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May 25, 2005

Mrs. Diane Rhéaume
Secretary General
Canadian Radio-television and
Telecommunications Commission
Les Terrasses de la Chaudière
Central Building
1 Promenade de la Portage
Hull, Quebec J8X 4B1

Re: Application 2005-0419-3

Dear Mrs. Rhéaume,

We are in receipt of your letter dated May 11, 2005 in respect of the application by Astral Broadcasting Group Inc. ("Astral") dated April 6, 2005 to amend the licence of the English-language pay television service, The Movie Network, to permit the current distribution of an upgraded high definition version of the service (the "Application").

Below are Astral's answers to the Commission's deficiency questions:

1. **You indicated that not less than 95% of the video and audio components of the upgraded version of the services will be the same. Please indicate your programming plans for whatever portions of the video and audio components will not be the same.**

   At the current time, The Movie Network has no plans for any portion of the video and audio components of the upgraded version of the service to be different than the standard definition version of the service.

   By way of additional clarification with respect to the specific amendment to the broadcasting licence for The Movie Network, we note that our Application proposed the following wording for the amendment:

   > *The licensee may also distribute an upgraded version of its standard definition service in high-definition format, provided that*

not less than 95% of the video and audio components of the upgraded and standard definition versions of the service are comparable. The upgraded version of the service shall include additional channels containing high-definition versions of the existing standard definition multiplexed channels offered by the licensee.

The foregoing specific licence amendment was proposed in our Application in order to take into account the unique attributes of pay television services, as described in more detail in our Application. However, in order to conform with the approach in the above-noted deficiency question, we confirm that not less than 95% of the video and audio components of the upgraded version of the services will be the same. As noted above, all titles offered to subscribers of The Movie Network in HD format will already be made available as part of the standard definition feed.

In order to ensure consistency with the specific wording used by the Commission in Public Notice 2003-61 (and as confirmed in Public Notice CRTC 2004-58) and the wording used in the deficiency question, we propose the following revised amendment to our condition of licence which will replace the proposed amendment set out in our Application:

The licensee may also distribute an upgraded version of its standard definition service in high-definition format, provided that not less than 95% of the video and audio components of the upgraded and standard definition versions of the service are the same, exclusive of any part of the service carried on a subsidiary signal.

2. **Please provide an address where the application can be viewed by the general public**.

The application can be reviewed by the general public at the following address:

Astral Television Networks
BCE Place
181 Bay Street, Suite 100
Toronto, ON
M5J 2T3

If you have any further questions or require further information, please do not hesitate to contact the undersigned.

Yours truly,

Astral Television Networks,
A Division of ASTRAL BROADCASTING GROUP INC.

Alicia Barin, Vice-President