

Description of Transaction and Public Interest Statement

ViaSat, Inc. (“ViaSat”) and Intelsat License LLC (“Intelsat” and, together with ViaSat, the “Applicants”) request Commission consent to assign to ViaSat Intelsat’s license to operate the Ka-band payload on the Galaxy-28 satellite (Call Sign S2160) in the 19.7-20.2 GHz and 29.5-30.0 GHz frequency bands at 89° W.L.

Description of the Applicants and the Transaction

ViaSat, a publicly-traded Delaware corporation, has previously demonstrated its qualifications as a Commission licensee of spacecraft and earth station networks. ViaSat has a long history and extensive expertise in developing and providing satellite communications technologies for both commercial and government uses. ViaSat is a leading manufacturer of VSAT communications systems and has proven itself to be an innovator in satellite communications by improving the performance and bandwidth efficiency of satellite networks while significantly reducing the cost of service. In addition, ViaSat is a leading provider of satellite-based broadband services to consumer and enterprise customers, as well as to government users requiring high-speed connectivity in military and national security operations. For instance, ViaSat’s services to military and national security agencies incorporate technologies for transportable terminals deployed remotely in emergency response applications and remote tactical operations, as well as for broadband access and intelligence, surveillance and reconnaissance (ISR) applications on mobile platforms such as vehicles and aircraft.

Intelsat is a leading provider of fixed satellite services worldwide that operates dozens of C- and Ku-band spacecraft to provide a wide array of services to government and commercial customers. Intelsat holds an FCC license to operate the Galaxy 28 satellite in the C-, Ku- and Ka-band frequencies. Specifically, Galaxy 28 is designed and licensed to operate in the 19.7-20.2 GHz and 29.5-30.0 GHz portion of the Ka-band, with coverage focused primarily over North America.

Pursuant to an agreement dated as of May 6, 2013 (the “Agreement”), Intelsat has agreed to sell, and ViaSat has agreed to purchase, the Ka-band payload on Galaxy 28. In addition, Intelsat and ViaSat have agreed to the assignment of Intelsat’s FCC license to operate that Ka-band payload (“Ka-band License”) from Intelsat to ViaSat, subject to the receipt of Commission consent. Upon the consummation of this proposed transaction, ViaSat will be responsible for complying with the license obligations regarding the use and operation of the Ka-band payload on Galaxy 28, including compliance with the Commission’s rules. Intelsat will remain the licensee of the C- and Ku-band payloads on Galaxy 28 and will continue to provide telemetry, tracking and control for Galaxy 28. However, ViaSat will have full control over the Ka-band payload, including the exclusive ability to direct Intelsat to suspend the operation of the Ka-band payload at 89° W.L. if it should become necessary to do so.

The Proposed Transaction Will Serve the Public Interest

The Commission assesses an application to assign a license by weighing the public interest benefits against any public interest harms, and determining, on balance, whether

the transfer serves “the public interest, convenience and necessity.”¹ The Commission also considers whether the proposed assignee is qualified to hold Commission licenses, and whether the proposed transaction complies with the Communications Act of 1934, as amended (the “Act”), other applicable statutes, and the Commission’s rules.² Each of these criteria is met in this case.

The proposed assignment will serve the public interest. ViaSat currently provides its satellite broadband service to consumers, enterprise customers and the U.S. government, including military and national security agencies, using a variety of Ka-band satellites, including its ViaSat-1 and WildBlue-1 spacecraft, as well as capacity on satellites owned by other satellite service providers. Adding the Ka-band payload on Galaxy 28 to ViaSat’s existing fleet will enhance ViaSat’s portfolio of Ka-band resources and will provide the opportunity for ViaSat to expand its satellite fleet. This, in turn, will increase the availability of competitive alternatives for all types of consumers of satellite services. Moreover, because today numerous companies compete in a highly competitive satellite services sector, the proposed transaction affords significant public interest benefits without raising any competitive concerns. Finally, approval of the assignment is consistent with the Commission’s policy objective in favor of transferring licenses to the entity that would put the spectrum to its best and highest valued use.³

Further, the proposed transaction is fully consistent with the Act and the Commission’s rules. The Commission has previously licensed the operations of a payload to one entity aboard a satellite that is separately licensed to another entity. For instance, the Commission issued a license to Geostar Corporation for an RDSS payload on the GSTAR IV satellite that was separately licensed to GTE Spacenet Corporation.⁴ Since then, the Commission has licensed other similar dual payload arrangements⁵ when the payload licensee

¹ 47 U.S.C. § 310(d). Where the potential harms (if any) are small or limited, the potential benefits need be only of a similar scale. *See, e.g., TRW Inc.*, 17 FCC Rcd 24625, 24630 ¶ 15 (2002) (“[W]e find no public interest harms, and thus, the Applicants’ demonstration of potential benefits need not be as great.”).

² *Constellation, LLC, Carlyle PanAmSat I, LLC, Carlyle PanAmSat II, LLC, PEP PAS, LLC, and PEOP PAS, LLC, Transferors, and Intelsat Holdings, Ltd., Transferee, Consolidated Application for Authority to Transfer Control of PanAmSat Licensee Corp. and PanAmSat H-2 Licensee Corp.*, 21 FCC Rcd 7368, 7378, 7381 ¶¶ 17, 22 (2006).

³ *See, e.g.,* Amendment of the Commission’s Space Station Licensing Rules and Policies, FCC 03-102 (2003) (eliminating the anti-trafficking rule to “enable satellite spectrum to move more efficiently to its highest and best use”).

⁴ *GTE Spacenet Corporation; Geostar Corporation*, 2 FCC Rcd 5312, 5313-4 ¶¶ 9, 16 (1987) (“*GSTAR IV Order*”).

⁵ *See, e.g., Lockheed Martin Corporation*, 20 FCC Rcd 11023, 11029 ¶ 19 (2005) (granting authority to launch and operate a RNSS space station aboard a satellite separately licensed to PanAmSat Corporation) (“*Lockheed Martin Order*”); *Volunteers in Technical Assistance*, 12 FCC Rcd 3094, 3099 ¶ 15 (1997) (“Facilities may be co-located on a single structure without the need for those facilities to be licensed under a single

has control of and responsibility for the operation of the payload through an arrangement with the satellite licensee.⁶ The arrangement proposed here is consistent with the Commission's existing precedent. As discussed above, ViaSat will have full responsibility for satisfying the terms and conditions of the Ka-band License. Pursuant to the Agreement, Intelsat will provide TT&C operations for Galaxy 28 and will follow directions from ViaSat regarding the operation of the Ka-band payload.

Finally, ViaSat is well qualified to hold the Ka-band License. ViaSat's financial, legal, technical and other basic qualifications as a Commission licensee are established and are a matter of public record. As a U.S. company, ViaSat's proposed acquisition of the Ka-band License raises no foreign ownership, national security or law enforcement concerns.

For these reasons, the Applicants respectfully request that the Commission consent to the assignment of the Ka-band License from Intelsat to ViaSat.

authorization. We have previously licensed individual payloads on a common satellite bus.").

⁶ See, e.g., *Lockheed Martin Order* at ¶ 19; *GSTAR IV Order* at ¶ 16; see also Intelsat License LLC, Stamp Grant, IBFS File No. SAT-RPL-20120216-00018, Call Sign S2854, Condition 6 (granted May 25, 2012) (authorizing Intelsat to operate a Ku-band payload on the NSS-7 space station operated by New Skies Satellites B.V. ("New Skies"), conditioned on having the sole right to direct New Skies to deactivate the Ku-band frequencies in order to comply with U.S. laws and regulations).