

Legal Notice

If You Are A Current or Former T-Mobile Customer You may be entitled to money from a class action Settlement

Para ver este aviso en español, visita www.etf-settlement.com/espanol

- A proposed Settlement is pending in a class action entitled *Milliron v. T Mobile USA, Inc.*, No. 08-04149(JLL) (ES) in the U.S. District Court for the District of New Jersey. The lawsuit alleges that T-Mobile violated state and federal laws by charging customers a flat-rate early termination fee (“ETF”) in its wireless telephone service contracts.
- You are part of the lawsuit if you are a current or former T-Mobile wireless subscriber who paid or were charged a flat-rate ETF from July 23, 1999 to February 19, 2009, or if your contract for service included a flat-rate ETF from July 23, 1999 to February 19, 2009.

Your Legal Rights Are Affected Even If You Do Not Act.

Read This Notice Carefully.

A Summary of Your Rights and Choices:

You may:		Due Date:
File a Claim	<i>Submit a Claim Form</i> You remain in the Settlement and are eligible for money or non-cash compensation if approved. You will be bound by the terms of the Settlement and give up your right to sue regarding issues in this case.	September 25, 2009 (This date may be extended)
Ask to be excluded	<i>Get out of the Settlement</i> You will receive no benefit from the Settlement. You keep your right to sue T-Mobile separately regarding claims in this lawsuit at your own expense.	July 2, 2009
Submit an objection	<i>Object to the Settlement</i> You remain in the Settlement. If you do not exclude yourself, you may appear and speak at the Fairness Hearing on your own or through your own lawyer to object or comment on the Settlement.	July 2, 2009
Do nothing	You remain in the Settlement. You get no money or non-cash compensation and give up your right to sue T-Mobile regarding issues in this case.	N/A

**THESE RIGHTS AND OPTIONS
– AND THE DEADLINES TO EXERCISE THEM –
ARE EXPLAINED IN THIS NOTICE.**

Basic Information

1. What is this Notice about?

You received this Notice because you are a current or former T-Mobile customer who had a wireless telephone service contract that contained an ETF provision from July 23, 1999 to February 19, 2009.

This Notice explains:

- What the lawsuit and the Settlement are about.
- Who is affected by the Settlement.
- Who represents the Class in the lawsuit.
- What your legal rights and choices are.
- How and by when you need to act.

2. What is a class action and who is involved?

In a class action lawsuit, one or more people called “Class Representatives” sue on behalf of people who have similar claims. The people together are a “Class” or “Class Members.” In this case, the people that initiated the lawsuit (“Plaintiffs”) and the company being sued, T-Mobile, (“Defendants”) have reached a Proposed Settlement. The Court has allowed, or “certified,” a class action in this case and all decisions made will affect everyone in the class.

3. What is this lawsuit about?

The lawsuit claims that T-Mobile violated state and federal laws by imposing a flat-rate ETF. The suit seeks monetary damages and restitution, and declaratory and injunctive relief.

The Settlement resolves several other cases that challenge T-Mobile’s flat-rate ETF, including:

- *Gatton v. T-Mobile USA, Inc.*, No. RG03108118, pending in Alameda County, California Superior Court;
- *Greene v. T-Mobile USA, Inc.*, No. C07-1563RSM, pending in the United States District Court for the Western District of Washington;
- *Greener v. T-Mobile USA, Inc.*, No. CV-06-452-S-EJL, pending in the United States District Court for the District of Idaho;
- *Hellman v. T-Mobile USA, Inc.*, No. 502004CA005061MB, pending in the 15th Judicial Circuit, Palm Beach County, Florida;
- *Jones v. T-Mobile USA, Inc.*, No. 08CH44359, pending in the Cook County, Illinois Circuit Court, Chancery Division; and
- *Sweetnam v. T-Mobile USA, Inc.*, No. C06-1463RSM, pending in the United States District Court for the Western District of Washington.

T-Mobile denies any wrongdoing and contends that the flat-rate ETF is legal and proper. The Court has not made a decision on the merits of the lawsuit.

4. Why are these lawsuits class actions?

These lawsuits are class actions for purposes of settlement because they meet the requirements of Rule 23 of the Federal Rules of Civil Procedure. In order to be considered a class action, Rule 23 requires the following:

- That there are too many Class Members to be joined in a single action;
- That there are common questions of law or fact;
- That claims of the class representative are typical of other class members and their counsel can protect the interest of the whole Class; and
- That Settlement is the best way to resolve the claims and disputes in the action.

5. Am I a Class Member?

You are Class Member if:

- You were a T-Mobile customer in the U.S. who had a contract with T-Mobile for personal wireless telephone service and were charged or paid a flat-rate ETF from July 23, 1999 to February 19, 2009;

OR

- You are or were a T-Mobile customer in the U.S. whose contract with T-Mobile for personal wireless telephone service included a provision for payment of a flat-rate ETF from July 23, 1999 to February 19, 2009, and you have not paid or been charged a flat-rate ETF.

Terms of the Settlement

6. What are the terms of the Settlement?

T-Mobile will pay \$11.5 million into a Settlement fund for Class Members who paid an ETF or who were charged but did not pay an ETF. Relief is as follows:

- If you can prove you paid a flat-rate ETF, or T-Mobile's records indicate you paid a flat-rate ETF, you may submit a Claim Form and receive up to \$125.
- If you were charged a flat-rate ETF, or T-Mobile's records indicate you were charged a flat-rate ETF, but did not pay in full and did not receive a full credit within 30 days, you may submit a Claim Form to receive up to \$25.
- Non-cash relief, up to \$2 million, will be provided for those who had a service contract with a flat-rate ETF on February 19, 2009. Non-cash relief includes 50 bonus minutes a month for 3 months, 100 bonus text messages a month for 3 months, "T-Mobile HotSpot" access for 7 days, or the right to have your contract with T-Mobile contain a prorated ETF provision not a flat-rate ETF. The actual amount received or non-cash benefits available (other than the prorated ETF benefit) will vary depending on the number of claims received.

For full details on distribution of Settlement benefits, please review the "Plan of Allocation" available at www.etf-settlement.com/planofallocation/.

All costs for administering the Settlement, including the cost of Notice, attorneys' fees, and litigation costs, will be paid from the Settlement fund before distribution to the Class. The Settlement does not relieve Class Members from any existing or future obligation to pay ETFs owed to T-Mobile.

7. Is there any money available now?

No. No money or benefits are available now because the Court has not yet decided whether or not to approve the Settlement. There is no guarantee that money or benefits ever will be distributed; however, if you want to participate in the Settlement you must submit a Claim Form. Claim Forms are available at www.etf-settlement.com/ClaimForm.htm. The deadline to submit Claim Forms is September 25, 2009. This deadline may be extended.

Your Rights and Options

You need to decide whether or not to participate in the Settlement now.

8. What happens if I do nothing?

If you do nothing, you will automatically be considered part of the Settlement Class unless you exclude yourself. However, in order to receive any benefit from the Settlement, you must submit a valid Claim Form. Claim Forms are available at www.etf-settlement.com/ClaimForm.htm.

9. If I remain in the Class, what claims am I giving up?

If you remain in the Settlement, you give up your right sue or be part of any other lawsuit against T-Mobile regarding any issues relating to the flat-rate ETF or the propriety of its assessment or collection.

10. Why would I ask to be excluded?

You want to exclude yourself from this Settlement if you already have a lawsuit or arbitration against T-Mobile for the claims described in Question 3 and want to continue that lawsuit. If you do not exclude yourself, you will be legally bound by all Court orders and you lose your right to sue regarding the issues in this case.

11. How do I exclude myself from the Class?

You may exclude yourself ("opt-out") from the Settlement by sending a written request to the Claims Administrator postmarked no later than **July 2, 2009**. Your request needs to reference your T-Mobile telephone number(s) and be signed. Requests must be sent to:

Settlement Administrator
P.O. Box 945
Minneapolis, Minnesota 55440-0945

If you to exclude yourself from the Class, you will not get any money or other benefits from the Settlement. However, you keep your right to sue or continue to sue or arbitrate against T-Mobile in a separate case for issues relating to flat-rate ETF.

12. Can I object to the Settlement?

Yes. If you remain in the Settlement, you may object to all or part of the Settlement. Objecting is simply telling the Court that you do not like something about the Settlement. You will still be bound by all Court orders, even if your objection is rejected. All objections will be considered at the Fairness Hearing on **July 27, 2009**. If you do not file an objection, you waive your right to appeal the Settlement.

To object, you must send a letter saying that you object to the Settlement in *Milliron v. T-Mobile USA, Inc.* Your request should include:

- Name and address
- Contact telephone number
- T-Mobile telephone number
- Your signature
- Reasons for the objection

Objections must be sent to all the addresses below postmarked no later than **July 2, 2009**:

Court	Class Counsel	Defense Counsel
Clerk of the Court U.S. District Court for the District of New Jersey 50 Walnut Street Newark, New Jersey 07101	James E. Cecchi, Esq. c/o Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein 5 Becker Farm Road Roseland, New Jersey 07068	Christopher B. Hockett, Esq. c/o Davis Polk & Wardwell 1600 El Camino Real Menlo Park, California 94025

You have the right to consult and/or retain an attorney at your own expense to advise you regarding the Settlement, your rights, and the Settlement Fairness Hearing. You have the right, either personally or through an attorney hired by you, to seek to intervene in the lawsuit.

13. When is the Settlement Fairness Hearing?

The Court will hold a Fairness Hearing on **July 27, 2009**, at 10:00 a.m., in the United States District Court for the District of New Jersey, located at 50 Walnut Street, Newark, New Jersey 07101. The Court will consider:

- if the Settlement fair, reasonable, and adequate;
- if the Settlement should be approved;
- attorneys' fees up to \$4.5 million, plus reimbursement of reasonable expenses;
- an incentive award to the Class Representative; and
- any objections.

Attorneys' fees and Class Representative incentive award will be paid from the Settlement fund. Class Counsel fee requests will be available at www.etf-settlement.com/courtdocuments. You may object to any fee request by mailing your objection to the Court and Class Counsel at the addresses listed in Question 12 by **July 22, 2009**.

14. Do I have to attend the Fairness Hearing?

No. Your attendance at the Fairness Hearing is not required even if you submitted a written objection or comment. Settlement Class Counsel is prepared to respond to questions on your behalf. However, you or your attorney may attend the hearing at your own expense.

15. May I speak at the Fairness Hearing?

Yes. You may speak at the Fairness Hearing to object to the Proposed Settlement or application for attorneys' fees and expenses, but only if you filed a written objection as described in Question 12. Your objection must include a statement that you intend to appear and be heard at the Fairness Hearing. You may also enter an appearance through an attorney hired at your own expense. If you do not do so, you will be represented by Class Counsel discussed in Question 16.

Until the Court makes a decision on whether the Settlement should be approved, you and your representatives cannot pursue or file a lawsuit against T-Mobile that relate to the settled claims in this case.

The Lawyers Representing You

16. Do the Settlement Class Members have a lawyer in this case?

Yes. The Court appointed the law firms of Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein; Seeger & Weiss LLP; and Freed & Weiss LLC to represent you and other Class Members. They are called "Class Counsel." More information about these law firms, their practices, and their lawyers' experience is available at www.CarellaByrne.com, www.SeegerWeiss.com, and www.FreedWeiss.com.

17. Should I get my own lawyer?

You do not need to hire your own lawyer because Class Counsel is working on your behalf. However, you may hire an attorney at your own expense to represent you and speak on your behalf.

18. How will the lawyers be paid?

Class Counsel will ask the Court for reimbursement of fees and expenses incurred as a result of this lawsuit. The money will be paid from the \$11.5 million Settlement fund established by T-Mobile. They have agreed not to seek more than \$4.5 million in compensation.

Getting More Information

19. Where can I get more information?

This notice is only a summary of relevant court documents. Complete copies of case-related documents are available at www.etf-settlement.com/courtdocuments. You may also contact the Settlement Administrator by calling 1-800-589-1423, by writing the Settlement Administrator at P.O. Box 945, Minneapolis, Minnesota 55440-0945, or by emailing Class Counsel at Info@etf-settlement.com.

Please do not contact T-Mobile. Please do not contact the Court or defense counsel unless you are objecting to the Settlement through the procedure described in Question 12.

DATE: February 20, 2009