
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): March 20, 2013

Intelsat S.A.

(Exact name of registrant as specified in its charter)

Luxembourg
(State or other jurisdiction
of incorporation)

000-50262
(Commission
File Number)

98-0346003
(I.R.S. Employer
Identification No.)

4 rue Albert Borschette
Luxembourg
Grand-Duchy of Luxembourg
(Address of principal executive offices)

L-1246
(Zip Code)

+(352) 27 84 1600
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

On March 20, 2013, Intelsat S.A. issued a press release to announce that Intelsat (Luxembourg) S.A. priced its previously announced offering of senior notes and will issue \$500,000,000 aggregate principal amount of 6.75% senior notes due 2018, \$2,000,000 aggregate principal amount of 7.75% senior notes due 2021 and \$1,000,000 aggregate principal amount of 8.125% senior notes due 2023. The closing of the offering is subject to a number of customary conditions.

The press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Document Description</u>
99.1	Press Release dated March 20, 2013 entitled "Intelsat Announces Pricing of Senior Notes in Conjunction with Refinancing Activity"

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTELSAT S.A.

Date: March 20, 2013

By: /s/ Michael McDonnell

Name: Michael McDonnell

Title: Executive Vice President & Chief Financial Officer

EXHIBIT INDEX

**Exhibit
No.**

Document Description

99.1 Press Release dated March 20, 2013 entitled "Intelsat Announces Pricing of Senior Notes in Conjunction with Refinancing Activity"

News Release
2013-10

Contact
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Intelsat Announces Pricing of Senior Notes in Conjunction with Refinancing Activity

Luxembourg, March 20, 2013

Intelsat S.A., the world's leading provider of satellite services, today announced that its subsidiary, Intelsat (Luxembourg) S.A. ("Intelsat Luxembourg"), priced \$3,500.0 million aggregate principal amount of senior notes, consisting of \$500.0 million aggregate principal amount of 6.75% senior notes due 2018 (the "2018 notes"), \$2,000.0 million aggregate principal amount of 7.75% senior notes due 2021 (the "2021 notes") and \$1,000.0 million aggregate principal amount of 8.125% senior notes due 2023 (the "2023 notes" and collectively with the 2018 notes and the 2021 notes, the "notes"), in each case, at an offering price of 100%. Intelsat Luxembourg's obligations under the notes will be guaranteed by Intelsat S.A. The notes offering is expected to close on April 5, 2013, subject to certain conditions.

The net proceeds from the sale of the notes are expected to be used by Intelsat Luxembourg to redeem \$915.0 million aggregate principal amount of its outstanding 11 1/2/12 1/2% Senior PIK Election Notes due 2017 (the "2017 PIK Notes") on April 5, 2013 in its previously announced redemption, to redeem the remaining approximately \$1,588.0 million aggregate principal amount of its outstanding 2017 PIK Notes, to redeem approximately \$754.8 million aggregate principal amount of its outstanding 11 1/4% Senior Notes due 2017 (the "2017 Senior Notes"), to pay related fees and expenses and for general corporate purposes, which may include the repayment, redemption, retirement or repurchase of additional 2017 Senior Notes or other outstanding indebtedness of Intelsat Luxembourg and its subsidiaries.

The notes referred to above are being offered and sold to qualified institutional buyers in accordance with Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"), and to persons outside the United States in accordance with Regulation S under the Securities Act and applicable exemptions from registration, prospectus or like requirements under the laws and regulations of the relevant jurisdictions outside the United States. The notes will not be registered

under the Securities Act and, until registered, may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. The notes referred to above will also not be registered in any jurisdiction outside of the United States and no action or steps will be taken to permit the offer of the notes in any such jurisdiction where any registration or other action or steps would be required to permit an offer of the notes.

The notes may therefore not be offered or sold in any such jurisdiction except pursuant to an exemption from, or in a transaction not subject to, the relevant requirements of laws and regulations of such jurisdictions.

No prospectus as required by the Directive 2003/71/EC (and the implementing laws and regulations in the relevant member states) has been filed with respect to the notes and therefore no offers of notes may be made in any Member States of the European Economic Area unless made pursuant to an exemption under the Directive 2003/71/EC (and the implementing laws and regulations in the relevant Member States).

This press release shall not constitute an offer to sell or the solicitation of an offer to buy the notes or any other securities of Intelsat, nor shall there be any offer, solicitation or sale of the notes in any state or jurisdiction in which such offer, solicitation or sale would be unlawful.

About Intelsat

Intelsat is the leading provider of satellite services worldwide. For over 45 years, Intelsat has been delivering information and entertainment for many of the world's leading media and network companies, multinational corporations, Internet Service Providers and governmental agencies. Intelsat's satellite, teleport and fiber infrastructure is unmatched in the industry, setting the standard for transmissions of video, data and voice services. From the globalization of content and the proliferation of HD, to the expansion of cellular networks and broadband access, with Intelsat, advanced communications anywhere in the world are closer, by far.

Intelsat Safe Harbor Statement

Some of the statements in this news release constitute "forward-looking statements" that do not directly or exclusively relate to historical facts. The forward-looking statements made in this release reflect Intelsat's intentions, plans, expectations, assumptions and beliefs about future events and are subject to risks, uncertainties and other factors, many of which are outside of Intelsat's control. Known risks include, among others, the risks included in Intelsat's annual report on Form 10-K for the year ended December 31, 2012 and its

other filings with the U.S. Securities and Exchange Commission, the political, economic and legal conditions in the markets we are targeting for communications services or in which we operate and other risks and uncertainties inherent in the telecommunications business in general and the satellite communications business in particular. Because actual results could differ materially from Intelsat's intentions, plans, expectations, assumptions and beliefs about the future, you are urged to view all forward-looking statements contained in this news release with caution. Intelsat does not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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