

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C 36, AS AMENDED**

**APPLICATION OF LIGHTSQUARED LP
UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT
ACT*, R.S.C. 1985, c. C 36, AS AMENDED**

**AND IN THE MATTER OF CERTAIN PROCEEDINGS TAKEN IN THE
UNITED STATES BANKRUPTCY COURT WITH RESPECT TO
LIGHTSQUARED INC., LIGHTSQUARED INVESTORS HOLDINGS INC., ONE
DOT FOUR CORP., ONE DOT SIX CORP., SKYTERRA ROLLUP LLC,
SKYTERRA ROLLUP SUB LLC, SKYTERRA INVESTORS LLC, TMI
COMMUNICATIONS DELAWARE, LIMITED PARTNERSHIP,
LIGHTSQUARED GP INC., LIGHTSQUARED LP, ATC TECHNOLOGIES,
LLC, LIGHTSQUARED CORP., LIGHTSQUARED FINANCE CO.,
LIGHTSQUARED NETWORK LLC, LIGHTSQUARED INC. OF VIRGINIA,
LIGHTSQUARED SUBSIDIARY LLC, LIGHTSQUARED BERMUDA LTD.,
SKYTERRA HOLDINGS (CANADA) INC., SKYTERRA (CANADA) INC. AND
ONE DOT SIX TVCC CORP. (COLLECTIVELY, THE "CHAPTER 11
DEBTORS")**

FIFTH REPORT OF THE INFORMATION OFFICER

**ALVAREZ & MARSAL CANADA INC.
March 5, 2013**

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INTRODUCTION

1. On May 14, 2012 (the “**Petition Date**”), LightSquared LP (“**LSLP**” or the “**Applicant**”), LightSquared Inc. and various of their affiliates (collectively, “**LightSquared**” or the “**Chapter 11 Debtors**”), commenced voluntary reorganization cases (the “**Chapter 11 Cases**”) in the United States Bankruptcy Court for the Southern District of New York (the “**U.S. Bankruptcy Court**”) by each filing a voluntary petition for relief under chapter 11 of title 11 of the *United States Code*, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”).
2. On the Petition Date, the Chapter 11 Debtors filed various motions for interim and/or final orders (the “**First Day Motions**”) in the Chapter 11 Cases to permit the Chapter 11 Debtors to continue to operate their businesses in the ordinary course. Also, on the Petition Date, the Applicant, as the proposed Foreign Representative, commenced these proceedings (the “**CCAA Recognition Proceedings**”), by notice of application returnable before this Honourable Court (the “**Canadian Court**”) pursuant to Part IV of the *Companies’ Creditors Arrangement Act* (the “**CCAA**”).
3. On May 15, 2012, the Honourable Justice Morawetz granted an order in these proceedings providing certain interim relief to the Chapter 11 Debtors (the “**Interim Initial Order**”), including a stay of proceedings in respect of the Chapter 11 Debtors, the property and business of the Chapter 11 Debtors and the directors and officers of the Chapter 11 Debtors.
4. On May 15, 2012 and May 16, 2012, the U.S. Bankruptcy Court entered various “first day” orders, including an interim order authorizing LSLP to act as the foreign representative on behalf of the Chapter 11 Debtors’ estates (the “**Foreign Representative**”).
5. On May 18, 2012, the Honourable Justice Morawetz granted an initial recognition order in these proceedings (the “**Initial Recognition Order**”), which among other things: (i) recognized LSLP as the “foreign representative” of the Chapter 11 Debtors;

(ii) declared the Chapter 11 Cases to be a “foreign main proceeding” pursuant to Part IV of the CCAA; and (iii) stayed all proceedings against the Chapter 11 Debtors.

6. On May 18, 2012, the Honourable Justice Morawetz also granted a supplemental order in these proceedings (the “**Supplemental Order**”), which among other things: (i) appointed Alvarez and Marsal Canada Inc. (“**A&M Canada**”) as Information Officer (the “**Information Officer**”) in these proceedings; (ii) stayed all claims and proceedings in respect of the Chapter 11 Debtors, the property and business of the Chapter 11 Debtors and the directors and officers of the Chapter 11 Debtors; (iii) granted a super-priority charge over the Chapter 11 Debtors’ property, in favour of the Information Officer and its counsel, as security for their professional fees and disbursements incurred in respect of these proceedings; and (iv) recognized and gave full force and effect in Canada to the following orders entered by the U.S. Bankruptcy Court:

- a. Order Directing Joint Administration of Related Chapter 11 Cases;
- b. Interim Order Authorizing LightSquared LP To Act as Foreign Representative Pursuant to 11 U.S.C. § 1505;
- c. Interim Order (A) Authorizing Debtors To (I) Continue Using Existing Cash Management Systems, Bank Accounts and Business Forms and (II) Continue Intercompany Transactions, (B) Providing Postpetition Intercompany Claims Administrative Expense Priority, (C) Authorizing Debtors’ Banks To Honor All Related Payment Requests, (D) Waiving Investment Guidelines of Sections 345(b) of Bankruptcy Code and (E) Scheduling a Final Hearing;
- d. Interim Order (A) Authorizing, But Not Directing, Debtors To (I) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (II) Pay and Honor Employee Benefits, (III) Continue Employee Benefits Programs and (B) Authorizing and Directing Financial Institutions To Honor All Related Checks and Electronic Payment Requests and (IV) Scheduling a Final Hearing;

- e. Interim Order (A) Authorizing, But Not Directing, (I) Continuation of Debtors' Insurance Policies and (II) Payment of Certain Obligations in Respect Thereof and (B) Authorizing and Directing Financial Institutions To Honor All Related Checks and Electronic Payment Requests;
 - f. Interim Order (A) Authorizing, But Not Directing, Debtors To Pay Taxes and Fees, (B) Authorizing and Directing Financial Institutions To Honor All Related Checks and Electronic Payment Requests and (C) Scheduling a Final Hearing;
 - g. Interim Order Authorizing Restrictions on Certain Transfers of Interests and Claims in the Debtors and Establishing Notification Procedures Relating Thereto Pursuant to Sections 105(a) and 362 of the Bankruptcy Code; and
 - h. Order Authorizing and Approving the Employment and Retention of Kurtzman Carson Consultants LLC as Claims and Noticing Agent for Debtors and Debtors In Possession.
7. On June 4, 11 and 13, 2012, the U.S. Bankruptcy Court entered various orders in the Chapter 11 Cases, including the "Final Order Authorizing LightSquared LP To Act as Foreign Representative Pursuant to 11 U.S.C. § 1505" (the "**Final Foreign Representative Order**").
8. On June 14, 2012, on a motion brought by the Applicant, the Canadian Court granted an order (the "**June 14th Order**") recognizing the following orders entered by the U.S. Bankruptcy Court:
- a. Final Foreign Representative Order;
 - b. Order Authorizing Restrictions on Certain Transfers of Interests and Claims in the Debtors and Establishing Notification Procedures Relating Thereto Pursuant to Sections 105(a) and 362 of the Bankruptcy Code;

- c. Order Determining Adequate Assurance of Payment for Future Utility Services;
- d. Agreed Final Order (A) Authorizing Debtors To Use Cash Collateral, (B) Granting Adequate Protection To Prepetition Secured Parties, and (C) Modifying Automatic Stay (the “**Cash Collateral Order**”);
- e. Final Order (A) Authorizing Debtors To (I) Continue Using Existing Cash Management Systems, Bank Accounts and Business Forms and (II) Continue Intercompany Transactions, (B) Providing Postpetition Intercompany Claims Administrative Expense Priority, (C) Authorizing Debtors’ Banks To Honor All Related Payment Requests, (D) Waiving Investment Guidelines of Sections 345(b) of Bankruptcy Code;
- f. Final Order (A) Authorizing, But Not Directing, Debtors To (I) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (II) Pay and Honor Employee Benefits, (III) Continue Employee Benefits Programs and (B) Authorizing and Directing Financial Institutions To Honor All Related Checks and Electronic Payment Requests;
- g. Final Order (A) Authorizing, But Not Directing, (I) Continuation of Debtors’ Insurance Policies and (II) Payment of Certain Obligations in Respect Thereof and (B) Authorizing and Directing Financial Institutions To Honor All Related Checks and Electronic Payment Requests; and
- h. Final Order (A) Authorizing, But Not Directing, Debtors To Pay Taxes and Fees and (B) Authorizing and Directing Financial Institutions To Honor All Related Checks and Electronic Payment Requests.

9. In connection with the June 14th Order, the Information Officer filed its First Report to the Canadian Court on June 12, 2012. The June 14th Order also approved the First Report and the activities of the Information Officer described therein.

10. The Cash Collateral Order entered by the U.S. Bankruptcy Court on June 13, 2012 and recognized by the Canadian Court on June 14, 2012 pursuant to the June 14th Order was in a form significantly amended from the draft version of the order served by the Applicant in these proceedings on June 7, 2012. In order to provide the Canadian Court with information regarding the key changes between the draft and final versions of the Cash Collateral Order, the Honourable Mr. Justice Morawetz requested that the Information Officer file a supplemental report with the Canadian Court detailing the changes. In response to such request, on June 22, 2012, the Information Officer issued and filed the supplemental report to the First Report (the “**Supplemental Report**”).

11. On August 21, 2012, on a motion brought by the Applicant, the Canadian Court granted an order (the “**August 21st Order**”) recognizing the following orders of the U.S. Bankruptcy Court:
 - a. Order Granting LightSquared’s Motion for Order Approving Expedited Procedures for Sale, Transfer, and/or Abandonment of De Minimis Assets (the “**De Minimis Order**”); and

 - b. Order Pursuant to 11 U.S.C. § 502(b)(9) and Fed. R. Bankr. P. 2002 and 3003(c)(3) Establishing Deadlines for Filing Proofs of Claim and Procedures Relating Thereto and Approving Form and Manner of Notice Thereof (the “**Bar Date Order**”).

12. In connection with the August 21st Order, the Information Officer filed its Second Report to the Canadian Court on August 15, 2012 (the “**Second Report**”). The August 21st Order also approved the Supplemental Report, the Second Report and the activities of the Information Officer described therein.

13. In the three months following the Second Report, the Applicant did not seek the Canadian Court's recognition of any orders of the U.S. Bankruptcy Court. On November 14, 2012, the Information Officer served and subsequently filed its Third Report to the Canadian Court dated November 14, 2012 (the "**Third Report**") pursuant to paragraph 12 (b) of the Supplemental Order, which states that the Information Officer is required to report to this Court at least once every three months with respect to the status of these proceedings and the status of the Foreign Proceedings, which reports may include information relating to the Property, the Business, or such other matters that may be relevant to the CCAA Recognition Proceedings (the "**Status Update Requirement**"). The Third Report (without exhibits) is attached hereto as "**Exhibit A**".
14. The Third Report provided the Court with information on certain notable orders and motions, including:
- a. an order extending the initial 120-day period for LightSquared to assume or reject its unexpired leases by an additional 90-days to and including December 10, 2012 (the "**Extension Order**");
 - b. an agreed order extending LightSquared's exclusive period to file a chapter 11 plan to and including January 31, 2013 and exclusive period in which it can solicit acceptances of the chapter 11 plan to and including April 1, 2013 (the "**Exclusivity Order**");
 - c. the Final DIP Order authorizing One Dot Six Corp. (the "**DIP Borrower**") to obtain, and LightSquared Inc., One Dot Four Corp., and One Dot Six TVCC Corp., together with the DIP Borrower, to unconditionally guaranty jointly and severally the DIP Borrower's obligations in respect of secured, priming, superpriority postpetition financing pursuant to the terms and conditions of the Debtor in Possession Credit Agreement; and

- d. a motion filed by the ad hoc secured group of Prepetition LP Lenders (the “**Ad Hoc Secured Group**”) with the U.S. Bankruptcy Court (the “**Standing Motion**”) seeking authority to proceed on behalf of the estates to bring claims challenging the validity and extent of the Prepetition Inc. Lenders’ claims and liens relating to the Prepetition Inc. Facility.

15. In the three months following the Third Report, the Applicant did not seek the Canadian Court’s recognition of any orders of the U.S. Bankruptcy Court. On February 15, 2013, the Information Officer served and subsequently filed its fourth Report to the Canadian Court dated February 15, 2013 (the “**Fourth Report**”) in compliance with the Status Update Requirement. The Fourth Report is attached hereto as “**Exhibit B**”.

16. The Fourth Report provided the Court with information on certain notable orders and notices, including:
 - a. an order further extending the time period for LightSquared to assume or reject certain of its unexpired leases of nonresidential real property and rejecting all of LightSquared’s other unexpired leases of nonresidential real property not assumed or for which the time to assume has not been extended. Depending on the particular lease the time period was extended to (i) March 10, 2013, (ii) June 10, 2013, or (iii) the date of confirmation of a plan of reorganization under chapter 11 of the U.S. Bankruptcy Code in these Chapter 11 Cases (the “**Second Extension Order**”);

 - b. an order (the “**Second Exclusivity Order**”) further extending LightSquared’s exclusive periods to both file a chapter 11 plan and to solicit acceptances thereof to and including July 15, 2013, at which time such exclusive period will terminate unless the Ad Hoc Secured Group, MAST and the U.S. Bank consent to the Chapter 11 Debtors filing a motion seeking a further extension of its exclusive periods. The Second Exclusivity Order approved a stipulation

(the “**Stipulation**”) that, among other things, permits LightSquared to use the Prepetition LP Lenders’ and Prepetition Inc. Lenders’ cash collateral through and including December 31, 2013 on substantially similar terms as those contained in the Cash Collateral Order and waives certain future technical defaults under the Final DIP Order and DIP Agreement and contemplates certain amendments of the DIP Agreement to provide additional borrowings and extend the maturity of the DIP facility to December 31, 2013; and

- c. Notice of amendment to the DIP Agreement with respect to certain definitions, financial covenants, milestones and funding dates contained in the DIP Agreement.

PURPOSE OF THIS REPORT

17. On March 1, 2013, the Foreign Representative served a Motion Record including a Notice of Motion returnable on March 8, 2013 in these proceedings (the “**March 8 Motion**”).
18. The purpose of this fifth report of the Information Officer (the “**Fifth Report**”) is to provide the Canadian Court with information relating to the March 8 Motion including:
 - a. The Foreign Representative’s request for recognition by the Canadian Court of the Second Exclusivity Order and Amended Cash Collateral Order (defined below);
 - b. The Foreign Representative’s request for recognition by the Canadian Court of the Sprint Order (defined below); and
 - c. The activities of the Information Officer since the date of the Fourth Report.
19. In preparing this Fifth Report, A&M Canada has relied on information and documents provided by the Foreign Representative, the Chapter 11 Debtors and their

counsel. A&M Canada has not audited, reviewed or otherwise attempted to independently verify the accuracy or completeness of this information. Accordingly, A&M Canada expresses no opinion or other form of assurance on the information contained herein or relied on in its preparation.

20. All terms not otherwise defined in this Fifth Report have the meanings ascribed to them in the Chapter 11 Cases.

21. Unless otherwise stated, all monetary amounts contained herein are expressed in United States dollars.

SECOND EXCLUSIVITY ORDER AND AMENDED CASH COLLATERAL ORDER

22. As reported in the Fourth Report, on February 13, 2013, the U.S. Bankruptcy Court entered the Second Exclusivity Order which also approved the Stipulation. The Stipulation provided for the Cash Collateral Order to be amended to permit the Chapter 11 Debtors to use the Prepetition LP Lenders' and Prepetition Inc. Lenders' cash collateral through and including December 31, 2013 on substantially similar terms as set forth in the Cash Collateral Order.

23. On February 19, 2013, the U.S. Bankruptcy Court gave effect to these agreed amendments, entering an Amended Agreed Final Order (A) Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate Protection To Prepetition Secured Parties, And (C) Modifying Automatic Stay (the "**Amended Cash Collateral Order**").

24. In support of the March 8 Motion, the Foreign Representative has served an affidavit of Elizabeth Creary sworn March 1, 2013 (the "**Creary Affidavit**"). At paragraph 19 thereof, the affiant states that:

[t]he Foreign Representative is of the view that recognition of the Exclusivity Order and the Amended Cash Collateral Order by the Canadian Court is appropriate and necessary for the protection of the

Chapter 11 Debtors' property and the interest of their creditors for the following reasons:

- a. The Chapter 11 Cases are large and complex and the prior exclusive periods did not provide sufficient time to properly pursue the objectives of a Chapter 11 reorganization. In addition to continuing the regulatory efforts discussed below, the Chapter 11 Debtors need additional time to evaluate the universe and amount of claims asserted against the Chapter 11 Debtors in order to formulate a chapter 11 plan and prepare a disclosure statement containing adequate information for solicitation purposes;
- b. Since the commencement of the Chapter 11 Cases, the Chapter 11 Debtors have made significant progress on the regulatory problems facing the Chapter 11 Debtors and have put a comprehensive regulatory solution before the government agencies for consideration. The Chapter 11 Debtors believe that extending the exclusive periods to allow discussions with the government agencies regarding the deployment of the Chapter 11 Debtors' 4G LTE terrestrial wireless network to continue represents the path most likely to lead towards a value maximizing reorganization. Further certainty regarding the outcome of these discussions will not only expand the Chapter 11 Debtors' options generally, including the ability to find sources of financing, but it will also significantly enhance the Chapter 11 Debtors' ability to formulate a confirmable plan or reorganization or sales process, that maximizes the value of the estates. The termination of the exclusive periods could potentially have been value-destructive, as it could have significantly undermined, if not completely halted, the progress that Chapter 11 Debtors have made to date with the relevant government agencies by introducing delays and uncertainty;
- c. Since the commencement of the Chapter 11 Cases, the Chapter 11 Debtors have also made significant progress on operational matters, consistently remaining under budget and paying post-petition amounts as they come due. The Chapter 11 Debtors will continue to meet their obligations as they come due and that they will have liquidity into the fourth quarter of 2013, which should provide the Chapter 11 Debtors with more than sufficient time and opportunity to conduct a sales process and/or craft an alternative resolution of the Chapter 11 Cases if same is necessary;
- d. The Chapter 11 Debtors did not seek the extension of the exclusive periods to pressure creditors or to artificially delay the conclusion of the Chapter 11 Cases and no constituent is prejudiced by the

extensions. Wireless spectrum is not a wasting asset and all stakeholders in the Chapter 11 Cases will continue to have ample opportunity to assess the Chapter 11 Debtors' progress on its regulatory discussions and reorganization efforts;

- e. All of the Chapter 11 Debtors' stakeholders have been kept fully informed of all progress, both regulatory and operational, on a regular basis; and
- f. Termination of the exclusive periods before a regulatory ruling could give rise to the threat of multiple plans. Competing plans would lead to a contentious chapter 11 plan confirmation process and result in increased administration expenses and decreased returns to stakeholders.

25. The Information Officer has reviewed the Creary Affidavit and the exhibits thereto including the Second Exclusivity Order and the Amended Cash Collateral Order and notes the following:

- a. the Second Exclusivity Order was granted by the U.S. Bankruptcy Court after review of fulsome motion materials served on notice and after the hearing was continued several times to allow for discussion among the interested parties including the development of the Stipulation;
- b. the Creary Affidavit and the motion material found at Exhibit "B" thereto describe evidently constructive efforts by the Chapter 11 Debtors to resolve the regulatory hurdles to the deployment of their 4G LTE terrestrial wireless network while also effecting cash saving operational changes during these proceedings;
- c. the Stipulation sets out the terms on which the key parties have agreed to work towards a consensual plan of reorganization in a time frame that may allow for a resolution of the regulatory matters that triggered filing of the Chapter 11 Cases;

- d. paragraphs 7 and 8 are redacted from the Stipulation for the reasons provided in paragraph 9 thereof, as incorporated into the Second Exclusivity Order as entered by the U.S. Bankruptcy Court;
 - e. the Information Officer has neither requested nor been provided with an unredacted version of the Stipulation as it is of the view that since the Foreign Representative is seeking recognition of the Second Exclusivity Order as entered by the U.S. Bankruptcy Court the Canadian Court is not being asked to comment or rule in any way on the redacted paragraphs thereof;
 - f. the Second Exclusivity Order, among other things, established the pre-conditions for the Amended Cash Collateral Order to go on consent; and
 - g. a blackline comparing the Amended Cash Collateral Order to the Cash Collateral Order is found at Exhibit “E” to the Creary Affidavit and the blackline shows amendments that are consistent with those required to reflect the extended time frame and other terms described in the Creary Affidavit.
26. Recognition by this Court had not been sought for previous exclusivity orders. However, as noted previously in this Fifth Report, the Cash Collateral Order was granted recognition on June 14, 2012. The connection between the Second Exclusivity Order and the Amended Cash Collateral Order has been set out above.

SPRINT ORDER

27. On February 27, 2013, the U.S. Bankruptcy Court entered an Order, Pursuant to Section 105(a) Of Bankruptcy Code And Bankruptcy Rules 6006, 9014, And 9019, (A) Approving Settlement Agreement Regarding Sprint Claims under Master Services Agreement And (B) Authorizing Any And All Actions Necessary to Consummate Settlement Agreement (the “**Sprint Order**”).

28. Under the Master Services Agreement, SprintCom, Inc. (“**Sprint**”) agreed to design, deploy, operate, manage and maintain a terrestrial broadband mobile network that would utilize the Chapter 11 Debtors’ spectrum to provide 4G wireless service throughout the United States. Sprint elected to unwind the Master Services Agreement on March 16, 2012.

29. Subsequent to the unwinding of the Master Services Agreement and in the context of the Chapter 11 Cases, Sprint and its affiliate Sprint Nextel, filed three claims against the Chapter 11 Debtors in the Chapter 11 Cases; one priority claim for services rendered and two contingent, unliquidated, secured claims related to the termination and unwinding of the Master Services Agreement, Sprint claiming the obligations outstanding under the Master Services Agreement to be secured by a second priority security interest in the Prepetition LP Collateral (the “**Bankruptcy Claims**”).

30. The Sprint Order:

- a. Approved and authorized the Chapter 11 Debtors entering into the Settlement Agreement and authorized the Chapter 11 Debtors to take any and all actions reasonably necessary to consummate and perform any and all obligations contemplated in the Settlement Agreement;
- b. Deemed the Bankruptcy Claims to be disallowed and expunged them from the claims register; and
- c. Terminated the “Sprint Second Lien Security Documents” and deemed released the Second Lien of the Collateral Trustee.

31. At paragraph 26 of the Creary Affidavit the affiant states that:

[t]he Foreign Representative is of the view that recognition of the Sprint Order by the Canadian Court is appropriate and necessary for the protection of the Chapter 11 Debtors’ property and the interest of their creditors for the following reasons:

- a. The parties engaged in extensive, good faith, arm's length negotiations to arrive at the Settlement Agreement;
- b. The Settlement Agreement reflects the sound business judgment of the Chapter 11 Debtors after considering the possibility of successfully objecting to the Bankruptcy Claims and pursuing the potential claims of the Chapter 11 Debtors against Sprint;
- c. The consideration received by the Chapter 11 Debtors under the Settlement Agreement represents a fair and equitable settlement as it relates to the Chapter 11 Debtors and falls well within the range of reasonableness;
- d. The consideration received includes a termination of all secured liens held by Sprint against the Prepetition LP Collateral;
- e. To litigate the matters at issue between the Chapter 11 Debtors and Sprint would be costly and the Settlement Agreement fully, finally and forever resolves, discharges and settles the litigation regarding the Bankruptcy Claims and the Chapter 11 Debtors' potential claims against Sprint, without further expense;
- f. The Settlement Agreement provides certainty, enabling the Chapter 11 Debtors to achieve a final result immediately without the added expense, delay and risk associated with litigation;
- g. The Settlement Agreement is in the best interests of the Chapter 11 Debtors and their stakeholders. It resolves some of the largest disputed claims against the Chapter 11 Debtors and therefore provides predictability with respect to the claims pool in anticipation of a confirmation of a plan. With no future outlay of cash or litigation costs and a payment received by the Chapter 11 Debtors it also preserves value and improves liquidity; and
- h. The releases contemplated under the Settlement Agreement are appropriate in the context.

32. The Information Officer has reviewed the Creary Affidavit and the exhibits thereto including the Sprint Order and notes that in addition to resolving significant litigation against the Chapter 11 Debtors including the Canadian Debtors, the settlement approved by the Sprint Order terminates liens asserted by Sprint against the Prepetition LP Collateral which included assets of the Canadian Debtors.

ACTIVITIES OF THE INFORMATION OFFICER


33. The activities of the Information Officer since the date of our Fourth Report have included:
- a. Reviewing and monitoring the materials filed in the Chapter 11 Cases and discussions with its counsel, Goodmans LLP (“**Goodmans**”), regarding same;
 - b. Reviewing the draft materials for this Recognition Motion, discussions with Goodmans and provision of comments regarding same;
 - c. Updating the Information Officer’s website at www.amcanadadocs.com/lightsquared to make available copies of the Fourth Report; and
 - d. Preparing this Fifth Report and discussions with Goodmans regarding same.
34. The Applicant is seeking approval of the Third Report, the Fourth Report, this Fifth Report and the activities of the Information Officer set out in each of these reports in respect of this proceeding.

RECOMMENDATION

35. Based on its review of the materials as described in this Report, the Information Officer understands that the Foreign Orders sought to be recognized in the Recognition Motion are necessary for the protection of the Chapter 11 Debtors’ property and the interest of their creditors and were granted by the U.S. Bankruptcy Court after due deliberation.
36. Based on the foregoing, the Information Officer respectfully recommends that this Honourable Court grant the relief sought by the Foreign Representative in the Recognition Motion.

ALL OF WHICH IS RESPECTFULLY SUBMITTED at Toronto, Ontario this 5th day of March, 2013.

ALVAREZ & MARSAL CANADA INC.
in its capacity as the Information Officer of
LightSquared LP and not in its personal or corporate capacity

Per: 
John J. Walker