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December 13, 2018

By ECFS

Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554
Attn: Media Bureau

Re: ***Complaint, beIN Sports, LLC v. Comcast Cable Communications and Comcast Corporation, File No. CSR-____-P***

Dear Ms. Dortch:

beIN Sports, LLC (“beIN”) submits the enclosed public redacted version of its Complaint dated December 13, 2018. beIN has denoted with [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] where it has redacted Confidential Information. A confidential version of this filing is being simultaneously filed with the Commission.

Please contact me with any questions.

Respectfully submitted,

_____/s/
Pantelis Michalopoulos
Markham C. Erickson
Counsel to beIN Sports, LLC

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**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of)	
)	
beIN Sports, LLC,)	File No. CSR-____-P
Complainant,)	
)	
v.)	
)	
COMCAST CABLE COMMUNICATIONS,)	
LLC,)	
A Subsidiary of)	
COMCAST CORPORATION,)	
Defendant.)	
)	
)	
TO: Chief, Media Bureau)	

PROGRAM CARRIAGE COMPLAINT

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December 13, 2018

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COMCAST CABLE COMMUNICATIONS,)	PROGRAM CARRIAGE
LLC,)	COMPLAINT
A Subsidiary of)	
COMCAST CORPORATION,)	
Defendant.)	
)	
)	
TO: Chief, Media Bureau)	

COMPLAINT

I. INTRODUCTION AND SUMMARY

1. This complaint presents a textbook example of the behavior that the program carriage rules were meant to prevent. The facts are simple. beIN and beIN en Español are focused on soccer and other sports programming. NBC Sports and NBC Universo, affiliates of Comcast Cable Communications, LLC and Comcast Corporation (“Comcast” or “Comcast/NBC”), are also focused on soccer and other sports programming. Comcast has discriminated against beIN and beIN en Español in favor of its own affiliates. Comcast and NBC have then swiftly embarked on an apparent attempt to reap the fruit of this discrimination, with Comcast suggesting to beIN viewers that they watch soccer on the NBC networks, and with NBC [[BEGIN CONFIDENTIAL]]

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2. In short, this complaint concerns discrimination whose likely result, and probable intent, is the destruction of a competitor. It also goes to the heart of the problem caused by the vertical integration of the giant that is Comcast. Whether Comcast uses its programming to favor its distribution platform, as it has allegedly done in negotiating with the members of the American Cable Association,¹ or whether it leverages its position as the nation's largest cable operator in a manner that favors its programming affiliates, as happened here, the problem remains the same. Comcast uses its control over one critical link in the vertical chain to help its own affiliates and handicap the competition.

3. In December 2017, Comcast made beIN an offer that was blatantly discriminatory compared to Comcast's treatment of its affiliates NBC Sports and Universo, which enjoy access to a much greater portion of Comcast's 22 million-strong subscriber base and appear to receive much higher compensation than beIN would under Comcast's offer. The terms of that offer were moreover more onerous for beIN than the terms of beIN's then current agreement with Comcast, which was set to expire July 31, 2018. That offer, and subsequent ones made by Comcast, placed beIN between the devil and the deep blue sea. beIN could have accepted the discriminatory offer, but in light of Comcast's power in the industry and the contractual "Most Favored Nations" ("MFN") obligations imposed by other multichannel video programming distributors, this would have created an untenable situation wherein beIN would be forced out of business. Not taking the offer, on the other hand, would mean total loss of access to any of Comcast's packages of video programming. Either outcome would severely hamper beIN in its

¹ See Letter from Matthew M. Polka, President and CEO, American Cable Association, to Makan Delrahim, Assistant Attorney General, Antitrust Division, U.S. Department of Justice (Nov. 6, 2018), <http://www.americancable.org/wp-content/uploads/2018/11/181106-DOJ-Letter-re-Comcast-NBCU-w-Appendix-FINAL.pdf>.

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effort to deliver high quality sports programming. Thus, in either outcome, Comcast/NBC would win, and the discrimination would produce the very result that impelled Congress to enact the program carriage rules.²

4. In this case, despite beIN's pleas for a standstill agreement allowing continued negotiations with uninterrupted carriage, Comcast removed beIN from all Comcast TV screens throughout the nation at midnight on July 31. Comcast then moved with alacrity to capitalize on the mishap of its affiliates' competitor, a mishap it had just caused. Comcast launched a campaign against beIN, including two short videos (one in English and one in Spanish) and a website. The videos attempt to lure beIN viewers to other soccer programming, much of which is, of course, provided by NBC Sports and Universo. And, to dispel any doubt about the intended recipients of Comcast's munificence, the website identified them, and still does: "games are also available on NBC, FOX, ESPN, Telemundo, Univision and other networks."

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5. In its initial complaint, beIN pointed out that Comcast's position on the "similarly situated" question amounted to bootstrapping: Comcast argued that beIN was not similarly situated to the two NBC networks, and therefore could not successfully claim that Comcast

² See Cable Television Consumer Protection and Competition Act of 1992, P. L. 102-385, 106 Stat. 1460 (1996) ("The cable industry has become vertically integrated; cable operators and cable programmers often have common ownership. As a result, cable operators have the incentive and ability to favor their affiliated programmers. This could make it more difficult for noncable-affiliated programmers to secure carriage on cable systems. Vertically integrated program suppliers also have the incentive and ability to favor their affiliated cable operators over nonaffiliated cable operators and programming distributors using other technologies.").

improperly discriminated against beIN and in favor of NBC, *because* Comcast discriminated in favor of NBC.³ But the fact that the two NBC networks enjoy better treatment than beIN on the systems of many multichannel video programming distributors (“MVPDs”), of which Comcast is the second largest, is a symptom of the problem, not a reason why the Commission should refrain from solving it. In any event, Comcast’s subsequent behavior reveals something even more pernicious—the similarities between the beIN and NBC networks are not only present, but also so vexing to Comcast that Comcast has apparently taken it upon itself to end these similarities, and also end beIN itself. Comcast and NBC are apparently using the very fruit of the behavior that is the subject of this complaint to spirit away beIN’s customers, [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] and make sure that beIN is no longer similarly situated to NBC, and no longer a threat. This is additional proof, if more were needed, that the networks’ own programming line-ups in question are similarly situated. But, in any event, the Commission should not countenance this behavior.

6. beIN has heard the Media Bureau, and has provided sufficient evidence to allow certainty about the rights subject to Comcast’s offer. On August 2, 2018, the FCC’s Media Bureau dismissed, without prejudice,⁴ the program carriage complaint filed by beIN against Comcast on March 15, 2018. The *Memorandum Opinion and Order* did not agree with any of Comcast’s arguments that beIN’s programming is not similarly situated with that of Comcast’s affiliated networks or that continued carriage of beIN was not beneficial for Comcast. But the *Memorandum Opinion and Order* found that the record showed “significant uncertainty about

³ Complaint of beIN Sports LLC, MB Docket No. 18-90, at 5 ¶ 9 (Mar. 15, 2018).

⁴ beIN Sports, LLC, Complainant v. Comcast Cable Communications, L.L.C., and Comcast Corp., Defendants, *Memorandum Opinion and Order*, MB Docket No. 18-90, DA 18-812 (Aug. 2, 2018) (“*Memorandum Opinion and Order*”).

what programming would be provided by beIN Sports in a renewal agreement.”⁵ As a result, the Bureau found that beIN had failed to provide “evidence sufficient to support its claim that the programming it would provide . . . is similarly situated to the video programming provided by Comcast’s affiliated vendors”⁶ The same uncertainty led the Bureau to find that beIN had failed to provide evidence sufficient to support its claim that Comcast had discriminated against it and in favor of NBC Sports and Universo.⁷

7. In this complaint, beIN has supplied substantial evidence to cover the gap identified by the Bureau and prove the requisite specificity and certainty with respect to the rights to be provided by beIN Sports in a renewal agreement. Mr. Meyeringh and Mr. Tolle testify that, in communications with Comcast leading to the December 13 offer and since that offer, beIN had described these rights to Comcast with great specificity. As explained by beIN’s independent expert witness, Mr. Eric Sahl, a figure of towering stature in the industry, beIN provided sufficient specificity about its rights. In addition, beIN hereby supplies new evidence of a crucial clarification: the right to replace like-for-like games would not extend to La Liga matches. In other words, La Liga, the premier national soccer franchise in the world, was an irreducible part of beIN’s commitment. Importantly, La Liga rivals the popularity of NBC’s English Premier League (“EPL”), and is in fact more prestigious, as it features players that rank by general consensus as the best in the world. beIN has built its business around La Liga, exactly as NBC Sports and NBC Universo have built their business around EPL, with NBC

⁵ *Memorandum Opinion and Order* ¶ 13.

⁶ *Id.*

⁷ *See id.* ¶ 15.

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Sports claiming to be the “EPL network.”⁸ While the entire programming line-ups of the beIN and NBC networks are similarly situated, there is sufficient certainty that these networks are similarly situated based on beIN’s commitment to La Liga rights alone.

8. Comcast’s actions have been successful in harming beIN and restraining its ability to compete fairly with NBC Sports and Universo. Largely as a consequence of Comcast’s actions, beIN has [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

9. This is an action seeking relief for violations by Comcast of the non-discrimination requirement that Congress directed the Federal Communications Commission (“FCC” or “Commission”) to impose on MVPDs in Section 616 of the Communications Act of 1934, as amended,⁹ and that the Commission duly imposed in its implementing regulations.¹⁰

10. Separately, this complaint also seeks relief for a violation on the part of Comcast of the non-discriminatory condition attached to the Commission’s approval of Comcast Corporation’s acquisition of NBC Universal, Inc.¹¹ This condition applies to the complained-of conduct, which occurred before the condition expired on January 20, 2018.

⁸ See Tom Teodorczuk, *How NBC Sports is Monetizing Its \$1 Billion Premier League Soccer Investment*, Market Watch (Dec. 19, 2017), <https://www.marketwatch.com/story/how-nbc-sports-is-monetizing-its-1-billion-premier-league-soccer-investment-2017-12-14>.

⁹ 47 U.S.C. § 536.

¹⁰ 47 C.F.R. §§ 76.1300-76.1302 (“Program Carriage Rules”).

¹¹ Applications of Comcast Corporation, General Electric Company and NBCU Universal, Inc. for Consent to Assign Licenses and Transfer Control of Licensees, *Memorandum Opinion and Order*, 26 FCC Rcd. 4238 ¶ 121, 4358, Appendix A, Condition III(1) (2011) (“*Comcast-NBCU Order*”).

11. [[BEGIN CONFIDENTIAL]]

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12. The Comcast Offer discriminates in video programming distribution on the basis of affiliation or non-affiliation of vendors in the selection, terms and conditions for carriage of these vendors' programming. Specifically, the Comcast Offer discriminates against the programming of beIN and in favor of NBC Sports' and NBC Universo's similarly situated sports programming. Among other things:

¹² Concerns about authentication were identified when Comcast first proposed to acquire NBCU. See Competitive Impact Statement, *United States, et al. v. Comcast Corp., et al.*, Case No. 1:11-cv-00106, at 19 (D.D.C. Jan. 18, 2011). These concerns proved prescient.

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- Comcast would place beIN soccer programming in packages that command much lower subscriber penetration than the tiers in which Comcast places its affiliated soccer programming—[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] compared to the Starter tier for NBC Sports and the Preferred tier for NBC Universo (in some areas, Comcast places NBC Universo in its Starter tier too).

- Comcast would [[BEGIN CONFIDENTIAL]]

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- Comcast would [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

even as it carries all of its affiliated soccer programming in High Definition.

- Comcast would not give beIN the right to authenticate Comcast viewers for watching online on beIN’s web-site and online application (“beIN Connect”), even as Comcast authenticates its viewers for online watching of Comcast-affiliated soccer programming, [[BEGIN CONFIDENTIAL]]

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- Comcast would not allow beIN to supply a direct-to-consumer product derived from its core leagues, even as NBC Sports and NBC Universo offer English Premier League games as a direct-to-consumer product. [[BEGIN CONFIDENTIAL]]

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- The Comcast Offer would also [[BEGIN CONFIDENTIAL]]

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13. Subsequent offers made by Comcast do nothing to alleviate these problems.

14. beIN respectfully requests that the Commission find Comcast in violation of Section 616 of the Communications Act of 1934, as amended, 47 U.S.C. § 536 and its implementing regulations, 47 C.F.R. §§ 76.1300-76.1302, as well as the condition in the *Comcast-NBCU Order*; enjoin Comcast from discriminating against beIN by requiring that

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Comcast carry beIN programming on terms that permit beIN to compete fairly with Comcast; and order any other appropriate relief.

15. beIN believes that this complaint supplies the Bureau with ample information to allow the Bureau to not only make a *prima facie* determination but also to decide the case on the merits without discovery, and without need to refer the complaint to an administrative law judge.

II. PARTIES

A. beIN

16. beIN is a video programming vendor (“VPV”) as defined in Section 616: an entity “engaged in the production, creation, or wholesale distribution of video programming for sale.”

17. beIN is a sports programming network that primarily distributes top-flight European soccer, including games of the Spanish La Liga and French Ligue 1, as well as FIFA World Cup Qualifiers.

18. In addition to soccer, beIN’s English- and Spanish-language programming includes sports-related news and original programming, motor sports, college sports, rugby, track and field, combat sports, Conference USA football matches, and multiple boxing promotions.

19. beIN is independently owned and operated. It is unaffiliated with any MVPD.

20. beIN was incorporated in May 2012. In August 2012, it launched English and Spanish programming with DIRECTV and DISH and was launched on Comcast shortly thereafter. It launched that programming with Time Warner Cable in the fall of 2012, and with other major MVPDs—e.g., AT&T, Verizon, Cablevision, Cox—in 2013.

21. Since its launch, beIN has gained significant popularity among sports fans in the United States. Around the time of the Comcast Offer, beIN’s English language programming reached about [[BEGIN CONFIDENTIAL]] [[END

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[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Over

that year, beIN's Spanish-language programming viewers achieved the [[BEGIN
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[[END CONFIDENTIAL]]

22. beIN's mailing address is 7291 Northwest 74 Street, Miami, FL 33166, and its phone number is 305-777-1900.

B. COMCAST

23. Comcast (comprising Comcast Corporation and Comcast Cable Communications, LLC, among others) is a cable operator and an MVPD within the meaning of the *Comcast-NBCU Order*, Section 602(13) of the Communications Act, and 47 C.F.R. § 76.1300(d).¹⁵

24. Comcast is the nation's largest cable operator, with 22.4 million subscribers across the United States.¹⁶ It is also vertically integrated with the providers of other products and services—Internet, phone service, home security, television programming, amusement parks, and more. Through its control and ownership of NBC Universal, Comcast owns many video programmers, including the national NBC and Telemundo broadcast networks, 28 broadcast

¹³ [[BEGIN CONFIDENTIAL]]

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¹⁴ [[BEGIN CONFIDENTIAL]]

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¹⁵ *Comcast-NBCU Order*, 26 FCC Rcd. at 4357, Appendix A, Condition I; 47 U.S.C. § 522(13); 47 C.F.R. § 76.1300(d).

¹⁶ Comcast Corp., Annual Report (Form 10-K) (Jan. 31, 2018).

stations, the NBC Universal stable of some 16 national cable networks, as well as 15 regional sports and news networks.¹⁷ NBC Sports and NBC Universo are two of those cable networks.

25. NBC Sports is “dedicated to serving passionate sports fans.”¹⁸ It is a national sports cable network that carries basketball, professional and college American football, soccer, hockey, motor sports, and golf among many other sports events.¹⁹ NBC Sports marquee events include the Summer and Winter Olympics, soccer’s English Premier League, PGA, NFL, NBA, NHL, IAAF World Championships, and the Six Nations Championship.²⁰ NBC Sports is available on Comcast’s high penetration Starter tier.

26. NBC Universo is a Spanish-language cable network launched under its current name and brand in February 2015.²¹ The origin of NBC Universo is mun2, a Spanish language network that Comcast acquired as part of the Comcast-NBCU merger. But while Comcast used mun2’s carriage rights with distributors and retained its Spanish language format, NBC Universo was an entirely new network in other respects. Specifically, in 2015, Comcast changed the network’s content, and relaunched it as NBC Universo to increase the awareness of viewing

¹⁷ *See Company*, Comcast, <http://corporate.comcast.com/news-information/company-overview> (last visited Dec. 12, 2018); *NBCUniversal*, Comcast, <https://corporate.comcast.com/our-company/businesses/nbcuniversal#accordion-0> (last visited Dec. 12, 2018).

¹⁸ *NBC Sports*, Comcast, <http://www.nbcuniversal.com/business/nbc-sports> (last visited Dec. 12, 2018).

¹⁹ *NBCSN*, Wikipedia, <https://en.wikipedia.org/wiki/NBCSN> (last visited Dec. 12, 2018).

²⁰ *Id.*

²¹ *NBCUniversal Transaction*, Comcast, <http://corporate.comcast.com/news-information/nbcuniversal-transaction> (last visited Dec. 12, 2018); Cynthia Littleton, *Spanish-Language Cabler Mun2 to Relaunch as NBC Universo*, *Variety* (Nov. 4, 2014), <http://variety.com/2014/tv/news/spanish-language-cabler-mun2-to-relaunch-as-nbc-universo-1201347484/>.

audiences that it is now part of the NBC family.²² NBC Universo's programming now "consists mostly of sports, scripted and reality series, and music programming."²³ NBC Universo has also recently become the focal point of Comcast's Spanish language sports programming, showing the Spanish feeds of the Super Bowl, the Rio Olympics, FIFA World Cup Qualifiers for the 2018 FIFA World Cup, and English Premier League soccer games for the Spanish speaking audience, all programming available exclusively to NBC Universo.²⁴ NBC Universo has been increasing its live soccer content.²⁵ In some areas, NBC Universo is available on Comcast's high-

²² See, e.g., *Why mun2 is Now NBC Universo*, NBC Universal (Feb. 2, 2015), <http://www.nbcuniversal.com/article/why-mun2-now-nbc-universo>; Cynthia Littleton, *Spanish-Language Cabler Mun2 to Relaunch as NBC Universo*, Variety (Nov. 4, 2014), <https://variety.com/2014/tv/news/spanish-language-cabler-mun2-to-relaunch-as-nbc-universo-1201347484/> ("NBCUniversal is planning a relaunch of its Spanish-language cabler Mun2 that will accentuate the channel's affiliation with the Peacock.").

²³ *Universo (TV Network)*, Wikipedia, [https://en.wikipedia.org/wiki/Universo_\(TV_network\)](https://en.wikipedia.org/wiki/Universo_(TV_network)) (last visited Mar. 14, 2018); see also *Universo*, Comcast, <http://www.nbcuniversal.com/business/NBCUniverso> (last visited Mar. 14, 2018) ("As one of the most widely available modern cable channels for U.S. Latinos, UNIVERSO delivers in Spanish language a thrilling mix of exclusive sports action – including FIFA World Cup™, NASCAR Mexico Series, NFL, Premier League and the 2016 Olympic Summer Games in Rio – along with signature series, blockbuster movies, music, must-see live events and strategic acquisitions.").

²⁴ *Id.*

²⁵ See Cynthia Littleton, *Spanish-Language Cabler Mun2 to Relaunch as NBC Universo*, Variety (Nov. 4, 2014), <https://variety.com/2014/tv/news/spanish-language-cabler-mun2-to-relaunch-as-nbc-universo-1201347484/> ("NBC Universo's programming focus will remain a mix of telenovelas, unscripted series and an expanded slate of sports on weekends. Telemundo and NBC Universo will carry the World Cup soccer championships in 2016, and it will be part of NBCUniversal's saturation coverage of the summer Olympics from Rio the same year. The World Cup build-up starts next year with broadcasts of four FIFA soccer events."); see also Press Release, Comcast, *Telemundo Deportes Unveils More than 1,500 Hours of 2018 FIFA World Cup Russia™ Coverage Across All Platforms*, (Nov. 29, 2017), <http://www.nbcuniversal.com/press-release/telemundo-deportes-unveils-more-1500-hours-2018-fifa-world-cup-russia%E2%84%A2-coverage-across> (stating that "Telemundo Deportes will provide extensive multimedia coverage including more than 500 hours of World Cup-related programming across Telemundo Network and its sister cable network Universo . . . [including] more than 170 hours of programming on Universo.").

penetration Starter tier; it is offered in Preferred, Comcast's next-highest penetration package, in other markets.

27. This tight integration of NBC Universo into the NBC family appears to be part of Comcast's broader strategy to use its vertical integration to capture audiences away from independent programmers. This apparent strategy has made Comcast the subject of multiple program carriage complaints over time at the FCC.²⁶

28. Comcast's mailing address is One Comcast Center, 1701 JFK Boulevard, Philadelphia, PA 19103, and its telephone number is 215-665-1700.

III. JURISDICTION, PRE-FILING NOTIFICATION, AND CERTIFICATION

29. The Commission has jurisdiction to adjudicate this matter pursuant to Section 616 of the Communications Act of 1934, as amended. This complaint is governed by the Commission's program carriage regulations, 47 C.F.R. § 76.1300 *et seq.*

30. The Commission also has jurisdiction to adjudicate this matter under the non-discrimination condition in the *Comcast-NBCU Order*, which allows a VPV to submit complaints in accordance with the program carriage procedures found in 47 C.F.R. § 76.1302.²⁷

31. On February 13, 2018, beIN provided Comcast with written notice of its intent to file a program carriage complaint pursuant to 47 C.F.R. § 76.1302(b),²⁸ alleging that the

²⁶ See Michal Lev-Ram, *How Comcast Lost Friends, Its Influence, and the Bid for Time Warner Cable*, Fortune (May 20, 2015 6:00 AM), <http://fortune.com/2015/05/20/how-comcast-lost-bid-for-time-warner/> ("For years Comcast has been embroiled in litigation and high-profile disputes with a dizzying list of cable programmers . . . [m]ost of the disagreements have been over carriage-fee negotiations . . .").

²⁷ *Comcast-NBCU Order*, 26 FCC Rcd. at 4359, Appendix A, Condition III(4) ("For purposes of enforcing the Conditions of this Section III, any Video Programming Vendor may submit a dispute to the Commission in accordance with the Commission's program carriage complaint procedures, 47 C.F.R. § 76.1302.").

Comcast Offer is unlawfully discriminatory. beIN filed that complaint on March 15, 2018 and is refileing it today after its dismissal without prejudice. Out of an abundance of caution, beIN provided Comcast with further notice of its intent on December 3, 2018, pleading with Comcast that the partner re-engage in good faith dialogue and again declaring itself available day and night to that end.²⁹ Comcast responded to that further notice today,³⁰ by a letter that strongly discourages beIN from filing this complaint but ignores beIN's request for further dialogue.

IV. STATUTORY AND REGULATORY BACKGROUND

A. Section 616 and the Carriage Rules Are Intended to Protect Competition and Diversity in the Programming Marketplace

32. Under Section 616 and the Program Carriage Rules, no MVPD may “engage in conduct the effect of which is to unreasonably restrain the ability of an unaffiliated VPV to compete fairly by discriminating in video programming distribution on the basis of affiliation or non-affiliation of vendors in the selection, terms, or conditions for carriage of video programming provided by such vendors.”³¹

33. Section 616 arose out of widespread concern on the part of the public and Congress itself about the growing vertical consolidation between powerful incumbent cable operators and programmers.³² After hearing testimony from independent programmers,

²⁸ The February 13, 2018 pre-filing notice is attached as Exhibit 1 and Comcast's response to that notice is attached as Exhibit 2.

²⁹ The further pre-filing notice is attached as Exhibit 3.

³⁰ Comcast's latest response is attached as Exhibit 16.

³¹ 47 C.F.R. § 76.1301(c).

³² Cable Television Consumer Protection and Competition Act of 1992, S. Rep. No. 102-92, at 25-27 (1991).

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Congress concluded that “[t]he cable industry has become vertically integrated As a result, cable operators have the incentive and ability to favor their affiliated programmers.”³³

34. As the Commission put it when discussing the Act, “Congress was concerned that increased horizontal concentration and vertical integration in the cable industry . . . created an imbalance of power between cable operators and program vendors.”³⁴ And, the Commission went on, Congress concluded that “vertically integrated cable operators have the incentive and ability to favor affiliated programmers over unaffiliated programmers with respect to granting carriage on their systems,” and that programmers that compete with such vertically integrated entities “may suffer harm to the extent that they do not receive such favorable terms.”³⁵

35. Congress acted, giving non-affiliated programmers several tools to redress such discrimination.³⁶ Subsection (a)(3) of Section 616 directed the Commission to issue regulations that would prevent an MVPD from being able to “unreasonably restrain the ability of an unaffiliated video programming vendor to compete fairly by discriminating in video

³³ Cable Television Consumer Protection and Competition Act of 1992, Pub.L. No. 102–385 § 2(a)(5), 106 Stat. (1992).

³⁴ Implementation of Sections 12 and 19 of the Cable Television Consumer Protection and Competition Act of 1992, *Second Report and Order*, 9 FCC Rcd. 2642, 2643 ¶ 2 (1993) (“*Second Implementation Report*”).

³⁵ *Second Implementation Report*, 9 FCC Rcd. at 2643 ¶ 2.

³⁶ Cable Television Consumer Protection and Competition Act of 1992, S. Rep. No. 102-92, at 25-27 (1991); *see also* Testimony of Preston Padden (INTV), Media Ownership, Diversity and Concentration, at 308, *quoted in* S. Rep. No. 102-92, at 26 (1991) (“You don’t need a PhD in Economics to figure out that the guy who controls a monopoly conduit is in a unique position to control the flow of programming traffic to the *advantage* of the program services in which he has an equity investment and/or in which he is selling advertising availabilities, and to the *disadvantage* of those services, including local independent broadcasting stations, in which he does *not* have an equity position”) (emphasis in original).

programming distribution on the basis of affiliation or nonaffiliation of vendors in the selection, terms, or conditions for carriage of video programming provided by such vendors.”³⁷

36. The Commission has complied with Congress’ direction. Subsection (c) of 47 C.F.R. § 76.1301 implements this statutory mandate by providing: “[n]o multichannel video programming distributor shall engage in conduct the effect of which is to unreasonably restrain the ability of an unaffiliated video programming vendor to compete fairly by discriminating in video programming distribution on the basis of affiliation or non-affiliation of vendors in the selection, terms, or conditions for carriage of video programming provided by such vendors.”

37. A *prima facie* case of a violation of 47 C.F.R. § 76.1301(c) requires the complainant to demonstrate that the MVPD’s behavior had “the effect of unreasonably restraining the ability of [the complainant VPV] to compete fairly,”³⁸ that the complainant is “similarly situated to video programming” provided by the affiliated VPV,³⁹ and that the defendant MVPD has treated the complainant “differently than the similarly situated” affiliate.⁴⁰ The complainant can demonstrate that it is similarly situated through a “combination of factors, such as genre, ratings, license fee, target audience, target advertisers, target programming, and other factors.”⁴¹ beIN meets all of these requirements.

³⁷ 47 U.S.C. 536(a)(3).

³⁸ 47 C.F.R. § 76.1302(d)(3)(iii)(A).

³⁹ 47 C.F.R. § 76.1302(d)(3)(iii)(B)(2)(i).

⁴⁰ 47 C.F.R. § 76.1302(d)(3)(iii)(B)(2)(ii).

⁴¹ 47 C.F.R. § 76.1302(d)(3)(iii)(B)(2)(i).

38. The *Comcast-NBCU Order* also requires Comcast to not discriminate against unaffiliated VPVs.⁴² Comcast acquired NBC Universal in 2011 after a contentious proceeding that lasted well over a year before the Commission. Tens of thousands of public comments expressed concern over the potential public interest harms caused by the consolidation of the nation's largest MVPD and the most powerful video programmer. The Commission, in approving the merger, recognized that the merger would "effectuate an unprecedented aggregation of video programming content with control over the means by which video programming is distributed to American viewers."⁴³ An obvious risk of the merger was that Comcast, due to the VPVs it was acquiring (including NBC, the broadcast stations, the cable networks, and Telemundo), would have even more incentive than before to discriminate against non-affiliated VPVs that would be dependent upon Comcast in order to compete with Comcast's own programming. The Commission found this to be a harm from the merger, as it found that "Comcast currently favors its affiliated programming" in making carriage and placement decisions, that "this behavior stems from anticompetitive motives rather than due to reasons that arise from vertical efficiencies,"⁴⁴ and that "empirical analysis supports the conclusion that Comcast discriminates against unaffiliated programming in favor of its own."⁴⁵ The

⁴² *Comcast-NBCU Order*, 26 FCC Rcd. at 4287 ¶ 121 ("If program carriage disputes arise based on this non-discrimination condition, it will be sufficient for the aggrieved vendor to show that it was discriminated against on the basis of its affiliation or non-affiliation."); *id.* at 4358, Appendix A, Condition III(1) ("Comcast shall not discriminate in Video Programming distribution on the basis of affiliation or non-affiliation of a Video Programming Vendor in the selection, price, terms or conditions of carriage (including but not limited to on the basis of channel or search result placement).").

⁴³ *Comcast-NBCU Order*, 26 FCC Rcd. at 4240 ¶ 3.

⁴⁴ *Id.*, Appendix B, Section 1.E., at 4402 ¶ 65.

⁴⁵ *Id.* at 4403 ¶ 70.

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Commission found that the merger would result in anticompetitive action from Comcast unless some conditions were placed upon it to ensure it acted in a fair and competitive nature.⁴⁶

39. In order to obtain approval for the merger, Comcast agreed to accept several conditions that would bind it for seven years after the merger. Condition III.1 mirrors the language of Section 616 and prohibits Comcast from discriminating in video programming distribution on the basis of affiliation or non-affiliation with Comcast/NBCU.

40. While the *Comcast-NBCU Order* conditions expired by their own terms on January 20, 2018, the only reasonable reading of this expiration date is that the conditions apply to all conduct occurring prior to it, including the Comcast Offer, made on December 13, 2017, no matter that a complaint alleging such conduct is filed after that date. Otherwise, the term of the conditions would effectively become much shorter than intended. Comcast would be able to engage in conduct prohibited by the conditions prior to the conditions' expiration without being punished for it. As for programmers, the normal statute of limitations (one year from an offer)⁴⁷ would shrink to weeks or days, and they would be foreclosed from pleading a violation of the conditions if they did not run to the Commission almost immediately.

41. Of the elements of a program carriage claim discussed above, *see* ¶¶ 32-37, one (restraint in the vendor's ability to compete fairly) does not need to be shown under the Comcast-NBCU conditions.⁴⁸ Nevertheless, beIN provides evidence to establish a *prima facie* case for that element, too.

⁴⁶ *Id.*, Appendix B, Section 1.3, at 4402 ¶ 65.

⁴⁷ 47 C.F.R. § 76.1302(h)(2).

⁴⁸ *Comcast-NBCU Order*, 26 FCC Rcd. at 4287 ¶ 121.

V. STATEMENT OF FACTS

A. Comcast's and beIN's First Carriage Arrangements

42. The Comcast Offer, made on December 13, 2017, is not beIN's first brush with discrimination in the hands of Comcast. beIN had high hopes at first. When beIN first obtained Comcast's agreement to carry it in August 2012,⁴⁹ it made a major concession in price in order to give Comcast an incentive to expand beIN carriage to a large portion of Comcast's subscriber base.⁵⁰

43. The initial agreement was for [[BEGIN CONFIDENTIAL]]

⁴⁹ A copy of the beIN-Comcast carriage agreement is attached as Exhibit 4.

⁵⁰ Briceño Declaration ¶ 7.

[[END CONFIDENTIAL]]

44. To secure carriage and provide Comcast with an incentive to broaden that carriage, beIN agreed to a [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]].⁵² On the other hand,

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]].⁵³ beIN's hope was that Comcast would act according to this rational economic incentive and accept the "free lunch" it had secured.⁵⁴ Any motivation for Comcast to keep beIN in the low penetration buy-through packages in order to entice consumers to part with an additional \$5-10 of their money every month disappeared when other distributors such as Verizon and FuboTV started offering distribution of beIN in greater penetration tiers in 2013 and 2015, respectively. This means that most (if not all) subscribers purchasing Comcast's Sports and Entertainment or Latino package solely or primarily on account of beIN would likely choose to subscribe to these other platforms instead.

⁵¹ *Id.* ¶ 8.

⁵² *Id.*

⁵³ *Id.*

⁵⁴ *Id.*

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45. Nevertheless, beIN's initial hopes were not borne out. The apparent reason is that Comcast's desire to favor its affiliates and starve beIN from viewing eyeballs got in the way of its incentive to have that free lunch. In the same year, Comcast affiliate NBC Sports secured rights to European sports programming. Specifically, in October 2012, shortly after the beIN deal, NBC Sports acquired the rights to broadcast the English Premier League in the United States.⁵⁵ Reports state that NBC Sports renewed these rights in 2015 for six seasons for one billion dollars.⁵⁶ And in 2011, Telemundo—another Comcast affiliate—had acquired the rights to broadcast the 2018 and 2022 FIFA World Cups along with Fox.⁵⁷

46. It was thus surely not coincidental that beIN was carried only on Comcast's low penetration \$4.99 a month buy-through Sports and Entertainment package; beIN en Español, for its part, is carried on that package as well as the buy-through \$9.99 a month XFINITY Latino package.⁵⁸ Comcast has afforded beIN access to [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]⁵⁹ By contrast, Comcast affiliate NBC Sports is

⁵⁵ Associated Press, *NBC Wins \$250m Rights to Broadcast English Premier League in US*, The Guardian (Oct. 28, 2012), <https://www.theguardian.com/sport/2012/oct/29/nbc-250m-english-premier-league-epl-broadcast-us> (describing how NBC rebranded Versus to NBC Sports Network and acquired the English Premier League rights as part of its strategy to grow the channel's audience through live sports and identifying live sports as a key to growth).

⁵⁶ See Tom Teodorczuk, *How NBC Sports is Monetizing Its \$1 Billion Premier League Soccer Investment*, Market Watch (Dec. 19, 2017), <https://www.marketwatch.com/story/how-nbc-sports-is-monetizing-its-1-billion-premier-league-soccer-investment-2017-12-14>.

⁵⁷ See Jeré Longman, *Fox and Telemundo Win U.S. Rights to World Cups*, The New York Times (Oct. 21, 2011), <http://www.nytimes.com/2011/10/22/sports/soccer/fox-and-telemundo-win-us-rights-to-2018-and-2022-world-cups.html>.

⁵⁸ Briceño Declaration ¶ 10.

⁵⁹ *Id.*

carried on Comcast's high penetration Starter tier and NBC Universo on Comcast's Preferred tier (Comcast also offers NBC Universo on its Starter tier in some areas), and therefore enjoy access to the vast majority of Comcast's subscriber base.⁶⁰

B. Comcast's and beIN's Recent Carriage Negotiations

47. On April 11, 2017, beIN submitted a renewal proposal.⁶¹ [[BEGIN
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[[END CONFIDENTIAL]]

48. On that same date, April 11, 2017, beIN met with Comcast in Comcast's Philadelphia headquarters to present beIN's proposal.⁶² beIN's representatives, Messrs. Ken Tolle and Roy Meyeringh, specifically met with Comcast's Andrew Brayford, Comcast's Vice President of Content Acquisition, and Samantha Fisher, Assistant General Counsel for Content Acquisition. At that meeting, beIN described with specificity the rights that would be subject to

⁶⁰ *Id.*

⁶¹ A copy of the beIN renewal proposal is attached as Exhibit 5.

⁶² Meyeringh Declaration ¶ 4.

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a renewal agreement.⁶³ beIN assured Comcast that it fully expected that beIN would renew its key asset, the U.S. rights to broadcast the Spanish La Liga games, as well as its rights to broadcast Ligue 1 games and emphasized beIN's investment in other non-soccer programming—such as college sports, WTA, Conference USA, motor sports and fight sports. As to the Italian Serie A league games, beIN stressed that these rights were a question mark, and explained that the price that appeared to be demanded for their renewal might be far in excess of what was warranted by the popularity of that league, which would then drive up prices to Comcast and other distributors. beIN also pointed to scheduling conflicts between Serie A and the more popular La Liga games. beIN therefore informed Comcast that it might drop these rights.

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Similarly, beIN explained to Comcast that beIN's offer would leave undisturbed the 2012 agreement's content covenant, whereby it [[BEGIN CONFIDENTIAL]]

⁶³ *Id.*

⁶⁴ *Id.*

[[END CONFIDENTIAL]]

49. Comcast remained silent for a troubling eight months, despite multiple attempts by beIN to engage, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] It did not respond until December 13, 2017, when it made its counter-offer.⁶⁶ That offer, the Comcast Offer, was a go-out-of-business offer.⁶⁷

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[[END
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50. beIN was disheartened with Comcast's proposal, as it failed to reflect the value that beIN's programming provides.⁶⁸ beIN representatives met with Comcast executives, including Mr. Justin Smith, Senior Vice President of Content Acquisition, on January 25, 2018 to review the Comcast proposal. [[BEGIN CONFIDENTIAL]]

⁶⁵ *Id.*

⁶⁶ A copy of Comcast's counter-offer is attached as Exhibit 6.

⁶⁷ Meyeringh Declaration ¶ 5.

⁶⁸ *Id.* ¶ 6.

[[END CONFIDENTIAL]] beIN proposed various leagues and mechanisms that would demonstrate that the leagues would be a like-for-like replacement. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Nevertheless, Comcast indicated that it was unwilling to expand distribution beyond what Comcast had offered on December 13, 2017. Comcast did invite beIN to make a counter proposal and beIN did so on February 2, 2018.⁷⁰ [[BEGIN CONFIDENTIAL]]

⁶⁹ *Id.*

⁷⁰ A copy of beIN's counterproposal is attached as Exhibit 7.

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51. beIN's representatives, Messrs. Antonio Briceño, Ken Tolle and Roy Meyeringh, then flew to Philadelphia to meet with Comcast executives on March 1, 2018 in order to discuss that offer, but that meeting, too, was unproductive, as Comcast was unwilling to move from the essentials of the Comcast Offer.⁷¹

52. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

53. [[BEGIN CONFIDENTIAL]]

⁷¹ Meyeringh Declaration ¶ 8.

⁷² *Id.* ¶ 9.

[[END CONFIDENTIAL]]

54. On August 1, 2018, the carriage agreement between Comcast and beIN expired. Comcast, which had refused multiple pleas from beIN for a standstill agreement that would avoid disrupting service to customers, immediately launched a campaign against beIN, including two short videos (one in English and one in Spanish) and a website.⁷⁴ The videos attempt to lure beIN viewers to other soccer programming, much of which is, of course, provided by NBC Sports and Universo. Specifically, the videos advise Comcast Xfinity X1 customers to say the word “soccer” into their voice remote to “find a collection of games, highlights, and more.” And the website likewise advises that “[s]occer games are also available on NBC, FOX, ESPN, Telemundo, Univision and other networks.”⁷⁵ This has damaged beIN’s reputation and has led to a significant loss in viewership.

55. [[BEGIN CONFIDENTIAL]]

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56. [[BEGIN CONFIDENTIAL]]

⁷³ *Id.* ¶ 10.

⁷⁴ *See Comcast No Longer Has the Rights to Carry beIN Sports*, Comcast, <https://www.xfinity.com/facts/beinSPORTS> (last visited Dec. 12, 2018).

⁷⁵ Screenshots from the website and video are attached as Exhibit 14.

⁷⁶ Briceño Declaration ¶ 13.

[[END CONFIDENTIAL]]

57. [[BEGIN CONFIDENTIAL]]

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58. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

ARGUMENT

VI. beIN's DESCRIPTION OF ITS PROGRAMMING WAS SUFFICIENTLY SPECIFIC

59. As discussed above, in communications with Comcast leading to the December 13 offer and since that offer, beIN has described the rights that would be covered by a renewal agreement to Comcast with great specificity. At an April 11, 2017 meeting with Comcast, beIN explained that it fully expected a renewal of its rights to Spanish La Liga games and that it was likewise confident it would continue to carry French Ligue 1 games. As for the rights to the Italian Serie A league, beIN was equally specific that their renewal was doubtful and indeed unlikely. beIN informed Comcast that it might drop these rights in light of the disproportionately high price being demanded and scheduling conflicts between Serie A matches and more popular La Liga games. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

60. In the view of beIN's outside expert, Mr. Eric Sahl, these representations were sufficiently specific. In his experience, sports programmers' descriptions of their rights cover a

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wide range in the degree of specificity and, in some cases, may be confined to mere statements that the programmer is a sports network. Generally, the more negotiating leverage a programmer has, the more likely it will be able to secure distribution with a less specific description of its rights. beIN's representations were on the specific end of the spectrum, as they assured Comcast of the renewal of two major European leagues, including La Liga, the premier national soccer league in the world. By contrast, based on his industry experience, Mr. Sahl believes that the descriptions of rights offered by powerful networks such as the NBCU family are likely to be close to the non-specific end of the spectrum. [[BEGIN CONFIDENTIAL]]

⁷⁷ Sahl Declaration ¶ 8.

⁷⁸ *Id.*

[[END CONFIDENTIAL]]

63. In fact, Mr. Sahl testifies that the like-for-like clause should provide more, not less, assurance for Comcast in a world of soccer stars who can, and often do, move from one national league to another.⁷⁹ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] For Comcast, this bounded flexibility mitigates the risk of being stuck with a league whose major stars are gone.

64. Mr. Sahl also testifies that the rights on offer are certain enough to protect Comcast for many additional reasons.⁸⁰ The beIN networks had already been in the market and burnished their reputation for many years; they were a tried-and-true crowd-pleasing network. beIN had achieved a reputation as a destination network, lending some brand equity to the platform. beIN had distribution relationships with other major distribution platforms in the United States and hence was already obligated to deliver the product to other partners, further ensuring the quality of the content. Mr. Sahl states that Comcast itself is in the live sports bidding game. It understands the risk associated with live sports rights renewals, and NBC has itself certainly negotiated content covenants [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Mr. Sahl is certain that NBC has offered such assurances to its own distribution partners to gain carriage, as is standard in the industry. In fact, Mr. Sahl sees no apparent motive for any professed uncertainty on Comcast's part over beIN's ability to renew its rights, [[BEGIN

⁷⁹ *Id.* ¶ 9.

⁸⁰ *Id.* ¶ 5.

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65. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] when there has already been significant discussion by the programmer about them.⁸¹

66. In short, beIN's descriptions of the Spanish La Liga and French Ligue 1 rights provide sufficient specificity and certainty about the rights to be covered by a renewal agreement between Comcast and beIN. These are standard terms in the industry and reflect industry practice. Based on Mr. Sahl's experience, the description of rights and the related assurances would be sufficient for an MVPD to determine what programming it would receive and for beIN to demonstrate that the beIN networks are similarly situated to NBC Sports and Universo, and that Comcast has discriminated against beIN. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

⁸¹ *Id.* ¶ 10.

VII. beIN's PROGRAMMING IS SIMILARLY SITUATED TO COMCAST'S AFFILIATED SPORTS PROGRAMMING

67. beIN's programming is similarly situated to the soccer and other sports programming provided by Comcast video programming vendors (NBC Sports and NBC Universo) affiliated with Comcast. The Commission has found that the sports programming offered by an independent network is similarly situated with sports programming offered by Comcast affiliates.

68. Specifically, in *NFL*, the Commission found that the NFL Network was similarly situated to Versus and the Golf Channel because they were all national sports networks competing in programming, advertising, and target viewers.⁸² The Commission specifically rejected Comcast's argument that the programming was not similarly situated because the NFL Network did not show identical programming to Versus or the Golf Channel.⁸³ The Commission determined that two sports programs could be similarly situated, even though one is focused on golf and the other on American football.⁸⁴

69. And in *Tennis Channel*, the Commission found that the Tennis Channel, Golf Channel, and Versus were similarly situated because they all provided sports programming,

⁸² *NFL Enterprises LLC, Complainant v. Comcast Cable Communications, Defendant, Memorandum Opinion and Hearing Designation Order*, 23 FCC Rcd. 14787, 14822-23 ¶ 75 (2008) ("*NFL*"); *see also* TCR Sports Broadcasting Holding, LLP, d/b/a Mid-Atlantic Sports Network v. Comcast Corp., *Memorandum Opinion and Hearing Designation Order*, 23 FCC Rcd. 14787, 14829 ¶ 90 (MB 2008).

⁸³ *See NFL*, 23 FCC Rcd. at 14822-23 ¶ 75 ("Comcast appears to be arguing that a complainant must demonstrate that its programming is identical to an affiliated network in order to demonstrate discrimination. We find that this is a misreading of the program carriage statute and our rules.").

⁸⁴ *Id.*

targeted the same demographics, and had an overlap in advertisers.⁸⁵ The Commission emphasized the factors that it would consider, including similarity of programming, demographics, advertisers and ratings. The D.C. Circuit set aside the Commission’s *Tennis Channel* order on another evidentiary question, that of the benefit accruing to the distributor,⁸⁶ a question that is not part of the *prima facie* case for discrimination.⁸⁷ But the court did not fault the FCC’s finding that the networks’ programs were similarly situated. Indeed, the court acknowledged “evidence of important *similarities* between Tennis on the one hand and Golf and Versus on the other.”⁸⁸

70. beIN’s soccer and other sports programming is similarly situated to the soccer and other sports programming offered by Comcast affiliates NBC Sports and NBC Universo to a much greater extent than in the facts examined by the Commission in these cases.⁸⁹

Sports.

71. Like beIN, the two NBC networks are focused, exclusively (NBC Sports) or heavily (Universo), on sports programming. NBC Sports bills itself as “dedicated to serving passionate sports fans. Together, the Emmy Award-winning networks [NBC Sports and NBC Sports Network] are the home of the Summer and Winter Olympics, National Hockey League (NHL), Premier League, Formula One, IndyCar (NBCSN), Tour de France, Premier Boxing

⁸⁵ *Tennis Channel, Inc., Complainant v. Comcast Cable Communications, LLC, Defendant, Memorandum Opinion and Order*, 27 FCC Rcd. 8508, 8527 ¶¶ 51-54 (2012), *reversed on other grounds by Comcast Cable Communications, LLC v. FCC*, 717 F.3d 982 (D.C. Cir. 2013).

⁸⁶ *Comcast Cable Communications*, 717 F.3d at 987.

⁸⁷ 47 C.F.R. § 76.1302(d)(3)(iii).

⁸⁸ *Comcast Cable Communications*, 717 F.3d at 987 (emphasis in original).

⁸⁹ Sahl Declaration ¶¶ 13-14.

Champions and beginning in 2015, NASCAR.”⁹⁰ NBC Sports is part of NBC Sports Group, which describes itself as serving “fans 24/7 with premier live events, insightful studio shows, and compelling original programming.”⁹¹

72. As for NBC Universo, it has emphatically described itself as a “sports and entertainment” network.⁹² Sure, the network offers non-sports programming, too, such as reality shows and telenovelas. But its statements about itself and its marketing literature leave no doubt that Spanish language sports is its lodestar. Thus, Universo “delivers in Spanish language a thrilling mix of exclusive sports action – including FIFA World Cup™, NASCAR Mexico Series, NFL, Premier League and the 2016 Olympic Summer Games in Rio – along with signature series, blockbuster movies, music, must-see live events and strategic acquisitions, on TV, online and mobile devices.”⁹³ Its Facebook cover photo touts the fact that it has the rights to Spanish-language World Cup. Moreover, Universo has specifically targeted Hispanic audiences through its addition of Liga MX soccer games.⁹⁴ As NBC itself has admitted, Universo is “built

⁹⁰ *NBCSN*, NBC Universal, <http://www.nbcuniversal.com/business/nbc-sports-network-nbcnsn> (last visited May 22, 2018).

⁹¹ *About NBC Sports Group*, NBC Sports Group Press Box, <http://nbcSPORTSGROUPPRESSBOX.COM/about/> (last visited May 22, 2018).

⁹² *Why mun2 Is Now NBC Universo*, NBCUniversal, <http://www.nbcuniversal.com/article/why-mun2-now-nbc-universo> (last visited May 22, 2018).

⁹³ *Universo*, NBC Universal, <http://www.nbcuniversal.com/business/NBCUniverso> (last visited May 22, 2018).

⁹⁴ Juan Fernandez Gonzalez, *Telemundo, NBC Target Hispanics with Mexico’s Liga MX*, Rapid TV News (July 18, 2015), <https://www.rapidtvnews.com/2015071839117/telemundo-nbc-target-hispanics-with-mexico-s-liga-mx.html#axzz5GMrBP6E9>.

on a solid foundation of sports featuring some of the world's best franchises.”⁹⁵ Soccer, moreover, is marquee programming for all four networks.

Soccer.

73. Just as important, Comcast itself recognizes the central role of soccer in the lineups of both NBC Sports and Universo. A quote from Jon Miller, the President of NBC Sports and NBC Sports Network, invoked by Comcast in the prior litigation to show that NBC Sports is not centered on soccer, unwittingly betrays the opposite—that NBC Sports is even more narrowly focused on one soccer league. Here is his statement: “Miller was quick to point out NBC Sports are not evangelists on behalf of the ‘beautiful game’ ‘We don’t want to be the network of soccer,’ Miller said. We want to be the network of the Premier League. There’s a big difference.”⁹⁶ While there may be a big difference between the two in Mr. Miller’s view, it is not a difference of the kind that defeats similarly situated status: to say that beIN and NBC Sports are not similarly situated because they cover two different leagues is akin to saying that two tennis networks are not similarly situated because one covers Wimbledon and the other Roland-Garros. What matters for purposes of this proceeding is that Mr. Miller’s statement

⁹⁵ *NBC Universo Announces Highlights of Its Upcoming Sports & Entertainment Lineup*, Comcast (May 15, 2015), <https://corporate.comcast.com/news-information/news-feed/nbc-universo-announces-highlights-of-its-upcoming-sports-entertainment-lineup> (“‘Viewers can tune into NBC Universo for blockbuster movies, edgy entertainment, music and big events — all built on a solid foundation of sports featuring some of the world’s best franchises,’ said Rubén Mendiola, President, NBC Universo. . . . From the studio to the field, NBC Universo will build upon its great soccer lineup that currently includes Premier League and FIFA World Cup™. Starting this fall, the channel will become the home to some of the best Liga MX competition. NBC Universo will exclusively air all of the home games for León and Pachuca every Saturday night. Viewers will be able to experience all the teams of Liga MX as they visit Estadio León and Estadio Hidalgo under the lights. Also, NBC Universo will air key qualifying matches for CONCACAF and the 2016 Rio Summer Olympics beginning later this year.”).

⁹⁶ Tom Teodorczuk, *How NBC Is Monetizing \$1 Billion Premier League Soccer Investment*, MarketWatch (Dec. 19, 2017), <https://www.marketwatch.com/story/how-nbc-sports-is-monetizing-its-1-billion-premier-leaguesoccer-investment-2017-12-14>.

believes Comcast's assertion that soccer is a mere "component" of NBC Sports' programming. It is a component dominant enough to make NBC Sports an "EPL network," a network defined by the soccer league it carries.

74. The marquee value that both networks attach to soccer is further shown by the huge investment both have made in soccer, the mammoth advertising campaigns devoted to soccer, and soccer's pride of place in both NBC networks' programming lineups and promotional material and literature.

75. The two networks have put their money where their interest is, and have paid large amounts to secure the rights to EPL, World Cup CONCACAF qualifiers and other World Cup qualifiers.⁹⁷ Reportedly, NBC paid one billion dollars for the rights to EPL alone.⁹⁸ Further, despite NBC Sports' alleged focus only on the EPL, NBC Sports has bid for other leagues recently. In 2011, NBC lost the chance to show the World Cup when it was outbid by Fox.⁹⁹ NBC Sports also previously carried MLS until it lost the rights to Fox.¹⁰⁰ NBC Sports

⁹⁷ See Press Release, Comcast, *Telemundo Deportes Unveils More than 1,500 Hours of 2018 FIFA World Cup Russia™ Coverage Across All Platforms*, (Nov. 29, 2017), <http://www.nbcuniversal.com/press-release/telemundo-deportes-unveils-more-1500-hours-2018-fifa-world-cup-russia%E2%84%A2-coverage-across> (stating that "Telemundo Deportes will provide extensive multimedia coverage including more than 500 hours of World Cup-related programming across Telemundo Network and its sister cable network Universo . . . [including] more than 170 hours of programming on Universo.").

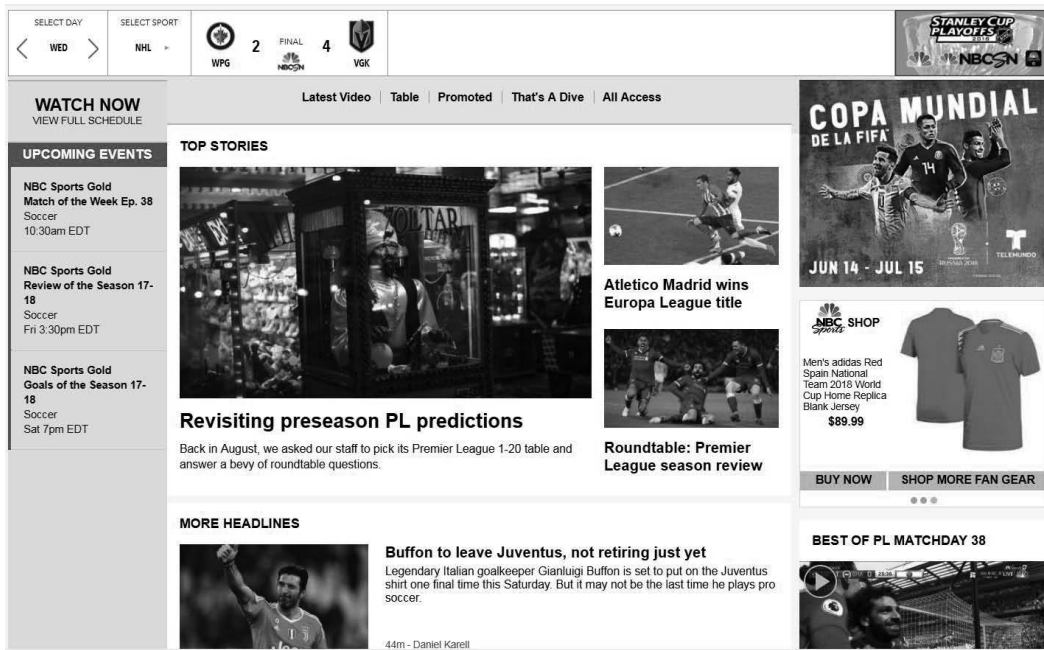
⁹⁸ See Tom Teodorczuk, *How NBC Sports is Monetizing Its \$1 Billion Premier League Soccer Investment*, Market Watch (Dec. 19, 2017), <https://www.marketwatch.com/story/how-nbc-sports-is-monetizing-its-1-billion-premier-league-soccer-investment-2017-12-14>.

⁹⁹ *Fox Sports Wins World Cup Soccer Bid*, ESPN (Oct. 21, 2011), http://www.espn.com/sports/soccer/news/_id/7130785/fox-sports-wins-bid-espn-nbc-televise-world-cup-2018-22.

¹⁰⁰ Jonathan Tannewald, *NBC to End MLS Deal in 2015; ESPN, Fox Pay \$70 Million Per Year for New Rights Package*, Philly Inquirer (Jan. 9, 2014), <http://www.philly.com/philly/blogs/thegoalkeeper/NBC-to-lose-MLS-rights-in-2015-ESPN-Fox-likely-to-share-new-deal.html>.

has also bid for the rights to broadcast the Mexican National Team’s qualifiers for the next two World Cup cycles.¹⁰¹

76. NBC has launched an intensive advertising campaign focused on soccer. Witness this screenshot from NBC Sports’ soccer landing page:



And this:

¹⁰¹ Alex Muller, *NBC Universal and Telemundo Submit Joint Bid for Mexico National Team TV Rights in US*, World Soccer Talk (Sept. 29, 2017), <http://worldsoccertalk.com/2017/09/29/nbc-universal-telemundo-submit-joint-bid-mexico-national-team-tv-rights-us/>.



77. Equally important, this heavy push is not limited to leagues and games for which NBC Sports has the right, such as EPL. The NBC Sports website covers many non-EPL games, including games to which beIN has exclusive rights. And the online store features the jerseys of formidable players from various soccer leagues.

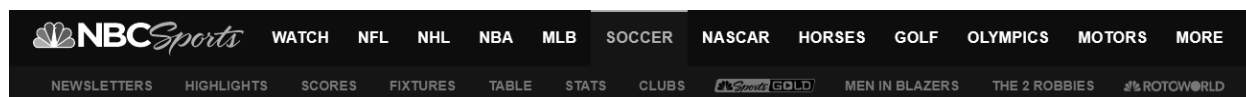
78. NBC Sports positions itself as a one-stop source for all things soccer. Thus, NBC Sports' website emphasizes all aspects of soccer, including non-Premier League games.¹⁰² For instance, on May 19, 2018, the NBC Sports' website headlines were all devoted to the FA Cup, Serie A, and Major League Soccer, all soccer content that NBC Sports does not carry. Additionally, one of NBC Sports' most popular shows and podcast is the "Men in Blazers" show, which covers international leagues that NBC Sports does not carry.¹⁰³ The "That's a

¹⁰² See *Soccer*, NBC Sports, <https://www.nbcsports.com/soccer> (last visited May 17, 2018) (headlining articles discussing the Italian Serie A and Europa League).

¹⁰³ See *Men in Blazers*, Wikipedia, https://en.wikipedia.org/wiki/Men_in_Blazers ("Men in Blazers is a collaboration of the British duo Roger Bennett and Michael Davies that exists as a website, weekly podcast and NBCSN television show about English Premier League and

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Dive” podcast with Kyle Martino, part of NBC Sports Podcast Network, covers multiple leagues, including the Champions League, MLS, and USMNT, all content that NBC Sports does not carry. In fact, the landing page of NBC Sports’ exclusive EPL content is buried as the last option in NBC Sports’ soccer website under the non-intuitive name Rotoworld (as evidenced below).



79. NBC Sports’ online store invites users to buy jerseys from scores of national teams and famous players, such as Lionel Messi, who plays in La Liga, Zlatan Ibrahimović, who plays in MLS, and Neymar, who plays in Ligue 1.¹⁰⁴

international soccer ‘driven by the belief that Soccer is America’s Sport of the Future. As it has been since 1972.’”) (last visited May 19, 2018).

¹⁰⁴ See *Soccer*, NBC Sports Shop, http://shop.nbcsports.com/NBC_Soccer (last visited May 17, 2018) (featuring jerseys from Cristiano Ronaldo, Lionel Messi, Zlatan Ibrahimović, who all play in leagues that NBC does not carry, and various national teams).

SIGN UP & SAVE 10%⁺ Track Order Help My Account \$0.00

NBC Sports
A Fanatics Experience

Search

NCAA NFL MLB NBA NHL NASCAR GOLF SOCCER OLYMPICS UFC

HOME / SOCCER

Soccer

MLS, EPL & International Soccer Gear
Fanatics is a global leader in Soccer Gear, bringing fans the latest Soccer Jerseys for fans of all ages. Shop popular MLS jerseys and English Premier League gear including jerseys for star players like Zlatan Ibrahimovic and Paul Pogba. If you're a USA Soccer faithful then you're in luck, because we stock the official USA Soccer jerseys that the Americans will wear throughout the season. Get Soccer merchandise for youth, women and men. Browse our MLS and EPL Gear including popular soccer player jerseys at the Fanatics Soccer Shop.

Shop: Lionel Messi jerseys / USA Soccer Gear / Mexico Soccer jerseys

MLS KITS & MORE!

SHOP NOW

WORLD CUP GEAR

SHOP NOW

U.S. SOCCER GEAR

SHOP NOW

National Teams

USA	England	Mexico	Japan
Argentina	France	Italy	Portugal
Colombia	Germany	Spain	Russia
Brazil		Netherlands	Uruguay

MLS

Atlanta United FC	FC Dallas	NYC FC	Seattle Sounders FC
Chicago Fire	Houston Dynamo	Orlando City SC	Sporting Kansas City
Cincinnati	LA Galaxy	Philadelphia Union	Toronto FC
Columbus Crew SC	Montreal Impact	Portland Timbers	Vancouver Whitecaps FC
D.C. United	New England Revolution	Real Salt Lake	
	New York Red Bulls	San Jose Earthquakes	

International Clubs

AC Milan	Celtic	Juventus	Real Madrid
Arsenal	Chelsea	Liverpool	Paris Saint-Germain
AS Roma	Everton	Manchester United	Tottenham Hotspur
Barcelona	Fulham	Manchester City	
Bayern Munich	Inter Milan	Newcastle United	

Top Players

Clint Dempsey	Eden Hazard	Lionel Messi	Wayne Rooney
Cristiano Ronaldo	Paul Pogba	Neymar	Jordan Veretout
Zlatan Ibrahimovic	Alexis Sanchez	Gareth Bale	Andrius Pukla

80. One of NBC Sports' Twitter accounts likewise demonstrates that NBC Sports is focused on "all things soccer."¹⁰⁵

¹⁰⁵ See NBC Sports Soccer, (@NBCSportsSoccer), Twitter, <https://twitter.com/nbcspportssoccer?lang=en> (last visited May 17, 2018).



81. On the same day as the FA Cup final between Manchester United and Chelsea, NBC Sports devoted multiple tweets to the retirement of Gigi Buffon, a goalkeeper in the Italian Serie A, even though beIN had the exclusive rights to Serie A.¹⁰⁶ NBC Sports' Twitter account also dedicated tweets to the FA Cup and the United States men's national soccer team, leagues that NBC Sports also does not carry.

82. The cross-border emphasis on all things soccer makes sense in light of the player-specific nature of much soccer fandom and the mobility of players. In 2014, the Uruguayan player Luis Suarez left the EPL team Liverpool for La Liga team Barcelona.¹⁰⁷ In 2017, the Spanish player Alvaro Morata made the reverse move, from Real Madrid to Chelsea.¹⁰⁸ Enthusiastic fans of these players are likely to follow them to the new league; as for the old

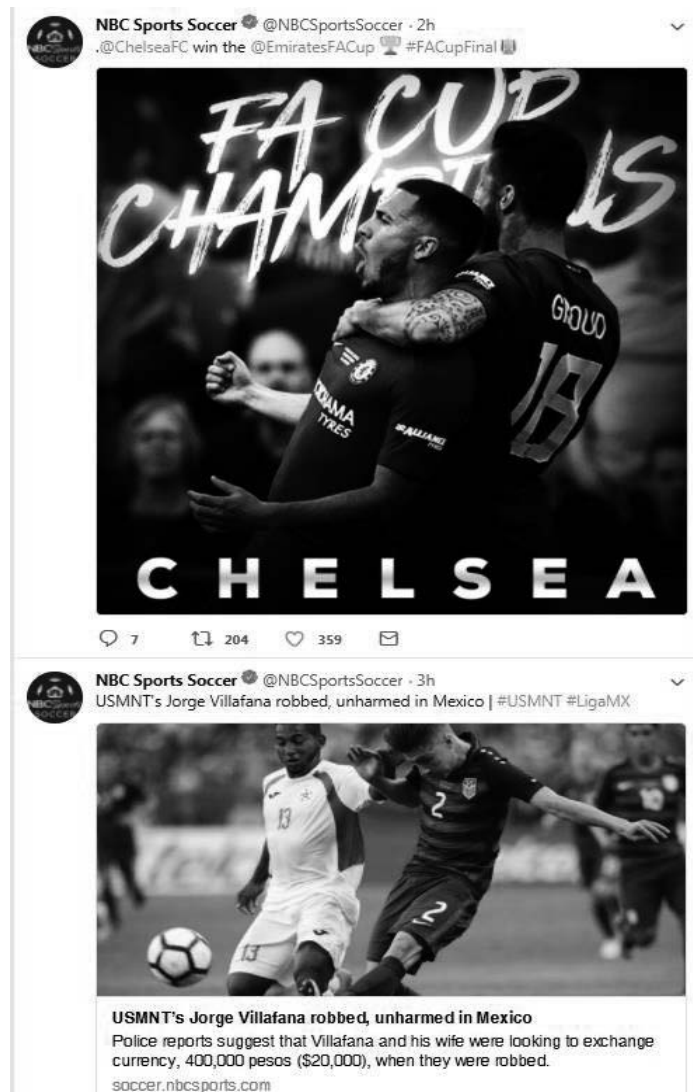
¹⁰⁶ See @NBCSportsSoccer, Twitter, <https://twitter.com/NBCSportsSoccer/status/997922975344152576> (tweeting a video of Buffon's retirement celebration).

¹⁰⁷ See *Liverpool & Barcelona Agree £75m Deal for Striker*, BBC Sports (July 11, 2014), <https://www.bbc.com/sport/football/28180600>.

¹⁰⁸ See Stephen Turner, *Alvaro Morata Signs for Chelsea from Real Madrid on Five-Year Contract*, Sky Sports (July 22, 2017), <http://www.skysports.com/football/news/11668/10956798/alvaro-morata-signs-for-chelsea-from-real-madrid-on-five-year-contract>.

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team's games, they may or may not continue to watch them, depending on convenience and cost, among other factors.



83. In light of this single-minded focus, it is no wonder that the New York Times has reported that soccer has “redefined” NBC Sports. In the newspaper’s words, the 2015 renewal of EPL rights “was an acknowledgment of how the globally popular league has come to redefine

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NBC's sports cable network, NBCSN, and also of the value NBC sees in Americans' growing appetite for top-shelf European soccer.”¹⁰⁹

84. And so, to mix sports metaphors, NBC Sports and Universo are mounting a full court press, backed by enormous investment, on soccer. It is no wonder that soccer accounts for an increasing percentage of both networks' lineup—[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

85. To recap some of the highlights of the comparison: on the one side, we have two networks (beIN, beIN en Español) focused on sports programming with a particular emphasis on soccer; on the other, we have two networks (NBC Sports, Universo) focused on sports programming with a particular emphasis on soccer. One of these networks proudly pronounces it is about “all things soccer.” The president of one protests that it is not a soccer network, not because it should be more broadly defined, but rather because it should be defined even more

¹⁰⁹ Richard Sandomir, *NBC Retains Rights to Premier League in Six-Year Deal*, New York Times (Aug. 10, 2015), <https://www.nytimes.com/2015/08/11/sports/soccer/nbc-retains-rights-to-premier-league-in-six-year-deal.html>.

¹¹⁰ Briceño Declaration ¶ 20.

¹¹¹ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹¹² Briceño Declaration ¶ 20.

¹¹³ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

narrowly, as the network of a particular soccer league. All of this spells similarity, not difference. And, as will be seen below, the networks also reach, and target, very similar demographics, and have comparable ratings.

Target audience.

86. The viewers of both beIN and NBC Sports skew strongly male [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] are the single largest demographic for both networks, and have very similar incomes of [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]¹¹⁴—hardly the rich/poor picture painted by Comcast. In other words, the audiences of beIN and NBC Sports are substantially similar. As for beIN en Español and Universo, rather remarkably, the median viewer age for the two networks is exactly the same—[[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] years old.¹¹⁵ Median incomes, too, between the networks are similar.¹¹⁶

87. Just as important, in addition to the similarities between the networks' actual audiences, NBC Sports and Universo target, and aspire to, the same demographic segment as beIN targets.

88. This is shown eloquently by the claims NBC makes to advertisers. A series of NBC “upfronts” (materials provided to potential advertisers) highlight NBC’s efforts to target the Hispanic audience, and particularly Hispanic soccer fans, with a trio of networks, including Universo. The upfronts tout four key features of all three of these networks: “high production,”

¹¹⁴ Briceño Declaration ¶ 23.

¹¹⁵ *See id.*

¹¹⁶ *Id.*

“music & live events, “digital/social/mobile,” and “sports.”¹¹⁷ The upfronts feature soccer programming prominently, and World Cup programming specifically, and talk about “building U.S. Hispanic FANS on every screen and in every room of their homes.” Clearly, Comcast has been making a particular push to attract Hispanic sports enthusiasts, a core audience component for the beIN networks.¹¹⁸

89. Thus, on the question of NBC Sports’ and Universo’s target demographics, too, the Commission would be better informed by watching what Comcast does than by reading what Comcast says.



90. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] of beIN viewing households

¹¹⁷ See Exhibit 15.

¹¹⁸ Approximately [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] of households viewing beIN and beIN en Español, respectively, are led by someone identifying as Hispanic. [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] of Universo households report the same. See Briceño Declaration ¶ 24.

also watched NBC Sports. And the trend is upwards. For the period between April 2017 and March 2018, the number is [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]]. The data is similar between beIN en Español and Universo. For the same periods, more than [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] and [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] of beIN en Español viewing households also watched Universo. The overlap between the networks' viewers is illustrated in the chart below.

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

Ratings.

91. beIN's targeting of the same demographic as that targeted by the soccer programming of NBC Sports and NBC Universo has reaped fruit. In many respects, beIN has managed to punch above its weight, overcome the handicap of significantly more limited penetration compared to that enjoyed by NBC Sports and NBC Universo, and achieve ratings

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similar, or even superior, to those of NBC Sports and Universo.¹¹⁹ In correspondence with beIN,
[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Not so. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]].

92. And the similarity in ratings becomes superiority in beIN's favor if appropriate further adjustment is made to account for beIN's lower penetration that all cable sports programmers had full distribution of all possible pay-TV households. Under that assumption,
[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹¹⁹ Briceño Declaration ¶ 25.

¹²⁰ Comcast Response to Pre-Filing Notice at 2, attached as Exhibit 2.

¹²¹ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹²² *Id.*

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93. The soccer programming of beIN is comparable to that of NBC Sports and NBC Universo based on a number of other coverage area metrics. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] The following charts from a presentation beIN made to a distributor in March 2017 depict these comparisons¹²⁴:

¹²³ [[BEGIN CONFIDENTIAL]]

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¹²⁴ [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]]

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94. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

The conduct of Comcast and its affiliates.

95. The fact that beIN and Comcast-affiliated soccer programming target the same viewers is also demonstrated by the statements and conduct of Comcast itself. For example, Comcast targets soccer fans by advertisements that feature both beIN and its own affiliated programming. For instance, Comcast promoted both its own soccer programming and beIN in 2015 when describing the soccer programming available during the summer.¹²⁶ Comcast has promoted beIN's soccer programming in many other ways, including in materials that omit any mention of NBC Sports and NBC Universo soccer offerings,¹²⁷ thus undermining [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

96. Especially telling is NBC Universo's reaction in a case where both beIN and NBC Universo distributed the same game. In that case, beIN had acquired the English feed rights and NBC Universo had acquired the Spanish feed rights to the crucial final 2017 CONCACAF World Cup qualifying game between El Salvador and Mexico.¹²⁸ beIN decided to distribute the

¹²⁵ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹²⁶ *Comcast's Summer of Soccer: More Ways to Watch than Ever*, Comcast (June 10, 2015), <https://corporate.comcast.com/news-information/news-feed/comcasts-summer-of-soccer-more-ways-to-watch-than-ever> (highlighting the soccer programming available on beIN and NBC Universo).

¹²⁷ *See, e.g.*, Exhibit 13.

¹²⁸ Briceño Declaration ¶ 29.

English feed in both its beIN and beIN en Español channels. NBC Universo, concerned that it would lose a substantial number of viewers to beIN, remonstrated with beIN.¹²⁹

97. Just as important, both NBC and beIN were among the few public bidders for the English Premier League rights.¹³⁰ The Commission gives “significant weight” to this factor in deciding whether the programming of two vendors is similarly situated.¹³¹

Public and marketplace perception.

98. The treatment of beIN and Comcast affiliated sports networks in the press also demonstrates that the two target the same demographic. A plethora of news stories lump beIN and the Comcast sports networks together and describe them as appealing to the same viewers—soccer fans. A number of sources on the blossoming of soccer interest in the United States describes beIN and NBC Sports/NBC Universo as integral parts of that phenomenon, and specifically mentions NBC and beIN as competitors jumping into the marketplace.¹³²

¹²⁹ *Id.*

¹³⁰ Richard Sandomir, *NBC Retains Rights to Premier League In Six-Year Deal*, The New York Times (Aug. 10, 2015), <https://www.nytimes.com/2015/08/11/sports/soccer/nbc-retains-rights-to-premier-league-in-six-year-deal.html> (“The Premier League opened its bidding on Thursday with only NBC, Fox and beIN Sports known to have made submissions.”).

¹³¹ See *Game Show Network, LLC, Complainant v. Cablevision Systems Corp., Defendant*, Memorandum Opinion and Order, 32 FCC Rcd. 6160, 6176 ¶ 51 (2017) (“*GSN MO&O*”) (“Our conclusion that GSN and WE tv targeted and aired different types of programming is supported by the lack of competition between GSN and WE tv in vying for rights to the same programming . . . there is no evidence of any competition to acquire programming during that time.”).

¹³² See, e.g., Ximena Cassab, *Why English-Language Soccer Broadcasting is Gaining Strength in the U.S.*, Portada (Apr. 5, 2017), <https://www.portada-online.com/2018/02/09/altice-usa-lets-cristiano-ronaldo-discover-american-football-can-new-consumers-discover-him-as-well/>; <https://www.portada-online.com/2017/04/05/why-english-language-soccer-broadcasting-is-gaining-strength-in-the-u-s/> (“For us, English-language properties are always something we recommend to our clients if the target market makes sense. We buy media with FOX, NBC, BeIN Sports and others regularly, because we know there is a growing viewership and we have to be talking to them,” says [the vice-president of a major marketing agency targeting sports programming].”); Matt Yoder, *NBC and the English Premier League Will Continue the Best*

99. The similarly situated status of beIN's soccer programming compared to that provided by Comcast affiliates is further demonstrated by the statements and conduct of beIN when negotiating with a variety of distributors, including DISH, Charter and Verizon. For example, the presentation beIN made to [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Similar presentations made by beIN to other distributors feature similar comparisons between beIN and beIN en Español on the one hand, and NBC Sports and NBC Universo, on the other.¹³⁴

100. In Mr. Sahl's view, these presentations have a direct implication. Both beIN and the distributors carrying it view beIN's soccer programming as a substitute for, and directly competitive with, the soccer programming of NBC Sports and NBC Universo.¹³⁵ It is for that reason that distributors want to hear how beIN stacks up against NBC Sports and NBC Universo

Marriage in Sports Media, Awful Announcing (Aug. 11, 2015), <http://awfulannouncing.com/2015/nbc-and-the-english-premier-league-will-continue-the-best-marriage-in-sports-media.html> ("Televised soccer rights in America has been a fierce competition the last decade amongst ESPN, NBC, Fox Sports, and beIn Sport."); Jonathan Tannenwald, *Source: NBC Sports to Bid on UEFA Champions League Rights*, Philadelphia Inquirer (Dec. 2, 2013), <http://www.philly.com/philly/blogs/thegoalkeeper/Source-NBC-Sports-to-bid-on-UEFA-Champions-League-rights.html> ("In addition to ESPN, Fox and NBC, there's also the potential for beIN Sport to bid for Champions League rights. The network, owned by Qatar-based al-Jazeera, has quickly swept up a wide collection of worldwide soccer rights since it launched last year.").

¹³³ [[BEGIN CONFIDENTIAL]]
CONFIDENTIAL]]

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¹³⁴ Briceño Declaration ¶ 30.

¹³⁵ Sahl Declaration ¶ 24.

based on a bewildering variety of viewer metrics; and it is for that reason that beIN devotes the most significant portion of its pitch to those comparisons.¹³⁶

Comparison across other metrics.

101. But these comparisons are relevant for another reason, too. Just as important, they demonstrate that the soccer programming of beIN and that provided by NBC Sports and NBC Universo are in fact comparable under a number of different metrics.

102. The soccer programming of beIN and beIN en Español is comparable to that offered by Comcast affiliates in terms of [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

103. Additionally, beIN is still growing at a prodigious rate. [[BEGIN CONFIDENTIAL]]

¹³⁶ Briceño Declaration ¶ 31.

¹³⁷ [[BEGIN CONFIDENTIAL]]

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¹³⁸ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

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104. This is also reflected in the growth of beIN's average audience. At a time when most networks [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

Advertisers.

105. As Mr. Sahl states, beIN competes directly with Comcast affiliated soccer programming for advertising dollars.¹⁴² In Mr. Sahl's experience, advertising time on virtually every sports programming is a substitute for time on any different sports programming in the eyes of many advertisers.¹⁴³ As for soccer, Mr. Sahl views games on one league as substitutes for games on another league in the eyes of many advertisers, particularly national ones.¹⁴⁴ It is therefore no surprise that, as Mr. Antonio Briceño testifies, beIN shares several key advertisers with NBC Sports and NBC Universo. In fact, all of beIN's largest advertisers, [[BEGIN CONFIDENTIAL]]

[[END

¹³⁹ [[BEGIN CONFIDENTIAL]]

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CONFIDENTIAL]]

¹⁴⁰ [[BEGIN CONFIDENTIAL]]

[[END

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¹⁴¹ *Id.*

¹⁴² Sahl Declaration ¶ 25.

¹⁴³ *Id.*

¹⁴⁴ *Id.*

CONFIDENTIAL]] also purchase advertising on NBC Sports and NBC Universo.¹⁴⁵ What is more, these and other advertisers constantly move business between the beIN properties, on the one hand, and the NBC Sports and NBC Universo properties, on the other. Thus, the purchase by some of these advertisers of time on beIN has resulted directly in less time bought by them on NBC Sports and NBC Universo, meaning that beIN is a direct substitute for NBC Sports and NBC Universo in the eyes of these advertisers.¹⁴⁶

106. And vice versa: beIN understands that it was the first programmer in which
[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

107. Another illustrative example of this competition for advertisers is provided by the September 6, 2016 match between the United States and Trinidad and Tobago, which was covered both by beIN and by NBC Universo. The four advertisers who purchased the most advertising time for this game bought time on both telecasts.¹⁴⁸ As Mr. Briceño explains, beIN and the NBC properties are locked in a constant battle to win more of the business of these and other overlapping advertisers.¹⁴⁹

¹⁴⁵ *Id.*; *see also* Briceño Declaration ¶ 36.

¹⁴⁶ Briceño Declaration ¶ 36.

¹⁴⁷ *Id.* ¶ 37.

¹⁴⁸ *Id.* at Table 1.

¹⁴⁹ *Id.* ¶ 38.

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108. The Commission should not discount the [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]] shared advertisers mentioned in the prior complaint because they are large or because they advertise on other networks, too. First of all, this does not account for the fact that advertisers target certain audiences with different advertisements, as the Commission has recognized.¹⁵⁰ For instance, a major car manufacturer would likely air an advertisement featuring a minivan and its conveniences on a network that targets families. That same manufacturer would likely air an advertisement touting its newest sports car on a network that targets a predominantly young male audience. As Mr. Briceño testifies, many large shared advertisers have advertising programs tailored to a few networks including the beIN and NBC Sports networks, or limited to beIN and NBC Sports. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]].¹⁵¹

109. But most important, there are not [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]] advertisers buying airtime on both the beIN and the NBC networks, as shown in the list reproduced in Attachment A to Mr. Briceño's declaration, and also reproduced immediately below.

¹⁵⁰ See *GSN MO&O*, 32 FCC Rcd. at 6178-79 ¶ 60 (stating that advertisers use advertisements to target different audiences).

¹⁵¹ Briceño Declaration ¶ 39.

Snapshot of advertisers buying time on both beIN and NBC networks

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

110. The list, produced by Nielsen and tracking 2017 Q4 advertising for all networks, includes many small advertisers for whom the platforms of the NBC and beIN networks are uniquely suitable as well as substitutable for another: [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

Other Sports.

111. beIN's non-soccer programming is also similarly situated to other sports programming offered by NBC Sports and Universo, including college sports, motor sports, boxing, rugby, track and field and mixed martial arts. For example, in 2017, beIN carried the popular Rugby Six Nations Championship. NBC Sports is carrying it this year. Similarly, beIN carried the IAAF Diamond League track and field competition in 2016. NBC Sports carried it in 2017.

¹⁵² *Id.* ¶ 41.

Serie A Rights.

112. The lack of the Italian Serie A soccer rights does not make beIN any less similarly situated to NBC Sports and Universo. The NBC networks have the rights to one European soccer league, the English Premier League (“EPL”). Without the Italian rights, beIN has the rights to two European leagues, the Spanish La Liga and the French Ligue 1. La Liga and Ligue 1 are two of the top five national soccer leagues, representing 45 million viewers compared to EPL’s 33 million.

113. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] This in turn means that beIN is similarly situated with the NBC networks even if it offered only the Spanish La Liga rights alongside its variety of sports other than soccer. La Liga is the premier national soccer league in the world. It has few substitutes other than NBC’s EPL. It rivals EPL in popularity and surpasses it in prestige, as it is home to the world’s best players, including Messi, Gareth Bale, and many others. beIN has built its business around La Liga, exactly as the NBC networks have built theirs around EPL, so much so that NBC Sports bills itself as the “EPL network.”¹⁵³ This evidence provides sufficient certainty that the beIN and NBC networks are similarly situated.

¹⁵³ See Tom Teodorczuk, *How NBC Sports is Monetizing Its \$1 Billion Premier League Soccer Investment*, Market Watch (Dec. 19, 2017), <https://www.marketwatch.com/story/how-nbc-sports-is-monetizing-its-1-billion-premier-league-soccer-investment-2017-12-14>.

VIII. THE COMCAST OFFER AND SUBSEQUENT COMCAST OFFERS DISCRIMINATE AGAINST beIN SPORTS IN PROGRAMMING AND IN FAVOR OF THE PROGRAMMING OF COMCAST-AFFILIATED VENDORS

114. The Comcast Offer discriminates in video programming distribution on the basis of affiliation or non-affiliation of vendors in the selection, terms and conditions for carriage of these vendors' programming. Specifically, the Comcast Offer discriminates against the programming of beIN and in favor of NBC Sports' and Universo's similarly situated sports programming.

A. Comcast Would Unfavorably Tier beIN's Programming

115. Vertically integrated MVPDs can use tiering to discriminate against non-affiliated programming. By placing affiliated programming on the widest-distributed tiers, a vertically integrated MVPD can create a larger potential viewing market for its affiliated programming. When an unaffiliated programmer competes with, or outperforms, an affiliated programmer, an MVPD can also retaliate by moving the unaffiliated programmer to a higher-priced tier, which naturally has a smaller subscriber base.

116. The Comcast Offer would discriminate against beIN programming by unfavorably tiering it compared to Comcast's affiliated and similarly situated programming. Although Comcast affiliated sports programming is carried on almost every tier, Comcast offers to carry beIN programming on its [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

B. The Comcast Offer Would Unfavorably Tier beIN's Spanish Language Programming While Favorably Tiering Its Affiliated Programming

117. The Comcast Offer would also [[BEGIN CONFIDENTIAL]]

[[END

CONFIDENTIAL]] By contrast, Universo, despite having a smaller audience than beIN, is carried on the greater-penetration Preferred tier and, in some areas, the even-greater penetration Starter tier.

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

C. Comcast Refuses to Carry beIN's HD Signal

118. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] By contrast, Comcast carries HD signals of its affiliated programming in all of its markets in almost all its tiers.

119. For sports programming, the quality of the signal is especially important to viewers.¹⁵⁵ Comcast understands that, and broadcasts all of its English Premier League games in HD, among other sports programming it broadcasts in HD. Other MVPDs also understand that, and carry beIN's HD signal.

D. Comcast Will Not Authenticate Comcast's Viewers for beIN's Online App, but Authenticates Its Own Viewers for Its Affiliated Programming

120. Streaming content is increasingly important to VPVs, as more and more consumers want to be able to watch content wherever they are and not just in front of their TV. Being able to authenticate users is crucial for VPVs to stream content, yet they often must rely upon the MVPDs for assistance in authentication.

121. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹⁵⁴ Briceño Declaration ¶ 47.

¹⁵⁵ *Id.*

¹⁵⁶ *Id.* ¶ 48.

E. Comcast Would Continue to Restrict beIN's Ability to Offer Direct-to-Consumer Products While Allowing Its Affiliated Programmers to Do So

122. Comcast has restricted beIN's ability to offer a direct-to-consumer product derived from its core leagues while at the same time offering English Premier League as a direct-to-consumer product. This product generally represents an additional revenue stream for networks.¹⁵⁷ It also allows a network to offer all of its games live, rather than distributing one among several games that may be occurring simultaneously. For fans of lesser-known teams, such a product is essential, as their teams' games will normally be preempted for games of marquee teams.

F. Comcast's Carriage Fees Are Discriminatory and Less Than What It Pays to Its Affiliated Programmers

123. Comcast has also proposed changing beIN's compensation from [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

124. According to Comcast itself, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] In addition, on information and belief, NBC Sports and NBC Universo are paid on a per subscriber basis,

¹⁵⁷ *Id.* ¶ 49.

meaning that they benefit from additional subscribers joining the Comcast packages where they are offered.

IX. COMCAST’S DISCRIMINATORY BEHAVIOR HAS UNREASONABLY RESTRAINED beIN’S ABILITY TO COMPETE FAIRLY

125. The discriminatory treatment meted out by Comcast has restrained beIN’s ability to compete fairly with NBC Sports and Universo for rights, viewers, and advertisers.¹⁵⁸

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

126. Comcast has placed beIN between the devil and the deep blue sea. beIN could have accepted the discriminatory offer, but in light of Comcast’s power in the industry and the contractual “Most Favored Nations” (“MFN”) obligations imposed by other multichannel video programming distributors, this would have created an untenable situation wherein beIN would be forced out of business. Not taking the offer, on the other hand, would mean total loss of access to any of Comcast’s packages. Either outcome would disarm beIN in its effort to continue to pay for the broad lineup of rights that make it similarly situated to Comcast’s affiliated programmers in the first place. Thus, in either outcome, Comcast/NBC would win, and the discrimination would produce the very result that impelled Congress to enact the program carriage rules. And Comcast is winning. Among other things:

¹⁵⁸ Sahl Declaration ¶ 26.

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- [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

- Comcast's behavior has also precipitated significant strains in the relationships of beIN with sports rights holders. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

- Comcast's conduct has caused beIN [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] and has caused widespread viewer

¹⁵⁹ Briceño Declaration ¶ 54.

¹⁶⁰ *Id.*

¹⁶¹ *Id.*

discontent: [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

X. DISCRIMINATION IS THE ONLY RATIONAL EXPLANATION FOR COMCAST'S ACTIONS

127. beIN does not need to show the motivation for the different treatment meted out by Comcast to beIN for purposes of this complaint; nor does it need to show that this different treatment is not based on commercial conditions. Nevertheless, beIN submits that Comcast's discriminatory treatment can only be explained by Comcast's desire to favor its affiliates over these affiliates' competitor(s). Contrary to Comcast's assertion in correspondence with beIN, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

128. Second, it is implausible that assigning beIN to a greater penetration tier would entail any meaningful loss of subscriber fees for the Sports and Entertainment package.¹⁶⁴ No matter how much Comcast wants to obtain surcharges from subscribers, very few if any of the

¹⁶² *Id.*

¹⁶³ beIN believes that, in light of the abundant bandwidth available to Comcast on its cable system, the opportunity bandwidth cost to Comcast from greater beIN penetration is close to zero.

¹⁶⁴ In any event, any small loss of subscriber fees would be substantially offset by added value to Comcast from the acquisition of new subscribers to the Starter and Preferred tiers.

subscribers paying \$4.99 to Comcast for the Sports and Entertainment or \$9.99 for the Latino packages do so solely in order to watch beIN. While beIN is wildly popular with soccer fans, Comcast essentially offers it at a comparatively high price. By comparison, FuboTV offers beIN within its most penetrated package alongside 70 other channels for as low as \$19.99 during the first month, and \$44.99 thereafter, a fraction of what Comcast charges for the Sports and Entertainment package.¹⁶⁵ As a direct consequence of Comcast's pricing, it is unlikely that many subscribers pay the Sports and Entertainment or Latino price solely in order to watch beIN, since they can pay less than half elsewhere.

129. Nor is it true that other distributors carrying beIN do so almost universally on upper level tiers: as many as seven distributors—Charter, CenturyLink, Frontier, FuboTV, Liberty Puerto Rico, Prism, and Verizon—give beIN access to general entertainment packages as opposed to specialty tiers.

130. Third, Comcast ignores the benefit that will accrue to it, at no cost, if it agrees to distribute beIN in lower tiers: Comcast will attract and retain subscribers at lower price points and accordingly attract and retain more video subscribers, which is a critical metric for MVPD valuation. Further, greater penetration for beIN will result in greater advertising revenue for beIN, which will enable beIN to hold down the fees it charges Comcast's systems as well as to Comcast itself under the standard ad avails provision that beIN has agreed and is willing to renew.

¹⁶⁵ 70+ *Live Channels. \$19.99 for Your First Month*, FuBo.TV, <https://www.fubo.tv/welcome/channels> (last visited Feb. 25, 2018).

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131. Finally, Comcast cannot convincingly allege that beIN lacks in value because Comcast's discriminatory actions deprive beIN of value. The Commission should resist being drawn into this vicious circle of self-referential justification by Comcast.

132. In sum, the benefits to Comcast from non-discrimination carriage of beIN include, among others:

- [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

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**COUNT I:
Discrimination on the Basis of Affiliation**

133. Complainant beIN repeats and re-alleges each and every allegation contained in paragraphs 46-106 of this Complaint.

134. By virtue of the acts described above, Comcast has discriminated against beIN by refusing to carry beIN programming on comparable terms and conditions as programming by Comcast affiliated programmers, thereby violating Section 616, 47 CFR § 76.1301(c), the Comcast-NBCU Conditions and the *Comcast-NBCU Order*.

**COUNT II:
Unreasonable Restraint to beIN's Ability to Compete Fairly**

135. Complainant beIN repeats and re-alleges each and every allegation contained in paragraphs 46-106 of this Complaint.

136. By virtue of the acts described above, Comcast has unreasonably restrained beIN's ability to compete fairly.

XI. PRAYER FOR RELIEF

Complainant beIN respectfully requests that the Commission:

- (a) find Comcast in violation of 47 C.F.R. § 76.1301(c);
- (b) find Comcast in violation of the *Comcast-NBCU Order*;
- (c) enjoin Comcast from further program carriage discrimination;
- (d) order Comcast to carry beIN on equitable terms that do not unreasonably restrict beIN's ability to compete fairly, as determined by the Media Bureau; and
- (e) order any other relief that the Commission may deem appropriate.

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Respectfully submitted,

Antonio Briceño
Deputy Managing Director, US & Canada
beIN Sports, LLC
7291 Northwest 74 Street
Miami, FL 33166
(305) 777-1900

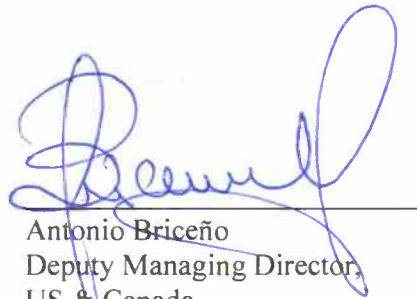
December 13, 2018

/s/
Pantelis Michalopoulos
Markham C. Erickson
Georgios Leris
Travis West
STEPTOE & JOHNSON LLP
1330 Connecticut Ave, NW
Washington, DC 20036
(202) 429-3000
Counsel to beIN Sports, LLC

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VERIFICATION OF ANTONIO BRICEÑO

I, Antonio Briceño, have read beIN's Complaint in this matter, and state that, to the best of my knowledge, information, and belief formed after reasonable inquiry, the Complaint is well grounded in fact and is warranted under existing law or a good faith argument for the extension, modification, or reversal of existing law. The Complaint is not interposed for any improper purpose.



Antonio Briceño
Deputy Managing Director,
US & Canada
beIN Sports, LLC

Dated: December 13, 2018

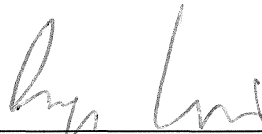
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CERTIFICATE OF SERVICE

I, Georgios Leris, hereby certify that on December 13, 2018, I caused a copy of the foregoing Confidential Program Carriage Complaint, as well as a copy of the redacted version thereof electronically filed with the Federal Communications Commission on this day, to be served upon the parties listed below by overnight delivery.

Michael D. Hurwitz
Willkie Farr & Gallagher LLP
1875 K Street, NW
Washington, DC 20006-1238
Counsel to Comcast Corp.

Francis M. Buono
SVP & Sr. Deputy General Counsel
Comcast Corporation
300 New Jersey Avenue, NW
Suite 700
Washington, DC 20001



Georgios Leris

EXHIBIT 1

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Redacted in Its Entirety

EXHIBIT 2

REDACTED—FOR PUBLIC INSPECTION

Redacted in Its Entirety

EXHIBIT 3

REDACTED—FOR PUBLIC INSPECTION

Redacted in Its Entirety

EXHIBIT 4

REDACTED—FOR PUBLIC INSPECTION

Redacted in Its Entirety

EXHIBIT 5

REDACTED—FOR PUBLIC INSPECTION

Redacted in Its Entirety

EXHIBIT 6

REDACTED—FOR PUBLIC INSPECTION

Redacted in Its Entirety

EXHIBIT 7

REDACTED—FOR PUBLIC INSPECTION

Redacted in Its Entirety

EXHIBIT 8

REDACTED—FOR PUBLIC INSPECTION

ANTONIO BRICEÑO DECLARATION

I, Antonio Briceño, being over 18 years of age, swear and affirm as follows:

1. I make this declaration using facts of which I have personal knowledge or based on information provided to me, in connection with the program carriage complaint of beIN Sports, LLC (“beIN”) against Comcast Cable Communications, LCC (“Comcast”) and the effects of Comcast’s program carriage offer on beIN.

2. I am currently the Deputy Managing Director, US & Canada, for beIN. In that capacity, I am responsible for the overall operation and P&L for beIN Sports US & Canada. I have served in that capacity since August 1, 2012. Before that, I was the VP of Programming & Distribution for Imagina US. I have a degree in Communications from Catholic University Andres Bello in Caracas, Venezuela and an MA in Communications Industry Management from Emerson College in Boston plus two years of post-graduate studies in Film and Video at the Savannah College of Art and Design. I started my career 25 years ago working as a producer for Radio Caracas TV in Venezuela. With extensive experience in programming, marketing and production, I have held key management positions including director of programming at Pan-American Sports Network and director of programming and sales at Digital Latin America. I began my professional career in the U.S. as creative services director at Movie City in Atlanta.

3. beIN is independently owned and operated. It is unaffiliated with any MVPD.

4. beIN was incorporated in May 2012. In August 2012, it launched English and Spanish programming with Comcast, DIRECTV and DISH. It launched that programming with Time Warner Cable in the fall of 2012, and with other major MVPDs—e.g., AT&T, Cablevision, Cox—in 2013.

5. beIN is a sports programming network that primarily distributes top-flight European soccer, including games of the Spanish La Liga, French Ligue 1 and Italian Serie A as

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well as FIFA World Cup Qualifiers. In addition to soccer, beIN's English- and Spanish-language programming includes sports-related news and original programming, motor sports, college sports, rugby, track and field, combat sports and others. beIN carries Conference USA football matches, and multiple boxing promotions.

6. Since its launch, beIN has gained significant popularity among sports fans in the United States. beIN's English language programming reaches about [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] its Spanish language programming ("beIN en Español") reaches about [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

I. COMCAST CARRIAGE AGREEMENT AND NEGOTIATIONS

7. beIN had high hopes at first about its relationship with Comcast. When beIN first obtained Comcast's agreement to carry it in August 2012, it made a major concession in price in order to give Comcast an incentive to expand beIN carriage to a large portion of Comcast's subscriber base. The initial agreement was for [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

8. To secure carriage and provide Comcast with an incentive to broaden that carriage, beIN agreed to a [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]. On the other hand, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] beIN's hope was that Comcast would act according to this rational economic incentive and accept the "free lunch" it had secured. Any motivation for Comcast to keep beIN in the low penetration buy-through packages in order to entice consumers to part with an additional \$5-10 of their money every month disappeared when other distributors such as Verizon and FuboTV started offering distribution of beIN in greater penetration tiers in 2013 and 2015, respectively. This means that most (if not all) subscribers purchasing Comcast's Sports and Entertainment or Latino package solely or primarily on account of beIN would likely choose to subscribe to these other platforms instead.

9. Nevertheless, that hope was not borne out. The apparent reason is that Comcast's desire to favor its affiliates got in the way of its incentive to have that free lunch. For example, in October 2012, shortly after the beIN deal, I understand that NBC Sports acquired the rights to broadcast the English Premier League in the United States. And in 2011, Telemundo—another Comcast affiliate—had acquired the rights to broadcast the 2018 and 2022 FIFA World Cups along with Fox.

10. Prior to the blackout, beIN was carried only on Comcast's low penetration \$4.99 a month buy-through Sports and Entertainment package; beIN en Español, for its part, is carried on that package as well as the buy-through \$9.99 a month XFINITY Latino package. Comcast had afforded beIN access to [[BEGIN CONFIDENTIAL]]

[[END

REDACTED—FOR PUBLIC INSPECTION

CONFIDENTIAL]], close to the bare minimum under the agreement. By contrast, I understand that Comcast affiliate NBC Sports is carried on Comcast's high penetration Starter tier and NBC Universo on Comcast's Preferred tier (Comcast also offers NBC Universo on its Starter tier in some areas), and therefore enjoy access to the vast majority of Comcast's subscriber base.

11. I believe the account of the negotiations with Comcast set forth in the testimony of Mr. Meyeringh is accurate. I participated in some of the meetings and conversations referenced by Mr. Meyeringh and received almost contemporaneous reports on meetings in which I did not participate.

12. On August 1, 2018, the carriage agreement between Comcast and beIN expired. Comcast, which had refused multiple pleas from beIN for a standstill agreement, immediately launched a campaign against beIN, including two short videos (one in English and one in Spanish) and a website.¹ The videos attempt to lure beIN viewers to other soccer programming, much of which is, of course, provided by NBC Sports and Universo. Specifically, the videos advise Comcast Xfinity X1 customers to say the word "soccer" into their voice remote to "find a collection of games, highlights, and more." And the website likewise advises that "[s]occer games are also available on NBC, FOX, ESPN, Telemundo, Univision and other networks."² This has damaged beIN's reputation and has led to a significant loss in viewership.

13. [[BEGIN CONFIDENTIAL]]

[[END

CONFIDENTIAL]]

¹ See <https://www.xfinity.com/facts/beinSPORTS>.

² Screenshots from the website and video are attached as Exhibit 14.

14. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

15. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

II. beIN'S PROGRAMMING IS SIMILARLY SITUATED TO COMCAST'S AFFILIATED SPORTS PROGRAMMING

16. The discrepancy in the tiers in which Comcast offers its affiliated sports programming versus the packages it offers beIN's sports programming is surprising. It is my belief that beIN's programming is similarly situated to the soccer and other programming of NBC Sports and NBC Universo. That is demonstrated by a number of factors.

17. First of all, as a general matter, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] La Liga and Ligue 1 are two of the top five national soccer leagues, representing 45 million viewers compared to EPL's 33 million.³ La Liga is the premier national soccer league in the world. It rivals NBC's EPL in popularity and surpasses it in prestige, as it is home to the world's best players, including Messi, Gareth Bale, and many others. beIN has built its business around La Liga, exactly as the NBC

³ [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]].

networks have built theirs around EPL, so much so that NBC Sports bills itself as the “EPL network.”⁴ This evidence provides sufficient certainty that the beIN and NBC networks are similarly situated.

18. **Genre.** Both beIN and Comcast’s affiliates make substantial offerings of content that belongs not only to the same genre—sports—but also to the same subgenre—soccer. All four networks provide extensive coverage of soccer games throughout the nation. Indeed, in a number of cases, beIN offers the exact same programming with Comcast’s affiliates in different languages. For example, the 2016 FIFA World Cup qualifying game between the United States and Trinidad and Tobago was carried by beIN and by NBC Universo. The 2017 CONCACAF World Cup qualifying game between El Salvador and Mexico was also carried by beIN and by NBC Universo.

19. Some numbers illustrate that extent well. [[BEGIN CONFIDENTIAL]]

⁴ See Tom Teodorczuk, *How NBC Sports is Monetizing Its \$1 Billion Premier League Soccer Investment*, Market Watch (Dec. 19, 2017), <https://www.marketwatch.com/story/how-nbc-sports-is-monetizing-its-1-billion-premier-league-soccer-investment-2017-12-14>.

⁵ [[BEGIN CONFIDENTIAL]]

CONFIDENTIAL]]

⁶ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

[[END CONFIDENTIAL]]

20. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

⁷ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

21. NBC Universo's increasing focus on soccer is further illustrated by its announced plan to show as many as 170 hours of FIFA World Cup related programming in connection with the 2018 soccer FIFA World Cup to be held in Russia.⁸

⁸ See Press Release, *Telemundo Deportes Unveils More than 1,500 Hours of 2018 FIFA World Cup Russia™ Coverage Across All Platforms*, Comcast (Nov. 29, 2017), <http://www.nbcuniversal.com/press-release/telemundo-deportes-unveils-more-1500-hours-2018-fifa-world-cup-russia%E2%84%A2-coverage-across> (stating that "Telemundo Deportes will provide extensive multimedia coverage including more than 500 hours of World Cup-related programming across Telemundo Network and its sister cable network Universo . . . [including] more than 170 hours of programming on Universo.").

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22. **Target Audience.** All four networks target the same audience—soccer fans. Soccer fans consistently make choices between watching one or another soccer game, including because of the many time conflicts between games played on different leagues.

23. The viewers of both beIN and NBC Sports skew strongly male [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

are the single largest demographic for both networks, and have very similar incomes of [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

—hardly the rich/poor picture painted by Comcast. In other words, the audiences of beIN and NBC Sports are substantially similar. As for beIN en Español and Universo, rather remarkably, the median viewer age for the two networks is exactly the same—[[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] years old. Median incomes, too, between the networks are similar.

24. Approximately [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] of households viewing beIN and beIN en Español, respectively, are led by some identifying as Hispanic. [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]] of Universo households report the same.

25. **Ratings.** beIN targets the same demographic as that targeted by the soccer programming of NBC Sports and NBC Universo. Based on the ratings I have reviewed, in many respects, beIN has managed to punch above its weight, overcome the handicap of significantly more limited penetration compared to that enjoyed by NBC Sports and NBC Universo, and achieve ratings similar, or even superior, to those of NBC Sports and Universo. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

26. And the similarity in ratings becomes vast superiority in beIN's favor if an appropriate adjustment is made to account for beIN's lower penetration. And the similarity in ratings becomes superiority in beIN's favor if appropriate further adjustment is made to account for beIN's lower penetration that all cable sports programmers had full distribution of all possible pay tv households. Under that assumption, [[BEGIN CONFIDENTIAL]]

[[END
CONFIDENTIAL]]

27. The soccer programming of beIN is comparable to that of NBC Sports and NBC Universo based in a number of other coverage area metrics I have reviewed. [[BEGIN
CONFIDENTIAL]]

⁹ [[BEGIN CONFIDENTIAL]]

[[END
CONFIDENTIAL]]

[[END CONFIDENTIAL]] The following charts from a presentation beIN made to a distributor in March 2017 depict these comparisons¹⁰:

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹⁰ [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]]

28. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

29. ***The conduct of Comcast and its affiliates.*** Comcast's conduct appears to treat beIN as targeting the same advertisers. For example, in 2017, beIN acquired the English feed rights and NBC Universo acquired the Spanish feed rights to the crucial final 2017 CONCACAF World Cup qualifying game between El Salvador and Mexico. beIN decided to distribute the English feed in both its beIN and beIN en Español channels. NBC Universo, concerned that it would lose a substantial number of viewers to beIN, remonstrated with beIN.

30. ***Public and marketplace perception.*** The similarly situated status of beIN's soccer programming compared to that provided by Comcast affiliates is further demonstrated by the statements and conduct of beIN when negotiating with a variety of distributors, including DISH, Charter and Verizon. For example, the presentation beIN made to [[BEGIN CONFIDENTIAL]]

¹¹ [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]]

[[END CONFIDENTIAL]] Similar

presentations made by beIN to other distributors feature similar comparisons between beIN and beIN en Español on the one hand, and NBC Sports and NBC Universo, on the other.

31. Both beIN and the distributors carrying it view beIN's soccer programming as a substitute for, and directly competitive with, the soccer programming of NBC Sports and NBC Universo. It is for that reason that distributors want to hear how beIN stacks up against NBC Sports and NBC Universo based on a bewildering variety of viewer metrics; and it is for that reason that beIN devotes the most significant portion of its pitch to those comparisons.

32. *Comparison across other metrics.* The soccer programming of beIN and that provided by NBC Sports and NBC Universo are in fact comparable under a number of different metrics.

33. The soccer programming of beIN and beIN en Español is comparable to that offered by Comcast affiliates in terms of [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹² [[BEGIN CONFIDENTIAL]]

CONFIDENTIAL]]

¹³ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

[[END

34. Additionally, beIN is still growing at a prodigious rate. [[BEGIN
CONFIDENTIAL]]

[[END CONFIDENTIAL]]

35. This is also reflected in the growth of beIN's average audience. At a time when
most networks [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

36. **Advertisers.** beIN shares several key advertisers with NBC Sports and NBC
Universo, including [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] What is more, the purchase by some of these advertisers of
time on beIN resulted directly in less time bought by them on NBC Sports and NBC Universo,
meaning that beIN is a direct substitute for NBC Sports and NBC Universo in the eyes of these
advertisers.

37. This movement in advertisers' business occurs in both directions. Specifically, it
is my understanding that beIN was the first programmer [[BEGIN CONFIDENTIAL]]

¹⁴ [[BEGIN CONFIDENTIAL]]

CONFIDENTIAL]]

[[END

¹⁵ [[BEGIN CONFIDENTIAL]]

CONFIDENTIAL]]

[[END

¹⁶ *Id.*

[[END CONFIDENTIAL]]

evidencing that the advertiser has one budget for “sports programming” and considers the two programmers similarly situated.

38. Another illustrative example of this competition for advertisers is provided by the September 6, 2016 match between the United States and Trinidad and Tobago, which was covered both by beIN and by NBC Universo. The four advertisers who purchased the most advertising time for this game bought time on both telecasts. As the table below (which illustrates the ad views of the game as provided by Nielsen) shows, beIN and the NBC properties are locked in a constant battle to win more of the business of these and other overlapping advertisers.

Table 1

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

39. The Commission should not discount the [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]] shared advertisers mentioned in the prior complaint because they are large or because they advertise on other networks, too. First of all, this does not account for the fact that advertisers target certain audiences with different advertisements, as I understand that

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the Commission has recognized. For instance, a major car manufacturer would likely air an advertisement featuring a minivan and its conveniences on a network that targets families. That same manufacturer would likely air an advertisement touting its newest sports car on a network that targets a predominantly young male audience. Indeed, many large shared advertisers have advertising programs tailored to a few networks including the beIN and NBC Sports networks, or limited to beIN and NBC Sports. [[BEGIN CONFIDENTIAL]]

[[END

CONFIDENTIAL]].

40. But most important, there are not [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] advertisers buying airtime on both the beIN and the NBC networks, as shown in the list reproduced in Attachment A to my declaration, and also reproduced immediately below.

REDACTED—FOR PUBLIC INSPECTION

Snapshot of advertisers buying time on both beIN and NBC networks

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

41. The list, produced by Nielsen and tracking 2017 Q4 advertising for all networks, includes many small advertisers, for whom the platforms of the NBC and beIN networks are uniquely suitable as well as substitutable for another: [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]].

42. ***Other Sports.*** beIN's non-soccer programming is also similarly situated to other sports programming offered by NBC Sports and NBC Universo, including college sports, motor sports, boxing, rugby, track and field and mixed martial arts. For example, in 2017, beIN carried the popular Rugby Six Nations Championship. NBC Sports is carrying it this year. Similarly, beIN carried the IAAF Diamond League track and field competition in 2016. NBC Sports carried it in 2017.

43. ***Serie A Rights.*** The lack of the Italian Serie A soccer rights does not make beIN any less similarly situated to NBC Sports and NBC Universo. The NBC networks have the

rights to one European soccer league, the English Premier League (“EPL”). Without the Italian rights, beIN has the rights to two European leagues, the Spanish La Liga and the French Ligue 1. La Liga and Ligue 1 are two of the top five national soccer leagues, representing 45 million viewers compared to EPL’s 33 million. Of these, at least one rivals EPL in popularity. As I have mentioned this in turn means that beIN is similarly situated with the NBC networks even if it offered only the Spanish La Liga rights alongside its variety of sports other than soccer.

III. COMCAST’S DISCRIMINATORY CONDUCT

44. It is my belief that Comcast’s offer discriminates against the programming of beIN and in favor of NBC Sports’ and NBC Universo’s similarly situated sports programming. Specifically, the Comcast Offer discriminates against the programming of beIN and in favor of NBC Sports’ and NBC Universo’s similarly situated sports programming.

45. First, the Comcast Offer would discriminate against beIN programming by unfavorably tiering it compared to Comcast’s affiliated and similarly situated programming. Although Comcast affiliated sports programming is carried on almost every tier, Comcast offers to carry beIN programming on its [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

46. Second, the Comcast Offer would also [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] By contrast, NBC Universo, despite having a smaller audience than beIN, is carried on the greater-penetration Preferred tier and, in some areas, the even-greater penetration Starter tier.

47. Third, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] By contrast, Comcast carries HD signals of its affiliated programming in all of its markets in almost all its tiers. For sports programming, the quality of the signal is especially important to viewers. Comcast understands that, and broadcasts all of its English Premier League games in HD, among other sports programming it broadcasts in HD. Other MVPDs also understand that, and carry beIN's HD signal.

48. Fourth, the Comcast Offer [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

49. Fifth, Comcast has restricted beIN's ability to offer a direct-to-consumer product derived from its core leagues while at the same time offering English Premier League as a direct-to-consumer product. This product generally represents an additional revenue stream for networks. It also allows a network to offer all of its games live, rather than distributing one

among several games that may be occurring simultaneously. For fans of lesser-known teams, such a product is essential, as their teams' games will normally be preempted for games of marquee team.

50. Finally, Comcast has also proposed changing beIN's compensation from
[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

51. According to Comcast itself, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] In addition, on information and belief, NBC Sports and NBC Universo are paid on a per subscriber basis, meaning that they benefit from additional subscribers joining the Comcast packages where they are offered.

52. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

IV. COMCAST'S BEHAVIOR UNREASONABLY RESTRAINS beIN'S ABILITY TO COMPETE FAIRLY

53. The discriminatory treatment meted out by Comcast restrains beIN's ability to compete fairly with NBC Sports and NBC Universo for viewers, rights, and advertisers.
[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

54. Comcast has placed beIN between the devil and the deep blue sea. beIN could have accepted the discriminatory offer, but in light of Comcast's power in the industry and the contractual "Most Favored Nations" ("MFN") obligations imposed by other multichannel video programming distributors, this would have created an untenable situation wherein beIN would be forced to stop serving an important and underserved audience of Hispanic and African American viewers. Not taking the offer, on the other hand, would mean total loss of access to any of Comcast's packages. Either outcome would disarm beIN in its effort to continue to pay for the broad lineup of rights that make it similarly situated to Comcast's affiliated programmers in the first place. Thus, in either outcome, Comcast/NBC would win, and the discrimination would produce the very result that impelled Congress to enact the program carriage rules. And Comcast is winning. Among other things:

- [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

- [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

- Comcast's behavior has also precipitated significant strains in the relationships of beIN with sports rights holders. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

- Comcast's conduct has caused beIN [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] and has caused widespread viewer discontent: [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

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* * * *

The foregoing declaration has been prepared using facts of which I have personal knowledge or based upon information provided to me. I declare under penalty of perjury that the foregoing is true and correct to the best of my current information, knowledge and belief.

Executed on December 13, 2018



Antonio Briceño
Deputy Managing Director,
US & Canada
beIN Sports, LLC

ATTACHMENT A

REDACTED—FOR PUBLIC INSPECTION

[[BEGIN CONFIDENTIAL]]

REDACTED—FOR PUBLIC INSPECTION

[[END CONFIDENTIAL]]

EXHIBIT 9

REDACTED—FOR PUBLIC INSPECTION

KEN TOLLE DECLARATION

I, Ken Tolle, being over 18 years of age, swear and affirm as follows:

1. I make this declaration using facts of which I have personal knowledge or based on information provided to me, in connection with the program carriage complaint and reply of beIN Sports, LLC (“beIN”) against Comcast Cable Communications, LCC (“Comcast”) and the effects of Comcast’s program carriage offer on beIN.

2. I am currently the President and Senior Advisor of Launch Pad Media Advisors, PC, a law firm based in Denver, Colorado. In that capacity, amongst other matters, I advise buyers and sellers on major network acquisitions and negotiate programming network deals. I have served in that capacity since June of 2007. Before that, I was vice president of programming at DISH Network, a distributor competing with Comcast, from 2002 to 2007. I received my J.D. from University of Denver, Sturm College of Law in 1999 and my MBA from University of Denver, Daniels College of Business in 2007. I am admitted to practice in the State of Colorado. I have over 18 years of experience in video content licensing, sophisticated corporate transactions and business development.

3. I have advised beIN in content acquisition and distribution matters since April of 2012. In my role with beIN, I have been directly and personally involved in the negotiations with Comcast since the initial discussions concerning launch of the network. I helped negotiate the original agreement between beIN and Comcast in 2012.

4. I believe the account of the negotiations with Comcast set forth in the testimony of Mr. Meyeringh is accurate. I participated in some of the meetings and conversations referenced by Mr. Meyeringh and received almost contemporaneous reports on meetings in which I did not participate.

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* * * *

The foregoing declaration has been prepared using facts of which I have personal knowledge or based upon information provided to me. I declare under penalty of perjury that the foregoing is true and correct to the best of my current information, knowledge and belief.

Executed on December 13, 2018

Kenneth B. Tolle

Ken Tolle, Esq.
President and Senior Advisor
Launch Pad Media Advisors, PC

EXHIBIT 10

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ERIC SAHL TESTIMONY

1. My name is Eric Sahl. I have significant experience in the program carriage marketplace, where multichannel video programming distributors (“MVPDs”) negotiate with video programmers for carriage of their content. In fact, most of my career has been devoted to the pay television industry, domestically and abroad. I worked in the programming content acquisition department of DISH Network (“DISH”) from September 2000 until February 2009, eventually serving as Senior Vice President of Programming, the chief officer in charge of programming decisions. Since 2009, I have established my own consulting firm and provided strategic advice both to distributors such as CenturyLink and Digicel (supporting both their MVPD and emerging OTT platforms) and to various content programmers (independently owned and operated and otherwise), including Game Show Network (GSN), Hulu, Outside Television, WeatherNation et al. I have advised such programmers in connection with, among other things, dealings with MVPDs. I have thus been afforded intimate views on the industry from both sides of the negotiating table. My experience with DISH, as well as with my distributor clients who are not vertically integrated with any programmer, has equipped me well to compare the motivations and actions of such a distributor with those of a distributor who has its own programming interests.

2. beIN has requested that I evaluate whether beIN’s offers to Comcast were sufficiently specific and in line with standards in the industry. beIN also requested that I evaluate whether the programming as described was similarly situated to Comcast’s programming and was described sufficiently to prove discrimination.

I. beIN'S DESCRIPTION OF ITS PROGRAMMING WAS SUFFICIENTLY SPECIFIC

3. I understand that, on April 11, 2017, beIN submitted to Comcast a renewal proposal. Messrs. Tolle and Meyeringh testify that, in communications with Comcast leading to the December 13, 2017 offer and since that offer, beIN had described these rights to Comcast with great specificity. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

4. On that same date, April 11, 2017, I understand that beIN met with Comcast in Comcast's Philadelphia headquarters to present beIN's proposal. beIN's representatives, Messrs. Ken Tolle and Roy Meyeringh, specifically met with Comcast's Andrew Brayford, Comcast's Vice President of Content Acquisition, and Samantha Fisher, Assistant General Counsel for Content Acquisition. At that meeting, I understand that beIN described with specificity the rights that would be subject to a renewal agreement. beIN assured Comcast that it fully expected that beIN would renew its key asset, the U.S. rights to broadcast the Spanish La Liga games, as well as its rights to broadcast Ligue 1 games and emphasized beIN's investment in other non-soccer, sports programming—such as moto-sports and fight sports. As to the Italian Serie A league games, beIN stressed that these rights were a big question mark, and explained that the price that appeared to be demanded for their renewal might be far in excess of what was

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warranted by the limited appeal of that league. beIN also pointed to time conflicts between Serie A and the more popular La Liga games. beIN therefore informed Comcast that it might drop these rights or not prevail in the bidding for their renewal because of its unwillingness to pay an unjustified price, which it would have to pass through to distributors such as Comcast. [[BEGIN CONFIDENTIAL]]

[[END

CONFIDENTIAL]] Similarly, beIN explained to Comcast that beIN's offer would leave undisturbed the 2012 agreement's content covenant, whereby it [[BEGIN CONFIDENTIAL]]

[[END

CONFIDENTIAL]]

5. I believe that the rights are certain enough to protect Comcast for many additional reasons. The beIN networks had already been in the market and burnished their reputation for many years; they were a tried-and-true crowd-pleasing network. beIN had achieved a reputation as a destination network, lending some brand equity to the platform. beIN had distribution relationships with other major distribution platforms in the United States and hence was already

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obligated to deliver the product to other partners, further ensuring the quality of the content.

Comcast itself is in the live sports bidding game. It understands the risk associated with live sports rights renewals and NBC has itself certainly negotiated content covenants [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] I am certain NBC has offered such assurances to its own distribution partners to gain carriage, as is standard in the industry. In fact, I see no apparent motive for any professed uncertainty on Comcast's part over beIN's ability to renew its rights, [[BEGIN CONFIDENTIAL]] [[END CONFIDENTIAL]]

6. To recap, as explained by Mr. Meyeringh in communications with Comcast leading to the December 13 offer and since that offer, beIN has described the rights that would be covered by a renewal agreement to Comcast with great specificity. At the April 11, 2017 meeting with Comcast, beIN explained that it fully expected a renewal of its rights to Spanish La Liga games and that it was likewise confident it would continue to carry French Ligue 1 games. As for the rights to the Italian Serie A league, beIN was equally specific that their renewal was doubtful and indeed unlikely. beIN informed Comcast that it might drop these rights in light of the disproportionately high price being demanded and time conflicts between Serie A matches and more popular La Liga games. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

7. In my view, the representations attested to by Messrs. Meyeringh and Tolle were sufficiently specific. In my experience, sports programmers' descriptions of their rights cover a wide range in the degree of specificity and, in some cases, may be confined to mere statements

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that the programmer is a sports network. Generally, the more negotiating leverage a programmer has, the more likely it will be able to secure distribution with a less specific description of its rights. beIN's representations were on the specific end of the spectrum, as they assured Comcast of the renewal of two major European leagues, including La Liga, the premier national soccer league in the world. By contrast, based on my industry experience, I believe that the descriptions of rights offered by powerful networks such as the NBCU family are likely to be close to the non-specific end of the spectrum.

8. I point out that beIN also offered sufficient adjustments for the event of loss of rights. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

9. Based on my experience, beIN's descriptions of the Spanish La Liga and French Ligue 1 rights provide sufficient specificity and certainty about the rights to be covered by a renewal agreement between Comcast and beIN. These are standard terms in the industry and

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reflect industry practice. The description of rights and the related assurances would be sufficient for an MVPD to determine what programming it would receive and for beIN to demonstrate that the beIN networks are similarly situated to NBC Sports and Universo, and that Comcast has discriminated against beIN. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

In fact, the like-for-like mechanism should provide more, not less, assurances for Comcast in a world of soccer stars who can, and often do, move from one national league to another. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

For Comcast, this bounded flexibility mitigates the risk of being stuck with a league whose major stars are gone.

10. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

when there has already been significant discussion by the programmer about them.

II. beIN'S NETWORKS ARE SIMILARLY SITUATED TO COMCAST'S AFFILIATES

11. The lack of the Italian Serie A soccer rights does not make beIN any less similarly situated to NBC Sports and NBC Universo. The NBC networks have the rights to one European

soccer league, the English Premier League (“EPL”). Even without the Italian league rights, beIN has the rights to two European leagues, the Spanish La Liga and the French Ligue 1. Of these, at least one rivals EPL in popularity.

12. La Liga and Ligue 1 are two of the top five national soccer leagues, representing 45 million viewers compared to EPL’s 33 million. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

This in turn means that beIN is similarly situated with the NBC networks even if it offered only the Spanish La Liga rights alongside its variety of sports other than soccer. La Liga is the premier national soccer league in the world and has few substitutes other than NBC’s EPL. It rivals EPL in popularity and surpasses it in prestige, as it is home to the world’s best players, including Messi, Gareth Bale, and many others. beIN has built its business around La Liga, exactly as the NBC networks have built theirs around EPL, so much so that I understand that NBC Sports bills itself as the “EPL network.” This evidence provides sufficient certainty that the beIN and NBC networks are similarly situated.

13. I understand that the Federal Communications Commission has found that, in 2008, the NFL Network was similarly situated to the Golf Network and Versus—both networks affiliated with Comcast.¹ And in 2012, the FCC found that the Tennis Channel, Golf Channel,

¹ NFL Enterprises LLC, Complainant v. Comcast Cable Communications, Defendant, *Memorandum Opinion and Hearing Designation Order*, 23 FCC Rcd. 14787, 14822-23 ¶ 75 (2008).

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and Versus were similarly situated because they all provided sports programming, targeted the same demographics, and had an overlap in advertisers.²

14. beIN's programming is similarly situated to the soccer and sports other programming offered by Comcast affiliates NBC Sports and NBC to a much greater extent than in that case.

15. **Genre.** Both beIN and Comcast's affiliates make substantial offerings of content that belongs not only to the same genre—sports—but also to the same subgenre—soccer. All four networks provide extensive coverage of soccer games throughout the nation. Thus, while in many cases programs covering different sports are similarly situated to one another, and the Commission has so found, here it is not even necessary to make that finding. In other words, not only do beIN and Comcast's affiliates both provide national sports programming, as in the case of prior Commission findings; they both provide soccer programming. Indeed, in a number of cases, beIN offers the exact same programming with Comcast's affiliates in different languages. For example, the 2016 FIFA World Cup qualifying game between the United States and Trinidad and Tobago was carried by beIN and by NBC Universo. The 2017 CONCACAF World Cup qualifying game between El Salvador and Mexico was also carried by beIN and by NBC Universo.

16. Some numbers illustrate that extent well. [[BEGIN CONFIDENTIAL]]

² Tennis Channel, Inc., Complainant v. Comcast Cable Communications, LLC, Defendant, *Memorandum Opinion and Order*, 27 FCC Rcd. 8508, 8527 ¶¶ 51-54 (2012), *reversed on other grounds by Comcast Cable Communications, LLC v. FCC*, 717 F.3d 982 (D.C. Cir. 2013).

³ [[BEGIN CONFIDENTIAL]]

[[END
CONFIDENTIAL]]

[[END CONFIDENTIAL]]

17. [[BEGIN CONFIDENTIAL]]

⁴ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

⁵ [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]]

[[END CONFIDENTIAL]]

18. NBC Universo's increasing focus on soccer is further illustrated by its announced plan to show as many as 170 hours of FIFA World Cup related programming in connection with the 2018 soccer FIFA World Cup to be held in Russia.⁶

19. **Target Audience.** For even the most avid soccer fans, there is a finite amount of time in the day and the week and therefore a finite amount of soccer programming such fans can and will consume. Many soccer fans consistently make choices between watching one or

⁶ See Press Release, *Telemundo Deportes Unveils More than 1,500 Hours of 2018 FIFA World Cup Russia™ Coverage Across All Platforms*, Comcast (Nov. 29, 2017), <http://www.nbcuniversal.com/press-release/telemundo-deportes-unveils-more-1500-hours-2018-fifa-world-cup-russia%E2%84%A2-coverage-across> (stating that "Telemundo Deportes will provide extensive multimedia coverage including more than 500 hours of World Cup-related programming across Telemundo Network and its sister cable network Universo . . . [including] more than 170 hours of programming on Universo.").

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another soccer game, for example a game on the Spanish La Liga offered by beIN versus a game on the English Premier League offered by NBC Sports, or a game on the German Bundesliga offered by Fox Sports. The need for many soccer fans to make that choice is heightened by the fact that soccer games are heavily concentrated on the weekend. This results in many time conflicts between games played on different leagues. Examples abound: German Bundesliga games are often played at the same time as French Ligue 1 games, while the later in the day English Premier League games, which tend to be the marquee matchups, often conflict with Spanish La Liga games. While some consumers may choose to watch one game live and the other on DVR, many watch only one.

20. ***Ratings.*** beIN's targeting of the same demographic as that targeted by the soccer programming of NBC Sports and NBC Universo has reaped fruit. In many respects, I believe that beIN has managed to punch above its weight, overcome the handicap of significantly more limited penetration compared to that enjoyed by NBC Sports and NBC Universo, and achieve ratings similar, or even superior, to those of NBC Sports and Universo. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] I do not find this to be accurate. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] And the similarity in ratings becomes superiority in beIN's favor if appropriate further adjustment is made to account for beIN's lower penetration that all cable sports programmers had full distribution of all possible pay-TV households. It is easy to compare the ratings of the four networks on an apple-to-apples, level-playing field basis by assuming that all cable sports programmers had a distribution of 100 million households. Under that assumption, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

21. The soccer programming of beIN is comparable to that of NBC Sports and NBC Universo based in a number of other coverage area other metrics. [[BEGIN CONFIDENTIAL]]

⁷ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

⁸ *Id.*

⁹ [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

[[END CONFIDENTIAL]] The following charts from a presentation beIN made to a distributor in March 2017 depict these comparisons¹⁰:

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

¹⁰ [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]]

[[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

22. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Importantly, I

understand that beIN, NBC Sports and NBC Universo all compete for soccer rights.¹²

23. ***Public and marketplace perception.*** The similarly situated status of beIN's soccer programming compared to that provided by Comcast affiliates is further demonstrated by the statements and conduct of beIN when negotiating with a variety of distributions, including DISH, Charter and Verizon. I understand from Messrs. Briceño and Meyeringh declarations that, in those negotiations, beIN positioned itself as comparable to other sports networks, including Comcast affiliated networks providing national sports programming. Similar presentations made by beIN to other distributors feature similar comparisons between beIN and beIN en Español on the one hand, and NBC Sports and NBC Universo, on the other.

24. In my view, these presentations have a direct implication. Both beIN and the distributors carrying it view beIN's soccer programming as a substitute for, and directly competitive with, the soccer programming of NBC Sports and NBC Universo. It is for that reason that distributors want to hear how beIN stacks up against NBC Sports and NBC Universo based on a variety of viewer metrics; and it is for that reason that beIN devotes the most significant portion of its pitch to those comparisons.

¹¹ [[BEGIN CONFIDENTIAL]]
[[END CONFIDENTIAL]]

¹² Matt Yoder, *NBC and the English Premier League Will Continue the Best Marriage in Sports Media*, Awful Announcing (Aug. 11, 2015), <http://awfulannouncing.com/2015/nbc-and-the-english-premier-league-will-continue-the-best-marriage-in-sports-media.html> ("Televised soccer rights in America has been a fierce competition the last decade amongst ESPN, NBC, Fox Sports, and beIN Sport."); Jonathan Tannenwald, *Source: NBC Sports to Bid on UEFA Champions League Rights*, Philadelphia Inquirer (Dec. 2, 2013), <http://www.philly.com/philly/blogs/thegoalkeeper/Source-NBC-Sports-to-bid-on-UEFA-Champions-League-rights.html> ("In addition to ESPN, Fox and NBC, there's also the potential for beIN Sport to bid for Champions League rights. The network, owned by Qatar-based al-Jazeera, has quickly swept up a wide collection of worldwide soccer rights since it launched last year.").

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25. *Overlapping advertisers.* I also believe that beIN competes directly with Comcast affiliated soccer programming for advertising dollars. In my experience, advertising time on virtually every sports programming competes for advertising time on any different sports programming in the eyes of many advertisers. As for soccer, I view games on one league as substitutes for games on another league in the eyes of many advertisers, particularly multi-national and national ones. I therefore agree with the testimony of beIN's Mr. Briceño that, to his knowledge, beIN shares several key advertisers with NBC Sports and NBC Universo, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] What is more, these and other advertisers constantly move business between the beIN properties, on the one hand, and the NBC Sports and NBC Universo properties, on the other. Thus, the purchase by some of these advertisers of time on beIN resulted directly in less time bought by them on NBC Sports and NBC Universo, and vice versa, meaning that beIN is a direct substitute for NBC Sports and NBC Universo in the eyes of these advertisers. Another illustrative example of this competition for advertisers is provided by the September 6, 2016 match between the United States and Trinidad and Tobago, which was covered both by beIN and by NBC Universo. The four advertisers who purchased the most advertising time for this game bought time on both telecasts.

III. DISCRIMINATION IS THE ONLY EXPLANATION FOR COMCAST'S ACTIONS

26. I believe that Comcast's actions can only be explained by Comcast's desire to favor its affiliates over these affiliates' competitor(s). I also believe that the discriminatory treatment meted out by Comcast has restrained beIN's ability to compete fairly with NBC Sports and Universo for rights, viewers, and advertisers. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

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27. Contrary to Comcast’s assertion in correspondence with beIN, [[BEGIN
CONFIDENTIAL]]

[[END

CONFIDENTIAL]]

28. Second, it is implausible that assigning beIN to a greater penetration tier would entail any meaningful loss of subscriber fees for the Sports and Entertainment package.¹³ No matter how much Comcast wants to obtain surcharges from subscribers, very few if any of the subscribers paying \$4.99 to Comcast for the Sports and Entertainment or \$9.99 for the Latino buy-through packages do so solely or primarily in order to watch beIN. While beIN is wildly popular with soccer fans, Comcast essentially offers it at a comparatively high price. By comparison, FuboTV offers beIN within its most penetrated package alongside 70 other channels for as low as \$19.99 during the first month, and \$44.99 thereafter, a fraction of what Comcast charges for the Sports and Entertainment package.¹⁴ As a direct consequence of Comcast’s pricing, it is unlikely that many subscribers pay the Sports and Entertainment or Latino price in order to watch beIN, since they can pay less than half elsewhere.

29. Nor is it true that other distributors carrying beIN do so “almost universally” on upper level tiers: as many as seven distributors—Charter, CenturyLink, Frontier, FuboTV,

¹³ In any event, any small loss of subscriber fees would be substantially offset by added value to Comcast from the acquisition of new subscribers to the Starter and Preferred tiers.

¹⁴ *70+ Live Channels. \$19.99 for Your First Month*, FuBo.TV, <https://www.fubo.tv/welcome/channels> (last visited Feb. 25, 2018).

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Liberty Puerto Rico, Prism, and Verizon—give beIN access to tiers with greater penetration than the packages to which Comcast has consigned beIN. Of them, Verizon gives beIN penetration to the vast majority of its subscriber base, with the sole exception of the FiOS skinny bundle.

30. As to other distributors, beIN's agreements with them predate the OTT phenomenon and FuboTV's wide carriage of beIN. beIN is therefore optimistic that these distributors, too, will agree that [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

nor the loss of subscriber fees (most subscribers purchasing special packages solely or primarily because of beIN have likely already left in light of cheaper options for obtaining beIN's programming).

31. Third, Comcast ignores the benefit that will accrue to it, at no cost, if it agrees to distribute beIN in lower tiers: Comcast will attract and retain subscribers at lower price points and accordingly attract and retain more video subscribers, which is a critical metric for MVPD valuation. Further, greater penetration for beIN will result in greater advertising revenue for beIN, which will enable beIN to hold down the fees it charges Comcast's systems as well as to Comcast itself under the standard ad avails provision that beIN has agreed and is willing to renew.

32. In my view, in today's cost-cutting environment, the benefit to Comcast in retiering and affecting subscribers by placing beIN and beIN en Español in a lower penetration tier significantly outweigh any lost fees for the Sports and Entertainment or Latino packages.

The benefits include, among others:

- [[BEGIN CONFIDENTIAL]]

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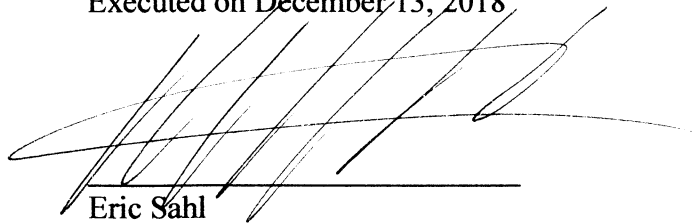
[[END CONFIDENTIAL]]

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* * * *

The foregoing declaration has been prepared using facts of which I have personal knowledge or based upon information provided to me. I declare under penalty of perjury that the foregoing is true and correct to the best of my current information, knowledge and belief.

Executed on December 13, 2018

A handwritten signature in black ink, consisting of several overlapping, slanted strokes, positioned above a horizontal line.

Eric Sahl
President
ID Media LLC

EXHIBIT 11

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ROY MEYERINGH DECLARATION

I, Roy Meyeringh, being over 18 years of age, swear and affirm as follows:

1. I make this declaration using facts of which I have personal knowledge or based on information provided to me, in connection with the program carriage complaint of beIN Sports, LLC (“beIN”) against Comcast Cable Communications, LCC (“Comcast”) and the effects of Comcast’s program carriage offer on beIN.

2. I am currently the Vice President of Business Development and Affiliate Sales for beIN. In that capacity, I develop and execute beIN’s strategic multi-platform distribution strategies, government affairs policies, digital partnerships, as well as brand and marketing initiatives with leading cable, satellite, digital and wireless telecommunications companies in the United States, Canada and the Caribbean. I have successfully served in that capacity since August 15, 2013. My career within the industry began in 2004, where I have been instrumental in the launch of over 13 linear 24/7 channels through my various senior roles as the General Manager of the MundoFox Miami affiliate WGEN TV, Director of Affiliate Sales at MGM Networks Latin America, and Director of Channels and Content Distribution at Imagina US. I hold an undergraduate degree from Rhodes College and a graduate degree from the University of Miami School of Business.

3. On April 11, 2017, representing beIN, Mr. Tolle and myself submitted a renewal proposal. [[BEGIN CONFIDENTIAL]]

[[END

CONFIDENTIAL]]

4. On that same date, April 11, 2017, Mr. Tolle and myself met with Comcast in Comcast's Philadelphia headquarters to present our proposal. We specifically met with Comcast's Andrew Brayford, Comcast's Vice President of Content Acquisition, and Samantha Fisher, Assistant General Counsel for Content Acquisition. At that meeting, we described with specificity the rights that would be subject to a renewal agreement. We assured Comcast that we fully expected that we would renew our key asset, the U.S. rights to broadcast the Spanish La Liga games, as well as its rights to broadcast Ligue 1 games, and emphasized our investment in other non-soccer programming—such as moto-sports and fight sports. As to the Italian Serie A league games, we stressed that these rights were a question mark, and explained that the price that appeared to be demanded for their renewal might be far in excess of what was warranted by the popularity of that league, which would then drive up prices to Comcast and other distributors. We also pointed to time conflicts between Serie A and the more popular La Liga games. We therefore informed Comcast that we might drop these rights or not prevail in the bidding for their renewal because of our unwillingness to pay an unjustified price, which we would have to pass through to distributors such as Comcast. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Similarly, we explained to Comcast that beIN's offer would leave undisturbed the 2012 agreement's content covenant, whereby we [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

5. Comcast remained silent for a troubling eight months, despite multiple attempts by beIN to engage, [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] It did not respond until December 13, 2017, when it made its counter-offer. That offer, the Comcast Offer, was a go-out-of-business offer. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

6. We were disheartened with Comcast's proposal, as it failed to reflect the value that our programming provides. Mr. Tolle and myself met with Comcast executives on January 25, 2018 to review the Comcast proposal. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] We proposed various leagues and mechanisms that would demonstrate that the leagues would be a like-for-like replacement. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]] Nevertheless, Comcast indicated that it was unwilling to expand distribution beyond what Comcast had offered on December 13, 2017.

7. Comcast did invite us to make a counter proposal and we did so on February 2, 2018. [[BEGIN CONFIDENTIAL]]

[[END
CONFIDENTIAL]]

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8. beIN's representatives, Messrs. Antonio Briceño, Ken Tolle and myself, then flew to Philadelphia to meet with Comcast executives on March 1, 2018 in order to discuss that offer. But that meeting, too, was unproductive, as Comcast was unwilling to move from the essentials of the Comcast Offer.

9. [[BEGIN CONFIDENTIAL]]

[[END CONFIDENTIAL]]

10. [[BEGIN CONFIDENTIAL]]

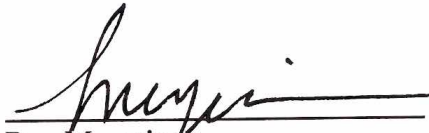
[[END CONFIDENTIAL]]

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* * * *

The foregoing declaration has been prepared using facts of which I have personal knowledge or based upon information provided to me. I declare under penalty of perjury that the foregoing is true and correct to the best of my current information, knowledge and belief.

Executed on December 13, 2018

A handwritten signature in black ink, appearing to read "Meyeringh", is written over a horizontal line.

Roy Meyeringh
Vice President of Business Development and
Affiliate Sales
beIN Sports LLC

EXHIBIT 12

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EXHIBIT 13

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INTERNET RÁPIDO Y TV A UN INCREÍBLE PRECIO.

XFINITY TV E INTERNET

\$39⁹⁹
al mes por
12 meses con
un contrato
de 1 año*

**130+ canales con más
de 60 en español**

incluyendo canales populares como
ABC, NBC, FOX, Telemundo
y beIN Sports en Español.

Velocidades de descarga
ahora de hasta

60 Mbps

MILLONES

de Xfinity WiFi hotspots GRATIS

*Requiere suscripción a la facturación electrónica de EcoBill y pagos automáticos.

ENTRETENIMIENTO CUANDO Y DONDE QUIERAS.

Con la Xfinity Stream app, puedes descargar tus shows favoritos,
llevarlos contigo dondequiera que vayas y verlos incluso si no estás
conectado al Internet.



Xfinity
Stream app

**beIN
SPORTS**

Apresúrate. Aprovecha esta oferta por tiempo limitado.

LLAMA AL 888-972-5910

*La oferta requiere la suscripción a EcoBill y al pago automático a través de XFINITY My Account. Sin la suscripción, el cargo por el servicio mensual subirá automáticamente \$5.00. El descuento aparecerá en tu cuenta en un plazo de 45 días desde la suscripción a EcoBill y al pago automático. Si la suscripción a EcoBill o al pago automático es cancelada durante el periodo del contrato, el descuento de \$5 será automáticamente removido. La oferta termina en 03/15/18. Se aplican restricciones. No disponible en todas las zonas. Solo para nuevos clientes residenciales. Limitado a Internet Plus Latino con Basic Latino TV y Performance Internet. Requiere contrato de plazo fijo de 1 años. Un cargo por cancelación temprana se aplicará si cancelas todos los Servicios de XFINITY, con la excepción de XFINITY Mobile, durante la vigencia del contrato. La oferta de instalación está limitada a la instalación estándar. Se pueden aplicar cargos adicionales por instalación. Los cargos por equipo, instalación adicional, impuestos y tarifas, incluyendo el cargo por emisión de televisión (hasta \$8/mes) y el de deportes regionales (de hasta \$6.75/mes) y otros aplicables son adicionales y están sujetos a cambios durante y después de la promoción. Se aplica cargo de servicio de toma adicional para varias habitaciones. Después de la promoción, o si se cancela o rebaja algún servicio, se aplicarán las tarifas regulares. El cargo mensual de servicio de Comcast para Internet Plus Latino es de \$74.95 (precios sujetos a cambios). El servicio está limitado a una sola toma. No se puede combinar con otras ofertas. Televisión: se requiere el servicio de suscripción Limited Basic para recibir otros niveles de servicio. Las selecciones On Demand están sujetas a cargos que se indican al momento de la compra. La programación puede variar según la zona. Internet: las velocidades reales varían y no están garantizadas. Los hotspots de XFINITY incluidos solo con XFINITY Internet Performance Internet (y superior). No se aplica a Performance Starter e inferior. Disponible en áreas selectas. Requiere equipo con capacidad para WiFi. Apps: Se pueden aplicar cargos regulares por datos. Consulte con su proveedor. Las funciones anunciadas no están disponibles en todas las áreas. Ciertas funciones pueden estar limitadas según el nivel de servicio y estar sujetas a cambios. No está disponible en todos los equipos Android. No todos los equipos Android™ son compatibles con las Xfinity TV apps. Llama para obtener las restricciones y los detalles completos. ©2018 Comcast. Derechos Reservados. Todos los canales, las marcas registradas y las marcas de servicio son propiedad de sus respectivos dueños. Derechos Reservados. D0H99997-0015 Por favor, envía tus preguntas o comentario sobre la distribución de esta pieza a inquiries@powerdirect.net o llama al 877-253-5100.

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FAST INTERNET AND TV AT A GREAT PRICE.

XFINITY INTERNET + TV

\$39⁹⁹
a mo. for
12 mos. with
a 1-year
agreement*

**130+ channels with
over 60 in Spanish**

including popular channels like
ABC, NBC, FOX, Telemundo and
beIN Sports en Español.

Download speeds now up to
60 Mbps

MILLIONS OF FREE
Xfinity WiFi hotspots

*requires enrollment in EcoBill paperless billing and automatic payments

ENTERTAINMENT WHENEVER, WHEREVER.

With the Xfinity Stream app, you can download your favorite shows, take them with you anywhere you go, and watch them even if you're offline.



Xfinity
Stream app

**beIN
SPORTS**

Hurry. Take advantage of this limited-time offer.

CALL 1-888-972-5910

*Offer requires EcoBill paperless billing and automatic payment enrollment through Xfinity My Account. Without enrollment, the monthly service charge automatically increases by \$5.00. The discount will appear on your bill within 45 days of enrolling in EcoBill paperless billing and automatic payments. If either EcoBill paperless billing or automatic payments is subsequently cancelled during the term of the agreement, the \$5 monthly discount will be removed automatically. Offer ends 03/15/18. Restrictions apply. Not available in all areas. New residential customers only. Limited to Internet Plus Latino with Basic Latino TV and Performance Internet service. 1-year, minimum term agreement required. Early termination fee applies to all XFINITY services, except for XFINITY Mobile, are cancelled during the agreement term. Installation offer includes standard installation. Additional installation charges may apply. Equipment, additional installation, taxes and fees, including Broadcast TV Fee (up to \$8/mo.), Regional Sports Fee (up to \$6.75/mo.) and other applicable charges extra, and subject to change during and after the promo. Additional outlet service fee applies for multi-room viewing. After applicable promo, or if any service is cancelled or downgraded, regular rates apply. Comcast's monthly service charge for Internet Plus Latino is \$74.95 (subject to change). Service limited to a single outlet. May not be combined with other offers. All programming available in all areas. Internet: Actual speeds vary and are not guaranteed. XFINITY hotspots included with XFINITY Internet Performance (and above). Does not apply to Performance Starter and below. Available in select areas. Requires compatible WiFi enabled device. Apps: Standard data charges may apply. Check with your carrier. Advertised features not available in all areas. Certain features may be restricted based upon service tier and subject to change. Not available on all Android™ devices. Not all Android tablets are supported devices and compatible with the Xfinity TV apps. Call or visit xfinity.com for restrictions and complete details. ©2018 Comcast. All rights reserved. All channel logos, trademarks and service marks are the property of their respective owners. All Rights Reserved. DCH9997-0015

EXHIBIT 14

REDACTED—FOR PUBLIC INSPECTION

En español

Comcast no longer has the rights to carry beIN SPORTS

beIN SPORTS asked for a major increase in fees for its channels.

HOW IT WORKS

CHANNEL AVAILABILITY

OUR COMMITMENT

FAQS

So much great TV to watch — ever wonder how Comcast brings it to you?

Every month, Comcast pays programmers like networks, local TV station owners and others for the ability to bring their channels and shows to you. That's right, Comcast pays the programmers – not the other way around. When those contracts near an end, we work to renew them. Typically, these business agreements are completed smoothly. However, sometimes programmers demand excessive fee increases for the same channels. That could have a major impact on your bill. In these cases, Comcast works to reach a fair agreement so that we can continue to deliver the programming that you love.

**Comcast pays networks
and local TV station
owners for the ability to
bring their channels to you**

REDACTED—FOR PUBLIC INSPECTION

beIN SPORTS asked for a major increase in fees for its channels.

Our contract with beIN SPORTS expired on July 31, 2018. beIN SPORTS was asking for a major increase in fees for the same programming, which could have had a big impact on your bill. A new agreement has not been reached, so we are not able to carry beIN SPORTS at this time.

Committed to Bringing You the Entertainment You Love

All TV providers like Comcast go through contract negotiations with programmers like networks, local TV station owners and others. We're committed to bringing you the news, sports and entertainment you love at a great value. If a programmer makes it impossible for us to maintain this commitment, it can force Comcast to remove its channels from your lineup as a last resort. Unfortunately, no matter who you choose for your provider, there is a risk that you may lose access to channels that you've come to enjoy. We do everything we can to prevent this from happening and have reached thousands of agreements without interruption.

Learn more about the latest innovations:

XFINITY X1 | XFINITY VS THE COMPETITION

Frequently Asked Questions

How do network fees work?

We pay networks, local TV station owners and others for the ability to deliver their channels and shows to you. The fees vary based on factors such as the type of content, the popularity of the network and the demand for its content. When a contract expires, we renegotiate with the goal of continuing to carry the channel at a reasonable price.

What is this dispute about?

We and all other TV providers pay fees to networks and broadcasters to bring you their shows and channels. Our contract with beIN SPORTS expired on July 31, 2018 and we are not able to air beIN

SPORTS and beIN SPORTS on Español

REDACTED—FOR PUBLIC INSPECTION

Why do blackouts happen?

Programmers who demand excessive fees or require channels be added to your lineup that you may not want can take away Comcast's ability to air their channels and shows if a fair agreement cannot be reached prior to the contract expiration date. The result is a network or channel blackout. We realize that losing channels is an inconvenience for you and we work hard to prevent that from happening.

Could my bill be affected by programming fee increases?

Yes. Programming is the number one cost for all video providers, not just Comcast. Programming costs for TV providers have increased more than 30% since 2012, according to third party researcher SNL Kagan. We work hard to limit the impact of this on our customers' bills, averaging less than a 4% increase per year. We are committed to providing the best programming at the best possible value.

Why shouldn't I just switch to another provider so I can watch my shows?

Losing channels is a possibility with any TV provider. All television providers must engage in these negotiations from time to time. We are committed to providing you with the best entertainment at the best value. We work to resolve any interruptions as quickly as possible.

How can I continue to watch soccer?

There are several ways to enjoy soccer. Xfinity X1 customers can search or say "soccer" into the voice remote to find a collection of games, highlights, and more. Some beIN SPORTS content can be viewed on X1 using the beIN SPORTS YouTube channel. With X1, soccer programming can also be found on La Liga and Ligue 1 YouTube channels. beIN SPORTS currently can be viewed on X1 by subscribing to Sling's World Sports package. Go to the Apps menu and click on the Sling icon. You will need to sign in or create an account. Then navigate to "World Sports" under "Base Service" using the arrow keys on your remote. Customers who sign up will be billed by Sling for this package. 7 day free trials are periodically available. Soccer games are available on NBC, FOX, ESPN, Telemundo, Univision and other networks.

Additionally, Xfinity Internet customers can purchase Instant TV and add the Deportes pack which offers sports channels with tons of soccer. Channels include Univision Deportes, ESPN Deportes, Fox Deportes, and Universo.

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You deserve the best. We're on a mission to deliver the best entertainment and service.

We're focused on respecting your time, simplifying your experience, and making things right if we fall short.

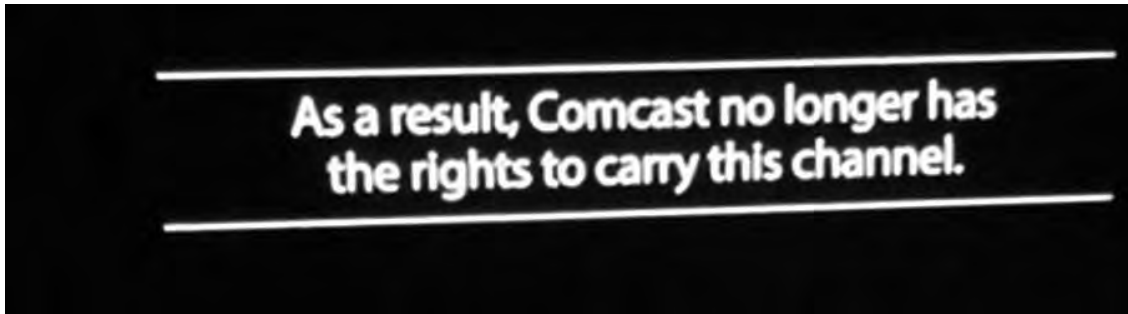
[Check Out What We've Done](#)

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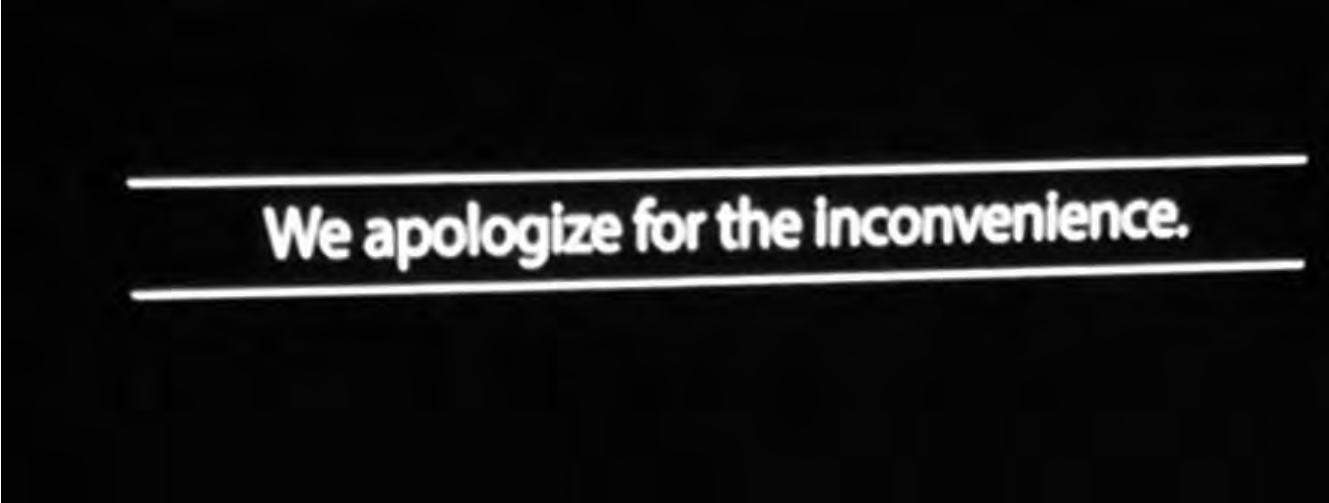
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Screenshot from Comcast's Video



Screenshot from Comcast's Video




We apologize for the inconvenience.

Screenshot from Comcast's Video



Xfinity X1 customers just search or
say "soccer" into the voice remote.

Screenshot from Comcast's Video



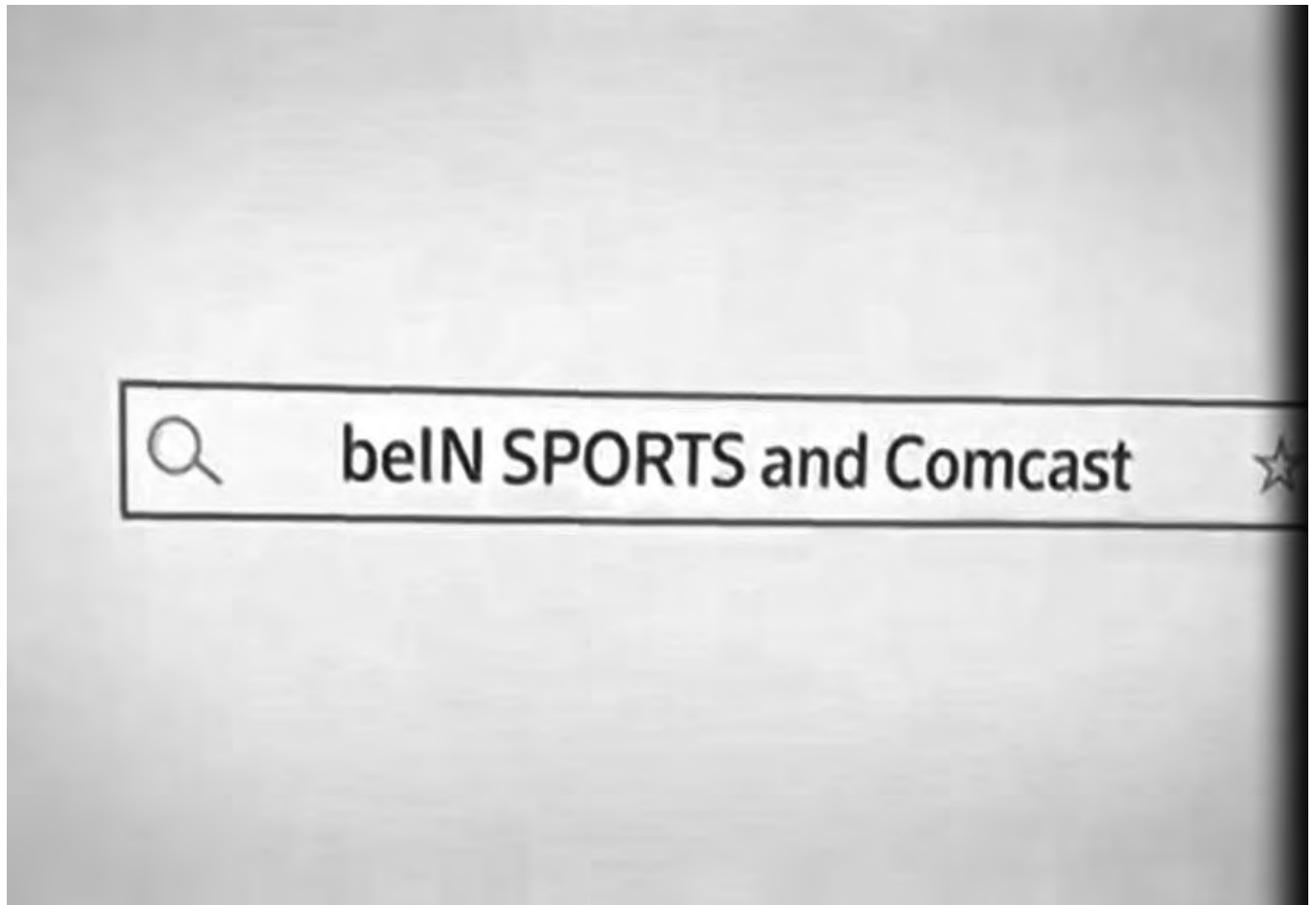
**You'll find a collection of games,
highlights, and more.**

Screenshot from Comcast's Video

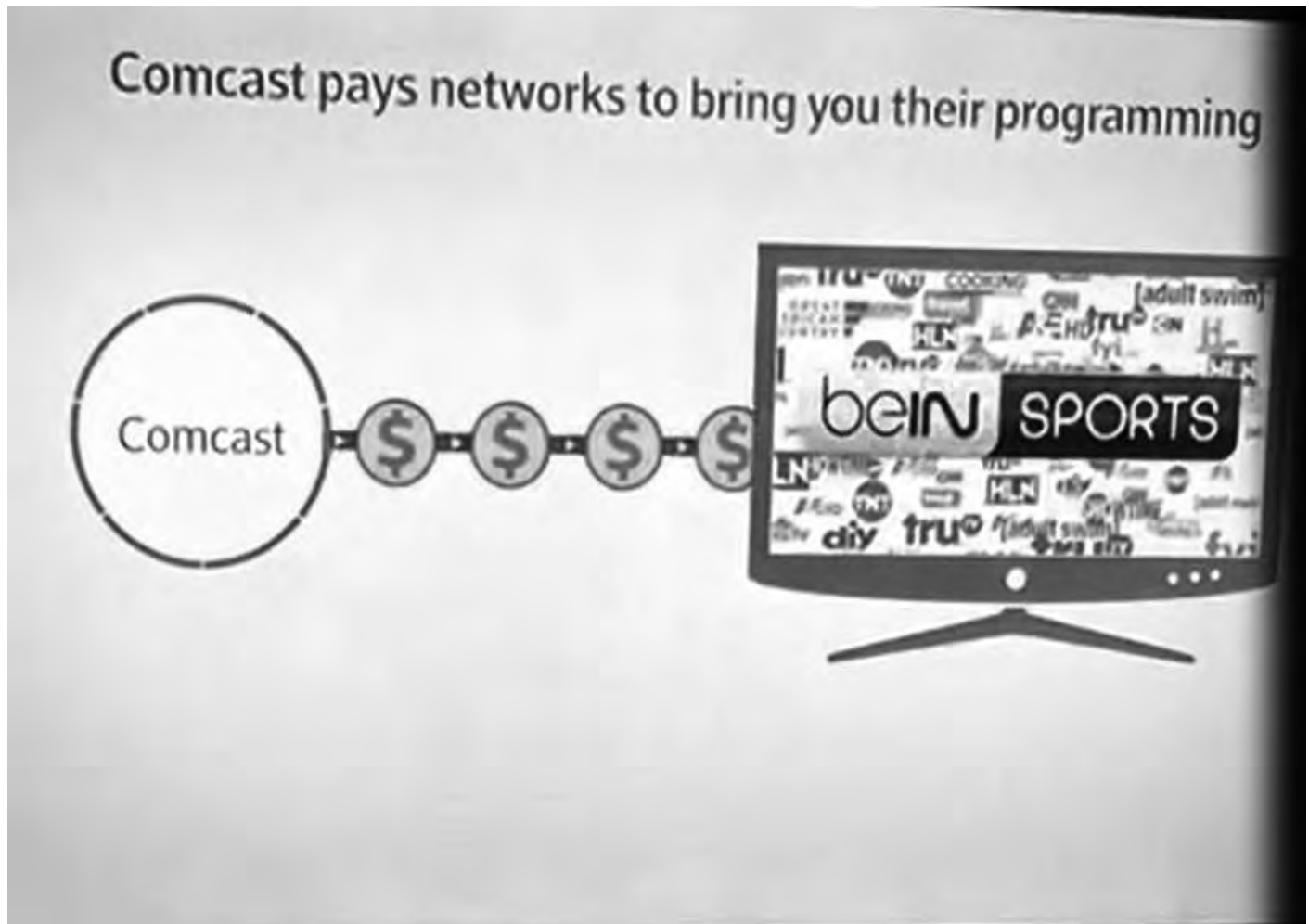


For additional information
and more ways to watch soccer, visit
www.ComcastFacts.com/beinsports

Screenshot from Comcast's Video



Screenshot from Comcast's Video



Screenshot from Comcast's Video



Screenshot from Comcast's Video



Screenshot from Comcast's Video

beIN SPORTS won't allow Comcast to
carry its channels until this is resolved

Screenshot from Comcast's Video

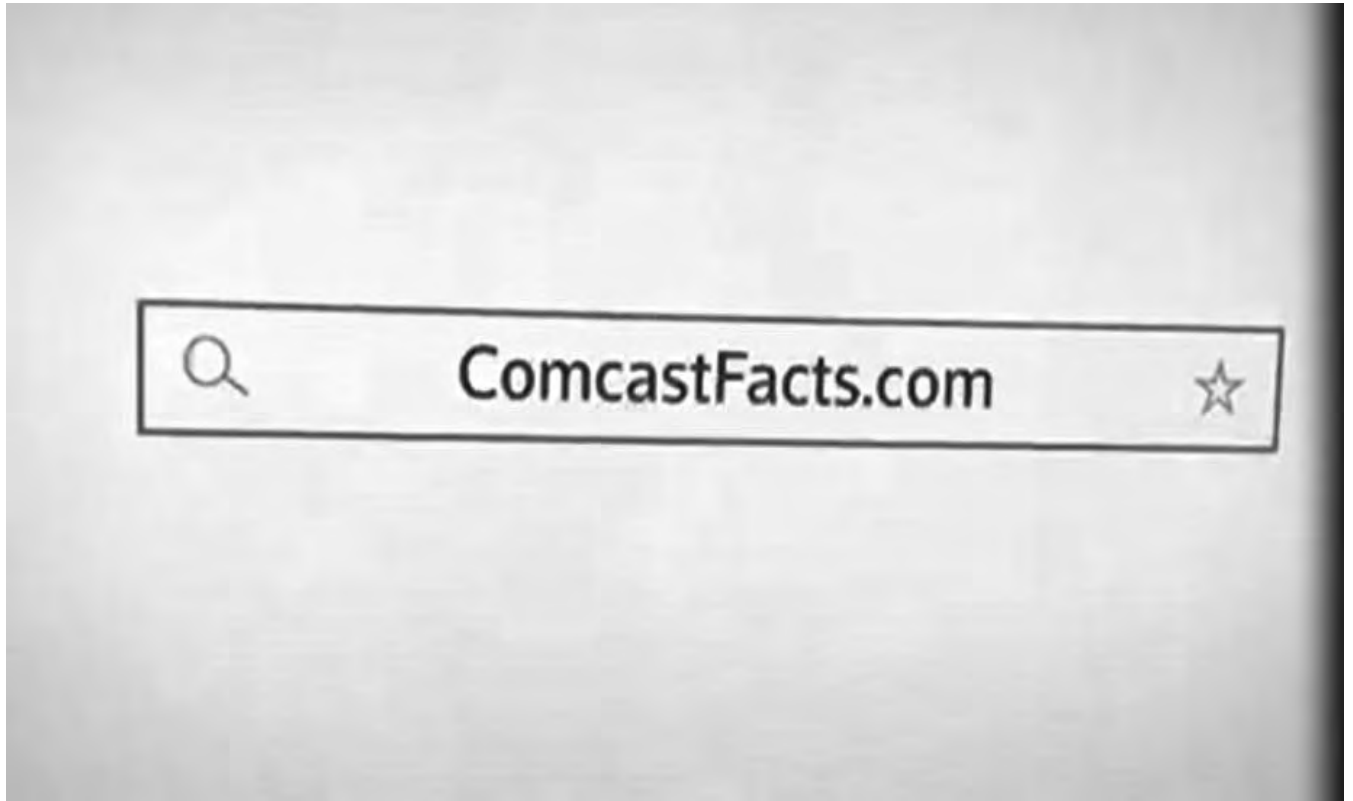


EXHIBIT 15

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OUR PROGRAMMING STRATEGY IS DRIVING GROWTH



NBCUniversal
HISPANIC



HIGH PRODUCTION

el SEÑOR
de los CIELOS



MasterChef
LATINO

la REINA

SEÑORA
ACERO

SERIES
PREMIUM

TELEMUNDO
SUPER
SERIES

MUSIC & LIVE EVENTS

LATIN
AMERICAN
MUSIC
AWARDS

PREMIOS
tu MUNDO

PREMIOS
billboard
DE LA MÚSICA LATINA

N EL
GANADOR

LA
Voz

MUSIC
BIO
SERIES

DIGITAL/ SOCIAL/ MOBILE



Fluency⁺

LOVE CLICKS

MID SECRET
SALSA

Quince
anera

#elPulso
via Mashable

AWESOMENESS TV

hulu

UNEQUALED NBCUniversal

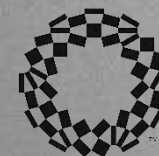
SPORTS



CADENAS OFICIALES



WOMEN'S WORLD CUP
FRANCE 2019



TOKYO 2020



Premier
League

TYM

BOXEO
TELEMUNDO
Ford

HISPANIC





TELEMUNDO
Deportes

BEYOND GOALS.
DOMINANCE.

Telemundo Deportes offers fanáticos across the U.S. prime coverage of the biggest best global sporting events and franchises in their preferred language.

HISPANIC



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YOUNGER

40 YEARS

UNDUPLICATED

VS. NFL, MLB, NCAA FOOTBALL & NBA

BILINGUAL

78% A18-49

NO.1

SPANISH-LANGUAGE SPORTS
& ENTERTAINMENT SHOW

TITULARES Y MÁS

BOXEO TELEMUNDO FORD



Source: Nielsen, Live+SD data stream. 2017 Sports Events on TEL, UNVSO duplication with NCAA Football on FOX, ABC, CBS, ESPN, ESPN2, FS1; MLB Regular Season on FOX, ESPN, ESPN2, FS1, TBS; NBA Regular Season on ABC, TNT, ESPN; 2017 NFL Regular Season on CBS, FOX, ESPN. All duplication based on 2017 calendar year. Reach based on 6-min qualifier and 75% unification.

UNEQUALED **NBCUniversal**

REDACTED—FOR PUBLIC INSPECTION

2018 FIFA WORLD CUP RUSSIA™

Telemundo Deportes is the HOME of FIFA through 2026!

Be a part of the most powerful global sporting event for Hispanic consumers next summer as 32 countries compete across 64 games to crown 1 world champion.

In 2018, Telemundo is going to deliver the most interactive, powerful World Cup ever with enhanced livestream, digital content and the power of NBCUniversal.

PRODUCTION DETAILS

- Airs: June 14, 2018 – July 15, 2018
- Length: 64 games, each game 90 minutes



CADENAS OFICIALES





FIFA WORLD CUP
RUSSIA 2018

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+ TWITTER CONTENT POOL

WORLD CUP,
SOCIAL ENGAGEMENT
AMPLIFIED



REDACTED—FOR PUBLIC INSPECTION

THE WORLD CUP IS PROVEN TO DRIVE SOCIAL CONVERSATION

672M

TWEETS
WERE SENT
DURING
2014
WORLD CUP

5.6M

TWEETS
GENERATED
DURING
2014
BRAZIL V.
GERMANY

55M

TWEETS
GENERATED
DURING THE
2014
WORLD CUP
BRAZIL

#1

IN TWITTER
UNIQUES
AND TWEETS
FOR 21/25
OF THE 2014
WORLD CUP
MATCHES

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HOW TWITTER CONTENT POOL WORKS FOR YOU

ORGANIC CONTENT

@TelemundoDeportes
tweets Video Clip



CONTENT POOL

As an Amplify advertiser, **Mazda** will have access to promote video clips from the 2018 FIFA World Cup Russia™ tournament posted by the @TelemundoDeportes handle

:06 PRE-ROLL

Tweet is promoted to **Mazda's Hispanic** target audience with :06 pre roll before video clip plays



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PREMIUM CONTENT YOU CAN AMPLIFY

THE WORLD CUP TWITTER CONTENT POOL WILL INCLUDE



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YOUTUBE-PREMIUM WORLD CUP FIFA VIDEO

HISPANIC



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WORLD CUP 2018 & TELEMUNDO DEPORTES: YOUTUBE-EXCLUSIVE FIFA VIDEO

Telemundo's content has a long-standing history of performing well on YouTube. For the **2018 FIFA WORLD CUP**, Telemundo Deportes has partnered with YouTube to create an exclusive video offering that your brand can sponsor.

This partnership with YouTube as a video extension offers brands some of the **MOST DESIRABLE VIDEOS OF THE TOURNAMENT**. Posted via a native video platform, exclusive videos offer your brand unique content and added reach.



TELEMUNDO DEPORTES' REDACTED FOR PUBLIC INSPECTION YOUTUBE-EXCLUSIVE FIFA VIDEO



CONDENSED GAMES

The best of every game, taking 90 minute matches and condensing them into 5-7 minute recaps.

Videos will deliver the best of the games to a millennial audience for quick consumption.

Total of 64 clips: 1x per World Cup match; 5-7min long



PLAYER HIGHLIGHTS

The FIFA World Cup is a can't miss sporting event filled with unbelievable OMG moments. From plays, to goals, to stand out players, these are the moments that will be trending – and exclusive videos on YouTube will give fans a unique Player Camera POV.

Total of 128 clips: 2x clips per game; ~90 sec long each

SOME OF THE MOST EXCITING MOMENTS FROM 2014



Marquez' "foul" on Robben - #NoEraPenal



Uruguay's Luis Suarez and his "bite" incident



Neymar's injury going into Semi-Finals



Penalty save by Netherland's Tim Krul



David Villa's back kick goal against Australia



Brazil's meltdown (vs. GER) in Semi-Final

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PREMIER LEAGUE

Telemundo Deportes is THE exclusive Spanish-language home of the Premier League with multi-platform weekly match coverage on Telemundo, Universo, and streaming live on the En Vivo app. Broadcasts feature pre-game, halftime and post-game expert analysis, player profilers, player interviews, and highlights, as well as, sponsorship opportunities via segments and in-game features that bring brands close to the game action.

Hosted by our acclaimed sports team of Andres Cantor, Sammy Sadovnik and Copan Alvarez, and featuring Mexican National team legends: Carlos Hermosillo and Manuel Sol, Premier League is the soccer fans best way to kick off the weekend.

PRODUCTION DETAILS

- **Airs:** Season runs August – May (17/18 and 18/19)
- **Length:** Pre-game: 30 minutes; Halftime: 15 minutes; Game: 90 minutes
- **Number of matches:** ~40 on Telemundo, ~100 on Universo, ~100 livestreaming
- **Distribution:** Telemundo, Universo, TelemundoDeportes.com, En Vivo App

CLUBS

Arsenal / AFC Bournemouth / Brighton and Hove Albion / Burnley / Chelsea / Crystal Palace / Everton / Huddersfield Town / Leicester City / Liverpool / Manchester City / Manchester United / Newcastle United / Southampton / Stoke City / Swansea City / Tottenham Hotspur / Watford / West Bromwich Albion / West Ham United



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FIFA CLUB WORLD CUP™ UAE 2018

The best clubs in the world compete for global supremacy (and bragging rights!). Six continental champions + 1 host club will battle it out in the 2018 FIFA Club World Cup UAE™ this December. Join Telemundo on all platforms to see who will be the club to win it all.

PRODUCTION DETAILS

- Airs: Telemundo & Universo – December 2018 (TBC)
- Location: United Arab Emirates – 2 venues
- Distribution: Telemundo, Universo, TelemundoDeportes.com, En Vivo Extra App



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HIGH QUALITY CONTENT



▶ SUPER SERIES SIZZLE

▶ SERIES PREMIUM SIZZLE



LA REINA DEL SUR
Q2'19



EL SEÑOR DE LOS CIELOS
Q2'19



EL RECLUSO
Q1'19



**NICKY JAM:
EL GANADOR** Q4'18



EL BARÓN ROJO
1Q'19



SEÑORA ACERO
Q3'18



FALCO
Q3'18



**EL SECRETO DE
SELENA** Q2'19



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HIGH QUALITY CONTENT



Drama Series

PRISIONERO
NUMERO

PRISIONERO NUMERO
UNO Q1'19



FALSA
IDENTIDAD

FALSA IDENTIDAD
Q3'18

Morning Shows & News


UN NUEVO DÍA

UN NUEVO DÍA



NOTICIAS TELEMUNDO

Entertainment & Reality

EXATLÓN
ESTADOS UNIDOS

EXATLON
Q3'18



BETTY IN NY
Q1'19



LA VOZ
Q1'19



MASTERCHEF LATINO
Q2'19



HISPANIC



UNEQUALED **NBCUniversal**



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EL SEÑOR DE LOS CIELOS

S 7

Telemundo's award-winning Super Series™ has made Spanish-Language TV history. In the return of this powerhouse franchise, the tables have turned on Aurelio who, after exerting his power as a hunter, has now become the hunted.

PRODUCTION DETAILS

- Production: March-August 2018
- S7 Premiere: Q2'19
- S7 Finale: Q3'19
- Airs: Monday – Friday ET, 10PM
- Distribution: Telemundo, Telemundo.com (mobile/desktop), NOW App, VOD and YouTube Prime+
- Length: 89x one-hour episodes

CAST

Rafael Amaya, Robinson Díaz, Carmen Aub, Maria Conchita Alonso, Ivan Arana, Juana Arias and Alejandro Lopez



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EXATLÓN

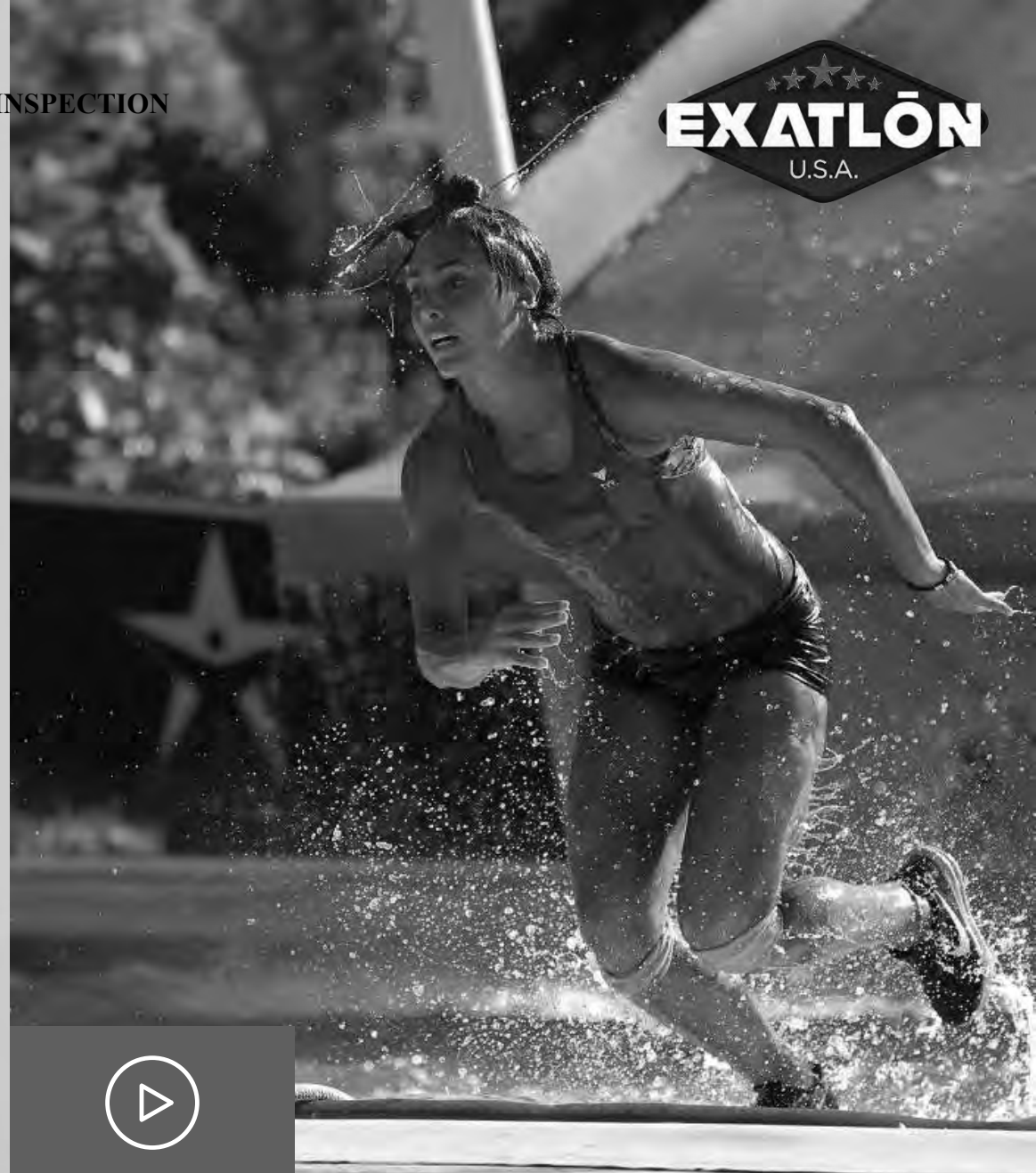
Exatlón is a sports and reality survival competition show where two teams compete in different challenges that will test their physical, mental and competitive skills. “Exatlón” will get the best out of all competitors through a combination of extreme circuits (EX) and 10 different sports (DECATHLON). Rival teams, made up of five men and five women each, including some celebrities and sports athletes, will face challenging obstacles that will test their strength, speed, endurance and motor skills. The teams not only compete amongst each other but within the teams, they also have to live together and the living conditions are part of the competition. At the end of the intense and exhaustive battle, the winner will be named the champion of “Exatlón.”

PRODUCTION DETAILS

- Episodes: 53x two –hour episodes
 - 44x episodes (Monday – Friday)
 - 9x episodes (Sundays)
- Produced by Acunmedya
- Distributed by TV Azteca exclusively for Telemundo
- Airs: Q3’18 (July – September)
 - Monday – Friday (7-9PM)
 - Sunday: Elimination (7-9PM)

CAST

- A total of 20 U.S. based participants
- Host: Erasmo Provenza (Telemundo Deportes anchor)





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FALCO

A police series about a young homicide detective who wakes up 23 years later after being shot and left in a coma. The world around him has changed; he missed his daughter's childhood, his wife remarried, and he has to learn to work with his new partner. But Falco has not lost his detective skills, and he and his team will struggle to adjust to each other as he tries to perform his job while trying to figure out what happened 20 years ago.

PRODUCTION DETAILS

- Premiere: Q3'18
- Finale: Q4'18
- Airs: 9-10PM ET Sunday
- Length: 14x one-hour episodes

CAST

- TBD





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FALSA IDENTIDAD

Falsa Identidad is the story of Isabel and Diego, two strangers who must flee their past in order to escape from their enemies. Diego left his family after his father died and his mother remarried. In an act of rebellion, Diego became involved in a criminal world, selling fuel to the town's most powerful drug dealer, Gavino Gaona. Isabel married Porfirio "El Corona," a member of a nortaña band, when she was 15 years old and lives a life of domestic abuse. This new series will tell the story of two strangers fleeing their past who must assume new identities and pass themselves off as a happily married couple to escape their enemies and survive.

PRODUCTION DETAILS

- Premiere: Q3'18
- Finale: Q1'19
- Airs: 9-10PM ET, Mon - Fri
- Length: 86x one-hour episodes

CAST

- TBD



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SEÑORA ACERO

S 5

Telemundo's Super Series™ ratings leader returns where Vicenta Acero – La Coyote – must face all sorts of dangers, including an enemy from the past who comes to settle an old debt and takes revenge on her most sacred treasure, her son. This marks the beginning of a relentless persecution and Vicenta will be forced to flee with her son to protect him from the infinite evil of this monster.

PRODUCTION DETAILS

- Production: May-October 2018 (Mexico)
- Premiere: Q3'18
- Finale: Q1'19
- Airs: Monday-Friday ET, 10PM
- Distribution: Telemundo, Telemundo.com (mobile/desktop), NOW App, VOD and YouTube Prime+
- Length: 60x one-hour episodes

CAST

Carolina Miranda, Luis Ernesto Franco, Ana Lucía Domínguez, Diego Cadavid, Jorge Zárate, Gaby Espino





REDACTED—FOR PUBLIC INSPECTION

NICKY JAM, EL GANADOR

Directed by award-winning director, Jessy Terrero, *Nicky Jam: El Ganador (The Winner)* is an authorized bio-series based on the life and career of the Latin music superstar and double platinum artist, Nicky Jam.

Starring the reggaeton superstar himself, the scripted drama series will tell the life story of award-winning Nicky Jam, a singer-songwriter, who has become a worldwide music phenomenon.

From his humble beginnings and mid-life predicaments, to his rise to the top of the Reggaeton movement *Nicky Jam, El Ganador* will follow the highs and lows experienced by one of the most prolific artists in the genre. The reborn star has received some of the most prestigious awards in the industry, sold out stadiums, earned the admiration of his colleagues and emerged as a leading exponent of urban music.

PRODUCTION DETAILS

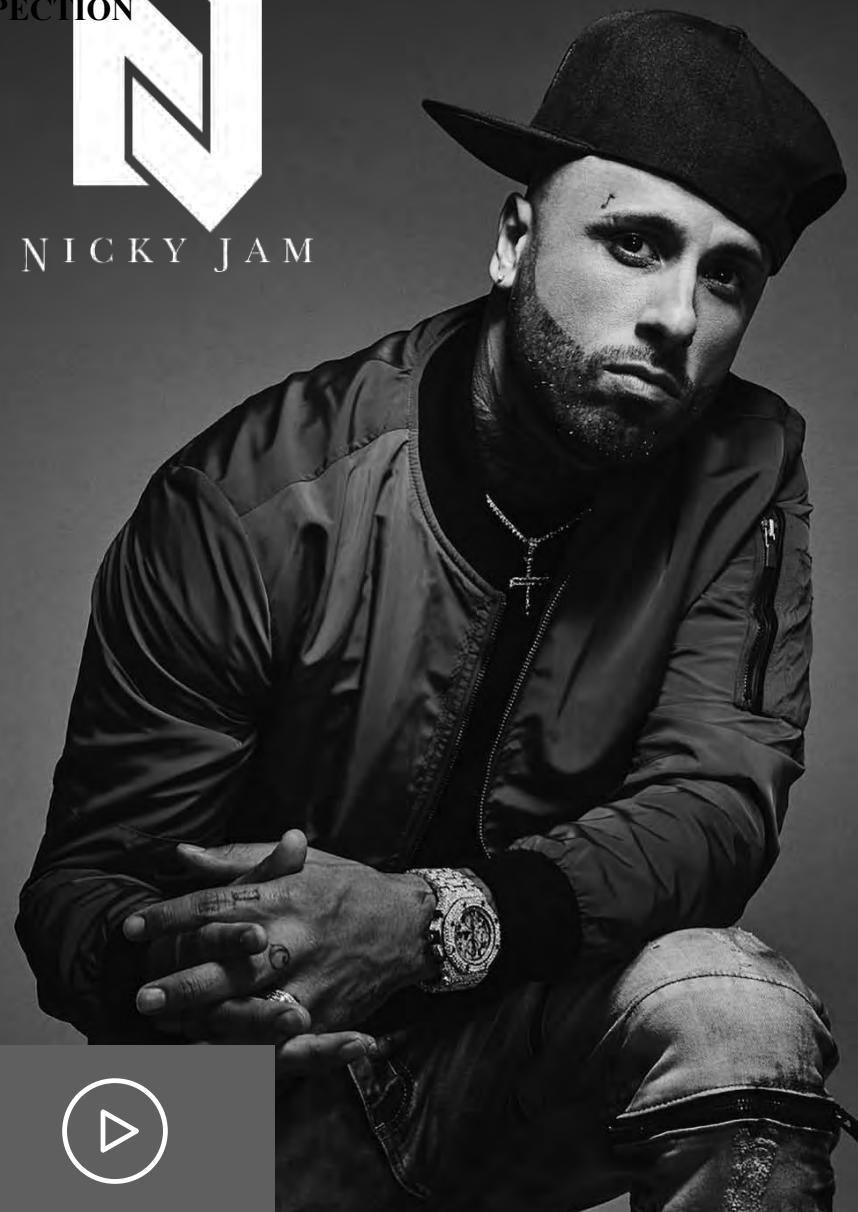
- Premiere: Q4'18
- Finale: Q1'19
- Airs: Sunday 9-10PM ET
- Length: 13x one-hour episodes
- Production Schedule: Starts January 15th
- Production: Endemol Shine Boomdog
- Produced by: Jessy Terrero
- Distribution: Telemundo, Telemundo.com, Telemundo NOW App, YouTube, VOD, Netflix (USH and non USH)

CAST

- Nick Rivera Caminero



NICKY JAM



REDACTED—FOR PUBLIC INSPECTION

LA VOZ

La Voz, the Spanish-language version of NBC's Emmy-winning reality competition "The Voice," comes to Telemundo in search of the nation's most promising unknown Hispanic vocalists. Co-produced by Telemundo and Talpa and produced at the state-of-the-art Telemundo Center, *La Voz* will go in search of the nation's most promising unknown Hispanic vocalists.

Global Latin pop singer Luis Fonsi, the first coach to be announced, will join the other three coaches to find the nation's next best Hispanic vocal talent. But the selection process won't be easy because the coaches must make their decisions based on one and only one factor, *La Voz* (*The Voice*).

PRODUCTION DETAILS

- Premiere: Q1'19
- Finale: Q2'19
- Airs: 8-10PM ET Sundays
- Length: 13x one-hour episodes
- Production: Telemundo & Talpa Media
- Distribution: Telemundo, Telemundo.com, Telemundo NOW, Telemundo App

HOST/JUDGES

- Luis Fonsi (first judge announced)



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BETTY IN NEW YORK

Betty in New York is the modern retelling of the ground-breaking story, “Yo soy Betty, la fea.” This new adaption by the internationally-acclaimed writer Fernando Gaitan, tells the story of Beatriz Aurora Rincon Lozano, an intelligent and skilled Latina in New York, who after six months of being rejected in multiple job interviews due to her lack of attractiveness, decides to accept a position below her qualifications at a NYC fashion company. Betty will grow as a woman, but she will also face the biggest challenge of her life, one that even all her degrees and specializations will not help her solve: love.

PRODUCTION DETAILS

- Premiere: 1Q’19
- Finale: 3Q’19
- Airs: Monday – Friday; 8p – 9p ET
- Episodes: 113x one-hour episodes
- Production Window: July 2018 – December 2018

CAST

- TBD



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EL RECLUSO

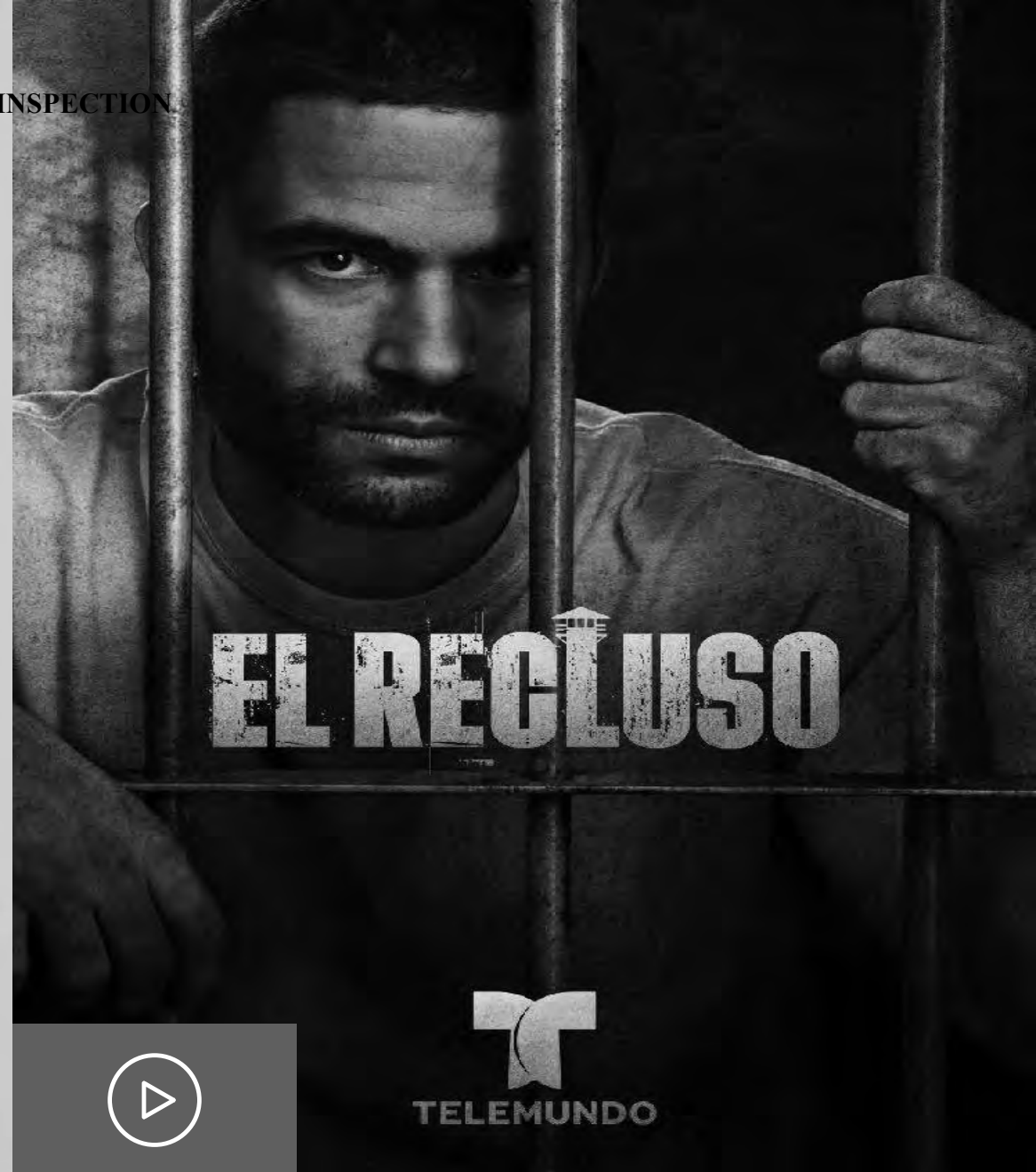
El Recluso (The Inmate) is a groundbreaking new premium series that tells the story of a man on a secret mission in a maximum security prison to rescue the daughter of a prominent US judge. The lead role is played by crossover actor Ignacio Serricchio (Lost in Space, Bones, The Wedding Ringer).

PRODUCTION DETAILS

- Premiere: Q1'19
- Finale: Q2'19
- Airs: 10-11PM ET, Sundays
- Length: 13x on-hour episodes

CAST

Starring Argentine actor Ignacio Serricchio (Lazaro Mendoza) and Mexican actress Ana Claudia Talancón (Frida).





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EL BARÓN ROJO

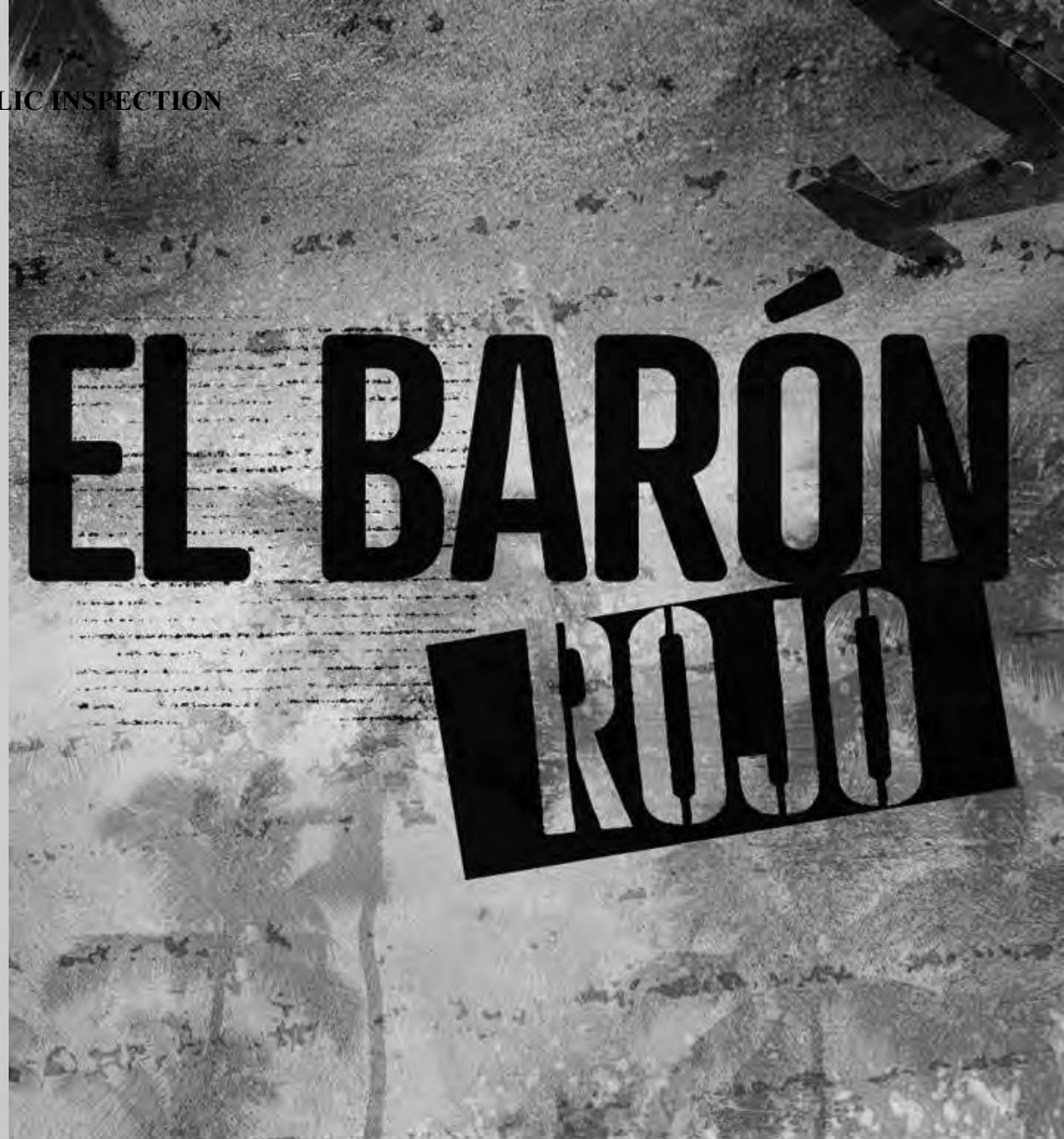
El Barón Rojo is the story of Nacho Montero, a cultured, well-educated bon vivant with a penchant for adventure who embarks on a quest to become one of the pioneers of drug trafficking in the eighties. In an act of rebellion against his parents, he joins the most powerful cartel bosses of the time and floods the United States with cocaine. Everything seems to be poised for Baron to conquer the world, but the excesses, violence and illegality of Nacho's life make him finally lose everything he fought for.

PRODUCTION DETAILS

- Premiere: Q1'19
- Finale: Q2'19
- Airs: 10-11PM ET, Mon - Fri
- Length: 60x one-hour episodes

CAST

- TBD





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PRISIONERO NÚMERO UNO

Prisionero Número Uno tells the story of Carmelo Alvarado, a hardworking immigrant who migrates to the United States to escape poverty and, after finding moderate success, is deported to Mexico. Back home, Carmelo's charisma and good looks eventually land him a television show, where the host's hard-hitting political commentary about the new U.S. president bring him massive popularity – and an audience to match.

This unexpected success catapults Carmelo into political life and, ultimately, all the way to the presidency of Mexico. Here, however, trouble awaits. The former TV star-turned-President's closest collaborators betray his trust and have him imprisoned, gaining him the new title of Prisionero Número Uno (Prisoner #1).

PRODUCTION DETAILS

- Premiere: Q1'19
- Finale: Q2'19
- Airs: 9-10PM ET, Mon - Fri
- Length: 60x one-hour episodes

CAST

- TBD





NBCUniversal

HISPANIC

DIGITAL

BEYOND LEGACY.
TRAILBLAZING.

Building U.S. Hispanic FANS
on every screen and in every
room of their homes.

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#1 ORIGINAL PRODUCER OF CONTENT REACHING THE
MOST U.S. HISPANICS

INNOVATION

NEW AND DIFFERENT FORMATS BROUGHT TO FANS ON
THE PLATFORMS THEY LOVE

SOCIAL ENGAGEMENT

NO. 1 SPANISH LANGUAGE NETWORK IN SOCIAL ENGAGEMENT

HISPANIC



Source: Shareablee, Full Year 2017, based on social actions, Global Audience

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LOVE CLICKS: 24/7

The ultimate 24/7 digi-social reality show for the always-connected generation M

No one said finding love was easy, but Telemundo will sure make it fun to watch with this digital/social-first reality competition series. In this 24/7 bilingual show, fans get to watch as contestants compete in their search for true love – across every screen.

Over 7 weeks, contestants will live in a luxurious mansion and seek out their true love through a series of speed dates, challenges, romantic outings, and matches made by the audience. In the end, the fan is in control – deciding camera positions, awarding contestants with special activities, and voting on their favorite couple.



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MVTO ENTERTAINMENT

Delivers social-first culturally relevant entertainment to millennials and genz audience.

MVTO is our social first approach for creating content that embodies the American-Latino experience; being bilingual, multicultural and proud of our culture and passion.

Bringing the best in entertainment, MVTO artistically curates pop-culture delivering socially viral videos, trending topics and breaking entertainment news to our audience socially in both English and Spanish.

Articles and video franchises are informed from our audience passion points that include music, movies, tech, food, celeb news and entertainment lifestyle trends.



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EXHIBIT 16

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Redacted in Its Entirety