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FEDERAL COMMUNICATIONS COMMISSION
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ATTORNEYS AT LAW

November 20, 2003

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 19, 2003, Michael Regan, Maureen O'Connell, Lawrence Jacobs, and undersigned counsel on behalf of The News Corporation Limited ("News Corp."), Richard Wiley on behalf of General Motors Corporation, and Merrill Spiegel and Gary Epstein on behalf of Hughes Electronics Corporation ("Hughes") met with Kenneth Ferree, Barbara Esbin, Tracy Waldon, and Marcia Glauberman of the Media Bureau; Jim Bird and Neil Dellar of the Office of General Counsel; Douglas Webbink and Marilyn Simon of the International Bureau; and Donald Stockdale of the Office of Strategic Planning and Policy Analysis. At this meeting, the parties and the staff discussed further a number of 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 presented in the record of this proceeding.

Sincerely,

William M. Wiltshire
HARRIS, WILTSHIRE & GRANNIS LLP
1200 Eighteenth Street, N.W.
Washington, DC 20036
202-730-1300

Counsel for The News Corporation Limited

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