

**Millicom International Cellular S.A.**

*société anonyme*

Registered Address: 2, rue du Fort Bourbon, L-1249 Luxembourg

R.C.S. Luxembourg: B 40.630

("Millicom" or the "Company")

**DRAFT RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF MILLICOM'S  
SHAREHOLDERS (THE "AGM")**

**THAT WILL BE HELD ON MAY 2, 2019 AT 12 noon (CET)**

**at the Hotel Le Royal, 12 Boulevard Royal, 2449 Luxembourg**

**THE FINAL MINUTES WILL BE POSTED FOLLOWING THE AGM**

**FIRST PROPOSED RESOLUTION**

To appoint Mr. Alexander Koch, attorney at law (*Rechtsanwalt/ Avocat à la Cour*), with professional address in Luxembourg, as Chairman of the AGM.

In case of absence of Mr. Alexander Koch, the Chairman of the Board of Directors of Millicom or in the absence of the Chairman of the Board of Directors, any member of the Board of Directors shall be empowered to appoint the person to preside over the AGM amongst the persons present at the meeting.

To empower the Chairman of the AGM to appoint the other members of the bureau, i.e. the Secretary and the Scrutineer, amongst the persons present at the meeting.

**SECOND PROPOSED RESOLUTION**

To acknowledge the management reports of the Board of Directors (the "Board") and the reports of the external auditor on the annual accounts and the consolidated accounts for the year ended December 31, 2018.

**THIRD PROPOSED RESOLUTION**

To approve the annual accounts and the consolidated accounts for the year ended December 31, 2018.

**FOURTH PROPOSED RESOLUTION**

To allocate the results of the year ended December 31, 2018 to the profit or loss brought forward account of Millicom.

**FIFTH PROPOSED RESOLUTION**

To approve the distribution by Millicom of a dividend of USD 2.64 per share to be paid in two equal instalments on or around May 10, 2019 and on or around November 12, 2019.

**SIXTH PROPOSED RESOLUTION**

To discharge all the Directors of Millicom for the performance of their mandates during the year ended December 31, 2018.

#### **SEVENTH PROPOSED RESOLUTION**

To resolve to set the number of Directors at eight (8).

#### **EIGHTH PROPOSED RESOLUTION**

To approve the re-election of Mr. José Antonio Ríos García as a Director for a term ending on the annual general meeting to be held in 2020 (the "2020 AGM").

#### **NINTH PROPOSED RESOLUTION**

To approve the re-election of Ms. Pernille Erenbjerg as a Director for a term ending on the 2020 AGM.

#### **TENTH PROPOSED RESOLUTION**

To approve the re-election of Ms. Janet Davidson as a Director for a term ending on the 2020 AGM.

#### **ELEVENTH PROPOSED RESOLUTION**

To approve the re-election of Mr. Tomas Eliasson as a Director for a term ending on the 2020 AGM.

#### **TWELFTH PROPOSED RESOLUTION**

To approve the re-election of Mr. Odilon Almeida as a Director for a term ending on the 2020 AGM.

#### **THIRTEENTH PROPOSED RESOLUTION**

To approve the re-election of Mr. Lars-Åke Norling as a Director for a term ending on the 2020 AGM.

#### **FOURTEENTH PROPOSED RESOLUTION**

To approve the re-election of Mr. James Thompson as a Director for a term ending on the 2020 AGM.

#### **FIFTEENTH PROPOSED RESOLUTION**

To approve the election of Ms. Mercedes Johnson as a Director for a term ending on the 2020 AGM.

#### **SIXTEENTH PROPOSED RESOLUTION**

To approve the re-election of Mr. José Antonio Ríos García as Chairman of the Board for a term ending on the 2020 AGM.

#### **SEVENTEENTH PROPOSED RESOLUTION**

To approve the Directors' remuneration for the period from the AGM to the 2020 AGM.

**EIGHTEENTH PROPOSED RESOLUTION**

To re-elect Ernst & Young S.A., Luxembourg Luxembourg as the external auditor for a term ending on the 2020 AGM and to approve the external auditor remuneration to be paid against approved account.

**NINETEENTH PROPOSED RESOLUTION**

To approve the procedure on the appointment of the Nomination Committee and its assignment.

**TWENTIETH PROPOSED RESOLUTION**

To approve the Share Repurchase Plan.

**TWENTY- FIRST PROPOSED RESOLUTION**

To approve the guidelines for remuneration of senior management.

**TWENTY- SECOND PROPOSED RESOLUTION**

To approve the share-based incentive plans for Millicom employees.