUS

20. Cox Telcom is a Commission-certificated provider of local exchange and interexchange services in Kansas. By order dated May 4, 2000, in Docket No. 00-COXT-928-COC, the Commission granted Cox Telcom a Certificate of Public Convenience and Authority to provide local exchange service as a CLEC in the service areas of Southwestern Bell Telephone Company dba AT&T Kansas and United Telephone of Kansas dba CenturyLink, and by order dated December 17, 1999, in Docket No. 00-COXC-197-COC, the Commission granted Cox

²³ See Definitive Proxy Statement, n.19 *supra*, at 20.

Telcom a Certificate of Public Convenience and Authority to provide interexchange service in Kansas.

21. On December 31, 2020, Cox Telcom filed an application requesting designation as an ETC for purposes of receiving federal RDOF Phase I support in 13 census blocks in the Wichita metropolitan area. Commission Staff thoroughly reviewed this application and issued a recommendation concluding that Cox Telcom “ha[d] demonstrated its ability to meet the ... requirements for being designated as an ... ETC.”²⁴ On May 20, 2021, the Commission approved Cox Telcom’s high-cost ETC application in Docket No. 21-COXT-245-ETC and granted Cox status as an ETC in those 13 census blocks. A list of these census blocks is attached hereto as **Exhibit C**.

22. The indirect change of control of Cox Telcom from CEI to Charter will not adversely impact the continuity of its entities’ existence or operations. Cox Telcom will continue to be in all respects a qualified and complying ETC pursuant to K.S.A. § 66-2008(b).²⁵ Relations and agreements with Cox Telcom’s consumers, other telecommunications carriers, and regulatory

²⁴ *Applications of Cox Kansas Telecom, LLC for Eligible Telecommunications Carrier Status in Certain Census Blocks in Kansas to Receive Rural Digital Opportunity Fund Support*, Docket No. 21-COXT-245-ETC, Notice of Filing of Staff’s Report and Recommendation at 13 (filed May 12, 2021).

²⁵ “Pursuant to the federal [Communications] act, distributions from the KUSF shall be made in a competitively neutral manner to qualified telecommunications public utilities, telecommunications carriers and wireless telecommunications providers, that are deemed eligible both under subsection (e)(1) of section 214 of the federal act and by the commission.” K.S.A. § 66-2008(b). Under 47 U.S.C. § 214(e)(1), “[a] common carrier designated as an eligible telecommunications carrier shall be eligible to receive universal service support in accordance with section 254 of [the Federal Act] and shall, throughout the service area for which the designation is received – (A) offer the services that are supported by Federal universal service support mechanism under section 254(c) of the [Federal Act], either using its own facilities or a combination of its own facilities and resale of another carrier’s services (including the services offered by another eligible telecommunications carrier); and (B) advertise the availability of such services and the charges therefor using media of general distribution.”

authorities will be seamlessly maintained with little or no change or disruption.²⁶ Cox Telcom and Charter commit that they will not seek recovery of any acquisition premium from Cox Telcom's customers or contributors to the KUSF.²⁷

V. THE TRANSACTION IS CONSISTENT WITH THE PUBLIC INTEREST

23. Both Charter and Cox are highly experienced and well-established providers of residential cable video, broadband, and voice services over their large multi-state footprints, including in Kansas. Unifying the resources and experience of both Charter and Cox will also produce numerous Transaction-specific public interest benefits for consumers, both with respect to Commission-authorized telecommunications and video services as well as non-regulated services, such as broadband internet access and mobile service.²⁸ The Transaction will strengthen the combined company's position as an investor and innovator in broadband, mobile, video, voice, and enterprise services, delivering better options and more competitive pricing across the range of products offered to Kansas consumers and businesses. Just as important, its enhanced scale and capabilities will place competitive pressure on other providers—helping to improve customer service and the overall availability, quality, and pricing of broadband, mobile, video, voice, and enterprise products and services throughout the expanded footprint.

²⁶ As discussed below with respect to Cox Kansas, customers will experience a change in branding and the customers' options to subscribe to Spectrum packages and offerings.

²⁷ Cox Telcom is not subject to rate-of-return regulation, and charges attributable to the Transaction accordingly will not be passed along to customers through rates.

²⁸ The public interest benefits of the Transaction include both benefits that are directly related to the subject matter of the Joint Application—the transfer of control over the Cox Licensees to Charter—as well as benefits from the Transaction generally that relate to matters outside the Commission's jurisdiction. In Kansas, VoIP and IP-enabled services are outside the Commission's jurisdiction, except with respect to narrowly defined exceptions related to VoIP services. *See* K.S.A § 66-2017. Applicants are providing an explanation of these general benefits for informational purposes, and their presentation of these general benefits should not be viewed as waiving any limitations on the scope of the Commission's jurisdiction over non-regulated services, or over the Transaction beyond the scope of the specific authority requested by the Joint Application.

A. The Transaction Will Promote Video Competition and Consumer Choice

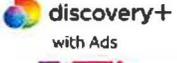
24. The Transaction will result in consumers in Cox's footprint gaining access to Charter's more innovative and competitive video products.

25. Charter has reached pro-consumer agreements with programmers that allow Charter to offer consumers more choice in video.²⁹ Post-Transaction, Charter will generally be able to extend these agreements to Cox customers. This will enable Cox customers to choose one of Charter's skinnier, lower-priced packages, including TV Choice and Mi Plan Latino, or one of its comprehensive video packages, like Spectrum TV Select Plus, which includes access to streaming services at no additional charge, valued at over \$100 per month, as detailed in Figure 3 below.³⁰

²⁹ Press Release, Charter Communications, *Spectrum TV Select Customers to Receive Hulu as Part of Expanded Agreement Between Charter and The Walt Disney Company* (June 26, 2025), <https://corporate.charter.com/newsroom/spectrum-tv-select-customers-to-receive-hulu-as-part-of-expanded-agreement-between-charter-and-the-walt-disney-company>.

³⁰ *Id.*

FIGURE 1: SEAMLESS ENTERTAINMENT: SOLVING FOR VALUE & UTILITY

	Streaming App	Retail Value	TV Select ¹⁴⁾
Launched		Included in Disney+, Hulu Bundle Basic	✓
		Included in ESPN Unlimited	✓ Available in TV Select Plus ¹⁵⁾
		\$9.99	✓
		\$7.99	✓
		\$10.99	✓
		\$6.99	✓
		\$5.99	✓
To Be Launched		\$9.99	✓ Available in TV Select Plus
		\$29.99	✓
		\$10.99	✓
		\$5.99	✓
		\$5.99	✓
	Monthly Customer Value¹⁴⁾	\$105	



Second Quarter 2025 Results

26. The bundling of streaming subscriptions with traditional cable packages not only allows Charter to offer a more compelling video product at a better customer value, but also creates significant cost savings for consumers that otherwise would have to pay separate subscriptions to each of these streaming services.

27. In addition, the Transaction will expand the availability of Charter’s award-winning Spectrum TV App (“STVA”), which is the most-viewed streaming service in the United States on

an hours-per-household basis and the highest-rated pay TV streaming app in the country.³¹ The STVA enables Charter's video subscribers to watch their full video subscription on a variety of devices without the need for a set-top box and to access the TV Everywhere service to view content while away from home. Further, Spectrum TV plans include Xumo Stream Box, which is a device that plugs into most smart TVs, allowing instant access to live Spectrum TV and other streaming apps. These options will become available to Cox customers in Kansas post-Transaction.

28. Cox customers also will gain increased access to Charter's Spectrum News offerings, available via a video subscription and to broadband-only customers via the Spectrum News app. Spectrum News carries local news and public interest programming in over 30 markets and has been recognized by AllSides as a non-biased source of news and commentary.³²

29. The Transaction will also result in more efficient provision of video services by eventually eliminating the costs associated with Cox's dependence on third-party video equipment. Post-Transaction, migrating legacy Cox video subscribers onto Charter's in-house video platform over time will allow the combined company to internalize these costs and dramatically reduce the need to procure third-party technology and equipment, which will lead to lower costs of delivering video services.

B. The Transaction Will Improve Options for Voice Customers

30. The Transaction will enable the combined company to offer residential and small/medium business consumers more value and better wireline voice products and services across the combined company's footprint. Kansas voice customers will be able to take advantage

³¹ Press Release, Charter Communications, *Spectrum TV App Launches on LG and VIZIO Smart TVs* (May 27, 2025), <https://corporate.charter.com/newsroom/spectrum-tv-app-launches-on-lg-vizio-smart-tvs>.

³² See, e.g., Allsides, *Spectrum News Blind Bias Surveys 2021-2024* (Nov. 2024), <https://www.allsides.com/blind-survey/spectrum-news-blind-bias-surveys-2021-2024-0>.

of a range of valuable features currently offered by Charter, and not part of Cox's offerings, including all-in voice and mobile pricing with no extra surcharges, taxes, or fees; automatic call forwarding to an alternative number when voice service is disrupted; and assigning custom ringtones for specific incoming callers.³³

C. The Transaction Will Directly Expand Enterprise Competition

31. By unifying Charter's and Cox's respective regional footprints, the Transaction will directly strengthen the combined company's presence in the commercial enterprise marketplace, making it a stronger competitor, offering greater reach, and enabling the combined company to better compete in a landscape dominated by national rivals.

32. For large enterprise customers with many locations spread across the Charter and Cox footprints, the Transaction will generate efficiencies by creating a consolidated provider. This Transaction will generate benefits by allowing the combined company to reduce the cost of providing service, offer services more tailored to customer needs, and address customer requests more effectively—benefits that apply to single-location and multi-location enterprise customers alike. It will also allow the combined company to satisfy multi-location enterprises' preference for the service provider to own the facilities on which it offers service. In addition, the combined company will be able to realize efficiencies by eliminating a cost markup associated with leasing services from each other to serve multi-location business customers.

33. The Transaction will also benefit Charter's existing enterprise customers and offerings by enabling the combined company to integrate Cox's enterprise acumen into its operations. Charter customers will benefit from Cox's reputation for quality, reliability, and strong

³³ Spectrum, *How to Use Phone Features and Star Codes*, <https://www.spectrum.net/support/home-phone/handset-calling-features-and-star-codes> (last visited July 22, 2025). Note, as of July 30, 2025, this information will be available at the following link: <https://www.spectrum.com/home-phone>.

customer service in business communications services, including through Cox Business and through Cox's Segra and RapidScale business units, which, as previously stated, offer commercial managed IT and cloud services that Charter does not offer today and that are particularly well-attuned to the needs of enterprise customers.

D. The Transaction Will Yield a Stronger Broadband Competitor

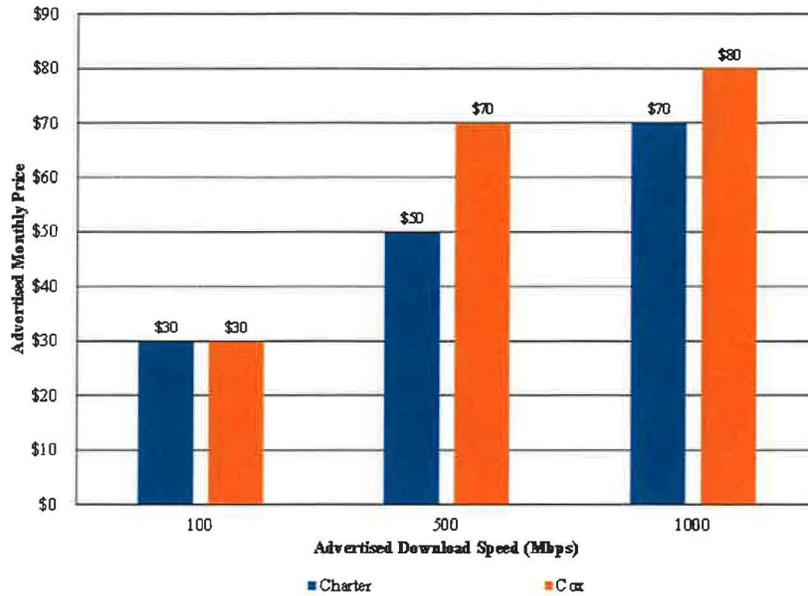
34. The Transaction will enable the combined company to offer residential and small/medium business consumers more value and better broadband products and services across the combined company's footprint.

35. **Competitive Pricing.**³⁴ The Transaction will offer consumers more value and better products by promoting competitive pricing, as detailed in the comparison charts below. Existing residential Cox customers will have the option to subscribe to Charter's consumer-friendly and affordable plans, or, if they prefer, to keep their existing plans. Charter offers a variety of affordable high-speed Internet packages to meet the connectivity and budget needs of its customers, saving them money compared to offerings from many other providers, including Cox as detailed in Figure 2, below.³⁵

³⁴ Note that all discussions of pricing and comparisons are based on current pricing as of the date of filing of this Joint Application and are subject to change.

³⁵ For instance, the FCC's *2024 Communications Marketplace Report* shows that of the ten largest fixed providers, Charter offers the lowest initial price for an introductory tier of standalone broadband service that is available to all, \$30 per month for the first year for 100 Mbps download service. *In re Communications Marketplace Report, 2024 Communications Marketplace Report*, 39 FCC Rcd 14116, 14140, Fig. II.A.18 (Dec. 31, 2024) (listing prices on broadband labels). Charter maintains this same offer today. Spectrum, *Spectrum Internet*, <https://www.spectrum.com/internet> (last visited July 30, 2025).

FIGURE 2: COMPARISON OF CHARTER AND COX ADVERTISED INTERNET-ONLY PLANS³⁶



Depending on the plans and bundles they select, individual consumers can potentially save \$1,000 or more per year compared to many of Charter’s competitors’ bundled connectivity options, as further detailed in Figure 3, below.³⁷

³⁶ See *Communications Marketplace Report*, 2024 Communications Marketplace Report, 39 FCC Rcd at 14140, Fig. II.A.18.

³⁷ See, e.g., Spectrum, *Charter Communications Second Quarter 2025 Results* at 5 (July 25, 2025), <https://ir.charter.com/static-files/ab73217c-9b36-442c-9ea4-553a39206e97> (“Charter 2Q 2025 Results”).

FIGURE 3: CHARTER NATIONWIDE PRICE COMPARISON³⁸

					
Internet Speed ⁷⁾	1 Gbps	1 Gbps	1 Gbps	Up to 1 Gbps	133 – 415 Mbps
Marketed Availability	100% of footprint	19% of mobile footprint	12% of mobile footprint	Capacity Dependent	Capacity Dependent
Internet Limitations	--	--	--	Interference and reliability; compatibility with vMVPDs ⁹⁾	De-prioritization ¹⁰⁾ ; Interference and reliability; compatibility with vMVPDs ¹¹⁾
Internet Price ⁷⁾	\$40	\$62	\$74.99	\$60 ¹²⁾	\$35 ¹³⁾
Mobile Price (2 Lines) ⁷⁾	\$60	\$131.98	\$140	\$140	\$140
Taxes and Fees ⁸⁾	--	\$14.70	\$18	\$18	\$14
Total Price	\$100	\$208.68	\$232.99	\$218	\$189
Persistent Rate	\$145	\$208.68	\$232.99	\$218	\$189

36. Charter sets prices according to the philosophy that lower prices build long-term revenue by encouraging customers to select multiple products from Charter, at a better value than alternative providers, and then remain with Charter, which drives a longer customer lifetime.³⁹ The low prices available from the combined company will benefit broadband consumers in Cox’s entire territory, regardless of the competitive circumstances at their particular location, because Charter offers its low residential retail rates consistently across its entire footprint.

37. Charter does not currently have plans to implement annual contracts for any residential services, which means customers are free to change service providers at any time, with no risk of early termination fees.

³⁸ Charter 2Q 2025 Results at 5.

³⁹ Chris Winfrey, President and CEO, Charter Communications, *Charter Communications and Cox Communications Agree to Transformative Combination – Investor Webcast*, at 34:06 (May 16, 2025) (“Investor Call”), <https://charter-communications-investor-update-may-2025.open-exchange.net/webcast> (“[W]e’ve often said, our strategy is to lower our product pricing everywhere and to invest more in opex through high-quality on-shore, in-house employees, and to significantly invest in the network. And investors usually scratch their head and say, ‘how’s that good for cash flow?’ And the answer is, because you have lower product pricing, you can sell more of that product per household, and therefore the revenue per household is higher because you earned for it . . .”).

38. ***Faster Broadband and Tailored Customer Premises Equipment (“CPE”).***

Consistent with Charter’s commitment to investment, the Transaction will accelerate the complete deployment of DOCSIS 4.0 in Cox’s service areas, which includes Kansas. The Transaction also will help ensure that the combined company is on a stronger, more efficient foundation for future upgrades. Charter has continually invested in its network, including investing nearly \$47 billion in U.S. technology and infrastructure from 2020 to 2024.⁴⁰ The Transaction also will specifically enable the combined company to leverage economies of scale to make more efficient network upgrade investments and overcome technical limitations and higher costs that Cox currently faces⁴¹ while unlocking the possibility of faster speeds for Kansas customers. The combined company will be able to reduce service delivery costs over time by moving away from Cox’s current costs arising from reliance on third-party broadband CPE (e.g., modems and routers) and make available to consumers Charter’s tailored broadband CPE, technology that is scalable over the long term for customers in the Cox service territory. As a result, over time consumers in Cox’s footprint will be in the position to enjoy the benefits of any network upgrades made by the combined company and of Charter’s award-winning CPE.

E. The Transaction Will Enhance the Competitive Mobile Wireless Marketplace

39. The Transaction will also benefit customers by promoting competition in commercial mobile wireless services. Spectrum Mobile is the fastest growing mobile wireless service in the United States, with the highest customer service satisfaction rating in its class,⁴²

⁴⁰ Charter Communications, Public Policy, Resource Hub, *Technology & Innovation*, <https://policy.charter.com/resource-hub/technology-innovation> (last visited July 30, 2025).

⁴¹ Today, Cox relies on so-called “syndication” agreements with another company for broadband CPE (e.g., modems and routers) due to its lack of scale, rather than developing and using its own equipment that is tailored to its network’s architecture and capabilities.

⁴² Press Release, J.D. Power, *Wireless Product Complexities and Evolving Customer Expectations Lead to Drop in Customer Care Satisfaction, J.D. Power Finds* (Jan. 30, 2025), <https://www.jdpower.com/business/>

thanks to its high-quality connectivity, low prices, and consumer-friendly service and device offerings, like anytime device upgrades, phone balance buyouts, and repair and replacement plans.⁴³ The Transaction will enable the combined company to offer the more competitive Spectrum Mobile product to consumers in Cox’s footprint.

40. Charter has been a leader in delivering lower prices for Spectrum Mobile customers as compared to both traditional nationwide Mobile Network Operators (“MNOs”) and other Mobile Virtual Network Operators (“MVNOs”). Spectrum Mobile’s core Unlimited product offering is available with both by-the-Gig (starting at \$20 per month) and unlimited data options (starting at \$30 per month) to allow customers to select the plan that best meets their service expectations and needs. For example, in a typical two-line household, customers of nationwide MNOs could spend roughly \$130 per month for a mobile service that would cost these same customers just \$60 per month with Spectrum Mobile Unlimited—resulting in hundreds of dollars in consumer cost savings per year depending on the plans and bundles selected.⁴⁴

41. Further, Spectrum Mobile’s service plans do not require annual contracts, and Charter is the only post-paid provider to include taxes and fees in the price to ensure transparency

[press-releases/2025-us-wireless-customer-care-study-volume-1](https://www.charter.com/press-releases/2025-us-wireless-customer-care-study-volume-1); Press Release, Charter Communications, *Spectrum Mobile Ranked #1 in Customer Service by J.D. Power* (Feb. 27, 2024), <https://corporate.charter.com/newsroom/spectrum-mobile-ranked-first-in-customer-service-2024>.

⁴³ See, e.g., Spectrum, Support, *Spectrum Mobile Anytime Upgrade*, <https://www.spectrum.net/support/mobile/spectrum-mobile-anytime-upgrade> (last visited July 13, 2025); Spectrum, Support, *Spectrum Mobile Repair and Replacement Plan*, <https://www.spectrum.net/support/mobile/spectrum-mobile-repair-and-replacement-plan> (last visited July 30, 2025); Spectrum, *It Pays to Switch*, <https://www.spectrum.com/mobile/switch> (last visited July 31, 2025).

⁴⁴ See chart at p.19 *supra*; see also Spectrum, *Mobile*, <https://www.spectrum.com/sem/mobile/mob-m-about-spectrum-mobile> (last visited July 13, 2025); Verizon, *Personal, Mobile plans*, <https://www.verizon.com/plans/unlimited/> (last visited July 13, 2025) (showing \$80/line for Unlimited Ultimate, \$70/line for Unlimited Plus, and \$55/line for Unlimited Welcome for two lines when selecting check out pricing & plan features); AT&T, *Personal, Phone plans*, <https://www.att.com/plans/unlimited-data-plans/> (last visited July 13, 2025) (showing \$75.99/line for AT&T Unlimited Premium PL, \$65.99/line for AT&T Unlimited Extra EL, and \$60.99/line for AT&T Unlimited Starter SL when selecting plan for two lines).

in all new plans. When Charter's pricing and service options are rolled out in legacy Cox areas, households will have the option to select a new Charter mobile service package that includes all of these fees and charges within the base price for their monthly voice service.

42. Cox's current mobile pricing is less competitive than Charter's; Spectrum Mobile's plans are almost always cheaper than Cox's, and offer better non-price terms, such as higher premium data allowances and hotspot data. This includes for both unlimited plans, where Spectrum Mobile offers lower prices and higher premium data allowances, as well as pay-as-you-go plans, where Cox's plans are significantly more expensive for each subsequent GB of data.⁴⁵ For example, Charter offers customers a bundled home Internet and mobile wireless plan that provides 1 Gbps home Internet plus two unlimited lines of mobile wireless service for \$100 per month for the first two years, that increases to \$145 per month by year five. A comparable plan from Cox (1 Gbps home Internet plus two unlimited mobile wireless lines) would cost \$180 per month. Accordingly, a Cox customer could save \$35 per month, or more than \$400 per year at a consistent rate if they choose to switch to Charter's plan post-closing.⁴⁶ Post-closing, existing Cox customers will be given the option either to maintain their current plan or to switch to a Spectrum Mobile plan that better fits their financial and data usage needs. The Transaction will enable Spectrum pricing and packaging, with generally lower promotional and persistent multi-product pricing and customer commitments, across an expanded and under-penetrated footprint.

⁴⁵ Compare Cox Communications, *Cox Mobile Data Plans*, <https://www.cox.com/residential/mobile/cell-phone-plans.html>, with Charter Communications, *Mobile Plans for Every Budget*, <https://www.spectrum.com/mobile/plans> (Charter 'Unlimited Plus' plan priced at \$40/month with premium data up to 50GB/line, compared to \$45/month for a single-line unlimited Cox plan with premium data up to 20 GB of monthly data usage); *id.* (Charter pay-as-you-go plan priced at \$20/month for the first GB and \$5 for each GB thereafter; Cox plan priced at \$15 per GB of monthly usage).

⁴⁶ Cost comparison based on current pricing, which is subject to change.

43. The Transaction will also benefit Kansas consumers through the combined company's increased efficiencies through network traffic offloading, procurement efficiencies, and increased innovation and investment in wireless technologies and networks. Charter was the first provider to deploy the latest generation of Wi-Fi ("Wi-Fi 7") and has been recognized as the fastest growing Wi-Fi 7 provider.⁴⁷ Its Advanced Wi-Fi 7 platform is designed to deliver an exceptional experience specifically tailored for Spectrum Internet and Spectrum Mobile customers. Spectrum Mobile customers connect to Charter's high-speed Wi-Fi network first, enabling speeds of up to 1 Gbps and providing an enhanced customer experience.⁴⁸ Charter's ability to leverage its extensive Wi-Fi network to support its mobile service offers a higher quality of service than is currently available to Cox customers, with faster typical speeds allowing for a more robust and better-valued service.⁴⁹

⁴⁷ See Press Release, Charter Communications, *Spectrum Begins Deployment of Next-Generation Advanced WiFi 7 Routers* (Nov. 25, 2024), <https://corporate.charter.com/newsroom/spectrum-begins-deployment-of-advanced-wifi-7-routers>; Danny Bowman, Charter Communications, *Spectrum Steps on the Gas, Becoming Nation's Fastest-Growing WiFi 7 Provider* (May 21, 2025), <https://corporate.charter.com/newsroom/spectrum-becomes-nations-fastest-growing-wifi-seven-provider>; Jeff Baumgartner, *Who's Winning the Wi-Fi 7 Race?*, Light Reading (June 12, 2025), <https://www.lightreading.com/wifi/who-s-winning-the-wi-fi-7-race->; News Release, Charter Communications, *Spectrum Wins Best Wi-Fi Service Provider Award 2024 From Wi-Fi NOW* (Dec. 17, 2024), <https://corporate.charter.com/newsroom/spectrum-wins-best-wifi-service-provider-award-2024>.

⁴⁸ See, e.g., Charter Communications, *Seamless Connectivity*, <https://corporate.charter.com/seamless-connectivity> (last visited July 30, 2025); News Release, Charter Communications, *How Spectrum Mobile™ is Reinventing Mobile With Speed, Simplicity and Value* (July 8, 2021), <https://corporate.charter.com/newsroom/how-spectrum-mobile-is-reinventing-mobile-with-speed-simplicity-and-value>.

⁴⁹ Compare Cox, *Cox Mobile Internet Service Disclosures* (Feb. 7, 2025), <https://www.cox.com/aboutus/policies/cox-mobile-internet-service-disclosures.html> ("Typical 5G mobile network (when and where available) download speeds will range from of 35-143 Mbps and typical upload speeds range from 5-31 Mbps.") with Spectrum, Residential, Policies, *Spectrum Mobile Service Broadband Disclosures*, <https://www.spectrum.com/policies/mobile-broadband-disclosures> (last visited July 30, 2025) ("5G Network. Typical download speeds will range from 34-702 Mbps, with peak speeds of nearly 2 Gbps in select locations, and upload speeds for 5G range from 6-75 Mbps with peak upload speeds over 100 Mbps.").

Launching Charter’s Spectrum Mobile services and offerings across Cox’s market areas will allow the combined company to meaningfully improve mobile service options for consumers, accelerate long-term mobile adoption and growth, and broaden consumers’ access to affordable, high-quality mobile services. The combined company will also be better positioned to invest efficiently in further innovation and infrastructure, strengthening service and delivering improved results for consumers.

F. The Transaction Will Enable the Combined Company to Leverage Charter’s Industry-Leading Customer Service Practices to More Customers

44. The Transaction will also enable existing Cox customers to benefit from Charter’s commitment to providing an industry-leading customer service experience. Charter was recently recognized by Newsweek as one of the most trustworthy companies in America, the only cable operator to receive such a distinction.⁵⁰ And for the past two years, Opensignal, an independent global network analysis company, has rated Spectrum’s Internet service as the most reliable broadband service in the country.⁵¹ In 2025, Fortune named Charter one of America’s Most Innovative Companies. Charter has also received numerous other awards and recognitions, including, but not limited to awards in customer service, customer experience, and accessibility.⁵²

45. Additionally, Charter’s voluntary, industry-leading Customer Commitment will be extended to the Cox Kansas footprint.⁵³ The Customer Commitment has four pillars: (1) reliable

⁵⁰ See Nancy Cooper, *Most Trustworthy Companies in America*, Newsweek, <https://rankings.newsweek.com/most-trustworthy-companies-america-2023>.

⁵¹ Rupert Bapty, Opensignal, *USA, Fixed Broadband Reliability Experience, May 2025* (May 20, 2025), <https://www.opensignal.com/2025/05/20/usa-fixed-broadband-experience-may-2025/dt>; Rupert Bapty, Opensignal, *USA Fixed Broadband Reliability Experience – National View – August 2024* (Aug. 29, 2024), <https://www.opensignal.com/2024/08/29/usa-fixed-broadband-reliability-experience-national-view-august-2024>.

⁵² Charter Communications, *Awards & Recognitions*, <https://corporate.charter.com/awards-recognitions>.

⁵³ Press Release, Charter Communications, *Spectrum Announces Unprecedented Customer Commitment, Free Internet Speed Lifts, New Bundled Pricing and Unveils New Brand Platform ‘Life Unlimited’* (Sept.

connectivity, (2) transparency at every step, (3) exceptional services, and (4) always improving.⁵⁴

The Customer Commitment is backed through both financial investment and actions reflected in industry-leading, customer-first policies, including among other things: access to 100 percent U.S.-based, live customer service employees 24 hours per day, 7 days per week, 365 days per year; same-day technician dispatches (or next day if requested after 5 p.m.), backed by billing credits if the technician cannot meet the promised window.⁵⁵ Customers in Cox areas will also benefit from other consumer-friendly policies such as customer credits for qualifying outages that last longer than two hours.⁵⁶

G. The Transaction Will Provide Benefits to the Combined Company's Employees.

46. The combined company will extend Charter's industry-leading jobs practices across the enterprise. Charter will hire U.S. workers in accordance with its practice of having a 100 percent U.S.-based sales and customer service employee workforce. Plus, Charter plans to extend to Cox employees its practice of a minimum starting wage of at least \$20 per hour—well above any state or federal minimum wage levels.⁵⁷

47. Charter will extend a variety of education and self-progression career advancement programs to Cox employees, including an education benefit which covers 100 percent of tuition

16, 2024), <https://corporate.charter.com/newsroom/spectrum-announces-unprecedented-customer-commitment>.

⁵⁴ *Id.*

⁵⁵ *Id.*

⁵⁶ Charter Communications, *2025 FCC Annual Customer Notification (2025)*, <https://www.spectrum.com/policies/annual-notice> (describing qualifying outages).

⁵⁷ Press Release, Charter Communications, *Charter Communications and Cox Communications Announce Definitive Agreement to Combine Companies* (May 16, 2025), <https://corporate.charter.com/newsroom/charter-communications-and-cox-communications-announce-definitive-agreement-to-combine-companies>.

costs for full-time employees pursuing select degrees and certificates from over 300 participating programs.⁵⁸ Employees will also receive a comprehensive package of high-quality, robust benefits, including healthcare,⁵⁹ a strong retirement plan, continuing education opportunities,⁶⁰ discounted products, and a premier stock purchase program where the company matches employee purchases of stock based on tenure with the company, enabling employees at every level to have an ownership stake in the company.⁶¹ These employment practices have earned Charter numerous national awards.⁶²

48. Nearly ten percent of Charter's workforce today has a military affiliation.⁶³ Charter has in place a number of programs to help veterans, guardsmen, reservists, and military spouses, including programs with military bases such as the Hiring Our Heroes Corporate Fellowship Program, which provides on-the-job training and professional development opportunities across

⁵⁸ Spectrum, Careers, *Life at Spectrum Blog, Spectrum's Tuition-Free Program Empowers Career Growth*, <https://jobs.spectrum.com/blog-guild-education-benefit> (last visited July 27, 2025). Spectrum's education benefits include the opportunity to participate cost-free in 300 programs from over 30 colleges and universities offering associate degrees, bachelor's degrees, certificate, and bootcamp programs. *Id.*

⁵⁹ Charter has maintained the same employee health insurance costs for the last 12 years as the company itself has absorbed all insurance price increases rather than passing them on to employees.

⁶⁰ Distinct from the education benefit described above, employees can receive up to \$10,000 per year towards certain other graduate degree programs that are not part of the 100 percent tuition free reimbursement from the 300 participating programs. Spectrum, Careers, *Compensation and Benefits*, <https://jobs.spectrum.com/compensation-and-benefits/#tab-panel-1-4> (last visited July 27, 2025).

⁶¹ Press Release, Charter Communications, *Charter Introduces Employee Stock Purchase Plan* (Apr. 29, 2025), <https://corporate.charter.com/newsroom/charter-launches-employee-stock-purchase-plan>; see also Mark Maurer, *Charter Communications Looks to Retain Workers With New Stock Program*, Wall St. J. (May 15, 2025), <https://www.wsj.com/articles/charter-communications-looks-to-retain-workers-with-new-stock-program-9a864d1f> (discussing how Charter's stock matching plan is more employer friendly than comparable U.S. companies). Thus, post-Transaction all employees will be incentivized to remain with the combined company, which, along with its customers, will benefit from a more tenured workforce. Current Cox employees do not have a stock purchasing program in light of Cox's private ownership.

⁶² Charter Communications, *Awards & Recognitions, Employer of Choice*, <https://corporate.charter.com/awards-recognitions> (last visited July 27, 2025).

⁶³ Charter National Fact Sheet at 2.

several different business units.⁶⁴ For these efforts, Charter has been recognized as a 5 Star Employer in the 2025 VETS Indexes Employer Awards—the program’s highest distinction—for three years in a row.⁶⁵

49. Further, Charter has pledged to match the federal government’s \$1,000 contribution from the Invest America Act for its employees’ children, and by offering employees additional ways to direct their own pay into their children’s “Invest America” Accounts.⁶⁶

50. These benefits reflect Charter’s commitment to long-term investments to support its employee workforce and their continued career growth, and they will yield benefits for Cox’s Kansas employees.⁶⁷ Charter invests hundreds of millions of dollars in employee training. With the Transaction, these benefits will expand to all employees.

H. The Transaction Will Improve Public Safety and Resiliency

51. The Transaction will maintain or improve public safety and resiliency by uniting Charter’s and Cox’s personnel and infrastructure in several important ways. First, in the event of natural disasters or emergencies, the combined company will have access to a larger pool of personnel and critical equipment—such as temporary portable wireless solutions—distributed across an expanded geographic footprint. This may enable faster service restoration for impacted communities within the Cox Kansas territory. Second, with a unified employee workforce

⁶⁴ Charter Communications, Public Policy, Policy News & Updates, *Investing in the Military Community Through Meaningful Career Opportunities* (Mar. 6, 2025), <https://policy.charter.com/investing-in-the-military-community>.

⁶⁵ Spectrum, Careers, Life at Spectrum Blog, Spectrum Named Top Veteran Employer by VETS Indexes for Third Year, <https://jobs.spectrum.com/blog-vets-indexes-5-star-employer> (last visited July 13, 2025).

⁶⁶ Press Release, Charter Communications, *Charter Joins ‘Invest in America’ Accounts Initiative, Deepening Support for Employees and Their Families* (July 21, 2025), <https://corporate.charter.com/newsroom/charter-joins-invest-in-america-trump-accounts-initiative>.

⁶⁷ See, e.g., Charter Communications, Public Policy, *Investing in Our Workforce* (Apr. 1, 2022), <https://policy.charter.com/our-workforce>.

operating on a harmonized network, the combined company can rely more on trained in-house employees who are familiar with the network's infrastructure, reducing dependence on external contractors for disaster response and recovery. Finally, the combined company will be able to expand Cox's enterprise-grade cloud backup and disaster recovery service solutions—which Charter does not currently offer—to critical institutions and businesses throughout the Charter footprint, ensuring the continuity and security of essential operations during and after emergencies.

I. The Transaction Will Generally Strengthen Both Companies, Bolstering Competition Across All Relevant Services

52. As a general matter, the new combined company resulting from the Transaction will have increased scale and geographic scope and will be better positioned to compete across all lines of service, benefiting both Charter's and Cox's Kansas customers. Charter's proven operating strategy combined with Cox's enterprise acumen will enhance the combined company's ability to deliver fast, secure, innovative, and responsive products and services. Just as important, its greater scale and capabilities will place competitive pressure on other providers—helping to improve customer service and the overall availability, quality, and pricing of all of the combined company's services throughout the expanded footprint. Adding Cox customers to Charter will also lead to substantial cost savings on a national basis that the combined company can use to pursue network investments as well as innovative services and offerings for its customers.

53. In addition, the combined company will have greater resources collectively than Cox and Charter have individually, and Charter plans to adjust its long-term target leverage ratio after the closing to 3.5 to 4.0 times Adjusted EBITDA, which together Charter expects to enable

the combined company to access the capital markets on advantageous terms and improve its long-term ability to obtain favorable financing for future initiatives.⁶⁸

J. The Transaction Will Not Harm Competition

54. In addition to the benefits set forth above, the combination of Charter and Cox will not result in any risk of harm to competition—either in the markets for services offered by the Cox Licensees and regulated by the Commission or those outside the scope of the Joint Application.

55. *Broadband, Video, and Voice Services.* There is extremely limited overlap between the companies' respective residential service territories nationwide, and in Kansas, Charter's and Cox's residential footprints are entirely non-overlapping, with Charter's footprint centered around Kansas City and its suburbs, whereas Cox serves a number of communities outside of the Kansas City area, including Wichita, Topeka, Pittsburgh, Manhattan, Great Bend, Dodge City, Garden City, Salina, Hutchinson, and numerous other communities throughout Kansas. Because Charter and Cox do not meaningfully compete in the provision of mass-market broadband, cable, video, or voice services, the Transaction will not harm competition in any of those marketplaces.

56. *Mobile Wireless.* Far from causing any potential harm, the combination of Charter's and Cox's mobile operations will bolster the competitive mobile wireless marketplace at large, to the benefit of all mobile consumers. Because Spectrum Mobile and Cox Mobile only sell to the companies' respective fixed broadband subscribers in their distinct residential geographic footprints, there are essentially no competitive overlaps between their mobile wireless offerings. Moreover, having launched their mobile offerings in 2018 and 2023, respectively,

⁶⁸ See Definitive Proxy Statement *supra* note 19, at 41.

Charter and Cox are relatively new entrants and remain comparatively small players in this market segment when compared to nationwide wireless providers.

57. ***Enterprise and Business Data Services.*** The combination of Charter and Cox will enhance the combined companies' offerings to enterprise customers and not pose any potential harms in the marketplace for business data and other enterprise services. The companies' fiber networks serving the business sector are largely complementary; in Kansas, based on the Joint Applicants' analysis, both companies offer business data services in only approximately four percent of the census blocks in their combined fiber footprint. And in any event, both companies face intense competition from an array of network operators in their respective service areas, including incumbent local exchange carriers as well as other intermodal competitors. Indeed, each company is a relatively new entrant and competitive provider in the enterprise marketplace, which historically has been dominated by incumbent local exchange carriers ("ILECs"). Therefore, although the Transaction will result in a combination of both Cox and Charter as providers of enterprise data services in Kansas, it will not result in a loss of competition—instead, for the reasons explained above, it will enhance it by positioning the combined company to offer more competitive services in a crowded and dynamic marketplace.

VI. COX TELCOM WILL REMAIN QUALIFIED AS AN ETC FOLLOWING THE TRANSACTION

58. ***Cox Telcom Will Continue to Provide Service as a Common Carrier.*** Cox Telcom itself or through its affiliate currently provides broadband Internet access service and interconnected VoIP service. As to customers and locations where Cox Telcom is awarded support, Cox Telcom will continue to provide its voice service on a common carrier basis following the Transaction. Existing local exchange service will remain available to Cox Telcom customers

generally at existing rates. As such, Cox Telcom will continue to be a common carrier under 47 U.S.C. §§ 214(e)(1) and 214(e)(6) for purposes of ETC designation.

59. ***Cox Telcom Will Continue to Offer the Services Supported by the Federal Universal Service Support Mechanisms.*** Cox Telcom will continue to provide voice telephony service supported by federal universal service support mechanisms, including the following capabilities: voice-grade access to the public switched network or its functional equivalent; minutes of use for local service provided at no additional charge to end users; access to the emergency services provided by local government or other public safety organizations, such as 911 and enhanced 911 (to the extent the local government in an eligible carrier's service area has implemented 911 or enhanced 911 systems); and toll limitation services to qualifying low-income consumers as provided in the FCC's Lifeline rules.⁶⁹ In addition, Cox Telcom will continue to offer broadband services in its RDOF service areas as Cox Telcom deploys its network in those areas consistent with the RDOF rules⁷⁰ and the FCC's requirements.⁷¹ The Transaction will not adversely impact this progress; indeed, Charter is itself an experienced participant in the RDOF program and is familiar with the program requirements and compliance procedures. In connection with the FCC application for the Transaction, Charter has also acknowledged—in connection with the transfer of control of Cox's subsidiaries holding RDOF awards—that it will assume the public interest obligations associated with that support.⁷²

⁶⁹ 47 C.F.R. § 54.101(a).

⁷⁰ *Id.* § 54.101(c).

⁷¹ *Id.* § 54.101(d).

⁷² The FCC Application for the Transaction is available at <https://www.fcc.gov/ecfs/document/10715141122783/1>, and Charter's acknowledgment of the RDOF public interest obligations is set forth at page 18.

60. ***Cox Telcom Will Continue to Provide Service Using Its Own Facilities.*** Cox Telcom is a facilities-based provider with its own fiber backbone network, last-mile cable connections, Internet access points, and other relevant infrastructure. Cox Telcom therefore meets the applicable facilities-based requirements for ETCs and will continue to do so following consummation of the Transaction.

61. ***Cox Telcom Will Continue to Provide Service Throughout Its Designated Service Area.*** Following the Transaction, Charter will maintain Cox Telcom's commitment to providing the supported service throughout Cox Telcom's ETC-designated service areas, consistent with all applicable requirements of the RDOF program.

62. ***Cox Telcom Will Continue to Advertise the Availability of Its Services and Charges Using Media of General Distribution.*** Pursuant to 47 C.F.R. § 54.201, Charter affirms that, following the Transaction, Cox Telcom will continue to advertise the availability of the supported service offerings using media of general distribution throughout its ETC-designated service area, in compliance with the Commission's requirements. Advertising methods will include, for example, direct mailings, bill inserts, and/or widely used other channels intended to inform consumers about Cox Telcom's universal service offerings. In addition, Cox Telcom will continue to advertise the availability of Lifeline and Link-up benefits throughout its ETC-designated service area by incorporating references to these programs in its general advertising and targeted outreach efforts.

63. ***Cox Telcom Will Continue to Meet the Additional Requirements for Designation as an ETC in Kansas.*** Charter commits that Cox Telcom further will continue to meet all Commission requirements for designation as an ETC under applicable requirements, without any adverse effect from the Transaction. Those additional services include tone dialing, access to

operator services, access to directory assistance, and access to long distance. Cox Telcom will continue to meet the ETC obligations that the Commission imposed on Cox Telcom in Kansas in Cox's ETC-designated service areas. This commitment includes all of the obligations required by 47 C.F.R. § 54.201. Post-Transaction, Cox Telcom will continue to offer the supported services throughout the Cox ETC-designated service areas.

64. ***Compliance with Applicable Service Requirements.*** Cox Telcom will continue to comply with all service requirements applicable to the support that it receives, without any adverse effect from the Transaction.

65. ***Efforts to Eliminate Waste, Fraud, and Abuse in the Lifeline program.*** Cox Telcom will continue to comply with the requirement to undertake efforts to eliminate waste, fraud, and abuse in the Lifeline program.

66. ***Compliance With Legal Requirements and Regulations.*** Cox Telcom will continue to comply with all applicable federal and state laws, rules, regulations, and orders, and Cox Telcom will inform the Commission of any changes in service made to comply with updated laws, rules, regulations, and orders.

67. ***Ability to Remain Functional in Emergency Situations.*** Cox Telcom will continue to comply with applicable backup power obligations as required under FCC rules, and this capability will not be adversely affected by the Transaction. Cox Telcom's network is designed with industry-standard redundancy, fail-over capabilities, and back-up power, including external generators at switching and network aggregation facilities. Cox Telcom maintains sufficient capacity to manage increased traffic volumes that may occur during emergencies.

68. *Consumer Protection and Service Quality Standards.* Cox Telcom will continue to satisfy all applicable consumer protection and service quality standards, without any adverse effect from the Transaction.

69. In filing this Application, the Joint Applicants seek reaffirmation of the ETC designation for Cox Telcom for only those areas now covered by the existing Cox Telcom ETC designations.

VII. APPLICATION FOR TRANSFER OF VSA

70. The Commission granted Cox Kansas a Video Services Authorization Certificate (“VSA”) by order dated January 8, 2007, in Docket No. 07-CXKC-621-VSA, which has been expanded to a number of additional communities by amendments to the VSA in Docket No. 07-621. The Transaction, through an indirect transfer of control at the holding company level, will transfer ultimate ownership and control of Cox Kansas, and thereby indirectly transfer control of the VSA. However, the VSA will continue to be held by Cox Kansas without alteration and will not itself be transferred to any other entity, and Cox Kansas will continue to provide service pursuant to that VSA under the combined company. Relations and agreements with customers and regulatory authorities will be maintained with little or no change or disruption, although, as discussed in the public interest section above, Cox Kansas customers will experience a change in branding and the customers’ options to subscribe to Spectrum packages and offerings.

71. Charter is well-qualified to own and control a provider of video service in Kansas. Charter already controls and manages its affiliate Spectrum Mid-America, LLC, which holds a VSA and provides cable services, as well as broadband internet access services, to residential, small, and medium business customers in 25 communities in Kansas, and is therefore familiar with the Commission’s rules and regulations. And as noted above, Charter, through its affiliates,

provides video services in 40 other states, demonstrating extensive experience. For decades, Charter has been dedicated to providing excellent video service and meeting consumers' needs.

72. Joint Applicants hereby request Commission approval, to the extent it is required, to transfer control of Cox Kansas and its VSA, or to amend Cox Kansas's VSA to reflect Charter's ultimate ownership of Cox Kansas, as appropriate, with the VSA itself continuing to be held by Cox Kansas. The Commission's "VSA Amended, Termination of Transfer Application Form" is designed for instances where a VSA itself is transferring, as opposed to changes of control where a VSA is staying with the same authorization holder. The Joint Applicants will confer with Staff on the proper content of the form or forms, if any, to be submitted. Consistent with that, Joint Applicants have included as **Exhibit D** a placeholder form indicating that the VSA will remain with Cox Kansas, and will supplement this form (or submit any additional forms) as needed after consultation with Staff. In addition to that placeholder form, Joint Applicants submit a copy of the Commission's most recent Order granting Cox Kansas's Amended Video Service Authorization, dated April 17, 2025 (**Exhibit E**).

VIII. REQUESTED ACTION

Joint Applicants respectfully request the Commission take the following actions in its consideration of this Application:

1. Approve this Joint Application to reaffirm the ETC designation held by Cox Telecom following completion of the Transaction; and
2. Approve, to the extent required, the transfer of control or amendment of the VSA held by Cox Kansas pursuant to the indirect change in ultimate control of Cox Kansas from CEI to Charter.

Respectfully submitted this 5th day of August 2025.

/s/ Justin Nichols

Justin Nichols Ks Bar No. 21902
Kutak Rock LLP
8415 E. 21st Street North, Suite 200
Wichita, KS 67206
Tel: (816) 502-4644
Email: Justin.Nichols@KutakRock.com
Email: Anthony.Scioli@KutakRock.com

*Counsel for Cox Communications, Inc. and
Cox Enterprises, Inc.*

/s/ Mark P. Johnson

Mark Johnson Ks Bar No. 22289
Dentons US LLP
4520 Main Street, Suite 1100
Kansas City, MO 64111
Tel: (816) 460-2424
Fax: (816) 456-5044
Email: mark.johnson@dentons.com

Counsel for Charter Communications, Inc.

VERIFICATION

STATE OF GEORGIA

COUNTY OF FULTON

I am Jennifer Hightower, and I am the Executive Vice President, Chief Legal Officer, and Corporate Secretary of Cox Enterprises, Inc. (“CEI”), the ultimate parent of Cox Communications, Inc. (“Cox”) and Cox Kansas Telcom, Inc. (“Cox Telcom”). I am authorized to sign the foregoing Joint Application and make this Verification on their behalf.

I declare that the foregoing is true and correct with respect to CEI, Cox, and their subsidiaries to the best of my knowledge, information, and belief.

Executed on this 5th day of August 2025, at Atlanta, Georgia.



Jennifer Hightower
Executive Vice President, Chief Legal Officer,
and Corporate Secretary
Cox Enterprises, Inc.

VERIFICATION

DISTRICT OF COLUMBIA

I am Adam Falk, and I am Senior Vice President of Government Affairs at Charter Communications, Inc. ("Charter"). I am authorized to sign the foregoing Joint Application and make this Verification on its behalf.

I declare that the foregoing is true and correct with respect to Charter and its subsidiaries to the best of my knowledge, information, and belief.

Executed on this 4th day of August, 2025, at Washington, D.C.



Adam Falk
Senior Vice President, Government Affairs
Charter Communications, Inc.

Subscribed to before me on this 4th Day of August, 2025.



Notary Public

My commission expires:

Terri Lee Weldon
Notary Public, District of Columbia
My Commission Expires October 31, 2026



EXHIBIT LIST

<u>Exhibit</u>	<u>Title</u>
A	Copy of Charter's Certificate of Authority in Kansas
B	Pre- and Post-Closing Ownership Structure
C	Census blocks/areas where Cox Telcom is an ETC
D	VSA Amended, Termination, or Transfer Application Form
E	Copy of Cox Kansas's VSA Application and Approval Order (Apr. 17, 2025)
F	Transaction Agreement

EXHIBIT A

Copy of Charter's Certificate of Authority in Kansas

590-547-6

FL
51-10

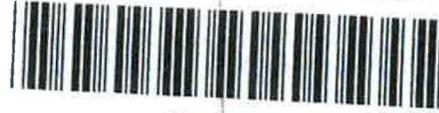
**KANSAS SECRETARY OF STATE
Foreign Limited Liability
Company Application**

Kansas Office of the Secretary of State:

Memorial Hall, 1st Floor (785) 296-4564
120 S.W. 10th Avenue kssos@sos.ks.gov
Topeka, KS 66612-1594 www.sos.ks.gov

3449 01
051 010
\$165.00

FILED BY KS SOS
03-14-2017
02:58:00 PM
FILE#: 5095476



04715511

Instructions: All information must be completed or this document will not be accepted for filing.

1. Name of limited liability company

Must match the name on record with the home state

Charter Communications Holdings, LLC

2. State/Country of organization

Delaware

3. Original certificate of good standing or existence from home jurisdiction.

4. Date of organization in home state

Month	Day	Year
2	9	1999

5. Began doing business in Kansas

Upon qualification Date

Month	Day	Year

6. Name of resident agent and address of registered office in Kansas

Must be a Kansas street address. A.P.O. Box is unacceptable.

Name Corporation Service Company		
Street Address 2900 SW Wanamaker Drive, Suite 204		
City Topeka	State KS	Zip 66614

7. Mailing address

Address will be used to send official mail from the Secretary of State's Office.

Attention Name Cindy Minahan			
Address 12405 Powerscourt Drive			
City St. Louis	State MO	Zip 63131	Country USA

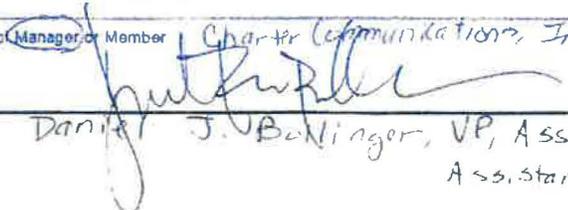
John W.L.

8. Tax closing month
December

9. Full nature and character of the business to be conducted in Kansas
cable telecommunications

9. The limited liability company hereby consents, without power of revocation, that actions may be commenced against it in the proper court of any county in the state of Kansas where there is a proper venue by service of process on the Secretary of State of the state of Kansas; and the limited liability company stipulates and agrees that such service shall be taken and held in all courts to be valid and binding as if due service had been made upon the members of the foreign limited liability company.

10. I declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct, and that the company is in good standing in its home state, and I have remitted the required fee.

Signature of <input checked="" type="radio"/> Manager or <input type="radio"/> Member	Charter Communications, Inc	Month	Day	Year
		3	9	2017

Daniel J. Ballinger, VP, Associate General Counsel
Assistant Corporate Secretary

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHARTER COMMUNICATIONS HOLDINGS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF MARCH, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CHARTER COMMUNICATIONS HOLDINGS, LLC" WAS FORMED ON THE NINTH DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



I hereby certify this to be a true and correct copy of the original on file.
Certified on this date: 03/14/2017
KRIS W. KOBACH
Secretary of State *Kris W. Kobach*



JWB
Jeffrey W. Bullock, Secretary of State

3003058 8300

SR# 20171737897

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202186755

Date: 03-13-17

KRIS W. KOBACH
Secretary of State



Memorial Hall, 1st Floor
120 S.W. 10th Avenue
Topeka, KS 66612-1594
(785) 296-4564

STATE OF KANSAS

March 14, 2017

APRIL COMSTOCK
CSC

RE: CHARTER COMMUNICATIONS HOLDINGS, LLC

ID. # 5095476 (USE IN ALL CORRESPONDENCE WITH OUR OFFICE)

Enclosed is certified copy of the foreign limited liability company application for registration in the state of Kansas. Your foreign limited liability company's business entity identification number is at the top of this page. This business entity identification number should be used in all correspondence with our office.

Every foreign limited liability company must file an annual report with our office and pay a filing fee. The annual report and fee are due together on the 15th day of the fourth month following the tax closing month. (For example, if the tax closing month is December, the due date is April 15 of the following year). The annual report may be filed as early as January 1. An annual report is not required if the company has not been incorporated for six months prior to its first tax year end. If the company operates on a tax year end other than the calendar year, you must notify our office in writing prior to December 31.

The annual report may be filed electronically at www.sos.ks.gov or you may obtain a paper form from the Web site.

PLEASE NOTE: For information regarding taxes, contact the Kansas Department of Revenue at (785) 368-8222 or www.ksrevenue.org.

sm

504-485-8

FA
51-03

KANSAS SECRETARY OF STATE
Foreign-For-Profit
Corporation Application

Kansas Office of the Secretary of State:

Memorial Hall, 1st Floor (785) 296-4564
120 S.W. 10th Avenue kssos@sos.ks.gov
Topeka, KS 66612-1594 www.sos.ks.gov

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051 003
\$115.00

FILED BY KS SOS
03-29-2017
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FILE#: 5099858



04742281

Instructions: All information must be completed or this document will not be accepted for filing.

1. Name of corporation

Must match the name on record with the home state

Charter Communications, Inc.

2. State/Country of organization

Delaware

3. Began doing business in Kansas

Upon qualification

Date:

Month

Day

Year

05

18

2016

4. Name of resident agent and address of registered office in Kansas

Must be a Kansas street address. A P.O. Box is unacceptable.

Name

Corporation Service Company

Street Address

2900 SW Wanamaker Drive, Suite 204

City

Topeka

State

KS

Zip

66614

5. Principal office address

Street Address

400 Atlantic Street

City

Stamford

State

CT

Zip

06901

Country

USA

6. Mailing address

Address will be used to send official mail from the Secretary of State's Office.

Attention Name

Legal Department

Address

12405 Powerscourt Drive

City

St. Louis

State

MO

Zip

63131

Country

USA

7. Tax closing month

December

Sam
1/1

8. Full nature and character of the business to be conducted in Kansas

cable telecommunications services

9. The corporation hereby consents, without power of revocation, that actions may be commenced against it in the proper court of any county in the state of Kansas where there is a proper venue by service of process on the Secretary of State of the state of Kansas; and the corporation stipulates and agrees that such service shall be taken and held in all courts to be valid and binding as if due service had been made upon an officer of the corporation.

10. This corporation is operating as a foreign for-profit corporation.

11. Duration of corporation

Perpetual

Date corporation will cease

Month

Day

Year

12. Effective date

Must be within 90 days of filing

Upon filing

Future effective date

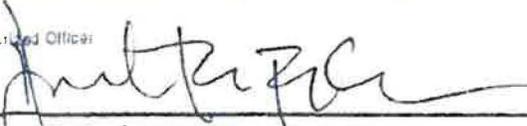
Month

Day

Year

13. I declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct, and that the corporation is in good standing in its home state, and I have remitted the required fee.

Signature of Authorized Officer:



Month

Day

Year

03

29

2017

Daniel J. Ballinger
VP, Associate General Counsel
Assistant Corporate Secretary

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHARTER COMMUNICATIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF MARCH, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CHARTER COMMUNICATIONS, INC." WAS INCORPORATED ON THE NINTH DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



I hereby certify this to be a true and correct copy of the original on file.
Certified on this date: 03/29/2017
KRIS W. KOBACH
Secretary of State *Kris W. Kobach*



Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State

3637127 8300

SR# 20172096575

You may verify this certificate online at corp.delaware.gov/authver.shtml

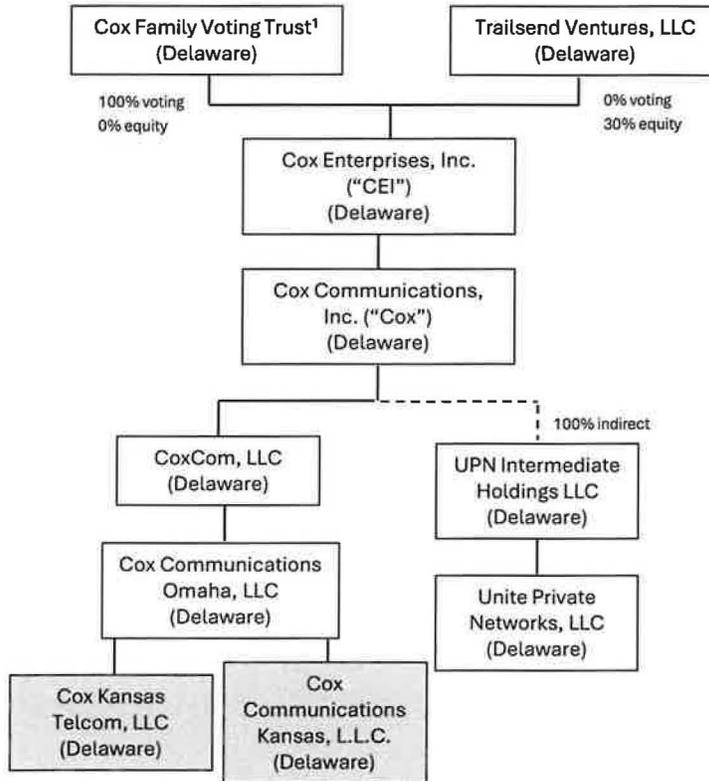
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Date: 03-29-17

EXHIBIT B

Pre- and Post- Closing Ownership Structure

Cox Pre-Transaction Ownership

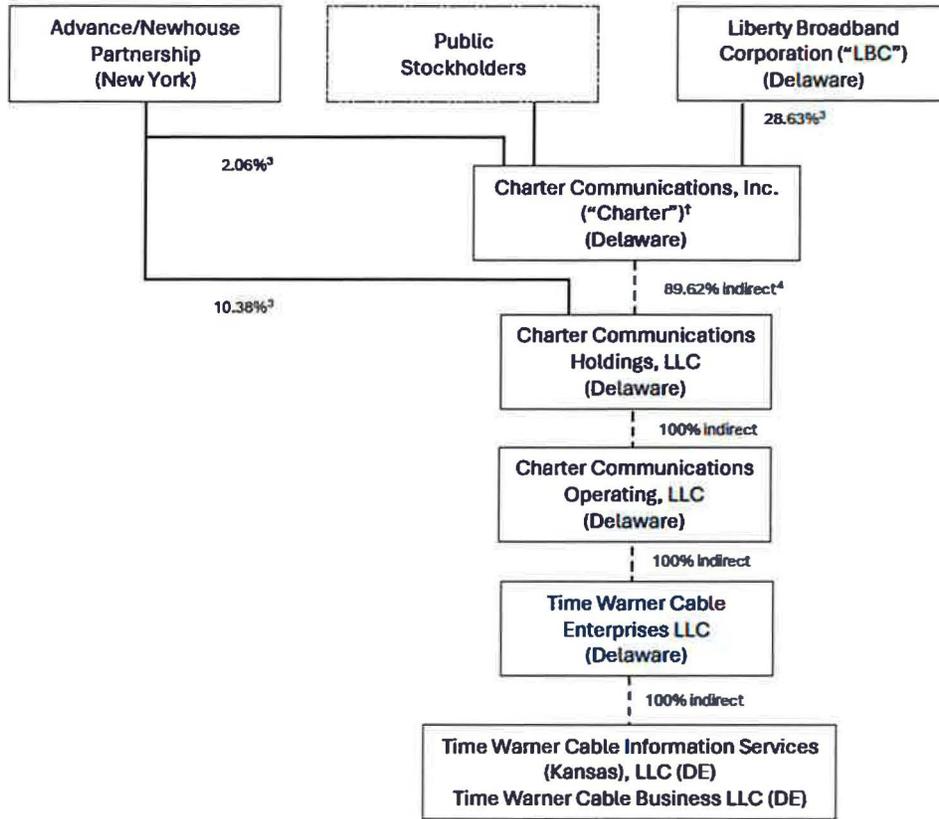


Notes

¹The Cox Family Voting Trust, which controls 100% of the voting stock of CEI, is controlled by three trustees: Sanford H. Schwartz, James C. Kennedy, and Alex C. Taylor, each of whom is a U.S. citizen.

* All ownership figures, in this and subsequent charts, are 100% except where otherwise noted.

Charter Pre-Transaction Ownership



Notes

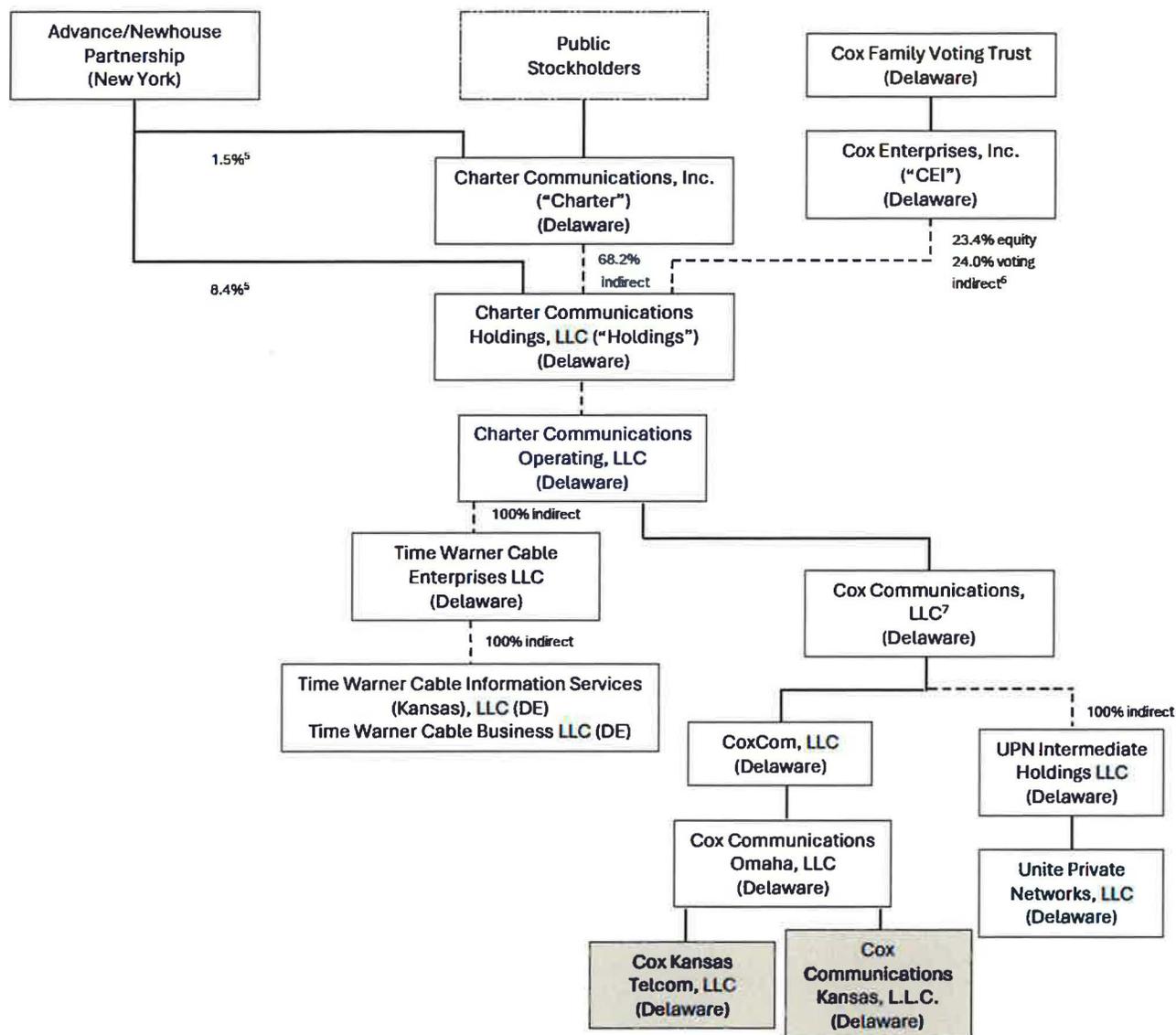
² As of June 27, 2025, LBC holds approximately 28.63% of the outstanding shares of Charter's Class A common stock. Pursuant to agreement, LBC must vote and exercise rights to consent with respect to voting securities held in excess of 25.01% in the same proportion as all other votes cast by stockholders other than Advance/Newhouse Partnership and LBC on all matters other than certain excluded matters, giving it an effective voting power of 25.01%. In addition, as of January 31, 2025, John C. Malone beneficially owns shares representing the power to direct approximately 49% of the aggregate voting power in LBC. All LBC estimates are based on LBC's proxy statement disclosures.

³ Advance/Newhouse Partnership, as of June 27, 2025, holds a minority interest in Charter Communications Holdings, LLC convertible to approximately 10.38% in Charter, as well as a direct common stock interest in Charter of approximately 2.06%, which is, in the aggregate, equivalent on an as-exchanged basis to a 12.44% interest in Charter. A/NPC Holdings LLC, a Delaware LLC, holds a 99% direct interest in Advance/Newhouse Partnership. Newhouse Cable Holdings LLC, a New York limited liability company, holds a 61.24% direct interest in A/NPC Holdings LLC. Newhouse Broadcasting Corporation, a New York corporation, holds a 100% direct interest in Newhouse Cable Holdings LLC.

⁴ As of June 27, 2025.

[†] Additional Charter entities operate in this state which are not subject to this transfer of control application.

Post-Transaction Ownership



Notes

⁵ Advance/Newhouse Partnership ("A/N Partnership") owns approximately 3.1 million shares of Charter Class A common stock and one share of Charter Class B common stock, which is equivalent, economically, to the outstanding Charter Class A common stock but has a number of votes per share that reflect the voting power of the Holdings common units held by A/N Partnership on an as-exchanged basis. Including both these shares of Charter Class A common stock and A/N Partnership's 8.4% interest in Holdings, and based on Charter's diluted shares outstanding as of March 31, 2025, A/N Partnership will own an approximate 9.9% equity interest in Charter, on an as-exchanged and as-converted basis.

⁶ Based on Charter's diluted shares outstanding as of March 31, 2025, CEI will indirectly hold common and convertible preferred units in Holdings representing an approximately 23.4% equity interest and 24.0% voting interest in Charter. Charter also will issue to CEI one share of a new Class C common stock of Charter that will have a number of Charter stockholder votes equal to the voting power of the Holdings common and convertible preferred units on an as-converted, as-exchanged basis.

⁷ Formerly Cox Communications, Inc.

EXHIBIT C

Census blocks/areas where Cox Telecom is an ETC

Exhibit C

CENSUS BLOCKS/AREAS WHERE COX TELCOM KANSAS IS AN ETC

1. 201730080003001
2. 201730080003002
3. 201730080003003
4. 201730080003015
5. 201730080003019
6. 201730080003056
7. 201730080003057
8. 201730080003058
9. 201730080003060
10. 201730095092004
11. 201730095092006
12. 201730095092007
13. 201730100053017

Exhibit D

Placeholder Form Concerning Transfer of Cox Kansas as VSA Holder

KANSAS CORPORATION COMMISSION
TELECOMMUNICATIONS SECTION

**KANSAS VIDEO SERVICE AUTHORIZATION
AMENDED, TERMINATION OR TRANSFER APPLICATION**

DATE: 8/1/2025 TYPE OF APPLICATION (Check one): AMENDED TERMINATION TRANSFER
APPLICANT'S NAME: Cox Communications Kansas, LLC d/b/a: Cox Kansas
ADDRESS 1: STE 200 PHONE: 678-645-0000
ADDRESS 2: 6301 Waterford Blvd
City: Oklahoma City STATE: OK ZIP: 73118
FEDERAL EMPLOYER IDENTIFICATION NUMBER (FEIN): 58-2520461
AUTHORIZING DOCKET: Docket No. 07-CXKC-621-VSA DATE: 04/17/2025

FOR AMENDED APPLICATION:

If APPLICABLE AS AN ATTACHMENT, IDENTIFY THE MUNICIPALITIES AND PROVIDE A LEGAL DESCRIPTION OF THE SERVICE AREA FOOTPRINT(S) TO BE SERVED USING the Community Unit Identification Code (CUID), SECTION, TOWNSHIP AND RANGE REFERENCES. INCLUDE THE ATTACHED DESCRIPTION ON A COMPUTER DISK IN ESRI COMPATIBLE FORMAT (.E00, OR SHP) WITH A DEFINED PROJECTION FILE. EACH FOOTPRINT SHOULD CLEARLY STATE THE DATE by which THE PROVIDER WILL PASS 100% OF THE ENCOMPASSED HOUSEHOLDS. MULTIPLE SERVICE AREAS MAY BE INCLUDED. Community Unit Identification Number(s) (CUID): _____

FOR TERMINATION APPLICATION:

Effective DATE OF TERMINATION: _____

FOR TRANSFER APPLICATION:

(A transfer application will require a companion Initial or Amended application from the receiving entity, as appropriate.)

NAME: N/A-VSA to remain with Cox Communications Kansas; see accompanying application for details d/b/a: _____
CONTACT NAME: _____ PHONE: _____
ADDRESS 1: _____
ADDRESS 2: _____
City: _____ STATE: _____ ZIP: _____
FEDERAL EMPLOYER IDENTIFICATION NUMBER (FEIN): _____
SUCCESSOR AUTHORIZING VSA DOCKET _____, DATE: _____
SUCCESSORS SERVING AREA FOOTPRINT CHANGES? YES NO
If YES, THE SUCCESSOR'S VSA AUTHORIZATION MUST BE AMENDED DETAILING THE CHANGED FOOTPRINT
Effective DATE OF TRANSFER: _____

FOR ALL APPLICATIONS:

By SUBMITTING THIS APPLICATION, THE APPLICANT AGREES THAT IT MAY NOT DENY ACCESS TO SERVICE TO ANY GROUP OF POTENTIAL RESIDENTIAL SUBSCRIBERS BECAUSE OF THE INCOME OF THE RESIDENTS IN THE LOCAL AREA IN WHICH SUCH GROUP RESIDES. INITIAL INDICATING CONCURRENCE: _____

Verification

I, Jennifer Hightower, OF LAWFUL AGE, AND BEING FIRST DULY SWORN, NOW STATE AS AN OFFICER OF THE APPLICANT, I AM AUTHORIZED TO DO AND HEREBY MAKE THE ABOVE COMMITMENTS. I FURTHER AFFIRM THAT ALL STATEMENTS MADE ABOVE ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Jennifer Hightower

Signature

Secretary, Cox Communications Kansas, LLC

Title

EXHIBIT E

**Copy of Cox Kansas's VSA Application and
Approval Order (Apr. 17, 2025)**

**THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS**

Before Commissioners: Andrew J. French, Chairperson
 Dwight D. Keen
 Annie Kuether

In the Matter of the Application of Cox)
Communications Kansas, LLC Filing for) Docket No. 07-CXKC-621-VSA
Kansas Video Service Authorization.)

ORDER GRANTING AMENDED VIDEO SERVICE AUTHORIZATION

The above-captioned matter comes before the State Corporation Commission of the State of Kansas (“Commission”) for consideration and determination. Having examined its files and records, the Commission finds and concludes:

1. On April 2, 2025, Cox Communications Kansas, LLC (Cox) filed an Amended Application for a state-issued Video Service Authorization (VSA), as authorized by K.S.A. 12-2023 and K.A.R. 82-15-1. On April 8, 2025, Cox filed an Amended Application at the request of Commission Staff (Staff), in order to correct the service area boundary and maps of the service area listed in the initial filing. Cox currently holds a VSA that includes one-hundred-twenty service areas.

2. Cox’s amended application seeks additional video service authority to include Sedgwick County, Shawnee County, Jefferson County, Carbondale, and Osage County, Kansas in its approved VSA territory.¹

3. K.S.A. 12-2023 states that the Commission shall issue a video service authorization permitting a video service provider to provide video service in the state, or amend a video service

¹ Amended Application (Apr. 8, 2025).

authorization previously issued, within 30 days after receipt of a completed affidavit submitted by the video service applicant and signed by an officer or general partner of the applicant affirming:

- (1) The location of the applicant's principal place of business and the names of the applicant's principal executive officers;
- (2) that the applicant has filed or will timely file with the federal communications commission all forms required by that agency in advance of offering video service in this state;
- (3) that the applicant agrees to comply with all applicable federal and state statutes and regulations;
- (4) that the applicant agrees to comply with all lawful and applicable municipal regulations regarding the use and occupation of public rights-of-way in the delivery of the video service, including the police powers of the municipalities in which the service is delivered;
- (5) the description of the service area footprint to be served within the state of Kansas, including any municipalities or parts thereof, and which may include certain designations of unincorporated areas, which description shall be updated by the applicant prior to the expansion of video service to a previously undesignated service area and, upon such expansion, notice to the state corporation commission of the service area to be served by the applicant; including:
 - (A) The period of time it shall take applicant to become capable of providing video programming to all households in the applicant's service area footprint, which may not exceed five years from the date the authorization, or amended authorization, is issued; and
 - (B) a general description of the type or types of technologies the applicant will use to provide video programming to all households in its service area footprint, which may include wireline, wireless, satellite or any other alternative technology.

4. On April 8, 2025, Commission Staff (“Staff”) submitted a Report and Recommendation, attached hereto and made a part hereof by reference, regarding the application for an amended authorization. Staff confirmed that Cox is properly registered with the Kansas Secretary of State’s Office. Staff confirmed that Cox’s principal place of business is located at 901 S. George Washington Blvd., Wichita, Kansas. (See K.S.A. 12-2023(a)(1)). Staff verified that Cox is properly registered with the Federal Communications Commission regarding the Community Unit Identification Number (“CUID”) for Sedgwick County, Shawnee County, Jefferson County, Carbondale and Osage County, Kansas. (See K.S.A. 12-2023(a)(2)). Staff

confirmed that Cox agrees to follow all applicable federal, state, and municipal rules and regulations. (*See* K.S.A. 12-2023(a)(3)-(4)). For ease of future reference, Staff is identifying the proposed service area as follows: Sedgwick County – SGCO-121-CXKC-03; Shawnee County – SHCO-122-CXKC-04; Jefferson County – JFCO-123-CXKC-03; Carbondale – CRDL-124-CXKC-01; and Osage County – OSCO-125-CXKC-01.

5. Staff recommended approval of Cox’s amended application to add the Sedgwick County, Shawnee County, Jefferson County, Carbondale, and Osage County, Kansas service areas to its Video Service Authorization and adopts Staff’s R&R as findings.

6. The Commission finds that Cox should be granted Video Service Authorization for the Sedgwick County, Shawnee County, Jefferson County, Carbondale, and Osage County, Kansas service areas as requested in its Application.

7. The Commission concludes adding the twelve service areas now known as Sedgwick County – SGCO-121-CXKC-03, Shawnee County – SHCO-122-CXKC-04, Jefferson County – JFCO-123-CXKC-03, Carbondale – CRDL-124-CXKC-01, and Osage County – OSCO-125-CXKC-01 to Cox’s VSA is reasonable.

IT IS, THEREFORE, BY THE COMMISSION ORDERED THAT:

A. The amended application for Video Service Authorization, filed by Cox Communications Kansas, LLC on April 8, 2025, is approved.

B. Cox is granted authority to provide video service as requested in the application. The grant of authority is subject to lawful operation of the video service by the applicant or its successor in interest.

C. Any party may file and serve a petition for reconsideration pursuant to the requirements and time limits established by K.S.A. 77-529(a)(1).²

BY THE COMMISSION IT IS SO ORDERED.

French, Chairperson; Keen, Commissioner; Kuether, Commissioner

Dated: 04/17/2025



Celeste Chaney-Tucker
Executive Director

AAL

² K.S.A. 66-118b; K.S.A. 77-503(c); K.S.A. 77-531(b).

**REPORT AND RECOMMENDATION
UTILITIES DIVISION**

TO: Andrew J. French, Chairperson
Dwight D. Keen, Commissioner
Annie Kuether, Commissioner

FROM: Hemant Bhagat, Senior Telecommunications Analyst
Steve Garrett, Deputy Chief of Telecommunications
Jeff McClanahan, Director of Utilities

DATE: April 8, 2025

SUBJECT: Docket No. 07-CXKC-621-VSA
In the Matter of the Application of Cox Communications Kansas L.L.C., Filing for
Kansas Video Service Authorization.

EXECUTIVE SUMMARY:

On April 2, 2025, Cox Communications Kansas, LLC (Cox) filed an Amended Application with the Kansas Corporation Commission (Commission) for state-issued Video Service Authorization (VSA), as authorized by K.S.A. 12-2023 and K.A.R. 82-15-1. On April 8, 2025, Cox refiled the Amended Application, correcting the service area boundary and maps of the service area listed in the initial filing, as requested by the Commission Staff.

Per K.S.A. 12-2023(a), Kansas Corporation Commission (Commission) action in this matter is required not later than May 1, 2025.

BACKGROUND:

The Applicant holds a state-issued VSA in one-hundred-twenty service areas (footprints). This Amended Application seeks additional authority for service area expansion, specifically, for Sedgwick County, Shawnee County, Jefferson County, Carbondale, and Osage County, in Kansas.

K.S.A. 12-2023 gives the Commission the authority to review applications for entities who desire to provide cable service or video service in the state of Kansas.

The Commission must review an application for VSA to determine whether the applicant:

- 1) identified the location of its principal place of business and the names of its principal executive officers;

- 2) filed or will file all forms required by the Federal Communications Commission (FCC) before offering video service in Kansas;
- 3) has agreed to comply with all applicable federal and state statutes and regulations;
- 4) has agreed to comply with all lawful and applicable municipal regulations regarding the use and occupation of public rights-of-way in the delivery of the video service, including the police powers of the municipalities in which the service is delivered; and
- 5) described the service area footprint to be served within Kansas and provided the period of time, not to exceed five years, in which the applicant will be capable of providing video service to all households in the service area footprint, and a general description of the type or types of technologies the applicant will use to provide the video programming.

These showings by the applicant are to be made in the form of an affidavit signed by an officer or general partner of the applicant. Upon proper showing, the Commission shall approve the VSA.

ANALYSIS:

The Applicant, Cox, identified its principal place of business as 901 S. George Washington Blvd, Wichita, Kansas 67211, and provided the Company's key personnel contacts for Regulatory and Application matters.

The Applicant is properly registered with the Kansas Secretary of State's office and its status is Active and in Good Standing.

Cox is properly registered with the FCC for its proposed service area and provided the following information:

<u>Community Served</u>	<u>CUID#</u>
Sedgwick County	KS0253
Shawnee County	KS0309
Jefferson County	KS0563
Carbondale	KS0951
Osage County	KS0952

Staff verified the above Community Unit Identification Numbers (CUID) via the FCC's Media Bureau's web site: https://fccprod.servicenowservices.com/coals?id=coals_search_communities.

The Applicant is proposing to add the following area to its footprint (Section, Township, Range (STR) footprint):

Sedgwick County - CUID: KS00253
 S15-T26S-R2E / S22-T26S-R2E / S23-T26S-R2E / S14-T26S-R2E

Shawnee County - CUID: KS00309

S20-T13S-R16E / S19-T13S-R16E / S22-T13S-R16E / S30-T13S-R16E / S29-T13S-R16E
S25-T13S-R15E / S31-T13S-R16E / S36-T13S-R15E / S16-T13S-R16E / S28-T13S-R16E
S21-T13S-R16E / S15-T13S-R16E

Jefferson County - CUID: KS0563

S11-T10S-R17E / S33-T9S-R17E / S3-T10S-R17E / S4-T10S-R17E / S2-T10S-R17E /
S24-T10S-R17E / S14-T10S-R17E / S13-T10S-R17E / S10-T10S-R17E / S28-T9S-R17E
/ S15-T10S-R17E / S34-T9S-R17E

Carbondale - CUID: KS0951

STR: S24-T14S-R15E / S19-T14S-R16E / S13-T14S-R15E

Osage County - CUID: KS0952

S1-T14S-R15E / S6-T14S-R16E / S12-T14S-R15E / S18-T14S-R16E / S13-T14S-R15E
S7-T14S-R16E

By initialing the original Application (Application item #5), the Applicant has previously¹ agreed to comply with all applicable federal and state statutes and regulations. The Applicant also agrees to comply with all lawful and applicable municipal regulations regarding the use and occupation of public rights-of-way in the delivery of video services, including the police powers of the municipalities in which the service is delivered.

The Applicant provided a legal description of the service area footprint. An electronic version of this description, with more precise boundary information, is included with the Application in a format compatible with the Commission's mapping system and will be considered as the legal description.

For ease of future reference, Staff is identifying² the proposed service area footprint, as follows:

- Sedgwick County – SGCO-121-CXKC-03
- Shawnee County – SHCO-122-CXKC-04
- Jefferson County – JFCO-123-CXKC-03
- Carbondale – CRDL-124-CXKC-01
- Osage County – OSCO-125-CXKC-01

RECOMMENDATION:

Staff recommends Commission approval of Cox's Application adding the STR footprint territory in Sedgwick County, Shawnee County, Jefferson County, Carbondale, and Osage County, Kansas.

¹ Applicant's initial filing in this Docket, dated December 20, 2006.

² For ease of future referencing, Staff assigns a four field footprint number using the following convention: ABCD-xxx-EFGH-yy, where ABCD is the four character abbreviation of the major city encompassed by the service area, xxx can be a two or three digit sequentially assigned number of the provider's service areas, EFGH is the four alpha character company code and yy indicating the version of the company's footprint where 01 is the initial version, 02 the first revision, etc.

CERTIFICATE OF SERVICE

07-CXKC-621-VSA

I, the undersigned, certify that a true copy of the attached Order has been served to the following by means of
electronic service on 04/17/2025.

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/S/ KCC Docket Room
KCC Docket Room
