

NEXT LEVEL COMMUNICATIONS INC

Form SC 14D9

January 23, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14D-9*

(Rule 14d-101)

SOLICITATION/RECOMMENDATION STATEMENT UNDER
SECTION 14(d)(4) OF THE SECURITIES EXCHANGE ACT OF 1934

NEXT LEVEL COMMUNICATIONS, INC.

(Name of Subject Company)

NEXT LEVEL COMMUNICATIONS, INC.

(Name of Person(s) Filing Statement)

Common Stock, Par Value \$0.01 Per Share
(Title of Class of Securities)

65333U 10 4
(CUSIP Number of Class of Securities)

Keith A. Zar
Senior Vice President and General Counsel
Next Level Communications, Inc.
6085 State Farm Drive
Rohnert Park, California 94928
(787) 584-6820

(Name, address and telephone number of person authorized to receive notices and
communications on behalf of the persons filing statement)

with a copy to:

John J. Huber, Esq.
Latham & Watkins
555 11th Street, N.W., Suite 1000
Washington, D.C. 20004
(202) 637-2200

Christopher L. Kaufman, Esq.
Latham & Watkins
135 Commonwealth Drive
Menlo Park, California 94025
(650) 328-4600

☒ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

*Contains the same exhibits as previously filed on January 13, 2003 and January 17, 2003 for the purpose of form type correction.
