

**Compression Labs, Incorporated v. Agfa Corporation et al.,
C.A. No. 2:04CV-158 DF**

**Motion to Dismiss Under Fed. R. Civ. P. 12(b)(7), or,
in the Alternative, Motion to Transfer**

**Attachment K to the
Declaration of Joseph M. Casino**



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General Instrument Corporation

This record provides a historical snapshot of the company as it appeared before Hoover's discontinued active coverage.

Key Numbers

Fiscal Year-End	December
1998 Sales (mil.)	\$1,987.8
1998 Net Income (mil.)	\$55.5
1998 Employees	7,800

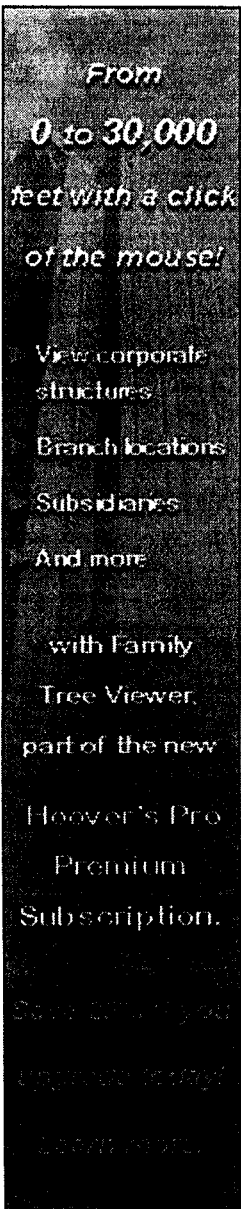
History

Prior to its acquisition by Motorola, General Instrument (GI) made products that let video, voice, data, and audio be delivered over cable, digital satellite, and telephony networks. Products included set-top boxes for consumers (it was the #1 supplier), network transmission equipment for cable operators, and satellite systems. GI also provided fast-performance communications technology to local telephone companies through its majority-owned subsidiary Next Level Communications. Formerly based in Horsham, Pennsylvania, General Instrument's last reported sales were approximately \$2 billion in fiscal 1998.

GI was founded in New York in 1923 by Abraham Blumenkrantz, an Austrian orphan who, at age 15, came to New York where his brother was a machine shop foreman. Blumenkrantz landed a job sweeping floors for \$4 a week. He became a US citizen that year, at age 25, and started his own machine shop to manufacture the variable condensers that let radios tune into stations. The company, which became GI, was soon also making earphone jacks and tube sockets. It went public in 1939.

During WWII GI (sometimes called "Genius Incorporated" for its amazing innovations) supplied parts for bombs. In the 1940s it added phonograph record changers and television components to its growing product line. Over the next decade it would add more than a thousand items, including its first end product, a converter box for the recently introduced UHF (ultrahigh-frequency) TV channels. Blumenkrantz retired in 1955 but remained chairman of GI's finance committee. He died in 1961.





In 1967 GI entered the cable TV industry with its purchase of Jerrold Communications, a supplier of cable TV equipment. That year the company also bought American Totalisator, the world's top maker of pari-mutuel betting machines.

During the early 1970s GI acquired a collection of electronics firms, then began selling noncore assets to encourage its two most successful segments, cable TV and gaming. By the late 1970s GI was making a large portion of North America's betting and lottery machines.

Acquisitions in the 1980s included cable TV converter specialist Tocom (1983) and the TV equipment operations of M/A-COM (1986), including its industry-standard VideoCipher encryption system.

GI was bought in 1990 in an LBO by Forstmann Little & Co., which took the company public again in 1992. The following year Jerrold Communications and the VideoCipher operations were joined to create the company's GI Communications division. Cable and telecommunications equipment contracts boosted international sales, and in 1995 GI acquired Next Level Communications, a maker of digital telephone equipment; a related charge lowered earnings for the year. That year president and COO Richard Friedland was named CEO.

As a benefit to shareholders, Friedland in 1997 split GI into three separately traded companies: CommScope (TV cable), General Semiconductor (power semiconductors), and NextLevel Systems (network systems). Purchases that year boosted NextLevel's skills in network management, TV Internet access, and individualized TV programming. But a restructuring to streamline operations hurt 1997 earnings and led to Friedland's resignation; he was replaced by longtime executive Edward Breen.

A dozen cable companies placed a \$4.5 billion order for NextLevel to make 15 million set-top boxes that year (AT&T ordered more than 6 million). As part of that deal, in 1998 the company made a separate pact with seasoned partner TCI (now owned by AT&T) and Sony to make and distribute the boxes. That year NextLevel Systems reclaimed the well-known GI name.

In 1999 Forstmann Little sold most of its remaining stake in GI, including a hefty amount of shares to Liberty Media Group (an AT&T subsidiary that was spun off in 2001). GI that year sold a stake in Next Level Communications (by then a major R&D drain) to the public. Also that year GI agreed to be acquired by communications and electronics giant Motorola.

In January 2000 Motorola and GI finalized the acquisition in a deal

valued at about \$17 billion; Motorola also retained GI's interest in Next Level Communications.

Location

101 Tournament Dr.
Horsham, PA 19044 ([Map](#))

Phone: 215-323-1000
Fax: 215-443-9454
Toll Free: 800-523-6678

Key People

Chairman and CEO

[Edward D. \(Ed\) Breen Jr.](#)

SVP, Finance and CFO

[Eric M. Pillmore](#)

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Top Competitors

- [ADC Telecommunications](#)
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