

T-Mobile®

# CODE OF BUSINESS CONDUCT



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# UN

## A Message From John:

We've spent the past several years forcing change on the wireless industry and our Un-carrier strategy continues to deliver fantastic results.

How we do things along the way is just as important as the results we deliver. We move fast, we turn on a dime, and we play hard - but we will never sacrifice our core values just to get ahead.

We all have a role to play. Our continued success relies on earning the trust of our customers, suppliers and business partners, and one another each and every day. We all have an obligation to conduct business with uncompromised ethics. Winning is important, but how we get there matters!

Our Code of Business Conduct provides clear expectations on how we "Do it the right way" at T-Mobile. Take a few minutes, read it, internalize it and use it to help guide decisions and choices we all make on a daily basis. Whatever your responsibilities at T-Mobile may be, you're responsible for conducting yourself according to these high standards.

It's important that we continue to make honest assessments about how we're doing things along the way. If you feel someone's falling short of our Code, I want you to speak up. It makes no difference who you are, or who they are—what's important is that we take action to get back on track. And know that we have your back—retaliation of any kind will not be tolerated. Period.

Let's keep working hard to disrupt the wireless industry—and let's keep doing things the Un-carrier way—the right way!



**HOW  
WE  
PLAY**

# HOW WE PLAY

**WE PLAY TO WIN AND HAVE FUN.  
AND WE DO IT THE RIGHT WAY.**



# HOW WE PLAY

We're changing the wireless industry! And we're doing it the RIGHT Way—by following high standards. You'll find those standards in this Code of Business Conduct.

The Code is a snapshot of the legal and policy requirements we follow here at T-Mobile as part of our commitment to ethical business practices. Keep in mind it's a guide, not the last word. If you need more detail, take a look at our [company policies](#).

All of us at T-Mobile and its subsidiaries—employees, officers and board members—are expected to uphold this Code.

We take this expectation seriously.

- No one can ask you to break the Code.
- Waivers of any Code requirement for executive officers and members of the T-Mobile Board of Directors can be made only by the T-Mobile Board, and will be promptly disclosed to shareholders.
- Code violations can land you in a world of trouble. You could face discipline, and even get fired.

## Ask Questions

Look, the Code can't cover everything. Life is complicated, and sometimes throws surprises at you.

When you're faced with a difficult decision, and the Code isn't helpful, do the smart thing: **Stop. Think. Ask.**

OK, let's break this down:

**Stop:** Don't make a snap decision. When in doubt, step back and think about things.

**Think:** Before you act, ask yourself these questions. Act only if the answer to ALL of them is "yes":

- Is my action legal?
- Is it consistent with our Code and T-Mobile policies?
- Is it the right thing to do for customers, co-workers, shareholders, suppliers, and business partners?
- Would I feel OK about my action if I read about it on someone's Facebook page? Or if my mom knew about it??

**Ask:** Not sure if the answer to each question is "yes"? Ask for help. And keep asking until you're satisfied that you'll do something that will make Team Magenta proud.

## Got a question? We're here for you.

- Your manager or next-level manager
- Human Resources business partner or Legal Affairs partner
- [T-Mobile Compliance & Ethics](#)
- Our 24/7 Integrity Line at 1-866-577-0575 or [www.T-MobileIntegrityLine.com](http://www.T-MobileIntegrityLine.com) (Anonymous questions are OK)
- Or, you can connect with ["Additional Resources"](#) that are available to help.



# HOW WE PLAY

## Speak Up

If you see something that violates the law or the Code, say something. Follow your gut. Something doesn't seem quite right to you? Then it probably isn't. Call it out so it can be dealt with and everyone can get back to doing things the right way.

What's the best way to report a concern? You can always start by talking with your manager, next-level manager or Human Resources business partner.

If you're not comfortable using these resources, or don't feel they resolved your concern, contact [T-Mobile Compliance & Ethics](#). This team is available to all T-Mobile employees, customers, suppliers, shareholders, and business partners who want to raise concerns.

T-Mobile provides several other ways to report a concern:

- Our Integrity Line: This 24/7 resource is managed by a leading third-party reporting service. You have the option to remain anonymous.
  - By phone: 1-866-577-0575
  - By web: [www.T-MobileIntegrityLine.com](http://www.T-MobileIntegrityLine.com)
- Our [Chief Compliance Officer](#)
- The Chair of the Audit Committee (Board of Directors)



Questions and concerns about accounting, internal accounting controls, or auditing issues (or other issues) can be submitted (including anonymously) to:

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

We hope you'll use these resources. But keep in mind, nothing in this Code or in any company policy or agreement prevents you from making a good faith report to outside governmental or regulatory authorities.

No matter how you choose to report, we'll review and investigate your report with care. And we'll let you know when we're done.

Because we're committed to doing things the right way, violations of the legal or policy requirements in this Code could result in discipline, including job termination.

## Don't Retaliate

We don't tolerate retaliation—ever. Anyone who reports a possible violation of the law, this Code or any company policy in good faith is protected from retaliation. Any employee who is found to have retaliated may be disciplined and could lose their job.



[Whistleblower Protection Policy](#)

## Leaders Set the Tone

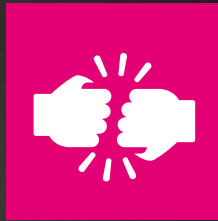
We expect our managers to lead by example and encourage everyone to do things the right way.

What do we mean by that? We mean that T-Mobile leaders follow the Code every day and expect the people who work for them to do the same. We want our leaders to take it to the competition, but in a way that meets our high ethical standards. And no one should ever feel they're being asked to bend the rules to meet a company goal.

It also means that our leaders take care of problems before they become bigger problems. If an employee sees something that worries them, our leaders listen to that employee and let them know that speaking up is the right thing to do.

Finally, it means that our leaders forward reported legal or Code violations to [T-Mobile Compliance & Ethics](#). And leaders demonstrate zero tolerance for retaliation. No one gets punished for raising a good faith ethical concern or possible legal or Code violation.





# WE TAKE CARE OF OUR CUSTOMERS

**WE EARN THE TRUST OF OUR  
CUSTOMERS BY PUTTING THEM  
FIRST EVERY DAY.**



# WE TAKE CARE OF OUR CUSTOMERS

## Treat Customers Honestly and Fairly

Why do customers love T-Mobile? Because we listen to them, then go all out to meet their needs. That doesn't mean over-selling. It means giving customers honest and complete information about our great products and services. It means delivering what we promise. And we never charge customers for things they haven't authorized.

## Guard Customers' Private Communications

Customers expect us to protect their private communications. And we do! We'll comply with government requests for customer communications, but only to the extent the law requires. Be sure to refer all government and law enforcement requests for customer communications to the [Law Enforcement Relations Group](#).

## Protect the Confidentiality of Customer Information

Customers entrust a lot of sensitive information to us—credit card numbers, Social Security numbers, addresses, all sorts of things. We hold other customer information as well, like call detail records and location data. Here's the thing: We protect the confidentiality of our customers' information. We collect, use, and store this sensitive information only so far as is permitted by law, T-Mobile Terms & Conditions, and company policies.

When it comes to customer information, we're also careful about access and disclosure: We access this information only when we need to when doing our job—and only to the extent our job duties allow. And we access customer information only for the legal and business reasons listed in our Terms & Conditions and Privacy policies, or when we have received advance authorization from the customer or our manager. We share customer information only if the customer says we can or we're allowed to by the law, our Terms & Conditions, or Privacy policies.

If the police, the government, or an attorney is asking for customer information, notify the [Law Enforcement Relations Group](#).

[T-Mobile Privacy Policy](#)  
[MetroPCS Privacy Policy](#)  
[CPNI Policy](#)  
[Customer Location Information Policy](#)  
[Terms and Conditions](#)

## Honor Rules That Apply to Governmental Customers

Working with governmental customers takes particular care. They have special bidding, pricing, disclosure, contracting, and certification requirements for companies with which they do business, like us. They also have specific rules about gifts and entertainment, political donations, and who can contact government employees to market goods and services during active government procurement opportunities or under an existing government contract.

We completely get what it means to work with the government, and go to the extra lengths that government rules require.

[Political Activities & Lobbying Policy](#)  
[Anti-Corruption Policy](#)







# WE RESPECT EACH OTHER AND OUR ENVIRONMENT

WE SUCCEED BY DOING RIGHT BY EACH OTHER AND OUR ENVIRONMENT.



# WE RESPECT EACH OTHER AND OUR ENVIRONMENT

## Do Not Tolerate Discrimination or Harassment

We love our diverse workforce, and our culture of inclusion. All the great ideas and different viewpoints our co-workers bring to work are what make T-Mobile such a great place.

Help keep our awesome work environment awesome. Don't discriminate and don't engage in unlawful harassment (such as sexual harassment). We follow laws against discrimination everywhere we do business.

## Protect Confidential Employee Information

Our customers expect their privacy, and so do our co-workers. So we respect it. We don't access or take employee information from company systems unless required for authorized legal or business reasons. And only people who need to know can access or take this information.


 [Acceptable Use Policy for Information and Communication Resources](#)

## Put Health and Safety First

We want everyone to be safe on the job. So we work hard to prevent accidents and injuries by reducing workplace hazards and complying with all safety laws and regulations.

What's more, we follow T-Mobile's health and safety program, complete required training, and follow the safe work practices that apply to our jobs. We also look out for each other by reporting and investigating workplace injuries and by being prepared to respond to potential emergencies.

If you see something that could pose a hazard, correct it. If you can't, tell your supervisor, site safety contact, or local facility manager immediately, so they can address it. If you have safety questions or concerns, e-mail [Safety@T-Mobile.com](mailto:Safety@T-Mobile.com), or call the Safety Hotline at 877-604-SAFE (7233).

 [Environmental, Health and Safety Policy](#)  
[Environmental Health and Safety Standard](#)  
[T-Mobile Employee Safety Site](#)

## Minimize our Impact on the Environment

We know our customers try to go green, and we do the same. We strive to make business decisions that preserve the environment. And we work to minimize waste and maximize natural resources through product reuse and recycling, cutting energy use, sustainable product packaging, waste reduction initiatives and ride sharing. Every sustainable contribution helps and we're committed to doing our part!

And that includes following laws protecting the environment everywhere we do business.

 [T-Mobile Sustainability Site](#)



24/7

# WE DEMONSTRATE INTEGRITY 24/7

WE'RE TRANSPARENT. WE DO  
THE RIGHT THING EVEN WHEN  
NOBODY IS WATCHING. OUR  
BUSINESS DECISIONS ARE BASED  
ON BUSINESS FACTORS. PERIOD.



LONDON



NEW YORK



SHANGHAI



# WE DEMONSTRATE INTEGRITY 24/7

## Don't Steal or Deceive

Theft and fraud hurt our reputation, our brands, and every one of us. So we don't embezzle, steal, or take money, property, or services that don't belong to us.

## Maintain Accurate Records and Reports

Each of us must be sure that the records and reports we produce are accurate and complete. Our financial and accounting records must be correct and include all transactions and assets. And we don't mislead, record things that didn't happen, or leave out important information. That goes for financial reports, documents and communications as well, including those we file with the Securities and Exchange Commission and provide to investors.

In addition, we don't hide cash or company assets or use them for unauthorized purposes or to break the law. Lastly, any report or statement filed with or given to the government or the public must be accurate, complete, and timely.

[Anti-Corruption Policy](#)

[Travel, Expense and Corporate Card Policy](#)

## Avoid Conflicts of Interest

Lots of us have outside interests. It's important that those activities are legal (of course!), and that they don't get in the way of doing what's best for T-Mobile when we're doing our jobs. If they do, that's called a conflict of interest.

Conflict of interest is hard to define because it can take many forms. Put simply, it's when your personal interest, relationship, or activity influences—or can be seen by others as influencing—your ability as a T-Mobile employee to do what's best for the company.

Here are some examples: You have a family member who needs a job, so you hire them to work for T-Mobile. Conflict! Or you start dating someone you supervise. REALLY a conflict. Let's say you take a job working part-time in a competitor's wireless store. Big conflict. Or you participate in the selection of a vendor that your spouse works for or a friend owns. Yep, conflict.

Sometimes conflicts seem innocent. After all, maybe you're just trying to help a friend or relative. Or you're confident the conflict won't affect your work for T-Mobile. But to make sure you're doing the right thing and not risking your own job, talk over the situation with your manager.

Be aware that the activities of OTHERS can create a potential conflict of interest for YOU. Like if your brother hires on with a T-Mobile supplier. Or your wife starts working for a competitor. You haven't done anything, but now you have a potential conflict.

The best way to prevent conflicts is to avoid those things that could be seen as influencing you on the job. But is this always reasonable or necessary? No! That's why you must tell your manager and Human Resources business partner about personal interests, relationships, and activities that could conflict with your job. They'll review the situation and advise you on what to do. You can also contact [T-Mobile Compliance & Ethics](#).

Another kind of conflict is when you use your T-Mobile position to benefit yourself. Like scoring game tickets from a vendor by hinting you can give them some T-Mobile work. Or taking for yourself business opportunities you learn about at work that T-Mobile would be interested in pursuing. Always avoid these conflicts.

Lastly, NEVER compete with T-Mobile. But why would you want to?

### [Avoiding Conflicts of Interest Policy](#)

*Note: The provisions of our certificate of incorporation regarding the duties of non-employee members of the board of directors takes precedence over any provision in this section that is in conflict.*



# WE DEMONSTRATE INTEGRITY 24/7

## Exchange Only Reasonable Business Gifts and Entertainment

It's a normal part of doing business—you want to take a potential business partner to dinner, or a vendor wants to show their gratitude to you with some kind of gift.

These things are generally OK, so long as these gift and entertainment conditions are met:


- They're legal and serve a legitimate business purpose.
- They're not an effort to influence a business decision or gain special treatment, and are not likely to be seen as one.
- Gifts from a single giver don't exceed \$100 in value in a calendar year.
- The gift is not cash (or a cash equivalent).
- The entertainment is not frequent or routine.
- They would not embarrass T-Mobile if word got out.
- The gifts or entertainment you give are accurately reflected in accounting records and expense reports.
- A gift or entertainment (including meals) does not go to a government employee or the employee of a government-owned business, unless you have a written OK from [T-Mobile Compliance & Ethics](#).

Sometimes vendors may give us products or services to evaluate. And sometimes T-Mobile may give phones or accessories to another company or an organization for business reasons. That's generally fine, as long as everyone knows what's going on, it's legal, and it aligns with T-Mobile's business interests.

It's fine if you attend a social function hosted by a vendor or supplier. Just talk with your manager first and make sure the event meets the conditions we just mentioned.

Make sure that corporate charitable donations to a non-profit organization follow our Charitable Contributions Policy.

Finally, never ask our vendors, suppliers or other business partners for gifts or entertainment.

 [Anti-Corruption Policy](#)  
[Charitable Contributions Policy](#)  
[Gifts and Business Entertainment Policy](#)  
[Political Activities & Lobbying Policy](#)  
[Travel, Expense and Corporate Card Policy](#)

## Don't Buy or Sell Stock When You Have Material Non-Public Information

As a T-Mobile employee, you probably know lots of stuff about the company that outsiders don't. That may include information that isn't yet public and could move our stock price. When that's the case, you cannot buy or sell T-Mobile stock. Same thing when you've become aware of information about a third party on the job, including a T-Mobile supplier or vendor, that isn't yet public and could affect its stock price; don't buy or sell the stock. It's also against our policy—and is likely illegal—to give friends and relatives tips on whether to buy or sell stock when you have material non-public information that could affect its price.

 [Policy on Securities Trading](#)





# WE DO BUSINESS THE RIGHT WAY

WE PLAY HARD, AND WE PLAY FAIR.  
IT'S HOW WE ROLL.




# WE DO BUSINESS THE RIGHT WAY

## Uphold T-Mobile's Anti-Corruption Commitment

It goes without saying that corruption is bad for business and it's bad for society. We follow all U.S. and foreign laws barring corruption and bribery.

That means we don't offer or take bribes or kickbacks from anyone—whether a government official or private person. In other words, never offer or take anything of value to improperly influence a business or government decision, or to create a return obligation or expectation of favorable treatment.


 [Anti-Corruption Policy](#)  
[Travel, Expense and Corporate Card Policy](#)

## Deal in Good Faith

We achieve amazing results—the right way. We follow all laws and regulations that apply to our business, even those not specifically mentioned in this code. More than that, we're fair and honest in our business dealings. We don't try to gain unfair advantage over competitors, suppliers or customers by tricking anyone, taking advantage of confidential information, or fudging on the facts.

## Compete Fairly

We take care of our customers by fixing pain points. We've ignited a new level of competition in wireless and we're changing the industry for good! And we won't stop. When we amp up competition customers win, so we compete hard. That means we follow antitrust laws, compete fairly, and don't conspire with our competitors to rig prices, fix bids, divvy up sales territory, or boycott particular suppliers or customers. Because it's smart to avoid even the appearance of not following antitrust laws, we won't even TALK to our competitors about these things.

 [Antitrust Guidance](#)  
[Meetings with Competitors Guidelines](#)

## Respect Others' Trade Secrets and Confidential Business Information

We have trade secrets; our competitors have trade secrets. Just like we wouldn't appreciate it if they tried to do something sneaky to learn what our next big move will be, we respect the fact that they too have confidential information. So we don't use illegal or unethical methods to gather confidential business information that belongs to other people or businesses. That includes any sensitive information—business plans, technical info, marketing strategies, and so on.

We also don't hire people to glean the business secrets of the company where they last worked. And if you DID work for one of our competitors, please keep confidential information about them to yourself.

Finally, if you somehow come across trade secrets or other confidential business information belonging to another person or business, don't take advantage of it. Immediately secure the information without using or sharing it and tell your manager. Your manager should contact your Legal partner or [T-Mobile Compliance & Ethics](#) right away for guidance.

 [Competitive Intelligence Policy](#)



# WE DO BUSINESS THE RIGHT WAY

## Engage Ethical Suppliers

We look for suppliers who remind us of ourselves—ethical, hard-working, and customer-focused. And we want them to share our commitment to diversity, human rights, and business practices that are fair and considerate of their workers and the environment. Before selecting or retaining suppliers, we consider their business integrity and let them know about our ethical expectations.

In addition, we stand fully behind U.S. and international efforts to stop slavery and human trafficking. We have a zero-tolerance policy against trafficking and activities related to trafficking.



[Anti-Corruption Policy](#)

## Follow Rules on Campaign Contributions, Lobbying and Gifts to Government Officials

T-Mobile wants to inform and guide government decisions that impact our business, customers, and employees, so we actively participate in the political process. We engage the right way—by following all campaign contribution and lobbying laws and the ethical standards that apply to dealing with public officials and government employees.

Don't use corporate money or other resources to support a political candidate or cause, except as permitted by law and specifically allowed in company policy. If you use your own resources to make a donation to a cause or candidate on T-Mobile's behalf, note that we can't reimburse you for that.

Keep in mind that only authorized employees of T-Mobile are allowed to lobby government officials and employees on behalf of T-Mobile.

Don't offer gifts, meals or anything else of value to government officials and employees without the approval of [T-Mobile Compliance & Ethics](#).

Lastly, do your personal political work with your own resources and on your own time—not T-Mobile's.

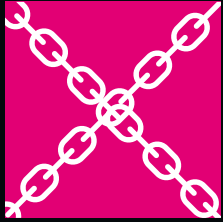


[Political Activities & Lobbying Policy](#)

[Travel, Expense and Corporate Card Policy](#)







# WE PROTECT T-MOBILE INFORMATION AND ASSETS

WE KEEP OUR COMPETITIVE  
ADVANTAGE AND PROTECT  
T-MOBILE BY USING COMPANY  
RESOURCES WISELY.




# WE PROTECT T-MOBILE INFORMATION AND ASSETS

## Safeguard T-Mobile Information

We're in a fiercely competitive industry. Our "secret sauce" to doing well is our ability to use our business information and technical know-how to introduce leading-edge products and services that our customers love.

We keep this valuable commercial information confidential. We don't disclose it to anyone outside the company unless we get advance approval from our manager. That goes for any confidential company information, trade secrets, inventions, details about our network—all that stuff. Releasing confidential information can hurt T-Mobile and lead to serious legal trouble. Sometimes we'll tell a vendor or partner some of this information, but only after they sign a non-disclosure agreement. Be careful with your co-workers too, and share certain information only if they really need to know.


If a government or law enforcement agency or an attorney asks for T-Mobile information, ask [Legal Affairs](#) for advice before you respond.

 [Acceptable Use Policy for Information and Communications Resources](#)  
[Social Media Policy](#)

## Use Company Assets Responsibly

Let's all take care of T-Mobile. Use such things as company funds, property, vehicles, equipment, and office supplies first and foremost for company business. Try not to lose or waste them. And take common sense steps to protect them from theft.

During your daily work, use e-mail, web-browsing, social media and other digital resources provided by T-Mobile in a way that meets our business needs and our Acceptable Use Policy and Social Media Policy. When you use the company's digital resources, remember that we have no expectation of privacy. When necessary, T-Mobile can monitor and use any content that's shared or stored on them.

 [Acceptable Use Policy for Information and Communications Resources](#)  
[Social Media Policy](#)



# ADDITIONAL RESOURCES

Sometimes the Code and the supporting policies don't have the answers to all your questions. Don't worry, we've got you covered! In almost all cases, you can start with our go-to resources.

- Your manager or next-level manager
- Human Resources business partner
- [T-Mobile Compliance & Ethics](#)
- Integrity Line: 1-866-577-0575 or [www.T-MobileIntegrityLine.com](http://www.T-MobileIntegrityLine.com) (Remember, the Integrity Line can be anonymous)

If they can't answer your question or address your concern, contact the additional resources below.

- Antitrust or competition: [Antitrust Compliance Officer](#)
- Company information security: [T-Mobile Privacy](#)
- Customer information security: [T-Mobile Privacy](#)
- Government sales or contracts: Legal Affairs partner
- Political activities or lobbying: [Government Affairs](#) or [Legal Compliance](#)
- Requests for Customer Information: [Law Enforcement Relations Group](#)
- Requests for T-Mobile information: [Legal Affairs](#)
- Securities trading: [Securities Compliance Officer](#)
- Workplace safety: [Safety@T-Mobile.com](mailto:Safety@T-Mobile.com) or 1-877-604-SAFE (7233)

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