

Millicom & Tigo	<b>Policy:</b> Anti-Bribery & Anti-Corruption (ABAC)	
Compliance & Business Ethics	FINAL	6-Jul-2015
Policy Owner: Linda Peralta	Author: Luis Sanchez	Approver: Salvador Escalon & Tim Pennington



Anti-Bribery & Anti-Corruption (ABAC)  
**POLICY**

Millicom & Tigo	<b>Policy:</b> Anti-Bribery & Anti-Corruption (ABAC)	
Compliance & Business Ethics	FINAL	6-Jul-2015
Policy Owner: Linda Peralta	Author: Luis Sanchez	Approver: Salvador Escalon & Tim Pennington

### Document History

Version	Date	Author	Brief Description
V1.0	15-Jan-2015	Luis Sanchez	Initial Version

### Approvers

Department	Job title	Name	Date
Legal	GC	Salvador Escalon	Mar 2015
Finance	CFO	Tim Pennington	July 2015
External Affairs	EVP EA	Rachel Samren	Feb 2015
Commercial	EVP Commercial	Victor Unda	Jan 2015

### Validity

*All Company Directors, Officers and Management*

*All Company Employees*

*All Third Parties with whom the Company has a business, contractual or other relationship or affiliation*

### Notification list

*Millicom Executive Committee*

*All Headquarter and Regional Office employees*

*All Senior Management in local Operations*

*All Company Employees*

*All Third Parties with whom the Company has a business, contractual or other relationship or affiliation*

Millicom & Tigo	<b>Policy: Anti-Bribery &amp; Anti-Corruption (ABAC)</b>	
Compliance & Business Ethics	FINAL	6-Jul-2015
Policy Owner: Linda Peralta	Author: Luis Sanchez	Approver: Salvador Escalon & Tim Pennington

<b>I. TABLE OF CONTENTS</b>
-----------------------------

I. Table of contents.....	3
II. Introduction.....	4
III. Applicability .....	4
IV. Purpose .....	4
V. Definitions.....	4
VI. General Principle.....	5
VII. Responsibility .....	7

Millicom & Tigo	<b>Policy:</b> Anti-Bribery & Anti-Corruption (ABAC)	
Compliance & Business Ethics	FINAL	6-Jul-2015
Policy Owner: Linda Peralta	Author: Luis Sanchez	Approver: Salvador Escalon & Tim Pennington

## II. INTRODUCTION

All Millicom companies, subsidiaries, affiliates, joint ventures, local partners or any other entities in which Millicom has effective control (collectively, the “**Company**”) are strongly committed to the highest standards of business ethics and compliance.

The Company has a zero tolerance policy approach to any form of bribery and corruption. We acknowledge that bribery and corruption risks are a concern worldwide and that such risks can undermine the health and viability of the Company and the environments where we operate, can greatly damage our reputation and can result in severe fines and criminal proceedings.

The Company is committed to act in compliance with the UK Bribery Act, the Foreign Corrupt Practices Act and applicable laws and regulations in Sweden, Luxembourg and all other jurisdictions applicable to the Company. The Company and its board members, executive committee, senior management officers and employees at all levels, whether permanent or temporary; as well as suppliers, contractors and service providers, agents, consultants, representatives and/or brokers; and any other person or entity acting on behalf of the Company (collectively, the “**Covered Parties**”) are subject to our Code of Conduct or to our Supplier’s Code of Conduct (as applicable), as well as to our internal policies and all applicable national and international laws relating to the prevention of bribery and corruption. We strive to adopt the necessary measures to prevent bribery and corruption and effectively manage these types of risks.

## III. APPLICABILITY

This Policy is applicable to the Company and/or Covered Parties as defined in the introduction section.

## IV. PURPOSE

The purpose of this Policy is to establish the proper rules to identify the main risks of bribery and corruption to the Company and/or Covered Parties, and to ensure that these types of risks are properly prevented and managed.

## V. DEFINITIONS

The following definitions are to facilitate the understanding of this policy’s provisions:

- 1. Bribery.** – Is either (A) the offering, promising or giving of anything of value to another person, made directly or indirectly, with the intention to induce such person to act improperly in the performance of his/her duties (*i.e.*, active bribery), or (B) the requesting, agreeing to receive or accepting anything of value from another person, made directly or indirectly, with the intention to induce the recipient to act improperly in the performance of his/her duties (*i.e.*, passive bribery).
- 2. Public Official.** – Is defined as: i) Any officer or employee of a foreign or local government or any department, agency or instrumentality (which includes state-owned businesses, as well as public sector entities); ii) any officer of a public international organization; iii) political parties or candidates and their representatives; and, iv) any person acting in an official capacity for or on behalf of such government, department, agency, instrumentality or public international organization.
- 3. Political Contributions.** – Any donations to political parties, politicians, campaigns, candidates or political causes.

Millicom & Tigo	<b>Policy:</b> Anti-Bribery & Anti-Corruption (ABAC)	
Compliance & Business Ethics	FINAL	6-Jul-2015
Policy Owner: Linda Peralta	Author: Luis Sanchez	Approver: Salvador Escalon & Tim Pennington

## VI. GENERAL PRINCIPLE

The Company supports adopted international conventions against bribery and corruption. We are bound by all local anti-corruption legislation of the countries where we operate, as well as the extra-territorial applicability of certain foreign laws, including but not limited to the US Foreign Corrupt Practices Act (**FCPA**) and the UK Bribery Act (**UKBA**).

The Company and/or Covered Parties may not promise, offer, request, authorize, accept, receive, give or pay anything of value to any individual, specifically Public Officials, when done with the intent to: i) influence any act or decision of an individual to act improperly in the performance of his/her duties; ii) induce a Public Official to act or restrain from acting in violation of his functions; or, iii) induce a Public Official to influence any governmental act or decision, in order to secure any improper advantage or to obtain or retain business.

As part of normal business, there are a number of legitimate interactions with government and other public officials. Examples include issuing and renewing licenses and hosting public spectrum tenders.

### Gifts & Entertainment

The exchange of gifts and entertainment is a business protocol and custom in most of the countries where we operate, but, when made inappropriately, these actions may be deemed to violate anti-corruption legislation. For such purposes, reasonably priced and culturally appropriate gifts and entertainment may be permissible, but these must always be: i) legal; ii) within applicable policy limits; iii) made in good faith; and, iv) in accordance with local standards of living and customs. Cash or gift certificates are not permitted under any circumstances.

The Company has adopted appropriate controls, with regular monitoring and periodic reviews, including value thresholds and reporting procedures in accordance with Company's Gifts and Entertainment Policy and other related and applicable policies. Any travel or lodging paid by a vendor or any other third party on behalf of the Company or Covered Parties will need to comply with the aforementioned policies.

### Travel

On some occasions we may invite Covered Parties or other foreign business partners to visit our offices, facilities or events sponsored by the Company. All travel and accommodation expenses must be made in accordance with the Company's travel policies and with a legitimate business purpose. The Company will not cover per-diem expenses, side trips or travel expenses for friends and family of such invitees.

### Sponsorships & Donations

The Company is highly committed to improving people's lives, and we are certain that charitable donations can make a difference in the improvement of our communities and the environment. We often receive requests for donations, as a well as requests for sponsorships of events, or for groups, teams and the general public.

All sponsorships and charitable donations must be made with a legitimate purpose and for the right reasons. Proper procedures and internal authorizations are required, in accordance with the applicable internal policies, to make sure that these types of payments are not used in an inappropriate or illegal manner.

### Political Contributions

Millicom & Tigo	<b>Policy:</b> Anti-Bribery & Anti-Corruption (ABAC)	
Compliance & Business Ethics	FINAL	6-Jul-2015
Policy Owner: Linda Peralta	Author: Luis Sanchez	Approver: Salvador Escalon & Tim Pennington

Political contributions can be a legitimate way to support local processes or political parties in their roles and responsibilities, but the laws and practices vary between countries and the high bribery risks linked to these types of actions are a huge burden to carry. Therefore, Company employees may never approve political contributions on behalf of the Company or as a representative of the Company, regardless of level of authority at local operations or regional and global headquarters. Any employee who want to make contributions in their private capacity is free to do so as long as it does not give the impression that the person is representing the Company.

### **Use of Intermediaries**

Agreements with agents, third parties and intermediaries acting on behalf of the Company (collectively, "Intermediaries") must be in writing, must clearly and accurately describe the nature of the relationship, and require the prior approval of the Company's Legal Department. All compensation provided must be proportionate to the services negotiated, and proof of delivery or completion of services is required before final payment may be made.

Lobbying is a normal, acceptable and useful activity provided that is conducted in compliance with all applicable legal provisions. Proper lobbying activities can inform lawmakers about our legitimate interests and expertise. Any government engagement activity carried out on behalf of the Company must be conducted with the proper due diligence, in accordance with applicable policies and with the prior approval of the Government Relations Department.

Under no circumstances may any payment be made to an Intermediary, where the Covered Parties know or should have known that all or part of that payment will be delivered with a corrupt intent to any individual or Public Official.

### **Payments Made under Duress**

Duress is a term that defines serious situations where there is a clear threat of violence or imprisonment, or actual violence or imprisonment, to force someone to act against their will. Exceptional circumstances might arise where payments are demanded under duress from employees or third parties acting on the Company's behalf. The Company takes the safety and security of its employees and its third parties seriously and the Company does not expect them to compromise their safety under such circumstances. Employees or third parties acting on the Company's behalf who find themselves in such serious situations will not be penalized if they are forced to make payments demanded under duress. Payments requested under other circumstances to fast track or facilitate a standard process, but where there is no duress, are not acceptable under any circumstances.

Employees must promptly report in writing to their line manager all incidents where they or an engaged Third Party are involved in a situation where payments are demanded under duress, whether paid or not. The line manager must then promptly inform the relevant member of the local Legal Department of such incidents in writing and ensure that any payments actually made are properly documented and recorded in the Company's books and records. The line manager must also consult with the relevant Legal partner regarding the reporting of such incidents to the relevant authorities and the steps to be taken to prevent recurrence.

### **Books, Records and Internal Controls**

The Company embraces and commits to maintain complete and accurate books, records and accounts and to the development of internal controls for financial and accounting procedures. Such

Millicom & Tigo	<b>Policy:</b> Anti-Bribery & Anti-Corruption (ABAC)	
Compliance & Business Ethics	FINAL	6-Jul-2015
Policy Owner: Linda Peralta	Author: Luis Sanchez	Approver: Salvador Escalon & Tim Pennington

procedures include, but are not limited to, proper authorization before any payments are made, proper selection of vendors or suppliers, risk-based monitoring of third-party relationships and payments, and review of checkpoints and alerts to manipulations or circumventions of financial processes. Such controls and procedures apply to ensure that Company's books, records and accounts will not encourage, foster, enable or conceal bribery or corruption and any "off the book" records or accounts are strictly prohibited.

## VII. RESPONSIBILITY

It is everyone's responsibility and obligation within the Company and/or Covered Parties, to know, comply, request compliance with, and report any violations of: i) our Code of Conduct; ii) the ABAC Policy, iii) the applicable international and local laws and regulations; and iii) other applicable policies and procedures.

In addition, all people in Company management positions are expected to ensure that their employees are fully aware and understand the provisions of this policy.

### Disciplinary Measures

Non-compliance with international or local laws, our Code of Conduct, the ABAC Policy, or our policies and procedures may result in disciplinary action. In some cases, the Company and/or Covered Parties may also be subject to civil and criminal penalties.

### Questions and Comments

We cannot anticipate every possible situation that might arise in our daily activities, so if you have any questions or comments in regards to this policy, please communicate with your Line Manager/Supervisor or the Compliance and Business Ethics Department.

### Raising Concerns

If you have concerns or violations that you want to report, we encourage you to discuss them with your Line Manager/Supervisor or with the Compliance & Business Ethics Departments or alternatively the Legal Department. You may also contact the Millicom Ethics Line directly at [www.millicom.ethicspoint.com](http://www.millicom.ethicspoint.com) and submit a report through the internet or by calling any of the local phone numbers provided therein. The Company does not allow retaliations against any Covered Parties who in good faith reports any suspected unethical or illegal misconduct.