

**MODIFICATION #14 TO
 AGREEMENT NUMBER VA-171023-TMO
 BETWEEN THE
 COMMONWEALTH OF VIRGINIA
 AND
 T-MOBILE USA, INC**

This MODIFICATION is an agreement to modify Contract No. VA-171023-TMO (the “Contract”) as set forth herein, as permitted by the original terms of the Contract between the Commonwealth of Virginia, Virginia Information Technologies Agency (hereinafter referred to as “VITA”), and T-Mobile USA, Inc. (hereinafter referred to as “Contractor” or “T-Mobile”). Once executed by both parties (“Amendment Effective Date”), this Modification is hereby incorporated into and made part of the Contract.

- 1) The Parties agree that this Modification #14 is intended to supersede and replace Modification #12 to the Contract. As of this Amendment Effective Date, Modification #12 will no longer be of any force or effect.
- 2) **Eligible Plans and Device Subsidies.** T-Mobile agrees to provide subsidized device pricing (“Device Subsidy”) on the eligible smartphones, tablets and hotspots listed below to VITA for new or existing lines of Service activated on the eligible Contract rate plans listed below in this Section 2. Each Authorized User that receives a Device Subsidy will be eligible to upgrade active lines of Service after twenty-four (24) months of continuous service (“24-Month Upgrade Term”) at the Subsidized Device Price and will not be otherwise eligible for a 13-month upgrade term pursuant to Section 5.E of the Contract.

For further clarification, the 24-Month Upgrade Term as outlined in this Section 2 will apply to Authorized Users that receive a Device Subsidy for lines of Service activated on the eligible Contract rate plans listed below in this Section 2. Existing T-Mobile Subscribers that are on Contract plans other than the rate plans in this Section 2: i) will continue to be eligible for a 13-month upgrade term pursuant to Section 5.E of the Contract; and ii) may only migrate to the plans below with a Device Subsidy once the existing T-Mobile line of Service has fulfilled the 13-month upgrade term.

Customer provided devices (“BYOD Devices”) are eligible to receive a Device Subsidy on an upgraded device during the Term, subject to the terms and conditions outlined in Section 2 above. This offer is exclusive to and is valid only for orders placed by VITA on behalf of an Authorized User as defined in the Contract Scope on the rate plans listed in this Section 2 below.

Service or Feature	Service Description	Subsidized Device Price / Device Subsidy ¹	MRC/Line (After Eligible Contract Discount)
<p>Government Unlimited for Phones</p> <p>(Plan may be used for BYOD Devices)</p>	<ul style="list-style-type: none"> • Unlimited talk, text, and data on our advanced network with no annual service contracts or data overages. • Free Scam Shield™ app. with Scam ID and Scam Block. • Call, text, and use up to 5GB of High Speed data in Mexico and Canada. • Unlimited texting and 2G data roaming in more than 210 countries and destinations • Unlimited domestic data roaming and unlimited video streaming at DVD quality • 11GB of High Speed data (with unlimited max 3G hotspot speeds thereafter) • Texting and a free hour of Wi-Fi on 	<p>Up to \$230 off full retail price (FRP) on currently available Smartphone devices</p>	<p>\$24.94</p>

Service or Feature	Service Description	Subsidized Device Price / Device Subsidy ¹	MRC/Line (After Eligible Contract Discount)
	<p>Gogo®-enabled flights</p> <ul style="list-style-type: none"> • During congestion, a small fraction of customers using >50GB/mo. may notice reduced speeds until next bill cycle due to data prioritization. Video typically streams on smartphone/tablet at DVD quality (480p) unless you enable HD Video (1080p). • Coverage not available in some areas. 		
<p>Government Unlimited Advanced</p>	<ul style="list-style-type: none"> • Unlimited talk, text, and data on our advanced network with no data overages. • Scam Shield™ app. with Scam ID and Scam Block. • Call, text, and use up to 5GB of High Speed data in Mexico and Canada at no extra charge. • Unlimited text and 2G data roaming in more than 215+ countries and destinations, and 5GB high-speed data in select countries. • Unlimited domestic data roaming and unlimited video streaming in SD quality • 51GB of High Speed hotspot data (with unlimited max 3G hotspot speeds thereafter) • Free texting and a free hour of In-Flight Connection-enabled flights, plus 4 full-flight streaming sessions per year. • During congestion, a small fraction of customers using >100GB/mo. may notice reduced speeds until next bill cycle due to data prioritization. Video typically streams on smartphone/tablet in SD quality (480p) unless you enable HD Video (1080p). 	<p>Up to \$430 off full retail price (FRP) on currently available Smartphone devices</p>	<p>\$30.10</p>
<p>Government Unlimited for Phones w/Device Subsidy 1.0 Level 1</p>	<ul style="list-style-type: none"> • Unlimited talk, text, and data on our advanced network with no data overages. • Includes 5G access with capable device. • Call, text, and use up to 5GB of High Speed data in Mexico and Canada at no extra charge. • Unlimited text and 2G data roaming in more than 210 countries and destinations • Unlimited domestic data roaming and unlimited video streaming in SD quality • 11GB of High Speed hotspot data (with unlimited max 3G hotspot speeds thereafter) • Free texting and a free hour of In-Flight Connection-enabled flights 	<p>Up to \$630 off full retail price (FRP) on currently available Smartphone devices</p>	<p>\$35.26</p>

Service or Feature	Service Description	Subsidized Device Price / Device Subsidy ¹	MRC/Line (After Eligible Contract Discount)
	<ul style="list-style-type: none"> • During congestion, a small fraction of customers using >50GB/mo. may notice reduced speeds until next bill cycle due to data prioritization. 		
Government Unlimited Ultimate	<ul style="list-style-type: none"> • Unlimited talk, text, and premium data on our advanced network with no data overages. • Scam Shield™ premium app. with Scam ID and Scam Block. • Call, text, and use up to 5GB of High Speed data in Mexico and Canada at no extra charge. • Unlimited international texting, low-rate calling, and up to 5GB of high-speed data in more than 215 countries and destinations, then unlimited data up to 256kbps speeds. • Unlimited domestic data roaming and unlimited 4K UHD when 4K UHD video is enabled. • 101GB of High Speed hotspot data (with unlimited max 3G hotspot speeds thereafter) • Unlimited in-flight Wi-Fi with streaming and texting where available. • Stream up to 4K UHD video on capable device when feature is activated 	Up to \$730 off full retail price (FRP) on currently available Smartphone devices	\$39.56

¹Subsidized Device model availability and Pre-Subsidy Costs are subject to change in T-Mobile’s sole discretion.

3) Requirements for the Device Subsidy:

- a) For the Device Subsidy to be effective, the device must be on applicable plans listed in Section 2 above, and VITA will activate a line of Service under its master account;
- b) Each line of Service must be activated in accordance with the terms of the Contract;
- c) Each line of Service which is activated under the master account can only qualify once for a Device Subsidy during the Service Term;
- d) The Device Subsidy cannot be combined with any other discounts or credits;
- e) VITA’s account(s) with T-Mobile must be in good standing to receive the Device Subsidy.

4) The Parties agree to amend the Simple Choice Unlimited Talk, Text, and Data w/2GB LTE Data \$15 MRC Plan as added to the Contract in Modification No. 5 (“Simple Choice Unlimited Plan”) to only allow this Simple Choice Unlimited Plan for existing T-Mobile subscribers. As of the Amendment Effective Date, the Simple Choice Unlimited Plan is not permitted for new activations.

5) The Parties agree that the rate plans attached hereto in Exhibit A – Pricing are hereby added to the Contract.

6) Additional Requirements.

- a) T-Mobile shall ensure that it submits an electronic invoice (such as an electronic file in XLS or CSV format) to VITA as set forth in Section 12.A, “Invoice Procedures” of the Contract. T-Mobile agrees that an industry standard electronic invoicing process acceptable to VITA for all orders pursuant to the Contract will be operational within thirty (30) calendar days of the Amendment Effective Date. Additionally, by August 31, 2024, T-Mobile agrees to

provide an API-like experience (e-bonding) through manual functionality supported by VITA’s telecom expense manager Calero, with full API integration with T-Mobile’s system being operational by March 31, 2025.

- b) T-Mobile shall not knowingly take any actions that would inhibit VITA’s ability to manage any device or equipment purchased from T-Mobile with 3rd party Mobile Device Management (MDM) software. T-Mobile will supply commercially reasonable assistance to VITA employees or contractors to address any problems identified by VITA.
- c) Existing T-Mobile Subscribers that have fulfilled their 13-month upgrade term pursuant to Section 5.E of the Contract are eligible to migrate to the plans in this Modification.

Except as specifically amended herein, all other terms and conditions of the Contract remain unchanged.

The foregoing is the complete and final expression of the parties’ agreement to modify Agreement VA-171023-TMO and cannot be modified, except by a writing signed by duly authorized representatives of both parties.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

PERSONS SIGNING THIS CONTRACT ARE AUTHORIZED REPRESENTATIVES OF EACH PARTY TO THIS CONTRACT AND ACKNOWLEDGE THAT EACH PARTY AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THE CONTRACT.

T-MOBILE USA, INC.

**VIRGINIA INFORMATION TECHNOLOGY AGENCY
on behalf of THE COMMONWEALTH OF VIRGINIA**

BY: 
 NAME: David Bezzant
 TITLE: Vice President, T-Mobile for Government
 DATE: 8/20/2024

BY: 
 NAME: JB Edmonds
 TITLE: Telecommunications Supplier Manage
 DATE: 8/26/24

Approved In Form By:

Signed by: 

T-Mobile USA, Inc. Legal Department
 T-Mobile Reference No.: CLM 2992363
 Date: August 20, 2024

EXHIBIT A - PRICING

Service or Feature	Description	Commercially Available Price per Line/Month	Monthly Recurring Cost/Line (After Eligible Contract 14% Discount)
	Voice & Data Plans		
Govt Unlimited Talk Text and 2GB Data	<ul style="list-style-type: none"> •2GB high-speed data. Unlimited at 128Kbps after 2GB allotment. • Smartphone Mobile Hotspot. Speeds slow at 2GB allotment. •Unlimited minutes •Unlimited messaging •Domestic data roaming •Simple Global (Magenta / Advanced experience) •Stateside International Unlimited Texting •Mobile Without Borders •T-Mobile In-Flight Connection (Magenta / Advanced experience) •Voice over LTE and Wi-Fi calling are enabled. 	\$15.00	\$12.90

Service or Feature	Description	Commercially Available Price per Line/Month	Monthly Recurring Cost/Line (After Eligible Contract 14% Discount)
	International Voice & Data Features		
Global Plus Government Unlimited	<ul style="list-style-type: none"> •International add-on feature that includes access to email, online documents, messages, maps, videos, and voicemail. •Includes the following while traveling in 215+ countries or destinations: •Unlimited high-speed data for your mobile device •Unlimited calling to and from your mobile device •Unlimited messaging to and from your mobile device. •5 GB of high-speed tethering. •Speeds may vary by country. •100+ lines minimum on account. Approval required. 	\$50.00	\$50.00
Global Elite Government Unlimited	<ul style="list-style-type: none"> •International add-on feature that includes access to email, online documents, messages, maps, videos, and voicemail. •Includes the following while traveling in 215+ countries or destinations: •Unlimited high-speed data for your mobile device •Unlimited calling to and from your mobile device •Unlimited messaging to and from your mobile device. •15 GB of high-speed tethering. •Speeds may vary by country. •100+ lines minimum on account. Approval required. 	\$100.00	\$100.00

Service Feature	Description	Commercially Available Cost Per Use	Cost Per Use (After Eligible Contract 14% Discount)
International Data Pass Auto Deploy - 1 Day 3GB	<ul style="list-style-type: none"> Includes 24 hours of up to 3GB high speed data plus Smartphone Mobile Hotspot and unlimited calling in more than 215+ countries and destinations. If all high speed data is used during the 24-hour period, slower data speeds are experienced but will continue to have unlimited calling for the rest of the period. 	<p>\$10.00 (Cost Per Use will auto renew per day while traveling abroad)</p>	<p>\$10.00 (Cost Per Use will auto renew per day while traveling abroad)</p>

Global Plans Terms & Conditions:

Capable device and qualifying postpaid service required. Voice and text features for direct communications between 2 people. Communications with premium-rate (e.g., 900, entertainment, high-rate helpline) numbers not included. Coverage not available in some areas; we are not responsible for our partners' networks. Additional charges apply in excluded destinations; check www.t-mobile.com for included destinations (subject to change at T-Mobile's discretion). Usage is taxed in some countries. **Not for extended international use; you must reside in the U.S. and primary usage must occur on our U.S. network.** Device must register on our U.S. network before international use. Service may be terminated or restricted for excessive roaming. Visit t-mo.co/roamdetails to read important info about our roaming policy.

General Rate Plan Terms and Conditions: On all T-Mobile plans, for the small fraction of customers using >50GB/mo., primary data usage must be on smartphone or tablet. Smartphone and tablet usage is prioritized over Mobile Hotspot Service (tethering) usage, which may result in higher speeds for data used on smartphones and tablets. Not all features available on all devices. Unlimited talk & text features for direct communications between 2 people. Not for extended international use; you must reside in the U.S. and primary usage must occur on our network. Device must register on our network before international use.

Tethering: Tethering at max 3G. Service may be terminated or restricted for excessive roaming.

Simple Global: Usage may be taxed in some countries. Calls from Simple Global countries over Wi-Fi are \$.20/min. (no charge for Wi-Fi calls to US, Mexico and Canada). Standard speeds approx. 128Kbps without Plus; with Plus approx. 256 Kbps. See <http://www.t-mobile.com/optional-services/roaming.html> for included countries and destinations. The list is subject to change at T-Mobile's discretion.

Stateside Int'l Talk: Calls must originate on T-Mobile's U.S. network or in Canada/Mexico. Rates and included countries vary and may change. On-network and U.S. roaming data allotments differ; includes 200 MB domestic roaming. Partial megabytes rounded up. Select companion smartphone and separate qualifying service on each device required.

Network Management: Service may be slowed, suspended, terminated, or restricted for misuse, abnormal use, interference with our network or ability to provide quality service to other users, or significant roaming. See T-Mobile.com/OpenInternet for data management details.