

**TELEKOM
AUSTRIA
GROUP** **Telekom Austria Aktiengesellschaft**

(incorporated as joint stock company (*Aktiengesellschaft*) with limited liability under the laws of the Republic of Austria)

EUR 600,000,000

Undated Subordinated Fixed Rate Bonds subject to Interest Rate Reset

ISIN XS0877720986, Common Code 087772098, WKN A1HE5C

Issue Price: 98.943 %

**Pricing notice to the prospectus dated January 17, 2013
pursuant to Art 10 para 1 Luxembourg law dated
July 10, 2005 on prospectuses for securities**

With respect to the prospectus dated January 17, 2013 of Telekom Austria Aktiengesellschaft, approved by the Commission de Surveillance du Secteur Financier, Luxembourg (“CSSF”) on January 17, 2013 and published on the website of the Luxembourg Stock Exchange (www.bourse.lu), for the public offer of EUR 600,000,000 Undated Subordinated Fixed Rate Bonds subject to Interest Rate Reset (the “**Bonds**”) and for admission of the Bonds to and trading of the Bonds on the Official List of the Luxembourg Stock Exchange, the following pricing notice has been filed with CSSF and published.

This document sets out those characteristics of the Bonds that were determined upon pricing only. Accordingly, this document is not a summary of all material characteristics of the Bonds. The characteristics of the Bonds are described in the Prospectus, which ought to be read together with this document. Unless the context requires otherwise, terms defined in the Terms and Conditions of the Bonds set out in the Prospectus shall have the same meaning when used in this document.

Aggregate nominal amount:
Gesamtnennbetrag:

EUR 600,000,000
EUR 600.000.000

Issue Price:

**98.943 % of the aggregate nominal amount
of the Bonds**

Emissionspreis:

**98,943 % des Gesamtnennbetrages der
Schuldverschreibungen**

Fixed interest rate:	5.625 % p.a.
<i>Fester Zinssatz:</i>	<i>5,625 % jährlich</i>
Margin:	4.859 % p.a.
<i>Marge:</i>	<i>4,859 % jährlich</i>
Modified Margin:	5.109 % p.a.
<i>Modifizierte Marge:</i>	<i>5,109 % jährlich</i>
Second Modified Margin:	5.859 % p.a.
<i>Zweite Modifizierte Marge:</i>	<i>5,859 % jährlich</i>
Net proceeds:	EUR 589,458,000
<i>Nettoerlös</i>	<i>EUR 589.458.000</i>
Yield to the first call date:	5.875 % p.a.
<i>Rendite zum ersten Rückzahlungstermin:</i>	<i>5,875 % p.a.</i>