

**Croatian Telecom Inc.**

Financial statements

31 December 2016

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### *Supervisory Board*

The members of the Supervisory Board who served during 2016 and subsequently are as follows:

Mark Klein	Chairman	Until 25 April 2016
Ilias Drakopoulos, Ph. D.	Chairman	Member from 17 June 2013 Chairman from 11 May 2016
Ivica Mišetić, Ph. D.	Deputy chairman	Member from 21 April 2008 Deputy chairman from 8 May 2008
Dr. Oliver Knipping	Member	From 25 April 2012
Mark Nierwetberg M. A.	Member	Until 21 April 2016
Vesna Mamić	Member, workers' representative	From 1 January 2016
Damir Grbavac	Member	From 25 April 2012
Dolly Predovic	Member	From 29 April 2014
Marc Stehle	Member	From 16 December 2015
Eirini Nikolaidi	Member	From 25 April 2016
Evelyn Jakobs	Member	From 21 April 2016

### *Management Board*

The members of the Management Board who served during 2016 and subsequently are as follows:

Davor Tomašković	President	From 1 January 2014
Kai-Ulrich Deissner, Ph. D.	Member	Until 1 April 2016
Thorsten Albers	Member	Until 15 May 2016
Nataša Rapaić	Member	From 1 February 2013
Boris Batelić	Member	From 1 May 2015
Marija Felkel	Member	From 18 January 2016
Josef Thürriegl	Member	From 1 June 2016
Saša Kramar	Member	From 1 June 2016
Boris Drilo	Member	From 1 January 2017

### Responsibility for the financial statements

Pursuant to the Croatian Accounting Act in force, the Management Board is responsible for ensuring that financial statements are prepared for each financial year in accordance with International Financial Reporting Standards (IFRS) as endorsed by the European Union ("EU") give a true and fair view of the financial position and results of Croatian Telecom Inc. (the "Company") for that period.

The Management Board has a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, the Management Board continues to adopt the going concern basis in preparing the financial statements.

In preparing those financial statements, the responsibilities of the Management Board include ensuring that:

- suitable accounting policies are selected and then applied consistently;
- judgments and estimates are reasonable and prudent;
- applicable accounting standards are followed; and
- the financial statements are prepared on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Management Board is responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Company and must also ensure that the financial statements comply with the Croatian Accounting Act in force. The Management Board is also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The accompanying financial statements were approved for issuance by the Management Board on 8 February 2017.

Croatian Telecom Inc.  
Roberta Frangeša Mihanovića 9  
10000 Zagreb  
Republic of Croatia

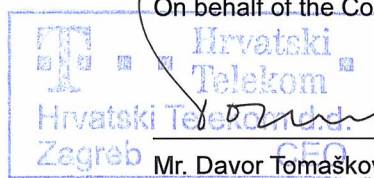
8 February 2017

  
Ms. Marija Felkel  
Member of the Management Board and CHRO

  
Mr. Boris Batelić  
Member of the Management Board and CCO

  
Ms. Nataša Rapačić  
Member of the Management Board and COO Residential

On behalf of the Company,



  
Mr. Davor Tomašković  
President of the Management Board (CEO)

  
Mr. Josef Thürriegl  
Member of the Management Board and CFO

  
Mr. Boris Drilo  
Member of the Management Board and CTIO

  
Mr. Saša Kramar  
Member of the Management Board and COO Business



## *Independent Auditor's Report*

### *To the Shareholders and Management Board of Hrvatski Telekom d.d.:*

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#### *Our opinion*

In our opinion, the separate financial statements present fairly, in all material respects, the financial position of Hrvatski Telekom d.d. (the "Company") as at 31 December 2016, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted in European Union ("IFRS").

#### **What we have audited**

The Company's separate financial statements comprise:

- the statement of financial position as at 31 December 2016;
  - the statement of comprehensive income for the year then ended;
  - the statement of changes in equity for the year then ended;
  - the statement of cash flows for the year then ended; and
  - the notes to the financial statements, which include a summary of significant accounting policies.
- 

#### *Basis for opinion*

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Separate Financial Statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

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*PricewaterhouseCoopers d.o.o., Ulica kneza Ljudevita Posavskog 31, 10000 Zagreb, Croatia*  
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## *Our audit approach*

### **Overview**

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- |                          |  |
|--------------------------|--|
| <b>Materiality</b>       | <ul style="list-style-type: none"><li>• Overall materiality for non-consolidated financial statements: HRK 63 million, which represents 2.5% of Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA).</li></ul> |
| <b>Key audit matters</b> | <ul style="list-style-type: none"><li>• Capitalisation of content rights</li><li>• Contingent liabilities and regulatory claims</li></ul>  |
- 

### **How we tailored our audit scope**

We designed our audit by determining materiality and assessing the risks of material misstatement in the separate financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. We also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the separate financial statements as a whole, taking into account the structure of the Company, the accounting processes and controls, and the industry in which the Company operates.

### **Materiality**

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the separate financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the separate financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall Company materiality for the separate financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the separate financial statements as a whole.



**Overall materiality for non-consolidated financial statements**

HRK 63 million (2015: HRK 61 million)

**How we determined it**

2.5% EBITDA. EBITDA is operating profit adjusted for depreciation, amortisation, impairment of property, plant and equipment and intangible assets.

**Rationale for the materiality benchmark applied**

We consider EBITDA to be the key metric in the industry of the Company, and it is the benchmark against which the performance of the Company is most commonly measured by shareholders.

**Key audit matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the separate financial statements of the current period. These matters were addressed in the context of our audit of the separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

**Key audit matter**

**How our audit addressed the Key audit matter**

*Capitalisation of content rights*

Refer to note 2.4.e (Summary of accounting policies) and note 14 (Intangible assets). The Company separate statement of financial position includes capitalised intangible assets of HRK 1,199 million, which includes capitalised content rights of HRK 161 million.

We focused on this area because of the significance of the costs capitalised and the fact that there is judgement involved. There are two main risks that we addressed in our audit: (1) the risk of whether the criteria required for capitalisation of such costs have been met, and (2) the risk that management's estimate of future consideration from content contracts is not reasonable.

We obtained a detailed analysis of capitalised content contracts in current and prior periods, and reconciled these amounts to prior year information and current year general ledger. No significant reconciling differences were identified.

We have tested a sample of costs capitalised in the period by review of related contracts and invoices to assess whether they have been appropriately capitalised in line with the Company's accounting policy.

In addition, we assessed the reasonableness of assumptions (estimated number of future customers and discount rate) used for measurement of future consideration. We compared the future customers estimate to historical data, and considered the consistency of the future growth rate assumptions with management's business plans. We also compared the discount rate used to market information. We identified no significant variances.

Overall, we found that the costs were capitalised in line with the Company's accounting policy, and management's assumptions were reasonable.



Key audit matter	How our audit addressed the Key audit matter
<p data-bbox="240 488 769 521"><i>Contingent liabilities and regulatory claims</i></p> <p data-bbox="240 537 798 663">Refer to note 2.3 (Significant accounting judgements, estimates and assumptions), note 27 (Provisions for other liabilities and charges) and note 33 (Contingencies).</p> <p data-bbox="240 680 786 775">We focused on this area because the Company is exposed to a significant number of legal, regulatory and competition claims.</p> <p data-bbox="240 792 798 916">Consequently, management makes judgements about the future outcomes and amounts of contingent liabilities which may arise from such matters.</p>	<p data-bbox="826 488 1445 613">The Company has developed an internal methodology to ensure appropriate identification, reporting, assessment and quantification of legal, regulatory, and competition matters.</p> <p data-bbox="826 631 1445 725">We assessed the design and consistency of application of such methodology by performing the following procedures:</p> <ul data-bbox="826 743 1445 1095" style="list-style-type: none"><li data-bbox="826 743 1445 837">- we gained an understanding of the status of each significant claim and historical outcomes of previous similar cases,</li><li data-bbox="826 855 1445 981">- we evaluated the Company's assessment of the nature of litigation and claims by discussing the most significant cases with the Company's management and in-house legal counsel, and</li><li data-bbox="826 999 1445 1095">- we read related correspondence and obtained external confirmations from relevant third party legal representatives regarding certain material cases.</li></ul> <p data-bbox="826 1113 1445 1397">Based on the evidence obtained, while noting the inherent uncertainty with such legal and regulatory matters, we agree with management's assessment of the likelihood of future material cash outflows arising from these matters. We determined that the matters assessed as probable to result in future cash outflows have been recorded as provisions, while the matter assessed as possible to result in future cash outflows has been appropriately disclosed.</p>

### *Other information*

Management is responsible for the other information. The other information comprises the Separate Annual Report of the Company, which includes the Management Report and Corporate Governance Statement (but does not include the separate financial statements and our auditor's report thereon).

Our opinion on the separate financial statements does not cover the other information, including the Management Report and Corporate Governance Statement.

In connection with our audit of the separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

With respect to the Management Report and Corporate Governance Statement, we also performed procedures required by the Accounting Act in Croatia. Those procedures include considering whether the Management Report includes the disclosures required by Article 21 of the Accounting Act, and whether the Corporate Governance Statement includes the information specified in Article 22 of the Accounting Act.





Based on the work undertaken in the course of our audit, in our opinion:

- the information given in the Management Report and the Corporate Governance Statement for the financial year for which the separate financial statements are prepared is consistent, in all material respects, with the separate financial statements;
- the Management Report has been prepared in accordance with the requirements of Article 21 of the Accounting Act; and
- the Corporate Governance Statement includes the information specified in Article 22 of the Accounting Act.

In addition, in light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we are also required to report if we have identified material misstatements in the Management Report and Corporate Governance Statement. We have nothing to report in this respect.

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### *Responsibilities of management and those charged with governance for the separate financial statements*

Management is responsible for the preparation and fair presentation of the separate financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

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### *Auditor's responsibilities for the audit of the separate financial statements*

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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The engagement partner on the audit resulting in this independent auditor's report is Tamara Maćašović.

*PricewaterhouseCoopers d.o.o.*

PricewaterhouseCoopers d.o.o.  
Ulica kneza Ljudevita Posavskog 31, Zagreb  
8 February 2017

*TM*

Tamara Maćašović  
Member of the Management Board and  
Certified Auditor

Statement of comprehensive income  
For the year ended 31 December 2016

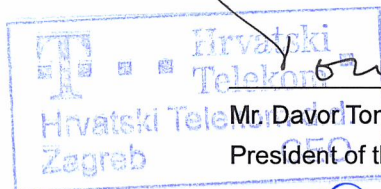
	Notes	2016 HRK million	2015 HRK million
Revenue	3	5,919	5,876
Other operating income	4	151	91
Merchandise, material and energy expenses	5	(947)	(870)
Service expenses	6	(556)	(531)
Employee benefits expenses	8	(802)	(836)
Work performed by the Company and capitalised		61	55
Depreciation, amortization and impairment of non-current assets	7	(1,332)	(1,336)
Other expenses	9	(1,312)	(1,301)
<b>Operating profit</b>	3	<b>1,182</b>	<b>1,148</b>
Finance income	10	55	48
Finance costs	11	(105)	(75)
Finance (costs) – net		(50)	(27)
Income from dividends – joint venture and subsidiaries	17,18	13	-
<b>Profit before income tax</b>		<b>1,145</b>	<b>1,121</b>
Income tax expense	12	(236)	(227)
<b>Profit for the year</b>		<b>909</b>	<b>894</b>
<b>Items that may be subsequently reclassified to comprehensive income</b>			
Change in value of available-for-sale financial assets		(1)	1
<b>Other comprehensive income for the year, net of tax</b>		<b>(1)</b>	<b>1</b>
<b>Total comprehensive income for the year, net of tax</b>		<b>908</b>	<b>895</b>

Statement of comprehensive income (continued)  
For the year ended 31 December 2016

	Notes	2016 HRK million	2015 HRK million
<b>Profit attributable to:</b>			
Equity holders of the Company		909	894
		909	894
<b>Total comprehensive income arisen from continuing operations attributable to:</b>			
Equity holders of the Company		908	895
		908	895
<b>Earnings per share</b>			
Basic and diluted, from continuing operations attributable to equity holders of the Company during the year	13	HRK 11.10	HRK 10.92

The accompanying accounting policies and notes are an integral part of these financial statements.

Signed on behalf of the Company on 8 February 2017:



Mr. Davor Tomašković  
President of the Management Board (CEO)

Ms. Marija Felkel  
Member of the Management Board and CHRO

Mr. Josef Thürriegl  
Member of the Management Board and CFO

Mr. Boris Batelić  
Member of the Management Board and CCO

Mr. Boris Drilo  
Member of the Management Board and CTIO

Ms. Nataša Rapačić  
Member of the Management Board and COO Residential

Mr. Saša Kramar  
Member of the Management Board and COO Business

Statement of financial position  
As at 31 December 2016

	Notes	31 December 2016 HRK million	31 December 2015 HRK million
<b>ASSETS</b>			
<b>Non-current assets</b>			
Intangible assets	14	1,199	1,083
Property, plant and equipment	15	5,104	5,085
Investment property	16	44	57
Investments in subsidiaries	17	798	798
Investments accounted for using the cost method	18	337	337
Available-for-sale financial assets	19	949	591
Loans receivable from subsidiary	34	1	1
Trade and other receivables	21	111	87
Bank deposits	23	22	40
Deferred income tax asset	12	59	46
<b>Total non-current assets</b>		<b>8,624</b>	<b>8,125</b>
<b>Current assets</b>			
Inventories	20	95	84
Trade and other receivables	21	1,053	996
Receivables from subsidiaries		79	69
Prepayments	22	230	230
Income tax prepayments		-	10
Available-for-sale financial assets	19	35	78
Bank deposits	23	1,143	781
Cash and cash equivalents	23	2,520	3,004
<b>Total current assets</b>		<b>5,155</b>	<b>5,252</b>
<b>TOTAL ASSETS</b>		<b>13,779</b>	<b>13,377</b>

Statement of financial position (continued)  
As at 31 December 2016

	Notes	31 December 2016 HRK million	31 December 2015 HRK million
<b>EQUITY AND LIABILITIES</b>			
<b>Issued capital and reserves</b>			
Issued share capital	29	9,823	9,823
Legal reserves	30	491	444
Fair value reserves		3	4
Retained earnings	31	1,641	1,270
<b>Total issued capital and reserves</b>		<b>11,958</b>	<b>11,541</b>
<b>Non-current liabilities</b>			
Provisions for other liabilities and charges	27	42	56
Employee benefit obligations	26	11	11
Deferred income	25	-	3
Other liabilities	24	140	104
Lease liabilities	28	38	7
Deferred income tax liability	12	3	3
<b>Total non-current liabilities</b>		<b>234</b>	<b>184</b>
<b>Current liabilities</b>			
Trade payables and other liabilities	24	1,336	1,444
Income tax payable		21	-
Provisions for other liabilities and charges	27	81	71
Payables to subsidiaries		64	45
Lease liabilities	28	11	2
Income tax payable		21	-
Deferred income	25	74	90
<b>Total current liabilities</b>		<b>1,587</b>	<b>1,652</b>
<b>Total liabilities</b>		<b>1,821</b>	<b>1,836</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>13,779</b>	<b>13,377</b>

The accompanying accounting policies and notes are an integral part of these financial statements.

# Statement of cash flows

## For the year ended 31 December 2016

	Notes	2016 HRK million	2015 HRK million
<b>Operating activities</b>			
Profit before income tax		1,145	1,121
Depreciation, amortization and impairment of non-current assets	7	1,332	1,336
Interest income	10	(18)	(22)
Interest expense	11	60	55
Gain on disposal of assets	4,9	(35)	(11)
Other net financial loss (gain)	10,11	8	(6)
Income from dividends – joint venture and subsidiaries	17,18	(13)	-
(Increase) / decrease in inventories	20	(11)	9
(Increase) / decrease in receivables and prepayments		(93)	19
Decrease in payables and accruals		(180)	(27)
Increase in employee benefit obligations	26	-	1
(Decrease) in provisions		(11)	(44)
Other non-cash items		(20)	18
Cash generated from operations		2,164	2,449
Interest paid		(49)	(50)
Income tax paid		(219)	(260)
<b>Net cash flows from operating activities</b>		<b>1,896</b>	<b>2,139</b>
<b>Investing activities</b>			
Payments for non-current assets		(1,067)	(886)
Proceeds from sale of non-current assets		55	24
Purchase of available-for-sale financial assets and deposits		(1,018)	(613)
Proceeds from sale of available-for-sale financial assets and deposits		972	965
Purchase of secured deposits (reverse REPO arrangements)	23	(2,207)	(1,407)
Proceeds from secured deposits (reverse REPO arrangements)	23	1,608	1,438
Capital increase in subsidiary		-	(147)
Loans repayment from subsidiary		-	147
Interest received		18	17
Dividend received (joint venture and subsidiaries)	17,18	13	-
<b>Net cash flows used in investing activities</b>		<b>(1,626)</b>	<b>(462)</b>
<b>Financing activities</b>			
Dividends paid	31	(491)	(573)
Repayment of radio frequency spectrum, content and ECI contracts		(258)	(164)
Repayment of lease liability and borrowings		(7)	(1)
<b>Net cash flows used in financing activities</b>		<b>(756)</b>	<b>(738)</b>
Net increase in cash and cash equivalents		(486)	939
Cash and cash equivalents as at 1 January		3,004	2,060
Exchange gains on cash and cash equivalents		2	5
<b>Cash and cash equivalents as at 31 December</b>	23	<b>2,520</b>	<b>3,004</b>

The accompanying accounting policies and notes are an integral part of these financial statements.

Statement of changes in equity  
For the year ended 31 December 2016

	Issued share capital HRK million (Note 29)	Legal reserves HRK million (Note 30)	Fair value reserves HRK million	Retained earnings HRK million (Note 31)	Total HRK million
Balance as at 1 January 2015	<b>8,883</b>	<b>409</b>	<b>2</b>	<b>1,925</b>	<b>11,219</b>
Profit for the year	-	-	-	894	894
Other comprehensive income for the year	-	-	2	(1)	1
Total comprehensive income for the year	-	-	2	893	895
Capital increase	940	35	-	(975)	-
Dividends paid to equity holders of the Company	-	-	-	(573)	(573)
<b>Balance as at 31 December 2015</b>	<b>9,823</b>	<b>444</b>	<b>4</b>	<b>1,270</b>	<b>11,541</b>
Profit for the year	-	-	-	909	909
Other comprehensive income for the year	-	-	(1)	-	(1)
Total comprehensive income for the year	-	-	(1)	909	908
Increase in legal reserves based on transfer from retained earnings	-	47	-	(47)	-
Dividends paid to equity holders of the Company	-	-	-	(491)	(491)
<b>Balance as at 31 December 2016</b>	<b>9,823</b>	<b>491</b>	<b>3</b>	<b>1,641</b>	<b>11,958</b>

The accompanying accounting policies and notes are an integral part of these financial statements.



# Notes to the financial statements

## For the year ended 31 December 2016

### 1 Corporate information

Croatian Telecom Inc. ("HT" or the "Company") is a joint stock company whose majority shareholder is Deutsche Telekom Europe B.V. with a 51% holding. Deutsche Telekom Europe B.V. is 100% owned by Deutsche Telekom Europe Holding B.V. Deutsche Telekom Europe Holding B.V. is 100% owned by Deutsche Telekom Europe Holding GmbH which is 100% owned by Deutsche Telekom AG. Thus, Deutsche Telekom AG is the ultimate controlling parent.

The registered office address of the Company is Roberta Frangeša Mihanovića 9, Zagreb, Croatia.

The total number of employees of the Company as at 31 December 2016 was 3,730 (31 December 2015: 3,992).

The principal activities of the Company are described in Note 3.

The financial statements for the financial year ended 31 December 2016 were authorized for issue in accordance with a resolution of the Management Board on 8 February 2017. These financial statements are subject to approval of the Supervisory Board as required by the Croatian Company Act.

#### 2.1. Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as endorsed by the EU. The financial statements also comply with the Croatian Accounting Act on financial statements, which refers to IFRS as endorsed by the EU.

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of available-for-sale financial assets (Note 19), as disclosed in the accounting policies hereafter.

The Company's financial statements are presented in Croatian Kuna ("HRK") which is the Company's functional currency. All amounts disclosed in the financial statements are presented in millions of HRK if not otherwise stated.

The Company has also prepared consolidated financial statements in accordance with IFRS for the Company and its subsidiaries (the "Group"), which were approved by the Management Board on 8 February 2017. In the consolidated financial statements, subsidiary undertakings (Note 17) have been fully consolidated. Users of these separate financial statements should read them together with the Group's consolidated financial statements as at and for the year ended 31 December 2016 in order to obtain full information on the financial position, results of operations and changes in the financial position of the Group as a whole.

## Notes to the consolidated financial statements (continued)

For the year ended 31 December 2016

### 2.2. Changes in accounting policies and disclosures

The accounting policies adopted are consistent with those of the previous financial year unless otherwise stated and disclosed.

#### *(a) New and amended standards adopted by the Company*

The Company has adopted the following new and amended standards for their annual reporting period commencing 1 January 2016 which were endorsed by the European Union and which are relevant for the Company's financial statements:

- Accounting for Acquisitions of Interests in Joint Operations – Amendments to IFRS 11.
- Equity Method in Separate Financial Statements – Amendments to IAS 27.
- Disclosure Initiative - Amendments to IAS 1.
- Annual Improvements to IFRSs 2012-2014 Cycle comprising changes to four standards (IFRS 5, IFRS 7, IAS 19, IAS 34).

The adoption of the improvements did not have any impact on the current period or any prior period and is not likely to affect future periods.

#### *(b) New standards and interpretations not yet adopted*

Certain new standards and interpretations have been published that are not mandatory for 31 December 2016 reporting periods and have not been early adopted by the Company. None of these standards and interpretations are expected to have significant effect on the Company's financial statements, except for the following standards:

- *IFRS 9 Financial instruments and associated amendments to various other standards (effective for annual periods beginning on or after 1 January 2018)*

IFRS 9 addresses the classification, measurement and derecognition of financial assets and financial liabilities and introduces new rules for hedge accounting.

The Company assessed the impact of the new standard IFRS 9 on its financial statements as follows:

- The Company does not expect any impact from the new classification, measurement and derecognition rules on the Company's financial assets and financial liabilities.
- There will also be no impact on the Company's accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at fair value through profit or loss and the Company does not have any such liabilities.
- The new hedging rules will not impact the Company since it does not have any hedging arrangements.
- The new impairment model is an expected credit loss (ECL) model which may result in the earlier recognition of credit losses. The Company has not yet assessed how its impairment provisions would be affected by the new rules.

The Company plans to adopt the standard on its effective date.

## Notes to the consolidated financial statements (continued)

For the year ended 31 December 2016

### 2.2. Changes in accounting policies and disclosures (continued)

#### (b) New standards and interpretations not yet adopted (continued)

- *IFRS 15 Revenue from contracts with customer and associated amendments to various other standards (effective for annual periods beginning on or after 1 January 2018)*

The IASB has issued a new standard for the recognition of revenue. This will replace international accounting standard (IAS) 18 which covers contracts for goods and services, and IAS 11 which covers construction contracts. The new standard is based on the principle that revenue is recognised when control of a good or service transfers to a customer – so the notion of control replaces the existing notion of risks and rewards.

The Company plans to adopt the standard on its effective date with prospective application. Like many other telecommunications companies, the Company currently expects this standard to have a significant impact on the Company's financial statements, primarily in respect of the following changes (depending on the business model):

- In the case of multiple-element arrangements (such as mobile contract plus handset) with subsidized products delivered in advance, a larger portion of the total remuneration is attributable to the component delivered in advance (mobile handset), requiring earlier recognition of revenue. This will lead to the recognition of what is known as a contract asset – a receivable arising from the customer contract that has not yet legally come into existence – in the statement of financial position. As a result, the Company expects higher revenue from the sale of goods and merchandise, and lower revenue from the provision of services.
- Future capitalization and allocation of the expenses for sales commissions (customer acquisition costs) over the estimated customer retention period.
- Increase in total assets on first-time adoption due to the capitalization of contract assets and customer acquisition costs.

The Company's operations and information systems are complex, and the Company is currently implementing new accounting policies, developing estimates and adjusting processes to comply with this new standard. Such effort is expected to be finalised mid-2017. As a result, at this time, it is not possible to make a reasonable quantitative estimate of the effects of this new standard on the Company's current revenue recognition policies.

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.2. Changes in accounting policies and disclosures (continued)

##### (b) *New standards and interpretations not yet adopted (continued)*

- *IFRS 16 Leases (effective for annual periods beginning on or after 1 January 2019)*

The new standard sets out the principles for the recognition, measurement, presentation and disclosure of leases. IFRS 16 eliminates the classification of leases as either operating leases or finance leases as is required by IAS 17 and, instead, introduces a single lessee accounting model

- IFRS 16 will result in the recognition of almost all leases on the balance sheet. The standard removes the current distinction between operating and financing leases and requires recognition of an asset (the right to use the leased item) and a financial liability to pay rentals for virtually all lease contracts. An optional exemption exists for short-term and low-value leases.
- The income statement will also be affected because the total expense is typically higher in the earlier years of a lease and lower in later years. Additionally, operating expense will be replaced with interest and depreciation, so key metrics like EBITDA will change.
- Operating cash flows will be higher as cash payments for the principal portion of the lease liability are classified within financing activities. Only the part of the payments that reflects interest can continue to be presented as operating cash flows.

The Company is currently assessing the impact of this new standard on its financial statements. The Company plans to adopt the standard on its effective date and when endorsed by the European Union. Please refer to note 32 a) for operating lease commitments.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 2.3. Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, during the reporting period or at the reporting date respectively. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods. The key assumptions concerning the future and other key sources of estimation uncertainty at the statement of financial position date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

#### *Provisions and contingencies*

The Company is exposed to a number of legal cases and regulatory proceedings and ownership dispute over distributive telecommunication infrastructure that may result in significant outflow of economic resources or derecognition of related assets. The Company uses internal and external legal experts to assess the outcome of each case and makes judgments as to if and in what amount provisions need to be recorded in the financial statements as explained further in Notes 27 and 33. Changes in these judgments could have a significant impact on the financial statements of the Company.

#### *Impairment of non-financial assets*

The determination of impairment of assets involves the use of estimates that include, but are not limited to, the cause, timing and amount of the impairment. Impairment is based on a large number of factors, such as changes in current competitive conditions, expectations of growth in the industry, increased cost of capital, changes in the future availability of financing, technological obsolescence, discontinuance of services, current replacement costs, prices paid in comparable transactions and other changes in circumstances that indicate an impairment exists. The recoverable amount and the fair values are typically determined using the discounted cash flow method which incorporates reasonable market participant assumptions. The identification of impairment indicators, as well as the estimation of future cash flows and the determination of fair values for assets (or groups of assets) require management to make significant judgments concerning the identification and validation of impairment indicators, expected cash flows, applicable discount rates, useful lives and residual values. Specifically, the estimation of cash flows underlying the fair values of the business considers the continued investment in network infrastructure required to generate future revenue growth through the offering of new data products and services, for which only limited historical information on customer demand is available. If the demand for those products and services does not materialize as expected, this would result in less revenue, less cash flow and potential impairment to write down these investments to their fair values, which could adversely affect future operating results.

The fair value less costs of disposal calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the financial plan covering a mid-term period. The cash flows beyond the planning period are extrapolated using appropriate growth rates. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes. Further details including carrying values and effects on the result of the period are given in Notes 14, 15 and 16.

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.3. Significant accounting judgments, estimates and assumptions (continued)

##### *Useful lives of assets*

The determination of the useful lives of assets is based on historical experience with similar assets as well as any anticipated technological development and changes in broad economic or industry factors. The appropriateness of the estimated useful lives is reviewed annually, or whenever there is an indication of significant changes in the underlying assumptions. We believe that this is a critical accounting estimate since it involves assumptions about technological development in an innovative industry and is heavily dependent on the investment plans of the Company. Further, due to the significant weight of depreciable assets in the Company's total assets, the impact of significant changes in these assumptions could be material to the financial position and results of operations of the Company.

The following table demonstrates the sensitivity to a reasonably possible change in useful life on amortization and depreciation, with all other variables held constant, on the Company's profit post tax:

	Increase / decrease in %	Effect on profit post tax HRK million
Year ended 31 December 2016	+10	95
	-10	(91)
Year ended 31 December 2015	+10	97
	-10	(94)

##### *Impairment of investments in subsidiaries*

The Company tests annually whether investments in subsidiaries have suffered any impairment. The recoverable amounts of cash-generating units have been determined based on fair value less cost of disposal calculations. These calculations require the use of estimates. Management believes that no reasonably possible change in any of the key assumptions would cause the carrying value of the business and residential cash-generating units to materially exceed their recoverable amount. In case of cash-generating unit Optima Telekom, a reasonably possible change in certain key assumptions when viewed separately (such as decrease of revenue growth by 10%, increase of costs by 10% or change in capex and revenue ratio) with all other variables held constant, could result in an impairment charge of up to HRK 115 million.

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.4. Summary of accounting policies

##### a) *Operating profit*

Operating profit is defined as the result before income taxes and finance items. Finance items comprise interest revenue on cash balances in the bank, deposits, treasury bills, interest bearing available-for-sale financial assets, dividend income from associate, subsidiaries and joint venture, interest expense on borrowings, gains and losses on the sale of available-for-sale financial assets and foreign exchange gains and losses on all monetary assets and liabilities denominated in foreign currency.

##### b) *Investments in subsidiaries*

Subsidiaries are all entities over which the Company has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity. Investments in subsidiaries are measured at cost less any impairment in value.

##### c) *Investment in associate*

In the Company's financial statements, investment in an associated company (generally a shareholding of between 20% and 50% of voting rights) where significant influence is exercised by the Company is measured at cost less any impairment in value. An assessment of investment in associate is performed when there is an indication that the asset has been impaired or that the impairment losses recognized in previous years no longer exist.

##### d) *Investment in joint venture*

The Company has an interest in a joint venture which is a jointly controlled entity, whereby the venturers have a contractual arrangement that establishes joint control over the economic activities of the entity. This investment is measured at cost less any impairment in value. An assessment of investment in joint venture is performed when there is an indication that the asset has been impaired or that the impairment losses recognized in previous years no longer exist.

##### e) *Intangible assets*

Intangible assets are measured initially at cost. Intangible assets are recognized in the event that the future economic benefits that are attributable to the assets will flow to the Company, and that the cost of the asset can be measured reliably. After initial recognition, intangible assets are measured at cost less accumulated amortization and any accumulated impairment losses. Intangible assets are amortised on a straight-line basis over the best estimate of their useful life. The amortization method is reviewed annually at each financial year-end.

Amortization of the telecommunication licence commences when the licence is acquired and ready for use, with the amortization period being the term of the licence.

The Company recognizes costs of content as an intangible asset at the inception of the related contract. The Company determined that the following conditions have to be met for capitalization of content provider contracts: contract duration must be longer than one year, cost must be determined or determinable, contracted rights must be continuous and costs under the contract are unavoidable. Assets recognized under these contracts will be amortized over the contract period. Content contracts which do not meet the criteria for capitalization are expensed and presented in 'other expenses' in the statement of comprehensive income.

# Notes to the financial statements (continued)

## For the year ended 31 December 2016

### 2.4. Summary of accounting policies (continued)

#### e) *Intangible assets (continued)*

The Company capitalizes rights of servitude and rights of way related to the Electronic Communication Infrastructure (ECI) as intangible assets according to criteria for acquired rights at the moment of signing the contract for rights of servitude or receiving certificate for right of way. The Company presents the acquired rights as intangible assets and financial liability as the acquired rights, and related cost is capitalized for the period of 3 years. The cost is the amount of one-off fee paid at entering into the arrangement and any other fees which are considered to be unavoidable. The non-cancellable term of the contract is three years, as it is assumed that this payment is unavoidable due to the fact that there will be no significant changes in technology and topology in that time period, and the Company cannot change its routes or find other locations for ECI in a shorter time period. In 2016, the Company changed its estimate used in this accounting policy by revising the estimated liability and useful life of ECI assets to a consistent period of three years from each balance sheet date (rather than from the moment of signing the contract for rights of servitude or receiving certificate for right of way). As a result, this change in estimate had the following impact on the balance sheet of the Company: intangible assets increased by HRK 39 million and liability increased by HRK 39 million as of 31 December 2016. Unwinding of accrued interest is recognized as an interest expense and is presented within other financial income/expense.

Useful lives of intangible assets are as follows:

#### Licences and rights

Radio frequency spectrum in 2100 MHz frequency band	15 years
Radio frequency spectrum in 900/1800 MHz frequency bands	13 years
Radio frequency spectrum in 800 MHz frequency band	11-12 years
Right of servitude for Distributive Telecommunication Infrastructure (DTI)	3 years
Software, content and other assets	2-5 years

Assets under construction are not amortised.

#### f) *Property, plant and equipment*

An item of property, plant and equipment that qualifies for recognition as an asset is measured at its cost. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

In addition to directly attributable costs, the costs of internally constructed assets include proportionate indirect material and labour costs, as well as administrative expenses relating to production or the provision of services.

Subsequent expenditure on an asset that meets the recognition criteria to be recognized as an asset or an addition to an asset is capitalized, while maintenance and repairs are charged to expense when incurred.

After recognition as an asset, an item of property, plant and equipment is measured at cost less accumulated depreciation and any accumulated impairment losses.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.



## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.4. Summary of accounting policies (continued)

##### f) *Property, plant and equipment (continued)*

Depreciation is computed on a straight-line basis.

Useful lives of newly acquired assets are as follows:

Buildings	10-50 years
Telecom plant and machinery	
Cables	8-18 years
Cable ducts and tubes	30 years
Other	2-15 years
Customer premises equipment (CPE)	7 years
Tools, vehicles, IT, office and other equipment	4-15 years

Land and assets under construction are not depreciated.

Useful lives, depreciation method and residual values are reviewed at each financial year-end, and if expectations differ from previous estimates, the change(s) are accounted for as a change in an accounting estimate.

Assets under construction represent plant and properties under construction and are stated at cost.

Depreciation of an asset begins when it is available for use.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'Other expenses' in the statement of comprehensive income.

##### g) *Investment property*

Investment property, principally comprising business premises and land, is held for long-term rental yields or appreciation and is not occupied by the Company. Investment property is treated as a long-term investment unless it is intended to be sold in the next year and a buyer has been identified in which case it is classified within current assets.

Investment property is carried at historical cost less accumulated depreciation and provision for impairment. Depreciation of buildings is calculated using the straight-line method to allocate their cost over their estimated useful lives of 10 to 50 years (2015: 10 to 50 years).

Subsequent expenditure is capitalised only when it is probable that future economic benefits associated with it will flow to the Company and the cost can be measured reliably. All other repairs and maintenance costs are charged to the statement of comprehensive income when incurred. If an investment property becomes owner-occupied, it is reclassified to property, plant and equipment, and its carrying amount at the date of reclassification becomes its deemed cost to be subsequently depreciated.

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.4. Summary of accounting policies (continued)

##### *h) Impairment of assets*

###### *Impairment of non-financial assets*

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use amount. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

###### *Impairment of trade receivables*

A provision for impairment of trade and other receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the underlying arrangement. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments as well as historical collections are considered indicators that the trade receivable is impaired. Provisions for impairment are measured according to the collection best estimate. Receivables are written-off in the case when the debtor is liquidated or ceased its business activities; when the legal case is lost by the final court decision or in the case of lapse of receivables.

###### *Impairment of available-for-sale financial assets*

If an available-for-sale asset is impaired, an amount comprising the difference between its cost (net of any principal payment and amortization) and its current fair value, less any impairment loss previously recognized in the statement of comprehensive income, is transferred from equity to the statement of comprehensive income. Reversals in respect of equity instruments classified as available-for-sale are not recognized in the statement of comprehensive income. Reversals of impairment losses on debt instruments are reversed through the statement of comprehensive income if the increase in fair value of the instrument can be objectively related to an event occurring after the impairment loss was recognized in the statement of comprehensive income.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 2.4. Summary of accounting policies (continued)

#### *i) Inventories*

Inventories are valued at the lower of cost and net realisable value, after provision for obsolete items. Net realisable value is the selling price in the ordinary course of business, less the costs necessary to make the sale. Cost is determined on the basis of weighted average cost.

Phone sets are often sold for less than cost in connection with promotions to obtain new and/or retain existing subscribers with minimum commitment periods. Such loss on the sale of equipment is only recorded when the sale occurs if the normal resale value is higher than the cost of the phone set. If the normal resale value is lower than costs, the difference is recognized as inventory impairment immediately.

#### *j) Receivables*

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If collection is expected after one year, the receivables are presented as non-current assets. Receivables are stated at the fair value of the consideration given and are carried at amortised cost, after provision for impairment.

#### *k) Foreign currencies*

Transactions denominated in foreign currencies are translated into local currency at the middle exchange rates of the Croatian National Bank prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into local currency at the middle exchange rates of the Croatian National Bank prevailing at the statement of financial position date. Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is included in the statement of comprehensive income within financial income or financial expense, respectively.

#### *l) Leases*

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the statement of comprehensive income on a straight-line basis over the period of the lease.

Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in other short-term and long-term payables. Each lease payment is allocated between the liability and finance cost. The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 2.4. Summary of accounting policies (continued)

#### *m) Taxation*

The income tax charge is based on profit for the year and includes deferred taxes. Deferred taxes are calculated using the balance sheet method.

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes at the reporting date.

Deferred tax is determined using income tax rates that have been enacted or substantially enacted by the financial statement date and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

The measurement of deferred tax liabilities and deferred tax assets reflects the tax consequences that would arise from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associates and joint arrangements, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred tax assets are recognized to the extent that it is probable that future taxable profit (or reversing deferred tax liabilities) will be available against which the temporary differences can be utilized.

Deferred tax assets and liabilities are not discounted and are classified as non-current assets and liabilities in the statement of financial position. Deferred tax assets are recognized when it is probable that sufficient taxable profits will be available against which the deferred tax assets can be utilised.

Current and deferred taxes are charged or credited in other comprehensive income if the tax relates to items that are credited or charged, in the same or a different period in other comprehensive income.

#### *n) Employee benefit obligations*

The Company provides other long-term employee benefits (Note 26). These benefits include retirement payments. The defined benefit obligation is calculated annually by independent actuary using a projected unit credit method. The projected unit credit method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.

Past service costs are recognized in the statement of comprehensive income immediately in the period in which they occur. Gains or losses on the curtailment or settlement of benefit plans are recognized when the curtailment or settlement occurs. The benefit obligation is measured at the present value of estimated future cash flows using a discount rate that is similar to the interest rate on government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the benefit obligation. Gains and losses resulting from changes in actuarial assumptions are recognized in other comprehensive income in the period in which they occur.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 2.4. Summary of accounting policies (continued)

#### n) *Employee benefit obligations (continued)*

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of comprehensive income.

The Company provides death in service short term benefits which are recognized as an expense of the period in which it incurred.

#### o) *Revenue recognition*

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, and sales taxes or duty. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements with the exception of the provision of its telecommunications infrastructure to third parties that offer value added services to its customer and sale of electricity. In these cases, the Company is acting as an agent.

Revenue from fixed telephony includes revenue from activation fees, monthly fees, calls placed by fixed line subscribers and revenue from additional services in fixed telephony.

Revenue from wholesale services includes interconnection services for domestic and international carriers, and revenue from usage of network by other operators. Revenues from the provision of its network to the provider of value added services are reported on a net basis. Revenues are exclusively the amount of the commission received.

Third parties using the Company's telecommunications network include roaming customers of other service providers and other telecommunications providers which terminate or transit calls on the Company's network. These wholesale (incoming) traffic revenues included in voice and non-voice (data and internet) revenues are recognized in the period of related usage. A proportion of the revenue received is often paid to other operators (interconnect) for the use of their networks, where applicable. The revenues and costs of these transit calls are stated gross in the financial statements as the Company is the principal supplier of these services using its own network freely defining the pricing of the services, and are recognized in the period of related usage.

Revenue from mobile telephony includes revenue from monthly fee and call charges for "post-paid" mobile customers, call charges for "pre-paid" mobile customers, call charges for customers of international mobile operators when roaming on the Company's mobile network, sale of mobile handsets, domestic interconnection revenues related to mobile network, revenues for short and multimedia messages and data traffic revenues.

Revenue from unused tariff packages and prepaid vouchers is recognized when they are realised. Before their realisation, they are recorded as deferred revenues.

Revenue from the sales of electricity is recognized at fair value in the period when service is provided to customers.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 2.4. Summary of accounting policies (continued)

#### *o) Revenue recognition (continued)*

The Company offers certain multiple-element arrangements (bundled product offers) arrangements. For multiple-element arrangements, revenue recognition for each of the units of accounting (elements) identified must be determined separately. Total arrangement consideration relating to the bundled contract is allocated among the different elements based on their relative fair values (i.e. a ratio of the fair value of each element to the aggregated fair value of the bundled deliverables is generated).

The relative fair value of an individual element is limited by the proportion of the total arrangement consideration to be provided by the customer, the payment of which does not depend on the delivery of additional elements. If the fair value of the delivered elements cannot be determined reliably but the fair value of the undelivered elements can be determined reliably, the total consideration provided by the customer is allocated by determining the fair value of the delivered elements as the difference between the total consideration and the fair value of the undelivered elements.

Revenue from internet and data services includes revenue from leased lines, frame relay, ATM, Ethernet services, ADSL subscription and traffic, fixed line access, VPN online, internet traffic to T-Com call number, Multimedia services, IP phone (access and traffic) and IPTV. Service revenues are recognized when the services are provided in accordance with contractual terms and conditions.

Revenue from ICT includes revenue from restructuring business processes, application management services, technology infrastructure and system maintenance, the design and development of complex IT systems to a client's specifications (design and build) and WEB hosting. For bundled product arrangements, revenue recognition for each of the elements relating to the bundled contract is allocated among the different elements based on their relative fair values (i.e. a ratio of the fair value of each element to the aggregated fair value of the bundled deliverable).

Revenues from application management services, technology infrastructure and system maintenance are recognised on a straight-line basis over the term of the contract. Revenues from time and material contracts are recognised based on contracted prices and direct cost incurred. Revenue from product maintenance contracts are recognized on a straight-line basis over the delivery period.

Revenues and expenses from fixed-price design and build contracts where the outcome can be estimated reliably are recognised under percentage-of completion (POC) method. Estimates are revised and can result in decrease or an increase of estimated revenues and expenses and are included in statement of comprehensive income in the year in which circumstances that give rise to the revision become known to management.

Revenues from one-time-charge licensed software are recognized at the inception of licence term when all revenue recognition criteria have been met. Revenues from monthly licence charges are recognised on a subscription basis over the period that the client is entitled to use the licence. Revenues for maintenance, unspecified upgrades and technical support are recognised over the period such items are delivered.

Revenues and expenses associated with the sale of telecommunications equipment and accessories are recognized when the products are delivered, provided that there are no unfulfilled obligations that affect the customer's final acceptance of the arrangement.

Revenue from dividends is recognized when the Company's right to receive the payment is established.

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.4. Summary of accounting policies (continued)

##### *o) Revenue recognition (continued)*

Interest revenue is recognized as interest accrues (using the effective interest rate which is the rate that discounts receipts through the expected life of the financial instrument to the net carrying amount of the financial asset).

##### *p) Cash and cash equivalents*

Cash and cash equivalents comprise cash on hand, demand deposits, corporate commercial papers and short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and which are subject to an insignificant risk of change in value. Investments that are classified as cash and cash equivalents are held only as means of settling liabilities and not as an investment.

##### *q) Borrowings*

Borrowing costs, which include interest and other costs incurred in connection with the borrowing of funds, including exchange differences arising from foreign currency borrowings, are expensed in the period in which they are incurred, except those which directly attributable to the acquisition, construction or production of qualifying assets and are capitalised. Borrowings are initially recognized in the amount of the proceeds received net of transaction costs.

##### *r) Financial assets*

All investments, other than loans and receivables originated by the Company, are classified as available-for-sale.

Available-for-sale financial assets are classified as current assets if management intends to realise them within 12 months after the statement of financial position date. All purchases and sales of investments are recognized on the settlement date.

Financial assets are initially measured at cost, which is the fair value of the consideration given for them, including transaction costs.

Available-for-sale financial assets and trading financial assets are subsequently carried at fair value without any deduction for transaction costs by reference to their quoted market price at the statement of financial position date. Gains or losses on measurement to the fair value of available-for-sale financial assets are recognized in other comprehensive income, until the investment is sold or otherwise disposed of, or until it is determined to be impaired, at which time the cumulative gain or loss previously recognized in other comprehensive income is included in the net profit or loss for the period.

Financial instruments are generally recognized as soon as the Company becomes a party to the contractual regulations of the financial instrument. However, in the case of regular way purchase or sale (purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the timeframe established generally by regulation or convention in the marketplace concerned), the settlement date is relevant for the initial recognition and derecognition. A financial asset is derecognized when the cash is collected or the rights to receive cash from the assets have expired. A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.4. Summary of accounting policies (continued)

##### r) *Financial assets (continued)*

Securities obtained under agreements to resell ("reverse REPO agreements") are essentially guarantees or collateral for money held with banks and are not recorded in the balance sheet. The related amounts held by banks are recorded as secured deposits for maturities over three months or as cash equivalents for maturities less than three months.

##### s) *Provisions*

A provision is recognized when, and only when, the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each statement of financial position date and adjusted to reflect the current best estimate.

Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditures expected to be required to settle the obligation. When discounting is used, the increase in provision reflecting the passage of time is recognized as financial expense.

Provisions for termination benefits are recognized when the Company is demonstrably committed to a termination of employment contracts, that is when the Company has a detailed formal plan for the termination which is without realistic possibility of withdrawal. Provisions for termination benefits are computed based on amounts paid or expected to be paid in redundancy programs.

Levies and charges, such as taxes other than income tax or regulatory fees based on information related to a period before the obligation to pay arises, are recognised as liabilities when the obligating event that gives rise to pay a levy occurs, as identified by the legislation that triggers the obligation to pay the levy. If a levy is paid before the obligating event, it is recognised as prepayment.

##### t) *Contingencies*

Contingent assets are not recognized in the financial statements. They are disclosed when an inflow of economic benefits is probable.

Contingent liabilities are not recognized in the financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

##### u) *Share-based payments*

The cost of cash-settled and equity-settled transactions is measured initially at fair value at the grant date using a binomial model, further details of which are given in Note 38. This fair value is expensed over the period until the vesting date with recognition of a corresponding liability for cash-settled and equity-settled transactions are recognised in equity. The liability is remeasured to fair value at each statement of financial position date up to and including the settlement date with changes in fair value recognized in the statement of comprehensive income.



## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 2.4. Summary of accounting policies (continued)

v) *Events after reporting period*

Post-year-end events that provide additional information about the Company's position at the statement of financial position date (adjusting events) are reflected in the financial statements. Post-year-end events that are not adjusting events are disclosed in the notes to the financial statements when material.

w) *Trade payables*

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

x) *Dividend distribution*

Dividend distributions to the Company's shareholders are recognized as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

y) *Earnings per share*

Earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year excluding ordinary shares purchased by the Company and held as treasury shares.

z) *Contributed equity*

Ordinary shares are classified as equity. Shares held by the Company are disclosed as treasury shares and deducted from contributed equity.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 3 Segment information

The business reporting format of the Company for the purposes of segment reporting is determined to be Residential, Business and Network and Support Function segments as the Company's risks and rates of return are affected predominantly by differences in the market and customers. The segments are organised and managed separately according to the nature of the customers and markets that the services are rendered to, with each segment representing a strategic business unit that offers different products and services.

The Residential Segment includes marketing, sales and customer services, focused on providing mobile, fixed line telecommunications, TV distribution services and electricity to residential customers.

The Business Segment includes marketing, sales and customer services, focused on providing mobile and fixed line telecommunications, electricity and systems integration services to corporate customers, small- and medium-sized businesses and the public sector. The Business Segment is also responsible for the wholesale business in both fixed and mobile services.

The Network and Support Functions segment performs cross-segment management and support functions, and includes the Technology, Procurement, Accounting, Treasury, Legal and other central functions. The Network and Support Functions is included in segment information as a voluntary disclosure since it does not meet the criteria for an operating segment.

The Management Board, as the chief operating decision maker, monitors the operating results of business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on contribution margin II or segment result (as calculated in the table below).

The Company's geographical disclosures are based on the geographical location of its customers.

Management of the Company does not monitor assets and liabilities by segments and therefore this information has not been disclosed.

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**3 Segment information (continued)**

The following tables present revenue and direct cost information regarding the Company's segments:

Year ended 31 December 2015	Residential	Business	Network and Support functions	Total
	HRK million	HRK million	HRK million	HRK million
Net revenue	3,552	2,324	-	5,876
<i>Mobile revenue</i>	1,790	960	-	2,750
<i>Fixed revenue</i>	1,734	1,159	-	2,893
<i>System solutions revenue</i>	-	185	-	185
<i>Miscellaneous revenue</i>	28	20	-	48
Usage related direct costs	(206)	(136)	-	(342)
Income and losses on accounts receivable	(30)	(21)	-	(51)
Contribution margin I	3,316	2,167	-	5,483
Non-usage related direct costs	(505)	(412)	-	(917)
Segment result (contribution margin II)	2,811	1,755	-	4,566
Other income	-	-	91	91
Other operating expenses	(375)	(241)	(1,557)	(2,173)
Depreciation, amortization and impairment of non-current assets	-	-	(1,336)	(1,336)
<b>Operating profit</b>	<b>2,436</b>	<b>1,514</b>	<b>(2,802)</b>	<b>1,148</b>
Year ended 31 December 2016				
Net revenue	3,525	2,394	-	5,919
<i>Mobile revenue</i>	1,880	964	-	2,844
<i>Fixed revenue</i>	1,617	1,151	-	2,768
<i>System solutions revenue</i>	-	205	-	205
<i>Miscellaneous revenue</i>	28	74	-	102
Usage related direct costs	(207)	(152)	-	(359)
Income and losses on accounts receivable	(4)	(20)	-	(24)
Contribution margin I	3,314	2,222	-	5,536
Non-usage related direct costs	(568)	(457)	-	(1,025)
Segment result (contribution margin II)	2,746	1,765	-	4,511
Other income	-	-	151	151
Other operating expenses	(353)	(240)	(1,555)	(2,148)
Depreciation, amortization and impairment of non-current assets	-	-	(1,332)	(1,332)
<b>Operating profit</b>	<b>2,393</b>	<b>1,525</b>	<b>(2,736)</b>	<b>1,182</b>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**3 Segment information (continued)**

*Revenue by geographical area*

	2016 HRK million	2015 HRK million
Republic of Croatia	5,740	5,728
Rest of the world	179	148
	<u>5,919</u>	<u>5,876</u>

All of the Company's assets are located in Croatia.

None of the Company's external customers represents a significant source of revenue.

**4 Other operating income**

	2016 HRK million	2015 HRK million
Gain from sale of non-current assets	36	12
Rental income	32	27
Income from penalties and damage compensations	16	12
Other	67	40
	<u>151</u>	<u>91</u>

**5 Merchandise, material and energy expenses**

	2016 HRK million	2015 HRK million
Cost of goods sold	745	709
Energy costs	94	97
Energy sales costs	92	48
Cost of raw material and supplies	16	16
	<u>947</u>	<u>870</u>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**6 Service expenses**

	2016 HRK million	2015 HRK million
Domestic interconnection	212	200
International interconnection	147	142
Other services	197	189
	<u>556</u>	<u>531</u>

**7 Depreciation, amortization and impairment of non-current assets**

	2016 HRK million	2015 HRK million
Depreciation	801	825
Amortization	451	489
	<u>1,252</u>	<u>1,314</u>
Impairment loss	80	22
	<u>1,332</u>	<u>1,336</u>

Notes 14, 15 and 16 disclose further details on amortization and depreciation expense and impairment loss.

**8 Employee benefits expenses**

	2016 HRK million	2015 HRK million
Gross salaries without contribution	475	487
Taxes, contribution and other payroll costs	132	143
Contribution from gross salaries	117	119
Redundancy expenses (Note 27)	77	86
Long-term employee benefits	1	1
	<u>802</u>	<u>836</u>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**9 Other expenses**

	2016	2015
	HRK million	HRK million
Licence cost	311	315
Maintenance services	286	307
Rent (Note 32)	132	118
Contract workers	108	73
Advertising	100	95
Selling commissions	98	88
Non-income taxes and contribution	35	37
Postal expenses	32	36
Provision of trade receivables – net (Note 21)	24	51
Education and consulting	29	32
Call centre and customer care support	23	32
Daily allowances and other costs of business trips	19	15
Discounts granted to customers	14	14
Insurance	12	11
Expenses related to customers acquisition	10	4
Provisions for charges and risks	9	(1)
Expenses from penalties and damage compensations	6	6
Write down of inventories	5	6
Loss on disposal of fixed assets	1	1
Other operating charges	58	61
	<b>1,312</b>	<b>1,301</b>

**10 Finance income**

	2016	2015
	HRK million	HRK million
Interest income	18	22
Foreign exchange gains	25	26
Income from sale of bonds	12	-
	<b>55</b>	<b>48</b>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**11 Finance costs**

	2016	2015
	HRK million	HRK million
Interest expense	60	55
Foreign exchange loss	39	8
Other finance costs	6	12
	<u>105</u>	<u>75</u>

**12 Income tax expense**

a) *Tax on profit*

	2016	2015
	HRK million	HRK million
Current tax expense	249	223
Deferred tax expense	(13)	4
	<u>236</u>	<u>227</u>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**12 Income tax expense (continued)**

*b) Reconciliation of the taxation charge to the income tax rate*

	2016 HRK million	2015 HRK million
Profit before taxes	1,145	1,121
Income tax at 20% (domestic rate)	229	224
Tax effect of:		
Income not subject to tax	(3)	(1)
Expenses not deductible for tax purposes	3	3
Other	1	1
Impact of the tax rate reduction /i/	6	-
	<b>236</b>	<b>227</b>
Effective tax rate	20.61%	20.25%

/i/The reduction of Croatia's income tax rate from 20% to 18% will be effective from 1 January 2017. As a result, the relevant deferred tax balances have been remeasured.

The Company utilized a tax incentive in previous periods in respect of reinvesting profit and increasing the share capital in the same amount. If subsequently the capital that was increased by reinvested profit is decreased, this may result in a future tax liability for the Company. The Company believes a future tax liability will not arise in this regard. Issued share capital was increased in 2015 in the amount of HRK 940 million. (Note 29).



Notes to the financial statements (continued)  
For the year ended 31 December 2016

**12 Income tax expense (continued)**

Components and movements of deferred tax assets and liabilities are as follows:

Deferred tax assets and liabilities recognized in:	31 December 2016	(charged) / credited in 2016	31 December 2015	(charged) / credited in 2015	31 December 2014
	HRK million	HRK million	HRK million	HRK million	HRK million
<i>Statement of comprehensive income</i>					
Non-tax deductible provisions	11	(4)	15	(5)	20
Property, plant and equipment write down	32	20	12	1	11
Accrued interest on legal cases	1	(1)	2	(1)	3
Other	15	(2)	17	1	16
	<u>59</u>	<u>13</u>	<u>46</u>	<u>(4)</u>	<u>50</u>
<i>Other comprehensive income</i>					
Actuarial gains and losses	-	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>Deferred income tax asset</b>	<b><u>59</u></b>	<b><u>13</u></b>	<b><u>46</u></b>	<b><u>(4)</u></b>	<b><u>50</u></b>
<i>Statement of comprehensive income</i>					
Past service costs	-	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<i>Other comprehensive income</i>					
Actuarial gains and losses	-	-	3	-	3
	<u>-</u>	<u>-</u>	<u>3</u>	<u>-</u>	<u>3</u>
<b>Deferred income tax liability</b>	<b><u>3</u></b>	<b><u>-</u></b>	<b><u>3</u></b>	<b><u>-</u></b>	<b><u>3</u></b>

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 12 Income tax expense (continued)

Deferred tax assets have been recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised. Deferred tax assets have not been discounted.

Deferred tax assets arise on the impairment of property, plant and equipment, on provision for impairment of receivables and inventories (materials, merchandise), and accruals and provisions and other temporary differences. Out of the total deferred tax asset, current portion amounts to HRK 23 million.

There are no formal procedures in the Republic of Croatia to agree the final level of tax charge upon submission of the declaration for corporate tax and VAT. However, such tax settlements may be subject to review by the relevant tax authorities during the limitation period of six years. The limitation period of six years starts with the year that follows the year of submission of tax declarations, i.e. 2018 for the 2016 tax liability.

In 2015, the tax authorities started conducting a supervision review of HT's corporate tax and VAT returns for the year ended 2014. This review by the tax authorities is still on-going.

#### 13 Earnings per share

Basic earnings per share amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share amounts are equal to basic earnings per share since there are no dilutive potential ordinary shares or share options.

The following reflects the income and share data used in the basic and diluted earnings per share computations:

	2016	2015
Profit for the year attributable to ordinary equity holders of the Company in HRK million	909	894
Weighted average number of ordinary shares for basic earnings per share	81,884,604	81,884,604
	<b>HRK 11.10</b>	<b>HRK 10.92</b>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

14 Intangible assets

	Licences	Software	Other assets	Assets under construction	Total
	HRK million	HRK million	HRK million	HRK million	HRK million
<b>As at 1 January 2015</b>					
Cost	581	2,949	599	44	4,173
Accumulated amortization and impairment losses	(224)	(2,420)	(398)	-	(3,042)
<b>Net book value</b>	<b>357</b>	<b>529</b>	<b>201</b>	<b>44</b>	<b>1,131</b>
<b>Year ended 31 December 2015</b>					
Opening net book value	357	529	201	44	1,131
Additions	-	168	190	84	442
Transfers	-	45	1	(46)	-
Amortization charge	(36)	(281)	(172)	-	(489)
Impairment loss	-	(1)	-	-	(1)
<b>Net book value</b>	<b>321</b>	<b>460</b>	<b>220</b>	<b>82</b>	<b>1,083</b>
<b>As at 31 December 2015</b>					
Cost	481	3,131	791	82	4,485
Accumulated amortization and impairment losses	(160)	(2,671)	(571)	-	(3,402)
<b>Net book value</b>	<b>321</b>	<b>460</b>	<b>220</b>	<b>82</b>	<b>1,083</b>
<b>Year ended 31 December 2016</b>					
Opening net book value	321	460	220	82	1,083
Additions	-	150	303	110	563
Transfers	-	55	22	(63)	14
Amortization charge	(36)	(221)	(194)	-	(451)
Impairment loss	-	(10)	-	-	(10)
<b>Net book value</b>	<b>285</b>	<b>434</b>	<b>351</b>	<b>129</b>	<b>1,199</b>
<b>As at 31 December 2016</b>					
Cost	481	3,170	821	129	4,601
Accumulated amortization and impairment losses	(196)	(2,736)	(470)	-	(3,402)
<b>Net book value</b>	<b>285</b>	<b>434</b>	<b>351</b>	<b>129</b>	<b>1,199</b>

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### **14 Intangible assets (continued)**

The intangible assets of the Company as at 31 December 2016 include five licences for use of the radio frequency spectrum (Notes 2.4. e) and 37 b)).

Assets under construction primarily relate to software and the various licences for the use of software.

##### *Additions of intangible assets*

Major additions in 2016 relate to application, system and network technology software and user licences in the amount of HRK 150 million and capitalised content costs of content in the amount of HRK 169 million.

##### *Impairment loss*

During 2016, the Company recognized an impairment loss for intangible assets of HRK 10 million (2015: HRK 1 million).

##### *Disposal of intangible assets*

The disposal of intangible assets primarily relates to the disposal of capitalized content costs in gross amount of HRK 288 million and software HRK 170 million (2015: HRK 100 million).

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**15 Property, plant and equipment**

	Land and buildings	Telecom plant and machinery	Tools, vehicles, IT and office equipment	Assets under construction	Total
	HRK million	HRK million	HRK million	HRK million	HRK million
<b>As at 1 January 2015</b>					
Cost	2,222	11,581	944	304	15,051
Accumulated depreciation and impairment losses	(1,228)	(7,991)	(776)	(8)	(10,003)
<b>Net book value</b>	<b>994</b>	<b>3,590</b>	<b>168</b>	<b>296</b>	<b>5,048</b>
<b>Year ended 31 December 2015</b>					
Opening net book value	994	3,590	168	296	5,048
Additions	14	478	32	369	893
Transfers	7	184	10	(201)	-
Disposals	(10)	-	(1)	(1)	(12)
Depreciation charge	(85)	(677)	(61)	-	(823)
Impairment loss	-	(20)	-	(1)	(21)
<b>Net book value</b>	<b>920</b>	<b>3,555</b>	<b>148</b>	<b>462</b>	<b>5,085</b>
<b>As at 31 December 2015</b>					
Cost	2,226	11,653	965	470	15,314
Accumulated depreciation and impairment losses	(1,306)	(8,098)	(817)	(8)	(10,229)
<b>Net book value</b>	<b>920</b>	<b>3,555</b>	<b>148</b>	<b>462</b>	<b>5,085</b>
<b>Year ended 31 December 2016</b>					
Opening net book value	920	3,555	148	462	5,085
Additions	24	558	22	307	911
Transfers	27	299	21	(350)	(3)
Disposals	(19)	(1)	-	-	(20)
Depreciation charge	(79)	(662)	(58)	-	(799)
Impairment loss	-	(70)	-	-	(70)
<b>Net book value</b>	<b>873</b>	<b>3,679</b>	<b>133</b>	<b>419</b>	<b>5,104</b>
<b>As at 31 December 2016</b>					
Cost	2,258	11,911	901	419	15,497
Accumulated depreciation and impairment losses	(1,385)	(8,232)	(768)	-	(10,393)
<b>Net book value</b>	<b>873</b>	<b>3,679</b>	<b>133</b>	<b>419</b>	<b>5,104</b>

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 15 Property, plant and equipment (continued)

Included within assets under construction of the Company are major spare parts of HRK 60 million (31 December 2015: HRK 16 million), net of an impairment provision of HRK 0 million (31 December 2015: HRK 1 million).

Beginning in 2001, the Company has performed additional procedures which have provided support for the existence of legal title to land and buildings transferred from HPT s.p.o. under the Separation Act of 10 July 1998. The Company is still in the process of formally registering this legal title. The Company does not have any material property, plant and equipment held for disposal.

#### *Additions of property, plant and equipment*

Major additions in 2016 relate to infrastructure and network equipment.

#### *Impairment loss*

In 2016, the Company recognized an impairment loss on property, plant and equipment of HRK 70 million (2015: HRK 21 million) mostly relating to change of customer premises equipment due to transfer to the newer technology. The recoverable amount of that equipment is its estimated fair value less costs of disposal, which is based on the best information available to reflect the amount that the Company could obtain, at the statement of financial position date, from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal. The fair value measurement is categorised within level 3 under IFRS13 categorisation. The impaired asset is used jointly by residential and business segments.

#### *Disposal of property, plant and equipment*

The disposal of the property, plant and equipment primarily relates to the disposal of telecom switches and old devices, old tools, IT, office equipment and vehicles in the gross amount of HRK 731 million (2015: HRK 630 million).

#### *Ownership over ducts*

Although assets (including the ducts as a part of the infrastructure) were transferred from the legal predecessor of the Company, HPT Public Company, by virtue of the Law on Separation of Croatian Post and Telecommunication and contributed by the Republic of Croatia to the share capital at the foundation of the Company on 1 January 1999, according to other Croatian legislation, part of the Company's infrastructure that is considered real estate, which is also known as Distributive Telecommunication Infrastructure (DTI, TI or ducts), does not have all the necessary documents (building, use permits etc.) and a major portion of these assets is not registered in the land registry, which may be relevant to the issue of proving the ownership towards third parties. Intrusions in HT's ducts by other competitors and some claims of ownership over these assets by the local authorities (the City of Zagreb), may have a material effect on the financial statements in the case that HT will not be able to prove its ownership rights for such ducts. However, HT management believes the likelihood of occurrence of such circumstances is remote. Therefore, no adjustments were made to these financial statements in respect of this matter.

The net book value of all the Company's ducts as at 31 December 2016 is HRK 857 million (31 December 2015: HRK 812 million).

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**15 Property, plant and equipment (continued)**

*Leased assets*

Telecom equipment includes the following amounts where the Company is a lessee under a finance lease:

	31 December 2016 HRK million	31 December 2015 HRK million
Cost	58	22
Accumulated depreciation	(5)	-
<b>Net book value</b>	<b>53</b>	<b>22</b>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**16 Investment property**

	HRK million
<b>As at 1 January 2015</b>	
Cost	101
Accumulated depreciation	<u>(45)</u>
<b>Net book value</b>	<b><u>56</u></b>
<b>Year ended 31 December 2015</b>	
Opening net book value	56
Additions	3
Depreciation charge	<u>(2)</u>
<b>Net book value</b>	<b><u>57</u></b>
<b>As at 31 December 2015</b>	
Cost	104
Accumulated depreciation	<u>(47)</u>
<b>Net book value</b>	<b><u>57</u></b>
<b>Year ended 31 December 2016</b>	
Opening net book value	57
Additions	-
Transfers to property, plant and equipment	(11)
Depreciation charge	<u>(2)</u>
<b>Net book value</b>	<b><u>44</u></b>
<b>As at 31 December 2016</b>	
Cost	83
Accumulated depreciation	<u>(39)</u>
<b>Net book value</b>	<b><u>44</u></b>

The Company has classified unoccupied buildings and undeveloped land as investment property.



## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 17 Investments in subsidiaries

The net book value of investments in subsidiaries comprises:	31 December	31 December
	2016	2015
	HRK million	HRK million
Iskon Internet d.d.	477	477
Combis d.o.o.	189	189
E-tours d.o.o.	8	8
KDS d.o.o.	3	3
Optima Telekom d.d.	121	121
	<b>798</b>	<b>798</b>

The Company has the following subsidiaries in the Republic of Croatia:

<i>Company</i>	<i>Country of Business</i>	<i>Principal Activities</i>	<i>Ownership interest</i>
Iskon Internet d.d.	Republic of Croatia	Provision of internet and data services	100%
Combis d.o.o.	Republic of Croatia	Provision of IT services	100%
E-tours d.o.o.	Republic of Croatia	Provision of travel agency services	100%
KDS d.o.o.	Republic of Croatia	Provision of cable TV services	100%
Optima Telekom d.d.	Republic of Croatia	Provision of internet and data services	19.02%

In 2016, the Company received dividend from Combis d.o.o. in the amount of HRK 10 million (2015: nil).

#### *Acquisition of Optima Telekom*

In 2014, the Company acquired voting shares in Optima Telekom d.d. (Optima) through pre-bankruptcy settlement. Shares with value of HRK 52 million were acquired directly through court decision of converting receivables into equity share as of 18 June 2014. An additional ownership share was acquired through the Mandatory Convertible Loan (MCL) instrument in the amount of HRK 69 million as of 9 July 2014 and increase in Optima equity pursuant to Management Board decision as of 23 July 2014 and approval of the Supervisory board. These two transactions are treated as a single transaction in these financial statements.

The Company's total ownership share in Optima amounts to 19.02% as of 31 December 2016. Control over Optima was obtained through transfer of managerial rights in accordance with the agreement with Zagrebačka banka d.d., the single largest shareholder of Optima.

The Croatian Competition Agency has conditionally allowed the concentration of HT with Optima Telekom based on the proposed financial and operational restructuring plan of Optima within the pre-bankruptcy settlement procedure. The Croatian Competition Agency has determined a set of measures defining the rules of conduct for a participant in concentration with regard to management and control over Optima, among which is the implementation of a so called "Chinese wall" between Optima's and HT employees, in relation to all sensitive business information with the exception of reporting of financial data necessary for consolidation.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 17 Investments in subsidiaries (continued)

The control of HT over Optima is limited to a period of four years starting from 18 June 2014. Upon the expiration of the four-year period it is automatically terminated, without the possibility of extension. On the date of expiry of the third year, HT is required to start the process of selling all its Optima shares, during which HT will have the right to sell Optima shares held by Zagrebačka banka as well.

### 18 Investments accounted for using the cost method

The net book value of investments accounted for using the cost method comprises:

	31 December 2016 HRK million	31 December 2015 HRK million
<i>Joint venture:</i>		
HT d.d. Mostar	335	335
	<hr/>	<hr/>
	335	335
	<hr/>	<hr/>
<i>Associate:</i>		
HP d.o.o. Mostar	2	2
	<hr/>	<hr/>
	2	2
	<hr/>	<hr/>
	<b>337</b>	<b>337</b>
	<hr/>	<hr/>

#### a) Investment in joint venture:

The Company has an ownership interest of 39.1% in its joint venture HT d.d. Mostar which is incorporated in the Federation of Bosnia and Herzegovina. The principal activity of this company is provision of telecommunication services.

All decisions made by the Management Board and all decisions made by the Supervisory Board have to be approved by both of the majority shareholders. Therefore, the investment is classified as a jointly controlled entity. The rest of the company is mainly owned by Federation of Bosnia and Herzegovina (50.10%).

In 2016, the Company received dividend from HT d.d. Mostar in the amount of HRK 3 million (2015: nil).

#### b) Investment in associate:

The Company has an ownership interest of 30.29% in its associate HP d.o.o. Mostar which is incorporated in the Federation of Bosnia and Herzegovina. The principal activity of the associate is provision of postal services.

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**19 Available-for-sale financial assets**

Available-for-sale financial assets, at fair value, include the following:

<i>Issuer</i>	<i>Credit rating</i>	<i>Currency</i>	<i>Maturity</i>	31 December 2015 HRK million	31 December 2015 HRK million
<i>Domestic bond:</i>					
Government Republic of Croatia	BB-	HRK	8 February 2017	35	36
<i>Foreign bonds:</i>					
Government of the Netherlands	AAA	EUR	15 July 2025	-	145
Government of France	AA	EUR	25 May 2024	-	86
Government of Germany	AAA	EUR	15 May 2023	-	83
Government of Germany	AAA	EUR	4 September 2022	-	83
Government of Austria	AA+	EUR	20 October 2025	-	79
Government of Germany	AAA	EUR	15 February 2025	-	76
Government of the Netherlands	AAA	EUR	15 April 2016	-	76
Deutsche Telekom	BBB+	EUR	3 April 2020	946	-
Other				3	5
				<b>984</b>	<b>669</b>
Non-current				949	591
Current				35	78
				<b>984</b>	<b>669</b>

Interest rate on domestic bond is 4.75%. Interest rate on foreign bond is 0.049%.

The estimated fair value of investments in bonds at 31 December 2016 is determined by reference to their market value offered on the secondary capital market, which is an active market, at the statement of financial position date and belongs to level 1 under the financial instruments fair value hierarchy category. There were no classification changes among financial instruments fair value hierarchy categories in 2016.

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**20 Inventories**

	31 December 2016 HRK million	31 December 2015 HRK million
Inventories and spare parts	25	27
Merchandise	70	57
	<b>95</b>	<b>84</b>

**21 Trade and other receivables**

	31 December 2016 HRK million	31 December 2015 HRK million
Trade receivables	95	68
Other receivables	16	19
Non-current	111	87
Trade receivables	1,003	958
Other receivables	50	38
Current	1,053	996
	<b>1,164</b>	<b>1,083</b>

During 2013, the Company entered into several prebankruptcy settlements with its debtors which stipulate that part of reported current trade receivables is converted to non-current receivables (HRK 32 million) with maturities up to 5 years.

The aging analysis of trade receivables is as follows:

	Total HRK million	Neither past due nor impaired HRK million	Past due but not impaired				
			< 30 days HRK million	31-60 days HRK million	61-90 days HRK million	91-180 days HRK million	>180 days HRK million
31 December 2016	1,003	716	211	32	13	31	-
31 December 2015	958	762	113	33	16	34	-

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 21 Trade and other receivables (continued)

As at 31 December 2016, trade receivables with a nominal value of HRK 1,006 million (31 December 2015: HRK 1,061 million) were deemed impaired and fully provided for, mainly receivable past-due over 180 days.

Movements in the provision for impairment of receivables were as follows:

	2016 HRK million	2015 HRK million
As at 1 January	1,061	1,098
Charge for the year (Note 9)	77	109
Unused amounts reversed (Note 9)	(53)	(58)
Receivables written-off	(79)	(88)
<b>As at 31 December</b>	<b>1,006</b>	<b>1,061</b>

#### 22 Prepayments

Prepayments mainly consist of prepaid liabilities for concession fees towards regulator in amount of HRK 177 million (31 December 2015: HRK 177 million).

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**23 Cash and cash equivalents and bank deposits**

a) *Cash and cash equivalents*

Cash and cash equivalents comprise the following amounts:

	31 December 2016 HRK million	31 December 2015 HRK million
Cash on hand and balances with banks	1,131	1,913
Commercial papers	982	-
Time deposits with maturity less than 3 months	407	727
Secured deposits (reverse REPO agreements) with maturity less than 3 months	-	364
	<b>2,520</b>	<b>3,004</b>

b) *Currency breakdown of cash and cash equivalents and time deposits:*

	31 December 2016 HRK million	31 December 2015 HRK million
HRK	1,067	1,561
EUR	1,383	1,600
USD	70	72
GBP	-	2
	<b>2,520</b>	<b>3,235</b>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**23 Cash and cash equivalents and bank deposits (continued)**

c) *Time deposits with maturities more than 3 months*

	31 December 2015 HRK million	31 December 2015 HRK million
Foreign bank	-	230
Domestic banks	-	1
	<u>-</u>	<u>231</u>

d) *Guarantee deposits*

	Current		Non-current	
	31 December 2016 HRK million	31 December 2015 HRK million	31 December 2016 HRK million	31 December 2015 HRK million
Foreign bank	11	17	22	40
Domestic banks	1	1	-	-
	<u>12</u>	<u>18</u>	<u>22</u>	<u>40</u>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**23 Cash and cash equivalents and bank deposits (continued)**

*e) Secured deposits (reverse REPO agreements)*

<i>Issuer</i>	<i>Currency</i>	<i>Maturity</i>	31 December 2016 HRK million	31 December 2015 HRK million
<i>Reverse REPO agreements (Note 35 g):</i>				
Erste Steiermärkische Bank d.d.	HRK	27 January 2016	-	177
Raiffeisen Bank Austria d.d.	HRK	18 April 2016	-	117
Erste Steiermärkische Bank d.d.	HRK	22 February 2016	-	90
Raiffeisen Bank Austria d.d.	HRK	14 January 2016	-	74
Raiffeisen Bank Austria d.d.	HRK	1 February 2016	-	74
Erste Steiermärkische Bank d.d.	HRK	16 January 2017	160	-
Raiffeisen Bank Austria d.d.	HRK	14 February 2017	118	-
Erste Steiermärkische Bank d.d.	HRK	23 January 2017	157	-
Erste Steiermärkische Bank d.d.	HRK	24 January 2017	172	-
Raiffeisen Bank Austria d.d.	HRK	24 March 2017	79	-
Raiffeisen Bank Austria d.d.	HRK	9 May 2017	76	-
Raiffeisen Bank Austria d.d.	HRK	18 May 2017	75	-
Erste Steiermärkische Bank d.d.	HRK	28 April 2017	82	-
Erste Steiermärkische Bank d.d.	HRK	5 May 2017	127	-
Erste Steiermärkische Bank d.d.	HRK	21 April 2017	85	-
			<b>1,131</b>	<b>532</b>

Interest rates at 31 December 2016 on reverse REPO agreements range up to 0.35%.



Notes to the financial statements (continued)  
For the year ended 31 December 2016

**24 Trade payables and other liabilities**

	31 December 2016 HRK million	31 December 2015 HRK million
Content contracts	44	44
ECl contracts	79	36
Licence for radio frequency spectrum	9	15
Other	8	9
Non-current	140	104
Trade payables	1,062	1,123
Content contracts	143	149
VAT and other taxes payable	16	62
Payroll and payroll taxes	48	51
ECl contracts	45	34
Licence for radio frequency spectrum	9	8
Other	13	17
Current	1,336	1,444
	<b>1,476</b>	<b>1,548</b>

**25 Deferred income**

	31 December 2016 HRK million	31 December 2015 HRK million
Connection fee	-	3
Non-current	-	3
Prepaid vouchers	44	61
Connection fee	-	1
Other	29	28
Current	74	90
	<b>74</b>	<b>93</b>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**26 Employee benefit obligations**

Long-term employee benefits include retirement payments in accordance with the collective agreement. Jubilee awards were discontinued during 2014. Long-term employee benefits are determined using the projected unit credit method. Gains and losses resulting from changes in actuarial assumptions are recognized as other comprehensive income in the period in which they occur.

Long-term employee benefits include a compensation for the employees, described in Note 38.

The movement in the liability recognized in the statement of financial position was as follows:

	2016 HRK million	2015 HRK million
As at 1 January	11	8
LTIP – Variable II (Note 38)	3	3
Current portion of employee benefits obligations (Note 27)	(3)	-
Service costs	1	2
Benefit paid	(1)	(1)
Actuarial gains	-	(1)
<b>As at 31 December</b>	<b>11</b>	<b>11</b>
Retirement	1	1
LTIP – Variable II	10	10
	<b>11</b>	<b>11</b>

As at 31 December 2016, the current portion of the provision for LTIP programme amounts to HRK 3 million.

The principal actuarial assumptions used to determine retirement benefit obligations as at 31 December were as follows:

	2016 in %	2015 in %
Discount rate (annually)	3.0	4.15

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**27 Provisions for other liabilities and charges**

	Legal claims	Asset retirement obligation	Redundancy	Variable salary	Unused vacation	Total
	HRK million	HRK million	HRK million	HRK million	HRK million	HRK million
<b>As at 1 January 2016</b>	<b>28</b>	<b>28</b>	<b>4</b>	<b>60</b>	<b>7</b>	<b>127</b>
Additions	15	-	77	81	4	177
Utilisation	(17)	-	(64)	(82)	(7)	(170)
Reversals	(6)	(13)	-	(2)	-	(21)
Current portion of employee benefits obligations (Note 26)	-	-	-	3	-	3
Interest costs		7	-	-	-	7
<b>As at 31 December 2016</b>	<b>20</b>	<b>22</b>	<b>17</b>	<b>60</b>	<b>4</b>	<b>123</b>
Non-current	20	22	-	-	-	42
Current	-	-	17	60	4	81
	<b>20</b>	<b>22</b>	<b>17</b>	<b>60</b>	<b>4</b>	<b>123</b>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**27 Provisions for other liabilities and charges (continued)**

a) *Legal claims*

As at 31 December 2016, the Company has provided estimated amounts for several legal actions and claims that management has assessed as probable to result in outflow of resources of the Company.

b) *Asset retirement obligation*

Asset retirement obligation primarily exists in the case of telecommunications structures constructed on third parties' properties. The Company carries out a revision of the necessary provisions every year.

c) *Redundancy*

Redundancy expenses and provisions include the amount of gross severance payments and other related costs for employees whose employment contracts are terminated during 2016.

**28 Lease liabilities**

	31 December 2016 HRK million	31 December 2015 HRK million
Commitments in relation to finance lease are payable as follows:		
Within one year	12	3
Later than one year but not later than five years	41	7
Later than five years	-	-
<b>Minimum lease payments</b>	<b>53</b>	<b>10</b>
Future finance changes	(4)	(1)
<b>Recognised as a liability</b>	<b>49</b>	<b>9</b>
The present value of finance lease liabilities is as follows:		
Within one year	11	2
Later than one year but not later than five years	38	7
Later than five years	-	-
<b>Minimum lease payments</b>	<b>49</b>	<b>9</b>

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 29 Issued share capital

Authorised, issued, fully paid and registered share capital:

	31 December 2016 HRK million	31 December 2015 HRK million
81,888,535 ordinary shares without par value	<u>9,823</u>	<u>9,823</u>

The number of shares in issue remained unchanged between 1 January 1999 and 31 December 2016.

In 2016, the Company did not acquire any of its own shares (2015: nil). The Company holds 2,966 of its own shares as at 31 December 2016.

Issued share capital increased in 2015 by amount of HRK 940 million due to partial reinvestment of profit for the year 2014 in accordance with provisions of the related tax regulations (Note 12).

#### 30 Legal reserves

Legal reserves represent reserves prescribed by the Company Act in the amount of 5% of the net profit for the year, until these reserves amount to 5% of the issued share capital. Legal reserves that do not exceed the above amount can only be used to cover current year or prior year losses. If the legal reserves exceed 5% of the issued capital they can also be used to increase the issued share capital of the Company. These reserves are not distributable.

#### 31 Retained earnings

In 2016, the Company paid a dividend of HRK 6.00 per share (2015: HRK 7.00) for a total of HRK 491 million (2015: HRK 573 million).

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**32 Commitments**

*a) Operating lease commitments*

The Company has operating lease commitments in respect of buildings, land, equipment and cars.

Operating lease charges:

	2016 HRK million	2015 HRK million
Current year expense (Note 9)	<u>132</u>	<u>118</u>

Future minimum lease payments under non-cancellable operating leases were as follows:

	31 December 2016 HRK million	31 December 2015 HRK million
Within one year	139	135
Between 1 and 5 years	323	376
Greater than 5 years	<u>133</u>	<u>148</u>
	<b><u>595</u></b>	<b><u>659</u></b>

The contracts relate primarily to property leases and car leases.

*b) Capital commitments*

The Company was committed under contractual agreements to capital expenditure as follows:

	31 December 2016 HRK million	31 December 2015 HRK million
Intangible assets	108	100
Property, plant and equipment	<u>554</u>	<u>964</u>
	<b><u>662</u></b>	<b><u>1,064</u></b>

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 33 Contingencies

At the time of preparation of these consolidated financial statements, there are outstanding claims against the Company. In the opinion of the management, the settlement of these cases will not have a material adverse effect on the financial position of the Company, except for certain claims for which a provision was established (Note 27).

The Company vigorously defends all of its legal claims and potential claims, including regulatory matters, third party claims and employee lawsuits. There is no history of significant settlements in Croatia under either the Competition Law or imposed by Misdemeanour Courts. Due to the lack of relevant practice and due to the fact that the proceedings are still in progress, the Company is not able to determine the possible outcome of these cases.

#### *Competition Agency proceedings regarding retransmission of football games*

Competition Authority initiated, ex officio, by its decision dated 3 January 2013, formal proceedings against HT relating to potential abuse of dominant position in the market of distribution of premium sport content due to the fact that ArenaSport channels and premium sport content (such as Croatian national league – MAXtv Prva liga, UEFA Champions League and UEFA Europe League) are available only through MAXtv service.

The proceeding is pending.

The pecuniary fine pursuant to the Competition Act is limited to up to 10% of yearly turnover of the Company in the last year for which financial reports have been concluded. Also, according to the Agency's practice, the fine is usually connected with up to 30% of the turnover acquired from the services provided on the relevant market. On the basis of the results for 2016, 30% of the revenue of MAXtv services would amount to HRK 105 million.

#### *Ownership claim of Distributive Telecommunication Infrastructure (DTI) by the City of Zagreb*

With respect to the ducts issue mentioned under Property, plant and equipment (Note 15), on 16 September 2008, the Company received a lawsuit filed by the Zagreb Holding Ltd. branch Zagreb Digital City ("ZHZDG") against the Company. ZHZDG is claiming the ownership of the City of Zagreb over DTI on the area of the City of Zagreb and demanding a payment in the range of up to HRK 390 million plus interest.

This law suit is based on a claim that HT is using DTI owned by the City of Zagreb without any remuneration.

On 10 December 2012, the Company received the partial interlocutory judgement and partial judgement by which it was determined that HT is obliged to pay to ZHZDG the fee for usage of the DTI system, and that until the legal validity of this partial interlocutory judgment, litigation will be stopped regarding the amount of the claim. Furthermore, the claim in the part concerning the establishment of the ownership of the City of Zagreb over DTI and other communal infrastructure for laying telecommunication installations on the area of the City of Zagreb for the purpose of communication-information systems and services was rejected. Decision on the litigation costs was left for later judgment. On 21 December 2012, the Company submitted the appeal against this judgment.

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**33 Contingencies (continued)**

*Ownership claim of Distributive Telecommunication Infrastructure (DTI) by the City of Zagreb (continued)*

On August 4, 2015 the second instance County Court of Varaždin accepted HT's remedy and returned the case back to the first instance court proceeding within which the plaintiff will need to justify its right to file a claim before the court (i.e. to raise an action/locus standi) as well as to justify and substantially evidence his claim against HT – what kind of DTI, where/on what location, how and during what period was used by HT.

In June 2016, the plaintiff raised its claim for the additional amount of HRK 90 million; that is fee for usage of the DTI system in the area of Zagreb for period as of 20 June 2011 until 20 June 2012, as to avoid statute of limitation for this period. Therefore, the claim amounts now altogether to HRK 480 million, plus interest.

Based on the merit and development of the above legal proceedings, the Company concluded that the likelihood of an obligation arising from these legal cases is remote, and that there was no need to present a provision related to these cases in these financial statements.

**34 Balances and transactions with related parties**

The transactions disclosed below primarily relate to transactions with the companies owned by DTAG. The Company enters into transactions in the normal course of business on an arm's length basis. These transactions included the sending and receiving of international traffic to/from these companies during 2016 and 2015. Further, DTAG provided technical assistance services to the Company of HRK 7 million (2015: HRK 13 million).

The main transactions with related parties during 2016 and 2015 were as follows:

	Revenue		Expenses	
	2016	2015	2016	2015
<i>Related party:</i>	HRK million	HRK million	HRK million	HRK million
<i>Ultimate parent</i>				
Deutsche Telekom AG, Germany	82	49	127	126
<i>Joint venture</i>				
HT d.d. Mostar, Bosnia and Herzegovina	7	6	6	4
<i>Subsidiaries of ultimate parent</i>				
Telekom Deutschland GmbH, Germany	16	10	12	11
T-Mobile Austria GmbH, Austria	3	2	3	1
T-Systems International GmbH, Germany	4	3	14	6
Magyar Telekom Nyrt., Hungary	6	6	5	3
Slovak Telecom a.s., Slovakia	13	4	-	-
Others	14	12	10	8
	<b>145</b>	<b>92</b>	<b>177</b>	<b>159</b>



Notes to the financial statements (continued)  
For the year ended 31 December 2016

**34 Balances and transactions with related parties (continued)**

The statement of financial position includes the following balances resulting from transactions with related parties:

	Receivables		Payables	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
<i>Related party:</i>	HRK million	HRK million	HRK million	HRK million
<i>Ultimate parent</i>				
Deutsche Telekom AG, Germany	21	3	159	117
<i>Subsidiaries of ultimate parent</i>				
Telekom Deutschland GmbH, Germany	-	-	3	2
Magyar Telekom, Hungary	1	2	1	-
Slovak Telecom a.s., Slovakia	10	-	-	-
T-Systems International GmbH, Germany	-	-	6	2
Others	4	4	2	1
	<b>36</b>	<b>9</b>	<b>171</b>	<b>122</b>

At the year end the Company invested in commercial paper of ultimate parent in the amount of HRK 982 millions (Note 23).

The Company had the following balances arising from transactions with its subsidiaries excluding loans in the amount of HRK 1 million (31 December 2015: HRK 1 million):

	Revenues	Capital expenditures	Expenses	Receivables	Payables
<i>Subsidiaries:</i>	HRK million	HRK million	HRK million	HRK million	HRK million
2016 / 31 December 2016	260	81	90	79	64
2015 / 31 December 2015	<u>253</u>	<u>78</u>	<u>77</u>	<u>69</u>	<u>45</u>

The Company was committed under contractual agreements to capital expenditure with its subsidiaries as follows:

	31 December 2016	31 December 2015
	HRK million	HRK million
Intangible assets	28	4
Property, plant and equipment	<u>37</u>	<u>62</u>
	<b>65</b>	<b>66</b>

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 34 Balances and transactions with related parties (continued)

The Federal Republic of Germany is both a direct and an indirect shareholder and holds approximately 32% of the share capital of DTAG. Due to the average attendance at the shareholders' meetings, the Federal Republic of Germany represents a solid majority at the shareholders' meetings of DTAG, although it only has a minority shareholding, making DTAG a dependant company of the Federal Republic of Germany. Therefore, the Federal Republic of Germany and the companies controlled by the Federal Republic of Germany or companies over which the Federal Republic of Germany can exercise a significant influence are classified as related parties of DTAG, and consequently of the Company as well. The Company did not execute as part of its normal business activities any transactions that were individually material in the 2016 or 2015 financial year with companies controlled by the Federal Republic of Germany or companies over which the Federal Republic of Germany can exercise a significant influence.

#### *Compensation to the members of the Supervisory Board*

The chairman of the Supervisory Board receives remuneration in the amount of 1.5 times of the average net salary of the employees of the Company paid in the preceding month. To the deputy chairman, remuneration is the amount of 1.25 times of the average net salary of the employees of the Company paid in the preceding month is paid, while any other member receives the amount of one average net salary of the employees of the Company paid in the preceding month. To a member of the Supervisory Board, who is in the same time the Chairman of the Audit Committee of the Supervisory Board, remuneration is the amount of 1.5 times of the average monthly net salary of the employees of the Company paid in the preceding month. To a member of the Supervisory Board, who is in the same time a Member of the Audit Committee of the Supervisory Board, remuneration is the amount of 1.25 times of the average monthly net salary of the employees of the Company paid in the preceding month. To a member of the Supervisory Board, who is in the same time a Member of the Compensation and Nomination Committee of the Supervisory Board, remuneration is the amount of 1.25 times of the average monthly net salary of the employees of the Company paid in the preceding month.

DTAG representatives do not receive any remuneration for the membership in the Supervisory Board due to a respective policy of DTAG.

In 2016, the Company paid a total amount of HRK 0.6 million (2015: HRK 0.6 million) to the members of its Supervisory Board. No loans were granted to the members of the Supervisory Board.

#### *Compensation to key management personnel*

In 2016, the total compensation paid to key management personnel of the Company amounted to HRK 24 million (2015: HRK 24 million). Key management personnel include members of the Management Boards and the operating directors of the Company, who are employed by the Company.

Compensation paid to key management personnel includes:

	2016 HRK million	2015 HRK million
Short-term benefits	24	24
	<b>24</b>	<b>24</b>

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 35 Financial risk management objectives and policies

The Company is exposed to international service-based markets. As a result, the Company can be affected by changes in foreign exchange rates. The Company also extends credit terms to its customers and is exposed to a risk of default. The significant risks, together with the methods used to manage these risks, are described below. The Company does not use derivative instruments either to manage risk or for speculative purposes.

#### a) Credit risk

The Company has no significant concentration of credit risk with any single counter party or group of counterparties with similar characteristics. The Company procedures are in force to ensure on a permanent basis that sales are made to customers with an appropriate credit history and do not exceed an acceptable credit exposure limit.

The Company does not guarantee obligations of third parties. The Company has issued guarantees for obligations of its subsidiaries in total amount of EUR 1.5 million, EUR 6.5 million (currency clause) and HRK 3.7 million.

The Company considers that its maximum exposure is reflected by the amount of debtors (Note 21) net of provisions for impairment recognized at the statement of financial position date.

Additionally, the Company is exposed to risk through cash deposits in the banks. As at 31 December 2016, the Company had business transactions with eleven banks (2015: nine banks). The Company held cash and deposits in seven banks almost exclusively. For five domestic banks with foreign ownership, the Company received guarantees for deposits placed from parent banks which have a minimum rating of BBB+ or guarantees in form of low-risk government securities. The management of this risk is focused on dealing with the most reputable banks in foreign and domestic ownership in the domestic and foreign markets and on contacts with the banks on a daily basis.

The credit quality of financial assets that are neither past due nor impaired can be assessed by historical information about counterparty default rates:

	31 December 2016	31 December 2015
	HRK million	HRK million
Trade receivables for rendered telecom services to domestic customers	699	754
Trade receivables for rendered telecom services to foreign customers	17	8
	<u>716</u>	<u>762</u>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**35 Financial risk management objectives and policies (continued)**

*a) Credit risk (continued)*

The credit quality of non-current financial assets can be assessed by historical information about counterparty default rates:

	31 December 2016 HRK million	31 December 2015 HRK million
Trade receivables from prebankruptcy settlements	32	36
Trade receivables for merchandise sold	63	32
Other receivables	16	19
	<u>111</u>	<u>87</u>

Trade receivables from subsidiaries and other current receivables are neither past due nor impaired.

The credit quality of all other financial assets (Note 36): the total carrying amount as at the balance sheet date is considered.

*b) Liquidity risk*

The Company policy is to maintain sufficient cash and cash equivalents or to have available funding through an adequate amount of committed credit facilities to meet its commitments for the foreseeable future.

Any excess cash is invested mostly in available-for-sale financial assets.

all amounts in HRK million	Trade and other payables			Other non-current liabilities		
	Less than 3 months	3 to 12 months	<i>Total</i>	1 to 5 years	> 5 years	<i>Total</i>
Year ended 31 December 2016	1,245	218	1,463	235	67	302
Year ended 31 December 2015	1,306	175	1,481	156	56	212

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**35 Financial risk management objectives and policies (continued)**

*c) Interest rate risk*

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's available-for-sale financial assets, cash, cash equivalents, time deposits and bank borrowings.

The following table demonstrates the sensitivity of the Company's profit post tax to a reasonably possible change in interest rates, with all other variables held constant, (through the impact on floating rate investments).

	Increase / decrease in basis points	Effect on profit post tax HRK million
Year ended 31 December 2016	+100	16
HRK	-100	(16)
	+100	19
EUR	-100	(19)
Year ended 31 December 2015		
HRK	+100	9
	-100	(9)
EUR	+100	10
	-100	(10)

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**35 Financial risk management objectives and policies (continued)**

*d) Foreign currency risk*

The Company's functional currency is the Croatian Kuna. Certain assets and liabilities are denominated in foreign currencies which are translated at the valid middle exchange rate of the Croatian National Bank at each statement of financial position date. The resulting differences are charged or credited to the statement of comprehensive income but do not affect short-term cash flows.

A significant amount of deposits in the banks, available-for-sale financial assets, cash equivalents, receivables and payables are made in foreign currency, primarily in Euro. The purpose of these deposits is to hedge foreign currency denominated liabilities and liabilities indexed to foreign currencies from changes in the exchange rate. The following table demonstrates the sensitivity to a reasonably possible change in the Euro exchange rate, with all other variables held constant, of the Company's profit post tax due to changes in the fair value of monetary assets and liabilities.

	Increase / decrease in EUR rate	Effect on profit post tax HRK million
Year ended 31 December 2016	+3%	56
	-3%	(56)
Year ended 31 December 2015	+3%	29
	-3%	(29)

*e) Fair value estimation*

The fair value of securities included in available-for-sale financial assets is estimated by reference to their quoted market price at the statement of financial position date. The Company's principal financial instruments not carried at fair value are trade receivables, other receivables, non-current receivables, trade and other payables. The historical cost carrying amounts of receivables and payables, including provisions, which are all subject to normal trade credit terms, approximate their fair values.

*f) Capital management*

The primary objective of the Company's capital management is to ensure that business support and maximise shareholder value. The capital structure of the Company comprises issued share capital, reserves and retained earnings and totals HRK 11,958 million as at 31 December 2016 (31 December 2015: HRK 11,541 million).

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 31 December 2016 and 31 December 2015 (Notes 29 and 31).

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**35 Financial risk management objectives and policies (continued)**

*g) Accepted collaterals*

Accepted collaterals for reverse REPO affairs include:

	Credit rating	31 December 2016 HRK million	31 December 2015 HRK million
<i>Foreign bonds:</i>			
Government of Germany	AAA	156	-
Government of Austria	AA+	797	764
Government of France	AA	200	154
		<u>1,153</u>	<u>918</u>

All above stated values are fair market values. The accepted collateral is level 1 under IFRS13 categorisation.

*h) Offsetting*

The following financial assets and financial liabilities are subject to offsetting:

	Trade receivables		Trade payables	
	31 December 2016 HRK million	31 December 2015 HRK million	31 December 2016 HRK million	31 December 2015 HRK million
Gross recognised amounts	106	66	240	185
Offsetting amount	(60)	(54)	(60)	(54)
	<u>46</u>	<u>12</u>	<u>180</u>	<u>131</u>

Notes to the financial statements (continued)  
For the year ended 31 December 2016

**36 Financial instruments**

Set out below is a comparison by category of carrying amounts and fair values of all of the Company's financial instruments:

	Carrying amount		Fair value	
	31 December 2016 HRK million	31 December 2015 HRK million	31 December 2016 HRK million	31 December 2015 HRK million
<i>Financial assets:</i>				
Cash and cash equivalents	2,520	3,004	2,520	3,004
Time deposits	-	231	-	231
Guarantee deposits, short-term	12	18	12	18
Available-for-sale assets, non-current	949	591	949	591
Available-for-sale assets, current	35	78	35	78
Secured deposits (reverse REPO agreements)	1,131	532	1,131	532
Loans given to subsidiary	1	1	1	1
Guarantee deposits, long-term	22	40	22	40
Trade receivables – current and non-current	1,098	1,053	1,098	1,053
<i>Financial liabilities:</i>				
<b>Non-current liability</b>				
Interest-bearing loans	8	9	8	9
Finance lease	38	7	38	7
<b>Current liability</b>				
Interest-bearing loans	-	-	-	-
Finance lease	11	2	11	2

Fair values of financial assets other than available-for-sale assets are classified as level 3 fair values in the fair value hierarchy due to the inclusion of an unobservable inputs such as counterparty credit risk. Available-for-sale asset belong to level 1 (Note 19). The fair values in level 3 of the fair value hierarchy were estimated to be equal to their carrying amount. Market values have been used to determine the fair value of listed available-for-sale financial assets. The fair value of loans has been calculated by discounting the expected future cash flows at prevailing interest rates.



## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### 37 Authorization for Services and Applicable Fees

The Company is party to the following Authorization for Services, none of which are within the scope of IFRIC 12:

a) *Service authorization for the performance of electronic communications services in a fixed and mobile network*

On 1 July 2008, a new Law on Electronic Communications entered into force and introduced general authorization for all electronic communications services and networks. In the meantime, four Amendments to the Law on Electronic Communications entered into force and were published in the Official Gazette No. 90/11, 133/12, 80/13 and 71/14. Pursuant to Article 32 of the Law on Electronic Communications, the Company is entitled to provide the following electronic communication services based on the general authorisation which was last updated on 3 November 2015:

- publicly available telephone service in the fixed electronic communications network,
- publicly available telephone service in the mobile electronic communications network,
- lease of electronic communication network and/or lines,
- transmission of image, voice and sound through electronic communication networks (which excludes services of radio diffusion),
- premium rate and free phone services,
- internet access services,
- voice over internet protocol services,
- granting access and shared use of electronic communications infrastructure and associated facilities,
- satellite services,
- providing of information about the numbers of all subscribers in the Republic of Croatia,
- issuing of comprehensive publicly available directory of all subscribers of publicly available telephone services in the Republic of Croatia, and
- other services.

On 26 February 2013 the Croatian Regulatory Authority for Network (HAKOM) issued to the Company special authorization to perform account reconciliation of accounts for the provision of electronic communications services in maritime for a period of 10 years i.e. till 26 February 2023.

In accordance with HAKOM's decision of 23 September 2015, the Company was designated as the Universal services provider in the Republic of Croatia for a period of four years with the obligation to provide following universal services during the mentioned period:

- access to the public communications network and publicly available telephone services at a fixed location, allowing for the voice communications, facsimile communications and data communications, at data rates that are sufficient to permit functional internet access, taking into account prevailing technologies used by the majority of subscribers as well as the technological feasibility,
- setting up of public pay telephones or other publicly available access points for the public voice service on public places accessible at any time, in accordance with the reasonable needs of end-users in terms of the geographical coverage, the quality of services, the number of public pay telephones or other publicly available access points for the public voice service and their accessibility for disabled persons,
- special measures for disabled persons, including access to services under 1 and 2 above, including the access to emergency services, equivalent to that enjoyed by other end-users, and
- special pricing systems adjusted to the needs of the socially disadvantaged groups of end-users, that comprise the service under item 1 above.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 37 Authorization for Services and Applicable Fees (continued)

#### a) *Service authorization for the performance of electronic communications services in a fixed and mobile network (continued)*

Following the later decision of HAKOM, the Company is no longer designated as universal service operator for service access for end-users to at least one comprehensive directory of all subscribers of publicly available telephone services, however, the Company shall continue to provide the service on commercial basis.

#### b) *Authorization for usage of radio frequency spectrum*

HAKOM issued to the Company the following licenses for use of the radio frequency spectrum for public mobile electronic communications networks:

- licence for the use of radio frequency spectrum in 900 MHz and 1800 MHz frequency bands with the validity from 1 December 2011 until 18 October 2024,
- licence for the use of radio frequency spectrum in 2100 MHz frequency band with the validity from 1 January 2010 until 18 October 2024,
- licence for the use of radio frequency spectrum in 800 MHz frequency band with the validity from 29 October 2012 until 18 October 2024,
- licence for the use of radio frequency spectrum in 800 MHz frequency band with the validity from 6 November 2013 until 18 October 2024, and
- licence for the use of radio frequency spectrum in 1800 MHz frequency band with the validity from 22 December 2013 until 18 October 2024.

HAKOM also issued to the Company licences for the use of radio frequency spectrum for satellite services (DTH services) with the validity from 12 August 2015 until 11 August 2020.

#### c) *Fees for providing electronic communications services*

Pursuant to the Law on Electronic Communications, the Company is obliged to pay the fees for the use of addresses and numbers, radio frequency spectrum and for the performance of other tasks of HAKOM pursuant to the ordinances of HAKOM and Ministry of the maritime affairs, transport and infrastructure. The said regulations prescribe the calculation and the amount of fees. These fees are paid for the current year or one year in advance (in case of fees for usage of radio frequency spectrum).

In 2016, the Company paid the following fees:

- the fees for the use of addresses, numbers and radio frequency spectrum pursuant to the ordinance passed by the Ministry of the maritime affairs, transport and infrastructure (in favour of State budget, Official Gazette No. 154/08, 28/09, 97/10, 92/12, 62/14, 147/14, 138/15 and 77/16),
- fees for the use of assigned radiofrequency spectrum pursuant to the Decision on the selection of the preferred bidder of 6 November 2013 and
- the fees for use of addresses, numbers, radio frequency spectrum and for the performance of other tasks of HAKOM, pursuant to the ordinance passed by HAKOM (in favour of HAKOM's budget, Official Gazette No. 122/15).

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 37 Authorization for Services and Applicable Fees (continued)

#### d) *Audiovisual and electronic media services*

Pursuant amendment of the Law on audiovisual activities, which entered into the force in July 2011, the Company is obliged to pay the fee in the amount of 2% of the total annual gross income generated from the performing of audiovisual activities on demand for the purpose of the implementation of the National Programme.

Also, the Company (as the operator of public communication network) is obliged to pay a fee in the amount of 0.8% of the total annual gross income generated in previous calendar year by performing transmission and/or retransmission of audiovisual programmes and their parts through public communication network, including internet and cable distribution for the purpose of the implementation of the National Programme.

Pursuant to the Law on Electronic Media, which entered into force on 29 December 2009, the Company is obliged to pay upon the request the fee of 0.5% of the annual gross revenues realized from the provision of audiovisual media services and the electronic publication services.

#### e) *Electronic communications infrastructure and associated facilities*

The Company, as the infrastructure operator, is obligated to pay fees for the right of way in accordance with the Law on Electronic Communications. The fees for the right of way are defined by the Ordinance on Certificate and Fees for the Right of Way (Official Gazette No. 152/11) that was adopted by HAKOM in December 2011 and became effective as of 4 January 2012. The fee is calculated according to the area of land used for the installation of electronic communications infrastructure and associated facilities.

#### f) *Supply of electricity*

Croatian Energy Regulatory Agency (HERA) has reissued a licence for energy activities relating to supply of electricity to the Company on 16 October 2016 for a period of five years.

## Notes to the financial statements (continued)

### For the year ended 31 December 2016

#### **38 Share-based and non share-based payment transactions**

Long-term incentive plans, HT Variable II 2013, HT Variable II 2014 and Lead to Win 2015 and Lead to Win 2016 currently exist at Group level.

Lead to Win is a new DT model of performance management for Executives adapted for the local needs and it integrates target management, performance and potential review (PPR) and succession management. This model is based on clear and transparent link between performance rating and rewards for short term incentive STI, LTI (Long term incentive) and SMP (Share matching Plan), based on DT share. Eligibility and grant-value depend on individual performance and MG (Management Group) level (MG1 – MG3), and MG1 represents the highest level managerial positions.

LTI plan, as a part of Lead to Win model is a global Deutsche Telekom Group's (DT Group) 2016, Group-wide compensation instrument. The aim of the 2016 LTI is to enhance willingness to take on entrepreneurial responsibility and identification with DT Group and thus boost the Group's value in the medium to long-term. This leads to a greater balance of management and shareholder interests. The term of the 2016 LTI shall cover the period from 1 January 2016 to 31 December 2019.

HT Variable II 2012 ended on 31 December 2015, and the Supervisory Board has determined final target achievement of 11,5%. In accordance to this achievement, in June 2016 the awarded amount was paid to participants.

HT Variable II 2013 and HT Variable II 2014 are cash-based plans with four equally weighted performance parameters that cannot be changed during plan duration. Two targets are financial KPIs, adjusted Earnings Per Share (EPS) and adjusted operating Return On Capital Employed (ROCE), third and fourth targets are customer and employee satisfaction. Duration of the plan is four years effective from 1 January every year.

Upon expiry of the term of the plan, the HT Supervisory Board shall determine whether each of the targets has been achieved. Based on the findings of the HT Supervisory Board, the HT Management Board determines and announces the level of target achievement.

The Variable II amount awarded to International Business Leaders (BLT's) is fixed sum specified in the individual employment contract, while to other participants amount of reward is 30% or 20% of the participants' individual annual salary as contracted on the beginning of the plan, depending on management level of the participant and according to the Supervisory Board decision. Participants' individual annual salary is defined as the annual total fixed salary and the annual variable salary in case of a 100% target achievement.

Variable II offers the option of exceeding the amounts earmarked for award, limited to 150% of the award volume per parameter. The parameters are independent of each other hence, each parameter is assessed separately. Both potential excesses and shortfalls in relation to targets are accounted for on a graded basis per target parameter.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 38 Share-based and non share-based payment transactions (continued)

LTI as part of Lead to Win Program 2015 and 2016 are also cash based plan, and awarded amount depends on MG (Management Group) to which positions of participant belongs and on individual performance. Participants can be only those who meet at least performance rating 3 (score range is from 1 to 5). Based on this the amount shall be from 10% to 30% of the annual target salary depending on MG and on individual performance rating. The relevant amount will be converted into a number of phantom shares in DTAG divisible by four and awarded to the future plan participant in the form of shares. The number of phantom shares is linked to four equally weighted success parameters. The target values of the success parameters are set at the beginning of the four-year plan term, and at the end, the total number of received phantom shares, that is dependent on the achievement of defined targets, will be converted into a cash amount to be paid to participants of the plan. An interim value shall be determined for each annual tranche. The plan currency is euros, and four defined success parameters are DT parameters.

Success parameters are: ROCE (Return on Capital Employed), Adjusted EPS (Earnings per Share), Customer satisfaction and Employee satisfaction. The success parameters have a target achievement corridor of between 0% and 150% and the shares awarded (basic number) correspond to target achievement of 100%.

The DTAG Supervisory Board determines the target achievement after the end of each year of the plan period. Based on the levels determined, the DTAG Board of Management determines the target achievement for the plan participants. On this basis, the responsible bodies or committees of the participating companies shall take the necessary measures for these companies.

The (Matching Share Plan) MSP is program under which the participant can receive HT shares on expiry of a four-year period. The participant is obliged to invest an amount from 10% to a maximum 33.33% of the paid out gross annual variable salary to HT shares. The participant is granted one additional HT share for each share, under condition that he/she held them continuously for a period of at least four years from the date of purchase (vesting period).

As a part of Lead to Win Program 2015 and 2016, Share Matching Plan was introduced for managers in Managements Groups MG1, MG2 and MG3. The share matching plan is a long-term voluntary compensation instrument, which makes the executives co-owners of the DT and enables them to benefit from the success of the DT share. The amount of the voluntary personal investment is between 10% and a third of the gross payment amount of the Short Term Incentive payment for previous year. The term of the 2016 SMP shall cover the period from July 1, 2016 to June 30, 2020. The shares in DTAG purchased as part of the voluntary personal investment are locked for the entire period and labelled with a corresponding lock indicator. At the end of the plan term the plan participant will be granted DTAG shares free of charge. The ratio between the number of shares purchased as part of the voluntary personal investment and the number of matching shares will depend on the personal performance of the plan participant.

Employee services are recognized as expenses on a pro rata basis over the vesting period. The Group is measuring value of employee services, indirectly, by reference to the fair value of the equity instruments granted. The fair value of the equity instruments granted is measured at grant date by using observable market price.

## Notes to the financial statements (continued)

For the year ended 31 December 2016

### 38 Share-based and non share-based payment transactions (continued)

All gains and expenses resulting from changes of the related provisions for all LTIP plans recognized for employee services received during the year are shown in the following table:

	2016 HRK million	2015 HRK million
Expenses	(1)	(2)
	<u>(1)</u>	<u>(2)</u>

### 39 Auditor's fees

The auditors of the Company's financial statements have rendered services of HRK 3 million in 2016 (2015: HRK 3.5 million). Services rendered in 2016 and 2015 mainly relate to audits and reviews of the financial statements and audit of financial statements prepared for regulatory purposes.

### 40 Events after reporting period

In January 2017, the Company signed a Sale and Purchase agreement to acquire majority shareholding in Crnogorski Telekom AD Podgorica from Magyar Telekom NYRT Hungary. The transaction will be executed through purchase of a SPV entity which holds 76.5283% shares of Crnogorski Telekom AD. Since the entities involved in this transaction are all part of the DT Group, the Company intends to record all assets acquired, liabilities assumed and any non-controlling interest in the acquire using the predecessor accounting method. The fair value of consideration transferred in this transaction was EUR 933 million.