



Federal Communications Commission
Washington, D.C. 20554

February 25, 2015

Via First Class Mail and Electronic Mail

Alan N. Braverman
Senior Vice President
General Counsel and Secretary
The Walt Disney Company
500 South Buena Vista Street
Burbank, CA 91521-1030

Re: *Applications of Comcast Corporation, Time Warner Cable Inc., Charter Communications, Inc., and SpinCo for Consent to Assign Licenses or Transfer Control of Licensees*, MB Docket No. 14-57

Dear Mr. Braverman:

On April 8, 2014, Comcast Corporation (“Comcast”) and Time Warner Cable Inc. (“TWC”) submitted joint applications to the Commission seeking consent to transfer control of various Commission licenses and other authorizations pursuant to Sections 214 and 310(d) of the Communications Act of 1934, as amended (“Act”).¹ The proposed Comcast-TWC transfers, if completed, would effectuate the sale of certain cable systems and assets of TWC and its affiliates and related entities to subsidiaries or affiliates of Comcast. On June 4, 2014, Comcast, Charter Communications, Inc. (“Charter”), and SpinCo (collectively, the “Divestiture Applicants”) filed transfer applications pursuant to Sections 214 and 310(d) of the Act to effectuate a series of transactions between Comcast and Charter (collectively, the “Divestiture Transactions”).²

In order for the Commission to complete its review of the applications and make the necessary public interest findings under section 310(d) of the Communications Act, we require information and data from other third parties who have business arrangements with the Applicants. Accordingly, pursuant to sections 4(i), 4(j), and 403 of the Act, we request that The Walt Disney Company provide written responses no later than **March 13, 2015** to the information requests set forth in the Attachments. Your response will be subject to the Second

¹ 47 U.S.C. §§ 214, 310(d); *Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to Transfer Control of Licenses and Authorizations, Applications and Public Interest Statement* (filed Apr. 8, 2014) (“Comcast-TWC Application”).

² 47 U.S.C. §§ 214, 310(d); *Public Interest Statement of Comcast Corporation and Charter Communications, Inc., Charter-to-Comcast Exchange Transaction*, MB Docket No. 14-57 (June 4, 2014); *Public Interest Statement of Charter Communications, Inc. and Comcast Corporation, Comcast-to-Charter Exchange and Sale Transactions*, MB Docket No. 14-57 (June 4, 2014); *Public Interest Statement of SpinCo, Charter Communications, Inc., and Comcast Corporation, Spin Transaction*, MB Docket No. 14-57 (June 4, 2014).

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Amended Modified Joint Protective Order issued in MB Docket No. 14-57, and the Order entered on November 21, 2014, in CBS Corporation, et al. v. Federal Communications Commission and United States of America, No. 14-1242 (D.C. Cir.). Failure to timely respond may result in Commission action to compel the responses pursuant to Section 409 of the Act.

These materials should be filed with Marlene H. Dortch, Secretary, FCC, under reference number MB Docket No. 14-57. For any confidential or proprietary information, please follow the filing instructions set forth in the Second Modified Joint Protective Order. For all hand deliveries pertaining to the Second Amended Modified Joint Protective Order, please call Vanessa Lemme (202-418-2611) to schedule receipt of hand delivery or, in her absence, Marcia Glauberman (202-418- 7046). For any electronic filings made using the Commission's Electronic Comment Filing System, ("ECFS"), parties should also serve the documents via e-mail to Vanessa Lemme, Vanessa.Lemme@fcc.gov.

If you have any questions concerning this matter, please contact Hillary Burchuk or William Freedman of the Office of General Counsel, at (202) 418-1719 or (202) 418-1415 respectively.

Sincerely,



William T. Lake
Chief
Media Bureau