IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
Hughes Satellite Systems Corporation, *et al.*,[1]	)	Case No. 26-90739 (ARP)
Debtors.	)	(Joint Administration Requested)

DECLARATION OF ROBERT DEL GENIO IN SUPPORT OF CHAPTER 11 PETITIONS AND REQUESTS FOR FIRST DAY RELIEF

I, Robert Del Genio, declare under 28 U.S.C. § 1746 as follows:

1. I am the Chief Restructuring Officer of Hughes Satellite Systems Corporation ("**HSSC**") and submit this declaration (this "**Declaration**") on behalf of HSSC and its affiliated debtors and debtors in possession (collectively, the "**Debtors**" and, together with HSSC's non-Debtor subsidiaries, "**Hughes**" or the "**Company**") in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**"). I am also a Senior Managing Director at FTI Consulting, Inc. ("**FTI**"), which has its principal office located at 1166 Avenue of the Americas, 15th Floor, New York, New York 10036. FTI is the proposed financial advisor to the Debtors and was previously retained by White & Case LLP ("**W&C**") prior to the Petition Date (as defined below) in relation to W&C's representation of the Debtors.

2. I submit this Declaration in support of (a) the Debtors' voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "**Bankruptcy Code**") filed today (the "**Petition Date**") with the United States Bankruptcy Court for the Southern District of

[1] The last four digits of Hughes Satellite Systems Corporation's tax identification number are 7865. A complete list of each of the Debtors in these Chapter 11 Cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors' proposed claims and noticing agent at https://dm.epiq11.com/HughesSatellite. The location of the Debtors' corporate headquarters and the Debtors' service address is 9601 S. Meridian Blvd., Englewood, Colorado 80112.

Texas (this "**Court**"), and (b) certain "first-day" relief requested in motions filed concurrently with this Declaration (the "**First Day Motions**"). If called as a witness, I would testify competently to the facts set forth in this Declaration.

3. This Declaration is divided into five parts. Part I provides background information about myself. Part II provides an introduction to these Chapter 11 Cases. Part III describes the Debtors, their business operations, and their corporate and capital structures. Part IV describes the circumstances leading to the commencement of these Chapter 11 Cases. Part V affirms the facts supporting the relief requested in the First Day Motions.

I. Background of Declarant

4. On July 28, 2026, I was appointed as the Chief Restructuring Officer of HSSC by the Board of Directors of HSSC. I am also a Senior Managing Director at FTI, one of the world's premier financial advisory and restructuring firms, and the co-leader of the Corporate Finance and Restructuring segment of the New York Metro Region at FTI. In my capacity as Chief Restructuring Officer, I am responsible for overseeing the Debtors' operational and financial management in connection with, among other things: (a) preparation for the Chapter 11 Cases; (b) strategic initiatives and restructuring activities; (c) cash management and liquidity forecasting; and (d) vendor management and stakeholder communications.

5. FTI was engaged on July 7, 2026, to assist W&C in advising the Debtors and to provide restructuring advisory and related services to the Debtors. This engagement has involved, among other things, working with management, the Debtors' board of directors, and the Debtors' other advisors to evaluate strategic alternatives, design and implement a restructuring strategy, and assist the Debtors in their contingency planning efforts (including preparations for these Chapter 11 Cases). Since commencing its engagement, FTI has evaluated the Company's financials and operations, assisted in the Debtors' strategic alternatives and

financing-related workstreams, and worked closely with the Debtors' management and other restructuring professionals. FTI is well-acquainted with the Company's capital structure, liquidity needs, and business operations. I have led the FTI team since the inception of the engagement.

6. I have over forty years of experience in restructuring and mergers and acquisitions and have served as a financial advisor to both public and private companies. I have advised companies, lenders, creditors, corporate boards, and equity sponsors across a wide range of industries, both domestically and internationally. I have undertaken both advisory and executive roles throughout my career, including Interim Chief Executive Officer, Chief Strategic Officer, Strategic Planning Officer, and Chief Restructuring Officer.

7. I have played a key role in many successful company-side chapter 11 restructurings, including, but not limited to, serving as the financial advisor to Audacy Inc., Waypoint Leasing Holdings Ltd., TPC Group, Inc., GNC Holdings Inc., Catalina Marketing Corporation, Frontier Communications Corporation, OSG Group Holding, Inc., Mobileum Inc., Altera Infrastructure, LP, ESSAR Steel, Algoma Steel Inc., Reichhold Holdings US, Inc., Milacron, Inc., Bowflex Inc., Caraustar Industries, Inc., MicroAge, Inc., CST Industries, Inc., Dan River, Inc., Wheeling-Pittsburgh Steel Corp., Inotiv, Inc., US Internetworking, Factory Card Outlet, Malden Mills, and Metal Forming Technologies. I have also acted as the Chief Restructuring Officer or Strategic Planning Officer, as applicable, of the following entities during their chapter 11 proceedings: Posigen, Ascend Performance Materials, Voyager Aviation Holdings, LLC, CHC Group Ltd., RHI Entertainment, Inc., The Weinstein Company Holdings LLC, PHI, Inc., F & W Media, Inc., and Western Global Airlines LLC. In addition, I previously served as the Chief Strategic Officer of Production Resources Group, L.L.C., Chief

Restructuring Officer of City Brewing, and the interim Chief Executive Officer of Panavision Inc. Further, I am a member of the board of Panavision Inc., and previously served on the boards of Voyager Aviation Management Ireland, CHC Group Ltd., Washington Group International, Inc., Lazare Kaplan International, Inc., and Buffets, Inc.

8. I joined FTI in 2017 when it acquired CDG Group plc, where I was a co-founder and managing member. Prior to that, I was a Corporate Finance Partner and a National Director of Ernst & Young Global Limited. I graduated from the University of Notre Dame with high honors and a Bachelor of Science in business administration, and I received a Masters of Business Administration from the Kellogg Graduate School of Management at Northwestern University. I am also a fellow of the American College of Bankruptcy.

9. In my role as Chief Restructuring Officer of HSSC, I am involved with the Company's operations and familiar with the Company's history, business and financial affairs, books and records, and the circumstances leading to the commencement of these Chapter 11 Cases. Except as otherwise stated, the statements set forth in this Declaration are based on (a) my personal knowledge, (b) my review of relevant documents, or (c) my opinion based on my experience and knowledge of the Company's operations and financial condition. In preparing this Declaration, I have relied in part on information and materials that the Company's personnel and advisors have gathered, prepared, verified, and provided to me, in each case under my supervision or at my direction.

II. Introduction

10. Hughes is a global leader in satellite communications and broadband technology. Over the past five decades, the Company has pioneered technologies that redefined satellite communications, including by inventing very-small-aperture terminal ("**VSAT**") technology in 1984, pioneering the first consumer satellite broadband services in the 1990s, and developing

its proprietary JUPITER™ high-throughput satellite system and operating a fleet of satellites utilizing that technology in the 2000s through the 2020s. Today, the Company provides broadband internet service to approximately 641,000 consumers across rural and underserved communities in North and South America; delivers managed connectivity, defense communications, satellite networking solutions, and in-flight broadband to enterprise and government customers worldwide; and designs and manufactures satellite ground systems, antennas, and terminals deployed by satellite operators in 100 countries across the globe.

11. To serve its customers, the Company utilizes both geostationary orbit ("**GEO**") and low earth orbit ("**LEO**") satellite networks. The Company's GEO network consists of a fleet of six satellites—orbiting roughly 22,300 miles above the equator—and 69 terrestrial gateways worldwide, representing billions of dollars of capital investment by the Company and its non-Debtor affiliates. The Company has also made significant investments in next-generation LEO capabilities, including the development of advanced LEO ground systems, flat panel antenna technology, multi-orbit terminal technology, and interoperable network platforms designed to deliver lower-latency, higher-throughput connectivity to customers. These LEO investments position the Company to serve as a critical ground infrastructure and managed services layer for the rapidly expanding global LEO constellation market, complementing and extending the reach of its existing GEO network.

12. While the Company's significant GEO and LEO investments have strengthened its competitive position in the enterprise and government markets, they have not insulated the Company's consumer business from an accelerating structural shift. LEO satellite service offered by the Company's competitors has rapidly expanded into the rural and underserved markets that the Company's consumer business historically served, offering lower latency and

higher speeds, and placing competitive pressure on the Company. That competitive pressure has eroded the Company's consumer subscriber volumes, requiring the Company to fundamentally reorient its strategic focus. The Company is now pivoting and reorienting toward its enterprise and government businesses—segments that are growing and represent the Company's strategic future—while continuing to service its existing direct-to-consumer business.

13. Against that backdrop, the Debtors have approximately $1.5 billion in aggregate principal amount of funded debt—consisting of approximately $750 million in senior secured notes and approximately $750 million in senior unsecured notes—that matured on August 1, 2026 with payment due on August 3, 2026 in accordance with the terms of the indentures governing the senior notes.[2] The Debtors currently lack the cash necessary to repay these Senior Notes (as defined below) at maturity and have been unable to access the capital markets for a refinancing on acceptable terms.

14. In advance of the Petition Date, the Debtors and their advisors engaged in discussions regarding a potential standstill to provide the parties time in which to attempt to negotiate the terms of a potential restructuring of the Debtors' funded indebtedness with an ad hoc group of holders of Senior Notes (the "**Ad Hoc Group**") and its advisors, which have represented to the Debtors that the Ad Hoc Group is comprised of holders of approximately 80% of the outstanding aggregate principal amount of the Senior Notes. Those discussions did not result in agreement on the terms of a standstill or a refinancing or restructuring transaction prior to the Senior Notes' maturity. The Debtors have therefore commenced these Chapter 11 Cases to restructure their funded debt, effectuate their strategic transition, and emerge as a stronger,

[2] August 1, 2026 was a Saturday. Under the Senior Notes indentures, Saturday constitutes a "Legal Holiday" and payment need not be made until the next succeeding non-Legal Holiday (i.e., Monday, August 3, 2026) with no additional interest accruing for the intervening period.

more focused enterprise—all without interruption to the critical services and technology they provide to their customers.

III. The Debtors' Business Operations and Corporate Structure

A. Corporate History and Overview

15. HSSC is a direct, wholly-owned subsidiary of EchoStar Corporation ("**EchoStar**"), a publicly traded, diversified telecommunications company, which is not a debtor in these Chapter 11 Cases (or any others).[3] HSSC and its subsidiaries constitute EchoStar's Broadband and Satellite Services segment and operate under the HUGHES® brand, which includes the Hughesnet®, HughesON™, and JUPITER™ brands. HSSC is itself a separate reporting company that files periodic reports with the U.S. Securities and Exchange Commission, including annual reports on Form 10-K and quarterly reports on Form 10-Q.

16. Hughes was founded in 1971 in Rockville, Maryland, operating from a residential garage to assemble circuit boards for telecommunications products. From those modest origins, the Company rapidly progressed into satellite development, pioneering the design of cutting-edge satellite ground systems and commercial satellite networking technology. In the 1980s, the Company developed and commercialized VSAT technology, a breakthrough that made it possible for businesses to connect to satellites through compact, customer-site ground terminals that had previously been prohibitively expensive.[4]

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[3] On June 30, 2026, certain other subsidiaries of EchoStar and affiliates of the Debtors filed separate chapter 11 cases with this Court (the "**DISH Chapter 11 Cases**"), which are being jointly administered for procedural purposes under the consolidated caption: *In re DISH DBS Corporation, DISH Wireless L.L.C., et. al.*, Case No. 26-90627 (Bankr. S.D. Tex.) (CML). For the avoidance of any doubt, the Debtors' Chapter 11 Cases are separate (and being separately administered) from the DISH Chapter 11 Cases. The DISH Chapter 11 Cases pertain solely to EchoStar's Pay-TV segment and its legacy Wireless segment, and do not relate to the Broadband and Satellite Services segment operated by the Company.

[4] VSAT technology allows information to be sent back and forth between a satellite in orbit and small dish antennas installed on rooftops or buildings. Before the Debtors developed this technology, communicating with satellites required large, expensive ground stations that were impractical for most businesses and unavailable to

17. Walmart became the first commercial VSAT customer in 1984. In the decade that followed, the Company expanded VSAT networks across the retail, financial services, and petroleum industries; launched the world's first consumer satellite broadband service (DirecPC) in the late 1990s; and shipped more than eleven million satellite set-top boxes globally. In 2009, the Company operated the SPACEWAY 3 satellite, the world's first commercial Ka-band GEO satellite, establishing the technological foundation for the Company's JUPITER high-throughput satellite system. The Company has since scaled that system across three successive generations of satellites and network infrastructure: JUPITER 1, JUPITER 2, and JUPITER 3—two of which are owned by the Debtors and one of which is leased from a non-Debtor affiliate, as described further in paragraph 22 below—which together deliver over 820 Gbps of Ka-band satellite capacity to customers throughout the Americas.

18. Today, the Debtors employ approximately 1,275 individuals in the United States. The Debtors also hold more than 800 active and pending patents spanning satellite waveform technology, phased-array antenna design, multi-transport network architectures, and 5G non-terrestrial network systems, reflecting five decades of accumulated innovation and expertise.

19. The Company's satellite operations in the United States are subject to regulation by the Federal Communications Commission (the "**FCC**") under the Communications Act of 1934, as amended. The FCC licenses held by the Company authorize the operation of satellites at specific geostationary orbital positions and in specific spectrum bands, and the operation of earth stations and gateways used to communicate with those satellites in the same spectrum bands. FCC satellite licenses are generally subject to periodic renewal, and the Company's licenses have historically been renewed on a routine basis. The Company is also subject to FCC

consumers. The Debtors' VSAT systems replaced those stations with compact, affordable terminals that, for the first time, allowed everyday businesses to connect directly to satellites for broadband connectivity.

rules governing interference protection, signal strength, satellite construction milestones, technical operating parameters, annual reporting, and annual regulatory fees applicable to its orbital assets and ground infrastructure. In addition, in the operation of its business, the Company must comply with applicable U.S. export control and trade sanctions laws and regulations, including the Export Administration Regulations, International Traffic in Arms Regulations ("**ITAR**") and regulations administered by the U.S. Department of the Treasury's Office of Foreign Assets Control ("**OFAC**").

20. The Company's international operations are conducted principally through non-Debtor foreign subsidiaries and joint ventures and are subject to the telecommunications and satellite regulatory regimes of the jurisdictions in which those entities operate. In Brazil, the Company operates through local subsidiaries that hold authorizations to provide satellite broadband and managed network services and are subject to Brazilian telecommunications regulations. In India, the Company's subsidiary Hughes Communications India Private Limited holds licenses from the Indian Department of Telecommunications to provide VSAT-based satellite communications services and is subject to Indian telecommunications regulatory requirements. In Europe, the Company provides managed network solutions and satellite services to enterprise and government customers, subject to applicable European Union, UK and member state telecommunications directives and licensing requirements. More broadly, the Company must obtain satellite landing rights and market access authorizations in foreign jurisdictions where it provides satellite services, and these authorizations are dependent on the national regulations established by the applicable foreign government or international body.

B. Business Operations

21. The Company manages its business activities and reports its financial results as a single operating segment, the Hughes segment, which constitutes EchoStar's Broadband and

Satellite Services segment. Within that segment, the Company operates through three lines of business—consumer broadband, enterprise and government services, and satellite technology and manufacturing—leveraging the Company's proprietary satellite platform, global ground infrastructure, and multi-transport networking capabilities. Although the consumer broadband business has experienced structural declines due to LEO competition, the enterprise and government business is growing and is expected to be an important part of the Company's strategic future. The Company generated approximately $1.4 billion in consolidated revenue for the fiscal year ended December 31, 2025.

22. ***Consumer Broadband***. In the consumer market, the Company provides broadband satellite internet services under the Hughesnet brand, primarily targeting residential and small-to-medium business customers in rural and underserved communities in North and South America. Consumer service is delivered through a fleet of three high-throughput Ka-band geostationary satellites. The Debtors own two of these satellites: JUPITER 1 (EchoStar XVII), launched in July 2012 with 120 Gbps of capacity and located at 107° West longitude; and JUPITER 2 (EchoStar XIX), launched in December 2016 with 200 Gbps of capacity and located at 97.1° West longitude. The third, JUPITER 3 (EchoStar XXIV), is one of the world's largest and most powerful high-throughput geostationary satellites, with 500 Gbps of capacity, located at 95.2° West longitude. The Debtors lease JUPITER 3 from EchoStar XXIV L.L.C., a non-Debtor subsidiary of EchoStar. JUPITER 3 was launched in July 2023 and addressed critical capacity constraints, while also expanding coverage into Latin America.

23. As of the Petition Date, the Company had approximately 641,000 broadband subscribers. The Company's consumer business is cash-generative and is expected to fund the Company's investment and expected growth in enterprise and government opportunities.

24. ***Enterprise and Government Services***. The Company's enterprise and government business is its fastest growing and currently most strategically important business. It comprises four primary lines of business: (i) North America managed services, which delivers SD-WAN, cybersecurity, and private 5G connectivity to enterprise customer sites across retail, financial services, petroleum, hospitality, and other corporate markets, serving major national retailers, restaurant chains, banks, and petroleum companies; (ii) aeronautical connectivity, which provides multi-orbit in-flight internet access—integrating Ka-band GEO and Ku-band LEO satellite service through the Company's proprietary antenna systems—to commercial airlines under multi-year agreements; (iii) defense and intelligence communications, which delivers secure, resilient satellite and 5G communications systems to the U.S. government and allied defense programs; and (iv) international enterprise, which provides managed satellite and hybrid networks to multinational corporations, telecommunications operators, and government clients across Latin America, Europe, India, and the Middle East. As of March 31, 2026, the Company held approximately $1.5 billion in contracted enterprise backlog.

25. The Company's enterprise services are enabled in part by a fleet of six satellites providing Ka-band and Ku-band coverage across the Americas and Europe, including the JUPITER 1, JUPITER 2, and JUPITER 3 satellites described above. In addition to the JUPITER satellites, the Company also holds capacity leases on three satellites providing Ka-band and Ku-band coverage to enterprise and government customers in the Americas and Europe: Eutelsat 65 West A, Telesat T19V, and EchoStar 105/SES-11.

26. ***Satellite Technology and Manufacturing***. The Company designs, develops, and manufactures satellite ground systems, electronically steered antennas, modems, gateways, and user terminals deployed by satellite operators and government agencies worldwide. The

Company's proprietary satellite platform is used by satellite operators across six continents, and the JUPITER antenna and gateway product line is central to the Company's growing aeronautical business. The Debtors' 140,000-square-foot manufacturing facility in Germantown, Maryland is compliant with applicable U.S. government regulations, including the International Traffic in Arms Regulations (ITAR), Export Administration Regulations (EAR), and requirements applicable to Controlled Unclassified Information (CUI), qualifying the Company for defense and national security contracts that require domestic, controlled-access manufacturing. The Company is currently active across a range of U.S. and allied defense programs, including protected satellite communications ground system development, private 5G network deployments for defense customers, satellite communications modems integrated on defense contractors' products, and technology development contracts awarded by the U.S. government.

C. Corporate and Organizational Structure

27. An organizational chart depicting the Debtors' corporate structure as of the Petition Date is attached as **Exhibit 1**. HSSC is a direct, wholly-owned subsidiary of EchoStar. The following entities are Debtors in these Chapter 11 Cases and are direct or indirect wholly-owned subsidiaries of HSSC, operating in the capacities noted below:

- Hughes Network Systems, LLC – the Debtors' primary operating subsidiary, through which the Debtors conduct their consumer broadband, enterprise, aeronautical, government, technology, and manufacturing operations, and which holds various FCC licenses related to the Company's orbital and terrestrial satellite assets;
- HNS License Sub, LLC – a subsidiary holding certain FCC and other regulatory licenses and authorizations used in the Debtors' operations;
- EchoStar Orbital L.L.C. – a subsidiary holding certain orbital assets used in the Debtors' operations;

- EchoStar Satellite Services L.L.C. – a subsidiary holding certain legacy orbital assets, including two legacy communications satellites, and which continues to receive revenues from customers that have purchased capacity on those satellites;
- HNS Real Estate, LLC – a subsidiary holding certain real property interests utilized in the Debtors' operations;
- Hughes Network Systems International Service Company – a subsidiary supporting the Debtors' international enterprise operations;
- HNS Americas, L.L.C. – a subsidiary through which the Debtors conduct enterprise and managed services operations across Latin America, with local operating subsidiaries in Colombia, Mexico, Costa Rica, Peru, Chile, Ecuador, Panama, and Argentina, among other countries;
- HNS Americas II, L.L.C. – a subsidiary holding certain additional Latin American operational assets and equity interests;
- HNS-India VSAT, Inc. – the U.S. holding entity for the Debtors' Indian operations and the parent company of the Debtors' local Indian entities;
- Hughes Communications, Inc. – an inactive, intermediate holding company; and
- EchoStar Government Services L.L.C. – an inactive subsidiary.

28. All of the Debtor subsidiaries identified in paragraph 27 above are guarantors (each, a "**Guarantor**" and collectively, the "**Guarantors**") of HSSC's outstanding funded debt, as more fully described in Part III.D below.

D. Prepetition Capital Structure

29. As of the Petition Date, the Debtors had total funded debt obligations of approximately $1.5 billion. The Debtors' funded debt consists of two series of senior notes, one secured and governed by an indenture administered by Wilmington Savings Fund Society, FSB ("**WSFS"**) as successor trustee[5] and the other unsecured governed by an indenture administered by U.S. Bank Trust Company, National Association, as trustee.

[5] U.S. Bank Trust Company, National Association previously served as indenture trustee and collateral agent with respect to the senior secured notes and was succeeded in those roles by WSFS on July 31, 2026.

30. ***5.250% Senior Secured Notes due August 1, 2026***. HSSC is the issuer of the 5.250% Senior Secured Notes due August 1, 2026[6] (the "**Senior Secured Notes**") in an aggregate principal amount of approximately $750 million, issued pursuant to an indenture dated July 27, 2016, as supplemented. The Senior Secured Notes may be secured by substantially all of the assets of HSSC and the Guarantors, and are guaranteed jointly and severally by each of the Guarantors. As of the Petition Date, the full principal amount of the Senior Secured Notes remains outstanding, together with approximately $19.6 million in accrued and unpaid interest.[7]

31. ***6.625% Senior Unsecured Notes due August 1, 2026***. HSSC is also the issuer of the 6.625% Senior Unsecured Notes due August 1, 2026[8] (the "**Senior Unsecured Notes**" and, together with the Senior Secured Notes, the "**Senior Notes**") in an aggregate principal amount of approximately $750 million, issued pursuant to an indenture dated July 27, 2016, as supplemented. The Senior Unsecured Notes are guaranteed jointly and severally by each of the Guarantors. As of the Petition Date, the full principal amount of the Senior Unsecured Notes remains outstanding, together with approximately $24.7 million in accrued and unpaid interest.

32. ***2026 Intercompany Loans***. HSSC leases all of the capacity of JUPITER 3 from non-Debtor EchoStar XXIV L.L.C. ("**EchoStar XXIV**"), a subsidiary of EchoStar, pursuant to an operating lease agreement (the "**J3 Satellite Lease**") for an initial term of seven years at a monthly lease charge of approximately $15.9 million. In February 2026, HSSC and EchoStar entered into two intercompany financing agreements (collectively, the "**2026 Intercompany**

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[6] August 1, 2026 was a Saturday. Under the Senior Notes indentures, Saturday constitutes a "Legal Holiday" and payment need not be made until the next succeeding non-Legal Holiday (i.e., Monday, August 3, 2026) with no additional interest accruing for the intervening period.

[7] During the year ended December 31, 2025, EchoStar purchased approximately $123 million of the Senior Secured Notes in open market trades. The repurchased Senior Secured Notes are held at EchoStar.

[8] August 1, 2026 was a Saturday. Under the Senior Notes indentures, Saturday constitutes a "Legal Holiday" and payment need not be made until the next succeeding non-Legal Holiday (i.e., Monday, August 3, 2026) with no additional interest accruing for the intervening period.

Loans") to finance certain historical rent payments owed, but not timely paid, by the Debtors under the J3 Satellite Lease. The first is a secured financing agreement with an initial principal amount of $50 million. The second is an unsecured financing agreement with an initial principal amount of $1 million, plus accrued and unpaid interest outstanding under the secured financing agreement. Interest accrues on both agreements at a rate of 13.75% per year, payable in arrears on the maturity date or upon any voluntary prepayment. Both agreements mature on the earlier of the receipt of a demand letter requesting payment in full or August 1, 2026.[9] As of the Petition Date, the full principal amount of the 2026 Intercompany Loans remains outstanding.

33. ***Other Intercompany Obligations***. The Debtors routinely engage in intercompany transactions both among the Debtor entities and with non-Debtor affiliates in the ordinary course of business, as described more fully in the First Day Motions. Among the Debtors, Hughes Network Systems, LLC ("**HNS**"), as the primary operating subsidiary, generates substantially all of the Debtors' revenue and centrally manages cash receipts, vendor disbursements, payroll, and benefits on behalf of all other Debtors. HNS funds the operating accounts of the other Debtor entities from its main concentration account on an as-needed basis, generating intercompany receivables and payables on each entity's general ledger. These inter-Debtor transactions also include periodic lease payments of approximately $6 million per month from HNS to Debtor EchoStar Orbital L.L.C. ("**EchoStar Orbital**") in connection with the JUPITER 2 satellite, which is owned by EchoStar Orbital.

34. Prior to the Petition Date, the Debtors also engaged in intercompany transactions with non-Debtor affiliates, including the J3 Satellite Lease described above, as well as agreements under which the Debtors provide warranty, operations, maintenance, and hosting

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services for satellite and ground-based communications equipment owned by EchoStar and its other subsidiaries. In addition, EchoStar administers certain insurance policies, surety bonds, letters of credit, and tax obligations on behalf of the Debtors, with the Debtors' allocable share of such obligations being charged to the Debtors through intercompany payables. Several foreign non-Debtor affiliates also support the Debtors' businesses by securing new contracts and servicing customers locally, and the Debtors have historically provided ordinary course intercompany funding to such affiliates as and when required. Intercompany obligations are generally reconciled and recorded on a cashless basis.

IV. Circumstances Leading to These Chapter 11 Cases

35. These Chapter 11 Cases are the result of, among other factors, the consumer broadband market transitioning from GEO to LEO satellite infrastructure and the impending maturity of $1.5 billion of Senior Notes, which the Debtors lack sufficient cash to pay. In advance of the Petition Date, the Debtors and their advisors engaged in discussions with the Ad Hoc Group and its advisors regarding the terms of a potential standstill to provide the parties time in which to attempt to negotiate a restructuring of the Debtors' funded indebtedness, which discussions have not produced an agreement to date. The Debtors plan to use these Chapter 11 Cases to right-size their capital structure and restructure their business to focus on their growing enterprise and government businesses.

A. Competitive Disruption from LEO Satellite Operators and Other Technologies

36. Historically, demand in the consumer satellite broadband market was driven by necessity, not preference. Rural households and remote businesses throughout the United States and Latin America—areas then beyond the practical reach of cable, fiber, or digital subscriber line ("**DSL**") infrastructure—depended on satellite broadband as their only practical connectivity

option. The Company built its consumer business in these underserved markets. Geostationary satellites, orbiting at approximately 22,300 miles above the Earth, deliver the broad geographic coverage needed to serve those remote populations. But the physics of that altitude impose relatively slow service with a round-trip signal latency of approximately 600 milliseconds—which the Company's customers historically accepted as necessary for connectivity they could not otherwise obtain.

37. That calculus has now changed as competitors that have successfully deployed LEO satellite constellations have established themselves in the market, including Space Exploration Technologies Corp. ("**SpaceX**"), Amazon Leo, and other operators. LEO satellites, operating at altitudes between approximately 340 and 1,200 kilometers above the Earth—a fraction of GEO altitude—deliver much faster service with latency typically in the range of 20 to 40 milliseconds, approaching terrestrial broadband performance, and with data speeds competitive with those provided by cable and DSL. As LEO constellations have expanded and reduced costs for consumers, the Company's competitors have directly entered markets that it historically served—offering a product that exceeds GEO broadband on the performance metrics that matter most to consumers: speed and latency. Competitors have achieved significant scale and coverage across North America and Latin America, competing directly with the Company's HughesNet service.

38. The impact on the Company's consumer subscriber volumes has been material. As of the Petition Date, the Company had approximately 641,000 broadband subscribers, a significant decline of approximately 21.7% from even one year ago (approximately 819,000 broadband subscribers as of June 30, 2025), reflecting the intensifying competitive dynamics described above. The Company does not expect this trend to reverse. LEO satellite competition

is structural, not cyclical, and the Company's competitors continue to expand coverage and reduce costs.

39. The decline in the Company's consumer subscriber base has affected its financial results, reflecting the ongoing transition of the consumer broadband market and the Company's fixed cost structure, which includes satellite lease obligations, ground infrastructure operating costs, and network operations expenses that do not decrease proportionately with declining consumer subscriber volumes. Ultimately, for the fiscal year ended December 31, 2025, the Company reported a net loss of approximately $1.274 billion, driven largely by revenue declines in its consumer broadband business and a significant non-cash impairment charge.

40. Looking forward, the Company's management team and professionals are in the process of developing a multi-year business plan that is expected to shift the Company's revenue mix from a consumer-dominated business to an enterprise and government-led platform, as those customers—which represented a growing share of 2025 revenue—are expected to become the predominant source of the Company's consolidated revenue in the future. The viability of that strategic transition is supported by the Company's approximately $1.5 billion contracted enterprise backlog, recent contract awards from commercial airlines and U.S. defense agencies, and the Company's growing role as a multi-orbit ground infrastructure and managed services provider for LEO satellite operators. The Company's consumer broadband business, while materially declining, remains cash-generative and is expected to fund the Company's continued investment in these higher-growth enterprise and government opportunities during the pendency of these Chapter 11 Cases and beyond.

41. The Company has also taken steps to reduce the size and shape of its personnel team across all levels of the Company (including parts of the Company's senior leadership).

Between July 24 and July 28, 2026, the Debtors notified approximately 400 employees that their employment with the Company would be terminated (the "**Notified Employees**"). Although the contemplated termination dates vary, the majority of the Notified Employees have a contemplated termination date between September 22 and September 28, 2026 (which is 60 days following the date the Debtors notified the applicable Notified Employee), reflecting the Debtors' judgment that a 60-day transition period is important not only to those employees but also to preserve and maximize the value of their businesses, and also would comply with the requirements of federal and state Worker Adjustment and Retraining Notification Acts, to the extent applicable to such employees. The Debtors further anticipate continuing to pay the Notified Employees salary and benefits during this 60-day transition period.

B. Senior Notes Maturities

42. The Senior Notes were scheduled to mature on August 1, 2026.[10] As of the Petition Date, the Debtors do not have the approximately $1.5 billion necessary to repay the Senior Notes at maturity. The Debtors do not have committed financing to fund these obligations and have been unable to access capital markets on terms that would allow them to refinance. The indentures governing the Senior Notes also limit the Debtors' ability to incur additional indebtedness, make certain investments, and take other steps that might otherwise have supported a refinancing transaction.

43. In advance of the Petition Date, the Debtors and their advisors engaged in discussions with the Ad Hoc Group and its advisors regarding a potential restructuring of the Debtors' funded indebtedness, including exchanging term sheets reflecting proposed terms for a forbearance agreement to allow those discussions to continue and potentially avoid the need to

[10] August 1, 2026 was a Saturday. Under the Senior Notes indentures, Saturday constitutes a "Legal Holiday" and payment need not be made until the next succeeding non-Legal Holiday (i.e., Monday, August 3, 2026) with no additional interest accruing for the intervening period.

file these Chapter 11 Cases. Those discussions have not yet produced agreement on the terms of a consensual restructuring.

44. On July 21, 2026, the Debtors received a letter from counsel to the Ad Hoc Group (the "**AHG Letter**") raising a number of allegations concerning certain prepetition transactions between the Debtors and EchoStar and its non-Debtor subsidiaries, including allegations relating to (a) the terms of the J3 Satellite Lease with EchoStar XXIV, which the Ad Hoc Group contends requires above-market payments by the Debtors; (b) cash dividends totaling approximately $1.029 billion paid by the Debtors to EchoStar in February and March 2024; (c) income tax reimbursements of approximately $196 million made by the Debtors to EchoStar in 2024; and (d) the referral of the Company's consumer subscribers to SpaceX in connection with EchoStar's sale of certain spectrum assets to SpaceX. The AHG Letter also asserted that these transactions may give rise to claims against EchoStar, certain of its subsidiaries, and the individuals who served as the Debtors' directors and officers at the time of the transactions described in the AHG Letter (certain of whom were also directors or officers of EchoStar, including Mr. Charles Ergen),[11] for, among other things, fraudulent transfers and breaches of fiduciary duty.

45. The Debtors do not concede the merit of any of the allegations set forth in the AHG Letter and reserve all rights with respect to them (against all parties). The Special Committee (as defined below), consisting of independent directors, has been established to, among other things, conduct a full investigation with respect to matters referenced and alleged in the AHG Letter. The Debtors are not seeking any relief as part of the First Day Motions that will prejudice the rights of the Debtors or any other party with respect to these matters, and these matters will be addressed, if necessary, at the appropriate time during these Chapter 11 Cases.

[11] For further discussion regarding the current Board of Directors of HSSC, see paragraph 49 hereto.

46. In addition, on July 28, 2026, counsel to the Ad Hoc Group also sent a letter to the Clerk of the Court advising the Court that the Ad Hoc Group objects to any request by the Debtors for an expedited hearing process in the Debtors' anticipated chapter 11 cases, including with respect to any request to use cash collateral securing the Senior Secured Notes. The letter further stated that the Ad Hoc Group had requested that the Debtors provide drafts of first-day pleadings and advance notice of the relief the Debtors intend to seek, and that, as of the date of the letter, the Ad Hoc Group had not received a response to that request. At the time this letter was sent to the Clerk of the Court, the Debtors had not filed these Chapter 11 Cases, had not sought any relief from this Court or any other bankruptcy court, and had not yet determined whether or when to commence these Chapter 11 Cases or what first-day relief, if any, the Debtors would ultimately request; the Debtors were still pursuing discussions with the Ad Hoc Group to determine if a possible standstill or consensual restructuring solution could be reached.

47. Notwithstanding the Ad Hoc Group's highly aggressive approach thus far, the Debtors and their advisors remain committed to trying to engage with the Ad Hoc Group, its advisors, and all stakeholders during these Chapter 11 Cases with the objective of reaching a consensual resolution that right-sizes the Debtors' capital structure, preserves the going-concern value of their enterprise, and positions the Company for long-term success.

48. The Debtors and their estates are separate and distinct from EchoStar and its non-Debtor affiliates, including the debtors in the DISH Chapter 11 Cases. The Debtors' assets, including cash generated from the Debtors' operations, will be used solely for the benefit of the Debtors' estates and their creditors, and will not be used to subsidize or fund the operations, obligations, or liabilities of EchoStar, the debtors in the DISH Chapter 11 Cases, or any other non-Debtor affiliate without further order of the Court.

C. Appointment of Independent Directors

49. On July 28, 2026, Anthony Horton and Michael Buenzow were appointed to the Board of Directors of HSSC as independent directors (the "**Independent Directors**"). Mr. Horton brings extensive financial and business leadership expertise to the Board, having served in senior leadership and director roles across a range of public and private companies; he currently serves as Chief Executive Officer of AR Horton Advisors, Lead Independent Director for Team, Inc., and Independent Director for Talen Energy Corporation. Mr. Buenzow brings over 25 years of experience advising C-suite leaders across a diverse range of industries, including 23 years at FTI Consulting, Inc., where he served as Senior Managing Director and Vice Chairman of Restructuring through 2025, and he is currently the founder of Turn 180 LLC. Following these appointments, the members of the Board of Directors of HSSC were (and are) Mr. Horton, Mr. Buenzow, and Mr. Ergen (HSSC's Principal Executive Officer and the Co-Founder, Chairman of the Board, President, and Chief Executive Officer of EchoStar). On that same day, HSSC's Board of Directors unanimously approved the formation and appointment of a special committee of the Board of Directors comprised of the Independent Directors (the "**Special Committee**"), having concluded that the Independent Directors possess no material business relationships, close personal relationships, or other affiliations, or any history of any such material business relationships, close personal relationships, or other affiliations, with the Company or any of its related parties that would cause either of them to be unable to (a) exercise independent judgment based on the best interests of the Company or (b) make decisions and carry out their responsibilities as members of the Board of Directors, in accordance with HSSC's bylaws and applicable law.

50. The Board of Directors delegated to the Special Committee authority to: (a) review and evaluate the Debtors' capital structure, assets, liabilities, operations, liquidity, and

general financial condition and to consider, evaluate, and negotiate financing transactions, restructuring transactions, and/or other strategic alternatives for the Debtors and their stakeholders, including the possibilities of undertaking a strategic, restructuring, financing, and/or any sale transaction or series of such transactions involving the Debtors or their subsidiaries, and to approve and implement any such transaction, in each case to the extent that the Board of Directors or the Special Committee reasonably determines that such matter or matters present an actual or potential conflict of interest between the Debtors or their subsidiaries, on the one hand, and EchoStar or one or more of its subsidiaries (other than the Debtors or their subsidiaries), on the other hand; (b) conduct an independent investigation and assess the merits and potential value of any potential claims and causes of action held by the Debtors or their subsidiaries against one or more of EchoStar or its subsidiaries (other than the Debtors or their subsidiaries), with the sole power and authority to conduct such investigation and to act upon, prosecute, settle, release, or take any other action in connection therewith as determined by the Special Committee; and (c) take any and all actions necessary or desirable in connection with the foregoing, including the authority to retain independent advisors. The Special Committee retained Kirkland & Ellis to advise and support the Special Committee in the discharge of its duties.

51. On July 31, 2026, HSSC appointed Mr. Ramesh Ramaswamy as Executive Vice President, General Manager. Mr. Ramaswamy joined HSSC in 1985 as a software engineer and rose through management roles in engineering, operations, marketing and sales.

52. On August 2, 2026, the Board of Directors of HSSC (including the Independent Directors) unanimously authorized the Debtors to commence these Chapter 11 Cases to preserve the value of their businesses and effectuate their strategic transition.

D. Cash Collateral

53. As described above in Part III.D, the Senior Secured Notes may be secured by a first-priority lien on substantially all of the assets of HSSC and each of the Guarantors (collectively, the "**Collateral**") pursuant to that certain Security Agreement, dated as of June 8, 2011 (as amended and supplemented from time to time, the "**Security Agreement**"). The Senior Secured Notes are guaranteed on a joint and several basis by each of the Guarantors. The beneficial holders of the Senior Secured Notes, acting through WSFS as indenture trustee and collateral agent, are referred to herein as the "**Secured Noteholders**."

54. The Collateral for the Senior Secured Notes may include, among other things, substantially all of the Debtors' real and personal property, accounts receivable, subscriber receivables, equipment, inventory, intellectual property, orbital slot licenses and regulatory authorizations, investment property, deposit accounts, and the proceeds thereof. Cash generated from the Debtors' operations may constitute "cash collateral" within the meaning of section 363(a) of the Bankruptcy Code, in which the Secured Noteholders may assert a security interest by virtue of the Security Agreement and the indenture governing the Senior Secured Notes.

55. The Debtors require immediate access to cash collateral to fund their ongoing operations during the pendency of these Chapter 11 Cases. As of the Petition Date, the Debtors had approximately $61.2 million in cash and cash equivalents on a bank basis. The Debtors' operations continue to generate operating cash flow, reflecting a combination of durable consumer broadband cash flows from JUPITER satellite operations and growing enterprise and government revenue. The Debtors do not currently project a need to immediately obtain debtor-in-possession financing, but the Debtors reserve the right to seek authorization to enter into a debtor-in-possession financing facility if the use of available cash, including any cash collateral,

is, at any time, insufficient to support the Debtors' ongoing operations and the costs of administering these Chapter 11 Cases.

56. The Debtors propose to use their available cash, including any cash collateral, to fund, among other things: (i) ordinary course operating expenses, including compensation and benefits for their workforce, rent and ground infrastructure operating costs, satellite lease payments, utility expenses, and vendor payments critical to maintaining their satellite network and operations; (ii) capital expenditures necessary to maintain the Debtors' satellite infrastructure and network operations; (iii) professional fees, administrative expenses, and other costs associated with the administration of these Chapter 11 Cases, including fees of the Debtors' counsel, financial advisors, claims and noticing agent, and other professionals retained in these cases; and (iv) payments authorized pursuant to any orders granting the First Day Motions. The Debtors will use their available cash, including any cash collateral, in accordance with a budget and will report regularly against that budget.

57. In exchange for the use of any cash collateral, the Debtors propose to provide adequate protection of the Secured Noteholders' interests in the Collateral, including, without limitation: (i) replacement and continuation of existing prepetition liens on all property of the Debtors' estates arising or acquired after the Petition Date to the extent such liens constituted valid, properly perfected, and enforceable prepetition liens, in each case to the extent of any diminution in the value of the Collateral from and after the Petition Date; (ii) superpriority administrative expense claims pursuant to section 507(b) of the Bankruptcy Code, junior only to any carve-out for professional fees approved by the Court, to the extent of any diminution in the value of the Collateral; and (iii) compliance with the terms of the budget set forth in the motion

seeking use of cash collateral and variance testing as may be agreed with the Secured Noteholders or ordered by the Court.

58. The adequate protection proposed is fair and reasonable under the circumstances. The Debtors' satellite fleet continues to operate at high utilization levels and the ongoing generation of consumer, enterprise, and government cash flows demonstrates that the value of the Collateral is being preserved and supported by the Debtors' continued operations. The Debtors have substantial going-concern value that will be maintained and enhanced through continued operations. The value of the Collateral is adequate to protect the Secured Noteholders' interests during the pendency of these Chapter 11 Cases.

59. Access to any cash collateral on an interim and final basis is critical to the Debtors' ability to, among other things, fund their operations, pay their employees, maintain satellite service for their subscribers, satisfy the obligations of their enterprise and government contracts, and administer these Chapter 11 Cases without disruption. The failure to obtain authority to use cash collateral on an interim basis would leave the Debtors with no alternative but an immediate liquidation. This would be value destructive and cause immediate and irreparable harm to the Debtors' businesses and estates, their creditors and stakeholders, and would destroy any ability of the Debtors to complete a successful reorganization.

V. The First Day Motions

60. The Debtors have filed the First Day Motions to minimize the adverse effects on their businesses caused by the filing of these Chapter 11 Cases. The First Day Motions seek relief to stabilize the Debtors' operations, facilitate the efficient administration of these Chapter 11 Cases, and expedite the Debtors' restructuring. The First Day Motions include:

A. Administrative Motions

- *Debtors' Emergency Motion for Entry of an Order (I) Directing Joint Administration of Cases and (II) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of An Order (I) Authorizing the Debtors to Redact Certain Personal Identifying Information of Natural Persons, (II) Approving the Form and Manner of the Notice of Commencement, and (III) Granting Related Relief*;

- *Debtors' Emergency* Ex Parte *Application for Entry of an Order Authorizing the Employment and Retention of Epiq Corporate Restructuring, LLC as Claims, Noticing, and Solicitation Agent*;

- *Debtors' Emergency Motion for Entry of an Order (I) Extending Time to File (A) Schedules and Statements, (B) Bankruptcy Rule 2015.3 Financial Reports, (II) Modifying the Requirements of Bankruptcy Local Rule 2015-3, and (III) Granting Related Relief*; and

- *Debtors' Emergency Motion for Entry of an Order (I) Restating and Enforcing the Worldwide Automatic Stay, Anti-Discrimination Provisions, and Ipso Facto Protections of the Bankruptcy Code, (II) Approving the Related Form and Manner of Notice and (III) Granting Related Relief.*

B. Operational Motions

- *Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Existing Cash Management System, (B) Maintain Existing Bank Accounts, Business Forms, and Books and Records, (C) Pay Related Prepetition Obligations, and (D) Continue Intercompany Transactions; (II) Granting Administrative Expense Status to Intercompany Transactions; (III) Extending Time to Comply With and Waiving Section 345(b) Deposit and Investment Requirements; and (IV) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, and Other Compensation Obligations and (B) Maintain Employee Benefit Programs and Pay Related Administrative Obligations, and (II) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Certain Prepetition Claims of Critical Vendors, Foreign Vendors, and Foreign Lien Claimants, (II) Confirming the Administrative Expense Priority Status of Certain Undisputed Prepetition Obligations, and (III) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue Certain Customer Programs and (B) Pay Prepetition Obligations Related Thereto, and (II) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of an Order (I) Approving the Debtors' Proposed Adequate Assurance of Payment for Utility Services, (II) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Services, (III) Approving the Debtors' Proposed Procedures for Resolving Adequate Assurance Requests, and (IV) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Certain Prepetition Taxes and Fees and (II) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of an Order (I) Authorizing Debtors to (A) Maintain and Continue Insurance, Surety Bonds, and Letters of Credit, (B) Pay Related Prepetition Obligations, and (C) Renew, Amend, Supplement, Extend, Purchase, Cancel, and Enter into New Insurance Coverage, Surety Bonds, and Letters of Credit; (II) Granting Relief from Automatic Stay with Respect to Workers' Compensation Claims and (III) Granting Related Relief*;

- *Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Use Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Noteholders, (III) Scheduling a Final Hearing, and (IV) Granting Related Relief.*

61. I have reviewed each of the First Day Motions (including the exhibits thereto) and I believe the facts stated in them are true and correct to the best of my knowledge. I incorporate by reference the factual statements in each of the First Day Motions as though fully set forth in this declaration.

62. The failure to obtain the relief requested in the First Day Motions could result in immediate and irreparable harm to the Debtors, their business, and their estates, and could impair the Debtors' ability to successfully emerge from these Chapter 11 Cases. The success of these Chapter 11 Cases depends upon the Debtors' ability to preserve their operations while they negotiate a definitive restructuring solution with the Ad Hoc Group and their other stakeholders. The Debtors will face severe economic consequences in the event of any disruption to their

global satellite and broadband operations. For all these reasons, the relief requested in the First Day Motions is in the best interest of the Debtors' estates and that their approval will allow the Debtors to preserve and maximize the value of their estates for the benefit of their stakeholders.

[*Remainder of Page Intentionally Left Blank*]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Dated: August 2, 2026
New York, New York

/s/ Robert Del Genio
Robert Del Genio

Chief Restructuring Officer
Hughes Satellite Systems Corporation

Exhibit 1

Organizational Chart

Legend

- Chapter 11 Debtor
- Issuer
- Non-Debtor Affiliate
- Guarantor
- HSSC 6.625% Senior 2026 Notes
- HSSC 5.250% Secured 2026 Notes

