

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

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In the Matter of the Notice of Sprint Corporation, Virgin Mobile USA, L.P. (Assurance Wireless), and i-wireless, LLC Regarding Proposed Wireless Lifeline Services Partnership and Related Transaction

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DOCKET NOS. 16-094-02  
and 16-2526-01  
ORDER APPROVING PROPOSED  
TRANSACTIONS

ISSUED: October 19, 2016

On September 12, 2016, Sprint Corporation ("Sprint"), Virgin Mobile USA, L.P. (Assurance Wireless), and i-wireless, LLC (i-wireless) notified the Public Service Commission of Utah ("Commission") of two proposed transactions, as follows:

1. Majority control of i-wireless will transfer to Sprint.
2. Assurance Wireless's lifeline customers, who are currently served by Sprint's subsidiary Virgin Mobile, will transfer to i-wireless.

Pursuant to Utah Code § 54-4-28, the Commission held a hearing on October 19, 2016 to review the transactions. Sharon M. Bertelsen represented the parties to the proposed transactions, joined telephonically by Ken Schifman, Sprint's Senior Counsel and Director of State Government Affairs, who testified for Sprint and Virgin Mobile. Also participating by phone were Elaine Divelbliss, Senior Counsel for Sprint; Kristin Jacobson, Counsel, West Region, for Sprint; Eric Schimpf, Director of Business Development for i-wireless; and Joshua Guyan, Kelley Drye & Warren LLP, outside counsel to i-wireless. Assistant Attorney General Justin Jetter appeared for the Division of Public Utilities (Division), joined by Casey Coleman, utility technical consultant.

Mr. Schifman testified that there has been no opposition to the proposed transactions, which have been filed with the Federal Communications Commission (FCC) and with all of the

states that exercise oversight of such transactions. On July 15, 2016, the FCC approved the transfer of control of i-wireless to Sprint. i-wireless has also submitted to the FCC an amended compliance plan, which the parties expect will be approved soon. In addition, all of the states that have reviewed the proposed transactions have also approved them.<sup>1</sup> Finally, Mr. Schiffman testified that customers who will be transferred have been informed of the process and have had resources to help them with any questions and concerns. Customers will be able to use the telephones they have, and they will keep their telephone numbers. They will also benefit from receiving an increased number of free minutes and unlimited texting, as well as broadband plans as required under the FCC's Lifeline Modernization Order.

Mr. Coleman testified on behalf of the Division that the parties have provided adequate information to allow investigation of the transactions described in the notice. Mr. Coleman also testified that the transactions appear to be in the public interest. No one appeared at the hearing to object to the transactions.

Pursuant to Utah Admin. Code R746-349-7(A)(3):

If no objection to the proposed transaction is submitted in comments or reply comments, the Commission will presume that approval of the transaction is in the public interest and use the information contained in the application and accompanying documents as evidence to support a Commission order.

There is no objection to the Commission approving the proposed transactions. Therefore, under Utah Admin. Code R746-349-7(A)(3) and in light of the testimony of record, the Commission presumes the transactions to be in the public interest.

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<sup>1</sup> The parties have not yet received an order of approval from West Virginia, but the staff of the regulatory body has recommended approval, and the parties anticipate that an order will issue soon.

ORDER

Given the foregoing, the Commission approves Sprint, Assurance Wireless, and i-wireless to complete and close the transactions described in the parties' September 12, 2016 notice. The Commission orders the parties to notify the Commission upon completing any transaction that would necessitate amendment to, or cancelation of, an affected Certificate of Public Convenience and Necessity.

DATED at Salt Lake City, Utah, October 19, 2016.

/s/ Jennie T. Jonsson  
Administrative Law Judge

Approved and confirmed October 19, 2016 as the Order of the Public Service Commission of Utah.

/s/ Thad LeVar, Chair

/s/ David R. Clark, Commissioner

/s/ Jordan A. White, Commissioner

Attest:

/s/ Gary L. Widerburg  
Commission Secretary  
DW#289638

Notice of Opportunity for Agency Review or Rehearing

Pursuant to Utah Code Ann. §§ 63G-4-301 and 54-7-15, a party may seek agency review or rehearing of this order by filing a request for review or rehearing with the Commission within 30 days after the issuance of the order. Responses to a request for agency review or rehearing must be filed within 15 days of the filing of the request for review or rehearing. If the Commission fails to grant a request for review or rehearing within 20 days after the filing of a request for review or rehearing, it is deemed denied. Judicial review of the Commission's final agency action may be obtained by filing a Petition for Review with the Utah Supreme Court within 30 days after final agency action. Any Petition for Review must comply with the requirements of Utah Code Ann. §§ 63G-4-401, 63G-4-403, and the Utah Rules of Appellate Procedure.

CERTIFICATE OF SERVICE

I CERTIFY that on October 17, 2016, a true and correct copy of the foregoing was served upon the following as indicated below:

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