

Name and address of the reporting corporation:	<b>NTL Incorporated 110 East 59th Street, 26 Floor New York, NY 10022</b>
Date of transaction:	<b>January 10, 2003</b>
Description of shares affected by the transaction:	<b>NTL Common</b>
Amount of cash received by the reporting corporation's shareholders in exchange for their stock:	<b>\$ -0-</b>
Fair market value of property, other than stock, received by the reporting corporation's shareholders:	<b>\$17,500,000</b>
Fair market value of stock received by the reporting corporation's shareholders in exchange for their stock in the reporting corporation, for which the reporting corporation has reasonably determined that its shareholders would be required to recognize gain (if any).	<b>\$ -0-</b>