

ATTACHMENT 1

T-Mobile USA, Inc. Application For Authority To Provide Service On The U.S.-Montenegro Route On A Resale Basis

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.18 of the Commission's rules,¹ T-Mobile USA, Inc. ("T-Mobile") seeks Commission consent for it and its wholly-owned subsidiaries to provide international telecommunications services on a resale basis between the United States and Montenegro.² T-Mobile, through its ultimate parent company Deutsche Telekom AG ("DT"), is affiliated with a carrier with market power in Montenegro. Accordingly, T-Mobile seeks authority to serve the U.S.-Montenegro route subject to the Commission's dominant safeguards.

Although Montenegro currently is an observer government to the World Trade Organization ("WTO"), its full membership is imminent. On December 17, 2011, the WTO adopted Montenegro's terms of entry at the 8th Ministerial Conference in Geneva.³ Montenegro must ratify its accession package by March 31, 2012, and its membership will be effective 30 days after it notifies the WTO.⁴

Answer to Question 9

T-Mobile requests streamlined processing pursuant to Section 63.12 of the Commission's rules.⁵ Although T-Mobile is affiliated with the dominant carrier in Montenegro, Montenegro will be a WTO member country very near term. T-Mobile also agrees to be classified as dominant under Section 63.10 of the Commission's rules on the U.S.-Montenegro route.⁶

Answer to Question 11

T-Mobile responds to questions and certifications set forth in Sections 63.18(i) through (m) of the Commission's rules as follows:

¹ 47 U.S.C. § 214; 47 C.F.R. § 63.18.

² Pursuant to Section 63.21(h) of the Commission's rules, 47 C.F.R. § 63.21(h), T-Mobile's wholly-owned subsidiaries T-Mobile License LLC; Powertel Memphis Licenses, Inc.; T-Mobile West Corporation; VoiceStream Pittsburgh, L.P.; Cook Inlet GSM IV PCS Holdings, LLC; SunCom Wireless License Company, LLC; T-Mobile Puerto Rico LLC; and WALLC License, LLC will operate under T-Mobile's international Section 214 authorization to provide service on the U.S.-Montenegro route.

³ See Press Release, *WTO Membership of Montenegro and Samoa Approved*, (Dec. 17, 2011), available at http://www.wto.org/english/news_e/news11_e/acc_wsm_17dec11_e.htm.

⁴ T-Mobile will promptly inform the Commission of any changes or developments with regard to Montenegro's WTO status.

⁵ 47 C.F.R. § 63.12.

⁶ *Id.* § 63.10.

- (i) T-Mobile certifies that it is not a foreign carrier operating in Montenegro, but that is affiliated with a foreign carrier operating in Montenegro.
- (j) T-Mobile certifies that it seeks authority to provide international resale services between the United States and Montenegro. DT, of which T-Mobile is a wholly-owned indirect subsidiary, is affiliated with Crnogorski Telekom a.d. Podgorica (formerly Telekom Crne Gore A.D.) (“Crnogorski”), the dominant fixed line and wireless operator in Montenegro.
- (k) As explained above, although Montenegro currently is an observer government to the WTO, its full membership is imminent.
- (l) Not applicable.⁷
- (m) T-Mobile agrees to accept regulation as a dominant carrier on the U.S.-Montenegro route.

Response to Question 12

As noted above in response to Question 11, T-Mobile seeks authority to provide international resale services between the United States and Montenegro. DT, of which T-Mobile is a wholly-owned indirect subsidiary, also controls Crnogorski, which has market power in Montenegro.

⁷ The required quarterly traffic reports referenced in Section 63.18(1) are no longer in effect. *See* Reporting Requirements for U.S. Providers of International Telecommunications Services, Amendment of Part 43 of the FCC’s Rules, *First Report and Order and Further Notice of Proposed Rulemaking*, 26 FCC Rcd 7274 (2011).

ATTACHMENT 2

T-Mobile USA, Inc. Application For Authority To Provide Service On The U.S.-Montenegro International Route On A Resale Basis

Response to Question 14

Pursuant to Section 63.18(h) of the Commission's rules, the entities that directly or indirectly hold a ten percent or greater interest in T-Mobile are listed below. The direct and indirect ownership of T-Mobile is illustrated in the organizational chart set forth in Exhibit A.

Direct Ownership

Name: **T-Mobile Global Holding GmbH ("TMHG")**
Address: Landgrabenweg 151
Bonn, Germany 53227
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: TMHG directly holds 100 percent of the ownership interests in T-Mobile.

Indirect Ownership

Name: **T-Mobile Global Zwischenholding GmbH ("TMZG")**
Address: Friedrich-Ebert-Allee 140
Bonn, Germany 53113
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: TMZG directly holds 100 percent of the ownership interests in TMHG.

Name: **Deutsche Telekom AG ("DT")**
Address: Friedrich-Ebert-Allee 140
Bonn, Germany 53113
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: DT directly holds 100 percent of the ownership interests of TMZG.

Name: **Kreditanstalt für Wiederaufbau ("KfW")**
Address: Palmengartenstrasse 5-9
Frankfort, Germany 60325
Citizenship: Germany
Principal Business: Commercial banking
Percentage Held: KfW, a bank controlled by the German government and federal states, holds approximately 17.02 percent of the ownership interests of DT.

Name: **Federal Republic of Germany (“FRG”)**
Address: c/o Federal Ministry of Finance
Wilhelmstr 97
Berlin, Germany 10117
Citizenship: Germany
Principal Business: Government entity
Percentage Held: FRG directly holds approximately 14.96 percent of the ownership interests of DT. FRG also directly holds approximately 80 percent of the ownership interests in KfW which, as described above, holds approximately 17.02 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately 31.98 percent of DT.

No other entity or individual holds a 10 percent or greater direct or indirect interest in T-Mobile.

T-Mobile has no interlocking directorates with Crnogorski. T-Mobile has certain interlocking directorates with other foreign carriers, which are listed below.

T-Mobile Director	Foreign Carrier	Foreign Carrier Position
René Obermann Member, Board of Directors	Deutsche Telekom AG	Chairman, Board of Management
	T-Systems International GmbH	Chairman, Supervisory Board
Raphael Kubler Member, Board of Directors	Deutsche Telekom Kundenservice GmbH	Member, Supervisory Board
	T-Mobile International GmbH	Member, Supervisory Board

Response to Question 15

T-Mobile responds to questions set forth in Sections 63.18(d), (e)(3) and (g) of the Commission’s rules as follows:

- (d) T-Mobile has authority pursuant to Section 63.18(e)(2) of the Commission’s rules to provide services on a resale basis to all countries except Montenegro. *See* File No. ITC-214-19960930-00473 (covers all countries except Uzbekistan, Macedonia and Montenegro); ITC-214-20061004-00452 (covers Uzbekistan and Macedonia). In addition, T-Mobile’s wholly-owned subsidiary T-Mobile Puerto Rico LLC has authority pursuant to Section 63.18(e)(2) of the Commission’s rules to provide services on a resale basis to all countries except Montenegro. *See* File No. ITC-214-20070626-00246.
- (e)(3) Because T-Mobile does not seek authority to acquire facilities or to provide services that are not covered by Sections 63.18(e)(1) and 63.18(e)(2) of the Commission’s rules, subsection (e)(3) is not applicable.

- (g) Because T-Mobile does not seek facilities-based authority under Section 63.18(e)(3) of the Commission's rules, subsection (g) is not applicable.

Request To Condition Grant On Compliance With National Security Agreement

T-Mobile requests that the Commission condition its grant of this application on compliance with the provisions of the existing national security agreement (the "Security Agreement") executed between DT and T-Mobile, and the Department of Justice ("DOJ"), Federal Bureau of Investigation ("FBI") and Department of Homeland Security ("DHS") in 2001.¹ The Security Agreement provisions are binding upon DT and DT's wholly-owned subsidiaries. Section 7.2 of the Security Agreement provides in relevant part:

DT agrees that in its applications or petitions to the FCC for licensing or other authority filed with the FCC after the Effective Date, except with respect to *pro forma* assignments or *pro forma* transfers of control, it shall request that the FCC condition the grant of such licensing or other authority on DT's compliance with the terms of this Agreement.

The Security Agreement prescribed the following specific language for the conditional grant of interests in FCC licenses in the specific context of the DT's acquisition of T-Mobile:

It is further ordered, that the authorizations and the licenses related thereto are subject to compliance with the provisions of the Agreement between Deutsche Telekom AG, VoiceStream Wireless Corporation, VoiceStream Wireless Holding Corporation on the one hand, and the Department of Justice (the "DOJ"), the Federal Bureau of Investigation (the "FBI") and the Department of Homeland Security (the "DHS") on the other, dated January 12, 2001 and amended January 4, 2008, which is designed to address national security, law enforcement, and public safety issues of the FBI, the DOJ and the DHS regarding the authority granted herein. Nothing in the Agreement is intended to limit any obligation imposed by Federal law or regulation including, but not limited to, 47 U.S.C. § 222(a) and (c)(1) and the FCC's implementing regulations.

T-Mobile requests that the Commission impose a similar condition on the grant of this application.

¹ See Agreement between DT, VoiceStream, VoiceStream Wireless Holding Corporation, the DOJ and the FBI (Jan. 12, 2001), which was appended by the Commission to *VoiceStream Wireless Corp., Powertel, Inc., and Deutsche Telekom AG*, 16 FCC Rcd 9779 (2001). The Agreement was amended in 2008 to include DHS as a party to the Agreement. See Agreement between DT, T-Mobile, SunCom Wireless Holdings, Inc., the DOJ, FBI and DHS (Jan. 4, 2008), which was appended by the Commission to *Applications of T-Mobile USA, Inc. and SunCom Wireless Holdings, Inc.*, 23 FCC Rcd 2515 (2008).

EXHIBIT A

Corporate Structure

