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**Ethics Institute
of South Africa**



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MTN GROUP LIMITED

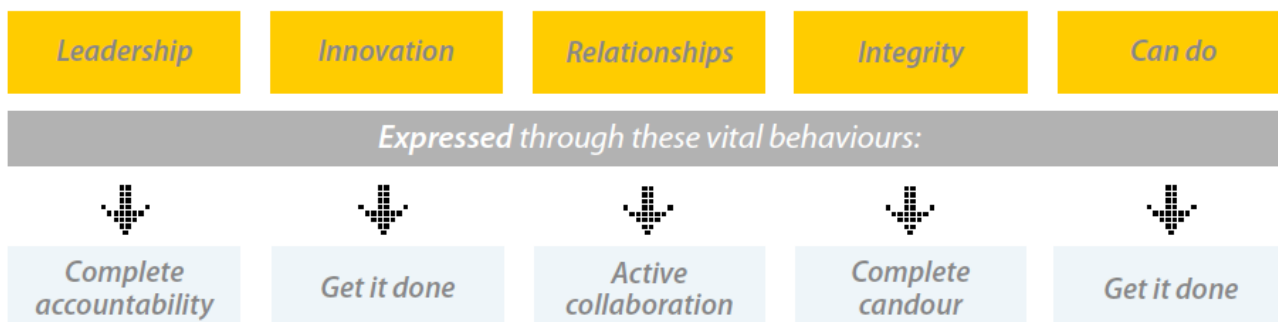
UNITED NATIONS GLOBAL COMPACT
COMMUNICATION OF PROGRESS (COP)
for the year ended 31 December 2014

About the MTN Group

The MTN Group is a leading emerging markets operator, connecting subscribers in 22 countries in Africa and the Middle East. Our offerings include voice, data and internet services, cloud services, machine-to-machine monitoring technology, mobile money, as well as numerous other mobile services (including mHealth, mEducation and mInsurance). MTN is listed on the JSE Limited in South Africa under the share code "MTN". At 31 December 2014, MTN had 223 million subscribers across its operations in Afghanistan, Benin, Botswana, Cameroon, Cyprus, Ghana, Guinea-Bissau, Guinea Republic, Iran, Ivory Coast, Liberia, Republic of Congo (Congo-Brazzaville), Rwanda, South Africa, Sudan, South Sudan, Swaziland, Syria, Uganda, Yemen and Zambia.



Our values



The global mobile economy

974 million
global M2M connections by 2020

2,6 billion people globally with
access to financial services by 2014

19% mobile broadband
penetration in Africa by end-2014

69% mobile cellular growth in
Africa by end-2014

11% households with internet
access in Africa in 2014

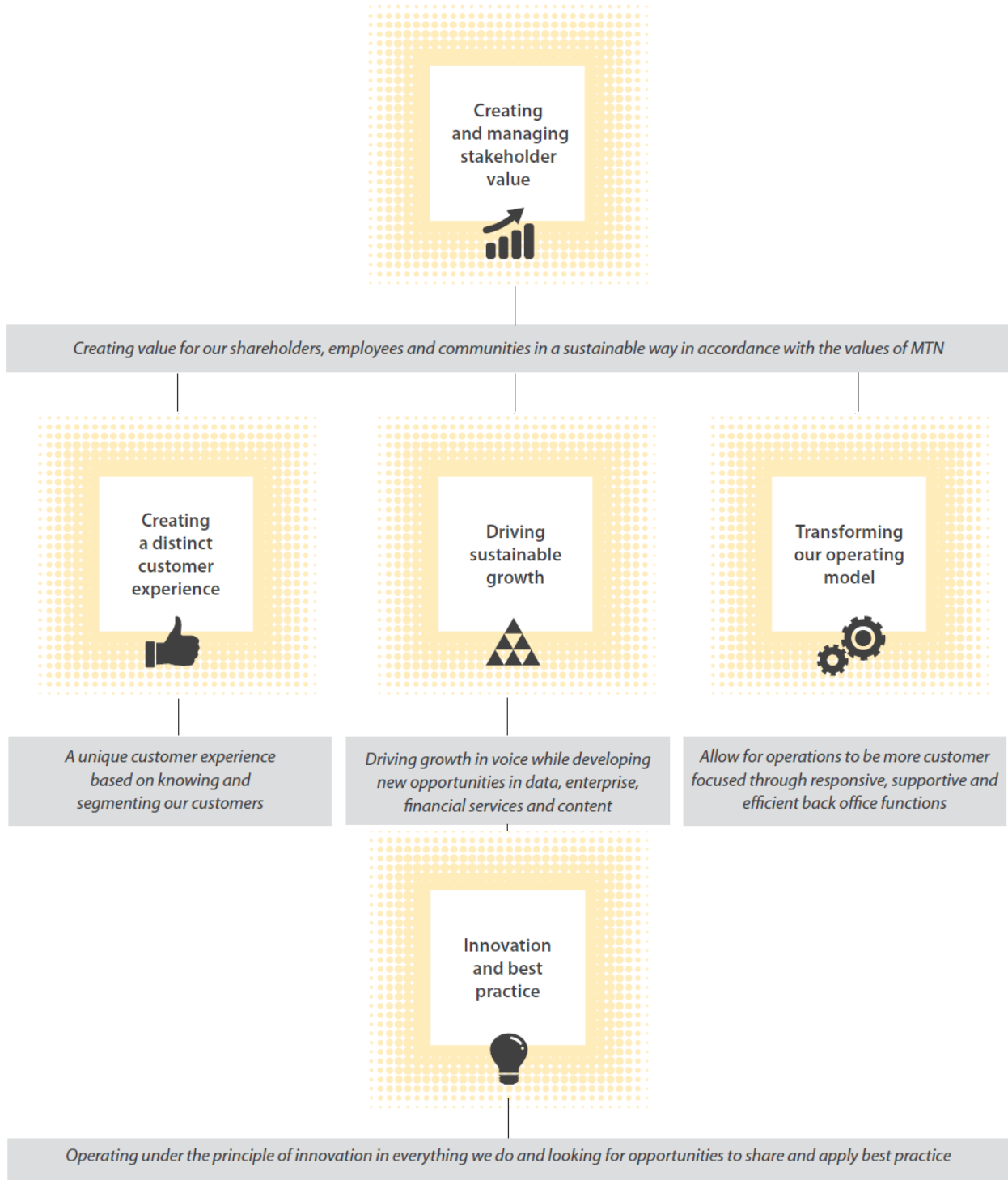
58% cellphone penetration rate in
Middle East by 2020

342 million smartphone connections
in the Middle East by 2020

Sources: GSMA Intelligence – Mobile Economy 2014; GSMA McKinsey & Company – transforming learning through mEducation, ITU ICT 2014 facts and figures.

Our strategy

MTN's strategy is driven through five strategic themes, as depicted here. **Creating and managing stakeholder value**, and **innovation and best practice sharing** describe our approach to our work, people and other stakeholders. Tangible priorities under **creating a distinct customer experience**, **driving sustainable growth** and **transforming our operating model** define how we at MTN strive to gain a sustainable competitive advantage and superior shareholder returns.



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MTN Group Limited

Statement of Recommitment to the UNGC

To our stakeholders

MTN was formed at the same time as the new and democratic South Africa. Those beginnings and the values of all South Africans at that time remain central to the way in which we do business. We operate in mobile networks in 22 countries across Africa and the Middle East. Our goal is **to lead the delivery of a bold, new digital world to our customers, to make our customers' lives a whole lot brighter**. This we continue to do in ways that support the Ten Principles of the United Nations Global Compact.

I am therefore pleased to confirm that MTN Group Limited reaffirms its support of the Ten Principles of the UNGC in the areas of Human Rights, Labour, Environment and Anti-Corruption.

In our 2014 annual Communication of Progress we describe our actions to continually improve the integration of the Global Compact and its principles into our business strategy, culture and daily operations. We also commit to share this information with our stakeholders using our primary channels of communication.

SIFISO DABENGWA
GROUP PRESIDENT AND CEO
MTN GROUP LTD

Scope of the COP

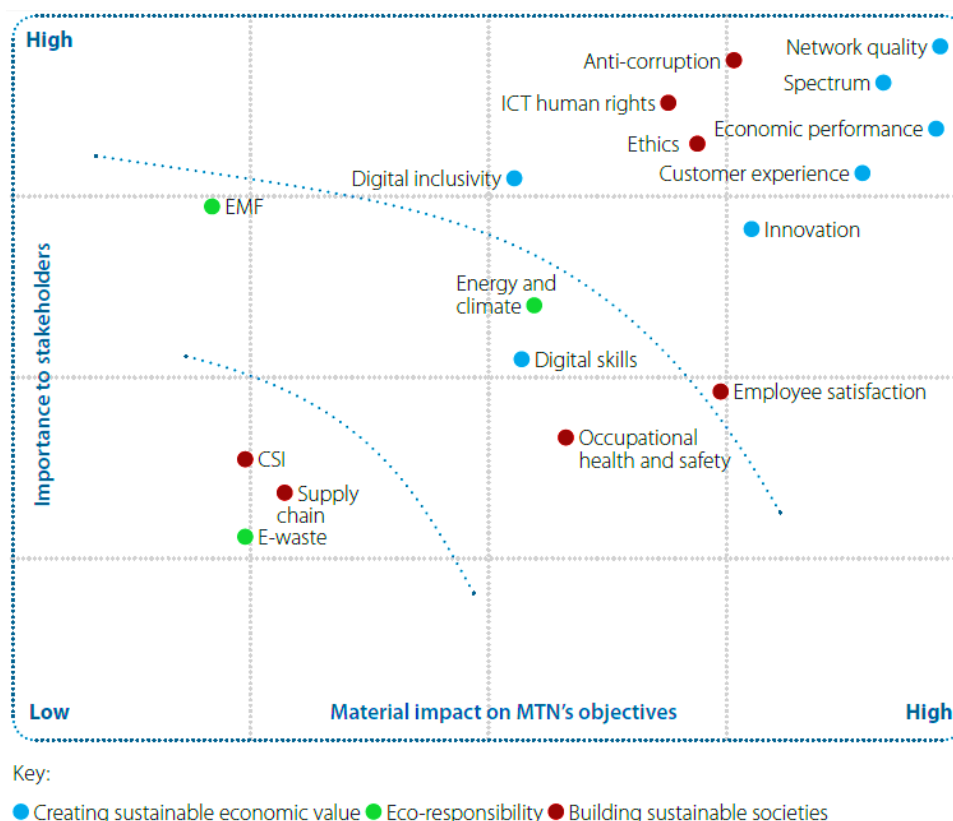
Materiality and stakeholder inclusiveness

As Global Compact signatory, MTN recognizes that the ten principles within the four issues areas of human rights, labour, environment and anti-corruption are material to the organisation and that these reflect significant economic, social and environmental impacts. We also recognize that the decisions and assessments of our stakeholders are substantially being influenced by the process and results of MTN's integration of the ten principles into our operations and strategies.

Material issues are those issues that impact our ability to remain commercially viable and socially relevant to stakeholders. We determine material issues of importance to our sustainability by reviewing the issues most important to our stakeholders, and the impact of these issues on the achievement of our business objectives. Material issues are prioritised according to the scale and nature of impact on business operations, economic performance and specific stakeholder groups.

The Group follows the guidance of the sustainability standards and protocols in structuring a framework for selecting material issues and assessing our performance across the economic, social and environmental issues that most impact our business and our stakeholders. Guidance is also sought by referring to developments, reports, publications and work efforts of industry bodies such as GSMA and ITU.

Our material sustainability issues of focus for 2014 are set out below:



To determine the issues most material to MTN's sustainability each year, we take the following sources into account:

- Feedback from internal and external stakeholders that review the annual sustainability report.

- Engagement with external stakeholders via the addresses sustainability@mtn.com and investor.relations@mtn.co.za.
- Information gained through engagements with regulatory authorities, media organisations, civil society and community-based organisations, our customers, and general members of the public.
- Feedback from and engagement with the JSE SRI, the CDP, and MTN's investors, shareholders and research organisations that consult us or assess our responsible business performance.
- Information from third-party questionnaires and assessments of our publicly reported performance by university organisations and other third parties not commissioned by MTN.
- Our internal review and research processes including industry, peer and global developments, and our risk and audit management processes.

Issues identified through this process are weighted during an internal materiality review. These issues are reviewed by the executive, and the Group social and ethics committee. We undertake this review periodically to ensure that we are responsive and can adapt to changing operating conditions.

Sustainability context

ICT changing the nature of societies, governments and businesses

The advancement of Information Communication Technology is transforming how we live, work and interact. In the same vein, owing to broadband connectivity and growing access to affordable mobile devices, ICT also empowers even the most marginalised of communities to have greater control over, and more meaningfully participate in, opportunities which can help them improve their lives.

Solutions to problems and opportunities to advance social development, some of which were inconceivable even five years ago, are fast becoming commonplace. The ubiquitous availability of mobile devices means people can now drive digital innovation from anywhere in the world. This level of transformation demands a shift in thinking, a change in traditional ways of working and delivering services, and comprehensive investments in new types of skills.

MTN's role in these changes

MTN is prepared for these changes. As an emerging markets operator, the materially larger upside of digital opportunities is mitigated by proportionally greater risks. We know that it is imperative to embrace these dynamics. Our vision of leading the delivery of a bold, new digital world is detailed in our business strategy, focusing on fundamentals such as how we create and manage stakeholder value, innovate, transform our operating model, drive sustainable growth and create distinct customer experiences. We invest in partnerships that offer solutions to challenges and take advantage of emerging opportunities.

MTN improving sustainability in its markets in 2014

MTN's role in improving sustainability in its markets in 2014 saw us continuing to implement changes to our operating model in order to align ourselves with the growing demand for digital services and solutions in our markets. Our e-commerce partnerships are enabling our customers to enjoy access to products previously only available in more developed countries. Partnering with tower management companies, we are better able to focus on core business delivery. This also helps us and other mobile operators to reduce some of our environmental impact. By investing in the development of local content in our markets, we actively encourage mobile application developers of all ages to develop solutions that can potentially help people participate in economic opportunities and overcome constraints such as lack of access to information, health and education services, among others.

Challenges MTN faced in 2014

Recent research results tell us that appropriate spectrum allocation can contribute up to US\$22 billion in economic benefits to Africa. Our operating environment continues to be hampered by the lack of adequate spectrum allocation, resulting in constrained expansion abilities in some of our markets. Nevertheless, our investments in broadband connectivity and the recent deployment of MTN.net, with over 40 MPLS points of presence in 27 countries, is helping us to enhance our offerings and support our vision of accessible and affordable internet connectivity for all.

The emergence of the Ebola epidemic poses a humanitarian and operational concern in some of MTN's markets. We offered our network and support services for mass communication of key messages to employees, customers, suppliers and communities, to create awareness of the pandemic and its symptoms. We actively continue to support the fight against Ebola in connecting displaced families, our US\$10 million contribution to the African Union's mission to unite against Ebola, and through our internal crisis and risk management processes, overseen by executive management. I am relieved that we only experienced one case of infection by an MTN colleague, who recovered fully.

Actions taken to integrate sustainability into its core business activities in 2014

We continued to make steady progress in integrating sustainable business practices into our day-to-day activities. Institutionalisation of the Group's ethics management framework remained a priority. We are actively working to strengthen the culture of ethical and responsible practices across our business. The Ethics Institute of South Africa completed the Group's first independent comprehensive ethics risk assessment, profile and mitigation strategy. Ethics governance structures and committee terms of reference were formalised or updated. Codes and policies were updated, training on anti-bribery and corruption was rolled out, and mandatory declarations in terms of the conflicts of interest policy, along with completion of gift registers, was made available digitally. Our ethics programme continues to show meaningful results, as tracked by reports from the Tip-Offs Anonymous line. We were honoured to share our experiences and progress with the UN Global Compact Anti-Corruption and Integrity in Business Dialogue in the National Business Initiative and the Integrity Alliance.

Our efforts to reduce our environmental impact are also starting to bear results. Despite an 8% increase in the number of network sites and a 7,5% increase in subscribers, we maintained our carbon emissions per subscriber at 0,0007 tCO₂e and achieved savings of around R49,6 million. This is due to our extensive investments in energy efficiency and alternative energy solutions, resulting in lower operating costs, increased energy security and financial savings, and actual avoidance or reductions in greenhouse gas emissions. We were pleased to be rated among the top 500 global companies on corporate sustainability and environmental impact in the 2014 Newsweek Green Rankings.

We continue to actively close the digital divide. More than 4 000 cotton farmers in Zambia now receive MTN Mobile Money payments for their produce. Over 10 000 people in Yemen have accessed medical advice to help them manage health and medical lifestyle risks. Affordable short-term insurance is now available to our small and emerging business subscribers in Nigeria. In Benin, micro-insurance is now available to motorcycle taxi operators. Over 15 000 refugees from Ivory Coast (and medical and security personnel) now have access to mobile communications at one of the largest camps in Liberia. More than 17 000 school children in Uganda and Rwanda can now study longer at night as a result of our ReadyPay solar charging solution. We have enabled charging of 10 250 cellular phones and lighting through our distribution dealers and emerging enterprises comprising 17% females.

Around 20 000 MTN Mobile Money transactions were facilitated over an eight-month period. Over 12,3 tonnes of greenhouse gas emissions have been avoided through this initiative, for which MTN was awarded the Nedbank Capital Sustainable Business Award for trade and services that create long-term stakeholder value.

MTN's sustainability focus for 2015

We have a long way to go before we can say that we comfortably address all our material sustainability prerogatives. We will continue to embed our ethics framework and values and improve our environmental governance and management efforts to mitigate our physical, financial and regulatory risks and impacts. We also want to further invest in digital skills development to improve our technical capabilities for more accessible, affordable and quality communications for our customers. Business partnerships remain a critical element of ensuring we can have a positive impact around scale and scope, and to extend the benefits of the digital society to all sectors.

UNGC Communication of Progress for 2014

The UN GRI G4 Guidelines (which now include standard disclosures and core indicators) were used in preparation of this COP for 2014.



- Please also refer to the Group's UN GRI Report and Sustainability Report available on www.mtn.com/sustainability

Abbreviations

- COP: Communication of Progress for the year ended 31 December 2014
- IR: MTN Group Limited Integrated Report for the year ended 31 December 2014
- SR: MTN Group Sustainability Report for the year ended 31 December 2014

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
HIGH-LEVEL COMMITMENT AND STRATEGY			
G4-1	CEO statement on continued UNGC support	• Communication of Progress (COP) • IR: Interview with Group president and CEO • SR: Group president and CEO on sustainability	• 2 • 22-23 • 3-4
G4-2	Impacts, risks and opportunities	• IR: Our top risk and opportunities and our response to these • SR: Energy and climate risks, mitigation and opportunities	• 16-17 • 21
CONTEXT OF OPERATION AND VERIFICATION			
G4-3	Name of reporting organisation	• MTN Group Limited	
G4-4	Products, services	• https://www.mtn.com/MTNGROUP/ProductsandServices/Pages/ • IR: What we offer	• 3
G4-6	Operating structure	• IR: Where we operate	• 1 - 2
G4-5	Location of Headquarters	216 - 14th Avenue, Fairland, 2195, Gauteng, South Africa	
G4-6	Geographic scope / map of operations	• IR: Where we operate	• Unnumbered page prior to page 1
G4-7	Nature of ownership and legal form	• IR: MTN Group Profile; footprint • https://www.mtn.com/Investors/FinancialReporting/Documents/INTEGRATEDREPORTS/2014/ar_Annual_Financials_Statement_2014.pdf	• 2
G4-8	Profile of customer base	• IR: Where we operate	• Unnumbered page prior to page 1
G4-9	Scale of operations	• IR: MTN's value creation • SR: Scope, boundaries and integration • SR: Sustainability value added statement	• 4-5 • 53 • 34
G4-13	Changes occurring within the reporting period	• http://www.mtn-investor.com/reporting/prelims_2014/excels/fin-changes.xls	
	Awards received	• https://www.mtn.com/Media/MoreInMedia/Pages/Awards.aspx	
Assurance			
G4-33	Process to provide independent verification for the COP / Policy on independent assurance	• IR: Assurance report for selected indicators • SR: Value added statement	• 89 • 34 - 36
Governance			
G4-34	Company's governance structure (including major committees)	• IR: How we are governed • SR: Value added statement • UNGC reporting at the AGM of MTN has been included in the terms of reference of the MTN Group Board's Social and Ethics Committee which was established in 2011 in response to the Companies Act of 2008.	• 40, 44 – 45 • 33

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
G4-39	Is the chairman also an executive officer?	- IR: Who is responsible – profiles of our board of directors - IR: How we are governed – roles of chairman and Group president and CEO	34 – 37 41
G4-40	Board profile: number, gender, Executive vs. Non-executive	IR: Summarised corporate governance	41, 45
G4-49	How do stakeholders provide recommendations to Board?	- IR: How we are governed – our risk management process - SR: Standards and governance – governance of sustainability	46 – 47 33
G4-51	Link between remuneration and leadership performance	IR: How we remunerate our people	56-65
G4-41	Managing conflicts of interest	IR: How we are governed	40
G4-40	Process for determining leadership qualifications	- IR: Summarised corporate governance - The board and Exco members' skills and qualifications are assessed during their recruitment process. Assessment of board skills is done on an on-going basis during board evaluation.	41-45
G4-42	Internally developed mission / value statements, principles or codes related to sustainability	IR: How we are governed	40
G4-45	Board oversight of sustainability	- IR: How we are governed (summarised corporate governance: social and ethics committee) - SR: Standards and governance – governance of sustainability	40 33
G4-44	Processes for evaluating the board's sustainability performance	- IR: How we are governed (summarised corporate governance: social and ethics committee) - SR: Standards and governance – governance of sustainability	45 33
Stakeholder engagement			
G4-24	List of stakeholder groups	- IR: Our key relationships - SR: Stakeholders	8 – 9 53
G4-25	How are stakeholders identified?	- IR: Our key relationships - SR: Stakeholders	8 – 9 53
G4-26	On-going mechanisms for stakeholder engagement: who, how, what outcomes	- IR: Our key relationships - SR: Stakeholders	8 – 9 53
G4-27	Stakeholder concerns and how the organisation responded	- IR: Our key relationships - SR: Stakeholders	8 – 9 53
-	How MTN's Communication of Progress (COP) has been shared with our stakeholders	- Publicly on www.mtn.com - Via intranet on MtnConnect	
DISCLOSURES ON MANAGEMENT APPROACH			
Economic			
EC:MD	Management approach: economic performance, market presence and indirect economic aspects	https://www.mtn.com/Investors/FinancialReporting/Pages/IntegratedReports.aspx https://www.mtn.com/Investors/FinancialReporting/Pages/AnnualResults.aspx https://www.mtn.com/Investors/FinancialReporting/Pages/InterimResults.aspx https://www.mtn.com/Investors/FinancialReporting/Pages/QuarterlyResults.aspx https://www.mtn.com/Investors/MoreinInvestors/Pages/Presentations.aspx	
Economic performance			
G4-EC1	Economic value added	IR: Summarised financial statements	4 - 5
G4-EC2	Climate change related financial implications, risks and opportunities	- SR: Energy and climate – risks, mitigation and opportunities https://www.mtn.com/Sustainability/Documents/MTN_Group_2014_CDP_Report.pdf https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	21
G4-EC3	Defined benefit plan obligations	IR: How we remunerate our people	56 - 65

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
G4-EC4	Significant financial assistance received from government	In some countries, standard government rebates to encourage investment in national skills development and training are available to employers. In South Africa rebates at rates determined by the government are available on payments made in terms of the Skills Development Levies Act (where companies are registered with the SA Revenue Services, have a payroll above a government-determined threshold, and make payments of 1% of monthly payroll costs to the National Skills Development Levy); the company uses this to further training and skills development programmes.	•
-	Capital investment in telecommunication network infrastructure broken down by country/region	IR: Where we operate	• Unnumbered page prior to page 1
-	Net costs for MTN under the Universal Service Obligation when extending service to geographic locations and low-income groups, which are not profitable	The MTN Group has not separately calculated or ring-fenced the net costs of extending service to geographic locations and low-income communities which are not profitable, due to the nature of the business' operations in emerging markets across Africa and the Middle East, where low-income and geographic spread of markets are a feature of in some of these markets	
<i>Market presence</i>			
G4-EC5	Standard entry level wage compared to local minimum wage	The MTN Group pays entry level wages equal to or above local minimum wages in each country in which the Company operates	
G4-EC9	Policy, practices, and proportion of spending on locally-based suppliers	SR: Sustainability value added statement (black economic empowerment)	• 35
G4-EC6	Procedures for local hiring (including senior management)	The MTN Group hires locally as far as possible. Only 1.1% of the local staff base across the Group comprises expatriate members. We do not indicate expatriate members by management level. See SR: Sustainability value added statement	• 34
<i>Indirect economic impacts</i>			
G4-EC7	Positive public impact of pro bono / donated infrastructure and services	- SR: Sustainable economic value; Y'ello Fibre Ring https://www.mtn.com/SocialResponsibility/Pages/default.aspx	• 13
G4-EC8	Significant indirect economic impacts, including extent	- IR: MTN's value creation - SR: Sustainability value added statement https://www.mtn.com/SocialResponsibility/Pages/default.aspx	• 4 - 5 • 34 - 36
ENVIRONMENTAL			
<i>Indirect economic impacts</i>			
EN:MD	Management approach: energy, water, materials, biodiversity, emissions, effluents, and waste	Our customers live in emerging countries that are resource-rich, but globally in countries that are amongst the most vulnerable to the effects of climate change. For this reason, we take our responsibility to address our environmental impact seriously. The three most material areas of impact where our efforts can have a less harmful impact on the environment are managing and reducing our greenhouse gas emissions, ensuring our network implementation is environmentally-sound, and responding to the global proliferation of electronic and electrical waste. We also know that we can use ICT solutions to help other companies reduce their environmental impact. - SR: Eco-responsibility – energy and climate https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 – 24 • 34 - 35

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
Materials			
G4-EN1	Materials used: weight / volume	The most material resource used is electronic and electrical equipment. • SR: Eco-responsibility - e-waste • SR: Sustainability value added statement	• 25 • 35
G4-EN2	Percentage of recycled materials used	Due to the nature of products and services offered the MTN Group does not consider this indicator to be material for its operations. The Group is, however, addressing downstream recycling of its e-waste and that of its customers in South Africa	
Energy			
G4-EN3	Direct energy use: by primary source	• SR: Eco-responsibility – energy and climate • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 – 24
G4-EN4	Indirect energy use: by primary source	• SR: Eco-responsibility – energy and climate • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 – 24
G4-EN5	Energy saved due to efficiencies	• SR: Eco-responsibility – energy and climate • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 - 24
G4-EN6	Energy efficiency / renewable energy initiatives	• SR: Eco-responsibility – energy and climate • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 – 24
G4-EN6	Initiatives to reduce indirect energy consumption	• SR: Eco-responsibility – energy and climate • SR: Group president and CEO's message on sustainability • https://www.mtn.com/Sustainability/Ecoresponsibility/Pages/energymanagement.aspx • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 – 24 • 4
Water			
G4-EN8	Total water withdrawal by source	Due to the nature of MTN's business and the products and services offered, this indicator is not material. However, as part of the maintaining the ISO 14001 and LEED certifications for MTN South Africa, responsible water management and use are addressed. MTN Nigeria and MTN Cyprus are currently working towards ISO 14001 certification. Other operations, while not ISO 14001 certified, maintain safety, health and environmental policies, and as part of 2015's business plans, all MTN countries of operation are reviewing environmental risks as a focus area in terms of the Group's principal risks. A number of MTN operations are currently implementing the Group Green Office toolkit, for water-saving opportunities at offices and similar premises	
G4-EN9	Water sources significantly affected by withdrawal of water	Not material as indicated above	
G4-EN10	Percentage and total water volume of water recycled and reused	Not material as indicated above	
Biodiversity			
G4-EN11	Location and size of land owned, leased or managed in biodiversity-rich habitats	The MTN Group does not currently report against this indicator	
G4-EN12	Impacts of operations on areas of high biodiversity value	• SR: Eco-responsibility – environmental management • https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf	• 18 - 19
G4-EN13	Habitats protected or restored	Due to the nature of MTN's business, the Group does not report against this indicator. However, environmental impact assessments are undertaken as part of network infrastructure and facilities implementation. • https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf	

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
G4-EN13	How are impacts on biodiversity being managed?	Due to the nature of MTN's business, the Group does not report against this indicator. However, environmental impact assessments are undertaken as part of network infrastructure and facilities implementation. • https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf	
G4-EN14	Number of conservation list species affected by operations	Due to the nature of MTN's business, this Group does not report against this indicator. However, environmental impact assessments are undertaken as part of network infrastructure and facilities implementation. • https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf	
<i>Emissions, effluents and wastes</i>			
G4-EN15	Total direct and indirect greenhouse gas emissions by weight	• SR: Eco-responsibility – energy and climate • SR: Sustainability value added statement • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 • 34
G4-EN17	Other relevant indirect greenhouse emissions by weight	• SR: Eco-responsibility – energy and climate • SR: Sustainability value added statement • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 20 • 34
G4-EN19	Initiatives to reduce greenhouse gas emissions and reductions achieved	• SR: Eco-responsibility – energy and climate • IR: MTN's value creation • https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	• 21 - 23 • 34
G4-EN20	Emissions of ozone-depleting substances by weight	Due to the nature of MTN's business, this indicator is not material https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	
G4-EN21	NO _x , SO _x and other significant air emissions by weight and type	Due to the nature of MTN's business, this indicator is not material	
G4-EN22	Total water discharge by quality and destination	The only water discharged is through the municipal sewer. Due to the nature of MTN's business, this indicator is not material	
G4-EN23	Total amount of waste by type and disposal method	The most material waste generated is old / redundant is electronic and electrical equipment. • SR: Eco-responsibility • SR: Sustainability value statement	• 25 • 35
G4-EN24	Total number and volume of significant spills	No significant spills were reported by MTN operations • SR: Eco-responsibility – e-waste • SR: Sustainability value statement	• 25 • 35
G4-EN25	Weight of transported, imported, exported or treated hazardous waste	The most material waste subject to this convention is e-waste. In South Africa, e-waste is processed locally to the greatest possible extent, by MTN's e-waste handlers. MTN's fractions are ultimately mixed with e-waste from other companies and sources, and we are not aware of the weight of fractions shipped internationally. A short-term public awareness and e-waste collection campaign will be undertaken in early 2015 by MTN Benin and Ericsson. E-waste collected will be shipped from Benin to South Africa, and is therefore subject to the convention. We will report on weight in 2016.	
G4-EN26	Water discharge impacts on biodiversity and water bodies	Although not a material aspect for the Group, see SR: Eco-responsibility – infrastructure environmental management	• 18 – 19

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
Products and Services			
G4-EN27	Initiatives to mitigate environmental impacts	- The global e-Sustainability Initiative has assessed that ICT-enabled solutions can help the world achieve carbon abatements in the region of 9,6GtCO₂e or 16,5% of global outputs by 2020. Although our solutions in this domain are relatively small, opportunities are growing rapidly, and include cloud computing for virtualisation and other efficiencies, and machine-to-machine products to address risks of water leakage, report on air quality composition for improvement efforts, and encouragement of energy-efficient driving by fleet drivers using our fleet management solution. - SR: Sustainable economies – enterprise services https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?piD=29 https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?piD=28 https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?piD=23	14 – 15
G4-EN28	Percentage of reclaimed products / packaging materials	- SR: Eco-responsibility – e-waste - SR: sustainability value added statement	18 – 19 35
Compliance			
G4-EN29	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with environmental laws and regulations.	The Group's legal department receives reports from operations on non-compliances and fines issued to the operations	
Transport			
G4-EN30	Significant environmental impacts of transport use : for products, materials, members of the workforce	- Although transportation is not a source of significant environmental impacts and is not deemed material, greenhouse gas emissions associated with transport are quantified. - SR: Eco-responsibility – energy and climate - SR: Sustainability value added statement https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN	20 34
Overall			
G4-EN31	Environmental protection expenditure	- SR: Eco-responsibility – environmental management - IR: How we are governed – social and ethics committee terms of reference https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf https://www.mtn.com/Sustainability/Documents/Mobile_and_Health_2013.pdf	18 - 19 45

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
LABOUR PRACTICES AND DECENT WORK			
<i>Disclosure on management approach</i>			
LA:MD	Management approach: employment, labour relations, occupational health and safety, training and education and diversity and equal opportunity	- The MTN Group recognises that to achieve its strategic objectives and vision to lead the delivery of a bold new digital world to its customers, the Group needs appropriately skilled, culturally diverse employees who are motivated by and enjoy their work. Our employment practices are guided by the international and local labour laws that seek to protect the rights of both the employer and employee in the workplace. Detailed monthly reports on various aspects are submitted to the Group chief human resources and corporate affairs officer. - SR: Sustainable Societies – employee Health and Safety - SR: sustainability value added statement - MTN provides learning and development opportunities to all employees, and specifically through its e-Live e-learning offerings makes it possible for every employee to undertake learning and development as part of more comprehensive career management; the MTN Academy is instrumental in providing comprehensive learning and development services to all operations through its three regional learning centres in South Africa, Dubai and Ghana - The Group has embedded its new Cultural Operating System (COS) across all operations - A new employee recognition programme has been implemented, <i>MTN Shine</i>.	31 34 – 35 35
<i>Employment</i>			
G4-LA1	Employee numbers	SR: Annual sustainability statements	34
G4-LA1	Employee turnover	SR: Annual sustainability statement	34
G4-LA2	Full-time employee benefits not provided to temporary / part-time employees	IR: How we remunerate our people	54 - 67
<i>Labour/Management relations</i>			
G4-LA	Percentage unionised employees	Not available	
G4-LA4	Minimum notice period/s regarding significant operational changes	The Group does provide internal notification to employees regarding significant operational changes. These vary depending on the nature and scope of the change. Employees are notified as soon as a possible restructuring process within the organisation is considered. This follows a consultation process. Once an employee has been confirmed for retrenchment, s/he is given at least one month's notice. This notice period may even be longer than one month, as determined by the various labour laws (which always state the minimum notice period) applicable in the countries in which MTN operates. It is important to note that MTN has a very generous retrenchment policy relative to severance pay	
<i>Occupational health and safety</i>			
G4-LA5	Employee representation in health and safety committees	- SR: Sustainable societies – employee health and safety - SR: Sustainability value added statement	30 34
G4-LA6	Total number of work-related fatalities, rates of injury, occupational diseases, lost days and absenteeism	- SR: Sustainable societies – employee health and safety - SR: Sustainability value added statement - Occupational diseases are not a feature of our business, given the nature of products and services offered - Data on lost days is not available, but is deemed not material due to the low rate of workplace-related accidents/injuries	30 34

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
G4-LA7	Employee wellness programmes regarding serious diseases	- SR: Annual sustainability statement – sustainable societies - MTN Group has partnered with SOS International and its medical staff to conduct extensive training sessions on the Ebola virus, distributing Ebola posters and learning aids for ease of reference for employees - MTN Group has partnered with ICAS, an international risk management services as our employee wellness provider who offer assistance on various issues but mainly counselling as the first phase of issue management. Wellness for serious diseases is also done through the medical aid	• 31
G4-LA4	Health and safety topics covered in formal agreements with trade unions	- Not available - A US\$10 million humanitarian grant was made to the African Union in support of its appeal for support in the fight against Ebola	
IO3	Practices to ensure health and safety of field personnel involved in the installation, operation and maintenance of masts, base stations, laying cables and other activities	https://www.mtn.com/Sustainability/Documents/Mobile_and_Health_2013.pdf	
Training and education			
G4-LA9	Average hours of training per employee per year	Employees are actively encouraged to continuously take advantage of opportunities to improve their capabilities and skills through extensive training available digitally, face-to-face and from other sources supplied by the MTN Academy, or from external accredited and reputable organisations. MTN Academy regularly compiles internal reports for management on the nature of training undertaken by employees, amount of time spent on each module, and pass rates. Certain elements of training are mandatory for all employees. Directors also receive regular and informative updates and training on legislative, regulatory, and any other business-related changes throughout their tenure. They are also encouraged to discuss their development needs with the chairman, and are provided with training where necessary	
G4-LA10	Employee skills and training programmes	- SR: Annual sustainability statement - SR: Annual sustainability statement - E-Learning as well as instructor-led programmes of the MTN Academy cover all disciplines of work. A dedicated e-learning catalogue focusing only on telecoms specific e-learning is also in use.	• 34 • 34 - 35
G4-LA11	% employees receiving performance reviews and career development	SR: Annual sustainability statement	• 34 - 35
Diversity and equal opportunity			
G4-LA12	Composition of governance bodies	- IR: Who is responsible - IR: How we are governed	• 34 • 37 - 51
G4-LA13	Ratio of basic salary of men to women by employee category	The MTN Group does not currently report against this indicator	
LA15	Return to work and retention rates after parental leave, by gender	The MTN Group does not currently report against this indicator	
HUMAN RIGHTS			
Disclosure on management approach			
HR:MD	Management approach: investment and procurement practices, non-discrimination, freedom of association and collective bargaining, abolition of child labour, prevention of forced and compulsory labour, complaints and grievance practices, security practices, and indigenous rights	- SR: Sustainable societies – ICT human rights https://www.mtn.com/Sustainability/Documents/Human_Rights_and_ITC_2013.PDF - MTN Group adheres to specifications of the International Labour Organisation Protocol on decent work and working conditions (core standards of freedom of association, forced labour, child labour, anti-discrimination). These are integrated in the Group Code of Ethics, and included in the Group Social and Ethics Committee's terms of reference.	• 29 - 30

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
<i>Investment and procurement activities</i>			
G4-HR1	Percentage and number of significant investments that have undergone human rights screening	• Not available	
G4-HR1	Percentage of significant suppliers and contractors that have undergone human rights screening	• Not available	
G4-HR2	Total hours and number of employees receiving human rights training	• Not available	
<i>Non-discrimination</i>			
G4-HR3	Number of incidents of discrimination and action taken	• Not available • Entrenched in the Group's code of ethics are noted transgressions that carry serious penalties for any person who offends another based on colour, race, creed, political association or injury to a person or their dignity. This ensures that all employees are able to operate freely within the organisation, and focus on their primary roles (which is to provide the services contractually agreed to)	
<i>Freedom of association and collective bargaining</i>			
G4-HR4	Any incidents where freedom of association / collective bargaining was at risk? Actions taken?	• No incidents reported. • Employees are free to associate socially, politically, religiously or otherwise, as well as join any bargaining council, without fear of victimisation. Our code of conduct enables us to correctly manage situations where an employee may infringe on these rights.	
<i>Child Labour</i>			
G4-HR5	Any incidents of child labour and measures taken?	• 0 % • In 2011 the MTN Group specifically assessed whether it was compliant with the ILO child labour minimum age specification, and found that it was, with the youngest employee being 17 years of age at the time.	
<i>Forced and compulsory labour</i>			
G4-HR6	Any incidents of forced labour and measures taken?	No incidents	
<i>Security practices</i>			
G4-HR7	Percentage of security personnel trained in human rights	Due to the nature of MTN's business, this indicator is not applicable	
<i>Indigenous rights</i>			
G4-HR8	Any incidents where indigenous people's rights were violated and measures taken?	The MTN Group does not track this indicator	
G4-HR9	Percentage and total number of operations that have undergone human rights reviews	0% in terms of indigenous rights	
G4-HR12	Number of human rights grievances filed, and resolved through formal mechanisms	The MTN Group does not track this indicator	
SOCIETY			
<i>Disclosure on management approach</i>			
SO:MD	Management approach: community, corruption, public policy, anti-competitive behaviour and compliance	• IR: How we are governed – risk management • IR: How we are governed – social and ethics statement • SR: Sustainable societies – anti-corruption • Group positions on www.mtn.com/sustainability: ○ Anti-corruption ○ Conflicts of Interest	• 49 • 50 – 51 • 28

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
Community			
G4-SO1	Percentage of operations with local community engagement, impact assessments, and development programs.	68 % of MTN operations (15 countries) have a formal Foundation. 100% of operations undertake development programmes through enterprise development, volunteering, and community-based sponsorships such as in education or health-related fields. The impact of community investment has not been assessed by MTN Group - SR: Sustainable societies – ICT human rights https://www.mtn.com/Sustainability/Documents/Mobile_and_Health_2013.pdf https://www.mtn.com/SocialResponsibility/Pages/default.aspx	• 29 - 30
Corruption			
G4-SO3	Total number and percentage and of operations assessed for risks related to corruption and the significant risks identified	- IR: How we are governed – risk management - SR: Sustainable societies – anti-corruption - SR: Sustainability value added statement	• 49 • 28 • 34
G4-SO4	Communication and training on anticorruption policies and procedures	- IR: How we are governed – summarised corporate governance report - SR: Sustainable societies – anti-corruption	• 49, 51 • 28
G4-SO5	Actions taken in response to incidents of corruption	Due disciplinary processes are followed to investigate and resolve matters of ill-discipline including corruption. Sanctions may range from warnings to termination of employment	• 28
Public policy			
G4-SO6	Engagement in public policy	Public policy engagement is undertaken in the following means: - Via any matters of consideration by the GSMA Board, due to the fact that the Group's President and CEO is a member of this Board - Via the necessary regulatory agency either in formal public commentary invitation processes, or as required for possible emerging regulation or industry-specific matters such as carbon taxes, spectrum allocation, etc. (MTN operations may engage directly with the necessary regulatory agency, or collectively via national business or industry associations)	
G4-SO6	Financial / in-kind contributions to political parties	- In support of South Africa's celebrations of 20 years of democracy, a donation was made to the Department of International Relations and Cooperation, for celebratory events to be held in some countries. The celebrations were, however, postponed to 2015, due to the emergence of Ebola in some of the countries in which MTN operates - A US\$10 million humanitarian grant was made to the African Union in support of its appeal for support in the fight against Ebola	
Anti-competitive behaviour			
G4-SO7	Number of legal actions for anti-competitive behaviour, anti-trust, and monopoly practices	- We have historically reported on the status and results of the lawsuit by Turkcell against MTN. This matter now resides for consideration at the South Gauteng High Court of South Africa https://www.mtn.com/PressOffice/MTNIran/Pages/MTNIran.aspx	

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
<i>Compliance</i>			
G4-SO8	Monetary value of significant fines and number of non-monetary sanctions for non-compliance with regulations	- Telecommunication regulators in some of the countries in which MTN operates have threatened or imposed quality of service fines upon MTN based on network performance standards. Although this information is available in the public domain, we have not quantified the value of these fines for the purposes of this report - Data related to other matters is not available	
G4-SO9	Operations with significant negative impacts on local communities.	None	
G4-SO10	Prevention and mitigation of significant negative impacts on local communities, by operation	https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf	
PRODUCT RESPONSIBILITY			
<i>Disclosure on management approach</i>			
G4-PR:MD	Management approach: customer health and safety, product and service labelling, marketing communications, customer privacy, and compliance.	- SR: Sustainable Societies – Human Rights and ICT www.mtn.com/sustainability: MTN Group's Human Rights and ICT position and on Mobiles and Health	
<i>Customer health and safety</i>			
G4-PR1	Life cycle stages of products / services assessed for health and safety impacts : incl. % of products / services assessed	www.mtn.com/sustainability: MTN Group's position on Mobiles and Health	
G4-PR2	Incidents of regulatory non-compliance concerning health and safety impacts of products and services	Not available	
G4-PA8	Policies and practices to publicly communicate on EMF related issues	www.mtn.com/sustainability: MTN Group's position on Mobiles and Health	
G4-PA9	Total amount invested in programmes and activities in electromagnetic field research	Not available	
<i>Product and service labelling</i>			
G4-PR3	Product / service information required by procedures	- Please refer to the country website of each MTN operation for more information. The websites of our two largest operations are listed below for easy reference: https://www.mtn.co.za/Pages/Website_legal.aspx?termsID=327 http://www.mtnonline.com/sitemap	
G4-PR3	Incidents of regulatory non-compliance concerning product and service information labelling	None	
G4-PR5	Customer satisfaction practices: surveys etc.	IR: Assured results of customer satisfaction performance indicators (Net Promoter Score (NPS))	52 – 53, 89
<i>Marketing communications</i>			
G4-PR6	Adherence to marketing, promotions and communications standards	In addition to complying with local laws, standards and codes of practice in each country where we operate, as a regulated organisation subject to oversight by national telecommunication regulatory authorities, we may be required to abide by specific additional requirements regarding marketing communications. For instance, in order for us to market voice or data products in order to grow our subscriber base, our quality of service may be subject to review by regulators before permission may be granted (in circumstances where quality of service may fall below pre-set standards or as agreed in regulatory licences)	

G4-1 Disclosure #	UNGC reporting requirement	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)	Page(s)
G4-PR7	Incidents of regulatory non-compliance concerning marketing communications	Not available	
G4-PR7	Initiatives to ensure clarity of charges and tariffs	Included in marketing and product information	
G4-PR7	Initiatives to inform customers about product features and applications that will promote responsible, efficient, cost effective and environmentally preferable use	Included in marketing and product information	
<i>Customer privacy</i>			
G4-PR8	Incidents of substantiated breaches of customer privacy and losses of customer data	SR: Sustainable Societies – Human Rights and ICT	30

UNGC Principle	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)
HUMAN RIGHTS	
Principle 1: Human Rights <i>Businesses should support and respect the protection of internationally proclaimed human rights</i>	GRI Disclosures to report actions taken to implement Principle 1 and outcomes from implementing Principle 1 Indicators Human Rights: Aspect Investment: G4-HR2: TOTAL HOURS OF EMPLOYEE TRAINING ON HUMAN RIGHTS POLICIES OR PROCEDURES CONCERNING ASPECTS OF HUMAN RIGHTS THAT ARE RELEVANT TO OPERATIONS, INCLUDING THE PERCENTAGE OF EMPLOYEES TRAINED 0 % Aspect Security Practices: G4-HR7: PERCENTAGE OF SECURITY PERSONNEL TRAINED IN THE ORGANIZATION'S HUMAN RIGHTS POLICIES OR PROCEDURES THAT ARE RELEVANT TO OPERATIONS - Due to the nature of MTN's business, this indicator is not applicable Aspect: Indigenous Rights G4-HR8: TOTAL NUMBER OF INCIDENTS OF VIOLATIONS INVOLVING RIGHTS OF INDIGENOUS PEOPLES AND ACTIONS TAKEN 0% in terms of indigenous rights Aspect Assessment G4-HR9: TOTAL NUMBER AND PERCENTAGE OF OPERATIONS THAT HAVE BEEN SUBJECT TO HUMAN RIGHTS REVIEWS OR IMPACT ASSESSMENTS 0 % Aspect Human Rights Grievance Mechanisms G4-HR12: NUMBER OF GRIEVANCES ABOUT HUMAN RIGHTS IMPACTS FILED, ADDRESSED, AND RESOLVED THROUGH FORMAL GRIEVANCE MECHANISMS - The MTN Group does not track this indicator Society: Aspect: Local Communities G4-SO1: PERCENTAGE OF OPERATIONS WITH IMPLEMENTED LOCAL COMMUNITY ENGAGEMENT, IMPACT ASSESSMENTS, AND DEVELOPMENT PROGRAMS 68 % of MTN operations (15 countries) have a formal Foundation. 100% of operations undertake development programmes through enterprise development, volunteering, and community-based sponsorships such as in education or health-related fields. The impact of community investment has not been assessed by MTN Group G4-SO2: OPERATIONS WITH SIGNIFICANT ACTUAL AND POTENTIAL NEGATIVE IMPACTS ON LOCAL COMMUNITIES - None Outcomes from implementing Principle 1 G4-HR8 - ANY INCIDENTS WHERE INDIGENOUS PEOPLE'S RIGHTS WERE VIOLATED AND MEASURES TAKEN? - The MTN Group does not track this indicator G4-HR12 - NUMBER OF HUMAN RIGHTS GRIEVANCES FILED, AND RESOLVED THROUGH FORMAL MECHANISMS The MTN Group does not track this indicator

UNGC Principle	MTN's Response (Document, Section, Page Number or additional information on www.mtn.com)
Principle 2 Businesses should make sure that they are not complicit in human rights abuses	GRI Disclosures to report actions taken to implement Principle 2 and outcomes from implementing Principle 2 Indicators Human Rights: Aspect Investment: G4-HR1: TOTAL NUMBER AND PERCENTAGE OF SIGNIFICANT INVESTMENT AGREEMENTS AND CONTRACTS THAT INCLUDE HUMAN RIGHTS CLAUSES OR THAT UNDERWENT HUMAN RIGHTS SCREENING - Not available Aspect Supplier Human Rights Assessment G4-HR10: PERCENTAGE OF NEW SUPPLIERS THAT WERE SCREENED USING HUMAN RIGHTS CRITERIA 0% G4-HR11: SIGNIFICANT ACTUAL AND POTENTIAL NEGATIVE HUMAN RIGHTS IMPACTS IN THE SUPPLY CHAIN AND ACTIONS TAKEN 0 %
LABOUR	
Principle 3 Businesses should uphold the freedom of association and the effective recognition to the right to collective bargaining	GRI Disclosures to report actions taken to implement Principle 3 and outcomes from implementing Principle 3 General Standard Disclosures Organizational Profile G4-11 a. Report the percentage of total employees covered by collective bargaining agreements. - Not available Indicators Human Rights: Aspect Freedom of Association and Collective Bargaining G4-HR4: OPERATIONS AND SUPPLIERS IDENTIFIED IN WHICH THE RIGHT TO EXERCISE FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING MAY BE VIOLATED OR AT SIGNIFICANT RISK, AND MEASURES TAKEN TO SUPPORT THESE RIGHTS - The MTN Group does not currently report against this indicator Labour: Aspect Labour/Management Relations G4-LA4: MINIMUM NOTICE PERIODS REGARDING OPERATIONAL CHANGES, INCLUDING WHETHER THESE ARE SPECIFIED IN COLLECTIVE AGREEMENTS - The Group does provide internal notification to employees regarding significant operational changes. These vary depending on the nature and scope of the change. Employees are notified as soon as a possible restructuring process within the organisation is considered. This follows a consultation process. Once an employee has been confirmed for retrenchment, s/he is given at least one month's notice. This notice period may even be longer than one month, as determined by the various labour laws (which always state the minimum notice period) applicable in the countries in which MTN operates. It is important to note that MTN has a very generous retrenchment policy relative to severance pay

UNGC Principle	MTN's Response
	(Document, Section, Page Number or additional information on www.mtn.com)
Principle 4 The elimination of all forms of forced and compulsory labour	GRI Disclosures to report actions taken to implement Principle 4 and outcomes from implementing Principle 4 Indicators Human Rights: Aspect: Forced or Compulsory Labour G4-HR6: OPERATIONS AND SUPPLIERS IDENTIFIED AS HAVING SIGNIFICANT RISK FOR INCIDENTS OF FORCED OR COMPULSORY LABOR, AND MEASURES TO CONTRIBUTE TO THE ELIMINATION OF ALL FORMS OF FORCED OR COMPULSORY LABOUR No incidents
Principle 5 The effective abolition of child labour	GRI Disclosures to report actions taken to implement Principle 5 and outcomes from implementing Principle 5 Indicators Human Rights: Aspect Child Labour G4-HR5: OPERATIONS AND SUPPLIERS IDENTIFIED AS HAVING SIGNIFICANT RISK FOR INCIDENTS OF CHILD LABOR, AND MEASURES TAKEN TO CONTRIBUTE TO THE EFFECTIVE ABOLITION OF CHILD LABOUR 0 % - In 2011 the MTN Group specifically assessed whether it was compliant with the ILO child labour minimum age specification, and found that it was, with the youngest employee being 17 years of age at the time.
Principle 6 The elimination of discrimination in respect of employment and occupation	GRI Disclosures to report actions taken to implement Principle 6 and outcomes from implementing Principle 6 General Standard Disclosures Organizational Profile G4-10 - Report the total number of employees by employment contract and gender. - Report the total number of permanent employees by employment type and gender. - Report the total workforce by employees and supervised workers and by gender. - Report the total workforce by region and gender. - Report whether a substantial portion of the organization's work is performed by workers who are legally recognized as self-employed, or by individuals other than employees or supervised workers, including employees and supervised employees of contractors. - Report any significant variations in employment numbers (such as seasonal variations in employment in the tourism or agricultural industries). - Sustainability Report: Sustainability value added statement – page 34 Indicators Economic: Aspect: Market Presence G4-EC5: RATIOS OF STANDARD ENTRY LEVEL WAGE BY GENDER COMPARED TO LOCAL MINIMUM WAGE AT SIGNIFICANT LOCATIONS OF OPERATION - Not available

G4-EC6: PROPORTION OF SENIOR MANAGEMENT HIRED FROM THE LOCAL COMMUNITY AT SIGNIFICANT LOCATIONS OF OPERATION

- The MTN Group hires locally as far as possible. Only 1.1% of the local staff base across the Group comprises expatriate members
- Sustainability report: Sustainability value added statement page 34

Labour Practices and Decent Work:

Aspect: Employment

G4-LA1: TOTAL NUMBER AND RATES OF NEW EMPLOYEE HIRES AND EMPLOYEE TURNOVER BY AGE GROUP, GENDER AND REGION

- Not available

G4-LA3: RETURN TO WORK AND RETENTION RATES AFTER PARENTAL LEAVE, BY GENDER

- Not available

Aspect: Training and Education

G4-LA9: AVERAGE HOURS OF TRAINING PER YEAR PER EMPLOYEE BY GENDER, AND BY EMPLOYEE CATEGORY

- Sustainability Report: Annual Sustainability Statement page 34

G4-LA11: PERCENTAGE OF EMPLOYEES RECEIVING REGULAR PERFORMANCE AND CAREER DEVELOPMENT REVIEWS, BY GENDER AND BY EMPLOYEE CATEGORY

- Sustainability Report: Annual Sustainability Statement page 34

Aspect: Diversity and Equal Opportunity

G4-LA12: COMPOSITION OF GOVERNANCE BODIES AND BREAKDOWN OF EMPLOYEES PER EMPLOYEE CATEGORY ACCORDING TO GENDER, AGE GROUP, MINORITY GROUP MEMBERSHIP, AND OTHER INDICATORS OF DIVERSITY

- Integrated Report: Who is responsible (pages 34 – 36)
- Sustainability Report: Sustainability value added statement (page 34)

Aspect: Equal Remuneration for Women and Men

G4-LA13: RATIO OF BASIC SALARY AND REMUNERATION OF WOMEN TO MEN BY EMPLOYEE CATEGORY, BY SIGNIFICANT LOCATIONS OF OPERATION

- Not available

Human Rights:

Aspect: Non-discrimination

G4-HR3: TOTAL NUMBER OF INCIDENTS OF DISCRIMINATION AND CORRECTIVE ACTIONS TAKEN

- Not available

ENVIRONMENT

Principle 7

Businesses should support a precautionary approach to environmental challenges

GRI Disclosures to report actions taken to implement Principle 7 and outcomes from implementing Principle 7

Indicators

Economic:

Aspect: Economic Performance

G4-EC2: FINANCIAL IMPLICATIONS AND OTHER RISKS AND OPPORTUNITIES FOR THE ORGANIZATION'S ACTIVITIES DUE TO CLIMATE CHANGE

- Sustainability Report: Energy and climate – risks, mitigation and opportunities page 21
- https://www.mtn.com/Sustainability/Documents/MTN_Group_2014_CDP_Report.pdf 34 - 35
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

Environmental:

Aspect: Materials

G4-EN1: MATERIALS USED BY WEIGHT OR VOLUME

The most material resource used is electronic and electrical equipment.

- Sustainability Report: Eco-responsibility - e-waste (page 25)
- Sustainability Report: Sustainability value added statement (page 35)

Aspect: Energy

G4-EN3: ENERGY CONSUMPTION WITHIN THE ORGANIZATION

- Sustainability Report: Eco-responsibility – energy and climate (pages 20 -24)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

Aspect Water

G4-EN8: TOTAL WATER WITHDRAWAL BY SOURCE

- Due to the nature of MTN's business and the products and services offered, this indicator is not material. However, as part of the maintaining the ISO 14001 and LEED certifications for MTN South Africa, responsible water management and use are addressed. MTN Nigeria and MTN Cyprus are currently working towards ISO 14001 certification. Other operations, while not ISO 14001 certified, maintain safety, health and environmental policies, and as part of 2015's business plans, all MTN countries of operation are reviewing environmental risks as a focus area in terms of the Group's principal risks.
- A number of MTN operations are currently implementing the Group Green Office toolkit, for water-saving opportunities at offices and similar premises

Aspect: Emissions

G4-EN15: DIRECT GREENHOUSE GAS (GHG) EMISSIONS (SCOPE 1)

- SR: Eco-responsibility – energy and climate – page 20
- SR: Sustainability value added statement – page 34
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN16: ENERGY INDIRECT GREENHOUSE GAS (GHG) EMISSIONS (SCOPE 2)

- SR: Eco-responsibility – energy and climate – page 20
- SR: Sustainability value added statement – page 34
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN17: OTHER INDIRECT GREENHOUSE GAS (GHG) EMISSIONS (SCOPE 3)

- SR: Eco-responsibility – energy and climate – page 20
- SR: Sustainability value added statement – page 34
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN20: EMISSIONS OF OZONE-DEPLETING SUBSTANCES (ODS)

- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN21: NOX, SOX, AND OTHER SIGNIFICANT AIR EMISSIONS

- Due to the nature of MTN's business, this indicator is not material

Aspect: Products and Services

G4-EN27: EXTENT OF IMPACT MITIGATION OF ENVIRONMENTAL IMPACTS OF PRODUCTS AND SERVICES

- The global e-Sustainability Initiative has assessed that ICT-enabled solutions can help the world achieve carbon abatements in the region of 9,6GtCO₂e or 16,5% of global outputs by 2020. Although our solutions in this domain are relatively small, opportunities are growing rapidly, and include cloud computing for virtualisation and other efficiencies, and machine-to-machine products to address risks of water leakage, report on air quality composition for improvement efforts, and encouragement of energy-efficient driving by fleet drivers using our fleet management solution.
- SR: Sustainable economies – enterprise services (pages 14 – 15)
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?ID=29>
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?ID=28>

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- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?ID=23>

Aspect: Overall

**G4-EN31: TOTAL ENVIRONMENTAL PROTECTION EXPENDITURES AND INVESTMENTS
BY TYPE**

- SR: Eco-responsibility – environmental management (pages 18 – 19)
- IR: How we are governed – social and ethics committee terms of reference (page 45)
- https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf
https://www.mtn.com/Sustainability/Documents/Mobile_and_Health_2013.pdf

ENVIRONMENT (continued)

Principle 8
Undertake initiatives to promote
greater environmental
responsibility

GRI Disclosures to report actions taken to implement Principle 8 and outcomes from implementing Principle 8

Indicators

Environmental:

Aspect: Materials

G4-EN1: MATERIALS USED BY WEIGHT OR VOLUME

The most material resource used is electronic and electrical equipment.

- Sustainability Report: Eco-responsibility - e-waste (page 25)
- Sustainability Report: Sustainability value added statement (page 35)

G4-EN2: PERCENTAGE OF MATERIALS USED THAT ARE RECYCLED INPUT MATERIALS

Due to the nature of products and services offered the MTN Group does not consider this indicator to be material for its operations. The Group is, however, addressing downstream recycling of its e-waste and that of its customers in South Africa

Aspect: Energy

G4-EN3: ENERGY CONSUMPTION WITHIN THE ORGANIZATION

- SR: Eco-responsibility – energy and climate pages 20 - 24
<https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN4: ENERGY CONSUMPTION OUTSIDE OF THE ORGANIZATION

- SR: Eco-responsibility – energy and climate pages 20 - 24
<https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN5: ENERGY INTENSITY

- SR: Eco-responsibility – energy and climate pages 20 - 24
<https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN6: REDUCTION OF ENERGY CONSUMPTION

- SR: Eco-responsibility – energy and climate pages 20 - 24
<https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN7: REDUCTIONS IN ENERGY REQUIREMENTS OF PRODUCTS AND SERVICES

- SR: Eco-responsibility – energy and climate pages 20 - 24
- SR: Group president and CEO's message on sustainability (page 4)
- <https://www.mtn.com/Sustainability/Ecoresponsibility/Pages/energymanagement.aspx>
<https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

Aspect: Water

G4-EN8: TOTAL WATER WITHDRAWAL BY SOURCE

- Due to the nature of MTN's business and the products and services offered, this indicator is not material. However, as part of the maintaining the ISO 14001 and LEED certifications for MTN South Africa, responsible water management and use are addressed. MTN Nigeria and MTN Cyprus are currently working towards ISO 14001 certification. Other operations, while not ISO 14001 certified, maintain safety, health and environmental policies, and as part of 2015's business plans, all MTN countries of operation are reviewing environmental risks as a focus area in terms of the Group's principal risks. A number of MTN operations are currently implementing the Group Green Office toolkit, for water-saving opportunities at offices and similar premises

G4-EN9: WATER SOURCES SIGNIFICANTLY AFFECTED BY WITHDRAWAL OF WATER

- Not material as indicated above

G4-EN10: PERCENTAGE AND TOTAL VOLUME OF WATER RECYCLED AND REUSED

- Not material as indicated above

Aspect: Biodiversity

G4-EN11: OPERATIONAL SITES OWNED, LEASED, MANAGED IN, OR ADJACENT TO, PROTECTED AREAS AND AREAS OF HIGH BIODIVERSITY VALUE OUTSIDE PROTECTED AREAS

- The MTN Group does not currently report against this indicator

G4-EN12: DESCRIPTION OF SIGNIFICANT IMPACTS OF ACTIVITIES, PRODUCTS, AND SERVICES ON BIODIVERSITY IN PROTECTED AREAS AND AREAS OF HIGH BIODIVERSITY VALUE OUTSIDE PROTECTED AREAS

- SR: Eco-responsibility – environmental management (pages 18 – 19)
- https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf

G4-EN13: HABITATS PROTECTED OR RESTORED

- Due to the nature of MTN's business, the Group does not report against this indicator. However, environmental impact assessments are undertaken as part of network infrastructure and facilities implementation.
- https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf
- Due to the nature of MTN's business, the Group does not report against this indicator. However, environmental impact assessments are undertaken as part of network infrastructure and facilities implementation.
- https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf

G4-EN14: TOTAL NUMBER OF IUCN RED LIST SPECIES AND NATIONAL CONSERVATION LIST SPECIES WITH HABITATS IN AREAS AFFECTED BY OPERATIONS, BY LEVEL OF EXTINCTION RISK

- Due to the nature of MTN's business, this Group does not report against this indicator. However, environmental impact assessments are undertaken as part of network infrastructure and facilities implementation.
- https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf

Aspect: Emissions

G4-EN15: DIRECT GREENHOUSE GAS (GHG) EMISSIONS (SCOPE 1)

- SR: Eco-responsibility – energy and climate (page 20)
 - SR: Sustainability value added statement (page 34)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN16: ENERGY INDIRECT GREENHOUSE GAS (GHG) EMISSIONS (SCOPE 2)

- SR: Eco-responsibility – energy and climate (page 20)
 - SR: Sustainability value added statement (page 34)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN17: OTHER INDIRECT GREENHOUSE GAS (GHG) EMISSIONS (SCOPE 3)

- SR: Eco-responsibility – energy and climate (page 20)
 - SR: Sustainability value added statement (page 34)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN18: GREENHOUSE GAS (GHG) EMISSIONS INTENSITY

- SR: Eco-responsibility – energy and climate (page 20)
 - SR: Sustainability value added statement (page 34)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN19: REDUCTION OF GREENHOUSE GAS (GHG) EMISSIONS

- SR: Eco-responsibility – energy and climate (page 21 - 23)
 - SR: Sustainability value added statement (page 34)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN20: EMISSIONS OF OZONE-DEPLETING SUBSTANCES (ODS)

- Due to the nature of MTN's business, this indicator is not material
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN21: NOX, SOX, AND OTHER SIGNIFICANT AIR EMISSIONS

- Due to the nature of MTN's business, this indicator is not material

Aspect: Effluents and Waste

G4-EN22: TOTAL WATER DISCHARGE BY QUALITY AND DESTINATION

- The only water discharged is through the municipal sewer. Due to the nature of MTN's business, this indicator is not material

G4-EN23: TOTAL WEIGHT OF WASTE BY TYPE AND DISPOSAL METHOD

The most material waste generated is old / redundant is electronic and electrical equipment.

- SR: Eco-responsibility (page 25)
- SR: Sustainability value statement (page 35)

G4-EN24: TOTAL NUMBER AND VOLUME OF SIGNIFICANT SPILLS

No significant spills were reported by MTN operations

- SR: Eco-responsibility – e-waste (page 25)
- SR: Sustainability value statement (page 35)

G4-EN25: WEIGHT OF TRANSPORTED, IMPORTED, EXPORTED, OR TREATED WASTE DEEMED HAZARDOUS UNDER THE TERMS OF THE BASEL CONVENTION² ANNEX I, II, III, AND VIII, AND PERCENTAGE OF TRANSPORTED WASTE SHIPPED INTERNATIONALLY

- The most material waste subject to this convention is e-waste. In South Africa, e-waste is processed locally to the greatest possible extent, by MTN's e-waste handlers. MTN's fractions are ultimately mixed with e-waste from other companies and sources, and we are not aware of the weight of fractions shipped internationally. A short-term public awareness and e-waste collection campaign will be undertaken in early 2015 by MTN Benin and Ericsson. E-waste collected will be shipped from Benin to South Africa, and is therefore subject to the convention. We will report on weight in 2016.

G4-EN26: IDENTITY, SIZE, PROTECTED STATUS, AND BIODIVERSITY VALUE OF WATER BODIES AND RELATED HABITATS SIGNIFICANTLY AFFECTED BY THE ORGANIZATION'S DISCHARGES OF WATER AND RUNOFF

- Although not a material aspect for the Group, see SR: Eco-responsibility – infrastructure environmental management (page 18 – 19)

Aspect: Products and Services

G4-EN27: EXTENT OF IMPACT MITIGATION OF ENVIRONMENTAL IMPACTS OF PRODUCTS AND SERVICES

- The global e-Sustainability Initiative has assessed that ICT-enabled solutions can help the world achieve carbon abatements in the region of 9,6GtCO₂e or 16,5% of global outputs by 2020. Although our solutions in this domain are relatively small, opportunities are growing rapidly, and include cloud computing for virtualisation and other efficiencies, and machine-to-machine products to address risks of water leakage, report on air quality composition for improvement efforts, and encouragement of energy-efficient driving by fleet drivers using our fleet management solution.
- SR: Sustainable economies – enterprise services (pages 14 – 15)
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?PID=29>
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?PID=28>
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?PID=23>

G4-EN28: PERCENTAGE OF PRODUCTS SOLD AND THEIR PACKAGING MATERIALS THAT ARE RECLAIMED BY CATEGORY

- SR: Eco-responsibility – e-waste (page 18 – 19)
- SR: sustainability value added statement (page 35)

Principle 8
Undertake initiatives to promote greater environmental responsibility

Aspect: Compliance

G4-EN29: MONETARY VALUE OF SIGNIFICANT FINES AND TOTAL NUMBER OF NONMONETARY SANCTIONS FOR NON-COMPLIANCE WITH ENVIRONMENTAL LAWS AND REGULATIONS

- The Group's legal department receives reports from operations on non-compliances and fines issued to the operations

Aspect: Transport

G4-EN30: SIGNIFICANT ENVIRONMENTAL IMPACTS OF TRANSPORTING PRODUCTS AND OTHER GOODS AND MATERIALS FOR THE ORGANIZATION'S OPERATIONS, AND TRANSPORTING MEMBERS OF THE WORKFORCE

- Although transportation is not a source of significant environmental impacts and is not deemed material, greenhouse gas emissions associated with transport are quantified.
- SR: Eco-responsibility – energy and climate (page 20)
- SR: Sustainability value added statement (page 34)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

Aspect: Overall

G4-EN31: TOTAL ENVIRONMENTAL PROTECTION EXPENDITURES AND INVESTMENTS BY TYPE

- SR: Eco-responsibility – environmental management (pages 18 – 19)
- IR: How we are governed – social and ethics committee terms of reference (page 45)
- https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf
- https://www.mtn.com/Sustainability/Documents/Mobile_and_Health_2013.pdf

Aspect: Supplier Environmental Assessment

G4-EN32: PERCENTAGE OF NEW SUPPLIERS THAT WERE SCREENED USING ENVIRONMENTAL CRITERIA

- Not available

G4-EN33: SIGNIFICANT ACTUAL AND POTENTIAL NEGATIVE ENVIRONMENTAL IMPACTS IN THE SUPPLY CHAIN AND ACTIONS TAKEN

- Not available

Aspect: Environmental Grievance Mechanisms

G4-EN34: NUMBER OF GRIEVANCES ABOUT ENVIRONMENTAL IMPACTS FILED, ADDRESSED, AND RESOLVED THROUGH FORMAL GRIEVANCE MECHANISMS

- Not available

Principle 9
Encourage the development and diffusion of environmentally friendly technologies

GRI Disclosures to report actions taken to implement Principle 9 and outcomes from implementing Principle 9

Indicators
Environmental:

Aspect Energy

G4-EN6: REDUCTION OF ENERGY CONSUMPTION

- SR: Eco-responsibility – energy and climate pages 20 - 24
- SR: Group president and CEO's message on sustainability (page 4)
- <https://www.mtn.com/Sustainability/Ecoresponsibility/Pages/energymanagement.aspx>
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

G4-EN7: REDUCTIONS IN ENERGY REQUIREMENTS OF PRODUCTS AND SERVICES

- SR: Eco-responsibility – energy and climate pages 20 - 24
- SR: Group president and CEO's message on sustainability (page 4)
- <https://www.mtn.com/Sustainability/Ecoresponsibility/Pages/energymanagement.aspx>
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

Aspect: Emissions

G4-EN19: REDUCTION OF GREENHOUSE GAS (GHG) EMISSIONS

- SR: Eco-responsibility – energy and climate (pages 21 – 23)
- IR: MTN's value creation (page 34)
- <https://www.cdp.net/en-US/Pages/CDPAdvancedSearchResults.aspx?k=MTN>

Aspect: Products and Services

G4-EN27: EXTENT OF IMPACT MITIGATION OF ENVIRONMENTAL IMPACTS OF PRODUCTS AND SERVICES

- The global e-Sustainability Initiative has assessed that ICT-enabled solutions can help the world achieve carbon abatements in the region of 9,6GtCO₂e or 16,5% of global outputs by 2020. Although our solutions in this domain are relatively small, opportunities are growing rapidly, and include cloud computing for virtualisation and other efficiencies, and machine-to-machine products to address risks of water leakage, report on air quality composition for improvement efforts, and encouragement of energy-efficient driving by fleet drivers using our fleet management solution.
- SR: Sustainable economies – enterprise services (pages 14 – 15)
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?PID=29>
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?PID=28>
- <https://www.mtn.com/Sustainability/MoreOnSustainability/Pages/CaseStudyFullView.aspx?PID=23>

Aspect: Overall

G4-EN31: TOTAL ENVIRONMENTAL PROTECTION EXPENDITURES AND INVESTMENTS BY TYPE

- SR: Eco-responsibility – environmental management (pages 18 – 19)
- IR: How we are governed – social and ethics committee terms of reference (page 45)
- https://www.mtn.com/Sustainability/Documents/Networks_and_Environment_2013.pdf
- https://www.mtn.com/Sustainability/Documents/Mobile_and_Health_2013.pdf

ANTI-CORRUPTION

Principle 10
Businesses should work against corruption in all its forms, including extortion and bribery

GRI Disclosures to report actions taken to implement Principle 10 and outcomes from Implementing Principle 10

General Standard Disclosures

Ethics and Integrity

G4-56

a. Describe the organization's values, principles, standards and norms of behaviour such as codes of conduct and codes of ethics.

- Refer Annexures to this report:
 - Social and Ethics Statement (COP page 34)
 - Anti-Corruption (COP page 35)
 - Human Rights (COP page 36)
 - Code of Ethics (COP page 37)
 - Employee Conduct Pledge (COP page 38)

G4-57

a. Report the internal and external mechanisms for seeking advice on ethical and lawful behavior, and matters related to organizational integrity, such as helplines or advice lines.

- An internal ethics discussion platform exists on the MTN intranet, "MTNConnect"
- A closed group discussion platform exists on the intranet ("MTN Connect") specifically for use by ethics champions at Group and Opco level
- An ethics advice line (not anonymous) exists: MTNGroupEthics@mtn.com
- At organisational level MTN has a strategic partnership with the Ethics Institute of South Africa with whom the company has organisational membership; this partnership is crucial

for ethics advice required at a systemic level.

- Ethics task teams at Group and operations level consisting of trained ethics champions from various disciplines (e.g. Finance, HR, Procurement, Business Risk Management, Corporate Affairs, etc.) who are available to field ethics enquiries.
- The MTN Group has 5 certified Ethics Officers (registered with the Ethics Institute of South Africa) from the disciplines of Procurement, Business Risk Management, Finance (Group Tax), Legal and HR who provide assistance and advice at both personal level and systemic level to all OPCOs in terms of ethics management practice.
- Ethics related priority policies as well as the Codes (Code of Ethics, Social and Ethics Statement and Employee Conduct Pledge) direct behaviour and practice, and contain directives on routes to follow for the reporting of ethical breaches.

G4-58

a. Report the internal and external mechanisms for reporting concerns about unethical or unlawful behavior, and matters related to organizational integrity, such as escalation through line management, whistleblowing mechanisms or hotlines.

- All Ethics related policies indicate the appropriate route to follow with regard to reporting of ethics policy breaches, i.e. line manager / head of function / Group Chief Officer (HR and Corporate Affairs or Group Chief Officer Business Risk Management), or the whistleblowing line (Tip-offs Anonymous).

Indicators

Society

Aspect Anti-Corruption

G4-SO3: TOTAL NUMBER AND PERCENTAGE OF OPERATIONS ASSESSED FOR RISKS RELATED TO CORRUPTION AND THE SIGNIFICANT RISKS IDENTIFIED

- IR: How we are governed – risk management (page 49)
- SR: Sustainable societies – anti-corruption (page 28)
- SR: Sustainability value added statement (page 34)

G4-SO4: COMMUNICATION AND TRAINING ON ANTI-CORRUPTION POLICIES AND PROCEDURES

- IR: How we are governed – summarised corporate governance report (pages 49, 51)
- SR: Sustainable societies – anti-corruption (page 28)

G4-SO5: CONFIRMED INCIDENTS OF CORRUPTION AND ACTIONS TAKEN

- Not disclosed

Aspect Public Policy

G4-SO6: TOTAL VALUE OF POLITICAL CONTRIBUTIONS BY COUNTRY AND RECIPIENT/BENEFICIARY

- In support of South Africa's celebrations of 20 years of democracy, a donation was made to the Department of International Relations and Cooperation, for celebratory events to be held in some countries. The celebrations were, however, postponed to 2015, due to the emergence of Ebola in some of the countries in which MTN operates
- A US\$10 million humanitarian grant was made to the African Union in support of its appeal for support in the fight against Ebola

ANNEXURES

MTN Group's **social and ethics statement**

As part of an overall update to the MTN Group's work on ensuring business is conducted ethically in line with its code of ethics, the Company updated its stance on conducting ethical business. The updated statement was signed by the MTN Group board in May 2013:

Wherever we operate in the world, MTN adheres to a culture of sound ethical business conduct that generates economic value for the greater benefit of our communities and stakeholders and in a manner that is eco-responsible and sustainable. We operate across a diverse set of geographic, political, regulatory, judicial, socio-economic and cultural contexts, and this poses both opportunity and risk-based challenges to how we are able to conduct our business of facilitating communications in the digital age.

The global information communication innovation age is a catalyst for socio-economic development, but the benefits of the rapid development of technology must be balanced with ethical and responsible application. It is our intention to always conduct our business ethically and responsibly, acting to the best of our abilities for the greater good of our business and our stakeholders.

We act on our social and ethics statement through:

- Maintaining a reputation of honesty, fairness, respect, responsibility, integrity, trust and sound business judgement.
- Integrating within our business operations internationally accepted and locally required responsible business instruments, codes, protocols, standards and

guidelines that direct the social and ethical role of businesses within society.

- Not tolerating any form of illegal or unethical conduct on the part of all MTN's employees, leadership, and directors, as well as our suppliers, business partners and other stakeholders that may influence our business activities.
- Remaining informed about the rapidly developing benefits and risks of information and communication innovation globally, and ensuring that our governance, legal, policy development, technical and business processes, and system capabilities evolve accordingly.
- Constantly improving the quality of our services, products and operations.
- Working with industry and other forums focused at bringing the benefits of open, affordable and accessible telecommunications and digital information to society.
- Improving our engagement with our stakeholders in a constructive, dialogue-driven, more transparent manner.

MTN's ethics culture is a direct result of the conduct and decisions of our employees. All MTN employees are expected to adhere to our ethical standards as expressed through the MTN values of integrity, leadership and relationships. Our values of innovation and can-do are achieved with due regard for people and the planet, while profits are a result of consciously understanding, aligning and integrating the various stakeholders' needs within the diverse markets and geographies we operate in. We will act to our utmost capacity and scope of influence to continue to achieve our vision of leading a bold new Digital World in our markets, in a way that is responsible, ethical and sustainable.



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MTN Group's Position on **anti-bribery, corruption and gifts**

Fraudulent and corrupt activities are a threat to the sustainability and reputation of any business. MTN has a zero tolerance approach to fraud, bribery and corruption, and we are constantly striving to improve our fight against it. It is our policy to conduct all our business activities with honesty, integrity and to the highest ethical standards, and we recently updated the MTN Group anti-bribery and corruption policy to ensure that our efforts against fraud, bribery and corruption are in alignment with the overall Group ethics framework.

We consider facilitation payments as bribes, and therefore illegal. We will only do business with parties that do not make facilitation payments. Our gifts policy includes a declaration of gifts in a gift register, and all employees are expected to record gifts, hospitality and corporate expenses. Procurement policies and procedures are communicated to employees and suppliers to ensure selected providers of services are aware of our requirement to act in a legal, ethical and professional manner. We work to ensure that third party engagements are for bona fide purposes, that adequate due diligence is conducted, and that compensation is appropriate and justifiable remuneration for legitimate services rendered.

In our dealings with public officials and government employees, we work to ensure that we act in an ethical manner. We also recognise that strong democracies require healthy political parties, and that these parties require resources to represent people, operate structures, contest elections and meaningfully contribute to political debates; therefore our political donations policy sets out our political support during general elections in countries. Political party financial support is only provided should a country hold national elections, and funding is allocated to each party in relation to its performance in general elections. We act in an entirely open manner and will publicly disclose political donations made.

As part of our corporate citizenship role, charitable donations and sponsorships are encouraged, but we will not undertake this with the intention of placing actual or potential customers, suppliers or public officials under any obligations.

For MTN, it is important that our employees in particular are aware of what constitutes fraudulent or corrupt behaviour, and what they need to do once they are aware of potentially fraudulent activities.



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MTN Position on **Human Rights and ICT**

MTN's business is to facilitate communications in the digital age. We recognise that the innovation revolution taking place in the information and communication sector is helping break down social, economic and community barriers, and is a catalyst for positive socio-economic development.

Information technology has developed far more rapidly than any global laws required to support it, and this situation is unlikely to change in the foreseeable future. One of the results of this development has been greater access to personal information and communications by governments or any other group of organisations or individuals, often not accompanied by legal or regulatory due process.

ICT human rights predominantly relate to freedom of expression, access to information, privacy, and security of information.

MTN Group's Freedom of Expression, Privacy and Security (Human Rights) Policy sets out the principles which MTN applies to safeguard the communication privacy and security rights of customers. It does this in a manner that is consistent with internationally recognised standards and legal requirements on freedom of expression, access to information, privacy and security of information, while ensuring that we remain compliant with the terms of our licence conditions and legal obligations. The Group's policy is informed by the United Nations' Universal Declaration of Human Rights, and also takes into consideration some of the views expressed within the United Nations Protect, Respect and Remedy Framework, and by the GSMA, various industry groups working on this matter, and the Access Now Telco Action Plan.

The following principles underlie MTN's position on human rights:

- We believe in the rights of all people to freely communicate and share information, and to enjoy the right to privacy and security in their use of digital, telephonic and internet-based communications.
- While acting in accordance with prevailing laws and licence conditions, we will use our best endeavours and scope of influence to protect, respect and ensure these rights of all customers using our ICT solutions where laws and licence conditions may not appropriately recognise the rights of our customers.
- We will take reasonable steps to maintain data transmission and storage confidentiality and security.
- We will only gather customer data for legitimate commercial businesses and as permitted by licencing and legal obligations.

The policy is supported by other key documentation relating to the Group's code of ethics, and information security and information provision governance.

MTN Group will always act to our best endeavours and scope of influence to protect, respect and ensure the information privacy and security rights of customers using its solutions. We will undertake this commitment in a way that is responsible, ethical and sustainable, whilst also being compliant with applicable laws and licence conditions in all countries in which we operate.



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MTN Group Code of Ethics



To all our stakeholders

MTN was formed at the same time as the new and democratic South Africa. Those beginnings and the values of all South Africans at that time remain central to the way in which we do business. We operate in mobile networks in 22 countries across Africa and the Middle East. Our goal is to lead the delivery of a bold, new digital world to our customers. However, we recognise that operating in these countries and regions, we have an obligation to ensure that all our business practices are conducted in accordance with all local and international laws and that we adhere to the highest levels of ethical and moral conduct. This is something that we embrace across all parts of our business and we expect our business partners to do the same.

The governing principles of the way we do business are set out in our Code of Ethics (the **Code**). The Code, together with a set of detailed underlying policies, explains the way in which we run the business, deal with each other, customers, suppliers and governments. All officers and employees of MTN are required to comply with the Code, as are all our suppliers. It is therefore in the best interest of all to take the time to understand and apply our Code of Ethics.

We ensure that the Code accurately and comprehensively addresses the current law and international best practice, and for this reason it is reviewed regularly under the supervision of the Board's Social and Ethics Committee. Revisions of the Code will be issued as often as is necessary, depending on the changing nature of MTN's ethics risk profile.

I personally commit myself to lead and behave in a manner that is consistent with the Code, and ask that you do the same.

Sifiso Dabengwa
Group President and CEO

1. Philosophy

Our objective is to conduct all our business affairs with honesty, integrity, diligence and professionalism. We firmly believe that this is a condition for our success as a company.

2. Compliance with laws and regulations

We are committed to conducting our business activities in full compliance with the applicable laws of South Africa and of all the countries in which we carry on business. We comply with the following:

- International trade laws and regulations, embargoes and sanctions;
- Competition laws;
- Fraud, anti-bribery and corruption laws;
- Anti-money laundering laws;
- Intellectual property laws; and
- Human rights and equal opportunity obligations.

3. Conflicts of interest

- We do not put ourselves in a position in which our personal interests could conflict with our obligations and responsibilities to MTN. We treat the need to avoid conflicts of interest seriously and have processes in place to identify and manage any potential conflicts.

4. Corporate governance, reporting and company assets/resources

- We are committed to managing the business in accordance with international best practice and to maximise the return to our shareholders. We achieve this by having effective and transparent corporate governance structures and processes. We have appropriate controls in place, through various institutions and specific management positions, to ensure that we can assess and manage risks to the business and our people.
- We ensure that the Group is meeting the requirements of the King III report on Corporate Governance. We maintain accurate and complete business, financial and accounting records in accordance with all applicable laws. We also follow International Financial Reporting Standards (IFRS) to compile the Group's annual financial statements. The Group is committed to maintaining and conserving our physical, financial and intellectual resources. We all seek to make efficient use of these resources.

5. Customer treatment and customer service

- We are focussed on delivering high-quality customer service. MTN customers are entitled to fair, courteous and professional treatment.
- We commit to providing quality products and services that meet or exceed customer expectations, comply with all applicable standards and are safe to use.
- We recognise that our customers entrust us with their personal information. We take our duty to protect their personal information seriously and respect their right to privacy.

6. Vendors and suppliers

- We choose vendors and suppliers through a transparent selection process that is based on objective criteria and evidence in accordance with the provisions of the Code and our policies.

- We expect vendors and suppliers to operate in accordance with our ethical principles and to comply with all relevant international and domestic laws.

7. Employees

- We support and respect human rights in our workplace. This includes providing a safe and non-threatening workplace where healthy working conditions are maintained, where all people are treated with respect and with due regard for their dignity, and where harassment and intimidation are not tolerated.
- We guarantee freedom of association, ensure non-discrimination in personnel practices, and make reasonable accommodations for all employees' religious observance and practices.
- We respect our employees' privacy and the confidentiality of their personal information.

8. Employee conduct

- We uphold our standards of professionalism and competence, respect the tradition and culture of all peoples, and do not to behave in ways that could be considered offensive, intimidating, malicious, or discriminatory.

9. Interactions with government

- In all circumstances, we will maintain an honest, transparent and ethical relationship with the government, their agencies, officials and personnel.

10. Communications

- We communicate transparently, accurately and in a timely manner with shareholders, all those with whom we conduct business (including customers and suppliers), and third parties.
- We focus on delivering messages about our business and do not comment unfavourably on the products, management or operations of competitors.

11. Commitment towards communities, society and environment

- We are committed to contributing to the socio-economic development of the emerging markets in which we operate. Our investment into society includes supporting democratic institutions and engaging key stakeholders such as NGOs and policy groups. We also look to invest in developing local employees and improve the general economic conditions of the local communities.
- We aim to sustainably maintain and grow our business in a way that is environmentally and socially responsible. We ensure compliance with all relevant environmental laws in each country in which we operate.
- We hold ourselves accountable in a transparent manner by adhering to the United Nations Global Compact on human rights, labour standards, environmental responsibility and fighting corruption. In the same spirit we apply the Global Reporting Initiative's Guidelines on sustainability reporting.

MTN Group Employee Conduct Pledge



1. Preamble

MTN believes that being good is good business, at every level of organisation – individual, team, and enterprise, and that the time is always right to do what is right. MTN therefore actively fosters a culture of ethical business conduct. We maintain a reputation of honesty, fairness and integrity and we oppose illegal or unethical conduct. The Employee Conduct Pledge is embraced voluntarily by existing employees, and has since July 2014 been incorporated into all Opco Contracts of Employment for new employees.

2. Our values

At MTN, our values guide our day-to-day behaviours and form the basis of how we interact with each other, our customers, the communities we operate in and all our other stakeholders.

MTNers live the company's values of acting with **integrity**, providing **leadership**, inspiring **innovation**, cultivating **relationships** and having a "**Can-Do**" attitude in all we do.

The MTN values underpin our vision and business strategies, defining how we get things done. These values thus direct our conduct as individuals and as an enterprise.

Leadership

- Providing vision and guidance: proactively leading by example, inspiring others, demonstrating ownership, passion and dependability, being fair and caring.

Innovation

- Finding new ways of doing things and continually improving ways things have always been done: being creative, original and solution focused.

Relationships

- Positively working together to achieve our goals: embracing differences and diversity, working as a team, respecting and caring for one another, being cooperative and friendly, and communicating clearly.

Integrity

- Consistently doing what is right: being honest, trustworthy and reliable, and always delivering on your commitments. The value of integrity directs all of our actions.

Can-Do

- Believing that anything is possible: believing in yourself and being positive, having the courage to follow your convictions, being an inspiration to others, being willing to persevere and achieving performance excellence.

3. **Our vital behaviours**

As a global enterprise, we have collectively worked hard to get to where we are today. How we interact with each other, the values we uphold and the behaviours we demonstrate, shape who we are and impacts our success. The four vital behaviours give expression to our values and aid us in adhering to the MTN Employee Conduct Pledge. The MTN Vital Behaviours are:

1. **Complete candour.** I candidly and respectfully share my views—regardless of the level or position of the person I am addressing.
2. **Complete accountability.** When I need to hold people accountable to commitments and results, I speak to them directly—regardless of whether they are peers, senior leaders, direct reports or anybody else.
3. **Get it done.** When I notice problems or risks, I take action to try to resolve them—or escalate when I can't—rather than waiting for someone else to notice them.
4. **Active collaboration.** I do not hesitate to sacrifice time and resources to support colleagues, within or outside my function, in the best interest of MTN.

4. **Employee conduct pledge**

I therefore commit myself to the following fundamental conduct expectations:

1. Hold MTN's values as my own, follow company policies and procedures, obey the law and apply universally-held principles of all that is good and just.
2. Act with integrity – being honest, reliable and fair in my actions, accepting responsibility for the consequences.
3. Treat others as I wish to be treated by them.
4. Respect colleagues, suppliers and those we serve, regardless of gender, race, religion, culture, mental and physical abilities, and treat them with dignity, respect and compassion.
5. Respect the moral maturity of others, and provide private constructive feedback for inappropriate behaviour as a first level of action.
6. Disclose to MTN any conflict of interest – wherever my personal interests or the interests of an immediate or distant family member or other person close to me may appear to influence the objective exercise of my official duties as an employee, or interfere with the interests of MTN, understanding that such disclosure does not necessarily imply impropriety.
7. Protect MTN's reputation and not use company assets, name, letterhead, logo or information for personal ends.

Not give or receive gifts or benefits in contravention of MTN Group's Gifts, Hospitality and Entertainment policy, nor allow any gift or benefit to influence my business decisions. ■



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