

REDACTED FOR PUBLIC INSPECTION

October 30, 2017

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

RE: Quarterly Status Report on Commitments by SprintCom, Inc., Shenandoah Personal Communications, LLC Pursuant to DA 16-413; WT Docket 15-262

Dear Ms. Dortch:

Pursuant to the Commission's Memorandum Opinion and Order approving the acquisition of NTELOS Holdings Corp. ("NTELOS") and its subsidiaries by Shenandoah Telecommunications Company ("Shentel")¹ and the assignment of certain spectrum licenses to SprintCom, Inc. ("Sprint") (the "Order"), Shentel and Sprint respectfully submit this quarterly report. This report details the progress Sprint and Shentel have made in complying with the commitments made by the companies in the Sprint/Shentel Voluntary Commitment Letter.²

Network Deployment

In connection with the FCC's approval of the merger, Shentel committed to a number of network upgrades, enhancements, and expansions that would increase customers' access to high quality voice and data services in the areas previously served by the NTELOS network (the "legacy area").

Specifically, Shentel committed to complete deployment of 4G LTE services in the legacy area utilizing Band Class 25 (1900 MHz) for 4G LTE service, and Band Class 26 (800 MHz) for both voice and 4G LTE service. Shentel also committed to deploying 4G LTE in Band Class 41 (2.5 GHz) and other improvements in areas that require additional 4G LTE capacity due to greater population density such as Charlottesville and Roanoke in Virginia, and Charleston and Morgantown in West Virginia. Shentel's commitment to improve and expand 4G LTE service also included the future deployment of 150 new cell sites across the legacy area.

¹ In the Matter of SprintCom, Inc., Shenandoah Personal Communications, LLC, and NTELOS Holdings Corp. For Consent to Assign Licenses and Spectrum Lease Authorizations and to Transfer Control of Spectrum Lease Authorizations and an International Section 214 Authorization, Memorandum Opinion and Order, 31 FCC Rcd. 3631 (2016).

² Letter from James B. Goldstein, Senior Counsel, Legal and Government Affairs, Sprint Corp. and K.C. Halm, Counsel for Shenandoah Personal Communications, LLC, to Marlene H. Dortch, Secretary WT Docket No. 15-262 at 5 (filed April 12, 2016) ("Sprint/Shentel Commitment Letter").

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Shentel has made significant progress in furtherance of its commitments since the transaction closed on May 6, 2016. As of September 30, 2017, Shentel completed the upgrade of the former nTelos network from 3G to 4G LTE. As a result of these upgrades, 4G LTE coverage is now available to 100 percent of the covered POPs in the legacy NTELOS area. The company has deployed Band Class 26 (800MHz) for 800 MHz 4G LTE service at [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] sites and 800 MHz CDMA voice service at [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] sites. To date, Shentel has enhanced 4G LTE speed and capacity in its network by deploying Band Class 41 (2.5GHz) in [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] sites in certain areas with greater population density.

Out of the 150 new sites Shentel committed to build in the legacy area, [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] are already on air, and many more are in the development stage. Below details the progress made in those portions of the legacy area since the quarterly status report filed in July 2017:

- Charlottesville, VA: [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] new sites have been completed and are “on air,” and [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] sites are still under development. To date, [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] percent of existing cell sites provide 4G LTE coverage.
- Roanoke, VA: [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] new sites have been completed and are “on air,” and [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] new site is under development. Of the existing sites, [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] percent of sites provide 4G LTE coverage.
- Morgantown, WV: [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] new sites have been completed and are “on air,” and [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] is still under development. Of the existing sites, [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] percent of sites provide 4G LTE coverage.
- Charleston, WV: [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] new site has been completed and is “on air,” and [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] new sites are currently under development. To date, [[BEGIN CONFIDENTIAL]] [REDACTED] [[END CONFIDENTIAL]] percent of existing cell sites provide 4G LTE coverage.

Customer Transition

Shentel completed the migration of the nTelos prepaid customers to the Sprint billing system in the fourth quarter of 2016. Shentel migrated postpaid customers in 2016 and 2017, completing the process by the end of the third quarter of 2017. Approximately 65% of the prepaid and 75% of the postpaid former nTelos customers made the decision to migrate to Sprint rather than switch to an alternate provider during the transition process.

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Voluntary Spectrum Divestitures

In the Sprint/Shentel joint voluntary commitments letter, Sprint agreed to undertake certain post-transaction spectrum divestitures to lower its total spectrum holdings in certain markets impacted by the Sprint – Shentel – NTELOS transaction. Sprint agreed it would file applications to divest itself of certain AWS and 2.5 GHz spectrum in seven geographic areas.

In its April 2017 quarterly report, Sprint reported that it had completed all of the voluntary divestiture commitments.

Please contact the undersigned should you have any questions about this submission.
Thank you.

Respectfully submitted,

SPRINTCOM, INC.

**SHENANDOAH PERSONAL
COMMUNICATIONS, LLC**

/s/ James B. Goldstein

James B. Goldstein
Senior Counsel, Legal and Government Affairs
SPRINT CORPORATION
900 7th Street, NW
Suite 700
Washington, DC 200019
Tel: (703) 433-4212
E-mail: james.goldstein@sprint.com

Counsel for SprintCom, Inc.

/s/ K.C. Halm

K.C. Halm
DAVIS WRIGHT TREMAINE LLP
1919 Pennsylvania Avenue, N.W., Suite 800
Washington, DC 20006-3401
Tel: (202) 973-4200
E-mail: kchalm@dwt.com

*Counsel for Shenandoah Personal
Communications, LLC*

cc: Jim Schlichting
Kathy Harris
Jim Bird
Linda Ray
Stacy Ferraro