

2022 Annual General Meeting

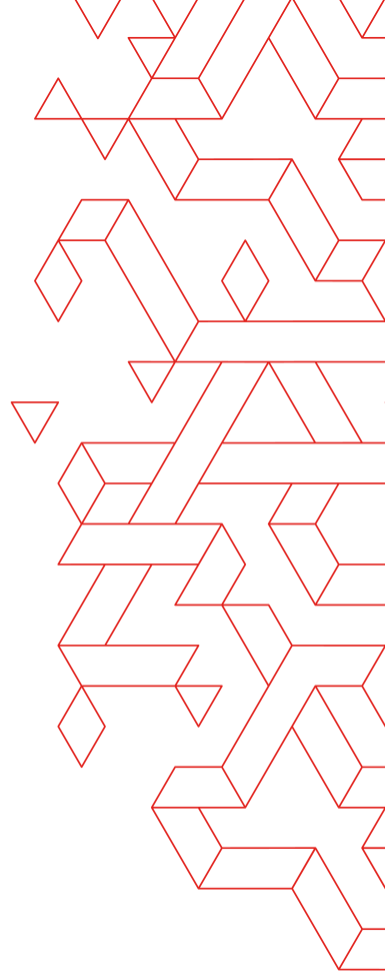
Vienna, June 27, 2022

| **A¹ Telekom Austria Group**



Agenda item 1

Report on the 2021 financial year



Members – Supervisory Board of Telekom Austria AG.

Shareholder representatives

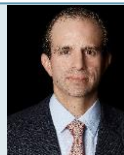
Edith Hlawati
Chair



Carlos Garcia
Moreno Elizondo
Deputy



Alejandro
Cantú Jiménez



Karin
Exner-Wöhrer



Peter Hagen



Carlos M. Jarque



Peter Kollmann



Daniela Lecuona



Christine
Catasta*



Oscar von Hauske



Employee representatives

Gerhard Bayer



Gottfried Kehrer



Werner Luksch



Alexander
Sollak



Renate Richter



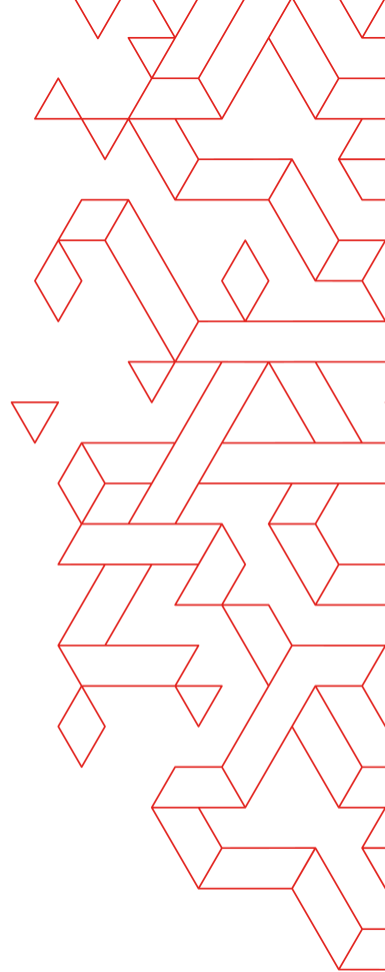
* Since extraordinary general meeting of September 6, 2021.
As well as Thomas Schmid until his resignation on June 8, 2021.

Attendance – Supervisory Board and committees 2021.

	Supervisory Board meetings	Remuneration Committee	Audit Committee
Dr. Edith HLAWATI	6/6 (100%)	7/7 (100%)	
Dr. Carlos GARCIA MORENO ELIZONDO	6/6 (100%)	7/7 (100%)	5/5 (100%)
Dr. Alejandro CANTU	5/6 (83%)		
Dr. Christine CATASTA (since September 6, 2021)	2/2 (100%)		2/2 (100%)
Dr. Karin EXNER-WÖHRER	6/6 (100%)		
Dr. Peter HAGEN	6/6 (100%)		5/5 (100%)
Dr. Carlos M. JARQUE	6/6 (100%)		5/5 (100%)
Dr. Peter KOLLMANN	6/6 (100%)		5/5 (100%)
Daniela LECUONA TORRAS	5/6 (83%)		
MMag. Thomas SCHMID (departed June 8, 2021)	3/3 (100%)		2/2 (100%)
Oscar VON HAUSKE SOLÍS	6/6 (100%)	7/7 (100%)	5/5 (100%)
Gerhard BAYER	6/6 (100%)		5/5 (100%)
Ing. Gottfried KEHRER	6/6 (100%)		
Werner LUKSCH	6/6 (100%)		5/5 (100%)
Renate RICHTER	5/6 (83%)		
Mag. Alexander SOLLAK	6/6 (100%)		5/5 (100%)

Report of the Management Board

A1



A1 Telekom Austria Group – Highlights 2021.



- Positive results demonstrate **operating and financial strength**
- Increase in service revenues in all markets
- Leverage ratio further reduced from 1.7x to 1.3x



- **Accelerated digitalization:** high demand for **broadband solutions, ICT and security products**



- Reliability of **high-performance and future-proof infrastructure: EUR 891 mn investment** for modernization and network expansion in 2021



- **A1 promotes** growth and prosperity in line with **more sustainable ways of working and living**
- Milestones in 2021:
 - 20% reduction in CO₂ emissions
 - Energy efficiency enhancement of 18%
 - A1 digital.campus successfully launched



- **“5Giganetz”** in Austria: optimum technology mix of fiber and 5G
- 5G frequency auctions in the Group’s footprint largely complete



- Tremendous employee engagement in a changing environment

2021 results – Pleasing results confirm resilience of the business model.

Total revenues

+4.4%

EBITDA

+8.2%

Free cash flow

EUR 487.3 mn (-3.3%)

Net result

EUR 455.0 mn (+17.0%)

Mobile postpaid

+6.0%

Internet@home +5.0%
TV and fixed-line broadband
grow

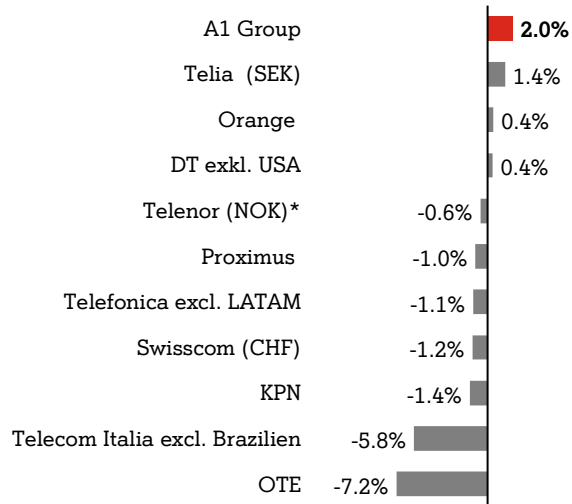
Key figures on reported basis



On a growth trajectory – A1 is a top performer in its European peer group.

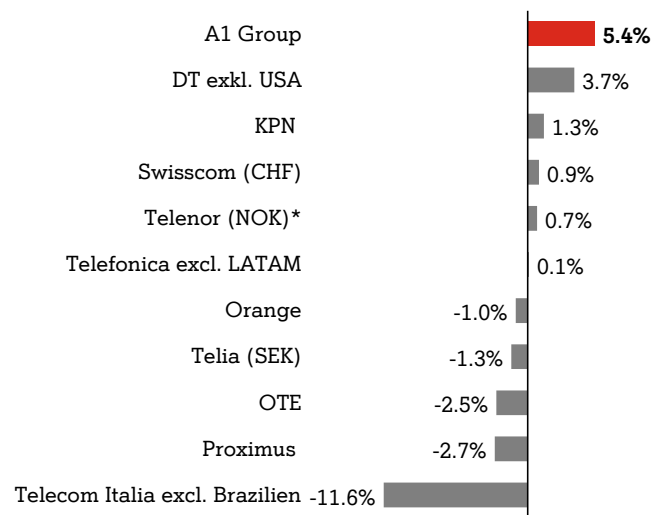
Revenues

CAGR 2019–2021



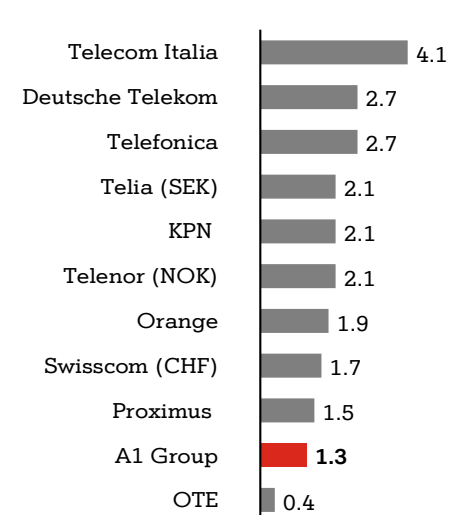
Adjusted EBITDA aL**

CAGR 2019–2021



Net debt/EBITDA***

End of 2021



* Telenor: organic growth, disposal of Myanmar in '21

**Excluding non-recurring effects, substantial M&A and restructuring costs;

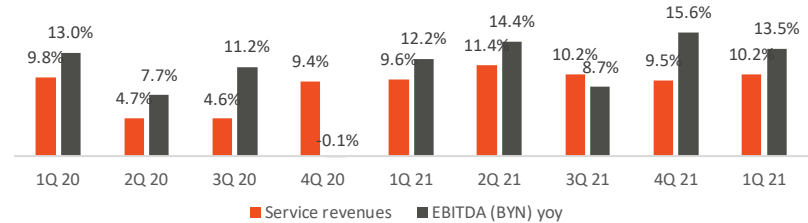
A1 Group adjusted for non-recurring effects and restructuring; EBITDA aL of Telia & Telefonica was not reported in 2021, comparability is based on year-on-year organic growth.

***Source: Barclays Research

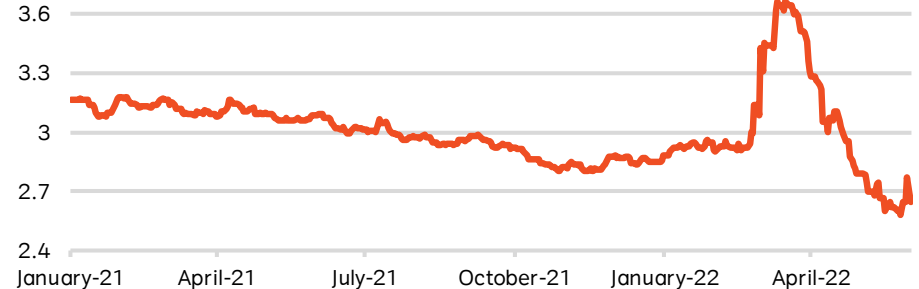
Belarus: Ongoing evaluation of the situation while operating performance remains solid.

- No exit planned
- Responsibility to our 2,300 employees and our 5 million customers
- Continually strong **operating growth**: stable demand for telco services
- Compliance with all legal requirements
- Ongoing evaluation and assessment of the effects of current and possible future **sanctions**
- Assumed BYN-EUR depreciation of 5-10% in the FY forecast unchanged (as of Q1 report)

Operating performance



Development of the Belarusian ruble



Energy prices and inflationary pressure – **Efficiency measures cushion negative effects.**



Rising energy prices

- Market-specific approach to safeguard energy costs
- Increased focus on sustainable energy resources and energy efficiency
 - Energy efficiency already improved by 18% (2021 vs. 2020)
 - 57% of energy needs covered by renewable energy



Inflation-driven increase in workforce costs

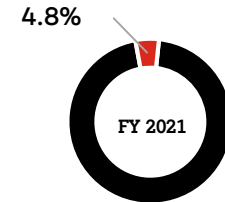
- Workforce costs amounted to around 20% of Group revenues in 2021



Tariff indexation

- Inflation-linked price measures in Austria, Bulgaria and Belarus

- A1 Group's power costs as a percentage of total Core OPEX



Core OPEX

Potential effects on Group EBITDA in 2022

Inflationary pressure to be mitigated by further savings, efficiency measures and inflation measures in tariffs.



Empowering digital life – Helping to shape a sustainable future through technology.



Boost Core Growth

- Sweating the Assets
- Increase Multiplay+
- Data-driven Marketing & Sales



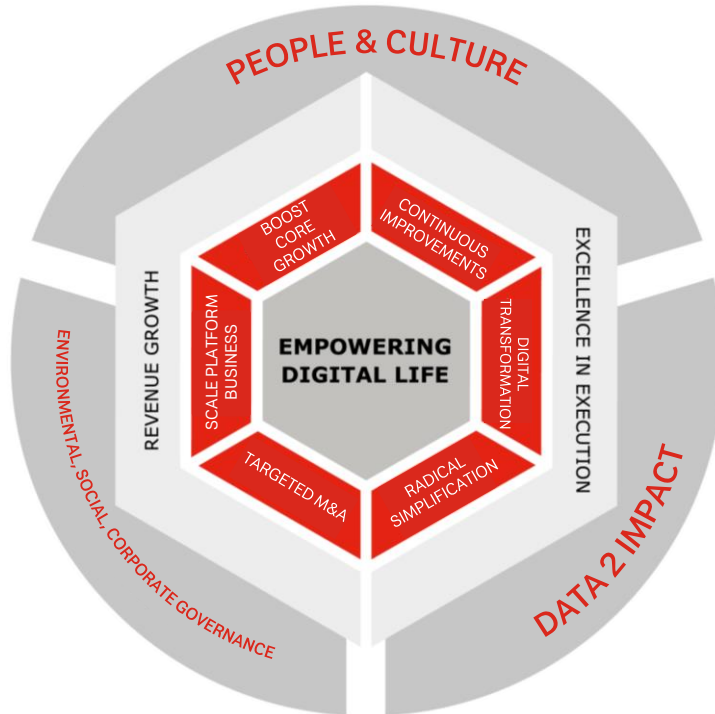
Scale Platform Business

- Drive Industry 4.0 Portfolio (Cloud | IoT | Cyber Sec | ICT)
- Develop Platforms 4 Digital Services



Targeted M&A

- In-market consolidation
- Expand portfolio/growth areas
- Expand into new geographies



Continuous Improvement



- Optimizing external expenses
- Partnering 4 operational efficiency
- Develop new skills

Digital Transformation



- Data-driven decision making
- Digitalize Customer Experience
- Enhance Digital Channels

Radical Simplification



- Implementing new platform operating model
- Simplify & Robotize Processes
- Excelling in Partnering

5Giganet – A1 accelertes fiber roll-out in Austria with additional EUR 100 million.

Preferred digitalization partner

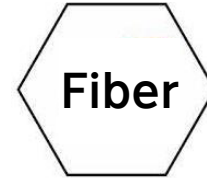
- Reliable and strong connectivity is a must-have
- Average speed of fixed-line products is steadily increasing
- ESG-proof technology

A1 offers smart combination of fixed-line and mobile network: the fastest 5G technology with the biggest fiber-optic network

- Reduction of churn rate and increase of customer satisfaction

Securing leadership position for high-speed products

Increase of investments in Austria from around EUR 500 million to **around EUR 600 million** in 2022



65,000 km

95% of communities connected



62% coverage in 2021

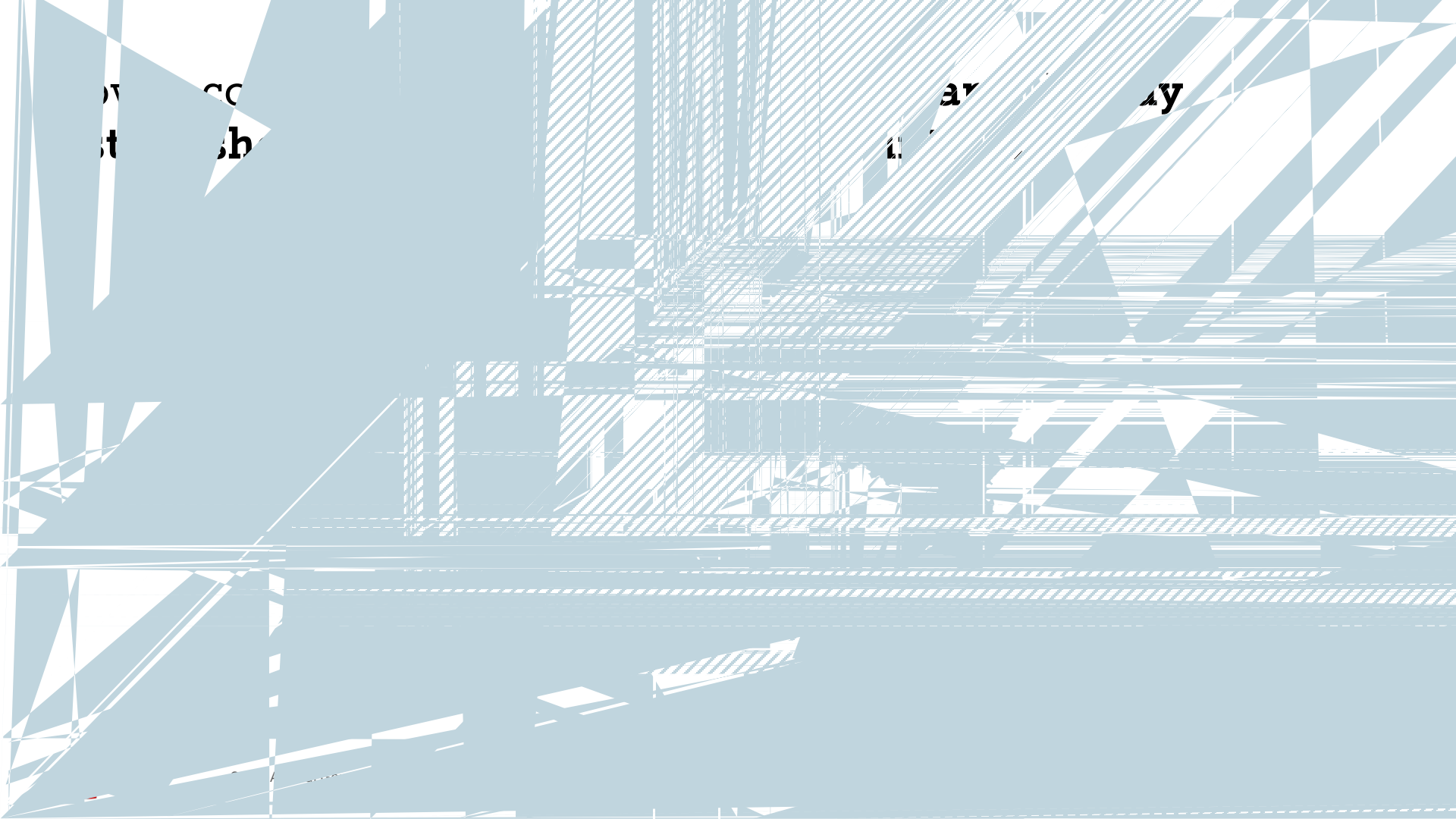
95% targeted by 2023

EUR +100 mn



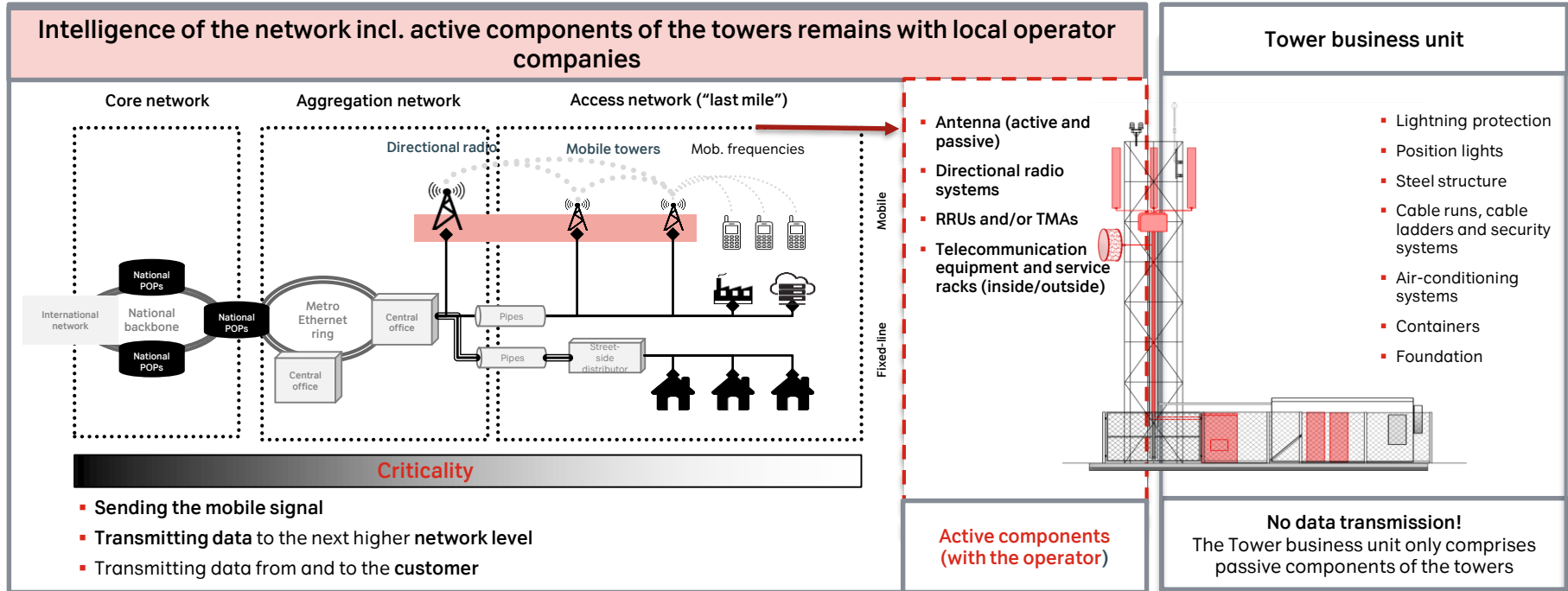
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Tower business unit comprises passive components: **Active** “intelligent” infrastructure remains with the operator.

In a mobile base station, a distinction is made between **active** and **passive** components



Empowering a sustainable future: **Milestones on the way to achieving our long-term ESG targets.**

Climate neutrality



2021 highlights

- ✓ CO₂ reduction: CO₂ emissions reduced by 20%, minus 49.3 metric tons (2021 vs. 2020)
- ✓ Increase in renewable energy as a percentage of total energy consumption from 38% to 50%
- ✓ First audit of the recycling KPIs
- ✓ 96% increase in the number of recycled devices in 2021 versus 2020

People, society and corporate governance



- ✓ Promotion of digital education in the entire A1 footprint
- ✓ >33k participations in digital training courses throughout the Group
- ✓ A1 Austria successfully launched the new A1 digital.campus



- ✓ Percentage of women in Austrian leadership team raised to 40%
- ✓ Diversity, Equity and Inclusion Policy introduced, LGBTIQ Network launched in A1 AT
- ✓ New Code of Conduct with ESG aspects introduced
- ✓ 96% of colleagues took part in compliance e-learning

Learning is in our DNA - #TodayForTomorrow.

2021

All employees and digital learning

Focus on experts and the (further) development of critical skills, support for new forms of work and cooperation

- #A1 LearningTopic: sales force, cloud, group young potentials, agile coaches
- Digital learning content: e-campus and external learning platforms
- COVID support: virtual working and (mental) health

> 120,000 digital courses attended

2022

Leadership and future skills

Further development of managers' skills

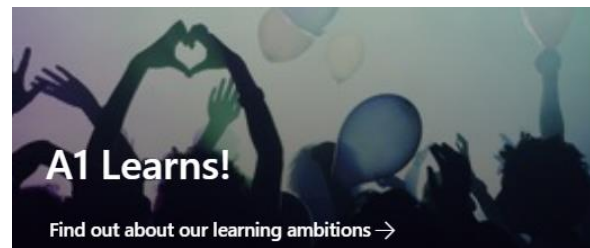
- Business schools
- Inspiration via "exploration roundtables"
- Digital learning platforms
- New work forms: agile, remote and hybrid leadership
- Team development
- Focus on data

~ 60 executives
~ 550 data experts

2022+

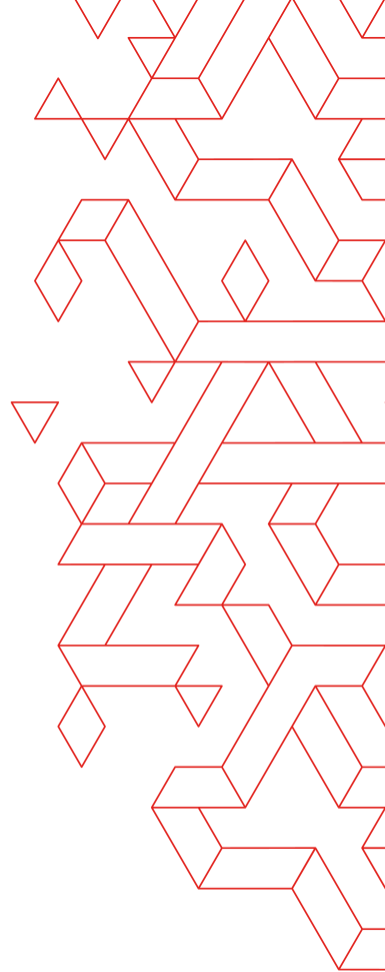
Skills and experience management

- Skill matching: overview of existing and required skills, promotion of personal responsibility and new learning paths
- Development of a "Human Deal": guidelines for shaping the employer/employee relationship



2021 Group results

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2021 results – Strong operating performance across the Group.

Key financial figures in EUR mn	2021	2020	+/-%
Service revenues	3,956.5	3,804.5	+4.0%
Equipment revenues	709.5	659.4	+7.6%
Total revenues	4,748.3	4,549.4	+4.4%
Total costs and expenses	-3,042.2	-2,972.6	+2.3%
EBITDA	1,706.1	1,576.8	+8.2%
Depreciation and amortization	-952.7	-937.9	+1.6%
EBIT	753.4	638.9	+17.9%
Financial result	-100.8	-128.1	-21.3%
Income tax	-197.6	-122.0	+61.9%
Net result	455.0	388.8	+17.0%
Investments	891.5	651.4	+36.8%
Free cash flow	487.3	503.7	-3.3%

- Solid growth in core mobile business and strong demand for broadband solutions
- Focus on operating efficiency increases operating EBITDA by 8.2%
- Sharp rise in profit
- Stable free cash flow: good operating performance compensated for increase in CAPEX to pre-COVID level and higher income taxes

2021 results – Austria.

Key financial figures in EUR mn	2021	2020	+/-%
Revenues	2,677.6	2,622.1	+2.1%
EBITDA	991.1	936.7	+5.8%
<i>EBITDA margin</i>	<i>37.0%</i>	<i>35.7%</i>	<i>n.a.</i>
EBITDA before restructuring	1,075.3	1,021.2	+5.3%
<i>EBITDA margin before restructuring</i>	<i>40.2%</i>	<i>38.9%</i>	<i>n.a.</i>

5.1 mn mobile subscriber
 ▪ Prepaid subs. +2.1%

3.0 mn RGUs

Internet@home +0.4%

2021 results – International operations.

Key financial figures in EUR mn	2021	2020	+/-%
Revenues	2,101.7	1,955.8	+7.5%
EBITDA	763.2	697.4	+9.4%
<i>EBITDA margin</i>	<i>36.3%</i>	<i>35.7%</i>	<i>n.a.</i>
Operating EBITDA (excluding FX and non-recurring effects)	762.7	688.8	+10.7%

14.9 mn mobile subscriber
▪ Prepaid subs. +2.4%

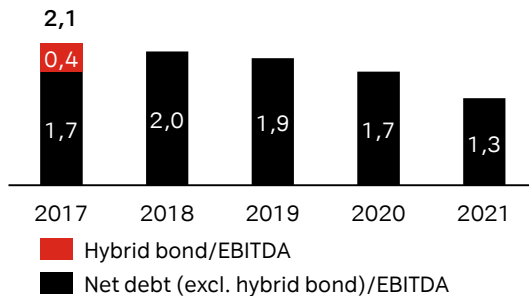
3.0 mn RGUs

Internet@home +9.7%

Conservative financial strategy - Further debt reduction.

Leverage ratio significantly reduced

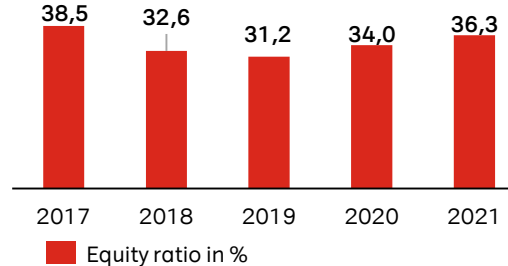
Net debt/EBITDA (before IFRS 16)



- Strong free cash flow supports deleveraging
- Net debt/EBITDA = 1.3x (before IFRS 16)

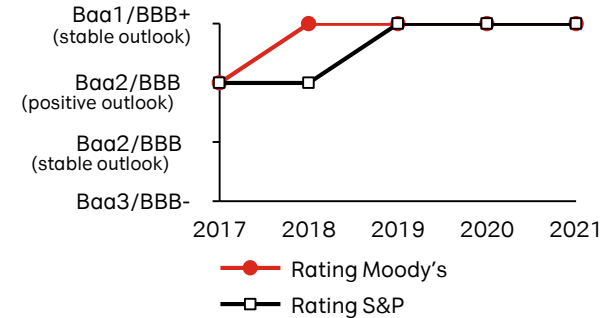
Equity ratio substantially increased

Redemption of hybrid bond



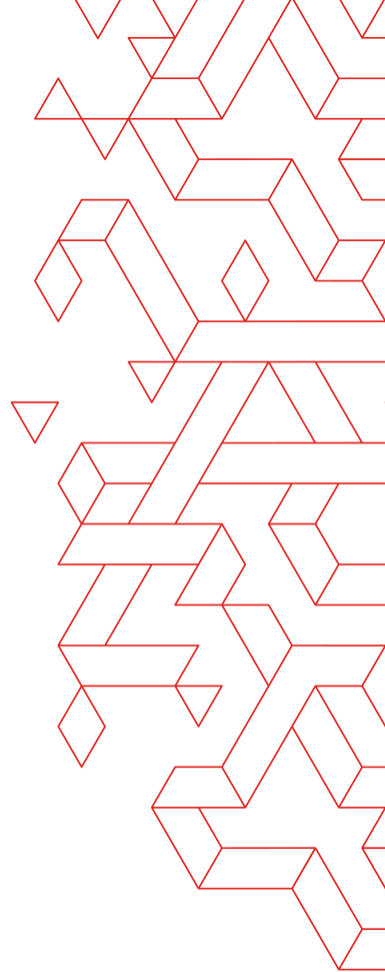
- Continuous improvement of the equity ratio (2019 impacted by the adoption of IFRS 16)
- Hybrid bond classified as equity under IFRS, therefore redemption reduces equity ratio in 2018

Rating profile remains solid



- Standard & Poor's and Moody's: Rating and outlook confirmed
- Solid financing ratios and ensured liquidity: Open lines of credit of EUR 1.015 bn

Telekom Austria shares



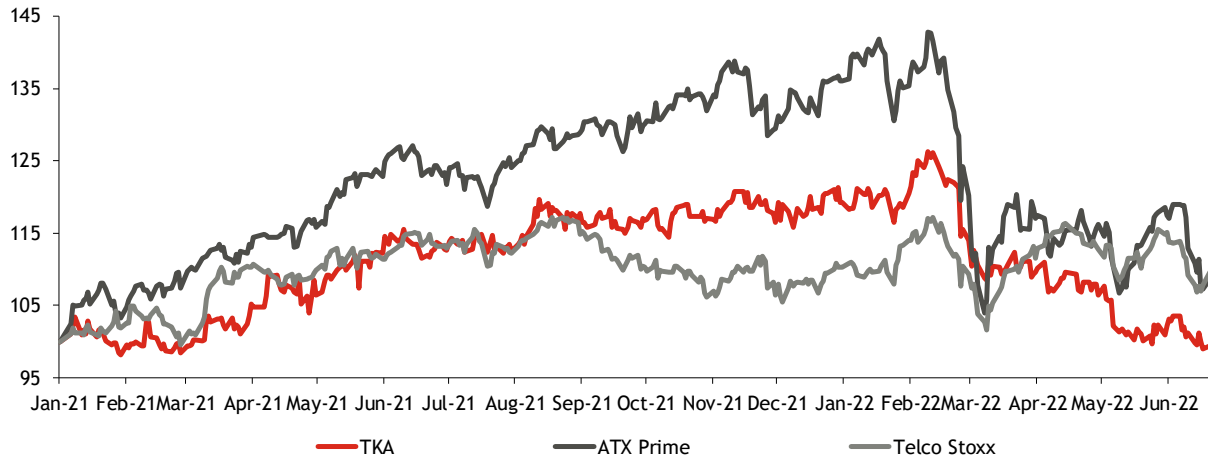
Share performance – Telekom Austria shares.

Performance since 2021:

TKA: +20.4%
ATX Prime: +36.9%
Telco: +11.5%

Performance YTD*:

TKA: -15.2%
ATX Prime: -23.6%
Telco: -0.7%



(Indexed as of January 1, 2021)

* As of June 23, 2022

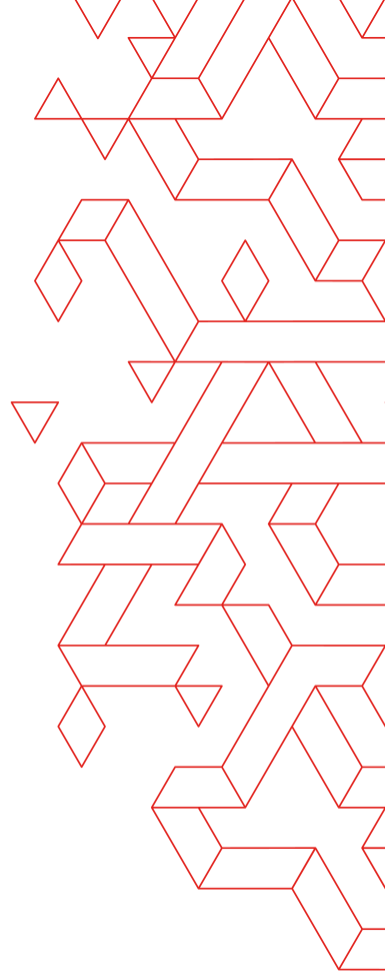
Since March 22, 2021, Telekom Austria shares have been included in the **ATX Prime**

Treasury shares

as of December 31, 2021

- Number: 415,159
- Equates to a pro rata amount of the share capital of EUR 905,461.78 (reported in the separate financial statements in the appropriated reserves)
- No transactions in FY 2021

Outlook for 2022



2021 - **Expectations exceeded.**

Focus in 2022: **Growth in core business and increase in operating efficiency.**

	2021		2022
	OUTLOOK	ACHIEVED	OUTLOOK
Revenues	Approx. 3-4% (initially approx. 1%)	+4.4%	Close to +3%
CAPEX (excluding spectrum)	Approx. EUR 800 mn	EUR 826 mn	+15% year on year

Outlook and results on reported basis

A1 Group – Strong position to take advantage of the opportunities of digitalization.



A **business model** as the foundation for digitalization, with a **strong market position** in Austria and CEE



Monetization of **data growth** and high demand for **ICT solutions**; growth potential with **5G, IoT, cloud, cybersecurity and data analysis**



Uniform brand presence with first-class customer service and excellent network quality



Top performer with impressive track record of growth and **operational excellence**



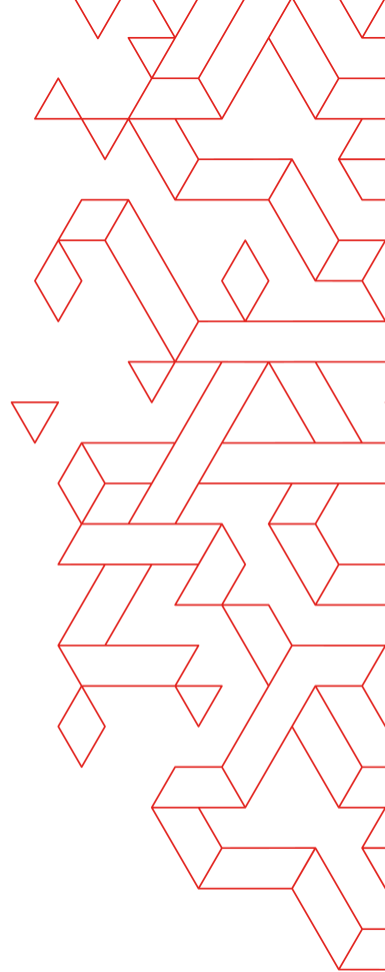
Promotion of a **more sustainable way of life** through digitalization with a clear **ESG strategy and specific targets**



Sustainable dividend policy, solid balance sheet structure and strong liquidity position as an excellent basis for future growth

Agenda item 2

Appropriation of net profit



Proposal for the appropriation of net profit

The Management Board and the Supervisory Board propose to use the net profit of Telekom Austria AG generated in the 2021 financial year in the amount of EUR 455,030,000 as follows:

- Distribution of a dividend of EUR 0.28 per eligible no par value share
- The remainder will be carried forward to new account

Information

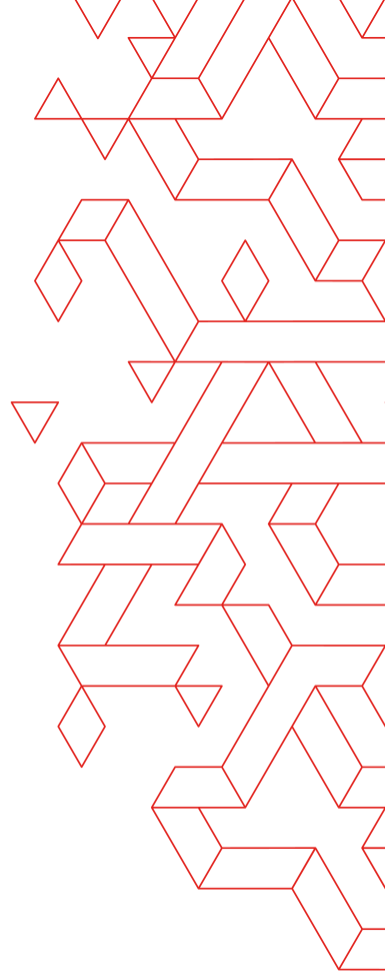
Under Austrian tax law, the dividend qualifies as a capital repayment in accordance with Sec 4 para 12 of the Austrian Income Tax Act.

- Ex-dividend day: July 1, 2022
- Dividend date: July 4, 2022
- Distribution date: July 5, 2022

Agenda item 3

Discharge of the members of the Management Board

A1



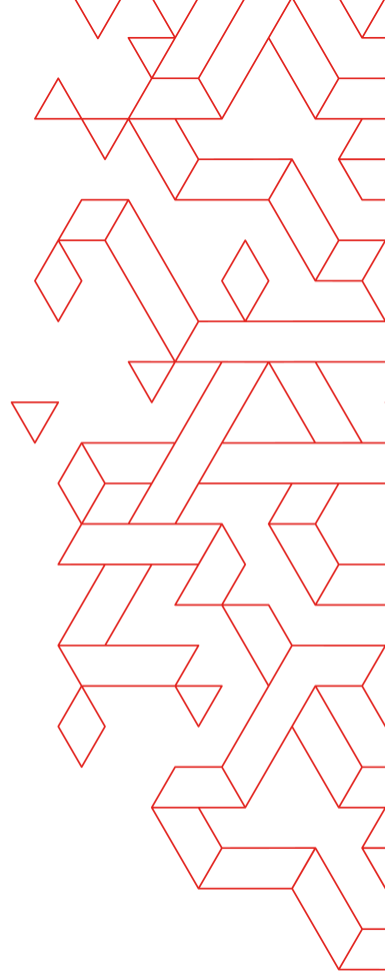
Discharge of the members of the Management Board

- Thomas Arnoldner
- Alejandro Douglass Plater
- Siegfried Mayrhofer

The Management Board and the Supervisory Board of Telekom Austria AG propose to grant discharge to the members of the Management Board for the 2021 financial year.

Agenda item 4

Discharge of the members of the Supervisory Board



Discharge of the members of the Supervisory Board

Shareholder representatives:

- Edith Hlawati, Carlos Jose Garcia Moreno Elizondo, Alejandro Cantú Jiménez, Karin Exner-Wöhrer, Peter Hagen, Carlos M. Jarque, Peter F. Kollmann, Daniela Lecuona Torras, Thomas Schmid, Christine Catasta, Oscar von Hauske Solis

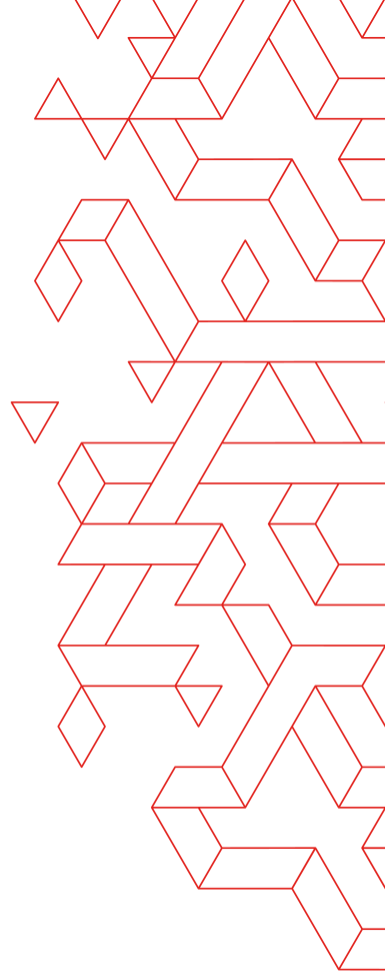
Employee representatives:

- Gerhard Bayer, Gottfried Kehrer, Werner Luksch, Renate Richter, Alexander Sollak

The Management Board and the Supervisory Board of Telekom Austria AG propose to grant discharge to the members of the Supervisory Board for the 2021 financial year.

Agenda item 5

Compensation for the members of the
Supervisory Board



Compensation for the members of the Supervisory Board

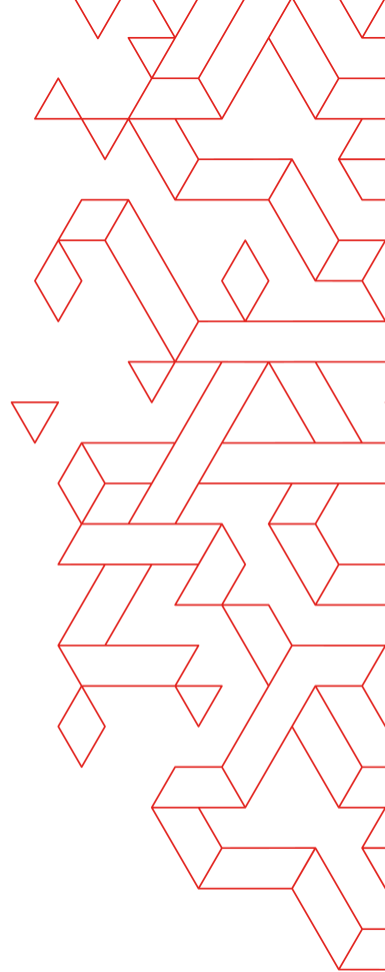
As in the previous year, the Management Board and the Supervisory Board of Telekom Austria AG propose to determine the remuneration for the elected members of the Supervisory Board for the 2021 financial year as follows:

	2021
For the Chair	EUR 40,000
For the Deputy Chair	EUR 30,000
For every other member of the Supervisory Board	EUR 20,000
For the Chair of a Committee	EUR 12,000
For every other member of a committee	EUR 10,000

Agenda item 6

Elections to the Supervisory Board

A1



Dr. Christine Catasta

Dr. Christine Catasta, born January 27, 1958,



is to be elected to the Supervisory Board of the company with effect from the termination of this shareholder's meeting until the termination of such shareholder's meeting that resolves upon the discharge for the business year 2022.

Dr. Christine Catasta has issued a statement according to Sec 87 para 2 of the AktG and provided a curriculum vitae.

Daniela Lecuona Torras



Daniela Lecuona Torras, born December 21, 1982,

is to be elected to the Supervisory Board of the company with effect from the termination of this shareholder's meeting until the termination of such shareholder's meeting that resolves upon the discharge for the business year 2024.

Daniela Lecuona Torras has issued a statement according to Sec 87 para 2 of the AktG and provided a curriculum vitae.

Carlos M. Jarque



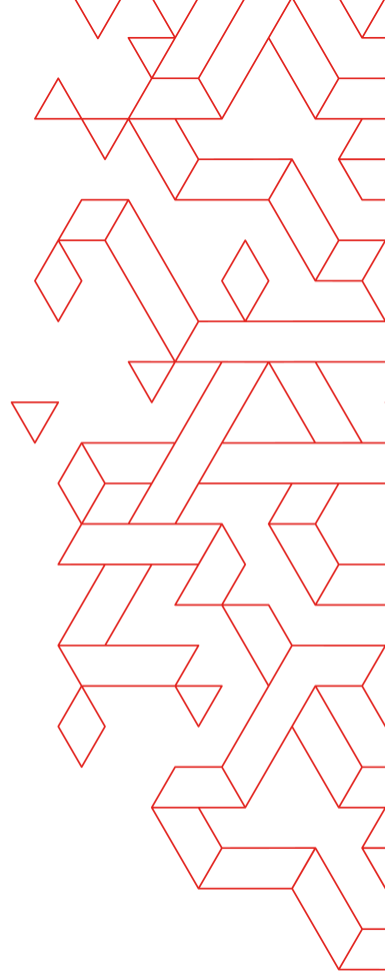
Carlos M. Jarque, born October 18, 1954,

is to be elected to the Supervisory Board of the company with effect from the termination of this shareholder's meeting until the termination of such shareholder's meeting that resolves upon the discharge for the business year 2024.

Carlos M. Jarque has issued a statement according to Sec 87 para 2 of the AktG and provided a curriculum vitae.

Agenda item 7

**Election of the auditor of the financial statements and
of the consolidated financial statements**



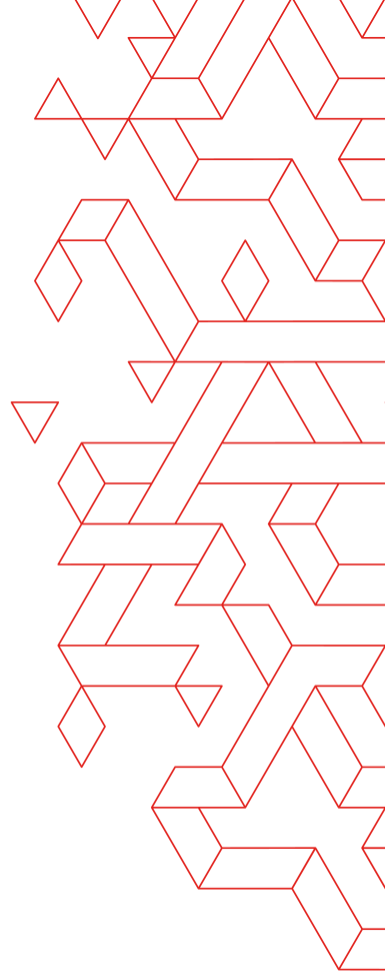
Proposal for the election of the auditor of the financial statements and of the consolidated financial statements

The Supervisory Board of Telekom Austria AG proposes to elect Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna, as auditor and Group auditor for the 2022 financial year.

Agenda item 8

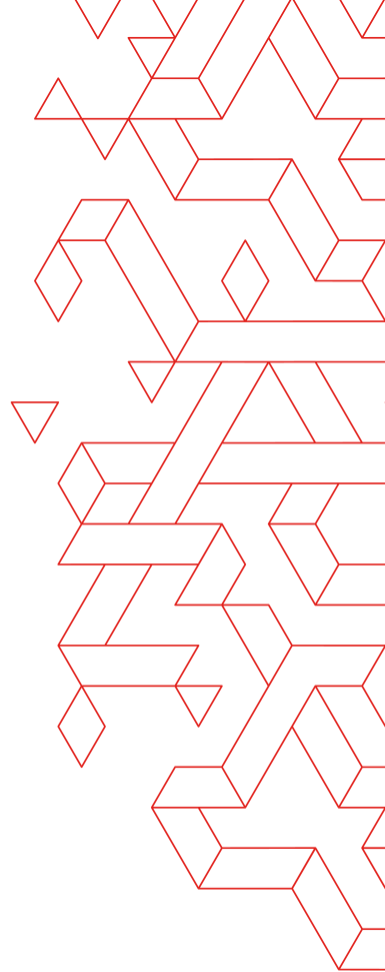
Resolution on the Remuneration Report

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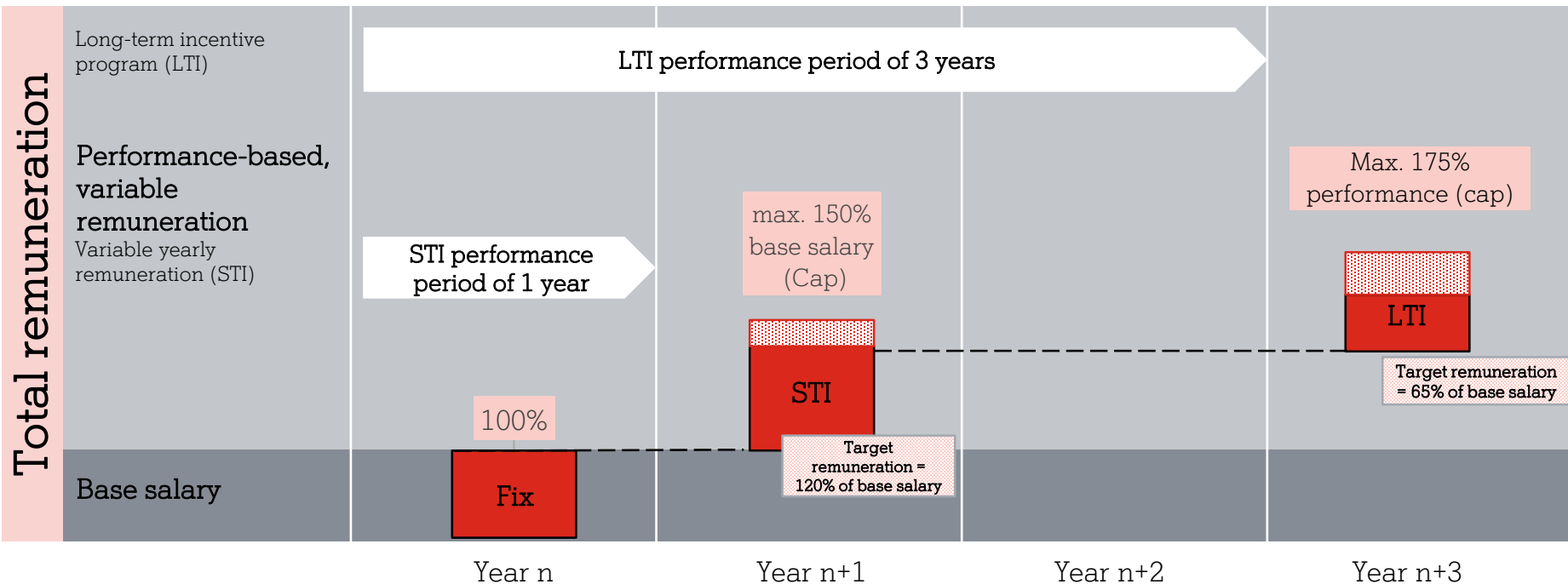


Resolution on the Remuneration Report

The Management Board and the Supervisory Board submit the Remuneration Report for the Management Board and the Supervisory Board for the vote of the Annual General Meeting.

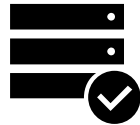


Remuneration system for the Management Board of Telekom Austria AG in 2021

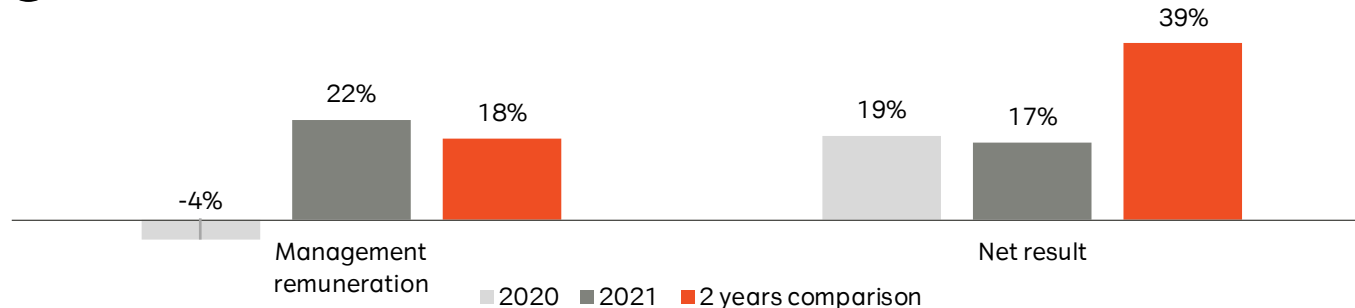


Management Board in line with company performance

Financials in EUR mn	2021 IFRS 16	2020 IFRS 16	2019 IFRS 16	Change 2021 vs. 2019 in %
EBITDA excl. Restructuring	1,790.3	1,661.3	1,644.7	8.9%
Net result	455.0	388.8	327.4	39.0%
Free cashflow	487.3	503.7	343.7	41.8%



Total remuneration of the Management Board increases by 18% vs. 39% for net result



2022 Annual General Meeting

Vienna, June 27, 2022

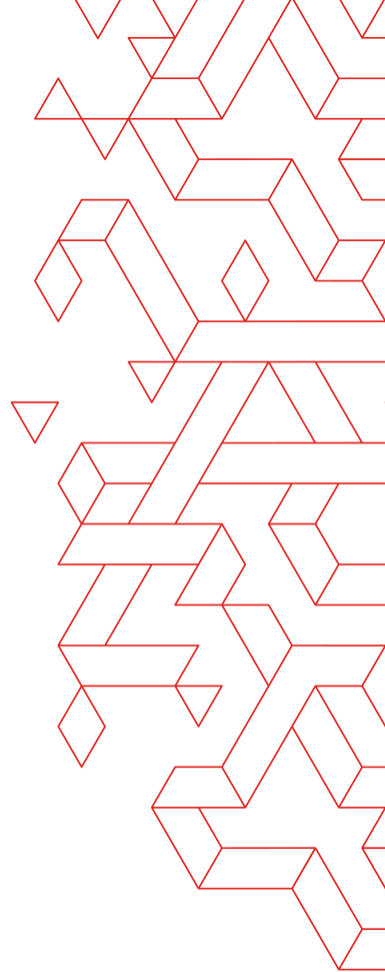
General debate

| **A¹ Telekom Austria Group**



Voting

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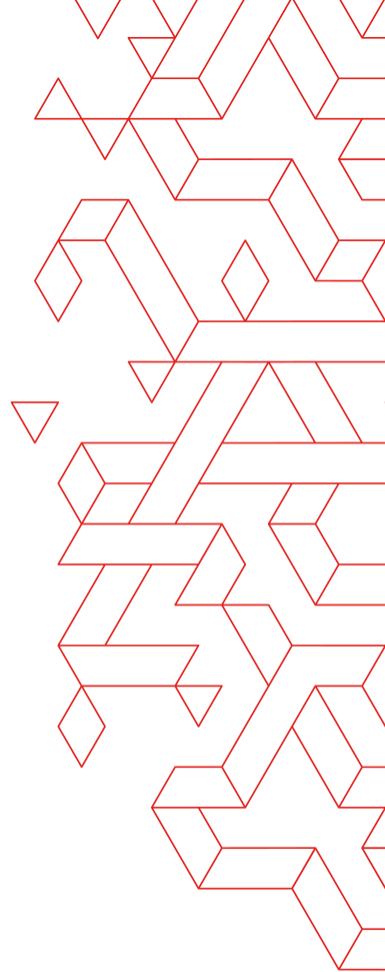


Agenda item 2

Appropriation of net profit

VOTING

A1



Appropriation of net profit

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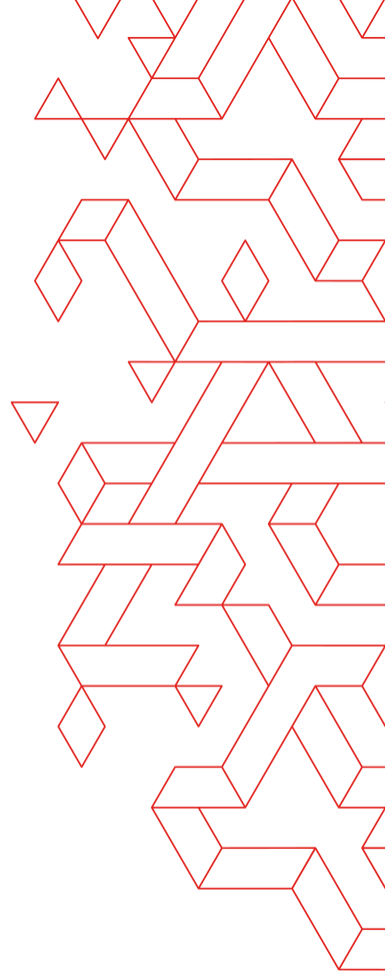
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Agenda item 3

Discharge of the members of the Management Board

VOTING

A1



Discharge of the members of the Management Board

- Thomas Arnoldner
- Alejandro Douglass Plater
- Siegfried Mayrhofer

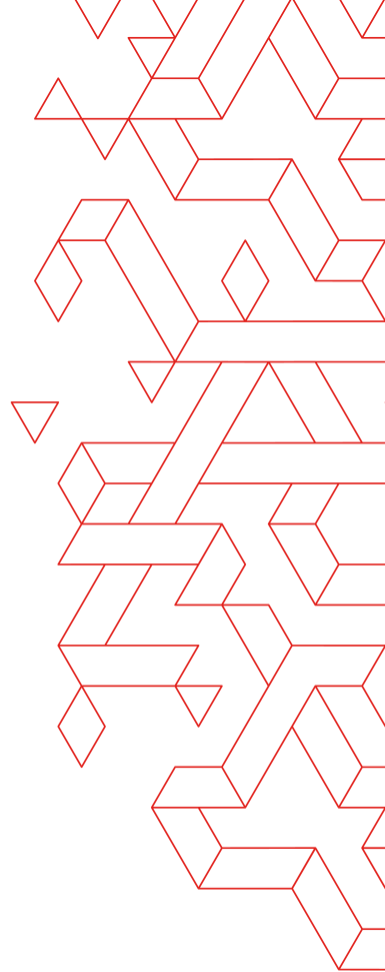
The Management Board and the Supervisory Board of Telekom Austria AG propose to grant discharge to the members of the Management Board for the 2021 financial year.

Agenda item 4

Discharge of the members of the Supervisory Board

VOTING

A1



Discharge of the members of the Supervisory Board

Shareholder representatives:

- Edith Hlawati, Carlos Jose Garcia Moreno Elizondo, Alejandro Cantú Jiménez, Karin Exner-Wöhrer, Peter Hagen, Carlos M. Jarque, Peter F. Kollmann, Daniela Lecuona Torras, Thomas Schmid, Christine Catasta, Oscar von Hauske Solis

Employee representatives:

- Gerhard Bayer, Gottfried Kehrer, Werner Luksch, Renate Richter, Alexander Sollak

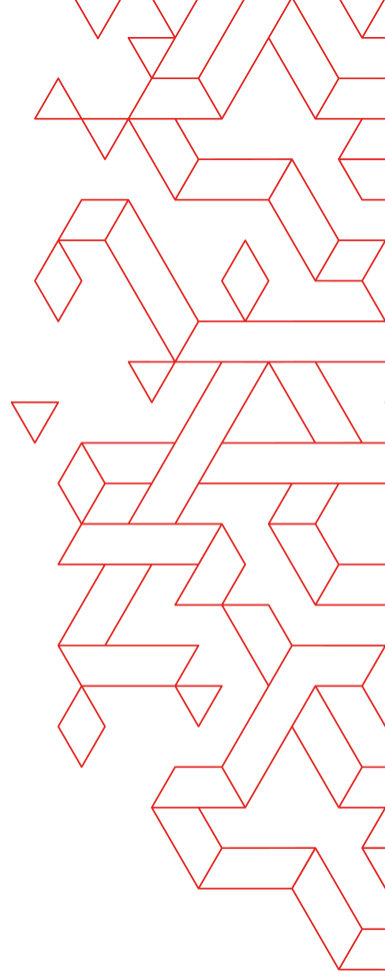
The Management Board and the Supervisory Board of Telekom Austria AG propose to grant discharge to the members of the Supervisory Board for the 2021 financial year.

Agenda item 5

Compensation for the members of the
Supervisory Board

VOTING

A1



Compensation for the members of the Supervisory Board

As in the previous year, the Management Board and the Supervisory Board of Telekom Austria AG propose to determine the remuneration for the elected members of the Supervisory Board for the 2021 financial year as follows:

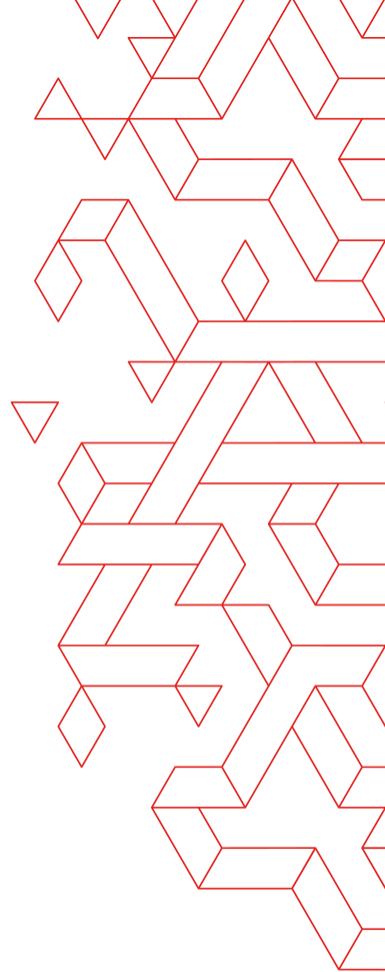
	2021
For the Chair	EUR 40,000
For the Deputy Chair	EUR 30,000
For every other member of the Supervisory Board	EUR 20,000
For the Chair of a Committee	EUR 12,000
For every other member of a committee	EUR 10,000

Agenda item 6

Elections to the Supervisory Board

VOTING

A1



Dr. Christine Catasta

Dr. Christine Catasta, born January 27, 1958,



is to be elected to the Supervisory Board of the company with effect from the termination of this shareholder's meeting until the termination of such shareholder's meeting that resolves upon the discharge for the business year 2022.

Dr. Christine Catasta has issued a statement according to Sec 87 para 2 of the AktG and provided a curriculum vitae.

Daniela Lecuona Torras



Daniela Lecuona Torras, born December 21, 1982,

is to be elected to the Supervisory Board of the company with effect from the termination of this shareholder's meeting until the termination of such shareholder's meeting that resolves upon the discharge for the business year 2024.

Daniela Lecuona Torras has issued a statement according to Sec 87 para 2 of the AktG and provided a curriculum vitae.

Carlos M. Jarque



Carlos M. Jarque, born October 18, 1954,

is to be elected to the Supervisory Board of the company with effect from the termination of this shareholder's meeting until the termination of such shareholder's meeting that resolves upon the discharge for the business year 2024.

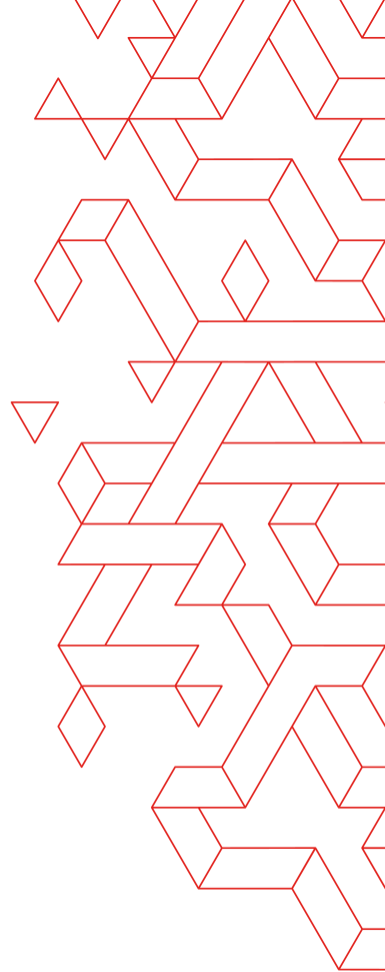
Carlos M. Jarque has issued a statement according to Sec 87 para 2 of the AktG and provided a curriculum vitae.

Agenda item 7

Election of the auditor of the financial statements and
of the consolidated financial statements

VOTING

A1



Election of the auditor of the financial statements and of the consolidated financial statements

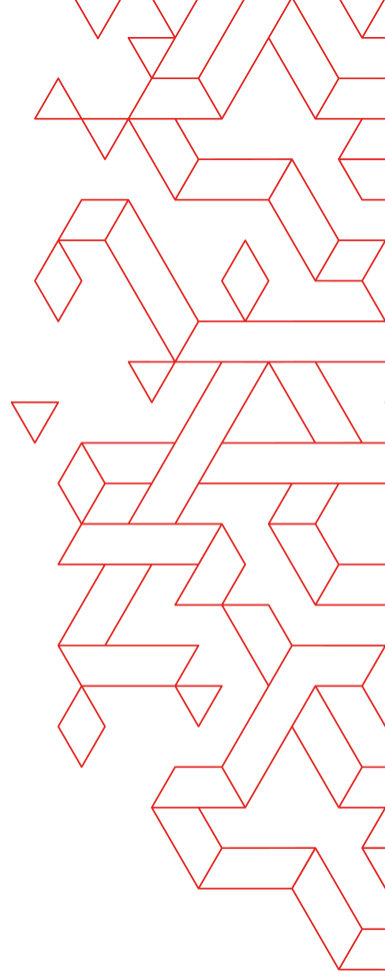
The Supervisory Board of Telekom Austria AG proposes to elect Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna, as auditor and Group auditor for the 2022 financial year.

Agenda item 8

Resolution on the Remuneration Report

VOTING

A1



Resolution on the Remuneration Report

The Management Board and the Supervisory Board submit the Remuneration Report for the Management Board and the Supervisory Board for the vote of the Annual General Meeting.

**Many thanks
for attending!**

<https://www.a1.group/>

