

**ATTACHMENT 1**  
**NOTIFICATION OF *PRO FORMA* TRANSFER OF CONTROL AND ASSIGNMENT**  
**OF INTERNATIONAL SECTION 214 AUTHORITY**

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.24(f) of the Federal Communications Commission’s (“Commission” or “FCC”) rules, 47 C.F.R. § 63.24(f), Intelsat S.A. notifies the Federal Communications Commission of the *pro forma* transfer of control and assignment of an international Section 214 authorization held by Intelsat General Corporation (the “Intelsat 214”), an indirect wholly owned subsidiary of Intelsat S.A. The FCC has already consented to the transaction that is the subject of this post-closing notice.<sup>1</sup> The corporate changes were completed on July 2, 2018.

Under the FCC’s rules, transfers of control or assignments that do not result in a change of the actual controlling party are considered non-substantial or *pro forma*.<sup>2</sup> Moreover, a “corporate reorganization that involves no substantial change in the beneficial ownership of the corporation” is presumptively considered to be non-substantial or *pro forma*.<sup>3</sup> The corporate changes described below involve the insertion into the ownership chain of new holding companies, including a new limited partnership, and the conversion of certain entities from corporations to limited liability companies (“LLCs”). In addition, Intelsat General Corporation, the Section 214 authorization holder, converted into Intelsat General Communications LLC. These corporate changes constitute a non-substantial (*pro forma*) transfer of control and assignment of the Intelsat 214 because ultimate ownership and control of the authorization-holding entity is exactly the same before and after the corporate reorganizations.

**Answer to Question 10 - Section 63.18(a)-(d):**

Because ultimate ownership and control of the Intelsat 214 will not change as a result of this transaction, Intelsat S.A. has been designated as both the transferor and the transferee for the instant *pro forma* transfer notification. The assignor of the Intelsat 214 is Intelsat General Corporation and the assignee, post conversion, is the same entity, Intelsat General Communications LLC.

**Contact Information for Transferor/Transferee (Intelsat S.A.), Assignor (Intelsat General Corporation), and Assignee (Intelsat General Communications LLC):**

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<sup>1</sup> The International Bureau consented to the *pro forma* transfer of control of all of space and earth station licenses held by Intelsat License LLC and Intelsat Horizons-3 License LLC on June 29, 2018. See IBFS File Nos. SAT-T/C-20180627-00048; SAT-T/C-20180627-00049; SES-T/C-20180627-01430; SES-T/C-20180627-01436; SES-T/C-20180627-01433. In addition, prior to the closing of the transaction, Intelsat S.A. applied for and received consent to the *pro forma* transfer of non-common carrier radio licenses and experimental authorizations. See ULS File No. 0008216564 (consented to June 28, 2018); ELS File No. 0037-EX-TU-2018 (granted June 29, 2018). The instant notification arises out of the same corporate changes.

<sup>2</sup> 47 C.F.R. § 63.24(d) (“Transfers of control or assignments that do not result in a change in the actual controlling party are considered non-substantial or *pro forma*.”).

<sup>3</sup> 47 C.F.R. § 63.24(d), Note 2.

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Place of Formation: Intelsat S.A. is organized under the laws of Luxembourg. Intelsat US LLC, Intelsat General Corporation, and Intelsat General Communications LLC are Delaware companies.

International Section 214 Authority: Intelsat S.A. does not hold any international Section 214 authority, but does indirectly control the Assignor, Intelsat General Corporation, which was the pre-consummation holder of the international Section 214 authorization that is the subject of this notification (IBFS File No. ITC-MOD-20050329-00170 (global facilities-based service or global resale service)). Assignee Intelsat General Communications LLC has not previously received authority under Section 214 of the Communications Act.

**Answer to Question 11 - Section 63.18(h):**

The corporate reorganizations do not affect the indirect foreign ownership in Intelsat's subsidiaries that was previously approved by the Commission.<sup>4</sup>

**Answer to Question 13**

Intelsat hereby notifies the Commission of the *pro forma* transfer of control and assignment of the international section 214 authority previously held by Intelsat General Corporation. As depicted in Exhibit 2-A, prior to the corporate reorganizations, Intelsat General

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<sup>4</sup> See *Intelsat Holdings, Ltd. and Serafina Holdings Limited, Consolidated Application for Consent to Transfer of Control of Holders of Title II and Title III Authorizations*, Memorandum Opinion and Order, 22 FCC Rcd 22,151 (2007) ("*Intelsat-Serafina Order*"); See *Intelsat Global Holdings, S.A. Applications to Transfer Control of Intelsat Licenses and Authorizations from BC Partners Holdings Limited to Public Ownership*, IB Docket No. 11-205, Order, 27 FCC Rcd 5226 (2012).

Corporation was owned and controlled through various directly and indirectly wholly-owned subsidiaries of Intelsat S.A. Intelsat General Corporation was also the holder of the Intelsat 214.

The non-substantial or *pro forma* transfer of control and assignment of the Intelsat 214 occurred due to corporate reorganizations involving the insertion into the ownership chain of new holding companies, including a new limited partnership, and the conversion of certain corporations to LLCs. Intelsat General Corporation was converted into Intelsat General Communications LLC, which is now the holder of the Intelsat 214. None of these changes affected the ultimate ownership or control of the Intelsat 214 holder.

The post-consummation ownership structure is depicted in Exhibit 2-B (Intelsat Licensees Ownership Following *Pro Forma* Changes), and described below.

- Intelsat Alliance LP, a limited partnership, is inserted into the ownership chain.
- Above Intelsat Alliance LP, Intelsat Envision Holdings LLC, Intelsat Connect Finance S.A., Intelsat Genesis Inc., and Intelsat Genesis GP LLC, are inserted into the ownership chain.
- Below Intelsat Alliance LP, Intelsat Corporation converts into Intelsat US LLC, and Intelsat General Corporation converts into Intelsat General Communications LLC, both Delaware limited liability companies.

These corporate changes constitute a non-substantial (*pro forma*) transfer of control and assignment because ultimate ownership and control of the Intelsat 214 is exactly the same before and after the corporate reorganizations. These internal corporate reorganizations serve the public interest by creating operational and administrative efficiencies for Intelsat S.A. and its subsidiaries.