

VIA ELECTRONIC FILING

October 22, 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 rules¹ and the *Second Protective Order* in the above-referenced proceeding,² submit this letter to request enhanced confidential treatment for two agreements with Common Sense Media (“CSM”) that Applicants intend to file. Pursuant to the procedures set forth in the *Second Protective Order*,³ this letter describes the documents and explains the need and justification for such protection. For each agreement, this letter identifies the applicable category of Highly Confidential Information already established in the *Second Protective Order* and the Commission’s April 30, 2010,⁴ June 11, 2010,⁵ June 18, 2010,⁶ July 20, 2010,⁷ and October 1, 2010⁸ letters supplementing the *Second Protective Order*.

¹ 47 C.F.R. § 1.41.

² *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*”).

³ *Id.* ¶ 3.

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, DA 10-635 (Apr. 30, 2010) (“*April 30 Supplement*”).

⁵ 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, DA 10-1068 (June 11, 2010).

⁶ 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, DA 10-1093 (June 18, 2010).

As discussed below, the documents are video programming agreements and, as such, contain sensitive business information that Applicants typically do not disclose. Disclosure of such video programming agreements 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. The Commission has previously afforded heightened confidential protection to other video programming agreements. 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 thereby made available solely to Outside Counsel of Record, their employees, and *bona fide* Outside Consultants and experts.⁹

A. Comcast's Video Programming and Carriage Agreement Terms and Conditions:
By the terms of the *Second Protective Order*, as supplemented, the Commission 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.¹⁰

The document Comcast will be submitting is an amendment to Comcast's existing agreement with CSM and contains the actual terms of Comcast's video programming agreement with CSM for access to CSM content (e.g., review videos, tip videos, and a ratings library) including financial information such as license fees. This type of information is closely guarded; disclosure to competitors would undermine Comcast's ability to negotiate other programming agreements and have significant anticompetitive effects. Applicants, therefore, respectfully request that the Commission confirm that this Comcast document may be treated as "Highly Confidential Information" under the *Second Protective Order*.

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

⁷ 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, DA 10-1344 (Jul. 20, 2010).

⁸ 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, DA 10-1839 (Oct. 1, 2010).

⁹ *Second Protective Order* ¶¶ 3, 5.

¹⁰ *April 30 Supplement* at 2.

- 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.¹¹

The document NBCU will be submitting is in effect a video programming agreement between NBCU and CSM and contains sensitive financial information such as the relevant license fee. NBCU closely guards this type of sensitive business information and disclosure to competitors could have significant anticompetitive effects. Applicants therefore respectfully request that the Commission confirm that this NBCU document may be treated as “Highly Confidential Information” under the *Second Protective Order*.

* * *

In sum, Applicants respectfully request that the Commission confirm that the 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 business information described above may cause Applicants significant competitive harm. Enhanced confidential treatment would protect Applicants’ legitimate interests in their 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.¹²

¹¹ *Id.*

¹² 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).

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

Respectfully submitted,

/s/ Michael H. Hammer

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