

Resolutions including Voting Results of the AGM 2016

Telekom Austria Aktiengesellschaft
Company no. 144477t, Commercial Court Vienna
ISIN AT 0000720008

Resolutions and voting results of the Annual General Meeting, which took place on 25 May 2016, at 10:00 a.m. at the Vienna Stadthalle, Halle F, A-1150 Vienna, Roland Rainer Platz 1.

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 corporate governance report, the proposal for utilisation of the net profit and the Supervisory Board report on the fiscal year 2015.

No resolution required.

Agenda Item 2: Resolution on the utilisation of the net profit shown in the financial statements for the fiscal year 2015.

The following resolution was passed:

“Distribution of a dividend of EUR 0.05 per eligible no par value share. The rest 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: 610,079,630
Proportion of the share capital represented by these votes: 91.81%
Pro: 610,074,375
Contra: 5,255
Abstentions: 3,723

Agenda Item 3: Resolution on the discharge of the members of the Management Board for the fiscal year 2015.

The following resolution was passed:

“The members of the Management Board are granted discharge for the fiscal year 2015.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,083,133
Proportion of the share capital represented by these votes: 91.81%
Pro: 610,027,197
Contra: 55,936
Abstentions: 0

Agenda Item 4: Resolution on the discharge of the members of the Supervisory Board for the fiscal year 2015.

The following resolutions were passed:

“Ing Rudolf Kemler is granted discharge for the fiscal year 2015.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,068,832
Proportion of the share capital represented by these votes: 91.81%
Pro: 610,004,317
Contra: 64,515
Abstentions: 14,301

“The further members of the Supervisory Board are granted discharge for the fiscal year 2015.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,083,133
Proportion of the share capital represented by these votes: 91.81%
Pro: 610,027,648
Contra: 55,485
Abstentions: 0

Agenda Item 5: Resolution on the compensation for the members of the Supervisory Board for the fiscal year 2015.

The following resolution was passed:

“The remuneration for elected members of the Supervisory Board for the fiscal year 2015 is determined as follows:

- for the chairman EUR 30,000
- for each of the deputy chairmen EUR 22,500
- for every further member of the Supervisory Board EUR 15,000

The attendance fee for each member of the Supervisory Board per meeting shall amount to EUR 300 until further notice."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,084,508
Proportion of the share capital represented by these votes: 91.81%
Pro: 610,084,508
Contra: 0
Abstentions: 3,523

Agenda Item 6: Elections to the Supervisory Board

The following resolutions were passed:

"Dr. Peter Hagen, born on 12.12.1959, 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 2018."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,097,670
Proportion of the share capital represented by these votes: 91.81%
Pro: 610,081,393
Contra: 16,277
Abstentions: 0

"Alejandro Cantú Jiménez J.D, born on 26.04.1972, 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 2018."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,097,505
Proportion of the share capital represented by these votes: 91.81%
Pro: 593,580,630
Contra: 16,516,875
Abstentions: 165

"Mag. iur. Stefan Pinter, born on 15.04.1978, 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 2016."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,096,472
Proportion of the share capital represented by these votes: 91.81%
Pro: 594,046,825
Contra: 16,049,647
Abstentions: 1,198

“Mag. iur. Reinhard Kraxner, born on 07.05.1970, 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 2016.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,097,700

Proportion of the share capital represented by these votes: 91.81%

Pro: 594,048,151

Contra: 16,049,549

Abstentions: 0

Agenda Item 7: Election of the auditors of the financial statements and of the consolidated financial statements for the fiscal year 2016.

The following resolution was passed:

“Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H, Vienna, is elected as company auditor and group auditor for the fiscal year 2016.”

Number of shares for which valid votes were cast as well as total number of valid votes cast: 610,080,479

Proportion of the share capital represented by these votes: 91.81%

Pro: 610,055,479

Contra: 25,000

Abstentions: 17,229

Agenda Item 8: Management report on share buy-back effected, number of treasury shares held and use of treasury shares.

No resolution required.

For further information on the Annual General Meeting please visit our website under www.telekomaustria.com/en/ir/annual-general-meeting

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