

WILEY, REIN & FIELDING

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF SECRETARY  
FACSIMILE  
(202) 429-7049

WRITER'S DIRECT DIAL NUMBER

October 27, 1995

(202) 429-7269

William Caton  
Acting Secretary  
Federal Communications Commission  
1919 M Street, NW, Room 222  
Washington, DC 20054

Received

OCT 31 1995

Satellite Policy Branch  
International Bureau


Re: Satellite CD Radio, Inc.  
File Nos. 49/50-DSS-P/L-90  
58/59-DSS-AMEND-90  
44/45-DSS-AMEND-92

Dear Mr. Caton:

Satellite CD Radio, Inc. ("CD Radio") hereby submits a revised FCC Form 430 for its pending application.

If there are any questions about the foregoing, please contact the undersigned.

Respectfully submitted,



Carl R. Frank  
Counsel for Satellite CD  
Radio, Inc.

CRF/bap  
Encl.  
cc: Rosalee Chiara

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LICENSEE QUALIFICATION REPORT

INSTRUCTIONS

- A. The "Filer" of this report is defined to include: (1) An applicant, where this report is submitted in connection with an application for common carrier and satellite radio authority as required for such applications; or (2) A licensee or permittee, where this report is required by the Commission's Rules to be submitted on an annual basis.
- B. Submit an original and one copy (sign original only) to the Federal Communications Commission, Washington, DC 20554. If more than one radio service is listed in item 6, submit an additional copy for each such additional service if this report is being submitted in connection with an application for radio authority; attach it to that application.
- C. Do not submit a fee with this report.

FEDERAL COMMUNICATIONS COMMISSION  
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|   |   |
|---|---|
| 1. Business Name and Address (Number, Street, State and ZIP Code) of Filer's Principal Office:<br>Satellite CD Radio, Inc.<br>1001 22nd Street, N.W.<br>Washington, DC 20037                      | 2. (Area Code) Telephone Number:<br>202-296-6192<br>3. If this report supercedes a previously filed report, specify its date:<br>December 1, 1994 |
| 4. Filer is (check one):<br><input type="checkbox"/> Individual <input type="checkbox"/> Partnership <input checked="" type="checkbox"/> Corporation<br><input type="checkbox"/> Other (Specify): | 5. Under the laws of what State (or other jurisdiction) is the Filer organized?<br>Delaware   |

6. List the common carrier and satellite radio services in which Filer has applied or is a current licensee or permittee:

Private Satellite Carrier

|  |   |
|--|---|
| 7(a) Has the Filer or any party to this application had any FCC station license or permit revoked or had any application for permit, license or renewal denied by this Commission? <i>If "YES", attach as Exhibit I a statement giving call sign and file number of license or permit revoked and relating circumstances.</i>  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (b) Has any court finally adjudged the Filer, or any person directly or indirectly controlling the Filer, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or other means of unfair methods of competition? <i>If "YES", attach as Exhibit II a statement relating the facts.</i> | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (c) Has the Filer, or any party to this application, or any person directly or indirectly controlling the Filer ever been convicted of a felony by any state or Federal Court? <i>If "YES", attach as Exhibit III a statement relating the facts.</i>  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (d) Is the Filer, or any person directly or indirectly controlling the Filer, presently a party in any matter referred to items 7(b) and 7(c)? <i>If "YES", attach as Exhibit IV a statement relating the facts.</i>   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 8. Is the Filer, directly or indirectly, through stock ownership, contract or otherwise, currently interested in the ownership or control of any other radio stations licensed by this Commission? <i>If "YES", submit as Exhibit V the name of each such licensee and the licensee's relation to the Filer.</i>   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |

If Filer is an individual (sole proprietorship) or partnership, answer the following and Item 11: N/A

|  |  |
|--|--|
| 9(a) Full Legal Name and Residential Address (Number, Street, State and ZIP Code) of Individual or Partners: | (b) Is individual or each member of a partnership a citizen of the United States? <input type="checkbox"/> Yes <input type="checkbox"/> No<br>(c) Is individual or any member of a partnership a representative of an alien or of a foreign government? <input type="checkbox"/> Yes <input type="checkbox"/> No |
|--|--|

Filer is a corporation, answer the following and item 11.  
 Attach as Exhibit VI the names, addresses, and citizenship of those stockholders owning or holding and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries.

See Exhibit VI

(b) List below, or attach as Exhibit VII the names and addresses of the officers and directors of the Filer.

|                      |  |                             |
|----------------------|--|-----------------------------|
| Robert D. Briskman   | Satellite CD Radio, Inc.<br>1001 22nd Street, NW<br>Washington, DC 20037 | President                   |
| Lawrence F. Gilberti | (Same as above)  | Secretary and Sole Director |

(c) Is the Filer directly or indirectly controlled by any other corporation?  Yes  No  
 If "YES", attach as Exhibit VIII a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control. Include the following: (1) the address and primary business of the controlling corporation and any intermediate subsidiaries; (2) the names, addresses, and citizenship of those stockholders holding 10 percent or more of the controlling corporation's voting stock; (3) the approximate percentage of total voting stock held by each such stockholder; and (4) the names and addresses to the president and directors of the controlling corporation.

See Exhibit VIII

(d) Is any officer or director of the Filer an alien?  Yes  No

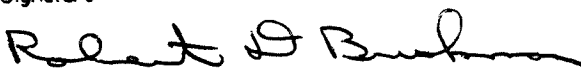
(e) Is more than one-fifth of the capital stock of the Filer owned of record or voted by aliens or their representatives, or by a foreign government or representative(s) thereof, or by a corporation organized under the laws of a foreign country?  Yes  No

(f) Is the Filer directly or indirectly controlled: (1) by any other corporation of which any officer or more than one-fourth of the directors are aliens, or (2) by any foreign corporation or corporation of which more than one-fourth of the capital stock is owned or voted by aliens or their representatives, or by a foreign government or representatives thereof.  Yes  No

(g) If any answer to questions (d), (e) or (f) is "YES", attach as Exhibit IX a statement identifying the aliens or foreign entities, their nationality, their relationship to the Filer, and the percentage of stock they own or vote. See Exhibit IX

11. CERTIFICATION

This report constitutes a material part of any application which cross-references it, and all statements made in the attached exhibits are a material part thereof. The ownership information contained in this report does not constitute an application for, or Commission approval of, any transfer of control or assignment of radio facilities. The undersigned, individually and for the Filer, hereby certifies that the statements made herein are true, complete and correct to the best of Filer's knowledge and belief, and are made in good faith.

|   |           |  |                       |
|---|-----------|--|-----------------------|
| WILLFUL FALSE STATEMENTS MADE ON THIS APPLICATION ARE PUNISHABLE BY FINE AND IMPRISONMENT (U.S. Code, Title 18, Section 1001) and/or REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)). | Date      | Filer (Must correspond with that shown in item 1)                                    | Typed or Printed Name |
|   | Signature | Title  |                       |
|   | 10/27/95  | Satellite CD Radio, Inc.   | Robert D. Briskman    |
|   |           |  | President             |

NOTICE TO INDIVIDUALS REQUIRED BY THE PRIVACY ACT OF 1974 AND THE PAPERWORK REDUCTION ACT OF 1980

The solicitation of personal information requested in this form is to determine if you are qualified to become or remain a licensee in a common carrier or satellite radio service pursuant to the Communications Act of 1934, as amended. No authorization can be granted unless all information requested is provided. Your response is required to obtain the requested authorization or retain an authorization.

Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Federal Communications Commission, Office of Managing Director, Washington, DC 20554, and to Office of Management and Budget, Paperwork Reduction Project (3060-0105), Washington, DC 20503.

Satellite CD Radio, Inc.  
FCC Form 430  
October 16, 1995

EXHIBIT VI  
STOCKHOLDERS OWNING OF RECORD AND/OR VOTING  
10 PERCENT OR MORE OF THE FILER'S VOTING STOCK

| <u>Name &amp; Address</u>   | <u>Percentage of<br/>Stock<br/>Ownership</u> |
|---|--|
| CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037 | 100%   |

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EXHIBIT VIII  
CONTROL OF SATELLITE CD RADIO, INC.

Satellite CD Radio, Inc. is a wholly-owned subsidiary of  
CD Radio Inc.

(1) Address and Primary Business

1001 22nd Street, N.W.  
Washington, D.C. 20037

The primary business of CD Radio Inc. is the  
ownership of the stock of the filer.

(2) Name, Address and Citizenship of Stockholders  
Holding 10 Percent or More of the Voting Stock  
of CD Radio Inc.

| <u>Name &amp; Address</u>  | <u>Percentage of<br/>Voting Stock<br/>Ownership</u> | <u>Citizenship</u> |
|--|---|--------------------|
| Darlene Friedland<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037 | 28.60%  | U.S.               |
| David Margolese<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037   | 17.28%  | Canada             |

(3) Names and Addresses of Officers and  
Directors of CD Radio Inc.

| <u>Names &amp; Address</u>  | <u>Title</u>  |
|---|---|
| David Margolese<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037      | Chairman & Chief<br>Executive Officer/<br>Director      |
| Robert Briskman<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037      | Vice President &<br>Chief Technical<br>Officer/Director |
| Lawrence F. Gilberti<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037 | Secretary/Director                                      |
| Jack Rubinstein<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037      | Director  |
| Ralph V. Whitworth<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037   | Director  |
| Peter K. Pitsch<br>c/o CD Radio Inc.<br>1001 22nd Street, N.W.<br>Washington, D.C. 20037      | Director  |

EXHIBIT IX  
OWNERSHIP OF CD RADIO INC.

CD Radio Inc., which owns all of the issued and outstanding stock of the filer, has six (6) directors. One of the directors, David Margolese, is a citizen of Canada.

In addition, certain of the company's outstanding stock is owned of record by non-U.S. citizens. Specifically:

- Mr. Margolese owns 17.28% of the company's outstanding stock;
- Gee & Co., an entity controlled by non-U.S. citizens, owns 3.78%;
- Rowena Huberman, a citizen of Canada, owns 3.31%;
- Canada Trust Company, a Canadian corporation acting as trustee for the Prudential Insurance Co. of America, owns 2.59%;
- Hemery Nominees Ltd., a corporation organized in the Channel Islands, owns 2.16%;
- First Marathon Securities Limited, a Canadian corporation, owns 1.08%;
- Regent Star Investment Limited, a Hong Kong company, owns 0.54%;
- Greenport Investment Limited, a Hong Kong company, owns 0.54%;
- CSA Management, an entity controlled by non-U.S. citizens, owns 0.32%;
- Balshine Foundation, a corporation organized in British Columbia, owns 0.23%;
- Jeanette Greenhut, a citizen of Canada, owns 0.07%;



- Leslie Bing, a citizen of Canada, owns 0.06%;
- Melas Overseas Inc., a U.K. corporation, owns 0.03%;
- Mike Paraskake, a citizen of Canada, owns 0.01%; and
- Herb Silber, a citizen of Canada, owns 0.01%

Except as indicated herein, these individuals and entities have no other relationship with the filer.