Milbank March 2013

A monthly round-up of space industry developments for the information of our clients and friends.

# Intelsat Senior Notes Offering

On March 20, Intelsat S.A. announced that its subsidiary Intelsat (Luxembourg) S.A. (Intelsat Luxembourg) priced \$3.5b aggregate principal amount of senior notes, consisting of \$500m principal amount of 6.75% notes due 2018, \$2b principal amount of 7.75% notes due 2021 and \$1b principal amount of 8.125% notes due 2023, in each case at an offering price of 100%. Intelsat (Luxembourg) S.A. intends to use the net proceeds from the offering to redeem all approximately \$2.5b aggregate principal amount of its outstanding 11½ /12½ Senior PIK Election Notes due 2017 and roughly \$755m aggregate principal amount of its outstanding 111/4% Senior Notes due 2017 as well as for general corporate purposes and fees and expenses. In a separate statement, on March 12, Intelsat S.A. announced a reduction in the proposed size of its planned initial public offering from \$1.75b to \$750m.

#### March Launch Services Orders

March 4 – Australia's **NBN Co Ltd** (NBN) and Arianespace S.A. announced a \$300m agreement for the launch of two NBN satellites, each on an Ariane 5 launch vehicle, in 2015. The satellites, both currently being manufactured by Space Systems/Loral, Inc., will provide high-speed broadband service to users in Australia's rural areas and overseas territories. March 18 – Sea Launch AG and EchoStar Satellite Services L.L.C. (EchoStar) announced an agreement for the launch of an undesignated EchoStar satellite on a Zenit-3SL launch vehicle in 2015. March 18 - Arianespace S.A. and Intelsat S.A. (Intelsat) announced an agreement for the launches of three Intelsat satellites, each on an Ariane 5 launch vehicle, by the end of 2017. The missions will include launches of Intelsat's two announced *Epic<sup>NG</sup>* highthroughput satellites, designed as a complementary overlay to Intelsat's FSS network to support enterprise, mobility, video, government and wireless and fixed telecommunications applications that require a broadband infrastructure.

March 28 – International Launch Services and Intelsat S.A. announced an agreement for two firm future launch missions on the **Proton** launch vehicle. Additional terms were not disclosed.

2013 - Milbank, Tweed, Hadley & McCloy LLP.

# SES Inaugural U.S. Bond Offering

On March 26, **SES S.A.** (SES) announced the pricing for its first ever Rule 144A bond offering, consisting of \$1b aggregate principal amount of senior unsecured notes divided between \$750m principal amount of 3.6% notes due 2023 at an offering price of 99.518% and \$250m principal amount of 5.3% notes due 2043 at an offering price of 99.213%. SES plans to use the net proceeds from the offering to refinance its existing debt and for general corporate purposes.

# **March Satellite Orders**

On March 21, *Hughes Network Systems, LLC*, a wholly-owned subsidiary of *EchoStar Corporation*, announced that it has selected *Space Systems/Loral, Inc.* (SS/L) to manufacture the *Jupiter™ 2/EchoStar XIX* satellite, to be based on SS/L's *1300* platform and equipped with a large multi-spot beam all Ka-band payload. Expected to be launched in mid-2016, the new satellite will be the highest capacity broadband satellite ever built and will be used to satisfy increasing demand in North America for the *HughesNet*® high-speed broadband service.

### **March Launch Services**

On March 27, International Launch Services successfully launched the Satmex 8 satellite for Satélites Mexicanos S.A. de C.V. on a Proton Breeze M launch vehicle. Manufactured by Space Systems/Loral, Inc. based on its 1300 platform, Satmex 8 is equipped with 40 Ku- and 24 C-band transponders and will replace Satmex 5 to provide enhanced video, broadband, cellular backhaul and distance learning services to customers throughout the Americas from the 116.8°W orbital slot.

#### Thales & ISS Universum Joint Venture

On February 28, *Thales Alenia Space* (Thales) of France and Italy and *ISS Reshetnev* (ISS) of Russia announced the establishment of *Universum Space Technologies* (Universum), a joint venture company majority-owned by ISS and based in Krasnoyarsk, Russia. The near-term goal of Universum is to compete for contracts for Russian government satellites expected to be ordered in the next few years. In the long term, Thales and ISS hope to expand Universum's operations by supplementing its domestic business with satellite orders from abroad.

Space Smart®

BEIJING
FRANKFURT
HONG KONG
LONDON
LOS ANGELES
MUNICH
NEW YORK
SÃO PAULO
SINGAPORE
TOKYO
WASHINGTON DC

To learn about Milbank's Space Business Practice, or view previous issues of the Space Business Review, please visit www.milbank.com. The information contained herein is provided for informational purposes only and should not be construed as legal advice on any subject matter. Recipients of this publication should not take or refrain from taking any action based upon content included herein. If you do not wish to receive this newsletter, please send an e-mail to MilbankSBG@milbank.com with the word "unsubscribe" in the subject line. ATTORNEY ADVERTISING. Prior results do not guarantee similar results.