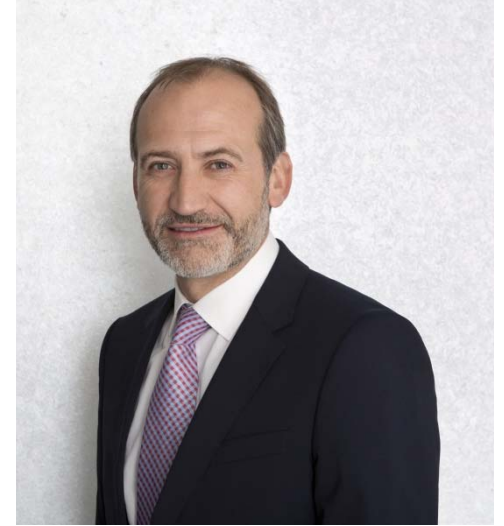




# Annual General Meeting 2015

# Biography Alejandro Plater

- > Born 1967 in Argentina
- > Began professional career as Risk Analyst at Sud America Seguros in 1991
- > Joined Ericsson as Sales Director for Argentina in 1997
- > Shortly after promotion to Head of Business Development for several countries in South America
- > Moved to global headquarters in Stockholm, Sweden, as Sales Director for the Americas in 2004. Two years later appointment as Sales Director for Mexico and in the following year as Vice-President and Key Account Manager for major customers
- > Studied Economics at the University of Buenos Aires. Completed several postgraduate studies in Sales and Executive Development at Columbia University and Wharton School in the US, as well as London Business School in Great Britain





# Annual General Meeting 2015

# Agenda

- 
- 01 Report on the 2014 financial year
  - 02 Utilisation of net retained profits
  - 03 Approval of the actions of the Management Board
  - 04 Approval of the actions of the Supervisory Board
  - 05 Determination of Supervisory Board remuneration
  - 06 Elections to the Supervisory Board
  - 07 Election of the auditors of the single-entity and consolidated financial statements for the 2015 financial year
  - 08 Management report on the share buy-back effected, the number of treasury shares held and the use of treasury shares





# Agenda item 1

Report on the 2014 financial year

1. Highlights of the first quarter 2015
2. Result for the 2014 financial year
3. Group strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow
6. Compliance



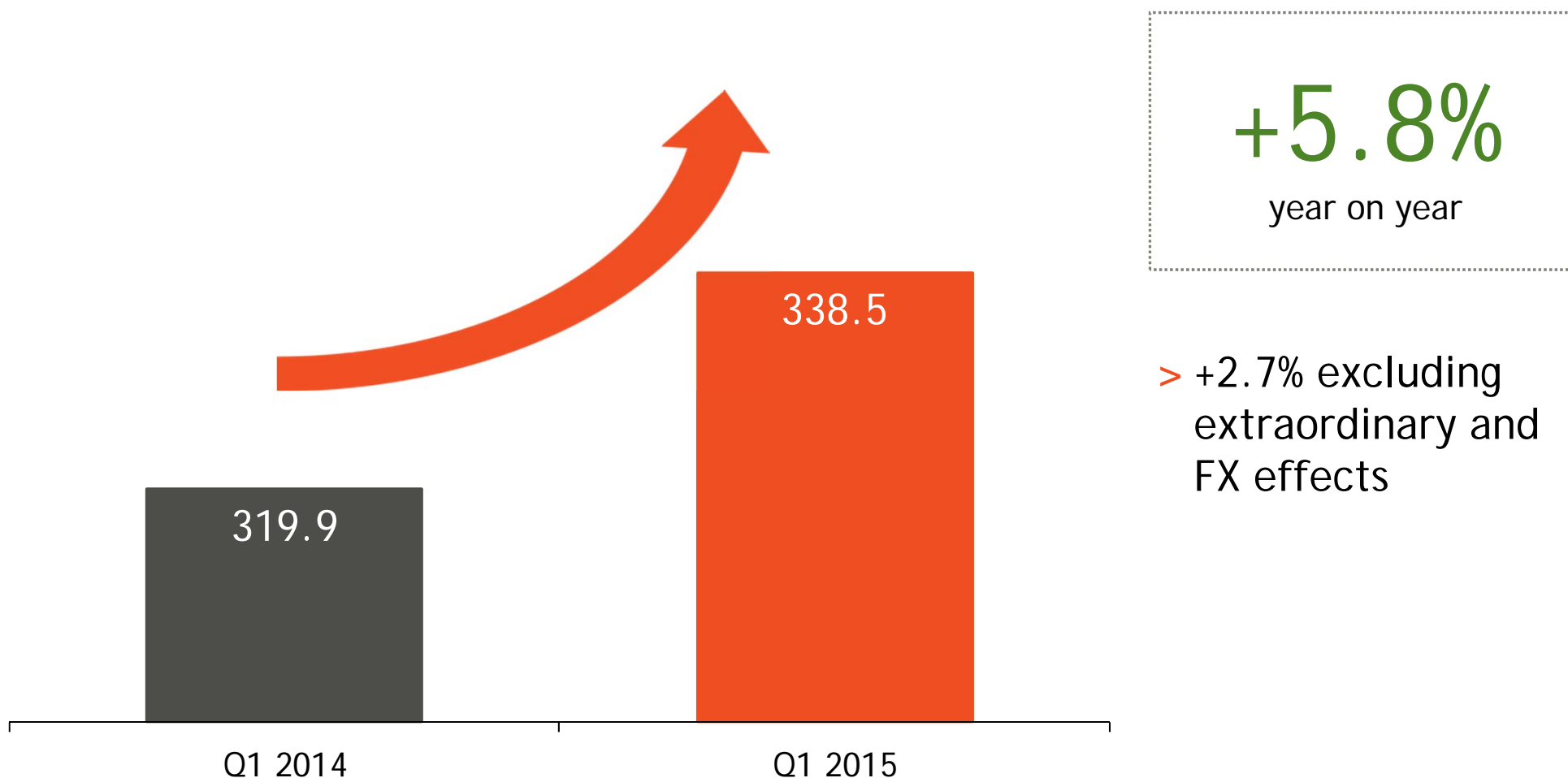
# Highlights first quarter 2015



# EBITDA comparable grows by 5.8% year on year

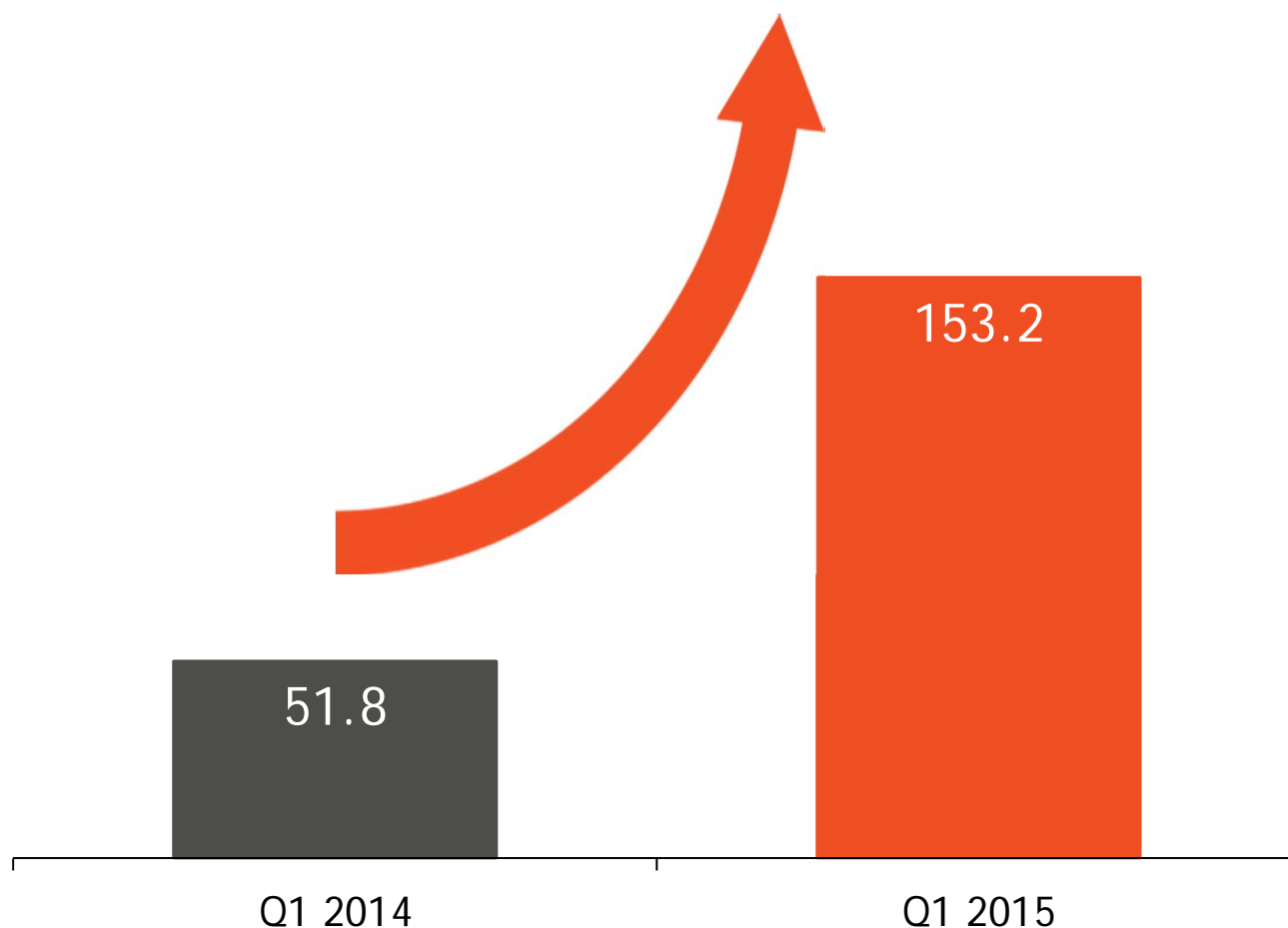
EBITDA comparable of the Group in the first quarter 2015

in EUR mn



# Free cash flow tripled

Free cash flow\* of the Group in the first quarter 2015  
in EUR mn



**+195.6%**  
year on year

- > Operating cash flow grows by 82.8%
- > Positive extraordinary effect of EUR 20.0 m
- > Moderate working capital requirement

\* Free cash flow = operating cash flow minus capital expenditure and proceeds from the sale of equipment

1. Highlights of the first quarter 2015
2. Result for the 2014 financial year
3. Group strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow
6. Compliance





# Mobile customer base stable; fixed access lines grow inter alia as a result of acquisition of blizoo Macedonia



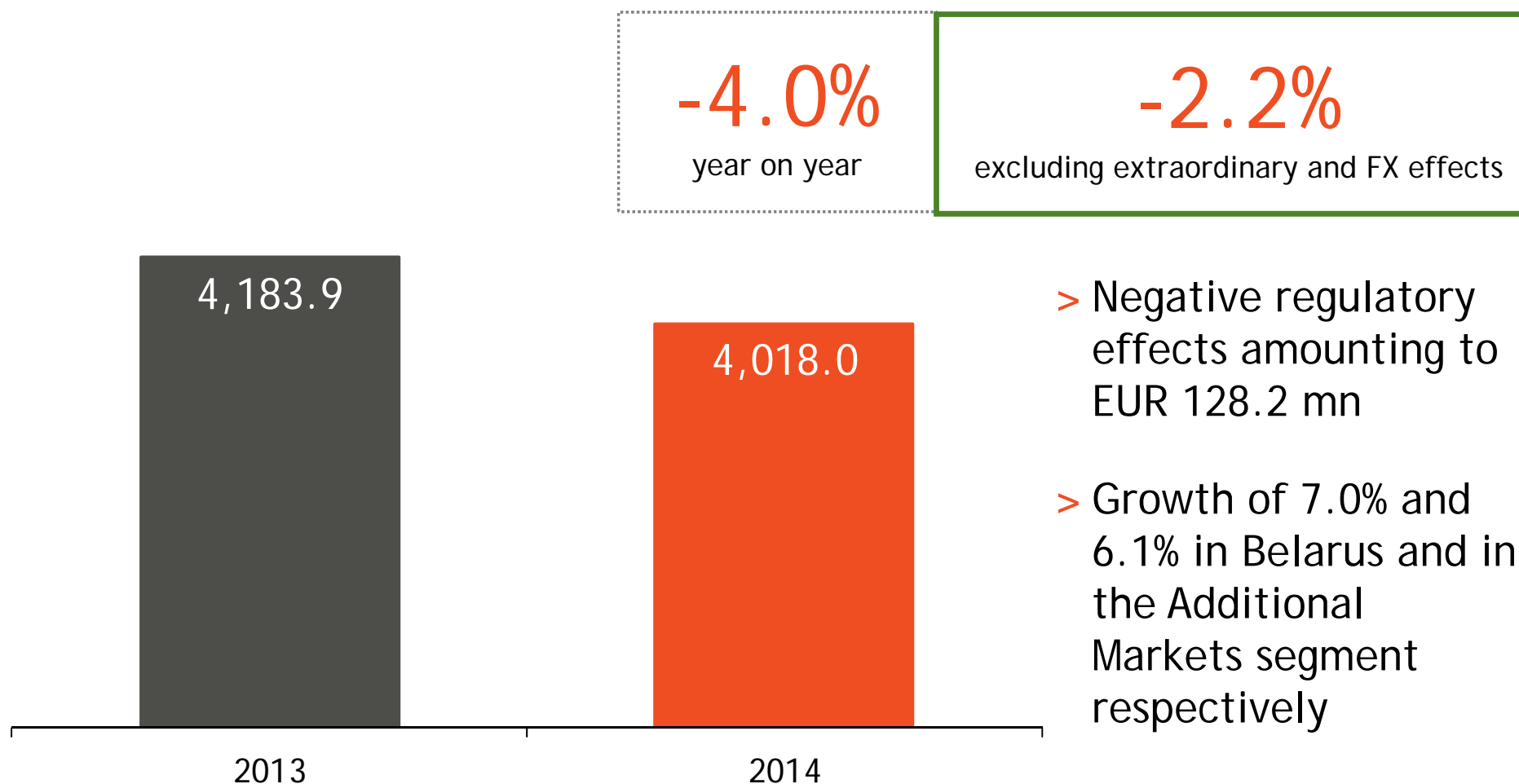
- > Mobile customer base of around 20 million; growth in the segments Bulgaria and Additional Markets
- > Fixed lines +3.3% at approx. 2.7 million
- > Broadband connections +5.8% at approx. 1.8 million

Acquisition of blizoo Macedonia in June 2014: +63,000 access lines

# Revenue decline as result of ongoing intense competition and regulatory effects

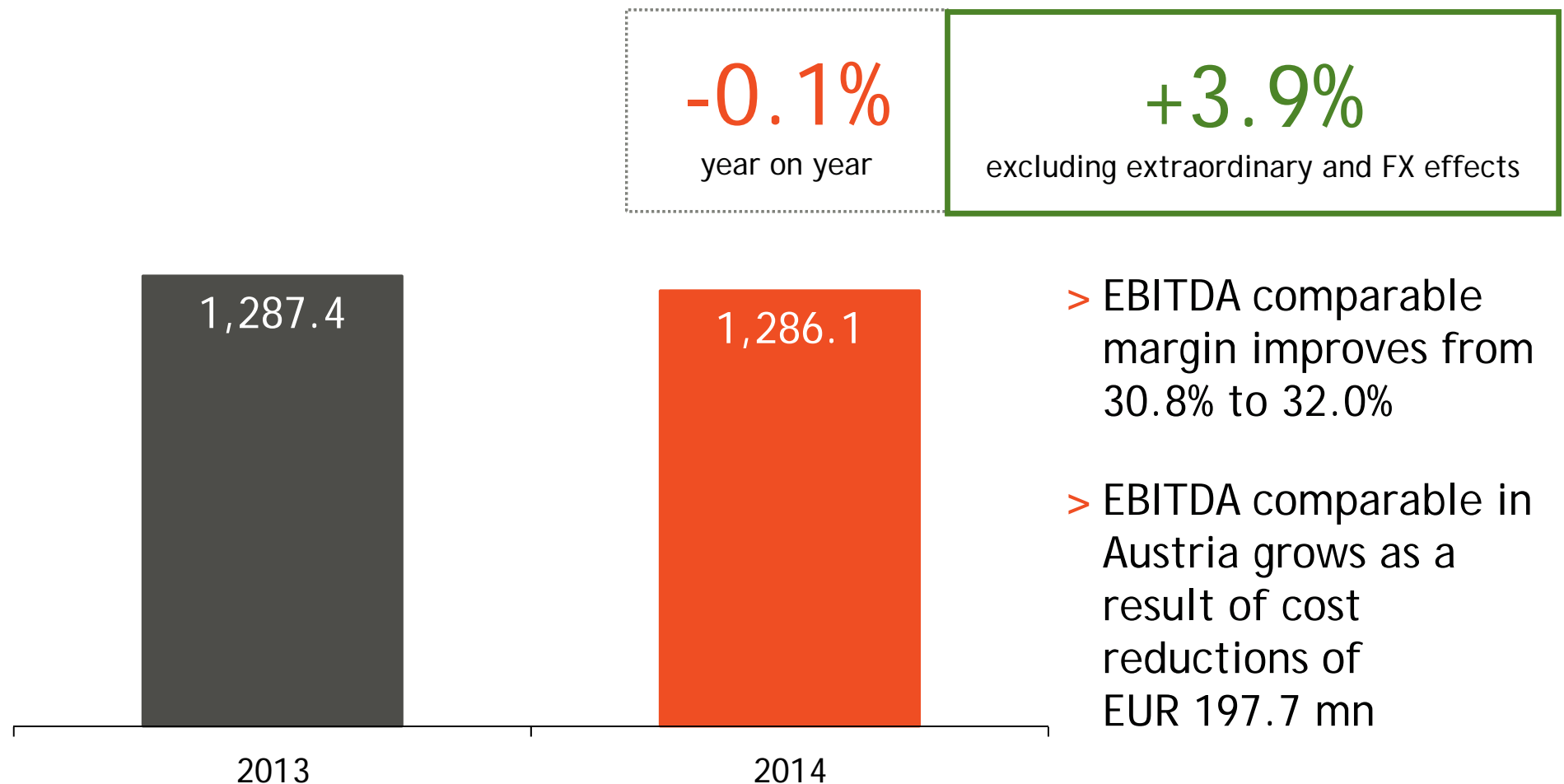
## Revenue development of the Group in 2014

in EUR mn



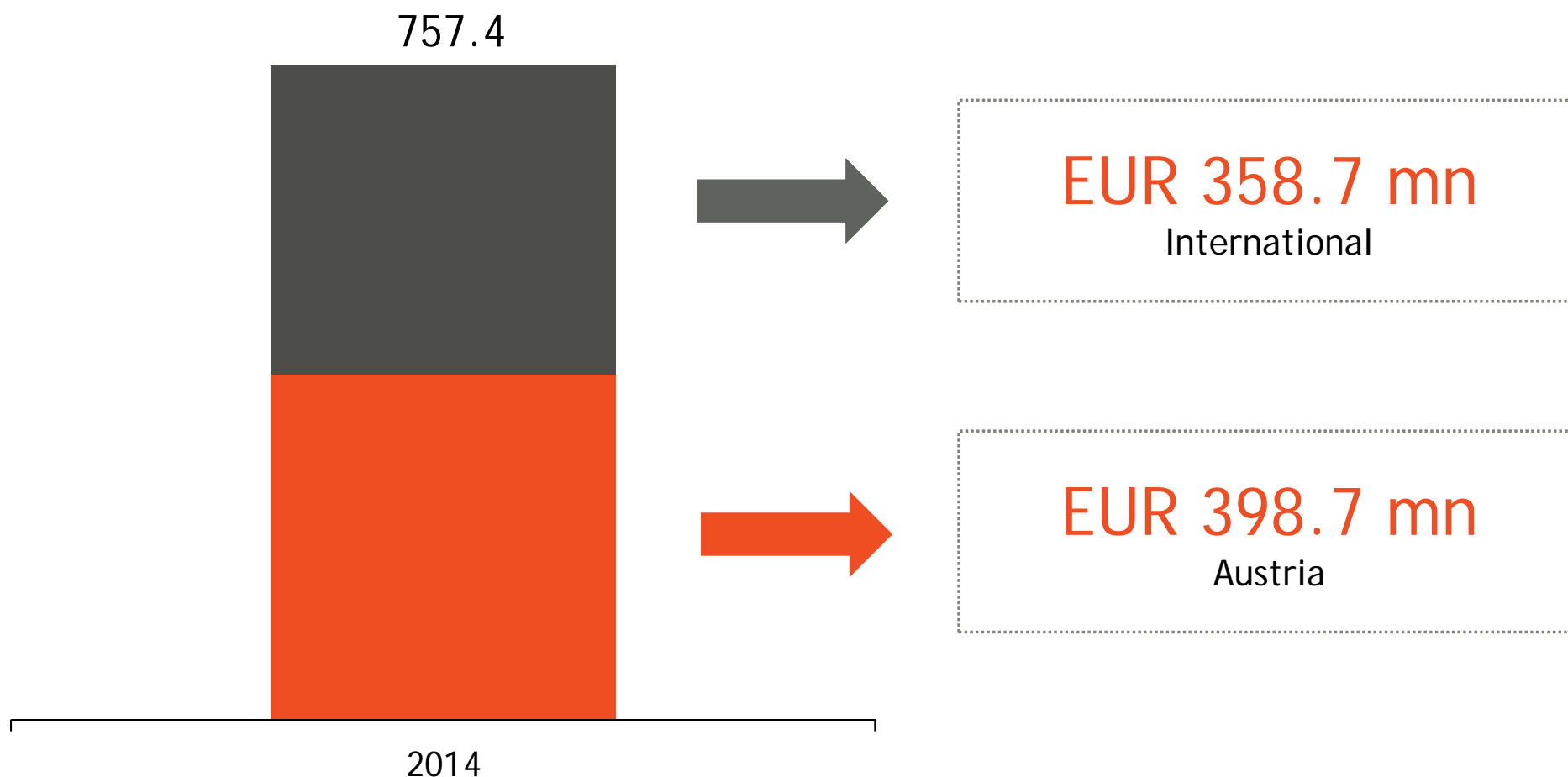
# Goal of stabilising EBITDA comparable achieved

EBITDA comparable performance of the Group in 2014  
in EUR mn



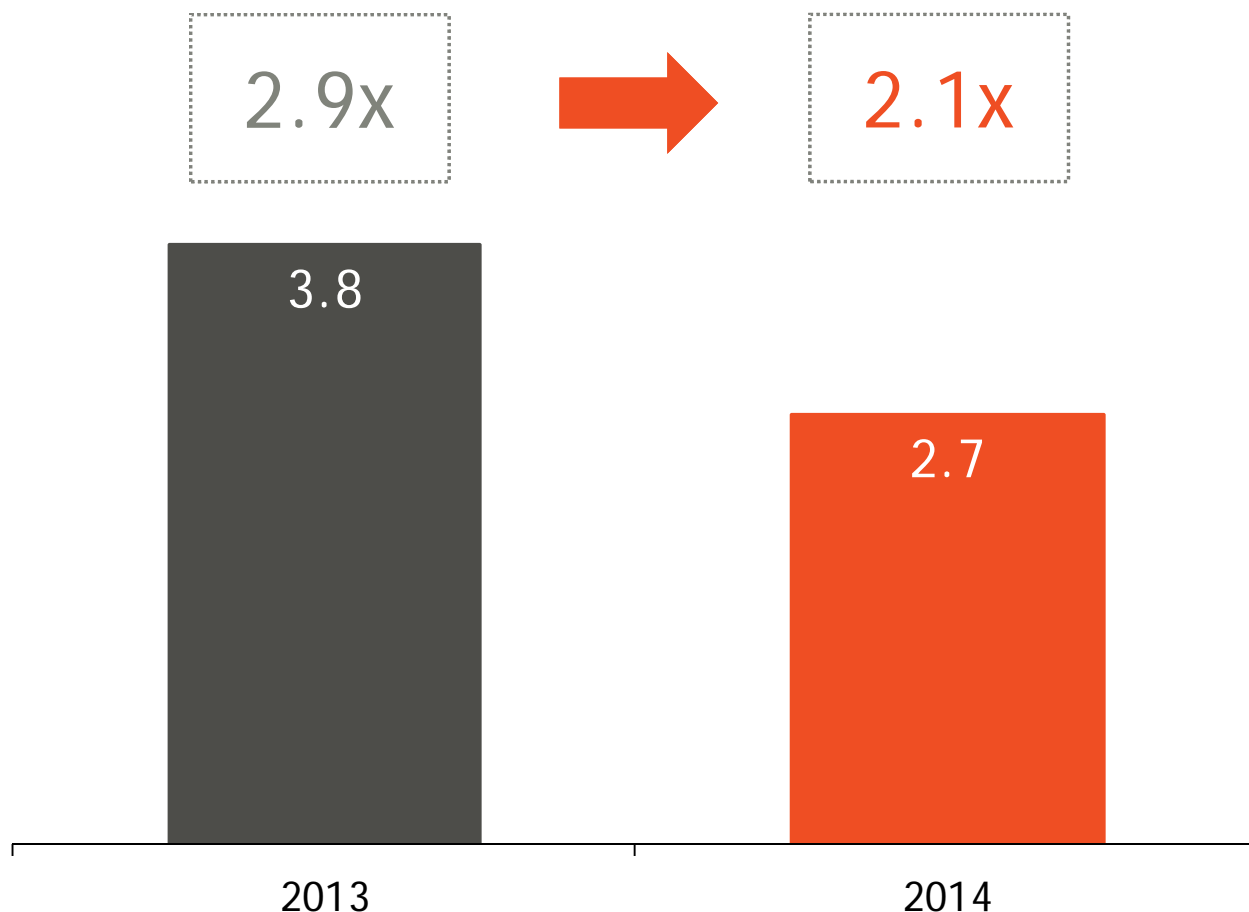
# Investments of approximately EUR 760 mn in 2014, of which almost EUR 400 mn in Austria

CAPEX of the Group in 2014  
in EUR mn



# Significantly improved net debt thanks to successful capital increase of approximately EUR 1 billion

Net debt of the Group  
in EUR billion



> Ratio of net debt to EBITDA is close to European sector average:

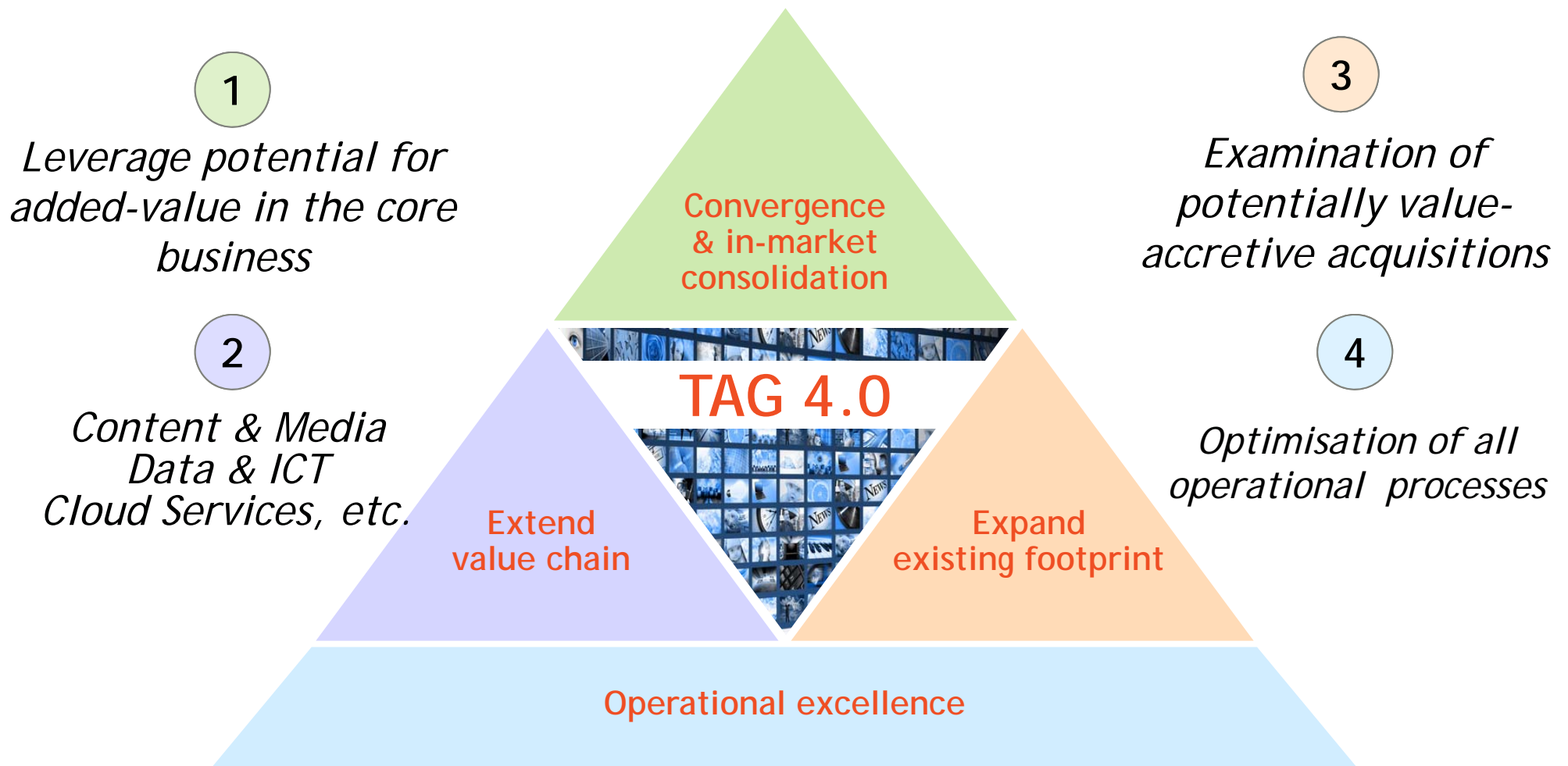


1. Highlights of the first quarter 2015
2. Result for the 2014 financial year
3. Group Strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow
6. Compliance



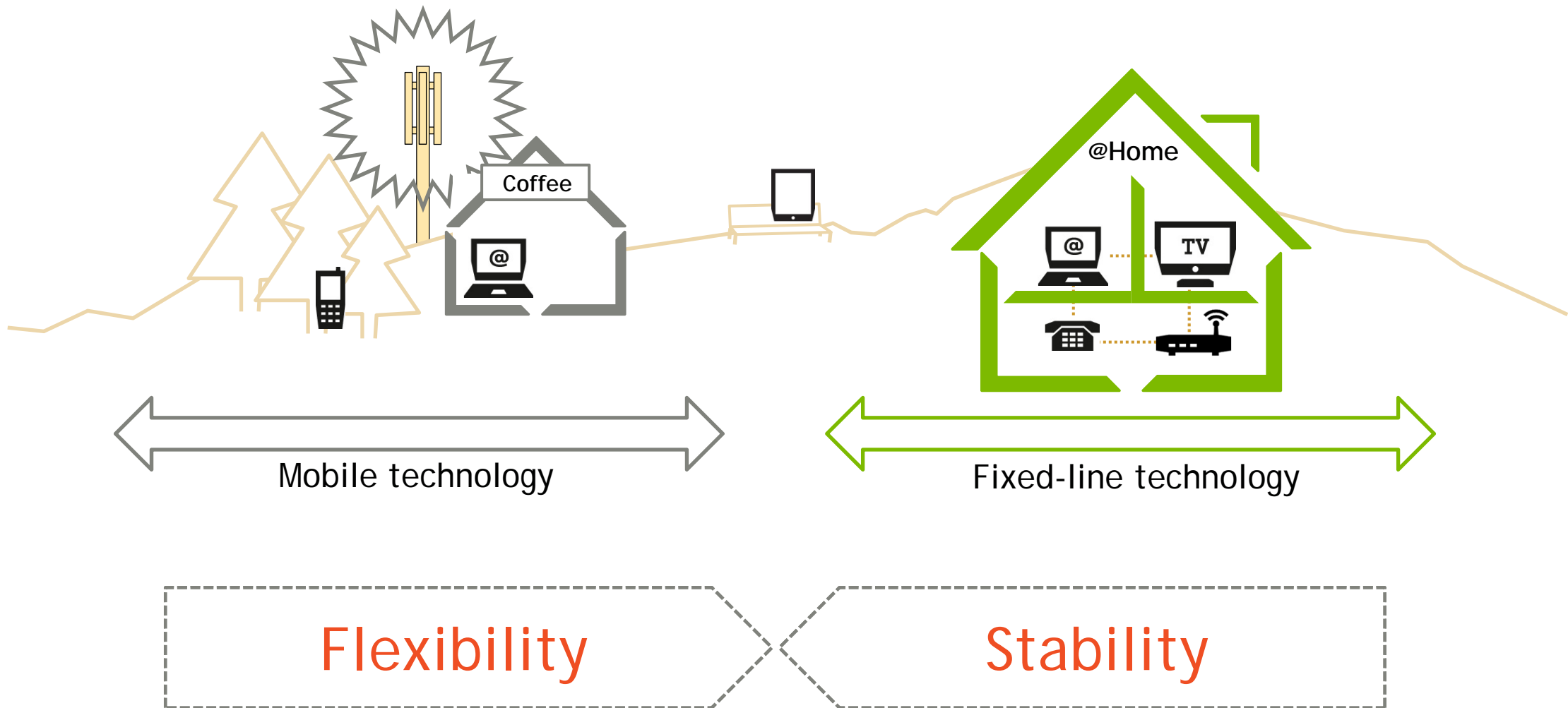


# Strategy 4.0: Telekom Austria Group as driver of digitalisation



1

Convergence combines flexibility and stability for the customer and strengthens customer loyalty



## Growing trend towards data & ICT solutions: Recent transactions in Austria

### IT Outsourcing for EGLO



- > Outsourcing of all IT applications
- > Managed and hosted data centre services
- > Migration and integration of more than 30 servers

### Thalia Cisco Meraki



- > Distribution and service partner for Cisco Meraki
- > Centralised management of wi-fi systems for each individual branch
- > Enables market analysis and the management of
  - > Users
  - > Access
  - > Bandwidth, etc.

### E-Care Terminal



- > Service screen for hospital beds offers information, communication, entertainment, etc.
- > Active in 12 hospitals
- > 4,000 terminals
- > Current project: GESPAG (Hospital association in Upper Austria)

3

## M&A strategy: Examination of potentially value-accretive acquisitions

### Prioritisation:

- I. In-market consolidation
- II. Convergence
- III. Growth in the CEE region

### Criteria:

- > Complete operational control
- > Potential for synergies
- > Valuation using DCF and key transaction indicators, etc.

**blizoo**  
*Fiber power*

*blizoo Macedonia*  
*June 2014*



# Operational excellence: Comprehensive programme to increase cash flow at several levels

## Market:

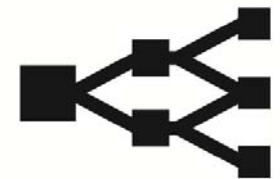
- > Optimisation of customer value using tariff and subsidy initiatives

## Procurement:

- > Centralisation of purchasing and consolidation of supplier pool

## Technology:

- > Enhancement of the IT networks through Network Function Virtualisation (NFV), changes in billing systems and backbone as well as the centralisation of computer centres, etc.



**Result: Group margin increases by 1.2 percentage points in 2014**

# Our staff play a key role in the successful implementation of our strategy

## Employee statistics 2014

- ✓ 16,240 employees, including 7,424 internationally
- ✓ EUR 7.8 mn spent on professional training
- ✓ Business School: 64 training programmes for 1,053 participants
- ✓ “Graduates” and “A1 Trainee” programmes
- ✓ “x.change”: currently 68 employees abroad on international exchange programmes

TELEKOM  
AUSTRIA  
GROUP

*Business  
School*





1. Highlights of the first quarter 2015
2. Result for the 2014 financial year
3. Group Strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow
6. Compliance



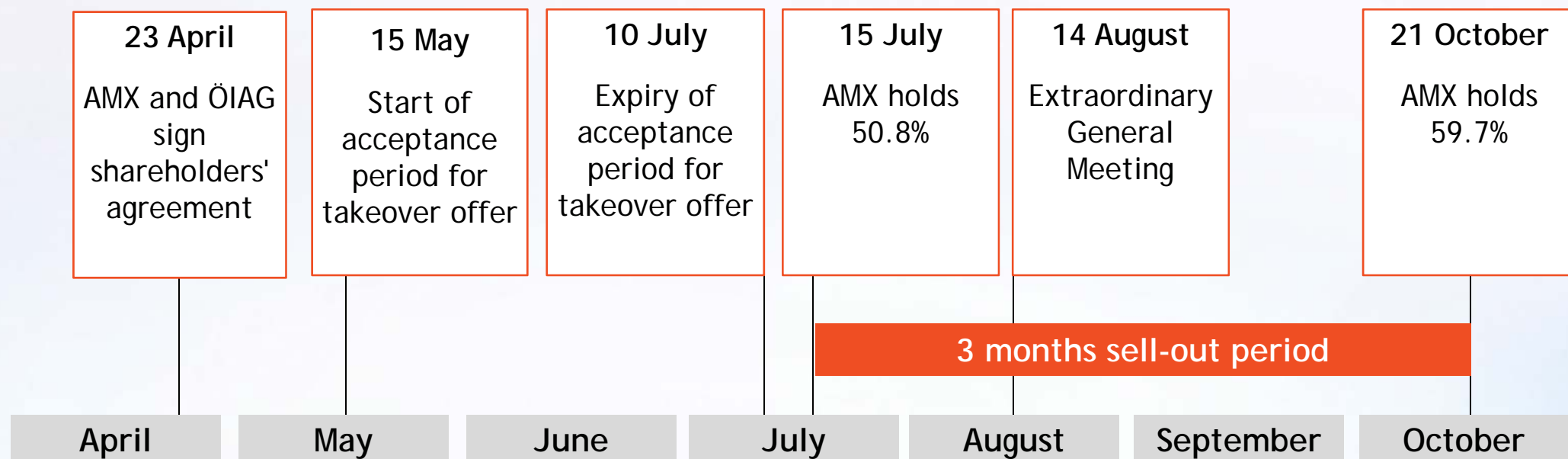
## 4.1 Takeover bid and capital increase

4.2 Network expansion: Building the infrastructure of tomorrow

4.3 A1 Turnaround



# Timeline of América Móvil takeover in 2014 - Key dates





# Successful capital increase - approx. EUR 1 billion

- > First capital increase in the company's history facilitates investment push and solid finances
- > Fibre investments of around EUR 400 mn in Austria create new growth potential
- > Important impetus for economic growth and jobs
  - > Almost 100% take-up of shareholder rights sends a strong signal from the capital market

# Use of proceeds: Strengthening of the financial position, fibre roll-out and growth projects

Conservative financial strategy forms investment framework

Ratings Baa (stable outlook) from Moody's and BBB (stable outlook) from Standard & Poor's strengthen financial flexibility

A

Fibre roll-out in Austria

- > Investments of EUR 400 mn in 2015-2018
- > Target: Bandwidths of 30 Mbps for over 70% of households

B

Flexibility for M&A activities

- > Market consolidation and convergence
- > Expansion of the existing footprint

- 4.1 Takeover bid and capital increase
- 4.2 Network expansion:  
Building the infrastructure of tomorrow
- 4.3 A1 Turnaround





# A1 fibre roll-out: Infrastructure of tomorrow

- > A1 is investing around EUR 400 mn in the roll-out of fibre infrastructure in Austria in 2015-2018
- > In addition, the state is providing support for the broadband expansion with EUR 300 mn in 2015
- > Target of fibre roll-out: Over 30 Mbps as standard by 2018 for over 70% of households



# Fixed-line infrastructure expansion push in Croatia, Bulgaria and the Republic of Macedonia



Austria

- ➔ Copper
- ➔ Fibre\*

69%  
Homes passed\*\*



Croatia

- ➔ Fibre\*
- ➔ HFC\*

23%  
Homes passed\*\*



Bulgaria

- ➔ Fibre\*
- ➔ LAN\*  
(EPON)

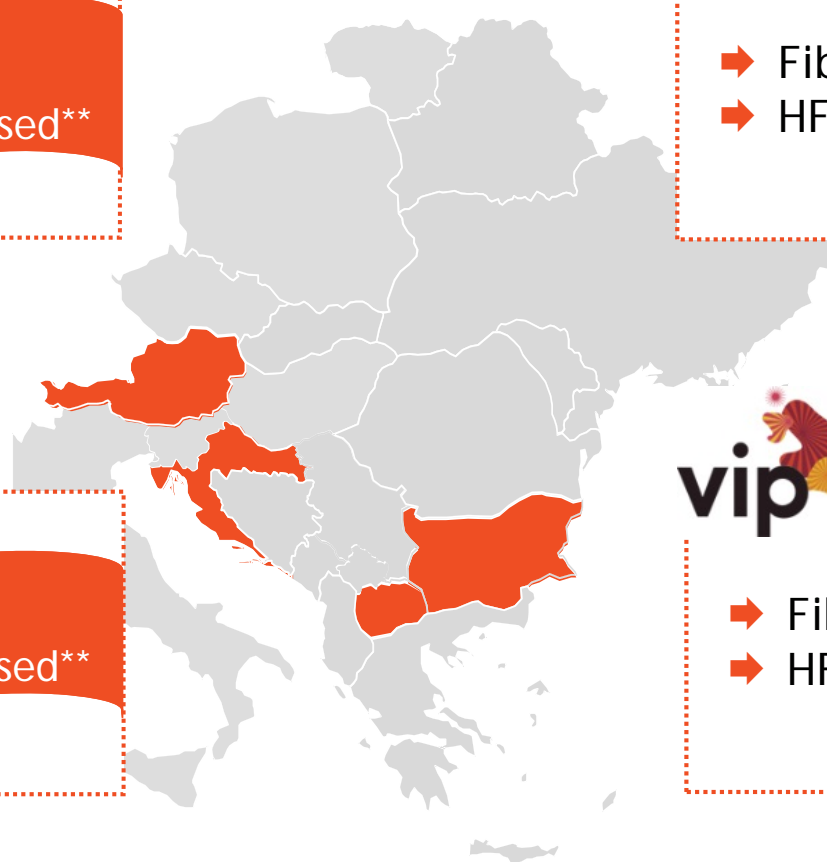
32%  
Homes passed\*\*



Rep. of Macedonia

- ➔ Fibre\*
- ➔ HFC\*

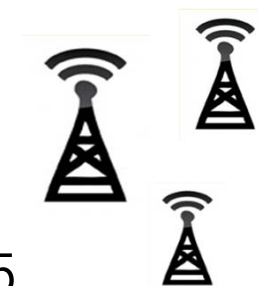
30%  
Homes passed\*\*



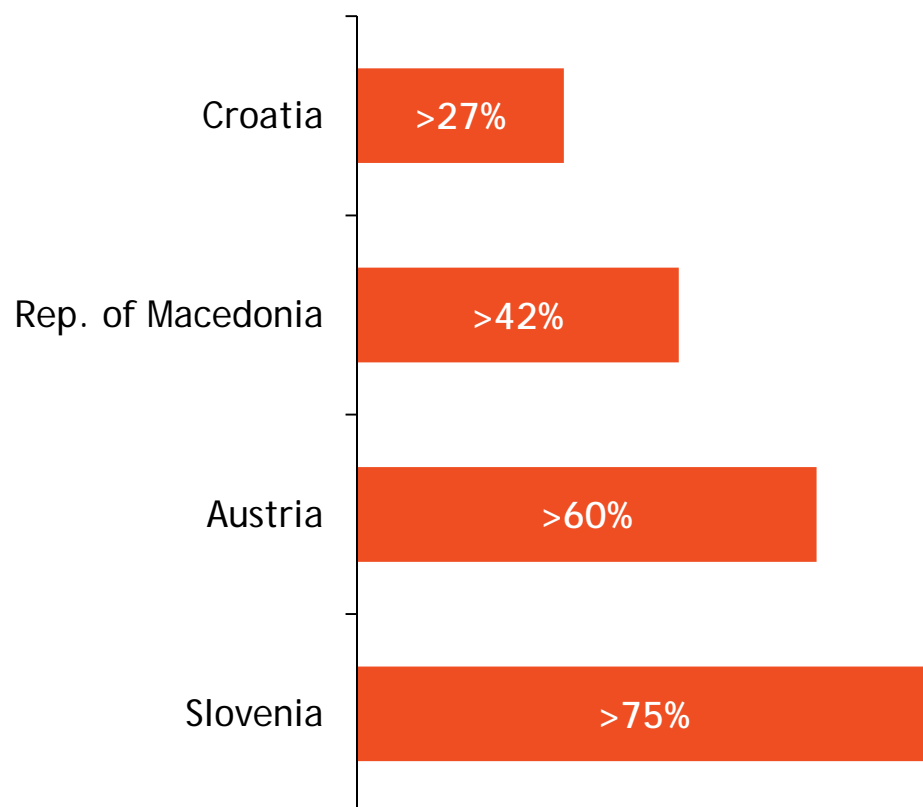
\* Fibre = FTTE<sub>x</sub>, FTTC, FTTB, FTTH, etc., LAN (EPON) = Local Area Network (Enterprise Passive Optical Network), HFC = Hybrid Fibre-Coaxial

\*\* Homes Passed = Households that can be connected using the above-mentioned technologies

# Accelerated LTE roll-out in the Group



## LTE population coverage FY 2014



## LTE roll-out strategy FY 2015

- > Nearly complete LTE coverage in Austria and Slovenia
- > Over 50% coverage in the Republic of Macedonia
- > Coverage in the major cities and on the coast in Croatia
- > Start of LTE expansion after the frequency auction in the Republic of Serbia



# In 2014 A1 wins the 3 most important network tests futurezone, connect and Chip



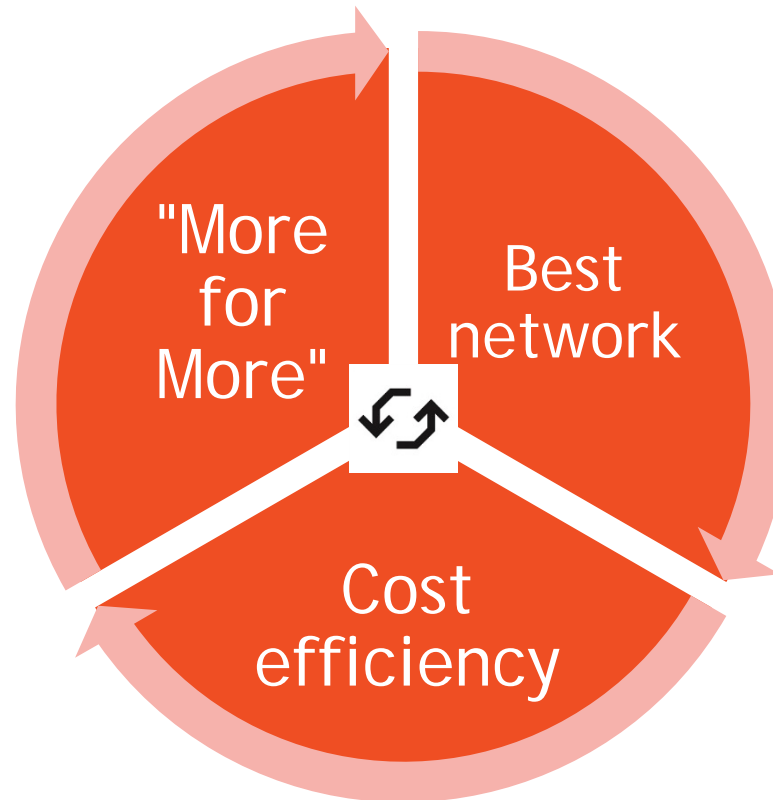
- > **connect**: Superior winner in Austria, only participant with "very good" network  
Average download - bandwidth in cities of 55 Mbps
- > **futurezone**: Clear gap to next-best participant  
Data connection quality was especially impressive
- > **Chip**: Took place for first-time in Austria  
A1 winner in the „Voice“, "Mobile Internet" and "LTE" categories, as well as overall winner

- 4.1 Takeover bid and capital increase
- 4.2 Network expansion:  
Building the infrastructure of tomorrow
- 4.3 A1 Turnaround



# Core elements of the turnaround strategy in Austria

- > High-value customer segment
- > More performance and service
- > Data monetisation



- > Best frequency spectrum
- > Fibre roll-out 2015-2018
- > New technologies (vectoring, G.Fast)



- > Efficient market strategy
- > Consistent cost control
- > 2014: Savings target of around EUR 100 mn achieved
- > Ambitious targets for 2015



# Turnaround target in A1 for EBITDA comparable was achieved with growth of 1.4% in 2014

ARPU growth of  
+0.5%

Broadband  
growth of 5.7%

TV grows by  
6.9%

Cost reduction  
of almost 10%

EBITDA  
comparable  
growth of 1.4%

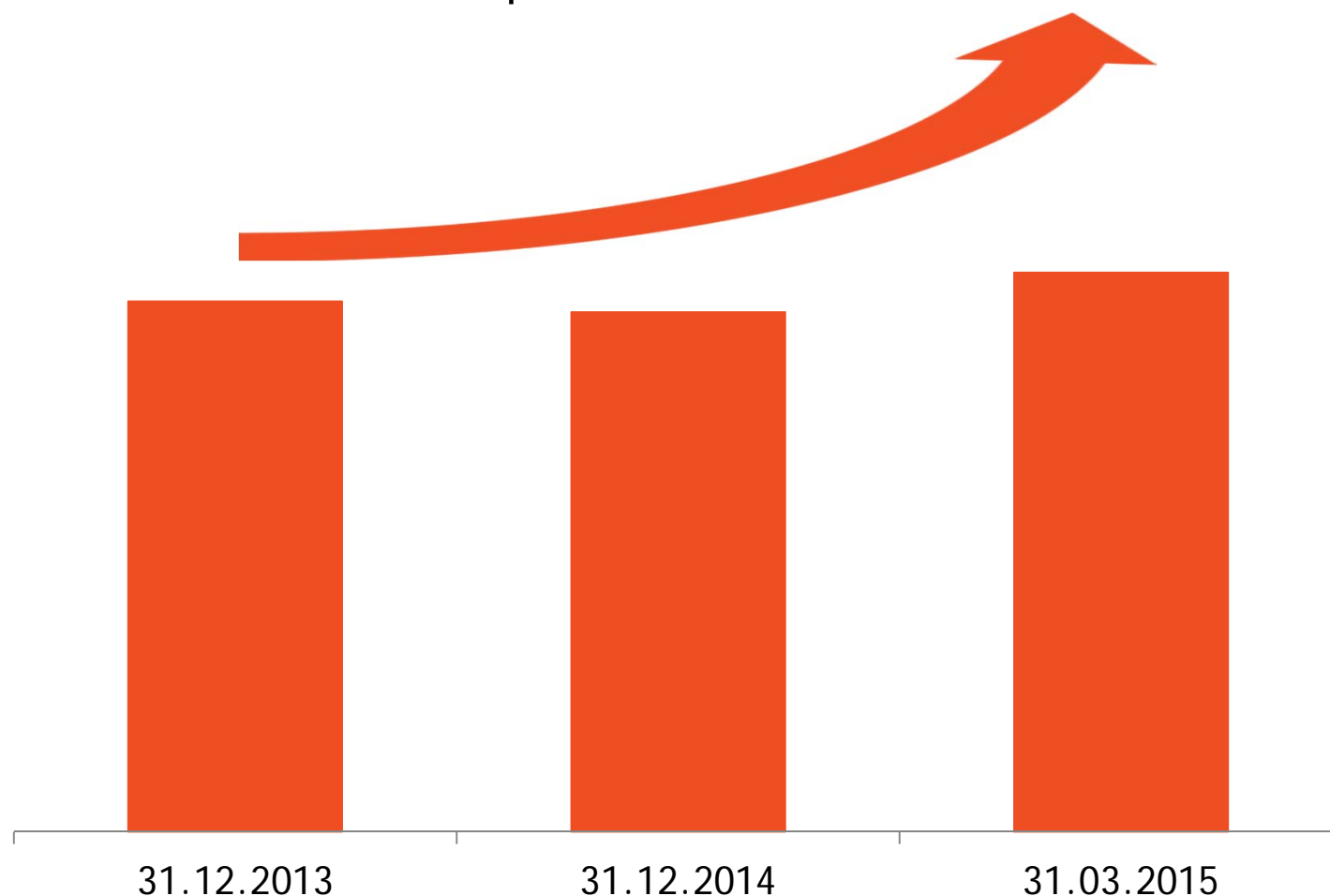
Margin  
increases by  
2.5 percentage  
points





# Strong positioning of YESSS! facilitates customer growth

Customer base development YESSS!\*



+2,0%

31. Dec 2013 to  
31. March 2015



\* All YESSS! brands

1. Highlights of the first quarter 2015
2. Result for the 2014 financial year
3. Group Strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow

## 5.1 Financial result

### 5.2 Balance sheet

### 5.3 Cash flow

6. Compliance



# EBITDA comparable stabilisation as a result of cost reductions; net loss as a result of impairment in Bulgaria

## Income statement of the Group

in EUR mn	2014	2013	Change in %
Group revenues	4,018.0	4,183.9	-4.0%
EBITDA comparable	1,286.1	1,287.4	-0.1%
<i>Impairment</i>	<i>-345.7</i>	<i>-59.4</i>	<i>n.a.</i>
Net result	-185.4	52.1	n.a.
Capital expenditure	757.4	1,779.1	-57.4%

Costs reduced by EUR 132.8 mn



## Austrian Financial Reporting Enforcement Panel (AFREP) confirms EUR 400 mn impairment in Bulgaria, but sees changed timing and breakdown

- > Sampling audit of the Annual Result 2013 as well as the Half Year Result 2014 by the AFREP.
- > Confirmation of the valuation of goodwill for Mobiltel, Bulgaria, as of 30 June 2014. However, AFREP found that EUR 59.4 mn should have already been impaired as of 31 December 2013.
- > Reason for the impairment: Increase of the weighted average cost of capital (WACC) as well as changed operating expectations.

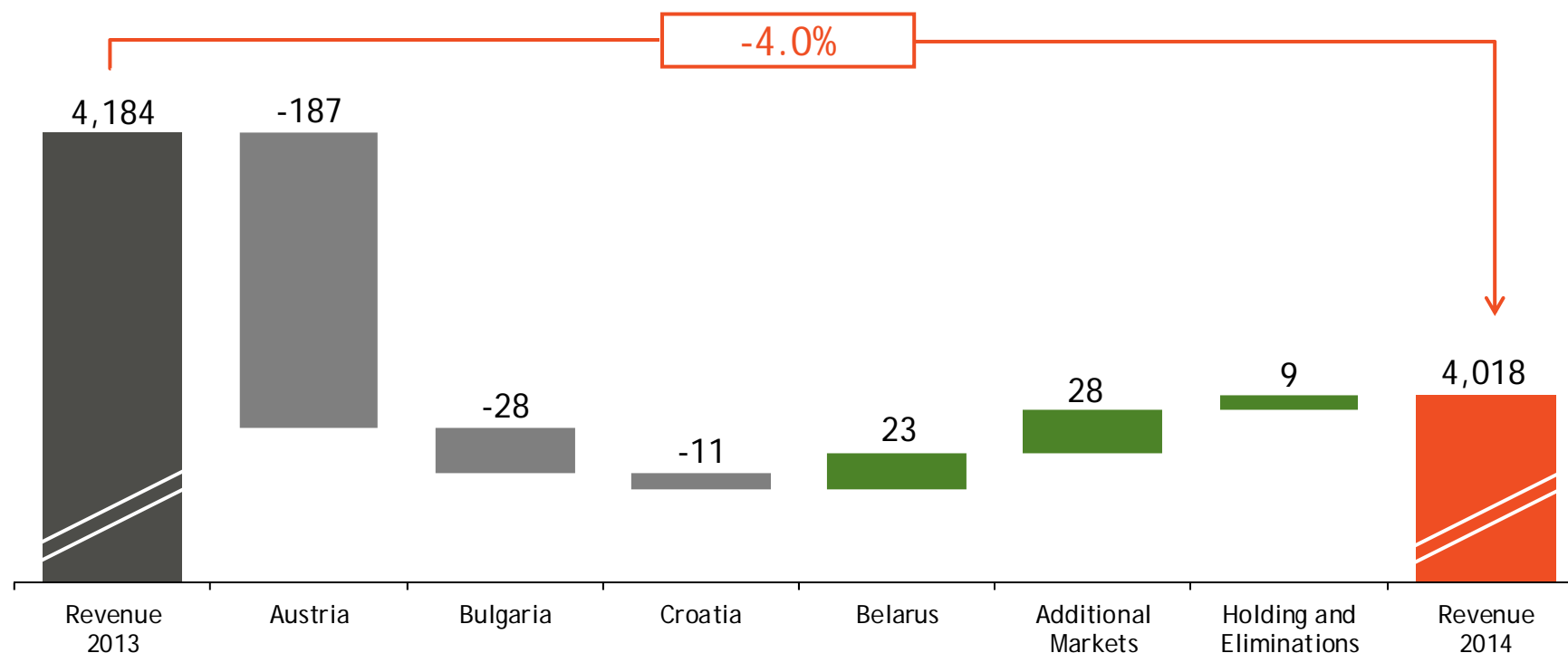
### New breakdown of the impairment for Mobiltel



# Persistent operating downturn in mature markets; strong performance of growth markets

## Revenue of the Group in 2014

in EUR mn

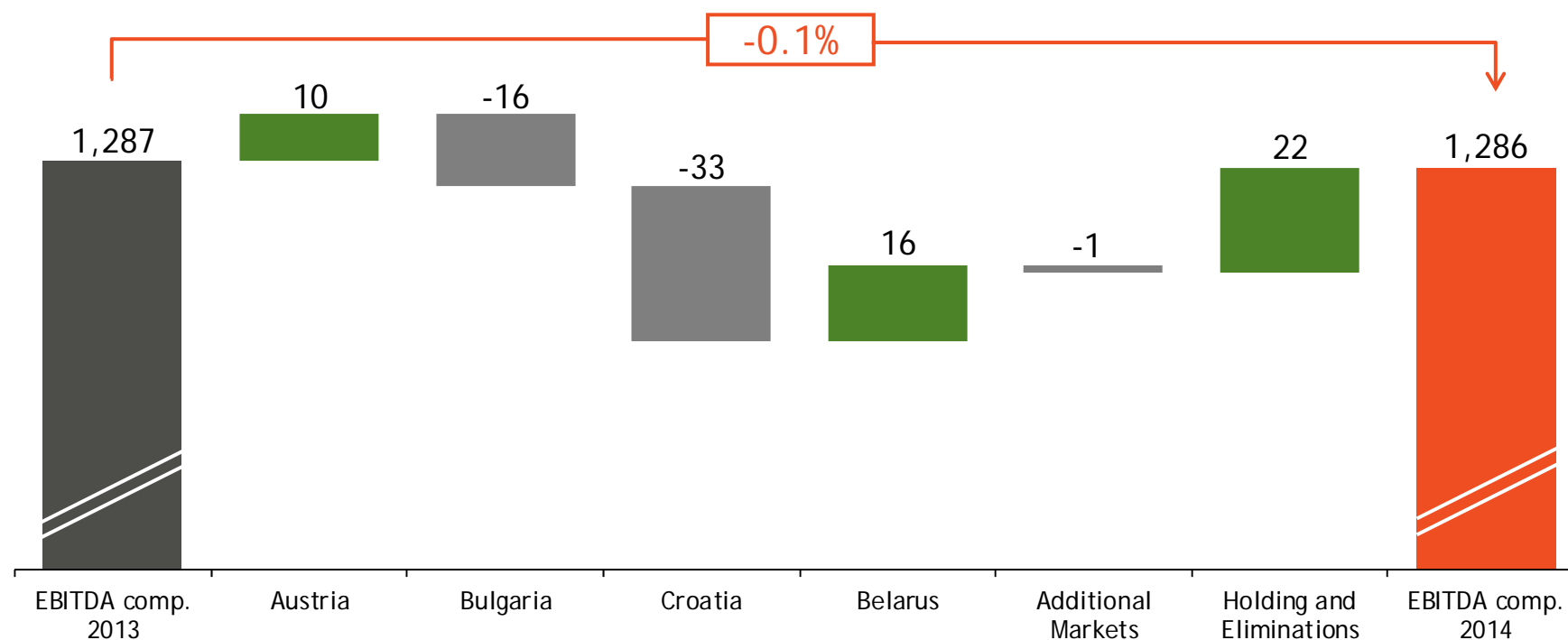


- > Growth in Belarus and Additional Markets could not compensate for revenue decline in Austria, Bulgaria and Croatia
- > Austria: Negative extraordinary effects of EUR 28.2 mn; operating decline on account of regulatory effects and falling gross additions

# Growth in Austria and Belarus facilitates stabilisation of EBITDA comparable

## EBITDA comparable of the Group in 2014

in EUR mn



- > Higher EBITDA comparable in Austria and Belarus compensates for decline in Bulgaria and Croatia despite net negative extraordinary effects of EUR 31.5 mn

# Austria – Turnaround in EBITDA comparable achieved

## Segment Austria

in EUR mn	2014	Change	Change excl.extra- ordinary effects
Revenues	2,472.0	-7.0%	-6.0%
EBITDA comparable	755.4	1.4%	9.2%

### Positive trends



- > Higher revenues from fixed fees
- > Strong growth in TV and broadband
- > Subsidies for new and existing customers reduced by 75.9% and 27.2% respectively
- > Overall cost savings of almost EUR 200.0 mn in the areas of market cultivation, purchasing, IT and technology

### Negative factors



- > Extraordinary effects of EUR -28.2 mn in revenues and EUR -30.1 mn in personnel costs
- > Negative regulatory effects of EUR 77 mn on revenues
- > Lower gross additions resulting from continued intense competition
- > Fixed-line voice business continues downward trend



# Bulgaria and Croatia: Continued price pressure and regulatory effects

## Segment Bulgaria

in EUR mn	2014	Change
Revenues	371.3	-7.1%
EBITDA comparable	143.1	-9.8%

- > Price pressure in mobile business and regulatory effects weigh on revenue
- > Fixed-line service revenues growing
- > Cost reductions inter alia in employee costs

## Segment Croatia

in EUR mn	2014	Change
Revenues	378.2	-2.8%
EBITDA comparable	84.3	-28.3%

- > Revenue decline as result of regulatory effects, competition and reduced prepaid customer base
- > Increasing revenues from mobile contract and fixed-line customers
- > Tripling of mobile frequency fees weigh on EBITDA comparable

# Belarus and Additional Markets: Strong operating trends

## Segment Belarus

in EUR mn	2014	Change
Revenues	355.0	+7.0%
EBITDA comparable	172.4	+10.6%

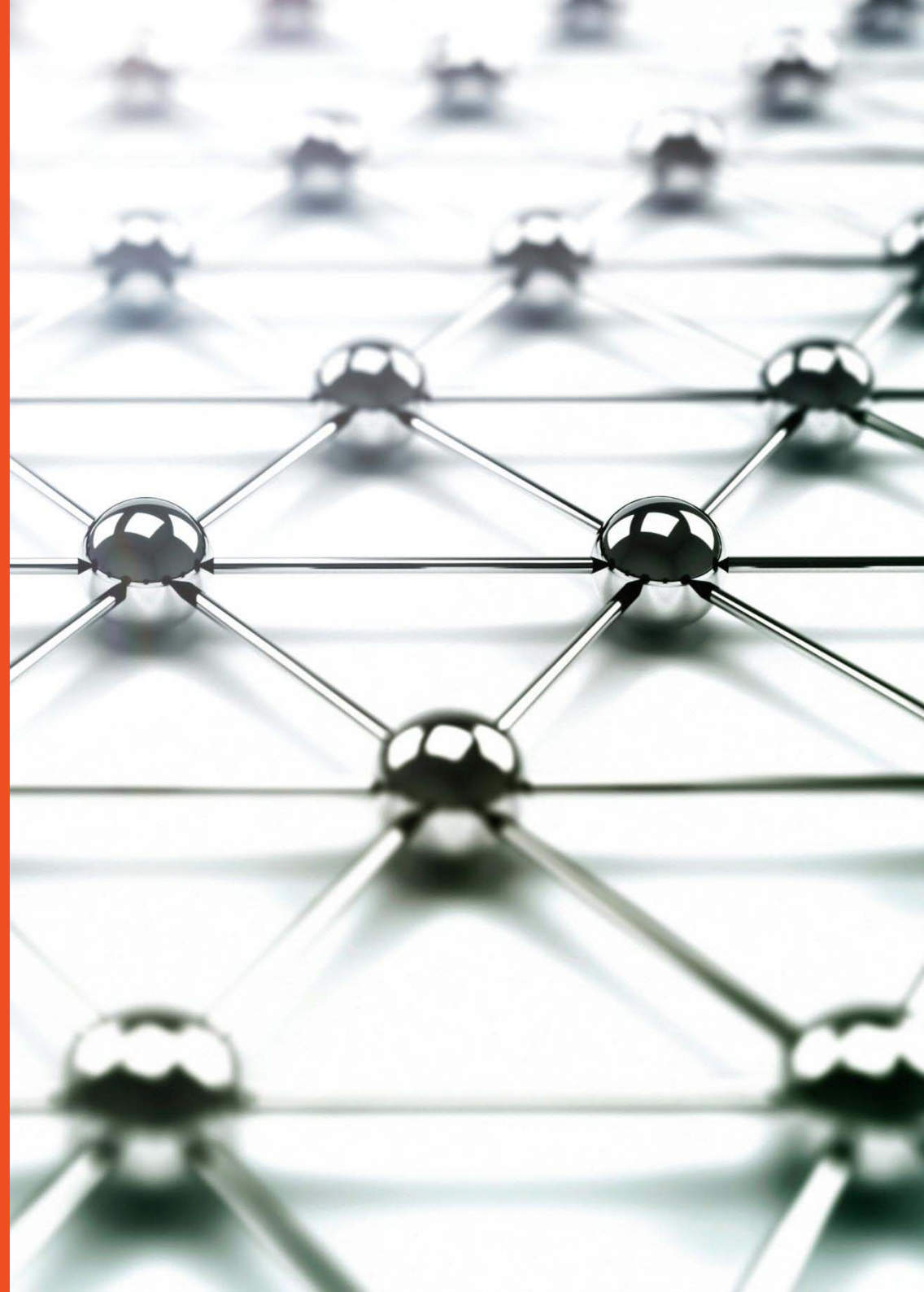
- > Revenue growth thanks to inflation-based price increases and data growth
- > Negative FX effects of EUR 35.3 mn on revenues and EUR 17.1 mn on EBITDA comparable
- > Strong EBITDA growth despite higher costs for personnel and marketing

## Segment Additional Markets

in EUR mn	2014	Change
Revenues	481.1	+6.1%
EBITDA comparable	137.0	-1.1%

- > Higher revenues in Slovenia and the Rep. of Serbia; decline in the Rep. of Macedonia due to regulation
- > EBITDA growth in Slovenia, stable in Rep. of Serbia despite OPEX increase as a result of change in handset accounting
- > Cost reductions in the Rep. of Macedonia

1. Highlights of first quarter 2015
2. Result for the 2014 financial year
3. Group Strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow
  5. 1 Financial result
  - 5.2 Balance sheet
  - 5.3 Cash flow
6. Compliance



# Equity base significantly strengthened as a result of capital increase

## Balance sheet of the Group in 2014

in EUR mn

	2014	2013	Veränd. in %
Current assets	2,047.3	1,221.2	67.6%
Non-current assets	6,269.1	6,579.4	-4.7%
<b>Total assets</b>	<b>8,316.4</b>	<b>7,800.6</b>	<b>6.6%</b>
Current liabilities	1,537.5	1,442.3	6.6%
Non-current liabilities	4,560.8	4,899.2	-6.9%
Stockholders' equity	2,218.0	1,459.1	52.0%
<b>Total liabilities and stockholders' equity</b>	<b>8,316.4</b>	<b>7,800.6</b>	<b>6.6%</b>
Net debt	2,693.3	3,758.7	-28.3%

> Improvement of the equity ratio from 18.7% in 2013 to 26.7% in 2014

# Capital increase – structure

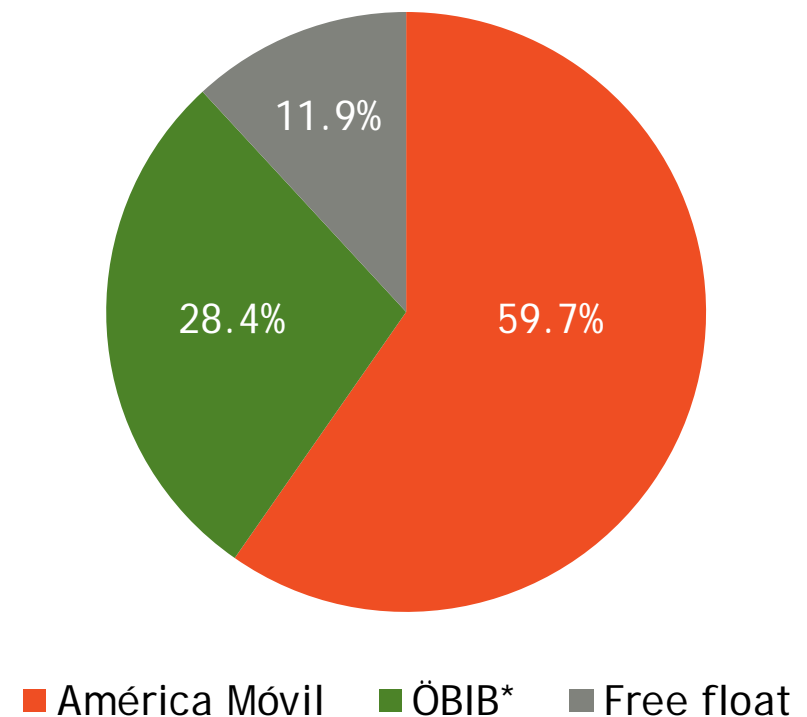
Offering structure	> Rights offering for up to 221,500,000 shares, including rump placement of shares not subscribed to at the rights offering
Offer size	> Planned net proceeds of up to EUR 1,000 mn plus costs
Subscription price	> EUR 4.57
Subscription ratio	> 2:1 (old shares : new shares)
Use of proceeds	> Strengthened financial position > Accelerated fibre optic expansion in Austria 2015-2018 > Flexibility for value-adding M&A activities
Lock-up	> 6 months for América Móvil (including Carso Telecom) and ÖBIB > 6 months for Telekom Austria Group
Syndicate structure	> Joint global co-ordinators and joint bookrunners: Citigroup, Deutsche Bank > Joint bookrunners: Erste Group, Raiffeisen Centrobank, Unicredit

# First capital increase in the history of the Telekom Austria Group successfully completed

## Result of the capital increase

- > Gross proceeds: EUR 1,012,778,217.34
- > Net proceeds: Approx. EUR 996.9 mn
- > Number of new shares: 221.5 mn
- > 99.7% placement during the subscription period
- > Subscription price: EUR 4.57 per share
- > América Móvil and ÖBIB subscription rights exercised fully

## Placement of new shares and new shareholder structure

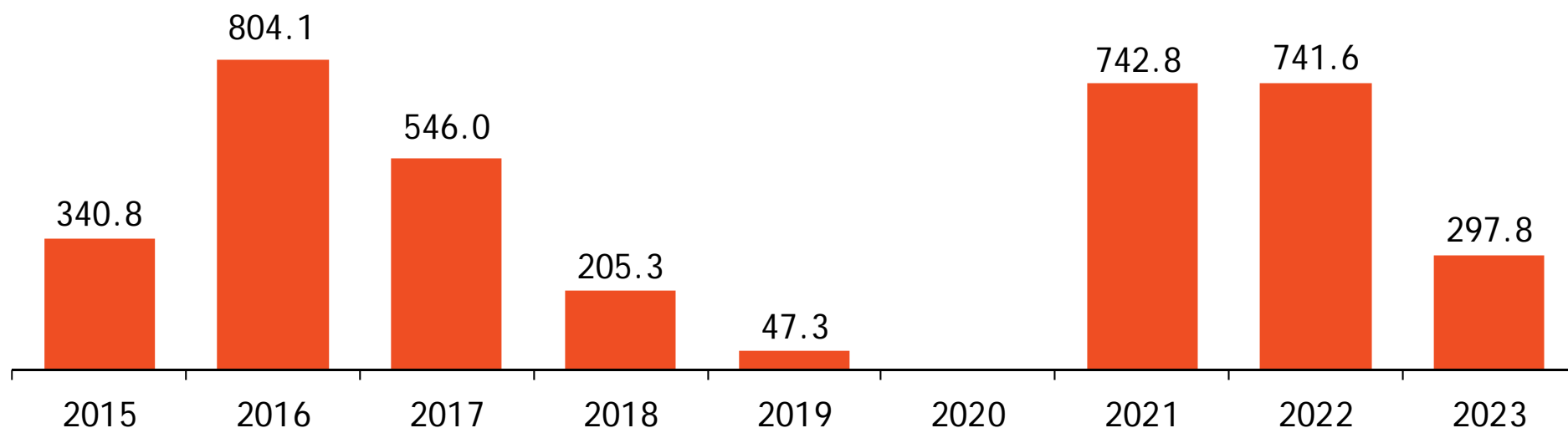


\* ÖIAG (Österreichische Industrieholding AG) was transformed into ÖBIB (Österreichische Bundes- und Industriebeteiligungen GmbH) on 20 March 2015.

# Maturity profile of the Group: No significant financing requirements in 2015

## Maturity profile of the Group

in EUR mn



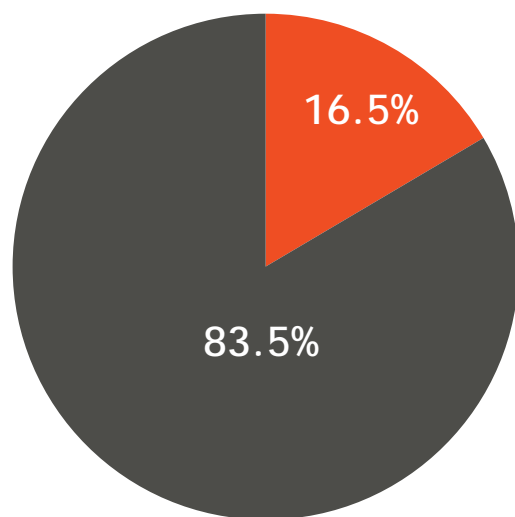
- > Short and long-term financial liabilities of EUR 3,725.8 mn as of 31 December 2014
- > Average borrowing costs of 4.28%
- > Cash and cash equivalents and current financial investments of EUR 1,032.4 mn
- > Average term of 4.5 years



# Liability structure of the Telekom Austria Group

## Instruments

As of 31 December 2014



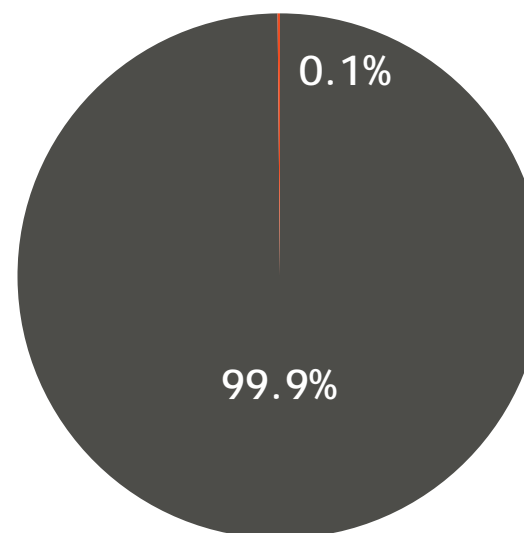
■ Loans ■ Loans

## Lines of credit

- > Undrawn committed credit lines of EUR 1 billion
- > Average term to maturity of 4.85 years

## Interest rate structure

As of 31 December 2014



■ Fixed ■ Floating

## Ratings

- > Standard & Poor's: BBB (stable outlook)
- > Moody's: Baa2 (stable outlook)

1. Highlights for first quarter 2015
2. Result for the 2014 financial year
3. Group Strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow

#### 5. 1 Financial result

#### 5.2 Balance sheet

### 5.3 Cash flow

6. Compliance



# Free cash flow improvement due to strong operating trends despite higher working capital requirements

## Free cash flow of the Group in 2014

in EUR mn

	2014	2013	Change in %
Gross operating cash flow	1,190.4	1,137.2	4.7%
Change in working capital	-289.0	-85.7	n.a
<b>Net operating cash flow</b>	<b>901.4</b>	<b>1,051.6</b>	<b>-14.3%</b>
Acquisition of spectrum*	-94.5	-1,129.5	n.a
Regular capital expenditure	-662.9	-649.6	n.a
Gains on the disposal of property, plant and equipment and intangible assets	12.1	10.8	12.7%
<b>Free cash flow</b>	<b>156.1</b>	<b>-716.7</b>	<b>n.a</b>
Free cash flow per share	0.34	-1.62	n.a

\* 2013 includes acquisition of intellectual property rights from Orange Austria

# Dividend policy

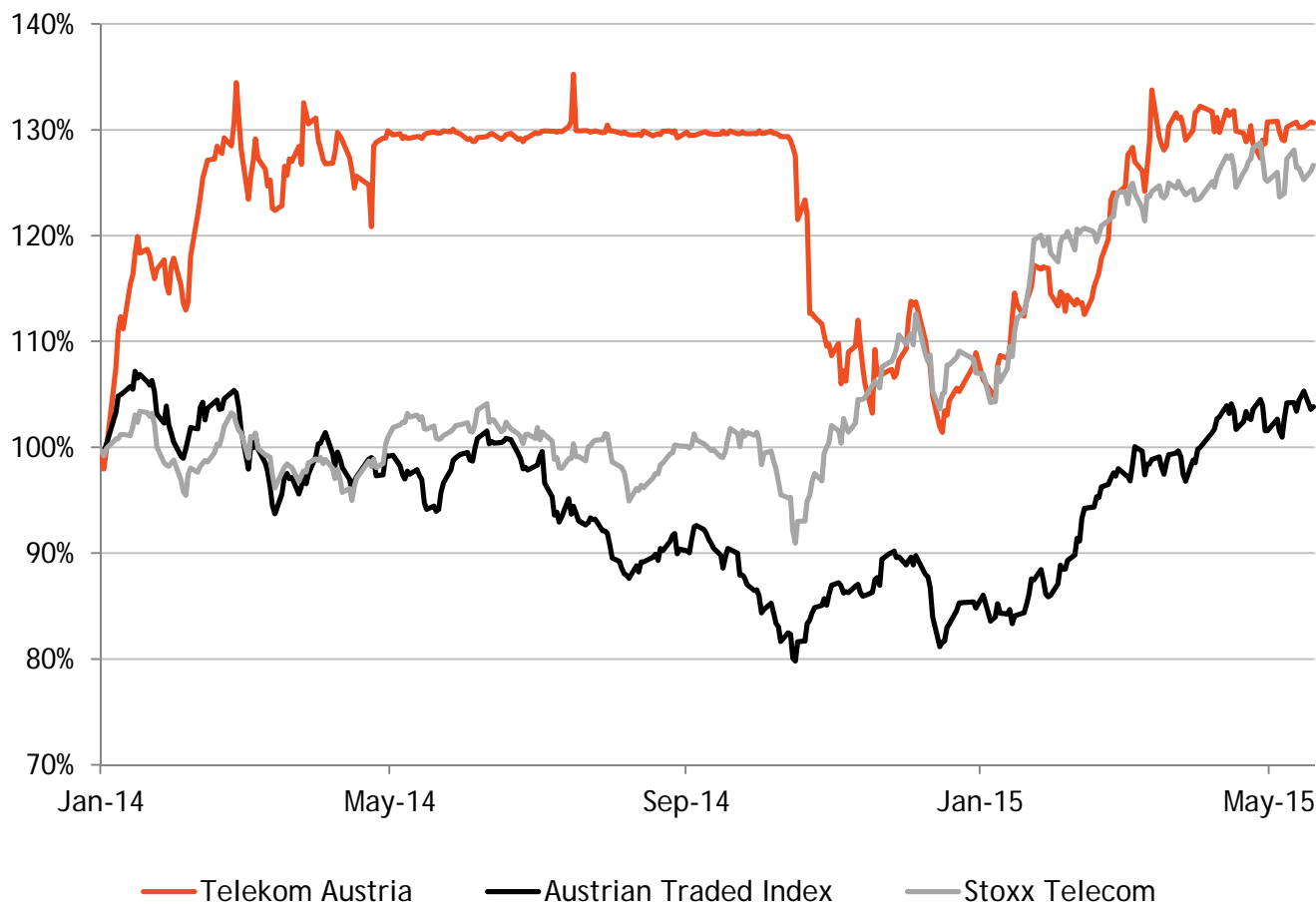
- > Minimum dividend of 5 Eurocent per share
- > Telekom Austria Group targets a sustainable payout level with the capacity to grow over time
- > Based on actual results, and taking into consideration free cash flow generation, the Group's target capital structure as well as CAPEX requirements, potential additional cash pay-out to shareholders may be defined
- > For 2014 and 2015 the management intends to pay a dividend of 5 Eurocent per share



# Share price performance in 2014 dominated by technical factors; YTD approx. +20%

## Performance of the Telekom Austria AG share

1 January 2014 to present

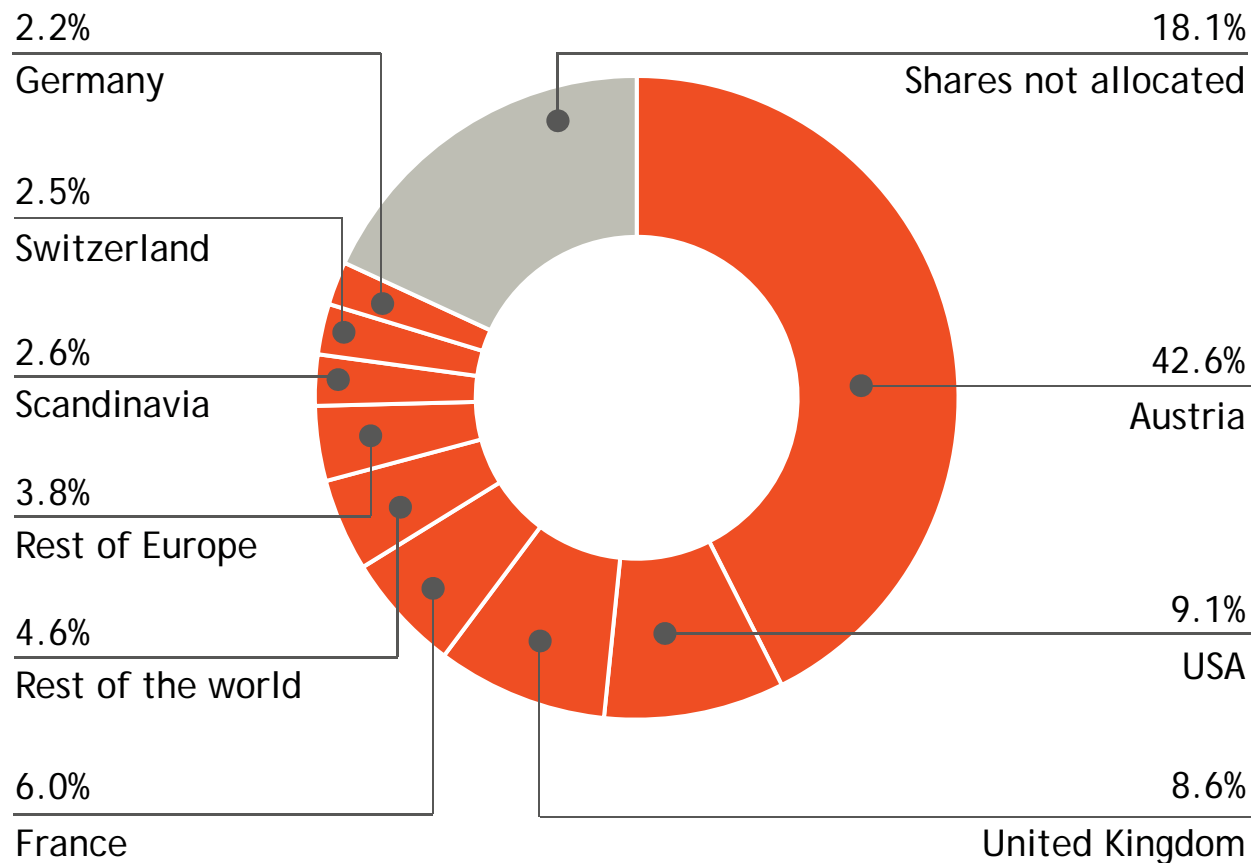


- > Telekom Austria share performance in 2014 dominated by takeover by América Móvil and capital increase
- > Recovery of the share price in first quarter of 2015 as a result of positive business development; YTD approx. +20%

# New free float primarily in Austria

## Free float of the Telekom Austria AG share by country\*

As of 31.12.2014



- > Free float after takeover at 11.9%
- > Investors primarily from Austria, USA and Great Britain



1. Highlights of first quarter 2015
2. Result for the 2014 financial year
3. Group Strategy
4. Focus points of 2014
5. Financial result, balance sheet & cash flow
6. Compliance



# Compliance Management System and compliance measures embedded throughout the group

- > The Telekom Austria Group today has a compliance management system (CMS) which was audited by the audit and consulting company PwC in 2013. PwC issued Telekom Austria AG a positive audit report for its CMS with no further remarks.
- > Compliance measures are firmly established throughout the group in all divisions of the company.
- > In 2014 the behaviour-oriented prevention measures focused on classroom-based training for selected risk areas.

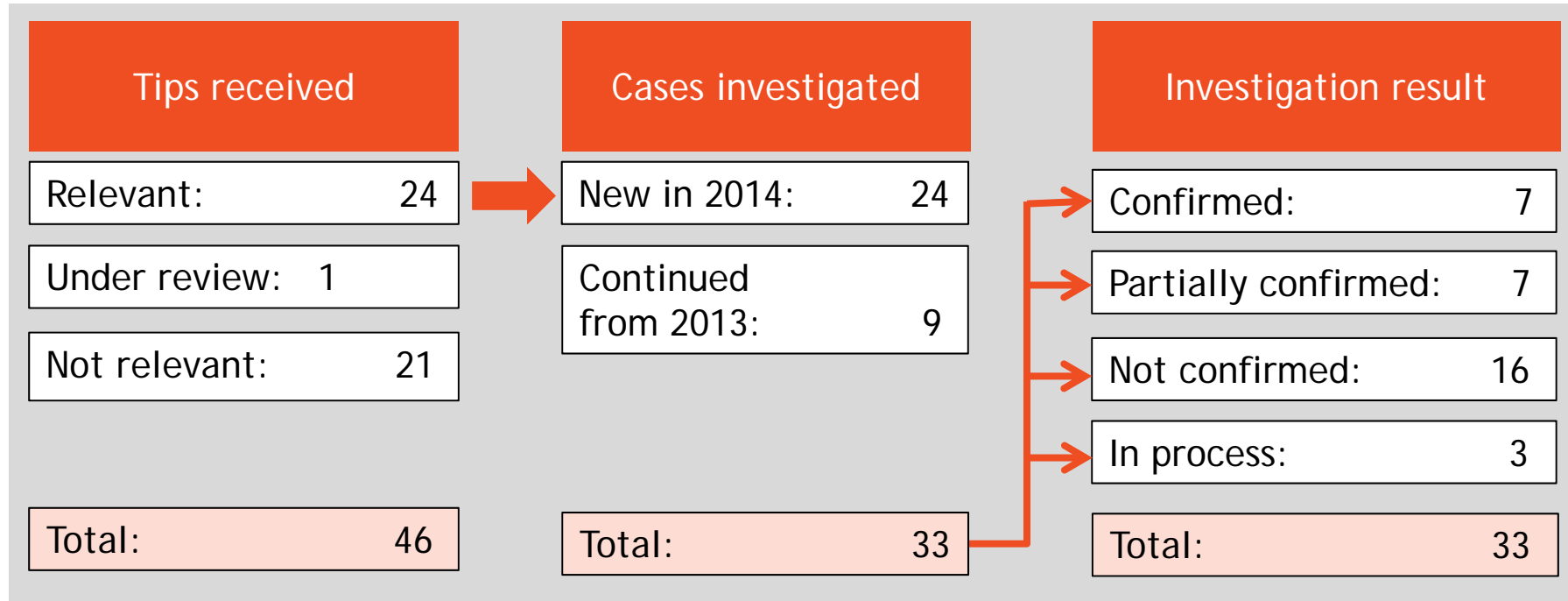
2,340 managers and employees of the Group received personal training in approximately 160 training sessions.

In addition, 1,450 managers and employees throughout the Group received training on special subjects using e-learning tools.



# Compliance breaches are fully investigated and penalised

- > No compliance management system can fully prevent misconduct on the part of individuals.
- > However, breaches of compliance regulations are investigated in detail in the Telekom Austria Group and appropriate sanctions are imposed.
- > The number of cases corresponds to the average among comparable companies.



# Agenda item 2

Utilisation of net retained profits



# Proposal on the utilisation of the net retained profits

The Management Board and the Supervisory Board propose to use the net retained profits of Telekom Austria AG generated in the 2014 financial year in the amount of EUR 33,205,009.64 as follows:

- > Distribution of a dividend of EUR 0.05 per eligible no par value share

## Information

- > Ex-dividend date: 1 June 2015
- > Dividend payment date: 3 June 2015



# Agenda item 3

Approval of the actions of the  
Management Board





# Approval of the Actions of the Management Board

The Management Board and the Supervisory Board of Telekom Austria AG propose to grant discharge to the members of the Management Board for the fiscal year 2014.





# Agenda item 4

Approval of the actions of the  
Supervisory Board



# Approval of the Actions of the Supervisory Board

The Management Board and the Supervisory Board of Telekom Austria AG propose to grant discharge to the members of the Supervisory Board for the 2014 financial year.



# Agenda item 5

Determination of Supervisory Board remuneration



# Supervisory Board remuneration remains unchanged

The Management Board and the Supervisory Board of Telekom Austria AG propose to determine the remuneration for the elected members of the Supervisory Board for the 2014 financial year as follows:

	2014
For the chairman	EUR 30,000
For the deputy chairmen	EUR 22,500
For every further member of the Supervisory Board	EUR 15,000
The attendance fee for each member of the Supervisory Board per meeting shall amount until further notice to	EUR 300

The Supervisory Board remuneration was last revised in 2005.



# Agenda item 6

Elections to the Supervisory Board



# Dr Karin Exner-Wöhrer

- > Proposal for the election of

**Dr Karin Exner-Wöhrer**  
born on 8 September 1971,

as of the termination of this annual general meeting until the termination of such general meeting which resolves upon the discharge of the 2019 financial year, to the supervisory board of the Company.

- > Dr Karin Exner-Wöhrer has issued a statement according to Sec 87 Para 2 AktG as well as providing a curriculum vitae.
- > These documents have been made available on the homepage of Telekom Austria as of 28 April 2015.



# Dr Karin Exner-Wöhrer

## Education

- > 2002 Executive MBA
- > 1993-96 Doctoral Programme of Business Administration, Vienna University of Economics and Business
- > 1989-93 Studies of Business Administration (Master's degree), Vienna University of Economics and Business

## Career

- > Since 1992 Salzburger Aluminium AG (SAG AG)
- > Since 2015 Chair of the Board of Directors
- > Since 2000 Member of the Board of Directors (SAG AG, AKW AG)
- > 1992-99 Risk- and Metal Management, PR, Project management
- > 2010-12 CEO SAG Motion AG, SAG Materials AG

## Other functions

- > Several supervisory board mandates, inter alia: SAG Motion GmbH (Chairwoman), SAG Materials GmbH and TÜV Österreich (Member of the Administrative Board)



# Dr Wolfgang Ruppenstorfer

- > Proposal for the election of

**Dr Wolfgang Ruppenstorfer**  
born on 15 October 1950,

as of the termination of this annual general meeting until the termination of such general meeting which resolves upon the discharge of the 2019 financial year, to the supervisory board of the Company.

- > Dr Wolfgang Ruppenstorfer has issued a statement according to Sec 87 Para 2 AktG as well as providing a curriculum vitae.
- > These documents have been made available on the homepage of Telekom Austria as of 28 April 2015.



# Dr Wolfgang Ruttendorfer

## Education

- > Degree in Commercial Sciences, Vienna University of Economics and Business

## Career

- > 2002-11 CEO, Chairman of the Board of Directors of OMV AG
- > 2000-02 Deputy Chair of the Board of Directors (Finance & Gas) of OMV AG
- > 1997-99 State Secretary, Federal Ministry of Finance
- > 1976-97 OMV AG in various positions, including energy politics, planning and supervision, strategy, mineral oil products distribution, finance, controlling and chemicals, exploration and production, gas

## Other functions

- > Several supervisory board mandates, inter alia: NIS a.d. (Member of the Administrative Board), Vienna Airport, CA Immo AG (Chairman). Previously at Telekom Austria AG, Vienna Insurance Group (Chairman), Roche Holding (Member of the Administrative Board)

# Agenda item 7

Election of the auditor of the single-entity and consolidated financial statements



# Election of the auditor of the single-entity and consolidated financial statements

The Supervisory Board of Telekom Austria AG proposes to elect Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H , Vienna, as auditor and Group auditor for the 2015 financial year.



## Agenda Item 8:

Management report on the share buy-back effected, number of treasury shares held and use of treasury shares



# Management report on the share buy-back, number of treasury shares held and use of treasury shares

A resolution on this item of the agenda is not required.





# Report on the share buy-back – No share buy-back since the last annual general meeting

Buy-back authorisation of the annual general meeting of 29 May 2013 included

- > Buy-back of shares of up to 5% of the share capital
- > Lowest equivalent value of EUR 5 and highest equivalent value of EUR 15
- > Valid until 29 November 2014

## Share buy-back report

- > No treasury shares were acquired in the period from 29 May 2013 up to and including 27 May 2015
- > The last share buy-back took place in 2007



# Utilisation of treasury shares

## Intended purpose

- > To service claims from performance share programmes
- > As consideration for company acquisitions
- > Disposal at any time for the duration of 5 years from resolution on the stock market or in any way permitted by law, also over the counter (also with exclusion of the general purchase option)

## Report on the utilisation of treasury shares

- > No transactions in treasury shares conducted
- > Thus 415,159 treasury shares held at 28 May 2014
- > Corresponding to roughly 0.062% of the share capital



Many thanks for attending!

[www.telekomaustria.com](http://www.telekomaustria.com)



# Annual General Meeting 2015