

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

REDBOX AUTOMATED RETAIL, LLC,)
)
)
 Plaintiff,)
) Civil Action No. 09-592-RBK
 vs.)
)
 TWENTIETH CENTURY FOX HOME)
 ENTERTAINMENT, LLC,)
)
)
 Defendant.)
)
)

**TWENTIETH CENTURY FOX HOME ENTERTAINMENT LLC'S MOTION
TO DISMISS REDBOX'S COMPLAINT PURSUANT TO
FEDERAL RULE OF CIVIL PROCEDURE 12(B)(6)**

Pursuant to Federal Rule of Civil Procedure 12(b)(6), Twentieth Century Fox Home Entertainment LLC ("Fox"), by and through its undersigned counsel, moves to dismiss with prejudice the complaint filed by Redbox Automated Retail, LLC ("Redbox") on August 11, 2009. As more fully stated in Fox's Opening Brief, each cause of action Redbox alleges against Fox fails to state a claim for which relief may be granted. Redbox's antitrust claims under Section 1 of the Sherman Act should be dismissed because Redbox: (a) does not identify any unlawful agreement between Fox and its distributors; (b) does not allege harm to inter-brand competition; (c) does not allege market-wide injury to competition; and (d) does not allege a plausible antitrust market. Redbox's copyright misuse claim fails because copyright misuse is not a cause of action. Finally, Redbox's tortious interference claim fails because Fox is not alleged to have interfered with any contract requiring unconditionally the distribution of Fox DVDs to Redbox.

This motion is supported by Fox's Opening Brief, the accompanying Declaration of David I. Horowitz and exhibits thereto, the record in this case, and any oral argument that the Court may hear on this motion.

Dated: October 1, 2009

Respectfully submitted,

/s/ Beth Moskow-Schnoll

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