

PUBLIC INTEREST STATEMENT

Anadarko Petroleum Corporation (“Anadarko”) and Occidental Petroleum Corporation (“Occidental”) (collectively, the “Applicants”) are submitting the attached Form 603 Transfer of Control Applications (the “Applications”) requesting the Federal Communications Commission’s (“FCC” or “Commission”) consent to transfer ownership of Anadarko and its affiliates to Occidental.

Company Background

Anadarko is among the largest independent oil and natural gas exploration and production companies in the world. Anadarko’s operations are focused in Texas and the southern United States, Rocky Mountain region, and Pennsylvania.

Occidental is an international oil and gas exploration and production company with operations in the United States, Middle East and Latin America. Headquartered in Houston, Occidental is one of the largest U.S. oil and gas companies, based on equity market capitalization. Occidental’s midstream and marketing segment purchases, markets, gathers, processes, transports and stores hydrocarbons and other commodities.

Description of Transaction

In May 2019, Anadarko and Occidental announced that they entered into a definitive merger agreement under which Occidental will acquire all the outstanding shares of Anadarko. The transaction is expected to close in the third quarter of 2019.

Public Interest Statement

The proposed transfer of control serves the public interest. Anadarko currently uses the licensed spectrum to operate internal communication systems that are used to support the safe and efficient exploration and production of natural gas and oil. Occidental will continue operating this FCC-licensed equipment in the same manner following the transaction. The transfer of control to Occidental will provide for the uninterrupted operation of these communications facilities to support the Licensee’s operations. For the reasons set forth herein, grant of these applications will serve the public interest, convenience, and necessity, and thus warrants favorable Commission action.

Other Applications and Licenses

Although the call signs referenced in the Applications are intended to include all of the licenses that are subject to the transaction, Anadarko and its affiliates may now have on file, or may subsequently file, additional requests for authorization for new or modified facilities which may be granted before the Commission takes action on the Applications. Accordingly, the Applicants request that the Commission approval of the Applications include authority for Occidental to acquire control with respect to: (1) any authorization issued to the respective licensee/transferor while this transaction is pending and the period required for consummation of the transaction; (2) any construction permits held by the respective licensee/transferor that mature into licenses after consummation; and (3) any applications that are pending at the time of consummation of the transaction. Such action would be consistent with prior decisions of the Commission.¹

In addition, and to the extent required, the parties request a blanket exemption from Sections 1.927(h) and 1.933(b) of the Commission’s Rules.² Specifically, to the extent that any applications remain pending when the Applications are granted and an amendment reporting the consummation of this transaction is filed, the parties request that such amendments not be treated as major amendments that would require additional public notices. Because any ownership changes that result with respect to any pending applications are part of a larger transaction undertaken for a legitimate business purpose, grant of such an exemption would be consistent with prior Commission decisions.³

Stations with “Unconstructed” Status

The Applicants certify that any stations with an “unconstructed” status are still within the construction period. The transaction is not expected to impact the timely construction of facilities, which will occur independently of the transaction.

MAS Certification

Consistent with Section 101.1309(a) of the Rules and Regulations of the FCC, the Applicants certify that the MAS systems included on this Application will be used for private, internal use only and will not be employed to provide service on a for-hire or for-profit basis.

¹ See, e.g., *NYNEX Corp., Transferor, and Bell Atlantic Corp., Transferee*, 12 FCC Rcd 19985, 20097 (1997); *Craig O. McCaw, Transferor, and AT&T, Transferee*, 9 FCC Rcd 5836, 5909 n.300 (1994) (“*McCaw*”).

² 47 C.F.R. §§ 1.927(h) and 1.933(b).

³ See, e.g., *PacifiCorp Holdings, Inc., Transferor, and Century Telephone Enterprises, Inc., Transferee*, 13 FCC Rcd 8891, 8915 (1997); *McCaw*, 9 FCC Rcd at 5909 n.300 (1994).

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Should the Commission require additional information, it is requested to contact Wes Wright (202-434-4239); e-mail: wright@khlaw.com, or Kathleen Slattery (202-434-4244); e-mail: slattery@khlaw.com, Keller and Heckman LLP, 1001 G Street NW, Suite 500 West, Washington, DC 20001.