



State of Utah  
Department of Commerce  
Division of Public Utilities

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**MEMORANDUM**

**To:** Public Service Commission

**From:** Division of Public Utilities  
Chris Parker, Director  
Bill Duncan, Telecommunications / Water Manager  
Ron Slusher, Utility Technical Consultant

**Date:** March 28, 2013

**Re:** In the Matter of the Joint Application of Application of the Application of Bresnan Broadband of Utah, LLC for Informal Adjudication of Indirect Transfer of Control. Docket Number 13-2476-01.

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**RECOMMENDATION (Approve):**

The Division has reviewed the joint application between Bresnan Broadband of Utah, LLC and Charter Communications, Inc. and believes that the transfer of control is in the public interest. As a result of the acquisition, the Companies should be in a better position to provide expanded and advanced telecommunications services in the State of Utah.

**EXPLANATION:**

On or about March 05, 2013, Bresnan Broadband of Utah, LLC (“Bresnan Utah”) and Charter Communications, Inc (“Charter”) and notified the Commission of a transaction, which will result in an indirect transfer of control of Bresnan to Charter. The companies filed supplements to the application on March 22, 2013, of the Federal Communications Commission forms 601 and 603. The Division of Public Utilities (“Division”) has reviewed their application and found the following:

Bresnan Utah is a limited liability company organized under the laws of the State of Utah with its principal place of business in Cedar City, Utah. Bresnan Utah is a wholly-owned subsidiary of Cablevision Systems Corporation (“Cablevision”). Bresnan Utah is authorized to provide public telecommunications services in and around Cedar City, Utah, by the Commission on September 26, 2007, Docket No. 07-2476-02.

Charter is a St. Louis corporation headquartered at 12405 Powerscourt Drive, St. Louis, Missouri, 63131. Charter is the parent company of Charter Communications Operating, LLC. (“Charter Operating”). Charter is not certified in the State of Utah to provide any telephone services.

On February 07, 2013, Charter Operating entered into an agreement with CSC Holdings LLC, a whole-owned subsidiary of Cablevision. Where, Charter has agreed to acquire 100 percent of Bresnan Broadband and of their subsidiaries, which includes Bresnan Utah from Cablevision. The change in ownership of Bresnan Broadband will result in the indirect change of control in Bresnan Utah.

The Applicants submit that the transaction described herein will serve the public interest. The Applicants expect that the merger will enable the combined entities to better meet the needs of enterprises, wholesale buyers, and other customers. The transaction will bring together two successful organizations that have proven themselves in a highly competitive marketplace. The transaction will help create a stronger competitor by bringing together each organization’s respective strengths. Operating as an integrated company will allow each of the operating companies to be more competitive and to deliver greater value and variety of services to their customers than they do individually.

The Applicants state that no immediate changes to Bresnan Utah are anticipated as a result of the indirect transfer of control, and the company will continue to operate subject to the requirements contained in the certificate issued to it by the Commission.

The Division has reviewed the joint application between Bresnan Broadband of Utah, LLC and Charter Communications, Inc. and believes that the transfer of control is in the public interest. As a result of the acquisition, the Companies should be in a better position to provide expanded and advanced telecommunications services in the State of Utah.

- cc. Adam Falk, Vice President – Government & public Affairs, Cablevision Systems Corporation  
Michael R. Moore, Sr. Director & Sr. Counsel, Regulatory Affairs, Charter Communications, Inc.  
Justin Jetter, Assistant Attorney General, State of Utah  
Patricia Schmid, Assistant Attorney General, State of Utah