

# ANTI-CORRUPTION POLICY



## POLICY

### Document Classification

Public Information

### PURPOSE

To establish Liberty Latin America policy regarding compliance with the United States Foreign Corrupt Practices Act ("FCPA"), Bermuda Bribery Act 2016 and other applicable anti-corruption laws (together, "Anti-Corruption Laws").

### POLICY

It is our policy to comply with the FCPA and the other Anti-Corruption Laws of the countries in which we do business. All LLA Personnel and our Business Partners must adhere to this Policy and are not authorized to offer, approve, promise to pay, or make payments to or provide anything of value to:

- any Public Official to induce the official to take any governmental act, make any governmental decision, or omit to do any act that will enable or assist us to obtain or retain business, or otherwise to create an unfair, improper, or illegal advantage for us; OR
- any other person to induce that person to take any act or to make any decision to enable or assist us to obtain or retain business or otherwise to create an unfair, improper or illegal advantage for us.

### **Ensuring compliance with this policy is more important than pursuing any given business opportunity.**

#### Financial Records

An important aspect of compliance with Anti-Corruption Laws is to ensure that we accurately record in our books and records any payments made by Liberty Latin America and maintain internal accounting controls. Accordingly, it is our policy to maintain all financial records in accordance with U.S. generally accepted accounting principles and other applicable internationally accepted accounting principles in such a manner as to ensure that we accurately and clearly describe the nature and value of any payments or items of value provided to any Public Official or any other person.

#### Training

All LLA Personnel must complete our Code of Conduct training (which includes a section on compliance with Anti-Corruption Laws) at the time of hire and annually thereafter. Exposed LLA Personnel must complete our advanced anti-corruption training at the time of hire, upon becoming one of our Exposed LLA Personnel and annually thereafter.

#### Reporting Suspected Violations

Liberty Latin America Personnel who suspect a violation of this Policy or have received a report of a suspected violation of this Policy must immediately report such suspected violation to our Compliance and Ethics team through SpeakUp online at [www.lla.com/speakup](http://www.lla.com/speakup) or by telephone at +1 720.710.1355.

### ANTI-CORRUPTION LAWS EXPLAINED

Anti-Corruption Laws prohibit businesses and individuals from engaging in corrupt activities in all jurisdictions, foreign and domestic; these restrictions are known as the "anti-bribery provisions". The FCPA additionally requires companies like Liberty Latin America to maintain accurate books and records of their business activities and maintaining internal accounting controls to provide reasonable assurances regarding the reliability of financial reporting and financial statements.

Governments across all of our operating regions aggressively enforce the Anti-Corruption Laws. The financial and reputational damage from an accusation of having violated the FCPA or any other Anti-Corruption Law can be significant and long lasting. Moreover, corruption in any economy can have a drastic impact on fairness and creates an uneven playing field or pitch. That is why companies like Liberty Latin America have policies and provide guidance on how to comply with Anti-Corruption Laws.

#### Anti-Bribery Provisions

Anti-Corruption Laws generally prohibit businesses and individuals from authorizing, offering to pay or giving "Anything of Value" directly or indirectly to any person for the purpose of influencing or causing another person to influence, any act, or decision by a Public Official or government, or by any other person, in order to obtain or retain business or to gain a business advantage.

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Actual payment or the giving of **Anything of Value** need not be made; merely offering **Anything of Value** can violate **Anti-Corruption Laws**. **Anti-Corruption Laws** also hold companies and individuals responsible for violations of Anti-Corruption Laws by any person or business acting on their behalf, such as sub-contractors, consultants or agents. The prohibited actions listed below describe activities that have the purpose of trying to influence (or cause another person to influence) an act or decision of a **Public Official** or any other person in order to improperly obtain or retain business or secure an improper business advantage.

### *Prohibited Actions*

We prohibit **LLA Personnel** and our **Business Partners** from offering, promising, authorizing the giving of or giving **Anything of Value**, directly or indirectly, to a **Public Official** for the purpose of:

- Influencing any act or decision of such **Public Official** in his or her official capacity;
- Influencing such **Public Official** to do or to omit to do any act in violation of the duty of such **Public Official**;
- Securing any improper advantage;
- Inducing such **Public Official** to use his or her influence with a government or elsewhere to affect or influence any act or decision to enable or assist us to obtain or retain business for itself, to direct business to another or to harm the business of another.

For example, if an employee or a Business Partner offers or agrees to provide travel or hospitality to a **Public Official** in the hope or expectation that it would influence the actions of that **Public Official** or any other **Public Official**, it would be a prohibited action. Even if there was no intent to influence the actions of a **Public Official**, we and the person making the offer could be exposed to allegations of corrupt practices under the **FCPA** or other **Anti-Corruption Laws**.

We prohibit **LLA Personnel** and our **Business Partners** from offering, promising authorizing or giving **Anything of Value** directly or indirectly to any person or business – including the personnel of existing or potential vendors, suppliers, customers or competitors – in order to retain business or to gain any commercial advantage.

We prohibit **LLA Personnel** and **Business Partners** from directly or indirectly offering, promising, authorizing or giving **Anything of Value** to any other person or entity if they have any reason to suspect that any portion thereof will be used for any prohibited action.

### **In short, we prohibit the payment of any bribes or participation in corrupt business activities.**

For example, if a **Liberty Latin America** employee or a **Business Partner** agrees to provide an internship to the nephew of an accounting firm we use knowing that the accounting firm will ask a **Public Official** to remove a strong competitor from a bidding shortlist for a public project or a public spectrum auction, **Liberty Latin America** and the individual arranging the internship could be exposed to charges of violating the **FCPA** and local **Anti-Corruption Laws**.

### *Facilitating Payments*

In the course of conducting our business, our **Business Partners** and we may need to make legitimate, payments to government agencies to secure authorizations, permits, licenses or user pay fees. Such payments are lawful and allowed under this Policy provided they are published in an official schedule of tariffs or fees.

In some cases, employees or contractors of government agencies may ask for additional payments not published in any official schedule to expedite the performance of routine, non-discretionary governmental action ordinarily performed by a **Public Official**. Under most **Anti-Corruption Laws**, these additional payments (known as **Facilitating or Expediting Payments**) are bribes.

Requests for **Facilitating or Expediting Payments** typically are from individuals in unusual situations and include either an offer to help with a minor problem or a threat that more significant harm will take place unless the payments is made. Some examples include:

- an offer to receive or to speed up a service for which the payer has legal entitlement and over which the **Public Official** has no discretion such as obtaining the release of goods from customs or entry into a country with a valid passport and visa;

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- an offer to induce a **Public Official** to make an improper exception to a ministerial act such as modifying public records, to overlook a minor violation of a regulation (such as incomplete paperwork) or to not issue something like a noncompliance order;
- an offer to provide improper preferential treatment such as priority handling in customs approvals.

**We prohibit the payment of Facilitating or Expediting Payments.** The only exceptions are (i) in any circumstance where a demand for payment is accompanied by a genuine and immediate threat to life, limb or liberty (in which case you should make the requested payment and immediately report the matter to our Compliance & Ethics team); and (ii) in highly exceptional circumstances pre-approved by the Compliance & Ethics team.

In those rare circumstances where we make any **Facilitating or Expediting Payment**, we must record the payments accurately in our books and records. In such cases, please work with the Compliance & Ethics team who will contact the local and corporate finance and accounting resources to ensure that we record the **Facilitating or Expediting Payment** properly and that we retain any and all records of the transaction.

### *Gifts, Meals, Hospitality and Travel*

**We prohibit LLA Personnel from providing gifts, meals, hospitality, travel or other business courtesies above a nominal amount to a Public Official.** There are very limited exceptions set forth in our **Business Courtesies Policy**.

### *Political Contributions*

**We prohibit and will not reimburse anyone for any political contribution, either direct (such as a direct monetary contribution) or in-kind (such as providing services for a political party or purpose).**

### *Charitable Contributions*

Requests for a charitable contribution may involve payment of funds, use of employee time or **Liberty Latin America** resources. While we encourage charitable contributions to legitimate charitable organizations, we must ensure that any charitable contribution first meets the following criteria:

- The charitable organization is focused on LLA's Corporate Social Responsibility pillars: Learning, Environment, Access and Disaster Relief;
- The charitable organization spends more than 75% of its proceeds on direct charitable purposes; and
- The charitable organization shares **Liberty Latin America's** core values.

**Liberty Latin America** must review requests for charitable contributions to determine if: (i) the request originates from or will directly or indirectly benefit a third party with whom **Liberty Latin America** has direct or indirect relationship; and (ii) to ensure that the requested contribution is not disguised to confer a personal benefit on a **Public Official** or cannot otherwise be perceived to be a source of direct or indirect corruption. For these reasons, it is our policy that:

- Employees must receive pre-approval for any charitable contribution in accordance with our **Charitable Contribution Guidelines**;
- We make contributions only to bona fide charitable organizations whose mission and effectiveness we can verify in advance;
- Charitable contributions must never be promised or made as part of an exchange of favors with any **Public Official** or third party even if the recipient of the charitable contribution is a *bona fide* charitable organization;
- We will not, under any circumstances, make charitable contributions in cash, or to personal bank accounts of individuals or unrelated entities claiming to represent or have an affiliation with the intended charitable organization recipient; and
- We will record all charitable contributions in our books and records using the appropriate accounting entries.

We prefer that charitable contributions be made using a **Liberty Latin America** check, by wire or by electronic funds transfer. If the charity cannot accept contributions through these methods, Charitable contributions up to \$1,000 USD (if properly approved under the **Charitable Contribution Guidelines**) may be made using a **Liberty Latin America**

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purchase card. All charitable contributions in excess of \$1,000 USD must be made by Liberty Latin America check, wire or electronic funds transfer.

We prohibit reimbursement for any charitable contributions made with personal funds (in other words, if you make a charitable contribution using personal funds, you cannot seek reimbursement from Liberty Latin America). If you have any questions about charitable contributions, please contact our Compliance & Ethics team.

### *Sponsorships*

Like charitable contributions, Sponsorships may involve payment of funds, use of employee time or Liberty Latin America resources. The Compliance and Ethics team must review and approve all sponsorships in accordance with our Sponsorship Guidelines.

### **ACCOUNTING PROVISIONS**

The accounting provisions of the FCPA and other Anti-Corruption Laws require companies like Liberty Latin America to properly record all transactions and dispositions of assets and to devise and maintain a system of internal accounting controls to monitor the execution of transactions and to ensure the proper recording of all such transactions.

The accounting provisions apply not just to our U.S. operations, but also to all our subsidiaries and affiliates, wherever located. In order to comply with the accounting provisions, we must maintain (i) adequate internal accounting standards and controls to provide reasonable assurances regarding the reliability of financial reporting and financial statements, and (ii) books and records which, in reasonable detail, accurately and fairly reflect the transactions and dispositions of assets of Liberty Latin America.

Our books and records must, in reasonable detail, accurately reflect all of our transactions and our transactions must:

- Be executed in accordance with management's authorization (as defined by our policies and guidelines);
- Be transparent containing documentation that clearly supports each transaction and includes a detailed description of the business purpose (examples of documentation include vendor receipts, itemized credit card receipts, supplier invoices or lists of attendees and recipients);
- Be recorded in a manner that permits the preparation of financial statements in accordance with applicable standards (most notably Generally Accepted Accounting Principles (GAAP));
- Maintain accountability of assets; and
- Be recorded in accounts that are reconciled to underlying details at reasonable intervals.

### **CORRUPTION RED FLAGS**

The following examples, which are non-exhaustive, are "Red Flags" that should raise concerns about possible corrupt activities that could violate Anti-Corruption Laws. If you see or become aware of any one or more of the following Red Flags in connection with any Liberty Latin America business or transaction, you must immediately notify the Compliance & Ethics team:

- Requests for payments to a numbered account
- Requests for payments to be made
  - In a country other than where the services are to be performed or equipment to be delivered, or
  - In cash, or
  - In a currency other than that used in the country where the services are to be performed, where the equipment is to be delivered or where the intended recipient is legally based
- Unusually high fees, commissions or retainers
- History of corruption in the country
- Questionable reputation of or known concerns about an agent, consultant, subcontractor or vendor

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- A **Business Partner** that refuses to complete our due diligence questionnaire or that refuses to cooperate in advanced due diligence inquiries
- Refusal by a **Business Partner** to agree in writing not to engage in corrupt payments and to accept that violation of such an obligation will result in termination of the relationship for cause or default
- Lack of transparency in or submitting false financial records
- Inflated or unusual invoices or requests for payments
- Lack of detail regarding activities with or costs concerning dealings with **Public Officials** or government agencies
- Known or suspected relationships between a **Business Partner** and **Public Officials**
- A **Business Partner's** apparent lack of qualifications or resources necessary to perform the work for which we hired them
- Inability of the **Business Partner** to describe work performed for us
- Request from a **Business Partner** or a **Public Official** to offer an internship, employment or other position to a family member of a **Public Official**
- Recommendation or requirement from a **Public Official** for us to engage a specific **Business Partner**
- Heavy reliance by a **Business Partner** on political or government contacts as opposed to knowledgeable staff, demonstrated capability and proper investment of time and resources to perform work
- A **Business Partner** that wants to keep the relationship with us secret or concealed

### Red Flags for Books and Records Violations

- Vague, non-specific description for payments made in booking entries
- Documents that conceal the true identity of a **Business Partner**
- Payment descriptions that do not correspond to the proper booking entry or account
- Existence of general purpose or miscellaneous accounts that can be used to hide improper payments
- Existence of high value, high volume or undocumented petty cash accounts
- Existence of or strong suggestions of a second set of books
- Over-invoicing or fake invoices
- Unrecorded accounts or transactions
- Travel and expense reimbursement requests that lack or have incomplete information to support requested reimbursements
- Submission of false or inaccurate expense reimbursement requests
- Consistent, regular or material misstatements or improper classifications (e.g., recording payments to the wrong payee)
- Invoices that improperly list prices or quantities of goods or services actually delivered
- Invoices that are incomplete or lack supporting documentation

## DUE DILIGENCE ON LIBERTY LATIN AMERICA BUSINESS PARTNERS

When we engage a **Business Partner** or **Third Party Intermediary**, enter into a joint venture or teaming arrangement, or seek to acquire another company or business, we must demonstrate and ensure through proper due diligence that these parties are legitimate and trustworthy enterprises that demonstrate a commitment to complying with **Anti-Corruption Laws** and this Policy.

The due diligence that we perform will be proportionate to the risk of potential corruption, will be conducted prior to entering into any business arrangement and in cases where we engage with a Business Partner or other third party for terms longer than a year will be updated at least annually. Further, where our due diligence notes any concerns we

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should investigate those concerns and walk away from the proposed business arrangement if the concerns are significant.

Third Party Intermediaries (Business Development Consultants, Commercial Agents, Sponsors, Political Advocates and Lobbyists)

**Without exception, every Third Party Intermediary engaged by or working for us must undergo enhanced due diligence (performed and approved by our Compliance & Ethics team) and execute our Consultant Engagement Agreement before work begins or we make any payments.**

Each **Third Party Intermediary** must agree to follow this Policy and must regularly certify compliance with this Policy and the **Anti-Corruption Laws**.

We also require each **Third Party Intermediary** and any personnel working, either directly or indirectly, for us must receive regular and appropriate anti-corruption compliance training. If the **Third Party Intermediary** does not regularly provide such training, our Compliance & Ethics team will provide such training at a reasonable cost.

Joint Venture Partners

We may face liability for any corrupt activities conducted by our joint venture partners or entities in which we are a partner with other third parties. Accordingly, all joint venture entities in which we have a majority interest or which are otherwise managed or controlled by us, must follow this Policy. Joint venture entities in which we own less than a majority share or which we do not control or manage must implement a policy equivalent to this Policy.

All joint venture partners must agree to follow this Policy and must regularly certify compliance with this Policy and the **Anti-Corruption Laws**.

We require each joint venture entity in which we own less than a majority share or which we do not control or manage receive regular and appropriate anti-corruption compliance training. If the joint venture entity does not regularly provide such training, our Compliance & Ethics team will provide such training at a reasonable cost.

Vendors, Contractors, Subcontractors, Suppliers, Consultants and Others

Without exception, all vendors, contractors, subcontractors, suppliers, consultants and other third parties engaged by or working on behalf of Liberty Latin America must be reviewed and approved through our Procurement process before we process any payments.

All written agreements with any vendors, contractors, subcontractors, suppliers, consultants and other third parties engaged by or working on behalf of Liberty Latin America must include our **Anti-Corruption Language for Third Party Contracts** (attached to this Policy as **Addendum B**). We may also require certain vendors, contractors, subcontractors, suppliers, consultants and other third parties engaged by or working on behalf of us to receive regular and appropriate anti-corruption compliance training and to regularly certify compliance with this Policy and the **Anti-Corruption Laws**.

Mergers and Acquisitions

Without exception, all companies, entities or other parties whom we seek to acquire wholly or partially through a merger, acquisition or other business combination must undergo appropriate due diligence based on the risks presented. Our **Head of Compliance & Ethics** and our **Chief Legal Officer** must review and approve any due diligence performed on any potential merger or acquisition target.

Clients or Customers

We may require certain material clients or customers to undergo appropriate due diligence based on the risks presented. Our **Head of Compliance & Ethics** and our **Chief Legal Officer** must review all agreements or transactions with any public or governmental agency or **Public Official**.

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### Concessions/VIP Plans

Without exception, our **Head of Compliance & Ethics** must review and approve, in advance, all **Concessions** or VIP plans involving any Public Official. All **Concessions** or VIP Plans must follow our **Concessions Guidelines**.

### **CORRUPTION MITIGATION PLANS**

From time to time and depending on a number of factors such as the type of work, the location of the work, the dollar amounts involved, whether interactions with **Public Officials** will occur, the duration of the work and other relevant factors, the Compliance & Ethics team may require individuals responsible for a certain project, client account or business opportunity to implement a Corruption Mitigation Plan. The Corruption Mitigation Plan will set forth certain controls and requirements to mitigate corruption risk. The Compliance & Ethics team will monitor compliance with each Corruption Mitigation Plan.

### **TRAINING**

All employees will receive basic anti-corruption training through our annual **Code of Conduct** training and recertification process. Our advanced anti-corruption training program provides specific instruction to **Exposed LLA Personnel** that is appropriate to the needs and risks related to their job responsibilities. We deliver our advanced anti-corruption training through web-based tools, in groups or in one-on-one sessions. Managers who hire an employee into an **Exposed LLA Personnel** role are responsible to work with our People team to ensure that person receives appropriate training, including our anti-corruption training. Managers are also responsible to ensure that **Exposed LLA Personnel** under their supervision comply with this Policy.

**Exposed LLA Personnel are responsible for understanding this Policy and the Anti-Corruption Laws, for complying with this Policy and the Anti-Corruption Laws and for reporting any actual or suspected violation of either to the Compliance & Ethics team directly or through SpeakUp.**

### **CERTIFICATIONS**

Certain **Business Partners** must from time to time certify in writing that they have received and understand this Policy and the **Anti-Corruption Laws**; that they have acted and will continue to act in compliance with this Policy and the **Anti-Corruption Laws**; that they are not aware of or have reported any violations of this Policy or **Anti-Corruption Laws**; and that they will report to our Compliance & Ethics team any suspected or actual violations of this Policy or **Anti-Corruption Laws**.

### **AUDIT**

Liberty Latin America's Internal Audit and Compliance & Ethics teams will periodically audit compliance with this Policy or as requested by our Chief Legal Officer, Chief Financial Officer or the Audit Committee of our Board of Directors.

### **REQUESTS BY PUBLIC OFFICIALS**

Any request for Liberty Latin America, any **LLA Personnel** or any **Business Partner** acting on our behalf to transfer **Anything of Value** to a **Public Official** must immediately be reported to our Compliance & Ethics team directly or through **SpeakUp**.

### **QUESTIONS OR REPORTING SUSPECTED VIOLATIONS**

Please submit any questions or any observed or suspected behavior or conduct that you suspect may violate this Policy or any **Anti-Corruption Laws** to **SpeakUp** or by contacting any member of our Compliance & Ethics team. We will investigate any report of actual or suspected misconduct. We require all employees and **Business Partners** to cooperate in any investigation. We will consider any failure to report a violation of this Policy or **any Anti-Corruption Law** as a violation of this Policy. Likewise, we will consider any failure to cooperate with an investigation as a violation of this Policy.

We prohibit and will not tolerate any retaliation against anyone who submits a good faith report of an actual or suspected violation of this Policy. We will also not reprimand or punish anyone for raising legitimate questions about compliance with this Policy or **Anti-Corruption Laws** as part of any transaction or work.

### **DEFINITIONS**

Anti-Corruption Laws means the FCPA and similar anti-corruption laws.

Anything of Value is a broad term that includes cash or a cash equivalent (such as a gift card); discounts, gifts, hospitality, meals, drinks travel, lodging or entertainment; use of supplies, materials, facilities or equipment; insurance

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benefits; investment opportunities; free or discounted services or equipment; employment, contracts or the promise of future employment or contracts; or political or charitable contributions. The perception of the recipient and the subjective valuation of the thing offered, promised or provided are key in determining whether the thing offered, promised or provided has value.

Business Partner means any third party company, limited liability entity, partnership or other legal entity or individual with whom Liberty Latin America contracts, transacts or otherwise does business.

Chief Legal Officer means that Liberty Latin America employee designated by the Liberty Latin America Board of Directors and Chief Executive Officer to serve as the chief legal officer for Liberty Latin America.

Code of Conduct means the Liberty Latin America Code of Conduct located [here](#).

Concessions is the term used when LLA provides technology, products or services to customers (including residential and B2B), employees, or 'VIPs' at a discount or for free. For more information, please review LLA's Concessions Guidelines.

Exposed LLA Personnel means:

- any director, or officer of a Liberty Latin America company, affiliate, subsidiary or majority owned or Liberty Latin America controlled joint venture;
- any LLA Personnel with an LLA global job code level of [12] or higher;
- any LLA Personnel employed in the Legal, Regulatory, Procurement, Finance, Accounting, Communications, Investor Relations, Sales / Business Development or Contracts departments or functions;
- any other employee whose job duties may place him or her in a position to encounter or detect potential violations of Anti-Corruption Laws.

Facilitating or Expediting Payments means any payment to a Public Official that are relatively small in value and made to expedite or secure the performance of routine, non-discretionary governmental action ordinarily performed by a Public Official and to which Liberty Latin America or LLA Personnel would otherwise be entitled.

FCPA means the United States Foreign Corrupt Practices Act of 1977 and any amendments thereto.

Head of Compliance & Ethics means that Liberty Latin America employee designated by the Audit Committee of the Liberty Latin America Board of Directors to serve as the chief compliance and ethics officer for Liberty Latin America.

Liberty Latin America or LLA means Liberty Latin America Ltd. and all of its affiliates, subsidiaries, and majority owned or controlled joint ventures or similar arrangements worldwide.

LLA Personnel means all directors, officers, employees and contingent personnel of Liberty Latin America.

Public Official means all officials, officers, employees, representatives and other persons acting as or on behalf of any:

- Government, including federal, national and provincial governments, local or municipal governments, tribal, aboriginal, sectarian or community councils;
- Political parties or candidates for office;
- Administrative and judicial bodies, ministries, boards, commissions, councils, agencies, and other government bodies (such as courts, utility regulators or environmental protection agencies);
- Government-owned or controlled enterprises or companies (such as development corporations, state-owned telecommunications or production companies, or other corporations and entities over which a government exercises direction or control);
- Publicly or government owned or funded organizations (such as the World Bank, Organization of American states or CANTO).



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The FCPA and other Anti-Corruption Laws treat bribery involving a close relative (spouses, significant others, sons and daughters and other close family members) of a *Public Official* the same as bribing the *Public Official*.

Sponsorship means any proposed contribution by **LLA** to support an initiative or activity of a third party in which we provide financial support, donations of equipment, services or personnel in exchange for recognition of, promotion of or display or sales space for our brand(s) or any other benefit to us. Sponsorships can include arrangements with companies, governments or government agencies or individuals (such as athletes). For more information, please review **LLA's Sponsorship Guidelines**.

Third Party Intermediary means any business development consultants, commercial agents, contractors, sponsors, political advocates, lobbyists or other persons or entities retained to assist us in developing business, seeking regulatory or legal reform, interacting with **Public Officials** or otherwise representing the interests of **Liberty Latin America** to **Public Officials**.

## DISCIPLINE

We take any violation of this Policy (or any other **Liberty Latin America** Policy or the **Code of Conduct**) very seriously. Violators may be subject to disciplinary sanctions up to and including termination. In addition, individuals may be subject to incarceration, or fines if prosecuted by law enforcement authorities for breaches of **Anti-Corruption Laws**.

## EXCEPTIONS

There are no exceptions to this Policy.

## APPLICABILITY

This Policy applies to:

- (i) **Liberty Latin America** and to all **LLA Personnel** wherever located;
- (ii) Each joint venture or jointly-owned entity (whether a partnership, incorporated, unincorporated or consortium) (together, "joint venture entity") and to the directors, officers and employees of any joint venture entity in which **Liberty Latin America** has: (a) a majority ownership interest; or (b) effective or management control; and
- (iii) All **Business Partners**.

## RESPONSIBILITIES

All **LLA Personnel** and our **Business Partners** have a duty to each other and to **Liberty Latin America** shareholders to prevent actions or commitments that may violate this Policy or the **Anti-Corruption Laws**.

## IMPLEMENTATION

**Our Head of Compliance & Ethics** has responsibility to implement this Policy and establish the procedures necessary to implement and monitor compliance with this Policy, including without limitation the provision and regular review and updating of our anti-corruption training. Our **Head of Compliance & Ethics** may report matters related to this Policy directly to the Audit Committee of our Board of Directors or through our **Chief Legal Officer**.

## REFERENCES

Anti-Corruption Language for Third-Party Contracts  
Anti-Corruption Certification  
Business Courtesies Policy  
Sponsorship Guidelines  
Concessions Guidelines

### ANTI-CORRUPTION LANGUAGE FOR THIRD PARTY CONTRACTS

Below are provisions that we must include in all Business Partner and third party agreements. These provisions cannot be modified or deleted without the prior approval of the appropriate member of the Legal department.

*Compliance with Liberty Latin America Business Partner Code of Conduct; Anti-Corruption Laws; Training; Audit Rights and Termination*

**Liberty Latin America Business Partner Code of Conduct.** [SUPPLIER] and all of [SUPPLIER]'s affiliates, directors, officers, employees, agents, contingent workers, contractors, subcontractors, suppliers, vendors or intermediaries (together, "[SUPPLIER]'s Representatives") shall conduct business legally, ethically and in compliance with the principles set forth in the *Liberty Latin America Business Partner Code of Conduct*. A copy of the *Liberty Latin America Business Partner Code of Conduct* is located at <http://lla.com/business-partner-code-of-conduct.html>

**FCPA.** [SUPPLIER] and all of [SUPPLIER]'s Representatives shall not violate the United States Foreign Corrupt Practices Act of 1977 ("FCPA") or any other applicable laws regarding bribery or corrupt practices (together with the FCPA, "Anti-Corruption Laws"). [SUPPLIER] for itself and on behalf of all of [SUPPLIER]'s Representatives warrants and represents to Liberty Latin America that they shall follow and abide by all Anti-Corruption Laws. [SUPPLIER] for itself and all of [SUPPLIER]'s Representatives warrants that none of their respective directors, officers, employees, agents, contingent workers, contractors, subcontractors, suppliers, vendors or intermediaries is an official or representative of any government or is a candidate for such position. [SUPPLIER] for itself and on behalf of [SUPPLIER]'s representatives represents and warrants that they and their respective directors, officers, employees, agents, contingent workers, contractors, subcontractors, suppliers, vendors or intermediaries shall not directly or indirectly make any offer, payment, promise to pay or authorize the giving of anything of value to any public official for the purpose of influencing an act or decision of a public official or any other person; including without limitation, inducing a decision, inducing a decision not to act, inducing a person to use his or her influence to affect a government act or decision or other business decision in connection with any Liberty Latin America business. [SUPPLIER] further warrants and represents that the provisions of this paragraph shall be incorporated into any subcontracting or other agreement [SUPPLIER] awards to any [SUPPLIER] Representative for all or any portion of the [WORK or SERVICES] to be provided under this Agreement.

**Training.** [SUPPLIER] shall designate those [SUPPLIER]'s Representatives responsible for the delivery of the [WORK or SERVICES] under this Agreement to complete training on Anti-Corruption Laws and other provisions of the Liberty Latin America Business Partner Code of Conduct. If [SUPPLIER] conducts its own compliance training in these areas, such training may suffice upon [SUPPLIER] providing Liberty Latin America with evidence of the training schedule and completion percentages for such training.

**Audit Rights and Termination.** Upon request from Liberty Latin America, [SUPPLIER] shall certify its and [SUPPLIER]'s Representatives compliance with the Liberty Latin America Business Partner Code of Conduct and Anti-Corruption Laws. [SUPPLIER] must timely communicate to Liberty Latin America - through our SpeakUp hotline [www.lla.com/speakup](http://www.lla.com/speakup) - any actual or suspected violation of the provisions of this paragraph by [SUPPLIER] or any of [SUPPLIER]'s Representatives. Any violation of this paragraph by [SUPPLIER] or any of [SUPPLIER]'s Representatives may result in the immediate termination of this Agreement for cause as determined by Liberty Latin America, in its sole discretion.

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## LIBERTY LATIN AMERICA ANTI-CORRUPTION CERTIFICATION

CERTIFICATION NUMBER:

I, [\*insert name of authorized officer of certifying entity\*], individually and on behalf of [\*insert name of certifying entity\*] and its affiliates, directors, officers, employees, agents, contingent workers, contractors, subcontractors, suppliers, vendors or intermediaries (together, the "Certifying Entity"), do hereby represent, warrant and certify to Liberty Latin America Ltd., and all of its affiliates, subsidiaries, related entities and their respective directors and officers (together "LLA") the following with respect to any business conducted with or on behalf of LLA:

1. I have served as the [\*CEO/CFO/LEAD DIRECTOR/MANAGING DIRECTOR\*] of the Certifying Entity since [\*], am authorized to execute this Certification and have conducted sufficient investigation or due diligence to verify and make the representations and warranties in this Certification.
2. I am familiar with the United States Foreign Corrupt Practices Act of 1977, as amended, the anti-corruption legislation or regulations of [insert countries where the Certifying Entity is located and where the work was performed, services or equipment delivered\*] and the LLA Anti-Corruption Policy (together, The "Anti-Corruption Laws and Policy").
3. For purposes of this Certification, I understand that the term "Public Official" means:
  - any officer, employee or representative of:
    - a government or any department, agency or instrumentality thereof;
    - a government owned or controlled commercial enterprise; or
    - a public international organization (e.g., World Bank);
  - members of royal or ruling families;
  - leaders or elders of indigenous or aboriginal peoples and their families; or officials of any political party, or candidate for political office, or any person acting in an official capacity on behalf of a political party or candidate, whether paid or unpaid.
4. The services or equipment provided to or work performed by the Certifying Entity for LLA during are as follows: [\*insert description\*].
5. During the past 12 months the Certifying Entity met with, conducted business with or conducted transactions for or on behalf of LLA with the following Public Official(s):  
  
[\*list public official name, title and date(s) of interactions or state NONE if none\*].
6. The Certifying Entity has provided training on compliance with the Anti-Corruption Laws and Policy to all directors, officers, employees, agents, contingent workers, contractors, subcontractors, suppliers, vendors or intermediaries representing the Certifying Entity in performing any of the services or work or providing any equipment to LLA.
7. In performing any work for, providing any services or providing any equipment to or on behalf of LLA, the Certifying Entity has complied with the Anti-Corruption Laws and Policy.
8. In performing any work for, providing any services or providing any equipment to or on behalf of LLA, the Certifying Entity has not in the past and will not in the future, either directly or indirectly (e.g., through any third party):
  - given, paid, offered to pay, promised or authorized another to pay any money or anything of value to any person (including without limitation a Public Official) for the purpose of:
    - improperly obtaining or retaining business for or with or directing business to LLA;
    - influencing any official act, decision or decision not to act of any such person;
    - inducing such person to do or omit to do any act in violation of his or her lawful duty;
    - securing any improper advantage; and/or
    - inducing such person to affect or influence any act or decision of another person;

# ANTI-CORRUPTION POLICY



## POLICY

- used any part of any payment, compensation, reimbursement or fee as a corrupt payment, gratuity, emolument, bribe, kickback, inducement or other improper benefit to a person (including, without limitation, a Public Official);
  - used any part of any payment, compensation, reimbursement or fee from LLA to provide any gift, entertainment, travel or hospitality (other than in a nominal amount as defined in the LLA Anti-Corruption Policy) to any Public Official;
  - agreed to receive or accept a financial or other advantage as a reward for or intending that as a consequence of receiving or accepting such advantage, a work-related duty would be performed improperly, illegally or in an unsafe manner; or
  - falsified any record related to any work performed for, services provided to or equipment delivered to LLA.
9. The Certifying Entity has referred, and will continue to refer, to LLA's Compliance & Ethics team ([www.lla.com/speakup](http://www.lla.com/speakup) or +1-720-710-1355) any request by or offers to any person (including, without limitation, a Public Official) for a corrupt payment, gratuity, emolument, bribe, kickback, inducement or other improper benefit related to any work performed for, services provided to or equipment delivered to LLA.
10. All representations, warranties and covenants contained in any agreement between the Certifying Entity and LLA concerning compliance with the Anti-Corruption Laws and Policy continue to be fully accurate.
11. The Certifying Entity has not breached any representation, warranty, covenant or term in any agreement between the Certifying Entity and LLA concerning compliance with the Anti-Corruption Laws and Policy.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

Signed: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_