

Northwest Broadcasting, Inc.

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February 1, 2011

Michael D. White
President and Chief Executive Officer
DIRECTV
2230 East Imperial Highway
El Segundo, CA 90245

Dear Mike:

I received your fax today. We had anticipated a rapid conclusion to our retransmission negotiation with DIRECTV. Since your letter mentioned only the Super Bowl, it appears you intend to continue to deprive our markets of access to the local news, weather and emergency information they need. More than sports fans rely on our programming. Therefore, we request you restore our stations in full to DIRECTV effective immediately for four weeks to allow us the time to reach a fair and equitable retransmission agreement. This would include a substantive one-on-one negotiating discussion with me at any time before the close of business on Friday, February 11, during which time the two of us can resolve this matter in private to the mutual *benefit of our viewers, advertisers, communities and employees.*

In addition, we are requesting that you refund any early termination fees you have charged DIRECTV customers who choose to switch providers because they cannot access our stations. We are deeply disturbed by the numerous phone calls, e-mails and reports we are receiving from DIRECTV subscribers in our markets, many of whom are retirees on fixed and reduced incomes, who are facing very large fees when attempting to cancel their service so they can switch to another provider. They want the freedom to access our local news, community programming, weather alerts and school information in addition to our lineup of Fox network programming such as the *Super Bowl*, *American Idol* and *Glee*, but were told you are requiring them to pay onerous early termination fees – in many cases hundreds of dollars – to unshackle themselves from your service. Just this past Monday one couple in Weston, Ore., who loyally watch a nearby Fox station e-mailed us to tell us they simply can't afford the outrageous \$360 early termination fee DIRECTV is demanding. Customers in other states have told us similar stories.

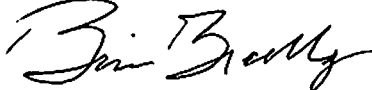
We found this request unconscionable given that DIRECTV's unfair actions are directly responsible for reducing the programming services available to these consumers, and for the failure to reach a new retransmission agreement. It is even more surprising that DIRECTV is doing this in Washington state, given that less than two months ago you agreed to pay \$1 million to settle Attorney General Rob McKenna's lawsuit alleging

"deceptive and unfair practices" that included allegations DIRECTV forced customers to pay up to \$480 in early cancellation fees.

We intend to take this matter up with the attorneys general in the states in which we have stations that are not being aired by you. We stand with our audience, and that is why we would prefer that you restore access to our stations for the next four weeks, even though doing so may weaken our negotiating position. We accept that possibility more readily than watching our audiences in Medford, Ore., Binghamton, N.Y. (including Northern Pennsylvania), Spokane, Wash. (including 10 counties in Northern Idaho), and Yakima, Wash. (including the cities of Richland, Pasco and Kennewick) be subjected to your onerous early termination fees--charges which even cellular phone companies have prorated to avoid legislative or regulatory action.

Naturally, we expect as a condition you will shut off any distant Fox stations you are currently importing into Northwest Broadcasting's markets and replace them with Northwest's local stations. We are confident that if DIRECTV approaches our negotiations rationally and in good faith that we can find common ground. Northwest is asking for less than 3 cents a day per subscriber, compared to the more than \$92 per month on average DIRECTV is reported to bill each of its subscribers. We and our audiences think it is time you put your customers ahead of your profits.

Sincerely,

A handwritten signature in black ink that reads "Brian Brady". The signature is written in a cursive, flowing style.

Brian W. Brady

President/CEO

Northwest Broadcasting, Inc.

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