



Scancom PLC (MTN Ghana) Stakeholder Management Policy

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| Business Area | Corporate Services Division | | |
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| CEO on behalf of EXCOM | Selorm Adadevoh | Signature | <i>Selorm Adadevoh</i> |

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1. EXECUTIVE SUMMARY

This Scancom PLC (MTN Ghana) Stakeholder Management Policy is a statutory policy as defined in the MTN Ghana Master Policy. This Policy seeks to bring about greater inclusion of stakeholder needs, interests and expectations in corporate decision making, and is designed to monitor and build MTN Ghana's relationship with stakeholders and endeavour to increase shareholder value by maintaining good relations with stakeholders.

Sections 3 (b) (iv) and 37 (1) (2) of the Securities and Exchange Commission Corporate Governance Code for Listed Companies (2020) requires Publicly Listed Companies to take full and appropriate account of the interests of shareholders, other stakeholders and the community in general. The Board of MTN Ghana is under an obligation to monitor relations with stakeholders and endeavour to maintain good relations with stakeholders.

This Policy is applicable to MTN Ghana and its subsidiaries, all officers, directors, employees and representatives of the entities referred to above, whether permanent, temporary or on contract, in all territories, regions and functions. It is also applicable to service providers, suppliers and contractors acting on behalf of MTN Ghana when engaging stakeholders, MTN Ghana operations, where MTN Ghana does not have majority ownership and to all engagements with stakeholders irrespective of the context and objective.

This policy identifies key stakeholders and sets out a standardized approach for MTN Ghana in its engagement with the key stakeholders including employees, creditors, suppliers and residents who live in the close vicinity of its properties.

The Board, Chief Executive Officer (CEO), Executive Committee (ExCom) members, Corporate Services Division (CSD), stakeholder category holders and all stakeholder interfaces must adhere to the standards set out in this policy and ensure that due consideration is given to stakeholders in all the areas in which MTN Ghana undertakes its business, operations and any other activities.

Adherence to this policy will mitigate the reputational risk MTN Ghana may be exposed to as a result of improper engagement conduct, duplication and misalignment, lack of professionalized engagement mechanisms, inconsistency of approach and messaging and a widening gap between stakeholder expectations and MTN Ghana behaviour.

2. POLICY APPROVAL

This Scancom PLC (MTN Ghana) Stakeholder Management Policy is a statutory policy as defined in the MTN Ghana Master Policy. Thus, the applicable The Policy approval process as set out in Annexure A herein applies.

3. REVISION HISTORY

| Date | Version | Modification/ comments |
|----------------|----------|--|
| September 2021 | V01 2021 | Adoption of Group Stakeholder Management Policy |
| February 2022 | V02 2022 | The Policy has been aligned with the Securities and Exchange Commission Corporate Governance Code for Listed Companies (2020), and therefore upgraded from an operational policy to a statutory policy as required by the Master Policy. |

4. DEFINITIONS AND ABBREVIATIONS

| Term/Abbreviation | Definition |
|-------------------|---|
| AccountAbility | AccountAbility is a global consulting and standards firm that works with businesses, governments and multilateral organisation's to advance responsible business practices and improve long-term performance. |
| Company | Refers to Scancom PLC (MTN Ghana). |
| Governing body | The Board of Directors of Scancom PLC is the governing body that has primary accountability for the governance and performance of the Company. |
| CSD | Corporate Services Division of MTN Ghana |
| Leadership | MTN Ghana leadership refers to the MTN Ghana CEO and his/her direct reports. |
| Material issue | The Integrated Reporting Council (IRC) defines material issues as those issues that "could substantively affect the organisation's ability to create value in the short, medium or long term", that "link to strategy, governance, performance or prospects; are important to key stakeholders; form the basis of boardroom discussions; and may intensify or lead to opportunity or loss if left unchecked." |

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| Material stakeholder | A material stakeholder is defined as a person/group whose support is vital to the success of MTN Ghana. If this support were to be withdrawn/ significantly reduced, MTN Ghana's successful implementation of its strategy or its existence would be threatened. |
| Official Stakeholder Engagement | Official stakeholder engagement refers to formal or informal meetings between officers, directors, employees and representatives of MTN Ghana with stakeholders that have a noticeable impact (i.e. where commitments are made, conclusions reached, or decisions taken). |
| Regulatory and Corporate Affairs fraternity | Practitioners with legal, regulatory affairs, public policy, corporate affairs, corporate communication (including media communication) as part of their job descriptions. |
| SEE impacts | Social, Environmental and Economic impacts |
| Stakeholder relationship owner | The stakeholder relationship owner takes the main responsibility to manage the relationship with a stakeholder. The stakeholder relationship owner needs to be consulted before engaging his/her stakeholders, to obtain context of the company's prior engagements with the stakeholder. The stakeholder relationship owner plays a critical role in coordinating engagement by different MTN Ghana interfaces, with the same stakeholder. |
| Stakeholder representative | The legitimate authorised individual representing the stakeholder group is referred to as the stakeholder representative. |
| Stakeholders | Stakeholders are those groups that affect and/or could be affected by MTN Ghana's activities, products or services and associated performance, including employees, creditors, suppliers and residents who live in the close vicinity of the Company's properties. |
| Sustainable development | To realise MTN Ghana's vision to create and protect shared value for our organisation through responsible economic, environmental, social and good governance practices. We require input of each of the six (6) capitals identified by the International Integrated Reporting Council (IIRC), which include: human, manufacture, financial, intellectual, social and relationship and natural capitals. |

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| Triple context | King IV Governance code of South Africa refers to the triple context of the combined context of the economy, society and environment in which the organisation operates. |
| SEC Code | Refers to the Securities and Exchange Commission Corporate Governance Code for Listed Companies (2020) |
| Social license to operate | A concept used to describe the importance of having broad-based stakeholder consent or support for large-scale projects. The social license-to- operate concept is normally seen as being additional, yet closely related to the need to secure formal licenses, planning permissions and permits from regulators. Failing to address stakeholder concerns and hence losing stakeholder support (i.e. the social license to operate) can result in severe disruption to, or discontinuation of, large investments or may influence regulators' decisions to grant or renew permissions and licenses. |
| Socio-economic benefit delivery | The wide range of ways in which society benefits from having MTN in a market or country, starting with job creation (direct, indirect and induced), enhanced digital and financial inclusion, revenue flowing into the fiscus, mobile technology- enabled development in sectors such as agriculture, education and health, local procurement opportunities, and community development through corporate social investment. |
| Stakeholder categories | Categorisation used to cluster stakeholders into twelve (12) broad groups or clusters of stakeholders with a similar stake in MTN Ghana. |
| Stakeholder category owners | In a stakeholder relations context, category owners, refers to the functional owner of one or more stakeholder categories, for instance HR is the category owner for employees, the trade unions and potential recruits. |
| Stakeholder engagement | Stakeholder engagement is the process used by an organisation to engage relevant stakeholders for a clear purpose to achieve agreed outcomes. It is now also recognised as a fundamental accountability mechanism, since it obliges an organisation to involve stakeholders in identifying, understanding and responding to sustainability issues and concerns, and to report, explain and answer to stakeholders for decisions, actions and performance. |

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| SEP | Stakeholder engagement plan |
| Stakeholder interface | Any authorised MTN Ghana employee or service provider who engages a stakeholder on behalf of MTN Ghana. |

5. INTRODUCTION

- 5.1 This Policy seeks to bring about greater inclusion of stakeholder needs, interests and expectations in corporate decision making, and is designed to monitor and build MTN Ghana's relationship with stakeholders and endeavour to increase shareholder value by maintaining good relations with stakeholders.
- 5.2 The SEC Code requires MTN Ghana to have a stakeholder engagement policy in place to guide the company's approach to communicating, working and interaction with stakeholders. MTN Ghana appreciates the interdependence between effective stakeholder management and organisational performance. As such, MTN Ghana needs to ensure that all its stakeholders appreciate and support its strategic intent.
- 5.3 This Policy shall be subject to all laws of the Republic of Ghana that apply to MTN Ghana. If this Policy is inconsistent with the laws of the Republic of Ghana, the laws of the Republic of Ghana shall prevail.
- 5.4 MTN Ghana therefore recognises that: -
- 5.4.1 MTN Ghana is committed to good corporate citizenship. MTN Ghana self-regulates the way it relates to external stakeholders and society and aligns with best practices and good governance standards.
 - 5.4.2 MTN Ghana appreciates how relationships with stakeholders in its value chain and broader society has a direct impact on its socio-political licence to operate. Thus, this Stakeholder Management Policy as part of the MTN Ghana Stakeholder and Reputation Management Framework, governs how MTN Ghana relates to and engages with its stakeholders.

6. POLICY STATEMENT

This Policy reflects the minimum requirements and may be supplemented by international corporate governance standards insofar as these do not conflict with the laws of the Republic of Ghana. The Risk and Compliance Department of MTN Ghana must be consulted in respect of the existence of any such local or international policies or procedures.

7. PURPOSE OF THE POLICY

- 7.1 The purpose of this policy is twofold, namely to: -
- 7.1.1 Standardise MTN Ghana's approach to stakeholder management, and

7.1.2 Govern MTN Ghana's engagements towards the desired outcome of relationship building, driving reputation and issue management.

7.2 The policy intends to mitigate the reputational risk MTN Ghana may be exposed to as a result of:

7.2.1 Improper engagement conduct (different ways of engaging stakeholders),

7.2.2 Duplication and misalignment (different personnel engaging the same stakeholder and expressing conflicting messaging),

7.2.3 A lack of professionalised engagement mechanisms,

7.2.4 Inconsistency of approach and messaging and a widening gap between stakeholder expectations and company behaviour.

8. SCOPE AND APLICABILITY

8.1 This Policy is applicable to: -

8.1.1 MTN Ghana and its subsidiaries;

8.1.2 all officers, directors, employees and representatives of the entities referred to above, whether permanent, temporary or on contract, in all territories, regions and functions;

8.1.3 service providers, suppliers and contractors acting on behalf of MTN Ghana when engaging stakeholders;

8.1.4 MTN Ghana operations, where MTN Ghana does not have majority ownership,

8.1.5 All engagements with stakeholders irrespective of the context and objective

8.2 The MTN Ghana Stakeholder Management Policy should be read in conjunction with other related MTN Ghana policies in so far as those policies have a bearing on stakeholder engagement.

9. STAKEHOLDER LANDSCAPE

The key stakeholder groups with whom MTN Ghana interacts are clustered into the following categories: -



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10. GOVERNANCE FRAMEWORK

10.1 Effective stakeholder engagement is outcome based. It is about achieving specific, pre-identified governance outcomes for MTN Ghana. Governance outcomes are the benefits that MTN Ghana should realise if the principles for effective stakeholder engagement are achieved.

10.2 These outcomes are:

10.2.1 A good and strong reputation;

10.2.2 Social and relationship capital; Healthy stakeholder relationships characterised by trust, commitment, satisfaction and control mutuality;

10.2.3 Legitimacy (also referred to as “the socio-political licence to operate”).

10.3 The principles for effective stakeholder engagement are the rules that shouldn’t be compromised and are universally applicable within MTN Ghana to shape stakeholder engagement practices. The subsequent paragraph outlines these principles in three (3) clusters:

10.3.1 Principles directing approach and planning;

10.3.2 Principles governing engagement conduct,

10.3.3 Principles for monitoring, evaluation and reporting.

10.3.4 Stakeholder engagement practices in MTN Ghana must adhere to the principles in this policy and observe the legislation, regulation and corporate governance standards applicable in the Republic of Ghana.



Fig 1: MTN Ghana's Stakeholder Relations Governance Framework

11. KEY PRINCIPLES

11.1 The key principles below articulate MTN Ghana's posture towards stakeholder management:

11.1.1 MTN Ghana must act as a responsible corporate citizen.

11.1.2 Decision making at MTN Ghana must be stakeholder inclusive.

11.1.3 MTN Ghana must account for its Social, Economic and Environmental ("SEE") impact to stakeholders and society.

11.1.4 MTN Ghana must manage its reputation by considering stakeholder expectations of business performance.

11.1.5 MTN Ghana must proactively manage stakeholder issues as they emerge.

11.1.6 MTN Ghana, its subsidiaries and its leadership, must have a stakeholder engagement plan which is reviewed annually.

11.1.7 MTN Ghana subsidiaries must report against their stakeholder engagement plan on an annual basis

11.1.8 Roles and responsibilities must be assigned for on-going stakeholder relationship management.

11.1.9 MTN Ghana's engagement must be ethical and transparent. MTN Ghana has zero tolerance for corruption and corrupt practices.

- 11.1.10 MTN Ghana's stakeholder engagement must be value- based.
- 11.1.11 Official stakeholder engagement must be recorded and documented.
- 11.1.12 MTN Ghana subsidiaries must monitor and evaluate stakeholder engagement.

(See further Principles and implications as contained in Annexure B).

12. ROLES AND RESPONSIBILITIES

12.1 The Board as governing body

12.1.1 The MTN Ghana Board gives strategic direction and exercises oversight but is not involved in stakeholder management on a day-to-day basis. When called upon by the executive team, the board assists with stakeholder engagement. The chairperson of the MTN Ghana Board will engage on a ceremonial level with stakeholders' material to the company's licence to operate as indicated in the annually reviewed Stakeholder Engagement Plan (SEP).

12.1.2 MTN Ghana Board must take full and appropriate account of the interests of other stakeholders and the community more generally.

12.2 MTN Ghana Leadership

12.2.1 MTN Ghana Leadership leads MTN Ghana's engagement with global stakeholders, geo-political structures, multinational corporations, the Investment Community, and where necessary in-country stakeholders.

12.2.2 The Leadership leads MTN Ghana's engagement in- country with material stakeholders in all stakeholder categories and is the face of the MTN Ghana operating company.

12.3 Corporate Services Division of MTN Ghana (CSD) CSD

has a three-dimensional role.

12.3.1 As reputation custodians, CSD shall be responsible for the development and maintenance of MTN Ghana's Stakeholder and Reputation Management Framework.

12.3.2 CSD will apply the framework as described in paragraph 11.3.1 above

12.3.3 in support of MTN Ghana ExCom in their stakeholder engagement planning, implementation, monitoring and evaluation.

12.3.4 CSD acts as stakeholder category owner for: Government; Regulators and Policy Makers; Organised Business, Mobile Industry; Civil Society and Media.

12.4 Stakeholder category owner

MTN Ghana assigns to specific functional areas the role of stakeholder category owner. For example; Human Resources as category owner for MTN people. The stakeholder category owner carries responsibilities for the engagement and reputation management of that category.

12.5 Stakeholder relationship owner

Priority stakeholders regarded as material to MTN Ghana will be assigned to a relationship owner to manage the specific strategic stakeholder.

12.6 Stakeholder interfaces

Any person authorised to engage with stakeholders in carrying out his/her normal business duties is a stakeholder interface and assumes basic responsibilities in the context of this policy. See Annexure C for associated responsibilities.

13. POLICY IMPLEMENTATION AND COMPLIANCE

13.1 The Blueprint for the implementation of the MTN Ghana Stakeholder and Reputation Management Framework is a step-by- step guide on how to implement the policy and derive direction from the strategy in planning efforts.

13.2 The implementation of this policy will further be enabled by on-going training, capacity building, systems and process improvements led by CSD as policy owner.

13.3 The MTN Ghana leadership will lead the policy implementation and oversee a change management process to embed the policy in MTN Ghana's business as normal daily operations.

13.4 The Social & Ethics Committee of the Board shall assume the oversight role as stipulated in the Social and Ethics Committee Terms of Reference.

- 13.5 The Risk, Compliance and Information Technology Committee of the Board should be informed of all risk escalations and acceptances that have regulatory, compliance, reputational, operating license and share price impact.
- 13.6 Any disciplinary action arising from breach of this policy will be taken according to the Disciplinary Code and Grievance Procedure of MTN Ghana.
- 13.7 Where an employee is suspected of breaching this policy, an internal investigation will be undertaken. Depending on the outcome, civil and/or criminal legal action could be taken against the employee.

14. REFERENCE DOCUMENTS

| Document Name | Publication Date | Published By |
|--|------------------|--------------------------|
| Social and Ethics Committee Terms of Reference | February, 2022 | MTN Ghana Board |
| MTN Ghana Master Policy | November, 2018 | Risk and Compliance |
| MTN Ghana Risk and Escalation Policy | June, 2019 | Risk and Compliance |
| MTN Ghana Disciplinary Code | | Human Resources Division |

ANNEXURE A

POLICY APPROVAL PROCESS

- A. This Policy must be submitted to the Board for approval in accordance with the MTN Ghana Master Policy and the Policy approval matrix and the applicable Delegation and Level of Authority.
- B. Should this Policy not be approved by the Board, it will not be regarded as a valid Policy.
- C. No individual has the authority to approve this Policy. In all instances the provisions of the MTN Ghana Master Policy, read with the Delegation and Levels of Authority, must be considered before submitting this Policy for approval.
- D. Where it has been decided that this Policy requires supplementation with a specific set of Processes, Procedures or Standards, the following shall apply:
- Standards must be approved at the same forum as that of the Policy, as a standard is a mandatory document; and
 - Processes, Procedures, Guidelines and Manuals documents do not need to follow the same approval Process as the Policy but may be approved by the executive responsible for the Business Area. In addition, any immaterial amendments to Policies can be approved by the head of the Business Area.

ANNEXURE B

PRINCIPLES ON IMPLICATIONS & APPLICATIONS

| 1. THE IMPLICATIONS AND APPLICATION OF PRINCIPLES IN THIS POLICY | | |
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| Principle | Implication | Application |
| <p>MTN Ghana is and must be seen to act as a responsible corporate citizen.</p> | <p>MTN Ghana is an integral part of broader society. It has a standing as a juristic person, with rights, but also responsibilities and obligations towards society. MTN Ghana strives to manage its resources and core capabilities to minimise negative impacts and maximise socio-economic benefit delivery. As a responsible corporate citizen MTN Ghana deliberately creates value for all stakeholders not only shareholders and other commercially incentivised stakeholders.</p> | <p>Acting responsibly towards society in our markets we have mechanisms for structured engagement, research and analysis to determine how our business activities impact sustainable in- country socio-economic development. It is standard practice for MTN Ghana operations to embed in its own business planning the mitigation of negative impacts and enhancement of positive impacts. With reference to the latter, concerted effort is made to innovate greater shared value.</p> |

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| <p>Decision making at MTN Ghana must be stakeholder inclusive.</p> | <p>In decision making the legitimate needs, interests and expectations of all stakeholders, not only shareholders, must be considered in the best long-term interest of the group.</p> | <p>It is standard practice for decision makers to obtain reliable information about stakeholder needs, interests and expectations, before decisions are made. In every stakeholder category there are formal and informal mechanisms to regularly obtain stakeholder intelligence. The process of taking decisions includes analyses of stakeholder interests and expectations.</p> |
| <p>MTN Ghana must account for its SEE impacts to stakeholders and society.</p> | <p>MTN Ghana is acknowledging, assuming responsibility for, and is transparent about the positive and negative social, environmental and economic impacts its policies, decisions, actions, products and associated performance have on stakeholders and the broader society in which it operates.</p> | <p>As a standard practice, MTN Ghana's SEE impacts are quantified in each of the markets where it operates. It is transparently shared with stakeholders as part of the company's narrative.</p> |

2. PRINCIPLES DIRECTING APPROACH AND PLANNING

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| <p>MTN Ghana must manage its reputation considering stakeholder expectations of business performance</p> | <p>MTN Ghana acknowledges prioritised stakeholder expectations of the business. Disciplined regard for these stakeholder expectations enables MTN Ghana to know what drives its reputation with different stakeholder categories. Based on these reputation drivers, Subsidiaries of MTN Ghana must assess gaps and design strategic interventions to close the gaps between stakeholder expectations and company performance. Implementing these interventions is how MTN Ghana demonstrates regard for stakeholder expectations and manages its reputation.</p> | <p>It is a standard practice to have a Social and Ethics Committee at Board level and a standing agenda item on each Excom meeting to monitor and evaluate the implementation of strategic interventions to manage our reputation.</p> |
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| <p>MTN Ghana operating companies must have a plan for stakeholder engagement that is reviewed annually.</p> | <p>The Stakeholder Engagement Plan must support MTN Ghana business objectives and align to the MTN Ghana Stakeholder and Reputation Management Strategy. Requirements include: measurable objectives and an overarching narrative for how MTN Ghana creates value for stakeholders in the specific country.</p> | <p>It is standard practice to be guided by the Blueprint in how to conduct stakeholder engagement planning.</p> |
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3. PRINCIPLES GOVERNING ENGAGEMENT CONDUCT

| Principle | Implication | Application |
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| <p>MTN Ghana must proactively manage stakeholder issues as they emerge.</p> | <p>MTN Ghana must identify issues early and respond to issues before they spill over from one stakeholder to another and end up through the media in the public domain. Once an issue is identified it should be managed through the MTN Ghana Issue Management Process with decision making and escalation points clearly mapped. MTN Ghana Board must approve management's basis for determining the materiality of stakeholder issues, for inclusion in external reports.</p> | <p>Mechanisms to regularly engage stakeholders exist to early detect emerging issues and to formally engage key stakeholders on their expectations, issues and concerns on a regular basis as part of the annual materiality assessment. It is standard practice through formal and informal engagement, to involve stakeholders in identifying, and understanding their issues and concerns to manage these issues effectively, thus minimising risk.</p> |

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| <p>Roles and responsibilities must be assigned for on-going stakeholder relationship management.</p> | <p>The following stakeholder management roles are explicitly defined in MTN Ghana: that of (i) the Board, (ii) Leadership, (iii) Stakeholder Category Owners, (iv) Stakeholder</p> | <p>It is standard practice for the members of the Regulatory and Corporate Affairs fraternity in MTN Ghana to keep an updated register of Stakeholder Category Owners and Stakeholder Relationship Owners. From time to time all</p> |
| | <p>Relationship Owners, (v) the Regulatory and Corporate Affairs Divisions and (vi) Stakeholder interfaces. There are specific responsibilities associated with each of these roles and once assigned a role the incumbent must assume these responsibilities. Stakeholder management roles are assigned on an annual basis.</p> | <p>incumbents in stakeholder management roles are sensitised to their roles and responsibilities and new incumbents are induced to the typical responsibilities associated with the role they are assigned.</p> |

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| <p>MTN Ghana's engagement must be ethical and transparent. MTN Ghana has zero tolerance for corruption and corrupt practices.</p> | <p>In addition to adherence to the MTN Ghana Code of Ethics, Anti Bribery and Corruption, Gift, and Political Donations policies, MTN Ghana employees must never use stakeholder engagement to exert undue influence over stakeholders. Undue influence constitutes unethical actions that may influence/persuade a party or take advantage of a party, such as misuse of knowledge about the person, exploitation of stakeholder vulnerabilities, abuse of positional power, misrepresentation, application of pressure, favouritism, personal favours etc. to influence someone's behaviour or manipulate an outcome.</p> | <p>It is standard practice to ensure that stakeholders are familiar with the policies to report non-compliance to the company. Stakeholders are also made aware of a safe reporting mechanism for any person/s wanting to report non-compliance, irregularities, unethical conduct, bribery and corruption in a confidential manner.</p> |
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| <p>MTN Ghana's stakeholder engagement must be value-based.</p> | <p>MTN Ghana values define the culture that is embedded throughout MTN Ghana. The MTN Ghana values must directly determine our engagement conduct and how we relate to stakeholders and broader society.</p> | <p>Leadership – expressed through complete accountability</p> <ul style="list-style-type: none"> • We lead as a corporate citizen of choice in the markets where we operate and self-regulate the way we engage our stakeholders and relate to society. <p>All MTN Ghana role players account for the roles and responsibilities they are assigned for stakeholder engagement.</p> |
| | | <p>Innovation – expressed through getting it done</p> <ul style="list-style-type: none"> • We innovate with our stakeholders through crowd-sourced ideation, co-creation and joint problem solving. <p>We invent ways to share risk and rewards.</p> |
| | | <p>Relationships – expressed through active collaboration</p> <ul style="list-style-type: none"> • We value long-term relationships and appreciate trust, commitment, satisfaction and mutual control over the engagement process as the building blocks in creating healthy relationships. <p>We are caring and friendly. We demonstrate concern and respect for all stakeholders in the way we engage. Our tone and style are always friendly, professional and respectful.</p> |
| | | <p>Integrity – expressed through complete candour</p> <ul style="list-style-type: none"> • We are honest and truthful in our |

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| | | <p>engagement and can be relied on.</p> <ul style="list-style-type: none"> • We deliver on commitments and promises. <p>We do what is right without fear or favour.</p> |
| | | <p>Can do – expressed through getting it done</p> <ul style="list-style-type: none"> • We get things done, by collaborating with our stakeholders, rather than being arrogant enough to go it alone. We approach stakeholder engagement positively with an understanding that we will get more done through robust engagement, than in isolation. Our aim is to maintain a constructive engagement process even if agreement is not possible. |
| <p>Official stakeholder engagement must be recorded and documented.</p> | <p>Official stakeholder engagement must be recorded and documented. Documentation must be shared with the Stakeholder Relationship Owner and Stakeholder Category Owner. Documented stakeholder engagement will review engagement in the context of planned objectives and will explicitly state any commitments made.</p> | <p>Until such time that a system solution becomes available, the standard practice is to record official engagement by completing an engagement template which captures the information required for monitoring and evaluation purposes.</p> |

4. PRINCIPLES FOR MONITORING, EVALUATION AND REPORTING

| Principle | Implication | Application |
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| <p>MTN Ghana Subsidiaries must monitor and evaluate stakeholder engagement.</p> | <p>Monitoring and evaluation must consider the objectives set out in the SEP and roll up into the lead KPIs set in the MTN Ghana</p> | <p>It is standard practice to follow the guidelines set in the MTN Ghana Blueprint for stakeholder planning, implementation and evaluation when</p> |
| | <p>Stakeholder and Reputation Management Strategy.</p> | <p>monitoring and evaluating the outputs, outcomes and impacts of stakeholder engagement</p> |
| <p>MTN Ghana Subsidiaries must report on stakeholder management .</p> | <p>Reporting must include KPI-related impacts achieved through stakeholder engagement; and consider the King IV disclosure standards for corporate citizenship, stakeholder relationships and sustainable development.</p> | <p>It is standard practice to report annually on the lead indicators in the MTN Ghana Stakeholder and Reputation Management Strategy and quarterly on evaluation against objectives in Stakeholder Engagement Plans. Quarterly reporting entails: monitoring of activities in Stakeholder Engagement Plans, commitments register, issues, incidents and complaints logged and media coverage.</p> |
| | <p>King IV disclosed corporate citizenship practices</p> | <ul style="list-style-type: none"> • An overview of the arrangements for governing and managing responsible corporate citizenship. • Key areas of focus during the reporting period. • Measures taken to monitor corporate citizenship and how the outcomes were addressed. <p>Planned areas of future focus.</p> |

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| | <p>King IV disclosed information about stakeholder relationships</p> | <ul style="list-style-type: none"> • An overview of the arrangements for governing and managing stakeholder relationships. • Key areas of focus during the reporting period. • Actions taken to monitor the effectiveness of stakeholder management and how the outcomes were addressed. <p>Future areas of focus.</p> |
| | <p>King IV disclosed information on sustainable development</p> | <ul style="list-style-type: none"> • How MTN Ghana responds to the challenges and opportunities presented by the triple context (i.e. economy, society and natural environment) in which it operates. • How MTN Ghana manages the capital it uses and affects with the aim to achieve the creation of value over time. • The information that must be accessible to stakeholders in integrated reporting and on appropriate platforms, or through appropriate media and communication channels • The principles in this policy. <p>Practices explaining/demonstrating how MTN Ghana applies each of the principles. Explanation should be provided in the form of a narrative account, with reference to practices that demonstrate the application of the principle.</p> |

MTN Ghana Stakeholder Management Policy
ANNEXURE C: ROLES AND RESPONSIBILITIES

| Role of the Board | Associated responsibilities |
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| <p>The board gives strategic direction and exercises oversight but is not involved in stakeholder management on a day- to-day basis. When called upon by the executive team, the board assists with stakeholder engagement. The chairperson of the Board of MRTN Ghana will engage on a ceremonial level with stakeholders’ material to the company’s licence to operate as indicated in the annually reviewed Stakeholder Engagement Plan (SEP).</p> | <ul style="list-style-type: none"> I. Steers and sets strategic direction through the approved MTN Ghana Stakeholder and Reputation Management Strategy. II. Governs the way that MTN Ghana relates to stakeholders and society through the approved MTN Ghana Stakeholder Management Policy. III. Monitors MTN Ghana’s relationship with stakeholders and endeavour to increase shareholder value by maintaining good relations with stakeholders. IV. Adopts policies with respect to its approach to key stakeholders, including employees, creditors, suppliers and residents who live in the close vicinity of its properties V. Oversees and monitors implementation and execution of the MTN Ghana Stakeholder and Reputation Management Strategy by management, to ensure the achievement of goals set in the strategy. VI. Monitors compliance with and adherence to the MTN Ghana Stakeholder Management Policy. <p>II. Monitors and evaluates the pre- identified governance outcomes: a strong reputation, social and relationship capital, healthy stakeholder relationships and legitimacy.</p> |
| Role of MTN Ghana Leadership | Associated responsibilities |
| <p>Leads MTN Ghana’s engagement in Ghana with material stakeholders in all stakeholder categories and is the face of MTN Ghana.</p> | <ul style="list-style-type: none"> I. MTN Ghana CEO will meet and greet with telecoms and other regulators on at least an annual basis, or more often as required. These engagements will be done at least once a year jointly with the ExCom. II. MTN Ghana CEO’s engagement with government will be systematic and proactive, rather than only issue-based. Once per annum ExCom will accompany the MTN Ghana CEO in a meeting with a senior government delegation. If context relevant the chairperson of the Board will be invited to join the delegation |

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| | <p>II. MTN Ghana leadership should play an active role in public private engagement and be seen to actively participate in</p> | |
| | <p>country work that aligns with MTN Ghana’s core business activities.</p> <p>IV. MTN Ghana leadership should play a leadership role in Telecom Chamber, and other trade associations of industry bodies in country and participates in at least one organised business structure.</p> <p>V. The presence of MTN Ghana ExCom at key summits and conferences in the country must be deliberately optimised in MTN Ghana’s Stakeholder Engagement Plan.</p> <p>VI. MTN Ghana leadership regularly interacts with the CEOs and key decision makers of customers.</p> <p>II. Designated members of MTN Ghana leadership team should fulfil a thought leadership role as scoped in MTN Ghana Stakeholder Engagement Plan.</p> | |
| <p>Role of MTN Corporate Division</p> <p>MTN Ghana a Services</p> | <p>Associated Responsibilities</p> | |
| <p>Dual role</p> <p>Support MTN Ghana Leadership as reputation custodians for MTN Ghana and act as MTN Ghana category owners for Government; Regulators and Policy Makers; Organised Business, Mobile Industry; Civil Society; and Media.</p> | <p>In support of the MTN Ghana Leadership</p> <p>I. Develop and implement a Stakeholder Engagement Plan for the MTN Ghana leadership, aligned with the MTN Group Stakeholder and Reputation Management Strategy.</p> <p>II. Responsible for the monitoring, evaluation and reporting of progress made against plan.</p> <p>II. Responsible to record the outcome of stakeholder engagements in the interest of data integrity and accurate reporting.</p> <p>IV. Lead the involvement of stakeholders in materiality assessments.</p> <p>V. Responsible to organise and coordinate stakeholder relationship management across MTN Ghana.</p> <p>Act as stakeholder category owner for:</p> <p>i. Government;</p> <p>ii. Regulators and Policy Makers;</p> <p>ii. Organised Business and Industry Bodies;</p> <p>iv. Civil Society;</p> | |

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| | <p>v. Media; with the following responsibilities:</p> <ul style="list-style-type: none"> • Report on a regular basis on material stakeholders and issues to the MTN Ghana Leadership, Social and Ethics Committee of the Board. |
| | <ul style="list-style-type: none"> • Facilitate MTN Ghana leadership participation in public policy formulation and high-level political engagement. • Create and maintain engagement platforms and capitalise on opportunities presented in the stakeholder landscape. • Manage insights about the stakeholder landscape; always maintain a holistic view of stakeholder insights, perceived impacts, issues and material concerns at MTN Ghana. |
| <p>Role of stakeholder category owners</p> | <p>Associated responsibilities</p> |
| <p>MTN Ghana assigns specific functional areas the role as stakeholder category owner such as Human Resources as category owner for MTN people. The stakeholder category owner carries responsibilities for the engagement and reputation management of that category.</p> | <ol style="list-style-type: none"> I. Undertakes planning and review of stakeholder management for stakeholder categories located in the functional area of responsibility. II. Organises and oversees the management of stakeholder relations in the category. III. Ensures proper record keeping of stakeholder engagement. IV. Applies the governance principles contained in this policy to stakeholder engagement in the category. V. Identifies material stakeholders and assigns stakeholder relationship owners to manage these relationships. VI. Enables and oversees stakeholder reporting for the stakeholder category. |

| Role of Stakeholder relationship owners | Associated responsibilities |
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| <p>Priority stakeholders regarded as material to MTN Ghana will be assigned to a relationship owner to manage the specific strategic stakeholder.</p> | <ul style="list-style-type: none"> I. Manage the relationship with a specific strategic stakeholder. II. Deliberately plan for stakeholder engagement that adheres to the principles in this policy and will achieve the governance outcomes. III. Keep record of engagement with the stakeholder. IV. Generate the stakeholder insight that should feed into decision making structures. V. Identify and respond to stakeholder issues. Assess the materiality of issues and escalate to the stakeholder category owner. VI. Manage stakeholder-related risks. |
| | <ul style="list-style-type: none"> VII. Identify, equip and enable stakeholder interfaces with information that will make their engagement more effective. |
| Role of stakeholder interfaces | Associated responsibilities |
| <p>Any person authorised to engage with stakeholders in carrying out his/her normal business duties is a stakeholder interface and assumes basic responsibilities in the context of this policy.</p> | <ul style="list-style-type: none"> I. Engage stakeholder representatives as part of their day-to-day responsibilities. II. Set specific, measurable objectives to be achieved through specific engagements (e.g. influence, convince/ persuade, listen, consult, explain, share information, create understanding, involve, transact, collaborate). III. Maintain line of sight of, and talk to, other interfaces to exploit synergies and enhance effectiveness and efficiency. IV. Consider how engagement with stakeholders can potentially impact on the business's reputation. V. Involve Stakeholder Relations if intended engagement can negatively impact the relationship. VI. Use the appropriate tools to keep track of contact outcomes and ensure follow-through on commitments made. |