

Kerr Aff. Ex. 33

THIS EXCEL SPREADSHEET WAS PRODUCED ONLY IN
ITS NATIVE FORMAT DUE TO ITS SIZE

Voom HD Networks - 5 Year Programming Plan

2008 Budget and 5 Year Plan

Original Series Channels

Premier programming hours per channel increase from 84 hours to 132 hours over the 5 year plan

If the average cost per hour is held flat, programming costs would on average increase by 12% annually from \$35 million in 2008 to \$55 million in 2011

In the current 5 Year Plan submission programming costs are held flat, this implies a decrease in the average cost per hour from \$40k in 2008 down to \$27k in 2012

Movie Channels

Current movie title inventory requirement of 750 titles is spread across the 4 movie channels. If movie titles are acquired to the minimum contractual requirement, this would provide 188 titles per channel.

Current commitments provide only 584 titles for 2008. Due to expiring license periods during the year, limited runs, aspect ratio restrictions, and other factors not all 584 titles are available throughout the year to fill the schedules of the 4 movie channels.

The 2008 Budget submission includes \$7.5 million cash to acquire the required 166 titles plus additional inventory to program the movie channels.

In 2011 the movie inventory requirement increases from 750 to 850 titles. The current 5 Year Plan submission which includes \$18.8 million cash in 2011, would imply a run rate average cost per title per 12 month period of \$17k.

	A	B	C	D	E	F	G	H	I	J	K	L		
1	Voom HD Networks - 5 Year Programming Plan													
2	2008 Budget and 5 Year Plan													
3														
4														
5					Q3 Fcst 2007	2008	2009	2010	2011	2012		07-'12 CAGR		
6														
7	EchoStar Requirements and Programming Cash Investment													
8														
9	Original Channels (10 channels)													
10														
11	4(a)(v)	Premier Hours Required			84		96	108	120	132		12%		
12		% Increase				0%	14%	13%	11%	10%				
13														
14	4(a)(ii)	Minimum Monthly Inventory Required (as of 8/1)		80	120	160	160	160	160	160		7%		
15		% Increase			50%	33%	33%	0%	0%	0%				
16														
17		Total Programming Expenditures (Excludes Staffing and G&A)		\$	33,883,108	\$	35,376,262	\$	35,416,211	\$	35,249,294	\$	35,669,743	0%
18						4%	0%	0%	0%	1%				
19														
20		Average Cost per Hour		\$	40,337	\$	36,850	\$	32,793	\$	29,374	\$	27,023	-10%
21						4%	-12%	-11%	-10%	-8%				
22														
23		Total Programming Expenditures (Includes Staffing and G&A)		\$	39,739,897	\$	42,571,064	\$	42,611,013	\$	42,444,095	\$	42,864,544	0%
24						7%	0%	0%	0%	1%				
25														
26		Average Cost per Hour		\$	47,309	\$	50,559	\$	39,455	\$	35,370	\$	32,473	-10%
27						7%	-12%	-11%	-10%	-8%				
28														
29														
30		Add back WorldSport NASCAR Payments		\$	198,000	\$	792,000							
31		Add back Ultra Telenovela Payments		\$	260,000	\$	936,000	\$	468,000					
32														
33		Total Programming Expenditures Adjusted		\$	33,425,108	\$	33,546,499	\$	34,948,211	\$	35,249,294	\$	35,669,743	2%
34						0%	3%	1%	1%	1%				
35														
36		Average Cost per Hour Adjusted		\$	39,792	\$	35,875	\$	32,359	\$	29,374	\$	27,023	-9%
37						0%	-10%	-10%	-9%	-8%				
38														
39														

	A	B	C	D	E	F	G	H	I	J	K	L
1	Voom HD Networks - 5 Year Programming Plan											
2	2008 Budget and 5 Year Plan											
3												
4												
5												
40												
41	Movie Channels (4 channels)											
42												
43	4(a) (iii)	Movie Titles Required in Aggregate		750	750	0%	750	0%	750	13%	850	3%
44												
45												
46		Titles Currently Committed		967	584		362	186	111	56		
47												
48		Committed Cash Payments		\$ 20,964,826	\$ 8,149,893	\$ 4,622,469	\$ 3,482,918	\$ 3,084,707	\$ 2,395,128			
49					-61%	-43%	-25%	-11%	-22%			
50												
51		Average Cash Per Title		\$ 21,680	\$ 13,955	\$ 12,769	\$ 18,725	\$ 27,790	\$ 42,770			
52												
53		New Titles Added		13	223	222	282	308	392			
54		Additional Inventory		13	236	458	634	749	844			
55												
56		Total Non-Committed Cash Payments		\$ 650,000	\$ 8,621,432	\$ 10,846,708	\$ 12,524,327	\$ 12,522,952	\$ 12,157,081			
57						26%	15%	0%	-3%			
58												
59		Average Cash Per Title in inventory		\$ 50,000	\$ 36,531	\$ 23,683	\$ 19,754	\$ 16,720	\$ 14,404			
60												
61		Total Titles		980	820	820	820	860	900	2%		
62												
63		Total Cash Payments		\$ 21,775,630	\$ 16,771,325	\$ 15,469,176	\$ 16,007,246	\$ 15,607,659	\$ 14,552,208	-3%		
64					-23%	-8%	3%	-2%	-7%			

	A	B	C	D	E	F	G	H	I	J	K	L
1	Voom HD Networks											
2	Programming and Production Cash Summary (excludes Staffing and G&A)											
3	2008 Budget vs. Q3 2007 Forecast											
4	(Dollar figures in 000s)											
5												
6												
7												
8												
9												
10	Rush				206.0							
11	Worldsport				197.5							
12	Gameplay				183.0							
13	Total											
14												
15	Gallery				194.5							
16	Equator				199.5							
17	Treasure				185.0							
18	Total											
19												
20	Rave				283.5							
21												
22	Ultra				214.5							
23												
24	Animania				293.0							
25	Family Room				190.0							
26	Total											
27												
28	Total Series				2,147							
29												
30	HD Cinema											
31												
32	Monsters											
33												
34	Total Film											
35												
36	HD News											
37												
38	Grand Total											
39												
40	Timing of cash payments											
41												
42	Adjusted Total											

	A		B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R
1	Voom HD Networks - 5 Year Programming Plan																		
2	2008 Budget and 5 Year Plan																		
3	11/26/2007 9:59																		
4																			
5	2008																		
6																			
7																			
8	Echostar Inventory Requirements																		
9	Premiere hours (annual)			84	84	84	84	84	84	84	84	84	84				-		840
10	Non-repeat hours (monthly; Aug '07)			112	112	112	112	112	112	112	112	112	112				-		1,120
11																			
12	Movie titles (annual)														750		-		750
13																			
14	Planned production hours			88	167	151	84	84	84	84	120.5	84	84				-		1,031
15																			
16	Planned Movie Titles:																		
17	Current Commitments																		
18	New			-	-	-	-	-	-	-	-	-	-	682	194		-		876
19														26	-		-		26
20	Avg cost per hour (original assumption)			60,000	n/a	30,000	38,000	50,000	30,000	30,000	30,340	40,000	30,000						
21	Avg cost per hour			56,498	21,491	19,238	48,005	46,246	36,341	33,316	41,487	31,582	28,433						
22																			
23	Expense:																		
24	Current Commitments			753,890	2,141,776	340,636	1,870,257	494,613	895,618	253,354	957,367	749,013	865,994	1,928,579	0		-		11,251,095
25	New			2,191,991	690,857	1,557,333	887,092	4,332,801	2,440,850	2,313,578	4,063,166	949,358	341,113	8,479,428	4,700,744		-		32,948,310
26	Total Expense			2,945,881	2,832,633	1,897,969	2,757,349	4,827,413	3,336,468	2,566,932	5,020,533	1,698,370	1,207,107	10,408,007	4,700,744	0	0	0	44,199,405
27																			
28	Cash:																		
29	Current Commitments			1,232,340	1,925,000	550,000	1,527,000	591,480	660,250	315,000	936,000	651,283	903,338	5,260,490	3,102,032		-		17,654,213
30	New			3,739,491	1,664,000	2,355,000	2,505,425	3,293,213	2,392,395	2,483,529	4,063,166	2,001,581	1,485,008	8,161,375	261,624		-		34,405,807
31	Total Cash			4,971,831	3,589,000	2,905,000	4,032,425	3,884,693	3,052,645	2,798,529	4,999,166	2,652,864	2,388,346	13,421,865	3,363,656	0	0	0	52,060,020
32																			
33																			

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R
1	Voom HD Networks - 5 Year Programming Plan																	
2	2008 Budget and 5 Year Plan																	
3	11/26/2007 9:59																	
34	2009																	
35																		
36																		
37	Echostar Inventory Requirements																	
38	Premiere hours (annual)		84	84	84	84	84	84	84	84	84	84				-		840
39	Non-repeat hours (monthly; Aug '08)		168	168	168	168	168	168	168	168	168	168				-		1,680
40																		
41	Movie titles (annual)															-		750
42																		
43	Planned production hours		84	208	84	84	84	84	84	131	84	84				-		1,011
44																		
45	Planned Movie Titles:																	
46	Current Commitments		-	-	-	-	-	-	-	-	-	-	379	137		-		516
47	New												276	40		-		316
48																		
49	Avg cost per hour (Original Assumptions)																	
50	Avg cost per hour	61,800	n/a	30,900	39,100	39,100	51,500	30,900	30,900	37,740	41,200	33,000						
51		59,188	13,447	34,583	48,005	48,005	45,687	36,341	33,319	38,325	31,582	39,375						
52	Expense:																	
53	Current Commitments	450,521	3,127,794	0	1,404,067	217,594	828,437	0	957,367	395,749	884,327	1,290,922				-		9,556,778
54	New	4,521,309	(330,794)	2,905,000	2,628,358	3,620,080	2,224,207	2,798,791	4,063,166	2,257,116	1,996,946	11,131,261	4,655,814	0		-		42,471,255
55	Total Expense	4,971,831	2,797,000	2,905,000	4,032,425	4,032,425	3,837,673	3,052,645	2,798,791	5,020,533	2,652,864	2,881,274	12,422,183	4,655,814	0	0	0	52,028,033
56																		
57	Cash:																	
58	Current Commitments	0	1,500,000	0	108,000	0	0	0	936,000	31,597	0	0	2,539,927	2,042,542		-		7,158,066
59	New	4,971,831	1,297,000	2,905,000	3,924,425	3,837,673	3,052,645	2,798,791	4,084,533	2,621,267	3,307,500	9,595,708	1,291,000	1,291,000		-		43,687,372
60	Total Cash	4,971,831	2,797,000	2,905,000	4,032,425	4,032,425	3,837,673	3,052,645	2,798,791	5,020,533	2,652,864	3,307,500	12,135,635	3,333,541	0	0	0	50,845,439
61																		

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R
1	Voom HD Networks - 5 Year Programming Plan																	
2	2008 Budget and 5 Year Plan																	
3	11/26/2007 9:59																	
62																		
63	2010																	
64																		
65																		
66	EchoStar Inventory Requirements																	
67	Premiere hours (annual)		96	96	96	96	96	96	96	96	96	96				-		960
68	Non-repeat hours (monthly; Aug '09)		224	224	224	224	224	224	224	224	224	224				-		2,240
69																		
70	Movie titles (annual)													750		-		750
71																		
72	Planned production hours		96	208	96	96	96	96	96	151	96	96				-		1,127
73																		
74	Planned Movie Titles:																	
75	Current Commitments																	
76	New		-	-	-	-	-	-	-	-	-	-	248	98		-		346
77													343	143		-		486
78	Avg cost per hour (original assumption)		63,700	n/a	31,800	40,300	53,000	31,800	31,800	44,570	42,400	34,000						
79	Avg cost per hour		51,790	13,447	30,260	42,004	39,977	31,799	29,157	30,149	27,634	39,740						
80																		
81	Expense:																	
82	Current Commitments		401,284	44,056	0	804,518	122,171	669,710	0	617,441	364,151	580,438	772,102	0		-		4,375,872
83	New		4,570,547	2,752,944	2,905,000	3,227,907	3,715,620	2,383,004	2,799,053	3,935,092	2,288,713	3,317,502	10,079,159	5,226,672		-		47,201,212
84	Total Expense		4,971,831	2,797,000	2,905,000	4,032,425	3,837,790	3,052,715	2,799,053	4,552,533	2,652,864	3,897,940	10,851,261	5,226,672	0	0	0	51,577,084
85																		
86	Cash:																	
87	Current Commitments		0	0	0	0	0	0	0	468,000	0	0	1,979,808	1,503,110		-		3,950,918
88	New		4,971,831	2,797,000	2,905,000	4,032,425	3,837,790	3,052,715	2,799,053	4,084,533	2,652,864	3,815,000	9,648,327	2,876,000		-		47,472,539
89	Total Cash		4,971,831	2,797,000	2,905,000	4,032,425	3,837,790	3,052,715	2,799,053	4,552,533	2,652,864	3,815,000	11,628,135	4,379,111	0	0	0	51,423,457
90																		
91																		

A

B

C

D

E

F

G

H

I

J

K

L

M

N

O

P

Q

R

Voom HD Networks - 5 Year Programming Plan

2008 Budget and 5 Year Plan

11/26/2007 9:59

2011

Echostar Inventory Requirements

Premiere hours (annual)

Non-repeat hours (monthly; Aug '10)

Movie titles (annual)

Planned production hours

Planned Movie Titles:

Current Commitments

New

Avg cost per hour (original assumption)

Avg cost per hour

Expense:

Current Commitments

New

Total Expense

Cash:

Current Commitments

New

Total Cash

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R
1	Voom HD Networks - 5 Year Programming Plan																	
2	2008 Budget and 5 Year Plan																	
3	11/26/2007 9:59																	
92	2011																	
93																		
94																		
95	Echostar Inventory Requirements																	
96	Premiere hours (annual)		108	108	108	108	108	108	108	108	108	108				-		1,080
97	Non-repeat hours (monthly; Aug '10)		224	224	224	224	224	224	224	224	224	224				-		2,240
98																		
99	Movie titles (annual)															-		750
100																		
101	Planned production hours		108	208	108	108	108	108	108	140	108	108				-		1,212
102																		
103	Planned Movie Titles:																	
104	Current Commitments		-	-	-	-	-	-	-	-	-	-	134	56		-		190
105	New		-	-	-	-	-	-	-	-	-	-	426	173		-		599
106																		
107	Avg cost per hour (original assumption)		65,600	n/a	32,800	41,500	54,600	32,800	32,800	43,282	43,700	35,000						
108	Avg cost per hour		46,035	13,447	26,898	37,337	35,536	28,267	25,920	29,323	24,564	37,917						
109																		
110	Expense:																	
111	Current Commitments		401,284	26,000	0	334,551	70,276	440,911	0	31,200	364,151	172,365	528,926	0		-		2,369,664
112	New		4,570,547	2,771,000	2,905,000	3,697,874	3,767,632	2,611,874	2,799,315	4,073,966	2,288,713	4,424,169	9,492,783	4,689,668		-		48,092,540
113	Total Expense		4,971,831	2,797,000	2,905,000	4,032,425	3,837,907	3,052,785	2,799,315	4,105,166	2,652,864	4,596,533	10,021,709	4,689,668	0	0	0	50,462,204
114																		
115	Cash:																	
116	Current Commitments		0	0	0	0	0	0	0	0	0	0	1,526,183	1,558,522		-		3,084,705
117	New		4,971,831	2,797,000	2,905,000	4,032,425	3,837,907	3,052,785	2,799,315	4,105,166	2,652,864	4,095,000	9,821,952	2,701,001		-		47,772,247
118	Total Cash		4,971,831	2,797,000	2,905,000	4,032,425	3,837,907	3,052,785	2,799,315	4,105,166	2,652,864	4,095,000	11,348,135	4,259,524	0	0	0	50,856,952
119																		

	A	B	C	D	E	F	G	H
1	Voom HD Networks							
2	Programming and Production Cash Summary (includes Staffing and G&A)							
3	2008 Budget vs. Q3 2007 Forecast							
4	(Dollar figures in 000s)							
5								
6								
7			Current Hours					
8			in inventory		2008	2007	08 B/(W) 07 Q3	
9			(as of 9/30/07)		Budget	Q3 Forecast	\$	%
10	Rush		206.0		5,999	6,713	714	10.6%
11	Worldsport		197.5		4,354	3,593	(761)	-21.2%
12	Gameplay		183.0		3,730	3,916	186	4.8%
13	Total				14,083	14,222	139	1.0%
14								
15	Gallery		194.5		4,744	4,544	(200)	-4.4%
16	Equator		199.5		3,626	3,706	81	2.2%
17	Treasure		185.0		3,942	3,665	(277)	-7.5%
18	Total				12,312	11,916	(396)	-3.3%
19								
20	Rave		283.5		4,828	4,272	(556)	-13.0%
21								
22	Ultra		214.5		6,206	5,893	(312)	-5.3%
23								
24	Animania		293.0		2,653	2,131	(521)	-24.5%
25	Family Room		190.0		2,388	1,305	(1,084)	-83.0%
26	Total				5,041	3,436	(1,605)	-46.7%
27								
28	Total Series		2,147		42,469	39,740	(2,729)	-6.9%

	A	B	C	D	E	F
1	Voom HD Networks					
2	Average Cost Per Hour by Channel					
3	2008 Budget					
4						
5						
6						
7				2008 Budget		
8				Direct	Overhead	Total
9		Rush		71,733	12,234	83,966
10		Equator		53,848	6,820	60,668
11		Gallery		43,176	10,231	53,407
12		Rave		41,520	9,466	50,985
13		GamePlay		40,359	9,826	50,185
14		Treasure		34,084	13,613	47,697
15		Ultra		32,992	14,361	47,353
16		Animania		38,825	0	38,825
17		Family Room		33,708	0	33,708
18		WorldSport		15,204	9,101	24,305
19						
20						
21	ABOVE IS HARD CODED					
22	FORMULAS / LINKS BELOW					
23						
24				2008 Budget		
25				Direct	Overhead	Total
26						
27		Rush		71,733	12,234	83,966
28		WorldSport		15,204	9,101	24,305
29		GamePlay		40,359	9,826	50,185
30		Rave		41,520	9,466	50,985
31		Gallery		43,176	10,231	53,407
32		Equator		53,848	6,820	60,668
33		Treasure		34,084	13,613	47,697
34		Ultra		32,992	14,361	47,353
35		Family Room		33,708	0	33,708
36		Animania		38,825	0	38,825

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	V	W	X	Y	Z	AA	
1	Voom HD Networks																											
2	Programming and Production Cash and Expense By Channel																											
3	2008 Budget & Five Year Plan																											
4	(Dollar figures in 000s)																											
5																												
6																												
7	Cash			2007 Q3 Fcst	2008 Budget	2009 Budget	2010 Budget	2011 Budget	2012 Budget																			
8	Rush			6,086	4,972	4,972	4,972	4,972	4,972																			
9	WorldSport			3,125	3,589	2,797	2,797	2,797	2,797																			
10	GamePlay			3,388	2,905	2,905	2,905	2,905	2,905																			
11	Rave			3,547	4,032	4,032	4,032	4,032	4,032																			
12	Gallery			3,743	3,886	3,838	3,838	3,838	3,838																			
13	Equator			3,240	3,053	3,053	3,053	3,053	3,053																			
14	Treasure			2,680	2,799	2,799	2,799	2,799	2,800																			
15	Ultra			4,637	4,999	5,021	4,553	4,105	4,105																			
16	Animania			2,131	2,653	2,653	2,653	2,653	2,653																			
17	Family Room			1,305	2,388	3,308	3,815	4,095	4,515																			
18	HD Cinerna			14,684	13,408	12,136	11,628	11,348	10,928																			
19	Monsters			7,705	3,364	4,379	4,379	4,260	3,624																			
20	HD News			2,067	2,073	2,098	2,172	2,278	2,357																			
21	HD Holdings																											
22																												
23	Total Cash			58,339	54,118	52,944	53,595	53,135	52,579																			
24																												
25	C-Contractual Rights																											
26	Rush			(37)	(2,026)	-	-	-	-																			
27	WorldSport			(605)	(756)	-	-	-	-																			
28	GamePlay			(721)	(1,007)	-	-	-	-																			
29	Rave			(2,020)	(1,275)	-	-	-	-																			
30	Gallery			943	943	-	-	-	-																			
31	Equator			171	284	-	-	-	-																			
32	Treasure			122	(232)	-	-	-	-																			
33	Ultra			(157)	21	-	-	-	-																			
34	Animania			(969)	(954)	-	-	-	-																			
35	Family Room			(920)	(1,181)	(426)	83	502	(229)																			
36	HD Cinerna			(11,868)	(3,000)	287	(777)	(1,326)	(647)																			
37	Monsters			(1,765)	1,337	1,322	848	430	(65)																			
38	HD News			-	-	-	-	-	-																			
39	HD Holdings																											
40																												
41	Total Adjustment			(17,795)	(5,820)	1,183	154	(395)	(931)																			
42																												
43	Expense																											
44	Rush			6,049	2,946	4,972	4,972	4,972	4,972																			
45	WorldSport			2,521	2,833	2,797	2,797	2,797	2,797																			
46	GamePlay			2,661	1,898	2,905	2,905	2,905	2,905																			
47	Rave			1,527	2,757	4,032	4,032	4,032	4,032																			
48	Gallery			4,686	4,827	3,838	3,838	3,838	3,838																			
49	Equator			3,410	3,336	3,053	3,053	3,053	3,053																			
50	Treasure			2,802	2,567	2,799	2,799	2,799	2,800																			
51	Ultra			4,480	5,021	5,021	4,553	4,105	4,105																			
52	Animania			1,163	1,698	2,653	2,653	2,653	2,653																			
53	Family Room			385	1,207	2,881	3,898	4,597	4,286																			
54	HD Cinerna			2,815	10,408	12,422	10,851	10,022	10,281																			
55	Monsters			5,940	4,701	4,656	5,227	4,690	3,569																			
56	HD News			2,067	2,073	2,098	2,172	2,278	2,357																			
57	HD Holdings																											
58																												
59	Total Expenses			40,507	46,272	54,126	53,749	52,740	51,648																			

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	V	W	X	Y	Z	AA	AB	
1	Voom HD Networks																												
2	Programming and Production Cash and Expense By Channel																												
3	2008 Budget & Five Year Plan																												
4																													
5																													
6				2007 Q3 Fcst	2008 Budget	2009 Budget	2010 Budget	2011 Budget	2012 Budget																				
7	Cash																												
8	Rush			6,086,266	4,971,831	4,971,831	4,971,831	4,971,831	4,971,831		-18%	0%	0%	0%	0%	0%				20%	20%	20%	20%	20%	20%				
9	WorldSport			3,125,305	3,589,000	2,797,000	2,797,000	2,797,000	2,797,000		15%	-22%	0%	0%	0%	0%			100	120	144	173	207	249	299	Cash			
10	GamePlay			3,388,092	2,905,000	2,905,000	2,905,000	2,905,000	2,905,000		-14%	0%	0%	0%	0%	0%			25	55	91	134	161	193	232	Amort			
11	Rave			3,547,398	4,032,425	4,032,425	4,032,425	4,032,425	4,032,425		14%	0%	0%	0%	0%	0%				120%	65%	47%	20%	20%	20%				
12	Gallery			3,743,195	3,884,693	3,837,673	3,837,790	3,837,907	3,838,024		-6%	-1%	0%	0%	0%	0%			(75)	(65)	(53)	(39)	(46)	(56)	(67)	c-Contractual Rights			
13	Equator			3,239,645	3,052,645	3,052,645	3,052,715	3,052,785	3,052,855		-6%	0%	0%	0%	0%	0%													
14	Treasure			2,680,100	2,798,529	2,798,791	2,799,053	2,799,315	2,799,577		4%	0%	0%	0%	0%	0%													
15	Ultra			4,636,846	4,999,166	5,020,533	4,552,533	4,105,166	4,105,166		8%	0%	-9%	-10%	0%	0%													
16	Animania			2,131,414	2,652,864	2,652,864	2,652,864	2,652,864	2,652,864		24%	0%	0%	0%	0%	0%													
17	Family Room			1,304,846	2,388,346	3,307,500	3,815,000	4,085,000	4,515,000		83%	38%	15%	7%	10%	10%													
18	HD Cinema			14,683,800	13,407,669	12,135,635	11,628,135	11,348,135	10,928,135		-9%	-9%	-4%	-4%	-2%	-4%													
19	Monsters			7,704,895	3,363,666	3,333,541	4,379,111	4,259,524	3,624,073		-56%	-1%	31%	-3%	-15%														
20	HD News			2,066,859	2,072,620	2,098,324	2,171,765	2,277,777	2,357,499		0%	1%	3%	5%	3%														
21	HD Holdings																												
22																													
23	Total Cash			58,338,662	54,118,443	52,943,762	53,595,222	53,134,729	52,579,449		-7%	-2%	1%	-1%	-1%														
24																													
25	C-Contractual Rights																												
26	Rush			(37,076)	(2,025,950)	-	-	-	-																				
27	WorldSport			(604,563)	(756,367)	-	-	-	-																				
28	GamePlay			(726,855)	(1,007,031)	-	-	-	-																				
29	Rave			(2,020,298)	(1,275,076)	-	-	-	-																				
30	Gallery			942,721	942,721	-	-	-	-																				
31	Equator			170,823	283,823	-	-	-	-																				
32	Treasure			121,819	(231,597)	-	-	-	-																				
33	Ultra			(156,520)	21,367	-	-	-	-																				
34	Animania			(968,597)	(954,494)	-	-	-	-																				
35	Family Room			(919,772)	(1,181,240)	(426,226)	82,940	501,533	(228,577)																				
36	HD Cinema			(11,868,485)	(2,999,662)	286,548	(776,874)	(1,326,426)	(647,129)																				
37	Monsters			(1,765,229)	1,337,088	1,322,273	847,561	430,145	(55,447)																				
38	HD News			-	-	-	-	-	-																				
39	HD Holdings																												
40																													
41	Total Adjustment			(17,794,956)	(5,820,469)	1,182,594	153,627	(394,748)	(931,154)																				
42																													
43	Expense																												
44	Rush			6,049,191	2,945,881	4,971,831	4,971,831	4,971,831	4,971,831		-51%	69%	0%	0%	0%	0%													
45	WorldSport			2,520,742	2,832,633	2,797,000	2,797,000	2,797,000	2,797,000		12%	-1%	0%	0%	0%	0%													
46	GamePlay			2,661,237	1,897,969	2,905,000	2,905,000	2,905,000	2,905,000		-29%	53%	0%	0%	0%	0%													
47	Rave			1,527,100	2,757,349	4,032,425	4,032,425	4,032,425	4,032,425		81%	46%	0%	0%	0%	0%													
48	Gallery			4,685,915	4,827,413	3,837,673	3,837,790	3,837,907	3,838,024		3%	-21%	0%	0%	0%	0%													
49	Equator			3,410,468	3,336,468	3,052,645	3,052,715	3,052,785	3,052,855		-2%	-9%	0%	0%	0%	0%													
50	Treasure			2,801,919	2,566,932	2,798,791	2,799,053	2,799,315	2,799,577		-8%	9%	0%	0%	0%	0%													
51	Ultra			4,480,326	5,020,533	5,020,533	4,552,533	4,105,166	4,105,166		12%	0%	-9%	-10%	0%	0%													
52	Animania			1,162,817	1,698,370	2,652,864	2,652,864	2,652,864	2,652,864		46%	56%	0%	0%	0%	0%													
53	Family Room			385,074	1,207,107	2,881,274	3,897,940	4,596,533	4,286,423		213%	139%	35%	18%	-7%														
54	HD Cinema			2,815,315	10,408,007	12,422,163	10,851,261	10,021,709	10,281,006		270%	19%	-13%	-8%	3%														
55	Monsters			5,939,666	4,700,744	4,655,814	5,226,672	4,689,668	3,568,626		-21%	-1%	-10%	-24%	-3%														
56	HD News			2,066,859	2,072,620	2,098,324	2,171,765	2,277,777	2,357,499		0%	1%	3%	5%	3%														
57	HD Holdings										#DIV/0!	#DIV/0!	#DIV/0!	#DIV/0!	#DIV/0!														
58																													
59	Total Expenses			40,506,630	46,272,025	54,126,357	53,748,849	52,739,981	51,648,296		14%	17%	-1%	-2%	-2%														

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	V	W	X	Y	Z	AA	AB
1	Voom HD Networks																											
2	Programming and Production Overhead By Channel																											
3	2008 Budget & Five Year Plan																											
4																												
5																												
6																												
7				2007 Q3 Fcst	2008 Budget	2009 Budget	2010 Budget	2011 Budget	2012 Budget																			
8																												
9				Rush	626,966	1,027,637	1,027,637	1,027,637	1,027,637		64%	0%	0%	0%	0%													
10				WorldSport	467,493	764,519	764,519	764,519	764,519		64%	0%	0%	0%	0%				100	120	144	173	207	249	299	Cash		
11				GamePlay	528,367	825,385	825,385	825,385	825,385		56%	0%	0%	0%	0%				25	55	91	134	161	193	232	Amort		
12				Rave	724,253	795,120	795,120	795,120	795,120		10%	0%	0%	0%	0%					120%	65%	47%	20%	20%	20%	20%		
13				Gallery	801,117	859,417	859,417	859,417	859,417		7%	0%	0%	0%	0%				(75)	(65)	(53)	(39)	(46)	(56)	(67)	c-Contractual Rights		
14				Equator	466,722	572,862	572,862	572,862	572,862		23%	0%	0%	0%	0%													
15				Treasure	985,276	1,143,517	1,143,517	1,143,517	1,143,517		16%	0%	0%	0%	0%													
16				Ultra	1,256,594	1,206,345	1,206,345	1,206,345	1,206,345		-4%	0%	0%	0%	0%													
17				Total	5,856,789	7,194,802	7,194,802	7,194,802	7,194,802		23%	0%	0%	0%	0%													
18																												
19																												
20	* Includes HD transfer costs																											

	A	B	C	D	E	F	G
1	Voom HD Networks						
2	Contractual Programming Liabilities						
3	11/26/2007 9:59						
4							
5			Budget				
6			2007	2008	2009	2010	2011
7							
8	Beginning Liability		#REF!	#REF!	#REF!	#REF!	#REF!
9							
10	2008 Non-Commitments		#REF!	-	-	-	-
11	Payments		(32,976,676)	(23,047,389)	(41,076,637)	(43,699,465)	(45,423,796)
12							
13	Year End Liabilities		#REF!	#REF!	#REF!	#REF!	#REF!
14							
15							
16							

	A	B	C	D	E	F	G	H	I	J
1	Voom HD Networks									
2	Contractual Programming Cash Payments									
3	11/26/2007 9:59									
4			Budget							Total
5			2008	2009	2010	2011	2012	Beyond		Liabilities
6										
7	Total Voom									
8		Committed as of 9/25/07	\$ 17,654,213	\$ 7,158,066	\$ 3,950,918	\$ 3,084,705	\$ 2,395,128	#REF!		#REF!
9		Non-Committed	15,322,463	15,889,323	37,125,719	40,614,760	43,028,669	#REF!		#REF!
10	Total Cash Payments		32,976,676	23,047,389	41,076,637	43,699,465	45,423,796	#REF!		#REF!
11										
12	Ultra	Committed as of 9/25/07	936,000	936,000	468,000	-	-	-		2,340,000
13	Ultra	Non-Committed	1,474,627	-	-	-	-	-		1,474,627
14	Ultra	Total Payments	2,410,627	936,000	468,000	-	-	-		3,814,627
15										
16	Equator	Committed as of 9/25/07	660,250	-	-	-	-	-		660,250
17	Equator	Non-Committed	60,000	-	-	-	-	-		60,000
18	Equator	Total Payments	720,250	-	-	-	-	-		720,250
19										
20	Gallery	Committed as of 9/25/07	591,480	-	-	-	-	-		591,480
21	Gallery	Non-Committed	600,000	-	-	-	-	-		600,000
22	Gallery	Total Payments	1,191,480	-	-	-	-	-		1,191,480
23										
24	Treasure	Committed as of 9/25/07	315,000	-	-	-	-	-		315,000
25	Treasure	Non-Committed	-	-	-	-	-	-		-
26	Treasure	Total Payments	315,000	-	-	-	-	-		315,000
27										
28	Rush	Committed as of 9/25/07	1,232,340	-	-	-	-	-		1,232,340
29	Rush	Non-Committed	3,196,413	1,025,000	1,020,000	520,000	-	-		5,761,413
30	Rush	Total Payments	4,428,753	1,025,000	1,020,000	520,000	-	-		6,993,753
31										
32	WorldSport	Committed as of 9/25/07	1,925,000	1,500,000	-	-	-	-		3,425,000
33	WorldSport	Non-Committed	1,229,913	-	-	-	-	-		1,229,913
34	WorldSport	Total Payments	3,154,913	1,500,000	-	-	-	-		4,654,913
35										

	A	B	C	D	E	F	G	H	I	J
1	Voom HD Networks									
2	Contractual Programming Cash Payments									
3	11/26/2007 9:59									
4			Budget							Total
5			2008	2009	2010	2011	2012	Beyond		Liabilities
6										
36	Gameplay	Committed as of 9/25/07	550,000	-	-	-	-	-		550,000
37	Gameplay	Non-Committed	<u>1,264,502</u>	-	-	-	-	-		<u>1,264,502</u>
38	Gameplay	Total Payments	1,814,502	-	-	-	-	-		1,814,502
39										
40	Rave	Committed as of 9/25/07	1,527,000	108,000	-	-	-	-		1,635,000
41	Rave	Non-Committed	<u>2,853,000</u>	<u>1,777,917</u>	<u>457,333</u>	-	-	-		<u>5,088,250</u>
42	Rave	Total Payments	4,380,000	1,885,917	457,333	-	-	-		6,723,250
43										
44	Monsters	Committed as of 9/25/07	3,102,032	2,042,542	1,503,110	1,558,522	1,448,073	2,665,364		12,319,643
45	Monsters	Non-Committed	<u>175,000</u>	<u>2,676,406</u>	<u>4,855,857</u>	<u>5,692,130</u>	<u>6,301,304</u>	-		<u>19,700,697</u>
46	Monsters	Total Payments	3,277,032	4,718,948	6,358,968	7,250,653	7,749,377	2,665,364		32,020,341
47										
48	HD Cinema	Committed as of 9/25/07	5,260,490	2,539,927	1,979,808	1,526,183	947,054	1,779,612		14,033,075
49	HD Cinema	Non-Committed	<u>884,000</u>	<u>650,000</u>	<u>21,992,528</u>	<u>24,802,630</u>	<u>26,167,365</u>	-		<u>74,496,523</u>
50	HD Cinema	Total Payments	6,144,490	3,189,927	23,972,336	26,328,813	27,114,420	1,779,612		88,529,598
51										
52	Family Room	Committed as of 9/25/07	903,338	-	-	-	-	#REF!		#REF!
53	Family Room	Non-Committed	<u>1,485,008</u>	<u>4,950,000</u>	<u>4,400,000</u>	<u>4,800,000</u>	<u>5,280,000</u>	<u>#REF!</u>		<u>#REF!</u>
54	Family Room	Total Payments	2,388,346	4,950,000	4,400,000	4,800,000	5,280,000	#REF!		#REF!
55										
56	Animania	Committed as of 9/25/07	651,283	31,597	-	-	-	-		682,881
57	Animania	Non-Committed	<u>2,100,000</u>	<u>4,810,000</u>	<u>4,400,000</u>	<u>4,800,000</u>	<u>5,280,000</u>	<u>1,350,000</u>		<u>22,740,000</u>
58	Animania	Total Payments	2,751,283	4,841,597	4,400,000	4,800,000	5,280,000	1,350,000		23,422,881

	A	B	C	D	E	F	G	H	I	J
1	Voom HD Networks									
2	Programming Rights Amortization by Year for Committed deals									
3	11/26/2007 9:59									
4			Budget							Total
5			2008	2009	2010	2011	2012	Beyond		Liabilities
6										
7	Total Voom									
8		Committed as of 9/25/07	\$ 15,675,839	\$ 12,961,592	\$ 6,726,544	\$ 4,358,332	\$ 2,756,721	\$ 4,012,165		\$ 46,491,192
9		Non-Committed	12,312,120	#REF!	#REF!	#REF!	#REF!	#REF!		#REF!
10	Total Amortization		27,987,959	#REF!	#REF!	#REF!	#REF!	#REF!		#REF!
11										
12	Ultra	Committed as of 9/25/07	957,367	957,367	617,441	31,200	-	-		2,563,375
13	Ultra	Non-Committed	1,474,627	1,474,627	-	-	-	-		2,949,253
14	Ultra	Total Amortization	2,431,993	2,431,993	617,441	31,200	-	-		5,512,628
15										
16	Equator	Committed as of 9/25/07	895,618	828,437	669,710	440,911	279,292	359,101		3,473,070
17	Equator	Non-Committed	-	-	-	-	-	-		-
18	Equator	Total Amortization	895,618	828,437	669,710	440,911	279,292	359,101		3,473,070
19										
20	Gallery	Committed as of 9/25/07	494,613	217,594	122,171	70,276	2,861	-		907,513
21	Gallery	Non-Committed	75,030	-	-	-	-	-		75,030
22	Gallery	Total Amortization	569,643	217,594	122,171	70,276	2,861	-		982,543
23										
24	Treasure	Committed as of 9/25/07	253,354	-	-	-	-	-		253,354
25	Treasure	Non-Committed	-	-	-	-	-	-		-
26	Treasure	Total Amortization	253,354	-	-	-	-	-		253,354
27										
28	Rush	Committed as of 9/25/07	753,890	450,521	401,284	401,284	394,534	314,898		2,716,410
29	Rush	Non-Committed	1,270,925	1,226,762	1,014,540	952,758	663,651	491,111		5,619,747
30	Rush	Total Amortization	2,024,815	1,677,283	1,415,823	1,354,042	1,058,185	806,009		8,336,157
31										
32	WorldSport	Committed as of 9/25/07	2,141,776	3,127,794	44,056	26,000	26,000	52,000		5,417,625
33	WorldSport	Non-Committed	505,384	8,422	(199,346)	269,155	182,292	-		765,906
34	WorldSport	Total Amortization	2,647,159	3,136,216	(155,291)	295,155	208,292	52,000		6,183,531
35										

	A	B	C	D	E	F	G	H	I	J
1	Voom HD Networks									
2	Programming Rights Amortization by Year for Committed deals									
3	11/26/2007 9:59									
4			Budget							Total
5			2008	2009	2010	2011	2012	Beyond		Liabilities
6										
36	Gameplay	Committed as of 9/25/07	340,636	-	-	-	-	-		340,636
37	Gameplay	Non-Committed	(344,081)	-	-	-	-	-		(344,081)
38	Gameplay	Total Amortization	(3,445)	-	-	-	-	-		(3,445)
39										
40	Rave	Committed as of 9/25/07	1,870,257	1,404,067	804,518	334,551	314,167	240,625		4,968,185
41	Rave	Non-Committed	822,698	1,466,292	1,561,066	770,722	351,583	263,528		5,235,889
42	Rave	Total Amortization	2,692,955	2,870,359	2,365,584	1,105,274	665,750	504,153		10,204,074
43										
44	Monsters	Committed as of 9/25/07	4,424,744	3,404,814	2,350,672	1,988,668	1,392,626	2,754,942		16,316,465
45	Monsters	Non-Committed	725,309	#REF!	#REF!	#REF!	#REF!	#REF!		#REF!
46	Monsters	Total Amortization	5,150,052	#REF!	#REF!	#REF!	#REF!	#REF!		#REF!
47										
48	HD Cinema	Committed as of 9/25/07	1,928,579	1,290,922	772,102	528,926	68,815	107,990		4,697,333
49	HD Cinema	Non-Committed	6,321,759	15,026,250	18,360,672	22,070,364	25,015,053	#REF!		#REF!
50	HD Cinema	Total Amortization	8,250,338	16,317,172	19,132,774	22,599,290	25,083,868	#REF!		#REF!
51										
52	Family Room	Committed as of 9/25/07	865,994	884,327	580,438	172,365	2,533	-		2,505,658
53	Family Room	Non-Committed	550,000	2,372,222	3,839,444	4,906,667	4,857,778	#REF!		#REF!
54	Family Room	Total Amortization	1,415,994	3,256,550	4,419,883	5,079,031	4,860,311	#REF!		#REF!
55										
56	Animania	Committed as of 9/25/07	749,013	395,749	364,151	364,151	275,893	182,610		2,331,567
57	Animania	Non-Committed	910,470	2,670,151	4,031,333	5,118,000	5,111,667	3,786,806		21,628,426
58	Animania	Total Amortization	1,659,482	3,065,899	4,395,485	5,482,151	5,387,560	3,969,415		23,959,993

	A	B	C	D	E	F	G
1		2007	2008	2009	2010	2011	2012
2	Cash						
3	Committed	1,104,838	753,338	0	0	0	0
4	Non-Committed	200,008	1,635,008	3,307,500	3,815,000	4,095,000	4,515,000
5	Total	\$1,304,846	\$2,388,346	\$3,307,500	\$3,815,000	\$4,095,000	\$4,515,000
6							
7	Amort						
8	Committed	383,685	765,994	784,327	513,772	172,365	2,533
9	Non-Committed	1,389	441,113	2,096,946	3,384,169	4,424,169	4,283,890
10	Total	385,074	1,207,107	2,881,274	3,897,940	4,596,533	4,286,423
11							
12	Contractual Rights Adj	(\$919,772)	(\$1,181,240)	(\$426,226)	\$82,940	\$501,533	(\$228,577)
13							
14	Cash Expense	\$1,304,846	\$2,388,346	\$3,307,500	\$3,815,000	\$4,095,000	\$4,515,000