

INVITATION TO THE GENERAL ASSEMBLY OF HRVATSKI TELEKOM d.d.

Pursuant to the provisions of Article 277, Paragraph 2 of the Companies Act, the Management Board of the Joint Stock Company Hrvatski Telekom, with the registered seat in Zagreb, Roberta Frangeša Mihanovića 9 (hereinafter: HT d.d. or "the Company"), passed on 11 March 2014 the decision on the convocation of the General Assembly of the Company and hereby invites the shareholders of the Company to the

**GENERAL ASSEMBLY
of Hrvatski Telekom d.d.**

to be held in Sky Office, Zagreb, Roberta Frangeša Mihanovića 9, on 29 April 2014 at 10:00 hours

with the following agenda:

1. Election of the Chairman of the General Assembly;
2. Annual financial statements of the Company and consolidated annual financial statements of the T-HT Group for the business year 2013, including the Annual Report on the Status and Business Operations of the Company and the T-HT Group for the business year 2013 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2013;
3. Decision on the utilization of profit;
4. Decision on Amendments to Articles 8, 24, 32 and 39 of the Articles of Association of the Company;
5. Decision on share capital increase;
6. Decision on Amendments to Articles 7 and 39 of the Articles of Association of the Company;
7. Decision on approval of actions of the Members of the Management Board of the Company for the business year 2013;
8. Decision on approval of actions of the Members of the Supervisory Board of the Company for the business year 2013;
9. Decision on Amendments to the Decision of the General Assembly on giving authority to the Management Board for acquisition of the Company's shares;
10. Decision on appointment of the auditor of the Company;
11. Decision on Amendments to Article 15 of the Articles of Association of the Company (minority shareholder proposal pursuant to Article 278 paragraph 2 of the Companies Act);
12. Election of the member of the Supervisory Board (minority shareholder proposal pursuant to Article 278 paragraph 2 of the Companies Act)

Proposals of decisions of the General Assembly:

Ad 1. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"Prof. dr. sc. Zoran Parać, Law Faculty Zagreb, is elected as the Chairman of the General Assembly for this convocation."

Ad 3. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

1. *"It is determined that Hrvatski Telekom d.d. in the business year ending with 31 December 2013 realized net profit in the amount of HRK 1,431,245,824.11.*
2. *A part of net profit in the amount of HRK 736,961,436.00 or 9.00 HRK per share shall be paid out as dividend.*
3. *A part of net profit in the amount of HRK 284,388.11 will be allocated to retained earnings.*
4. *A part of net profit in the amount of HRK 694,000,000.00 shall be used to increase the share capital from Company's own capital.*
5. *Dividend referred to under Item 2 hereof shall be paid out to all shareholders that are registered as shareholders at the Central Depository & Clearing Company (SKDD) on May 9th 2014 (record date). Date on which security of Hrvatski Telekom d.d. will be traded without dividend payment right is May 7th 2014 (ex date). Dividend payment claim matures on May 26th 2014 (payment date)."*

Ad 4. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"Decision on Amendments to Articles 8, 24, 32 and 39 of the Articles of Association of the Joint Stock Company Hrvatski Telekom

Article 1

Article 8 paragraph 1 of the Articles of Association of Hrvatski Telekom d.d. is hereby amended and now reads as follows:

"The share capital of the Company is divided into 81.888.535 shares without nominal value."

Article 2

Article 24 paragraphs 2 and 3 are hereby amended and now read as follows:

"The shareholder exercises the voting right at the General Assembly personally or through his representative, i.e. proxy, according to the number of the shares, which, in accordance with Article 8 of these Articles of Association, means that every share gives the right to one vote. The General Assembly cannot pass valid decisions unless attended by the shareholders, in person or via proxy, representing more than half (50%) of the total number of issued shares (quorum)."

Article 3

Article 32 paragraph 2 is hereby amended and now reads as follows:

"In case that the General Assembly decides that the profit or part of the profit be distributed among the shareholders, the portions in profit of the shareholders are defined in the form of a dividend corresponding to the number of shares they hold."

Article 4

Article 39 is hereby amended and now reads as follows:

"By coming into force of these Articles of Association, the Articles of Association of the Company in the 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, April 21, 2008, April 21, 2010, May 4, 2011 and June 17, 2013 shall cease to be valid."

Article 5

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 6

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 5. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"Decision on increase of share capital from Company's own capital"

By this Decision the share capital of the Company is hereby increased from net profit realized in the year 2013 for the amount of HRK 694,000,000.00.

Share capital of the Company is increased from the amount of HRK 8,188,853,500.00 for the amount of HRK 694,000,000.00 to the amount of HRK 8,882,853,500.00.

Share capital of the Company is hereby increased without allocation of new shares by proportionate increase of participation of all issued shares in the Company's share capital.

This Decision on the increase of Company's share capital from Company's own capital is based on annual financial statements for the year 2013."

Ad 6. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"Decision on Amendments to Articles 7 and 39 of the Articles of Association of the Joint Stock Company Hrvatski Telekom"

Article 1

Article 7 of Articles of Association of Hrvatski Telekom d.d. is hereby amended and now reads as follows:

"The share capital of the Company amounts to 8,882,853,500.00 Kuna (in writing: eight billion eight hundred and eighty-two million eight hundred and fifty-three thousand five hundred Kuna)."

Article 2

Article 39 is hereby amended and now reads as follows:

"By coming into force of these Articles of Association, the Articles of Association of the Company in the 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, April 21, 2008, April 21, 2010, May 4, 2011 and June 17, 2013 shall cease to be valid."

Article 3

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 4

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 7. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"The approval of actions is given to the Members of the Management Board of the Company for the business year 2013."

Ad 8. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"The approval of actions is given to the Members of the Supervisory Board of the Company for the business year 2013."

Ad 9. The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"Decision on amendments to the Decision of the General Assembly of Hrvatski Telekom d.d. on granting authority to the Management Board of the Company for acquisition of Company shares, as of 4 May 2011"

Article 1

In Article 1 after item 3 a new item 4 is added and reads as follows:

"The Management Board of the Company is authorized to act in accordance with the Article 352 paragraph 3 item 3 of the Companies Act and withdraw the shares without nominal value without the share capital of the Company being decreased in which case the remaining shares' participation in the share capital is increased, and the Management Board is authorized to align the information on the number of shares in the Articles of Association of the Company."

Items 4 and 5 are now items 5 and 6.

Article 2

This Decision shall enter into effect as at the day of its passing."

Ad 10. The Supervisory Board of the Company proposes to the General Assembly to pass the following decision:

"The company PricewaterhouseCoopers d.o.o., Ulica kneza Ljudevita Posavskog 31, 10000 Zagreb, is appointed as the auditor of the Company for the business year 2014."

Ad 11. Minority shareholder of the Company, pursuant to Article 278 paragraph 2 of the Companies Act, proposes to the General Assembly to pass the following decision:

"Decision on Amendments to Article 15 of the Articles of Association of the Joint Stock Company Hrvatski Telekom"

The provision of Article 15 of the Articles of Association of the joint stock company Hrvatski Telekom shall be amended to read as follows:

"Supervisory Board consists of eleven members.

Ten members of the Supervisory Board shall be elected by the General Assembly of the Company.

For as long as it is prescribed by the special mandatory regulation, the Employee's Council of the Company shall have the right to appoint and revoke one member of the Supervisory Board. If the Employee's Council is not formed within the Company, the right to appoint and revoke that one member of the Supervisory Board shall be vested with the employees of the Company. In that case, the employees of the Company shall appoint that one member by direct and secret voting or pursuant to other procedure that may be provided for in the relevant legislation in force at the time.

The term of office of the members of the Supervisory Board is up to four years."

Ad 12. Minority shareholder of the Company, pursuant to Article 278 paragraph 2 of the Companies Act, proposes to the General Assembly to pass the following decision:

"Mr. Branko Borković, residing in Prečno 63, 10372 Oborvo, OIB: 76361460164, is elected Member of the Supervisory Board of the company Hrvatski Telekom d.d."

Explanation of proposals of General Assembly decisions:

Ad 1. Explanation of the proposal for election of the Chairman of the General Assembly

Prof. dr. sc. Zoran Parać is one of the leading corporate law experts in the Republic of Croatia, and he was elected as Chairman of the General Assemblies of the Company in the previous six years, which were held without disturbances, efficiently and in accordance with the legal provisions. It is therefore proposed that he is elected again as Chairman of the Assembly.

Ad 2. Annual financial statements of the Company and consolidated annual financial statements of the T-HT Group for the business year 2013, including the Annual Report on the Status and Business Operations of the Company and the T-HT Group for the business year 2013 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2013

Pursuant to the obligation from Article 280a, paragraph 1, item 2 of the Companies Act, HT d.d. informs its shareholders that, pursuant to Article 300d of the Companies Act, the annual financial statements of the Company and consolidated annual financial statements of T-HT Group for the business year 2013 are adopted both by the Management Board and the Supervisory Board, and, therefore, the General Assembly does not pass a decision thereon. The said financial statements are to be forwarded to the General Assembly together with the Annual Report of the Management Board on the Status and Business Operations of the Company and the T-HT Group for the business year 2013 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2013.

The General Assembly does not pass any decisions under this agenda item.

Ad 3. Explanation of the proposal of decision on the utilization of profit

The Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which a part of the net profit will be distributed to shareholders as dividend payment, in the amount of HRK 736,961,436.00, or HRK 9.00 per share, a part of the net profit in the amount of HRK 284,388.11 is to be allocated to retained earnings and the remainder of the net profit in the amount of HRK 694,000,000.00 shall be used to increase the share capital from Company's own capital.

The proposal for reinvestment of the part of the profit into the share capital of the Company is made as significant investments for the development of the Company are needed, in order to change the trend of decline of business results and to ensure the long-term value for shareholders. Investments shall be directed at infrastructure development and improving the quality of Company services, realization of potential opportunities for regional expansion, as well as broadening the business operations by offering products and services in the region.

Ad 4. Explanation of the proposal of Amendments to Articles 8, 24 and 32 of the Articles of Association of the Company

The Management Board and the Supervisory Board propose to the General Assembly that HT d.d. shares shall no longer have nominal amounts, and instead they shall be shares without nominal amounts. Therefore, the provision of the Articles of Association defining the nominal value of shares has to be amended, and it is also necessary to align all other provisions of the Articles of Association containing the reference to the nominal value of shares.

Ad 5. Explanation of the proposal of decision on share capital increase

Following the adoption of the proposal of the Decision on the utilization of profit by the General Assembly, as listed above under item 3, the Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which the share capital of the Company shall be increased using a part of the net profit of the Company realized in the year 2013, by proportionate increase of participation of all issued shares in the Company's share capital and without allocation of new shares. It is proposed that the share capital of the Company is to be increased from the amount of HRK 8,188,853,500.00 for the amount of HRK 694,000,000.00 to the amount of HRK 8,882,853,500.00.

Ad 6. Explanation of the proposal of Amendments to Article 7 of the Articles of Association of the Company

Following the adoption of the proposal of the Decision on increase of share capital by the General Assembly, as listed above under item 5, the Management Board and the Supervisory Board propose to the General Assembly that the amount of the share capital stated in the Articles of Association is amended accordingly.

Ad 7. Explanation of the proposal of decision on approval of actions of the Members of the Management Board of the Company for the business year 2013

Pursuant to Article 280, paragraph 3 of the Companies Act, the Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which approval of actions is given to the Members of the Management Board of the Company for the business year 2013. Voting on the approval of actions may be conducted separately for each member of the Management Board if the Assembly decides so, or upon the request of the shareholders holding at least a tenth part of the share capital of the Company.

Ad 8. Explanation of the proposal of decision on approval of actions of the Members of the Supervisory Board of the Company for the business year 2013

Pursuant to Article 280, paragraph 3 of the Companies Act, the Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which approval of actions is given to the Members of the Supervisory Board of the Company for the business year 2013. Voting on the approval of actions may be conducted separately for each member of the Supervisory Board if the Assembly decides so, or upon the request of the shareholders holding at least a tenth part of the share capital of the Company.

Ad 9. Explanation of the proposal of Amendments to the Decision of the General Assembly on granting authority to the Management Board of the Company for acquisition of Company shares

The General Assembly by its decision from 4 May 2011 granted authority to the Management Board of Hrvatski Telekom d.d. to acquire Company's shares for the account of the Company.

The Management Board and the Supervisory Board propose to the General Assembly to pass the decision on Amendments to the above stated Decision of the General Assembly, by which the Management Board is empowered to act in accordance with the provisions of Article 352 paragraph 3 item 3 of the Companies Act. Such authorization would allow the Management Board to withdraw the shares without nominal value without the share capital of the Company being decreased, in which case the remaining shares' participation in the share capital is increased, and the Management Board would be authorized to align the information on the number of shares in the Articles of Association of the Company.

Ad 10. Explanation of the proposal for appointment of the auditor of the Company

Pursuant to Article 280, paragraph 3 of the Companies Act, the Supervisory Board proposes to the General Assembly to pass the decision by which the company PricewaterhouseCoopers d.o.o., Ulica kneza Ljudevita Posavskog 31, 10000 Zagreb, is appointed as the auditor of the Company for the business year 2014.

Ad 11. Explanation of the proposal of Amendments to Article 15 of the Articles of Association of the Company

The Company received, via shareholder's proxy, ERSTE ASSET MANAGEMENT d.o.o., the request from the Fund for Croatian Homeland War Veterans and Members of Their Families (hereinafter referred to as: „War Veterans Fund”), a 7% shareholder of HT d.d. representing 5,732,197 shares, that the agenda item “Amendments to Article 15 of the Articles of Association” is included in the agenda of the General Assembly and published. By the said request it is proposed that the membership of the Supervisory Board of the Company is to be enlarged from nine to eleven members.

Pursuant to the provision of Article 278 paragraph 2 of the Companies Act shareholders who hold shares which represent at least 5% of the share capital of the company, are entitled to request that additional items are included in the agenda of the general assembly and published, together with the delivered decision proposal. In line therewith, and based on the size of the War Veterans Funds' shareholding in HT d.d., the above stated item was included in the Agenda of the General Assembly of the Company.

Ad 12. Explanation of the proposal for election of the Member of the Supervisory Board

The Company received, via shareholder's proxy, ERSTE ASSET MANAGEMENT d.o.o., the request from the War Veterans Fund, a 7% shareholder of HT d.d. representing 5,732,197 shares, that the agenda item “Election of the Member of the Supervisory Board” is included in the agenda of the General Assembly and published, together with the delivered decision proposal. By the said request it is proposed that Mr. Branko Borković, representative of the War Veterans Fund, is elected as Member of the Supervisory Board of HT d.d.

Pursuant to the provision of Article 278 paragraph 2 of the Companies Act shareholders who hold shares which represent at least 5% of the share capital of the company, are entitled to request that additional items are included in the agenda of the general assembly and published, together with the delivered decision proposal. In line therewith, and based on the size of the War Veterans Funds' shareholding in HT d.d., the above stated item was included in the Agenda of the General Assembly of the Company.

Curriculum vitae of the proposed candidate:

Mr. Branko Borković was born in 1961. He graduated from Technical Military Academy in 1985. During the Croatian Homeland War, he was the last commander of the Vukovar defense. After the war, in the period from 1993 to 1996, he was the commander of the Croatian Army infantry and from 1994 to 2001 he was President of the Homeland War Volunteers' Association.

Mr. Borković is the President of the Supervisory Board of the Velebit Investment Fund. Since 2004, he has been the President of the Central Union of “Hrvatski Posavac” Horse Breeders. He is the owner of a company called Slap-96 d.o.o. At the beginning of 2012, he became a member of the Board of Management of the Fund for Croatian Homeland War Veterans and Members of Their Families with a four-year term of office.

**INVITATION AND INSTRUCTIONS FOR SHAREHOLDERS
CONCERNING THEIR PARTICIPATION IN THE GENERAL ASSEMBLY**
(hereinafter – Instructions)

Invitation, time and venue of the General Assembly

1. The shareholders of HT d.d. are invited to participate in the work of the General Assembly to be held in Zagreb, in Sky Office, Roberta Frangeša Mihanovića 9, on 29 April 2014 at 10:00 hours.
2. The participants are invited to come to the General Assembly on 29 April 2014 at least one hour prior to its scheduled beginning for the purpose of timely registration of participants and in order for the Committee for Participant Registration to make a list of participants in the work of the General Assembly. When registering, the shareholders or their proxies or representatives have to submit to the Committee a valid identification document provided under law, while the proxies who are legal persons have to submit an excerpt from the court register or other appropriate register in which the legal person concerned is entered or other appropriate public document, if such a document was not submitted with the application for participation in the General Assembly. After they have registered, the participants may leave the General Assembly only after informing the Committee for Participant Registration until the conclusion of the General Assembly.

Participation and voting at the General Assembly

3. Each shareholder of the Company who has submitted to the Company, either personally or through their proxy or representative, an application for participation in written form and at the latest six days prior to the holding of the General Assembly, taking into account that the day the application reaches the Company is not included into that deadline, i.e. latest by 22 April 2014, has the right to participate in the General Assembly. A legal or natural person who is on the last day for application for participation in the General Assembly, i.e. on 22 April 2014, registered as a shareholder of the Company with the Central Depository & Clearing Company Inc., Zagreb, is considered a shareholder of the Company entitled to participate in the General Assembly.
4. The application shall have the following contents and attachments:
 - I. Application for shareholder – natural person
 - Name and family name, residence, address, number of account opened with the Central Depository & Clearing Company Inc. and the total number of shares of the shareholder concerned
 - II. Application for shareholder – legal person
 - Company name of the legal person, seat and address, personal identification number (OIB)
 - Number of account opened with the Central Depository & Clearing Company Inc. and the total number of shares of the shareholder concerned
 - An excerpt from the court register or from other register in which the legal person is entered or a copy of such document, a certified copy or other appropriate public document clearly showing that the application was signed by a person who is under law authorized to represent the legal person concerned shall be attached to the application
 - III. Application submitted by shareholder's proxy
 - a) Proxy – natural person:
 - Name and family name, residence and address of the proxy
 - List of shareholders the proxy is representing; for each shareholder – number of their account with the Central Depository & Clearing Company Inc. and the total number of shares of all represented shareholders
 - All individual powers of authority on the recommended form shall be attached to the application
 - b) Proxy – legal person:
 - Company name, seat and address and proxy's company personal identification number (OIB)
 - List of shareholders the proxy is representing; for each shareholder – number of their account with the Central Depository & Clearing Company Inc. and the total number of shares of all represented shareholders
 - Individual powers of authority given by shareholders in written form shall be attached to the application; if a shareholder is a legal person, the attachment shall contain an excerpt from the court register or other register in which the legal person is entered or a copy of such document, a certified copy or other public document clearly showing that the power of authority was signed by a person who is under law authorized to represent the legal person concerned.
5. As to minors and legally incapable or partially capable natural persons, the application shall be submitted by their statutory representative, who also represents them and who shall enclose to the application an original document or a copy or a certified copy thereof showing their status as a statutory representative.
6. The shareholders at the General Assembly may be represented by proxies on the basis of a valid written power of authority which is issued by the shareholder or which on behalf of a shareholder which is a legal person is issued by a person who is under law authorized to represent them.
7. The Company shall report the Invitation to the General Assembly to credit or financial institutions and to shareholder associations that voted on behalf of shareholders at the previous General Assembly, or if they asked for the Invitation to be reported to them, at the latest 21 days prior to holding of the General Assembly. This report shall state the possibility for shareholders to vote at the General Assembly by proxies and by shareholder associations.
8. The power of authority for the application for participation and/or voting at the General Assembly shall include name and family name or company, residence or seat and address of the giver of authority, number of account with the Central Depository & Clearing Company Inc., the total number of

shares, name and family name or company, residence or seat and address of the proxy, signature of the giver of authority or statutory representative or representative under law, if the giver of authority is a legal person. It is recommended to use forms for the application for participation in the General Assembly and for the power of authority, which can be obtained at the seat of the Company and on the web site of the Company www.t.ht.hr.

9. The application for participation in the General Assembly and the power of authority, as well as any other attachment, shall be in the Croatian language; if they are in a foreign language, they shall be translated into Croatian by an authorized court interpreter.
10. The application for participation in the General Assembly shall be submitted directly to the Company at its seat in Zagreb, Roberta Frangeša Mihanovića 9, or sent to the Company by registered mail to the address: Hrvatski Telekom d.d., Roberta Frangeša Mihanovića 9, 10110 Zagreb.
11. The application for participation in the General Assembly shall be considered timely submitted if it is, in accordance with these Instructions, submitted or sent by mail to the Company by 24:00 hours on 22 April 2014, at the latest. The shareholders who have failed to apply for participation in the General Assembly correctly and in accordance with these Instructions or who have failed to attach to the application the documents provided under these Instructions shall not be entitled to participate in the General Assembly.
12. Pursuant to the Articles of Association of the Company, the General Assembly cannot pass valid decisions unless attended by the shareholders, in person or via proxy, representing more than half of the share capital of the Company (quorum). If the quorum will not be met, the General Assembly will be held at the same date with commencement at 18:00 hours, at the same venue, with the same agenda and will be able to pass valid decision notwithstanding to the amount of the capital represented. Given powers of authority are valid for this General Assembly as well.

Shareholder rights to ask questions, request amendments to the agenda, submit counterproposals and the right on information

13. The shareholders who intend to ask questions at the General Assembly regarding individual agenda items are hereby asked, for the purpose of an efficacious organization of the work of the General Assembly, to announce their intention in writing when submitting their application for participation in the General Assembly or during the registration of participants prior to the General Assembly at the latest and to indicate the agenda item which their question or proposal will refer to and the content of their question.
14. Shareholders who together hold a twentieth part of the share capital of the Company have the right to request, after the General Assembly is convened, that an additional item is included in the agenda and published, and while doing so, the new agenda item should be accompanied by an explanation or respective decision proposal. Shareholders deliver the requests to add new items to the agenda to the seat of the Company (Hrvatski Telekom d.d., Roberta Frangeša Mihanovića 9, 10110 Zagreb). In order for the amended agenda to be validly published according to the Companies Act, the request to add new items to the agenda has to be received by the Company at least 30 days prior to the day the General Assembly takes place, i.e., latest by 29 March 2014. This deadline does not include the day the request is received by the Company. In case the previously stated deadline is not observed the proposed additional items of the agenda would be considered as not validly published and no decision on them can be made at the General Assembly.
15. Shareholders have the right to submit counterproposals to the proposals submitted by the Management Board and/or Supervisory Board relating to the particular agenda item. Counterproposals, together with the names and surnames of shareholders, explanation and opinion by the Management Board if any, shall be reported to credit or financial institutions and to shareholder associations that voted on behalf of shareholders at the previous General Assembly and made available to shareholders on web pages of the Company (www.t.ht.hr), in case a shareholder submits his/her counterproposal to the seat of the Company (Hrvatski Telekom d.d., Roberta Frangeša Mihanovića 9, 10110 Zagreb), at least 14 days prior to the day the General Assembly takes place. The date counterproposal is received by the Company is not included in this 14 day deadline, which expires accordingly on 14 April 2014. In case the shareholder does not exercise this right, he shall still be entitled to make counterproposals at the General Assembly. The same applies to shareholders proposals regarding the election of the Supervisory Board Members or appointment of the auditor of the Company.
16. At the General Assembly, the Management Board is obliged to provide information about the Company operations to any shareholder at his/her request, in case this information is necessary to judge topics included on the agenda.
17. The materials for the General Assembly, when required so under the law, will be made available to the shareholders and for issuing of copies at the seat of the Company in Zagreb on every working day from the day on which the invitation to the General Assembly is published to the day of the General Assembly from 10:00 to 14:00 hours. At the same date the materials for the General Assembly shall be published on web pages of the Company (www.t.ht.hr).

In Zagreb, 11 March 2014

Hrvatski Telekom d.d.

Contact:

Marina Bengez Sedmak + 385 1 4911080

Email: Marina.Sedmak@t.ht.hr

Investor Relations:

Erika Kašpar + 385 1 4912 000

Elvis Knežević + 385 1 4911 114

Anita Marić Šimek + 385 1 4911 884

Email: ir@t.ht.hr

Web: www.t.ht.hr