

Details of the shareholder / the shareholders (in case of several owners of the custodian account)

Name(s) / company name
Address (postcode, city, street, house number)
Physical person: date of birth / legal person: register and register number
Phone number and/or e-mail for further enquiries
Name of the custodian bank, including bank code or BIC
Custodian account

PROXY

I/we _____

hereby, in my/our capacity as shareholder(s) of Telekom Austria AG, grant proxy to

First and surname / company name

(please write in capital letters): _____

Date of birth / register and

register number of the company: _____

Street, house number: _____

Postcode, city / registered office: _____

to represent me/us at the Extraordinary General Meeting of Telekom Austria AG with its registered office in Vienna, company no. 144477t, commercial register of Vienna, on Thursday, 14 August 2014, at 10:00 a.m., at the Vienna Stadthalle, Halle F, A-1150 Vienna, Roland Rainer Platz 1, and to exercise in my/our name(s) the rights that I/we are entitled to exercise as shareholders at the General Meeting, especially the voting rights.

This proxy covers _____ of my shares.

(If this field is empty, the proxy applies to all shares, which are covered by the deposit confirmations as of the record date from the custodian bank.)

The representative is entitled to delegate this authority to another person.

Place, date

Name in capital letters / signature

Additional Information regarding the Proxy

The proxy must be forwarded to Telekom Austria AG via one of the following options:

- By mail: Telekom Austria AG, Investor Relations Department, Lassallestrasse 9, A-1020 Vienna
- By fax: +43 (0)50 664 9 49040
- By e-mail: ao.hauptversammlung.2014@telekomaustria.com (proxy attached as PDF-file to e-mail)
- By SWIFT: SWIFT GIBAATWGGMS, Message Type MT598; please indicate in the wording either ISIN AT 0000720008 or ISIN AT 0000A17B43 for shares which are submitted during the additional acceptance period according to Para 19 Sec 3 Takeover Act for the acceptance of the mandatory takeover offer announced by Carso Telecom B.V.

The proxy must be received by Telekom Austria AG by **4:00 p.m.** on the day before the General Meeting (thus on **13 August 2014**). Thereafter the proxy shall be brought personally to registration at the venue of the General Meeting.

Attention: To participate at the General Meeting, a deposit confirmation according to Para 10a Stock Corporation Act issued by the custodian bank shall be delivered to Telekom Austria AG by 11 August 2014, at the latest.

Details of the shareholder / the shareholders (in case of several owners of the custodian account)

Name(s) / company name
Address (postcode, city, street, house number)
Physical person: date of birth / legal person: register and register number
Phone number and/or e-mail for further enquiries
Name of the custodian bank, including bank code or BIC
Custodian account

REVOCATION OF PROXY

I/we _____

revoke, in my/our capacity as shareholder of Telekom Austria AG, the proxy granted to

First and surname / company name

(please write in capital letters): _____

Date of birth / register and

register number of the company: _____

Street, house number: _____

Postcode, city / registered office: _____

to represent me/us at the Extraordinary General Meeting of Telekom Austria AG with its registered office in Vienna, company no 144477t, commercial register of Vienna, on Thursday, 14 August 2014, at 10:00 a.m., at the Vienna Stadthalle, Halle F, A-1150 Vienna, Roland Rainer Platz 1.

Place, date

Name in capital letters / signature

Important Information regarding Revocation of Proxy

The revocation of proxy shall only be effective, if Telekom Austria AG has received it in time by one of the following options:

- By mail: Telekom Austria AG, Investor Relations Department, Lassallestrasse 9, A-1020 Vienna
- By fax: +43 (0)50 664 9 49040
- By e-mail: ao.hauptversammlung.2014@telekomaustria.com (revocation of proxy attached as PDF-file to e-mail)
- By SWIFT: SWIFT GIBAATWGGMS, Message Type MT598; please indicate in the wording either ISIN AT 0000720008 or ISIN AT 0000A17B43 for shares which are submitted during the additional acceptance period according Para 19 Sec 3 Takeover Act for the acceptance of the mandatory takeover offer announced by Carso Telecom B.V.

The revocation of proxy shall be received by Telekom Austria AG by **4:00 p.m.** on the day before the General Meeting (thus on **13 August 2014**). Thereafter the revocation of proxy shall be brought personally to registration at the venue of the General Meeting.

To simplify handling we kindly ask you to attach a copy of the revoked proxy to this declaration.