

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

In the matter of)
)
Thrane & Thrane Airtime Ltd.) File No. SES-STA-20061019-01868 (Call Sign E060179)

RESPONSE OF MOBILE SATELLITE VENTURES SUBSIDIARY LLC

Mobile Satellite Ventures Subsidiary LLC (“MSV”) hereby files this Response to the Replies of Inmarsat Ventures Limited (“Inmarsat”) and Thrane & Thrane Airtime Ltd. (“Thrane & Thrane”) submitted in the above-referenced proceeding in which Thrane & Thrane seeks renewal of its grant of Special Temporary Authority (“STA”) to operate 5000 Broadband Global Area Network (“BGAN”) terminals using an uncoordinated Inmarsat satellite, Inmarsat 4F2 at 52.75°W.¹ In its Comments, MSV asked the International Bureau (“Bureau”) in acting on this renewal request to (i) clarify the conditions the Bureau imposed on grant of the STA consistent with MSV’s June 12th Petition for Clarification;² and (ii) provide notice to Thrane & Thrane that this STA will not be extended beyond November 30, 2006, the official end of hurricane season, which was the primary justification offered for allegedly supporting grant of the STA.

In their Replies, Inmarsat and Thrane & Thrane contend that BGAN service has been “successfully” provided in the United States for six months, thus purportedly demonstrating that the current conditions are adequate. *Inmarsat Reply* at 1, 2; *Thrane & Thrane Reply* at 1-2. Not surprisingly, Inmarsat and Thrane & Thrane do not reveal how many of the 30,000 BGAN

¹ See Inmarsat Ventures Limited, Reply, File No. SES-STA-20061019-01868 (Call Sign E060179) (November 8, 2006) (“*Inmarsat Reply*”); Thrane & Thrane Airtime Ltd., Reply, File No. SES-STA-20061019-01868 (Call Sign E060179) (November 8, 2006) (“*Thrane & Thrane Reply*”).

² See Mobile Satellite Ventures Subsidiary LLC, Comments, File No. SES-STA-20061019-01868 (Call Sign E060179) (October 24, 2006) (“*MSV Comments*”) (attaching 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))).

terminals authorized by the Bureau pursuant to STAs are actually in operation today. In fact, although Inmarsat's BGAN service was launched almost a year ago in December 2005,³ Inmarsat in a November 15, 2006 filing submitted with the U.S. Securities and Exchange Commission ("SEC") reveals that there are only 5,547 BGAN subscribers worldwide today.⁴ These terminals are used in 172 countries, with Inmarsat's Chinese distribution partner accounting for 12% of BGAN sales, mostly to Chinese media, oil, and gas companies.⁵ While MSV is not aware of any publicly available figures on the number of BGAN terminals deployed in the United States (and Inmarsat has failed to provide any such figure in the record of this or any other proceeding), it is safe to assume that only a fraction of the roughly 5500 BGAN terminals activated worldwide today are used in the United States. Thus, despite the claims of Inmarsat and Thrane & Thrane, the operation of a handful of BGAN terminals to date demonstrates nothing regarding the aggregate interference that will result if more and more BGAN terminals are operated in the future. The Bureau should clarify the conditions imposed on BGAN operations now, prior to the interference that will result assuming increasing numbers of BGAN terminals are operated at some point in the future.

In its Comments, MSV also urged the Bureau to establish a firm expiration date for this STA of November 30, 2006 – the official end of hurricane season, which Inmarsat and Thrane & Thrane used to allegedly justify grant of the STA -- and provide that no further extensions will be granted without Inmarsat having first completed coordination of its new satellite with other

³ See Inmarsat Announces Launch of BGAN Service (December 7, 2005), available at: <http://about.inmarsat.com/news/00018831.aspx?language=EN&textonly=False>

⁴ 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>

⁵ See Communications Daily (November 16, 2006), at 12 (quoting Inmarsat's Chief Operating Officer).

North American L band operators. *MSV Comments* at 4-5. If, however, the Bureau continues to renew STAs for use of Inmarsat's new satellite and services without insisting that Inmarsat first complete coordination, there are no reasonable prospects that such coordination will ever be successfully completed. This is especially the case now that Inmarsat has revealed that only roughly 5500 BGAN terminals have been activated *worldwide* to date. At this rate, it will be many years before Inmarsat and its distributors approach the limit of 30,000 BGAN terminals authorized in the United States pursuant to STA. Only a firm expiration date for the STAs authorizing use of Inmarsat 4F2 in the United States will provide Inmarsat with the needed incentive to satisfy its obligation to coordinate its satellite with other North American L band operators. Not only will successful coordination mitigate the harmful interference that would otherwise result from operation of Inmarsat's uncoordinated satellite, this coordination should also facilitate rebanding of L band spectrum into more contiguous frequency blocks that will increase efficient use of L band spectrum⁶ and maximize the potential for offering broadband services, which Chairman Martin recently explained is the Commission's top priority.⁷

⁶ The Commission has identified the promotion of "efficient and effective" use of spectrum as one of its strategic objectives (*see FCC, Strategic Plan: 2006-2011* (September 30, 2005)), and it has recognized the assignment of contiguous frequency blocks as a means of achieving this efficiency. *See generally Improving Public Safety Communications in the 800 MHz Band, Report and Order*, 19 FCC Rcd 14969 (August 6, 2004); *Amendment of Part 2 of the Commission's Rules to Allocate Spectrum Below 3 GHz for Mobile and Fixed Services to Support the Introduction of New Advanced Wireless Services, including Third Generation Wireless Systems, Third Report and Order, Third Notice of Proposed Rule Making, and Second Memorandum Opinion and Order*, 18 FCC Rcd 2223, ¶ 68 (2003); *Amendment of Part 2 of the Commission's Rules to Allocate Spectrum Below 3 GHz, Second Report and Order*, 17 FCC Rcd 23193, ¶ 16 (November 15, 2002) ("The record also identifies general benefits of large contiguous blocks of harmonized spectrum, including economies of scale in equipment development and quicker deployment of advanced services.").

⁷ *See* Remarks of FCC Chairman Kevin J. Martin, *Imagining the Digital Healthcare Future in the Rural West*, Montana State University – Bozeman (July 7, 2006) ("Since becoming Chairman about 16 months ago, I have made broadband deployment the Commission's top priority. . . ."); *see also* White House, *A New Generation of American Innovation* (April 2004) ("The President has called for universal, affordable access for broadband technology by the year 2007 and wants to make sure we give Americans plenty of technology choices when it comes to purchasing broadband. Broadband technology will enhance our Nation's economic competitiveness and will help improve education and health care for all Americans.")

Inmarsat and Thrane & Thrane also claim that there is no basis to terminate the STAs upon the end of hurricane season because there are other reasons justifying continuing grant of the STAs. *Thrane & Thrane Reply* at 2. As an initial matter, the Bureau never issued a decision explaining the “extraordinary circumstances” that justified grant of the STA; thus, there is no basis for Inmarsat and Thrane & Thrane to assume that purported justifications other than hurricane season are sufficient to support grant of the STA. In fact, of the reasons cited by Inmarsat and Thrane & Thrane as purportedly justifying grant of the STA, hurricane season is the only one that could have reasonably met the “extraordinary circumstances” standard.⁸ For example, while Inmarsat has claimed that the BGAN STAs were warranted because of the delay in processing the underlying applications for permanent authority to operate BGAN terminals, this delay was a circumstance of Inmarsat’s own making that is entirely within Inmarsat’s control.⁹ Inmarsat is an experienced operator of satellites throughout the world. Inmarsat knows well its obligation to coordinate its new satellite and services with other L band operators. But, despite having many years to do so, Inmarsat has failed to coordinate the Inmarsat 4F2 and its BGAN service with the North American L band operators. Only Inmarsat – and neither the Commission nor MSV -- is to blame for Inmarsat’s failure to coordinate its new satellite and services.¹⁰

(available at http://www.whitehouse.gov/infocus/technology/economic_policy200404/toc.html); *FCC, Strategic Plan: 2006-2011* (September 30, 2005) (identifying the promotion of broadband as one of the Commission’s six general goals for the next five years).

⁸ 47 C.F.R. § 25.120(b)(1) (“The Commission may grant a temporary authorization only upon a finding that there are extraordinary circumstances requiring temporary operations in the public interest and that delay in the institution of these temporary operations would seriously prejudice the public interest. Convenience to the applicant, such as marketing considerations or meeting scheduled customer in-service dates, will not be deemed sufficient for this purpose.”).

⁹ The Bureau has specifically stated that an applicant must demonstrate that an STA is necessary “due to circumstances beyond its control.” *See Public Notice*, DA 87-1311 (September 25, 1987).

¹⁰ Inmarsat has claimed that the Commission has “long recognized” that an STA is justified any time an application has been pending for a long period of time. In fact, this Commission policy applies only to

Inmarsat and Thrane & Thrane also make unsupported claims regarding how BGAN service could potentially serve as a “powerful tool” for first responders and relief workers. *Thrane & Thrane Reply* at 2. Inmarsat and Thrane & Thrane, however, offer no evidence that first responders and relief works are actually using BGAN terminals in the United States today. If unsupported claims regarding *theoretical* users are sufficient to support grant of an STA, then there is no limit to what will justify grant of an STA in the future.

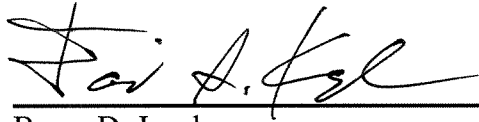
Moreover, as MSV explained in its Comments, MSV is providing critical services today to actual first responders and relief workers. *MSV Comments* at 2-4. As numerous public safety users have explained in letters to the Commission, renewal of the BGAN STAs comes at the expense of increased interference to the services MSV provides today to substantial numbers of federal, state, and local first responders and relief workers.¹¹ MSV urges the Bureau to protect

“routine” earth station applications. *See Amendment of Part 25 of the Commission's Rules, First Report and Order*, 6 FCC Rcd 2806, ¶ 27 (May 21, 1991). The pending BGAN applications are far from “routine,” given the harmful interference and international coordination issues raised. Moreover, the pending BGAN applications are the first applications to seek access to the foreign-licensed Inmarsat 4F2 satellite in the United States. As such, these applications are more than routine “earth station” applications because they present the Bureau with its first opportunity to consider the technical and policy issues presented by the operation of Inmarsat’s new foreign-licensed satellite in the United States. As such, these applications are as much *satellite* applications as they are earth station applications. *See Amendment of the Commission's Regulatory Policies To Allow Non-U.S.-Licensed Space Stations To Provide Domestic and International Satellite Service in the United States, Report and Order*, IB Docket No. 96-111, 12 FCC Rcd 24094 (1997) (“*DISCO II*”), at ¶¶ 189-190.

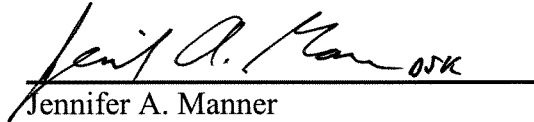
¹¹ *See* Letter from Commonwealth of Kentucky’s Division of Emergency Management to Ms. Marlene H. Dortch, FCC, File No. SES-LFS-20050826-01175 et al (July 24, 2006); Letter from Southwest Texas Regional Advisory Council for Trauma to Ms. Marlene H. Dortch, FCC, File No. SES-LFS-20050826-01175 et al (July 17, 2006); Letter from Mississippi Senator Merle Flowers to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 24, 2006); Letter from Bolivar County (MS) Emergency Management Agency to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 24, 2006); Letter from City of Orlando Emergency Management to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 24, 2006); Letter from Collier (FL) County Government to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 26, 2006); Letter from Alliance to Save Florida’s Trauma Care to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 24, 2006); Letter from Hernando County (FL) Emergency Management to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (June 12, 2006); Letter from Santa Rosa County (FL) Division of Emergency Management to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (June 15, 2006); Letter from Charles Barbour,

the existing and reliable services MSV currently provides to public safety users by terminating the BGAN STAs effective November 30, 2006, rather than sacrificing these critical services for the sake of Inmarsat's business plans.

Respectfully submitted,



Bruce D. Jacobs
David S. Konczal
**PILLSBURY WINTHROP
SHAW PITTMAN LLP**
2300 N Street, NW
Washington, DC 20037-1128
(202) 663-8000



Jennifer A. Manner
Vice President, Regulatory Affairs
**MOBILE SATELLITE VENTURES
SUBSIDIARY LLC**
10802 Parkridge Boulevard
Reston, Virginia 20191
(703) 390-2700

Dated: November 21, 2006

Supervisor, Hinds County (MS) to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 26, 2006); Letter from Blue Cross and Blue Shield of Florida to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 23, 2006); Letter from Hinds County (MS) Sheriff's Department to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 23, 2006); Letter from Community Development Leagues of America, Inc. to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 25, 2006); Letter from Seminole County (FL) Department of Information Technologies to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (June 8, 2006); Letter from Florida Department of Agriculture and Consumer Services to Chairman Kevin J. Martin, FCC, File No. SES-LFS-20050826-01175 et al (May 24, 2006).

Exhibit A

Table of Contents

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-

Table of Contents

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

Table of Contents

	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.

Table of Contents

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 21st day of November 2006, I served a true copy of the foregoing by first-class United States mail, postage prepaid, upon the following:

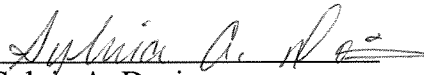
Henrik Norrelykke
Thrane & Thrane Airtime Ltd.
509 Viking Drive
Suites K, L & M
Virginia Beach, VA 23452

Eric Fishman
Holland & Knight LLP
2099 Pennsylvania Avenue, NW
Suite 100
Washington, DC 20006

Counsel for Thrane & Thrane Airtime Ltd.

Diane J. Cornell
Vice President, Government Affairs
Inmarsat, Inc.
1100 Wilson Blvd, Suite 1425
Arlington, VA 22209

John P. Janka
Jeffrey A. Marks
Latham & Watkins LLP
555 Eleventh Street, N.W.
Suite 1000
Washington, DC 20004


Sylvia A. Davis