

ORIGINAL



BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

SUSAN BITTER SMITH - Chairman
BOB STUMP
BOB BURNS
DOUG LITTLE
TOM FORESE

RECORDED
AZ CORP COMMISSION
DOCKET CONTROL
Arizona Corporation Commission
DOCKETED
2015 DEC 4 AM 10 11
DEC 04 2015

DOCKETED BY [Signature]

IN THE MATTER OF THE APPLICATION OF
TIME WARNER CABLE BUSINESS LLC AND
TIME WARNER CABLE INFORMATION
SERVICES (ARIZONA), LLC FOR APPROVAL OF
THE TRANSFER OF ULTIMATE INDIRECT
CONTROL OF ASSETS.

DOCKET NO. T-20879A-15-0305
DOCKET NO. T-20449A-15-0305

PROCEDURAL ORDER
(Administrative Closure)

BY THE COMMISSION:

On August 21, 2015, Charter Communications, Inc. ("Charter") and Time Warner Cable, Inc. ("TWC"), inclusive of Time Warner Cable Information Services (Arizona), LLC ("TWCIS") and Time Warner Cable Business LLC ("TWCB")¹, filed with the Arizona Corporation Commission ("Commission") a notification of the transfer of ultimate indirect control of TWCIS and TWCB. The transfer of control is part of a transaction (the "Transaction") involving Charter, TWC, and Bright House Networks, LLC ("BHN") which will conclude with Charter, TWC, and BHN merging into "New Charter." After the close of the Transaction, TWCIS and TWCB will be indirect subsidiaries of New Charter.

According to the August 21, 2015 filing, the transfer of control is contingent upon the closing of the Transaction which is expected to occur by December 31, 2015. If the merger does not close, further notice will be provided to the Commission. As the Transaction is occurring at the holding company level, there will be no changes to rates, terms, or conditions of service for retail customers nor will there be tariff changes or regulated customer transfers. Following the Transaction, New Charter will continue to offer and/or provide the same services offered prior to the Transaction. The

¹ Both TWCIS and TWCB are classified by the Commission as providers of competitive services. See Commission Decision No. 68824 (June 29, 2006) regarding TWCIS and Commission Decision No. 74587 (July 30, 2014) regarding TWCB. Under Arizona Revised Statutes § 40-285 (F), Commission approval is not required for transactions involving a telecommunications corporation whose retail telecommunications services are classified as competitive by the Commission except as may otherwise be determined by Commission Order.

1 August 21, 2015 filing further stated that amendments to Arizona Administrative Code R14-2-103 that
2 increased the revenue ceiling to \$10 million for a Class A telecommunications provider alleviates the
3 need for a review under the Affiliated Interest Rules as neither TWCIS nor TWCB meet the \$10 million
4 revenue threshold.

5 On November 25, 2015, the Commission's Utilities Division ("Staff") filed a Memorandum
6 stating that nature of the transaction does not require Commission approval and requesting that the
7 above-captioned docket be administratively closed.

8 Staff's request is reasonable and should be approved.

9 IT IS THEREFORE ORDERED that **Docket Nos. T-20879A-15-0305 and T-20449A-15-0305**
10 **are hereby administratively closed.**

11 Dated this 4th day of December, 2015.

12
13
14 
15 _____
16 SASHA PATERNOSTER
17 ADMINISTRATIVE LAW JUDGE

18 Copies of the foregoing mailed/delivered
19 this 4th day of December, 2015 to:

20 Luke Platzer
21 1099 New York Ave., NW, Suite 900
22 Washington, DC 20001

23 Michael R. Moore
24 CHARTER COMMUNICATIONS, INC.
25 12405 Powerscourt Drive
26 St. Louis, MO 63131

27 Adam Falk
28 CHARTER COMMUNICATIONS, INC.
1099 New York Ave NW, Suite 650
Washington, DC 20001

Michael W. Quinn
TIME WARNER CABLE INC.
13820 Sunrise Valley Dr.
Herndon, VA 20171

1 Joan S. Burke
2 LAW OFFICES OF JOAN S. BURKE
3 1650 N. First Ave.
4 Phoenix, AZ 85003

3 Matthew A. Brill
4 Amanda E. Potter
5 LATHAM & WATKINS LLP
6 555 Eleventh St., NW, Suite 1000
7 Washington, DC 20004

6 Janice Alward, Chief Counsel
7 Legal Division
8 ARIZONA CORPORATION COMMISSION
9 1200 West Washington Street
10 Phoenix, AZ 85007

9 Thomas Broderick, Director
10 Utilities Division
11 ARIZONA CORPORATION COMMISSION
12 1200 West Washington Street
13 Phoenix, AZ 85007

12
13 By: 
14 Tammy Velarde
15 Assistant to Sasha Paternoster
16
17
18
19
20
21
22
23
24
25
26
27
28