

Before the
Federal Communications Commission
Washington, D.C. 20554

In the Matter of
Cox Enterprises, Inc. and Charter Communications, Inc., Applications for Consent to Transfer Control
WC Docket No. 25-233

MEMORANDUM OPINION AND ORDER

Adopted: February 27, 2026

Released: February 27, 2026

By the Chief, Wireline Competition Bureau; Chief, Office of International Affairs; Chief, Wireless Telecommunications Bureau:

I. INTRODUCTION

1. In this Memorandum Opinion and Order, we approve the applications (Applications) filed by Cox Enterprises, Inc (CEI) and Charter Communications, Inc (Charter) (Charter, together with CEI, Applicants), pursuant to sections 214(a) and 310(d) of the Communications Act of 1934, as amended (Act),1 and sections 1.948, 63.04, 63.18, and 63.24 of the Federal Communications Commission’s (Commission or FCC) rules,2 to transfer control of domestic and international section 214 authorizations and wireless licenses held by Cox Communications, Inc. (Cox) and its subsidiaries (Licensees) to Charter.3

2. After carefully and thoroughly reviewing the record and evaluating the anticipated public interest effects of the proposed transfers of control, we do not find a significant likelihood of any material transaction-related public interest harms. We further find that certain public interest benefits are likely to be realized, including promoting competition and consumer benefits for broadband and other services the combined company will provide. Accordingly, we conclude that granting the Applications serves the

1 47 U.S.C. §§ 214(a), 310(d).

2 47 CFR §§ 1.948, 63.04, 63.18, 63.24.

3 Joint Application to Transfer Control of Domestic and International Section 214 Authorizations of Cox Enterprises, Inc. to Charter Communications, Inc., WC Docket No. 25-233 (filed July 15, 2025) (Lead Application); ICFS File Nos. ITC-T/C-20250701-00030, ITC-T/C-20250706-00033, ITC-T/C-20250707-00035, ITC-T/C-20250707-00036 and ITC-T/C-20250707-00037. The domestic and international section 214 authorizations and the FCC wireless licenses held by the Licensees are identified in Attachment A (Applications), together with corresponding FCC file numbers. On August 29, 2025 and January 28, 2026, Applicants filed supplements to their domestic and international section 214 applications. Letter from Bryan N. Tramont, et al., Counsel to Charter Communications, Inc., and Mathew A. Brill, et al., Counsel to Cox Enterprises, Inc., to Marlene H. Dortch, Secretary, FCC, WC Docket No. 25-233, ICFS File Nos. ITC-T/C-20250701-00030, ITC-T/C-20250706-00033, ITC-T/C-20250707-00035, ITC-T/C-20250707-00036 and ITC-T/C-20250707-00037 (filed Aug. 29, 2025) (Supplement); Letter from Bryan N. Tramont, et al., Counsel to Charter Communications, Inc., and Mathew A. Brill, et al., Counsel to Cox Enterprises, Inc., to Marlene H. Dortch, Secretary, FCC, WC Docket No. 25-233, ICFS File Nos. ITC-T/C-20250701-00030, ITC-T/C-20250706-00033, ITC-T/C-20250707-00035, ITC-T/C-20250707-00036 and ITC-T/C-20250707-00037 (filed Jan. 28, 2026) (Second Supplement) (notifying the Commission that the conversion of certain Cox subsidiaries that are corporations to limited liability companies were effectuated at the end of 2025).

public interest, convenience, and necessity.⁴

II. BACKGROUND

A. Description of the Applicants

1. Cox Enterprises, Inc.

3. Cox, a Delaware corporation, together with the Licensees, provides interstate and intrastate services to residential, small/medium-sized business, and/or enterprise customers in 21 states and the District of Columbia,⁵ and operates fiber-optic or hybrid fiber/coaxial cable networks in 35 states to provide broadband, cable television, voice, and wireless services to roughly 6.3 million residential, small and mid-market business, and enterprise customers.⁶ Cox offers voice service to residential and business customers across its entire footprint.⁷ Cox and the Licensees are directly and indirectly wholly owned by CEI, a Delaware holding corporation.⁸ Cox's footprint includes approximately 7.4 million broadband serviceable locations (BSLs) nationwide.⁹

2. Charter Communications, Inc.

4. Charter, a publicly traded Delaware corporation, along with its subsidiaries,¹⁰ provides intrastate and interstate telecommunications services, including point-to-point private line telecommunications services, to customers in 48 states,¹¹ and provides broadband and cable services to

⁴ 47 U.S.C. §§ 214(a), 310(d).

⁵ Lead Application at 11. Applicants identify nine of the Licensees that have each been designated as an Eligible Telecommunications Carrier (ETC) and have been authorized by the Commission to receive Rural Digital Opportunity Fund (RDOF) support. *Id.* at 14, 16. Applicants also provide study area codes (SACs) for 14 of the Licensees and note that certain of the Licensees participate in the Lifeline program, and will continue to do so following consummation of the proposed transaction. *See id.* at 16-17.

⁶ *Id.*, Exh. 1 - Public Interest Statement at 15 (Public Interest Statement). Cox provides mass-market broadband service to residential and small- to medium-sized business customers under its Cox Internet brand, and cable television service to residential customers over its cable systems under its Contour brand across 18 states, as well as access to streaming services platforms. *Id.* Additionally, Cox Media, Cox's advertising sales division, sells advertising inventory on cable television networks and various digital media platforms. *Id.* at 16.

⁷ Public Interest Statement at 15-16. Cox and the Licensees operate Cox's residential broadband, video, mobile, and voice businesses, and certain other advertising and enterprise businesses, as well as the Segra and Unite Private Networks (UPN) commercial fiber businesses operating under the Segra brand and the RapidScale managed IT and cloud business. *Id.* at 17. Applicants provide further information on each of these entities in the Application. *See e.g.*, Lead Application at 11; Public Interest Statement at 15-16.

⁸ Lead Application at 8. CEI is held by the Cox Family Voting Trust (100% voting; 0% equity) and Trailsend Ventures, LLC (Trailsend Ventures) (0% voting; 30% equity). Supplement at 2-3. The trustees for the Cox Family Voting Trust are Sanford H. Schwartz, James C. Kennedy, and Alex C. Taylor, each a U.S. citizen. *Id.* at 2, n.4. The Clarendon Trust Company, LLC, a Tennessee limited liability company that serves as the sole manager of Trailsend Ventures, is controlled by its board of directors: Sanford H. Schwartz, Alex C. Taylor, and Barbara K. Harty, each a U.S. citizen. *Id.* at 2, n.3. Applicants provide additional pre-consummation ownership information and ownership diagrams related to Cox and the Licensees. Supplement at 2-9; *id.*, Exh. A (Pre-Consummation CEI Ownership) at 1-6. Applicants state that no other entity or individual holds a 10% or greater interest in CEI, or as applicable, the Licensees. Supplement at 2.

⁹ Staff analysis of June 2025 BDC Data.

¹⁰ Applicants provide pre- and post-consummation ownership information for Charter. *See* Lead Application at 9-11 (Pre-Consummation Ownership Information for Charter); *id.* at 11-22 (Post-Consummation Ownership Information); *id.*, Exh. A (Pre-Consummation Charter Ownership) at 7.

¹¹ Lead Application at 12-13. Applicants provide information on 24 affiliates of Charter that have been awarded RDOF funding. *Id.* at 14-15. Applicants also provide SACs for 26 affiliates of Charter. *Id.* at 17.

31.4 million business and residential customers across 41 states through its Spectrum brand.¹² Charter's footprint includes approximately 36.7 million BSLs passed nationwide.¹³ Various affiliates of Charter also provide domestic telecommunications services.¹⁴

B. Description of the Transaction

5. On May 16, 2025, CEI, Charter, and Charter Holdings, entered into an agreement under which Charter will acquire Cox and the Licensees from CEI, for a combination of cash and Charter Holdings' common and convertible preferred units (the Transaction).¹⁵ Following the consummation of the proposed Transaction, Cox¹⁶ and the Licensees would be indirect wholly-owned subsidiaries of Charter Communications Holdings, LLC (Charter Holdings), a Delaware limited liability and holding company.¹⁷ Applicants state that following consummation of the Transaction, CEI will own an approximate 23.4% equity interest and 24% voting interest in Charter,¹⁸ on an as-converted, as-exchanged

¹² Public Interest Statement at 11. Charter offers mobile wireless service, including 5G access, data, voice, and text service, through its Spectrum Mobile brand. *Id.* at 13. Charter offers cable video, streaming, and hybrid cable-streaming video services through its Spectrum TV brand. *Id.* Charter also provides connectivity services to small, mid-market, and large businesses, communications service providers, and government entities through its Spectrum Business brand. *Id.* at 14.

¹³ Staff analysis of June 2025 BDC Data.

¹⁴ Supplement at 22-25; *id.*, Exh. B (Charter DTS Affiliates) at 1-6. Applicants categorize the affiliates of Charter into three main groups: (1) competitive local exchange carriers (LECs) affiliated with Charter Fiberlink, Bresnan Broadband, and Bright House entities; (2) competitive LECs affiliated with Time Warner Cable; and (3) Spectrum Mobile, which offers commercial mobile radio service (CMRS) on a resale basis throughout the geographic areas where Charter's competitive LEC entities operate. *Id.* at 23-25; *see also id.* at nn.26-29 (listing the entities included in each of these groups of affiliates of Charter). Applicants anticipate that the entities currently affiliated with Charter, directly or indirectly owned by John Malone or Liberty Broadband, will no longer be affiliated with Charter following the consummation of the Transaction. *See infra* note 15. Applicants state that, other than what has been disclosed, neither Charter, nor entities and individuals that hold a 10% or greater interest in Charter or Charter Holdings, also hold interests in any other provider of domestic telecommunications services. Supplement at 23.

¹⁵ Public Interest Statement at 16-17. Applicants state that the post-consummation combined company also will assume Cox's outstanding net debt and finance leases. *Id.* at 17.

¹⁶ Applicants state that, as part of the *pro forma* restructuring of Cox that will occur immediately prior to the consummation of the Transaction, Cox Communications, Inc. will be converted to a limited liability company. Lead Application at 7, n.1; Second Supplement at 1-2.

¹⁷ *Id.* at 5, Public Interest Statement at 17-18. Post-consummation, the following U.S. entities will hold a 10% or greater interest in Charter Holdings: (1) CCH II, LLC (CCH II) (62.3% equity and 61.6% voting), a Delaware limited liability company and wholly owned subsidiary of Charter; (2) Cox NewCo (23.4% equity and 24.0% voting), a Delaware entity newly formed for the purposes of the Transaction; and (3) Advance Newhouse Partnership (A/N Partnership) (8.4% equity and 8.6% voting), a New York Partnership. *Id.* at 5, 7, and 9. Cox NewCo will be wholly owned by CEI. *Id.* at 8. Applicants note that A/N Partnership's direct post-consummation interest in Cox will be 8.4% equity and 8.6% voting but will rise to 9.9% equity and 10.2% voting due to various different types of shares that A/N Partnership holds in Charter Holdings and the dilution of outstanding stock as of March 31, 2025. *Id.* at 9, n.8. A/NPC Holdings LLC, a New York limited liability company, holds 99% equity and voting of A/N Partnership. Supplement at 10; *id.*, Exh. A at 7.

¹⁸ Public Interest Statement at 17-18. Applicants note that these percentages assume Charter's recent acquisition of Liberty Broadband Corporation (Liberty Broadband/Charter Transaction), a transaction that Applicants assert will not require regulatory approval, closes concurrently with the Transaction. *Id.* at 17, n.60. As a result, Liberty Broadband will cease to be a direct shareholder in Charter, and the three Liberty Broadband nominees currently sitting on the Charter Board will resign. *Id.*; *see also* Supplement, 9-10, n.6. Applicants state that although John Malone, a U.S. citizen, currently holds an approximately 14% voting interest in Charter, through his approximately 49% voting interest in Liberty Broadband, following the consummation of the Liberty Broadband/Charter

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basis,¹⁹ through CEI's indirect ownership of common units and convertible preferred units in Charter Holdings.²⁰ Following consummation of the Transaction, Charter will indirectly control Cox's residential broadband, video, mobile, and voice businesses; its advertising and enterprise businesses; and its Segra, UPN, and RapidScale businesses.²¹

C. Transaction Review Process

6. On September 5, 2025, the Wireline Competition Bureau (WCB), the Office of International Affairs (OIA), and the Wireless Telecommunications Bureau (WTB, collectively with WCB and OIA, the Bureaus) released a Public Notice accepting the Applications for filing and establishing a pleading cycle for public comments.²² The record contains 41 comments in support of the Transaction,²³ one comment in opposition,²⁴ and a Petition to Deny (Petition) filed by Public Knowledge,

Transaction, Mr. Malone will no longer hold a 10% or greater direct or indirect voting or equity interest in Charter, nor will Mr. Malone be a disclosable interest holder in, or affiliate of, Charter. Supplement at 9, n.5; *id.*, Exh. A (Pre-Consummation Charter Ownership) at 7, n.1; *id.* at 23, n.24 (stating that, post-consummation, neither John Malone nor Liberty Broadband will be considered an affiliate of Charter); *see also supra* note 14.

¹⁹ Public Interest Statement at 17-18. Applicants state that, at closing, it is likely that CEI's actual interest in Charter Holdings will be higher than 23.4% equity and 24.0% voting but note that CEI is prohibited from acquiring directly or indirectly, a voting or equity interest, greater than 30% in Charter. *Id.* at 18, n.61; Supplement at 13, n.13.

²⁰ Public Interest Statement at 18.

²¹ *Id.* at 18-19. Applicants provide further details of the structure of the proposed Transaction, including post-consummation board members, different types of stocks that Charter will issue to CEI, and certain *pro forma* restructuring that will occur within Cox immediately prior to consummation of the proposed Transaction. *Id.* at 18-21.

²² *Applications Filed for the Transfer of Control of Cox Communications, Inc. to Charter Communications Inc.*, WC Docket No. 25-233, Public Notice, DA 25-810 (WCB, OIA, WTB Sept. 5, 2025) (Public Notice); *see also Revisions to Deadlines Following Resumption of Normal Operations*, Public Notice, DA 25-943 (CGB, EB, MB, PSHSB, SB, WTB, and WCB Nov. 17, 2025) (extending the reply comment period for this proceeding to December 3, 2025).

²³ Advanced Communications Law & Policy Institute at New York Law School Comments; American Consumer Institute Comments; Americans for Limited Government Comments; Associated Industries of Massachusetts Comments; Bluegrass Institute for Public Policy Solutions Comments; Business Council of Alabama Comments; Center for American Rights Comments; Center for Individual Freedom, et al Comments; Digital Liberty Comments; Freedom Foundation of Minnesota Comments; Ginn Economic Consulting Comments; Helping Veterans and Families of Indiana, Inc. Comments; Indiana Chamber of Commerce Comments; Information Technology and Innovation Foundation Comments; International Center for Law & Economics Comments; Jobs Ohio Comments; John Locke Foundation Comments; Kansas Chamber of Commerce Comments; Kramden Institute Comments; Lincoln Independent Business Association Comments; Mackinac Center for Public Policy Comments; Michigan Chamber of Commerce Comments; North Carolina Free Enterprise Foundation Comments; Northern Virginia Chamber of Commerce Comments; Ohio Business Roundtable Comments; Pelican Institute for Public Policy Comments; San Diego Regional Chamber of Commerce Comments; South Carolina Chamber of Commerce Comments; Taxpayers Protection Alliance Comments; Tech Nebraska Comments; Tennessee Chamber of Commerce & Industry Comments; The American Action Forum Comments; The Bull Moose Project Comments; The Free State Foundation Comments; The James Madison Institute Comments; United States Hispanic Chamber of Commerce, et al. Comments; Vegas Chamber Comments; Virginia Chamber of Commerce Comments; Frontiers of Freedom Institute Letter Comments; Multicultural Media, Telecom, and Internet Council, National Association of Black Owned Broadcasters, OCA Asian Pacific American Advocates Comments; National Black Farmers Association, National Women's Agricultural Association, Association of American Indian Farmers Comments. We note that two commenters did not support or oppose the Transaction but rather recommended factors the Commission should consider in evaluating the Transaction. *See* Kansas Economic Development Alliance Comments and Wisconsin Manufacturers & Commerce Comments.

²⁴ Zply Fiber Comments.

Communications Workers of America, Benton Institute for Broadband & Society, and Center for Accessible Technology (collectively, Petitioners).²⁵

III. STANDARD OF REVIEW AND PUBLIC INTEREST FRAMEWORK

7. Pursuant to sections 214(a) and 310(d) of the Act,²⁶ we must determine whether the proposed transfer of control to Charter of licenses and authorizations held and controlled by Cox will serve the public interest, convenience, and necessity. In making this determination, we first assess whether the proposed transaction complies with the applicable provisions of the Act, other relevant statutes, and the Commission's rules.²⁷

8. If the proposed transaction does not violate a statute or rule, we then consider whether the transaction could result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act or related statutes.²⁸ Our competitive analysis, which forms an important part of the public interest evaluation, is informed by, but not limited to, traditional antitrust principles.²⁹ The United States Department of Justice has independent authority to examine the competitive impacts of proposed mergers and transactions (including those involving transfers of Commission licenses), but the Commission's competitive analysis under the public interest standard is somewhat broader, and often takes a more extensive view of potential and future competition and its impact on the relevant markets.³⁰

²⁵ Petition to Deny of Public Knowledge, Communications Workers of America, Benton Institute for Broadband & Society, and Center for Accessible Technology, WC Docket No. 25-233 (Nov. 18, 2025) (Petition). In response, Applicants filed Reply Comments and Joint Opposition to Petition to Deny, WC Docket No. 25-233 (Dec. 3, 2025) (Applicants' Reply). Petitioners filed a response to Applicants' Reply. Reply to Opposition of Public Knowledge, Communications Workers of America, Benton Institute for Broadband & Society, and Center for Accessible Technology, WC Docket No. 25-233 (Dec. 15, 2025) (Petitioners' Reply).

²⁶ 47 U.S.C. §§ 214(a), 310(d). Section 310(d) of the Act requires that we consider applications for transfer of Title III licenses under the same standard as if the proposed transferee were applying for licenses directly under section 308 of the Act, 47 U.S.C. § 308. See, e.g., *Frontier Communications Parent, Inc. and Verizon Communications, Inc. Application for Consent to Transfer Control*, Memorandum Opinion and Order, 40 FCC Rcd 3156, 3160, para. 9 (WCB, OIA, WTB) (2025) (*Verizon-Frontier Order*); *Applications of Level 3 Communications, Inc. and CenturyLink, Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 32 FCC Rcd 9581, 9585, para. 8 (2017) (*CenturyLink-Level 3 Order*); *Applications of GCI Communication Corp., ACS Wireless License Sub, Inc., ACS of Anchorage License Sub, Inc., and Unicom, Inc. for Consent to Assign Licenses to the Alaska Wireless Network, LLC*, Memorandum Opinion and Order and Declaratory Ruling, 28 FCC Rcd 10433, 10442, para. 23 & n.71 (2013) (*Alaska Wireless-GCI Order*).

²⁷ 47 U.S.C. § 310(d); *Verizon-Frontier Order*, 40 FCC Rcd at 3160, para. 9; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 8; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23. We note that in all transactions like this, the FCC's approval is without prejudice to any enforcement or related actions.

²⁸ See, e.g., *Verizon-Frontier Order*, 40 FCC Rcd at 3160, para. 10; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 9; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

²⁹ See, e.g., *Verizon-Frontier Order*, 40 FCC Rcd at 3160, para. 10; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 9; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10443, para. 25; see also *Northeast Utils. Serv. Co. v. FERC*, 993 F.2d 937, 947 (1st Cir. 1993) (public interest standard does not require agencies "to analyze proposed mergers under the same standards that the Department of Justice . . . must apply").

³⁰ See, e.g., *Verizon-Frontier Order*, 40 FCC Rcd at 3160, para. 10; *Applications for Consent to the Transfer of Control of Licenses, XM Satellite Radio Holdings Inc., Transferor to Sirius Satellite Radio Inc.*, Transferee, MB Docket No. 07-57, Memorandum Opinion and Order and Report and Order, 23 FCC Rcd 12348, 12365-66, para. 32 (2008); *AT&T Inc. and BellSouth Corporation Application for Transfer of Control*, WC Docket No. 06-74, Memorandum Opinion and Order, 22 FCC Rcd 5662, 5674, para. 21 (2007) (*AT&T-BellSouth Order*); *Applications of Nextel Communications, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations*, File Nos. 0002031766, et al., WT Docket No. 05-63, Memorandum Opinion and Order, 20 FCC Rcd 13967, 13978, para. 22 (2005); *Applications of AT&T Wireless Services, Inc. and Cingular Wireless Corporation for*

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Notably, the Commission has determined it may impose and enforce transaction-related conditions to ensure that the public interest is served by the transaction.³¹

9. If we determine that a transaction raises no public interest harms or that any such harms have been ameliorated by the Commission-imposed conditions or voluntary commitments, we next consider a transaction's public interest benefits. Applicants bear the burden of proving those benefits by a preponderance of the evidence.³² As part of our public interest authority, we may impose conditions to ensure for the public the transaction-related benefits claimed by the Applicants.³³

10. Finally, if we are able to find that transaction-related conditions are able to ameliorate any public interest harms and the transaction is in the public interest, we may approve the transaction as so conditioned or agreed.³⁴ In contrast, if we are unable to find that a proposed transaction even with such conditions serves the public interest or if the record presents a substantial and material question of fact, then we must designate the application for hearing.³⁵

IV. QUALIFICATIONS OF APPLICANTS AND COMPLIANCE WITH THE

Consent to Transfer Control of Licenses and Authorizations, File Nos. 0001656065, et al.; *Applications of Subsidiaries of T-Mobile USA, Inc. and Subsidiaries of Cingular Wireless Corporation for Consent to Assignment and Long-Term De Facto Lease of Licenses*, File Nos. 0001771442, 0001757186, and 0001757204; *Applications of Triton PCS License Company, LLC, AT&T Wireless PCS, LLC, and Lafayette Communications Company, LLC for Consent to Assignment of Licenses*, File Nos. 0001808915, 0001810164, 0001810683, and 50013CWAA04, WT Docket Nos. 04-70, 04-254, and 04-323, Memorandum Opinion and Order, 19 FCC Rcd 21522, 21545, para. 42 (2004).

³¹ See, e.g., *Verizon-Frontier Order*, 40 FCC Rcd at 3160, para. 10; *Applications of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 30 FCC Rcd 9131, 9141, para. 22 (2015) (*AT&T-DIRECTV Order*); *Applications of Comcast Corp., General Electric Co. and NBC Universal, Inc. for Consent to Assign Licenses and Transfer Control of Licenses*, Memorandum Opinion and Order, 26 FCC Rcd 4238, 4249, para. 25 (2011) (*Comcast-NBC Universal Order*); *Application of EchoStar Communications Corp., (A Nevada Corp.), General Motors Corp., and Hughes Electronics Corp (Delaware Corps.) (Transferees) and EchoStar Communications Corp. (A Delaware Corp.) (Transferee)*, Hearing Designation Order, 17 FCC Rcd 20559, 20575, para. 27 (2002) (*EchoStar-DIRECTV HDO*); see also *Application of WorldCom, Inc. and MCI Comm'ns Corp. for Transfer of Control of MCI Communications Corporation to WorldCom, Inc.*, Memorandum Opinion and Order, 13 FCC Rcd 18025, 18032, para. 10 (1998) (*WorldCom-MCI Order*) (stating that the Commission may attach conditions to the transfers); *Applications of T-Mobile US, Inc., and Sprint Corp., for Consent to Transfer Control of Licenses and Authorizations, Applications of American H Block Wireless L.L.C., DBSD Corp., Gamma Acquisition L.L.C., and Manifest Wireless L.L.C. for Extension of Time*, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10596, para. 42 (2019) (*T-Mobile-Sprint Order*).

³² 47 U.S.C. § 309(e); *Verizon-Frontier Order*, 40 FCC Rcd at 3161, para. 11; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 10; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

³³ See, e.g., *Verizon-Frontier Order*, 40 FCC Rcd at 3161, para. 11; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10443, para. 26; *Applications of AT&T Inc. and Centennial Communications Corp. for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Leasing Arrangements*, Memorandum Opinion and Order, 24 FCC Rcd 13915, 13929, para. 30 (2009).

³⁴ See, e.g., *Verizon-Frontier Order*, 40 FCC Rcd at 3161, para. 12; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 11.

³⁵ 47 U.S.C. § 309(e); *Verizon-Frontier Order*, 40 FCC Rcd at 3161, para. 12; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586-87, para. 11; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10444, para. 27. Section 309(e)'s requirement applies only to those applications to which Title III of the Act applies. *ITT World Communications, Inc. v. FCC*, 595 F.2d 897, 901 (2d Cir. 1979); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586-87, para. 11 & n.37.

COMMUNICATIONS ACT AND FCC RULES AND POLICIES

11. Pursuant to Section 310(d) of the Act, the Commission is required to make a determination as to whether the Applicants have the requisite qualifications to hold Commission licenses.³⁶ Among the factors the Commission considers in its public interest review is whether the applicant for a license has the requisite “citizenship, character, financial, technical, and other qualifications.”³⁷ Therefore, as a threshold matter, the Commission must determine whether the applicants to a proposed transaction meet the requisite qualification requirements to hold and transfer licenses under section 310(d) of the Act and the Commission’s rules.³⁸

12. No party has raised an issue with respect to the basic qualifications of the Applicants. Accordingly, pursuant to Commission precedent,³⁹ we find that there is no reason to reevaluate the requisite citizenship, character, financial, technical, or other basic qualifications of Cox or Charter under the Act or our rules, regulations, and policies.⁴⁰ We also find that the Transaction will not violate any statutory provision or Commission rule.

V. POTENTIAL PUBLIC INTEREST HARMS AND BENEFITS

13. In this section, we consider the potential harms and benefits arising from the Transaction. As discussed below, we find that this Transaction is unlikely to cause any potential transaction-related public interest harms. We further find that it is likely to result in some tangible public interest benefits, such as providing new services for Cox’s current customers and enabling the combined company (New Charter) to improve competitive choices for consumers throughout its footprint. The Transaction will also promote career opportunities for American workers.

A. Potential Public Interest Harms

14. *Interconnection Concerns.* In their Petition to Deny, Petitioners raise a number of concerns. They first argue that the Transaction will lead Charter to having “gatekeeper power” over the Internet. While they acknowledge that the Transaction would not reduce broadband choice in local markets due to the Applicants’ non-overlapping service areas,⁴¹ they argue that the merged entity would have a “termination monopoly” on its roughly 37 million last-mile subscribers.⁴² According to Petitioners, New Charter’s larger size post-merger, coupled with its termination monopoly, would increase its incentive and ability to “manipulate its interconnection practices to extract fees from internet

³⁶ 47 U.S.C. § 310(d).

³⁷ 47 U.S.C. §§ 308, 310(d); *see also T-Mobile-Sprint Order*, 34 FCC Rcd at 10596, para. 43; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 24; *Applications Filed by Qwest Communications International, Inc. and CenturyTel, Inc. d/b/a CenturyLink for Consent to Transfer Control*, WC Docket No. 10-110, Memorandum Opinion and Order, 26 FCC Rcd 4194, 4201, para. 11 (2011) (*CenturyLink-Qwest Order*); *AT&T-BellSouth Order*, 22 FCC Rcd at 5756, paras. 190-91.

³⁸ *See T-Mobile-Sprint Order*, 34 FCC Rcd at 10596, para. 43; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 24; *CenturyLink-Qwest Order*, 26 FCC Rcd at 4201, para. 11; *AT&T-BellSouth Order*, 22 FCC Rcd at 5756, para. 191.

³⁹ The Commission generally does not reevaluate the qualifications of transferors unless issues related to basic qualifications have been sufficiently raised in petitions to warrant designation for hearing. *See T-Mobile-Sprint Order*, 34 FCC Rcd at 10597, para. 45; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 25.

⁴⁰ *See T-Mobile-Sprint Order*, 34 FCC Rcd at 10597, para. 44; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 25.

⁴¹ Petition at n.9.

⁴² Petition at 4-5; *see also* Petitioners’ Reply at 5.

content providers . . . or degrade unaffiliated services.”⁴³ Petitioners claim that this could lead to increased congestion and degraded user experience, as well as reduced innovation and consumer choice.⁴⁴ The Applicants respond that they have no history of significant interconnection disputes, have never relied on paid interconnection arrangements, and have no plans to do so in the future, and they maintain that most of the traffic on their networks travels via settlement-free or public peering.⁴⁵ In a reply, Petitioners argue that only interconnection conditions would ensure continued settlement-free peering because voluntary practices can change over time if incentives change.⁴⁶

15. We find Petitioners’ allegations to be unpersuasive for a number of reasons. First, they provide no evidence that either Charter or Cox has attempted to charge to terminate traffic on their networks, nor have they rebutted the Applicants’ claim that they have never relied on paid interconnection arrangements. In addition, while the Commission has recognized that vertically integrated firms may have the incentive and ability to block or degrade competitors’ service,⁴⁷ Petitioners have pointed to no content or applications owned or controlled by the Applicants (except of a single regional sports network)⁴⁸ that would give New Charter a significant incentive to discriminate against or degrade unaffiliated content.

16. Finally, while Petitioners acknowledge that terminating market power can be “constrained” by competition on the consumer side if “users can credibly threaten to switch providers if their ISP degrades particular content,”⁴⁹ they fail to acknowledge the increasing competition among broadband ISPs. In this regard, we disagree with Petitioners’ reliance on the Commission’s 2016 *Charter-Time Warner Cable Order* to claim that the Transaction would result in unacceptable market concentration.⁵⁰ In particular, we find that, due to two significant changes in market and technological conditions, the concerns identified by the Commission in that order are no longer as significant as they were in 2016. First, while the Commission in 2016 found that there was limited competition for cable broadband service, primarily in the form of fiber,⁵¹ there have since been significant improvements in fixed wireless broadband and satellite broadband services in the last 10 years, such that cable companies must now be concerned that any intentional degradation in the quality of their service (such as by degrading the quality of online video distributor (OVD) service or imposing restrictive data caps) would

⁴³ Petition at 4-6.

⁴⁴ *Id.* at 5, 8.

⁴⁵ Public Interest Statement at 71-72; Public Interest Statement, Exh. C (Decl. of Jessica Fischer, Chief Financial Officer of Charter Communications, Inc.) (Fischer Decl.) at 11-12; Public Interest Statement, Exh. D (Decl. of Perley McBride, Executive Vice President and Chief Financial Officer, Cox Communication, Inc.) (McBride Decl.) at 3; Applicants’ Reply at 22.

⁴⁶ Petitioners’ Reply at 5.

⁴⁷ See, e.g., *Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses and Transfer Control of Licensees*, MB Docket No. 10-56, Memorandum Opinion and Order, 26 FCC Rcd 4238, 4250-51, 4282, paras. 29 & 110 (2011) (*Comcast-NBCU Order*).

⁴⁸ Public Interest Statement, Exh. E (Decl. of Bryan Keating and Jonathan Orszag, Econic Partners, LLC) (Keating/Orszag Decl.) at 6-8, 58.

⁴⁹ Petition at 5.

⁵⁰ Petition at 2-3, 6-9 (citing *Applications of Charter Communications, Inc., Time Warner Cable Inc., and Advance/NewHouse Partnership for Consent to Assign or Transfer Control of Licenses and Authorizations*, MB Docket No. 15-149, Memorandum and Order, 31 FCC Rcd 6327 (2016) (*Charter-Time Warner Cable Order*)).

⁵¹ See, e.g., *Charter-Time Warner Cable Order*, 31 FCC Rcd at 6348, para. 50 (“We find that, as a general matter, consumers do not view wireless, satellite, or legacy DSL [broadband] as close substitutes for cable or fiber [broadband] offerings. We further find that in any given location, customers have few [broadband] choices and that high entry barriers make it unlikely that new substitutes will emerge in the near future.”).

hinder their ability to compete for customers purchasing broadband Internet access service.⁵² We find unpersuasive Petitioners' argument that fiber providers are the only meaningful competitors to cable providers and that satellite and fixed wireless broadband services do not compete.⁵³ In recent years, technological advances have improved the speeds and reduced the latency in fixed wireless and satellite broadband services.⁵⁴ Additionally, recent subscriber growth for satellite and fixed wireless technologies indicates that many consumers view satellite and fixed wireless services as competitive offerings in the fixed broadband services marketplace, even in areas where cable and fiber providers are present. For example, the number of satellite and fixed wireless connections have grown substantially nationwide, from approximately 5.7 million in June 2022 to over 12.5 million in December 2024, an increase of almost 120%.⁵⁵

17. Second, while OVDs were relatively recent entrants in 2016, they have since substantially grown in importance. The *2024 Communications Marketplace Report* finds, for example, that in 2023, there were more than 300 million subscriptions to OVDs while there were only 35.3 million cable video subscribers.⁵⁶ Cable companies now appear to recognize that OVD services are either important complements to their video service or the main way in which their broadband subscribers consume video content. As cable companies compete against other broadband providers, it is crucial to their success that OVD services function well on their broadband networks.⁵⁷

18. As a result, we do not find it likely that the Applicants will attempt to discriminate against OVD service providers. Similarly, given the dearth of complaints about interconnection arrangements over the last ten years,⁵⁸ we find it unlikely that this Transaction will change the Applicants'

⁵² For example, Charter does not currently impose data caps. Charter, *Spectrum Internet*, <https://www.spectrum.com/internet> (last visited Jan. 22, 2026) (navigate to "What is Spectrum Internet" subheading); see also *2024 Communications Marketplace Report*, 39 FCC Rcd at 14144-45, para. 35, Fig. II.A.22 (indicating that Charter is not among the large broadband providers with data caps). In addition, the number of cable providers that report using data caps decreased by 53% over the last four years. Staff analysis of 2022-2026 BroadbandNow data. See also *2024 Communications Marketplace Report*, 39 FCC Rcd at 14146-47, para. 37, Fig. II.A.24; BroadbandNow, *Internet Providers with Data Caps*, <https://broadbandnow.com/internet-providers-with-data-caps> (last visited Jan. 16, 2026).

⁵³ Petition at 15-18; see also Petitioners' Reply at 1-3.

⁵⁴ See, e.g., Robert Wyrzykowski, Opensignal, *5G Fixed Wireless Access (FWA) Success in the US: A Roadmap for Broadband Success Elsewhere?* (June 6, 2024), <https://insights.opensignal.com/2024/06/06/5g-fixed-wireless-access-fwa-success-in-the-us-a-roadmap-for-broadband-success-elsewhere>; Sue Marek, Ookla, *Starlink's U.S. Performance is On the Rise, Making It a Viable Broadband Option in Some States* (June 10, 2025), <https://www.ookla.com/articles/starlink-us-performance-2025>.

⁵⁵ See FCC, Office of Economics and Analytics, *Internet Access Services: Status as of December 31, 2024* at 23, Fig. 16 (Feb. 2026), <https://docs.fcc.gov/public/attachments/DOC-418459A1.pdf>. In fact, an internal analysis showed that the percentage increase was even greater in those Census tracts where at least 95% of the units have cable and/or fiber service. Examples of a unit can include a single-family home, a townhouse, or an individual apartment within a larger apartment building. See, e.g., FCC, *About the Fabric: What a Broadband Serviceable Location (BSL) Is and Is Not* (July 31, 2025), <https://help.bdc.fcc.gov/hc/en-us/articles/16842264428059-About-the-Fabric-What-a-Broadband-Serviceable-Location-BSL-Is-and-Is-Not>.

⁵⁶ *Communications Marketplace Report*, GN Docket No. 24-119, *2024 Communications Marketplace Report*, 39 FCC Rcd 14116, 14256, para. 204, Fig. II.E.1 (2024) (*2024 Communications Marketplace Report*); *Id.* at 14288-89, para. 272, Fig. II.E.18.

⁵⁷ See, e.g., Public Interest Statement at 11, 75; Fischer Decl. at paras. 11-12; Keating/Orszag Decl. at 6-8, 37-39.

⁵⁸ The Applicants claim that neither has "any history of significant interconnection disputes." Public Interest Statement at 71. Neither Charter nor Cox has been the subject of a formal interconnection complaint before the FCC in the last ten years.

incentives, such that the merged entity will change its policies with respect to Internet interconnection.

19. *Horizontal Competitive Effects.* Petitioners argue that post-transaction there will be a loss of competition in the market for gigabit service in California.⁵⁹ Specifically, they cite to a claim made by the Public Advocates Office of the California Public Utilities Commission that Charter and Cox are currently the only two providers offering gigabit service in 65% of their overlapping locations in California, implying that customers in these areas will have access to only one such provider post-transaction.⁶⁰ The Applicants respond that competition in the market for broadband service is highly competitive and that they do not compete head-to-head since overlap between the two companies is minimal.⁶¹

20. We disagree with the Petitioners' claim that the Transaction would harm competition among broadband service providers.⁶² Based on data from the Broadband Data Collection (BDC), the combined footprints of Charter and Cox would contain approximately 44.1 million BSLs, but Charter and Cox only overlap service in 37,498 of these locations or less than 0.09% of the total.⁶³ Further, 100% of these overlap locations have at least one additional provider offering service of at least 100/20 Mbps,⁶⁴ and while Petitioners focus only on gigabit services, as discussed above, they fail to acknowledge that competitive options for these services are increasing.⁶⁵ We therefore find no significant likelihood that the Transaction would lead to a competitive harm in this regard. Moreover, with regard to the Applicants' Universal Service Fund support, Charter states that as part of its commitment to good stewardship of Rural Digital Opportunity Fund (RDOF) program funds, it commits, on a pro rata basis, to return previously paid RDOF funding and to relinquish any additional RDOF funding payments for any Broadband Serviceable Location Fabric locations where one party to the Transaction receives RDOF support and the other party to the Transaction already makes fixed broadband service available at 100/20

⁵⁹ Petition at 13-14; Petitioners' Reply at 3-4. Petitioners state that Charter and Cox have 25,503 overlapping locations in California and are the only two providers of gigabit service in 16,485 of those locations. *Id.*

⁶⁰ Petition at 13-14 & n.20; Petitioners' Reply at 3-4.

⁶¹ Public Interest Statement at 69-71 and Keating/Orszag Decl. at 31-33; Applicants' Reply at 7-14. Numerous commenters also echo the Applicants' claim that the market for broadband services is competitive. *See, e.g.*, ACI Comments at 3; ACLP Comments at 2-3; CFIF Comments at 1; Digital Liberty Comments at 2; FSF Comments at 3-5; ICLE Comments at 4-5, 16-17; ITIF Comments at 2; James Madison Comments at 2-3; Westling Comments at 5; JobsOhio Comments at 2; Mackinac Comments at 1; NCFEE Comments at 1; Pelican Institute Comments at 1; TPA Comments at 1; ACLP Reply at 2; CEI Reply at 2; FSF Reply at 5-8.

⁶² Petition at 1-9; 12-17.

⁶³ Staff analysis of June 2025 BDC data.

⁶⁴ Staff analysis of June 2025 BDC data. If fixed wireless and satellite providers are omitted, 52% of overlap locations have at least one other wireline (e.g., copper, cable, or fiber) provider offering service of at least 100/20 Mbps. *Id.*

⁶⁵ Petition at 6, 13. *See* Applicants' Reply at 8 (stating that "today, gigabit service is available from a competitor at more than half of all mass-market locations serviceable by Charter and Cox, and Charter lost approximately 780,000 residential broadband subscribers between the fourth quarter of 2023 and the third quarter of 2025). ICLE Comments at 20-21 (the Transaction will lead to important technology benefits, including by "expanding gigabit and multi-gigabit capabilities, and accelerating deployment of the DOCSIS 4.0 internet-communications standard," as well as through "product-offering innovations" like converged mobile and broadband bundles."); *see also* Public Interest Statement at 27-36. In addition, increased competitive pressure from fixed wireless and satellite providers, as evidenced by the growth in the number of fixed wireless and satellite connections in areas where cable and fiber providers are present, indicate that consumers have additional options for high-speed service in many locations. *See supra* para. 16.

Mbps or greater.⁶⁶ We accept this commitment as firm and definite, and expect that it will help ensure that the post-transaction company will continue to deliver high quality broadband service to rural Americans while avoiding potentially inefficient use of universal service support.

21. *Benchmarking.* Petitioners argue that the Transaction would reduce the number of cable operators, making it easier for competitors, such as Comcast, to “benchmark” their pricing, promotions, bundling, and rate schedules to New Charter.⁶⁷ Specifically, they argue that “[r]educing the number of major cable operators makes it easier for each to benchmark pricing decisions against others, reducing competitive pressure across the industry.”⁶⁸ Citing the literature on multimarket contact, they further argue that “the merger could transform the competitive landscape such that New Charter becomes the benchmark for Comcast, . . . thereby enabling parallel behavior.”⁶⁹ We find this argument unpersuasive. First, there is very little multimarket contact in this case. Because cable companies have generally offered residential broadband service within their non-overlapping franchise territories, they compete directly against each other only at a very small number of locations.⁷⁰ The predicate for the theory on which the Petitioners rely is therefore missing.⁷¹ Second, as discussed above, Charter and other cable companies will continue to face competitive pressure from the broadband providers against whom they compete directly, such as fiber companies, fixed wireless providers, and satellite broadband providers, and we believe that competition will have a significantly greater impact on their pricing decisions than the possible increased ability to benchmark due to the loss of a single cable provider (Cox) in a different territory.

22. *Other concerns.* Petitioners argue the Transaction raises affordability and digital discrimination concerns and speculate that there will be the potential for reduced affordable service offerings and investment in low-income areas post-transaction.⁷² The Petitioners fail to provide any rationale for why the Transaction would exacerbate any affordability or digital discrimination concerns, or otherwise explain why their asserted concerns represent a transaction-specific harm, and consequently, we decline to impose any condition in this regard.⁷³ In addition, Petitioners claim that the proposed Transaction will harm workers due to reduced benefits, anti-union activity, and the potential for job cuts and violations of employment law based on past activities by the Applicants.⁷⁴ To the contrary, the record

⁶⁶ Letter from Elizabeth Andrion, Senior Vice President, Regulatory Affairs, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 25-233 at 2, n.6 (filed Feb. 27, 2026) (explaining that “Charter’s Rural Construction Initiative includes its participation as a partner to the Commission in the [RDOF] program, with a buildout spanning 24 states that will connect approximately one million locations.”) (*Charter Rural Commitment Letter*).

⁶⁷ Petition at 12.

⁶⁸ Petitioners’ Reply at 4.

⁶⁹ Petition at 13; *see also* Petitioners’ Reply at 4.

⁷⁰ *See, e.g., 2024 Communications Marketplace Report*, 39 FCC Rcd at 14255, para. 203 (“Cable MVPDs generally serve non-overlapping franchise areas; consequently, most consumers have access to one cable MVPD only, and cable MVPDs do not generally compete directly with one another for the same subscribers.”).

⁷¹ By contrast, *see, e.g.,* B. Douglas Bernheim & Michael D. Whinston, *Multimarket Contact and Collusive Behavior*, 21 RAND J. Econ. 1 (1990); Federico Ciliberto & Jonathan W. Williams, *Does Multimarket Contact Facilitate Tacit Collusion? Inference on Conduct Parameters in the Airline Industry*, 45 RAND J. Econ. 764 (2014).

⁷² Petition at 19-21; *see also* Petitioners’ Reply at 9-10.

⁷³ *See CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 9 (“the Commission has repeatedly held that it will impose conditions ‘only to remedy harms that arise from the transaction (i.e., transaction-specific harms)’ and ‘related to the Commission’s responsibilities under the Communications Act and related statutes,’ and it ‘will not impose conditions to remedy pre-existing harms or harms that are unrelated to the transaction.’”).

⁷⁴ Petition at 22-27; *see also* Petitioners’ Reply at 8-9.

indicates that Charter will move 100% of its sales and customer service functions to the United States post-Transaction and offer specified compensation to Cox employees.⁷⁵ Further, Petitioners fail to explain why their asserted employment concerns represent a transaction-specific harm, and we therefore decline to impose any conditions in this regard.

23. Zply Fiber (Zply) claims that Charter has refused to provide it access to dark fiber and interconnection points on routes previously funded by federal programs, such as the Rural Healthcare Pilot Program (RHCPP), and it argues that the Commission should impose conditions requiring Charter to provide “reasonable, non-discriminatory access” to such routes.⁷⁶ The Applicants respond that Zply’s request is not transaction-specific; that Charter does not offer dark fiber services in the open marketplace; and that the RHCPP did not establish an obligation for the contractors of program participants, such as Charter, to provide network access to third parties.⁷⁷ We agree with the Applicants that Zply’s request does not address a transaction-specific harm.⁷⁸ Moreover, neither the Applicants nor any other cable provider are under any obligation to provide Zply access to dark fiber or specific interconnection points on request.

24. Similarly, WISPA – the Association for Broadband Without Boundaries (WISPA) claims that “Charter has apparently adopted an internal policy to not renew contracts for upstream wholesale services with wireless internet service providers (‘WISPs’) and to not enter into any new contracts for those services with WISPs.”⁷⁹ WISPA does not raise a potential transaction-related harm that impacts a grant of the Transaction.

25. Cameron Banowsky claims there is a “material disparity” in the data cap policies between Charter and Cox insofar as Cox imposes data caps and usage-based pricing while Charter does not, and he requests that the company be required to extend Charter’s policy to the entire company and to not impose data caps or usage based pricing for seven years.⁸⁰ The Applicants commit to allowing former Cox customers to keep their current plans or switch to Charter’s.⁸¹ Further, we find no credible evidence in the record that the Transaction would lead Charter to change its policies in this regard. We also find that increased competitive pressure from fiber, fixed wireless, and satellite providers decreases the likelihood that Charter would broadly limit options for customers. Accordingly, we deny this request for conditions.

B. Potential Public Interest Benefits

26. The Commission finds a claimed benefit to be cognizable only if that claimed benefit is: (1) transaction-related; (2) verifiable, and (3) likely to flow through to consumers and not inure solely to

⁷⁵ Fischer Decl. at 15; Applicants’ Reply, Exh. A (Decl. of Jessica Fischer) (Fischer Reply Decl.) at 1. *See also* Letter from Elizabeth Andron, Senior Vice President, Regulatory Affairs, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 25-233 at 1-4 (filed Feb. 27, 2026) (*Charter Workforce Letter*).

⁷⁶ Zply Comments at 1-2.

⁷⁷ Applicants’ Reply at 26-27; Fischer Reply Decl. at 1 (stating that Charter does not offer dark fiber capacity on Zply’s requested routes and does not have facilities in all locations Zply identified).

⁷⁸ *See, e.g.*, CenturyLink-Level 3 Order, 32 FCC Rcd at 9601, para. 42 (denying claims that arise from a pre-existing dispute that were not related to the transaction).

⁷⁹ Letter from Louis Peraertz, Vice President of Policy, WISPA, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 25-233, at 1 (filed Jan. 22, 2026).

⁸⁰ Cameron Banowsky Comments at 1.

⁸¹ Public Interest Statement at 7, 23-24; Applicants’ Reply at 16.

the benefit of the company.⁸² The record indicates that the Transaction will result in two primary public interest benefits. First, there will be improved and additional services made available to Cox's current customers. Second, New Charter will be able to use its resources to become a stronger competitor in the broadband, mobile wireless, video, and enterprise marketplaces, providing customers with additional services and cost-savings. We also recognize the Applicants' commitment to promote investment in American workers.

27. *Improved Services Available to Cox's Customers.* The Applicants assert that the Transaction will lead to "faster broadband, lower prices, more choice and value in video, and higher-quality mobile service" to customers in Cox's current service areas.⁸³ The Applicants state that New Charter will upgrade Cox's broadband network, which will result in significantly faster broadband speeds in Cox's service territory through a faster process than would have occurred absent the Transaction.⁸⁴ We accept Charter's commitment as firm and definite, and expect that it will help ensure that the post-transaction company will strengthen services for customers in rural areas and across its expanded service footprint through private investment that results in more fiber deployment and broadband availability. The Applicants also state that Cox customers may keep their existing Cox broadband plan or switch to one of Charter's plans, which, according to the Applicants, are a variety of affordable high speed Internet packages that are not currently available to Cox's customers.⁸⁵ New Charter will also offer Charter's mobile service and video products to consumers in Cox's footprint.⁸⁶ Commenters support the notion that existing Cox customers will receive a public benefit from the Transaction.⁸⁷

28. The Commission has stated that ensuring consumers receive new or additional services is an important public interest factor,⁸⁸ and accelerating private sector deployment of advanced services is one of the aims of the Act.⁸⁹ In light of the Applicants being prepared to accelerate facilities-based

⁸² See *Frontier 2021 Order*, 36 FCC Rcd at 301, para. 25; *T-Mobile-Sprint Order*, 34 FCC Rcd at 10671, para. 214; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9604, para. 50 (citing *AT&T-BellSouth Order*, 22 FCC Rcd at 5761, para. 202); *AT&T-DIRECTV Order*, 30 FCC Rcd at 9237, paras. 273-74.

⁸³ Public Interest Statement at 1.

⁸⁴ *Id.* at 8, 33-35. Applicants plan to upgrade Cox's broadband network with the deployment of high-speed DOCSIS 4.0 facilities, a technology currently used by Charter. *Id.* at 34-35; Fischer Decl. at 6-8; McBride Decl. at 3. See also *Charter Rural Commitment Letter* at 1-2 (stating that, post-consummation, Charter will deliver faster broadband and lower prices for customers of Charter's rural areas and that Charter "will bring these benefits to Cox customers footprint wide.").

⁸⁵ Public Interest Statement at 32. Applicants state that, depending on the plans and bundles they select, individual consumers can potentially save \$900 or more per year compared to other bundled connectivity providers. *Id.*

⁸⁶ *Id.* at 37. Applicants assert that Cox's mobile pricing is less competitive than Charter's—with "Spectrum Mobile's plans . . . almost always cheaper than Cox's (and offer[ing] better non-price terms, such as higher premium data allowances and hotspot data)." *Id.* at 41. Post-consummation, they state that customers in Cox's footprint will be able to choose from Charter's video packages with more programming at lower prices. Fischer Decl. at 10; see also Public Interest Statement at 8 ("Cox customers will also be able to choose Charter's video products, including low-cost "skinny" packages, more comprehensive packages that include access to streaming apps at no additional charge, and the highly rated Spectrum TV App.").

⁸⁷ See, e.g., Free State Foundation Comments at 7 ("On the broadband side, specific benefits identified include: offering Charter's lower-priced packages to Cox customers (while continuing to support existing options); accelerated investment in network infrastructure, enabled by greater scale/lower costs and resulting in faster speeds, including DOCSIS 4.0 upgrades in the Cox footprint; and reduced per-unit pricing for tailored consumer premise equipment.").

⁸⁸ See, e.g., *AT&T-DIRECTV Order*, 30 FCC Rcd at 9140, para. 19.

⁸⁹ See *Application of Verizon Communications Inc. and America Movil, S.A.B. DE C.V. for Consent to Transfer Control of International Section 21 Authorization*, 36 FCC Rcd 16994, 17001, para. 21 (*Verizon-TracFone Order*)

(continued....)

service offerings, along with providing Charter's broadband, mobile, and other offerings to customers in Cox's service area, we find it likely that the Transaction would result in public interest benefits to the customers in Cox's service area.

29. *New Charter Will Be a Stronger Competitor.* As a result of scale, synergies, and operating efficiencies stemming from the Transaction, Applicants assert that New Charter will become a stronger competitor in the broadband, mobile, video, and enterprise services marketplaces.⁹⁰ The Applicants state that "efficiencies will reduce the combined company's costs to provide broadband services, which will put downward pressure on prices and enable the combined company to offer higher quality services at low price points."⁹¹ New Charter will also expand the reach of Charter's Spectrum Mobile, a competitive mobile wireless product.⁹² In the video market, in former Cox areas, New Charter will be able to take advantage of Charter's existing partnerships with content providers,⁹³ and, in the commercial enterprise market, New Charter will be able to reduce the cost of providing service and better customize product offerings for enterprise customers.⁹⁴ Petitioners argue that the Applicants have not adequately demonstrated potential public interest benefits through synergies resulting from the Transaction or benefits to consumers.⁹⁵ We find that the cost savings and efficiencies are based on reasonable assumptions and estimates that are based on the internal knowledge and analyses of the

(citing 47 U.S.C. §§ 254, 332(c)(7), 1302; Telecommunications Act of 1996, Pub. L. No. 104-104, Preamble, 110 Stat. 56 (1996) (one purpose of the Act is to "accelerate rapidly private sector deployment of advanced telecommunications and information technologies and services"))).

⁹⁰ Public Interest Statement at 25, 34. Applicants assert that, by combining the geographic footprints and customer bases of each company, the combined company will operate at greater scale than either stand-alone company, enabling it to take advantage of economies of scale that will allow it to operate more efficiently. Keating/Orszag Decl. at 9. Applicants project \$500 million of annualized transaction-based operating cost savings within two years of the Transaction's close. Fischer Decl. at 5.

⁹¹ Keating/Orszag Decl. at 9. Applicants note that the beneficial effects of Charter's greater scale can be seen in the fact that it charges customers lower prices for similar broadband service compared to Cox. *Id.* at 10. Applicants note that scale will allow the Combined Company to offer broadband customers "enhanced on-demand download speeds, as well as faster upload speeds and better network experiences." Public Interest Statement at 35; Keating/Orszag Decl. at 12 ("the combined subscriber base and geographic scope will enable a more efficient network, which can be expected to lead to the provision of greater quality, such as higher download and upload speeds, at lower cost").

⁹² *See generally* Public Interest Statement at 37-48 (The Transaction Will Enhance the Competitive Mobile Wireless Marketplace). Applicants note that the benefits of greater scale are reflected in a comparison of prices and other plan features in which 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). Keating/Orszag Decl. at 17. One commenter noted that "[b]y combining Charter's 10.4 million wireless lines with Cox's subscriber base, the merger will expand access to affordable, WiFi-supported mobile services across key markets . . . increasing consumer choice . . ." Bluegrass Institute for Public Policy Solutions Comments at 1.

⁹³ Fischer Decl. at 11. Charter has entered into a series of partnerships with content providers to include streaming services as part of customers' standard cable video subscriptions, creating significant cost savings for consumers who no longer have to pay for separate subscriptions to these services. *Id.*; *see also* Public Interest Statement at 52 ("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."); *see also generally* Public Interest Statement at 48-55 (The Transaction Will Promote Video Competition and Consumer Choice).

⁹⁴ Fischer Decl. at 13; *see also generally* Public Interest Statement at 55-58 (The Transaction Will Expand Enterprise Competition).

⁹⁵ Petition 9-14.

companies,⁹⁶ and we agree with the majority of the commenters that the Transaction will yield a stronger competitor that will benefit consumers.⁹⁷

30. *Labor Market.* We recognize the Applicants' commitment to American job creation, with New Charter affirming that it will onshore "100% of its sales and customer service employee workforce."⁹⁸ Charter states that Cox currently sends customer service calls offshore.⁹⁹ To address this concern, and affirm its commitment to onshoring 100% of its sales and customer service workforce, Charter commits to the onshoring of jobs that Cox currently handles offshore within 18 months of closing.¹⁰⁰ We accept Charter's commitment as firm and definite, and expect that such a commitment and investment in American workers will strengthen New Charter, create additional domestic jobs, and increase customer satisfaction.

31. We also recognize Charter's commitment to equal opportunity employment and nondiscrimination.¹⁰¹ Charter states that it modified its practices and is committed to a work environment free from invidious discrimination, in both name and substance, including, among other things, its hiring and promoting practices, career development and training, supplier selection, and public and internal messaging.¹⁰² We accept Charter's commitment as firm and definite, and expect that these changes will prevent DEI discrimination in the post-transaction company, as consistent with the law and the public interest.

32. The Commission has acknowledged that a transaction enabling a combined company to emerge as a stronger competitor in the marketplace is a transaction-specific benefit to consumers.¹⁰³

⁹⁶ See Public Interest Statement at 23-47 and Keating/Orszag Decl. at 9-30.

⁹⁷ See e.g., Comments of ITIF at 1 ("Charter predicts the merger will cut operating costs by \$500 million within the first three years of the transaction's close. In turn, that reduced cost will then be shared across a larger, combined footprint of 36 million customers. The result is less expensive, high-quality Internet service for those millions of Americans."); Taxpayers Protection Alliance Comments at 1 (Due to the generally light touch the FCC has used to guide the telecom industry, the broadband marketplace has become more competitive than ever, with not only wireline services, but also wireless, fixed wireless, and satellite broadband options offered to consumers); *but see* Petition at 9 ("The Applicants' public interest showing consists largely of vague assertions about operational efficiencies and network improvements, but contains no concrete commitments to deliver lower retail prices or improved service quality to consumers."); *id.* at 2 ("Empirical evidence across industries demonstrates that mergers in concentrated markets typically increase prices rather than benefiting consumers."); *id.* at 12-14 (Market Concentration Would Enable Price Increases).

⁹⁸ Public Interest Statement at 64; Fischer Decl. at 15; Applicants' Reply, Exh. A (Decl. of Jessica Fischer) (Fischer Reply Decl. at 1. Applicants state that Charter will extend to Cox employees its practice of a minimum starting wage of at least \$20 per hour—which they state is above any state or federal minimum wage levels. Public Interest Statement at 64. Charter will also extend its programs that aid U.S. veterans, guardsmen, reservists, and military spouses through apprenticeship programs and partnership programs with military bases. Public Interest Statement at 65. Charter states it will also continue its employee programs, which include debt-free degree and certificate programs, healthcare, retirement planning, discounted products, and stock purchase program. *Id.* See also *Charter Workforce Letter* at 1.

⁹⁹ *Charter Workforce Letter* at 1.

¹⁰⁰ *Id.* at 2.

¹⁰¹ Letter from Jamal Haughton, Executive Vice President, General Counsel & Corporate Strategy, Charter Communications, to Brendan Carr, Chairman, FCC, WC Docket No. 25-233 (filed Feb. 27, 2026).

¹⁰² *Id.* at 1-3.

¹⁰³ See, e.g., *CenturyLink-Qwest Order*, 26 FCC Rcd at 4202, para. 15, 4212, para. 39; *Alaska Wireless/GCI Order*, 28 FCC Rcd at 10472-73, paras. 100-101; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9605, paras. 52-53; *Applications of XO Holdings and Verizon Communications Inc. For Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 31 FCC Rcd 12501, 12534, para. 61 (WCB, IB, WTB 2016).

Overall, based on the record before us, we find that the Transaction is likely to result in public interest benefits and therefore we find the Transaction serves the public interest, convenience, and necessity.

VI. CONCLUSION

33. For the reasons discussed above, we conclude that the Transaction will serve the public interest, convenience, and necessity.

VII. ORDERING CLAUSES

34. Accordingly, having reviewed the record in this matter, **IT IS ORDERED**, pursuant to sections 4(i) and (j), 5(c), 214(a), 214(c), 303(r), 309, and 310(d) of the Act, 47 U.S.C. §§ 154(i), 154(j), 155(c), 214(a), 214(c), 303(r), 309, 310(d), and sections 1.948, 63.04, 63.18, and 63.24 of the Commission's rules, 47 CFR §§ 1.948, 63.04, 63.18, 63.24, and pursuant to the authority delegated under sections 0.19, 0.91, 0.131, 0.291, 0.331, and 0.351 of the Commission's rules, 47 CFR §§ 0.19, 0.91, 0.131, 0.291, 0.331, 0.351, that the Applications to transfer control of the licenses and authorizations listed in Appendix A **ARE GRANTED**, in this Memorandum Opinion and Order.

35. **IT IS FURTHER ORDERED** that this Memorandum Opinion and Order **SHALL BE EFFECTIVE** upon release, in accordance with section 1.102 of the Commission's rules, 47 CFR § 1.102. Petitions for reconsideration under section 1.106 of the Commission's Rules, 47 CFR § 1.106, may be filed within 30 days of the release date of this Memorandum Opinion and Order.

FEDERAL COMMUNICATIONS COMMISSION

Joseph S. Calascione
Chief, Wireline Competition Bureau

Thomas P. Sullivan
Chief, Office of International Affairs

Joel Taubenblatt
Chief, Wireless Telecommunications Bureau

APPENDIX A

SECTION 214 AUTHORIZATIONS¹**A. International**

The Office of International Affairs grants the following applications for consent to the transfer of control of certain international section 214 authorizations.

<u>File Number</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20250701-00030	Cox Communications, Inc.	ITC-214-19970815-00496 ITC-214-19991207-00764
ITC-T/C-20250706-00033	Cox California Telcom, LLC	ITC-214-19961025-00535
ITC-T/C-20250707-00035	CoxCom, LLC	ITC-214-20020509-00245
ITC-T/C-20250707-00036	South Carolina Telecommunications Group Holdings, LLC dba Segra	ITC-214-19930512-00081
ITC-T/C-20250707-00037	Unite Private Networks, L.L.C. dba Segra	ITC-214-20180126-00021

B. Domestic

The Wireline Competition Bureau grants the application filed by Cox Enterprise, Inc., (CEI) and Charter Communications Inc. (Chater) to transfer control of domestic section 214 authority in WC Docket No. 25-233.²

CEI Entities That Provide Service Pursuant to Blanket Domestic Section 214 Authority

<u>Authorization Holder</u>	<u>Jurisdiction of Formation</u>	<u>Provider Type</u>	<u>ETC</u>
Cox Arizona Telcom, LLC	Delaware	CLEC, IXC	Yes
Cox Arkansas Telcom, LLC	Delaware	CLEC, IXC	Yes
Cox California Telcom, LLC	Delaware	CLEC, IXC	Yes
Cox Colorado Telcom, LLC	Delaware	CLEC, IXC	No
Cox Connecticut Telcom, L.L.C.	Delaware	CLEC, IXC	No
Cox District of Columbia Telcom, L.L.C.	Delaware	CLEC	No
Cox Florida Telcom, L.P.	Delaware	CLEC, IXC	No
Cox Georgia Telcom, L.L.C.	Delaware	CLEC, IXC	No
Cox Idaho Telcom, L.L.C.	Delaware	CLEC, IXC	No
Cox Iowa Telcom, LLC	Delaware	CLEC, IXC	No
Cox Kansas Telcom, L.L.C.	Delaware	CLEC, IXC	Yes
Cox Louisiana Telcom, L.L.C.	Delaware	CLEC, IXC	Yes
Cox Maryland Telcom, L.L.C.	Delaware	CLEC, IXC	No
Cox Missouri Telcom, LLC	Delaware	CLEC	No
Cox Nebraska Telcom, L.L.C.	Delaware	CLEC, IXC	Yes
Cox Nevada Telcom, L.L.C.	Delaware	CLEC, IXC	Yes
Cox North Carolina Telcom, L.L.C.	Delaware	CLEC	No
Cox Ohio Telcom, L.L.C.	Delaware	CLEC, IXC	No
Cox Oklahoma Telcom, L.L.C.	Delaware	CLEC, IXC	Yes
Cox Rhode Island Telcom, L.L.C.	Delaware	CLEC, IXC	No
Cox Strategic Services, LLC	Delaware	CLEC	No
Cox Virginia Telcom, L.L.C.	Virginia	CLEC, IXC	Yes
FiberNet Telecommunications of	Pennsylvania	CLEC, IXC	No

¹ We note that eight of the Cox subsidiaries listed in this Appendix are corporations that were converted to limited liability companies at the end of 2025. See Second Supplement at 1-2.

² 47 CFR § 63.04.

<u>Authorization Holder</u>	<u>Jurisdiction of Formation</u>	<u>Provider Type</u>	<u>ETC</u>
Pennsylvania, LLC			
FiberNet of Ohio, LLC	Ohio	CLEC, IXC	No
FRC, LLC	South Carolina	CLEC, IXC	No
LMK Communications LLC	North Carolina	CLEC, IXC	No
Lumos Networks of West Virginia Inc.	Virginia	CLEC, IXC	No
Lumos Networks, Inc.	Virginia	CLEC, IXC	No
Lumos Networks, LLC	West Virginia	CLEC, IXC	No
Lumos Networks Operating Company	Delaware	None	No
PalmettoNet, Inc.	South Carolina	IXC	No
South Carolina Net, Inc.	South Carolina	CLEC, IXC	No
South Carolina Telecommunications Group Holdings, LLC	South Carolina	CLEC, IXC	No
Unite Private Networks, L.L.C.	Delaware	CLEC, IXC	No
Unite Private Networks – Illinois, LLC	Delaware	CLEC, IXC	No

SECTION 310(d) APPLICATIONS³

The Wireless Telecommunications Bureau grants the following applications for consent to the assignment and transfer of control of licenses:

<u>File Number</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0011625671	Cox Communications California, LLC	KNER446
0011625288	Cox Communications Hampton Roads LLC	WQUW651
0011625767	Cox Communications Kansas, LLC	WQGZ309
0011629125	Cox Communications, Inc.	WSBC284
0011626723	CoxCom, LLC	WQQL508
0011907851 ⁴	Cox Communications Arizona, LLC	WSJV476

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³ File Number 0011626660 was withdrawn by the parties after the licenses included in that application were voluntarily cancelled.

⁴ File Number 0011907851 was filed by the parties after the issuance of the Public Notice because the included licenses were initially granted after the filing of the transaction.