

**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), T-Mobile USA, Inc. ("T-Mobile") notifies the Commission of the *pro forma* transfer of control of the international Section 214 authorization held by T-Mobile Puerto Rico LLC ("T-Mobile Puerto Rico") as part of an internal corporate restructuring involving indirect wholly owned subsidiaries of T-Mobile. As discussed below, the restructuring eliminated several companies in the T-Mobile Puerto Rico ownership chain, resulting in the transfer of control of the Section 214 authorization within T-Mobile. The steps of the transaction took place virtually simultaneously on December 31, 2019.

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

Because ultimate ownership of this international Section 214 authorization will not change as a result of this transaction, T-Mobile has been designated as both the transferor and the transferee for the instant *pro forma* transfer notification.

**Contact Information:**

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**Place of Formation:**

T-Mobile is a Delaware corporation.

**International Section 214 Authority:**

T-Mobile holds the following international Section 214 authorizations: ITC-214-19960930-00473, ITC-214-20011116-00601, ITC-214-20061004-00452, and ITC-214-20120301-00067.

**Answer to Question 11 - Section 63.18(h):**

The following entities will hold indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in T-Mobile:

**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  
6221 BT Maastricht  
Netherlands  
**Place of Organization:** Netherlands  
**Type of Organization:** Corporation  
**Principal Business:** Holding company  
**Percentage Held:** DT Holding holds approximately a 63 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  
**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.

**Name:** Kreditanstalt fur 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 T-Mobile.

**Answer to Question 13:**

T-Mobile hereby notifies the Commission of the *pro forma* transfer of control of the international Section 214 authorization held by T-Mobile Puerto Rico as part of an internal corporate restructuring. The restructuring eliminated several intermediate companies in the T-Mobile Puerto Rico ownership chain, resulting in the transfer of control of the Section 214 authorization within T-Mobile. The following steps took place virtually simultaneously on December 31, 2019:

- SunCom Wireless Holdings, Inc. merged with and into T-Mobile USA, Inc. with the latter surviving.
- SunCom Wireless, Inc. merged with and into T-Mobile USA, Inc. with the latter surviving.

- Triton PCS Holdings Company, LLC merged with and into T-Mobile USA, Inc. with the latter surviving.

As a result of these steps, T-Mobile Puerto Rico remained an indirect subsidiary of T-Mobile, albeit with three intervening companies in the chain eliminated. Attached are charts showing the ownership of T-Mobile Puerto Rico before and after the transaction.

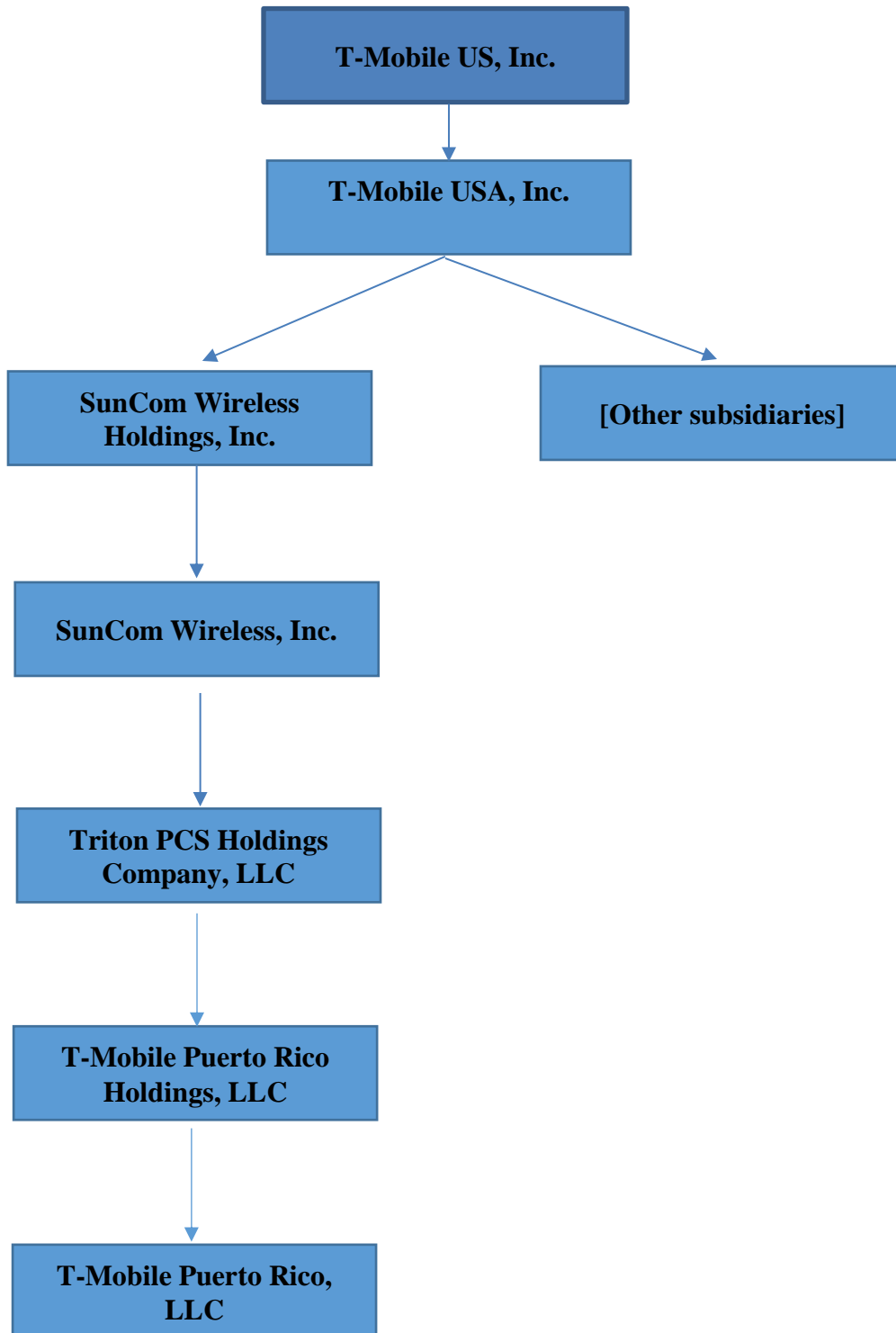
Because the restructuring did not change the ultimate control of T-Mobile Puerto Rico, it was *pro forma* in nature.<sup>1</sup> The Commission has stated that, in situations “where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest.”<sup>2</sup>

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<sup>1</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).

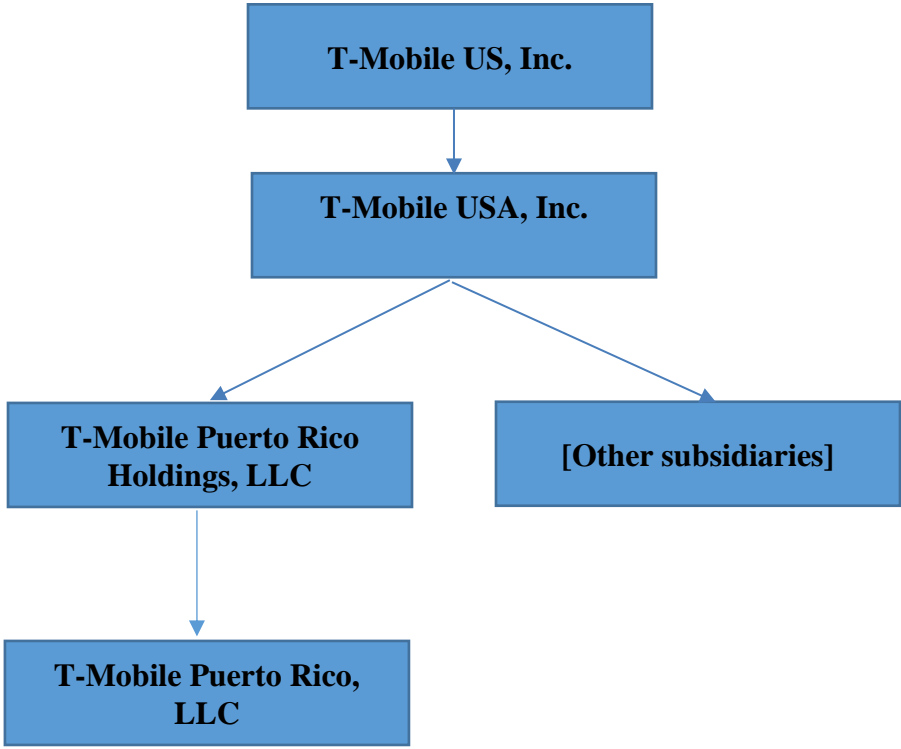
<sup>2</sup> *Id.* at 6295, ¶ 2. See also *1998 Biennial Review – Review of International Common Carrier Regulations*, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999) (finding that “[r]egulatory review of [*pro forma*] transactions yields no significant public interest benefits, but may delay or hinder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

Pre-Restructuring Ownership:



\*All ownership is 100% unless otherwise indicated.

Post-Restructuring Ownership:



\*All ownership is 100% unless otherwise indicated.