

EXHIBIT D

Blockbuster Inc. Zero – Tolerance For Harassment (Con't.)

Complaint Procedure

Every member of management is responsible for creating an atmosphere free of harassment, sexual or otherwise. Furthermore, employees are responsible for respecting the rights of their co-workers.

If you experience any job-related harassment based on any of the prohibited factors or believe that you have been treated in an unlawful, discriminatory manner, promptly report the incident to your supervisor, who will take appropriate action, including reporting it to human resources who will undertake an investigation. If you believe it would be inappropriate or awkward to discuss the matter with your supervisor, you may bypass your supervisor and report it directly to your supervisor's supervisor or human resources, in either case, human resources will undertake an investigation. You may also anonymously report the incident by calling the Employee Hotline at 1-888-441-WORD. Your complaint will be kept confidential to the maximum extent possible.

If Blockbuster determines that an employee has violated this policy, appropriate corrective action will be taken against the offending employee.

Harassment and Retaliation are Prohibited

Blockbuster prohibits any form of retaliation against any employee who, in good faith, reports an incident under this policy or assists in a complaint investigation. If you experience retaliation after complaining of harassment or assisting in a complaint investigation, promptly report the incident to your supervisor, who will take appropriate action, including reporting it to human resources who will undertake an investigation. If you believe it would be inappropriate or awkward to discuss the matter with your supervisor, you may bypass your supervisor and report it directly to your supervisor's supervisor or human resources; in either case, human resources will undertake an investigation. Your complaint will be kept confidential to the maximum extent possible.

ALL EMPLOYEES ARE REQUIRED TO SIGN THIS AGREEMENT

Lincoln D. Barrett
Employee Signature

226-53.4547
Social Security Number

Lincoln D. Barrett
Print Name

1-10-04
Date

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ALL EMPLOYEES ARE REQUIRED TO SIGN THIS AGREEMENT

[Handwritten Signature]
Employee Signature

213-25-5820
Social Security Number

KOFI OSEBUTU
Print Name

1/7/05
Date

Blockbuster Inc.

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ALL EMPLOYEES ARE REQUIRED TO SIGN THIS AGREEMENT


Employee Signature

228-23-4067
Social Security Number

Thomas A. Johnson Jr.
Print Name

12-2-04
Date