



Federal Communications Commission
Washington, D.C. 20554

April 7, 2011

DA 11-637

Via First-Class Mail and E-Mail

Michael H. Hammer, Esquire
Willkie Farr & Gallagher LLP
1875 K Street, NW
Washington, DC 20006

Re: 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, dated April 5, 2011.

Dear Mr. Hammer:

By your letter of April 5, 2011, pursuant to the terms of the *Second Protective Order for Compliance*,¹ you request enhanced confidential treatment for the current Limited Liability Agreement of Hulu LLC (the "Hulu LLC Agreement") that your client intends to file. Subject to the limitations set forth below, we grant the request.

You generally represent that the information contained in the Hulu LLC Agreement is commercially sensitive and that competitive harm would result from its public disclosure. You further assert that the Hulu LLC Agreement falls within the category of information to which the Commission has already afforded Highly Confidential treatment in the *Second Protective Order for Compliance*.² You represent that the Hulu LLC Agreement contains highly sensitive information about the inner workings of Hulu's management and that access to this information would give competitors of Hulu, as well as competitors of Comcast and NBCUniversal, and other parties with whom Hulu, Comcast, and NBCUniversal do business, an unfair advantage in the marketplace.

As we stated in the *Second Protective Order for Compliance*, consistent with past practice, the Commission will in this proceeding grant more limited access to those materials which, if released to competitors, would allow those competitors to gain a significant advantage in the marketplace. We will permit persons submitting such documents and information to designate those materials as Highly Confidential and, as specified in the *Second Protective Order for Compliance*, we will limit access to such materials to Outside Counsel of Record, their employees, and Outside Consultants and experts whom they retain to assist them in this proceeding. We find that such materials are necessary to verify, in

¹ *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 for Compliance, MB Docket No. 10-56, DA 11-341, ¶ 3 (MB rel. Feb. 22, 2011) ("Second Protective Order for Compliance")*.

² *Second Protective Order for Compliance* ¶ 6.

part, that Comcast and NBCUniversal have complied with the conditions in the *Order*.³ We are mindful of the highly sensitive nature of the documents described in this letter, but we must also protect the right of the public to participate in this proceeding in a meaningful way. We conclude that the protections adopted in the *Second Protective Order* give appropriate access to the public while protecting a Submitting Party's competitively sensitive information, and thereby will serve the public interest.

We agree that the information that you describe in your letter has been allowed to be designated "Highly Confidential" under the Commission's protective orders, including that in this proceeding. Accordingly, to the extent that the Hulu LLC Agreement (or portions thereof) both fall within the category of information listed below and contain Highly Confidential Information, as defined in the *Second Protective Order for Compliance*,⁴ then such document (or portions thereof) may be designated and submitted as "Highly Confidential" under the *Second Protective Order*. To the extent that portions of the Hulu LLC Agreement do not contain Highly Confidential Information, such portions of the document are to be produced in unredacted format or submitted as "Confidential" under the *First Protective Order for Compliance*,⁵ as appropriate.

Category Eligible for Highly Confidential Treatment

- *Internal Hulu Governance*. The Order requires NBCUniversal to "submit to the Commission documentation evidencing that its interest in Hulu is purely economic."⁶ Comcast and NBCU intend to submit the current version of the Hulu LLC Agreement. The document may reveal non-public and highly sensitive details about the ownership and control structure of Hulu, which would harm not only NBCUniversal but also Hulu and its non-NBCU owners, who are not parties to this proceeding. Applicants may submit such documentation under this *Second Protective Order for Compliance* only to the extent that it contains Highly Confidential Information as defined above.

Sincerely,

William T. Lake
Chief, Media Bureau

³ *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*, Memorandum Opinion and Order, MB Docket No. 10-56, FCC 11-4 (rel. Jan. 20, 2011) (the "*Order*").

⁴ "Highly Confidential Information" means information contained in Stamped Highly Confidential Documents or derived there from that is not otherwise available from public sources and that the Submitting Party has kept strictly confidential that the Submitting Party has kept strictly confidential, and that, the Submitting Party claims, constitutes some of its most sensitive business data which, if released to competitors, would allow those competitors to gain a significant advantage in the marketplace. See *Second Protective Order for Compliance* at para. 5.

⁵ *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 for Compliance*, MB Docket No. 10-56, DA 11-340 (MB rel. Feb. 22, 2011) ("*Protective Order for Compliance*").

⁶ *Order* at App. A, § IV.C.4.