

NEXTEL®

Extreme  
INTEGRITY

# CODE *of* CORPORATE CONDUCT

**Central to our People, Service, Value principle** is our commitment to conduct all of our business activities in a highly ethical manner. Our Code of Corporate Conduct establishes the basic foundation of our company's ethics. Reports in the business and popular press remind us daily of the importance of ethical conduct. We at Nextel have established principles that guide each of us in conducting business for Nextel. They include but are not limited to our conduct "In the Marketplace" and "With the Public" as detailed below. There should be no doubt about our commitment to conduct business with integrity, which includes compliance not only with the letter, but also with the spirit of the law. We expect everyone on our team—every one of us—to be familiar with the Code of Corporate Conduct and to follow its requirements and procedures at all times. Similarly, each of us is responsible for learning and complying with all laws that apply to our respective jobs. It takes strong leadership and commitment to integrity to do the right thing when the "bottom line" motivates otherwise. We want to play hard in this market, but we must ensure that our actions are beyond reproach.



Tim Donahue, President and CEO



Tom Kelly, Executive Vice President and COO

# Mission Statement

**Honest and ethical conduct is how we do business at Nextel. This Code of Corporate Conduct (Code) sets out standards and procedures to assist each of us in getting business done right. Among other things, the Code will help you with the avoidance or ethical handling of actual or apparent conflicts of interest between personal and business relationships.**

It requires the commitment and dedication of every single Nextel employee to follow the law and all company policies and procedures with high standards of integrity, honesty and fairness. This is true not only in our dealings with each other, but also with others with whom we come in contact, and extends to our record-keeping practices and documents that the company submits to government agencies and to public communications made by the company.

Our Code and our Extreme Integrity Program (Program) are designed to create a culture of ownership, accountability, candor, and consistency. They are designed to detect and prevent violations of law and lapses in business ethics. Our Program will manage these occurrences through improved enforcement, reporting, monitoring, and training systems. Key elements of our Program are summarized below.

- **Code of Corporate Conduct:** The Code and specific additional guidelines that supplement it in a number of areas codify our standards. The Code sets out our philosophy and commitment to all our employees, customers, shareholders, and the communities in which we do business. The Code is a resource for guiding employees when questions of legal or ethical appropriateness arise on the job. Refer to the Extreme Integrity link on i-Connect for additional guidelines.

- **Responsibility:** Each of our employees is responsible for complying with all applicable laws and observing high ethical standards when conducting business on Nextel's behalf. Managerial employees are expected to lead their teams in implementing the Program in all aspects of their operations, as set forth in Nextel's Extreme Integrity Managers' Guide. All employees are expected to certify, as requested, their familiarity and compliance with the Code, its standards, policies and procedures.
- **Compliance Officers:** The Compliance Officers, with the support and commitment of our Corporate Compliance Office (Compliance Office), have been charged by our Board of Directors with implementing and enforcing all elements of the Program. This includes, but is not limited to, implementing a system for evaluating the compliance activities of each employee, so we can reward behavior that is consistent with the Code, and penalize behavior that is not.
- **Communication Mechanisms:** Training and information sharing are key ingredients of the Program. We will conduct mandatory compliance training for employees to increase awareness of the Program and communicate the company's expectations.
- **Reporting:** Each employee is expected to report illegal or unethical conduct as required by the Code. Please refer to the "Investigation Policy" section for more information about your reporting options and obligations.
- **Auditing and Monitoring Systems:** Building and improving our Program and compliance record requires using the most practical measuring and monitoring tools. Periodic audits will be conducted to identify improvement opportunities and fix problems we encounter. Fixing a problem when it occurs saves us time and money.

Let's all work together to prevent compliance problems from occurring in the first place. If they do occur despite our best efforts, we need to detect and correct them as early as possible, so we can conduct our business lawfully and ethically in a way we can all be proud of.

The policies in this Code are not exhaustive. Some of these topics may be covered in greater detail in other Nextel policies or procedures. Note that the absence of a practice, standard or procedure covering a particular situation does not relieve you from the responsibility of exercising the highest ethical standards.

# People:

## Our Most Valuable Resource

### Our Shared Responsibilities

Each employee is personally responsible to:

- Abide by the letter and spirit of the law and our policies and procedures when conducting company business;
- Ask questions when in doubt about the appropriateness of a situation; and
- Report known or suspected violations of the law and our policies and procedures, including this Code.

### Equal Employment Opportunity

We recognize that highly productive and diverse employees are essential to our success and must be given opportunities to flourish in a barrier-free, non-discriminatory environment. Therefore, any discrimination on the basis of the following factors is strictly prohibited:

- race
- religion
- national origin
- sex
- age
- sexual orientation
- color
- creed
- marital status
- disability
- veteran status
- any unlawful reason
- ancestry

We will conduct all employment practices (*including activities relating to recruiting, hiring, benefits, leaves of absence, training, transfer, promotion, job assignments, compensation, corrective action and termination*) in a non-discriminatory manner.

We will make reasonable accommodations where necessary to permit an otherwise qualified individual with a disability to perform the essential functions of his or her job, unless to do so would cause an undue hardship.

### Anti-Harassment

Harassment based upon any of the above factors will not be tolerated. Such harassment may consist of any unwelcome conduct, whether verbal, physical or visual, that is sufficiently severe or pervasive as to alter the conditions of employment and create an abusive working environment. Each employee has the right to be free from such harassment, regardless of whether the harasser is a co-worker, supervisor, manager, customer, visitor, or vendor.

Unlawful harassment may include harassment of a sexual nature or gender-based harassment, that is, harassment based on the person's gender. Sexual harassment includes harassment of a sexual nature of a person of the same sex as the harasser. It is against our policy to:

- Make wages, hours, or working conditions dependent on the employee's submission to or rejection of sexual advances;
- Offer employment advantages in return for sexual favors, or deprive or threaten to deprive employment advantages to someone for rejecting a sexual advance;
- Engage in activities that create an intimidating, hostile or offensive working environment by such things as pressure for sexual activities, unwanted and unnecessary physical contact, verbal abuse of a sexual nature, inappropriate use of sexually explicit or offensive language, or the display in the workplace of sexually suggestive text, objects or pictures.

If you believe unlawful discrimination or harassment has occurred, you have an obligation to report the matter using one of the methods set out at the end of this Code. We will promptly and thoroughly investigate all complaints in a professional manner and will take appropriate remedial action where warranted, up to and including termination. No employee will be subject to any form of retaliation or adverse action for making or assisting in the investigation of a discrimination or harassment complaint.

### Affirmative Action

To reinforce our commitment to equal employment opportunity, we have adopted an Affirmative Action Program aimed at employing and advancing in employment minorities, individuals with disabilities, disabled veterans, and veterans of the Vietnam era. Through good faith efforts, we strive to attract and retain such individuals for employment opportunities at all levels of the organization.

We invite all minority employees, disabled employees, disabled veterans, and veterans of the Vietnam era to self-identify for coverage under our Affirmative Action Program.

### Workplace Safety

We are very committed to providing a safe and secure working environment for all employees. To that end, each employee is expected to follow all safety-related work rules, prevent workplace safety hazards, and report any work-related accident, injury, or other safety concerns promptly to his or her supervisor or Human Resources representative.

Any employee who uses, possesses, dispenses, distributes, or manufactures any illegal drug or controlled substance while on company premises, in company

vehicles, at company-sponsored events, or while performing services for the company will be subject to disciplinary action, up to and including termination. Any employee who arrives on the job or on company premises or drives in a company vehicle while under the influence of drugs or alcohol will be subject to such disciplinary action, as well. We reserve the right to have any employee tested for drug or alcohol use if there is reasonable suspicion that s/he is under the influence of drugs or alcohol.

If you engage in any violence, or threaten violence, while on company premises, at company-sponsored events or while performing services for the company, your employment will be terminated immediately. No talk of violence or joking about violence will be tolerated. "Violence" includes physically harming another, shoving, pushing, harassing, intimidating, coercing, brandishing weapons, and threatening or talking of engaging in these or similar activities. It is the intent of this policy to ensure that no one associated with our company, including employees, shareholders, vendors and customers, ever feels threatened by an employee's actions or conduct.

We specifically prohibit the possession of weapons by any employee while on company premises, at company-sponsored events or while performing services for the company. This ban includes keeping or transporting a weapon in a company or personal vehicle in a parking area, whether public or private.

"Weapons" include guns, knives, explosives, and other items with the potential to inflict harm. Appropriate disciplinary action, up to and including termination, will be taken against any employee who violates this policy.

Determining what is "confidential and proprietary" information can be very difficult at times, particularly in situations where we partner with competitors or customers on a project. When in doubt, ask before acting: ask your supervisor, the Legal Department, or the Compliance Office for guidance. A good rule of thumb is that all information related to our business should be considered proprietary and confidential unless it has been released in public documents.

Refer all requests for information by the media or other outside parties to the Office of Corporate Communications. However, Federal Communications Commission (FCC) and legal inquiries should be directed to the Government Affairs Office and Legal Department, respectively.

Remember, as a condition to your employment, you signed an agreement to maintain the confidentiality of our proprietary information and to use such information only in the course of your employment. These obligations continue even after you leave the company.

### **Company Property**

Each employee has a responsibility to protect the company's property and maximize its use. Company property includes both tangible and intangible property. Theft, carelessness, misuse, and waste have a direct impact on our profitability and, ultimately, on all of our jobs.

### **Computer Systems**

Our computer systems are an integral part of our business. The absence of a practice, standard, or procedure covering a particular situation does not relieve you from the responsibility of exercising the highest ethical standards when using our computer systems. Rather, due care and common sense should govern their use, including observance of the following guidelines:

- Do not use or access computer facilities and records without authorization.
- Do not introduce fraudulent records or data.
- Do not alter or destroy software, data, information or files without authorization.
- Do not release any sensitive information to anyone without authorization.
- Do not illegally copy for personal, company, or customer use any computer software licensed by Nextel.
- Do not download or copy copyrighted material without appropriate authorization or approval.
- Protect against damage, theft, or inappropriate use any computer equipment assigned to you.
- Restrict information access to a need-to-know basis.
- Report to your supervisor any change in job duties that would affect your need for information access.

# Service:

## Source of Customer Satisfaction

### **On the Job**

#### **Confidential and Proprietary Information**

Information is one of our key corporate assets. Our continued success depends upon our ability to develop and deploy technical information and know-how ahead of our competitors. To maintain this competitive edge and protect these valuable assets, each employee must safeguard all confidential and proprietary information to which s/he has access.

Use of our electronic mail and computer systems should generally be limited to Nextel-related business purposes. Sending inappropriate e-mail (including, but not limited to, harassing, threatening, or discriminatory messages) or using i-Connect or the Internet in an inappropriate manner will be grounds for disciplinary action up to and including termination.

Employees should have no expectation of privacy in information they send, receive, access or store on any of Nextel's computer systems. Electronic mail traffic that results in the loss of work or interferes with daily system processing is prohibited. Some information may be inappropriate for general distribution, so use caution when transmitting electronic mail. Electronic mail documents are as permanent as printed documents and are subject to the same records management standards, including appropriate marking of confidential and proprietary information.

### **Books and Records**

Accurate and reliable business records are essential to our business. To that end, each employee must prepare and maintain all company records accurately and honestly. No false, artificial or misleading entries may be made in any books, records, or accounts of the company, and no company funds may be used for any purpose other than as described in the documents supporting payment. This is particularly important in any matter in which the employee has a personal interest, including a direct or indirect effect on compensation.

As a public company, we have an additional obligation to make and keep books, records and accounts that accurately and fairly reflect our transactions and to strive to prepare financial reports and financial statements that are not false or misleading, and that present full, fair, accurate, timely, and understandable disclosure.

Our employees who are responsible for any aspect of our internal accounting controls and financial and tax reporting systems must be vigilant in recording entries accurately and honestly and in a manner consistent with all applicable legal requirements. Any uncertainty by an individual employee about judgments concerning proper recording of our transactions or accounting or tax matters should be discussed with a superior. When in doubt, ask for guidance. No one shall take any action to fraudulently influence, coerce, manipulate, or mislead any internal or external auditor engaged in the performance of an audit of our financial statements.

Any complaints or concerns regarding accounting, internal accounting controls, auditing or tax matters shall be reported by using the Corporate Compliance Helpline described in the "Investigation Policy" section or by writing to the Chief Financial Officer and to the General Counsel, or to the Chairman of the Audit Committee of our Board of Directors. Any such reports will be treated confidentially.

### **Record Retention**

Knowing what records and information to keep and for how long are also extremely important issues that, unfortunately, can sometimes be confusing. To provide employees with guidance, Nextel has implemented a Record Retention Policy. Any employee who has questions regarding compliance with the policy should consult the General Counsel or the Records Administrator.

From time to time, the regular disposal of Nextel records pursuant to this policy may be suspended due to business reasons or requirements imposed by governmental agencies, courts, or other official bodies. At the direction of the General Counsel, the Records Administrator will notify any employee who is the custodian of affected records to retain and safeguard those records.

### **Conflicts of Interest**

All employees must conduct themselves with high standards of integrity, honesty and fair dealing, and must avoid any conflict of interest with Nextel.

A "conflict of interest" occurs when the personal interest of an employee interferes—or even appears to interfere—with the interest of the company. Remember, you must always act solely in the best interest of Nextel when conducting company business.

Potential conflicts of interest can arise in a number of ways.

- **Personal Interests.** Competing with the company, taking a corporate opportunity, or misusing confidential or proprietary information for personal gain each put the employee's personal interests ahead of the company's interests and are not permitted.
- **Relatives and Friends.** What an employee is prohibited from doing directly may not be done indirectly through relatives, friends, or others. If your spouse, relative, or friend is an employee of, or has a substantial interest in, a business seeking a business relationship with Nextel, you may not attempt to use your position in Nextel to influence the decision-making in any way. If you are directly involved in procurement functions, you must declare this conflict of interest to your supervisor immediately.

The potential for conflict of interest clearly exists if your spouse, partner, or other person with whom you have a close personal relationship also works at Nextel and is in a reporting relationship to you. Employees should not supervise or be in a position to influence the hiring, work assignments, or assessments of such person.

- **Gifts and Entertainment.** A conflict of interest may also arise in the giving or accepting of business gifts and entertainment. Nextel prohibits employees from soliciting gifts. Employees are also prohibited from accepting any gifts beyond nominal value from external parties without first complying with the company's Gift and Entertainment Policy available on i-Connect or from the Human Resources Office. This policy also applies to gifts offered to external parties. In all cases, gifts must be reasonable in nature, frequency and cost.

You also may offer or accept business entertainment that is reasonable in nature, frequency, and cost, but you must obtain the required approval in advance unless the entertainment is of nominal value. Reasonable entertainment includes an occasional lunch, dinner, local athletic or cultural event, entertainment at company facilities, authorized transportation in company vehicles, or attendance at company-sponsored promotional events. The required approval is described on i-Connect or you may obtain a copy of the requirements from the Human Resources Office.

Strict rules apply to gifts and entertainment extended to governmental officials. These rules are also available on i-Connect or from the Human Resources Office.

Many of you may be asked to complete a "Conflict of Interest Questionnaire" to help identify and resolve any potential conflict of interest situations. Ask your supervisor or Human Resources representative if you have questions about your individual situation or need to complete a form. You have a duty to update the form any time your circumstances change.

It is not possible to list all situations in which a conflict of interest may exist. We must rely on the integrity and good judgment of our employees in avoiding situations that may create a conflict of interest.

## In the Marketplace

### Insider Information

Federal and state securities laws and regulations govern transactions in our securities and those of many of our customers and suppliers. Violations of these laws can lead to civil and criminal actions against the individual employee and the company. Employees who know of any material fact about Nextel, a customer, or a supplier that has not been disclosed to the public (commonly called "insider information") may not engage in any transaction involving the securities of Nextel or the other company until such information is publicly disclosed. Likewise, employees may not "tip" or share insider information with others who trade in securities.

"Insider information" is information that, if known, could affect an investor's decision to buy or sell securities. Examples of insider information include sales and earnings figures, plans for stock splits or dividends, proposed acquisitions or mergers, new service offerings, and the like. Specific requirements are described in the Nextel Statement of Policy Regarding Trading in Securities and Prohibiting the Improper Use or Disclosure of Material Nonpublic Information. If you have any questions about the policy, you should consult with your Human Resources representative or the Legal Department prior to trading.

### Business Relationships

Honesty is the best policy when doing business with customers, suppliers and others. We must always conduct all aspects of our business with the highest standards of integrity, honesty and fairness.

- **Customers.** Our credibility with customers depends on our ability to satisfy our commitments. Over-promising and under-delivering undermines this trust and may cast our company and its products and services in an undesirable light. Many employees deal primarily with "internal customers"—other Nextel employees, functions, or units. Our standards of integrity, honesty and fairness apply equally to these important customer relationships as well.
- **Dealers, Suppliers and Consultants.** Any employees responsible for buying, selling or leasing materials or services on behalf of Nextel must consciously and consistently guard their objectivity. Under no circumstances may an agreement be made with a dealer, distributor, agent, consultant, or other third party which provides for payment that is not reasonable and commensurate with the functions or services to be performed. It is also inappropriate to interfere unlawfully with contractual relations between other parties, even if one of those parties wishes to do business with Nextel.

Our employees must respect and protect any confidential or proprietary information shared with us by a dealer, supplier, or other. We must avoid any situation where confidential information has been improperly obtained from another company, such as from a former employee of that company. Such a situation must be immediately brought to the attention of our Legal Department.

- **Governmental Entities.** Special rules and regulations apply when doing business with federal, state or local governments, so you must take extra steps to know and comply with these requirements if your assignment involves the government. For that reason, any sale of Nextel products or services to any government entity—federal, state, or local—must be approved in advance and in writing by our Government Accounts Group.

When dealing with government officials and employees, avoid even the appearance of impropriety. Any attempt, even if well intended, to influence a government official or employee by means of payments, gifts, or other favors is strictly prohibited. Failure to avoid these activities may expose the government employee, Nextel, and the Nextel employee to substantial fines and penalties. Please refer to "Political Activity and Lobbying" for more information about dealings with government representatives.

### **Competition Law and Business Conduct**

The wireless telecommunications industry is one of the most competitive in the world. The United States' competition laws are intended to prevent anti-competitive behavior. It is in Nextel's best interest to compete on a level playing field: our differentiated products and services speak for themselves when competition is free and open.

While it is beyond the scope of this Code to explain these laws in detail, compliance with them is critical. Competition laws and business conduct issues can be very complex and confusing—and the penalties for violations may be substantial, up to and including imprisonment.

Following these common sense rules today, however, will go a long way toward avoiding competition and business conduct problems tomorrow:

- Never discuss prices, terms of sale, or other competitive information with competitors or attend meetings with competitors at which such topics are discussed.
- Do not dictate or control resale prices, but you may set a maximum price limit.
- Never divide customers, markets or territories with competitors.
- Do not offer a dealer or other reseller prices or terms more favorable than those offered to its competitors without consulting your supervisor.
- Never rig a bid or agree with competitors as to who will win a bid award.
- Never restrict a dealer or other reseller from handling the products of a competitor or "tie" the purchase of one product as a condition to selling another product.
- Do not allow one dealer, reseller or customer to influence Nextel's dealings with another dealer, reseller or customer.
- Do not terminate or refuse to sell to existing dealers or other resellers without consulting the Legal Department.
- Do not criticize a competitor's product without specific proof that the criticism is true.
- Do not make a claim about a product or service without factual support.

More detailed competition law and business conduct guidance is available on i-Connect or from the Compliance Office. Application of these laws depends on the particular facts involved, and there are exceptions that may apply to some situations. So when in doubt about the appropriateness of a situation, or if you want to determine whether an exception applies, seek the advice of our Legal Department.

### **Copyrights, Trademarks, and Service Marks**

Many materials used by our employees in the course of their work are protected by copyright laws: computer software, books, audio and videotapes, trade journals, and magazines, just to name a few. Items like presentation slides, training materials, and management models produced by outside consultants may also be copyrighted.

Reproducing, distributing, or altering copyrighted materials without the permission of the copyright owner is forbidden under this Code.

Our name, products, and services are valuable assets of the company. To capitalize on their value, and to protect them from unauthorized use, employees must properly identify the company's trademarks and service marks by using symbols such as "®", "™", or "SM" when using our marks in text. Our copyrighted works should contain the notice "© (Year) Nextel Communications, Inc. All rights reserved."

### **Foreign Corrupt Practices Act**

Nextel and its subsidiaries must be good citizens in every country where we conduct business. The Foreign Corrupt Practices Act (FCPA) prohibits Nextel and its agents, officers, and employees from offering gifts or monetary payments directly or indirectly to a foreign government official, to an employee of a company owned by a foreign government, or to any other person while knowing that the money or gift will be offered or given for the purpose of:

- Influencing a government official's decision, including a decision to fail to perform his or her lawful duty;
- Causing the government official to use his or her influence with the government to gain any improper advantage; or
- Assisting a company in obtaining or retaining business.

The FCPA includes accounting standards that prevent off-the-book transactions, including kickbacks, bribes, and slush funds, and requires Nextel to keep books, records and accounts so that they accurately reflect all business transactions. More specific guidelines are available on i-Connect or from the Compliance Office.

Compliance with the provisions and requirements of the FCPA will be evaluated and monitored by the Legal Department.

### **Government Restrictions on Certain Corporate Transactions**

Federal laws, regulations and executive orders prohibit transactions with terrorists and terrorist organizations, narcotics traffickers, and countries that are believed to pose a threat to the national security of the United States (Specially Designated Nationals or SDNs). To ensure compliance, you should refer to the Office of Foreign Assets Control Policy on i-Connect and contact the Legal Department in advance if you are considering a transaction on behalf of Nextel involving any of the following circumstances:

- Any financial transaction of any kind with any foreign country, person or entity;
- Any export or import of any merchandise, goods or services of any kind to or from a foreign country, person or entity;
- Any merger or acquisition or other corporate transaction of any kind involving a foreign country, person or entity; or
- Any other commercial transaction of any kind, domestic or foreign, that after reasonable due diligence appears to potentially involve an SDN.

## **With the Public**

### **Customer Privacy**

Customer needs are the reason for our existence, and they should be met promptly, courteously, and efficiently. One such need is customer privacy. Violations of privacy rules erode our customers' trust and our company's integrity. They may also have serious criminal and civil ramifications for both the company and the individual violator.

Customer records are extremely confidential and may be used only for legitimate business purposes by employees with a business "need to know." Information relating to customer communications or records may be disclosed outside the company only with the customer's written consent, with the Legal Department's approval, or in accordance with Nextel's Subpoena Response Guidelines and lawful process, such as a subpoena, court order, or search warrant. If such information is requested, you should immediately call the appropriate contact identified in our Subpoena Contact List located on i-Connect.

### **FCC Licensing**

The lifeblood of our business is the radio frequencies we control. These frequencies are operated under licenses issued by the FCC. As an FCC license holder, Nextel holds a position of public trust and is subject to numerous requirements. Failure to comply with the terms and conditions of these licenses may result in fines, penalties, and, in extreme circumstances, revocation or non-renewal. Contact the Legal Department with any questions regarding FCC licensing and compliance.

### **Environmental Stewardship**

Our operations are subject to federal, state and local environmental laws. Beyond our environmental compliance obligations, Nextel is committed to the health and safety of the communities where our operations are located and to being a responsible environmental steward. Achieving this goal requires the commitment of every employee to be aware of and actively participate in reducing the environmental burdens related to our business. We will operate our facilities in an environmentally responsible and safe manner, pursuing effective resource conservation as an integral part of business management. Employees whose work involves responsibility for hazardous materials (for example, fuels, lead-acid batteries and fire suppression chemicals) should be particularly cognizant of spill prevention, permitting, proper handling and reporting obligations. All employees, however, should take an active part in our environmental stewardship efforts.

### **Political Activity and Lobbying**

Some laws and Nextel policies prohibit or restrict the use of corporate funds in connection with political activities. Any corporate donation to a political or governmental group or activity must first be approved in writing by Nextel's Government Affairs Office. Any other employee participation must be on personal time and at personal expense.

Our relationship with any government representative must be conducted in a manner that would not embarrass the company or the official if publicly disclosed. Contacts, expenditures or any activity that may tend to influence government officials are strictly regulated. Employees who deal with government representatives on our behalf must be extremely careful to avoid even the appearance of impropriety. Reasonable entertainment and courtesies may be extended only if not prohibited by law, and then only to the extent that is customary and appropriate. Any questions in this regard should be directed to our Government Affairs Office.

# Value

## Value:

### Getting Business Done Right

#### Enforcement

Our Compliance Officers are responsible for enforcement of this Code and ensuring that we all “get business done right.” We must all do our part to make compliance a part of our daily processes and to comply fully with the law, with high business ethics, and with all company policies and procedures when conducting our company’s business.

#### Investigation Policy

All employees shall report any situation in which the law, this Code, or any other company policy or procedure may be violated. If you are a supervisor, you are obligated to report any suspected violation. You may be subject to discipline, up to and including termination, for your failure to do so. Any employee who has questions about this Code or who needs to report a known or suspected violation should do one of the following:

- **Contact Your Supervisor.** Review the matter with your supervisor. Supervisors are responsible for determining how compliance matters should be handled.
- **Contact the Responsible Business Group.** Review the matter with the business group given functional responsibility for the matter (*for example, contact Human Resources for concerns regarding pay issues*). Like supervisors, these groups are obligated to determine how a matter should be handled.
- **Contact the Corporate Compliance Helpline.** Report the matter to the Helpline. The Helpline is established to answer questions about legal or ethical issues at work, to clarify this Code, and to provide employees a means to report potential wrongdoing. The Helpline phone number is **(800) 257-0033**, or **\*100** from your desk or PTN, and is available 24 hours a day, seven days a week. Callers to the Helpline have the option of remaining anonymous. All allegations will be taken seriously, whether the employee is identified or chooses to remain anonymous. Calls to the Helpline are handled by the Compliance Office. Employees also have the option of sending an e-mail to **compliancehelpline@nextel.com**.

We will investigate fully any suspected violation of this Code. However, we must be provided sufficient information to enable us to conduct the investigation. Allegations based upon rumor or incorrect information result in unnecessary administrative time and could adversely affect the reputation of innocent people. All employees are required to cooperate fully with any investigation and to provide truthful, complete, and accurate information.

#### Non-Retaliation

Any form of retaliation or adverse action against any employee for reporting a suspected violation of this Code or for assisting in a complaint investigation will not be tolerated and is prohibited.

#### Non-Exclusivity

The policies stated in this Code are not exhaustive. Some of these issues may be discussed in greater detail in other Nextel materials, including, for example, the Employee Handbook, the Policies and Practices Manual, company guidelines, and department procedures, just to name a few. Because the Nextel Board of Directors established this Code for company-wide application, however, any direct conflict between a non-Board approved policy and the letter or spirit of the Code is to be resolved in favor of the Code.

This Code is also not a comprehensive, full, or complete explanation of all the laws and regulations that apply to Nextel and its employees. All employees have a continuing obligation to familiarize themselves with applicable law and our company policy.

#### Waivers

Any waivers of this Code for any Nextel executive officer or member of Nextel's Board of Directors may be granted only by the Board of Directors or a committee of the Board of Directors and must be promptly disclosed to Nextel shareholders.

If you have questions or concerns about a potential legal or ethical issue, you should discuss it with your supervisor or call the Corporate Compliance Helpline, Human Resources or the Legal Department.

#### Chris Hill

VP, Governance & Corporate Responsibility

#### Judy Moverman

Director, Corporate Compliance

Corporate Compliance Helpline  
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