

Zagreb, 21 April 2010

For immediate release

Decisions passed by the General Assembly of HT-Hrvatske telekomunikacije d.d. held on 21 April 2010

Agenda of the General Assembly of HT – Hrvatske telekomunikacije d.d.:

1. Election of the Chairman of the General Assembly;
2. Annual financial statements of the Company and consolidated financial statements of the T-HT Group for the business year 2009, including the Annual Report on the Status and Business Operations of the Company and the T-HT Group for the business year 2009 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2009;
3. Decision on the utilization of profit;
4. Decision on approval of actions of the Members of the Management Board of the Company for the business year 2009;
5. Decision on approval of actions of the Members of the Supervisory Board of the Company for the business year 2009;
6. Decision on change of the registered name of the Company;
7. Decision on Amendments to Articles 2, 5, 27, and 39 of the Articles of Association of the Company;
8. Decision on election of two Members of the Supervisory Board;
9. Decision on giving authority to the Management Board for acquisition of the Company's shares;
10. Decision on appointment of the auditor of the Company;

The General Assembly of HT – Hrvatske telekomunikacije d.d., which was attended by 55,505,480 votes, which constitutes 67.78% of total votes, has passed the following decisions:

Ad 1.

„Prof. DSc Zoran Parać, Law Faculty Zagreb, is elected a Chairman of the General Assembly for this convocation.”

Ad 3.

I

„Amount of HRK 3,548,217,633.26 which represents a sum of:

- a) Net income for 2009 in the amount HRK 896,079,447.08;
- b) Retained earnings from earlier periods in the amount of HRK 30,044,477.94;
- c) Retained and unallocated income in the total amount of HRK 2,622,093,708.24, formed according to the Merger Agreement signed on 29 October 2009 between T-

Mobile Hrvatska d.o.o. and HT – Hrvatske telekomunikacije d.d., and entered into court register on 31 December 2009,

shall be used accordingly:

- 1) HRK 2,788,304,616.75 for payment to shareholders in the amount of HRK 34.05 per share;
- 2) HRK 759,913,016.51 to retained earnings.

II

Right for payment of the amount from article I 1) of this Decision have all shareholders that are on the day of the General Assembly registered in Central Depository & Clearing Company Inc. (SKDD). Payments mature and shall be executed on 17 May 2010.

III

At payment certain amount will be withheld due to Special tax on salary, retirement and other receipts (Official Gazzete of the Republic of Croatia, No. 94/09).“

Ad 4.

„The approval of actions is given to the Members of the Management Board of the Company for the business year 2009.“

Ad 5.

„The approval of actions is given to the Members of the Supervisory Board of the Company for the business year 2009.“

Ad 6.

“The registered name of the Company is hereby changed from the current HT – Hrvatske telekomunikacije d.d. to Hrvatski Telekom d.d.”

Ad 7.

“Decision on Amendments to the Articles of Association of the Joint Stock Company HT – Hrvatske telekomunikacije

Article 1

In paragraph 1, Article 2 of the Articles of Association of the Joint Stock Company HT d.d. (HT d.d. Herald, No. 5/2008) the term: “HT – Hrvatske telekomunikacije d.d.” shall be replaced by the term “Hrvatski Telekom d.d.”.

Article 2

In paragraph 1, Article 5 the new lines 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33 and 34 shall be added, that read as follows:

- Lease of office machines and equipment, including computers
- Computer and related operations
- Provision of the advice on computer equipment, hardware and software

- Maintenance and repair of office machines and equipment
- Creation of the parceling and other geodetic surveys of the land cadastre
- Creation of the parceling and other geodetic surveys of the real property cadastre
- Creation of the parceling and other geodetic surveys for the needs of the individual conversion of the land registry plots of the land cadastre into the land registry plots of the real property cadastre
- Creation of the line cadastre surveys and expert geodetic tasks for the needs of provision of geodetic services
- Technical line cadastre management
- Creation of special geodetic documents for the designing needs
- Creation of special geodetic documents for the needs of compiling physical planning documents and acts
- Creation of a geodetic project
- Marking out of the building and producing the marking out survey
- Creation of a geodetic situation draft for the constructed buildings”

Article 3

A new paragraph 4 shall be added in Article 27 that will read:

“Announcements from paragraph 2, Article 281 of the Companies Act (Official Gazette of the Republic of Croatia Nos. 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08 and 137/09) shall be delivered only by means of electronic communications.”

Article 4

Article 39 shall be changed and read as follows:

By coming into force of these Articles of Association, the Articles of Association of the Company in a form as adopted on December 7, 1998, with amendments as of October 5, 1999, October 24, 2001, June 28, 2002, December 17, 2004, April 23, 2007 and April 21, 2008 cease to be valid.“

Article 5

Any other provisions of the Articles of Association shall remain unchanged.

Article 6

This Decision on Amendments to the Articles of Association shall come into force and apply as of the date of entry in the Court Register.

Article 7

The Supervisory Board shall be authorized to specify the clean text of the Articles of Association in accordance with this Decision on Amendments to the Articles of Association.”

Ad 8.

„The following persons are elected as Members of the Supervisory Board of HT – Hrvatske telekomunikacije d.d., for the period of four (4) years:

1. Mr. Lutz Schade, Dr.-Ing.habil., Freital, Federal Republic of Germany;

2. Mr. Andreas Hesse, graduated economist, Kottenheim, Federal Republic of Germany.

This decision shall come into effect on the day of its passing.“

Ad 9.

1. „The Management Board of HT – Hrvatske telekomunikacije d.d. is herewith given authority to acquire Company’s shares, for the account of the Company, under the following terms and conditions:
 - The Management Board may acquire Company’s shares in the maximal amount which may not exceed 10% (ten percent) of the Company's shareholders equity.
 - In the process of acquiring and managing of Company’s shares the Management Board is empowered not to comply with the provisions of Article 211 and Article 308 paragraph 2 and 4 of the Companies Act.
 - Management Board is empowered to withdraw acquired Company’s shares without special decision of the General Assembly, with certain consequences on shareholders equity.
 - The maximum price at which Company’s shares might be purchased shall not exceed 10% respectively shall not be below 10% of the average market price per share realized during the last trading day preceding the purchase.
 - This authority shall be valid from the day of the passing of this Decision until the next General Assembly, and latest until 1 May 2011.

2. This Decision shall enter into effect as at the day of its passing, and shall be applied within the term of authority given by this Decision.”

Ad 10.

„The company Ernst & Young d.o.o., Milana Sachsa 1, 10000 Zagreb, is appointed the auditor of the Company for the business year 2010.“

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About T-Hrvatski Telekom

T-Hrvatski Telekom (T-HT) is the leading provider of telecommunication services in Croatia, serving nearly 1.5 million fixed lines, nearly 2.86 million mobile subscribers and nearly 555,000 broadband connections through its Residential and Business divisions.

Since its initial public offering in October 2007, T-HT shares have traded on the Zagreb Stock Exchange, with global depositary receipts trading on the London Stock Exchange. Deutsche Telekom AG owns 51% of T-HT's shares, with the War Veteran's Fund owns 7% and the Government of the Republic of Croatia holds 3.5%. The remaining free float is in the hands of private and institutional investors.