

RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Staten Island)

Cal. No. __

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

WHEREAS, in 2013, pursuant to Section 13 of the franchise agreement, the Franchisee assumed the Franchise; and

WHEREAS, in 2015, the Franchisee submitted written materials to the New York City Department of Information Technology and Telecommunications ("DoITT") which provided details describing the proposed change whereby NewCo, LLC will become the parent company of the Franchisee and the Franchisee will ultimately be controlled by New Charter, Inc. (the "Transaction"); and

WHEREAS, after review of the proposed change of control, it has been determined that 1) the Franchisee is currently in substantial compliance with the terms and conditions of the franchise agreement except that it is DoITT's position that Franchisee is not in substantial compliance with sections 4.1, appendix A-section 3.4 and appendix A-section 8 of the franchise agreement and may not be in substantial compliance with section 5.6 of the franchise agreement but Franchisee has agreed to meet with the City to, in good faith, seek to resolve such alleged non-compliances and 2) after the Transaction is completed, the Franchisee will have the technical, managerial and financial ability to comply with the provisions of the existing franchise agreement; and

WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

NOW, THEREFORE, BE IT

RESOLVED, that the Franchise and Concession Review Committee does hereby approve the proposed change of control of the Franchisee by virtue of the above Transaction.

THIS IS A TRUE COPY OF THE RESOLUTION ADOPTED BY THE
FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

DRAFT

RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Northern Manhattan)

Cal. No. __

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

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WHEREAS, in 2015, the Franchisee submitted written materials to the New York City Department of Information Technology and Telecommunications ("DoITT") which provided details describing the proposed change whereby NewCo, LLC will become the parent company of the Franchisee and the Franchisee will ultimately be controlled by New Charter, Inc. (the "Transaction"); and

WHEREAS, after review of the proposed change of control, it has been determined that 1) the Franchisee is currently in substantial compliance with the terms and conditions of the franchise agreement except that it is DoITT's position that Franchisee is not in substantial compliance with sections 4.1, appendix A-section 3.4 and appendix A-section 8 of the franchisee agreement and may not be in substantial compliance with section 5.6 of the franchise agreement but Franchisee has agreed to meet with the City to, in good faith, seek to resolve such alleged non-compliances and 2) after the Transaction is completed, the Franchisee will have the technical, managerial and financial ability to comply with the provisions of the existing franchise agreement; and

WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

DRAFT

RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Southern Manhattan)

Cal. No. __

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

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WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

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RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Brooklyn)

Cal. No. __

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

WHEREAS, in 2013, pursuant to Section 13 of the franchise agreement, the Franchisee assumed the Franchise; and

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WHEREAS, after review of the proposed change of control, it has been determined that 1) the Franchisee is currently in substantial compliance with the terms and conditions of the franchise agreement except that it is DoITT's position that Franchisee is not in substantial compliance with sections 4.1, appendix A-section 3.4 and appendix A-section 8 of the franchise agreement and may not be in substantial compliance with section 5.6 of the franchise agreement but Franchisee has agreed to meet with the City to, in good faith, seek to resolve such alleged non-compliances and 2) after the Transaction is completed, the Franchisee will have the technical, managerial and financial ability to comply with the provisions of the existing franchise agreement; and

WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

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RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Queens)

Cal. No. __

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

WHEREAS, in 2013, pursuant to Section 13 of the franchise agreement, the Franchisee assumed the Franchise; and

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WHEREAS, after review of the proposed change of control, it has been determined that 1) the Franchisee is currently in substantial compliance with the terms and conditions of the franchise agreement except that it is DoITT's position that Franchisee is not in substantial compliance with sections 4.1, appendix A-section 3.4 and appendix A-section 8 of the franchisee agreement and may not be in substantial compliance with section 5.6 of the franchise agreement but Franchisee has agreed to meet with the City to, in good faith, seek to resolve such alleged non-compliances and 2) after the Transaction is completed, the Franchisee will have the technical, managerial and financial ability to comply with the provisions of the existing franchise agreement; and

WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

NOW, THEREFORE, BE IT

RESOLVED, that the Franchise and Concession Review Committee does hereby approve the proposed change of control of the Franchisee by virtue of the above Transaction.

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

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RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Staten Island)

Cal. No. 1

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

WHEREAS, in 2013, pursuant to Section 13 of the franchise agreement, the Franchisee assumed the Franchise; and

WHEREAS, in 2015, the Franchisee submitted written materials to the New York City Department of Information Technology and Telecommunications ("DoITT") which provided details describing the proposed change whereby NewCo, LLC will become the parent company of the Franchisee and the Franchisee will ultimately be controlled by New Charter, Inc. (the "Transaction"); and

WHEREAS, after review of the proposed change of control, it has been determined that 1) the Franchisee is currently in substantial compliance with the terms and conditions of the franchise agreement except that it is DoITT's position that Franchisee is not in substantial compliance with sections 4.1, appendix A-section 3.4 and appendix A-section 8 of the franchise agreement and may not be in substantial compliance with section 5.6 of the franchise agreement but Franchisee has agreed to meet with the City to, in good faith, seek to resolve such alleged non-compliances and 2) after the Transaction is completed, the Franchisee will have the technical, managerial and financial ability to comply with the provisions of the existing franchise agreement; and

WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

NOW, THEREFORE, BE IT

RESOLVED, that the Franchise and Concession Review Committee does hereby approve the proposed change of control of the Franchisee by virtue of the above Transaction.

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

DRAFT

RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Northern Manhattan)

Cal. No. 2

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

WHEREAS, in 2013, pursuant to Section 13 of the franchise agreement, the Franchisee assumed the Franchise; and

WHEREAS, in 2015, the Franchisee submitted written materials to the New York City Department of Information Technology and Telecommunications ("DoITT") which provided details describing the proposed change whereby NewCo, LLC will become the parent company of the Franchisee and the Franchisee will ultimately be controlled by New Charter, Inc. (the "Transaction"); and

WHEREAS, after review of the proposed change of control, it has been determined that 1) the Franchisee is currently in substantial compliance with the terms and conditions of the franchise agreement except that it is DoITT's position that Franchisee is not in substantial compliance with sections 4.1, appendix A-section 3.4 and appendix A-section 8 of the franchise agreement and may not be in substantial compliance with section 5.6 of the franchise agreement but Franchisee has agreed to meet with the City to, in good faith, seek to resolve such alleged non-compliances and 2) after the Transaction is completed, the Franchisee will have the technical, managerial and financial ability to comply with the provisions of the existing franchise agreement; and

WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

NOW, THEREFORE, BE IT

RESOLVED, that the Franchise and Concession Review Committee does hereby approve the proposed change of control of the Franchisee by virtue of the above Transaction.

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

DRAFT

RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Southern Manhattan)

Cal. No. 3

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

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WHEREAS, in 2015, the Franchisee submitted written materials to the New York City Department of Information Technology and Telecommunications ("DoITT") which provided details describing the proposed change whereby NewCo, LLC will become the parent company of the Franchisee and the Franchisee will ultimately be controlled by New Charter, Inc. (the "Transaction"); and

WHEREAS, after review of the proposed change of control, it has been determined that 1) the Franchisee is currently in substantial compliance with the terms and conditions of the franchise agreement except that it is DoITT's position that Franchisee is not in substantial compliance with sections 4.1, appendix A-section 3.4 and appendix A-section 8 of the franchise agreement and may not be in substantial compliance with section 5.6 of the franchise agreement but Franchisee has agreed to meet with the City to, in good faith, seek to resolve such alleged non-compliances and 2) after the Transaction is completed, the Franchisee will have the technical, managerial and financial ability to comply with the provisions of the existing franchise agreement; and

WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

NOW, THEREFORE, BE IT

RESOLVED, that the Franchise and Concession Review Committee does hereby approve the proposed change of control of the Franchisee by virtue of the above Transaction.

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

DRAFT

RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Brooklyn)

Cal. No. 4

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the “Franchisee”) in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the “Franchise Area”)

WHEREAS, on June 30, 1983, the City of New York (the “City”) granted a franchise (the “Franchise”) for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee (“FCRC”) approved the renewal of the Franchise; and

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WHEREAS, the FCRC held a public hearing, on March 7, 2016, regarding the proposed change of control, which was a full public proceeding in compliance with the requirements of the New York City Charter, and such hearing was closed on that date; and

WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

NOW, THEREFORE, BE IT

RESOLVED, that the Franchise and Concession Review Committee does hereby approve the proposed change of control of the Franchisee by virtue of the above Transaction.

THIS IS A TRUE COPY OF THE RESOLUTION ADOPTED BY THE
FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

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RESOLUTION

FRANCHISE AND CONCESSION REVIEW COMMITTEE

CITY OF NEW YORK (Queens)

Cal. No. 5

In the matter of a proposed change of control of the cable television franchisee Time Warner Cable New York City, LLC (the "Franchisee") in the franchise area as defined by the current franchise agreement between the City and the Franchisee (the "Franchise Area")

WHEREAS, on June 30, 1983, the City of New York (the "City") granted a franchise (the "Franchise") for the provision of cable television service in the Franchise Area to the Franchisee (or the predecessor in interest to Franchisee); and

WHEREAS, on September 16, 1998 and again on August 10, 2011, the Franchise and Concession Review Committee ("FCRC") approved the renewal of the Franchise; and

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WHEREAS, the FCRC has determined that its consent to the above-described transactions can be granted.

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FRANCHISE AND CONCESSION REVIEW COMMITTEE ON:

MARCH 9, 2016

Date: _____

Signed _____

Title: Director of the Mayor's Office of Contract Services

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