

ATTACHMENT 1

Notification of *Pro Forma* Assignment of International Section 214 Authorization FCC File No. ITC-214-19991203-00766

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.24(f) of the Commission's rules, 47 C.F.R. § 63.24(f), PhillieCo, LLC, a Delaware limited liability company ("PhillieCo"), and Sprint Spectrum L.P., a Delaware limited partnership ("Sprint Spectrum"), hereby notify the Federal Communication Commission ("Commission or "FCC") of the *pro forma* assignment of the international Section 214 authorization held by PhillieCo to Sprint Spectrum, PhillieCo's 100 percent direct parent, effective December 30, 2016. The assignment was made as part of an internal corporate restructuring involving the indirect wholly-owned subsidiaries of Sprint Corporation ("Sprint").

Answer to Question 10

Contact Information for the Assignor and Assignee, pursuant to § 63.18(c)

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International Section 214 Authorizations of Assignor and Assignee, pursuant to § 63.18(d)

PhillieCo, LLC holds the international 214 authorization that is the subject of this notification: ITC-214-19991203-00766, an authorization to provide global or limited global resale service.

Sprint Spectrum L.P. holds international 214 authority pursuant to ITC-214-19960308-00105, an authorization to provide individual switched resale service.

Answer to Question 11

10 Percent Ownership Information of Assignee (Sprint Spectrum L.P.), pursuant to § 63.18(h)

Sprint Spectrum L.P. is a subsidiary of Sprint Spectrum Holding Company, LLC

Name:	Sprint Spectrum Holding Company, LLC
Address:	6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership:	99% of Sprint Spectrum L.P.
Citizenship:	USA
Principal Business:	Holding Company

Sprint Spectrum Holding Company, LLC is a subsidiary of Sprint Enterprises, L.P.; SWV Six, Inc.; SWV Two, Inc.; and SWV Four, Inc.

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Name: Sprint Enterprises, L.P.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 40% of Sprint Spectrum Holding Company, LLC; 39.6% of Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Name: SWV Six, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 30% of Sprint Spectrum Holding Company, LLC; 29.7% of Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Name: SWV Two, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 15% of Sprint Spectrum Holding Company, LLC; 14.85% of Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Name: SWV Four, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 15% of Sprint Spectrum Holding Company, LLC; 14.85% of Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Sprint Enterprises, L.P. is a subsidiary of UCOM, Inc. and US Telecom, Inc.

Name: UCOM, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 48.99% of Sprint Enterprises, L.P.; 19.4% of Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Name: US Telecom, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 51.01% of Sprint Enterprises, L.P.; 20.2% of Sprint Spectrum
Citizenship: USA
Principal Business: Communications

UCOM, Inc. and US Telecom, Inc. are wholly-owned subsidiaries of Sprint Communications, Inc.

SWV Six, Inc., SWV Two, Inc., and SWV Four, Inc. also are wholly-owned subsidiaries of Sprint Communications, Inc., as is the entity that holds the remaining 1% interest in Sprint Spectrum.

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Name: Sprint Communications, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 100% of UCOM, Inc., US Telecom, Inc., SWV Six, Inc., SWV Two, Inc., and SWV Four, Inc.; 100% indirect interest in Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Sprint Communications, Inc. is a wholly-owned subsidiary of Sprint Corporation.

Name: Sprint Corporation
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 100% of Sprint Communications, Inc.; 100% indirect interest in Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Sprint Corporation is a subsidiary of Starburst I, Inc.

Name: Starburst I, Inc.
Address: One Circle Star Way
San Carlos, CA 94070
Percentage Ownership: 77.5% of Sprint Corporation¹; 77.5% indirect interest in Sprint Spectrum
Citizenship: USA
Principal Business: Holding Company

Starburst I, Inc. is a subsidiary of SoftBank Group International GK and SOFTBANK GROUP CORP.

Name: SoftBank Group International GK
Address: 1-9-1 Higashi-shimbashi, Minato-ku, Tokyo 105-7303 Japan
Percentage Ownership: 70.4% of Starburst I, Inc.; 54.6% indirect interest in Sprint Spectrum through Starburst I; 60.5% overall indirect interest in Sprint Spectrum
Citizenship: Japan
Principal Business: Holding Company

Name: SOFTBANK GROUP CORP.
Address: 1-9-1 Higashi-shimbashi, Minato-ku, Tokyo 105-7303 Japan
Percentage Ownership: 29.6% of Starburst I, Inc.; 22.9% indirect interest in Sprint Spectrum through Starburst I
Citizenship: Japan
Principal Business: Holding Company

¹ Galaxy Investment Holdings, Inc., a U.S. company, owns approximately 5.9 percent of Sprint Corporation and is a wholly-owned subsidiary of SoftBank Group International GK. SoftBank Group International GK, in turn, is a wholly-owned subsidiary of SoftBank Group Corp. Accordingly, taking the ownership interests of both Starburst I, Inc. and Galaxy Investment Holdings, Inc. into account, Softbank Group Corp.'s beneficial ownership of Sprint Corporation is approximately 83 percent.

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The following individual is the only owner of 10 percent or more of SoftBank Group International GK.

Name: SOFTBANK GROUP CORP.
Address: 1-9-1 Higashi-shimbashi, Minato-ku, Tokyo 105-7303 Japan
Percentage Ownership: 100% of Softbank International GK; 83.4% overall indirect interest in Sprint Spectrum
Citizenship: Japan
Principal Business: Holding Company

The following individual is the only owner of 10 percent or more of SOFTBANK GROUP CORP.

Name: Masayoshi Son
Address: c/o SOFTBANK GROUP CORP.
1-9-1 Higashi-shimbashi, Minato-ku, Tokyo 105-7303 Japan
Percentage Ownership: 19.3% of SOFTBANK GROUP CORP.; 19.3% overall indirect interest in Sprint Spectrum
Citizenship: Japan
Principal Business: Chairman and CEO of SOFTBANK GROUP CORP.

Answer to Question 12

Interlocking Directorate Information, pursuant to §§ 63.18(h) and 63.09

Stefan K. Schnopp, Vice President and Secretary of Sprint Spectrum L.P., is also an officer or director of the following foreign carriers:

- Director, Sprint International Australia Pty Ltd (in Australia)
- Director, Sprint International Austria GmbH (in Austria)
- Manager, SprintLink Belgium BVBA (in Belgium)
- Director, President and Secretary, Sprint International Communications Canada ULC (in Canada)
- Representative, Sprint International Chile Ltda (in Chile)
- General Manager, Sprint International Colombia Ltda. (in Colombia)
- Managing Director, Sprint International Czech Republic S.R.O. (in the Czech Republic)
- Director, SprintLink Denmark ApS (in Denmark)
- President, Sprintlink France SAS (in France)
- Director, SprintLink Germany GmbH (in Germany)
- Director, Sprint Hong Kong Ltd (in Hong Kong)
- Managing Director, Sprint International Hungary (in Hungary)
- Director and Secretary, SprintLink Ireland Ltd (in Ireland)
- Sole Director, SprintLink Italy S.r.l. (in Italy)
- Director and Representative Director, Sprint International Japan Corporation (in Japan)
- Director, Sprint International Korea (in Korea)
- Director, Sprintlink International Malaysia SDN. BHD. (in Malaysia)
- Sole Manager, SIHI Mexico S. de R.L. de C.V. (in Mexico)
- Director, SprintLink Netherlands B.V. (in the Netherlands)
- Director, Sprint International New Zealand (in New Zealand)

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- Chairman, Sprint International Norway AS (in Norway)
- Management Board Member, Sprintlink Poland sp. z o.o. (in Poland)
- Director, Sprint International Communications Singapore Pte Ltd (in Singapore)
- Sole Director, Sprint International Spain, S.L. (in Spain)
- Chairman of the Board, SIHI Scandinavia AB (in Sweden)
- Manager-President, SprintLink International (Switzerland) GmbH (in Switzerland)
- Director, Sprint International Taiwan Ltd. (in Taiwan)
- Director, Sprint (Thailand) Limited (in Thailand)
- Director, SprintLink UK Ltd (in the United Kingdom)
- Director, Sprint International Venezuela, S.R.L. (in Venezuela)

Answer to Question 13

Means by which the assignment has taken place

This filing hereby notifies the Commission, pursuant to Section 63.24(f) of its rules, 47 C.F.R. § 63.24(f), of the *pro forma* assignment of international Section 214 authorization held by PhillieCo to Sprint Spectrum, PhillieCo's 100 percent direct parent, as part of an internal corporate restructuring. PhillieCo and Sprint Spectrum are both indirect wholly-owned subsidiaries of Sprint. This *pro forma* assignment is effective as of December 30, 2016.

Assignments "that do not result in a change in the actual controlling party are considered non-substantial or *pro forma*", pursuant to Section 62.24(d) of the Commission's rules, 47 C.F.R. § 63.24(d). In this case, Sprint retained control of the international Section 214 authorization at issue both before and after the assignment. Accordingly, this assignment is *pro forma* in nature.