

DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

WorldVu Satellites Limited (“OneWeb”) respectfully requests Commission consent to the *pro forma* assignment and transfer of control of OneWeb in connection with OneWeb’s recent Chapter 11 bankruptcy filing.¹ OneWeb submits this application as one in a series of *pro forma* filings being submitted contemporaneously to the Commission.²

Description of Transaction

On March 27, 2020, OneWeb and certain of its affiliates filed petitions for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”). On April 1, 2020, the Bankruptcy Court entered an order directing the joint administration for procedural purposes of all of the OneWeb related Chapter 11 cases.³

Currently, OneWeb continues to operate its network, including its earth and space stations, as a debtor in possession pursuant to the Bankruptcy Code. OneWeb’s Chapter 11 filing constitutes a *pro forma* transfer of control because OneWeb’s operations are now subject to the ongoing supervision of the Bankruptcy Court. Subsequent to the Chapter 11 bankruptcy filing, the earth station licenses, market access grant, and experimental licenses granted to OneWeb are held by OneWeb DIP.⁴ Other than the fact that OneWeb is now operating as a debtor in possession, there is no change to the ownership or control of OneWeb as a result of the Chapter 11 bankruptcy filing.

Grant of the Applications Would Serve the Public Interest

OneWeb has made tremendous progress to lay the foundation for delivering innovative, satellite-based connectivity services from its low-earth orbit, non-geostationary satellite orbit (“NGSO”) constellation. The Chapter 11 restructuring process will allow OneWeb to significantly improve its financial position through a sale or reorganization of the business focused on maximizing the unique value proposition of its NGSO-based network. OneWeb does not expect any changes to

¹ OneWeb notes the International Bureau Filing System does not permit parties to change a licensee name to reflect its debtor-in-possession status while filing a transfer of control application, so the instant application is being filed as a *pro forma* assignment of OneWeb’s Commission authorizations from OneWeb to OneWeb Debtor-in-Possession (“OneWeb DIP”).

² Appendix 1 contains a list of all OneWeb licenses and authorizations for which *pro forma* applications are being filed with the Commission’s International Bureau and Office of Engineering & Technology.

³ See *In re OneWeb Global Limited, et. al.*, Case No. 20-22437 (RDD).

⁴ OneWeb notes that its market access grant is not subject to the Commission’s rules for the involuntary transfer of control of Part 25 licenses, but pursuant to guidance from Commission staff will submit a modification of its market access grant pursuant to 47 C.F.R. § 25.137(g).

its day-to-day satellite operations or disruptions to the safe and reliable operation of its earth and space station assets as a result of the Chapter 11 bankruptcy filing. Prior to emerging from Chapter 11, OneWeb will obtain all necessary regulatory approvals from the Commission. Therefore, grant of the instant application would serve the public interest by allowing OneWeb to retain its Commission licenses and authorizations as it undergoes the restructuring process described herein and would be consistent with Commission treatment of previous satellite-related Chapter 11 bankruptcy proceedings.⁵

Conclusion

For the foregoing reasons, OneWeb respectfully requests Commission consent to the *pro forma* assignment and transfer of control of OneWeb's Commission licenses and authorizations.

If you have any questions about this application, please contact:

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⁵ See, e.g., TerreStar Networks, Inc., Application for Assignment, IBFS File No. SAT-ASG-20101022-00222 (granted Jan. 10, 2011) (granting assignment from TerreStar Networks, Inc. to TerreStar Networks, Inc., Debtor-in-Possession pursuant to a Chapter 11 bankruptcy proceeding); LightSquared Subsidiary LLC, Application for Assignment, IBFS File No. SAT-ASG-20120524-00089 (granted Jun. 12, 2012) (granting assignment from LightSquared Subsidiary LLC to LightSquared Subsidiary LLC, Debtor-in-Possession pursuant to a Chapter 11 bankruptcy proceeding).

APPENDIX 1

<u>Call Sign</u>	<u>OET/IBFS File Number</u>
SPACE STATION AUTHORIZATIONS	
S2963	SAT-LOI-20160428-00041
EARTH STATION LICENSES	
E180620	SES-LIC-20180604-01082
E181293	SES-LIC-20180727-02075
OET EXPERIMENTAL LICENSES	
WK2XBY	0970-EX-CN-2018
WK2XGK	0222-EX-CN-2019
PENDING APPLICATIONS*	
E181294	SES-LIC-20180727-02076
E190236	SES-LIC-20190422-00538
E190727	SES-LIC-20190930-01217
E190759	SES-LIC-20190930-01237
E191337	SES-LIC-20191203-01624
S2963	SAT-MOD-20180319-00022
S2994	SAT-LOI-20170301-00031 SAT-AMD-20180104-00004
* OneWeb plans to file a letter supplementing the record with respect to its pending applications to reflect the Chapter 11 bankruptcy filing. <i>See</i> 47 C.F.R. § 1.65.	