

October 1, 2018

Mr. Ben Martig
City Administrator
City of Northfield
801 Washington Street
Northfield, MN 55057

Re: FCC Form 394

Dear City Administrator Martig:

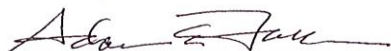
Charter Communications, Inc. ("Charter"), in an internal administrative exercise, is simplifying its operating structure by reducing the number of operating entities and subsidiaries, and by aligning its cable operations into regional entities. This realignment will have no effect on the legal, financial or technical qualifications of Charter or the services and operations provided in your community. As a result, the operating entity that holds the cable franchise in your community will change by merging into another subsidiary of Charter, Spectrum Mid-America, LLC, and assigning the cable franchise to Spectrum Mid-America, LLC, which will become the franchisee in your community.

You are not required to take action on this submission to effect this change. If, however, you believe that your consent is necessary under the terms of your franchise, we have provided all relevant information for your review using the Federal Communications Commission's ("FCC") Form 394.

According to the FCC's rules, you have a maximum of 120 days from the date you receive this information to review all materials and take any action you deem necessary (please note that your franchise terms may specify a shorter time frame). Should you choose to act, we have enclosed a draft resolution to expedite the process. If you believe consent is necessary, we ask that you place a consent resolution on your agenda at your earliest convenience, and that you inform me or your local Charter representatives when you intend to consider the matter. Again, you are not required to take action, and in such case consent will be deemed granted upon the expiration of the 120-day review period.

All of us at Charter are excited to continue to serve your community. If you have any questions please give me a call at 202.621.1910, send an email to adamfalk-gvt@charter.com, or send a facsimile to 202.733.5960.

Sincerely,



Adam E. Falk
Senior Vice President, State Government Affairs
Charter Communications

RESOLUTION NO. _____

CONSENT TO ASSIGNMENT OF FRANCHISE

WHEREAS, Charter Cable Partners, LLC ("Franchisee") is the duly authorized holder of a franchise, as amended to date (the "Franchise"), authorizing Franchisee to operate and maintain a cable system to serve City of Northfield (the "Franchise Authority"); and

WHEREAS, Charter Communications, Inc. ("Charter"), the parent company of Franchisee is reducing the number of operating entities and subsidiaries and is aligning its cable operations into regional entities; and

WHEREAS, as part of this reorganization, Franchisee will merge into another subsidiary of Charter, Spectrum Mid-America, LLC, assign the Franchise to Spectrum Mid-America, LLC; and

WHEREAS, Spectrum Mid-America, LLC shall become the new franchise holder in City of Northfield; and

WHEREAS, neither the ultimate control, nor the operations of the cable system or the provision of service will change as a result of the reorganization; and

WHEREAS, Charter has filed an FCC Form 394 with the Franchise Authority (the "Application"); and

WHEREAS, the Franchise Authority has considered the Application and approves of the Transaction.

NOW, THEREFORE, BE IT RESOLVED BY THE FRANCHISE AUTHORITY AS FOLLOWS:

The foregoing recitals are approved and incorporated herein by reference.

1. The Franchise Authority consents to the Transaction.
2. The Franchise Authority confirms that the Franchise is valid and outstanding and in full force and effect and there are no defaults under the Franchise. Subject to compliance with the terms of this Resolution, all action necessary to assign the Franchise to Charter has been duly and validly taken.
3. Charter or Spectrum Mid-America, LLC may (a) assign, transfer, or transfer control of its assets, including the Franchise, provided that such assignment, transfer, or transfer of control is to an entity directly or indirectly controlling, controlled by or under common control with Charter; (b) restructure debt or change the ownership interests among existing equity participants in Charter; (c) pledge or grant a security interest to any lender(s) of Charter's assets,

including, but not limited to, the Franchise, or of interest in Charter, for purposes of securing any indebtedness; and (d) sell equity interests in Charter or any of Charter's affiliates.

4. Upon closing of the Transaction, Spectrum Mid-America, LLC shall remain bound by the lawful terms and conditions of the Franchise.

5. This Resolution shall be deemed effective upon adoption.

6. This Resolution shall have the force of a continuing agreement with Spectrum Mid-America, LLC, and the Franchise Authority shall not amend or otherwise alter this Resolution without the consent of Spectrum Mid-America, LLC and Charter.

PASSED, ADOPTED AND APPROVED this ____ day of ____, 2018.

By: _____

Name: _____

Title: _____

ATTEST:

Clerk

FCC 394

**APPLICATION FOR FRANCHISE AUTHORITY
CONSENT TO ASSIGNMENT OR TRANSFER OF CONTROL
OF CABLE TELEVISION FRANCHISE**

FOR FRANCHISE AUTHORITY USE ONLY

SECTION I. GENERAL INFORMATION

DATE: October 1, 2018

1. Community Unit Identification Number: **MN0418, MN0419,
MN0420, MN0421**

2. Application for: ☒ Assignment of Franchise ☐ Transfer of Control

3. Franchising authority: **City of Northfield**

4. Identify community where the system/franchise that is the subject of the assignment or transfer of control is located:
Northfield

5. Date system was acquired or (for system's constructed by the transferor/assignor) the date on which service was provided to the first subscriber in the franchise area:

N/A

6. Proposed effective date of closing of the transaction assigning or transferring ownership of the system to transferee/assignee:

**As soon as closing conditions
are satisfied**

7. Attach as an Exhibit a schedule of any and all additional information or material filed with this application that is identified in the franchise as required to be provided to the franchising authority when requesting its approval of the type of transaction that is the subject of this application.

Exhibit No.
[[as necessary]]

PART I - TRANSFEROR/ASSIGNOR

1. Indicate the name, mailing address, and telephone number of the transferor/assignor.

Legal name of Transferor/Assignor (if individual, list last name first)

Charter Cable Partners, LLC

Assumed name used for doing business (if any)

Mailing street address or P.O. Box

12405 Powerscourt Drive

City
St. Louis

State
MO

ZIP Code
63131

Telephone No. (include area code)
202.691.1910

2. (a) Attach as an Exhibit a copy of the contract or agreement that provides for the assignment or transfer of control (including any exhibits or schedules thereto necessary in order to understand the terms thereof). If there is only an oral agreement, reduce the terms to writing and attach. (Confidential trade, business, pricing, or marketing information, or other information not otherwise publicly available, may be redacted.)

Exhibit No.
1

(b) Does the contract submitted in response to (a) above embody the full and complete agreement between the transferor/assignor and transferee/assignee?

☐ Yes ☒ No

If No, explain in an Exhibit

See Exhibit No. **1**

PART II - TRANSFEREE/ASSIGNEE

1.(a) Indicate the name, mailing address, and telephone number of the transferee/assignee.

Legal name of Transferee/Assignee (if individual, list last name first) Spectrum Mid-America, LLC			
Assumed name used for doing business (if any) N/A			
Mailing street address or P.O. Box 12405 Powerscourt Drive			
City St. Louis	State MO	ZIP Code 63131	Telephone No. (include area code) 202.691.1910

(b) Indicate the name, mailing address, and telephone number of the person to contact, if other than the transferee/assignee.

Name of contact person (list last name first) Falk, Adam E.			
Firm or company name (if any) Charter Communications, Inc.			
Mailing street address or P.O. Box 601 Massachusetts Ave. NW, Suite 400			
City Washington	State DC	ZIP Code 20001	Telephone No. (include area code) 202-621-1910

(c) Attach as an Exhibit the name, mailing address, and telephone number of each additional person who should be contacted, if any.

Exhibit No. N/A

(d) Indicate the address where the system's records will be maintained.

Street address 12405 Powerscourt Drive		
City St. Louis	State MO	ZIP Code 63131

2. Indicate on an attached Exhibit any plans to change the current terms and conditions of service and operations of the system as a consequence of the transaction for which approval is sought.

Exhibit No. 2

SECTION II. TRANSFEREE'S/ASSIGNEE'S LEGAL QUALIFICATIONS

1. Transferee/Assignee is:

<input checked="checked" type="checkbox"/> Corporation	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 5px;">a. Jurisdiction of incorporation: Delaware</td> <td style="width: 50%; padding: 5px;">d. Name and address of registered agent in jurisdiction:</td> </tr> <tr> <td style="padding: 5px;">b. Date of incorporation: February 6, 2012</td> <td style="padding: 5px; vertical-align: top;">Corporation Service Company 251 Little Falls Drive Wilmington, DE 19808</td> </tr> <tr> <td style="padding: 5px;">c. For profit or non-for-profit: For profit</td> <td></td> </tr> </table>	a. Jurisdiction of incorporation: Delaware	d. Name and address of registered agent in jurisdiction:	b. Date of incorporation: February 6, 2012	Corporation Service Company 251 Little Falls Drive Wilmington, DE 19808	c. For profit or non-for-profit: For profit	
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b. Date of incorporation: February 6, 2012	Corporation Service Company 251 Little Falls Drive Wilmington, DE 19808						
c. For profit or non-for-profit: For profit							
<input type="checkbox"/> Limited Partnership	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 5px;">a. Jurisdiction in which formed:</td> <td style="width: 50%; padding: 5px;">c. Name and address of registered agent in jurisdiction:</td> </tr> <tr> <td style="padding: 5px;">b. Date of formation:</td> <td></td> </tr> </table>	a. Jurisdiction in which formed:	c. Name and address of registered agent in jurisdiction:	b. Date of formation:			
a. Jurisdiction in which formed:	c. Name and address of registered agent in jurisdiction:						
b. Date of formation:							
<input type="checkbox"/> General Partnership	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; padding: 5px;">a. Jurisdiction whose laws govern formation:</td> <td style="width: 50%; padding: 5px;">b. Date of formation:</td> </tr> </table>	a. Jurisdiction whose laws govern formation:	b. Date of formation:				
a. Jurisdiction whose laws govern formation:	b. Date of formation:						
<input type="checkbox"/> Individual							
<input type="checkbox"/> Other - Describe in an exhibit	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="padding: 5px;">Exhibit No. N/A</td> </tr> </table>	Exhibit No. N/A					
Exhibit No. N/A							

2. List the transferee/assignee, and, if the transferee/assignee is not a natural person, each of its officers, directors, stockholders beneficially holding more than 5% of the outstanding voting shares, general partners, and limited partners holding an equity interest of more than 5%. Use only one column for each individual or entity. Attach additional pages if necessary. (Read carefully - the lettered items below refer to corresponding lines in the following table.)

- (a) Name, residence, occupation or principal business, and principal place of business. (If other than an individual, also show name, address and citizenship of natural person authorized to vote the voting securities of the applicant that it holds.) List the applicant first, officers next, then directors and, thereafter, remaining stockholders and/or partners.
- (b) Citizenship.
- (c) Relationship to the transferee/assignee (e.g., officer, director, etc.)
- (d) Number of shares or nature of partnership interest.
- (e) Number of votes.
- (f) Percentage of votes.

(a)	See Exhibit 3	
(b)		
(c)		
(d)		
(e)		
(f)		

3. If the applicant is a corporation or a limited partnership, is the transferee/assignee formed under the laws of, or duly qualified to transact business in, the State or other jurisdiction in which the system operates?

☐ Yes ☒ No

Exhibit No.
4

4. Has the transferee/assignee had any interest in or in connection with an application which has been dismissed or denied by any franchise authority?

☐ Yes ☒ No

Exhibit No.
5

5. Has an adverse finding been made or an adverse final action been taken by any court or administrative body with respect to the transferee/assignee in a civil, criminal or administrative proceeding, brought under the provisions of any law or regulation related to the following: any felony; revocation, suspension or involuntary transfer of any authority (including cable franchises) to provide video programming services; mass media related antitrust or unfair competition; fraudulent statements to another governmental unit; or employment discrimination?

☐ Yes ☒ No

Exhibit No.
6

6. Are there any documents, instruments, contracts or understandings relating to ownership or future ownership rights with respect to any attributable interest as described in Question 2 (including, but not limited to, non-voting stock interests, beneficial stock ownership interests, options, warrants, debentures)?

☐ Yes ☒ No

Exhibit No.
N/A

7. Do documents, instruments, agreements or understandings for the pledge of stock of the transferee/assignee, as security for loans or contractual performance, provide that: (a) voting rights will remain with the applicant, even in the event of default on the obligation; (b) in the event of default, there will be either a private or public sale of the stock; and (c) prior to the exercise of any ownership rights by a purchaser at a sale described in (b), any prior consent of the FCC and/or of the franchising authority, if required pursuant to federal, state or local law or pursuant to the terms of the franchise agreement will be obtained?

☐ Yes ☒ No

Exhibit No.
7

SECTION III - TRANSFEREE'S/ASSIGNEE'S FINANCIAL QUALIFICATIONS

1. The transferee/assignee certifies that it has sufficient net liquid assets on hand or available from committed resources to consummate the transaction and operate the facilities for three months.

☒ Yes ☐ No

2. Attach as an Exhibit the most recent financial statements, prepared in accordance with generally accepted accounting principles, including a balance sheet and income statement for at least one full year, for the transferee/assignee or parent entity that has been prepared in the ordinary course of business, if any such financial statements are routinely prepared. Such statements, if not otherwise publicly available, may be marked CONFIDENTIAL and will be maintained as confidential by the franchise authority and its agents to the extent permissible under local law.

Exhibit No.
8

SECTION IV - TRANSFEREE'S/ASSIGNEE'S TECHNICAL QUALIFICATIONS

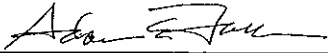
Set forth in an Exhibit a narrative account of the transferee's/assignee's technical qualifications, experience and expertise regarding cable television systems, including, but not limited to, summary information about appropriate management personnel that will be involved in the system's management and operations. The transferee/assignee may, but need not, list a representative sample of cable systems currently or formerly owned or operated.

Exhibit No.
9

SECTION V - CERTIFICATIONS

PART 1 - Transferor/Assignor

All the statements made in the application and attached Exhibits are considered material representations, and all the Exhibits are a material part hereof and are incorporated herein as if set out in full in the application.

I CERTIFY that the statements in this application are true, complete and correct to the best of my knowledge and belief and are made in good faith. WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001.	Signature 
	Date October 1, 2018
	Print full name Adam Falk
Check appropriate classification: <input type="checkbox"/> Individual <input type="checkbox"/> General Partner <input checked="" type="checkbox"/> Corporate Officer <input type="checkbox"/> Other. Explain: Senior Vice President of State Government Affairs	

PART II - Transferee/Assignee

All the statements made in the application and attached Exhibits are considered material representations, and all the Exhibits are a material part hereof and are incorporated herein as if set out in full in the application.

The transferee/assignee certified that he/she:

- (a) Has a current copy of the FCC's Rules governing cable television systems.
- (b) Has a current copy of the franchise that is the subject of this application, and of any applicable state laws or local ordinances and related regulations.
- (c) Will use its best efforts to comply with the terms of the franchise and applicable state laws or local ordinances and related regulations, and to effect changes, as promptly as practicable, in the operation of the system, if any changes are necessary to cure any violations thereof or defaults thereunder presently in effect or ongoing.

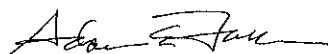
I CERTIFY that the statements in this application are true, complete and correct to the best of my knowledge and belief and are made in good faith. WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001.	Signature 
	Date October 1, 2018
	Adam E. Falk
Check appropriate classification: <input type="checkbox"/> Individual <input type="checkbox"/> General Partner <input checked="" type="checkbox"/> Corporate Officer <input type="checkbox"/> Other: Explain: Senior Vice President, State Government Affairs	

Exhibit 1

DESCRIPTION OF TRANSACTION

The internal reorganization will reduce the number of operating entities and subsidiaries of the assignee's parent, Charter Communications, Inc. ("Charter") and will align Charter's cable operations into regional entities. The steps necessary to complete this internal reorganization will conclude and be fully consummated by approximately the second quarter of 2019, and will produce no operational changes. There is no single agreement or similar instrument or conveyance specifying the terms of the internal reorganization, and the internal reorganization will have no effect on the legal qualifications or the services and operations provided in your community.

Exhibit 2

Assignee, and the legal entity holding the franchise for the cable system that is the subject of this FCC Form 394, have no current plans to materially change the terms and conditions of service or operations of the system. The cable system will continue to operate pursuant to the terms of the franchise agreement and applicable law after the consummation of the internal reorganization. Given the evolving technological and commercial environments in which the cable system operates, changes in service may occur in order to improve the offerings provided to subscribers, even if the precise nature and timing of those changes cannot be specified now. For these reasons, assignee, and the legal entity holding the franchise for the cable system that is the subject of this Form 394, reserves the right to make service and operational changes in accordance with the terms of the franchise and applicable law.

Exhibit 3

Spectrum Mid-America, LLC is a subsidiary of Charter, a publicly traded Delaware corporation. Contingent upon the events described in Exhibit 1, the current cable franchisee will merge with and into Spectrum Mid-America, LLC which will become the surviving entity, and the new franchisee in your community, with no change or impact to the existing shares or shareholders of the ultimate parent, Charter.

The following table sets forth each holder of more than 5% of outstanding shares of the Class A common stock of Charter as of February 23, 2018:

Name	Shares Beneficially Owned(1)	
	Number	Percent of Class
5% Stockholders:		
Liberty Broadband Corporation(2) 12300 Liberty Boulevard Englewood, CO 80112	70,096,104	25.01%
Advance/Newhouse Partnership(3) One World Trade Center, 44 th Floor New York, New York 10007	34,778,200	12.7%

- (1) Beneficial ownership is determined in accordance with the rules and regulations of the SEC. These rules generally provide that a person is the beneficial owner of securities if such person has or shares the power to vote or direct the voting thereof, or to dispose or direct the disposition thereof or has the right to acquire such powers within 60 days. Shares shown in the table above include shares held in the beneficial owner's name or jointly with others, or in the name of a bank, nominee or trustee for the beneficial owner's account.

Common stock subject to options that are currently exercisable or exercisable within 60 days of February 23, 2018 are deemed to be outstanding and beneficially owned by the person holding the options. These shares, however, are not deemed outstanding for the purposes of computing the percentage ownership of any other person. Percentage of beneficial ownership is based on 237,788,840 shares of Class A common stock outstanding as of February 23, 2018, including Charter Communications Holdings, LLC common and preferred units on an as-if-converted basis. Each holder of Class A common stock is entitled to one vote per share. Except as disclosed in the footnotes to this table, we believe that each stockholder identified in the table possesses sole voting and investment power over all shares of common stock shown as beneficially owned by the stockholder. Each share of Class A common stock is entitled to one vote.

- (2) Based on the Schedule 13D/A filed by Liberty Broadband on December 29, 2017. Of the shares reported in the Schedule 13D/A, Liberty Broadband reported that it had sole voting and dispositive power over 54,072,264 shares, that it shared voting and dispositive power with Liberty Interactive Corporation with respect to 5,358,401 shares and that it shared voting and dispositive power with A/N over 16,023,840 shares on an as-converted and as-exchanged basis. John C. Malone, Chairman of the Board of Directors of Liberty Broadband and a director emeritus of Charter, may be deemed to have voting and dispositive control, pursuant to Rule 13d-3(a), over the shares of Charter owned by Liberty Broadband as a result of the positions he holds with Liberty Broadband as well as his control of approximately 47% of the voting power of Liberty Broadband, among other factors. Mr. Malone, however, disclaims beneficial ownership of any Charter shares owned by Liberty Broadband on the basis that he is not, individually, a party to any agreement, arrangement or understanding relating to the voting or disposition of any such shares. Decisions with respect to the voting or disposition of any Charter shares owned by Liberty Broadband are made by Liberty Broadband's board of directors.
- (3) Based on a Schedule 13D, Amendment No. 2, dated December 21, 2017 and filed on December 22, 2017 by Advance/Newhouse Partnership ("A/N"), Newhouse Broadcasting Corporation ("NB"), Advance Publications, Inc. ("AP"), Newhouse Family Holdings, L.P. ("NF") and Advance Long-Term Management Trust ("ALM"). The 13D, Amendment No. 2, reports as follows: A/N, NB, AP, NF and ALM reported sole voting and dispositive power over all 34,788,200 of the reported shares. The 13D, Amendment No. 1, reported that the shares reported as beneficially owned represented 34,788,200 shares of Class A Common Stock (including Class B Common Units and Convertible Preferred Units on an as-converted, as-exchanged basis).

The Principal Officers and Directors of Charter appear below.

OFFICERS

Thomas M. Rutledge	Chairman and Chief Executive Officer
John R. Bickham	President and Chief Operating Officer
Christopher L. Winfrey	Chief Financial Officer
David Ellen	Senior Executive Vice President
Richard R. Dykhouse	Executive Vice President, General Counsel and Corporate Secretary
Jonathan Hargis	Executive Vice President, Chief Marketing Officer
Thomas Adams	Executive Vice President, Field Operations
Michael Dwight Bair	Executive Vice President, Spectrum Networks
James Blackley	Executive Vice President, Engineering and Information Technology
Catherine C. Bohigian	Executive Vice President, Government Affairs
Richard J. DiGeronimo	Executive Vice President, Product and Strategy
David Kline	Executive Vice President and President of Spectrum Reach
Paul Marchand	Executive Vice President, Human Resources
Kathleen Mayo	Executive Vice President, Customer Operations
Phillip Meeks	Executive Vice President and President of Spectrum Enterprise
Thomas Montemagno	Executive Vice President, Programming Acquisition
James Nuzzo	Executive Vice President, Business Planning
David Scott Weber	Executive Vice President, Network Operations
Kevin D. Howard	Senior Vice President, Finance, Controller, Chief Accounting Officer

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DIRECTORS

W. Lance Conn
Kim C. Goodman
Craig A. Jacobson
Thomas M. Rutledge
Eric L. Zinterhofer

John D. Markley, Jr.
David C. Merritt
James E. Meyer
Gregory B. Maffei

Michael A. Newhouse
Mauricio Ramos
Steven A. Miron
Balan Nair

John C. Malone – Director Emeritus

The business address for all officers and directors is 400 Atlantic Street, Stamford, CT 06901.

Exhibit 4

Assignee is a Delaware limited liability company and an affiliate of the legal entity holding the franchise. To the extent required by applicable law, the assignee is or will be after the closing of the transactions, qualified to transact business in the State or Commonwealth in which the system is operated.

Exhibit 5

Assignee has had no interest in, or connection with, an application that has been dismissed or denied by a franchising authority. In May 2018, another Charter affiliate applied to the New York Public Service Commission ("NYPSC") for approval of a transfer of certain cable systems serving several towns in Hamilton County, New York. Despite transfer approvals from the towns within which the cable systems were located, the NYPSC did not approve the transaction. Charter decided not pursue the systems further. *See Application of Time Warner Cable Northeast LLC for Approval of a Transfer of Control of Five Cable Television Franchises from Hamilton County Cable T.V., Inc.* Case 17-V-0733 (May 17, 2018).

Exhibit 6

Except as set forth below, no adverse findings have been made and no final actions have been taken within the last ten (10) years with respect to Assignee or parents, affiliates, or subsidiaries related to any of the items listed in Section II, Question 5 of the assignee FCC Form 394.¹⁴⁶

United States of America and State of New York v. Verizon Communications, Inc. et al. Case No. 1:12-CV-01354 (2013). A Charter predecessor, Time Warner Cable Inc. ("TWC") in 2013 entered into a settlement agreement that resulted in a final order issued by the United States District Court in the District of Columbia resolving certain antitrust claims brought against a number of communications providers including TWC.

Bevars v. Charter, Wisconsin Department of Workforce Development (DWD) Complaint No. CR201000952. Complainant alleged that she was discriminated against based on her conviction record when an offer of employment was rescinded by Charter. On June 4, 2010, the DWD determined that there was probable cause to believe that Charter may have violated the Wisconsin Fair Employment Act by refusing to hire Complainant based on her conviction record. Charter disputed the determination, but, in order to avoid incurring unnecessary costs and expenses, resolved the matter through settlement.

Castellano v. Charter, United States District Court for the Western District of Washington No. 12-cv-05845. Complainant alleged that he was discriminated against based on disability and was also retaliated against. On February 26, 2014, a jury verdict was entered against Charter.

Castillo and Boonnak v. Time Warner Cable of New York City, a Division of Time Warner Entertainment Co., L.P., United States District Court for the Southern District of New York No. 1:09-cv-7644. Plaintiffs (then current employees) alleged claims of discrimination and harassment based on race and national origin and retaliation in violation of Title VII, the New York State Human Rights Law and New York City Human Rights Law on September 2, 2009. The Court dismissed Boonnak's claims in their entirety at trial following the presentation of Plaintiffs' case. With respect to Castillo, the jury found for TWC on eight of his nine claims, and awarded him a de minimus award of \$5,000 on his claims of harassment under the New York City Human Rights Law (which provides a more lenient standard of recovery compared to its federal and state counterparts).

Charter Communications and Time Warner Cable Joint Petition, 15-01446/15-M-0388. The New York Public Service Commission ("NYPSC") revoked its January 2016 approval of Charter's acquisition of Time Warner Cable's ("TWC") New York operations. To implement aspects of this first order, the NYPSC filed a judicial petition in New York state court on July 30, 2018 seeking penalties and injunctive relief. Charter has substantial defenses and appeal rights, is defending against these unprecedented actions by the NYPSC and believe that it is in compliance with the NYPSC's conditions of its approval of Charter's acquisition of TWC's New York operations and with applicable law.

Courtain v. Charter, Superior Court of California, County of Butte, No. 161016. Plaintiff, a former Charter Account Executive, filed a wage claim with the California Labor Commissioner, alleging that he was not paid for all earned commissions. Specifically, Plaintiff asserts that Charter was not permitted to charge back a portion of certain previously paid commissions connected to late-paying accounts. Following a hearing and October 8, 2013 adverse decision of the Labor Commissioner, Charter appealed the ruling to the Superior Court of California. The trial court judge ruled that Charter was required to pay the claimed commissions.

Gostola v. Charter, United States District Court for the Eastern District of Michigan, No. 13-15165-BC. On December 18, 2013 Plaintiff alleged that Charter interfered with her FMLA leave by evaluating and disciplining Plaintiff based, at least in part, on the time she was absent on FMLA leave. The Court granted Plaintiff's motion for summary judgment and Charter ultimately resolved the matter through settlement on May 19, 2015.

Kidd v. Charter, United States District Court for the Western District of Michigan No. 1:13-cv-493.

¹⁴⁶ With respect to employment claims related to properties previously owned by Charter predecessor Bright House Networks, LLC, records were located dating back to 2012.

Plaintiff alleged that Charter terminated her employment in violation of the FMLA and Michigan Persons with Disabilities Civil Rights Act. On May 29, 2015, a jury verdict was entered against Charter on the FMLA interference claim, and in Charter's favor on the FMLA retaliation and discrimination claim.

Marcin v. Charter, EEOC and Wisconsin Department of Workforce Development (DWD) Complaint No. CR201201053. Complainant alleged that he was discriminated against based on his arrest record. On June 18, 2013, the DWD determined that there was probable cause to believe that Charter may have violated the Wisconsin Fair Employment Act by discriminating against the Complainant based on his arrest record. A hearing on the merits of the complaint was held on February 12, 2014. On December 30, 2014, the administrative law judge issued a decision adverse to Charter. Charter appealed the decision to the State of Wisconsin Labor and Industry Review Commission and the administrative law judge's decision was upheld.

Perona v. Time Warner Cable, United States District Court for the Central District of California No. 5:14-CV-02501-PA MWF-SP. On October 20, 2014, Plaintiff alleged that TWC discriminated against her because of her disability, failed to accommodate her disability, failed to engage in the interactive process with her, retaliated against her, and wrongfully terminated her. After TWC obtained partial summary judgment, TWC prevailed on disability discrimination, failure to accommodate, retaliation, IIED, and claims relating to an alleged unlawful medical inquiry at trial, but a jury verdict was entered in favor of Plaintiff on one cause of action, failure to engage in the interactive process, for \$160,000.

Exhibit 7

The Amended and Restated Guarantee and Collateral Agreement, dated March 31, 2010 by certain subsidiaries of Charter Communications, Inc. in favor of Bank of America, N.A., as administrative agent (the "Collateral Agreement") provides that voting rights will transfer to the lenders upon an event of default. Therefore, while the answer to subpart (a) of Section II, Question 7 of the FCC Form 394 is "No," the answer to subparts (b) and (c) is "Yes." With respect to the voting rights and other matters in the Collateral Agreement, the lenders may not take any action without first obtaining any required governmental approvals including from the FCC and/or the franchising authority. In addition to the Collateral Agreement, the following agreements provide security rights that are pari passu with those under the Collateral Agreement: (1) Collateral Agreement, dated as of May 18, 2016, by certain subsidiaries of Charter Communications, Inc. in favor of The Bank of New York Mellon Trust Company, N.A., as collateral agent; and (2) Guarantee and Collateral Agreement, dated as of July 16, 2018, by certain subsidiaries of Charter Communications, Inc. in favor of Wells Fargo Trust Company, N.A., as Collateral Agent.

Exhibit 8

A copy of Charter's Annual Report on Form 10-K filed with the Federal Securities and Exchange Commission for the year ending December 31, 2017 is available at:

<https://www.sec.gov/Archives/edgar/data/1091667/000109166718000025/0001091667-18-000025-index.htm>

A copy of Charter's Quarterly Report on Form 10-Q filed with the Federal Securities and Exchange Commission for the quarter ending April 15, 2018 is available at:

<https://www.sec.gov/Archives/edgar/data/1091667/000109166718000063/0001091667-18-000063-index.htm>

A copy of Charter's Quarterly Report on Form 10-Q filed with the Federal Securities and Exchange Commission for the quarter ending June 30, 2018 is available at:

<https://www.sec.gov/Archives/edgar/data/1091667/000109166718000090/0001091667-18-000090-index.htm>

Exhibit 9

Assignee is a subsidiary of Charter. Charter is the second largest cable operator in the United States and a leading broadband communications services company providing video, Internet and voice services to approximately 27.2 million residential and business customers as of December 31, 2017. Domiciled in Delaware and headquartered in Stamford, Connecticut, Charter operates in 43 states and employs more than 93,000 people.

Charter's core strategy is to deliver high quality products at competitive prices, combined with outstanding service. Streamlining its operating structure will enable Charter to continue offering high-quality, competitively priced services more efficiently, while continuing to invest in new products and services. This FCC Form 394 relates solely to a simplification of Charter's operating structure and its provision of cable service and there will be no change to Charter's technical qualifications to continue to provide cable service over a cable system.

More information regarding Charter's products and services is available at:

<https://www.sec.gov/Archives/edgar/data/1091667/000109166718000025/0001091667-18-000025-index.htm>.