

October 1, 2012

VIA HAND DELIVERY

Hon. Richard B. Lowe III
New York State Supreme Court
100 Centre Street, Room 1735
New York, New York 10013

Re: *VOOM HD Holdings LLC v. EchoStar Satellite L.L.C. (Index No. 600292/2008)*

Dear Justice Lowe:

Plaintiff respectfully submits this letter to renew its request for immediate *in camera* review of documents, identified in our September 24, 2012 letter, that EchoStar has withheld on claims of privilege. EchoStar's opening statement on Friday confirms that EchoStar intends to make arguments directly implicating these improperly withheld documents. Mr. Bennett argued, for example, that only \$59.1 million counts as spending "on the Service" under the Affiliation Agreement ("the spend provision"), but two days before that deal was finalized, EchoStar's Director of Finance prepared a memo to EchoStar's senior executives—which EchoStar is withholding on privilege grounds—that may prove that EchoStar's top executives fully understood that expenses other than programming also counted under the spend provision. Mr. Bennett also argued that Annex B to the Partnership Agreement, which contradicts EchoStar's interpretation of the spend provision, has no bearing on that provision. We have reason to believe, however, that another withheld document—an Audit Report addressing whether Plaintiff had spent enough "on the Service"—will show that EchoStar's own auditor used the same Annex B to audit Plaintiff's compliance with the spend provision.

The minimal burden imposed on EchoStar by submitting this small group of documents for *in camera* review is substantially outweighed by the potential prejudice to Plaintiff and the integrity of trial proceedings if key documents are improperly withheld during Plaintiff's case. It is telling that EchoStar did not offer to produce the documents for Court review, which could swiftly have resolved this matter. We respectfully request that the Court review these documents as early as possible.

Respectfully submitted,



Orin Snyder

cc: All Counsel of Record