



5/31/11

Dear Affiliate,

As announced last week in memos dated 5/25 and 5/26, iN DEMAND will be increasing the number of High-Definition channels dedicated to the out-of-market sports packages, as well as begin programming HDPPV full-time, 24 hours per day.

iN DEMAND will provide replacement IRDs, *free of charge*, for all downlink locations currently distributing HDPPV, GAME1-14, TEAM1-10, GAMEHD1-2 or TEAMHD (as authorized on 5/25/11).

Please complete and email the attached Upgrade Decoder/Transcoder Order form **by June 10th** to: sportsupgrade@indemand.com.

Orders will be processed as soon as possible, and we plan to have decoders and/or transcoders shipped by mid-July.

Upon completion of iN DEMAND's reconfiguration and expansion in mid-September, each MSO/system/headend will be responsible for all additional equipment needed to offer the additional HD channels. Following are the receiver models you would need to order from your normal IRD distributor:

D9858 Cisco Transcoder (for systems who will distribute the additional HD channels in MPEG2 Mode)

D9824 Cisco Multi Decrypt Receiver (for systems who will distribute the additional HD channels in MPEG4 Mode)

If you have any questions, please call the iN DEMAND Authorization Hotline at 303-712-3300 or your Affiliate Representative at 646-638-8200.

Sincerely,

John Schultz
VP, Broadcast Operations