

REDACTED—FOR PUBLIC INSPECTION

May 23, 2019

By ECFS

Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
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:

On May 20, 2019, the Applicants made a number of commitments in an effort to secure approval of their proposed merger.¹ One of the conditions proposed by the Applicants is the supposed “divestiture” of Sprint’s Boost Mobile prepaid business. The Applicants claim that such a transaction will “remove any remaining doubts regarding the impact of the merger on prepaid wireless customers and competition.”²

In evaluating the Applicants’ May 20 commitment regarding Boost, we wanted to make the Commission aware of an internal Sprint document that directly contradicts the Applicants’ claims and shows that a standalone Boost brand would in fact not “continue to be an effective and meaningful competitor.”³ Rather, the document establishes that, in Sprint’s view, **{{BEGIN HCI**

¹ See Letter from Regina M. Keeney, R. Michael Senkowski, and Nancy Victory, to Marlene Dortch, WT Docket No. 18-197 at 5-6 and Attachment 2 (May 20, 2019).

DISH has denoted with **{{BEGIN HCI END HCI}}** information that is deemed to be Highly Confidential Information pursuant to the Protective Order. A public, redacted version of this filing is being filed with the Commission. Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations, Protective Order, WT Docket No. 18-197, DA 18-624 (June 15, 2018).

² May 20 Letter at 5.

³ *Id.*

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END HCI}}⁴ The document continues that, in Sprint's view, even if the Applicants were to offer a buyer **{{BEGIN HCI** **END HCI}}** and their **{{BEGIN HCI** **END HCI}}** standalone Boost would still not be a meaningful competitor as it would be **{{BEGIN HCI** **END HCI}}** and suffer **{{BEGIN HCI** **END HCI}}**⁵

Correspondence between **{{BEGIN HCI**

END HCI}}⁶ **{{BEGIN HCI**

END HCI}}' **{{BEGIN HCI** **END HCI}}** explained that, while he estimated Boost's value *to Sprint* to be between **{{BEGIN HCI** **END HCI}}**, its value to anyone else would be **{{BEGIN HCI** **END HCI}}**:

{{BEGIN HCI

END HCI}}⁸

⁴ SPR-FCC-11655063 (attached as Exhibit 1 to this letter, with the relevant passages highlighted).

⁵ *Id.* at SPR-FCC-11655064-65.

⁶ *Id.* **{{BEGIN HCI**

END HCI}}

⁷ SPR-FCC-11655063 at SPR-FCC-11655064.

⁸ *Id.* (Emphasis added).

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In addition, {{BEGIN HCI
example, {{BEGIN HCI
END HCI}} anticipated that {{BEGIN HCI
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{{BEGIN HCI
END HCI}} concluded: {{BEGIN HCI
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END HCI}} agreed.¹⁰

This document fatally undermines the claimed benefits of the proposed Boost
“divestiture,” and we urge the Commission to review it as the agency continues to evaluate the
Applicants’ proposed commitments.

Respectfully submitted,

/s

Pantelis Michalopoulos
Counsel to DISH Network Corporation

⁹ *Id.* at SPR-FCC-11655064-65.

¹⁰ *Id.* at SPR-FCC-11655064.

Exhibit 1—Redacted In Entirety