



Zagreb, 29 April 2015

Hrvatski Telekom

For immediate release

Decisions passed by the General Assembly of Hrvatski Telekom d.d. held on 29 April 2015

Agenda of the General Assembly of Hrvatski Telekom d.d.:

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 2014, including the Annual Report on the Status and Business Operations of the Company and the T-HT Group for the business year 2014 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2014;
3. Decision on the utilization of profit;
4. Decision on share capital increase;
5. Decision on Amendments to Articles 7 and 39 of the Articles of Association of the Company;
6. Decision on approval of actions of the Members of the Management Board of the Company for the business year 2014;
7. Decision on approval of actions of the Members of the Supervisory Board of the Company for the business year 2014;
8. Decision on election of one member of the Supervisory Board;
9. Decision on appointment of the auditor of the Company

The General Assembly of Hrvatski Telekom d.d., which was attended by 58,817,641 votes, which constitutes 71.83 % of total votes, has passed the following decisions:

Ad 1.

“Prof. dr. sc. Zoran Parać is elected as the Chairman of the General Assembly for this convocation.”

Ad 3.

“Decision on utilization of profit for the year 2014

1. It is determined that Hrvatski Telekom d.d. in the business year ending with 31 December 2014 realized net profit in the amount of HRK 1,130,669,208.06.

Net profit amount stated herein shall be used accordingly:

- A part of net profit in the amount of HRK 940,000,000.00 shall be used to increase the share capital from Company's own capital.
- A part of net profit in the amount of HRK 34,700,000.00 shall be allocated to legal reserves.
- A part of net profit in the amount of HRK 155,969,208.06 shall be allocated to retained earnings.



2. Out of the retained earnings from the year 2009, an amount of HRK 573,192,228.00 shall be paid out as dividend to shareholders, in the amount of 7.00 HRK per share.
3. 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 11th 2015 (record date). Date on which security of Hrvatski Telekom d.d. will be traded without dividend payment right is May 8th 2015 (ex date). Dividend payment claim matures on May 25th 2015 (payment date).
4. This Decision shall enter into effect as at the day of its passing.”

Ad 4.

“Decision on increase of share capital from Company’s own capital

1. Share capital of the Company is increased from the amount of HRK 8,882,853,500.00 for the amount of HRK 940,000,000.00 to the amount of HRK 9,822,853,500.00 out of net profit realized in the year 2014.
2. Share capital of the Company is increased without allocation of new shares by proportionate increase of participation of all issued shares in the Company’s share capital.
3. Decision upon the increase of Company’s share capital from Company’s own capital is based on annual financial statements for the year 2014.”

Ad 5.

“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:

“Share capital of the Company amounts to HRK 9,822,853,500.00 (in writing: nine billion eight hundred and twenty two million eight hundred and fifty-three thousand five hundred kuna).”

Article 2

Article 39 of Articles of Association of Hrvatski Telekom d.d. 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, June 17, 2013 and April 29, 2014 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 6.

„The approval of actions is given to the Members of the Management Board of the Company for the business year 2014.“

Ad 7.

„The approval of actions is given to the Members of the Supervisory Board of the Company for the business year 2014.“

Ad 8.

“Mr. Marc Stehle, B.A. in business economics, residing in Breitscheid, Federal Republic of Germany, is elected as Member of the Supervisory Board of Hrvatski Telekom d.d. for the period of four (4) years, with the start of the term of office as of 16 December 2015.”

Ad 9.

“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 2015.”

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About Hrvatski Telekom

Hrvatski Telekom (HT) is the leading provider of telecommunication services in Croatia, serving 1.2 million fixed lines, 2.3 million mobile subscribers and nearly 690,000 broadband connections through its Residential and Business divisions.