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July 11, 2016

Via Electronic Filing

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

**Re: Cebridge Telecom Limited, LLC, ITC-214-20051216-00526
Cebridge Telecom TX, L.P., ITC-214-20060330-00173**

Section 63.24(f) Notice of Pro Forma Restructuring

Dear Secretary Dortch:

On December 21, 2015, Altice N.V. (“Altice”) consummated its acquisition of Cequel Corporation d/b/a Suddenlink Communications (“Cequel”), parent company of Cebridge Telecom Limited, LLC and Cebridge Telecom TX, L.P. (together, the “Cebridge 214 Holders”), each of which is authorized to provide global facilities-based and resold telecommunications service pursuant to Section 214 of the Communications Act. This submission notifies the Commission of a subsequent pro forma transfer of control of the Cebridge 214 Holders.

As described in the Section 63.24(f) notifications filed by the Cebridge 214 Holders on January 25, 2015, on December 23, 2015, Altice undertook the first step in a planned multi-step internal pro forma restructuring (the “Restructuring”) that affected certain corporate affiliates — but not ultimate control — of the Cebridge 214 Holders.¹

Upon consummation of the first step of the Restructuring, Altice held approximately 68.7 percent of the shares of Cequel through three intermediate subsidiaries organized under the laws of the Netherlands (CVC 1 B.V., CVC 2 B.V., and CVC 3 B.V.) and approximately 0.64 percent of the shares of Cequel through Altice U.S. Holdings I and Altice U.S. Holdings II (through which it previously held

¹ The Commission granted *nunc pro tunc* approval for the pro forma transfers of control of various wireless licenses held by Cequel subsidiaries, which were consummated on December 23, 2015. See File No. 0007104471 (lead application) (consent granted May 10, 2016).

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all of its shares of Cequel). In addition, 0.95 percent of CVC 1 B.V. is held by an investment vehicle for Jerry Kent, the former Chairman and Chief Executive Officer of Cequel.

On June 9, 2016, Altice completed the second step in the Restructuring, in which CVC 3 B.V. contributed its entire interest in Cequel to Neptune Holding US Corp., a U.S. corporation directly wholly-owned by CVC 3 B.V. and indirectly owned and controlled by Altice.² This Section 63.24(f) notification letter reports on this second step in the Restructuring.³

The Restructuring is in the public interest. The Commission authorized the transfer of control of Cequel to Altice in December 2015 based on its conclusion “that the transaction, on balance, serves the public interest.”⁴ The changes in corporate organizational structure described herein are minimal, do not result in any change in the business, management, operations or assets of Cequel or its subsidiaries, and do not affect in any way the ultimate control of all of these entities by Altice. Accordingly, the same public interest analysis that supported Altice’s substantive acquisition of control of Cequel also supports prompt approval of the pro forma changes proposed in these applications.

Cebridge Telecom Limited, LLC (“Cebridge Telecom”), and Cebridge Telecom TX, L.P. (“Cebridge TX”), both are organized under the laws of the State of Delaware. Both are located at 520 Maryville Centre Drive, Suite 300, St. Louis, Missouri 63141, and their telephone number is (314) 315-9400. Correspondence concerning these entities can be addressed to Dennis Moffit, Counsel, Cequel Corporation, at this same address. Mr. Moffit also can be reached by telephone at (314) 315-9400 or via e-mail at dennis.moffit@suddenlink.com.

Pursuant to the requirements of 63.24 of the Commission’s rules, included with this submission in Exhibit A is name, address, citizenship, and principal business information for any person or entity that directly or indirectly holds at least ten percent of the equity of the Cequel Corporation and its subsidiaries, along with the percentage of equity held by each such entity. Exhibit B contains information about interlocking directorates. For convenience, corporate organizational charts illustrating Cequel’s

² The Commission approved the *pro forma* transfer of control of Cequel’s wireless licenses on June 8, 2016. See File No. 0007290099 (lead application) (consent granted June 8, 2016). Separately, Neptune Holding US Corp. also directly wholly owns Cablevision Systems Corporation, pursuant to the June 21, 2016, consummation of the transfer of control of Cablevision to Altice, as recently approved by the Commission. See *Applications Filed by Altice N.V. and Cablevision Systems Corporation to Transfer Control of Authorizations from Cablevision Systems Corporation to Altice N.V.*, Mem. Op. & Order, WC Docket No. 15-257, DA 16-485, at ¶¶ 3, 6 (WCB, IB, MB, & WTB May 3, 2016) (“*Altice-Cablevision Grant*”). As described in the *Altice-Cablevision Grant*, Altice indirectly holds approximately 70 percent of the interests in Neptune Holding US Corp., with the remaining interests (other than Mr. Kent’s *de minimis* indirect interest) held by two co-investors.

³ In the final step of the Restructuring, expected to be completed by the end of 2016, Altice U.S. Holdings I and Altice U.S. Holdings II will contribute the 0.64 percent of the shares they collectively hold in Cequel to Neptune Holding US Corp., which will then hold 100 percent of the shares of Cequel. Altice and Cequel intend to make the required filings associated with this final step at the appropriate time.

⁴ *Applications Filed by Altice N.V. and Cequel Corporation d/b/a Suddenlink Communications to Transfer Control of Authorizations from Suddenlink Communications to Altice N.V.*, Mem. Op. & Order, 30 FCC Rcd 14352 (WCB, IB, MB, & WTB 2015).

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ownership structure before and after completion of the most recent step in the Restructuring are included with this submission in Exhibit C.

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

Respectfully Submitted,

/s/ Yaron Dori

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Michael Beder

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Counsel to Altice N.V.

Exhibit A

Updated Ownership Information

The following entities now hold a direct or indirect ten percent (10%) or greater ownership interest in Cequel Corporation and its wholly owned subsidiaries.

Name: Neptune Holding US Corp.
Address: 2711 Centerville Rd Suite 400, Wilmington
Citizenship: U.S.
Percentage Owned: 100%
Principal Business: Holding Company

Name: CVC 3 B.V.
Address: Cattenbroekerdijk 4-B, 3446 HA Woerden, the Netherlands
Citizenship: Netherlands
Percentage Owned: 99.36% (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: 99.36% (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: 69.55% (indirectly via 70% ownership of CVC 2 B.V.)
Principal Business: Holding Company

Name: CPPIB-Suddenlink LP
Address: One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada
Citizenship: U.S.
Percentage Owned: 11.8% (indirectly via 11.8% ownership of CVC 2 B.V.)
Principal Business: Pension Investment Fund

Name: CPPIB-Suddenvision GP LP ("CPPIB GP")
Address: One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada
Citizenship: U.S.
Percentage Owned: 11.8% (indirectly as general partner of CPPIB Suddenlink LP)
Principal Business: Pension Investment Fund

Name: CPPIB US Private Holdings Inc. II ("CPPIB US Private")
Address: One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada
Citizenship: Canada
Percentage Owned: 11.8% (indirectly via ownership of CPPIB GP)

Principal Business: Pension Investment Fund

Name: CPPIB LAV Holdings Inc. (“CPPIB LAV”)
Address: One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada
Citizenship: Canada
Percentage Owned: 11.8% (indirectly via ownership of CPPIB US Private)
Principal Business: Pension Investment Fund

Name: CPP Investment Board Europe, S.à.r.l. (“CPPIB Europe”)
Address: One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada
Citizenship: Canada
Percentage Owned: 11.8% (indirectly via ownership of CPPIB-Suddenlink LP)
Principal Business: Pension Investment Fund

Name: CPP Investment Board
Address: One Queen Street East, Suite 2600, P.O. Box 101, Toronto, Ontario, M5C 2W5 Canada
Citizenship: Canada
Percentage Owned: 11.8% (indirectly via ownership of CPPIB Europe and CPPIB LAV)
Principal Business: Pension Investment Fund

Name: BC European Capital - Suddenvision GP LP (“BC European GP”)
Address: Heritage Hall, Le Marchant St., St. Peter Port, Guernsey, GY1 4HY
Citizenship: 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 2 B.V.)
Principal Business: Investment management company

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: 69.53% (indirectly via 99.05% ownership of CVC 1 B.V.)
Principal Business: Telecommunications and Cable Television

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Name: Next Alt Sàrl
Address: 3, Boulevard Royal, L-2449 Luxembourg
Citizenship: Luxembourg
Percentage Owned: 40.23% (indirectly via 57.87% ownership of Altice N.V.)
Principal Business: Telecommunications and Cable Television

Name: Next Luxembourg S.C.Sp
Address: 3, Boulevard Royal, L-2449 Luxembourg
Citizenship: Luxembourg
Percentage Owned: 40.23% (indirectly via 100% ownership of Next Alt Sàrl)
Principal Business: Telecommunications and Cable Television

Name: Patrick Drahi
Address: Seilerwiesenstrasse 3920 Zermatt, Switzerland
Citizenship: Israel
Percentage Owned: 40.23% (indirectly via 100% ownership of Next Luxembourg S.C.Sp)
Principal Business: Telecommunications and Cable Television

Exhibit B

Interlocking Directorates Information

Below is a list of Altice personnel that will serve as officers or directors of Cequel or its subsidiaries and the positions those individuals hold in Altice's other carriers outside the United States.

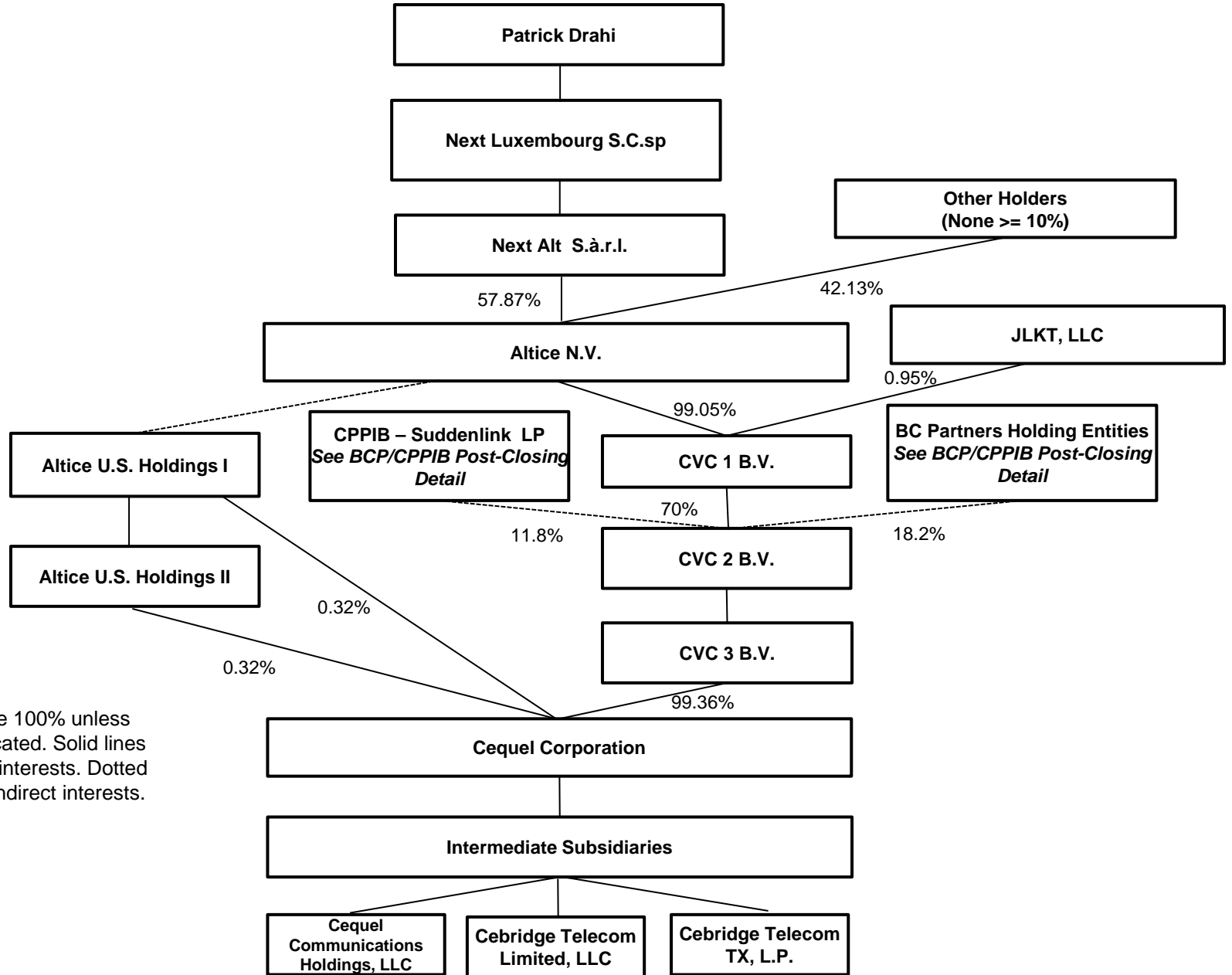
Name	Address, Citizenship, and Position in Cequel	Positions Held in non-U.S. Altice Carriers
Dexter Goei	<p>Address: 62, chemin des Gotettes, CH-1222 Vesenay, Switzerland</p> <p>Citizenship: United States</p> <p>Cequel Position: Executive Chairman</p>	<p>CEO of Altice NV Director of Altice NV Director of Altice Portugal Director of Coditel Management Director of Cabovisao Director of Winreason Director of F300 Director of ONI SGPS Director of Hubgrade Director of Knewon Director of ONI Maderia Director of ONI Azores Director of ONITelecom Manager of Vinluam Director of Vinluam Director of MTVC Director of WSG Director of Hot Telecommunication Systems Director of Altice Blue Two Director of Wananchi Manager of More ATC Manager of Coditel Management Director of Coditel Holding* Director of Coditel Holding Lux* Director of Coditel Holding Lux II* Director of Altice Management Europe</p> <p>* Company represented by Coditel Management</p>
Abdelhakim Boubazine	<p>Address: Piso 10 95 Avenida Anacaona Santo Domingo Dominicana Republic</p> <p>Citizenship: France</p> <p>Cequel Position: Co-President and Chief Operating Officer</p>	<p>Vice President of Board of Directors of Altice Hispaniola SA</p>

Exhibit C

Updated Pre- and Post-Restructuring Organizational Charts

Post-restructuring chart does not reflect all entities identified in Exhibit A.

Altice N.V.
(as of June 8, 2016)



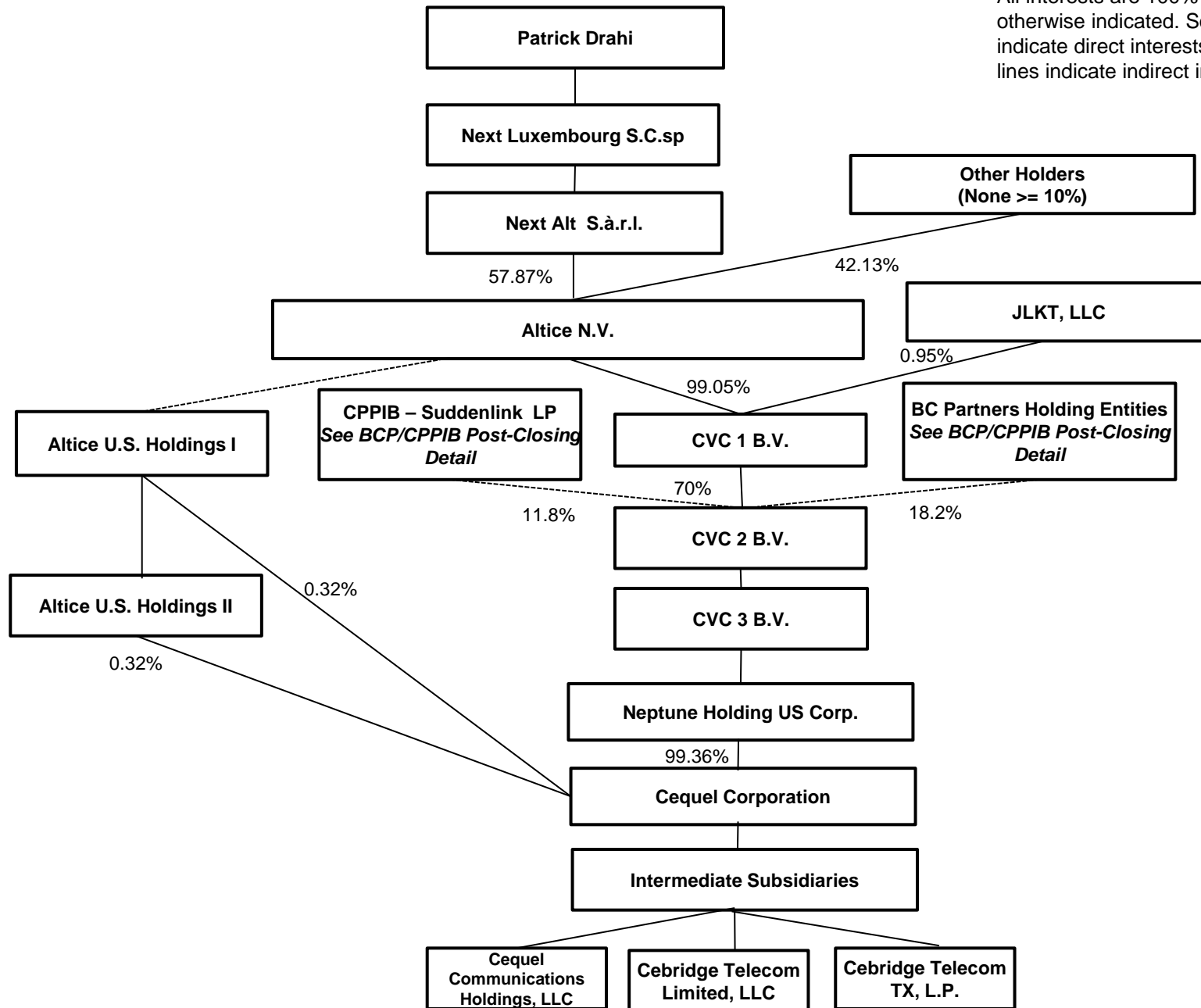
Notes:

All interests are 100% unless otherwise indicated. Solid lines indicate direct interests. Dotted lines indicate indirect interests.

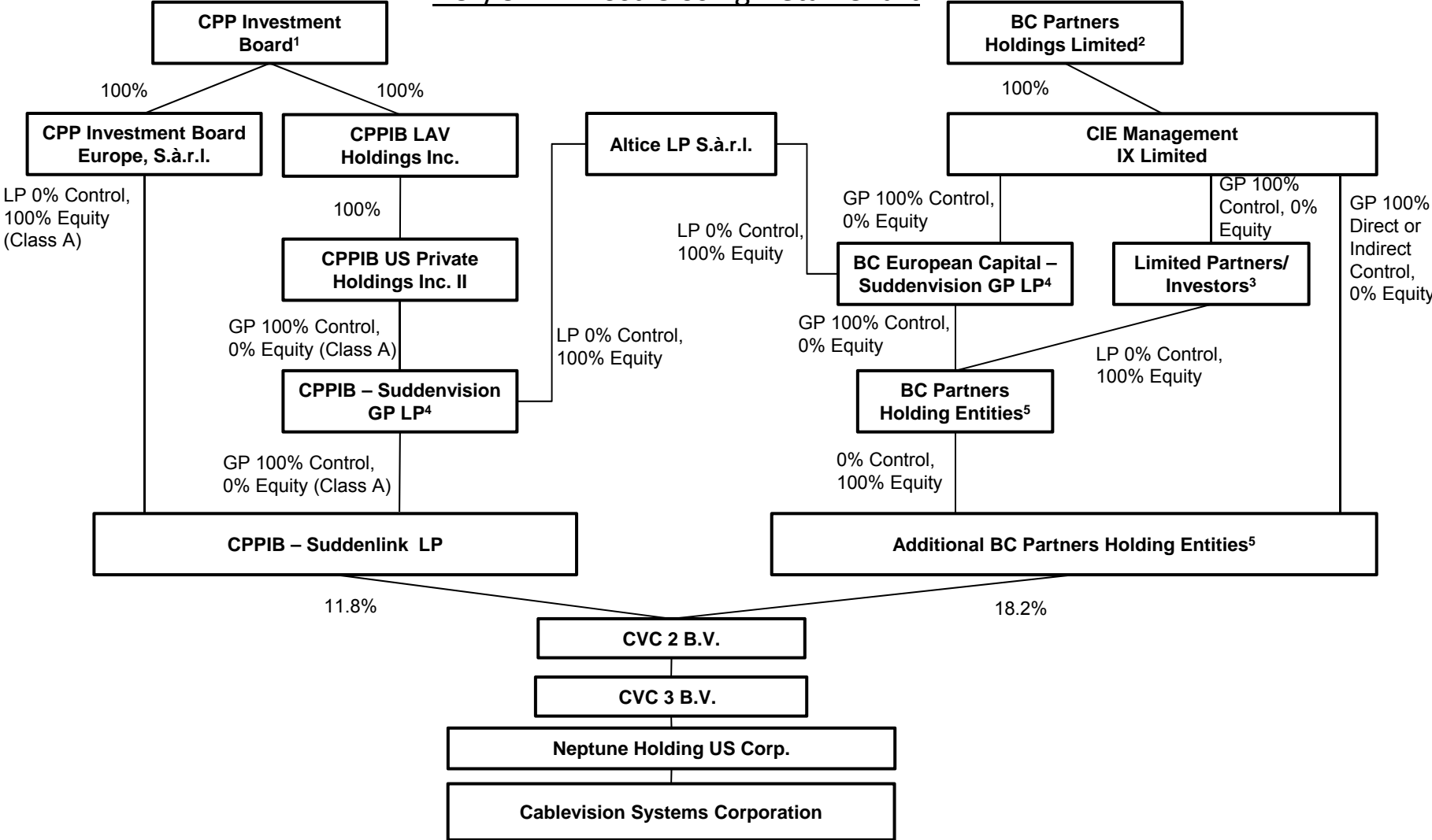
Altice N.V.
(as of June 9, 2016)

NOTE

All interests are 100% unless otherwise indicated. Solid lines indicate direct interests. Dotted lines indicate indirect interests.



BCP/CPPIB Post-Closing Detail 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 Consists of various BC Partners funds and co-invest entities. A *de minimis* (less than 5%) portion of the BC Partners equity interest in CVC 2 will be held through separate entities directly owned by BC Partners Holdings Limited.
- 4 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 receiving a *de minimis* amount of equity (less than 2%) in Class B shares. Certain affiliates of CPPIB and BCP hold *de minimis* Class C equity interests (\$1) in their respective GP LP with no control rights.
- 5 Consists of various limited partnerships and other intermediate holding entities directly or indirectly controlled by CIE Management IX Limited.