



Code of Supplier Conduct

Ethics. Citizenship. Sustainability. Compliance.

To Our Valued Suppliers

Sprint's reputation for service, quality and fair dealing is coupled with Sprint's firm commitment to the values of integrity, social responsibility and responsible environmental stewardship. Adherence to these values serves to attract capable and diverse employees, loyal customers and other stakeholders who are vested in our success, and to distinguish Sprint as a values-based leader in the telecommunications industry. An inappropriate action by a consultant, contractor, supplier or vendor could easily damage our reputation. Sprint is providing this Code of Supplier Conduct to all consultants, contractors, suppliers and vendors, (Suppliers) in an effort to ensure that the expectations and standards upheld at Sprint are understood and adhered to by everyone involved in the company's success.

Please take the time to review the Code of Supplier Conduct carefully, become familiar with its content and draw guidance from the values that Sprint expects to drive Sprint and its Suppliers in making ethical, responsible, and environmentally sustainable choices in all its business activities. If a situation arises that, in your opinion, violates this Code of Supplier Conduct, you are obligated to report it immediately to your management chain or by contacting Sprint's Ethics Helpline, identifying yourself as a consultant, contractor or supplier.

Building Mutual Trust

Suppliers are an integral part of our success and we expect you to comply with the letter and spirit of our Code of Supplier Conduct. At Sprint, we strive to be competitive in every aspect of our business by conducting all dealings in an ethical, socially responsible, and legal manner and we expect our Suppliers to do the same.

The Code of Supplier Conduct is in addition to and does not alter or reduce any contractual obligations that may be set forth in a written agreement between Sprint and any Supplier.

The Code of Supplier Conduct is not a contract or an offer to contract between you and Sprint.

Ethics

The goal of this Code of Supplier Conduct is to provide the framework for an ethical and sustainable supply chain focused on meeting legal requirements and conducting business with the highest standard. It is founded on the following principles: acting with integrity; being fair and respectful; keeping your word; protecting Sprint's reputation; and being intolerant of unethical behavior. These principles are embodied in the discussion areas throughout this document.

Accurate Accounts & Record Keeping

Sprint relies on accurate information and reliable records to make responsible business decisions. Sprint requires its Suppliers to likewise engage in honest and accurate recording, reporting and retention of information. This includes all business records, such as quality, safety or personnel records, as well as financial records.

Sprint expectations for Suppliers when doing business with Sprint:

- Do not make false, artificial or misleading entries or omissions in any system, book or record for any reason.
- Keep systems, books, records and accounts in reasonable detail so that they accurately reflect transactions and events.
- Complete expense reports and time reporting accurately and completely.
- Do not create or maintain secret or unrecorded funds, assets or accounts for any purpose.
- Never intentionally make a payment or approve an invoice, expense report or other document that is incorrect, misleading or inaccurate.

Diversity

Sprint believes competitive strength is achieved through a diverse group of people working together to find the best solutions and is committed to providing procurement opportunities to women, minorities, veterans, service disabled veterans and small businesses through Sprint's Supplier Diversity Program. Sprint expects its Suppliers to exercise diversity in their daily business when it comes to their employees as well as in their decisions to select subcontractors.

Conflicts of Interest

Hallmarks of professionalism include adherence to the contractual commitments made to Sprint and respecting Sprint's customers and other business partners. It is essential to avoid improper influence, or even the reasonable appearance of improper influence, motivated by non-business considerations.

Suppliers are naturally involved in business relationships with other companies, including competitors of Sprint. These relationships must never compromise, or reasonably appear to compromise, your responsibilities or ability to make sound, impartial and objective business decisions in connection with your engagement with Sprint.

Any situation that creates, or could reasonably appear to create, a conflict of interest should be avoided and disclosed to your management chain or the Sprint Ethics Helpline.

Drug-free Workplace

Sprint prohibits Suppliers from performing work activities for or on behalf of Sprint while under the influence of any substance, including drugs or alcohol, which prevents them from conducting their work safely and effectively.

Gifts, Entertainment and Travel

Gifts, entertainment and travel are often an integral part of building and maintaining business relationships and advancing the interests of Sprint. To avoid even the appearance of a conflict, Suppliers are expected to fully respect the spirit and letter of Sprint's Gift, Entertainment and Travel policy which provides, in part:

- Suppliers should not offer gifts, entertainment or travel to a Sprint employee, nor is acceptance of these permitted beyond a nominal value (retail value \$150 or less). Items such as these should never be on a regular or multiple basis.
- Suppliers should not offer any gift, entertainment or travel to any Sprint employee who plays a role in the decision while a Request of Information, Request for Proposal or contract negotiations process is underway.
- Employee travel and accommodations related to business or entertainment events should be at Sprint's expense. Do not offer to provide travel and accommodations to business or entertainment events.
- Suppliers must not offer bribes, kickbacks, payoffs or other unusual or improper payments to Sprint employees in order to obtain or keep business. A Supplier should never accept cash or a noncash gift, bribes or kickbacks from a Sprint employee to influence them to take or not take a course of action or for any other improper purpose.
- Promotional items (T-shirts, mugs, baseball caps) given in the normal course of business are acceptable if reasonable in nature.

Contact your appropriate Sprint representative or the Sprint Ethics Helpline before engaging in any activity that may involve gifts, entertainment or travel to ensure they meet the requirements of the Code of Supplier Conduct.

Safeguarding Information

Sprint confidential information is a valuable asset. All Suppliers, including their employees and agents, in possession of Sprint confidential and proprietary information must take the necessary steps to protect and safeguard this information. If a Supplier mistakenly receives Sprint confidential and proprietary information, the Supplier is required to immediately return the information to the Sprint point of contact. Disclosure or distribution of Sprint confidential and proprietary information without Sprint's express permission is a violation of the Code of Supplier Conduct.

Corporate Social Responsibility

Sprint believes that we are all responsible for conducting our businesses in a socially and environmentally responsible manner. We base this on the premise that a company is much more than the products and services it sells; the effect a company has on the environment, the people and the communities it serves reflects the company's dedication to being not only a good business, but being a good corporate citizen.

Sprint's approach to social and environmental responsibility includes establishing standards of excellence for Suppliers, who are vital and necessary partners.

Sprint expects Suppliers to adhere to the following principles:

Labor Standards

Nondiscrimination – Hiring and employment practices should not discriminate on grounds of race, religion, age, sex, disability, national origin, or any other status protected by the laws or regulations in the locations where Sprint or Sprint Suppliers operate. Sprint is an equal opportunity and an affirmative action employer. As a Sprint Supplier, you may be required to follow similar equal employment and affirmative action regulations.

Respect and dignity – Treat all employees with respect and do not use harassment, corporal punishment, threats of violence or any forms of mental coercion, physical coercion, or verbal abuse.

Freely chosen employment – Use only voluntary labor. Child, forced, bonded, indentured or involuntary prison labor will not be used. Workers must be free to leave their employment after reasonable notice and not be required to lodge "deposits" with their employers.

No child labor – No person must be employed who is below the minimum legal age for employment for that locality; children (persons under 18 years) must not be employed for any hazardous or night work, or work that is inconsistent with the child's personal development or safety; where a child is employed, the best interests of the child shall be the primary consideration for the employment participation.

Freedom of association – Respect the legal rights of others to join or not to join trade or labor unions, or other organizations of their choice in accordance with local laws.

Fair working hours – Ensure employee working hours comply with national laws and are not excessive, and offer rest days.

Wages and benefits – Pay all workers in accordance with applicable wage laws and regulations, including those relating to minimum wages, overtime hours and legally mandated benefits.

Safety and health conditions – Provide employees a safe and healthy work environment in compliance with all applicable laws and regulations. Provide appropriate safety information and training to all employees and implement a management system that prevents workplace hazards and provides business continuity during emergency events.

Environmental Standards

Sprint is committed to being a corporate leader in environmental responsibility. Sprint is a recognized industry leader through its commitment to reduce greenhouse gas emissions, deployment of renewable energy and our aggressive cell-phone recycling efforts. These efforts are bolstered by environmentally responsible building practices, “green” IT, waste-reduction efforts, e-billing practices, environmentally beneficial products and services, and a strong environmental employee-engagement program.

Guiding Principles

Sprint Suppliers are expected to adhere to the following principles:

- Reduce or eliminate water, energy or raw material waste at the source
- Ensure hazardous substances are managed and disposed of safely
- Control, reduce or eliminate all air emissions of volatile organic chemicals, aerosols, corrosives, particulates and combustion by-products generated from operations

Operational Compliance

Sprint expects its Suppliers to operate in a manner which protects the environment. Suppliers must ensure that they comply with:

- All applicable environmental laws
- Regulations and standards including:
 - laws related to air emissions
 - water discharges
 - hazardous waste disposal
 - environmental permitting and reporting
 - product labeling and warning requirements

Sprint expects every Supplier to be both innovative and cooperative in implementing an

effective assessment methodology. Furthermore, Sprint expects its Suppliers to comply with any additional environmental specifications required for products and services designed or manufactured for Sprint, or that are specified for a particular category.

Compliance to Applicable Laws and Regulations

As a global company, Sprint is governed by laws and regulations that influence who we do business with, what countries we can do business with, and how we export and import goods and technology. Sprint conducts its global business operations in accordance with applicable laws and regulations and the Policy for Conducting International Business (copy available upon request from Sprint). Sprint requires that its Suppliers be in compliance with all applicable domestic and international laws relating to:

Foreign Corrupt Practices Act/Organization for Economic Cooperation and Development – It is prohibited to give or offer money or anything else of value to a foreign official for the purpose of influencing the foreign official to assist Sprint or Supplier in obtaining or retaining business or securing any improper advantage.

Record keeping and proper accounting – Keep records for accountability purposes and accurately reflect what the nature of the expenses are and how those have been calculated.

Export and import compliance – To the extent a Supplier is responsible for the import or export of goods, software or technology, the Supplier must be aware of all applicable laws and be in compliance with such laws. Suppliers will make accurate declarations and will not mischaracterize the value or nature of the goods in any way that will create liability to Sprint. Suppliers must obtain the appropriate import and export licenses when shipping controlled goods, technology or software.

Anti-boycott – Do not cooperate with foreign boycotts that are not approved by the United States government.

Compliance with local laws – Be responsible for knowing and complying with any applicable local law in connection with the services they are providing to Sprint. To the extent any permits, licenses, concessions or other government approval is required, Suppliers are responsible for obtaining and maintaining such items while providing services to Sprint.

Data privacy – Comply with the data privacy laws of countries in which Suppliers conduct business, and secure access and transfer data in accordance with such laws. Personal data is generally defined as any personal information by which an individual can be identified.

Antitrust laws – Do not engage in any anticompetitive business practices aimed at limiting or impairing full and open competition for the products and services Suppliers provide to Sprint.

National Security Agreement – Follow all instructions from Sprint related to compliance with national security requirements. Sprint must comply with certain agreements with the federal government regarding, among other things, national security concerns. Therefore, Sprint requires that its Suppliers follow all applicable policies and instructions from Sprint related to compliance with national security requirements from the U.S. government, including, when applicable, restricted access to Sprint's network and certain information.

Contacting the Ethics Helpline

This information does not address every situation or circumstance. It is not a comprehensive, full, or complete explanation of all the policies, laws and regulations that may apply to Suppliers. If you have questions or concerns about the Code of Supplier Conduct, you should discuss it with your appropriate Sprint representative or call the Sprint Ethics Helpline.

Ethics Helpline – 24 hours, 7 days a week

Monday – Friday

8:30 a.m. to 5 p.m. CT: (913) 794-1666

24-hour line: (800) 788-7844

E-mail: Ethicshelpline@sprint.com

Fax: (913) 523-9779

Mail: Sprint Ethics and
Compliance Program
6200 Sprint Parkway
KSOPHF0202 - 2B507
Overland Park, KS 66251