

May 5, 2015

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Via Hand Delivery

Catherine Awakuni Colón, Esq., Director
Department of Commerce & Consumer Affairs
State of Hawaii
King Kalakaua Building
335 Merchant Street, Room 310
Honolulu, Hawaii 96813

Re: In the Matter of Time Warner Cable Inc. and Comcast Corporation
DCCA Decision and Order No. 362
Joint Notice of Termination of Merger Transaction

Dear Ms. Colón:

More than a year ago, Comcast Corporation ("Comcast"), entered into a merger agreement with Time Warner Cable Inc. ("Time Warner Cable"), the ultimate parent of Oceanic Time Warner Cable LLC ("Oceanic") the cable operator serving Hawaii. Comcast and Time Warner Cable jointly filed an application with the Department of Commerce and Consumer Affairs, State of Hawaii ("DCCA") on April 11, 2014.¹ On October 8, 2014, the DCCA granted the joint petition for Comcast to acquire control of Oceanic.²

As you are aware, Comcast has made the determination to terminate its merger agreement with Time Warner Cable. Accordingly, Comcast, and Time Warner Cable and Oceanic, hereby provide formal notice that this transaction will not be consummated. It is not necessary for the DCCA to take any further action at this time.³

Oceanic, through its undersigned counsel, would like to take this opportunity to assure you that Time Warner Cable remains financially and operationally strong, and it is committed to continue to deliver great experiences to its customers.

¹ See FCC 394 Application for Franchise Authority, Consent to Assignment or Transfer of Control of Cable Television Franchise dated April 9, 2014, transmitted under cover letter dated April 11, 2014.

² See Decision and Order No. 362, issued by the DCCA on October 8, 2014.

³ See Decision and Order No. 362, at 28: "[I]n the event that the Merger Agreement fails to close...this D&O shall be automatically rescinded, and shall be deemed null and void[.]"

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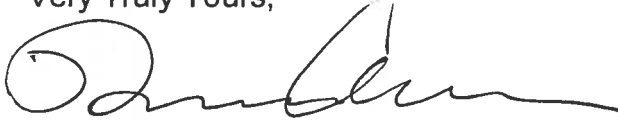
Comcast, Oceanic, and Time Warner Cable greatly appreciate the careful consideration that was given to our transfer application by the DCCA.

Very truly yours,



Carlito P. Caliboso
for
YAMAMOTO CALIBOSO
A Limited Liability Law Company
Counsel for Comcast Corporation

Very Truly Yours,



Brian A. Kang
for
WATANABE ING LLP
Counsel for Time Warner Cable Inc. and Oceanic Time Warner Cable LLC

cc: Ji Sook Kim, Esq.
Comcast Corporation
Time Warner Cable Inc.
Oceanic Time Warner Cable LLC