

Rainbow Network Communications
FCC Form 312
Application for Transfer of Control

Description of Transaction and Public Interest Statement

AMC Networks Inc. (“AMC”) hereby requests Federal Communications Commission (“FCC”) consent to the transfer of control of the stations in the attached application held by Rainbow Network Communications (“Licensee”) from Cablevision Systems Corporation (“Cablevision”). The Licensee is currently a wholly owned, indirect subsidiary of Cablevision. Cablevision plans to spin off AMC by distributing shares of AMC to Cablevision shareholders in the same percentages as those shareholders hold Cablevision stock. After the consummation of the spinoff, the Licensee will become a wholly owned, indirect subsidiary of AMC. Because the spinoff of AMC to existing Cablevision shareholders *pro rata* will not change the control of the Licensee, this transfer is considered *pro forma* under the Commission’s rules.^{1/} Commission consent to the proposed transaction is in the public interest because it will ensure that the Licensee will be able to continue to use the licensed facilities in support of critical operational functions.

^{1/} See, e.g., 47 C.F.R. § 63.24(d), n.2 (2011) (stating that a transaction is presumptively *pro forma* “where there is an assignment from a corporation to a corporation owned or controlled by the assignor stockholders without substantial change in their interests”).