

December 18, 2003

Commissioner Jonathan S. Adelstein
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: *MB Docket No.03-124; EX PARTE*

Dear Commissioner Adelstein:

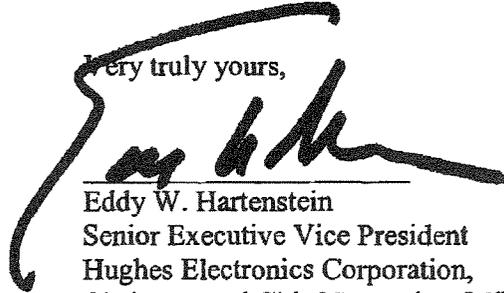
Subject to the grant of the above-referenced pending application, we write to reiterate to you our commitment to achieving DIRECTV's delivery of local channels to consumers residing in all 210 designated market areas ("DMAs") in the United States as early as 2006 and no later than 2008, and to offering additional high-definition television ("HDTV") services within that same time frame. The means that DIRECTV intends to utilize to achieve that goal are described in the submission of Hughes Electronics Corporation ("Hughes") and The News Corporation Limited ("News Corp.") in this proceeding, dated September 22, 2003.

As stated therein, based on our review of various strategies and technologies, Hughes and News Corp. intend for DIRECTV to launch a series of advanced satellites – a commitment of approximately \$1 billion that has not been authorized by Hughes's current owner, General Motors Corporation – that will create additional capacity for the DIRECTV system. Also, as set forth in the Application and subsequent filings, the Parties will utilize additional bandwidth for DTH transmission, which may include Ku-band capacity on FSS satellites, some of Hughes' Ka-band capacity on its SPACEWAY system, capacity on foreign satellites authorized to serve the U.S., and more.

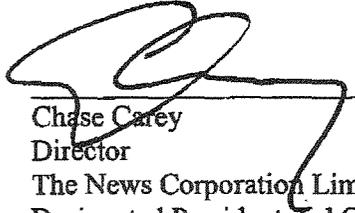
Accordingly, as early as 2006 and no later than 2008, (1) DIRECTV will offer a seamless, integrated local channel package in all 210 DMAs, and (2) DIRECTV will offer at least 200 to 300 channels of local and national HDTV programming. DIRECTV will even have the ability to transmit local channels in HDTV format in selected markets. News Corp. and Hughes continue to believe that DIRECTV will be the strongest possible competitor to incumbent cable operators only if it can provide consumers with their local broadcast channels and with HDTV programming – and as evidenced in this proceeding, we intend to extend that capability as quickly and efficiently as possible. We thus ask that you grant the application as being in the public interest.

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Very truly yours,



Eddy W. Hartenstein
Senior Executive Vice President
Hughes Electronics Corporation,
Chairman and Chief Executive Officer
DIRECTV



Chase Carey
Director
The News Corporation Limited,
Designated President and Chief
Executive Officer
Hughes Electronics Corporation