



Resolutions including Voting Results of the Annual General Meeting 2020

Telekom Austria Aktiengesellschaft
FN 144477t, Commercial Court Vienna
ISIN AT 0000720008

Resolutions and voting results of the Annual General Meeting, which took place on 24 September 2020, at 10:00 a.m. at the company seat of Telekom Austria AG, Lassallestraße 9, 1020 Vienna.

The share capital of the company amounts to EUR 1,449,274,500 and is divided into 664,500,000 bearer shares without par value.

Agenda Item 1:

Presentation of the adopted financial statements and the management report as well as the consolidated financial statements including the consolidated management report and the consolidated corporate governance report, the consolidated non-financial report, the proposal for appropriation of the net profit and the Supervisory Board report on the fiscal year 2019.

A resolution on this agenda item is not required.

Agenda Item 2:

Resolution on the appropriation of the net profit shown in the financial statements for the fiscal year 2019.

The following resolution was passed:

“Distribution of a dividend of EUR 0.23 per eligible no par value share; i.e. a total dividend payment of EUR 152,739,513.43. The remaining amount of EUR 174,702,486.57 will be carried forward onto new account.”



Number of shares for which valid votes were cast as well as total number of valid votes cast: 565,528,191
Proportion of the share capital represented by these votes: 85.11 %
Pro: 565,068,499
Contra: 459,692
Abstentions: 100

Agenda Item 3:

Resolution on the discharge of the members of the Management Board for the fiscal year 2019.

The following resolution was passed:

“The members of the Management Board are granted discharge for the fiscal year 2019.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 565,413,432
Proportion of the share capital represented by these votes: 85.09 %
Pro: 565,413,432
Contra: 0
Abstentions: 114,859

Agenda Item 4:

Resolution on the discharge of the members of the Supervisory Board for the fiscal year 2019.

The following resolution was passed:

“The members of the Supervisory Board are granted discharge for the fiscal year 2019.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 564,948,525
Proportion of the share capital represented by these votes: 85.02 %
Pro: 564,745,127
Contra: 203,398
Abstentions: 579,766



Agenda Item 5:

Resolution on the compensation for the members of the Supervisory Board for the fiscal year 2019.

The following resolution was passed:

“The remuneration for elected members of the Supervisory Board for the fiscal year 2019 is determined as follows:

- (i) - for the Chair EUR 40,000
 - for the Deputy Chairman EUR 30,000
 - for every other Supervisory Board member EUR 20,000
- (ii) - for the Chairman of a committee EUR 12,000
 - for every other committee member EUR 10,000

The remuneration for committee members is limited to one committee mandate. Accordingly, committee members are only entitled to remuneration once, even if they belong to several committees.

(iii) The fixed attendance fee of EUR 400 is to be granted for each member of the Supervisory Board for each of the meetings of the Supervisory Board or committee meetings which the member attends.

The staff council representatives in the Supervisory Board are entitled to an attendance fee per meeting only but not to an additional remuneration.

Remuneration is paid on a pro rata basis (calculated daily) if a member of the Supervisory Board or committee did not belong to the board or the respective committee for the entire financial year.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 565,528,291

Proportion of the share capital represented by these votes: 85.11 %

Pro: 565,528,191

Contra: 100

Abstentions: 0



Agenda Item 6:

Elections to the Supervisory Board

The following resolutions were passed:

“Mrs. Karin Exner-Wöhrer, born on 08 September 1971, is elected as a member of the Supervisory Board. She is elected until the end of the Annual General Meeting resolving upon the discharge of the Supervisory Board for the fiscal year 2022.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 565,510,190

Proportion of the share capital represented by these votes: 85.10 %

Pro 545,576,917

Contra: 19,933,273

Abstentions: 18,101

“Mr. Alejandro Cantu Jimenez, born on 26 April 1972, is elected as a member of the Supervisory Board. He is elected until the end of the Annual General Meeting resolving upon the discharge of the Supervisory Board for the fiscal year 2022.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 565,510,190

Proportion of the share capital represented by these votes: 85.10 %

Pro: 541,292,730

Contra: 24,217,460

Abstentions: 18,101

Agenda Item 7:

Election of the auditors of the financial statements and of the consolidated financial statements for the fiscal year 2020.

The following resolution was passed:

“Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H, Vienna, is elected as company auditor and group auditor for the fiscal year 2020.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 565,515,906
Proportion of the share capital represented by these votes: 85.10 %
Pro: 565,440,691
Contra: 75,215
Abstentions: 12,385

Agenda Item 8:

Resolution on the Remuneration Policy.

The following resolution was passed:

“The Remuneration Policy of the Management Board and of the Supervisory Board is adopted.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 565,498,656
Proportion of the share capital represented by these votes: 85.10 %
Pro: 561,008,834
Contra: 4,489,822
Abstentions: 29,635

Motion by shareholder Josef Baumüller regarding the Remuneration Policy was not approved.

Number of shares for which valid votes were cast as well as total number of valid votes cast: 528,180,250
Proportion of the share capital represented by these votes: 79.49 %
Pro: 750
Contra: 528,179,500
Abstentions: 37,348,041

For further information on the Annual General Meeting please visit our website under <https://www.a1.group/en/ir/annual-general-meeting-2020>.

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