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February 14, 2019

VIA ECFS

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

Re: 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 oral *ex parte* presentations in the above-referenced docket. On February 12, 2019, John J. Legere, Chief Executive Officer of T-Mobile US, Inc. ("T-Mobile"), G. Michael Sievert, President and Chief Operating Officer of T-Mobile, David A. Miller, Executive Vice President, General Counsel and Secretary of T-Mobile, Kathleen Ham, Senior Vice President, Government Affairs of T-Mobile, and R. Michael Senkowski and the undersigned of DLA Piper LLP met with Commissioner Brendan Carr and his Legal Advisor Will Adams and separately with Commissioner Michael O'Rielly and his Legal Advisor Erin McGrath. During the meeting, representatives of T-Mobile described the benefits of the transaction and responded to questions from the FCC participants.

During the meeting, T-Mobile representatives described the public interest benefits of the proposed T-Mobile/Sprint transaction for consumers and competition. Mr. Legere emphasized that continuation and expansion of T-Mobile's Un-carrier strategy is a key rationale for – and benefit of – the merger and that on a standalone basis, neither T-Mobile nor Sprint could come close to providing the public interest benefits of the combined company.

Specifically, and as detailed in the record of this proceeding,¹ the representatives noted that the merger would enable New T-Mobile to:

¹ See *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 18-197, Description of Transaction, Public Interest Statement, and Related Demonstrations (June 18, 2018); *Applications of T-Mobile US, Inc. and Sprint*



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- Build a world-class 5G network with speed and capacity to deliver unprecedented services, meet rising consumer demand, and spur competition to win the global 5G race;
- Provide customers with more for less as a result of increased capacity and lower per subscriber costs of the network;
- Increase competition – with improved capacity, costs and scale, New T-Mobile will be able to go toe-to-toe with larger and more diversified competitors like AT&T, Verizon, Comcast, and Charter, forcing them to respond competitively in ways and with a magnitude not otherwise possible, to the ultimate benefit of all consumers;
- Provide 5G across America, including better wireless service, real choice and new stores for rural Americans; and
- Offer an alternative for in-home broadband and other verticals, saving consumers billions of dollars annually.

The representatives also underscored the incentive of the merged company, consistent with its business plan, to price aggressively and augment its Un-carrier initiatives for the benefit of consumers from Day One in order to build its customer base in anticipation of network capacity of the post-transition New T-Mobile.² The merged company will be bound by a commitment to maintain the availability of existing wireless rate plans of both companies.³

Corporation for Consent to Transfer Control of Licenses and Authorizations, WT Docket No. 18-197, Joint Opposition of T-Mobile US, Inc. and Sprint Corporation (Sept. 17, 2018).

² As detailed in the declaration of Peter Ewens, Executive Vice President, Corporate Strategy of T-Mobile, during the transition period New T-Mobile will be incentivized to maximize its customer base for the imminent ramp-up in capacity and launch of value-added 5G services. *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 18-197, Description of Transaction, Public Interest Statement, and Related Demonstrations, App. D, Declaration of Peter Ewens, at ¶¶ 20-28 (June 18, 2018).

³ Letter from John J. Legere, Chief Executive Officer of T-Mobile to Chairman Ajit Pai, Federal Communications Commission, WT Docket No. 18-197 (Feb. 4, 2019); Letter from Nancy J. Victory, Counsel for T-Mobile, to Marlene H. Dortch, Secretary, Federal Communications Commission, WT Docket No. 18-197 (Feb. 4, 2019).



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The representatives additionally described how the increased capacity and better cost structure of the New T-Mobile Network will allow the company to expand into other businesses, bringing enhanced competition to those markets as well. The new 5G network's speeds, capacity, and low prices will allow consumers to "cut the cord" and use their mobile wireless service as their broadband service both inside and outside the home and pocket the savings each month from eliminating an unnecessary and costly wired broadband bill. New T-Mobile will also offer an aggressively priced wireless in-home broadband solution to compete head-on with the traditional providers for those who require an in-home solution. The Applicants have previously submitted into the record an economic study from Dr. Harold Furchtgott-Roth estimating that the increased broadband competition enabled by the merger could produce annual consumer savings of as much as \$13.65 billion per year by 2024.⁴

In closing, the representatives of T-Mobile highlighted the transformative impact of the merger for consumers and the 5G marketplace that neither company could accomplish alone. The unique combination of low and mid-band spectrum and network assets, and the resulting cost-savings of this combination, is a one-time opportunity to generate greater investment that is certain to catapult New T-Mobile forward with a superior 5G network that will spur competition, lower prices, and innovation in the United States.

Please direct any questions regarding the foregoing to the undersigned.

Respectfully submitted,

DLA Piper LLP (US)

/s/ Nancy Victory

Nancy Victory
Partner

cc: Commissioner Brendan Carr
Commissioner Michael O'Rielly
Will Adams
Erin McGrath

⁴ *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 18-197, Joint Opposition of T-Mobile US, Inc. and Sprint Corporation, App. J, Declaration of Dr. Harold Furchtgott-Roth (Sept. 17, 2018).



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