

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

GENERAL COMMUNICATION, INC.
 (Exact name of issuer as specified in its Charter)

ALASKA 92-0072737
 (State or other jurisdiction of (I.R.S. Employer
 incorporation or organization) Identification No.)

2550 Denali Street, Suite 1000, Anchorage, Alaska 99503-2781
 (Address of Principal Executive Offices) (zip code)

GENERAL COMMUNICATION, INC.
 QUALIFIED EMPLOYEE STOCK PURCHASE PLAN
 (Full title of the plan)

John M. Lowber
 General Communication, Inc.
 2550 Denali Street, Suite 1000, Anchorage, Alaska 99503-2781
 (Name and address of agent for service)
 (907) 265-5600
 (Telephone number, including area code, of agent for service)

Copy to: J. J. Brecht
 Wohlforth, Argetsinger, Johnson & Brecht, A Professional Corporation
 900 West 5th Avenue, Suite 600, Anchorage, Alaska 99501
 (907) 276-6401

<TABLE>

CALCULATION OF REGISTRATION FEE

<CAPTION>

Title of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price (1)	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
<S>	<C>	<C>	<C>	<C>
General Communication, Inc. Common Stock				
Class A	2,000,000	\$6,062,000	\$6,062,000	\$1,788.29
Class B	400,000	\$1,212,400	\$1,212,400	\$357.66
			\$7,247,400	
				TOTAL: \$2,145.95

<FN>

1 Estimated solely for the purpose of calculating the amount of the registration fee. For Class A common stock, based upon the average of the high and low sale prices of \$3.0625 per share and \$3.00 per share, respectively, i.e., an average of \$3.031 per share, as quoted on the Nasdaq Stock Market on October 30, 1998. For Class B common stock, based upon the average of the bid and asked prices of \$3.00 per share and \$3.0625 per share, respectively, i.e., an average of \$3.031 per share, as stated on the over-the-counter market on October 30, 1998.

</FN>

</TABLE>

PART I

INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

Item 1. Plan Information

The contents of the initial registration statement pertaining to the General Communication, Inc. Qualified Employee Stock Purchase Plan filed with the Securities and Exchange Commission on Form S-8 on April 5, 1993 (Registration No. 33-60728) and the subsequent registration of additional shares filed with the Commission on Form S-8 on September 27, 1995 (Registration No. 333-8760) are incorporated by reference into this Registration Statement. Required opinions, consents and signatures are included in this Registration Statement in accordance with the provisions of Form S-8.

Item 2. Registrant Information and Employee Plan Annual Information

See Item 1.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference

See Item 1.

Item 4. Description of Securities

See Item 1.

Item 5. Interests of Named Experts and Counsel

See Item 1.

Item 6. Indemnification of Directors and Officers

See Item 1.

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Item 7. Exemption from Registration Claimed

See Item 1.

Item 8. Exhibits

See Exhibit Index and Exhibits at the end of this Registration Statement.

Item 9. Undertakings

The Company hereby undertakes each and every one of the following:

- (1) To file, during any period in which offers or sales are being made, a post-effective amendment to this Registration Statement:
 - (i) To include any prospectus required by Section 10(a)(3) of the Securities Act of 1933;
 - (ii) To reflect in the prospectus any facts or events arising after the effective date of the Registration Statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the Registration Statement; notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) (adopted pursuant to the Securities Act of 1933, as amended) if, in the aggregate, the changes in volume and price represent no more than a 20% change in the maximum aggregate offering price set forth in the "Calculation of Registration Fee" table in the effective Registration Statement; and
 - (iii) To include any material information with respect to the plan of distribution not previously disclosed in the Registration Statement or any material change to such information in the Registration Statement; provided, however, that paragraphs (1)(i) and (1)(ii) above do not apply if the registration statement is on Form S-3, Form S-8, or Form F-3, and the information required to be included in a post-effective amendment by those paragraphs is

Amendment to Registration Statement (S-8)

Page 3

contained in periodic reports filed with or furnished to the Commission by the Company pursuant to Section 13 or 15(d) of the Exchange Act that are incorporated by reference in the Registration Statement;

- (2) To agree that, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof;
- (3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering;
- (4) To agree that, for purposes of determining any liability under the Securities Act, each filing of the Company's annual report pursuant to Section 13(a) or 15(d) of the Exchange Act (and where applicable, each filing of the Plan's annual report pursuant to Section 15(d) of the Exchange Act) incorporated by reference in the Registration Statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof; and
- (5) To disclose, in so far as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Company pursuant to the foregoing provisions, or otherwise, the Company has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in that act and is, therefore, unenforceable; and in the event that a claim for indemnification against such liabilities (other than the payment by the Company of expenses incurred or paid by a director, officer, or controlling person of the Company in the successful defense of any action, suit or proceeding) is asserted by such director, officer, or controlling person in connection with the securities being registered, to submit, unless in the opinion of its counsel the matter has been settled by controlling precedent, to a court of appropriate jurisdiction the question whether such indemnification by the Company is against public policy as expressed in that Act and to be governed by the final adjudication of that issue.

SIGNATURES

The Registrant. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Municipality of Anchorage, State of Alaska, on November 2, 1998.

GENERAL COMMUNICATION, INC.
(Registrant)

By: /s/
Ronald A. Duncan
President and Chief
Executive Officer
(Principal Executive Officer)

By: /s/
John M. Lowber
Chief Financial Officer
(Principal Financial Officer)

By: /s/
Alfred J. Walker
Vice President & Chief Accounting
Officer
(Principal Accounting Officer)

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated:

/s/
Ronald A. Duncan
President, Chief Executive Officer and Director
(Principal Executive Officer)

10/29/98
Date

/s/ 10/30/98
Carter F. Page Date
Chairman of the Board and Director

/s/ 10/29/98
Robert M. Walp Date
Vice Chairman of the Board and Director

Donne F. Fisher Date
Director

/s/ 10/29/98
Jeffry C. Garvey Date
Director

John W. Gerdelman Date
Director

/s/ 10/30/98
William P. Glasgow Date
Director

Donald Lynch Date
Director

Larry E. Romrell Date
Director

/s/ 10/30/98
James M. Schneider Date
Director

Amendment to Registration Statement (S-8)

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The Plan. Pursuant to the requirements of the Securities Act of 1933, the Plan has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Municipality of Anchorage, State of Alaska, on November 2, 1998.

GENERAL COMMUNICATION, INC.
QUALIFIED EMPLOYEE STOCK PURCHASE PLAN

By: /s/
Alfred J. Walker
Plan Administrator

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

EXHIBITS TO

FORM S-8 REGISTRATION STATEMENT
UNDER THE SECURITIES ACT OF 1933
FOR THE GENERAL COMMUNICATION, INC.
QUALIFIED EMPLOYEE STOCK PURCHASE PLAN

Amendment to Registration Statement (S-8)

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EXHIBIT INDEX

Exhibit No. -----	Description -----
4	Instruments defining rights of security holders, including indentures
4.1 (1)	Restated Articles of Incorporation of General Communication, Inc.
4.2 (2)	Bylaws of General Communication, Inc.
4.3.1 (3)	Resolutions of Board of Directors of the Company and of Shareholders of the Company adopted at their December 17, 1986 meetings adopting Qualified Employee Stock Purchase Plan
4.3.2	Copy of the General Communication, Inc. Revised Qualified Employee Stock Purchase Plan
4.3.3 (3)	Resolution of the Board of Directors of the Company at its June 4, 1992 meeting adopting certain amendments to the Plan to bring it into compliance with Rule 16b-3(d) (Participant Directed Transactions)
4.3.4 (3)	Resolution of the Board of Directors of the Company adopted at its March 24, 1993 meeting adopting certain amendments to the Plan and re-establishing the Plan as an employee benefit plan of the Company
4.3.5 (3)	Resolution of the Board of Directors of the Company at its March 24, 1993 meeting authorizing the increase of the allocation of common stock for acquisition by the Plan and the registration of the offering of that stock under the Securities Act of 1933
1/	Incorporated by reference and previously filed with the SEC as an exhibit to the Company's annual report on Form 10-K for the year ended December 31, 1997.
2/	Incorporated by reference and previously filed with the SEC as an exhibit to the Company's annual report on Form 10-K for the year ended December 31, 1992.
3/	Incorporated by reference and previously filed with the SEC as an exhibit to the Company's Registration Statement for the Qualified Employee Stock Purchase Plan (Registration No. 33-60728) filed April 5, 1993.

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EXHIBIT INDEX

Exhibit No. -----	Description -----
4.3.6 (4)	Certificate of Secretary on action by Board of Directors at its October 20, 1994 meeting approving certain amendments to the Plan to comply with the Tax Reform Act of 1986, as amended, and to allow for participating eligible employees to choose investments other than common stock of the Company; and resolution of the Board adopted at its December 20, 1994 meeting approving the revised plan
4.3.7 (4)	Resolution of the Board of Directors of the Company adopted at its February 9, 1995 meeting pertaining to an increase of the number of shares of Class A common stock allocated to the Plan

- 4.3.8 (4) Certificate of Secretary on action of Board of Directors taken without a meeting and with unanimous consent approving certain additional amendments to the Plan to comply with the Tax Reform Act of 1986, as amended, primarily relating to investment responsibility and the relationship between the Plan Committee and the Trustee; and the corresponding Minutes of Action and Resolution (including those amendments) of the Board approving those amendments effective on September 1, 1995
- 4.3.9 Certificate of Secretary on action of Board of Directors taken at a teleconference meeting approving certain additional amendments to the Plan to relating to gross income as treated under the Internal Revenue Code of 1986, as amended; and an excerpt from the corresponding minutes (including a description of the amendments) of the Board approving those amendments effective January 1, 1995
- 4.3.10 Certificate of Secretary on action of Board of Directors taken at a teleconference meeting approving certain technical modifications to the Plan as proposed by the Internal Revenue Service; and an excerpt from the corresponding minutes (including a description of the amendments) of the Board approving those amendments effective January 1, 1996
- 4/ Incorporated by reference and previously filed with the SEC as an exhibit to the Company's registration statement for the Qualified Employee Stock Purchase Plan (Registration No. 333-8760) filed September 27, 1995.

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EXHIBIT INDEX

Exhibit No. - -----	Description -----
4.3.11	Certificate of Secretary on action of Board of Directors taken at a meeting approving certain additional amendments to the Plan as proposed by the Internal Revenue Service; and an excerpt from the corresponding minutes (including a description of the amendments) of the Board approving those amendments effective June 25, 1997
4.3.12	Certificate of Secretary as to resolution of the Board of Directors of the Company adopted at its October 30, 1998 meeting pertaining to an increase of the number of shares of Class A and Class B common stock allocated to the Plan
4.4 (5)	Revised Questions and Answers about the Qualified Employee Stock Purchase Plan (summary plan description), dated January 1, 1995
4.5.1 (3)	IRS Determination on Qualified Employee Stock Purchase Plan and U.S. Department of Labor comments on ERISA, dated March 8, 1988
4.5.2	IRS Determinations on Qualified Employee Stock Purchase Plan, dated March 13, 1996
5	Opinion re legality
5.1 (3)	Legal Opinion on Legality of Shares dated March 30, 1993
5.2 (4)	Legal Opinion on Legality of Shares dated September 26, 1995
5.3	Legal Opinion on Legality of Shares dated November 2, 1998
15	None
23	Consents of experts and counsel
23.1	Consent of Wohlforth, Argetsinger, Johnson & Brecht, A Professional Corporation
23.2	Consent of Harris, Mericle, Wakayama & Mason, a Professional Limited Liability Company
23.3	Consent of KPMG Peat Marwick LLP

5/ Incorporated by reference and previously filed with the SEC as an exhibit to the Company's annual report on Form 10K for the year ended December 31, 1994.

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EXHIBIT INDEX

Exhibit No. - - - - -	Description - - - - -
24	None
99	Additional Exhibits
99.1 (3)	Resolution Appointing Plan Administrator
99.2 (3)	Resolutions Appointing Plan Committee Members
99.3 (4)	Certificate of Secretary on Board of Directors Action appointing New Plan Committee Member

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DEPARTMENT OF THE TREASURY

INTERNAL REVENUE SERVICE
 DISTRICT DIRECTOR
 450 GOLDEN GATE AVENUE, MS 7-4-01
 SAN FRANCISCO, CA 94102

Date: MAR 13 1996

GENERAL COMMUNICATION, INC.
 C/O MICHAEL SANCHEZ, ESQ.
 SHERMAN & HOWARD LLC
 633 17TH STREET, SUITE 3000
 DENVER, CO 80202

Employer Identification Number:
 92-0072737
 File Folder Number:
 921000549
 Person to Contact:
 MING TOM
 Contact Telephone Number:
 (415) 522-6057
 Plan Name:
 GENERAL COMMUNICATION, INC.
 EMPLOYEE STOCK PURCHASE PLAN
 Plan Number: 001

Dear Applicant:

We have made a favorable determination on your plan, identified above, based on the information supplied. Please keep this letter in your permanent records.

Continued qualification of the plan under its present form will depend on its effect in operation. (See section 1.401-1(b)(3) of the Income Tax Regulations.) We will review the status of the plan in operation periodically.

The enclosed document explains the significance of this favorable determination letter, points out some features that may affect the qualified status of your employee retirement plan, and provides information on the reporting requirements for your plan. It also describes some events that automatically nullify it. It is very important that you read the publication.

This letter relates only to the status of your plan under the Internal Revenue Code. It is not a determination regarding the effect of other federal or local statutes.

This determination is subject to your adoption of the proposed amendments submitted in your letter dated 1/10/96. The proposed amendments should be adopted on or before the date prescribed by the regulations under Code section 401(b).

This determination letter is applicable for the amendment(s) adopted on 12/20/94.

This determination letter is also applicable for the amendment(s) adopted on 9/1/95 & 10/24/95.

This determination letter is applicable for the plan adopted on 11/3/87.

This plan has been mandatorily disaggregated, permissively aggregated, or restructured to satisfy the nondiscrimination requirements.

This plan satisfies the nondiscrimination in amount requirement of section 1.401(a)(4)-1(b)(2) of the regulations on the basis of a design-based safe harbor described in the regulations.

Amendment to Registration Statement (S-8)

Letter 835 (DO/CG)

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GENERAL COMMUNICATION, INC.

This letter may not be relied upon with respect to whether the plan satisfies the qualification requirements as amended by the Uruguay Round Agreements Act, Pub. L. 103-465.

The information on the enclosed addendum is an integral part of this determination. Please be sure to read and keep it with this letter.

We have sent a copy of this letter to your representative as indicated in the power of attorney.

If you have questions concerning this matter, please contact the person whose name and telephone number are shown above.

Sincerely yours,

/s/

Richard R. Orosco
District Director

Enclosures:
Publication 794
Addendum

Amendment to Registration Statement (S-8)
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Letter 835 (DO/CG)
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GENERAL COMMUNICATION, INC.

This plan also satisfies the requirements of Code section 401(k).

This is an updated letter.

Amendment to Registration Statement (S-8)

Letter 835 (DO/CG)
Page 23

DEPARTMENT OF THE TREASURY

INTERNAL REVENUE SERVICE
 DISTRICT DIRECTOR
 450 GOLDEN GATE AVENUE, MS 7-4-01
 SAN FRANCISCO, CA 94102

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This is an updated letter.

Amendment to Registration Statement (S-8)

Letter 835 (DO/CG)
Page 23

DEPARTMENT OF THE TREASURY

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
450 GOLDEN GATE AVENUE, MS 7-4-01
SAN FRANCISCO, CA 94102

Date: MAR 13 1996

GENERAL COMMUNICATION, INC.
C/O MICHAEL SANCHEZ, ESQ.
SHERMAN & HOWARD LLC
633 17TH STREET, SUITE 3000
DENVER, CO 80202

Employer Identification Number:
92-0072737
File Folder Number:
921000549
Person to Contact:
MING TOM
Contact Telephone Number:
(415) 522-6057
Plan Name:
GENERAL COMMUNICATION, INC.
EMPLOYEE STOCK PURCHASE PLAN
Plan Number: 001

Dear Applicant:

We have made a favorable determination on your plan, identified above, based on the information supplied. Please keep this letter in your permanent records.

Continued qualification of the plan under its present form will depend on its effect in operation. (See section 1.401-1(b)(3) of the Income Tax Regulations.) We will review the status of the plan in operation periodically.

The enclosed document explains the significance of this favorable determination letter, points out some features that may affect the qualified status of your employee retirement plan, and provides information on the reporting requirements for your plan. It also describes some events that automatically nullify it. It is very important that you read the publication.

This letter relates only to the status of your plan under the Internal Revenue Code. It is not a determination regarding the effect of other federal or local statutes.

This determination is subject to your adoption of the proposed amendments submitted in your letter dated 1/10/96. The proposed amendments should be adopted on or before the date prescribed by the regulations under Code section 401(b).

This determination letter is applicable for the amendment(s) adopted on 12/20/94.

This determination letter is also applicable for the amendment(s) adopted on 9/1/95 & 10/24/95.

This determination letter is applicable for the plan adopted on 11/3/87.

This plan has been mandatorily disaggregated, permissively aggregated, or restructured to satisfy the nondiscrimination requirements.

This plan satisfies the nondiscrimination in amount requirement of section 1.401(a)(4)-1(b)(2) of the regulations on the basis of a design-based safe harbor described in the regulations.

Amendment to Registration Statement (S-8)

Letter 835 (DO/CG)

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GENERAL COMMUNICATION, INC.

This letter may not be relied upon with respect to whether the plan satisfies the qualification requirements as amended by the Uruguay Round Agreements Act, Pub. L. 103-465.

The information on the enclosed addendum is an integral part of this determination. Please be sure to read and keep it with this letter.

We have sent a copy of this letter to your representative as indicated in the power of attorney.

If you have questions concerning this matter, please contact the person whose name and telephone number are shown above.

Sincerely yours,

/s/

Richard R. Orosco
District Director

Enclosures:
Publication 794
Addendum

Amendment to Registration Statement (S-8)
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Letter 835 (DO/CG)
Page 22

GENERAL COMMUNICATION, INC.

This plan also satisfies the requirements of Code section 401(k).

This is an updated letter.

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WOHLFORTH, ARGETSINGER, JOHNSON & BRECHT
A PROFESSIONAL CORPORATION

JULIUS J. BRECHT
CHERYL RAWLS BROOKING
CYNTHIA L. CARTLEDGE
BARBARA J. DREYER
ROBERT M. JOHNSON
BRADLEY E. MEYEN
KENNETH E. VASSAR
MARSHALL T. WHITE
ERIC E. WOHLFORTH

ATTORNEYS AT LAW
900 WEST 5TH AVENUE, SUITE 600
ANCHORAGE, ALASKA 99501-2048

TELEPHONE
(907) 276-6401
FACSIMILE
(907) 276-5093
E-MAIL
wajb@alaska.net

OF COUNSEL
PETER ARGETSINGER

November 2, 1998

Ronald A. Duncan, President
General Communication, Inc.
2550 Denali Street, Suite 1000
Anchorage, Alaska 99503

Re: Opinion As To Legality of Shares To Be Issued Pursuant To
General Communication, Inc. Qualified Employee Stock Purchase
Plan;
Our File No. 618.0625

Dear Mr. Duncan:

You have requested an opinion from this firm on behalf of General Communication, Inc. ("Company"), in connection with shares of common stock of the Company ("Shares") to be allocated and issued in conjunction with the Company's revised Qualified Employee Stock Purchase Plan ("Plan").

It is this firm's understanding that the facts surrounding these proposed transactions are represented by the Company as follows ("Facts"):

1. The Plan was adopted by the board of directors of the Company ("Board") by resolution at its December 17, 1986 meeting called and conducted in accordance with the Restated Articles of Incorporation and Bylaws of the Company ("Articles" and "Bylaws", respectively), and the Plan was approved by the Company's then sole shareholder, Western Tele-Communications, Inc., by resolution at the Company's shareholder meeting held on December 17, 1986; and the Plan was later amended by the Board on June 4, 1992 to comply with changes to the federal Rule 16b-3; on March 24, 1993 the Board approved an increased allocation of stock to the Plan in the amount of 700,000 shares of Class A common stock and 100,000 shares of Class B

Amendment to Registration Statement (S-8)

Ronald A. Duncan, President
General Communication, Inc.

Re: Opinion As To Legality of Shares To Be Issued
Pursuant To General Communication, Inc.
Qualified Employee Stock Purchase Plan

November 2, 1998
Page 2

common stock, on October 20, 1994 to comply with the Internal Revenue Code of 1986, as amended, and The Plan was amended by the Board to allow participating eligible employees to choose to invest in securities other than the common stock of the Company; on February 9, 1995 the Board approved an increased allocation of stock to the Plan in the amount of 800,000 shares of Class A common stock; on September 1, 1995 the Plan was amended by the Board to comply with provisions of the Internal Revenue Code of 1986, as amended, primarily related to investment responsibility and the relationship between the Plan Committee and the Trustee; and on October 30, 1998, the Board approved an increased allocation of stock to the Plan in the form of the Shares, i.e., 2,000,000 shares of Class A and 400,000 shares of Class B common stock;

2. The Articles provide that the Company has the power to issue and sell any stock and further expressly provides for the issuance of Class A common stock and Class B common stock;

3. The Plan provides for the acquisition of Class A and Class B common stock of the Company by the Plan on behalf of qualified employees, and there are shares available for issuance by the Company under the Plan and pursuant to the Articles;
4. The material provisions of the Articles and Bylaws pertaining to the issuance of Class A common stock and Class B common stock in effect as of the date of this letter were those in effect as of October 30, 1998;
5. The Company was incorporated as an Alaska corporation and received a Certificate of Incorporation dated July 16, 1979 from the Alaska Department of Commerce and Economic Development;
6. The Company is in good standing with respect to the reporting and corporation tax requirements of the Alaska Corporations Code to which the Company is subject, and the Company is otherwise validly existing as an Alaska corporation pursuant to the laws of the State of

Amendment to Registration Statement (S-8)

Ronald A. Duncan, President

General Communication, Inc.

Re: Opinion As To Legality of Shares To Be Issued

Pursuant To General Communication, Inc.

Qualified Employee Stock Purchase Plan

November 2, 1998

Page 3

Alaska with all requisite powers to own property and to conduct its business in the manner contemplated by the Articles and Bylaws;

Copies of the Articles and Bylaws, as amended and revised, respectively, Certificate of Incorporation, as restated, the above referenced resolutions, and the Plan have been delivered to this firm. We have reviewed these documents. The Articles provide that the Company is organized for the purposes of transacting any and all lawful business for which corporations may be incorporated under the Alaska Corporations Code.

Based upon the foregoing Facts, we are of the opinion as follows. Assuming due compliance with applicable federal and state securities laws, (1) the Shares will, when issued through the Plan, represent newly created and legally issued, fully paid, and non-assessable shares of Class A common stock in the Company or shares of Class B common stock of the Company, as the case may be, and (ii) each holder of a Share will be entitled to the benefits of a shareholder pro rata based on ownership of outstanding shares of the respective class of common stock of the Company.

This letter must not be quoted or referred to in the Company's financial statements or provided to persons other than the officers and directors of the Company without prior consultation with us or our prior written consent. The firm is aware of the Company's intent to and consents to the use of this letter as an exhibit in an amendment to Form S-8 registration with the Securities and Exchange Commission pertaining to the Shares to be allocated to the Plan.

Sincerely,

WOHLFORTH, ARGETSINGER,
JOHNSON & BRECHT

/s/

Julius J. Brecht

JJB/neb

Amendment to Registration Statement (S-8)

KPMG Peat Marwick LLP
601 West Fifth Avenue
Suite 700
Anchorage, AK 99501-2258

CONSENT OF INDEPENDENT AUDITORS

The Board of Directors
General Communication, Inc.:

We consent to the use of our reports, incorporated herein by reference, in the registration statement.

KPMG PEAT MARWICK LLP

/s/

Anchorage, Alaska
October 29, 1998

KPMG Peat Marwick LLP
601 West Fifth Avenue
Suite 700
Anchorage, AK 99501-2258

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