

**ATTACHMENT 1 TO FCC ELECTRONIC FORM**  
**Notification of *Pro Forma* Transfer**

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), US Telecom, Inc. ("US Telecom") and Sprint Communications, Inc. ("SCI") hereby notify the Commission of the *pro forma* transfer of control of the international Section 214 authorizations held by Sprint Communications Company L.P. ("SCCLP"), which resulted from an internal corporate reorganization involving indirect wholly owned subsidiaries of T-Mobile US, Inc.<sup>1</sup> The transaction, which occurred on December 31, 2020, involved the merger of US Telecom into SCI, with SCI as the surviving entity. This resulted in the *pro forma* transfer of control of SCCLP and its FCC licenses and authorizations.

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

Contact Information for Transferee:

David Werblow  
T-Mobile USA, Inc.  
12920 SE 38th Street  
Bellevue, WA 98006  
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With a copy to:

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Place of Formation:

SCI is a Kansas corporation.

International Section 214 Authority:

SCCLP holds the following international Section 214 authorizations that were transferred as a result of the instant transaction: ITC-214-20100623-00263; ITC-214-19981021-00739;

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<sup>1</sup> SCCLP also holds FCC licenses that are not subject to forbearance. The Commission approved the *pro forma* transfer of those licenses prior to the transaction occurring. See ULS File No. 0009343607.

ITC-214-19990316-00141; ITC-214-20000302-00127; ITC-2141-9960718-00327; and ITC-214-20010615-00340.

The transferee, SCI, holds ITC-214-19970723-00428. SCI also acquired ITC-214-19851107-00004 and ITC-214-19941209-00368 from US Telecom as part of the instant transaction.<sup>2</sup>

Interlocking Directorates:

SCI has no interlocking directorates with a foreign carrier.

Answer to Question 11 - Section 63.18(h):

The following entities hold indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in SCI:

**Name:** Sprint Corporation (“Sprint”)  
**Address:** 12502 Sunrise Valley Drive  
Reston, VA 20196  
**Citizenship:** U.S.  
**Type of Organization:** Corporation  
**Principal Business:** Telecommunications and information services  
**Percentage Held:** Sprint Corporation holds a direct 100 percent equity and voting interest in SCI.

**Name:** T-Mobile USA, Inc. (“T-Mobile”)  
**Address:** 12920 SE 38th Street  
Bellevue, WA 98006  
**Citizenship:** U.S.  
**Type of Organization:** Corporation  
**Principal Business:** Telecommunications and information services  
**Percentage Held:** T-Mobile holds a direct 100 percent equity and voting interest in Sprint.

**Name:** T-Mobile US, Inc. (“T-Mobile US”)  
**Address:** 12920 SE 38th Street  
Bellevue, WA 98006  
**Citizenship:** U.S.  
**Type of Organization:** Corporation  
**Principal Business:** Telecommunications and information services  
**Percentage Held:** T-Mobile US holds a direct 100 percent equity and voting interest in T-Mobile.

**Name:** Deutsche Telekom Holding B.V. (“DT Holding”)  
**Address:** Stationsplein 8-K, Office Number 809

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<sup>2</sup> A notification for that *pro forma* assignment is being filed contemporaneously.

**Place of Organization:** 6221 BT Maastricht  
Netherlands  
**Type of Organization:** Netherlands  
Corporation  
**Principal Business:** Holding company  
**Percentage Held:** DT Holding holds approximately a 43 percent direct equity and voting interest in T-Mobile US.

**Name:** T-Mobile Global Holding GmbH (“T-Mobile Holding”)  
**Address:** Landgrabenweg 151  
Bonn, Germany 53227  
**Citizenship:** Germany  
**Type of Organization:** Corporation  
**Principal Business:** Telecommunications and information services  
**Percentage Held:** T-Mobile Holding holds a direct 100 percent equity and voting interest in DT Holding.

**Name:** T-Mobile Global Zwischenholding GmbH (“T-Mobile Global”)  
**Address:** Friedrich-Ebert-Allee 140  
Bonn, Germany  
**Citizenship:** Germany  
**Type of Organization:** Corporation  
**Principal Business:** Telecommunications and information services  
**Percentage Held:** T-Mobile Global holds a direct 100 percent equity and voting interest in T-Mobile Holding.

**Name:** Deutsche Telekom AG (“DT”)  
**Address:** Friedrich-Ebert-Allee 140  
Bonn, Germany  
**Citizenship:** Germany  
**Type of Organization:** Corporation  
**Principal Business:** Telecommunications and information services  
**Percentage Held:** DT holds a direct 100 percent equity and voting interest in T-Mobile Global. DT has *de facto* control of T-Mobile US – and thus Transferee – as a result of a proxy agreement which authorizes DT to vote a majority of the stock of T-Mobile US.

**Name:** Kreditanstalt für Wiederaufbau (“KfW”)  
**Address:** Palmengartenstrasse 5-9  
Frankfort, Germany 60325  
**Citizenship:** Germany  
**Type of Organization:** Corporation  
**Principal Business:** Commercial banking

**Percentage Held:** KfW, a bank controlled by the German government and federal states, holds approximately 17 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  
**Type of Organization:** Government entity  
**Principal Business:** Government  
**Percentage Held:** FRG directly holds approximately 15 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 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately 32 percent of DT.

No other individual or entity will hold directly or indirectly a ten percent or greater equity and/or voting interest in SCI.

**Answer to Question 13:**

The Commission is hereby notified of the *pro forma* transfer of control of the international Section 214 authorizations held by SCCLP as part of an internal reorganization involving wholly owned subsidiaries of T-Mobile. The transaction, which occurred on December 31, 2020, involved the merger of US Telecom into SCI, with SCI as the surviving entity. This resulted in the *pro forma* transfer of control of SCCLP and its FCC licenses and authorizations. Attached are charts showing the ownership of SCCLP before and after the transaction.

Because the restructuring did not change the ultimate control of the authorizations, it was *pro forma* in nature.<sup>3</sup> The Commission has stated that, in situations “where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest.”<sup>4</sup>

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<sup>3</sup> *In re 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).

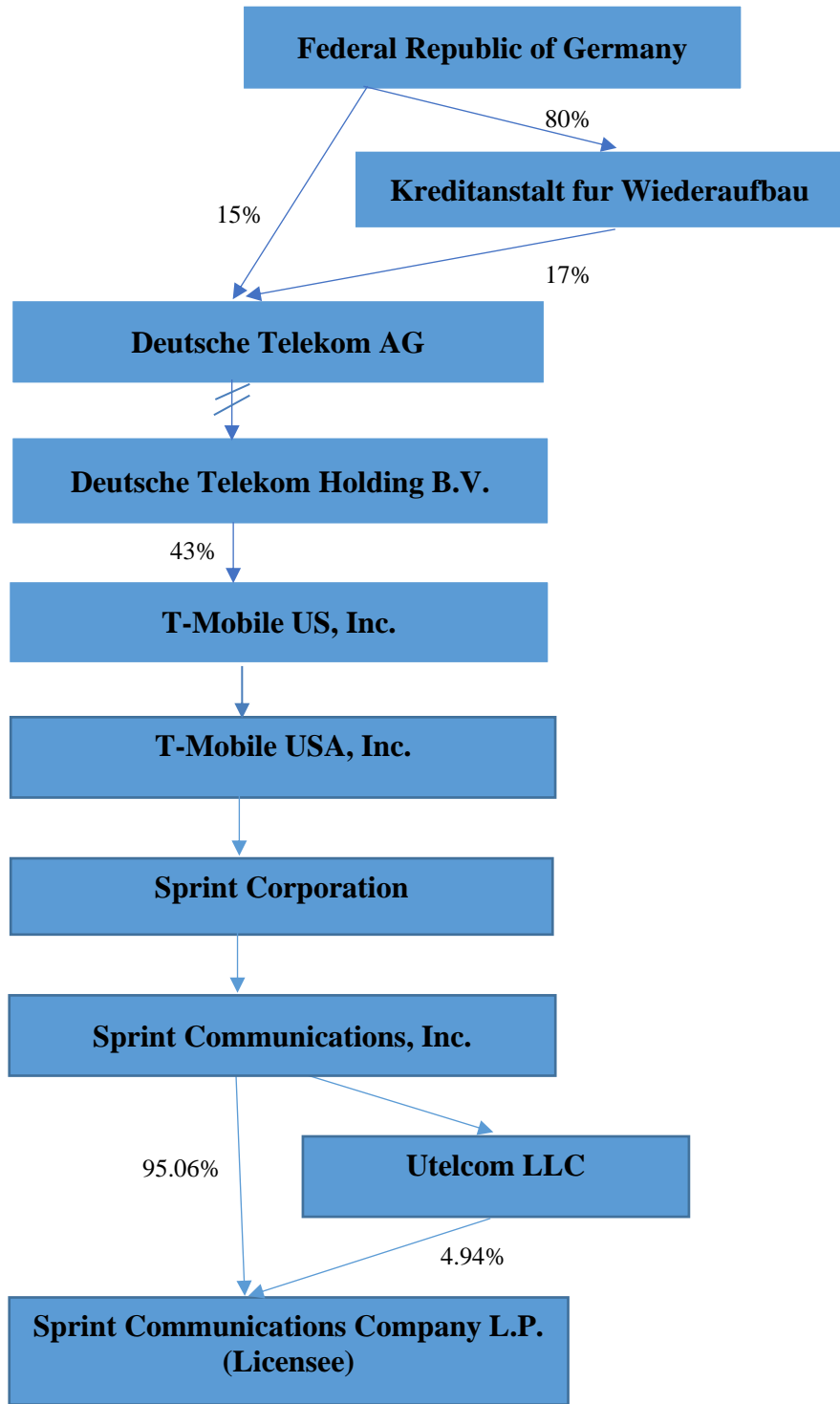
<sup>4</sup> *Id.* at 6295, ¶ 2. See also 1998 Biennial Review – Review of International Common Carrier Regulations, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999) (finding that “[r]egulatory review of [*pro forma*] transactions yields no significant public interest benefits, but may delay or hinder transactions that could provide substantial financial, operational, or administrative benefits for carriers.”).

Pre-Reorganization Ownership:



\*All ownership is 100% unless otherwise indicated.

Post-Reorganization Ownership:



\*All ownership is 100% unless otherwise indicated.