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October 12, 2018  
VIA ECFS

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, DC 20554

**Re: Notification of Oral *Ex Parte* Presentation  
Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer  
Control of Licenses and Authorizations; WT Docket No. 18-197**

Dear Ms. Dortch:

Pursuant to Section 1.1206(b) of the Commission's Rules, 47 C.F.R. § 1.1206(b), notice is hereby provided of an oral *ex parte* communication in the above-captioned docket. On October 10, 2018, Mark McDiarmid, Senior Vice President, Radio Network Engineering and Development, Ankur Kapoor, Vice President, Network Technology of T-Mobile US, Inc. ("T-Mobile") and other representatives of T-Mobile and Sprint Corporation ("Sprint")<sup>1</sup> met with members of the FCC Transaction Team (a list of FCC participants is provided in Attachment A).<sup>2</sup>

During the meeting, the Applicants discussed the network model and documentation previously provided to the Commission in response to its August 15, 2018 information request.<sup>3</sup> Specifically, the Applicants showed how the network model is utilized to determine if there may be network congestion for the LTE and 5G networks for standalone T-Mobile, standalone Sprint, and New T-Mobile. For example, the Applicants demonstrated: (1) an overview of

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<sup>1</sup> Those representatives included Steve Sharkey of T-Mobile, Charles McKee of Sprint, Mike Senkowski, Nancy Victory, and Thomas Dombrowsky of DLA Piper LLP, Mark Nelson of Cleary Gottlieb Steen & Hamilton, LLP, Tom Peters of Hogan Lovells US LLP, Gina Keeney of Lawler, Metzger, Keeney & Logan, LLC (via telephone), Joseph Rancour of Skadden, Arps, Slate, Meagher & Flom LLP, Michele Trichler of Morrison & Foerster LLP and David Fenichel of Compass Lexecon (via telephone).

<sup>2</sup> Also participating in the meeting were Jared Hughes and Janet Young of the Department of Justice, Antitrust Division, and the Department's consultants, Dan Ledger and Michael Davies of Endeavor Partners (via telephone).

<sup>3</sup> T-Mobile provided its response on September 5, 2018 in WT Docket No. 18-197. The network model and documentation was provided as a response to Specification 13 and was updated on September 17, 2018 in WT Docket No. 18-197.



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documentation for the model, (2) where the inputs for the engineering model are entered or calculated, (3) how different scenarios could be entered into the model, (4) how the calculations are made within the model and in which section of the model, (5) how the model determined the available capacity at a sector level for both the LTE and 5G networks, and (6) the mechanics of user demand and how it is used to calculate congestion levels and throughput based on defined congestion criteria.

The Applicants also discussed the 5G site list provided as part of the Joint Opposition.<sup>4</sup> This site list was incorporated into the network model as the baseline number of sites for 5G radio installation for each year (from 2021-2024). The sites that have LTE and 5G, respectively, are provided in the SiteRef tab of the network model.<sup>5</sup>

Finally, the Applicants discussed a number of the information request data files that were provided to the Commission focusing on the site locations, antenna heights, and how the approximately 11,000 sites that are to be retained from the Sprint network for New T-Mobile are reflected in the site data lists as well as in the network model.

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<sup>4</sup> See Joint Opposition of T-Mobile US, Inc. and Sprint Corporation, WT Docket No. 18-197 at 49, Table 6 (filed Sept. 17, 2018).

<sup>5</sup> For LTE, the total site count can be calculated by summing up the LTE Site flag column in the SiteRef tab for every year individually. For the IKK economic analysis, the same site counts were used for the standalones (T-Mobile and Sprint). For New T-Mobile, IKK only used the 2021 baseline network site counts (contained in the SiteRef tab). For the years 2022-2024, the number of sites were entirely determined by the model in response to the projected traffic for the year for the economic analysis. The document in the IKK backup entitled “IKK Declaration – Use of Network Build and Financial Backend Models.docx” explains the precise differences between the economic analysis and the network model (only differences are assumptions for traffic and the baseline network, no structural differences).



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Please direct any questions regarding the foregoing to the undersigned.

Respectfully submitted,

**DLA Piper LLP (US)**

*/s/ Nancy J. Victory*

Nancy J. Victory  
Partner

NV

cc: David Lawrence  
Kathy Harris  
Linda Ray  
Kate Matraves  
Jim Bird  
David Krech  
FCC participants listed in Attachment A

**ATTACHMENT A**

**LIST OF FCC PARTICIPANTS**

Charles Mathias  
Ronald Repasi  
Saurbh Chhabra  
Matthew Collins  
Robert Pavlak  
Ziad Sleem  
Thuy Tran  
Weiren Wang