

## **EANS-General Meeting: Telekom Austria AG / Resolutions of the General Meeting**

-----  
General meeting information transmitted by euro adhoc. The issuer is responsible for the content of this announcement.  
-----

Dear Sir or Madam,

hereby we would like to inform you about the resolutions and voting results of the Annual General Meeting, which took place on May 28, 2014, at 10:00 a.m. at the Vienna Stadthalle, Halle F, A-1150 Vienna, Roland Rainer Platz 1 (formerly: Vogelweidplatz 14).

The share capital of the company amounts to EUR 966,183,000 is divided into 443 million 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 2013.

No resolution required.

Agenda Item 2: Resolution on the utilization of the net profit shown in the financial statements for the fiscal year 2013.

The following resolution was passed:

"Distribution of a dividend of EUR 0.05 per eligible no par value share. The rest and the amount that is allotted to non-eligible treasury shares 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: 324,582,887

Proportion of the share capital represented by these votes: 73,27%

Pro: 324,578,383

Contra: 4,504

Abstentions: 186,411

Agenda Item 3: Resolution on the discharge of the members of the Management Board for the fiscal year 2013.

The following resolution was passed:

"The members of the Management Board are granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,480,686

Proportion of the share capital represented by these votes: 73.25%

Pro: 284,294,572

Contra: 40,186,114

Abstentions: 288,071

Agenda Item 4: Resolution on the discharge of the members of the Supervisory Board for the fiscal year 2013.

The following resolutions were passed:

"Mr Franz GEIGER as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,601

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,496,504

Contra: 6,983,097

Abstentions: 286,816

"Mrs Edith HLAWATI as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,478,819

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,496,494

Contra: 6,982,325

Abstentions: 287,598

"Mr Wilfried STADLER as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,104

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,496,494

Contra: 6,982,610

Abstentions: 287,313

"Mr Ronny Pecik as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,478,840

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,473,959

Contra: 7,004,881

Abstentions: 287,577

"Mr Michael ENZINGER as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,154

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,496,829

Contra: 6,982,325

Abstentions: 287,263

"Mr Alfred BROGYÁNYI as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,154

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,496,554

Contra: 6,982,600

Abstentions: 287,263

"Mrs Elisabetta CASTIGLIONI as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,660

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,497,060

Contra: 6,982,600  
Abstentions: 286,757

"Mrs Henrietta EGERTH-STADLHUBER as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,836  
Proportion of the share capital represented by these votes: 73.25%  
Pro: 317,497,236  
Contra: 6,982,600  
Abstentions: 286,581

"Mr Peter J. OSWALD as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,478,960  
Proportion of the share capital represented by these votes: 73.25%  
Pro: 317,496,360  
Contra: 6,982,600  
Abstentions: 287,457

"Mr Wolfgang RUTTENSTORFER as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,650  
Proportion of the share capital represented by these votes: 73.25%  
Pro: 317,497,050  
Contra: 6,982,600  
Abstentions: 286,757

"Mr Harald STÖBER as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,826  
Proportion of the share capital represented by these votes: 73.25%  
Pro: 317,497,246  
Contra: 6,982,580  
Abstentions: 286,581

"Mr Oscar VON HAUSKE SOLÍS as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,611

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,496,385

Contra: 6,983,226

Abstentions: 286,796

"Mr Rudolf KEMLER as a member of the Supervisory Board is granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,826

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,494,691

Contra: 6,985,135

Abstentions: 286,581

"The employee representatives as members of the Supervisory Board are granted discharge for the fiscal year 2013."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,479,806

Proportion of the share capital represented by these votes: 73.25%

Pro: 317,496,913

Contra: 6,982,893

Abstentions: 286,601

Agenda Item 5: Resolution on the compensation for the members of the Supervisory Board for the fiscal year 2013.

The following resolution was passed:

"The remuneration for elected members of the Supervisory Board for the fiscal year 2013 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: 324,579,598

Proportion of the share capital represented by these votes: 73.27%

Pro: 324,552,337

Contra: 27,261

Abstentions: 186,699

Agenda Item 6: Election of the auditors of the financial statements and of the consolidated financial statements for the fiscal year 2014.

The following resolution was passed:

"Deloitte Audit Wirtschaftsprüfungs GmbH, Vienna, is elected as company auditor and group auditor for the fiscal year 2014."

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,579,986

Proportion of the share capital represented by these votes: 73.27%

Pro: 324,548,773

Contra: 31,213

Abstentions: 186,111

Agenda Item 7: Management report on share buy-back effected, number of treasury shares held and use of treasury shares.

No resolution required.

Agenda Item 8: Resolution on the amendment of the Articles of Association in Para 11 Sec 1 and 6 to adjust the quorum of the Supervisory Board.

The following resolution was passed:

"The Articles of Association shall be changed in Para 11 Sec 1, so that this Sec shall be read as follows:

"The Supervisory Board has a quorum if all the Supervisory Board members have been properly convened and at least half the members, including the Chairman or one of his deputies, are present in person. A member of the Supervisory Board deemed to be present, if it participates via video conference that allows the immediate reciprocity, confidentiality and authenticity of the communication ("qualified videoconference"). The Chairman determines the type of meeting and may in particular make use of the possibility of convening a qualified videoconference meeting, if it is due to the urgency of the meeting or the local

absence of members of Supervisory Board, in the interest of the Company."

Furthermore, Para 11 Sec 6 shall be amended; the parenthetical expression in the first sentence shall be read as follows: ("simple videoconference").

Number of shares for which valid votes were cast as well as total number of valid votes cast: 324,580,086

Proportion of the share capital represented by these votes: 73.27%

Pro: 324,555,737

Contra: 24,349

Abstentions: 186,111

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

Disclaimer for forward-looking statements:

This document contains forward-looking statements. These forward-looking statements are usually accompanied by words such as "believe", "intend", "anticipate", "plan", "expect" and similar expressions. Actual events may differ materially from those anticipated in these forward-looking statements as a result of a number of factors. Forward-looking statements involve inherent risks and uncertainties. A number of important factors could cause actual results or outcomes to differ materially from those expressed in any forward-looking statement. Neither Telekom Austria nor any other person accepts any liability for any such forward-looking statements. Telekom Austria will not update these forward-looking statements, whether due to changed factual circumstances, changes in assumptions or expectations. This report does not constitute a recommendation or invitation to purchase or sell securities of Telekom Austria.

Further inquiry note:

Matthias Stieber

Director Investor Relations

Tel.: +43 (0) 50 664 39126

[mailto: matthias.stieber@telekomaustria.com](mailto:matthias.stieber@telekomaustria.com)

end of announcement

euro adhoc

-----  
~

issuer: Telekom Austria AG  
Lassallestrasse 9  
A-1020 Wien

mail: [investor.relations@telekomaustria.com](mailto:investor.relations@telekomaustria.com)

WWW: [www.telekomaustria.com/ir](http://www.telekomaustria.com/ir)

sector: Telecommunications  
ISIN: AT0000720008  
indexes: WBI, ATX Prime, ATX  
~

stockmarkets: official market: Wien  
language: English

Digital press kit: <http://www.ots.at/pressemappe/2161/aom>

\*\*\*ORIGINAL APA-OTS TEXT - THE INFORMATION CONTAINED IN THIS PRESS  
RELEASE IS SUBJECT TO THE EXCLUSIVE RESPONSIBILITY OF THE ISSUER\*\*\*

OTE0010 2014-05-28/19:14

281914 Mai 14

Link zur Aussendung:

[http://www.ots.at/presseaussendung/OTE\\_20140528\\_OTE0010](http://www.ots.at/presseaussendung/OTE_20140528_OTE0010)