

# Weil, Gotshal & Manges LLP

BY EMAIL

1300 Eye Street NW, Suite 900  
Washington, DC 20005-3314  
+1 202 682 7000 tel  
+1 202 857 0940 fax

Arif H. Ali, Esq.  
+1 202 682 7004  
arif.ali@weil.com

April 19, 2012

Contact Information Redacted

Re: ICC 17917/VRO  
EMPLOY MEDIA LLC (U.S.A.) vs/ INTERNET CORPORATION FOR ASSIGNED NAMES  
AND NUMBERS (U.S.A.)

Dear **Contact Information**

On behalf of Employ Media LLC (“Employ Media”), I am writing in response to your letter of April 13, 2012, and the draft Terms of Reference that you circulated at that time. We appreciate the Tribunal’s effort preparing the draft Terms of Reference and offer our comments below for your consideration.

Employ Media agrees with the Tribunal that a preparatory conference is appropriate. We are amenable to opposing counsel’s suggestion, in their letter of April 18, that the conference be held telephonically instead of in person and can be available for such a conference on any of the dates that you proposed. We are happy to travel to Los Angeles, however, if the Tribunal would prefer an in-person meeting. In that case, we would ask that the meeting take place on May 8.

Employ Media also agrees with the Tribunal’s approach to hearings, as articulated in Paragraph 47 of the draft Terms of Reference. We continue to believe that a live evidentiary hearing and the opportunity to cross-examine witnesses will help us to clarify important elements of the matter for the Tribunal. Nevertheless, we are mindful of opposing counsel’s reservations on this point. Therefore, although we think that Paragraph 47 of the Terms of Reference should not be changed, the parties could revisit the issue after submitting their memoranda to the Tribunal, as ICANN proposes, and if at that time there is agreement that a live hearing is unnecessary, the parties and Tribunal could discuss other options and amend the Terms of Reference accordingly.

Employ Media agrees with the Tribunal and ICANN regarding the Transparency and Confidentiality provision in Paragraph 55 of the draft Terms of Reference.

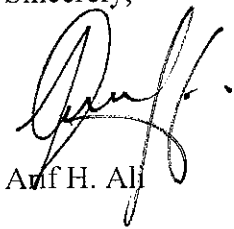
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We have reviewed and have no substantive revisions to propose regarding the balance of the document. We have, however, suggested a few superficial edits in the attached markup.

Again, we appreciate your efforts preparing the draft and look forward to meeting with the Tribunal and opposing counsel and executing the Terms of Reference at the preparatory conference.

Sincerely,

A handwritten signature in black ink, appearing to read "Arif H. Ali". The signature is fluid and cursive, with a large initial "A" and "H".

Arif H. Ali

Enclosure

cc: Jeffrey A. LeVee, Esq.  
Eric P. Enson, Esq.  
John L. Murino, Esq.  
Alexandre de Gramont, Esq.