T-Mobile US, Inc. Form 4 April 19, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Carter J Braxton II

2. Issuer Name and Ticker or Trading Symbol

T-Mobile US, Inc. [TMUS]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Zin)

(Month/Day/Year)

C/O T-MOBILE US, INC., 12920 SE 04/17/2017 38TH STREET

(Street)

(State)

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner Other (specify X_ Officer (give title below)

EVP & CFO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BELLEVUE, WA 98006

(City)

| (City) | (State) | Table | e I - Non-D | erivative | Secur | rities Acq | uired, Disposed o | f, or Beneficial | y Owned |
|------------------------|--------------------------------------|-------------------------------|--------------------|------------|------------------|-------------|--|----------------------------|-------------------------|
| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. Transactio | 4. Securi | | • | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect |
| (Instr. 3) | , , | any | Code | (Instr. 3, | | ` ′ | Beneficially | (D) or | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) Code V | Amount | (A) or (D) | Price | Owned Following Reported Transaction(s) (Instr. 3 and 4) | Indirect (I) (Instr. 4) | Ownership (Instr. 4) |
| Common Stock | 04/17/2017 | | M | 500 | A | \$ 37.91 | 179,068 <u>(1)</u> | D | |
| Common Stock | 04/17/2017 | | F | 380 (2) | D | \$ 64.94 | 178,688 <u>(1)</u> | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactic Code (Instr. 8) | 5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|--|--|--------------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 37.91 | 04/17/2017 | | M | 500 | 04/30/2013(3) | 04/18/2017 | Common Stock | 500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| Reporting Owner Name / Address | • |

Director 10% Owner Officer Other

Carter J Braxton II C/O T-MOBILE US, INC. 12920 SE 38TH STREET BELLEVUE, WA 98006

EVP & CFO

Signatures

/s/ Sarah E. Mock, Attorney-in-Fact

04/19/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Since the date of the reporting person's last ownership report, he transferred 18,315 shares to his former spouse pursuant to a domestic relations order.
- (2) Mr. Carter tendered by attestation 380 shares of common stock already owned by him in order to exercise his stock options for 500 shares, thus increasing his ownership by a net of 120 shares.

The option was granted on April 18, 2007. To the extent not already vested as of April 30, 2013, the vesting of this option was accelerated in connection with the closing of the transactions contemplated by the Business Combination Agreement, dated as of October 3, 2012 and

(3) amended as of April 14, 2013, among Deutsche Telekom AG, T-Mobile Global Zwischenholding GmbH, T-Mobile USA Inc. and MetroPCS Communications, Inc. pursuant to the terms of an equity plan of MetroPCS Communications, Inc. The option was fully vested and would have expired on April 18, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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