

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
Applications of T-Mobile US, Inc. and)	GN Docket No. 24-286
United States Cellular Corporation)	
)	
For Consent To Transfer Control of Licenses,)	
Authorizations, and Leases)	

**REPLY TO OPPOSITION OF PETITIONS TO DENY
OF
PUBLIC KNOWLEDGE
COMMUNICATIONS WORKERS OF AMERICA
OPEN TECHNOLOGY INSTITUTE AT NEW AMERICA
BENTON INSTITUTE FOR BROADBAND & SOCIETY
ACCESS HUMBOLDT
INSTITUTE FOR LOCAL SELF-RELIANCE**

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January 28, 2025

SUMMARY

Public Knowledge, Communications Workers of America (CWA), Open Technology Institute at New America, Benton Institute For Broadband & Society, Access Humboldt, and Institute For Local Self-Reliance petition the Federal Communications Commission to deny the above-captioned application of T-Mobile US, Inc. and United States Cellular Corporation. The transaction as proposed is anti-competitive and would harm the public interest. Pursuant to its authority under Sections 214 and 310(d) of the Communications Act, the Commission may deny an application for a transfer of control if it harms, or in the absence of harm, does not benefit the public interest.

Petitioners have made sufficient showings that the transaction as proposed will harm the public interest. It will result in the loss of the fifth largest marketplace competitor, make it nearly impossible for a fourth competitor to emerge in the market, and harm competition in labor markets. The Applicants have the burden of proof to demonstrate otherwise, and have not made the evidentiary showings necessary to do so. Furthermore, Applicants have not met their burden of proof to show that this transaction would lead to verifiable and transaction-specific benefits to the public interest. For these reasons, the application should be denied.

Petitioners also continue to urge the Commission to consider all applications involving the sale or lease of United States Cellular Corporation's spectrum together in one transaction in order to streamline for efficiency and ensure that the redistribution of spectrum holdings best serves the public interest. Finally, Petitioners urge the Commission to consider imposing conditions on the proposed transaction, in line with recent similar transactions, that ensure that this transaction undoubtedly serves the public's best interest.

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I. Introduction

Petitioners Public Knowledge, Communications Workers of America (CWA), Open Technology Institute at New America, Benton Institute For Broadband & Society, Access Humboldt, and Institute For Local Self-Reliance (collectively, “Petitioners”) have petitioned the Federal Communications Commission (“FCC” or “Commission”) to deny the above-captioned application of T-Mobile US, Inc. (T-Mobile) and United States Cellular Corporation (UScellular) as it is anti-competitive and harmful to the public interest. Applicants, in their initial applications and subsequent joint response in opposition to Petitioners (“Joint Opposition”), have failed to make the evidentiary showings necessary to demonstrate otherwise. For this reason, the application as proposed should be denied as detailed below in Petitioners’ Reply to Applicants’ Joint Opposition.

Furthermore, in order to most-efficiently transfer ownership and licenses of UScellular spectrum in a manner that promotes the public interest, the Commission should consider all applications – active and future – to transfer licenses held by UScellular together. Finally, Petitioners urge the Commission to maintain pro-consumer policies and conditions, as previously applied to other mobile carrier mergers and acquisitions, in consideration of this Application to ensure that this transaction truly benefits consumers.

II. Applicants Fail to Rebut Transaction-Specific Public Interest Harms Identified by Petitioners

When considering an application for transfer of control, the Commission must determine whether “the public interest, convenience, and necessity will be served” before approving the transaction.¹ In doing so, the Commission considers whether the transaction will harm the public interest and weighs public interest harms with potential benefits of the transaction.² The Applicants’ transaction as proposed will harm the public interest, and the Applicants have not shown otherwise. As such, the Commission should deny the transaction as proposed.

A. Applicants Have the Burden of Proof to Show that the Transactions as Proposed will Serve the Public Interest and to Rebut Allegations of Harm

Applicants claim that Petitioners have not made any evidentiary showing that the transaction as proposed will actually harm the public interest.³ This claim is both factually wrong and inconsistent with Commission precedent. As the Commission reminded T-Mobile in its most recent acquisitions, an Applicant must show, beyond a reasonable doubt, that the proposed

¹ 47 U.S.C. § 310(d).

² Applications of T-Mobile, US Inc. & Ka’ena Corp. for Consent to Transfer Control of International Section 214 Authorizations, Memorandum Opinion and Order, GN Docket No. 23-171; DA 24-387, ¶ 4 (Apr. 25, 2024) (“T-Mobile-Mint Order”).

³ Joint Opposition of T-Mobile US, inc. and United States Cellular Corporation (“Joint Opposition”), GN Docket No. 24-286, at 10 (filed Jan. 8, 2025).

transaction will – at a minimum – not result in harm to the public interest.⁴ As it is the Applicant who must make the evidentiary showing, the failure to rebut Petitioners’ well-supported arguments makes it proper for the Commission to deny the application.

B. The Balance of the Evidence Fails to Demonstrate that the Transaction as Proposed will not Harm the Public Interest

i. Applicants Have not met the Evidentiary Burden to Demonstrate that the Transaction as Proposed will Cause no Harm to Marketplace Competition

Public Knowledge explained that the transaction as proposed would harm the public interest by consolidating spectrum holdings, effectively removing a competitor in a large geographic area that covers nearly 10 percent of the United States population and furthermore by making it even more difficult for a fourth major wireless competitor to emerge.⁵ Applicants summarily dismissed Petitioners’ claims and asserted that Petitioners failed to make necessary evidentiary showings while not responding to claims with contrary evidence.

First, it is again important to recognize that it is not Petitioners who must make the evidentiary showings to support notions that the transaction will harm the public. Instead, it is the Applicants who must prove by the preponderance of the evidence that no harm will result from the transaction. However, in their Petitions to Deny, Petitioners have raised sufficiently detailed concerns that the transaction as proposed will harm the public interest, and have demonstrated that Applicants have the burden of proof to demonstrate otherwise. The application and subsequent filings fail to rebut the showing by Petitioners and do not prove the application will serve the public interest. Because there is a high likelihood that this transaction will result in some harm, absent proof otherwise, this application must be denied.

⁴ T-Mobile-Mint Order ¶ 4.

⁵ Petition to Deny of Public Knowledge, Open Technology Institute at New America, Benton Institute for Broadband & Society, Access Humboldt, and Institute for Local Self-Reliance, GN Docket No. 24-286, at 6-7 (filed Dec. 9, 2024).

Any transaction that involves the transfer of control of a wireless carrier that holds licenses in an area that covers nearly one-tenth of the country's population is contrary to the Commission's "deeply rooted preference for preserving and enhancing competition in relevant markets."⁶ The Applicants argue that this transaction does not harm competition and the broader public interest by claiming that the footprint of the transaction does not impact pricing or competition generally. They make vague assertions that consumer prices will not rise, but provide little evidence that amounts to uncertain promises that the loss of market competition will not result in T-Mobile price hikes. T-Mobile makes claims that UScellular's footprint presence has no effect on national pricing but does not include or analyze the effect of UScellular pricing on carriers other than T-Mobile that may influence national pricing. The assertions made by Applicants to demonstrate that the loss of competition due to the loss of an often fourth-place competitor in such a large area of the country will not harm the public interest is lacking and supported by only predictions that the costs consumers will pay should not increase. Competitors compete on price. That T-Mobile currently competes successfully (as measured by market share) with UScellular says nothing about what will happen when a competitor disappears. Further, while US Cellular is a regional, rather than national competitor, there is still an impact on the region that cannot be ignored. What happens in the areas where UScellular *is* a top competitor? For these reasons, the Applicants have not made a sufficient showing to demonstrate that this transaction does no harm to the public interest.

Furthermore, as related to the importance of a fourth mobile competitor, the Applicants claim that the Petitioners' rationale supporting the need or importance for having a fourth

⁶ Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations by Time Warner Inc. and America Online, Inc., Transferors, to AOL Time Warner Inc., Transferee, 16 FCC RCC Rcd 6547, 6549-50, ¶4 (2001).

competitor is arbitrary. As Petitioners noted, there is ample support showing why a fourth major competitor is good for competition and the lowering of prices in general. Applicants must address this and explain how making it even more difficult for the fourth major competitor for over 30 million Americans to emerge will somehow not harm the public interest.

ii. Applicants Have not met the Evidentiary Burden to Rebut CWA's Showing that the Transaction Will Harm the Labor Market

CWA, in its Petition to Deny, extensively discussed why the transaction as proposed raises competition concerns in upstream labor markets. The Applicants never addressed these concerns. Instead, they argue that “[t]here is no basis in law or fact for the Commission to consider CWA’s efforts to entangle the agency in employment law issues.”⁷ The Applicants assert that their transaction’s impact on competition in upstream labor markets is “outside the scope of [the Commission’s] expertise and not within its statutory authority.”⁸ The Applicants do not offer any legal support for their position, nor can they, as it is contrary to the Commission’s public interest standard and precedent.

First, the Commission's public interest evaluation “necessarily encompasses the broad aims of the Communications Act, which include, among other things, a deeply rooted preference for preserving and enhancing competition in relevant markets.”⁹ Thus, the Commission’s competitive analysis “forms an important part of the public interest evaluation.”¹⁰ Second,

⁷ Joint Opposition at 35.

⁸ *Id.* at 36.

⁹ In the Matter of Applications for Consent to the Transfer of Control of Licenses XM Satellite Radio Holdings Inc., Transferor to Sirius Satellite Radio Inc., Transferee, 23 F.C.C. Rcd. 12348, 12364–65 (2008) (internal citation and quotation omitted).

¹⁰ In the Matter of Applications of T-Mobile US, Inc., & Sprint Corp., for Consent to Transfer Control of Licenses & Authorizations, 34 F.C.C. Rcd. 10578, 10595 (2019); In the Matter of DBSD N. Am., Inc., Debtor-in-Possession; New DBSD Satellite Servs. G.P., Debtor-in-Possession; Pendrell Corp., Transferor; & Terrestar License Inc., Debtor-in-Possession; Assignor, & Dish Network Corp., Transferee; & Gamma Acquisition L.L.C.; Assignee in the

“[u]nder Commission precedent, [its] public interest analysis is informed by, but not limited to, traditional antitrust principles.”¹¹ Third, the Commission looks to the Federal Trade Commission (FTC) and Department of Justice (DOJ)’s merger guidelines for guidance when conducting its competitive analysis.¹² Fourth, the antitrust agencies and courts have long considered the impact of restraints and mergers on upstream labor markets.¹³ As the FTC and DOJ’s 2025 *Antitrust*

Matters of New DBSD Satellite Servs. G.P., Debtor-in-Possession Terrestar Licensee Inc., Debtor-in-Possession, 27 F.C.C. Rcd. 2250, 2255 (2012); Applications of Comcast Corp., 26 F.C.C. Rcd. 4238, 4248 ¶ 24 (2011); Mobilfone of Ne. Pa., Inc. v. FCC, 682 F.2d 269, 272 (D.C. Cir. 1982) (“It has long been settled that antitrust considerations are material to the public interest as defined by section 309 [of the Communications Act].”); United States v. FCC, 652 F.2d 72, 88 (D.C. Cir. 1980) (since “the basic goal of direct governmental regulation through administrative bodies and the goal of indirect governmental regulation in the form of antitrust law is the same to achieve the most efficient allocation of resources possible,” the D.C. Circuit has “insisted that the agencies consider antitrust policy as an important part of their public interest calculus, and the requirements of the Communication Act are satisfied when the Commission “seriously considers the antitrust consequences of a proposal and weighs those consequences with other public interest factors”).

¹¹ In Re Arch Commc'ns Grp., Inc., 16 F.C.C. Rcd. 3675, 3680–81 (2000); see also In the Matter of Applications of Liberty Latin Am. Ltd. & Dish Network Corp. for Consent to Assignment of Spectrum Licenses, Assets, & Customers of Dish Network Corp. to Liberty Latin Am. Ltd. in Puerto Rico & the U.S. Virgin Islands, No. DA24-783, 2024 WL 3755118, at *3 (OHMSV Aug. 9, 2024); In the Matter of Applications Filed for the Transfer of Control of Authorizations Held by Frontier Commc'ns Corp., Debtor-in-Possession & Its Wholly-Owned Subsidiaries the Rural Digital Opportunity Fund Auction (Auction 904), 36 F.C.C. Rcd. 291, 295 (2021); In the Matter of Applications of T-Mobile License LLC, Nextel W. Corp. & LB License Co, LLC for License Assignment Application of T-Mobile License LLC, Nextel W. Corp. & Channel 51 License Co. LLC for License Assignment, No. 0010168420, 2023 WL 9053335, at *4 (OHMSV Dec. 29, 2023); In the Matter of Application of Verizon Commc'ns Inc. & Am. Movil, S.A.B. De C.V. for Consent to Transfer Control of Int'l Section 214 Authorization, 36 F.C.C. Rcd. 16994, 17002 (2021); In the Matter of Applications of T-Mobile US, Inc., & Sprint Corp., for Consent to Transfer Control of Licenses & Authorizations, 34 F.C.C. Rcd. 10578, 10595 (2019).

¹² FCC Brief as Amicus Curiae, filed in U.S. v. AT&T Inc., No. 18-5214, at 4 (D.C. Cir. filed August 13, 2018), <https://docs.fcc.gov/public/attachments/DOC-353559A1.pdf>; In the Matter of Applications of AT&T Inc. & DIRECTV, 30 F.C.C. Rcd. 9131, 9162 (2015); In the Applications of NYNEX Corp. & Bell Atl. Corp., 12 F.C.C. Rcd. 19985, 20008 (1997); Matter of the Merger of MCI Commc'ns Corp., 12 F.C.C. Rcd. 15351, 15368 (1997).

¹³ U.S. Department of Justice & Federal Trade Commission, *Antitrust Guidelines for Business Activities Affecting Workers*, at 1 (Jan. 2025), https://www.ftc.gov/system/files/ftc_gov/pdf/p251201antitrustguidelinesbusinessactivitiesaffectingworkers2025.pdf (citing Nat'l Collegiate

Guidelines for Business Activities Affecting Workers note, “[t]he antitrust laws protect competition for labor, just as they protect competition for goods and services that companies provide.”¹⁴ Moreover, Guideline 10 of the agencies’ 2023 Merger Guidelines discusses at length the potential concerns of a merger’s impact on labor markets.¹⁵ Fifth, the Commission’s competitive analysis under its public interest standard “is broader” than the Clayton Act’s antitrust merger standard and “may, for example, consider whether a transaction would enhance, rather than merely preserve, existing competition, and often takes a more expansive view of potential and future competition in analyzing that issue.”¹⁶ Logically, based on these five well-established legal principles, if the Commission’s public interest review includes, but is not limited to, traditional antitrust analysis, and if antitrust analysis includes a merger’s impact on labor markets, then it is within the Commission’s expertise and statutory authority to consider

Athletic Ass’n v. Alston, 594 U.S. 69 (2021); *Mandeville Island Farms v. Am. Crystal Sugar Co.*, 334 U.S. 219 (1948); *Anderson v. Shipowners’ Ass’n of Pac. Coast*, 272 U.S. 359 (1926)).

¹⁴ *Id.*

¹⁵ U.S. Department of Justice & Federal Trade Commission, Merger Guidelines, at 26-27 (Dec. 18, 2023), <https://www.justice.gov/atr/2023-merger-guidelines>.

¹⁶ *In the Matter of Application of Verizon Commc'ns Inc. & Am. Movil, S.A.B. De C.V. for Consent to Transfer Control of Int'l Section 214 Authorization*, 36 F.C.C. Rcd. 16994, 17002 (2021).

the transaction’s competitive impact on labor markets. Indeed, the Commission has considered a merger’s impact on labor markets specifically,¹⁷ and monopsony concerns generally.¹⁸

Because the Applicants raise this specious argument, rather than address the substance of the CWA’s antitrust concerns, they have not met their burden of showing how their transaction will enhance, or even preserve, existing competition in multiple labor markets. As a result, even on this basis alone, the Commission should deny the Applicants’ request for “rapid approval” of their applications.

iii. Applicants Fail to Demonstrate that the Transaction as Proposed will not Result in Harm to UScellular Customers

In addition to providing deficient responses to Petitioners’ claims, Applicants also fail to provide sufficient evidence to show that the transaction as proposed will not harm the UScellular customers who will be forced to switch carriers. While Applicants claim that a percentage of

¹⁷ *See, e.g.*, Consent to Transfer Control of Certain Subsidiaries of TEGNA, Inc., et al., Hearing Designation Order, MB Docket No. 22-162, DA 23-149 (MB Feb. 24, 2023)(commencing a hearing before an ALJ to determine whether this transaction results in a reduction in local jobs, among other issues); In re FCC Approves Verizon-TracFone Transaction with Conditions, 36 F.C.C. Rcd. 16994, 17036 (2021) (finding that the “transaction likely will have limited impacts on telecommunications workers in the United States,” thus declining “to impose any additional job-related conditions to our approval of the transaction”); In re Applications of T-Mobile US, Inc. & Sprint Corp. et al., 34 F.C.C. Rcd. 10578, 10723-10724 (2019) (assessing the proposed transaction’s effect on labor markets); In the Matter of Applications of AT&T Inc. & Deutsche Telekom Ag, 26 F.C.C. Rcd. 16184, 16293 (2011) (noting that “[a]s part of its public-interest analysis, the Commission historically has considered employment-related issues such as job creation, commitments to honor union bargaining contracts, and efficiencies resulting from workforce reduction”). Thus, the Applicants are wrong when they assert that the Commission’s “references to labor market concentration in previous transaction decisions are limited to describing CWA advocacy positions; the Commission has not addressed labor market concentration in any of its subsequent public interest analyses, which instead examined only whether a transaction would result in job gains or losses.” (Joint Opposition at 35 n. 147.)

¹⁸ *See, e.g.*, In re Comcast Corp., 17 F.C.C. Rcd. 23246, 23264 (2002) (assessing whether the proposed merger would “confer on the merged firm a degree of bargaining power that would enable it to dictate the terms and conditions of sale of programming and thereby impair programmers’ ability to recover their costs without either reducing the quality or quantity of programming or shifting those costs to other MVPDs”).

UScellular customers will receive better service at lower prices, and that the transition should be seamless for UScellular customers switching over to T-Mobile, Applicants have not shown that at least some customers will *not* be harmed in the transition. Applicants have not explained what may happen to customers who are not successfully transferred to T-Mobile and fail to account for customer difficulties – at no fault of their own, but impactful for at-risk populations nonetheless – that the aging populations disabled, or digitally disadvantaged may face during the transition process. Furthermore, it is not certain that the plan outlined by the Applicants will go as anticipated. In the past, T-Mobile has broken promises and there is no certainty that consumers and their interests will come first as this transaction moves forward.¹⁹ The Commission must prioritize consumers as it considers this application. Overall, the Applicants have not shown that no harm will come from this transaction, and for this reason, the Commission should deny the application as proposed to ensure that the public’s best interest is served.

III. Applicants have not Provided Sufficient Evidence of Transaction-Specific Benefits to Consumers and the Public Interest

Beyond ensuring that the transaction as proposed does not *harm* the public interest, the Commission must further ensure that the transaction actually enhances competition and benefits the public interest through transaction-specific and verifiable benefits.²⁰ Applicants have failed to

¹⁹ See Karl Bode, *Everything T-Mobile, Sprint Merger Critics Predicted Has Come True*, Techdirt (Oct. 17, 2023), <https://www.techdirt.com/2023/10/17/everything-t-mobile-sprint-merger-critics-predicted-has-come-true/>; See also Monica Allevan, *T-Mobile loses bid to dismiss class action suit over Sprint merger*, Fierce Wireless (May 20, 2024), <https://www.fierce-network.com/wireless/t-mobile-loses-bid-class-action-suit-over-sprint-merger>; See also Allison Johnson, *Predictably, T-Mobile’s merger promises weren’t enough to make a carrier out of Dish*, The Verge (Jul. 22, 2021), <https://www.theverge.com/2021/7/22/22587790/t-mobile-sprint-acquisition-dish-promises>.

²⁰ Application of Verizon Communications Inc. and América Móvil, S.A.B. de C.V. for Consent to Transfer Control of International Section 214 Authorization, GN Docket No. 21-112,

provide a sufficient showing that consumers and the public interest will benefit directly from this transaction as it has been proposed.

Nothing is more apparent to demonstrate that the Applicants have not made a showing that the transaction as proposed truly benefits the public's best interest than the Commission's multiple Requests for Information (RFIs) filed in December 2024. In these RFIs, much more information has been requested such as information on subscribers, capacity, and traffic, to help verify or substantiate the claims found in the Application.²¹ Benefits must be specific and verifiable, and it is clear from these requests that there is a lack of clarity so far as to demonstrate whether the transaction itself benefits the public interest.

IV. The Commission Should Consider all Transactions Related to the Sale or Transfer of UScellular Spectrum Together

In order to ensure that the sale/lease of all UScellular spectrum is efficient and in the public's best interest, the individual transactions involving the consolidation of UScellular spectrum to five independent carriers should be considered collectively given the large footprint of UScellular coverage. Given the Commission's broad discretion to do this, consolidating the transactions will allow the Commission to review the transaction, and its public interest impacts,

Memorandum Opinion and Order, 36 FCC Rcd 16994, 17001, ¶ 14 (2021) (“VerizonTracFone Order”).

²¹ See Letter from Joel Taubenblatt, Chief, Wireless Telecommunications Bureau and Kate Matraves, Acting Chief, Office of Economics and Analytics, to Nancy J. Victory, Counsel for T-Mobile US, Inc. (Request for Information and Documents), GN Docket No. 24-286 (Dec. 27, 2024); Letter from Joel Taubenblatt, Chief, Wireless Telecommunications Bureau and Kate Matraves, Acting Chief, Office of Economics and Analytics, to Nancy J. Victory, Counsel for T-Mobile US, Inc. (Request for Data), GN Docket No. 24-286 (Dec. 27, 2024); *see also* Letter from Joel Taubenblatt, Chief, Wireless Telecommunications Bureau, and Catherine Matraves, Acting Chief, Office of Economics and Analytics, to Christine Crowe, Wilkinson Barker Knauer, LLP, GN Docket No. 24-286 (Dec. 27, 2024), and General Information and Document Request for UScellular, GN Docket No. 24-286 (Dec. 27, 2024) (collectively, “Information Request”).

through a single process instead of five different times.²² This approach is common sense and will be a more efficient use of government resources to more effectively safeguard the public's best interests. While Applicants and AT&T, through its Comment, oppose consolidating the separate transactions of UScellular spectrum by explaining that the Commission typically only consolidates transactions when the same buyer - not seller - is involved, it is imperative here that the Commission focuses on overall efficiency in the transaction rather than on making it easier for five different companies to absorb the spectrum resources of a bygone competitor.

V. The Commission Must Protect Consumer Interests by Imposing Pro-Consumer Conditions on the Transaction

If the Commission were to decide to approve the application, it should impose certain conditions that Petitioners believe are necessary to, in the least, ensure that there are positive consumer and public interest effects from the transaction. The Commission has the authority to impose conditions related to the transaction that affirmatively promote the public interest. For example, in assessing the T-Mobile-Mint Merger, the Commission imposed an unlocking requirement with its approval of the transaction in order to more effectively protect consumer interests, especially in light of the risk to consumers from the overall anti-competitive effect of the transaction.²³ The Commission, in this situation, was right to impose such a condition to safeguard consumers and allow consumers more choice to further enhance marketplace competition. As such, the Commission would be justified in imposing this or similar conditions again to put consumers first and ensure their best interests are served. As the record in the Commission's open rulemaking Promoting Consumer Choice and Wireless Competition

²² Application of AT&T Inc. and Qualcomm Incorporated For Consent To Assign Licenses and Authorizations, Order, 26 FCC Rcd at 17622, ¶ 80 (2011).

²³ T-Mobile-Mint Order, ¶ 19.

Through Handset Unlocking Requirements and Policies clearly shows, unlocking is vitally important to promote competition in the wireless market, and is therefore a policy that will serve the public interest if this application is approved.²⁴

Finally, because of T-Mobile's market power in the labor markets for retail wireless store employees and the justified concerns of wireless workers about this particular transaction, the FCC should impose labor conditions on T-Mobile, including (1) a commitment to no reduction in U.S. employment and that no employee of T-Mobile or UScellular loses a job because of this transaction, (2) a commitment to complete neutrality in allowing employees to form a union of their choosing, free from any interference by the employer, (3) a commitment to no degradation of pay/benefits for five years post-merger, (4) an agreement that mandatory arbitration agreements can be voidable at the employee's election, and (5) a prohibition on the implementation and enforcement of existing non-compete agreements on non-senior executive employees.

As the Commission has the authority to "impose and enforce transaction-related conditions to ensure that the public interest is served by the transaction" and therefore may attach conditions as "public convenience and necessity may require," if it approves the transaction, in the least, the Commission should impose the conditions Petitioners have proposed.²⁵

²⁴ Letter from Public Knowledge, New America's Open Technology Institute, Consumer Reports, National Consumers League, National Consumer Law Center, NTEN, Benton Institute for Broadband & Society, National Digital Inclusion Alliance, The Horace Cousens Industrial Fund, Free Press, Falmouth Service Center, Homeless Prevention Council, Media Justice, Next Century Cities, WT Docket No. 24-186 (filed Oct. 18, 2024).

²⁵ T-Mobile-Mint Order, ¶ 4.

VI. Conclusion

For the reasons stated above, the Commission should deny the Application, or refer the matter for a hearing pursuant to Section 310(d).

Respectfully submitted,

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January 28, 2025

DECLARATION OF PETER GREGORY

I, Peter Gregory, declare under penalty of perjury on this 28th day of January 2025 that:

1. I have read the foregoing Petition to Deny of Public Knowledge.
2. This declaration is submitted in support of Petitioner's Reply to Opposition and related Petition to Deny applications in FCC Docket Number GN 24-286.
3. I am the Broadband Policy Fellow at Public Knowledge, an advocacy organization that has worked extensively to improve affordable, non-discriminatory access to broadband and telecommunications services.
4. The allegations of fact contained in the response are true to the best of my personal knowledge and belief.

/s/ Peter Gregory
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Broadband Policy Fellow

CERTIFICATE OF SERVICE

I, Peter Gregory, certify that on January 28, 2025, a copy of the foregoing pleading was served electronically via email upon:

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