

EXHIBIT C

LETTER OF INTENT

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

In the Matter of)
)
Letter of Intent of Inmarsat Hawaii Inc. for)
Authority to Access the U.S. Market Using a) File No. _____
Ka-Band Satellite at the Nominal 63° W.L.)
Orbital Location)

LETTER OF INTENT OF INMARSAT HAWAII INC.

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LETTER OF INTENT OF INMARSAT HAWAII INC.

Inmarsat Hawaii Inc. (“Inmarsat Hawaii” and, together with its affiliates, “Inmarsat”), pursuant to Section 25.137 of the Commission’s rules and the Commission’s *Space Station Licensing Reform Order*,¹ hereby files this Letter of Intent seeking to use a satellite to be launched and operated under the authority of the United Kingdom (the “INMARSAT-KA 63W” satellite) to access the United States market using portions of the Ka-band at the nominal 63° W.L. orbital location to provide fixed satellite service (“FSS”). More specifically, these portions include the 18.3-19.3 GHz and 19.7-20.2 GHz downlink bands, and the 28.1-29.1 GHz and 29.5-30.0 GHz uplink bands. Inmarsat provides in this Letter of Intent the information required by 47 C.F.R. § 25.137 for applicants seeking U.S. market access for non U.S.-licensed spacecraft.

I. GRANT OF INMARSAT’S LETTER OF INTENT WILL SERVE THE PUBLIC INTEREST

Inmarsat is a leading provider of L-band satellite services, and operates a global fleet of spacecraft, including some of the most advanced commercial communications satellites now in orbit. Examples of the users that rely on Inmarsat services for their critical

¹ See *Amendment of the Commission’s Space Station Licensing Rules and Policies*, First Report and Order and Further Notice of Proposed Rulemaking, 18 FCC Rcd 10760, at ¶ 294 (2003) (“*Space Station Licensing Reform Order*”).

communications needs include: the U.S. military, the Federal Aviation Administration, Department of Homeland Security (including the Federal Emergency Management Agency (FEMA) and the Coast Guard), U.S. Executive Branch officials, the New York City Fire Department, CNN, ABC, CBS, National Public Radio, the Red Cross, and nearly every major airline and shipping line throughout the world.

Traditionally, Inmarsat has focused on the provision of mobile satellite services (“MSS”) using L-band spectrum. In order to expand its service offerings, Inmarsat seeks to operate a FSS spacecraft in the Ka band. Inmarsat’s proposed Ka-band operations promise to bring new and innovative satellite services to users in the United States. Namely, Inmarsat proposes to use the INMARSAT-KA 63W satellite to provide a variety of two-way communications services to small (~60 cm) user terminals. In particular, through the use of efficient satellite design, Inmarsat’s proposed system will play a vital role in providing affordable high-data rate communications services. These services will include broadband Internet access, as well as multimedia, voice, and other data applications. Grant of the requested market access will help further the Commission’s goals of enhancing competition and promoting the growth and development of cost-effective satellite service, while also serving the goals of the National Broadband Plan.

All capacity on the INMARSAT-KA 63W satellite will be made available to Inmarsat’s direct customers (including Inmarsat affiliates) through individually negotiated contracts on a non-common carrier basis.² These customers may, in turn, use this capacity to serve end users on such terms and conditions as the customers may establish.

² See *Amendment to the Commission's Regulatory Policies Governing Domestic Fixed Satellites and Separate International Satellite Systems*, 11 FCC Rcd 2429, at ¶¶ 46-50 (1996) (no longer a need to require the provision of satellite capacity on a common carrier basis) (“*DISCO I*”).

II. DISCO II SHOWING – SECTION 25.137(A)

The INMARSAT-KA 63W satellite will operate under the authority of the United Kingdom.³ Consequently, the Commission’s *DISCO II* framework applies to this Letter of Intent.⁴ The *DISCO II* analysis includes consideration of a number of factors, such as the effect on competition in the United States, spectrum availability, eligibility requirements, technical requirements, national security, law enforcement, foreign policy and trade concerns.⁵ Each of these factors weighs in favor of granting this Letter of Intent.

A. Effect on Competition in the United States

In *DISCO II*, the Commission established a rebuttable presumption that it will further competition in the United States to allow non-U.S. satellites authorized by WTO Members to provide services covered by the U.S. commitments under the WTO Basic Telecommunications Agreement.⁶ The United Kingdom, the licensing administration for the INMARSAT-KA 63W satellite, is a WTO Member. Further, Inmarsat seeks to use the requested

³ The United Kingdom has submitted on behalf of Inmarsat an ITU filing under the filing name INMARSAT-KA 63W, as published by the ITU in CR/C/2826/2693/3.5.11, 06.02.11 on May 3, 2011. A letter from Ofcom confirming that it has submitted this coordination request is attached hereto as Exhibit D. This filing covers frequency bands for which authority is sought in the Letter of Intent. Consistent with the practice in the UK, Inmarsat Global Ltd (“Inmarsat Global”) is expected to be the entity that will seek authority for the launch and space activities of the spacecraft under the United Kingdom Outer Space Act from the UK Space Agency closer to the launch. Inmarsat Global was formed under the laws of the UK and has its base of operations in the UK. Inmarsat Global owns 100 percent of Inmarsat Hawaii and is the Inmarsat affiliate that will own and operate the satellite upon the launch.

⁴ *Amendment of the Commission’s Regulatory Policies to Allow Non-U.S. Licensed Satellites Providing Domestic and International Service in the United States*, Report and Order, 12 FCC Rcd 24094, at ¶¶ 30-49 (1997) (“*DISCO II*”).

⁵ See e.g., *Telesat Canada, Petition for Declaratory Ruling for Inclusion of Anik F2 on the Permitted Space Station List, Petition for Declaratory Ruling to Serve the U.S. Market Using Ka-band Capacity on Anik F2*, Order, 17 FCC Rcd 25287, at ¶ 6 (2002).

⁶ *DISCO II* at ¶ 39; see also 47 C.F.R. § 25.137(a)(2).

spectrum to provide satellite services that are covered by the WTO Basic Telecommunications Agreement.⁷ Accordingly, the presumption in favor of entry applies to INMARSAT-KA 63W.

Allowing Inmarsat to serve the U.S. with INMARSAT-KA 63W will help fulfill the promise of the WTO Basic Telecommunications Agreement with respect to satellite communications services. Grant of this Letter of Intent will enhance competition in the United States by facilitating the introduction of Inmarsat's satellite services, thereby stimulating lower rates, improving service quality, increasing service options, and fostering technological innovation. The Commission consistently has relied on these same public interest benefits in granting similar requests.⁸

B. Spectrum Availability

The INMARSAT-KA 63W satellite will use Ka-band spectrum in the 18.3-19.3 GHz and 19.7-20.2 GHz downlink bands, and the 28.1-29.1 GHz and 29.5-30.0 GHz uplink bands, from the nominal 63° W.L. orbital location. As Inmarsat demonstrates in the attached Technical Annex,⁹ Inmarsat's proposal is fully compliant with the Commission's two-degree spacing requirements, will not cause harmful interference to any other authorized user of the spectrum, and is compatible with future Ka-band assignments that are consistent with the Commission's rules. Therefore, this request is fully consistent with the procedures set forth by

⁷ Inmarsat does not propose to use this spacecraft to provide direct-to-home ("DTH") services, which are not covered by the United States' commitment under the WTO Basic Telecommunications Agreement.

⁸ See, e.g., *Digital Broadband Applications Corp.*, 18 FCC Rcd 9455 (2003); *Pegasus Development Corp.*, 19 FCC Rcd 6080 (2004); *DIRECTV Enterprises, LLC, Request for Special Temporary Authority for the DIRECTV 5 Satellite*, 19 FCC Rcd 15529 (2004).

⁹ See Attachment A, Technical Annex at 10-14.

the Commission in the *Space Station Licensing Reform Order* regarding the processing of GSO-like services.¹⁰

18.8-19.3 GHz Band. Inmarsat seeks authority to use spectrum in the 18.8-19.3 GHz band for gateway downlinks. The 18.8-19.3 GHz band is allocated for NGSO FSS operations on a primary basis, with no secondary allocation for GSO FSS operations. Accordingly, Inmarsat requests a waiver of Section 2.106 of the Commission's rules, and specifically footnote NG165 thereto, to permit Inmarsat to operate its GSO FSS system in this band on a non-conforming, non-interference basis.¹¹

Grant of this waiver is appropriate because such grant "would better serve the public interest than strict adherence to the general rule."¹² Inmarsat proposes to provide new and innovative two-way communications services using small user terminals. In particular, Inmarsat will provide broadband services using technologies that make efficient use of currently unutilized spectrum from the nominal 63° W.L. orbital location.

Moreover, the attached Technical Annex contains a quantitative demonstration of how Inmarsat will protect NGSO FSS systems in the 18.8-19.3 GHz band from harmful interference. As demonstrated therein, Inmarsat's operations would not cause harmful interference to any NGSO FSS systems. The Commission has permitted GSO FSS operations in

¹⁰ See *Space Station Licensing Reform Order* at ¶ 113.

¹¹ See 47 C.F.R. § 2.106 & n.NG165.

¹² See also *WAIT Radio v. FCC*, 418 F.2d 1153, 1157 (D.C. Cir. 1969); *Northeast Cellular Tel. Co. v. FCC*, 897 F.2d 1166 (D.C. Cir. 1990) (waiver appropriate where "the relief requested would not undermine the policy objective of the rule in question and would otherwise serve the public interest."); *Fugro-Chance, Inc.*, 10 FCC Rcd 2860, at ¶ 2 (IB 1995) (waiver of U.S. Table of Allocations appropriate "when there is little potential for interference into any service authorized under the Table of Frequency Allocations and when the non-conforming operator accepts any interference from authorized services.").

the 18.8-19.3 GHz band where an operator has provided such showings of non-interference.¹³

As explained in the attached Technical Annex, the INMARSAT-KA 63W satellite and its associated earth stations will cease transmissions in this band during interference conditions (*i.e.*, in-line events), and will rely on geographic separation and gateway diversity to ensure that interference protection techniques can be implemented without causing service outages in the Inmarsat network.¹⁴

Notwithstanding the minimal risk of harmful interference into NGSO FSS operations, Inmarsat will cease operations in the 18.8-19.3 GHz band in the event of any harmful interference into any NGSO FSS operations. Inmarsat will also accept interference from NGSO FSS operations.

28.1-28.35 MHz Band. Inmarsat seeks authority to use spectrum in the 28.1-28.35 GHz band to support gateway uplink operations on a secondary basis. The 28.1-28.35 GHz band is allocated for LMDS operations on a primary basis and GSO FSS operations on a secondary basis. Inmarsat intends to use spectrum in the 28.1-28.35 GHz band to support gateway uplink operations, which are consistent with the Commission's intended use of the secondary allocation for FSS in this band.¹⁵ Inmarsat's planned ground network will incorporate

¹³ See *contactMEO Communications, LLC*, Order and Authorization, 21 FCC Rcd 4035, at ¶ 35 (2006); *Northrop Grumman Space & Mission Systems Corporation*, Order and Authorization, 24 FCC Rcd 2330, at ¶¶ 73-75 (2009).

¹⁴ See Amended Letter of Intent of ViaSat, Inc., IBFS File No. SAT-AMD-20080623-00131, Technical Annex at 16 (granted Aug. 18, 2009) (approving proposal to facilitate sharing with NGSO FSS operations "by ensuring that both ground earth stations and the VIASAT-IOM spacecraft disable operations in the 28.6-29.1 GHz uplink band (and thus the corresponding 18.8-19.3 GHz downlink band) when conditions warrant.") ("ViaSat LOI").

¹⁵ See *Rulemaking to Amend Parts 1, 2, 21, and 25 of the Commission's Rules to Redesignate the 27.5-29.5 GHz Frequency Band, To Reallocate the 29.5-30.0 GHz Frequency Band, To Establish Rules and Policies for Local Multipoint Distribution Service and for Fixed Satellite Services*, 11 FCC Rcd 19005, at ¶ 45 (1996) ("At 27.5 –

a limited number of gateway earth stations, and Inmarsat currently anticipates that at least one of these gateway earth stations will be located in the United States. The gateway stations operating on a secondary basis will employ interference mitigation techniques, such as shielding, and/or will be deployed in a manner that will avoid interference into LMDS stations. The applications for those earth stations will include a technical analysis demonstrating that the proposed operations will not cause harmful interference into any licensed LMDS spectrum.¹⁶

The Commission has previously authorized secondary gateway operations in this band, and has recognized that such operations may coexist with primary LMDS operations.¹⁷ Consistent with the secondary nature of the GSO FSS allocation, satellite network operations in the 28.1-28.35 GHz band will not be protected from harmful interference from LMDS, and transmissions from earth stations in the 28.1-28.35 GHz band will cease in the event of harmful interference to LMDS operations.

28.6-29.1 GHz Band. Inmarsat requests authority to use spectrum in the 28.6-29.1 GHz band to support gateway uplink operations. The 28.6-29.1 GHz band is allocated for NGSO FSS operations on a primary basis and GSO FSS operations on a secondary basis. The attached Technical Annex contains a quantitative demonstration of how Inmarsat will protect NGSO FSS systems in the 28.6-29.1 GHz band from harmful interference. As explained in the attached Technical Annex, the INMARSAT-KA 63W satellite and its associated earth stations

28.35 GHz we designate 850 MHz for LMDS on a primary basis. GSO/FSS . . . will be permitted on a non-interference basis . . . for the purpose of providing limited gateway-type services.”).

¹⁶ See *Teledesic Corporation*, 14 FCC Rcd 2261, at ¶ 19 (1999) (recognizing that in granting space station authority in the LMDS band, issues regarding how earth stations would successfully operate on a secondary, non-interference basis should be resolved as part of future earth station applications).

¹⁷ See, e.g., *ViaSat LOI*, *supra* n. 14; see also *Teledesic Corporation*, 12 FCC Rcd 3154, at ¶ 19 (1997).

will cease transmissions in this band during interference conditions (*i.e.*, in-line events), and will rely on geographic separation and gateway diversity to ensure that interference protection techniques can be implemented without causing service outages in the Inmarsat network.

Notwithstanding the minimal risk of harmful interference into NGSO FSS operations, Inmarsat will cease operations in the 28.6-29.1 GHz band in the event of harmful interference into NGSO operations, consistent with the secondary status of GSO FSS in the band. Inmarsat will also accept interference from NGSO FSS operations.

C. National Security, Law Enforcement, and Public Safety Matters

Grant of this Letter of Intent is consistent with U.S. national security, law enforcement and public safety considerations. Inmarsat's operations in the United States are subject to a network security agreement between Inmarsat on the one hand and the U.S. Department of Justice and the Department of Homeland Security on the other, dated September 23, 2008, as amended (the "Agreement"). Pursuant to the terms of the Agreement, any FCC authorizations granted to Inmarsat must be conditioned on compliance with the terms of the Agreement. Inmarsat requests that the Commission adopt the following condition in granting this Letter of Intent:

This authorization and any licenses related thereto are subject to compliance with the provisions of the Agreement between Inmarsat on the one hand and the U.S. Department of Justice (DOJ) and the Department of Homeland Security (DHS) on the other, dated September 23, 2008.

III. LEGAL AND TECHNICAL INFORMATION – SECTION 25.137(B)

A. Legal Qualifications

Inmarsat's legal qualifications are set forth in this Letter of Intent and in the attached Form 312. In addition, this Letter of Intent, the associated Technical Annex, and the

attached Form 312 demonstrate Inmarsat's satisfaction of the applicable requirements for space station applicants set forth in Section 25.114 of the Commission's rules.¹⁸

B. Technical Qualifications

Included with this Letter of Intent are a Technical Annex (including an orbital debris mitigation showing) and Schedule S for INMARSAT-KA 63W with the required Part 25 technical information. As discussed in further detail in the Technical Annex, in order to reduce the risk of in-orbit collisions with other satellites located at the same nominal location, Inmarsat proposes to operate at an offset location to eliminate any station-keeping volume overlap with other satellites. No ground spare is currently planned.

IV. ADDITIONAL REQUIREMENTS – SECTION 25.137(D)

A. Milestones and Bond Requirement

Inmarsat plans to implement the INMARSAT-KA 63W satellite in compliance with the Commission's milestones established in the *Satellite Licensing Reform Order*.¹⁹ Because the INMARSAT-KA 63W satellite has not yet been launched or constructed, it will be subject to the bond requirement for GSO satellites.

B. Reporting Requirements

Inmarsat will comply with all applicable reporting requirements for INMARSAT-KA 63W.

C. Spectrum Usage

Inmarsat has no pending or granted spectrum reservation requests involving unbuilt spacecraft to which the limits of Section 25.137(d)(5) of the Commission's rules would apply.

¹⁸ See 47 C.F.R. § 25.114.

¹⁹ See 47 C.F.R. § 25.137(d)(4). See also Space Station Licensing Reform Order at ¶ 311.

D. Ownership Information

Inmarsat Hawaii, a Hawaii corporation with its principal place of business in the United States, is wholly owned by Inmarsat U.S. Holdings, Inc., a Delaware corporation with its principal place of business in the United States. Inmarsat U.S. Holdings, Inc. is wholly owned by Inmarsat Services Ltd. Inmarsat Services Ltd. is wholly owned by Inmarsat Ventures Ltd. Inmarsat Ventures Ltd. is wholly owned by Inmarsat Investments Ltd. Inmarsat Investments Ltd. is wholly owned by Inmarsat Group Ltd. Inmarsat Group Ltd. is wholly owned by Inmarsat Holding Ltd. Inmarsat Holding Ltd. is wholly owned by Inmarsat plc. Information about the ownership and management of Inmarsat plc is on file with the Commission, and Inmarsat Hawaii incorporates that information by reference.²⁰ With the exception of Inmarsat Hawaii and Inmarsat U.S. Holdings, Inc., each of the Inmarsat entities described above is formed under the laws of England and Wales and has its principal place of business in the United Kingdom.

The officers and directors of Inmarsat Hawaii are as follows:

Name	Position(s)	Citizenship
Bruce Henoach	Director and President	United States
Chris Murphy	Director	United States
Alison Horrocks	Secretary/Treasurer	United Kingdom

Each of these officers and directors can be reached care of Inmarsat at 1101 Connecticut Avenue, NW, Suite 1200, Washington, DC 20036.

V. REQUESTS FOR WAIVER

As discussed above, Inmarsat seeks authority to use spectrum in the 18.8-19.3 GHz band, which is allocated for NGSO FSS operations on a primary basis, for GSO FSS

²⁰ See IBFS File No. ISP-PDR-20090818-00006; ULS File No. 0004040346. See also IBFS File No. SES-LIC-20090217-00184 (application granted Oct. 22, 2009), at Exhibit B (requesting a declaratory ruling that it would serve the public interest to allow up to 100 percent indirect non-U.S. ownership of Inmarsat Hawaii).

downlinks. Accordingly, Inmarsat requests a waiver of Section 2.106 of the Commission's rules, and specifically footnote NG165 thereto, to permit Inmarsat to operate its GSO FSS system in this band on a non-conforming, non-interference basis.²¹ The basis for the requested waiver is set forth in Section II.B, *supra*.

In addition, Inmarsat's consulting engineer has reported that it is not feasible to embed in the Schedule S form the large number of GXT files that Inmarsat must provide with this application.²² Accordingly, Inmarsat is instead: (i) e-mailing these files to IBFSINFO@fcc.gov, pursuant to instructions provided on FCC Form 312; and (ii) filing these GXT files as an attachment to the application, in ZIP format. Inmarsat requests any waiver necessary to permit the submission of the GXT files in this alternative manner.

VI. WAIVER PURSUANT TO SECTION 304 OF THE COMMUNICATIONS ACT

In accordance with Section 304 of the Communications Act of 1934, as amended, Inmarsat hereby waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise.

VII. CONCLUSION

For the foregoing reasons, granting Inmarsat's Letter of Intent seeking to access the U.S. using a Ka-band satellite operated under the authority of the United Kingdom at the nominal 63° W.L. location will serve the public interest, convenience and necessity. Inmarsat respectfully requests that the Commission promptly grant this Letter of Intent.

²¹ See 47 C.F.R. § 2.106 & n. NG165.

²² See Application of SkyTerra Communications, Inc., IB File No. SAT-LOA-20050214-00038, Attachment A at 34 (granted Apr. 19, 2005).

Respectfully submitted,

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