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WASHINGTON, DC 20004-2401 NEW YORK
TEL 202.662.6000 LONDON
FAX 202.662.6291 BRUSSELS
WWW.COV.COM SAN FRANCISCO

JENNIFER A. JOHNSON
TEL 202.662.5552
FAX 202.778.5552
JJOHNSON@COV.COM

July 30, 2001

BY HAND DELIVERY

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, S.W.
Counter TW-A325
Washington, D.C. 20554

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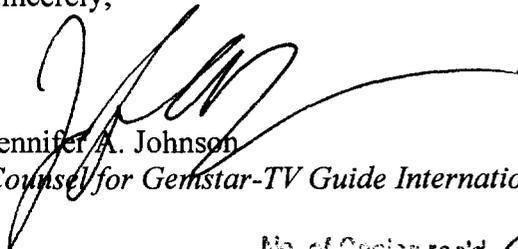
Re: *Ex Parte* Presentation Regarding CSR 5698-Z (Petition for Declaratory Ruling of Time Warner Cable) and CS Docket No. 98-120 (Carriage of Digital Television Broadcast Signals)

Dear Ms. Salas:

On July 27, 2001, counsel for Gemstar-TV Guide International, Inc. ("Gemstar"), Stephen Weiswasser, Gerard Waldron and Jennifer Johnson, all of Covington & Burling, made an oral *ex parte* presentation relating to CSR 5698-Z to Ken Ferree, Bill Johnson, Barbara Esbin, Deborah Klein, and Steven Broeckaert, all of the Cable Services Bureau. In this presentation, Gemstar counsel provided background on Gemstar and reviewed the legal positions previously taken in written filings by Gemstar in CSR 5698-Z. Gemstar discussed the interplay between the issues presented in CSR 5698-Z and those being examined by the Commission in other contexts, in particular in the digital cable carriage proceeding (CS Docket No. 98-120). Gemstar also responded to questions regarding its legal positions and the *Guide Plus+* EPG. Gemstar counsel provided those at the meeting with copies of the attached documents regarding Gemstar's Chairman and CEO Henry Yuen, the *Guide Plus+* EPG, and the reasons why the EPG material at issue is "program-related" under the must-carry statute and the Commission's standard.

An original and three copies of this *ex parte* notice (two copies for each docket) and attachments are being submitted in compliance with the Commission's rules, with copies to those who attended the meeting.

Sincerely,


Jennifer A. Johnson
Counsel for Gemstar-TV Guide International, Inc.

Attachments

No. of Copies rec'd 013
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Ms. Magalie Roman Salas

July 30, 2001

Page 2

cc: W. Kenneth Ferree
William Johnson
Barbara Esbin
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Steven Broeckaert



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Henry Yuen Wants to be Your TV Guide

FORTUNE

Monday, August 14, 2000

By Marc Gunther

A couple of years ago Rupert Murdoch and John Malone set out to dominate the world of TV listings. With viewing choices exploding, they figured, whoever could build a gateway to television would hold sway over the vast TV audience.

Murdoch's News Corp. already owned TV Guide magazine. Malone's Liberty Media, through a company called United Video, controlled a cable channel that offered scrolling listings. They agreed to put them together and launch a \$2.8 billion takeover bid for a small company called Gemstar, which possessed the last and most potent weapon they needed—an interactive program guide that threatened to make their old-fashioned TV listings obsolete.

It was an unfriendly takeover, but Murdoch and Malone figured they could overpower the one man who stood in their way: Henry Yuen, Gemstar's brilliant but quirky CEO. A Chinese immigrant, Yuen, now 52, had helped invent a gadget to make it easier to program VCRs. He was a mathematician, not a media guy, and he was unschooled in corporate warfare. What's more, Gemstar's biggest shareholder and Yuen's investment banks wanted to accept the bid, which initially represented nearly a 50% premium over the company's share price. If Las Vegas gave odds on takeover battles, Yuen would have been the longest of long shots.

Yuen, though, doesn't play the odds—or by anything resembling a conventional rulebook. The very fact that Murdoch and Malone coveted Gemstar reinforced his belief that he was building a valuable franchise; he knew they needed his technology, and he eventually persuaded his board not to sell. Then he turned the tables on Murdoch and Malone. Their bid—and Yuen's refusal to accept it—put a spotlight on Gemstar. Wall Street took notice, Gemstar's shares skyrocketed, and Yuen became a billionaire. Last October he persuaded Murdoch and Malone to sell him TV Guide Inc. for Gemstar stock then valued at \$9.2 billion. "The prey devoured the hunters," says a Gemstar insider.

With the acquisition, Yuen takes over TV Guide, the top-selling weekly magazine in America, the scrolling TV Guide cable channel, and their ties to advertisers and TV-loving consumers. He also eliminates his biggest rival. The Justice Department's antitrust division scrutinized the merger for months before approving it, July 11; the deal closed the next morning, before any of Gemstar's enemies could try to block it in court. The result? Malone's Liberty Media and Murdoch's News Corp. each own about 19% of the combined enterprise, called Gemstar-TV Guide International. But Yuen, who himself owns about 10% of the stock and has an ironclad contract making him CEO, will run the show.

That's no surprise to those who have tangled with the little-known entrepreneur. "Henry Yuen is at the very, very top echelon of the smartest people in the world of the media and Internet and technology," says Tom Rogers, a former NBC executive who is now CEO of publisher Primedia.

Yuen intends to make Gemstar a big force in media by creating and controlling a TV portal—the first screen viewers will see when they turn on their TVs to navigate hundreds of choices. The Yahoo of television, it's been called. But Yuen argues that his TV portal will be bigger than Yahoo's Internet gateway because

TV is far more pervasive than the Internet. The TV is on for seven hours a day in the typical American home, and Yuen predicts that viewers will click on his guide at least four times an hour, generating hundreds of millions of page-views if the guides proliferate. Right now, Gemstar's guides are built into nearly three million TVs, while TV Guide's own interactive guides, which are distributed over cable and satellite, reach another 3.5 million homes.

"My vision is to make the electronic program guide as commonplace as the remote control is today," says Yuen. Because Gemstar holds about 90 surprisingly broad patents covering the electronic program guides, or EPGs, Yuen says every TV manufacturer, cable operator, satellite TV provider, or Internet company that installs a guide in a TV or set-top box must obtain a license for his technology. Others vigorously disagree, but Yuen has struck licensing deals for his EPGs with Microsoft and America Online—both of which analyzed his patents closely before agreeing to pay him tens of millions of dollars in fees—along with RCA, Sony, Philips, and others.

With that intellectual property as the foundation, Yuen has begun to build an unusual media empire. To sell advertising on his EPGs—a business that analysts say could generate billions in revenues—Gemstar has formed a joint venture called @TV Media with NBC and France's Thomson, whose RCA TV sets are the biggest sellers in the U.S. He has also persuaded Thomson to equip a minimum of 30 million new TVs with two-way paging modules that will enable viewers to shop at home using their remote control. (Yuen calls that T-commerce and claims it will be profitable, unlike selling on the Internet.) And, as if he didn't have enough to do, Yuen in January acquired the two leading manufacturers of electronic books, NuvoMedia and Softbook, along with their patents. (He didn't tell either company he was buying the other until the last minute.) This fall, again with RCA's help, he'll go all-out to drive down the price of e-books and get 500,000 of them into the hands of consumers. That, too, could become a big business—an Andersen Consulting study predicts that 28 million people will be spending \$2.3 billion annually on e-books by 2005.

Those two products—EPGs and e-books—represent the glittering promise of Gemstar-TV Guide and are the reason the company boasts a market capitalization of about \$30 billion. "Even at its current market cap, Gemstar is one of the most underappreciated companies out there," says Michael Graham, an analyst with Robertson Stephens. "It's got the potential to be one of the biggest media companies ever. They have monumental, gargantuan prospects."

Note that last word: "prospects." Bullish analysts like Graham look ahead for a good reason: Gemstar's existing businesses are fading. This year Gemstar and TV Guide together will generate revenues of about \$1.5 billion and operating income of about \$400 million. (Yes, the company is valued at an eye-popping 20 times revenues and 75 times cash flow.) Yuen's biggest business, TV Guide magazine, has suffered from falling readership and profits for years; its circulation has dropped from 14 million to 11.8 million since the mid-1990s, while its operating income has slid from \$203 million to \$155 million. The prospects are no brighter for the clunky TV Guide cable channel. As Yuen himself says, "It really doesn't make sense for a print or scrolling guide to work anymore." Gemstar's original business, built around the device known as VCR Plus, has also matured.

So Gemstar is clearly a company about the future, a bet on Henry Yuen's ability to execute two big and unproven ideas: EPGs as portals, and e-books. Can he do it? Well, he has to be taken seriously because of his track record and his seemingly impregnable patent portfolio, which covers EPGs, e-books, the notion of equipping TVs with pagers, and goodness knows what else. To underscore their importance, framed patents decorate the halls of Gemstar's modest offices in Pasadena. "The secret of his success is that Henry owns every idea he has," says Perry Lerner, a New York investor and former Gemstar director. "He figures out ways to turn ideas into property."

Yuen, as a result, has some powerful enemies—and, it's safe to assume, a tall stack of legal bills. By agreeing to merge, Gemstar and TV Guide settled a six-year-old lawsuit over the patents for interactive guides; initial rulings favored Gemstar. Right now, Gemstar is battling in court with General Instrument (a unit

of Motorola), Scientific Atlanta, and Pioneer Electronics, the major manufacturers of cable set-top boxes; they accuse Gemstar of abusing its patents, violating antitrust laws, and trying to monopolize the EPG business. Gemstar also sued the Silicon Valley company TiVo over its guide; that case is pending. And Gemstar has threatened to sue satellite TV provider EchoStar too. The thing is, Yuen's track record in court is unblemished: He's never lost a major lawsuit, and he's collected big judgments from Scientific Atlanta and General Instrument that included punitive as well as compensatory damages.

Big cable operators don't like Gemstar either. Time Warner Cable (which, like FORTUNE's publisher, is a unit of Time Warner) went so far as to make Gemstar's guides useless in some cities by deploying technology that prevents Gemstar's TV listings from traveling through its cable wires. Federal regulators are being asked to untangle that dispute. Cable operators are reluctant to discuss Gemstar, but it is clear that they want to build TV portals of their own. Says one cable executive: "There's no way the cable industry is going to yield total control to Henry Yuen. We'll go with no guides at all before we'll do that."

The man in the middle of this maelstrom is a latecomer to the business world. He carries a backpack instead of a briefcase, often speaks like the college lecturer he once was, and seems to run all of Gemstar out of his own head. Born in Shanghai and raised in Hong Kong, Yuen came to the U.S. for college and earned a Ph.D. in applied math from Cal Tech. He worked for 18 years as a research scientist at TRW, where he specialized in the mathematical description of ocean waves. "I published over 70 papers on that strange little area," he says. Strange, but not insignificant--Yuen's work aided in global weather forecasting and has what he discreetly calls "defense implications." Always ambitious, he earned a law degree at night and built a part-time law practice representing Asian companies in the U.S. He started Gemstar with several grad-school friends when he turned 40--"It was a bit of a midlife crisis," he says--because they wanted to get into business.

"Science is like solving puzzles," Yuen explains. "I find law is a little more like playing chess. Business is the most exciting. There are no rules. It's a free-for-all."

After Yuen had difficulty programming his VCR to videotape a baseball game, he and his Gemstar friends came up with VCR Plus. The gizmo, still widely in use, enables TV viewers to record a show with their VCR by entering a mathematical code printed in the TV listings into their remote controls.

Technologically it's not complex, or so, at least, says Yuen, with his Ph.D. in math. But as a business proposition, VCR Plus presented a daunting chicken-and-egg problem: Gemstar needed to persuade publishers to print the numerical codes in their TV listings, consumer electronics outlets to carry the newfangled remotes, and TV viewers to buy them for about \$60 apiece--all more or less simultaneously. "I was totally naive, and I was extremely energetic. It was a good combination," he said. "We got the bliss of ignorance." Somehow they got newspapers not just to print the codes but to pay for them--even though the VCR Plus business was utterly dependent on their distribution.

Naturally Yuen asked TV Guide to print his codes too. As part of the negotiations, he agreed to sell 20% of Gemstar for \$5 million to News Corp. But Murdoch's people backed out at the last minute because their company faced a credit crunch. Big mistake. Gemstar was soon selling millions of VCR Plus remotes. "It was a great hit," Yuen says. Later, Yuen licensed the technology to VCR makers, which built it right into their machines; his profit margins soared past 40% because most licensing revenues drop to the bottom line. Today, Gemstar says, the VCR Plus system is used in about 80 million homes in 40 countries and is built into 60% of all VCRs sold.

From the beginning, Gemstar was an unconventional company. When the giant Consumer Electronics Show in Las Vegas tried to charge Gemstar what Yuen thought was an outrageous fee for a booth, his CFO and trusted aide Elsie Leung flew to Vegas and in one day bought a \$500,000 house on a golf course. Ever since, Gemstar has shuttled customers to the house to show off its latest technology. "People enjoy going there, and we can actually do some business,

instead of shouting over the din," Yuen says.

When Gemstar needed to diversify beyond VCR Plus, executives toyed with "a bunch of ideas, some of them even patented," Yuen recalled. "Why don't we make Toaster Plus? Coffee Plus?" Their next invention--software called Index Plus, which tracks shows recorded on videotape--never caught on, but it did lead Yuen into the world of interactive program guides, a labyrinth of technological complexity, legal pitfalls, and business machinations. It was the perfect arena for his set of talents. "I'm a puzzle solver," he says.

Gemstar was neither the first nor the biggest player in the EPG game. The early mover was a company called Starsight, a Silicon Valley firm backed by cable and media giants including Viacom, Tribune, and Thomson. Malone and Murdoch were working, together and separately, to develop guides, as were set-top box makers Scientific Atlanta and General Instrument. A tiny Boston startup called VideoGuide had a guide that used paging technology to deliver listings to TVs.

From his experience with VCR Plus, Yuen knew he needed patents. He took Gemstar public in 1995--the company was then valued at about \$250 million--and went on an acquisition spree, buying both VideoGuide and Starsight; they had collectively lost more than \$70 million because interactive TV was slow to develop. That made Yuen the biggest force in the business, along with Malone's United Video, and as they fought in court, each came to believe that he needed the other. Gemstar had the intellectual property, while Malone had the cable relationships and, after allying with Murdoch, the power of the TV Guide brand.

Yuen could have pocketed about \$300 million by selling them Gemstar in 1998, but as he told everyone at the time, he didn't care. "I have very simple tastes," Yuen says. "I don't know how to spend money." Others, including his biggest investor, a Hong Kong real estate man named Thomas Lau, who owned 24% of the company, and Viacom and Thomson, which owned 6% each, wanted to cash out. Goldman Sachs and Morgan Stanley, which were advising Lau, also pushed for the deal. "We had lots of heated conversations about the value of the company," recalls Jim Meyer, a Gemstar director and the top U.S. executive of Thomson. "One of the hardest to convince was me." Only by lobbying relentlessly did Yuen convince the board that Gemstar, by rejecting the bid, would become even more valuable.

Last fall's merger negotiations with TV Guide were no easier, given the bad blood between the two companies. (Their talks began after a federal judge told them to try to settle their lawsuits.) This was a combination of old- and new-media companies without precedent; it raised thorny issues of valuation, as AOL's proposed merger with Time Warner would later. In both deals, new media triumphed: Although Gemstar will contribute about 20% of the revenues and 35% of the operating income of the combined company, its stockholders own about 55% of the equity because it is the growth engine.

To protect themselves, Murdoch and Malone's operatives held out for a corporate structure that's more like a confederation than a conventional company. Yuen, as CEO, will run Gemstar from Pasadena, with co-President and CFO Elsie Leung and executive vice president Steve Weiswasser, an experienced media executive. Joe Keiner, a former News Corp. executive, and Peter Boylan, a Liberty lieutenant, are also co-presidents. Keiner operates the magazine, the scrolling cable channel, and advertising sales from New York; and Boylan manages the cable-based interactive guide, a horse-racing channel, and other assets from his base in Tulsa. Keiner and Boylan have six-year employment contracts, and Yuen can't fire Keiner without the approval of News Corp., or Boylan without the consent of Liberty.

"I report to Henry," Boylan explains, "but Henry can't fire me or change my compensation or change my responsibilities without Liberty's approval." But he's quick to add, "Henry and I actually have a great relationship despite the incredible tension that existed in the past."

For his part, Yuen concedes the obvious--that the structure's not ideal. "That's probably the best management structure I can negotiate under the

circumstances," he says. Culture clashes are all but certain, particularly because Yuen and Leung are extremely frugal. A single employee at Gemstar, for example, handles public relations and investor relations, and even the smallest expenditures must be approved by Yuen and Leung. "I have a headache having my budgets go through Elsie," Yuen says. "They're going to have to share the same headache."

For the merger to work, Yuen will have to share power, something he hasn't done in the past. Working seven days a week, he approves hires, reads legal contracts, and edits press releases. "I don't think there's a word for 'delegate' in Chinese," jokes Jack Healy, an executive with @TV, the Gemstar-Thomson-NBC joint venture. A boss who combines intellectual rigor with charm, Yuen is also intensely private. Senior staff at Gemstar don't seem to know where he lives or where he is at any given time; he's best reached by e-mail.

Personal quirks aside, Yuen is untested in the media big leagues. "He's going from a world of 100 people with \$200 million of revenues to a huge world with, well, a lot more sharks in the water," says Gemstar director Jim Meyer. "Is he smart enough? Absolutely. Will he outwork anybody? Absolutely. The question is, Will he surround himself with the talent he needs to get the job done?"

One big job will be to refocus TV Guide magazine on its articles, not its listings. With free TV listings widely available, readers have defected and Wall Street has ceased to care about the print product. "The magazine is \$600 million of revenue," Boylan says, "but in terms of valuation drivers, it's not material."

Another goal of Yuen's, albeit a tricky one, is to use the magazine to drive readers, and especially advertisers, to Gemstar's onscreen guides. You can also be sure that TV Guide will be made available on e-books, where readers will be able to search and annotate its listings. The magazine people might even cut back further on listings to push TV fans who want to plan their viewing toward Gemstar's high-growth, high-margin electronic products.

To build out his TV portal quickly, Yuen will also have to make peace with his cable industry foes. That'll be challenging because they don't want to pay for his patents and they don't like the fact that he's figured out ways to bypass cable gatekeepers. Gemstar's EPGs, remember, are built into TVs, and updated listings are delivered via broadcast signals. (In exchange for distributing his data, ABC and NBC get top billing on Gemstar guides. Another puzzle solved.) The two-way paging technology he's created with Thomson gives Gemstar another way to get around cable, and provides viewers with a way to buy products advertised on the guides.

No wonder the cable guys are distressed. They see the EPG as a valuable platform to promote their own channels, pay-per-view movies, telephony, and Internet access. "That guide is the gateway to the programming we're providing," says Lynne Elander, a Cox Cable executive. "We own the customer relationship, and it's important for us to have control."

Fortunately for Gemstar, TV Guide has built cable partnerships by agreeing to share branding and advertising revenues. AT&T, the biggest cable operator, has a ten-year exclusive agreement to carry TV Guide's interactive guide. And AOL, which is acquiring Time Warner and its cable systems, has good relations with TV Guide and Gemstar. Says Boylan: "It's impossible to have a situation where the parent company, AOL, has licensed patents and respected your intellectual property, and a wholly owned subsidiary, Time Warner Cable, is infringing it."

One of the odd things here is that everyone's fighting over a business that may or may not be worth the fuss. Is the idea of a TV portal real, or will people just click through the guide to get to their favorite show? Naturally Gemstar's people say the EPG is the next big thing. "This is a huge strategic, branding, merchandising, and promotional opportunity," says Bruce Maggin, a former ABC executive who now runs @TV. He argues that the TV portal, unlike any other channel, will be unavoidable because it pops up whenever viewers turn on the set. Besides that, he's building news, sports, and weather data into the guides, to make them as "sticky" as a popular Internet site. Jack Myers, chief economist for

the Myers Report, calls the EPG "valuable real estate" and predicts that it will generate "significant revenues."

That's presuming that Yuen keeps his eye on the prize, while merging two companies and--don't forget--making e-books a hit, another big challenge that he's embraced with his usual fervor. He's been spending lots of time pushing Thomson to get e-books to market for the holiday season and lobbying publishers to make more titles available. Yes, it's another chicken-and-egg problem--not enough e-books out there and not enough content for them. No matter: Yuen's grand vision for e-books puts Gemstar at dead center--as licensor of the technology to manufacturers like RCA and Sony, as a distributor of magazines and e-books (and competitor to Amazon and other booksellers), and as a seller of advertising (think what Lands' End or Victoria's Secret might pay to have its catalogs downloaded). Yuen has told publishers that he'll spend \$100 million promoting e-books along with the titles they make available. That's more than the trade book industry spent on advertising last year, he says. "We don't dabble," Yuen says. "When we get into something, we swing for the fences."

This is a funny kind of media company, when you think about it. Gemstar will never create a TV show or publish a novel, but Henry Yuen expects to make money every time anyone sits down to watch television or read an e-book. Provided he can solve a few more puzzles first.

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All EPG Information In The Broadcast VBI Is Program-Related

The Gemstar EPG – a unified package of information occupying a minuscule amount of vacant VBI capacity – “relates” to the specific program being broadcast at the time the VBI information is being transmitted because it provides (i) detailed descriptive information about that program, (ii) a means for drawing viewers tuned to other channels to that program, and (iii) a mechanism for the broadcaster to retain viewers who otherwise would engage in surfing to survey competing program options. (Through a picture-in-screen feature, the EPG allows a viewer to scan for options while continuing to watch the program on the station to which he or she is tuned.) These factors make the integrated EPG “related” to the specific program being broadcast by the carrying station.

When it adopted the *WGN* standard, the Commission necessarily recognized that the term “program-related” includes information that describes television programming beyond the particular “program” being aired at the time the VBI material is transmitted or accessed. In *WGN* itself, Judge Posner determined that *future* programming schedules were integral to the program being aired by the transmitting station at the particular time, finding that they provided information to viewers whose interest in the current program was “flagging.” Nothing inherent in the *WGN* analysis requires that the carrying station deal with flagging or changing viewer interest with information solely about its own future content. Rather, the station just as legitimately could choose to provide information about the viewer’s alternative program options in the hope that the viewer will choose to stay.

All of the program information included in the EPG is “related” to the carrying station’s programs because the carrying station desires that its program schedule and offerings be presented in a manner that facilitates comparisons among alternative program options. That is why television broadcasters carry the EPG information, generally for free. By presenting its program information in the context of the EPG, the carrying station is able to demonstrate the strength of its programs as compared to its competitors and to ensure that its viewers will not make program selections without information about its own program offerings. A service that provided information only about the carrying station would be of little use to the station in today’s multi-channel world, because it would be rejected as unattractive and incomplete by consumers and would do nothing to prevent channel surfing. For these reasons, the descriptions of programming both on the carrying station and on other stations are *inter-related and integral* to the carrying station’s programming. One can and should treat the EPG as “program-related” within the four corners of the *WGN* test, let alone the “dynamic” interpretation that the Commission endorsed for “program-related” analyses when it implemented the 1992 Cable Act, which indisputably would bring the EPG within the standard.

Finally, the Commission can surely conclude that descriptive information about a television schedule and about television program content is “program-related” without fear of opening a floodgate of new “program-related” applications. A decision finding that the Gemstar EPG is “program-related” would reach only other services that use a minuscule amount of VBI capacity and that consist overwhelmingly of program schedule and program-descriptive information.

WGN Teletext vs. Guide Plus+ EPG Information

If the teletext at issue in *WGN* constitutes “program-related material,” so must the *Guide Plus+* EPG information, since it meets the three-pronged “program-related” test far more precisely.

(1) *The broadcaster intends for the VBI content to be seen by the viewers watching the video signal.*

WGN:

- inserted by station into VBI
- intended for viewers “who own television sets equipped with a suitable decoder”
- displayed on separate channel from primary program

Guide Plus+:

- inserted by stations into VBI
- intended for viewers who own television sets or VCRS equipped with *Guide Plus+* EPG feature
- no need to turn from main program to view EPG information (picture-in-picture)

(2) *The content is available during the same interval of time as the video signal.*

WGN:

- shown on different channel from the main program – cannot be viewed simultaneously
- “intended to be viewed either on another television set or, more likely, on another channel of the same set”

Guide Plus+:

- can be viewed simultaneously with main program, without turning channel
- whenever EPG information is being transmitted in main program’s VBI, both it and main program are available to viewers
- whenever EPG information is being transmitted in VBI, broadcaster is offering programming described in EPG system

(3) *The content is an integral part of the video program.*

WGN:

- contained future programming schedules – because “not all parts of [main program] may interest every viewer,” viewer is “invited to switch to the teletext channel when his attention to the news flags, to see what is forthcoming on WGN”
- also contained information different from that on main channel – for example, “[i]f the main program was discussing inflation nationwide, the teletext channel might provide data on inflation in Chicago” (notably, the viewers at issue in *WGN* resided in Albuquerque, not Chicago)

Guide Plus+:

- provides specific information about program on station in whose VBI it is being transmitted (*e.g.*, plot summary, channel, time, description, cast, availability of closed-captioning, V-Chip ratings information, and the like) and provides means to access that program
- allows consumers to tune in to program already in progress and instantly access detailed information that can help decide whether to continue viewing

How does a consumer setup GUIDE Plus+ GOLD?

There are 3 ways to setup GUIDE Plus+ GOLD:

- Initial Setup of Television.
- By pressing the **GUIDE** button.
- From the TV's main menu.

Follow the simple, on-screen instructions. GUIDE Plus+ GOLD information should appear within 24 hours.

It's that easy!

Why buy RCA products equipped with GUIDE Plus+ GOLD?

- The RCA brand is brought to you by the #1 manufacturer of Televisions, VCRs and Digital Satellite Systems in the U.S.
- RCA brand products offer outstanding Picture, Sound and Convenience features.
- Keeping track of what's on is harder than ever.
- Electronic program guides, like GUIDE Plus+ GOLD, may be the biggest change in TV since the remote control.
- Consumers love the convenience of GUIDE Plus+ GOLD and use it more frequently than any other feature!

RCA TV models with GUIDE Plus+ GOLD

F27690BC	G32695LV	P52935LV
F32690BC	G36695LV	P56930BL
F32695BC	P46920BL	P60920BL
F36690BC	P52920BL	P61930BL
F36695BC	P52930BL	

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What is GUIDE Plus+™ GOLD?

Simply put, GUIDE Plus+ GOLD is a built-in electronic program guide that provides an instant summary of your favorite TV shows at the touch of a button – yet requires **no monthly fee!** This guide allows you to view program listing descriptions and choose to either view or record any program at the touch of a button. It virtually eliminates the need to program your VCR.

How does GUIDE Plus+ GOLD work?

Participating TV stations insert GUIDE Plus+ GOLD information into their broadcast signal several times each day. While the TV set is turned off, the GUIDE Plus+ GOLD circuitry interprets this information and downloads up to two days of programming at a time. Since the data is being updated so often, you will never have programming information that is older than 24 hours.

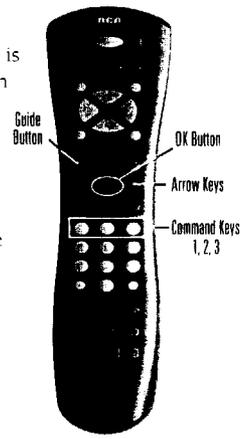
Who will broadcast the GUIDE Plus+ GOLD information?

A large number of TV stations will broadcast the information including most affiliates of ABC, CBS, NBC, FOX, UPN and CBC, in addition to 150 independent stations. This will give virtually universal coverage to the U.S. and Canada.

GUIDE Plus+ GOLD is a trademark of Gemstar Development Corporation.
Simulated On-Screen Menus

PROGRAM LISTINGS AND ONE-TOUCH RECORD... RIGHT THROUGH YOUR REMOTE CONTROL!

Finding out what's on has never been easier! GUIDE Plus+™ GOLD is built-in your television and it's an interactive program guide that is the ultimate in convenience features. The remote control allows you to navigate through the guide quickly and easily.



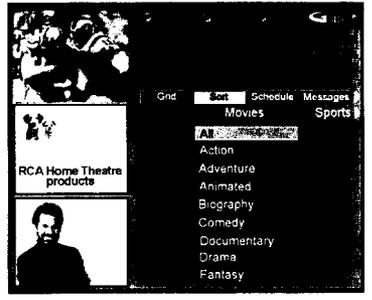
THE GRID GUIDE

- Press **GUIDE** on the remote to turn the guide on and off.
- Use the remote's **ARROW** keys to scroll through the TV listings.
- As each channel line is highlighted, the current program appears in the preview window and a description is shown in the information box. Pressing the **OK** button will tune directly to the highlighted show.
- Notice the program themes are color coordinated, for example, Sports programs are highlighted green, Movies purple, Scheduled recordings red, etc.
- Broadcasters may promote upcoming special events and display them within the Program Guide.



LOCK

- While in the Grid Guide, use the **ARROW** keys on the remote control to move left and select the "Channel Icon" of the program that you would like to "Lock."
- Press Command Key "1" (Lock/Unlock) to activate the "Lock/Unlock" feature.
- The "Lock" icon appears in the preview window. You can now search through the program listings without changing the current preview picture and audio in the window.



THE SORT GUIDE

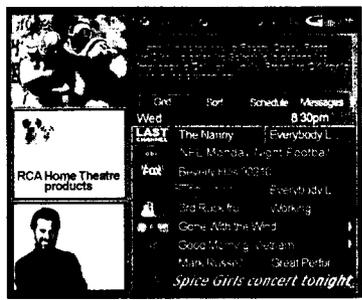
- While in the Grid Guide, use the **ARROW** keys on the remote to move to the Guide Selector, highlight "Sort." Press **OK** or the **DOWN ARROW** key on the remote control.
- Use the left/right arrow keys on the remote to select Movies, Sports or Children's programming. Notice that each category is color coded.
- Further refine your category choice (i.e., in Movies, choose Action, Adventure, etc.). Press **OK** on the remote control to view listings in that category.
- Sort shows up to 8 days of listings and can be used in conjunction with One-Touch Record and Watch.

Guide Selector



Lets you access all of the great features found in GUIDE Plus+ GOLD.

- **GRID** – Lists program from off-air or local cable services.
- **SORT** – Looks up shows by category.
- **SCHEDULE** – Programs that have been scheduled to watch or record will be listed.
- **MESSAGES** – Broadcasters will use to send messages.
- **EDITOR** – Lets you customize your channel listings.
- **SETUP** – Initial setup for the Guide or change your existing settings.



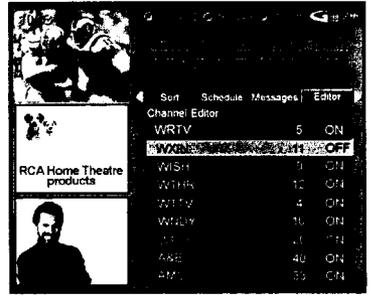
ONE-TOUCH RECORD

- While in the Grid Guide, use the **ARROW** keys on the remote to highlight the program that you would like to record.
- Press **RECORD** (or Command Key "3") to set the program to record once.
- The listing on the grid changes to the color **red** to indicate it was set to be recorded.
- Press **RECORD** (or Command Key "3") again to enter the schedule to change the frequency: Once, Daily, Weekly.
- Put in a VHS tape, turn off the VCR and you are ready to record.



WATCH

- While in the Grid Guide, use the **ARROW** keys on the remote to highlight a program that you would like to watch now or schedule for later viewing.
- Press Command Key "1" (Watch) to activate the program to be "watched" once.
- When the show begins, the TV automatically turns on and tunes to the preselected program or overrides the current program being viewed.
- The listing on the grid changes to the color **orange** to indicate it was set to be watched.



EDITOR

- While in the Grid Guide, use the **ARROW** keys to move to the Guide Selector.
- Next, use the right **ARROW** key to highlight "Editor." Press **OK** on the remote control.
- Use the **DOWN** arrow key and highlight the channel that will be turned "on" or "off." Press Command Key "3."
- Note all local cable or off-air channels are listed after initial setup. Editor is an easy way to customize the channel lineup on the Grid Guide.

10:06pm



Dateline

Air Force One retires
Mon. at 10:00



TODAY

Weekdays
7am



Watch Record

GUIDE

Grid Sort News Schedule

Wed 10:30pm 10:30pm

abc	The Nanny	Everybody L...
/FOX/	Spin City	Dharma & Gr...
/FOX/	Beverly Hills 90210	
/FOX/	The Nanny	Everybody L...
/FOX/		Working
/FOX/	Gone With the Wind	
/FOX/	Good Morning, Vietnam	
/FOX/	Mark Russell	Great Perfor...
/FOX/	Big Show	