

METROPCS COMMUNICATIONS INC

Form 8-K

February 08, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of report (date of earliest event reported): February 5, 2008

METROPCS COMMUNICATIONS, INC.

(Exact Name of Registrant as Specified in Charter)

DELAWARE

(State or Other Jurisdiction of
Incorporation)

1-33409

(Commission File Number)

20-0836269

(I.R.S. Employer Identification No.)

2250 Lakeside Boulevard

Richardson, Texas

(Address of Principal Executive Offices)

75082

(Zip Code)

Registrant's telephone number, including area code: 214-570-5800

(Former name or former address, if changed since last report):

8144 Walnut Hill Lane, Suite 800

Dallas TX 75231

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers, Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) On February 5, 2008, the Company's Board of Directors approved 2008 base salaries for executive officers of the Company. The 2008 base salaries for selected Company executive officers are as follows:

| Name | Position | 2008 Base Salary |
|--------------------|---------------------------------------------------------|------------------|
| Roger D. Linnquist | President and Chief Executive Officer | \$750,000 |
| Thomas C. Keys | Chief Operating Officer | \$450,000 |
| J. Braxton Carter | Executive Vice President and Chief Financial Officer | \$425,000 |
| Robert A. Young | Senior Vice President, Market Operations, Northeast | \$360,000 |
| Mark A. Stachiw | Executive Vice President, General Counsel and Secretary | \$320,000 |
| Malcolm L. Lorang | Senior Vice President and Chief Technology Officer | \$260,000 |

Item 5.05. Amendments to Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics.

On February 5, 2008, the Board of Directors of the Company approved certain modifications to the Company's Code of Ethics to, among other things, prohibit soliciting or requesting courtesies from vendors and suppliers and to broaden the applicability of the conduct requirements with respect to the Company's auditors to all employees, officers and directors of the Company.

A copy of the revised Code of Ethics is filed as Exhibit 14.1 to this Current Report.

Item 9.01. Financial Statements and Exhibits.**(d) Exhibits**

| EXHIBIT NUMBER | DESCRIPTION |
|-------------------|------------------------------------------------------|
| 14.1 | MetroPCS Communications, Inc. Revised Code of Ethics |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

METROPCS COMMUNICATIONS, INC.

Date: February 8, 2008

By: /s/ J. Braxton Carter
J. Braxton Carter
Executive Vice President and CFO