Federal Communications Commission
Washington, D.C. 20554

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July 20, 2010

MAILED
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FCC Mail Room

DA 10-1344

Via First-Class Mail and E-mail

Michael H. Hammer, Esquire
Willkie Farr & Gallagher LLP
1875 K Street, NW
Washington, DC 20006

A. Richard Metzger, Jr., Esquire
Lawler, Metzger, Keeney & Logan, LLC
2001 K Street, NW, Suite 802
Washington, DC 20006

David H. Solomon, Esquire
Wilkinson Barker Knauer, LLP
2300 N Street, NW, Suite 700
Washington, DC 20037

Re: 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; Response to Request for Enhanced Treatment of Highly Confidential Documents

Dear Messrs. Hammer, Metzger and Solomon:

By your letter of July 15, 2010, on behalf of your respective clients, Comcast Corporation, General Electric Company and NBC Universal, Inc. (collectively, the "Applicants"), pursuant to the terms of the *Second Protective Order* in the above-noted proceeding,[1] you have requested enhanced confidential treatment for certain information that will be included with the Opposition to Petitions to Deny and Response to Comments and two economist reports that the Applicants intend to submit on July 21, 2010.[2] Subject to the limitations set forth below, we grant your request.

You generally represent that the information for which you seek protection "constitute[s] some of the Applicants' most sensitive business information," and that disclosure of such information to the Applicants' competitors or people with whom the Applicants do business "would have a serious negative effect on their businesses and place Applicants at a significant competitive disadvantage." Further, for each category of information for which you seek protection, you explain why that information should not be publicly disclosed and should be designated Highly Confidential.

As we stated in the *Second Protective Order*, consistent with past practice, the Commission will in this proceeding grant more limited access to those materials which, if released to competitors, would

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[1] *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, Second Protective Order, DA 10-371 (MB Mar. 4, 2010) ("*Second Protective Order*").

[2] Collectively, the "Submissions."

allow those competitors to gain a significant advantage in the marketplace. We will permit persons submitting such documents and information to designate those materials as Highly Confidential and, as specified in the *Second Protective Order*, we will limit access to such materials to Outside Counsel of Record, their employees, and Outside Consultants and experts whom they retain to assist them in this proceeding. We find that such materials are necessary to develop a more complete record on which to base the Commission's decision in this proceeding and therefore require their production. We are mindful of the highly sensitive nature of all information, documents, and data described in this letter, but we must also protect the right of the public to participate in this proceeding in a meaningful way. We conclude that the protections adopted in the *Second Protective Order* give appropriate access to the public while protecting the Applicants' competitively sensitive information, and thereby will serve the public interest.

We agree that the information that you describe in your letter falls within categories of Highly Confidential Information for which the Media Bureau already has granted enhanced protection in the *Second Protective Order* and the Bureau's April 30, 2010[3] and June 11, 2010[4] letters supplementing the *Second Protective Order*. Accordingly, to the extent that the Submissions contain information, data or documents (or portions thereof) that both fall within the categories of information listed below and contain Highly Confidential Information, as defined in the *Second Protective Order*[5], then such information and documents (or portions thereof) may be designated and submitted as "Highly Confidential" under the *Second Protective Order*. To the extent that portions of the Submissions, including data or documents, do not contain Highly Confidential Information, such portions of the Submissions are to be produced in unredacted format or submitted as "Confidential" under the *First Protective Order*[6], as appropriate.

Categories Eligible for Highly Confidential Treatment

A. Comcast's Video Programming and Carriage Agreement Terms and Conditions:

- 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,

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[3] 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).

[4] 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).

[5] "Highly Confidential Information" means information contained in Stamped Highly Confidential Documents or derived there from that is not otherwise available from public sources and that the Submitting Party has kept strictly confidential that the Submitting Party has kept strictly confidential, and that, the Submitting Party claims, constitutes some of its most sensitive business data which, if released to competitors, would allow those competitors to gain a significant advantage in the marketplace. *See Second Protective Order* at para 5.

[6] *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, Protective Order, DA 10-370 (MB Mar. 4, 2010).

including information regarding the details of the negotiation for such agreements; analyses of such agreements or negotiations.

To the extent that the Submissions to be filed contain detailed data and analyses regarding the terms and conditions of various Comcast programming and/or carriage agreements, such portions of the Submissions may fall within this category of documents and information that is eligible for Highly Confidential Treatment.

B. Comcast's Current and Forward-Looking Business Strategies and Plans:

- 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.

To the extent that the Submissions to be filed contain documents, data and presentations that: reveal Comcast's analyses of particular sectors of the communications industry, perceived trends and possible business initiatives to respond to those trends; analyze customers or customer categories; business plans and strategies; and formulate responsive strategies, such portions of the Submissions may fall within this category of documents and information that is eligible for Highly Confidential Treatment.

C. Comcast Advertising Sales, Financial and Operating Results:

- Detailed information regarding advertising revenues and expenses, including expenses relating to the development of advanced advertising platforms, disaggregated by expense and by business unit, network, distributor, cable systems and other entities.

To the extent that the Submissions to be filed contain granular data about Comcast's advertising sales, revenues, and analyses of advertising markets, financial metrics and the terms of various advertising agreements, such portions of the Submissions may fall within this category of documents and information that is eligible for Highly Confidential Treatment.

D. NBCU's Advertising Revenue Data:

- Information relating to advertising revenue that discloses:
  - an individual NBC owned and operated station's net advertising revenue;
  - 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
  - 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.

To the extent that the Submissions to be filed contain detailed analyses and granular data about NBCU's advertising revenues broken down by geographic region and/or station, such portions of the Submissions may fall within this category of documents and information that is eligible for Highly Confidential Treatment.

E. NBCU's Video Programming and Carriage Agreement Terms and Conditions:

- 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.

To the extent that the Submissions to be filed contain detailed data and analyses regarding the terms and conditions of various NBCU programming carriage agreements, sensitive information about subscriber license fees and/or the extent of a particular network's distribution and subscriber penetration, such portions of the Submissions may fall within this category of documents and information that is eligible for Highly Confidential Treatment.

F. NBCU's/GE's Current and Forward-Looking Business Strategies and Plans:

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

To the extent that the Submissions to be filed contain documents, data and presentations that: reveal NBCU's analyses of particular sectors of the communications industry; detail perceived trends and possible business initiatives to respond to those trends; analyze customers or customer categories; describe business plans and strategies; and formulate responsive strategies, such portions of the Submissions may fall within this category of documents and information that is eligible for Highly Confidential Treatment.

Sincerely,

William T. Lake
Chief, Media Bureau