June 17, 2015

VIA ECFS

Marlene H. Dortch, Esq.
Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 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
NOTICE OF EX PARTE PRESENTATION;
REDACTED—FOR PUBLIC INSPECTION

Dear Ms. Dortch:

On Tuesday, June 16, 2015, representatives of AT&T Inc. (“AT&T”) and DIRECTV (collectively, the “Applicants”) had a telephone conference with Federal Communications Commission (“FCC”) staff to discuss AT&T’s proposed acquisition of DIRECTV. The following individuals participated in the meeting:

- AT&T: Wayne Watts, Senior Executive Vice President and General Counsel, James W. Cicconi, Senior Executive Vice President—External and Legislative Affairs, John T. Stankey, President—Home Solutions and Chief Strategy Officer, David R. McAtee II, Senior Associate General Counsel, Robert Quinn, Jr., Senior Vice President—Federal Regulatory and Chief Privacy Officer, David Lawson, Senior Vice President and Assistant General Counsel, and Hank Hultquist, Vice President—Federal Regulatory, of AT&T; and Maureen Jeffreys of Arnold & Porter LLP.

- DIRECTV: Larry Hunter, Executive Vice President and General Counsel and Stacy Fuller, Vice President—Regulatory Affairs, of DIRECTV; and William Wiltshire of Harris, Wiltshire & Grannis LLP.

During the meeting, we discussed the substantial, direct, and verifiable benefits that the AT&T/DIRECTV merger will deliver to tens of millions of consumers. We also discussed Applicants’ voluntary commitments, described in the record, which will provide the Commission with further assurance that the transaction will serve the public interest and deliver benefits to consumers.

AT&T described its strong incentives to provide its broadband customers with the richest possible entertainment environment, which includes high-quality access to the full range of OVD services that consumers demand. As set forth in the attached Highly Confidential presentation discussed during the meeting, AT&T’s approach to usage based data policies will continue to be consistent with these incentives.

In accordance with section 1.1206 of the Commission’s rules, this letter is being filed electronically with your office for inclusion in the public record. Please contact the undersigned if you have any questions.

Respectfully submitted,

/s/ Maureen R. Jeffreys            /s/ William M. Wiltshire
Maureen R. Jeffreys               William M. Wiltshire
Arnold & Porter LLP              Harris, Wiltshire & Grannis LLP
555 Twelfth Street, NW           1919 M Street, NW
Washington, DC 20004              8th Floor
(202) 942-6608                   (202) 730-1350
maureen.jeffreys@aporter.com     w wiltshire@hwglaw.com
Counsel for AT&T Inc.            Counsel for DIRECTV

Attachment

1 Joint Opposition of AT&T Inc. and DIRECTV to Petitions To Deny and Condition and Reply to Comments at 7 (filed Oct. 16, 2014); Description of the Transaction, Public Interest Showing, and Related Demonstrations at 8-9, 50-51 (filed June 11, 2014).
2 47 C.F.R. § 1.1206.
Usage Based Pricing Construct

Current Situation

**DSL**
- 150 GB/mo threshold on all speeds, overage charges apply
- Overage charge: $10 per 50 GB

**IP Broadband**
- Usage T&Cs on all speeds
REDACTED AS HIGHLY CONFIDENTIAL INFORMATION
## Competitive Landscape

<table>
<thead>
<tr>
<th>Data Threshold</th>
<th>Overage Fees</th>
<th>Markets</th>
<th>Implementation</th>
</tr>
</thead>
<tbody>
<tr>
<td>300GB</td>
<td>$10/50GB</td>
<td>Trial: 12 Markets*</td>
<td>• All speeds</td>
</tr>
<tr>
<td>5GB</td>
<td>$1/1GB</td>
<td>Trial: 12 Markets*</td>
<td>• Available with 3Mbps product only; $5 discount if usage &lt;5GB</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Optional only, 300 GB plan available</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• $1/GB overage; no limit</td>
</tr>
<tr>
<td>300GB – 600GB</td>
<td>$10/50GB</td>
<td>Trial: 1 market</td>
<td>• Tucson, Arizona</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• 25M and below: 300M; 105M: 600GB</td>
</tr>
<tr>
<td>5GB and 30GB</td>
<td>$1/GB up to $25</td>
<td>All markets</td>
<td>• Optional only; unlimited plan still available</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• $8 discount if usage &lt; 5GB, $5 discount if usage &lt; 30GB</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• $1/GB overage up to $25</td>
</tr>
<tr>
<td>150GB – 2TB</td>
<td>None</td>
<td>All markets</td>
<td>• 5M (150GB), 15M (250GB), 50M (350GB), 100M (700 GB), 150M (2TB)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Notifies customers to reduce usage</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Vague account suspension terms</td>
</tr>
<tr>
<td>None</td>
<td>None</td>
<td>All markets</td>
<td>• Excessive usage terms in Acceptable Use Policy</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>• Removed prior usage thresholds of 100GB to 500GB depending on speed</td>
</tr>
</tbody>
</table>

*Huntsville, Mobile, Atlanta, Augusta, Savannah, Central Kentucky, Maine, Jackson, Knoxville, Nashville, Memphis, Charleston; Markets represent 8% of our footprint