

Joint Petitioner Averment
Confidential Documents and Information

A. Identification of Document or Information

The purchase price to be paid by Comcast of Connecticut/Georgia/ Massachusetts/New Hampshire/New York/North Carolina/ Virginia/Vermont, LLC (“Comcast”) for purchase of Southern Vermont Cable Company (“SVCC”), as stated on Page 3, Lines 6 and 7, in the Prefiled Testimony of Scott G. Wheeler, dated March 4, 2020, and filed on behalf of the Vermont Department of Public Service.

B. Degree of Confidential Information

The Asset Purchase Agreement for Comcast’s purchase of SVCC contains proprietary and commercially sensitive information, including the purchase price to be paid by Comcast for purchase of SVCC. Additionally, the Asset Purchase Agreement contains a confidentiality provision which prohibits disclosure of all non-public information regarding SVCC’s system and its assets.

C. Confidentiality Factors

i. Extent Information Known Outside Company

The purchase price for SVCC is not shared outside of either Comcast or SVCC. Further, both Comcast and SVCC limit distribution of this information to employees, management, agents and counsel who require access to such information for performance of their job or engagement. This information has not been shared with persons outside the company except for such agents and counsel who are under obligation to hold such information in confidence.

ii. Extent Information Known by Employees and Independent Contractors

The above information is not available to either Comcast or SVCC employees, counsel or authorized agents outside of those who require such information for the performance of their job. One measure of employee performance is their reliability in handling sensitive information or materials and in maintaining confidentiality.

iii. Measures Taken to Guard Security

Both Comcast and SVCC limit access to this information to appropriate personnel, and it is not disseminated (hard copy or electronically) beyond those employees who require such information for their job. Comcast also monitors employee e-mail and computer usage, and there is a security pass for entry/exit of facilities, including for visitors. Computer firewalls and other arrangements at Comcast render data used by certain departments inaccessible to personnel outside those departments.

iv. Value of Information to Company and Competitors

Both Comcast and SVCC operate in a very competitive environment in Vermont. Comcast's video competitors include two satellite dish providers, Burlington Telecom, VTel, and Consolidated Communications. SVCC's video competitors include two satellite dish providers and Consolidated Communications. Additionally, there are non-video competitors within Comcast's service area who are actively expanding and upgrading their networks. The purchase price to be paid by Comcast for the purchase of SVCC would be valuable to a competitor as it provides insight into Comcast's finances and operations in Vermont.

v. Amount of Money or Effort to Develop Information

Both Comcast and SVCC have incurred costs in order to develop the purchase price and to reach agreement on the terms and conditions of the Asset Purchase Agreement. Additionally, Comcast has expended significant funds and efforts to develop a secure system to ensure that such information remains secret in a business environment where competition occurs based on price and through the rapid, targeted deployment and introduction of new technologies, services and marketing strategies.

vi. Cost/Difficulty in Acquiring/Duplicating Information

A competitor would have to finance and/or conduct its own field analyses and other work activity to acquire the information in this report and could not be able to replicate this information readily.

vii. Harm of Disclosure

For Comcast, as the Buyer, disclosure of the purchase price prejudices the negotiation of other purchases or sales the entity may be engaged in or may engage in at future times; disclosure of the purchase price could be valuable to competitors in the marketplace as an indicator of the Buyer's assessment of the customer base and services offered or to be offered and could be of value to competitors in making decisions about their own system and service investments, pricing, and strategies; and, in light of the size of the Buyer's operations in Vermont, the size of this acquisition does not leave any basis for concern that the purchase price is likely so excessive as to be a financial hardship on the Buyer.

For SVCC, as the Seller, disclosure of the purchase price, determining the value of SVCC's system, and determining whether the purchase price is appropriate are not relevant to the Commission's consideration of the qualifications of the Buyer.

D. Time Period

This information should not be disclosed publicly because it concerns Comcast's business on an ongoing basis.

E. Partial Disclosure or Redaction

This information cannot be reasonably or meaningfully disclosed in partial or redacted form.

F. Other Factors

Ernest Scialabba, the current owner of SVCC, is a private of resident of Vermont and as such, disclosure of the purchase price will adversely affect Mr. Scialabba's personal financial privacy and security.