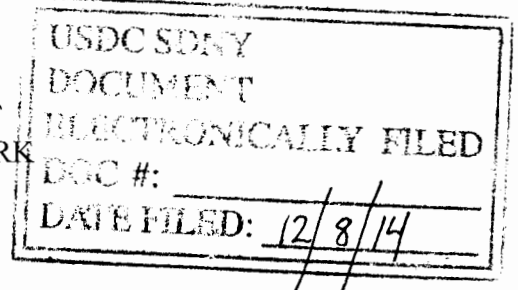


IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK



TNS MEDIA RESEARCH, LLC (d/b/a)
KANTAR MEDIA AUDIENCES) and
CAVENDISH SQUARE HOLDING, B.V.,

Plaintiffs,

v.

TIVO RESEARCH AND ANALYTICS,
INC.,

Defendant

CIVIL ACTION NO.: 11 CIV. 4039
(SAS)

ECF CASE

TIVO RESEARCH AND ANALYTICS,
INC.,

Counterclaim Plaintiff,

v.

TNS MEDIA RESEARCH, LLC (d/b/a)
KANTAR MEDIA AUDIENCES);
CAVENDISH SQUARE HOLDING, B.V.;
WPP PLC; WPP GROUP USA, INC.;
KANTAR GROUP LTD.; and KANTAR
RETAIL AMERICA, INC.

Counterclaim-Defendants.

STIPULATION AND [PROPOSED] ORDER
ON KANTAR'S ATTORNEYS' FEES AND TAXABLE EXPENSES

On November 4, 2014, the Court granted Kantar's motion for attorneys' fees and non-taxable expenses. D.I. 204. The Court further directed Kantar to submit a detailed request for the fees and expenses recoverable pursuant to the Order.

The parties have stipulated to the amount of fees and non-taxable costs that shall be awarded to Kantar under D.I. 204 in the event that Order is affirmed on appeal or if TRA chooses not to file an appeal. The parties have further stipulated to keep the amount confidential except to the extent required to be disclosed by law.

Kantar agrees that this Judgment shall not be enforceable prior to the outcome of any appeal, and that TRA need not post a bond.

TRA reserves its right to appeal the merits of the Court's Order (D.I. 204), but not the amount of the award of fees and non-taxable expenses.

Dated: December 5, 2014

TNS MEDIA RESEARCH, LLC (d/b/a)
KANTAR MEDIA AUDIENCES);
CAVENDISH SQUARE HOLDING, B.V.;
WPP PLC; WPP GROUP USA, INC.;
KANTAR GROUP LTD.; and KANTAR
RETAIL AMERICA, INC.


By their attorneys,

/s/ Michael A. Albert

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SO ORDERED:



HON. SHIRA A. SCHEINDLIN
United States District Judge

12/8/14

TIVO RESEARCH AND ANALYTICS, INC.,

By its attorneys,

/s/ Perry Mark Goldberg (with consent)

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CERTIFICATE OF SERVICE

I certify that this document is being filed through the Court's electronic filing system, which serves counsel for other parties who are registered participants as identified on the Notice of Electronic Filing (NEF). Any counsel for other parties who are not registered participants are being served by first class mail on the date of electronic filing.

Any documents filed "Under Seal" will be served on counsel for TRA by electronic means, per agreement of the parties.

/s/ Michael A. Albert