

Subject Companies: Hughes Electronics Corporation,
General Motors Corporation
and EchoStar Communications Corporation
Commission File No. 333-84472
Date: August 14, 2002

The following is a transcript of a videotape that was distributed.

Studio Anchor on-camera

STUDIO ANCHOR O/C: TODAY, NEARLY 40 MILLION HOMES CAN NOT RECEIVE LOCAL TV PROGRAMMING VIA DBS, OR DIRECT BROADCAST SATELLITE TELEVISION. WELL, THE WONDERFUL WORLD OF TELEVISION MIGHT BE EXPANDING ITS UNIVERSE - AS SOON AS THE FEDERAL GOVERNMENT APPROVES IT. MARIANNE SCHWAB REPORTS...

VIDEO	TIME	AUDIO
1. INT. - People/Family watching local TV (2)		REPORTER V/O: WATCHING TELEVISION IS EASILY ONE OF THE GREAT AMERICAN PASTIMES AND UNTIL DBS WAS INTRODUCED, CABLE WAS THE ONLY OPTION FOR MULTI-CHANNEL PROGRAMMING. THE ONLY CATCH IS, NEARLY 40 MILLION HOMES AND THOUSANDS OF COMMUNITIES CAN'T GET THEIR LOCAL TV STATIONS VIA SATELLITE. THAT ALL MAY CHANGE REAL SOON.
2. EXT - DBS installation		
3. EXT - Rural Homes (2)		
4. INT. - Person watching local news program		
5. EXT. -ECHOSTAR Dish Network Home Satellite Dish		REPORTER V/O: EARLIER THIS YEAR, ECHOSTAR COMMUNICATIONS AND HUGHES ELECTRONICS, PARENT COMPANIES OF THE DISH NETWORK AND DIRECTV DBS SERVICES, WHICH ANNOUNCED A PROPOSED MERGER LATE LAST YEAR, ANNOUNCED THEY FILED AN APPLICATION WITH THE FEDERAL COMMUNICATIONS COMMISSION TO LAUNCH AND OPERATE A NEW SATELLITE.
6. EXT.- DIRECTV buildings		
7. EXT. - Rocket launch		
8. GRAPHIC - Satellite Animation		
9.		
10. Spokesperson on-camera		SHAW O/C: "This proposal is new from the standpoint that we are going to be able to provide local channels to all 210 television markets in the United States."

SUPER: Jack Shaw, President, CEO, Hughes Electronics		

11. GRAPHIC - US Map: Future- 210 Local Markets		

12. DISSOLVE TO: GRAPHIC U.S. Map-Current- 47 Local Markets		

13. EXT. Rocket launch control center		REPORTER V/O: THE NEW SATELLITE WILL WORK IN CONCERT WITH FOUR OTHER DIRECTV AND ECHOSTAR SPACECRAFT IN THREE ORBITAL SLOTS. THIS, COMBINED WITH EFFICIENCIES GAINED THROUGH THE MERGER, WILL MAKE IT POSSIBLE TO DELIVER LOCAL CHANNELS TO EVERY HOUSEHOLD IN EVERY TELEVISION MARKET IN THE COUNTRY, INCLUDING RURAL AND UNDER-SERVED AREAS. THE COMBINED COMPANY WILL ALSO BRIDGE THE PROVERBIAL DIGITAL DIVIDE BY OFFERING AFFORDABLE HIGH-SPEED SATELLITE INTERNET ACCESS TO PEOPLE IN EVERY MARKET IN THE COUNTRY.
14. EXT. Rocket launch sequence		
15. Satellite - Animation		
16. EXT. Homes in rural location		
17. INT. Man working on internet/PC laptop		
18. GRAPHIC: U.S. Map "Broadband: The digital "Haves" (67 Million Households)		
19. DISSOLVE TO: GRAPHIC: U.S. Map Merger Bridges the "Digital Divide" (107 Million Households)		
20. Spokesperson on-camera		ERGEN O/C: "We realize that unless we combine our subscriber bases, we can never ever effectively offer broadband services to rural America."

SUPER:		

CHARLES Ergen, Chairman, CEO, EchoStar		

21. EXT. Rural landscape		REPORTER V/O: PEOPLE LIVING IN RURAL AREAS, WHO DO NOT NOW HAVE ACCESS TO DSL AND CABLE MODEMS, WILL SOON HAVE ACCESS TO HIGH-SPEED INTERNET SERVICE VIA SATELLITE AND AT AFFORDABLE RATES.
22. EXT. Man working in garden at rural home		
23. INT. Man on DSL internet connection at iMac		
24. INT. CU on mouse		
25. EXT. Building exterior pan to Satellite Dish		REPORTER V/O: THE DELIVERY OF LOCAL CHANNELS IN THE 210 MARKETS IS CONTINGENT UPON THE PROPOSED HUGHES-ECHOSTAR MERGER RECEIVING APPROVALS FROM THE FEDERAL COMMUNICATIONS COMMISSION AND THE DEPARTMENT OF JUSTICE, AS WELL AS THE SUCCESSFUL LAUNCH OF THE NEW SPOT-BEAM SATELLITE.
26. INT. Merger Conference		
27. EXT. DIRECT TV Satellite Dish		
28. EXT. Rocket launch		

29. GRAPHIC - Satellite launch animation		
30. GRAPHIC - satellite in space animation		
31. Spokesperson on-camera		HARTENSTEIN O/C: - "Together HUGHES and EchoStar will have the spectrum and the technical prowess to deliver ubiquitous broadband services for customers for both nationwide and enterprise customers worldwide."

SUPER: Eddy Hartenstein, Chairman, CEO, DIRECTV		

32. INT. Merger Conference		REPORTER V/O: ONLY IF THIS PROPOSED MERGER IS APPROVED, WILL HOUSEHOLDS IN SMALL AND RURAL TELEVISION MARKETS IN EVERY STATE FINALLY HAVE A COMPETITIVE ALTERNATIVE TO CABLE OPERATORS WHO HAVE HAD VIRTUAL LOCAL MONOPOLIES ON SERVICE. THIS IS MARIANNE SCHWAB.
33. EXT. Rural home		
34. EXT. Dish Network Satellite		
35. INT. Pan family watching TV		

B-ROLL (4:02)

ADDITIONAL SOUNDBITES

1. Spokesperson on-camera

SUPER:

Jack Shaw, President, CEO, Hughes
Electronics

SHAW O/C: "This proposal is new from the standpoint that we are going to be able to provide local channels to all 210 television markets in the United States.

So that for the first time, people in rural communities won't be disadvantaged relative to their counterparts in metropolitan cities."

2. Spokesperson on-camera

SUPER:

CHARLES Ergen, Chairman, CEO, EchoStar

ERGEN O/C: "We realize that unless we combine our subscriber bases, we can never ever effectively offer broadband services to rural America. And we say, 'Why should people in rural America not have the same broadband service that people have where there's a cable or phone company?'"

3. Spokesperson on-camera

SUPER: Eddy Hartenstein, Chairman, CEO, DIRECTV

HARTENSTEIN O/C: "Together DIRECTV and Dish Network have over 16 million customers and today represent one out of every six households in the United States. And together have an unprecedented technological set of resources for interactive services over the television, high definition television and personal video recording capabilities. Together Hughes HUGHES and EchoStar will have the spectrum and the technical prowess to deliver ubiquitous broadband services for customers both nationwide and enterprise customers worldwide."

ADDITIONAL B-ROLL

1. GRAPHIC Of U.S. Map Current- 47 Local Markets
 2. GRAPHIC - US Map Future- 210 Local Markets.
 3. GRAPHIC: U.S. Map "Broadband: The digital "Haves" (67 Million Households)
 4. GRAPHIC: U.S. Map Merger Bridges the "Digital Divide" (107 Million Households)
 5. Push from WS - house with Dish Network
 6. Pan from rocks to house
 7. Pull from house CU to WS with fence
 8. CU little boy eating cookie
 9. OTS boy watching TV
 10. OTS family watching TV
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DISH Network is a trademark of EchoStar Communications Corporation. DISH Network is EchoStar's state-of-the-art direct broadcast satellite TV system that is capable of offering over 500 channels of digital video and CD-quality audio programming, as well as advanced satellite TV receiver hardware and installation. EchoStar is included in the Nasdaq-100 Index (NDX). DISH Network currently serves over 6.43 million customers. For more information, contact 1-800/333-DISH (3474) or visit www.dishnetwork.com.

DIRECTV is the nation's leading digital satellite television service provider with more than 10.7 million customers. DIRECTV and the Cyclone Design logo are registered trademarks of DIRECTV, Inc., a unit of Hughes Electronics Corporation. HUGHES is the world's leading provider of digital television entertainment, broadband services, satellite-based private business networks, and global video and data broadcasting. The earnings of HUGHES, a unit of General Motors Corporation, are used to calculate the earnings per share attributable to the General Motors Class H common stock (NYSE: GMH). Visit DIRECTV on the World Wide Web at www.DIRECTV.com.

In connection with the proposed transactions, General Motors Corporation ("GM"), HEC Holdings, Inc. ("Hughes Holdings") and EchoStar Communications Corporation ("EchoStar") have filed amended preliminary materials with the Securities and Exchange Commission ("SEC"), including a Registration Statement of Hughes Holdings on Form S-4 that contains a consent solicitation statement/information statement/prospectus. These materials are not yet final and will be further amended. Holders of GM \$1-2/3 and GM Class H common stock are urged to read the definitive versions of these materials, as well as any other relevant documents filed or that will be filed with the SEC, as they become available, because these documents contain or will contain important information. The preliminary materials, the definitive versions of these materials and other relevant materials (when they become available), and any other documents filed by GM, Hughes Electronics Corporation ("Hughes"), Hughes Holdings or EchoStar with the SEC may be obtained for free at the SEC's website, www.sec.gov, and GM stockholders will receive information at an appropriate time on how to obtain transaction-related documents for free from GM.

GM and its directors and executive officers, Hughes and certain of its officers, and EchoStar and certain of its executive officers may be deemed to be participants in GM's solicitation of consents from the holders of GM \$1-2/3 common stock and GM Class H common stock in connection with the proposed transactions. Information regarding the participants and their interests in the solicitation was filed pursuant to Rule 425 with the SEC by EchoStar on November 1, 2001 and by each of GM and Hughes on November 16, 2001. Investors may obtain additional information regarding the interests of the participants by reading the amended preliminary consent solicitation statement/information statement/prospectus filed with the SEC and the definitive consent solicitation statement/information statement/prospectus when it becomes available.

This communication shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended.

Materials included in this document contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that could cause our actual results to be materially different from historical results or from any future results expressed or implied by such forward-looking statements. The factors that could cause actual results of GM, EchoStar, Hughes, or a combined EchoStar and Hughes, to differ materially, many of which are beyond the control of EchoStar, Hughes, Hughes Holdings or GM include, but are not limited to, the following: (1) the businesses of EchoStar and Hughes may not be integrated successfully or such integration may be more difficult, time-consuming or costly than expected; (2) expected benefits and synergies from the combination may not be realized within the expected time frame or at all; (3) revenues following the transaction may be lower than expected; (4) operating costs, customer loss and business disruption including, without limitation, difficulties in maintaining relationships with employees, customers, clients or suppliers, may be greater than expected following the transaction; (5) generating the incremental growth in the subscriber base of the combined company may be more costly or difficult than expected; (6) the regulatory approvals required for the transaction may not be obtained on the terms expected or on the anticipated schedule; (7) the effects of legislative and regulatory changes; (8) an inability to obtain certain retransmission consents; (9) an inability to retain necessary authorizations from the FCC; (10) an increase in competition from cable as a result of digital cable or otherwise, direct broadcast satellite, other satellite system operators, and other providers of subscription television services; (11) the introduction of new technologies and competitors into the subscription television business; (12) changes in labor, programming, equipment and capital costs; (13) future acquisitions, strategic partnership and divestitures; (14) general business and economic conditions; and (15) other risks described from time to time in periodic reports filed by EchoStar, Hughes or GM with the Securities and Exchange Commission. You are urged to consider statements that include the words "may," "will," "would," "could," "should," "believes," "estimates," "projects," "potential," "expects," "plans," "anticipates," "intends," "continues," "forecast," "designed," "goal," or the negative of those words or other comparable words to be uncertain and forward-looking. This cautionary statement applies to all forward-looking statements included in this document.
