

MUST BE
POSTMARKED OR
RECEIVED NO
LATER THAN
SEPTEMBER 28, 2016

For Official Use Only



IN RE NII HOLDINGS, INC. SECURITIES LITIGATION
PROOF OF CLAIM AND RELEASE

GENERAL INSTRUCTIONS

1. Capitalized terms not defined in this Proof of Claim and Release form (“Claim Form”) have the same meanings as explained in the Notice of Pendency of Class Action, Proposed Settlement, and Motion for Attorneys’ Fees and Expenses (“Notice”) that accompanies this Claim Form and the Stipulation and Agreement of Settlement, dated as of April 18, 2016 (the “Stipulation”).
2. To be eligible to recover from the Net Settlement Fund in the action entitled *In re NII Holdings, Inc. Securities Litigation*, Civ. No. 1:14-cv-00227-LMB-JFA (E.D. Va.) (the “Action”), you must complete and, on page 5, sign this Claim Form, and submit your Claim Form to the Claims Administrator as instructed below. If you fail to submit a properly completed and addressed Claim Form by the date specified below, your claim may be rejected and you may be precluded from receiving any recovery from the Net Settlement Fund created in connection with the Settlement of the Action.
3. Submission of this Claim Form, however, does not ensure that you will share in the Net Settlement Fund.
4. **YOU MUST MAIL OR SUBMIT YOUR COMPLETED AND SIGNED CLAIM FORM SO THAT IT IS POSTMARKED OR RECEIVED NO LATER THAN SEPTEMBER 28, 2016, ADDRESSED AS FOLLOWS:**

In re NII Holdings, Inc. Securities Litigation
c/o A.B. Data, Ltd.
P.O. Box 173009
Milwaukee, WI 53217

To be considered timely, your Claim Form must be postmarked or received by the deadline above. Unless your Claim Form is submitted with a postmark, it will be deemed to have been submitted when actually received by the Claims Administrator.

5. You must submit supporting documentation for the transactions reported on this Claim Form, such as broker confirmation slips, broker account statements, an authorized statement from your broker reporting information about your transactions, or other similar documents.
6. Separate Claim Forms should be submitted for each separate legal entity (*e.g.*, a claim from joint owners should not include the transactions of just one of the joint owners, and an individual should not combine his or her IRA transactions with transactions made solely in the individual’s name). Conversely, a single Claim Form should be submitted on behalf of one legal entity that includes all transactions made by that entity, no matter how many separate accounts that entity has (*e.g.*, a corporation with multiple brokerage accounts should include all transactions made in all accounts on one Claim Form).
7. All joint beneficial owners must each sign this Claim Form and their names must appear as “Claimants” in Part I of this Claim Form. If you purchased Eligible NII Securities during the Class Period and held them in your name, you are the beneficial owner as well as the record owner and you must sign this Claim Form to participate in the Settlement. If you purchased Eligible NII Securities during the relevant time period for your own benefit, but the securities were registered in the name of a third party, such as a nominee or brokerage firm, you are still the beneficial owner of these shares, but the third party is the record owner. The beneficial owner, not the record owner, must sign this Claim Form to be eligible to participate in the Settlement.
8. Agents, executors, administrators, guardians, and trustees must complete and sign the Claim Form on behalf of Persons represented by them, and they must:
 - a. expressly state the capacity in which they are acting;
 - b. identify the name, account number, Social Security Number (or taxpayer identification number), address and telephone number of the beneficial owner of (or other Person on whose behalf they are acting with respect to) the Eligible NII Securities; and
 - c. furnish evidence of their authority to bind to the Claim Form the Person on whose behalf they are acting. (Authority to complete and sign a Claim Form cannot be established by stockbrokers demonstrating only that they have discretionary authority to trade securities in another Person’s accounts.)
9. If you are NOT a Class Member (as defined in the Notice), or are excluded by the definition of the Class, DO NOT submit a Claim Form.
10. If you are a Class Member and have not requested exclusion, you will be bound by the terms of the Settlement and any judgment entered in this Action, WHETHER OR NOT YOU SUBMIT A CLAIM FORM OR RECEIVE A PAYMENT.
11. NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. To obtain the mandatory electronic filing requirements and file layout, you may visit the settlement website at www.niisecuritieslitigation.com or you may email the Claims Administrator’s electronic filing department at efiling@abdata.com. Any file not submitted in accordance with the required electronic filing format will be subject to rejection. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues an email after processing your file with your claim numbers and respective account information. Do not assume that your file has been received or processed until you receive this email. If you do not receive such an email within 10 days of your submission, you should contact the electronic filing department at efiling@abdata.com to inquire about your file and confirm it was received and acceptable.
12. You should be aware that it will take a significant amount of time to fully process all of the submitted Claim Forms and to administer the Settlement. This work will be completed as promptly as time permits, given the need to review and tabulate each Claim Form. Please notify the Claims Administrator of any changes of address.

QUESTIONS? VISIT WWW.NIISECURITIESLITIGATION.COM OR CALL 866-905-8128

PAGE 1 OF 5

PART I: CLAIMANT IDENTIFICATION - Complete either Section A or B and then proceed to Section C. Please type or print.

A. Complete this Section ONLY if the Beneficial Owner is an individual, joint, or IRA account. Otherwise, proceed to Section B.

Last Name (Beneficial Owner)

First Name (Beneficial Owner)

Last Name (Joint Beneficial Owner, if applicable)

First Name (Joint Beneficial Owner, if applicable)

Name of Custodian, if applicable

If this account is an IRA, and if you would like any check that you MAY be eligible to receive made payable to the IRA account, please include "IRA" in the "Last Name" box above (e.g., Jones IRA).

B. Complete this Section ONLY if the Beneficial Owner is an Entity; i.e., corporation, trust, estate, etc.

Entity Name

Name of Representative, if applicable (Executor, administrator, trustee, c/o, etc.)

C. Mailing/Account Information:

Specify one of the following:

Individual(s) Corporation UGMA Custodian IRA Partnership Estate Trust

Other:

Mailing Address – Line 1: Street Address/P.O. Box:

Mailing Address – Line 2 (If Applicable): Apartment/Suite/Floor Number:

City:

State/Province:

ZIP Code/Postal Code (if outside U.S.):

Country:

Last 4 digits of Claimant Social Security/Taxpayer Identification Number:

Daytime Telephone Number:

Evening Telephone Number:

Email Address:

PART II: TRANSACTIONS IN PUBLICLY TRADED NII HOLDINGS COMMON STOCK (ISIN: US62913F2011)

1. BEGINNING HOLDINGS – State the total number of shares of NII Stock held as of the opening of trading on February 25, 2010. If none, write “0” or “Zero.” (Must be documented.)				Proof of Holdings Enclosed <input type="radio"/> Y <input type="radio"/> N
2. PURCHASES/ACQUISITIONS – Separately list each and every purchase/acquisition of NII Stock from after the opening of trading on February 25, 2010 through and including the close of trading on May 28, 2014. ¹ (Must be documented.)				IF NONE, CHECK HERE <input type="radio"/>
Date of Purchase/Acquisition (List Chronologically) (Month/Day/Year)	Number of Shares Purchased/Acquired	Purchase/Acquisition Price Per Share	Total Purchase/Acquisition Price (excluding taxes, commissions and fees)	Proof of Purchase/Acquisition Enclosed
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
3. SALES – Separately list each and every sale/disposition of NII Stock from after the opening of trading on February 25, 2010 through and including the close of trading on May 28, 2014. (Must be documented.)				IF NONE, CHECK HERE <input type="radio"/>
Date of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Total Sale Price (excluding taxes, commissions and fees)	Proof of Sale Enclosed
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
/ /		\$	\$	<input type="radio"/> Y <input type="radio"/> N
4. ENDING HOLDINGS – State the total number of shares of NII Stock held as of the close of trading on May 28, 2014. If none, write “0” or “Zero.” (Must be documented.)				Proof of Holdings Enclosed <input type="radio"/> Y <input type="radio"/> N

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS YOU MUST PHOTOCOPY THIS PAGE AND CHECK THIS BOX

¹ Information requested with respect to your purchases/acquisitions of NII Stock from the opening of trading on February 28, 2014 through and including the close of trading on May 28, 2014 is needed in order to balance your claim; purchases/acquisitions during this period, however, are not eligible to participate in the Settlement as these purchases/acquisitions are outside the Class Period and will not be used for purposes of calculating your Recognized Claim pursuant to the Plan of Allocation.

PART III: TRANSACTIONS IN PUBLICLY TRADED NII BONDS

Code A = 7.625% NII Bonds, Due April 1, 2021 (ISIN: US67021BAE92)

Code B = 8.875% NII Bonds, Due December 15, 2019 (ISIN: US67021BAC37)

Code C = 10% NII Bonds, Due August 15, 2016 (ISIN: US67021BAD10)

1. BEGINNING AND ENDING POSITIONS – State the face value of each type of NII Bond held at the opening of trading on February 25, 2010, at the close of trading on February 27, 2014, and at the close of trading on May 28, 2014. If none, write “0” or “Zero.” (Must be documented.)

Bond Code (see above)	Face Value of this Bond Held as of the Opening of Trading on February 25, 2010	Face Value of this Bond Held as of the Close of Trading on February 27, 2014	Face Value of this Bond Held as of the Close of Trading on May 28, 2014

2. PURCHASES/ACQUISITIONS – For each particular NII Bond, state (in chronological order) all purchases/acquisitions from after the opening of trading on February 25, 2010 through and including the close of trading on May 28, 2014.² If none, write “0” or “Zero.” (Must be documented.)

Bond Code (see above)	Trade Date of Purchase/Acquisition (Month/Day/Year)	Face Value of this Bond Purchased/Acquired	Purchase/Acquisition Price	Aggregate Cost (excluding taxes, commissions and fees)
	/ /			
	/ /			
	/ /			
	/ /			
	/ /			

3. SALES – Separately list (in chronological order) each and every sale of NII Bonds from after the opening of trading on February 25, 2010 through and including the close of trading on May 28, 2014. (Must be documented.)

Bond Code (see above)	Trade Date of Sale (Month/Day/Year)	Face Value of this Bond Sold	Sale Price	Aggregate Received (excluding taxes, commissions and fees)
	/ /			
	/ /			
	/ /			
	/ /			
	/ /			

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS YOU MUST PHOTOCOPY THIS PAGE AND CHECK THIS BOX

² Information requested with respect to your purchases/acquisitions of NII Bonds from the opening of trading on February 28, 2014 through and including the close of trading on May 28, 2014 is needed in order to balance your claim; purchases/acquisitions during this period, however, are not eligible to participate in the Settlement as these purchases/acquisitions are outside the Class Period and will not be used for purposes of calculating your Recognized Claim pursuant to the Plan of Allocation.

I. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

By signing and submitting this Proof of Claim and Release form, the claimant(s) or the person(s) acting on behalf of the claimant(s) certify(ies) that: I (We) submit this Claim Form under the terms of the Plan of Allocation of Net Settlement Fund described in the accompanying Notice. I (We) also submit to the jurisdiction of the United States District Court for the Eastern District of Virginia (the "Court") with respect to my (our) claim as a Class Member(s) and for purposes of enforcing the releases set forth in the Settlement. I (We) further acknowledge that I (we) will be bound by the terms of any judgment entered in connection with the Settlement in the Action, including the releases set forth therein. I (We) agree to furnish additional information to the Claims Administrator to support this claim, such as additional documentation for transactions in Eligible NII Securities, if required to do so. I (We) have not submitted any other claim covering the same transactions in NII Stock or NII Bonds during the Class Period and know of no other person having done so on my (our) behalf.

II. RELEASES, WARRANTIES, AND CERTIFICATION

1. I (We) hereby warrant and represent that I am (we are) a Class Member as defined in the Notice, that I am (we are) not excluded from the Class, that I am (we are) not one of the excluded Persons, as defined in the accompanying Notice, and that I (we) believe I am (we are) eligible to receive a distribution from the Net Settlement Fund under the terms and conditions of the Plan of Allocation, as set forth in the Notice.

2. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

3. I (We) hereby warrant and represent that I (we) have included information about all of my (our) purchases, acquisitions and sales and other transactions in publicly traded NII Stock and NII Bonds that occurred during the Class Period and the number of Eligible NII Securities held by me (us), to the extent requested.

4. I (We) certify that I am (we are) NOT subject to backup tax withholding. (If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the prior sentence.)

I (We) declare that all of the foregoing information supplied by the undersigned is true and correct.

Executed this _____ day of _____, 2016

Signature of claimant	Print your name here	Date
Signature of joint claimant, if any	Print your name here	Date
Signature of person signing on behalf of claimant	Print your name here	Date

Capacity of person signing on behalf of claimant, if other than an individual (e.g., Administrator, Executor, Trustee, President, Custodian, Power of Attorney, etc.)

REMINDER CHECKLIST:

1. Please sign this Claim Form on Page 5.
2. Remember to attach supporting documentation, if available. **DO NOT HIGHLIGHT ANY PORTION OF THE CLAIM FORM OR YOUR SUPPORTING DOCUMENTATION.**
3. Do NOT send original stock certificates or original brokerage statements. These items cannot be returned to you by the Claims Administrator.
4. Keep a copy of your Claim Form and all documents submitted for your records.
5. The Claims Administrator will acknowledge receipt of your Claim Form by mail, within 60 days. **Your claim is not deemed submitted until you receive an acknowledgment postcard.** If you do not receive an acknowledgment postcard within 60 days, please call the Claims Administrator toll free at (866) 905-8128.
6. If you move after submitting this Claim Form, please notify the Claims Administrator of the change in your address. If you change your name, please notify the Claims Administrator.
7. If you have any questions or concerns regarding your Claim Form, please contact the Claims Administrator at the address below or toll free at (866) 905-8128, or visit www.niisecuritieslitigation.com.

THIS CLAIM FORM MUST BE POSTMARKED OR RECEIVED NO LATER THAN SEPTEMBER 28, 2016, ADDRESSED AS FOLLOWS:

In re NII Holdings, Inc. Securities Litigation
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