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SPRINT Corp
Form 425
June 19, 2018

Filed by Sprint Corporation

Pursuant to Rule 425 under the Securities Act of 1933,
as amended, and deemed filed pursuant to Rule 14a-12
under the Securities Exchange Act of 1934, as amended

Subject Company: Sprint Corporation

Commission File No.: 001-04721

The following communication was made available by Marcelo Claure, Executive Chairman of Sprint, on Twitter:

Tweet: Get excited we just announced more details on our @Sprint @TMobile merger that will create the true leader in mobile #5G! #5GForAll [investor info: AllFor5G.com/disclaimer]

Tweet: #5G is the SINGLE MOST IMPORTANT infrastructural investment in our lifetimes, and we are making it happen. I just published a blog post that outlines how this merger will truly benefit consumers. #5GForAll <http://newsroom.sprint.com/why-sprint-t-mobile-great-for-competitiveness-consumers-and-jobs.htm>

Tweet: Together we have \$40 BILLION in planned investments to enable FASTER and more ECONOMICAL DEVELOPMENT of a broad and deep NATIONWIDE #5G NETWORK. #5GForAll

Tweet: Simply put: Consumers will get LOWER PRICES and BETTER SERVICE with a combined @Sprint and @TMobile!! #5GForAll

<http://newsroom.sprint.com/why-sprint-t-mobile-great-for-competitiveness-consumers-and-jobs.htm>

Tweet: Around 14 MILLION Americans currently have NO ACCESS to mobile LTE high-speed broadband: THAT WILL CHANGE. America's RURAL consumers will FINALLY receive faster and better broadband AND it will be enhanced by retail service at 600 NEW stores. #5GForAll

Tweet: We will add THOUSANDS of direct employees in the U.S. and thousands of other contractors and indirect employees to help us build out the #5G network! #5GForAll

Tweet: As you can see, the numbers don't lie. The @Sprint @TMobile merger is the most important merger in U.S. history, and we can't afford to miss this once-in-a-lifetime opportunity. #5GForAll
<http://newsroom.sprint.com/why-sprint-t-mobile-great-for-competitiveness-consumers-and-jobs.htm>

The following communication was made available by Michel Combes, Chief Executive Officer of Sprint, on Twitter:

Tweet: Check out @MarceloClaire's great blog about how our merger with @TMobile will accelerate our plans to deliver BETTER SERVICES at LOWER PRICES and benefit consumers everywhere. #5GForAll [investor info: allfor5g.com/disclaimer]
<http://newsroom.sprint.com/why-sprint-t-mobile-great-for-competitiveness-consumers-and-jobs.htm>

The following communication was made available by Sprint on Twitter:

Tweet: Why @Sprint + @TMobile = Great for Competitiveness, Consumers and Jobs #5GForAll
[investor info: sprint.co/2M5Mozw] sprint.co/2M0wZAL

Important Additional Information

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Participants in the Solicitation

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<http://newsroom.sprint.com/why-sprint-t-mobile-great-for-competitiveness-consumers-and-jobs.htm>:

Why Sprint + T-Mobile = Great for Competitiveness, Consumers and Jobs

By Marcelo Claure, Executive Chairman

June 19, 2018

Today we took a **big next step** toward gaining regulatory approval for what we believe is the **most important merger in U.S. history**. In a filing with the FCC, we've laid out in detail our plans to **combine forces with T-Mobile to create the best nationwide 5G network** and at the same time bringing lots of other **benefits to consumers, create jobs, and position us and our country as the true leader in mobile 5G**.

The filing makes the case for why this is a great deal for U.S. competitiveness, U.S. consumers, and U.S. job growth, and also provides some pretty powerful and compelling statistics in support of our plans. This isn't light reading - the filing is nearly 700 pages long - so here's a summary of the main benefits:

This merger will allow us to deliver FASTER and DEEPER DEPLOYMENT of a NATIONWIDE 5G NETWORK through \$40B in planned business and network INVESTMENTS.

Combining Sprint's capacity and T-Mobile's coverage will deliver a robust 5G network and improve LTE service

We expect to provide faster access to more cell sites than either of our companies could deliver on their own

AT&T and Verizon will be forced to accelerate and increase investment in their 5G network plans

Our combined company will be able to offer LOWER PRICES, BETTER SERVICE and NEW OFFERINGS to MORE consumers. Here's what to expect.

An increase in network capacity – more supply means consumers will be paying less and getting more

Greater choices for enterprise business customers at a lower unit price

A new lower priced and higher quality alternative to in-home wired broadband

And we look forward to disrupting the video distribution marketplace

Many rural Americans don't have access to high-speed mobile LTE broadband, but the new company will offer them IMPROVED BROADBAND and RETAIL SERVICE. Rural communities can expect:

Download speeds of at least 10 Mbps to 45.9M rural residents

Better outdoor wireless coverage to reach 59.4M rural residents and indoor wireless coverage to reach 31M rural residents

Fixed in-home broadband service of at least 25/3 Mbps to 52.2 million rural residents

And, 600 new stores!

The combined Sprint and T-Mobile will be a JOBS CREATOR, and we're talking THOUSANDS.

We will create more than 3,000 direct jobs initially

In just a few years, that will increase to more than 11,000 jobs

And, thousands more jobs will be created to support our 5G network build-out. In almost 700 pages, there are SO many reasons why this merger is necessary and will benefit all of YOU! So, we've updated our transaction website (<https://allfor5g.com/>) with additional information on the benefits of the merger.

We've said it before and we'll say it again: 5G is the single most important American infrastructure project of our lifetimes. Upgrading American wireless networks to 5G technology will have massive impacts on the U.S. economy and its competitiveness in the decades ahead.

Together with T-Mobile, we can go **further and faster to create a stronger competitor, benefits for consumers and spur incredible economic growth in wireless and beyond**. By bringing together the complementary combination of Sprint's capacity and T-Mobile's coverage, we can deliver the first and best nationwide 5G network faster than anyone, cheaper and with less impact to LTE connectivity.

Sprint and T-Mobile are fighting on behalf of consumers to put an end to limited options and high prices. We're here for more choice, lower prices, and better services. That's what we stand for, and we are ready to deliver on our promises. We can't wait to combine our talented teams to create an even more powerful force for change in wireless and beyond.

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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, and in Sprint's Annual Report on Form 10-K for the fiscal year ended March 31, 2017 and in its subsequent reports on Form 10-Q, including in the sections thereof captioned "Risk Factors" and "MD&A 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.sprint.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 and Sprint assume 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.

Dear partners,

Two months ago when we announced our agreement to combine with T-Mobile, we promised to keep you up to speed with any significant progress. We want to tell you about two key developments in our merger efforts.

Public Interest Statement

Earlier today, we took a critical first step in the regulatory approvals process by filing a Public Interest Statement with the Federal Communications Commission.

The PIS details how a combined Sprint and T-Mobile will deliver more wireless choice, better value and lower prices and will cement America's global leadership in 5G.

The PIS is a lengthy and dense document, but it will likely get a lot of attention in the media, so we want you to understand the key points:

This merger will deliver faster and deeper deployment of a nationwide 5G network through \$40 billion in planned investments. Combining Sprint and T-Mobile assets will enable us to deliver a robust, nationwide 5G network that, by 2024, will have double the total capacity and triple the 5G capacity of T-Mobile and Sprint combined, with 5G speeds four to six times what we could achieve on our own.

Our combined company will offer lower prices, better service and new offerings to more consumers. The dramatic increase in network capacity will result in increased choice and competition, as well as faster and more reliable services to customers everywhere, including rural America. With 5G, the combined company will create a viable alternative for millions of Americans by enabling mobile to compete on par with fixed broadband, driving prices lower and improving service.

The combined Sprint and T-Mobile will create thousands of jobs. We plan to add more than 3,000 jobs initially, increasing to more than 11,000 jobs in just a few years, with thousands of other contractor and indirect employees brought on board. As a combined company, we plan to hire employees to:

Build the new network.

Extend T-Mobile's customer care model to a wider subscriber base.

Support customers in growing segments, such as in-home broadband, enterprise and the Internet of Things.

We believe combining forces is the right decision for the future of Sprint, as merging with T-Mobile will create opportunities for you as part of a stronger, more competitive organization.

As we've said all along, this transaction is the most important merger in U.S. history, and 5G is the single most important American infrastructure project of our lifetimes.

We must seize this once-in-a-lifetime opportunity.

Please **check out today's blog** for more details on the benefits of a combined company.

Integration planning

The second development we want to share is the steps we're taking to prepare for the integration of two great companies, pending all the necessary regulatory approvals. It's critically important that we execute a successful, seamless integration, which will benefit our Sprint partners, U.S. consumers, businesses and Sprint shareholders, including you.

To do this, we've created the Integration Management Office, led by **Kevin Crull**, our chief strategy officer. The IMO is organized around several work streams, including IT and Customer Care; postpaid customer migration; and growth and cost synergies. T-Mobile has created an IMO that mirrors our structure.

Members of the Corporate Strategy and Business Development team will initially staff the IMO. We will add a small number of dedicated experts in various functions and will seek support from others across the business as needed to support our integration efforts.

We want to be very clear that integration planning must not deter us from maintaining business as usual, and we will continue to be independent companies until closing. The IMO team is accountable for all planning activities, and they will involve business owners as appropriate and necessary. In the coming weeks, Kevin will share more details on the structure and staffing of the IMO, as well as its priorities and governance.

Meanwhile, we must focus on our day-to-day responsibilities and our four priorities as a company:

1. **The Network Built for Unlimited (at the BEST Price)**
2. **Unlimited for All value proposition**
3. **Best digital customer experience**
4. **Great place to work**

Your passion, commitment and drive will help us deliver a fantastic year and position us to succeed in the future. And just as we are holding you accountable for your performance, we expect you to hold *us* accountable in return. Thank you, and let's continue motivating each other!

Marcelo Claure

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