

T-MOBILE US, INC.

CODE OF ETHICS FOR SENIOR FINANCIAL OFFICERS

(As Adopted on May 1, 2013)

Principles Governing Professional and Ethical Conduct: It is the policy of T-Mobile US, Inc. (“*T-Mobile*”) that T-Mobile’s Chief Executive Officer, Chief Financial Officer, treasurer, principal accounting officer and controller (or persons performing similar functions) adhere to, advocate and promote the following principles in addition to T-Mobile’s Code of Business Conduct and other policies or guidelines that relate to the areas covered by this Code of Ethics for Senior Financial Officers (the “*Code of Ethics*”):

- honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- full, fair, accurate, timely and understandable disclosure in reports and documents that T-Mobile files with, or submits to, the Securities and Exchange Commission (the “*SEC*”) and other regulatory authorities and in other public communications made by T-Mobile;
- compliance with laws, rules and regulations applicable to T-Mobile; and
- the prompt internal reporting of violations of this Code of Ethics.

It is T-Mobile’s intention that this Code of Ethics be its written code of ethics under Section 406 of the Sarbanes-Oxley Act of 2002 complying with the standards set forth in SEC Regulation S-K Item 406.

Reporting and Treatment of Violations: Persons who become aware of suspected violations of this Code of Ethics should report such suspected violations promptly to the T-Mobile General Counsel or Chief Compliance Officer, who will forward such report to T-Mobile’s Audit Committee of the Board of Directors. To assist in the response to or investigation of the alleged violation, the report should contain as much specific information as possible to allow for proper assessment of the nature, extent and urgency of the alleged violation. Without limiting the foregoing, the report should, to the extent possible, contain the following information:

- the alleged event, matter or issue that is the subject of the alleged violation;
- the name of each person involved;
- if the alleged violation involves a specific event or events, the approximate date and location of each event; and
- any additional information, documentation or other evidence available relating to the alleged violation.

An employee who in good faith raises an issue regarding a possible violation of law or T-Mobile policy will not be subject to retaliation, and his or her confidentiality will be protected to the extent possible, consistent with the law, corporate policy and the requirements necessary to conduct an effective investigation.

The Audit Committee shall have the power to monitor, investigate, make determinations and recommend action to the Board of Directors with respect to violations of this Code of Ethics. In making such determinations and recommendations, the Audit Committee may take into account, among other things:

- the nature and severity of the violation;
- whether the violation was a single occurrence or involved repeated occurrences;
- whether the violation appears to have been intentional or inadvertent;
- whether the person in question had been advised prior to the violation as to the proper course of action;
- whether the person in question had committed other violations in the past; and
- such other facts and circumstances as the Audit Committee shall deem advisable in the context of the alleged violation.

Consequences of Violations: If a violation is substantiated, the Board of Directors, upon the recommendation of the Audit Committee, may impose such sanctions or take such actions as it deems appropriate, including, but not limited to, the following:

- Disciplinary action (including censure, re-assignment, demotion, suspension or termination);
- Pursuit of any and all remedies available to T-Mobile for any damages or harm resulting from a violation, including injunctive relief; and
- Referral of matters to appropriate legal or regulatory authorities for investigation and prosecution.

Requests for Waivers and Changes in Code of Ethics: A waiver of a provision of this Code of Ethics may only be made by the Audit Committee to the extent it determines in its business judgment that such waiver is warranted. Any waiver (including an implicit waiver) that constitutes a material departure from a provision of this Code of Ethics shall be publicly disclosed on a timely basis, in the manner and to the extent required by applicable rules and regulations of the SEC or other applicable requirements. In addition, any amendments to this Code of Ethics may be made only with the approval of the Audit Committee. Any amendment to this Code of Ethics (other than technical, administrative or other non-substantive amendments) shall be publicly disclosed on a timely basis, in the manner and to the extent required by applicable rules and regulations of the SEC or other applicable requirements.