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October 31, 2024

Honorable Michelle L. Phillips
Secretary
New York State Public Service Commission
Three Empire State Plaza
Albany, NY 12223

Re: Case 24-C-____

Dear Secretary Phillips:

Enclosed please find the Joint Petition of Verizon Communications Inc., Frontier Communications Parent, Inc., Frontier Telephone of Rochester, Inc., Frontier Communications of Seneca-Gorham, Inc., Ogden Telephone Company, Frontier Communications of Sylvan Lake, Inc., Frontier Communications of New York, Inc., Citizens Telecommunications Company of New York, Inc., Frontier Communications of Ausable Valley, Inc., Frontier Communications of Rochester Inc., and Frontier Communications of America, Inc. for Approval of a Proposed Transaction Pursuant to Sections 99 and 100 of the Public Service Law.

Respectfully submitted,

Joseph A. Post

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STATE OF NEW YORK
PUBLIC SERVICE COMMISSION

Joint Petition of Verizon Communications Inc., Frontier Communications Parent, Inc., Frontier Telephone of Rochester, Inc., Frontier Communications of Seneca-Gorham, Inc., Ogden Telephone Company, Frontier Communications of Sylvan Lake, Inc., Frontier Communications of New York, Inc., Citizens Telecommunications Company of New York, Inc., Frontier Communications of Ausable Valley, Inc., Frontier Communications of Rochester, Inc., and Frontier Communications of America, Inc. for Approval of a Proposed Transaction Pursuant to Sections 99 and 100 of the Public Service Law	**Case 24-C-_______**

VERIFIED JOINT PETITION FOR APPROVAL OF A PROPOSED TRANSACTION PURSUANT TO SECTIONS 99 AND 100 OF THE PUBLIC SERVICE LAW

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October 31, 2024

TABLE OF CONTENTS

Page

TABLE OF CONTENTS

Page

LIST OF EXHIBITS

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NEW YORK
PUBLIC SERVICE COMMISSION

Joint Petition of Verizon Communications Inc., Frontier Communications Parent, Inc., Frontier Telephone of Rochester, Inc., Frontier Communications of Seneca-Gorham, Inc., Ogden Telephone Company, Frontier Communications of Sylvan Lake, Inc., Frontier Communications of New York, Inc., Citizens Telecommunications Company of New York, Inc., Frontier Communications of Ausable Valley, Inc., Frontier Communications of Rochester, Inc., and Frontier Communications of America, Inc. for Approval of a Proposed Transaction Pursuant to Sections 99 and 100 of the Public Service Law	**Case 24-C-_______**

VERIFIED JOINT PETITION FOR APPROVAL OF A PROPOSED TRANSACTION PURSUANT TO SECTIONS 99 AND 100 OF THE PUBLIC SERVICE LAW

I. INTRODUCTION

By this Joint Petition, Verizon Communications Inc. ("Verizon Communications"), Frontier Communications Parent, Inc. ("Frontier Parent"), and Frontier Telephone of Rochester, Inc., Frontier Communications of Seneca-Gorham, Inc., Ogden Telephone Company, Frontier Communications of Sylvan Lake, Inc., Frontier Communications of New York, Inc., Citizens Telecommunications Company of New York, Inc., Frontier Communications of Ausable Valley, Inc., Frontier Communications of Rochester, Inc., and Frontier Communications of America, Inc., all of which are indirect wholly-owned subsidiaries of Frontier Parent (together, the "Regulated Frontier Operating Companies"),[1] request approval of the New York Public Service Commission ("Commission") pursuant to §§ 99 and 100 of the Public Service Law of a proposed

[1] "Verizon" will be used in this Petition to refer to Verizon Communications and/or any or all of its direct or indirect subsidiaries, as may be applicable in particular contexts. Similarly, "Frontier" will be used to refer to Frontier Parent and/or any or all of its direct and indirect subsidiaries, as applicable in particular contexts.

parent-level transaction (the "Transaction") in which, pursuant to an Agreement and Plan of Merger dated September 4, 2024 (the "Agreement"),[2] Frontier Parent will become a wholly-owned subsidiary of Verizon Communications, and the Regulated Frontier Operating Companies will therefore become indirect wholly-owned subsidiaries of Verizon Communications.[3] The corporate identities, authorizations, rights, obligations, rates, and services of the Regulated Frontier Operating Companies will not be changed by the Transaction, and the Transaction will therefore be transparent to the customers of those companies.

As discussed in greater detail in Section IV, below, the Transaction will build upon Verizon's recognized leadership in building and deploying cutting-edge networks and its commitment to prioritizing consumer choice while serving local communities. Verizon possesses the financial standing and expertise necessary to optimize Frontier's networks. By leveraging its significant financial strength, capital resources, and unparalleled technology, tools,

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[2] A copy of the Agreement and Plan of Merger is provided as **Exhibit A** to this Petition and can be found at: https://www.sec.gov/Archives/edgar/data/732712/000119312524213664/d828371dex21.htm.

[3] While the Transaction is a parent-level transaction that involves no direct transfer of the stock or assets of any regulated company, for purposes of this Petition Petitioners respectfully request Commission approval, to the extent required, of the acquisition by Verizon Communications of Frontier Parent pursuant to the Agreement in accordance with Publ. Serv. L. §§ 99 and 100. The Petitioners believe that the Transaction would not in any event require Commission authorization or consent under any provision of the Public Service Law other than §§ 99 and 100. To the extent that the Commission concludes that the Transaction does require its authorization or consent under any other statute, this Petition should be deemed to request such authorization or consent.

The Transaction does not require approval under Publ. Serv. L § 222, because none of the entities being transferred are subject to Article 11 of the Public Service Law. While two of the Regulated Frontier Operating Companies, Citizens Telecommunications Company of New York, Inc. and Frontier Communications of New York, Inc., are parties to a total of sixteen cable-television franchise agreements with municipalities in the State (listed in **Exhibit B** to this Petition), each entity has fewer than 50 cable-television subscribers (both entities in fact have a collective total of fewer than 50 cable-television subscribers). Frontier filed a certificate with the Commission in Matter 09-01904 confirming that each entity had fewer than 50 such subscribers as of December 31, 2023, which remains the case today. Thus, neither entity owns or operates a "cable television system" as defined under Publ. Serv. L. § 212(2), and both are therefore exempt from the requirements of Article 11. *See* Publ. Serv. L. §§ 211 & 212.

and training, Verizon will build on Frontier's post-restructuring efforts since April 2021 to expand services, increase value, and offer more choice to its customers. Enhancing consumer choice is a hallmark of Verizon's reputation, as evidenced by its demonstrated history of aggressively deploying next-generation broadband networks and services and offering differentiated pricing and service options, including low-income plans, content libraries, and personalized perks that result in award-winning customer satisfaction. Soon after the closing of the Transaction, current Frontier customers will have the opportunity to access the various offerings and substantial benefits that Verizon customers receive today.[4]

In addition, while Verizon is a global brand, it knows that understanding and engaging in the local communities it serves is a key to being a highly-regarded service provider. Customers in Frontier's incumbent local exchange carrier ("ILEC") service territories in New York will see that commitment through Verizon's dedication to promoting education, small businesses, public safety, and cutting-edge new technologies in its communities. Importantly, the benefits resulting from the Transaction will be achieved with no offsetting public interest harm, as Verizon and Frontier do not materially compete in New York. (The Frontier and Verizon ILEC service areas are shown in **Exhibit C** to this Petition.)

Verizon's resources and proven track record of excellence are particularly important for expanding upon Frontier's deployment of fiber networks and services. Frontier completed restructuring on April 30, 2021, with a new plan — Building Gigabit America™ — to expand and transform Frontier's fiber network to meet the rapidly increasing demand for data from both consumer and business customers. Frontier has deployed fiber to more than 200,000 locations in

[4] Discussion in this Petition of certain services not subject to Commission jurisdiction is not intended to imply that the Commission has jurisdiction over those services.

New York. This initiative has required substantial capital investment, and Frontier has incurred a significant amount of associated debt, which presents challenges for the company in both the short and long-term. For example, its debt level may place limitations on Frontier's ability to obtain additional financing on favorable terms and may affect its flexibility to react to competitive and other changes in the industry or aggressively continue its fiber expansion after 2026. The Transaction will allow Verizon to build on Frontier's Building Gigabit America™ efforts and will result in substantial benefits for New York consumers beyond what Frontier would be able to provide by continuing as a standalone company.

The Transaction will also provide continuity for Frontier's employees, including the technicians that work on Frontier's network. Verizon has longstanding relationships with the Communications Workers of America ("CWA") and the International Brotherhood of Electrical Workers ("IBEW"), each of which represents employees at Verizon and Frontier. Verizon will honor Frontier's collective bargaining agreements covering Frontier's unionized workforce, and it has agreed to certain employment-benefit commitments for non-union-represented employees, as described in greater detail below.

In order to maximize the benefits of this Transaction for the Regulated Frontier Operating Companies and their customers, and to mitigate the costs, burdens, and disruptions during the pendency of this Transaction, the Petitioners respectfully request that the Commission grant the requested approval as rapidly as its responsibilities allow.

II. THE PETITIONERS

A. VERIZON COMMUNICATIONS INC.

Verizon Communications is a Delaware corporation with its principal place of business at 1095 Avenue of the Americas, New York, New York 10036. It is a holding company whose operating subsidiaries collectively comprise one of the world's leading providers of communications, technology, information, and entertainment products and services to consumers, businesses, and government entities. With a presence around the world, Verizon offers data, video, and voice services and solutions on its networks and platforms that are designed to meet its customers' demand for mobility, reliable network connectivity, and security. In 2023, Verizon generated revenues of $134 billion. A coverage map reflecting Verizon's service areas is available on the company's website.[5]

Verizon and its predecessor companies have been providing communications services in New York State since the late nineteenth century. Over 125 years of experience has made Verizon well-acquainted with the opportunities and challenges presented by the provision of such services to residents, large and small businesses, and governmental entities in the State. The Verizon companies currently provide a wide range of wireline services and fixed and mobile wireless services, including broadband Internet access. Verizon has over 12,000 employees and millions of customers in the State, and in 2023 invested over $2 billion in plant and equipment in New York. The company is committed to digital inclusion, and supports a number of programs aimed at ensuring that everyone has the opportunity to realize the benefits of technology and to participate in the digital world.

B. FRONTIER COMMUNICATIONS PARENT, INC.

Frontier Parent, a Delaware corporation, is the parent corporation of the Regulated Frontier Operating Companies in New York, as well as the direct or indirect parent of numerous other Frontier companies across the nation. Its headquarters and principal place of business are located at 1919 McKinney Avenue, Dallas, Texas 75201. Frontier is a leading communications

[5] *See* Find Home Internet and Cell Phone Coverage In Your Area, VERIZON, https://www.verizon.com/coverage-map/.

and technology provider and the largest pure-play fiber provider in the United States. With approximately 13,300 employees serving more than 3.1 million customers in 25 states as of December 31, 2023, Frontier operates more than 50 ILECs and a small number of competitive local exchange carriers. Frontier also provides intrastate, interstate, and international long-distance service on a resale basis in each of the states where it operates as an ILEC. Frontier provides communications services to customers in urban, suburban, and rural communities in its service areas. It offers residential consumers, businesses, and wholesale customers a broad range of communications services — available as distinct products or in bundles — including data and Internet services, voice services, video services, access products, advanced hardware/network solutions, and other services. Frontier generated revenues of approximately $5.8 billion in 2023.

C. THE REGULATED FRONTIER OPERATING COMPANIES

Nine of the Petitioners operate as telephone corporations in New York.

1. Frontier Telephone of Rochester, Inc.

Frontier Telephone of Rochester is a New York corporation with its address at 180 South Clinton Avenue, Rochester, New York 14646 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Frontier Telephone of Rochester, an indirect wholly-owned subsidiary of Frontier Parent, is an ILEC that furnishes voice and internet services in 35 exchanges that include urban, suburban, and rural areas. As of June 30, 2024, Frontier Telephone of Rochester served 53,072 total access lines in New York.[6]

2. Frontier Communications of Seneca-Gorham, Inc.

Frontier Seneca-Gorham is a New York corporation with its address at 71 Main Street, Bloomfield, New York 14469 and principal offices located 1919 McKinney Avenue, Dallas,

[6] Frontier counts ISDN lines with a multiplier of 23.

Texas 75201. Frontier Seneca-Gorham, an indirect wholly-owned subsidiary of Frontier Parent, is an ILEC that furnishes voice and internet services in four exchanges that include rural and suburban areas. As of June 30, 2024, Frontier Seneca-Gorham served 1,430 total access lines in New York.

3. Ogden Telephone Company

Ogden Telephone is a New York corporation with its address at 21 West Avenue, Spencerport, New York 14559 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Ogden Telephone, an indirect wholly-owned subsidiary of Frontier Parent, is an ILEC that furnishes voice and internet services in three exchanges that include rural and suburban areas. As of June 30, 2024, Ogden Telephone served 2,232 total access lines in New York.

4. Frontier Communications of Sylvan Lake, Inc.

Frontier Sylvan Lake is a New York corporation with its address at Route 82, P.O. Box 338, Hopewell Junction, New York 12533 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Frontier Sylvan Lake, an indirect wholly-owned subsidiary of Frontier Parent, is an ILEC that furnishes voice and internet services in one exchange that includes rural and suburban areas. As of June 30, 2024, Frontier Sylvan Lake served 1,735 total access lines in New York.

5. Frontier Communications of New York, Inc.

Frontier New York is a New York corporation with its address at 145 North Main Street, Monroe, New York 10950 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Frontier New York, an indirect wholly-owned subsidiary of Frontier Parent, is an ILEC that furnishes voice, internet and video services in eight exchanges that include urban, suburban, and rural areas. As of June 30, 2024, Frontier New York served 11,860 total access lines in New York.

6. Citizens Telecommunications Company of New York, Inc.

Citizens New York is a New York corporation with its address at 137 Harrison Street, Johnstown, New York 12095 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Citizens New York, an indirect wholly-owned subsidiary of Frontier Parent, is an ILEC that furnishes voice, internet and video services in 128 exchanges that include urban, suburban and rural areas. As of June 30, 2024, Citizens New York served 48,921 total access lines in New York.

7. Frontier Communications of Ausable Valley, Inc.

Frontier Ausable Valley is a New York corporation with its address at 310 Front Street, Keeseville, New York 12944 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Frontier Ausable Valley, an indirect wholly-owned subsidiary of Frontier Parent, is an ILEC that furnishes voice and internet services in four exchanges located in rural areas. As of June 30, 2024, Frontier Ausable Valley served 1,083 total access lines in New York.

8. Frontier Communications of Rochester Inc.

Frontier Rochester is a Delaware corporation with its address at 137 Harrison Street, Gloversville, New York 12078 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Frontier Rochester, an indirect wholly-owned subsidiary of Frontier Parent, is authorized to provide intrastate service in New York pursuant to a Certificate of Public Convenience and Necessity issued in Case 94-C-0531.

9. Frontier Communications of America, Inc.

Frontier America is a Delaware corporation with its address at 137 Harrison Street, Gloversville, New York 12078 and principal offices located at 1919 McKinney Avenue, Dallas, Texas 75201. Frontier America, an indirect wholly-owned subsidiary of Frontier Parent, provides intrastate service in New York pursuant to a Certificate of Public Convenience and Necessity issued in Case 92-C-0802.

III. THE PROPOSED TRANSACTION

Under the Agreement, a wholly owned subsidiary of Verizon Communications that was created for purposes of the Transaction will be merged into Frontier Parent, with Frontier Parent surviving the merger. As a result, Frontier Parent will become a direct wholly-owned subsidiary of Verizon Communications, and the Regulated Frontier Operating Companies will all become indirect wholly-owned subsidiaries of Verizon Communications. As the Transaction will occur at the holding-company level, there will be no merger or dissolution of any regulated company, and no transfer of the customers or assets of any such company. The change in ownership will therefore be seamless for New York customers of the Regulated Frontier Operating Companies. Diagrams illustrating the ownership of Frontier Parent and the Regulated Frontier Operating Companies pre- and post-Transaction are provided as **Exhibit D** to this Petition.

Because the Transaction will occur at the parent (holding-company) level, the Regulated Frontier Operating Companies will retain all of their various authorizations to offer incumbent and competitive local exchange and interexchange services, and all associated regulatory rights and obligations. The Commission will retain the same regulatory authority over the Regulated Frontier Operating Companies as it has today.

IV. THE TRANSACTION IS IN THE PUBLIC INTEREST

The Commission has held that it will approve a proposed transaction where it makes an "affirmative public interest determination."[7] A transaction is in the public interest when it is

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[7] *See, e.g.,* Case 22-M-0698, Order Granting Joint Petition Subject to Conditions (issued and effective July 21, 2023), at 8-9.

expected to produce an incremental net benefit to New York customers.[8] As shown below, the Commission should find that the Transaction is in the public interest because post-Transaction, Verizon will provide important benefits to Frontier's customers without competitive harm.

Verizon's recognized leadership in building and deploying cutting-edge networks and its commitment to prioritizing consumer choice while serving local communities will benefit Frontier's customers. First, Verizon possesses the financial standing and expertise necessary to optimize the Frontier network. By leveraging its significant financial strength, capital resources, and unparalleled technology, tools, and training, Verizon will build on Frontier's post-restructuring efforts to invest in its network, increase customer value, and offer more choice to current Frontier customers in New York. Enhancing consumer choice is a hallmark of Verizon's reputation, as evidenced by the company's demonstrated history of aggressively deploying next-generation broadband networks and services and offering differentiated pricing and service options, including low-income plans, content libraries, and personalized perks that result in award-winning customer satisfaction. Soon after closing of the Transaction, current Frontier customers will have the opportunity to access the various offerings and substantial benefits that Verizon customers receive today.

In addition, while Verizon is a global brand, the company knows that understanding and engaging in the local communities it serves is a key to being a highly-regarded provider. New York customers and communities in Frontier territories will see that commitment through Verizon's dedication to promoting education, small businesses, public safety, and cutting-edge technologies in their communities. Importantly, the benefits resulting from the Transaction will

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[8] *Id.* at 10.

be achieved with no offsetting public interest harm, as Verizon and Frontier do not materially compete and have no plans to do so.

Verizon's resources and proven track record of excellence are particularly important for ensuring and improving Frontier's deployment of fiber networks and services. Frontier emerged from bankruptcy on April 30, 2021, with a new plan — Building Gigabit America™ — to expand and transform Frontier's fiber network to meet the rapidly increasing demand for data from both consumer and business customers. This initiative has required substantial capital investment, and the company has incurred a significant amount of indebtedness, which presents challenges for the company in both the short and long-term. For example, its debt level may place limitations on the company's ability to obtain additional financing on favorable terms and may affect its flexibility to react to competitive and other changes in the industry or aggressively continue its fiber expansion after 2026.

The Transaction will allow Verizon to build on Frontier's Building Gigabit America™ efforts and will result in substantial benefits for consumers beyond what Frontier would be able to provide by continuing as a standalone company. For these reasons, the Commission should expeditiously approve the Transaction.

A. VERIZON IS BETTER POSITIONED TO ADDRESS POTENTIAL FINANCIAL, COMPETITIVE AND OTHER CHALLENGES THAT RISK FRONTIER'S CONTINUED SUCCESS

The Transaction will improve Frontier's financial and competitive position. After emerging from its bankruptcy in 2021, Frontier shifted to a fiber-first strategy (Building Gigabit America™) and targeted passing 10 million locations with fiber by 2026. Frontier is currently on track to meet this goal — it has passed 7.2 million locations as of August 2024 — but it has incurred a significant amount of indebtedness as a result. From 2021 through June 2024, Frontier invested $4.1 billion upgrading and expanding its fiber network and will need to expend more in 2025 and 2026 to complete its plans to pass 10 million locations. As of June 30, 2024, the company had debt of approximately $12 billion, of which approximately $11 billion was secured. In 2027, $1.35 billion of debt comes due and debt maturities then increase to $3.64 billion in 2028 and average $2.2 billion per year thereafter through 2031. In addition to principal payments, Frontier incurs interest expense of approximately $800 million (7.0%) per year on the debt balances outstanding in each period.

These debt obligations may place a significant strain on Frontier's ability to make additional investments in its network going forward. Specifically, its current debt level will impact Frontier's ability to obtain additional debt or equity financing on favorable terms. This will make it harder for Frontier to keep investing in fiber at the level necessary to compete and meet the needs of its customers; particularly, it places Frontier at a competitive disadvantage with respect to competitors with less debt or competitors that are able to obtain financing on more favorable terms.

In addition to its financial challenges, Frontier also faces challenges competing against a growing number of communications service providers. Often, these competitors are better resourced, have stronger brand recognition, and provide more service offerings than Frontier. Many of Frontier's competitors are not subject to the same level of regulation and have lower cost structures, which allows them to offer lower prices than Frontier for extended periods of time. Moreover, many competitors have the resources to make meaningful, significant financial investments in the communities in which they operate. Cable companies are Frontier's main competitors; these entities can bundle their service offerings in easy packages at competitive price points and provide customers with home broadband and mobile wireless service, which Frontier does not offer. Frontier's lack of bundling mobile wireless service places it at a competitive disadvantage. The ability to offer Frontier service in combination with Verizon mobile wireless post-Transaction will benefit Frontier's existing customers and enhance the competitiveness of the Frontier operations.

Navigating these myriad challenges to its future competitiveness, in early 2024 Frontier undertook a formal and comprehensive review of all opportunities, including mergers and business opportunities. After consultation with its financial advisors — and after an extensive due diligence process regarding a number of issues germane to Frontier's business operations, financial condition, and future competitiveness — Frontier determined that the Transaction presented it with the best opportunity for its customers and other stakeholders. Specifically, Frontier determined the Transaction will allow the continuation of Frontier's fiber deployment strategy and will result in better service options for Frontier customers.

B. THE TRANSACTION WILL BENEFIT FRONTIER CUSTOMERS

As detailed below, Verizon's proposed acquisition of Frontier will produce substantial benefits for New York consumers by bringing Verizon's resources and award-winning industry expertise to bear in (1) enhancing Frontier's fiber network, (2) expanding consumer choices, including the availability of a low-income broadband plan and bundled service discounts, and (3) enhancing ties with the local communities it supports.

1. The Transaction Will Strengthen and Improve Frontier's Network

Over approximately the last four years, Frontier has invested billions in upgrading and expanding its fiber network, and now derives more than 50 percent of its revenue from fiber products. The Transaction will integrate Frontier's network into Verizon's leading portfolio of assets, including its best-in-class Fios services. As a result, Frontier's 2.2 million fiber subscribers across its footprint will join Verizon's approximately 7.4 million Fios customers in nine states and Washington, D.C., thereby increasing Verizon's fiber footprint across the country and expanding the company's delivery of premium broadband services to consumers in the Frontier territories. The Transaction will also allow for further growth of Verizon's intelligent edge network to support Artificial Intelligence and Internet of Things applications.

Ultimately, this Transaction will help to increase advanced broadband deployment and competition. As recently announced, Verizon will continue to look for opportunities to accelerate its ongoing Fios builds within the current footprint in nine states and Washington, D.C., giving more customers access to the industry-leading product. The Transaction is expected to expand Verizon's (and Frontier's) fiber footprint, accelerating the company's delivery of premium mobility and broadband services to current and new customers. Frontier's consumer fiber network can be immediately and seamlessly integrated upon closing directly into Verizon's award-winning Fios network.

Verizon is managerially, technically, and financially well-qualified to complete the acquisition, assume ownership and control of the Regulated Frontier Operating Companies, and operate Frontier's network. As the Commission is aware, Verizon Communications is a holding company whose subsidiaries are among the world's leading providers of communications, technology, information, and entertainment products and services to consumers, businesses, and government entities. Verizon has an established track record of delivering best-in-class in-home broadband service, including Fios and 5G Home broadband.

Verizon holds a wide range of federal and state licenses and authorizations for wireless, wireline, and other services. Moreover, with a market capitalization of approximately $174 billion,[9] and revenues of approximately $134 billion and free cash flow of $18.7 billion in 2023,[10] Verizon has the financial qualifications to undertake the Transaction and operate the Frontier companies and assets.

As noted above, Frontier is well on its way to completing its plan to build out its fiber network to 10 million homes by 2026. But Frontier does not currently have funding in place for further investment or additional fiber buildouts beyond that point. The Transaction will ensure that Frontier's current planned buildout is completed (if not otherwise completed by Frontier by closing) and provide financial resources to maintain, improve, and expand the fiber network over time as appropriate. Importantly, the Transaction will not impact either company's plans under the National Telecommunications and Information Administration's and the New York ConnectALL Office's Broadband Equity, Access, and Deployment ("BEAD") program — both companies are evaluating BEAD and other broadband subsidy opportunities independently of one another and, following closing, Verizon will honor all commitments Frontier has made in any broadband grants or deployment programs, including the Federal Communications Commission's Rural Digital Opportunity Fund and BEAD.

As part of that improved network, Verizon will utilize its innovative tools and technology to further improve Frontier's network reliability by deploying systems that aim to identify network problems on a prospective basis and resolve them rapidly if they do occur. From detection to diagnosis, Verizon uses performance-based alerting in its core network to trigger

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[9] *See* Verizon Communications Inc., STOCK ANALYSIS, https://stockanalysis.com/stocks/vz/market-cap/ (last visited Oct. 30, 2024).

[10] Verizon finished 2023 with strong cash flow and wireless customer growth, VERIZON (Jan. 23, 2024), https://www.verizon.com/about/news/verizon-finishes-2023-strong-cash-flow-and-wireless-customer-growth?msockid=250672210de161c32c8266f40c71601b.

proactive action and to avoid or minimize customer impact. These tools also assess changes in the network with a common system that identifies whether the second path on a diverse network is available before performing maintenance on the first and warns of potential service impact, thereby providing further protection for consumers. These strategies allow for increased agility and flexibility, improved scalability of equipment, enhanced performance through optimized network bandwidth, and the retirement of legacy resources resulting in reduced energy demand, reduced network downtime, and higher network reliability.

Verizon's Network Reliability Program comprehensively and proactively addresses key infrastructure functions that support its network centers. Under this program, Verizon performs monthly and annual tests and routines on back-up power systems, including batteries and generators, to ensure they are operational for emergency situations. The Network Reliability Program also includes ensuring proper network alarms and surveillance, circuit diversity, and failover testing. Verizon is aware of the concerns regarding Frontier's service quality in New York that were included in the Commission's approval of Frontier's restructuring in 2020 (Case 20-C-0267) related to improving customer service in 24 wire centers. Verizon will ensure that Frontier's network is healthy and will deploy the resources necessary to ensure that Frontier customers who are served by that network receive quality service.

Another critical tool used by Verizon, particularly considering recent natural disasters and population-displacing events, is its Business Continuity & Event Management Framework.[11] Based on an all-hands approach and supporting a set of core values relevant to disasters, Verizon maintains a plan for its copper and fiber facilities regarding continuity of operations and

[11] Verizon New York Inc. and its affiliates file and update annually a comprehensive Emergency Contingency Plan. The latest such plan was filed on January 31, 2024 in Matters 23-02588 and 23-02677, and is also available at https://www.verizon.com/about/our-company/state-government-affairs.

continuity of management, including alerting lists and alternate temporary locations deemed necessary to facilitate the installation, maintenance, and restoration of critical telecommunications and information services under conditions ranging from local emergencies to more widespread disasters. Importantly, this Framework is benchmarked against Federal Emergency Management Agency and Occupational Safety and Health Administration standards to ensure that it remains current and incorporates the latest updates. Moreover, given the proximity of Verizon's existing network and operations teams for its ILEC service areas in New York, Massachusetts and Pennsylvania, Verizon will be well-positioned to deploy resources and respond to natural disasters and other major service disruptions in Frontier's New York territories.

Verizon has also developed numerous tools to partner with cities and personnel in emergency situations. THOR is Verizon Frontline's Tactical Humanitarian Operations Response, a mobile, private Verizon 5G Ultra Wideband and mobile edge compute rapid-response command center vehicle designed to provide public safety agencies with high-quality communications and applications under nearly any conditions. The Verizon Rapid Response Connectivity Unit is a six-foot long, two-and-a-half-foot wide asset designed to be deployed by one person in fewer than 15 minutes. It is capable of delivering secure and reliable voice and internet service for first responders under austere conditions. Lastly, Verizon Frontline's Mobile Connectivity Agile Vehicle is a modified electric motorcycle capable of providing first responders with mission-critical communications capabilities when operating in areas that traditional vehicles and larger deployable assets can't reach. These efforts resulted in Verizon being named to Fast Company's prestigious list of the World's Most Innovative Companies of 2024. Verizon's award was in the Corporate Social Responsibility category for its commitment to the development and use of innovative new technology like drones, robotics and more to help maintain mission-critical communications during disaster response operations.[12]

Verizon also maintains a comprehensive and robust safety program applied to both copper and fiber facilities that proactively addresses work environments and their potential hazards. Verizon's Environment, Health, and Safety department has earned ISO 14001 (environmental) and 45001 (health and safety) certifications for its environment, health, and safety management system. Verizon's commitment to safe and environmentally responsible work practices extends to the suppliers who provide services and products to Verizon, who must go through a robust assessment and screening process.

Verizon uses technology and tools that allow for end-to-end viewing of the network, which enables real-time network and equipment troubleshooting. The tools also enable Verizon's technicians to have accurate information about the history of problems that exist and how to address them. Verizon has tools that allow a Fios specialist to run diagnostic tests from centralized network locations all the way to the customer's premises to identify and address the most common causes of troubles. One innovative tool supports Verizon customer service agents while the agent is talking to a customer. The tool detects keywords in the customer's description of the issue and automatically runs diagnostic tests to assist the agent in determining the best course of action to resolve the customer's issue. Another tool allows Fios field technicians to measure the Wi-Fi signal within a customer's premises for proper placement of the router within the customer's home, as well as to identify areas that may need extenders to boost strength and coverage. Verizon also deploys technology that enables it to collaborate with the Fios customer

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[12] Verizon named to Fast Company's annual list of the World's Most Innovative Companies of 2024, VERIZON (Mar. 19, 2024), https://www.verizon.com/about/news/verizon-named-fast-companys-annual-list-worlds-most-innovative-companies-2024.

to diagnose and fix troubles at the customer's premises using the customer's smartphone camera. The camera allows Verizon's specialists to look at the customer's network and equipment connections from a remote location and guide the customer to fix the problem, if possible. Customers appreciate the ability to work with an agent to resolve service matters immediately, rather than having to schedule an appointment for a technician to come to the premises at a later time.

Verizon also offers best-in-class training for its technicians, including instructor-led courses that are aligned with industry best practices for broadband builds and maintenance of facilities. The program includes 13 mobile classroom labs that can be moved to where learners are located and employs an "experiential learning approach," allowing learners to develop skills with maximum retention by performing the job during training that mirrors the on-the-job experience in detailed learning laboratories. Verizon's Reliability Matters training aims to train employees to ensure they have all the resources they need before interacting with the network, to pause during network activity to ensure actions are going according to plan, and to confirm once complete that the intended result was achieved. Finally, network installation standards and requirements involve an annual review of Verizon Installation Procedure requirements, training on the Installation Procedure, and quality audits of installation and engineering jobs.

The fiber services of both Verizon and Frontier are known for their 99.9% reliability and high speeds. The technology that Verizon brings to its network results in fewer customer calls regarding service issues, and Verizon's tools ensure that more problems get resolved without dispatches.

Following the close of the Transaction, Verizon will conduct an in-depth audit of Frontier's fiber and copper networks and will implement some or all the measures described above, as needed, to align, to the extent necessary, the networks with Verizon's standards, which will benefit customers in the Frontier New York footprint.

In addition to service reliability, the Transaction will extend Verizon's award-winning customer service and premium offerings to Frontier's customers. Indeed, Verizon's broadband services receive top ratings across multiple customer surveys.[13] For example:

- Verizon won J.D. Power awards for residential Internet service provider customer satisfaction.[14]
- For the period through September 2024 for the East region, Verizon ranked first in customer satisfaction for residential Internet service and cable TV service.[15]
- Verizon was named the best gaming ISP for 2024 and is a ten-time winner of the fastest internet service provider award by PC Magazine.[16]
- Opensignal ranked Verizon Fios first for upload speed, download speed, service quality, and video quality.[17]
- Verizon Fios specifically was named to the 2025 Forbes Best Customer Service list, which honors the top 300 companies and brands that customers say best serve their needs across a variety of customer service categories.[18]
- Verizon is a finalist for the 2024 Reuters Events Customer Service Organization of the Year award, which honors an organization that has set new standards in

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[13] *See, e.g.,* Kelly Huh, Verizon Fios Internet Review: Customers Call It "Reliable" and "Smooth," REVIEWS.ORG (Oct. 17, 2024) https://www.reviews.org/internet-service/verizon-fios-internet-review/.

[14] Can You Reach Me Now? Wireless Internet Providers Certainly Can and with High Levels of Satisfaction, J.D. Power Finds, J.D. POWER (Oct. 10, 2024), https://www.jdpower.com/business/press-releases/2024-us-residential-internet-service-provider-satisfaction-study.

[15] Satisfaction Higher among Live TV Streaming Customers, J.D. Power Finds, J.D. POWER (Sept. 26, 2024), https://www.jdpower.com/business/press-releases/2024-us-television-service-provider-satisfaction-study.

[16] Eric Griffith, *The Best Gaming ISPs for 2024*, PC MAG (Dec. 14, 2023), https://www.pcmag.com/articles/the-best-gaming-isps-for-2024.

[17] Francesco Rizzato & Robert Wyrzykowski, USA Fixed Broadband Experience Report May 2023, OPENSIGNAL (May 23, 2023), https://www.opensignal.com/2023/05/23/usa-fixed-broadband-experience-report-may-2023.

[18] https://www.forbes.com/lists/best-customer-service/.

> customer service by implementing groundbreaking initiatives aimed at improving customer satisfaction and loyalty.[19]

The Transaction will enable current Frontier customers, as well as any new customers in the Frontier New York footprint, to enjoy this superior level of service going forward.

The Transaction will also provide continuity for Frontier's employees, including the technicians that work on Frontier's network. Verizon has longstanding relationships with the CWA and the IBEW, each of which represents employees at Verizon and Frontier. Verizon will honor Frontier's collective bargaining agreements covering Frontier's unionized workforce. Verizon has demonstrated experience working with these unions that represent employees at both companies. For employees who are not represented by unions, Verizon has agreed, for no less than one year following the merger effective date, to maintain and provide the following: (i) base salary or wage rate, target annual cash bonus or commission-based opportunity, and target equity award opportunity, in each case, that are no less favorable than what was provided by Frontier; (ii) qualifying severance benefits for qualifying separations that are no less favorable than the severance benefits in place at Frontier; and (iii) benefits plans and arrangements that are no less favorable in the aggregate than what was provided by Frontier (other than defined benefit pension, supplemental retirement, post-retirement medical and life, and deferred compensation benefits).

2. Consumers in the Frontier Footprint Will Enjoy Low-Cost Options, Bundled Discounts, Personalized Choice, and Added Features

Following the close of the Transaction, consumers in the Frontier territories will be able purchase for the first time a low-income broadband plan voluntarily made available by Verizon

[19] https://events.reutersevents.com/customer/awards.

and other bundled plans, which Verizon offers to consumers throughout its footprint. Critically, similar plans and bundled service options are not offered to consumers by Frontier today. Post-Transaction, consumers in the Frontier territories will have access to the full range of Verizon service plans, which provide a variety of speed and pricing choices for next-generation services, making affordable broadband available to all consumers. Additional service plan options that will be available to consumers in the Frontier footprint following the Transaction are detailed below.

Verizon offers a voluntary, nationwide low-income pricing option, which greatly enhances the affordability of home internet service for eligible customers.[20] This option — known as Verizon Forward[21] — was launched in 2020 to help increase access to affordable and reliable broadband for economically disadvantaged consumers, and Verizon continues to offer the program to those who qualify.[22] Post-Transaction, Verizon will offer Verizon Forward to customers across the Frontier service areas. In light of the sunset of federal funding for the Affordable Connectivity Program, which helped connect nearly twenty-three million households across the country, Verizon announced updates to Verizon Forward under which select plans are currently available for as low as $20 a month. Plans include:

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[20] Frontier does offer federal and state Lifeline broadband service discounts.

[21] How Verizon Forward Works, VERIZON, https://www.verizon.com/discounts/verizon-forward/ (last visited Oct. 10, 2024).

[22] As the Commission is aware, Verizon is the only one of the three major providers in the State that has offered a low-income broadband plan voluntarily (*i.e.*, not pursuant to a Commission-imposed merger condition). *See* DPS Issues Report on Low-Income Internet Accessibility in New York State, NEW YORK DEPARTMENT OF PUBLIC SERVICE (Sept. 24, 2024), https://dps.ny.gov/news/dps-issues-report-low-income-internet-accessibility-new-york-state.

- Fios: 300 Mbps at $20 per month for eligible residential customers who qualify for Verizon Forward and Lifeline.
- 5G Home / LTE Home: $20 per month for Verizon Forward customers who combine in-home wireless internet service with postpaid mobile unlimited plan that includes 5G Ultra Wideband.

These offerings stand to benefit consumers in the Frontier operating territories in New York by providing high quality broadband service at a lower cost.

Unlike other providers' home internet assistance programs, which limit subscribers to slower speeds and fewer features than those offered to the general public, Verizon Forward offers subscribers the same service available to all customers. Eligible subscribers can choose the plan that works best for them and apply Verizon Forward's discounts and savings — all with no equipment charges or annual contracts.

Current Frontier customers and any new customers in the Frontier territories will be able to further personalize their plans to best suit their needs. Verizon offers a variety of advanced, next-generation services — including Verizon mobility and fixed in-home broadband plans — that can be tailored or combined. For example, Verizon's myHome allows new and existing customers to select the plans that provide the best match for their requirements based on service and price. This feature is always available to Verizon customers, meaning customers can change their plan's components and features from month to month. The myHome program also offers a variety of Verizon and third-party subscription offerings at a discount compared to retail rates.

Following the Transaction, consumers in the Frontier territories will benefit from an opportunity to select the optimum combination of services for their individualized needs from an expanded menu of services. As a result, they will be able to enjoy the enhanced consumer choice and convenience that Verizon customers enjoy today.

Consumers in the Frontier territories will also benefit from consistent pricing. Frontier has commonly offered promotions that provide an incentive or low introductory rate for new customers for a specified period. In contrast, Verizon does not engage in extensive promotional pricing; rather, customers pay the same rates whether they are a new customer or an existing one.

Additionally, as noted above, Frontier does not have a mobile wireless offering and is thus at a competitive disadvantage to companies with more robust bundling options, including cable companies that offer mobile services through mobile virtual network operator agreements. Verizon's discounted bundles of home broadband, mobility, and other services will be extended to Frontier customers and any new customers in the Frontier territories, resulting in significant savings. For example, current Verizon customers with a qualifying Fios Home Internet plan can receive select 5G mobile plans for as little as $35 per line per month. Similarly, customers with a qualifying Verizon wireless mobile plan can receive Fios Home Internet starting for as low as $35 per month.[23] Verizon customers can save up to $300 a year by bundling their in-home broadband and mobile wireless service plans.[24] Indeed, Verizon offers one of the highest-rated Internet and mobile bundles, according to industry experts.[25]

Consumers in the Frontier territories will benefit from added amenities and expanded choices. For example, several of Verizon's Fios fiber plans offer certain forms of Wi-Fi for free and exclusive third-party protection services, such as Cloud and Verizon Home Device Protect. In addition, depending on their plan, Frontier customers will have new content service choices,

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[23] *See* Mobile + Home Discount (Fios) FAQs, VERIZON, https://www.verizon.com/support/mobile-home-discounts-faqs/#bothsvcs (last visited Sept. 29, 2024).

[24] *Id.*

[25] Best Internet and Mobile Bundles for October 2024, CNET, https://www.cnet.com/home/internet/best-internet-and-mobile-bundles/ (last visited Oct. 31, 2024).

including Apple One; a Disney bundle including Disney +, Hulu, and ESPN +; Netflix; Max; YouTube premium; and Walmart + membership.[26]

Finally, because the proposed change in ownership will occur at the holding company level and does not require any customer migration, the Transaction will be seamless to Frontier's customers.[27] Customers will continue to receive high-quality communications services without interruption, and by the nature of the Transaction, Frontier will continue to be bound by all of its contracts, including wholesale contracts with other providers and retail contracts with business customers.

C. VERIZON HAS A TRACK RECORD OF LOCAL COMMITMENT

Verizon is a global company, but it has succeeded by ensuring that its focus remains local. This Transaction will bring Verizon more directly into numerous communities across the country and in New York. As Verizon acquires Frontier's operations, it will bring its local focus and track record of good corporate citizenship and investing in the communities in which it operates to wireline services and potential customers in the Frontier territories.

Specifically, Verizon regularly invests in education and small business in the communities in which it operates, with a focus on bridging the digital divide and supporting the public safety community. The company has also developed numerous innovative public safety tools to benefit these communities not only in times of crisis, but also to address day-to-day public safety challenges. Verizon has invested millions in these areas in a variety of programs to

[26] *See* Stevie Rosignol-Cortez, How Verizon is Bundling Streaming Services to Win Customers, BARRON'S (Oct. 11, 2024), https://www.barrons.com/articles/verizon-stock-ceo-netflix-max-disney-bundle-2900fb51.

[27] Verizon is acquiring all of Frontier and thus all of Frontier's back-office systems. Not having to transition customers to new systems at closing will facilitate a seamless experience for Frontier customers.

create a better environment for its customers and employees. It plans to follow this practice in the communities within the Frontier footprint post-Transaction.

For instance, to help bridge the digital divide in education, Verizon works with nonprofit partners and edtech leaders on the Verizon Innovative Learning initiative with a goal of reaching 10 million youth with digital skills training by 2030. Since 2012, Verizon has enabled more than 600 Title I schools and over 40 colleges and universities to offer new and engaging learning experiences by providing technology-integrated curriculum, extensive support for educators and administrators, emerging technologies, and free internet access. Additionally, Verizon has expanded access to its education programs to all educators nationwide through free access to immersive applications for any device and tech-focused learning resources on the portal, Verizon Innovative Learning HQ. Verizon Innovative Learning has reached more than 7 million students and provided over $1 billion in market value to support STEM education. In New York, 38 schools in Newburgh and across New York City participate in the program, and Verizon has additionally created five Innovative Learning Labs to enhance the educational experience.

Verizon also offers Small Business Digital Ready, a free online curriculum for small business owners with courses, expert coaching, peer networking and exclusive incentives and grant opportunities. Verizon understands that small businesses are truly the lifeblood of our communities and Verizon also knows technology plays an increasingly critical role in small business success. As a result, in 2020 Verizon announced a 10-year commitment to support one million small businesses by 2030 with resources to help them thrive in the digital economy — with a specific focus on supporting diverse businesses. In New York, since 2021, Verizon has awarded $10,000 grants to 157 small businesses and more than 18,000 small businesses are registered with the Small Business Digital Ready program in the State.

Another key initiative is a formal volunteer program for employees. This effort is part of a commitment by Verizon's leadership to volunteer over 2.5 million hours to support communities across the country. Since 2019, Verizon employees have volunteered over 2.4 million hours (including over 230,000 hours in New York) towards a goal of 2.5 million by 2025. These volunteer initiatives empower employees to deliver meaningful societal impact in the communities where they live, work and play. Post-Transaction, Frontier employees will be able to participate in these same efforts in their communities.

D. THE TRANSACTION WILL NOT RESULT IN COMPETITIVE HARM

Verizon's acquisition of Frontier will not adversely affect competition. As reflected in **Exhibit C** to this Petition, the Verizon and Frontier ILEC service areas in New York are complementary. Due to the complementary nature of their ILEC geographic service areas, with only *de minimis* exceptions, Frontier and Verizon do not compete for customers in the provision of wired mass-market services.[28] The few overlaps of fiber facilities, for non-mass-market uses, such as Verizon's deployment of fiber facilities to support its wireless network and to serve a small number of business customers, are not related to fiber-to-the-premises facilities serving everyday residential customers.

As discussed above, on the mobile wireless front, post-Transaction the combined company will be able to offer a bundle of home broadband and mobile wireless services, which will benefit New York consumers in the Frontier service territories. These are offerings that Frontier is unable to make available today. Verizon will continue to make mobile wireless service available to customers in Frontier's territory, as well as offer fixed wireless in parts of

[28] A review and investigation of the Broadband Data Collection data filed by Verizon and Frontier shows *de minimis* — fewer than 100 nationwide, of which fewer than 20 are in New York — broadband serviceable locations where both Frontier and Verizon show availability of fiber-to-the-home consumer services.

Frontier's territory. Other wireless providers are also aggressively competing with their own mobile and fixed wireless options. Consequently, not only will the Transaction not result in a reduction in the number of competitors or eliminate the possibility of a future new competitor in any Frontier service area; it will permit greater competition in the increasingly-popular bundled offering. The Transaction thus does not pose any threat of competitive harm. Indeed, the financial strength, product depth, capital resources, and unparalleled technology, tools and training that Verizon will bring to the Frontier operating territories will enhance competition in the region and increase the choices available to customers in those areas.

V. ADDITIONAL INFORMATION REQUIRED BY THE COMMISSION'S RULES

A. 16 NYCRR § 17.2

Certified copies of the certificates of incorporation of Verizon Communications, Frontier Parent, and each of the Regulated Frontier Operating Companies, together with certified copies of each amendment to each such certificate, are provided in **Exhibit E**.

B. 16 NYCRR § 18.1

Information on the financial condition of Verizon Communications and Frontier Parent is provided in **Exhibit F**. To the extent the financial condition of the Frontier ILECs is deemed relevant, such information is available within their Annual Reports, which are on file with the Commission.

C. 16 NYCRR § 31.1

A detailed statement of "the reasons for [the Transaction], all of the facts warranting the same and that the transfer or lease is in the public interest," as required by § 31.1, is provided in the preceding sections of this Petition.

§ 31.1(a), (b): *See* Section V(B), above, and Exhibit F. The "property to be transferred" is a 100% ownership interest in Frontier Parent.

§ 31.1(c): Please refer to Section II(C) above for information on the "franchises, consents and rights to be transferred."

§ 31.1(d): As noted above, the cable television franchises held by two of the Regulated Frontier Operating Companies do not require Commission approval given that each entity serves less than 50 video service customers.[29] No other consents of New York municipalities are required to consummate the Transaction.

§ 31.1(e): *See* copy of the Agreement provided in **Exhibit A**.

§ 31.1(f) - (k): Not applicable. *See* response to § 31.1(b), above.

§ 31.1(l): *See* **Exhibit F**.

D. 16 NYCRR § 39.1

§ 39.1(a): *See* Section V(B), above, and Exhibit F.

§ 39.1(b): Verizon Communications does not currently have any ownership interest in Frontier Parent. The reasons for the Transaction are set forth in the preceding sections of the Petition.

§ 39.1(c): *See* **Exhibit G** for the required information on the stock being purchased. The "price proposed to be paid and the terms of payment" are set forth in the Agreement (**Exhibit A**).

§ 39.1(d): Authorizations for the Transaction must be obtained from the Commission, from the regulatory authorities of 16 other states,[30] and from the Federal Communications Commission. Additionally, the transaction is subject to review by the United States Department

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[29] *See* footnote 3 above which notes *inter alia* that neither Frontier entity owns or operates a "cable television system" as defined under Publ. Serv. L. § 212(2) and each is thus exempt from the requirements of Article 11. *See* Publ. Serv. L. §§ 211 & 212.

[30] Arizona, California, Connecticut, Georgia, Illinois, Minnesota, Mississippi, Nebraska, Nevada, New Mexico, Pennsylvania, South Carolina, Texas, Utah, Virginia, and West Virginia.

of Justice pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended. None of these authorizations has yet been granted.

VI. CONTACT INFORMATION

For any correspondence or inquiries regarding this Petition, the designated contacts for Petitioner Verizon Communications are the undersigned attorneys for the company.

The designated contacts for Frontier Parent and the Regulated Frontier Operating Companies are the undersigned attorneys for the company.

VII. CONCLUSION

For the above reasons, the Commission should approve and consent to the above-described transaction to the extent such approval or consent is required pursuant to §§ 99 and 100 of the Public Service Law or any other applicable statute.

Respectfully submitted,

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October 31, 2024

STATE OF NEW YORK
PUBLIC SERVICE COMMISSION

Joint Petition of Verizon Communications Inc., Frontier Communications Parent, Inc., Frontier Telephone of Rochester, Inc., Frontier Communications of Seneca-Gorham, Inc., Ogden Telephone Company, Frontier Communications of Sylvan Lake, Inc., Frontier Communications of New York, Inc., Citizens Telecommunications Company of New York, Inc., Frontier Communications of Ausable Valley, Inc., Frontier Communications of Rochester, Inc., and Frontier Communications of America, Inc. for Approval of a Proposed Transaction Pursuant to Sections 99 and 100 of the Public Service Law	**Case 24-C-_______**

VERIFICATION

1. I am authorized to submit this Verification on behalf of Verizon Communications Inc.

2. To the best of my knowledge, information and belief, based on information provided by employees of Verizon Communications Inc. and its affiliates and attorneys, the statements in the foregoing Petition concerning the Verizon companies are true and correct.

I affirm this 31st day of October 2024, under the penalties of perjury under the laws of New York, which may include a fine or imprisonment, that the foregoing is true, and I understand that this document may be filed in an action or proceeding in a court of law.

____
PAUL B. VASINGTON

STATE OF NEW YORK
PUBLIC SERVICE COMMISSION

Joint Petition of Verizon Communications, Inc., Frontier Communications Parent, Inc., Frontier Telephone of Rochester, Inc., Frontier Communications of Seneca-Gorham, Inc., Ogden Telephone Company, Frontier Communications of Sylvan Lake, Inc., Frontier Communications of New York, Inc., Citizens Telecommunications Company of New York, Inc., Frontier Communications of Ausable Valley, Inc., Frontier Communications of Rochester Inc., and Frontier Communications of America, Inc. for Approval of a Proposed Transaction Pursuant to Sections 99 and 100 of the Public Service Law	**Case 24-C-_______**

VERIFICATION

1. I am authorized to submit this Verification on its behalf and on behalf of Petitioner Frontier Parent and each of the Regulated Frontier Operating Companies, as those terms are defined in the foregoing Petition.

2. To the best of my knowledge, information and belief, based on information provided by employees of Frontier Parent and its affiliates and attorneys, the statements in the foregoing Petition concerning the Frontier companies are true and correct.

I affirm this 31st day of October 2024, under the penalties of perjury under the laws of New York, which may include a fine or imprisonment, that the foregoing is true, and I understand that this document may be filed in an action or proceeding in a court of law.

Kevin Saville

KEVIN SAVILLE