

EXHIBIT B

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS**

Anthony Dale, et al.,)	
)	
Plaintiffs,)	
)	Civil Action No. 1:22-cv-3189
v.)	
)	Hon. Judge Thomas M. Durkin
Deutsche Telekom AG, et al.)	
)	
Defendants.)	
)	

**NON-PARTY AT&T’S RESPONSES AND OBJECTIONS TO PLAINTIFFS’
SUBPOENA TO PRODUCE DOCUMENTS, INFORMATION, OR TO PERMIT
INSPECTION OF PREMISES IN A CIVIL ACTION**

Pursuant to Rule 45(e) of the Federal Rules of Civil Procedure, non-party AT&T Inc. (“AT&T”) hereby responds and objects to Plaintiffs Anthony Dale, Brett Jackson, Johnna Fox, Benjamin Borrowman, Ann Lambert, Robert Anderson, and Chad Hohenbery’s (collectively, “Plaintiffs”) Subpoena to Produce Documents, Information, or Objects or to Permit Inspection of Premises in a Civil Action (the “Subpoena”), served on November 20, 2023.¹ Plaintiffs issued the Subpoena to non-party AT&T in connection with this case (the “Above-Captioned Action”) against Defendants Deutsche Telekom AG (“DT”) and T-Mobile US, Inc. (“T-Mobile”) (collectively, “Defendants,”² and collectively with Plaintiffs, the “Parties”) concerning the April 1, 2020 merger (the “Merger”) of T-Mobile and Sprint Corporation (“Sprint”).

PRELIMINARY STATEMENT

AT&T is not a party to the Above-Captioned Action. It was not a party to the Merger between T-Mobile and Sprint, nor was it a party to the prior litigation or investigations surrounding

¹ By agreement between Plaintiffs and AT&T, AT&T’s written response to the Subpoena is due Jan. 31, 2024.

² Plaintiffs also initially sued Softbank Group Corp. (“Softbank”), but the Court granted Softbank’s motion to dismiss on Nov. 2, 2023 (ECF No. 114), and Softbank is no longer a party to this action.

the Merger. AT&T's obligations to produce documents in the Above-Captioned Action are governed by Federal Rule of Civil Procedure 45, which makes clear a party issuing a subpoena "*must* take reasonable steps to avoid imposing undue burden or expense" on the non-party subpoena recipient. Fed. R. Civ. P. 45(d)(1) (emphasis added). Courts routinely enforce the protections afforded non-parties under this Rule and indeed may sanction a party for issuing overbroad, burdensome, and unreasonable requests. *Id.*

Plaintiffs' Subpoena to AT&T, a non-party, is facially overbroad, unduly burdensome, and unreasonable with 36 requests for documents and data containing more than 80 sub-parts, seeking information from a timespan of more than 13 years, and concerning investigations, litigation, and other events that are beyond the scope of the Above-Captioned Action. Indeed, the Court in the Above-Captioned Action (the "Court") has held that Plaintiffs' case concerns *pricing* that occurred *after* the Merger between *Defendant T-Mobile and Sprint*. The Court specifically has held this "case does not focus on the wisdom of the merger, but rather its consequences" (ECF No. 114 at 5) and that "the focus should not be on the merger itself, or the prior litigation surrounding it, because this suit really arises from the alleged anticompetitive conduct that took place afterward" (ECF No. 63 at 9). Plaintiffs request that AT&T provide its most confidential and commercially sensitive information to its direct competitors, without employing reasonable steps to tailor or limit its requests to prevent undue harm to AT&T. As the Court explained: "the focus remains on Plaintiffs' harm, the alleged wrongdoing by the Merging Entities, and the relationship between them." (ECF No. 114 at 25). Thus, Plaintiffs' Subpoena is well beyond the scope of the Above-Captioned Action, unduly burdensome, and expensive to AT&T, and not remotely proportional to the needs of the case.

This Preliminary Statement is incorporated by reference into each of the General and Specific Responses and Objections set forth by AT&T and is neither waived nor limited by any specific or general response or objection.

GENERAL OBJECTIONS

AT&T asserts the following General Objections to each and every one of the requests, including any Definitions or Instructions associated therewith (collectively, the “Requests”). These General Objections are incorporated by reference into each Specific Response and Objection set forth by AT&T and are neither waived nor limited by any specific responses.

1. AT&T objects to the Definitions, Instructions, and Requests to the extent they impose burdens or obligations upon AT&T that are inconsistent with the Federal Rules of Civil Procedure, Local Rules of the United States District Court for the Northern District of Illinois, standing or other Orders of the Court in the Above-Captioned Action, or any other applicable rules (collectively, the “Applicable Rules”). AT&T will construe the Definitions, Instructions, and Requests in accordance with the Applicable Rules.

2. AT&T objects to the Definitions, Instructions, and Requests to the extent they do not describe with reasonable particularity each document or category of materials requested as required by Federal Rule of Civil Procedure 45.

3. AT&T objects to the Definitions, Instructions, and Requests to the extent they are vague and ambiguous, overly broad, unduly burdensome, and/or call for information that is not relevant to Plaintiffs’ claims.

4. AT&T objects to Plaintiffs’ Definitions, Instructions, and Requests to the extent they seek information or documents protected by the attorney-client privilege, the work product doctrine, or any other applicable privilege, exemption, doctrine, or immunity. Any inadvertent disclosure of such information shall not be deemed, nor shall it constitute, a waiver of any such

privilege or of any other ground for objecting to the discovery or admissibility of such material, its subject matter, or the information contained therein. Nor shall such disclosure constitute a waiver of AT&T's rights to object to the use of such information during this or any other proceeding.

5. AT&T objects to Instruction No. 8 concerning privilege logs to the extent it seeks to impose burdens or obligations on AT&T that exceed the requirements of Federal Rule of Civil Procedure 45(e)(2).

6. AT&T objects to the Definitions, Instructions, and Requests to the extent they seek confidential information, including, without limitation, information that is proprietary, commercially sensitive, competitively significant, or personal information related to AT&T, its affiliates, or its employees. AT&T also objects to the Requests to the extent they seek information that is subject to other protective orders, nondisclosure agreements, or other confidentiality obligations to a third party that restrict or prohibit disclosure of such information by AT&T. AT&T further objects to the Requests to the extent they require AT&T to provide information without regard to the limitations of an appropriate protective order sufficient to preserve the confidentiality of sensitive commercial, competitively significant, protected health, or personal information. AT&T will provide information in response to the Requests subject to the entry of an appropriate Protective Order in the Above-Captioned Action.

7. AT&T objects to Plaintiffs' Definitions, Instructions, and Requests to the extent they call for AT&T to provide information or documents not within AT&T's possession, custody, or control.

8. AT&T objects to Plaintiffs' Definitions, Instructions, and Requests to the extent they call for information that is available from a more convenient, more efficient, less burdensome,

or less expensive source than AT&T or through a more convenient, more efficient, less burdensome, or less expensive means than the Requests. AT&T objects to providing information that is publicly available, already in Plaintiffs' possession, custody, or control, or otherwise available from sources other than AT&T to which Plaintiffs also have access. Specifically, AT&T objects to the extent the Requests call for information that is available from Defendants. AT&T is not a party to the Above-Captioned Action. Plaintiffs have not brought claims or alleged any wrongdoing against AT&T. Accordingly, it is not appropriate to subpoena information from non-parties until it is clear the information would not be available from Defendants.³

9. AT&T objects to the Requests to the extent they seek (i) documents or Electronically Stored Information ("ESI") that cannot be located after a reasonably diligent search or that are not reasonably accessible; or (ii) ESI from sources that are not reasonably accessible because of undue burden, cost, or the transient nature of documents and information. Such ESI includes, but is not limited to, information located only in third-party mobile applications; instant messages; text messages; hard copy documents duplicative of electronic files; and/or other transitory or archived documents and information. Specifically, AT&T objects to Instructions Nos. 6 and 7, which seek to require AT&T to identify and detail missing or destroyed documents, as unduly burdensome and costly to AT&T, a non-party, and beyond the requirements of Federal Rule of Civil Procedure 45(e)(1)(D).

10. AT&T objects to the Requests to the extent they seek "all" documents, communications, data, or ESI as overly broad, unduly burdensome, and not proportional to the

³ *Ameritox, Ltd. v. Millennium Lab'ys, Inc.*, No. 12-7493, 2012 WL 6568226, at *3 (N.D. Ill. Dec. 14, 2012) ("non-parties [] are entitled to greater protection in the discovery process than parties in the litigation"); *see also Suture Express, Inc. v. Cardinal Health 200, LLC*, No. 14-04737, 2014 WL 6478077, at *4 (N.D. Ill. Nov. 18, 2014) (Rule 45 protects non-parties by mandating that courts quash subpoenas that subject the recipients to undue burden).

needs of the case.⁴ Such overbroad Requests are particularly inappropriate when directed to AT&T, a non-party to the Above-Captioned Action. For those Requests that AT&T agrees to respond to, AT&T will conduct a reasonable search for responsive, non-privileged information.

11. AT&T objects to the Requests to the extent they are unreasonably cumulative or duplicative.

12. AT&T specifically reserves all objections to the use of any responses herein in any subsequent proceeding, including the Above-Captioned Action or any other action. Those objections include, but are not limited to, those with respect to relevance, materiality, privilege, or admissibility of any evidence for trial.

13. AT&T specifically reserves its right to seek all costs and expenses, including attorneys' fees, incurred in responding to this Subpoena pursuant to Federal Rule of Civil Procedure 45(d)(2)(B)(ii).

14. AT&T objects to the Requests to the extent they are argumentative, lack foundation, assume the existence of facts that do not exist or the occurrence of events that did not take place, or incorporate allegations and assertions that are disputed or erroneous. In objecting and responding to the Requests, AT&T does not admit the correctness of any such assertions.

15. AT&T objects to Plaintiffs' form of production instructions to the extent they impose burdens or obligations on AT&T that exceed the requirements of Federal Rule of Civil Procedure 45(e).

16. AT&T objects to the Instructions to the extent that they are boilerplate, in violation of the Court's Case Procedures concerning Discovery, which provide that "[b]oilerplate

⁴ *In re Dealer Mgmt. Sys. Antitrust Litig.*, No. 18-0864, 2018 WL 6048262, at *2 (N.D. Ill. Nov. 19, 2018) ("To the extent CDK seeks 'all documents and communications; in a category or in response to a request for production, its requests are overbroad, burdensome, and not proportional to the needs of the case.'").

‘instructions’ shall not be used in ... document requests” and “may be regarded as surplusage and need not be considered in responding to ... document requests.” *Id.* This objection is incorporated by reference into each Specific Objection to the Instructions, and the Specific Objections to the Instructions neither waive nor limit this objection.

17. AT&T objects to the request for production of documents within thirty days as provided by Instruction No. 1. By agreement between Plaintiffs and AT&T, AT&T’s written responses to the Subpoena are due January 31, 2024. Accordingly, AT&T timely provides these General and Specific Responses and Objections. AT&T further objects to the request for documents as premature where there may be an interlocutory appeal on the Court’s denial of Defendants’ motion to dismiss, as the Subpoena may be moot if the reviewing court dismisses the Above-Captioned Action. AT&T will initiate rolling productions after discussion with Plaintiffs concerning the timing of discovery, including document productions by the Parties, and any interlocutory appeal. AT&T, as a non-party, objects to producing documents before the Parties’ productions are substantially complete.

18. AT&T objects to the “Relevant Time Period” provided in Instruction No. 13 as “January 1, 2010 to the present” as overly broad and unduly burdensome because it seeks production of documents covering more than thirteen years, which is not proportionate to the needs of the Above-Captioned Action and will not lead to the discovery of relevant information. Plaintiffs’ claims concern the impact of the Merger between Defendant T-Mobile and Sprint, which was consummated more than ten years later on April 1, 2020. As the Court has explained repeatedly in its rulings, “this case does not focus on the wisdom of the merger, but rather its consequences.” ECF No. 114 at 5; *see also* ECF No. 63 at 9 (“the focus should not be on the merger itself, or the prior litigation surrounding it, because this suit really arises from the alleged

anticompetitive conduct that took place afterward.”). Thus, only information generated after the date of the consummation of the Merger, April 1, 2020, is potentially relevant—especially with respect to AT&T, which is not a party to the Above-Captioned Action—and AT&T objects to Instruction No. 13’s request for information generated prior to April 1, 2020. AT&T further objects to the undefined term “present” as ambiguous and vague. AT&T will interpret “present” as November 20, 2023, the date the Subpoena was served. Consistent with the Court’s rulings and as limited by its Specific Responses and Objections to the Requests, AT&T agrees to conduct a reasonable search for non-privileged, responsive records from April 1, 2020 to November 20, 2023.

19. AT&T’s General and Specific Responses and Objections are based upon information now known. AT&T reserves the right to supplement, modify, amend, or change its responses and objections as it deems necessary and appropriate.

20. Any statement by AT&T that it will produce data or documents in response to any of the Requests is not an admission that such data or documents exist, but, rather, an agreement that AT&T will undertake a reasonable search for any responsive data or documents. To the extent AT&T responds that it will produce responsive data or documents, AT&T is agreeing to conduct a reasonable search for data or documents generated or edited after the date of the consummation of the Merger (April 1, 2020). AT&T will not, and undertakes no obligation to, create summaries of data or documents that do not already exist or are not kept in the normal course of business in response to any Request.

OBJECTIONS TO THE DEFINITIONS

AT&T objects to the Definitions to the extent they purport to extend beyond a reasonable scope and/or their natural meaning. AT&T will interpret the Requests reasonably and in good

faith in accordance with common English usage as supplemented by its understanding of the common meanings of terms in the wireless telecommunications industry.

1. AT&T objects to the Definition of “Affiliate MVNOs” as vague and ambiguous, overly broad, and unduly burdensome. AT&T further objects to this definition because it seeks information not within AT&T’s possession, custody, or control. AT&T is not a party to any commercial arrangements between “mobile virtual network operators” and “T-Mobile US, Inc.” or “Sprint Corporation mobile.” Thus, AT&T has no way of identifying entities “that provide service using leased facilities or leased capacity purchased from [T-Mobile or Sprint].” AT&T objects to the extent the definition incorporates other defined terms to which AT&T objects.

2. AT&T objects to the Definition of “AT&T” as vague and ambiguous, overly broad, and unduly burdensome to the extent it incorporates “parents and subsidiaries,” and to the extent it purports to impose a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45. AT&T responds to the Subpoena on behalf of AT&T Inc. and its relevant subsidiaries, and not on behalf of any parent entities, affiliates, or other corporations or separate legal entities, and not on behalf of any other individuals.

3. AT&T objects to the Definition of “CMA” as vague and ambiguous, overly broad, and unduly burdensome where “cellular market areas” is undefined. AT&T interprets the term to mean the cellular market areas determined by the Federal Communications Commission.

4. AT&T objects to the Definition of “Communication” as vague and ambiguous, overly broad, and unduly burdensome. AT&T further objects to the extent that oral or written communications of “any kind” purport to impose a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45. AT&T objects to the extent the definition incorporates other defined terms to which AT&T objects.

5. AT&T objects to the Definition of “Document” as vague and ambiguous, overly broad, and unduly burdensome and to the extent that it purports to impose a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45 because it encompasses “all” documents of “any sort,” and “all drafts of writings” and burdensome categories of documents, including but not limited to, “travel or expense records,” “logs of telephone calls,” “instant messages, text messages (SMS or other), electronic chats, Slacks (or similar programs)” “laboratory notebooks,” “sketches,” and “tape recordings.” AT&T objects to this definition to the extent it seeks documents outside of AT&T’s possession, custody, or control. AT&T objects to the extent the definition incorporates other defined terms to which AT&T objects.

6. AT&T objects to the Definition of “Electronically Stored Information” as vague and ambiguous, overly broad, and unduly burdensome. AT&T objects to this Definition to the extent it seeks to impose a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45, and to the extent it seeks burdensome categories of documents, including, but not limited to, “Slack (or similar program) or bulletin board programs,” “source code,” data stored on “floppy disks” or “microfiche,” and “personal digital assistant[s].” AT&T objects to the extent it seeks documents outside of AT&T’s possession, custody, or control. AT&T objects to the extent the definition incorporates other defined terms to which AT&T objects.

7. AT&T objects to the Definition of “Retail Mobile Wireless Market” as vague and ambiguous, overly broad, and unduly burdensome and to the extent it imposes a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45. AT&T further objects to this Definition on the ground that market definition is a complex legal term that calls for expert analysis, among other evidence. AT&T objects to the extent it incorporates other defined terms to which AT&T objects.

8. AT&T objects to the Definition of “Small business” as vague and ambiguous, overly broad, and unduly burdensome where “Retail Cell Service Market” and “enterprise plan” are undefined and to the extent it imposes a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45. AT&T also objects to the extent this definition calls for information outside the scope of the Above-Captioned Action.

9. AT&T objects to the Definition of “Subscriber” as vague and ambiguous, overly broad, and unduly burdensome where “all account holders” is undefined and to the extent it imposes a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45. AT&T objects to the extent it seeks documents outside of AT&T’s possession, custody, or control and purports to impose a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45. AT&T further objects to the definition of “Subscriber-level data” contained in the definition of “Subscriber” as vague and ambiguous, overly broad, and unduly burdensome and to the extent it imposes a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45. AT&T also objects to the Definition of “Subscriber” and the Requests to the extent they seek to include subscribers whose pricing is not at issue in the Above-Captioned Action.

10. AT&T objects to the Definition of “Subsidiary,” “affiliate,” and “joint venture” as vague and ambiguous, overly broad, and unduly burdensome and to the extent “any” entity or person purports to impose a burden on AT&T, a non-party, that is beyond the requirements of Federal Rule of Civil Procedure 45.

11. AT&T objects to the Definition of “The Transaction” as vague and ambiguous, overly broad, and unduly burdensome to the extent it states that “any requests that mention the merger should be broadly construed to encompass documents or ESI generated leading up to

proposal dating back to January 1, 2010.” AT&T will interpret “The Transaction” to refer to the merger of T-Mobile and Sprint consummated on April 1, 2020.

12. AT&T objects to the Definition of “You” or “Your” as vague and ambiguous, overly broad, and unduly burdensome. AT&T further objects to this Definition to the extent it includes AT&T’s attorneys on the grounds this would violate the attorney-client privilege and work product doctrine. AT&T further objects to this Definition on the ground that AT&T has no reasonable basis for determining the identity of “any persons . . . purporting to act on behalf” of AT&T. AT&T objects to the extent the definition incorporates other defined terms to which AT&T objects. AT&T interprets the term to refer only to AT&T Inc. and its relevant subsidiaries.

SPECIFIC RESPONSES AND OBJECTIONS

Governmental Proceedings and Litigation

Request for Production No. 1:

All documents and ESI produced to, submitted to, seized by, or received from the DOJ, the FCC, the FTC, or any other governmental, Congressional, administrative, regulatory or investigative body of the United States, District of Columbia, or any state of the United States concerning the Transaction, including but not limited to:

- a. all civil investigative demands, Second Requests, subpoenas and requests for documents You have received from the United States Department of Justice or any governmental, Congressional, administrative, regulatory or investigative body of the United States, District of Columbia, or any state of the United States concerning the Transaction;
- b. all position papers, white papers, prepared remarks (including any drafts of such papers or remarks), and associated backup data and code given, submitted or presented or intended to be given, submitted or presented to any governmental body;
- c. all documents and ESI related to approval of the Transaction by the Federal Communications Commission;
- d. all documents related to approval of the Transaction by the CPUC;
- e. all transcripts, notes summaries, and recordings of oral testimony created in connection with any federal or state regulatory review of the Transaction, whether

or not procured by Civil Investigative Demand, Second Request or other compulsory process; or

- f. all communications between You and any governmental body regarding the Transaction, including without limitation, documents concerning search methodologies for custodial and non-custodial sources and documents concerning or constituting Your narrative responses to interrogatories or questions posed by the United States Department of Justice or any governmental, Congressional, administrative, regulatory or investigative body of the United States, District of Columbia, or any state of the United States concerning the Transaction.

Response to Request for Production No. 1:

AT&T objects to this Request for all “documents and ESI produced to, submitted to, seized by, or received from” various government entities over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. AT&T was not a party to the Merger, and it is not a party to Above-Captioned Action. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning “the merger itself, or the prior litigation surrounding it,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving its objections, AT&T responds that it possesses no documents responsive to Request No. 1 generated after the consummation of the Merger (April 1, 2020).

Request for Production No. 2:

All documents and ESI produced by You in the States’ Pre-Merger Case, including but not limited to documents and ESI produced by You during any pre-filing investigation.

Response to Request for Production No. 2:

AT&T objects to this Request for all “documents and ESI produced by You in the States’ Pre-Merger Case” over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. AT&T was not a party to the Merger, it was not a party in the “States’ Pre-Merger Case,” and it is not a party to the Above-Captioned Action. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning “the merger itself, or the prior litigation surrounding it,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving its objections, AT&T responds that it possesses no documents responsive to Request No. 2 generated after the consummation of the Merger (April 1, 2020).

Request for Production No. 3:

Beginning in January 2010, all documents and ESI submitted to, or seized by, the DOJ, the FCC, the FTC, or any other governmental, Congressional, administrative, or regulatory body of the United States, the District of Columbia, or any state of the United States concerning potential and attempted mergers between AT&T, Sprint, and/or T-Mobile, as well as any communications related to these potential mergers, including:

- a. internal communications, including internal communications within Sprint; and
- b. communications with third-parties, including but not limited to AT&T, Deutsche Telekom AG, and Softbank.

Response to Request for Production No. 3:

AT&T objects to this Request for all “documents and ESI submitted to, or seized by” various government entities over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger between Defendant T-Mobile and Sprint. AT&T was not a party to the Merger, and it is not a party to the Above-Captioned Action. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning “the merger itself, or the prior litigation surrounding it,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T further objects to this Request for information concerning AT&T’s “potential and attempted mergers” as improper, irrelevant, and beyond the scope of the Above-Captioned Action where any merger, let alone potential merger, of AT&T is not at issue. AT&T further objects to the phrase “potential mergers between AT&T, Sprint, and/or T-Mobile” as vague and ambiguous where there have been no “potential and attempted mergers” involving the three companies together. AT&T further objects to this Request for AT&T’s “internal communications within Sprint” as vague, ambiguous, and seeking information or documents not within AT&T’s possession, custody, or control where AT&T cannot have “internal communications” with Sprint. AT&T further objects to this Request for AT&T’s “communications with third-parties, including but not limited to AT&T” as vague, ambiguous, and seeking information or documents not within AT&T’s possession, custody, or control where AT&T cannot not have external communications with itself. AT&T further objects to this Request for AT&T’s “communications with third-parties, including but not limited ... Deutsche Telekom AG, and Softbank” as vague and ambiguous where AT&T is not a party to the Above-Captioned

Action, DT is a Defendant, and Softbank was a Defendant. AT&T will not produce documents in response to Request No. 3.

Request for Production No. 4:

All communications relating to the Transaction, including the DOJ Consent Decree and the States' Pre-Merger Case, between AT&T and any employee, executive, director, or representative of any of the following since January 1, 2010:

- a. the DOJ;
- b. the FCC; or
- c. any state law enforcement or regulatory authority, including but not limited to:
 - i. the CPUC; or
 - ii. the office of the Attorney General for the State of California, the State of Colorado, the State of Michigan, the State of Maryland, the State of Connecticut, the State of Minnesota, the State of Mississippi, the State of New York, the State of Nevada, the State of Hawaii, the State of Illinois, the State of Oregon, the Commonwealth of Pennsylvania, the State of Texas, the Commonwealth of Virginia, the State of Wisconsin, the Commonwealth of Massachusetts, or the District of Columbia.

Response to Request for Production No. 4:

AT&T objects to this Request for all "communications relating to the Transaction" over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs' claims concern the Merger's impact on the wireless telecommunications industry. As drafted, this Request calls for "all Communications" related to the transaction in any way, regardless of whether those communications are relevant to Plaintiffs' claims in the Above-Captioned Action. AT&T was not a party to the Merger, the States' Pre-Merger Case, or the DOJ Consent Decree, and it is not a party to the Above-Captioned Action. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the

Merger (April 1, 2020) and information concerning “the merger itself, or the prior litigation surrounding it,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T is willing to meet and confer with Plaintiffs regarding Request No. 4.

Request for Production No. 5:

All documents and ESI submitted to or received from, and communications with, the monitoring trustee appointed January 13, 2020 to oversee the DOJ Consent Decree, or any individual working for that trustee, including any communications relating to the Transaction, even those that predate the appointment of the trustee.

Response to Request for Production No. 5:

AT&T objects to this Request for all “documents and ESI submitted to or received from, and communications with, the monitoring trustee” as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. AT&T was not a party to the Merger or the DOJ Consent Decree, and it is not a party to the Above-Captioned Action. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning “the merger itself, or the prior litigation surrounding it,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T further objects to this Request to the extent it seeks information or documents not within AT&T’s possession, custody, or control.

Subject to and without waiving its objections, AT&T responds that to the best of its knowledge, it does not possess any documents responsive to Request No. 5.

Third-Party Access to the Company's Network

Request for Production No. 6:

All communications, slide decks, reports, memos, and any other kind of document regarding, related to, planning, or responding to the planned shutdown of Sprint's 3G CDMA network and Sprint's LTE network.

Response to Request for Production No. 6:

AT&T objects to this Request for all "communications, slide decks, reports, memos, and any other kind of document" relating to the shutdown of Sprint's networks as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T has never owned, maintained, or operated any of Sprint's networks. As drafted, this Request calls for "all" documents regarding the planned shutdown of Sprint's 3G CDMA and LTE network, no matter how ministerial or minor and regardless of whether the document has any relevance to Plaintiffs' claims. AT&T objects to this Request to the extent it seeks information or documents not within AT&T's possession, custody, or control such as "planning" the "shutdown" of Sprint's networks. Such documents can and should be requested from Defendants, not non-party AT&T. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning "the merger itself," rather than "conduct that took place afterward" (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 6.

Request for Production No. 7:

All communications with DISH since January 1, 2018, relating to any of the following:

- a. the Transaction, including the DOJ Consent Decree and the States' Pre-Merger Case;

- b. any aspect of DISH or DISH's retail wireless customers' access to T-Mobile's wireless communications network, including but not limited to pricing, utilization, download speeds, coverage, and planned 3G network shutdown;
- c. any of the terms of the MNSA, including any subsequent amendments, even if "Master Network Services Agreement" or "MNSA" does not appear in the communication; or
- d. any proposed or adopted revision to the MSNA [sic], even if "Master Network Services Agreement" or "MNSA" does not appear in the communication, including negotiations over amendments to these terms. All communications should be included, whether or not they resulted in an amendment.

Response to Request for Production No. 7:

AT&T objects to this Request for all "communications with DISH" over more than five years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs' claims concern the Merger's impact on the wireless telecommunications industry. AT&T is not a party to the Master Network Services Agreement, did not negotiate its terms, and is not bound by its obligations. AT&T objects to this Request to the extent it seeks information or documents not within AT&T's possession, custody, or control relating to an agreement to which AT&T was not a party. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning "the merger itself, or the prior litigation surrounding it," rather than "conduct that took place afterward" (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 7.

Request for Production No. 8:

All communications with any affiliate MVNO relating to any of the following:

- a. network speed, reliability, or disruptions;
- b. details of business arrangement, including but not limited to spectrum license or consumer pricing;

- c. network rollout, including 4G and 5G rollout; or
- d. the Transaction.

Response to Request for Production No. 8:

AT&T objects to this Request for all “communications with any affiliate MVNO” over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. AT&T objects to Plaintiffs’ definition of “Affiliate MVNOs” as “any mobile virtual network operators that provide service using leased facilities or leased capacity purchased from the **T-Mobile US, Inc. or Sprint Corporation** mobile networks” (emphasis added) because AT&T is not a party to any commercial arrangements between “mobile virtual network operators” and T-Mobile or Sprint, and has no way of identifying entities “that provide service using leased facilities or leased capacity purchased from [T-Mobile or Sprint].” AT&T further objects to this Request to the extent it seeks information or documents not within AT&T’s possession, custody, or control, including information or documents related to communications between “mobile virtual network operators” and T-Mobile or Sprint, including “details of [their] business arrangements.” Such information can be requested from T-Mobile. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning “the merger itself,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 8.

AT&T's Network

Request for Production No. 9:

All documents, ESI, and communications related to spectrum auctions or spectrum purchases, or spectrum acquisition.

Response to Request for Production No. 9:

AT&T objects to this Request for all “documents, ESI, and communications” related to spectrum purchases over more than thirteen years as overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. As drafted, this Request calls for “all” documents related to “spectrum auctions,” “purchases,” or “acquisition,” no matter how ministerial, technical, minor, and regardless of whether such documents are publicly available or relevant to Plaintiffs’ claims. AT&T objects to the undefined terms “spectrum auctions,” “spectrum purchases,” and “spectrum acquisition” as vague and ambiguous. AT&T was not a party to the Merger, and it is not a party to the Above-Captioned Action. AT&T objects to this Request to the extent it seeks information concerning AT&T’s own “spectrum” and AT&T’s own “spectrum” “purchases,” “acquisition,” and “auctions,” which are not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 9.

Request for Production No. 10:

All internal assessments since January 1, 2016 related to 5G, including but not limited to 5G investment, rollout, maintenance, performance, consumer purchases, enterprise purchases, promotion, or competition, either internally or between You and any employee, executive, or representative of any of the following:

- a. Deutsche Telekom AG;
- b. Softbank;
- c. Verizon;
- d. affiliate MVNOs, including DISH; or
- e. any regulator, including the FCC, the DOJ, the FTC, the CPUC, or any other federal, state or local regulator.

Response to Request for Production No. 10:

AT&T objects to this Request for all “internal assessments since January 1, 2016 related to 5G” as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. AT&T was not a party to the Merger, and it is not a party to the Above-Captioned Action. AT&T objects to Plaintiffs’ definition of “Affiliate MVNOs” as “any mobile virtual network operators that provide service using leased facilities or leased capacity purchased from the **T-Mobile US, Inc. or Sprint Corporation** mobile networks” (emphasis added) because AT&T is not a party to any commercial arrangements between “mobile virtual network operators” and T-Mobile or Sprint, so AT&T has no way of identifying entities “that provide service using leased facilities or leased capacity purchased from [T-Mobile or Sprint].” AT&T objects to this Request to the extent it seeks information or documents not within AT&Ts’ possession, custody, or control, such as assessments between T-Mobile or Sprint and their affiliate MVNOs “related to 5G.” AT&T objects to the undefined term “5G” as vague and ambiguous. AT&T objects to this Request to the extent it seeks information concerning its own 5G network, capabilities, and management, which are not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of

the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 10.

Request for Production No. 11:

All documents and ESI since January 1, 2017 related to 5G, including but not limited to 5G investment, rollout, maintenance, performance, consumer purchases, enterprise purchases, promotion, or competition.

Response to Request for Production No. 11:

AT&T objects to this Request for all “documents and ESI since January 1, 2017 related to 5G” as overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. As drafted, this Request calls for “all” documents at AT&T related in any way to 5G, no matter how ministerial, minor, and technical, regardless of whether such documents are publicly available or relevant to Plaintiffs’ claims. AT&T objects to the undefined term “5G” as vague and ambiguous. AT&T objects to this Request to the extent it seeks information concerning its 5G network, which is not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T objects to this Request to the extent it seeks information concerning its own 5G network, capabilities, and management, which are not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 11.

Request for Production No. 12:

All documents and ESI since January 1, 2017 related to the cost of providing service, including the cost of 5G rollout, as well as all internal models that analyze cost.

Response to Request for Production No. 12:

AT&T objects to this Request for all “documents and ESI since January 1, 2017 related to the cost of providing service” as overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. AT&T also objects to this Request as vague and ambiguous where “cost of providing service” and “5G” are not defined. As drafted, this Request could be construed to call for production of all documents related to any “cost” AT&T faced over a more than seven-year period, regardless of whether those documents are relevant to Plaintiffs’ claims. AT&T’s “cost of providing service” and “5G rollout” are not at issue in the Above-Captioned Action and, thus, improper and irrelevant. AT&T objects to this Request to the extent it seeks documents that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T is willing to meet and confer with Plaintiffs regarding Request No. 12.

Merger and Market Analysis

Request for Production No. 13:

All documents and ESI related to competition in the retail mobile wireless market, including but not limited to retail mobile wireless pricing, quality adjusted pricing, market share, the effect of the Transaction, innovations in plan introductions, discounting, sales, network

coverage, network speed, network investment, or spectrum purchases, or competitive intelligence documents or SWOT analysis.

Response to Request for Production No. 13:

AT&T objects to this Request for all “documents and ESI related to competition in the retail mobile wireless market” over more than thirteen years as overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T also objects to this Request as vague and ambiguous where “competition,” “retail mobile wireless pricing,” “quality adjusted pricing,” “market share,” “innovations in plan introductions,” “discounting,” “sales,” “network coverage,” “network speed,” “network investment,” “spectrum purchases,” “competitive intelligence,” and “SWOT analysis” are not defined. AT&T objects to this Request to the extent it seeks documents that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T will make a reasonable effort to search for and produce non-privileged records sufficient to show AT&T’s retail pricing after April 1, 2020.

Request for Production No. 14:

All documents and ESI concerning, analyzing or discussing the Transaction, including its presumed, anticipated, likely, or actual effects on competition for retail mobile wireless service, including, without limitation, the Transaction’s presumed, anticipated likely, or actual effects on pricing, spectrum acquisition, rollout rates, quality of service, prices charged to MVNOs for network access, or any provider’s market share.

Response to Request for Production No. 14:

AT&T objects to this Request for “all documents and ESI” “concerning, analyzing or discussing the Transaction” as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T was not a party to the Merger, and it is not a party to the Above-Captioned Action. AT&T objects to Plaintiffs’ definition of “Affiliate MVNOs” as “any mobile virtual network operators that provide service using leased facilities or leased capacity purchased from the **T-Mobile US, Inc. or Sprint Corporation** mobile networks” (emphasis added) because AT&T is not a party to any commercial arrangements between “mobile virtual network operators” and T-Mobile or Sprint, so AT&T has no way of identifying entities “that provide service using leased facilities or leased capacity purchased from [T-Mobile or Sprint].” AT&T objects to the undefined term “retail mobile wireless service” as vague and ambiguous. AT&T objects to this Request to the extent it seeks information or documents not within AT&T’s possession, custody, or control, such as communications between and among mobile virtual network operators and wireless carriers other than AT&T, such as T-Mobile or Sprint. AT&T objects to this Request to the extent it seeks information concerning “prices charged to MVNOs,” which is not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T objects to this Request to the extent it seeks documents that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning “the merger itself, or the prior litigation surrounding it,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T will make a reasonable effort to search for and produce non-privileged records sufficient to show AT&T's retail pricing after April 1, 2020.

Request for Production No. 15:

All documents and ESI concerning Your pricing of retail mobile wireless service.

Response to Request for Production No. 15:

AT&T objects to this Request for "all documents and ESI concerning Your pricing" over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to the undefined term "retail mobile wireless service" as vague and ambiguous. AT&T objects to this Request to the extent it seeks documents that are not kept or maintained in the normal course of AT&T's business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning "the merger itself, or the prior litigation surrounding it," rather than "conduct that took place afterward" (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T will make a reasonable effort to search for and produce non-privileged records sufficient to show AT&T's retail pricing after April 1, 2020.

Request for Production No. 16:

All documents and ESI concerning providing service for MVNOs, including pricing and other contract revisions.

Response to Request for Production No. 16:

AT&T objects to this Request for all “documents and ESI concerning providing service for MVNOs” over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to the undefined terms “MVNOs” and “providing service” as vague, ambiguous, and overbroad. AT&T objects to this Request to the extent it seeks information or documents not within AT&T’s possession, custody, or control, such as communications between mobile virtual network operators and T-Mobile or communications regarding Sprint’s provision of services to mobile virtual network operators. AT&T objects to this Request to the extent it seeks information concerning AT&T “providing service for MVNOs,” which is not at issue in, and beyond the scope of, the Above-Captioned Action and, thus, improper and irrelevant. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 16.

Request for Production No. 17:

All communications with Verizon, Sprint, T-Mobile, or any MVNOs since January 1, 2017, or between T-Mobile and Sprint prior to April 1, 2020, relating to any of the following:

- a. the Transaction;
- b. retail mobile wireless plan pricing, including discounting;
- c. spectrum acquisition;
- d. rollout rates of services over time and region, including rollout of 5G;
- e. quality of service, including download/upload speed, latency, and packet loss;

- f. prices charged to MVNOs for network access;
- g. retail mobile wireless plan subscriber numbers, usage levels, and churn rates; or
- h. joint technology investment or operations efforts with either company relating to mobile wireless telecommunications.

Response to Request for Production No. 17:

AT&T objects to this Request for all “communications with Verizon, Sprint, T-Mobile, or any MVNOs” or “between T-Mobile and Sprint” as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to the undefined term “MVNO” as vague and ambiguous. AT&T objects to this Request to the extent it seeks information or documents not within AT&T’s possession, custody, or control, such as communications “between T-Mobile and Sprint.” AT&T further objects to this Request as beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T objects to this Request to the extent it seeks information concerning “prices charged to MVNOs,” which is not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T also objects to the extent this Request seeks materials protected by joint defense or common interest privilege, or any other applicable privilege, protection, or immunity. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020) and information concerning “the merger itself,” rather than “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 17.

Request for Production No. 18:

All documents, including agendas, minutes, notes, or memoranda, of any industry trade association meeting pertaining to wireless mobile telecommunications services.

Response to Request for Production No. 18:

AT&T objects to this Request for all “documents ... of any industry trade association meeting” over more than thirteen years as vague and ambiguous where “industry trade association meeting” is not defined, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T’s participation in any “industry trade association” is not at issue in the Above-Captioned Action and, thus, this Request is improper and irrelevant. AT&T also objects to the undefined term “wireless mobile telecommunications services” as vague and ambiguous. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 18.

Request for Production No. 19:

All documents concerning trends or analysis of customer complaints or customer satisfaction either specific to Your wireless mobile telecommunications services subscribers or market wide.

Response to Request for Production No. 19:

AT&T objects to this Request for all “documents concerning trends or analysis of customer complaints or customer satisfaction” over more than thirteen years as overly broad, unduly burdensome, and not proportional to the needs of the Above-Captioned Action. AT&T also objects to the undefined terms “customer complaints or customer satisfaction” and “wireless mobile telecommunications services” as vague and ambiguous. AT&T’s “customer complaints or customer satisfaction” are beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T also objects to this Request on the ground that it calls for documents and

information not in AT&T's possession, custody, or control, or that can be more easily obtained from Defendants or other non-parties. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning "conduct that took place afterward" (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 19.

Network, Coverage, and Retail Plan Information

Request for Production No. 20:

All documents related to the practice of bundling of phones and/or other devices with service, including SMS messaging, data plans, phone minutes, etc.

Response to Request for Production No. 20:

AT&T objects to this Request for all "documents related to the practice of bundling" over more than thirteen years as vague and ambiguous where "bundling" is not defined, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs' claims concern the Merger's impact on the wireless telecommunications industry. AT&T objects to this Request that seeks information concerning its "bundling," which is not at issue in, and beyond the scope of, the Above-Captioned Action and, thus, improper and irrelevant. AT&T objects to this Request to the extent it seeks documents that are not kept or maintained in the normal course of AT&T's business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning "conduct that took place afterward" (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T will make a reasonable effort to search for and produce non-privileged records sufficient to show AT&T's retail pricing after April 1, 2020.

Request for Production No. 21:

Monthly subscriber-level plan data (in machine-readable format such as *.csv, *.txt, .xls, .xlsx, .ods, or other native flat file format) on all of Your U.S. retail mobile plan subscribers, including individuals and small businesses, between 2010 to present. This data should include, by subscriber:

- a. Subscriber name
- b. date of most recent contract initiation;
- c. all contract renewal dates;
- d. original contract price, broken into original monthly price and original monthly data allowance;
- e. all other discounts, promotional benefits, or other benefits received by subscriber, including but not limited to free or discounted phones (specify model and brand of phone, where applicable);
- f. original contract features and plan characteristics, including but not limited to contract type (*e.g.*, pre-paid/post-paid), high speed data access, terms of 5G data access, and any entertainment access;
- g. current monthly payment, data allowance, and, where applicable, autopay discount;
- h. current monthly data usage, including time and amount of data use on 3G, 4G, and 5G networks and measures of data upload and download speeds, latency, and packet loss;
- i. current month measures of cost of providing the subscriber service;
- j. current contract terms, including but not limited to contract type (*e.g.*, pre-paid/post-paid), high speed data access, terms of 5G data access, any entertainment access;
- k. any fees, including but not limited to late payment or data overage fees, charged this month;
- l. current number of lines;
- m. last month's data usage by line;

- n. current phone model for each line, for each subscriber;
- o. current residential zip code and CMA;
- p. subscriber age; and
- q. an indicator for whether the subscriber has terminated the contract in the present month.

Response to Request for Production No. 21:

AT&T objects to this Request for “[m]onthly subscriber-level plan data ... on all of Your U.S. retail mobile plan subscribers” over more than thirteen years as overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T also objects to the term “subscriber-level plan data” as vague and ambiguous. AT&T objects to this Request to the extent it seeks documents and data that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information relating to subscribers whose pricing is not at issue in the Above-Captioned Action, and information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T is willing to meet and confer with Plaintiffs regarding Request No. 21.

Request for Production No. 22:

Monthly U.S. census-block level data (in a native flat file format such as *.csv, .txt, .xls, .xlsx, .ods, or as a collection of flat files, or alternatively, as code sufficient to create machine-readable files from the data) from 2010 to present. Alternatively, please produce the most finely-disaggregated responsive data available to You. Please include, by census block identifier:

- a. total number of subscribers;

- b. indicators showing all wireless coverage availability during the current month, including but not limited to 2G, 3G, 4G, 4G LTE, 5G Extended Range, 5G Ultra Capacity, and Partner coverage;
- c. for each type of available wireless coverage in b), mean and median download speed, upload speed, and latency for this month;
- d. number of outages or other service problems this month;
- e. current month measures of cost of providing the subscriber service; and
- f. customer churn rates (*i.e.*, customer retention rates).

Response to Request for Production No. 22:

AT&T objects to this Request for “[m]onthly U.S. census-block level data” over more than thirteen years as overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action where Plaintiffs’ claims concern the Merger’s impact on the wireless telecommunications industry. AT&T objects to this Request to the extent it seeks documents and data that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information relating to subscribers whose pricing is not at issue in the Above-Captioned Action, and information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T is willing to meet and confer with Plaintiffs regarding Request No. 22.

Request for Production No. 23:

All documents concerning all data, inputs, metrics, and results from any internal network speed test run since January 1, 2010.

Response to Request for Production No. 23:

AT&T objects to this Request for all “documents concerning all data, inputs, metrics, and results from any internal network speed test run” over more than thirteen years as overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T also objects to the term “internal network speed test” as vague and ambiguous. AT&T objects to this Request to the extent it seeks information concerning its “internal network speed test[s],” which are not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T objects to this Request to the extent it seeks documents and data that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 23.

Request for Production No. 24:

All Documents concerning all of Your retail mobile wireless plans that have been available any time between 2011 and the present, including, for each plan:

- a. all names, abbreviations, numeric IDs, or shorthand descriptions associated with the plan, both public and internal;
- b. date the Company first began developing the plan;
- c. date the plan first became available to consumers;
- d. date when the Company stopped offering the plan;
- e. all terms of the plan, including but not limited to monthly data caps, monthly payment, fees, any included entertainment plans, network type, and coverage, and other network quality attributes such as download/upload speed, latency, and packet loss;
- f. number of existing and new subscribers for each plan by CMA and month;

- g. current month measures of cost of providing the subscriber service for each plan; and
- h. information on all promotions and discounts ever associated with the plan, including, for each promotion or discount:
 - i. the dates that the promotion or discount became available or unavailable to consumers and ended since January 1, 2010;
 - ii. all promotional material associated with the promotion or discount, including but not limited to print ads, video advertisements, and mailings to prospective consumers; and
 - iii. the terms of the promotion or discount, including but not limited to the duration, details about changes to plan pricing, changes to payment schedule, changes to available data, and changes to fees.

Response to Request for Production No. 24:

AT&T objects to this Request for all “[d]ocuments concerning all of Your retail mobile wireless plans” over more than thirteen years as overly broad, unduly burdensome, and not proportional to the needs of the Above-Captioned Action. AT&T also objects to the undefined term “retail mobile wireless plans” as vague and ambiguous. AT&T objects to providing information that is publicly available. AT&T also objects to this Request to the extent it seeks irrelevant information, including, but not limited to, advertisements and promotional material associated with plan promotions or discounts. AT&T objects to this Request to the extent it seeks documents and data that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T will make a reasonable effort to search for and produce non-privileged records sufficient to show available information regarding AT&T's wireless plans offered after April 1, 2020.

Request for Production No. 25:

Each database or data set used or maintained by the Company relating to retail mobile wireless subscriptions at any time after January 2010, that contains information relating to each subscriber's:

- a. demographics, including but not limited to zip code, CMA, and age;
- b. subscription history, including the start date, end date, and plan name of all plans the subscriber has purchased, including plans from Sprint, T-Mobile, or the merged entity; or
- c. for each subscription the subscriber has purchased:
 - i. original contract terms, including but not limited to original contract price and original monthly data allowance;
 - ii. original contract features, including but not limited to high speed data access, terms of 5G data access, other quality attributes such as download/upload speed, latency, and packet loss, and any entertainment access;
 - iii. number of lines;
 - iv. the terms of all discounts, promotional benefits, or other benefits received by subscriber, including but not limited to free or discounted phones (specify model and brand of phone);
 - v. at the monthly level, the current phone model for each line, for each subscriber, including whether that model is 4K-enabled;
 - vi. at the monthly level, all monthly payments, fees, and discounts;
 - vii. at the monthly level, total data usage by line, and mean and mean upload, download, and latency speed by line;
 - viii. at the monthly level, by each line, total data usage by network (*e.g.*, data used on 3G, data used on LTE, and data used on 5G); or
 - ix. the date(s) and details of any plan price or other term changes.

Response to Request for Production No. 25:

AT&T objects to this Request for “database or data set used or maintained by the Company relating to retail mobile wireless subscriptions” over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T was not a party to the Merger, and it is not a party to the Above-Captioned Action. AT&T objects to this Request to the extent that it seeks information from the “Company,” which Plaintiffs define as “the present-day, merged entity T-Mobile US, Inc., as well as both the pre-Merger entities T-Mobile US, Inc. and Sprint Corporation.” AT&T objects to the undefined terms “database or data set” as vague and ambiguous. AT&T objects to this Request to the extent it seeks information or documents not within AT&T’s possession, custody, or control, including, but not limited to, databases or data sets “used or maintained by” the “Company” and “plans from Sprint, T-Mobile, or the merged entity.” AT&T objects to this Request to the extent it seeks documents that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5).

Subject to and without waiving these and its general objections, AT&T is willing to meet and confer with Plaintiffs regarding Request No. 25.

Corporate Structure and Policies

Request for Production to 26:

Organization charts sufficient to identify:

- a. individuals who act as custodians of business records and other information for You, such as all persons responsible for ESI management, organization, retention, preservation, and destruction of ESI;
- b. all of Your internal information services or information technology departments; and
- c. all individuals who are responsible for creating back-ups for archiving email messages.

Response to Request for Production No. 26:

AT&T objects to this Request for “organization charts” related to electronic systems management over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules and, thus, improper and irrelevant.⁵ AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 26.

⁵ *See Gross v. Chapman*, No. 19-2743, 2020 WL 4336062, at *2 (N.D. Ill. Jul. 28, 2020) (“[T]here should be no discovery on discovery, absent an agreement between the parties, or specific, tangible, evidence-based indicia (versus general allegations of deficiencies or mere ‘speculation’) of a material failure by the responding party to meet its obligations” (quoting The Sedona Conference, *The Sedona Principles, Third Edition: Best Practices, Recommendations & Principles for Addressing Electronic Document Production*, 19 Sedona Conf. J. 1 (2018))); *see also Hansen v. Country Mut. Ins. Co.*, No. 18-0244, 2021 WL 12101904, at *3 (N.D. Ill. May 14, 2021) (noting the standard for obtaining discovery on discovery is “exacting”).

Data Custodians and Access

Request for Production No. 27:

Documents sufficient to show those persons most knowledgeable about the Company's data storage, dataset creation, data cleaning, and data maintenance, including each database or data set responsive to this request.

Response to Request for Production No. 27:

AT&T objects to this Request for "[d]ocuments sufficient to show those persons most knowledgeable about the Company's data" over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules and, thus, improper and irrelevant.⁶ AT&T objects to the undefined terms "dataset," "database" and "data set" as vague and ambiguous. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning "conduct that took place afterward" (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 27.

Request for Production No. 28:

Documents sufficient to explain the meaning of the data responsive to any of these requests, including all record layouts [sic], data dictionaries, field codes, and other codes or descriptions.

Response to Request for Production No. 28:

AT&T objects to this Request for "[d]ocuments sufficient to explain the meaning of the data responsive to any of these requests" over more than thirteen years as vague and ambiguous,

⁶ See *Gross*, 2020 WL 4336062, at *2; *Hansen*, 2021 WL 12101904, at *3.

overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T was not a party to the Merger, and it is not a party to the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules and, thus, improper and irrelevant. AT&T objects to the undefined term “data dictionary” as vague and ambiguous.

Subject to and without waiving these and its general objections, to the extent AT&T produces data in response to the Requests, AT&T will make a reasonable effort to search for and produce non-privileged materials sufficient to explain the significance of the fields of the produced data, to the extent such materials exist.

Request for Production No. 29:

Documents sufficient to show how to operate or run any of the programs maintained on the computer-related equipment or system utilized by You to maintain data responsive to any of these requests, including whether any such data can be produced within a machine-readable format such as *.csv, *.txt, .xls, .xlsx, .ods, or other native flat file format.

Response to Request for Production No. 29:

AT&T objects to this Request for “[d]ocuments sufficient to show how to operate or run any of the programs maintained on the computer-related equipment or system utilized by You to maintain data responsive to any of these requests” over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules and, thus, improper and irrelevant.⁷ AT&T further objects to this Request as improper, irrelevant, and beyond the

⁷ *Id.*

scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 29.

Document Retention and Control

Request for Production No. 30:

Documents that reflect or describe Your policies, procedures, and guidelines for Your company’s use or retention of email, instant messages, or other forms of electronic communications.

Response to Request for Production No. 30:

AT&T objects to this Request for “[d]ocuments that reflect or describe Your policies, procedures, and guidelines for Your company’s use or retention” over more than thirteen years as irrelevant, vague and ambiguous, overly broad, unduly burdensome, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules and, thus, improper and irrelevant.⁸ AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 30.

Request for Production No. 31:

Documents that reflect or describe Your policies, procedures, and guidelines for the provision or funding of mobile phones or mobile services to Your employees.

⁸ *Id.*

Response to Request for Production No. 31:

AT&T objects to this Request for “[d]ocuments that reflect or describe Your policies, procedures, and guidelines for the provision or funding of mobile phones or mobile services to Your employees” over more than thirteen years as irrelevant, vague and ambiguous, overly broad, unduly burdensome, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules.⁹ AT&T objects to this Request to the extent it seeks information concerning its “provision or funding of mobile phones” to its employees, which is not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 31.

Request for Production No. 32:

Documents that reflect or describe Your document retention policies and any litigation hold implemented in connection with this litigation, including the date that any litigation hold was implemented.

Response to Request for Production No. 32:

AT&T objects to this Request for “Your document retention policies and any litigation hold” as irrelevant, vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to the extent this Request calls for information protected

⁹ *Id.*

by attorney-client privilege or the attorney work product doctrine. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules and, thus, improper and irrelevant.¹⁰ AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 32.

Request for Production No. 33:

All documents referring to the concealment, destruction, or spoliation of any documents that are responsive to any of these document requests.

Response to Request for Production No. 33:

AT&T objects to this Request for all “documents referring to the concealment, destruction, or spoliation of any documents that are responsive to any of these document requests” as irrelevant, vague and ambiguous, overly broad, unduly burdensome, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules and, thus, improper and irrelevant.¹¹ AT&T also objects to this Request to the extent it implies that AT&T has engaged in any discovery misconduct. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF

¹⁰ *Id.*

¹¹ *Id.*

No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 33.

Request for Production No. 34:

All documents reflecting or describing policies or practices regarding employee or contractor use of personal devices not owned or controlled by the Company to create, receive, store, or send work-related documents or communications and any technical controls to limit such use.

Response to Request for Production No. 34:

AT&T objects to this Request for all “documents reflecting or describing policies [*sic*] or practices regarding employee or contractor use of personal devices” over more than thirteen years as irrelevant, vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks discovery on discovery, which is beyond the scope of the Above-Captioned Action and beyond the requirements of the Applicable Rules.¹² AT&T objects to this Request that seeks information concerning its “policies [*sic*] or practices” for its employees and contractors’ personal phones, which are not at issue in and beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T will not produce documents in response to Request No. 34.

¹² *Id.*

Plaintiffs and the Present Action

Request for Production No. 35:

All documents provided to, transmitted to, received from, or concerning Plaintiffs.

Response to Request for Production No. 35:

AT&T objects to this Request for all “documents provided to, transmitted to, received from, or concerning Plaintiffs” over more than thirteen years as vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent it seeks information that is in the possession, custody, or control of Plaintiffs, including “all documents “provided to, transmitted to, [or] received from ... Plaintiffs.” AT&T objects to this Request to the extent it seeks documents that are not kept or maintained in the normal course of AT&T’s business. AT&T further objects to this Request to the extent it seeks information or documents not within AT&T’s possession, custody, or control, including concerning Plaintiffs Johnna Fox, Robert Anderson, and Chad Hohenbery who are not alleged to be AT&T customers. AT&T further objects to this Request as improper, irrelevant, and beyond the scope of the Above-Captioned Action to the extent it seeks information from before the consummation of the Merger (April 1, 2020), rather than information concerning “conduct that took place afterward” (ECF No. 63 at 9; *see also* ECF No. 114 at 5). AT&T’s agreement to produce specific information concerning Plaintiffs Anthony Dale, Brett Jackson, Benjamin Borrowman, and Ann Lambert is not intended to be, or in any way should be deemed to be, a concession to produce information for any future-added plaintiffs or other members of the putative class.

Subject to and without waiving these and its general objections, AT&T will make a reasonable effort to search for and produce non-privileged records sufficient to show Plaintiffs

Anthony Dale, Brett Jackson, Benjamin Borrowman, and Ann Lambert's retail mobile plans with AT&T after April 1, 2020.

Request for Production No. 36:

All documents about Your communications concerning the Above-Captioned Action with non-parties, including class members or any governmental entity.

Response to Request for Production No. 36:

AT&T objects to this Request for all "documents about Your communications concerning the Above-Captioned Action with non-parties, including class members or any governmental entity" as irrelevant, vague and ambiguous, overly broad, unduly burdensome, unreasonably cumulative and duplicative of other requests, and not proportional to the needs of the Above-Captioned Action. AT&T objects to this Request to the extent that it seeks production of documents or communications protected by the attorney-client privilege, the attorney work product doctrine, joint defense or common interest privilege, or any other applicable privilege, protection, or immunity. AT&T further objects to this Request to the extent that it seeks information that is beyond the scope of the Above-Captioned Action and, thus, improper and irrelevant. AT&T will not produce documents in response to Request No. 36.

Dated: January 31, 2023

Respectfully,

BY: /s/ Mark Filip, P.C.

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