

Keys Thomas Christopher
 Form 4
 May 03, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *
 Keys Thomas Christopher

(Last) (First) (Middle)
 C/O T-MOBILE US, INC., 12920 SE
 38TH STREET
 (Street)

BELLEVUE, WA 98006

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 T-Mobile US, Inc. [TMUS]

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/01/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, COO - MetroPCS Business

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 05/01/2013 | | S ⁽¹⁾ | | 40,000 | D | \$ 16.5875 <u>(2)</u> |
| Common Stock | 05/01/2013 | | M | | 20,000 | A | \$ 11.49 |
| Common Stock | 05/01/2013 | | S ⁽¹⁾ | | 20,000 | D | \$ 16.5 |
| Common Stock | 05/02/2013 | | M | | 40,000 | A | \$ 11.49 |
| Common Stock | 05/02/2013 | | S ⁽¹⁾ | | 40,000 | D | \$ 16.825 <u>(3)</u> |

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(2) The price reported in Column is a weighted average sale price. These share were sold in multiple transactions at prices ranging from \$16.50 to \$16.75, inclusive. The reporting person undertakes to provide to the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(3) The price reported in Column is a weighted average sale price. These share were sold in multiple transactions at prices ranging from \$16.64 to \$16.93, inclusive. The reporting person undertakes to provide to the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(4) The option was granted on February 5, 2013. To the extent not already vested as of April 30, 2013, the vesting of this stock option was accelerated in connection with the closing of the transactions contemplated by the Business Combination Agreement, dated as of October 3, 2012 and amended as of April 14, 2013, by and among Deutsche Telekom AG, T-Mobile Global Zwischenholding GmbH, T-Mobile Global Holding GmbH, T-Mobile USA, Inc. and MetroPCS Communications, Inc., pursuant to the terms of an equity plan of MetroPCS Communications, Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.