SPRINT Corp
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**Filed by T-Mobile US, Inc.**

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**under the Securities Exchange Act of 1934**

**Subject Company: Sprint Corporation**

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**Important Additional Information**

In connection with the proposed transaction, T-Mobile US, Inc. ( T-Mobile ) will file a registration statement on Form S-4, which will contain a joint consent solicitation statement of T-Mobile and Sprint Corporation ( Sprint ), that also constitutes a prospectus of T-Mobile (the joint consent solicitation statement/prospectus ), and each party will file other documents regarding the proposed transaction with the U.S. Securities and Exchange Commission (the SEC ). INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE JOINT CONSENT SOLICITATION STATEMENT/PROSPECTUS AND OTHER RELEVANT DOCUMENTS FILED WITH THE SEC WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. When final, a definitive copy of the joint consent solicitation statement/prospectus will be sent to T-Mobile and Sprint stockholders. Investors and security holders will be able to obtain the registration statement and the joint consent solicitation statement/prospectus free of charge from the SEC s website or from T-Mobile or Sprint. The documents filed by T-Mobile with the SEC may be obtained free of charge at T-Mobile s website, at *www.t-mobile.com*, or at the SEC s website, at *www.sec.gov*. These documents may also be obtained free of charge from T-Mobile by requesting them by mail at T-Mobile US, Inc., Investor Relations, 1 Park Avenue, 14th Floor, New York, NY 10016, or by telephone at 212-358-3210. The documents filed by Sprint with the SEC may be obtained free of charge at Sprint s website, at *www.sprint.com*, or at the SEC s website, at *www.sec.gov*. These documents may also be obtained free of charge from Sprint by requesting them by mail at Sprint Corporation, Shareholder Relations, 6200 Sprint Parkway, Mailstop KSOPHF0302-3B679, Overland Park, Kansas 66251, or by telephone at 913-794-1091.

**Participants in the Solicitation**

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This communication shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the U.S. Securities Act of 1933, as amended.

**Cautionary Statement Regarding Forward-Looking Statements**

This communication contains certain forward-looking statements concerning T-Mobile, Sprint and the proposed transaction between T-Mobile and Sprint. All statements other than statements of fact, including information concerning future results, are forward-looking statements. These forward-looking statements are generally identified by the words anticipate, believe, estimate, expect, intend, may, could or similar expressions. Such forward statements include, but are not limited to, statements about the benefits of the proposed transaction, including anticipated future financial and operating results, synergies, accretion and growth rates, T-Mobile s, Sprint s and the combined company s plans, objectives, expectations and intentions, and the expected timing of completion of the proposed transaction. There are several factors which could cause actual plans and results to differ materially from those expressed or implied in forward-looking statements. Such factors include, but are not limited to, the failure to obtain, or delays in obtaining, required regulatory approvals, and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company or the expected benefits of the proposed transaction, or the failure to satisfy any of the other conditions to the proposed transaction on a timely basis or at all; the occurrence of events that may give rise to a right of one or both of the parties to terminate the business combination agreement; adverse effects on the market price of T-Mobile s or Sprint s common stock and on T-Mobile s or Sprint s operating results because of a failure to complete the proposed transaction in the anticipated timeframe or at all; inability to obtain the financing contemplated to be obtained in connection with the proposed transaction on the expected terms or timing or at all; the ability of T-Mobile, Sprint and the combined company to make payments on debt or to repay existing or future indebtedness when due or to comply with the covenants contained therein; adverse changes in the ratings of T-Mobile s or Sprint s debt securities or adverse conditions in the credit markets; negative effects of the announcement, pendency or consummation of the transaction on the market price of T-Mobile s or Sprint s common stock and on T-Mobile s or Sprint s operating results, including as a result of changes in key customer, supplier, employee or other business relationships; significant transaction costs, including financing costs, and unknown liabilities; failure to realize the expected benefits and synergies of the proposed transaction in the expected timeframes or at all; costs or difficulties related to the integration of Sprint s network and operations into T-Mobile; the risk of litigation or regulatory actions; the inability of T-Mobile, Sprint or the combined company to retain and hire key personnel; the risk that certain contractual restrictions contained in the business combination agreement during the pendency of the proposed transaction could adversely affect T-Mobile s or Sprint s ability to pursue business opportunities or strategic transactions; effects of changes in the regulatory environment in which T-Mobile and Sprint operate; changes in global, political, economic, business, competitive and market conditions; changes in tax and other laws and regulations; and other risks and uncertainties detailed in T-Mobile s Annual Report on Form 10-K for the fiscal year ended December 31, 2017 and in its subsequent reports on Form 10-Q, including in the sections thereof captioned Risk Factors and Cautionary Statement Regarding Forward-Looking Statements, as well as in its subsequent reports on Form 8-K, all of which are filed with the SEC and available at *www.sec.gov* and *www.t-mobile.com*. Forward-looking statements are based on current expectations and assumptions, which are subject to risks and uncertainties that may cause

actual results to differ materially from those expressed in or implied by such forward-looking statements. Given these risks and uncertainties, persons reading this communication are cautioned not to place undue reliance on such forward-looking statements. T-Mobile assumes no obligation to update or revise the information contained in this communication (whether as a result of new information, future events or otherwise), except as required by applicable law.

Excerpts from T-Mobile s Unstoppable Tour Seattle event on June 14, 2018:

**Opening Remarks**

John Legere

*President & CEO, T-Mobile*

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So, on the way to the Un-carrier tour, we did a small thing that may accelerate some of our strategy which is on April 29th, we signed a definitive agreement to bring T-Mobile and Sprint together. And after incredible amounts of energy and effort, we decided that the new company would be called T-Mobile, right?

And you, with the work that you ve done, the success that we ve had, we ve put the companies together with a company that was much bigger than us when we started this. And with what we ve accomplished, we will own two-thirds of the company. There ll be an exchange ratio of 9.75 Sprint shares for every T-Mobile share. So, if you want to do it the other way, it s 0.10256, and there s another digit I think, okay?

How about this, you ready? Our little company is entering into a transaction that will be worth enterprise value of about $146 billion. We will have at the start 129 million customers, to start.

That s your company. That s what we re going to be.

We ll have headquarters in Bellevue. We ll keep the headquarters in Overland Park. And we made a couple of other decisions. After long thoughtful consideration, we know that when this transaction is done, Mike Sievert would be the President and Chief Operating Officer. And since you can t get rid of me yet, I ll be the CEO of the new company and we ll do it together so

Okay. Now, this is all Mike will have something to say about this as well. But this is a story I ve been spending all my time in Washington lately and not Washington state, that other Washington. And as you can see, the story about what we re doing is getting tremendous scrutiny. And fascinatingly, our story is exactly what the country is trying to use, all of its legal processes to make sure and create, okay?

Here s what I learned so far in Washington. You, the Un-carrier, are a national treasure. I m telling you, it s amazing to stroll around Washington. I ve met dozens of senators and been through Congress and met with the Department of Justice and all the FCC commissioners and the chairman. And the Un-carrier is something they want to protect.

But how about this: here is our story, and you can tune in June 27th when I raise my right hand and swear to tell the truth, the whole truth and nothing but the truth at an antitrust Senate hearing.

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But I walked down there and on behalf and I went into several senators, I said, You know what? I know what you re trying to do, and I agree. Do you know what this transaction is going to do? It is going to create the first broad and deep 5G network that this nation needs to compete. And when we put these networks together and invest $40 billion over the first three years in both network and preparation around it, we are going to create something that this country needs. And no other group can do it. We can t do it alone. And it s a big accelerant that the United States need.

And secondly, that Un-carrier you love, we re going to super charge it.

Now, what we re going to do is putting the companies together. It s going to have $43 billion worth of synergies, $26 billion from the network, and we re going to pump that back into creating something that will change the United States and many industries. The super charged Un-carrier will create competition in all of rural America home broadband access, video distribution, right? And we will cover the entire country. And you ready? Prices will go down and jobs will go up.

Every single day this new company is in business, it will have more jobs than the two standalone companies together. So, that s our story. It s an incredible deal and I m very confident that as we make our way through Washington that this deal will be approved. And we will move forward part of the next five years.

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This company s market value was about $6 billion and that s being generous. Today, it s $50 billion. That s real shareholder value that you ve created. The market cap has gone up seven times. The stock price has gone up over four times. It was up a buck today or so.

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So, five-year predictions, very simple. First, invest nationwide 5G player. Everybody else will follow what Neville and his team are going to create and it s an exciting vision. We ll be number one wireless by a mile. We ll be a major player in home entertainment. We will be by far number one in customer service with the highest net promoter score. The front line will be even close to customers. Nobody else would be near us. And I have an aspiration for us to be the most valuable brand in America, to compete with Facebook and Amazon and Google on brand value which is a big, big statement.

So, okay, so no, these aren t small goals. They re bold audacious next five-year goals. This opportunity comes along once in a generation. Here s my request for you as we go through the day and throughout tonight and when you go to the baseball game, I want you to believe in our future. See what the future is. Cherish and value what you ve done but know the next five years can and will be even bigger. And as those five years go on, we will be a gigantic player on the world stage and we will impact this country. That s what it s about. We have an opportunity once in a generation. No small goals. We ve got the right to think big because of what you ve done. Number one in wireless, coming together with Sprint. We re going to do 5G in a way nobody s done. Customer-obsessed T-Mobile brand because you re all truly unstoppable.

**Strategy**

Mike Sievert

*Chief Operating Officer, T-Mobile*

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Every person we hire, every promotion we make, every project we approve, every priority we establish has got to continue to be about the customer. And as long as we never let that go, we ll always have this source of differentiation because when we come together with Sprint and create a company 129 million customers, we ll be closer to the size of AT&T and Verizon. But my question for you is, when we are, are we going to be like them? No way and that s what makes us different.

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[There s] a few simple things we can invest in. The first is, as John said, Un-carrier everywhere. Taking the Un-carrier idea to more places and more people. Anybody a fan of the Un-carrier here? Yeah. We re going to expand it. We re going to double down on what works.

Second, beyond the smartphone. Listen, we know that 5G is coming. The world is changing. It s not going to unfold for everywhere for all time on these little 5.5-inch pieces of magic glass we call smartphones. We have to be ready for the future and make the right investments.

And thirdly, and this is one strategy I m not cheating with calling it too, is simplicity and digitalization. That s because we realize in this company that you can t digitalize and super give our people digital super powers to take care of their customers unless you simplify first. And man, we got a lot of work to do in this company to simplify everything and we ll talk about.

But let s talk about these one at a time. And first, Un-carrier everywhere. And as I said, this is about more people and more places; more segments and more geographies. And let me just start by asking a question. Was anybody here involved in or appreciative of the world s fastest retail expansion in the history of this world in the last year? Were you have you this is unbelievable.

We opened 3,000 stores last year across Metro PCS and retail led by Tom Keys and Jon Freier. And what an amazing thing that was the fastest growing retailer in the world last year. Now, that s an incredible thing and it s on the heels of what s been an incredible network expansion so we re bringing the Un-carrier to more people.

Our stores now for T-Mobile brand reached 261 million Americans. And the job is just getting started. We now have to get involved in these communities, bring our marketing teams, show that we re here to stay, get involved in the community, sponsor the high school football team, get involved in philanthropy and community organizations, localized advertising. Be there for the people to show them we re here to stay and that s a big part of what we ll be doing over the next year.

Secondly, we ve got to prepare for coming together with Sprint for the new T-Mobile to build another 600 to 1,000 stores after the transaction closes. So, heads down, lots of work to do in bringing the Un-carrier everywhere.

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Man, what a huge opportunity in front of us. And I just want to quickly say to our business team, you have earned your way into the core strategy of this company. We rely on this business and to say congratulations to every person in this room that had to do with an all-time historic 2 million business activations in the last year. It s an unbelievable performance, unbelievable.

Thank you, Mike Katz, for your leadership in this space. Thank you to your team. Thank you for making business at the center of our strategy and earning your way into the middle and the core of this strategy because any audience that is so underserved and overpriced as this audience needs to be corrected by the Un-carrier and that s why we re plunging ahead so quickly.

About 20% of our net adds now we know we have more work to do here. We re working very hard to automate the processes, to give our team better tools, to give our customers better tools, to develop solutions for our customers because we ve now thanks to the T-Mobile for business team earned our way into the CIO s office, into the real decision makers and they want to know, do we have wider and more integrated solutions than just connectivity?

So, we re working really hard to lay the foundation to allow this business to continue to grow in the years to come. And I can tell you that this combination with Sprint will only super charge our ability to be competitive in this market because finally when you hear this network story from Neville, you ll understand that the key thing that has held back business customers for so long is something that we re not just going to correct, we re going to leapfrog AT&T and Verizon. And I want you to know whether you work on consumer or business, there s something you should know about how business customers make decisions. They actually try this stuff.

And if you re working in consumer, if you see our success in business, you should feel great about that because it shows what happens when you get past the reputation and you look at the facts. And when business customers look at the facts with an actual test with hundreds of units, they pick T-Mobile. So, thank you T-Mobile for business team for everything you re doing. That is Un-carrier everywhere. Are you with me on it? Okay.

So, the second strategy is beyond the smartphone. And as I said, this is really important and we re not going to get into it today. But I just want to say two things. First of all, Jeff Binder and the Layer3 TV team leading our home and entertainment strategy for the entire company, thank you for being part of this team, part of our future. And I can tell you that with this combination with Sprint, we are going to create the 5G network circumstance that s going to allow us to not just bring video into people s homes but the very internet connections themselves that that video relies on to be able to provide across the board service to American households for the first time ever. This Sprint transaction will turbo charge what we re doing in home entertainment and I m so proud that you re a part of our team. And I can t wait to see what comes later this year when we launch the T-Mobile branded version of our TV strategy.

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Look, all of these strategies are meant to prepare our company for an incredible moment in our company s history, for the coming together of with Sprint to create the new T-Mobile. The strategies make sense of course for a standalone future but they make even more sense in the context of a company that will soon be nearly twice its size, that will soon have the capability to create the world s most advanced 5G network.

These strategies are meant to get us ready, to focus our energies and efforts and to take advantage of the two things the network capabilities that underlie everything in this company that we re going to hear about and the customer experience obsession that s at the core of our culture. So, are you with me on all that?

Well, look, we re going to hear about our brand and what we need to do to differentiate it. We re going to hear about our network and how it s second to none and on its way to being the best anyone s ever seen in this country. But first, we ve got to hear about the business. We ve got to hear about how we pay for all these network and brand investments. We ve got to hear about the magic of the value we can unlock when we come together with Sprint to create the new T-Mobile. And in order to do that, I need to ask you one more time to get right on your feet right now and give it up for the best CFO in this industry, the magenta cowboy himself, Braxton Carter.

**Financial Strategy**

Braxton Carter

*Chief Financial Officer, T-Mobile*

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Five years ago, we laid a plan out for the future. We knew that customer growth would be the absolute key to growing revenues. And revenue growth would grow net income and adjusted EBITDA adjusted EBITDA is just cash flow of the company from the operations. And as we grew that profitability, we could start growing our cash flows to invest right back into the business into our network, into our infrastructure, into our people, into our programs, into our expansion. And that s the virtuous circle. And it s worked so well.

You know, John talked about the great financials of the company. And we re pouring all of our money right back into the company.

Okay, you know, let s talk a little bit about the new T-Mobile and what it really means. And when you look at these charts, when the arrows go from the lower left to the upper right, that s a really good thing. It really is. $43 [billion?] of net present value of synergies is expected. And where that comes from is shutting down the Sprint network. This is a network story. And taking whatever assets out of that network and enhancing the foundation of our company. And there s very few opportunities in America where the synergies of the deal exceeded significantly the market cap of the acquired company, Sprint, so very, very unique opportunity.

Revenues pro forma if we were merged right now would be $75-ish billion.

Service revenues pro forma right now would be maybe 53, 54, 55 billion.

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Adjusted EBITDA right now pro forma, the margins would be 40 to 42%.

And this is going to create amazing opportunity to invest back into our business and to create significant shareholder value.

And that s before we get to some really interesting things in the future. When you look at 5G and the foundation that Neville and our network team are laying in place right now and the things that we can t even dream of today that are going to change our lives, we are going to be at the forefront of that. And it s going to be an amazing differentiation and value creating opportunity for our company. So, we re very, very excited about, you know, the world ahead of us and the path ahead of us. The future is tremendously bright.

So, this, you know, as we re talking about, this creates amazing opportunities.

That s because we have a massive amount of investments that we need to make but we re still going to be generating net cash. That s after all investment in the network.

And think about the flexibility and the opportunity that that will allow for us to do things in the future.

So, often times, you know, you look at these big transactions and go, Oh my gosh. There is going to be a lot of debt associated with it. One of the things that we did together, we have the healthiest balance sheet and the least amount of leverage of any other carrier in the United States. Pro forma for this transaction, the leverage is going to be 2.9 times. And what that means that basically three years worth of EBITDA would pay off every bit of debt. And right now, we re about 2.3 levered.

And contrast out to AT&T. With the Time Warner deal, they re going to have $250 billion worth of debt and their pro forma leverage is 3.9%, a full turn higher than ours, so we are maintaining the strongest balance sheet and the most financial flexibility in the industry. And just think what we re going to be able to do with the opportunity here. It s going to be so incredible. So who is excited about the new T-Mobile? Yeah. Come on.

Okay, so the foundation of our company, the network led by Neville Ray in the most amazing network team that it has been assembled on this planet, our true mad scientist who day in and day out has provided incredible leadership innovation in the foundation of what we do and sell and provide to our customers every day. My very good friend and just the best CTO in the entire world Neville Ray is out next. Yeah, Neville.

**Network**

Neville Ray

*EVP & CTO, T-Mobile*

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So John and Mike talked about this transaction. There is nobody happier in the room than me with this transaction. We are going to create the mother of all networks, believe me. This thing is going to be just incredible. Technology folks, the radio guys in the room, you know how this works.

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When you put together the spectrum assets, the millimeter wave and the low band spectrum that T-Mobile has, and you combine that with the mid band 2.5 gig that Sprint has finally put in that 2.5 gigahertz spectrum on a network where it can sing, right, and it can really, really do exciting stuff. That is absolute magic, absolute magic.

The capabilities, the things that we can drive of this network are truly amazing. Think about speeds that can go from 30 megabits per second to a north of 400 megabits per second. That s what we can do with this combination. Capacity that can come off this network, orders of magnitude greater than anything we could possibly do today with the respective companies.

This is a once in a career opportunity to put a network in place that will lead the industry in the US and maybe lead globally in terms of 5G and what can happen over the next five years, an incredible, incredible opportunity and story. So we are jumping at a bit.

We want to get this, the CBS, get the FCC happy, DOJ happy, all those guys just say yes and then we can go on with the work we need to go do.

And I have a team across this nation who are more ready and more capable than anybody else in the entire world to go make this happen and deliver the broadest and deepest 5G network that anybody has ever seen. That s what we re going to go do.

Okay. So we get started this year. So with or without Sprint, we are building out 5G and we ve made our announcement we re deploying 30 cities starting deployment in 30 cities this year as millimeter ways spectrum and 600 megahertz.

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When we get devices that we will have, that s what we are focused on for 19 mobile phones. We ll have those in the first part of 19 we will start to launch services.

We build out the network more in 2019. By 2020, that network will be nationwide. Remember that from T-Mobile: nationwide 5G coverage. So that s the story. We re going to start very we re already building effectively for 5G. The LTE gear we re putting down on 600 megahertz is 5G ready. So the team has done an incredible job of future-proofing our investment and our network for the 5G future. So that s coming, super, super fast. What does it look like? So there is a lot of stuff going to appear on this slide here, lot of things in 5G. You heard Mike and John talk about some of these.

We re going to go after the fixed broadband business. We now have the capacity and capability to provide a real alternative for folks who are underserved and paying way over the odds on their home broadband. We can do that with this network. Go over to the far right-hand side, internet of things. We can now do on IoT what nobody else can do because nobody else has the low band spectrum to build out nationwide 5G coverage. That s what we can do and uniquely do. So that IoT space is super exciting for us and we re starting to pour resources into the investment and leadership of that effort.

Then in the middle, all the wireless and mobile stuff, what happens today? Massive opportunities, incredible growth opportunities with capacity and speeds. Think about a world where you now have a smartphone that can do hundreds of megabits per second? Gone are the days of lower definition video. Everything is going to move to HD and 4K video. We re going to be right in the middle of that. Think about a world of augmented reality where your wearables

are going to deliver you real lifetime real-time live content in ways that you can only imagine today, heads up displays that present information to you with no interaction with a 4.5 piece of glass you normally carry around in your pocket.

The opportunities are absolutely endless in this space. Think about gaming. Think about 5G Fortnite. Anybody playing Fornite in the room? Think about gaming. And if you can t deliver a game that lives in a smartphone form factor and is incredibly reactive and dynamic, you re going to be dead. Nobody is going to want to play the stuff on a terminal at home. That s not what I see with games today.

So all these things start to become possible. What does that look like? We think average usage per customer five, six years out will be starting to approach 100 gigabytes per month. That s an order of magnitude greater than our wireless consumers today and it s about what the average household in the US consumes. That s what we think is going to happen in that 5G mobility space.

Okay, so I m going to wrap. What am I excited about? I said the last five years we spent getting even, right, from a network perspective. When we look forward the next five years, we are going to move so far, so fast out in front of AT&T and Verizon who were stuck in a position that they cannot respond with the spectrum assets and capabilities that we have in the network where we now can define the future of wireless. You heard it from John. You heard it from Mike.

Can you guys believe that? Can you believe that after five years worth of work and with the Sprint transaction, we can now create the 5G future for the United States. We can have AT&T and Verizon looking at us and saying how do we do that? How do we catch up with those guys? Why do I keep losing my customers every day? We have the real opportunity to become the biggest boldest loudest wireless company in the United States. That s what we re going to go do this next five years. Does that sound good? All right.

So last thing from me. My rallying cry, America s largest 5G network. You think our customers will like that? I tell you when we ve been on the road, our retail teams are much louder. Do you think our customers will like that? There we go. That s better. Awesome.

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**Q&A**

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**John Legere:** Hey, by the way that s something I m also very proud of. You know Team of Experts is such a major differentiator for our company.. I mean it s transforming care in the world. And we were in discussions for a long time with Sprint, and I will tell you that in most deals when you put companies together, that s when things like care get shrunk and they spend less and that s called a synergy.

We were very clear from day one when we talked about these companies coming together that not when you come together with our company. Because when you come together with our company we are going to transform your care to our model. So in one of the first times I can ever remember, customer care in this deal is what s called a dis-synergy. We re actually spending more money on care than the two companies were before. And a major component of the job story of this company is the creation and expansion of thousands of new care jobs in the United States and new centers. So it s very, very exciting. And that s going to make, in and of itself, a gigantic, gigantic difference. So care is a real deal in our company.

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This communication shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the U.S. Securities Act of 1933, as amended.

**Cautionary Statement Regarding Forward-Looking Statements**

This communication contains certain forward-looking statements concerning T-Mobile, Sprint and the proposed transaction between T-Mobile and Sprint. All statements other than statements of fact, including information concerning future results, are forward-looking statements. These forward-looking statements are generally identified by the words anticipate, believe, estimate, expect, intend, may, could or similar expressions. Such forward statements include, but are not limited to, statements about the benefits of the proposed transaction, including anticipated future financial and operating results, synergies, accretion and growth rates, T-Mobile s, Sprint s and the combined company s plans, objectives, expectations and intentions, and the expected timing of completion of the proposed transaction. There are several factors which could cause actual plans and results to differ materially from those expressed or implied in forward-looking statements. Such factors include, but are not limited to, the failure to obtain, or delays in obtaining, required regulatory approvals, and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company or the expected benefits of the proposed transaction, or the failure to satisfy any of the other conditions to the proposed transaction on a timely basis or at all; the occurrence of events that may give rise to a right of one or both of the parties to terminate the business combination agreement; adverse effects on the market price of T-Mobile s or Sprint s common stock and on T-Mobile s or Sprint s operating results because of a failure to complete the proposed transaction in the anticipated timeframe or at all; inability to obtain the financing contemplated to be obtained in connection with the proposed transaction on the expected terms or timing or at all; the ability of T-Mobile, Sprint and the combined company to make payments on debt or to repay existing or future indebtedness when due or to comply with the covenants contained therein; adverse changes in the ratings of T-Mobile s or Sprint s debt securities or adverse conditions in the credit markets; negative effects of the announcement, pendency or consummation of the transaction on the market price of T-Mobile s or Sprint s common stock and on T-Mobile s or Sprint s operating results, including as a result of changes in key customer, supplier, employee or other business relationships; significant transaction costs, including financing costs, and unknown liabilities; failure to realize the expected benefits and synergies of the proposed transaction in the expected timeframes or at all; costs or difficulties related to

the integration of Sprint s network and operations into T-Mobile; the risk of litigation or regulatory actions; the inability of T-Mobile, Sprint or the combined company to retain and hire key personnel; the risk that certain contractual restrictions contained in the business combination agreement during the pendency of the proposed transaction could adversely affect T-Mobile s or Sprint s ability to pursue business opportunities or strategic transactions; effects of changes in the regulatory environment in which T-Mobile and Sprint operate; changes in global, political, economic, business, competitive and market conditions; changes in tax and other laws and regulations; and other risks and uncertainties detailed in T-Mobile s Annual Report on Form 10-K for the fiscal year ended December 31, 2017 and in its subsequent reports on Form 10-Q, including in the sections thereof captioned Risk Factors and Cautionary Statement Regarding Forward-Looking Statements, as well as in its subsequent reports on Form 8-K, all of which are filed with the SEC and available at *www.sec.gov* and *www.t-mobile.com*. Forward-looking statements are based on current expectations and assumptions, which are subject to risks and uncertainties that may cause actual results to differ materially from those expressed in or implied by such forward-looking statements. Given these risks and uncertainties, persons reading this communication are cautioned not to place undue reliance on such forward-looking statements. T-Mobile assumes no obligation to update or revise the information contained in this communication (whether as a result of new information, future events or otherwise), except as required by applicable law.