

Zagreb, 21 April 2009

For immediate release

## Decisions passed by the General Assembly of HT-Hrvatske telekomunikacije d.d. held on 21 April 2009

Agenda of the General Assembly of HT – Hrvatske telekomunikacije d.d.:

1. Election of the Chairman of the General Assembly;
2. Annual financial statements of the Company and consolidated financial statements of the T-HT Group for the business year 2008, including the Annual Report on the Status and Business Operations of the Company and the T-HT Group for the business year 2008 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2008;
3. Decision on the utilization of profit;
4. Decision on approval of actions of the Members of the Management Board of the Company for the business year 2008;
5. Decision on approval of actions of the Members of the Supervisory Board of the Company for the business year 2008;
6. Decision on election of two Members of the Supervisory Board;
7. Decision on giving authority to the Management Board for acquisition of the Company 's shares;
8. Decision on Amendments to the decision on determination of the remuneration for the members of the Supervisory Board;
9. Decision on appointment of the auditor of the Company;

The General Assembly of HT – Hrvatske telekomunikacije d.d., which was attended by 54,602,288 votes, which constitutes 66.68% of total votes, has passed the following decisions:

### Ad 1.

„Prof. DSc Zoran Parać, Law Faculty Zagreb, is elected a Chairman of the General Assembly for this convocation.”

### Ad 3.

1. In the business year ending with 31 December 2008 the Company realized the net income in the amount of HRK 2,103,678,782.86.
2. It is determined that retained earnings of the Company from previous years amounts of HRK 353,516,459.73
3. Net income referred to under item 1 of this decision in the amount of HRK 2.103.678.782,86 and part of retained earnings referred to under item 2 of this decision in the amount of HRK 352,158,381.79 in total amounts of HRK 2,455,837,164.65 will be utilized for dividend payout of HRK 29,99 per share.

4. Dividend will be paid out to all shareholders that are registered as shareholders at the Central Depository Agency on the day of the General assembly session, 21 April 2009, reduced for the previously paid out advance dividend. Dividend payout claim matures on 19 May 2009.

Ad 4.

„The approval of actions is given to the Members of the Management Board of the Company for the business year 2008.“

Ad 5.

„The approval of actions is given to the Members of the Supervisory Board of the Company for the business year 2008.“

Ad 6.

Under this item of the Agenda the following decision was adopted:

The following persons are elected Members of the Supervisory Board of HT d.d, for the period of four (4) years:

1. Mr. Steffen Roehn, dr.rer.nat, Neu-Anspach, Federal Republic of Germany
2. Mr. Guido Kerkhoff, Master Degree in Business Administration, Bonn, Federal Republic of Germany

This Decision shall come into effect on the day of its passing.

Ad 7.

Under this item of the Agenda the following decision was adopted:

1. The Management Board of HT – Hrvatske telekomunikacije d.d. is herewith given authority to acquire Company's shares, for the account of the Company, under the following terms and conditions:
  - The Management Board may acquire Company's shares which may not exceed 10% (ten percent) of the Company's share capital.
  - In the process of acquiring and managing of Company's shares the Management Board is empowered not to comply with the provisions of Article 211 and Article 308 paragraph 2 and 4 of the Companies Act.
  - Management Board is empowered to redeem Company 's shares without special decision of the General Assembly.
  - The maximum price at which Company's shares might be purchased shall not exceed 10% respectively shall not be below 10% of the average market price per share realized during the last trading day preceding the purchase.
  - This authority shall be valid for 18 months upon the passing of this Decision.
2. This Decision shall enter into effect as at the day of its passing, and shall be applied within the term of authority given by this Decision.”

## Ad 8.

Under this item of the Agenda the following decision was adopted:

1. The Decision of the General Assembly on determination of the remuneration for the work of Supervisory Board Members dated as of 16 June 2000, is hereby amended as follows:
  - to a Member of the Supervisory Board who is in the same time the Chairman of the Audit Committee of the Supervisory Board in the amount of 1.5 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 in the amount of 1.25 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 in the amount of 1.25 of the average monthly net salary of the employees of the company paid in the preceding month.
2. The Company shall bear the travel expenses, accommodation expenses and other expenses connected with the participation of the members of the Supervisory Board at the Supervisory Board sessions and sessions of the Committees of the Supervisory Board as well as for their attendance at General Assembly.
3. In line with the amendments to the Decision of the General Assembly on determination of the remuneration for the work of Supervisory Board Members the clean text of the Decision will be determined.
4. This decision enters into force as of the day of its passing and is applicable together with the decision of the General Assembly dated as of 16 June 2000.”

## Ad 9.

The company Ernst & Young d.o.o., Milana Sachsa 1, 10000 Zagreb, is appointed the auditor of the Company for the business year 2009.

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## About T-Hrvatski Telekom

T-Hrvatski Telekom (T-HT) is the leading provider of telecommunication services in Croatia, serving more than 1.5 million fixed lines, more than 2.6 million mobile subscribers and nearly 473,000 broadband connections through its two divisions: T-Com and T-Mobile.

Deutsche Telekom AG owns 51% of T-HT's shares, with the Government of the Republic of Croatia owning 3.6% following the transfer of a proportion of its holding to Croatian private investors as bonus shares, in October 2008. Since its initial public offering in October 2007, T-HT shares have traded on the Zagreb Stock Exchange, with global depositary receipts trading on the London Stock Exchange.