

**Question 12(b)**

By this filing, TracFone Wireless, Inc. (“TracFone”) is notifying the Commission of its affiliation with Digicel Honduras S.A. de C.V. (“Digicel Honduras”), a provider of wireless telecommunications and value added services in Honduras. Digicel Honduras is a foreign carrier, as defined in Section 63.09(d), and owns facilities in its destination market.

**Question 12(c)(1)**

Digicel Honduras is authorized to operate in Honduras, which is a WTO member country. Digicel Honduras is not included on the Commission’s list of foreign carriers that are presumed to possess “market power” in its markets, and thus, is entitled to the presumption of non-dominance.<sup>1</sup> Moreover, Digicel Honduras lacks fifty percent market share in the international transport and local access market on the foreign end of the U.S.-Honduras route. Pursuant to Section 63.10(a)(3), therefore, TracFone will be entitled to non-dominant status on the Honduran route.

**Question 16**

TracFone requests continued regulation as a non-dominant international carrier on the U.S.-Honduras route pursuant to Section 63.10 of the Commission’s rules. As indicated in the response to Question 12(c)(1), Digicel Honduras does not possess market power in the Honduran market. In addition, the Commission has determined that mobile wireless service providers lack sufficient market power to affect competition adversely in the U.S. market.<sup>2</sup> TracFone, therefore, will be entitled to non-dominant classification on this affiliated route. Further, because TracFone

---

<sup>1</sup> See Public Notice, *List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, DA 04-1584 (rel. May 28, 2004).

<sup>2</sup> *International Common Carrier Regulations – 1998 Biennial Regulatory Review*, Report and Order, 14 FCC Rcd 4909 ¶ 29 (1999).

is a mobile wireless service provider and because TracFone only resells international switched telecommunications services of an unaffiliated U.S. facilities-based carrier on all routes, TracFone will be entitled to non-dominant classification on all international routes, including the Honduran route.

**Question 17**

Through an acquisition by a wholly-owned subsidiary of its parent company, América Móvil, S.A.B de C.V. (“América Móvil”), a Mexican holding company for telecommunications-related investments;<sup>3</sup> TracFone became affiliated with Digicel Honduras on November 30, 2011.<sup>4</sup> Digicel Honduras is a telecommunications carrier providing wireless and value added services in Honduras as specified in response to Question 12(b) above.

**Question 18**

TracFone holds a Section 214 authorization (File No. ITC-214-20030401-00162) to resell the international switched telecommunications services of an unaffiliated facilities-based carrier to all global points, including Honduras.<sup>5</sup>

**Question 19**

TracFone is authorized to serve all global points, including Honduras, solely through the resale of international switched services of unaffiliated U.S. facilities-based carriers.

---

<sup>3</sup> AMX USA Holding, S.A. de C.V., a Mexican holding company (“AMX USA Holding”), owns 98.2% of TracFone. AMX USA Holding is wholly-owned by Sercotel, S.A. de C.V., which in turn is wholly-owned by América Móvil.

<sup>4</sup> América Móvil holds its 100% interest in Digicel Honduras through subsidiaries: Servicios de Comunicaciones de Honduras, S.A. de C.V. holds 90% of the stock of Digicel Honduras, and Radiomóvil Dipsa, S.A. de C.V. holds the remaining 10% of stock.

<sup>5</sup> *International Authorizations Granted*, Public Notice, Report No. TEL-00663, DA 03-1478 (rel. May 1, 2003).

## **Question 20**

The name, address, citizenship, and principal business of any person or entity that directly or indirectly owns at least ten percent of the equity of TracFone, and the percentage of equity owned by each of those entities (to the nearest one percent), are:

Name: Address:  Citizenship: Principal Business: Percentage:	AMX USA Holding, S.A. de C.V. Lago Zurich No. 245, Plaza Carso / Edificio Telcel, Colonia Granada Ampliación Mexico, D.F. 11529 Mexico Holding company for telecommunications-related investments 98.2% <sup>6</sup>
Name: Address:  Citizenship: Principal Business: Percentage:	Sercotel, S.A. de C.V. Lago Zurich No. 245, Plaza Carso / Edificio Telcel, Colonia Granada Ampliación Mexico, D.F. 11529 Mexico Holding company for telecommunications-related investments Sercotel directly owns 100% of AMX USA Holding
Name: Address:	América Móvil, S.A.B. de C.V. Lago Zurich No. 245, Plaza Carso / Edificio Telcel,

---

<sup>6</sup> F.J. Pollak, a U.S. citizen, holds the remaining 1.8% of TracFone's capital stock.

<sup>7</sup> A 21.24% of the equity (approximately 45.02% of the voting stock) of América Móvil is owned directly and indirectly, including beneficially owned, through a trust for the benefit of Carlos Slim Helú and certain members of his family, all of whom are Mexican citizens. Inmobiliaria Carso, S.A. de C.V. (a non-public holding company wholly owned by the Slim family and duly organized under Mexican laws) also owns shares of América Móvil that represent less than ten percent of the voting shares of América Móvil. In addition, Carlos Slim Helú and members of his family individually own shares of América Móvil, though none in his or her individual capacity owns ten percent or more of the voting shares of América Móvil. Collectively, members of the

Citizenship:	Colonia Granada Ampliación Mexico, D.F. 11529
Principal Business:	Mexico Holding company for telecommunications- related investments
Percentage:	América Móvil directly owns 100% of Sercotel. Based on the most recent publicly available information, the Slim family holds directly and indirectly 42.27% of the equity and 65.50% of the voting stock in América Móvil. <sup>7</sup> Other Mexican and foreign investors hold the remaining equity and voting stock of América Móvil. No public investor holds more than 10% of América Móvil's capital stock.

**Question 21**

There are no interlocking directorates between TracFone and Digicel Honduras.

---

Slim family, the Slim family trust, and Inmobiliaria Carso hold 42.27% of the equity and 65.50% of the voting stock in América Móvil.

In addition, AT&T Inc. (“AT&T”) (formerly known as SBC International, Inc.), a widely and publicly held corporation incorporated under the laws of the state of Delaware, holds approximately 9.11% of the equity (approximately 24.5% of the voting stock) of América Móvil through AA shares. Based on beneficial ownership reports filed with the U.S. Securities and Exchange Commission (“SEC”) on March 1, 2011, AT&T also owned approximately 752 million L shares. As of April 30, 2011, 38.7% of the outstanding L shares of América Móvil were represented by L Share ADSs, each representing the right to receive 20 L shares, and 99.3% of the L Share ADSs were held by registered holders with addresses in the United States. 33.7% of the A shares were held in the form of A Share ADSs, each representing the right to receive 20 A shares, and 99.5% of the A Share ADSs were held by registered holders with addresses in the United States.