

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Tolley David</u> (Last) (First) (Middle) C/O INTELSAT S.A. 4, RUE ALBERT BORSCHETTE (Street) LUXEMBOURG N4 L-1246 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Intelsat S.A. [INTEQ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP & Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/30/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	05/18/2020		S		100,000	D	\$0.398 ⁽¹⁾	6,953	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Share Units	(2)	04/30/2020		D			67,500	(3)	(3)	Common Shares	67,500	(3)	0	D
Restricted Share Units	(2)							(4)	(4)	Common Shares	25,334		25,334	D
Restricted Share Units	(2)							(5)	(5)	Common Shares	100,000		100,000	D

Explanation of Responses:

- The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.3915 to \$0.4039, inclusive. The reporting person undertakes to provide to Intelsat S.A., any security holder of Intelsat S.A. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares at each separate price within the ranges set forth in this footnote.
- Each restricted share unit ("RSU") represents a contingent right to receive one Common Share.
- On April 30, 2020 the RSUs granted on March 1, 2020 were cancelled. In exchange, the reporting person received a new performance-based incentive arrangement providing for the payment in cash of up to 82% of the grant date value of the RSUs, portions of which are to be received based upon achievement of objective performance criteria to be established by the Company's Compensation Committee.
- The RSUs vest in two equal annual installments, beginning March 1, 2021.
- Fifty percent (50%) of the RSUs will vest on July 1, 2020, twenty-five percent (25%) on July 1, 2021, and the remaining twenty-five percent (25%) on July 1, 2022.

Remarks:

/s/ Sajid Ajmeri as attorney-in-fact 05/20/2020

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.