

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

MEREDITH CORPORATION, et al.	:	Case No. 09 Civ. 9177 (PAE)
	:	
	:	DECLARATION OF ERIC S.
	:	HOCHSTADT IN SUPPORT OF
v.	:	PLAINTIFFS' UNOPPOSED
	:	MOTION FOR PRELIMINARY
SESAC, LLC, et al.	:	APPROVAL OF SETTLEMENT

I, Eric S. Hochstadt, hereby declare, pursuant to 28 U.S.C. § 1746, as follows:

I am a partner with the law firm Weil, Gotshal & Manges LLP and represent Meredith Corporation, The E.W. Scripps Company, Scripps Media, Inc., Hoak Media, LLC, Hoak Media of Nebraska, LLC, and Hoak Media of Dakota, LLC in the above-captioned action. I submit this Declaration in support of Plaintiffs' Unopposed Motion for Preliminary Approval of Settlement.

1. Attached hereto as Exhibit 1 is a true and correct copy of the Settlement Agreement and its Exhibits, executed on October 14, 2014.
2. Attached hereto as Exhibit 2 is a true and correct copy of Plaintiffs' Memorandum of Law in Opposition to Defendant SESAC, LLC's Motion for Summary Judgment, filed on September 27, 2013 (ECF No. 132).
3. Attached hereto as Exhibit 3 is a true and correct copy of the Memorandum of Law in Support of Plaintiffs' Motion for Class Certification, excluding exhibits, filed on July 11, 2014. This document was previously filed under seal (ECF No. 163).
4. Attached hereto as Exhibit 4 is a true and correct copy of the operative ASCAP Consent Decree, *United States v. ASCAP*, 2001-2 Trade Cas. (CCH) ¶ 73,474 (S.D.N.Y. June 11, 2001).

5. Attached hereto as Exhibit 5 is a true and correct copy of the operative BMI Consent Decree, *United States v. BMI*, 1996-1 Trade Cas. (CCH) ¶ 71,378 (S.D.N.Y. Nov. 18, 1994).
6. Attached hereto as Exhibit 6 is a true and correct copy of the Public Comments of the American Society of Composers, Authors and Publishers Regarding Review of the ASCAP and BMI Consent Decrees, dated August 6, 2014.
7. Attached hereto as Exhibit 7 is a true and correct copy of the Public Comments of Broadcast Music, Inc., U.S. Department of Justice, Antitrust Division, Review of Consent Decree in *United States v. Broadcast Music, Inc.*, dated August 6, 2014.
8. Attached hereto as Exhibit 8 is a true and correct copy of cited excerpts from Defendant SESAC LLC's Reply Statement to Plaintiffs' Local Rule 56.1 Responses, filed on September 27, 2013 (ECF No. 137-2).
9. Attached hereto as Exhibit 9 is a true and correct copy of Plaintiffs' Merits Expert Report by Professor Adam B. Jaffe, dated March 4, 2013, with partial redactions to pages 21, 85, 88, and Appendix E. This document was previously filed under seal on August 2, 2013 (ECF No. 120).
10. Attached hereto as Exhibit 10 is a true and correct copy of Plaintiffs' Class Certification Expert Report by Dr. Russell L. Lamb, dated July 10, 2014. This document was previously filed under seal on July 11, 2014 (ECF No. 163).
11. Attached hereto as Exhibit 11 is a true and correct copy of the Memorandum of Law in Support of Defendant SESAC, LLC's Motion for Summary Judgment, filed on September 27, 2013 (ECF No. 130).

12. Attached hereto as Exhibit 12 is a true and correct copy of the Amended Expert Report of Dr. David S. Evans, dated April 19, 2013. This document was previously filed under seal on August 2, 2013 (ECF No. 120).
13. Attached hereto as Exhibit 13 is a true and correct copy of the class certification decision in *Buffalo Broadcasting Co., Inc. v. ASCAP*, Memorandum Decision, 78 Civ. 5760 (S.D.N.Y. Dec. 5, 1980).
14. Attached hereto as Exhibit 14 is a true and correct copy of cited excerpts from the transcript of the deposition of Alix Steier, dated November 28, 2012.
15. Attached hereto as Exhibit 15 is a true and correct copy of cited excerpts from the transcript of the deposition of Willard Hoyt, dated December 11, 2012.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
October 15, 2014



Eric S. Hochstadt