

EXHIBIT E

DESCRIPTION OF THE TRANSACTION AND OWNERSHIP

I. THE PARTIES

A. Sony Electronics Inc.

Sony Electronics Inc., the proposed transferee, is a U.S. corporation and wholly-owned indirect subsidiary of Sony Corporation, a Japanese corporation.

B. Thomson Inc.

Thomson Inc., the proposed transferor, is a Delaware corporation and wholly-owned subsidiary of Thomson S.A., a French corporation.

C. Convergent Corporation

Convergent Corporation is a Georgia corporation and the current and proposed direct parent of Convergent Media Systems Corporation, the holder of the FCC licenses that are the subject of this application.

D. Convergent Media Systems Corporation

Convergent Media Systems Corporation is a Georgia Corporation, wholly-owned subsidiary of Convergent Corporation, and the holder of the FCC licenses that are the subject of this application.

II. DESCRIPTION OF THE TRANSACTION

This application seeks authority for the transfer of control of Convergent Corporation, the parent of license holder Convergent Media Systems Corporation, from Thomson, Inc. to Sony Electronics Inc., a U.S. corporation whose headquarters address is 16530 Via Esprillo, San Diego, CA 92127-1708. Sony Electronics Inc. is a leading provider of audio/video electronics and information technology products for the consumer and professional markets. Operations include research and development, design, engineering, manufacturing, sales, marketing, distribution and customer service.

Sony Electronics Inc. is wholly-owned by Sony Corporation of America, a U.S. corporation, which in turn is wholly-owned by Sony Americas Holding Inc., a U.S. corporation, which in turn is wholly-owned by Sony Corporation, a Japanese corporation whose headquarters address is 1-7-1 Konan, Minato-ku, Tokyo 108-0075, Japan. The ultimate parent, Sony Corporation, is a leading manufacturer of audio, video, game, communications, key device and information technology products for the consumer and professional markets; and it is headed by its Chairman, Chief Executive Officer and

President, Howard Stringer, a U.S. citizen. Sony Corporation is publicly traded, and its shares are listed on the Tokyo Stock Exchange and on the New York Stock Exchange in the form of American Depositary Receipts (ADRs). No entity holds ten percent or more of Sony Corporation shares. Sony Electronics is the largest component of Sony Corporation of America, the U.S. holding company for Sony Corporation's U.S.-based electronics and entertainment businesses.

Licensee Convergent Media Systems Corporation is a leader in video integration services in the enterprise market. It uses its FCC-licensed earth stations to provide enterprise video communications services to well-recognized national corporations for the purpose of internal corporate communications, employee training, and time-sensitive executive communications.

Because Convergent Media Systems Corporation does not use its earth stations to provide broadcast, aeronautical en route, aeronautical fixed or common carrier telecommunications services, the foreign ownership restrictions of Section 310(b) of the Communications Act of 1934, as amended, do not apply.

Each of the companies shown in the post-transaction ownership chain below is wholly-owned by its parent:

