



FEDERAL COMMUNICATIONS COMMISSION
Washington DC 20554

May 20, 2015

VIA E-MAIL

Michael P. Goggin
AT&T Inc.
1120 20th Street, NW, Suite 1000
Washington, DC 20036

Re: Application of AT&T Mobility Spectrum LLC and Club 42CM Limited Partnership for Consent To Assign Licenses (WT Docket No. 14-145)
Second Supplemental Request for Information

Dear Mr. Goggin:

AT&T Mobility Spectrum LLC and Club 42CM Limited Partnership have filed an application pursuant to section 310(d) of the Communications Act of 1934, as amended (the "Act"),¹ seeking Commission consent to assign two licenses.² On September 22, 2014, we sent you a request for information,³ and on February 19, 2015, we sent you a supplemental request for information.⁴ In conducting our review of the proposed transaction and the responses to our initial and supplemental information requests, we have determined that we need additional information from AT&T.

Accordingly, pursuant to section 308(b) of the Act,⁵ we request that you provide a written response and supporting documentation for the request set forth in the attached Second Supplemental Request for Information. Each response or document should clearly indicate the specific question or request to which it responds, and each page should be marked with a corporate identification and consecutive document control numbers as specified in the attached instructions. We would appreciate receiving your response to the Second Supplemental Request for Information as expeditiously as possible.

Your response should be filed with Marlene H. Dortch, Secretary, Federal Communications Commission, in WT Docket No. 14-145. In addition, the *Comment Public Notice* and the *Joint Protective Order*⁶ require the submission of multiple copies of all *ex parte* and other filings submitted in this

¹ 47 U.S.C. § 310(d).

² See AT&T Mobility Spectrum LLC and Club 42CM Limited Partnership Seek FCC Consent to the Assignment of Two Lower 700 MHz B Block Licenses in California, WT Docket No. 14-145, *Public Notice*, DA 13-1288 (WTB rel. Sept. 8, 2014) ("*Comment Public Notice*").

³ See Letter from Roger C. Sherman, Chief, WTB, to Michael P. Goggin, AT&T, WT Docket No. 14-145 (Sept. 22, 2014).

⁴ See Letter from Roger C. Sherman, Chief, WTB, to Michael P. Goggin, AT&T, WT Docket No. 14-145 (Feb. 19, 2015).

⁵ 47 U.S.C. § 308(b).

⁶ See Application of AT&T Mobility Spectrum LLC and Club 42CM Limited Partnership for Consent To Assign Licenses, WT Docket No. 14-145, *Joint Protective Order*, DA 14-1378 (WTB rel. Sept. 22, 2014).

proceeding. The Wireless Telecommunications Bureau also should receive, at a minimum, two copies of all paper filings. If you submit information pursuant to the *Joint Protective Order* issued in this case, please call Scott Patrick of the Wireless Telecommunications Bureau at (202) 418-2853 to schedule receipt of the hand delivery of the unredacted documents, as well as follow other instructions set forth in the *Joint Protective Order*. For any electronic filings made using the Commission's Electronic Comment Filing System ("ECFS"), parties also should serve the documents via e-mail to Scott Patrick, scott.patrick@fcc.gov; Kate Matraves, catherine.matraves@fcc.gov; and Jim Bird, TransactionTeam@fcc.gov.

If you have any questions regarding this matter, please contact Kathy Harris, Mobility Division, Wireless Telecommunications Bureau, at (202) 418-0609, or Kate Matraves, Spectrum and Competition Policy Division, Wireless Telecommunication Bureau, at (202) 391-6272.

Sincerely,

Roger C. Sherman
Chief, Wireless Telecommunications Bureau

Attachment

cc: Joan Marsh
David C. Jatlow

**Second Supplemental Request for Information for AT&T
Regarding the AT&T/Club 42 Transaction
WT Docket No. 14-145
May 20, 2015**

1. In California 5-San Luis Obispo, AT&T already holds 49 megahertz of below-1-GHz spectrum, which comprises more than one-third of currently suitable and available below-1-GHz spectrum and, as a result of the Proposed Transaction, would increase its holdings to 61 megahertz of such spectrum. The Commission stated in the *Mobile Spectrum Holdings Report and Order* that the leading nationwide providers hold most of the low-band spectrum available today,¹ and found that if they were to acquire all, or substantially all, of the remaining low-band spectrum, they would benefit, independently of any deployment, to the extent that rival service providers are denied its use.² The Commission also concluded that, where an entity acquiring below-1-GHz spectrum already holds approximately one-third or more of the below-1-GHz spectrum in a particular market, the demonstration of the public interest benefits of the proposed transaction will need to clearly outweigh the potential public interest harms, irrespective of other factors.³ In order to make such a demonstration, provide a detailed explanation, consistent with the Commission's conclusions about the importance of low-band spectrum,⁴ for why the proposed acquisition of this specific Lower 700 MHz B Block below-1-GHz spectrum would not raise rivals' costs or foreclose competition such that the ability of rival service providers to offer a competitive response to any potential anticompetitive behavior on the part of AT&T would be eliminated or significantly lessened. Provide all documents relied on in preparing the response.

¹ See Policies Regarding Mobile Spectrum Holdings; Expanding the Economic and Innovation Opportunities of Spectrum Through Incentive Auctions, WT Docket No. 12-269, GN Docket No. 12-268, *Report and Order*, 29 FCC Rcd at 6156-57 ¶ 46, 6164 ¶ 60 (rel. June 2, 2014) ("*Mobile Spectrum Holdings Report and Order*").

² See *Mobile Spectrum Holdings Report and Order*, 29 FCC Rcd at 6164 ¶ 60.

³ See *Mobile Spectrum Holdings Report and Order*, 29 FCC Rcd 6133, 6240 ¶ 287.

⁴ See *Mobile Spectrum Holdings Report and Order*, 29 FCC Rcd at 6164-65 ¶¶ 60-61.