

Macrovision – Gemstar-TV Guide External FAQs

Q: What is the news?

A: Macrovision and Gemstar-TV Guide announced the two companies have signed a definitive agreement for Macrovision to acquire Gemstar-TV Guide in a cash and stock transaction. The aggregate value of the transaction to Gemstar-TV Guide stockholders, based on the closing price for the Macrovision stock on December 6, 2007, is approximately \$2.8 billion.

Macrovision and Gemstar-TV Guide bring together a unique combination of assets and a shared vision for the digital world. Together they will provide a broad set of customers (CE manufacturers, MSOs, DBS's, content providers, portals, etc.) with the tools, services and technologies to allow consumers to discover, acquire, manage and enjoy content virtually anytime, anywhere and thus drive new revenue opportunities for their respective businesses.

The company, formerly known as Gemstar International Group Limited, was founded in 1992. It changed its name to Gemstar-TV Guide International, Inc., when it merged with TV-Guide in 2000. Gemstar-TV Guide is based in Los Angeles.

Q: Why is Macrovision buying Gemstar-TV Guide?

A: The deal brings together two organizations with a shared vision for the future of the digital home. The acquisition will enable content providers, device manufacturers and distribution channels with the platform, content and intellectual assets and services that will deliver an integrated and rich home digital media experience to consumers.

This acquisition will enable the combined company to deliver solutions that have a transformative effect in the way consumers discover, acquire, manage and enjoy content. This transaction will help the combined company address the interoperability, content and integration challenges that have restricted the industry until today from delivering a seamless and rich consumer entertainment experience.

Q. What is Macrovision's strategy, who are they and where are they located?

A. Macrovision is a leading provider of open infrastructure to content producers (e.g., Hollywood studios), distribution channels (e.g., cable operators) and device manufacturers (e.g., consumer electronics and set top box manufacturers) that protects, enables and distributes digital content. They, much like us, have been undergoing a change in strategy in the past several years to focus on digital content and the emerging digital home.

Macrovision has been in business for the last 25 years with its corporate office in Santa Clara, Calif., and offices in San Francisco, New York and Schaumburg, Ill., the United Kingdom and Tokyo. It has approximately 850 employees.

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Q: When will the deal officially close?

A: The transaction is subject to customary closing conditions including regulatory review and stockholder approval of both companies and is expected to be completed by early second quarter of 2008.

Q: How will Gemstar-TV Guide's executive team be integrated into Macrovision Corporation?

A: Fred Amoroso will be the President and Chief Executive Officer of the combined company and James Budge will serve as Chief Financial Officer. The new Board of Directors will be comprised of four members to be designated by Macrovision and three members to be designated by Gemstar-TV Guide. Upon close of the transaction, Gemstar-TV Guide CEO Rich Battista and CFO Bedi Singh will be leaving the organization. Macrovision will carefully evaluate the management structure of the new organization and will make additional announcements as information becomes available.

Additional Information

MACROVISION AND GEMSTAR-TV GUIDE STOCKHOLDERS ARE URGED TO READ THE JOINT PROXY STATEMENT/PROSPECTUS AND REGISTRATION STATEMENT REGARDING THE PROPOSED TRANSACTION WHEN IT BECOMES AVAILABLE BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION ABOUT THE TRANSACTION. Stockholders may obtain a free copy of the joint proxy statement/prospectus and registration statement (when available), as well as other documents filed by Macrovision and Gemstar TV Guide with the Securities and Exchange Commission, at the Securities and Exchange Commission's Web site at <http://www.sec.gov>. Stockholders may also obtain a free copy of the joint proxy statement/prospectus and registration statement and the filings with the SEC that will be incorporated by reference in the joint proxy statement/prospectus directly from Macrovision by directing a request to Macrovision Investor Relations at 408-969-5475 and directly from Gemstar-TV Guide by directing a request to Gemstar-TV Guide Investor Relations at 323-817-4600.

Each company's directors and executive officers and other persons may be deemed, under Securities and Exchange Commission rules, to be participants in the solicitation of proxies in connection with the proposed transaction. Information regarding Macrovision's directors and officers can be found in its proxy statement filed with the Securities and Exchange Commission on March 20, 2007 and information regarding Gemstar-TV Guide's directors and officers can be found in its proxy statement filed with the Securities and Exchange Commission on April 10, 2007. Additional information regarding the participants in the proxy solicitation and a description of their direct and indirect interests in the transaction, by security holdings or otherwise, will be contained in the joint proxy statement/prospectus and other relevant materials to be filed with the Securities and Exchange Commission when they become available.