

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA**

In the Matter of the Joint Application of Sprint Communications Company L.P. (U-5112) and T-Mobile USA, Inc., a Delaware Corporation, for Approval of Transfer of Control of Sprint Communications Company L.P. Pursuant to California Public Utilities Code Section 854(a).

Application 18-07-011

In the Matter of the Joint Application of Sprint Spectrum L.P. (U-3062-C), and Virgin Mobile USA, L.P. (U-4327-C) and T-Mobile USA, Inc., a Delaware Corporation for Review of Wireless Transfer Notification per Commission Decision 95-10-032.

Application 18-07-012

**JOINT APPLICANTS' MOTION TO FILE UNDER SEAL THE CONFIDENTIAL
VERSION OF THEIR POST-DECEMBER 2019 HEARING BRIEF**

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December 20, 2019

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Pursuant to Rule 11.4 of the Commission's Rules of Practice and Procedure ("Rules"), Sprint Spectrum L.P. (U-3062-C), Virgin Mobile USA, L.P. (U-4327-C) (collectively "Sprint Wireless CA Entities"), and T-Mobile USA, Inc. ("T-Mobile USA") (collectively, the "Joint Applicants") respectfully submit this Motion to request that the attached confidential version of the *Joint Applicants' Post-December 2019 Hearing Brief on the Joint Application for Review of Wireless Transfer Notification Per Commission Decision 95-10-032* ("Post-December 2019 Hearing Brief") be filed under seal and to request that the California Public Utilities Commission ("CPUC" or "Commission") afford confidential treatment to sensitive information, as discussed below.

I. CONFIDENTIAL INFORMATION

The Post-December 2019 Hearing Brief contains confidential, proprietary and highly sensitive information, including but not limited to information provided to the Federal Communications Commission ("FCC") under the terms of the FCC's protective order in WT Docket No. 18-197, as well as deployment information, financial information, and business plans, practices and policies, all of which are protected from disclosure under state and/or federal

law including but not limited to the trade secret privilege set forth in Evidence Code Sections 1060 and 1061, Civil Code Section 3426 et seq., and Penal Code Section 499(c). As such, the information is protected from disclosure pursuant to Government Code Sections 6254.15 (trade secrets); 6254(n) (financial information); 6254(k) (other state and federal law, including the Evidence Code) and 6276.36 (reference to Pub. Util. Code Section 583). In addition, the disclosure of sensitive information that derives economic value from not being known to the public and the Joint Applicants' competitors, like network deployment data, business plans and practices, and financial information, could put the Joint Applicants at a competitive disadvantage without serving a recognizable public interest. Thus, such information should not be disclosed per Government Code Section 6255.

This information, all of which has been explicitly marked, is not otherwise publicly available and, to the extent it has been shared with the FCC, this Commission, parties to these proceedings, the Department of Justice or Attorneys General, it has been designated as confidential. The confidential information is marked in blue highlight, and introduced by the phrase “[Begin Highly Confidential - Attorneys Eyes Only]” or “[BHC-AEO].”

The Joint Applicants submit that sufficient good cause exists for the Commission to apply the protective mechanisms to the confidential version of the Post-December 2019 Hearing Brief pursuant to federal and state law and Commission Orders and Decisions, including but not limited to: Article 1, Section 1 of the California Constitution; the California Public Records Act (“CPRA”); California Public Utilities Code Section 583; California Government Code Sections 6254(a), (e), and (k), and 6255; California Civil Code Section 3426 et. seq.; California Evidence Code Sections 1060 and 1061; and General Order 66-D.

The Joint Applicants note that they have prepared and electronically filed and served a public version of the Post-December 2019 Hearing Brief. The Commission and parties that have

executed an NDA with the Joint Applicants will receive both a confidential and public version of the Post-December 2019 Hearing Brief.

II. CONCLUSION

For these reasons, the Joint Applicants respectfully request confidential treatment of the confidential version of the Post-December 2019 Hearing Brief and that the Commission protect this information from release to persons and parties outside of the Commission.

Respectfully submitted this 20th day of December, 2019.

/s/
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¹ Pursuant to Rule 1.8(d), this document is signed on behalf of the Joint Applicants.

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**[PROPOSED] ORDER GRANTING JOINT APPLICANTS' MOTION TO FILE UNDER
SEAL THE CONFIDENTIAL VERSION OF THEIR POST-DECEMBER 2019
HEARING BRIEF**

On December 20, 2019, Sprint Spectrum L.P. (U-3062-C), Virgin Mobile USA, L.P. (U-4327-C) (collectively "Sprint Wireless CA Entities"), and T-Mobile USA, Inc. ("T-Mobile USA") (collectively referred to as the "Joint Applicants") filed the confidential version of the Post-December 2019 Hearing Brief set forth in the *Joint Applicants' Post-December 2019 Hearing Brief on the Joint Application for Review of Wireless Transfer Notification Per Commission Decision 95-10-032* ("Post-December 2019 Hearing Brief"). The Joint Applicants requested the confidential version of this brief to be filed under seal and the confidential information therein to be protected by the California Public Utilities Commission ("CPUC" or "Commission") from release to persons and parties outside of the Commission. The information included in the Post-December 2019 Hearing Brief contains confidential, proprietary and highly sensitive information, including certain documents which have been designated as highly confidential under the terms of the FCC's protective order in WT Docket No. 18-197, as well as

deployment information, financial information, and business plans, practices and policies which are protected pursuant to federal and state law and Commission Orders and Decisions.

No opposition to this Motion has been submitted and the time for submission of such opposition has expired. No hearing on the Motion is necessary.

Good cause having been shown, and no opposition to the Motion having been submitted, IT IS HEREBY RULED that:

1. Joint Applicants' Motion to file under seal and afford confidential treatment to the confidential versions of the post-hearing brief is granted.
2. The identified information shall be received under seal, shall remain under seal, and shall not be made accessible to the public or disclosed to anyone other than Commission staff, except upon further order or ruling of the Commission.

Dated _____, 2019 at San Francisco, California.

Administrative Law Judge