November 2, 2015

## **Via Electronic Filing**

Ms. Marlene H. Dortch, Secretary Federal Communications Commission 445 12th Street, S.W. Washington, D.C. 20554

## Re: Update Regarding the Transfer of Control of Cablevision Systems Corporation, WC Docket No. 15-257, ITC-T/C-20151014-00237

Dear Ms. Dortch:

Cablevision Systems Corporation ("Cablevision") and Altice N.V. ("Altice," and together with Cablevision, the "Parties"), through undersigned counsel, hereby submit this letter to update certain information regarding the pending transfer of control of Cablevision (the "Transaction").

As described in the application filed on October 14, 2015, in the above-referenced dockets (the "Application"), Altice N.V., through certain of its wholly-owned subsidiaries, agreed to acquire a 100% interest in, and ultimate control of, Cablevision and its subsidiaries pursuant to a Purchase and Sale Agreement ("Purchase Agreement") entered into on September 16, 2015.<sup>1</sup>

As the Application noted, CPP Investment Board, a Canada-organized investment management organization that invests the assets of the Canada Pension Plan ("CPPIB"), and a group of limited partnerships formed under the laws of Guernsey, U.K., and associated with BC Partners Holdings Limited ("BC Partners") had the option to indirectly purchase a combined total of up to a 30 percent interest in Cablevision in connection with the Transaction.<sup>2</sup> CPPIB and BC Partners have now exercised that option. Accordingly, updated ownership information is provided in <u>Exhibit A</u> hereto. Updated post-Transaction organizational charts are attached as <u>Exhibit B</u>.

<sup>&</sup>lt;sup>1</sup> *See* Application at 5.

<sup>&</sup>lt;sup>2</sup> Application at 6.

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Any questions concerning this submission should be addressed to the undersigned.

Respectfully submitted,

ALTICE N.V.

### CABLEVISION SYSTEMS CORPORATION

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Counsel for Cablevision Systems Corporation

Counsel for Altice N.V.

Attachments

# <u>Exhibit A</u> Ownership Information

Upon consummation of the Transaction, the following entities will hold a direct or indirect ten percent (10%) or greater ownership interest in Cablevision and its wholly owned subsidiaries.

Name: Address: Citizenship: Percentage Owned: Principal Business:	Neptune Holding US Corp. c/o Corporation Service Company, 2711 Centerville Road, Suite 400, New Castle, DE 19808 Delaware 100% (direct ownership of Cablevision Systems Corporation) Holding Company
Name:	CVC 3 B.V. <sup>1</sup>
Address:	Cattenbroekerdijk 4-B, 3446 HA Woerden, the Netherlands
Citizenship:	Netherlands
Percentage Owned:	100% (indirectly via ownership of Neptune Holding US Corp.)
Principal Business:	Holding Company
Name:	CVC 2 B.V.
Address:	Cattenbroekerdijk 4-B, 3446 HA Woerden, the Netherlands
Citizenship:	Netherlands
Percentage Owned:	100% (indirectly via ownership of CVC 3 B.V.)
Principal Business:	Holding Company
Name:	CVC 1 B.V.
Address:	Cattenbroekerdijk 4-B, 3446 HA Woerden, the Netherlands
Citizenship:	Netherlands
Percentage Owned:	70% (indirectly via 70% ownership of CVC 2 B.V.)
Principal Business:	Holding Company
Name:	CVC TopCo
Address:	3, Boulevard Royal, L-2449 Luxembourg
Citizenship:	Luxembourg
Percentage Owned:	30% (indirectly via 30% ownership of CVC 2 B.V.)
Principal Business:	Holding Company
Name: Address: Citizenship:	CPPIB-Suddenlink LP One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada U.S.

<sup>&</sup>lt;sup>1</sup> Altice may elect to exclude this subsidiary from the ownership chain, in which case CVC 2 B.V. would directly own 100% of Neptune Holding US Corp.

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Percentage Owned: Principal Business:	11.8% (indirectly via 11.8% ownership of CVC TopCo) Pension Investment Fund	
Name: Address:	CPPIB-Suddenlink GP LP ("CPPIB GP") One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada	
Citizenship: Percentage Owned: Principal Business:	U.S. 11.8% (indirectly as general partner of CPPIB Suddenlink LP) Pension Investment Fund	
Name: Address:	CPPIB US Private Holdings Inc. II ("CPPIB US Private") One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada	
Citizenship: Percentage Owned: Principal Business:	Canada 11.8% (indirectly via ownership of CPPIB GP) Pension Investment Fund	
Name: Address:	CPPIB LAV Holdings Inc. ("CPPIB LAV") One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada	
Citizenship: Percentage Owned: Principal Business:	Canada 11.8% (indirectly via ownership of CPPIB US Private) Pension Investment Fund	
Name: Address:	CPP Investment Board (USRE II) Inc. ("CPPIB USRE") One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada	
Citizenship: Percentage Owned: Principal Business:	Canada 11.8% (indirectly via ownership of CPPIB-Suddenlink LP) Pension Investment Fund	
Name: Address:	CPP Investment Board One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada	
Citizenship: Percentage Owned: Principal Business:	Canada 11.8% (indirectly via ownership of CPPIB USRE and CPPIB LAV) Pension Investment Fund	
Name: Address: Citizenship:	BC European Capital - Suddenlink GP LP ("BC European GP") Heritage Hall, Le Marchant St., St. Peter Port, Guernsey, GY1 4HY Guernsey	
Percentage Owned:	18.2% (indirectly as general partner of various funds affiliated with BC Partners Holdings Limited, which funds will own a total of 18.2% of CVC TopCo)	
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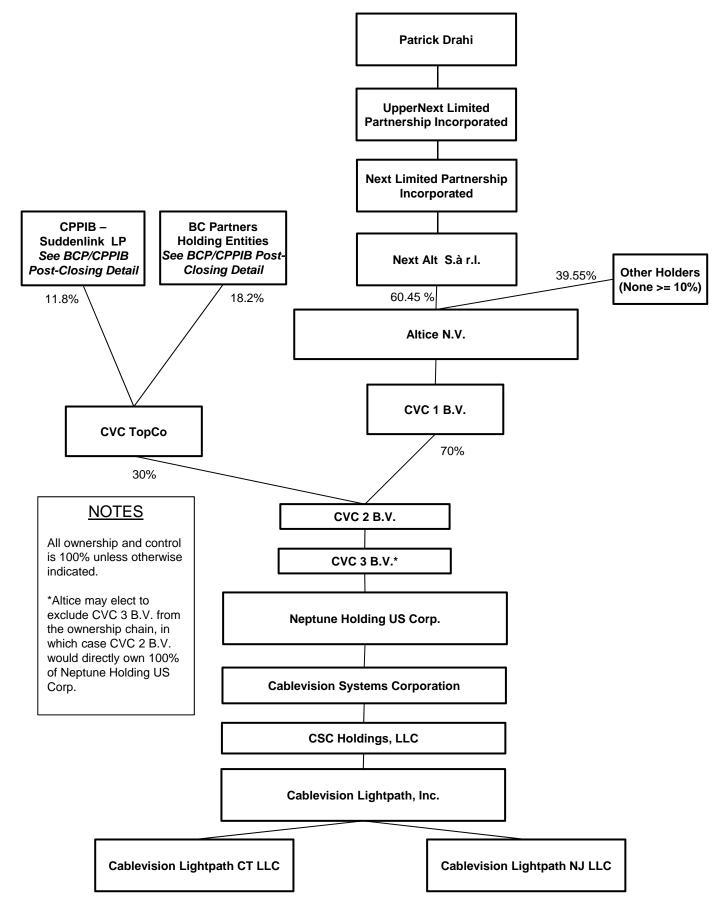
Principal Business: Investment management company

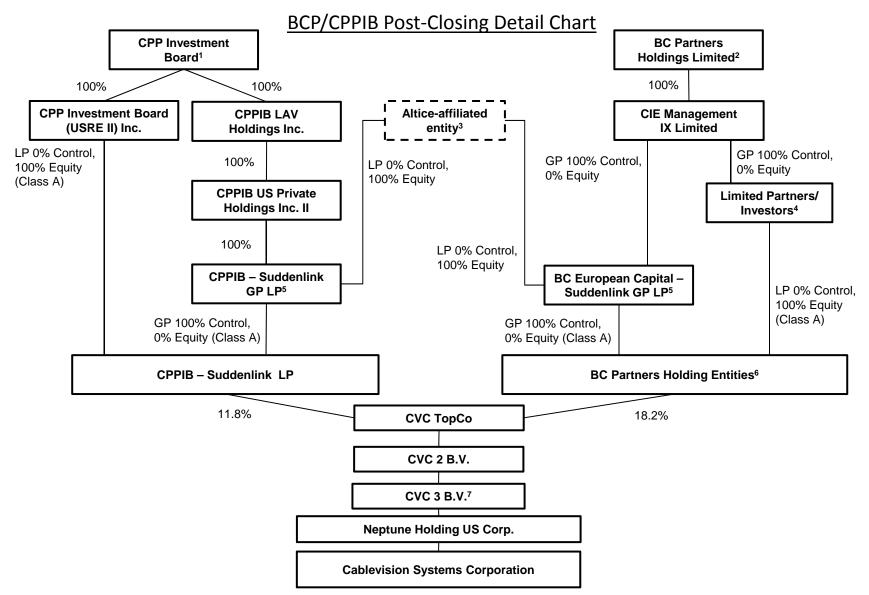
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Name:	CIE Management IX Limited ("CIE Management")
Address:	Heritage Hall, Le Marchant St., St. Peter Port, Guernsey, GY1 4HY
Citizenship:	Guernsey
Percentage Owned:	18.2% (indirectly as general partner of BC European GP)
Principal Business:	Investment management company
Name:	BC Partners Holdings Limited
Address:	Heritage Hall, Le Marchant St., St. Peter Port, Guernsey, GY1 4HY
Citizenship:	Guernsey
Percentage Owned:	18.2% (indirectly via ownership of CIE Management)
Principal Business:	Investment management company
Name:	Altice N.V.
Address:	Cattenbroekerdijk 4-B, 3446 HA Woerden, the Netherlands
Citizenship:	Netherlands
Percentage Owned:	70% (indirectly via 100% ownership of CVC 1 B.V.)
Principal Business:	Telecommunications and Cable Television
Name:	Next Alt Sàrl
Address:	3, Boulevard Royal, L-2449 Luxembourg
Citizenship:	Luxembourg
Percentage Owned:	42.32% (indirectly via 60.45% ownership of Altice N.V.)
Principal Business:	Telecommunications and Cable Television
Name:	Next Limited Partnership Incorporated
Address:	11 New Street, St Peter Port, Guernsey, GY1 2PF
Citizenship:	Guernsey
Percentage Owned:	42.32% (indirectly via 100% ownership of Next Alt Sàrl)
Principal Business:	Telecommunications and Cable Television
Name:	UpperNext Limited Partnership Incorporated
Address:	11 New Street, St Peter Port, Guernsey, GY1 2PF
Citizenship:	Guernsey
Percentage Owned:	42.32% (indirectly via 100% ownership of Next L.P.)
Principal Business:	Telecommunications and Cable Television
Name:	Patrick Drahi
Address:	Seilerwiesenstrasse 3920 Zermatt, Switzerland
Citizenship:	Israel
Percentage Owned:	42.32% (indirectly via 100% ownership of UpperNext L.P.)
Principal Business:	Telecommunications and Cable Television

<u>Exhibit B</u> Post-Transaction Organizational Charts

## Altice N.V. Post-Closing Organizational Chart





- 1 CPP Investment Board is an investment management organization incorporated in Canada which invests the assets of the Canada Pension Plan.
- 2 BC Partners Holdings Limited is a limited corporation organized under the laws of Guernsey.
- 3 Altice N.V. will designate the entity that will hold these interests at or before closing.
- 4 Consists of BC Partners funds and co-invest entities, none of which will hold 5% or greater equity or voting interests in Cablevision.
- 5 At closing, the GP LP entities are expected to make small capital contributions to CPPIB Suddenlink LP and the BC Partners Holding Entities, respectively, resulting in the GP LP entities owning a *de mimimis* amount of equity (less than 2%) in Class B shares. Also, the names of these entities are expected to change at closing.
- 6 Consists of various limited partnerships and BC European Capital IX Ltd., none of which will hold 5% or greater equity or voting interests in Cablevision.
- 7 Altice may elect to exclude CVC 3 B.V. from the ownership chain, in which case CVC 2 B.V. would directly own 100% of Neptune Holding US Corp