

Owner
Chief Ethics & Compliance Officer

Approval Date **Version**
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No.
T 5086-13 UEN

Security
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Approved by
Board of Directors

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GROUP POLICY - ANTI-BRIBERY AND CORRUPTION

Telia Company is committed to the highest norms of business conduct. We act in a responsible way, based on our Group Code of Responsible Business Conduct. This Group Policy is aligned with the 10th Principle of the UN Global Compact and Section VII of the OECD Guidelines for Multinational Enterprises to which Telia Company adheres to.

1 PURPOSE

The purpose of this Group Policy is to set common standards for all Telia Company business regarding compliance with our zero-tolerance policy towards any form of bribery and corruption, and in compliance with local laws of the countries where Telia Company operates.

2 PRINCIPLES

The following principles apply for the activities under this Group Policy:

2.1 Prohibition of bribery and corruption

- Telia Company has a clear statement against bribery and corruption, and does not accept bribery or corruption in any form.
- At Telia Company we do not offer, promise, or give, request, accept or receive bribes or other undue advantage to and from public officials or the employees of business partners to obtain or retain business, or to encourage or reward a decision.
- No employee of Telia Company shall offer, promise, give, authorise, request, accept or receive a bribe or other undue advantage, either directly or indirectly, including through any third party. It is prohibited to contribute financial means to any third party in a way that could constitute negligent financing of corruption.

2.2 Solicitation of bribes and extortion

All employees should resist the solicitation of bribes and extortion, i.e. employees should decline requests by a public official or an employee of business partner asking for a bribe or other undue advantage.

We recognize that, in rare and exceptional situations, an employee may be forced to break our principles under threat of violence or personal harm. In cases of extortion by threat of violence or personal harm, the safety of our employees is the most important factor in taking any decision.

For further advice and support on resisting solicitation of bribes and extortion, see Group Instruction - Anti-Bribery and Corruption.

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2.3 Prohibition of facilitation payments

All employees are prohibited from use of facilitation payments, i.e. payments to encourage or ensure that routine procedures are carried out or speeded up.

2.4 Sponsorship, charitable or political donations

We do not permit charitable or political donations or sponsorships as a way of concealing a bribe. It is never acceptable to make donations to political parties. Telia Company has Group Instruction - Sponsorships and Donations which clarifies our approach towards corporate giving, including specification of planning and approval process as well as follow-up.

2.5 Gifts, business hospitality, entertainment, customer travel

Gifts, business hospitality, entertainment and customer travel are only offered or accepted within the limits of local legislation and Group Instruction – Anti-Bribery and Corruption. We do not offer or accept gifts, business hospitality, entertainment or customer travel to encourage or reward a decision.

Telia Company employees can only accept business hospitality and gifts proposals within the allowed limits and if they are open, reasonable, demonstrate a clear business objective, are appropriate for the nature of the business relationship and are accurately recorded.

For further instructions on gifts, hospitality, entertainment, and customer travel, see Group Instruction - Anti-Bribery and Corruption, Group Instruction – Travel and Expenses.

2.6 Conflict of interest

At Telia Company we avoid an interest or situation that conflicts, or may appear to conflict, with our professional duty. Telia Company employees are expected to always act in Telia Company's best interest and to exercise sound judgement, unaffected by private interests or divided loyalties.

2.7 Selection of suppliers and segregation of duties

All procurement activities at Telia Company are performed in compliance with Group Instruction – Source-to-Pay, which clearly states the basic principles for a fair selection of suppliers and segregation of duties between defining needs and selection of suppliers.

2.8 Supplier Code of Conduct

The Supplier Code of Conduct includes a strict prohibition for all forms of corruption, including but not limited to extortion, solicitation, bribery of public officials, private sector bribery, negligent financing of corruption, facilitation payments, nepotism, fraud and money laundering.

2.9 Due diligence of third parties

It is important to make sure that money paid to third parties, for example to agents, partners, vendors and consultants, is not used for corruption. Risk-based due diligence of third parties must be conducted and properly documented. "Red flags" are investigated, and necessary precautions and actions taken to eliminate or mitigate the risk for bribery and corruption in relation to third parties. Red flags are outlined in Group Guideline on Third Party Due Care.

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2.10 Mergers and acquisitions

Mergers and acquisitions are conducted according to Telia Company's M&A Handbook, which stipulates principles for practicing due care and performing anti-corruption due diligence procedures.

2.11 Financial books and records

We keep accurate and transparent financial books and records, including a system of internal controls, to ensure that they cannot be used for the purpose of bribing or hiding bribery. This includes the requirement that gifts and hospitality as well as sponsorships and donations are recorded to reflect the nature and purpose of the activity. We also require and keep records of the needed approval documents and verification of third parties.

Further practical guidance is outlined in Group Guideline on Third Party Due Care.

2.12 Training

Employees who are at greatest risk of ending up in situations of corruption – especially those in supply chain, international sales, contracting or procurement – are trained in avoiding, preventing, spotting and reporting bribery and corruption.

2.13 Interactions with public officials

Telia Company does not allow gifts, apart from branded items of minimal value, to public officials. Discussions and agreements involving public officials must be fully documented.

Interactions with public officials should be conducted in compliance with Group Instruction – Interaction with Authorities, Administrations and other Governing Bodies.

These principles apply as long as they do not place Telia Company in violation of domestic laws and regulations. If domestic laws or regulations have stricter requirements, those laws supersede the principles stated in this Group Policy.

3 ROLES AND RESPONSIBILITIES

This Group Policy applies to Telia Company AB and its Subsidiaries¹ and Joint Operations² as their own binding policy to all directors, members of the boards, officers and employees. In addition, Telia Company works towards promoting and adopting this Policy's principles and objectives in other associated companies where Telia Company does not have control but has significant influence.

Each Group Executive reporting to the CEO of Telia Company is responsible for ensuring that this Group Policy is duly communicated and implemented, and that the employees within his/her area of responsibility are familiar with and follow this Group Policy.

¹ All entities over which Telia Company AB has majority control.

² The joint operations over which Telia Company AB has joint control and management responsibility.

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Each country CEO is responsible for ensuring that all relevant entities within the CEO's geographic location has adopted and implemented this Group Policy.

4 BREACHES AGAINST THE POLICY

Any Telia Company employee who suspects violations of the Code of Responsible Business Conduct or this Group Policy must speak up and raise the issue to their line manager, to the Ethics and Compliance Office, or through the Speak-Up Line. The Speak-Up Line is available on Telia Company's internal and external webpages.

Telia Company expressly forbids any form of retaliation for people who speak up. For specific requirements, please see our Group Instruction on Internal Reporting and Non-Retaliation.

Violations against this Group Policy can lead to disciplinary action, up to and including termination.

5 TARGET GROUP

This Group Policy is applicable to outside parties acting on behalf of Telia Company in all countries where Telia Company operates, including but not limited to, agents, intermediaries, consultants, representatives, distributors, teaming partners, contractors and suppliers, consortia, and joint venture partners.

All Telia Company employees has duty to comply with this Group Policy.

6 EXEMPTIONS

A Subsidiary-specific corresponding policy shall be compliant with this Group Policy while adapting to the concerned business activities, local laws, local circumstances and language. If a deviation or exemption from this Group Policy is deemed necessary, the Country CEO shall escalate the matter to the Group General Counsel.

7 GROUP GOVERNANCE FRAMEWORK

This Group Policy is part of the Group Governance Framework, which includes without limitation:

- a) Code of Responsible Business Conduct, Purpose and Values, Strategy, Group Policies, and Instructions for the CEO as approved by the Board of Directors;
- b) Decisions made by the CEO, the Delegation of Obligations and Authority as approved by the CEO, Group Instructions as approved by the CEO or by the responsible Head of Group Function; and
- c) Guidelines, best practices, process descriptions, templates or working routines developed within the area of responsibility of Head of Group Function.

There is a set of Group Instructions and Group Guidelines connected to this Group Policy.

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8 TERMS AND ABBREVIATIONS

“Bribery”	The act of offering, promising, giving, providing, authorizing, requesting, accepting or receiving of a financial or other undue advantage in order to encourage improper performance of duties or to misuse a person’s position. A bribe can be anything of value and does not necessarily involve money.
“Conflict of interest”	The situation when financial or other personal considerations may – or may appear to – affect an employee’s loyalties, professional judgement, and performance of duty.
“Corruption”	The abuse of entrusted power for private gain.
“Extortion”	The act of asking bribes or other undue advantage accompanied by a threat.
“Facilitation payments”	The payments made to encourage or ensure that routine procedures are carried out or speeded up. This term does not include payments, made to obtain or retain business or other improper advantage, that constitute a bribe.
“Negligent financing of corruption”	The failure to ensure that the funds provided to third parties are not used for bribery or corruption.
“Solicitation of bribes”	The act of asking bribes or other undue advantage.

For further information, refer to Group Instruction – Anti-Bribery and Corruption, Group Instruction – Internal Reporting and Non-Retaliation, Group Instruction – Interaction with authorities, administrations and other governing bodies and Group Instruction – Sponsorships and Donations.