

**ATTACHMENT 1**

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), and Section 63.24 of the Commission’s rules, 47 C.F.R. § 63.24, ARINC Inc. (“ARINC”) notifies the Commission of the *pro forma* transfer of control of ARINC, which occurred as a result of two inter-related restructuring transactions.

**Answer to Question 10**

ARINC requests that all Commission communications in connection with the instant notification be directed to:

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with a copy to:

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**Answer to Question 11**

1. **ARINC Inc.** is a Delaware corporation that operates as the direct parent company of the operating company, Aeronautical Radio Inc. The address for ARINC Inc. is: 2551 Riva Road, Annapolis, MD 21401.
2. ARINC Inc. is a wholly owned subsidiary of **Radio Holdings, Inc.**, a Delaware corporation that operates as an intermediate holding entity.
3. Radio Holdings, Inc. is a wholly owned subsidiary of **Carlyle Partners IV ARINC Holdings, L.P.**, a Delaware limited partnership that operates as an intermediate holding entity. The following entities hold ownership interests in Carlyle Partners IV ARINC Holdings, L.P. of ten percent or greater:
  - a. Carlyle Partners IV Telecommunications, LP holds approximately 96 percent of the equity interests in Carlyle Partners IV ARINC Holdings, L.P.

- b. TC Group IV Managing GP, L.L.C. controls Carlyle Partners IV ARINC Holdings, L.P. as its general partner.
4. **Carlyle Partners IV Telecommunications, LP** is a Delaware limited partnership that operates as an intermediate holding entity. Carlyle Partners IV Telecommunications, LP is controlled by its general partner, TC Group IV, L.P. No shareholder holds more than 10 percent of the equity in Carlyle Partners IV Telecommunications, LP.
5. **TC Group IV Managing GP, L.L.C.** is a Delaware limited liability company that operates as an intermediate holding entity. TC Group IV Managing GP, L.L.C. is controlled by its managing member, TC Group L.L.C.
6. **TC Group L.L.C.** is a Delaware limited liability company that operates as an intermediate holding entity. TC Group L.L.C. is controlled by its sole member, Carlyle Holdings I L.P.
7. **Carlyle Holdings I L.P.** is a Delaware limited partnership that operates as an intermediate holding entity. Carlyle Holdings I L.P. is controlled by its general partner, Carlyle Holdings I GP Sub L.L.C.
8. **Carlyle Holdings I GP Sub L.L.C.** is a Delaware limited liability company that operates as an intermediate holding entity. Carlyle Holdings I GP Sub L.L.C. is controlled by its sole member, Carlyle Holdings I GP Inc.
9. **Carlyle Holdings I GP Inc.** is a Delaware corporation that operates as an intermediate holding entity. Carlyle Holdings I GP Inc. is controlled by its sole shareholder, The Carlyle Group L.P.
10. **The Carlyle Group L.P.** is a Delaware limited partnership that operates as a publicly traded holding entity. The Carlyle Group L.P. is controlled by its general partner, Carlyle Group Management L.L.C.
11. **Carlyle Group Management L.L.C.** is a Delaware limited liability company that operates as the controlling general partner of The Carlyle Group L.P. Carlyle Group Management L.L.C. is controlled by the following individuals, all of whom are U.S. citizens:
  - a. William E. Conway, Jr. is Co-Chief Executive Officer and Co-founder of The Carlyle Group, a private equity firm.
  - b. David M. Rubenstein is Co-Chief Executive Officer and Co-founder of The Carlyle Group.
  - c. Daniel A. D’Aniello is Chairman and Co-founder of The Carlyle Group.

The address for each of the entities listed in bold type above (with the exception of ARINC) is the same as that provided in response to Questions 6 and 7 of the attached form.

**Answer to Question 13**

By this filing, ARINC notifies the Commission of the *pro forma* transfer of control of ARINC, which occurred as a result of two inter-related restructuring transactions, both of which were complete as of May 2, 2012.

In the first transaction, control of ARINC transferred from Carlyle Partners IV Telecommunications, LP (“Carlyle Partners IV”) to Carlyle Partners IV ARINC Holdings, L.P. (“ARINC Holdings”). Carlyle Partners IV indirectly controlled ARINC as the majority shareholder of Radio Holdings, Inc. (“Radio Holdings”), an intermediate holding company that indirectly controls ARINC. Following the transaction, ARINC Holdings, also an intermediate holding company, became the sole shareholder of Radio Holdings—and thus acquired indirect control of ARINC.

In the second transaction, control of ARINC transferred from TCG Holdings, L.L.C. (“TCG Holdings”) to Carlyle Holdings I L.P. (“Carlyle Holdings”). TCG Holdings indirectly controlled ARINC as the Managing Member of TC Group, L.L.C. (“TC Group”), which itself is an intermediate holding company that indirectly controls ARINC. Following the transaction, Carlyle Holdings, also an intermediate holding company, became sole member of TC Group—and thus acquired indirect control of ARINC.

Both Carlyle Partners IV and ARINC Holdings, from the first-step transaction, and both TCG Holdings and Carlyle Holdings, from the second-step transaction, ultimately are controlled by entities affiliated with The Carlyle Group. Consequently, the transfer of control resulted in no change in the ultimate control of ARINC and was *pro forma* in nature.