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January 11, 2016

By Hand Delivery and ECFS

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

Re: MB Docket No. 15-149  
Response of Liberty Media Corporation to Commission's  
Information and Data Request

Dear Ms. Dortch:

This is to supplement the November 16, 2015 Response of Liberty Media Corporation ("11/16 Liberty Media Response") to the Commission's Information and Data Request, dated November 2, 2015, in the above-referenced docket. More specifically, enclosed is a USB drive containing Document Nos. LME-0005586-0006456 and the accompanying Spreadsheet for Liberty Media's Production (1/11/16). The Request(s) to which these documents are potentially responsive are indicated in the metadata for each of those documents.

Please note that such documents contain proprietary and non-public information and are being submitted as "**Highly Confidential**" under the Protective Order in this proceeding. In accordance with the Commission's instructions, the copy of this letter with the Highly Confidential documents is being hand-filed, and copies are being provided to the Media Bureau.

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We also have enclosed the Supplemental Response of Liberty Media Corporation to Information and Data Request, dated November 2, 2015. The **Highly Confidential** information included in such Supplemental Response has been marked by [[ ]]. A redacted copy of the Supplemental Response for public inspection also is enclosed. Please refer to my letter on behalf of Liberty Media Corporation for certain agreed-upon limitations to the scope of the Information and Data Request, as well as the Privilege Log and Identification List, Glossary of Code Words, and List of Search Terms.

Please contact me if you have any questions regarding this Response.

Very truly yours,

*/s/ Robert L. Hoegle*

Robert L. Hoegle

RLH:kjk

Enclosures

cc: Vanessa Lemmé (w/encl.)  
Jessica L. Campbell (w/o encl.) (via E-Mail [Jessica.Campbell@fcc.gov](mailto:Jessica.Campbell@fcc.gov))

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**SUPPLEMENTAL RESPONSE OF LIBERTY MEDIA CORPORATION TO  
INFORMATION AND DATA REQUEST TO LIBERTY MEDIA CORPORATION**

*REQUEST*

1. *Provide all documents and communications (except documents solely relating to environmental, tax, human resources, OSHA, or ERISA issues) relating to the proposed Transaction and provide:*
  - (a) *a timetable for each Transaction, a description of all actions that must be taken prior to consummation of each Transaction, and any harm that will result if the Transactions are not consummated;*
  - (b) *a description of (including the rationale for, and identification of all documents directly or indirectly used to prepare the Company's response to this sub-part) all plans for changes in the Company's operations, structure, policies, strategies, corporate goals, financing, business, officers, executives or any other area of corporate activity as a result of the Transaction; and*
  - (c) *a description of any other terms or conditions of the Transaction that are not reflected in the Transaction agreements between the parties.*

Supplemental Response to Request No. 1:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request.

*REQUEST*

2. *For each entity in which you own 5% or more of the issued and outstanding stock of any class (or other ownership interest), or in which you otherwise have an Attributable Interest, provide the following:*
  - (a) *The name of the entity;*
  - (b) *The lines of business of the entity;*
  - (c) *The executive officers of the entity;*
  - (d) *The individuals and entities that have an Attributable Interest in the entity;*
  - (e) *The directors of the entity before and after the Transaction including:*
    - i. *A brief biography of each director; and*

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- ii. *The length of the director's term on the board;*
- (f) *The monetary value of the holdings as a fraction of the value of the issued and outstanding stock of the entity; (for partnerships and limited liability companies, provide the monetary value of the holdings as a fraction of the total capitalization of the entity);*
- (g) *For each class of stock or other ownership interest owned, provide the following:*
  - i. *The entity owning the stock, limited liability company membership interest or partnership interest, as applicable;*
  - ii. *The voting rights of the shares as a fraction of total voting rights, membership interests or partnership interests, as applicable; and*
- (h) *A description of any conversion rights or other rights that may affect voting rights of the stock, membership interests or partnership interests, as applicable; and if the entity is a partnership or limited liability company, provide the foregoing information for every partner that holds an Attributable Interest.*

Supplemental Response to Request No. 2:

Liberty Media provides the following additional information responsive to this Request:

- (a) Tastemade, Inc. ("Tastemade")
- (b) Tastemade distributes original content and user-generated content, focused principally on food and travel culture, through YouTube and other online channels, including Snapchat, without charge to viewers.
- (c) The executive officers of Tastemade are:
  - (i) Lawrence Fitzgibbon - Chief Executive Officer
  - (ii) Steven Kydd - President
  - (iii) Joe Perez - Chief Financial Officer
- (d) In addition to the executive officers and directors of Tastemade, the following entities may be deemed to have an attributable interest in Tastemade: Liberty Media, through a subsidiary, holds a 5.82% interest in Tastemade **[BEGIN HIGHLY CONFIDENTIAL INFORMATION]**

**[END HIGHLY CONFIDENTIAL INFORMATION]**

- (e) Liberty Media provides the following information regarding Tastemade's Board of Directors responsive to this Request:

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- (i) The Board of Directors of Tastemade prior to Liberty Media's initial investment was as follows: Joe Perez; Lawrence Fitzgibbon; Steven Kydd; Geoffrey Yang; and Gordon Rubenstein. See Schedule 2(e) for the brief biographies of the foregoing Directors.
  - (ii) The Board of Directors of Tastemade after Liberty Media's initial investment was as follows: Joe Perez; Lawrence Fitzgibbon; Steven Kydd; Geoffrey Yang; Gordon Rubenstein; and Brooke Johnson. The current members of Tastemade's Board of Directors are: Joe Perez; Lawrence Fitzgibbon; Steven Kydd; and Geoffrey Yang.
- (f)-(g) On a fully diluted basis, Liberty Media holds a 5.82% ownership interest in Tastemade [BEGIN HIGHLY CONFIDENTIAL INFORMATION]

[END HIGHLY CONFIDENTIAL INFORMATION]

*REQUEST*

5. *For the companies listed in the Company's response to Information Request 4, provide all documents relating to the Company's current or future plans related to the acquisition or divestiture of ownership interests, whether partial or in full, in these entities and/or relating to any of the Company's Attributable Interest holder's current or future plans related to the acquisition or divestiture of ownership interests, whether full or partial in these companies.*

Supplemental Response to Request No. 5:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request.

*REQUEST*

6. *Provide all documents relating to any:*
- (a) *financial or management relationships between you and Discovery Communications, Starz, or any other programmer in which you have an Attributable Interest, including all Affiliates and Subsidiaries, or any technical, management, administrative, or other services provided by you to Discovery Communications, Starz, or any other programmer in which you have an Attributable Interest relating to the media-related activities of such programmers; and*

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- (b) involvement of John Malone or other Company officers, directors, or employees in the management or operation of Discovery Communications, Starz, or any other programmer in which you have an Attributable Interest, including, but not limited to: (1) decisions or discussions regarding which programming is presented by the programmer; (2) whether to distribute, not distribute, or stop distributing any Video Programming to any MVPD or OVD; (3) budget development or operation of Video Programming services; (4) hiring, firing, or supervising of employees; or (5) assessing the performance of any Video Programming distributed, or licensed to other distributors.

Supplemental Response to Request No. 6:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request.

*REQUEST*

7. Provide all documents discussing plans to provide the Video Programming affiliated with the Company or any of its directors, including Discovery, Starz, Charter, New Charter, or any other programmer or MVPD in which the Company has an Attributable Interest, to unaffiliated OVDs, including, but not limited to: (1) the minimum viable scale necessary for OVD entry; (2) the time required to roll out the OVD service and the steps taken or additional steps that the Company would need to take to launch the service; (3) all effects that the Transaction, if consummated, would have on these plans; and (4) presentations to management committees, executive committees, and boards of directors. For regularly prepared budgets and financial projections, the Company need only provide one copy of final year-end documents for each year and cumulative year-to-date documents for the current year.

Supplemental Response to Request No. 7:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request.

*REQUEST*

8. Identify each instance in which the Company analyzed or considered introducing or acquiring an OVD service (including in-footprint service or out-of-footprint service, and any OVD service proposed or offered by Discovery Communications, Starz or any other programmer in which the Company has an Attributable Interest) and for each such instance:
- (a) describe the timing of the analysis or consideration;
  - (b) describe the service, including content, projected prices, and customers to which it would be offered, including whether the intended customers would be existing customers, other customers within your footprint, and customers outside your footprint;

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*(c) discuss any decision made and the reasons for the decision or factors considered;*

*(d) identify all employees or agents of the Company involved in the analysis or consideration;*

*(e) provide all documents related to the analysis and consideration; and*

*(f) identify documents sufficient to support your answers for each (a), (b), (c), and (d) above.*

Supplemental Response to Request No. 8:

After completing its review of files for documents potentially responsive to this Request, Liberty Media provides the following information responsive to this Request:

**[BEGIN HIGHLY CONFIDENTIAL INFORMATION]**

**[END HIGHLY CONFIDENTIAL INFORMATION]**

Tastemade, Inc.

- (a) Approximate timing of the analysis or consideration: May - June, 2014.
- (b) Description of Service: Distributes original content and user-generated content, focused principally on food and travel culture, through YouTube and other online channels, including Snapchat, without charge to viewers.

**[BEGIN HIGHLY CONFIDENTIAL INFORMATION]**

**REDACTED - FOR PUBLIC INSPECTION**

**[END HIGHLY CONFIDENTIAL INFORMATION]**

**REDACTED - FOR PUBLIC INSPECTION**

*REQUEST*

9. *Submit all documents discussing: the CBS All Access service; Comcast's Stream service; DISH's Sling TV service; HBO Now; Sony Entertainment Network's Vue service; or any over-the-top video streaming service that may be offered by you.*

Supplemental Response to Request No. 9:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request.

*REQUEST*

10. *Describe in detail, and produce and identify all documents relating to: (i) John Malone and your incentive and ability, or lack thereof, to take actions that conflict with or support New Charter's interests; and (ii) each one's incentive and ability to withhold programming or particular rights to distribute programming from other MVPDs or OVDs in order to favor or protect New Charter or to increase New Charter's sales.*

Supplemental Response to Request No. 10:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request.

*REQUEST*

11. *Identify each instance, including the relevant dates, where an MVPD has discussed with you or any of your officers, directors, or executives raising, threatened to raise, or has raised, a program access complaint as a means to obtain the right to distribute video programming in which you or any of your officers, directors, or executives, or any entity sharing officers, directors, executives or attributable interest holders with New Charter, has an attributable interest or has distribution rights, including via VOD and PPV, and separately for each type of video programming (i.e., standard or high definition), describe:*
  - (a) *the nature of the dispute or issue;*
  - (b) *the persons involved in the dispute; and*
  - (c) *how and whether the dispute or issue was resolved. To the extent the dispute was settled, explain whether the settlement required program access to the complaining party, and produce all documents relating to each instance identified, and any settlement thereof.*

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Supplemental Response to Request No. 11:

After completing its search of files of the agreed-upon custodians for documents potentially responsive to this Request, Liberty Media states that it has not identified any information responsive to this Request.

*REQUEST*

12. *The Applicants state that "there are a number of specific precautions in place to...ensure that Liberty Broadband and Advance/Newhouse cannot improperly influence New Charter." Public Interest Statement at 54. Describe in detail, and produce all documents relating to, reflecting, considering, or describing any "specific precautions" that will exist following the consummation of the transaction ensuring that:*
  - a. *John Malone, Advance/Newhouse, and you cannot improperly influence New Charter; and*
  - b. *John Malone, Advance/Newhouse, and you will not withhold, or cause the withholding of, programming from MVPDs or OVDs in order to favor or protect New Charter or increase New Charter's sales.*

Supplemental Response to Request No. 12:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request.

*REQUEST*

13. *Submit all documents relating to any plans of, interest in, or efforts undertaken by the Company or any other person for any acquisition, divestiture, joint venture, alliance, or merger of any kind involving the sale of any relevant service other than the Transaction. Describe, and identify documents sufficient to show each instance when the Company attempted to partner with an MVPD to achieve joint objectives, including but not limited to, attempts to launch or deploy a coordinated or joint OVD service, business services, reciprocal access to Wi-Fi networks, out of home data access service, or mobile wireless service (e.g., sales agent, reseller, mobile virtual network operator). In the description, state the results of each instance and the reasons for its success or failure.*

Supplemental Response to Request No. 13:

After completing its search of files of the agreed-upon custodians for documents potentially responsive to this Request, Liberty Media states that it has not identified any "instances" to describe in response to this Request but has produced any non-privileged documents potentially responsive to this Request. Liberty Media notes that the Commission staff has clarified that the first sentence of this Request is seeking documents on the subjects set forth in the second sentence.

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*REQUEST*

16. *Provide one copy of (and identify the Bates number of) each agenda, summary, or minutes of any meeting of the board of directors of the Company, and one copy of each presentation or other document provided to the board (except documents solely relating to environmental, tax, human resources, OSHA, or ERISA issues).*

Supplemental Response to Request No. 16:

Liberty Media has completed its search of the files of the agreed-upon custodians and has produced any non-privileged documents identified as potentially responsive to this Request, as limited by agreement with the Commission staff.

### Brief Biographies of Directors of Tastemade

Directors	Biography
<b>Joe Perez</b>	Mr. Perez also was the Co-Founder of The Daily Plate, a diet and fitness community and app that was a foundation for the health and wellness site LIVESTRONG.COM. Mr. Perez and the team grew LIVESTRONG.COM from a small startup to one of the most visited health and wellness sites in its category in 4 years. Mr. Perez previously was Senior Vice President of Network and Operations at Intermix Media, parent company of MySpace, where he was responsible for building and operating the online gaming and social media platform group.
<b>Lawrence Fitzgibbon</b>	Most recently, Mr. Fitzgibbon was Executive Vice President of Media and Operations and a member of the founding team of Demand Media. While at Demand Media, Mr. Fitzgibbon also served as Executive Vice President, International and Senior Vice President, Monetization. Prior to Demand Media, Mr. Fitzgibbon served as Vice President of Business Development at Citysearch, Inc., an operating business of IAC/InterActiveCorp. Earlier in his career, Mr. Fitzgibbon was Vice President of Distribution at Intertainer, a pioneer in the video-on-demand business.
<b>Steven Kydd</b>	Prior to Tastemade, Mr. Kydd was part of the founding team of Demand Media and Executive Vice President of Demand Studios, a platform and community which became a leading producer of original content on the Internet. Previously, Mr. Kydd worked as Vice President of Business Development & Strategy for Yahoo!. Prior to Yahoo!, Mr. Kydd served as Vice President with eTour Inc. and as Vice President of Internet Marketing and in other executive roles with 20th Century Fox International in Hong Kong, Indonesia, and Los Angeles.
<b>Geoffrey Yang</b>	Mr. Yang is a Partner at Redpoint Venture. Prior to founding Redpoint, Mr. Yang was a general partner with IVP, a firm he joined in 1987. Mr. Yang emphasizes investments in consumer media and infrastructure. His media and advertising investments include Ask Jeeves, Clicker, Efficient Frontier, Excite, Machinima, MySpace and TiVo. His networking investments include Calix, Foundry Networks, Juniper Networks, MMC Networks and Wellfleet. Mr. Yang currently serves on the Board of Branchout, Findery, Gaia Online, Gravity, Machinima, Scribd, TasteMade, Tidemark and WOCHit. Prior to joining IVP, Mr. Yang was an Associate with First Century Partners and a Marketing Representative at IBM Corp.
<b>Gordon Rubenstein</b>	Mr. Rubenstein is the Managing Partner of Raine Ventures where he leads Raine's venture capital group. Prior to Raine, Mr. Rubenstein founded and managed Pacific Partners, a venture capital partnership. In addition, Mr. Rubenstein co-founded Astro Gaming, and Rave Digital Media. Currently, Mr. Rubenstein serves on the Board of Directors of Prism Skylabs and was involved at the board level and/or actively involved with Machinima, ZEFR, eHarmony, Vivareal, Audience Science, BigMachines, and Convio.

<b>Directors</b>	<b>Biography</b>
<b>Brooke Johnson</b>	Ms. Johnson served as President of the Food Network from 2004 to 2015. Prior to her employment at Scripps Networks, she was Executive Vice President and General Manager at A&E Television for 10 years. She has had significant involvement in the Food Network, Cooking Channel, History Channel, and A&E.