

Time Warner Cable/Comcast Corporation Transaction
Application for Transfer of Control of Cable Television Franchises
Held By Oceanic Time Warner Cable LLC

First Set of Information Requests

These information requests ("IRs") are being issued pursuant to 47 Code of Federal Regulations § 76.502(b) and Hawaii Administrative Rules § 16-133-10. Each response should be made separately, and copies of source documents should specifically reference the IR being answered. The certification to be provided by Time Warner Cable ("TWC") and Comcast Corporation ("Comcast") (collectively, "Applicants", as applicable) in the State of Hawaii's Application for Transfer of Cable Television Franchise (i.e., the State Application) concerning the accuracy of the information is also applicable to Applicants' responses to these IRs.

Each of the responses should be as complete and detailed as possible, and to the extent that an IR or any subpart thereof may not be applicable, Applicants must state why the IR or subpart is not applicable. In addition, for any IR that requires follow-up, the required information must be submitted immediately upon receipt of that information.

1. Claims and representations have been made in federal filings and before the Cable Television Division of the Department of Commerce and Consumer Affairs ("DCCA"), State of Hawaii ("State") that the proposed indirect transfer of control of the cable franchises to Comcast Corporation (the "Proposed Transaction") would result in cost saving and other efficiencies. Specifically identify how the purported cost savings and efficiencies will be achieved in the operations of each of Oceanic Time Warner Cable LLC's ("OTWC") franchise systems, upon effectuation of the Proposed Transaction.
2. Identify and specifically detail how the Proposed Transfer will serve the public interest of the communities of each of OTWC's cable franchise areas. Specifically, how will the Proposed Transfer serve the public interest in:
 - (a) Oahu, the City and County of Honolulu;
 - (b) Maui County (includes Molokai and Lanai and excludes Lahaina);
 - (c) Lahaina, Maui;
 - (d) West Hawaii;
 - (e) East Hawaii; and
 - (f) Kauai County.

3. Identify and list all unserved or underserved areas by each of OTWC cable systems, and provide:
 - (a) The number of homes within the area(s). Explain why the areas are not presently served;
 - (b) The time schedule for the extension of service;
 - (c) If there is no time schedule for extension, explain the lack of time schedule; and describe specific terms and conditions for extension of service to the identified areas, subsidies for providing extensions, and impact of non-service on the provision of non-retransmission services, e.g., telephony, etc.; and
 - (d) Proposed plans to provide service to any and all unserved areas.
4. Identify and list all unserved or underserved areas of OTWC's broadband systems, and provide:
 - (a) The number of homes within the area(s). Explain why the areas are not presently served;
 - (b) The time schedule for the extension of service;
 - (c) If there is no time schedule for extension, explain the lack of time schedule, and describe specific terms and conditions for extension of service to the identified areas, subsidies for providing extensions, and impact of non-service; and
 - (d) Proposed plans to provide service to any and all unserved areas.
5. Summarize the plans for Public, Education, and Government ("PEG") access support by OTWC (under Comcast's ownership), describing, at a minimum, whether any changes will be proposed in level of support, equipment deployed for PEG use, services provided, or channel lineup.
6. How will the Proposed Transaction impact OTWC's overall workforce? Will OTWC's local management team be impacted and if so, how? Explain how the cable systems will be operated and managed on a day-to-day basis.
7. How will the Proposed Transaction impact the financial resources and ability of OTWC (under Comcast's ownership) to provide cable and broadband services in its cable franchise areas?

8. How will the Proposed Transaction impact the customer service offices in each of the cable franchise areas?
9. Summarize and describe how cable services are currently being provided in each OTWC cable franchise area; then, summarize and describe any future plans for capital spending to expand and upgrade the cable systems and infrastructure.
10. In the past, the DCCA has documented that periodically OTWC failed to timely abide by certain service and financial report filing deadlines, as required under the cable franchise agreements. Describe the efforts that will be taken to ensure the all the reports and requirements of the cable franchise agreements will be timely filed and submitted, upon effectuation of the Proposed Transaction.
11. The Proposed Transaction will result in the indirect transfer of OTWC's cable franchises from TWC to Comcast. Aside from the Hawaii cable franchises and related assets, are there any other TWC entities and business operating in the State that will be impacted by the Proposed Transaction. If there are, please be as detailed as possible and provide a narrative regarding all efforts taken with respect to each of these Hawaii entities and businesses including efforts taken to be in compliance with all State laws and regulations.
12. Describe in sufficient detail the status of the application regarding the Proposed Transaction pending before other local franchising authorities and the Federal Communications Commission. Applicants should provide periodic monthly updates (i.e., June 2014, July 2014, etc., as applicable) with respect to this IR by the 15th day of the respective month, until the close of the Proposed Transaction.
13. What is the expected closing date of the Proposed Transaction between TWC and Comcast?
14. When is the scheduled vote of the TWC and Comcast stockholders regarding the Proposed Transaction?
15. Will the Proposed Transaction impair or impact the ability of OTWC (under Comcast's ownership), in any way, to comply with the terms, conditions, and requirements of its cable franchises in the State? Please be as detailed as possible and provide all assurances as appropriate.
16. Please provide a detailed explanation of the commitment of OTWC (under Comcast's ownership) to keep pace with changing technological developments and how it intends to incorporate such developments into its cable systems and other services such as broadband, once the Proposed Transaction is effectuated.