



Separation FAQ

The occurrence and timing of certain of the events described below are subject to the terms and conditions of the Separation Agreement, dated as of May 20, 2008, between Time Warner, Time Warner Cable and certain of their subsidiaries. The Separation Agreement is filed as an exhibit to the Form 8-K of Time Warner Cable filed February 27, 2008 and available at www.timewarnercable.com/investors.

1. Have all necessary governmental and regulatory reviews for the separation transactions been satisfactorily completed?

Yes.

2. How will Time Warner Cable be separated from Time Warner Inc.?

Time Warner has announced that it will complete the separation of Time Warner Cable from Time Warner through a spin-off. The spin-off will take the form of a dividend distribution of all of the Time Warner Cable common stock held by Time Warner and will be pro rata to Time Warner stockholders. The distribution will be made on or about March 27, 2009 to Time Warner stockholders of record as of 8:00 p.m. on March 12, 2009 (the record date for the distribution).

3. When will Time Warner Cable be separated from Time Warner Inc.

As a legal matter, the separation will be complete as of the record date for the Time Warner Inc. distribution – March 12, 2009, at 8 p.m. – when Time Warner no longer beneficially owns any Time Warner Cable stock.

4. What are the key dates in the separation?

Time Warner Cable Cash Dividend:

- \$10.27 per share cash dividend
- Record Date: March 11, 2009
- Payment Date: March 12, 2009
- Ex-Dividend Trading: commences March 9, 2009

Time Warner Cable Recapitalization

- March 12, 2009: Class A common stock and Class B common stock automatically reclassified into one class of common stock

Time Warner Cable Reverse Stock Split

- After the close of business on March 12, 2009: 1-for-3 Reverse Stock Split of Common Stock
- Post-Split CUSIP Number: 88732J 207 (begins trading March 13, 2009)
- Trading Symbol remains: TWC

- Reverse Split “when-issued” trading of shares to be distributed by Time Warner in the spin-off commences: March 10, 2009

Time Warner Inc. Pro Rata Stock Dividend of Time Warner Cable Common Stock

- Record Date: March 12, 2009
- Payment Date: March 27, 2009
- Separation Date: March 12, 2009

5. What is the amount of Time Warner Cable’s special dividend?

The amount of the one-time, special cash dividend is \$10.27 per share of Class A common stock and Class B common stock.

6. Who will receive the Time Warner Cable special dividend?

Holders of Time Warner Cable Class A common stock and Class B common stock as of the record date, March 11, 2009, will receive the Special Dividend.

7. I am a Time Warner Inc. shareholder and expect to receive Time Warner Cable common stock as part of Time Warner’s distribution. Will I receive the Time Warner Cable special dividend in my new capacity as a Time Warner Cable shareholder?

No. Only Time Warner Cable shareholders of record as of March 11, 2009, will receive the Time Warner Cable special dividend. The record date for Time Warner’s distribution of Time Warner Cable shares is 8 p.m. on March 12, 2009 (at which time you will become entitled to any Time Warner Cable shares you will receive in Time Warner’s distribution).

8. When is the Record Date for Time Warner Cable’s Special Dividend?

The record date for the special dividend is the close of business on March 11, 2009.

9. When will Time Warner Cable’s Special Dividend be paid?

The special dividend will be paid in cash on March 12, 2009 to holders of Time Warner Cable’s Class A common stock and Class B common stock as of the close of business on March 11, 2009.

10. How will the special dividend affect trading in Time Warner Cable stock?

Time Warner Cable’s Class A common stock will trade “ex-dividend” (i.e., giving effect to the payment of the special dividend) beginning on March 9, 2009.

11. What are the tax consequences of the special dividend?

Time Warner Cable can make no assurances as to the tax treatment of the special dividend. Shareholders should consult their own tax advisors on such tax treatment, which varies by type of stockholder as well as by a shareholder's respective tax basis and holding period.

For U.S. stockholders that are individuals, the special dividend will be treated as follows: (1) as a "qualified dividend" to the extent paid from Time Warner Cable's current or accumulated earnings and profits ("e&p," as determined under U.S. federal income tax principles); (2) next, as a return of capital (reducing your tax basis, but not below zero); and (3) the remainder, if any, as a gain as if realized on the sale or other disposition of the stock.

For all public stockholders, Time Warner Cable currently expects that between 30% and 35% of the special dividend will be taxed as a "dividend" out of e&p. The foregoing estimate is based on the Company's results through December 31, 2008, and may change depending upon a number of factors, including actual financial/tax results and completion of an ongoing e&p study. The Company plans to update the e&p estimate on this website as additional information becomes available; the final amount will be reflected on the Form 1099-DIV that will be mailed to shareholders in early 2010.

Again, shareholders are encouraged to consult their own tax advisors regarding the particular consequences of the special dividend, including the applicability and effect of any U.S. federal, state and local and foreign tax laws.

12. What happens in the "recapitalization" of Time Warner Cable common stock?

On March 12, 2009, after the special dividend payment, Time Warner Cable will reclassify each outstanding share of its Class A common stock and Class B common stock into one share of Time Warner Cable common stock. Each share of Time Warner Common Stock will be entitled to one vote per share. For information on the rights of the Time Warner Cable common stock, please refer to the Company's Definitive Information Statement on Form 14C dated December 8, 2009, which is available through www.timewarnercable.com/investors.

13. What happens in the "reverse stock split" of Time Warner Cable common stock?

In the reverse split, every three shares of issued and outstanding Time Warner Cable common stock will automatically be combined into one issued and outstanding share of common stock without any change in the par value of such shares. As a result of the reduction in the number of shares of common stock, the price per share should increase proportionately upon the completion of the reverse stock split. This means that if you are a Time Warner Cable stockholder on the effective date of the reverse stock split, as a result of the reverse stock split, you will have fewer shares of Time Warner Cable

common stock, but each share should have a higher trading price. Therefore, the value of your total economic investment (including any cash payment to be received in lieu of a fractional share) should remain unchanged, subject to normal market fluctuations.

The following is an illustration of the impact of Time Warner Cable's one-for-three reverse stock split:

- Every three shares of Time Warner Cable common stock that a stockholder holds immediately before the reverse stock split will automatically become one share of Time Warner Cable common stock immediately after the reverse stock split.
- If Time Warner Cable's common stock was trading at \$9.00 per share immediately before the reverse stock split is effective, the reverse stock split should cause the trading price to become approximately \$27.00 per share immediately after the reverse stock split.

14. When will Time Warner Cable's reverse stock split become effective?

Time Warner Cable expects the reverse stock split to become effective at the close of business on March 12, 2009 and will be reflected in the trading markets at the start of business on March 13, 2009.

15. What is the reverse stock split ratio?

One-for-three. Every three shares of Time Warner Cable common stock that a stockholder holds immediately before the reverse stock split will automatically become one share of Time Warner Cable common stock immediately after the reverse stock split.

16. What happens if I am entitled to receive a fraction of a share as a result of the reverse stock split?

No fractional shares will be issued in connection with Time Warner Cable's reverse stock split. Instead, any Time Warner Cable stockholder who would otherwise hold a fractional share of the company's common stock as a result of the reverse stock split will receive a cash payment in lieu of such fractional share. The cash payment will be equal to the fractional share interest to which the stockholder would otherwise be entitled multiplied by the volume weighted average price of the Time Warner Cable common stock (on a post-reverse stock split basis) on March 12, 2009, as reported on the New York Stock Exchange Composite Tape.

17. How will I receive my cash in lieu of a fractional share of Time Warner Cable common stock following the reverse stock split?

- If you hold your shares through a broker, bank or other nominee): If you are a beneficial holder and you are entitled to receive a cash payment for your fractional share of Time Warner Cable common stock, payment for the fractional share will be deposited directly into your account with the entity that holds your shares. Each broker, bank or other nominee has its own processes for handling the cash received from Time Warner Cable in exchange for fractional shares. You should contact your broker, bank or other nominee for more information. Your broker, bank or other nominee should also be able to tell you when you can expect to receive payment for any fractional shares.

- If you are a registered Time Warner Cable stockholder (electronic or certificated):
 - If you hold Time Warner Cable common stock in book-entry form and you are entitled to receive a cash payment for your fractional share of Time Warner Cable common stock, BNY Mellon Shareowner Services (“BNY Mellon”) will mail you a check for the payment, together with your book-entry statement of holding.

 - If you hold physical stock certificates for Time Warner Cable common stock and you are entitled to receive a cash payment for your fractional share of Time Warner Cable common stock, you must exchange your certificate for a new certificate before you receive the cash payment. To do this, you should complete and return, together with your stock certificate(s), the letter of transmittal (also referred to as the Exchange Form) that Time Warner Cable’s transfer agent, BNY Mellon, will send you.

No transaction costs will be assessed on Time Warner Cable stockholders for the cash payments in lieu of fractional shares, and stockholders will not be entitled to receive interest for the period of time between the effective date of the reverse stock split and the date payment is made for their fractional share interest in Time Warner Cable common stock. You should also be aware that, under the escheatment laws of certain jurisdictions, the cash paid in lieu of fractional shares will be turned over to the states if the checks are not cashed within certain time periods after the effective date of the reverse stock split.

18. Will cash received in lieu of fractional shares be taxable?

Yes. Cash received in lieu of fractional shares will be taxable for U.S. Federal income tax purposes.

19. What are the tax consequences of the reverse stock split to Time Warner Cable stockholders?

Other than cash payments for fractional shares discussed above, no gain or loss should be recognized by Time Warner Cable stockholders in the reverse stock split for U.S. federal income tax purposes. For more information, please refer to the Company's Definitive Information Statement on Form 14C dated February 20, 2009, which is available through www.timewarnercable.com/investors. **We encourage you to consult your own tax advisor regarding the particular consequences of the distribution to you, including the applicability and effect of any U.S. federal, state and local and foreign tax laws.**

20. Why is Time Warner Cable planning to effect a reverse stock split of its common stock?

Time Warner Cable is planning to effect the reverse stock split in connection with the Company's separation from Time Warner.

Following payment of the Company's special dividend on March 12, 2009, the trading price of Time Warner Cable stock would be expected to be significantly lower because the trading price will no longer reflect the value of the dividend. The Company believes that a reverse stock split may improve the marketability and liquidity of Time Warner Cable common stock and that, by increasing the market price of Time Warner Cable common stock, the reverse stock split may encourage interest and trading in the Time Warner Cable common stock. A more complete discussion of the business reasons for the reverse stock split can be found in the Time Warner Cable Definitive Information Statement on Schedule 14C dated February 20, 2009, which is available at the Investor Relations page of Time Warner Cable's website: www.timewarnercable.com/investors.

21. Will Time Warner Cable's ticker symbol change?

No. Time Warner Cable will continue to trade under the "TWC" ticker symbol.

22. Will TWC's CUSIP number change?

Yes. "Regular Way" trading in Time Warner Cable common stock will reflect the recapitalization and reverse stock split beginning on or about market open on March 13, 2009, under a new CUSIP number, 88732J 207.

23. Will Time Warner Cable Common Stock trade on a “when issued” basis?

Yes. There will be a “when-issued” market on the New York Stock Exchange for the shares of Time Warner Cable common stock that will be distributed in Time Warner’s distribution beginning on March 10, 2009. The “when-issued” trading market will reflect the recapitalization and the reverse stock split. The Time Warner Cable Class A common stock currently outstanding (which will be converted to Time Warner Common Stock in connection with the Recapitalization) will continue to trade regular way through this period.

24. I am a Time Warner Inc. shareholder and expect to receive Time Warner Cable common stock as part of Time Warner’s distribution. How many shares of Time Warner Cable common stock will I receive?

Time Warner has stated that its shareholders will receive a pro rata portion of the Time Warner Cable common stock held by Time Warner for each share of Time Warner common stock they hold on the record date of 8 p.m. on March 12, 2009. Time Warner will announce the final distribution ratio after its March 12 record date for the distribution of Time Warner Cable shares.

25. Whom should I call if I have questions regarding how the reverse stock split will impact my shares of common stock?

If you are a registered Time Warner Cable stockholder, you may contact Time Warner Cable’s transfer agent, BNY Mellon, for more information by calling toll-free at 1-866-795-8825, or through www.bnymellon.com/shareowner/isd.

If you are a beneficial stockholder (in other words, if you hold your shares through a broker, bank or other nominee), you should contact your broker, bank or other nominee directly.

Regardless of whether you are a registered or beneficial stockholder, you may also contact Time Warner Cable Investor Relations by email at ir@twcable.com or by calling toll-free at 1-877-4INFO-TWC.