

Description of the Transaction and Public Interest Statement

By this application, Hughes Satellite Systems Corporation (“Hughes”) and its indirect subsidiary Hughes Network Systems, LLC (“HNS”) request Commission consent to (1) the involuntary *pro forma* transfer of control of HNS from Hughes to Hughes Satellite Systems Corporation, Debtor-in-Possession (“Hughes DIP”), and (2) the involuntary *pro forma* assignment of the space station licenses with call signs S2753, S2834, and S3017 from HNS to Hughes Network Systems, LLC, Debtor-in-Possession (“HNS DIP”).

On August 2, 2026, Hughes and HNS, along with certain other Hughes subsidiaries, submitted voluntary petitions for protection under Chapter 11 of the U.S. Bankruptcy Code in the U.S. Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”) to facilitate a financial and operational reorganization. This reorganization will allow Hughes and HNS to address their maturing secured and unsecured debt, strengthen their capital structure, and accelerate their ongoing transformation into an enterprise, government, and defense-focused business, while continuing to serve customers. Hughes and HNS plan to use the tools of Chapter 11 reorganization to facilitate a path forward that best serves their customers and obligations to existing creditors.

As a result of the reorganization, and in accordance with the U.S. Bankruptcy Code, both Hughes and HNS are currently operating as debtors-in-possession under supervision of the Bankruptcy Court. A copy of the HNS Chapter 11 petition is included as Attachment 1 to this exhibit. Other documents related to the bankruptcy proceeding are available at <https://dm.epiq11.com/hughessatellite>.

Under the Commission’s rules, policies, and precedent, the designation of HNS as a debtor-in-possession has resulted in an involuntary *pro forma* assignment of its licenses and authorizations to HNS DIP, including the space station licenses that are the subject of this application.¹ In addition, because HNS is an indirect, wholly-owned subsidiary of Hughes, the designation of Hughes as a debtor-in-possession also has resulted in the involuntary *pro forma* transfer of control of HNS from Hughes to Hughes DIP. In the event of such involuntary *pro forma* transfers of control and assignments, Hughes and HNS must file applications with the Commission seeking after-the-fact consent within a specified amount of time, which varies by

¹ See 47 C.F.R. § 5.79; 47 C.F.R. § 1.948(c), (g); 47 C.F.R. § 25.119(d); 47 C.F.R. § 63.24(g); see also *Caesars Entertainment Corp. Holding Various Licenses in the Wireless Radio Services, Order*, 35 FCC Rcd. 6961, 6965 ¶ 6 (2020) (“[P]ursuant to the [bankruptcy order], the Debtors closed all transactions approved by the court’s order and were converted into debtors-in-possession by operation of law.”); Public Notice, *Global Crossing Ltd., GC Acquisition Ltd. Seek FCC Consent to Transfer Control of Subsidiaries Holding Submarine Cable Landing Licenses, Wireless Licenses and Section 214 Authorizations*, 17 FCC Rcd. 17206, 17212 n.2 (2002) (“Following the Chapter 11 filings, the Global Crossing subsidiaries that hold FCC licenses assigned their respective licenses on a *pro forma* basis to themselves as debtors-in-possession.”).

license type.² This application concerns the transfer of control over, and assignment of, HNS's space station licenses.

This application qualifies for involuntary *pro forma* treatment. It involves no change in the ownership or control of Hughes or HNS other than as a result of the designation of each as a debtor-in-possession.³ In addition, the ownership structures and officers and directors of Hughes and HNS remain unchanged following the filing of the bankruptcy petitions, subject to the jurisdiction and oversight of the Bankruptcy Court.

Swift approval of this application is in the public interest. Hughes and HNS commenced voluntary Chapter 11 proceedings to restructure their debt, strengthen their financial position, and resolve claims against them, and the involuntary *pro forma* assignment of HNS's licenses to HNS DIP merely reflects the change in legal status required under bankruptcy law. As stated, the transaction will not result in any change in the ultimate control, ownership, or management of either Hughes or HNS, and operations will continue uninterrupted.

² See 47 C.F.R. § 1.948(g) (30 days to submit application for an involuntary transfer or assignment of authorizations in the Wireless Radio Services); 47 C.F.R. § 25.119(d) (10 days to submit application for an involuntary transfer or assignment of Part 25 authorizations); 47 C.F.R. § 63.24(g) (60 days to submit application for an involuntary transfer or assignment of equipment authorizations); 47 CFR § 5.79 (requiring Commission consent for the transfer of control over, or assignment of, an experimental authorization).

³ See Cumulus Licensing LLC (Assignor) & Cumulus Licensing Holding Co. II LLC (Assignee) for Consent to Pro Forma Assignment of Licenses Radio License, *Memorandum Opinion and Order*, 39 FCC Rcd. 4108, 4113 ¶ 9 (2024) (finding grant of *pro forma* assignments to be in the public interest, in part because “the Applications are for pro forma assignments to effect a planned corporate reorganization and restructuring of Cumulus's debt, and as such they do not involve a substantial change in ownership or control.”); Public Notice, Domestic Section 214 Application Filed for the Transfer of Control of Tricom USA, Inc. (DIP), 25 FCC Rcd. 447 (2010) (“Because the bankruptcy filing did not change the beneficial ownership, control or management of the Authorization, it was transferred to Tricom DIP on a pro forma basis.”); Public Notice, Wireless Telecommunications Bureau Grants Applications for Assignment of Licenses to Worldcom, Inc. and Its Subsidiaries as Debtors in Possession, 17 FCC Rcd. 24530, 24530 (2002) (noting that such *pro forma* assignments “result[] merely in a change in the status in which the licensee holds its licenses – from [licensee] to [licensee] as Debtor-in-Possession” and do not “change the beneficial ownership, control or management of the Authorization”).

ATTACHMENT 1
Hughes Network Systems, LLC Chapter 11 Petition