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PROPOSED ACQUISITION BY NEWS CORP OF BSKYB

**OFT / OFCOM QUESTIONS / COMMENTS TO NEWS
RE CARRIAGE AGREEMENT, BRAND LICENCE AND PROPOSED UIL**

6 MAY 2011

1. Introduction

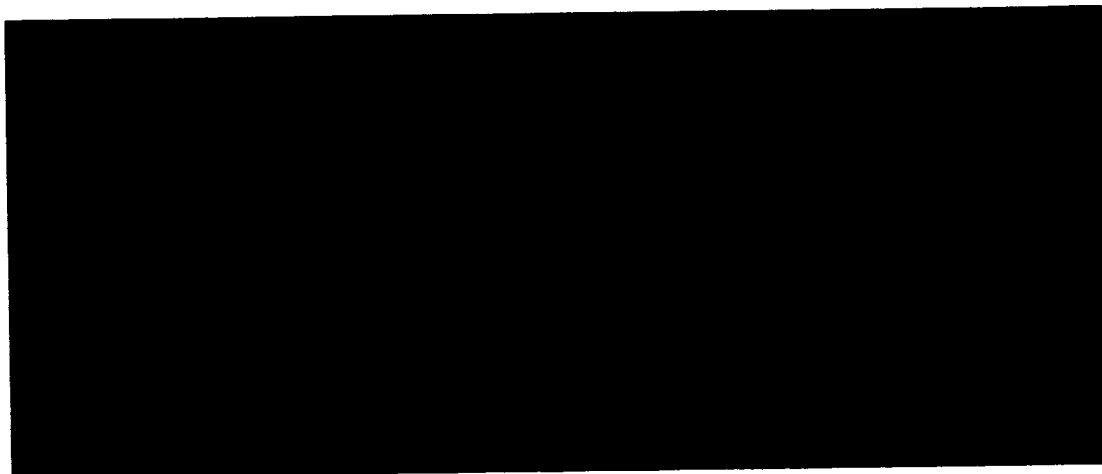
1.1. This document sets out below questions / comments for News Corporation (News) in relation to the undertakings in lieu (UIL) of 1 March 2011 on which the Secretary of State publicly consulted, further to News' response of 28 April to OFT / OFCOM question of 19 April 2011 and to the meeting between News, OFT and OFCOM of 5 May 2011.

1.2. OFT / OFCOM request a response to these questions / comments by 9am on 10 May 2011.

2. Questions and comments relating to the draft carriage agreement and brand licence

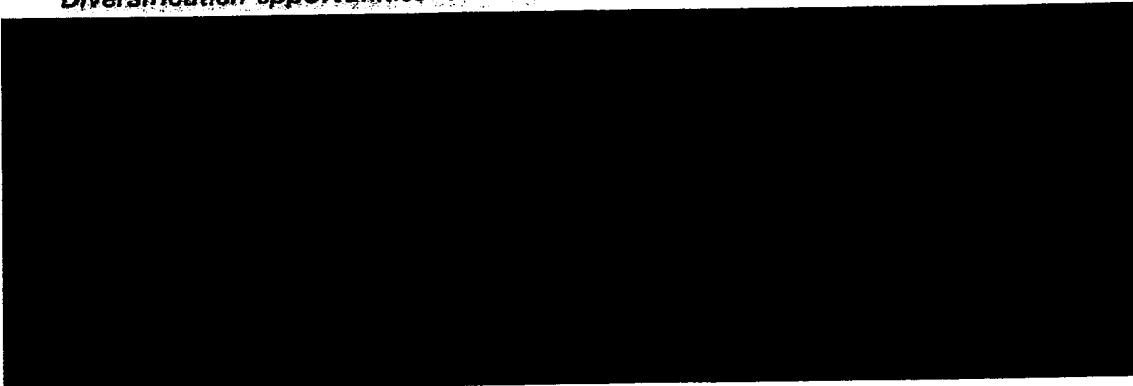


Marketing and promotion

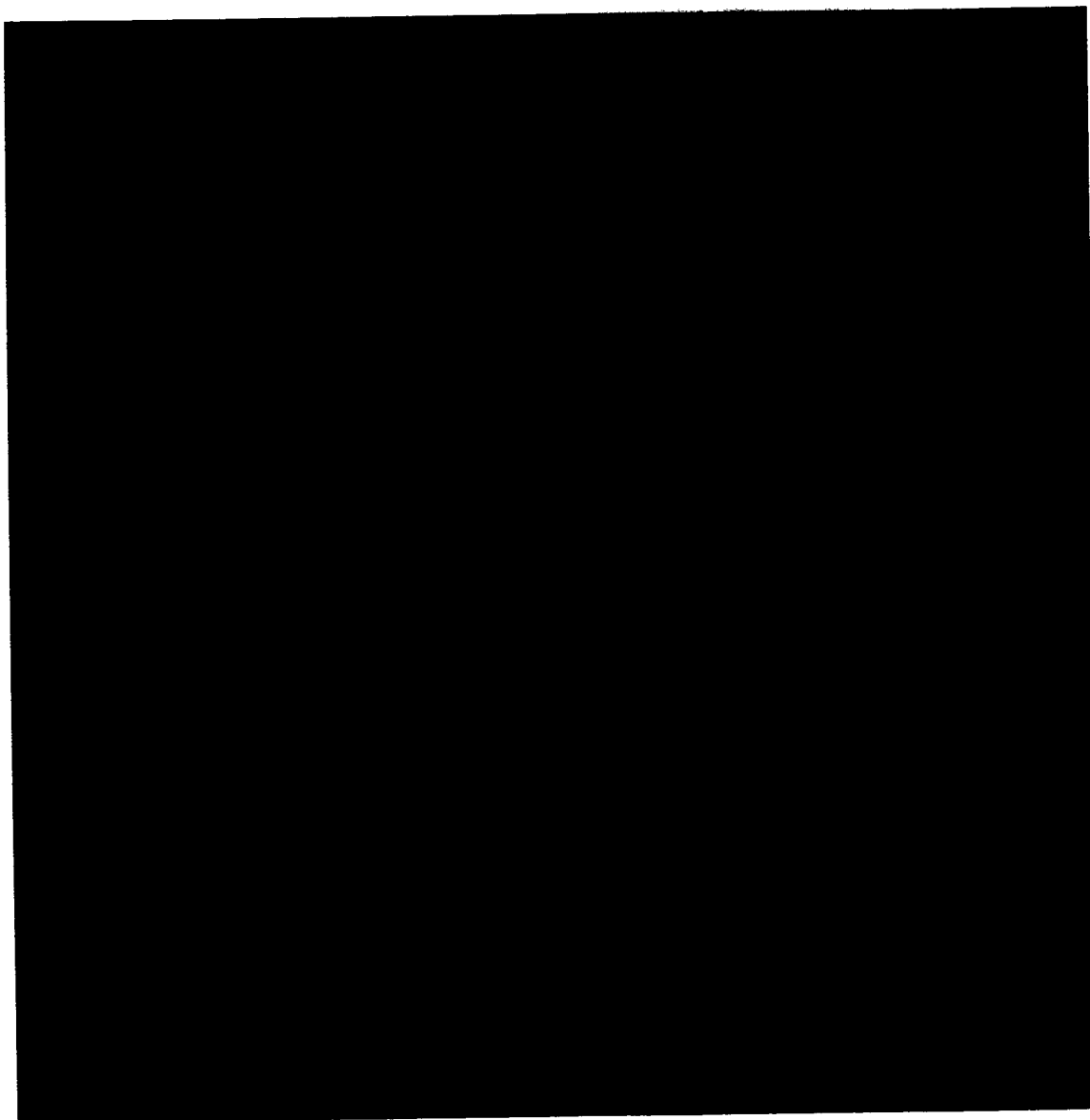


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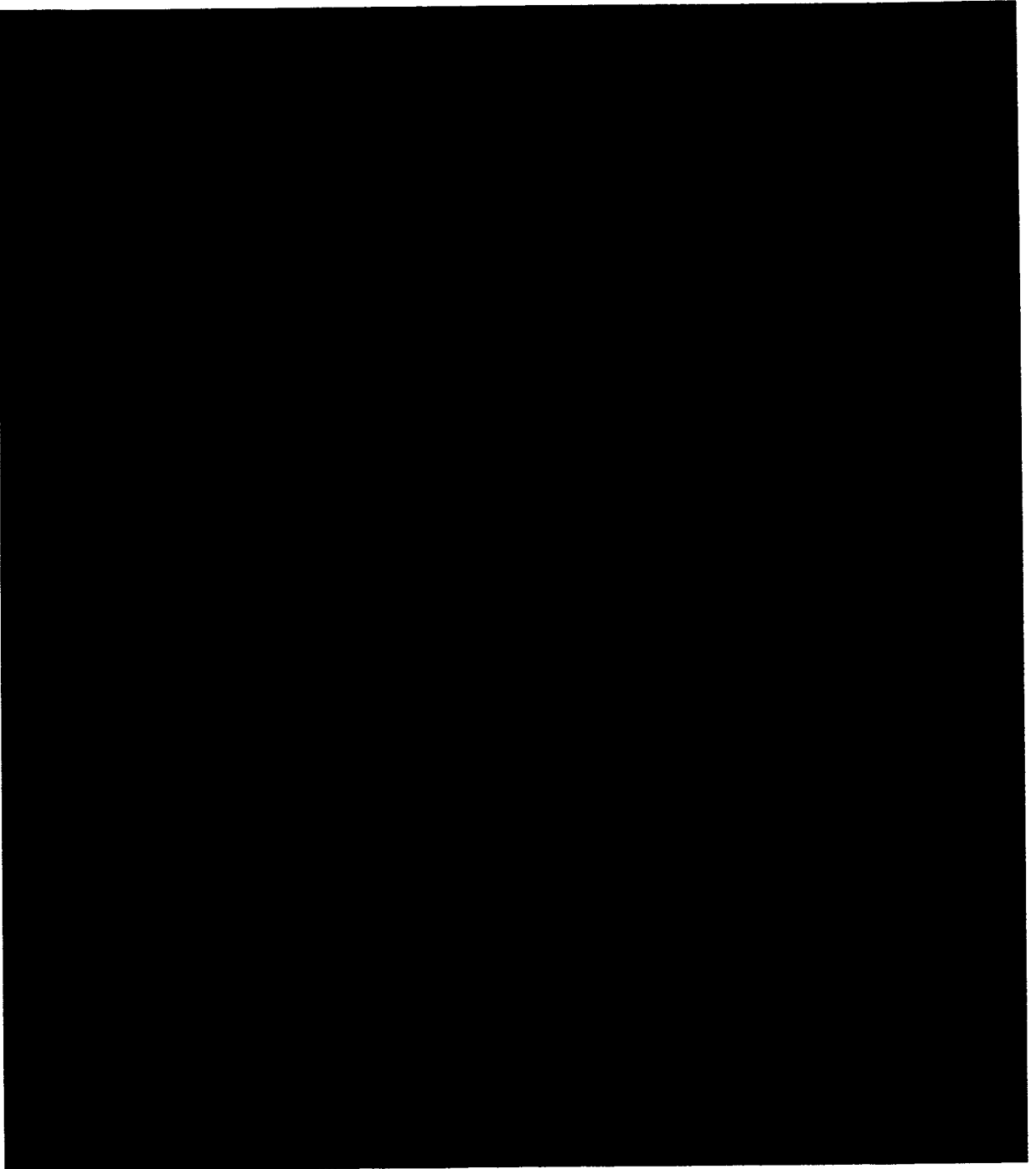
Diversification opportunities for Newco



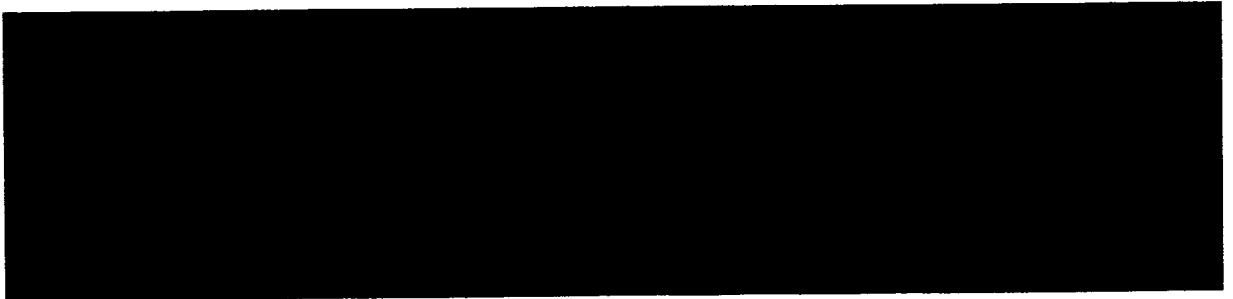
Carve-out from carriage fee payments



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Definition of subscribers



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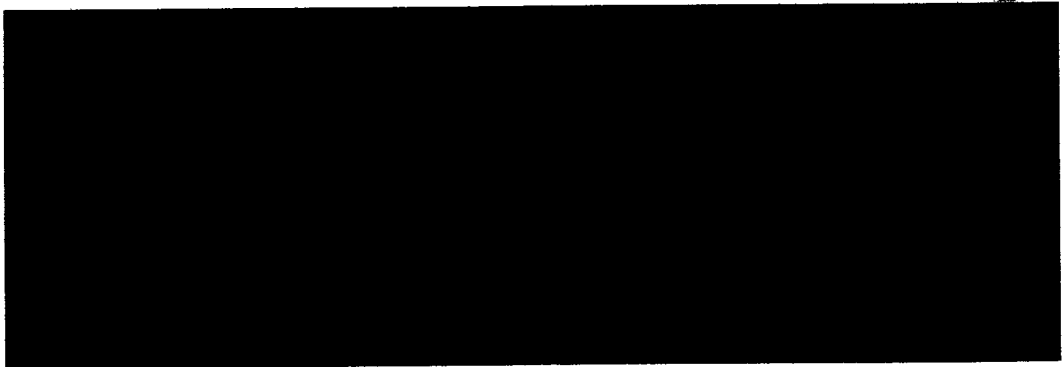


3. Questions and comments relating to the proposed undertakings in lieu

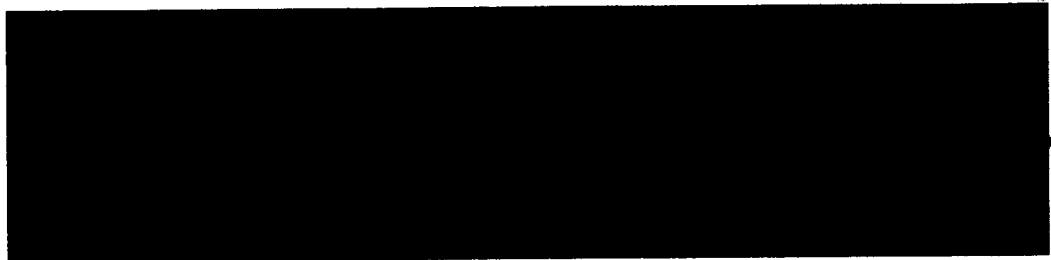
Purpose of the UILs



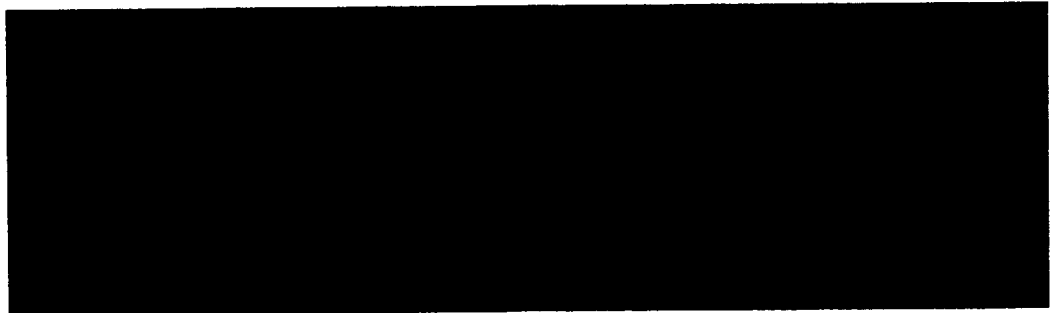
Corporate governance



Articles of Association

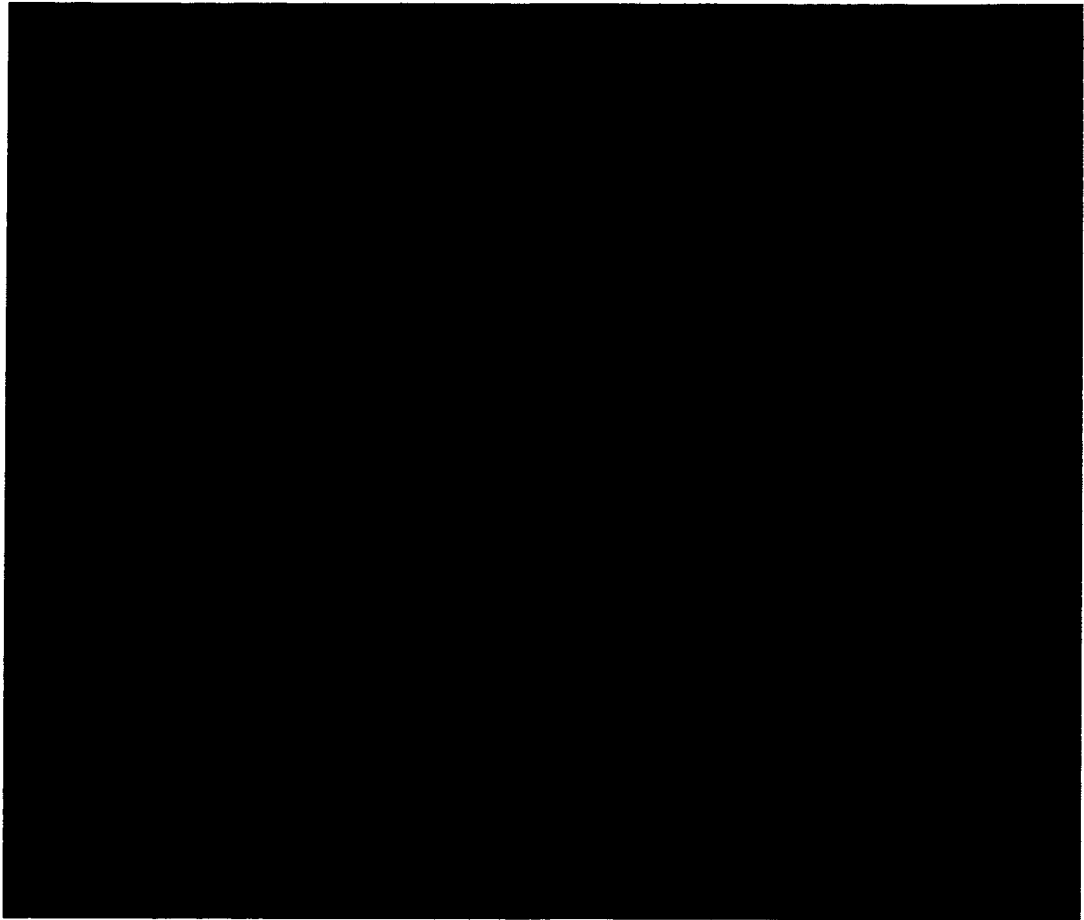


Interim action



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Monitoring trustee



Fair and reasonable provision



OFT / OFCOM
6 May 2011