

**VIA ELECTRONIC FILING**

July 15, 2010

William T. Lake  
Chief, Media Bureau  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

Re: *In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees*, MB Docket No. 10-56, Request for Enhanced Confidential Treatment

Dear Mr. Lake:

Comcast Corporation (“Comcast”) and General Electric Company, together with NBC Universal, Inc. (“NBCU”) (collectively “Applicants”), pursuant to Section 1.41 of the Commission’s rules<sup>1</sup> and the *Second Protective Order* in the above-referenced proceeding,<sup>2</sup> submit this letter to request enhanced confidential treatment for certain information and documents that will be included with the Opposition to Petitions to Deny and Response to Comments and two expert economist reports that Applicants will submit on July 21, 2010.<sup>3</sup> As discussed below, the documents, data, and analyses for which Applicants seek Highly Confidential treatment fit within categories already afforded Highly Confidential treatment in this proceeding.

All of the documents, data, and analyses for which highly confidential treatment is sought constitute some of Applicants’ most sensitive business information, is information that Applicants typically do not disclose, and is the type of information that the Commission has previously afforded heightened confidential protection. Disclosure of this material to Applicants’ competitors and/or parties with whom Applicants do business – some of whom are parties in this proceeding – would have a serious negative effect on Applicants’ businesses and place Applicants at a significant competitive disadvantage. Accordingly, Applicants request that the Commission confirm that the categories of information and documents identified below may be designated as “Highly Confidential Information” under the *Second Protective Order* and

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<sup>1</sup> 47 C.F.R. § 1.41.

<sup>2</sup> *In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees*, Second Protective Order, MB Docket No. 10-56, DA 10-371 ¶ 3 (MB rel. Mar. 4, 2010) (“*Second Protective Order*”).

<sup>3</sup> Collectively, the “Submissions.”

thereby made available solely to Outside Counsel of Record, their employees, and *bona fide* Outside Consultants and experts.<sup>4</sup>

Pursuant to the procedures set forth in the *Second Protective Order*,<sup>5</sup> this letter describes the documents, data, and analyses for which Applicants seek heightened protection and explains the need and justification for such protection. For each document or set of documents, the letter identifies the applicable category of Highly Confidential Information already established in the *Second Protective Order* and the Commission's April 30, 2010,<sup>6</sup> and June 11, 2010,<sup>7</sup> letters supplementing the *Second Protective Order*.

A. *Comcast's Video Programming and Carriage Agreement Terms and Conditions*: By the terms of the *Second Protective Order*, as supplemented, the Commission has granted enhanced protection for Comcast's video programming and carriage agreement terms and conditions, including:

- Information relating to the details of video programming and carriage agreements, programming rights, retransmission agreements, linear carriage agreements, video-on-demand agreements, and online distribution agreements, including information regarding the details of the negotiation for such agreements; analyses of such agreements or negotiations.

In the forthcoming Submissions, Applicants will be providing Comcast carriage agreements and/or detailed data and analyses regarding the terms and conditions of various Comcast programming carriage agreements. Such data includes highly sensitive information about subscriber license fees and the extent of a particular network's distribution and subscriber penetration. This type of information is closely guarded; disclosure to competitors would have significant anticompetitive effects. Therefore, Applicants respectfully requests that the Commission confirm that these Comcast documents, data, and analyses to be filed in connection with these Submissions may be treated as "Highly Confidential Information" under the *Second Protective Order*.

B. *Comcast's Current and Forward-Looking Business Strategies and Plans*: By the terms of the *Second Protective Order*, as supplemented, the Commission has granted enhanced protection for Comcast's current and forward-looking business strategies and plans, including:

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<sup>4</sup> *Second Protective Order* ¶¶ 3, 5.

<sup>5</sup> *Id.* ¶ 3.

<sup>6</sup> Letter from William T. Lake, Chief, Media Bureau, to Michael H. Hammer, Willkie Farr & Gallagher LLP, A. Richard Metzger, Jr., Lawler, Metzger, Keeney & Logan, LLC, and David H. Solomon, Wilkinson Barker Knauer, LLP, MB Docket No. 10-56 (Apr. 30, 2010).

<sup>7</sup> Letter from William T. Lake, Chief, Media Bureau, to Michael H. Hammer, Willkie Farr & Gallagher LLP, A. Richard Metzger, Jr., Lawler, Metzger, Keeney & Logan, LLC, and David H. Solomon, Wilkinson Barker Knauer, LLP, MB Docket No. 10-56 (June 11, 2010).

- Information relating to current and forward-looking business strategies and marketing plans, including detailed business models, projections and plans relating to the proposed Comcast-NBCU joint venture.

Applicants will be including Comcast's highly sensitive internal business plans and presentations as backup materials to their forthcoming Submissions. Such documents reveal the company's analyses of particular sectors of the communications industry; they detail perceived trends, possible business initiatives to respond to those trends, customer analyses, and the like. Such internal deliberations and plans are among companies' most closely guarded materials. Disclosure to a competitor would allow such competitor to learn valuable information about Comcast's business plans and strategies and formulate responsive strategies, to the detriment of competition. Therefore, Applicants respectfully request that the Commission confirm that these documents, data, and analyses to be filed in connection with these Submissions may be treated as "Highly Confidential Information" under the *Second Protective Order*.

C. *Comcast Advertising Sales, Financial, and Operating Results*: By the terms of the *Second Protective Order*, as supplemented, the Commission has granted enhanced protection for Comcast's advertising sales, financial, and operating results, including:

- Detailed information regarding advertising revenues and expenses, including expenses relating to the development of advanced advertising platforms, disaggregated by business unit and type of expense.

Applicants will be submitting granular data about Comcast's advertising sales, revenues, and analyses of advertising markets. This type of information is not available to the public or competitors and is closely guarded by the company. Disclosure of financial metrics and the terms of various advertising agreements would allow competitors to discern Comcast's pricing and other strategies and allow them to formulate strategies to undercut Comcast's business dealings. Therefore, Applicants respectfully request that the Commission confirm that these Comcast documents, data, and analyses to be filed in connection with these Submissions may be treated as "Highly Confidential Information" under the *Second Protective Order*.

D. *NBCU's Advertising Revenue Data*: By the terms of the *Second Protective Order*, the Commission has granted enhanced protection for NBCU's advertising revenue data, including:

- Information relating to advertising revenue that (i) discloses an individual NBC owned and operated station's net advertising revenue, (ii) discloses the net advertising revenue for the NBC Network only, disaggregated by source (i.e., solely the advertising revenue, excluding syndicated programming or other licensing fees) and by year, or (iii) discloses the relative values of advertising revenues generated by a viewer of NBC programming from an online source compared to an NBC owned and operated television station.

Applicants will also be submitting detailed data about NBCU's advertising revenues, broken down by geographic region and/or station that falls within the category established under the *Second Protective Order*. As described above, such advertising figures and analyses are highly sensitive and not typically disclosed by NBCU. Therefore, Applicants respectfully request that the Commission confirm that these documents, data, and analyses to be filed in connection with these Submissions may be treated as "Highly Confidential Information" under the *Second Protective Order*.

*E. NBCU's Video Programming and Carriage Agreement Terms and Conditions:* By the terms of the *April 30 Supplement*, the Commission has granted enhanced protection for NBCU's video programming and carriage agreement terms and conditions, including:

- Information relating to the details of video programming and carriage agreements, including linear carriage agreements, video-on-demand agreements, and online distribution agreements, including information regarding the details of the negotiation for such agreements; analyses of such agreements or negotiations.

Applicants will be providing detailed data and analyses regarding the terms and conditions of various NBCU programming carriage agreements. Such data include highly sensitive information about subscriber license fees and the extent of a particular network's distribution and subscriber penetration. This type of information is closely guarded; disclosure to competitors would have significant anticompetitive effects. Therefore, Applicants respectfully request that the Commission confirm that these documents, data, and analyses to be filed in connection with these Submissions may be treated as "Highly Confidential Information" under the *Second Protective Order*.

*F. NBCU's Current and Forward-Looking Business Strategies and Plans:* By the terms of the *April 30 Supplement*, the Commission has granted enhanced protection for NBCU's current and forward-looking business strategies and plans, including:

- Information relating to current and forward-looking business strategies and marketing plans, including detailed business models and projections, and plans relating to the proposed Comcast-NBCU joint venture.

Applicants will be submitting highly sensitive internal NBCU business plans and presentations, which reveal the company's analyses of particular sectors of the communications industry; they detail perceived trends, possible business initiatives to respond to those trends, customer analyses, and the like. Such internal deliberations and plans are among company's most closely guarded materials. Disclosure to a competitor would allow such competitor to learn valuable information about NBCU's business plans and strategies and formulate responsive strategies, to the detriment of competition. Therefore, Applicants respectfully request that the Commission confirm that these documents, data, and analyses to be filed in connection with these Submissions may be treated as "Highly Confidential Information" under the *Second Protective Order*.

\* \* \*

In sum, consistent with longstanding Commission precedent, Applicants respectfully request that the Commission confirm that the specific categories of information and documents discussed herein may be treated as “Highly Confidential Information” under the *Second Protective Order* as supplemented, and made available solely to Outside Counsel of Record, their employees, and *bona fide* Outside Consultants and experts. Disclosure to Applicants’ competitors of the highly sensitive and proprietary commercial documents, data, and analyses described above would cause Applicants significant competitive harm. Enhanced confidential treatment would protect Applicants’ legitimate interests in its own sensitive business data and guard against misuse of such data, while still allowing authorized third parties in this proceeding access to such information through outside counsel.<sup>8</sup>

If you have any questions concerning the foregoing, do not hesitate to contact the undersigned.

Respectfully submitted,

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<sup>8</sup> See *In the Matter of Applications for Consent to the Transfer of Control of Licenses from Comcast Corporation and AT&T Corp., Transferors, to AT&T Comcast Corporation, Transferee*, Order, 20 FCC Rcd 20073, 200075-76 (2002) (recognizing that the right to meaningfully participate in a proceeding is not damaged by the grant of enhanced confidential protection for highly sensitive and confidential information).

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