

Owner  
Chief Ethics & Compliance Officer

Approval Date  
09/07/2019

No.  
T 11346-14 Uen

Version  
4

Security  
Public

Approved by  
CEO Johan Dannelind

Related  
50086201

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## Group Instruction - Speak Up and Non-Retaliation

This Group Instruction is related to, and aligned with, Group Policy - Anti-Bribery and Corruption.

### 1 PURPOSE

The purpose of this Group Instruction is to promote an open environment where all employees should feel safe in raising concerns and issues. Telia Company encourage and urge all employees, and external parties, to use and to report concerns as well as suspected wrongdoings and incidents of serious non-compliance using the appropriate reporting channels in the speak-up portal.

Telia Company considers the following matters to be serious non-compliance:

- any act of misconduct (for example conflicts of interest, bribery, improper sponsorships, donations, gifts & entertainment, illegal gratuities or facilitation payments);
- irregularities concerning bookkeeping and financial reporting, internal accounting controls, auditing matters;
- financial fraud (for example embezzlement, misuse of company assets, accounting manipulation, theft and misappropriation of assets or dishonest financial statements);
- violation of competition laws (for example price fixing, exchange of price sensitive information, collusion with competitors);
- collusion with third parties – any corruption scheme in any stage of third-party process, including demand for kick-backs, bid rigging, and fraud;
- serious endangerment to environment, health and safety;
- any form of harassment or unequal treatment of our employees;
- activities, which otherwise by law, treaty or agreement amount to serious misconduct (for example trade sanctions and export control, discriminatory practices, use of child labor or other human rights violations).

In Telia Company we generally refer to Speak Up and Speak Up culture, rather than whistleblowing. Cases involving serious non-compliance will however be handled thru a specific channel in the Speak-up portal, which is called the whistleblowing channel.

In Telia Company we strongly emphasize the value of having a healthy speak-up culture in line with our values.

## 2 OBJECTIVES AND REQUIREMENTS

### 2.1 Raise your concerns

#### *Objective*

Telia Company promotes an open environment where all employees should feel safe in raising concerns and issues. The Speak Up process is in place to ensure that there is a process for how to raise a concern or issue. The purpose of the Speak Up culture at Telia Company is to encourage and urge all employees, and external parties, to report concerns as well as suspected wrongdoings and incidents of serious non-compliance using the appropriate reporting channels.



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**Requirement 1**

All employees are responsible for promptly reporting concerns as well as suspected wrongdoings, including an actual or potential violation of law, regulation, policy or instruction.

**Requirement 2**

Employees shall initially and promptly discuss any concern with their immediate manager.

**Requirement 3**

In the event employees are not comfortable discussing a concern with their manager, they could contact their Department Head/Director/CEO, HR representative or Ethics & Compliance Officer.

**Requirement 4**

All managers shall maintain an open-door policy and take adequate measures to ensure that their staff has all the information about the system and that the system truly encourages reporting of problems and that there will not be any retaliation, retribution or harassment for doing so.

**Requirement 5**

If an employee is not comfortable raising a concern to the parties outlined in requirements 2 and 3, he/she shall report the concern using the whistleblowing channel within the Speak Up portal. The whistleblowing channel enables anonymous reporting.

Some countries have imposed legal restrictions on what can and cannot be reported through the whistleblowing channel. Details of these restrictions are presented when accessing the Speak Up portal.

Finally, the employee can use the following as alternatives to the Speak Up portal

- a) email sent to [speak-up-line@teliacompany.com](mailto:speak-up-line@teliacompany.com)
- b) mail sent to Telia Company AB head office

Chief Ethics & Compliance Officer

Group Ethics & Compliance

Telia Company AB

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**Requirement 6**

If a manager receives a concern or allegation of non-compliance, which should be subject to further investigations, the claim should be filed in the Manager Report Form available through the Manager Portal on TC Intranet.

**Requirement 7**

External parties shall use the Speak Up Portal, available on Telia Company external web-page, for raising concerns.

**2.2 Non-Retaliation****Objective**

No employee or consultant should at any time fear that raising a concern has a negative impact on his/her employment. Non-retaliation is the core principle of which the Speak Up culture is built on. The objective is to ensure that the principle of non-retaliation is protected, and serious non-compliance is appropriately dealt with.



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**Requirement 1**

Concerns raised must be done so in good faith, even if the information later turns out to be inaccurate or does not trigger any further action. All reports that are made in good faith can never lead to any retaliation.

**Requirement 2**

It is forbidden to, attempt to apply a sanction or disadvantage or to harass any person who expresses an intention to raise a concern or has raised a concern in good faith

**Requirement 3**

Submitting deliberately false or unfounded reports out of malice intent or with a view of personal gain will mean that the reporting employee loses the non-retaliation protection.

**2.3 Confidentiality and Anonymity****Objective**

To secure that all reports of serious non-compliance, wrongdoings and concerns, from employees and external parties, are handled in a secure and confidential way.

**Requirement 1**

All concerns, raised through the whistleblowing channel within the Speak Up, shall be received by the Special Investigations Office established within Group Ethics & Compliance.

**Requirement 2**

A concern reported, through any channel, must be kept confidential by anyone involved or with knowledge about the report.

**Requirement 3**

Confidentiality and privacy must be maintained throughout the reporting and investigation of a concern in accordance with applicable law and shall be shared only on a need to know basis.

**Requirement 4**

Employees are not allowed to attempt to establish an identity of a whistle-blower.

**Requirement 5**

There may be cases when Telia Company is unable to investigate an anonymous report, as further investigation may prove impossible if the investigator cannot obtain further information, give feedback, or find out whether the report was made in good faith. Persons who raise a concern are encouraged to identify themselves, to handle the investigation in the most efficient way.

**2.4 Disciplinary/corrective actions****Objective**

The objective of the disciplinary/corrective actions are to be a proportionate and effective method of enforcing Telia Company's compliance program, promote a sound corporate culture and have a deterring effect. The objective and below requirements apply to the extent that they do not place Telia Company in violation of domestic laws and regulations.

**Requirement 1**

Employees cannot exempt themselves from the consequences of wrongdoing by self-reporting, although self-reporting may be considered in determining the appropriate course of action.



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**Requirement 2**

Disciplinary/corrective actions are to be decided by appropriate manager.

**Requirement 3**

All disciplinary/corrective actions, including a follow-up of implementation, must be documented.

**Requirement 4**

Head of Group People & Brand and Chief Ethics & Compliance Officer shall be consulted before decision on disciplinary/corrective actions or non-actions concerning members of the Extended Leadership Team ("ELT") is taken.

**2.5 Investigation and Case types****Objective**

The objective of Investigation is to set a minimum standard for Telia Company with regards to managing Speak Up reports, performing internal investigations, establish disciplinary and/or corrective actions and make the process transparent to all stakeholders.

**Requirement 1**

Internal Investigations at Telia Company should be carried out swiftly and to establish facts with minimum disruption to the business or the personal lives of employees; and to make sure that confidentiality and non-retaliation always are respected.

**Requirement 2**

All Internal Investigations conducted, shall be managed according to a formal and documented process.

**2.5.1 Case description at Special Investigations Office**

Special Investigations Office ("SIO") performs special investigations related to the whistleblowing channel within the Speak Up, including but not limited to:

- Bribery
- Conflict of Interest
- Extortion
- Fraud
- Gifts & Hospitality
- Possible retaliation
- Sanctions and export control
- Money laundering
- Unfair competition
- Environment
- Children's rights
- Other human rights

When reporting a case/issue/concern to SIO you have the possibility to remain anonymous.

More detailed information on how SIO are handling special investigation is described in **Instruction – Special Investigations Office**.



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### 2.5.2 Case description at Security

Security performs investigations related to security incidents, including but not limited to:

- Theft
- Violence
- Substance abuse
- National Security incidents
- Company Assets
- Personal Data
- Confidential Information
- Internal fraud
- Stalking
- Substance abuse
- Fire incident
- Burglary
- Sabotage or vandalism
- Bomb threat

### 2.5.3 Case description at Group People and Brand

Group People and Brand performs investigations related to employee relationships with the company, including but not limited to:

- Equal opportunity (including discrimination)
- Harassment
- Sexual harassment
- Fair employment
- Poor leadership
- Wrongful termination of contract
- Forced or child labour

When reporting a case/issue/concern to Group People & Brand you have the possibility to remain anonymous.

### 2.5.4 Case description at Health and Safety

Country/Unit organizations receive reports related to the following categories and take appropriate actions:

- Accident
- Incident
- Near-miss
- Safety observation
- Positive feedback

## 3 ROLES AND RESPONSIBILITIES

This Group Instruction applies to Telia Company AB and its Subsidiaries<sup>1</sup> and Joint Operations<sup>2</sup> as their own binding instruction to all directors, members of the boards, officers and employees. In addition,

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<sup>1</sup> All entities over which Telia Company AB has majority control.

<sup>2</sup> The joint operations over which Telia Company AB has joint control and management responsibility.



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Telia Company works towards promoting and adopting this instruction'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 Instruction is duly communicated and implemented, and that the employees within his/her area of responsibility are familiar with and follow this Group Instruction.

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

#### **4 BREACHES AGAINST THE INSTRUCTION**

Any Telia Company employee who suspects violations of the Code of Responsible Business Conduct or this Group Instruction must speak up and raise the issue primarily to their line manager, and secondly to the Human Resources department, 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 specific requirements, please read this Group Instruction.

Violations against the Group Instruction can lead to disciplinary action, up to and including termination.

#### **5 TARGET GROUP**

This Group Instruction is applicable and relevant for all employees and business partners.

#### **6 EXEMPTIONS**

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

#### **7 GROUP GOVERNANCE FRAMEWORK**

This Group Instruction 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 area of responsibility of Head of Group Function.



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## 8 TERMS AND ABBREVIATIONS

<b>Terms and abbreviations</b>	<b>Definition</b>
CEO	Chief Executive Officer; the managing director
HR	Human Resources and/or Group People & Brand
SIO	Special Investigations Office

