



State of Utah

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Commissioner

August 23, 2018

Sharon M. Bertelsen, Esq.
Ballard Spahr LLP
201 South Main Street, Suite 800
Salt Lake City, UT 84111-2221

Re: Docket No. 18-094-02, Application of Sprint Communications Company, L.P. for Informal Adjudication of Indirect Transfer of Control

Dear Ms. Bertelsen,

The Public Service Commission (“PSC”) has reviewed Sprint Communications Company L.P.’s (“Sprint Communications”) Application for Approval to Transfer Indirect Control, filed July 13, 2018, and the Division of Public Utilities’ (“DPU”) comments, filed July 30, 2018, recommending the PSC allow the transfer of control.

Sprint Communications represents the transaction for which it seeks approval will result in it becoming an indirect wholly owned subsidiary of T-Mobile USA, Inc. (“T-Mobile USA”) (the “Indirect CLEC Acquisition”). Because the Indirect CLEC Acquisition will occur by transaction at the parent holding company level, Sprint Communications will continue to be an indirect wholly owned subsidiary of Sprint Corporation (“Sprint”), and there will be no transfer of the operating authority held by Sprint Communications. The Application requests the PSC’s approval of the transaction “to the extent required.” In its comments, the DPU did not address whether PSC approval of this transaction is required, but nevertheless, recommends the PSC allow it.

No party has identified a statutory or other legal requirement for the PSC to approve this transaction. The PSC acknowledges the filing of the Application and gives notice it will take no further action in this docket unless a party files a request for the PSC to do so and explains the jurisdictional basis on which the PSC may or should act.

Sincerely,

/s/ Gary L. Widerburg
PSC Secretary
DW#304055