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JAN 29 2007

Satellite Division
International Bureau

Before the
Federal Communications Commission
Washington, D.C. 20554

DUPLICATE

FILED/ACCEPTED

JAN 22 2007

Federal Communications Commission
Office of the Secretary

In the matter of)	
)	
Application of Telenor ASA,)	IB Docket No. 06-225
Transferor, and Inceptum 1 AC,)	
Transferee, for FCC Consent to)	
Transfer Control of Licenses and)	
Authorizations)	
)	
Telenor Satellite, Inc.)	File No. SES-STA-20070110-00053 (Call Sign E050276)
Application for Special Temporary)	
Authority to Operate 5000 BGAN)	
Terminals with Inmarsat 4F2 at)	
52.75°W)	
)	
FTMSC US, LLC)	File No. SES-STA-20061218-02196 (Call Sign E050284)
Application for Special Temporary)	
Authority to Operate 5000 BGAN)	
Terminals with Inmarsat 4F2 at)	
52.75°W)	
)	
Telenor Satellite, Inc.)	File No. SES-LFS-20050930-01352 (Call Sign E050276)
Application for Title III Blanket License)	File No. SES-AMD-20051111-01564 (Call Sign E050276)
to Operate 25,000 BGAN Terminals)	
with Inmarsat 4F2 at 52.75°W)	
)	
)	
FTMSC US, LLC)	File No. SES-LFS-20051011-01396 (Call Sign E050284)
Application for Title III Blanket License)	File No. SES-AMD-20051118-01602 (Call Sign E050284)
to Operate 25,000 BGAN Terminals)	
with Inmarsat 4F2 at 52.75°W)	

COMMENTS OF MOBILE SATELLITE VENTURES SUBSIDIARY LLC

In acting on the above-referenced transfer of control application, Mobile Satellite Ventures Subsidiary LLC ("MSV") urges the Commission to limit the aggregate number of Broadband Global Area Network ("BGAN") terminals authorized to Telenor Satellite Inc. ("Telenor") and FTMSC US, LLC ("FTMSC") under Special Temporary Authority ("STA") to no more than the 5000 terminals currently authorized. Indeed, all the evidence indicates that even 5000 terminals is far more than can be justified based on actual demand and serves to

reduce the need of Inmarsat Ventures Ltd. ("Inmarsat") to comply with requirements for prior coordination of its new satellites, thus putting at risk MSV and its customers. The condition requested will help to reduce the potential for harmful interference to MSV and its customers resulting from the failure of Inmarsat to coordinate its Inmarsat 4F2 satellite.

Background

MSV. MSV is the entity authorized by the Commission in 1989 to construct, launch, and operate a United States Mobile Satellite Service ("MSS") system in the L band.¹ MSV's licensed satellite (AMSC-1) was launched in 1995, and MSV began offering service in 1996.

MSV is also the successor to TMI Communications and Company, Limited Partnership ("TMI") with respect to TMI's provision of L band MSS in the United States. Today, MSV offers a full range of satellite services, including voice and data, using both its own U.S.-licensed satellite and the Canadian-licensed L band satellite licensed to Mobile Satellite Ventures (Canada) Inc. ("MSV Canada"). In May 2005, the Bureau licensed MSV to launch and operate a replacement L band MSS satellite at 101°WL (called "MSV-1").²

BGAN STAs. Beginning in August 2005, seven entities, including Telenor and FTMSC, filed applications for long-term Title III authority to operate 25,000 BGAN terminals each in the United States with the uncoordinated Inmarsat-4 satellite located at 52.75°W (called "Inmarsat 4F2").³ MSV has opposed these applications because of the interference that will likely result

¹ *Order and Authorization*, 4 FCC Rcd 6041 (1989); *remanded by Aeronautical Radio, Inc. v. FCC*, 928 F.2d 428 (D.C. Cir. 1991); *Final Decision on Remand*, 7 FCC Rcd 266 (1992); *aff'd*, *Aeronautical Radio, Inc. v. FCC*, 983 F.2d 275 (D.C. Cir. 1993); *see also AMSC Subsidiary Corporation, Memorandum Opinion and Order*, 8 FCC Rcd 4040 (1993).

² *See Mobile Satellite Ventures Subsidiary LLC, Order and Authorization*, DA 05-1492 (May 23, 2005) ("*MSV-1 Order*").

³ *See Telenor Satellite, Inc., Application for Title III Blanket License*, File No. SES-LFS-20050930-01352 (September 30, 2005); *Telenor Satellite, Inc., Amendment*, File No. SES-

both to MSV and to Inmarsat from operation of this satellite and these terminals prior to a coordination agreement among the North American L band operators. The interference will result from (i) use of Inmarsat 4F2 to operate on the loaned frequencies Inmarsat has refused to return;⁴ (ii) the technically different parameters of Inmarsat's new satellite and services relative to the satellites and services it has coordinated previously, such as the use of wideband carriers, higher aggregate EIRP, and increase in number of co-channel reuse beams;⁵ and (iii) Inmarsat's claim that it is entitled to operate on each and every frequency in the L band.⁶

The Bureau has not acted on these applications. Beginning in May 2006, the Bureau has granted six STA requests, including to Telenor and FTMSC, to operate 5000 BGAN terminals each while the Bureau considers the pending applications for long-term authority.⁷ The Bureau granted the BGAN STAs subject to a number of very important and appropriate conditions that

AMD-20051111-01564 (November 11, 2005); FTMSC US, LLC, Application for Title III Blanket License, File No. SES-LFS-20051011-01396 (October 11, 2005); FTMSC US, LLC, Amendment, File No. SES-AMD-20051118-01602 (November 18, 2005).

⁴ See Mobile Satellite Ventures Subsidiary LLC, Petition to Hold in Abeyance, File No. SES-MFS-20051123-01634 (January 13, 2006) ("*MSV Petition*"), at 11-12; Mobile Satellite Ventures Subsidiary LLC, Reply, File No. SES-MFS-20051123-01634 (February 7, 2006) ("*MSV Reply*"), at 2-7. MSV hereby incorporates by reference these filings in this proceeding regarding the Telenor transfer of control application.

⁵ See *MSV Petition* at 13-17; *MSV Reply* at 7-13.

⁶ See *MSV Petition* at 17; *MSV Reply* at 13-14.

⁷ See Telenor Satellite Inc., Application for Special Temporary Authority to Operate BGAN Terminals with Inmarsat 4F2, File No. SES-STA-20060313-00430 (Call Sign E050276) (granted with conditions on May 12, 2006); FTMSC US LLC, Application for Special Temporary Authority to Operate BGAN Terminals with Inmarsat 4F2, File No. SES-STA-20060314-00438 (Call Sign E050284) (granted with conditions on May 12, 2006). On October 24, 2006, the Bureau issued FTMSC a new STA to reflect its new ownership. See FTMSC US LLC, Application for Special Temporary Authority to Operate BGAN Terminals with Inmarsat 4F2, File No. SES-STA-20061006-01820 (Call Sign E050284) (granted October 24, 2006). An additional entity has an application pending for an STA to operate 5000 BGAN terminals. See Horizon Mobile Communications, Inc., Application for Special Temporary Authority to Operate BGAN Terminals with Inmarsat 4F2, File No. SES-STA-20070112-00112 (Call Sign E070006) (January 12, 2007).

are essential to help mitigate the harmful interference to MSV's customers from Inmarsat's uncoordinated BGAN operations.⁸

Telenor Transfer of Control Application. On November 29, 2006, Telenor and Inceptum filed the above-referenced application to transfer Telenor's Commission authorizations to Inceptum. Inceptum is owned by three entities: Apax France VI FCPR ("Apax France"), Amboise Investissement SCA ("Amboise"), and Altamir & Cie SCA ("Altamir"). The applicants explain that these three entities also own MobSat S.A.S., which owns FTMSC, in the same proportions and on the same terms as their ownership of Inceptum. *Application* at 7-8. Thus, as the applicants note, this transaction "will bring [Telenor] under common ultimate ownership and control with FTMSC." *Id.* at 12. The applicants further acknowledge that both Telenor and FTMSC hold STAs to operate BGAN terminals in the United States. *Id.* at 14.

Discussion

MSV urges the Commission to limit the aggregate number of BGAN terminals authorized to Telenor and FTMSC under STA to no more than 5000.⁹ Because Telenor and FTMSC will be commonly owned and controlled following consummation of the transfer, there

⁸ MSV has asked the Bureau to clarify these conditions as well as to adopt additional conditions. *See, e.g.,* Mobile Satellite Ventures Subsidiary LLC, Petition for Clarification, File No. SES-STA-20060310-00419 et al (June 12, 2006) (attaching Letter from Ms. Jennifer A. Manner, MSV, to Ms. Marlene H. Dortch, FCC, File No. SES-STA-20060310-00419 et al. (May 26, 2006)); Comments of Mobile Satellite Ventures Subsidiary LLC, File No. SES-STA-20070110-00053 (Call Sign E050276) (January 11, 2007); Comments of Mobile Satellite Ventures Subsidiary LLC, File No. SES-STA-20061218-02196 (Call Sign E050284) (December 20, 2006).

⁹ As with all STAs, the BGAN STAs expressly contain a condition that the STA may be modified at the Bureau's discretion at any time without a hearing. *See* Telenor Satellite Inc., Application for Special Temporary Authority to Operate BGAN Terminals with Inmarsat 4F2, File No. SES-STA-20060313-00430 (Call Sign E050276) (granted with conditions on May 12, 2006), at Condition No. 8; FTMSC US LLC, Application for Special Temporary Authority to Operate BGAN Terminals with Inmarsat 4F2, File No. SES-STA-20060314-00438 (Call Sign E050284) (granted with conditions on May 12, 2006), at Condition No. 8.

is no basis to authorize the combined entity to operate *double the number of terminals authorized* to any other entity.¹⁰

Limiting the number of BGAN terminals authorized to Telenor and FTMSC will serve the public interest by mitigating interference to MSV and its customers. In granting the BGAN STAs, the Bureau acknowledged the potential for interference resulting from operation of the uncoordinated BGAN service with the uncoordinated Inmarsat 4F2 satellite by adopting certain conditions. This interference potential increases with the authorization of each additional BGAN terminal.

Neither Telenor nor FTMSC can legitimately claim that they will be harmed if the Commission limits them to a combined total of 5000 BGAN terminals under STA. In fact, given the sluggish demand for BGAN service, Telenor and FTMSC cannot justify their need for authority for even 5000 BGAN terminals, let alone 10,000. As Inmarsat recently revealed, only roughly 5500 BGAN terminals have been activated *worldwide* in the past year.¹¹ Inmarsat has further estimated only 400 new BGAN activations across all of its distributors *worldwide* per month.¹² While Telenor and FTMSC have not revealed to the Commission the number of BGAN terminals they have activated for use in the United States, it is safe to assume that their combined operations will not approach 5000 BGAN terminals for many years.

¹⁰ The applicants state that the operations of Telenor and FTMSC may be combined in the future and that Commission approval will be sought at that time. *Application* at 14 n.11. The Commission need not wait until such a consolidation of operations occurs to adopt the condition requested herein. The consolidation of the ownership and control of the two entities is sufficient to justify limiting the combined entity to a total of 5000 BGAN terminals under STA.

¹¹ See Exhibit A, attaching excerpts from Inmarsat Group Limited's Form 6-K filed with the SEC on November 15, 2006, available at: <http://www.sec.gov/Archives/edgar/data/1291398/000119312506235898/0001193125-06-235898-index.htm>

¹² See Inmarsat Ventures Limited et al., Joint Reply, File No. SES-STA-20061027-01898 et al. (November 22, 2006), at 1.

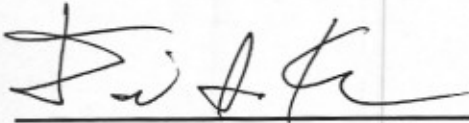
The authorization under existing STAs for far more BGAN terminals than Inmarsat and its distributors need for the next several years serves only to deprive Inmarsat of any incentive to satisfy its obligation to coordinate its Inmarsat 4F2 satellite pursuant to the L band coordination process. The potential for interference to MSV and its customers resulting from the authorization of an excessive number of BGAN terminals and the ensuing impact on the L band coordination process far outweighs any illusory benefit that Telenor and FTMSC may perceive from obtaining authority to operate more BGAN terminals than they will need for many years to come.

While Telenor and FTMSC each have applications pending for long-term Title III authority to operate 25,000 BGAN terminals each, MSV sees no need for the Bureau to limit the combined entity to 25,000 BGAN terminals, *provided that* the Bureau grants these applications only after L band coordination discussions are finalized and a coordination agreement is reached that addresses MSV's interference concerns.

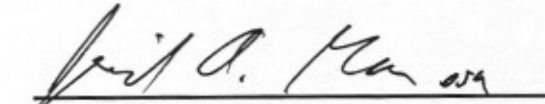
Conclusion

Based on the foregoing, the Commission should limit the aggregate number of BGAN terminals authorized to Telenor and FTMSC under STA to no more than 5000.

Respectfully submitted,



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Dated: January 22, 2007

Exhibit A

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

September 30, 2006

333-115865-06

Inmarsat Group Limited

(Exact name of Registrant as specified in its charter)

Inmarsat Group Limited

(Translation of Registrant's name into English)

England and Wales

(Jurisdiction of incorporation or organization)

99 City Road, London

United Kingdom, EC1Y 1AX

(Address of principal executive office)

333-115865-06

Inmarsat Finance plc

(Exact name of Registrant as specified in its charter)

Inmarsat Finance plc

(Translation of Registrant's name into English)

England and Wales
(Jurisdiction of incorporation or organization)

99 City Road, London
United Kingdom, EC1Y 1AX
(Address of principal executive office)

333-115865

Indicate by check mark whether the Registrant files or will file annual reports under cover Form 20-F or Form 40-F.

20-F 40-F

Indicate by check mark whether the Registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (1):-

Indicate by check mark whether the Registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (7):-

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):
82-

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INMARSAT GROUP LIMITED
CONDENSED CONSOLIDATED FINANCIAL RESULTS
For the three and nine months ended
September 30, 2006
(unaudited)

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	As at September 30,	
	2006	2005
	(000's)	
Active terminals⁽¹⁾⁽²⁾		
Maritime	137.3	120.6
Land	82.1	76.2
Aeronautical	7.4	6.6
Total active terminals	226.8	203.4

- (1) Active terminals are the number of subscribers (BGAN and R-BGAN) or terminals that have been used to access services at any time during the preceding twelve-month period (other services except hand-held) registered at September 30. Active hand-held terminals are the average number of terminals active on a daily basis during the period.
- (2) Active terminals as at September 30, 2006 include 10,388 ACeS terminals and 5,547 BGAN subscribers (as at September 30, 2005: nil and nil, respectively). The average daily active number of hand-held SIM cards was 14,274.

During the three months ended September 30, 2006, revenues from mobile satellite communication services were US\$127.3 million, an increase of US\$11.5 million, or 10%, compared with the three months ended September 30, 2005. Growth has been strong in all sectors as a result of continued success in the newer services such as Fleet and Swift 64 and following the launch of BGAN in December 2005. The maritime, land, aeronautical and leasing sectors accounted for 57%, 24%, 6% and 13% of total revenues from mobile satellite communication services respectively during the three months ended September 30, 2006. Active terminal numbers have increased by 12% between September 30, 2005 and September 30, 2006 through growth in the maritime and aeronautical sectors plus the addition of ACeS hand-held terminals in September 2006.

Maritime Sector. During the three months ended September 30, 2006, revenues from the maritime sector were US\$72.6 million, an increase of US\$5.5 million, or 8%, compared with the three months ended September 30, 2005. This principally reflects an increase in data revenues.

Revenues from data services in the maritime sector during the three months ended September 30, 2006 were US\$47.1 million, an increase of US\$4.6 million, or 11%, compared with the three months ended September 30, 2005. The increase in revenues from data services reflects greater demand, as a result of the continued take-up and strong usage of our Fleet services. Demand for Fleet terminals has also been driven by growth in the global shipping fleet new-build market.

Revenues from voice services in the maritime sector during the three months ended September 30, 2006 were US\$25.5 million, an increase of US\$0.9 million or 4% compared with the three months ended September 30, 2005. Historically our voice revenues for the maritime sector have been affected by the migration of users from our higher-priced analogue service to our lower-priced digital services and to a lesser extent by competition. This has been more than offset by growth in both our newer Fleet service and various promotions we have initiated to respond to increased competition in certain of our established services.

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Revenues from BGAN services during the nine months ended September 30, 2006 are set out in the table below. These figures include voice, data and subscription revenues. As at September 30, 2006 there were 5,547 active BGAN subscribers.

	Three months ended			Nine months ended
	March 31, 2006	June 30, 2006	September 30, 2006	September 30, 2006
BGAN Services				
Revenues (US\$ in millions)	0.5	1.6	3.2	5.3
Active subscribers	2,113	3,367	5,547	5,547

Aeronautical Sector. During the three months ended September 30, 2006, revenues from the aeronautical sector were US\$8.0 million, an increase of US\$2.3 million, or 40%, compared with the three months ended September 30, 2005. The increase continues to be attributed primarily to the Swift 64 high-speed data service, which targets the government aircraft and business jet markets as well as being used by commercial airlines. In addition revenues for low-speed data services benefited from increased industry demand.

Leasing. During the three months ended September 30, 2006, revenues from leasing were US\$16.3 million, an increase of US\$2.2 million, or 16%, compared with the three months ended September 30, 2005 as a result of a new aeronautical Swift 64 lease.

Subsidiary revenues. Following the disposal of Invsat Limited and the business and assets of Rydex Corporation Limited in September 2005 and October 2005 respectively, subsidiary revenues were US\$nil for the three months ended September 30, 2006, compared to US\$3.0 million in the three months ended September 30, 2005.

Other income. Other income was US\$1.9 million for the three months ended September 30, 2006, an increase of US\$0.7 million, or 58%, compared with the three months ended September 30, 2005 as a result of the provision of additional in-orbit support services. Other income consists primarily of income from the provision of conference facilities, renting surplus office space, fees for in-orbit support services and revenue from sales of R-BGAN end user terminals.

Seasonality. Revenues are impacted by volume discounts that increase over the course of the financial year. There are lower discount levels in early quarters representing the minimum annual discount and higher discount levels in later quarters, as distribution partners meet specific volume thresholds, resulting in lower prices beyond the level of the minimum annual discount. Additionally, in 2006 and future years, the total amount of volume discounts will be affected by the merger of Xantic B.V. with Stratos Global Corporation which serves to increase the amount of revenues attributed to a single distribution partner.

CERTIFICATE OF SERVICE

I, Sylvia A. Davis, a secretary with the law firm of Pillsbury Winthrop Shaw Pittman LLP, hereby certify that on this 22nd day of January 2007, I served a true copy of the foregoing by first-class United States mail, postage prepaid, upon the following:

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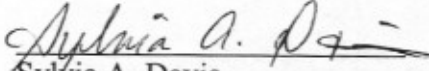
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