

August 25, 2011

Via Hand Delivery

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

FILED/ACCEPTED

AUG 25 2011

Federal Communications Commission
Office of the Secretary

Re: *In the Matter of Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Transfer Control of Licenses and Authorizations Held by T-Mobile USA, Inc. and Its Subsidiaries (WT Dkt. No. 11-65)*

REDACTED FOR PUBLIC INSPECTION

Dear Ms. Dortch:

On behalf of AT&T Inc., and pursuant to the Protective Order and the Second Protective Order adopted in the above-referenced proceeding,¹ the instructions set forth in the Information and Discovery Request dated May 27, 2011 ("Request"), and the Supplemental Request for Information dated June 27, 2011 ("Supplemental Request"), enclosed please find two public copies of the Sixth Supplemental Response providing further information sought by the Commission with respect to Request 45.

We are providing under separate cover the Highly Confidential version of this Sixth Supplemental Response and Highly Confidential Exhibits to the Sixth Supplemental Response.

Copies of the enclosed are also being hand delivered to Kathy Harris of the Wireless Telecommunications Bureau.

¹ In re Applications of AT&T Inc. and Deutsche Telekom AG Inc. for Consent to Transfer Control of the Licenses and Authorizations, WT Dkt. No. 11-65, Protective Order, DA 11-674 (WTB rel. Apr. 14, 2011) ("Protective Order"); In re Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Assign or Transfer Control of Licenses and Authorizations, WT Dkt. No. 11-65, Second Protective Order, DA 11-753 (WTB rel. Apr. 27, 2011), as revised June 9, 2011 and July 19, 2011 ("Second Protective Order").

No. of Copies rec'd 0+1
List ABCDE

Marlene H. Dortch
August 25, 2011
Page 2

Please contact me if you have any questions. Thank you for your assistance.

Sincerely,

A handwritten signature in black ink that reads "David R. McAtee, II / CAP". The signature is written in a cursive style.

David R. McAtee II
Counsel for AT&T Inc.

Enclosures

cc: Nicholas Even (Firm)
Peter J. Schildkraut, Arnold & Porter, LLP
Kathy Harris (by email) (by hand, with enclosures)
Kate Matraves (by email)
Jim Bird (by email)

REDACTED – FOR PUBLIC INSPECTION

FILED/ACCEPTED

BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

AUG 25 2011

Federal Communications Commission
Office of the Secretary

In the Matter of)

Applications of AT&T Inc. and)
Deutsche Telekom AG Inc. for)
Consent to Transfer Control of the Licenses and)
Authorizations held by T-Mobile USA, Inc. and)
Its Subsidiaries)

WT Docket No. 11-65

SIXTH SUPPLEMENTAL RESPONSE OF AT&T INC.
TO INFORMATION AND DISCOVERY REQUEST DATED MAY 27, 2011
AND TO SUPPLEMENTAL REQUEST FOR INFORMATION DATED JUNE 27, 2011

August 25, 2011

**SIXTH SUPPLEMENTAL RESPONSE OF AT&T INC.
TO INFORMATION AND DISCOVERY REQUEST DATED MAY 27, 2011
AND TO SUPPLEMENTAL REQUEST FOR INFORMATION DATED JUNE 27, 2011**

August 25, 2011

Introduction

AT&T Inc. (“AT&T”) provides this sixth supplemental response (the “Sixth Supplemental Response”) to the letter dated May 27, 2011, from Ruth Milkman, then Chief of the Wireless Telecommunications Bureau of the Federal Communications Commission (the “FCC” or the “Commission”), and the attached Information and Discovery Request for AT&T, Inc. (collectively, the “Request”), and to the Supplemental Request for Information dated June 27, 2011, from Rick Kaplan, current Chief of the Wireless Telecommunications Bureau of the FCC (the “Supplemental Request”).

AT&T (sometimes referred to in the Request as the “Company” as defined therein) incorporates by reference additional information from its June 10, 2011 Response (“Response”), July 7, 2011 Supplemental Response (“Supplemental Response”), July 19, 2011 Second Supplemental Response (“Second Supplemental Response”), July 27, 2011 Third Supplemental Response (“Third Supplemental Response”), August 9, 2011 Fourth Supplemental Response (“Fourth Supplemental Response”), and August 19, 2011 Fifth Supplemental Response (“Fifth Supplemental Response”) including the defined terms, information and qualifications included therein.

Where a request seeks charts, spreadsheets or similar graphic or tabular information, or specific documents, responsive information is provided in exhibits to the Sixth Supplemental Response, numbered with reference to the specific request (*e.g.*, Exhibit 45-1.12 provides supplemental information responsive to Request No. 45). A Sixth Supplemental Index of

Exhibits is appended as Exhibit B.6.

The Request and Supplemental Request call for AT&T to submit certain information and documents that are extremely sensitive from a commercial, competitive, and financial perspective, and that AT&T would not reveal in the ordinary course of business to the public or its competitors. AT&T is submitting information and documents on a confidential and highly confidential basis pursuant to the Protective Order issued on April 14, 2011, and the Second Protective Order, issued on April 27, 2011, and amended on June 9, 2011 and July 19, 2011, in place in WT Docket No. 11-65. The inadvertent inclusion of any material that is subject to an assertion of the attorney-client, attorney work-product or other applicable privilege is not intended as a waiver of such privilege.

AT&T has redacted confidential information in the Sixth Supplemental Response (as reflected where marked “[**Begin Confidential Information**] [] [**End Confidential Information**]”) and highly confidential information in, and exhibits to, the Sixth Supplemental Response (as reflected where marked “[**Begin Highly Confidential Information**] [] [**End Highly Confidential Information**]”). The redacted Sixth Supplemental Response is marked, “**REDACTED – FOR PUBLIC INSPECTION,**” and is being filed electronically in the Commission’s Electronic Comment Filing System (“ECFS”). The highly confidential, unredacted Sixth Supplemental Response is marked, “**HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN WT DOCKET NO. 11-65 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION – ADDITIONAL COPYING PROHIBITED,**” and is being delivered to the Secretary. Additional copies of the unredacted Sixth Supplemental Response are being delivered as instructed in the original Request.

REDACTED – FOR PUBLIC INSPECTION

In accordance with the Request, the Supplemental Request, the Protective Order, and the Second Protective Order, as amended, unredacted copies of highly confidential documents are marked “**HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO SECOND PROTECTIVE ORDER IN WT DOCKET NO. 11-65 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION – ADDITIONAL COPYING PROHIBITED**”; unredacted copies of confidential documents are marked “**CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN WT DOCKET NO. 11-65 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION**”; and redacted copies of highly confidential and confidential documents are marked “**REDACTED – FOR PUBLIC INSPECTION.**” Pursuant to the Request and Supplemental Request, both the redacted and unredacted versions of confidential and highly confidential documents are being delivered to Kathy Harris of the Wireless Telecommunications Bureau.

RESPONSES

45. REQUEST:

To the extent not already provided, provide all documents cited in the Public Interest Statement and the attached declarations, and any data, documents or analyses provided to, reviewed by, or relied upon in preparing those declarations, grouped by declaration/Public Interest Statement.

RESPONSE:

In response to Specification 45, AT&T is providing Exhibit 45-1.12, with Highly Confidential information and one public document relied upon by AT&T to prepare the Engineering Analysis submitted on July 25, 2011 and the updated Engineering Analysis submitted on August 11, 2011. AT&T is also submitting Exhibit 45-1.13, with Highly Confidential and Confidential information relied upon by Compass Lexecon to prepare the

REDACTED – FOR PUBLIC INSPECTION

Economic Analysis submitted to the FCC on July 25, 2011 and the updated Economic Analysis submitted to the FCC on August 15, 2011.