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# ANTI-Corruption policy

## ENSURING ETHICAL BUSINESS CONDUCT AT THE HIGHEST STANDARDS

Tele2 is committed to conducting its business at the highest ethical levels. Therefore, all Tele2 employees, the leadership team and the members of the Board of Directors, have accepted the Tele2 Code of Conduct and works according to these rules. Tele2 does not tolerate corruption in any form.

Part of our Code of Conduct is a commitment to take measures to prevent corruption, and to take action in case corruption occurs within Tele2. To do so, Tele2 needs clear rules and processes, beyond what is set by the Code of Conduct. That is what this Anti-Corruption Policy does.

For this policy to function well, it needs to fit within the values and way of working within Tele2. Therefore, this policy accommodates employees to take responsibility and use their moral compass as much as possible. This gives employees freedom to act responsibly within their day-to-day work and does not burden them with hurdles that distract them from doing their work and doing what is right.

To achieve this, the policy explains its scope and basic principles and contains behavioural and procedural guidelines for employees to follow.



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## Scope and key principles

### Contents and applicability

This Anti-Corruption Policy addresses bribery and conflict of interest. Within that scope, it also gives guidance for business courtesy, dealing with government bodies and public officials, political contributions, charitable donations and sponsorships.

The Anti-Corruption Policy applies to all employees of Tele2 (through contract of employment, or any other contract). This includes the leadership team and Board of Directors.

For the purpose of this policy, Tele2 means Tele2 AB and all of its majority owned or controlled subsidiaries.

### Relation to other relevant documents

In parallel to this Anti-Corruption Policy, there are other relevant documents: the Code of Conduct, the Whistleblower Policy and the Procurement Policy as well as local guidelines for events, gifts and representation.

This Anti-Corruption Policy specifies the requirements the Code of Conduct puts on all Tele2 employees, the leadership team and the members of the Board of Directors for the subjects that are in the scope of this policy as listed above.

The Whistleblower Policy determines the possibilities for Tele2 employees or anyone else working with Tele2 to report wrongdoing within the company, the protection whistleblowers receive and the necessary procedures for whistleblowing.

The Procurement Policy contains specific rules and procedures for the procurement of goods and services for Tele2.

These policies are available on Tele2's intranet and the relevant sections on Tele2.com.

### Key principles

Tele2 strives to always abide by the law and operates in accordance with the principles of basic human rights. The Tele2 Code of Conduct, based on the UN Global Compact, contains the material aspects that apply to our business conduct. Tele2 extends these principles to its business partners via the Business Partner Code of Conduct.

Tele2 empowers its employees with the Tele2 way that encourages fair business practices, trust and accountability. That means that it is the primary responsibility for the employee to make judgements and take decisions in their day-to-day work that ensure that they act in accordance with the Code of Conduct, Anti-Corruption Policy and related policies. The policies provide principles that guide responsible decision making, rather than creating administrative or procedural hurdles that enforce certain behaviour.

Employees whose responsibilities involve interactions with public authorities and any other third parties such as agents, intermediaries, partners, vendors and consultants should discuss those with their managers from the perspective of this policy, on a regular basis. In case of doubt, regarding specific situations, employees must seek guidance from their manager, who in turn can seek guidance from the legal department in their respective country.

### Key responsibilities and roles

The following key responsibilities apply regarding the Anti-Corruption Policy:

- All employees are responsible to act in accordance with the policies. Compliance with the policies is required for both actions and omissions (not taking action when required), adhering to both the text and the spirit of the rules. Employees that are managers are additionally responsible to provide guidance to their employees.

- The Anti-Corruption Policy and related policies are drafted and maintained by the Head of Legal for Tele2 Sweden under the responsibility and supervision of the EVP Corporate Affairs.
- The Head of Legal and Director Group Security are available to answer questions from managers in case they need guidance beyond what is provided in the relevant policies.
- Employees are required to report any violations of this policy or other relevant policies. They can do so with their manager, or through the channels provided in the Whistleblowing Policy.
- Each Head of Department is responsible to identify the need for training in their organization.

The contact information of the relevant persons that occupy the roles listed above is available on Tele2's intranet and on the relevant section on Tele2.com.

## Violations of the Anti-Corruption Policy

All employees are required to report violations of the Code of Conduct and the Anti-Corruption Policy. They can go to their manager or use the other channels described in the Whistleblowing Policy. Employees that report in accordance with the Whistleblowing Policy qualify for protection granted by that policy.

Violations of this policy will be investigated and may lead to employment law measures up to and including termination of employment as well as other actions as a result of a breach and misconduct. . Tele2 shall always report to external authorities when that is required by law or necessary due to the seriousness of the wrongdoing that is reported.

## Behavioural Guidelines

This chapter describes the behaviours that employees need to follow to avoid corruption.

### Bribery and conflict of interest

Tele2 employees and persons acting on behalf of Tele2 must not engage in bribery. Bribery means to offer, promise, give, accept or solicit an advantage as an inducement for an action which is illegal, unethical or a breach of trust. Inducements can take the form of gifts, loans, fees, rewards or other advantages (taxes, services, donations, favours etc.).

Tele2 employees and persons acting on behalf of Tele2 must not cause or remain in a situation of conflict of interest. Conflict of interest means: a situation where an individual or the entity for which they work, whether a government, business or other organization, is confronted with choosing between the duties and demands of their position and their own private interests.

Tele2 employees and persons acting on behalf of Tele2 must also avoid the appearance of both bribery and conflict of interest.

Tele2 employees and those acting on behalf of Tele2 must not act in a way that puts themselves in a situation of conflict of interest. They are expected to exercise transparency and must report to their manager or through other appropriate channels (e.g. via the Incident Report System or Whistleblowing Policy channels, if the severity of the situation requires) in case:

- There is or has been an attempt of bribery;
- There is or has been a conflict of interest situation;
- A situation occurs that gives rise to the possibility or appearance of bribery or a situation of conflict of interest that can still be avoided.

## Business courtesy

During the normal course of business, some employees will come into contact with certain forms of courtesy, such as gifts, meals, entertainment or other forms of hospitality. This policy does not rule out these customs that are part of normal business conduct, but aims to maintain appropriate business relations and to rule out excesses that (may) constitute bribery, create a possible conflict of interest, or the perception of either. To that end, the following guidelines apply:

- Employees are required to consider whether accepting or providing gifts, meals, hospitality and expenses to or from others can reasonably be considered as normal business conduct, before they engage in an exchange.
- Tele2 employees may not solicit for gifts, meals, hospitality and expenses from others. They may accept gifts, meals, hospitality and expenses, provided that they are:
  - of reasonable value (i.e. the equivalent of EUR 50 or less or as otherwise set out in local guidelines);
  - considering the circumstances, reasonably modest and business related; and
- Value should be considered over the cumulative receivables over course of the business relation (i.e. consecutive gifts should be considered as a whole).
- Furthermore, gifts, meals, hospitality and expenses may only be accepted if:
  - gifts and invitations are freely offered, and not in exchange for any (attempt to) influence a decision or action;
  - there is no risk that they may be perceived as a bribe;
  - they are reported by the employee to their manager.
- Employees must be aware that benefits without a direct or concrete financial value (e.g. prestige, exclusivity or sentimental value) can still be of other value to the recipient and it may be inappropriate to accept them, if they constitute (the perception of) bribery or a conflict of interest.
- If due to specific circumstances the refusal of a business courtesy can unduly harm a business relation, they must notify their manager at the earliest opportunity of the situation if they have chosen to accept.
- Participation in study tours, exhibitions, conferences and similar events, organized by a business relation should be discussed between the employee and their manager, in order for them to decide whether the program is relevant to the business, useful in carrying out their normal work and is otherwise not in contradiction with the policy. Tele2 must pay for the participation. Likewise, if Tele2 is arranging the event, the associated travel and lodging expenses must be paid by the recipient's employer.
- All Tele2 employees and entities must inform any third-party offering gifts, meals, hospitality and expenses of the requirements of the Anti-Corruption Policy, as soon as this becomes relevant in the relationship with their contact.

Local operations may create additions or exceptions to these rules, provided that they are in the spirit of this policy. These additions must be approved by the country CEO and the Head of Legal of that country.

## Dealing with government bodies and public officials

In engagements with government bodies and public officials all the guidelines prescribed by the Anti-Corruption Policy are applicable.

In addition, employees of Tele2, or those acting on behalf of Tele2, must not (offer to) make facility payments, meaning payments made to secure or expedite the performance of a routine or necessary action to which Tele2 has legal or other entitlement.

## Donations and sponsorships

Charitable or political donations contain the risk to be a concealed form of bribery or corruption, in particular when there are direct or indirect ties to a government body or public official (or anyone related to this official), or they would otherwise directly or indirectly benefit from a charitable or political donation.

## Political donations

Tele2 does not allow any corporate political donations to be made directly or accept that any corporate political donations are made on its behalf.

## Charitable donations and sponsorships

Charitable donations and sponsorships are permitted, under the following conditions:

- They are in accordance with the applicable rules on expenditure and budget, and follow the normal approval procedures for expenditures;
- Charitable donations and sponsorships must be modest, and not frequently occurring;
- They are promised or granted without the purpose of creating a conflict of interest or bribery;
- They are promised or granted to established charities with recognizable charitable aims;
- Charitable donations and sponsorships with a value equivalent to EUR 2000 or above, paid by or on behalf of the company, must be approved by the EVP Corporate Affairs and EVP CFO.

These rules apply equally to charitable donations paid in kind.

Tele2 is a founding partner of the *Reach for Change* non-profit organization. The partnership is subject to due control by Tele2. Reach for Change is validated by Svensk Insamlingskontroll, which oversees the gathering of funds for humanitarian and charitable goals to ensure trustworthy control. Therefore, donations or assistance to Reach for Change are not subject to prior approval.

## Procedural Guidelines

To be able to verify that our day-to-day business is carried out in accordance with the Anti-Corruption Policy, it is necessary to ensure that certain procedures are being followed. These procedures are set out in this chapter.

## Procurement activities

Procurement activities must be performed in compliance with the Tele2 Group Purchasing Policy and the Code of Conduct, which clearly states the basic principles regarding fair selection of suppliers and segregation of duties.

## Payments

Business courtesy offered by Tele2 or its employees, must be requested and paid for by Tele2. Payments in cash of any kind, by or on behalf of Tele2, are prohibited.

Tele2 employees and entities working on behalf of Tele2 are prohibited from personally paying for business courtesy in lieu of the company as a way of circumventing the Anti-Corruption Policy and related policies. This does not prevent employees to advance the payment of business courtesy, even in cash, as long as these payments are expensed in full by the employee.

## Books and records

Tele2 and its employees must ensure that all business courtesy paid is systematically and properly recorded in Tele2's books and records. A Tele2 employee seeking approval of a payment of any kind must submit adequate supporting documentation with their request, including the names of the beneficiaries, before a payment can be authorized.

Tele2 will not approve a payment, directly or indirectly, to undisclosed or unknown recipients. Undisclosed, unrecorded, or otherwise "off the books" payments are prohibited.

## Governance

This policy has the authority of the Board of Directors and the leadership team, and is governed by the Audit Committee of the Board.