



Michael P. Huseby
Executive Vice President & CFO
June 6, 2001

AT&T Broadband
188 Inverness Drive West
Suite 500
Englewood, CO 80112
303 858-5802
FAX 303 858-5822
Huseby.Michael@broadband.att.com

Cablevision Systems Corporation
One Media Crossways
Woodbury, New York 11797

Attention: Robert S. Lemle, General Counsel

Facsimile: (516) 364-8501

Re: Waiver of Board Rights

Dear Robert:

Reference is hereby made to the Stockholders Agreement (the "Stockholders Agreement"), dated as of March 4, 1998, by and among Cablevision Systems Corporation ("Cablevision"), a Delaware corporation, AT&T Broadband, LLC ("AT&T"), a Delaware limited liability company and successor to TeleCommunications, Inc., a Delaware corporation, and the Class B Entities. Capitalized terms used herein and not otherwise defined herein shall have the meaning assigned thereto in the Stockholders Agreement.

Pursuant to Section 11 of the Stockholders Agreement, AT&T is entitled to nominate two directors to the Board. Concurrently herewith, AT&T's two nominees to the Board (Daniel E. Somers and Michael P. Huseby) have resigned as directors of the Board. In accordance with Section 16(j) of the Stockholders Agreement, AT&T hereby irrevocably and permanently waives all rights that AT&T and/or any Affiliate of AT&T may have under the Stockholders Agreement to nominate directors to the Board (including nominees to replace Messrs. Somers and Huseby). AT&T hereby retains the right to transfer to any Permitted Transferee (other than an Affiliate of AT&T) any right that such Permitted Transferee may have under the Stockholders Agreement to nominate directors to the Board.


Cablevision Systems Corp.
Attn.: Robert S. Lemle

Page 2

This Waiver is effective immediately. This Waiver shall not, except as expressly provided herein, constitute a waiver of any provision of, or operate as a waiver of any right, power or remedy of AT&T under the Stockholders Agreement.

Sincerely,

AT&T BROADBAND, LLC

By: 
Name: Michael P. Huseby
Title: Executive VP and CFO

cc: Sullivan & Cromwell
125 Broad Street
New York, New York 10004
Attention: Joseph B. Frumkin, Esq.

Facsimile : (212) 558-3588

Privileged and Confidential



Daniel E. Somers
President & CEO

AT&T Broadband
188 Inverness Drive West
Englewood, CO 80112
303 858-5808
FAX 303 858-5820

Cablevision Systems Corporation
One Media Crossways
Woodbury, New York 11797
Attention: Charles Dolan, Chairman,
Robert S. Lemle, Vice Chairman and Secretary

Facsimile: (516) 364-8501

Re: Board Resignation

I hereby resign as a director of Cablevision Systems Corporation, effective immediately.

Dated: as of June 6, 2001.



Daniel E. Somers

Privileged and Confidential



AT&T Broadband
P.O. Box 5630
Denver, CO 80217-5630

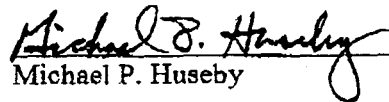
Cablevision Systems Corporation
One Media Crossways
Woodbury, New York 11797
Attention: Charles Dolan, Chairman,
Robert S. Lemle, Vice Chairman and Secretary

Facsimile: (516) 364-8501

Re: Board Resignation

I hereby resign as a director of Cablevision Systems Corporation, effective immediately.

Dated: as of June 6, 2001.


Michael P. Huseby