

## **DESCRIPTION OF THE TRANSACTION**

Northrop Grumman Innovation Systems, Inc. (“NGIS”), Orbital Sciences Corporation (“Orbital Sciences”), Space Logistics LLC (“Space Logistics”), Alliant Techsystems Operations LLC (“Alliant Techsystems”), ATK Space Systems Inc. (“ATK Space”), and ATK Launch Systems Inc. (“ATK Launch”) (together the “Licensees”) hold certain private wireless, space station, and experimental licenses.<sup>1</sup> NGIS is a direct wholly-owned subsidiary of Northrop Grumman Corporation (“NGC”). Orbital Sciences and Alliant Techsystems in turn are each direct wholly-owned subsidiaries of NGIS. Space Logistics is a direct wholly-owned subsidiary of Orbital Sciences. ATK Space and ATK Launch are each direct wholly-owned subsidiaries of Alliant Techsystems.

NGC (“Transferor”) and Northrop Grumman Systems Corporation (“Transferee”) (jointly “Applicants”) seek Commission approval for the *pro forma* transfer of control of NGIS and its subsidiaries (including Orbital Sciences, Space Logistics, Alliant Techsystems, ATK Space, and ATK Launch) to Transferee (the “Reorganization”). Transferee is also a direct wholly-owned subsidiary of NGC. At all times during the course of the Reorganization, all Licensees will remain under ultimate control of NGC. Thus, the proposed Reorganization is *pro forma* in nature.

As part of the Reorganization, each of NGIS, Orbital Sciences, ATK Space, and ATK Launch will convert from a corporation to a limited liability company.<sup>2</sup> Applicants respectfully request Commission approval for this additional *pro forma* step in which the Licensees holding the licenses will remain the same in all respects except for the change in corporate form.

Applicants also respectfully request that grant of this application be deemed to authorize the transfer of any licenses that may be issued to any of the Licensees during the period between the filing of this application and finalizing of the Reorganization. Such action would be consistent with prior decisions of the Commission.<sup>3</sup>

## **PUBLIC INTEREST STATEMENT**

Consistent with its rules and precedents, the Commission should find that the proposed Reorganization is in the public interest and approve this Application. After consummation of the proposed Reorganization, the licenses will be used in the same manner, at the same locations, and for the same purposes as before the proposed Reorganization. The Reorganization will not affect the technical or managerial qualifications of Licensees, which will at all times remain

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<sup>1</sup> Orbital Sciences has pending experimental license applications with file numbers 2232-EX-ST-2019 and 0050-EX-ST-2020, and Space Logistics has a pending space station application for call sign S3059.

<sup>2</sup> References herein to the four named converting Licensees should be construed as references to these entities as limited liability companies upon completion of the Reorganization.

<sup>3</sup> See, e.g., *PacifiCorp Holdings*, 13 FCC Rcd 8891, 8915-16 (WTB 1997); *Pacific Telesis/SBC*, 12 FCC Rcd 2624, 2665 (WTB 1997); *McCaw*, 9 FCC Rcd 5836, 5909 n.300 (CCB 1994).

under the ultimate control of NGC. Since the Reorganization is in compliance with the Commission's rules, is in the public interest, and is *pro forma* in nature, the Applicants request expeditious approval.

With respect to the space station license, approval of the proposed *pro forma* transfer of control application “does not require a waiver of, or a declaratory ruling pertaining to, any applicable Commission rule.”<sup>4</sup> The Applicants certify that “the proposed transfer of control ... is *pro forma*” and “together with all previous *pro forma* transactions, [the proposed transfer of control] would not result in a change in the actual controlling party.”<sup>5</sup> Accordingly, the *pro forma* transfer of control application for the space station license should “be deemed granted one business day after filing.”<sup>6</sup>

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<sup>4</sup> See 47 C.F.R. § 25.119(i)(1).

<sup>5</sup> See 47 C.F.R. § 25.119(i)(2).

<sup>6</sup> See 47 C.F.R. § 25.119(i).

**ATTACHMENT A  
FCC LICENSES AND PENDING APPLICATIONS**

**Alliant Techsystems Operations LLC  
FRN: 0020605218**

|    | <b>Call Sign</b> | <b>Service</b>                              |
|----|------------------|---|
| 1  | WQMK478          | AF (Aeronautical and Fixed)                 |
| 2  | WQUX809          | AF (Aeronautical and Fixed)                 |
| 3  | WNSO448          | IG (Industrial/Business Pool, Conventional) |
| 4  | WPDT907          | IG (Industrial/Business Pool, Conventional) |
| 5  | WPNT841          | IG (Industrial/Business Pool, Conventional) |
| 6  | WPPG524          | IG (Industrial/Business Pool, Conventional) |
| 7  | WPRL662          | IG (Industrial/Business Pool, Conventional) |
| 8  | WQAL450          | IG (Industrial/Business Pool, Conventional) |
| 9  | WYK236           | IG (Industrial/Business Pool, Conventional) |
| 10 | WNEP790          | MG (Microwave Industrial/Business Pool)     |
| 11 | WPND890          | MG (Microwave Industrial/Business Pool)     |
| 12 | WPNI921          | MG (Microwave Industrial/Business Pool)     |
| 13 | WNVH555          | YG (Industrial/Business Pool, Trunked)      |
| 14 | WPPU563          | YG (Industrial/Business Pool, Trunked)      |
| 15 | WPTF315          | YG (Industrial/Business Pool, Trunked)      |
| 16 | WRCR611          | AC ( Aircraft)                              |

| <b>Alliant Techsystems Operations LLC</b><br><b>FRN: 0026285189</b> |                  |   |
|---|------------------|---|
|   | <b>Call Sign</b> | <b>Service</b>                              |
| 17  | WK2XDH           | XT (Experimental Testing)                   |
| <b>ATK Launch Systems Inc.</b><br><b>FRN: 0004828349</b>            |                  |   |
|   | <b>Call Sign</b> | <b>Service</b>                              |
| 18  | WQNG746          | AF (Aeronautical and Fixed)                 |
| 19  | KA82995          | IG (Industrial/Business Pool, Conventional) |
| 20  | KAY769           | IG (Industrial/Business Pool, Conventional) |
| 21  | KB25257          | IG (Industrial/Business Pool, Conventional) |
| 22  | KB27106          | IG (Industrial/Business Pool, Conventional) |
| 23  | KB27918          | IG (Industrial/Business Pool, Conventional) |
| 24  | KB35194          | IG (Industrial/Business Pool, Conventional) |
| 24  | KB35205          | IG (Industrial/Business Pool, Conventional) |
| 26  | KB63407          | IG (Industrial/Business Pool, Conventional) |
| 27  | KB89359          | IG (Industrial/Business Pool, Conventional) |
| 28  | KD25561          | IG (Industrial/Business Pool, Conventional) |
| 29  | KD51741          | IG (Industrial/Business Pool, Conventional) |
| 30  | KKE404           | IG (Industrial/Business Pool, Conventional) |
| 31  | WNXU492          | IG (Industrial/Business Pool, Conventional) |
| 32  | WPDG366          | IG (Industrial/Business Pool, Conventional) |
| 33  | WPEI366          | IG (Industrial/Business Pool, Conventional) |
| 34  | WPGD280          | IG (Industrial/Business Pool, Conventional) |
| 35  | WPHN566          | IG (Industrial/Business Pool, Conventional) |

|  |                  |  |
|--|------------------|--|
| 36   | WQGC336          | IG (Industrial/Business Pool,<br>Conventional) |
| 37   | WQVA497          | IG (Industrial/Business Pool,<br>Conventional) |
| <b>ATK Space Systems Inc.<br/>FRN: 0016244311</b>                    |                  |  |
|  | <b>Call Sign</b> | <b>Service</b>                                 |
| 38   | WQLU780          | IG (Industrial/Business Pool,<br>Conventional) |
| 39   | WQII371          | IG (Industrial/Business Pool,<br>Conventional) |
| 40   | WQRE509          | IG (Industrial/Business Pool,<br>Conventional) |
| <b>Northrop Grumman Innovation Systems, Inc.<br/>FRN: 0027459437</b> |                  |  |
|  | <b>Call Sign</b> | <b>Service</b>                                 |
| 41   | WH2XPW           | XT (Experimental Testing)                      |
| 42   | WH2XUE           | XT (Experimental Testing)                      |
| 43   | WH2XUF           | XT (Experimental Testing)                      |
| 44   | WH2XUG           | XT (Experimental Testing)                      |
| 45   | WH2XVB           | XT (Experimental Testing)                      |
| 46   | WH2XVC           | XT (Experimental Testing)                      |
| 47   | WH2XVD           | XT (Experimental Testing)                      |
| 48   | WH2XVE           | XD (Experimental Developmental)                |
| 49   | WH2XVF           | XD (Experimental Developmental)                |
| 50   | WH2XVG           | XD (Experimental Developmental)                |
| 51   | WI2XPR           | XT (Experimental Testing)                      |
| 52   | WJ2XLH           | XD (Experimental Developmental)                |
| 53   | WH2XUH           | XT (Experimental Testing)                      |
| 54   | WH2XUD           | XT (Experimental Testing)                      |

|   |                           |   |
|---|---------------------------|---|
| 55  | WP9XVW                    | XT (Experimental Testing)                   |
| 56  | WRBS959                   | IG (Industrial/Business Pool, Conventional) |
| <b>Orbital Sciences Corporation<br/>FRN: 0014578496</b> |                           |   |
|   | <b>Call Sign</b>          | <b>Service</b>                              |
| 57  | KA98112                   | AF (Aeronautical and Fixed)                 |
| 58  | 140SC                     | AC ( Aircraft)                              |
| 59  | 29330MOB                  | AC ( Aircraft)                              |
| <b>Orbital Sciences Corporation<br/>FRN: 0020275566</b> |                           |   |
|   | <b>Call Sign</b>          | <b>Service</b>                              |
| 60  | <b>WPRK698</b>            | IG (Industrial/Business Pool, Conventional) |
| 61  | <b>WPRK699</b>            | IG (Industrial/Business Pool, Conventional) |
| 62  | <b>WPZV554</b>            | IG (Industrial/Business Pool, Conventional) |
| 63  | <b>WQFU805</b>            | IG (Industrial/Business Pool, Conventional) |
| <b>Orbital Sciences Corporation<br/>FRN: 0003577186</b> |                           |   |
|   | <b>Call Sign</b>          | <b>Service</b>                              |
| 64  | <b>WD2XIF</b>             | XD (Experimental Developmental)             |
| 65  | <b>WE2XSF</b>             | XD (Experimental Developmental)             |
| 66  | <b>WI2XBF</b>             | XT (Experimental Testing)                   |
| 67  | <b>WE2XSE</b>             | XD (Experimental Developmental)             |
| 68  | <b>WI2XCG</b>             | XT (Experimental Testing)                   |
| 69  | <b>WO9XDR<sup>1</sup></b> | XT (Experimental Testing)                   |

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<sup>1</sup> Call sign WO9XDR is assigned to file numbers 1274-EX-ST-2019 and 1465-EX-ST-2019. Accordingly, transfer of control is respectfully requested for both file numbers.

|   |                                       |  |
|---|---------------------------------------|--|
| 70  | <b>WP9XVV</b>                         | XT (Experimental Testing)                      |
| 71  | <b>WNZX982</b>                        | IG (Industrial/Business Pool,<br>Conventional) |
| <b>Space Logistics LLC<br/>FRN: 00025902156</b> |                                       |  |
|   | <b>Call Sign</b>                      | <b>Service</b>                                 |
| 72  | <b>S2990</b>                          | Satellite Space Station                        |
| <b>Pending FCC Applications</b>                 |                                       |  |
| <b>Applicant</b>                                | <b>Call Sign<br/>(File Number)</b>    | <b>FRN</b>                                     |
| Space Logistics LLC                             | S3059<br>(SAT-LOA-20191210-<br>00144) | 0025902156                                     |
| Orbital Sciences Corporation                    | WP9XSQ<br>(2232-EX-ST-2019)           | 0003577186                                     |
| Orbital Sciences Corporation                    | WO9XDR<br>(0050-EX-ST-2020)           | 0003577186                                     |