

From: Clay DeCell
Sent: Thursday, April 06, 2017 11:08 AM
To: Jeanette Spriggs <Jeanette.Spriggs@fcc.gov>
Subject: RE: Telesat pro forma transfer of control

The notice of consummation came in the application narratives themselves.

As described below, because of an oversight, prior FCC consent **for this transaction, which took place January 1, 2017**, was not obtained.

From: Jeanette Spriggs
Sent: Thursday, April 06, 2017 10:48 AM
To: Clay DeCell <Clay.DeCell@fcc.gov>
Cc: Jeanette Spriggs <Jeanette.Spriggs@fcc.gov>
Subject: RE: Telesat pro forma transfer of control

Do we have a copy of the 1.65 letter of notification of consummation.

From: Clay DeCell
Sent: Wednesday, April 05, 2017 5:04 PM
To: Jeanette Spriggs <Jeanette.Spriggs@fcc.gov>
Subject: RE: Telesat pro forma transfer of control

Jeanette,

This is another one of those cases where the consummation came before the filing of the applications. IBFS will not accept such an earlier consummation date if input by the applicant.

For the granted applications, could we note the consummation date in IBFS as January 1, 2017?

Thanks.

From: Karl Kensinger
Sent: Wednesday, March 29, 2017 5:45 PM
To: Jeanette Spriggs <Jeanette.Spriggs@fcc.gov>; Clay DeCell <Clay.DeCell@fcc.gov>
Subject: RE: Telesat pro forma transfer of control

They need to pay their fees. And yes, you can include the “without prejudice” condition.

From: Jeanette Spriggs
Sent: Wednesday, March 29, 2017 2:48 PM
To: Karl Kensinger <Karl.Kensinger@fcc.gov>; Clay DeCell <Clay.DeCell@fcc.gov>
Subject: RE: Telesat pro forma transfer of control

There is no fee for this filing SAT-T/C-20170322-00055 Skynet Satellite Corporation Do we want to grant anyway. Also, are we attaching the enforcement condition on all of these.

Jeanette

From: Karl Kensinger
Sent: Wednesday, March 29, 2017 10:30 AM
To: Clay DeCell <Clay.DeCell@fcc.gov>
Cc: Jeanette Spriggs <Jeanette.Spriggs@fcc.gov>
Subject: RE: Telesat pro forma transfer of control

Jeanette,

The T/C files listed below are OK to grant.

No action required on the PPL and LOI files.

Thanks to you both.

Karl

From: Clay DeCell
Sent: Tuesday, March 28, 2017 10:52 AM
To: Karl Kensinger <Karl.Kensinger@fcc.gov>
Cc: Jeanette Spriggs <Jeanette.Spriggs@fcc.gov>
Subject: RE: Telesat pro forma transfer of control

Karl,

Telesat underwent a corporate restructuring on January 1, 2017, during which two wholly owned subsidiaries were removed from up the ownership chain.

Telesat has belatedly filed a space station application, earth station applications, Permitted List transfer notifications, and a 1.65 letter to reflect the consummated pro forma transaction for its various licensee subsidiaries.

The file numbers are below. I've reviewed and think the space station and earth station applications are OK to grant, and could have the usual condition that they are without prejudice to any future enforcement action.

I don't think any action is required on the 1.65 letter.

The Permitted List transfer notifications also look fine, except that they were filed as letters in the existing IBFS grant files for the satellites, rather than as a new PPL file. When we have gotten pro forma Permitted List transfers in the past, they have come in as a new file.

I'm not sure that a new file and Form 312 are absolutely required for the Permitted List transfers, as section 25.137(g) just requires a notification. Also, there is no grantee name change that needs to be processed in IBFS (as it's a transfer, not assignment). The Order adopting 25.137(g) doesn't talk about pro formas, either, but we have received some. (Not sure how many we *haven't* received.)

That said, I'm happy to ask Joe to file PPLs for the Permitted List transfers, or to just note the letter filings in an informative PN and indicate that the records have been updated.

Space and Earth Station Files (OK to grant)

SAT-T/C-20170322-00055 Skynet Satellite Corporation
SES-T/C-20170322-00331 Telesat Network Services, Inc.
SES-T/C-20170322-00332 Telesat
SES-T/C-20170322-00333 Telesat
SES-T/C-20170322-00334 Telesat Network Services, Inc.
SES-T/C-20170322-00335 Skynet Satellite Corporation

Permitted List Transfer Files (OK, may need separate PPL files)

SAT-PPL-20110112-00012 Telesat Brasil Capacidade de Satelites Ltda.
SAT-PPL-20050504-00094, SAT-PPL-20041004-00194, SAT-PPL-20110630-00123 Telesat Canada
SAT-PPL-20160225-00020 Telesat International Limited

1.65 Letter File (No action required)

SAT-LOI-20161115-00108 Telesat Canada

From: Joseph A. Godles [<mailto:JGodles@g2w2.com>]

Sent: Thursday, March 23, 2017 10:15 AM

To: Clay DeCell <Clay.DeCell@fcc.gov>

Subject: Telesat pro forma transfer of control

Attached are copies of the filings submitted by Telesat and affiliated companies related to the pro forma transfer of control. Thanks again for your assistance in this matter.

Joe