

Information and Instructions

Instructions for Schedule for Licensees that Received Bidding Credits or Participate in the Installment Payment Plan, or Involving Licenses Won in Closed Bidding FCC Form 603-T, Schedule A

Complete this schedule when a Lease/Sublease involves spectrum associated with a License(s) that was originally awarded through the competitive bidding process and the original Licensee or current Licensee obtained installment payments, bidding credits, or was otherwise subject to special provisions applicable to entrepreneurs, and closed bidding licenses. This schedule establishes whether the Lessee/Sublessee is eligible for the same special provisions as the Licensee, or whether unjust enrichment provisions or other restrictions apply.

Bidding Credits

Items 1-3 require information from Licensees and Lessees/Sublessees in those instances in which the Lease/Sublease involves spectrum associated with license(s) for which the Licensee is a "designated entity." See 47 CFR §§ 1.2110-1.2112 (rules pertaining to designated entities); § 1.9020(d)(4), § 1.9030(d)(4) (rules pertaining to leasing involving designated entities); and appropriate FCC competitive bidding rules and applicable service rules in Title 47 of the Code of Federal Regulations (47 CFR).

Item 1 Check the appropriate response. If response to Item 1 is 'Y', provide an attachment with information concerning the final payment of the bidding credit(s). If the response to Item 1 is 'Y', Items 2 and 3 are not required to be completed. If the response to Item 1 is 'N', complete Item 2 or 3, as appropriate.

Item 2 Must be completed for each Application/Notification for a Spectrum Manager Lease in which the Licensee has "designated entity" status. In general, for purposes of determining whether a licensee retains its eligibility as a designated entity, the gross revenues of the licensee, its "controlling interest(s)," and any "affiliate(s)" of the licensee or of any "controlling interest" are considered on a cumulative basis and aggregated. See 47 CFR §§ 1.2110(b), 1.2112(b). A "controlling interest" includes any individual or entity with either *de jure* or *de facto* control of the licensee. See § 1.2110(c)(2). An "affiliate" includes any individual or entity holding an attributable interest in the licensee as set forth in § 1.2110(c)(5). Note that the Commission's attribution rules relating to "controlling interests" (and the standard for determining *de facto* control embodied therein) and "affiliates," as set forth in § 1.2110, are not altered by the different *de facto* control standard generally applicable to spectrum leasing arrangements, as set forth in § 1.9010 of the Commission's rules. See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113. To the extent that there is any conflict between Section 1.2110 (and the *de facto* control standard embodied therein) and the *de facto* control standard in Section 1.9010, the designated entity provisions of § 1.2110 govern with regard to whether a licensee has maintained the requisite degree of ownership and control to allow it to remain eligible for the license or for other benefits such as bidding credits and installment payments. See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113, at ¶ 113.

Item 2a Indicate whether the Lessee/Sublessee has a general partnership interest or has direct or indirect ownership interests in excess of ten percent in the Licensee, as such interests are defined in Section 1.2112(a) of the Commission's rules.

Item 2b Indicate whether the Lessee/Sublessee is a "controlling interest" or "affiliate" of the Licensee. See 47 C.F.R. 1.2110.

Item 2c If the Licensee enters a 'Y', it is certifying that the Lease/Sublease does not affect its continuing eligibility to retain bidding credits as a designated entity, pursuant to § 1.2110 of the Commission's rules. If the Licensee cannot so certify, it should enter 'N'.

Item 3 Item 3 must be completed for each Application/Notification for a Long-Term *De Facto* Transfer of a Lease/Sublease. Check the appropriate response.

If the Lessee/Sublessee qualifies for the same designated entity status as the current Licensee, or qualifies for a higher percentage bidding credit than the current Licensee, it should so indicate by checking the first box. If the Lessee/Sublessee qualifies for a designated entity status, but does not qualify for as high a percentage of bidding credits as received by the Licensee, the Lessee/Sublessee should respond by checking the second box. If the Lessee/Sublessee checks either the second box or if it does not qualify for any designated entity status (and thus checks the third box), an unjust enrichment payment **WILL** be required. See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113, at ¶ 145.

Refer to the appropriate FCC competitive bidding rules, including section 1.2111, and to the service rules in 47 CFR. If the Lessee/Sublessee qualifies for designated entity status, it must complete Items 10-11 and attach an exhibit in accordance with 47 CFR disclosing the Lessee/Sublessee's eligibility for bidding credits.

Note that payment of any required unjust enrichment must be provided to the Commission prior to grant of the Application/Notification.

Installment Payments

Items 4-7 require information from Licensees and Lessees/Sublessees in those instances in which the Lease/Sublease involves spectrum associated with license(s) for which the Licensee is a participant in the Commission's installment payment plan. See 47 CFR §§ 1.2110-1.2112 (rules pertaining to licensees participating in the Commission's installment payment plan); § 1.9020(d)(4), § 1.9030(d)(4) (rules pertaining to leasing involving designated entities); and appropriate FCC competitive bidding rules and applicable service rules in 47 CFR.

Item 4 Enter 'Y', if all installment payments associated with all of the spectrum to be Leased/Subleased have been paid in full. If the response to Item 4 is 'Y', provide an attachment with information concerning the full payment of the installment payments. If the answer is 'N', complete Items 5-7.

Item 5 If a Lease/Sublease involves a Licensee holding a license subject to the Commission's installment payment plan (see §1.2110 and related service-specific rules in Title 47 of the Code of Federal Regulations (47 CFR)), a Licensee and Lessee/Sublessee may enter into a Lease/Sublease only after the Commission approved financing documents have been executed by both the Licensee and Lessee/Sublessee, as required pursuant to Sections 1.9040 and 1.9045, 47 C.F.R. §§ 1.9040, 1.9045). The Licensee and Lessee/Sublessee should check the appropriate response. If 'Y', provide the date of execution of the required document(s).

Item 6 This item must be completed for each Application/Notification for a Spectrum Manager Lease in which the Licensee is participating in the Commission's installment payment plan. In general, for purposes of determining whether a licensee retains its eligibility to participate in the installment payment plan, the gross revenues of the licensee, its "controlling interest(s)," and any "affiliate(s)" of the licensee or of any "controlling interest" are considered on a cumulative basis and aggregated. See 47 CFR §§ 1.2110(b), 1.2112(b). A "controlling interest" includes any individual or entity with either *de jure* or *de facto* control of the licensee. See § 1.2110(c)(2). An "affiliate" includes any individual or entity holding an attributable interest in the licensee as set forth in § 1.2110(c)(5). Note that the Commission's attribution rules relating to "controlling interest(s)" (and the standard for determining *de facto* control embodied therein) and "affiliate(s)," as set forth in § 1.2110, are not altered by the different *de facto* control standard generally applicable to spectrum leasing arrangements, as set forth in § 1.9010 of the Commission's rules. See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113. To the extent that there is any conflict between Section 1.2110 (and the *de facto* control standard embodied therein) and the *de facto* control standard in Section 1.9010, the provisions of § 1.2110 govern with regard to whether a licensee has maintained the requisite degree of ownership and control to allow it to remain eligible for the license or for other benefits such as bidding credits and installment payments. See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113, at ¶ 113.

Item 7 This item must be completed for each Application/Notification for a Long-Term *De Facto* Transfer Lease/Sublease. Check the appropriate response.

If the Lessee/Sublessee qualifies for the same eligibility status for the installment payment plan as the current Licensee, or qualifies for a more favorable installment payment plan than the current Licensee, it should so indicate by checking the first box. If the Lessee/Sublessee qualifies for an installment payment plan, but does not qualify for as favorable an installment payment plan as the Licensee, the Lessee/Sublessee should respond by checking the second box. If the Lessee/Sublessee checks either the second box or if it does not qualify for any installment payment plan (and thus checks the third box), an unjust enrichment payment **WILL** be required. *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113, at ¶ 145. Refer to the appropriate FCC competitive bidding rules, and to the service-specific rules in 47 CFR. If the Lessee/Sublessee qualifies for an installment payment plan, it must complete Items 10-11 and attach an exhibit in accordance with 47 CFR disclosing the Lessee/Sublessee's eligibility for an installment payment plan.

Closed Bidding Licenses

Items 8-10 require information from Licensees and Lessees/Sublessees in those instances in which the Lease/Sublease involves spectrum associated with license(s) for which the Licensee obtained a closed bidding license. See 47 CFR §§ 1.2110-1.2112, 24.709 (rules pertaining to licensees that participate in the closed bidding program); §§ 1.9020(d)(4), 1.9030(d)(4) (rules pertaining to leasing involving licensees in the closed bidding program); and appropriate FCC competitive bidding rules and applicable service rules in Title 47 of the Code of Federal Regulations (47 CFR).

Items 8 Check the appropriate response. If the response to Item 8 is 'Y', provide an attachment with information concerning the construction notification(s). If the response to Item 8 is 'Y', Items 9 and 10 are not required to be completed. If the response to Item 8 is 'N', complete Item 9 or 10, as appropriate.

Item 9 This item must be completed for each Application/Notification for a Spectrum Manager Lease in which the Licensee has a license obtained in the Commission's closed bidding program. In general, for purposes of determining whether a licensee retains its eligibility for a license obtained in closed bidding, the gross revenues of the licensee, its "controlling interest(s)," and any "affiliate(s)" of the licensee or of any "controlling interest" are considered on a cumulative basis and aggregated. See 47 CFR §§ 1.2110(b), 1.2112(b), 24.709. A "controlling interest" includes any individual or entity with either *de jure* or *de facto* control of the licensee. See § 1.2110(c)(2). An "affiliate" includes any individual or entity holding an attributable interest in the licensee as set forth in § 1.2110(c)(5). Note that the Commission's attribution rules relating to "controlling interest(s)" (and the standard for determining *de facto* control embodied therein) and "affiliate(s)," as set forth in § 1.2110, are not altered by the different *de facto* control standard generally applicable to spectrum leasing arrangements, as set forth in § 1.9010 of the Commission's rules. See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113. To the extent that there is any conflict between section 1.2110 (and the *de facto* control standard embodied therein) and the *de facto* control standard in Section 1.9010, the provisions of § 1.2110 govern with regard to whether a licensee has maintained the requisite degree of ownership and control to allow it to remain eligible for the license or for other benefits such as bidding credits and installment payments. See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113, at ¶ 113.

Item 10 This item must be completed for each Application/Notification for a Long-Term *De Facto* Transfer Lease. Check the appropriate response.

If the Lessee/Sublessee meets the gross revenue and asset qualifications for closed bidding/entrepreneurial licenses, see 47 C.F.R. § 24.709(a), it should so indicate by checking the first box. If the Lessee/Sublessee does not meet the gross revenue and asset qualifications for closed bidding/entrepreneurial licenses, it should so indicate by checking the second box. If the Lessee/Sublessee checks the second box, the Licensee/Lessee/Sublessee will not be allowed to enter into a Lease/Sublease, unless the parties comply with one of the exemptions under Section 24.839(a) of the Commission's rules. 47 C.F.R. §24.839(a). See *Secondary Markets Order*, WT Docket No. 00-230, FCC 03-113, at ¶ 145. If the Lessee/Sublessee qualifies for closed bidding/entrepreneurial licenses, it must complete Items 10-11 and attach an exhibit in accordance with Title 47 of the Code of Federal Regulations (47 CFR) disclosing the Lessee/Sublessee's eligibility for closed bidding/entrepreneurial licenses.

Gross Revenues and Total Assets Information

Items 11 and 12 (To be answered only for Long-Term *De Facto* Transfer Leases/Subleases.) Lessees/Sublessees that claim to qualify for some "designated entity" status must state the gross revenues for the most recently completed three calendar or fiscal years preceding the filing of this Application. (For guidance, see Section 1.2110(n) of the Commission's rules, 47 C.F.R. § 1.2110(n).) Gross revenues shall mean all income received by an entity, whether earned or passive, before any deductions are made for costs of doing business, as evidenced by audited financial statements. If the applicant does not use audited financial statements, its gross revenues must be certified by its chief financial officer or its equivalent and must be prepared in accordance with Generally Accepted Accounting Principles. If an entity was not in existence for all or part of the preceding three years, gross revenues shall be evidenced by the audited financial statements of the entity's predecessor-in-interest or, if there is no identifiable predecessor-in-interest, unaudited financial statements certified by the applicant as accurate. Calculate the average gross revenues separately for the Lessee/Sublessee, each of its "affiliate(s)," its "controlling interest(s)," and each affiliate of its "controlling interest(s)" for those three years. Provide the aggregate average gross revenues for the Lessee/Sublessee, each of its "affiliate(s)," its "controlling interest(s)," and each affiliate of its "controlling interest(s)" for those three years. (For guidance, see 47 C.F.R. §§ 1.2110(b)(1), 1.2112(b)(2)(iii).) All controlling interests and affiliates, as defined by the Commission's rules, must be included in the gross revenue calculations discussed above. See 47 C.F.R. § 1.2110(c)(2), (c)(5). Please note the following: Officers and directors of the applicant or of an entity that controls the applicant are considered to have a controlling interest in the applicant (see 47 C.F.R. § 1.2110(c)(2)(ii)(F)); any person who manages the operations of an applicant pursuant to a management agreement may be considered to have a controlling interest in the applicant (see 47 C.F.R. § 1.2110(c)(2)(ii)(H)); and any licensee or its affiliate who enters into a joint marketing arrangement with an applicant or its affiliate may be considered to have a controlling interest in the applicant (see 47 C.F.R. § 1.2110(c)(2)(ii)(I)).

Certifications

By signing the Main Form, FCC Form 603-T, the Licensee and Lessee/Sublessee certify that the applicable statements listed in this section are true, complete, correct, and made in good faith.

**Schedule for Licensees that Received Bidding Credits or
Participate in the Installment Payment Plan, or Involving Licenses Won in Closed Bidding**

Bidding Credits

1) Has the full amount of the bidding credit(s) awarded with regard to all of the license(s) associated with the Lease/Sublease been paid as part of unjust enrichment payment(s) in previous transaction(s)? () Yes No

If the response to Item 1 is 'Y', Items 2 and 3 are not required to be completed.

Bidding Credits - Spectrum Manager Leases/Subleases

2a) Does the Lessee/Sublessee have a general partnership interest or have direct or indirect ownership interests in excess of ten percent in the Licensee? () Yes No

2b) Is the Lessee/Sublessee a "controlling interest" or "affiliate" of the current Licensee? () Yes No

2c) Does the Licensee certify that the Lease/Sublease does not affect its continuing eligibility to retain bidding credit(s)? () Yes No

Bidding Credits - Long-Term De Facto Transfer Leases/Subleases

3) With respect to each of the subject licenses, the Lessee/Sublessee:
() qualifies for the same designated entity status as the current Licensee
() qualifies for a different designated entity status as the current Licensee
() does not qualify for any designated entity status

Installment Payment Plan

4) Have all installment payments for the Licenses associated with the spectrum to be Leased/Subleased been paid in full? () Yes No

If the response to Item 4 is 'Y', provide an attachment with information concerning the full payment of the installment payments.

If the response to Item 4 is 'Y', Items 5-7 are not required to be completed.

5) Have both the Licensee and Lessee/Sublessee executed the Commission-approved financing documents required in order to enter into a Lease/Sublease? () Yes No

If 'Y', provide the date(s) of execution for each required document in an exhibit.

Installment Payment Plan - Spectrum Manager Leases

6a) Does the Lessee/Sublessee have a general partnership interest or have direct or indirect ownership interests in excess of ten percent in the Licensee? () Yes No

6b) Is the Lessee/Sublessee a "controlling interest" or "affiliate" of the current Licensee? () Yes No

6c) Does the Licensee certify that the Lease/Sublease does not affect its continuing eligibility to participate in the FCC's installment payment plan? () Yes No

Installment Payment Plan - Long-Term De Facto Transfer Leases/Subleases

7) With respect to each of the subject licenses, the Lessee/Sublessee:
() qualifies for the same eligibility status for the installment payment plan as the current Licensee
() qualifies for a different eligibility status for the installment payment plan than the current Licensee
() does not qualify for the installment payment plan

Closed Bidding Licenses

8) Have construction notifications been submitted with regard to all of the closed bidding license(s) initially granted within the last five years and associated with the Lease/Sublease? () Yes No

If the response to Item 8 is 'Y', Items 9 and 10 are not required to be completed.

Closed Bidding Licenses - Spectrum Manager Leases/Subleases

9a) Does the Lessee/Sublessee have a general partnership interest or have direct or indirect ownership interests in excess of ten percent in the Licensee? () Yes No

9b) Is the Lessee/Sublessee a "controlling interest" or "affiliate" of the Licensee? () Yes No

9c) Does the Licensee certify that the Lease/Sublease does not affect its continuing eligibility to retain closed bidding licenses? () Yes No

Closed Bidding Licenses - De Facto Transfer Leases/Subleases

10) With respect to each of the subject licenses, the Lessee/Sublessee:

() qualifies for closed bidding () does not qualify for closed bidding

Long-Term De Facto Transfer Leases/Subleases: Gross Revenues of Lessee/Sublessee- Installment Payment Plan, Bidding Credit, and Closed Bidding Eligibility

11a) Provide the following summary information on the Lessee's/Sublessee's gross revenues, and attach an exhibit demonstrating how the gross revenues were calculated.

Year 1 Gross Revenues (current)	Year 2 Gross Revenues (one year prior)	Year 3 Gross Revenues (two years prior)	Average Gross Revenues (last three years)

11b) Are the gross revenues provided in Item 11a based on audited financial statements? () Yes No
If 'N', attach a certification by the Lessee's/Sublessee's Chief Financial Officer or functional equivalent that the financial statements are accurate and were prepared in accordance with Generally Accepted Accounting Principles (GAAP).

Total Assets of the Lessee/Sublessee - Closed Bidding Eligibility (Refer to Instructions for guidance in determining required total assets information)

12) Total Assets: _____