



THE OPTIONS CLEARING CORPORATION

#24353

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DATE: MAY 2, 2008

SUBJECT: GEMSTAR-TV GUIDE INTERNATIONAL, INC. (ELECTION MERGER) –
CONTRACT ADJUSTMENT
OPTION SYMBOL: QLF
NEW SYMBOL: GWJ
DATE: 05-05-08 (ELECTION DEADLINE: 04-28-08)

On April 29, 2008, Shareholders of Gemstar-TV Guide International, Inc. (“GMST”) voted concerning a proposed merger with Macrovision Corporation (“MVSN”).

The Merger: Aggregate Terms

The merger was approved and subsequently consummated on May 2, 2008. As a result, GMST Common Shares will be converted as follows:

- Approximately 44% of GMST Common Shares will be converted into 0.2548 Common Shares of the new, combined company “Macrovision Solutions Corporation” (“MVSND”) for each GMST Common Share (“Stock Consideration”). Cash will be paid in lieu of fractional MVSN Shares.
- Approximately 56% of GMST Common Shares will be converted into \$6.35 Cash for each GMST Common Share (“Cash Consideration”).

The Merger: Individual Share Elections

Within the terms of the aggregate merger, individual GMST Shareholders may:

- Elect to receive 0.2548 MVSN Common Shares for each GMST Common Share (“Stock Election”). Stock elections will be subject to prorations. OR,
- Elect to receive \$6.35 Cash for each GMST Common Share (“Cash Election”). Cash elections will be subject to prorations. OR,
- Elect to receive a combination of MVSN stock and cash (“Mixed Election”). OR,
- Register no preference by not making an election (“Non-Election”).
Under the terms of the election, shares which are not subject to an effective election will be treated as “non-electing” shares.

The Merger Consideration: Prorations

Stock, Cash and Mixed Elections will be subject to proration as described in the GMST/MVSN Joint Proxy Statement/Prospectus.

THE FOREGOING IS AN UNOFFICIAL SUMMARY OF THE TERMS OF THE MERGER, PREPARED BY OCC FOR THE CONVENIENCE OF CLEARING MEMBERS. OCC ACCEPTS NO RESPONSIBILITY FOR THE ACCURACY OR COMPLETENESS OF THE SUMMARY. CLEARING MEMBERS SHOULD REFER TO THE GMST/MVSN JOINT PROXY STATEMENT/PROSPECTUS DATED MARCH 31, 2008 FOR THE AUTHORITATIVE DESCRIPTION OF THE MERGER AND ALL ITS TERMS AND CONDITIONS.

CONTRACT ADJUSTMENT

Pursuant to Article VI, Section 11, of OCC's By-Laws, a panel of OCC's Securities Committee has determined to adjust all GMST options as indicated below (the panel consists of two representatives from the Exchanges on which the affected option is traded (in this case the Chicago Board Options Exchange ("CBOE"), the Philadelphia Stock Exchange ("PHLX"), the International Securities Exchange ("ISE"), and the Boston Options Exchange ("BOX")), and the Chairman of OCC or his delegee, who only votes in case of a tie).

DATE: Monday, May 5, 2008

OPTION SYMBOLS: QLF becomes GWJ

STRIKE PRICES: No Change

NUMBER OF
CONTRACTS: No Change

MULTIPLIER 100 (e.g., for premium or strike price extensions, 1.00 equals \$100)

NEW DELIVERABLE
PER CONTRACT: The deliverable for adjusted QLF options will be BASED ON THE MERGER CONSIDERATION WHICH ACCRUES TO NON-ELECTING GMST SHAREHOLDERS (stated in terms of a current 100-Share deliverable). The adjusted deliverable may be cash, MVSN stock, or a combination of cash and stock.

Delayed Settlement

OCC will delay settlement of GWJ option exercise/ assignment activity until the exchange agent determines the non-electing merger consideration and until the end of when-issued trading in MVSND Shares, if applicable.

CATEGORY: CONTRACT ADJUSTMENT
SUB-CATEGORY: ELECTION MERGER

For questions regarding this memo, call 1-888-OPTIONS or email options@theocc.com.