

**CSC Holdings LLC
Joint Domestic and International Section 214 Authorization
Notification of Pro Forma Transfer of Control**

Pro Forma Transfer of Control - Response to Application Questions

Answer to Question 10

Question 10 asks for the information listed in Section 63.18(c) and (d) for the Transferor and Transferee.

Section 63.18(c) -- This information is summarized in the following table:

	Transferor - CSC Holdings, Inc.	Transferee - CSC Holdings LLC
Name of Officer	Michael Huseby	Michael Huseby
Title	Executive Vice President and CFO	Executive Vice President and CFO
Address	1111 Stewart Avenue Bethpage, NY 11714	1111 Stewart Avenue Bethpage, NY 11714
Telephone	516-803-2556	516-803-2556

Legal counsel for both entities is Russell H. Fox of Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C. The relevant telephone number, address, and e-mail address are listed on the attached application.

Section 63.18(d) --

The applicant, CSC Holdings, LLC has not previously received authorization under Section 214 of the Act.

Services will continue to be provided by the current holder of authority under Section 214 – Cablevision Lightpath Inc. (the “Authorization Holder”). The Authorization Holder is authorized to provide global facilities-based services and resell international services between the United States and international points (*see* ITC-214-19940128-00025).

Answer to Question 11

Question 11 asks whether any entity, directly or indirectly, owns at least ten (10) percent of the equity in of the Transferee as determined by Section 63.18(h) of the Commission's rules. The ownership of the Transferee is described below.

Ownership of Transferee

Below is the path of ownership for each of the indirect disclosable interest holders in the Transferee

CSC Holdings LLC holds a 100% ownership interest in the Authorization Holder.

Cablevision Systems Corporation holds a 100% ownership interest in CSC Holdings LLC, which will hold a 100% ownership interest in the Authorization Holder.

The ownership of Cablevision Systems Corporation ("CVC" or "the Company") is described below.

Cablevision Systems Corporation Shareholders

Only three groups held more than 10% of any class of stock of CVC as of March 31, 2009.

First, Charles F. Dolan and family collectively held and therefore are attributed at such date with a 70% voting interest in CVC, and therefore are attributed with a 70% indirect interest in CVC. Members of the Dolan family, all of whom have American citizenship, have formed a "group" for purposes of Section 13D of the Securities and Exchange Act of 1934. The group's address is 1111 Stewart Avenue, Bethpage, New York 11714. The members of this group (the "Group Members") are: Charles F. Dolan, individually and as a Trustee of the Charles F. Dolan 2008 Grantor Retained Annuity Trust #2 (the "2008 GRAT #2") and the Charles F. Dolan 2009 Grantor Retained Annuity Trust #1 (the "2009 GRAT #1"); Helen A. Dolan; James L. Dolan; Thomas C. Dolan; Patrick F. Dolan; Kathleen M. Dolan, individually and as a Trustee of the Dolan Descendants Trust, the Dolan Grandchildren Trust, the Dolan Spouse Trust, and the Dolan Progeny Trust (collectively, the "Family Trusts"), the DC James Trust, the DC Thomas Trust, the DC Patrick Trust, the DC Kathleen Trust, the DC Deborah Trust, the DC Marianne Trust, the CFD Trust No. 1, the CFD Trust No. 2, the CFD Trust No. 3, the CFD Trust No. 4, the CFD Trust No. 5 and the CFD Trust No. 6 and as the sole Trustee of the Charles Dolan 1989 Trust (for the benefit of Charles P. Dolan), the Ryan Dolan 1989 Trust and the Tara Dolan 1989 Trust; Marianne Dolan Weber; Deborah A. Dolan-Sweeney; Lawrence J. Dolan, as a Trustee of the Charles F. Dolan 2001 Family Trust (the "2001 Trust"); David M. Dolan, as Trustee of the 2001 Trust; Paul J. Dolan, as a Trustee of each of the Family Trusts, the DC Kathleen Trust, the DC James Trust, the CFD Trust No. 1 and the CFD Trust No. 6; Matthew J. Dolan, as a Trustee of the DC Marianne Trust, the DC Thomas Trust, the CFD Trust No. 3 and the CFD Trust No. 5; and Mary S. Dolan, as a Trustee of

the DC Deborah Trust, the DC Patrick Trust, the CFD Trust No. 2 and the CFD Trust No. 4. Brad Dorsogna, spouse of Kathleen Dolan, may be deemed to have the shared power to vote or direct the vote of and to dispose of or direct the disposition of certain interests. *See* Cablevision Systems Corporation Proxy Statement dated April 8, 2009.

Second, the Company has been informed that ClearBridge Advisors, LLC, an investment adviser, held sole voting power over 24,864,543 shares of Class A Stock and sole dispositive power over 30,488,514 shares of Class A Stock as of December 31, 2008, representing 12.3% of CVC's Class A Common Stock, which amounts to a 3.8% voting interest in CVC. *See* Cablevision Systems Corporation Proxy Statement dated April 8, 2009. The address of ClearBridge Advisors, LLC, a limited liability company formed in the United States, is 339 Park Avenue, New York, NY 10022.

Third, the Company has been informed that T. Rowe Price Associates, Inc. ("Price Associates") held sole voting power over 6,271,381 and sole dispositive power over 35,037,924 shares of CNYG Class A Stock as of December 31, 2008, representing 14.2% of CVC's Class A Common Stock, which amounts to a 4.4% voting interest in CVC. *See* Cablevision Systems Corporation Proxy Statement dated April 8, 2009. The address of T. Rowe Price Associates, Inc., a company incorporated in the United States, is 100 East Pratt Street, Baltimore, MD 21202.

Answer to Question 13

Question 13 requests a narrative of the means by which the proposed transfer of control will take place.

The Authorization Holder is an indirect wholly-owned subsidiary of Cablevision Systems Corporation ("Cablevision"). Cablevision has converted its direct wholly-owned subsidiary, CSC Holdings, Inc. from a corporation to a limited liability company, CSC Holdings LLC. This transaction, which occurred on November 10, 2009, was merely a change in corporate form. The ownership of CSC Holdings LLC is identical to the ownership of what was CSC Holdings, Inc., and there has been no change in the management or operations of Cablevision in connection with the transaction. The transfer of control of the authorization held by Cablevision Lightpath Inc. therefore requires only *pro forma* notification.^{2/} Because grant of this *pro forma* transfer of control

^{2/} *See, e.g.*, 47 C.F.R. § 63.03(d) (defining *pro forma* transfers to include "corporate reorganization which involves no substantial change in the beneficial ownership of the corporation" and "assignment or transfer from a corporation to a wholly owned subsidiary thereof or vice versa, or where there is an assignment from a corporation to a corporation owned or controlled by the assignor stockholders without substantial change in their interests"), 47 C.F.R. § 73.3540(f) (listing *pro forma* transactions under broadcast ownership rules); *Non-Substantial Assignments of Wireless Licenses*, 13 FCC Rcd 6293, 6297-99 (1998) (discussing the distinction between substantial and *pro forma* transfers of control, the lack of a bright-line test, and the Commission's reliance for guidance upon the corpus of decisions under its broadcast ownership rules); *Committee for Full Value of Storer Communications, Inc. for Consent to Transfer of*

will allow the Authorization Holder to continue to provide global facilities-based services and resell international services between the United States and international points grant of the request will serve the public interest, convenience, and necessity.

Control, 101 FCC 2d 434, ¶¶ 30-31 (discussing generally the Commission's treatment of *pro forma* transfers of control).