

MILlicom INTERNATIONAL CELLULAR S.A.
société anonyme

Registered office address:

**2, rue du Fort Bourbon
L-1249 Luxembourg, Grand-Duchy of Luxembourg
- R.C.S. Luxembourg: B 40.630 –**

("Millicom")

**DRAFT MINUTES OF THE ANNUAL GENERAL MEETING OF MILlicom'S
SHAREHOLDERS (THE "AGM") THAT WILL BE HELD ON 28 MAY 2013 AT
10:00 (CET) AT 2 RUE DU FORT BOURBON, L-1249, GRAND-DUCHY OF
LUXEMBOURG**

THE FINAL MINUTES WILL BE POSTED FOLLOWING THE AGM

FIRST PROPOSED RESOLUTION

Appointed Ms. Caroline Notté, attorney at law (*avocat à la Cour*), with professional address in Luxembourg, to preside over the 2013 AGM.

In case of absence of Ms. Caroline Notté, the Chairman of the Board of Directors of Millicom or in the absence of the Chairman of the Board of Directors, any member of the Board of Directors shall be empowered to appoint the person to preside over the 2013 AGM amongst the persons present at the meeting.

Empowered the Chairman of the AGM to appoint the other members of the Bureau, i.e. the Secretary and the Scrutineer, amongst the persons present at the meeting.

SECOND PROPOSED RESOLUTION

Acknowledged the reports of the Board of Directors of Millicom and of the external auditor of Millicom (i) the annual accounts of Millicom for the financial year ended 31 December 2012 and (ii) the consolidated annual accounts of Millicom for the financial year ended 31 December 2012.

THIRD PROPOSED RESOLUTION

After having duly considered the reports of the Board of Directors of Millicom and of the external auditor of Millicom on (i) the annual accounts of Millicom for the financial year ended 31 December 2012 and (ii) the consolidated annual accounts for the financial year ended 31 December 2012, approved the annual accounts of Millicom and the consolidated accounts of Millicom for the financial year ended 31 December 2012.

FOURTH PROPOSED RESOLUTION

Approved the allocation of the results of the year ended December 31, 2012 as follows. On a parent company basis, Millicom generated a profit of USD 784,323,493. Of this amount, an aggregate amount of approximately USD 264 million corresponding to a gross dividend amount of USD 2.64 per share is proposed to be distributed as a dividend and the balance is proposed to be carried forward as retained earnings.

FIFTH PROPOSED RESOLUTION

Approved the discharge all the current Directors of Millicom for the performance of their mandate during the financial year ended December 31, 2012.

SIXTH PROPOSED RESOLUTION

Approved to set the number of Directors at eight (8) with no Deputy Directors.

SEVENTH PROPOSED RESOLUTION

Approved the re-election of Ms. Mia Brunell Livfors as a Director for a term ending on the day of the next AGM to take place in 2014 (the "**2014 AGM**").

EIGHTH PROPOSED RESOLUTION

Approved the re-election of Mr. Allen Sangines-Krause as a Director for a term ending on the day of the 2014 AGM.

NINETH PROPOSED RESOLUTION

Approved the re-election of Mr. Paul Donovan as a Director for a term ending on the day of the 2014 AGM.

TENTH PROPOSED RESOLUTION

Approved the re-election of Mr. Omari Issa as a Director for a term ending on the day of the 2014 AGM.

ELEVENTH PROPOSED RESOLUTION

Approved the re-election of Mr. Kim Ignatius as a Director for a term ending on the day of the 2014 AGM.

TWELFTH PROPOSED RESOLUTION

Approved the election of Mr. Alejandro Santo Domingo as a new Director for a term ending on the day of the 2014 AGM.

THIRTEENTH PROPOSED RESOLUTION

Approved the election of Mr. Lorenzo Grabau as a new Director for a term ending on the day of the 2014 AGM.

FOURTEENTH PROPOSED RESOLUTION

Approved the election of Mr. Ariel Eckstein as a new Director for a term ending on the day of the 2014 AGM.

FIFTEENTH PROPOSED RESOLUTION

Approved the re-election of Mr. Allen Sangines-Krause as Chairman of the Board of Directors for a term ending on the day of the 2014 AGM.

SIXTEENTH PROPOSED RESOLUTION

Approved the Directors' compensation, amounting to SEK 7,726,000 for the period from the AGM to the 2014 AGM.

SEVENTEENTH PROPOSED RESOLUTION

Approved the re-election of Ernst & Young S.à r.l., Luxembourg as the external auditor of Millicom for a term ending on the day of the 2014 AGM.

EIGHTEENTH PROPOSED RESOLUTION

Approved the external auditor's compensation.

NINETEENTH PROPOSED RESOLUTION

Approved the procedure on the appointment of the Nomination Committee and determination of the assignment of the Nomination Committee.

TWENTIETH PROPOSED RESOLUTION

Approved the proposal to set up a Charity Trust

TWENTYFIRST PROPOSED RESOLUTION

Share Repurchase Plan:

- (a) Authorized the Board of Directors, at any time between May 28, 2013 and the day of the 2014 AGM, provided the required levels of distributable reserves are met by Millicom at that time, either directly or through a subsidiary or a third party, to engage in a share repurchase plan of Millicom's shares to be carried out for all purposes allowed or which would become authorized by the laws and regulations

in force, and in particular the 1915 Law and in accordance with the objectives, conditions, and restrictions as provided by the European Commission Regulation No. 2273/2003 of 22 December 2003 (the "**Share Repurchase Plan**") by using its available cash reserves in an amount not exceeding the lower of (i) ten percent (10%) of Millicom's outstanding share capital as of the date of the AGM (i.e., approximating a maximum of 9,969,158 shares corresponding to USD 14,953,737 in nominal value) or (ii) the then available amount of Millicom's distributable reserves on a parent company basis, in the open market on OTC US, NASDAQ OMX Stockholm or any other recognised alternative trading platform, at an acquisition price which may not be less than SEK 50 per share nor exceed the higher of (x) the published bid that is the highest current independent published bid on a given date or (y) the last independent transaction price quoted or reported in the consolidated system on the same date, regardless of the market or exchange involved, provided, however, that when shares are repurchased on the NASDAQ OMX Stockholm, the price shall be within the registered interval for the share price prevailing at any time (the so called spread), that is, the interval between the highest buying rate and the lowest selling rate.

- (b) Approved the Board of Directors' proposal to give joint authority to Millicom's Chief Executive Officer and the Chairman of the Board of Directors to (i) decide, within the limits of the authorization set out in (a) above, the timing and conditions of any Millicom Share Repurchase Plan according to market conditions and (ii) give mandate on behalf of Millicom to one or more designated broker-dealers to implement a Share Repurchase Plan.
- (c) Authorized Millicom, at the discretion of the Board of Directors, in the event the Share Repurchase Plan is done through a subsidiary or a third party, to purchase the bought back Millicom shares from such subsidiary or third party.
- (d) Authorized Millicom, at the discretion of the Board of Directors, to pay for the bought back Millicom shares using either distributable reserves or funds from its share premium account.
- (e) Authorized Millicom, at the discretion of the Board of Directors, to (i) transfer all or part of the purchased Millicom shares to employees of the Millicom Group in connection with any existing or future Millicom long-term incentive plan, and/or (ii) use the purchased shares as consideration for merger and acquisition purposes, including joint ventures and the buy-out of minority interests in Millicom's subsidiaries, as the case may be, in accordance with the limits set out in Articles 49-2, 49-3, 49-4, 49-5 and 49-6 of the 1915 Law.
- (f) Granted all powers to the Board of Directors with the option of sub-delegation to implement the above authorization, conclude all agreements, carry out all formalities and make all declarations with regard to all authorities and, generally, do all that is necessary for the execution of any decisions made in connection with this authorization.

TWENTYSECOND PROPOSED RESOLUTION

Approved the guidelines for remuneration of senior management.