

ATTACHMENT 1
NOTIFICATION OF *PRO FORMA* TRANSFER OF CONTROL
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 Commission of the *pro forma* transfer of control of an international Section 214 authorization held by Intelsat General Communications LLC (“Intelsat General Communications”), 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.¹ The transaction was completed on May 2, 2019.

Under the FCC’s rules, transfers of control that do not result in a change of the actual controlling party are considered non-substantial or *pro forma*.² 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*.³ The corporate change described herein involves only the insertion into the ownership chain of a new, wholly-owned subsidiary. This corporate change constitutes a non-substantial (*pro forma*) transfer of control because ultimate ownership and control of the international Section 214 authorization is exactly the same before and after the corporate reorganization. This internal corporate reorganization serves the public interest by creating operational and administrative efficiencies for Intelsat S.A. and its subsidiaries.

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

Because ultimate ownership and control of the international Section 214 authorization 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.

Contact Information for Transferor/Transferee (Intelsat S.A.):

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¹ On May 2, 2019, the International Bureau granted the *pro forma* transfer of control of a space station license held by Horizons-3 License LLC, an indirectly wholly-owned subsidiary of Intelsat S.A. See *Public Notice, Satellite Policy Branch Information, Actions Taken*, DA No. 19-382 (May 3, 2019).

² 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*.”).

³ 47 C.F.R. § 63.24(d), Note 2.

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with a copy to counsel:

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Place of Formation: Intelsat S.A. is organized under the laws of Luxembourg. Intelsat General Communications is a Delaware limited liability company.

International Section 214 Authority: Intelsat S.A. does not hold any international Section 214 authority but does indirectly control Intelsat General Communications which holds 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)).

Answer to Question 11 - Section 63.18(h):

The corporate reorganization does not affect the indirect foreign ownership in Intelsat's subsidiaries that was previously approved by the Commission.⁴

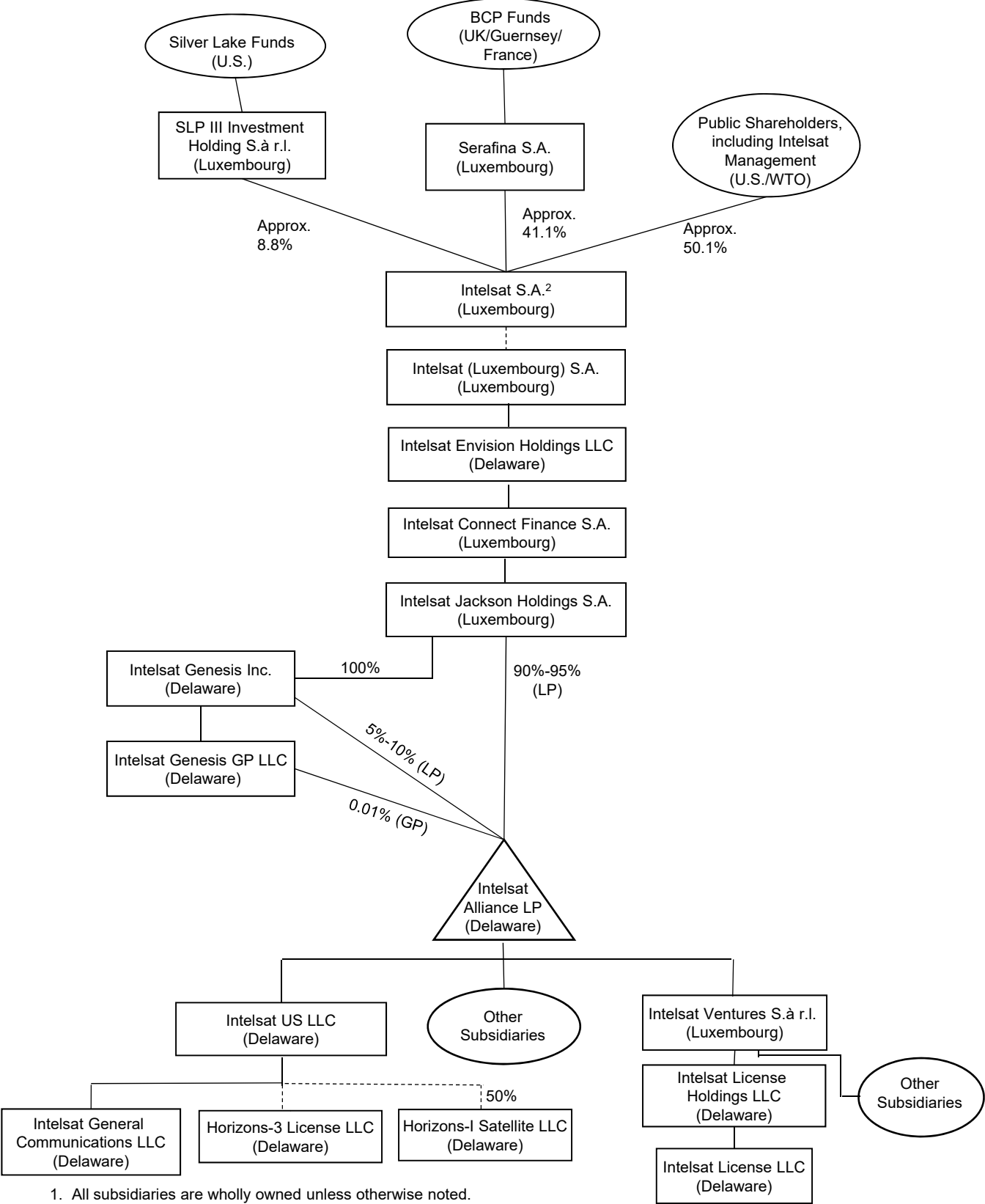
Answer to Question 13

Intelsat hereby notifies the Commission of the *pro forma* transfer of control of the international Section 214 authority held by Intelsat General Communications. As depicted in Exhibit 2-A, prior to the corporate reorganization, Intelsat General Communications was owned and controlled through various direct and indirect wholly-owned subsidiaries of Intelsat S.A.

The non-substantial or *pro forma* transfer of control of the international Section 214 authority occurred due to a corporate reorganization involving the insertion into the ownership chain of a new wholly-owned subsidiary, which does not change the ultimate ownership of Intelsat General Communications. Specifically, between Intelsat Alliance LP and Intelsat US LLC, Intelsat US Finance LLC, a Delaware limited liability company, is inserted into the ownership chain. The post-consummation ownership structure is depicted in Exhibit 2-B.

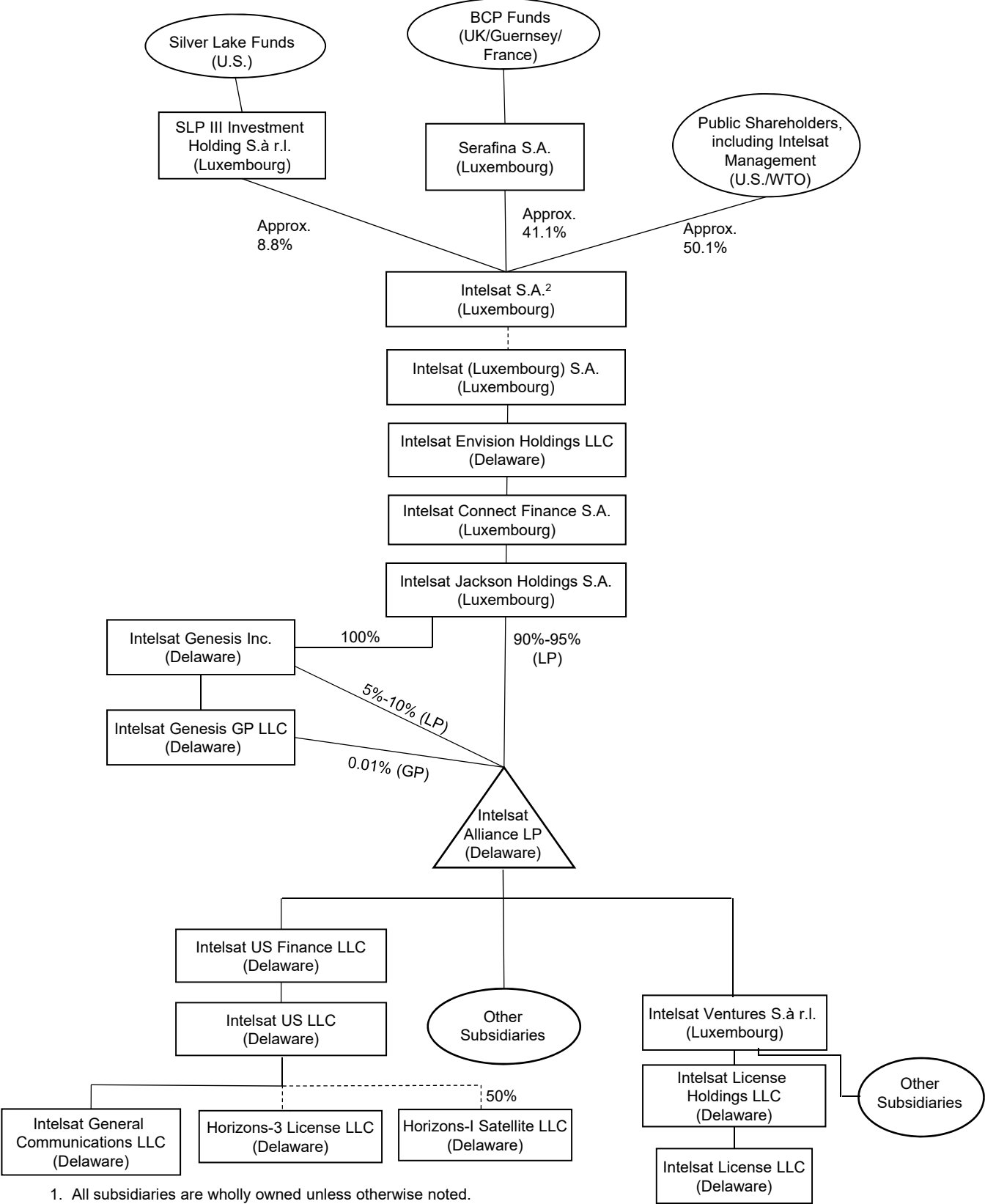
⁴ See *Intelsat Holdings, Ltd. and Serafina Holdings Limited, Consolidated Application for Consent to Transfer of Control of Holders of Title II and Title III Authorizations*, Memorandum Opinion and Order, 22 FCC Rcd 22,151 (2007) ("*Intelsat-Serafina Order*"); See *Intelsat Global Holdings, S.A. Applications 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).

Exhibit 2-A:
Pre-Transaction Ownership¹



1. All subsidiaries are wholly owned unless otherwise noted.
 2. Dotted lines reflect intermediate subsidiaries not shown.

**Exhibit 2-B:
Post-Transaction Ownership¹**



1. All subsidiaries are wholly owned unless otherwise noted.
 2. Dotted lines reflect intermediate subsidiaries not shown.