



MARC DANN  
ATTORNEY GENERAL  
STATE OF OHIO

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*Ohio Attorney General Dann, with bipartisan support from 10 colleagues,  
asks FCC to take state views, question XM-Sirius merger*

Citing antitrust and broader public interest concerns, Ohio Attorney General Marc Dann today joined attorneys general from 10 other states in asking the Federal Communications Commission to utilize its role to carefully review the proposed merger between Sirius and XM, the only two companies in the United States that provide satellite radio service. In a letter to FCC Chairman Kevin McMartin, Attorney General Dann asked the Commission to give the states' concerns – previously expressed to the Department of Justice – due consideration.

Mr. Dann and attorneys general from across the United States decided to appeal to the FCC after the Antitrust Division of the U.S. Justice Department announced that it would not attempt to block the Sirius–XM merger despite the fact that it would eliminate all competition in the satellite radio industry.

“Quite frankly, the FCC’s role in considering whether the public interest is being met with this merger gives it a broader role than the DOJ’s Antitrust Division had, and we think that public interest concern should raise several red flags for consumers about this deal,” Mr. Dann said. “The public interest is only met if consumers would benefit from this deal, and the states have expressed their concerns that conditions – like a la carte pricing or at least forcing this monopoly to divest some of the satellite spectrum – might be the only way to meet that interest.”

“If this deal is allowed to proceed, Ohioans and radio listeners across the country will be forced to listen to limited programming offered by a monolithic entity at prices set in a monopolistic environment,” Mr. Dann said. “The antitrust laws were enacted to prevent deals like this. Since the Department of Justice didn’t use those laws to prevent this monopoly, the FCC should use its powers to protect the public interest.”

Along with Ohio Attorney General Dann, the letter to Commission Martin was signed by Attorneys General Richard Blumenthal of Connecticut, Tom Miller of Iowa, Douglas F. Gansler of Maryland, Jim Hood of Mississippi, Jay Nixon of Missouri, Catherine Cortez Masto of Nevada, W.A. Drew Edmondson of Oklahoma, Patrick C. Lynch of Rhode Island, Mark Shurtleff of Utah and Rob McKenna of Washington.

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March 27, 2008

The Honorable Kevin J. Martin  
Chairman  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, D.C. 20554

Re: XM – Sirius Merger

Dear Chairman Martin:

We write to you today, on behalf of the State of Ohio and ten other states, regarding our concerns about the requested transfer of license sought by XM Radio and Sirius Radio. In particular, we would like to discuss the implications of the “Statement of the Department of Justice Antitrust Division on Its Decision to Close Its Investigation of XM Satellite Radio Holdings Inc.’s Merger with Sirius Satellite Radio Inc.” that was issued on March 24, 2008.

The combination of these companies will result in a single corporation controlling access to all nationally-available satellite radio. Given the national footprint, we are disappointed that the Department of Justice Antitrust Division would permit this merger to proceed unchallenged or without the imposition of appropriate terms and conditions that would reduce the proposed transaction’s anticompetitive impact, such as the divestiture of spectrum to allow the entry of a new entity into this market.

Given that the FCC looks to a broader public interest standard than does the DOJ in fashioning its decisions in this context, we urge the FCC to address these important issues and give due consideration to the many concerns of the states. Our offices stand ready to share with you our thoughts on the potential value of various remedial conditions available, such as mandatory publicly available interoperable receivers, a la carte pricing, and divestiture of spectrum.

We share these views and concerns with you and offer the assistance of our offices as you conclude your review of this request for transfer of license. Thank you for the efforts of the Commission and its staff in this matter.

Sincerely yours,



Attorney General Marc Dann  
State of Ohio



Attorney General Jay Nixon  
State of Missouri



Attorney General Richard Blumenthal  
State of Connecticut



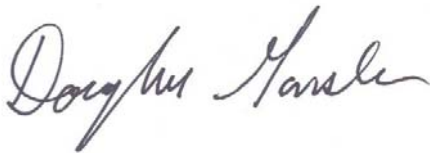
Attorney General Catherine Cortez Masto  
State of Nevada



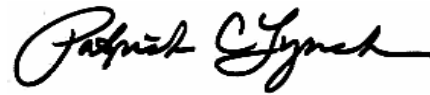
Attorney General Tom Miller  
State of Iowa



Attorney General W.A. Drew Edmondson  
State of Oklahoma



Attorney General Douglas F. Gansler  
State of Maryland



Attorney General Patrick C. Lynch  
State of Rhode Island



Attorney General Jim Hood  
State of Mississippi



Attorney General Mark Shurtleff  
State of Utah



Attorney General Rob McKenna  
State of Washington

cc: The Honorable Michael J. Copps, Commissioner  
The Honorable Jonathan S. Adelstein, Commissioner  
The Honorable Deborah Taylor Tate, Commissioner  
The Honorable Robert M. McDowell, Commissioner