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By electronic delivery to:

<https://www.fcc.gov>

Secretary Marlene H. Dortch
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Consumers' Research Comment on Federal Communications Commission WT Docket No. 18-197

Dear Secretary Dortch:

Thank you for giving Consumers' Research the opportunity to comment on Federal Communications Commission WT Docket No. 18-197. Consumers' Research¹ is a 501(c)(3) educational non-profit advocating for the general interests of consumers. This comment does not represent the views of any affected party or special interest group and is intended to present a consumer-oriented discussion of issues in the proposed T-Mobile-Sprint merger application.

In practice, a Federal Communications Commission (FCC) review of a merger includes traditional antitrust principles, as well as “the broad aims of the Communications Act,” including whether the proposed merger would protect quality for consumers, accelerate deployment of advanced telecommunications services, and ensure diversity of information sources and viewpoints.² Under the FCC's longstanding statutory standard of “Public Interest, Convenience and

¹ Founded in 1929, Consumers' Research is the nation's oldest consumer affairs organization. Consumers' Research aims to increase the knowledge and understanding of issues, policies, products, and services of concern to consumers and to promote the freedom to act on that knowledge and understanding.

² The antitrust source, August 2016, Page 3

https://www.americanbar.org/content/dam/aba/publishing/antitrust_source/aug16_maltas_8_5f.authcheckdam.pdf

Necessity,” all of these considerations weigh in favor of a FCC grant of the proposed merger.³

The New T-Mobile merger creates a viable competitor to AT&T and Verizon in provision of 5G service

Fifth Generation Wireless (5G) is the next iteration of wireless technology. 5G is expected to increase both the speed of transmission and the data processing capacity (by volume) many times over current 4G system’s capabilities.⁴ It is also expected to open the way for major new applications that either do not work on existing infrastructure or place too much strain on current networks. There is general agreement that 5G deployment is a critical next step forward in communications technology, with debate only about whether it is a significant evolution or whether it is truly transformative.⁵ There is vigorous competition between countries to be the first to market with 5G and legitimate concern that China may overtake the United States in the race to deploy a 5G network.⁶

The German company Deutsche Telekom, which controls T-Mobile, will have a 42 percent interest in New T-Mobile, and the Japanese company Softbank, which controls Sprint, will have a 27 percent interest in New T-Mobile.⁷ Together, these two companies will own a controlling majority interest in the merged company.⁸ By agreement, Deutsche Telekom will have de facto control of New T-Mobile, as Softbank has entered into a proxy agreement that allows Deutsche Telekom to vote its shares for this purpose.⁹ New T-Mobile will have its two headquarters in the United States, and its development and deployment of 5G will be in the United States. As both T-Mobile and Sprint are already majority-controlled by Deutsche Telekom and Softbank, respectively, there is no substantive increase in foreign control of U.S. telecommunications companies.¹⁰ Accordingly, the FCC should

³ The diversity considerations are more applicable to issuance of a TV or radio license, as there are no issues as to assuring access to diverse points of view in this merger, since telecommunications companies are common carriers and, unlike radio and TV stations, do not express a particular point of view as a part of their business.

⁴ <https://www.pcmag.com/article/345387/what-is-5g>

⁵ Institute of Electrical and Electronics Engineers (IEEE) 5G: The Future of Communications Networks, March 1, 2017 by Kathy Peretz <http://theinstitute.ieee.org/technology-topics/communications/5g-the-future-of-communications-networks>

⁶ Stratfor, April 3, 2018, The U.S., China and others race to develop 5g mobile networks <https://worldview.stratfor.com/article/us-china-and-others-race-develop-5g-mobile-networks>

⁷ T-Mobile agrees to acquire Sprint, Reuters, April 29, 2018 <https://www.reuters.com/article/sprint-corp-ma-t-mobile-us/t-mobile-agrees-to-acquire-sprint-idUSL1N1S607W>

⁸ Sprint Description of Transaction, Public Interest Statement and related Demonstrations Exec. Summary, Page 6 <http://d18rn0p25nwr6d.cloudfront.net/CIK-0000101830/2b9a1a2b-6310-415a-bb08-f455fc418d17.pdf>

⁹ Id. Page 8.

¹⁰ Id. Pages 8-9.

extend waivers of the 25 percent limit on foreign control of telecommunications companies for Sprint and T-Mobile and approve majority foreign ownership of New T-Mobile. Since the primary challenge to the U.S. position in the 5G race comes from China, concern about New T-Mobile's German ownership is misplaced. Because New T-Mobile's deployment of 5G will benefit American consumers, Deutsche Telekom's control of New T-Mobile does not affect the value of the New T-Mobile merger in strengthening the U.S. position in the 5G race.

In their submission to the FCC, Sprint and T-Mobile argue that New T-Mobile will have the resources to build a highly competitive nationwide 5G network that neither Sprint nor T-Mobile would have as separate entities. Sprint states that the two companies will achieve \$43.6 billion in net present value savings through 2024 through synergies between the Sprint and T-Mobile networks.¹¹ With these savings, New T-Mobile will commit \$40 billion to the development of its 5G network, estimated to be three times the amount T-Mobile would have committed on its own.¹²

Furthermore, the merger makes available to New T-Mobile a very extensive and complementary combination of existing spectrum, sites, and equipment currently divided between Sprint and T-Mobile. These combined resources will be much more effective in delivering a broad range of consumer services via 5G than either company would be able to deliver separately, even if they had the resources to begin such an initiative on their own.¹³

Based on these facts, Sprint and T-Mobile make a sound case that the merger would not merely be additive, but also creative, in enabling the deployment of new 5G services for consumers. Irrespective of the accuracy or relevance of claims that New T-Mobile would "leapfrog" AT&T and Verizon, this merger would enable New T-Mobile to compete effectively in 5G with AT&T and Verizon, potentially allowing the combined entity to be the first to introduce new 5G services in at least some parts of the United States.

A May 2018 New York Times article on this merger provides independent support for the argument that neither Sprint nor T-Mobile has the resources to compete independently with AT&T and Verizon in a national 5G initiative. The article

¹¹ Id. pages 15

¹² Id. pages 15-16

¹³ Id. page 16

notes that in 2017, the combined network investments Sprint and T-Mobile made came to only \$6 billion, while AT&T invested \$22 billion and Verizon \$17 billion. Estimates indicate that 5G deployment will be extremely costly. Verizon is expected to spend about \$35 billion over the next five years to reach 20 percent of the U.S., highlighting the relevance of New T-Mobile's commitment to a \$40 billion 5G investment.¹⁴

This merger advances the adoption of 5G technology in the U.S., generally accepted as the next significant step in technological advancement in telecommunications. Neither T-Mobile nor Sprint would have the resources to provide a nationwide 5G network effectively as a solo outfit, but a merged New T-Mobile would have both the resources and the complementary spectrum to proceed rapidly and effectively in deploying 5G.

This merger promotes competition because it consolidates two smaller competitors into a viable competitor to AT&T and Verizon

Verizon and AT&T are much larger than either T-Mobile or Sprint, both in the number of subscribers and in the value of the competing companies. AT&T and Verizon have nearly the same amount of customers with about 150 and 142 million subscribers, respectively. While T-Mobile and Sprint are far behind separately, New T-Mobile's 127-million-person subscriber base would be closer to, though still lagging behind, its two rivals if the merger were approved.¹⁵ Financially, AT&T is valued at about \$334 billion and Verizon at \$313 billion. The two leading telecommunication companies would still be far ahead of New T-Mobile's value of about \$146 billion, but the difference would be far less than the gap that currently exists between the leaders and the two smaller companies.¹⁶ Concerning pricing, the default, but potentially misguided assumption, is that four competitors are likely to keep prices lower than three. However, New T-Mobile may put more competitive pressure on AT&T and Verizon to hold or even reduce their service prices. The real question is whether three strong competitors are more or less competitive than two strong competitors and two weaker ones.

¹⁴ [T-Mobile's 5G Argument to Regulators Is Compelling – Jennifer Saba, New York Times, May 3, 2018](https://www.nytimes.com/2018/05/03/business/dealbook/t-mobile-5g-regulators.html)
<https://www.nytimes.com/2018/05/03/business/dealbook/t-mobile-5g-regulators.html>

¹⁵ <https://www.recode.net/2018/4/30/17300652/tmobile-sprint-att-verizon-merger-wireless-subscriber-chart>

¹⁶ <http://fortune.com/2018/04/29/t-mobile-sprint-merger-deal/>

Without this merger, consumers may suffer from a less competitive market, particularly regarding access to nationwide 5G

Sprint is \$32 billion in debt, exceeding the company's total value of \$26 billion.¹⁷ It has had a long history of losses, though it did achieve some improvement, posting a small profit in the first three months of 2018 and gaining 39,000 subscribers, somewhat mitigating a loss of 118,000 subscribers in 2017.¹⁸ Despite this recent improvement in profitability, Sprint's total operating revenue is marginally down in the last quarter, and its stock price is down nearly 10 percent for the year. Overall, its prospects remain uncertain if this merger is not approved.¹⁹ Should Sprint's position in the market weaken further, the company may not be able to raise the capital required to continue significant 5G investment, leaving the race for standalone nationwide 5G to three competitors, one of which may have insufficient spectrum to effectively compete without this merger. If the overall competitiveness of this market diminishes, consumers may suffer in terms of choice and prices.

Qualitative competition from a strong third competitor will benefit consumers

Consumer benefits should not be measured exclusively in terms of price competition. Consumers also benefit from qualitative competition to provide access to a greater variety of new, advanced services. In this area, Sprint and T-Mobile make a strong argument for the merger. First, with the combined resources of Sprint and T-Mobile, New T-Mobile will be able to compete with AT&T and Verizon nationwide on reasonably even terms for the introduction of nationwide 5G services. Secondly, T-Mobile and Sprint may be ahead of AT&T and Verizon in some aspects of the race to develop and deploy 5G networks because of combined spectrum. New T-Mobile will be able to offer 5G services to substantially more consumers than T-Mobile and Sprint could separately.

Conclusion

Based on the statutory goals of the Communications Act, the FCC should approve this merger. Blocking this merger in order to conform to an arbitrary maximum

¹⁷ Op. Cit Reuters, T-Mobile agrees to acquire Sprint, Paragraph 9.

¹⁸ <https://www.reuters.com/article/us-sprint-corp-results/sprint-reports-quarterly-profit-vs-year-ago-loss-idUSKBN1132TW>

¹⁹ <https://www.cnn.com/2018/08/01/reuters-america-update-3-sprint-beats-profit-estimates-says-higher-prices-could-affect-growth.html>

foreign ownership standard or to preserve the number of competitors in the marketplace prioritizes immaterial factors over the strength of competition in the marketplace will only hurt the American consumers whom the FCC is charged to protect in this matter. New T-Mobile will have the capacity and funding to be a third viable competitor to AT&T and Verizon in the development of nationwide 5G. The additional competitive pressure New T-Mobile brings to the marketplace will benefit consumers with competitive, high quality services.

Sincerely,

John C. Meyer

John C. Meyer, Senior Researcher