

ATTACHMENT ONE

Answer to Question 10:

The following information is submitted pursuant to Section 63.18, Paragraphs (c) and (d) of the rules of the Commission:

Correspondence concerning this application should be addressed to Counsel for the Applicant:

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The transferee has not previously held telecommunications authority under Section 214 of the Communications Act of 1934, as amended.

Answer to Question 11:

The following are the name, address, citizenship, and principal businesses of each person or entity that directly or indirectly owns at least ten (10) percent of the equity of the transferee in this pro forma transaction, and the percentage of equity owned by each of those persons or entities.

A description of the name, address, citizenship and primary business of the parent entities of Satcom Global, Inc. ("SGI") follows below. The ultimate parent, where control resides, is set forth first:

Name: **Intelligent Communication Enterprise Corp. ("ICE")**
Address: 75 High Street
Singapore 179435
Citizenship: ICE is a Pennsylvania corporation
Principal Business: ICE is a provider of multimedia content and integrated media services

The 10% or greater shareholders of ICE after the *pro forma* transaction shall be:

Mark Brian White, UK citizen (20.67%)
Lippenslaan 166 6e Verdieping
B-8300 Knokke
Belgium

Brian James Collins, Irish Citizen (20.67%)
Elveesh
Ardataggle
Bridgetown, County Clare
Ireland

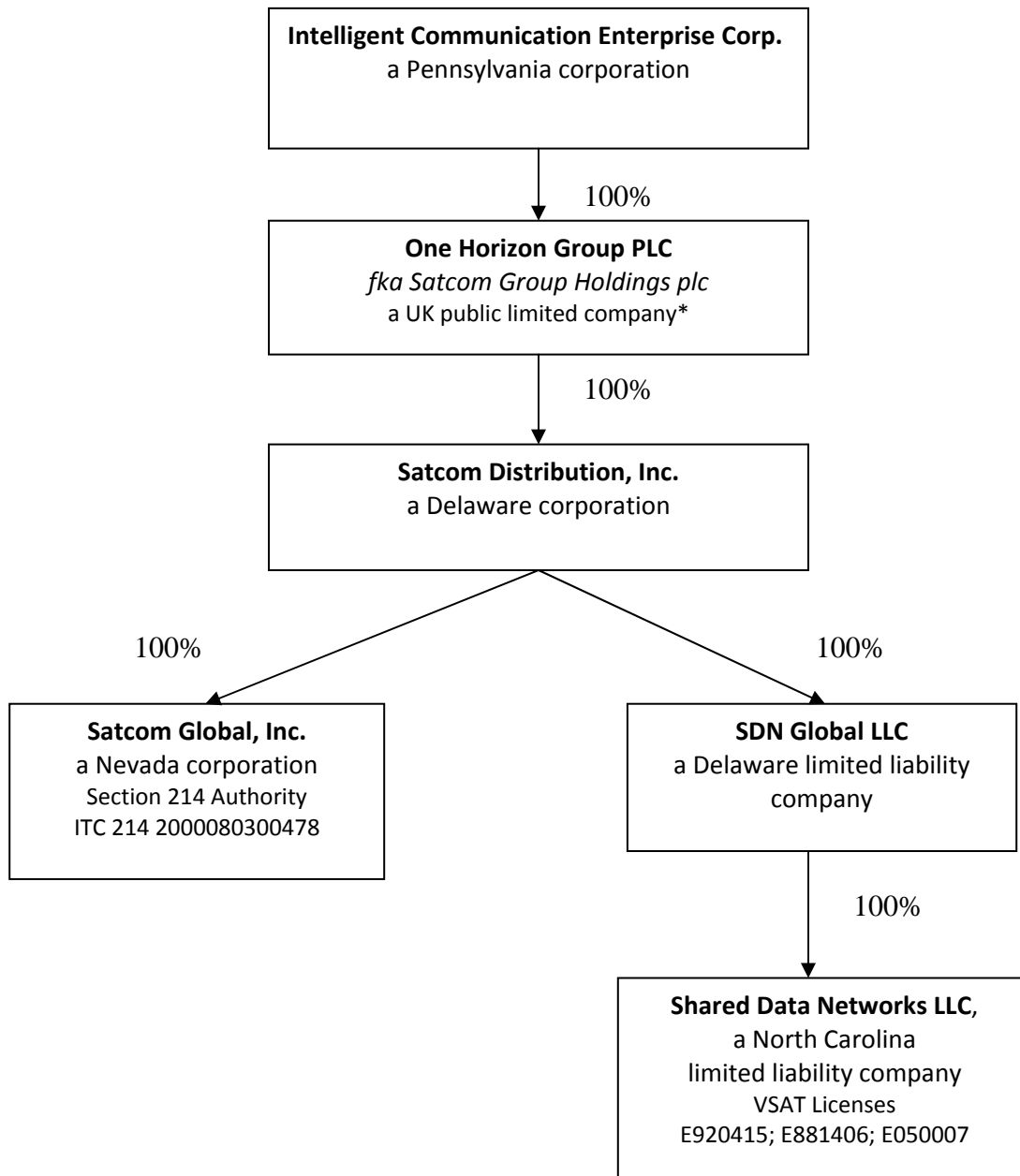
The pre-transaction control group of Mark White, Martin Ward, Alexandra Johnson and Adam Thompson will hold 50.1% of the post-transaction stock in ICE and will retain no less than that minimum equity until such time as ICE is either no longer under the jurisdiction of the Commission or where circumstances dictate that a further request for transfer of control should be filed.

Name: **One Horizon Group plc** ("One Horizon")
Address: Unit 3, The Woodford Centre
Old Sarum, Salisbury, SP4 GBU
United Kingdom
Citizenship: One Horizon is a UK public limited company holding non-exchange traded securities
Principal Business: Mobile handsets, data terminals and brokered airtime. One Horizon will become a wholly owned subsidiary of ICE and will be the direct owner of Satcom Distribution, Inc. serving in this regard as a holding company.

Name: **Satcom Distribution, Inc.** ("SDI")
Address: 2250 Skyview Lane
Harleysville, PA 19438
Citizenship: SDI is a Delaware corporation wholly owned by One Horizon.
Principal Business: SDI owns 100% of Satcom Global, Inc., which holds Section 214 Authority from the Commission (ITC-214-20000803-00478). It also owns 100% of SDN Global LLC, which in turn owns 100% of Shared Data Networks, LLC, licensee of Call Signs E050007, E881406 and E920415. The Commission approved the *pro forma* transfer of the licenses held by Shared Data Networks, LLC by action on 11/28/2012. See, *Public Notice*, Report No. SES-01508, released 12/12/2012. SDI owns other subsidiaries not engaged in FCC-regulated activities

A schematic depiction of the post-transaction ownership structure of SGI is set forth on the following page:

Post Transaction Control Structure



* Notice of the change of name from Satcom Group Holdings PLC to One Horizon Group PLC was filed with the Commission on November 7, 2011.

Answer to Question 13:

Narrative of Transaction:

In October 2012, One Horizon Group plc *f/k/a Satcom Group Holdings plc*, (“One Horizon”) entered into a Securities Exchange Agreement with Intelligent Communications Enterprise Corp. (“ICE”), a provider of multimedia content and integrated media services, including special interest magazines. Under the Securities Exchange Agreement, the shareholders of One Horizon were given the right to exchange their shares for those of ICE. ICE is a Pennsylvania Corporation with principal offices in Singapore, trading over the counter on NASDAQ (Ticker Symbol: ICMC).

All shareholders of One Horizon (“One Horizon Shareholders”) were offered shares of ICE common stock in exchange for their One Horizon shares (“the ICE Transaction”). All One Horizon Shareholders irrevocably agreed to exchange their One Horizon shares in the ICE Transaction. Following the closing of the ICE Transaction, One Horizon Shareholders representing an ownership interest of 100% of One Horizon came to hold more than 95% of the issued and outstanding shares of ICE. Further, the Officers and Directors of One Horizon assumed the corresponding positions of Officers and Directors of ICE and One Horizon became a subsidiary of ICE. Accordingly, a *pro forma* transaction occurred.

The transaction became fully consummated on December 10, 2012 after the integration of the Officers and Directors was implemented, which process succeeded the share exchange. On January 9, 2013, Satcom Global, Inc. (“SGI”) the applicant herein and the holder of the existing Section 214 authority filed a request with the Commission asking for additional time to file the present notification due to ongoing, but yet unconcluded efforts, to resolve a red light issue involving the payment of various SGI regulatory fees. In its filing, SGI generally described the *pro forma* nature of the transaction and provided an outline of it. On January 14, 2013, Bureau staff informally advised Applicant’s counsel to proceed with filing the notification but that formal acknowledgement of the notification would remain withheld until the red light issue becomes resolved. SGI proceeded immediately to prepare and circulate this application among the parties and to conclude this filing. The Applicant will notify the International Bureau when the red light issue is resolved. To the extent a waiver of Section 63.24(f) of the rules of the Commission is deemed required, the Applicant respectfully requests same.

A pictorial representation of the transaction attached below to this narrative, demonstrates the *pro forma* nature of the transaction being reported.

Share Exchange Transaction

