

EXHIBIT F
(QUESTION 43 and SCHEDULE A, ITEM 21)

DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

This and another contemporaneously filed application collectively seek the Commission’s consent to transfer control of TrustComm, Inc., a Texas corporation (“TrustComm”) and its three non-common carrier satellite earth station authorizations -- E010295, E000361, and E050044 -- to OneWeb Holdings LLC, a New York limited liability company (“OneWeb Holdings”). All of TrustComm’s issued and outstanding capital stock is currently owned by TrustComm Holdings, Inc., a Delaware corporation (“TrustComm Holdings”). Through the proposed transaction, TrustComm Holdings proposes to sell all the capital stock of TrustComm, a provider of secure, innovative satellite communications applications and wireless technologies globally to government and enterprises, to OneWeb Holdings, which thus will become the sole stockholder and controlling entity of TrustComm.

OneWeb Holdings is an indirect wholly owned subsidiary of OneWeb Holdings Ltd., a private limited company organized under the laws of England and Wales. OneWeb is currently building a constellation of low earth orbit (“LEO”) satellites to provide businesses, telecom operators, and governments with high speed, low-latency internet connectivity. As recently as last year, the Commission found OneWeb entities qualified to control Commission licenses. Specifically, the Commission granted U.S. market access to a OneWeb entity for its LEO broadband satellite system and authorizations for associated earth stations,¹ as well as approved a recent reorganization of OneWeb.²

The other requisites for determining that the transaction is consistent with the public interest, convenience, and necessity are also satisfied. The proposed transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission’s rules. And there are no public interest harms, whether through a diminution of competition or otherwise. In particular, the transaction raises no issue under the foreign ownership provision of Section 310(b) of the Communications Act since no broadcast, aeronautical, or common carrier licenses are involved, and a referral for Executive branch review would be unprecedented in a transaction involving non-common carrier satellite earth stations that did not include a Section 310(b) petition.³ The applicants thus ask the Commission to grant the applications expeditiously and without conditions.

¹ *WorldVu Satellites Limited, Debtor-In-Possession, Petition for Declaratory Ruling Granting Access to the U.S. Market for the OneWeb Non-Geostationary Satellite Orbit Fixed -Satellite Service V-Band System*, Order and Declaratory Ruling, 35 FCC Rcd 10150 (2020).

² *Application Granted for Assignment and Transfer of Control by WorldVu Satellites Limited, Debtor-in-Possession*, Public Notice, 35 FCC Rcd 11996 (2020).

³ *Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, Report and Order, 35 FCC Rcd 10927 (2020) (“[W]e have not previously referred applications for satellite earth station licenses to the Executive Branch because most of the stations are authorized on a non-common carrier basis, and thus the foreign ownership provisions of section 310(b) do not apply. . . . We do not find any basis in the record to change this practice. . . . [W]e adopt the Commission’s proposal to refer broadcast or common carrier wireless applications only if the applicant is required to seek a section 310(b) foreign ownership ruling.”).