



## Resolutions including Voting Results of the Annual General Meeting 2022

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

**Resolutions and voting results** of the Annual General Meeting, which took place on 27 June 2022, 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 2021.

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 2021.

The following resolution was passed:

“Distribution of a dividend of EUR 0.28 per eligible no par value share; i.e. a total dividend payment of EUR 186,060,000.-. The remaining amount of EUR 268,970,000.- 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: 560,445,574  
Proportion of the share capital represented by these votes: 84.34 %  
Pro: 559,972,542  
Contra: 473,032  
Abstentions: 105,574



**Agenda Item 3:**

Resolution on the discharge of the members of the Management Board for the fiscal year 2021.

The following resolution was passed:

“The members of the Management Board are granted discharge for the fiscal year 2021.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 560,333,205

Proportion of the share capital represented by these votes: 84.32 %

Pro: 560,181,686

Contra: 151,519

Abstentions: 217,945

**Agenda Item 4:**

Resolution on the discharge of the members of the Supervisory Board for the fiscal year 2021.

The following resolution was passed:

“The members of the Supervisory Board are granted discharge for the fiscal year 2021.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 560,119,091

Proportion of the share capital represented by these votes: 84.29 %

Pro: 559,941,950

Contra: 177,141

Abstentions: 432,059

**Agenda Item 5:**

Resolution on the compensation for the members of the Supervisory Board for the fiscal year 2021.

The following resolution was passed:

“The remuneration for elected members of the Supervisory Board for the fiscal year 2021 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.

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: 560,428,754  
Proportion of the share capital represented by these votes: 84.34 %  
Pro: 560,424,373  
Contra: 4,381  
Abstentions: 122,396

#### **Agenda Item 6:**

Elections to the Supervisory Board

The following resolutions were passed:

“Mrs. Christine Catasta, born on 27. January 1958, 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: 560,442,140  
Proportion of the share capital represented by these votes: 84.34 %  
Pro 529,697,712  
Contra: 30,744,428  
Abstentions: 109,010

“Mrs. Daniela Lecuona Torras, born on 21. December 1982, 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 2024.”



Number of shares for which valid votes were cast as well as total number of valid votes cast: 560,441,140  
Proportion of the share capital represented by these votes: 84.34 %  
Pro: 536,430,457  
Contra: 24,010,683  
Abstentions: 110,010

“Mr. Carlos M. Jarque, born on 18. October 1954, 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 2024.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 560,438,440  
Proportion of the share capital represented by these votes: 84.34 %  
Pro: 529,514,732  
Contra: 30,923,708  
Abstentions: 112,710

#### **Agenda Item 7:**

Election of the auditors of the financial statements and of the consolidated financial statements for the fiscal year 2022.

The following resolution was passed:

“Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H, Vienna, is elected as company auditor and group auditor for the fiscal year 2022.”

Number of shares for which valid votes were cast as well as total number of valid votes  
Cast: 560,443,070  
Proportion of the share capital represented by these votes: 84.34 %  
Pro: 560,278,559  
Contra: 164,511  
Abstentions: 108,080

#### **Agenda Item 8:**

Resolution on the Remuneration Report.

The following resolution was passed:

“The Remuneration Report for the 2021 reporting year is approved.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 560,100,530

Proportion of the share capital represented by these votes: 84.29 %

Pro: 557,657,308

Contra: 2,443,222

Abstentions: 450,620

For further information on the Annual General Meeting please visit our website under <https://www.a1.group/en/ir/20244>.

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