

T-MOBILE US, INC.
WHISTLEBLOWER PROTECTION POLICY

(Last amended, effective as of December 16, 2016)

Purpose: T-Mobile is committed to high standards of ethical and legal business conduct. Each T-Mobile officer, employee, and director has a duty to speak up and raise concerns if he or she becomes aware of unethical, illegal, or questionable activities that may violate applicable laws, the [Code of Business Conduct](#), or any other policy. To honor this commitment, as well as to reinforce our [Code of Business Conduct](#) and [Open Door policy](#), this Whistleblower Protection Policy encourages T-Mobile employees and third parties to report concerns regarding potentially improper T-Mobile business conduct without fear of retaliation.

Scope: This policy applies to the employees and officers of T-Mobile US, Inc. and its subsidiaries (referred to collectively in this policy as T-Mobile), the members of the T-Mobile Board of Directors and third parties (including agents, contractors, vendors, and suppliers).

Definitions

Business Conduct Concern: A Business Conduct Concern refers to a concern relating to actual or potential:

- Fraud or other financial crime;
- Deliberate error in financial reporting or record-keeping;
- Deviation from full and fair reporting of T-Mobile's financial condition or financial results;
- Misrepresentations or false statements by employees and officers of T-Mobile in regards to a matter contained in T-Mobile's financial records, financial reports, or audit reports, including such statements made to T-Mobile's external counsel and auditors;
- Deficiencies in or non-conformance with T-Mobile's internal accounting controls; and
- Violations of the [Code of Business Conduct](#) or other Company policy, and activities which may otherwise be illegal or unethical.

Retaliation: Retaliation refers to discharging, demoting, suspending, or in any manner threatening, harassing, or otherwise discriminating against an employee in the terms and conditions of employment, or taking action harmful to any person, because that person has or is believed to have reported or otherwise provided information relating to, or assisted or participated in an investigation of, a Business Conduct Concern.

Policy

Overview: T-Mobile employees and third parties will be protected from retaliation for reporting a Business Conduct Concern in good faith, and through the Reporting Process established in this policy and/or to an appropriate governmental or regulatory agency.

Whistleblower Protections:

- *Non-retaliation.* T-Mobile will not tolerate Retaliation against any person who reports or otherwise provides information, or assists in an investigation of Business Conduct Concern in good faith. Any T-Mobile officer or employee who is found to have engaged in Retaliation will be subject to discipline, up to and including termination. Suspected retaliation should be reported immediately through the Reporting Process established in this policy.
- *Independence.* The Audit Committee of the Board of Directors is responsible for monitoring the implementation of this policy. T-Mobile's Chief Compliance Officer is responsible administering this policy on behalf of the Audit Committee.
- *Confidentiality.* A reporter's identity will be kept confidential to the fullest extent reasonably possible within the requirements of law and legitimate needs of any ensuing investigation.
- *Anonymous Reports.* A Business Conduct Concern may be reported anonymously to the Integrity Line, which is managed independently of T-Mobile by a third party, or to the Chair of the Audit Committee, as provided in the Reporting Process described below.
- *Bad Faith Reports.* Reporting a Business Conduct Concern that is determined to be knowingly false will subject the reporter to discipline, up to and including termination.
- *Immunity for Confidential Disclosures of Trade Secrets.* The Defend Trade Secrets Act of 2016 grants employees, contractors and consultants immunity from criminal and civil liability arising from their disclosure of a trade secret in these circumstances:
 - The disclosure is made in confidence to a Federal, State, or local government official, either directly or indirectly, or to an attorney, solely for the purpose of reporting or investigating a suspected violation of law;
 - The disclosure is made in a complaint or other document filed in a lawsuit or other proceeding if such filing is under seal; or
 - If the employee, contractor or consultant files a lawsuit for retaliation by their employer for reporting a suspected violation of law, they may disclose the trade secret to their attorney and use the trade secret information in the court proceeding, so long as they file any document containing the trade secret under seal and do not disclose the trade secret, except pursuant to court order.

Reporting Process:

- *Where to Report.* T-Mobile employees may report a Business Conduct Concern to a supervisor or next level manager, a Human Resources Business Partner, or the Chief Compliance Officer.

In addition, both T-Mobile employees and third parties may report a Business Conduct Concern through the following channels:

- T-Mobile Compliance & Ethics Department at T-MobileCompliance@T-Mobile.com;
and
- Integrity Line at 1 866-577-0575, or online via www.T-MobileIntegrityLine.com.

Business Conduct Concerns received by a supervisor, manager, or Human Resources Partner must be forwarded directly to the Chief Compliance Officer, Compliance & Ethics Department, or Integrity Line.

A Business Conduct Concern may also be reported directly to the Chair of the Audit Committee at the following address:

Audit Committee Chair
c/o Chief Compliance Officer
T-Mobile US, Inc.
12920 S.E. 38th Street
Bellevue, WA 98006

While use of the internal Reporting Process is encouraged, this process is not intended to prohibit reporting of a Business Conduct Concern to proper governmental or regulatory authorities.

- ***Information to Include in a Report.*** A report should be factual rather than speculative and should contain as much specific and detailed information as possible, including:
 - A description of the alleged event, conduct, or issue giving rise to the Business Conduct Concern;
 - The name of each person involved, including witnesses;
 - If the report involves a specific event or events, the approximate date and location of each event; and
 - Any additional supporting information, documentation, or other evidence.

Reports that do not clearly indicate that potential misconduct has occurred or that make broad allegations which cannot be verified may not provide sufficient information to support an investigation.

Review and Investigation Process:

- ***Review Process.*** The Chief Compliance Officer or his/her designee shall perform an initial evaluation of each Business Conduct Concern received through the Reporting Process established in this policy. The purpose of the evaluation is to determine: (i) Whether the report is sufficiently detailed and credible to act upon; and (ii) what action is appropriate to address the concern. If appropriate, the Chief Compliance Officer will forward the matter to the Chair of the Audit Committee for review.
- ***Review by the Audit Committee.*** Upon receipt of a reported Business Conduct Concern from the Chief Compliance Officer, the Audit Committee Chair will determine whether to submit the report to the Audit Committee for review. If the Audit Committee Chair determines that the report should be reviewed by the Audit Committee, the Audit Committee Chair will convene a meeting of the Audit Committee to conduct a review, unless the Audit Committee Chair determines that it would be appropriate to submit the report to the Audit Committee for review at its next regularly scheduled meeting. In either case, the Audit Committee will

review the report and its impact, if any, on T-Mobile's financial statements, internal accounting controls, reports filed with the Securities and Exchange Commission, and/or T-Mobile's compliance programs. In addition, the Audit Committee shall determine the actions to be taken in response to the report.

- **Investigation Process.** The Chief Compliance Officer or his/her designee will investigate, or refer to the appropriate party for investigation, a reported Business Conduct Concern that has been reviewed pursuant to the Review Process described in this Policy. The Audit Committee or the Chief Compliance Officer will designate an investigator to investigate a reported Business Conduct Concern that has been reviewed pursuant to the Review by the Audit Committee process described in this Policy.

In either case, the investigator will have appropriate objectivity and subject matter expertise to conduct the investigation. The investigator may be an internal or external resource, such as outside counsel or an outside auditor. The Audit Committee or Chief Compliance Officer shall not designate as the investigator a person involved in any way with the reported Business Conduct Concern, nor shall the investigator report to a person involved in any such way with the reported Business Conduct Concern. The investigator may consult with and obtain the assistance of any member of T-Mobile management who is not the subject of the report. Additionally, an external investigator may consult or retain independent legal, accounting or other advisors if he or she thinks it is necessary or appropriate. At the request of the Audit Committee or the Chief Compliance Officer, the investigator will provide a report that includes findings of fact, conclusions, and proposed recommendations for remedial action, if any.

Resolution:

- **Remedial Action.** The Audit Committee will determine and direct any remedial action to be implemented regarding the reported Business Conduct Concern that the Audit Committee evaluated pursuant to the Review by the Audit Committee process described in this policy. The Audit Committee may delegate implementation of the remedial action to the Chief Compliance Officer and/or T-Mobile management. The Chief Compliance Officer and/or T-Mobile management will determine and implement any remedial action to be taken regarding reports that the Chief Compliance Officer or his/her designed evaluated pursuant to the Review Process described in this policy.
- **Communications with the Reporter.** Upon receiving a Business Conduct Concern through the Reporting Process established in this policy, the Chief Compliance Officer or his/her designee will notify the reporter, if feasible, of the actions that T-Mobile has or is taking in response. Notification will occur as soon as is practicable, but in no case later than 120 days after the report was received.

Records Retention: The Chief Compliance Officer or his/her designee shall maintain a log of all Business Conduct Concerns that are forwarded to or received directly by the Compliance Department through the Reporting Process established in this policy, tracking their receipt, investigation, and resolution, and shall prepare a periodic summary report for the Audit Committee. All documentation of reported concerns, including the log, any investigation reports

and recommendations, will be maintained in accordance with the [T-Mobile's Records Management Policy](#).

Additional Resources

[T-Mobile Code of Business Conduct](#)

[T-Mobile Supplier Code of Conduct](#)

[T-Mobile US Employee Handbook](#)