

## INSTRUCTIONS FOR COMPLETING FCC FORM 601

### General Requirements

**In completing the FCC Form 601, applicants are strongly encouraged to use the format below in submitting the information required by our rules as exhibits. Following this format will help expedite the processing of the FCC Form 601 and minimize the need for requesting missing information.**

Applicants bear full responsibility for submission of timely and complete FCC Form 601 applications. Applicants should read the instructions on the FCC Form 601 carefully and should consult the rules to ensure that, aside from the materials described below, all the information that is required under our rules is included with their FCC Form 601 applications. **Incomplete or defective applications may be returned to the applicant.** Each applicant is responsible for the continuing accuracy and completeness of information furnished in a pending application. *See* 47 C.F.R. § 1.65.

An applicant that fails to submit the required FCC Form 601 application by **5:30 p.m. ET on March 20, 2000**, 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 47 C.F.R. §§ 1.2104, 22.213. *See* 47 C.F.R. § 1.2107(c).

**Number of Forms To Be Filed.** Filers applying for multiple licenses are not required to submit a separate application for each market if **all** filing requirements associated with the application are identical **except** for the market designator and market name. Under these circumstances, applicants may submit *one* FCC Form 601 Main Form and Schedule B.

**Frivolous Pleadings.** The Commission reminds parties to our proceedings and their attorneys that the Commission intends to fully use its authority to discourage and deter the filing of frivolous pleadings. *See* “Commission Taking Tough Measures Against Frivolous Pleadings”, *Public Notice*, 11 FCC Rcd. 3030 (1996).

### Filing FCC Form 601 Electronically

Follow the instructions set forth in Attachment E to this Public Notice in order to access the ULS from your web browser.

- Establish a dial-up connection to ULS, point your web browser to <http://wtbwww05.fcc.gov>,

and select the Online Filing button.

- At the ULS Online Filing Screen, enter the applicant's Taxpayer Identification Number (TIN), Subgroup Identification Number (SGIN) if one was selected/assigned at TIN registration, and Password. Then click on "Continue." The TIN provided must be the same one used to identify the applicant when filing Form 175. Contact Technical Support at (202) 414-1250 if you have problems accessing the ULS.
- Click on the "Select New Filing" button to begin filing your application.
- Select Application Purpose "New" from the drop-down list and click on "Continue."
- Select Auction ID "26 – 929-931 MHz Band, Auctioned" and click on "Continue."
- Supply the information requested by the Form 601.
- If you plan to file a request for waiver or exception to the Commission's Rules, select "Yes" for the third question on this page.
- If the TIN of the Real Party in Interest to the application differs from the TIN used to access the ULS for the application, you must register the Real Party in Interest's TIN prior to submitting the application. You will not be able to submit the application if you supply an unregistered TIN for the Real Party in Interest.
- After supplying all the requested information, fill in your signature at the bottom of the page and click on "Continue."
- The following screen lists each of the markets won by the applicant at the auction. Select the market(s) you want to apply for in this application by clicking on the box to the right of the market name.
- After the market(s) have been selected, click on the "Attachments" button and upload the required attachments as described later in this section. Be sure to use the standard attachment types and file descriptions set forth herein. There is no standard format, however, for the file names to be uploaded.
- When finished uploading attachments, close the Attachment window. After uploading each of the required attachments, click on the "Continue" button. At this point you may "Print Preview" your application, or "Submit" it to the Commission.
- The ULS will assign a file number to the application. If you wish to change anything on the submitted application during the filing window, you may enter your TIN, SGIN, and Password and click on the desired file number in Complete status. If you wish to change

anything after the filing deadline, you may enter your TIN, SGIN, and Password, select application purpose Amendment, and select the file number of the application you wish to modify.

### **Organization of Application Exhibits**

**Main Form-Related Exhibits.** Any exhibits to be attached to an application in response to a question on the FCC Form 601 Main Form or on Schedule B should be identified as specified in the instructions to the FCC Form 601. Applicants should use the Attachment screen provided within the electronic filing software to submit these exhibits as uploaded files and should select the appropriate attachment type. The electronic filing software will accept a variety of file formats including Word, Word Perfect, Adobe PDF, Excel, Lotus, and ASCII text. See online help for a full list of acceptable file formats.

**Rule-Related Exhibits.** Any exhibits to be attached to an application as a result of our rule requirements should be uploaded and identified as follows:

<u>Title</u>	<u>Required From</u>
Exhibit A: Ownership	All Applicants
Exhibit B: Foreign Ownership	If Applicable
Exhibit C: Designated Entities	Designated Entity Applicants
Exhibit D: Agreements & Other Instruments	If Applicable
Exhibit E: Confidentiality Requests	If Applicable
Exhibit F: Waiver Requests	If Applicable

As specified in the instructions to the FCC Form 601, each page of each exhibit must be identified with the number or letter of the exhibit, the number of the page of the exhibit, and the total number of pages of the exhibit. Applicants should use the Attachment screen to upload each exhibit file and select the appropriate attachment type. The recommended titles listed above should be entered in the File Description field on the Attachment screen. The electronic filing software will accept a variety of file formats including Word, Word Perfect, Adobe PDF, Excel, Lotus, and ASCII text. See online help for a full list of acceptable file formats. Applicants are requested not to add password protections to attached files.

### **EXHIBIT A: OWNERSHIP**

Section 1.2112 of the Commission's rules requires each applicant to make full and complete disclosure with regard to the real party or parties in interest and as to all matters required to be disclosed by the application form. 47 C.F.R. § 1.2112. To provide this information, applicants should upload a file, select Attachment Type "Ownership" and enter "**Exhibit A: Ownership**" in the File Description field on the Attachment screen.

Applicants should provide the information concerning the identity of the applicant (*i.e.*, real party- or parties-in-interest) and ownership interests held in the applicant and in investors in the applicant in the format described below. Each application shall be clear and complete in itself without cross reference to information previously filed. All pages should be clearly labeled to indicate the Exhibit and Item number to which those pages relate.

**Part 1: General Information.** Applicant must indicate the applicant's form of business organization. In addition,

- If the applicant is a general partnership, provide the name, address, and citizenship of all partners, and the share or interest participation in the partnership.
- If the applicant is a limited partnership, provide the name, address, and citizenship of each limited partner whose interest in the applicant is equal to or greater than ten percent (as calculated according to the percentage of equity paid in and the percentage of distribution of profits and losses).
- If the applicant is a limited liability corporation, provide the name, address, and citizenship of each of its members.

**Part 2: Direct Ownership.** Applicant must identify all persons or entities that *directly* hold a ten percent or more interest in the applicant. *See* 47 C.F.R. § 1.2112(a). For each ten percent interest holder listed, applicants should provide the following information:

*Item (1) Name and address:* Identify the name and address of the interest holder. If the interest holder is an individual, provide the name and address of that person, and indicate whether the interest holder is a partner, officer, director, attributable stock holder, or key manager (*e.g.*, CEO, General Manager) of the applicant. If the interest holder is a corporation, provide the name and address of the corporate office and the name and title of an officer, director or authorized contact. If the interest holder is a partnership, provide the name and address of all partners, and the name, title and address of an authorized contact for the partnership. If the interest holder is a limited liability corporation, provide the name and address of each of its members. If the interest holder is a trust, provide the name and address of the trustee.

*Item (2) Principal Business:* Describe the interest holder's principal business and its relationship to the applicant.

*Item (3) Relationship to Other Interest Holder:* Indicate whether the interest holder is related to any other ten percent or greater interest holder by blood or marriage, and provide the name of the related interest holder.

*Item (4) Amount Held:* Specify the amount held (*e.g.*, number of shares of stock and percentage

of total ownership) for each type of interest specified.

*Item (5) Type of Interest Held*: Indicate whether the interest held is in the form of stocks, bonds, warrants, debt instruments, partnership, etc. If interests are held in stock, specify the class of stock and any voting rights associated with the stock. If the interests are held in a partnership, indicate whether the interests are limited or general partnership interests.

*Item (6) Interests Held on Behalf of Others*: If an interest is held in trust, or on behalf of another person or entity, identify the party for whom the interest is held.

**Part 3: Indirect Ownership.** Applicant must identify all persons or entities that **indirectly** hold a ten percent or more interest in the applicant, as determined by successive multiplication of the ownership percentages in each link in the vertical ownership chain, except that if the ownership percentage for any link exceeds fifty percent or represents actual control, it shall be reported as if it were a one hundred percent interest. For each person or entity listed, provide the same information listed in *Items (1)-(6)* above as is requested for direct interests.

**Part 4: Other Disclosable Interests and Entities.**

- Applicant must list any FCC-regulated business ten percent or more of whose stock, warrants, options or debt securities are owned by the applicant or an officer, director, attributable stockholder or key management personnel of the applicant. *See* 47 C.F.R. §1.2112(a)(1). This list must include a description of each such businesses' principal business and a description of each business' relationship to the applicant.
- Applicant must list any party holding a ten percent or greater interest in any entity holding or applying for any FCC-regulated business in which a ten percent or more interest is held by another party which holds a ten percent or more interest in the applicant. *See* 47 C.F.R. §1.2112 (a)(3). This list must include a description of their principal business and a description of each business' relationship to applicant.
- To comply with 47 C.F.R. § 1.2112(a)(5), which requires the applicant to account for all controlling interests, applicant must list the names, addresses and citizenship of all persons or entities meeting the definition of "affiliate" as defined in 47 C.F.R. § 22.223(d), to the extent that such entities are not previously included in Parts 1, 2, and 3 of Exhibit A.

**Note:** Applicants may provide information required in Parts 1 through 4 above by scanning and attaching a copy of their current FCC Form 602 (in Adobe PDF) as an exhibit to FCC Form 601. To avoid inadvertent disclosure of Taxpayer Identification Number (TIN) information, applicants submitting a copy of FCC Form 602 as an attachment to FCC Form 601 should not include TIN information on the copy of FCC Form 602 or should block out this information. Applicants are reminded, however, that a current FCC Form 602 must be filed, or be on file, with

the Commission's Gettysburg address.

## **EXHIBIT B: FOREIGN OWNERSHIP**

If the applicant has responded "yes" to either Question 40, 41, 42, 43, or 44 on the FCC Form 601, it must explain the circumstances regarding foreign ownership in the applicant. To provide this information, the applicant should select Attachment Type 'Ownership' and enter "**Exhibit B: Foreign Ownership**" in the File Description field on the Attachment screen. For every direct or indirect foreign owner, applicants should provide the following information:

*Item (1) Percentage of Interest:* Identify each foreign owner's percentage of ownership in the applicant.

*Item (2) Country of Origin and Address:* List each foreign owner's country of origin and principal place of business.

*Item (3) Public Interest Statement:* Demonstrate how allowing the applicant to hold the requested license is consistent with the Commission's policies pursuant to section 310(b)(4) of the Communications Act of 1934, as amended. In general, the Commission has indicated that there is a strong presumption that indirect foreign ownership of common carrier radio licenses by entities whose home markets are in countries that are members of the World Trade Organization (WTO) serves the public interest. If more than twenty-five percent of the ownership of an entity that controls a common carrier radio licensee is attributable to parties whose home markets are in non-WTO member countries, the Commission will evaluate whether those markets offer effective competitive opportunities to U.S. investors in the same service sector. See "Rules and Policies on Foreign Participation in the U.S. Telecommunications Market", IB Docket No. 97-142, *Report and Order and Order on Reconsideration*, 12 FCC Rcd. 23891, 23935-42, 23946, ¶¶ 97-118, 131 (1997).

**Note:** There is no need to include an Exhibit B if the applicant responded "No" to Questions 40 through 44.

## **EXHIBIT C: DESIGNATED ENTITIES**

Pursuant to 47 C.F.R. §§ 22.217, 1.2110(e)(1), small businesses and very small businesses are eligible for bidding credits of twenty-five percent and thirty-five percent respectively, to lower the cost of their winning bids. Small businesses and very small businesses are defined in 47 C.F.R. § 22.223(b). Applicants that are not claiming eligibility for bidding credits do not need to submit Exhibit C. We nonetheless note that we are interested in the status of applicants as minority-owned or women-owned businesses for statistical purposes.

In order to demonstrate eligibility for designated entity status, applicants must upload a file, select Attachment Type "Ownership" and enter "**Exhibit C: Designated Entities**" in the File Description field on the Attachment screen. In the exhibit, applicants should identify the applicant's claimed eligibility status and provide the gross revenues, separately and in the aggregate for the applicant, the applicant's affiliates, the applicant's controlling interests, and, if a consortium of small businesses, the members of the joint venture, for the most recently completed three calendar or fiscal years preceding the filing of the applicant's FCC Form 175 based on audited financial statements. *See* 47 C.F.R. § 22.225(b)(1).

If the applicant does not have audited financial statements to document the gross revenues figures provided, it must provide a certification from its chief financial officer or its equivalent that the gross revenue figures indicated in its FCC Forms 175 and 601 applications are true, full, and accurate, and that the applicant does not have the audited financial statements that are otherwise required under our rules. *See* 47 C.F.R. § 22.223(c).

**For Small Businesses.** Applicants claiming status as a small business must compute gross revenues in accordance with 47 C.F.R. § 22.223 to demonstrate such status under our rules. A small business is an entity that, together with its affiliates and controlling interests, has average annual gross revenues that are not more than **\$15 million** for the preceding three years. Gross revenues for each year for the applicant and each of its affiliates and controlling interests (and, if a consortium of small businesses, the members of the joint venture) should be separately identified and followed by the computed average total gross revenues for each over those years and the combined average gross revenues of the applicant, the applicant's affiliates, the applicant's controlling interests over those years. For purposes of determining whether an entity meets the definition, the gross revenues of the entity, its affiliates, and its controlling interests shall be considered on a cumulative basis and aggregated. 47 C.F.R. §§ 22.223(b)(2), 22.223(c). The status of the applicant as a minority-owned or women-owned business also is requested, but for statistical purposes only.

**For Very Small Businesses.** Applicants claiming status as a very small business must compute gross revenues in accordance with 47 C.F.R. § 22.223 to demonstrate such status under our rules. A very small business is an entity that, together with its affiliates and controlling interests, has average gross revenues that are not more than **\$3 million** for the preceding three years. Gross revenues for each year for the applicant and each of its affiliates and controlling interests (and, if a consortium of very small businesses, the members of the joint venture) should be separately identified and followed by the computed average total gross revenues for each over those years and the combined average gross revenues of the applicant, the applicant's affiliates, the applicant's controlling interests over those years. For purposes of determining whether an entity meets the definition, the gross revenues of the entity, its affiliates, and its controlling interests shall be considered on a cumulative basis and aggregated. 47 C.F.R. §§ 22.223(b)(2), 22.223(c). The status of the applicant as a minority-owned or women-owned business also is requested, but

for statistical purposes only.

**For Small Business & Very Small Business Consortia.** Applicants that applied as a **small business consortia** or **very small business consortia** as defined in 47 C.F.R. § 22.223(b)(3) must compute and indicate gross revenues as outlined above for **each** small or very small business in the consortium. That is, each business entity comprising the small or very small business consortia must qualify and show gross revenues separately. The gross revenues of each small or very small business shall not be aggregated. *See* 47 C.F.R. § 22.223(b)(3).

## **EXHIBIT D: AGREEMENTS & OTHER INSTRUMENTS**

All applicants 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 into which the applicant has entered relating to the competitive bidding process prior to the time the bidding was completed. *See* 47 C.F.R. § 1.2107(d).

Applicants claiming designated entity status must list and summarize all agreements and other instruments (with appropriate references to specific provisions in the text of such agreements and instruments) that support the applicant's eligibility as a small business, a very small business, or a consortium of small or very small businesses under sections 22.217 through 22.223 of the Commission's rules, including the establishment of *de facto* and *de jure* control. 47 C.F.R. §§ 1.2112(b)(2), 22.225(b)(2). Such agreements and instruments include, but are not limited to, articles of incorporation and bylaws, shareholder agreements, voting or other trust agreements, partnership agreements, management agreements, joint marketing agreements, franchise agreements, and any other relevant agreements including letters of intent, oral or written. These applicants must also list and summarize any investor protection agreements, including rights of first refusal, supermajority clauses, options veto rights, and rights to hire and fire employees and to appoint members to boards of directors or management committees. 47 C.F.R. § 22.225(b)(3). *See also* 47 C.F.R. § 1.2112(b).

To comply with these requirements, applicants may either submit the agreements themselves or submit a detailed description of those agreements with proprietary information excluded. Applicants should upload the information in a file, select Attachment Type "Other" and enter "**Exhibit D: Agreements & Other Instruments**" in the File Description field on the Attachment screen. If applicants choose to submit the agreements, they can redact proprietary information or can seek confidentiality for those documents pursuant to section 0.459 of the Commission's rules, 47 C.F.R. § 0.459 (*see* discussion of confidentiality requests under "**Confidentiality Requests**" below).



## **EXHIBIT E: CONFIDENTIALITY REQUESTS**

Applicants should be aware that all information required by the Commission's rules in connection with applications to participate in spectrum auctions is necessary to determine the applicants' qualifications and, as such, will be available for public inspection. Nonetheless, required proprietary information may be redacted, and confidentiality may be sought pursuant to 47 C.F.R. § 0.459. Applicants requesting confidential treatment for any information required as a condition to participate in the auction must follow the procedures set out in 47 C.F.R. § 0.459. Applicants submitting confidentiality requests should be aware that 47 C.F.R. § 0.459 was amended to set out more clearly what should be contained in a request that information not be routinely available for public disclosure. *See Examination of Current Policy Concerning the Treatment of Confidential Information Submitted to the Commission, Report and Order, GC Docket No. 96-55, 13 FCC Rcd. 24816 (1998).* Because the required information bears on an applicant's qualifications, the Commission envisions that confidentiality requests will not be routinely granted.

If an applicant has sought confidential treatment of any information, it must attach a statement which explains the request and references the particular information for which confidential treatment has been requested. The applicant should upload this statement as a file, select Attachment Type "Confidentiality" and enter "**Exhibit E: Confidentiality Requests**" in the File Description field on the Attachment screen.

**In addition, applicants must select Attachment Type "Confidentiality" for the particular exhibit for which they are requesting confidential treatment. Otherwise, the attachment will be available for public inspection.**

**Note:** There is no need to include an Exhibit E stating there is no confidentiality request.

## **EXHIBIT F: WAIVER REQUESTS**

In the event a winning bidder wishes to file a request for waiver, all such requests should be filed with the corresponding application. Applicants should upload a document describing the waiver request, select Attachment Type "Waiver" and enter "**Exhibit F: Waiver Requests**" in the File Description field on the Attachment screen.

Waiver requests filed after the submission of the FCC Form 601 may result in a delay of the processing of the application. If a request for waiver is filed separately from the FCC Form 601, such request must reference the corresponding application.

**Note:** There is no need to include an Exhibit F stating there are no waiver requests.