

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): November 19, 2004

GENERAL COMMUNICATION, INC.
(Exact Name of Registrant as Specified in its Charter)

Alaska	0-15279	92-0072737
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification No.)
2550 Denali Street Suite 1000 Anchorage, Alaska		99503
----- (Address of principal executive offices)		----- (Zip Code)

Registrant's telephone number, including area code: (907) 868-5600

NONE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 1 - Registrant's Business and Operations

Item 1.01 Entry into a Material Definitive Agreement

On November 19, 2004, General Communication, Inc. (GCI) announced that it had reached a definitive agreement with MCI, Inc. (MCI) to repurchase 3,751,509 GCI Class A common shares at \$8.33 per share. In addition to the share repurchase the private transaction also included terms for redeeming GCI Series C Preferred Stock. The aggregate amount of the transaction will total \$41,250,070. MCI is a major customer of GCI. The transaction is expected to be completed on December 7, 2004. A copy of the press release is attached as Exhibit 99.1.

On November 19, 2004, GCI, Inc., a wholly owned subsidiary of GCI, and GCI Holdings, Inc., a wholly owned subsidiary of GCI, Inc., entered into an Amendment No. 3 to the Credit, Guaranty, Security and Pledge Agreement dated October 30, 2003 with Calyon New York Branch, General Electric Capital Corporation, CIT Lending Services Corporation and the lenders and guarantors referred to therein. The amendment modifies the terms of the existing credit facility of GCI Holdings, Inc. to permit the incurrence by GCI, Inc. of up to \$100 million in aggregate principal amount of additional senior notes due 2014. The amended credit facility permits up to \$70 million of the proceeds from such additional senior notes to be used to purchase shares of GCI stock held by MCI and Toronto Dominion Investments, Inc. (or the proceeds may be distributed to GCI for such purpose), so long as there exists no default under the credit facility both before and after giving effect to such transaction. The amended credit facility also permits the proceeds to be used for additional capital expenditures. The maximum total leverage ratio permitted by the credit facility was increased by 0.25:1 for each period, including from 4.00:1 to 4.25:1 for the current period ending December 30, 2004.

Section 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits

- (a) Financial statements of businesses acquired: Not Applicable
- (b) Pro forma financial information: Not Applicable
- (c) Exhibit:

99.1 Press release dated November 19, 2004
SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GENERAL COMMUNICATION, INC.

(Registrant)

Date: November 22, 2004

By /s/

Name: John M. Lowber
Title: Senior Vice President,
Chief Financial Officer,
Secretary and Treasurer
(Principal Financial Officer)

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press release of General Communication, Inc. dated November 19, 2004.

November 19, 2004

John Lowber, (907) 868-5628; jlowber@gci.com
Bruce Broquet, (907) 868-6660; bbroquet@gci.com
David Morris, (907) 265-5396; dmorris@gci.com

FOR IMMEDIATE RELEASE

GCI ANNOUNCES REPURCHASE OF 3.75 MILLION
SHARES HELD BY MCI

ANCHORAGE, AK -- General Communication, Inc. (NASDAQ: GNCMA) ("GCI") announced today that it reached a definitive agreement with MCI to repurchase 3,751,509 GCI Class A common shares at \$8.33 per share. In addition to the share repurchase the private transaction also included terms for redeeming GCI Series C Preferred Stock. The aggregate amount of the transaction will total \$41,250,070.

"We are pleased to announce this transaction with MCI," said Ron Duncan, GCI president and CEO. "This agreement is part of our plan to increase shareholder value and we are doing it in a way that maintains the significant business relationship we hold with MCI. MCI will retain its ownership of almost 1.3 million GCI Class B common shares which have ten times the voting power of our Class A common shares. We are also pleased to announce MCI will retain their two seats on GCI's board of directors. In short, it's business as usual between GCI and MCI."

Funds for the transaction will be provided by the \$70 million GCI, Inc. add-on bond transaction that was announced and priced on Thursday, November 18, 2004. GCI will close the MCI transaction concurrently with the closing of the add-on bond transaction which is expected to occur on December 7, 2004.

GCI is the largest Alaska-based and operated integrated telecommunications provider. A pioneer in bundled services, GCI provides local, wireless, and long distance telephone, cable television, Internet and data communication services. More information about the company can be found at www.gci.com.

The foregoing contains forward-looking statements regarding the company's expected results that are based on management's expectations as well as on a number of assumptions concerning future events. Actual results might differ materially from those projected in the forward looking statements due to uncertainties and other factors, many of which are outside GCI's control. Additional information concerning factors that could cause actual results to differ materially from those in the forward looking statements is contained in GCI's cautionary statement sections of Form 10-K and 10-Q filed with the Securities and Exchange Commission.

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