



# PUBLIC NOTICE

Federal Communications Commission  
445 12<sup>th</sup> St., S.W.  
Washington, D.C. 20554

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## MEDIA BUREAU ACTION

### SIRIUS SATELLITE RADIO INC. AND XM SATELLITE RADIO HOLDINGS INC. SEEK APPROVAL TO TRANSFER CONTROL OF FCC AUTHORIZATIONS AND LICENSES

MB Docket No. 07-57

### PLEADING CYCLE ESTABLISHED

**Comments/Petitions Due: July 9, 2007**

**Responses/Oppositions Due: July 24, 2007**

On March 20, 2007, Sirius Satellite Radio Inc. ("Sirius") and XM Satellite Radio Holdings Inc. ("XM") (collectively, the "Applicants") submitted applications seeking consent to transfer control of Commission licenses and authorizations held by Sirius, XM, and their subsidiaries pursuant to Section 310(d) of the Communications Act of 1934, as amended.<sup>1</sup> Under the proposed transaction and pursuant to an Agreement and Plan of Merger dated February 19, 2007, a wholly owned subsidiary of Sirius, Vernon Merger Corporation, will be merged with and into XM, with XM being the surviving entity of this subsidiary merger.<sup>2</sup> The surviving entity will be controlled by a new Board of Directors, selected by both Sirius and XM, and its equity ownership will be represented equally by former shareholders of XM and Sirius prior to the merger.

#### GENERAL INFORMATION

The Consolidated Application for approval of the transfer of control of the licenses and authorizations referenced herein, upon initial review, has been accepted 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, regulations, or policies.

<sup>1</sup> See 47 U.S.C. § 310(d); *Applications of XM Satellite Radio Holdings Inc., Transferor, and Sirius Satellite Radio Inc., Transferee, For Consent to Transfer Control*, MB Docket No. 07-57 (filed March 20, 2007) (collectively, the "Consolidated Application"). On March 29, 2007, the Commission released a public notice designating this proceeding as "permit but disclose" for purposes of the Commission's *ex parte* rules. See *XM Satellite Radio Holdings, Inc. and Sirius Satellite Radio, Inc. Seek Approval To Transfer Control Of Licensee Entities Holding FCC Licenses and Other Authorizations*, DA 07-1435, MB Docket No. 07-57 (rel. Mar. 29, 2007).

<sup>2</sup> A complete list of the licenses and authorizations held by Sirius and XM that are subject to the Consolidated Application is set forth in the Attachment.

Interested parties must file petitions to deny, comments, or informal comments no later than July 9, 2007. Persons that do not file petitions to deny may not seek reconsideration of the Commission's decision regarding the transfer of the licenses at issue nor appeal a final decision to the courts but may otherwise participate in the proceeding. Responses or oppositions to such submissions must be filed no later than July 24, 2007. All filings concerning matters referenced in this Public Notice should refer to **MB Docket No. 07-57**, as well as the specific file numbers of the individual applications or other matters to which the filings pertain (unless a filing pertains to all applications).

Under the Commission's current procedures for the submission of filings and other documents, submissions in this matter may be filed electronically (*i.e.*, through ECFS) or by hand delivery to the Commission's Massachusetts Avenue location noted below.

- **Electronic Filers:** Comments may be filed electronically using the Internet by accessing the ECFS: <http://www.fcc.gov/cgb/ecfs/>. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and **MB Docket No. 07-57**. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to [ecfs@fcc.gov](mailto:ecfs@fcc.gov), and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.
- **Paper Filers:** Parties who choose to file by paper must file an original and four copies of each filing.

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

- The Commission's contractor will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, NE, Suite 110, Washington, DC 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building.
- Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743.
- U.S. Postal Service first-class, Express, and Priority mail must be addressed to 445 12<sup>th</sup> Street, SW, Washington, DC 20554.
- **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](mailto:fcc504@fcc.gov) or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

**In addition, one copy of each submission must be sent to each of the following:**

1. The Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12<sup>th</sup> Street, S.W., Room CY-B402, Washington, DC 20554, telephone 1-800-378-3160, or via e-mail at [www.bcpweb.com](http://www.bcpweb.com);

2. Rosemary C. Harold, Media Bureau, Room 3-C486; e-mail Rosemary.Harold@fcc.gov;<sup>3</sup>
3. Tracy Waldon, Media Bureau, Room 3-C488; e-mail Tracy.Waldon@fcc.gov;
4. Royce Sherlock, Media Bureau, Room 2-C360; e-mail Royce.Sherlock@fcc.gov;
5. Jim Bird, Office of General Counsel, Room 8-C824; e-mail Jim.Bird@fcc.gov;
6. Gardner Foster, International Bureau, Room 6-C477; e-mail Gardner.Foster@fcc.gov;
7. Marilyn Simon, International Bureau, Room 6-A633; e-mail Marilyn.Simon@fcc.gov;
8. Marcia Glauber, Media Bureau, Room 2-C264; e-mail Marcia.Glauber@fcc.gov;
9. Amy Brett, Media Bureau, Room 2-C134; e-mail Amy.Brett@fcc.gov;
10. Erin McGrath, Wireless Bureau, Room 6338 (Portals I); e-mail Erin.McGrath@fcc.gov.

Copies of the Consolidated Application and any subsequently filed documents in this matter may be obtained from Best Copy and Printing, Inc., Portals II, 445 12<sup>th</sup> Street, SW, Room CY-B402, Washington, D.C. 20554, telephone 1-800-378-3160, or via-e-mail [www.bcpweb.com](http://www.bcpweb.com). The Consolidated Application and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12<sup>th</sup> Street, S.W., Room CY-A257, Washington, D.C. 20554. These materials are also available electronically through the Commission's ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>. Additional information regarding the transaction will be available on the FCC's Office of General Counsel's website, <http://www.fcc.gov/ogc>, which will contain a fully indexed, unofficial listing and electronic copies of all materials in this Docket.

For further information, contact Rosemary C. Harold, (202) 418-2533, Royce Sherlock, (202) 418-7030, or Marcia Glauber, (202) 418-7046, of the Media Bureau. Press inquiries should be directed to Mary Diamond, (202) 418-2388. TTY: (202) 418-7172 or (888) 835-5322.

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<sup>3</sup> The street address for all Commission staff is 445 12<sup>th</sup> Street, S.W., Washington, D.C. 20554.

## ATTACHMENT

The Consolidated Application filed by XM and Sirius includes applications pertaining to the Commission authorizations and licenses listed below. They are separated below by the type of authorization or license, and, within each category, listed by licensee/registrant name, application file number, call sign, and/or other service-specific information, as appropriate. Interested parties should refer to the Consolidated Application for a more detailed listing of the authorizations or licenses. Each of the Applicants' subsidiaries or affiliates may hold multiple authorizations or licenses of a particular type. Parties should be aware that additional applications may have to be filed to identify any additional authorizations involved in this transaction.

### Part 25 – Satellite Communications

<u>File No.</u>	<u>Licensee/Registrant</u>	<u>Call Sign(s)</u>
<b>Satellite Space Stations</b>		
SAT-T/C-20070320-00054	XM Radio, Inc.	S2118 S2119 S2616 S2617 <sup>4</sup>
SAT-T/C-20070320-00053	Satellite CD Radio, Inc.	S2105 <sup>5</sup>
<b>Satellite Earth Stations</b>		
SES-T/C-20070320-00380	XM Radio, Inc.	E000158 E000724 E040204
SES-T/C-20070320-00379	Sirius Satellite Radio, Inc.	E040363 E060276 E060277 E990291

<sup>4</sup> The following applications for special temporary authority (either pending or in effect) to operate terrestrial repeaters are associated with the XM Radio Inc. space stations: SAT-STA-20070222-00037; SAT-STA-20070222-00036; SAT-STA-20070205-00026; SAT-STA-20061211-00147; SAT-STA-20061114-00138; SAT-STA-20061013-00120; SAT-STA-20061013-00119; SAT-STA-20061002-00114; SAT-STA-20050712-00145; SAT-STA-20050601-00113; SAT-STA-20050307-00056; SAT-STA-20031219-00373; SAT-STA-20031112-00371; SAT-STA-20030409-00076; SAT-STA-20030325-00056; SAT-STA-20020815-00153; SAT-STA-20020311-00049; SAT-STA-20010712-00063; and SAT-STA-20070330-00059.

<sup>5</sup> The following applications for special temporary authority (either pending or in effect) to operate terrestrial repeaters are associated with the Satellite CD Radio, Inc. space stations: SAT-STA-20070327-00057; SAT-STA-20061208-00146; SAT-STA-20061207-00145; SAT-STA-20061107-00135; SAT-STA-20061107-00133; SAT-STA-20061107-00132; SAT-STA-20061107-00131; SAT-STA-20061013-00122; SAT-STA-20061013-00121; SAT-STA-20060623-00067; SAT-STA-20050601-00114; SAT-STA-20050301-00053; SAT-STA-20040623-00122; SAT-STA-20040623-00119; SAT-STA-20031106-00370; SAT-STA-20030411-00075; SAT-STA-20020222-00028; SAT-STA-20031219-00369; SAT-STA-20020312-00048; SAT-STA-20020827-00162; SAT-STA-20020827-00248; SAT-STA-20030827-00299; SAT-STA-20020312-00029; and SAT-STA-20010724-00064.

**Part 90- Wireless License**

**File No.**

**Licensee**

**Call Sign**

0002948781

Sirius Satellite Radio Inc.

WPTX369

**Part 5- Experimental License**

**File No.**

**Licensee**

**Call Sign**

004-EX-TC-2007

XM Radio, Inc.

WB2XCA XD