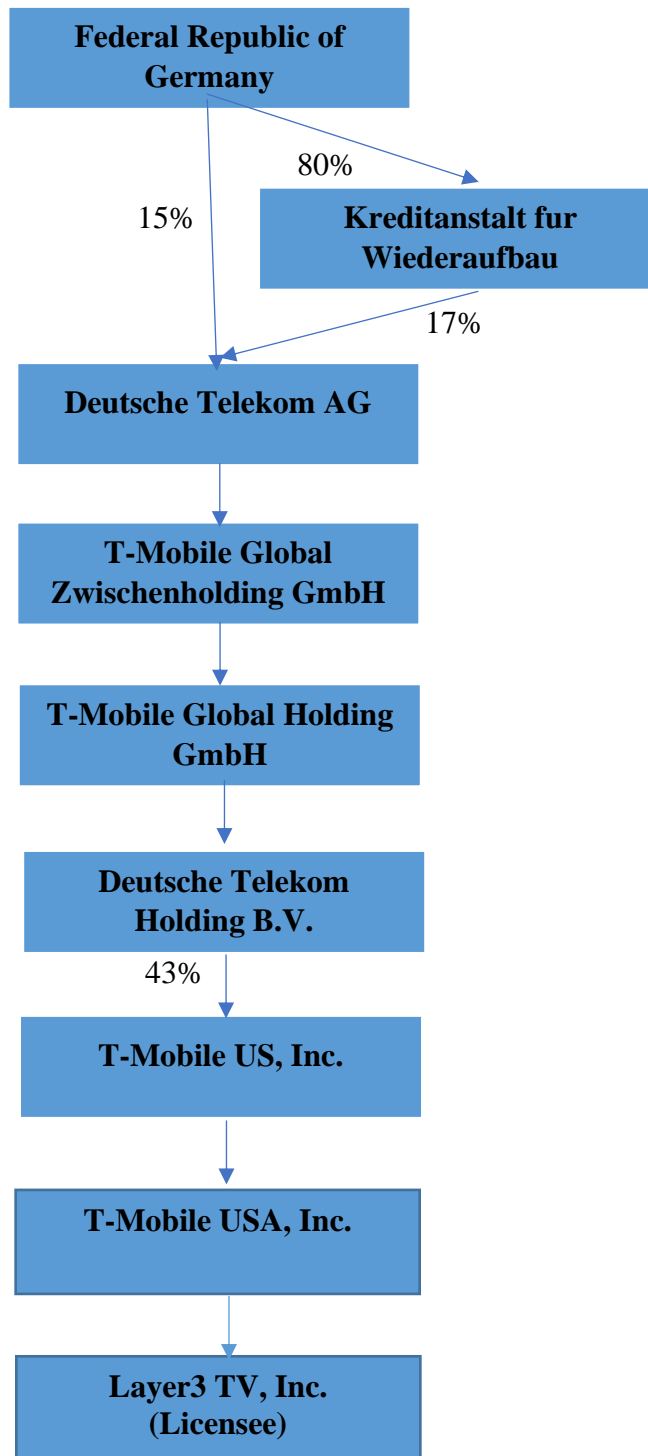


Description of Transaction
Attachment E

Pursuant to Section 25.119(h) of the Commission's rules, 47 C.F.R. § 25.119(h), the Commission is hereby notified of the *pro forma* assignment of earth station authorizations E181373 and E181376 held by Layer3 TV, Inc. As part of an internal corporate reorganization involving indirect wholly owned subsidiaries of T-Mobile US, Inc., Layer3 TV, Inc. was converted into a limited liability company, Layer3 TV, LLC. The transaction occurred on December 31, 2020 and resulted in the *pro forma* assignment of earth station authorizations E181373 and E181376.

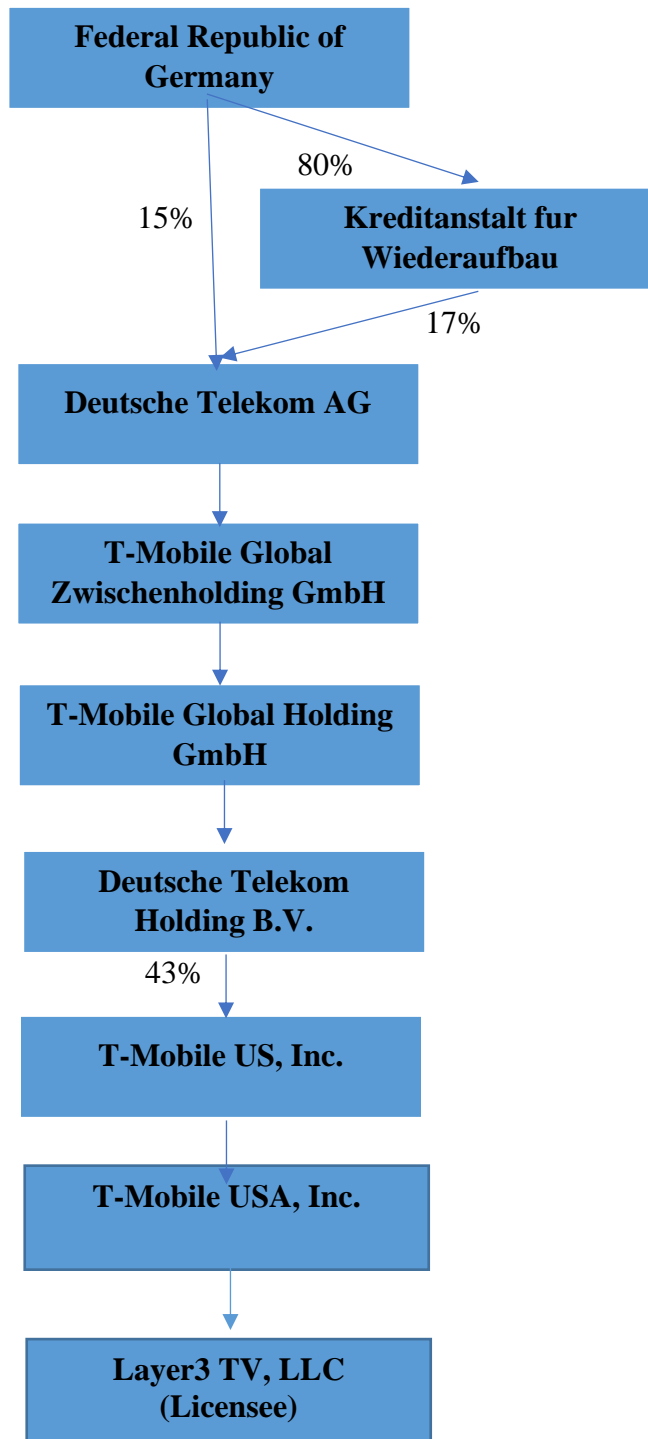
Attached are charts showing the ownership of authorization holder before and after the transaction.

Pre-Reorganization Ownership:



*All ownership is 100% unless otherwise indicated.

Post-Reorganization Ownership:



*All ownership is 100% unless otherwise indicated.

Public Interest Statement
Exhibit F

The transaction described in Exhibit E resulted from a planned internal corporate reorganization involving indirect wholly owned subsidiaries of T-Mobile US, Inc. Because the reorganization did not change the ultimate control of the license (it will remain controlled by T-Mobile US), it was *pro forma* in nature.¹ 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.”²

¹ *Comprehensive Review of Licensing and Operating Rules for Satellite Services*, Second Report and Order, 30 FCC Rcd 14713, ¶300 (2015) (refraining from applying the prior approval requirement in Section 310(d) of the Communications Act to *pro forma* assignments and transfers of control of space station and earth station licenses when the licensee qualifies as a “telecommunications carrier.”).

² *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.”).

Ownership of Transferee

The following entities hold indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in Layer3 TV, LLC:

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 6221 BT Maastricht Netherlands
Place of Organization:	Netherlands
Type of Organization:	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
 Frankfurt, 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 Layer3 TV, LLC.