

T-MOBILE US, INC.

EXECUTIVE COMMITTEE CHARTER

Purpose and Authority:

The Executive Committee (the "**Committee**") of the Board of Directors (the "**Board**") of T-Mobile US, Inc. (the "**Company**") has been established by the Board to review and provide guidance to senior management of the Company regarding the Company's strategy, operating plans and operating performance.

Composition:

Subject to the terms of the Company's Fourth Amended and Restated Certificate of Incorporation (the "**Certificate of Incorporation**") and the Stockholder's Agreement dated as of April 30, 2013, by and between the Company and Deutsche Telekom AG (the "**Stockholder's Agreement**") (as each may be amended from time to time), the members of the Committee shall be appointed by the Board; provided, that (i) at least one of the members of the Committee shall be the Lead Independent Director of the Board or another Non-Affiliated Director (as defined in the Stockholder's Agreement) (the "**Independent Member**"), and (ii) at least one member of the Committee shall be the Company's Chief Executive Officer.

A Chairperson of the Committee will be designated by the Board or, if no such designation is made by the Board, a majority of the members of the Committee. The Chairperson, or in the absence of the Chairperson, another member of the Committee designated by a majority of the members of the Committee, will preside at each meeting of the Committee and set the agenda for such meeting.

Meetings:

The Committee shall meet as often as it determines at the call of the Chairperson.

A majority of Committee members shall constitute a quorum. A majority of the members present at any meeting at which a quorum is present may act on behalf of the Committee. The Committee may meet in person, by telephone or videoconference and may take action by unanimous written consent to the fullest extent permitted by the Delaware General Corporation Law.

The Committee will cause to be kept minutes of all its proceedings and will report its actions to the Board directly, through its Chairperson, or another member designated by the Chairperson. The Secretary or Assistant Secretary of the Company shall take the minutes of each meeting of the Committee that he or she attends. If the Secretary or Assistant Secretary is not present at a meeting, the Committee shall designate a member of the Committee to serve as acting secretary of the meeting to take the minutes. Committee members will be furnished with copies of the minutes of each meeting and any unanimous written consent approved by the members of the Committee.

Consultants and Advisors:

The Committee shall have authority to retain outside counsel, advisors, or other experts or consultants, as it deems appropriate in its sole discretion, without consulting with or obtaining the approval of the Board or any officer of the Company in advance.

Responsibilities and Duties:

The Committee shall have the following responsibilities and duties:

- Monitor the Company's operating performance relative to its operating objectives, strategy, plans, and actions;
- Provide management with feedback regarding the Company's operating objectives, strategy, plans, and actions, as well as the Company's operating performance;
- Consider strategic operating goals, opportunities, and risks;
- Recommend changes to the Company's operating objectives, strategy, plans, and actions for consideration by the Board, as appropriate;
- Periodically review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval;
- Annually review its own performance; and
- Perform any other activities that are ancillary to the foregoing responsibilities and duties as the Committee deems necessary or appropriate.

The Committee shall have the following powers:

- To conduct any investigation it deems necessary or appropriate to enable it to carry out its duties;
- To interview the Company's independent public accountants, internal auditors, financial advisors, internal and outside counsel, and anyone else in the Company (it being understood that nothing herein shall be deemed to limit the authority of the Audit Committee of the Board under its charter, applicable law or the rules and regulations of any exchange on which the Company's securities are traded); and
- To require any officer or employee of the Company or representative of the Company's outside counsel, financial advisors or independent public accountants to attend any meeting of the Committee or to meet with any members of, or consultants or advisors to, the Committee.