



# **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 regarding Included Company Business or Advocacy Activities (as defined below), is conducted with transparency, integrity, professionalism, and in accordance with Millicom’s Code of Conduct, Supplier 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.

## 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	A Third Party that interfaces on Millicom’s behalf, indirectly or directly, with Government Officials (such as Suppliers, consultants, and other service providers). <div data-bbox="873 1199 1463 1388" 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"><li>• Law firms;</li><li>• Logistics companies; and</li><li>• HR service companies.</li></ul></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.



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<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>	<p>For purposes of this Policy, “Government Officials” may include family members or close relatives of anyone described in this section.</p> <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>
<p>Government and Politically Affiliated Entity</p>	<p>Includes but is not limited to:</p> <ul style="list-style-type: none"> <li>• Any government department, agency, ministry, instrumentality, or entity, whether federal, state, or municipal, including the administrative, judicial, and legislative bodies;</li> <li>• Any political party or political campaign;</li> <li>• Any state-owned or state-controlled department, company, corporation, partnership, enterprise, public institution, or civil association;</li> <li>• Any public international organization, such as the United Nations, the World Bank, and the International Monetary Fund; and</li> <li>• Any recognized traditional or tribal council, governing body, or authority, or any recognized traditional or royal family.</li> </ul>	
<p>Included Company Business</p>	<p>Any meeting that includes discussions related to obtaining authorization to do business, such as, for example, permits, permissions, or licenses (including spectrum related discussions), payments, tenders, etc.</p>	
<p>Advocacy Activities</p>	<p>Any activity carried out to provide input on policy formation and decision-making process, through various forms of support directed to government officials. <i>(All such activities must comply with Millicom’s Anticorruption Policy)</i></p>	



## **2.0 Requirements**

- 2.1** When interacting with government officials, all employees, TPI's or Business Partners must follow all applicable laws, use good judgement and common sense, and act in accordance with Millicom's Code of Conduct, Supplier'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.
- 2.2** Any Millicom Employee, TPI, or Business Partner when interacting with a Government Official for Included Company Business or Advocacy Activities, must act with integrity and honesty, and be open and transparent about the purpose of the interaction, his/her identity, and his/her relationship with Millicom.
- 2.3** If Millicom, Tigo or other Millicom Group companies have the intention to employ a former Government Official, the interested entity must take the necessary measures to fully comply with the laws and regulations applicable to the respective country and government institution, as well as best practices for purposes of protecting Millicom from real or potential conflicts of interests, in accordance with Millicom's Conflicts of Interest policy.
- 2.4** The Corporate Affairs Department of each operation is responsible for maintaining a database of all Government Official interactions regardless of its purpose, which must be reviewed and updated annually. Each department with government interactions is responsible for providing information on their Government Official interactions to the Corporate Affairs Department.
- 2.5** 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 may be obtained from Group Ethics & Compliance Department, but must be obtained in writing.
- 2.6** All Government Official interactions regarding Included Company Business or Advocacy Activities must be reported within 72 hours following the meeting. The Employee interacting with the Government Official or that is responsible for a TPI or Business Partner who is interacting with a Government Official, must complete the Government Official Interactions Form (attached) and provide a copy to the respective Corporate Affairs Department.



- 2.7 The Ethics & Compliance Department will periodically review completed Government Official Interactions Forms and databases in all markets.
- 2.8 The Ethics & Compliance and Internal Audit Departments are responsible for monitoring the compliance and adherence to the provisions of this Procedure.

**3.0 Resources**

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

**4.0 Exception**

The provisions of this procedure do not apply to interactions with our Tigo Colombia joint venture or any of its employees, which are considered a part of Millicom’s Group companies.

**5.0 Revision History**

Revision No.	Effective Date	Changes	Prepared By	Reviewed By
A-0	01 January 2018	Ethics & Compliance Department	Ethics & Compliance Department	HL Rogers – EVP Chief Ethics & Compliance Officer Salvador Escalon – General Counsel Rachel Samren – EVP Chief External Affairs Officer
A-1 (Review Approval July 2018)	January 1st 2019	Update	Ethics & Compliance Department	Rachel Samren & HL Rogers
A.2	May 2019	Update	Ethics & Compliance Department	HL Rogers – EVP and Chief Ethics & Compliance Officer
<b>Latest Revision Approved By: CECO and Compliance Committee</b>				



**Government Official Interactions Form**

<b>Instructions</b>	This form must be completed by the Millicom Employee responsible for the project or work before or within 72 hours of any meeting with a Government Official that involves Included Company Business or Advocacy Activities. The responsible employee must be in attendance and must assure that the form is filled out. Employees must indicate any document(s) provided by the Government Official in this form.
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<b>Four Eyes Principle</b>	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 may be obtained from Group Ethics & Compliance, but must be obtained in writing
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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	
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<b>Meeting Purpose</b>	<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="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 _____
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<b>Attendees</b>	Total Number of Attendees _____
	<b>External Attendees</b> 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
	<b>Millicom Employee Attendees</b> Name _____ Name _____ Name _____ Name _____



## 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 Corporate Affairs Department?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	If no, please explain.	
	Were any benefits provided during the meeting?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	If yes, please indicate the type of benefit provided: <input type="checkbox"/> Meal within Gifts & Hospitality Policy limits <input type="checkbox"/> Hospitality within Gifts & Hospitality Policy limits <input type="checkbox"/> Travel in accordance with Travel Policy <input type="checkbox"/> Other _____	
Outcome of Meeting and Next Steps	Please explain.	

**By submitting this form, I certify that all Millicom/Tigo participants acted in accordance with all relevant and applicable laws and Millicom policies.**

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