



INVITATION TO THE GENERAL ASSEMBLY OF CROATIAN TELECOM INC.

Pursuant to the provisions of Article 277, Paragraph 2 of the Companies Act, the Management Board of the Joint Stock Company Croatian Telecom, with the registered seat in Zagreb, Roberta Frangeša Mihanovića 9 (hereinafter: HT Inc. or "the Company"), passed on 26 March 2019 the decision on the convocation of the General Assembly of the Company and hereby invites the shareholders of the Company to the

**GENERAL ASSEMBLY
of Croatian Telecom Inc.
to be held in Sky Office, Zagreb, Roberta Frangeša Mihanovića 9, on 6 May 2019 at 10:00 hours**

with the following agenda:

1. Election of the Chairman of the General Assembly;
2. Annual financial statements of the Company and consolidated annual financial statements of HT Group for the business year 2018, including the Annual Report on the Status and Business Operations of the Company and HT Group for the business year 2018 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2018;
3. Decision on the utilization of part of profit for dividend pay-out;
4. Decision on the utilization of part of profit for import in share capital and on increase of Company's share capital;
5. Decision on additional dividend pay-out from part of retained earnings;
6. Decision on Amendments to Articles 5, 7, 20, 21 and 39 of the Articles of Association of the Company;
7. Decision on approval of actions of the Members of the Management Board of the Company for the business year 2018;
8. Decision on approval of actions of the Members of the Supervisory Board of the Company for the business year 2018;
9. Decision on election of Members of the Supervisory Board;
10. Decision on appointment of the auditor of the Company

Proposals of decisions of the General Assembly:

Ad 1) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"Professor Zoran Parać, Ph.D., is elected as Chairman of the General Assembly of Croatian Telecom Inc. for this convocation".

Ad 3) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

"Decision on utilization of part of profit for dividend payout

1. *Part of current net profit determined in annual financial statements for 2018, which amounted to HRK 990,660,719.25 shall be used for dividend payout to shareholders in amount of HRK 7.00 per share, in total amounting to HRK 568,536,829.00.*
2. *Dividend from Item 1 of this Decision shall be paid out to all shareholders which are registered in Central Depository and Clearing Company (CDCC) on May 21st, 2019 (record date). The date from which Croatian Telecom 's share will be traded without right to receive dividend payout is May 20th, 2019 (ex-date). Dividend payout shall be executed on May 27th, 2019 (payment date).*
3. *This Decision comes into force as of the day of its passing".*

Ad 4) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

“Decision on utilization of part of profit for import in share capital and on increase of Company's share capital

1. *Part of current net profit determined in annual financial statements for 2018 in amount of HRK 422,123,890.25 which will remain after dividend pay-out from decision adopted under Item 3 of General Assembly agenda shall be used for increase of Company's share capital.*
2. *According to Item 1 of this Decision, Company's share capital shall be increased from the amount of HRK 9,822,853,500.00, for the amount of HRK 422,123,890.25, to the amount of HRK 10,244,977,390.25 from part of net profit from 2018.*
3. *Company's share capital shall be increased without issuance of new shares, by proportionate increase of participation of all issued shares in the Company's share capital.*
4. *The decision on Company's share capital increase from Company's assets is based on annual financial statements for 2018.*
5. *This Decision comes into force as of the day of its passing”.*

Ad 5) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

“Decision on additional dividend payout from part of retained earnings

1. *Part of retained earnings from previous years in amount of HRK 243,658,641.00 shall be used for additional dividend payout to shareholders in amount of HRK 3.00 per share.*
2. *Dividend from Item 1 of this decision shall be paid out together with dividend adopted by decision under Item 3 of the General Assembly agenda to all shareholders which are registered in Central Depository and Clearing Company (CDCC) on May 21st, 2019 (record date). The date from which Croatian Telecom 's share will be traded without right to receive dividend payout is May 20th, 2019 (ex-date). Dividend payout shall be executed on May 27th, 2019 (payment date).*
3. *This Decision comes into force as of the day of its passing”.*

Ad 6) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

“Decision on Amendments to Articles 5, 7, 20, 21 and 39 of the Articles of Association of the Joint Stock Company Croatian Telecom

Article 1

In Article 5, paragraph 1:

- *item 36 reading as follows is deleted:*

„service of execution of payment transactions where the consent of the payer to execute a payment transaction is given by means of any telecommunication, digital or IT device and the payment is made to the telecommunication, IT system or network operator, acting only as an intermediary between the payment service user and the supplier of goods and service“

- *item 37 becomes item 36 and is hereby amended and now reads as follows:*

“issuing of payment instruments and/or acceptance of payment transactions“

Article 2

Article 7 is hereby amended and now reads as follows:

“The share capital of the Company amounts to HRK 10,244,977,390.25 (in writing: ten billion two hundred and forty-four million nine hundred and seventy-seven thousand three hundred and ninety kuna and twenty-five lipa)”.

Article 3

In Article 20 paragraphs 1 and 2 are hereby amended and now read as follows:

„The Supervisory Board shall hold meetings at least four times per year. The Supervisory Board may also hold meetings by tele conferencing or by video conferencing. The minutes as well as the records of proceedings of the Supervisory Board shall be maintained in both Croatian and English. Votes in writing may be delivered by another member of the Supervisory Board or by a person who has received written authorization by the member of the Supervisory Board who was unable to attend the session.

The Supervisory Board members who are unable to physically attend the meeting of the Supervisory Board or participate in the work of the meeting by tele conferencing or by video conferencing, may deliver their votes in writing”.

Article 4

In Article 21 paragraph 2 item 1 is hereby amended and now reads as follows:

„1. resolution on the founding of the branch offices and the resolution on the founding of the subsidiaries of the Company;“

Article 5

In the clean text of the Articles of Association, Article 39 shall be amended to read as follows:

“By coming into force of these Articles of Association, the Articles of Association of the Company in the form as adopted on December 7, 1998, with amendments as of October 5, 1999, October 24, 2001, June 28, 2002, December 17, 2004, April 23, 2007, April 21, 2008, April 21, 2010, May 4, 2011, June 17, 2013, April 29, 2014, April 29, 2015, April 21, 2016, April 25, 2017 and March 23, 2018 shall cease to be valid”.

Article 6

All other provisions of the Articles of Association shall remain unchanged.

Article 7

This Decision on Amendments to the Articles of Association shall come into force and apply as of the date of entry in the Court Register.

Article 8

The Supervisory Board shall be authorized to specify the clean text of the Articles of Association in accordance with this Decision on Amendments to the Articles of Association”.

Ad 7) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

“The approval of actions is given to the Members of the Management Board of the Company for the business year 2018”.

Ad 8) The Management Board and the Supervisory Board of the Company propose to the General Assembly to adopt the following decision:

“The approval of actions is given to the Members of the Supervisory Board of the Company for the business year 2018”.

Ad 9) The Supervisory Board of the Company proposes to the General Assembly to pass the following decision:

“Mr. Marc Stehle, B.A. in business economics, residing in Breitscheid, Federal Republic of Germany, is elected Member of the Supervisory Board of Croatian Telecom Inc. for another term of office for the period of four (4) years, after the expiry of his current term of office, i.e., as of 16th December 2019”.

“Mr. Davor Majetić, Master of Science in Electrical engineering, residing in Zagreb, is elected Member of the Supervisory Board of Croatian Telecom Inc. for the period of four (4) years. This decision shall come into effect on the day of its passing”.

Ad 10) The Supervisory Board of the Company proposes to the General Assembly to pass the following decision:

“The company PricewaterhouseCoopers d.o.o., Heinzelova ulica 70, 10 000 Zagreb, is appointed as the auditor of the Company for the business year 2019”.

Explanation of proposals of General Assembly decisions:

Ad 1) Explanation of the proposal for election of the Chairman of the General Assembly

Professor Zoran Parać, Ph.D., has been elected as Chairman of the General Assemblies of the Company in the previous years, which were held without disturbances, efficiently and in accordance with the legal provisions. It is therefore proposed that he is elected again as Chairman of the Assembly.

Ad 2) Annual financial statements of the Company and consolidated annual financial statements of HT Group for the business year 2018, including the Annual Report on the Status and Business Operations of the Company and HT Group for the business year 2018 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2018

Pursuant to the obligation from Article 280a, paragraph 1, item 2 of the Companies Act, HT Inc. informs its shareholders that, pursuant to Article 300d of the Companies Act and pursuant to Article 31 of the Articles of Association of the Company, the annual financial statements of the Company and consolidated annual financial statements of HT Group for the business year 2018 are adopted both by the Management Board and the Supervisory Board, and, therefore, the General Assembly does not pass a decision thereon. The said financial statements are to be forwarded to the General Assembly together with the Annual Report of the Management Board on the Status and Business Operations of the Company and HT Group for the business year 2018 and the Supervisory Board's Report on the Performed Supervision of Business Operations Management of the Company in the business year 2018.

The General Assembly does not pass any decisions under this agenda item.

The General Assembly, by its Decisions from 2011, 2014 and 2016, authorized the Management Board to acquire Company shares (authorization is valid until 21 April 2021) and to act in accordance with the Article 352 paragraph 3, item 3 of the Companies Act. The Management Board is authorized to withdraw the acquired Company shares without nominal value without the share capital of the Company being decreased, in which case the remaining shares' participation in the share capital is increased, and in that case to align the information on the number of shares in the Articles of Association of the Company.

The Management Board launched the Share Buyback Programme ("Programme"), which started on 3 July 2017 and is to last until 20 April 2021. The maximum of 2,500,000 shares is scheduled for acquisition during the duration of the Programme, whereas the maximum funds that are assigned to the Programme amount to HRK 500,000,000.00.

Until 31 December 2017, the Company acquired at Zagreb Stock Exchange in total 216,005 Company shares, representing 0.26% of the Company's issued share capital. For the said acquisition of Company shares, the Company paid out an equivalent value of HRK 37,569,685.53.

In March 2018, the Company withdrew 218,471 acquired Company shares (216,005 own shares purchased within Share Buyback Programme in 2017 and 2,466 previously held own shares) without the share capital of the Company being decreased. Thereby the total number of shares has decreased from 81,888,535 shares to 81,670,064 shares without nominal value, while the remaining shares' participation in the share capital has been increased.

During 2018 the Company acquired at Zagreb Stock Exchange further 450,517 Company shares, representing 0.55% of the Company's issued share capital, i.e., HT Inc. holds in total 450,517 Company shares as at 31 December 2018. For this acquisition of Company shares in 2018, the Company paid out an equivalent value of HRK 71,062,380.96.

Ad 3) Explanation of the proposal of decision on the utilization of part of profit for dividend pay-out

The Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which a part of the net profit from 2018 will be distributed to shareholders as dividend payment, in the amount of HRK 568,536,829.00, or HRK 7.00 per share.

Ad 4) Explanation of the proposal of decision on the utilization of part of profit for import in share capital and on increase of Company's share capital

The Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which a part of the net profit from 2018, amounting to HRK 422,123,890.25, which will remain after dividend pay-out from decision adopted under Item 3 of the agenda, is to be used to increase the share capital of the Company, by proportionate increase of participation of all issued shares in the Company's share capital and without allocation of new shares. It is proposed that the share capital of the Company is to be increased from the amount of HRK 9,822,853,500.00, for the amount of HRK 422,123,890.25, to the amount of HRK 10,244,977,390.25.

Ad 5) Explanation of the proposal of decision on additional dividend pay-out from part of retained earnings

Motivated by excellent business results achieved in 2018., as well as by overall better economic and investment climate in Croatia, the Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which a part of retained earnings from previous years in amount of 243,658,641.00 HRK is to be paid out as additional dividend to shareholders, in amount of HRK 3.00 per share.

Ad 6. Explanation of the proposal of Amendments to Articles 5, 7, 20, and 21 of the Articles of Association of the Company

a) Article 5/1 of the Articles of Association - Amendment to the scope of activities of the Company

From September 2011, until today, HT Inc. has been registered under the several Resolutions of the Croatian National Bank (hereinafter referred to as CNB) for performing activities related to the provision of electronic money and payment services.

On 26 July 2018 the new Electronic Money Act regulating the performance of the aforementioned activities came into force.

According to the CNB Resolution from January 4th, 2019, it was determined that HT Inc. has performed all needed in order to align with the new Law. The alignment with the Act had no impact on the scope and content of the activities for which HT Inc. already obtained approval by the CNB.

However, it is necessary to align the names of these activities in the Articles of Association in order for HT Inc. alignment of the registration to be entered in the court register of the Commercial Court in Zagreb, therefore the Management Board and the Supervisory Board propose to the General Assembly that Article 5 of the Articles of Association is amended accordingly.

b) Article 7 of the Articles of Association - Share capital

Provided that the proposal of the Decision on increase of share capital by the General Assembly, as listed above under item 4 above, has been adopted, the Management Board and the Supervisory Board propose to the General Assembly that the amount of the share capital stated in Article 7 of the Articles of Association is amended in line with the said Decision.

c) Article 20/1/2 of the Articles of Association – Supervisory Board sessions

The Management Board and the Supervisory Board propose to the General Assembly to amend Article 20 of the Articles of Association, in a way that it is explicitly stated that the Supervisory Board sessions may be held by tele conferencing or by video conferencing and that members may participate in the work of the session by tele conferencing or by video conferencing.

This possibility has already been used in the work and decision making of the Supervisory Board, in line with the valid legal theory, but to avoid interpretations, it is proposed to be explicitly included in the text of the Articles of Association.

d) Article 21/2 of the Articles of Association – Management Board Decisions subject to the prior approval of the Supervisory Board

Currently, the appointment of Management Board members and the election of Supervisory Board members of subsidiaries falls to the list of matters for the undertaking of which the Management Board needs to have a prior approval of the Supervisory Board of the Company.

For practical reasons, to unburden the Supervisory Board decision making process, the Management Board and the Supervisory Board propose to the General Assembly that this provision is deleted from Article 21 of the Articles of Association.

Ad 7) Explanation of the proposal of decision on approval of actions of the Members of the Management Board of the Company for the business year 2018

Pursuant to Article 280, paragraph 3 of the Companies Act, the Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which approval of actions is given to the Members of the Management Board of the Company for the business year 2018.

Voting on the approval of actions may be conducted separately for each member of the Management Board if the Assembly decides so, or upon the request of the shareholders holding at least a tenth part of the share capital of the Company.

Ad 8) Explanation of the proposal of decision on approval of actions of the Members of the Supervisory Board of the Company for the business year 2018

Pursuant to Article 280, paragraph 3 of the Companies Act, the Management Board and the Supervisory Board propose to the General Assembly to pass the decision by which approval of actions is given to the Members of the Supervisory Board of the Company for the business year 2018.

Voting on the approval of actions may be conducted separately for each member of the Supervisory Board if the Assembly decides so, or upon the request of the shareholders holding at least a tenth part of the share capital of the Company.

Ad 9) Explanation of the proposal for election of Members of the Supervisory Board

Pursuant to Article 280, paragraph 3 of the Companies Act, the Supervisory Board proposes to the General Assembly to elect two Supervisory Board Members, that is, Mr. Marc Stehle and Mr. Davor Majetić.

The term of office of Mr. Marc Stehle is to expire on 16th December 2019, and it is therefore proposed to elect him for another term of office.

Pursuant to the amendments to the Mandatory Pension Funds Act, in force as of January 1st, 2019, employees of the Mandatory Pension Funds Management Companies are prohibited from serving as Supervisory Board Members in the companies they invest in. For the purpose of alignment with the regulatory requirements, Mr. Damir Grbavac, President of the Management Board of Raiffeisen Mandatory and Voluntary Pension Funds Management Company Inc., submitted the resignation to his membership in the Supervisory Board of HT Inc., with effect as of closing of this Assembly. It is proposed to elect Mr. Davor Majetić to the vacant position.

Mr. Marc Stehle is member of the Board of Directors Crnogorski Telekom A.D., Podgorica, Republic of Montenegro.

Mr. Davor Majetić holds no membership in Supervisory Boards or Boards of Directors of other companies.

Ad 10) Explanation of the proposal for appointment of the auditor of the Company

Pursuant to Article 280, paragraph 3 of the Companies Act, the Supervisory Board proposes to the General Assembly to pass the decision by which the company PricewaterhouseCoopers d.o.o., Heinzlova ulica 70, 10 000 Zagreb, is appointed as the auditor of the Company for the business year 2019.

**INVITATION AND INSTRUCTIONS FOR SHAREHOLDERS
CONCERNING THEIR PARTICIPATION IN THE GENERAL ASSEMBLY**
(hereinafter – Instructions)

Total number of shares and voting rights

1. The share capital of the Company is divided into 81.670.064 shares without nominal value. All the shares of the first issue are ordinary and registered shares. Each share gives right to one vote. Since the Share Buyback Programme is ongoing, the number of voting rights shall be determined on the day of the holding of the General Assembly, given that the rights from Company (treasury) shares are dormant. HT Inc. holds 607,137 Company (treasury) shares on the day of the convocation of the General Assembly.
2. HT's shares exist only in a form of non-materialized securities in the computer system of the Central Depository Agency. The Company accepts as a shareholder only such person who has HT's share registered on its securities' account at the Central Depository Agency.

Share symbols

Share ISIN:	HRHT00RA0005
Trading symbol at Zagreb Stock Exchange:	HT
Trading symbol at Central Depository and Clearing Company	HT-R-A
Reuters:	HT.ZA
Bloomberg:	HTRA CZ

Invitation, time and venue of the General Assembly

1. The shareholders of HT Inc. are invited to participate in the work of the General Assembly to be held in Zagreb, in Sky Office, Roberta Frangeša Mihanovića 9, on 6 May 2019 at 10:00 hours.
2. The participants are invited to come to the General Assembly on 6 May 2019 at least one hour prior to its scheduled beginning for the purpose of timely registration of participants and in order for the Committee for Participant Registration to make a list of participants in the work of the General Assembly. When registering, the shareholders or their proxies or representatives have to submit to the Committee a valid identification document provided under law, while the proxies who are legal persons have to submit an excerpt from the court register or other appropriate register in which the legal person concerned is entered or other appropriate public document, if such a document was not submitted with the application for participation in the General Assembly. After they have registered, the participants may leave the General Assembly only after informing the Committee for Participant Registration until the conclusion of the General Assembly.

Participation and voting at the General Assembly

3. Each shareholder of the Company who has submitted to the Company, either personally or through their proxy or representative, an application for participation in written form and at the latest six days prior to the holding of the General Assembly, taking into account that the day the application reaches the Company is not included into that deadline, i.e. latest by 29 April 2019, has the right to participate in the General Assembly. A legal or natural person who is registered as Company shareholder with the Central Depository & Clearing Company Inc., Zagreb, on the last day for application for participation in the General Assembly, i.e. on 29 April 2019, is considered a Company shareholder entitled to participate in the General Assembly.

4. The application shall have the following contents and attachments:

I. Application for shareholder – natural person

- Name and family name, residence, address, number of account opened with the Central Depository & Clearing Company Inc. and the total number of shares of the shareholder concerned

II. Application for shareholder – legal person

- Company name of the legal person, seat and address, personal identification number (OIB)
- Number of account opened with the Central Depository & Clearing Company Inc. and the total number of shares of the shareholder concerned
- An excerpt from the court register or from other register in which the legal person is entered or a copy of such document, a certified copy or other appropriate public document clearly showing that the application was signed by a person who is under law authorized to represent the legal person concerned shall be attached to the application

III. Application submitted by shareholder's proxy

- a) Proxy – natural person:

- Name and family name, residence and address of the proxy

- List of shareholders the proxy is representing; for each shareholder – number of their account with the Central Depository & Clearing Company Inc. and the total number of shares of all represented shareholders

- All individual powers of authority on the recommended form shall be attached to the application

b) Proxy – legal person:

- Company name, seat and address and proxy's company personal identification number (OIB)

- List of shareholders the proxy is representing; for each shareholder – number of their account with the Central Depository & Clearing Company Inc. and the total number of shares of all represented shareholders

- Individual powers of authority given by shareholders in written form shall be attached to the application; if a shareholder is a legal person, the attachment shall contain an excerpt from the court register or other register in which the legal person is entered or a copy of such document, a certified copy or other public document clearly showing that the power of authority was signed by a person who is under law authorized to represent the legal person concerned.

5. For minors and legally incapable or partially capable natural persons application shall be submitted by their statutory representative, who represents them and an original document or a copy or certified copy thereof proving the status of statutory representative shall be enclosed to the application.
6. The shareholders at the General Assembly may be represented by proxies on the basis of a valid written power of authority which is issued by the shareholder or which on behalf of a shareholder which is a legal person is issued by a person who is under law authorized to represent them.
7. The Company shall report the Invitation to the General Assembly, at the latest 21 days prior to holding of the General Assembly, to credit or financial institutions and to shareholder associations that voted on behalf of shareholders at the previous General Assembly, or if they asked for the Invitation to be reported to them. This report shall state the possibility for shareholders to vote at the General Assembly by proxies and by shareholder associations on their behalf.
8. The power of authority for the application for participation and/or voting at the General Assembly shall include name and family name or company, residence or seat and address of the giver of authority, number of account with the Central Depository & Clearing Company Inc., the total number of shares, name and family name or company, residence or seat and address of the proxy, signature of the giver of authority or statutory representative or representative under law, if the giver of authority is a legal person. It is recommended to use forms for the application for participation in the General Assembly and for the power of authority, which can be obtained at the seat of the Company and on the web site of the Company www.t.ht.hr.
9. The application for participation in the General Assembly and the power of authority, as well as any other attachment, shall be in the Croatian language; if they are in a foreign language, they shall be translated into Croatian by an authorized court interpreter.
10. The application for participation in the General Assembly shall be submitted directly to the Company at its seat in Zagreb, Roberta Frangeša Mihanovića 9, or sent to the Company by registered mail to the address: Croatian Telecom Inc, Roberta Frangeša Mihanovića 9, 10110 Zagreb.
11. The application for participation in the General Assembly shall be considered timely submitted if it is, in accordance with these Instructions, submitted or sent by mail to the Company by 24:00 hours on 29 April 2019, at the latest. The shareholders who have failed to apply for participation in the General Assembly correctly and in accordance with these Instructions or who have failed to attach to the application the documents provided under these Instructions shall not be entitled to participate in the General Assembly.
12. Pursuant to the Articles of Association of the Company, the General Assembly cannot pass valid decisions unless attended by the shareholders, in person or via proxy, representing more than half (50%) of the share capital of the Company (quorum). If the quorum will not be met, the General Assembly will be held at the same date with commencement at 18:00 hours, at the same venue, with the same agenda and will be able to pass valid decision notwithstanding to the amount of the capital represented. Given powers of authority are valid for this General Assembly as well.

Shareholder rights to ask questions, request amendments to the agenda, submit counterproposals and the right on information

13. The shareholders who intend to ask questions at the General Assembly regarding individual agenda items are hereby asked, for the purpose of an efficacious organization of the work of the General Assembly, to announce their intention in writing when submitting their application for participation in the General Assembly or during the registration of participants prior to the General Assembly at the latest and to indicate the agenda item which their question or proposal will refer to and the content of their question.
14. Shareholders who together hold a twentieth part of the share capital of the Company have the right to request, after the General Assembly is convened, that an additional item is included in the agenda and published, and while doing so, the new agenda item should be accompanied by an explanation or respective decision proposal. Shareholders deliver the requests to add new items to the agenda to the seat of the Company (Croatian Telecom Inc., Roberta Frangeša Mihanovića 9, 10110 Zagreb). In order for the amended agenda to be validly published according to the Companies Act, the request to add new items to the agenda has to be received by the Company at least 30 days prior to the day the General Assembly takes place, i.e., latest by 5 April 2019. This deadline does not include the day the request is received by the Company. In case the previously stated deadline is not observed the

proposed additional items of the agenda would be considered as not validly published and no decision on them can be made at the General Assembly.

15. Shareholders have the right to submit counterproposals to the proposals submitted by the Management Board and/or Supervisory Board relating to the particular agenda item. Counterproposals, together with the names and surnames of shareholders, explanation and opinion by the Management Board if any, shall be reported to credit or financial institutions and to shareholder associations that voted on behalf of shareholders at the previous General Assembly and made available to shareholders on web pages of the Company (www.t.ht.hr), in case a shareholder submits his/her counterproposal to the seat of the Company (Croatian Telecom Inc., Roberta Frangeša Mihanovića 9, 10110 Zagreb), at least 14 days prior to the day the General Assembly takes place. The date counterproposal is received by the Company is not included in this 14-day deadline, which expires accordingly on 21 April 2019. In case the shareholder does not exercise this right, he shall still be entitled to make counterproposals at the General Assembly. The same applies to shareholders proposals regarding the election of the Supervisory Board Members or appointment of the auditor of the Company.
16. At the General Assembly, the Management Board is obliged to provide information about the Company operations to any shareholder at his/her request, in case this information is necessary to judge topics included on the agenda.
17. The materials for the General Assembly, when required so under the law, will be made available to the shareholders and for issuing of copies at the seat of the Company in Zagreb on every working day from the day on which the invitation to the General Assembly is published to the day of the General Assembly, from 10:00 to 14:00 hours. At the same date the materials for the General Assembly shall be published on web pages of the Company (www.t.ht.hr).

In Zagreb, 26 March 2019

Croatian Telecom Inc.

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