

T-Mobile US, Inc.

2nd Quarter 2013 Financial Results, Supplementary Data, Non-GAAP Reconciliations and Pro forma Reconciliations

August 8, 2013

Definitions of Terms

Since all companies do not calculate these figures in the same manner, the information contained in this press release may not be comparable to similarly titled measures reported by other companies.

- 1 A customer is generally defined as a SIM card with a unique T-Mobile mobile identity number which generates revenue. Branded postpaid customers include customers that are qualified to pay after incurring a month of service whether on a service contract or not, and branded prepaid customers include customers who generally pay in advance. Wholesale customers include Machine-to-Machine (“M2M”) and Mobile Virtual Network Operator (“MVNO”) customers that operate on the T-Mobile network, but are managed by wholesale partners.
- 2 Churn is defined as the number of customers whose service was discontinued percentage of the average number of customers during the specified period, rounded to the tenth percentage. We believe that churn, which is a measure of customer retention and loyalty, provides relevant and useful information and is used by our management to evaluate the operating performance of our business.
- 3 Average Revenue Per User (“ARPU”) represents the average monthly service revenue earned from customers. ARPU is calculated by dividing service revenues for the specified period by the average customers during the period, and further dividing by the number of months in the period and rounding to the nearest dollar. We believe ARPU provides management with useful information to evaluate the revenues generated from our customer base.

Service revenues include postpaid, prepaid, and roaming and other service revenues, and do not include equipment sales and other revenues. Handset insurance revenues are included in postpaid service revenues.

Branded revenues include postpaid and prepaid revenues, and do not include wholesale (M2M and MVNO), roaming, other service revenues, equipment sales, and other revenues.

- 4 “Adjusted EBITDA” is a non-GAAP financial measure, which is defined as earnings before interest expense (net of interest income), tax, depreciation, amortization, stock compensation and excludes transactions that are not reflective of T-Mobile's ongoing operating performance. In a capital-intensive industry such as wireless telecommunications, T-Mobile believes Adjusted EBITDA, as well as the associated percentage margin calculation, to be meaningful measures of its operating performance. Adjusted EBITDA should not be construed as an alternative to operating income or net income as determined in accordance with GAAP, as an alternative to cash flows from operating activities as determined in accordance with GAAP or as a measure of liquidity. T-Mobile uses Adjusted EBITDA as an integral part of our planning and internal financial reporting processes, to evaluate the performance of our business by senior management and to compare its performance with that of many of our competitors. T-Mobile believes that net income (loss) is the financial measure calculated and presented in accordance with GAAP that is the most directly comparable to Adjusted EBITDA. Adjusted EBITDA excludes transactions that are not reflective of T-Mobile's ongoing operating performance and is detailed in the Reconciliation of Non-GAAP Financial Measures to GAAP Financial Measures schedule.
- 5 Adjusted EBITDA margin is a non-GAAP financial measure, which is defined as Adjusted EBITDA (as described in Note 4 above) divided by service revenues expressed as a percentage.
- 6 Capital expenditures consist of amounts paid for construction and the purchase of property and equipment.
- 7 High speed packet access plus (HSPA+ 21 and HSPA+ 42 technologies) offers customers a 4G experience, including data speeds comparable to other 4G network speeds currently available to mobile device users in the United States.
- 8 Smartphones are defined as UMTS/HSPA/HSPA+ 21/HSPA+ 42/4G LTE enabled converged devices, which integrate voice and data services.
- 9 Branded Cost Per Gross Addition (“Branded CPGA”) is determined by dividing the costs of acquiring new customers, consisting of customer acquisition expenses plus the loss on equipment sales related to acquiring new customers for the specified period, by gross branded customer additions during the period. The loss on equipment sales related to acquiring new customers consists primarily of the excess of handset and accessory costs over related revenues incurred to acquire new customers. Additionally, the loss on equipment associated with retaining existing customers is excluded from this measure as Branded CPGA is intended to reflect only the acquisition costs to acquire new customers.
- 10 Branded Cost Per User (CPU) is determined by dividing network costs and general and administrative expenses plus the loss on equipment sales unrelated to customer acquisition, by the sum of the average monthly number of branded customers during such period. Additionally, the cost of serving customers includes the costs of providing handset insurance services.
- 11 Simple Free Cash Flow is defined as Adjusted EBITDA less cash capital expenditures (as described in Note 6 above). T-Mobile uses Simple Free Cash Flow as a measure of liquidity and an indicator of how much cash is generated from the ordinary course of business operations. It is also used to compare the performance of T-Mobile with that of many of our competitors. Simple free cash flow should not be construed as an alternative to cash flows from operating activities as determined in accordance with GAAP.

T-Mobile US, Inc. Supplementary Operating and Financial Data - US GAAP

(in thousands, except for churn)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Branded postpaid customers	21,857	21,300	20,809	20,293	20,094	20,783
Branded prepaid customers	5,068	5,295	5,659	5,826	6,028	14,935
Total branded customers	26,925	26,595	26,468	26,119	26,122	35,718
M2M customers	2,691	2,786	2,954	3,090	3,290	3,423
MVNO customers	3,756	3,787	3,905	4,180	4,556	4,875
Total wholesale customers	6,448	6,573	6,859	7,270	7,846	8,298
Customers, end of period	33,373	33,168	33,327	33,389	33,968	44,016
Branded postpaid net customer additions (losses)	(510)	(557)	(492)	(515)	(199)	688
Branded prepaid net customer additions (losses)	249	227	365	166	202	(10)
Total branded net customer additions (losses)	(262)	(330)	(127)	(349)	3	678
M2M net customer additions	262	95	168	135	200	133
MVNO net customer additions	187	30	119	275	376	319
Total wholesale net customer additions	449	125	287	410	576	452
Net customer additions	187	(205)	160	61	579	1,130
Branded postpaid churn	2.5%	2.1%	2.3%	2.5%	1.9%	1.6%
Branded prepaid churn	6.4%	6.0%	6.2%	7.0%	7.0%	5.4%
Branded churn	3.2%	2.9%	3.1%	3.5%	3.1%	3.0%

(in millions, except for ARPU, CPGA, and CPU)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Service revenues	\$ 4,444	\$ 4,381	\$ 4,261	\$ 4,127	\$ 4,005	\$ 4,756
Total revenues	\$ 5,034	\$ 4,883	\$ 4,893	\$ 4,909	\$ 4,677	\$ 6,228
Adjusted EBITDA	\$ 1,274	\$ 1,338	\$ 1,226	\$ 1,048	\$ 1,178	\$ 1,124
Adjusted EBITDA margin	29%	31%	29%	25%	29%	24%
Net Income	\$ 200	\$ 207	\$ (7,735)	\$ (8)	\$ 107	\$ (16)
Cash Capex - Property & Equipment	\$ 747	\$ 539	\$ 717	\$ 898	\$ 1,076	\$ 1,050
ARPU (branded postpaid)	\$ 57.68	\$ 57.35	\$ 56.59	\$ 55.47	\$ 54.07	\$ 53.60
ARPU (branded prepaid)	\$ 25.39	\$ 26.81	\$ 27.35	\$ 27.69	\$ 28.25	\$ 34.78
ARPU (total branded)	\$ 51.76	\$ 51.45	\$ 50.55	\$ 49.43	\$ 48.18	\$ 46.67
Branded CPGA	\$ 367	\$ 420	\$ 382	\$ 411	\$ 341	\$ 326
Branded CPU	\$ 29	\$ 28	\$ 28	\$ 28	\$ 26	\$ 26

Note: Certain customer numbers may not add due to rounding.

T-Mobile US, Inc.
Condensed Consolidated Balance Sheets
(Unaudited)

(in millions, except share and per share amounts)	June 30, 2013	December 31, 2012
Assets		
Current assets		
Cash and cash equivalents	\$ 2,362	\$ 394
Accounts receivable, net of allowances for uncollectible accounts of \$322 and \$289	3,000	2,678
Accounts receivable from affiliates	33	682
Inventory	819	457
Current portion of deferred tax assets, net	501	655
Other current assets	598	675
Total current assets	7,313	5,541
Property and equipment, net of accumulated depreciation of \$18,787 and \$17,744	15,185	12,807
Goodwill	1,683	—
Spectrum licenses	18,415	14,550
Other intangible assets, net of accumulated amortization of \$313 and \$243	1,390	79
Investments in unconsolidated affiliates	49	63
Long-term investments	38	31
Other assets	661	551
Total assets	\$ 44,734	\$ 33,622
Liabilities and Stockholders' Equity		
Current liabilities		
Accounts payable and accrued liabilities	\$ 4,305	\$ 3,475
Current payables to affiliates	226	1,619
Short-term debt	210	—
Deferred revenue	459	290
Other current liabilities	198	208
Total current liabilities	5,398	5,592
Long-term payables to affiliates	11,200	13,655
Long-term debt	6,276	—
Long-term financial obligation	2,479	2,461
Deferred tax liabilities	4,386	3,618
Deferred rents	2,000	1,884
Other long-term liabilities	636	297
Total long-term liabilities	26,977	21,915
Commitments and contingencies		
Stockholders' equity		
Preferred stock, par value \$0.00001 per share, 100,000,000 shares authorized; no shares issued and outstanding	—	—
727,401,814 and 535,286,077 shares issued, 726,019,309 and 535,286,077 shares outstanding	—	—
Additional paid-in capital	35,389	29,197
Treasury stock, at cost, 1,382,505 and 0 shares issued	—	—
Accumulated other comprehensive income	2	41
Accumulated deficit	(23,032)	(23,123)
Total stockholders' equity	12,359	6,115
Total liabilities and stockholders' equity	\$ 44,734	\$ 33,622

T-Mobile US, Inc.
Condensed Consolidated Statements of Comprehensive Income
(Unaudited)

(in millions)	Three Months Ended		
	June 30, 2013	March 31, 2013	June 30, 2012
Revenues			
Branded postpaid revenues	\$ 3,284	\$ 3,263	\$ 3,713
Branded prepaid revenues	1,242	503	414
Total branded revenues	4,526	3,766	4,127
Wholesale revenues	143	149	143
Roaming and other service revenues	87	90	111
Total service revenues	4,756	4,005	4,381
Equipment sales	1,379	606	435
Other revenues	93	66	67
Total revenues	6,228	4,677	4,883
Operating expenses			
Network costs	1,327	1,109	1,178
Cost of equipment sales	1,936	886	745
Customer acquisition	1,028	737	751
General and administrative	819	769	871
Depreciation and amortization	888	755	819
MetroPCS transaction-related costs	26	13	—
Restructuring costs	23	31	48
Other, net	—	(2)	19
Total operating expenses	6,047	4,298	4,431
Operating income	181	379	452
Other income (expense)			
Interest expense to affiliates	(225)	(178)	(151)
Interest expense	(109)	(51)	—
Interest income	40	35	18
Other income (expense), net	118	(6)	23
Total other expense, net	(176)	(200)	(110)
Income before income taxes	5	179	342
Income tax expense	21	72	135
Net income (loss)	(16)	107	207
Other comprehensive income (loss), net of tax:			
Unrealized gain (loss) on cross currency interest rate swaps, net of tax of \$39, (\$26) and (\$68), respectively	66	(43)	(114)
Unrealized gain (loss) on foreign currency translation, net of tax of (\$62), \$25 and \$50, respectively	(104)	42	84
Unrealized gain (loss) on available-for-sale securities, net of tax of \$0, \$0 and \$0, respectively	—	—	(2)
Total comprehensive income (loss)	\$ (54)	\$ 106	\$ 175



T-Mobile US, Inc.
Condensed Consolidated Statements of Cash Flows
(Unaudited)

(in millions)	Three Months Ended		
	June 30, 2013	March 31, 2013	June 30, 2012
Operating activities			
Net cash provided by operating activities	\$ 806	\$ 909	\$ 879
Investing activities			
Purchases of property and equipment	(1,050)	(1,076)	(539)
Purchases of intangible assets	(2)	(49)	(6)
Short term affiliate loan receivable, net	25	275	(298)
Cash and cash equivalents acquired in MetroPCS business combination	2,144	—	—
Other, net	(1)	(4)	7
Net cash provided by (used in) investing activities	1,116	(854)	(836)
Financing activities			
Repayments related to a variable interest entity	(40)	—	—
Distribution to affiliate as a result of debt recapitalization	(41)	—	—
Proceeds from exercise of stock options	72	—	—
Excess tax benefit from stock-based compensation	3	—	—
Other, net	(3)	—	1
Net cash provided (used in) by financing activities	(9)	—	1
Change in cash and cash equivalents	1,913	55	44
Cash and cash equivalents			
Beginning of period	449	394	379
End of period	\$ 2,362	\$ 449	\$ 423

T-MOBILE US, Inc.

Reconciliation of Non-GAAP Financial Measures to GAAP Financial Measures
(Unaudited)

This Investor Quarterly includes non-GAAP financial measures. The non-GAAP financial measures should be considered in addition to, but not as a substitute for, the information provided in accordance with GAAP. Reconciliations for the non-GAAP financial measures to the most directly comparable GAAP financial measures are provided below.

Adjusted EBITDA is reconciled to net income (loss) as follows:

(in millions)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Calculation of Adjusted EBITDA:						
Net income (loss)	\$ 200	\$ 207	\$ (7,735)	\$ (8)	\$ 107	\$ (16)
Adjustments:						
Interest expense to affiliates	171	151	154	185	178	225
Interest expense	—	—	—	—	51	109
Interest income	(15)	(18)	(20)	(24)	(35)	(40)
Other (income) expense, net	16	(23)	(4)	16	6	(118)
Income tax expense	125	135	12	78	72	21
Operating income	497	452	(7,593)	247	379	181
Depreciation and amortization	747	819	825	796	755	888
MetroPCS transaction related costs	—	—	—	7	13	26
Restructuring costs	6	48	36	(5)	31	23
Impairment charges	—	—	8,134	—	—	—
Stock based compensation	—	—	—	—	—	6
Other, net ⁽¹⁾	24	19	(176)	3	—	—
Adjusted EBITDA	\$ 1,274	\$ 1,338	\$ 1,226	\$ 1,048	\$ 1,178	\$ 1,124
Adjusted EBITDA of MetroPCS ⁽²⁾	262	477	466	307	291	141
Pro Forma Combined Adjusted EBITDA	\$ 1,536	\$ 1,815	\$ 1,692	\$ 1,355	\$ 1,469	\$ 1,265

(1) Other, net for the year ended December 31, 2012 represents transaction-related retention costs from the terminated AT&T acquisition of T-Mobile USA, Inc., gains/losses on intangible assets, and other material transactions. Other, net transactions may not agree in total to the other, net classification in the Consolidated Statements of Comprehensive Income due to certain routine operating activities that are not excluded from Adjusted EBITDA.

(2) The adjusted EBITDA of MetroPCS for Q2 2013 reflects the adjusted EBITDA of MetroPCS for April 2013, For Q1 2013 and earlier periods the adjusted EBITDA of MetroPCS reflects the amounts previously reported by MetroPCS.

The following schedule reflects the Branded CPGA calculation and provides a reconciliation of cost of acquiring branded customers used for the Branded CPGA calculation to customer acquisition costs reporting on our condensed consolidated statements of comprehensive income:

(in millions, except gross customer additions and CPGA)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Calculation of CPGA:						
Customer acquisition expenses	\$ 749	\$ 751	\$ 823	\$ 963	\$ 737	\$ 1,028
Add: Loss on equipment sales						
Equipment sales	(535)	(435)	(554)	(718)	(606)	(1,379)
Cost of equipment sales	845	745	866	981	886	1,936
Total loss on equipment sales	310	310	312	263	280	557
Less: Loss on equipment sales related to customer retention	(203)	(228)	(232)	(240)	(195)	(415)
Loss on equipment sales related to customer acquisition	107	82	80	23	85	142
Cost of acquiring new branded customers	\$ 856	\$ 833	\$ 903	\$ 986	\$ 822	\$ 1,170
Divided by: Gross branded customer additions (in thousands)	2,334	1,985	2,365	2,399	2,411	3,590
Branded CPGA	\$ 367	\$ 420	\$ 382	\$ 411	\$ 341	\$ 326

The following schedule reflects the Branded CPU calculation and provides a reconciliation of the cost of serving customers used for the Branded CPU calculation to total network costs plus general and administrative costs reported on our condensed consolidated statements of comprehensive income:

(in millions, except average number of customers and CPU)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Calculation of CPU:						
Network costs	\$ 1,196	\$ 1,178	\$ 1,141	\$ 1,146	\$ 1,109	\$ 1,327
Add: General and administrative expenses	970	871	840	829	769	819
Add: Loss on equipment sales related to customer retention	203	228	232	240	195	415
Total cost of serving customers	\$ 2,369	\$ 2,277	\$ 2,213	\$ 2,215	\$ 2,073	\$ 2,561
Divided by: Average number of branded customers (in thousands)	27,038	26,736	26,517	26,234	26,053	32,327
Branded CPU	\$ 29	\$ 28	\$ 28	\$ 28	\$ 26	\$ 26

Pro Forma Combined Results

The following pages contain certain pro forma combined financial and other operating data presented solely for informational purposes to provide comparative customer and financial trends for the combined company resulting from the combination of T-Mobile USA and MetroPCS. The pro forma combined amounts were created by combining certain financial results and other operating data of the individual entities for the relevant periods. The pro forma combined financial data have not been determined in accordance with the requirements of Article 11 of Regulation S-X.

T-Mobile US, Inc. Supplementary Pro Forma Combined Operating and Financial Data

(in thousands, except for churn)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Branded postpaid customers	21,857	21,300	20,809	20,293	20,094	20,783
Branded prepaid customers	14,546	14,587	14,639	14,713	15,023	14,935
Total branded customers	36,403	35,887	35,448	35,006	35,117	35,718
M2M customers	2,691	2,786	2,954	3,090	3,290	3,423
MVNO customers	3,756	3,787	3,905	4,180	4,556	4,875
Total wholesale customers	6,448	6,573	6,859	7,270	7,846	8,298
Customers, end of period	42,851	42,460	42,307	42,276	42,963	44,016
Branded postpaid net customer additions (losses)	(510)	(557)	(492)	(515)	(199)	688
Branded prepaid net customer additions (losses)	381	41	53	73	310	(87)
Total branded net customer additions (losses)	(129)	(516)	(439)	(442)	111	601
M2M net customer additions	262	95	168	135	200	133
MVNO net customer additions	187	30	119	275	376	319
Total wholesale net customer additions	449	125	287	410	576	452
Net customer additions	318	(391)	(152)	(32)	687	1,053
Branded postpaid churn	2.4%	2.1%	2.3%	2.5%	1.9%	1.6%
Branded prepaid churn	4.2%	4.3%	4.6%	4.9%	4.4%	4.9%
Branded churn	3.1%	3.0%	3.2%	3.5%	3.0%	3.0%

(in millions, except for ARPU, CPGA, and CPU)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Service revenues	\$ 5,603	\$ 5,540	\$ 5,383	\$ 5,227	\$ 5,106	\$ 5,122
Thereof, branded postpaid revenues	\$ 3,821	\$ 3,713	\$ 3,571	\$ 3,416	\$ 3,263	\$ 3,284
Thereof, branded prepaid revenues	\$ 1,536	\$ 1,573	\$ 1,572	\$ 1,574	\$ 1,604	\$ 1,608
Total revenues	\$ 6,311	\$ 6,164	\$ 6,152	\$ 6,193	\$ 5,964	\$ 6,651
Adjusted EBITDA	\$ 1,536	\$ 1,815	\$ 1,692	\$ 1,355	\$ 1,469	\$ 1,265
Adjusted EBITDA margin	27%	33%	31%	26%	29%	25%
Cash Capex - Property & Equipment	\$ 891	\$ 721	\$ 979	\$ 1,156	\$ 1,230	\$ 1,111
ARPU (branded postpaid)	\$ 57.68	\$ 57.35	\$ 56.59	\$ 55.47	\$ 54.07	\$ 53.60
ARPU (branded prepaid)	\$ 35.32	\$ 35.72	\$ 35.57	\$ 35.71	\$ 35.87	\$ 35.97
ARPU (branded)	\$ 48.87	\$ 48.64	\$ 47.97	\$ 47.26	\$ 46.35	\$ 46.17
Branded CPGA	\$ 333	\$ 361	\$ 346	\$ 368	\$ 319	\$ 332
Branded CPU	\$ 28	\$ 26	\$ 25	\$ 27	\$ 25	\$ 26

All historical and current porting activity between the T-Mobile and MetroPCS brands has been removed from deactivations and treated as migration activity between brands/products, consistent with the treatment of the combined business. The effect of this treatment lowers the churn rates for both branded postpaid and branded prepaid customer bases.

Pro Forma Combined Reconciliations

(in millions)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Service Revenues						
T-Mobile ⁽¹⁾	\$ 4,444	\$ 4,381	\$ 4,261	\$ 4,127	\$ 4,005	\$ 4,756
MetroPCS	1,159	1,159	1,122	1,100	1,101	366
Total service revenues	\$ 5,603	\$ 5,540	\$ 5,383	\$ 5,227	\$ 5,106	\$ 5,122
Branded Revenues						
T-Mobile ⁽¹⁾	\$ 4,198	\$ 4,127	\$ 4,021	\$ 3,890	\$ 3,766	\$ 4,526
MetroPCS	1,159	1,159	1,122	1,100	1,101	366
Total branded revenues	\$ 5,357	\$ 5,286	\$ 5,143	\$ 4,990	\$ 4,867	\$ 4,892
Branded Prepaid Revenues						
T-Mobile ⁽¹⁾	\$ 377	\$ 414	\$ 450	\$ 474	\$ 503	\$ 1,242
MetroPCS	1,159	1,159	1,122	1,100	1,101	366
Total branded prepaid revenues	\$ 1,536	\$ 1,573	\$ 1,572	\$ 1,574	\$ 1,604	\$ 1,608
Revenues						
T-Mobile ⁽¹⁾	\$ 5,034	\$ 4,883	\$ 4,893	\$ 4,909	\$ 4,677	\$ 6,228
MetroPCS	1,277	1,281	1,259	1,284	1,287	423
Total revenues	\$ 6,311	\$ 6,164	\$ 6,152	\$ 6,193	\$ 5,964	\$ 6,651

(in millions)	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Cash Capex - Property and Equipment						
T-Mobile ⁽¹⁾	\$ 747	\$ 539	\$ 717	\$ 898	\$ 1,076	\$ 1,050
MetroPCS	144	182	262	258	154	61
Total Cash Capex - Property and Equipment	\$ 891	\$ 721	\$ 979	\$ 1,156	\$ 1,230	\$ 1,111

(1) The second quarter of 2013 represents the results for T-Mobile USA for April, 2013 and the results for the combined entity of T-Mobile USA and MetroPCS for May and June, 2013.