



Millicom Government Official Interactions Procedure





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Purpose

Meetings between Government Officials and Millicom Employees, Third Party Intermediaries (“TPIs”), and Business Partners (as defined below) pose significant compliance risk. Conducting such meetings in the right way is at the core of Millicom’s anti-corruption compliance program. For this reason, it is important to document interactions with Government Officials and ensure that any meeting with a Government Official is conducted in accordance with Millicom’s Code of Conduct, Anti-Corruption Policy, Conflicts of Interest Policy, Third Party Management Policy, Gifts & Hospitality Policy, Sponsorships & Donations Policy, Speak Up Policy, and Anti-Money Laundering Policy. Any time an Employee interacts or expects to interact with Government Officials, the Employee must ensure that at least one other Millicom Employee is present, and record or document the interaction to ensure transparency.

1.0 Definitions

Employee	Direct employees of Millicom and/or employees from all entities that Millicom owns or controls, including directors and contracted staff.
Third Party	Any Millicom Third Party Intermediary (“TPI”), Business Partner, or other Supplier, consultant, and any other individual with whom Millicom interacts.
Supplier	Any supplier, vendor, contractor, distributor, consultant, and/or other Third Party providing goods, services, and supplies (including software) to support Millicom operations.
TPI	<p>A Third Party that interfaces on Millicom’s behalf, indirectly or directly, with Government Officials (such as Suppliers, consultants, and other service providers).</p> <div data-bbox="875 1278 1463 1470" style="background-color: #0070C0; color: white; padding: 5px;"> <p>Examples of TPIs include, but are not limited to:</p> <ul style="list-style-type: none"> • Law firms; • Logistics companies; and • HR service companies. </div>
Business Partner	A Third Party that Millicom has an investment or business arrangement with, such as a joint venture, local partnership, or other joint business activity where the Business Partner may interact with Government Officials on Millicom’s behalf, indirectly or directly.
Family member or close relative	An Employee or Third Party’s spouse, domestic partner, parents, children, siblings (or their spouses or domestic partners), relatives living in the same household as the Employee or Third Party, or persons with whom the Employee or Third Party has a close personal relationship.



<p>Government Official</p>	<p>Any director, officer, or employee of a foreign or local government or any department, agency, instrumentality thereof, or entity owned or controlled by a government outside the U.S. or the United Kingdom (“UK”);</p> <p>Any person acting in an official capacity for or on behalf of any such foreign or local government, department, agency, instrumentality, or entity;</p> <p>Any director, officer, or employee of any public international organization, such as the United Nations or World Bank;</p> <p>Any officer or employee of any political party or affiliation; and</p> <p>Any candidate for political office.</p> <div data-bbox="873 352 1463 485" style="border: 1px solid black; padding: 5px;"> <p>For purposes of this Procedure, “Government Officials” may include family members or close relatives of anyone described in this section.</p> </div> <div data-bbox="873 527 1463 953" style="border: 1px solid black; padding: 5px;"> <p>When a foreign or local government is organized similar to the U.S. and UK systems, it is clear what constitutes a government department or agency (such as a transportation authority or ministry of energy).</p>  <p>Many foreign and local governments are organized differently and operate through state-owned or state-controlled entities, particularly in the energy and telecommunications sectors. Employees of state-owned or controlled entities are “Government Officials.”</p> </div>
<p>Government and Politically-Affiliated Entity</p>	<p>Includes but is not limited to:</p> <ul style="list-style-type: none"> • Any government department, agency, ministry, instrumentality, or entity, whether federal, state, or municipal, including the administrative, judicial, and legislative bodies; • Any political party or political campaign; • Any state-owned or state-controlled department, company, corporation, partnership, enterprise, public institution, or civil association; • Any public international organization, such as the United Nations, the World Bank, and the International Monetary Fund; and • Any recognized traditional or tribal council, governing body, or authority, or any recognized traditional or royal family.

2.0 Requirements

2.1 Employees must be aware of and comply with the Millicom Code of Conduct, related policies, and their obligations under this Procedure. Any Employee interacting with a Government Official must complete the Government Official Interactions Form within seventy-two hours following the meeting with the Government Official and provide a copy to the Government Relations manager. Employees must immediately report violations, suspected violations, or questions regarding this Procedure to the Ethics & Compliance Department.



- 2.2** TPIs and Business Partners must be aware of and comply with the Millicom Supplier Code of Conduct and their obligations under this Procedure. If a TPI or Business Partner interacts with a Government Official on Millicom's behalf, the Millicom Employee responsible for the project or work must complete the Government Official Interactions Form within seventy-two hours of the meeting with the Government Official and provide a copy to the Government Relations manager, unless otherwise agreed upon in the TPI or Business Partner's contract with Millicom. During the engagement process with Millicom, TPIs and Business Partners must disclose any potential interactions with Government Officials that may arise during the project or their scope of work with Millicom. TPIs and Business Partners must immediately report violations, suspected violations, or questions regarding this Procedure to the Ethics & Compliance Department.
- 2.3** The Ethics & Compliance Department will periodically review completed Government Official Interactions Forms in all markets. The Government Relations manager shall maintain a registry or database of Government Official interactions. The registry must cover all interactions with Government Officials that could potentially influence Millicom business, negatively or positively. Each Millicom entity and internal department must assess the extent and nature of current or future interactions with Government Officials (at all levels) and specify, in an addendum to this Procedure, which interactions must be covered by this Procedure. The External Affairs and Ethics & Compliance Departments must review and approve all such addendums to this Procedure.
- 2.4** The Ethics & Compliance Department is responsible for monitoring this database and business function adherence to this Procedure.

3.0 Resources

- 3.1** Code of Conduct
- 3.2** Anti-Corruption Policy
- 3.3** Conflicts of Interest Policy
- 3.4** Gifts & Hospitality Policy
- 3.5** Speak Up Policy
- 3.6** Sponsorships & Donations Policy
- 3.7** Third Party Management Policy
- 3.8** Anti-Money Laundering Policy



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4.0 Revision History

Revision No.	Effective Date	Changes	Prepared By	Reviewed By
2.0	01 January 2018		Ethics & Compliance Department	HL Rogers – EVP Chief Ethics & Compliance Officer Salvador Escalon – EVP General Counsel Rachel Samren – EVP Chief External Affairs Officer
Latest Revision Approved By:			Signed:	



Government Official Interactions Form

Instructions	<p>Any Millicom Employee interacting with a Government Official must complete this form within 72 hours following the meeting with the Government Official. If a TPI or Business Partner is meeting with a Government Official on Millicom’s behalf, the Millicom Employee responsible for the project or work must complete this form within 72 hours of the meeting with the Government Official, unless otherwise agreed upon in the TPI or Business Partner’s contract with Millicom.</p> <p>Employees must indicate any document(s) provided by the Government Official in this form.</p>
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Four-Eyes Principle	<p>At least two Employees (other than the Government Official(s)) must be physically present for any Employee meetings with Government Officials to ensure transparency. If the presence of a local Chairman, Advisor or Advisory Board member is required or preferred, they do not count as the two required employees. An exception to this policy maybe obtained from Group Ethics & Compliance, but just be done in writing.</p>
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Employee Information	
Name of Employee Completing Form:	
Title or Position:	
Entity/Business Unit/Product Line:	
Region/Country:	
Date of Meeting:	

Meeting Information																												
Meeting Purpose	<input type="checkbox"/> Existing Project or Work <input type="checkbox"/> New Project or Work <input type="checkbox"/> Government Service (e.g., customs, visas) <input type="checkbox"/> Government Payment (e.g., tax). Please indicate payment type: _____ <div style="text-align: right; margin-left: 150px;"> <input type="checkbox"/> Wire or Electronic Transfer <input type="checkbox"/> Check <input type="checkbox"/> Cash </div> <input type="checkbox"/> Explanation of Millicom Service or Capabilities <input type="checkbox"/> Other _____																											
Attendees	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="2">Total Number of Attendees</td> <td style="width: 10%;"></td> </tr> <tr> <td colspan="3">External Attendees</td> </tr> <tr> <td>Name _____</td> <td>Name _____</td> <td></td> </tr> <tr> <td>Name _____</td> <td>Name _____</td> <td></td> </tr> <tr> <td colspan="2">Are any of the external attendees Third Party Intermediaries (“TPIs”)?</td> <td style="text-align: right;"><input type="checkbox"/> Yes <input type="checkbox"/> No</td> </tr> <tr> <td colspan="2">If yes, has the TPI undergone due diligence?</td> <td style="text-align: right;"><input type="checkbox"/> Yes <input type="checkbox"/> No</td> </tr> <tr> <td colspan="2">If yes, has the TPI signed an agreement with Millicom that includes anti-corruption clauses?</td> <td style="text-align: right;"><input type="checkbox"/> Yes <input type="checkbox"/> No</td> </tr> <tr> <td colspan="3">Millicom Employee Attendees</td> </tr> <tr> <td>Name _____</td> <td>Name _____</td> <td></td> </tr> </table>	Total Number of Attendees			External Attendees			Name _____	Name _____		Name _____	Name _____		Are any of the external attendees Third Party Intermediaries (“TPIs”)?		<input type="checkbox"/> Yes <input type="checkbox"/> No	If yes, has the TPI undergone due diligence?		<input type="checkbox"/> Yes <input type="checkbox"/> No	If yes, has the TPI signed an agreement with Millicom that includes anti-corruption clauses?		<input type="checkbox"/> Yes <input type="checkbox"/> No	Millicom Employee Attendees			Name _____	Name _____	
Total Number of Attendees																												
External Attendees																												
Name _____	Name _____																											
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Millicom Employee Attendees																												
Name _____	Name _____																											



Millicom Government Official Interactions Procedure

	Name _____	Name _____
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Millicom Government Official Interactions Procedure

Meeting Details	Were payment terms discussed?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	Have any records provided by the Government Official(s) (e.g., receipt, presentation) been provided to Millicom's Government Relations manager?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	If no, please explain.	
	Was any hospitality provided during the meeting?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	If yes, please indicate the type of hospitality provided and attach the Hospitality Disclosure Form with the written pre-approval from the Chief Ethics & Compliance Officer.	
	<input type="checkbox"/> Hospitality within Gifts & Hospitality Policy limits <input type="checkbox"/> Other _____	
	Were any topics discussed during the meeting that were not included in the original meeting agenda?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If yes, please explain.		
If any business other than that indicated in the Meeting Purpose section of this form was discussed with the Government Official(s) during the meeting, please explain the subjects discussed and the outcome.		
Outcome of Meeting and Next Steps	Please explain.	

If any participant at the meeting acted inconsistently with Millicom's Supplier Code of Conduct, Code of Conduct, Gifts & Hospitality Policy, Anti-Corruption Policy, or any other corruption-related policy, immediately report this behavior to the Ethics & Compliance Department.