

**Mediacom Wireless LLC
Notification of *Pro Forma* Transfer of Control
International Section 214 Authorization**

**DESCRIPTION OF TRANSACTION, SUPPLEMENTAL INFORMATION
AND REQUEST FOR WAIVER**

Pursuant to Section 63.24(f) of the rules,^{1/} the filers notify the Commission of a *pro forma* transfer of control of the international Section 214 authorization held by Mediacom Wireless LLC (the “Licensee”) due to the introduction on December 5, 2025 of an intervening trust formed under Article I of the Rocco B. Commisso 2025 Revocable Trust Agreement (“Article I Trust”).^{2/} The Licensee did not previously file a notification of this *pro forma* transaction due to administrative oversight. This transaction, however, was *pro forma* in nature because throughout the relevant period and until his death on January 16, 2026, Mr. Commisso ultimately controlled the Licensee. The public interest was served by this continuity of ultimate control after consummation of this transaction, and will be served by updating the Commission’s records regarding the Licensee’s ownership history.

Description of the Pro Forma Transfer of Control

When the Licensee obtained its international Section 214 authorization on May 3, 2024, Mr. Commisso directly owned 79.55% of JMCC Corporation (“JMCC” or “Transferor/Transferee”), JMCC directly owned 100% of Mediacom Communications Corporation (“MCC”), MCC directly owned 100% of Mediacom Holdings LLC (“Mediacom Holdings”), and Mediacom Holdings was the direct 100% parent of the Licensee.^{3/} Mr. Commisso was the largest ultimate holder of equity and voting interests in the Licensee, and the party with ultimate control over the Licensee.

On December 5, 2025, Mr. Commisso transferred his 79.55% direct equity interest in JMCC to the Article I Trust, resulting in the introduction of this trust as an intervening entity in the Licensee’s ultimate ownership and control. Mr. Commisso was the trustee of the Article I Trust, and, therefore, he continued to indirectly hold a 79.55% indirect equity interest in and ultimately control the Licensee. Thus, the December 5, 2025, insertion of the Article I Trust as an intervening entity was a *pro forma* transaction because the same person (Mr. Commisso) was the ultimate majority owner and controlling party before and after the transaction, and his indirect equity interest in the Licensee did not change as a result of the *pro forma* transaction.

^{1/} See 47 C.F.R. § 63.24(f).

^{2/} The Licensee’s ultimate parent company, JMCC, previously provided notice of this *pro forma* transfer of control in multiple filings made with the Commission regarding the involuntary transfer of control of various FCC licenses and authorizations held by the Licensee and/or its affiliates. See, e.g., Mediacom Wireless LLC, Notification of Involuntary Transfer of Control, ICFS File No. ITC-T/C-20260203-00035, Attachment at n.3 (filed Feb. 17, 2026).

^{3/} See Mediacom Wireless LLC, Application for Authority Under Section 214, ICFS File No. ITC-214-20240411-00062 (filed Apr. 11, 2024); Mediacom Wireless LLC, Notification of *Pro Forma* Transfer of Control, ICFS File No. ITC-T/C-20240722-00119, Attachment at 1-2 (filed July 22, 2024) (“July 2024 *Pro Forma* Notice”) (updating the Commission regarding the introduction of Mediacom Holdings LLC as the Licensee’s 100% direct parent on April 12, 2024).

Throughout the period from the Licensee's receipt of its international Section 214 authorization in 2024 until his death, Mr. Commisso ultimately controlled the Licensee. On January 16, 2026, Mr. Commisso passed away.^{4/} JMCC has made the appropriate filings with the Commission to provide the required notices and seek the appropriate authority for the involuntary transfer of control resulting from Mr. Commisso's death, and this notice does not further address that event.

No Foreign Carrier Affiliation and Designation Countries

The filers (including the Licensee) have never been and are not currently affiliated with any foreign carriers, and they never had and do not have any interlocking directorates with any foreign carriers. Further, the filers (including Licensee) do not seek to provide international telecommunications services to any destination country for which any of the following is true for any of the filers or the Licensee: (i) the entity is a foreign carrier in that country, (ii) the entity controls a foreign carrier in that country, (iii) any entity that owns more than 25 percent of the entity, or that controls the entity, controls a foreign carrier in that country, or (iv) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the entity and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

Request for Waiver

The ownership interests disclosed above differ from the ownership information reported by the Licensee when it updated its ownership information on file with the Commission.^{5/} At the time of that filing, the Article I Trust did not exist. However, Mr. Commisso held the highest indirect ownership interest in the Licensee and had ultimate control over the Licensee throughout the relevant period. The Article I Trust that was introduced in the ownership chain was ultimately majority owned and controlled by Mr. Commisso until his death. Accordingly, the change in ownership of the Licensee was *pro forma*. The filers request that the Commission recognize this transaction as *pro forma*.

To the extent necessary, the filers request a waiver of Section 63.24(f) of the Commission's rules, which would have required the Licensee to submit notice of the *pro forma* transaction within 30 days of its completion.^{6/} Section 1.3 of the Commission's rules permits the Commission to grant a waiver of its rules for good cause shown.^{7/} And the Commission has determined that it may waive its rules when doing so will not undermine the purpose of the rule.^{8/}

^{4/} See *Mediacom Communications Announces the Passing of Rocco B. Commisso*, MEDIACOM (Jan. 16, 2026), <https://mediacomcable.com/news/mediacom-communications-announces--the-passing-of-rocco-b--commisso.html>.

^{5/} See July 2024 *Pro Forma* Notice.

^{6/} See 47 C.F.R. § 63.24(f)(1)-(2).

^{7/} See *id.* § 1.3; see also *WAIT Radio v. FCC*, 418 F.2d 1153 (D.C. Cir. 1969); *N.E. Cellular Tel. Co., L.P. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990).

^{8/} See, e.g., *WAIT Radio v. FCC*, 418 F.2d 1153, 1157 (D.C. Cir. 1969) (stating that even though the overall objectives of a general rule have been adjudged to be in the public interest, it is possible that application of the rule

Good cause exists here to grant the request for waiver. *First*, the underlying purpose of the rule requiring notification within 30 days would not be undermined by grant of this request. To the contrary, granting the waiver would *further* the purpose of the rule. The Commission adopted the 30-day notification requirement to make requirements for *pro forma* transfers of international authorizations consistent with those for other services, particularly the Commercial Mobile Radio Service (“CMRS”).^{9/} The Commission adopted the 30-day notification requirement for CMRS providers to ensure that it has up-to-date records and that a clear public record of the changes that result from a *pro forma* transaction exists.^{10/} Granting the waiver and accepting this notification would do just that – it would ensure that the Commission has documentation of the Licensee’s ownership changes and that the public has the most up-to-date ownership information about the Licensee.

Second, grant of this request for waiver would be consistent with Commission precedent. The Commission has routinely granted requests for waivers of the 30-day notification requirement for *pro forma* transfers of control of wireless licenses due to administrative oversight.^{11/} And this transfer occurred only a few months ago whereas the Commission has granted similar waivers for entities that failed to file many years ago.^{12/} The filers urge the Commission to likewise (i)

to a specific case may not serve the public interest if an applicant’s proposal does not undermine the public interest policy served by the rule).

^{9/} See 2000 Biennial Regulatory Review; Amendment to Parts 43 and 63 of the Commission’s Rules, Report and Order, 17 FCC Rcd 11416, ¶¶ 4, 8 (2002).

^{10/} See Federal Communications Bar Association’s Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses and Transfers of Control Involving Telecommunications Carriers; Personal Communications Industry Association’s Broadband Personal Communications Services Alliance’s Petition for Forbearance for Broadband Personal Communications Services, Memorandum Opinion and Order, 13 FCC Rcd 6293, ¶¶ 32-33 (1998).

^{11/} See, e.g., Application of Paramount Global, ULS File No. 0010971787, at 1-2 (filed Apr. 23, 2024) (explaining that the applicant was not aware of the internal restructuring at the time it occurred and that the applicant therefore seeks waiver of Section 1.948(c) and *nunc pro tunc* approval); Application of Vermont National Telephone Co., ULS File No. 0005608605, at 1 (filed Feb. 22, 2023) (explaining that the applicant did not realize prior approval was necessary and therefore did not seek it); see also Wireless Telecommunications Bureau Assignment of License Authorization Applications, Transfer of Control of License Applications, De Facto Transfer Lease Applications and Spectrum Manager Lease Applications, Designated Entity Reportable Event Applications, and Designated Entity Annual Reports Action, Public Notice, Report No. 18744, at 2-6 (June 26, 2024) (approving Paramount Global’s *pro forma* transfer notification); Wireless Telecommunications Bureau Assignment of License Authorization Applications, Transfer of Control of License Applications, De Facto Transfer Lease Applications and Spectrum Manager Lease Applications, Designated Entity Reportable Event Applications, and Designated Entity Annual Reports Action, Public Notice, Report No. 8489, at 10 (Feb. 27, 2013) (approving Vermont National Telephone’s *pro forma* transfer notification).

^{12/} See, e.g., Application of Aclara Technologies, ULS File No. 0011086778, at 1 (filed May 23, 2024) (seeking waiver of Section 1.948(c) and *nunc pro tunc* acceptance of notification of transfers of control that occurred in 2011 and 2018); Application of Browning-Ferris Industries, et al., ULS File No. 0007077585, at 1 (filed Jan. 19, 2016) (seeking waiver of Section 1.948(c) and *nunc pro tunc* acceptance of notification of transfers of control that occurred in 2004, 2007, 2008, and 2011); see also Wireless Telecommunications Bureau Assignment of License Authorization Applications, Transfer of Control of License Applications, De Facto Transfer Lease Applications and Spectrum Manager Lease Applications, Designated Entity Reportable Event Applications, and Designated Entity Annual Reports Action, Public Notice, Report No. 18727, at 16 (June 20, 2024) (approving Aclara Technologies’ *pro forma* notification); Wireless Telecommunications Bureau Assignment of License Authorization Applications,

grant a waiver of the 30-day notice requirement for this notification of the *pro forma* transaction involving the Licensee, and (ii) accept this notification without penalizing the Licensee.

* * *

Should there be questions regarding this notification and request for waiver, the Commission is asked to contact counsel for the filers, Angela Y. Kung (202.434.7320; aykung@mintz.com) of Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.

Transfer of Control of License Applications, De Facto Transfer Lease Applications and Spectrum Manager Lease Applications, Designated Entity Reportable Event Applications, and Designated Entity Annual Reports Action, Public Notice, Report No. 17240, at 1-5 (Nov. 2, 2022) (approving Browning-Ferris' *pro forma* notification).

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ATTACHMENT 1

Contact Information – § 63.18(c)

The filers provide the following contact information for the Transferor/Transferee:

Name: Jerold C. Lambert
Title: Group Vice President, Legal Affairs
Mailing Address: One Mediacom Way, Mediacom Park, NY 10918
Telephone Number: (845) 419-6395
Email Address: jlambert@mediacomcc.com

Legal Counsel: Angela Kung
Mailing Address: Mintz, 555 12th Street, Suite 1100, Washington, DC 20004
Telephone Number: (202) 434-7320
Email Address: AYKung@mintz.com

Previous Section 214 Authorization – § 63.18(d)

The Licensee possesses an international Section 214 authorization to provide global or limited global resale services (ICFS File No. ITC-214-20240411-00062).

Answer to Question 19 – § 63.18(h)

As of May 3, 2024, when the Licensee obtained its international Section 214 authorization, the following persons and entities directly and indirectly held 10% or more equity and voting interests in, and otherwise indirectly or directly controlled, the Licensee. No other person or entity held a direct or indirect 10% or greater equity or voting interest in or controlled the Licensee.

Name:	Rocco B. Commisso
Address:	One Mediacom Way, Mediacom Park, NY 10918
Citizenship:	United States
Principal Business:	Communications
% Direct Equity in [Entity]:	100% in Mediacom Communications Corporation
% Indirect Equity in Licensee:	100% (100% x 100% direct and indirect equity in
% Direct Voting in [Entity]:	multiple intervening entities)
	100% in Mediacom Communications Corporation

Name:	Rocco B. Commisso GRAT Remainder Trust #1
Address:	One Mediacom Way, Mediacom Park, NY 10918
Citizenship:	United States (Delaware)
Principal Business:	Trust
% Direct Equity in [Entity]:	100% in Marjoecom 2018 LLC
% Indirect Equity in Licensee:	10.83% (10.83% x 100% direct and indirect equity

in multiple intervening entities)
% Voting in [Entity]: 100% in Marjoecom 2018 LLC
Trustee: Catherine Commisso
Beneficiaries: Giuseppe (a/k/a Joseph) B. Commisso and Marissa Commisso

Name: **Marjoecom 2018 LLC**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Investment holding company
% Direct Equity in [Entity]: 10.83% in JMCC Corporation
% Indirect Equity in Licensee: 10.83% (10.83% x 100% direct and indirect equity in multiple intervening entities)
% Voting in [Entity]: 10.83% in JMCC Corporation

Name: **JMCC Corporation**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Communications
% Direct Equity in [Entity]: 100% in Mediacom Holdings LLC
% Indirect Equity in Licensee: 100% (100% x 100%)
% Direct Voting in [Entity]: 100% in Mediacom Holdings LLC

Name: **Mediacom Communications Corporation**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Investment holding company
% Direct Equity in [Entity]: 100% in Mediacom Holdings LLC
% Indirect Equity in Licensee: 100% (100% x 100%)
% Voting in [Entity]: 100% in Mediacom Holdings LLC

Name: **Mediacom Holdings LLC**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Communications
% Direct Equity in Licensee: 100%
% Direct Voting in Licensee: 100%

As of December 5, 2025, when Mr. Commisso transferred his interests in MCC to the Article I Trust, the following persons and entities directly and indirectly held 10% or more equity and voting interests in, and otherwise indirectly or directly controlled, the Licensee. No other person or entity held a direct or indirect 10% or greater equity or voting interest in or controlled the Licensee.

Name: **Rocco B. Commisso**
Address: One Mediacom Way, Mediacom Park, NY 10918

Citizenship: United States
Principal Business: Trustee
Direct Interest in [Entity]: Trust Under Article I of the Rocco B. Commisso 2025 Revocable Trust Agreement

Name: **Trust Under Article I of the Rocco B. Commisso 2025 Revocable Trust Agreement**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (New Jersey)
Principal Business: Trust
% Direct Equity in [Entity]: 79.55% in JMCC Corporation
% Indirect Equity in Licensee: 79.55% (79.55% x 100% direct and indirect equity in multiple intervening entities)
% Direct Voting in [Entity]: 79.55% in JMCC Corporation

Name: **Rocco B. Commisso GRAT Remainder Trust #1**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Trust
% Direct Equity in [Entity]: 100% in Marjoecom 2018 LLC
% Indirect Equity in Licensee: 10.83% (10.83% x 100% direct and indirect equity in multiple intervening entities)
% Voting in [Entity]: 100% in Marjoecom 2018 LLC
Trustee: Catherine Commisso
Beneficiaries: Giuseppe (a/k/a Joseph) B. Commisso and Marissa Commisso

Name: **Marjoecom 2018 LLC**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Investment holding company
% Direct Equity in [Entity]: 10.83% in JMCC Corporation
% Indirect Equity in Licensee: 10.83% (10.83% x 100% direct and indirect equity in multiple intervening entities)
% Voting in [Entity]: 10.83% in JMCC Corporation

Name: **JMCC Corporation**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Investment holding company
% Direct Equity in [Entity]: 100% in Mediacom Communications Corporation
% Indirect Equity in Licensee: 100% (100% x 100% direct and indirect equity in multiple intervening entities)
% Voting in [Entity]: 100% in Mediacom Communications Corporation

Name: **Mediacom Communications Corporation**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Investment holding company

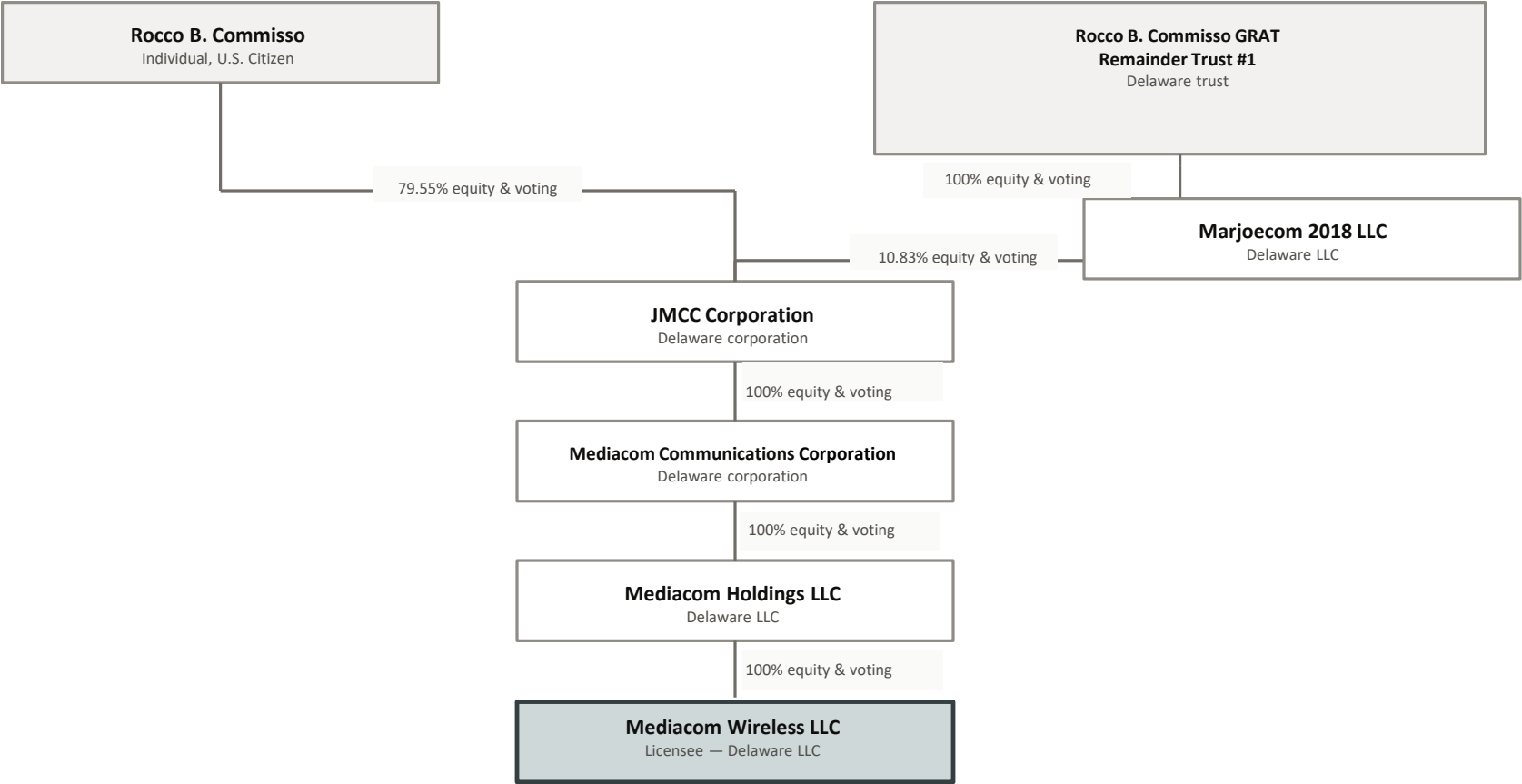
% Direct Equity in [Entity]: 100% in Mediacom Holdings LLC
% Indirect Equity in Licensee: 100% (100% x 100%)
% Voting in [Entity]: 100% in Mediacom Holdings LLC
Name: **Mediacom Holdings LLC**
Address: One Mediacom Way, Mediacom Park, NY 10918
Citizenship: United States (Delaware)
Principal Business: Investment holding company
% Direct Equity in Licensee: 100%
% Voting in Licensee: 100%

ATTACHMENT 2

Ownership Charts

As of May 3, 2024

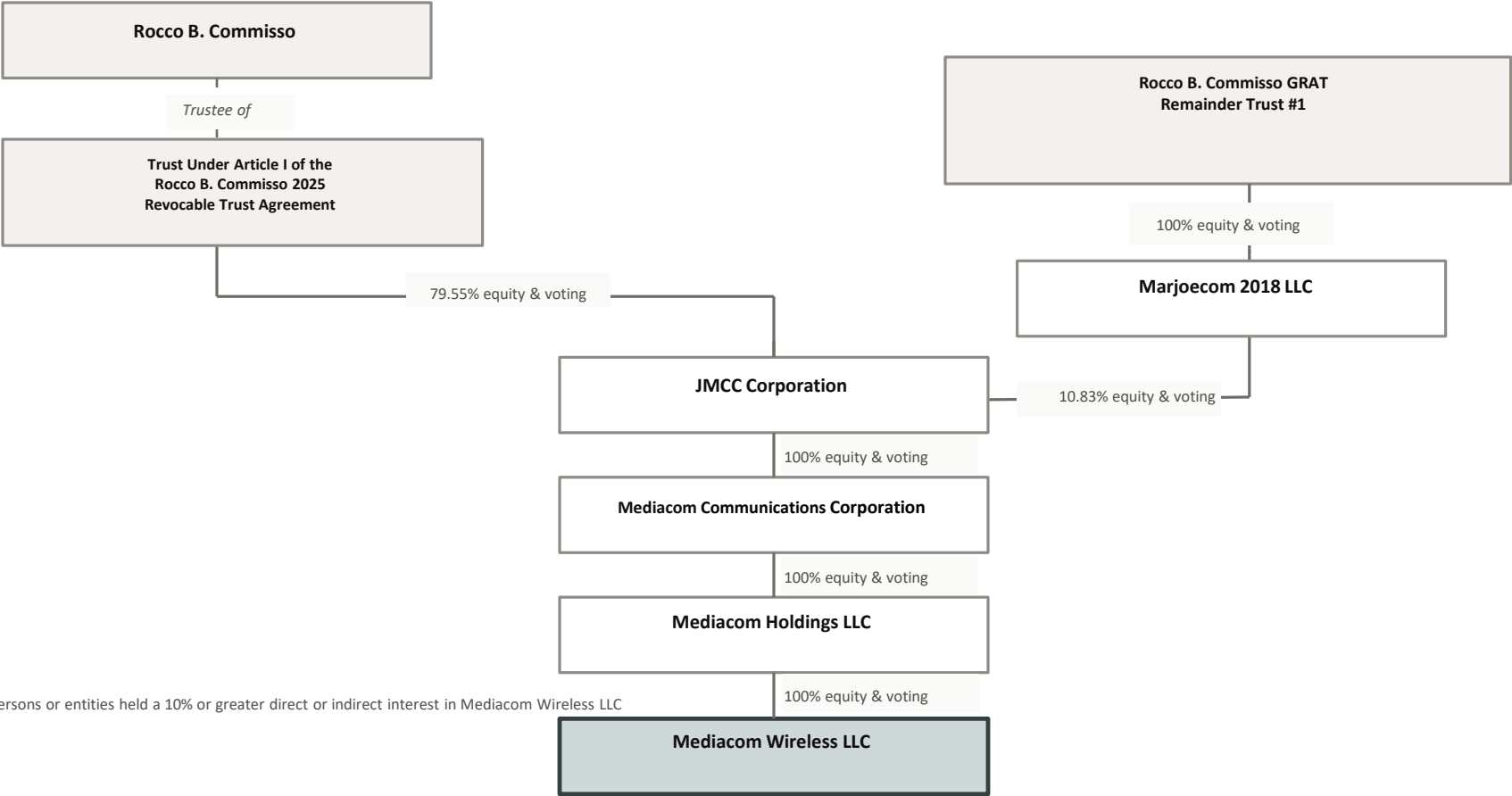
Initial Authorization



No other persons or entities held a 10% or greater direct or indirect interest in Mediacom Wireless LLC

As of December 5, 2025

Introduction of Article I Trust



No other persons or entities held a 10% or greater direct or indirect interest in Mediacom Wireless LLC