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December 13, 2012

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REDACTED – FOR PUBLIC INSPECTION

BY HAND DELIVERY

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th St., S.W. - The Portals
Washington, D.C. 20554

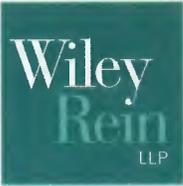
Re: Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Assign Licenses, WT Docket No. 12-301

Dear Ms. Dortch:

As requested by FCC staff and pursuant to the terms and conditions of the Second Protective Order in the above-referenced proceeding,¹ Deutsche Telekom AG (“DT”) and T-Mobile USA, Inc. (“T-Mobile USA”) (collectively, the “Applicants”) herewith provide on the attached disk labeled “T-Mobile USA Link Analytics Data REDACTED”: (1) Link Analytics national and DMA-level subscriber share data for September 2012; and (2) Link Analytics monthly switch-out data for March – September 2012 at the national level and for each of the DMAs in which T-Mobile USA and MetroPCS Communications, Inc. (“MetroPCS”) overlap.

Pursuant to the procedures set forth in the Second Protective Order, two electronic copies of the filing in redacted form (the “Redacted Filing”) are being filed with the Office of the Secretary. The Redacted Filing is also being filed electronically through the Commission’s Electronic Comment Filing System. In addition, one electronic copy of the filing containing “Highly Confidential” information is being delivered to the Office of the Secretary and two electronic

¹ *In the Matter of Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Assign or Transfer Control of Licenses and Authorizations, Second Protective Order, WT Docket No. 12-301, DA 12-1665 (rel. Oct. 17, 2012).*



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Marlene H. Dortch
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copies are being delivered to Scott Patrick of the Wireless Telecommunications Bureau's Mobility Division.

Should any questions arise concerning this filing, please do not hesitate to contact the undersigned.

Best regards,

A handwritten signature in blue ink that reads "Nancy J. Victory".

Nancy J. Victory

Attachments

cc: Best Copy and Printing
David Hu
Kathy Harris
Kate Matraves
Jim Bird

LINK ANALYTICS SWITCHING DATA

The attached switching data was obtained by T-Mobile USA in the ordinary course through its subscription to Mobile StreamShare, a competitive intelligence solution offered by Link Analytics that, among other services, tracks and reports subscriber switching between carriers. The Mobile StreamShare product captures and reports subscriber switching by network, DMA, and plan type (*i.e.* prepaid or postpaid).

T-Mobile USA views the Link Analytics switching data as the most reliable inter-carrier switching data available to it and thus uses the data in the ordinary course in its business decision-making. This Link Analytics switching data **[BEGIN CONFIDENTIAL INFORMATION]**

[END CONFIDENTIAL INFORMATION]. For this reason, switching data is a more reliable metric than porting data for tracking the movement of customers between companies—especially for no-contract customers, very few of whom port their numbers when switching carriers.¹ Additionally, unlike available porting data, Link Analytics switching data **[BEGIN CONFIDENTIAL INFORMATION]** **[END CONFIDENTIAL INFORMATION]** thereby providing a more exhaustive view of the competitive landscape. For these reasons, the Department of Justice also was provided Link Analytics switching data for its review of the proposed transaction.

While the Link Analytics methodology is highly protected intellectual property, we can confirm that Link Analytics starts its analysis with **[BEGIN CONFIDENTIAL INFORMATION]**

[END CONFIDENTIAL INFORMATION]. Link Analytics has found its switching data to be at least **[BEGIN CONFIDENTIAL INFORMATION]** **[END CONFIDENTIAL INFORMATION]** percent accurate and substantially more reliable with respect to DMA- and national-level switching behavior than porting or survey-based switching data.

¹ Our estimate is that only **[BEGIN HIGHLY CONFIDENTIAL INFORMATION]** **[END HIGHLY CONFIDENTIAL INFORMATION]** percent of T-Mobile USA subscribers on no-contract plans port their numbers when switching to another carrier. As such, available porting data does not account for the switching behavior of **[BEGIN HIGHLY CONFIDENTIAL INFORMATION]** **[END HIGHLY CONFIDENTIAL INFORMATION]** percent of T-Mobile USA customers previously on no-contract plans. Similarly, porting data does not account for an estimated **[BEGIN HIGHLY CONFIDENTIAL INFORMATION]** **[END HIGHLY CONFIDENTIAL INFORMATION]** percent of MetroPCS subscribers that switch carriers.

Wireless Subscribers and Subscriber Shares by Carrier and DMA (With Sprint Brands Disaggregated) ¹					
Region (National or DMA)	Carrier	All Wireless Subscribers [HIGHLY CONFIDENTIAL]	All Wireless Shares [HIGHLY CONFIDENTIAL]	Prepaid Subscribers [HIGHLY CONFIDENTIAL]	Prepaid Shares [HIGHLY CONFIDENTIAL]
National	AT&T				
National	Boost				
National	C-Spire				
National	Cincinatti Bell				
National	Cricket				
National	MetroPCS				
National	Ntelos				
National	Others				
National	Sprint				
National	T-Mobile				
National	TracFone				
National	US Cellular				
National	Verizon				
National	Virgin				
Abilene-Sweetwater, TX	AT&T				
Abilene-Sweetwater, TX	Boost				
Abilene-Sweetwater, TX	Cricket				
Abilene-Sweetwater, TX	MetroPCS				
Abilene-Sweetwater, TX	Others				
Abilene-Sweetwater, TX	Sprint				
Abilene-Sweetwater, TX	T-Mobile				
Abilene-Sweetwater, TX	TracFone				
Abilene-Sweetwater, TX	Verizon				
Abilene-Sweetwater, TX	Virgin				
Albany, GA	AT&T				
Albany, GA	Boost				
Albany, GA	Cricket				
Albany, GA	MetroPCS				
Albany, GA	Others				
Albany, GA	Sprint				
Albany, GA	T-Mobile				
Albany, GA	TracFone				

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Wireless Subscriber Switching Behavior by DMA and Month (March 2012 - September 2012)¹				
Month	DMA	Network A	Network B	% Network A Subscribers That Switched to Network B [HIGHLY CONFIDENTIAL]
Mar-12	Atlanta, GA	AT&T Postpaid	MetroPCS	
Mar-12	Atlanta, GA	AT&T Postpaid	Other Wireless	
Mar-12	Atlanta, GA	AT&T Postpaid	Boost	
Mar-12	Atlanta, GA	AT&T Postpaid	Sprint Postpaid	
Mar-12	Atlanta, GA	AT&T Postpaid	Virgin	
Mar-12	Atlanta, GA	AT&T Postpaid	T-Mobile Postpaid	
Mar-12	Atlanta, GA	AT&T Postpaid	T-Mobile Prepaid	
Mar-12	Atlanta, GA	AT&T Postpaid	Verizon Postpaid	
Mar-12	Atlanta, GA	AT&T Postpaid	Verizon Prepaid	
Mar-12	Atlanta, GA	AT&T Prepaid	MetroPCS	
Mar-12	Atlanta, GA	AT&T Prepaid	Boost	
Mar-12	Atlanta, GA	AT&T Prepaid	Sprint Postpaid	
Mar-12	Atlanta, GA	AT&T Prepaid	T-Mobile Postpaid	
Mar-12	Atlanta, GA	AT&T Prepaid	T-Mobile Prepaid	
Mar-12	Atlanta, GA	AT&T Prepaid	Verizon Postpaid	
Mar-12	Atlanta, GA	AT&T Prepaid	Verizon Prepaid	
Mar-12	Atlanta, GA	AT&T TracFone	MetroPCS	
Mar-12	Atlanta, GA	AT&T TracFone	Boost	
Mar-12	Atlanta, GA	AT&T TracFone	Sprint Postpaid	
Mar-12	Atlanta, GA	AT&T TracFone	Virgin	
Mar-12	Atlanta, GA	AT&T TracFone	T-Mobile Postpaid	
Mar-12	Atlanta, GA	AT&T TracFone	T-Mobile Prepaid	
Mar-12	Atlanta, GA	AT&T TracFone	Verizon Postpaid	

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