

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

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| _____) | |
| <i>Application of</i>) | |
|) | |
| INTELSAT LICENSE LLC) | Call Sign: S2922 |
|) | File No. SAT-RPL-20140221-00026 |
| For Authority to Launch and Operate) | |
| Intelsat 32e, a Replacement Satellite,) | |
| at 43.1° W.L.) | |
| _____) | |

**AMENDMENT OF APPLICATION FOR AUTHORITY TO
LAUNCH AND OPERATE A KU-BAND SATELLITE AT 43.1° W.L.**

DIRECTV Enterprises, LLC (“DIRECTV”) and Intelsat License LLC (“Intelsat”) hereby jointly request that the Commission substitute DIRECTV for Intelsat as the applicant for the above referenced space station authorization. The two parties have entered into a series of agreements that implement an innovative operational and ownership structure for the proposed geostationary Ku-band satellite at the 43.1° W.L. orbital location¹ – which Intelsat refers to as Intelsat 32e but will be referred to herein by the name used by DIRECTV: SKY-B1. Through this arrangement, the two parties are able to operate compatibly with one another on the requested space station, as well as with Intelsat’s other assets at the same nominal orbital location. Moreover, through this arrangement, each party will have the option to pursue its own follow-on satellite to further develop and enhance its respective service offerings. Because DIRECTV (through its affiliate, DIRECTV Latin America, LLC (“DTVLA”)) will own and operate

¹ SKY-B1 also will contain a Ka-band hosted payload that will be operated by Al Yah Satellite Communications Company PrJSC pursuant to a license from the Administration of the United Arab Emirates. Accordingly, the parties are not herein seeking authority to operate the Ka-band payload on SKY-B1.

more than half of the satellite, the parties request that the Commission substitute DIRECTV for Intelsat for purposes of the instant application. Alternatively, should the Commission conclude that listing Intelsat on the authorization is necessary to implement both parties' follow-on rights under the agreement pursuant to the Commission's replacement expectancy policy, the parties request that the authorization be issued to them jointly.

I. BACKGROUND

This satellite, scheduled for launch in the first quarter of 2016,² will operate using frequencies already licensed to Intelsat on the Intelsat 9 satellite (call sign S2380)³ and the Intelsat 11 satellite (call sign S2237), as shown in the following chart.⁴

| Frequency Band (MHz) | SKY-B1 | Intelsat 9 | Intelsat 11 |
|-----------------------------|---------------|-------------------|--------------------|
| 5925 – 6425 | | √ | √ |
| 12750 – 13250 | √ | | √ |
| 13750 – 14000 | √ | | √ |
| 14000 – 14500 | √ | √ | |
| | | | |
| 3700 – 4200 | | √ | √ |
| 10700 – 10950 | √ | | √ |
| 10950 – 11200 | √ | | √ |
| 11200 – 11450 | √ | | √ |
| 11450 – 11700 | √ | √ | |
| 11700 – 12200 | √ | √ | |

As the chart shows, all of the existing frequencies on Intelsat 9 and Intelsat 11 except for

² DIRECTV has begun construction of the satellite at its own risk. *See* 47 C.F.R. 25.113(f).

³ *See* Stamp Grant, IBFS File No. SAT-STA-20140421-00040 (Apr. 24, 2014). Intelsat anticipates that the Intelsat 9 satellite will be deorbited or redeployed to a new location following the launch and operation of SKY-B1.

⁴ Intelsat 11 is currently operating at 43.0° W.L. *See* Stamp Grant, IBFS File No. SAT-MOD-20090108-00004 (July 8, 2009). Intelsat 11 and SKY-B1 will be co-located at the nominal 43° W.L. orbital location.

the 5925-6425 MHz and 3700-4200 MHz band are also on SKY-B1.⁵ By implementing a carefully crafted coordination arrangement, the capabilities of SKY-B1 will be integrated with those of Intelsat's existing on-orbit Ku-band assets in order to optimize the efficient use of valuable spectrum resources at the requested orbital location. Indeed, DTVLA currently is Intelsat's customer for frequencies on Intelsat 9 and Intelsat 11 serving Brazil. Following the launch of SKY-B1, DTVLA will continue to have access to the capacity on Intelsat 11 and will operate the 13.75-14.5 GHz and 10.7-12.2 GHz frequencies on SKY-B1 over Brazil. Intelsat will operate the 11.45-12.2 GHz, 12.75-13.25 GHz, and 13.75-14.50 GHz frequencies on SKY-B1 in geographic service areas outside Brazil. As a result, DTVLA and Intelsat are uniquely positioned to operate the SKY-B1 satellite in a way that maximizes productive use of spectrum at the nominal 43° W.L. orbital location.

The arrangement between DIRECTV and Intelsat also contemplates options available for the parties' respective operations at the nominal 43° W.L. orbital location going forward. For example, Intelsat will have the right to purchase and own a Ku-band payload on the replacement satellite that has the same or better performance specifications, geographic coverage, and other technical characteristics as the payload used by Intelsat on SKY-B1. Alternatively, Intelsat will have the option to launch and operate its own replacement satellite for its Ku-band payload. Under this latter option, the frequencies used at this location would be geographically disaggregated so that each party would hold the license to use spectrum from the nominal 43° W.L. orbital location to continue to provide services in its own service area. Specifically, DIRECTV would

⁵ SKY-B1 also contains the Ka-band frequencies 28650-30000 MHz and 18850-20200 MHz, for which, as previously noted, DIRECTV is not seeking a license to operate.

hold the license (and associated renewal expectancy) for service throughout Brazil using all of the frequency bands on SKY-B1 in accordance with the parties' arrangement, while Intelsat would hold the license (and associated renewal expectancy) to use the frequency bands in the service area defined by the Intelsat payload on SKY-B1.⁶

II. GRANT OF THIS APPLICATION WOULD SERVE THE PUBLIC INTEREST

Since initiating service in 1994, DIRECTV – which is indirectly wholly owned by the same parent company as DTVLA – has become the leading provider of DTH digital television services in the United States, with over 20 million subscribers. It currently has a fleet of thirteen in-orbit spacecraft operating in the Ku FSS, Ku BSS, Ka FSS, and 17/24 GHz BSS bands which have enabled DIRECTV to maintain and extend its leadership in high definition (“HD”) services and set the stage for introduction of UltraHD services as well. Its affiliate, DTVLA, is the leading provider of DTH digital television services throughout Latin America, serving more than 19 million subscribers in over 10 countries using Ku-band satellites. This includes approximately 5.6 million subscribers served by DTVLA’s affiliate, SKY Brasil Servicos Ltda. (“Sky Brazil”), which is growing significantly despite intensifying competition. These companies strive to combine unique and compelling content with technological innovation and industry-leading customer service to make DIRECTV and DTVLA the clear choice among consumers throughout the Americas.

DIRECTV and Intelsat have entered into a detailed coordination arrangement that will enable them to share capacity on SKY-B1 to support and enhance their respective services at the nominal 43° W.L. orbital location. Sky Brazil currently uses a portion of

⁶ In order to ensure compatible operations in the areas near the Brazilian border, the parties would continue to implement their coordination arrangement.

the spectrum, including the “planned band” frequencies regulated under Appendix 30B of the ITU’s Radio Regulations, to provide DTH video service in Brazil from the Intelsat 11 satellite. For its own part, Intelsat provides services outside of Brazil using Ku- and extended-Ku-band frequencies from Intelsat 9 and Intelsat 11. SKY-B1 will have the capabilities necessary to perform all of these missions, operating over all of these frequency bands and covering all of the areas served by both operators. Indeed, it will provide expansion capacity for Sky Brazil’s service while providing follow-on capacity that will ensure continuity of service for Intelsat’s customers outside of Brazil. Importantly, it is only because the parties have agreed to a careful coordination of their activities that both can make intensive use of the valuable spectrum at this orbital location without causing interference to the other.

Granting this Application will serve the public interest in several ways. First, the additional capacity available on SKY-B1 will enable Sky Brazil to provide more local programming to its subscribers. Second, the Commission will enable Sky Brazil to increase the amount of HD programming available to those subscribers as well. At present, they have access to up to 67 HD channels, and nearly 40% of Sky Brazil’s subscribers have HD equipment. SKY-B1 will provide the additional capacity necessary to give them access to the full panoply of HD programming available in the market as the amount of such programming continues to increase. Third, the ability to keep pace with HD programming demands will make Sky Brazil better able to compete against cable and telco multichannel video services in Brazil. Fourth, the rich and varied HD services offered from this orbital location will give subscribers additional incentive to upgrade to digital television sets, further promoting the digital transition in Brazil and (derivatively) the United States. And fifth, by providing an attractive platform for niche programming

in HD format (*e.g.*, international, foreign language, minority-focused), DTVLA will greatly increase the incentive programmers have to produce HD programming that might be of particular appeal to audiences underserved by existing HD fare, including Portuguese-language viewers in the United States. Finally, the beams on SKY-B1 that fall outside of Brazil will be used by Intelsat to provide follow-on capacity to customers serving the North American, Caribbean and trans-Atlantic regions, ensuring continuity of service and expanding service capabilities via its Intelsat Epic^{NG} technology.

For the foregoing reasons, DIRECTV and Intelsat respectfully submit that grant of this Application would serve the public interest and request that the Commission act expeditiously so that DIRECTV can proceed to complete construction and launch SKY-B1 in 2016. Should the Commission conclude that listing Intelsat on the authorization is necessary to ensure that the parties' arrangements for follow-on rights can be executed consistent with the Commission's replacement expectancy policy, the parties request that the authorization be issued to them jointly.

III. DIRECTV IS QUALIFIED TO HOLD THE AUTHORIZATION REQUESTED HEREIN

DIRECTV is legally qualified to hold the space station authorization requested in this application. DIRECTV already holds multiple Commission satellite licenses, and its legal qualifications are a matter of record before the Commission. DIRECTV is also technically qualified to hold the requested authorization, as demonstrated in the technical submission originally submitted in this proceeding.

IV. CONCLUSION

Based on the foregoing, DIRECTV and Intelsat submit that substituting DIRECTV for Intelsat in the pending application will serve the public interest and

respectfully request that the Commission expeditiously grant both this request and the underlying application.

Respectfully submitted,

INTELSAT LICENSE LLC

DIRECTV ENTERPRISES, LLC

By: /s/
Susan H. Crandall
Associate General Counsel
Intelsat Corporation

By: /s/
Phil Goswitz
Senior Vice President
Video, Space and Communications

August 6, 2015

ENGINEERING CERTIFICATION

The undersigned hereby certifies to the Federal Communications Commission as follows:

- (i) I am the technically qualified person responsible for the engineering information contained in the foregoing Application,
- (ii) I am familiar with Part 25 of the Commission's Rules, and
- (iii) I have either prepared or reviewed the engineering information contained in the foregoing Application, and it is complete and accurate to the best of my knowledge and belief.

Signed:

/s/

Jack Wengryniuk
Senior Director
DIRECTV Engineering

July 24, 2015

Date