

Notification of *Pro Forma* Assignment of Receive-Only Earth Station Registrations

This is to notify the FCC International Bureau of the *pro forma* assignment of receive-only earth stations E860450 and E861025.

Liberty Cablevision of Puerto Rico LLC ("Old LCPR"), a limited liability company organized under the laws of the State of Delaware, previously held receive-only earth station registrations E860450 and E861025. Old LCPR was an indirect, wholly-owned subsidiary of Liberty Global, Inc. ("LGI"), a corporation organized under the laws of the State of Delaware. On November 8, 2012, receive-only earth station registrations E860450 and E861025 were assigned to San Juan Cable, LLC ("SJC"), a limited liability company organized under the laws of the Commonwealth of Puerto Rico, now known as Liberty Cablevision of Puerto Rico LLC, as a result of the transaction described below. The assignment was *pro forma* in nature because LGI, which was Old LCPR's ultimate parent company prior to the transaction, holds a 60 percent indirect ownership interest in SJC following completion of the transaction.

SJC previously was a wholly-owned subsidiary of San Juan Cable Ventures, LLC ("Ventures"), a limited liability company organized under the laws of the State of Delaware, now known as LCPR Ventures LLC, which in turn was wholly-owned by MCNA Cable Holdings LLC ("MCNA"), a limited liability company organized under the laws of the State of Delaware.

LGI Broadband Operations, Inc. ("LGIB"), a corporation organized under the laws of the State of Delaware, is an indirect wholly-owned subsidiary of LGI. Old LCPR previously was a wholly-owned subsidiary of LGIB. LGIB and certain investment funds affiliated with Searchlight Capital Partners, L.P. ("SL") formed Leo Cable LLC ("Leo LLC"), a limited liability company organized under the laws of the State of Delaware. Leo Cable LP ("Leo LP") is a limited partnership organized under the laws of the State of Delaware and formed by Leo LLC, with Leo LLC as its general partner. Leo LP formed Leo Acquisition Corp. ("Merger Sub"), a corporation organized under the laws of the State of Delaware. LGIB also formed LCPR Cayman Holding Inc. ("LCPR Cayman"), a Cayman Islands exempted company.

LGIB contributed 100 percent of its proprietary interest in Old LCPR to LCPR Cayman. LGIB then contributed its shares in LCPR Cayman to Leo LP in exchange for a majority interest of approximately 60 percent in Leo LP, with SL contributing cash in exchange for a minority interest in Leo LP of approximately 40 percent. Following these steps, Leo LP became LCPR Cayman's parent company and the indirect owner of Old LCPR.

Merger Sub then merged with and into Ventures, with Ventures as the surviving entity. Ventures became a direct, wholly-owned subsidiary of Leo LP and SJC then became an

indirect wholly-owned subsidiary of Leo LP. Because LGIB has a majority interest in Leo LP, LGIB has an indirect majority interest in SJC. Finally, Old LCPR merged with and into SJC, with SJC as the surviving entity (at which time SJC's name was changed to "Liberty Cablevision of Puerto Rico LLC"). LCPR Cayman received a majority interest of approximately 60 percent in SJC, with Ventures retaining a minority interest of approximately 40 percent in SJC. As a result of the transaction, LGI, Old LCPR's parent company, holds an indirect majority interest of approximately 60 percent, and SL holds an indirect minority interest of approximately 40 percent, in SJC. Thus, as noted above, the assignment was *pro forma* in nature because LGI, which was Old LCPR's ultimate parent company prior to the transaction, holds a 60 percent indirect ownership interest in SJC following completion of the transaction.

The FCC Wireless Telecommunications Bureau approved an application to assign certain wireless licenses previously held by Old LCPR to SJC in connection with this transaction. See Application File No. 0005313338