



March 25, 1988

Martin B. Shindler, C.P.A.
Coopers & Lybrand
15260 Ventura Blvd., Suite 2200
Sherman Oaks, CA 91403

Dear Mr. Shindler:

Lucasfilm Ltd. for the last seven years has been audited and has had its taxes prepared by Arthur Andersen & Company. Last November, a new controller, William Scharninghausen, joined Lucasfilm. I joined the company as its Chief Financial Officer in January of this year. Our audit committee feels that now would be an appropriate time to solicit proposals from a number of accounting firms, including Arthur Andersen, for future audit and tax work. These services would start with the fiscal year ending October 31, 1988.

In the next several days, Bill Scharninghausen will be contacting you to determine whether you are interested. If so, he will arrange a schedule for you to meet with us and the details of moving the proposal process forward.

I look forward to meeting with you in the near future.

Sincerely,

A handwritten signature in cursive script that reads "Robert V. Mahoney, Jr.".

Robert V. Mahoney, Jr.
Vice President
Finance

RVM/psc