

**Maureen R. Jeffreys**  
Maureen.Jeffreys@aporter.com  
+1 202.942.6608  
+1 202.942.5999 Fax  
555 Twelfth Street, NW  
Washington, DC 20004-1206

August 6, 2014

**VIA ECFS**

Marlene H. Dortch, Esq.  
Secretary  
Federal Communications Commission  
445 Twelfth Street, SW  
Washington, D.C. 20554

**Re: *Applications of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations, MB Docket No. 14-90***  
**REDACTED - FOR PUBLIC INSPECTION**

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Dear Ms. Dortch:

At the request of the Commission staff, AT&T Inc. (“AT&T”) and DIRECTV (together, the “Applicants”) are submitting the Highly Confidential merger simulation model and supporting data relied upon in the Declaration of Michael L. Katz filed by the Applicants on June 11, 2014.<sup>1</sup> Pursuant to the *Joint Protective Order* in the above-referenced proceeding,<sup>2</sup> the Applicants are filing herewith, via ECFS, a *redacted* public version of this submission.

An *unredacted* Stamped Highly Confidential copy of this submission is being hand delivered to your office today. Additional copies of the *unredacted* submission are being delivered to the Commission staff under separate cover.

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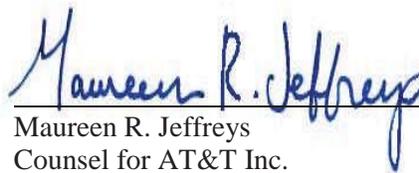
<sup>1</sup> One copy of the merger simulation model and supporting data was initially produced to the Commission on June 17, 2014. The Applicants subsequently submitted additional data supporting the merger simulation model on June 23, 2014, July 8, 2014, and July 17, 2014. On July 28, 2014, the Applicants submitted a paper prepared by Compass Lexecon entitled “Additional Detail on the Demand Estimation, Merger Simulation, and Investment Model Analysis Performed by Professor Katz,” along with files pertaining to the paper.

<sup>2</sup> *Applications of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations, Joint Protective Order, DA 14-804 (MB rel. June 11, 2014).*

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Please contact me at (202) 942-6608 or [Maureen.Jeffreys@aporter.com](mailto:Maureen.Jeffreys@aporter.com) if you have any questions. Thank you for your assistance.

Respectfully submitted,

  
Maureen R. Jeffreys  
Counsel for AT&T Inc.

Enclosure

*REDACTED - FOR PUBLIC INSPECTION*

**Enclosure Redacted in Its Entirety as  
Highly Confidential and Confidential Information**