

**FCC FORM 214  
ATTACHMENT 1**

**Answer to Question 10**

**Section 63.18(c): The name, title, post office address, and telephone number of the officer and any other contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed.**

Assignor

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Assignee

DISH Network Corporation  
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Counsel to Assignee

Assignor is a limited partnership organized under the laws of Delaware. Assignee is a corporation organized under the laws of Nevada.

**Section 63.18(d): A statement as to whether the applicant has previously received authority under Section 214 of the Act.**

A subsidiary of Assignee, dishNET Wireline, L.L.C., previously received authorization from the Commission under Section 214 of the Communications Act of 1934, as amended, to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules (File Number ITC-214-20080219-00066).

**Answer to Question 11**

**Section 63.18(h): The name, address, citizenship, and principal businesses of each person or entity that directly or indirectly owns at least ten percent of the equity of the assignee, and the percentage of equity owned by each of those entities (to the nearest one percent).**

Name:	Charles W. Ergen <sup>1</sup>
Address:	9601 S. Meridian Boulevard Englewood, CO 80112
Citizenship:	USA
Principal Businesses:	Telecommunications
Percentage:	51.6%
Name:	Cantey M. Ergen <sup>2</sup>
Address:	9601 S. Meridian Boulevard Englewood, CO 80112
Citizenship:	USA

<sup>1</sup> Mr. Ergen is deemed to own beneficially all of the Class A shares owned by his spouse, Mrs. Ergen.

<sup>2</sup> Mrs. Ergen beneficially owns substantially all of the Class A Shares owned by her spouse, Mr. Ergen.

Principal Businesses: Percentage:	Telecommunications 51.6%
Name: Address: Citizenship: Principal Businesses: Percentage:	Dodge & Cox <sup>3</sup> 555 California Street San Francisco, CA 94104 USA Investment management 10.6%
Name: Address: Citizenship: Principal Businesses: Percentage:	The Vanguard Group, Inc. <sup>4</sup> P.O. Box 2600 Valley Forge, PA 19482 USA Investment company 10.0%

**Answer to Question 12**

**Section 63.18(h): The assignee shall also identify any interlocking directorates with a foreign carrier.**

The Assignee has no interlocking directorates with a foreign carrier.

**Answer to Question 13**

On July 26, 2019, T-Mobile US, Inc. (“T-Mobile”), Sprint Corporation (“Sprint”) and DISH Network Corporation (“DISH”) executed an Asset Purchase Agreement whereby DISH will acquire from T-Mobile the assets primarily used by the Boost Mobile, Virgin Mobile and Sprint-branded prepaid wireless businesses currently operated by Sprint, as well as the customers of those businesses<sup>5</sup> (the “Transaction”). As a result of the Transaction, DISH will become the telecommunications service provider to the transferred customers. The Transaction is required as a condition of the Department of Justice’s approval<sup>6</sup> of the merger of T-Mobile and Sprint, pursuant to which Sprint and its subsidiaries (including the Assignor) will become wholly owned

<sup>3</sup> According to a Schedule 13G/A filed with the SEC on February 11, 2019.

<sup>4</sup> According to a Schedule 13G/A filed with the SEC on January 10, 2019.

<sup>5</sup> Virgin Mobile’s Assurance Wireless business and the prepaid wireless customers of Shenandoah Telecommunications Company and Swiftel Communications, Inc. are not part of the Transaction and thus are not being transferred to DISH.

<sup>6</sup> See *U.S. v. Deutsche Telekom AG, T-Mobile US, Inc., Softbank Group Corp., and Sprint Corporation*, Stipulation and Order, Case 1:19-cv-02232, Document 2-1 (D.D.C 2019); *U.S. v. Deutsche Telekom AG, T-Mobile US, Inc., Softbank Group Corp., Sprint Corporation and DISH Network Corporation*, Proposed Final Judgment, Case 1:19-cv-02232, Document 2-2 (D.D.C. 2019).

subsidiaries of T-Mobile.<sup>7</sup> Accordingly, the merger of T-Mobile and Sprint is a condition precedent to the Transaction.

Section 63.24(b) note of the Commissioner's rules (47 C.F.R. § 63.24 note) provides: "[t]he sale of a customer base, or a portion of a customer base, by a carrier to another carrier, is a sale of assets and shall be treated as an assignment, which requires prior Commission approval under this section." Therefore, the Applicants are filing this Application (and a companion application) in compliance with Section 63.24(b) to seek the Commission's approval for the sale of the Boost Mobile, Virgin Mobile and Sprint-branded prepaid customer base to DISH.

As part of the Transaction, Assignor will not be assigning its international Section 214 authorization to Assignee and instead plans to retain the international section 214 authorization specified in response to Question 4. Rather, the Applicants request that the Commission issue a new ITC-ASG File No. to Assignee.

#### **Answer to Question 14**

**Section 63.18(i): A certification as to whether or not the assignee is, or is affiliated with, a foreign carrier. The certification shall state with specificity each foreign country in which the assignee is, or is affiliated with, a foreign carrier.**

Assignee certifies that it is not a foreign carrier and is not affiliated with a foreign carrier.

#### **Answer to Question 19**

Upon completion of the Transaction, Assignee will be a provider of Commercial Mobile Radio Services.

#### **Answer to Question 20**

The Applicants request streamlined processing of the Application because none of the parties hereto is affiliated with any foreign carrier nor is any party affiliated with any dominant U.S. carrier whose international switched or private line services are being resold.

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<sup>7</sup> On April 29, 2018, T-Mobile and Sprint entered into a Business Combination Agreement pursuant to which Sprint will merge with a wholly owned subsidiary of T-Mobile. On November 5, 2019, the Commission released an order approving the license transfers associated with this merger; *see In the Matter of Applications of T-Mobile US, Inc., and Sprint Corporation For Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 18-197 (Nov. 5, 2019). In the order, the Commission recognized DISH as a "serious and credible third party buyer" of the Boost Mobile and other Sprint prepaid assets and noted that DISH's acquisition of these assets would "help DISH achieve" deployment of 5G mobile broadband services over its spectrum holdings, from which "significant public interest benefits would flow." *Id.* at ¶¶ 12, 207.