

RECEIVED**MAR 27 2020**PUBLIC SERVICE
COMMISSION

March 10, 2020

Rebecca Goodman
Secretary
Kentucky Public Service Commission
211 Sower Boulevard,
Frankfort, Kentucky 40602-0615
Phone: (502) 564-3940**Re: Notice of Internal, *Pro Forma* Reorganization**

Dear Ms. Collier:

On behalf of Comcast Phone of Kentucky, LLC (“Comcast Phone of Kentucky”), I write to provide notice of a *pro forma* intra-corporate reorganization as described herein.

Under the reorganization, Comcast Phone of Kentucky’s immediate corporate parent, Comcast Phone II, LLC (“Comcast Phone II”), will be merged into Comcast Phone, LLC (“Comcast Phone”). Thereafter, Comcast Phone of Kentucky will be a wholly owned subsidiary of Comcast Phone, LLC. All three entities are indirect wholly owned subsidiaries of Comcast Corporation and their ultimate ownership and control will not change. In all material respects, the *pro forma* reorganization will have no impact on the public. No Commission action is required with respect to the reorganization. This notice is being provided as a courtesy and to update the Commission’s records.

I. DESCRIPTION OF THE PARTIES**A. Comcast Phone of Kentucky, LLC**

Comcast Phone of Kentucky is a Delaware limited liability company with its principal place of business at One Comcast Center, Philadelphia, Pennsylvania 19103-2838. Comcast Phone of Kentucky is currently a 100%, wholly-owned subsidiary of Comcast Phone II, LLC.

Comcast Phone of Kentucky holds a Certificate of Authority to provide access services within the State of Kentucky, pursuant to the Commission’s Order dated April 21, 2005.¹ Comcast Phone of Kentucky’s services and its legal, technical, managerial, and financial

¹ Order, *Comcast Phone of Kentucky, LLC*, Filing No. 892-T-3219 (April 21, 2005).

qualifications to provide services were described in connection with its application for authority to provide telecommunications services in Kentucky, are reflected in its operations since then, and are, therefore, a matter of public record. Comcast Phone of Kentucky respectfully requests that the Commission take official notice of that information and incorporate it herein by reference.

B. Comcast Phone II, LLC

Comcast Phone II is a Delaware limited liability company with its principal place of business at One Comcast Center, Philadelphia, Pennsylvania 19103-2838. Comcast Phone II is a 100% wholly owned indirect subsidiary of Comcast Corporation.

C. Comcast Phone, LLC

Comcast Phone is a Delaware limited liability company with its principal place of business at One Comcast Center, Philadelphia, Pennsylvania 19103-2838. Comcast Phone is a 100% wholly owned indirect subsidiary of Comcast Corporation.

D. Comcast Corporation

Comcast Corporation is a publicly traded Pennsylvania corporation with its principal place of business at One Comcast Center, Philadelphia, Pennsylvania 19103-2838. Through its operating subsidiaries, Comcast Corporation is a leading provider of cable television, high-speed Internet access, voice, and other communications services to millions of customers across the country.

II. DESCRIPTION OF TRANSACTION

A. *Pro Forma* Intra-corporate Reorganization

Under the current corporate structure, Comcast Phone and Comcast Phone II are both 100 percent indirectly owned subsidiaries of Comcast Corporation. Comcast Phone of Kentucky is currently a direct 100 percent wholly-owned subsidiary of Comcast Phone II. Under the *pro forma* intra-corporate reorganization, Comcast Phone II will be merged into Comcast Phone. Comcast Phone of Kentucky will thereafter become a direct, wholly-owned subsidiary of Comcast Phone. The reorganization is being undertaken to streamline and simplify Comcast Corporation's internal corporate structure. Diagrams of the pre- and post-reorganization structure is attached hereto as Exhibit A.

The *pro forma* reorganization, which is expected to be finalized on or after April 15, 2020, will not result in a transfer of control of Comcast Phone of Kentucky because its ultimate parent, Comcast Corporation, will remain the same. Comcast Phone of Kentucky's day-to-day operations will continue to be managed by the same personnel, and the reorganization will not affect rates, terms or conditions of services. The reorganization is therefore consistent with the public interest.

No Commission action is required with respect to this reorganization. This notice is being provided to update the Commission's records. Please do not hesitate to contact me at 202-973-4227 or michaelsloan@dwt.com if you have any questions about this matter.

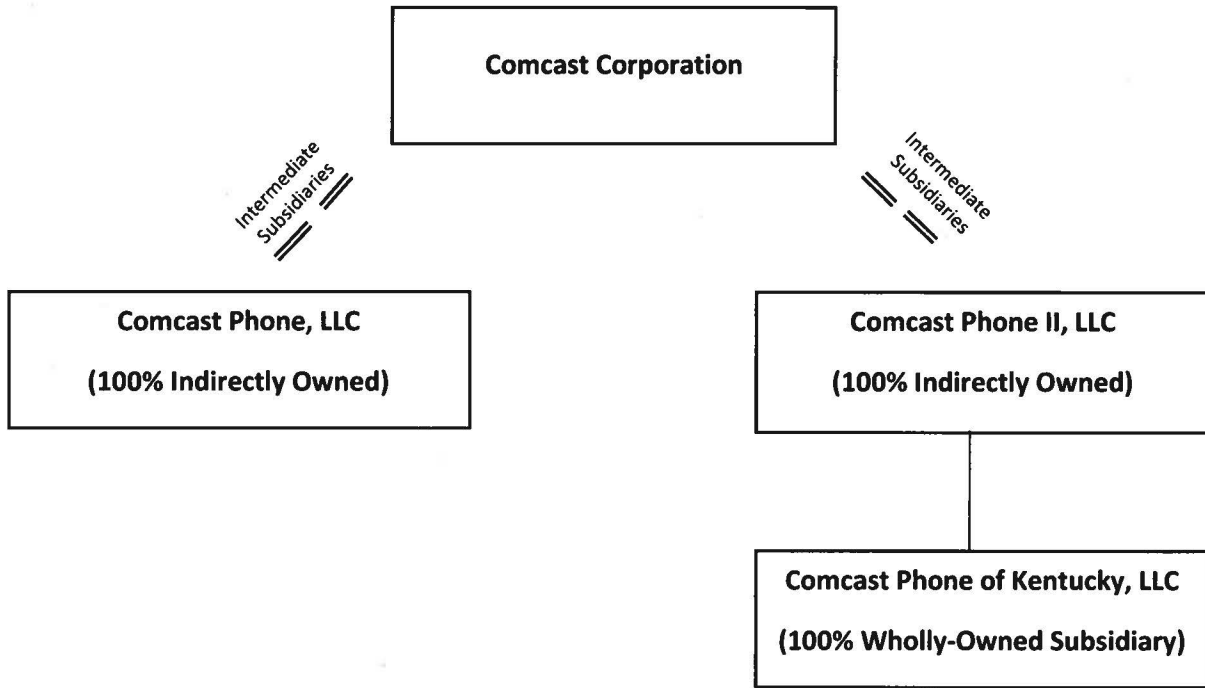
Respectfully Submitted,

A handwritten signature in black ink that reads "Michael C. Sloan". The signature is written in a cursive style with a large, stylized "M" and "S".

Michael C. Sloan
Davis Wright Tremaine LLP
1919 Pennsylvania Ave., NW
Washington, DC 20006

cc: Beth O'Donnell

Pre-Reorganization Chart



Post-Reorganization Chart

Comcast Corporation

*Intermediate
Subsidiaries*

Comcast Phone, LLC
(100% Indirectly Owned)

Comcast Phone of Kentucky, LLC
(100% Wholly-Owned Subsidiary)

