

RESTRICTED

PROPOSED ACQUISITION BY NEWS CORP OF BSKYB

**OFT / OFCOM JOINT QUESTIONS TO NEWS RE
DRAFT CARRIAGE AGREEMENT AND BRAND LICENSING
AGREEMENT OF 21 MARCH 2011**

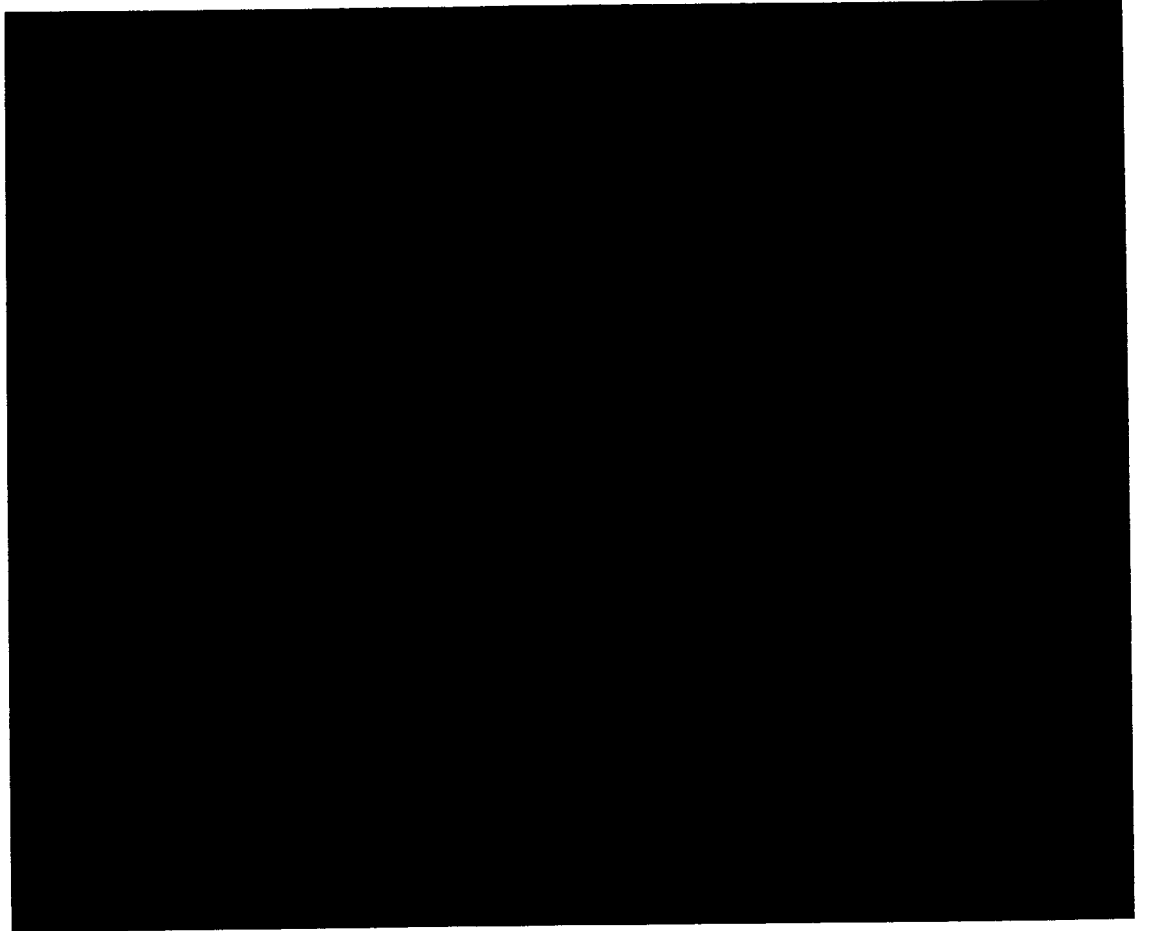
8 APRIL 2011

1. Introduction

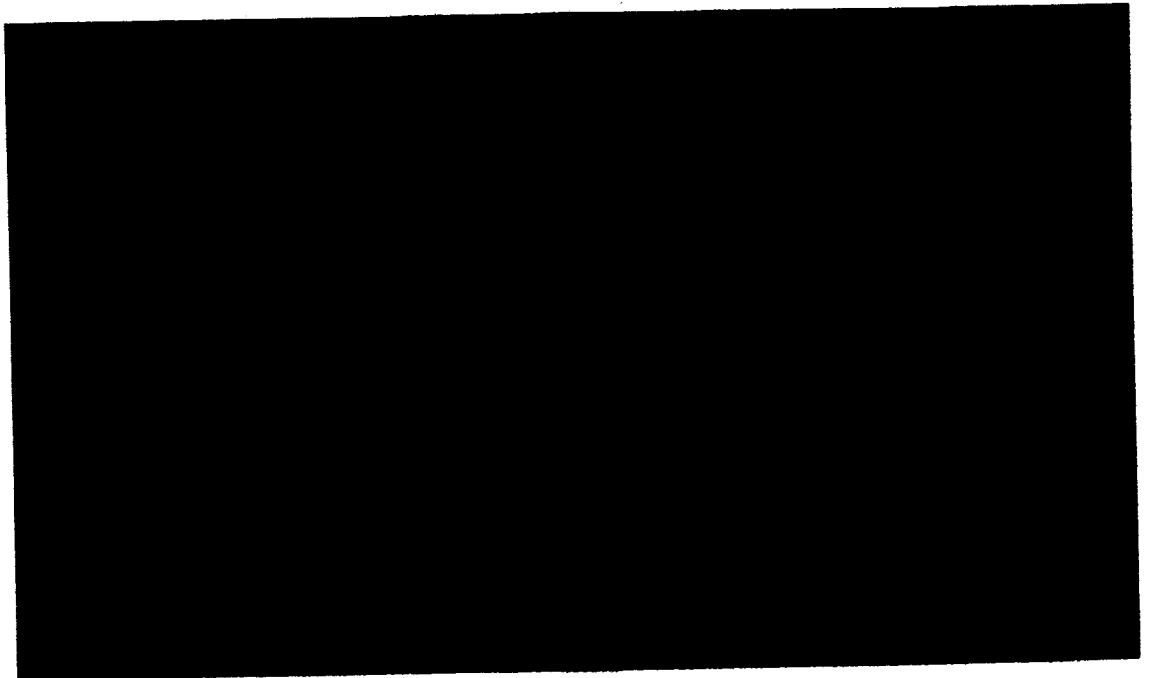
- 1.1. Following the response by News Corporation (News) on 4 April 2011 to the OFT and Ofcom's questions of 23 March, below we set out a number of questions relating to the draft carriage agreement and brand licence submitted to DCMS on 21 March 2011 and the revised business plan dated 4 April 2011 received by the OFT.
- 1.2. We are seeking from News either resolution of the concerns underlying the questions posed below or an explanation as to how they propose to resolve these issues. News' responses will be used by the OFT and Ofcom in preparing their advice to the Secretary of State under sections 93 and 93A Enterprise Act 2002 respectively.
- 1.3. The advice provided to the Secretary of State by each of the OFT and Ofcom on 11 February 2011 and 1 March 2011 was based on the information supplied by News hitherto, including the business plan. To the extent that News' proposals in relation to the carriage agreement and brand licensing agreement differ from the information previously supplied, including the business plan, the OFT and/or Ofcom will take this into account when providing further advice to the Secretary of State.



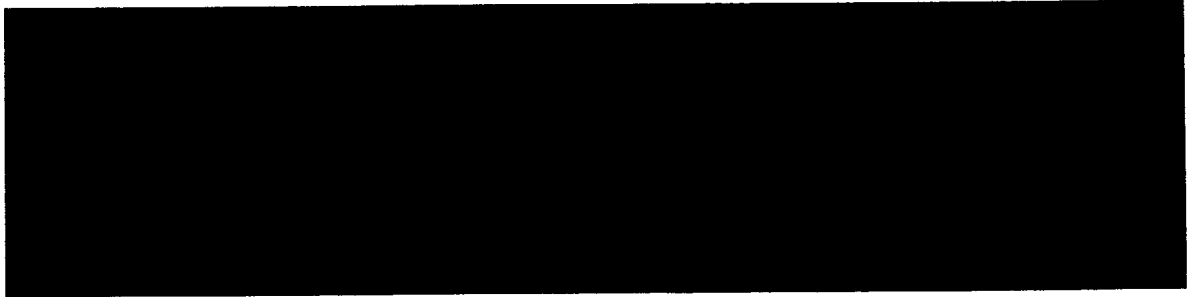
RESTRICTED



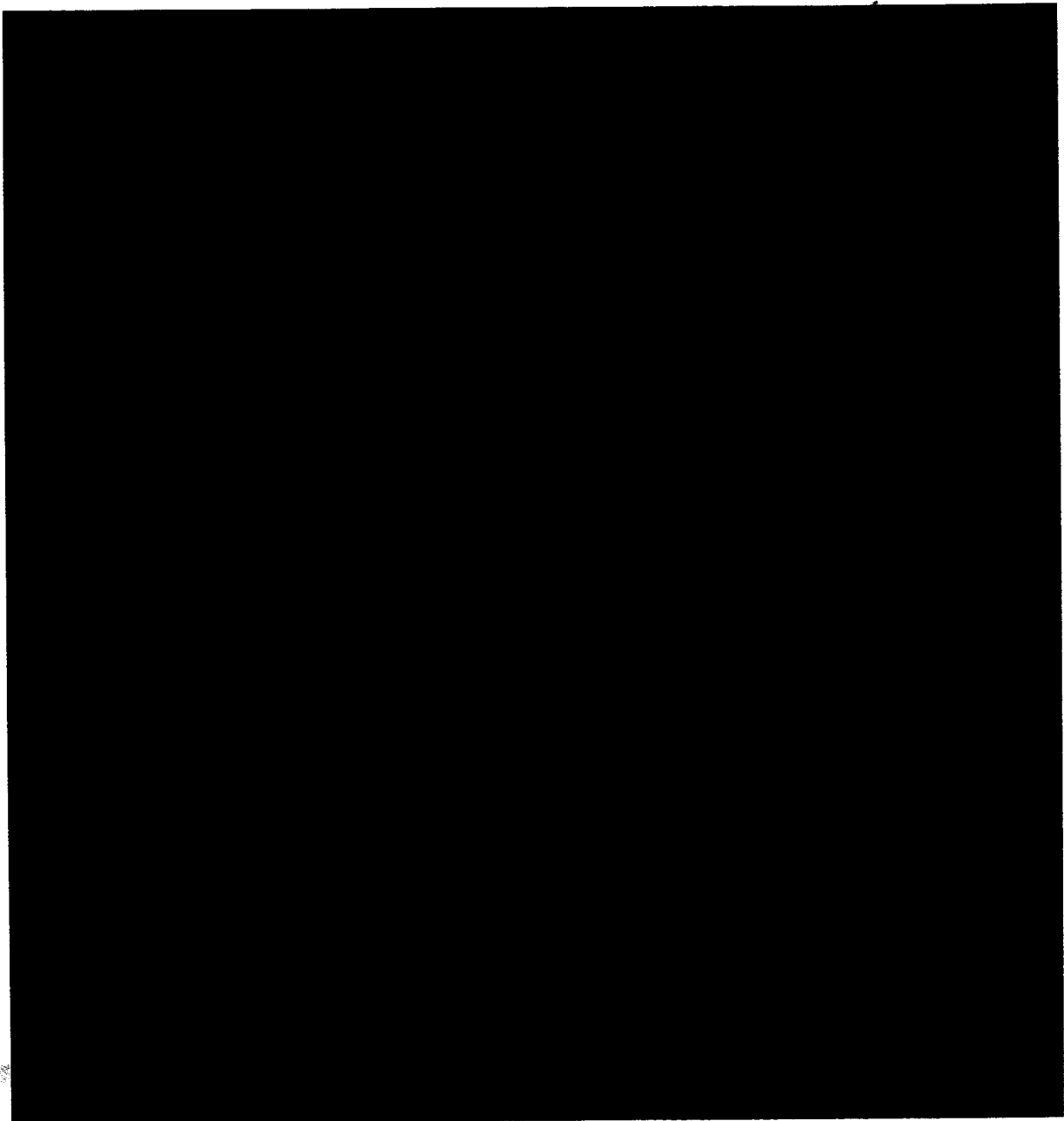
2.



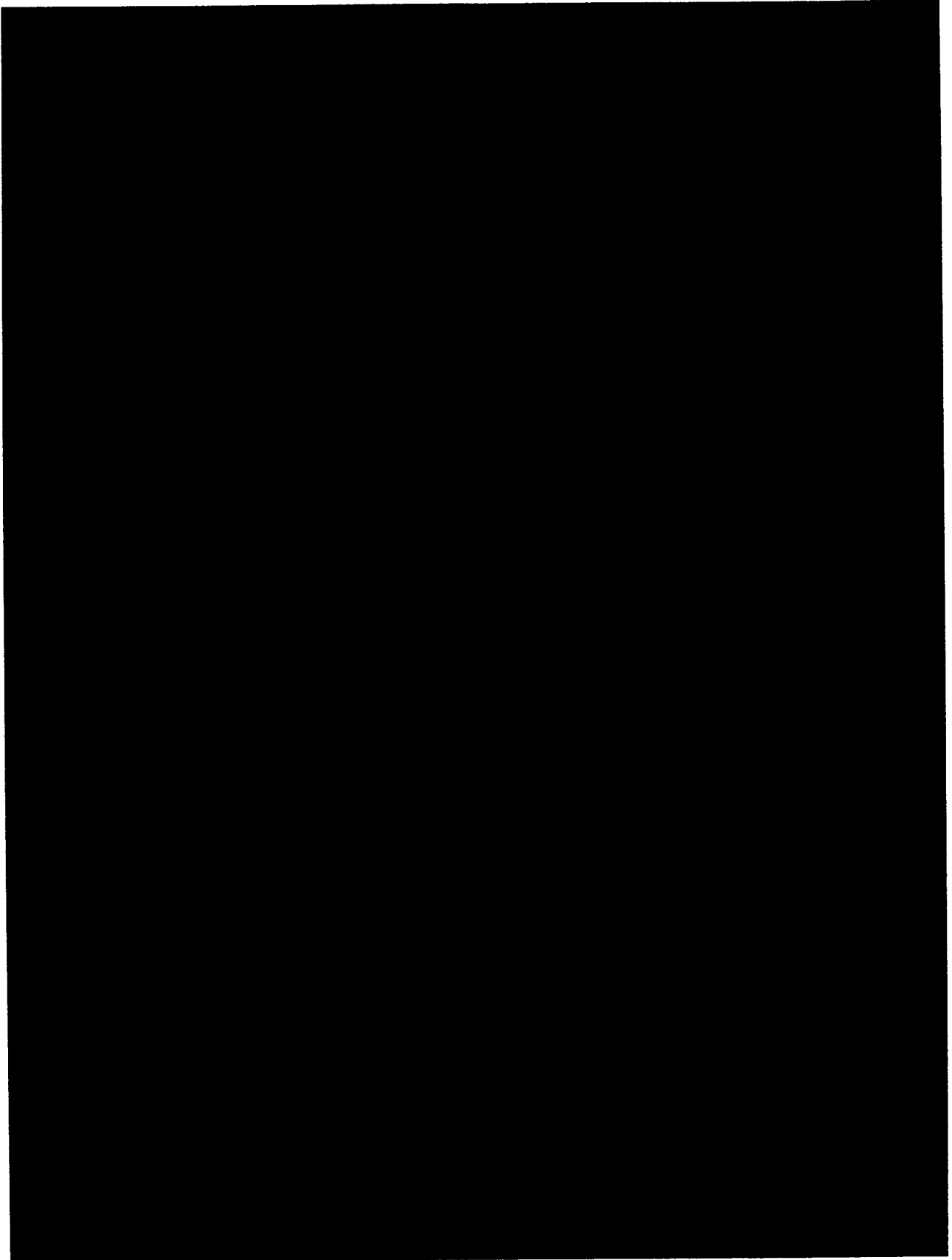
RESTRICTED



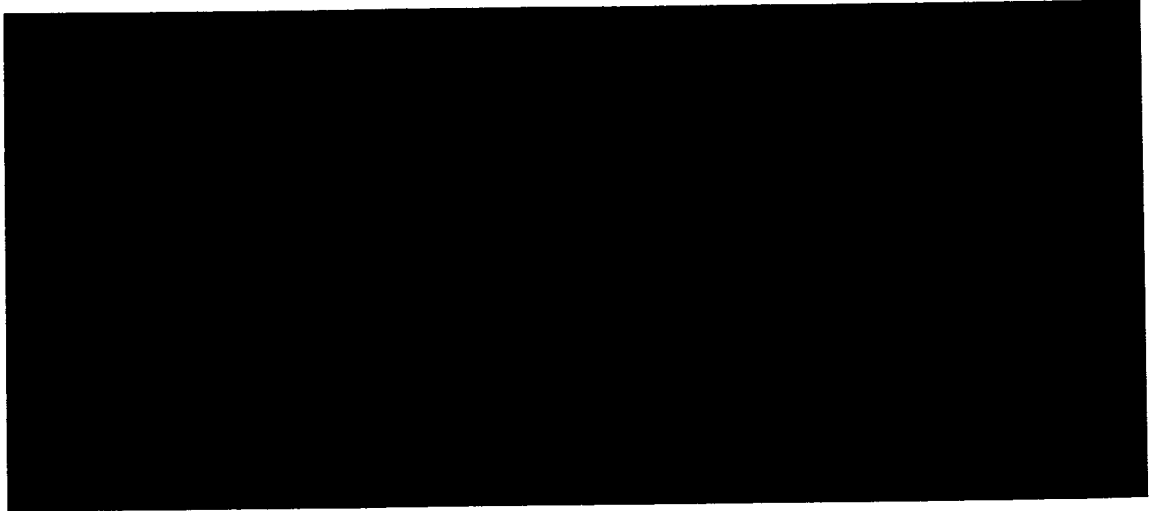
3. Diversification



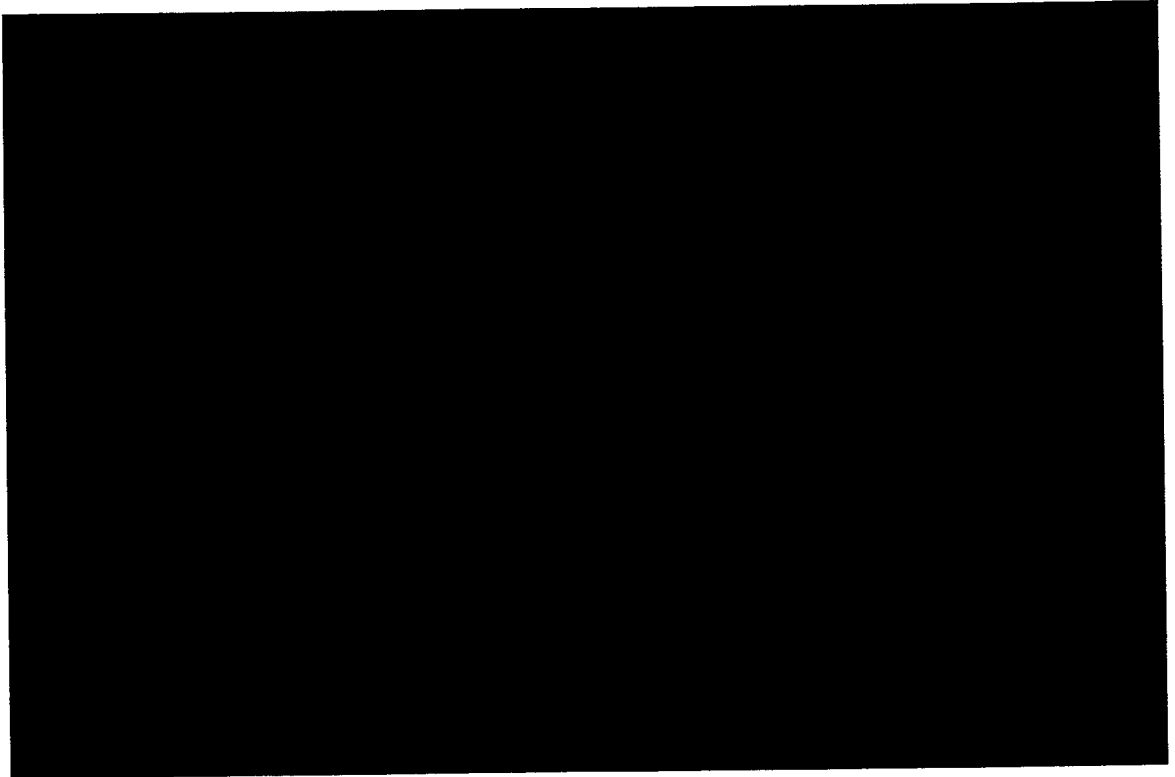
RESTRICTED



RESTRICTED

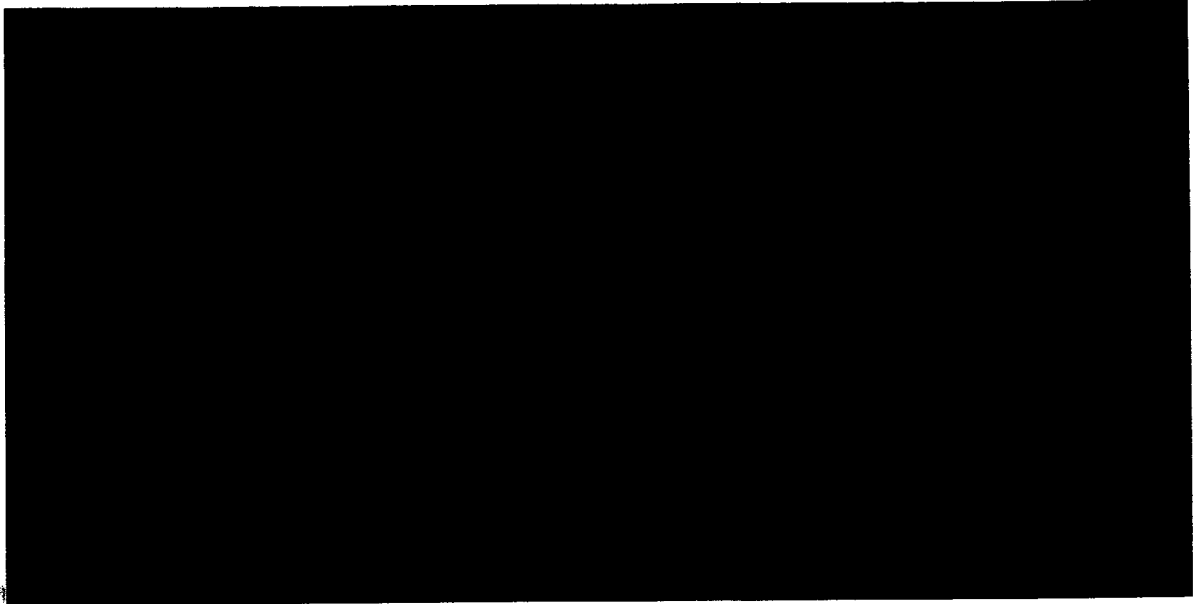


4. Marketing and advertising

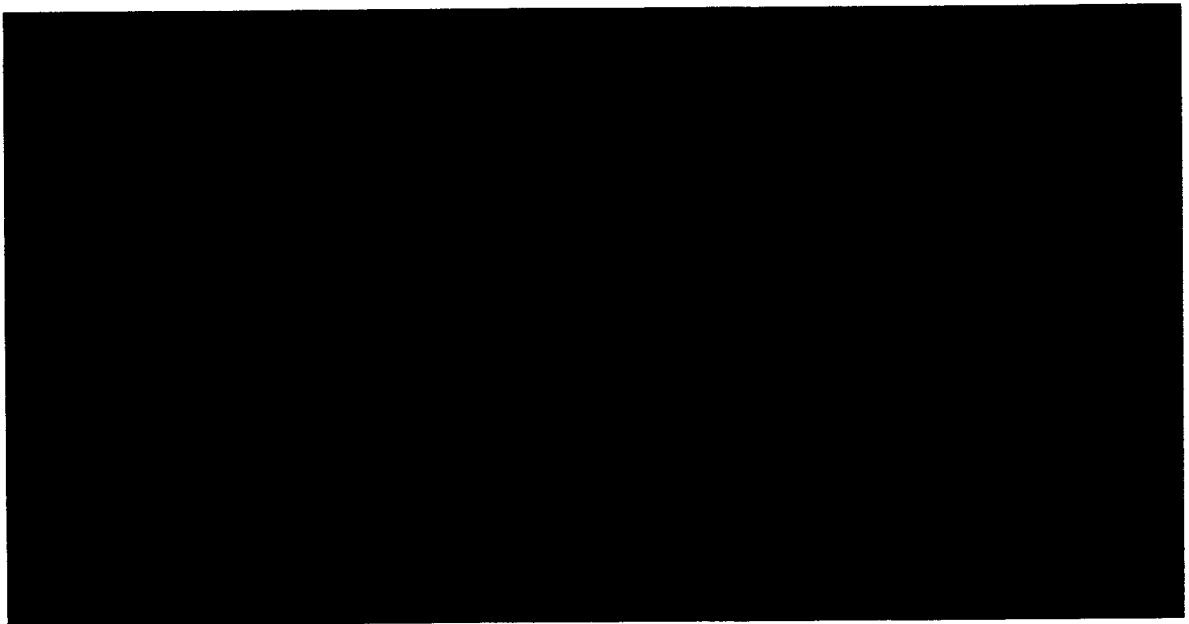


RESTRICTED

5. Cross promotion of Sky News on other Sky services



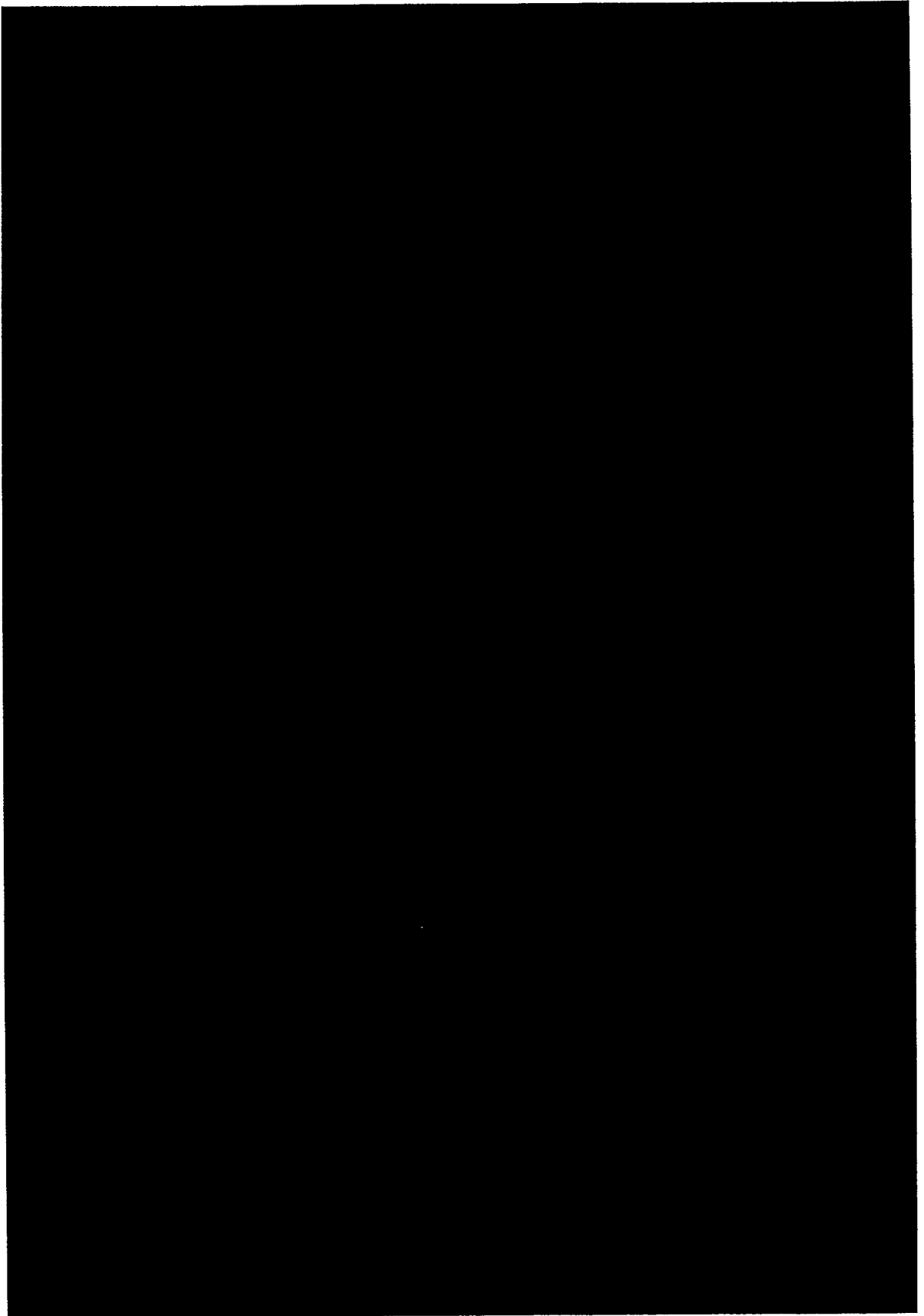
6. Distribution (including transmission) of Sky News



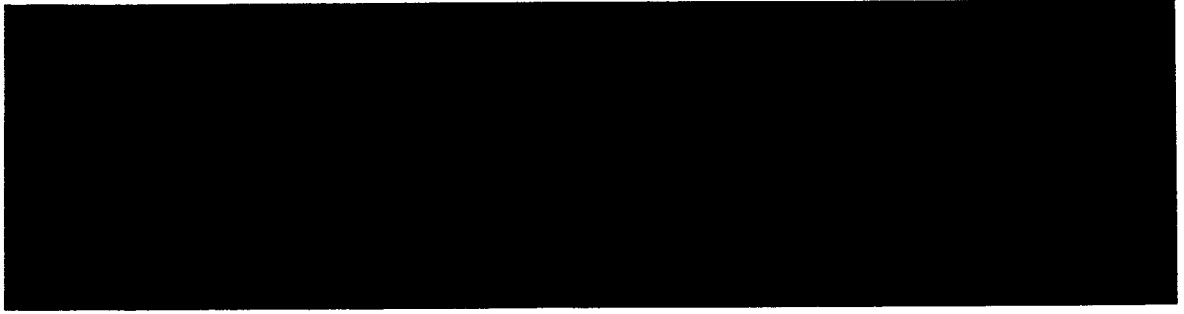
7. Symmetry on other contract terms



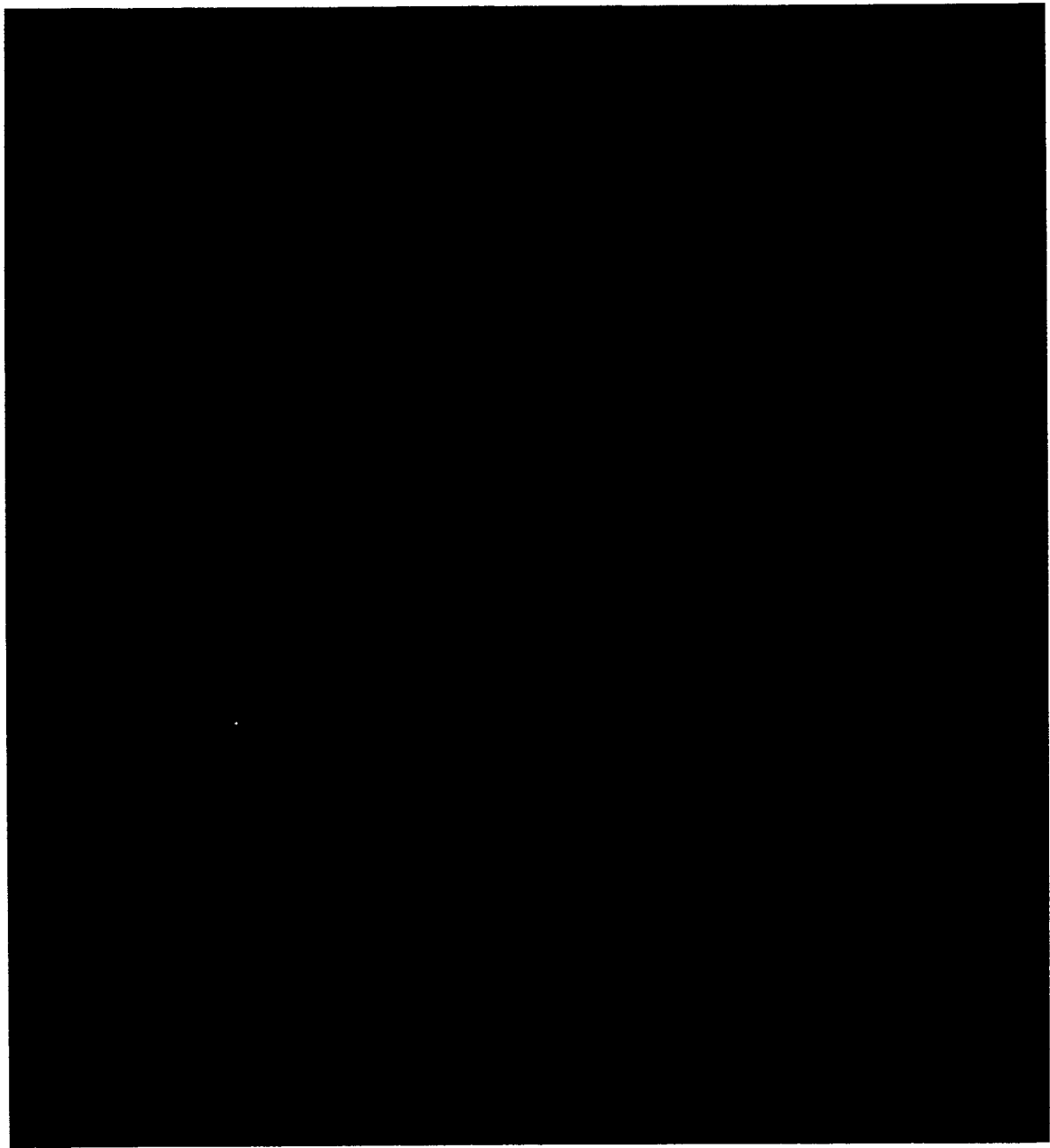
RESTRICTED



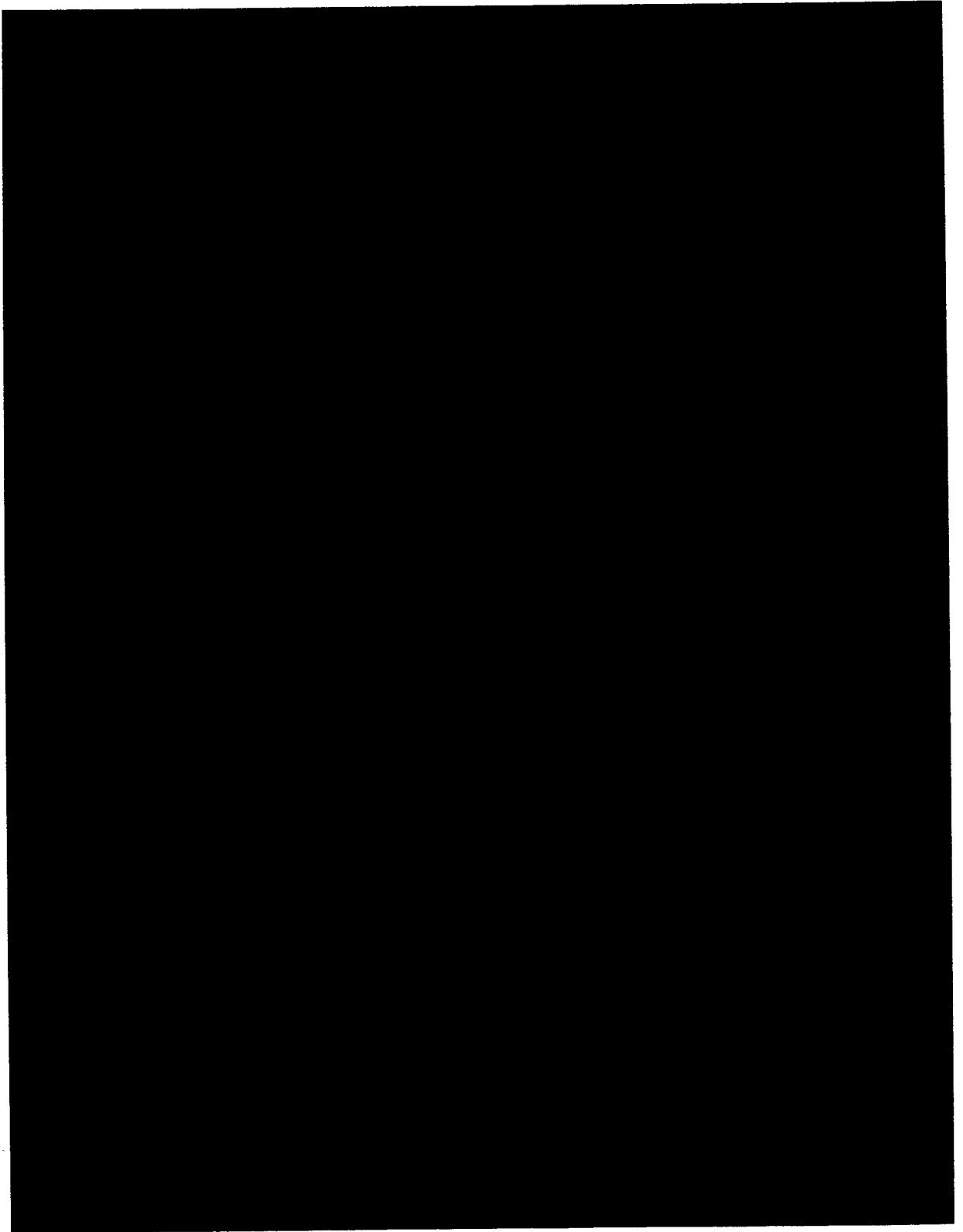
RESTRICTED



8. Mechanics and timing of spin-off

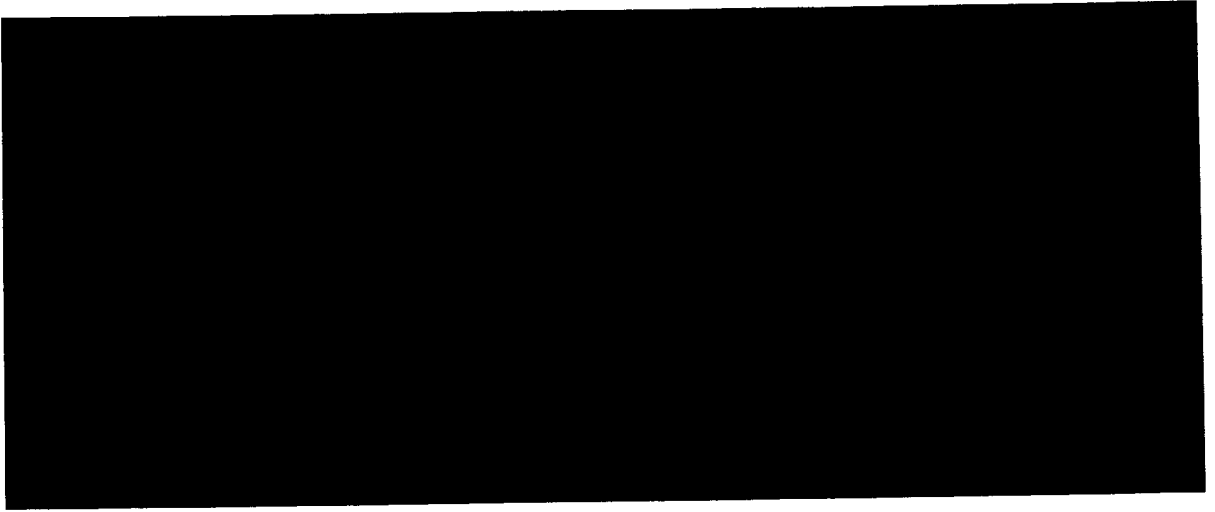


RESTRICTED



RESTRICTED

9. Change of control provision in the brand licensing agreement



OFT / OFCOM

8 April 2011