



PUBLIC NOTICE

Federal Communications Commission
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DA 21-1200

Released: September 24, 2021

APPLICATIONS FILED FOR ASSIGNMENT AND TRANSFER OF CONTROL BY INTELSAT S.A., AS DEBTOR-IN-POSSESSION

Pleading Cycle Established

IB Docket No. 21-375

Comments Due: October 25, 2021

Reply Comments Due: November 4, 2021

By this Public Notice, the International Bureau, Wireless Telecommunications Bureau, and Office of Engineering and Technology seek comment from interested parties on applications filed by Intelsat S.A., as debtor-in-possession (Intelsat DIP), and New TopCo S.A. (New Intelsat) (together, the Applicants),¹ pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended,² for Commission consent to the assignment and transfer of control of authorizations that would occur under a planned reorganization of Intelsat DIP and its emergence from Chapter 11 bankruptcy.

Intelsat DIP is one of the world's largest satellite-service providers.³ It offers voice, video, and data services to customers including media companies, Internet service providers, and the U.S. government using its network of satellites, earth stations, and other connectivity infrastructure.⁴

On May 13, 2020, Intelsat DIP and several of its subsidiaries, including Commission license holders, commenced voluntary cases under Chapter 11 of the U.S. Bankruptcy Code.⁵ On August 24, 2021, Intelsat DIP filed a plan of restructuring with the bankruptcy court.⁶ The restructuring plan would repay secured debt obligations using a new financing facility and convert approximately \$8 billion of unsecured funded debt to equity interests, leaving approximately \$7.125 billion of funded debt and a revolving credit facility with up to \$500 million of availability.⁷

¹ See Application for Assignment of Authorizations held by Intelsat License, as debtor-in-possession, Narrative, IBFS File No. SAT-ASG-20210826-00117 (filed Aug. 26, 2021) (Application). The full list of applications subject to this Public Notice is set forth in the Attachment.

² See 47 U.S.C. §§ 214, 310(d); see also 47 CFR §§ 1.948(c), 5.79, 25.119, 25.137(g), 63.24.

³ See Application at 1.

⁴ See *id.*

⁵ *Id.*; see also, e.g., IBFS File No. SAT-ASG-20200522-00048.

⁶ Application at 2.

⁷ *Id.*

Intelsat DIP plans to emerge from bankruptcy with a new ultimate parent company, New Intelsat, a Luxembourg company that would be privately held by the creditors receiving equity in New Intelsat as a result of the restructuring plan.⁸ Pacific Investment Management Company LLC (PIMCO), a Delaware limited liability company serving as the investment advisor for its managed funds, would indirectly hold approximately 32.8% of the voting and equity interests in New Intelsat.⁹ The ultimate parent of PIMCO is Allianz SE, a German company.¹⁰ Other than companies in the PIMCO ownership chain, the Applicants expect that no other shareholder would directly or indirectly hold 10% or more of the voting or equity interests in New Intelsat.¹¹

The Applicants argue that grant of the Application would serve the public interest, convenience, and necessity.¹² They assert that grant would not violate any statute or Commission rule, would not result in competitive harm, and would not raise issues in the areas of national security, law enforcement, foreign policy, or trade policy.¹³ The Applicants contend that grant would provide New Intelsat with a new capital structure that would help reduce its debt and allow for continued service to customers.¹⁴

Referral to Executive Branch Agencies. Through this Public Notice, pursuant to Commission practice, the applications set out in the Attachment are being referred to the relevant Executive Branch agencies for their views on any national security, law enforcement, foreign policy, or trade policy concerns related to the foreign ownership of the Applicants.¹⁵

GENERAL INFORMATION

The applications identified herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies.

Interested parties may file comments **on or before October 25, 2021**, and reply comments **on or before November 4, 2021**. Comments may be filed in the docket using the Commission's Electronic Comment Filing System (ECFS) or by paper.

- Electronic Filers: Comments may be filed electronically by accessing ECFS at <http://apps.fcc.gov/ecfs/>.

⁸ *Id.*

⁹ *Id.*

¹⁰ *Id.*

¹¹ *Id.*

¹² *See id.* at 3-6.

¹³ *Id.* at 4.

¹⁴ *Id.*

¹⁵ We find no reason to accept the Applicants' request to not refer the applications to the Executive Branch agencies or to grant the applications pending future completion of Executive Branch review. *See* Application at 5-6. As stated in the *Executive Branch Review Order*, we commonly refer international section 214 transfer of control applications with reportable foreign ownership and related applications. *See Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, Report and Order, 35 FCC Rcd 10927, 10935-36, para. 24 (2020) (*Executive Branch Review Order*); Erratum (Appendix B — Final Rules), DA 20-1404 (OMD/IB rel. Nov. 27, 2020); *see id.* at 10935, para. 24 (“[u]nder the rules we adopt today, we will continue to refer applications for international section 214 authorizations and submarine cable landing licenses, as well as applications to assign, transfer control of or modify those authorizations and licenses, where the applicant has reportable foreign ownership. . . . In addition, we will refer, at the Commission’s discretion, all associated applications.”).

- *Paper Filers*: Parties who choose to file by paper must file an original and one copy of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.
 - Filings can be sent by commercial overnight courier or by first-class or overnight U.S. Postal Service mail.¹⁶ All filings must be addressed to the Commission’s Secretary, Office of the Secretary, Federal Communications Commission.
 - Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9050 Junction Drive, Annapolis Junction, MD 20701. U.S. Postal Service first-class, Express, and Priority mail must be addressed to 45 L Street, NE, Washington, DC 20554.

People with Disabilities: We ask that requests for accommodations be made as soon as possible in order to allow the agency to satisfy such requests whenever possible. Send an email to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530.

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 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 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

To allow the Commission to consider fully all substantive issues regarding the application in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.¹⁷ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, contact Clay DeCell, International Bureau, (202) 418-0803.

¹⁶ Effective March 19, 2020, and until further notice, the Commission no longer accepts any hand or messenger delivered filings. This is a temporary measure taken to help protect the health and safety of individuals, and to mitigate the transmission of COVID-19. See *FCC Announces Closure of FCC Headquarters Open Window and Change in Hand-Delivery Policy*, Public Notice, DA 20-304 (Mar. 19, 2020), <https://www.fcc.gov/document/fcc-closes-headquarters-open-window-and-changes-hand-delivery-policy>.

¹⁷ See 47 CFR § 1.45(c).

ATTACHMENT**Part 5 – Experimental Licenses**

| <u>File Number</u> | <u>Licensee</u> | <u>Call Sign</u> |
|--------------------|---|------------------|
| 0013-EX-AU-2021 | Intelsat License LLC | WL2XTQ |
| 0014-EX-AU-2021 | Intelsat US LLC, as debtor-in-possession | WL2XHT |
| 0032-EX-TU-2021 | Intelsat Inflight Licenses LLC | WF2XMC |

Part 25 – Space Station Licenses

| <u>File Number</u> | <u>Licensee</u> | <u>Lead Call Sign</u> |
|------------------------|--|-----------------------|
| SAT-ASG-20210826-00117 | Intelsat License LLC, as debtor-in-possession | S2154 |
| SAT-ASG-20210827-00118 | Intelsat License LLC, as debtor-in-possession | S2385 |
| SAT-T/C-20210826-00114 | Horizons-3 License LLC | S2947 |

Part 25 – Space Station Market Access Grants

| <u>File Number</u> | <u>Grantee</u> | <u>Call Sign</u> |
|------------------------|--|------------------|
| SAT-MPL-20210826-00113 | Horizons-1 Satellite LLC | S2475 |
| SAT-MPL-20210826-00115 | Intelsat License LLC, as debtor-in-possession | S3058 |
| SAT-MPL-20210826-00116 | Intelsat License LLC, as debtor-in-possession | S2592 |

Part 25 – Earth Station Licenses

| <u>File Number</u> | <u>Licensee</u> | <u>Lead Call Sign</u> |
|------------------------|--|-----------------------|
| SES-ASG-20210907-01540 | Intelsat License LLC, as debtor-in-possession | E050169 |
| SES-ASG-20210907-01541 | Intelsat License LLC, as debtor-in-possession | E000049 |
| SES-ASG-20210907-01542 | Intelsat License LLC, as debtor-in-possession | E070234 |

| | | |
|------------------------|--------------------------------|---------|
| SES-T/C-20210827-01539 | Intelsat Inflight Licenses LLC | E120106 |
| SES-T/C-20210827-01543 | Intelsat Inflight Licenses LLC | E150104 |

Part 25 – Earth Station Receive-Only Registrations

| <u>File Number</u> | <u>Registrant</u> | <u>Lead Call Sign</u> |
|------------------------|--|-----------------------|
| SES-ASG-20210826-01513 | Intelsat License LLC, as debtor-in-possession | E010334 |

Part 63 – International Section 214 Authorization

The application for consent to the transfer of control of an international section 214 authorization has been assigned the file number listed below.

| <u>File Number</u> | <u>Authorization Holder</u> | <u>Authorization Number</u> |
|------------------------|--|-----------------------------|
| ITC-T/C-20210907-00131 | Intelsat General Communications LLC | ITC-MOD-20050329- 00170 |

Part 90 – Private Land Mobile Radio License

| <u>File Number</u> | <u>Licensee</u> | <u>Call Sign</u> |
|--------------------|--|------------------|
| 0009684601 | Intelsat License LLC, as debtor-in-possession | WQSW724 |

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