



# Instructions for Completing FCC Form 601 and FCC Form 602

## Application for Flexible-Use Service Licenses in the 3.7–3.98 GHz Band

**OMB Control No. 3060-0798 (FCC Form 601)**

**OMB Control No. 3060-0799 (FCC Form 602)**

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## INSTRUCTIONS FOR COMPLETING FCC FORM 601 AND FCC FORM 602

### APPLICATION FOR FLEXIBLE-USE SERVICE LICENSES IN THE 3.7–3.98 GHZ BAND

This document contains instructions for filing FCC Form 601, Application for Wireless Telecommunications Bureau Radio Service Authorization, including Schedule B for Geographically Licensed Services, and FCC Form 602, FCC Ownership Disclosure Information for the Wireless Telecommunications Services.

The Commission's rules require that within ten (10) business days after the release of the *Auction 107 Closing Public Notice*,<sup>1</sup> in this case before **6:00 p.m. Eastern Time (ET) on March 10, 2021**, each winning bidder must electronically file its FCC Forms 601 and 602.<sup>2</sup>

Some of the information provided on a winning bidder's short-form application (FCC Form 175) will be pre-filled into its long-form application (FCC Form 601) in the online filing process, such as:

- an applicant's ownership information;
- for designated entities:
  - information about an applicant's affiliates, controlling interests, and affiliates of its controlling interests;
  - bidding credit percentage and revenue information (subscriber information will not be pre-filled); and
  - agreement information, including the name(s) of the parties to the agreement(s) (though copies of the agreements will need to be attached, as required).

An applicant must also submit an FCC Form 602 or have a current Form 602 filing in the Commission's Universal Licensing System (ULS) by the FCC Form 601 filing deadline.<sup>3</sup> ULS pre-fills the applicable ownership information from the FCC Form 175 into the FCC Form 602. Instructions for filing FCC Form 602 are provided in Section V of this document.

An applicant is responsible for ensuring that all information in its FCC Form 601 and FCC Form 602, including information pre-filled from its FCC Form 175 submission, is complete and accurate prior to submission.<sup>4</sup>

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<sup>1</sup> *Auction of Flexible-Use Service Licenses in the 3.7–3.98 GHz Band Closes; Winning Bidders Announced for Auction 107*, AU Docket No. 20-25, Public Notice, DA 21-207 (OEA/WTB Feb. 24, 2021) (*Auction 107 Closing Public Notice*).

<sup>2</sup> See 47 CFR § 1.2107(c), (d), (f). A copy of the *Auction 107 Closing Public Notice* will be sent to each qualified bidder via overnight delivery only to the contact person at the contact address listed in each qualified bidder's short-form application (FCC Form 175). See *Auction 107 Closing Public Notice* at 1, para. 3.

<sup>3</sup> See 47 CFR § 1.2107(f). By "current Form 602 filing," we mean an FCC Form 602 filed after the FCC Form 175 deadline. If the most recent Form 602 filing predates the FCC Form 175 deadline, an applicant is responsible for filing an FCC Form 602 by the long-form application deadline regardless of if the applicant's ownership information is the same or if the applicant needs to file new or updated ownership information.

<sup>4</sup> Applicants are reminded that some information is included in both FCC Form 601 and FCC Form 602. As a result, applicants may need to make corresponding changes to their FCC Form 601 as a result of changes to their FCC Form 602, and vice versa.

## I. FCC FORM 601 GENERAL REQUIREMENTS

Each applicant is strongly encouraged to use the format below to submit FCC Form 601 and exhibits to FCC Form 601 as required by the Commission's rules. Following this format will help expedite processing of FCC Form 601 and minimize follow-up requests for missing or clarifying information.

Each applicant bears full responsibility for the timely and complete submission of its FCC Form 601. Each applicant should read the FCC Form 601 instructions carefully and consult the Commission's rules to ensure that, in addition to the materials described below, all of the information that is required under the rules is included with the FCC Form 601. Each applicant is also responsible for the continuing accuracy and completeness of information furnished in its pending application.<sup>5</sup> Incomplete or defective applications may be returned to the applicant.<sup>6</sup>

A winning bidder must file its FCC Form 601 electronically before **6:00 p.m. ET on March 10, 2021**. An applicant that fails to submit its FCC Form 601 by this deadline and fails to establish good cause for any late-filed submissions shall be deemed to have defaulted and will be subject to the default payments set forth in Section 1.2104(g) of the Commission's rules.<sup>7</sup>

### A. Technical Assistance with Filing FCC Form 601

For technical assistance with filing FCC Form 601, contact the ULS Support Hotline at 877-480-3201, option 2, or (717) 338-2824 (TTY). The ULS Support Hotline is available Monday through Friday from 8:00 a.m. to 6:00 p.m. ET. There are no weekend hours, and the hotline is closed on all Federal holidays. To provide quality service and ensure security, all telephone calls are recorded.

### B. Number of Forms To Be Filed

An applicant applying for multiple licenses may submit a single FCC Form 601 (including all required schedules, attachments, and exhibits) if *all* filing requirements associated with the application are identical *other than* the market designator(s) and market name(s). Ordinarily, an applicant must file a separate FCC Form 601 for licenses in each radio service code. However, because all of the licenses available in Auction 107 are in one radio service (PM), an applicant can file a single FCC Form 601 for all licenses for which it is the winning bidder in Auction 107.

### C. Consortia

License(s) won by a consortium must be applied for as follows: (a) an individual member of the consortium or a new legal entity comprising two or more individual consortium members must file an FCC Form 601 for licenses covered by the winning bids; (b) each member or group of members of a winning consortium seeking separate licenses will be required to file a separate FCC Form 601 for its/their respective license(s) in their legal business name; (c) in the case of a license to be partitioned or disaggregated, the member or group filing the applicable FCC Form 601 shall provide the parties' partitioning or disaggregation agreement with the FCC Form 601; and (d) if a designated entity (DE)

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<sup>5</sup> 47 CFR § 1.65.

<sup>6</sup> See 47 CFR § 1.934(a), (d), (f); see also 47 CFR § 1.933(b).

<sup>7</sup> See 47 CFR §§ 1.2104(g), 1.2107(c).

credit is sought (either small business, very small business, or rural service provider), the applicant must meet the applicable eligibility requirements in the Commission’s rules for the credit.<sup>8</sup> Each consortium member, whether filing individually or as a member of a new legal entity made up of two or more members of the consortium, must use the consortium’s FCC Registration Number (FRN) when filing a separate FCC Form 601.<sup>9</sup> Within ten (10) business days after the grant of the license(s), each licensee, whether filing individually or as a member of a new entity made up of two or more members of the consortium, must substitute the licensee’s FRN for that of the consortium.<sup>10</sup>

## II. FILING FCC FORM 601

### A. Basic Guidelines for Filing FCC Form 601

- Some of the data entry fields on the FCC Form 601 will be pre-filled with information from the winning bidder’s short-form application (FCC Form 175).
- The application consists of data entry fields as well as “yes or no” questions. You must respond to all of the questions on the application. If you respond “Yes” to a question, you may be required to file an attachment explaining the specific circumstances (see form for specific instructions).
- An “Attachments” link is provided for uploading attachment files. You are responsible for filing all required attachments.
- Applications must be completed and submitted within the specific filing window for the auction, in this case before **6:00 p.m. ET on March 10, 2021**.
- Prior to submitting an application, you may click the “**Reference Copy**” link (where available) to create a preview of your completed application.
- Once an FCC Form 601 has been submitted, if you re-open the application, you must re-submit the application (by clicking the “**Submit Application**” button again), even if no changes are made to the application. If you do not click on the “**Submit Application**” button again, ULS will show the application in “saved” status and will treat the application as not yet submitted.

### B. Step-by-Step Instructions for Filing FCC Form 601

1. Access ULS through an Internet web browser by entering <https://www.fcc.gov/uls>. Under the “Filing” section of the ULS homepage, click the “**File Online**” hyperlink.

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<sup>8</sup> 47 CFR § 1.2107(g); *see also* 47 CFR § 1.2110(b)(4)(i), (c)(6); *Updating Part 1 Competitive Bidding Rules et al.*, Order on Reconsideration of the First Report and Order; Third Order on Reconsideration of the Second Report and Order; Third Report and Order, 30 FCC Rcd 7493, 7535-36, 7574, 7583-86, paras. 101-03, 190, 214-26 (2015) (modified by Erratum, 30 FCC Rcd 8518 (2015)) (*Updating Part 1 Report and Order*) (discussing consortia for rural service providers and in relation to prohibited joint bidding arrangements, and denying two petitions for reconsideration filed in response to *Implementation of the Commercial Spectrum Enhancement Act and Modernization of the Commission’s Competitive Bidding Rules and Procedures*, Report and Order, 21 FCC Rcd 891 (2006) (*CSEA/Part 1 Report and Order*)); Section III (Organization of Application Exhibits), below.

<sup>9</sup> 47 CFR § 1.2107(g)(1)(i).

<sup>10</sup> 47 CFR § 1.2107(g)(1)(ii).

2. On the “ULS License Manager Login” page, enter the applicant’s FRN and password. Click “**Submit.**” ULS will verify that you have entered a valid FRN or otherwise prompt you to obtain an FRN.

**Note:** You must login to ULS with the same FRN used to file your FCC Form 175.

For technical assistance, contact the FCC Support Center at 877-480-3201, option 2; TTY: (717) 338-2824 or ASL Videophone 1-844-432-2275. To provide quality service and ensure security, all telephone calls are recorded. Inquiries may also be submitted via the Internet at <http://fcc.gov/support>.

3. After entering the FRN and password correctly, the “My Applications” page or the “My Licenses” page displays the applicant’s existing applications or licenses (if any) and related information. To apply for a new license, click the “**Apply for a New License**” link in the left-hand navigation menu.

On the “Select Service” page, choose the “**Auction Winner**” dropdown menu. Then select the auction ID: **#107 – PM – 3.7 GHz Service**. Click “**Continue.**”

4. Supply the information requested by FCC Form 601 and the Commission’s rules. Complete the questions on the pages as they appear, following the onscreen prompts and instructions. Use the buttons at the bottom of each page to continue to the next page or go back to the previous page. Provide attachments as instructed by clicking the “**Attachments**” link at the top of the page. Attachment requirements are described in Section III of this document. Be sure to use the standard attachment types and file descriptions set forth herein.
5. If you plan to file a request for a waiver or exception to the Commission’s rules, select “**Yes**” for the appropriate question on the “Application Information” page and enter the number of rule waivers being requested. Then upload an exhibit that includes citations to the specific rule sections and the circumstances for justifying the waiver request(s). Refer to the guidelines below for Exhibit F: Waiver Requests.
6. On the “Markets” page, the system pre-fills the Markets Summary table with data listing the specific license in each market for which the applicant is a winning bidder in Auction 107. The “Channel Block” column contains the letter P and a number 1 through 7 (i.e., P1, P2, P3, P4, P5, P6, and P7) to indicate each license is a 20-megahertz block within the 3700-3980 MHz band. The “Include in Application” column contains a checkbox for each license won. You may elect to include all of the licenses for which you are a winning bidder in a single application, or you may choose to file multiple applications for smaller groups of one or more licenses. Initially, all checkboxes are selected, indicating that you want to include all of the licenses won in this application. To unselect a license, clear its checkbox and click “**Save.**” Click “**Continue.**” If you choose to file multiple applications, all such applications must be filed before **6:00 p.m. ET on March 10, 2021**.

**Note 1:** Each license will receive one of four possible license type designations: interim, combo, combo-R, or final. The license designation will depend on the final results of Auction 107. An interim designation is given for licensees that received a Phase I early-clearing category A block license but received a different channel block for their final rights. A Combo designation is given when interim and final rights for a given channel block are won by the same bidder. A Combo-R designation is given when the interim rights are not won by any bidder and revert to the winning bidder of the final rights for a given block. A final designation is given in all other cases where no Phase I interim license is won or is otherwise unavailable to that particular winning

bidder. Combo and Combo-R licenses are single authorizations providing both interim and final rights. An interim license is always paired with a final license that together provide the full range of interim and final rights over the license term.

**Note 2:** If an applicant has an interim license, the system will automatically pair any interim and final authorizations. An applicant can change the designation of which final license(s) are to be paired with the interim license(s) in the long-form application only. After grant of the long-form, licensees will no longer be permitted to change the linkage of their interim and final license(s).

7. Agreement information that was provided on an applicant's FCC Form 175 will be pre-filled into its FCC Form 601. Applicants should carefully review this information to confirm that it is complete and accurate. An applicant can edit any information that was pre-filled, delete existing agreements, and/or add additional agreements, if needed. In addition, if the applicant has entered into, intends to enter into, or is in the process of negotiating any agreement(s) that could affect its designated entity status, you must answer the appropriate question "Yes" on the "Agreement Information" page, and list the agreement name, agreement type, and parties to the agreement. Further, each applicant must summarize its agreements, and, as required, provide a copy of each such agreement as part of Exhibit D. Refer to the guidelines described below for Exhibit D: Agreements & Other Instruments.
8. For applicants seeking a small business or rural service provider bidding credit, information for the Applicant, Disclosable Interest Holder(s), and Affiliate(s) will be pre-filled from the applicant's FCC Form 175 into the FCC Form 601. Each applicant is responsible for ensuring that the information is complete and accurate. Applicants can edit any information that was pre-filled. If there have been changes to the Applicant, Disclosable Interest Holder(s), or Affiliate(s) information submitted on an applicant's FCC Form 175, or additional information needs to be added, attach an exhibit summarizing the changes from the FCC Form 175 and provide the updated information on FCC Form 601. For further information, refer to the guidelines below for Exhibit C: Small Business Bidding Credits and Exhibit H: Rural Service Provider Bidding Credit.

**Note:** ULS requires a valid FRN for each Disclosable Interest Holder and Affiliate pre-filled from the FCC Form 175 or added to the FCC Form 601 and 602 filings. This requirement applies regardless of the type of business in which the Disclosable Interest Holder or Affiliate is engaged. Board members are considered Disclosable Interest Holders, regardless of the percentage of ownership held in the company. To register for a unique FRN, visit <https://apps.fcc.gov/coresWeb/publicHome.do>. The applicant, each Disclosable Interest Holder, and each Affiliate should have a different FRN.

**Note 2:** While revenues for the most recent reportable year, one year prior to the most recent reportable year, and two years prior to the most recent reportable year will be pre-filled from the applicant's FCC Form 175 into the FCC Form 601, revenues for three and four years prior to the most recent reportable year will not be pre-filled. Instead, revenues for three and four years prior to the most recent reportable year should be included in the Exhibit C: Small Business Bidding Credits. For further information, refer to the guidelines below for Exhibit C: Small Business Bidding Credits.

9. Continue completing the questions on the pages as they appear, following the onscreen prompts and instructions until you reach the "Summary" page. Use the view and edit

capabilities to review the application to confirm that it is complete and accurate. Correct information as necessary. Once you are confident that the application is ready for certification and submission, click on the “**Continue to Certify**” button.

10. The “Certification” page provides General Certification Statements. By “signing” this form, an applicant certifies that the statements listed in this section are true, complete, correct, and made in good faith.
11. To submit the application to the Commission, click the “**Submit Application**” button.
12. After the application has been submitted, a “Confirmation” page displays a file number. Applicants should print a copy of the “Confirmation” page for their records by either selecting the “**Print this Page**” link or by choosing the “**Print**” option from the “File” menu of the web browser. Applicants can also print a copy of their complete application by selecting the “**Reference Copy**” link. Use the “**Log Out**” link at the top left of the page to exit ULS online filing.

### C. Updating an FCC Form 601

**Changes before the FCC Form 601 Deadline.** An applicant may access its application to make changes until **6:00 p.m. ET on March 10, 2021** (the filing deadline) using the following steps:

- **Prior to Submitting:** If you quit your application at any time prior to submitting it, it will be saved in ULS. To continue working on a saved application, log in to ULS License Manager. Choose the “**My Applications**” link from the menu on the left side of the page and click on the “**Saved**” link. Click the link next to your saved application. On the next page, “Application at a Glance,” choose the “**Continue**” link under the “Work on This Application” menu. Saved applications for an auctionable service must be completed and submitted within the 10-day filing window. Any application that is not submitted by the deadline will not be reviewed by the Commission.
- **After Submitting:** Once you click the “**Submit Application**” button, ULS will assign a file number to the application. To make changes to a submitted application, log in to ULS License Manager. Choose the “**My Applications**” link from the left side of the page. Then choose the “**Submitted Applications**” link. Click on the file number of your application and choose the “**Update**” link from the “Work on This Application” menu on the right side of the page. You must click the “**Submit Application**” button prior to the close of the 10-day filing window (i.e., before **6:00 p.m. ET on March 10, 2021**).

**Important:** If you open an application after you have clicked the “**Submit Application**” button, even if you make no changes to the application, you must click the “**Submit Application**” button again. If you do not, ULS will show the application in “saved” status and treat the application as not yet submitted.

**Changes after the FCC Form 601 Deadline.** To change any information on your application **after** the 10-day filing window has closed, log into the ULS License Manager with the applicant’s FRN and Password. Choose the “**My Application**” link from the left side of the page. Then click “**Pending Applications.**” Click on the file number of your application and choose the “**Update**” link from the “Work on This Application” menu on the right side of the page.

**Important:** Any changes made to an application after the filing window has closed constitute an amendment to the application in ULS. The Commission’s rules limit the filing of major



amendments after the **March 10, 2021**, deadline, which may affect the applicant's legal rights.<sup>11</sup> Acceptance of an amendment by the Commission's ULS does not constitute a determination that the amendment is allowed under the Commission's rules. Applicants are advised to consult the Commission's rules in this regard prior to filing any change/amendment to their applications after the filing window has closed. Once the Commission has granted a license, you may request a modification.

### III. ORGANIZATION OF APPLICATION EXHIBITS

#### A. FCC Form 601 and Rule-Related Exhibits

Any exhibits attached to an application in response to a question on the Main Form or Schedule B of FCC Form 601 or as specified in the Commission's rules should be identified as specified in the instructions to the FCC Form 601. Applicants should select the "**Attachments**" link to connect to the "Attachments" page. Select the appropriate attachment type from the pull-down menu, enter the correct attachment description (listed below) in the text box provided, browse for your file, and click on the "**Add Attachment**" button. The electronic filing software will accept many different types of computer files. For a full list of acceptable file formats, see <https://www.fcc.gov/research-reports/guides/uploading-attachments-uls>. Do not add password protection to attached files.

Provide exhibit attachments in ULS as applicable. Any exhibits to be attached to an application pursuant to Commission rule requirements should be identified as follows:

#### Title

Exhibit A: Ownership

Exhibit B: Foreign Ownership

Exhibit C: Small Business Bidding Credits

Exhibit D: Agreements & Other Instruments

Exhibit E: Confidentiality Requests

Exhibit F: Waiver Requests

Exhibit G: Miscellaneous Information

Exhibit H: Rural Service Provider Bidding Credit

As specified in the instructions to the FCC Form 601, each page of each exhibit must be identified with the letter of the exhibit, the number of the page of the exhibit, and the total number of pages in the exhibit. For example, "Exhibit A, Page 1 of 10." **If the applicant is requesting confidential treatment for any information, refer to the guidelines described below for Exhibit E: Confidentiality Requests before continuing.**

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<sup>11</sup> See 47 CFR § 1.927; see also 47 CFR § 1.929.

## 1. Exhibit A: Ownership

Each applicant must file an Exhibit A. Section 1.2112 of the Commission's rules requires that each applicant for a license disclose fully its real party- or parties-in-interest, as well as other direct and indirect ownership information.<sup>12</sup> Applicants should fulfill this requirement by providing an attachment referencing the file number, date, and name of filer of the appropriate FCC Form 602. An applicant may also supplement the Form 602 filing information in its Exhibit A with a narrative description of its ownership structure or organizational diagram. For information regarding the filing of the FCC Form 602, see Section V of these instructions. To provide this information, applicants should upload the file, select Attachment Type "**Ownership**," and enter "**Exhibit A: Ownership**" in the "Description" field on the "Attachments" page.

Although ownership information can be provided by referencing the FCC Form 602, applicants should first confirm that their FCC Form 602 accurately reflects all information discussed below and as required under Section 1.2112 of the Commission's rules.

### a. Direct Ownership

An applicant must provide information regarding its direct ownership as follows:

- *General Rule:* The applicant must provide the name, address, and citizenship of any party holding 10% or more of stock in the applicant, whether voting or nonvoting, common or preferred, including the specific amount of the interest or percentage held.<sup>13</sup>
- If the applicant is a general partnership, provide the name, address, and citizenship of each partner, and the share or interest participation in the partnership.<sup>14</sup>
- If the applicant is a limited partnership, provide the name, address, and citizenship of each limited partner whose interest in the applicant is 10% or greater (as calculated according to either the percentage of equity paid in or the percentage of distribution of profits and losses).<sup>15</sup> In addition, if the applicant is a limited partnership, provide the name, address, and citizenship of each general partner, and the share or interest participation in the partnership.<sup>16</sup>
- If the applicant is a limited liability company, provide the name, address, and citizenship of each of its members whose interest in the applicant is 10% or greater.<sup>17</sup>

### b. Indirect Ownership

Applicants must identify all parties holding a 10% or greater indirect ownership interest in the applicant, as determined by successive multiplication of the ownership percentages for each link in the vertical

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<sup>12</sup> 47 CFR § 1.2112.

<sup>13</sup> 47 CFR § 1.2112(a)(2).

<sup>14</sup> 47 CFR § 1.2112(a)(4).

<sup>15</sup> 47 CFR § 1.2112(a)(3).

<sup>16</sup> 47 CFR § 1.2112(a)(1).

<sup>17</sup> 47 CFR § 1.2112(a)(5).

ownership chain.<sup>18</sup> If the ownership percentage for an interest in any link in the chain exceeds 50% or represents actual control, it shall be treated and reported as if it were a 100% interest.<sup>19</sup>

**c. Additional Real Parties In Interest**

An applicant must list any additional real party- or parties-in-interest in the applicant that is not already disclosed through the party's direct or indirect ownership (e.g., an officer/director that exercises control over the day-to-day operations of the applicant).<sup>20</sup>

**d. FCC Regulated Businesses**

An applicant must list any Commission-licensed or -regulated entity and any applicant for a Commission license or authorization in which the applicant or any of the parties required to be identified by the applicant pursuant to Sections 1.2112(a)(1)-(5) of the Commission's rules owns 10% or more ownership interest, whether voting or nonvoting, common or preferred.<sup>21</sup> This list must include a description of each such entity's principal business and a description of each entity's relationship to the applicant.<sup>22</sup>

**e. Multi-Layer Ownership Situations**

To facilitate the FCC Form 601 review process, applicants whose ownership structures involve multiple layers are encouraged to provide a narrative and organizational chart detailing the relationships of the various entities.

**2. Exhibit B: Foreign Ownership**

An applicant that answers "Yes" to Question 47 or 48a on FCC Form 601 must provide an attachment consisting of one of the showings specified in (i), (ii), or (iii) below, or the Commission will dismiss the application without further consideration:

(i) a demonstration that the applicant is exempt from the provisions of Section 310(b)(3) and Section 310(b)(4) of the Communications Act, as amended, or

(ii) a statement that the applicant has received prior Commission approval of its foreign ownership pursuant to the Commission's Section 310(b)(3) forbearance approach, or has received prior Commission approval of the foreign ownership of its direct and/or indirect controlling U.S. parent company(ies) pursuant to Section 310(b)(4), together with citation(s) to the relevant declaratory ruling(s) received by the applicant (i.e., DA or FCC Number, FCC Record citation if available, and release date), and a statement specifying that the Applicant is in compliance with the terms and conditions of its ruling and with the Commission's rules; or

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<sup>18</sup> 47 CFR § 1.2112(a)(6).

<sup>19</sup> 47 CFR § 1.2112(a)(6).

<sup>20</sup> 47 CFR § 1.2112(a)(1).

<sup>21</sup> 47 CFR § 1.2112(a)(7).

<sup>22</sup> 47 CFR § 1.2112(a)(7).

(iii) a copy of a petition for declaratory ruling filed pursuant to (A) Section 1.5000(a)(1) of the Commission's rules,<sup>23</sup> requesting Commission approval of the foreign ownership of its direct and/or indirect controlling U.S. parent company(ies); or (B) Section 1.5000(a)(2) of the Commission's rules,<sup>24</sup> requesting Commission approval of the applicant's foreign ownership, held through one or more intervening U.S.-organized entities that hold non-controlling equity and/or voting interests in the applicant, along with any foreign interests held in the applicant directly (which shall not exceed 20% of its equity interests and/or 20% of its voting interests). The petition may be filed electronically through the International Bureau Filing System (IBFS) and shall otherwise comport with the requirements of Sections 1.5000 through 1.5004 of the Commission's rules.<sup>25</sup>

With respect to the showing specified in (ii) above, an applicant that is relying on a foreign ownership ruling issued to an "affiliate" pursuant to the Commission's Section 310(b)(3) forbearance approach and Section 1.5000(a)(2) of the Commission's rules, or pursuant to Section 310(b)(4) and Section 1.5000(a)(1) of the Commission's rules, shall include in its showing a certification signed by the affiliate, a U.S.-organized successor-in-interest formed as part of a *pro forma* reorganization, or a controlling parent company, stating that the affiliate or successor-in-interest is in compliance with the terms and conditions of the foreign ownership ruling(s) and the Commission's rules.<sup>26</sup>

Additionally, if the applicant answers "Yes" to Question 47 or 48a on FCC Form 601, the applicant must respond to Question 48b to enable the Commission to determine whether the applicant has attached to its application the appropriate foreign ownership showing required by the Commission's *Foreign Ownership Second Report and Order* and the foreign ownership rules adopted in that Order.<sup>27</sup>

To provide the information required, the applicant should select Attachment Type "**Ownership**" and enter "**Exhibit B: Foreign Ownership**" in the Description field on the Attachments page.

- *Item (1)*: The showings specified in (i) and (ii) above, and information required by Question 48b, may be provided in narrative format.
- *Item (2) Petitions for Declaratory Ruling*: In keeping with the foreign ownership pre-approval process adopted in the *Foreign Ownership Second Report and Order*,<sup>28</sup> an auction applicant is required to certify in its FCC Form 175 that, as of the deadline for filing the FCC Form 175 for a given auction, the applicant is in compliance with the foreign ownership requirements of Section 310 or that it has filed a request for relief from those requirements that is pending with the

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<sup>23</sup> 47 CFR § 1.5000(a)(1).

<sup>24</sup> 47 CFR § 1.5000(a)(2).

<sup>25</sup> 47 CFR §§ 1.5000-1.5004.

<sup>26</sup> See 47 CFR § 1.5000(b); see also 47 CFR § 1.5000(d)(2) (defining the term "affiliate" for purposes of Sections 1.5000-1.5004 of the Commission's rules).

<sup>27</sup> See *Review of Foreign Ownership Policies for Common Carrier and Aeronautical Radio Licensees under Section 310(b)(4) of the Communications Act of 1934, as Amended*, Second Report and Order, 28 FCC Rcd 5741 (2013) (*Foreign Ownership Second Report and Order*). The Commission amended its foreign ownership rules in *Review of Foreign Ownership Policies for Broadcast, Common Carrier and Aeronautical Radio Licensees under Section 310(b)(4) of the Communications Act of 1934, as Amended*, Report and Order, 31 FCC Rcd 11272 (2016). The rules are now codified in 47 CFR §§ 1.5000-1.5004.

<sup>28</sup> *Foreign Ownership Second Report and Order*, 28 FCC Rcd at 5763, para. 37; see also 47 CFR § 1.5000(a)(1)-(2).

Commission.<sup>29</sup> Similarly, where foreign ownership is at issue, an applicant must indicate in its FCC Form 601 that it either has received a declaratory ruling that grants it permission to exceed the statutory foreign ownership limit or benchmark in Section 310(b), or that it has a request to do so that is currently pending before the Commission. An applicant's petition for a declaratory ruling to exceed the statutory limit or benchmark in Section 310(b)(3) or (b)(4), respectively, must be granted before any license for which the applicant is a high bidder may be granted.

### 3. Exhibit C: Small Business Bidding Credits

Each applicant claiming a Small Business Bidding Credit must file an Exhibit C. Pursuant to Section 1.2110(f)(1) of the Commission's rules, the Commission may award bidding credits (i.e., payment discounts) to eligible small business entities.<sup>30</sup> As noted previously, revenue information for the Applicant, Disclosable Interest Holder(s), and Affiliate(s) will be pre-filled from the FCC Form 175 into the FCC Form 601 for the most recent reportable year, one year prior to the most recent reportable year, and two years prior to the most recent reportable year. Applicants, however, must review the pre-filled information and make any changes necessary so that all information is accurate and complete. Additionally, applicants must submit revenue information for the Applicant, Disclosable Interest Holder(s), and Affiliate(s) for three and four years prior to the most recent reportable year within their Exhibit C. In Exhibit C, the Applicant must also state whether it used audited or unaudited financial statements to disclose revenues for the Applicant, Disclosable Interest Holder(s), and Affiliates(s). If the Applicant used unaudited financial statements, it must state whether those unaudited financial statements were prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the chief financial officer or equivalent of the Applicant or relevant DIH/Affiliate. Applicants must also file any agreements or instruments demonstrating designated entity eligibility.<sup>31</sup> Any other small business bidding credit information must be provided by uploading a file, selecting Attachment Type "**Designated Entity**" or "**Other**" and entering "**Exhibit C: Small Business Bidding Credits**" in the "Description" field on the "Attachments" page. Applicants should use Exhibit C to provide information about an applicant's affiliates, controlling interests, and affiliates of its controlling interests as required by the Commission's rules. In addition, an applicant should use Exhibit C to explain any updates to the pre-filled information from its FCC Form 175, such as why a certain entity's revenues should not be attributed to the applicant.<sup>32</sup> Applicants should use Exhibit C to describe the source of the revenues and how the applicant is calculating its gross revenues separately and in the aggregate for the applicant, each of its affiliates, each of its controlling interests, and each of the affiliates of its controlling interests. Any agreements to use more than 25% of the spectrum capacity of any license awarded with bidding credits should be described in Exhibit C. In Exhibit C, an applicant describes why it qualifies for the small business bidding credit and explains the revenue information and answers the applicant provided on its FCC Form 601. However, as described below, Exhibit D should be used to submit any agreements or instruments that are required to be provided pursuant to the Commission's rules that relate to the

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<sup>29</sup> 47 CFR § 1.2105(a)(2)(vi).

<sup>30</sup> 47 CFR § 1.2110(f)(2); *see also* 47 CFR § 27.1402(a).

<sup>31</sup> *See* Section III.A.4.b (Other Agreements or Instruments Demonstrating DE Eligibility), below for the types of agreements and instruments that must also be filed to demonstrate an applicant's designated entity eligibility (both for Small Business Bidding Credits and Rural Service Provider Bidding Credits).

<sup>32</sup> *See* 47 CFR §§ 1.2112(b)(1)-(2).

relationship between the applicant and its affiliates, controlling interests, and affiliates of its controlling interests.

For licenses available in Auction 107, the Commission's rules specify that the following entities (and consortia thereof) may apply for small business bidding credits:

- An entity that, together with its affiliates, controlling interests, and affiliates of its controlling interests, has average annual gross revenues that do not exceed **\$55 million** for the preceding five (5) years, is eligible for a bidding credit of **15% (small business bidding credit)**.<sup>33</sup>
- An entity that, together with its affiliates, controlling interests, and affiliates of its controlling interests, has average annual gross revenues that do not exceed **\$20 million** for the preceding five (5) years, is eligible for a bidding credit of **25% (very small business bidding credit)**.<sup>34</sup>

**a. Gross Revenues Test for Small Business Bidding Credit**

For purposes of determining whether an applicant is eligible for a small or very small business bidding credit, the gross revenues of the applicant, its affiliates, its controlling interests, and the affiliates of its controlling interests<sup>35</sup> shall be considered on a cumulative basis and aggregated.<sup>36</sup> In accordance with Section 1.2110(o) of the Commission's rules, the applicant must provide the gross revenues for the most recently completed five calendar or fiscal years preceding the filing of the applicant's FCC Form 175, **separately and in the aggregate** for the applicant, each of its affiliates, each of its controlling interests, and each of the affiliates of its controlling interests.<sup>37</sup> Gross revenues for purposes of determining eligibility are defined in Section 1.2110(o) of the Commission's rules, which include "all income received by an entity, whether earned or passive, before any deductions are made for costs of doing business."<sup>38</sup> In addition, all controlling interests and affiliates, as defined by the Commission's rules, must be included in the gross revenue calculations.<sup>39</sup> Revenues for the most recent reportable year, one year prior to the most recent reportable year, and two years prior to the most recent reportable year will be pre-filled in FCC Form 601 from the information provided in FCC Form 175. **However, revenues for three and four years prior to the most recent reportable year will NOT be pre-filled in FCC Form 601. Rather, revenues for three and four years prior to the most recent reportable year must be submitted within Exhibit C, separately and in the aggregate for the applicant, each of its affiliates, each of its controlling interests, and each of the affiliates of its controlling interests.** In the Exhibit C, the

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<sup>33</sup> 47 CFR § 27.1402(a)(1)(i); *see also* 47 CFR § 1.2110(f)(2)(i)(C).

<sup>34</sup> 47 CFR § 27.1402(a)(1)(ii); *see also* 47 CFR § 1.2110(f)(2)(i)(B).

<sup>35</sup> 47 CFR § 1.2110(b)(1)(i), (c)(2), (c)(5); *see also Amendment of Part 1 of the Commission's Rules—Competitive Bidding Procedures*, Order on Reconsideration of the Third Report and Order, Fifth Report and Order, and Fourth Further Notice of Proposed Rulemaking, 15 FCC Rcd 15293, 15323-27, paras. 59-67 (2000).

<sup>36</sup> 47 CFR §§ 1.2110(b)(1), 1.2112(b)(2).

<sup>37</sup> 47 CFR §§ 1.2110(o), 1.2112(b)(2)(v); *see also* 47 CFR § 1.2110(b)(1)(i).

<sup>38</sup> 47 CFR § 1.2110(o); *see also In re Corr Wireless Communications, LLC, Auction No. 44, Waiver Request*, Letter Order, 18 FCC Rcd 25153, 25155 (2003) (gross revenues includes "proceeds derived from capital, including all proceeds from the sale or conversion of capital").

<sup>39</sup> *See* 47 CFR § 1.2110(b)(1)(i), (c)(2), (c)(5).

applicant must also state whether it used audited or unaudited financial statements to disclose revenues for the applicant, each of its affiliates, each of its controlling interests, and each of the affiliates of its controlling interests. If the applicant used unaudited financial statements, it must state whether those unaudited financial statements were prepared in accordance with Generally Accepted Accounting Principles (GAAP) and certified by the chief financial officer or equivalent of the applicant or relevant affiliate/controlling interest/affiliate of controlling interest.

**b. Members of Consortium Seeking Small Business Bidding Credit**

As stated above, each consortium member or a new legal entity comprising two or more individual consortium members that intends to hold a license covered by the winning bids of the consortium must file a separate FCC Form 601 and FCC Form 602 and shall use the consortium's FRN.<sup>40</sup> Each business entity comprising the consortium must qualify for the bidding credit and show its gross revenues separately.<sup>41</sup> If a consortium member is filing its own individual FCC Form 601, it should report the gross revenues of only that particular consortium member, along with its affiliates, its controlling interests, and the affiliates of its controlling interests. However, if two or more consortium members have formed a new entity pursuant to Section 1.2107(g)(1)(i) of the Commission's rules, then the combined gross revenues of the consortium members comprising the new entity must be reported.<sup>42</sup>

**c. Rural Telephone Cooperative**

Section 1.2110(c)(2)(ii)(F) of the Commission's rules states that officers and directors of an applicant claiming a bidding credit shall be considered to have a controlling interest in the applicant.<sup>43</sup> For purposes of claiming small and very small business credits, the gross revenues of all controlling interests, including officers and directors, must be attributed to the applicant.<sup>44</sup> However, an applicant is exempt from these attribution requirements if the applicant or a controlling interest in the applicant is a rural telephone cooperative that complies with Section 1.2110(b)(4)(iii) of the Commission's rules.<sup>45</sup>

In its Exhibit C attachment, an applicant seeking the rural telephone cooperative exemption must demonstrate that it complies with Section 1.2110(b)(4)(iii) of the Commission's rules. An applicant will be exempt from attributing the revenues of its officers and directors, if the applicant or a controlling interest in the applicant, is:

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<sup>40</sup> See 47 CFR §§ 1.2107(g)(1)(i), 1.2110(b)(4)(i); see also *CSEA/Part 1 Report and Order*, 21 FCC Rcd at 911-12, paras. 51-52 (establishing consortium exception filing requirements).

<sup>41</sup> See 47 CFR § 1.2110(b)(4)(i), (c)(6).

<sup>42</sup> See 47 CFR § 1.2107(g)(2).

<sup>43</sup> 47 CFR § 1.2110(c)(2)(ii)(F).

<sup>44</sup> See 47 CFR § 1.2110(b)(1)(i), (c)(2)(ii)(F).

<sup>45</sup> 47 CFR § 1.2110(b)(4)(iii); see also 47 CFR § 1.2110(c)(2)(ii)(F).

- Organized as a cooperative pursuant to state law;<sup>46</sup>
- A rural telephone company as defined by the Communications Act;<sup>47</sup> and
- Eligible for tax-exempt status under the Internal Revenue Code or adheres to the cooperative principles articulated in *Puget Sound Plywood, Inc. v. Commission of Internal Revenue*, 44 T.C. 305 (1965).<sup>48</sup>

**d. Attribution of Revenues of Disclosable Interest Holder with Spectrum Use Arrangements**

In determining eligibility for small business bidding credits, an applicant must attribute the gross revenues of a disclosable interest holder (DIH), and the DIH’s affiliates, if that DIH has an agreement to use more than 25% of the spectrum capacity of any individual license awarded with bidding credits.<sup>49</sup> A “disclosable interest holder” is defined for purposes of this requirement as “any individual or entity holding a 10% or greater interest of any kind in a designated entity, including but not limited to, a 10% or greater interest in any class of stock, warrants, options or debt securities in the applicant or licensee.”<sup>50</sup> Applicants must include: a summary of the agreement that specifies the percentage of spectrum capacity the DIH uses for each license; the agreement itself as described below in Exhibit D: Agreements & Other Instruments;<sup>51</sup> the DIH’s name, FRN, and its relationship to the applicant; the names and FRNs of the DIH’s affiliates; and the gross revenues for each of the last five reportable years for the DIH and its affiliates. Applicants should also describe the spectrum use agreements in Exhibit C.

**4. Exhibit D: Agreements & Other Instruments**

Each applicant claiming a designated entity bidding credit (Very Small Business, Small Business, or Rural Service Provider) must file an Exhibit D. Applicants file two different types of agreements or instruments under Exhibit D. This section addresses both types. First, instructions are provided for filing information on bidding agreements. Second, instructions are provided for filing agreements or other instruments required to demonstrate an applicant’s eligibility for its claimed designated entity bidding credits.

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<sup>46</sup> 47 CFR § 1.2110(b)(4)(iii)(A)(1)(i). If this condition cannot be met because the relevant jurisdiction does not have a statute that specifies requirements for organization as a cooperative, the applicant must show it is validly organized and its articles of incorporation, by-laws, and/or other documents provide that it operates pursuant to cooperative principles. 47 CFR § 1.2110(b)(4)(iii)(A)(2).

<sup>47</sup> 47 CFR § 1.2110(b)(4)(iii)(A)(1)(ii).

<sup>48</sup> 47 CFR § 1.2110(b)(4)(iii)(A)(1)(iii); *see also Amendment of Part 1 of the Commission’s Rules – Competitive Bidding Procedures*, Second Order on Reconsideration of the Third Report and Order and Order on Reconsideration of the Fifth Report and Order, 18 FCC Rcd 10180, 10190-95, paras. 15-20 (2003); *Amendment of Part 1 of the Commission’s Rules – Competitive Bidding Procedures*, Second Order on Reconsideration of the Fifth Report and Order, 20 FCC Rcd 1942, 1949-50, paras. 17-18 (2005).

<sup>49</sup> 47 CFR § 1.2110(c)(2)(ii)(J); *see also Updating Part 1 Report and Order*, 30 FCC Rcd at 7512-16, paras. 42-52.

<sup>50</sup> 47 CFR § 1.2110(c)(2)(ii)(J).

<sup>51</sup> *See* 47 CFR §§ 1.2110(j); 1.2112(b)(2)(vii).



### a. Bidding Agreements

If applicable, each applicant must provide a detailed explanation of the terms and conditions and parties involved in any bidding consortia, joint ventures, partnerships, or other agreements or arrangements entered into relating to the competitive bidding process prior to the time the bidding was completed.<sup>52</sup> A list of the agreements disclosed on an applicant's FCC Form 175 will be pre-filled into its FCC Form 601, but should be updated as necessary. Any other additional information should be provided by uploading a file and selecting the appropriate Attachment Type. For example, if an applicant must describe a Joint Bidding Agreement, the applicant should select the Attachment Type "**Bidding/Joint Bidding**" and enter "**Exhibit D: Summary of Joint Bidding Agreement**" in the "Description" field on the "Attachments" page. Similarly, if a Joint Venture Agreement must be described, the applicant should select the Attachment Type "**Joint Venture**" and enter "**Exhibit D: Summary of Joint Venture**" in the "Description" field on the "Attachments" page.

### b. Other Agreements or Instruments Demonstrating DE Eligibility

Each applicant claiming a designated entity bidding credit (Very Small Business, Small Business, or Rural Service Provider) must file legal instruments—and certain agreements if applicable—demonstrating its eligibility for the bidding credit. To comply with the requirements of Commission rule Sections 1.2110(j) and 1.2112(b)(2)(iii)-(iv) and (vi)-(vii) relating to designated entities, all agreements or instruments must be listed on the FCC Form 601 and each applicant must provide a summary of its agreements or instruments and copies thereof.<sup>53</sup> Each applicant must list and summarize each agreement or instrument that supports the applicant's designated entity eligibility, including the establishment of *de facto* and *de jure* control, and provide the dates on which each agreement was entered into.<sup>54</sup> Types of agreements and instruments demonstrating an applicant's designated entity eligibility include, but are not limited to, operating agreements, by-laws, articles of incorporation, partnership agreements, shareholder agreements, voting or other trust agreements, franchise agreements, spectrum lease agreements, spectrum resale agreements, subscription agreements, and management or side agreements (including all amendments to such agreements).<sup>55</sup> **Executed copies of agreements required by the Commission's rules (i.e., Section 1.2110(j)) must be included in Exhibit D.**<sup>56</sup>

Further, an applicant seeking DE eligibility must list and summarize any investor protection agreements, including rights of first refusal, supermajority clauses, options, veto rights, rights to hire and fire employees, and to appoint members to boards of directors or management committees.<sup>57</sup>

For agreements or instruments, the applicant should refer to the Attachment Drop Down list to select the correct Attachment Type. **Failure to select the correct attachment type may trigger an error that**

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<sup>52</sup> 47 CFR § 1.2107(d).

<sup>53</sup> 47 CFR §§ 1.2110(j), 1.2112(b)(2)(iii)-(iv), (vi)-(vii).

<sup>54</sup> See 47 CFR §§ 1.2110(j), 1.2112(b)(2)(iii).

<sup>55</sup> 47 CFR § 1.2112(b)(2)(iii), (j).

<sup>56</sup> 47 CFR § 1.2110(j) ("[D]esignated entities must file with their long-form applications a copy of each such agreement.").

<sup>57</sup> See 47 CFR § 1.2112(b)(2)(iv).

**will prevent an applicant from submitting its FCC Form 601.** For example, if an applicant must attach a Shareholder Agreement as part of its filing to demonstrate its eligibility for the Small Business Bidding Credit, the applicant should select the Attachment Type **“Designated Entity”** and enter **“Exhibit D: Shareholder Agreement”** in the “Description” field on the “Attachments” page. If none of the Attachment types are appropriate, applicants can select Attachment Type **“Other Agreement”** or **“Other”** and enter **“Exhibit D: Agreements & Other Instruments”** in the “Description” field on the “Attachments” page.

For those applicants with significant upload requirements, submitting separate agreements or instruments may ease the electronic filing process in ULS. For example, an applicant can submit one attachment for the list and summary of agreements and instruments and upload it with the caption **“Exhibit D: List and Summary of Agreements and Instruments”** and then submit an attachment for each agreement or instrument, e.g., **“Exhibit D: LLC Agreement,” “Exhibit D: Lease Agreement.”** Applicants may elect to seek confidentiality for the agreements as described below for Exhibit E: Confidentiality Requests.

## **5. Exhibit E: Confidentiality Requests**

Information required by the Commission’s rules is necessary to determine each applicant’s qualifications to be a Commission licensee and eligibility for any status claimed, and, as such, will be available for public inspection. Information that is commercial, financial, privileged, or that contains a trade secret may be redacted, and confidentiality may be sought pursuant to Section 0.459 of the Commission’s rules.<sup>58</sup> An applicant requesting confidential treatment for any information required as a condition to participate in the auction must follow the procedures set out in Section 0.459 of the Commission’s rules. Because the required information bears on an applicant’s qualifications, confidentiality requests will not be granted routinely. An applicant seeking confidentiality must file three documents: A confidentiality request; a redacted document; and an unredacted document.

### **a. To file a request for confidential treatment, use Attachment Type: “Other”**

If an applicant seeks confidential treatment of any information, it must attach a public statement justifying the request as to the particular redacted information for which confidential treatment is being requested. To provide this information, the applicant should upload this statement as a file, select Attachment Type **“Other”** and enter **“Exhibit E: Confidentiality Request for Redactions in Exhibit: \_\_ [name of the document]”** in the “Description” field on the “Attachments” screen. If a confidentiality request is for an agreement or other information uploaded as a separate file, include a description.

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<sup>58</sup> See 47 CFR § 0.459.

**b. To file the unredacted, non-public documents, use Attachment Type: “Confidentiality”**

An applicant submitting information under a confidentiality request shall file one copy of each Stamped Confidential Document through the Commission’s Universal Licensing System (ULS). Each page of the Confidential Document shall be stamped “CONFIDENTIAL INFORMATION” and include the applicant’s name and the date the document was filed. When filing documents through ULS that contain confidential information, **the applicant must select Attachment Type “Confidentiality” for the particular unredacted attachment for which the applicant is requesting confidential treatment. Otherwise, the attachment will be available for public inspection online in ULS.**

**c. To file the redacted, public documents, use the appropriate Attachment Type**

In addition, with respect to each stamped Confidential Document submitted, the applicant shall also file through ULS a copy of the respective Redacted Confidential Document. Each Redacted Confidential Document shall have the same pagination as the Stamped Confidential Document from which it is derived. Each page of the Redacted Confidential Document shall be stamped “REDACTED—FOR PUBLIC INSPECTION.” When filing redacted documents through ULS, the applicant **must not** select Attachment Type “Confidentiality” so that the documents will be available for public inspection online in ULS.

For redacted agreements that can be viewed by the public, the applicant should select the appropriate Attachment Type. For example, to file a redacted Management Agreement that is part of a filing to demonstrate eligibility for the Small Business Bidding Credit, the applicant should select the Attachment Type “**Designated Entity**” and enter “**Exhibit D: Management Agreement**” in the “Description” field on the “Attachments” page.

Below are a few examples of how to file the various attachments described above.

Attachments

Type: Designated Entity      Description: Exhibit D: REDACTED—Management Agreement

Type: Confidentiality      Description: Exhibit D: UNREDACTED—Management Agreement

Type: Other      Description: Exhibit E: Confidentiality Request for Management Agreement

To the extent that any page of the filing contains Confidential Information and/or non-confidential information, only the Confidential Information may be redacted and the pages of the unredacted and redacted filings shall clearly distinguish among Confidential Information and non-confidential information. The only difference between unredacted and redacted documents should be the presence or absence of confidential material.

## 6. Exhibit F: Waiver Requests

In the event an applicant wishes to file a request for waiver of a Commission rule,<sup>59</sup> the request should be filed with the corresponding application. The applicant should upload its waiver request as a file, select Attachment Type “Waiver” and enter “**Exhibit F: Waiver Requests**” in the “Description” field on the “Attachments” page.

Waiver requests filed after the FCC Form 601 filing deadline, **6:00 p.m. ET on March 10, 2021**, may delay the processing of the application. In addition, if a request for waiver is filed after this time, the applicant must amend its pending FCC Form 601. Please note that the Commission’s rules contain limitations on the filing of major amendments after the FCC Form 601 filing deadline.<sup>60</sup> Depending on the specific facts, a waiver request could be considered a major amendment.<sup>61</sup>

## 7. Exhibit G: Miscellaneous Information

In the event that a winning bidder wishes to provide any additional information that does not fall within the description of any of the other exhibits, these documents or files should be submitted by selecting Attachment Type “Other” and entering “**Exhibit G: Miscellaneous Information**” in the “Description” field on the “Attachments” page.

## 8. Exhibit H: Rural Service Provider Bidding Credit

Each applicant claiming a Rural Service Provider Bidding Credit must file an Exhibit H. Pursuant to Section 1.2110(f)(4) of the Commission’s rules, the Commission may award a rural service provider bidding credit (i.e., payment discounts) to eligible Applicants that have fewer than 250,000 combined wireless, wireline, broadband, and cable subscribers and serve predominantly rural areas.<sup>62</sup> As noted previously, ownership information for the Applicant, Disclosable Interest Holder(s), and Affiliate(s) will be pre-filled from the FCC Form 175 into the FCC Form 601. Applicants, however, must review the pre-filled information, and make any changes necessary so that all information is accurate and complete. Applicants must also file any agreements and instruments demonstrating designated entity eligibility.<sup>63</sup> **Additionally, subscribership information from FCC Form 175 will not be pre-filled in the FCC Form 601.** Rural service provider bidding credit information must be provided by uploading a file, selecting Attachment Type “**Rural Service Provider Bidding Credit**” and entering “**Exhibit H: Rural Service Provider Bidding Credit**” in the “Description” field on the “Attachments” page. For example, applicants will use Exhibit H to provide information about an applicant’s affiliates, controlling interests, and affiliates of its controlling interests as required by the Commission’s rules. In addition, an applicant will use Exhibit H to explain any updates to the pre-filled information from its FCC Form 175, such as why

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<sup>59</sup> See 47 CFR § 1.925.

<sup>60</sup> See 47 CFR § 1.927.

<sup>61</sup> See 47 CFR § 1.929.

<sup>62</sup> 47 CFR § 1.2110(f)(4); see also 47 CFR § 27.1402(b); *Updating Part 1 Report and Order*, 30 FCC Rcd at 7529-38, paras. 86-108.

<sup>63</sup> See Section III.A.4.b (Other Agreements or Instruments Demonstrating DE Eligibility), above for the types of agreements and instruments that must also be filed to demonstrate an applicant’s designated entity eligibility (both for Small Business Bidding Credits and Rural Service Provider Bidding Credits).

certain entities' subscribers should not be attributed to the applicant. Applicants should also use Exhibit H to provide the information requested in Schedule B, Question 48 (parts (a) through (f)) on FCC Form 601. However, as described above, Exhibit D: Agreements & Other Instruments should be used to submit any agreements and instruments that are required to be provided pursuant to the Commission's rules that relate to the relationship between the applicant and its disclosable interest holders and/or affiliates.

For purposes of determining whether an applicant is eligible for a rural service provider bidding credit, the number of subscribers of the applicant, its affiliates, its controlling interests, and the affiliates of its controlling interests shall be considered on a cumulative basis and aggregated.<sup>64</sup> In accordance with Section 1.2110(f)(4)(i)(C) of the Commission's rules, the applicant must provide the subscribership numbers for the applicant, each of its affiliates, each of its controlling interests, and each of the affiliates of its controlling interests.<sup>65</sup> The number of subscribers for each entity is the combined wireless, wireline, broadband, and cable subscribers of the entity.<sup>66</sup> Applicants must also show that they are in the business of providing commercial communications services to such subscribers<sup>67</sup> and that they serve predominantly rural areas.<sup>68</sup> For this purpose, "rural area" is defined as counties with a population density of 100 or fewer persons per square mile.<sup>69</sup>

**a. Members of Consortium Seeking Rural Service Provider Bidding Credit**

As stated above, each consortium member or a new legal entity comprising two or more individual consortium members that intends to hold a license covered by the winning bids of the consortium must file a separate FCC Form 601 and FCC Form 602 and shall use the consortium's FRN.<sup>70</sup> Each rural service provider comprising the consortium must qualify for the bidding credit and show its subscriber numbers separately.<sup>71</sup> If a consortium member is filing its own individual FCC Form 601, it should report the subscriber numbers of only that particular consortium member, along with its affiliates, its controlling interests, and the affiliates of its controlling interests. However, if two or more consortium members have formed a new entity pursuant to Section 1.2107(g)(1)(i) of the Commission's rules, then the combined subscriber numbers of the consortium members comprising the new entity must be reported.<sup>72</sup>

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<sup>64</sup> 47 CFR § 1.2110(f)(4)(i)(C); *see also Updating Part 1 Report and Order*, 30 FCCRcd at 7535, para. 99.

<sup>65</sup> 47 CFR § 1.2110(f)(4)(i)(C).

<sup>66</sup> 47 CFR § 1.2110(f)(4)(i)(C).

<sup>67</sup> 47 CFR § 1.2110(f)(4)(i)(A).

<sup>68</sup> 47 CFR § 1.2110(f)(4)(i)(B).

<sup>69</sup> 47 CFR § 1.2110(f)(4)(i)(B).

<sup>70</sup> 47 CFR § 1.2107(g)(1)(i); *see also CSEA/Part 1 Report and Order*, 21 FCCRcd at 911-12, paras. 51-52 (establishing consortium exception filing requirements).

<sup>71</sup> *See* 47 CFR § 1.2110(b)(4)(i), (c)(6).

<sup>72</sup> *See* 47 CFR § 1.2107(g)(2).

**b. Attribution of Subscriber Numbers of Disclosable Interest Holder with Spectrum Use Arrangements**

In determining eligibility for the rural service provider bidding credit, an applicant must attribute the subscribers of a DIH and the DIH's affiliates if that DIH has an agreement to use more than 25% of the spectrum capacity of any individual license awarded with bidding credits.<sup>73</sup> A "disclosable interest holder" is defined for purposes of this requirement as "any individual or entity holding a 10% or greater interest of any kind in a designated entity, including but not limited to, a 10% or greater interest in any class of stock, warrants, options or debt securities in the applicant or licensee."<sup>74</sup> However, where a DIH is not otherwise a controlling interest, affiliate, or an affiliate of a controlling interest of a rural service provider, its subscribers and those of its affiliates will not be attributable to the applicant if:

- The DIH is independently eligible for a rural service provider bidding credit; and
- The DIH's spectrum use and any spectrum use agreement are otherwise permissible under the Commission's rules.<sup>75</sup>

Applicants must include: a summary of the agreement that specifies the percentage of spectrum capacity the DIH uses for each license; the agreement itself as described above in Exhibit D: Agreements & Other Instruments;<sup>76</sup> the DIH's name, FRN, and its relationship to the applicant; the names and FRNs of the DIH's affiliates; the combined number, if any, of commercial communications services subscribers to wireless, wireline, broadband, and cable services that the DIH and each of its affiliates serve (along with the Federal Information Processing Standard (FIPS) numbers of each county where each entity has at least one subscriber); and whether the applicant asserts that the DIH is independently eligible for the rural service provider bidding credit.

**V. FCC FORM 602 – OWNERSHIP DISCLOSURE INFORMATION**

**A. Basic Guidelines for FCC Form 602**

Each applicant must file an FCC Form 602 or have a current Form 602 filing in ULS before **6:00 p.m. ET on March 10, 2021**, the deadline for filing the FCC Form 601,<sup>77</sup> and is responsible for ensuring that the information is complete and accurate.

ULS pre-fills the FCC Form 602 with the applicable ownership information from the applicant's FCC Form 175. The applicant should confirm that the Ownership Disclosure information that is copied into the FCC

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<sup>73</sup> 47 CFR § 1.2110(c)(2)(ii)(J); *see also Updating Part 1 Report and Order*, 30 FCC Rcd at 7512-16, paras. 42-52.

<sup>74</sup> 47 CFR § 1.2110(c)(2)(ii)(J).

<sup>75</sup> 47 CFR § 1.2110(c)(2)(ii)(J)(1)-(2).

<sup>76</sup> *See* 47 CFR §§ 1.2110(j), 1.2112(b)(2)(vii).

<sup>77</sup> *See* 47 CFR §§ 1.919, 1.2107(f). By "current Form 602 filing," we mean an FCC Form 602 filed after the FCC Form 175 deadline. If the most recent Form 602 filing predates the FCC Form 175 deadline, an applicant is responsible for filing an FCC Form 602 by the long-form application deadline regardless of if the applicant's ownership information is the same or if the applicant needs to file new or updated ownership information.

Form 602 is complete and accurate or make updates as needed.<sup>78</sup> Applicants are reminded that any updates to FCC Form 602 must be filed electronically.<sup>79</sup>

## B. Step-by-Step Instructions for Filing FCC Form 602

1. Access ULS through an Internet web browser by entering, <https://www.fcc.gov/uls>. Under the “filing” section of the ULS homepage, click the “**File Online**” hyperlink.
2. On the next page, enter the FRN and password of the filer and select “**Continue**.” The “ULS Online Systems” page will appear. **Note:** If the applicant identified on FCC Form 601 is listed as the filer on the Ownership Disclosure Filing, enter the same FRN provided on FCC Form 601.
3. Click the “**My Ownership Disclosure Information**” link in the left-hand “Task” menu.
4. On the “My Ownership Disclosure Filing” page, you will see the Ownership Disclosure Filing created with the submission of the FCC Form 175 marked with a red dot. Select the “**Filer Name**” link to update any of the ownership information and file the FCC Form 602.
5. On the “Ownership Disclosure Filing” page that appears, select the “**Update Filing**” link in the “Work on this Filing” menu. The FCC Form 602 will pre-fill with the applicable ownership information from the FCC Form 175 filing.
6. The “Work on this Filing” menu will display several update options. This is your toolbox for performing actions on your ownership filing. Use the links as needed to:
  - View and Edit Filer Information
  - Add a Disclosable Interest Holder of the Filer (corresponds to Questions 1-9 on Schedule A)
  - Add an FCC Regulated Business of the Filer (corresponds to Question 5 on the Main Form)
  - Add an FCC Regulated Business of a Disclosable Interest Holder (corresponds to Question 10 on Schedule A)
  - Change the Filing Type
  - Certify the Filing
  - Change Cellular Cross Interest
7. Update necessary information, following the onscreen instructions and prompts. To complete your changes, select the “**Certify Filing**” button, which appears at the bottom of the appropriate “Ownership Filing” pages. When the FCC Form 602 filing is submitted successfully, a Confirmation page will display the filer’s FRN, the date of submission, and a file number for this filing. Any future reference to this filing must be made using this file number.

ULS Ownership Filing displays this Confirmation page for your records. We strongly recommend that you print a copy of this page. You may print the Confirmation page by choosing the Print

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<sup>78</sup> See 47 CFR §§ 1.919, 1.2112.

<sup>79</sup> 47 CFR § 1.913(b); see also *Wireless Telecommunications Bureau Reminds Filers of Effective Date for Mandatory Electronic Filing of FCC Form 602*, Public Notice, 17 FCC Rcd 22934 (WTB 2002). For more information on FCC Form 602, see *Wireless Telecommunications Bureau Announces Revised Version of FCC Form 602 Is Now Available*, Public Notice, 17 FCC Rcd 16197 (2002), and *Wireless Telecommunications Bureau Answers Frequently Asked Questions Concerning Reporting of Ownership Information on FCC Form 602*, Public Notice, 14 FCC Rcd 8261 (1999).

option from the File menu of your web browser. You may also choose to print a copy of the complete FCC Form 602 by selecting the “Reference Copy” link.

**Note:** For additional instructions regarding electronic filing of FCC Form 602 ownership information, use the **Help** button, located on the top right of any page within the “Ownership Filing” pages.

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You are not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid OMB control number or if we fail to provide you with this notice. This collection has been assigned an OMB control number of 3060-0798 (FCC Form 601) and 3060-0799 (FCC Form 602).

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