

FCC Form 312
Application for Assignment of Licenses
Question A.20

EXHIBIT E

Transaction Description and Ownership Information

The applicants seek Federal Communications Commission (“FCC”) consent to the proposed *pro forma* assignment of two non-common carrier satellite earth station licenses in the name of Inmarsat Hawaii Inc. (“Inmarsat Hawaii” or “Assignor”) to its affiliate, Inmarsat Mobile Networks, Inc. (“Assignee”).¹ Both entities are ultimately controlled by Inmarsat plc (“Inmarsat”), a UK public limited company. The proposed assignment is part of a series of simultaneous transactions intended to streamline the U.S. organizational structure of Inmarsat. FCC prior approval for this *pro forma* assignment application is requested so that the transactions can be consummated prior to year end 2014.

The first phase of the simultaneous transaction is to merge Inmarsat Global Services Inc. (which does not hold any FCC authorizations) into Inmarsat Hawaii, with the latter being the surviving entity. As part of the sale of the surviving entity to Stratos Holdings Inc., Inmarsat Hawaii will be merged into Assignee, with the latter being the surviving entity.² Because the earth station licensee will have a different name post-transaction (Inmarsat Mobile Networks, Inc.), this application is treated as an assignment of licenses.

Because the earth station licenses at issue are classified as non-common carrier, no foreign ownership restrictions apply to the proposed *pro forma* assignment of the licenses.

Assignee Inmarsat Mobile Networks, Inc. is and will be a wholly-owned direct subsidiary of Stratos Holdings, Inc. (“Stratos Holdings”). Stratos Holdings is held by Inmarsat Group Holdings Inc. Inmarsat Group Holdings Inc. is a wholly-owned subsidiary of Inmarsat Solutions Ltd, which is a wholly-owned subsidiary of Inmarsat Finance III Limited (“Finance III”). In turn, Finance III is a wholly-owned subsidiary of Inmarsat Ventures Ltd, a wholly-owned subsidiary of Inmarsat Investments Ltd, which is a wholly-owned subsidiary of Inmarsat Group Ltd, which is a wholly-owned subsidiary of Inmarsat Holdings Ltd, which is a wholly-owned subsidiary of Inmarsat plc (“Inmarsat”). Inmarsat is a widely-held public company traded on the London Stock Exchange.

The following entities or individuals hold ten percent or greater interests in Inmarsat plc, and indirectly in the Assignee:

¹ At the time of this application, Inmarsat Hawaii also had several pending earth station applications: SES-LIC-20120426-00397, SES-AMD-20120823-00781, SES-MFS-20141003-00786, SES-MFS-20141003-00787, SES-STA-20141013-007997, and SES-STA-20141013-007998. Depending on whether these applications are acted upon before December 31, 2014, appropriate filings will be made.

² Another affiliate – Stratos Offshore Services Company (“SOSCO”) – also will simultaneously be merged into Inmarsat Mobile Networks, Inc. as part of the restructuring. SOSCO holds no FCC licenses.

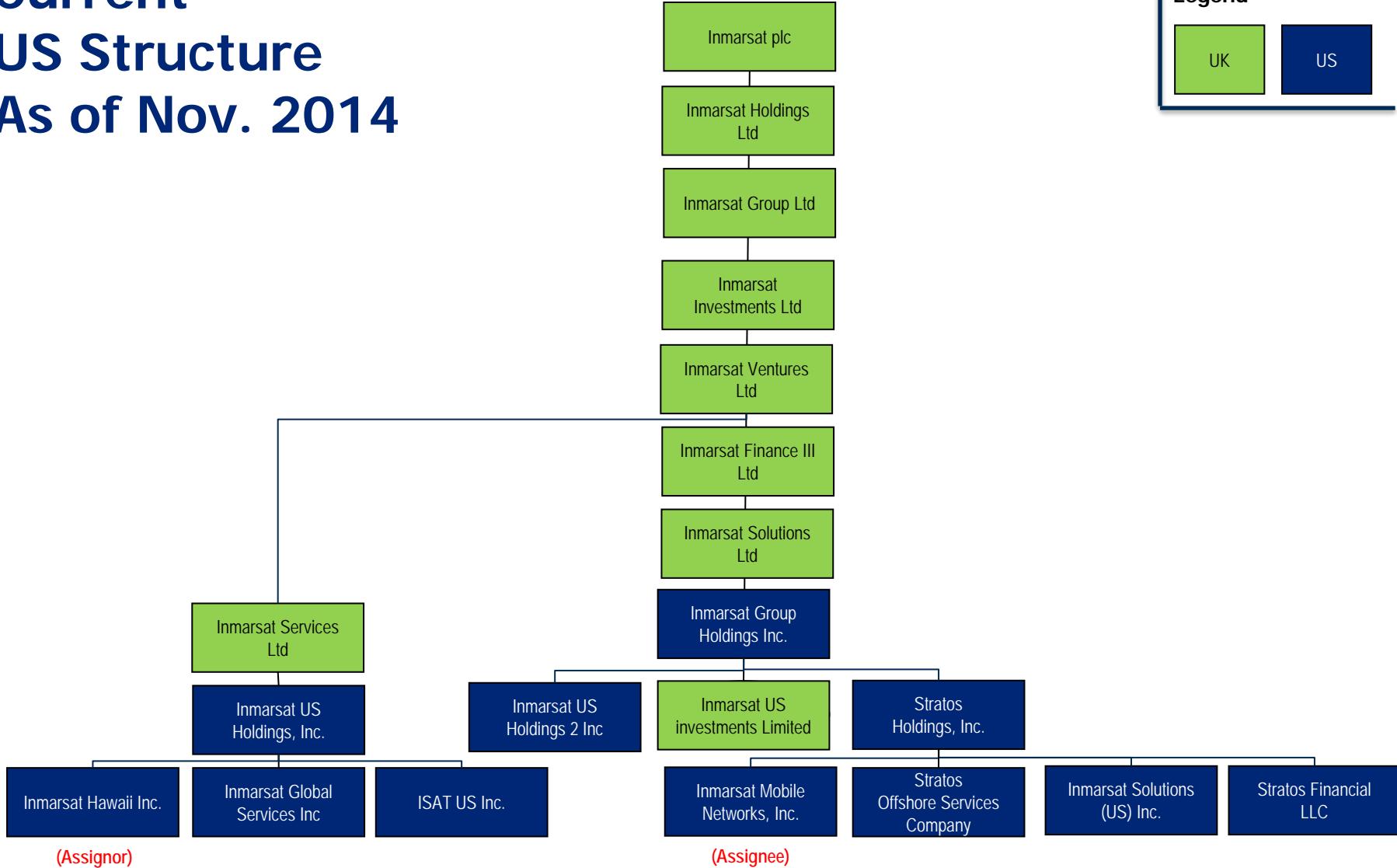
- Lansdowne Partners Limited (“Lansdowne”) (11.88%, aggregate voting power held through management of various Lansdowne investment funds). Lansdowne was formed under the laws of England and Wales.

No other person or entity directly or indirectly holds a ten percent or greater ownership interest in the Assignee.

Copies of the Inmarsat organizational structure pre-transaction and post-transaction are attached. The address, citizenship, and primary business for the interest holders disclosed above are as follows:

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|---|---|---|
| Inmarsat plc 99 City Road London, United Kingdom EC1Y 1AX Citizenship: United Kingdom Primary business: Telecom | Inmarsat Holdings Ltd. 99 City Road London, United Kingdom EC1Y 1AX Citizenship: United Kingdom Primary business: Holding Company | Inmarsat Group Limited 99 City Road London, United Kingdom EC1Y 1AX Citizenship: United Kingdom Primary business: Provider of global mobile satellite communications services |
| Inmarsat Investments Limited 99 City Road London, United Kingdom EC1Y 1AX Citizenship: United Kingdom Primary business: Provider of global mobile satellite communications services | Inmarsat Ventures Ltd. 99 City Road London, United Kingdom EC1Y 1AX Citizenship: England and Wales Primary business: Holding Company | Inmarsat Finance III Limited 99 City Road London, United Kingdom EC1Y 1AX Citizenship: United Kingdom Primary business: Financing, predominantly through inter-company loans of various investments |
| Inmarsat Solutions Ltd. 99 City Road London, United Kingdom EC1Y 1AX Citizenship: England and Wales Primary business: Holding Company | Inmarsat Group Holdings Inc. 1101 Connecticut Avenue, NW Suite 1200 Washington, DC 20036 Citizenship: United States Primary business: Holding Company | Stratos Holdings, Inc. 1101 Connecticut Avenue, NW Suite 1200 Washington, D.C. 20036 Citizenship: United States Primary Business: Telecom |
| Lansdowne Partners Limited 15 Davies Street London, United Kingdom W1K 3AG Citizenship: United Kingdom Primary business: Investment | Inmarsat Mobile Networks, Inc. 1101 Connecticut Avenue, NW Suite 1200 Washington, DC 20036 Citizenship: United States Primary business: Telecom | |

Current US Structure As of Nov. 2014



Proposed US Structure After Dec. 31, 2014

