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September 30, 2013

Via IBFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Room TW-A325
Washington, DC 20554

**Re: SUPPLEMENT
IBFS File Nos. SES-ASG-20130815-00736 & SES-ASG-20130815-00737-
Applications of Stratos Offshore Services Company to Assign Earth Station
Licenses to RigNet SatCom, Inc.**

Dear Ms. Dortch:

On behalf of RigNet SatCom, Inc. ("RigNet"), this letter is being submitted to supplement the above-referenced proceedings.¹ Attached hereto is a copy of the supplement to RigNet's Petition for Declaratory Ruling as filed in File No. ISP-PDR-20130815-00004.

Respectfully submitted,

/s/ Denise Wood

Catherine Wang
Denise Wood

Counsel for RigNet Satcom, Inc.

cc (via email): Karl Kensinger, IB
Jeannette Spriggs, IB
Christine Crowe, Stratos

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¹ RigNet is concurrently filing: (1) a supplement to the pending applications to assign Section 214 authorizations (WC Docket No. 13-224 and File No. ITC-ASG-20130815-00212), (2) an amendment to the pending application to assign wireless radio service licenses (File No. 0005888867), and (3) amendments to the pending lease applications (File Nos. 005896965 and 0005897246).


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SUPPLEMENT

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09/30/2013

Filer Information

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Proceedings List

File Number	Call Sign	Applicant
ISP-PDR-20130815-00004		RigNet SatCom, Inc.

Non-Confidential Attachment(s)

Date Uploaded	Description	File Name
09/30/2013	Supplement to Petition for Declaratory Ruling	RigNet - Supplement

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**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of the Joint Application of)	
)	
RigNet SatCom, Inc.)	File No. ISP-PDR-20130815-00004
)	
Petition for Declaratory Ruling Under Section)	
310(b)(4) of the Communications Act, as Amended)	
To Permit Indirect Foreign Investment)	
Above 25 Percent)	
)	

**SUPPLEMENT TO PETITION FOR DECLARATORY RULING
UNDER SECTION 310(b)(4) OF THE COMMUNICATIONS ACT OF 1934,
AS AMENDED**

RigNet SatCom, Inc. (“RigNet”) hereby supplements its Petition for Declaratory Ruling (“Petition”) under section 310(b)(4) of the Communications Act of 1934, as amended (the “Act”), filed on August 15, 2013 in connection with the filing of several assignment applications (“Applications”) filed with the Commission on the same date.¹

I. BACKGROUND

Since the Petition was filed, Energy Growth Holding AS, Energy Growth AS and Cubera Secondary KS entered into an agreement with KKR European Fund III, Limited Partnership (“KKR European Fund III”), a fund controlled by affiliates of KKR & Co. L.P. (“KKR”), and Digital Oilfield Investments LP, a controlled affiliate of KKR European Fund III (“Digital”), whereby Digital, organized under the laws of the Cayman Islands, will acquire an approximate 27.2 percent interest in RigNet, Inc. (hereinafter, the “KKR Transaction”). Accordingly, and as

¹ RigNet is concurrently filing: (1) supplements to the pending applications to assign Section 214 authorizations (WC Docket No. 13-224 and File No. ITC-ASG-20130815-00212), (2) supplements to the pending applications to assign earth station licenses (File Nos. SES-ASG-20130815-00736 and SES-ASG-20130815-00737), (3) an amendment to the pending application to assign wireless radio service licenses (File No. 0005888867), and (4) amendments to the pending lease applications (File Nos. 005896965 and 0005897243).

set forth below, RigNet requests that grant of the Petition, as modified herein, include authority for Digital to have an ownership interest in RigNet in excess of the twenty-five percent statutory benchmark pursuant to Section 310(b)(4) of the Act. As described more fully below, the additional foreign ownership in RigNet as a result of the KKR Transaction would serve the public interest.

Pursuant to the KKR Transaction, Digital, a Cayman Islands exempted limited partnership, will acquire approximately 27.2 percent of RigNet, Inc.'s shares. As noted in the original Petition, RigNet, Inc., a publicly held Delaware corporation, owns 100 percent of the outstanding shares of RigNet.

Digital's general partner is Digital Oilfield Investments GP Limited, a Cayman Islands exempted company ("Digital GP").

KKR European Fund III, Limited Partnership, a Cayman Islands exempted limited partnership, will have an approximately 95 percent direct limited partnership interest in Digital. Approximately 62% of the capital contributed to KKR European Fund III by its limited partners is derived from non-U.S. entities,² while the remainder is provided by U.S. entities. KKR European Fund III, Limited Partnership is also the sole member of Digital GP.

KKR Partners II (International), L.P. ("KKR Partners II"), a Cayman Islands exempted limited partnership, will have an approximately 5 percent direct limited partnership interest in Digital. KKR Partners II is insulated in accordance with the Commission's rules.³

KKR European Fund III's general partner is KKR Associates Europe III, Limited Partnership, a Cayman Islands exempted limited partnership.

² The non-U.S. investment comes from the British Virgin Islands, Canada, Cayman Islands, Finland, Germany, Ireland, Japan, Jersey (Channel Islands), Republic of Korea, Scotland, Singapore, Sultanate of Oman, Switzerland, The Netherlands, and the United Kingdom.

³ See 47 C.F.R. § 1.993(a).

KKR Associates Europe III, Limited Partnership's general partner is KKR Europe III Limited, a Cayman Islands exempted company. The limited partners of KKR European Fund III are insulated.

KKR Europe III Limited's sole member is KKR Fund Holdings L.P., a Cayman Islands exempted limited partnership. KKR Fund Holdings L.P. has two general partners: (1) KKR Fund Holdings GP Limited, a Cayman Islands exempted company, and (2) KKR Group Holdings L.P., a Cayman Islands exempted limited partnership. The sole shareholder of KKR Fund Holdings GP Limited is KKR Group Holdings L.P. KKR Group Holdings L.P.'s general partner is KKR Group Limited, a Cayman Islands exempted company. The sole shareholder of KKR Group Limited is KKR & Co. L.P. ("KKR"), a Delaware limited partnership listed on the New York Stock Exchange. The interests of the limited partners of KKR are insulated. KKR's general partner is KKR Management LLC, a Delaware limited liability company. KKR Management LLC does not hold any economic interests in KKR and is owned by senior KKR principals.

The designated members of KKR Management LLC are Henry R. Kravis and George R. Roberts, both U.S. citizens. Exhibit A contains a chart of RigNet's ownership and control structure as it relates to KKR.

II. INFORMATION REQUIRED BY SECTION 1.991

Pursuant to Section 1.991 of the Commission's Rules, RigNet submits the following additional information in support of this Petition:

Sections 1.991(e) and (g) – Direct Equity/Voting Interests of 10 Percent or More

The following additional entity will directly hold 10 percent or more of the stock of RigNet, Inc. or have a 10 percent or more voting interest in RigNet, Inc.:

Name: **Digital Oilfield Investments LP**

Address: Maples Corporate Services Limited, Uglan House, PO Box 309,
George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Vehicle
% Held: 27.2% equity/27.2% voting

Sections 1.991(f) and (g) – Indirect Equity/Voting Interests of 10 Percent or More

The following additional entities indirectly hold an interest in RigNet, Inc. of 10 percent or more:

Name: **Digital Oilfield Investments GP Limited**
Address: Maples Corporate Services Limited, Uglan House, PO Box 309,
George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Vehicle
% Held: less than 1% equity / 27.2% voting (General Partner of Digital
Oilfield Investments LP)

Name: **KKR European Fund III, Limited Partnership**
Address: Maples Corporate Services Limited, Uglan House, PO Box 309,
George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Fund
% Held: 25.84% equity / 27.2% voting (owns 95% of Digital Oilfield
Investments LP)

Name: **KKR Associates Europe III, Limited Partnership**
Address: Maples Corporate Services Limited, Uglan House, PO Box 309,
George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Management Company
% Held: less than 1% equity / 27.2% voting (General Partner of KKR
European Fund III, Limited Partnership)

Name: **KKR Europe III Limited**
Address: Maples Corporate Services Limited, Uglan House, PO Box 309,
George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Management Company
% Held: less than 1% equity / 27.2% voting (General Partner of KKR
Associates Europe III, Limited Partnership)

Name: **KKR Fund Holdings L.P.**
Address: Maples Corporate Services Limited, Uglan House, PO Box 309,
George Town, Grand Cayman, KY1-1104, Cayman Islands

Citizenship: Cayman Islands
Principal Business: Investment Management Company
% Held: less than 1% equity / 27.2% voting (Sole member of KKR Europe III Limited)

Name: **KKR Fund Holdings GP Limited**
Address: Maples Corporate Services Limited, Ugland House, PO Box 309, George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Management Company
% Held: less than 1% equity / 27.2% voting (General Partner of KKR Fund Holdings L.P.)

Name: **KKR Group Holdings L.P.**
Address: Maples Corporate Services Limited, Ugland House, PO Box 309, George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Management Company
% Held: less than 1% equity / 27.2% voting (General Partner of KKR Fund Holdings L.P. and sole shareholder of KKR Fund Holdings GP Limited)

Name: **KKR Group Limited**
Address: Maples Corporate Services Limited, Ugland House, PO Box 309, George Town, Grand Cayman, KY1-1104, Cayman Islands
Citizenship: Cayman Islands
Principal Business: Investment Management Company
% Held: less than 1% equity / 27.2% voting (General Partner of KKR Group Holdings L.P.)

Name: **KKR & Co. L.P.**
Address: c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801
Citizenship: Delaware
Principal Business: Investment Management Company
% Held: less than 1% equity / 27.2% voting (Sole member of KKR Group Limited)

Name: **KKR Management LLC**
Address: c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801
Citizenship: Delaware
Principal Business: Investment Management Company
% Held: 0% equity/ 27.2% voting (General Partner of KKR & Co. L.P.)

Name: **Henry R. Kravis**
Address: 9 West 57th Street, Suite 4200, New York, NY
Citizenship: United States
Principal Business: Investments
% Held: less than 5% equity / 27.2% voting (Designated member of KKR Management LLC)

Name: **George R. Roberts**
Address: 9 West 57th Street, Suite 4200, New York, NY
Citizenship: United States
Principal Business: Investments
% Held: less than 5% equity / 27.2% voting (Designated member of KKR Management LLC)

Section 1.991(h)(1) – Estimate of Aggregate Foreign Ownership Table

An updated Exhibit B is attached providing a percentage estimate of RigNet, Inc.’s aggregate direct and indirect (1) foreign equity interests which totals 45.04% and (2) foreign voting interests which totals 44.04%.⁴

Section 1.991(h)(2) – Ownership and Control Structure Diagram

Exhibit A depicts the ownership and control structure of KKR’s interest in RigNet.

Section 1.991(i) – Requests for Specific Approval of 5% or more

RigNet requests specific approval for the following foreign entities to directly or indirectly hold equity and/or voting interests as listed in RigNet, Inc. RigNet also requests that the Commission allow these additional entities to increase equity and voting interests held in RigNet, Inc. up to a non-controlling 49.99 percent interest. Further, RigNet also requests that the Commission permit additional aggregate indirect and/or voting interests by foreign investors up to 100 percent.

Digital Oilfield Investments LP	direct 27.2% equity/ 27.2% voting
Digital Oilfield Investments GP Limited	indirect less than 1% equity/27.2% voting
KKR European Fund III, Limited Partnership	indirect 25.84% equity/27.2% voting
KKR Associates Europe III, Limited Partnership	indirect less than 1% equity/27.2% voting
KKR Europe III Limited	indirect less than 1% equity/27.2% voting
KKR Fund Holdings L.P.	indirect less than 1% equity/27.2% voting
KKR Fund Holdings GP Limited	indirect less than 1% equity/27.2% voting
KKR Group Holdings L.P.	indirect less than 1% equity/27.2% voting
KKR Group Limited	indirect less than 1% equity/27.2% voting

⁴ These interests were calculated pursuant to the standards and criteria set forth in Section 1.992 of the Commission’s rules.

RigNet also requests specific approval for KKR & Co. L.P., which will hold an indirect equity interest of less than 1% and voting interest of 27.2%, to have foreign equity and/or voting interest up to and including a non-controlling indirect 49.99 percent equity and/or voting interest in RigNet, Inc.

Section 1.991(j) – Place of Organization & Type of Business for Foreign Investors

Each of the entities named in response to Section 1.991(i) above are organized in the Cayman Islands. The following entities are Exempted Limited Partnerships:

Digital Oilfield Investments LP
KKR European Fund III, Limited Partnership
KKR Associates Europe III, Limited Partnership
KKR Fund Holdings L.P.
KKR Group Holdings L.P.

The following entities are Exempted Companies:

Digital Oilfield Investments GP Limited
KKR Europe III Limited
KKR Group Limited

III. CONCLUSION AND REQUEST FOR EXPEDITED CONSIDERATION

RigNet respectfully requests a declaratory ruling be issued that it is in the public interest to have indirect foreign ownership as specified herein in excess of the 25% benchmark under Section 310(b)(4) of the Communications Act of 1934, as amended, 47 U.S.C. § 310(b)(4), as such foreign ownership pertains to the above investors, subject to standard conditions. RigNet further respectfully requests this matter be given expedited consideration. This Petition relates to an asset transaction for which multiple assignment applications have been filed.⁵ RigNet has expended, and is continuing to expend, significant resources to transition its business systems to operate the assets to be acquired, not to mention discontinuing Inmarsat's accounting team in Newfoundland, Canada and re-establishing the function in Houston through considerable investment in new hire accounting personnel. RigNet is working to complete all of the business

⁵ See *infra* footnote 1.

and operational arrangements necessary to meet the conditions to closing of the asset transaction and anticipates that all such arrangements will be in place by December 15, 2013, leaving the FCC regulatory approvals as the only potentially outstanding condition to completing the transaction. A prolonged delay in the closing of this transaction will result in material cost inefficiencies increasing the economic burden on RigNet thereby making it more difficult to successfully integrate the purchased assets and customer services on a timely basis. Further, RigNet is acutely aware that a delay in the closing creates significant uncertainty that puts at risk the operational and technical personnel to be transferred and needed for a seamless transition in operations and customer service. RigNet accordingly requests that the Commission expedite its consideration of this Petition.

Respectfully submitted,

/s/ Danielle Burt

Catherine Wang

Danielle Burt

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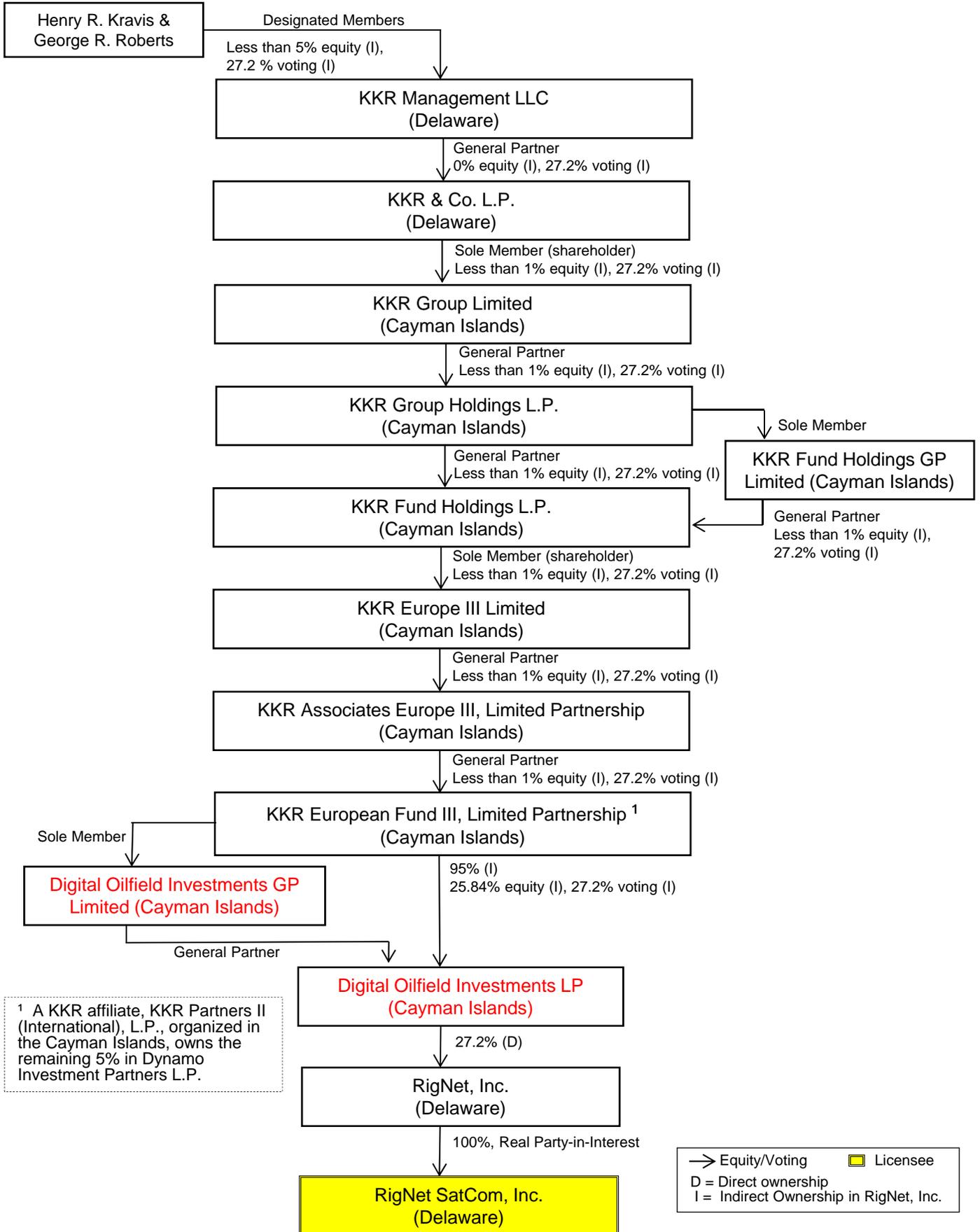
Dated: September 30, 2013

Exhibit A

RigNet Ownership and Control Structure as it relates to KKR

EXHIBIT A

Ownership and Control Structure of KKR's Interest in RigNet



¹ A KKR affiliate, KKR Partners II (International), L.P., organized in the Cayman Islands, owns the remaining 5% in Dynamo Investment Partners L.P.

→ Equity/Voting Licensee
 D = Direct ownership
 I = Indirect Ownership in RigNet, Inc.

Exhibit B

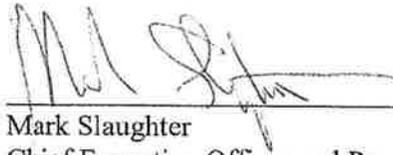
Aggregate Foreign Investor Interests in RigNet, Inc.

Investor	Country of Citizenship/Organization	Aggregate % Voting	Aggregate % Equity
Digital Oilfield Investments LP	Cayman Islands	27.2%	27.2%
Aggregate Known	Norway, Brazil, Canada, Malaysia, Qatar, Singapore, Sweden, United Kingdom	0.44%	0.44%
Aggregate Unknown	Unknown	16.4%	17.4%
TOTAL		44.04%	45.04%

CERTIFICATION

I, Mark Slaughter, state that I am the Chief Executive Officer and President of RigNet SatCom, Inc. ("RigNet"); that I am authorized to make this Certification on behalf of RigNet; that the foregoing Supplement to the Petition for Declaratory Ruling Under Section 310(b)(4) of the Communications Act of 1934, as amended, was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 30 day of September, 2013.



Mark Slaughter
Chief Executive Officer and President
RigNet SatCom, Inc.