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December 8, 2016

**VIA ECFS**

Matt DelNero, Esq.  
Chief, Wireline Competition Bureau  
Federal Communications Commission  
445 Twelfth Street, SW  
Washington, D.C. 20554

**Re: Applications of AT&T Inc. and DIRECTV for Consent To Assign or Transfer Control of Licenses and Authorizations, MB Docket No. 14-90**

Dear Mr. DelNero:

AT&T Inc. (“AT&T”) respectfully requests approval to extend by 30 days the date by which AT&T will file its semiannual compliance reports for the remaining term of the conditions. This proposed change will provide AT&T additional time to ensure the integrity and accuracy of the data it is required to submit to the Commission in those reports. Importantly, the proposed change is non-material, procedural, and consistent with the language of the Merger Conditions, and would not alter in any way the substantive requirements of the conditions. The Bureau thus has authority and discretion to approve this change.

In accordance with Appendix B of the Commission’s Memorandum Opinion and Order (“Appendix B”) in the above-referenced proceeding,<sup>1</sup> AT&T submits a report on a semiannual basis that describes its compliance with the conditions set forth in Appendix B. AT&T currently files these compliance reports on January 24 and July 24 of each year for the reporting period that ends 24 days before, December 31 and June 30, respectively.<sup>2</sup> After discussions with Commission staff and the Independent Compliance Officer (“ICO”) and for the reasons described below, AT&T hereby requests approval to file its subsequent semiannual compliance reports due through the term of the conditions 30 days later than AT&T filed its first and second

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<sup>1</sup> *Applications of AT&T Inc. and DIRECTV for Consent To Assign or Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, FCC 15-94, App. B §§ III.3, IV.3, VI.2.i, and VII.5 (rel. July 28, 2015).

<sup>2</sup> Because the Commission was closed on these dates in 2016, AT&T submitted its reports on the next business day on which the Commission was opened, i.e., January 27, 2016 for the first report, and July 25, 2016 for the second report.

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reports. Thus, AT&T proposes to file the remaining reports on February 24 and August 24 for the reporting periods that end December 31 and June 30, respectively.

The FTTP reporting condition requires filing detailed data regarding each of the millions of customer locations to which AT&T has deployed FTTP.<sup>3</sup> Based on the build milestones set forth in Appendix B, the AT&T fiber build will expand by millions of customer locations in each subsequent reporting period. After the reporting period ends on either December 31 or June 30, AT&T has only a short period of time to compile and process the data from its ordinary course systems, as well as analyze, process, and address any issues before the compliance report is submitted to the Commission. The additional 30 days would give AT&T time to compile, process, review, analyze, and address any issues contained in the data, and further AT&T's efforts to ensure that the data is accurate and complete when submitted to the Commission.

In his Second Report filed in September 2016, the ICO recognized the challenges of preparing the customer location file under this tight timeframe.<sup>4</sup> Accordingly, the ICO has represented to AT&T and the Commission staff that he supports AT&T's request to modify the timing of the compliance report filings.<sup>5</sup>

The relevant reporting conditions in Appendix B require that AT&T submit a report on a "semiannual" basis, "with the first such report to be submitted six (6) months after the Closing Date."<sup>6</sup> The conditions do not set forth the exact date that subsequent semiannual reports must be filed. Therefore, the Bureau has the discretion to specify that AT&T may file the semiannual compliance reports on February 24 and August 24 each year through the term of the conditions.

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<sup>3</sup> See App. B §§ III.3.

<sup>4</sup> *Independent Compliance Officer's Compliance Report on AT&T/DIRECTV Merger Conditions*, MB Dkt No. 14-90, at 12 (Sept. 23, 2016) ("AT&T representatives noted that . . . because data systems are not integrated in the ordinary course of business until the 13<sup>th</sup> of the month, reporting 'final' data by January 25 strained the Company's typical data-checking processes.").

<sup>5</sup> Consistent with the requirements in Appendix B, the ICO's Compliance Report will continue to be due 60 days after AT&T submits its semiannual compliance report. See App. B § VII.3.e.

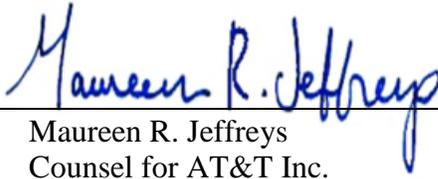
<sup>6</sup> See App. B §§ III.3, IV.3, and VI.2.i.

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AT&T appreciates your prompt attention to this request. Please contact me if you have any questions.

Respectfully submitted,



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Maureen R. Jeffreys  
Counsel for AT&T Inc.

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