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STATE OF HAWAII
CABLE TELEVISION DIVISION
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

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May 8, 2014

Carlito P. Caliboso, Esq.
Yamamoto Caliboso
1099 Alakea Street, Suite 2100
Honolulu, Hawaii 96813

Re: Time Warner Cable/Comcast Corporation Transaction: Notice of Incompleteness and Transmittal of Information Requests

Dear Mr. Caliboso:

On April 11, 2014, the Cable Television Division of the Department of Commerce and Consumer Affairs ("DCCA") of the State of Hawaii ("State") was served copies of the Federal Communications Commission Form 394, exhibits, and a summary (collectively, "FCC Form 394") concerning the proposed indirect transfer of control of Oceanic Time Warner Cable LLC's ("OTWC") Hawaii cable franchises to Comcast Corporation ("Comcast") ("Proposed Transaction").

Upon review of the FCC Form 394, the DCCA has determined that the information as filed is incomplete (or inaccurate) with respect to the requirements necessary for the Director of the DCCA to make a determination regarding the Proposed Transaction as required by State law and federal requirements.¹ In particular, the filed information contains little or no information with respect to each of the franchise areas (i.e., Oahu, Kauai, East Hawaii, West Hawaii, Maui County (excluding Lahaina), and Lahaina) for which OTWC holds separate cable franchises and how, among other things, the Proposed Transaction is in the public interest with respect to each specific OTWC franchise area. Complete responses to the information requests, attached hereto,

¹See Hawaii Revised Statutes ("HRS") § 440G-10.1; Cable Television Consumer Protection and Competition Act of 1992 § 617; and 47 Code of Federal Regulations ("CFR") § 76.502.

which are being served pursuant to 47 CFR § 76.502(b),² should alleviate the deficiencies and concerns that the DCCA observed with respect to the filed FCC Form 394.

In addition, on April 22, 2014, the DCCA provided you, as local representative for Comcast, with a copy of the State's Application for Transfer of Cable Television Franchise ("**State Application**") form. As of the date of this letter, a completed State Application has not been submitted to the DCCA as required under State law.³ Federal regulations state that the DCCA has 120 days from the "submission of a completed FCC Form 394, together with all exhibits, and any additional information required by the terms of the franchise agreement or applicable state or local law to" act upon the Proposed Transaction.⁴ Comcast, in our view, has not fulfilled this requirement.

The DCCA's review of the Proposed Transaction is dependent upon all necessary information being submitted as required by State law and federal requirements. Accordingly, please submit the completed State Application, referred to above, and detailed responses to the attached information requests as soon as reasonably possible and in accordance with transfer requirements. Upon receipt and review of the State Application and the information requested, the DCCA, among other procedural steps, anticipates issuing a notice with respect to your filings, issuing supplemental information requests for clarification purposes, as necessary, and holding public hearings within each of OTWC's cable franchise areas.

If you have any questions on the above, please contact me at (808) 586-2620. Thank you for your cooperation and assistance in this matter.

Sincerely,



Catherine P. Awakuni
Cable Television Administrator
Department of Commerce and
Consumer Affairs

Attachment

²See also Hawaii Administrative Rules § 16-133-10.

³See HRS § 440G-10.1.

⁴47 CFR 76.502(a) (emphasis added).

Carlito P. Caliboso, Esq.

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c: John A. Gutierrez, Comcast Cable (w/ Attachment)
Bob Barlow, Oceanic Time Warner Cable (w/ Attachment)
Gregg Fujimoto, Oceanic Time Warner Cable (w/ Attachment)
Department of the Attorney General (w/ Attachment)