

Description of Transaction

On March 20, 2012, FiberSat Global Services, Inc. (“FiberSat” or “Licensee”), Cinedigm Digital Cinema Corp. (“Cinedigm”) and Cinetcomm, LLC (“Cinetcomm” or “Operator”) (collectively the “Parties”) entered into an Asset Purchase Agreement (“APA”). The APA was amended on May 23, 2012. Under the APA, as amended, Cinedigm agreed to sell certain assets of its wholly-owned subsidiary, FiberSat, to Cinetcomm.

Effective May 24, 2012, the Parties entered into an Interim Operating Agreement (“IOA”) whereby FiberSat would continue to control and supervise the FCC licensed facilities but delegate to Operator some aspects of day-to-day operations. Under the IOA, FiberSat has full authority, power and control over all operations authorized by the FCC Licenses, but Cinetcomm provides ongoing support to Cinedigm at their direction.

Once the Parties obtain FCC authority for the assignment of the applicable FiberSat FCC Licenses, the Licensee will assign the FCC Licenses and Facilities to Cinetcomm for good and valuable consideration. The transaction will serve the public interest by placing authority to operate the earth stations in the hands of a new owner committed to continuing to provide and to expand satellite uplink services to programmers and others requiring video and data transmission capacity.