



Comcast Corporation
300 New Jersey Avenue, NW
Suite 700
Washington, DC 20001

November 22, 2010

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
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

Dear Ms. Dortch:

On November 19, 2010, the undersigned of Comcast Corporation met with John Flynn, Senior Counsel to the Chairman for Transactions, regarding the above-captioned proceeding. We discussed generally the video transport and video aggregation businesses, what companies provide each of these services, and in what markets these services are provided. We also discussed the status of the record with respect to the arguments raised by Avail-TVN regarding Comcast Media Center ("CMC") and iN DEMAND, and Applicants' responses, including the following:

- The transport, video-on-demand, and pay-per-view businesses are highly competitive. Comcast has neither the incentive nor the ability to harm competition in any of those businesses.
- CMC does not control access to the programming it transports. MVPDs using CMC's Headend in the Sky ("HITS") transport services typically enter into separate contracts with programmers that give the MVPDs the rights to distribute the programming to their customers. The programmers, not CMC, typically control contractual access to their programming.
- Comcast's programming networks are available for transport by Avail-TVN and other competitors. Comcast makes its owned-and-operated networks available to CMC, Avail-TVN, and EchoStar for transport to MVPDs, and also makes these networks available via direct feeds to MVPDs. Comcast does not force other MVPDs to use CMC to transport Comcast's programming networks.

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- Comcast does not require programmers to use HITS or other CMC services as a condition of carriage on Comcast cable systems. In fact, Comcast uses a variety of transport methods, including Avail-TVN, to deliver linear and VOD content to its cable headends.
- Arguments regarding iN DEMAND are without merit. Comcast does not control iN DEMAND, and iN DEMAND's management structure removes Comcast and the other owners from day-to-day management.

In addition, we also discussed the duration of conditions placed on prior transactions, including the News Corp./DirecTV transaction and the Adelphia/Time Warner/Comcast transaction.

Finally we discussed online video and Applicants' position that general application of the program access rules to online is without merit and, to the extent concerns exist, it is imperative that the FCC consider specific remedies targeted at specific harms, especially given the nascent and evolving nature of the online video marketplace.

Please contact me should you have any questions regarding this matter.

Respectfully submitted,

/s/ Kathy Zachem

Kathy Zachem

Vice President

Regulatory and State Legislative Affairs

cc: John Flynn