

Cablefax Daily™

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What the Industry Reads First

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New Deal: TiVo Ditches Business Split for Xperi Merger

When **TiVo** announced plans to split its IP and product business units in May, it was understood as a strategic move to attract potential buyers to the separate segments. Now it has attracted a buyer interested in all it has to offer, announcing Thursday morning a definitive agreement to merge with entertainment technology firm **Xperi** in an all-stock deal worth \$3bn in combined enterprise value. The pairing will bring together TiVo's product and patent portfolio with Xperi's product capabilities and IP business in the home, automotive and mobile spaces. Xperi's annual licensing business includes over 100mln connected TV units. The new company will bear the Xperi name, but the entertainment services business will continue to operate under the TiVo brand alongside Xperi's DTS, HD Radio and IMAX Enhanced brands. TiVo shareholders will own approximately 53.5% of the new parent company. Current Xperi CEO *Jon Kirchner* and CFO *Robert Andersen* will hold the same roles at the new parent company. TiVo CEO *Dave Shull* will transition out of the role and become a strategic advisor to the New Xperi (recall him talking just last week about a [potential sale](#) and the TiVo name?). The board will be made up of seven directors including Kirchner. TiVo and Xperi will choose three directors each to be added to the board, and the chair will be selected by those independent directors. The new company will be headquartered in San Jose, CA. In light of the new combination, TiVo is no longer going to split its product and IP businesses. When the transaction closes, each company's respective product and IP businesses will be integrated and operated as separate business units, opening the door for a potential separation in the future. "We strongly believe that the industrial logic behind separating the businesses still holds," Shull said on a call Thursday morning. "We've taken lots of steps on the TiVo side in the last several months to make sure that we're ready to operate as two separate legal entities. I would say the trade-off here is scale... scale trumps the short-term delays that we may see here in this process." While Xperi will acquire business units from TiVo that strongly complement its own, the new company will also inherit TiVo's longstanding patent battles with **Comcast**. Kirchner said Xperi is "comfortable" with the situation and is very confident in its ability to litigate situations like the one it will now face with Comcast, but added "we always want to resolve things outside litigation with our customers for the benefit of everyone." The transaction has already been approved by each company's board and is expected to close during 2Q20. TiVo closed up 6.15%, but Xperi dropped 10.96% by market close.

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Source: Nielsen, HALL ranked among Nielsen-rated ad-supported cable nets, Total Day (M-Su/6a-6a), L+SD, AA(000), HH & P2+, Nielsen Calendar Novembers 2016-2019, and Women 18+, Thanksgiving week (2013-2019). HMM: HHs & W18+ and HLDLM: W18+, L+SD, Cvg Rtg, ranked among Nielsen-rated ad-supported cable nets, Total Day (M-Su/6a-6a), Holiday (10/18/19-12/8/19). *Excludes news & sports. Ad-supported cable movie telecasts, HHs, L+SD, ranked by AA(000), Mon-Sun 6a-6a, Summary Type Code: Feature Film, Telecasts, Holiday Season (10/25/2019 - 12/8/2019).

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Disney Suite Launches on \$40 OTT Offering: OTT streaming service **Vidgo** made a splash Thursday by becoming the only streaming provider to include the entire suite of **Disney Media Networks** in its basic package. Its \$39.99/month lineup of 60 channels now includes **ESPN, SEC Network, ABC, Disney Channel** and **Nat Geo**. They join an existing core offering that includes networks from **ViacomCBS, Fox Corp, Discovery, A+E Networks** as well as **NFL Network, CuriosityStream** and **Hallmark Channel**. **WarnerMedia** networks aren't currently included in any Vidgo packages. Vidgo's offering is available online and at thousands of US pre-paid wireless stores. It counts **Kiswe** as a partner, with the two allowing people to watch and interact with one another during live shows on the Vidgo mobile app. Local broadcast channels on Vidgo from ABC-owned stations are available in NYC, L.A., Chicago, Philly, San Francisco, Houston, Raleigh/Durham and Fresno with launches in additional ABC markets forthcoming.

NY Net Neutrality Bill: NY Gov **Andrew Cuomo** said he would introduce legislation to prevent the blocking, throttling and paid prioritization of online content, essentially restoring the net neutrality rules the **FCC** repealed in 2017. The bill also would codify into law Cuomo's 2018 Executive Order mandating that state government entities may not enter into contracts with ISPs unless they follow net neutrality principles. In October, the DC Circuit upheld the FCC's Restoring Internet Freedom order, but it vacated the preemption provision that would have barred states from imposing any rule or requirement that's more stringent than the FCC rules. FCC officials have said they interpret that to mean the agency can examine state statutes on a case by case basis. State net neutrality rules in California and Vermont are on hold pending appeals to the DC Circuit ruling.

The Circle is Coming: Over-the-air country music and lifestyle digital multicast channel **Circle** will launch Jan 1 on **Gray TV** stations in 56 markets throughout the country as well as on stations in NY, L.A., Philly, Dallas-Ft Worth, Tampa and Detroit through a separate distribution agreement with **CBS Television Stations**. Some Gray stations will flip affiliations, including **WUAB - Bounce TV** and **KFVS - Grit TV**. However, a representative for **Katz Broadcasting**, which operates digital multicast broadcast networks **Bounce, Grit, Court TV** and **Laff**, said all current deals with Gray have been renewed for multiple years, starting in January. Channel locations may move in some markets, but Katz's footprint remains the same, the rep said. Circle has 16 original shows on tap, including "Opry Live," a compilation of new, live-recorded Grand Ole Opry performances (Feb launch) and "Bluebird Café Sessions," featuring performances from the iconic venue. It will also air episodes of long-running sketch show "Hee Haw" beginning at launch. The Circle plans to launch an OTT offering in spring 2020.

Hill Passes Flurry of Bills: As expected, the Senate passed an omnibus spending package Thursday that includes

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provisions that make the requirement to negotiate retrans in good faith permanent and requires cable and satellite to disclose a price that includes taxes and fees before customers sign up for service. It also eliminates updates the law so that satellite operators must provide local-into-locals in all 210 DMAs by May 31 in order to continue to use the compulsory satellite license. The budget bill now goes to President *Trump*. -- The Senate passed the anti-robocall TRACED Act by unanimous consent Thursday, sending it on to the president's desk. It requires carriers to offer call-authentication technology to consumers and small businesses at no extra charge, requires opt-in or opt-out robocall blocking be offered at no additional charge to consumers and pushes **DOJ** to bring more criminal prosecutions against criminal robocallers. "Illegal robocalls have flooded phones for far too long, and TRACED takes meaningful steps to keep consumers safe from scammers," **NCTA** said Thursday.

AT&T Slams Rising Retrans Fees: As the Senate approved an omnibus spending bill Thursday that allows STELAR to sunset, **AT&T** is lashing out against broadcasters over retransmission consent costs. "Since 2006, retransmission fees charged by local broadcasters have skyrocketed from \$200mln to \$11.7bln in 2019—an increase of more than 5000%, nearly all of which has been passed on to consumers in the form of higher bills," AT&T wrote on its [public policy blog](#) Thursday. "Rather than address this problem, Congress has instead bowed to further demands from broadcasters to eliminate a law called STELAR, removing hundreds of thousands of consumers' access to broadcast channels they receive today. Make no mistake, when the screens of those consumers go dark, the sole reason will be that Congress did not act to protect them." AT&T repeated its call for Congress to examine the issue of retrans fees. **NAB's Dennis Wharton** said AT&T is being "remarkably disingenuous" in suggesting that broadcasters are responsible for rising pay TV prices, saying that AT&T's **CNN**, **TBS** and **TNT** are among cable nets with the highest fees. He called on AT&T to deliver local TV in the 12 DMAs it doesn't currently offer them in.

A+E, DISH Deliver Targeted Linear Ads: **A+E Networks** is working with **DISH** and **Adcuratio** to allow marketers to deliver targeted, relevant commercials to distinct audiences at the household level. The deal means that **History**, **Lifetime**, **A+E** and others will be able to deliver national ads on a household-by-household basis to DISH's satellite TV subs, about 9.5mln. It's powered by Adcuratio's National Custom Messaging system, which allows advertisers to serve multiple creative versions at the household level on national ad spots. NCM is expected to launch with A+E Networks and DISH in Jan 2020, and be available more broadly in Q1 2020.

Distribution: **beIN Sports** and **HC2 Broadcasting** struck a carriage deal for **beIN Sports Xtra**, the net's 24/7 English-language streaming service. Under the deal, beIN Sports Xtra will be the first 24/7 live sports channel available free, over-the-air broadcast television, available immediately in 15 markets. The net offers live sports, news, analysis and highlights and first launched in November on **The Roku Channel**.

Ohio's Broadband Vision: **Connected Nation Ohio** released updated broadband coverage [maps](#) for the Buckeye State, with preliminary estimates finding that 90.95% of households in the state are estimated to have access to 100Mbps down/10Mbps up. On Thursday, **InnovateOhio**—which is led by Lt Gov *John Husted* (R)—released a comprehensive plan for expanding the state's broadband network. Ohio's strategy identifies goals including a telehealth pilot that would provide mental health services to underserved areas of the state and opening access to limited access rights of way along the state's highways and routes in exchange for private sector assistance in expanding access to unserved Ohioans.

Fox News Leans Into Branded Strategy: **Fox News Media** teamed with branded content agency **Heve**. The strategic partnership aims to enable Fox News to provide advertisers with branding opportunities personalized to the network's audience, and will provide strategic solutions and resources for Fox News Media to design custom creative across the org's linear and digital platforms. Heve will also deliver viewership insights through branded case studies and industry analysis.

People: *Jori Arancio* joins **WarnerMedia** as evp, communications, beginning Jan 6. She's replacing *Marie Moore*. Arancio will serve as the communications head for **HBO Max**, **TNT**, **TBS** and **truTV**, under *Kevin Reilly*, chief content officer HBO Max and pres TNT, TBS & truTV. Arancio was most recently svp, communications, **ABC & ABC Studios**. She spent 21 years at the **Walt Disney Company** before stepping down in October.

Call for CFX 100 Nominations: Get a jump start on 2020 and submit your **Cablefax** 100 [nominations](#) today. The deadline for submissions for an annual list of industry power players is Feb 6. Help us decide who the industry's biggest movers and shakers are by submitting a free nomination today.

Honors: Kudos to **ESPN's Katina Arnold** and **MSNBC's Errol Cockfield**, who were inducted into sister pub **PR News'** Hall of Fame last week. And congrats to **Univision's Bobby Amirshahi**, who was named PR News' Media Relations Professional of the Year.

PROGRAMMER'S PAGE

Navigating 'The Age of AI'

Whether they know it or not, many humans have begun interacting with artificial intelligence on a daily basis. Still, most remain skeptical of how much AI should be embraced heading into the future, and whether it has the potential to begin operating with a mind of its own. **YouTube** created a primer on AI and machine learning with "The Age of AI," an original series that premiered on the platform Wednesday. Each installment of the eight-episode docuseries examines how humans and AI can work together to create advancements in medical research, communications and even music. The first thing the series wants everyone to know is that is not going to take over the world like sci-fi movies would have you believe. "One of the biggest misconceptions of AI is that there is a super intelligent being, or what we call generalized AI, that knows all, can do all and is smarter than all of us put together," roboticist *Dr Ayanna Howard* said in the first episode. "AI is basically an emulation of us." For most of those featured in the series, the future looks the brightest when AI and humans are working hand-in-hand. The premiere spotlights how Georgia Tech professor *Gil Weinberg* is using AI to build robot musicians and push the field of prosthetics forward to allow amputees to continue playing instruments as they did before they lost a limb. Also exploring the world of AI is musician *Will.I.Am*, who considered the ethics of AI in his efforts to build a virtual avatar that looks and sounds like him. "How far do you go down that path until you can label it a digital living character? This raises some of the deepest questions in science and philosophy, actually: the nature of free will," **Soul Machines** CEO *Mark Sagar*, the creator of the avatar and other AI, said. "How do you actually build a character that is truly autonomous?" – *Sara Winegardner*

Reviews: "Midnight Traveler," 10pm, Dec 30, **PBS**. Afghan director *Hassan Fazili* becomes the star of his film when the Taliban puts a bounty on his head. He's forced to flee Afghanistan en route to Europe. Along with Hassan are his wife and young daughters. It's an extraordinary journey. This excellent doc is not the normal recommendation for these festive times. On the other hand, seeing how difficult life is for refugees could prompt some viewers to care more about their fellow man. In addition, this harrowing experience certainly prompts viewers to appreciate their lot. Those are not bad sentiments for the holiday season and New Year. – "A Stranger in Shanghai," Dec. 27-28, **NHK World-Japan**. Again, this is atypical holiday fare. In fact, it has no relationship to the holidays. Instead it's an excellent piece of history. This gorgeous film tells the story of a trip to Shanghai, China, that Japanese writer *Ryunosuke Akutagawa* took years before the Communist Revolution. Told in a series of brief chapters, Akutagawa's story unfolds with great beauty and sensitivity. This is so despite much of the action occurring in Shanghai's brothels. **NHK World-Japan**, which became part of **DirectTV's** basic package this week, will present the film in two parts. Since we watched it in total, we're uncertain how the split will influence the film's continuity. – *Seth Arenstein*

Basic Cable P2+ Prime Rankings* (12/09/19-12/14/19)		
Mon-Sun	MC US	MC US AA
	AA%	(000)
FNC	0.963	2,959
ESPN	0.885	2,719
HALL	0.511	1,570
MSNBC	0.508	1,560
A&E	0.368	1,131
HMM	0.340	1,044
HGTV	0.315	968
TBSC	0.305	939
HIST	0.302	929
DISC	0.290	892
USA	0.285	876
TNT	0.284	874
FOOD	0.284	874
FRFM	0.275	846
CNN	0.275	846
TLC	0.264	810
LIFE	0.254	782
AMC	0.239	733
BRAVO	0.237	729
ID	0.236	724
ADSM	0.210	645
INSP	0.194	597
TVLAND	0.179	551
FX	0.171	527
NICK	0.163	500
DSNY	0.140	429
NAN	0.138	424
CRN	0.127	389
BET	0.125	384
NATGEO	0.123	379
SYFY	0.121	373
NFL	0.121	372
MTV	0.119	364
GSN	0.117	359
COM	0.116	355
TRAVEL	0.115	353
NKJR	0.115	352
E!	0.113	348
WETV	0.112	344
VH1	0.107	329
DSJR	0.103	316

*P2+ L+SD rankers are based on national Nielsen numbers, not coverage.



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