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November 4, 2003

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

BY HAND DELIVERY

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20054

Re: *Consolidated Application of General Motors Corporation,
Hughes Electronics Corporation, and The News Corporation Limited
for Authority to Transfer Control (MB Docket No. 03-124)*

Dear Ms. Dortch:

This is to inform you that, on November 3, 2003, Michael Regan, Maureen O'Connell, Ellen Agress, and undersigned counsel on behalf of The News Corporation Limited ("News Corp."), Richard Wiley on behalf of General Motors Corporation, and Merrill Spiegel on behalf of Hughes Electronics Corporation ("Hughes") met with Kenneth Ferree, Barbara Esbin, Tracy Waldon, and Marcia Glauber of the Media Bureau; Jim Bird and Neil Dellar of the Office of General Counsel; and Donald Stockdale of the Office of Strategic Planning and Policy Analysis. At this meeting, the parties and the staff discussed a number of possible conditions that are currently under consideration in connection with News Corp.'s proposed investment in Hughes, to address competition-related concerns and public interest benefits discussed in the record of this proceeding.

Sincerely,

William M. Wiltshire
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1200 Eighteenth Street, N.W.
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202-730-1300
Counsel for The News Corporation Limited

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Marlene H. Dortch

November 4, 2003

Page 2

cc: Kenneth Ferree
Barbara Esbin
Tracy Waldon
Marcia Glauberman
Jim Bird
Neil Dellar
Donald Stockdale