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April 19, 2002

VIA FACSIMILE AND OVERNIGHT MAIL

Board of Selectmen
Town of Westford
55 Main Street
Westford, MA 01886

**Re: AT&T Broadband / Comcast Change of Control Application –
Town of Westford's Request for Supplemental Information**

Dear Chairman and Members of the Board:

I am writing in response to your questions raised at the Town of Westford's ("Town") April 10, 2002 hearing regarding the FCC Form 394 application ("Application") for a change of control of AT&T CSC, Inc. to AT&T Comcast Corporation ("AT&T Comcast").

As a showing of good faith by both AT&T Broadband and Comcast, but without waiving any rights with respect to our position that the application was deemed both accurate and complete thirty (30) days after filing, we provide the following answers to assist the Town in its review of our application.

Responses to Specific Requests for Supplemental Information

- 1. Please provide the name of the auditing firm responsible for preparing and auditing the 10Q and 10Ks submitted as part of the Form 394.**

PriceWaterhouseCoopers, LLP audited AT&T Corp.'s 10Q and 10K report.
Deloitte & Touche, LLP audited Comcast Corporation's 10Q and 10K report.

- 2. Provide resumes/biography's for the currently appointed officers of AT&T Comcast (e.g., Brian Roberts).**

The biographies for C. Michael Armstrong, Brian L. Roberts and Ralph J. Roberts are attached.

We hope the above information is helpful. We look forward to working with the Town toward a successful Application review process. As always, please feel free to contact us with any additional questions or concerns.

Sincerely,

Robert K. Travers
Manager of Government Affairs

RKT/rar
Attachments

cc: Peter J. Epstein, Esq. – Epstein & August, LLP
Mark E. Reilly, Esq. – AT&T Broadband Vice President of Law & Public Policy
Elizabeth A. Graham – AT&T Broadband Director of Government Affairs

C. Michael Armstrong
Chairman, AT&T Comcast Corporation

C. Michael Armstrong was elected chairman of the board and chief executive officer of AT&T effective Nov. 1, 1997.

At AT&T, he heads one of the world's premier voice, video and data communications companies, serving consumers, businesses and government. AT&T has annual revenues of \$55 billion and 125,000 employees.

Armstrong came to AT&T from Hughes Electronics, where he had been chairman and CEO for six years, transforming it from a company focused mainly on defense to a powerful competitor in the commercial electronics, space and telecommunications industries.

Prior to Hughes, Armstrong spent more than three decades with IBM. Beginning as a systems engineer, he rose through the ranks to become senior vice president and chairman of the board of IBM World Trade Corporation. Earlier, he played major roles in IBM's personal computer and telecommunications businesses.

Born Oct. 18, 1938 in Detroit, Armstrong earned a bachelor of science degree in business and economics from Miami University of Ohio in 1961, and completed the advanced management curriculum at Dartmouth Institute in 1976. He was awarded honorary doctor of laws degrees from Pepperdine University in 1997 and Loyola Marymount University in 1998.

An active supporter of higher education, Armstrong is a trustee of Johns Hopkins University, chairman of the Board of Visitors of Johns Hopkins University School of Medicine, and a member of the advisory board of the Yale School of Management.

Armstrong serves as chairman of the U.S.-Japan Business Council, and the President's Export Council. He is the former chairman of the Federal Communications Commission's Network Reliability and Interoperability Council. He is a member of the Business Council, the Council on Foreign Relations, the National Security Telecommunications Advisory Committee and the Defense Policy Advisory Committee on Trade. Armstrong is also a member of The Business Roundtable and serves as head of its Security and Economic Recovery Task Force formed in the wake of the Sept. 11 attacks.

Armstrong serves on the board of directors of Citigroup, the board of trustees of Carnegie Hall, the supervisory board of the Thyssen-Bornemisza Group and the National Cable Television Association.

December, 2001

Brian L. Roberts
Chief Executive Officer, AT&T Comcast Corporation

Brian L. Roberts is president and a director of Comcast Corporation, one of the nation's leading providers of broadband cable services, electronic commerce and entertainment programming. Before becoming president in 1990, Brian held several senior management positions with Comcast.

Under his leadership, Comcast has grown ten-fold into a Fortune 500 company with 35,000 employees, regularly outperforming cable industry peers, the Nasdaq and the S&P 500 over the past decade. Comcast's market value is estimated at \$40 billion and 2000 revenues exceeded \$8.2 billion.

Brian has held several leadership positions for the cable television industry, including chairman of the National Cable & Telecommunications Association (NCTA) from 1995 to 1996, when the landmark deregulatory 1996 Telecommunications Act became law. He is currently NCTA treasurer and serves on the NCTA's board and executive committee. From 1999 to 2001, Brian served as chairman of the cable industry's research and development arm, CableLabs, where he is currently a director and executive committee member.

Brian is a board member of The Bank of New York, a member of the board of trustees of the Simon Wiesenthal Center and was a founding co-chair of Philadelphia 2000, the nonpartisan host committee that brought the Republican National Convention to Philadelphia, the city's first political convention in five decades. An All-American in squash, he earned silver medals with the U.S. squash team at the 1981, 1985 and 1997 Maccabiah Games in Israel. Brian, 42, is a graduate of the Wharton School of Finance of the University of Pennsylvania and lives in Philadelphia with his wife Aileen and their three children.

Comcast Corporation is principally involved in the development, management and operation of broadband cable networks, and in the provision of electronic commerce and programming content. Comcast Cable is the third largest cable company in the United States serving more than 8.4 million cable subscribers. Comcast's commerce and content businesses include majority ownership of QVC, Comcast-Spectacor, Comcast SportsNet, The Golf Channel and Outdoor Life Network, a controlling interest in E! Networks, and other programming investments.

Ralph J. Roberts

Director, AT&T Comcast Corporation

Starting with the purchase of a single cable television system in Tupelo, Mississippi, in 1963, Ralph J. Roberts went on to create one of the world's three largest cable television companies in the United States. Comcast Corporation is principally involved in the development, management and operation of broadband cable networks and the provision of programming content through principal ownership of QVC, Comcast-Spectacor, Comcast SportsNet, and The Golf Channel, a controlling interest in E! Networks and other programming investments.

Mr. Roberts has served as Chairman of Comcast since 1989. Prior to that, he served as President and Chairman. During the fifties, Mr. Roberts served as Executive Vice President and Director of Advertising and later as President and CEO of Pioneer Industries, a leading men's accessories company. Earlier, he was a Vice President with Muzak Corporation and an account executive with Aitken Kynett Advertising Agency. Mr. Roberts graduated from the Wharton School of the University of Pennsylvania and served a four-year tour of duty in the U.S. Navy.

A native of Philadelphia, Mr. Roberts is involved in numerous community and civic activities. He currently serves on the boards of the Greater Philadelphia Chamber of Commerce, the Council of Emeritus Directors of the Philadelphia Orchestra and the Brandywine Museum and Conservancy, and on the advisory board of the Greater Philadelphia Urban Affairs Coalition. He served on the boards of Philadelphia Electric Company and CoreStates Financial Corporation, national and regional boards of the NCCJ, the Philadelphia Orchestra and trustee of the Albert Einstein Medical Center. He is also a Charter Member of the World Business Council.

His entrepreneurial and humanitarian endeavors have brought him many awards, including the Distinguished Vanguard Award for Leadership from the National Cable Television Association, induction in the Broadcasting & Cable Hall of Fame, the Academy of Achievement Golden Plate Award, the Acres of Diamonds Entrepreneurial Excellence Award from Temple University and the conferral of a Doctor of Humane Letters by Holy Family College.

He was honored by the Anti-Defamation League of B'Nai B'Rith with its Americanism Award and by the National Conference of Christians and Jews with its Brotherhood Award. He has also received Philadelphia's Edward Powell Award for his contributions to the City, the Police Athletic League Award, and the Urban League of Philadelphia's Whitney M. Young, Jr. Leadership Award.