

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)	Chapter 11 Cases
)	
Adelphia Communications Corporation, <u>et al.</u> ,)	Case No. 02-41729 (REG)
)	
Reorganized Debtors.)	Jointly Administered
)	

TWENTY-SECOND POST-CONFIRMATION STATUS REPORT

This Twenty-Second Post-Confirmation Status Report is filed in accordance with the Post Confirmation Order and Notice, dated February 13, 2007 (the “Effective Date”), in connection with the cases of the above-captioned reorganized debtors (collectively, the “Debtors”). Since the filing of the Amended Twenty-First Post-Confirmation Status Report on May 11, 2012 for Adelphia Communications Corporation and Certain of its Affiliated Debtors, describing the Debtors’ progress subsequent to the confirmation of the First Modified Fifth Amended Joint Chapter 11 Plan for Adelphia Communications Corporation and Certain of its Affiliated Debtors, dated as of January 3, 2007, as Confirmed (the “Plan”),¹ for each of the Debtors other than the JV Debtors² by the order dated January 5, 2007 (the “Confirmation Order”), the Debtors, as reorganized pursuant to the Plan, have taken the following steps, among others, in connection with consummation of the Plan.

- Continued settlement efforts on the remaining five Disputed Claims yet to be resolved.³
- Expunged two disputed claims resulting from a judgment entered by the US District Court Western District of New York on May 18, 2012 in the suit entitled *Adelphia Recovery Trust v. Key Bank National Association, HSBC Bank USA, National Association and Fleet National Bank* granting motions to dismiss.
- Received approval on June 29, 2012 from the Brazilian regulatory authority for the sale of Adelphia’s remaining 25% interest in the Brazilian cable operation. The transaction closed on July 3, 2012. Adelphia received proceeds of \$12.1 million in exchange for its remaining interests in the cable operations as a result of the close. The proceeds are not reflected in the following activity ending June 30, 2012 but will be reflected in Adelphia’s third quarter report.

¹ Capitalized terms used but not defined have the meanings ascribed to such terms in the Plan.

² The JV Debtors are comprised of the following legal entities: Century-TCI California, L.P.; Century-TCI California Communications, L.P.; Century-TCI Distribution Company, LLC; Century-TCI Holdings, LLC; Parnassos Communications, L.P.; Parnassos Distribution Company I, LLC; Parnassos Distribution Company II, LLC; Parnassos, L.P.; Parnassos Holdings, LLC; Western NY Cablevision, L.P. The Third Modified Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code for the Century-TCI

Debtors and Parnassos Debtors, dated as of June 28, 2006, was confirmed by order dated June 29, 2006.

³ This estimated total excludes certain subordinated 510(b) claims that remain disputed.

- Continued ongoing efforts to resolve Adelpia's remaining environmental issues. This includes site monitoring in Kentucky as well as permitting and remediation work that will commence in the third quarter in Connecticut. The Connecticut remediation permit was granted after the expiration of a public notice period. The remediation should conclude before year end. Both the Kentucky and Connecticut sites will require ongoing site monitoring.
- Completed the filing of the Adelpia Recovery Trust 10Q for the first quarter and provided other support as required. This included work in prosecuting causes of action that went to trial during the second quarter of 2012.
- Continued efforts to sell Adelpia's remaining telecommunications tower. Adelpia is in active discussions with a buyer and hopes to execute a purchase and sale agreement in the third quarter of 2012.
- Continued ongoing efforts to recover additional funds for the Estate through the monetization of Adelpia's interest in the Tow insurance policies, the sale of miscellaneous assets including time shares, the finalization of remaining tax refunds, the recovery of certain insurance claims, and by recovering unclaimed property and uncashed and undeliverable distributions.
- The following activity has occurred since March 31, 2012 and through June 30, 2012:

	<u>Cash</u>
Balance at March 31, 2012	\$ 45,690,199
Additions ^(a)	83,545
Investment Income	1,558
Net Plan Disbursements	1,773
Operating Costs ^(b)	<u>(3,213,958)</u>
Balance at June 30, 2012	<u>\$ 42,563,117</u>

(a) Additions include sale of two Cancun timeshare rentals, Cancun timeshare rental income and other miscellaneous items.

(b) Operating costs include salary, retention bonuses, and employee related expenses of \$1.9 million, professional expenses of \$1.0 million, contract labor of \$0.1 million, insurance of \$0.1 million and other operating expenses of \$0.1 million.

The remaining assets held in reserve are detailed in Exhibit A.

Annexed to this report as Exhibit B is an updated chart summarizing the distribution of cash and shares of TWC common stock made to classes of Claims. This chart reflects all distributions made through June 30, 2012. The chart does not reflect (i) the distributions of CVV units or distributions on account of such units from the Adelpia Recovery Trust and (ii) additional distributions that may be made after June 30, 2012 as a result of the release of escrows, reserves and holdbacks pursuant to the Plan.

Dated: July 13, 2012

Adelpia Communications Corporation
By: Quest Turnaround Advisors, LLC
Title: Plan Administrator

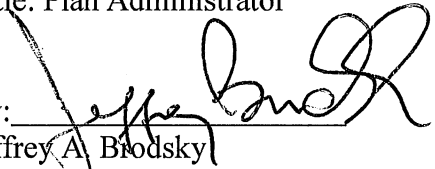
By: 
Jeffrey A. Brodsky
Member
4582 S. Ulster Street
Denver, CO 80237
(303) 268-6423

Exhibit A

Summary of Remaining Cash Held and Deferred Assets

	3/31/2012	6/30/2012	Status
	(\$ in millions)	(\$ in millions)	
<u>Cash</u>			
Bank Claims	0.1	0.1	Reserve for Bank Claims.
Estate Operations	21.6	18.5	
Tax Reserves	0.6	0.6	Reserves for open tax years.
Remaining Assets	22.4	22.5	Cash available for distribution to holders of ACC Allowed Claims.
Other Reserves	1.0	0.9	Miscellaneous required reserves.
Total Cash	45.7	42.6	
<u>Deferred Assets</u>			
Liquidate Remaining 25% of Brazil Cable Operations	13.0	12.1	The sale of Adelphia's remaining 25% interest in the Brazilian cable operation was approved by the Brazilian regulatory authority on June 29, 2012 and the transaction closed on July 3, 2012. The proceeds declined from \$13.0 million in the first quarter of 2012 to \$12.1 million as a result of exchange rate fluctuations between the United States and Brazil.
Mutual Identity Workers Compensation Policy and Collateral Interest in Tow Life Insurance Policies	0.3	0.3	Awaiting final clearance of workers compensation cases.
	21.4	21.2	Proceeds due on the last to die of named individuals net of note payable to the Adelphia Recovery Trust.
Total Cash and Deferred Assets	80.4	76.2	

Exhibit B

The following chart summarizes the distributions of cash and shares of TWC Common Stock to holders of allowed claims under the Plan made through June 30, 2012. It does not reflect the distributions of C/VV units or distributions on account of such units from the Adelphia Recovery Trust. Annual distributions may vary due to rounding. The chart is based on the assumption that distributions made to Indenture Trustees for the benefit of the underlying noteholders will be distributed in their entirety to the noteholders and will not be subject to holdbacks or reduction with respect to any claims of the applicable Indenture Trustee. The chart does not reflect additional distributions that may be made after June 30, 2012 as a result of the release of escrows, reserves and holdbacks. The amount and timing of additional distributions resulting from the release of the escrows, reserves and holdbacks are subject to the terms and conditions of the Plan and numerous other conditions and uncertainties, many of which are outside the control of Adelphia Communications Corporation and its subsidiaries.

CLASS	DESCRIPTION	CUSIP	ACC SENIOR NOTES PRINCIPAL AMOUNT (MILLIONS)	ACC SENIOR NOTES PRINCIPAL AMOUNT (MILLIONS)	ACC SENIOR CLASS ALLOWED CLAIM AMOUNT (MILLIONS)	CLAIMS AS OF THE EFFECTIVE DATE (\$1,000 PRINCIPAL AMOUNT)	PLAN PROVIDED FOR PAID AND ACCRUED INTEREST PER \$1,000 PRINCIPAL AMOUNT TO EFFECTIVE DATE	PLAN PROVIDED FOR INTEREST TO EFFECTIVE DATE (TOTAL CLAIM)	PLAN PROVIDED FOR ONE PER \$1,000 (NET OF EARLY BACK RIGHTS)	PLAN PROVIDED FOR SETTLEMENT PARTY (\$1,000 PRINCIPAL AMOUNT)	DISTRIBUTED SHARES OF TWC CLASS A COMMON STOCK (PER \$1,000 PRINCIPAL AMOUNT)	DISTRIBUTED SHARES OF TWC COMMON STOCK (PER \$1,000 PRINCIPAL AMOUNT)	DISTRIBUTED CASH FOR REDEMPTION SETTLEMENT PARTY (\$1,000 PRINCIPAL AMOUNT)	PLAN PROCEEDS IN CASH AND TWC STOCK PER \$1,000 PRINCIPAL AMOUNT (P+H+G - D, Demed Value)	PERCENT RECOVERY OF DISTRIBUTIONS AS OF JUNE 30, 2012 AGAINST TOTAL CLAIMS ¹	PERCENT RECOVERY OF DISTRIBUTIONS AS OF JUNE 30, 2012 AGAINST INTERESTS AS OF JUNE 30, 2012 AT JUNE 30, 2012 (MILLIONS)	COMPLIANT DEFICIT PER \$1,000 PRINCIPAL AMOUNT AT JUNE 30, 2012 (MILLIONS)
			(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)	(M)	(N)	(O)
ACC 3	\$750 Million Principal of 10.75% Senior Notes due October 1, 2016, issued by ACC	068448B1	\$ 750,000,000	\$ 769,012,500	\$ 1,025.38	\$16.66	\$154.04	\$7.57	\$275.65	\$1.30	N/A	N/A	\$1,036.46	67.21%	(\$365.38)	(0)	\$219
ACC 3	\$1,000 Million Principal of 10.147% Senior Notes due June 15, 2011, issued by ACC	068448B3	\$ 1,000,000,000	\$ 1,054,119	\$300.61	\$300.61	\$1,554.71	\$7.79	\$282.75	\$1.34	N/A	N/A	\$1,056.49	68.53%	(\$489.21)	(0)	
ACC 3	\$500 Million Principal of 10.147% Senior Notes due November 1, 2008, issued by ACC	068448B20	\$ 500,000,000	\$ 507,697,900	\$1,012.38	\$482.22	\$1,497.60	\$7.50	\$272.36	\$1.29	N/A	N/A	\$1,026.35	68.53%	(\$471.40)	(0)	
ACC 3	Total Deficiency for Claim Class ²																
ACC 4	ACC Trust Claims	N/A	\$ 1,000,000	\$ 1,000,000	\$1,000.00	\$370.67	\$1,370.67	N/A	\$208.66	\$0.97	N/A	N/A	\$786.27	77.86%	(\$314.40)	(0)	\$81
ACC 4	ACC Trust Claims Received After Reverse Stock Split Effective March 15, 2009	N/A	\$ 1,000,000	\$ 1,000,000	\$1,000.00	\$370.67	\$1,370.67	N/A	\$365.31	\$0.97	N/A	N/A	\$786.26	77.86%	(\$314.41)	(0)	
ACC 4	Total Deficiency for Claim Class																
ACC 5	ACC Class B Convertible Claims	N/A	\$ 345,920,000	\$ 345,920,000	\$1,000.00	\$40.67	\$1,940.67	N/A	\$208.66	\$2.23	N/A	N/A	\$792.53	78.86%	(\$251.15)	(0)	\$87
ACC 5	Total Deficiency for Claim Class																
ACC 6	6.75% Convertible Subordinated Notes due February 15, 2006, issued by ACC	068448B09	\$ 138,181,256	\$ 138,181,256	\$1,025.67	\$284.02	\$1,305.69	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	(\$1,305.69)	(0)	
ACC 6	3.25% Convertible Subordinated Notes due July 1, 2021, issued by ACC	068448B17	\$ 577,693,125	\$ 577,693,125	\$1,004.88	\$151.32	\$1,156.20	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	(\$1,156.20)	(0)	
ACC 6	Total Deficiency for Claim Class ²																
ACC 7	ACC Existing Secured Law Claims Class		\$ 0.00	\$ 0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	Unquantified	(0)	
ACC 7	Total Deficiency for Claim Class ²																
ACC 8	ACC Series B 13% Exchangeable Preferred Stock	068448B03	\$ 1,057,718	\$ 1,057,718	\$657.13	\$657.13	\$1,694.91	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	(\$1,694.91)	(0)	
ACC 8	ACC Series D 5.5% Convertible Preferred Stock	068448A02	\$ 1,008,253	\$ 1,008,253	\$526.84	\$526.84	\$1,205.19	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	(\$1,205.19)	(0)	
ACC 8	ACC Series E 7.5% Mandatory Convertible Preferred Stock	068446601	\$ 1,027,081	\$ 1,027,081	\$566.91	\$566.91	\$1,383.59	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	(\$1,383.59)	(0)	
ACC 8	ACC Series F 7.5% Convertible Preferred Stock	068446600	\$ 1,011,125	\$ 1,011,125	\$351.41	\$351.41	\$1,362.66	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	(\$1,362.66)	(0)	
ACC 8	Total Deficiency for Claim Class ²																
ACC 9	ACC Common Stock Claims	068583B70	\$ 0.00	\$ 0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	N/A	N/A	N/A	\$0.00	0.00%	Unquantified	(0)	
ACC 9	Total Deficiency for Claim Class ²																
	Common and Preferred Stock Existing Secured Law Claims																
	Total Deficiency for all Claim Classes																