

SIDELETTER NO. 24

As of July 1, 2005

Mr. J. Nicholas Counter III
Alliance of Motion Picture and Television Producers, Inc.
15503 Ventura Boulevard
Encino, California 91436

Re: Diversion of Pension Plan Contributions

Dear Mr. Counter:

During the recent negotiations for the 2005 BA and FLTTA, the parties discussed the possible need to divert Employer contributions from the Pension Plan to the Health and Welfare Plan.

Accordingly, the parties agree that, notwithstanding anything to the contrary in the BA or FLTTA, the parties reserve the right, upon mutual agreement, to divert a portion of the Employer contributions to the Directors Guild of America-Producer Pension Plan required under Paragraph 12-201 of the BA and Article 11, Section A.1. of the FLTTA, as well as the Pension Plan share of payments under Articles 18 and 19 of the BA and Article 24 of the FLTTA, to the Directors Guild-Producer Health and Welfare Plan, for as long a time period as the parties deem necessary.

Sincerely,

Jay D. Roth
National Executive Director

Agreed:

J. Nicholas Counter III