



State of Nebraska
Office of the Attorney General
Mike Hilgers
Attorney General



State of Montana
Office of the Attorney General
Austin Knudsen
Attorney General

February 24, 2026

The Honorable Pamela Bondi
Attorney General
United States Department of Justice
950 Pennsylvania Avenue NW
Washington, D.C. 20530

Todd W. Blanche
Deputy Attorney General

Omeed A. Assefi
Acting Assistant Attorney General
Antitrust Division

Re: Proposed Netflix & Warner Brothers Merger

Dear Assistant Attorney General Assefi:

We, the undersigned Attorneys General, write to express our concerns that the proposed merger between Netflix and Warner Brothers will likely result in undue market concentration that stifles competition and therefore creates higher prices, lower reliability, and less innovation for one of America's major industries—all to the detriment of American consumers. Indeed, consumers in our States have expressed alarm about the proposed merger. Given the stakes, we encourage the Department of Justice to subject this proposed merger to a thorough and exacting review under the Clayton Act.¹

Private plaintiffs have already sued under the Clayton Act to enjoin the merger.² On February 17, 2026, plaintiffs sued in the Eastern District of California, alleging that Netflix's acquisition of Warner Brothers would substantially lessen competition or create a monopoly in the market for Subscription Video on Demand. Plaintiffs assert that a successful merger would lead to a bevy of anticompetitive effects, including higher subscription prices, lower quality content, and reduced competition stemming from Netflix's elimination of its current Warner Brothers-owned rival, HBO Max.

¹ 15 U.S.C. §§ 12 to 27.

² *Dunaway v. Netflix, Inc.*, No. 2:26-AT-00299 (E.D. Cal. 2026).

Our States share these concerns. If Netflix is permitted to consummate its acquisition of Warner Brothers, the elimination of competitors and the vertical foreclosure of content library inputs that are crucial to competitors may lead to, among other things, a monopoly that will charge the State’s citizens higher subscription prices for less content of reduced quality.

Not only that, but the merger could be “disastrous for the theatrical motion picture business.”³ Many filmmakers consider “[t]heatrical exhibition ... a critical part of [the] ‘creative vision.’”⁴ Yet Netflix’s CEO “has called movie theaters ‘an outdated concept’ and an ‘outmoded idea.’”⁵ For Netflix to subvert Warner Brothers’ current model via this merger would “be a blow to the exhibition community (theater owners and their tens of thousands of employees)”⁶—including citizens of our States.

Such subversion could not come at a worse time. Movie theaters have just started to recover from the COVID-19 pandemic and subsequent Hollywood strikes. For Netflix now to take “hold of a company whose bread and butter is made of theatrical exclusivity windows and then chang[e] it just before two major years in cinema finally arrive, which would generate huge cash flows for the sector, would be detrimental.”⁷ Theaters agree, with Cinema United—a trade group that includes America’s largest movie theater chains like AMC and Regal—calling the proposed Netflix merger “culturally catastrophic.”⁸

The United States remains “the world leader in movies.”⁹ Netflix’s quest to become “the one platform to rule them all” through its acquisition of Warner Brothers threatens this dominance.¹⁰ We respectfully urge you to conduct a thorough review of the proposed merger. We also offer any assistance that you may need as you consider the deal.

³ Letter from James Cameron to Senator Mike Lee (Feb. 10, 2026), *available at* <https://www.cnn.com/2026/02/19/netflix-wbd-james-cameron-sends-scathing-letter-to-antitrust-lawmaker.html>

⁴ *Ibid.*

⁵ *Ibid.*

⁶ *Ibid.*

⁷ Chloe Meley, *Hollywood Merger Threatens Movie Theaters Just As They Recover*, Bloomberg (Feb. 22, 2026), <https://www.bloomberg.com/news/articles/2026-02-22/hollywood-merger-threatens-movie-theaters-just-as-they-recover?embedded-checkout=true>

⁸ Taylor Herzlich, *DOJ Probes How Warner Bros. Sale Could Impact Movie Theaters, Potentially Lead to Fewer New Films*, N.Y. Post (Feb. 19, 2026), <https://nypost.com/2026/02/19/business/doj-probes-how-warner-bros-sale-could-impact-movie-theaters-potentially-lead-to-fewer-new-films/>

⁹ Letter from James Cameron to Senator Mike Lee, *supra* note 3.

¹⁰ Hal Singer, *Netflix Dominates Streaming. No Wonder It’s Trying to Redefine the Market*, Fortune (Feb. 7, 2026), <https://fortune.com/2026/02/07/netflix-streaming-warner-brothers-ted-sarandos-testimony-congress-monopoly-man/> (quoting Senator Mike Lee).

Thank you for your attention to this important matter.

Sincerely,



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Nebraska Attorney General



Austin Knudsen
Montana Attorney General



Steve Marshall
Alabama Attorney General



Stephen Cox
Alaska Attorney General



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