

Attachment 3 to IBFS Form 312
Application for *Pro Forma* Transfer of Control

Response to Question No. A20

Please see the attached Form 602 (Ownership Disclosure Report) and Petition for Declaratory Ruling for a complete description of ownership of Transferee Sprint Corporation.

**FCC Form 602
Main Form**

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**

Approved by OMB
3060 – 0799
See instructions for
Public burden estimate
Submitted
04/11/2016 at 6:32 PM
File Number:
0007225596

Filing Type

1) <input type="checkbox"/> Current Filing	<input checked="" type="checkbox"/> Proposed Filing
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Filer Information

2) First Name (if individual):	MI:	Last Name:	Suffix:
3) Filer Name (if entity): Sprint Corporation		4) FCC Registration Number (FRN): 0022117618	

5) Contact Information

Name and Address: Sprint Corporation 12502 Sunrise Valley Drive Reston, VA 20196 Attn: Kyle Entz	Telephone Number: 703-433-4000
	Fax Number: 703-433-4483
	E-mail Address: kyle.entz@sprint.com

Related FCC Regulated Businesses of Filer

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Airgate PCS, Inc.	Communications	0012224168	100.00
Alamosa Holdings, Inc.	Communications	0009476896	100.00
Alamosa Holdings, LLC	Communications	0009476805	100.00
Alamosa Missouri Properties, LLC	Communications	0007779317	100.00
Alamosa PCS Holdings, Inc.	Communications	0006383806	100.00
Alamosa PCS, Inc.	Communications	0006035661	100.00
Alamosa Properties, LLC	Communications	0007779234	100.00
Alamosa Properties, LLC	Communications	0025462227	100.00
Alamosa Wisconsin Limited Partnership	Communications	0006574255	100.00
Alamosa Wisconsin Properties, LLC	Communications	0007776032	100.00
Alda Wireless Holdings, LLC	Communications	0004340436	100.00
American Telecasting Development LLC	Communications	0001606201	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
American Telecasting of Yuba City, LLC	Communications	0004922985	100.00
American Telecasting of Anchorage, LLC	Communications	0004384632	100.00
American Telecasting of Bend, LLC	Communications	0001605674	100.00
American Telecasting of Columbus, LLC	Communications	0003775822	100.00
American Telecasting of Denver, LLC	Communications	0004357141	100.00
American Telecasting of Fort Myers, LLC	Communications	0008146763	100.00
American Telecasting of Ft. Collins, LLC	Communications	0001606284	100.00
American Telecasting of Green Bay, LLC	Communications	0004384699	100.00
American Telecasting of Lansing, LLC	Communications	0003775418	100.00
American Telecasting of Lincoln, LLC	Communications	0004357166	100.00
American Telecasting of Little Rock, LLC	Communications	0004384731	100.00
American Telecasting of Louisville, LLC	Communications	0004384236	100.00
American Telecasting of Medford, LLC	Communications	0001605740	100.00
American Telecasting of Michiana, LLC	Communications	0003790797	100.00
American Telecasting of Monterey, LLC	Communications	0001606268	100.00
American Telecasting of Redding, LLC	Communications	0004357182	100.00
American Telecasting of Santa Barbara, LLC	Communications	0008146995	100.00
American Telecasting of Seattle, LLC	Communications	0004346003	100.00
American Telecasting of Sheridan, LLC	Communications	0004907267	100.00
APC PCS, LLC	Communications	0002147304	100.00
APC Realty and Equipment Company, LLC	Communications	0004678009	100.00
ATI Sub, LLC	Communications	0017806043	100.00
ATL MDS, LLC	Communications	0017700493	100.00
Atlanta MDS Co., Inc.	Communications	0005013180	100.00
Bay Area Cablevision, LLC	Communications	0004357208	100.00
Broadcast Cable, LLC	Communications	0003790771	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Clear Wireless, LLC	Communications	0018777037	100.00
Clearwire Communications LLC	Communications	0017775644	47.47
Clearwire Corporation	Communications	0017775628	100.00
Clearwire Hawaii Partners LLC	Communications	0015526494	86.76
Clearwire Hawaii Partners Spectrum LLC	Communications	0015526551	86.76
Clearwire Spectrum Holdings II LLC	Communications	0015316904	100.00
Clearwire Spectrum Holdings III, LLC	Communications	0018399998	100.00
Clearwire Spectrum Holdings LLC	Communications	0013892427	100.00
Clearwire Telecommunications Services, LLC	Communications	0015035181	100.00
Dial Call Midwest, Inc.	Communications	0005044052	100.00
Fixed Wireless Holdings, LLC	Communications	0010490498	100.00
Fresno MMDS Associates, LLC	Communications	0004357232	100.00
Helio, LLC	Communications	0013213178	100.00
Horizon Personal Communications, Inc.	Communications	0003018025	100.00
Independent Wireless One Corporation	Communications	0006144810	100.00
iPCS Wireless, Inc.	Communications	0007439714	100.00
Kennewick Leasing, LLC	Communications	0004927430	100.00
Los Angeles MDS Company, Inc.	Communications	0000012013	100.00
Louisiana Unwired, LLC	Communications	0004547493	100.00
Machine License Holding, LLC	Communications	0011337425	100.00
NCI 700, Inc.	Communications	0004273165	100.00
New York MDS, Inc.	Communications	0005006861	100.00
Nextel 220 License Acquisition Corp.	Communications	0002048619	100.00
Nextel 700 Guard Band Corp.	Communications	0004643565	100.00
Nextel Broadband, Inc.	Communications	0005048517	100.00
Nextel Communications of the Mid-Atlantic, Inc.	Communications	0002154086	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Nextel Communications, Inc.	Communications	0012468146	100.00
Nextel License Acquisition Corp.	Communications	0002049195	100.00
Nextel of California, Inc.	Communications	0003293511	100.00
Nextel of New York, Inc.	Communications	0003293537	100.00
Nextel of Puerto Rico, Inc.	Communications	0004335196	100.00
Nextel of Texas, Inc.	Communications	0001680552	100.00
Nextel Partners of Upstate New York, Inc.	Communications	0010584548	100.00
Nextel Partners, Inc.	Communications	0005016514	100.00
Nextel South Corp.	Communications	0001835479	100.00
Nextel West Corp.	Communications	0001608363	100.00
Northern PCS Services, LLC	Communications	0012168811	100.00
NPCR, Inc.	Communications	0010584589	100.00
NSAC, LLC	Communications	0003768553	100.00
PCTV Gold II, LLC	Communications	0003573672	100.00
PCTV of Salt Lake City, LLC	Communications	0008148645	100.00
PCTV Sub, LLC	Communications	0017806118	100.00
People's Choice TV Corp.	Communications	0004924197	100.00
People's Choice TV of Albuquerque, LLC	Communications	0007033053	100.00
People's Choice TV of Houston, LLC	Communications	0008148603	100.00
People's Choice TV of St. Louis, LLC	Communications	0008150286	100.00
PhillieCo, LLC	Communications	0002317246	100.00
PhillieCo, LLC	Communications	0025397795	100.00
San Francisco MDS, Inc.	Communications	0005004601	100.00
SCC X, LLC	Communications	0017700527	100.00
Southwest PCS Licenses, LLC	Communications	0005556154	100.00
Southwest PCS Properties, LLC	Communications	0007779408	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Southwest PCS, LLC	Communications	0001696053	100.00
SpeedChoice of Detroit, LLC	Communications	0008151375	100.00
SpeedChoice of Phoenix, LLC	Communications	0008151458	100.00
Sprint (Bay Area), LLC	Communications	0001800184	100.00
Sprint Communications Co., L.P.	Communications	0004372827	100.00
Sprint Communications Company of Virginia, Inc.	Communications	0008151854	100.00
Sprint Communications Company, L.P.	Communications	0002529659	100.00
Sprint Communications, Inc.	Communications	0003774593	100.00
Sprint Enterprise Network Services, Inc.	Communications	0008152209	100.00
Sprint eWireless, Inc.	Communications	0008152076	100.00
Sprint HoldCo, LLC	Communications	0019103589	100.00
Sprint International Holding, Inc.	Communications	0008152506	100.00
Sprint International Incorporated	Communications	0008152530	100.00
Sprint Nextel Aviation, Inc.	Communications	0004645834	100.00
Sprint PCS License, L.L.C.	Communications	0002963684	100.00
Sprint Spectrum Holding Company, L.P.	Communications	0007548274	100.00
Sprint Spectrum, L.P.	Communications	0005072970	100.00
Sprint Telephony PCS, L.P.	Communications	0002963965	100.00
Sprint WBC of New York, Inc.	Communications	0016693251	100.00
Sprint/United Management Company	Communications	0012852471	100.00
SprintCom, Inc.	Communications	0002315950	100.00
STC Five LLC	Communications	0013810239	100.00
STC Four LLC	Communications	0013810213	100.00
STC One LLC	Communications	0013810114	100.00
STC Six Company	Communications	0013810304	100.00
STC Three LLC	Communications	0013810171	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
STC Two LLC	Communications	0013810130	100.00
TDI Acquisition Corporation	Communications	0004962387	100.00
TDI Acquisition Sub, LLC	Communications	0017806084	100.00
Texas Telecommunications, LLC	Communications	0003802956	100.00
Texas Unwired	Communications	0006434716	100.00
Transword Telecom II, LLC	Communications	0017806068	100.00
Transworld Telecommunications, Inc.	Communications	0008158511	100.00
UbiquiTel Leasing Company	Communications	0007488323	100.00
Unrestricted Subsidiary Funding Company	Communications	0017764242	100.00
US Telecom, Inc.	Communications	0004372843	100.00
USST of Texas, Inc.	Communications	0008159006	100.00
Velocita Wireless Holding Corp.	Communications	0011449840	100.00
Via/Net Companies	Communications	0004989224	100.00
Virgin Mobile USA, Inc.	Communications	0019009927	100.00
Virgin Mobile USA, L.P.	Communications	0006901011	100.00
Washington Oregon Wireless Properties, LLC	Communications	0007727944	100.00
Washington Oregon Wireless, LLC	Communications	0003800729	100.00
Wavepath Holdings, Inc.	Communications	0008159485	100.00
WBS of America, LLC	Communications	0017806076	100.00
WBS of Sacramento, LLC	Communications	0004927539	100.00
WBSFP Licensing LLC	Communications	0004357240	100.00
WBSY Licensing LLC	Communications	0004357273	100.00
WCOF, LLC	Communications	0017700568	100.00
Wireless Broadband Services of America, LLC	Communications	0002834505	100.00
WirelessCo, LLC	Communications	0002316545	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
WirelessCo, LLC	Communications	0025462201	100.00

Signature

7) Typed or Printed Name of Party Authorized to Sign

First Name: Kyle	MI:	Last Name: Entz	Suffix:
Title: Manager, Regulatory Affairs			
Signature: Kyle Entz			Date: 04/11/2016

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): BM Holdings GK		3) FCC Registration Number(FRN): 0025470113	
4) Disclosable Interest Holder's Address: c/o SoftBank Group Corp. 1-9-1, Higashi-Shimbashi, Minato-ku, Tokyo, 1057303			
5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Liability Company	7) Percent of Interest Held in Filer: 60.50	
8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Membership Shares	9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Japan		

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held

Reference Copy

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): Masayoshi	MI:	Last Name: Son	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN): 0022117659	
4) Disclosable Interest Holder's Address: c/o SoftBank Group Corp. 1-9-1, Higashi-Shimbashi, Minato-ku, Tokyo, 1057303			
5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Individual	7) Percent of Interest Held in Filer: 19.29	
8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting	9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Japan		

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
SoftBank Telecom America Corp.	Private Line International Services	0005079868	23.13

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): SoftBank Group Corp.		3) FCC Registration Number(FRN): 0022117642	
4) Disclosable Interest Holder's Address: 1-9-1, Higashi-Shimbashi, Minato-Ku, Tokyo, 1057303			
5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Corporation		7) Percent of Interest Held in Filer: 83.41
8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting		9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Japan	

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
SoftBank Telecom America Corp.	Private Line International Services	0005079868	100.00

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Starburst I, Inc.		3) FCC Registration Number(FRN): 0022117568	
4) Disclosable Interest Holder's Address: 1 Circle Star Way San Carlos, CA 94070			
5) Type of Interest in Filer () (refer to Instructions for a list of codes): Direct Ownership Interest in Filer	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Corporation		7) Percent of Interest Held in Filer: 77.47
8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting		9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: United States, Delaware	

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held

Reference Copy

Attachment(s):

Type	Description	Date Entered
I	Description of Indirect Ownership	201604

Indirect Interest Holders

The filer, Sprint Corporation, is a 77.47% owned subsidiary of Starburst I, Inc. (“Starburst I”). Starburst I is a 100% wholly owned subsidiary of SoftBank Group Corp. (“SoftBank”). Galaxy Investment Holdings, Inc. (“Galaxy”) is a 100% wholly owned subsidiary of SoftBank, and Galaxy owns 5.93% of Sprint Corporation.

SoftBank plans to insert a wholly owned subsidiary, BM Holdings GK, into the vertical ownership chain between SoftBank and the two holding companies, Galaxy and Starburst I. It will have a 70.4% ownership interest in Starburst I, and a 100% ownership interest in Galaxy, totaling a 60.5% ownership interest in Sprint Corporation.

SoftBank is a publicly traded holding company organized and existing under of the laws of Japan and is listed on the Tokyo Stock Exchange. One party currently holds 10% or more of SoftBank. Based on publicly available information reported on February 15, 2016, Mr. Masayoshi Son holds a 23.13% interest.

As the attached chart illustrates, SoftBank holds indirectly approximately 83.41% of the outstanding ownership and voting rights in Sprint Corporation. Accordingly, SoftBank holds an approximate 83.41% indirect interest in the Sprint Corporation licensees, leases and authorizations, and Mr. Son, who holds a 23.13% interest in SoftBank, holds an approximate 19.29% indirect interest in the Sprint licensees, leases and authorizations (23.13% x 83.41%).

Post-Reorganization Ownership Structure

