

Congress of the United States

Washington, DC 20515

July 16, 2026

The Honorable Stanley E. Woodward, Jr.
Associate Attorney General
Antitrust Division
Department of Justice
950 Pennsylvania Avenue NW
Washington, DC 20530

Dear Associate Attorney General Woodward:

We write regarding the competition and antitrust implications of Fox Corporation's (Fox's) recent announcement about its intention to take over Roku, Inc. (Roku) for \$22 billion.¹ This deal would combine Fox's content and Roku's streaming platform, integrating two large media companies and creating potential competition concerns.² We are concerned that, given the Department of Justice's (DOJ's) recent rubber-stamping of deals that may violate antitrust law³ – and in particular, your apparent role interfering in nonpartisan antitrust enforcement⁴ – the Department may not give this transaction the close review it deserves. We are particularly alarmed that you advised federal antitrust law enforcers that you want to avoid antitrust trials.⁵

In order to uphold the Antitrust Division's responsibility to protect competition and consumers, we urge DOJ to closely scrutinize the proposed Fox-Roku deal under antitrust law and seek your commitment that the review will be conducted free from political interference and in an impartial fashion.

Fox's Proposed Acquisition of Roku Raises Antitrust Concerns

A merger between Fox and Roku poses significant vertical integration concerns. Roku's primary offering is its TV streaming platform, anchored by its streaming devices and smart TVs.⁶ Roku is

¹ Fox, "Fox Corporation to Acquire Roku, Inc.," press release, June 15, 2026, <https://www.foxcorporation.com/news/corp-press-releases/2026/fox-corporation-to-acquire-roku-inc>.

² *Id.*

³ Letter from U.S. Senators Elizabeth Warren, Amy Klobuchar, Chris Van Hollen, et al. to DOJ Acting Inspector General William Blier, April 15, 2026, https://www.warren.senate.gov/imo/media/doc/warren_klobuchar_lawmakers_letter_to_doj_oig_re_antitrust_division.pdf.

⁴ Letter from U.S. Senators Elizabeth Warren, Amy Klobuchar, Cory Booker, and Richard Blumenthal to Associate Attorney General-Designate Stanley Woodward, Jr., September 24, 2025, https://www.warren.senate.gov/imo/media/doc/warren_letter_to_aag_nominee_woodward_re_doj_atr_corruption.pdf.

⁵ The Wall Street Journal, "Top DOJ Official Tells Staff He Wants to Avoid Antitrust Trials," Dana Mattioli, Dave Michaels, and Joe Palazzolo, June 25, 2026, <https://www.wsj.com/politics/policy/top-doj-official-tells-staff-he-wants-to-avoid-antitrust-trials-bc5a23ce>.

⁶ Roku, "See why people love the Roku streaming platform," <https://www.roku.com/what-is-roku>.

the largest provider of streaming platforms for connected TVs, with a footprint of over 100 million households.⁷ The \$22 billion deal would combine Roku's significant direct-to-consumer infrastructure with Fox's large library of sports, news, and streaming content. This could consolidate control within Fox-Roku over how viewers watch TV, the device they use to watch, and what programs they watch, resulting in reduced viewer choice and higher costs. Fox-Roku would have significantly more integrated information about viewer habits, which could help it determine how much a viewer might be willing to pay for Fox-Roku products and raise prices to that limit, and also help it gain an unfair advantage over competitors. A merger between Fox and Roku may also give the combined Fox-Roku entity the incentive to preference and steer viewers to Fox content for the 100 million Roku households, disadvantaging Fox competitors and limiting consumer choice.

A Fox-Roku merger also poses horizontal integration concerns. Fox's Tubi is the largest free, ad-supported streaming television (FAST) service in the United States, and The Roku Channel is second.⁸ These services are becoming increasingly more important for consumers as subscription streaming options become more expensive.⁹ The deal would therefore combine the top two FAST services under one company.¹⁰ Eliminating a significant competitor would reduce consumer choice for free streaming services and could give the combined entity market power to start charging for a previously free service. And while both services currently produce their own content, the fact that they also serve as platforms that license older movies and TV shows¹¹ creates concerns that the reduced competition resulting from a merger between the two may lead to the combined entity reverting to its original business model and producing less original programming overall.

A merger between Fox and Roku would "would further consolidate the news, entertainment and streaming industries."¹² The *Clayton Act* prohibits mergers whose effect "may be substantially to lessen competition, or to tend to create a monopoly."¹³ The Department of Justice and Federal Trade Commission's Merger Guidelines instruct the agencies to "examine whether a trend toward consolidation in an industry would heighten ... competition concerns" when investigating whether a merger violates the antitrust laws.¹⁴ This deal would combine the two largest FAST streamers in the United States, significantly decreasing competition at the expense of competitors and viewer choice. It would also consolidate Fox's content with Roku's large direct-to-consumer platform, increasing control over Americans' viewing habits and creating an incentive for the company to preference its own content over that of competitors in news, entertainment, or

⁷ Fox, "Fox Corporation to Acquire Roku, Inc.," press release, June 15, 2026, <https://www.foxcorporation.com/news/corp-press-releases/2026/fox-corporation-to-acquire-roku-inc>.

⁸ TheDesk.net, "Parks Associates: Tubi is most-used free streaming service in U.S. homes," Matthew Keys, May 14, 2026, <https://thedesk.net/2026/05/parks-associates-tubi-roku-channel-most-used>.

⁹ *Id.*

¹⁰ *Id.*

¹¹ The American Prospect, "Fox Solves Its 'Death of Cable' Problem by Buying the Modern Cable Box," David Dayen, June 16, 2026, <https://prospect.org/2026/06/16/fox-solves-death-of-cable-problem-by-buying-modern-cable-box-roku>.

¹² The Washington Post, "Fox is buying Roku. It's a big bet on making streaming free." Scott Nover, June 15, 2026, <https://www.washingtonpost.com/business/2026/06/15/fox-is-buying-roku-its-big-bet-making-streaming-free>.

¹³ 15 U.S.C. 18.

¹⁴ Department of Justice and Federal Trade Commission, "Merger Guidelines," December 18, 2023, p. 22, https://www.ftc.gov/system/files/ftc_gov/pdf/2023_merger_guidelines_final_12.18.2023.pdf.

streaming. These significant concerns warrant review to determine whether the merger is illegal under federal antitrust law.

The entertainment and streaming industries are consolidating at an alarming rate. Last year, Disney acquired a 70 percent controlling stake in Fubo, which merged Fubo's sports streaming service with Disney's Hulu + Live TV business.¹⁵ And in August 2025, Paramount merged with Skydance, which united Skydance's film, TV, animation, and gaming divisions with Paramount's film studios and TV networks.¹⁶ This month, DOJ approved Paramount's bid to acquire Warner Bros. – notably “before career staffers who were concerned about the acquisition had an opportunity to object.”¹⁷ Antitrust experts at DOJ were reportedly inclined to challenge the merger “on the grounds that the combination of the two movie studios would be anticompetitive and violate antitrust law.”¹⁸ We are encouraged by reports that state attorneys general are preparing to block the Paramount-Warner Bros. merger.¹⁹ The trend toward consolidation in the entertainment and streaming industries over the past several years, however, is unmistakable and underscores the need for careful review of the proposed Fox-Roku merger.

Allegations That You Have “Acted Inconsistent with the Rule of Law” with Regard to DOJ’s Antitrust Activity

In September 2025, we wrote to you with concerns regarding your nomination to serve as Associate Attorney General.²⁰ Our concerns revolved around allegations that you had undermined the Antitrust Division's independence by cutting deals with politically connected lobbyists. In particular, we raised concerns regarding reports that you played a key role in ending DOJ's lawsuit to block Hewlett Packard Enterprise (HPE) from acquiring Juniper Networks.²¹ The acquisition would have resulted in just two companies – the second- and third-largest providers of enterprise-grade wireless networking solutions – controlling over 70 percent of the

¹⁵ The Walt Disney Company, “Fubo, Disney's Hulu + Live TV Complete Business Combination; Creating Unique Consumer Focused vMVPD,” press release, October 29, 2025, <https://thewaltdisneycompany.com/news/fubo-hulu-live-tv>.

¹⁶ The Hollywood Reporter, “Skydance Closes \$8 Billion Paramount Deal, Creating ‘Next-Generation Media and Tech’ Giant,” Georg Szalai and Alex Weprin, August 7, 2025, <https://www.hollywoodreporter.com/business/business-news/skydance-paramount-global-merger-close-david-ellison-1236174784>.

¹⁷ The Wall Street Journal, “Justice Department Decision to Allow Paramount Deal Surprised Staff Investigators,” Dave Michaels, Dana Mattioli, Sadie Gurman, and Jessica Toonkel, June 15, 2026, <https://www.wsj.com/business/media/justice-department-decision-to-allow-paramount-deal-surprised-staff-investigators-a18f70da>.

¹⁸ *Id.*

¹⁹ Reuters, “US states preparing lawsuit to block Paramount's acquisition of Warner Bros, sources say,” Jody Godoy, June 5, 2026, <https://www.reuters.com/world/us-states-are-preparing-lawsuit-block-paramounts-acquisition-warner-bros-2026-06-05>.

²⁰ Letter from U.S. Senators Elizabeth Warren, Amy Klobuchar, Cory Booker, and Richard Blumenthal to Associate Attorney General-Designate Stanley Woodward, Jr., September 24, 2025, https://www.warren.senate.gov/imo/media/doc/warren_letter_to_aag_nominee_woodward_re_doj_atr_corruption.pdf.

²¹ The Wall Street Journal, “Bondi Aides Corrupted Antitrust Enforcement, Ousted DOJ Official Says,” Dave Michaels, August 18, 2025, <https://www.wsj.com/politics/policy/bondi-aides-corrupted-antitrust-enforcement-ousted-doj-official-says-466ed838>.

market.²² Just days before the trial was set to begin, DOJ proposed a settlement to resolve the lawsuit.²³ Public reporting suggests you are close to lobbyist Mike Davis, who HPE hired to get the deal approved.²⁴ The settlement was reportedly the result of a backroom deal with HPE consultants and orchestrated by DOJ leadership including you, rather than the DOJ attorneys assigned to the case.²⁵ You reportedly placed the settlement term sheet on then-Antitrust Division Chief Gail Slater's desk and, when she asked what would happen if she did not sign, told her she would be difficult to fire, but you would fire Slater's deputies.²⁶

Antitrust Division senior official Roger Alford then was fired after objecting to the involvement of politically connected lobbyists in the HPE-Juniper settlement negotiations.²⁷ Alford warned that you "perverted justice and acted inconsistent with the rule of law" in the HPE-Juniper "scandal."²⁸

When asked for further information about your role in this matter,²⁹ you did not respond.

Our concerns about your impartiality are exacerbated by the news that you have been selected to lead the Antitrust Division.³⁰ Public reporting indicates you were authorized to act as head of the Antitrust Division as of Tuesday, June 9.³¹ Three days later, Antitrust Division attorneys were reportedly told that the review of the potential Paramount-Warner Bros. merger would be closed, despite the fact that the Division had not concluded that the deal complied with federal law.³²

²² U.S. v. Hewlett Packard Enterprise and Juniper Networks, (N.D. Cal., 2025), Complaint, p. 1, <https://www.justice.gov/atr/media/1406591/dl?inline>.

²³ The Capitol Forum, "HPE/Juniper: As Fight Between DOJ Leadership and Antitrust Division Broils, Tunney Act Proceeding Looms," July 24, 2025, <https://thecapitolforum.com/hpe-juniper-as-fight-between-doj-leadership-and-antitrust-division-broils>.

²⁴ The Wall Street Journal, "Bondi Aides Corrupted Antitrust Enforcement, Ousted DOJ Official Says," Dave Michaels, August 18, 2025, <https://www.wsj.com/politics/policy/bondi-aides-corrupted-antitrust-enforcement-ousted-doj-official-says-466ed838>.

²⁵ *Id.*; The Capitol Forum, "HPE/Juniper: As Fight Between DOJ Leadership and Antitrust Division Broils, Tunney Act Proceeding Looms," July 24, 2025, <https://thecapitolforum.com/hpe-juniper-as-fight-between-doj-leadership-and-antitrust-division-broils>.

²⁶ The Wall Street Journal, "The Threats and Bare-Knuckle Tactics of MAGA's Top Antitrust Fixer," Dana Mattioli, Rebecca Ballhaus, and Josh Dawsey, March 20, 2026, <https://www.wsj.com/us-news/law/lobbyists-antitrust-trump-davis-f6a02e04>.

²⁷ The Wall Street Journal, "Bondi Aides Corrupted Antitrust Enforcement, Ousted DOJ Official Says," Dave Michaels, August 18, 2025, <https://www.wsj.com/politics/policy/bondi-aides-corrupted-antitrust-enforcement-ousted-doj-official-says-466ed838>.

²⁸ Tech Policy Institute Aspen Forum, "The Rule of Law Versus the Rule of Lobbyists," Roger P. Alford, August 18, 2025, p. 3, <https://assets.bwbx.io/documents/users/iqjWHBFdfxIU/rqWZHZNbqZc/v0>.

²⁹ Letter from U.S. Senators Elizabeth Warren, Amy Klobuchar, Cory Booker, and Richard Blumenthal to Associate Attorney General-Designate Stanley Woodward, Jr., September 24, 2025, https://www.warren.senate.gov/imo/media/doc/warren_letter_to_aag_nominee_woodward_re_doj_atr_corruption.pdf.

³⁰ MLex, "US DOJ's Stanley Woodward to assume charge of Antitrust Division," Khushita Vasant, June 15, 2026, <https://www.mlex.com/mlex/amp/articles/2489825>.

³¹ *Id.*

³² The Wall Street Journal, "Justice Department Decision to Allow Paramount Deal Surprised Staff Investigators," Dave Michaels, Dana Mattioli, Sadie Gurman, and Jessica Toonkel, June 15, 2026, <https://www.wsj.com/business/media/justice-department-decision-to-allow-paramount-deal-surprised-staff-investigators-a18f70da>.

Reporting has recently suggested that you told the attorneys in charge of enforcing federal antitrust laws that you prefer they not take cases to trial, and instead resolve issues through settlements.³³ We are concerned that settlements invite opportunities for more backroom deals like the ones we have seen during this administration, and will weaken enforcers' ability to go after antitrust violations in order to lower prices for American families.

Because of the cloud of corruption surrounding the Trump administration and its apparent use of the merger review system to extract political favors, the review of the Fox-Roku deal must be diligent and scrupulously impartial. We request assurances that you will not only closely review the proposed deal under antitrust law, but that decisions made regarding this merger will be based on the facts and the law, and will not be corrupted by influence-peddling or political favoritism.

Conclusion and Questions

When DOJ makes decisions based on political favoritism rather than the facts and the law, costs go up for American families. Congress enacted federal antitrust laws to push back against consolidation that was threatening economic liberty and driving up costs.³⁴ Unbiased enforcement of these laws is necessary to promote competition and economic security for working families. If DOJ surrenders its enforcement authority to giant corporations looking to amass more power, costs will rise and families will suffer.

To inform congressional oversight regarding the impartiality of DOJ's merger review process, we ask that you answer the following questions by July 30, 2026:

1. In any of your previous roles at DOJ, did you discuss with non-DOJ lawyers, lobbyists, or consultants any matters related to antitrust enforcement at DOJ, including the HPE-Juniper transaction? If so:
 - a. What was the nature of these discussions?
 - b. Who took part in these discussions?
 - c. When did these discussions take place?
 - d. What was the result of these discussions?
2. In any of your previous roles at DOJ, did you discuss with officials at the White House any matters related to antitrust enforcement at DOJ? If so:
 - a. What was the nature of these discussions?
 - b. Who took part in these discussions?
 - c. When did these discussions take place?
 - d. What was the result of these discussions?

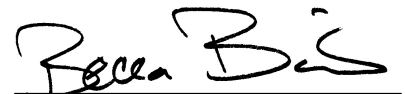
³³ The Wall Street Journal, "Top DOJ Official Tells Staff He Wants to Avoid Antitrust Trials," Dana Mattioli, Dave Michaels, and Joe Palazzolo, June 25, 2026, <https://www.wsj.com/politics/policy/top-doj-official-tells-staff-he-wants-to-avoid-antitrust-trials-bc5a23ce>.

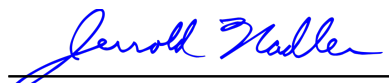
³⁴ Federal Trade Commission, "The Antitrust Laws," <https://www.ftc.gov/advice-guidance/competition-guidance/guide-antitrust-laws/antitrust-laws>.

3. Have you discussed with lawyers, lobbyists, or consultants hired by Fox or Roku any matters related to this potential acquisition?
 - a. What was the nature of these discussions?
 - b. Who took part in these discussions?
 - c. When did these discussions take place? And did they take place prior to the announcement of the deal?
 - d. What was the result of these discussions?
4. Has the 30-day waiting period required by the *Hart-Scott-Rodino Act*³⁵ begun? If so, on what day did it begin?
5. Will you commit to conducting an impartial review of the Fox-Roku merger, and making any decisions regarding the transaction based on the law and the facts, rather than political favoritism?
6. Will you commit to promptly disclosing any conversations with non-Antitrust Division individuals about the proposed Fox-Roku merger, given the concerns outlined above?
7. Will you commit to not interfering with recommendations made by career antitrust experts?
8. Did you suggest to anyone at the Antitrust Division that you prefer enforcers not bring federal antitrust cases to court?

Sincerely,

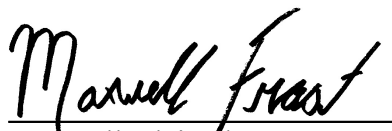

Elizabeth Warren
United States Senator


Becca Balint
Member of Congress


Jerrold Nadler
Member of Congress

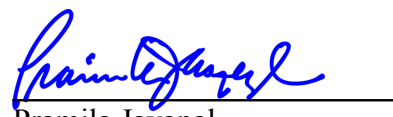

Jesús G. "Chuy" García
Member of Congress

³⁵ 15 U.S.C. 18a.


Maxwell Alejandro Frost
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