

MILlicom INTERNATIONAL CELLULAR S.A.
société anonyme

Registered Office:

**2, rue du Fort Bourbon
L-1249 Luxembourg, Grand-Duchy of Luxembourg
- R.C.S. Luxembourg: B 40.630 –**

POWER OF ATTORNEY – Shareholders

I, the undersigned, _____ (*name of signatory*),
with professional address at _____
(*address of registered office*), acting on behalf of _____
(*Individual capacity / Shareholder's full company name / Annex I*)¹, with full capacity to represent the
Shareholder(s) at the EGM, and vote in accordance with the voting instructions described below,
holder of _____ (*number*) common shares in **Millicom International
Cellular S.A.**, a Luxembourg public limited liability company (*société anonyme*) with registered office
at 2, rue du Fort Bourbon L-1249 Luxembourg, Grand-Duchy of Luxembourg under the company
number B 40.630 ("**Millicom**" or the "**Company**"), hereby gives special power of attorney, with full
power of substitution, to: _____
(*name of the designated person /Chairman of the EGM as defined below*)² (the "**Attorney**") in order
for the Attorney to individually under his/her sole signature to represent the undersigned at the
extraordinary general meeting (the "**EGM**") of the shareholders of Millicom, to be held on January 7,
2019 starting from 12:00 noon (CET) at the Millicom Registered Office, or on any other date or at any
other time or location should the EGM be reconvened with the following agenda, and to vote as
indicated in the table below, with reference to the proposals for each respective item of the agenda
included in the Convening Notice for the EGM, and there, for and on behalf of the undersigned.

The undersigned authorizes and empowers the Attorney, for and on behalf of the undersigned, to sign
all deeds and documents or do all acts necessary or useful in respect of the performance of this power
of attorney even though not especially indicated, promising to ratify such acts and signatures if need be
under this power of attorney, which shall be irrevocable for a period ending on May 2, 2019.

This power of attorney is governed by, and shall be construed in accordance with Luxembourg law.
The courts of the district of Luxembourg City shall have exclusive jurisdiction to hear any dispute or
controversy arising out of or in connection with this power of attorney.

¹ If acting on behalf of more than one Shareholder, please include the list of shareholders and number of shares as
Annex I – Investors can be grouped in one proxy as long as they vote equally and designate the same person as
Attorney.

² The Chairman of the EGM will be given the power of attorney if no other designated person is indicated.

EGM

By ticking this box, the undersigned authorizes the Attorney to vote on all the items of the agenda of the EGM as she/he considers appropriate

Otherwise, please tick the boxes below to instruct the Attorney as considered appropriate:

	Agenda items of the EGM*	Vote in favour	Vote against	Abstain from voting
1.	To elect the Chairman of the EGM and to empower the Chairman of the EGM to appoint the other members of the bureau of the meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	To acknowledge the resignation of Mr. Tom Boardman as a Director and the Chairman of the Board of Millicom effective on the day of the EGM.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	To acknowledge the resignation of Mr. Anders Jensen as Director of the Board of Millicom effective on the day of the EGM.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	To elect Ms. Pernille Erenbjerg as a new Director of the Board of Millicom for a term starting on the day of the EGM and ending on the day of the next annual general meeting to take place in 2019 (the " 2019 AGM ").	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	To elect Mr. James Thompson as a new Director of the Board of Millicom for a term starting on the day of the EGM and ending on the day of the 2019 AGM.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	To elect Mr. José Antonio Rios García as new Chairman of the Board of Directors of Millicom for a term starting on the day of the EGM and ending on the day of the 2019 AGM.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	To acknowledge that the new Directors' and Chairman's remuneration for the period from the EGM to the earlier of the first day of trading of Millicom shares pursuant to the planned second listing on the Nasdaq stock exchange in the U.S. (the "Second Listing") and the 2019 AGM, shall be in line with the remuneration approved by the annual general meeting held on May 4, 2018 (the " 2018 AGM ").	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	To approve the Directors' revised annual remuneration effective on a pro rata temporis basis for the period from the Second Listing to the 2019 AGM, including (i) fee-based compensation amounting to USD 687,500, and (ii) share-based compensation amounting to USD 950,000, such shares to be provided from the Company's treasury shares or alternatively to be issued from Millicom's authorized share capital to be fully paid-up out of the available reserves (i.e. for nil consideration from the relevant Directors).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	To amend article 7 of the Company's Articles of Association to stipulate that the Nomination Committee rules and procedures of the Swedish Code of Corporate Governance shall be applied for the election of Directors to the Board of Directors of the Company, as long as such compliance does not conflict with applicable mandatory law or regulation or the mandatory rules of any stock exchange on which the Company's shares are listed.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**More details are included under the notes of the convening notice to the EGM.*

and there, for and on behalf of the undersigned:

- to vote and take in the name and on behalf of the undersigned, all the resolutions with respect to the above agenda, and to take any other resolutions which might be considered useful or necessary.
- in general to do and perform any and all acts and deeds which may be necessary or useful in the accomplishment of the present power of attorney.

Given in _____ (place), on _____ 2018 (date)

Signature: _____

Name:

Position:

Company name (if applicable):

This Power of Attorney (completed, dated and signed) must be sent to Millicom no later than on December 21, 2018 at 23:59 (CET):

- If signed electronically, by email to information@millicom.com, or
- If signed physically, a scan by email to information@millicom.com, no later than on **December 21, 2018** followed by original documents sent by post to Millicom International Cellular S.A., 2 rue du Fort Bourbon, L-1249 Luxembourg, attention: Company Secretary. Original documents must be received by Millicom no later than **December 28, 2018**.

In order to exercise their rights at the EGM, beneficial owners having registered their shares in the name of a nominee/broker must temporarily re-register in their own name in the records maintained by AST or DTCC. Beneficial owners needing to re-register must inform their nominee/broker well in advance of the Record Date so the necessary actions can be taken to ensure that the shareholder's name appears on the records maintained by AST or DTCC on **December 21, 2018 at 23:59 (CET)**. Please note that beneficial owners who have not re-registered their shares with AST or DTCC by 23.59 CET on **December 21, 2018** will not be eligible to participate in the EGM. If the beneficial owner does not wish to re-register their shares, then their nominee/broker (listed as shareholder) should be instructed to vote.

Please provide evidence of the signatory's power of representation in case the PoA is granted on behalf of a legal entity

