

RESPONSE TO ALIEN OWNERSHIP QUESTIONS

The Applicant, Cellco Partnership d/b/a Verizon Wireless (“Cellco”), is ultimately owned and controlled by Verizon Communications Inc. (“Verizon”) and Vodafone Group Plc (“Vodafone”). Verizon, a Delaware corporation, owns 55% of Cellco; Vodafone, a company organized under the laws of the United Kingdom, owns 45%. The instant transaction would not result in any change of either *de jure* or *de facto* control in Cellco. Vodafone’s interest in Cellco, and its qualifications (as a foreign corporation) to hold indirect ownership interests in common carrier licenses have been previously authorized by the FCC under the Communications Act.¹ Neither Vodafone nor any of its foreign subsidiaries hold any direct ownership interests in any common carrier licenses. No new foreign ownership issues are raised by this filing.

Since the Commission approved the foreign ownership of Cellco Partnership as outlined above in this exhibit, there have been no changes in that foreign ownership.

¹ See *Applications of Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager and De Facto Transfer Leasing Arrangements and Petition for Declaratory Ruling that the Transaction is Consistent with Section 310(b)(4) of the Communications Act*, Memorandum Opinion and Order and Declaratory Ruling, FCC 08-258, ¶ 232 (rel. Nov. 10, 2008); *Applications of Vodafone AirTouch Plc and Bell Atlantic Corporation for Consent to the Transfer of Control or Assignment of Licenses and Authorizations*, Memorandum Opinion and Order, DA 00-721, ¶ 19 (Intl. and Wir. Tel. Burs., rel. Mar. 30, 2000); *International Authorizations Granted*, Public Notice, Report No. TEL-00174, DA No. 99-3033 (Intl. Bur., rel. Dec. 30, 1999); *AirTouch Communications, Inc., Transferor, and Vodafone Group, Plc, Transferee, for Consent to the Transfer of Control of Licenses and Authorizations*, Memorandum Opinion and Order, 14 FCC Rcd 9430, ¶ 9 (Wir. Tel. Bur., 1999); FCC Public Notice, “International Authorizations Granted,” Report No. TEL-01090, DA No. 06-2366 (IB rel. Nov. 24, 2006).