

**Attachment 1:
Responsive to Questions 34, 36, 40, and 42a**

I. FOREIGN OWNERSHIP – RESPONSIVE TO QUESTION 34

The Commission has previously approved the foreign ownership of the two members of Horizons Satellite LLC (“Horizons”) -- Intelsat Corporation¹ and JSAT International, Inc.² In December 2009, the Commission also approved the *pro forma* changes in Intelsat Corporation’s foreign ownership that are the subject of this request to update the ownership of the Horizons I satellite (call sign S2475) on the Permitted Space Station List.³ There have been no other material changes to Horizon’s foreign ownership.

II. CANCELLED AUTHORIZATIONS – RESPONSIVE TO QUESTION 36

Horizons is a 50/50 joint venture between Intelsat Corporation and JSAT International, Inc. Horizons has never had an FCC license “revoked.” However, on June 26, 2000, the International Bureau “cancelled” two Ka-band satellite authorizations issued to Intelsat Corporation’s subsidiary, PanAmSat Licensee Corp. (“PanAmSat”), based on the Bureau’s finding that PanAmSat had not satisfied applicable construction milestones.⁴ In that same order, the Bureau denied related applications to modify the cancelled authorizations. PanAmSat filed an application for review of the Bureau’s decision, which the Commission denied, and subsequently filed an appeal with the United States Court of Appeals for the District of Columbia Circuit, which was dismissed in January 2003 at PanAmSat’s request. Notwithstanding the fact that the Bureau’s action does not seem to be the kind of revocation action contemplated by question 36, Horizons is herein making note of the decision in the interest of absolute candor and out of an abundance of caution. In any event, the Bureau’s action with respect to PanAmSat does not reflect on Horizons’ basic qualifications, which are well-established and a matter of public record.

¹ *Intelsat Holdings, Ltd. and Serafina Holdings Limited, Consolidated Application for Consent to Transfer of Control of Holders of Title II and Title III Authorizations*, Memorandum Opinion and Order, 22 FCC Rcd 22,151 (2007) (“*Intelsat-Serafina Order*”).

² *Horizons Satellite LLC, Petition for Declaratory Ruling to Add Horizons I to the Permitted Space Station List*, Order, 18 FCC Rcd 24745 (2003) (“*Horizons Permitted List Order*”).

³ *See Policy Branch Information; Actions Taken*, Report No. SAT-00652, DA 09-2538 (rel. Dec. 4, 2009).

⁴ *See PanAmSat Licensee Corp.*, Memorandum Opinion and Order, 15 FCC Rcd 18720 (IB 2000).

III. OFFICERS, DIRECTORS AND TEN PERCENT OR GREATER SHAREHOLDERS – RESPONSIVE TO QUESTION 40

Horizons does not hold and does not seek a U.S. space station license for the Horizons I satellite. Thus, the officer, director and ownership information requested by Question 40 is not relevant to Horizons. To the extent the Commission considers this information relevant to the owners of a Permitted List satellite, however, Horizons is a limited liability company with no officers or directors.

Horizons has two members, JSAT International, Inc. and Intelsat Corporation, each of which owns 50 percent of Horizons. Ownership information for JSAT International, Inc. was provided to the Commission in File No. SAT-PDR-20030210-00015 and is incorporated herein by reference.

Intelsat Corporation is a wholly-owned subsidiary of Intelsat Holding Corporation, a Delaware corporation. Intelsat Holding Corporation is a wholly-owned subsidiary of Intelsat Luxembourg Finance Company Sarl, a Luxembourg company. Intelsat Luxembourg Finance Company Sarl is a wholly-owned subsidiary of Intelsat (Gibraltar) Limited, a Gibraltar company. Intelsat (Gibraltar) Limited is a wholly-owned subsidiary of Intelsat Jackson Holdings, S.A., a Luxembourg company. Intelsat Jackson Holdings, S.A. is wholly owned by Intelsat (Luxembourg), S.A., a Luxembourg company. Intelsat (Luxembourg), S.A. is wholly owned by Intelsat, S.A., a Luxembourg company. Intelsat, S.A. is wholly owned by Intelsat Holdings, S.A., a Luxembourg company. Intelsat Holdings, S.A. is wholly owned by Intelsat Global Subsidiary, S.A., a Luxembourg company. Intelsat Global Subsidiary, S.A. is wholly owned by Intelsat Global, S.A., a Luxembourg company (“Intelsat Global”, formerly “Serafina Holdings Limited”). Intelsat Global, S.A.’s ownership was approved by the Commission in the *Intelsat-Serafina Order*, has not changed materially and is incorporated by reference.⁵

IV. NOTIFICATION OF TRANSFER OF CONTROL OF PERMITTED SPACE STATION LIST SATELLITE – RESPONSIVE TO QUESTION 42A

Horizons, pursuant to the *Satellite Licensing Streamlining Order*⁶ and Section 25.137(g) of the Commission’s rules,⁷ hereby notifies the Commission of a *pro forma* change in ownership of Intelsat Corporation, one of Horizon’s two members. Horizons is a 50/50 joint venture between Intelsat Corporation and JSAT International, Inc. Horizons is the owner of Horizons I, which is the Ku-band payload on Galaxy 13 (call sign S2475). Horizons I operates at 127° W.L. and is licensed by Japan. On November 24, 2003, the Commission added Horizons I to the Permitted Space Station List (“Permitted List”)⁸ and on May 27, 2004, the Commission modified

⁵ See *supra* note 1.

⁶ 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 ¶¶ 326-27 (2003) (“*Satellite Licensing Streamlining Order*”).

⁷ 47 C.F.R. §25.137(g).

⁸ *Horizons Permitted List Order*.

the Permitted List entry for the satellite by adding authority for Horizons I to be used to provide one-way direct-to-home services.⁹

The Commission recently authorized the *pro forma* transfer of control of various licenses and authorizations held by the subsidiaries of Intelsat to Intelsat Global, S.A. (Luxembourg) and the dissolution of one of the indirect subsidiaries of Intelsat Global, S.A. (Luxembourg) -- Intelsat (Poland) Sp. z o.o.¹⁰ This *pro forma* transfer of control to Intelsat Global was consummated effective December 15, 2009.¹¹ Through this transaction, Intelsat Global, S.A. (Luxembourg) became the indirect 100 percent owner of Intelsat Corporation, which owns 50 percent of Horizons.

As depicted in Exhibit 1, Horizons was owned and controlled through various directly and indirectly wholly-owned subsidiaries of Intelsat Global, Ltd., a Bermuda entity. These subsidiaries include the following Bermuda entities, each of which was an indirect parent of Horizons: Intelsat Global Subsidiary, Ltd.; Intelsat Holdings, Ltd.; Intelsat, Ltd.; Intelsat (Bermuda), Ltd.; and Intelsat Jackson Holdings, Ltd. (together with Intelsat Global, Ltd., the “Bermuda Entities”). Each of these Bermuda Entities was migrated to and reorganized as a Luxembourg entity, becoming respectively: Intelsat Global, S.A.; Intelsat Global Subsidiary, S.A.; Intelsat Holdings, S.A.; Intelsat, S.A.; Intelsat (Luxembourg), S.A.; and Intelsat Jackson Holdings, S.A. (collectively, the “Luxembourg Entities”). In connection with this migration, Intelsat (Bermuda), Ltd. changed its name to Intelsat (Luxembourg), S.A. The migration of the Bermuda Entities effected a *pro forma* transfer of control of Horizons. The migration did not affect the assets held by Horizons or its ultimate ownership and control. It was merely a change in corporate form and jurisdiction of organization.

Additionally, as also depicted in Exhibit 1, one of the indirect subsidiaries of Intelsat Global, Ltd. -- Intelsat (Poland) Sp. z o.o. -- will be dissolved. The shares in Intelsat Holding Corporation held by Intelsat (Poland) Sp. z o.o. will be distributed to the parent entity of Intelsat (Poland) Sp. z o.o. -- Intelsat (Luxembourg) Sarl. As a result, Intelsat (Poland) Sp. z o.o. will be removed as the 100 percent owned holding company between Intelsat Holding Corporation and Intelsat (Luxembourg) Sarl. In connection with this dissolution, Intelsat (Luxembourg) Sarl has been renamed Intelsat Luxembourg Finance Company Sarl. The removal of Intelsat (Poland) Sp. z o.o. from the ownership structure will effect a *pro forma* transfer of control of Horizons.

⁹ *Horizons Satellite LLC, Application for Modification of Permitted List Authorization, Order and Authorization*, 19 FCC Rcd 20349 (2004).

¹⁰ *See Policy Branch Information; Actions Taken*, Report No. SAT-00652, DA 09-2538 (rel. Dec. 4, 2009).

¹¹ *See Letter from Jennifer D. Hindin to Marlene H. Dortch*, File Nos. SAT-T/C-20091125-00128, SAT-T/C-20091125-00124, SAT-T/C-20091125-00127, SAT-T/C-20091125-00125, SAT-T/C-20091125-00126, SES-T/C-20091125-01505, SES-T/C-20091125-01502, SES-T/C-20091125-01506, SES-T/C-20091125-01504, SES-T/C-20091125-01503, 0004042061 (filed Jan. 4, 2010). As explained in the notice of consummation, the dissolution of Intelsat (Poland) Sp. z o.o. will be consummated at a later date.

The post-consummation holding structure of Horizons is illustrated in Exhibit 2. Consistent with the Commission’s rules, Horizons will continue to operate Horizons I in accordance with the conditions of the original order adding Horizons I to the Permitted List unless otherwise notified by the Commission.¹²

Horizons recognizes that for transfers of control of Permitted List satellites, the Commission has indicated that it would issue a public notice “announcing that the transaction has taken place, and inviting comment on whether the transaction affects any of the considerations made when the original satellite operator was allowed to enter the U.S. market.”¹³ However, this notification is for a *pro forma* transfer of control, and the Commission does not generally issue a public notice seeking comments on applications for *pro forma* transfers of control.¹⁴ Horizons therefore requests that the Commission grant the requested *pro forma* transfer of control of Horizon I on the Permitted List without issuing a public notice requesting comment.

¹² See *Satellite Licensing Streamlining Order* at ¶ 327 (“Permitted List satellites that have been transferred to new owners may continue to provide service in the United States unless and until the Commission determines otherwise.”).

¹³ *Id.* at ¶ 326.

¹⁴ See 47 C.F.R. § 25.151(c)(5).

Exhibit 1

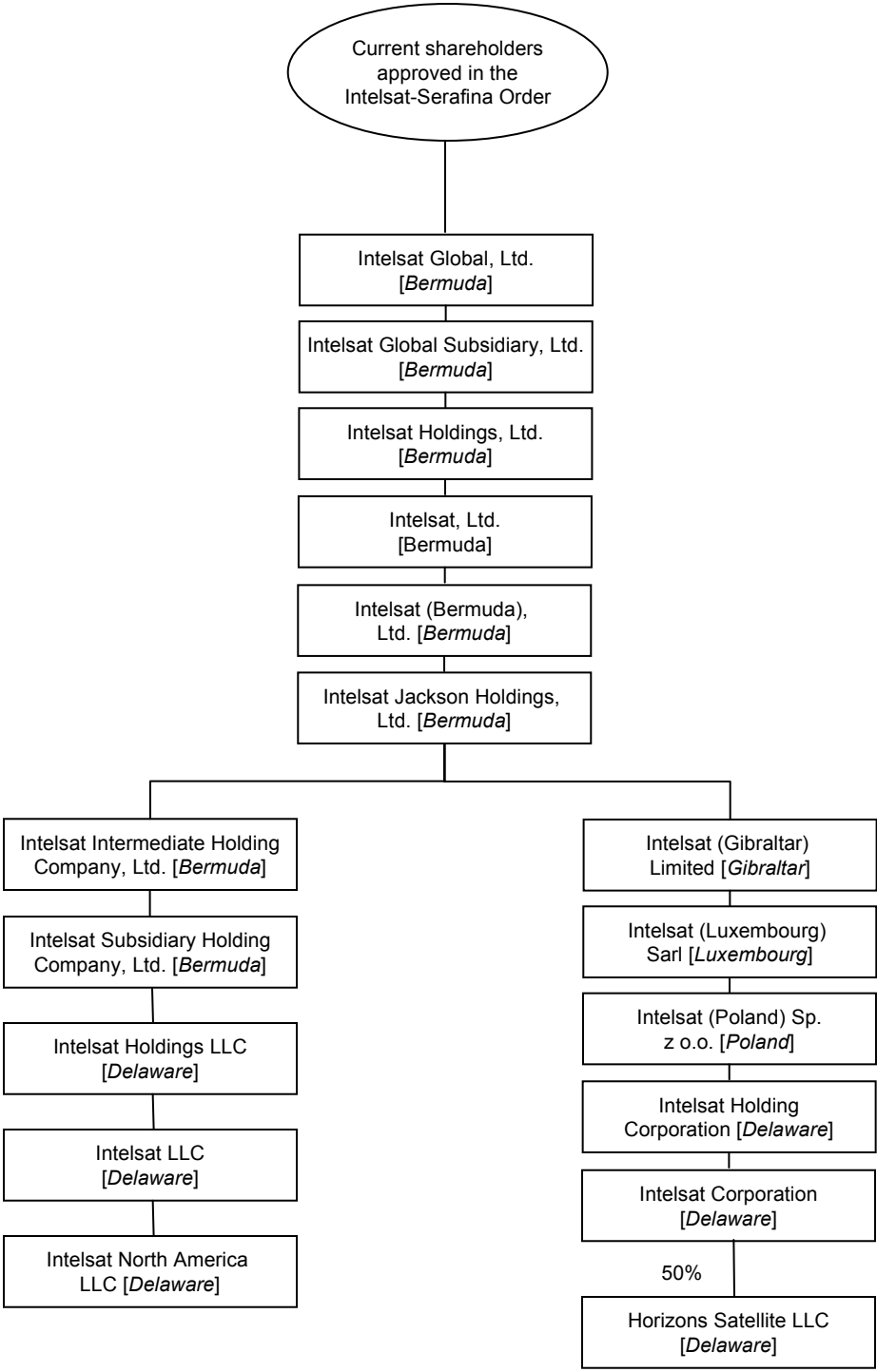


Exhibit 2

