



MCI Telecommunications Corporation

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EX PARTE OR LATE FILED

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

July 11, 1997

William Caton
Acting Secretary
Federal Communications Commission
1919 M St., NW
Washington, D.C. 20554

Re: EX PARTE in MCI Communications Corp. and British Telecommunications plc Application for Transfer of Control, GN Docket No. 96-245

Dear Mr. Caton:

On July 10, 1997, representatives of MCI and BT met with the following Commission staff to discuss the above-captioned merger: Tom Boasberg, Kerry Murray, Robert Calaff, Jamie Hedlund. Attending the meeting on behalf of BT were James Graf of BTNA and David Saylor of Hogan & Hartson. For MCI, myself, Sandy Reback, and Anthony C. Epstein of Jenner & Block attended.

MCI and BT representatives reviewed the substance of the proposed Modified Final Judgment ("MFJ") that the Department of Justice announced on July 7, 1997, which concludes the DOJ's antitrust review of the merger. The MFJ, the DOJ's supporting memorandum, and associated documents were filed on the record of this proceeding on July 8, 1997. We also discussed the proposed resolution of an issue concerning the availability of backhaul facilities on the U.S. end of the U.S. - U.K. route, an issue that DOJ raised with us in the course of reviewing the merger. MCI stated its willingness to provide limited backhaul service to eligible U.K. international facilities operators, pursuant to terms as set forth in a letter sent to International Bureau Chief Peter Cowhey and filed in the record of this proceeding on July 7, 1997.

MCI and BT noted the DOJ's proposed resolution of treatment of confidential or proprietary information, which will ensure that the merged entity cannot use to advantage itself and its subsidiaries confidential or proprietary information received from other

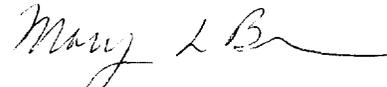
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carriers in administering undersea cables or in managing correspondent relationships. MCI and BT also stated that protection of carrier proprietary or confidential data is typically addressed in the telecommunications industry by use of non-disclosure agreements or other contractual commitments to protect data (such as cable administration contracts).

Sincerely,

A handwritten signature in cursive script, appearing to read "Mary L. Brown", with a long horizontal flourish extending to the right.

Mary L. Brown

cc: Tom Boasberg
Kerry Murray
Robert Calaff
Jamie Hedlund