



First Quarter 2009 Results

Guadalajara, Jalisco, Mexico, April 29, 2009 - Megacable Holdings S.A.B. de C.V. ("Megacable" or "the Company") (BMV: MEGA.CPO), announced today its results for the first quarter ended March 31, 2009. Figures were prepared in accordance with Mexican Financial Reporting Standards.

Highlights

Consolidated Financial Results	Non Audited		Variation
	As of March 31,		
Figures in millions of pesos	2009	2008	2009 vs 2008
Service Income	1,721	1,421	21%
Adjusted EBITDA for Cable Operations (1)	772	759	2%
Adjusted EBITDA Margin for Cable Operations	47.1%	55.7%	
Consolidated EBITDA	780	765	2%
Consolidated EBITDA Margin	45.3%	53.8%	
Net Income	392	554	-29%
Net Debt	1,206	1,568	-23%
Net Debt/Annualized EBITDA	0.39	0.51	
Interest Coverage	16.38	12.29	

Operating Results			Variation
	1Q09	1Q08	1Q09 vs 1Q08
Homes Passed	4,252,647	3,676,856	16%
Network Kilometers	29,064	24,739	17%
Two- way Network Percentage	90%	85%	
Cable Television Subscribers	1,491,459	1,339,446	11%
Digital Cable Subscribers	208,391	139,571	49%
Penetration Rate of Households	35.1%	36.4%	
HSD Internet Subscribers	437,081	398,684	10%
Penetration Rate of Cable Subscribers	29.3%	29.8%	
Telephony Subscribers	305,690	136,365	124%
Penetration Rate of Cable Subscribers	20.5%	10.2%	
Unique Subscribers	1,537,800	1,398,767	10%
Revenue Generating Units (RGU's) (2)	2,234,230	1,889,580	18%
RGU's Per Unique Subscribers	1.45	1.35	8%
ARPU per Unique Subscriber (3)	\$ 374.5	\$ 340.5	10%

Notes:

- (1) Adjusted EBITDA is the result of adding, to the net income (loss) of the Company, depreciation and amortization, the net integral financing result, other income and non-recurring expenses (income), total taxes and employee profit sharing, income from affiliates and minority interest; then subtract the EBITDA from MCM.
- (2) RGU's, or revenue generating units, are defined as unique service suppliers in our cable television, HSD Internet and telephony segments.
- (3) ARPU, or average revenue per unit for each segment, is the result of calculating total revenue per each segment for the period, divided by the average number of subscribers.

Executive Summary

For the three months ended March 31, 2009, Megacable reported 1,491,459 video subscribers, 437,081 Internet subscribers and 305,690 fixed telephony subscribers, representing increases of 11%, 10% and 124%, respectively, when compared to the same period in 2008. This growth was achieved through successful marketing strategies aimed at migrating subscribers to triple-play packages. As a result, the Company reached 2,234,230 RGUs increasing the number of services per subscriber from 1.35 to 1.45 RGUs per unique subscriber from 1Q08 to 1Q09.

The Company offers video, Internet and telephony services through its fiber-optic and coaxial cable network, which spans over 29 thousand kilometers and passes more than 4.25 million homes, with a bi-directional rate of 90%.

In terms of financial results, Megacable reported a 21% increase in consolidated revenue for the first quarter of 2009 to reach Ps. 1,721 million, when compared to the same quarter of 2008. The devaluation of the peso versus the dollar continued exerting pressure on costs during the first quarter of 2009, however, the Company implemented several measures to optimize costs and expenses, which helped offset the impact of their increases. Thus, as of March 31, 2009, Consolidated EBITDA rose to Ps. 780 million with a 45% margin, while Adjusted EBITDA for the Cable Operations reached Ps. 772 million with a 47% margin.

Net income was Ps. 392 million as of March 31, 2009, with a net margin of 23%. This represents a decline when compared to the first quarter of 2008, due not only to the peso devaluation mentioned above, which represented an impact of more than Ps. 75 million on the integral financing result, but also a higher tax rate, which resulted in a Ps. 54 million increase in income taxes paid.

In terms of its Balance Sheet, the Company continues to strengthen its financial indicators by increasing liquidity through cash generation and improving its structure by increasing retained earnings. Net debt was reduced by Ps. 362 million from 1Q08 to 1Q09. These results also contributed to the improvement in Megacable's payment capacity with an increase in the interest coverage ratio from 12x in 2008 to 16x in 2009, while Net Debt over Annualized EBITDA improved from 0.51x to 0.39x for the same periods.

Furthermore, the Company has sought to optimize capital investments to maintain growth, while continuing to improve service offerings to subscribers. To this end, there is a credit from Cisco Systems Capital Corp., within liabilities, for the acquisition of terminal and telecommunications network equipment for approximately US\$13.5 million, available in various tranches for a 36-month time frame, with a grace period of an additional six months.

For more information please visit www.megacable.com.mx or contact:

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Operating Results

MEGACABLE HOLDINGS S. A. B. DE C. V.

QUARTELY OPERATING DATA

	1Q09	1Q08	4Q08	Variation 1Q09 vs 1Q08	Variation 1Q09 vs 4Q08
ARPU (1) (Ps.)					
Unique Subscribers	374.5	340.5	343.9	10%	9%
Video	255.8	244.7	237.7	5%	8%
Internet	215.0	232.5	199.1	-8%	8%
Telephony	210.2	194.8	195.6	8%	7%
Monthly Churn Rate					
Video	2.5%	2.8%	2.7%		
Internet	3.3%	3.9%	4.3%		
Telephony	4.0%	5.1%	4.8%		

Notes:

- (1) ARPU, or average revenue per unit for each segment, is the result of calculating total revenue per each segment for the period, divided by the average number of subscribers.

Video Segment

Video subscribers for 1Q09 increased 11%, or 152 thousand net adds, compared to 1Q08, as a result of organic growth and the acquisitions made during fiscal year 2008. Compared to 4Q08, net adds were close to 9 thousand subscribers, which decreased compared to net adds of previous quarters, since Megacable's products are focused on the middle and lower middle socio-economic segments, which have been primarily affected by the economic slowdown. In order to offset this effect, Megacable has implemented more aggressive marketing campaigns within these segments, with competitive rates.

Video ARPU increased 5% year-over-year, reaching Ps. 255.8 during 1Q09, derived from the increase in tariffs due to higher inflation rates, as well as the digital service subscriber growth. When compared to 4Q08, Video ARPU increased 8%, due to advanced payments received during the first quarter 2009, and a 26% growth in digital service subscribers between 4Q08 and 1Q09. During the first quarter 2009, advanced payments represented approximately 8% of video service income.

The strategies launched during the fourth quarter 2008, which were focused on retaining and reconnecting subscribers, continue to be implemented and resulted in a lower average monthly churn rate in the three service segments during 1Q09. In the case of Video, the churn rate decreased from 2.8% in 1Q08 to 2.5% in 1Q09.

Internet Segment

This business segment reached 437,081 subscribers, an increase of 10% year-over-year, with more than 38 thousand net adds and an increase of 2%, or approximately 10 thousand net adds, between 4Q08 and 1Q09. In the case of this segment, the growth was affected by lower consumer spending derived from the current economic scenario, as well as greater competition.

Due to the above, the Company has implemented greater tariff discounts in this segment, which resulted in a decrease of 8% in ARPU, quarter-over-quarter. In comparison with the previous quarter, ARPU increased approximately 8%, due to the completion of promotions applied during the second half of 2008.

The average monthly churn rate for the internet segment decreased by 100 basis points between 4Q08 and 1Q09, reaching a churn rate of 3.3%, with a decrease of 60 basis points when compared to 1Q08.

Telephony Segment

Net adds reached 169 thousand subscribers; this represented a 124% growth to 305,690 subscribers as of March 31, 2009. This increase was mainly driven by the launching of services in 42 new cities during 2008, and marketing campaigns for the adoption of double and triple-play packages. Net adds reached more than 29 thousand subscribers, an increase of 11% compared to 4Q08.

Telephony ARPU increased 8% between 1Q08 and 1Q09, and 7% compared to 4Q08, as a result of a more balanced package discount distribution in the three segments, reaching an ARPU of Ps. 210.2 at March 31, 2009. The average monthly churn rate for Telephony Service decreased from 5.1% in 1Q08 and 4.8% in 4Q08 to 4.0% in 1Q09.

Unique Subscribers and RGU's:

The Company's revenue generating units ("RGUs") per unique subscriber increased 8%, year-over-year, from 1.35 to 1.45 in 1Q09, mainly driven by the strategies implemented for adopting triple-play packages. The number of unique subscribers increased 10% year-over-year, reaching 1,537,800 subscribers, while RGU's increased 18%, reaching 2,234,230 units during the first quarter of 2009.

Homes Passed and Network

The number of homes passed increased by 16%, reaching 4,252,647 in 1Q09, an increase of approximately 576 thousand homes. This increase was achieved through the acquisition and construction of more than 4 thousand kilometers of network during the last 12 months. The Company's optic and coaxial fiber network reached more than 29 thousand kilometers as of the end of March 2009, with a 90% bidirectional rate.

Consolidated Results

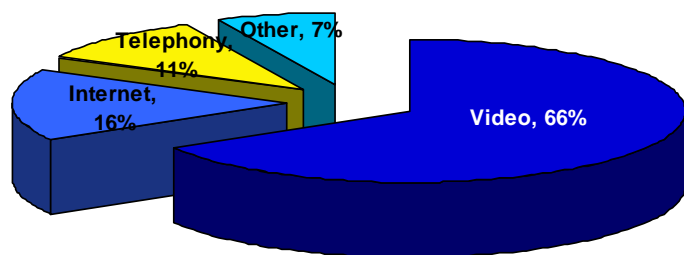
Income by Segment In millions of Pesos

	1Q09		1Q08	
Video	1,141	66%	988	70%
Internet	279	16%	278	20%
Telephony	184	11%	72	5%
Other	117	7%	83	6%
Total	1,721	100%	1,421	100%

Megacable's consolidated income during the first quarter 2009 increased by 21%, compared to 1Q08 and 10% compared to 4Q08, due to the general increase in revenues per subscriber in each of the business units, mainly in the video and telephony segments.

The largest increase in the Company's revenue structure was telephony, with an increase of 156% year-over-year, due to the growth in subscribers during the period, thereby making this segment a higher contributor to the Company's total revenues.

As of March 31, 2009, the Video segment represented 66% of total revenues, followed by Internet with 16%, Telephony with 11% and Other segment with 7%.



Cost of services increased 10% between 4Q08 and 1Q09, mainly due to a 11% average depreciation of the peso-dollar exchange rate and the Company's network growth. However, as a result of the strategies implemented by the Company and via the cautious managing of costs and expenses, cost of service as a percentage of Service Income remained unchanged, compared to 4Q08. Cost of services as a percentage of income, increased from 24% in 1Q08 to 32% in 1Q09, mainly due to a 33% average devaluation of the exchange rate year-over-year.

As a percentage of services income, operating and general expenses decreased from 40% in 4Q08 to 32% in 1Q09. When compared to 1Q08, this line item increased 1%, as a result of the increase in depreciation of Megacable's fixed assets. Excluding depreciation and amortization, operating and general expenses increased by 16% in nominal terms; this increase was 5% lower compared to the Company's revenue growth.

Lastly, Net Income increased 81% between 4Q08 and 1Q09, primarily as a result of the Company's decision to focus on improving the efficiency of cost and expenses efficiency. Net income decreased Ps. 162 million or 29%, compared to 1Q08, mainly due to a greater tax contribution and the recognition of a greater net exchange loss. Both factors contributed approximately Ps. 156 million of the Net loss.

Adjusted EBITDA for Cable Operations & Consolidated EBITDA

EBITDA				
In thousands of Pesos			1Q09 vs 1Q08	
	1Q09	1Q08		
Consolidated operating Income	\$ 608,917	\$ 641,091	-5%	
Less operating Income (Loss) of MCM Holding	-\$ 111	-\$ 2,119	-95%	
Operating Income for Cable Operations	609,028	643,210	-5%	
Plus Consolidated depreciation and amortization	171,482	112,648	52%	
Less depreciation and amortization of MCM Holding	8,308	7,775	7%	
Plus Non- recurring items	-	10,996	-100%	
Adjusted EBITDA for Cable Operations (1)	\$ 772,202	\$ 759,079	2%	
Total Income excluding MCM	\$ 1,639,780	\$ 1,363,769	20%	
Adjusted EBITDA Margin for Cable Operations	47.1%	55.7%	0%	
Consolidated EBITDA (2)	\$ 780,399	\$ 764,734	2%	
Consolidated EBITDA Margin	45.3%	53.8%	0%	

Notes:

- (1) Adjusted EBITDA is calculated by adding to net income the following: depreciation and amortization, net comprehensive financing income, other net income, non ordinary expenses (income), total tax, provisions for labor obligations, equity in income of associated companies and minority interest, less MCM EBITDA.
- (2) Consolidated EBITDA is calculated by adding to the net income the following: depreciation and amortization, net comprehensive financing income, other net income, non ordinary expenses (income), total tax, provisions for labor obligations, equity in income of associated companies and minority interest.

As a result of the increase in dollar-denominated costs, Megacable's Consolidated EBITDA increased 2% in nominal terms. EBITDA margin decreased from 53.8% to 45.3%. In addition, consolidated EBITDA increased 18% compared to 4Q08, with an increase in margin of 289 basis points, derived from lower costs and expenses over consolidated income.

Adjusted EBITDA for the cable operations for the 1Q09 increased 17% compared to 4Q08 and 2% compared to 1Q08. As of March 31, 2009, Adjusted EBITDA margin for the cable operations reached 47.1%.

Liquidity, Debt and Capital Structure

Liquidity

The Company's current ratio improved mainly as a result of a 69% increase in cash and short term investments from 1Q08 to 1Q09, while current liabilities increased at a lower rate.

Liquidity Ratio	As of March 31,	
	2009	2008
Assets Ratio	3.69	2.85

Property, Plant and Equipment

This line item increased 26% year-over-year reaching Ps. 5,461 million, mainly due to the acquisition of cable system assets in 2008, as well as the organic growth achieved via the construction of new kilometers of network and the acquisition of terminal equipment for subscribers, such as digital cable boxes and voice and data cable modems.

Net Debt

The Company's capital structure also strengthened when compared to last year, due to the increase in capital at a higher rate than liabilities. Interest and debt coverage ratios also improved given that cash levels continue to increase, while debt levels remained flat.

Debt Ratios	As of March 31,	
	2009	2008
Debt Ratio	0.37	0.38
Debt to Equity Ratio	0.59	0.61
Net Debt/ Annualized EBITDA	0.39	0.51
Interest Coverage	2008	2007
EBITDA/ Interests Expenses	16.38	12.29

As of March 31, 2009, the Company's net debt was Ps. 1,206 million, declining by approximately Ps. 362 million when compared to 2008, due to higher cash generation.

In thousands of Pesos	2009	2008
Short Term Debt	21,201	33,460
Long-term maturities	21,201	33,460
Long Term Debt	3,381,231	2,830,856
Bank Loans	3,182,260	2,830,856
Accounts Payable	198,971	-
Total Debt	3,402,432	2,864,316
Cash and Short Term Investments	2,196,415	1,296,681
Net Debt	1,206,017	1,567,635

The Company's bank loans reached Ps. 3,182 million, of which Ps. 1,456 million are denominated in pesos, while the remainder is in US dollars (US\$120 million). This liability corresponds to a syndicated loan maturing on August 23, 2010. The peso-denominated portion of the loan has a 28-day TIIE plus 0.7% interest rate, while the dollar-denominated portion is at 1-month LIBOR plus 0.7%.

Due to the volatility of the financial markets over the last few months, Megacable has elected to take two positions to hedge interest rates. Both are interest rate swaps on 28-day TIIE and expire during the first quarter of 2010. The amount hedged by both contracts is Ps. 750 million.

Furthermore, the Company has a credit with suppliers of approximately US\$13.5 million, payable in 36 consecutive monthly installments, which after a 6-month grace period, becomes payment of interest and principal. This credit was used to purchase terminal equipment for subscribers and telecommunications network equipment from Cisco Systems Capital Corp.

Debt and Cash & Short Term Investments

As of March 31, 2009	U.S. DLLS. Converted into Pesos	In Pesos
Debt	\$1,726	\$1,456
Cash and Short Term Investments	331	1,865
Exchange Rate	14.3855 Dlls./Pesos	

*** In Millions of pesos**

As of March 31, 2009, the Company held cash and short-term investments in foreign currency for a total of US\$ 23 million and Ps. 1,865 million.

Shareholders' Equity

During the 1Q09, Shareholders' equity increased 22%, compared to the same quarter of 2008, best explained by a 45% increase in retained earnings.

As of March 31, 2009, Megacable's treasury holds 5,042,500 CPO's representing common stock, with an investment of approximately Ps. 81 million in the Company's Share Repurchase Program.

CAPEX

During the first quarter of 2009, the Company invested Ps. 367 million, mainly allocated towards the construction and upgrade of the cable network and the purchase of subscriber equipment.

About the Company

Megacable is the largest cable operator in Mexico in terms of number of subscribers, and is the main provider of high speed data Internet services, and digital telephony over cable network according to the National Chamber of Cable Telecommunications (CANITEC). The Company operates in 24 states in Mexico and over 200 municipalities. As of March 31, 2009, the Company had 8,537 employees.

Disclaimer

This press release contains forward-looking statements regarding the Company's results and future prospects which are subject to risk and uncertainty. Therefore, these results and statements may differ due to various factors.

Stock Information

Ticker	MEGA.CPO
2 Series "A" Shares =	1 CPO
Total Outstanding	
Series "A" Shares	1,711,270,673
Outstanding CPOs	192,913,403
CPOs in Treasury	5,042,500
As of March 31, 2008	

Quarterly Income Statement

MEGACABLE HOLDINGS, S. A. B. DE C.V.

For the three-month period ended March 31 2008 & 2009

In thousands of Pesos	Non Audited		Variation
	1Q09	1Q08	1Q09 vs 1Q08
Services Income	\$ 1,721,159	\$ 1,420,940	21%
Cost of Services	553,042	334,525	65%
Gross Profit	\$ 1,168,116	\$ 1,086,415	8%
Operating and General Expenses (1)	559,200	445,324	26%
Other income (expenses), net	5,214	7,996	(35%)
Comprehensive Financing Income, Net	99,966	25,272	296%
Equity in income of associated companies	-	259	(100%)
Income Before Income Tax and Minority Interest	\$ 514,164	\$ 623,556	(18%)
Income Tax	111,418	57,484	94%
Income Before Minority Interest	\$ 402,746	\$ 566,072	(29%)
Minority Income	10,954	12,326	(11%)
Net Profit	\$ 391,792	\$ 553,745	(29%)

NOTE:

(1) Depreciation and amortization for the periods ended March 31, 2009 and 2008, was of Ps. 171,480 thousand and Ps. 112,648 thousand, respectively.

Balance Sheet

MEGACABLE HOLDINGS, S. A. B DE C. V. Y SUBSIDIARIAS		
BALANCE SHEET (Non Audited)		
	As of March 31,	
	2009	2008
ASSETS		
CURRENT ASSETS:		
Cash and short term investments	2,196,415	1,296,681
Accounts receivable from customers and other	272,812	273,736
Recoverable taxes	91,069	109,176
Affiliated an associated companies	-	1,513
Inventories	118,940	96,422
Total Current Assets	2,679,236	1,777,528
Investment in shares of associated companies	21,988	46,838
Property, systems and equipment, net	5,461,134	4,343,961
Goodwill, net	4,275,616	4,277,020
Preoperating expenses, net	8,615	10,770
Other assets	432,666	202,617
Total Assets	12,879,255	10,658,734
LIABILITIES AND STOCKHOLDER'S EQUITY		
CURRENT LIABILITIES		
One-year maturity of long term liabilities	21,201	33,460
Suppliers	336,487	258,322
Affiliated and Associated Companies	86,130	78,666
Accounts payable and accrued expenses payable	282,953	252,906
Total Current Liabilities	726,771	623,355
LONG TERM LIABILITIES		
Bank loans	3,182,260	2,830,856
Labor obligations	76,278	40,641
Accounts Payable	198,971	-
Deferred Income Tax	530,210	198,243
Deferred Flat Tax (IETU)- Net	61,540	344,533
Deferred Goodwill, net	-	-
Total Long Term Liabilities	4,049,258	3,414,274
Total Liabilities	4,776,030	4,037,629
STOCKHOLDERS' EQUITY		
Capital Stock	914,800	918,350
Premium on subscription of shares	4,999	4,999
Net Premium on the placement of shares	2,094,830	2,101,129
Cumulative effect of deferred income tax	-	(48,891)
Surplus in the restatement of stockholders' equity	-	177,970
Retained Earnings	4,834,369	3,342,843
Share repurchase reserves (1)	131,369	-
Minority Interest	122,858	124,706
Total Stockholders' Equity	8,103,225	6,621,105
Total Liabilities & Stockholders' Equity	12,879,255	10,658,734