



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

June 14, 2013

Via Email

Broady R. Hodder  
Senior Vice President and General Counsel  
Clearwire Corporation  
1475 120th Avenue Northeast,  
Bellevue, WA 98005

**Re: Clearwire Corporation  
Amendment No. 8 to Schedule 13E-3  
Filed by Clearwire Corporation on June 13, 2013  
File No. 005-84306**

**Additional Definitive Proxy Soliciting Materials  
Filed by Clearwire Corporation on June 13, 2013  
File No. 001-34196**

Dear Mr. Hodder:

We have reviewed your filings and have the following comment. Please respond to this letter by amending your filings, by providing the requested information, or by advising us when you will provide the requested response. If you do not believe our comment applies to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing any amendment to your filings and the information you provide in response to this comment, we may have additional comments.

Additional Definitive Proxy Soliciting Materials

Summary Term Sheet, page S-7

1. We note disclosure that the special committee and the board of directors have not changed their determinations as to the fairness of the merger consideration offered by Sprint. Please disclose how these bodies concluded that these determinations did not need to be changed.

Broady R. Hodder  
Clearwire Corporation  
June 14, 2013  
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Please contact Ajay Koduri, Staff Attorney, at 202-551-3310 or me at 202-551-3503 with any questions.

Sincerely,

/s/ David L. Orlic

David L. Orlic  
Special Counsel  
Office of Mergers and Acquisitions

cc: Via Email  
Joshua N. Korff, Esq.  
Kirkland & Ellis LLP