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Who we are

Our mission

Transforming people's lives

VEON is a global digital operator that provides connected services to over 150 million customers in six high-growth markets. We are transforming people's lives, empowering individuals and driving economic growth across six countries that are home to more than 7% of the world's population.

Our strategy

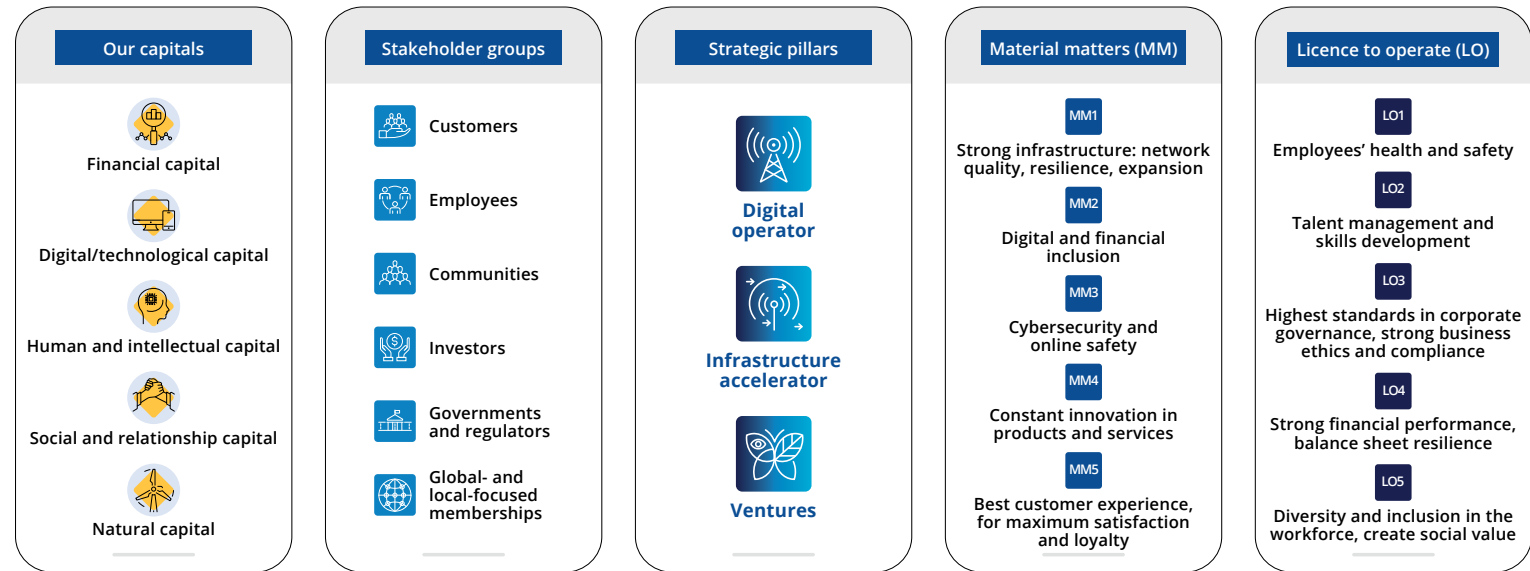
"The traditional telecoms Company serves its customers with call and voice services for an *average of 32 minutes per day*. **VEON's goal is 1440 minutes** –to be relevant to each of them in every moment of every day through digital services that adapt as the lifestyles of our customers evolve."

Kaan Terzioğlu, CEO



$$1440 \text{ MINUTES} \div 60 = 24 \text{ hrs/DAY}$$

Navigating this report Throughout the report, we use the following icons to indicate the elements of our business model in terms of the International <IR> Framework:



VEON is a global digital operator that provides converged connectivity and connected services to over 150 million customers

About this report

This report provides a review of VEON's financial and ESG performance for 2022 and our engagement with stakeholders across customers, employees, communities, investors, governments, regulators and industry groups.

More information can be found in Section 6 – About our report pages 90 and 91.

These icons can be used to access further information within this report.

- Podcast
- Read more
- Video
- Web link

Who we are continued



Our range of digital services

From financial services to entertainment, education and healthcare – our offering is fit for the 21st century, which our customers may benefit from for 1440 minutes of their day.

International leadership team

We enjoy a diverse shareholder base with no single controlling shareholder, a Board of Directors with a majority of independent directors, and an international management team.

Refer to Board of Directors and Group Executive Committee on pages 70 to 73

Navigating this report continued

These are the icons used to show our Risks and our Committees which are used within this report.

Risks	Committees
Market	Nominating and Corporate Governance Committee
Operational	Compensation and Talent Committee
Legal	Audit and Risk Committee
Liquidity and capital	Finance Committee
Environment	Strategy and Innovation Committee
Sale of our Russian operations	

Our Brands

- Ukraine**
- Pakistan**
- Bangladesh**
- Kazakhstan**
- Uzbekistan**
- Kyrgyzstan**

SUSTAINABLE DEVELOPMENT GOALS



Our vision

To empower customers through technology, providing choice and opportunity through tailored digital solutions that match their needs.

Risk increased ↑
 Risk decreased ↓
 Risk stable =

VEON is committed to making a positive impact on society and acknowledges our role in fundamental social needs such as education, healthcare and employment, which can be assisted by access to connectivity.

We support six SDGs where our business can have the greatest impact. These are Quality Education (4), Gender Equality (5), Decent Work and Economic Growth (8), Industry Innovation and Infrastructure (9), Reduced Inequalities (10) and Peace, Justice and Strong Institutions (16).

VEON interprets Goal 16 in the context of governance.

Our business strategy is designed to maximise shareholder value by raising growth potential through investment and innovation

Creating value for our customers, shareholders and employees

Message from our Chairman

Reshaping our future

The development of our digital operator model over the past three years has seen the transformation of VEON from a traditional mobile operator to a connectivity-enabled provider of digital services. This has radically reshaped our relationship with customers from one of utility to one of capability though the services we now offer.

Gunnar Holt
Chairman*



As Group Chairman, I am pleased to present VEON's Integrated Annual Report for the financial year ending 31 December 2022.

* Gunnar Holt served as Chairman of the Board for the period under review ending 31 December 2022. On 29 June 2023, Morten Lundal was elected as the new Chair of the Board.

 Refer to page 72: Post AGM Inaugural Board Meeting.

To be at the forefront of this evolution is a privilege as our Board, our Group Executives and our local leadership work together to define new business models around the wealth of opportunities these services are enabling

Ukraine

Any discussion of 2022 must begin with the conflict in Ukraine. The outbreak of hostilities in February was a shock to us, as it was to so many. That hostilities engulfed two of our largest markets made it a personal tragedy for the VEON family.

Our immediate priority was to ensure the protection and well-being of our employees in Ukraine by ensuring access to financial and emotional support wherever required. We moved quickly to safeguard our networks in order to maintain connectivity at a moment when our customers needed us the most. These priorities remain uppermost today as the struggle continues.

The response to the crisis by the employees of Kyivstar, led by CEO Aleksandr Komarov, has been nothing short of remarkable. The heroism with which they have kept our network operational throughout months of conflict demonstrates a courage and resilience that goes beyond what could ever be reasonably expected in the workplace. Kyivstar has emerged as an extremely strong company, both in the spirit of its people and the loyalty

of its customers. Our thoughts remain with the entire nation in the hope that we shall soon see an end to hostilities and a return to normal life for the Ukrainian people.

Exiting Russia

At the Group level, protecting the value of our business and its assets was a key responsibility of the Board from the outset of the conflict. It became readily apparent that continuing to own and operate our Russia business would place Group value at risk given escalating international sanctions and our inability to access international capital markets. The Board therefore determined relatively early in the crisis that there were no viable alternatives for the Group than to seek selling the Russian operations.

The priority thereafter was to ensure that any sale achieved an acceptable financial solution that realised value for our shareholders, rather than simply bringing about a market exit. Our options were complicated by the conflict situation, sanctions prohibitions on the

ownership of Russian assets, and our ability to engage with prospective local buyers.

The transaction we ultimately agreed overcame these obstacles through a local management buy-out. This is an elegant solution which, subject to the necessary closing conditions being met, unlocks the value of our Russian business through a transaction that benefits VEON's financial structure by reducing Group's debt and paves the way for a future return to the international capital markets. Moreover, the management continuity it ensures means we shall leave Beeline in very capable hands and able to serve the 50 million customers who rely on it for their essential connectivity needs.

Our intent is to conclude this transaction on or before 1 June 2023. The process is complex and ongoing and not without risks, but we remain optimistic that we can successfully close out the deal and bring about a leaner VEON, holding less debt at the Group level and with a sharper focus on the growth opportunities presented by six of the world's fastest-growing emerging markets.

Message from our Chairman

continued



The past three years have seen the **nature of our services change profoundly** as we introduced our **digital operator model** alongside continued investment in our high-speed 4G networks

Safeguarding shareholder value

A primary consideration for the Board over Russia was that inaction could have resulted in zero value for our business there. That we have secured an agreement in principle which generates positive shareholder value is, we believe, an achievement that serves the best interests of all stakeholders in an unprecedented set of circumstances.

Beyond Russia and the extreme situation in Ukraine, the operational resilience of VEON's other digital operators has been a key priority for the Board as we have sought to minimise the impact of the conflict on Group performance. We have continued to support each with the capital needed to invest in their operations and develop new services. That each reported double-digit local currency revenue growth in 2022, in many instances increasing their market share, is testament to the talent and success of our local leadership teams in each.

We continue to optimise our portfolio of businesses. 2022 saw VEON complete our withdrawal from two markets where we determined future returns would likely underperform those we enjoy elsewhere.

In August, we sold our remaining 45.6% stake in our Algeria business, closing a sale process that had begun in July 2021. And in June, we announced completion of the sale of VEON's operating subsidiary in Georgia, in both instances reaching agreement with new shareholders who share our commitment to supporting the digital transformation of each country.

2022 saw further progress in our transition to an asset light model through unlocking the value of our infrastructure assets, having secured a landmark transaction to sell our towers in Russia in December 2021 which realised proceeds of around USD 1 billion. We continue to engage in discussions with potential buyers of our towers and other infrastructure assets elsewhere and hope to be able to announce further progress in the year ahead.

Corporate governance

Following the introduction of our new Group-wide operating model in 2020, the past three years have seen a steady rise in delegated authority to our digital operators. This has moved VEON away from centralised Group decision-making and empowered our local leadership teams with business development authority within a new Governance, Risk and Compliance (GRC)

framework. Complementing this has been the creation of local Operating Company (OpCo) Boards drawing on independent expertise to enrich our decision-making.

 Refer to Corporate governance on page 68.

The benefits we have since realised have been considerable. The past three years have seen the nature of our services change profoundly as we introduced our digital operator model alongside continued investment in our high-speed 4G networks. These have seeded rapid growth in digital services across VEON's four verticals of entertainment, financial services, education and healthcare and opened up a wealth of adjacent revenue opportunities for the Group.

Greater local autonomy has enhanced the efficiency of our local decision-making and reduced time to market for new services. This proved to be decisive in the response Kyivstar was able to mobilise following the conflict in Ukraine. The Board continues to work with our local leadership to ensure they have the support to reach for further success in the year ahead as we transition to a leaner headquarters (HQ) function to fit our new market footprint.

Sustainable business

Any successful and truly sustainable business begins in its local marketplace. That is where VEON's digital operator model is rooted, with the social and economic opportunity it confers through its digital services.

Empowerment through services is a core purpose of VEON. Our digital operators are helping to bring about a digital transformation of the societies they serve through access opportunities that reach beyond entertainment into financial, education and healthcare resources essential for growth and development. In doing so, we are helping to drive a circular economy in which individual empowerment enables better economic and social outcomes for all.

At the Group level, we have revised the charters of our Group Board committees to ensure environmental, social and governance (ESG) matters remain under active consideration in order to promote best practices across the Group. This includes succession planning and a review that has provided the Board with a comprehensive understanding of our options at both the Group and OpCo levels.

 Refer the remuneration report page 82.

The circumstances of the past year allowed VEON to transform relationships with our stakeholders. It reinforced the value of essential connectivity for customers and VEON's responsibilities in providing uninterrupted services wherever possible. It also recast our relationships with governments, broadening the scope of our counterparties through our responsibilities under international sanctions and helping to shape discussions around rebuilding Ukraine and the role Kyivstar can play in the nation's reconstruction and recovery.

A New VEON

The events in Ukraine inevitably brought about a shift in priorities for the Board in 2022 towards protecting our people and the value of our business in exceptional circumstances. It is enabling a New VEON to emerge – a leaner Company with a sharper focus on emerging market growth and digital opportunities.

The strategic opportunities this transformation offers is now a focus for the Board as we reposition the Group for long-term growth. The closing of our Russia transaction remains the immediate priority. Beyond this, the opportunities offered by our digital operators are substantial as we build out revenue opportunities adjacent to our core connectivity operations. Investing in their success shall remain our key priority as we reshape our future together.

Appreciation

I wish to thank my Board colleagues for your dedication and support. Through difficult times and extreme external pressure, we have been aligned and taken numerous tough and decisive decisions. I deeply thank our Group management team and our people for their resilience, dedication and hard work throughout a difficult period, and finally thanks to our customers and stakeholders for your strong support.

Gunnar Holt

Chairman

June 2023