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June 29, 2021

Marlene H. Dortch
Secretary
Federal Communications Commission
45 L Street, NE
Washington, DC 20554

Re: *Pro Forma* Transfer of Control of Submarine Cable Landing Licenses Held by Sprint Communications Company L.P.; File No. SCL-T/C-20210209-00011

Dear Ms. Dortch:

Pursuant to the above-captioned filing, US Telecom, Inc. and Sprint Communications, Inc. (collectively, “Applicants”) notified the Commission of the *pro forma* transfer of control of several submarine cable landing licenses held by Sprint Communications Company L.P. (“SCCLP”). The Applicants hereby supplement that filing with the attached updated information.

Please contact the undersigned counsel for the Applicants should you have any questions or require additional information.

Respectfully submitted,

/s/ Nancy J. Victory

Nancy J. Victory

Enclosure

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

US Telecom, Inc. (“US Telecom”) and Sprint Communications, Inc. (“SCI”) hereby notify the Commission of the *pro forma* transfer of control of several submarine cable landing licenses held by Sprint Communications Company L.P. (“SCCLP”), which resulted from an internal corporate reorganization involving indirect wholly owned subsidiaries of T-Mobile US, Inc.¹ Specifically, the transaction resulted in the *pro forma* transfer of control of the following SCCLP submarine cable licenses:²

Cable System	Licensed Entity	Voting Rights	Segment	FCC ID No.
Americas-II	Sprint Communications Co., LP	4.9%	North, South, and West Rings; Access – MIU	SCL-MOD-20191202-00038 (formerly SCL-98-003A)
Antillas-I	Sprint Communications Co., LP	4.88%	Puerto Rico – Dominican Republic	SCL-LIC-19951013-00002 (formerly SCL-95-012)
Japan-US	Sprint Communications Co., LP	3.75%	Trans – Pacific	SCL-MOD-20130227-00002 (see also SCL-LIC-19981117-00025)
Maya-1	Sprint Communications Co., LP	4.48%	U.S. – Central America	SCL-MOD-20110928-00028 (see also SCL-LIC-19990325-00006)

¹ T-Mobile acquired these submarine cable interests as a result of its merger with Sprint Corporation, which closed on April 1, 2020 (prior to the merger, T-Mobile had not held any interests in submarine cables). Based on the broad language in Section 1.767(g)(7), 47 C.F.R. § 1.767(g)(7), T-Mobile understood all of these interests to be subject to post-closing notification for *pro forma* changes. T-Mobile has since been informed by the FCC staff that the Americas-II, Antillas-I, Maya-1 and Pan American cables are not eligible for the post-closing notification procedures described in 1.767(g)(7) and that T-Mobile should have requested Commission approval for the *pro forma* transfer of these interests prior to the reorganization described above. Accordingly, the applicants belatedly request Commission approval for the *pro forma* transfer of the interests in those four cables and ask that the Commission consider the request made as of the date of its original January 26, 2021 filing. See n.2.

² On January 26, 2021, the applicants submitted a timely notification of the *pro forma* transfer of control of what they thought was a complete list of SCCLP’s submarine cable landing licenses (T-Mobile has recently merged with Sprint and is in the process of integration). See File No. SCL-T/C-20210126-00007. Subsequently, FCC staff informed the applicants that this list was incomplete. Accordingly, the applicants withdrew that filing and on February 9, 2021 resubmitted a revised notification that incorporated a complete listing of SCCLP’s submarine cable landing licenses.

Pan American	Sprint Communications Co., LP	5.61%	U.S. Virgin Islands – South America	SCL-MOD-20040521-00016 (formerly SCL-97-001)
Taino-Carib	Sprint Communications Co., LP	6.28%	Puerto Rico – U.S. Virgin Islands	SCL-LIC-20180702-00019 (formerly SCL-92-002)

The transaction, which occurred on December 31, 2020, involved the merger of US Telecom into SCI, with SCI as the surviving entity. This resulted in the *pro forma* transfer of control of SCCLP and its FCC licenses and authorizations.³

Information Required Under Section 1.767(a)(1-3) of the Commission’s rules:

The name, address and telephone number(s) of the Transferee (the Transferor was merged out of existence on December 31, 2020):

Sprint Communications, Inc.
12502 Sunrise Valley Drive
Reston, VA 20196
1-800-572-8256

Place of Formation of Transferee:

SCI is a Kansas corporation.

Contact Information for Transferee:

David Werblow
T-Mobile USA, Inc.
12920 SE 38th Street
Bellevue, WA 98006
Tel: 425-383-8379
David.Werblow@T-Mobile.com

With a copy to:

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³ Notifications of the *pro forma* transfer of control of other types of licenses held by SCCLP were filed with the Commission on January 26, 2021. SCCLP also holds FCC licenses that are not subject to forbearance. The Commission approved the *pro forma* transfer of those licenses prior to the transaction occurring. See ULS File No. 0009343607.

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Information Required Under Section 1.767(a)(8) of the Commission's rules:

Ownership of Transferee:

The following entities hold indirectly a ten percent or greater equity and/or voting interest, or a controlling interest, in SCI:

Name: Sprint Corporation ("Sprint")
Address: 12502 Sunrise Valley Drive
Reston, VA 20196
Citizenship: U.S.
Type of Organization: Corporation
Principal Business: Telecommunications and information services
Percentage Held: Sprint Corporation holds a direct 100 percent equity and voting interest in SCI.

Name: T-Mobile USA, 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 Sprint.

Name: T-Mobile US, Inc. ("T-Mobile US")
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 US holds a direct 100 percent equity and voting interest in T-Mobile.

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 approximately a 43 percent direct equity and voting interest in T-Mobile US.

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.

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.

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. DT has *de facto* control of T-Mobile US – and thus Transferee – as a result of a proxy agreement which authorizes DT to vote a majority of the stock of T-Mobile US.

Name: Kreditanstalt für Wiederaufbau (“KfW”)
Address: Palmengartenstrasse 5-9
Frankfurt, Germany 60325
Citizenship: Germany
Type of Organization: Corporation
Principal Business: Commercial banking
Percentage Held: KfW, a bank controlled by the German government and federal states, holds approximately 17 percent of the ownership interests of DT.

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 15 percent of the ownership interests of DT. FRG also directly holds approximately 80 percent of the ownership interests in KfW which, as described above, holds approximately 17 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately 32 percent of DT.

No other individual or entity will hold directly or indirectly a ten percent or greater equity and/or voting interest in SCI.

Anti-Drug Abuse Act Certification

SCI certifies that no party to this filing is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. 853a.

Affiliation with Foreign Carriers

SCI certifies that it is affiliated with the following foreign carriers:

Argentina: T-Systems Argentina S.A.; and Sprint International Argentina SRL

Australia: Sprint International Australia Pty Ltd

Austria: T-Mobile Austria GmbH; T-Systems Austria GesmbH; Antel Germany GmbH; Deutsche Telekom Global Business Solutions GmbH; and Sprint International Austria GmbH

Belgium: Deutsche Telekom Global Business Solutions Belgium NV; and SprintLink Belgium BVBA

Bosnia-Herzegovina: Hrvatske telekomunikacije d.d. Mostar

Brazil: T-Systems do Brasil Ltda.; T-Systems Telecomunicações e Serviços Ltda.; and Sprint Brasil Serviços de Telecomunicações Ltda.

Canada: Deutsche Telekom Global Business Solutions Canada Inc.; and Sprint International Communications Canada ULC

Chile: Sprint International Chile Ltda.

Colombia: Sprint International Colombia Ltda.

Croatia: Hrvatski Telekom d.d.

Czech Republic: T-Mobile Czech Republic a.s.; and Sprint International Czech Republic S.R.O.

Denmark: T-Systems Nordic A/S Denmark; Deutsche Telekom Nordic A/S; and SprintLink Denmark ApS

Finland: T-Systems Nordic A/S; and Deutsche Telekom Nordic A/S siviiliike Suomessa

France: T-Systems France SAS; Deutsche Telekom Global Business Solutions France SAS; and SprintLink France SAS

Germany: Telekom Deutschland GmbH; Antel Germany GmbH; Deutsche Telekom Business Solutions GmbH; and SprintLink Germany GmbH

Greece: Deutsche Telekom Global Business Solutions Greece E.P.E.; Hellenic Telecommunications Organization S.A.; and Cosmote Mobile Telecommunications S.A.

Hong Kong, China: Deutsche Telekom Global Business Solutions China (HK) Limited; and Sprint Hong Kong Ltd

Hungary: Magyar Telekom Nyrt.; Deutsche Telekom IT & Telecommunications Hungary Kft.; and Sprint International Hungary Kft.

India: Sprint Telecom India Private Limited

Ireland: T-Systems Ltd.; Deutsche Telekom Global Business Solutions UK Ltd.; and SprintLink Ireland Ltd.

Italy: Deutsche Telekom Global Business Solutions Italia S.r.l.; and SprintLink Italy S.r.l.

Japan: Deutsche Telekom GBS Japan K.K.; and Sprint International Japan Corporation

Korea (South): Sprint International Korea

Luxembourg: Deutsche Telekom Global Business Solutions Luxembourg S.A.; and Deutsche Telekom Global Business Solutions Belgium NV

Macedonia: Makedonski Telekom A.D.

Malaysia: SprintLink International Malaysia Sdn. Bhd.

Mexico: T-Systems Mexico, S.A. de C.V.; DTAG Global Business Solutions Mexico, S.A. de C.V.; and SIHI Mexico S. de R.L. de C.V.

Montenegro: Crnogorski Telekom a.d. Podgorica (formerly Telekom Crne Gore A.D.)

Netherlands, The: T-Mobile Netherlands B.V.; T-Systems Nederland B.V.; Deutsche Telekom Global Business Solutions Nederland B.V.; and SprintLink Netherlands B.V.

New Zealand: Sprint International New Zealand

Norway: T-Systems Nordic A/S/ Norway; Deutsche Telekom Nordic (NUF); and Sprint International Norway AS

Poland: T-Mobile Polska S.A. (formerly Polska Telefonía Cyfrowa S.A.); T-Systems Polska Sp. z o.o.; GTS Poland Sp. z o.o.; and SprintLink Poland Sp. z o.o.

Portugal: Deutsche Telekom Global Business Solutions Iberia SLU – Sucursal em Portugal

Romania: Telekom Romania Communications S.A. (formerly SC Romtelecom S.A.); Telekom Romania Mobile Communications S.A. (formerly Cosmote Romanian Mobile Telecommunications S.A.); and GTS Telecom S.R.L.

Russia: OOO Deutsche Telekom GBS RUS; and Sprint RUS LLC

Singapore: T-Systems Singapore Pte. Ltd; Deutsche Telekom Global Business Solutions Singapore Pte. Ltd.; and Sprint International Communications Singapore Pte. Ltd.

Slovakia: Slovak Telekom, a.s.

Slovenia: Deutsche Telekom Global Business Solutions, telekomunikacije, d.o.o.

South Africa: T-Systems South Africa Pt. Ltd.

Spain: T-Systems ITC Iberia, S.A; Deutsche Telekom Global Business Solutions Iberia S.L.; and Sprint International Spain, S.L.

Sweden: T-Systems Nordic A/S; Deutsche Telekom Nordic A/S Sverige Filial; and SIHI Scandinavia AB

Switzerland: T-Systems Schweiz AG; Deutsche Telekom Global Business Solutions Schweiz AG; and SprintLink International (Switzerland) GmbH

Taiwan: Sprint International Taiwan Ltd.

Thailand: Sprint (Thailand) Limited

Turkey: Deutsche Telekom Global Business Solutions Telekomünikasyon Limited Sirketi

Ukraine: TOB T-Systems Ukraine (in Liquidation); and GTS Ukraine L.L.C.

United Kingdom: Deutsche Telekom Global Business Solutions UK Ltd.; and SprintLink UK Ltd

Certification Regarding Affiliation with Foreign Carriers in Landing Markets

SCI certifies that, regarding each country (other than the U.S.) in which the submarine cables identified above land:

- (A) SCI is not a foreign carrier in that country;
- (B) SCI does not control a foreign carrier in that country; or
- (C) There does not exist any entity that owns more than 25 percent of SCI, or controls SCI, or controls a foreign carrier in that country, except that in Brazil, Colombia, Chile, and Japan, SCI's ultimate parent, DT, controls one or more foreign carriers.
- (D) Two or more foreign carriers (or parties that control foreign carriers) do not own, in the aggregate, more than 25 percent of SCI and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer and use of capacity on the cable in the United States;

All of the countries identified in (C) above are WTO Member countries.⁴

Information Required Under Section 1.767(a)(9) of the Commission's rules:

Certification Regarding Routine Conditions:

With respect to the Taino-Carib cable, SCI certifies that it will accept and abide by the routine conditions specified in Section 1.767(g).

With respect to the Americas-II, Antillas-I, Japan-US, Maya-I and Pan American cables, SCI certifies that it will accept and abide by the conditions in each cable's respective license, as currently modified.

Information Required Under 1.767(g) of the Commission's rules:

Pro Forma Certification:

SCI certifies that the transfer of control described herein was *pro forma*, as defined in Section 63.24 of the Commission's rules, 47 C.F.R. § 63.24, and, together with all previous *pro forma* transactions, does not result in a change of the licensee's ultimate control.

⁴ See WTO Members and Observers List, http://www.wto.org/english/thewto_e/whatis_e/tif_e/org6_e.htm (last visited June 14, 2021).

Description of Transaction:

The Commission is hereby notified of the *pro forma* transfer of control of the submarine cable landing licenses held by SCCLP as part of an internal reorganization involving wholly owned subsidiaries of T-Mobile. The transaction, which occurred on December 31, 2020, involved the merger of US Telecom into SCI, with SCI as the surviving entity. This resulted in the *pro forma* transfer of control of SCCLP and its FCC licenses and authorizations. Attached are charts showing the ownership of SCCLP before and after the transaction.

Because the restructuring did not change the ultimate control of the authorizations, it was *pro forma* in nature.⁵ 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.”⁶ SCI certifies that this transaction, together with all previous *pro forma* transactions, did not result in a change of the licensee's ultimate control.

⁵ *In re Fed. Communications Bar Assn'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).

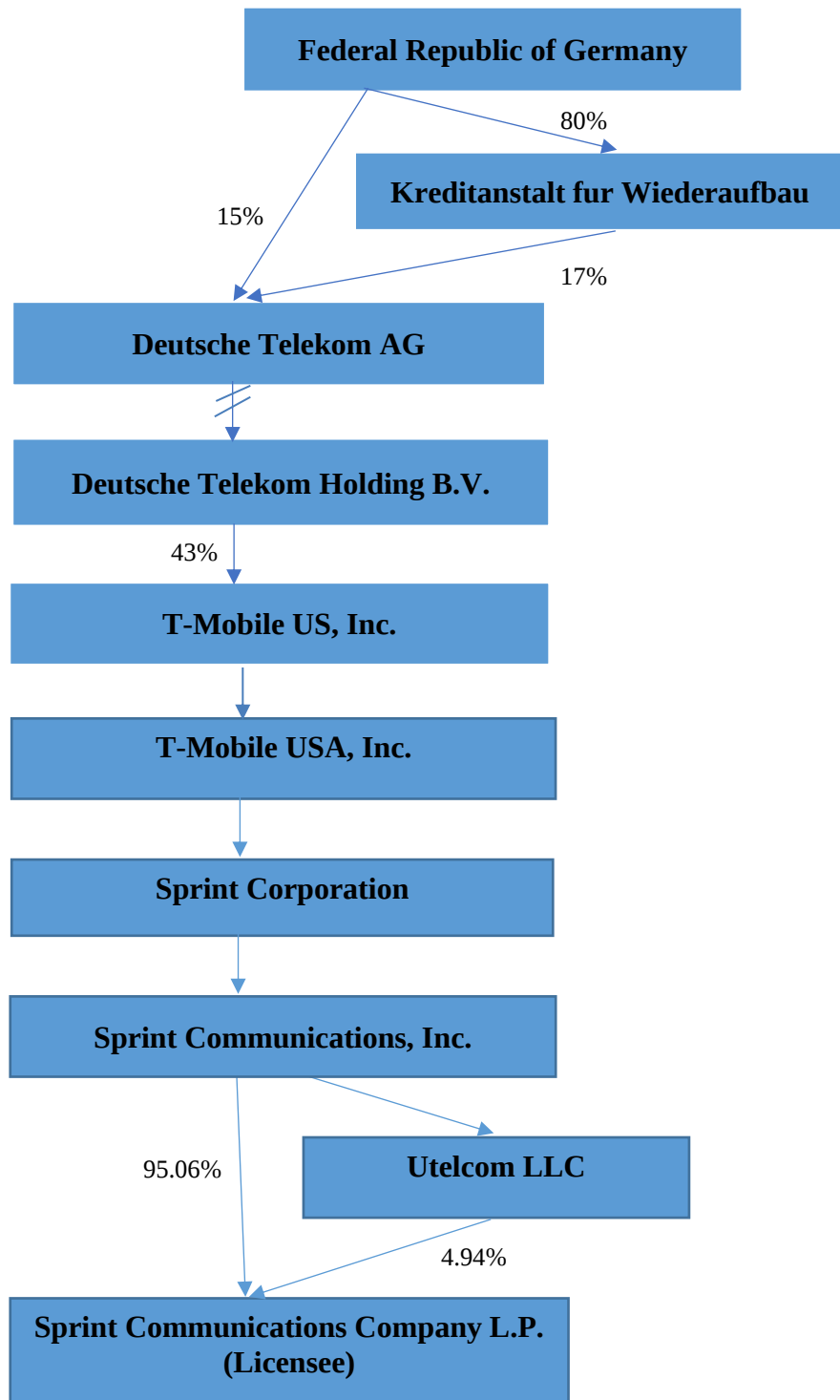
⁶ *Id.* at 6295, ¶ 2. See also 1998 Biennial Review – Review of International Common Carrier Regulations, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999) (finding that “[r]egulatory review of [*pro forma*] transactions yields no significant public interest benefits, but may delay or hinder transactions that could provide substantial financial, operational, or administrative benefits for carriers.”).

Pre-Reorganization Ownership:



*All ownership is 100% unless otherwise indicated.

Post-Reorganization Ownership:



*All ownership is 100% unless otherwise indicated.