



PUBLIC NOTICE

Federal Communications Commission
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DA 14-532
April 22, 2014

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF LIVETV, LLC FROM JETBLUE AIRWAYS CORPORATION TO THALES HOLDING CORPORATION

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 14-63

Comments Due: May 6, 2014

Reply Comments Due: May 13, 2014

On April 8, 2014, JetBlue Airways Corporation (JetBlue) and Thales Holding Corporation (Thales Holding) (collectively, Applicants), filed an application pursuant to section 63.03 of the Commission's rules¹ to transfer control of LiveTV, LLC (LiveTV) from JetBlue to Thales Holding.

LiveTV provides live in-flight entertainment and connectivity systems for commercial airlines. LiveTV is a wholly owned subsidiary of JetBlue. JetBlue offers telecommunications services through LiveTV's LiveAero service offerings. JetBlue owns one hundred percent of the equity of LiveTV. The current ten percent or greater interest holders of Jet Blue are Deutsche Lufthansa AG (16 percent interest), a German corporation, and Wellington Management Company, LLP (12 percent interest), a U.S. entity.

Thales Holding, through its subsidiaries, offers services within the U.S. in five industry sectors: aerospace, space, ground transportation, defense, and security. Neither Thales Holding, nor any of its affiliates, offers domestic telecommunications services in the United States. Thales Holding is a wholly owned subsidiary of Thales USA, Inc. Thales USA, Inc. is a wholly owned subsidiary of Thales SA, a French corporation. The only two ten percent or greater interest holders of Thales SA are TSA SA (37 percent voting interest) and Dassault Aviation, S.A. (29 percent voting interest), both French entities. TSA SA is wholly owned by France. Dassault Aviation, S.A. is held by the following French corporations: Groupe Industriel Marcel Dassault (51 percent interest)² and Airbus Group (46 percent interest). Applicants state that no other entities hold a ten percent or greater interest in Thales Holding.

¹ 47 C.F.R § 63.03; *see* 47 U.S.C. § 214. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. On April 15, 2014, Applicants filed a supplement to their application.

² Serge Dassault is the Chief Executive Officer and Chairman of GIMD.

On March 31, 2014, Thales Avionics, Inc. (Thales Avionics), a wholly owned subsidiary of Thales Holding, and JetBlue entered into a purchase agreement pursuant to which Thales Avionics agreed to acquire JetBlue's one hundred percent ownership interest in LiveTV in exchange for approximately \$400,000,000 in cash. Shortly after the transaction, Thales Avionics assigned its rights and obligations under the purchase agreement to Thales Holding. After consummation of the proposed transaction, LiveTV will become a wholly owned subsidiary of Thales Holding. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.³

Domestic Section 214 Application Filed for the Transfer of Control of LiveTV, LLC, WC Docket No. 14-63 (filed Apr. 8, 2014).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before May 6, 2014**, and reply comments **on or before May 13, 2014**. Pursuant to section 63.52 of the Commission's rules, 47 C.F.R. § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding using the Commission's Electronic Comment Filing System (ECFS): <http://fjallfoss.fcc.gov/ecfs2/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Myrva.Charles, Competition Policy Division, Wireline Competition Bureau, myrva.charles@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (tty).

The proceeding in this Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's ex parte rules. Persons making ex parte presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral ex parte presentations are reminded that memoranda summarizing the presentation must (1) list all

³ 47 C.F.R. § 63.03(b)(2)(i).

persons attending or otherwise participating in the meeting at which the ex parte presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter's written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during ex parte meetings are deemed to be written ex parte presentations and must be filed consistent with rule 1.1206(b), 47 C.F.R. § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's ex parte rules.

For further information, please contact Myrva Charles at (202) 418-1506 or Dennis Johnson at (202) 418-0809.

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