**July 31, 2018**

Docket No. A-2018-3003259

Utility Code: 310183

MICHELLE PAINTER

SPRINT COMMUNICATIONS COMPANY LP

12502 SUNRISE VALLEY DRIVE

RESTON VA 20196

RE: Application of Sprint Communications Company L.P. for Approval of a General Rule Indirect Change in Control from Softbank Group Corp. to T‑Mobile US, Inc.

Dear Ms. Painter:

The above-captioned joint application was filed with the Commission on July 6, 2018. To assist the Commission in conducting the review of the proposed General Rule Indirect Change in Control, please respond with the information requested in Attachment 1. In addition to the hard-copy filing directions below, please also email the information to [maboyle@pa.gov](mailto:maboyle@pa.gov).

Please forward the information to the Secretary of the Commission at the address listed below **within ten (10) days of the date of this letter**.

Rosemary Chiavetta, Secretary

Pennsylvania Public Utility Commission

400 North Street

Harrisburg, PA 17120

Make sure to reference Docket No. A-2018-3003259 when filing your response. Please note that some responses may be e-filed to your case; see the Commission’s website at <http://www.puc.pa.gov/efiling/default.aspx> for information on e-filing. A list of document types that may be e-filed can be found on the Commission’s website at <http://www.puc.pa.gov/efiling/DocTypes.aspx>.

**Your answers should be verified per 52 Pa Code § 1.36.** Accordingly, you must provide the following statement with your responses:

I, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, hereby state that the facts set forth above are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

The blank should be filled in with the name of the appropriate company representative, and the signature of that representative should follow the statement.

If you have any questions on this matter, please contact Marissa Boyle, Bureau of Technical Utility Services, at [maboyle@pa.gov](mailto:maboyle@pa.gov), or (717) 787-7237.

 Sincerely,

Rosemary Chiavetta

Secretary

Enclosure – Attachment 1

**Attachment 1:**

**Staff Inquiries for Review of Transactions**

**under 52 Pa. Code §§ 63.321-63.325**

1. Identify the ultimate parent of each party to the transaction and the valuation of each.

2. Identify all jurisdictions where the Applicant(s) seeks utility regulatory approval of the transaction and the status of those approvals. While pending in Pennsylvania, identify any jurisdiction that acts on the Application and describe the action taken. Provide updates as necessary.

3. If any conditions are under consideration, imposed, or agreed to in any jurisdiction in which approval is being sought or remains pending, please update the filing to include that information as it occurs.

4. Identify all Pennsylvania-specific impacts known, anticipated, or considered that will or may result in any fashion from the transaction.

5. If synergies as to scope or scale, or merger savings, are posed as a substantial public benefit overall, identify each anticipated synergy and/or savings. Identify the financial or other value of those synergies and/or savings and explain how such value was calculated.

6. Identify whether any anticipated synergies and/or savings are expected to arise from the loss or potential loss of Pennsylvania jobs, tax revenues, facilities, or any other impact in Pennsylvania.

7. Identify the location and number of any employees, offices, or facilities of the Applicant(s) that are located in Pennsylvania.

8. Identify any functions, operations, or activities of any nature currently performed in or affecting Pennsylvania that may be impacted as a result of the transaction. Specifically, identify any operations that will be eliminated and any impact on Pennsylvania employment.

9. Identify the number of Pennsylvania customers served by each of the parties to the transaction.

10. Identify all service markets (e.g., local exchange market, special access market) in Pennsylvania in which the Applicant or any affiliates participate.

11. Identify all geographic areas in Pennsylvania in which the Applicant(s), its affiliates, or any other entities affected by the transaction, offer services.

12. Identify any and all unaffiliated providers offering the same or competitive services as those of the Applicant(s) in the same geographic locales within Pennsylvania. Reference to all certificated carriers on file at the Commission will not be considered an acceptable or complete response.

13. If the transaction is pending before the Federal Communications Commission (FCC), the U.S. Department of Justice (DOJ), or any other federal agency, please provide unexpurgated copies of responses provided to the FCC, DOJ, or other staff inquiries and data requests.

14. While the transaction remains pending before the Commission, provide updates to the status of the transaction or of any changes to the application at the federal level as soon as they occur.

15. If the proposed transaction involves a foreign interest, describe in detail why state regulatory action on the proposed transaction would not be adverse to national security if DOJ approval remains pending.