

Description of the Transaction and Public Interest Statement

By this application, Hughes Satellite Systems Corporation (“Hughes”) and its indirect subsidiary HNS License Sub, LLC, (“HNS License”) request Commission consent to (1) the involuntary *pro forma* transfer of control of HNS License from Hughes to Hughes Satellite Systems Corporation, Debtor-in-Possession (“Hughes DIP”), and (2) the involuntary *pro forma* assignment of the earth station licenses listed in Attachment 1 to this exhibit from HNS License to HNS License Sub, LLC, Debtor-in-Possession (“HNS License DIP”).

On August 2, 2026, Hughes and HNS License, along with certain other Hughes subsidiaries, submitted voluntary petitions for protection under Chapter 11 of the U.S. Bankruptcy Code in the U.S. Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”) to facilitate a financial and operational reorganization. This reorganization will allow Hughes and HNS License to address their maturing secured and unsecured debt, strengthen their capital structure, and accelerate their ongoing transformation into an enterprise, government, and defense-focused business, while continuing to serve customers. Hughes and HNS License plan to use the tools of Chapter 11 reorganization to facilitate a path forward that best serves their customers and obligations to existing creditors.

As a result of the reorganization, and in accordance with the U.S. Bankruptcy Code, both Hughes and HNS License are currently operating as debtors-in-possession under supervision of the Bankruptcy Court. A copy of the HNS License Chapter 11 petition is included as Attachment 2 to this exhibit. Other documents related to the bankruptcy proceeding are available at <https://dm.epiq11.com/hughessatellite>.

Under the Commission’s rules, policies, and precedent, the designation of HNS License as a debtor-in-possession has resulted in an involuntary *pro forma* assignment of its licenses and authorizations to HNS License DIP, including the earth station licenses that are the subject of this application.¹ In addition, because HNS License is an indirect, wholly-owned subsidiary of Hughes, the designation of Hughes as a debtor-in-possession also has resulted in the involuntary *pro forma* transfer of control of HNS License from Hughes to Hughes DIP. In the event of such involuntary *pro forma* transfers of control and assignments, Hughes and HNS License must file applications with the Commission seeking after-the-fact consent within a specified amount of

¹ See 47 C.F.R. § 5.79; 47 C.F.R. § 1.948(c), (g); 47 C.F.R. § 25.119(d); 47 C.F.R. § 63.24(g); *see also* Caesars Entertainment Corp. Holding Various Licenses in the Wireless Radio Services, *Order*, 35 FCC Rcd. 6961, 6965 ¶ 6 (2020) (“[P]ursuant to the [bankruptcy order], the Debtors closed all transactions approved by the court’s order and were converted into debtors-in-possession by operation of law.”); Public Notice, Global Crossing Ltd., GC Acquisition Ltd. Seek FCC Consent to Transfer Control of Subsidiaries Holding Submarine Cable Landing Licenses, Wireless Licenses and Section 214 Authorizations, 17 FCC Rcd. 17206, 17212 n.2 (2002) (“Following the Chapter 11 filings, the Global Crossing subsidiaries that hold FCC licenses assigned their respective licenses on a *pro forma* basis to themselves as debtors-in-possession.”).

time, which varies by license type.² This application concerns the transfer of control over, and assignment of, HNS License's earth station licenses.

This application qualifies for involuntary *pro forma* treatment. It involves no change in the ownership or control of Hughes or HNS License other than as a result of the designation of each as a debtor-in-possession.³ In addition, the ownership structures and officers and directors of Hughes and HNS License remain unchanged following the filing of the bankruptcy petitions, subject to the jurisdiction and oversight of the Bankruptcy Court.

Swift approval of this application is in the public interest. Hughes and HNS License commenced voluntary Chapter 11 proceedings to restructure their debt, strengthen their financial position, and resolve claims against them, and the involuntary *pro forma* assignment of HNS License's licenses to HNS License DIP merely reflects the change in legal status required under bankruptcy law. As stated, the transaction will not result in any change in the ultimate control, ownership, or management of either Hughes or HNS License, and operations will continue uninterrupted.

² See 47 C.F.R. § 1.948(g) (30 days to submit application for an involuntary transfer or assignment of authorizations in the Wireless Radio Services); 47 C.F.R. § 25.119(d) (10 days to submit application for an involuntary transfer or assignment of Part 25 authorizations); 47 C.F.R. § 63.24(g) (60 days to submit application for an involuntary transfer or assignment of equipment authorizations); 47 CFR § 5.79 (requiring Commission consent for the transfer of control over, or assignment of, an experimental authorization).

³ See Cumulus Licensing LLC (Assignor) & Cumulus Licensing Holding Co. II LLC (Assignee) for Consent to Pro Forma Assignment of Licenses Radio License, *Memorandum Opinion and Order*, 39 FCC Rcd. 4108, 4113 ¶ 9 (2024) (finding grant of *pro forma* assignments to be in the public interest, in part because “the Applications are for pro forma assignments to effect a planned corporate reorganization and restructuring of Cumulus's debt, and as such they do not involve a substantial change in ownership or control.”); Public Notice, Domestic Section 214 Application Filed for the Transfer of Control of Tricom USA, Inc. (DIP), 25 FCC Rcd. 447 (2010) (“Because the bankruptcy filing did not change the beneficial ownership, control or management of the Authorization, it was transferred to Tricom DIP on a pro forma basis.”); Public Notice, Wireless Telecommunications Bureau Grants Applications for Assignment of Licenses to Worldcom, Inc. and Its Subsidiaries as Debtors in Possession, 17 FCC Rcd. 24530, 24530 (2002) (noting that such *pro forma* assignments “result[] merely in a change in the status in which the licensee holds its licenses – from [licensee] to [licensee] as Debtor-in-Possession” and do not “change the beneficial ownership, control or management of the Authorization”).

ATTACHMENT 1
Licenses to be Assigned

Call Sign
E000166
E020205
E060382
E060383
E060445
E090178
E110149
E150076
E150077
E150078
E150079
E150080
E150081
E150082
E150083
E150084
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E170170
E170175
E170176
E170178
E170179
E210044
E210045
E210046
E210047
E210048
E210109
E220161
E230150
E230165
E240059
E240072
E8454
E940441
E940460
E950010
E990170

ATTACHMENT 2
HNS License Sub, LLC Chapter 11 Petition