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Attorneys for Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
NII Holdings, Inc., <u>et al.</u> , <sup>1</sup>	: Case No. 14-12611 (SCC)
Debtors.	: (Jointly Administered)
	: :
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**NOTICE OF CANCELLATION OF AUCTION**

<sup>1</sup> The Debtors in the jointly administered bankruptcy cases are comprised of the following fourteen entities (the last four digits of their respective U.S. taxpayer identification numbers follow in parentheses): NII Holdings, Inc. (1412); Nextel International (Services), Ltd. (6566); NII Capital Corp. (6843); NII Aviation, Inc. (6551); NII Funding Corp. (6265); NII Global Holdings, Inc. (1283); NII International Telecom S.C.A. (7498); NII International Holdings S.à r.l. (N/A); NII International Services S.à r.l. (6081); Airfone Holdings, LLC (1746); Nextel International (Uruguay), LLC (5939); McCaw International (Brazil), LLC (1850); NII Mercosur, LLC (4079); and NIU Holdings LLC (5902). The location of the Debtors' corporate headquarters and the Debtors' service address is: 1875 Explorer Street, Suite 800, Reston, VA 20190.

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

1. Pursuant to the *Order (A) Authorizing and Approving the Bidding Procedures, Break-Up Fee and Expense Reimbursement, (B) Authorizing and Approving the Debtors' Entry into the Stalking Horse Purchase Agreement, (C) Approving the Notice Procedures, and (D) Scheduling a Sale Hearing* [Docket No. 472] (the "Bidding Procedures Order"),<sup>2</sup> entered on February 17, 2015, an auction (the "Auction") was scheduled for March 20, 2015 at 10:00 a.m. (Eastern Time) for the sale of the entirety of the Debtors' interest in their non-debtor operations in Mexico.

2. By the terms of the Bidding Procedures Order, the deadline for submitting Qualified Bids was March 17, 2015 at 9:00 a.m. (Eastern Time) (the "Bid Deadline").

3. No competing Qualified Bids were received prior to the Bid Deadline. Accordingly, the Debtors, pursuant to the terms of the Bidding Procedures Order, will not conduct the Auction and the Auction is hereby **CANCELLED**.

4. A hearing will be held before the Honorable Judge Shelley C. Chapman of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004, on March 23, 2015 at 2:00 p.m. (Eastern Time) at which time the Debtors intend to present the bid by the Stalking Horse Purchaser as the Successful Bid.

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<sup>2</sup> All capitalized terms not defined herein shall have the same meanings ascribed to such terms in the Bidding Procedures Order.

Dated: March 17, 2015  
New York, New York

Respectfully submitted,

/s/ Scott J. Greenberg

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