

EXHIBIT

O3b Limited (“O3b”) operates a U.K.-authorized, non-geostationary orbit (“NGSO”) Fixed-Satellite Service (“FSS”) system in the Ka-band. This exhibit relates to an expansion of the possible configurations in which O3b positions its NGSO satellites.

The Commission has issued licenses and grants of special temporary authority (“STA”) to O3b and customers of O3b to operate earth stations that communicate with O3b’s system. Various applications for additional earth station licenses and STAs are pending.

In its initial FCC application, which sought authority for a gateway earth station located in Hawaii, O3b stated that it planned to operate eight NGSO satellites that would be spaced equally, *i.e.*, at 45° intervals.¹ The Commission granted this application, and O3b’s license for the Hawaii earth station includes milestones for O3b’s constellation that are premised on an eight-satellite system.²

O3b would like the flexibility to operate up to two of its eight NGSO satellites as in-orbit spares. The remaining satellites would be equally spaced in O3b’s authorized orbital plane, and each in-orbit spare would be co-located with a non-spare satellite.³

This exhibit accompanies various modification applications, STA requests, supplements, and notifications that are being filed with the FCC in connection with O3b’s desire to have the positional flexibility described in the exhibit. The additional orbital configurations identified in the exhibit are consistent with the terms of O3b’s U.K. authorization.⁴

¹ See Application for Hawaii Earth Station, File No. SES-LIC-20100723-00952, Legal Narrative, Section III and Attachment A thereto (Technical Statement), Section A.2.

² See FCC Radio Station Authorization, Call Sign E100088, Condition 90047.

³ No changes are being sought to the technical parameters identified in the licenses and STAs held by O3b and its customers. No changes are being made to O3b’s Schedule S, either, but O3b notes that the number of satellites and phase angles in Section S4 and S5 of Schedule S will vary to the extent that O3b operates one or more in-orbit spare satellites.

⁴ No changes are being made to O3b’s orbital debris mitigation plan, which O3b filed with its Hawaii gateway earth station application, and which the Commission approved in granting that application based on “a finding that O3B Limited is and will be subject to direct and effective regulation by the United Kingdom concerning orbital debris mitigation.” See FCC Radio Station Authorization, Call Sign E100088, Condition 90045. The basis for the Commission’s finding is unchanged.