



October 21, 2014

General Manager  
Wave Broadband/Astound Broadband  
615 Bear Creek Road  
Garberville, CA 95542

**Re: Proposed Retransmission Consent Agreement**

Dear General Manager:

As you know, KAEF/KECA (the "Station") has elected retransmission consent status on your system for the cycle that will begin on January 1, 2015. Your right to retransmit the Station's broadcast signal is set to terminate at the end of this year.

We value the relationship between your systems and the Station, and do not wish to see any disruption in your right to carry the Station. Accordingly, enclosed herein you will find our proposal for a new retransmission consent agreement, which we hope you will execute and return to me at the address listed below.

We believe that the terms we have offered in exchange for the right to retransmit the Station's signals are under fair market value. Indeed, you will find that the consideration requested in exchange for the right to retransmit the Station's signal is below what you likely will pay over the next three years to carry many less popular cable programming channels.

If you disagree and decide not to accept this offer, we stand ready to pursue good faith negotiations in an effort to reach mutually acceptable terms for retransmission consent that assure continued subscriber access to the Station's programming and reflect the market value of the Station's signals.

I can be reached by telephone at (530) 243-777 x701.

Respectfully,

Andrew Stewart  
Vice President/ General Manager



Supplying services to Esteem Broadcasting/KCVU/KBVU pursuant to a shared services agreement



October 21, 2014

Andrea Prichard  
Wave Broadband/Astound Broadband  
401 Parkplace Center Suite: 500  
Kirkland, WA 98033

**Re: Proposed Retransmission Consent Agreement**

Dear Andrea:

As you know, KAEF/KECA (the "Station") has elected retransmission consent status on your system for the cycle that will begin on January 1, 2015. Your right to retransmit the Station's broadcast signal is set to terminate at the end of this year.

We value the relationship between your systems and the Station, and do not wish to see any disruption in your right to carry the Station. Accordingly, enclosed herein you will find our proposal for a new retransmission consent agreement, which we hope you will execute and return to me at the address listed below.

We believe that the terms we have offered in exchange for the right to retransmit the Station's signals are under fair market value. Indeed, you will find that the consideration requested in exchange for the right to retransmit the Station's signal is below what you likely will pay over the next three years to carry many less popular cable programming channels.

If you disagree and decide not to accept this offer, we stand ready to pursue good faith negotiations in an effort to reach mutually acceptable terms for retransmission consent that assure continued subscriber access to the Station's programming and reflect the market value of the Station's signals.

I can be reached by telephone at (530) 243-777 x701.

Respectfully,

Andrew Stewart  
Vice President/ General Manager



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