

ATTACHMENT 1

NOTIFICATION OF *PRO FORMA* TRANSFERS OF CONTROL

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 64.24(f) of the Commission's rules,¹ Verizon Communications Inc. ("Verizon") notifies the Commission of an internal restructuring involving certain indirect subsidiaries of Verizon that occurred on November 30, 2021. The restructuring included the elimination of certain holding companies in portions of the Verizon ownership chain. These non-substantive internal ownership changes may have resulted in the *pro forma* transfer of control of certain international Section 214 authorization.² Verizon, both before and after the restructuring, indirectly controlled such authorizations.

Answer to Question 10 (Section 63.18(c)-(d))

All communications in connection with this notification should be directed to the following:

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Verizon, a Delaware corporation, does not hold any international Section 214 authorizations but does directly or indirectly control subsidiaries that hold such authorizations to provide international switched resale services and global or limited global facilities-based and resale services. The international Section 214 authorizations that were impacted by the internal restructuring are listed in Exhibit A.

Answer to Question 11 (Section 63.18(h))

Verizon is a publicly traded and widely held company, and no person or entity holds a direct or indirect 10 percent or greater ownership interest in Verizon. Verizon's address is One Verizon Way, Basking Ridge, New Jersey 07920. Verizon's principal business is the provision of communications services.

¹ 47 U.S.C. § 214; 47 C.F.R. § 64.24(f).

² An internal restructuring that involves only the elimination of intermediate holding companies in a licensee's ownership chain where no new entities are inserted into the chain, and ultimate control of the licensee does not change, arguably may not constitute a *pro forma* transfer of control. Verizon, however, notifies the Commission of this internal restructuring out of an abundance of caution.

Answer to Question 13

Verizon effectuated an internal restructuring involving certain direct and indirect subsidiaries of Verizon on November 30, 2021. Specifically:

- GTE LLC, an intermediate holding company, was dissolved.
- All ownership interests in GTE Wireless LLC, Verizon South Inc., Verizon Select Services Inc., and Verizon Hawaii International Inc. were transferred to Verizon.

These non-substantive internal ownership changes may have resulted in the *pro forma* transfer of control of certain international Section 214 authorizations. Both before and after the restructuring, the authorizations continued to be held by the same licensees and controlled by Verizon. Attachment B includes charts showing the ownership of the affected licensees before and after the internal restructuring described above.³

Because the internal restructuring did not change the ultimate control of any licensee or authorization – Verizon continues to control all of these licensees and authorizations post-closing – the transactions described above were, at most, *pro forma* in nature.⁴ The Commission has stated that, in situations “where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest.”⁵

³ The authorizations referenced in these filings are intended to be complete and include all authorizations affected by the internal restructuring. Verizon, however, requests that FCC acceptance of the *pro forma* notifications include any authorizations that may have been inadvertently omitted.

⁴ *Communications Bar Ass’n Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses & Transfers of Control Involving Telecomms. Carriers*, Memorandum Opinion and Order, 13 FCC Rcd. 6293, 6299, ¶ 8 (1998) (concluding that a “corporate reorganization which involves no substantial change in the beneficial ownership of the corporation” is *pro forma* in nature).

⁵ *Id.* at 6295, ¶ 2. See also *1998 Biennial Review – Review of International Common Carrier Regulations*, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999) (finding that “[r]egulatory review of [*pro forma*] transactions yields no significant public interest benefits, but may delay or hinder transactions that could provide substantial financial, operational, or administrative benefits for carriers.”).

Exhibit A

International Section 214 Authorizations Subject to Pro Forma Transfer of Control⁶

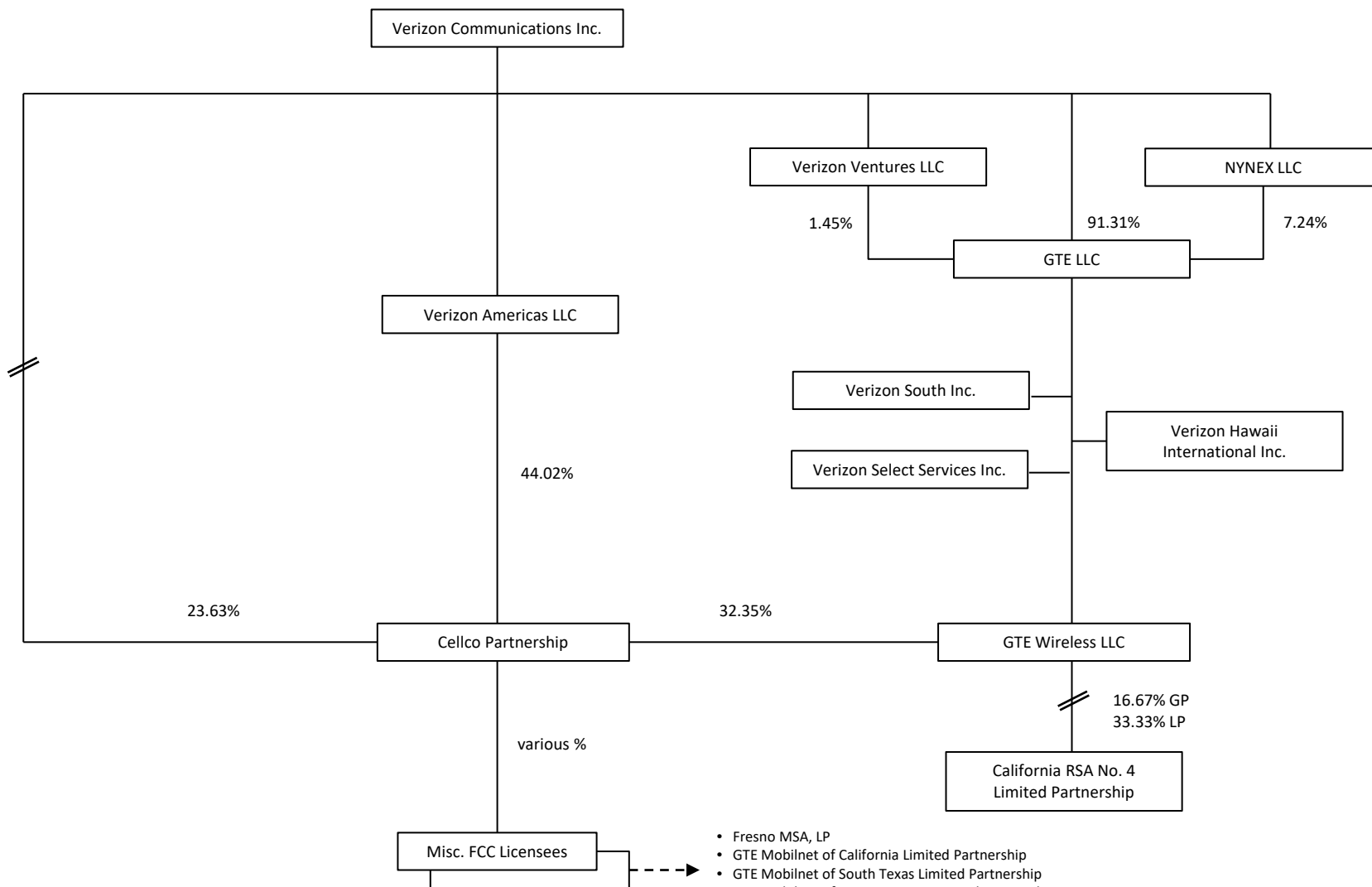
Licensee	Section 214 Authorization
California RSA No. 4 Limited Partnership	ITC-214-19940224-00104
Cellco Partnership	ITC-214-19960422-00159 ITC-214-20010504-00279 ITC-214-20200311-00038 ITC-MOD-20070319-00191 ITC-MOD-20070828-00362
Fresno MSA, LP	ITC-214-19940223-00089
GTE Mobilnet of California Limited Partnership	ITC-214-19940208-00040
GTE Mobilnet of South Texas Limited Partnership	ITC-214-19931105-00203
GTE Mobilnet of Texas RSA #17 Limited Partnership	ITC-214-19940210-00064
Kentucky RSA No. 1 Partnership	ITC-214-19940223-00088
New Mexico RSA 6-I Partnership	ITC-214-19940224-00103
New Mexico RSA No. 5 Limited Partnership	ITC-214-19940224-00101
Sacramento Valley Limited Partnership	ITC-214-20010507-00290
Tuscaloosa Cellular Partnership	ITC-214-19940224-00095
Verizon Hawaii International Inc.	ITC-214-19950818-00039 ITC-214-19961203-00610
Verizon Select Services Inc.	ITC-214-20101005-00392
Verizon South Inc.	ITC-214-20080219-00080
Virginia RSA 5 Limited Partnership	ITC-214-19940202-00085

⁶ Because ultimate ownership of these international Section 214 authorizations will not change as a result of this transaction, Verizon has been designated as both the transferor and the transferee for the instant *pro forma* transfer notifications.

Exhibit B

Pre- and Post-Closing Organizational Charts

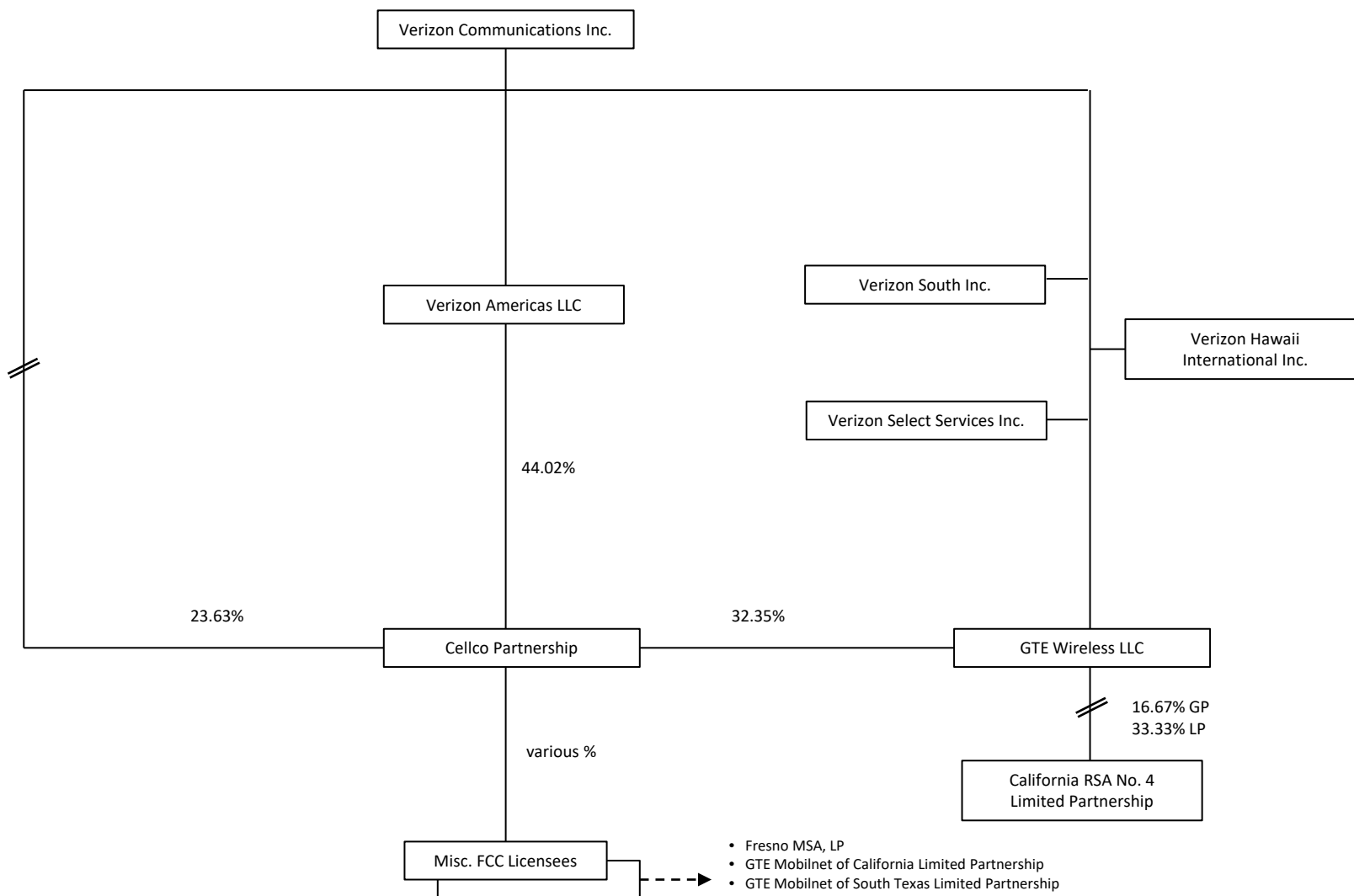
Pre-Restructuring Ownership (*simplified*)



All interests are 100%
unless otherwise noted

- Fresno MSA, LP
- GTE Mobilnet of California Limited Partnership
- GTE Mobilnet of South Texas Limited Partnership
- GTE Mobilnet of Texas RSA #17 Limited Partnership
- Kentucky RSA No. 1 Partnership
- New Mexico RSA 6-I Partnership
- New Mexico RSA No. 5 Limited Partnership
- Sacramento Valley Limited Partnership
- Tuscaloosa Cellular Partnership
- Virginia RSA 5 Limited Partnership

Post-Restructuring Ownership (*simplified*)



All interests are 100%
unless otherwise noted