

Owner
Ingrid Stenmark, Head of CEO Office

Approval Date
2015-05-21

No.
T 5222-15 Uen

Version
1

Security
Public

Approved by
Johan Dannelind

Related
50087279

GROUP INSTRUCTION - INTERACTION WITH AUTHORITIES, ADMINISTRATIONS AND OTHER GOVERNING BODIES

1 Background and Description

This Group Instruction is a binding document for Telia Company AB and its Subsidiaries (“Telia Company”) and their employees.

It describes how employees shall act and report when they interact with authorities, administrations and other governing bodies (as defined in section 2.2 below).

This Group Instruction is related to, and aligned with, the Group Code of Ethics and Conduct and complements the Group Anti-Corruption Instruction’s principles for engaging with public officials.

Terms that start with a capital letter in this Group Instruction shall have the defined meaning set out in the Delegation of Obligations and Authority from the CEO.

2 Scope and Purpose

2.1 Scope

This Group Instruction applies to Telia Company AB and for each Subsidiary as their own binding instruction. Telia Company works towards adopting the principles and objectives set out in this Group Instruction also in all the other operations in which TeliaSonera has ownership interests.

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

- a) Code of Ethics and Conduct, Purpose, Shared Values, Focus Areas, Strategy, Group Policies, and Instructions for the CEO as approved by the Board;
- b) Decisions made by the CEO, and Group Instructions and this document as approved by the CEO; and
- c) Group Guidelines as approved by the Heads of Group Functions.

2.2 Purpose

The purpose of this Group Instruction is to ensure that Telia Company’s contacts and meetings with authorities, administrations and other governing bodies always take place in a professional manner.

Owner
Ingrid Stenmark, Head of CEO Office

Approval Date
2015-05-21

No.
T 5222-15 Uen

Version
1

Security
Public

Approved by
Johan Dannelind

Related
50087279

Concerning ownership matters and other matters of Group interest the purpose of this Group Instruction is also to ensure that information is shared within the Group and that contacts and meetings with governing bodies are coordinated.

In this Group Instruction “governing bodies” are defined as authorities or administrations with legislative or administrative powers, such as the European Union institutions, Parliament, Government offices and ministries, regulatory authorities, competition authorities, tax authorities and any other body (global, regional, national or local) that make, or could make decisions that are of major significance for Telia Company’s business activities.

By “ownership matters” is meant all matters that may affect the structuring of Telia Company’s ownership in Operating Companies, such as national laws and regulations (and their application) on ownership of corporations and legal entities, foreign investment and repatriation of profits or dividends. The term “ownership matters” does not include matters related to the ownership or owners of Telia Company AB.

By “matters of Group interest” is meant all matters that may have wide business implications for TeliaSonera also outside an individual Operating Company.

3 Objectives and Requirements

3.1 Telia Company’s interaction with governing bodies

Objectives

To ensure clear responsibilities, professional handling and coordination of Telia Company’s interaction with governing bodies.

Requirement 1

Each Country CEO shall assign clear responsibilities for contacts and meetings with the national telecom regulatory authority (e.g. establish a single internal point of contact) and with other governing bodies in the country.

Requirement 2

Each Country CEO shall ensure that always more than one representative of TeliaSonera attend meetings with governing bodies.

Requirement 3

For matters of Group interest, each Country CEO shall ensure that information on contacts and meetings with governing bodies is sent to the Head of Region and Head of CEO Office. Whenever possible, information shall be sent in advance.

Requirement 4

For matters of Group interest, each Country CEO shall ensure that contacts and meetings with governing bodies are logged and documented.

Owner
Ingrid Stenmark, Head of CEO Office

Approval Date
2015-05-21

No.
T 5222-15 Uen

Version
1

Security
Public

Approved by
Johan Dannelind

Related
50087279

Requirement 5

No employee must accept, attend, plan or schedule a meeting with the European Union institutions without informing and consulting in advance with the Head of a Group Staff Function or Head of a Group Department. This requirement does not apply to the Head of Group Regulatory and Head of Group Public Affairs.

Requirement 6

No employee must engage agents, consultants or other third parties for lobbying activities against governing bodies without informing and consulting in advance with the Head of a Group Staff Function or Head of a Group Department. Note that the Group Anti-Corruption Instruction states that all lobbying agreements need to be approved by the Group General Counsel or Head of Group Ethics & Compliance.

3.2 Ownership matters**Objectives**

To ensure clear responsibilities, professional handling and coordination of ownership matters

Requirement 1

The Head of CEO Office shall have the overall responsibility for initiating, handling and coordinating Telia Company's interaction with governing bodies and other key stakeholders in all countries on ownership matters.

Requirement 2

Each Country CEO shall ensure that information on national developments of ownership matters, e.g. anticipated changes in laws and regulations on such matters, is sent to the Head of CEO Office.

Requirement 3

The Head of CEO Office shall, as appropriate, inform the Heads of Group Staff Functions, Heads of Group Departments, Head of Region and Country CEO before initiating any interaction in any country on ownership matters.

Requirement 4

No employee must accept, attend, plan or schedule a meeting with any governing body or other key stakeholder on ownership matters without informing and consulting with the Head of CEO Office in advance.

Owner
Ingrid Stenmark, Head of CEO Office

Approval Date
2015-05-21

No.
T 5222-15 Uen

Version
1

Security
Public

Approved by
Johan Dannelind

Related
50087279

4 Roles and Responsibilities

Each Executive Vice President, Senior Vice President and Vice President reporting to the CEO in Telia Company is responsible for ensuring that this Group Instruction is duly communicated and implemented and that he/she and the employees within his/her area of responsibility are familiar with and comply with this Group Instruction.

All Telia Company employees are however individually responsible for reading, understanding and complying with this Group Instruction when it applies to the employee's area of work responsibility. Each employee is also obliged to speak up and raise concerns about actual or possible violations of this Group Instruction.

5 Exemptions

If any Telia Company Subsidiary would like to adopt a corresponding Group Instruction with exemptions from this Group Instruction as decided by the CEO of Telia Company AB such exemption(s) must be approved by the CEO of Telia Company AB.

For further information, refer to the Group Policy – Anti-Bribery and Corruption, Group Instruction – Anti-Bribery and Corruption, Group Instruction – Internal Reporting and Non-Retaliation and Group Instruction – Internal Investigations.