



PUBLIC NOTICE

Federal Communications Commission
45 L Street NE
Washington, DC 20554

News Media Information 202-418-0500
Internet: www.fcc.gov
TTY: 888-835-5322

DA 24-167

Released: February 23, 2024

**FEDERAL COMMUNICATIONS COMMISSION ESTABLISHES DOCKET FOR
PETITION FOR DECLARATORY RULING AND PROPOSED ASSIGNMENT OF
SPECTRUM LICENSES, ASSETS, AND CUSTOMERS OF DISH NETWORK
CORPORATION TO LIBERTY LATIN AMERICA LTD IN PUERTO RICO AND THE
U.S. VIRGIN ISLANDS**

PLEADING CYCLE ESTABLISHED

GN Docket No: 24-55

Comments/Petitions Due: March 11, 2024

Responses to Comments/Oppositions to Petitions Due: March 21, 2024

Replies to Responses/Oppositions Due: March 26, 2024

I. INTRODUCTION

Liberty Latin America Ltd. (Liberty Latin America) and DISH Network Corporation (DISH) (together, Applicants) have filed applications¹ pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended (the Act), and sections 1.948 and 63.24 of the Commission's rules² seeking Commission consent to the assignment of spectrum licenses held by DISH subsidiaries to Liberty Mobile Puerto Rico Inc. (LMPR) and Liberty Mobile USVI Inc. (LMUSVI) in Puerto Rico and the U.S. Virgin Islands (USVI). Specifically, the Applicants seek to assign from DISH to Liberty Latin America spectrum in the following bands: 600 MHz, Lower 700 MHz, Advanced Wireless Services (AWS-3, AWS-4, AWS H Block), Citizens Broadband Radio Service (CBRS), and millimeter wave (mmW) upper microwave flexible use licenses in the 37 and 47 GHz bands in Puerto Rico and the USVI.³ In addition, the Applicants seek to assign approximately 120,000 subscribers from DISH's Boost Mobile (Boost) and Gen Mobile (Gen Mo) to Liberty Latin America in Puerto Rico and the U.S. Virgin Islands pursuant to the proposed transaction.⁴ Liberty Latin America has also filed a petition for a declaratory

¹ The Applicants filed the assignment applications on December 4, 2023. See ULS File No. 0010802260. The initial application included a Public Interest Statement, declarations and exhibits. On January 5, 2024, the Applicants filed a Spectrum Aggregation Chart. On January 26, 2024, the Applicants submitted an updated Public Interest Statement, declarations, and exhibits. On February 5, 2024, the Applicants filed a revised Public Interest Statement (Revised Public Interest Statement).

² 47 U.S.C. §§ 214, 310(d); 47 CFR §§ 1.948, 63.24.

³ Revised Public Interest Statement at Exhibit A.

⁴ The Applicants state that the assignments of customers in Puerto Rico and the U.S. Virgin Islands are from DISH Wireless L.L.C. and DISH Wireless Puerto Rico L.L.C. (DISH Wireless PR) to LMPR and LMUSVI and include

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ruling (Petition)⁵ to permit foreign ownership above the 25% benchmarks in section 310(b)(4) of the Act and section 1.5001(a)(1) of the Commission's rules.⁶

According to the Applicants, the proposed assignments will result in significant public interest benefits for consumers in Puerto Rico and the U.S. Virgin Islands.⁷ The Applicants further maintain that the assignments would increase the capacity and throughput speeds of Liberty Latin America's wireless network.⁸ The Applicants assert that there is no loss of actual or potential competition in Puerto Rico or USVI as a result of the assignments.⁹ The Applicants have indicated that the transition of Boost and Gen Mo customers would be a seamless transition of subscribers from DISH to Liberty Mobile's network.¹⁰

Our preliminary review of the spectrum exhibit submitted by the Applicants indicates that as a result of the proposed transaction, Liberty Latin America would hold a maximum of 278 megahertz of spectrum, including up to 83 megahertz of below-1-GHz spectrum, across Puerto Rico and the USVI. In addition, it would hold a maximum of 1,700 megahertz of mmW spectrum. Further, DISH seeks Commission approval for a waiver of the conditions imposed in the *T-Mobile/Sprint-DISH Order* for the sale of its AWS-4 and 600 MHz licenses in Puerto Rico and the U.S. Virgin Islands.¹¹

II. SECTION 310(d) APPLICATIONS

The following applications for the assignment of licenses have been assigned the following file numbers:

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0010802260	ParkerB.com Wireless L.L.C.	WQZM251
0010802273	ParkerB.com Wireless L.L.C.	WQZM397
0010802291	Manifest Wireless L.L.C.	WQJZ313
0010802297	DBSD Corporation	T070272174
0010802307	Gamma Acquisition L.L.C.	T060430174
0010802312	Wetterhorn Wireless L.L.C.	WRMA241
0010802323	American H Block Wireless L.L.C.	WQTX373

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certain customer contracts and related subscriber assets. Revised Public Interest Statement at 2. ICFS File Nos. ITC-ASG-20231208-00148; ITC-ASG-20240214-00033.

⁵ Petition for Declaratory Ruling, File No. ISP-PDR-20240125-00001 (filed Jan. 25, 2024) (Petition).

⁶ 47 U.S.C. § 310(b)(4); 47 CFR § 1.5000(a)(1).

⁷ Revised Public Interest Statement at 1–2.

⁸ Revised Public Interest Statement at 14–21.

⁹ Revised Public Interest Statement at 22–25.

¹⁰ Revised Public Interest Statement at 30–31.

¹¹ See *Applications of T-Mobile US, Inc., and Sprint Corporation, For Consent To Transfer Control of Licenses and Authorizations*, WT Docket No. 18-197, *Applications of American H Block Wireless L.L.C., DBSD Corporation, Gamma Acquisition L.L.C., and Manifest Wireless L.L.C. for Extension of Time*, ULS File Nos. 0008741236, 0008741420, 0008741603, and 0008741789 et al., WT Docket No. 18-197, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10832 (2019) (*T-Mobile/Sprint-DISH Order*); *Applications of American H Block Wireless L.L.C., DBSD Corporation, Gamma Acquisition L.L.C., and Manifest Wireless L.L.C. for Extension of Time*, ULS File Nos. 0008741236, 0008741420, 0008741603, and 0008741789 et al., Order of Modification and Extension of Time to Construct, 35 FCC Rcd 9580, 9586–87, 9569 para. 12 and Appx. B (WTB 2020) (*DISH License Modification Order*).

0010802341	Northstar Wireless, LLC	WQWQ740
0010802384	Window Wireless L.L.C.	WRHM915
0010802391	Window Wireless L.L.C.	WRHM935

III. SECTION 214 APPLICATIONS

The following applications for consent to the assignment of assets from DISH to LMPR and LMUSVI related to the provision of international service pursuant to section 214 of the Act have been assigned the following file numbers:

<u>File Number</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-ASG-20231208-00148	DISH Network Corporation	ITC-214-20191219-00197 ¹²
ITC-ASG-20240214-00033	DISH Network Corporation	ITC-214-20191219-00197 ¹³

IV. SECTION 310(B) FOREIGN OWNERSHIP REVIEW AND PETITION FOR DECLARATORY RULING

Liberty Latin America (Petitioner) filed a petition for declaratory ruling (Petition), pursuant to section 310(b)(4) of the Act and section 1.5000(a)(1) of the Commission's rules,¹⁴ to permit indirect foreign ownership of Liberty Mobile Inc. (Liberty Mobile), the controlling U.S. parent of LMPR and LMUSVI (together, Wireless Licensees) in excess of the 25% benchmarks as specified in section 310(b)(4) of the Act.¹⁵

On October 27, 2020, the Commission issued a declaratory ruling to Liberty Latin America that, among other things, permitted 100% aggregate foreign ownership of Liberty Mobile, the controlling U.S. parent, along with specific approval for LiLAC Ventures Ltd., a Cayman Islands entity, to hold 60% indirect equity and voting interests into the Liberty Mobile.¹⁶ On December 28, 2023, Liberty Latin America notified the Commission pursuant to section 1.5004(f) of the Commission's rules to report that LiLAC Ventures Ltd.'s indirect voting and equity interests increased from 60% to 66.39% in Liberty Mobile, the controlling parent of the Wireless Licensees. Consequently, Liberty Latin America filed the Petition requesting a new declaratory ruling.

¹² DISH will retain its international section 214 authority and continue to provide international service to its remaining customers pursuant to ITC-214-20191219-00197. LMPR will provide international service to its newly acquired customers pursuant to its existing international section 214 authorizations: ITC-214-19930315-00040, ITC-214-19940107-00011, and ITC-214-19980918-00669.

¹³ DISH will retain its international section 214 authority and continue to provide international service to its remaining customers pursuant to ITC-214-20191219-00197. LMUSVI will provide international service to its newly acquired customers pursuant to its existing international section 214 authorization, ITC-214-0001101-00664.

¹⁴ 47 U.S.C. § 310(b)(4); 47 CFR § 1.5000(a)(1).

¹⁵ See Petition.

¹⁶ See *Applications of Liberty Latin America Ltd. And AT&T Inc., for Consent to the Transfer of Control of the Licenses, Authorizations, and Spectrum Lease Held by AT&T Mobility Puerto Rico Inc. and AT&T Mobility USVI Inc. to Liberty Latin America Ltd.*, Memorandum Opinion and Order and Declaratory Ruling, 36 FCC Rcd 2328, 2344-45, para. 42 (WTB, WCB & IB 2020).

According to the Petition, the Wireless Licensees are wholly owned by Liberty Mobile,¹⁷ a Delaware entity.¹⁸ Liberty Mobile is wholly owned by LLA Holdco LLC, which in turn, is wholly owned by LCPR Ventures LLC, all of which are Delaware limited liability companies.¹⁹ LCPR Ventures LLC is wholly owned by Liberty Communications PR Holding LP, a Delaware limited partnership.²⁰ The interest holders in Liberty Communications PR Holding LP are: Leo Cable LLC, a Delaware limited liability company (0% equity, 100% voting); LiLAC Ventures Ltd., a Cayman Islands entity (66.39% equity, 0% voting); and LiLAC Communications Inc., a Delaware entity (33.61% equity, 0% voting).²¹ Leo Cable LLC is owned by LiLAC Ventures Ltd. (66.39% equity, 66.39% voting) and LiLAC Communications Inc. (33.61% equity and 33.61% voting). In turn, LiLAC Ventures Ltd. is wholly owned by LiLAC Services Ltd., a Bermuda holding company.²² LiLAC Communications Inc. is wholly owned by LGI International Holdings, LLC, a Colorado limited liability company, which is wholly owned by LiLAC Services Ltd.²³ LiLAC Services Ltd. is wholly owned by Liberty Latin America Ltd., a Bermuda entity which is owned by Genesis Investment Management, LLP, a United Kingdom limited liability partnership (2.4% voting) and John Malone, a U.S. citizen (27% voting, 6.4% equity).²⁴

Pursuant to section 1.5001(i) of the Commission's rules,²⁵ Liberty Latin America requests that the Commission specifically approve the direct and/or indirect foreign equity and voting interests in Liberty Mobile, the controlling U.S. parent of the Wireless Licensees, by foreign-organized entities as follows:

Liberty Latin America Ltd. (100% equity, 100% voting) (Bermuda);
LiLAC Services Ltd. (100% equity, 100% voting) (Bermuda);
LiLAC Ventures Ltd. (66.39% equity, 66.39% voting) (Cayman Islands); and
Genesis Investment Management, LLP (2.4% equity, 2.4% voting) (United Kingdom).

Pursuant to section 1.5001(k) of the Commission's rules,²⁶ Liberty Latin America also requests advance approval for LiLAC Ventures Ltd. to increase its indirect interest into Liberty Mobile, the controlling U.S. parent, up to 100% equity/voting interests at some future time.²⁷ Further, Liberty Latin America seeks advance approval for Genesis Investment Management, LLP to increase its indirect equity and voting interests in Liberty Mobile up to a 15% non-controlling interest at some future time.²⁸ The Petitioner asserts that the public interest would be served by granting the Petition.²⁹

¹⁷ Liberty Mobile was formerly known as Beach Holding Corporation. Petition at 2, n. 3.

¹⁸ Petition, Section 1.5001(h)(2) Exhibit.

¹⁹ Petition at 6, Section 1.5001(h)(2) Exhibit.

²⁰ *Id.* at 6.

²¹ *Id.* at 7.

²² *Id.*

²³ *Id.*

²⁴ Petition at 8–9.

²⁵ 47 CFR § 1.5001(i).

²⁶ 47 CFR § 1.5001(k).

²⁷ Petition at 10.

²⁸ *Id.*

²⁹ Petition at 3–4.

V. NATIONAL SECURITY, LAW ENFORCEMENT, FOREIGN POLICY, AND TRADE CONCERNS

Under our rules and procedures, the Commission will generally refer petitions for section 310(b) foreign ownership rulings for common carrier wireless applicants and licensees and all the associated applications to the Executive Branch agencies for their views on any national security, law enforcement, foreign policy, or trade policy concerns related to the foreign ownership of the Applicants/Petitioners.³⁰ Liberty Latin America asserts that the Commission should not refer the Application and Petition to the Executive Branch agencies.³¹ Liberty Latin America states that on July 1, 2020, it entered into a comprehensive letter of agreement (2020 LOA) with the Department of Justice on behalf of the Executive Branch agencies in connection with the review of Petitioner's 2020 transaction with AT&T Inc.³² Liberty Latin America states that it has complied with the 2020 LOA thus far, and will continue to comply with the 2020 LOA in the future.³³ It further states that "[t]he only relevant change in LLA's foreign ownership since LLA concluded the 2020 LOA with the Executive Branch is the increased indirect voting and equity interest of LiLAC Ventures in the Controlling U.S. Parent."³⁴

We exercise our discretion to not formally refer the Applications and Petition to the Executive Branch agencies.³⁵ As Liberty Latin America states, the change in its foreign ownership is an increase of LiLAC Ventures Ltd.'s equity/voting interest from 60% to 66.39%. Liberty Latin America asserts that it is in compliance with the 2020 LOA. Liberty Latin America further stipulates that it will continue to comply with the 2020 LOA upon the Commission's grant of the Petition. We find it would not be an efficient use of resources for the Executive Branch agencies or the Commission to refer the Applications and Petition in these circumstances. Although we are not formally referring the Applications and Petition, per standard practice, we will provide a courtesy copy of this Public Notice to the Executive Branch agencies.³⁶ We also retain authority to pursue enforcement action by the Commission for non-compliance with the Act or the Commission's rules.

VI. GENERAL INFORMATION

The applications identified herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies.

Interested parties may file petitions or comments **on or before March 11, 2024**, responses to petitions or comments **on or before March 21, 2024**, and replies to responses **on or before March 26, 2024**. Comments may be filed in the docket using the Commission's Electronic Comment Filing System (ECFS) or by paper.

³⁰ See *Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, IB Docket 16-155, Report and Order, 35 FCC Rcd 10927, 10936, paras. 25, 30 (2020) (*Executive Branch Review Process Order*); 47 CFR § 1.40001(a)(1).

³¹ Petition at 10–11.

³² Petition at 10. See Letter from John Winter, Senior Vice President, Chief Legal Officer & Secretary, LLA, to Assistant Attorney General for National Security, Department of Justice, WC Docket No. 19-384, File Nos. ITC-T/C- 20191107-00178 et al. (Jul. 1, 2020) (2020 LOA).

³³ Petition at 10.

³⁴ *Id.*

³⁵ 47 CFR § 1.40001(a).

³⁶ *Executive Branch Review Process Order* at 10939, para 30, n.81.

- *Electronic Filers:* Comments may be filed electronically by accessing ECFS at <http://apps.fcc.gov/ecfs/> .
- *Paper Filers:* Parties who choose to file by paper must file an original and one copy of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.
 - Filings can be sent by commercial overnight courier or by first-class or overnight U.S. Postal Service mail.³⁷ All filings must be addressed to the Commission’s Secretary, Office of the Secretary, Federal Communications Commission.
 - Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9050 Junction Drive, Annapolis Junction, MD 20701. U.S. Postal Service first-class, Express, and Priority mail must be addressed to 45 L Street, NE, Washington, DC 20554.

People with Disabilities: We ask that requests for accommodations be made as soon as possible in order to allow the agency to satisfy such requests whenever possible. Send an email to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Nadja Sodos-Wallace, Wireless Telecommunications Bureau; Nadja.SodosWallace@fcc.gov; and
- 2) Fara Mohsenikolour, Telecommunications & Analysis Division, Office of International Affairs; Fara.Mohsenikolour@fcc.gov.

The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s *ex parte* rules. Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

³⁷ Effective March 19, 2020, and until further notice, the Commission no longer accepts any hand or messenger delivered filings. This is a temporary measure taken to help protect the health and safety of individuals, and to mitigate the transmission of COVID-19. See FCC Announces Closure of FCC Headquarters Open Window and Change in Hand-Delivery Policy, Public Notice, DA 20-304 (Mar. 19, 2020), <https://www.fcc.gov/document/fcc-closes-headquarters-open-window-and-changes-hand-delivery-policy>.

To allow the Commission to consider fully all substantive issues regarding the applications in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.³⁸ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, contact Nadja Sodos-Wallace, Wireless Telecommunications Bureau, Broadband Division, 202-418-0955 or Fara Mohsenikolour, Office of International Affairs, Telecommunications and Analysis Division, 202-418-1429.

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³⁸ See 47 CFR § 1.45(c).