ATTACHMENT 1 TO FCC ELECTRONIC FORM
Notification of *Pro Forma* Transfer

T-Mobile USA, Inc. ("T-Mobile USA" or "Licensee") is direct, wholly owned subsidiary of T-Mobile US, Inc. ("T-Mobile"). Pursuant to Section 214 of the Communications Act of 1934, as amended, ("the Act"), 47 U.S.C. § 214, and Section 63.24(f) of the Commission's rules, 47 C.F.R. § 63.24(f), the Commission is hereby notified of the *pro forma* transfer of control of the international Section 214 authorization held by Licensee as a result of an increase in Deutsche Telekom AG's ("DT") ownership in T-Mobile. As of March 31, 2023, DT's shareholdings in T-Mobile, held directly and through various subsidiaries of DT, increased above 50% – to 50.2%. Prior to the transaction, DT had *de facto* control of T-Mobile – and thus Licensee – as a result of proxy agreements which authorized DT to vote a majority of the shares of T-Mobile. Following the transaction, DT now also has *de jure* control of T-Mobile and thus Licensee.

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

Contact Information for Transferee:

Deutsche Telekom AG
Friedrich-Ebert-Allee 140
Bonn, Germany
Tel: +49 228 181 0

US contact:

Reinhard Wieck
Managing Director and President
Deutsche Telekom, Inc. (a wholly owned U.S. subsidiary of Transferee)
1800 K Street NW, Suite 1122
Washington DC 20006
Tel: (202) 452-0656
reinhard.wieck@telekom.com

With a copy to:

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Washington, DC 20004
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nancy.victory@us.dlapiper.com

Place of Formation:

DT is an *Aktiengesellschaft* (stock corporation) formed in Germany.

International Section 214 Authority:

T-Mobile USA holds the following international Section 214 authorization that was transferred as a result of the instant transaction:

Authorization	FCC ID Number
Global or Limited Global Facilities-Based AND Resale Service	ITC-214-20011116-00601

The transferee, DT, does not hold any Section 214 authorizations.

Interlocking Directorates:

DT has the following interlocking directorates with a foreign carrier:

- Adel Al-Saleh is a member of Transferee's management board as well as a member of the management board of BT Group plc; and
- Dominique Leroy is an officer of Transferee and also a member of the supervisory board of T-Mobile Poland.

Answer to Question 11 - Section 63.18(h):

Following the transaction, the following entities hold indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in Licensee:

Name:	T-Mobile US, Inc. ("T-Mobile")
Address:	12920 SE 38th Street Bellevue, WA 98006
Citizenship:	U.S.
Type of Organization:	Corporation
Principal Business:	Telecommunications and information services
Percentage Held:	T-Mobile holds a direct 100 percent equity and voting interest in Licensee.

Name:	Deutsche Telekom Holding B.V. ("DT Holding")
Address:	Stationsplein 8-K, Office Number 809 6221 BT Maastricht Netherlands
Place of Organization:	Netherlands
Type of Organization:	Corporation
Principal Business:	Holding company
Percentage Held:	DT Holding holds a 44.71 percent direct equity and voting interest in T-Mobile. As such, DT Holding has a 44.71 percent attributable equity and voting interest in Licensee.

Name:	T-Mobile Global Holding GmbH ("T-Mobile Holding")
Address:	Landgrabenweg 151

	Bonn, Germany 53227
Citizenship:	Germany
Type of Organization:	Corporation
Principal Business:	Telecommunications and information services
Percentage Held:	T-Mobile Holding holds a direct 100 percent equity and voting interest in DT Holding, which holds a 44.71 percent equity and voting interest in T-Mobile. As such, T-Mobile Holding has a 44.71 percent attributable equity and voting interest in Licensee.

Name:	T-Mobile Global Zwischenholding GmbH ("T-Mobile Global")
Address:	Friedrich-Ebert-Allee 140 Bonn, Germany
Citizenship:	Germany
Type of Organization:	Corporation
Principal Business:	Telecommunications and information services
Percentage Held:	T-Mobile Global holds a direct 100 percent equity and voting interest in T-Mobile Holding, which holds a 100 percent equity and voting interest in DT Holding, which in turn holds a 44.71 percent equity and voting interest in T-Mobile. As such, T-Mobile Global has a 44.71 percent attributable equity and voting interest in Licensee.

Name:	Deutsche Telekom AG ("DT")
Address:	Friedrich-Ebert-Allee 140 Bonn, Germany
Citizenship:	Germany
Type of Organization:	Corporation
Principal Business:	Telecommunications and information services
Percentage Held:	DT holds a direct 100 percent equity and voting interest in T-Mobile Global, which holds a 100 percent equity and voting interest in T-Mobile Holding, which holds a 100 percent equity and voting interest in DT Holding, which in turn holds a 44.71 percent equity and voting interest in T-Mobile. DT also holds a direct 5.52 percent interest in T-Mobile—giving it an aggregate attributable 50.2 percent equity stake in T-Mobile and thus in Licensee. DT has *de facto* control of T-Mobile, and thus of Licensee, as a result of DT's ownership of more than 50 percent of the voting stock of T-Mobile as well as proxy agreements which authorize DT to vote additional shares of T-Mobile.

Name:	Kreditanstalt fur Wiederaufbau ("KfW")
Address:	Palmengartenstrasse 5-9 Frankfort, Germany 60325

Citizenship:	Germany
Type of Organization:	Public law institution (*Anstalt des öffentlichen Rechts*)
Principal Business:	Promotional banking
Percentage Held:	KfW, a bank controlled by the German government and federal states, holds approximately 16.63 percent of the ownership interests of DT. As such, KfW is deemed to hold approximately an 8.35 percent attributable equity interest and a 16.63 percent attributable voting interest in T-Mobile and thus in Licensee.

Name:	Federal Republic of Germany ("FRG")
Address:	c/o Federal Ministry of Finance Wilhelmstr 97 Berlin, Germany 10117
Citizenship:	Germany
Type of Organization:	Government entity
Principal Business:	Government
Percentage Held:	FRG directly holds approximately 13.83 percent of the ownership interests of DT. FRG also directly holds 80 percent of the ownership interests in KfW which, as described above, holds approximately 16.63 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately a 27.13 attributable equity interest and a 30.46 percent attributable voting interest in DT. As such, FRG is deemed to hold approximately a 13.63 percent attributable equity interest and a 30.46 percent attributable voting interest in T-Mobile and thus in Licensee.

No other individual or entity holds directly or indirectly a ten percent or greater equity and/or voting interest in Licensee.

<u>Answer to Question 13</u>:

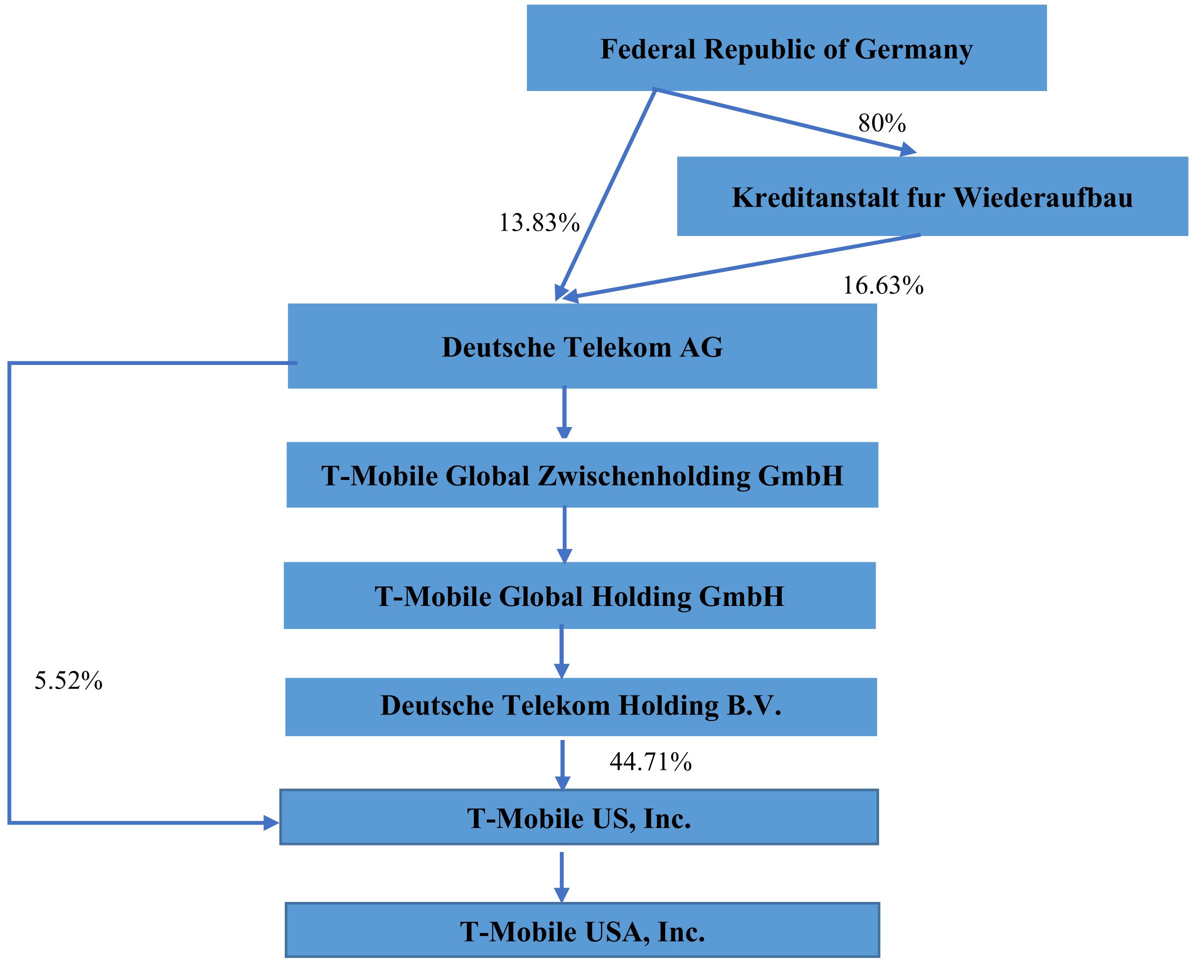
The Commission is hereby notified of the *pro forma* transfer of control of the international Section 214 authorization held by Licensee as a result of an increase in Deutsche Telekom AG's ("DT") ownership in T-Mobile. As of March 31, 2023, DT's shareholdings in T-Mobile, held directly and through various subsidiaries of DT, increased above 50% – to 50.2%. Prior to the transaction, DT had *de facto* control of T-Mobile – and thus Licensee – as a result of proxy agreements which authorized DT to vote a majority of the shares of T-Mobile. Following the transaction, DT now also has *de jure* control of T-Mobile and thus Licensee. Attached is a chart showing the ownership of Licensee after the transaction.

Because the restructuring did not change the ultimate control of the authorization, it was *pro forma* in nature.[1] 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."[2]

[1] *In re Fed. Communications Bar Ass'n's 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) ("*FCBA Forbearance Order*") ("corporate reorganization which involves no substantial change in the beneficial ownership of the corporation" is *pro forma* in nature); cf. 47 C.F.R. § 63.24(d).

[2] *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.").

Post-Transaction Ownership:



*All ownership is 100% unless otherwise indicated.