Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

In the Matter of	)	
	)	
TIM S.p.A.	)	
	)	
Transferor	)	File No. ITC-T/C-2025-__________
	)	
and	)	
	)	
Boost BidCo S.r.l.	)	
	)	
Transferee	)	
	)	
Application for Consent to Transfer Control of International Section 214 Authorization Holders	)	

APPLICATION FOR CONSENT TO TRANSFER CONTROL
OF INTERNATIONAL SECTION 214 AUTHORIZATION HOLDERS

TI Sparkle North America, Inc. ("TISNA") holds international section 214 authorizations, file nos. ITC-214-20000523-00313 (global facilities-based and resale authority), ITC-214-20030716-00357 (limited facilities-based authority), and ITC-214-20111228-00386 (global facilities-based authority). TI Sparkle Americas, Inc. ("TISA") holds international section 214 authorization, file no. ITC-214-20010718-00384 (global facilities-based and resale authority). Telecom Italia Sparkle S.p.A. ("TI Sparkle")[1] holds international section 214 authorization, file no. ITC-214-20020412-00178 (global facilities-based and resale authority). TIM S.p.A. ("TIM"), the ultimate parent company of TISNA, TISA and TI Sparkle, and Boost BidCo S.r.l. ("BidCo"), the transferee in the Proposed Transaction described below, submit this application for FCC consent to the transfer of control of the Authorization Holders, and their respective international

[1] TISNA, TISA and TI Sparkle are referred to collectively as the "Authorization Holders."

section 214 authorizations, from TIM to BidCo. TIM and BidCo provide the following information and exhibit in support of this application.

I. BACKGROUND

On April 14, 2025, TIM and BidCo, a wholly-owned subsidiary of Boost HoldCo S.r.l. ("HoldCo"),[2] entered into a share purchase agreement to purchase TI Sparkle. HoldCo is a joint venture, which, immediately prior to completion of the proposed sale transaction, will be owned by the Italian Ministry of Economy and Finance ("MEF") (70 percent interest), a cabinet level ministry of the Italian Government, and Retelit S.p.A., ("Retelit") (30 percent interest), an Italian telecommunications company ("Proposed Transaction"). TISNA provides wholesale voice services to carriers, ISPs, and service providers. TISA provides wholesale and retail data services, IP transit, and colocation services. TI Sparkle provides wholesale voice services and wholesale and retail data services, such as capacity. Following completion of the Proposed Transaction, TI Sparkle, initially as a wholly-owned subsidiary of BidCo and then as a wholly-owned subsidiary of HoldCo, will control the operations of TISNA and TISA in the U.S.

II. THE PROPOSED TRANSACTION WILL SERVE THE PUBLIC INTEREST AND WILL NOT HARM COMPETITION

The Proposed Transaction will serve the public interest. While the principal motivation for the Proposed Transaction is designed to safeguard infrastructure that is considered strategic by MEF for national security and digital sovereignty in Italy, the acquisition will also benefit the Authorization Holders' U.S. operations in a number of ways. In particular, the Proposed Transaction will enable Retelit, one of Italy's leading telecommunications operators, by enhancing its international connectivity footprint in the U.S., to strengthen and broaden the Authorization

[2] One year after completion of the Proposed Transaction, BidCo will merge into TI Sparkle, and TI Sparkle will be wholly-owned by HoldCo.

Holders' service offerings to large corporate and public entity customers, particularly in the B2B sector. At the same time, the Proposed Transaction will have no adverse impact on either the Authorization Holders' customers or competition in the telecommunications services market more generally. The Proposed Transaction will be transparent to the Authorization Holders' customers, which immediately following the Proposed Transaction, will continue to receive services without interruption at the same rates, terms, and conditions as previously had been the case.

III. INFORMATION REQUIRED PURSUANT TO 47 C.F.R. §§63.18, 63.24

Sections 63.18(a) and 63.18(b)

(a) The name, address, and telephone number of each applicant.

Transferor:	TIM S.p.A. Via G. Negri n. 1, 20123 Milan, Italy 20123 Phone: +39 3351437696
Transferee:	Boost BidCo S.r.l. Via Pola n. 9, Milan, Italy Phone: +39 02 2020451

(b) The Government, State, or Territory under the laws of which each corporate or partnership applicant is organized.

Transferor and Transferee are organized under the laws of Italy.

Section 63.18(c)

(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.

For Transferor:	Antonino Calì Telecom Italia Sparkle S.p.A. Via di Macchia Palocco 223 00125 Roma, Italy Phone: +39 3351437696 adminpec@tisparkle.telecompost.it / antonino.cali@tisparkle.com

With a copy to:	Steven Augustino and Thomas F. Bardo Nelson Mullins Riley & Scarborough LLP 101 Constitution Avenue, NW, Suite 900 Washington, D.C. 20001 Phone: (202) 689-2947 Fax: (202)-689-2860
Transferee:	Roberta Neri Jorge Juan Alvarez Fernandez Boost BidCo/Retelit S.p.A Via Pola 9, 20124 Milan, Italy Telephone: +34 608 270913
With a copy to:	Laura Black and Wes Hutson White & Case, LLP 701 13th St NW # 600 Washington, DC 20005 Telephone: (202) 626-6470 Facsimile: (202) 639-9355

Section 63.18(d) and (e)

TISNA, TISA and TI Sparkle hold the international section 214 authorizations listed below, which will continue in effect following completion of the Proposed Transaction on the same terms as previously authorized by the Commission:

> TISNA: File Nos. ITC-214-20000523-00313 (global facilities-based and resale authority), ITC-214-20030716-00357 (limited facilities-based authority), ITC-214-20111228-00386 (global facilities-based authority);
>
> TISA: File No. ITC-214-20010718-00384 (global facilities-based and resale authority); and
>
> TI Sparkle: File No. ITC-214-20020412-00178 (global facilities-based and resale authority).

BidCo does not currently hold any international section 214 authorizations issued by the FCC. Upon grant of this application, BidCo would control the entities holding the international section 214 authorizations listed above.

Section 63.18(h)(1)

The following persons or entities hold or will hold, directly or indirectly, 10% or greater interests in the Authorization Holders post-transaction as calculated pursuant to the Commission's ownership attribution rules for international telecommunications carriers:

1. Upon consummation of the Proposed Transaction, TISNA and TISA will continue to be wholly owned by:

Name:	Telecom Italia Sparkle S.p.A ("TI Sparkle")
Address:	Via di Macchia Palocco, 223, 00125, Rome, Italy
Ownership:	100% direct economic and voting interest in TISNA and TISA
Citizenship:	Italy
Principal Business:	Communications services provider

2. TI Sparkle will be wholly-owned by:

Name:	Boost BidCo S.r.l
Address:	Via Pola n. 9, 20124, Milan Italy
Ownership:	100% direct economic and voting interest in TI Sparkle (100% indirect economic and voting interest in TISNA and TISA)
Citizenship:	Italy
Principal Business:	Acquisition entity indirectly owned as a joint venture between the Italian Ministry of Economy and Finance and Retelit S.p.A.

3. Boost BidCo S.r.l. will be wholly-owned by:

Name:	Boost HoldCo S.r.l
Address:	Via Pola n. 9, 20124, Milan Italy
Ownership:	100% economic and voting interest in Boost BidCo S.r.l. (100% indirect economic and voting interest in the Authorization Holders)
Citizenship:	Italy
Principal Business:	Holding Company

4. Boost HoldCo S.r.l will be jointly-owned by:

Name:	Retelit S.p.A.
Address:	Via Pola n. 9, 20124, Milan Italy
Ownership:	30% economic and voting interest in Boost HoldCo S.r.l. (30% indirect economic and voting interest in the Authorization Holders)
Citizenship:	Italy
Principal Business:	Telecommunications Operator

Name:	Italian Ministry of Economy and Finance
Address:	Via XX Settembre, 9 (Palazzo delle Finanze), 00187 Rome, Italy
Ownership:	70% economic and voting interest in Boost HoldCo S.r.l. (70% indirect economic and voting interest in the Authorization Holders)
Citizenship:	Italy
Principal Business:	Government Ministry

5. Retelit S.p.A. will be wholly-owned by:

Name:	Marbles S.p.A.
Address:	Piazza Cavour n. 17, 00193 Rome, Italy
Ownership:	100% economic and voting interest in Retelit S.p.A. (30% indirect economic and voting interest in the Authorization Holders)
Citizenship:	Italy
Principal Business:	Holding Company

6. Marbles S.p.A will be majority-owned by:

Name:	Lesod SPV 2020 SLU
Address:	Calle Oresne 34, 10th Floor, 28020 Madrid, Spain
Ownership:	95% economic and voting interest in Marbles S.p.A (30% indirect economic and voting interest in Authorization Holders)
Citizenship:	Spain
Principal Business:	Holding Company

7. Lesod SPV 2020 SLU will be wholly-owned by:

Name:	Marble HoldCo Ltd.
Address:	40 Queen Street, lst Floor, London ECA4 IDD, United Kingdom
Ownership:	100% economic and voting interest in Lesod SPV 2020 SLU (28% indirect economic and 30% indirect voting interest in the Authorization Holders)
Citizenship:	United Kingdom
Principal Business:	Holding Company

8. Marble HoldCo Ltd. will be jointly-owned by*:

Name:	Marble TopCo Ltd.
Address:	40 Queen Street, lst Floor, London ECA4 IDD, United Kingdom
Ownership:	20% economic and 39% voting interest in Marble HoldCo Ltd. (6% indirect economic interest and 12% indirect voting interest in the Authorization Holders)
Citizenship:	United Kingdom
Principal Business:	Holding Company/Investment Vehicle

Name:	Glass Topco Ltd.
Address:	40 Queen Street, lst Floor, London EC4A IDD, United Kingdom
Ownership:	31% economic and 61% voting interest in Marble HoldCo Ltd. (9% indirect economic and 30% indirect voting interest in the Authorization Holders)
Citizenship:	United Kingdom
Principal Business:	Holding Company/Investment Vehicle

*A group of designated Co-Investors will hold a 49% indirect economic and 0% indirect voting stake in Marble HoldCo Ltd. None of the individual investors in this group will have a 10% or greater direct or indirect ownership interest in the Authorization Holders.

9. Marble TopCo, Ltd. will be wholly-owned by:

Name:	Asterion Industrial Infra Fund I, FCR
Address:	Calle Serrano 16, 2nd Floor, 28001, Madrid, Spain
Ownership:	100% economic and voting interest in Marble TopCo, Ltd. (6% indirect economic and 30% indirect voting interest in the Authorization Holders)
Citizenship:	Spain
Principal Business:	Investment Fund managed by Asterion Industrial Partners SCEIC, SA

10. Glass Topco Ltd. will be wholly-owned by:

Name:	Asterion Industrial Infra Fund II, FCR
Address:	Calle Serrano 16, 2nd Floor, 28001, Madrid, Spain
Ownership:	100% economic and voting interest in Glass TopCo, Ltd. (9% indirect economic and 30% indirect voting interest in the Authorization Holders)
Citizenship:	Spain
Principal Business:	Investment Fund managed by Asterion Industrial Partners SCEIC, SA

11. Asterion Industrial Infra Funds I and II, FCR will each be wholly-owned by:

Name:	Asterion Industrial Partners SGEIC, SA
Address:	Calle Serrano 16, 2nd Floor, 28001, Madrid, Spain
Ownership:	100% economic and voting interest in each Fund (14% indirect economic and 30% indirect voting interest in the Authorization Holders)
Citizenship:	Spain
Principal Business:	Alternative Investment Fund Company

12. Asterion Industrial Partners SGEIC will be controlled by:

Name:	Jesse Olmos Clavijo
Address:	Madrid, Spain
Ownership:	51% economic and voting interest in Asterion Industrial Partners SGEIC (7% indirect economic and 30% indirect voting interest in the Authorization Holders)
Citizenship:	Spain
Principal Business:	Principal Owner

No other person or entity is expected to hold a 10% or greater direct or indirect ownership interest in the Authorization Holders pursuant to the Commission's ownership attribution rules for international telecommunications carriers.

Section 63.18(h)(2)

Pre-transaction and post-transaction ownership charts are attached as Exhibit 1.

Section 63.18(h)(3)

The Authorization Holders have the following interlocking directorates with the following foreign carriers in the TI Sparkle group of companies:[3]

Foreign Carrier Affiliate	***Director***
Panama Digital Gateway SA	Riccardo Pieralice
TI Sparkle Americas, Inc.	Aldo Mauricio Traverso Augsten Borislav Bojidarov Ibrichimov Simone Cascino Milani Federica Moroni
TI Sparkle Argentina SA	Aldo Mauricio Traverso Augsten
TI Sparkle Brasil Telecomunicações Limitada	Aldo Mauricio Traverso Augsten
TI Sparkle Colombia Ltda	Aldo Mauricio Traverso Augsten
TI Sparkle France SAS	Simone Cascino Milani
TI Sparkle Greece SA	Simone Cascino Milani
TI Sparkle Israel Ltd.	Riccardo Pieralice Simone Cascino Milani
TI Sparkle North America Inc.	Aldo Mauricio Traverso Augsten Riccardo Pieralice Simone Cascino Milani
TI Sparkle Panama S.A.	Aldo Mauricio Traverso Augsten Riccardo Pieralice
TI Sparkle Perù S.A.	Aldo Mauricio Traverso Augsten Borislav Bojidarov Ibrichimov
TI Sparkle Singapore Pte. Ltd.	Simone Cascino Milani Federica Moroni
TI Sparkle Turkey Telekomünikasyon AS	Riccardo Pieralice Simone Cascino Milani
TI Sparkle Venezuela CA	Aldo Mauricio Traverso Augsten
TI Sparkle Mexicana SA de CV	Aldo Mauricio Traverso Augsten Borislav Bojidarov Ibrichimov

[3] The Authorization Holders do not have interlocking directorates with the TIM group of companies.

BidCo and the other entities in its ownership chain, including Retelit and Asterion Industrial Partners SGEIC, SA ("Asterion"), have the following interlocking directorates with foreign carriers:

Foreign Carrier Affiliate (Asterion)	***Director***
NBI Broadband Ireland (Ireland)	Winnie Wutte Kate-Lynn Gordey Derek McManus Holly Seliga
Olin Group (TUCA BIDCO, S.L.) (Spain)	Sebastian Urban Amaro Gonzalez de Mesa Ignacio Manrique
MS3 Networks Limited (UK)	Bice di Gregorio Sheeni Kapoor Derek McManus Holly Seliga
Axión Infraestructuras de Telecomunicaciones, S.A.U (Spain)	Joerg Weber, Eduardo Collar Olaso
Lineox S.A. (Spain)	Joerg Weber, Eduardo Collar Olaso

<u>Section 63.18(i)</u>

With respect to the requirement to disclose whether an applicant is, or is affiliated with, a foreign carrier, BidCo and the other entities in its ownership chain, including Retelit and Asterion, certify that Retelit is a foreign carrier that is authorized in Italy to engage in the provision of international telecommunications services offered to the public in Italy and that Asterion is affiliated with the foreign carriers in Ireland, the U.K. and Spain identified in response to Section 63.18(h)(3) above.

The Authorization Holders certify that they are affiliated with the following foreign carriers that are affiliated with the TIM and TI Sparkle group of companies:

TIM SA (Brazil)[4]
I-Systems S.A. (Brazil)
TIM San Marino S.p.A. (San Marino)
TMS Telefonia Mobile Sammarinese S.p.A.
Telecom Italia Sparkle S.p.A. (Italy)
TI Sparkle Argentina S.A. (Argentina)
TI Sparkle Brasil Telecomunicações Limitada (Brasil)
TI Sparkle Chile SpA (Chile)

TI Sparkle Austria GmBH (Austria)
TI Sparkle Belgium BVBA (Belgium)
TI Sparkle Bulgaria EOOD (Bulgaria)
TI Sparkle France SAS (France)
TI Sparkle Germany GmBH (Germany)
TI Sparkle Greece SA (Greece)
TI Sparkle Netherlands B.V. (The Netherlands)
TI Sparkle Romania S.r.l. (Romania)
TI Sparkle Russia OOO (Russian Federation)

[4] TIM SA (Brazil), I-Systems S.A. (Brazil). TIM San Marino S.p.A. (San Marino) and TMS Telefonia Mobile Sammarinese S.p.A. (San Marino) are subsidiaries of TIM (collectively, "TIM Subsidiaries"). The TIM Subsidiaries are not included in the Proposed Transaction.

TI Sparkle Colombia Ltda (Colombia) TI Sparkle Mexicana S.A. de C.V. (Mexico) TI Sparkle Panama S.A. (Panama) TI Sparkle Perù S.A. (Perù) TI Sparkle Venezuela C.A. (Venezuela) Panama Digital Gateway SA (Panama) (60%) TI Sparkle Israel Ltd. (Israel)	TI Sparkle Spain Telecommunications SL (Spain) TI Sparkle Switzerland GmBH (Switzerland) TI Sparkle UK Limited (United Kingdom) TIS Lagos Limited (Nigeria) TI Sparkle Singapore Pte. Ltd. (Singapore) Sparkle Communications India Private Limited (India) TI Sparkle Turkey Telekomünikasyon AS (Turkey)

Section 63.18(j)

The Authorization Holders certify that: (1) TI Sparkle is a foreign carrier in Italy; and (2) TI Sparkle controls the foreign carriers listed in Section 63.18(i), except for the TIM Subsidiaries as defined in Note 4.

BidCo and the other entities in its ownership chain, including Retelit and Asterion, certify that: (1) Retelit is a foreign carrier in Italy; and (2) Asterion controls the foreign carriers listed in Section 63.18(h)(3) providing services in Ireland, the U.K. and Spain.

Sections 63.18(k)

With respect to the requirement to identify whether, for any country where an applicant would be a foreign carrier, that country is a WTO member, this is to confirm that all countries listed are WTO member countries.

Section 63.18(m)

The Authorization Holders respectfully request regulation as non-dominant carriers for the provision of international telecommunications services in all the countries listed in response to Section 63.18(i). No foreign carrier affiliate of the Authorization Holders or of BidCo and the other entities in its ownership chain, including Asterion, or Retelit as a foreign carrier in Italy, qualifies as dominant in its destination market.[5] All foreign carrier affiliates and Retelit operate as competitive providers of international telecommunications services in their destination markets.

Section 63.18(n)

The Authorization Holders, BidCo and the other entities in its ownership chain, including Retelit and Asterion, each certify that they have not agreed to accept special concessions directly

[5] In 2011, the Israel Competition Authority ("ICA") stated that TIS Israel held a monopoly in the provision of international bi-directional optic fiber-based capacity services in segments between landing points in Israel and overseas destinations. The ICA's statement was based upon its presumption that a provider with a market share exceeding 50% is deemed a monopolist. The ICA made no fact-based determination regarding the actual exercise of market power by TIS Israel. TI Sparkle has no evidence regarding TIS Israel's current market share in the market identified by the ICA in 2011.

or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

Section 63.18(o)

The Authorization Holders, BidCo and the other entities in its ownership chain each certify that they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti–Drug Abuse Act of 1988. *See* 21 U.S.C. 853a.

Section 63.18(p)

The Authorization Holders and Bidco, including all the direct or indirect owners in its ownership chain holding a 10% direct or indirect ownership interest in the Authorization Holders upon completion of the Proposed Transaction, have submitted the responses to standard questions directly to Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector ("Committee"). Further, the Authorization Holders and BidCo will submit a complete and unredacted copy of this application to the Committee within three business days of filing the application with the FCC.

Section 63.18(q)(1)

The Authorization Holders, BidCo and the other entities in its ownership chain to the extent applicable, each certify that they will: (1) comply with all Communications Assistance for Law Enforcement Act ("CALEA") requirements and related regulations, including all FCC orders and opinions governing the application of CALEA and the FCC's regulations in 47 C.F.R. Part 1, Subpart Z; (2) make communications to, from, or within the U.S., as well as records thereof, available in a form and location that permits them to be subject to a valid and lawful request or legal process in accordance with U.S. law, including, but not limited to: (i) The Wiretap Act, 18 USC 2510 *et seq.*, (ii) The Storage Communications Act, 18 USC 2701 *et seq.*, (iii) The Pen Register and Trap and Trace Statute, 18 USC 3121 *et seq*., and (iv) other court orders, subpoenas, or other legal process; (3) designate a point of contact who is located in the United States and is a U.S. citizen or lawful permanent U.S. resident for the execution of lawful requests and as an agent for legal service of process.

The Authorization Holders, BidCo and the other entities in its ownership chain also each certify that they: (1) are responsible for the continuing accuracy and completeness of all information submitted to the Commission and the Committee; and (2) understand that they will be subject to all remedies of the United States Government if they fail to fulfill any conditions and/or obligations set forth in the preceding paragraph, or in the grant of any authorization, or if any information provided to the U.S. Government is materially false.

CONCLUSION

TIM and BidCo submit that grant of this application will serve the public interest. Retelit, one of the owners of HoldCo, is one of Italy's leading telecommunications operators, particularly in the B2B sector. The Proposed Transaction will enable Retelit, one of Italy's leading telecommunications operators, by enhancing its international connectivity footprint in the U.S., to strengthen and broaden the Authorization Holders' service offerings to large corporate and public entity customers, particularly in the B2B sector. TIM and BidCo, therefore, respectfully request that the FCC grant this application for approval of the transfer of control of the Authorizations Holders and their respective international section 214 authorizations to BidCo.

December 2, 2025

Respectfully submitted,

Boost BidCo S.r.l.

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