

Zagreb - 21 March 2014

AMENDMENTS TO THE GENERAL ASSEMBLY AGENDA

I. Decision on Amendments to Articles 5 and 39 of the Articles of Association of the Company

In 2011 the Croatian National Bank (CNB) gave Hrvatski Telekom d.d. (hereinafter: HT d.d. or “the Company”) the approval for provision of services of mParking, mPrijevoz (payment of parking and public transportation services via mobile phone) and payment of telegraphs in domestic and international traffic on the account for electronic commutation services in fixed telephony, and the scope of activities of the Company was amended accordingly.

In order for the Company to start providing payment services of e-wallet (web-based solution for electronic account management) and m-wallet (mobile phone based solution for mobile payment), a subsequent CNB approval was requested, in compliance with the Electronic Money Act and the Payment Operations Act. CNB issued the decision on 7 March 2014, granting HT d.d. approval to commence with the provision of the said services.

In line therewith the scope of activities of the Company needs to be amended, and therefore the Agenda of the General Assembly of HT d.d., convoked for 29 April 2014, is being amended by inclusion of the new Agenda Item **9a, “Decision on Amendments to Articles 5 and 39 of the Articles of Association of the Company”**, with the following Decision proposal determined by the Management Board and the Supervisory Board of the Company:

Decision proposal:

“Decision on Amendments to the Articles of Association of the Joint Stock Company Hrvatski Telekom

Article 1

In Article 5, paragraph 1, a new item 60 shall be added, reading as follows:

- *“services for execution of payment transactions in which the financial assets are covered by the credit line for the end users of payment services – execution of payment transactions by means of payment cards or other similar means”*

Article 2

Article 39 is hereby amended and now reads 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 and June 17, 2013 shall cease to be valid.”

Article 3

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 4

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.”

II. Election of the Member of the Supervisory Board

Member of the Supervisory Board, Ms. Kathryn Walt Hall (independent candidate), has submitted the resignation to her position of Member of the Supervisory Board of HT d.d., with effect as of 4 March 2014.

Following this resignation, and pursuant to Article 280, paragraph 3 of the Companies Act, the Supervisory Board, at its session held on 21 March 2014, proposed to the General Assembly the election of Ms. Dolly Predović as Member of the Supervisory Board of HT d.d. (independent candidate).

In line therewith, the Agenda of the General Assembly of HT d.d., convoked for 29 April 2014, is being amended by inclusion of the new Agenda Item **10a, "Election of Supervisory Board Member"**, with the following Decision proposal determined by the Supervisory Board of the Company:

Decision proposal:

"Ms. Dolly Predović, Master of Business Administration, residing in Milano, Republic of Italy, is elected Member of the Supervisory Board of HT d.d. for the period of four (4) years. This decision shall come into effect on the day of its passing."

Ms. Dolly Predović is member of the Supervisory Board of Podravska Banka d.d., Koprivnica, Republic of Croatia, and member of the Board of Directors of Hipotekarna Banka d.d., Podgorica, Republic of Montenegro.

Pursuant to Article 280 of the Companies Act, these amendments to the General Assembly Agenda were published on 21 March 2014 on the web site of the Company (www.t.ht.hr) and were delivered the same day to the Zagreb and London Stock Exchange, for publication in Official Herald of the Republic of Croatia, "Narodne Novine", and to the Official Register of Proscribed Information, and they are made available to the shareholders and for issuing of copies at the seat of the Company in Zagreb.

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