SPRINT Corp
Form 425
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Filed by T-Mobile US, Inc.

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and deemed filed pursuant to Rule 14a-12

under the Securities Exchange Act of 1934

Subject Company: Sprint Corporation

Commission File No.: 001-04721

NEW T-MOBILE

FREQUENTLY ASKED QUESTIONS FOR EMPLOYEES (TO ADD TO CURRENTLY PUBLISHED LIST)

After the transaction closes, Deutsche Telekom s (DT) is expected to hold approximately 42% of the outstanding common stock of the new T-Mobile, is T-Mobile still going to be consolidated into DT s financial statements?

Yes. Although DT will hold less than 50% of the outstanding common stock of the New T-Mobile upon closing of the transaction, because DT is expected to retain control of the New T-Mobile under the transaction agreements, DT is expected to continue to consolidate New T-Mobile s results on its financial statements immediately after the closing of the transaction.

What will be the target internal promotion / transfer % to fill the new positions created?

Together, the New T-Mobile is expected to employ more people in the U.S. and create more new jobs than Sprint and T-Mobile would separately. After the deal closes, we ll determine the types of roles that ll be needed to execute on our vision and how to fill them.

I started receiving a lot of requests from Sprint employees to be added as a connection on social media e.g. LinkedIn, Facebook, etc. Can I accept the requests?

You can add them however, until the deal closes, we will continue to operate as separate companies and competitors. In other words, it s business as usual, so please don t share competitively sensitive information.

Important Additional Information

In connection with the proposed transaction, T-Mobile US, Inc. (T-Mobile) will file a registration statement on Form S-4, which will contain a joint consent solicitation statement of T-Mobile and Sprint Corporation (Sprint), that also constitutes a prospectus of T-Mobile (the joint consent solicitation statement/prospectus), and each party will file other documents regarding the proposed transaction with the U.S. Securities and Exchange Commission (the SEC). INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE JOINT CONSENT SOLICITATION STATEMENT/PROSPECTUS AND OTHER RELEVANT DOCUMENTS FILED WITH THE SEC WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. When final, a definitive copy of the joint consent solicitation statement/prospectus will be sent to T-Mobile and Sprint stockholders. Investors and security holders will be able to obtain the registration statement and the joint consent solicitation statement/prospectus free of charge from the SEC s website or from T-Mobile or

Sprint. The documents filed by T-Mobile with the SEC may be obtained free of charge at T-Mobile s website, at *www.t-mobile.com*, or at the SEC s website, at *www.sec.gov*. These documents may also be obtained free of charge from T-Mobile by requesting them by mail at T-Mobile US, Inc., Investor Relations, 1 Park Avenue, 14th Floor, New York, NY 10016, or by telephone at 212-358-3210. The documents filed by Sprint with the SEC may be obtained free of charge at Sprint s website, at *www.sprint.com*, or at the SEC s website, at *www.sec.gov*. These documents may also be obtained free of charge from Sprint by requesting them by mail at Sprint Corporation, Shareholder Relations, 6200 Sprint Parkway, Mailstop KSOPHF0302-3B679, Overland Park, Kansas 66251, or by telephone at 913-794-1091.

Participants in the Solicitation

T-Mobile and Sprint and their respective directors and executive officers and other members of management and employees may be deemed to be participants in the solicitation of consents in respect of the proposed transaction. Information about T-Mobile s directors and executive officers is available in T-Mobile s proxy statement dated April 26, 2018, for its 2018 Annual Meeting of Stockholders. Information about Sprint s directors and executive officers is available in Sprint s proxy statement dated June 19, 2017, for its 2017 Annual Meeting of Stockholders, and in Sprint s subsequent reports on Form 8-K filed with the SEC on January 4, 2018 and January 17, 2018. Other information regarding the participants in the consent solicitation and a description of their direct and indirect interests, by security holdings or otherwise, will be contained in the joint consent solicitation statement/prospectus and other relevant materials to be filed with the SEC regarding the acquisition when they become available. Investors should read the joint consent solicitation statement/prospectus carefully when it becomes available before making any voting or investment decisions. You may obtain free copies of these documents from T-Mobile or Sprint as indicated above.

No Offer or Solicitation

This communication shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the U.S. Securities Act of 1933, as amended.

Cautionary Statement Regarding Forward-Looking Statements

This communication contains certain forward-looking statements concerning T-Mobile, Sprint and the proposed transaction between T-Mobile and Sprint. All statements other than statements of fact, including information concerning future results, are forward-looking statements. These forward-looking statements are generally identified by the words anticipate, believe, estimate, expect, intend, may, could or similar ex Such forward-looking statements include, but are not limited to, statements about the benefits of the proposed transaction, including anticipated future financial and operating results, synergies, accretion and growth rates, T-Mobile s, Sprint s and the combined company s plans, objectives, expectations and intentions, and the expected timing of completion of the proposed transaction. There are several factors which could cause actual plans and results to differ materially from those expressed or implied in forward-looking statements. Such factors include, but are

not limited to, the failure to obtain, or delays in obtaining, required regulatory approvals, and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company or the expected benefits of the proposed transaction, or the failure to satisfy any of the other conditions to the proposed transaction on a timely basis or at all; the occurrence of events that may give rise to a right of one or both of the parties to terminate the business combination agreement; adverse effects on the market price of T-Mobile s or Sprint s common stock and on T-Mobile s or Sprint s operating results because of a failure to complete the proposed transaction in the anticipated timeframe or at all; inability to obtain the financing contemplated to be obtained in connection with the proposed transaction on the expected terms or timing or at all; the ability of T-Mobile, Sprint and the combined company to make payments on debt or to repay existing or future indebtedness when due or to comply with the covenants contained therein; adverse changes in the ratings of T-Mobile s or Sprint s debt securities or adverse conditions in the credit markets; negative effects of the announcement, pendency or consummation of the transaction on the market price of T-Mobile s or Sprint s common stock and on T-Mobile s or Sprint s operating results, including as a result of changes in key customer, supplier, employee or other business relationships; significant transaction costs, including financing costs, and unknown liabilities; failure to realize the expected benefits and synergies of the proposed transaction in the expected timeframes or at all; costs or difficulties related to the integration of Sprint s network and operations into T-Mobile; the risk of litigation or regulatory actions; the inability of T-Mobile, Sprint or the combined company to retain and hire key personnel; the risk that certain contractual restrictions contained in the business combination agreement during the pendency of the proposed transaction could adversely affect T-Mobile s or Sprint s ability to pursue business opportunities or strategic transactions; effects of changes in the regulatory environment in which T-Mobile and Sprint operate; changes in global, political, economic, business, competitive and market conditions; changes in tax and other laws and regulations; and other risks and uncertainties detailed in T-Mobile s Annual Report on Form 10-K for the fiscal year ended December 31, 2017 and in its subsequent reports on Form 10-Q, including in the sections thereof captioned Risk Factors and Cautionary Statement Regarding Forward-Looking Statements, as well as in its subsequent reports on Form 8-K, all of which are filed with the SEC and available at *www.sec.gov* and *www.t-mobile.com*. Forward-looking statements are based on current expectations and assumptions, which are subject to risks and uncertainties that may cause actual results to differ materially from those expressed in or implied by such forward-looking statements. Given these risks and uncertainties, persons reading this communication are cautioned not to place undue reliance on such forward-looking statements. T-Mobile assumes no obligation to update or revise the information contained in this communication (whether as a result of new information, future events or otherwise), except as required by applicable law.

Twitter, Facebook, Instagram and other social media posts related to the transaction:

MIKE SHIELDS (Twitter @mshields007)

- **Tweet:** Closing the broadband gap in rural America [link to The Advocate article below] via @theadvocatebr

KEVIN MADDEN (Twitter @KevinMaddenDC)

- **Tweet:** Closing the broadband gap in rural America [link to The Advocate article below] via @theadvocatebr

Letters: Closing The Broadband Gap In Rural America

By Billy Tauzin, The Advocate, June 5, 2018

Americans have long been defined by our entrepreneurial spirit and the belief that anyone can improve their current economic circumstances. As a former chairman of the House Energy and Commerce Committee, I worked to ensure that everyone had a chance to realize the American dream, including rural Louisianans. In the 21st-century economy, access to that dream requires high-speed internet and 5G technology will be crucial to expanding opportunity in urban and rural America.

Fifth generation, or 5G, wireless technology will enable a dynamic new economy. Just as 4G provided the speed and connectivity that unlocked the potential of mobile applications like Uber and Instagram, 5G will jump-start the next wave of American innovation with the coverage and capacity needed to power millions of connected devices.

5G networks will move traffic more efficiently, power autonomous cars, and run mobile applications leveraging Artificial Intelligence. But the benefits go much farther. Estimates suggest 5G will boost U.S. GDP by $500 billion and create up to 3 million American jobs.

While the promise of 5G is monumental for urban areas, rural America will see the greatest benefit. By expanding broadband access, 5G will help connect rural small businesses with larger markets and allow

doctors to remotely treat patients who live hours away. Case in point, Scottsville, Kentucky, has used broadband-enabled telemedicine to connect doctors from Tennessee with local patients.

Unfortunately, Scottsville is the exception. More than 19 million rural Americans lack broadband access, and those that don t often have little or no choice in provider. The reason is simple: it s costly to lay wired connections and companies are not incentivized to invest.

While it has always been less expensive to cover large areas with wireless service, until recently wireless has not been able to compete with the speed and capacity of wired connections. However, 5G wireless technology is poised to bring strong and reliable broadband to many rural communities, and companies are already investing in this infrastructure. But for rural families looking to access high-speed internet, 5G can t come soon enough.

As an adviser to T-Mobile, I was encouraged to see them announce their intention to merge with Sprint and lead the march to nationwide 5G coverage. The combination will capitalize on the network access and expertise of each company, accelerating investment and development of the first nationwide 5G network and creating pressure on AT&T and Verizon to speed up their own plans to develop and deploy 5G networks.

For too long, American communities have been divided by those who do and do not have access to broadband the digital haves and have-nots. The merger of T-Mobile and Sprint can help change that by bringing 5G to rural America sooner.

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