

**Attachment 1 to Application for Transfer of Control
of International Section 214 Authorizations from
Sprint Corporation to T-Mobile US, Inc.**

This Application is one of a group of applications being filed in connection with seeking FCC consent for the transfer of control to T-Mobile US, Inc. (“T-Mobile”) of FCC licenses, authorizations and leases held by subsidiaries of Sprint Corporation (“Sprint”), as well as the *pro forma* transfer of control of FCC licenses, authorizations and leases held by subsidiaries of T-Mobile. The Applicants have designated the Joint Application for Consent to Transfer Control of International and Domestic Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, filed in WT Docket No. 18-197 on June 18, 2018 (“Joint Application”), as the lead section 214 transfer application for the transaction. The following information in the Joint Application is incorporated herein by reference.

Answer to Question 10: See Joint Application at 2-3 for responses to paragraphs (c) and (d) of Section 63.18 with respect to the Transferor and the Transferee.

Answer to Question 11: See Joint Application at 3-5 for the name, address, citizenship, and principal businesses of each person or entity that, following the consummation of the transaction, will directly or indirectly own at least ten percent of the equity of the Transferee, and the percentage of equity owned by each of those persons or entities.

Answer to Question 12: See Joint Application at 6-7 for a list of Transferee’s interlocking directorates with foreign carriers.

Answer to Question 13: See Joint Application at Exhibit B, Public Interest Statement, for a narrative of the means by which the proposed transfer of control will take place.

Answer to Question 14: See Joint Application at 7-9 for Transferee’s affiliations with foreign carriers following the consummation of the transaction.

Answer to Question 15: See Joint Application at 7-10 for information regarding destination countries and foreign carrier affiliates.

Answer to Question 16: See Joint Application at 10-11 for information regarding the classification of Transferee’s foreign carrier affiliates as dominant or non-dominant.

Answer to Question 18: See Joint Application at 10 for information regarding the WTO status of destination countries served by Transferee’s foreign carrier affiliates.

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Sprint Corporation,)	
Transferor)	
)	
and T-Mobile US, Inc.,)	
Transferee)	WT Docket No. 18-197
)	
Joint Application for Consent to Transfer Control)	
of International and Domestic Authority)	
Pursuant to Section 214 of the)	
Communications Act of 1934, as Amended)	

**JOINT APPLICATION FOR CONSENT TO TRANSFER CONTROL OF
INTERNATIONAL AND DOMESTIC AUTHORITY
PURSUANT TO SECTION 214 OF THE
COMMUNICATIONS ACT OF 1934, AS AMENDED**

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Communications Act”), 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission’s Rules, 47 C.F.R. §§ 63.04 and 63.24, Sprint Corporation (“Sprint” or “Transferor”) and T-Mobile US, Inc. (“T-Mobile” or “Transferee”) hereby request Commission consent to the transfer of control of the domestic and international Section 214 authority held by subsidiaries of Sprint¹ from Sprint to T-Mobile. Sprint, through its subsidiaries, operates as a non-dominant carrier authorized by the Commission to provide domestic and international telecommunications services. This Joint Application is being filed simultaneously with the Wireline Competition Bureau and the International Bureau.

I. Information Required for Filing an Application for Transfer of Control of Domestic and International Section 214 Authorizations Pursuant to 47 C.F.R. §§ 63.04(b) and 63.24(e)

A. Name, Address, Telephone Number, and Jurisdiction of Formation of Applicants, 47 C.F.R. §§ 63.18(a)-(b)

Transferor: Sprint Corporation is a Delaware corporation. Its primary address is as follows:

¹ See attached Exhibit A, listing Sprint subsidiaries holding international section 214 authority and the international section 214 authorizations held by each.

6200 Sprint Parkway
Overland Park, Kansas 66251
Tel. (703) 433-4000

Transferee: T-Mobile US, Inc. is a Delaware corporation. Its primary address is as follows:

12920 SE 38th Street
Bellevue, WA 98006
Tel: 425-383-8401

**B. Contact Information for Applicants and Section 214 Authority Held by Each,
47 C.F.R. §§ 63.18(c)-(d) – Answer to Question 10²**

Transferor Information (Sprint Corporation)

Contact Information:

Kyle Entz
Sprint Corporation
12502 Sunrise Valley Drive
M/S: VARESA0209
Reston, VA 20196
800-572-8256
fclicensing@sprint.com

with a copy to:

Regina M. Keeney
Lawler, Metzger, Keeney & Logan, LLC
1717 K Street, NW, Suite 1075
Washington, DC 20006
Tel: 202-777-7720
Fax: 202-777-7763
gkeeney@lawlermetzger.com

International Section 214 Authority:

Sprint Corporation does not directly hold any section 214 authority. However, Sprint's subsidiaries hold numerous section 214 authorizations to provide international service. A list of the subsidiaries holding international section 214 authority, and the international section 214 authorizations held by each, is attached as Exhibit A.

² The question numbers referenced herein correspond with the question numbers on the IBFS form for transfer of control of international section 214 authorizations.

Transferee Information (T-Mobile US, Inc.):

Contact Information:

David Werblow
T-Mobile US, Inc.
12920 SE 38th Street
Bellevue, WA 98006
Tel: 425-383-8401
Fax: 425-383-4040
fccregulatorycompliancecontact@t-mobile.com

with a copy to:

Nancy J. Victory
DLA Piper, LLP
500 8th Street, N.W.
Washington, DC 20004
Tel: 202-799-4216
Fax: 202-799-5616
nancy.victory@dlapiper.com

International Section 214 Authority:

T-Mobile, a corporation organized under the laws of Delaware, does not hold any international Section 214 authorizations. T-Mobile wholly owns and controls T-Mobile USA, Inc., a Delaware corporation, T-Mobile Puerto Rico LLC, a Delaware limited liability company, and Iowa Wireless Services LLC, a Delaware limited liability company. T-Mobile USA, Inc. holds four international Section 214 authorizations: (1) File No. ITC-214-20061004-00452 (global resale service); (2) File No. ITC-214-19960930-00473 (global resale service); (3) File No. ITC-214-20120301-00067 (global resale service); and (4) File No. ITC-214-20011116-00601 (global resale service). T-Mobile Puerto Rico LLC holds one international Section 214 authorization, File No. ITC-214-20070626-00246 (global resale service). Iowa Wireless Services LLC holds one international Section 214 authorization, File No. ITC214-20020513-00251 (global resale service).

C. Name, Address, Citizenship and Principal Businesses of Disclosable Interest Holders, 47 C.F.R. § Section 63.18(h) – Answer to Question 11

The following entities will hold a ten percent or greater ownership interest in T-Mobile after consummation:

Name: Deutsche Telekom Holding B.V. (“DT Holding”)
Address: Stationsplein 8-K, Office Number 809
6221 BT Maastricht, Netherlands
Citizenship: Netherlands
Principal Business: Holding company
Percentage Held: After consummation, DT Holding will hold approximately a 42% direct equity and voting interest in T-Mobile.

Name: SoftBank Group Capital Limited (“SoftBank Capital”)
Address: 69 Grosvenor Street
London, United Kingdom W1K3JP
Citizenship: United Kingdom
Principal Business: Holding company
Percentage Held: After consummation, SoftBank Capital will hold approximately a 27% direct equity and voting interest in T-Mobile. However, Deutsche Telekom AG will hold a proxy to direct the voting of these shares.

Name: T-Mobile Global Holding GmbH (“T-Mobile Holding”)
Address: Landgrabenweg 151
Bonn, Germany 53227
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: T-Mobile Holding holds a direct 100% equity and voting interest in DT Holding, which will hold a direct 42% equity and voting interest in T-Mobile.

Name: T-Mobile Global Zwischenholding GmbH (“T-Mobile Global”)
Address: Friedrich-Ebert-Allee 140
Bonn, Germany
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: T-Mobile Global holds a direct 100% equity and voting interest in T-Mobile Holding, which will hold an indirect 42% equity and voting interest in T-Mobile.

Name: Deutsche Telekom, AG (“DT”)
Address: Friedrich-Ebert-Allee 140
Bonn, Germany
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: DT holds a direct 100% equity and voting interest in T-Mobile Global, which will hold an indirect 42% equity and voting interest in T-Mobile. DT will also appoint a majority of the T-Mobile board seats and hold a proxy to direct the voting of the T-Mobile shares (27%) held by Softbank Group Capital Limited. Accordingly, DT will have *de facto* control over T-Mobile.

Name: Kreditanstalt für Wiederaufbau (“KfW”)
Address: Palmengartenstrasse 5-9
Frankfurt, Germany 60325
Citizenship: Germany
Principal Business: Commercial banking
Percentage Held: KfW, a bank controlled by the German government and federal states, holds approximately a 17 percent equity and voting interest in 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 a 15 percent equity and voting interest in DT. FRG also directly holds approximately an 80 percent equity and voting interest in KfW which, as described above, holds approximately a 17 percent equity and voting interest in DT. Thus, FRG is deemed to hold approximately 32 percent of DT.

Name: SoftBank Group Corp. (“SoftBank Group”)
Address: 1-9-1 Higashi-Shimbashi
Minato-Ku, Tokyo, Japan 105-7303
Citizenship: Japan
Principal Business: Holding company
Percentage Held: Softbank Group holds a 100 percent direct equity and voting interest in SoftBank Capital.

Name: Masayoshi Son³
Address: c/o SoftBank Group Corp.
1-9-1 Higashi-Shimbashi
Minato-Ku, Tokyo, Japan 105-7303
Citizenship: Japan
Principal Business: Telecommunications and tech
Percentage Held: Mr. Son is the Chief Executive Officer of SoftBank Group and holds a 21 percent equity and voting interest in SoftBank Group.

After consummation of the transaction, no other person or entity will have a direct or indirect voting or equity ownership interest in T-Mobile that is ten percent or greater.

D. Interlocking Directorates with Foreign Carriers, 47 C.F.R. § 63.18(h) – Answer to Question 12

T-Mobile currently has the following interlocking directorates:

- Timotheus Höttges is the Chairman of the Board of Directors of T-Mobile. He is also Chairman, Board of Management of Deutsche Telekom AG and Member, Supervisory Board of Telekom Deutschland GmbH.
- Thomas Dannenfeldt is a Member of the Board of Directors of T-Mobile. He is also a Member, Board of Management of Deutsche Telekom AG; Member, Board of Directors of BUYIN S.A.; and Member, Supervisory Board of Deutsche Telekom Services Europe GmbH.
- Thorsten Langheim is a Member of the Board of Directors of T-Mobile. He is also a Member, Supervisory Board of DFMG Deutsche Funkturm GmbH; Member, Supervisory Board of Deutsche Telekom Venture Funds GmbH; Member, Advisory Board (Beirat) of Deutsche Telekom Capital Partners Management GmbH; Member, Supervisory Board of T-Systems International GmbH; and Member, Supervisory Board of Deutsche Telekom Strategic Investments GmbH.
- Raphael Kübler is a Member of the Board of Directors of T-Mobile. He is also a Member, Advisory Board (Beirat) of Deutsche Telekom Capital Partners Management GmbH; Member, Supervisory Board of Deutsche Telekom Venture Funds GmbH; Member, Supervisory Board of Deutsche Telekom Strategic Investments GmbH; Member, Management Board of Deutsche Telekom Holding

³ As noted, Masayoshi Son holds a 21 percent indirect interest in SoftBank Group, which in turn will hold a 27 percent interest in T-Mobile. Accordingly, T-Mobile does not believe that Mr. Son will hold a 10 percent or greater equity, voting, or controlling interest in T-Mobile following the proposed transaction. Nevertheless, T-Mobile includes Mr. Son here out of an abundance of caution.

B.V.; and Member, Board of Directors of Hellenic Telecommunications Organisation S.A. (OTE).

- Bruno Jacobfeuerborn is a Member of the Board of Directors of T-Mobile. He is also a Member, Management Board of DFMG Deutsche Funkturm GmbH; Member, Management Board of Comfortcharge GmbH; Member, Board of Directors of BUYIN S.A.; Member, Board of Directors of Stratospheric Platforms Limited; and Member, Supervisory Board of CTDI GmbH.

Following consummation of the proposed transaction, the following two officers or directors of Sprint will serve as officers or directors of T-Mobile.

- Masayoshi Son is the Chairman of the Board of Directors of Sprint Corporation. He is also Chief Executive Officer and Chairman of the Board of SoftBank Group Corp. Mr. Son serves in various capacities within SoftBank's portfolio of companies, including Chairman of SoftBank Group Corp. (the Japan-based telecommunications operator) and as a board member of Wireless City Planning Inc. (a Japan-based telecommunications operator).
- Marcelo Clause is the Executive Chairman of Sprint Corporation. He is also Chief Operating Officer of SoftBank Group Corp. and CEO of SoftBank Group International. Mr. Clause serves on the board of SoftBank Group Corp. (the Japan-based telecommunications operator).

E. Narrative of Transaction and Public Interest Statement – Answer to Question 13

This application is being filed in connection with applications seeking consent for the transfer of control to T-Mobile of FCC licenses, leases, and other authorizations held by subsidiaries of Sprint, as well as the *pro forma* transfer of control of licenses, leases, and other authorizations held by subsidiaries of T-Mobile. As a result of this transaction, the previous shareholders of Sprint and T-Mobile will become the shareholders of New T-Mobile post-closing. A further description of the transaction and its public benefits is attached as Exhibit B to this Joint Application for Consent to Transfer Control filed in WT Docket No. 18-197 on June 18, 2018.

F. Affiliations with Foreign Carriers, 47 C.F.R. § 63.18(i) – Answer to Question 14

After consummation, T-Mobile will be affiliated with the following foreign carriers (“Foreign Carrier Affiliates”):

Albania: Telekom Albania SH.A.

Argentina: T-Systems Argentina S.A.; Sprint International Argentina SRL

Australia: Sprint International Australia Pty Ltd

Austria: T-Mobile Austria GmbH; Antel Germany GmbH; and Sprint International Austria GmbH

Belgium: T-Systems Belgium NV; and SprintLink Belgium BVBA

Bosnia-Herzegovina: Hrvatske telekomunikacije d.d. Mostar

Brazil: T-Systems do Brasil Ltda.; T-Systems Telecomunicações e Serviços Ltda.; and Sprint Brasil Serviços de Telecomunicações Ltda.

Canada: T-Systems Canada Inc.; and Sprint International Communications Canada ULC

Chile: Sprint International Chile Ltda.

China: SBTM Online (Suzhou) Co., LTD

Colombia: Sprint International Colombia Ltda.

Croatia: Hrvatski Telekom d.d.

Czech Republic: T-Mobile Czech Republic a.s.; and Sprint International Czech Republic S.R.O.

Denmark: T-Systems Nordic A/S Denmark; and SprintLink Denmark ApS

Estonia: T-Systems Nordic A/S

Finland: T-Systems Nordic A/S

France: T-Systems France SAS; and SprintLink France SAS

Germany: Telekom Deutschland GmbH; Antel Germany GmbH; and SprintLink Germany GmbH

Greece: T-Systems Information and Communication Technology E.P.E; Hellenic Telecommunications Organization S.A.; and Cosmote Mobile Telecommunications S.A.

Hong Kong, China: T-Systems P.R. China Ltd.; Sprint Hong Kong Ltd; and BBIX Hong Kong Pte. Limited

Hungary: Magyar Telekom Nyrt.; and Sprint International Hungary K.F.T.

Ireland: T-Systems Ltd.; and SprintLink Ireland Ltd

Italy: T-Systems Italia S.r.l.; and SprintLink Italy S.r.l.

Japan: T-Systems Japan K.K; Sprint International Japan Corporation; BBIX, Inc.; BBIX International, Inc.; LINE MOBILE Corporation; SoftBank Corp.; and Wireless City Planning Inc.

Korea (South): Sprint International Korea

Luxembourg: T-Systems Luxembourg S.A.

Macedonia: Makedonski Telekom A.D.

Malaysia: SprintLink International Malaysia SDN. BHD.

Mexico: T-Systems Mexico, S.A. de C.V.; and SIHI Mexico S. de R.L. de C.V.

Montenegro: Crnogorski Telekom a.d. Podgorica (formerly Telekom Crne Gore A.D.)

Netherlands, The: T-Mobile Netherlands B.V.; T-Systems Nederland B.V.; and SprintLink Netherlands B.V.

New Zealand: Sprint International New Zealand

Norway: Sprint International Norway AS

Poland: T-Mobile Polska S.A. (formerly Polska Telefonía Cyfrowa S.A.); T-Systems Polska Sp. z o.o.; GTS Poland Sp. z o.o.; and SprintLink Poland Sp. z o.o.

Romania: Telekom Romania Communications S.A. (formerly SC Romtelecom S.A.); Telekom Romania Mobile Communications S.A. (formerly Cosmote Romanian Mobile Telecommunications S.A.); T-Systems ICT Romania S.R.L.; and GTS Telecom S.R.L.

Russia: T-Systems CIS; and Sprint RUS LLC

Singapore: T-Systems Singapore Pte. Ltd; Sprint International Communications Singapore Pte. Ltd; SoftBank Telecom Singapore Pte. Ltd.; and BBIX Singapore Pte. Ltd.

Slovakia: Slovak Telekom, a.s.

Slovenia: T-Systems informacijski sistemi, d.o.o.

South Africa: Infovan (Pty) Ltd.

Spain: T-Systems ITC Iberia, S.A; and Sprint International Spain, S.L.

Sweden: SIHI Scandinavia AB

Switzerland: T-Systems Schweiz AG; and SprintLink International (Switzerland) GmbH

Taiwan: Sprint International Taiwan Ltd.

Thailand: Sprint (Thailand) Limited; and SB Telecom (Thailand) Co., Ltd

Turkey: T-Systems Telekomunikasyon Ltd Sirketi

Ukraine: TOB T-Systems Ukraine (in Liquidation); GTS Ukraine L.L.C.

United Kingdom: T-Systems Ltd.; and SprintLink UK Ltd

Venezuela: Sprint International Venezuela, S.R.L.

G. Destination Countries and Foreign Carrier Affiliates, 47 C.F.R. § 63.18(j) – Answer to Question 15

Pursuant to Section 63.18(j) of the Commission’s rules, 47 C.F.R. § 63.18(j), T-Mobile certifies that, post-consummation, more than 25 percent of its stock will be (indirectly) owned each by DT and Softbank, which hold controlling interests in certain foreign carriers in destination countries where T-Mobile will provide international telecommunications service. These carriers and the countries where they provide service are identified above in the answer to Question 14.

H. WTO Status of Destination Countries, 47 C.F.R. § 63.18(k) – Answer to Question 18

In accordance with Section 63.18(k) of the Commission’s rules, 47 C.F.R. § 63.18(k), T-Mobile certifies that all of the countries listed in its response to Question 15 (therein referencing its response to Question 14) are WTO Member countries.⁴

I. Classification of Foreign Carrier Affiliates as Dominant or Non-Dominant, 47 C.F.R. §§ 63.18(m), 63.10 – Answer to Question 16

Pursuant to Section 63.10 of the Commission’s rules, 47 C.F.R. § 63.10, T-Mobile qualifies for non-dominant classification on all routes between the United States and the countries listed in response to Question 14 above, with the exception of Croatia, Germany, Greece, Hungary, Macedonia, Montenegro, Romania, and Slovakia, where one of the Foreign Carrier Affiliates are dominant. The Commission has previously reviewed the above-identified Foreign Carrier Affiliates and has found only the carriers in Croatia, Germany, Greece, Hungary, Macedonia,

⁴ See WTO Members and Observers List, http://www.wto.org/english/thewto_e/whatis_e/tif_e/org6_e.htm (last visited May 18, 2018). While the WTO lists Bosnia-Herzegovina as an “observer government,” it is anticipated that Bosnia-Herzegovina will become a Member country by mid-2018. See WTO, “Bosnia and Herzegovina’s WTO Accession Negotiations Advance Towards Conclusion,” https://www.wto.org/english/news_e/news18_e/acc_bih_07feb18_e.htm (Feb. 7, 2018).

Montenegro, Romania, and Slovakia to be dominant in their home markets.⁵ None of the Foreign Carrier Affiliates (other than those operating in Croatia, Germany, Greece, Hungary, Macedonia, Montenegro, Romania, and Slovakia) is a monopoly provider of communications services, and each lacks 50 percent market share in the international transport and local access markets on the foreign end of its respective U.S.-international route. Accordingly, T-Mobile is presumptively classified as non-dominant on all U.S.-international routes with the exception of the routes between the United States and Croatia, Germany, Greece, Hungary, Macedonia, Montenegro, Romania, and Slovakia.

T-Mobile is considered dominant with respect to the U.S.-Croatia, U.S.-Germany, U.S.-Greece, U.S.-Hungary, U.S.-Macedonia, U.S.-Montenegro, U.S.-Romania, and U.S.-Slovakia routes⁶ and agrees to comply with the dominant carrier safeguards contained in Section 63.10 of the Commission's rules, 47 C.F.R. § 63.10, on these routes.

J. Certification of Agreement Not to Accept Special Concessions, 47 C.F.R. § 63.18(n)

T-Mobile certifies that it has not agreed to accept special concessions directly 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.

K. Certification Pursuant to Anti-Drug Abuse Act of 1988, 47 C.F.R. § 63.18(o)

T-Mobile hereby certifies that to the best of its knowledge, information, and belief, no party to this Joint Application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988 and 47 C.F.R. §§ 1.2001-1.2002.

⁵ See Applications of T-Mobile USA, Inc. and SunCom Wireless Holdings, Inc. for Consent to Transfer Control of Licenses and Authorizations, *Memorandum Opinion and Order*, 23 FCC Rcd 2515, 2524 (2008) ("T-Mobile-SunCom Order"). The Commission did not review T-Mobile's foreign carrier affiliate in Romania as part of the T-Mobile-SunCom transaction, but this carrier has a greater than 50 percent market share in the fixed access market. Accordingly, T-Mobile agrees to be classified as a dominant carrier on the U.S.-Romania route and to comply with the dominant carrier safeguards contained in Section 63.10 of the Commission's rules, 47 C.F.R. § 63.10.

See also Notification of Foreign Carrier Affiliates, Sprint Communications Company, LP; Sprint Communications Inc.; Sprint Spectrum L.P.; SprintCom, Inc.; US Telecom, Inc.; and Virgin Mobile USA, L.P., IBFS File Nos. FCN-NEW-20180216-00005 and FCN-NEW-20180427-00016. Sprint Corporation filed a supplement to these FCNs on May 17, 2018. These filings have not yet appeared on Public Notice.

⁶ T-Mobile-SunCom Order; see also Foreign Carrier Affiliation Notification, *Public Notice*, Report No. FCN00105, DA 09-1049 (May 14, 2009) (finding DT subsidiaries dominant on the U.S.-Greece route).

L. Streamlined Processing, 47 C.F.R. § 63.18(p)

The Applicants are not seeking streamlined processing.

II. Additional Information Required for Filing an Application for Transfer of Control of Domestic Section 214 Authority

In support of this Joint Application, the Applicants respectfully submit the following information pursuant to Section 63.04(b) and 63.04(a)(6) through 63.04(a)(12) of the Commission's rules:

A. Description of the Transaction, 47 C.F.R. § 63.04(a)(6).

This application is being filed in connection with applications seeking consent for the transfer of control to T-Mobile of FCC licenses and leases held by subsidiaries of Sprint, as well as the *pro forma* transfer of control of licenses and leases held by subsidiaries of T-Mobile. As a result of this transaction, the previous shareholders of Sprint and T-Mobile will become the shareholders of New T-Mobile post-closing. A further description of the transaction and its public benefits is attached hereto as Exhibit B.

B. Description of the geographic areas in which the Transferor and Transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area, 47 C.F.R. § 63.04(a)(7).

Transferor: Sprint, through its subsidiaries, offers wireless and/or wireline voice and data services in all 50 states, the District of Columbia, Puerto Rico, and the U.S. Virgin Islands. Sprint's subsidiaries provide long distance service and local telecommunications services to residential, business, and carrier customers.

Transferee: T-Mobile, through its subsidiaries, offers wireless and/or wireline voice and data services in all 50 states, the District of Columbia, Puerto Rico, and the U.S. Virgin Islands.

C. Statement as to how the Joint Application fits into one or more of the presumptive streamlined categories in Section 63.03 of the Commission's Rules or why it is otherwise appropriate for streamlined treatment, 47 C.F.R. § 63.04 (a)(8).

The Applicants are not seeking streamlined processing.

D. Identification of all other Commission applications related to the same transaction, 47 C.F.R. § 63.04 (a)(9).

This transaction will result in the transfer of control of wireless authorizations and spectrum leases and subleases, domestic and international Section 214 authorizations, satellite earth station authorizations, submarine cable landing licenses, and cable television relay service licenses, which are subject to separate applications being filed concurrently with this application.⁷

⁷ See, e.g., Lead ULS Application File No. 0008224209.

- E. Statement of whether the Applicants are requesting special consideration because either party to the transaction is facing imminent business failure, 47 C.F.R. § 63.04 (a)(10).**

The Applicants are not requesting special consideration based on any imminent business failure.

- F. Identification of any separately filed waiver requests being sought in conjunction with the transaction, 47 C.F.R. § 63.04 (a)(11).**

No separately filed waiver requests are being sought in conjunction with the transaction. The parties are filing a declaratory ruling under Section 310(b)(4) of the Communications Act that it would not serve the public interest to prohibit indirect foreign ownership of T-Mobile and its subsidiaries of up to 100 percent.

- G. Statement showing how grant of the Joint Application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets, 47 C.F.R. § 63.04 (a)(12).**

The public interest benefits of this transaction are described in detail in the Public Interest Statement attached as Exhibit B to this Joint Application for Consent to Transfer Control filed in WT Docket No. 18-197 on June 18, 2018.

EXHIBIT A

Sprint Entities Holding International Section 214 Authorizations

PRWireless PR, LLC¹
Sprint Communications Co., LP
Sprint Communications, Inc.
Sprint Spectrum, L.P.
SprintCom, Inc.
US Telecom, Inc.
Virgin Mobile U.S.A., LP

International Section 214 Authorizations Held

**International Section 214 Authorization of
PRWireless PR, LLC
FRN 0026287664**

Authorization	FCC ID Numbers	Released
Global or Limited Global Facilities-Based & Resale Service (Majority ownership acquired by Sprint 11/16/17 per ITC-ASG-20170301-00024)	ITC-214-19990615-00426 (DA 99-1547)	8/5/99

**International Section 214 Authorization of
Sprint Communications, Inc.
FRN 0003774593**

Authorization	FCC ID Numbers	Released
International Resale; (originally obtained by Nextel Communications, Inc; pro forma assignment to Sprint Communications, Inc. effective February 2, 2017 per ITC-ASG-20180119-00013)	ITC-214-19970723-00428 (DA 97-2016)	09/18/97

¹ 72% Sprint-owned joint venture.

**International Section 214 Authorization of
Sprint Spectrum, L.P.
FRN 0005072970**

Authorization	FCC ID Numbers	Released
International Resale; (originally obtained by Phillieco, LLC; pro forma assignment to Sprint Spectrum, L.P. effective February 2, 2017 per ITC-ASG-20170126-00012)	ITC-214-19991203-00766 (DA 00-11)	01/05/00

**International Section 214 Authorization of
SprintCom, Inc.
FRN 0002315950**

Authorization	FCC ID Numbers	Released
Global or Limited Global Resale Service	ITC-214-19991110-00692 (DA 99-2747)	12/09/99

**International Section 214 Authorizations of
US Telecom, Inc.
FRN 0004372843**

Direct and Transit Country-Specific Switched Voice (IMTS)	FCC ID Numbers	Released
Belgium, Canada, Costa Rica, El Salvador, France, Guatemala, Honduras, Hong Kong, Italy, Japan, Mexico, Netherlands, Nicaragua, Panama, South Korea, Spain, United Kingdom	ITC-214-19851107-00004 (See ITC-86-023/Mimeo No. 3694)	04/11/86
International Resale (originally obtained by ASC Telecom, Inc.; pro forma assignment to US Telecom, Inc. effective February 4, 2016 per ITC-ASG-20160201-00100)	ITC-214-19941209-00368 (Old File no. I-T-C-95-088)	02/27/95

**International Section 214 Authorization of
Virgin Mobile U.S.A., LP.
FRN 0006901011**

Authorization	FCC ID Numbers	Released
International Resale Service	ITC-214-20020422-00194, (DA 02-1223), as modified by ITC-MOD- 20151207-00294	05/17/02

**International Section 214 Authorizations of
Sprint Communications Co., LP²
FRN 0002529659**

<u>Global and Resale Authorizations</u>		
Authorization	FCC ID Numbers	Released
Limited Global Facilities-Based Authorization	ITC-214-19960718-00327 (Old File No. ITC-96-392) DA-96-1484	09/05/96
Resale of Switched Message Telephone Services Between the U.S. and Various Overseas Points	I-T-C-88-068 DA 88-449	04/12/88
Resale Services Between Hawaii and Various Overseas Points	I-T-C-86-095	06/27/86
Resale of International Message Telephone Service Between the U.S. and Iran	I-T-C-91-074 DA 91-537	05/02/91
<u>Country-Specific, Facilities-Based Authorizations</u>		
Country/Authorization	FCC ID Numbers	Released
Antigua	ITC-87-116/DA 87-995	08/04/87
Argentina	ITC-88-042/DA 88-248	03/04/88
Aruba	ITC-92-247/DA 92-1675	12/16/92
Australia	ITC-85-029/Mimeo No. 1775	01/08/85
Austria	ITC-91-143/DA 91-938	08/02/91
Bahamas	ITC-88-178/DA 88-1532	10/06/88
Bahrain	ITC-94-240/DA 94-633	06/22/94
Bangladesh	I-T-C-95-087/DA 95-387	03/09/95
Barbados	ITC-87-116/DA 87-995	08/04/87
Bermuda	ITC-85-227/Mimeo No. 1078	11/25/85
Brazil	ITC-87-116/DA 87-995	08/04/87

² The international section 214 authorizations listed herein also include those formerly held by US Sprint Communications Company and GTE Sprint Communications Corporation, predecessors-in-interest to Sprint Communications Co., LP.

British Virgin Islands	ITC-92-269/DA 93-148	02/12/93
Brunei	ITC-214-19960117-00018 (Old File No. ITC-96-040) DA 96-513	04/09/96
Bulgaria	ITC-92-008/DA 92-133	02/10/92
Cambodia	ITC-92-080/DA 95-1678	08/03/95
Canada	ITC-84-158/Mimeo No. 3874 ITC-85-144/Mimeo No. 1894	04/16/85 01/09/86
Cayman Islands	ITC-92-247/DA92-1675	12/16/92
Chile	ITC-88-177/DA 88-1532	10/06/88
China, People's Republic of	ITC-91-140/DA 91-941	08/02/91
Colombia	ITC-89-030/DA 89-67	02/02/89
Cuba (Per 47 C.F.R. § 63.18(e)(3) and DA 10-112)	ITC-214-20100623-00263 DA 10-1496	08/12/10
Cuba	ITC-94-247/DA 94-1098	10/05/94
Cuba	ITC-214-19981021-00739 DA 99-227	01/26/99
Cuba	ITC-214-19990316-00141 DA 99-903	05/17/99
Cuba	ITC-214-20000302-00127 DA 00-1184	05/26/00
Cuba	ITC-214-20010615-00340 DA 01-2338	10/18/01
Cypruss	ITC-92-212/DA 92-1468	10/29/92
Czechoslovakia	ITC-92-006/DA 92-132	02/10/92
Denmark	ITC-87-116/DA 87-995	08/04/87
Dominica	ITC-92-269/DA 93-148	02/12/93
Dominican Republic	ITC-86-005/Mimeo No. 1076	11/25/85
Egypt	ITC-92-028/DA 91-1649	01/09/92
El Salvador	ITC-90-170/DA 90-1850	12/28/90
Ethiopia	ITC-214-19960531-00223 (Old File No. ITC-96-299) DA 96-1254	08/09/96
Fiji	ITC-93-227/DA 1100	09/15/93
Finland	ITC-88-140/DA 88-1206	08/09/88
France	ITC-86-132/DA 86-3	08/22/86
France	ITC-214-19971020-00646 (Old File No. ITC-97-636) DA 98-723	4/16/98
Gambia	ITC-95-531/DA 95-2465	01/19/96
Germany	I-T-C-88-015/DA 88-290 ITC-214-19970131-00056 (Old File No. ITC-97-075) DA 97-1342	03/03/88

Ghana	ITC-214-19941101-00333 (Old File No. ITC-95-039) DA 95-190	02/22/95
Greece	ITC-88-042/DA 88-248	03/04/88
Grenada	ITC 92-269/DA 93-148	02/12/93
Guam/Offshore Points	Third Report & Order, Mimeo 012, CC Docket No. 79-252 (FCC 83-481)	10/06/83
Honduras	ITC-92-247/DA 92-1675	12/16/92
Hong Kong	ITC-86-011/Mimeo No. 1295	12/06/85
Hungary	ITC-91-031/DA 91-140	02/08/91
Iceland	ITC-92-209/DA 92-1468	10/29/92
India	ITC-90-178(A)/DA 91-562	05/10/91
Indonesia	ITC-91-039/DA 91-347	03/29/91
Iran	ITC 95-142/DA 95-648	04/05/95
Iraq	ITC 95-156/DA-95-844	04/20/95
Ireland	ITC-88-042/DA 88-248	03/04/88
Israel	ITC-88-042/DA 88-248	03/04/88
Jamaica	ITC-89-162/DA 89-1463	11/20/89
Japan	ITC-86-091/Mimeo No. 5309	06/23/86
Jordan	ITC-214-19941101-00333 (Old File No. ITC-95-039) DA 95-190	02/22/95
Kenya	ITC-92-005/DA 92-133	02/10/92
Kuwait	ITC-91-107/DA 91-723	06/19/91
Laos	I-T-C-92-195/DA 95-1678	08/03/95
Lebanon	ITC-94-341/DA 94-805	07/26/94
Luxembourg	ITC-92-211/DA 92-1751	01/06/93
Macao	ITC-92-213/DA 92-1468	10/29/92
Malaysia	ITC-90-022/DA 90-156	02/08/90
Marshall Islands	I-T-C-94-110/DA 93-444	05/11/94
Mexico	I-T-C-90-005/DA 89-1663	01/04/90
Micronesia	I-T-C-95-284/DA 95-1540	07/13/95
Mongolia	I-T-C-93-084/DA 95-1974	09/20/95
Montserrat	I-T-C-92-269/DA 93-148	02/12/93
Morocco	I-T-C-94-240/DA 94-633	06/22/94
Netherlands Antilles	I-T-C-92-247/DA 92-1675	12/16/92
New Zealand	I-T-C-88-041/DA 88-248	03/04/88
Nigeria	I-T-C-92-007/DA 92-133	02/10/92
Norway	I-T-C-88-140/DA 88-1206	08/09/88
Oman	I-T-C-95-087/DA 95-387	03/09/95
Pakistan	I-T-C-93-173	08/05/93
Palau	I-T-C-95-365/DA 95-1749	08/15/95
Panama	I-T-C-86-134/DA 86-3 I-T-C-90-170/DA-1850	08/22/86 12/28/90
Peru	I-T-C-89-160/DA-1463	11/20/89

Philippines	I-T-C-90-121/DA 90-1155	09/05/90
Poland	I-T-C-91-128/DA 91-870	07/17/91
Portugal	I-T-C-88-177/DA 88-1532	10/06/88
Qatar	I-T-C-95-142/DA 95-648	04/05/95
Romania	I-T-C-92-02/DA 91-1649	01/09/92
Saipan	I-T-C-93-227/DA 93-1100	09/15/93
Saudi Arabia	I-T-C-91-127/DA 91-870	07/17/91
Senegal	I-T-C-95-531/DA 95-2465	01/19/96
Singapore	I-T-C-88-003/DA 87-1750	12/10/87
South Africa	I-T-C-91-053/DA 91-399	04/04/91
South Korea	I-T-C-88-176	10/06/88
Sri Lanka	I-T-C-95-087/DA 95-387 I-T-C-95-487/DA 95-2236	03/09/95 11/03/95
St. Kitts/Nevis	I-T-C-92-269/DA 93-148	02/12/93
St. Lucia	I-T-C-92-269/DA 93-148	02/12/93
St. Vincent	I-T-C-92-269/DA 93-148	02/12/93
Sudan	I-T-C-94-062/DA 94-418	05/11/94
Sweden	I-T-C-87-116/DA 87-995	08/04/87
Switzerland	I-T-C-88-041/DA 88-248	03/04/88
Taiwan	I-T-C-86-107/Mimeo No. 5823	07/17/86
Tanzania	ITC-95-531/DA 95-2465	01/19/96
Thailand	I-T-C-88-098/DA 88-848	06/07/88
Trinidad & Tobago	I-T-C-89-161/DA 89-1463	11/20/89
Tunisia	ITS-95-531/DA 95-2465	01/19/96
Turkey	I-T-C-91-132/DA 91-912	07/26/91
United Arab Emirates	I-T-C-91-067/DA 91-502	04/25/91
United Kingdom	I-T-C-85-016/Mimeo No. 2548 I-T-C-86-012/Mimeo No. 1472 ITC-214-19950202-00005 (Old File No. I-T-C-95-155) DA 95-2394	02/14/85 12/13/85 12/01/95
Uruguay	I-T-C-92-247/DA 92-1675	12/16/92
USSR	I-T-C-91-085	05/20/91
Venezuela	I-T-C-86-133/DA 86-3	08/22/86
Vietnam	I-T-C-91-215-A/DA 92-522 I-T-C-91-215(A)/DA 95-1678	05/05/92 08/03/95
West Germany	I-T-C-88-015/DA 88-290	03/03/88
Yemen	I-T-C-92-210/DA 92-1468	10/29/92
Yugoslavia	I-T-C-91-212/DA 91-1445	11/22/91
Zaire	I-T-C-95-382/DA 95-1761	08/17/95