

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

FILED

AUG 19 1994

UNITED STATES OF AMERICA,)
)
Plaintiff,)
)
v.)
)
TELE-COMMUNICATIONS, INC. and)
LIBERTY MEDIA CORPORATION)
)
Defendants.)

CLERK, U.S. DISTRICT COURT
DISTRICT OF COLUMBIA

Civil Action No. 94-0948

Entered: August 19, 1994

FINAL JUDGMENT

Plaintiff, United States of America, filed its Complaint on April 28, 1994. Plaintiff and Defendants, by their respective attorneys, have consented to the entry of this Final Judgment without trial or adjudication of any issue of fact or law. This Final Judgment shall not be evidence or admission by any party with respect to any issue of fact or law. Therefore, before any testimony is taken, and without trial or adjudication of any issue of fact or law, and upon consent of the parties, it is hereby

ORDERED, ADJUDGED AND DECREED:

I.

JURISDICTION

This Court has jurisdiction of the subject matter of this action and of each of the parties consenting to this Final Judgment. The Complaint states a claim upon which relief may be granted against Defendants under Section 7 of the Clayton Act, 15 U.S.C. § 18.

II.

DEFINITIONS

As used in this Final Judgment:

A. "Affiliated" means an ownership interest (other than a de minimis interest) in, or the right to direct the management decisions of, an entity.

B. "Control" means (i) the right, contractual or otherwise, to direct the management decisions of an entity, or (ii) an ownership interest of 50% or greater, unless Defendants do not have the right to direct the management decisions of such entity.

C. "Financial interest" means any economic interest, including, but not limited to, any ownership interest or right to any portion of current or future revenues.

D. "Multichannel subscription television distributor" means a person providing multiple channels of video programming to consumers for which a fee is charged, by any of various methods including, but not limited to, cable, satellite master antenna television, multichannel multipoint distribution, direct-to-home satellite (C-band, Ku-band, or direct broadcast satellite), or the facilities of common carrier telephone companies or their affiliates.

E. "Video programming provider" means a person engaged in the wholesale distribution for sale of video programming.

III.

APPLICABILITY

This Final Judgment shall apply to Defendants and each of their affiliates, subsidiaries, officers, directors, employees, agents, successors, and assigns.

IV.

PROHIBITED CONDUCT

A. Defendants are restrained and enjoined, with respect to each multichannel subscription television distributor they control, from discriminating against any video programming provider not affiliated with Defendants in the selection, terms or conditions of carriage of video programming offered by such distributors, where the effect of such discrimination is to unreasonably restrain competition. Nothing in this paragraph is intended to create any automatic right of access for any individual video programming provider to any individual multichannel subscription television distributor controlled by Defendants.

B. Defendants are restrained and enjoined, with respect to any video programming provider they control, from refusing to sell or license, or from selling or licensing only on a discriminatory basis, any video programming service for distribution by any competing multichannel subscription television distributor, where the effect of such conduct is to unreasonably restrain competition. Differences in price or terms reasonably based on ordinary commercial factors, including but not limited to those factors currently set forth in 47 C.F.R. § 76.1002 (b), shall not constitute discrimination.

C. Defendants are restrained and enjoined, with respect to any multichannel subscription television distributor or video programming provider in which they have any financial interest but do not control, from seeking or supporting any conduct that would be prohibited by (A) and (B), above, if engaged in by Defendants.

V.

SANCTIONS

Nothing in this Final Judgment shall bar the United States from seeking, or the Court from imposing, against Defendants or any person any relief available under any applicable provision of law.

VI.

PLAINTIFF ACCESS

A. To determine or secure compliance with this Final Judgment and for no other purpose, duly authorized representatives of the Plaintiff shall, upon written request of the Assistant Attorney General in charge of the Antitrust Division, and on reasonable notice to Defendants, be permitted:

1. access during Defendants' office hours to inspect and copy all records and documents in their possession or control relating to any matters contained in this Final Judgment; and

2. to interview Defendants' officers, employees, trustees, or agents, who may have counsel present, regarding such matters. The interviews shall be

subject to Defendants' reasonable convenience and without restraint or interference from Defendants.

B. Upon the written request of the Assistant Attorney General in charge of the Antitrust Division, Defendants shall submit such written reports, under oath if requested, relating to any or the matters contained in this Final Judgment as may be reasonably requested.

C. No information or documents obtained by the means provided in this Section VI shall be divulged by the Plaintiff to any person other than a duly authorized representative of the executive branch of the United States, except in the course of legal proceeding to which the United States is a party, or for the purpose of securing compliance with this Final Judgment, or as otherwise required by law.

VII.

FURTHER ELEMENTS OF DECREE

A. This Final Judgment shall expire five years from the date of entry.

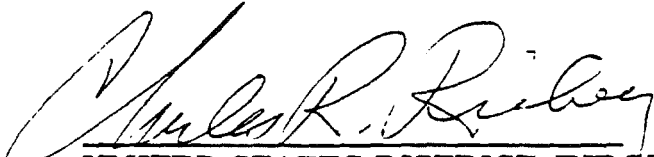
B. Jurisdiction is retained by this Court for the purpose of enabling any of the parties to this Final Judgment to apply to this Court at any time for further orders and directions as may be necessary or appropriate to carry out or construe this Final Judgment, to modify or terminate any of its provisions, to enforce compliance, and to punish violations of its provision. Any party to this Final Judgment may seek modification of its substantive terms and obligations, and neither the absence of specific reference to a particular event in the Final

Judgment, nor the foreseeability of such an event at the time this Final Judgment was entered, shall preclude this Court's consideration of any modification request. The common law applicable to modification of final judgments is not otherwise altered.

C. Entry of this Final Judgment is in the public interest.

DATED:

August 19, 1994


UNITED STATES DISTRICT JUDGE