

**ATTACHMENT 1 TO FCC ELECTRONIC FORM
FOR PRO FORMA TRANSFER OF CONTROL OF
INTERNATIONAL SECTION 214 AUTHORIZATIONS**

Pursuant to Section 214 of the Communications Act of 1934, as amended, (“the Act”), 47 U.S.C. § 214, and Section 63.24(f) of the Commission’s rules, 47 C.F.R. § 63.24(f), Deutsche Telekom AG (“DT”) hereby notifies the Commission of the *pro forma* transfer of control of the international Section 214 authorizations held by T-Mobile USA, Inc. (“T-Mobile USA”), T-Mobile Puerto Rico LLC (“T-Mobile Puerto Rico”), and Iowa Wireless Services Holding Corporation (“Iowa Wireless”), as part of an internal corporate restructuring by DT that occurred on December 31, 2013.¹ The restructuring did not change the ultimate ownership or control of the international Section 214 authorizations at issue. Accordingly, the internal corporate restructuring was *pro forma* in nature.

Answer to Question 10 - Section 63.18(c)-(d):

Because ultimate ownership of these international Section 214 authorizations will not change as a result of this transaction, DT has been designated as both the transferor and the transferee for the instant *pro forma* transfer of control filing.

Contact Information:

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with a copy to:

Nancy J. Victory
Wiley Rein LLP
1776 K Street, N.W.
Washington, DC 20006

¹ Prior to the internal organization, DT applied for and received consent to the *pro forma* transfer of private wireless radio licenses (ULS file number 0005975598, granted Nov. 5, 2013) and an experimental license (OET file number 0006-EX-TU-2011, granted June 28, 2011) held by T-Mobile License LLC. Notification is concurrently being filed with the Wireless Telecommunications Bureau with regard to the common carrier radio licenses impacted by the internal reorganization.

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International Section 214 Authority:

DT does not directly hold any international Section 214 authority. DT indirectly wholly owns and controls T-Mobile USA and T-Mobile Puerto Rico, and has an indirect 53.6 percent equity interest in Iowa Wireless. T-Mobile USA holds four international Section 214 authorizations, File Nos. ITC-214-20061004-00452 (global resale service), ITC-214-19960930-00473 (global resale service), ITC-214-20120301-00067 (global resale service), and ITC-214-20011116-00601 (global facilities-based and resale services). T-Mobile Puerto Rico holds one international Section 214 authorization, File No. ITC-214-20070626-00246 (global resale service). Iowa Wireless holds one international Section 214 authorization, File No. ITC-214-20020513-00251 (global resale service).

Answer to Question 11 - Section 63.18(h):

The following entities hold a ten percent or greater ownership interest in DT:

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 percent of the equity and voting 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 15 percent of the equity and voting interests of DT. FRG also directly holds approximately 80 percent of the equity and voting interests in KfW which, as described above, holds approximately 17 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately 32 percent of the equity and voting interests in DT.

No other person or entity has a direct or indirect, voting or equity ten percent or greater ownership interest in DT.

Answer to Question 12 - Section 63.18(h):

DT has the following interlocking directorates: (1) Timotheus Höttges is the Chairman, Board of Management of Deutsche Telekom AG, a member of the Board of Telekom Deutschland GmbH, and a member of the Board of Everything Everywhere Limited, a company located in the United Kingdom; (2) Raphael Kübler is a member of the Board of Directors of Hellenic Telecommunications Organization S.A., a company located in Greece.

Answer to Question 13 - Narrative of Transaction and Public Interest Statement:

DT hereby notifies the Commission of the *pro forma* transfer of control of the international Section 214 authorizations held by T-Mobile USA, T-Mobile Puerto Rico and Iowa Wireless (collectively, the “Section 214 Holders”) as a result of an internal corporate restructuring of certain subsidiaries through which DT holds its interests in the Section 214 Holders.

DT implemented the internal corporate reorganization to streamline and simplify its corporate structure. This affected the ownership of the Section 214 Holders by introducing Deutsche Telekom Holding B.V. (“DT Holding B.V.”) into the ownership chain. Specifically, T-Mobile Global Holding GmbH (“T-Mobile Holding”), which previously held a direct 66.79 percent interest in T-Mobile US, Inc. (“T-Mobile US”), contributed all of its shares of T-Mobile US to DT Holding B.V., a company organized in the Netherlands. DT Holding B.V. is a wholly owned subsidiary of T-Mobile Holding and, following the transaction, now holds a 66.79 percent direct interest in T-Mobile US. T-Mobile US directly holds 100 percent of the ownership of T-Mobile USA. T-Mobile USA has a 100 percent ownership interest in T-Mobile Puerto Rico and an indirect 53.6 percent non-controlling interest in Iowa Wireless. Attached hereto are charts depicting the Section 214 Holders’ ownership before and after the corporate restructuring.

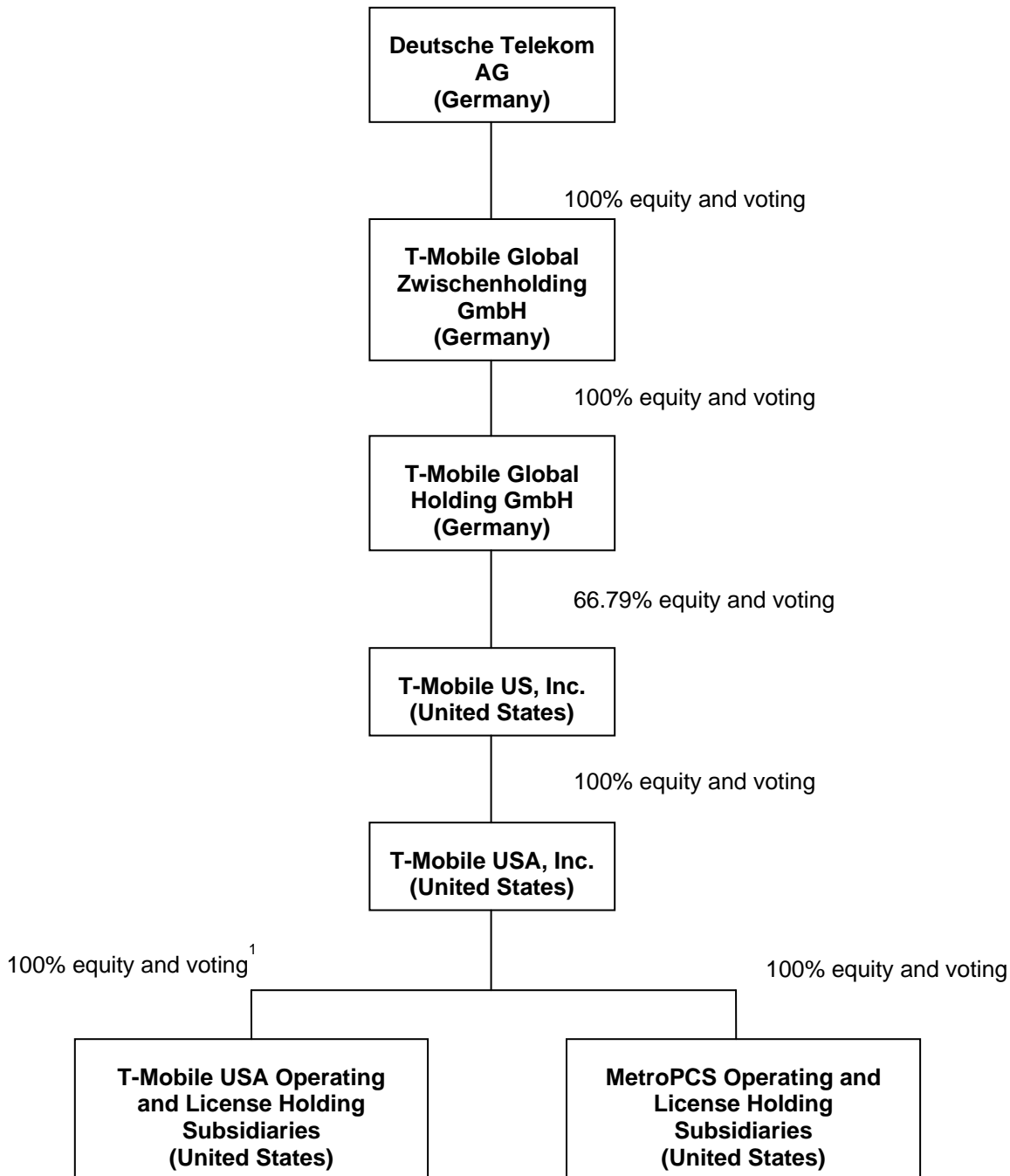
By adding a new subsidiary to the corporate chain through which DT holds its interests in the Section 214 Holders, the restructuring resulted in the transfer of control of licenses and authorizations held by these entities (because, under FCC policy, DT is considered to have *de jure* or *de facto* control over the Section 214 Holders). As this transaction does not change ultimate control of the Section 214 Holders, the transaction is *pro forma* in nature.² The Commission has stated that, in situations “where no substantial change of control will result from

² *Fed. Communications Bar Ass’n’s Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses & Transfers of Control Involving Telecomms. Carriers*, Memorandum Opinion and Order, 13 FCC Rcd 6293, 6299, ¶ 8 (1998) (“*FCBA Forbearance Order*”) (“corporate reorganization which involves no substantial change in the beneficial ownership of the corporation” is *pro forma* in nature); cf. 47 C.F.R. § 63.24(d).

the transfer or assignment, grant of the application is deemed presumptively in the public interest.”³

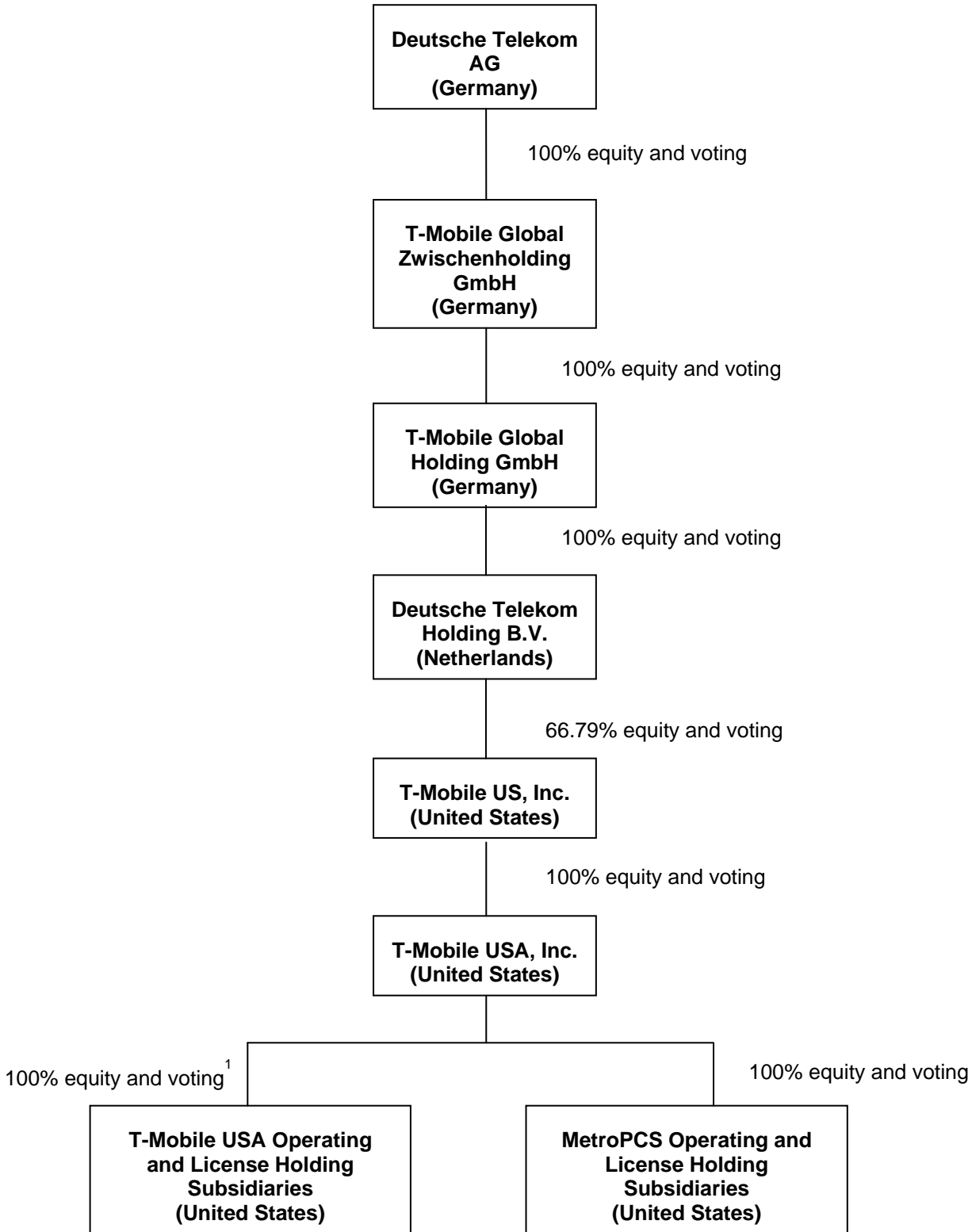
³ *Id.* at 6299, ¶ 2.

Pre-Restructuring Ownership



1. T-Mobile USA, Inc. has a 100% equity and voting interest in all entities except for Iowa Wireless Services Holding Corporation, in which it has a 53.6% non-controlling interest.

Post-Restructuring Ownership



1. T-Mobile USA, Inc. has a 100% equity and voting interest in all entities except for Iowa Wireless Services Holding Corporation, in which it has a 53.6% non-controlling interest.