



December 4, 2003

VIA ELECTRONIC FILING

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: *In the Matter of General Motors Corporation, Hughes Electronics Corporation, And The News Corporation Limited Application To Transfer Control Of FCC Authorizations And Licenses Held By Hughes Electronics Corporation To The News Corporation Limited, MB*
Docket No. 03-124
Ex Parte Communication

Dear Ms. Dortch:

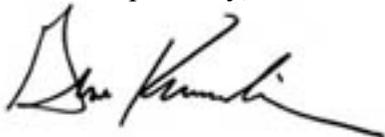
On December 3, 2003, I met with Commissioner Adelstein and Johanna Mikes, advisor to Commissioner Adelstein, to explain the need for consumer price protections in the DirecTV/News Corp merger.

In particular, CU reiterated that the DirecTV/News Corp is likely to create upward pressure on cable television rates, because of the increased leverage that a nationwide satellite system (combined with Must Carry and Retransmission Consent guarantees for News Corp. broadcast properties) will generate for the combined entity.

This merger shares certain features with the Time Warner-Turner merger of 1996. In that instance, the Federal Trade Commission established a programming pricing oversight mechanism designed to work like an index, to evaluate whether the merging companies were raising programming prices at a more accelerated pace than competitive market conditions would otherwise tolerate. A similar mechanism here would help ensure that the cable and satellite prices do not rise more than they otherwise would if this merger had not taken place.

I also reiterated the substance from the July 1 comments of Consumers Union, Consumer Federation of America, Center for Digital Democracy and Media Access Project, and the September 23 reply-to comments of Consumers Union that explained in detail how the transaction will likely increase cable and satellite prices.

Respectfully,

A handwritten signature in black ink, appearing to read "Gene Kimmelman". The signature is fluid and cursive, with a prominent initial "G" and a long, sweeping underline.

Gene Kimmelman, Senior Director of Advocacy and Public Policy
Consumers Union