

DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

As set forth in this FCC Form 608 lease notification, NewLevel, LLC (“Lessor”) and T-Mobile License LLC “Lessee” and collectively with Lessor, the “Parties”) hereby notify the Federal Communications Commission (“FCC” or “Commission”) that they entered into a short-term spectrum manager lease for the lease of the 600 MHz licenses shown in Attachment A and as identified in the associated FCC Form 608 (the “FCC Licenses”) and now plan to commence lease operations for the FCC Licenses.

The lease commencement date will be ten (10) days after the filing of the instant Form 608 and the term will be one year. The lease agreement is subject to early termination in certain circumstances.

Consistent with the lease agreement and the requirements of the Communications Laws, Lessor, whose qualifications and eligibility as a licensee are matters of Commission record, will retain *de facto* and *de jure* control of the leased spectrum throughout the lease term. Lessee, whose qualifications and eligibility also are matters of Commission record, will conduct operations under the lease agreement subject to applicable rules and regulations.

No competitive harm will result by the proposed leasing arrangement. Under the Commission’s rules and policies, a lessee is not attributed with spectrum it uses under a short-term lease (such as the instant lease agreement). Finally, because Lessor is not currently providing commercial service on the FCC Licenses, there is no reduction in the number of competitors and no customer transition issues relating to this leasing arrangement.

Description of the Parties

Lessee is a direct wholly owned subsidiary of T-Mobile, Inc., a Delaware corporation, which is wholly owned by T-Mobile US, a publicly traded company and part of the family of companies that operate under the T-Mobile® brand names. Deutsche Telekom AG, a publicly traded German company based in Bonn, Germany (“DT”), currently holds approximately 51.1 percent of T-Mobile US’s shares indirectly through its wholly owned subsidiary T-Mobile Global Zwischenholding GmbH (“T-Mobile Global”). This subsidiary owns all of the equity and voting interests of T-Mobile Global Holding GmbH (“T-Mobile Holding”), which owns all of the equity and voting interests of Deutsche Telekom Holding B.V. (“DT Holding B.V.”), which in turn holds the 51.1 percent interest in T-Mobile US. DT has *de facto* control of T-Mobile US, and thus Lessee, as a result of a proxy agreement that authorizes DT to vote a majority of the stock of T-Mobile US.

By order released November 5, 2019, the Commission granted, subject to certain conditions, T-Mobile US’s Petition for Declaratory Ruling under Section 310(b)(4) of the Act on behalf of its current and future licensee and lessee subsidiaries that it would not serve the public

interest to prohibit more than 25 percent indirect foreign ownership in T-Mobile US.¹ That ruling also specifically permitted: (i) the foreign entities with a controlling interest in T-Mobile US (*i.e.*, DT Holding B.V., T-Mobile Holding, T-Mobile Global, and DT) to increase the aggregate level of their controlling ownership interests in the reorganized T-Mobile US, at some future time, up to any amount, including 100 percent of T-Mobile US's equity and voting interests; and (ii) specific foreign entities with a non-controlling interest in T-Mobile US (*i.e.*, Kreditanstalt für Wiederaufbau, the Federal Republic of Germany, SoftBank Group, SoftBank and Mr. Masayoshi Son, a Japanese citizen and the founder and CEO of SoftBank) to increase their aggregate interest in T-Mobile US, at some future time, up to and including a non-controlling indirect 49.99 percent equity and voting interest.² That declaratory ruling, in accordance with Section 1.5001(c)(1) of the rules, specifically listed as covered by such ruling Assignee (among other licensee subsidiaries of T-Mobile) and the type of wireless service licenses that are the subject of the instant transaction. The foreign ownership in the licensees as approved has not materially changed since November 5, 2019, and will not be affected by this leasing arrangement.

Led by a management team with decades of collective experience in the telecommunications industry, T-Mobile is headquartered in Bellevue, Washington, offers nationwide wireless voice and data services to consumer and business customers, and provides service to 127.5 million customers.³ The Commission has repeatedly found that T-Mobile and its companies have the requisite character and qualifications to hold Commission authorizations.⁴ An FCC Form 602 providing current ownership information for Lessee is on file with the Commission.⁵

¹ See IBFS File No. ISP-PDR-20180618-00002 (filed June 18, 2018); granted by *Merger Approval Order*, ¶¶ 361-63.

² *Id.*

³ See T-Mobile, T-Mobile Delivers Industry-Leading Growth in Customers, Service Revenues, Profitability and Cash Flows in Q3, Raises 2024 Guidance Across the Board (Oct. 23, 2024), <https://investor.t-mobile.com/events-and-presentations/news/news-details/2024/T-Mobile-Delivers-Industry-Leading-Growth-in-Customers-Service-Revenues-Profitability-and-Cash-Flows-in-Q3-Raises-2024-Guidance-Across-the-Board/default.aspx>.

⁴ See, e.g., *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of License and Authorizations*, WT Docket No. 18-197, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, FCC 19-103, ¶ 44 (rel. Nov. 5, 2019) ("*Merger Approval Order*"); *Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Transfer of Control of Licenses and Authorizations*, Memorandum Opinion and Order and Declaratory Ruling, 28 FCC Rcd 2322, 2330 ¶ 19 (WTB/IB 2013); see also *Applications of T-Mobile USA, Inc. and SunCom Wireless Holdings, Inc.*, Memorandum Opinion and Order, 23 FCC Rcd 2515, 2519-20, ¶ 10 (2008).

⁵ See FCC File No. 0011417919.

Conclusion

The Parties respectfully submit that the instant leasing arrangement is consistent with the Commission's spectrum leasing rules and regulations and will therefore serve the public interest, convenience, and necessity.⁶

⁶ See *Promoting Efficient Use of Spectrum Through Elimination of Barriers to the Development of Secondary Market*, 18 FCC Rcd 20604 (2003).

Attachment A

Call Sign	Market Name	Market Code	Channel Block	Radio Code	Frequency Ranges (MHz)
WRCP882	Honolulu, HI	PEA042	A	WT: 600 MHz Service	617-622, 663-668
WRCP891	Greensboro, NC	PEA078	A	WT: 600 MHz Service	617-622, 663-668
WRCP892	Charleston, SC	PEA085	A	WT: 600 MHz Service	617-622, 663-668
WRCP893	Raleigh, NC	PEA045	A	WT: 600 MHz Service	617-622, 663-668
WRCP895	Milwaukee, WI	PEA038	A	WT: 600 MHz Service	617-622, 663-668
WRCP901	Tampa, FL	PEA021	A	WT: 600 MHz Service	617-622, 663-668
WRCP887	Fresno, CA	PEA034	B	WT: 600 MHz Service	622-627, 668-673
WRCP888	Pittsburgh, PA	PEA023	B	WT: 600 MHz Service	622-627, 668-673
WRCP889	Portland, OR	PEA019	B	WT: 600 MHz Service	622-627, 668-673
WRCP890	Orlando, FL	PEA013	B	WT: 600 MHz Service	622-627, 668-673
WRCP894	Jacksonville, FL	PEA029	B	WT: 600 MHz Service	622-627, 668-673
WRCP876	Virginia Beach, VA	PEA033	E	WT: 600 MHz Service	637-642, 683-688
WRCP877	Oklahoma City, OK	PEA039	E	WT: 600 MHz Service	637-642, 683-688
WRCP878	Cincinnati, OH	PEA025	E	WT: 600 MHz Service	637-642, 683-688
WRCP879	Austin, TX	PEA035	E	WT: 600 MHz Service	637-642, 683-688
WRCP880	Cleveland, OH	PEA014	E	WT: 600 MHz Service	637-642, 683-688
WRCP881	San Antonio, TX	PEA028	E	WT: 600 MHz Service	637-642, 683-688
WRCP884	Greenville, SC	PEA050	E	WT: 600 MHz Service	637-642, 683-688
WRCP885	Charlotte, NC	PEA043	E	WT: 600 MHz Service	637-642, 683-688
WRCP883	Tulsa, OK	PEA063	F	WT: 600 MHz Service	642-647, 688-693
WRCP897	Richmond, VA	PEA057	F	WT: 600 MHz Service	642-647, 688-693
WRCP898	Tallahassee, FL	PEA072	F	WT: 600 MHz Service	642-647, 688-693
WRCP899	Sarasota, FL	PEA067	F	WT: 600 MHz Service	642-647, 688-693
WRCP900	Cape Coral, FL	PEA065	F	WT: 600 MHz Service	642-647, 688-693
WRCP886	Columbia, SC	PEA089	G	WT: 600 MHz Service	647-652, 693-698
WRCP896	Dayton, OH	PEA062	G	WT: 600 MHz Service	647-652, 693-698