

First Quarter 2008 Results

Highlights (1Q08 vs. 1Q07):

- Services revenue reached Ps. 1,421 million in 1Q08, an increase of 51% when compared to 1Q07 and a 23% in a proforma basis, which include figures from the Acotel and Telecable Centro Occidente (“TCO”) acquisitions (“Proforma Results”), consolidating these as of January 1, 2007.
- EBITDA adjusted for the cable business (“adjusted EBITDA”) reached Ps. 759 million, up 50% from 1Q07. Adjusted EBITDA compared to Proforma Results reflect a 33% increase, with a margin of 51.1%. Adjusted EBITDA margin as a percentage of total revenues, excluding MCM, reached 55.7% for 1Q07, versus 56.7% for 1Q07 and 51.1% compared to 1Q07 Proforma Results.
- Net income was Ps. 554 million in 1Q08, an increase of 38% when compared to 1Q07, and 31% higher than Proforma Results 1Q07 results.
- Net debt was Ps. 1,568 million as of March 31, 2008, compared to Ps. 513 million as of March 31, 2007. When compared to Annualized Adjusted EBITDA, this represents 0.52x in 1Q08 compared to 0.25x in 1Q07.
- The number of subscribers in 1Q08 reached 1,354,531 for video, 398,685 for internet and 136,365 for telephony, representing increases of 60%, 36%, and 254%, respectively, including the acquisitions made during the second half of 2007.
- During the first quarter of 2008, 453 km of network was added for a total of 24,739 km as of March 31, 2008, with a bidirectional share of 85%. The total number of homes passed reached 3,676,856.

Comments from Mr. Enrique Yamuni, Chief Executive Officer:

“Megacable continues focusing on executing its growth strategy to sustain and exceed the results of previous periods. Not only do we aim to increase our penetration in all socioeconomic levels, but we are increasing the number of RGUs per subscriber by strengthening the marketing and sales efforts of our double and triple-play packages within our areas of concession.”

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

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Guadalajara, Mexico, April 28, 2008 - Megacable Holdings S.A.B. de C.V. ("Megacable") (BMV: MEGA CPO), Mexico's largest cable operator, announced today its results for the first quarter of 2008. Figures are prepared in accordance with Mexican Financial Reporting Standards.

Financial and Operating Highlights

Consolidated Financial Results In million pesos as of March 31, 2008	Non Audited			Variation 1Q08 vs 1Q07	Variation 1Q08 vs 1Q07
	1Q08	1Q07	1Q07 Proforma		
Service Revenue	1,421	943	1,157	51%	23%
Adjusted EBITDA for Cable Operations (1)	759	507	569	50%	33%
Adjusted EBITDA Margin (2)	55.7%	56.7%	51.1%		
Net Debt	1,568	513		205%	
Net Debt/Annualized Adjusted EBITDA	0.52	0.25			
Operative Results					
In Pesos	1Q08	1Q08 without Acquisitions	1Q07	Variation 1Q08 vs 1Q07	Variation 1Q08 Sin Adq vs 1Q07
Homes Passed	3,676,856	2,577,807	2,309,438	59%	12%
Network Kilometers	24,739	16,718	14,904	66%	12%
Two- way Network Percentage	85%	96%	91%		
Video Subscribers	1,354,531	961,558	845,730	60%	14%
Digital Cable Subscribers	139,571	131,020	78,989	77%	66%
Penetration Rate of Households	36.84%	37.30%	36.62%		
HSD Internet Subscribers	398,684	350,657	293,626	36%	19%
Penetration Rate of Households	10.84%	13.60%	12.71%		
Penetration Rate of Cable Subscribers	29.43%	36.47%	34.72%		
Telephony Subscribers	136,365	136,365	38,475	254%	254%
Penetration Rate of Households	3.71%	5.29%	1.67%		
Penetration Rate of Cable Subscribers	10.07%	14.18%	4.55%		
Unique Subscribers (3)	1,398,767	991,784	876,856	60%	13%
Penetration Rate of Households	38.04%	38.47%	37.97%		
Revenue Generating Units (RGU's) (4)	1,889,580	1,448,580	1,177,831	60%	23%
RGU's Per Unique Subscribers	1.35	1.46	1.34	1%	9%
ARPU per Unique Subscriber (5)	\$ 340	\$ 386	\$ 362	-6%	7%

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) Calculated Adjusted EBITDA Margin for cable operations, which reflects combined results of operations, without results of MCM holding, divided by the net service revenues for cable operations.
- (3) Unique Subscribers are defined as subscribers for services provided by our cable television, HSD Internet or telephony; this customer would be counted as only one "unique" customer. Additionally, if a single residential customer subscribes to cable television, HSD Internet and telephony, that customer would also be counted as a unique customer.
- (4) RGU's or revenue generating units are defined as unique services providers in our cable television, HSD Internet and telephony segments.
- (5) 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 (the sum is the average of subscribers between the first day of the period and the last day), then divided by the number of months during the period.

Operating Results

As of March 31, 2008, the number of video subscribers reached 1,354,531 an increase of 508,801, or 60%, when compared to the figure as of March 31, 2007, due mainly to the acquisitions made in the second half of 2007, and an organic growth of 115,828 subscribers, or 14%.

Digital video subscribers totaled 139,571, for an additional 60,582 subscribers, or 77% when compared to the figure as of March 31, 2007, including acquisitions and 66% excluding them. This figure represents 10% of video subscribers compared to 9% in 1Q07.

The number of high-speed internet access subscribers reached 398,684 for the first quarter of 2008, which represents 105,058 new subscribers, or 36%, when compared to 1Q07. Excluding acquisitions, this figure grew by 19%.

The number of telephony subscribers increased by 254% reaching 136,365, representing 97,890 new additions, when compared to 1Q07.

The penetration of video cable subscribers over homes passed, including acquisitions, was 37% as of March 31, 2008, which remained flat when compared to the first quarter of 2007.

The Company's revenue generating units ("RGUs") increased 60%, from 1,177,831 as of March 31, 2007 to 1,889,580 as of March 31, 2008. Excluding the acquisition, this figure grew 23%. RGUs per subscriber went from 1.34 in 1Q07 to 1.35 in 1Q08 including the acquisitions; excluding the acquisitions, this figure was 1.46.

MEGACABLE HOLDINGS S. A. B. DE C. V.					
Three- month Period Ended as of March 31, 2008 and 2007					
	As of March 31, 2008			Variation 1Q08 Con Adq. vs 1T07	Variation 1Q08 Without Acq. Vs. 1Q07
	2008 With Acquisitions	2008 Without Acquisitions	2007 Consolidated		
Subscribers					
Video	1,354,531	961,558	845,730	60%	14%
Internet	398,684	350,657	293,626	36%	19%
Telephony	136,365	136,365	38,475	254%	254%
RGUs (1)	1,889,580	1,448,580	1,177,831	60%	23%
Unique Subscribers (2)	1,398,767	991,784	876,856	60%	13%
RGUs per unique Subscribers	1.35	1.46	1.34	1%	9%
ARPU (3) (Ps.)					
Unique Subscribers	340.5	386.4	361.7	-6%	7%
Video	244.7	253.4	245.4	0%	3%
Internet	232.5	251.1	275.0	-15%	-9%
Telephony	194.8	194.8	238.2	-18%	-18%
EBITDA (4)/Average RGUs	135.5	143.9	145.4	-7%	-1%
EBITDA /Unique subscribers average	181.9	208.1	194.3	-6%	7%
Monthly Churn Rate					
Video	2.8%	2.8%	2.7%		
Internet	3.9%	3.7%	2.9%		
Telephony	5.1%	5.1%	6.2%		
Homes Passed	3,676,856	2,577,807	2,309,438	59%	12%
Network by Kilometers	24,739	16,718	14,904	66%	12%

Notes:

- (1) RGU'S, or revenue generating units, are defined as unique services provided by our cable television, HSD internet and digital telephony segments.

- (2) Unique Subscribers are defined as subscribers for services provided by our cable television, HSD Internet or telephony; this customer would be counted as only one "unique" customer. Additionally, if a single residential customer subscribes to cable television, HSD Internet and telephony, that customer would also be counted as a unique customer.
- (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 (the sum is the average of subscribers between the first day of the period and the last day), then divided by the number of months during the period.
- (4) Monthly adjusted EBITDA is calculated by adding to net income, 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.

The average monthly disconnection rate, or churn rate, shown in the table above does not include the additions and cancellations of subscribers that were never activated due to technical difficulties encountered during installation. These technical problems are due to installations outside of the concession area or the absence of the subscriber on more than three visits; this caused a margin of error for this indicator of approximately 0.4% to 0.5% in video, between 0.7% and 0.8% in internet and between 1.5% and 1.7% in telephony. Under those considerations, churn rate are the following:

For video, the churn rate increased slightly from 2.7% in 1Q07 to 2.8% in 1Q08 due to a higher penetration rate in areas of low purchasing power. For internet, this increased from 2.9% to 3.9%, due mainly to a greater marketing effort in areas of lower purchasing power as well as the fact that Holy Week took place during 1Q08 as opposed to 2Q07 for comparative purposes. In terms of telephony, this figure went from 6.2% in 1Q07 to 5.1%.

ARPU per unique subscriber reached Ps. 341 in 1Q08 including the acquisitions made, and Ps. 386 without; this represented a 6% decrease and a 9% increase, respectively, when compared to the ARPU in 1Q07 of Ps. 362. The aforementioned decrease is due to the incorporation of subscribers that were acquired and had lower ARPUs than Megacable's standards.

Video ARPU including acquisitions remains flat at Ps. 245 in 1Q08 vs 1Q07. Excluding the acquisitions, this ARPU is 3% higher. Internet ARPU including acquisitions decreased 15% from 1Q07 to 1Q08, and declined 9% without acquisitions between these two periods, due to higher penetration in the segments with lower purchasing power. In telephony, ARPU decreased 18% from 1Q07 to 1Q08 with and without acquisitions, due to sales of double and triple-play packages with additional promotions compared to the marketing program in 1Q07.

Notably, video cable rates in the basic tier were raised in February of 2008 by 4.8%, while video lower tiers, high speed access internet and telephony rates remained unchanged.

The number of homes passed increased by 59% from 1Q07 to 1Q08 due to the acquisitions mentioned as well as the construction of approximately 1,814 Km. during the last 12 months, for a total of 3,676,856 homes passed and a network extension of 24,739 km. As of March 31, 2008, the network had an 85% bidirectional rate including the systems acquired and 96% over the original network. As of March 31, 2007, the bidirectional percentage was 91%.

Consolidated Results

The following analysis includes 1Q08 results with Proforma Results for 1Q07 to facilitate comparisons between both periods. For informational purposes, actual 1Q07 results are also provided.

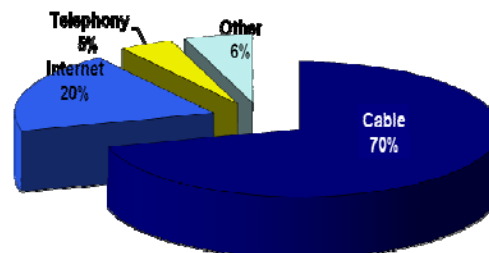
Total consolidated services revenue increased 17% to Ps. 1,421 million in 1Q08, when compared to 1Q07. In 1Q08, the proportion from video, internet and telephony was 70%, 20% and 5%, respectively. This breakdown for 1Q07 proforma is 73%, 18%, and 4%,

Total Revenue by Business Segment:

	Consolidated as of March 31, 2008		without Acq. as of March 31, 2008		Consolidated As of March 31, 2007		Proforma As of March 31, 2007		Var. 1Q08 vs 1T07 Proforma
Video	988	70%	730	64%	617	65%	843	73%	17.2%
Internet	278	20%	263	23%	238	25%	207	18%	33.8%
Telephony	72	5%	72	6%	25	3%	43	4%	67.4%
Other	83	6%	83	7%	63	7%	63	5%	31.4%
Total	1,421	100%	1,149	100%	943	100%	1,157	100%	22.8%

* In million pesos.

Operating costs increased by 22%, while general and operating expenses increased by 3%. Operating income reached Ps. 641 million in 1Q08 for an increase of 42% over the Ps. 450 million reported in 1Q07. The ratio of cost of services to net income remained flat between periods at 24%.



The decrease in the Other Income line from 1Q07 to 1Q08 was mainly due to goodwill amortization of Ps. 67 million added in 1Q07.

The comprehensive financing income is comprised as follows:

In thousands of Pesos	Proforma		
	Mar-08	Mar-07	Mar-07
Exchange Rate Income	35,476	24,457	24,457
Interest Income	16,666	30,539	31,186
Monetary Position Gain	-	3,299	3,299
Exchange Rate loss	15,178	32,123	34,009
Interest expenses	62,236	44,149	89,050
Surplus in restatement of income	-	1,273	1,273
Comprehensive Financing (Income) Loss , Net	25,272	16,705	62,844

The exchange rate gains and losses posted during both periods resulted mainly from the dollar-denominated debt which was US\$100 million in 1Q07 vs. Ps. 130 million in 1Q08, while cash in dollars for both periods was US\$37 million and US\$47 million, respectively. Exchange rate gains and losses are based on a combination of the short-term appreciation and depreciation of the peso-dollar exchange rate.

Interest income, which derives from cash and short-term investments, was Ps. 1,297 million in 1Q08 compared to Ps. 1,765 million in 1Q07.

Interest expenses in 1Q07 were derived from a credit of Ps. 200 million, 100 million of which was dollar-denominated and 100 million was peso-denominated, at a rate of LIBOR + 1.25% and TIIE + 1.25%. As of March 31, 2008, there were loans outstanding for US\$130 million and Ps. 130 million, both at rates of LIBOR + TIIE + a 0.70% spread.

Income tax is comprised as follows:

Income Taxes			
Thousand Pesos	1Q08	1Q07	1Q07 Proforma
Provisions for Labor Obligations	-	793	793
Income Tax	151	9,517	2,790
Asset Tax	1,244	5,612	5,612
Deferred Income Tax	- 14,065	37,718	37,718
Flat Tax (IETU)	102,160	-	-
Deferred Flat Tax (IETU)	- 32,006	-	-
Total	\$ 57,484	\$ 53,640	\$ 41,332

Beginning in 2008, the new Business Flat Tax (IETU) was implemented; this year, the rate will be 16.5%. Deferred IETU refers to its amortization, which was calculated at the close of 2007.

Net income for 1Q08 increased by 31%, when compared to Proforma Results 1Q07.

➤ **Adjusted EBITDA for Cable Operations**

Adjusted EBITDA for the cable operation increased 34% to Ps. 759 million for 1Q08 compared to Ps. 569 million in 1Q07, and rose 22%, excluding the acquisitions made in the second half of 2007. When comparing 1Q08 with acquisition and actual 2007 proforma, this figure rose 50%.

The Adjusted EBITDA margin over total services revenue excluding MCM was 56% in 1Q08 compared to 51% in proforma 1Q07, 57% in 1Q08 excluding acquisitions and 56% versus actual 1Q07. With these results, the Company has shown its ability to improve the profitability of the acquired companies in line with Megacable's standards.

EBITDA FOR CABLE OPERATIONS				
In million Pesos	As of March 31, 2008			
	2008	2008	2007	2007
	Consolidated	Without Acq.	Combined	Proforma
Consolidated operating Income	\$ 641	\$ 518	\$ 407	\$ 450
Less operating Income of MCM Holding	- 2	- 2	- 9	- 9
Operating Income for Cable Operations	643	520	416	459
Plus Consolidated depreciation and amortization	113	98	88	107
Less depreciation and amortization of MCM Holding	8	8	8	8
Plus Non- recurring items	11	9	11	11
		-	-	-
Adjusted EBITDA for Cable Operations (1)	\$ 759	\$ 619	\$ 507	\$ 569
	\$ -	\$ -	\$ -	\$ -
Total Income excluding MCM	\$ 1,364	\$ 1,092	\$ 900	\$ 1,114
Adjusted EBITDA Margin for Cable Operations	56%	56.7%	56%	51%

Note:

- (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.

Liquidity, Debt and Capital Structure

The following analysis is based on the Balance Sheet as of March 31, 2007 and 2008. No proforma Balance Sheet was prepared.

➤ Liquidity

Liquidity Ratio	As of March 31st,	
	2008	2007
Assets Ratio	2.85	2.56

The Company's coverage ratio improved in 1Q08 when compared to 1Q07, to 2.85x from 2.56x.

Cash and short-term investments decreased 27% from 1Q07 to 1Q08, mainly due to the payment of the acquisitions made during the second half of 2007.

➤ Property, Plant and Equipment

The 66% increase in fixed assets, net from 1Q07 to 1Q08 stemmed mainly from the construction of additional network coverage, the incorporation of terminal equipment for subscribers, such as cable modems for voice and data, and digital set top boxes, as well as for acquisitions during the second half of 2007. Goodwill

amortization, net, increased 340% primarily due to the aforementioned acquisitions.

➤ **Net Debt**

Net debt went from Ps. 513 million in 1Q07 to Ps. 1,567 million in 1Q08, which represents an annualized net debt to EBITDA ratio of 0.25 in 1Q07 to 0.52 in 1Q08. The ratio of EBITDA to interest paid was 12.20x in 1Q08 compared to 11.48x in 1Q07.

As of March 31st,		
Debt Ratios	2008	2007
Debt Ratio	0.38	0.53
Debt to Equity Ratio	0.61	1.14
Net Debt/ Annualized EBITDA	0.52	0.25
Cobertura de Intereses		
EBITDA/ interests expenses	12.20	11.48

Thousands of Pesos	1Q08	1Q07
Short term Debt	33,460	290,715
One year maturity of long term bank loans	33,460	290,715
Long Term Debt	2,830,856	1,988,171
Bank loans	2,830,856	1,988,171
Total Debt	2,864,316	2,278,886
Cash and short term investments	1,296,681	1,765,491
Net Debt	1,567,635	513,395

➤ **Shareholders' Equity**

Shareholders' equity increased 143%, from Ps. 2,727 million in 1Q07 to Ps. 6,621 million in 1Q08, supported mainly by the growth in retained earnings and the net premium of the Company's initial public offering, completed in November 2007.

➤ **CAPEX**

During the first quarter of 2008, Megacable invested Ps.184 million mainly allocated towards the 453 km network expansion, upgrades, and the acquisition of subscriber, computer system and transportation 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. The Company operates in 23 states in Mexico and 180 municipalities. Megacable's shares trade on the Mexican Stock Exchange in the form of CPOs, with a ratio of 2 Series A shares to 1 CPO. As of

March 31, 2008, the Company had 1,721,355,673 Series A shares in circulation from which derived 197,955,903 CPOs.

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.

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(Financial Tables Follow)

MEGACABLE HOLDINGS, S. A. B. DE C.V.					
RESULTS FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2008					
Thousands of Pesos as of March 31, 2008					
In Thousands of Pesos	Non Audited			Variation 1Q08 vs 1Q07	Variation 1Q08 vs Proforma
	1Q08	1Q07	1Q07 Proforma (2)		
Services Income	\$ 1,420,940	\$ 942,944	\$ 1,156,818	51%	23%
Cost of Services	334,525	225,995	275,319	48%	22%
Gross Profit	1,086,415	716,948	881,499	52%	23%
Operating and General Expenses (1)	445,324	309,989	431,237	44%	3%
Other income (expenses), net	7,996	74,610	87,018	(89%)	(91%)
Comprehensive Financing Income, Net	-	25,272	-16,705	51%	(60%)
Equity in income of associated companies	-	259	-	20%	20%
Income Before Income Tax and Minority Interest	623,556	464,649	474,220	34%	31%
Income Tax	57,484	53,640	41,332	7%	39%
Income Before Minority Interest	566,072	411,010	432,888	38%	31%
Minority Income	12,326	10,116	10,282	22%	20%
Net Profit	\$ 553,745	\$ 400,894	\$ 422,606	38%	31%

- (1) Depreciation and amortization for the periods ended March 31st, 2008 and 2007, was of Ps. 112,648 thousand and Ps. 88,320 thousand, respectively. For the proforma income statement for 2007, depreciation was Ps. 107,450 thousand.
- (2) Proforma statements are calculated as if the acquisitions of the second semester 2007 were reported as consolidated results beginning January 1st, 2007.

MEGACABLE HOLDINGS, S. A. B DE C. V.		
NON AUDITED BALANCE SHEET		
AS OF MARCH 31, 2008 AND 2007 IN THOUSAND PESOS		
	As of March 31,	
	2008	2007
	CONSOLIDATED	CONSOLIDATED & COMBINED
ASSETS		
CURRENT ASSETS:		
Cash and short term investments	\$ 1,296,681	\$ 1,765,491
Accounts receivable from customers and other	273,736	238,784
Recoverable value added tax	109,176	129,908
Notes receivable	-	-
Affiliated an associated companies	1,513	818
Inventories	96,422	54,201
Total Current Assets	1,777,528	2,189,202
Investment in shares of associated companies	46,838	46,543
Property, systems and equipment, net	4,343,961	2,619,638
Goodwill, net	4,277,020	971,413
Preoperating expenses, net	10,770	8,349
Deferred Taxes	-	-
Other assets	202,617	91
TOTAL ASSETS	\$ 10,658,734	\$ 5,835,236
LIABILITIES AND STOCKHOLDER'S EQUITY		
CURRENT LIABILITIES		
Suppliers	258,322	167,096
One-year maturity of long term liabilities	33,460	290,715
Affiliated and Associated Companies	78,666	39,730
Accounts payable and accrued expenses payab	252,906	359,213
TOTAL CURRENT LIABILITIES	623,355	856,754
LONG TERM LIABILITIES		
Bank loans	2,830,856	1,988,171
Labor obligations	40,641	42,554
Deferred Income Tax	198,243	128,960
Flat Tax (IETU)- Net	344,533	-
Deferred loans, net	-	92,164
Total Long Term Liabilities	3,414,274	2,251,850
TOTAL LIABILITIES	\$ 4,037,629	\$ 3,108,603
SHAREHOLDERS' EQUITY		
Capital Stock	918,350	1,002,887
Premium on subscription of shares	4,999	-
Net Premium on the placement of shares	2,101,129	5,001
Cumulative effect of deferred income tax	- 48,891	- 48,890
Surplus in the restatement of stockholders' equi	177,970	35,213
Retained Earnings	3,342,843	1,629,130
Minoritary Interest	124,706	103,291
TOTAL SHAREHOLDERS' EQUITY	\$ 6,621,105	\$ 2,726,633
TOTAL LIABILITIES AND STOCKHOLDERS' I	\$ 10,658,734	\$ 5,835,236