## **CURRENT REPORT**

of

## CEQUEL COMMUNICATIONS HOLDINGS I, LLC

## March 7, 2013

Pursuant to (i) Section 4.14(a) of the indenture, dated as of November 4, 2009 (the "2017 Indenture"), by and among Cequel Communications Holdings I, LLC, a Delaware limited liability company ("Cequel"), Cequel Capital Corporation, a Delaware corporation ("Cequel Capital" and together with Cequel, the "Issuers"), and U.S. Bank National Association, as trustee (the "Trustee"), as amended, relating to the Issuers' 8.625% Senior Notes due 2017 (the "2017 Notes") and (ii) Section 4.12(a) of the indenture, dated as of October 25, 2012 (the "2020 Indenture" and together with the 2017 Indenture, the "Indentures"), by and among Cequel (as successor by merger to Cequel Communications Escrow I, LLC), Cequel Capital (as successor by merger to Cequel Communications Escrow Capital Corporation) and the Trustee, relating to the Issuers' 6.375% Senior Notes due 2020 (the "2020 Notes" and together with the 2017 Notes, the "Notes"), Cequel is furnishing the information contained herein to holders of the Notes.

## Earnings Release for the Three and Twelve Months Ended December 31, 2012

On March 7, 2013, Cequel issued a press release reporting its financial results for the three and twelve months ended December 31, 2012 (the "Earnings Announcement"). A copy of the Earnings Announcement is attached to this Current Report as Exhibit 99.1.

## Replay of Earnings Call

On March 7, 2013, Cequel held a conference call to discuss its financial results for the three and twelve months ended December 31, 2012. A replay of the call is available on Cequel's website (www.suddenlink.com).

Pursuant to the requirements of Section 4.14(a) of the 2017 Indenture and Section 4.12(a) of the 2020 Indenture, Cequel has duly caused this Current Report to be signed on its behalf by the undersigned thereunto duly authorized.

CEQUEL COMMUNICATIONS HOLDINGS I, LLC

Name: James B. Fox

Title: Sen or Vice President and Chief Accounting Officer

March 7, 2013

Press Release Attached Starting on the Next Page

#### Suddenlink Reports Fourth Quarter and Full-Year 2012 Financial and Operating Results

#### FOR IMMEDIATE RELEASE

ST. LOUIS (March 7, 2013) – Cequel Communications Holdings I, LLC ("Cequel," and together with its subsidiaries, the "Company" or "Suddenlink") today reported financial and operating results for the fourth quarter and full year 2012.

"The fourth quarter capped off a tremendous year for our company," said Suddenlink Chairman and CEO Jerry Kent. "We welcomed new partners. We generated year-over-year revenue growth of 6.4% and Adjusted EBITDA growth of 8.8%, excluding non-recurring expenses that were primarily associated with financing and closing the acquisition. We also accelerated our generation of free cash flow and grew customer relationships for the third consecutive year. As we celebrate the tenth year of our founding, the company is well positioned from a financial and strategic perspective."

On November 15, 2012, Cequel Corporation acquired all of the outstanding common equity interests in Cequel Communications Holdings, LLC, ("Cequel Holdings"), our parent, pursuant to the purchase agreement, and all other equity interests in Cequel Holdings (including preferred equity interests), and rights to purchase equity interests in Ceguel Holdings, were retired, redeemed or otherwise terminated (the "Acquisition"). Cequel Corporation is owned by limited partnerships affiliated with each of BC Partners Limited, ("BC Partners"), the Canada Pension Plan Investment Board, ("CPPIB") (together with BC Partners, the "Sponsors"), and Jerald L. Kent, our Chairman and Chief Executive Officer, Thomas P. McMillin, our Executive Vice President and Chief Operating Officer and Mary E. Meduski, our Executive Vice President and Chief Financial Officer, (collectively, the "Management Investors"). The total purchase price for the Acquisition was approximately \$2.485 billion, comprised of an aggregate of approximately \$1.92 billion of equity contributions by limited partnerships affiliated with the Sponsors, a \$65.1 million equity contribution by a limited partnership affiliated with the Management Investors, and the remainder from Ceguel Holdings, funded from the net proceeds of the offering of \$500 million of 6.375% Senior Notes due 2020 (the "October Notes") and cash on hand. The purchase price, along with debt assumed in the transaction as of March 31, 2012, valued the Company at approximately \$6.6 billion. Fourth quarter 2012 operating results were impacted by approximately \$65.9 million of Acquisition related expenses. consisting of approximately \$19.9 million of compensation expenses included in selling, general and administrative expense and \$46.0 million of other Acquisition expenses included in other expense.

### Fourth Quarter and Full Year 2012 Highlights

Operating results and metrics and year-over-year changes described below are presented on a pro forma basis to include the acquisition of all of the issued and outstanding capital stock of NPG Cable, Inc., Mercury Voice and Data Company and NPG Digital Phone, Inc. (collectively, "NPG Cable") on April 1, 2011, and contribution of all of the capital stock of Excell Communications, Inc., ("Excell"), on November 15, 2012, and exclude the impact of immaterial asset divestitures in 2012, as if those transactions had been consummated on January 1, 2011.

- Fourth quarter revenues of \$525.6 million grew 7.1% compared to the fourth quarter of the prior year. Revenues for the full year of 2012 of \$2,061.0 million grew 6.4% compared to the full year of 2011.
- Excluding the impact of non-recurring expenses, Adjusted EBITDA (as defined herein) for the fourth quarter and full year 2012 was \$212.0 million and \$792.0 million, respectively, representing growth of 12.0% and 8.8%, respectively, compared to the same periods in the prior year. Adjusted EBITDA for the fourth quarter and full year 2012, including the impact of non-recurring expenses, was \$191.9 million and \$763.1 million, respectively, representing growth of 1.7% and 6.4%, respectively, compared to the same periods in the prior year.
- Free Cash Flow (as defined herein) of \$54.0 million for the fourth quarter 2012 grew \$11.9 million compared to the fourth quarter 2011, an increase of 28.3%. Free Cash Flow for the full year of 2012 was \$133.6 million compared to \$52.0 million for the full year of 2011, an increase of 157.1%.
- Total customer relationships were 1,371,700 at December 31, 2012, an increase of 2,300 from December 31, 2011. RGUs were 3,522,500, an increase of 119,700, or a 3.5% year-over-year.

- Total average monthly revenue per basic video customer ("ARPU") for the fourth quarter was \$143.44, an increase of 10.4% compared to the fourth quarter of the prior year.
- Bundled residential customers represented 64.5% of total residential customer relationships at December 31, 2012, an increase from 62.0% at December 31, 2011, primarily from growth in triple play customer relationships, which represented 24.9% of total residential customer relationships at December 31, 2012, versus 23.5% at December 31, 2011.
- Non-video residential customers represented 18.0% of total residential customer relationships at December 31, 2012, an increase of 13.8% compared to the prior year.
- Advertising revenue increased 11.8% and 10.4% versus the fourth quarter and full year of 2011, respectively, primarily from increased political advertising, as well as increased automotive advertising.
- Commercial revenue grew 19.0% versus the fourth quarter of 2011, including 21.4% year-over-year
  growth in our commercial high-speed data and telephone revenues on a combined basis. Commercial
  revenue grew 16.8% for the full year 2012, including 22.0% year-over-year growth in our commercial
  high-speed data and telephone revenue on a combined basis.

#### Fourth Quarter 2012 Compared to Fourth Quarter 2011

Fourth quarter 2012 revenues rose 7.1%, largely attributable to the increase in residential high-speed Internet, telephone and advanced digital video revenues, growth in revenues from our commercial business, including carrier services, and growth in advertising revenue. Residential revenue growth resulted from increases in the number of new telephone, high-speed Internet and digital video customers, an increase in the penetration of existing customers for these services, the impact of video and high-speed Internet rate increases, and incremental service revenues from high definition television ("HDTV") and digital video recoded ("DVR") services due to growth in customers purchasing advanced video services during the trailing twelve months. Offsetting this residential growth in part was a decrease in revenue due to basic video customer losses, the impact of bundling and promotional discounts and digital customers purchasing fewer digital tiers of service during the trailing twelve months. Revenues for our commercial business grew due to increases in commercial high-speed data and telephone customers and from increases in cell tower and backhaul revenues from carrier customers. Advertising revenue increased primarily due to growth in political advertising.

Video service revenues increased 2.5% due primarily to video rate increases, higher broadcast retransmission and franchise fee revenue and customer growth in our digital and advanced video services, including converter rental revenue for high-definition and DVR capable digital converters. Offsetting this growth, in part, were the year-over-year basic video customer losses and the impact of digital customers purchasing fewer digital tiers of service on average.

High-speed Internet service revenues rose 13.2% due primarily to an increase in residential high-speed Internet customers, growth in home networking revenues, the impact of residential rate increases, growth in our commercial high-speed data services to small and medium sized businesses and growth in carrier services, including fiber to the tower, and optical Internet and transport revenues.

Telephone service revenues grew 10.9% due primarily to an increase in residential telephone customers and growth in our commercial telephone services to small and medium sized businesses.

Advertising revenues increased 11.8% due largely to higher national and local advertising sales revenue, from increased political and automotive advertising.

Other revenues increased 15.9% due primarily to increased commercial installation revenue, wire maintenance revenue, security service revenue and tower development revenue.

Our commercial lines of business, embedded in the video, high-speed Internet, telephone service and other revenues, described above, are comprised of commercial and bulk video, commercial high-speed data, fiber based on- and off-net carrier services and commercial telephone. Commercial revenue totaled

\$68.8 million, or 13.1% of total revenue, in the fourth quarter of 2012, representing growth of 19.0% versus the fourth quarter of 2011. Our commercial high-speed data and telephone revenue grew 21.4% year-over-year on a combined basis.

Operating costs and expenses rose 10.5%, primarily due to higher programming costs, including broadcast retransmission consent expenses, higher telephone service expense, increased net compensation and employee related costs, increased expenses associated with our ad sales business and increased non-recurring expenses, offset in part by decreased marketing expense and decreased third party labor expenses. The fourth quarter of 2012 includes \$20.1 million of non-recurring expenses, which consist of \$19.9 million of compensation expenses related to the Acquisition and \$0.2 million related to other non-recurring activities. The fourth quarter of 2011 includes approximately \$0.5 million of non-recurring expenses which are primarily associated with the integration of NPG Cable.

Excluding the impact of non-recurring expenses described above, Adjusted EBITDA for the fourth quarter 2012 would have been \$212.0 million, an increase of 12.0% compared to the fourth quarter last year, with Adjusted EBITDA margin of 40.3%, a 170 basis point improvement from the fourth quarter 2011. Including those non-recurring expenses, Adjusted EBITDA for the fourth quarter 2012 was \$191.9 million, an increase of 1.7% from the same quarter last year, resulting in an Adjusted EBITDA margin of 36.5%.

Income from operations for the fourth quarter 2012 was \$57.5 million, a decrease of 28.9%, compared to \$80.8 million for the fourth quarter 2011, due to increases in depreciation and amortization expense, and the \$20.1 million of non-recurring expenses, primarily related to the Acquisition.

During the fourth quarter of 2012, we also recorded losses on the extinguishment of debt of \$18.9 million and other expenses of \$46.0 million, which consist entirely of Acquisition related expenses not included in the income from operations described above. These other expenses included certain consent and acknowledgement payments to debt holders, other financing expenses, legal expenses and other transaction related expenses.

Net loss was \$67.4 million for the fourth quarter 2012, compared to net income of \$6.5 million for the fourth quarter 2011. Net loss for the fourth quarter 2012 was impacted by the decrease in income from operations described above, the loss on the extinguishment of debt and the other Acquisition related expenses related to the Acquisition, none of which were present in 2011.

### Full Year 2012 Compared to Full Year 2011

Revenues for 2012 rose 6.4%, largely attributable to the increase in residential high-speed Internet, telephone and advanced digital video revenues, and growth in revenues from our commercial business, including carrier services, and growth in advertising revenue. Residential revenue growth resulted from increases in the number of new telephone, high-speed Internet and digital video customers, an increase in the penetration of existing customers for these services, the impact of video and high-speed Internet rate increases, and incremental service revenues from high definition television ("HDTV") and digital video recorder ("DVR") services as more customers purchased advanced video services from us. Offsetting this residential growth in part was a decrease in revenue due to the basic video customer losses, the impact of bundling and promotional discounts and digital customers purchasing fewer digital tier of service. Revenues for our commercial business grew due to increases in commercial high-speed data and telephone customers and from increases in cell tower and backhaul revenues from carrier customers. Advertising revenue increased primarily due to increased political advertising.

Video service revenues increased 2.4%, due primarily to video rate increases, higher broadcast retransmission revenue and customer growth in our digital and advanced video services, including converter rental revenues for high-definition and DVR capable digital converters, offset in part by the loss of basic video customers and digital customers purchasing fewer digital tiers of service.

High-speed Internet service revenues increased 11.9%, due primarily to an increase in residential high-speed Internet customers, growth in home networking revenues, the impact of residential rate increases, growth in our commercial high-speed data services to small and medium sized businesses and growth in carrier services, including fiber to the tower, and optical Internet and transport revenues.

Telephone service revenues increased 13.7%, due primarily to an increase in residential telephone customers and growth in our commercial telephone services to small and medium sized businesses.

Advertising revenues increased 10.4%, due to increased political and automotive advertising.

Other revenues increased 7.5%, due primarily to increases in security service revenue and commercial installation revenue.

Our commercial lines of business, embedded in the video, high-speed Internet, telephone service revenues and other revenue described above, are comprised of commercial and bulk video, commercial high-speed data, fiber based on- and off-net carrier services and commercial telephone. Commercial revenue totaled \$257.9 million, or 12.5% of total revenue, in 2012, representing growth of 16.8% versus 2011. Our commercial data and telephone revenue grew 22.0% year-over-year on a combined basis.

Operating costs and expenses rose 6.5%, primarily due to higher programming costs, including broadcast retransmission consent expenses, higher telephone service expense, increased labor and employee related costs, increased expenses associated with our ad sales business, increased marketing expenses and increased non-recurring expenses, offset in part by decreased third party labor expenses. Full year 2012 operating costs and expenses includes \$28.9 million of non-recurring expenses, which consist of \$19.9 million of compensation expenses related to the Acquisition, \$8.2 million of compensation expense related to our March and May 2012 equity distributions and \$0.8 million related to other miscellaneous non-recurring activities. Full year 2011 includes \$10.5 million of non-recurring expenses, which are primarily associated with the acquisition and integration of NPG Cable and compensation expense related to our January 2011 equity distribution.

Excluding the impact of certain non-recurring expenses described above, Adjusted EBITDA for 2012 would have been \$792.0 million, an increase of 8.8% compared to 2011, with Adjusted EBITDA margin of 38.4%, an 80 basis point improvement from the prior year. Including those non-recurring expenses, Adjusted EBITDA for 2012 was \$763.1 million, an increase of 6.4% from 2011, resulting in an Adjusted EBITDA margin of 37.0%.

Income from operations for 2012 was \$326.2 million, an increase of 11.8%, compared to \$291.7 million for 2011 due to revenue increases year-over-year outpacing operating, selling and administrative and depreciation and amortization expense increases, offset partially by the increase in non-recurring expenses described above.

During 2012, we also recorded losses on the termination of derivative instruments of \$6.6 million, losses on the extinguishment of debt of \$33.1 million and other expenses of \$46.0 million, which consist entirely of Acquisition related expenses not included in the income from operations described above. These other expenses included certain consent and acknowledgement payments to debt holders, other financing expenses, legal expenses and other transaction related expenses.

Net loss was \$43.2 million for 2012, compared to a net loss of \$13.1 million for 2011. Net loss for 2012 was impacted by loss on termination of derivative instruments, loss on the extinguishment of debt and other expenses related to the Acquisition, none of which were present in 2011, offset in part by the growth in income from operations.

## **Key Operating Metrics**

At December 31, 2012, Suddenlink served approximately 1.4 million residential customers, and Suddenlink's RGUs were comprised of 1,211,200 basic video, 837,500 digital video, 1,002,100 residential high-speed Internet and 471,700 residential telephone customers. Suddenlink's 3.5 million RGUs as of December 31, 2012 increased 119,700, or 3.5%, over the prior year. In addition, as of December 31, 2011, Suddenlink served approximately 51,900 commercial high-speed data and 24,100 commercial telephone customers, not included in our RGU or customer relationship totals.

Approximately 64.5% of Suddenlink's residential customers subscribe to bundled services, compared to 62.0% a year ago. Approximately 342,200 of Suddenlink's residential customers receive video, high-speed Internet and telephone services as part of a triple play bundle, representing 24.9% of Suddenlink's

total residential customer relationships. Growth of 20,300 triple play customers from the fourth quarter of 2011 represented an increase of 6.3%. Non-video residential customers of approximately 246,800 at December 31, 2012 represent 18.0% of total residential customer relationships, and grew 13.8%.

Suddenlink's ARPU for the fourth quarter of 2012 was \$143.44, an increase of 10.4% compared to the fourth quarter of 2011.

Basic video customers decreased by approximately 16,200 customers while digital video customers increased by approximately 5,700 customers during the fourth quarter of 2012. During 2012, basic video customers decreased by approximately 37,800, or 3.0%, while digital video customers increased by approximately 71,000, or 9.3%. Estimated basic penetration at December 31, 2012, was 39.8% of estimated homes passed. Digital penetration to basic customers was 69.1%.

Residential high-speed Internet customers increased by approximately 8,100 during the fourth quarter of 2012, and increased 53,400, or 5.6%, during the trailing twelve months. At December 31, 2012, estimated residential high-speed Internet penetration was 33.9% of high-speed Internet capable homes passed. During the fourth quarter of 2012, commercial high-speed data customers increased by approximately 1,000. During 2012, commercial high-speed data customers increased by approximately 4,600, or 9.7%. These commercial customers are not included in total RGU counts.

Residential telephone customers grew by approximately 1,900 during the fourth quarter of 2012, and 33,100, or 7.5%, during the twelve months ended December 31, 2012. At December 31, 2012, estimated residential telephone penetration was 18.8% of telephone capable homes passed. During the fourth quarter of 2012, commercial telephone customers increased by approximately 1,500 customers, and increased by approximately 6,000 over the twelve months ended December 31, 2012, or 33.1%. These commercial customers purchase 2.9 lines on average and are not included in total RGU counts.

### **Liquidity and Capital Resources**

The following discussion of liquidity and capital resources is presented on an actual basis and does not include historical pro forma adjustments reflecting the acquisition of NPG Cable in April 2011, the contribution of Excell in November 2012 and the divestiture of immaterial assets in 2012.

At December 31, 2012, the Company had approximately \$208.5 million of cash on hand with \$16.4 million of outstanding letters of credit, which reduced the availability under our revolving credit facility to approximately \$483.6 million.

Net cash provided by operating activities was \$36.5 million for the three months ended December 31, 2012, compared to \$77.3 million for the three months ended December 31, 2011. This reduction is due to transaction expenses related to the Acquisition and the \$50.3 million call premium paid in connection with our December 2012 tender offer for a portion of the outstanding 8.625% Senior Notes due 2017, offset in part by improved operating results.

Capital expenditures for the three months ended December 31, 2012 were \$68.2 million, compared to \$79.1 million for the three months ended December 31, 2011, and \$348.8 million for 2012 compared to \$368.0 million for 2011. During 2013, we expect capital expenditures to be approximately \$320.0 million to \$330.0 million.

Project Imagine, a significant three year bandwidth expansion plan we commenced in late 2009, was completed as of September 30, 2012. We spent \$208.6 million on direct capital expenditures for Project Imagine over the three year period. Total capital expenditures for Project Imagine over the three year period, including success based capital expenditures, were consistent with the previously announced guidance of \$350.0 million for the entire program.

Free Cash Flow for the quarter and year ended December 31, 2012 was \$54.0 million and \$133.6 million, respectively, compared to \$42.0 million and \$52.0 million for the quarter and year ended December 31, 2011, respectively. The increase in Free Cash Flow for the fourth quarter and full year of 2012 as compared to the same periods in 2011 is due to improved operating results, decreased capital

expenditures, as Project Imagine was completed on September 30, 2012, and a decrease in cash interest expense.

During the fourth quarter of 2012, we completed several financing transactions. On October 25, 2012, we issued \$500.0 million aggregate principal amount of Senior Notes. The October Notes were sold at an offering price of 100%. The proceeds of the October Notes were placed in an escrow account. Upon consummation of the Acquisition, the funds were released from escrow and used to fund a portion of the Acquisition.

On December 28, 2012, we issued \$1.0 billion aggregate principal amount of additional Senior Notes (the "December Notes" and together with the October Notes, the "2020 Notes"). The December Notes were sold at an offering price of 103%. The net proceeds from the sale of the December Notes were used to (i) repurchase approximately \$712.4 million aggregate principal amount of our outstanding 8.625% Senior Notes due 2017 pursuant to a tender offer for such notes, (ii) repay \$160.0 million, representing all outstanding borrowings under Suddenlink's revolving credit facility, and (iii) pay related costs, fees and expenses and for working capital and general corporate purposes.

The Senior Secured Leverage Ratio (Consolidated Secured Debt to Adjusted Pro Forma EBITDA) for Suddenlink as defined in and calculated in accordance with the Credit Agreement was 2.65x at December 31, 2012.

The Total Leverage Ratio (Consolidated Total Debt to Adjusted Pro Forma EBITDA) for Cequel, as defined in and calculated in accordance with the indenture (the "Indenture") governing Cequel's 8.625% Senior Notes due 2017 was 6.19x at December 31, 2012.

The Total Leverage Ratio (Consolidated Total Debt to Adjusted Pro Forma EBITDA) for Cequel, as defined in and calculated in accordance with the indenture (the "Indenture") governing Cequel's 6.375% Senior Notes due 2020 was 5.97x at December 31, 2012.

### **Conference Call**

As previously announced, the Company will host a conference call to discuss its fourth quarter and full year results at 11:00 p.m. (Eastern Time) on Thursday, March 7, 2013. The dial-in information for the earnings call is as follows:

Within the United States 866-394-9561 International 281-312-0031

Password Cequel Communications

Conference ID 94373653

A replay of this earnings call will be available at the Investor Relations link on the Company's website (suddenlink.com) shortly after the conclusion of the call.

During the conference call, representatives of the Company may discuss and answer one or more questions concerning the Company's business and financial matters. The responses to these questions, as well as other matters discussed during the call, may contain information that has not been previously disclosed.

### **Annual Report**

The information in this press release should be read in conjunction with the financial statements and footnotes contained in the Company's annual report for the year ended December 31, 2012 which will be posted on the Company's website (<u>suddenlink.com</u>) on March 7, 2013.

## **Current Report**

A current report containing this earnings release will be posted on the Company's website (<u>suddenlink.com</u>) shortly after the conference call on March 7, 2013.

#### **Use of Non-GAAP Financial Measures**

The Company uses certain measures that are not defined by Generally Accepted Accounting Principles ("GAAP") to evaluate various aspects of its business. Adjusted EBITDA and Free Cash Flow are non-GAAP financial measures. Adjusted EBITDA is a non-GAAP financial measure defined as net income/(loss), plus interest expense, (benefit)/provision for income taxes, depreciation, amortization, non-cash share based compensation expense, (gain)/loss on sale of cable assets, loss on termination of derivative instruments, changes in fair value of derivative instruments, other expenses and loss on extinguishment of debt. Free Cash Flow is a non-GAAP financial measure defined as Adjusted EBITDA, less capital expenditures and cash interest expense. Adjusted EBITDA and Free Cash Flow may not be necessarily comparable to similarly titled measures of other companies. Furthermore, Adjusted EBITDA and Free Cash Flow have limitations as analytical tools and should not be considered in isolation from, or as an alternative to, net income or loss, operating income, cash flow from operations or other combined income or cash flow data prepared in accordance with GAAP. A reconciliation of Net Loss to Adjusted EBITDA is provided in Table 9. A reconciliation of Net Cash from Operating Activities to Free Cash Flow is provided in Table 10.

The Company believes that Adjusted EBITDA and Free Cash Flow provide information useful to investors in assessing the Company's ability to fund operations, service its debt and make additional investments from internally generated funds. In addition, Adjusted EBITDA generally correlates to the covenant calculations under the Credit Agreement.

#### **Company Description**

The Company, which does business as Suddenlink Communications, is the seventh largest cable operator in the United States. Suddenlink makes its services available over its advanced hybrid-fiber coaxial network to approximately 3.0 million homes in the United States as of December 31, 2012. Suddenlink serves approximately 1.4 million customers as of December 31, 2012. The Company's customer base is clustered geographically with approximately 96% of our basic video customers located in the ten states of Texas, West Virginia, Louisiana, Arkansas, North Carolina, Oklahoma, Arizona, Missouri, California and Ohio and 89% of our basic video customers located within our top 20 primary systems. Suddenlink simplifies its customers' lives through one call for support, one connection, and one bill for TV, Internet, telephone, and other services.

### **Cautionary Note Regarding Forward-Looking Statements**

Some statements in this Press Release are known as "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements may relate to, among other things:

- competition for video, high-speed Internet and telephone customers;
- our ability to achieve anticipated customer and revenue growth and to successfully introduce new products and services;
- our ability to complete our capital investment plans on time and on budget;
- the effects of economic conditions or other factors which may negatively affect our customers' demand for our products or services;
- increasing programming costs and delivery expenses related to our products and services;
- changes in consumer preferences, laws and regulations or technology that may cause us to change our operational strategies;
- our ability to effectively integrate acquisitions and to maximize expected operating efficiencies from our acquisitions;
- our substantial indebtedness;
- the restrictions contained in our financing agreements;
- our ability to generate sufficient cash flow to meet our debt service obligations;

- fluctuations in interest rates which may cause our interest expense to vary from quarter to quarter;
- other risks and uncertainties, including those listed under the caption "Risk Factors" in the Annual Report for the year ended December 31, 2012.

These forward-looking statements include, but are not limited to, statements about our plans, objectives, expectations and intentions and other statements contained in this Press Release that are not historical facts. When used in this Press Release, the words "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates" and similar expressions are generally intended to identify forward-looking statements. Because these forward-looking statements involve known and unknown risks and uncertainties, there are important factors that could cause actual results, events or developments to differ materially from those expressed or implied by these forward-looking statements, including our plans, objectives, expectations and intentions and other factors. You should not place undue reliance on such forward-looking statements, which are based on the information currently available to the Company and speak only as of the date on which this Press Release is posted on the Company's website (www.suddenlink.com). The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. However, your attention is directed to any further disclosures made on related subjects in the Company's subsequent reports furnished to holders of the Notes.

#### Tables:

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TABLE 1
Cequel Communications Holdings I, LLC
Consolidated Statements of Operations (unaudited)
(in thousands)

(iii diousanus)	Three Me		Percent				hs Ended er 31,	Percent
	2012	2011	Change		2012		2011	Change
	Actual	Actual			Actual		Actual	
Revenues:								
Video	\$ 280,350	\$ 273,614	2.5%	\$	1,123,430	\$	1,081,457	3.9%
High Speed Internet	146,418	129,359	13.2%		561,531		493,159	13.9%
Telephone	48,792	43,985	10.9%		189,179		163,867	15.4%
Advertising Sales	24,770	22,209	11.5%		89,102		78,777	13.1%
Other	24,273	20,569	18.0%		91,542		83,476	9.7%
Total Revenues	524,603	489,736	7.1%		2,054,784	5	1,900,736	8.1%
Costs and Expenses:								
Operating (excluding depreciation	000 700	000 050	4.007		000.070		700 775	0.50/
and amortization)	209,782	200,050	-4.9%		839,672		788,775	-6.5%
Selling, general and administrative (excluding non-cash share								
based compensation expense)	122,914	_100,226_	-22.6%		452,092		405,303	-11.5%
Operating costs and expenses	332,696	300,276	-10.8%		1,291,764		1,194,078	-8.2%
Adjusted EBITDA	191,907	189,460	1.3%	8	763,020		706,658	8.0%
Adjusted EBITDA Margin (a)	36.6%	38.7%			37.1%		37.2%	
Depreciation and amortization	131,211	107,159	-22.4%		432,206		415,486	-4.0%
Non-cash share based compensation expense	2,168	512	-323.4%		3.344		2,106	-58.8%
Loss/(gain) on sale of cable assets	1,101	302	-264.6%		1,416		(736)	292.4%
Income from operations	57,427	81,487	-29.5%	9	326,054	=	289,802	12.5%
Interest expense, net	(68,640)	(70,882)	3.2%		(287,002)		(297,194)	3.4%
Loss on termination of derivatives		-	NM		(6,565)		396	NM
Change in fair value of derivatives	376	-	NM				(e)	NM
Other expenses	(46,045)	š	NM		(46,045)		·	NM
Loss on extinguishment of debt	(18,945)		NM		(33,147)	-		NM
(Loss)/income before income taxes	(75,827)	10,605	815.0%		(46,705)		(7,392)	-531.8%
Benefit/(provision) for income taxes	8,379	(3,397)	346.7%		3,428		(7,585)	145.2%
Net (loss)/income	\$ (67,448)	\$ 7,208	NM	\$	(43,277)	\$	(14,977)	-189.0%

<sup>(</sup>a) Represents Adjusted EBITDA as a percentage of total revenue.

TABLE 2
Cequel Communications Holdings I, LLC
Pro Forma Consolidated Statements of Operations (unaudited)
(in thousands)

(in thousands)				hs Ended		Twelve Mont			
			emb	er 31,	Percent	 Decemb	er 3		Percent
	3	2012 Pro-Forma		2011 Pro-Forma	Change	2012	-	2011 Pro-Forma	Change
		(b)		(b)		Pro-Forma (b)		(b)	
Revenues:		(-/		(-/		ν-,		<b>\-</b> /	
Video	\$	279,819	\$	273,043	2.5%	\$ 1,121,219	\$	1,094,560	2.4%
High Speed Internet		146,117		129,065	13.2%	560,320		500,630	11.9%
Telephone		48,792		43,985	10.9%	189,179		166,336	13.7%
Advertising Sales		24,770		22,151		89,037		80,617	10.4%
Other		26,098		22,520		101,215		94,162	7.5%
Total Revenues		525,596		490,764	_	2,060,970	38	1,936,305	6.4%
Costs and Expenses: Operating (excluding depreciation and amortization) Selling, general and administrative (excluding non-cash		210,314		201,067	-4.6%	843,549		806,128	-4.6%
share based compensation									
expense)		123,314		100,922	-22.3%	454,283		412,781	-10.1%
Operating costs and expenses		333,693		301,989	-10.5%	1,297,832		1,218,909	-6.5%
Adjusted EBITDA		191,903		188,775	1.7%	763,138	9	717,396	6.4%
Adjusted EBITDA Margin (a)		36.5%		38.5%		37.0%		37.0%	
Depreciation and amortization Non-cash share based		131,183		107,161	-22.4%	432,219		424,316	-1.9%
compensation expense		2,168		512	-323.4%	3,344		2,106	-58.8%
Loss/(gain) on sale of cable assets		1,101		302	-264.6%	1,416		(736)	292.4%
Income from operations	•	57,451		80,800	-28.9%	326,159		291,710	11.8%
Interest expense, net		(68,640)		(70,882)	3.2%	(287,002)		(297,194)	3.4%
Loss on termination of derivatives		(VEX		15	NM	(6,565)		5	NM
Change in fair value of derivatives		376			6 NM			9	NM
Other expenses		(46,045)			· NM	(46,045)		_	NM
Loss on extinguishment		(40,040)			14171	(40,043)			INIVI
of debt		(18,945)		-	NM	(33,147)		ê	NM
(Loss)/income before income taxes Benefit/(provision) for		(75,803)		9,918	864.3%	(46,600)	7 2	(5,484)	-749.8%
income taxes		8,379	2 //2	(3,397)	346.7%	3,428		(7,585)	145.2%
Net (loss)/income	\$	(67,424)	\$	6,521	NM	\$ (43,172)	\$	(13,069)	-230.3%

<sup>(</sup>a) Represents Adjusted EBITDA as a percentage of total revenue.

<sup>(</sup>b) Pro forma to include the impact of the acquisition of NPG Cable on April 1, 2011, and contribution of all of the capital stock of Excell on November 15, 2012, and exclude the sale of NP3Now on June 1, 2012 and certain small cable systems in Indiana and Illinois on December 31, 2012, as if those transactions had been consummated on January 1, 2011.

TABLE 3
Cequel Communications Holdings I, LLC
Condensed Consolidated Balance Sheets (unaudited)
(in thousands)

(iii iii daadaa aa	December 31, 2012	December 31, 2011
ASSETS		
Cash and cash equivalents	\$ 208,482	\$ 128,663
Accounts receivable, net	181,783	167,539
Deferred tax asset	9,742	*
Prepaid expenses and other assets	19,267	18,580
Total current assets	419,274	314,782
Property, plant and equipment, net	1,893,067	1,396,367
Intangible assets, net	5,255,641	2,321,902
Other long-term assets, net	20,734	49,203
Total assets	\$ 7,588,716	\$ 4,082,254
LIABILITIES AND MEMBER'S EQUITY		
Accounts payable and accrued expenses	\$ 301,939	\$ 223,075
Deferred revenue	138,465	130,072
Current portion of long-term debt	22,000	20,382
Other current liabilities	4,279	33,547
Total current liabilities	466,683	407,076
Long-term debt, less current portion	4,893,262	3,766,347
Deferred tax liabilities	697,011	26,980
Other long-term liabilities	5,645	9,310
Total liabilities	6,062,601	4,209,713
Total member's equity	1,526,115	(127,459)
Total liabilities and member's equity	\$ 7,588,716	\$ 4,082,254

TABLE 4
Cequel Communications Holdings I, LLC
Condensed Consolidated Statements of Cash Flows (unaudited)
(in thousands)

	Three Mon Decem		Twelve Months Ended December 31,			
	2012	2011	2012	-	2011	
Net cash provided by operating activities	\$ 36,453	\$ 77,349	\$ 424,803	\$	460,086	
Net cash used in investing activities Net cash provided by/(used in) financing	(74,607)	(79,656)	(359,178)		(720,425)	
activities	102,123	(6,032)	14,194		99,317	
Increase/(decrease) in cash and cash equivalents	63,969	(8,339)	79,819		(161,022)	
Cash and cash equivalents, beginning of period	144,513	137,002	128,663		289,685	
Cash and cash equivalents, end of period	\$ 208,482	\$ 128,663	\$ 208,482	\$	128,663	

TABLE 5
Cequel Communications Holdings I, LLC
Capital Expenditures (unaudited)
(in thousands)

			ns Ended er 31,		Twelve Months Ended December 31,			
	2012	į.	2011	3	2012		2011	
Customer premise equipment	\$ 14,065	\$	10,267	\$	101,664	\$	103,785	
Scalable infrastructure	5,355		9,948		32,120		46,974	
Line extensions	1,410		1,396		7,541		7,007	
Upgrade/rebuild	2,167		6,915		8,574		22,389	
Commercial	9,131		10,025		35,505		31,954	
Support capital	_36,080		40,595	-	163,372		155,918	
	\$ 68,208	\$	79,146	\$	348,776	\$	368,027	

TABLE 6
Cequel Communications Holdings I, LLC
Summary Operating Statistics (unaudited)
Approximate as of:

	Dec. 31,		Sept. 30, 2012	Dec. 31, 2011
B	Actual		Actual	 Actual
Revenue Generating Units (RGU):	4 044 000		4 020 200	4.050.000
Basic video customers (a)	1,211,200		1,230,300	1,252,200
Digital video customers (b)  Posidontial high speed Internet customers (c)	837,500		832,600	767,300
Residential high-speed Internet customers (c) Residential telephone customers (d)	1,002,100 471,700		996,800 469,800	951,400 438,600
Total RGUs (e)	3,522,500		3,529,500	3.409.500
10.00 (0)	0,022,000		0,020,000	0,-100,000
Quarterly net customer additions (losses):	Actual		Actual	Actual
Basic video customers	(19,100)		200	(16,100)
Digital video customers	4,900		24,900	13,700
Residential high-speed Internet customers	5,300		17,400	14,200
Residential telephone customers	1,900		7,100	12,500_
Total RGUs (e)	(7,000)		49,600	24,300
Average Revenue per Unit (ARPU):	Actual		Actual	Actual
Pro forma average monthly revenue per basic video customer (f) \$	142.83	\$	138.86	\$ 129.31
Residential Customer Relationships:	Actual		Actual	Actual
Total customer relationships (g)	1,371,700		1,379,600	1,373,900
Double play relationships (h)	542,700		543,300	527,800
Double play penetration (i)	39.6%		39.4%	38.4%
Triple play relationships (j)	342,200		341,300	321,900
Triple play penetration (k)	24.9%		24.7%	23.4%
Total bundled customers (I)	884,900		884,600	849,700
Bundled penetration (m)	64.5%		64.1%	61.8%
Non-video customer relationships (n)	246,800		240,800	218,300
Non-video as a % of total customer relationships (o)	18.0%		17.5%	15.9%
Estimated Customer Penetration:	Actual		Actual	Actual
Estimated basic penetration (p)	39.8%		40.4%	41.6%
Estimated digital penetration (q)	69.1%		67.7%	61.3%
Estimated residential high-speed				
Internet penetration (r)	33.9%		33.7%	32.6%
Estimated residential telephone penetration (s)	18.8%		19.0%	18.1%
Commercial Customers:	Actual		Actual	Actual
Commercial data (t)	51,900		51,000	47,400
Commercial telephone (u)	24,100		22,600	18,100
Commercial Customer Relationships:	Actual	5 5	Actual	Actual
Total customer relationships (v)	77,700		76,200	72,500
Double play relationships (w)	23,800		23,200	20,800
Double play penetration (x)	30.6%		30.4%	28.7%
Triple play relationships (y)	6,800		6,300	5,100
Triple play penetration (z)	8.8%		8.3%	7.0%
Total bundled customers (aa)	30,600		29,500	25,800
Bundled penetration (bb)	39.4%		38.7%	35.6%

TABLE 7
Cequel Communications Holdings I, LLC
Pro Forma Summary Operating Statistics (unaudited)
Approximate as of:

	Dec. 31, 2012	ŝ	Sept. 30, 2012	Dec. 31, 2011
Revenue Generating Units (RGU):	Actual	ii.	Pro Forma (cc)	Pro Forma (cc)
Basic video customers (a)	1,211,200		1,227,400	1,249,000
Digital video customers (b)	837,500		831,800	766,500
Residential high-speed Internet customers (c)	1,002,100		994,000	948,700
Residential telephone customers (d)	471,700		469,800	438,600
Total RGUs (e)	3,522,500		3,523,000	3,402,800
Quarterly net customer additions (losses):	Pro Forma (cc)		Pro Forma (cc)	Pro Forma (cc)
Basic video customers	(16,200)		200	(16,000)
Digital video customers	5,700		24,900	13,700
Residential high-speed Internet customers	8,100		17,400	14,200
Residential telephone customers	1,900		7,100	12,500
Total RGUs (e)	(500)		49,600	24,400
Average Revenue per Unit (ARPU):	Pro Forma (cc)	ő	Pro Forma (cc)	Pro Forma (cc)
Pro forma average monthly revenue per basic video customer (f)	\$ 143.44	\$	139.69	\$ 129.92
Customer Relationships:	Actual		Pro Forma (cc)	Pro Forma (cc)
Total customer relationships (g)	1,371,700		1,375,300	1,369,400
Double play relationships (h)	542,700		542,100	526,500
Double play penetration (i)	39.6%		39.4%	38.4%
Triple play relationships (j)	342,200		341,300	321,900
Triple play penetration (k)	24.9%		24.8%	23.5%
Total bundled customers (I)	884,900		883,400	848,400
Bundled penetration (m)	64.5%		64.2%	62.0%
Non-video customer relationships (n)	246,800		239,200	216,900
Non-video as a % of total customer relationships (o)	18.0%		17.4%	15.8%
Estimated Customer Penetration:	Actual		Pro Forma (cc)	Pro Forma (cc)
Estimated basic penetration (p)	39.8%		40.5%	41.7%
Estimated digital penetration (q)	69.1%		67.8%	61.4%
Estimated residential high-speed Internet penetration (r)	33.9%		33.8%	32.7%
Estimated residential telephone penetration (s)	18.8%		19.0%	18.1%
Commercial Customers:	Actual		Pro Forma (cc)	Pro Forma (cc)
Commercial Internet (t)	51,900		50,900	47,300
Commercial telephone (u)	24,100		22,600	18,100
Commercial Customer Relationships:	Actual		Pro Forma (cc)	Pro Forma (cc)
Total customer relationships (v)	77,700		76,600	72,300
Double play relationships (w)	23,800		23,200	20,700
Double play penetration (x)	30.6%		30.3%	28.6%
Triple play relationships (y)	6,800		6,300	5,100
Triple play penetration (z)	8.8%		8.2%	7.1%
Total bundled customers (aa)	30,600		29,500	25,800
Bundled penetration (bb)	39.4%		38.5%	35.7%

- (a) Basic video customers include all residential customers who receive video cable services. Also included are commercial or multi-dwelling accounts that are converted to equivalent basic units ("EBUs") by dividing the total bulk billed basic revenues of a particular system by the most prevalent retail rate paid by non-bulk basic customers in that market for a comparable level of service. This conversion method is consistent with methodology used in determining costs paid to programmers. Our methodology of calculating the number of basic video customers may not be identical to those used by other companies offering similar services.
- (b) Digital video customers include all basic video customers that have one or more digital set-top boxes or cable cards in use.
- (c) Residential high-speed Internet customers include all residential customers who subscribe to our high-speed Internet service. Excluded from these totals are all commercial high-speed data customers, including small and medium sized commercial cable modem accounts and customers who take our scalable, fiber-based enterprise network services.
- (d) Residential telephone customers include all residential customers who subscribe to our telephone service. Residential customers who take multiple telephone lines are only counted once in the total. Excluded from these totals are all commercial telephone customers.
- (e) Total RGUs represents the sum of basic video, digital video, residential high-speed Internet and residential telephone customers.
- (f) Average revenue per basic video customer represents the total revenue for a quarter, divided by three, divided by the average basic video customers for the quarter.
- (g) Residential customer relationships represent the number of residential customers who pay for at least one level of service, encompassing video, high-speed Internet or telephone services, without regard to the number of services purchased. For example, a residential customer who purchases only high-speed Internet service and no video service will count as one customer relationship, and a residential customer who purchases both video and high-speed Internet services will also count as only one customer relationship. Customer relationships exclude EBUs.
- (h) Residential double play customer numbers reflect residential customers who subscribe to two of our core services (video, high-speed Internet and telephone).
- (i) Residential double play penetration represents double play customers as a percentage of customer relationships.
- (j) Residential triple play customer numbers reflect residential customers who subscribe to all three of our core services (video, high-speed Internet and telephone).
- (k) Residential triple play penetration represents triple play customers as a percentage of customer relationships.
- (I) Total residential bundled customers represents the sum of residential double play and residential triple play customers.
- (m) Bundled penetration represents total bundled customers as a percentage of customer relationships.
- (n) Non-video customer relationships represents the number of residential customers who receive at least one level of service, encompassing high-speed Internet or telephone services, but do not receive video services
- (o) Non-video as a % of total customer relationships represents non-video customer relationships divided by total customer relationships.
- (p) Estimated basic penetration is calculated as basic video customers divided by the estimated total homes passed of the Company.
- (q) Estimated digital penetration is calculated as digital video customers divided by basic video customers.
- (r) Estimated residential high-speed Internet penetration is calculated as residential high-speed Internet customers divided by the estimated homes passed of the Company where residential high-speed Internet service is currently available.
- (s) Estimated residential telephone penetration is calculated as residential telephone customers divided by the estimated homes passed of the Company where residential telephone service is currently available.
- (t) Commercial high-speed data customers consist of commercial accounts that receive high-speed Internet service via a cable modem and commercial accounts that receive broadband service optically, via fiber connections. Commercial high-speed data customers are not included in Total RGUs.
- (u) Commercial telephone customers are commercial accounts that subscribe to our telephone service. Commercial telephone customers are not included in Total RGUs,
- (v) Commercial customer relationships represent the number of commercial customers who pay for at least one level of service, encompassing video, high-speed data or telephone services, without regard to the number of services purchased. For example, a commercial customer who purchases only high-speed data service and no video service will count as one customer relationship, and a commercial customer who purchases both video and high-speed data services will also count as only one customer relationship. National carrier accounts are excluded from customer relationships.
- (w) Commercial double play customer numbers reflect commercial customers who subscribe to two of our core services (video, high-speed data and telephone).

- (x) Commercial double play penetration represents double play commercial customers as a percentage of customer relationships.
- (y) Commercial triple play customer numbers reflect commercial customers who subscribe to all three of our core services (video, high-speed data and telephone).
- (z) Commercial triple play penetration represents triple play commercial customers as a percentage of customer relationships.
- (aa) Total commercial bundled customers represent the sum of commercial double play and commercial triple play customers.
- (bb) Bundled commercial penetration represents total bundled commercial customers as a percentage of customer relationships.
- (cc) Pro forma to include the contribution of all the capital stock of Excell on November 15, 2012 and exclude the impact of the sale of NP3Now on June 1, 2012 and certain small cable systems in Indiana and Illinois on December 31, 2012, where applicable, as if the transactions had been consummated on January 1, 2011.

TABLE 8
Cequel Communications Holdings I, LLC
Calculation of Free Cash Flow (unaudited)
(in thousands)

		 s Ended er 31,		lonths Ended ember 31,			
	2012	2011	2012		2011		
Adjusted EBITDA	\$ 191,907	\$ 189,460	\$ 763,020	\$	706,658		
Capital expenditures	(68,208)	(79,146)	(348,776)		(368,027)		
Cash interest expense	(69,741)	(68,265)	(280,602)		(286,655)		
Free Cash Flow	\$ 53,958	\$ 42,049	\$ 133,642	\$	51,976		

TABLE 9
Cequel Communications Holdings I, LLC
Reconciliation of Net Loss to Adjusted EBITDA
(in thousands)

	Three Months Ended December 31,			Twelve Months Ended December 31,				
*		2012		2011	2012		2011	
Net (loss)/income	\$	(67,448)	\$	7,208	\$ (43,277)	\$	(14,977)	
Add back:								
Interest expense, net		68,640		70,882	287,002		297,194	
(Benefit)/provision for income taxes		(8,379)		3,397	(3,428)		7,585	
Depreciation and amortization		131,211		107,159	432,206		415,486	
Non-cash share based compensation		2,168		512	3,344		2,106	
Loss/(gain) on sale of cable assets		1,101		302	1,416		(736)	
Loss on termination of derivative instruments					6,565		(8)	
Change in fair value of derivative instruments		(376)					-20	
Other expenses		46,045		-	46,045		-	
Loss on extinguishment of debt		18,945			33,147		-	
Adjusted EBITDA	\$	191,907	\$	189,460	\$ 763,020	\$	706,658	

TABLE 10
Cequel Communications Holdings I, LLC
Reconciliation of Net Cash from Operating Activities to Free Cash Flow (in thousands)

		 s Ended er 31,		 hs Ended er 31,
	2012	2011	2012	 2011
Net cash provided by operating activities Add back:	\$ 36,453	\$ 77,349	\$ 424,803	\$ 460,086
Capital expenditures	(68, 208)	(79,146)	(348,776)	(368,027)
Cash income tax expense	2,515	(19)	6,595	2,390
Interest income	(35)	(60)	(151)	(278)
Write-off of deferred financing costs	31,329	-	31,329	-
Bond premium	(30,000)	-	(30,000)	(17,969)
Other expenses	46,045	-	46,045	-
Loss on extinguishment of debt	18,945	-	18,945	-
Changes in assets and liabilities, net	16,914	43,925	(15,148)	(24,226)
Free Cash Flow	\$ 53,958	\$ 42,049	\$ 133,642	\$ 51,976

TABLE 11
Cequel Communications Holdings I, LLC
Reconciliation of Cash Interest Expense
(in thousands)

,,		-,,	er 31,	-2010-01-01-01-01-01-01-01-01-01-01-01-01-	hs Ended er 31,	
	2012		2011	2012		2011
Interest expense, net	\$ 68,640	\$	70,882	\$ 287,002	\$	297,194
Add: Interest income	35		60	151		278
Add: bond premium amortization	3,029		852	5,692		3,265
Less: deferred financing amortization	(1,266)		(3,218)	(8,652)		(12,796)
Less: bond discount amortization	(190)		(311)	(1,080)		(1,286)
Less: term loan discount amortization	(507)			(2,511)		
Cash interest expense	\$ 69,741	\$	68,265	\$ 280,602	\$	286,655

Source: Cequel Communications Holdings I, LLC

# **Cequel Contact Information**

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