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Babb

LGI.Sup. 000101



***Liberty Cablevision of Puerto Rico, Ltd.
Board Meeting***

February 2007



Agenda

- *Declare Capital Distribution*
- *Cash Management*

2

Capital Distribution



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Capital Distribution



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Cash Management



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MINUTES of the special general meeting of sole Member of Liberty Cablevision of Puerto Rico Ltd. (the "Company"), held via telephone link at Clarendon House, Church Street, Hamilton, Bermuda on 23 November 2005.

PRESENT: *Liberty Media International Holdings, LLC*
(represented by John C. Malone in respect of 11,999 shares and John Babb in respect of 1 share)

IN ATTENDANCE: Elaine Colmet (Secretary)

1. CHAIRMAN

John C. Malone chaired the meeting and Elaine Colmet agreed to act as Secretary to the meeting.

2. CONFIRMATION OF NOTICE AND QUORUM

The Secretary confirmed that notice of the meeting had been given to all Members and that a quorum was present.

3. MINUTES

The minutes of the statutory meeting of the Sole Member held on 18 March 2005 were approved.

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6. CLOSE

There being no further business, the proceedings then concluded.

John C. Malone
Chairman

Liberty Global Latin America
2007 Business Planning Meeting
Mayfair Hotel
Coral Gables, Florida
24-26 October 2006

Monday, 23 October 2006

LGI and LCPR Arrivals (Evening)

8:00 to 10:00 Dinner (TBD)

Tuesday, 24 October 2006

Pramer, Peru and Brazil Arrivals (Morning), LGI and Baker Botts Arrivals (Evening)

8:00 to 9:00 Continental Breakfast in Conference Room

9:00 to 10:00 Liberty Cablevision Puerto Rico September 2006 results year to date and forecast update for remainder of 2006 - JA and ER

10:00 to 12:00 Liberty Cablevision Puerto Rico 2007 Business Plan presentation and discussion - JA and ER

12:00 to 1:30 Lunch (TBD)

1:30 to 5:00 Liberty Cablevision Puerto Rico 2007 Business Plan (Continued) and Long Range Business Plan presentation and discussion - JA and ER

5:00 to 7:00 Administrative time for home office business

7:00 to 8:00 Social Hour, TBD

8:00 to 10:00 Dinner (TBD)

Wednesday, 25 October 2006

8:00 to 9:00 Continental Breakfast in Conference Room

9:00 to 10:00 Pramer and LAMD September 2006 results year to date and forecast update for remainder of 2006 - AH and JN

10:00 to 12:00 Pramer and LAMD 2007 and long-range Business Plan presentation and discussion - AH and JN

12:00 to 1:30 Lunch (TBD)

1:30 to 5:00 Foreign Corrupt Practices Act presentation and discussion - JB, RH and KD

5:00 to 7:00 Administrative time for home office business

7:00 to 8:00 Social Hour, TBD

8:00 to 10:00 Dinner (TBD)

Puerto Rico departures (approx. 8:00), Pramer departures (late evening)

Thursday, 26 October 2006

9:00 to 10:00 UGC do Brazil September 2006 results year to date and forecast update for remainder of 2006 - VM and CM

10:00 to 12:00 UGC do Brazil 2007 Business Plan and Long Range Business Plan presentation and discussion - VM and CM

12:00 to 1:30 Lunch (TBD)

1:30 to 2:30 Star GlobalCom Peru results year to date and forecast update for remainder of 2006 - FC, NL and CM

2:30 to 4:30 Star GlobalCom Peru 2007 Business Plan and Long Range Business Plan presentation and discussion - FC, NL and CM

4:30 to 7:00 Administrative time for home office business and departures

7:00 to 8:00 Social Hour, TBD

8:00 to 10:00 Dinner (TBD)

Peru and Brazil late evening departures

Friday, 27 October 2006

8:00..... Activity (TBD) and departures for LGI and CM

From: Eduardo Ryan
Sent: Friday, June 16, 2006 11:47 AM
To: Gleason, Jay
CC: Jose Alegria; Ramos, Mauricio; Clark, Jim; Gleason, Jay; Babb, John
Subject: RE: LCPR Monthly Review
Attachments: image001.gif; LRP_2006_6_16_06_DraftJose.xls

Jay:

Attached please find a revised version of Liberty PR LRP for Monday meeting.

If you have any questions or need additional information, please call me.

Regards

From: Jose Alegria
Sent: Friday, June 16, 2006 11:15 AM
To: Ramos, Mauricio; Clark, Jim; Gleason, Jay; Babb, John; Eduardo Ryan
Cc: Benavides, Veronica
Subject: RE: LCPR Monthly Review

Confirmed.

From: Ramos, Mauricio [mailto:MRamos@lgi.com]
Sent: Friday, June 16, 2006 11:12 AM
To: Clark, Jim; Gleason, Jay; Babb, John; Jose Alegria; Eduardo Ryan
Cc: Benavides, Veronica
Subject: LCPR Monthly Review

Dear All:

This is to confirm that we'll do the LCPR monthly review (and LRP review) next Monday June 19th at 1 pm Denver time.

Call in:

Domestic: 1 888 727 6732
International 1 719 867 3417
Passcode: 149400

Mauricio

Mauricio Ramos
President,
Liberty Global Latin America
12300 Liberty Boulevard
Englewood, Colorado 80112
Tel: 303-220-6620
Fax: 303-220-6675

Babb

LGI.Sup. 000111

email:mramos@lgi.com



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Babb

LGI.Sup. 000112

From: Divina Looby
Sent: Tuesday, November 22, 2005 08:06 AM
To: jbabb@lgi.com
CC: Elaine Colmet
Subject: RE: Liberty Cablevision of Puerto Rico Ltd.
Attachments: Static copy of Liberty Cablevision of Puerto Rico - Directors Written .doc; Static copy of Liberty Cablevision of Puerto Rico - J. Babb Acceptance Letter.doc

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LGI.Sup. 000114

From: Eduardo Ryan
Sent: Friday, June 16, 2006 11:47 AM
To: Gleason, Jay
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Attachments: image001.gif; LRP_2006_6_16_06_DraftJose.xls

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Mauricio Ramos
President,
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12300 Liberty Boulevard
Englewood, Colorado 80112
Tel: 303-220-6620
Fax: 303-220-6675

Babb

LGI.Sup. 000115

email:mramos@lgi.com



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From: Gleason, Jay
Sent: Monday, April 16, 2007 04:11 PM
To: Babb, John
CC: Clark, Jim; Eduardo Ryan
Subject: response to question (avoid discussing EBU issue, as irrelevant to her question)
Attachments: FCC_PremiumBreakdownbyPricePlan_Revised_4_11_07.xls;
Video_CustomerBreakdown_4_11_07.xls

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From: Abbott, Richard
Sent: Tuesday, January 03, 2006 09:21 PM
To: Nosler, Dave
Cc: Penne, Shawn; Babb, John; Ramos, Mauricio
Subject: RE: Comments on LCPR OM and docs
Attachments: winmail.dat

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