

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

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

Intelsat License LLC (“Intelsat”) (f/k/a Intelsat North America LLC), pursuant to the *Satellite Licensing Streamlining Order*¹ and Section 25.137(g) of the Commission’s rules,² hereby notifies the Commission of a *pro forma* change in ownership. Intelsat is the owner of the C-band portion of Galaxy 23 (formerly Intelsat Americas 13), an in-orbit satellite licensed by Papua New Guinea located at 121° W.L.. The Federal Communications Commission added Galaxy 23 (then named Telstar 13) to the Permitted Space Station List (“Permitted List”) with conditions on August 8, 2003 (call sign S2592),³ and subsequently approved a change in ownership of Galaxy 23 from Loral SpaceCom Corporation to Intelsat North America on July 16, 2004.⁴

The Commission recently authorized the *pro forma* transfer of control of various licenses and authorizations held by Intelsat License LLC (“Intelsat”) (f/k/a Intelsat North America LLC) as a result of a comprehensive internal corporate reorganization.⁵ This *pro forma* transfer of control was consummated effective January 12, 2011.⁶

As depicted in Exhibit 1, Intelsat North America LLC was a wholly owned subsidiary of Intelsat LLC. Intelsat LLC was wholly owned by Intelsat Holdings LLC, which was wholly

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

² 47 C.F.R. §25.137(g).

³ *Loral SpaceCom Corp., Petition for Declaratory Ruling to Add Telstar 13 to the Permitted Space Station List*, Order, 18 FCC Rcd 16374 (2003) (*Loral SpaceCom Petition*”).

⁴ *Satellite Policy Branch Information*, Public Notice, Report No. SAT-00227 (rel. July 16, 2004).

⁵ *Satellite Communications Services Information*, Public Notice, Report No. SES-01206 (rel. Dec. 22, 2010).

⁶ See Letter from Jennifer D. Hindin to Marlene H. Dortch, File Nos. SES-ASG-20101203-01501, SES-ASG-20101206-01502, SES-T/C-20101203-01503, SES-ASG-20101203-01504, SES-ASG-20101206-01512, SAT-ASG-20101203-00251, SAT-ASG-20101203-00252, SAT-T/C-20101203-00253, SAT-T/C-20101203-00254, and 0004520968 (filed Jan. 18, 2011).

owned by Intelsat Subsidiary Holding Company S.A. Intelsat Subsidiary Holding Company S.A. is an indirect wholly owned subsidiary of Intelsat Global S.A.⁷

Intelsat LLC distributed its ownership interests in Intelsat North America LLC to Intelsat Holdings LLC, which distributed the interests to Intelsat Subsidiary Holding Company S.A. Intelsat Subsidiary Holding Company S.A. then formed a new wholly owned Delaware subsidiary named Intelsat License Holdings LLC and distributed the ownership interests in Intelsat North America LLC to Intelsat License Holdings LLC. Thereafter, Intelsat North America LLC was renamed Intelsat License LLC.

All the licenses and authorizations previously held by Intelsat North America LLC, including the Galaxy 23 authorization at issue in this notification, are held by the same company renamed Intelsat License LLC, which is a wholly owned subsidiary of Intelsat License Holdings LLC, which is a wholly owned by Intelsat Subsidiary Holding Company S.A. Intelsat Subsidiary Holding Company S.A. will remain an indirect wholly owned subsidiary of Intelsat Global S.A.⁸

The comprehensive internal reorganization constituted a non-substantial (*pro forma*) transfer of control because ultimate ownership and control of the Galaxy 23 authorization by Intelsat Global S.A.⁹ did not change. The post-consummation holding structure for Intelsat License LLC is illustrated in Exhibit 2. Consistent with the Commission's rules, Intelsat will

⁷ Intelsat Subsidiary Holding Company S.A. was wholly owned by Intelsat Intermediate Holding Company S.A., which in turn is wholly owned by Intelsat Jackson Holdings S.A. Intelsat Jackson Holdings S.A. is wholly owned by Intelsat (Luxembourg) S.A. which is wholly owned by Intelsat S.A., which in turn is wholly owned by Intelsat Holdings S.A. Intelsat Holdings S.A. is a wholly owned subsidiary of Intelsat Global Subsidiary S.A., which in turn is a wholly owned subsidiary of Intelsat Global S.A.

⁸ The ownership of Intelsat Subsidiary Holding Company S.A. remain as set forth in footnote 11, except that Intelsat Phoenix Holdings S.A. was added as a new 100% holding company between Intelsat Intermediate Holding Company S.A. and Intelsat Subsidiary Holding Company S.A.

⁹ The Commission has previously approved the ultimate ownership and control of the Intelsat Licenses by current shareholders of Intelsat Global S.A. in the *Intelsat-Serafina Order*. *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*"). There have been no material changes to the ultimate ownership and control of the Intelsat Licenses by the current shareholders since the date of the *Intelsat-Serafina Order*. After the proposed *pro forma* transactions are consummated, the previously approved current shareholders will continue their indirect ownership and control of the Intelsat Licenses.

continue to operate Galaxy 23 in accordance with the conditions of the original order adding Galaxy 23 to the Permitted List¹⁰ unless otherwise notified by the Commission.¹¹

Intelsat 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.”¹² 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.¹³ Intelsat therefore requests that the Commission grant the requested *pro forma* transfer of control of Galaxy 23 on the Permitted List without issuing a public notice requesting comment.

II. FOREIGN OWNERSHIP – RESPONSIVE TO QUESTION 34

The Commission previously approved foreign ownership in Intelsat License LLC (“Intelsat”) (f/k/a Intelsat North America LLC), in the *Intelsat-Serafina Order*.¹⁴ In December 2009, the Commission also approved the *pro forma* changes in Intelsat’s foreign ownership.¹⁵ There have been no other material changes to Intelsat’s foreign ownership since the date of the *Intelsat-Serafina Order*.

III. CANCELLED AUTHORIZATIONS – RESPONSIVE TO QUESTION 36

Intelsat License LLC (“Intelsat”) (f/k/a Intelsat North America LLC), has never had an FCC license “revoked.” However, on June 26, 2000, the International Bureau “cancelled” two Ka-band satellite authorizations issued to Intelsat’s former affiliate, PanAmSat Licensee Corp.

¹⁰ See *Loral SpaceCom Petition* at ¶ 31.

¹¹ 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.”).

¹² *Id.* at ¶ 326.

¹³ See 47 C.F.R. § 25.151(c)(5).

¹⁴ *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).

¹⁵ See *Intelsat North America LLC, Intelsat LLC, PanAmSat Licensee Corp., PanAmSat H-2 Licensee Corp., and Intelsat New Dawn Company, Ltd., Applications for Pro Forma Transfer of Control*, 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 and SES-T/C-20091125-01503 (granted Dec. 3, 2009).

("PanAmSat"),¹⁶ based on the Bureau's finding that PanAmSat had not satisfied applicable construction milestones.¹⁷ 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, Intelsat 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 Intelsat's basic qualifications, which are well-established and a matter of public record.

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

The officers and directors/managers of Intelsat License LLC are as follows:

Officers:

Michael McDonnell, Chairman
Flavien Bachabi, Deputy Chairman
Phillip Spector, Secretary
Simon Van De Weg, Director, Finance

Board of Managers:

Michael McDonnell
Flavien Bachabi
Phillip Spector

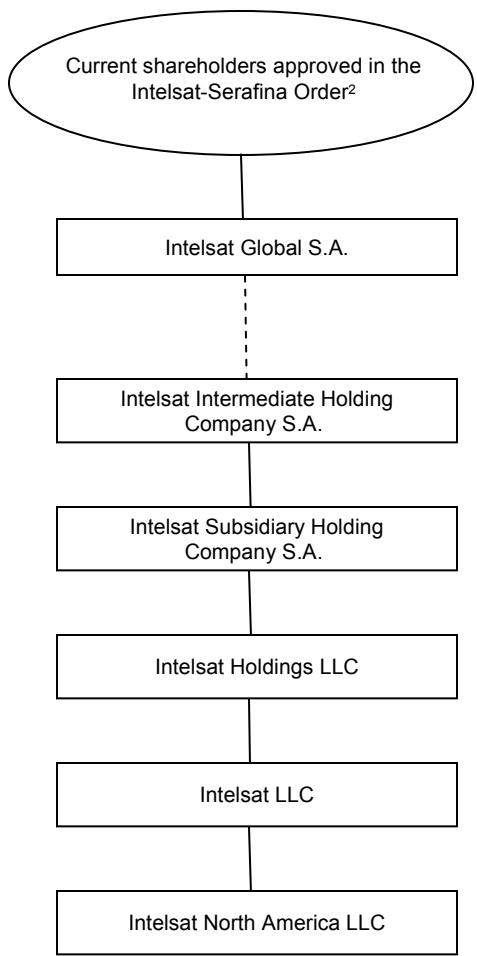
Exhibit 2 provides the post-consummation ownership structure for Intelsat License LLC. As identified in that structure, and described above, Intelsat Global S.A. indirectly owns 100% of Intelsat License LLC. The ten percent or greater owners of Intelsat Global S.A. were approved by the Commission in the *Intelsat-Serafina Order*, have not changed materially, and are incorporated by reference.¹⁸

¹⁶ All licenses previously held by PanAmSat Licensee Corp. have been assigned to Intelsat License LLC as part of the recent internal reorganization.

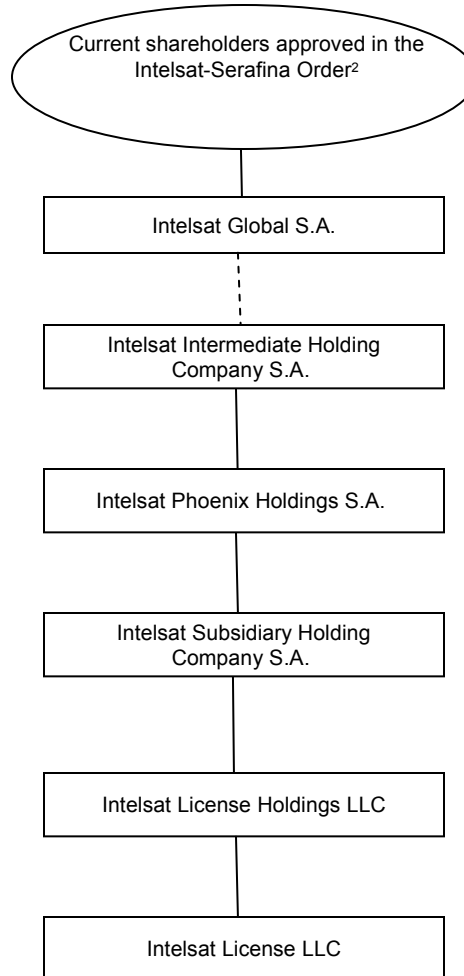
¹⁷ See *PanAmSat Licensee Corp.*, Memorandum Opinion and Order, 15 FCC Rcd 18720 (IB 2000).

¹⁸ See *supra* note 9.

**Exhibit 1:
Ownership Before *Pro Forma* Transactions (Simplified)¹**



**Exhibit 2:
Ownership Following *Pro Forma*
Transactions (Simplified)¹**



Notes to Exhibits 1 and 2

- 1 All subsidiaries are wholly-owned unless otherwise noted.
- 2 The Commission has previously approved the ultimate ownership and control of the Intelsat Licenses by current shareholders of Intelsat Global S.A. in the *Intelsat-Serafina Order*. *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*"). There have been no material changes to the ultimate ownership and control of the Intelsat Licenses by the current shareholders since the date of the *Intelsat-Serafina Order*.