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- and -

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David G. Heiman (admitted *pro hac vice*)  
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Attorneys for Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
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NII Holdings, Inc., <u>et al.</u> , <sup>1</sup>	:	Case No. 14-12611 (SCC)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**NOTICE OF FILING OF AMENDED ASSUMPTION LIST CONSTITUTING  
EXHIBIT G TO THE FIRST AMENDED JOINT PLAN OF REORGANIZATION**

<sup>1</sup> The Debtors in the jointly administered bankruptcy cases are comprised of the following thirteen entities (the last four digits of their respective U.S. taxpayer identification numbers follow in parentheses): NII Holdings, Inc. (1412); Nextel International (Services), Ltd. (6566); NII Capital Corp. (6843); NII Aviation, Inc. (6551); NII Funding Corp. (6265); NII Global Holdings, Inc. (1283); NII International Telecom S.C.A. (7498); NII International Holdings S.à r.l. (N/A); NII International Services S.à r.l. (6081); Airfone Holdings, LLC (1746); McCaw International (Brazil), LLC (1850); NII Mercosur, LLC (4079); and NIU Holdings LLC (5902). The location of the Debtors' corporate headquarters and the Debtors' service address is: 1875 Explorer Street, Suite 800, Reston, VA 20190.

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

1. On April 20, 2015, the above-captioned debtors and debtors in possession (collectively, the "Debtors") and the official committee of unsecured creditors (the "Creditors' Committee" and, together with the Debtors, the "Plan Proponents") filed the *First Amended Joint Plan of Reorganization Proposed by the Plan Debtors and Debtors in Possession and the Official Committee of Unsecured Creditors* (as amended or modified from time to time, the "Plan") (a copy of which is attached as Exhibit 1 to the *First Amended Disclosure Statement for First Amended Joint Plan of Reorganization Proposed by the Plan Debtors and Debtors in Possession and the Official Committee of Unsecured Creditors* [Docket No. 664, Ex. A]).<sup>2</sup>

2. In connection with the Plan, on May 11, 2015, the Debtors filed the *Notice of Filing of Plan Supplement Relating to the First Amended Joint Plan of Reorganization Proposed by the Plan Debtors and Debtors in Possession and the Official Committee of Unsecured Creditors* [Docket No. 704] (the "Plan Supplement"), which included, among other things, Exhibit G to the Plan setting forth certain Executory Contracts and Unexpired Leases that the Debtors propose to assume in connection with the Plan (the "Assumption List").

3. Also on May 11, 2015, the Debtors filed the *Notice Regarding (A) Executory Contracts and Unexpired Leases to be Assumed Pursuant to the First Amended Joint Plan of Reorganization and Section 365 of the Bankruptcy Code, (B) Amounts Required to Cure Defaults Under Such Contracts and Leases and (C) Related Procedures* [Docket No. 705] (the "Cure Notice"). Attached as Schedule 1 to the Cure Notice was the Assumption List.

4. In accordance with Section IV.A of the Plan, the Debtors are hereby filing a first set of amendments to the Assumption List. These amendments are made in response to

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings given to them in the Plan.

certain formal and informal responses received by the Debtors with respect to the Cure Notice, to resolve certain objections that were filed with respect to the Plan, and to add or remove certain agreements from the Assumption List after further review and analysis by the Debtors. Attached hereto as Exhibit 1 is an amended version of the Assumption List (as amended, the "Amended Assumption List") and attached hereto as Exhibit 2 is a blackline reflecting the changes made to the Assumption List that are incorporated into the Amended Assumption List.

5. Pursuant to the Plan, any applicable counterparty impacted by the amendments made to the Assumption List reflected on Exhibit 2 and wishing to object to (a) the proposed assumption of an Assumed Contract or Lease under the Plan or (b) the proposed amount of the related Cure Amount (as defined in the Cure Notice) must file with the Bankruptcy Court and serve an objection (an "Objection"), in writing, setting forth with specificity any and all cure obligations that the objecting counterparty asserts must be cured or satisfied in respect of the Assumed Contract or Lease, including the Cure Amount that the objecting party believes should be paid in connection with the assumption of the Assumed Contract or Lease, and/or any and all objections to the potential assumption of such agreement, together with all documentation supporting such Objection, upon:

- (i) the Debtors, c/o NII Holdings, Inc., 1875 Explorer Street, Suite 800, Reston, Virginia 20190 (Attn: General Counsel);
- (ii) counsel to the Debtors, Jones Day, 222 East 41st Street, New York, New York 10017 (Attn: Scott J. Greenberg, Esq. and Lisa Laukitis, Esq.); Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114 (Attn: David G. Heiman, Esq. and Carl E. Black, Esq.);
- (iii) counsel to the Creditors' Committee, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Kenneth H. Eckstein, Esq. and Stephen D. Zide, Esq.);

- (iv) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Daniel H. Golden, Esq. and David H. Botter, Esq.) on behalf of Aurelius Capital Management, LP;
- (v) Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019 (Attn: Andrew Rosenberg, Esq. and Elizabeth McColm, Esq.) on behalf of entities managed by Capital Research and Management Company;
- (vi) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022 (Attn: Paul M. Basta, Esq. and Christopher Marcus, Esq.) on behalf of the ad hoc group of holders of the Luxco Notes; and
- (vii) the Office of the United States Trustee, Southern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Susan D. Golden, Esq. and Brian Masumoto, Esq.);

**so as to be actually received no later than 4:00 p.m., Eastern time, on June 9, 2015.** Any counterparty to an Executory Contract or Unexpired Lease that fails to object timely to the proposed assumption or the Cure Amount shall be deemed to have consented to such assumption and related Cure Amount and shall be forever barred, estopped and enjoined from contesting the assumption of the applicable agreement or lease, disputing the Cure Amount set forth on the Amended Assumption List and/or from asserting any Claim against the applicable Debtor or Reorganized Debtor under section 365(b)(1) of the Bankruptcy Code.

6. The Debtors reserve the right to further alter, amend, modify or supplement Exhibit G to the Plan constituting the Assumption List in accordance with the Plan.

7. Document Website. Copies of this Notice, the Plan, the Disclosure Statement, the Plan Supplement, the Cure Notice and all other pleadings filed in these cases may be obtained from the Bankruptcy Court's website at <http://ecf.nysb.uscourts.gov> or, free of charge, at <http://cases.primeclerk.com/nii/>.

Dated: June 4, 2015  
New York, New York

Respectfully submitted,

/s/ Scott J. Greenberg  
Scott J. Greenberg  
Michael J. Cohen  
George R. Howard  
JONES DAY  
222 East 41st Street  
New York, New York 10017  
Telephone: (212) 326-3939  
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ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION

**Exhibit 1**

**Amended Assumption List**

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
ACE Insurance Company	436 Walnut Street, PO Box 1000 Philadelphia, PA 19106-3703	D&O - 2nd Excess (\$10M X \$20M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences.	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
ACL Services Ltd	1550 Alberni Street Vancouver, BC V6G 1A5 Canada	ACL Software License, Maintenance and Support (Customer ID: C015640)	ACL software license, maintenance and support.	11/17/10	\$0.00		NII Holdings, Inc.
ACTIX LIMITED	200 HAMMERSMITH ROAD LONDON, W6 7DL UNITED KINGDOM	Master Agreement	Network engineering tools	11/1/2008	\$0.00		NII Holdings, Inc.
ADOBE SYSTEMS INCORPORATED	ATTN: ASSOCIATE GENERAL COUNSEL 345 PARK AVENUE SAN JOSE, CA 95110	Adobe Purchase Authorization Letter (Agreement ID: 4400234814)	Adobe software and support services	4/20/2011	\$0.00		NII Holdings, Inc.
ADON UNIFIED FACILITY SOLUTIONS	ATTN: YOLANDA TINES 7022 ROGUE FOREST LANE GAINESVILLE, VA 20155	Consulting Services Agreement	Consulting services relating to facilities management	8/1/2014	\$0.00		NII Holdings, Inc.
ADP, LLC	One ADP Boulevard Roseland, New Jersey 07068	ADM WorkforceNow - Major Accounts Agreement	Agreement terms and conditions under which ADP shall provide payroll, tax filing, time and attendance, human resources, self-service benefits administration, talent and other data processing services, including related web hosting services, equipment computer programs, software, and documentation.	5/18/2015	\$79.17		NII Holdings, Inc.
AEROTEK, INC.	ATTN: ASSISTANT CONTROLLER 7301 PARKWAY DRIVE HANOVER, MD 21076	Consulting Services Agreement	Temporary staffing services	2/1/2011	\$0.00		NII Holdings, Inc.
AFLAC	1932 Wynnton Road Columbus, GA 31999	Flexible Benefits Plan	NII Holdings, Inc. establishes a Flexible Benefits Plan for its Employees for purposes of providing eligible Employees with the opportunity to choose from among the fringe benefits available under the plan.	4/1/2015	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
AGCS Marine Insurance Company	1 Chase Manhattan Plaza, 37th Floor New York, NY 10005	Transit	Insures property while in transit from one location to another.	10/31/14 - 10/31/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
AGTA GROUP CPA, LLP	ONE MARKET STREET SUITE 201 LEESBURG, VA 20176	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	2/24/2015	\$0.00		NII Holdings, Inc.
ALCATEL LUCENT BRASIL S.A. & ALCATEL-LUCENT INTERNATIONAL	AV. MARGINAL DIRIETA ANCHIETA 400 KM 11.5 JARDIM SANTA CRUZ SAO PAULO, SAO PAULO, 04182-901 BRAZIL and Alcatel-Lucent International 3, avenue Octave Greard 75007 Paris, France	Master Purchase and Software Licensing Agreement	Providing various Deliverables and Services, related to customer accounts and account management	9/22/2011	\$0.00		NII Holdings, Inc.
AMAZON WEB SERVICES	410 TERRY AVENUE NORTH SEATTLE, WA 98109-5210	AWS Enterprise Customer Agreement	IT platform hosting services	7/25/2013	\$12,164.70	30	NII Holdings, Inc.
AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, Inc.	American Express Company, Corporate Services Operations AESC-P 20022 North 31st Ave Mail Code AZ-08-03-11 Phoenix, AZ 85027	Corporate Services Commercial Account Agreement	Corporate card accounts	3/27/2007	\$0.00		NII Holdings, Inc.
AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC.	American Express Company, Corporate Services Operations AESC-P 20022 North 31st Ave Mail Code AZ-08-03-11 Phoenix, AZ 85027	Guarantee of Payment Agreement for Individual Accounts with Limits	Guarantee of individual accounts	8/2/2007	\$0.00		NII Holdings, Inc.
AppDirect, Inc.	AppDirect 650 California St., 25th Floor San Francisco, CA 94108  Attn: Daniel Saks, Co-CEO & President Attn: Tammi Dowiat Copy: General Counsel	Marketplace As a Service Agreement	Makes available an Application Delivery Platform to customers and end users.	4/25/2014	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
APPLE, INC	Apple, Inc Attention: Tim Cook 1 Infinite Loop Cupertino, California 95104	iPhone Agreement	Master agreement with Apple for sales and distribution of Apple products and services	10/4/2013	\$0.00		NII Holdings, Inc.
APPLE, INC	Apple, Inc Attention: Tim Cook 1 Infinite Loop Cupertino, California 95104	iPhone Contract of Adherence (Brazil)	Contract terms and conditions whereby Nextel Brazil enters into the iPhone Agreement for the territory of Brazil	10/15/2013	\$0.00		NII Holdings, Inc.
APPLE, INC	Apple, Inc Attention: Tim Cook 1 Infinite Loop Cupertino, California 95104	Letter Agreement: "Termination of the Mexico COA and the iPhone Agreement with Respect to Mexico	Letter agreement whereby the Contract of Adherence for Nextel Mexico was cancelled, as were the associated commitments, terms and conditions in the iPhone Agreement for the territory of Mexico.	4/21/2015	\$0.00		NII Holdings, Inc.
Argonaut Insurance Company	101 Hudson Street, Suite 1201 Jersey City, NJ 07302	D&O - 5th Excess (\$10M X \$50M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Aspen	175 Capital Blvd, Suite 30 Rocky Hill, CT 06067	D&O - 9th Excess (\$10M X \$95M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
ASTELLIA INC.	11911 FREEDOM DRIVE SUITE 730 RESTON, VA 20190	Master Purchase Agreement for Software, Equipment, and Related Services	For the acquisition and implementation of software and equipment for a service assurance platform for a wireless network, and for installation, training, maintenance, and other services related to such system.	6/30/2009	\$0.00		NII Holdings, Inc.
AT&T Mobility Holdings B.V.	N/A	Letter (Waiver)	Waives and/or modifies certain obligations, terms and conditions of the Purchase and Sale Agreement	4/30/2015	\$0.00		NIU HOLDINGS LLC

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
AT&T Mobility Holdings B.V.	N/A	INSTRUMENT OF ASSIGNMENT	Sells, assigns and transfers to AT&T Mobility Holdings B.V. all of Seller's rights, title and interest in and to all of the limited liability company membership interests (the "Company Parent Interests") of Nextel International (Uruguay) LLC recorded in the name of Seller on the books of Company Parent and does hereby irrevocably constitute and appoint any duly authorized officer of Company Parent as its attorney-in-fact to record and effect such sale, transfer and assignment of the Company Parent Interests on the books of Company Parent with full power of substitution in the premises.	4/30/2015	\$0.00		NIU HOLDINGS LLC
AT&T Mobility National Accounts, LLC	AT&T Mobility National Accounts, LLC Attn: Offer, Development & Negotiation P.O. Box 97061 Redmond, WA 98073  with fac copy to: AT&T Legal fax#: 908-532-1263	AT&T Corporate Digital Advantage Agreement , Version 9A , (AT&T Customer Location ID: 73399711602)	Providing mobile cellular telecommunications services.	est 3/14/13	\$15,873.58	266	NII Holdings, Inc.
AXA Insurance Company	Colonia-Allee 10-20 51067 Cologne Germany	International Liability (Foreign Package)	Liability arising out of foreign operations.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Berkley Pro	14 Wall Street, Suite 1610 New York, NY 10005	D&O - 7th Excess (\$10M X \$75M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
BOSTON PROPERTIES LIMITED PARTNERSHIP	c/o Boston Properties 901 New York Avenue, N.W., Suite 400 Washington, D.C. 20001 Attn: Regional General Counsel with a copy to: Boston Properties 111 Huntington Avenue, Suite 300 Boston, Massachusetts 02199-7610 Attn: General Counsel	Deed of Lease	Office lease agreement	1/20/2006	\$24,486.96	S2019006688	NII Holdings, Inc.
BRIGHTSTAR CORP.	Brightstar Corporation 9725 NW 117th Avenue, Suite 300 Miami, Florida 33178 Attention: Legal Counsel	Master Purchase Agreement for Products and Services	Providing certain wireless products and services	6/10/2013	\$0.00		NII Holdings, Inc.
BURSON MARSTELLER, LLC	ATTN: SHIRLEY HALLETT 222 MERCHANDISE MART PLAZA SUITE 250 CHICAGO, IL 60654	Consulting Services Agreement	Services include, but not be limited to issues counseling. crisis management. corporate positioning. developing consumer marketing solutions, merger and acquisitions communications, healthcare initiatives, government lobbying, and formulating public relations plans.	3/1/2012	\$0.00		NII Holdings, Inc.
CANON FINANCIAL SERVICES	158 GAITHER DRIVE #200 MT LAUREL, NJ 08054	Agreement	Renegotiated copier lease agreements	1/1/2015	\$0.00		NII Holdings, Inc.
CATEN MCGUIRE, LLC / ULTRACOM, LLC	Caten McGuire, LLC Attn: Paul Anuszkiewicz 5555 Glenridge Connector, Suite 200 Atlanta, Georgia 30342	Consulting Services Agreement	Various technical and commercial consulting advice and services.	6/10/2008	\$0.00		NII Holdings, Inc.
CERTUS SOFTWARE, INC.	10201 TORRE AVENUE, SUITE 200 CUPERTINO, CA 95014	Certus Master Services Agreement	Various services and software	1/13/2006	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
China Development Bank Corporation	Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783 Facsimile No.: +86 (755) 2598 7725 Email: chenancdb.com.cn	Shareholder Undertaking Agreement	Commitment of NII Holdings to maintain direct or indirect ownership of Nextel Brazil	4/20/2012	\$0.00		NII Holdings, Inc.
China Development Bank Corporation	Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783 Facsimile No.: +86 (755) 2598 7725 Email: chenancdb.com.cn	Loan Subordination Agreement	Subordination of Intercompany Loans between BZ and its parent entities	12/13/2012	\$0.00		NII Holdings, Inc and NII International Telecom, SCA (Accession Agreement)
China Development Bank Corporation	Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783 Facsimile No.: +86 (755) 2598 7725 Email: chenancdb.com.cn	Accession Agreement	Accession of NII International Telecom, SCA to Subordination Agreement	10/22/2013	\$0.00		NII Holdings, Inc and NII International Telecom, SCA (Accession Agreement)

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
China Developent Bank Corporation	Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783 Facsimile No.: +86 (755) 2598 7725 Email: chenancdb.com.cn	Parent Guaranty	Guaranty of NII Holdings, Inc of certain obligations under the the CDB Credit Agreements in Brazil	9/25/2015	\$0.00		Nii Holdings, Inc
CIGNA HEALTH AND LIFE INSURANCE COMPANY	ATTN: NICOLE JONES, GENERAL COUNSEL 900 COTTAGE GROVE ROAD BLOOMFIELD, CT 6002	Cigna HealthCare Financial Proposal for Nii Holdings, Inc.	Health care benefits renewal for 2015	1/1/2014	\$0.00		NII Holdings, Inc.
COMFONE AG	NUSSBAUMSTRASSE 25 CH-3000 BERN 22 SWITZERLAND	Pricing for Multiple Affiliates Using Comfone Key2roam (Agreement)	Provides pricing when multiple affiliates of NII use Comfone Key2roam services.	5/1/2011	\$0.00		NII Holdings, Inc.
COMPUTAMAPS, S.A.	E. SPACE BAT D. 45 ALLEE DES ORMES SOPHIA ANTIPOLIS, MOUGINS 0.625.0 FRANCE	Data Products End User License Agreement	License to use of geographic data products & documentation	12/3/2010	\$0.00		NII Holdings, Inc.
Comunicaciones Nextel de México, S.A. de C.V.	AT&T Inc. One AT&T Plaza 208 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: Bill Caldwell Fax: (214) 746-2216 Email: wc2842@att.com	AGREEMENT	Obligates Nextel Mexico to perform TSA obligations on behalf of Nextel International Services for Entel Peru through the remainder of the current term expiring August 19, 2015	4/30/2015	\$0.00		Nextel International (Services) Ltd.

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**NII Holdings, Inc.**

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Comunicaciones Nextel de México, S.A. de C.V.	AT&T Inc. One AT&T Plaza 208 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: Bill Caldwell Fax: (214) 746-2216 Email: wc2842@att.com	Side Letter - RE: TSA Signatories	Reference is hereby made to (i) the Purchase and Sale Agreement ("Purchase Agreement"), dated January 26, 2015, as amended; (ii) the Transition Services Agreement ("TSA"), dated as of the date hereof; and (iii) the Letter Agreement re: Intelfon Agreement Connectivity Obligation ("Intelfon Connectivity Letter"), dated as of the date hereof. Letter documents terms and conditions associated with handling of transition services and Intelfon obligations upon full execution of related agreements within a defined period.	4/30/2015	\$0.00		NII Holdings, Inc.
Comunicaciones Nextel de México, S.A. de C.V.	N/A	Side letter agreement - RE: Intelfon several liability	Acknowledgement that liability is several and not jointly	4/30/2015	\$0.00		NII Holdings, Inc.
Comunicaciones Nextel de México, S.A. de C.V.	N/A	Side letter agreement - RE: Intelfon connectivity obligations	Acknowledgement that NII, Nextel Brazil and Nextel Argentina will maintain connectivity obligations with Intelfon through the end of the Intelfon contract term	4/30/2015	\$0.00		NII Holdings, Inc.
CONCUR TECHNOLOGIES, INC.	ATTN: CHIEF LEGAL OFFICER 18400 N.E. UNION HILL ROAD REDMOND, WA 98052	Business Services Agreement	Hosted platform and services for processing employee business related expenses.	3/5/2012	\$1,548.87	3	NII Holdings, Inc.
CORDIA RECRUITING AND STAFFING	8229 BOONE BLVD. SUITE 300 VIENNA, VA 22182	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	8/18/2014	\$0.00		NII Holdings, Inc.
COUPA SOFTWARE, INC	1855 SOUTH GRANT STREET SAN MATEO, CA 94402	Annual subscription agreement	P2P software	8/26/2014	\$0.00		NII Holdings, Inc.
DATAWATCH SYSTEMS, INC.	4401 EAST WEST HIGHWAY SUITE 500 BETHESDA, MD 20814	System Installation - Monthly Monitoring and Monthly Maintenance Costs	Provides office facility access control and security systems and services	11/19/2014	\$592.24	126	NII Holdings, Inc.

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**NII Holdings, Inc.**

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DELOITTE TAX & CONSULTING S.A.R.L.	560, rue de Neudorf L-2220 Luxembourg B.P. 1173 L-1011 Luxembourg	Engagement Letter for Compliance Services	Defines the terms upon which Vendor will offer Luxembourg direct tax compliance and additional tax services related to the direct tax compliance of the Client.	2/13/2013	\$0.00		NII International Holdings S.a.r.l
DELOITTE TAX & CONSULTING S.A.R.L.	560, rue de Neudorf L-2220 Luxembourg B.P. 1173 L-1011 Luxembourg	Engagement Letter for Compliance Services	Defines the terms upon which Vendor will offer Luxembourg direct tax compliance and additional tax services related to the direct tax compliance of the Client.	2/13/2013	\$0.00		NII International Telecom S.C.A.
DELOITTE TAX CONSULTING	560, rue de Neudorf L-2220 Luxembourg B.P. 1173 L-1011 Luxembourg	Engagement Letter for Compliance Services	Defines the terms upon which Vendor will offer Luxembourg direct tax compliance and additional tax services related to the direct tax compliance of the Client.	1/10/2014	\$0.00		NII International Services S.a.r.l
DELOITTE TAX LLP	1750 Tysons Boulevard Suite 800 McLean, VA 22102-4219 USA	Engagement Letter	General engagement letter to cover services and projects, with any significant projects being documented by a Work Order.	12/18/2013	\$0.00		NII Holdings, Inc.
DELOITTE TAX LLP	1750 Tysons Boulevard Suite 800 McLean, VA 22102-4219 USA	Engagement Letter	In connection with Client's restructuring, which may include a Chapter 11 filing, describes the scope of Deloitte Tax Services, responsibilities of Parties, and the fees associated with such Services. Applies to all the Services provided during period beginning May 1, 2014 through Client's emergence from bankruptcy.	5/6/2014	\$0.00		NII Holdings, Inc.
DELTA DENTAL OF VIRGINIA	ATTN: P.V. (DYKE) DAVIES, II, SENIOR VICE PRESIDENT & COO 4818 STARKEY ROAD ROANOKE, VA 24018-8542	NII Holdings, Inc. Dental Benefits Renewal, Revised September 17, 2014	2015 Dental benefits for NII employees	1/1/2014	\$0.00		NII Holdings, Inc.
ELECTRODATA S.A.C.	AV. GUARDIA CIVIL, SN ISIDRO LIMA, LIMA-12 PERU	Master Purchase Agreement for Technical Deliverables and Related Services	Providing certain IT and network related Deliverables and related Services.	2/2/2011	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
EMARKETER, INC.	eMarketer, Inc 11 Times Square Floor 14 New York, NY 10036 Attn: Miranda Manganaro	Subscription Agreement Signature Page	Subscription agreement whereby Licensor provides research and analysis on digital marketing and media.	1/1/2015	\$0.00		NII Holdings, Inc.
Endurance Risk Solutions	750 Third Ave New York, NY 10017	Excess Liability - Primary	Provides additional limits of insurance for the underlying liability policies.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
ERICSSON, INC.	ATTN: VERGEL CERVANTES 6300 LEGACY DRIVE PLANO, TX 75024	Amended and Restated 3G Master Supply Agreement	Master supply agreement for telecommunications hardware, software and services	2/2/2010	\$1,433,427.71	134	NII Holdings, Inc.
Everest Reinsurance Company	461 Fifth Ave, 20th Fl. New York, NY 10017-6234	D&O - 4th Excess (\$10M X \$40M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
EXCEL ARCHIVES OF VIRGINIA, INC. (IRON MOUNTAIN)	45675 Terminal Drive Sterling, VA 20166	Storage and Service Agreement	Storage and related services	8/11/2004	\$0.00		NII Holdings, Inc.
Factory Mutual Insurance Company	PO Box 7500 Johnston, RI 02919	Commercial Property	Insures against property damage to buildings and contents due to a covered loss. It may also cover business interruption.	10/31/14 - 10/31/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Federal Insurance Company	15 Mountainview Rd Warren, NJ 07059	Domestic (US) Commercial Package	Provides both liability and property insurance coverage.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Federal Insurance Company	16 Mountainview Rd Warren, NJ 07059	Domestic (US) Auto Liability	Insures against financial loss due to legal liability for injuries or property damage by an automobile.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Federal Insurance Company	16 Mountainview Rd Warren, NJ 07059	Domestic (US) Workers Compensation	Part One covers the employer's statutory liabilities under workers compensation laws. Part Two covers liability due to employees' work-related injured that are not statutory.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Fucata S.A., NII Mercosur Telecom S.L., NII Mercosur Moviles S.L.	Focata S.A. San Martin 323, piso 17 Buenos Aires - C1004AAG Attn: Servio Bartclome Szpolski Gaston Marquevich WITH A COPY (which will not constitute notice) TO: Cabanellas * Etchebarne * Kelly San Martin 323, piso 17 Buenos Aires - C1004AAG Attn: Marcelo Etchebarne Martin Mittelman	Share Purchase Agreement	Share purchase agreement for transfer of NII operation in the territory of Chile	8/14/2014	\$0.00	S2019006953	NII International Telecom S.C.A.
GAMELOFT ARGENTINA	Gameloft Attn: Business Management Suipacha 664 Piso 4 Capital Federal C1008AAN Argentina	Wireless Content Supply Agreement	Provides terms and conditions for providing/distributing content to End Users through NII Affiliates	12/5/2008	\$0.00		NII Holdings, Inc.
GBT US LLC d/b/a AS AMERICAN EXPRESS GLOBAL BUSINESS TRAVEL	GBT US LLC d/b/a AS AMERICAN EXPRESS GLOBAL BUSINESS TRAVEL Three World Financial Center Attn: General Counsel's Office - Global Business Travel 200 Vesey Street New York, New York 10285	Letter Agreement - Global Business travel	Terms and conditions for travel agency services	11/26/2014	\$0.00		NII Holdings, Inc.
GEMALTO, INC.	ATTN: GENERAL COUNSEL 9442 CAPITAL OF TEXAS HIGHWAY NORTH SUITE 2-400 AUSTIN, TX 78759	Master Purchase Agreement	Provides SIM cards and related products.	4/10/2007	\$0.00		NII Holdings, Inc.
GENERATION 6 TECHNOLOGIES, LLC	7820B WORMANS MILL ROAD SUITE 101 FREDERICK, MD 21701	Contract - IT Infrastructure Services Support Agreement	IT infrastructure services and support (on-site and remote).	4/1/2015	\$1,000.00	S2019006675	NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
GLOBAL CROSSING TELECOMMUNICATIONS, INC.	ATTENTION: SR VP, NORTH AMERICAN CARRIER SERVICES 225 KENNETH DRIVE ROCHESTER, NY 14623	Master Services Agreement	Contains the general terms and conditions for the provision of Services by Global Crossing to Customer and Customer Affiliates.	11/3/2010	\$0.00		NII Holdings, Inc.
GNAN SOLUTIONS, INC.	673 POTOMAC STATION DRIVE SUITE 727 LEESBURG, VA 20176	Assignment and Amendment Agreement	Assignment Assumption and extension of term Amendment for IT consulting services agreement and statement of work back to NII Holdings	12/13/2013	\$0.00		NII Holdings, Inc.
Gokul Hemmady	Address on file.	Long-term International Assignment Agreement	Sets forth the mutual understanding, terms and conditions between NII Holdings and employee related to a long-term international assignment from NII Holdings to Nextel Brazil.	6/27/2013	\$0.00		NII Holdings, Inc.
GOOGLE, INC	Google, Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043	Google Apps Enterprise Agreement	Enterprise agreement for NII and Affiliates, covering Customer's access to and use of the Services.	9/12/2012	\$0.00		NII Holdings, Inc.
GOOGLE, INC	Google, Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043	Google Customer Adoption and Acceleration Program agreement	Customer adoptions assistance program terms and conditions for the benefit of Customer, crediting up to \$25k is future services.	3/31/2015	\$0.00		NII Holdings, Inc.
Great American Insurance Company	301 E 4th St. Cincinnati, OH 45202-4201	Excess Liability - Primary	Provides additional limits of insurance for the underlying liability policies.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
HEALTH ADVOCATE, INC.	ATTN: DAVID S. ROCCHINO, E.V.P. AND CHIEF SALES OFFICER 3043 WALTON ROAD SUITE 150 PLYMOUTH MEETING PA 19462	Plan Sponsor Agreement	Provide administrative and informational services to families of NII employees	12/1/2013	\$0.00		NII Holdings, Inc.
HEWLETT PACKARD COMPANY	5400 LEGACY DRIVE PLANO, TX 75024	Master Outsourcing Agreement	Provider to perform the outsourced managed services	2/12/2010	\$2,791.60	24	NII Holdings, Inc.
HEWLETT PACKARD COMPANY	5400 LEGACY DRIVE PLANO, TX 75024	HP Single Order Terms for Software (HP Unlimited with a Fence Licensing Schedule)	Software licenses and support services	3/28/2011	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
HUAWEI DO BRASIL TELECOMUNICACOES LTD / HUAWEI SERVICOS DO BRASIL LTDA., / HUAWEI GESTAO E SERVICOS DE TELECOMUNICACOES DO BRASIL LTDA.	ATTN: JASON ZHAO YUNING PRACA PROFESSOR JOSE LANNES, 40-11 ANDAR BROOKLIN NOVO SAO PAULO, SP CEP 04571- 100 BRAZIL	Master Supply Agreement	Master supply agreement for telecommunications infrastructure hardware, software and services	2/4/2011	\$0.00		NII Holdings, Inc.
IDEO LP	150 Forest Avenue Palo Alto, CA 94301	Workshop Agreement	IT design workshop series	3/13/2015	\$0.00		NII Holdings, Inc.
IDEO LP	150 Forest Avenue Palo Alto, CA 94301	Workshop Agreement (#2)	IT design workshop series (#2)	4/28/2015	\$0.00		NII Holdings, Inc.
IGLOO, INC.	ATTN: DANIEL KUBE, VP, SALES AND BUSINESS DEVELOPMENT 22 FREDERICK STREET 6TH FLOOR KITCHENER ON N2H 6M6 CANADA	Exhibit C - Nii Holdings, Inc.: Sales Contract	Annual license & support fees for internal web platform	1/1/2015	\$17,515.62	47	NII Holdings, Inc.
INFORMATICA CORPORATION	ATTN: LEGAL DEPARTMENT 100 CARDINAL WAY REDWOOD CITY ,CA 94063	License to Use Informatica Software	Software license and support agreement	12/21/2010	\$0.00		NII Holdings, Inc.
INPHOMATCH, INC. (SYBASE 365 LLC)	Sybase 365, LLC Attn: General Counsel One Sybase Drive Dublin, CA 94568	Interoperability Short Message Services Agreement	Provides the terms and conditions for providing SMS and other services to Customer and its end users.	5/24/2004	\$0.00		NII Holdings, Inc.
INTEC BILLING, INC.	301 PERIMETER CENTER NORTH SUITE 200 ATLANTA, GA 30346	Master Software Licence and Services Agreement	Software license and support agreement	9/16/2011	\$0.00		NII Holdings, Inc.
Intelfon, S.A. de C.V.	Alameda Roosevelt y 63 Avenida Sur Centro Financiero Gigante Torre RED, Nivel 12 San Salvador, El Salvador Centro America	International Roaming and Dispatch Interconnection Agreement	Establishes terms and conditions under which parties their affiliates shall operate for international iDEN roaming and dispatch interconnection.	6/17/2010	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
INTRALINKS, INC.	ATTN: GENERAL COUNSEL 1 150 E 42ND STREET NEW YORK, NY 10017	Agreement for Intralinks Service (various)	Use of hosted platform services, Contract/Warehouse Numbers: 1326302, 1443702, 1941765, 1941885, 1959105, 2040625, 2086415, 1878292, 2141092, 2212882, 2326385	Respectively: 10/8/2012, 6/19/2013, 4/9/2014, 4/9/2014, 4/23/2014, 5/20/2014, 6/10/2014, 9/30/2014, 12/11/2014, 1/12/2015, 3/20/2015	\$0.00		NII Holdings, Inc.
Ironshore Indemnity Inc.	One State Street Plaza, 8th Fl. New York, NY 10004	D&O - 10th Excess (\$15M X \$105M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
JINNY SOFTWARE LIMITED	ATTN: CHIEF COMMERCIAL OFFICER 20 NORTH ANNE STREET DUBLIN 7 IRELAND	Master Purchase Agreement for Technical Deliverables and Related Services	Telecommunications related hardware, software and services.	6/27/2012	\$0.00		NII Holdings, Inc.
JOSE MIGUEL PORTO	Calle Recuerdos No. 240, Dpto. 201 Chacarilla, San Borja, Lima, Peru Attn: Jose Miguel Porto	Consulting Services Agreement	Consulting services as ordered on statements of work (legal related).	8/26/2013	\$0.00		NII Holdings, Inc.
KABOOM LATAM INC.	Kaboom Latam Inc. Attn: William Woods Plaza 2000, Calle 50, Apartado Postal 0816-01098 Panama, Republica de Panama	Wireless Content Supply Agreement	Provides the terms under which Carrier, through Affiliates, will make available to End Users the Vendor Content.	6/18/2010	\$0.00		NII Holdings, Inc.
KELLY SERVICES	950 Herndon Parkway, #150 Herndon, Virginia 20170 Attn> Marybeth Mellin	Consulting Services Agreement	Consulting services as ordered on statements of work (general).	1/17/2012	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
KPMG LLP	1676 International Drive McLean, VA 22102	Engagement Letter (2015 US-Only)	Integrated Audit Services - describes statement of services, terms and conditions for the agreement to perform an audit of NII's Consolidated financial statements and an audit of its internal control over financial reporting (collectively, the Integrated Audit).	5/5/2015	\$0.00		NII Holdings, Inc.
KPMG LLP	1676 International Drive McLean, VA 22102	Engagement Letter (2014 US-Only)	Integrated Audit Services - describes statement of services, terms and conditions for the agreement to perform an audit of NII's Consolidated financial statements and an audit of its internal control over financial reporting (collectively, the Integrated Audit).	10/1/2014	\$0.00		NII Holdings, Inc.
KPMG Luxembourg S.a.r.l.	1676 International Drive McLean, VA 22102	Engagement Letter (2014 Lux-Only)	Integrated Audit Services - describes statement of services, terms and conditions for the agreement to perform a statutory audit of the annual accounts of the Company for the year ending December 31, 2014	10/14/2014	\$0.00		NII International Telecom S.C.A.
L.A. MULCAHY CONSULTING, LLC	904 N. Emerson St. Arlington, VA 22205 Attn: Liz Mulcahy	Consulting Services Agreement	Consulting services as ordered on statements of work (tax related).	3/1/2015	\$0.00		NII Holdings, Inc.
Liberty Insurance Corp.	175 Berkeley St. Boston, MA 02117	Excess Liability - Primary	Provides additional limits of insurance for the underlying liability policies.	9/1/14 - 9/1/15	\$0.00	8	NII Holdings, Inc. and all subsidiary companies
Lloyd's of London	69 Mansell Street London E1 8AN, England	Excess Terrorism	Excess coverage that protects against potential losses and liabilities that may occur due to terrorist activities.	10/31/14 - 10/31/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
MICROSOFT CORPORATION	ATTN: LEGAL AND CORPORATE AFFAIRS ONE MICROSOFT WAY REDMOND, WA 98052	MicroSoft Enterprise Agreement	Enterprise-wide volume license agreement	11/1/2010	\$2,685.21	S2019006665	NII Holdings, Inc.
MICROSOFT CORPORATION	ATTN: LEGAL AND CORPORATE AFFAIRS ONE MICROSOFT WAY REDMOND, WA 98052	Enterprise Enrollment Amendment ID B21	Pricing and terms associated with Enterprise Agreement	11/16/2010	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
MICROSOFT CORPORATION	ATTN: LEGAL AND CORPORATE AFFAIRS ONE MICROSOFT WAY REDMOND, WA 98052	Microsoft Mobile Business and Services Framework Agreement	Master framework agreement - The Mobile Business and Services Program allow service providers and business customers to (a) obtain Microsoft Support Services and/or (b) gain access to certain Microsoft Services for purposes of making these Microsoft Services available to their customers.	9/30/2010	\$0.00		NII Holdings, Inc.
MICROSTRATEGY SERVICES CORPORATION	1861 INTERNATIONAL DRIVE MCLEAN, VA 22102	Software License Agreement	Software license terms and conditions.	6/30/2010	\$0.00		NII Holdings, Inc.
MICROSTRATEGY SERVICES CORPORATION	1861 INTERNATIONAL DRIVE MCLEAN, VA 22102	Price Quotation and Purchase Agreement (178219)	Master agreement with additional terms and conditions, which also pulls-in prior purchase/licenses through Affiliates.	12/21/2010	\$0.00		NII Holdings, Inc.
MOJAVE NETWORKS, INC.	Chief Financial Officer Betty Kayton Mojave Networks, Inc. 4 W 4th Avenue, Suite 300 San Mateo, CA 94402	Hosted Applications Distribution Agreement	An agreement to provide the terms under which Supplier, NII and the NII Affiliate Signatories, will make subscriptions to the Hosted Application available in the Market	5/16/2014	\$0.00		NII Holdings, Inc.
MOTOROLA (MOTO-MOBILITY)	800 West Sunrise Blvd Fort Lauderdale, FL 33322	Subscriber Unit Purchase Agreement for NII Holdings Inc.	Provides terms and conditions for sales, service and support of Motorola subscriber products for distribution outside of the United States.	1/1/2005	\$0.00		NII Holdings, Inc.
MOTOROLA (MOTO-MOBILITY)	800 West Sunrise Blvd Fort Lauderdale, FL 33322	Trademark Indemnification Agreement	Terms and conditions for trademark indemnifications for Products under the Subscriber Unit Purchase Agreement	5/7/2010	\$0.00	155	NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
MOTOROLA SOLUTIONS, INC.	Motorola Solutions, Inc. Network Solutions Sector Customer Solutions Group North American Region 1301 East Algonquin Road Schaumburg, Illinois USA 60196 Attn: Vice President and Director iDEN North American Operations AND COPY TO: Motorola Solutions, Inc. Network Solutions Sector Customer Commercial Relations North American Region 1301 East Algonquin Road Schaumburg, Illinois 60196 Attn: Director, Contracts and Regulatory	IDEN Infrastructure Equipment Supply Agreement (Argentina)	Master infrastructure supply agreement to provide hardware, software and services in the territory of Argentina.	6/30/2000	\$116,666.67	156	NII Holdings, Inc.
MOTOROLA SOLUTIONS, INC.	Motorola Solutions, Inc. Network Solutions Sector Customer Solutions Group North American Region 1301 East Algonquin Road Schaumburg, Illinois USA 60196 Attn: Vice President and Director iDEN North American Operations AND COPY TO: Motorola Solutions, Inc. Network Solutions Sector Customer Commercial Relations North American Region 1301 East Algonquin Road Schaumburg, Illinois 60196 Attn: Director, Contracts and Regulatory	IDEN Infrastructure Equipment Supply Agreement (Brazil)	Master infrastructure supply agreement to provide hardware, software and services in the territory of Brazil.	6/30/2000	\$0.00		NII Holdings, Inc.
MOVIUS INTERACTIVE CORPORATION	11360 Lakefield Drive Johns Creek, Georgia 30097 Attn: Legal Dept	Master Purchase Agreement	Provides terms and conditions for sales, service and support of certain proprietary hardware and software products.	9/14/2011	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	Directors & Officers (D&O) - Lead (\$10M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00	12	NII Holdings, Inc. and all subsidiary companies
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	D&O - 6th Excess (\$15M X \$60M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	D&O - 11th Excess (\$5M X \$120M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	Fiduciary Liability	Protects against the personal liability imposed upon directors, officers, and employees who oversee pension and other benefit plans, and the company that sponsor such plans.	10/30/14 - 10/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	Employment Practices Liability	Liability due to wrongful acts resulting from the employment process (ex: wrongful termination, discrimination, sexual harassment, and retaliation)	10/30/14 - 10/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
NETSCOUT SYSTEMS, INC.	310 LITTLETON ROAD WESTFORD, MA 1826	Master Purchase and License Agreement	Terms and conditions under which NetScout provides integrated network and application performance management solutions and related services	11/8/2013	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
New Cingular Wireless Services, Inc. and Citibank, N.A.	<p>If to Purchaser: AT&amp;T One AT&amp;T Plaza 205 South Akard Street, Room 2713 Dallas, Texas 75202 Attention: Sherri Bazan, CPA Fax: (214) 746-2277 Email: sb2038@att.com with copies (which shall not constitute notice) to: AT&amp;T One AT&amp;T Plaza 205 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: John O'Connor, Senior Vice President and Assistant General Counsel Bill Caldwell, General Attorney Fax: (214) 746-2216 Email: JO8009@att.com Wc2842@att.com with additional copies (which shall not constitute notice) to: Sergio J. Galvis Werner F. Ahlers Sullivan &amp; Cromwell LLP 125 Broad Street New York, New York 10004 fax: (212) 757-3990 Email: Galviss@sullcrom.com, Ahlersw@sullcrom.com</p> <p>if to the Escrow Agent: Citibank, N.A. Agency &amp; Trust 388 Greenwich Street, 14th Floor New York, NY 10013 Attn.: Mary Ellen Connolly</p>	ESCROW AGREEMENT	Escrow agreement associated with the Sale & Purchase Agreement for NII's operations in the territory of Mexico.	1/26/2015	\$0.00		NIU Holding LLC

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Phone: (201) 763-1884 Facsimile: (973) 461-7191 or (973) 461-7192 E-mail: mary.e.connolly@citi.com with a copy to (if sent by personal delivery, overnight courier or registered or certified mail): Citibank, N.A. Agency & Trust 480 Washington Blvd. 18th Floor Jersey City, NJ 07310 Attn: Mary Ellen Connolly						

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
New Cingular Wireless Services, Inc., and AT&T Mobility Holdings B.V.	AT&T Inc. One AT&T Plaza 208 South Akard Street, Suite 3702 Dallas, Texas 75202 Attention: D. Wayne Watts Fax.: (214) 746-2103 Email: wayne.watts@att.com With a copy (which will not constitute notice) to: Sullivan & Cromwell LLP 125 Broad Street New York, New York 10004 Attention: Sergio J. Galvis Werner F. Ahlers Fax.: (212) 558-3588 Email: galviss@sullcrom.com ahlersw@sullcrom.com	ASSIGNMENT AND ASSUMPTION AGREEMENT	Assignment of the Purchase Agreement from New Cingular Wireless Services, Inc. to AT&T Mobiliy Holdings B.V., acknowledged by NIU Holdings LLC	3/24/2015	\$0.00		NIU HOLDINGS LLC
New Cingular Wireless Services, Inc., NIHD TELECOM HOLDINGS B.V., NIU HOLDINGS LLC, Nextel International (Uruguay) LLC, and the Seller Guarantors	AT&T Inc. One AT&T Plaza 208 South Akard Street, Suite 3702 Dallas, Texas 75202 Attention: D. Wayne Watts Fax.: (214) 746-2103 Email: wayne.watts@att.com With a copy (which will not constitute notice) to: Sullivan & Cromwell LLP 125 Broad Street New York, New York 10004 Attention: Sergio J. Galvis Werner F. Ahlers Fax.: (212) 558-3588 Email: galviss@sullcrom.com ahlersw@sullcrom.com	Purchase and Sale Agreement	Purchase and Sale agreement transferring ownership of NII Holdings operations in the territory of Mexico	1/26/2015	\$0.00		NII Holdings, Inc. NII Capital Corp. NII International Telecom S.C.A. NII International Holdings S.a.r.l. Nextel International (Uruguay), LLC NIU Holdings LLC

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
New Cingular Wireless Services, Inc., AT&T Mobility Holdings B.V., and Citibank, N.A.	<p>If to Purchaser: AT&amp;T One AT&amp;T Plaza 205 South Akard Street, Room 2713 Dallas, Texas 75202 Attention: Sherri Bazan, CPA Fax: (214) 746-2277 Email: sb2038@att.com with copies (which shall not constitute notice) to: AT&amp;T One AT&amp;T Plaza 205 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: John O'Connor, Senior Vice President and Assistant General Counsel Bill Caldwell, General Attorney Fax: (214) 746-2216 Email: JO8009@att.com Wc2842@att.com with additional copies (which shall not constitute notice) to: Sergio J. Galvis Werner F. Ahlers Sullivan &amp; Cromwell LLP 125 Broad Street New York, New York 10004 fax: (212) 757-3990 Email: Galviss@sullcrom.com, Ahlersw@sullcrom.com</p> <p>if to the Escrow Agent: Citibank, N.A. Agency &amp; Trust 388 Greenwich Street, 14th Floor New York, NY 10013 Attn.: Mary Ellen Connolly</p>	ASSIGNMENT AND ASSUMPTION AGREEMENT	Escrow Agreement assignment	3/24/2015	\$0.00		NIU HOLDINGS LLC

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Phone: (201) 763-1884 Facsimile: (973) 461-7191 or (973) 461-7192 E-mail: mary.e.connolly@citi.com with a copy to (if sent by personal delivery, overnight courier or registered or certified mail): Citibank, N.A. Agency & Trust 480 Washington Blvd. 18th Floor Jersey City, NJ 07310 Attn: Mary Ellen Connolly						
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Mario David Medina Arzate)	4/25/2015	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Arturo Barraza Lopez)	4/25/2015	\$0.00		NII Holdings, Inc.
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Julio Cesar Martinez Sanchez)	4/25/2015	\$0.00		NII Holdings, Inc.
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Juan Manuel Moreno Barrios)	5/13/2015	\$0.00		NII Holdings, Inc.
NEXTEL COMMUNICATIONS, INC.	ATTN: VICE PRESIDENT, INTELLECTUAL PROPERTY 6450 SPRINT PARKWAY KSOPHN0312 - 3A223 OVERLAND PARK, KS 66251	FOURTH AMENDED AND RESTATED TRADEMARK LICENSE AGREEMENT	Amended and restated trademark agreement (Nextel)	7/27/2011	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Nextel de México, S.A. de C.V., Nextel Communications Argentina S.R.L., and Nextel Telecomunicações Ltda.	Comunicaciones Nextel de Mexico S.A. de C.V. c/o NER Holdings Montes Urales 460 Distrito Federal, DF 11000, Mexico Attention: Rafael Espeleta Tejada, Vice President – Planning and Supply Chain Fax no.: +52 55 51094492 E-mail address: re223u@att.com  With a copy (which will not constitute notice) to: AT&T Inc. One AT&T Plaza 208 S. Akard Dallas, TX 75202 Attention: Bill Caldwell, General Attorney – Mergers & Acquisitions Fax no.: (214) 746-2216 E-mail address: wc2842@att.com	Transition Services Agreement	Multi-party transition services agreement	4/30/2015	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Nextel del Perú S.A.	<p>If to the Customer, to: Nextel del Perú S.A. c/o Empresa Nacional de Telecomunicaciones S.A. Avenida Andrés Bello 2687, 14th Floor Las Condes Santiago, Chile Attention: Sebastián Domínguez Philippi Facsimile No.: +56223606886</p> <p>With a copy (which shall not constitute notice) to: Simpson Thacher &amp; Bartlett LLP 425 Lexington Avenue New York, NY 10017 Attention: David L. Williams Edward Chung Facsimile No.: 212-455-2502</p>	Transition Services Agreement	Transition services agreement associated with sale of Nextel Peru to Entel, enabling ongoing operations.	8/19/2013	\$0.00		Nextel International (Services) Ltd.
NII TELECOM, S. de R.L. de C.V. & NEXTEL DEL PERU S.A.	<p>NII Telecom, S de R.L. d C.V. Paseo de los Tamarindos #90 Piso 29 Colonia Bosques de las Lomas Delegacion Cuajimalpa Mexico, D.F. 05120 Attn: General Counsel</p> <p>Nextel del Peru Republica de Colombia No. 791 Piso 19 San Isidro Lima 27 Peru Attn: General Counsel</p>	Qualified Operator Services Agreement	Intercompany operating agreement extending services to Nextel del Peru S.A.	6/5/2013	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
NII TELECOM, S. de R.L. de C.V. ("LICENSEE") & NEXTEL TELECOMUNICACOES LTDA. ("NEXTEL BRAZIL")	NII Telecom, S de R.L. d C.V. Paseo de los Tamarindos #90 Piso 29 Colonia Bosques de las Lomas Delegacion Cuajimalpa Mexico, D.F. 05120 Attn: General Counsel  Nextel Telecomunicacoes Ltda. Avenida das Nacoes Unidas, 14.171 04795-100 Sao Paulo Brazil Attn: General Counsel	Qualified Operator Services Agreement	Intercompany operating agreement extending services Between NII Telecom, S. de R.L. de C.V. ("Licensee"), NII Holdings, Inc. ("NII") and Nextel Telecomunicoes Ltda.	4/10/2015	\$0.00		NII Holdings, Inc.
NOKIA SIEMENS NETWORKS, OY	Mr. Gustavo Campos Business Management - Latin America 575 Herndon Parkway, Suite 200 Herndon, VA 20170  copy to: Legal and Compliance Affairs Guillermo Gonzalez Camarena No. 1200, 15th Floor Col. Lomas de Santa Fe, C.p. 01210, Mexico, D.F.	Master Supply Agreement	Master supply agreement for telecommunications hardware, software and services	11/23/2010	\$0.00		NII Holdings, Inc.
OFFICE MOVERS, INC	Office Movers, Inc. 6500 Kane Way Suite A Elkridge, MD 21075  cc to: The Kane Company 6500 Kane Way Elkridge, MD 21075	Contract for Services	Office moving and relocation services.	8/8/2014	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
OFFIX	13535 WELLINGTON CENTER CIRCLE SUITE 107 GAINESVILLE, VA 20155	Maintenance Order	Copier maintenance & support	11/11/2014	\$0.00		NII Holdings, Inc.
OMNIPOINT, LLC	3111 WEST DR. MLK JR. BLVD. SUITE 100 TAMPA ,FL 33607	Consulting Agreement	Consultant shall provide consulting services to Company as set forth under the terms and conditions of this agreement and any duly authorized statement of work.	7/31/2012	\$0.00		NII Holdings, Inc.
OPENWAVE SYSTEMS	ATTN: GENERAL COUNSEL 2100 SEAPORT BLVD REDWOOD, CITY, CA 94063	Communications Service Provider Agreement (No. 001108)	Original master agreement - Argentina, to license software to host a service that can be accessed by a Qualified Operator's Subscribers	3/31/2003	\$0.00		NII Holdings, Inc.
OPENWAVE SYSTEMS	ATTN: GENERAL COUNSEL 2100 SEAPORT BLVD REDWOOD, CITY, CA 94063	Communications Service Provider Agreement (No. 01099)	Original master agreement - Argentina, to license software to host a service that can be accessed by a Qualified Operator's Subscribers	1/10/2003	\$0.00		NII Holdings, Inc.
OPERA SOFTWARE ASA	WALDEMAR THRANES GATE 98 OSLO 175 NORWAY	Software Development and License Agreement	Provides the general framework, terms and conditions to develop and utilize a modified version of the Opera Browser that will be compatible with Motorola iDEN devices.	1/15/2010	\$0.00		NII Holdings, Inc.
ORACLE AMERICA, INC.	500 ORACLE PARKWAY REDWOOD SHORES, CA 94065	Oracle License and Services Agreement	Provides terms and conditions for licenses and services provided by Oracle and authorized distributors	4/21/2010	\$393,216.61	121	NII Holdings, Inc.
ORACLE AMERICA, INC.	500 ORACLE PARKWAY REDWOOD SHORES, CA 94065	Oracle Cloud Services Agreement	Terms and conditions for providing cloud services as specified in Orders placed.	5/30/2014	\$71,661.54		NII Holdings, Inc.
PayFlex Systems USA, Inc.	10802 Farnam Drive, Suite 100 Omaha, Nebraska 68154	NII Holdings, Inc - Flexible Benefit Plan	Flexible benefits plan services and administration (Plan No. 501)	01/01/07	\$0.00		NII Holdings, Inc.
PAYFLEX SYSTEMS USA, INC.	10802 Farnam Drive, Suite 100 Omaha, Nebraska 68154	Administrative Services Agreement for Cobra Administration	Administrative services agreement for COBRA	1/1/2010	\$0.00		NII Holdings, Inc.
PINNACLE COMPANIES STAFFING, INC.	1420 SPRING HILL ROAD SUITE 600 MCLEAN, VA 22102	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	2/10/2015	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
PITNEY BOWES SOFTWARE LATIN AMERICA INC.	4200 PARLIAMENT PLACE SUITE 600 LANHAM, MD 20706	Master Purchase Agreement for Technical Deliverables and Related Services	Terms and conditions under which Supplier provides various Deliverables and related Services.	9/30/2011	\$0.00		NII Holdings, Inc.
QUALCOMM TECHNOLOGIES, INC.	ATTN: PRESIDENT, QIS 5775 MOREHOUSE DRIVE SAN DIEGO, CA 92121	QCHAT® OPERATOR LICENSE AGREEMENT	Provides the master license, terms and conditions associated with operation of the QChat PTT platform, and provides for Affiliates to become Operator under the Agreement for their respective territories	9/10/2009	\$0.00		NII Holdings, Inc.
Radiomovil Dipsa, S.A. de C.V. Telcel	Lago Zurich #245 Edificio Telcel, Piso 15 Col. Ampliacion Granada, Del. Miguel Hidalgo Mexico D.F. 11529	International Roaming Agreement	International roaming agreement establishes terms and conditions under which parties their affiliates shall operate for GSM roaming.	5/10/13 and 5/23/13	\$0.00		NII Holdings, Inc.
RANDSTAD NORTH AMERICA LP	PO BOX 742689 ATLANTA, GA 30374-2689	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	6/9/2014	\$0.00		NII Holdings, Inc.
Sana Khan	Address on file	Long-term International Assignment Agreement	Sets forth the mutual understanding, terms and conditions between NII Holdings and employee related to a long-term international assignment from NII Holdings to Nextel Brazil.	6/13/2012	\$0.00		NII Holdings, Inc.
Shamim Khan	Address on file	Long-term International Assignment Agreement	Sets forth the mutual understanding, terms and conditions between NII Holdings and employee related to a long-term international assignment from NII Holdings to Nextel Brazil.	11/22/2013	\$0.00		NII Holdings, Inc.
SAHARI PROFESSIONAL SERVICES LLC	10951 WILD GINGER CIRCLE #301 MANASSAS, VA 20109	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	8/11/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Michael Carr)	8/1/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Igor Stranisavljev)	8/1/2014	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Viankatesh Shangbhag)	4/1/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Brian Pitchford)	10/15/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 Attn: Andrew DeGuzman	Consulting Services Agreement	Consulting services agreement (John Causey)	8/1/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 Attn: Andrew DeGuzman	Consulting Services Agreement	Consulting services agreement (M. Nouri)	07/26/13	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 copy to: Juan Manuel Gallegos P.O. Box 194 Oakton, VA 22124	Consulting Services Agreement	Consulting services agreement (J M Gallegos)	09/26/12	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 copy to: Victor Acuna 23156 Blackhorn Sq Sterling, VA	Consulting Services Agreement	Consulting services agreement (V. Acuna)	10/15/12	\$0.00		NII Holdings, Inc.
SPRINT SPECTRUM L.P.	ATTN: MR. RICH YOUNG 6550 SPRINT PARKWAY MAILSTOP: KSOPHR 0206 - 2C653 OVERLAND PARK, KS 66251	International Push-To-Talk (PTT) Interconnection Agreement	PTT interop or interconnect agreement sets out the terms and conditions to enable the delivery of PTT traffic from one Party's network bound to the other Party's network for the mutual benefit of each Party	6/30/2013	\$0.00	219	NII Holdings, Inc.
SUBEX, INC.	ATTN: GREG LENEVEU 12101 AIRPORT WAY SUITE 300 BROOMFIELD, CO 80021	Master Purchase Agreement for Technical Deliverables and Related Services	Provides the terms under which Deliverables and related Services (revenue assurance software and related services) will be provided to Customer and Affiliates, as described in a statement of work.	7/27/2012	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
SUNGARD TREASURY SYSTEMS INC.	ATTN: LEGAL 340 MADISON AVENUE FLOORS 6,7,8 NEW YORK, NY 10173	License and Service Agreement	Provides the terms under which Deliverables and related Services (Treasury systems and services) will be provided to Customer and Affiliates, as described in a statement of work.	6/30/2005	\$0.00		NII Holdings, Inc.
TATA AMERICA INTERNATIONAL CORPORATION	ATTN: SVP AND GENERAL COUNSEL 101 PARK AVE 26TH FLOOR NEW YORK, NY 10178	Master Supply and Technical Services Agreement	Provides the terms and conditions for providing the consulting and technical services and created the Deliverables specified in statements of work.	5/31/2010	\$557,670.77	115, 119, & 198	NII Holdings, Inc.
TEKSYSTEMS, INC.	7437 Race Road Hanover, MD 21076	Consulting Services Agreement	Providing temporary staffing services for IT function.	3/25/2013	\$0.00		NII Holdings, Inc.
TELEFONICA INTERNATIONAL WHOLESALE SERVICES USA, INC.	ATTN: PRESIDENT 1111 BRICKELL AVE SUITE 1800 MIAMI, FL 33131	Master Services Agreement	Provides terms and conditions under which Supplier will provide Internet transit services, and other services that might be ordered in the future.	8/31/2012	\$0.00		NII Holdings, Inc.
TELEGLOBE CANADA LIMITED PARTNERSHIP	Teleglobe Canada Limited Partnership 1000 de La Gauchetiere Street West Montreal (Quebec) H3B 4X5 Canada Attention: Sal Bressi Product Manager, Global Roaming with a copy sent to: Teleglobe USA Inc. 11495 Commerce Park Drive, Reston, Virginia 20191, Attn: Senior Vice President and General Counsel	THE TELEGLOBE WIRELESS GLOBAL ROAMING SERVICE	Provides the terms, covenants and conditions upon which a service enabling international roaming is to be provided by TELEGLOBE.	4/14/2003	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
TELLABS INTERNATIONAL, INC	Tellabs International, Inc. Attn: Group Manager, Services Marketing One Tellabs Center 1451 W. Diehl Rd. Naperville, IL 60563 & cc: Tellabs International, Inc. Attn: LAC Regional Counsel One Tellabs Center 1451 W. Diehl Rd. Naperville, IL 60563	Support Services Agreement	Provides the terms and conditions under which Tellabs provides optical/transport equipment maintenance and support services for the NII long-haul network.	1/1/2002	\$0.00		NII Holdings, Inc.
THE KANE COMPANY, t/a OFFICE SHREDDING	Office Shredding, LLC 6500 Kane Way Suite A Elkridge, MD 21075  cc to: The Kane Company 6500 Kane Way Elkridge, MD 21075	Office Shredding Service Agreement	Office services for secure document destruction and disposal	10/23/2014	\$777.00	107	NII Holdings, Inc.
THE NETWORK, INC.	333 RESEARCH COURT NORCROSS, GA 30092	Sales Order - The Network	Provides terms and conditions under which Vendor provides services and professional services associated with the employee hotline program.	3/18/2013	\$0.00		NII Holdings, Inc.
THOMSON REUTERS (GRC) INC.	THOMSON REUTERS (GRC) INC. 3 Times Square New York, NY, 10036	Order Form	Terms and conditions for the provision of subscription services, content and professional services	11/30/2014	\$0.00		NII Holdings, Inc.
Torus Insurance Company	Harborside Financial Center Plaza Five, Suite 2900 Jersey City, NJ 07311	D&O - 5th Excess (\$10M X \$50M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Torus Insurance Company	Harborside Financial Center Plaza Five, Suite 2900 Jersey City, NJ 07311	D&O - 9th Excess (\$10M X \$95M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
TOWERS WATSON DELAWARE, INC	Towers Watson 901 N. Glebe Road Arlington, VA 22203 Attn: David Downer  cc to: Towers Watson 901 N. Glebe Road Arlington, VA 22203 Attn: Legal Department	Towers Watson's HR Technology Online Services Agreement	Online and related services agreement for HR management function.	2/2/2015	\$0.00		NII Holdings, Inc.
TSI TELECOMMUNICATIONS SERVICES INC.	TSI Telecommunications Services Inc. Attn: AVP - Sales 201 North Franklin Street, MS8G Tampa, Florida 33602  & cc:: Vice President and General Counsel	Information and Network Products and Services Agreement	Provides terms and conditions under which Supplier will make the Products or Services described in the agreement and any related documents available to Customer.	11/25/2002	\$0.00		NII Holdings, Inc.
Twin City Fire Insurance Company	277 Park Ave, 15th Fl. New York, NY 10172	D&O - 3rd Excess (\$10M X \$30M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
U.S. Specialty Insurance Company of Houston	13403 Northwest Freeway Houston, TX 77040	Other insurance overage for employees.	Protects individuals and corporations operating around the world.	11/5/14 - 11/5/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	UNUM- Long Term Care Policy (No. 586445)	Long term care insurance Policy No. 586445	01/01/09	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	Unum Life Insurance Company of America insures the lives of NII Holdings, Inc. under the Select Group Insurance Trust Policy No. 292000	Group life insurance policy for employees: Group Identification No. 586446 001 under the Select Group Insurance Trust Policy No. 292000	01/01/03	\$0.00		NII Holdings, Inc.
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	Unum Life Insurance Company of America insures the lives of NII Holdings, Inc. under the Select Group Insurance Trust Policy No. 292000	Group life insurance policy for employees: Group Identification No. 586439 001 under the Select Group Insurance Trust Policy No. 292000	01/01/03	\$0.00		NII Holdings, Inc.
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	Unum Life Insurance Company of America Policy Number 586439	Short Term Disability Plan provide by Unum Life Insurance Company of America under Policy Number 586439	01/01/03	\$0.00		NII Holdings, Inc.
UNWIRED PLANET, INC. (f/k/a OPENWAVE SYSTEMS, INC.)	Openwave Mobility, Inc. Attn: Senior Corporate Counsel 2100 Seaport Boulevard Redwood City, CA 94063	Assignment and Assumption Agreement	Openwave Systems, Inc. Assigns to Openwave Mobility, Inc.	9/28/2012	\$0.00		NII Holdings, Inc.
UNWIRED PLANET, INC. (f/k/a OPENWAVE SYSTEMS, INC.)	Openwave Mobility, Inc. Attn: Senior Corporate Counsel 2100 Seaport Boulevard Redwood City, CA 94063 & Persistent Telecom Solutions, Inc. 2700 Mission College Blvd, #140-Z Santa Clara, CA 95054	Assignment and Assumption Agreement	Openwave Systems, Inc. Assigns to Openwave Mobility, Inc. And Persistent Telecom Solutions, Inc.	12/27/2012	\$0.00		NII Holdings, Inc.
USI-MIDATLANTIC, INC	Attn: Mr. Jeffery Verity 3190 Fairview Park Drive, Suite 400 Falls Church, VA 22042	Business Associate Agreement	Insurance broker agreement	12/18/2013	\$0.00		NII Holdings, Inc.
VERTICALNET, INC. d/b/a BRAVO SOLUTIONS, US	ATTN: LEGAL 101 LINDENWOOD DRIVE SUITE 420 MALVERN, PA 19355	Master Agreement for Subscription Services	Hosted sourcing management tool and related services.	8/1/2010	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
VMWARE INTERNATIONAL LIMITED	PARNELL HOUSE BARRACK SQUARE BALLINCOLLIG COUNTY CORK IRELAND	ELA Order	Provides the terms and conditions associated with licensing, use, maintenance and support of software across the Customer's enterprise (NII and Affiliates).	12/30/2011	\$0.00		NII Holdings, Inc.
WEBFILINGS, LLC	2900 UNIVERSITY BLVD AMES, IA 50010	Master Subscription & Services Order	Order with terms and conditions for providing subscription and services a cloud-based financial reporting solution (for filings with the SEC, etc.)	1/1/2015	\$0.00		NII Holdings, Inc.
Westchester Fire Insurance Company	PO Box 1000, 436 Walnut Street, Routing WB04H, Philadelphia, PA 19106	Crime	Employee dishonesty coverage; forgery or alteration coverage; computer fraud coverage; funds transfer fraud coverage; kidnap, ransom, or extortion coverage; money and securities coverage; and money orders and counterfeit money coverage	10/30/13 - 10/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Willis of New York, Inc.	One World Financial Center 200 Liberty Street, 7th Floor New York, NY 10281	Service Agreement	Terms and conditions governing the insurance related services for the lines of coverage identified in Schedule A and any other services specified in the agreement	1/1/2015	\$0.00		NII Holdings, Inc.
Wolters Kluwer Financial Services, Inc.	PO Box 842014 Boston, MA 02284-2014	Teammate Software License, Maintenance and Support (Control No. 40649023)	Teammate software license, maintenance and support.	07/01/14	\$0.00		NII Holdings, Inc.
WORKDAY, INC.	ATTN: VP LEGAL 6230 STONERIDGE MALL ROAD PLEASANTON, CA 94588	Master Subscription Agreement	Provides terms and conditions for providing hosted subscription services for human resources and employee management application.	7/31/2012	\$0.00		NII Holdings, Inc.
XL Insurance America, Inc.	Seaview House, 70 Seaview Avenue Stamford, CT 06902-6040	Commercial Property	Insures against property damage to buildings and contents due to a covered loss. It may also cover business interruption.	10/31/14 - 10/31/15	\$0.00		NII Holdings, Inc. and all subsidiary companies

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
XL Specialty Insurance Company	Seaview House, 70 Seaview Avenue Stamford, CT 06902-6040	D&O - 1st Excess (\$10M X \$10M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
XL Specialty Insurance Company	Seaview House, 70 Seaview Avenue Stamford, CT 06902-6040	D&O - 8th Excess (\$10M X \$85M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
XO COMMUNICATIONS	13865 SUNRISE VALLEY DRIVE HERNDON, VA 20171	Master Services Agreement	Provides terms and conditions for products and services ordered.	1/30/2010	\$14,120.67	S2019006646	NII Holdings, Inc.
			<b>TOTAL CURE AMOUNT</b>		<b>\$2,666,278.90</b>		

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**Exhibit 2**

**Blackline of Amended Assumption List  
to Assumption List Filed on May 11, 2015**

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
ACE Insurance Company	436 Walnut Street, PO Box 1000 Philadelphia, PA 19106-3703	D&O - 2nd Excess (\$10M X \$20M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences.	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
ACL Services Ltd	1550 Alberni Street Vancouver, BC V6G 1A5 Canada	ACL Software License, Maintenance and Support (Customer ID: C015640)	ACL software license, maintenance and support.	11/17/10	\$0.00		NII Holdings, Inc.
ACTIX LIMITED	200 HAMMERSMITH ROAD LONDON, W6 7DL UNITED KINGDOM	Master Agreement	Network engineering tools	11/1/2008	\$0.00		NII Holdings, Inc.
ADOBE SYSTEMS INCORPORATED	ATTN: ASSOCIATE GENERAL COUNSEL 345 PARK AVENUE SAN JOSE, CA 95110	Adobe Purchase Authorization Letter (Agreement ID: 4400234814)	Adobe software and support services	4/20/2011	\$0.00		NII Holdings, Inc.
ADON UNIFIED FACILITY SOLUTIONS	ATTN: YOLANDA TINES 7022 ROGUE FOREST LANE GAINESVILLE, VA 20155	Consulting Services Agreement	Consulting services relating to facilities management	8/1/2014	\$0.00		NII Holdings, Inc.
<a href="#">ADP, LLC</a>	<a href="#">One ADP Boulevard Roseland, New Jersey 07068</a>	<a href="#">ADM WorkforceNow - Major Accounts Agreement</a>	<a href="#">Agreement terms and conditions under which ADP shall provide payroll, tax filing, time and attendance, human resources, self-service benefits administration, talent and other data processing services, including related web hosting services, equipment computer programs, software, and documentation.</a>	<a href="#">5/18/2015</a>	<a href="#">\$79.17</a>		<a href="#">NII Holdings, Inc</a>
AEROTEK, INC.	ATTN: ASSISTANT CONTROLLER 7301 PARKWAY DRIVE HANOVER, MD 21076	Consulting Services Agreement	Temporary staffing services	2/1/2011	\$0.00		NII Holdings, Inc.
AFLAC	1932 Wynnton Road Columbus, GA 31999	Flexible Benefits Plan	NII Holdings, Inc. establishes a Flexible Benefits Plan for its Employees for purposes of providing eligible Employees with the opportunity to choose from among the fringe benefits available under the plan.	4/1/2015	\$0.00		NII Holdings, Inc.
AGCS Marine Insurance	1 Chase Manhattan Plaza, 37th	Transit	Insures property while in transit from	10/31/14 -	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Company	Floor New York, NY 10005		one location to another.	10/31/15			and all subsidiary companies
AGTA GROUP CPA, LLP	ONE MARKET STREET SUITE 201 LEESBURG, VA 20176	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	2/24/2015	\$0.00		NII Holdings, Inc.
ALCATEL LUCENT BRASIL S.A. & <del>ALCATEL LUCENT INTERNATIONAL</del> <a href="#">ALCA TEL-LUCENT INTERNATIONAL</a>	AV. MARGINAL DIRIETA ANCHIETA 400 KM 11.5 JARDIM SANTA CRUZ <a href="#">SAO PAULO</a> , SAO PAULO, 04182-901 BRAZIL <a href="#">and</a> <a href="#">Alcatel-Lucent International 3, avenue Octave Greard 75007 Paris, France</a>	Master Purchase and Software Licensing Agreement	Providing various Deliverables and Services, related to customer accounts and account management	9/22/2011	\$0.00		NII Holdings, Inc.
AMAZON WEB SERVICES	410 TERRY AVENUE NORTH SEATTLE, WA 98109-5210	AWS Enterprise Customer Agreement	IT platform hosting services	7/25/2013	\$12,164.70	30	NII Holdings, Inc.
AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, Inc.	American Express Company, Corporate Services Operations AESC-P 20022 North 31st Ave Mail Code AZ-08-03-11 Phoenix, AZ 85027	Corporate Services Commercial Account Agreement	Corporate card accounts	3/27/2007	\$0.00		NII Holdings, Inc.
AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC.	American Express Company, Corporate Services Operations AESC-P 20022 North 31st Ave Mail Code AZ-08-03-11 Phoenix, AZ 85027	Guarantee of Payment Agreement for Individual Accounts with Limits	Guarantee of individual accounts	8/2/2007	\$0.00		NII Holdings, Inc.
AppDirect, Inc.	AppDirect 650 California St., 25th Floor San Francisco, CA 94108  Attn: Daniel Saks, Co-CEO & President Attn: Tammi Dowiat Copy: General Counsel	Marketplace As a Service Agreement	Makes available an Application Delivery Platform to customers and end users.	4/25/2014	\$0.00		NII Holdings, Inc.
APPLE, INC	Apple, Inc Attention: Tim Cook 1 Infinite Loop	iPhone Agreement	Master agreement with Apple for sales and distribution of Apple products and services	10/4/2013	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Cupertino, California 95104						
APPLE, INC	Apple, Inc Attention: Tim Cook 1 Infinite Loop Cupertino, California 95104	iPhone Contract of Adherence (Brazil)	Contract terms and conditions whereby Nextel Brazil enters into the iPhone Agreement for the territory of Brazil	10/15/2013	\$0.00		NII Holdings, Inc.
APPLE, INC	Apple, Inc Attention: Tim Cook 1 Infinite Loop Cupertino, California 95104	Letter Agreement: "Termination of the Mexico COA and the iPhone Agreement with Respect to Mexico	Letter agreement whereby the Contract of Adherence for Nextel Mexico was cancelled, as were the associated commitments, terms and conditions in the iPhone Agreement for the territory of Mexico.	4/21/2015	\$0.00		NII Holdings, Inc.
Argonaut Insurance Company	101 Hudson Street, Suite 1201 Jersey City, NJ 07302	D&O - 5th Excess (\$10M X \$50M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Aspen	175 Capital Blvd, Suite 30 Rocky Hill, CT 06067	D&O - 9th Excess (\$10M X \$95M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
ASTELLIA INC.	11911 FREEDOM DRIVE SUITE 730 RESTON, VA 20190	Master Purchase Agreement for Software, Equipment, and Related Services	For the acquisition and implementation of software and equipment for a service assurance platform for a wireless network, and for installation, training, maintenance, and other services related to such system.	6/30/2009	\$0.00		NII Holdings, Inc.
AT&T Mobility Holdings B.V.	N/A	Letter (Waiver)	Waives and/or modifies certain obligations, terms and conditions of the Purchase and Sale Agreement	4/30/2015	\$0.00		NIU HOLDINGS LLC
AT&T Mobility Holdings B.V.	N/A	INSTRUMENT OF ASSIGNMENT	Sells, assigns and transfers to AT&T Mobility Holdings B.V. all of Seller's rights, title and interest in and to all of the limited liability company	4/30/2015	\$0.00		NIU HOLDINGS LLC

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
			membership interests (the "Company Parent Interests") of Nextel International (Uruguay) LLC recorded in the name of Seller on the books of Company Parent and does hereby irrevocably constitute and appoint any duly authorized officer of Company Parent as its attorney-in-fact to record and effect such sale, transfer and assignment of the Company Parent Interests on the books of Company Parent with full power of substitution in the premises.				
AT&T Mobility National Accounts, LLC	AT&T Mobility National Accounts, LLC Attn: Offer, Development & Negotiation P.O. Box 97061 Redmond, WA 98073  with fac copy to: AT&T Legal fax#: 908-532-1263	AT&T Corporate Digital Advantage Agreement , Version 9A , (AT&T Customer Location ID: 73399711602)	Providing mobile cellular telecommunications services.	est 3/14/13	\$15,873.58	266	NII Holdings, Inc.
AXA Insurance Company	Colonia-Allee 10-20 51067 Cologne Germany	International Liability (Foreign Package)	Liability arising out of foreign operations.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Berkley Pro	14 Wall Street, Suite 1610 New York, NY 10005	D&O - 7th Excess (\$10M X \$75M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
BOSTON PROPERTIES LIMITED PARTNERSHIP	c/o Boston Properties 901 New York Avenue, N.W., Suite 400 Washington, D.C. 20001 Attn: Regional General Counsel with a copy to: Boston Properties 111 Huntington Avenue, Suite 300 Boston, Massachusetts 02199-7610 Attn: General Counsel	Deed of Lease	Office lease agreement	1/20/2006	<del>\$320.31</del> <u>\$24,486.96</u>	S2019006688	NII Holdings, Inc.
BRIGHTSTAR CORP.	Brightstar Corporation 9725 NW 117th Avenue, Suite 300 Miami, Florida 33178 Attention: Legal Counsel	Master Purchase Agreement for Products and Services	Providing certain wireless products and services	6/10/2013	\$0.00		NII Holdings, Inc.
BURSON MARSTELLER, LLC	ATTN: SHIRLEY HALLETT 222 MERCHANDISE MART PLAZA SUITE 250 CHICAGO, IL 60654	Consulting Services Agreement	Services include, but not be limited to issues counseling. crisis management. corporate positioning. developing consumer marketing solutions, merger and acquisitions communications, healthcare initiatives, government lobbying, and formulating public relations plans.	3/1/2012	\$0.00		NII Holdings, Inc.
CANON FINANCIAL SERVICES	158 GAITHER DRIVE #200 MT LAUREL, NJ 08054	Agreement	Renegotiated copier lease agreements	1/1/2015	\$0.00		NII Holdings, Inc.
CATEN MCGUIRE, LLC / ULTRACOM, LLC	Caten McGuire, LLC Attn: Paul Anuskiewicz 5555 Glenridge Connector, Suite 200 Atlanta, Georgia 30342	Consulting Services Agreement	Various technical and commercial consulting advice and services.	6/10/2008	\$0.00		NII Holdings, Inc.
CERTUS SOFTWARE, INC.	10201 TORRE AVENUE, SUITE 200	Certus Master Services	Various services and software	1/13/2006	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
China Development Bank Corporation	CUPERTINO, CA 95014 Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783 Facsimile No.: +86 (755) 2598 7725 Email: chenana@cdb.com.cn	Agreement Shareholder Undertaking Agreement	Commitment of NII Holdings to maintain direct or indirect ownership of Nextel Brazil	4/20/2012	\$0.00		NII Holdings, Inc.
China Development Bank Corporation	Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783 Facsimile No.: +86 (755) 2598 7725 Email: chenana@cdb.com.cn	Loan Subordination Agreement	Subordination of Intercompany Loans between BZ and its parent entities	12/13/2012	\$0.00		NII Holdings, Inc and NII International Telecom, SCA (Accession Agreement)
China Development Bank Corporation	Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783 Facsimile No.: +86 (755) 2598 7725 Email: chenana@cdb.com.cn	Accession Agreement	Accession of NII International Telecom, SCA to Subordination Agreement	10/22/2013	\$0.00		NII Holdings, Inc and NII International Telecom, SCA (Accession Agreement)
China Development Bank Corporation	Address for Notices: Address: 14th Floor, CITIC Tower, No. 1093 Shennan Zhong Road Shenzhen 518031, Guangdong Province China Attention: Che Nan Telephone No.: +86 (755) 2594 2783	Parent Guaranty	Guaranty of NII Holdings, Inc of certain obligations under the the CDB Credit Agreements in Brazil	9/25/2015	\$0.00		Nii Holdings, Inc

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Facsimile No.: +86 (755) 2598 7725 Email: chenah@cdb.com.cn						
CIGNA <del>HEALTHCARE</del> <del>GROUP</del> HEALTH AND LIFE INSURANCE COMPANY	ATTN: NICOLE JONES, GENERAL COUNSEL 900 COTTAGE GROVE ROAD BLOOMFIELD, CT 6002	Cigna HealthCare Financial Proposal for Nii Holdings, Inc.	Health care benefits renewal for 2015	1/1/2014	\$0.00		NII Holdings, Inc.
COMFONE AG	NUSSBAUMSTRASSE 25 CH-3000 BERN 22 SWITZERLAND	Pricing for Multiple Affiliates Using Comfone Key2roam (Agreement)	Provides pricing when multiple affiliates of NII use Comfone Key2roam services.	5/1/2011	\$0.00		NII Holdings, Inc.
COMPUTAMAPS, S.A.	E. SPACE BAT D. 45 ALLEE DES ORMES SOPHIA ANTIPOLIS, MOUGINS 0.625.0 FRANCE	Data Products End User License Agreement	License to use of geographic data products & documentation	12/3/2010	\$0.00		NII Holdings, Inc.
Comunicaciones Nextel de México, S.A. de C.V.	AT&T Inc. One AT&T Plaza 208 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: Bill Caldwell Fax: (214) 746-2216 Email: wc2842@att.com	AGREEMENT	Obligates Nextel Mexico to perform TSA obligations on behalf of Nextel International Services for Entel Peru through the remainder of the current term expiring August 19, 2015	4/30/2015	\$0.00		Nextel International (Services) Ltd.
Comunicaciones Nextel de México, S.A. de C.V.	AT&T Inc. One AT&T Plaza 208 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: Bill Caldwell Fax: (214) 746-2216 Email: wc2842@att.com	Side Letter - RE: TSA Signatories	Reference is hereby made to (i) the Purchase and Sale Agreement ("Purchase Agreement"), dated January 26, 2015, as amended; (ii) the Transition Services Agreement ("TSA"), dated as of the date hereof; and (iii) the Letter Agreement re: Intelfon Agreement Connectivity Obligation ("Intelfon Connectivity Letter"), dated as of the date hereof. Letter documents terms and conditions associated with handling of transition services and Intelfon obligations upon full execution of related agreements within a defined period.	4/30/2015	\$0.00		NII Holdings, Inc.
Comunicaciones Nextel de México, S.A. de C.V.	N/A	Side letter agreement - RE: Intelfon several	Acknowledgement that liability is several and not jointly	4/30/2015	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
		liability					
Comunicaciones Nextel de México, S.A. de C.V.	N/A	Side letter agreement - RE: Intelfon connectivity obligations	Acknowledgement that NII, Nextel Brazil and Nextel Argentina will maintain connectivity obligations with Intelfon through the end of the Intelfon contract term	4/30/2015	\$0.00		NII Holdings, Inc.
CONCUR TECHNOLOGIES, INC.	ATTN: CHIEF LEGAL OFFICER 18400 N.E. UNION HILL ROAD REDMOND, WA 98052	Business Services Agreement	Hosted platform and services for processing employee business related expenses.	3/5/2012	\$1,548.87	3	NII Holdings, Inc.
CORDIA RECRUITING AND STAFFING	8229 BOONE BLVD. SUITE 300 VIENNA, VA 22182	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	8/18/2014	\$0.00		NII Holdings, Inc.
COUPA SOFTWARE, INC	1855 SOUTH GRANT STREET SAN MATEO, CA 94402	Annual subscription agreement	P2P software	8/26/2014	\$0.00		NII Holdings, Inc.
DATAWATCH SYSTEMS, INC.	4401 EAST WEST HIGHWAY SUITE 500 BETHESDA, MD 20814	System Installation - Monthly Monitoring and Monthly Maintenance Costs	Provides office facility access control and security systems and services	11/19/2014	\$592.24	126	NII Holdings, Inc.
DELOITTE TAX & CONSULTING S.A.R.L.	560, rue de Neudorf L-2220 Luxembourg B.P. 1173 L-1011 Luxembourg	E ngagement Letter for Compliance Services	Defines the terms upon which Vendor will offer Luxembourg direct tax compliance and additional tax services related to the direct tax compliance of the Client.	2/13/2013	\$0.00		NII International Holdings S.a.r.l
DELOITTE TAX & CONSULTING S.A.R.L.	560, rue de Neudorf L-2220 Luxembourg B.P. 1173 L-1011 Luxembourg	E ngagement Letter for Compliance Services	Defines the terms upon which Vendor will offer Luxembourg direct tax compliance and additional tax services related to the direct tax compliance of the Client.	2/13/2013	\$0.00		NII International Telecom S.C.A.
DELOITTE TAX CONSULTING	560, rue de Neudorf L-2220 Luxembourg B.P. 1173 L-1011 Luxembourg	E ngagement Letter for Compliance Services	Defines the terms upon which Vendor will offer Luxembourg direct tax compliance and additional tax services related to the direct tax compliance of the Client.	1/10/2014	\$0.00		NII International Services S.a.r.l

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**NII Holdings, Inc.**

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DELOITTE TAX LLP	1750 Tysons Boulevard Suite 800 McLean, VA 22102-4219 USA	Engagement Letter	General engagement letter to cover services and projects, with any significant projects being documented by a Work Order.	12/18/2013	\$0.00		NII Holdings, Inc.
DELOITTE TAX LLP	1750 Tysons Boulevard Suite 800 McLean, VA 22102-4219 USA	Engagement Letter	In connection with Client's restructuring, which may include a Chapter 11 filing, describes the scope of Deloitte Tax Services, responsibilities of Parties, and the fees associated with such Services. Applies to all the Services provided during period beginning May 1, 2014 through Client's emergence from bankruptcy.	5/6/2014	\$0.00		NII Holdings, Inc.
DELTA DENTAL OF VIRGINIA	ATTN: P.V. (DYKE) DAVIES, II, SENIOR VICE PRESIDENT & COO 4818 STARKEY ROAD ROANOKE, VA 24018-8542	NII Holdings, Inc. Dental Benefits Renewal, Revised September 17, 2014	2015 Dental benefits for NII employees	1/1/2014	\$0.00		NII Holdings, Inc.
EGAIN COMMUNICATIONS CORPORATION	345 E. MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043	Software License and Services Agreement	Software and support services	12/30/2009	\$0.00		NII Holdings, Inc.
ELECTRODATA S.A.C.	AV. GUARDIA CIVIL, SN ISIDRO LIMA, LIMA-12 PERU	Master Purchase Agreement for Technical Deliverables and Related Services	Providing certain IT and network related Deliverables and related Services.	2/2/2011	\$0.00		NII Holdings, Inc.
EMARKETER, INC.	eMarketer, Inc 11 Times Square Floor 14 New York, NY 10036 Attn: Miranda Manganaro	Subscription Agreement Signature Page	Subscription agreement whereby Licensor provides research and analysis on digital marketing and media.	1/1/2015	\$0.00		NII Holdings, Inc.
Empresa Nacional de Telecomunicaciones S.A., NII Mercosur Telecom, S.L., NII Mercosur Móviles, S.L., Entel Inversiones S.A., and JPMorgan Chase Bank, National Association	Nextel del Perú S.A. c/o Empresa Nacional de Telecomunicaciones S.A. Avenida Andrés Bello 2687, 14th Floor Las Condes Santiago, Chile Attention: Sebastián Domínguez Philippi Facsimile No.: +56223606886	Escrow Agreement	Escrow agreement related to Stock Purchase Agreement for NII Holdings operations in the territory of Peru	8/19/2013	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	<p><del>With a copy (which shall not constitute notice) to:</del>  <del>Simpson Thacher &amp; Bartlett LLP</del>  <del>425 Lexington Avenue</del>  <del>New York, NY 10017</del>  <del>Attention: David L. Williams</del>  <del>Facsimile No.: 212-455-2502</del></p> <p><del>If to Escrow Agent:</del>  <del>JPMorgan Chase Bank, N.A.</del>  <del>Escrow Services</del>  <del>1 Chase Manhattan Plaza, 21st Floor</del>  <del>New York, N.Y. 10005, U.S.A.</del>  <del>Fax No.: 212-552-2803</del>  <del>Email: ec.escrow@jpmorgan.com</del></p>						
Endurance Risk Solutions	750 Third Ave New York, NY 10017	Excess Liability - Primary	Provides additional limits of insurance for the underlying liability policies.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Entel Inversiones S.A., Empresa Nacional de Telecomunicaciones S.A., NII Mercosur Telecom, S.L., and NII Mercosur Móviles, S.L.	<p><del>If to either of the Purchasers, to:</del>  <del>Empresa Nacional de Telecomunicaciones S.A.</del>  <del>Avenida Andrés Bello 2687, 14th Floor</del>  <del>Las Condes</del>  <del>Santiago, Chile</del>  <del>Attention: Felipe Ureta Prieto</del>  <del>Carlos Cristián</del>  <del>Maturana</del>  <del>Facsimile No.: +56223606886</del></p>	Stock Purchase Agreement	<del>Purchase and Sale agreement terms and conditions transferring ownership of NII Holdings operations in the territory of Peru</del>	<del>4/4/2013</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>

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**NII Holdings, Inc.**

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Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	<del>with a copy (which shall not constitute notice) to: Simpson Thacher &amp; Bartlett LLP 425 Lexington Avenue New York, NY 10017, U.S.A. Attention: David L. Williams Edward Chung Facsimile No.: 212-455-2502</del>						
ERICSSON, INC.	ATTN: VERGEL CERVANTES 6300 LEGACY DRIVE PLANO, TX 75024	Amended and Restated 3G Master Supply Agreement	Master supply agreement for telecommunications hardware, software and services	2/2/2010	\$1,433,427.71	134	NII Holdings, Inc.
<del>ERNST &amp; YOUNG PRODUCT SALES LLC</del>	<del>ATTN: MICHAEL SORDS, CFO SUITE 1300 925 EUCLID AVENUE CLEVELAND, OH 44115-1476</del>	<del>Advisory Engagement Agreement</del>	<del>Frame agreement to perform professional Advisory (e.g., transformation, business performance improvement, cost reduction, organization restructuring or technology enablement of transformation services) professional services (the "Services") for NII Holdings, Inc. and Subsidiaries.</del>	<del>2/3/2011</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>
<del>ERNST &amp; YOUNG PRODUCT SALES LLC</del>	<del>ATTN: MICHAEL SORDS, CFO SUITE 1300 925 EUCLID AVENUE CLEVELAND, OH 44115-1476</del>	<del>Ernst &amp; Young Letter Agreement</del>	<del>Frame agreement with 5-year term, under which statements of work or Engagements may be executed.</del>	<del>12/14/2010</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>
<del>ERNST &amp; YOUNG PRODUCT SALES LLC</del>	<del>ATTN: MICHAEL SORDS, CFO SUITE 1300 925 EUCLID AVENUE CLEVELAND, OH 44115-1476</del>	<del>Software Licence Agreement</del>	<del>E&amp;Y Shared Services Analyzer ("SSA") Head Office Expense Allocation Tool</del>	<del>12/1/2010</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>
<del>ERNST &amp; YOUNG PRODUCT SALES LLC</del>	<del>ATTN: MICHAEL SORDS, CFO SUITE 1300 925 EUCLID AVENUE</del>	<del>Engagement Agreement —October 22, 2014</del>	<del>New engagement agreement for Fresh Start Accounting and Tax related statements of work, dated 10/22/14</del>	<del>10/22/2014</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	<del>CLEVELAND, OH 44115 1476</del>						
Everest Reinsurance Company	461 Fifth Ave, 20th Fl. New York, NY 10017-6234	D&O - 4th Excess (\$10M X \$40M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
EXCEL ARCHIVES OF VIRGINIA, INC. (IRON MOUNTAIN)	45675 Terminal Drive Sterling, VA 20166	Storage and Service Agreement	Storage and related services	8/11/2004	\$0.00		NII Holdings, Inc.
Factory Mutual Insurance Company	PO Box 7500 Johnston, RI 02919	Commercial Property	Insures against property damage to buildings and contents due to a covered loss. It may also cover business interruption.	10/31/14 - 10/31/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Federal Insurance Company	15 Mountainview Rd Warren, NJ 07059	Domestic (US) Commercial Package	Provides both liability and property insurance coverage.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Federal Insurance Company	16 Mountainview Rd Warren, NJ 07059	Domestic (US) Auto Liability	Insures against financial loss due to legal liability for injuries or property damage by an automobile.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Federal Insurance Company	16 Mountainview Rd Warren, NJ 07059	Domestic (US) Workers Compensation	Part One covers the employer's statutory liabilities under workers compensation laws. Part Two covers liability due to employees' work-related injured that are not statutory.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
Fucata S.A., NII Mercosur Telecom S.L., NII Mercosur Moviles S.L.	Focata S.A. San Martin 323, piso 17 Buenos Aires - C1004AAG Attn: Servio Bartclome Szpolski Gaston Marquovich WITH A COPY (which will not constitute notice) TO: Cabanellas * Etchebarne * Kelly San Martin 323, piso 17 Buenos Aires - C1004AAG Attn: Marcelo Etchebarne Martin Mittelman	Share Purchase Agreement	Share purchase agreement for transfer of NII operation in the territory of Chile	8/14/2014	\$0.00	S20190069 53	NII International Telecom S.C.A.
GAMELOFT ARGENTINA	Gameloft Attn: Business Management Suipacha 664 Piso 4 Capital Federal C1008AAN Argentina	Wireless Content Supply Agreement	Provides terms and conditions for providing/distributing content to End Users through NII Affiliates	12/5/2008	\$0.00		NII Holdings, Inc.
GBT US LLC d/b/a AS AMERICAN EXPRESS GLOBAL BUSINESS TRAVEL	GBT US LLC d/b/a AS AMERICAN EXPRESS GLOBAL BUSINESS TRAVEL Three World Financial Center Attn: General Counsel's Office - Global Business Travel 200 Vesey Street New York, New York 10285	Letter Agreement - Global Business travel	Terms and conditions for travel agency services	11/26/2014	\$0.00		NII Holdings, Inc.
GEMALTO, INC.	ATTN: GENERAL COUNSEL 9442 CAPITAL OF TEXAS HIGHWAY NORTH SUITE 2-400 AUSTIN, TX 78759	Master Purchase Agreement	Provides SIM cards and related products.	4/10/2007	\$0.00		NII Holdings, Inc.
GENERATION 6 TECHNOLOGIES, LLC	7820B WORMANS MILL ROAD SUITE 101 FREDERICK, MD 21701	Contract - IT Infrastructure Services Support Agreement	IT infrastructure services and support (on-site and remote).	4/1/2015	\$1,000.00	S20190066 75	NII Holdings, Inc.
GLOBAL CROSSING TELECOMMUNICATIONS, INC.	ATTENTION: SR VP, NORTH AMERICAN CARRIER SERVICES	Master Services Agreement	Contains the general terms and conditions for the provision of Services	11/3/2010	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	225 KENNETH DRIVE ROCHESTER, NY 14623		by Global Crossing to Customer and Customer Affiliates.				
GNAN SOLUTIONS, INC.	673 POTOMAC STATION DRIVE SUITE 727 LEESBURG, VA 20176	Assignment and Amendment Agreement	Assignment Assumption and extension of term Amendment for IT consulting services agreement and statement of work back to NII Holdings	12/13/2013	\$0.00		NII Holdings, Inc.
<a href="#">Gokul Hemmady</a>	<a href="#">Address on file.</a>	<a href="#">Long-term International Assignment Agreement</a>	<a href="#">Sets forth the mutual understanding, terms and conditions between NII Holdings and employee related to a long-term international assignment from NII Holdings to Nextel Brazil.</a>	<a href="#">6/27/2013</a>	<a href="#">\$0.00</a>		<a href="#">NII Holdings, Inc.</a>
GOOGLE, INC	Google, Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043	Google Apps Enterprise Agreement	Enterprise agreement for NII and Affiliates, covering Customer's access to and use of the Services.	9/12/2012	\$0.00		NII Holdings, Inc.
GOOGLE, INC	Google, Inc. 1600 Amphitheatre Parkway Mountain View, CA 94043	Google Customer Adoption and Acceleration Program agreement	Customer adoptions assistance program terms and conditions for the benefit of Customer, crediting up to \$25k in future services.	3/31/2015	\$0.00		NII Holdings, Inc.
Great American Insurance Company	301 E 4th St. Cincinnati, OH 45202-4201	Excess Liability - Primary	Provides additional limits of insurance for the underlying liability policies.	9/1/14 - 9/1/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
HEALTH ADVOCATE, INC.	ATTN: DAVID S. ROCCHINO, E.V.P. AND CHIEF SALES OFFICER 3043 WALTON ROAD SUITE 150 PLYMOUTH MEETING PA 19462	Plan Sponsor Agreement	Provide administrative and informational services to families of NII employees	12/1/2013	\$0.00		NII Holdings, Inc.
HEWLETT PACKARD COMPANY	5400 LEGACY DRIVE PLANO, TX 75024	Master Outsourcing Agreement	Provider to perform the outsourced managed services	2/12/2010	\$2,791.60	24	NII Holdings, Inc.
HEWLETT PACKARD COMPANY	5400 LEGACY DRIVE PLANO, TX 75024	HP Single Order Terms for Software (HP Unlimited with a Fence Licensing Schedule)	Software licenses and support services	3/28/2011	\$0.00		NII Holdings, Inc.
HUAWEI DO BRASIL TELECOMUNICACOES LTD / HUAWEI SERVICOS DO BRASIL	ATTN: JASON ZHAO YUNING PRACA PROFESSOR JOSE LANNES, 40-11 ANDAR	Master Supply Agreement	Master supply agreement for telecommunications infrastructure hardware, software and services	2/4/2011	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
LTDA., / HUAWEI GESTAO E SERVICOS DE TELECOMUNICACOES DO BRASIL LTDA.	BROOKLIN NOVO SAO PAULO, SP CEP 04571-100 BRAZIL						
IDEO LP	150 Forest Avenue Palo Alto, CA 94301	Workshop Agreement	IT design workshop series	3/13/2015	\$0.00		NII Holdings, Inc.
IDEO LP	150 Forest Avenue Palo Alto, CA 94301	Workshop Agreement (#2)	IT design workshop series (#2)	4/28/2015	\$0.00		NII Holdings, Inc.
IGLOO, INC.	ATTN: DANIEL KUBE, VP, SALES AND BUSINESS DEVELOPMENT 22 FREDERICK STREET 6TH FLOOR KITCHENER ON N2H 6M6 CANADA	Exhibit C - Nii Holdings, Inc.: Sales Contract	Annual license & support fees for internal web platform	1/1/2015	\$17,515.62	47	NII Holdings, Inc.
INFORMATICA CORPORATION	ATTN: LEGAL DEPARTMENT 100 CARDINAL WAY REDWOOD CITY ,CA 94063	License to Use Informatica Software	Software license and support agreement	12/21/2010	\$0.00		NII Holdings, Inc.
INPHOMATCH, INC. (SYBASE 365 LLC)	Sybase 365, LLC Attn: General Counsel One Sybase Drive Dublin, CA 94568	Interoperability Short Message Services Agreement	Provides the terms and conditions for providing SMS and other services to Customer and its end users.	5/24/2004	\$0.00		NII Holdings, Inc.
INTEC BILLING, INC.	301 PERIMETER CENTER NORTH SUITE 200 ATLANTA, GA 30346	Master Software Licence and Services Agreement	Software license and support agreement	9/16/2011	\$0.00		NII Holdings, Inc.
<a href="#">Intelfon, S.A. de C.V.</a>	<a href="#">Alameda Roosevelt y 63 Avenida Sur Centro Financiero Gigante Torre RED, Nivel 12 San Salvador, El Salvador Centro America</a>	<a href="#">International Roaming and Dispatch Interconnection Agreement</a>	<a href="#">Establishes terms and conditions under which parties their affiliates shall operate for international iDEN roaming and dispatch interconnection.</a>	<a href="#">6/17/2010</a>	<a href="#">\$0.00</a>		<a href="#">NII Holdings, Inc.</a>
INTRALINKS, INC.	ATTN: GENERAL COUNSEL 1 150 E 42ND STREET NEW YORK, NY 10017	Agreement for Intralinks Service (various)	Use of hosted platform services, Contract/Warehouse Numbers: 1326302, 1443702, 1941765, 1941885, 1959105, 2040625, 2086415, 1878292, 2141092,	Respectively: 10/8/2012, 6/19/2013, 4/9/2014,	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
			2212882, 2326385	4/9/2014, 4/23/2014, 5/20/2014, 6/10/2014, 9/30/2014, 12/11/2014, 1/12/2015, 3/20/2015			
Ironshore Indemnity Inc.	One State Street Plaza, 8th Fl. New York, NY 10004	D&O - 10th Excess (\$15M X \$105M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
JINNY SOFTWARE LIMITED	ATTN: CHIEF COMMERCIAL OFFICER 20 NORTH ANNE STREET DUBLIN 7 IRELAND	Master Purchase Agreement for Technical Deliverables and Related Services	Telecommunications related hardware, software and services.	6/27/2012	\$0.00		NII Holdings, Inc.
JOSE MIGUEL PORTO	Calle Recuerdos No. 240, Dpto. 201 Chacarilla, San Borja, Lima, Peru Attn: Jose Miguel Porto	Consulting Services Agreement	Consulting services as ordered on statements of work (legal related).	8/26/2013	\$0.00		NII Holdings, Inc.
KABOOM LATAM INC.	Kaboom Latam Inc. Attn: William Woods Plaza 2000, Calle 50, Apartado Postal 0816-01098 Panama, Republica de Panama	Wireless Content Supply Agreement	Provides the terms under which Carrier, through Affiliates, will make available to End Users the Vendor Content.	6/18/2010	\$0.00		NII Holdings, Inc.
KELLY SERVICES	950 Herndon Parkway, #150 Herndon, Virginia 20170 Attn> Marybeth Mellin	Consulting Services Agreement	Consulting services as ordered on statements of work (general).	1/17/2012	\$0.00		NII Holdings, Inc.
KPMG LLP	1676 International Drive McLean, VA 22102	Engagement Letter (2015 US-Only)	Integrated Audit Services - describes statement of services, terms and	5/5/2015	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
			conditions for the agreement to perform an audit of NII's Consolidated financial statements and an audit of its internal control over financial reporting (collectively, the Integrated Audit).				
KPMG LLP	1676 International Drive McLean, VA 22102	Engagement Letter (2014 US-Only)	Integrated Audit Services - describes statement of services, terms and conditions for the agreement to perform an audit of NII's Consolidated financial statements and an audit of its internal control over financial reporting (collectively, the Integrated Audit).	10/1/2014	\$0.00		NII Holdings, Inc.
KPMG Luxembourg S.a.r.l.	1676 International Drive McLean, VA 22102	Engagement Letter (2014 Lux-Only)	Integrated Audit Services - describes statement of services, terms and conditions for the agreement to perform a statutory audit of the annual accounts of the Company for the year ending December 31, 2014	10/14/2014	\$0.00		NII International Telecom S.C.A.
L.A. MULCAHY CONSULTING, LLC	904 N. Emerson St. Arlington, VA 22205 Attn: Liz Mulcahy	Consulting Services Agreement	Consulting services as ordered on statements of work (tax related).	3/1/2015	\$0.00		NII Holdings, Inc.
Liberty Insurance Corp.	175 Berkeley St. Boston, MA 02117	Excess Liability - Primary	Provides additional limits of insurance for the underlying liability policies.	9/1/14 - 9/1/15	\$0.00	8	NII Holdings, Inc. and all subsidiary companies
Lloyd's of London	69 Mansell Street London E1 8AN, England	Excess Terrorism	Excess coverage that protects against potential losses and liabilities that may occur due to terrorist activities.	10/31/14 - 10/31/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
MICROSOFT CORPORATION	ATTN: LEGAL AND CORPORATE AFFAIRS ONE MICROSOFT WAY REDMOND, WA 98052	MicroSoft Enterprise Agreement	Enterprise-wide volume license agreement	11/1/2010	\$2,685.21	S20190066 65	NII Holdings, Inc.
MICROSOFT CORPORATION	ATTN: LEGAL AND CORPORATE AFFAIRS ONE MICROSOFT WAY REDMOND, WA 98052	Enterprise Enrollment Amendment ID B21	Pricing and terms associated with Enterprise Agreement	11/16/2010	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
MICROSOFT CORPORATION	ATTN: LEGAL AND CORPORATE AFFAIRS ONE MICROSOFT WAY REDMOND, WA 98052	Microsoft Mobile Business and Services Framework Agreement	Master framework agreement - The Mobile Business and Services Program allow service providers and business customers to (a) obtain Microsoft Support Services and/or (b) gain access to certain Microsoft Services for purposes of making these Microsoft Services available to their customers.	9/30/2010	\$0.00		NII Holdings, Inc.
MICROSTRATEGY SERVICES CORPORATION	1861 INTERNATIONAL DRIVE MCLEAN, VA 22102	Software License Agreement	Software license terms and conditions.	6/30/2010	\$0.00		NII Holdings, Inc.
MICROSTRATEGY SERVICES CORPORATION	1861 INTERNATIONAL DRIVE MCLEAN, VA 22102	Price Quotation and Purchase Agreement (178219)	Master agreement with additional terms and conditions, which also pulls-in prior purchase/licenses through Affiliates.	12/21/2010	\$0.00		NII Holdings, Inc.
MOJAVE NETWORKS, INC.	Chief Financial Officer Betty Kayton Mojave Networks, Inc. 4 W 4th Avenue, Suite 300 San Mateo, CA 94402	Hosted Applications Distribution Agreement	An agreement to provide the terms under which Supplier, NII and the NII Affiliate Signatories, will make subscriptions to the Hosted Application available in the Market	5/16/2014	\$0.00		NII Holdings, Inc.
MOTOROLA (MOTO-MOBILITY)	800 West Sunrise Blvd Fort Lauderdale, FL 33322	Subscriber Unit Purchase Agreement for NII Holdings Inc.	Provides terms and conditions for sales, service and support of Motorola subscriber products for distribution outside of the United States.	1/1/2005	\$0.00		NII Holdings, Inc.
MOTOROLA (MOTO-MOBILITY)	800 West Sunrise Blvd Fort Lauderdale, FL 33322	Trademark Indemnification Agreement	Terms and conditions for trademark indemnifications for Products under the Subscriber Unit Purchase Agreement	5/7/2010	\$0.00	155	NII Holdings, Inc.
MOTOROLA SOLUTIONS, INC.	Motorola Solutions, Inc. Network Solutions Sector Customer Solutions Group North American Region 1301 East Algonquin Road Schaumburg, Illinois USA 60196 Attn: Vice President and Director iDEN North American Operations AND COPY TO: Motorola Solutions, Inc. Network Solutions Sector	IDEN Infrastructure Equipment Supply Agreement (Argentina)	Master infrastructure supply agreement to provide hardware, software and services in the territory of Argentina.	6/30/2000	\$116,666.67	156	NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Customer Commercial Relations North American Region 1301 East Algonquin Road Schaumburg, Illinois 60196 Attn: Director, Contracts and Regulatory						
MOTOROLA SOLUTIONS, INC.	Motorola Solutions, Inc. Network Solutions Sector Customer Solutions Group North American Region 1301 East Algonquin Road Schaumburg, Illinois USA 60196 Attn: Vice President and Director iDEN North American Operations AND COPY TO: Motorola Solutions, Inc. Network Solutions Sector Customer Commercial Relations North American Region 1301 East Algonquin Road Schaumburg, Illinois 60196 Attn: Director, Contracts and Regulatory	IDEN Infrastructure Equipment Supply Agreement (Brazil)	Master infrastructure supply agreement to provide hardware, software and services in the territory of Brazil.	6/30/2000	\$0.00		NII Holdings, Inc.
MOVIUS INTERACTIVE CORPORATION	11360 Lakefield Drive Johns Creek, Georgia 30097 Attn: Legal Dept	Master Purchase Agreement	Provides terms and conditions for sales, service and support of certain proprietary hardware and software products.	9/14/2011	\$0.00		NII Holdings, Inc.
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	Directors & Officers (D&O) - Lead (\$10M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00	12	NII Holdings, Inc. and all subsidiary companies

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	D&O - 6th Excess (\$15M X \$60M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	D&O - 11th Excess (\$5M X \$120M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	Fiduciary Liability	Protects against the personal liability imposed upon directors, officers, and employees who oversee pension and other benefit plans, and the company that sponsor such plans.	10/30/14 - 10/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
National Union Fire Insurance Company of Pittsburgh, PA	32 Old Slip, Financial Square New York, NY 10005	Employment Practices Liability	Liability due to wrongful acts resulting from the employment process (ex: wrongful termination, discrimination, sexual harassment, and retaliation)	10/30/14 - 10/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
NETSCOUT SYSTEMS, INC.	310 LITTLETON ROAD WESTFORD, MA 1826	Master Purchase and License Agreement	Terms and conditions under which NetScout provides integrated network and application performance management solutions and related services	11/8/2013	\$0.00		NII Holdings, Inc.
New Cingular Wireless Services, Inc. and Citibank, N.A.	If to Purchaser: AT&T One AT&T Plaza 205 South Akard Street, Room 2713 Dallas, Texas 75202 Attention: Sherri Bazan, CPA Fax: (214) 746-2277 Email: sb2038@att.com with copies (which shall not constitute notice) to: AT&T	ESCROW AGREEMENT	Escrow agreement associated with the Sale & Purchase Agreement for NII's operations in the territory of Mexico.	1/26/2015	\$0.00		NIU Holding LLC

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	<p>One AT&amp;T Plaza 205 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: John O'Connor, Senior Vice President and Assistant General Counsel Bill Caldwell, General Attorney Fax: (214) 746-2216 Email: JO8009@att.com Wc2842@att.com</p> <p>with additional copies (which shall not constitute notice) to: Sergio J. Galvis Werner F. Ahlers Sullivan &amp; Cromwell LLP 125 Broad Street New York, New York 10004 fax: (212) 757-3990 Email: Galviss@sullcrom.com, Ahlersw@sullcrom.com</p> <p>if to the Escrow Agent: Citibank, N.A. Agency &amp; Trust 388 Greenwich Street, 14th Floor New York, NY 10013 Attn.: Mary Ellen Connolly Phone: (201) 763-1884 Facsimile: (973) 461-7191 or (973) 461-7192 E-mail: mary.e.connolly@citi.com</p> <p>with a copy to (if sent by personal delivery, overnight courier or registered or certified mail): Citibank, N.A. Agency &amp; Trust 480 Washington Blvd. 18th Floor Jersey City, NJ 07310 Attn: Mary Ellen Connolly</p>						

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
New Cingular Wireless Services, Inc., and AT&T Mobility Holdings B.V.	AT&T Inc. One AT&T Plaza 208 South Akard Street, Suite 3702 Dallas, Texas 75202 Attention: D. Wayne Watts Fax.: (214) 746-2103 Email: wayne.watts@att.com With a copy (which will not constitute notice) to: Sullivan & Cromwell LLP 125 Broad Street New York, New York 10004 Attention: Sergio J. Galvis Werner F. Ahlers Fax.: (212) 558-3588 Email: galviss@sullcrom.com ahlersw@sullcrom.com	ASSIGNMENT AND ASSUMPTION AGREEMENT	Assignment of the Purchase Agreement from New Cingular Wireless Services, Inc. to AT&T Mobiliy Holdings B.V., acknowledged by NIU Holdings LLC	3/24/2015	\$0.00		NIU HOLDINGS LLC
New Cingular Wireless Services, Inc., NIHD TELECOM HOLDINGS B.V., NIU HOLDINGS LLC, Nextel International (Uruguay) LLC, and the Seller Guarantors	AT&T Inc. One AT&T Plaza 208 South Akard Street, Suite 3702 Dallas, Texas 75202 Attention: D. Wayne Watts Fax.: (214) 746-2103 Email: wayne.watts@att.com With a copy (which will not constitute notice) to: Sullivan & Cromwell LLP 125 Broad Street New York, New York 10004 Attention: Sergio J. Galvis Werner F. Ahlers Fax.: (212) 558-3588 Email: galviss@sullcrom.com ahlersw@sullcrom.com	Purchase and Sale Agreement	Purchase and Sale agreement transferring ownership of NII Holdings operations in the territory of Mexico	1/26/2015	\$0.00		NII Holdings, Inc. NII Capital Corp. NII International Telecom S.C.A. NII International Holdings S.a.r.l. Nextel International (Uruguay), LLC NIU Holdings LLC
New Cingular Wireless Services, Inc.,	If to Purchaser: AT&T	ASSIGNMENT AND ASSUMPTION	Escrow Agreement assignment	3/24/2015	\$0.00		NIU HOLDINGS LLC

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
AT&T Mobility Holdings B.V., and Citibank, N.A.	<p>One AT&amp;T Plaza 205 South Akard Street, Room 2713 Dallas, Texas 75202 Attention: Sherri Bazan, CPA Fax: (214) 746-2277 Email: sb2038@att.com with copies (which shall not constitute notice) to: AT&amp;T One AT&amp;T Plaza 205 South Akard Street, 32nd Floor Dallas, Texas 75202 Attention: John O'Connor, Senior Vice President and Assistant General Counsel Bill Caldwell, General Attorney Fax: (214) 746-2216 Email: JO8009@att.com Wc2842@att.com with additional copies (which shall not constitute notice) to: Sergio J. Galvis Werner F. Ahlers Sullivan &amp; Cromwell LLP 125 Broad Street New York, New York 10004 fax: (212) 757-3990 Email: Galviss@sullcrom.com, Ahlersw@sullcrom.com</p> <p>if to the Escrow Agent: Citibank, N.A. Agency &amp; Trust 388 Greenwich Street, 14th Floor New York, NY 10013 Attn.: Mary Ellen Connolly Phone: (201) 763-1884 Facsimile: (973) 461-7191 or (973) 461-7192 E-mail: mary.e.connolly@citi.com with a copy to (if sent by personal delivery, overnight courier or registered or certified mail):</p>	AGREEMENT					

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Citibank, N.A. Agency & Trust 480 Washington Blvd. 18th Floor Jersey City, NJ 07310 Attn: Mary Ellen Connolly						
<del>NEXIUS SOLUTIONS INC.</del>	<del>Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190</del>	<del>Consulting Services Agreement</del>	<del>Consulting services agreement (Eduardo Bolivar Gaytan)</del>	<del>4/25/2015</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Mario David Medina Arzate)	4/25/2015	\$0.00		NII Holdings, Inc.
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Arturo Barraza LopeZ)	4/25/2015	\$0.00		NII Holdings, Inc.
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Julio Cesar Martinez Sanchez)	4/25/2015	\$0.00		NII Holdings, Inc.
NEXIUS SOLUTIONS INC.	Attn: Legal 11951 Freedom Drive 13th Floor Reston, Virginia 20190	Consulting Services Agreement	Consulting services agreement (Juan Manuel Moreno Barrios)	5/13/2015	\$0.00		NII Holdings, Inc.
NEXTEL COMMUNICATIONS, INC.	ATTN: VICE PRESIDENT, INTELLECTUAL PROPERTY 6450 SPRINT PARKWAY KSOPHN0312 - 3A223 OVERLAND PARK, KS 66251	FOURTH AMENDED AND RESTATED TRADEMARK LICENSE AGREEMENT	Amended and restated trademark agreement (Nextel)	7/27/2011	\$0.00		NII Holdings, Inc.
Nextel de México, S.A. de	Comunicaciones Nextel de Mexico	Transition Services	Multi-party transition services	4/30/2015	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
C.V., Nextel Communications Argentina S.R.L., and Nextel Telecomunicações Ltda.	<p>S.A. de C.V. c/o NER Holdings Montes Urales 460 Distrito Federal, DF 11000, Mexico Attention: Rafael Espeleta Tejada, Vice President – Planning and Supply Chain Fax no.: +52 55 51094492 E-mail address: re223u@att.com</p> <p>With a copy (which will not constitute notice) to: AT&amp;T Inc. One AT&amp;T Plaza 208 S. Akard Dallas, TX 75202 Attention: Bill Caldwell, General Attorney – Mergers &amp; Acquisitions Fax no.: (214) 746-2216 E-mail address: wc2842@att.com</p>	Agreement	agreement				
Nextel del Perú S.A.	<p>If to the Customer, to: Nextel del Perú S.A. c/o Empresa Nacional de Telecomunicaciones S.A. Avenida Andrés Bello 2687, 14th Floor Las Condes Santiago, Chile Attention: Sebastián Dominguez Philippi Facsimile No.: +56223606886 With a copy (which shall not constitute notice) to: Simpson Thacher &amp; Bartlett LLP 425 Lexington Avenue New York, NY 10017 Attention: David L. Williams Edward Chung Facsimile No.: 212-455-2502</p>	Transition Services Agreement	Transition services agreement associated with sale of Nextel Peru to Entel, enabling ongoing operations.	8/19/2013	\$0.00		Nextel International (Services) Ltd.
NII TELECOM, S. de R.L. de C.V. & NEXTEL DEL PERU	NII Telecom, S de R.L. d C.V. Paseo de los Tamarindos #90	Qualified Operator Services Agreement	Intercompany operating agreement extending services to Nextel del Peru	6/5/2013	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
S.A.	Piso 29 Colonia Bosques de las Lomas Delegacion Cuajimalpa Mexico, D.F. 05120 Attn: General Counsel  Nextel del Peru Republica de Colombia No. 791 Piso 19 San Isidro Lima 27 Peru Attn: General Counsel		S.A.				
NII TELECOM, S. de R.L. de C.V. ("LICENSEE") & NEXTEL TELECOMUNICACOES LTDA. ("NEXTEL BRAZIL")	NII Telecom, S de R.L. d C.V. Paseo de los Tamarindos #90 Piso 29 Colonia Bosques de las Lomas Delegacion Cuajimalpa Mexico, D.F. 05120 Attn: General Counsel  Nextel Telecomunicacoes Ltda. Avenida das Nacoes Unidas, 14.171 04795-100 Sao Paulo Brazil Attn: General Counsel	Qualified Operator Services Agreement	Intercompany operating agreement extending services Between NII Telecom, S. de R.L. de C.V. ("Licensee"), NII Holdings, Inc. ("NII") and Nextel Telecomunicoes Ltda.	4/10/2015	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
NOKIA SIEMENS NETWORKS, OY	Mr. Gustavo Campos Business Management - Latin America 575 Herndon Parkway, Suite 200 Herndon, VA 20170  copy to: Legal and Compliance Affairs Guillermo Gonzalez Camarena No. 1200, 15th Floor Col. Lomas de Santa Fe, C.p. 01210, Mexico, D.F.	Master Supply Agreement	Master supply agreement for telecommunications hardware, software and services	11/23/2010	\$0.00		NII Holdings, Inc.
OFFICE MOVERS, INC	Office Movers, Inc. 6500 Kane Way Suite A Elkridge, MD 21075  cc to: The Kane Company 6500 Kane Way Elkridge, MD 21075	Contract for Services	Office moving and relocation services.	8/8/2014	\$0.00		NII Holdings, Inc.
OFFIX	13535 WELLINGTON CENTER CIRCLE SUITE 107 GAINESVILLE, VA 20155	Maintenance Order	Copier maintenance & support	11/11/2014	\$0.00		NII Holdings, Inc.
OMNIPOINT, LLC	3111 WEST DR. MLK JR. BLVD. SUITE 100 TAMPA ,FL 33607	Consulting Agreement	Consultant shall provide consulting services to Company as set forth under the terms and conditions of this agreement and any duly authorized statement of work.	7/31/2012	\$0.00		NII Holdings, Inc.
OPENWAVE SYSTEMS	ATTN: GENERAL COUNSEL 2100 SEAPORT BLVD REDWOOD, CITY, CA 94063	Communications Service Provider Agreement (No. 001108)	Original master agreement - Argentina, to license software to host a service that can be accessed by a Qualified Operator's Subscribers	3/31/2003	\$0.00		NII Holdings, Inc.

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

**NII Holdings, Inc.**  
**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
OPENWAVE SYSTEMS	ATTN: GENERAL COUNSEL 2100 SEAPORT BLVD REDWOOD, CITY, CA 94063	Communications Service Provider Agreement (No. 01099)	Original master agreement - Argentina, to license software to host a service that can be accessed by a Qualified Operator's Subscribers	1/10/2003	\$0.00		NII Holdings, Inc.
OPERA SOFTWARE ASA	WALDEMAR THRANES GATE 98 OSLO 175 NORWAY	Software Development and License Agreement	Provides the general framework, terms and conditions to develop and utilize a modified version of the Opera Browser that will be compatible with Motorola iDEN devices.	1/15/2010	\$0.00		NII Holdings, Inc.
ORACLE AMERICA, INC.	500 ORACLE PARKWAY REDWOOD SHORES, CA 94065	Oracle License and Services Agreement	Provides terms and conditions for licenses and services provided by Oracle and authorized distributors	4/21/2010	\$393,216.61	121	NII Holdings, Inc.
ORACLE AMERICA, INC.	500 ORACLE PARKWAY REDWOOD SHORES, CA 94065	Oracle Cloud Services Agreement	Terms and conditions for providing cloud services as specified in Orders placed.	5/30/2014	<del>\$0.00</del> <a href="#">71,661.54</a>		NII Holdings, Inc.
PayFlex Systems USA, Inc.	10802 Farnam Drive, Suite 100 Omaha, Nebraska 68154	NII Holdings, Inc - Flexible Benefit Plan	Flexible benefits plan services and administration (Plan No. 501)	01/01/07	\$0.00		NII Holdings, Inc.
PAYFLEX SYSTEMS USA, INC.	10802 Farnam Drive, Suite 100 Omaha, Nebraska 68154	Administrative Services Agreement for Cobra Administration	Administrative services agreement for COBRA	1/1/2010	\$0.00		NII Holdings, Inc.
PINNACLE COMPANIES STAFFING, INC.	1420 SPRING HILL ROAD SUITE 600 MCLEAN, VA 22102	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	2/10/2015	\$0.00		NII Holdings, Inc.
PITNEY BOWES SOFTWARE LATIN AMERICA INC.	4200 PARLIAMENT PLACE SUITE 600 LANHAM, MD 20706	Master Purchase Agreement for Technical Deliverables and Related Services	Terms and conditions under which Supplier provides various Deliverables and related Services.	9/30/2011	\$0.00		NII Holdings, Inc.
QUALCOMM TECHNOLOGIES, INC.	ATTN: PRESIDENT, QIS 5775 MOREHOUSE DRIVE SAN DIEGO, CA 92121	QCHAT® OPERATOR LICENSE AGREEMENT	Provides the master license, terms and conditions associated with operation of the QChat PTT platform, and provides for Affiliates to become Operator under the Agreement for their respective territories	9/10/2009	\$0.00		NII Holdings, Inc.
<a href="#">Radiomovil Dipsa, S.A. de C.V. Telcel</a>	<a href="#">Lago Zurich #245 Edificio Telcel, Piso 15 Col. Ampliacion Granada, Del. Miguel Hidalgo Mexico D.F. 11529</a>	<a href="#">International Roaming Agreement</a>	<a href="#">International roaming agreement establishes terms and conditions under which parties their affiliates shall operate for GSM roaming.</a>	<a href="#">5/10/13 and 5/23/13</a>	<a href="#">\$0.00</a>		<a href="#">NII Holdings, Inc.</a>

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
RANDSTAD NORTH AMERICA LP	PO BOX 742689 ATLANTA, GA 30374-2689	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	6/9/2014	\$0.00		NII Holdings, Inc.
<a href="#">Sana Khan</a>	<a href="#">Address on file</a>	<a href="#">Long-term International Assignment Agreement</a>	<a href="#">Sets forth the mutual understanding, terms and conditions between NII Holdings and employee related to a long-term international assignment from NII Holdings to Nextel Brazil.</a>	<a href="#">6/13/2012</a>	<a href="#">\$0.00</a>		<a href="#">NII Holdings, Inc.</a>
<a href="#">Shamim Khan</a>	<a href="#">Address on file</a>	<a href="#">Long-term International Assignment Agreement</a>	<a href="#">Sets forth the mutual understanding, terms and conditions between NII Holdings and employee related to a long-term international assignment from NII Holdings to Nextel Brazil.</a>	<a href="#">11/22/2013</a>	<a href="#">\$0.00</a>		<a href="#">NII Holdings, Inc.</a>
SAHARI PROFESSIONAL SERVICES LLC	10951 WILD GINGER CIRCLE #301 MANASSAS, VA 20109	Staffing Agreement	Provide the temporary services of financial services professionals (Contractors) as requested/ordered.	8/11/2014	\$0.00		NII Holdings, Inc.
<del>SMARTTRUST AB</del>	<del>Giesecke &amp; Devrient 3S AB Server Software and Services Fredsborgsgatan 24, 6th floor Box 47154, SE-100 74 Stockholm, Sweden Attn: Legal Department (Magnus Toll) &amp; John O'Malley Senior Vice President Mobile Network Operator (MNO) Giesecke &amp; Devrient America Inc., 45925 Horseshoe Drive Dulles, VA 20166, USA</del>	<del>Master Services Agreement for Over-the-Air Services</del>	<del>Hosted platform and services for over-the-air device management and control. Provide personnel, expertise and the professional, technical and project management services.</del>	<del>10/22/2009</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Michael Carr)	8/1/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Igor Stranisavljev)	8/1/2014	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Viankatesh Shangbhag)	4/1/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520	Consulting Services Agreement	Consulting services agreement (Brian Pitchford)	10/15/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 Attn: Andrew DeGuzman	Consulting Services Agreement	Consulting services agreement (John Causey)	8/1/2014	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 Attn: Andrew DeGuzman	Consulting Services Agreement	Consulting services agreement (M. Nouri)	07/26/13	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 copy to: Juan Manuel Gallegos P.O. Box 194 Oakton, VA 22124	Consulting Services Agreement	Consulting services agreement (J M Gallegos)	09/26/12	\$0.00		NII Holdings, Inc.
SOLO W2, Inc.	1335 Willow Way, Ste 244 Concord, CA 94520 copy to: Victor Acuna 23156 Blackhorn Sq Sterling, VA	Consulting Services Agreement	Consulting services agreement (V. Acuna)	10/15/12	\$0.00		NII Holdings, Inc.
SPRINT SPECTRUM L.P.	ATTN: MR. RICH YOUNG 6550 SPRINT PARKWAY MAILSTOP: KSOPHR 0206 - 2C653 OVERLAND PARK, KS 66251	International Push-To-Talk (PTT) Interconnection Agreement	PTT interop or interconnect agreement sets out the terms and conditions to enable the delivery of PTT traffic from one Party's network bound to the other Party's network for the mutual benefit of each Party	6/30/2013	\$0.00	219	NII Holdings, Inc.
SUBEX, INC.	ATTN: GREG LENEVEU 12101 AIRPORT WAY SUITE 300 BROOMFIELD, CO 80021	Master Purchase Agreement for Technical Deliverables and Related Services	Provides the terms under which Deliverables and related Services (revenue assurance software and related services) will be provided to Customer and Affiliates, as described in a statement of work.	7/27/2012	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
SUNGARD TREASURY SYSTEMS INC.	ATTN: LEGAL 340 MADISON AVENUE FLOORS 6,7,8 NEW YORK, NY 10173	License and Service Agreement	Provides the terms under which Deliverables and related Services (Treasury systems and services) will be provided to Customer and Affiliates, as described in a statement of work.	6/30/2005	\$0.00		NII Holdings, Inc.
<del>SUPERIOR COMMUNICATIONS, INC.</del>	<del>ATTN: MARK VEALS 5027 IRWINDALE AVE. SUITE 900 IRWINDALE, CA 91706</del>	<del>Master Purchase Agreement for Subscriber Products and Related Services</del>	<del>Master agreement for device accessories to which NII Affiliates can become a party.</del>	<del>12/28/2012</del>	<del>\$27,262.44</del>	<del>91</del>	<del>NII Holdings, Inc.</del>
TATA AMERICA INTERNATIONAL CORPORATION	ATTN: SVP AND GENERAL COUNSEL 101 PARK AVE 26TH FLOOR NEW YORK, NY 10178	Master Supply and Technical Services Agreement	Provides the terms and conditions for providing the consulting and technical services and created the Deliverables specified in statements of work.	5/31/2010	\$557,670.77	115, 119, & 198	NII Holdings, Inc.
<del>TEKsystems, Inc.</del>	<del>7437 Race Road Hanover, MD 21076</del>	<del>Consulting Services Agreement</del>	<del>Providing temporary staffing services for IT function.</del>	<del>3/25/2013</del>	<del>\$0.00</del>		<del>NII Holdings, Inc.</del>
TEKSYSTEMS, INC.	7437 Race Road Hanover, MD 21076	Consulting Services Agreement	Providing temporary staffing services for IT function.	3/25/2013	\$0.00		NII Holdings, Inc.
TELEFONICA INTERNATIONAL WHOLESALE SERVICES USA, INC.	ATTN: PRESIDENT 1111 BRICKELL AVE SUITE 1800 MIAMI, FL 33131	Master Services Agreement	Provides terms and conditions under which Supplier will provide Internet transit services, and other services that might be ordered in the future.	8/31/2012	\$0.00		NII Holdings, Inc.
TELEGLOBE CANADA LIMITED PARTNERSHIP	Teleglobe Canada Limited Partnership 1000 de La Gauchetiere Street West Montreal (Quebec) H3B 4X5 Canada Attention: Sal Bressi Product Manager, Global Roaming with a copy sent to: Teleglobe USA Inc. 11495 Commerce Park Drive, Reston, Virginia 20191, Attn: Senior Vice President and General Counsel	THE TELEGLOBE WIRELESS GLOBAL ROAMING SERVICE	Provides the terms, covenants and conditions upon which a service enabling international roaming is to be provided by TELEGLOBE.	4/14/2003	\$0.00		NII Holdings, Inc.
TELLABS INTERNATIONAL, INC	Tellabs International, Inc.	Support Services	Provides the terms and conditions under	1/1/2002	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Attn: Group Manager, Services Marketing One Tellabs Center 1451 W. Diehl Rd. Naperville, IL 60563 & cc: Tellabs International, Inc. Attn: LAC Regional Counsel One Tellabs Center 1451 W. Diehl Rd. Naperville, IL 60563	Agreement	which Tellabs provides optical/transport equipment maintenance and support services for the NII long-haul network.				
THE KANE COMPANY, t/a OFFICE SHREDDING	Office Shredding, LLC 6500 Kane Way Suite A Elkridge, MD 21075  cc to: The Kane Company 6500 Kane Way Elkridge, MD 21075	Office Shredding Service Agreement	Office services for secure document destruction and disposal	10/23/2014	\$777.00	107	NII Holdings, Inc.
THE NETWORK, INC.	333 RESEARCH COURT NORCROSS, GA 30092	Sales Order - The Network	Provides terms and conditions under which Vendor provides services and professional services associated with the employee hotline program.	3/18/2013	\$0.00		NII Holdings, Inc.
THOMSON REUTERS (GRC) INC.	THOMSON REUTERS (GRC) INC. 3 Times Square New York, NY, 10036	Order Form	Terms and conditions for the provision of subscription services, content and professional services	11/30/2014	\$0.00		NII Holdings, Inc.
Torus Insurance Company	Harborside Financial Center Plaza Five, Suite 2900 Jersey City, NJ 07311	D&O - 5th Excess (\$10M X \$50M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Torus Insurance Company	Harborside Financial Center	D&O - 9th Excess (\$10M	Covers directors and officers for claims	10/30/13 -	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
	Plaza Five, Suite 2900 Jersey City, NJ 07311	X \$95M)	made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	7/30/15			and all subsidiary companies
TOWERS WATSON DELAWARE, INC	Towers Watson 901 N. Glebe Road Arlington, VA 22203 Attn: David Downer  cc to: Towers Watson 901 N. Glebe Road Arlington, VA 22203 Attn: Legal Department	Towers Watson's HR Technology Online Services Agreement	Online and related services agreement for HR management function.	2/2/2015	\$0.00		NII Holdings, Inc.
TSI TELECOMMUNICATIONS SERVICES INC.	TSI Telecommunications Services Inc. Attn: AVP - Sales 201 North Franklin Street, MS8G Tampa, Florida 33602  & cc:: Vice President and General Counsel	Information and Network Products and Services Agreement	Provides terms and conditions under which Supplier will make the Products or Services described in the agreement and any related documents available to Customer.	11/25/2002	\$0.00		NII Holdings, Inc.
Twin City Fire Insurance Company	277 Park Ave, 15th Fl. New York, NY 10172	D&O - 3rd Excess (\$10M X \$30M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
U.S. Specialty Insurance Company of Houston	13403 Northwest Freeway Houston, TX 77040	Other insurance coverage for employees.	Protects individuals and corporations operating around the world.	11/5/14 - 11/5/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	UNUM- Long Term Care Policy (No. 586445)	Long term care insurance Policy No. 586445	01/01/09	\$0.00		NII Holdings, Inc.
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	Unum Life Insurance Company of America insures the lives of NII Holdings, Inc. under the	Group life insurance policy for employees: Group Identification No. 586446 001 under the Select Group Insurance Trust Policy No. 292000	01/01/03	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
		Select Group Insurance Trust Policy No. 292000					
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	Unum Life Insurance Company of America insures the lives of NII Holdings, Inc. under the Select Group Insurance Trust Policy No. 292000	Group life insurance policy for employees: Group Identification No. 586439 001 under the Select Group Insurance Trust Policy No. 292000	01/01/03	\$0.00		NII Holdings, Inc.
Unum Life Insurance Company of America	2211 Congress Street Portland, Maine 04122	Unum Life Insurance Company of America Policy Number 586439	Short Term Disability Plan provide by Unum Life Insurance Company of America under Policy Number 586439	01/01/03	\$0.00		NII Holdings, Inc.
UNWIRED PLANET, INC. (f/k/a OPENWAVE SYSTEMS, INC.)	Openwave Mobility, Inc. Attn: Senior Corporate Counsel 2100 Seaport Boulevard Redwood City, CA 94063	Assignment and Assumption Agreement	Openwave Systems, Inc. Assigns to Openwave Mobility, Inc.	9/28/2012	\$0.00		NII Holdings, Inc.
UNWIRED PLANET, INC. (f/k/a OPENWAVE SYSTEMS, INC.)	Openwave Mobility, Inc. Attn: Senior Corporate Counsel 2100 Seaport Boulevard Redwood City, CA 94063 & Persistent Telecom Solutions, Inc. 2700 Mission College Blvd, #140-Z Santa Clara, CA 95054	Assignment and Assumption Agreement	Openwave Systems, Inc. Assigns to Openwave Mobility, Inc. And Persistent Telecom Solutions, Inc.	12/27/2012	\$0.00		NII Holdings, Inc.
USI-MIDATLANTIC, INC	Attn: Mr. Jeffery Verity 3190 Fairview Park Drive, Suite 400 Falls Church, VA 22042	Business Associate Agreement	Insurance broker agreement	12/18/2013	\$0.00		NII Holdings, Inc.
VERTICALNET, INC. d/b/a BRAVO SOLUTIONS, US	ATTN: LEGAL 101 LINDENWOOD DRIVE SUITE 420 MALVERN, PA 19355	Master Agreement for Subscription Services	Hosted sourcing management tool and related services.	8/1/2010	\$0.00		NII Holdings, Inc.
VERINT SYSTEMS LTD.	33 MASKIT STREET HERZLIYA 46733 ISRAEL	License and Sale Agreement	Provides the terms and conditions under which Vendor provides equipment, software and related services for the proposed solution for Lawful	8/4/2011	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
			<del>Interception (L1) access and delivery system, at the Front End, and Collection at the Back End, giving the customer the end to end solution to meet regulatory requirements.</del>				
VMWARE INTERNATIONAL LIMITED	PARNELL HOUSE BARRACK SQUARE BALLINCOLLIG COUNTY CORK IRELAND	ELA Order	Provides the terms and conditions associated with licensing, use, maintenance and support of software across the Customer's enterprise (NII and Affiliates).	12/30/2011	\$0.00		NII Holdings, Inc.
WEBFILINGS, LLC	2900 UNIVERSITY BLVD AMES, IA 50010	Master Subscription & Services Order	Order with terms and conditions for providing subscription and services a cloud-based financial reporting solution (for filings with the SEC, etc.)	1/1/2015	\$0.00		NII Holdings, Inc.
Westchester Fire Insurance Company	PO Box 1000, 436 Walnut Street, Routing WB04H, Philadelphia, PA 19106	Crime	Employee dishonesty coverage; forgery or alteration coverage; computer fraud coverage; funds transfer fraud coverage; kidnap, ransom, or extortion coverage; money and securities coverage; and money orders and counterfeit money coverage	10/30/13 - 10/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
Willis of New York, Inc.	One World Financial Center 200 Liberty Street, 7th Floor New York, NY 10281	Service Agreement	Terms and conditions governing the insurance related services for the lines of coverage identified in Schedule A and any other services specified in the agreement	1/1/2015	\$0.00		NII Holdings, Inc.
Wolters Kluwer Financial Services, Inc.	PO Box 842014 Boston, MA 02284-2014	Teammate Software License, Maintenance and Support (Control No. 40649023)	Teammate software license, maintenance and support.	07/01/14	\$0.00		NII Holdings, Inc.

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**NII Holdings, Inc.**

**Schedule of Executory Contracts Anticipated to be Assumed**

Scheduled Party Name	Notice Address(es)	Contract Title	Contract Description	Contract Date	Cure Amount	Claim No.	Debtor(s)
WORKDAY, INC.	ATTN: VP LEGAL 6230 STONERIDGE MALL ROAD PLEASANTON, CA 94588	Master Subscription Agreement	Provides terms and conditions for providing hosted subscription services for human resources and employee management application.	7/31/2012	\$0.00		NII Holdings, Inc.
XL Insurance America, Inc.	Seaview House, 70 Seaview Avenue Stamford, CT 06902-6040	Commercial Property	Insures against property damage to buildings and contents due to a covered loss. It may also cover business interruption.	10/31/14 - 10/31/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
XL Specialty Insurance Company	Seaview House, 70 Seaview Avenue Stamford, CT 06902-6040	D&O - 1st Excess (\$10M X \$10M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
XL Specialty Insurance Company	Seaview House, 70 Seaview Avenue Stamford, CT 06902-6040	D&O - 8th Excess (\$10M X \$85M)	Covers directors and officers for claims made against them while serving on a board of directors and/or as an officer; Covers claims arising from managerial decisions that have financial consequences	10/30/13 - 7/30/15	\$0.00		NII Holdings, Inc. and all subsidiary companies
XO COMMUNICATIONS	13865 SUNRISE VALLEY DRIVE HERNDON, VA 20171	Master Services Agreement	Provides terms and conditions for products and services ordered.	1/30/2010	\$14,120.67	S20190066 46	NII Holdings, Inc.
			<b>TOTAL CURE AMOUNT</b>		<del>\$2,597,634.00</del> <b>2,666,278.90</b>		

Contracts listed include all related amendments, schedules, exhibits, statements of work, and other ancillary documents, as each may have been amended, restated or supplemented from time to time.

Summary report: Litéra® Change-Pro TDC 7.5.0.96 Document comparison done on 6/3/2015 10:07:28 PM	
Style name: JD Color With Moves	
Intelligent Table Comparison: Inactive	
Original DMS: iw://NAI/NAI/1500360945/1	
Modified DMS: iw://NAI/NAI/1500360945/2	
Changes:	
Add	16
Delete	11
Move From	0
Move To	0
Table Insert	7
Table Delete	12
Table moves to	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format Changes	0
Total Changes:	46