



March 18, 2020

Ms. Lawanda Gilbert  
Director, Office of Cable Television and Telecommunications  
Board of Public Utilities  
44 South Clinton Avenue, 9<sup>th</sup> Floor, P.O. Box 350  
Trenton, New Jersey 08625-0350

*VIA EMAIL*

**Re: In the Matter of the Joint Petition of CSC TKR, LLC and Service Electric Cable T.V. of New Jersey, Inc. for the Approval of the Transfer of Certificates of Approval of Service Electric Cable T.V. of New Jersey, Inc.**

Dear Director Gilbert:

This letter provides and/or confirms information you requested in our March 13 telephone call:

- (1) Reference to Requested Statutory Provision/Public Interest Rationale: To the extent the Board believes it necessary, we respectfully request that the Board deem the Petition to request approval of the Transfers set forth in the Petition under N.J.S.A. §48:5A-38 and 48:5A-40 in addition to N.J.S.A. 48:5A-19.<sup>1</sup> We articulate the public interest benefits of the Transaction in the attached, as requested.
- (2) Confidentiality: This confirms that a substantially unredacted copy of the Asset Purchase Agreement and Disclosure Schedules<sup>2</sup> is being filed today with the Secretary

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<sup>1</sup> The Petition sought Board approval of the transfer of Service Electric's 28 certificates of approval and related authorizations and the accompanying cable systems to Altice under N.J.S.A. § 48:5A-19 and § N.J.A.C. § 14:17-6.8 because these provisions appeared most pertinent to the Transactions. The Petition had not originally cited N.J.S.A. § 48:5A-38 because Altice understood that any authorization governed by that (or any other) section would be subsumed within the specific authorization requested under § 48:5A-19. Insofar as the Board believes that § 48:5A-38 or other statutory provision is implicated, however, please deem the Petition as requesting approval under that section(s) as appropriate.

<sup>2</sup> A limited number of items in the Asset Purchase Agreement ("APA") and Disclosure Schedules remain redacted from Board review, and only those constituting either: (i) commercially sensitive financial information regarding specific deal terms between Altice, Service Electric and/or a third party; or (ii) personally identifiable information of Service Electric's employees. Even with those narrow redactions, the parties have made available electronically for Board review in their entirety 88 of the 91 Sections of

under separate cover, accompanied by the standard request for exemption from public disclosure under the State's Open Public Records Access law.

We are eager to address any of OCTV staff's questions so that the Board—the sole regulator whose affirmative consent is required—can conclude its review as quickly as possible, but in any event no later than July 3.<sup>3</sup> Indeed, an expeditious review of this straightforward transaction will facilitate Altice's ability to bring numerous benefits to the subject communities and their residents, businesses and communities.

We look forward to the scheduled March 19 telephone call with you and other Board staff, but do not hesitate to reach out to Marilyn Davis or the undersigned in the interim. Thank you.

Very Truly Yours,

/s/ Paul Jamieson

Paul Jamieson

Vice President, Government Affairs & Policy

Enclosure -- Public Interest Statement

cc (*via-email*):

Aida Camacho-Welch, Secretary

Stefanie Brand, Esq., Rate Counsel

Abe Silverman, Esq., General Counsel

Paul Flanagan, Executive Director

Marilyn Davis, Director, Government Affairs, Altice USA

Robert Williams, Esq., General Counsel, Service Electric

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the APA and 23 of the 35 Disclosure Schedules. Importantly, the redacted information is entirely unrelated to Altice's legal, financial and technical qualifications to hold cable-related authorizations and operate the cable systems -- the applicable standard of the Board's review under Federal law.

<sup>3</sup> See 47 U.S.C. § 537 (requiring Board action on application within 120 days).

## **ALTICE-SERVICE ELECTRIC -- PUBLIC INTEREST STATEMENT**

***Altice -- A Proven Track Record Of Investment In and Innovation for New Jersey:*** Altice has a proven track record of investing in its networks and enhancing cable and non-cable services available to residents and businesses in NJ. Since acquiring Cablevision in 2016, Altice has:

- Cable – Innovation & Customer Choice: Introduced Altice One, an innovative all-in-one home entertainment platform integrating traditional cable and Netflix and other over-the-top services, and made available a range of video tiers to maximize customer flexibility.
- Broadband – Faster Speeds, Affordable Offerings, FTTP Construction: More than tripled top available residential broadband speeds and introduced an affordable 30 Mbps product for income-eligible households over its existing hybrid fiber-coaxial (HFC) cable network, while actively constructing a fiber-to-the-home (FTTH) network in New Jersey.
- Mobile – More Competition, Lower Price: Launched a mobile data and voice offering at a disruptive price that can be used with a customer's existing mobile phone or with a new Apple, Samsung or other leading device.
- More Local & Other News: Invested in News12, launched i24 News and acquired Cheddar.
- Communities & Employees – Strong Partnerships and Support for Diversity: Enhanced and/or launched various philanthropic, community and workforce initiatives, such as robotics competitions to support STEM programs in schools, free and discounted service to public buildings, and a robust diversity and inclusion program for its workforce.

***Planned Enhancements for the Service Electric Territory.*** Leveraging its experience in 20 other states and the learnings from its global roots, Altice intends to make similar enhancements in Service Electric's footprint.<sup>4</sup> In particular, the Transaction offers the potential for Altice to:

- Video: Offer the suite of video tiers currently available in the Optimum NJ service territory and make available Altice One in the Service Electric communities.
- Broadband: Upgrade the Service Electric network and enable faster speeds by deploying current DOCSIS specifications over HFC and examine FTTH in the subject communities.<sup>5</sup>
- Mobile: Offer Altice Mobile, increasing wireless choice and affordability in the communities.
- News: Continue to carry and enhance local coverage on News12 and make i24NEWS and Cheddar available to Service Electric customers.
- Communities & Employees: Invest in the communities through free or discounted services to public buildings and through Altice's other community and workforce initiatives.

While the Transaction offers substantial benefits, it poses no public interest harms. Altice's acquisition of Service Electric does not rely on any financing secured by Service Electric assets, nor does it lessen competition. Altice's proven track record demonstrates that its planned acquisition of Service Electric is in the public interest.

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<sup>4</sup> The specifics of these enhancements will be determined following analysis of network, billing system and IT integration requirements and assessment of technical and marketplace conditions.

<sup>5</sup> See Petition at n.3.