

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ANTHONY DALE, BRETT JACKSON,
JOHNNA FOX, BENJAMIN
BORROWMAN, ANN LAMBERT,
ROBERT ANDERSON, and CHAD
HOHENBERY on behalf of themselves and
all other similarly situated,

Plaintiffs,

v.

DEUTSCHE TELEKOM AG, T-MOBILE
US, INC., and SOFTBANK GROUP CORP.,

Defendants.

Case No. 22-cv-03189

Judge Thomas M. Durkin

Magistrate Judge Jeffrey Cole

**DECLARATION OF KATHLEEN O'BRIEN HAM IN SUPPORT OF
DEFENDANT T-MOBILE US, INC.'S OPPOSITION TO
PLAINTIFFS' MOTION TO COMPEL**

I, Kathleen O'Brien Ham, declare as follows:

1. I previously served as T-Mobile USA, Inc.'s ("T-Mobile" or the "Company") Senior Vice President of Government Affairs until my retirement in December 2023. I submit this declaration in support of T-Mobile's Opposition to Plaintiffs' Motion to Compel. I have personal knowledge of the matters set forth herein, except when stated otherwise, and if called to testify, I could and would competently testify thereto.

2. I graduated from Columbus Law School of Catholic University in 1987. I passed the Washington D.C. bar in 1988 and have been an ongoing member of the D.C. bar.

3. After graduating from law school, I worked for a variety of employers as an attorney. From 1988 to 1990, I worked as a lawyer for the law firm Akin Gump Strauss Hauer &

Feld LLP. Thereafter, I worked in various legal positions at the Federal Communications Commission for approximately fourteen years. I joined T-Mobile in 2004 as a regulatory lawyer in T-Mobile's Government Affairs department. I initially held the title Director, Federal Regulatory Affairs, and was later promoted to Vice President of Federal Regulatory Affairs. In 2015, I was promoted to Senior Vice President of Government Affairs. I retired from T-Mobile in December 2023 after nearly twenty years with the Company.

4. I understand Plaintiffs have claimed that my role while serving as Senior Vice President of Government Affairs for T-Mobile was to act as a "lobbyist." That is incorrect, as I was never formally registered as a lobbyist. My primary responsibilities in that role included: providing legal advice to T-Mobile on government policies and regulations impacting the Company's wireless operations; directing legal advice obtained from T-Mobile's outside counsel on legal and regulatory matters; supporting T-Mobile's litigation matters; and managing a team responsible for regulatory and legislative work at the state and federal level that impacted T-Mobile.

5. Between 2018 and 2020, I estimate that 90% of my work related to T-Mobile's merger with Sprint. Specifically, I provided legal advice to the Company concerning the merger, such as my legal analysis of laws and regulations that could impact the merger, as well as guidance to the Company along with outside counsel on the legal and regulatory approval process. In this capacity, I provided legal direction to the Company concerning federal approvals for the merger, and also provided legal advice and directed outside counsel in relation to the various proceedings brought before State Public Utility Commissions that required T-Mobile/Sprint merger approvals. I further advised the Company on strategy concerning potential and ongoing litigation stemming from the regulatory approval proceedings and worked closely with in-house attorneys in T-

Mobile's legal department and outside counsel to prepare for and respond to such actions as early as 2017. Based on my personal knowledge of my documents and work related to the merger and my experience and knowledge as an attorney, I estimate that 80% of my documents and communications related to the merger would be considered privileged attorney-client communications and/or materials protected by the work product doctrine.

6. Most of my other documents during that time involved discussions with T-Mobile's corporate communications team headed by Janice Kapner (who I understand is a T-Mobile custodian that the parties have already agreed upon), outside consultants and advisors, and government agencies. These communications included automatized alerts of published articles relating to the retail mobile wireless industry and the merger, which was sent to a list serv that included numerous individuals inside and outside of the Government Affairs team, including Ms. Kapner's corporate communications team.

7. After the merger closed, I worked with T-Mobile's legal department to ensure the Company's compliance with the various federal and state legal and regulatory obligations arising from the merger approvals. My role was exclusively legal in nature, working with in-house and outside counsel regarding T-Mobile's legal and regulatory compliance efforts.

8. I have never had any business role at T-Mobile. And I did not have any role related to the Sprint merger or post-merger decisions from a business strategy, pricing strategy, or financial performance perspective in any way.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct and that this Declaration was executed on September 11, 2024 in Washington, D.C.

Signed by:

Kathleen O'Brien Ham