

**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")**

**TWENTIETH REPORT OF THE INFORMATION OFFICER**

**ALVAREZ & MARSAL CANADA INC.**

**August 21, 2014**

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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 (as he then was) 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 & 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 certain orders entered by the U.S. Bankruptcy Court including the following:

- 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; and
- 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.

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 14<sup>th</sup> Order**”) recognizing certain orders entered by the U.S. Bankruptcy Court including the following:

- a. Final Foreign Representative Order;
- b. Order Determining Adequate Assurance of Payment for Future Utility Services;
- c. 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**”); and
- d. 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, and (D) Waiving Investment Guidelines of Sections 345(b) of Bankruptcy Code.

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

10. Throughout these Chapter 11 Cases, the LP Obligors have been funding their businesses through the use of Prepetition LP Collateral, including Cash Collateral (as such term is defined in section 363 of the Bankruptcy Code (the “**Cash Collateral**”)) and the proceeds of debtor-in-possession financing (“**DIP Financing**”). On August 6, 2014, on a motion brought by the

Applicant, the Canadian Court granted an order (the “**August 6<sup>th</sup> Order**”) recognizing the Fifth Replacement LP DIP Order and the Ninth Amended Cash Collateral Order (each defined below) which provide DIP Financing to the LP Obligors through August 31, 2014.

11. In connection with the August 6<sup>th</sup> Order, the Information Officer filed its Nineteenth Report to the Canadian Court dated August 5, 2014 (the “**Nineteenth Report**”). Due to the necessarily short amount of time between the service of the Nineteenth Report and the return of the August 6<sup>th</sup> Recognition Motion, it was agreed that the Foreign Representative would not seek approval of the Nineteenth Report until the return of its next motion.

12. Additional background discussing the Canadian proceedings after June, 2012 can be found in **Appendix “A”** attached to this report.

## **PURPOSE OF THIS REPORT**

13. On August 20, 2014, the Foreign Representative served a Motion Record in these proceedings, including a Notice of Motion returnable on August 26, 2014 (the “**August 26<sup>th</sup> Motion**” or the “**Recognition Motion**”). The Motion Record includes an affidavit of Elizabeth Creary sworn on August 20, 2014 (the “**Creary Affidavit**”).

14. The purpose of this twentieth report of the Information Officer (the “**Twentieth Report**”) is to provide the Canadian Court with information concerning the Chapter 11 Cases, including:

- a. the Foreign Representative’s request for recognition by the Canadian Court of the following orders (the “**Foreign Orders**”):
  - i. Order (A) Conditionally Approving Specific Disclosure Statements, (B) Approving Solicitation and Notice Procedures In Connection With Voting On Certain Chapter 11 Plans, (C) Approving Form of

Ballot and Notices in Connection Therewith, (D) Scheduling Certain Dates and Deadlines in Connection with Confirmation of All Competing Chapter 11 Plans, and (E) Granting Related Relief (the “**Disclosure and Solicitation Order**”);

ii. Order Scheduling Certain Hearing Dates and Establishing Deadlines In Connection With Chapter 11 Plan Process (the “**Joint Plan Confirmation Schedule Order**”); and

b. information concerning the activities of the Information Officer since the date of the Nineteenth Report (the “**Activities Report**”).

15. The limitations in this paragraph do not apply to the Activities Report in this Twentieth Report. In preparing this Twentieth Report, A&M Canada, in its limited capacity as Information Officer, has relied upon documents filed with the Court in these proceedings, documents filed in the Chapter 11 Cases and other information made available to it by the Foreign Representative, the Chapter 11 Debtors and their respective counsel (the “**Parties**”), as appropriate (collectively, the “**Information**”). Based on its limited review and limited interaction with the Parties to date, nothing has come to A&M Canada’s attention that would cause it to question the reasonableness of the Information presented herein. However, to the extent that this Twentieth Report contains any financial information of the Chapter 11 Debtors (“**Financial Information**”), A&M Canada has not audited, reviewed or otherwise attempted to independently verify the accuracy or completeness of the Financial Information. Accordingly, A&M Canada expresses no opinion or other form of assurance in respect of the Financial Information.

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

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

## DISCLOSURE AND SOLICITATION ORDER

### Background

18. As previously reported to the Canadian Court in our Tenth Report, the Chapter 11 Debtors filed a general disclosure statement with the U.S. Bankruptcy Court on August 29, 2013 (the “**General Disclosure Statement**”). The General Disclosure Statement provides information on the Chapter 11 Debtors and the Chapter 11 Cases and is intended to apply to all plans filed in the Chapter 11 Cases. In late August 2013, the Chapter 11 Debtors, Harbinger Capital Partners, LLC (“**Harbinger**”), the ad hoc secured group of LightSquared LP Lenders, exclusive of SP Special Opportunities, LLC (the “**Ad Hoc Secured Group**”) and U.S. Bank National Association (“**U.S. Bank**”) together with MAST Capital Management LLC (on behalf of itself and its management funds and accounts) (“**MAST**”), each filed individual chapter 11 plans and specific disclosure statements and along with corresponding motions seeking approval from the U.S. Bankruptcy Court of the adequacy of their respective specific disclosure statements.

19. While an order approving the General Disclosure Statement and the several specific disclosure statements (the “**Disclosure Statement Order**”) was entered by the U.S. Bankruptcy Court on October 10, 2013 and recognized by the Canadian Court on October 17, 2013, none of the competing plans were subsequently confirmed. The Disclosure Statement Order included approval of solicitation and notice procedures.

### New Chapter 11 Plans

20. On August 7, 2014, the Chapter 11 Debtors and the Ad Hoc Secured Group filed a *Joint Plan Pursuant to Chapter 11 of Bankruptcy Code Proposed by Debtors and Ad Hoc Secured Group of LightSquared LP Lenders* (the “**Joint Plan**”) and a specific disclosure statement related thereto.



21. On August 11, 2014, Harbinger filed *Harbinger Capital Partners LLC's Joint Plan of Reorganization for the Inc. Debtors Pursuant to Chapter 11 of the Bankruptcy Code* (the “**Harbinger Plan**” and, together with the Joint Plan, the “**New Plans**”) and on August 12, 2014, Harbinger filed a specific disclosure statement related to the Harbinger Plan. The specific disclosure statements for the New Plans are collectively referred to herein as the “**Specific Disclosure Statements**”.

22. U.S. Bank and MAST advised the Chapter 11 Debtors that they intend to seek confirmation of the *First Amended Chapter 11 Plan for One Dot Six Corp. Proposed by U.S. Bank National Association and MAST Capital Management, LLC* which was filed on January 21, 2014.

23. On August 11, 2014, a status conference was held before the Honorable Shelley C. Chapman, United States Bankruptcy Judge for the U.S. Bankruptcy Court. The Information Officer and its counsel attended this hearing by conference call. After hearing representations from various parties as to scheduling issues and the lack of consensus among them on any one plan, Judge Chapman stated that she would: (a) conditionally approve the Specific Disclosure Statements for purposes of solicitation; (b) consider final approval of the Specific Disclosure Statements contemporaneously with her consideration of the confirmation of the New Plans; and (c) be expecting the parties to agree on, and file, a revised schedule, including a confirmation hearing beginning on October 20, 2014, shortly thereafter.

24. Judge Chapman also confirmed that no separate hearing would take place to assess the adequacy of the respective Specific Disclosure Statements, but that such approval would be considered concurrently with the confirmation proceedings.

25. A draft of the Disclosure and Solicitation Order was presented to the U.S. Bankruptcy Court on consent of all the parties in the Chapter 11 Cases on August 19, 2014. The Disclosure and Solicitation Order was entered by the U.S. Bankruptcy Court that same day.

26. In summary, the Disclosure and Solicitation Order (i) incorporates by reference the terms of and relief granted in the Disclosure Statement Order (including the approval of solicitation and notice procedures) to the extent those terms are not in conflict with the Disclosure and Solicitation Order, (ii) conditionally approves the Specific Disclosure Statements, (iii) approves the form of ballot in connection therewith, (iv) requires that solicitation packages be distributed on August 28, 2014, and (iv) schedules a combined hearing on October 20, 2014.

27. The Foreign Representative is requesting that the Canadian Court recognize the Disclosure and Solicitation Order on the grounds that:

- a. The conditionally approved Specific Disclosure Statements provide information specific to the respective competing plans, including, among other things, (i) the terms, provisions, and implications of the competing plans, and (ii) the holders of claims against, and equity interests in, the Chapter 11 Debtors and their rights under the competing plans;
- b. The Disclosure Statements provide more than adequate information regarding the Chapter 11 Debtors, the Chapter 11 Cases and the competing plans, to enable the relevant parties to make informed decisions regarding how to vote on competing plans;
- c. The Claims Procedure Order granted by the U.S. Bankruptcy Court on August 12, 2012 and recognized by the Canadian Court on August 21, 2012, contemplated and included Canadian creditors;
- d. Pursuant to the Claims Procedure Order, known creditors were provided with notice of the claims procedure and notice of the process was

published in various publications, including *The Globe and Mail (National Edition)*;

- e. The Information Officer also posted details of the claims process on its webpage with links to the proof of claim form and instructions for the filing of same;
- f. Canadian creditors were therefore given adequate and equal opportunity to participate in the claims process and in turn become entitled to vote in the solicitation process;
- g. The Solicitation Procedures (as set out in Schedule 1 of the Disclosure Statement Order) are directed to all creditors, including Canadian creditors, and there is no differentiation among the creditor classes for Canadian creditors vs. non-Canadian creditors;
- h. The Solicitation Procedures are tailored to allow for the solicitation of votes on competing plans as effectively and efficiently as possible, while minimizing creditor confusion, duplication of effort and expenditure of resources;
- i. The Solicitation Procedures provide all holders of claims and equity interests with adequate notice of the solicitation process and the relevant dates;
- j. The Solicitation Procedures provide all holders of claims or equity interests entitled to vote on any of the competing plans with the requisite materials and sufficient time to make an informed decision with respect to each competing plan;
- k. The Solicitation Procedures reflect the substantial input of the various plan proponents;
- l. The Solicitation Procedures are fair and appropriate; and
- m. The Solicitation Procedures are administratively efficient and cost effective for the courts and the debtor estates.

28. In the Creary Affidavit, the affiant states that the Disclosure and Solicitation Order has the consent of all of the parties in the Chapter 11 Cases, and the secured creditors registered against the Canadian Chapter 11 Debtor entities are being given notice of the Disclosure and Solicitation Order.

### **JOINT PLAN CONFIRMATION SCHEDULE ORDER**

29. Following the status conference on August 11, 2014, the parties in the Chapter 11 Cases agreed to a schedule in respect of the plan confirmation process.

30. On August 15, 2014, the U.S. Bankruptcy Court entered the Joint Plan Confirmation Schedule Order. A copy of the Joint Plan Confirmation Schedule is attached hereto as **Appendix “B”**.

31. The Chapter 11 Debtors have stated that, to the best of their knowledge, no party has appealed the Joint Plan Confirmation Schedule Order in the Chapter 11 Cases.

32. The Foreign Representative is requesting that the Canadian Court recognize the Joint Plan Confirmation Schedule Order, as the terms and conditions contained therein are fair and reasonable and in the best interests of the Chapter 11 Debtors’ estates and creditors.

### **ACTIVITIES OF THE INFORMATION OFFICER**

33. The activities of the Information Officer since the date of the Nineteenth Report have included:

- a. attending the August 6<sup>th</sup> Canadian Court hearing;
- b. attending by telephone a status conference on August 11<sup>th</sup> held before the Honorable Shelly C. Chapman, United States Bankruptcy Judge for the U.S. Bankruptcy Court;

- c. reviewing and monitoring the materials filed in the Chapter 11 Cases, reviewing the Motion Record in respect of the August 26<sup>th</sup> Motion, and discussions with its counsel, Goodmans, and with counsel for the Foreign Representative regarding same;
- d. updating the Information Officer's website at [www.amcanadadocs.com/lightsquared](http://www.amcanadadocs.com/lightsquared) to make available copies of the Nineteenth Report, Recognition Order and motion materials; and
- e. preparing this Twentieth Report and discussions with Goodmans regarding same.

34. In its Recognition Motion, the Foreign Representative is seeking approval of both the Nineteenth Report and this Twentieth Report as well as the activities of the Information Officer set out therein.

35. The Information Officer has not been advised of any concerns having been raised with respect to its Nineteenth Report.

## **RECOMMENDATION**


36. The Information Officer understands that the secured creditors registered against the Canadian Chapter 11 Debtor entities have been given notice of the Recognition Motion and are notice parties in the Chapter 11 Cases.

37. Based on its review of the materials, as described in this Twentieth Report, the Information Officer understands that the Foreign Orders sought to be recognized and approved in the Recognition Motion are necessary for the protection of the Chapter 11 Debtors' property and the interests of their creditors. The terms of the Recognition Order being sought are appropriate in the circumstances. The Information Officer does not believe that the relief sought in the

Recognition Motion is contrary to Canadian public policy. 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 21<sup>st</sup> day of August, 2014.

**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

## Appendix “A”

### Additional Background - the Canadian Proceedings Since August, 2012

1. On August 21, 2012, on a motion brought by the Applicant, the Canadian Court granted an order (the “**August 21<sup>st</sup> 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; 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.

2. In connection with the August 21<sup>st</sup> Order, the Information Officer filed its Second Report to the Canadian Court on August 15, 2012 (the “**Second Report**”). The August 21<sup>st</sup> Order also approved the Information Officer’s Supplemental Report dated June 22, 2012, the Second Report and the activities of the Information Officer described therein.

3. On March 8, 2013, on a motion brought by the Applicant, the Canadian Court granted an order (the “**March 8<sup>th</sup> Order**”) recognizing the following orders of the U.S. Bankruptcy Court:

- a. Order, Pursuant to 11 U.S.C. § 1121(d), Further Extending the Chapter 11 Debtors Exclusive Periods To File a Plan of Reorganization and Solicit Acceptances Thereof;
- b. 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 “**First Amended Cash Collateral Order**”); and
- c. 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.

4. In connection with the March 8<sup>th</sup> Order, the Information Officer filed its Fifth Report to the Canadian Court on March 5, 2013 (the “**Fifth Report**”). The March 8<sup>th</sup> Order also approved the Information Officer’s Third and Fourth Reports, the Fifth Report and the activities of the Information Officer described therein.

5. On March 20, 2013, on a motion brought by the Applicant, the Canadian Court granted an order (the “**March 20<sup>th</sup> Order**”) recognizing the following order of the U.S. Bankruptcy Court:

- a. Order, Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 363(f), (A) Approving and Authorizing LightSquared Network LLC and LightSquared Corp. To Enter into Consignment Agreement with Rincon Technology, Inc., (B) Authorizing Sale of Consigned Property, and (C) Authorizing LightSquared To Abandon Unsold Property.

6. In connection with the March 20<sup>th</sup> Order, the Information Officer filed its Sixth Report to the Canadian Court on March 15, 2013 (the “**Sixth Report**”). The March 20<sup>th</sup> Order also approved the Information Officer’s Sixth Report and the activities of the Information Officer described therein.

7. On August 13, 2013, on a motion brought by the Applicant, the Canadian Court granted an order (the “**August 13<sup>th</sup> Order**”) recognizing the following order of the U.S. Bankruptcy Court:

- a. Order Scheduling Certain Hearing Dates and Establishing Deadlines in Connection with Chapter 11 Plan Process (the “**Scheduling Order**”).



8. In connection with the August 13<sup>th</sup> Order, the Information Officer filed its Eighth Report to the Canadian Court on August 9, 2013 (the “**Eighth Report**”). The August 13<sup>th</sup> Order also approved the Information Officer’s Seventh Report, the Eighth Report and the activities of the Information Officer described therein.

9. On October 9, 2013, on a motion brought by the Applicant, the Canadian Court granted an order (the “**October 9<sup>th</sup> Order**”) recognizing the following orders of the U.S. Bankruptcy Court:

- a. Order Approving Expense Reimbursement and Related Relief for L-Band Acquisition, LLC and Mast Spectrum Acquisition Company LLC and Related Entities;
- b. Order (A) Establishing Bid Procedures, (B) Scheduling Date and Time for Auction, (C) Approving Assumption and Assignment Procedures, (D) Approving Form of Notice, and (E) Granting Related Relief; and
- c. Final Order (I) Approving Compensation for Independent Directors, (II) Authorizing Administrative Expense Priority for Indemnification Claims Arising from Postpetition Services of Independent Directors, and (III) Granting Related Relief.

10. In connection with the October 9<sup>th</sup> Order, the Information Officer filed its Ninth Report to the Canadian Court on October 4, 2013 (the “**Ninth Report**”). The October 9<sup>th</sup> Order also approved the Information Officer’s Ninth Report and the activities of the Information Officer described therein.

11. On October 17, 2013, on a motion brought by the Applicant, the Canadian Court granted an order (the “**October 17<sup>th</sup> Order**”) recognizing the following order of the U.S. Bankruptcy Court:

- a. Order (I) Approving Disclosure Statements, (II) Approving Solicitation and Notice Procedures with Respect to Confirmation of Competing Plans, (III) Approving Forms of Various Ballots and Notices in Connection Therewith, (IV) Approving Scheduling of Certain Dates in Connection with Confirmation of Competing Plans, and (V) Granting Related Relief” (the “**Disclosure and Solicitation Order**” or “**Disclosure Statement Order**”).

12. In connection with the October 17<sup>th</sup> Order, the Information Officer filed its Tenth Report to the Canadian Court on October 11, 2013 (the “**Tenth Report**”). The October 17<sup>th</sup> Order also approved the Information Officer’s Tenth Report and the activities of the Information Officer described therein.

13. On January 3, 2014, on a motion brought by the Applicant, the Canadian Court granted an order (the “**January 3<sup>rd</sup> Order**”) recognizing the following orders of the U.S. Bankruptcy Court:

- a. Order Modifying Previously Scheduled Hearing Dates and Deadlines in Connection with Chapter 11 Plan Process; and
- b. Order Amending 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 “**Second Amended Cash Collateral Order**”).

14. In connection with the January 3<sup>rd</sup> Order, the Information Officer filed its Eleventh Report to the Canadian Court dated December 23, 2013 (the “**Eleventh Report**”) on December 24, 2013. The January 3<sup>rd</sup> Order also approved the Information Officer’s Eleventh Report and the activities of the Information Officer described therein.

15. Also on January 3, 2014, on a supplemental motion brought by the Applicant, the Canadian Court granted an order (the “**January 3<sup>rd</sup> Supplemental Order**”) recognizing the following order of the U.S. Bankruptcy Court:

- a. Order Authorizing LightSquared’s Motion Seeking Approval of LightSquared’s Revised Specific Disclosure Statement and Shortened Time to Object to Confirmation of LightSquared’s Revised Second Amended Plan and Re-Solicitation Thereof (the “**Revised Specific Disclosure Statement and Solicitation Order**”).

16. In connection with the January 3<sup>rd</sup> Supplemental Order, the Information Officer filed its Twelfth Report to the Canadian Court on January 2, 2014 (the “**Twelfth Report**”).

17. On February 5, 2014, on a motion brought by the Applicant, the Canadian Court granted an order (the “**February 5<sup>th</sup> Order**”) recognizing the following orders of the U.S. Bankruptcy Court:

- a. Order Authorizing LightSquared to (A) Enter Into and Perform Under Engagement Letter and (B) Provide Related Indemnities (the “**Engagement Order**”);
- b. Final Order (A) Authorizing LP DIP Obligors to Obtain Superpriority Senior Secured Priming Postpetition Financing, (B) Granting Superpriority Liens And Providing Superpriority Administrative Expense Status, (C) Granting Adequate Protection, and (D) Modifying Automatic Stay (the “**LP DIP Order**”); and
- c. Second Order Amending 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 “**Third Amended Cash Collateral Order**”).

18. In connection with the February 5<sup>th</sup> Order, the Information Officer filed its Thirteenth Report to the Canadian Court on February 4, 2014 (the “**Thirteenth Report**”). The February 5<sup>th</sup>

Order also approved the Information Officer's Twelfth Report and the activities of the Information Officer set out therein.

19. On February 26, 2014, on a motion brought by the Applicant with respect to the chapter 11 plan filed by the Chapter 11 Debtors, the *Debtors' Third Amended Joint Plan Pursuant to Chapter 11 of Bankruptcy Code* (the "**Third Amended Plan**"), the Canadian Court granted an order (the "**February 26<sup>th</sup> Order**") recognizing the following order of the U.S. Bankruptcy Court:

- a. Order Approving (A) LightSquared's Third Amended Specific Disclosure Statement and (B) Shortened Time To Object To Confirmation Of LightSquared's Third Amended Plan And Streamlined Re-solicitation Thereof (the "**Third Amended Disclosure Statement Order**").

20. In connection with the February 26<sup>th</sup> Order, the Information Officer filed its Fourteenth Report to the Canadian Court dated February 25, 2014 (the "**Fourteenth Report**"). The February 26<sup>th</sup> Order also approved the Information Officer's Thirteenth Report and the activities of the Information Officer set out therein.

21. On April 11, 2014, on a motion brought by the Applicant, the Canadian Court granted an order (the "**April 11<sup>th</sup> Order**") recognizing the following orders of the U.S. Bankruptcy Court:

- a. Final Order (A) Authorizing LP DIP Obligors to Obtain Replacement Superpriority Senior Secured Priming Postpetition Financing, (B) Granting Superpriority Liens and Providing Superpriority Administrative Expense Status, (C) Granting Adequate Protection, and (D) Modifying Automatic Stay (the "**Replacement LP DIP Order**"); and
- b. Third Order Amending 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 "**Fourth Amended Cash Collateral Order**").

22. In connection with the April 11<sup>th</sup> Order, the Information Officer filed its Fifteenth Report to the Canadian Court dated April 8, 2014 (the “**Fifteenth Report**”). The April 11<sup>th</sup> Order also approved the Information Officer’s Fourteenth Report, Fifteenth Report and the activities of the Information Officer set out therein.

23. On July 8, 2014, on a motion brought by the Applicant, the Canadian Court granted an order (the “**July 8<sup>th</sup> Order**”) recognizing the following orders of the U.S. Bankruptcy Court:

- a. Final Order (A) Authorizing LP DIP Obligors to Obtain Second Replacement Superpriority Senior Secured Priming Postpetition Financing, (B) Granting Superpriority Liens and Providing Superpriority Administrative Expense Status, (C) Granting Adequate Protection, and (D) Modifying Automatic Stay (the “**Second Replacement LP DIP Order**”);
- b. Fourth Order Amending 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 “**Fifth Amended Cash Collateral Order**”);
- c. Fifth Order Amending 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 “**Sixth Amended Cash Collateral Order**”);
- d. Order Selecting Mediator and Governing Mediation Procedure (the “**Mediation Order**”); and
- e. Order Scheduling Certain Hearing Dates and Establishing Deadlines In Connection With Chapter 11 Plan Process And Subordination Trial (the “**Fourth Amended Plan Confirmation Schedule Order**”).

24. In connection with the July 8<sup>th</sup> Order, the Information Officer filed its Sixteenth Report to the Canadian Court dated July 4, 2014 (the “**Sixteenth Report**”). The July 8<sup>th</sup> Order also

approved the Information Officer's Sixteenth Report and the activities of the Information Officer set out therein.

25. On July 15, 2014, on a motion brought by the Applicant, the Canadian Court granted an order (the "**July 15<sup>th</sup> Order**") recognizing the following orders of the U.S. Bankruptcy Court:

- a. Final Order (A) Authorizing LP DIP Obligors to Obtain Third Replacement Superpriority Senior Secured Priming Postpetition Financing, (B) Granting Superpriority Liens and Providing Superpriority Administrative Expense Status, (C) Granting Adequate Protection, and (D) Modifying Automatic Stay (the "**Third Replacement LP DIP Order**"); and
- b. Sixth Order Amending 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 "**Seventh Amended Cash Collateral Order**").

26. In connection with the July 15<sup>th</sup> Order, the Information Officer filed its Seventeenth Report to the Canadian Court dated July 14, 2014 (the "**Seventeenth Report**").

27. On July 30, 2014, on a motion brought by the Applicant, the Canadian Court granted an order (the "**July 30<sup>th</sup> Order**") recognizing the following orders of the U.S. Bankruptcy Court:

- a. Final Order (A) Authorizing LP DIP Obligors to Obtain Fourth Replacement Superpriority Senior Secured Priming Postpetition Financing, (B) Granting Superpriority Liens and Providing Superpriority Administrative Expense Status, (C) Granting Adequate Protection, and (D) Modifying Automatic Stay (the "**Fourth Replacement LP DIP Order**"); and
- b. Seventh Order Amending 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 **“Eighth Amended Cash Collateral Order”**).

28. The July 30<sup>th</sup> Order also approved the Seventeenth Report and the activities of the Information Officer described therein.

29. In connection with the July 30<sup>th</sup> Order, the Information Officer filed its Eighteenth Report to the Canadian Court dated July 28, 2014 (the **“Eighteenth Report”**).

30. On August 6, 2014, on a motion brought by the Applicant, the Canadian Court granted an order (the **“August 6<sup>th</sup> Order”**) recognizing the following orders of the U.S. Bankruptcy Court:

- a. Final Order (A) Authorizing LP DIP Obligors to Obtain Fifth Replacement Superpriority Senior Secured Priming Postpetition Financing, (B) Granting Superpriority Liens and Providing Superpriority Administrative Expense Status, (C) Granting Adequate Protection, and (D) Modifying Automatic Stay (the **“Fifth Replacement LP DIP Order”**); and
- b. Eighth Order Amending 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 **“Ninth Amended Cash Collateral Order”**).

31. The August 6<sup>th</sup> Order also approved the Eighteenth Report and the activities of the Information Officer described therein.

32. In connection with the August 6<sup>th</sup> Order, the Information Officer filed its Nineteenth Report to the Canadian Court dated August 5, 2014 (the **“Nineteenth Report”**).

## Appendix B



# August 2014

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
					1	2
3	4	5	6	7	8	9
10	11 Status Conference	12 Deadline To File Harbinger Disclosure Statement	13	14	15 Deadline To File LP Debtor Only Plan	16
17	18	19	20 Deadline for Initial Discovery Requests	21	22	23
24	25 Voting Record Date	26	27	28 Commencement of Solicitation Period for Plans	29	30
31						

# September 2014

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
	1 Labor Day	2	3	4 Deadline for Responses to Initial Discovery Requests	5	6
7	8	9	10	11	12 Deadline for Substantial Completion of Initial Document Production	13
14	15	16 Deadline To File (1) Plan Supplements and (2) Harbinger Estimation Motion	17	18	19 Deadline for Supplemental Discovery Requests	20
21	22	23 (1) Voting Deadline for Plans; and (2) Deadline To File Vote Designation Motion (If Any)	24 Deadline for Responses to Supplemental Discovery Requests	25	26 Deadline for Substantial Completion of Supplemental Document Production	27
28	29 Designation of Potential Witnesses and Potential Experts (If Any) and Submission of Their Reports	30	Fact Depositions (September 30-October 2)			

# October 2014

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
			1	2 (1) Deadline To File Voting Report; and (2) Discovery Cutoff for Confirmation Hearing (Except for Expert Discovery)	3 (1) Deadline (at 12:00 p.m.) To File Objections to (A) Disclosure Statements and Plans and (B) Harbinger Estimation Motion; and (2) Designation (at 12:00 p.m.) of Potential Rebuttal Experts (If Any) and Submission of Their Reports	4
				Fact Depositions (September 30-October 2)		
5	6 Deadline To File Objections to Vote Designation Motion (If Any)	7	8	9	10 (1) Deadline (at 5:00 p.m.) To File (A) Confirmation Briefs, (B) Reply to Objections to Harbinger Estimation Motion, and (C) Reply to Objections to Vote Designation Motion (If Any); and (2) Expert Discovery Cutoff for Confirmation Hearing	11
12			Expert Depositions (October 6-9)			
					17 Deadline (at 12:00 p.m.) To File Affidavits and/or Declarations in Lieu of Live Direct	18
19	20 Commencement of Confirmation Hearing on Plans	21	22	23	24	25
			Confirmation Hearing on Plans (October 20-23 and October 27-31)			
26	27	28	29	30	31	
			Confirmation Hearing on Plans (October 20-23 and October 27-31)			

# November 2014

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27 Thanksgiving	28	29
30						

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 THE CHAPTER 11 DEBTORS

Court File No.: CV-12-9719-00CL

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

Proceeding commenced at Toronto

**TWENTIETH REPORT OF  
INFORMATION OFFICER  
(Dated August 21, 2014)**

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