

EXHIBIT

TAB-002

C
Cox Missouri Telecom



1999 SUMMARY ANNUAL REPORT

MOMENTUM

RESIDENTIAL TELECOMMUNICATIONS

Cox Digital Telephone is a reliable, competitively priced alternative for local and long-distance service. The extensive capacity of our facilities-based network allows Cox Digital Telephone to deliver customers numerous advantages over traditional telephone service, including second lines at significant savings.

COMMERCIAL TELECOMMUNICATIONS

Through Cox Business Services, we offer commercial customers a wide range of telecommunications services, including local and long-distance telephone, data transport networks, Internet access and work-at-home solutions.

INTERNET ACCESS

Through our high-speed Internet services – Cox@Home, Cox Road Runner and Cox Express – our customers enjoy powerful, robust and reliable cable-modem connections through which they can download the vast offerings of the Internet substantially faster than via telephone modems.

Cox's telephone, Internet access, digital cable and commercial services are currently available in select markets.

INVESTMENTS

We hold investments in several companies related to our areas of business, including those in cable programming, telecommunications and Internet access. For a list of selected investments, please see page 30.

OUR HERITAGE

Cox Enterprises, Inc., the majority shareholder of Cox Communications, began with the 1898 purchase of the *Dayton (Ohio) Evening News* by James M. Cox, who would later serve three terms as Governor of Ohio and was the Democratic nominee for President in 1920. The company Gov. Cox founded eventually purchased additional newspapers, radio and television stations, cable television systems and automobile auctions. Today, the privately held Cox Enterprises maintains significant holdings in each of those businesses and numerous related ventures, including Cox Interactive Media and AutoTrader.com. Cox Enterprises has revenues in excess of \$6 billion.

Cox is presenting condensed consolidated financial information in this Summary Annual Report. For comprehensive consolidated financial data, please refer to Cox's Annual Report on Form 10-K. Any statements in the Summary Annual Report that are not historical facts are forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. Any expressions that indicate future events and trends identify forward-looking statements. These forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from historical results or those Cox anticipates. Factors that could have a material and adverse impact on Cox's business are identified in the discussion of risk factors in the company's Annual Report on Form 10-K. Cox undertakes no obligation to release publicly the results of any revisions to forward-looking statements made in the Summary Annual Report to reflect events or circumstances after the date of this release or to reflect the occurrence of unanticipated events.

COX COMMUNICATIONS is a leading broadband communications company delivering video, voice and data services to residential and commercial customers via an advanced digital network.



Financial Highlights

Cox Communications, Inc.

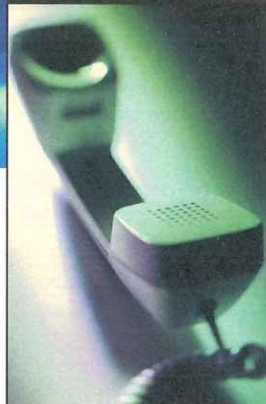
(Thousands of Dollars)

1999		1998	1997
\$ 2,318,135	Revenues	\$ 1,716,757	\$1,610,364
901,189	Operating Cash Flow	659,076	609,835
881,928	Net Income (loss)	1,270,672	(136,492)
1,154,527	Capital Expenditures	808,902	708,089
26,614,497	Total Assets	12,878,104	6,556,601
6,375,795	Debt (including amounts due to Cox Enterprises, Inc.)	4,090,755	3,148,834
12,348	Employees (end of year)	9,785	7,725
5,136,184	Total Basic Customers ^(a)	3,753,608	3,235,338
38.9%	Operating Cash Flow Margin	38.4%	37.9%

(a) Customer counts reflect the effects of several cable television system transactions. Adjusted for those transactions, basic customer growth was 2.6% in 1999 and 2.8% in 1998.

Contents

1 Momentum **12** Letter to Shareholders **21** Financial Results **30** Additional Company Data



CABLE TELEVISION

Our core service is delivering cable television programming. Following the close of pending acquisitions in 2000, we will serve more than 6 million customers in 23 states and will be the nation's fifth-largest cable provider. In addition to traditional cable, we also offer Cox Digital Cable, an advanced video service featuring expanded programming choices, enhanced viewing control and digital-quality picture and sound.

For a list of Cox locations, please see page 31.



38 YEARS AGO

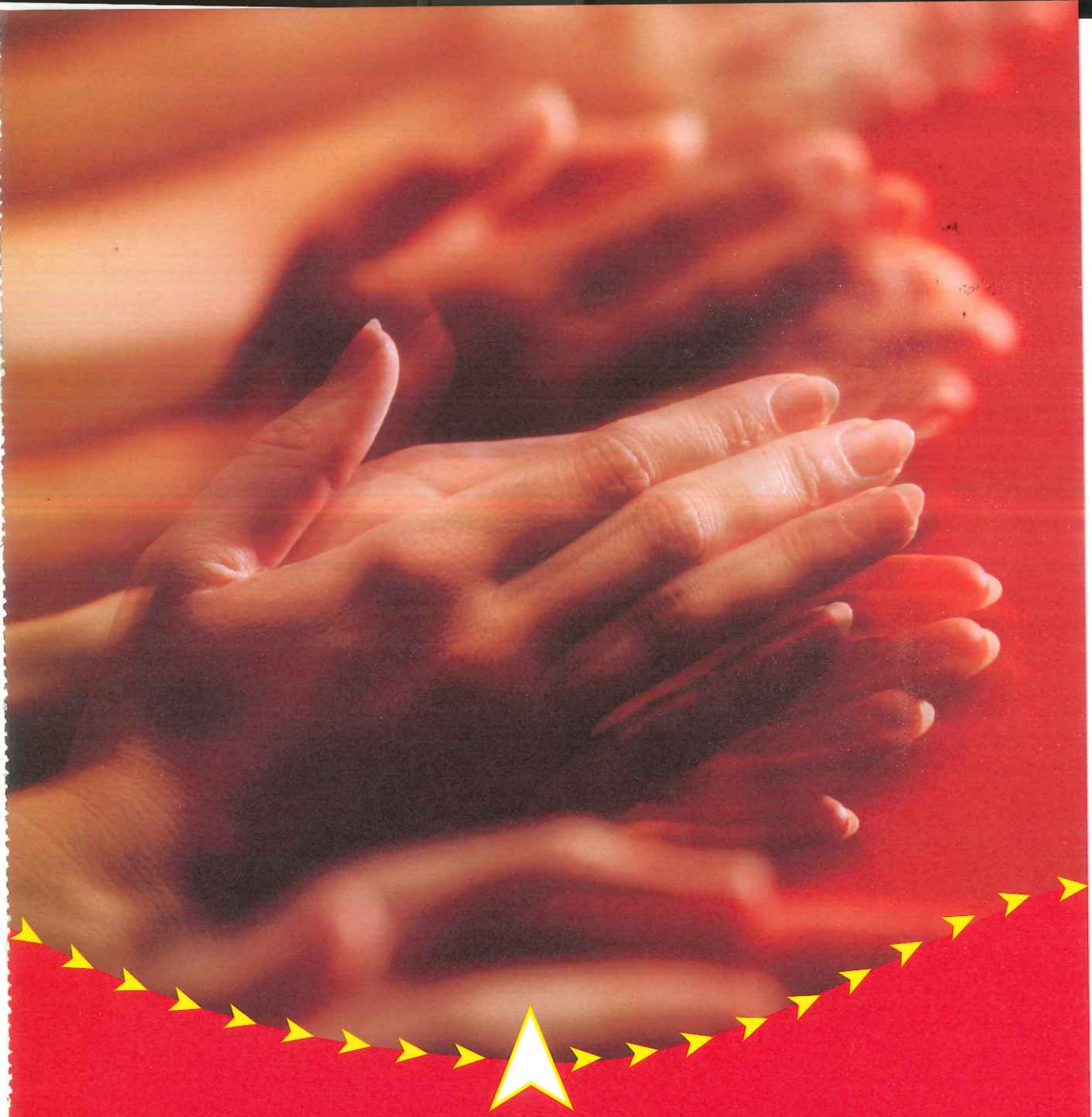
COX ENTERED THE YOUNG CABLE TV BUSINESS,
buying a small cable system in Pennsylvania.
Nationwide, cable's 850,000 viewers enjoyed
an average of three channels each.

24 YEARS AGO

With 11 million customers, cable was growing dramatically and **HELPING SOLIDIFY AMERICANS' LOVE AFFAIR WITH TV.**

While Cox and other distributors were rapidly expanding the service's availability, emerging cable channels like HBO, TBS and Showtime were providing exciting new viewing choices.

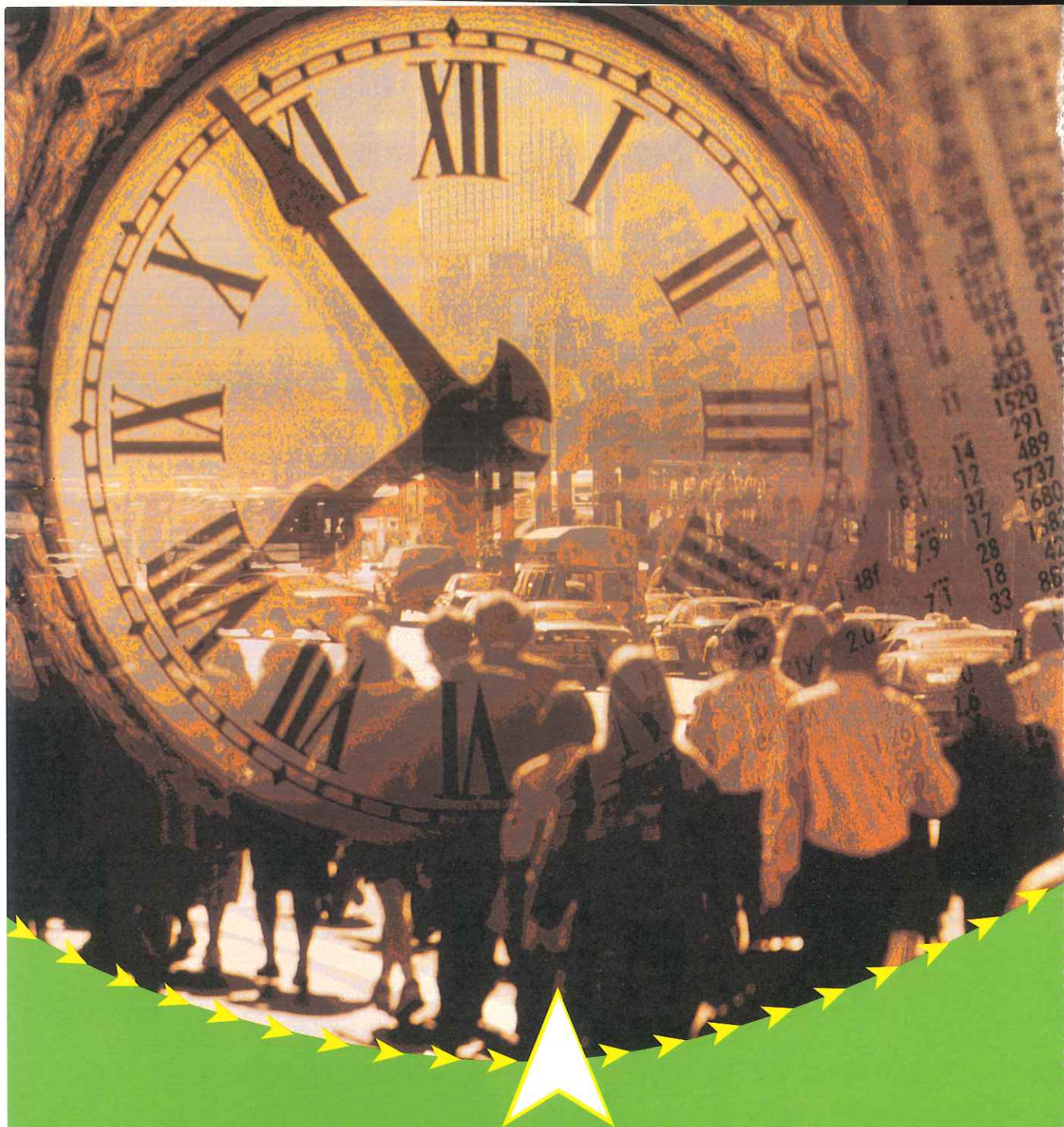




11 YEARS AGO

Cox became the first cable company to introduce formal customer service standards. Customer care has since remained
COX'S CORNERSTONE COMMITMENT.

The company embarked on a \$4 billion capital campaign to increase the
POWER, RELIABILITY AND CAPACITY OF ITS BROADBAND NETWORK.

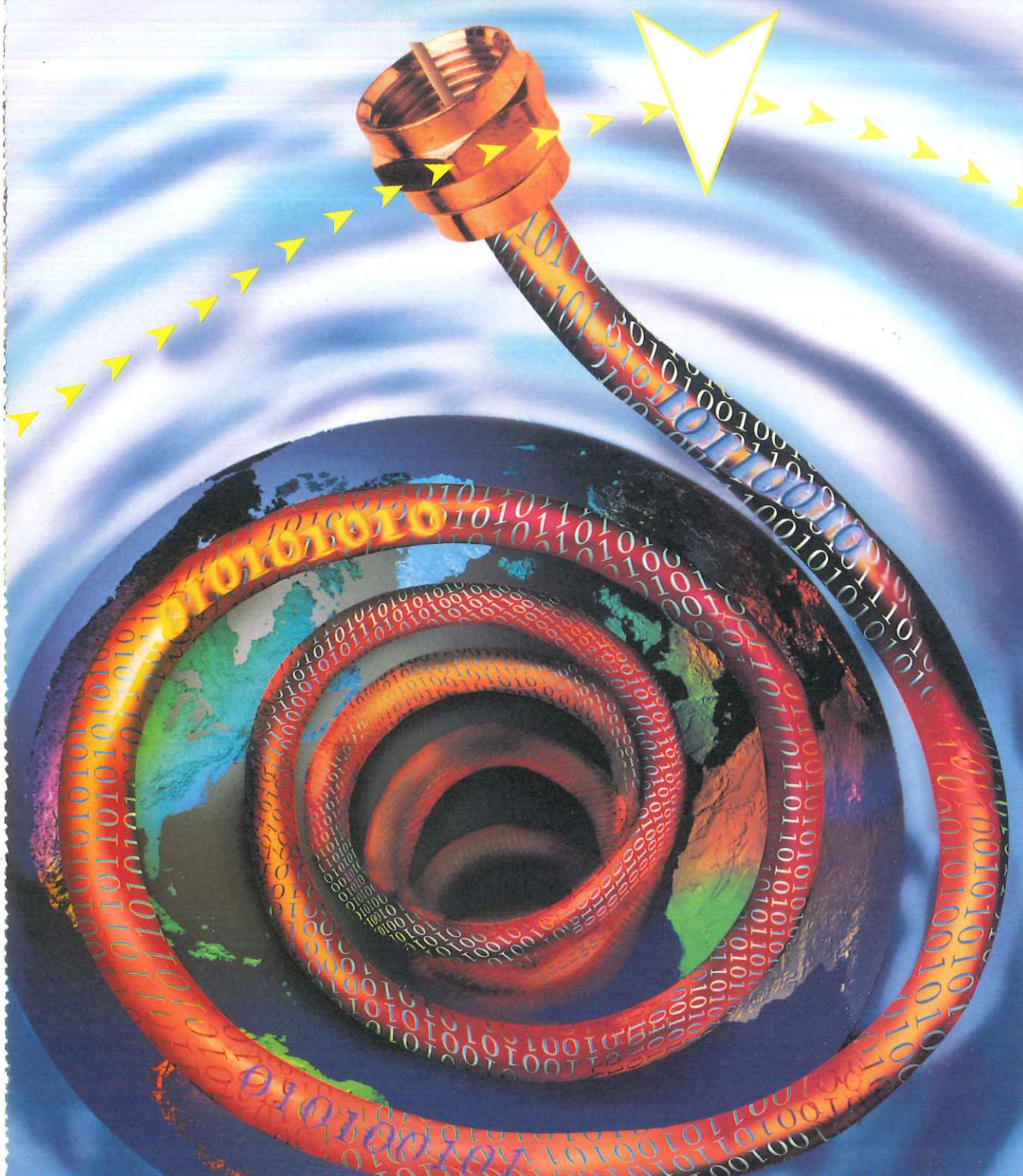


5 YEARS AGO

COX COMMUNICATIONS, INC. BECAME A PUBLIC COMPANY, nearly doubled its customer base with the acquisition of Times Mirror Cable, and formally announced plans to be a full-service provider of advanced communications services.

3 YEARS AGO

COX LAUNCHED ITS FIRST NEW ADVANCED SERVICE, Cox@Home, introducing customers to the welcome reality of reliable, robust, high-speed Internet access. Two additional advanced services, Cox Digital Cable and Cox Digital Telephone, would debut within the next 10 months.



1 YEAR AGO

With three new residential services available to millions of customers and rapid expansion into the commercial market, Cox was officially becoming **THE PREFERRED PROVIDER OF COMMUNICATIONS SERVICES TO HOMES AND BUSINESSES** in its markets.



Kate and Sophie: attached at the hip for one perfect week every summer.

Lucky for them, they can be attached at the ear the other 51.

Cox Digital Telephone.

Significant savings on local and long distance. Inexpensive additional lines.

Now you're living.



Cox Business Services

Nothing can energize the productivity of your company like a connection from Cox Business Services. We offer digital telephone service and high-speed Internet access that's faster than DSL. And it's all delivered over our own fiber-optic based network for high reliability. So go ahead and get connected. It's the jump-start your business needs to compete in the Net Economy. For more information, call (949) 516-2020 or email us at bizphone@cox.com.

We're juicing up businesses



COX Digital Cable.

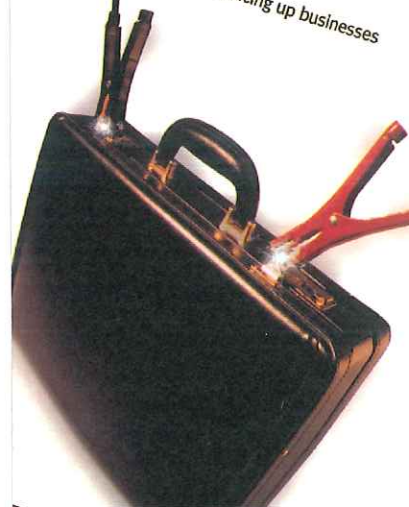


Benjamin King: understood immediately what it means to download dinosaurs at warp speed.

Explaining it to his buddies proved to be a bit more difficult.

cox @Home.

High speed internet access that lets you download 100x faster than a 28.8 modem.





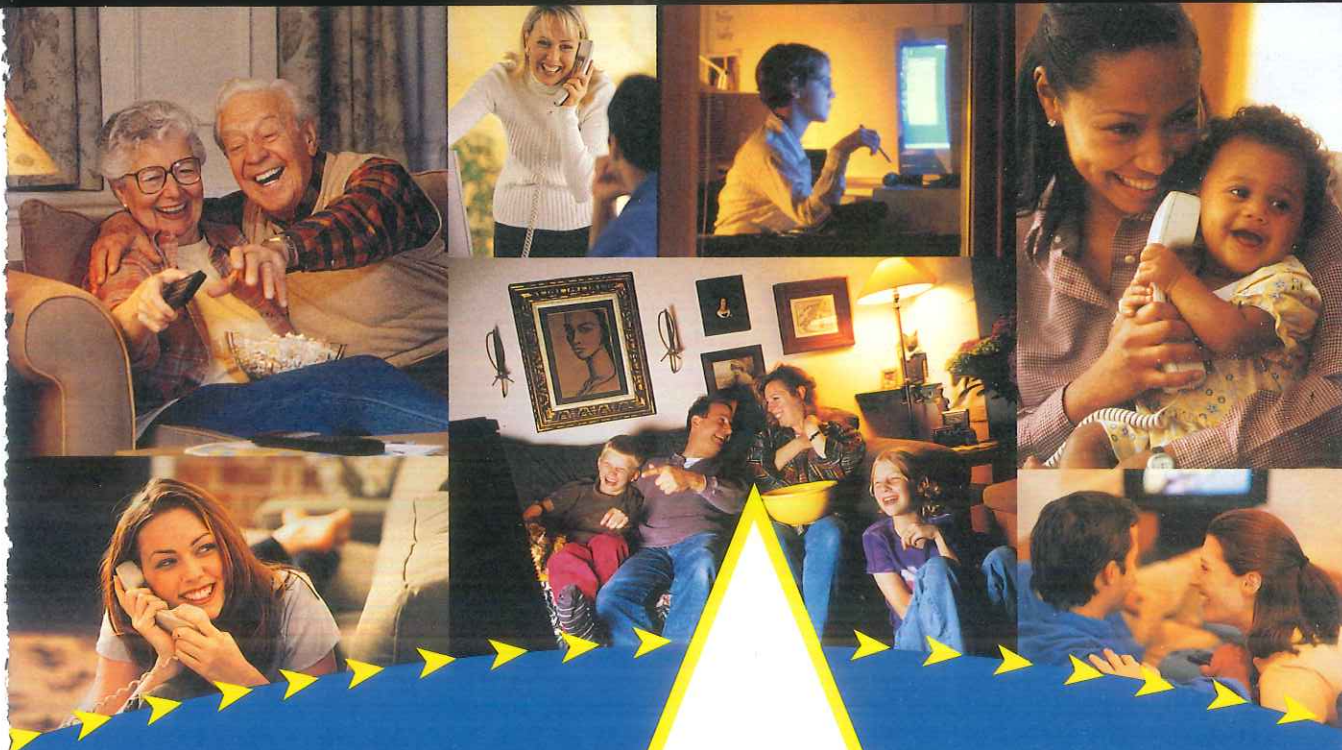
10 MONTHS AGO

COX ANNOUNCED THE FIRST OF FOUR MAJOR ACQUISITIONS that will increase its customer base to 6 million, strengthen its presence in several premier markets, and introduce Cox services to customers in many new areas.

10 WEEKS AGO

COX'S STOCK VALUE INCREASED 49% IN 1999,
for a 600% return to shareholders since
the company went public in 1995.

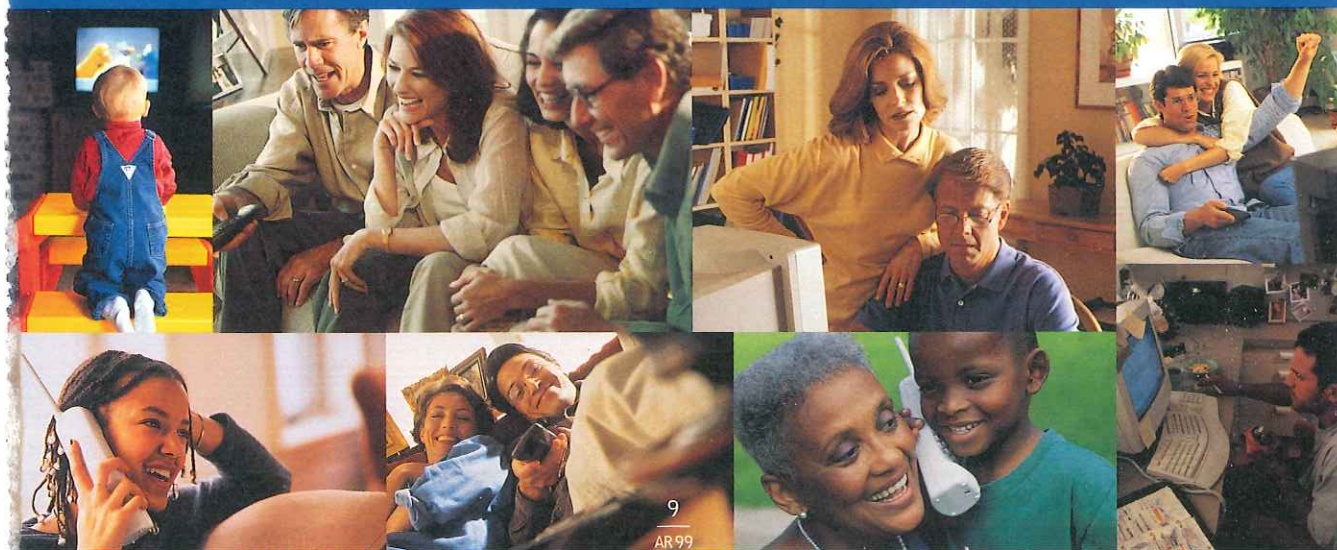


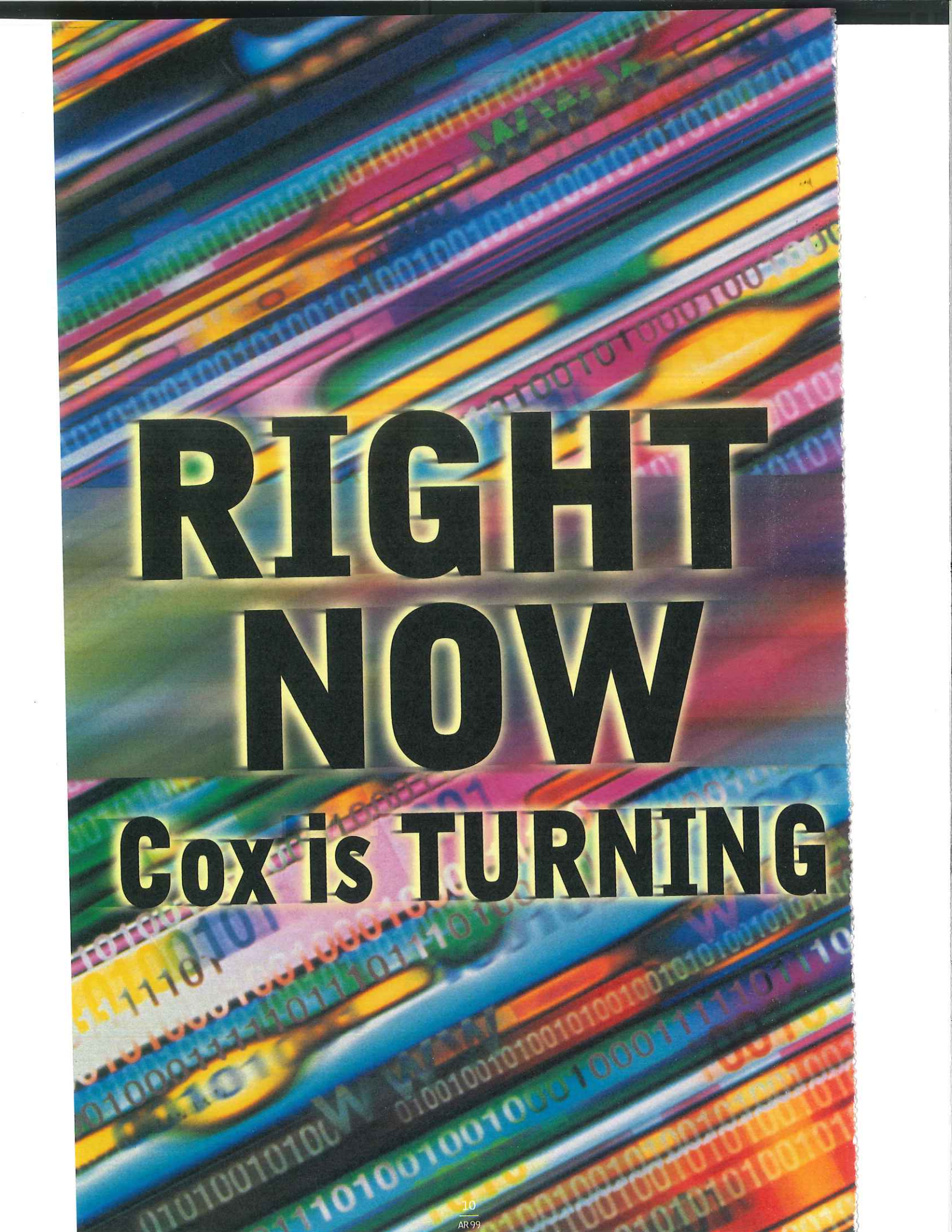


10 MINUTES AGO

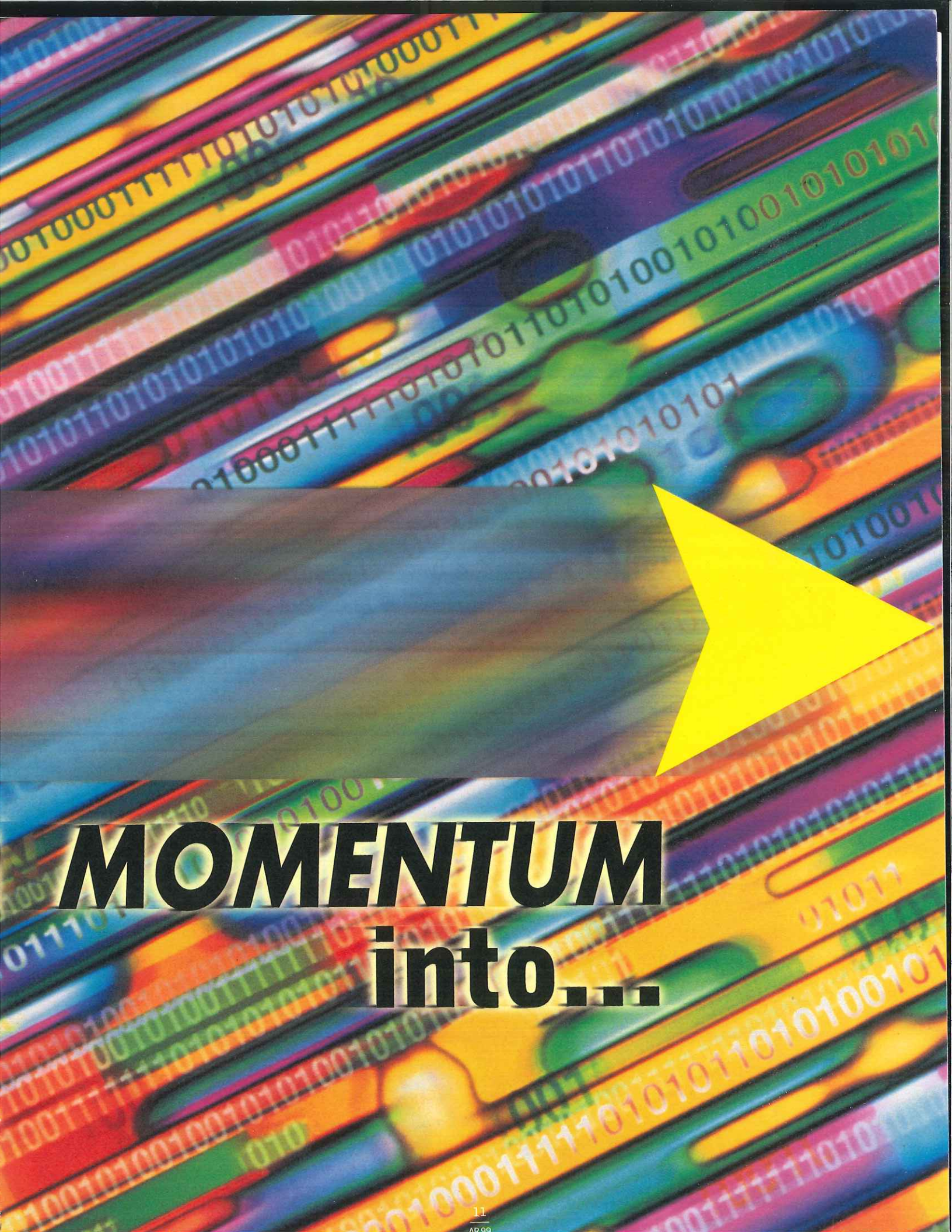
Cable was a valued member of more than 67 million U.S. households. COX WAS THE NATION'S FIFTH-LARGEST CABLE PROVIDER.

Cox customer service reps had signed up hundreds of thousands of high-speed Internet, digital cable and digital telephone customers. Meanwhile, Cox Business Services doubled commercial revenues in less than a year and was well on its way to continued growth in 2000 and beyond.



The background is a vibrant, abstract composition of diagonal streaks in various colors including blue, green, yellow, orange, and red. Overlaid on these streaks are lines of binary code (0s and 1s) in different colors, creating a sense of digital data flow.

RIGHT NOW Cox is TURNING



MOMENTUM
into...

MORE

James C. Kennedy
Chairman of the Board



James O. Robbins
President and Chief Executive Officer

COX COMMUNICATIONS, INC.

Dear Fellow Shareholders

For four decades, the employees of Cox Communications have done more than just ride a wave of tremendous momentum. They have *driven* the wave, continually steering it to remarkable results, sustained growth and a future that gets brighter every year. From the early days of cable television in the 1960s, through its phenomenal growth in the '70s and '80s, to expansion into exciting new areas of business in the late '90s, Cox's momentum hasn't crested. In fact, it is fitting that the concluding year of the century was perhaps our most momentous – a year in which the wave reached unprecedented heights.

And the future? We expect no end to the momentum, so much so that we've taken literary liberty and created a word you won't find in the dictionary yet – *MOREmentum* – to express the excitement with which Cox begins the new century and will continue to drive the wave to more growth... more innovation... more choices and greater satisfaction for customers... more value for shareholders. In short, more of what has made Cox so successful.

Cox's employees are the reason for that success – now more than ever. The company's tremendous achievements are *their* achievements. Much has been

MENTUM



asked of them lately: developing, launching and perfecting multiple new services, protecting and growing our core business, and assimilating numerous new operations, all while ensuring the long-term strength and viability of the company. That is a lot to ask, but they have made those decidedly difficult tasks look rather easy. They deserve full credit and gratitude for all of those past successes, as well as the future successes they are now constructing.

SMART, STRATEGIC GROWTH

The Cox team accomplished a great deal last year. Four major acquisitions increased the company's customer base by more than 50%. Revenues and operating cash flow increased solidly, as did customer growth in our core cable business. Our new advanced communications services grew considerably. Even more importantly, we answered a vital question for the future: Will Cox be a significant player in the rapid growth and evolution of the communications industry? The answer: a resounding *Yes!*

In spite of recent dramatic shifts in customer demand, technology and competition, we have not wavered in the execution of our core business strategy: Maximize the power of our broadband network to deliver multiple communications services that make

customers' lives easier, more enjoyable and more productive, and strengthen the fundamental value of Cox Communications. Our accomplishments have proved that a strategy, if it is well conceived, wholeheartedly embraced and consistently implemented, need not be abandoned when so much around you changes. If it is the right strategy and if you are flexible in executing it, you will adapt to the changes and grow stronger as a result. Cox *has* grown stronger.

We began 1999 with 3.8 million customers. When the final of the four major acquisitions announced last year is complete, we will serve more than 6 million customers. We feel those acquisitions elevated Cox to an advantageous size and scale: still small enough to nimbly navigate the obstacles of a fast-changing marketplace, while large enough to realize important operational efficiencies and ensure a voice and a vote in determining the direction of the communications industry.

Through the four acquisitions, we will receive primarily two distinct but complementary types of operations. In one category are large, technologically advanced systems that are either geographically advantageous to our existing operations or large enough to stand alone as a separate "cluster." These systems include Northern Virginia; Tulsa and

Oklahoma City, Oklahoma; Baton Rouge, Louisiana; and Wichita, Kansas. In the second category are systems that are smaller yet well-established and highly penetrated in their markets. We acquired most of these operations – in communities such as Tyler and Bryan, Texas and Fayetteville and Fort Smith, Arkansas – through our purchase of TCA Cable TV. With the addition of subsequent acquisitions, we've built a considerable Cox presence in the South Central United States, where we will have 2.4 million customers and excellent growth potential in a region stretching south from Nebraska to Texas and east to Arkansas and Louisiana.

of revenues) increased to 38.9% from 38.4% in 1998. Net income was \$881.9 million, down from \$1.3 billion in 1998, due primarily to the difference in non-recurring gains on investments in both years. We achieved same-system customer growth of 2.6% in our core cable business, which was among the highest of all major cable companies.

NEW-SERVICE MOMENTUM

1999 yielded considerable progress in the deployment and growth of our advanced communications services – digital telephone, high-speed Internet access and digital cable. We had established the aggressive

Here



MORE Growth

WE WILL ADVANCE IN A STEADY,
SMART, STRATEGIC WAY

FINANCIAL HIGHLIGHTS

We achieved consistent, solid financial growth in 1999. Total revenues were \$2.3 billion, a 35% increase over 1998, due to the addition of new Cox operations and to the growth in cable customers, new service-subscriptions and advertising sales at existing operations. Operating cash flow (operating income before depreciation, amortization and gain on sale and exchange of cable television systems), which we consider the key indicator of our financial performance, increased 37% to \$901.2 million. Operating cash flow margin (operating cash flow as a percentage

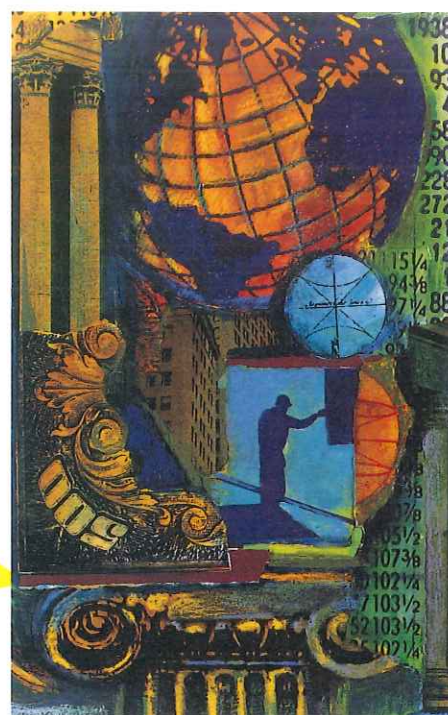
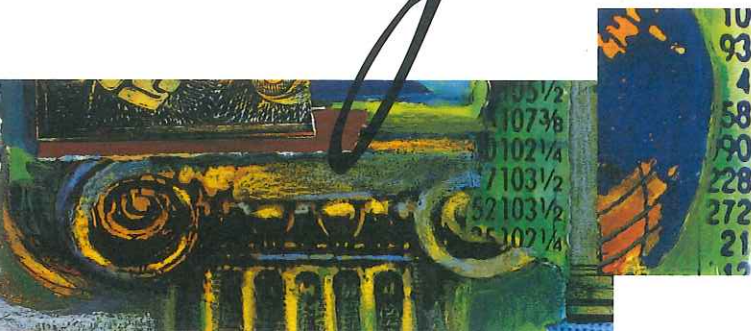
goal of ending 1999 with between 450,000 and 500,000 subscriptions of these offerings. We closed out the year with more than 550,000 new-service subscriptions. Granted, it is still early in the rollout of these services; however, we have begun to see their positive contribution to the company's revenues and a preview of their significant impact going forward. In 1999, more than half of our same-system revenue growth was attributable to these three new services. By 2004, we anticipate these services will account for at least a third of total revenues.



In preparation for going public in early 1995, our management team began widely touting Cox's core strengths: highly clustered markets; a technologically advanced delivery network; talented and dedicated employees; proven commitment to customer and community service; and financial strength and flexibility. Gratifyingly, they remain our strengths today and have been the main reasons for our tremendous accomplishments since 1995.

achieved a terrific milestone in 1999. Each new service reached double-digit penetration within the areas of the Orange County market in which it is available—what we enthusiastically refer to as a “triple double.” Several other operations, including San Diego, California and Omaha, Nebraska, also achieved impressive new-service growth. In Las Vegas, Nevada and Oklahoma City, we achieved our highest digital-cable penetration levels yet for the three-month period following launch. And we received some encouraging early results from the initial rollout of advanced

we grow.



services to customers in some of our mid-sized markets, including Santa Barbara, California; Roanoke, Virginia; and Lubbock, Texas. Throughout 2000, we will continue the expansion of these services.

In Orange County, California, the first market in which all three new services were available, our team

Thanks to the acquisitions of 1999, we significantly advanced our strategy of concentrating operations in strong local and regional clusters. Following the close of our acquisitions, 70% of Cox customers will be served by our 15 largest systems. The average size of these operations will be 285,000 customers, a powerfully concentrated scale. Furthermore, we will have four major regional clusters, with 2.4 million

customers in the South Central United States, 1.9 million in the Southwest, 827,000 in the Mid-Atlantic, and more than 430,000 in New England. Such heavy concentration allows us to more efficiently leverage the capability of our delivery network, better maximize the purchase of programming, and leverage our talented local management over larger operations.

Our network enhancement continued steadily in 1999, as well, yielding increased availability of our advanced communications services to an unprece-

the company. Two prime examples of our success in integrating new operations are systems we acquired in 1998 – Tucson, Arizona and Las Vegas. In 1999, both systems registered excellent growth on several fronts, attained enviable operational consistency, and substantially improved customer and employee satisfaction scores.

In 2000, capital expenditures will be approximately \$1.5 billion, primarily to fund the accelerated completion of network upgrades and the purchase of



Now You **MORE** Choices

WE WILL DELIVER A BUNDLE OF SERVICES THAT
MAKE CUSTOMERS' LIVES MORE ENJOYABLE
AND PRODUCTIVE

dented number of customers. The trend will continue. At the end of next year, more than 80% of our network will be fully upgraded and capable of delivering advanced services. For our 15 largest operations, which serve more than 70% of our total customers, greater than 90% of our network will be fully upgraded.

2000 AND BEYOND

Integrating our numerous new operations will certainly be our key objective in 2000. To do so, we will leverage our experiences of the past few years, during which we have invested significant time and effort to carefully blend recently acquired operations into

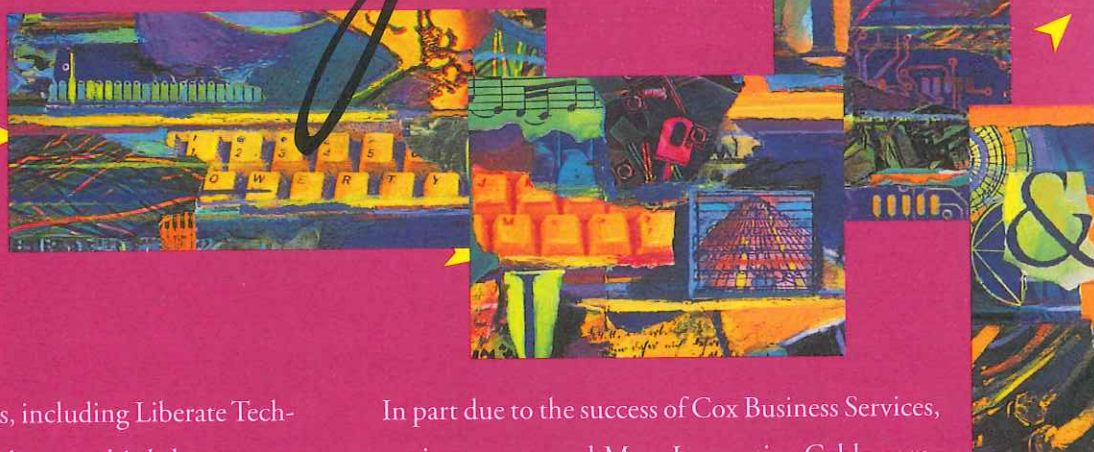
equipment necessary for the deployment of new services. We look forward to continuing the wave of momentum in rolling out new services, both within markets where they've been introduced and in new markets. Achieving our ambitious growth goals for these services in 2000 and beyond will require that we grow the capacity of our organization by focusing on hiring and retaining stellar employees, providing the proper training and advancement opportunities, and continually perfecting every aspect of delivering our services.

During the past few years, the value of our non-core investments has increased impressively. At the end of 1999, our investment portfolio – including

stakes in Sprint PCS, AT&T and Excite@Home – was valued at more than \$11 billion, contributing significantly to our financial strength and flexibility. As has been our strategy for several years, we continue to pursue opportunities to maximize the value of these investments and, when prudent, to parlay them into core strategic assets. For instance, early this year we will complete the trade of our AT&T stock for cable systems serving nearly 500,000 customers and other consideration, including cash. We also have recently

addition to continuing to pursue similar opportunities in 2000, we also will broaden our commercial offerings to include voice and data services for small and medium-sized businesses. In our markets, we estimate these businesses alone generate more than \$3 billion in annual telecommunications revenues. We predict significant growth in this area as we continue maximizing the power of our broadband network to pursue our share of the commercial market.

're Living.SM



invested in other companies, including Liberate Technologies and TiVo, Inc., that we think have compelling products and excellent growth potential in their respective fields.

TUNED-IN TO COMMERCIAL

Last year, Cox Business Services doubled revenues, thanks in large part to major new telecommunications contracts, including Langley Air Force Base and Norfolk International Airport in Virginia, Tinker Air Force Base in Oklahoma, and the City of Irvine, California. We also were chosen over the entrenched local telephone company for the telecommunications contract with St. Bernard School District in Louisiana. In

In part due to the success of Cox Business Services, we again were named Most Innovative Cable company by *Inter@ctive Week* magazine in the 1999 Interop Infr@structure Awards. "Cox was a hands-down winner because it continues to be the only cable operator actively expanding into the telephony arena," the organization said. "Cox has stayed true to a strategy...to rebuild its coaxial cable networks, adding fiber optics in the access plan."

NEXT-GENERATION SERVICES

The power of our hybrid fiber-coax (HFC) network also will prepare us to offer next-generation services such as video on demand, Internet to the TV, home

security monitoring, energy management, targeted advertising and other e-commerce applications. While the market for such services is unquantifiable as yet, we feel there will be tremendous opportunity going forward to whet consumers' appetites for the latest and greatest entertainment and communications services that can be delivered over our powerful broadband network. We want to be ready to offer these services as the technology arrives and customer acceptance accelerates. Therefore, we have begun pursuing development of next-generation services and

Living marketing campaign, which expresses just that message and highlights the choice, convenience and value of our services.

BUILDING ON OUR CUSTOMER CARE RECORD

Across all of our communications offerings, customer care is Cox's cornerstone commitment, as it has been for more than a decade. Well before the advent of advanced services, we strongly believed that the more satisfied our customers are, the more loyal they'll be.

You are So **MORE** Satisfaction

WE WILL EARN NOT ONLY OUR CUSTOMERS'
BUSINESS, BUT ALSO THEIR RESPECT AND LOYALTY



will launch interactive trials this year of video-on-demand and interactive television, with potential commercial launch as early as 2001.

NOW YOU'RE LIVING

Regardless of the exact form that next-generation services take, it will be essential that we effectively market them and present their benefits to consumers. The commonality among all of our varied services is that they make customers' lives easier and more convenient, productive and enjoyable. We have invested a great deal of effort into developing our *Now You're*

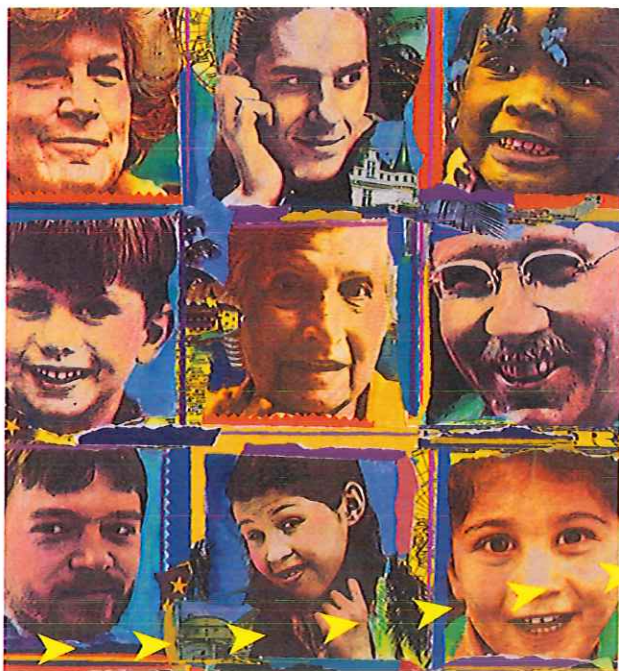
Now that we offer multiple services, that long-standing commitment to customer care is paying off. Since we operate in a very competitive environment, continuing to advance that focus on customer service is vital.

We are working diligently to cultivate a sales culture within our company and to completely link sales and service. In the competitive marketplace, we must capitalize on opportunities to enhance and strengthen the bonds with our customers. We're doing that by increasing the avenues through which consumers can experience and purchase our services. We've developed

e-business options allowing them to purchase and pay for services online at www.cox.com, and are forming arrangements with retail chains to make Cox services available in consumer electronics stores and similar venues. We also are opening our own retail showrooms, complete with hands-on demonstrations of our services and their powerful capabilities.

strengthening our relationship with customers. The power of our proprietary billing platform makes it possible to bundle and bill for services in a variety of ways, allowing customers to choose the combinations and billing options that work best for them. In 2000, we will begin introducing a variety of new bundling options to our customers.

helpful.



With multiple services available, bundling them together in meaningful ways also is becoming vitally important. Effective bundling and packaging of our services can increase our market share, improve customer retention, and enhance our competitive position, while giving customers a “buy more, save more” proposition that increases the value our services bring to their lives. Bundling is about more than just discounts. It’s also about simplifying customers’ lives by providing them the convenience of purchasing multiple services from one company, backed by a superior level of service. It’s simply a matter of expanding and

CHALLENGES AHEAD

Along with the ongoing challenge of perfecting the way we deliver and market services to customers, we are certain to face continued external challenges in 2000 and beyond. Certainly, competition is an increasingly more ingrained reality in our business. We’re extremely proud of Cox’s response to that challenge. In some areas of our business, we’re the upstart taking on the incumbent, while in our core service we are the incumbent. While that would be a difficult paradox for some, our employees have made an excellent adjustment, harnessing the entrepreneurial spirit

Wow, that's cool.

MORE Innovation

WE WILL DEVELOP AND DELIVER EXCITING
COMMUNICATIONS SERVICES FOR TOMORROW

that has long been a Cox hallmark as we aggressively pursue and capture new opportunities.

We continue to believe wholeheartedly that a competitive environment is best for business and best for consumers. We enthusiastically support the major tenets of the Telecommunications Act of 1996 and continue to push for legislative and regulatory policies that ensure a level, competitive playing field.

Of course, flexibility is paramount as we navigate the exciting opportunities of the marketplace. Maintaining consistency in an inconsistent world is a key strength of Cox's employees, and it's an asset that is

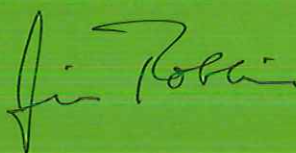
more essential than ever. We feel Cox's employees have proved that flexibility and consistency are not mutually exclusive. Moreover, our commitment to you, our shareholders, is that we will continue to consistently adhere to the business strategies that have yielded such positive results in the past. We will employ an approach that is diligent and prudent, yet flexible and pioneering, in our aggressive pursuit of MOREmentum.

Thank you for your support and participation in this important mission.

Sincerely,



James C. Kennedy
Chairman of the Board



James O. Robbins
President and Chief Executive Officer

March 3, 2000

1999
FINANCIAL RESULTS
COX COMMUNICATIONS, INC.

Independent Auditors' Report	22
Consolidated Balance Sheets	23
Consolidated Statements of Operations	24
Consolidated Statements of Cash Flows	25
Financial Highlights	26

ADDITIONAL COMPANY DATA

Selected Investments	30
Locations	31
Board of Directors and Company Management	32
Shareholder Information	33

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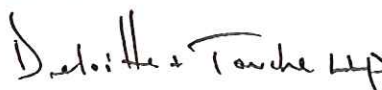



Independent **AUDITORS' REPORT**

The Board of Directors and Shareholders
Cox Communications, Inc.

We have audited the consolidated balance sheets of Cox Communications, Inc. (Cox) as of December 31, 1999 and 1998, and the related consolidated statements of operations, stockholders' equity, and cash flows for each of the three years in the period ended December 31, 1999. Such consolidated financial statements and our report thereon dated February 9, 2000, expressing an unqualified opinion (which are not included herein), are included in Cox's 1999 Annual Report on Form 10-K. The accompanying condensed consolidated financial statements are the responsibility of Cox's management. Our responsibility is to express an opinion on such condensed consolidated financial statements in relation to the basic consolidated financial statements.

In our opinion, the information set forth in the accompanying condensed consolidated balance sheets as of December 31, 1999 and 1998 and the related condensed consolidated statements of operations and cash flows for each of the three years in the period ended December 31, 1999 is fairly stated in all material respects in relation to the basic consolidated financial statements from which it has been derived.



DELOITTE & TOUCHE LLP
Atlanta, Georgia
February 9, 2000

Consolidated
BALANCE SHEETS
 COX COMMUNICATIONS, INC.

(THOUSANDS OF DOLLARS)	December 31	
	1999	1998
ASSETS		
Cash	\$ 33,313	\$ 30,604
Accounts and notes receivable, less allowance for doubtful accounts of \$14,783 and \$7,872	260,518	166,052
Net plant and equipment	4,038,236	2,652,212
Investments	11,769,610	5,981,057
Intangible assets	10,174,034	3,959,906
Amounts due from Cox Enterprises, Inc.	114,821	—
Other assets	223,965	88,273
Total assets	\$26,614,497	\$12,878,104
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts payable and accrued expenses	\$ 477,134	\$ 296,950
Deferred income taxes	6,670,521	2,886,636
Other liabilities	209,211	227,197
Debt	6,375,795	3,920,159
Amounts due to Cox Enterprises, Inc.	—	170,596
Total liabilities	13,732,661	7,501,538
Minority interests in equity of consolidated subsidiaries	195,616	—
Cox-obligated capital and preferred securities of subsidiary trusts	1,150,636	—
Shareholders' equity		
Series A preferred stock – liquidation preference of \$22.1375 per share, \$1 par value; 10,000,000 shares authorized; shares issued and outstanding: 4,836,372	4,836	4,836
Class A common stock, \$1 par value; 650,000,000 shares authorized; shares issued and outstanding: 576,168,914 and 527,111,512	576,169	527,112
Class C common stock, \$1 par value; 60,000,000 shares authorized; shares issued and outstanding: 27,597,792	27,598	27,598
Additional paid-in capital	3,835,639	1,872,477
Retained earnings	2,232,205	1,350,277
Accumulated other comprehensive income	4,859,137	1,594,266
Total shareholders' equity	11,535,584	5,376,566
Total liabilities and shareholders' equity	\$26,614,497	\$12,878,104

NOTE: Certain amounts in the 1998 and 1997 consolidated financial statements have been reclassified for comparison purposes.



Consolidated STATEMENTS OF OPERATIONS

COX COMMUNICATIONS, INC.

Year ended December 31

(THOUSANDS OF DOLLARS, EXCEPT PER SHARE DATA)

	1999	1998	1997
Revenues	\$2,318,135	\$1,716,757	\$1,610,364
Costs and expenses			
Programming costs	561,343	406,748	357,880
Plant operations	173,515	132,751	110,115
Marketing	146,965	99,544	71,122
General and administrative	535,123	389,234	352,217
Satellite operating and administrative	—	29,404	109,195
Depreciation	550,651	373,462	329,951
Amortization	165,049	84,209	74,587
Gain on sale and exchange of cable television systems, net	(77,361)	—	(51,835)
Operating income	262,850	201,405	257,132
Interest expense	(305,736)	(223,326)	(202,136)
Equity in net losses of affiliated companies	(90,477)	(547,202)	(404,440)
Gain on investments, net	1,569,389	2,484,162	64,742
Gain on issuance of stock by affiliated companies	—	165,342	90,796
Dividend income	44,292	12,164	—
Other, net	170	942	3,918
Income (loss) before income taxes and minority interest	1,480,488	2,093,487	(189,988)
Income tax expense (benefit)	579,965	822,815	(53,496)
Income (loss) before minority interest	900,523	1,270,672	(136,492)
Minority interest, net of tax	(18,595)	—	—
Net income (loss)	\$ 881,928	\$1,270,672	\$ (136,492)
Per share data			
Basic net income (loss) per share	\$ 1.54	\$ 2.33	\$ (0.25)
Diluted net income (loss) per share	1.51	2.30	(0.25)
Basic weighted-average shares outstanding	572,608,878	545,626,528	541,001,582
Diluted weighted-average shares outstanding	583,081,565	552,421,730	541,001,582

Consolidated STATEMENTS OF CASH FLOWS

COX COMMUNICATIONS, INC.

Year ended December 31 (THOUSANDS OF DOLLARS)	1999	1998	1997
Cash flows from operating activities			
Net income (loss)	\$ 881,928	\$ 1,270,672	\$ (136,492)
Adjustments to reconcile net income (loss) to net cash provided by operating activities, net of effects of acquisitions:			
Depreciation	550,651	373,462	329,951
Amortization	165,049	84,209	74,587
Equity in net losses of affiliated companies	90,477	547,202	404,440
Deferred income taxes	366,579	972,663	101,821
Gain on sale and exchange of cable television systems, net	(77,361)	—	(51,835)
Gain on investments, net	(1,569,389)	(2,484,162)	(64,742)
Gain on issuance of stock by affiliated companies	—	(165,342)	(90,796)
(Increase) decrease in accounts and notes receivable	28,719	(17,348)	(29,312)
(Increase) decrease in prepaid assets	(117,076)	8,744	12,894
Increase (decrease) in accounts payable and accrued expenses	104,864	9,122	(4,350)
Increase (decrease) in other liabilities	(43,673)	49,797	(9,310)
Increase in taxes payable	33,436	13,619	7,730
Other, net	(9,492)	4,534	10,877
Net cash provided by operating activities	404,712	667,172	555,463
Cash flows from investing activities			
Capital expenditures	(1,154,527)	(808,902)	(708,089)
Investments in affiliated companies	(30,955)	(169,102)	(388,075)
Proceeds from the sale of investments	872,880	353,159	310,920
Restricted cash invested	—	204,210	(204,210)
Payments for purchases of cable television systems	(3,522,412)	(1,230,453)	(66,762)
Proceeds on exchange of cable television systems	114,204	—	—
(Increase) decrease in amounts due from Cox Enterprises, Inc.	(114,821)	50,856	(50,856)
Other, net	(13,938)	(187)	(889)
Net cash used in investing activities	(3,849,569)	(1,600,419)	(1,107,961)
Cash flows from financing activities			
Revolving credit borrowings (repayments), net	(350,000)	(450,001)	350,000
Commercial paper borrowings (repayments), net	(512,443)	343,087	(34,748)
Proceeds from issuance of debt	3,263,513	843,531	246,457
Repayment of debt	(196,875)	(17,689)	(15,993)
Payment of debt issuance costs and discounts	(83,190)	(1,639)	(926)
Proceeds from exercise of stock options	9,356	12,112	13,000
Payment to reacquire minority interest in subsidiary	—	—	(10,000)
Increase (decrease) in amounts due to Cox Enterprises, Inc.	(170,596)	170,596	(19,359)
Proceeds from issuance of common stock, net of offering costs	337,884	—	—
Proceeds from issuance of Cox-obligated capital securities of subsidiary trusts	1,150,000	—	—
Increase in bank overdrafts	2,667	35,595	9,977
Other, net	(2,750)	—	—
Net cash provided by financing activities	3,447,566	935,592	538,408
Net increase (decrease) in cash	2,709	2,345	(14,090)
Cash at beginning of period	30,604	28,259	42,349
Cash at end of period	\$ 33,313	\$ 30,604	\$ 28,259

Recent Acquisitions, Transactions and Investments

Recent Acquisitions

In January 2000, Cox completed the acquisition of cable television systems serving 522,000 customers in Kansas, Oklahoma and North Carolina from Multimedia Cablevision, Inc., in a cash transaction valued at \$2.7 billion.

In July 1999, Cox and AT&T entered into a definitive agreement to exchange Cox's 50.3 million shares of AT&T common stock for AT&T subsidiaries that own cable television systems serving approximately 495,000 customers and other assets, including cash. In return for its 50.3 million shares of AT&T common stock, Cox will receive: cable television systems serving Tulsa, Oklahoma (160,000 customers) and Baton Rouge, Louisiana (156,000 customers); the remaining 20% ownership interest in a partnership in which Cox acquired an 80% interest through its merger with TCA Cable TV, Inc.; Peak Cablevision LLC, which has 117,000 customers in Oklahoma, Arkansas, Utah and Nevada; and approximately \$750.0 million in other assets, including cash. In March 2000, Cox completed this transaction.

1999 Acquisitions and Transactions

In August 1999, Cox completed its merger with TCA, a cable television operator serving approximately 883,000 customers in Texas, Arkansas, Louisiana and four other states for consideration consisting of \$1.6 billion in cash, 38.3 million shares of Cox Class A common stock and assumed indebtedness of \$540.0 million. Upon completion of the merger, Cox repaid \$340.0 million of the assumed TCA debt. Cox also acquired VPI Communications, Inc., an affiliate of TCA, and TCA's interest in two majority owned partnerships in connection with the TCA merger. VPI provides advertising sales and turnkey advertising services to 82 cable television system operators representing more than 3.5 million customers nationwide.

Also in August 1999, Cox and MediaOne exchanged selected cable television systems serving communities in Massachusetts, Rhode Island and Connecticut. In connection with the transaction, Cox traded cable television systems in Massachusetts, serving more than 54,000 customers, for MediaOne properties in Connecticut and Rhode Island, serving 51,000 customers, and cash. Cox recognized a pre-tax gain of \$77.4 million upon completion of this transaction.

In October 1999, Cox completed the acquisition of cable television systems serving more than 260,000 customers in

Fairfax County and Fredericksburg, Virginia, from Media General, Inc., in a cash transaction valued at \$1.4 billion.

Also in October 1999, Cox reorganized its partnership with Time Warner Entertainment Company, L.P., under which Cox acquired control of the cable television system serving Fort Walton Beach, Florida and received \$104.5 million and Time Warner acquired control of the cable television system serving Staten Island, New York. Cox recognized a pre-tax gain of \$94.8 million in connection with this reorganization.

1998 Acquisitions and Transactions

In June 1998, Cox completed the acquisition of a cable television system serving approximately 115,000 customers in Arizona from Tele-Communications, Inc. in a cash transaction valued at \$250.2 million.

In October 1998, Cox completed the acquisition of a cable television system serving approximately 293,000 residential customers and 105,000 hotel units in the greater Las Vegas area, and certain related businesses owned by Prime South Diversified, Inc. for a combination of common and convertible preferred stock and cash with an aggregate value of approximately \$1.3 billion, including the refinancing of certain Prime South indebtedness.

Investments

Cox has made substantial investments in cable television programming, telecommunications and technology, and broadband networks. For a summary of Cox's significant investments, see page 30. Significant transactions during 1999 related to Cox's investments are discussed below.

AT&T Corp. In March 2000, Cox exchanged its 50.3 million shares of AT&T common stock for cable television systems serving approximately 495,000 customers and other assets, including cash.

Excite@Home. Excite@Home, formerly @Home Corporation, is both an Internet service and content provider and supplier of comprehensive Internet navigation services. Excite@Home provides customers high-speed access to the Internet via a cable modem and the cable television broadband network. In May 1999, @Home Corporation acquired Excite and changed its name to Excite@Home.

Liberate Technologies, Ltd. Liberate Technologies develops and sells software that enables the delivery of Internet-enhanced content and applications to information appliances, such as cable television set-top boxes, game consoles and personal digital

Financial HIGHLIGHTS (continued)

COX COMMUNICATIONS, INC.

assistants. In May 1999, Cox acquired 1,041,666 shares of Liberate's common stock for \$5.0 million. Liberate successfully completed an initial public offering of its common stock in July 1999.

Sprint PCS. Sprint PCS is a personal communications services provider and an indirect wholly-owned subsidiary of Sprint Corporation. Cox's investment in Sprint PCS is composed of Sprint PCS common stock—Series 2, convertible preferred stock and warrants. In November 1999, Cox issued 14,375,000 debt securities, called PRIZES, which are indexed to the trading price of Sprint PCS common stock—Series 1 and are exchangeable for cash.

In December 1999, Cox sold 3.9 million shares of its Sprint PCS common stock for approximately \$197.3 million and recognized a pre-tax gain of approximately \$165.6 million. Cox sold an additional 16.1 million shares in January and February 2000 and expects to recognize a gain in the first quarter.

Cox PCS. In May 1999, Cox exercised its right under the Cox Communications PCS, L.P. partnership agreement to transfer its remaining 32.0% equity interest in Cox PCS to Sprint Corporation in exchange for approximately 38.1 million shares of Sprint PCS Common Stock—Series 2. As a result of this transaction, Cox recognized a pre-tax gain of \$908.5 million.

Telewest Communications plc. In January 1999, Cox sold its 11.9% equity interest in Telewest for \$727.9 million in cash and recognized a pre-tax gain of \$433.1 million.

Results of Operations

The results of operations discussed below include the effects of the following as of their respective acquisition dates:

- the August 1999 merger with TCA;
- the August 1999 exchange of selected cable television systems with MediaOne;
- the October 1999 acquisition of cable television systems from Media General;
- the October 1999 reorganization of Cox's partnership with Time Warner, under which Cox obtained control of the cable television system serving Ft. Walton Beach, Florida;
- the April 1998 disposition of Cox's partnership interests and net assets in and operations of PrimeStar Partners, L.P.;
- the June 1998 acquisition of cable television systems in Tucson and Sierra Vista, Arizona; and

- the October 1998 acquisition of a cable television system in Las Vegas, Nevada.

These transactions are collectively referred to in the discussion below as the *1999 and 1998 transactions*.

1999 compared with 1998

Total revenues for the year ended December 31, 1999 were \$2,318.1 million, a 35% increase over revenues of \$1,716.8 million for the year ended December 31, 1998. Of this increase, 23% relates to increased revenues from the 1999 and 1998 transactions. The remaining 12% increase includes the effects of:

- basic and digital customer growth at existing cable television systems;
- rate increases, implemented primarily during the fourth quarter 1998, resulting from channel additions, increased programming costs and the pass-through of inflation adjustments;
- an increase in pay-per-view revenues due to national boxing events during the first and third quarters of 1999 and an increase in digital pay-per-view revenues;
- growth in local and national advertising sales; and
- growth in data, commercial telephony and residential telephony product subscriptions.

Programming costs were \$561.3 million for the year ended December 31, 1999, an increase of 38% over the same period in 1998. Of this increase, 25% relates to the 1999 and 1998 transactions. The remaining 13% increase is due to basic and digital customer growth at existing cable television systems, January 1999 programming rate increases, channel additions and the 1999 pay-per-view events discussed above. Plant operations expenses increased 31% to \$173.5 million. Of this increase, 19% relates to the 1999 and 1998 transactions. The remaining 12% increase relates to increased plant maintenance and costs related to significant growth of new services at existing cable television systems.

Marketing costs increased 48% to \$147.0 million. Of this increase, 29% relates to the 1999 and 1998 transactions, including the acquisition of VPI as part of the TCA merger. The remaining 19% increase relates to costs associated with the rollout of digital video, high-speed data and telephony services. General and administrative expenses for the year ended December 31, 1999 increased 37% to \$535.1 million due to the 1999 and 1998 transactions and costs associated with digital video, high-speed data and telephony services in newly launched markets.

Financial
HIGHLIGHTS (continued)
COX COMMUNICATIONS, INC.

Depreciation increased to \$550.7 million for the year ended December 31, 1999 compared to \$373.5 million during the year ended December 31, 1998, due to the 1999 and 1998 transactions and the continued upgrade and rebuild of Cox's broadband network. Amortization increased to \$165.0 million for the year ended December 31, 1999 compared to \$84.2 million during 1998 due to the 1999 and 1998 transactions. Gain on sale and exchange of cable television systems reflects the \$77.4 million pre-tax gain on the August 1999 exchange of cable television systems with MediaOne. Operating income for the year ended December 31, 1999 was \$262.9 million, an increase of 31% compared to 1998.

Interest expense increased to \$305.7 million for the year ended December 31, 1999 compared to \$223.3 million in 1998 primarily due to an increase in the total debt outstanding. Equity in net losses of affiliated companies was \$90.5 million, primarily due to losses associated with Cox PCS.

Net gain on investments of \$1,569.4 million primarily includes:

- \$433.1 million pre-tax gain on the sale of Cox's interest in Telewest in January 1999;
- \$908.5 million pre-tax gain on the transfer of Cox's remaining interest in Cox PCS to Sprint Corporation during May 1999 in exchange for approximately 38.1 million shares of Sprint's PCS common stock—Series 2;
- \$94.8 million pre-tax gain in connection with the October 1999 reorganization of Cox's partnership with Time Warner under which Cox acquired control of the cable television system serving Ft. Walton Beach, Florida and received \$104.5 million; and
- \$165.6 million pre-tax gain on the sale of 3.9 million shares of Sprint PCS common stock in December 1999.

Minority interest of \$18.6 million primarily represents the coupon distributions with respect to \$650.0 million FELINE PRIDES issued by Cox in August 1999 and \$500.0 million RHINOS issued by Cox in October 1999. Net income for the year ended December 31, 1999 was \$881.9 million as compared to \$1,270.7 million for the year ended December 31, 1998.

Operating cash flow (operating income before depreciation, amortization and gain on sale and exchange of cable television systems), a non-GAAP measure of performance, is a commonly used financial analysis tool for measuring and comparing cable television companies in several areas of liquidity, operating performance and leverage. Operating cash flow increased 37% to \$901.2 million for the year ended December 31, 1999. The operating cash flow margin (operating cash flow as a percentage of revenues) for the year ended December 31, 1999 was 38.9%, an increase from 38.4% over the year ended December 31, 1998. Operating cash flows should not be considered as an alternative to net income as an indicator of Cox's performance or as an alternative to net cash provided by operating activities as a measure of liquidity.

Liquidity and Capital Resources

Uses of Cash

As part of Cox's ongoing strategic plan, Cox has invested, and will continue to invest, significant amounts of capital to enhance the reliability and capacity of its broadband network in preparation for the offering of new services and to make investments in affiliated companies primarily focused on telephony, programming and communications-related activities.

During 1999, Cox made capital expenditures of approximately \$1.2 billion. These expenditures were primarily directed at upgrading and rebuilding its broadband network for the delivery of high-speed data, digital and telephony. Capital expenditures for 2000 are expected to range between \$1.5 billion and \$1.7 billion. Capital expenditures for each of 2001 and 2002 are expected to range between \$1.3 billion and \$1.5 billion and for each of 2003 and 2004 are expected to range between \$1.0 billion and \$1.2 billion.

In addition to improvements of existing systems, Cox made strategic investments in businesses focused on telephony, programming and communications-related activities. Investments in affiliated companies of \$31.0 million primarily included debt and equity funding for NextLink Nevada. Future funding requirements for investments in affiliated companies are expected to total approximately \$20.0 million over the next five years. These capital requirements may vary significantly from the amounts stated above and will depend on numerous factors as many of these affiliates are growing businesses and specific financing requirements will change depending on the evolution of these businesses.



Financial **HIGHLIGHTS** (continued)

COX COMMUNICATIONS, INC.

Payments for the purchases of cable television systems of \$3.5 billion primarily represent cash paid in connection with the TCA merger and the acquisition of cable television systems from Media General.

During 1999, Cox paid \$350.0 million towards its revolving credit borrowings and extinguished the remaining balance of \$150.0 million on its Floating Rate Reset Notes. Net repayments on commercial paper were \$512.4 million.

Sources of Cash

During 1999, Cox generated \$404.7 million from operations. Proceeds from the sale of investments of \$872.9 million include \$727.9 million from the sale of Cox's interest in Telewest in January 1999 and \$130.3 million for the sale of 3.9 million shares of Sprint PCS common stock in December 1999. Proceeds on exchange of cable television systems of \$114.2 million primarily represent cash received from Time Warner in connection with the reorganization of Cox's partnership with Time Warner under which Cox acquired control of the cable television system in Ft. Walton Beach, Florida.

Proceeds from the issuance of debt during 1999 were approximately \$3.3 billion, net of discounts, and are composed of the following:

- the issuance of senior debt securities with aggregate proceeds of \$2.0 billion; and
- the issuance of PRIZES with aggregate proceeds of \$1.3 billion. The PRIZES are indexed to the trading price of Sprint PCS common stock—Series 1 and are exchangeable for cash.

Proceeds from the issuance of common stock are from the issuance of 10.1 million shares of Class A common stock with aggregate proceeds of \$350.3 million, net of \$12.4 million of offering costs.

Proceeds from the issuance of Cox-obligated capital securities of subsidiary trusts were approximately \$1.2 billion, and included the following:

- the issuance of FELINE PRIDES by a wholly-owned subsidiary trust, with aggregate proceeds of \$650.0 million. Each FELINE PRIDES consists of a unit comprised of:
 - (1) a three-year forward purchase contract under which the holder is obligated to purchase from Cox new shares of Cox Class A common stock based upon a settlement rate, and
 - (2) either:
 - (A) beneficial ownership of a 7% capital security having a stated liquidation amount equal to \$50, representing a preferred undivided beneficial interest in the assets of Cox Trust II, a wholly-owned financing subsidiary of Cox Communications, or
 - (B) a 5% undivided beneficial ownership in a zero coupon U.S. Treasury Security having a principal amount at maturity equal to \$1,000; and
- the issuance of RHINOS, by a wholly-owned subsidiary trust, to Bank of America with aggregate proceeds of \$500.0 million. The RHINOS are long-term auction-rate reset preferred securities of Cox RHINOS Trust.

Other

At December 31, 1999, Cox had approximately \$6.4 billion of outstanding indebtedness and \$1.2 billion of outstanding Cox-obligated capital securities of subsidiary trusts. In addition, Cox had approximately \$5.0 billion available under its revolving credit facilities, shelf registration statements and commercial paper program.

All historical weighted-average share, per share and historical balance sheet amounts have been restated to reflect Cox's two-for-one stock split which was effective May 21, 1999.



As of December 31, 1999

Publicly Traded Investments

Investment	Shares Owned	Description
AT&T Corp. ^(a)	50,333,401	Long-distance telephone, cable television and other telecommunications services
Excite@Home	29,114,600	Broadband services, including high-speed Internet access
Flextech plc	20,701,084	Cable and satellite television programming networks in the United Kingdom
Liberate Technologies ^(b)	1,041,666	Software for television set-top boxes and other information appliances
Sprint PCS ^(c)	132,800,830	Wireless telecommunications
TiVo, Inc.	240,153	Digital personal video recording services enabling flexible viewing of TV programs

Privately Held Investments

Investment	Ownership %	Description
Discovery Communications, Inc.	24.6	Owns Discovery Channel, Learning Channel, Animal Planet Network, retail and other ancillary businesses
In Demand, L.L.C.	11.1	Pay-per-view programming
GEMS Television	50.0	Spanish-language programming targeted at women
Music Choice	13.6	Digital audio services
National Cable Communications, L.P.	16.7	Cable television advertising sales
NextLink Nevada	37.5	Telecommunications services in Las Vegas and other areas of Nevada
Outdoor Life Network	33.0	Outdoor recreation-related programming
Product Information Network	45.0	Infomercial distribution
Speedvision Network	32.7	Automotive, marine and aviation-related programming
The Sunshine Network, Inc.	5.3	Regional sports (Florida)

(a) In March 2000, Cox completed the exchange of its AT&T shares for the stock of AT&T subsidiaries that own cable television systems that serve approximately 495,000 customers and other assets, including cash.

(b) In January 2000, Liberate Technologies' stock split two-for-one. All related share amounts discussed throughout this report reflect the effect of this split.

(c) In addition, Cox owns warrants and convertible preferred stock representing the right to acquire approximately 10.3 million shares of Sprint PCS Common Stock-Series 2. Cox sold approximately 16.1 million shares in January and February 2000. In February 2000, Sprint PCS' stock split two-for-one. All related share amounts discussed throughout this report reflect the effect of this split.



COX COMMUNICATIONS, INC.

Includes operations scheduled to be acquired in 2000. Those operations with 15,000 or more customers are listed individually.
Customer totals are as of December 31, 1999.

Operations by State or Region	Customers	Operations by State or Region	Customers
ARIZONA		NEBRASKA	
Phoenix	617,615	Omaha (including Council Bluffs, Iowa)	173,010
Tucson/Sierra Vista	132,272	NEVADA	
ARKANSAS		Las Vegas	339,968
Fayetteville/Springdale	43,734	NEW ENGLAND	431,871
Fort Smith	40,251	(Operation encompasses parts of Rhode Island, Connecticut and Massachusetts)	
Bentonville	30,002	NORTH CAROLINA	
Russellville	22,354	Greenville	27,635
Jonesboro	21,433	Rocky Mount	26,192
Other (including southwestern Missouri)	137,955	New Bern	15,237
CALIFORNIA		Other	26,749
San Diego	513,673	OHIO	
Orange County	262,678	Cleveland area	74,972
Santa Barbara/Bakersfield	94,189	OKLAHOMA	
Humboldt	31,524	Oklahoma City	234,827
FLORIDA		Tulsa	159,402
Pensacola/Ft. Walton Beach	157,026	Muskogee	20,020
Gainesville/Ocala	89,821	Stillwater	19,222
GEORGIA		Enid	18,554
Middle Georgia	72,478	Other	29,199
LOUISIANA		TEXAS	
New Orleans	264,286	West Texas	235,317
Baton Rouge	150,901	(Includes Lubbock, Midland, Amarillo, San Angelo, Abilene and nearby areas. Also includes Clovis, New Mexico.)	
Lafayette	60,847	Bryan	48,957
Lake Charles	36,282	Tyler	34,354
Alexandria	30,336	Georgetown	23,047
Bossier City	20,600	Victoria	20,204
New Iberia	15,355	Other	134,194
Other	75,976	VIRGINIA	
KANSAS		Hampton Roads	411,738
Wichita	164,240	Northern Virginia	261,821
Topeka	48,227	Roanoke	57,783
Manhattan/Junction City	22,679	OTHER U.S.	49,179
Southeast Kansas	18,892	TOTAL	6,102,419
Salina	17,479		
Dodge City/Garden City	15,432		
Other	20,430		

Board of **DIRECTORS** and **COMPANY MANAGEMENT**

COX COMMUNICATIONS, INC.



Janet Morrison Clarke
*Chairman,
KnowledgeBase
Marketing, Inc.
Executive Vice President,
Young & Rubicam*



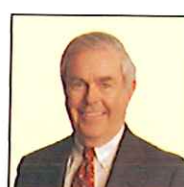
David E. Easterly
*President and
Chief Operating Officer,
Cox Enterprises, Inc.*



Robert F. Erburu
*Chairman of the Board
(Retired), The Times
Mirror Company*



James C. Kennedy,
*Chairman
Chairman and
Chief Executive Officer,
Cox Enterprises, Inc.*



Robert C. O'Leary
*Executive Vice President
and Chief Financial
Officer, Cox Enterprises, Inc.*



James O. Robbins
*President and Chief
Executive Officer, Cox
Communications, Inc.*



Hon. Andrew J. Young
*Chairman of the Board,
GoodWorks International
LLC, former Mayor of
Atlanta, former U.S.
Ambassador to the
United Nations*

Corporate Officers

James C. Kennedy
Chairman

James O. Robbins
*President and
Chief Executive Officer*

Margaret A. Bellville
Executive Vice President, Operations

Alex B. Best
Executive Vice President, Engineering

Jimmy W. Hayes
*Executive Vice President,
Finance and Administration
Chief Financial Officer*

David M. Woodrow
*Executive Vice President,
Business Development*

John M. Dyer
Senior Vice President, Operations

Patrick J. Esser
Senior Vice President, Operations

James A. Hatcher, Esq.
*Senior Vice President,
Legal and Regulatory Affairs*

Scott A. Hatfield
*Senior Vice President and
Chief Information Officer*

Jayson R. Juraska
Senior Vice President, Operations

Claus F. Kroeger
Senior Vice President, Operations

Preston B. Barnett
Vice President, Tax

Christopher J. Bowick
*Vice President,
Technology Development*

Dallas S. Clement
Vice President and Treasurer

J. Michael Dyer
*Vice President, Training &
Organizational Development*

Ellen M. East
*Vice President, Corporate
Communication and Public Affairs*

Kimberly C. Edmunds
Vice President, Customer Service

F. William Farina
Vice President, Advertising Sales

Judith A. Henke
Vice President, Human Resources

Angelina H. Li
*Vice President,
Marketing Research*

Charles H. McElroy
*Vice President,
Cox Business Services*

Andrew A. Merdek, Esq.
Corporate Secretary

Richard A. Mueller
Vice President, Operations Engineering

Thomas F. Nagel
Vice President, Business Development

Alexander V. Netchvolodoff
Vice President, Public Policy

Carrington F. Phillip
Vice President, Regulatory Affairs

James H. Renken
*Vice President,
New Services Support*

Joseph J. Rooney
Vice President, Marketing

John P. Spalding, Esq.
*Vice President and
Assistant General Counsel*

Howard B. Tigerman
*Controller and
Chief Accounting Officer*

Richard J. Wallace
*Vice President,
Materials Management*

Robert C. Wilson
Vice President, Programming

Albert W. Young
*Vice President, Engineering,
Telephone Technology*

Local Management

Unless otherwise noted, each of the following holds the position of Vice President/General Manager of the operation listed. Excludes operations to be acquired in 2000.

David A. Bialis, *Oklahoma City, OK*

Gregory Bicket, *New England*

Franklin R. Bowers, *Hampton Roads, VA*

Leo W. Brennan, *Orange County, CA*

Jerry Browers, *Regional VP, Central Arkansas*

Jill Campbell, *Las Vegas, NV*

Gary E. Cassard, *Gainesville/Ocala, FL*

William K. Geppert, *San Diego, CA*

Randy V. Goad, *VP of Operations, Middle America*

L. Keith Gregory, *Pensacola/Ft. Walton Beach, FL*

Ron A. Hammaker, *Cleveland, OH*

Jerry M. Hodge, *Hospitality Network*

Sam R. Holland, *Regional VP, Louisiana*

Gregg T. Holmes, *Phoenix, AZ*

Richard A. Hook, *Middle America*

Donald J. Karell, *Middle Georgia*

Dorothy A. Lovfald, *Humboldt, CA*

Catherine McCollough, *Roanoke, VA*

Gary T. McCollum, *Northern Virginia*

Julie O. McGovern, *Santa Barbara/Bakersfield, CA*

C. Ray Nagin, *New Orleans, LA*

Russell B. Rogers, *Regional VP, Northwest Arkansas*

Gretchen H. Shine, *Tucson/Sierra Vista, AZ*

Mike Stidham, *Regional VP, East Texas*

Frank R. Wink, *West Texas*

Shareholder INFORMATION

COX COMMUNICATIONS, INC.

Corporate Headquarters

Cox Communications, Inc.
1400 Lake Hearn Dr., NE
Atlanta, GA 30319
404-843-5000
www.cox.com

Stock Data

Cox's Class A Common Stock is traded on the New York Stock Exchange. Ticker symbol: COX. Daily newspaper stock table listing: CoxComm A. As of February 22, 2000, there were 7,285 shareholders of record of Cox's Class A Common Stock, two shareholders of record of Class C Common Stock, and two shareholders of record of Preferred Stock. There is no established trading market for Cox's Class C Common Stock or Preferred Stock. There have been no stock dividends paid on any of Cox's equity securities. Cox does not intend to pay cash dividends in the foreseeable future. See "Management's Discussion and Analysis – Liquidity and Capital Resources – Uses of Cash," in the company's Annual Report on Form 10-K.

Quarterly Market Information

(Prices prior to second quarter 1999 have been adjusted to reflect a two-for-one stock split effective in May 1999.)

	Class A Common Stock	
	High	Low
1999		
First Quarter	41 ⁹ / ₃₂	32
Second Quarter	44 ⁷ / ₁₆	32 ²⁵ / ₃₂
Third Quarter	42 ¹ / ₄	34 ¹ / ₄
Fourth Quarter	52	38 ¹¹ / ₁₆
1998		
First Quarter	21 ¹⁵ / ₃₂	17 ³ / ₁₆
Second Quarter	24 ³ / ₄	20 ¹³ / ₁₆
Third Quarter	28 ⁷ / ₁₆	20 ³ / ₄
Fourth Quarter	35 ³ / ₈	23 ¹⁷ / ₃₂

Transfer Agent and Registrar

First Chicago Trust Company of New York
Division of EquiServe
P.O. Box 2500
Jersey City, NJ 07303-2500
800-519-3111
www.equiserve.com
e-mail: fctc@em.fcncd.com

Annual Meeting of Shareholders

May 16, 2000, 9 a.m.
Cox Corporate Headquarters
1400 Lake Hearn Dr., NE
Atlanta, GA 30319

Form 10-K

Cox Communications' Annual Report on Form 10-K as filed with the Securities and Exchange Commission is available free upon written request to:

Investor Relations Department
Cox Communications, Inc.
1400 Lake Hearn Dr., NE
Atlanta, GA 30319

Company Information

Cox Investor Hotline: 888-COX-NYSE (toll-free)
(888-269-6973)

All communications regarding stock transfers, lost certificates, or account changes should be directed to the transfer agent, First Chicago Trust Company of New York, a division of EquiServe, 800-519-3111.

Shareholders of record may access their accounts via the Internet to obtain share balance, current market price of shares, historical stock prices and the total value of their investment. For information on how to access this secure site, call toll-free 877-843-9327. For shareholders of record outside North America, call 201-536-8071.

For other information, contact one of the following:

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Independent Auditors

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Atlanta, GA 30303-1924
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