Linda Kinney
Vice President, Law and Regulation
linda.kinney@dishnetwork.com
(202) 293-0981

April 28, 2010

EX PARTE PRESENTATION

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Ex Parte Presentation in MB Docket No. 10-56, *Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. For Consent to Assign Licenses or Transfer Control of Licensees*

Dear Ms. Dortch:

Pursuant to Section 1.1206 of the Commission's rules, 47 C.F.R. § 1.1206, DISH Network ("DISH") submits the attached slides distributed at a meeting with several Commission staffers regarding the proposed merger of Comcast Corporation ("Comcast") and NBC Universal ("NBCU"). We met with: Paul DeSa and Paul LaFontaine of the Office of Strategic Planning and Policy Analysis; Jessica Almond, William Beckwith, Deborah Broderson, William Freedman, Marcia Glauberman, Rebekah Goodheart, Jamila Bess Johnson, Dana Scherer, Daniel Shiman, and Jennifer Tatel of the Media Bureau; Erin McGrath and Stacy Jordan of the Wireless Telecommunications Bureau; and James Bird, Neil Dellar, Virginia Metallo, and Joel Rabinovitz of the Office of General Counsel.

During the meeting, we discussed potential harms that could result from the combination of Comcast and NBCU. First, in the traditional pay-TV marketplace, the combined entity would have the incentive and ability to bundle affiliated content with "must-have" broadcast programming and charge inflated retransmission consent fees. Second, in the emerging online video marketplace, the combined entity would have the incentive and ability to selectively degrade or block competitors' video content and/or offer favorable pricing or bundling that discriminates against competing video services. To address these potential harms, we proposed a series of open Internet, broadband, and program access conditions.

Respectfully submitted,

/s/ Linda Kinney
Linda Kinney

cc: Jessica Almond
William Beckwith
James Bird
Deborah Broderson
Neil Dellar
Paul DeSa
William Freedman
Marcia Glauberman
Rebekah Goodheart
Jamila Bess Johnson
Stacy Jordan
Paul LaFontaine
Erin McGrath
Virginia Metallo
Joel Rabinovitz
Dana Scherer
Daniel Shiman
Jennifer Tatel

Comcast-NBCU Proposed Merger

April 27, 2010

Merger-Related Harms

Broadband

- Structural Discrimination
  - Selective degrading or blocking of competitors' video content
- Economic Discrimination
  - Favorable pricing or bundling that discriminates against competing video services
- Lack of transparency
  - Allows Comcast to covertly discriminate against or degrade user web content

Traditional Pay-TV

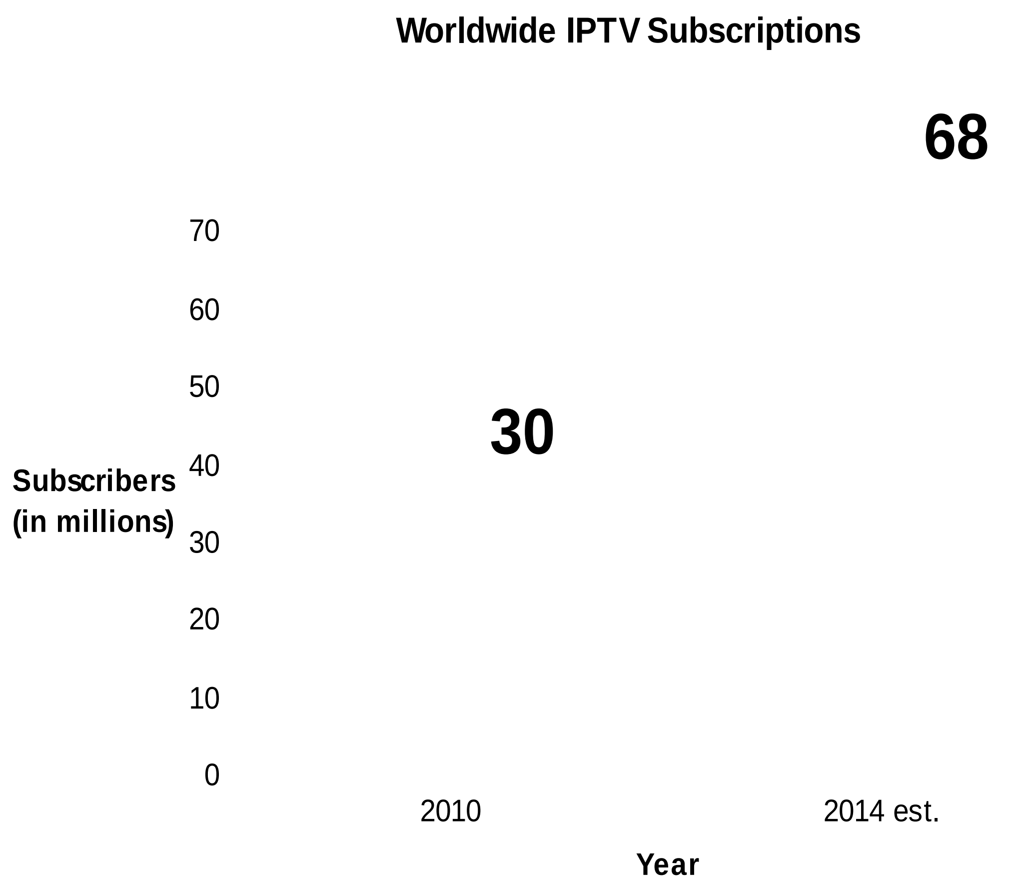
- Bundling of affiliated content with "must-have" broadcast programming
  - Would force competing MVPDs to use valuable bandwidth for unpopular programming
- Inflated retransmission consent fees
  - Potential blackouts for consumers
  - Disproportionate cost for competitors vs. Comcast

Vertical Integration

DBS	Comcast (pre-merger)	Comcast-NBCU
Video Distribution	Video Distribution	Video Distribution
	Pay-TV Content (e.g. RSNs, Versus, etc)	Pay-TV Content (e.g. RSNs, Versus, etc)
	Broadband	Broadband
		NBC Universal Content
		NBC “must-have” Broadcast Content

Television and the Internet

As more people look to the Internet for their video content, the incentive increases for Comcast to give first priority to NBC content, VoD and Fancast.



Source: http://www.fierceiptv.com/story/strategy-analytics-68-million-iptv-subs-2014/2010-03-22

Open Internet Conditions

- Require nondiscrimination with respect to all third-party content delivered over Comcast's broadband network.
- Prohibit "managed services," which would allow Comcast to guarantee a higher quality-of-service for certain content.
  - *e.g.*, Fancast, VoD, Hulu, NBC Universal content.
- Require full transparency.
  - Make available to the public tools that would monitor: bandwidth usage, network congestion, content degradation, packet injection and spoofing.

Broadband Conditions

- Offer a stand-alone, low cost broadband Internet access service with speeds of up to 4Mbps at a monthly rate of $15.
  - See AT&T-BellSouth merger conditions:
    - "AT&T/BellSouth will offer to retail consumers... a broadband Internet access service at a speed of up to 768 Kbps at a monthly rate (exclusive of any applicable taxes and regulatory fees) of $ 10 per month."
- Require Comcast to provide broadband access at wholesale rates so that other companies can create competitive service bundles.
  - See AOL-Time Warner merger conditions:
    - "AOL Time Warner shall not restrict the ability of any current or prospective ISP customer(s) to select and initiate service from any unaffiliated ISP which... has made its service available over AOL Time Warner's cable facilities."

Programming Conditions

- All affiliated content must be offered on a stand-alone basis.
- Mandatory interim carriage if negotiations over affiliated content break down.
- "Baseball-style" arbitration.
  - See Adelphia Merger Conditions:
    - "If an unaffiliated programming network is unable to reach an agreement pursuant to the Commission's commercial leased access rules with Comcast or Time Warner, it may elect commercial arbitration of the dispute."

Contact Information

Jeff Blum, Deputy General Counsel
Linda Kinney, VP Law and Regulation
Alison Minea, Corporate Counsel

DISH Network
202-293-0981
1110 Vermont Ave. NW, Ste: 750
Washington, DC 20005