Deutsche Telekom Investor Day.
T-Mobile USA: Regaining U.S. Market Position.

March 18, 2010

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Life is for sharing.

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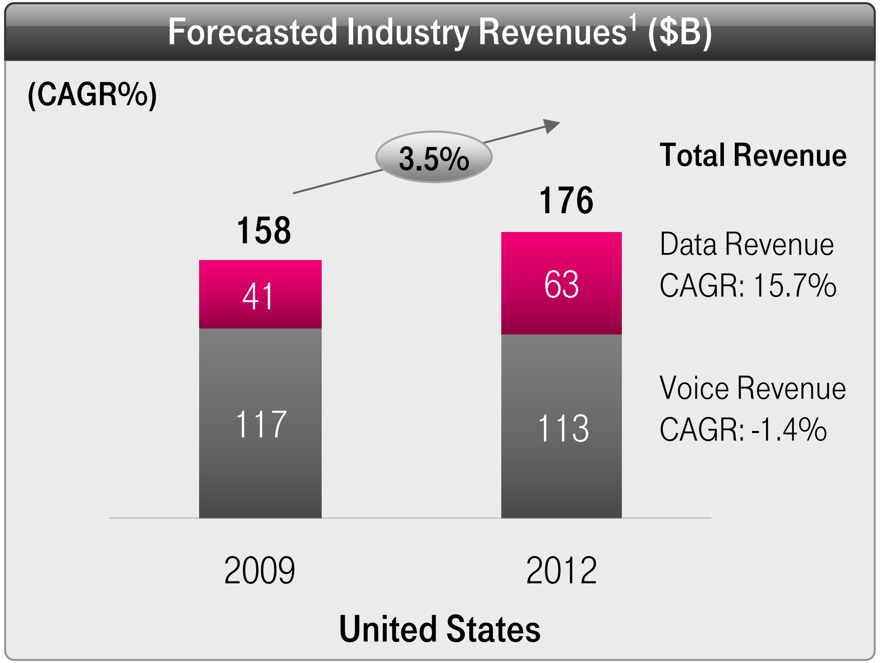
Outline.

1. Industry position

2. Regaining momentum

3. Q&A

US wireless market will continue to grow driven by data growth.



1) Revenues represent service revenues only. Data includes messaging. Source: UBS.

Healthy US business economics.

Consumer Attributes	USA	Western Europe
Higher ARPU	▪ \$50 = Wireless ARPU	▪ \$35
Greater propensity to spend in category[1]	▪ \$240 = Monthly comms & entertainment spend per household	▪ \$130
High and growing consumer usage	▪ 850 MOU = Voice usage per month ▪ 300MB = Smartphone usage per month	▪ 300 MOU ▪ 200 MB
Innovation Adoption	▪ Rapid Android adoption ▪ Device acceptance and proliferation – Kindle, iPhone, etc.	▪ Skype, SMS, Netbooks
Opportunity for Differentiation	▪ Four+ national carriers to serve 310M people	▪ Multiple brands, MVNOs per country w/ similar networks

1) OECD & TMUS Analysis.

Headwinds impacted 2009 performance.

Economic downturn
- High impact on T-Mobile customer dominated portfolio

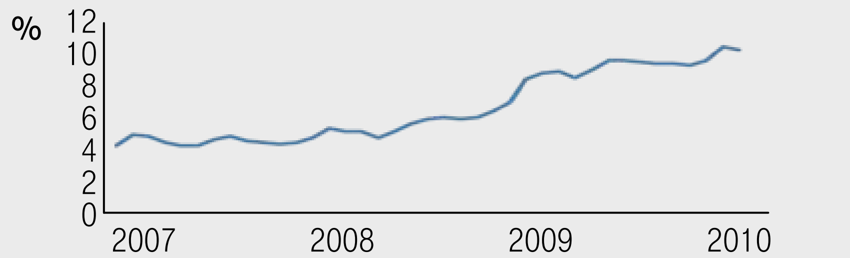
Customer behavior
- ARPU erosion, less roaming, downsized tariffs

3G Offerings
- 24 months late

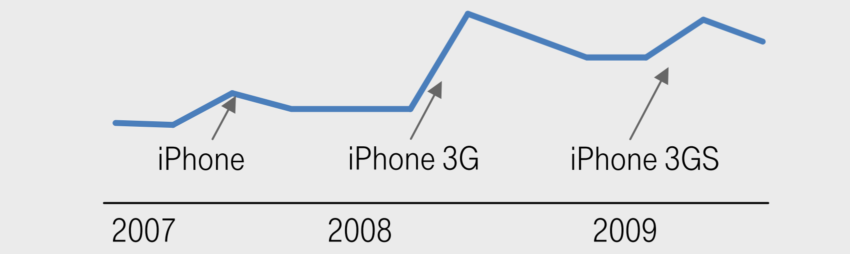
iPhone
- Unprecedented demand for iconic devices

Churn
- Value competition, mix shift away from high quality customers

US Unemployment Rate – Consumers still struggling



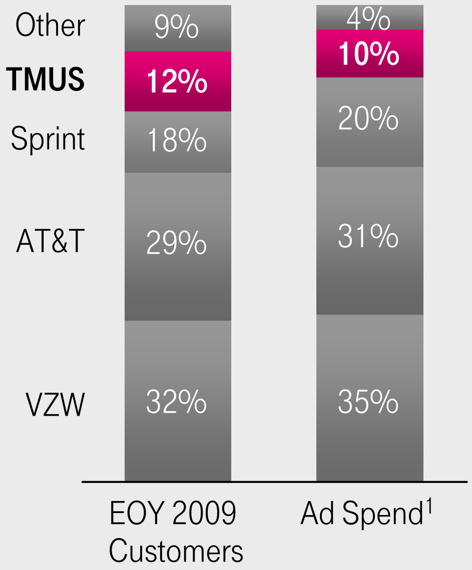
T-Mobile USA Port Outs to AT&T



Source: Bureau of Labor Statistics, Federal Reserve.

Competing against bigger players nothing new for T-Mobile USA.

Industry Share



Competitor Positioning

- Largest network – acquisition of 15M Alltel customers
- New attack on low end – StraightTalk

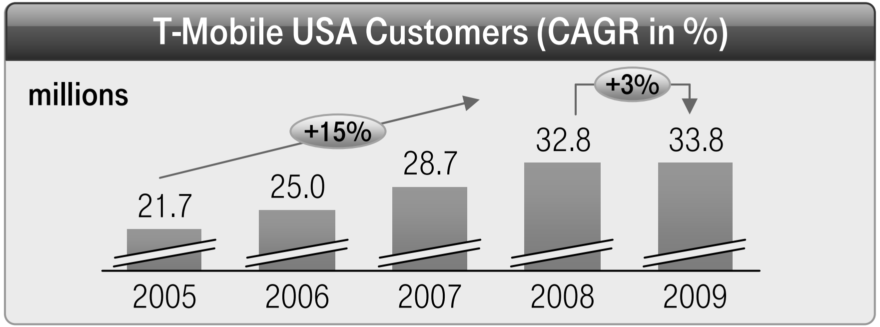
- iPhone ≈ 60% of new adds

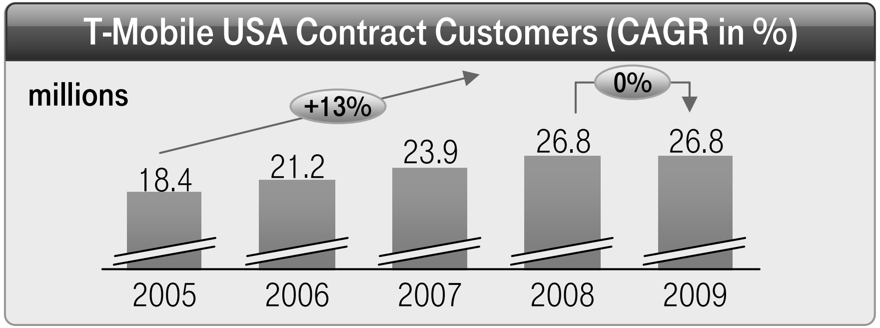
- Attacking low end with Boost & Virgin brands
- Leveraging Clear for 4G speed to market

- Network buildouts and market launches continue
- Battling product, MVNO, and sub-branded offerings from national players

1) Trailing 12 months.

Historically strong customer trends slowed in 2009.





Historical Subscriber growth

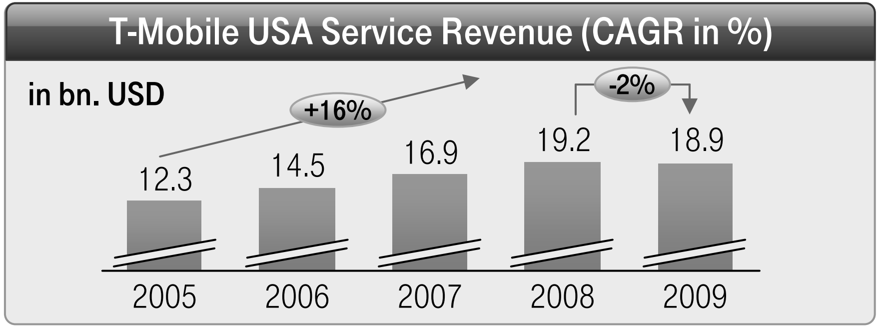
- Strong growth in consumer segments
- Focus on rate plan innovation, i.e. myFaves, FlexPay
- Voice and messaging value centric

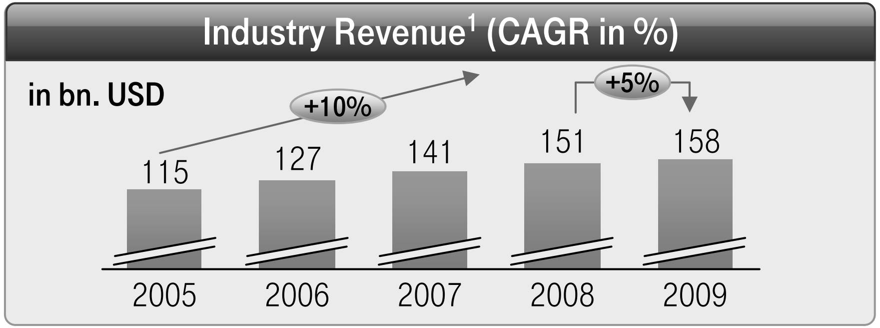
2009 Subscriber growth

- Slower subscriber growth especially in contract segment
- Impacted by economy, iPhone, lack of nationwide 3G network, pricing
- 2008 supported by strong *FlexPay Contract* growth

All financial measures per US GAAP.

Historic revenue growth fueled by customer adds – faster growth than industry.



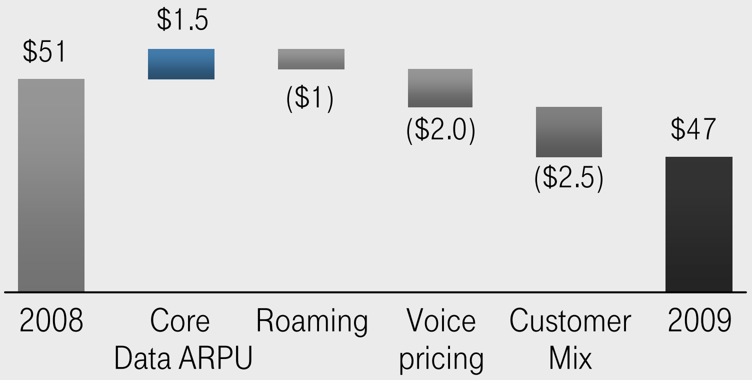


- Pressure on ARPU resulted in 2009 Revenue decline
- Industry revenue growth continued to slow in 2009, compounding TMUS headwinds

All financial measures per US GAAP.
1) Source: CTIA (2005-2008), UBS (2009).

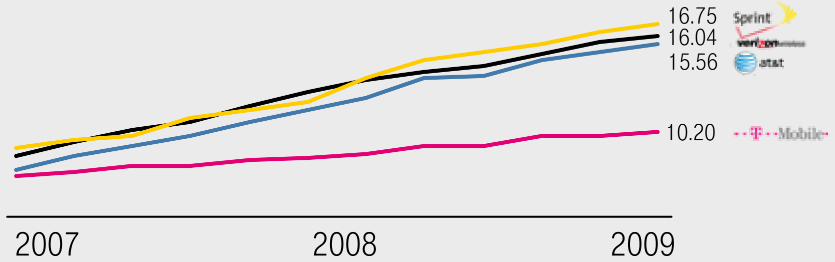
Data growth not sufficient to offset voice declines in 2009.

Blended ARPU 2008 vs. 2009

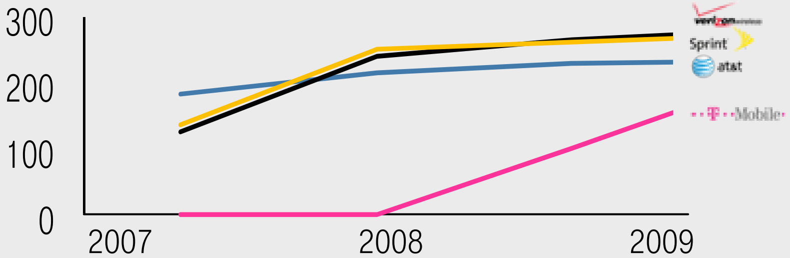


- Roaming down significantly in 2009
- Price moves to retain value position
- Data revenues grow but competitive gap grows

Data ARPU ($) – Sprint post pay only

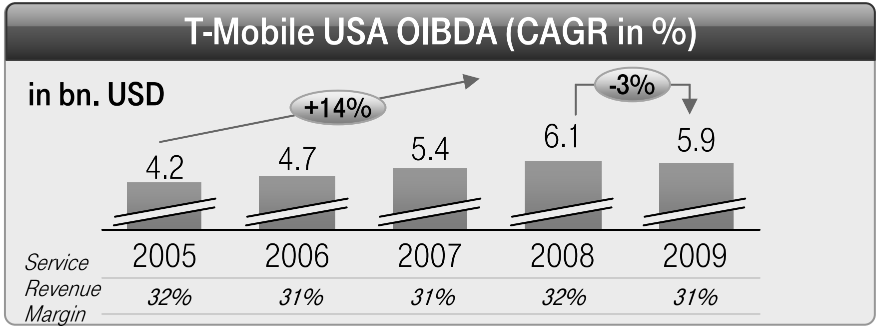


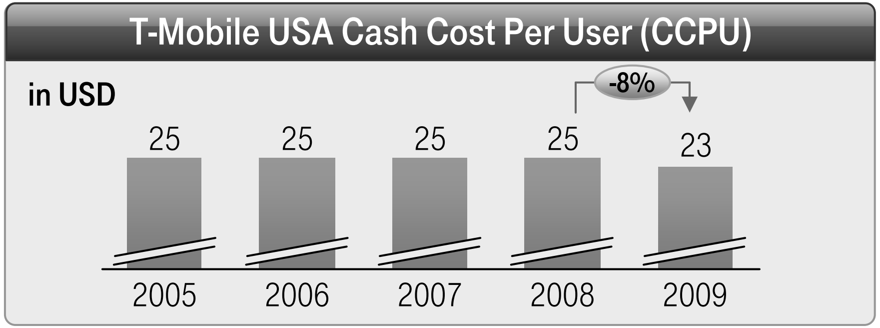
3G Covered POPs (M)[1]



1) Company reports and TMUS estimates. All financial measures per US GAAP.

Cost actions held margins in 2009.

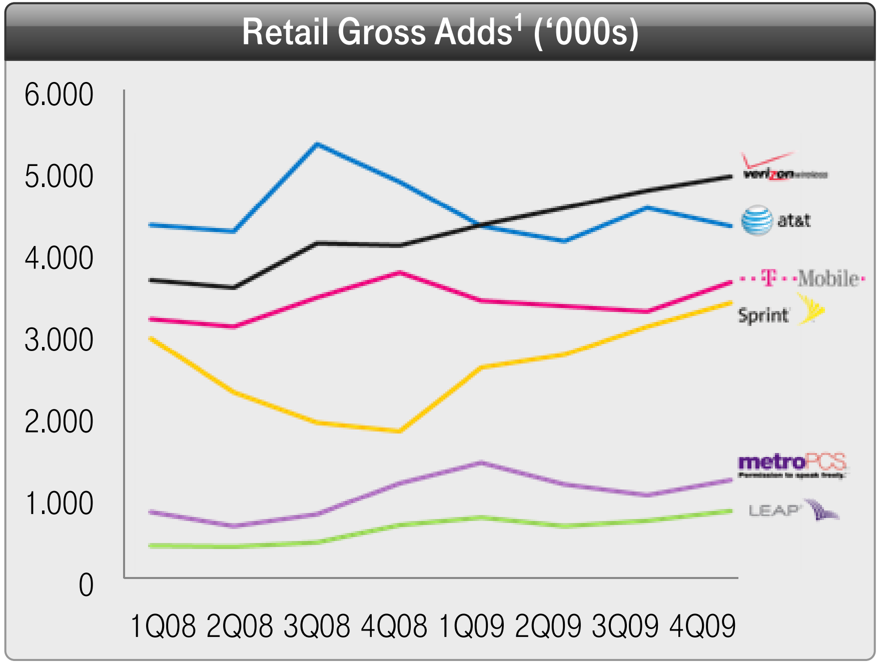


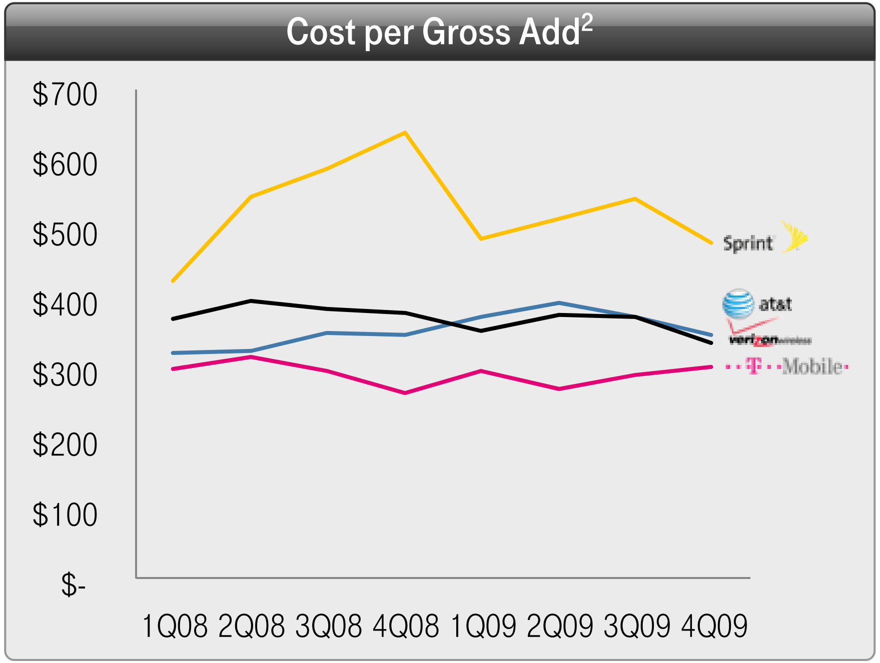


- Generated profitable growth in past while driving strong customer additions
- 2009 margin nearly flat despite revenue decline
- Evolved cost structure
  - Roaming overbuild
  - Alternative access (Backhaul)
  - Procurement
- Other cuts to offset revenue declines
  - G&A
- Net CCPU reduction of $2

All financial measures per US GAAP.

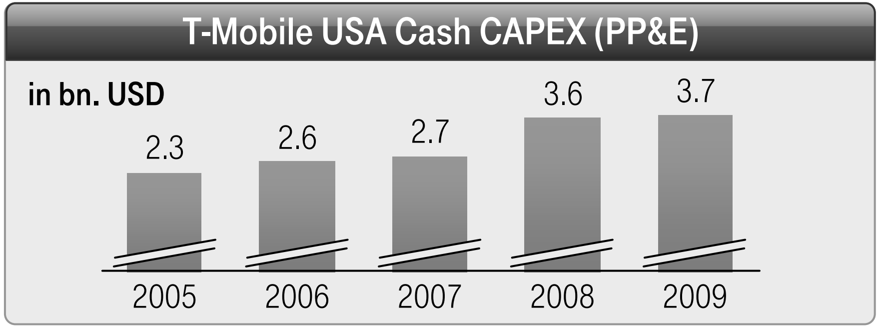
Top line stability with lowest CPGA among national carriers.

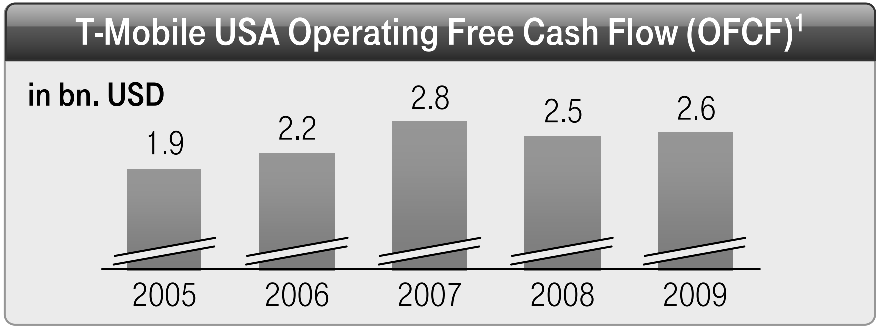




1) CSFB Q4 09 Wireless Trend Review.
2) J.P. Morgan, Telecom Trends: Dissecting 4Q09 Wireless Trends.

Stable Operating FCF despite aggressive 3G buildout.





- Deployed ≈ 70% of 2008-09 CAPEX against critical growth drivers
  - 3G buildout
  - Coverage enhancements
  - Distribution expansion
- Expect lower CAPEX in 2010

1) OFCF is Adj. EBITDA minus cash CAPEX minus change in working capital.
All financial measures per US GAAP.

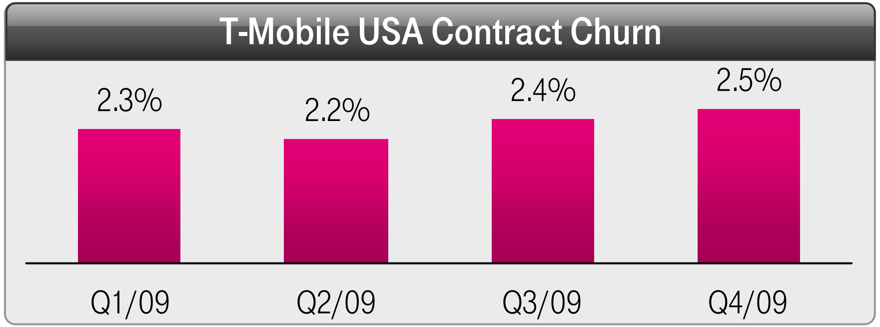
Outline.

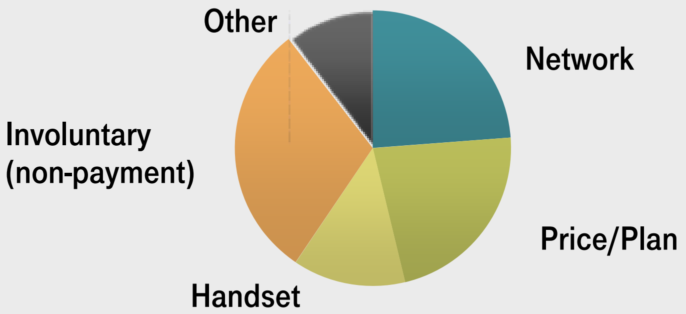
Focused plan of attack to regain market position.

Stabilize fundamentals today and position for 2010-2011 growth

1. Attack top 6 churn reduction opportunities
2. Leverage expanded 3G network
3. Leverage Android OS and device portfolio
4. Aggressive value pricing for voice and data services
5. Driving to major distribution partnerships
6. HSPA+ deployment is America's biggest and fastest 3G+ network
7. Continue driving cost efficient operations

Churn opportunity is single biggest economic driver.





Upgrade reinvention	12%	Credit Mgmnt	9%	Handset insurance	14%
Local coverage	5%	Save Queue	16%	Outbound Programs	9%

- Activities aligned against top ≈ 65% of near term churn opportunity

Brand anchored in the consumer space.

Primary Target: Value Conscious Families

120M consumers

Win Segment: Hispanics
50M consumers
50% of 10yr US pop growth
TMUS index 183%

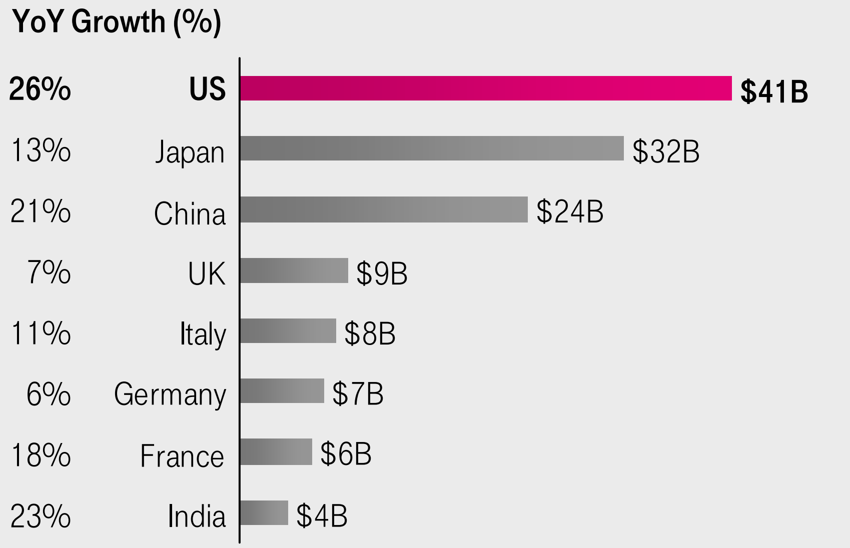
Win Segment: Young and Social
40M consumers
Rapid uptake of new mobile services
TMUS index 125%

Drafting Segments
Business customers
Single lines
Value indifferent customers in strength markets

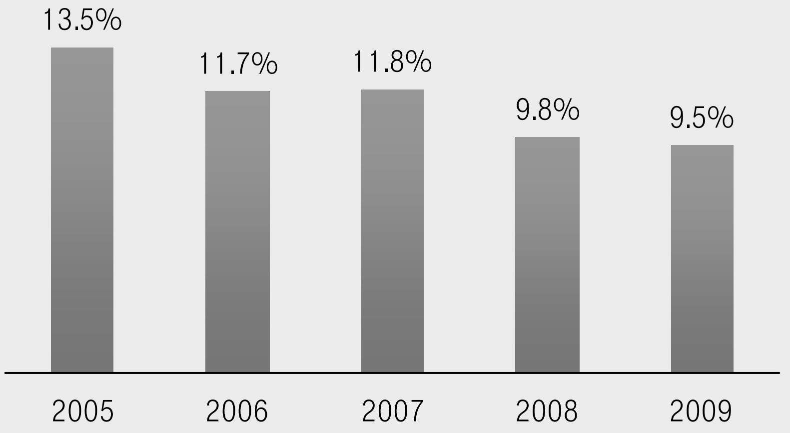
Wholesale opportunities
Credit challenged
Ethnic micro segments
Minimalists

US data market remains most attractive globally.

2009 Wireless Data Revenue



T-Mobile USA Share of ‘Big 4’ Data Revenue

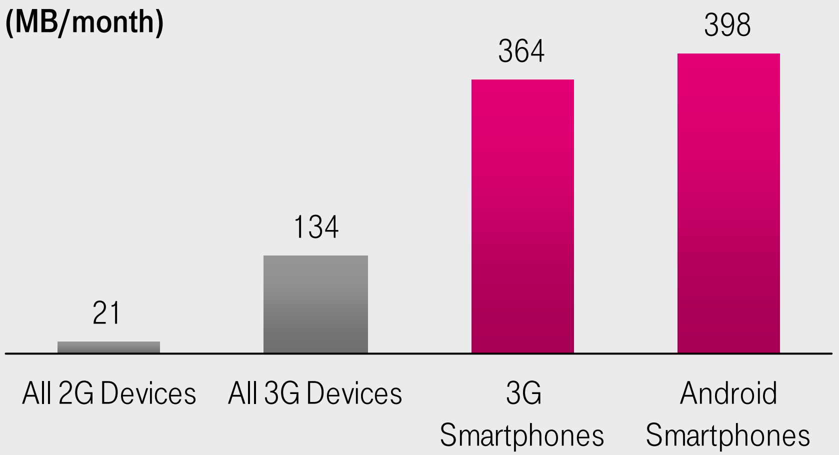


Huge opportunity to recapture lost share

Data revenues include messaging.

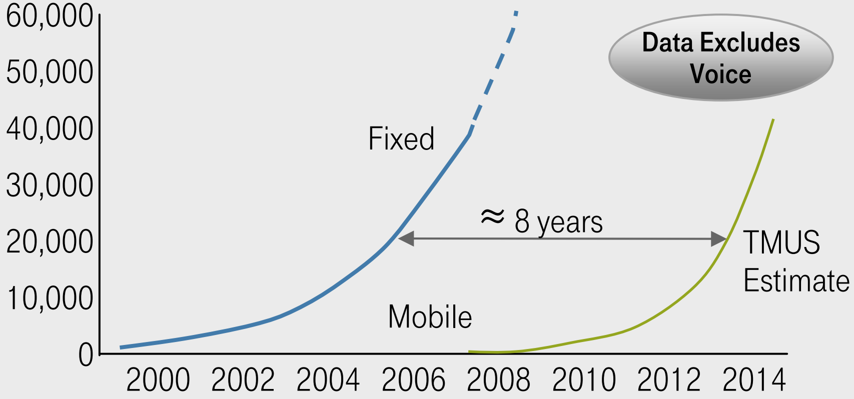
Data demand exploding.

Data consumption by device type – TMUS 4Q2009



Network + devices = opportunity

U.S. Data Usage in TB/Day

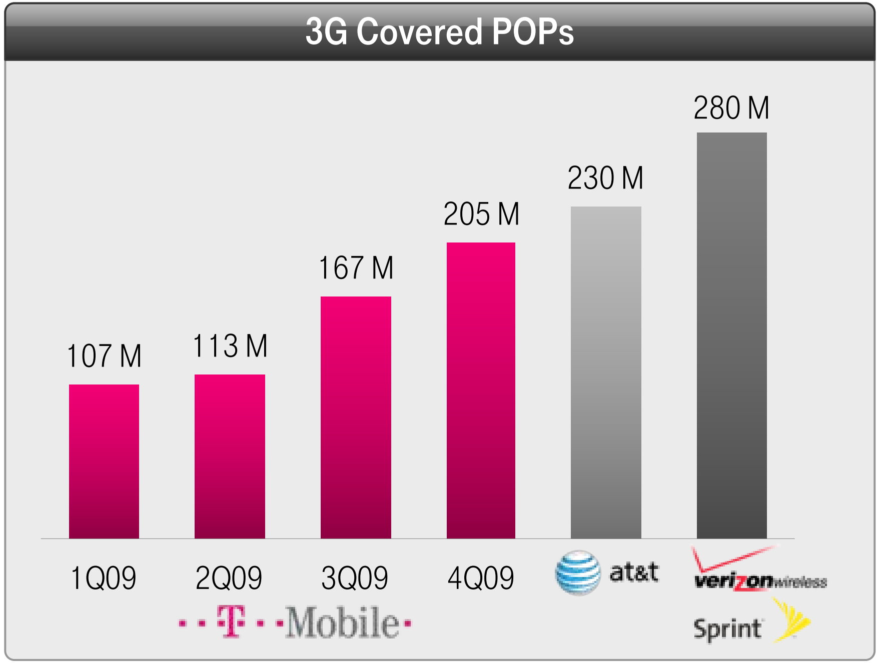


- Mobile Internet usage lagging fixed line usage forecasts by eight years
- Opportunity to monetize rampant growth in demand for foreseeable future

Source: TMUS Estimates; University of Minnesota Internet Traffic Studies; CTIA ; Cisco IP Traffic Forecasts.

Network buildout.

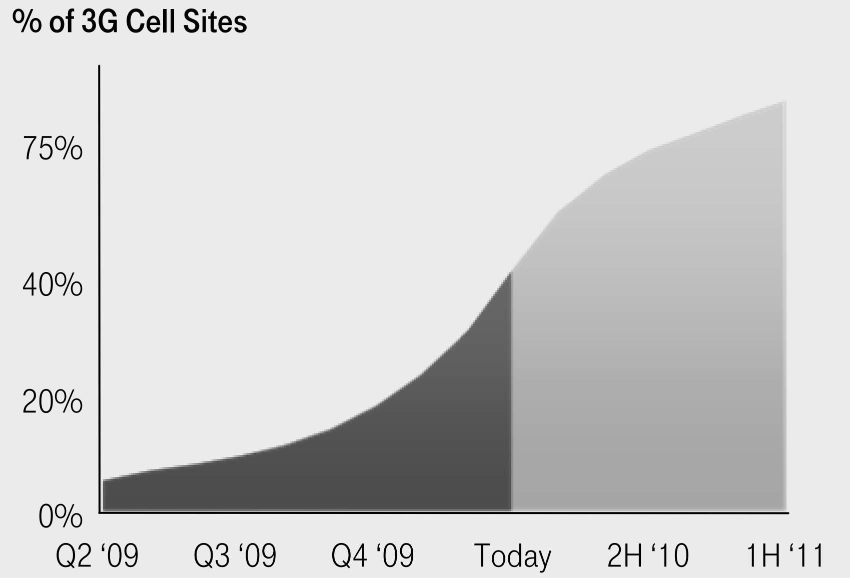
- Focusing on national scale
- Decreasing dependencies on roaming partners
  - Overbuilt 13% of roaming footprint by end of 2009
- Continuing to develop partnerships to deploy fiber for optimized backhaul capacity and cost
- Launched HSPA+ (21 Mbps) network build
  - HSPA+ upgrade ≈ 90% complete by EOY 2010



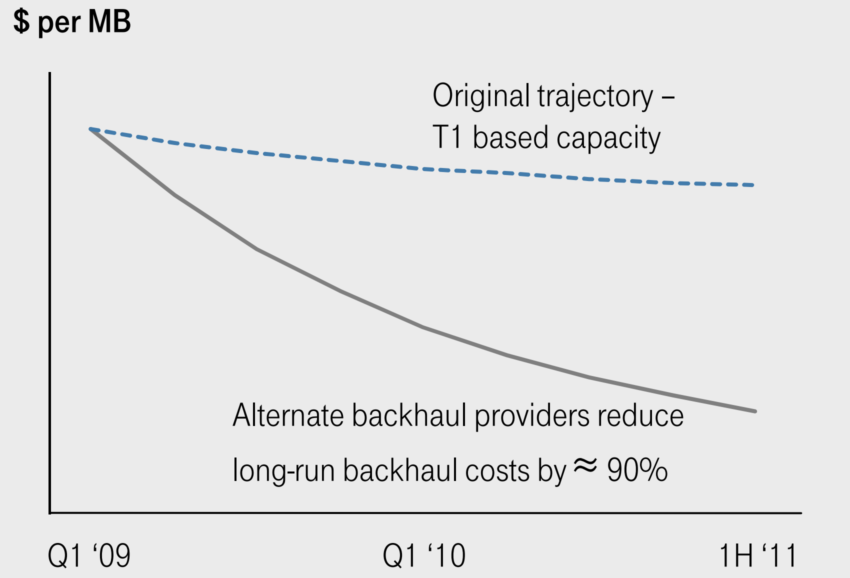
Source: Company reports and TMUS estimates.

Using alternate backhaul providers to reduce costs.

Sites with alternate backhaul providers



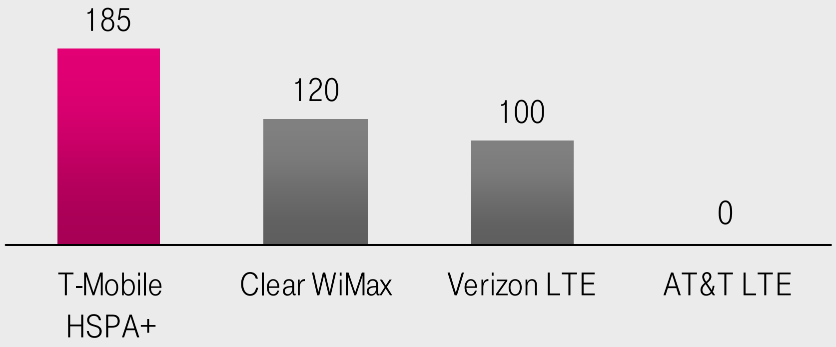
Alternate backhaul cost impact



HSPA+ Yields Most Capable 3G+ National Network in 2010-2011.

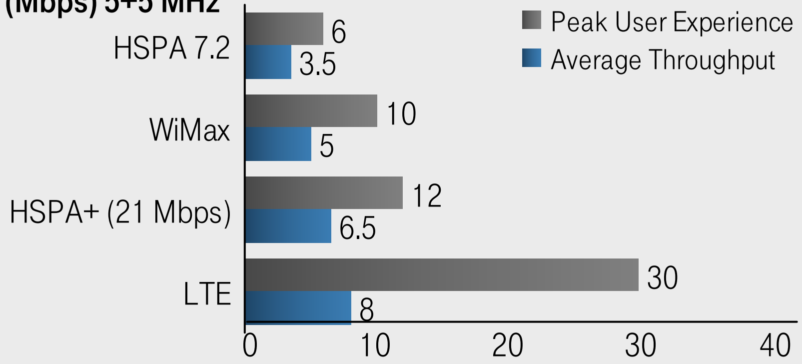
EOY 2010 Covered POPs

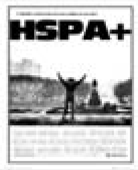
(>5 Mbps nominal average throughput)



"...T-Mobile could very well become the dark horse in the mobile broadband race..."

Real world throughput[1]





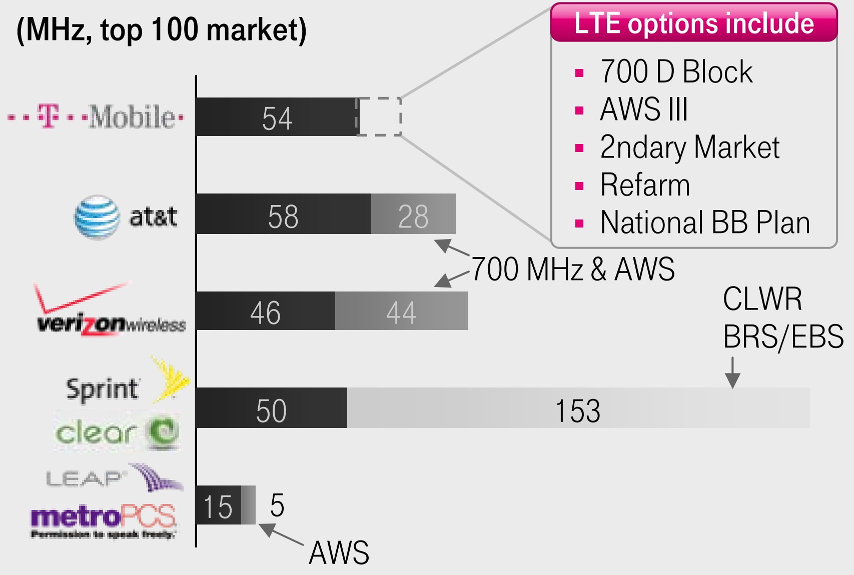
"...T-Mobile's new HSPA+ network sends other 3G networks running away in tears..."

1) HSPA+: TMUS Market Trial Results; LTE: Verizon Trial Results (interpreted); WiMax: Clearwire Press Release (9/15/09).
Sources: Company reports and TMUS estimates.

Viable spectrum position – Pursuing options for the future.

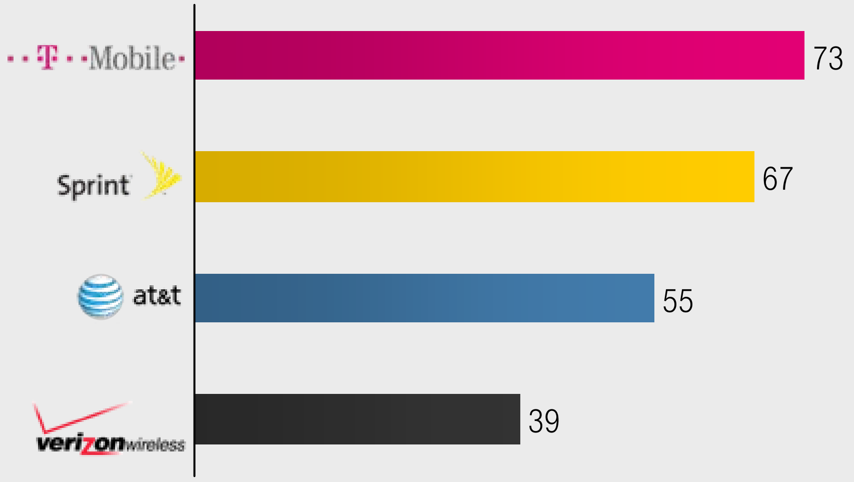
Average Spectrum Depth

(MHz, top 100 market)



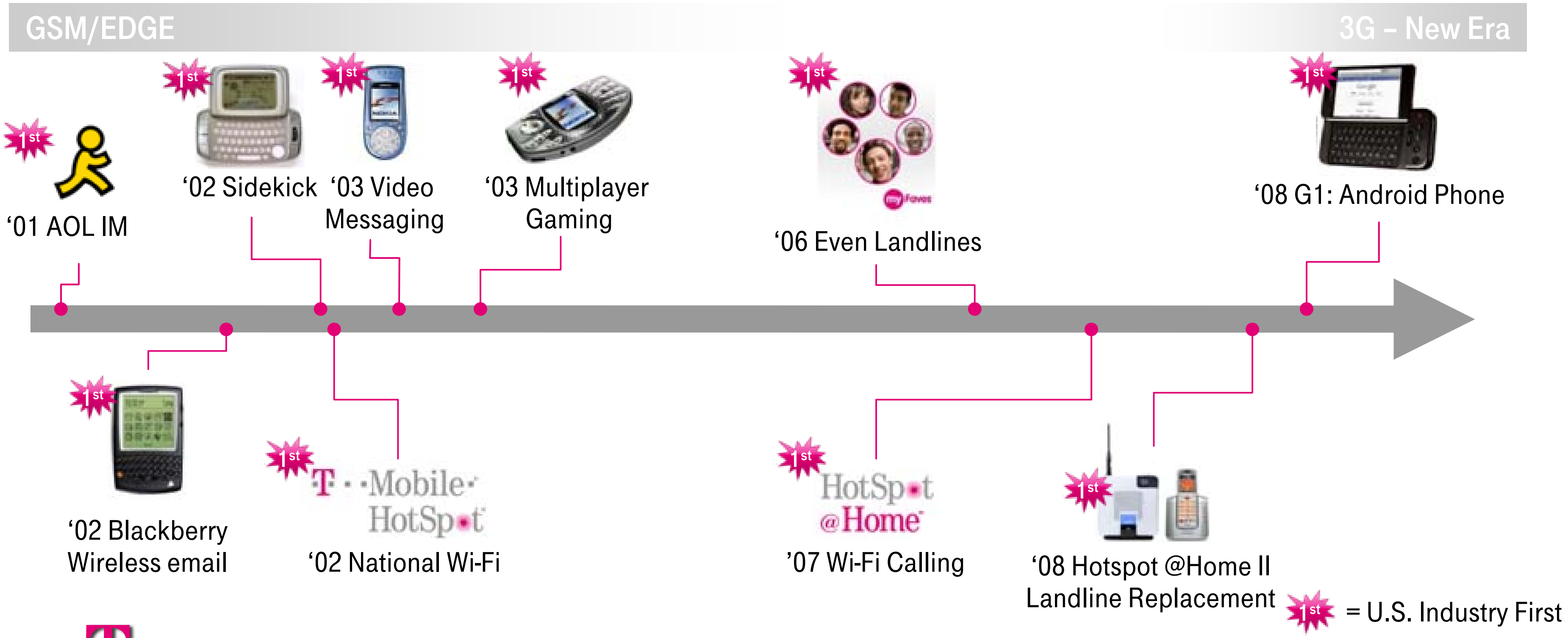
Spectrum Freeboard: Most capacity in the industry

(Site*Hz per Subscriber)



Source: Company reports , FCC records, & TMUS estimates.

Innovation leadership.



400% increase in 3G converged devices on air during 2009.

T-Mobile USA Converged 3G devices on air

	Q4/08	Q1/09	Q2/09	Q3/09	Q4/09
Retail SKUs	**2**	**3**	**4**	**7**	**11**

Converged 3G
Advanced & Affordable

HSPA+ Data Sticks
Full 21Mbps capable

Netbooks
Fastest connectivity on the go

Product strategy focused to meet the needs of target segments.

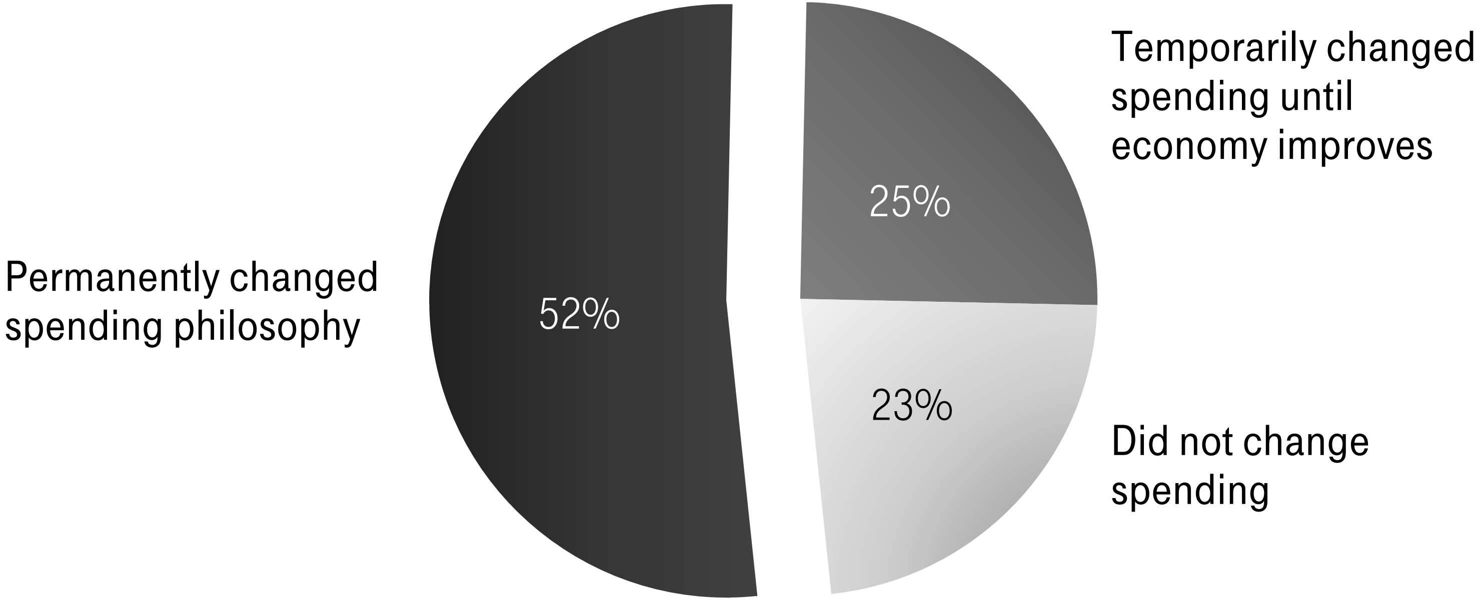
- Drive higher volumes with a smaller set of strategic vendors
- Narrow OS footprint to reduce support costs
- Challenge iPhone with iconic devices like myTouch
- Leverage Android for a consistent experience across the device lineup
- Ride the growing wave of the Android application ecosystem
- Develop proprietary services that meet customer needs

New Products for 2010

Category	Device Count
Voice & text	13
Smartphones	11
Data sticks	3
Computing devices	4
Emerging devices	2

Source : TMUS Product Roadmap.

US consumer driven by value in wake of recession.



Source: McKinsey Wireless Panel 2009.

Unmatched track record of value leadership.

1st VoiceStream
GetMore
'01 Free weekends
Free FT nights
5¢ SMS

1st SmartAccess
'02 Subprime offering

1st CallerTunes
'04 Ringback tones

1st T-Mobile To Go
'05 Prepaid text & data

1st myFaves
'06 Even Landlines

1st FlexPay℠
'07 Postpaid plans offered to subprime

1st '08 $49 Unl add-a-line on FT

1st $49.99
'09 $49 Unl loyalty offer

1st Family Allowances
'09 Parental control on kids' minutes

1st Even More
'09 Equipment Installment Plan

1st = U.S. Industry First

"Even More" is value delivery vehicle.

Strategic Elements

- Driving consumers to Unlimited Talk, Text, & Web
- Unbundling tariff and device subsidy
- Flexibility of equipment installments
- Outrageous value for families

T-Mobile USA Savings vs. AT&T and Verizon

Talk, Text, & Web

Talk

Impacts

- **$2+** Post launch activation ARPU lift
- **> 50%** Activations on Unlimited tariffs
- **> 50%[1]** Utilizing Equipment Installment plans

Source: Tariff pricing from carrier websites. Excludes usage, taxes, fees, etc.
1) Of eligible customers.

America's leading service provider.

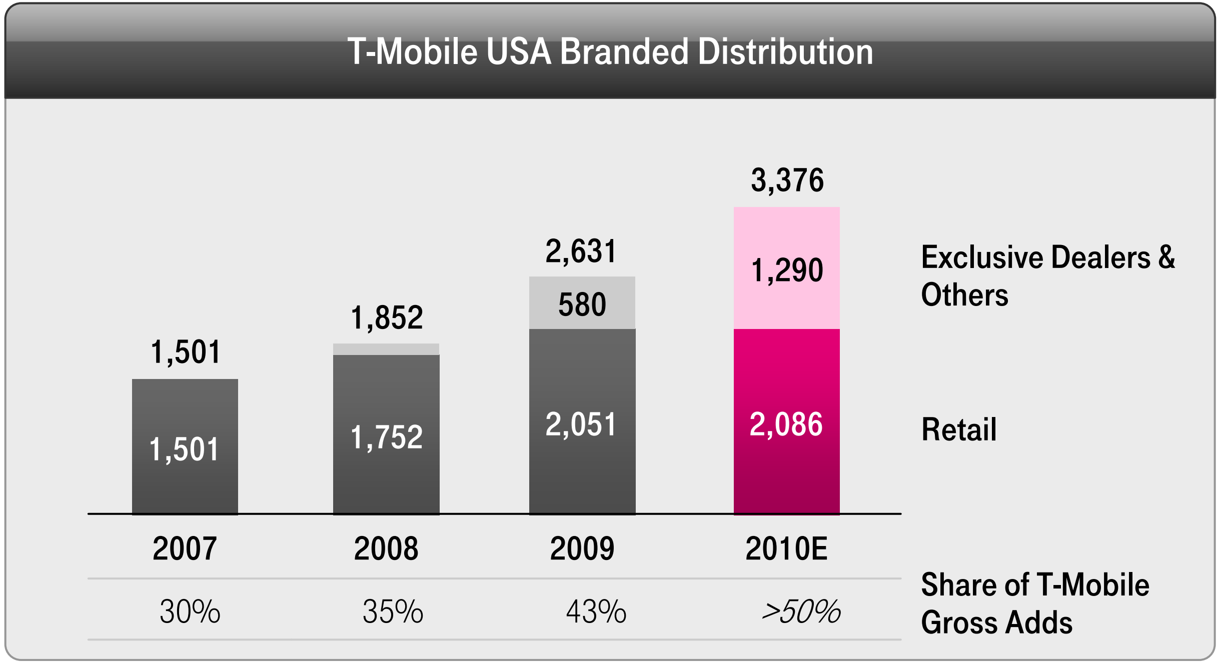
T-Mobile USA Rank among US Wireless Carriers	
Customer Care	Ranked **1st** in **8 of last 10** biannual surveys
Retail Sales Satisfaction	Ranked **1st** in **7 of last 10** biannual surveys

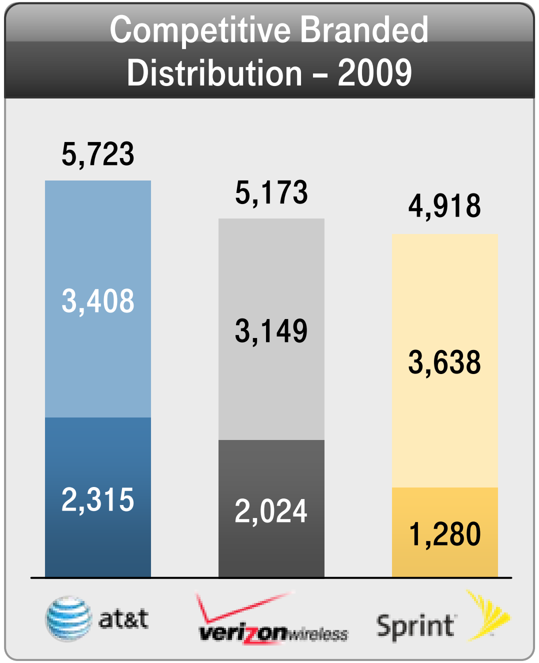
- Frontline employees and corporate culture are basis of strength

2009 WORLD'S MOST ETHICAL COMPANIES
WWW.ETHISPHERE.COM

FORTUNE THE 100 BEST COMPANIES TO WORK FOR

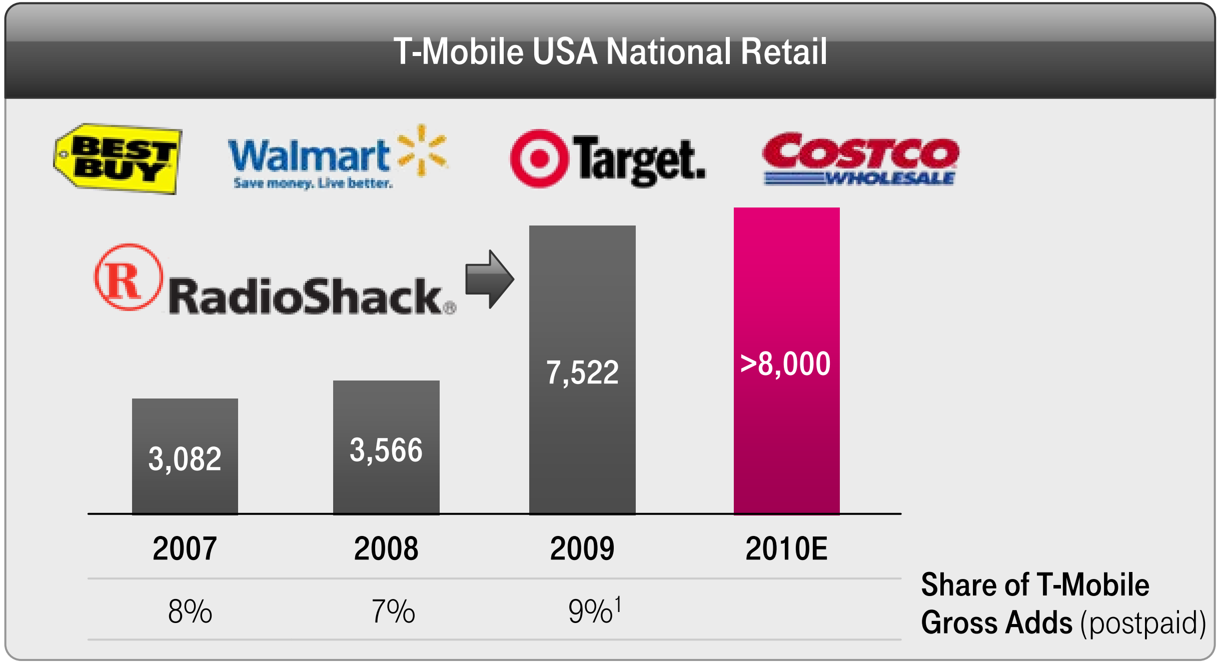
Aggressively addressing branded distribution gap.

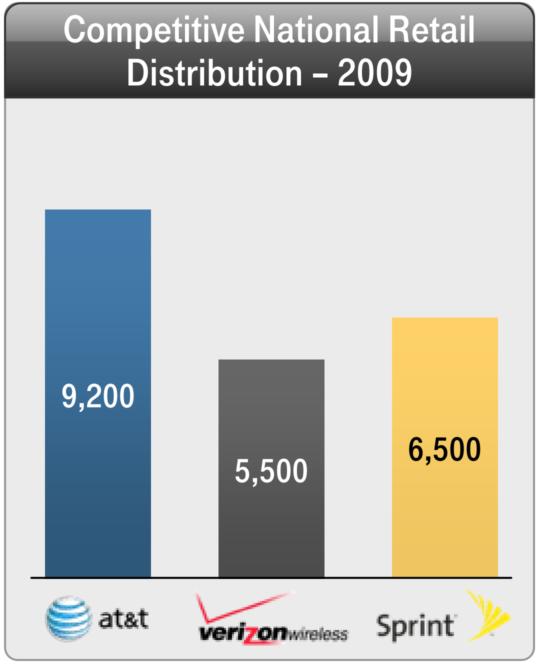




Source: Company reports and TMUS estimates.

Major retailer distribution on par with competition.





Source: Company reports and TMUS estimates.
1) Radio Shack impact in Q4 only.

Laser-focused on measures of success.

Drivers	Key measures	2008	2009	2012 ambition level
Quality subscriber growth	Contract Net Adds	**1,818K**[1]	**(42K)**	Expansion of branded and national distribution Bolster value proposition for primary targets Share of contract gross adds > 20%
Revenue growth	Data ARPU	**$8.90**	**$9.90**	Smartphone penetration > 50% Data ARPU growth to close competitive gap by 60%
Churn reduction	Contract Churn	**2.1%**	**2.3%**	Stem outflow of most valuable customers Contract churn below 1.8%
Cost and margin discipline	Service Revenue Margin[2]	**32%**	**31%**	Maintain cost efficiency during pivot & yield management of data capacity Service revenue margin > 35%

1) Excluding SunCom customers.
2) OIBDA margin in % of service revenues.

Summary.

- Continued strong US wireless industry
- Better positioned in Q1/10 than in Q1/09
- Fundamental building blocks in place to stabilize 2010
- Action plan pivots off huge potential for mobile Internet w/leading position
- Strategy: network, devices, service & distribution, wrapped in leading value proposition

Outline.

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2. Regaining momentum
3. **Q&A**