OGDEN MURPHY WALLACE
ATTORNEYS

OGDEN MURPHY WALLACE, PLLC
901 FIFTH AVENUE, SUITE 3500
SEATTLE, WA 98164-2008

T 206.447.7000
F 206.447.0215

OMWLAW.COM

ELANA R. ZANA
206.442.1308
ezana@omwlaw.com

August 30, 2013

Electronically Filed
William Lake, Chief, Media Bureau
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W
Washington, DC 20554

Re: I/M/O Comcast Cable Communications, LLC
For a Determination of Effective
Competition in Bothell, Washington
Docket Nos. CSR-8820-E; MB 13-197

Dear Chief Lake:

Enclosed for filing are comments in Opposition to Petition for Special Relief on behalf of The City of Bothell, Washington in connection to the above referenced matter.

Theses comments are electronically filed through the commission's Electronic Filing system.

Sincerely,

OGDEN MURPHY WALLACE, P.L.L.C.

Elana Zana

Elana R. Zana

ERZ:mco

cc: Service List

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C.

In the Matter of:	)	
Comcast Cable Communications, LLC **On behalf of its subsidiaries and affiliates**	)	
For a Determination of Effective Competition in	)	**MB 13-197**
Bothell, Washington	)	**CSR 8820-E**

To: Secretary, Federal Communications Commission
Chief, FCC

OPPOSITION TO PETITION FOR SPECIAL RELIEF ON BEHALF OF THE CITY OF BOTHELL, WASHINGTON

Pursuant to 47 CFR § 76.7, the City of Bothell, Washington (the "City") opposes the Petition for Special Relief ("Petition") submitted by Comcast Cable Communications, LLC ("Comcast") on July 19, 2013, for a determination of "effective competition" in the City. The City opposes Comcast's Petition because it is based on unsubstantiated and misleading data, and fails to rebut the presumption that effective competition does not exist within the City. Accordingly, the Petition should be denied.

LEGAL ARGUMENT

1. Comcast Fails to Meet the Burden of Proof

Pursuant to 47 CFR §76.907(b), "the cable operator bears the burden of rebutting the presumption that effective competition does not exist with evidence that effective competition, as defined in 47 CFR §76.905, exists in the franchise area." Comcast has failed to meet this burden with respect to the City of Bothell. In order to rebut this presumption, Comcast must satisfy one of four conditions found in 47 CFR §76.905(b). Comcast's Petition relies upon the second condition (47 CFR §76.905(b)(2)) which requires that (1) there be at least two unaffiliated multichannel video programming distributors ("MVPD") which offer comparable programming to at least 50% of the households in the franchise area and (2) the number of households subscribing to the MVPDs exceeds 15% of the households in the franchise area. The burden of proof falls on Comcast, which Comcast has failed to satisfy.

2. Dish and DirecTV Do Not Meet the Comparable Programming Requirement

Comcast asserts that it meets the first part of the competing provider test because Dish Network Corporation ("Dish") and DirecTV, Inc. ("DirecTV") offer comparable programming to more than 50% of the households in the City. Though both Dish and DirecTV operate in the City, neither of them offer comparable programming to Comcast. Despite the narrow definition found in 47 CFR §76.905(g), the common sense definition equates to a comparable channel line-up, not just twelve channels. Dish and DirecTV are missing a core element of the basic service provided by Comcast – the PEG access channels. These channels are offered as a part of Comcast's basic service to the City. It is a mechanism by which local government can showcase and inform citizens of important government and educational activities occurring in the City and other nearby localities. Accordingly, Comcast does not satisfy the first prong of the competing provider test.

3. Comcast's Data Is Not Comparable and Therefore is Invalid

Comcast's data is misleading. Comcast alleges that the subscribers to the MPVDs exceed 15% of the households in the franchise area. To prove this statement, Comcast provides redacted information from the Satellite Broadcasting and Communications Association (SBCA) from

March 31, 2013 and Frontier Communications from February 1, 2013 and compares it to federal census data from 2010.[1] Comparing 2013 data to 2010 data is incompatible and deceptive. It is not an apples to apples comparison. Rather, Comcast needs to show *2013* MVPD subscriber data versus *2013* household occupancy to accurately reflect customer usage of competing providers. Comcast's inconsistent data does not establish effective competition.

Comcast expects to persuade the FCC that it satisfies the requirements set out in 47 CFR §76.905 by exerting as little effort as possible, in the hope that the FCC will not recognize the inconsistencies. Comcast uses the federal census data because it is a readily available free data source. But it is an inaccurate data source for showing *2013* household occupancy because it is a census of *2010* population. For Comcast to establish effective competition usage of the 2010 federal census is not the best source of data. Comcast should have to employ the usage of a more current data source, such as commercial data sources, to establish 2013 household occupancy in the City. Permitting the usage of 2010 data allows Comcast to rebut the presumption by utilizing a dated data source that may no longer be accurate.

4. Comcast's Data is Not Contemporaneous to the Filing Date

Comcast filed its petition on July 19, 2013 using satellite data from March 31, 2013 and household occupancy data from 2010. However, "an operator must demonstrate that its system was subject to effective competition at the time of certification. In order to demonstrate this, cable operators must rely on subscriber data as of or approximately as of the time of certification, but no earlier than two months before the request for certification was filed." *See In the Matter of Cable Operators' Petitions for Reconsideration and Revocation of Franchising Authorities' Certifications to Regulate Basic Cable Service Rates*, 9 FCC Rcd. 3656 (1994). The satellite

[1] See Exhibit 4, Exhibit 6, Exhibit 7, and Exhibit 8 from Comcast's Petition.

data submitted by Comcast does not fulfill the two month requirement. Comcast should have to provide data that is reasonably contemporaneous to the filing date, otherwise the data is stale and may not accurately reflect actual subscriber rates.

Additionally, the data Comcast relies upon does not capture any cancellations in the months that elapsed since the report from SBCA and Frontier. In fact, as reported by both Dish and DirecTV, the number of additional subscribers have declined in the second quarter of 2013 as compared to the same time period in 2012.[2] In addition, the number of subscriber disconnections has increased in the second quarter of 2013 as compared to the same period in 2012.[3] Comcast is required to account for these declines when substantiating its claim that the 15% threshold is satisfied.

5. The City Cannot Validate Comcast's Data

Comcast's submission to the FCC contains redacted data and fails to provide any maps or evidence that support the calculation of Frontier, Dish and DirecTV subscriber penetration in the City. The City cannot validate Comcast's claims, nor is it given the opportunity to evaluate, investigate or challenge the numbers presented by Comcast. The City and the FCC are supposed to take these numbers at face value and presume they are accurate without having the ability to actually investigate the accuracy themselves. The underlying data has not been submitted by Comcast and therefore neither the City nor the FCC can evaluate the veracity of Comcast's claims.

[2] *See* Exhibit 1 Attached hereto.
[3] *Id.*

6. Prior to Stripping the City of its Rights, the FCC Should Investigate Comcast's Claims

The presumption is that effective competition does not exist. In its filing, Comcast attempts to easily overcome this hurdle by proffering out-of-date numbers and unsubstantiated data. Comcast should be required instead to support its petition with actual and current statistics regarding the subscriber rates in the City. Otherwise, the City would be stripped of its right to regulate rates without allowing it to appropriately challenge the assertions made by Comcast. The City urges the FCC to investigate the claims made by Comcast, and require Comcast to provide more reliable numbers that substantiate its claim.

7. Effective Competition is Not Actually Present in The City

Even if Comcast satisfies the effective competition test, the FCC may still use its discretion to protect the consumers in the City from an increase in cable prices. Congress created the effective competition requirements because it assumed, based on basic economic theories, that market pressures would dictate rates and protect subscribers, therefore making rate regulation unnecessary.[4] Since 1993 the FCC has included DBS providers in the definition of MVPDs even though at the time the FCC created the order there was no DBS competition.[5] The FCC expected that with the advent of the DBS services, DBS would create competition to cable services and therefore act as a market competitor. In fact, this is not the case. In 2007, when issuing its order imposing new requirements on the entrance of new cable providers, the FCC noted a need for wireline competition to incumbent cable providers: "[t]he record demonstrates

---

[4] *See, e.g.,* S. Rep. 102-92 at 11-12, *reprinted at* 1992 U.S.C.C.A.N. 1133, 1144 (1991).
[5] *In the Matter of Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992 Rate Regulation,* 8 FCC Rcd 5631, 5660 (1993).

that new cable competition reduces rates far more than competition from DBS."[6] In addition, the most recent price survey issued by the FCC indicates that the average prices for expanded basic service are higher in communities in which effective competition has been granted.[7]

The basic service rate in the City is actually significantly higher than in other cities in the King and Snohomish County areas in which effective competition has not been declared. For example, the basic service rate for the City of Seattle is $16.35,[8] compared with $20.75 in the City of Bothell.[9] If there was actually effective competition in the City of Bothell then arguably the opposite result would occur, the City of Bothell would have lower basic service rates.

If effective competition actually exists in the City then rates should be driven down by the market. As evidenced by the FCC's own reports, and the current basic service rate in the City as compared to the City of Seattle, effective competition does not equate to lower costs for consumers.

---

[6] *In The Matter of Implementation of Section 621(A)(1) of The Cable Communications Policy Act of 1984 as Amended By The Cable Television Consumer Protection and Competition Act of 1992,* Report and Order and Further Notice of Proposed Rulemaking, 22 FCC Rcd 5101 at 50. (March 5, 2007).

[7] *See Report on Cable Industry Prices*, MM Docket No. 92-266 at 7-8, Table 2 (June 7, 2013).

[8] Effective competition has not been found in the City of Seattle.

[9] *See* Xfinity Services and Pricing, King, Pierce and Snohomish Counties, January 1, 2013, Exhibit 2.

CONCLUSION

For the reasons described above, the City hereby requests that the FCC deny Comcast's Petition for Special Relief. Comcast has failed to rebut the presumption that effective competition does not exist. Comcast's evidence to support its Petition is inadequate and unverified and therefore should be rejected outright.

Respectfully submitted,

Elana R. Zana
Ogden Murphy Wallace, PLLC
901 Fifth Avenue, Suite 3500
Seattle, WA 98164
Telephone: (206) 442-1308
Counsel for the City of Bothell

Dated: August 30, 2013

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C.

In the Matter of:	)	
Comcast Cable Communications, LLC On behalf of its subsidiaries and affiliates	)	
For a Determination of Effective Competition in	)	**MB 13-197**
Bothell, Washington	)	**CSR 8820-E**

Certification in Support of Opposition on Behalf of
The City of Bothell

I, Elana Rachel Zana, of full age, certify as follows:

1. I am a duly licensed attorney in good standing in the State of Washington.
2. I am employed at Ogden Murphy Wallace, PLLC, and serve as an outside counsel to the City of Bothell. This certification is submitted in support of arguments made by the City of Bothell in opposition to the Petition for Special Relief Submitted by Comcast Cable Communications, LLC, filed on July 19, 2013.
3. Facts relied upon regarding DirecTV, Inc. and Dish Network Corporation subscriber penetration were obtained directly from the Form 10Q filed with the United States Securities and Exchange Commission and found on the respective website of each company.
4. Information related to Xfinity's (Comcast) cable rates in King, Pierce, and Snohomish Counties was retrieved from the City of Seattle's cable website, located at: http://www.seattle.gov/cable/documents/ComcastServicesandPricingList_KingCounty_publishedJanuary2013_000.pdf on August 29, 2013.

5. The sample letter from Frontier was provided to me from the City of Bothell and to the best of my knowledge was received by the City of Bothell on January 7, 2011.
6. I have read the foregoing Opposition to Petition for Special Relief on Behalf of the City of Bothell, Washington, and, to the best of my knowledge, information and belief formed after reasonable inquiry, it is well grounded in fact and is warranted by existing law or a good faith argument for the extension, modification or reversal of existing law; and that it is not interposed for any improper purpose.

Respectfully submitted,

Elana R. Zana
Ogden Murphy Wallace, PLLC
901 Fifth Avenue, Suite 3500
Seattle, WA 98164
Telephone: (206) 442-1308
Counsel for the City of Bothell

Dated: August 30, 2013

Exhibit 1

{}

Use these links to rapidly review the document
TABLE OF CONTENTS

Table of Contents

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended June 30, 2013

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from to

Commission file number 1-34554

DIRECTV

(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation or organization)	**26-4772533** (I.R.S. Employer Identification No.)
2260 East Imperial Highway **El Segundo, California** (Address of principal executive offices)	**90245** (Zip Code)

(310) 964-5000
(Registrant's telephone number, including area code)

N/A
(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒	Accelerated filer ☐	Non-accelerated filer ☐ (Do not check if a smaller reporting company)	Smaller reporting company ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

As of July 26, 2013, the registrant had outstanding 548,994,971 shares of common stock.

DIRECTV

TABLE OF CONTENTS

DIRECTV

RESULTS OF OPERATIONS

Three Months Ended June 30, 2013 Compared to Three Months Ended June 30, 2012

DIRECTV U.S. Results of Operations

The following table provides operating results and a summary of key subscriber data for the DIRECTV U.S. segment:

	Three Months Ended and As of June 30, 2013	2012	Change $	%
	(Dollars in Millions, Except Per Subscriber Amounts)			
Revenues	$ 5,943	$ 5,647	$ 296	5.2%
Operating costs and expenses				
Costs of revenues, exclusive of depreciation and amortization expense				
Broadcast programming and other	2,642	2,423	219	9.0%
Subscriber service expenses	360	357	3	0.8%
Broadcast operations expenses	71	77	(6)	(7.8)%
Selling, general and administrative expenses, exclusive of depreciation and amortization expense				
Subscriber acquisition costs	594	614	(20)	(3.3)%
Upgrade and retention costs	324	285	39	13.7%
General and administrative expenses	301	306	(5)	(1.6)%
Depreciation and amortization expense	410	369	41	11.1%
Total operating costs and expenses	4,702	4,431	271	6.1%
Operating profit	$ 1,241	$ 1,216	$ 25	2.1%
Operating profit margin	20.9%	21.5%	—	—
Other data:				
Operating profit before depreciation and amortization	$ 1,651	$ 1,585	$ 66	4.2%
Operating profit before depreciation and amortization margin	27.8%	28.1%	—	—
Total number of subscribers (in thousands)	20,021	19,914	107	0.5%
ARPU	$ 98.73	$ 94.40	$ 4.33	4.6%
Average monthly subscriber churn %	1.53%	1.53%	—	—%
Gross subscriber additions (in thousands)	839	863	(24)	(2.8)%
Subscriber disconnections (in thousands)	923	915	8	0.9%
Net subscriber disconnections (in thousands)	(84)	(52)	(32)	61.5%
Average subscriber acquisition costs—per subscriber (SAC)	$ 888	$ 848	$ 40	4.7%
Capital expenditures:				
Property and equipment	154	131	23	17.6%
Subscriber leased equipment—subscriber acquisitions	151	118	33	28.0%
Subscriber leased equipment—upgrade and retention	119	45	74	NM*
Satellites	55	82	(27)	(32.9)%
Total capital expenditures	$ 479	$ 376	$ 103	27.4%

* Percentage not meaningful.

Table of Contents

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q

(Mark One)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2013.**

OR

£ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE TRANSITION PERIOD FROM TO .**

Commission File Number: 0-26176

DISH Network Corporation

(Exact name of registrant as specified in its charter)

Nevada	**88-0336997**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
9601 South Meridian Boulevard Englewood, Colorado	**80112**
(Address of principal executive offices)	(Zip code)

(303) 723-1000
(Registrant's telephone number, including area code)

Not Applicable
(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No £

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No £

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒	Accelerated filer £
Non-accelerated filer £ (Do not check if a smaller reporting company)	Smaller reporting company £

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes £ No ☒

As of July 31, 2013, the registrant's outstanding common stock consisted of 218,230,414 shares of Class A common stock and 238,435,208 shares of Class B common stock.

Table of Contents

TABLE OF CONTENTS

PART I — FINANCIAL INFORMATION

PART II — OTHER INFORMATION

commercial accounts. For certain of these commercial accounts, we divide our total revenue for these commercial accounts by an amount approximately equal to the retail price of our DISH America programming package, and include the resulting number, which is substantially smaller than the actual number of commercial units served, in our Pay-TV subscriber count.

"Broadband subscribers." During the fourth quarter 2012, we elected to provide certain Broadband subscriber data. Each broadband customer is counted as one Broadband subscriber, regardless of whether they are also a Pay-TV subscriber. A subscriber of both our pay-TV and broadband services is counted as one Pay-TV subscriber and one Broadband subscriber.

Pay-TV average monthly revenue per subscriber ("Pay-TV ARPU"). We are not aware of any uniform standards for calculating ARPU and believe presentations of ARPU may not be calculated consistently by other companies in the same or similar businesses. We calculate Pay-TV average monthly revenue per Pay-TV subscriber, or Pay-TV ARPU, by dividing average monthly "Subscriber-related revenue," excluding revenue from broadband services, for the period by our average number of Pay-TV subscribers for the period. The average number of Pay-TV subscribers is calculated for the period by adding the average number of Pay-TV subscribers for each month and dividing by the number of months in the period. The average number of Pay-TV subscribers for each month is calculated by adding the beginning and ending Pay-TV subscribers for the month and dividing by two.

Table of Contents

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS – Continued

Pay-TV average monthly subscriber churn rate ("Pay-TV churn rate"). We are not aware of any uniform standards for calculating subscriber churn rate and believe presentations of subscriber churn rates may not be calculated consistently by different companies in the same or similar businesses. We calculate Pay-TV churn rate for any period by dividing the number of Pay-TV subscribers who terminated service during the period by the average number of Pay-TV subscribers for the same period, and further dividing by the number of months in the period. When calculating Pay-TV churn rate, the same methodology for calculating average number of Pay-TV subscribers is used as when calculating Pay-TV ARPU.

Free cash flow . We define free cash flow as "Net cash flows from operating activities" less "Purchases of property and equipment," as shown on our Condensed Consolidated Statements of Cash Flows.

Table of Contents

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS — Continued

RESULTS OF OPERATIONS

Three Months Ended June 30, 2013 Compared to the Three Months Ended June 30, 2012.

	For the Three Months Ended June 30,		Variance	
Statements of Operations Data	**2013**	**2012**	**Amount**	**%**
	(In thousands)			
Revenue:				
Subscriber-related revenue	$ 3,456,536	$ 3,295,831	$ 160,705	4.9
Equipment and merchandise sales, rental and other revenue	140,611	270,257	(129,646)	(48.0)
Equipment sales, services and other revenue - EchoStar	8,986	5,678	3,308	58.3

Total revenue	3,606,133	3,571,766	34,367	1.0
Costs and Expenses:				
Subscriber-related expenses	1,924,020	1,823,665	100,355	5.5
% of Subscriber-related revenue	**55.7%**	**55.3%**		
Satellite and transmission expenses - EchoStar	125,706	107,082	18,624	17.4
% of Subscriber-related revenue	**3.6%**	**3.2%**		
Satellite and transmission expenses - Other	10,190	9,178	1,012	11.0
% of Subscriber-related revenue	**0.3%**	**0.3%**		
Cost of sales - equipment, merchandise, services, rental and other	76,783	130,061	(53,278)	(41.0)
Subscriber acquisition costs	434,536	406,642	27,894	6.9
General and administrative expenses	276,176	327,667	(51,491)	(15.7)
% of Total revenue	**7.7%**	**9.2%**		
Depreciation and amortization	300,474	299,119	1,355	0.5
Impairment of long-lived assets	437,575	—	437,575	*
Total costs and expenses	3,585,460	3,103,414	482,046	15.5
Operating income (loss)	20,673	468,352	(447,679)	(95.6)
Other Income (Expense):				
Interest income	43,843	20,204	23,639	*
Interest expense, net of amounts capitalized	(214,870)	(109,301)	(105,569)	(96.6)
Other, net	97,241	(7,448)	104,689	*
Total other income (expense)	(73,786)	(96,545)	22,759	23.6
Income (loss) before income taxes	(53,113)	371,807	(424,920)	*
Income tax (provision) benefit, net	38,039	(146,211)	184,250	*
Effective tax rate	**71.6%**	**39.3%**		
Net income (loss)	(15,074)	225,596	(240,670)	*
Less: Net income (loss) attributable to noncontrolling interest	(4,022)	(136)	(3,886)	*
Net income (loss) attributable to DISH Network	$ (11,052)	$ 225,732	$ (236,784)	*
Other Data:				
Pay-TV subscribers, as of period end (in millions)	14.014	14.061	(0.047)	(0.3)
Pay-TV subscriber additions, gross (in millions)	0.624	0.665	(0.041)	(6.2)
Pay-TV subscriber additions, net (in millions)	(0.078)	(0.010)	(0.068)	*
Pay-TV average monthly subscriber churn rate	1.67%	1.60%	0.07%	4.4
Pay-TV average subscriber acquisition cost per subscriber ("Pay-TV SAC")	$ 882	$ 800	$ 82	10.3
Pay-TV average monthly revenue per subscriber ("Pay-TV ARPU")	$ 80.90	$ 77.59	$ 3.31	4.3
Broadband subscribers, as of period end (in millions)	0.310	0.122	0.188	*
Broadband subscriber additions, gross (in millions)	0.079	0.021	0.058	*
Broadband subscriber additions, net (in millions)	0.061	0.011	0.050	*
EBITDA (in thousands)	$ 422,410	$ 760,159	$ (337,749)	(44.4)

* Percentage is not meaningful.

Table of Contents

LightSquared LP, entered into a Plan Support Agreement (the "PSA") with certain senior secured lenders to LightSquared LP, which contemplates the purchase by L-Band of substantially all of the assets of the LightSquared LP Entities (as defined below) for a purchase price of $2.22 billion in cash, plus the assumption of certain liabilities pursuant to the terms and conditions of a proposed asset purchase agreement (the "Proposed APA"). SP Special Opportunities, LLC, an entity controlled by Charles W. Ergen, our Chairman, is a senior secured lender to LightSquared LP and holds a substantial portion of LightSquared LP's senior secured debt. We are a party to the PSA solely with respect to certain guaranty obligations. Our Board of Directors (the "Board") approved entering into the PSA, which would implement the Proposed APA, based, among other things, on the recommendation of a special committee of the Board (the "Special Committee") and a fairness opinion that was prepared by a financial advisory firm at the request of the Special Committee.

Pursuant to the PSA, L-Band and such lenders have agreed, subject to the terms and conditions set forth therein, to support and pursue confirmation of a plan of reorganization (the "LightSquared LP Plan") for LightSquared LP and certain of its subsidiaries that are debtors and debtors in possession (collectively, the "LightSquared LP Entities") in pending bankruptcy cases under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), which cases are jointly administered under the caption In re LightSquared Inc., et. al., Case No. 12-12080 (SCC).

L-Band's purchase offer under the LightSquared LP Plan is subject to the submission of higher and better offers in accordance with certain bid procedures to be proposed in connection with the LightSquared LP Plan. In addition, the LightSquared LP Plan is subject to confirmation by the Bankruptcy Court. The Proposed APA has not been negotiated with, or executed by, the LightSquared LP Entities. Consummation of the acquisition contemplated under the Proposed APA is subject to, among other things, Bankruptcy Court, FCC and Canadian federal Department of Industry ("Industry Canada") approvals. However, funding of the purchase price under the Proposed APA is not conditioned upon receipt of approvals from the FCC or Industry Canada. We would be a party to the Proposed APA solely with respect to certain guaranty obligations.

There can be no assurance that we will ultimately be able to complete the acquisition contemplated under the Proposed APA. Further, to the extent that we complete the acquisition contemplated under the Proposed APA, there can be no assurance that we would be able to develop and implement a business model that would realize a return on the acquired assets or that we would be able to profitably deploy the acquired assets, which could affect the carrying value of these assets and our future financial condition or results of operations. If we are unable to successfully address these challenges and risks, our business, financial condition or results of operations could suffer.

Furthermore, if we enter into the Proposed APA, funding of the purchase price is not conditioned upon receipt of approvals from the FCC or Industry Canada. If the required approvals are not obtained, subject to certain exceptions, we would have the right to direct and require a sale of some or all of the assets of the LightSquared Entities to a third party and we would be entitled to the proceeds of such a sale. These proceeds could, however, be substantially less than amounts we would have funded under the Proposed APA. Therefore, if we fail to obtain these necessary regulatory approvals, we may suffer significant financial losses.

Table of Contents

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

You should read the following management's discussion and analysis of our financial condition and results of operations together with the condensed consolidated financial statements and notes to our financial statements included elsewhere in this quarterly report. This management's discussion and analysis is intended to help provide an understanding of our financial condition, changes in financial condition and results of our operations and contains forward-looking statements that involve risks and uncertainties. The forward-looking statements are not historical facts, but rather are based on current expectations, estimates, assumptions and projections about our industry, business and future financial results. Our actual results could differ materially from the results contemplated by these forward-looking statements due to a number of factors, including those discussed in our Annual Report on Form 10-K for the year ended December 31, 2012, our Quarterly Report on Form 10-Q for the three months ended March 31, 2013 and this Quarterly Report on Form 10-Q under the caption

"Item 1A. Risk Factors."

EXECUTIVE SUMMARY

Overview

DISH lost approximately 78,000 net Pay-TV subscribers during the three months ended June 30, 2013, compared to the loss of approximately 10,000 net Pay-TV subscribers during the same period in 2012. The increase in the number of net Pay-TV subscribers lost versus the same period in 2012 resulted from lower gross new Pay-TV subscriber activations and an increase in our Pay-TV churn rate.

During the three months ended June 30, 2013, DISH added approximately 624,000 gross new Pay-TV subscribers compared to the addition of approximately 665,000 gross new Pay-TV subscribers during the same period in 2012, a decrease of 6.2%. Our gross new Pay-TV subscriber activations continue to be negatively impacted by increased competitive pressures, including aggressive marketing and discounted promotional offers. In addition, our gross new Pay-TV subscriber activations continue to be adversely affected by sustained economic weakness and uncertainty.

Our Pay-TV churn rate for the three months ended June 30, 2013 was 1.67% compared to 1.60% for the same period in 2012. Our Pay-TV churn rate was negatively impacted in part because we had a programming package price increase in the first quarter 2013 and did not during the same period in 2012. Churn continues to be adversely affected by increased competitive pressures, including aggressive marketing and discounted promotional offers. Our Pay-TV churn rate is also impacted by, among other things, the credit quality of previously acquired subscribers, our ability to consistently provide outstanding customer service, the aggressiveness of competitor subscriber acquisition efforts, and our ability to control piracy and other forms of fraud.

DISH lost approximately 42,000 net Pay-TV subscribers during the six months ended June 30, 2013, compared to the addition of approximately 94,000 net Pay-TV subscribers during the same period in 2012. The decrease versus the same period in 2012 resulted from an increase in our Pay-TV churn rate and lower gross new Pay-TV subscriber activations. Our Pay-TV churn rate for the six months ended June 30, 2013 was 1.57% compared to 1.48% for the same period in 2012. Our Pay-TV churn rate was negatively impacted in part because we had a programming package price increase in the first quarter 2013 and did not during the same period in 2012. During the six months ended June 30, 2013, DISH added approximately 1.278 million gross new Pay-TV subscribers compared to approximately 1.338 million gross new Pay-TV subscribers during the same period in 2012, a decrease of 4.5%. Our gross new Pay-TV subscriber activations continue to be negatively impacted by increased competitive pressures, including aggressive marketing and discounted promotional offers. In addition, our gross new Pay-TV subscriber activations continue to be adversely affected by sustained economic weakness and uncertainty.

On September 27, 2012, we began marketing our satellite broadband service under the dishNET™ brand. This service leverages advanced technology and high-powered satellites launched by Hughes and ViaSat to provide broadband coverage nationwide. This service primarily targets approximately 15 million rural residents that are underserved, or unserved, by wireline broadband, and provides download speeds of up to 10 Mbps. We lease the customer premise equipment to subscribers and generally pay Hughes and ViaSat a wholesale rate per subscriber on a monthly basis. Currently, we generally utilize our existing DISH distribution channels under similar incentive arrangements as our pay-TV business to acquire new Broadband subscribers.

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS – Continued

In addition to the dishNET branded satellite broadband service, we also offer wireline voice and broadband services under the dishNET brand as a competitive local exchange carrier to consumers living in a 14-state region (Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington and Wyoming). Our dishNET branded wireline broadband service provides download speeds of up to 20 Mbps.

We primarily bundle our dishNET branded services with our DISH branded pay-TV service, to offer customers a single bill, payment and customer service option, which includes a discount for bundled services. In addition, we market and sell our dishNET branded services on a stand-alone basis.

DISH added approximately 61,000 net Broadband subscribers during the three months ended June 30, 2013 compared to the addition of approximately 11,000 net Broadband subscribers during the same period in 2012. This increase versus the same period in 2012 primarily resulted from higher gross new Broadband subscriber activations. During the three months ended June 30, 2013, DISH added approximately 79,000 gross new Broadband subscribers compared to the addition of approximately 21,000 gross new Broadband subscribers during the same period in 2012. This increase was driven by increased advertising related to the dishNET branded broadband services. Broadband services revenue was $47 million and $22 million for the three months ended June 30, 2013 and 2012, respectively, and 1.4% and 0.7% of our total "Subscriber-related revenue," respectively.

DISH added approximately 127,000 net Broadband subscribers during the six months ended June 30, 2013 compared to the addition of approximately 17,000 net Broadband subscribers during the same period in 2012. This increase versus the same period in 2012 primarily resulted from higher gross new Broadband subscriber activations. During the six months ended June 30, 2013, DISH added approximately 162,000 gross new Broadband subscribers compared to the addition of approximately 35,000 gross new Broadband subscribers during the same period in 2012. This increase was driven by increased advertising related to the dishNET branded broadband services. Broadband services revenue was $88 million and $42 million for the six months ended June 30, 2013 and 2012, respectively, and 1.3% and 0.6% of our total "Subscriber-related revenue," respectively.

"Net income (loss) attributable to DISH Network" for the three and six months ended June 30, 2013 was a loss of $11 million and income of $205 million, respectively, compared to income of $226 million and $586 million, respectively, for the same period in 2012. During the three months ended June 30, 2013, "Net income (loss) attributable to DISH Network" decreased primarily due to the impairment of the T2 and D1 satellites of $438 million, an increase in interest expense related to the issuance of debt in 2012 and the issuance and redemption of debt in 2013, and an increase in subscriber-related expenses. This decrease was partially offset by unrealized gains on our derivative financial instruments during 2013 compared to the same period in 2012 and the programming package price increase in February 2013. During the six months ended June 30, 2013, "Net income (loss) attributable to DISH Network" decreased primarily due to the impairment of the T2 and D1 satellites, an increase in subscriber-related expenses, subscriber acquisition costs and interest expense, partially offset by the programming package price increase in February 2013. In addition, the six months ended June 30, 2013 was favorably impacted by the unrealized gains on our derivative financial instruments and the six months ended June 30, 2012 was favorably impacted by a non-cash gain of $99 million related to the conversion of our DBSD North America 7.5% Convertible Senior Secured Notes due 2009 in connection with the completion of the DBSD Transaction. See Note 2 and Note 8 in the Notes to the Condensed Consolidated Financial Statements for further information.

Our ability to compete successfully will depend on our ability to continue to obtain desirable programming and deliver it to our subscribers at competitive prices, among other things. Programming costs represent a large percentage of our "Subscriber-related expenses" and the largest component of our total expense. We expect these costs to continue to increase, especially for local broadcast channels and sports programming. Going forward, our margins may face pressure if we are unable to renew our long-term programming contracts on favorable pricing and other economic terms. In addition, increases in programming costs could cause us to increase the rates that we charge our subscribers, which could in turn cause our existing Pay-TV subscribers to disconnect our service or cause potential new Pay-TV subscribers to choose not to subscribe to our service. Additionally, our gross new Pay-TV subscriber activations and Pay-TV churn rate may be negatively impacted if we are unable to renew our long-term programming contracts before they expire or if we lose access to programming as a result of disputes with programming suppliers.

Table of Contents

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS – Continued

As the pay-TV industry has matured, we and our competitors increasingly must seek to attract a greater proportion of new subscribers from each other's existing subscriber bases rather than from first-time purchasers of pay-TV services. Some of our competitors have been especially aggressive by offering discounted programming and services for both new and existing subscribers. In addition, programming offered over the Internet has become more prevalent as the speed and quality of broadband networks have improved. Significant changes in consumer behavior with regard to the means by which they obtain video entertainment and information in response to digital media competition could materially adversely affect our business, results of operations and financial condition or otherwise disrupt our business.

While economic factors have impacted the entire pay-TV industry, our relative performance has also been driven by issues specific to DISH. In the past, our Pay-TV subscriber growth has been adversely affected by signal theft and other forms of fraud and by operational inefficiencies at DISH. To combat signal theft and improve the security of our broadcast system, we completed the replacement of our security access devices to re-secure our system during 2009. We expect that additional future replacements of these devices will be necessary to keep our system secure. To combat other forms of fraud, we continue to expect that our third party distributors and retailers will adhere to our business rules.

While we have made improvements in responding to and dealing with customer service issues, we continue to focus on the prevention of these issues, which is critical to our business, financial position and results of operations. We implemented a new billing system as well as new sales and customer care systems in the first quarter 2012. To improve our operational performance, we continue to make significant investments in staffing, training, information systems, and other initiatives, primarily in our call center and in-home service operations. These investments are intended to help combat inefficiencies introduced by the increasing complexity of our business, improve customer satisfaction, reduce churn, increase productivity, and allow us to scale better over the long run. We cannot, however, be certain that our spending will ultimately be successful in improving our operational performance.

We have been deploying receivers that utilize 8PSK modulation technology and receivers that utilize MPEG-4 compression technology for several years. These technologies, when fully deployed, will allow more programming channels to be carried over our existing satellites. Many of our customers today, however, do not have receivers that use MPEG-4 compression and a smaller but still significant number of our customers do not have receivers that use 8PSK modulation. We may choose to invest significant capital to accelerate the conversion of customers to MPEG-4 and/or 8PSK to realize the bandwidth benefits sooner. In addition, given that all of our HD content is broadcast in MPEG-4, any growth in HD penetration will naturally accelerate our transition to these newer technologies and may increase our subscriber acquisition and retention costs. All new receivers that we purchase from EchoStar have MPEG-4 technology. Although we continue to refurbish and redeploy MPEG-2 receivers, as a result of our HD initiatives and current promotions, we currently activate most new customers with higher priced MPEG-4 technology. This limits our ability to redeploy MPEG-2 receivers and, to the extent that our promotions are successful, will accelerate the transition to MPEG-4 technology, resulting in an adverse effect on our acquisition costs per new subscriber activation.

From time to time, we change equipment for certain subscribers to make more efficient use of transponder capacity in support of HD and other initiatives. We believe that the benefit from the increase in available transponder capacity outweighs the short-term cost of these equipment changes.

To maintain and enhance our competitiveness over the long term, we introduced the Hopper® set-top box, that a consumer can use, at his or her option, to view recorded programming in HD in multiple rooms. We recently introduced the Hopper set-top box with Sling, which promotes a suite of integrated features and functionality designed to maximize the convenience and ease of watching TV anytime and anywhere, which we refer to as DISH Anywhere™ that utilizes, among other things, online access and Slingbox "placeshifting" technology. In addition, the Hopper with Sling has several innovative features that a consumer can use, at his or her option, to watch and record television programming through certain tablet computers and combines program-discovery tools, social media engagement and remote-control capabilities through the use of certain tablet computers. There can be no assurance that these integrated features and functionality will positively affect our results of operations or our gross new Pay-TV subscriber activations.

Table of Contents

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS – Continued

On May 22, 2013, we launched a promotion whereby qualifying new Pay-TV subscribers may choose either an Apple® iPad® 2 or programming credits when they lease a Hopper with Sling set-top box and subscribe to America's Top 120, DishLATINO Plus or a higher programming package and commit to a two-year contract ("the iPad promotion").

During the second quarter 2012, the four major broadcast television networks filed lawsuits against us alleging, among other things, that the PrimeTime Anytime™ and AutoHop™ features of the Hopper set-top box infringe their copyrights. Subsequently, Fox has alleged that the Hopper Transfers™ feature of our second generation Hopper set-top-box infringes its copyrights. In the event a court ultimately determines that we infringe the asserted copyrights, we may be subject to, among other things, an injunction that could require us to materially modify or cease to offer these features. See Note 12 in the Notes to our Condensed Consolidated Financial Statements for further information.

Blockbuster

On April 26, 2011, we completed the Blockbuster Acquisition for a net purchase price of $234 million. Blockbuster primarily offers movies and video games for sale and rental through multiple distribution channels such as retail stores, by-mail, the blockbuster.com website and the BLOCKBUSTER On Demand® service. The Blockbuster Acquisition is intended to complement our core business of delivering high-quality video entertainment to consumers. We are promoting our new Blockbuster offerings including the Blockbuster@Home ™ service which provides movies, games and TV shows through Internet streaming, mail and in-store exchanges and online. This offering is only available to DISH subscribers.

During the three months ended June 30, 2013, Blockbuster operations contributed $121 million in revenue and $5 million in operating loss compared to $253 million in revenue and $13 million in operating loss for the same period in 2012. The decrease in revenue during the three months ended June 30, 2013 primarily related to the deconsolidation of Blockbuster UK on January 16, 2013 and Blockbuster domestic store closings during 2013 and 2012. During the first quarter 2013, we closed approximately 150 domestic retail stores and during the second quarter 2013, we closed approximately 200 stores, leaving us with approximately 450 domestic retail stores as of June 30, 2013. We currently plan to close approximately 100 additional domestic retail stores during the next three months.

During the six months ended June 30, 2013, Blockbuster operations contributed $301 million in revenue and $4 million in operating loss compared to $587 million in revenue and less than $1 million in operating income for the same period in 2012. The decrease in revenue during the six months ended June 30, 2013 primarily related to the deconsolidation of Blockbuster UK on January 16, 2013 and Blockbuster domestic store closings during 2013 and 2012, discussed above.

We continue to evaluate the impact of certain factors, including, among other things, competitive pressures, the ability of significantly fewer Blockbuster domestic retail stores to continue to support corporate administrative costs, and other issues impacting the store-level financial performance of our Blockbuster domestic retail stores. These factors, or other reasons, could lead us to close additional Blockbuster domestic retail stores. In addition, to reduce administrative expenses, we moved the Blockbuster headquarters to Denver during June 2012.

Blockbuster Entertainment Limited and Blockbuster GB Limited, our Blockbuster operating subsidiaries in the United Kingdom (collectively, the "Blockbuster UK Operating Entities"), entered into administration proceedings in the United Kingdom on January 16, 2013 (the "Administration"). Administrators were appointed by the English courts to sell or liquidate the assets of the Blockbuster UK Operating Entities for the benefit of their creditors. Since we no longer exercise control over operating decisions for the Blockbuster UK Operating Entities, we were required to deconsolidate our Blockbuster entities in the United Kingdom (collectively, "Blockbuster UK") on January 16, 2013. As a result of the Administration, we wrote down the assets of Blockbuster UK to their estimated net realizable value on our Consolidated Balance Sheets as of December 31, 2012, and we recorded a charge to "Cost of sales - equipment, merchandise, services, rental and other" of $21 million during the year ended December 31, 2012 on our Consolidated Statements of Operations and Comprehensive Income (Loss).

Table of Contents

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF

Exhibit 2

{}

Wireless Networking & Computer Performance Support (per month) 24/7 technical support for wireless home network plus PC optimization for improved speed and performance	$9.95
Help Desk℠ (per month) 24/7 technical support for computers, networks, WiFi, printers and more	$14.95
Help Desk Plus℠ (per month) 24/7 technical support for computers, networks, WiFi, printers, virus removal and more	$19.95
Wireless Networking Support Enrollment Fee (per occurrence)	$39.00
Wireless Networking & Computer Performance Enrollment Fee (per occurrence)	[illegible]
Help Desk Enrollment Fee (per occurrence)	[illegible]
Help Desk Plus Enrollment Fee (per occurrence)	[illegible]
Field Collection Charge Visit to customer's residence required to collect past due balance or unreturned equipment	$15.00
Returned Payment Item (each)	$25.00
Late Fee	$7.00
Transaction Fee—Agent for payment made by phone with a Customer Care Representative	$5.99
Unreturned or Damaged Equipment Fees[24] (per piece)	Replacement Cost
Signal Amplifier	$49.40
Self Install Kit[26] (Single Product)	$15.00
Self Install Kit[26] (Multi-Product)	$30.00
Self Install Kit Shipping and Handling	$15.00
Self Install Kit Shipping and Handling (Priority)	$30.00
Cable Guide Magazine (per month)	$3.50

XFINITY® VOICE[14]

XFINITY Voice—Unlimited™	$44.95
With TV and Internet Service $39.95	
XFINITY Voice—Local With More®	$34.95
With TV or Internet Service $24.95	

CAREFREE MINUTES® INTERNATIONAL CALLING PLANS

Carefree Minutes International Calling Plans are additional call plans to specific countries or international regions.

Carefree Minutes Asia 100	$4.95
Carefree Minutes Latin America 300	$9.95
Carefree Minutes Mexico 300	$9.95
Carefree Minutes Mexico 100	$4.95
Carefree Minutes Western Europe 100	$4.95
Carefree Minutes Worldwide 300	$14.95

OTHER CHARGES (PER MONTH UNLESS OTHERWISE INDICATED)

Text Messaging For Local with More®	$2.95
Voicemail	$3.95
Additional Line with Calling Features	$13.95
Additional Line without Calling Features	$11.95
Voice/Data Modem	$4.00

Refer to the last page for additional information.
For information about XFINITY policies and terms of service, go to www.comcast.com/policies.

Voice/Data Modem DOCSIS 2.0 Kit (for purchase, one-time charge)	$00.00
Voice/Data Modem DOCSIS 3.0 Kit (for purchase, one-time charge)	$149.00
New Activation Fee (per occurrence)	$20.00
Standard Installation (per occurrence)	$10.00
Upgrade/Downgrade of Service In-home visit required (per occurrence)	$50.00
Upgrade/Downgrade of Service No in-home visit required (per occurrence)	$5.00
In-Home Repair Charge (per occurrence)	$50.00
Unreturned or Damaged Equipment Fees[24] (per occurrence)	Replacement Cost

XFINITY® INTERNET[15]

	XFINITY Internet Service Only	with XFINITY TV or Voice Service
Economy Plus™	$39.95	$29.00
Performance Starter™ 4	$49.95	$49.95
Performance	$64.95	$48.95
Blast!®	$74.95	$58.95
Extreme 50℠	$114.95	$99.95
Extreme 105℠	$199.95	$199.95

Skype™ on XFINITY	$0.00
Voice/Data Modem (monthly)	$7.00
Wireless Gateway (monthly)	$7.00
Additional IP Address (first, monthly)	$4.95
Additional IP Address (each monthly, up to 4 additional)	$0.90
Voice/Data Modem DOCSIS 2.0 Kit (for purchase, one-time charge)	$70.00
Voice/Data Modem DOCSIS 3.0 Kit (for purchase, one-time charge)	$99.00
Comcast Certified Wireless Home Networking Gateway (for purchase, one-time charge)	$179.99
Ethernet Card (each, one-time charge)	$30.00
Wireless-N Adapter (PCMCIA) (for purchase, one-time charge)	$80.00
Wireless-N Adapter (USB) (for purchase, one-time charge)	$69.00
Professional Internet Installation (per occurrence)	$50.00
New Activation Fee (per occurrence)	$29.95
Upgrade/Downgrade of service In-home visit required (per occurrence)	$40.00
Upgrade/Downgrade of service No in-home visit required (per occurrence)	$5.00
Wireless Networking On-Site Professional Set-Up (with installation of XFINITY TV, XFINITY Voice or XFINITY Internet, per occurrence)	$49.95
Wireless Networking On-Site Professional Set-Up (Separate Trip, per occurrence)	$99.95
Wireless Networking On-Site Professional Set-Up (Additional Device, per occurrence)	$29.95

Refer to the last page for additional information.
For information about XFINITY policies and terms of service, go to www.comcast.com/policies.

Extreme 105 Professional Internet Installation (one time charge, per occurrence)	$240.00
Upgrade Home Networking Equipment requiring separate trip (per occurrence)	$40.00
Installation of PC Cards, Separate Trip No Card (per occurrence)	$74.99
In-Home Service Visit (per occurrence)	$50.00
Unreturned or Damaged Equipment Fees[24] (per occurrence)	Replacement Cost

TRIAL PACKAGES

MyTV CHOICE℠

MyTV Choice Bundle Includes Get Started, XFINITY Performance Internet and XFINITY Voice Unlimited	$92.95
MyTV Choice Plus Bundle Includes Get Started Plus, XFINITY Performance Internet and XFINITY Voice Unlimited	$109.95
MyTV Choice Theme Packs	
News & Info Includes 19 news and information channels including CNN, Fox News, MSNBC, History Channel, HGTV, Travel Channel	$10.00
Entertainment & Lifestyle Includes 31 entertainment and lifestyle-oriented channels including USA, TNT, SyFy, MTV, VH1, Bravo	$10.00
Movies Includes 16 movie channels including Encore®, IFC, Sundance, TCM	$10.00
Kids Includes 11 kid and family-friendly channels including ABC Family, Cartoon Network, Disney Channel, Nickelodeon, PBS Sprout	$10.00

MyTV CHOICE℠ ADDITIONAL SERVICES

MultiLatino℠	$10.95
Sports & Entertainment	$7.95
HD Technology Fee	$10.00
HD DVR Service	$15.95
Blast!® Speed Upgrade	$10.00
Digital Additional Outlet Service	$8.00

Refer to the last page for additional information.
For information about XFINITY policies and terms of service, go to www.comcast.com/policies.

SEA-009

PSWA447MCC-PSWA447MCB 0113

xfinity

Services & Pricing

Effective January 1, 2013

King, Pierce and Snohomish Counties

1-800-XFINITY | xfinity.com

Comcast

TRIPLE PLAY PACKAGES

XF TRIPLE PLAY PACKAGES[5]

Starter XF Triple Play Bundle Includes Digital Starter for primary outlet, Performance Internet and XFINITY Voice Unlimited	$144.95
SurePrice[1]	$119.99
Preferred XF Triple Play Bundle Includes Digital Preferred for primary outlet, Performance Internet and XFINITY Voice Unlimited	$154.95
SurePrice[1]	$129.99
HD Preferred XF Triple Play Bundle Includes Digital Preferred for primary outlet, HD Technology Fee, Starz®, Performance Internet and XFINITY Voice Unlimited	$164.95
SurePrice[1]	$139.99
HD Preferred Plus XF Triple Play Bundle Includes Digital Preferred for primary outlet, HD Technology Fee, HBO®, Starz®, Blast!® Internet and XFINITY Voice Unlimited	$184.95
SurePrice[1]	$159.99
HD Premier XF Triple Play Bundle Includes Digital Premier with HD DVR Service or AnyRoom® DVR Service for primary outlet, HD Technology Fee, Blast!® Internet and XFINITY Voice Unlimited	$214.95
SurePrice[1]	$179.99
HD Complete XF Triple Play Bundle Includes Digital Premier, The Movie Channel®, with AnyRoom® DVR Service for primary outlet, three Digital Additional Outlets with HD digital converters and remotes, HD Technology Fee, Blast!® Internet, Wireless Gateway, XFINITY Signature Support Wireless Network Support and XFINITY Voice Unlimited	$244.95
SurePrice[1]	$219.99

MULTILATINO PAQUETE TRIPLE[5]

MultiLatino Max Paquete Triple Includes MultiLatino Max for primary outlet, Performance Internet and XFINITY Voice Unlimited	$139.95
SurePrice[1]	$119.99
MultiLatino Ultra Paquete Triple Includes MultiLatino Ultra for primary outlet, Performance Internet and XFINITY Voice Unlimited	$149.95
SurePrice[1]	$129.99
MultiLatino Ultra HD Paquete Triple Includes MultiLatino Ultra for primary outlet, HD Technology Fee, Starz®, Performance Internet and XFINITY Voice Unlimited	$159.95
SurePrice[1]	$139.99
MultiLatino Ultra HD Plus Paquete Triple Includes MultiLatino Ultra for primary outlet, HD Technology Fee, HBO®, Starz®, Blast!® Internet and XFINITY Voice Unlimited	$179.95
SurePrice[1]	$159.99
MultiLatino Total HD Paquete Triple Includes MultiLatino Ultra and HD DVR Service or AnyRoom® DVR Service for primary outlet, HD Technology Fee, HBO®, Showtime®, Starz®, Cinemax®, Sports Entertainment Package, Blast!® Internet and XFINITY Voice Unlimited	$209.95
SurePrice[1]	$179.99

XF TRIPLE PLAY PACKAGE REWARDS / MULTILATINO PAQUETE TRIPLE REWARDS	Regular Price	HD Preferred XF and MultiLatino Ultra HD	HD Preferred Plus XF and MultiLatino Ultra HD Plus	HD Premier XF and MultiLatino Total HD[3]	HD Complete XF[4]
HBO®	$19.00	$15.00	Included	Included	Included
Showtime®	$19.00	$10.00	$10.00	Included	Included
Starz®	$18.00	Included	Included	Included	Included
Cinemax®	$19.99	$10.00	$10.00	Included	Included
The Movie Channel®	$19.99	$10.00	$10.00	$10.00	Included
HD DVR Service[4]	$16.95	$9.95	$9.95	Included	N/A
AnyRoom® DVR Service[4]	$19.95	$13.95	$13.95	Included	Included
Digital Additional Outlet Service[7]	$8.75	$8.75	$8.75	$8.75	$8.75
with HD[8]	$8.75	$8.75	$8.75	$8.75	$8.75
with HD DVR Service[4]	$16.95	$16.95	$16.95	$16.95	$16.95
with AnyRoom® DVR Service	$8.75	$8.75	$8.75	$8.75	$8.75[6]
HD Technology Fee[8]	$10.00	Included	Included	Included	Included
3D Technology Fee[8]	$0.00	$0.00	$0.00	$0.00	$0.00
Blast!® Speed Upgrade	$10.00	$10.00	Included	Included	Included
Extreme 50 Upgrade[9,10]	$54.00	$50.00	$40.00	$40.00	$40.00
Extreme 105 Upgrade[9,10]	$157.00	$157.00	$147.00	$147.00	$147.00

Refer to the last page for additional information.
For information about XFINITY policies and terms of service, go to www.comcast.com/policies.

TRIPLE PLAY AND DOUBLE PLAY PACKAGES[5]

Economy Triple Play XF Includes Digital Economy for primary outlet, Economy Plus Internet and XFINITY Voice Local With More®	$84.85
MultiLatino Plus Paquete Triple Includes MultiLatino Plus for primary outlet, Economy Plus Internet and XFINITY Voice Local with More®	$84.85
MultiLatino Extra Paquete Triple Includes MultiLatino Extra for primary outlet, Economy Plus Internet and XFINITY Voice Local with More®	$94.85
Blast Plus™ Includes Digital Economy and Streampix™ for primary outlet and Blast!® Internet	$79.05
Preferred XF Double Play Includes Digital Preferred for primary outlet and Performance Internet	$134.05
SurePrice[1]	$110.09

XFINITY® TV

BASIC SERVICES

Limited Cable

Bray	$13.72
Mill Creek	$13.88
Mercer Island	$14.25
Edgewood, Fort Lewis, Milton, Puyallup, Steilacoom	$15.07
Bellevue	$14.75
Redmond	$14.80
Vashon Island	$16.00
Seattle	$16.35
Renton	$15.20
Sammamish, areas of Unincorporated King County	$15.41
Des Moines	$15.70
Kent	$15.50
Auburn	$16.50
Areas of Lake Forest Park	$10.51
Marysville, areas of Unincorporated King County	$18.10
Areas of Lake Forest Park	$18.58
Newcastle, areas of Unincorporated King County	$18.37
Burien, Federal Way	$17.25
Mukilteo	$18.00
Lake Stevens, Marysville, areas of Unincorporated Snohomish County	$18.77
Tukwila	$17.28
Auburn, Covington, Maple Valley, areas of Unincorporated King County	$18.32
Monroe, Sultan	$19.51
Bonney Lake, Dupont, South Prairie, Sumner areas of Unincorporated Pierce County	$10.01
Areas of Edmonds, Lynnwood, Mountlake Terrace, areas of Unincorporated Snohomish County, areas of Unincorporated King County	$16.15
Kirkland	$16.09
Beaux Arts Village, Bothell, Buckley, Clyde Hill, Hunts Point, Kenmore, Medina, Orting, Wilkeson, Woodinville, Yarrow Point, area of Unincorporated Snohomish County, areas of Unincorporated Pierce County	$20.75
Carbonado, Eatonville, Gig Harbor, McChord AFB, Roy	$21.38
Arlington and areas of Unincorporated Snohomish County	$22.08
Everett, Everett Naval Station, Gold Bar, Granite Falls, Snohomish, Startup, Woodcreek, areas of Unincorporated Snohomish County	$22.06
Areas of Edmonds, Shoreline, Woodway and areas of Unincorporated Snohomish County	$21.20
Algona, Black Diamond, Enumclaw, Normandy Park, Pacific, Ruston	$23.57
Carnation	$23.05
North Bend, Snoqualmie	$24.41

Refer to the last page for additional information.
For information about XFINITY policies and terms of service, go to www.comcast.com/policies.

DIGITAL SERVICES

Digital Economy Includes Limited Cable, additional digital channels and a standard definition digital converter and remote for the primary outlet, access to Pay-Per-View programming and Music Choice	$34.95
Digital Starter Includes Digital Economy, additional digital channels and access to On Demand programming	$67.45
Digital Preferred Includes Digital Starter and additional digital channels	$85.49
Digital Preferred Plus Includes Digital Preferred, HBO® and Starz®	$119.99
Digital Premier Includes Digital Preferred, HBO®, Showtime®, Starz®, Cinemax® and Sports Entertainment Package	$139.00
MultiLatino Plus Includes Limited Cable, MultiLatino, standard definition digital converter and remote for primary outlet, access to Pay-Per-View and On Demand programming	$29.95
MultiLatino Extra Includes Digital Economy and MultiLatino	$33.05
MultiLatino Max Includes MultiLatino Extra, additional digital channels and access to On Demand programming	$59.95
MultiLatino Ultra Includes MultiLatino Max and Digital Preferred	$76.00

BASIC AND DIGITAL ANCILLARY SERVICES

HBO®[11]	$19.99
Showtime®[11]	$19.99
Starz®[11]	$18.00
Cinemax®[11]	$19.00
The Movie Channel®[11]	$10.00
Playboy®[12]	$10.00
Digital Preferred[12] Includes over 60 digital channels including National Geographic Channel, Science Channel, DIY Network, OWN, WE, Encore®, TCM, The Hub, Nick Jr., ESPNU, NFL Network and Fox Soccer Channel	$18.00
MultiLatino[12] Includes over 40 digital channels of Spanish-language programming	$16.95
Family Tier[13] Includes 12 channels including C-SPAN, The Hub, Food Network, HGTV, PBS Kids Sprout, National Geographic Channel and The Weather Channel	$14.00
Sports Entertainment Package[14] Includes 17 channels including Big Ten Network, CBS Sports Network, FCS Atlantic, FCS Central, FCS Pacific and Fox Movie Channel	$5.00
AnyPlay®[15]	$10.00
HD Technology Fee[8]	$10.00
3D Technology Fee[8]	$0.00
HD DVR Service[4]	$16.95
AnyRoom® DVR Service[4]	$19.95
Digital Additional Outlet Service[7]	$8.75
with HD[8]	$8.75
with HD DVR Service[4]	$16.95
with AnyRoom® DVR Service	$8.75
Digital Adapter Additional Outlet Service[16]	$1.00

INTERNATIONAL SELECTIONS[17]

GMA Pinoy TV (Filipino)	$11.00
GMA Life TV (Filipino)	$6.00
GMA Pinoy & GMA Life TV (Filipino)	$19.00
TFC & GMA Pinoy TV (Filipino)	$19.99
Filipino Elite Pack (Filipino) Includes GMA Pinoy TV, GMA Life TV and TFC	$22.99
TV5 MONDE (French)	$9.99
TV Japan (Japanese)	$24.99
SBTN (Vietnamese)	$14.00
TFC (Filipino)	$11.00
RTN (Russian)	$14.99
NEO Cricket	$14.00
Zee TV (South Asian)	$14.99
KBS-AM (Korean)	$14.99

PAY-PER-VIEW AND ON DEMAND SUBSCRIPTION SERVICES[18] (MONTHLY EXCEPT AS NOTED)

Bollywood Hits On Demand	$12.99
Bollywood Hits On Demand w/ South Asian premium network	$9.99
Howard Stern On Demand per show	$4.99
Howard Stern On Demand[19]	$10.99
Howard Stern On Demand[19] one year subscription	$119.99
WWE Classics On Demand	$7.99
here! TV On Demand	$7.99
Filipino On Demand	$7.99
Filipino On Demand w/ Filipino premium network	$5.99
Too Much for TV On Demand	$14.99
Disney Family Movies On Demand	$5.99
Pay-Per-View and On Demand Movies and Events[11] (per title or event)	Prices Vary
Streampix™[20]	$4.99

SPORTS PACKAGES[21]

MLB Extra Innings	Call 1-800-XFINITY for pricing
MLS Direct Kick	Call 1-800-XFINITY for pricing
NHL Center Ice	Call 1-800-XFINITY for pricing
NBA League Pass	Call 1-800-XFINITY for pricing
ESPN Game Plan	Call 1-800-XFINITY for pricing
ESPN Full Court	Call 1-800-XFINITY for pricing

VIDEO EQUIPMENT

Limited Cable Only Converter	$1.00
Digital Converter	$2.50
Remote Control	$0.25
HD Digital Converter (Limited Cable Only)	$2.50
Digital Adapter (Limited Cable Only – Primary Outlet)	$0.00
Digital Adapter (Limited Cable Only – 1st and 2nd Additional Outlet)	$0.00
Digital Adapter (Limited Cable Only – 3rd Additional Outlet and above)	$[illegible]
CableCARD (first card in device)	$0.00
CableCARD (second card in same device)	$1.10
Customer-Owned Video Equipment Credit See www.comcast.com/equipmentpolicy for additional information	$7.50

INSTALLATION FEES (PER OCCURRENCE UNLESS NOTED)	Initial Installation of Service	After Initial Installation of Service
Unwired Home[22,23] (Standard Installation)	$43.50	N/A
Wired Home[22,23] (Standard Installation)	$30.00	N/A
Hourly Service Charge[24] (Custom Installation)	$33.50	$33.50
Additional Outlet (new)	$13.50	$32.50
Activate Pre-existing Additional Outlet	$6.25	$20.00
Relocate Additional Outlet	$15.00	$30.50
Connect VCR/DVD	$10.50	$20.50

XFINITY TV Upgrade/Downgrade of Service No in-home visit required	$1.99
XFINITY TV Upgrade of Service In-home visit required	$25.00
XFINITY TV Downgrade of Service In-home visit required	$12.50
XFINITY TV In-Home Service Visit	$30.50
Reconnection of Service In-home visit required	$30.00

REACTIVATION FEES (NO IN-HOME VISIT REQUIRED—PER OCCURRENCE UNLESS NOTED)

Video Only	$1.00
Internet or Voice Only	$5.00
Video and Voice or Video and Internet	$6.00
Voice and Internet	$10.00
Video, Voice and Internet	$11.00

MISCELLANEOUS FEES (PER OCCURRENCE UNLESS NOTED)

Service Protection Plan[25] (per month) Inside home wiring protection for your cable TV, high-speed Internet and phone services	$3.99
Computer Protection Plus[26] (per month) Protection for computers, laptops and tablets. Includes Service Protection Plan	$9.95
TV Protection Plus[27] (per month) Protection for flat panel televisions. Includes Service Protection Plan	$14.95
Complete Protection[28] (per month) Protection for computers, laptops, tablets, flat panel televisions and home phones. Includes Service Protection Plan	$19.95
Computer Performance Tool[29] (per month) Automated computer diagnostic tool for improved speed, performance and security	$4.95
Wireless Networking Support (per month) 24/7 technical support for wireless home network	$5.95

CERTIFICATE OF SERVICE

I, Madeline C. Olanie, do hereby certify on this 30th day of August, 2013 that a true and correct copy of the foregoing "Opposition to Petition for Special Relief on Behalf of The City of Bothell, Washington" has been sent via U.S. mail or electronic file to the following:

William Lake, Chief, Media Bureau
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W
Washington, DC 20554
Via E-File

Mr. Bob Stowe
City Manager
City of Bothell
18305 101st Ave. NE
Bothell, WA 98011
Via U.S. mail

Mr. Mitch Wasserman
City Administrator
City of Clyde Hill
9605 NE 24th Street
Clyde Hill, WA 98004-2141
Via U.S. mail

Ms. Joanne Gregory
Finance Director
City of Kenmore
PO Box 82607
Kenmore, WA 98028-0607
Via U.S. mail

Mr. Chip Cornwell
Video Specialist
City of Redmond
15670 NE 85th Street
Redmond, WA 98073-9710
Via U.S. mail

Mr. Bob Larson
City Administrator
City of Snoqualmie
PO Box 987
Snoqualmie, WA 98065
Via U.S. mail

Mr. Rich Leahy
City Manager
City of Woodinville
17301 133rd Ave. NE
Woodinville, WA 98072
Via U.S. mail

Mr. Frederick Giroux
Davis Wright Tremaine LLP
Attorney for Comcast Cable Communications, LLC
1919 Pennsylvania Avenue, N.W., Suite 800
Washington, DC 20006
Via U.S. mail

Joseph Beck, City Attorney
City of Bothell
18305 – 101st Avenue N.E.
Bothell WA 98011
Via U.S. mail

Madeline C. Olanie