



Remuneration Report 2024

Telekom Austria AG

Remuneration Report 2024

Report on the Remuneration of the Members of the Management Board and the Supervisory Board of Telekom Austria AG

1. Introduction

This remuneration report describes the main features of the remuneration system for the members of the Management Board and Supervisory Board of Telekom Austria AG (hereinafter also referred to as "A1 Group") and provides information on the remuneration granted and owed to the members of the Management Board and Supervisory Board in fiscal 2024. It takes into account the requirements set out in Section 78c and Section 98a of the Austrian Stock Corporation Act and is based on Statement 37 of the Austrian Financial Reporting and Auditing Committee ("AFRAC Statement").

The remuneration report was approved by the Supervisory Board at its meeting on May 8, 2025. In accordance with the requirements of stock corporation law, the remuneration report will be presented for resolution at the Annual General Meeting on June 3, 2025.

1.1. Overview of the economic situation

Despite a challenging economic and geopolitical environment, the A1 Group achieved impressive results once again in 2024. Thanks to consistent strategy implementation and prudent financial policies, the A1 Group continued its growth trajectory.

In the fiscal year 2024, the total revenue of the A1 Group increased by 3.1 % to over EUR 5.4 billion. The growth drivers included value-preserving measures, solid development in the core mobile business, and strong growth in the ICT sector.

In light of the high inflation of previous years and the associated cost pressures, the A1 Group continued to focus on efficiency measures. Overall, the A1 Group recorded an EBITDA growth of 5.1 % to EUR 2.0 billion. Depreciation increased primarily due to the spin-off of the mobile tower business, resulting in a slight decline in net income of 3% to EUR 627 million for the fiscal year. However, on a comparable basis (pro forma), the period result increased by 12.5%.

In the reporting year, the company invested EUR 865 million in CAPEX, with a significant portion allocated to the expansion of fiber optic networks and the further development of the 5G mobile network. The decrease compared to the previous year (2023: EUR 1.093 billion) is attributed to lower CAPEX for frequencies, reduced investments due to the spin-off of the tower business in 2023, and cost savings.

As of December 31, 2024, total assets increased by 3% from EUR 9,557 million to EUR 9,854 million.

As a result of its conservative financial strategy and consistently solid results, the A1 Group is among the best-rated companies in the industry in Europe and holds an A- credit rating from all three leading rating agencies. In the reporting year, the debt ratio was further reduced to 0.2x net debt (excluding leasing) to EBITDA after leasing and to 1.1x including leasing.

2. Remuneration policy and remuneration system for members of the Management Board

The **remuneration system** for the fiscal year 2024 is based on the revised remuneration policy that came into effect on January 1, 2024 (hereinafter referred to as the “current remuneration policy”), which was approved at the general meeting on June 27, 2024, with a majority of 99.7%.¹⁾

Parts of the multi-year Long Term Incentive (‘LTI’) that were allocated before the current remuneration policy came into effect are still based on the previous compensation policy (hereinafter referred to as ‘compensation policy 2020’), which was approved at the general meeting on September 24, 2020.²⁾

For transparency reasons, the key components of the current remuneration policy are summarized below and compared to the previous remuneration policy 2020. The main adjustments are highlighted graphically to improve clarity.

Remuneration policy of the Management Board of Telekom Austria

Remuneration policy 2020		Current remuneration policy – valid as of Jan. 1, 2024
Revised remuneration policy		
<ul style="list-style-type: none"> Annual bonus with one-year performance period Three performance targets: <ul style="list-style-type: none"> e.g. service revenue, operating cash flow, strategic objectives Performance: 0% to 120% Modifier: ESG targets (0.85 to 1.15) Payment cap: 150% of basic annual salary 	Short-term Incentive	<ul style="list-style-type: none"> Annual bonus with one-year performance period Up to four performance targets: <ul style="list-style-type: none"> e.g. service revenue, cash flow, working capital, strategic objective Performance: 0% to 150% Modifier: ESG targets based on a catalogue of criteria (0.8 to 1.2) Payment cap: 150% of target amount
<ul style="list-style-type: none"> Performance share plan with three-year performance period Three performance targets: <ul style="list-style-type: none"> e.g. ROIC, revenue market share, ESG targets Performance: 0% to 175% Payment cap: 175% of LTI target amount Amount of payment calculated based on average share price in final quarter of performance period 	Long-term Incentive	<ul style="list-style-type: none"> Performance share plan with three-year performance period Up to five performance targets: <ul style="list-style-type: none"> e.g. EBITDA growth, revenue market share, ESG targets based on a catalog of criteria Performance: 0% to 200% Payment cap: 200% of LTI target amount Amount of payment calculated based on average share price in final quarter of performance period incl. cumulative dividend
Other contractual components		
<ul style="list-style-type: none"> Option to claw back variable remuneration (STI and LTI) in event of manifestly false data 	Penalty and clawback	<ul style="list-style-type: none"> Option to reduce (penalty) and claw back variable remuneration (STI and LTI) in event of material compliance breaches or manifestly false data
<ul style="list-style-type: none"> Obligation to hold shares for term of an LTI tranche: 32.5% of basic annual salary (in 2023 target structure: 30% of basic remuneration) 	Share ownership guideline	<ul style="list-style-type: none"> Share ownership guideline: 50% of the basic annual salary must be invested in shares within the first four years in office and held for the total duration of the member’s appointment

¹⁾ The current remuneration policy for the Management Board of the A1 Telekom Austria Group is available at: https://a1.group/wp-content/uploads/sites/6/2024/05/Remuneration-policy_MB_SB.pdf

²⁾ The previous remuneration policy, which was adopted at the Annual General Meeting on September 24, 2020, is available at the following link: https://a1.group/wp-content/uploads/sites/6/2023/08/agm2020_Remuneration_policy_Management_Board.pdf

2.1. Main features and objectives

The remuneration of the **members of the Management Board** is linked to the implementation of the strategy as well as to the positive development of the company in the short and long term. The individual remuneration elements are designed to support the strategic objectives for the long-term and sustainable development of the company.

Management Board remuneration is based on the following cornerstones:

- ✓ The interplay between remuneration and performance: the performance-related variable elements form the predominant share of total remuneration.
- ✓ Sustainable development: Variable remuneration is aimed at the sustainability of performance and increasing the value of the company and maps share price development, financial and non-financial indicators and elements.
- ✓ Strategic relevance: The performance targets are in line with the Group strategy.

The objective of Management Board remuneration is to offer the members of the Management Board a remuneration package that is both in line with the market and competitive. Appropriate remuneration should enable the A1 Group to attract, retain and motivate the most qualified managers in the interests of the company.

2.2. Overview of the individual remuneration elements for members of the Management Board

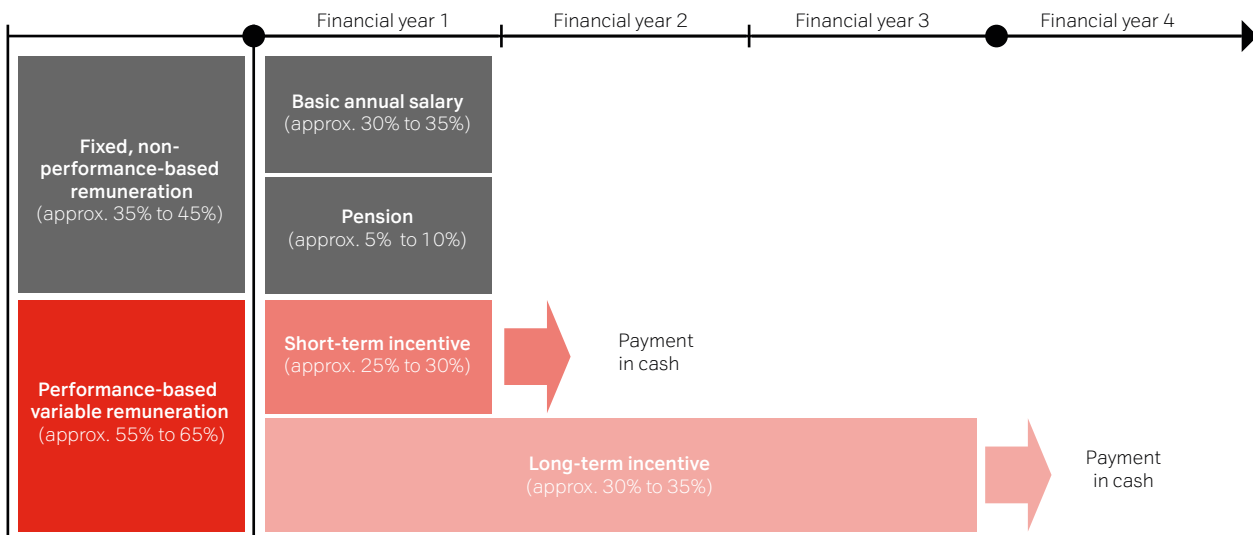
The remuneration of the A1 Group’s Management Board comprises **fixed** (non-performance-related) and **variable** (performance-related) remuneration elements.

The fixed remuneration comprises the base salary, benefits in kind as well as pension contributions. The variable remuneration comprises the variable annual remuneration (short-term incentive, “STI”) and the variable multi-year long-term incentive (“LTI”). The majority of the target remuneration for members of the Management Board consists of the performance-based variable remuneration elements STI and LTI. Based on the current remuneration policy, the long-term component in the form of the LTI accounts for the majority of variable remuneration.

The following chart summarizes the structure of the remuneration system, including target remuneration:

Structure of total target remuneration

(not including fringe benefits)



3. Remuneration of the Management Board members in 2024 – Composition of the Management Board

The following section describes the remuneration elements and discusses total Management Board remuneration. The objectives and target achievement of the variable remuneration components of the Management Board members are presented in detail for this purpose. Both remuneration “owed” and “granted” for Management Board members are disclosed:³⁾

Remuneration **owed** includes, on the one hand, the amounts actually received by the individual Management Board member that are attributable to this reporting period (fixed remuneration). On the other hand, it includes the entitlements definitively granted for this period, even if payment is not made until a later period⁴⁾ and/or if the amount has not yet been definitively determined.⁵⁾

The **remuneration granted** relates to accruals recognized in a fiscal year and other deferrals of remuneration components that are economically attributable to this reporting period due to legal or contractual obligations, but whose definitive determination and payout will be made in subsequent periods only.⁶⁾

The following tables contain the remuneration components owed, i. e. the definitively granted entitlements that have already been paid out. The LTI 2023 and LTI 2024 programs still in progress are shown as remuneration granted.

The members of the Management Board of Telekom Austria AG as of the end of 2024 were Alejandro Plater, Chief Executive Officer (CEO), and Thomas Arnoldner, Deputy CEO.

Remuneration paid to former members of the Management Board

Siegfried Mayrhofer, Chief Financial Officer (CFO), left the company at his own request when his Management Board mandate expired on August 31, 2023. When he left the company, he received his statutory and contractual severance payment entitlements in the amount of EUR 864,601 and a vacation compensation payment in accordance with Section 10 (1) Austrian Vacation Act for unused vacation entitlements in the amount of EUR 58,070. These remuneration components due upon termination are disclosed in this report under the remuneration 2023.

The STI for 2023 was paid out to Siegfried Mayrhofer, pro rata for the period up to his departure as of August 31, 2023, in 2024 and is shown in this report under remuneration for 2023. Siegfried Mayrhofer participated in the LTI program only until his departure from the company and will receive the pro rata number of bonus shares upon maturity of the LTI tranches, taking into account his departure from the company on August 31, 2023 (for more details, see disclosures under 3.3 (LTI) in this report). The corresponding payments are shown in this report under remuneration for 2023 and 2024.

Following his departure, Siegfried Mayrhofer is entitled to benefits from the external inter-company pension fund. These benefits are paid directly by the intercompany external pension fund (APK) to Siegfried Mayrhofer and are therefore not disclosed in this remuneration report.

3.1. Fixed, non-performance-related remuneration in 2024

Members of the Management Board receive a **fixed annual base salary**, which is based on the salary structure of listed Austrian companies and comparable international listed companies and depends on the scope of the duties and responsibilities of the respective Management Board member and the duration of the role. In addition, the members of the Management Board are entitled to **benefits in kind (including various insurance benefits)** and **pension contributions**.

The benefits in kind include the provision of a company car or corresponding remuneration in the form of a car allowance. If required, a pool driver can be used. In addition, accident insurance and supplementary health insurance are provided, and a contribution is paid to the voluntary pension scheme of an intercompany external pension fund (APK), with the contribution corresponding to 20% of the respective base salary.

³⁾ For remuneration “owed” and “granted,” see AFRAC Statement 28.

⁴⁾ STI 2024.

⁵⁾ LTI 2022.

⁶⁾ LTI 2023, LTI 2024.

In the 2024 reporting year, the fixed remuneration in accordance with the remuneration policy is as follows:

in EUR	Alejandro Plater	Thomas Arnoldner
Base salary	660,000	600,000
Benefits in kind	15,139	8,669
Supplementary health insurance	13,345	3,857
Accident insurance	825	633
Contributions to corporate pension fund	132,000	120,000
Total fixed remuneration	821,309	733,160

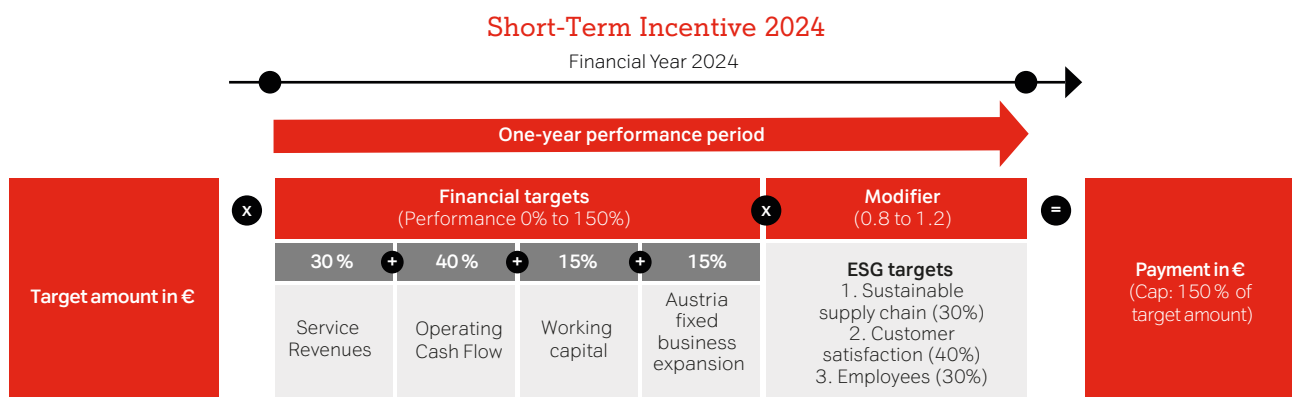
3.2. Variable yearly remuneration 2024 (short-term incentive, STI)

The annual **STI** takes into account the achievement of financial and operational targets, strategy implementation and corporate development. The Remuneration Committee defines corresponding performance criteria for each fiscal year.

The degree of achievement of the financial targets can range from 0% to 150%, with lower limits defined for the individual indicators at a degree of target achievement of 80%. The target achievement from the financial targets is multiplied by the “modifier,” which establishes a direct link to strategy implementation and ESG targets and can be a value between 0.80 and 1.20, thus influencing the level of target achievement by a maximum of +/- 20%.

The contractually agreed STI target amount for the fiscal year 2024 is EUR 561,000 for Alejandro Plater and EUR 510,000 for Thomas Arnoldner. The maximum payout for the STI, which is achieved at a total target achievement of 150%, is 150% of the contractually agreed target amount (cap).

The Remuneration Committee of the Supervisory Board has agreed the following STI targets with the Management Board **for the fiscal year 2024** in accordance with the remuneration policy:



The 2024 budget values for the key performance indicators of **service revenues** (weighting of 30%) and **operating cash flow**⁷⁾ (weighting of 40%) and **working capital** (weighting of 15%) were defined as financial targets. In addition, fixed business expansion in Austria was agreed as a target with a weighting of 15%.

The **modifier** is based entirely on ESG targets and includes the topics sustainable supply chain (weighting of 30%), customer satisfaction (weighting of 40%) and employees (weighting of 30%).

Based on the target values and target achievement corridors defined by the Remuneration Committee and the audited financial statements, the **STI target achievement for financial year 2024 is 117.1%**.

The STI 2024 target achievement reflects the good business results of the 2024 financial year. In detail, the target achievement is as follows:

⁷⁾ Operating cash flow defined as EBITDA adjusted for net expense from accruals for personnel and restructuring costs, as well as working capital and other changes, less net interest and income tax payments and lease payments.

	Target criteria	Weighting	Target value	Target achievement corridor	Level of target achievement	Value achieved (in % of target value)	Performance	Weighted performance
Financial targets	Service Revenues	30%	Budget figure	-5% < x < +3%	0%-150%	99.8%	94.9%	28.5%
	Operating Cash Flow	40%	Budget figure	-10% < x < + 3%	0%-150%	104.3%	150%	60%
	Working capital	15%	Defined target values	80% < x < 120%	0%-150%	85%	25%	3.8%
	Expansion of fixed business in Austria (broadband rollout and customers)	15%	Defined target values	80% < x < 120%	0%-150%	118.3%	145.8%	21.9%
X	Financial targets	100%						114.1%
Modifier (ESG targets)	Sustainable supply chains	30%	Supplier compliance with A1-Group Supply Chain ESG standards	Criteria agreed	80%-120%	120%	120%	36%
	Customer satisfaction	40%	Increase in net promotor score (NPS) in all A1 Group markets	Defined target values	80%-120%	84%	84%	34%
	Employees	30%	Establishment of a state-of-the-art employee survey program and development of measures based on it to increase employee satisfaction	Criteria agreed	80%-120%	110%	110%	33%
	Modifier	100%						102.6%
II	Target achievement STI 2024 = Target achievement of financial targets x target achievement of modifier							117.1%

With an **STI target achievement level of 117.1%**, this results in following amounts paid out:

in EUR

Alejandro Plater	656,931
Thomas Arnoldner	597,210

The achievement of the STI targets for 2024 was reviewed by Ernst & Young Wirtschaftsprüfungsgesellschaft and determined by the Remuneration Committee of the Supervisory Board on the basis of the audited 2024 financial statements in March 2025.

3.3. Variable long-term remuneration (long-term incentive, LTI)

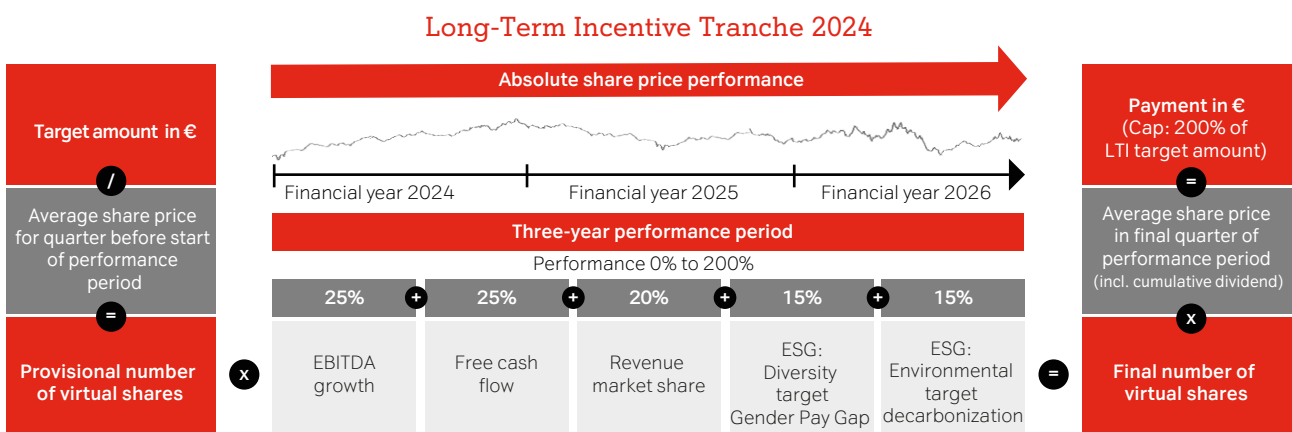
Under the multi-year LTI, Management Board members are yearly awarded with notional bonus shares (virtual shares), each covering three financial years (“performance period”) and which are settled in cash when the remuneration falls due. The target criteria and target values of the individual LTI tranches are determined by the Remuneration Committee.

The following LTI tranches are relevant for the 2024 reporting year:

- ✓ The LTI 2021 (performance period 2021–2023) was paid out in 2024 and is allocated to remuneration for 2023 as “remuneration owed” (for details see “LTI 2021 target achievement and payout amounts”).
- ✓ The entitlements under LTI 2022 (performance period 2022–2024) were definitively granted as of December 31, 2024 (remuneration owed). Payout will take place in 2025 (for details see “LTI 2022 – expected payout amounts”).
- ✓ Provisions have been recognized for the 2023 LTI tranche (performance period 2023–2025), which are reported in this report as “remuneration granted” (for details see “Remuneration granted from current LTI tranches”).
- ✓ The LTI tranche 2024 (performance period 2024–2026) was newly granted in the reporting year and a corresponding provision was recognized, which is presented in this report as “remuneration granted” (for details see “Remuneration granted from current LTI tranches”).

The 2024 LTI tranche granted in the 2024 reporting year is based on the current remuneration policy approved at the 2024 General Meeting as described at the beginning of this report. The LTI tranches LTI 2021, LTI 2022 and LTI 2023, which were granted before the current remuneration policy came into force, are still based on the 2020 remuneration policy. The main features of the LTI tranche 2024 and the LTI tranches 2021, 2022 and 2023 are explained below:

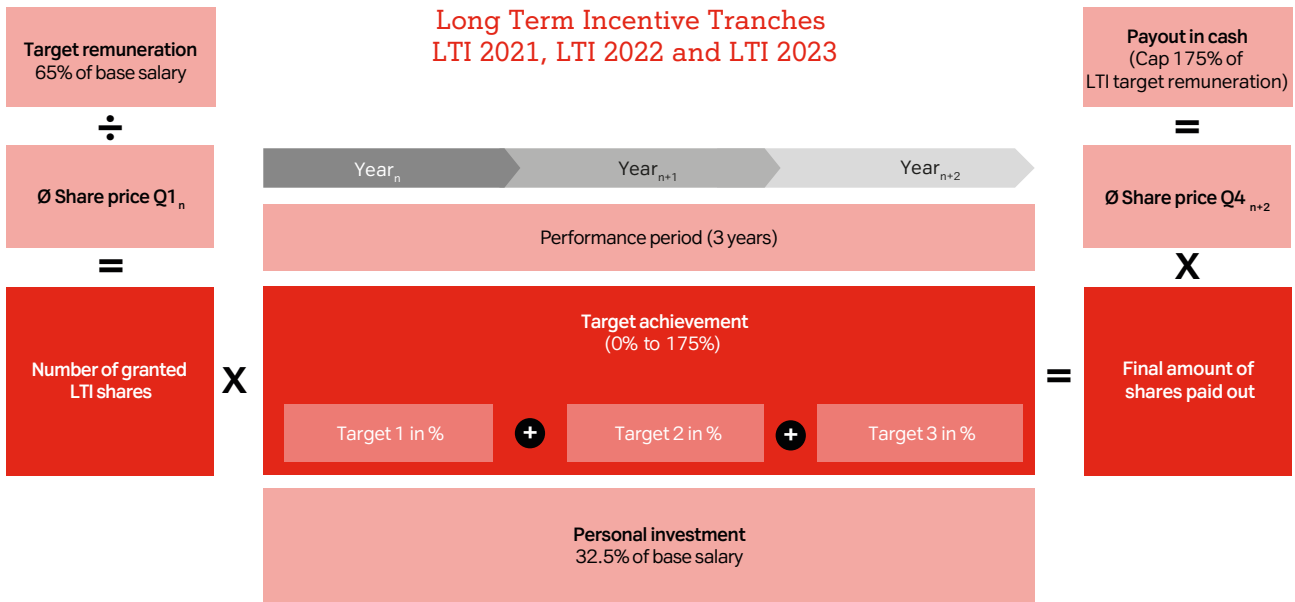
Overview of the LTI 2024 (based on the current remuneration policy)



The contractually agreed LTI target amount for the 2024 financial year is EUR 660,000 for Alejandro Plater and EUR 600,000 for Thomas Arnoldner. For the 2024 LTI tranche, the contractually agreed target amount was divided by the average share price of EUR 7.02 in the first quarter before the start of the performance period; this results in the number of provisional virtual shares. After the three-year performance period, the virtual shares granted are multiplied by the degree of target achievement, resulting in the final number of virtual shares to be paid out in cash. The payout amount is calculated based on the average share price in the final quarter of the performance period plus the cumulative dividends paid out during the three-year performance period.

In determining target achievement, the Remuneration Committee may take into account significant extraordinary effects not foreseen in the budget or business plan and consequently not foreseen in the targets.

Overview of the 2021, 2022 and 2023 LTI tranches (based on the 2020 remuneration policy)



In accordance with the 2020 remuneration policy, each member of the Management Board is required to hold a personal investment in Telekom Austria AG shares amounting to 32.5% of the annual base salary over the term of the respective LTI tranche. If the personal investment is lower, the number of LTI shares is reduced accordingly.⁸⁾ The personal investment can also be used for further tranches. In the 2024 reporting year, the members of the Management Board held the following personal investments, required for the LTI tranches 2021, 2022 and 2023:

	Shares
Alejandro Plater*	34,711
Thomas Arnoldner**	31,555
Siegfried Mayrhofer	25,740

* Alejandro Plater held 55,520 shares at the end of the 2024 reporting year, of which 34,711 were his personal LTI investment.

** Thomas Arnoldner held 37.970 shares at the end of the 2024 reporting year, of which 31.555 were his personal LTI investment.

⁸⁾ Twice the amount of the personal investment in Telekom Austria AG shares.

Relevant terms for the LTI tranches

The following table summarizes the main terms of these LTI tranches:

	LTI 2024	LTI 2023	LTI 2022	LTI 2021*
Start of performance period	Jan 1, 2024	Jan 1, 2023	Jan 1, 2022	Jan 1, 2021
Grant date	Jun 1, 2024	Jun 1, 2023	Jun 1, 2022	Jun 1, 2021
End of performance period	Dec 31, 2026	Dec 31, 2025	Dec 31, 2024	Dec 31, 2023
Vesting date (payment)	Jun 1, 2027	Jun 1, 2026	Jun 1, 2025	Jun 1, 2024
Number of bonus shares as of grant date				
Alejandro Plater	94,017	58,029	51,153	59,334
Thomas Arnoldner	85,470	52,753	46,503	53,940
Siegfried Mayrhofer**	n.a.	10,846	43,026	49,500
Number of bonus shares after adjustment ETS spin off (increased by a factor of 1.17)***				
Alejandro Plater	n.a.	67,894	59,849	69,421
Thomas Arnoldner	n.a.	61,721	54,409	63,110
Siegfried Mayrhofer**	n.a.	12,690	50,340	57,915

* The LTI 2021 was paid out in 2024 with an established target achievement of 112,6% and a share price of EUR 7.02.

** The former CFO Siegfried Mayrhofer participated in the LTI program (LTI 2021, LTI 2022 and LTI 2023) only on a pro rata basis until his departure from the company on August 31, 2023. As a result, the LTI 2021 and LTI 2022 tranches will be paid out only on a pro rata basis in the financial years of 2024 and 2025 respectively. The LTI tranche 2023 (grant date June 1, 2023) has already been granted to Siegfried Mayrhofer on a pro-rata basis for his remaining term of contract until August 31, 2023.

*** On September 22, 2023, Telekom Austria AG spun off its radio tower business, which was listed on the Vienna Stock Exchange under the newly founded EuroTeleSites AG. The shares in ETS AG were issued to the shareholders of Telekom Austria AG on September 22, 2023 on a pro rata basis at 1:4 (one ETS share was issued for every four shares in Telekom Austria AG). As a consequence of this spin off, the number of bonus shares granted to the members of the Management Board under LTI 2021, LTI 2022 and LTI 2023 and not yet paid out was increased by a factor of 1.17 by resolution of the Supervisory Board's Remuneration Committee on December 18, 2023.

The target criteria and target values for the individual LTI tranches are determined by the Remuneration Committee and are as follows in accordance with the remuneration policy for the respective tranches:

Target criteria and target values for the LTI 2021 tranche

	Weighting LTI 2021 in %	Target and definition	Performance level in %	Target achievement corridor*
Operating ROIC target	34	Ø Operating ROIC , according to the budget or business plan approved by the Supervisory Board for three years (performance period)	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> • 100% target achievement: achievement of ROIC target value (budget) • 175% target achievement (cap): achievement of the target value (derived from peer group benchmark**) • 25% target achievement: achievement of target value (derived from peer group** or WACC); below this value, target achievement is 0 %
Revenue market share target	33	Growth of revenue market share for three years (performance period), consolidated over all markets of the A1 Group	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> • 100% target achievement for market share growth of 0.5% • 175% target achievement (cap) for market share growth of 1% • 25% target achievement for market share growth of 0%; below this value, target achievement is 0%
Sustainable financing / green financing target	33	Green financing: Completion of all long-term financing in 2021-2023 with green bonds or other sustainable financial instruments	0/100	yes/no

* Values between the target value and the upper or lower limit are interpolated linearly.

** Peer group comprises: Deutsche Telekom, Orange, Swisscom, Proximus, Telefonica, Telia, Telecom Italia, Telenor, KPN and OTE.

Target criteria and target values for the LTI 2022 tranche

	Weighting LTI 2022 in %	Target and definition	Performance level in %	Target achievement corridor*
Operating ROIC target	34	Ø Operating ROIC , according to the budget or business plan approved by the Supervisory Board for three years (performance period)	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> • 100% target achievement: achievement of ROIC target value (budget) • 175% target achievement (cap): achievement of the target value (derived from peer group benchmark**) • 25% target achievement: achievement of target value (derived from peer group**); below this value, target achievement is 0 %
Revenue market share target	33	Growth of revenue market share for three years (performance period), consolidated over all markets of the A1 Group	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> • 100% target achievement for market share growth of 0.5% • 175% target achievement (cap) for market share growth of 1% • 25% target achievement for market share growth of 0%; below this value, target achievement is 0%
ESG target (1): Energy efficiency	20	Increase in energy efficiency measured as electricity required per terabyte transferred (in MWh/terabyte)	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> • 100% target achievement for an increase in energy efficiency by 32% by the end of 2024 (based on 2021 baseline) • 175% target achievement (cap) for an increase in energy efficiency by 47% • 25% target achievement for an increase in energy efficiency by 17%; below this value, target achievement is 0%
ESG target (2): Employee training	13	Increase in training hours per full-time equivalent	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> • 100% target achievement for an increase in training hours per full-time equivalent to 40 hours in 2024 • 175% target achievement (cap) at 50 training hours per full-time equivalent • 25% target achievement at 30 training hours per full-time equivalent; below this value, the target achievement is 0%

* Values between the target value and the upper or lower limit are interpolated linearly.

** Peer group comprises: Deutsche Telekom, Orange, Swisscom, Proximus, Telefonica, Telia, Telecom Italia, Telenor, KPN and OTE.

Target criteria and target values for the LTI 2023 tranche

	Weighting LTI 2023 in %	Target and definition	Performance level in %	Target achievement corridor*
Operating ROIC target	34	Ø Operating ROIC , target according to the budget or business plan approved by the Supervisory Board for fiscal years 2023-2025	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> 100% target achievement: achievement of ROIC target value (budget) 175% target achievement (cap): achievement of the target value: Ø operating ROIC for the fiscal years 2023 to 2025 must be above 13.9% and above the average of the best peer company** 25% target achievement: achievement of the target value - higher of the two values of: Ø operating ROIC of the peer companies** and Ø WACC of the A1 Group, each for the financial years 2023 to 2025; below this value, target achievement is 0%
Revenue market share target	33	Growth of revenue market share for fiscal years 2023-2025 (consolidated over all markets of the A1 Group)	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> 100% target achievement for market share growth of 0.5% 175% target achievement (cap) for market share growth of 1% 25% target achievement for market share growth of 0%; below this value, target achievement is 0%
ESG target (1): Reducing the gender pay gap and closing the equal pay gap	16	Reducing the gender pay gap and closing the equal pay gap (comparable positions) by the end of the year 2025 (Weighted at 50% each)	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> Gender pay gap target: 100% Target achievement: Reduction by 15% to 2025 (vs. 2022) 175% Target achievement (cap): reduction by 30% to 2025 (versus 2022) 25% Target achievement if the value from 2022 is not reduced by 2025; below this value, the target achievement is 0% Equal pay gap target: 100% Target achievement with a reduction of at least 80% to 2025 (versus 2022) 175% Target achievement (cap) with reduction by 100% to 2025 (versus 2022) 25% Target achievement with a reduction of at least 50% (versus 2022); below this value, the target achievement is 0%
ESG target (2): Reduction of CO₂ emissions	17	Reduction of the carbon footprint by the end of the year 2025 in line with the emissions reduction targets approved by the Science-Based Targets initiative	25 < 100 < 175 (Cap)	<ul style="list-style-type: none"> 100% Target achievement if the CO₂ emissions 2025 are at least 5% below the emission reduction target approved by the Science-Based Targets Initiative 175% Target achievement (cap) if the CO₂ emissions 2025 are at least 10% below the emission reduction target approved by the Science Based Targets Initiative If the CO₂ emissions 2025 do not reach the emission reduction target approved by the Science-Based Targets initiative, the target achievement is 0%.

* Values between the target value and the upper or lower limit are interpolated linearly.

** Peer group comprises: Deutsche Telekom, Orange, Swisscom, Proximus, Telefonica, Telia, Telecom Italia, Telenor, KPN and OTE.

Target criteria and target values for the LTI 2024 tranche

	Weighting LTI 2024 in %	Target and definition	Performance level in %	Target achievement corridor*
EBITDA growth target	25	Target value set for the annual compounded EBITDA growth rate for fiscal years 2024-2026	0% < 100% < 200% (Cap)	<ul style="list-style-type: none"> • 100% target achievement: achievement of target value • 200% target achievement (Cap): achievement of upper threshold value • 0% target achievement: Falling below the lower threshold value
Free Cashflow target	25	Target value set for the Free Cashflow for fiscal years 2024-2026	0% < 100% < 200% (Cap)	<ul style="list-style-type: none"> • 100% target achievement: achievement of target value • 200% target achievement (Cap): achievement of upper threshold value • 0% target achievement: Falling below the lower threshold value
Revenue market share target	20	Growth of revenue market shares for fiscal years 2024-2026 (target value per market)	0% < 100% < 200% (Cap)	<ul style="list-style-type: none"> • 100% target achievement: achievement of target value • 200% target achievement (Cap): achievement of upper threshold value • 0% target achievement: Falling below the lower threshold value
ESG target (1): Reducing the gender pay gap	15	Reducing the gender pay gap by the end of the year 2026	0% < 100% < 200% (Cap)	<ul style="list-style-type: none"> • 100% target achievement: Reduction by 20% (vs. 2022) • 200% target achievement (Cap): Reduction by 35% (vs. 2022) • If the value 2022 is not reduced by at least 10%, the target achievement will be 0%
ESG target (2): Reduction of CO₂ emissions	15	Reduction of the carbon footprint by the end of the year 2026 in line with the emissions reduction targets approved by the Science-Based Targets initiative	0% < 100% < 200% (Cap)	<ul style="list-style-type: none"> • 100% target achievement if CO₂ emissions are on the SBTi emission reduction curve • 200% target achievement (cap) if CO₂ emissions are at least 5% below the SBTi emission reduction curve • If CO₂ emissions are not at least 3% below the SBTi emission reduction curve, the target achievement is 0%.

* Values between the target value and the upper or lower limit are interpolated linearly.

3.3.1. LTI 2021 target achievement and payout amounts

The LTI 2021 tranche was paid out to the Management Board members Thomas Arnoldner, Alejandro Plater and Siegfried Mayrhofer at the end of the three-year performance period on June 1, 2024, based on a target achievement of 112,6% as determined by the Remuneration Committee. Target achievement was verified by Ernst & Young Wirtschaftsprüfungsgesellschaft. As the entitlements of the LTI 2021 were definitively granted in fiscal 2023 (remuneration owed), they are allocated to fiscal year 2023 in this remuneration report.⁹⁾

In addition to the “Operating ROIC target” (weighting of 34%) and the “Market share growth target” (33%), the **“Sustainable financing-green financing target (conclusion of all long-term financing in the years 2021-2023 with ‘green bonds’ or other sustainable financial instruments”**; weighting of 33% was agreed when the LTI 2021 tranche was issued.

The Supervisory Board’s Remuneration Committee decided at its meeting on July 26, 2023 that this target would not be applied and that the target weighting (33%) would be split between the two remaining LTI 2021 targets. This decision was based on the fact that the company did not carry out any **long-term** financing in the period from 2021 to 2023.

⁹⁾ In accordance with the recommendations of the AFRAC statement.

The details of target achievement and payouts for the LTI tranche 2021 are as follows:

LTI 2021 performance

Target criteria (KPI)	Weighting in %	Target and details	Performance level in %	Target achievement corridor in %	Value achieved in %	Performance in %	Weighted performance in %
Operating ROIC	50.0	Ø Operating ROIC of 2021-2023	• Target value: 11.60*	100	13.2	175.0	87.5
			• Upper threshold: 12.58**	175			
			• Lower threshold: 7.82	25			
			• Below threshold: < 7.82	0			
Market share growth	50.0	Revenue market share growth (consolidated across all A1 Group markets) from January 1, 2021 - December 31, 2023	• Target value: 0.5	100	0.17 growth of revenue market share	50.2	25.1
			• Upper threshold: 1	175			
			• Lower threshold: 0	25			
			• Below threshold: < 0	0			
LTI 2021 performance							112.6

* Target according to the budget or business plan approved by the Supervisory Board for fiscal years 2021 to 2023 (performance period).

** Average of the three highest operating ROIC 2020 values of the Peer group comprising Deutsche Telekom, Orange, Swisscom, Proximus, Telefonica, Telia, Telecom Italia, Telenor, KPN and OTE.

Payouts LTI 2021

	Number of bonus shares*	Actual performance	Number of bonus shares paid	Payout at price (in EUR)	Payout amount (in EUR)
Alejandro Plater	69,421	112.6%	78,168	7.02 EUR	548,740
Thomas Arnoldner	63,110	112.6%	71,062	7.02 EUR	498,854
Siegfried Mayrhofer	57,915	112.6%	57,967**	7.02 EUR	406,925

* Number of bonus shares at grant (June 1, 2021) and after adjustment ETS spinn off.

** Pro rata amount of bonus shares taking into account Siegfried Mayrhofer's departure from the company as of August 31, 2023.

3.3.2. LTI 2022 – expected payout amounts

The entitlements under LTI 2022 were definitively granted in the 2024 reporting year. The payout will take place in 2025. The expected payouts are allocated as remuneration owed to the 2024 remuneration. As LTI 2022 target achievement will not be determined until mid-2025,¹⁰⁾ the amount of remuneration is not yet known. For the purposes of this report, the expected payout amount is based on the target achievement of 117,9% expected for the 2024 financial statements and a share price of EUR 7,96 as follows:

	Number of bonus shares*	Expected performance	Expected number of bonus shares	Payout at price (in EUR)	Expected payout amount (in EUR)
Alejandro Plater	59,849	117.9%	70,562	7.96	561,673
Thomas Arnoldner	54,409	117.9%	64,148	7.96	510,620
Siegfried Mayrhofer	50,340	117.9%	59,351	7.96	262.080**

* Number of bonus shares at grant (June 1, 2022) and after adjustment ETS spinn off.

** Pro rata payout amount taking into account Siegfried Mayrhofer's departure from the company as of August 31, 2023.

3.3.3. Remuneration granted from current LTI tranches

As of the balance sheet date, there is a provision for the total expected future expense of the LTI program for the portion already earned, which was calculated on based on fair values. The fair values are determined based on the expected achievement of the performance criteria and the expected share price. The following provisions were recognized at the balance sheet date:

Carrying amount of provisions as of December 31, 2024 in EUR	LTI 2024	LTI 2023	LTI 2022
Alejandro Plater	241,123	354,568	561,673
Thomas Arnoldner	219,202	322,331	510,620
Siegfried Mayrhofer	na	66,272	262,080

The provisions are accrued over the benefit period. The change in provisions was recognized in personnel expenses for 2024 as follows:

LTI - expenses for 2024 in EUR	LTI 2024	LTI 2023	LTI 2022	LTI 2021
Alejandro Plater	241,123	185,440	202,706	-117,754
Thomas Arnoldner	219,202	168,580	184,281	-107,049
Siegfried Mayrhofer	na	34,660	10,606	-87,152

¹⁰⁾ After the published values of the peer group and competitors are available.

4. Overview of total remuneration for members of the Management Board

The following presentation of total remuneration includes the remuneration owed in 2024.¹¹⁾ As already stated under 3.3.2, the remuneration shown for LTI 2022 is based on assumptions. The total remuneration indicated for 2024 is therefore to be understood as an **expected amount**. In addition, the comparability of the figures from 2023 to 2024 is limited due to the departure of Siegfried Mayrhofer on August 31, 2023.

The **total remuneration owed to the members of the Management Board** in the 2024 financial year totaled roughly EUR 4.14 million (previous year: EUR 5.15 million excluding termination-related remuneration components in connection with the departure of Siegfried Mayrhofer. Of this, around EUR 1.55 mn is attributable to fixed, non-performance-related remuneration (previous year: EUR 1.86 mn). The variable, performance-related elements break down as follows: short-term variable remuneration (STI) EUR 1.25 mn (previous year: EUR 1.90 mn) and long-term variable remuneration (LTI, expected payout amount) EUR 1.33 mn (previous year: EUR 1.45 mn).

In all, total remuneration (excluding termination-related remuneration components in connection with the departure of Siegfried Mayrhofer in financial year 2023)¹²⁾ shows a decrease in total remuneration versus the previous year of -16.6% (previous year: excluding termination-related remuneration components in connection with the departure of Siegfried Mayrhofer increase by 2.1%).

The ratio of the individual remuneration components to total remuneration in the year 2024 is as follows: the relative share of fixed remuneration is 38% (previous year: 35% excluding termination-related remuneration components in connection with the departure of Siegfried Mayrhofer) and the relative share of variable remuneration is 62% (previous year: 65% excluding termination-related remuneration components in connection with the departure of Siegfried Mayrhofer) of total remuneration.

Total remuneration 2024 in EUR	Plater	Arnoldner	Mayrhofer*	Total
Fixed remuneration	821,309	733,160	0	1,554,469
Variable remuneration STI 2024 (payout in 2025)	656,931	597,210	0	1,254,141
Variable remuneration LTI 2022 (expected payout amount; payout in 2025)	561,673	510,620	262,080	1,334,373
Subtotal - variable remuneration (STI + LTI)	1,218,604	1,107,830	262,080	2,588,514
Total remuneration	2,039,913	1,840,990	262,080	4,142,983
Change in total remuneration y-o-y in %	-0.8%	-1.0%	-87.9%	-31.8%
Change in total remuneration y-o-y in% without termination-related remuneration components in connection with the departure of Siegfried Mayrhofer in 2023	-0.8%	-1.0%	-45.2%	-16.6%
Relative share of fixed remuneration in %*	40%	40%	na	38%
Relative share of variable remuneration in %	60%	60%	na	62%

* left the company on August 31, 2023.

¹¹⁾ The presentation differs from the mandatory disclosures in the notes to the financial statements according to UGB or IRFS (remuneration of active and former members of the Management Board) due to different disclosure requirements and is therefore only comparable to a limited extent.

¹²⁾ Termination-related remuneration components in connection with the departure of Siegfried Mayrhofer in 2023: severance payment in the amount of EUR 864,601 and vacation compensation in the amount of EUR 58,070.

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In comparison, the table below shows the remuneration owed in 2023, of which the fixed base salary was paid in 2023 and the variable components in 2024.

Total remuneration 2023 in EUR	Plater	Arnoldner	Mayrhofer	Total
Fixed remuneration	734,475	657,619	463,234	1,855,328
Variable remuneration STI 2023 (payout in 2024)	773,121	702,838	426,336	1,902,295
Variable remuneration LTI 2021 (payout in 2024)	548,740	498,854	406,925	1,454,519
Subtotal - variable remuneration (STI + LTI)	1,321,861	1,201,692	833,261	3,356,814
Severance payment			864,601	
Total remuneration	2,056,336	1,859,311	2,161,096	6,076,742
Total Remuneration without termination-related remuneration components in connection with the departure of Siegfried Mayrhofer in 2023	2,056,336	1,859,311	1,238,425	5,154,072
Change in total remuneration y-o-y in%	11.7%	11.6%	40.2%	20.4%
Change in total remuneration y-o-y in% without termination-related remuneration components in connection with the departure of Siegfried Mayrhofer in 2023	11.7%	11.6%	-19.7%	2.1%

In accordance with Section 78c (2) No. 2 of the Austrian Stock Corporation Act the annual change in the economic success of the company, total remuneration of the Management Board and the average remuneration of the company's other employees on a full-time equivalent basis is presented.

The A1 Group's net result decreased by -3% in financial year 2024 compared to the previous year. In the same period, the average remuneration of employees in Austria (average salaries on a full-time equivalent basis) rose by 9.3% and Management Board remuneration decreased by -16.6% excluding termination-related remuneration components in connection with the departure of Siegfried Mayrhofer in financial year 2023.

Annual Change Total remuneration in EUR	2020	2021	2022	2023	2024
Change		vs. 2020	vs. 2021	vs. 2022	vs. 2023
Plater	1,672,634	2,074,154	1,840,236	2,056,336	2,039,913
Change		24.0%	-11.3%	11.7%	-0.8%
Arnoldner	1,492,710	1,918,294	1,666,515	1,859,311	1,840,990
Change		28.5%	-13.1%	11.6%	-1.0%
Mayrhofer	1,403,080	1,775,191	1,541,314	2,161,096	262,080
Change		26.5%	-13.2%	-19.7%* (40.2%)	-45.2%* (-87.9%)
Management Board total	4,568,424	5,767,640	5,048,065	6,076,742	4,142,983
Change		26.3%	-12.5%	2.1%* (20.4%)	-16.6%* (-31.8%)

Business performance indicators

Net result in EUR million	388.8	455.0	634.6	645.9	626.6
Change	18.7%	17.0%	39.5%	1.8%	-3.0%

Average remuneration on employees in Austria

Average salaries in EUR	67,175	69,166	71,581	76,039	83,108
Change	3.1%	3.0%	3.5%	6.2%	9.3%

* Without termination-related remuneration components in connection with the departure of Siegfried Mayrhofer in 2023.

5. Other information and explanations

The 2023 remuneration report was approved by a majority of 99.9% at the Annual General Meeting on June 27, 2024.

No variable remuneration components were clawed back in the 2024 reporting year.

6. Main features of the remuneration policy for members of the Supervisory Board

The remuneration for the members of the company's Supervisory Board is designed to ensure the independent performance of the Supervisory Board's duties and to ensure that monitoring by the Supervisory Board is independent of the company's performance. As the remuneration of the Supervisory Board is not linked to key corporate figures or share price developments, it promotes a critical distance from the interests of the Management Board. This independence represents a cornerstone for the long-term and sustainable development of the company.

6.1. Overview of the individual remuneration elements for Supervisory Board members

The structure and remuneration elements for the reporting year 2024 for the Supervisory Board are governed by the remuneration policy.¹³⁾ Elected Supervisory Board members receive an annual fixed lump-sum remuneration (basic remuneration). For the Chair of the Supervisory Board, this annual fixed lump-sum remuneration is doubled; the Deputy Chair receives one and a half times the amount of the annual fixed lump-sum remuneration.

The membership of shareholder representatives in one or more committees is additionally remunerated with a fixed annual lump sum. If shareholder representatives chair one or more committees, this fixed annual lump sum is increased by 20%.

The fixed remuneration is payable after a resolution has been passed by the Annual General Meeting. Employee representatives are not entitled to the fixed remuneration, as they perform their function as an honorary position in accordance with the statutory provisions. However, they are entitled to reimbursement of expenses, which can also be granted as a lump sum.

Shareholder representatives of the Supervisory Board receive a fixed attendance fee for each Supervisory Board meeting and each committee meeting. The members of the Supervisory Board are also entitled to reimbursement of their cash expenses.

The amount of Supervisory Board remuneration is decided annually at the Annual General Meeting for the respective previous fiscal year. The current remuneration for members of the Supervisory Board, which was determined at the Annual General Meeting on June 27, 2024 for fiscal year 2023, is as follows:

The remuneration for the Chair of the Supervisory Board was determined at EUR 40,000, for the Deputy Chair at EUR 30,000 and for other Supervisory Board members elected by the Annual General Meeting at EUR 20,000, thus remaining unchanged from previous years. In addition, each committee member receives EUR 10,000. The Chair of the committee receives EUR 12,000. Remuneration for committee members is limited to one committee mandate. Accordingly, committee members receive remuneration only once each, even if they belong to several committees. Until further notice, the attendance fee per elected Supervisory Board member and meeting amounts to EUR 400 per meeting from the year 2024 onwards.

Remuneration of Supervisory Board members for fiscal year 2023 in EUR

For the Chair	40,000
For the Deputy Chair	30,000
For each additional member of the Supervisory Board	20,000
For the Chair of a committee	12,000
For each additional committee member	10,000
Attendance fees for elected members of the Supervisory Board	400

¹³⁾ The remuneration policy for the Supervisory Board, is available at: https://a1.group/wp-content/uploads/sites/6/2024/05/Remuneration-policy_MB_SB.pdf.

6.2. Remuneration of Supervisory Board members in 2024

The remuneration of the members of the Supervisory Board for fiscal 2024 will be determined at the Annual General Meeting resolving on fiscal 2024. The remuneration reported below as "Supervisory Board remuneration granted in 2024" is based on the assumption of unchanged remuneration compared with the previous year (2023) (see 6.1.).

Supervisory Board remuneration is paid after the resolution has been adopted at the Annual General Meeting on June 3, 2025. The attendance fee for the elected members of the Supervisory Board for 2024 was already paid in two installments (at mid-year and year-end) in 2024.

In the 2024 reporting year, the total Supervisory Board remuneration granted, including attendance fees, amounts to EUR 361,200 (in 2023: EUR 360,564). The comparative values for 2023 are presented in detail in the notes.

This results in the following total remuneration **granted to the members of the Supervisory Board in the 2024 reporting year:**

Supervisory Board remuneration granted in 2024 and payable in 2025

in EUR	Basic remuneration granted in 2024	Committee remuneration granted in 2024	Attendance fees in 2024 (paid in 2024)	Total
Edith Hlawati ¹⁾	40,000	12,000	4,000	56,000
Carlos José García Moreno Elizondo	30,000	12,000	6,400	48,400
Oscar Von Hauske Solis	20,000	12,000	6,400	38,400
Dr. Karin Exner-Wöhrer	20,000	-	2,400	22,400
Dr. Stefan Fürnsinn ¹⁾	20,000	10,000	5,200	35,200
Carlos M. Jarque	20,000	10,000	5,200	35,200
Alejandro Cantú Jiménez	20,000	10,000	2,400	32,400
Dr. Hans-Peter Hagen	20,000	10,000	5,200	35,200
Dr. Peter Kollmann	20,000	10,000	5,200	35,200
Daniela Lecuona Torras	20,000	-	2,800	22,800
Total	230,000	86,000	45,200	361,200

¹⁾ Supervisory Board remuneration and attendance fees were paid to Österreichische Beteiligungs AG.

The following table shows the comparative values for fiscal year 2023.

Supervisory Board remuneration granted in 2023 and paid in 2024

in EUR	Basic remuneration granted in 2023	Committee remuneration granted in 2023	Attendance fees in 2023 (paid in 2023)	Total
Edith Hlawati ¹⁾	40,000	12,000	4,000	56,000
Carlos José García Moreno Elizondo	30,000	12,000	6,800	48,800
Christine Catasta ²⁾	8,658	4,329	2,000	14,986
Oscar Von Hauske Solis	20,000	12,000	6,800	38,800
Dr. Karin Exner-Wöhrer	20,000	-	2,800	22,800
Dr. Stefan Fürsinn ³⁾	11,452	5,726	2,800	19,978
Carlos M. Jarque	20,000	10,000	4,800	34,800
Alejandro Cantú Jiménez	20,000	10,000	2,800	32,800
Dr. Hans-Peter Hagen	20,000	10,000	4,800	34,800
Dr. Peter Kollmann	20,000	10,000	4,000	34,000
Daniela Lecuona Torras	20,000	-	2,800	22,800
Total	230,110	86,055	41,600	360,564

¹⁾ Supervisory Board remuneration and attendance fees were paid to Österreichische Beteiligungs AG.

²⁾ Aliquot Supervisory Board remuneration and attendance fees from January 1, 2023 until June, 7, 2023 were transferred to Österreichische Beteiligungs AG.

³⁾ Aliquot Supervisory Board remuneration and attendance fees from June, 7, 2023 until December 31, 2023 were transferred to Österreichische Beteiligungs AG.



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