

**Public Interest Statement**  
**Exhibit F**

Because the LLC conversions described above do not change the ultimate control of any affected earth station authorization (all remain controlled by T-Mobile USA), the transaction is *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> *Comprehensive Review of Licensing and Operating Rules for Satellite Services*, Second Report and Order, 30 FCC Rcd 14713, para. 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.”).

<sup>2</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, 6295, para. 2 (1998) (“there is no need for additional public interest review of the application, because the person or entity retaining ultimate control of the license was subject to prior public interest review and approval by the Commission when it was originally awarded the license”); *see also 1998 Biennial Review – Review of International Common Carrier Regulations*, Report and Order, 14 FCC Rcd 4909, 4909, para. 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.”).