

**MATERIALS
FOR THE 39TH GENERAL MEETING OF TELEKOM SLOVENIJE, D.D.**

Ljubljana, 15 May 2025

Material for item 2 of the Agenda:

APPOINTMENT OF THE GENERAL MEETING'S BODIES

The Management Board of Telekom Slovenije, d.d., proposes that the General Meeting adopts the following

resolution:

- 2.1. The solicitor Stojan Zdolšek shall be appointed the chair of the General Meeting, and representatives of Ixtlan Forum d.o.o. as the tellers.
The General Meeting acknowledges the presence of notary Bojan Podgoršek at this sitting.

Argumentation:

Working bodies, i.e. the General Meeting chair, who chairs the General Meeting, and tellers for the voting, must be elected. A notary must be present at the General Meeting to write the General Meetings resolutions in the form of minutes compliant to the legislation.

President of the Management Board:
Boštjan Košak

Material for item 3 of the Agenda:

THE PRESENTATION THE ANNUAL REPORT FOR THE FINANCIAL YEAR 2024 AND THE SUPERVISORY BOARD'S REPORT ON THE RESULTS OF THE REVIEW OF THE ANNUAL REPORT FOR THE FINANCIAL YEAR 2024

The General Meeting shall be informed of the Annual Report for the Financial Year 2024 and the report of the Supervisory Board on the results of its review of the Annual Report for the Financial Year 2024.

Argumentation:

In accordance with Article 282 of the Companies Act (Official Gazette of the RS, no. 60/06 with subsequent amendments and supplements; hereinafter: ZGD-1) the Supervisory Board is obligated to verify the Annual Report and the proposal for the use of the distributable profit presented by the Management Board. The Supervisory Board shall submit a written report to the General Meeting, in which it explains how and in to what extent it supervised the management of the company during the financial year. In its report the Supervisory Board shall also present its opinion on the auditor's report attached to the Annual Report. At the end of its report the Supervisory Board shall state whether after reviewing the Annual Report it has any comments and whether it approves the Annual Report.

The Supervisory Board thoroughly reviewed the annual report of Telekom Slovenije, d.d., and the Telekom Slovenia Group for 2024 by the legally prescribed deadline. The Supervisory Board finds that the Telekom Slovenije Group has performed in line with the set goals in the financial year 2024.

The Supervisory Board was briefed on and discussed the audit report, in which the certified auditors of DELOITTE REVIZIJA, d.o.o., find that the financial statements, which are an integral part of the Annual Report, present a true and fair picture of the financial position of the company and the group, their financial and operating results and changes in equity. The Supervisory Board had no comments regarding the audit report. It likewise had no comments or reservations that would prevent the adoption of a decision to approve the annual report and consolidated annual report.

Pursuant to the provisions of Article 282 of ZGD-1, the Supervisory Board has approved the 2024 Annual Report of Telekom Slovenije Group and Telekom Slovenije, d.d., with the accompanying audit report for 2024. The Supervisory Board's report on the results of the review of the Annual Report for the Financial Year 2024 is enclosed with this agenda item.

President of the Management Board:
Boštjan Košak

President of the Supervisory Board:
Žiga Debeljak, MSc

Attachments:

- 2024 Annual Report of Telekom Slovenije Group and Telekom Slovenije, d.d.,:
<https://www.telekom.si/en/about-us/investor-relations/annual-and-interim-reports>
- Report of the Supervisory Board

REPORT OF THE SUPERVISORY BOARD

The Supervisory Board of Telekom Slovenije, in accordance with the Articles of Association of Telekom Slovenije, d.d., comprises nine members; the composition of the Supervisory Board remained unchanged in 2024.

In 2024, within its responsibilities, the Supervisory Board of Telekom Slovenije ensured responsible and diligent oversight of the business operations of Telekom Slovenije and the Telekom Slovenije Group. It convened regularly, addressing various aspects of the business and monitoring the implementation of plans. Individual topics were discussed in advance by the Supervisory Board committees, and based on the findings, proposals, and careful consideration of these committees, the Supervisory Board made decisions and informed stakeholders after the meetings. In 2024, the Supervisory Board held nine regular sessions and two correspondence sessions.

Composition of the Supervisory Board:

In 2024, the Supervisory Board consisted of the following members: Žiga Debeljak, MSc, President; Karla Pinter, MSc, Vice President; Marko Boštjančič; Mateja Čuk Orel, MSc; Alenka Čok Pangeršič, MSc; Aleksander Igličar, MSc; Drago Kijevčanin, Vice President; Dušan Pišek; and Rok Pleteršek.

The Supervisory Board constitution is diverse, the members complement one another's expert knowledge, competences, experience, age, gender, work methods and other aspects that facilitate an effective exchange of opinions and positions at the meetings.

Operation of the Supervisory Board

The Supervisory Board performs its work in accordance with the powers and responsibilities defined by legal regulations, the company's Articles of Association, and the Rules of procedure of the Supervisory Board. It performs its supervisory function with full responsibility and is independent in its decision-making. In accordance with the Corporate governance code for public limited companies, all members of the Supervisory Board have provided statements confirming their compliance with the independence criteria, which are published on the company's website.

In 2024, three members of the Supervisory Board announced the potential occurrence of facts that could affect their independence and recused themselves from voting on the relevant items or even waived access to materials and information related to the topic in advance.

The Supervisory Board discussed various aspects of the company's and the Group's business operations and monitored how the plans were implemented. Individual topics were discussed by Supervisory Board committees beforehand. Based on the proposals and assessments of the committees, the Supervisory Board made appropriate decisions.

Within the scope of its responsibilities, the Supervisory Board made responsible decisions and, in 2024, among other things:

- considered and adopted the 2025 Annual Business Plan of the Telekom Slovenije Group and Telekom Slovenije, with a business projection for the period 2025–2029;
- considered and adopted the audited Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2023;
- regularly considered interim reports on the business operations of the Telekom Slovenije Group and Telekom Slovenije and monitored the implementation of business plans;
- monitored the implementation procedures for sustainability reporting of the Telekom Slovenije Group and Telekom Slovenije;
- monitored activities for the further development and modernisation of the mobile network;
- discussed other topics related to the operations of Telekom Slovenije and Group companies.

In supervising the management of Telekom Slovenije and the companies in the Telekom Slovenije Group, the Supervisory Board was regularly informed in 2024 about:

- reports on the business operations of the parent company and its subsidiaries;
- the implementation of the strategic business plan of the parent company and its subsidiaries;

- assessments of the performance indicators of the parent company and its subsidiaries in each period;
- other information related to the business operations of the parent company and its subsidiaries.

In August 2024, the Supervisory Board commenced an evaluation of its work, which was carried out using the methodology of the Slovenian Directors' Association. Following the discussion, an action plan with commitments was adopted and implemented within the set timeframe.

Supervisory Board committees – composition and operations

The Supervisory Board had three permanent committees: the Audit Committee, the Nomination Committee, and the Business Development Committee. The committees discussed the subjects of individual professional areas in accordance with their responsibilities and tasks, as well as topics within the scope of the Supervisory Board's work, and advised the Board on important issues. This contributed to improving the work and effectiveness of the Supervisory Board.

The composition of the individual Supervisory Board Committees and their more significant tasks in 2024 are described in the Annual Report.

Assessment of the work of the Supervisory Board

The work of Supervisory Board members, including their work in the Committees, was professional and focused on effectiveness of performing the function. Supervisory Board members regularly attended the meetings, prepared thoroughly on the topics discussed, and provided constructive proposals.

Based on expertly prepared written and oral information from the Management Board, the Supervisory Board was able to competently make decisions in accordance with the rules of procedure, the company's statutes and its legal authority. Supervisory Board's work was supported by its committees.

Supervisory Board's report on the review of the Annual Report

The Supervisory Board reviewed the audited Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2024. Based on the review of the Annual Report and financial statements with explanations, the review of the Management Board's proposal for the distribution of distributable profit, and the independent auditor's report, the Supervisory Board approved the audited Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2024.

In accordance with the third paragraph of Article 272 of the Companies Act (ZGD-1), immediately after the preparation and issuance of the auditor's opinion, the Management Board of Telekom Slovenije submitted the Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2024, together with the auditor's report for 2024, to the Supervisory Board. The audit of the Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2024 was performed by the auditor Deloitte revizija, d. o. o., which issued an unmodified opinion on the financial statements and a limited assurance on the consolidated sustainability report of the Telekom Slovenije Group and Telekom Slovenije.

The Audit Committee of the Supervisory Board of Telekom Slovenije reviewed the audited Annual Report of the Telekom Slovenije Group and Telekom Slovenije, d.d., for 2024 and found that the Annual Report was prepared in a timely manner, clearly, transparently, and in accordance with the provisions of the Companies Act (ZGD-1), applicable International Financial Reporting Standards, European Reporting Standards as adopted by the European Union, and other relevant legislation. The Audit Committee had no comments on the Annual Report for 2024 and therefore proposed to the Supervisory Board that, in accordance with Article 282 of the ZGD-1, it approve the Annual Report of the Telekom Slovenije Group and Telekom Slovenije, d.d., for 2024.

Based on the auditor's opinion, the Audit Committee's position, the data and disclosures in the Annual Report, the Supervisory Board of Telekom Slovenije assesses that the auditor performed its work independently and professionally, in accordance with applicable legislation and business practice, that the Annual Report is, in all material respects, prepared in accordance with the requirements of the ZGD-1, that the financial statements present fairly, in all material respects, the assets and financial position of the Telekom Slovenije Group and Telekom Slovenije as at 31 December 2024, and their financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Community, and that the sustainability report, which is an integral part of the business section of the annual report, is prepared in accordance with the European Sustainability Reporting Standards as adopted by the European Union. The Supervisory Board

has no remarks regarding the auditor's report. Furthermore, the Supervisory Board has no other comments on the Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2024 that would in any way prevent it from making a decision on its approval.

Therefore, in accordance with the third paragraph of Article 282 of the ZGD-1, the Supervisory Board of Telekom Slovenije approved the Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2024 at its regular session on 16 April 2025.

When adopting the Annual Report, the Supervisory Board also commented on the Statement of Corporate Governance, which is included in the business report of the Annual Report of the Telekom Slovenije Group and Telekom Slovenije for 2024, and assessed that it reflects the actual state of the company's management in 2024.

President of the Supervisory Board
Žiga Debeljak, MSc

Material for item 4 of the agenda:

**PROPOSED USE OF THE DISTRIBUTABLE PROFIT FOR THE FINANCIAL YEAR 2024
WITH THE PROPOSAL ON GRANTING DISCHARGE TO THE MANAGEMENT BOARD AND THE
SUPERVISORY BOARD FOR THE FINANCIAL YEAR 2024**

The Management Board and the Supervisory Board of Telekom Slovenije, d.d., propose that the General Meeting adopts the following

resolution:

- 4.1 The distributable profit of Telekom Slovenije, d.d., as established at 31 December 2024 to amount to EUR 58,273,004.54, shall be used for the following:
- dividends payment in the amount EUR 25,994,568.00, which represents, without taking into account own shares, a dividend payment of EUR 4.00 gross per share,
 - the remaining part in the amount of EUR 32,278,436.54, shall remain undistributed as retained earnings, and its use would be decided in subsequent financial years.
- The dividends shall be paid on 22 August 2025 to shareholders or other beneficiaries who will be entered into the company share register as of 21 August 2025 as share holders or other beneficiaries with the right to dividend payments.
- 4.2. The General Meeting shall grant discharge to the Management Board for the financial year 2024.
- 4.3. The General Meeting shall grant discharge to the Supervisory Board for the financial year 2024.

Argumentation:

Pursuant to Article 293 of ZGD-1 the General Meeting decides on the use of distributable profit at the proposal of the management or supervisory bodies. The decision on the use of distributable profit is tied to the approved annual report. The Audited Annual Report of Telekom Slovenije Group and Telekom Slovenije, d.d., for the year 2024 was discussed and approved by the company's Supervisory Board.

The Management Board, together with the Supervisory Board, has prepared a proposal for the use of the distributable profit of Telekom Slovenije, d.d., for 2024. The proposal for using distributable profit aligns with the dividend policy objective of allocating 30-50% of the Telekom Slovenije Group's net profit for dividend payments, taking into account the financial position and the scope of investments. The proposed dividend represents 47% of the Telekom Slovenije Group's net profit.

In accordance with Article 294 of the ZGD-1, the General Meeting shall decide on the use of distributable profit at the same time as on the discharge of the current members of the Management Board and the Supervisory Board. In accordance with the recommendation of the Corporate Governance Code and the Corporate Governance Code for State-Owned Enterprises, the vote on granting the discharge to the Management and Supervisory Boards is carried out separately.

President of the Management Board:
Boštjan Košak

President of the Supervisory Board:
Žiga Debeljak, MSc

Material for item 5 of the agenda:

**REPORT ON REMUNERATION TO THE MEMBERS OF THE MANAGEMENT BOARD AND
SUPERVISORY BOARD OF TELEKOM SLOVENIJE, D.D., FOR THE YEAR 2024**

The Management Board and the Supervisory Board of Telekom Slovenije, d.d., propose that the General Meeting adopts the following

resolution:

5.1. The General Meeting was informed of the Report on remuneration to the members of the Management Board and Supervisory Board of Telekom Slovenije, d.d., for the year 2024, and approves it.

Argumentation:

In accordance with Article 294.b of the Companies Act (ZGD-1), the Management Board and the Supervisory Board of the company have prepared the Report on the remuneration of the Management Board and Supervisory Board members of Telekom Slovenije, d.d., for 2024 (hereinafter: the Report), which provides a comprehensive overview of the remuneration, including all benefits in any form, that the company provided or owed to each member of the management and supervisory bodies in the last financial year. The Report was reviewed by the auditor, DELOITTE REVIZIJA d.o.o., which issued the Independent auditor's report on the engagement to perform a limited assurance engagement in connection with the report on remuneration (hereinafter: the Auditor's Report), which states that nothing came to the auditor's attention that would cause them to believe that the Report is incomplete and does not contain, in all material respects, the information as required by the second and third paragraphs of Article 294.b of the ZGD-1. The Report, together with the Auditor's Report, is enclosed as an appendix to this document.

President of the Management Board:
Boštjan Košak

President of the Supervisory Board:
Žiga Debeljak, MSc

Appendix:

- Report on remuneration to the members of the Management Board and Supervisory Board of Telekom Slovenije, d.d., for the year 2024

REPORT ON REMUNERATION TO THE MEMBERS OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD OF TELEKOM SLOVENIJE, D.D., FOR THE YEAR 2024

1. Introduction

Telekom Slovenije, d.d. (hereinafter also referred to as Telekom Slovenije or the company), has prepared this Report on the remuneration of the Management Board and Supervisory Board Members of Telekom Slovenije, d.d., for 2024 (hereinafter: the Report) in accordance with the provision of Article 294.b of the Companies Act (hereinafter: ZGD-1). The Report provides a comprehensive overview of the remuneration, including all benefits, that the company provided or owed to each member of the Management Board and the Supervisory Board in the financial year 2024.

All remuneration paid or owed to the members of the Management Board and the Supervisory Board in the period from 1 January 2024 to 31 December 2024 is compliant with:

- The Remuneration policy for management bodies at Telekom Slovenije, d.d., and management bodies in subsidiaries of the Telekom Slovenije Group (hereinafter: the Remuneration Policy), which was adopted by the company's Supervisory Board in accordance with Article 294.a of the ZGD-1 on 10 May 2023 and entered into force on 16 June 2023 with the approval of the company's General Meeting. The Remuneration Policy is publicly available on the company's website (<https://www.telekom.si/media/bmvppa1b/remuneration-policy-for-the-management-body-of-ts-and-of-tsg-subsidiaries.pdf>)

When determining the remuneration of the Management Board members in 2024, the company adhered to the valid Remuneration Policy and applicable legislation, taking into account the following legal bases:

- In accordance with Article 270 of the ZGD-1, when determining the total remuneration of an individual Management Board member (salary and reimbursement of expenses, benefits, bonus for business performance – share and option-based reward programme, profit sharing, severance pay and other remuneration), the Supervisory Board ensures that the **total remuneration is in appropriate proportion to the tasks of the Management Board members and the financial situation of the company**, and that the remuneration of an individual Management Board member is **compliant** with the following principles:
 - (i) the remuneration of Management Board members **promotes the long-term sustainability of the company and is in line with the achieved results and the financial situation of the company**;
 - (ii) the remuneration consists of a fixed and a **variable component, which depends on pre-defined and measurable criteria**;
 - (iii) **severance pay is only paid in the event of early termination of the contract**. Severance pay cannot be paid if a Management Board member is recalled for the reasons specified in the first, second, and third indents of the second paragraph of Article 268 of the ZGD-1, or if the Management Board member resigns.
- When determining the remuneration of Management Board members, the Supervisory Board complies with the provisions of the Act Governing the Remuneration of Managers of Companies with Majority Ownership (hereinafter: ZPPOGD), which stipulates in the second indent of the third paragraph of Article 4 that the **basic salary is determined in relation to the average gross salary paid in the group companies in the previous financial year**. In doing so, the Supervisory Board also takes into account the Decree on the determination of the highest ratios for basic salaries and the amount of variable remuneration of directors (hereinafter: the Decree). In accordance with Article 7 of the ZPPOGD, the company submits every contract (and any amendment to the contract) with an individual Management Board member to the Ministry of Economy, Tourism and Sport.
- A Management Board member is also entitled to Act Governing the Remuneration of Managers of Companies with Majority Ownership. The Supervisory Board defines the variable remuneration by resolution after the end of each financial year when adopting the audited Annual Report.
- The Supervisory Board **sets the targets and criteria for the variable remuneration for the following financial year for a Management Board member after the plan is approved**. The variable remuneration amounts to a **maximum of 30 per cent** of the basic salary paid to the Management Board member in the financial year. **The payment of 50 per cent** of this remuneration is **deferred for at least two years**. 50 per cent of the variable remuneration can be paid in the form of the company's shares.

- When determining the remuneration of Management Board members, the company also takes into account the recommendations of the **Corporate Governance Code for Public Limited Companies** and the **Corporate Governance Code for Companies with State Capital Investment**.

The remuneration of the Supervisory Board members and its amount are determined by the General Meeting, in accordance with applicable legislation and taking into account the currently valid Corporate Governance Code for Companies with State Capital Investment (hereinafter: the Code) and the Recommendations and expectations of Slovenian Sovereign Holding. The payments to the Supervisory Board members consist of a fee for performing the function and meeting fees, which are paid monthly. The Supervisory Board determines the fees for external members of the committees by resolution.

1.1. The performance of the Telekom Slovenije Group in 2024, 2023, 2022 and 2021

Achievement of the Telekom Slovenije Group's operational revenue, EBITDA, and net profit plan for 2024

in million EUR	Achieved in 2024	Planned for 2024	2024 index Achieved/ Planned
Operational revenue	720.0	717.4	100
Earnings before interest, tax, depreciation and amortisation (EBITDA)	240.3	233.6	103
Net profit	55.2	43.2	128

The Telekom Slovenia Group (hereinafter also TSG) generated EUR 720.0 million in operating revenues in 2024, which is in line with plans. TSG had higher revenues in several segments of its operations, namely in the fixed segment, IT services and goods, and the wholesale market. Conversely, revenues in the mobile segment were lower, primarily due to decreased sales of mobile goods.

TSG's earnings before interest, taxes, depreciation and amortisation (EBITDA) stood at EUR 240.3 million, which is EUR 7 million, i.e., 3% above plans.

Following the calculation of corporate income tax with deferred taxes, TSG generated a net profit of EUR 55.2 million, which is EUR 12.0 million, i.e. 28% above plans.

As at 31 December 2024, TSG had 4%, i.e. 82,766 more retail mobile users than on 31 December 2023. Telekom Slovenije grew the number of mobile retail users by 37,866, and IPKO by 44,900. As at 31 December 2024, TSG had 4%, i.e. 12,120 more retail broadband connections. The entire growth was at Telekom Slovenije.

Achievement of the Telekom Slovenije Group's operational revenue, EBITDA, and net profit plan for 2023

in million EUR	Achieved in 2023	Planned for 2023	2023 index Achieved/ Planned
Operational revenue	708.2	680.8	104
Earnings before interest, tax, depreciation and amortisation (EBITDA)	228.6	206.2	111
Net profit	47.1	20.1	234

The Telekom Slovenia Group (hereinafter also TSG) generated EUR 708.2 million in operating revenues in 2023, which is in 4% above plans. TSG had higher revenue across several segments of its operations. In the mobile segment, both Telekom Slovenije and IPKO generated higher revenues. Within ICT, the most significant revenue increase was in the area of providing cybersecurity risk solutions. Wholesale market revenues were also higher.

TSG's earnings before interest, taxes, depreciation and amortisation (EBITDA) stood at EUR 228.6 million, which is EUR 22.4 million, i.e., 11% above plans.

Following the calculation of corporate income tax with deferred taxes, TSG generated a net profit of EUR 47.1 million in 2023, which is EUR 26.9 million, i.e. 134% above plans. TSG's net profit was also affected by the change in the tax rate of the income tax from 19% to 22% from 2024 onward, which had a positive effect of EUR 5.7 million on deferred taxes in 2023.

As at 31 December 2023, TSG had 4%, i.e. 66,127 more mobile users than on 31 December 2022. Telekom Slovenije grew the number of mobile retail users by 3,662, and IPKO by 62,465. Telekom Slovenije grew the number of fixed retail broadband connections by 4,626.

Achievement of the Telekom Slovenije Group's operational revenue, EBITDA, net profit and investment plan for 2022

in million EUR	Achieved in 2022	Planned for 2022	Index 2022 Achieved/ Planned
Operational revenue	659.0	660.6	100
Earnings before interest, tax, depreciation and amortisation (EBITDA)	216.5	211.2	102
Net profit	37.5	27.9	135
Investment	167.8	203.1	83

Achievement of the Telekom Slovenije Group's operational revenue, EBITDA, net profit and investment plan for 2021

in million EUR	Achieved in 2021	Planned for 2021	Index 2021 Achieved/Planned
Operational revenue	653.6	653.0	100
Earnings before interest, tax, depreciation and amortisation (EBITDA)	220.8	210.6	105
Net profit	37.9	30.8	123
Investment	208.2*	203.7	102
Investment without purchase of frequencies	156.1	203.7	77

* The amount for the purchase of frequencies, totalling EUR 52.1 million, was not included in the planned investments for 2021.

1.2. Average employee earnings at Telekom Slovenije

The following clarifies the methodology for calculating the average earnings of employees at Telekom Slovenije, excluding management board members.

The same methodology was used to determine employee earnings as for the disclosure of management board members' remuneration. In addition to salaries and bonuses, earnings include all other employment-related income (e.g., holiday allowance, retirement bonuses, etc.), all benefits and allowances, and expense reimbursements (e.g., commuting expenses, meals, per diems and other business trip-related expenses), as well as all compensations paid both by the company (e.g., holiday pay, public holiday pay, etc.) and by others (e.g., care, escort, blood drive, etc.).

The average earnings were calculated by dividing the total of all employee earnings (excluding Management Board members) by the number of employees in hours worked. The calculation of the number of employees in hours worked considered all hours worked and unworked for which either salary or salary compensation was paid.

The average annual earnings of employees in the company, excluding Management Board members, **amounted to a gross of EUR 49.5 thousand in 2024.**

The average annual earnings of employees in the company, excluding Management Board members, **amounted to a gross of EUR 47.5 thousand in 2023.**

The average annual earnings of employees in the company, excluding Management Board members, **amounted to a gross of EUR 42.5 thousand in 2022.**

The average annual earnings of employees in the company, excluding Management Board members, **amounted to a gross of EUR 41.1 thousand in 2021.**

2. Remuneration of Telekom Slovenije Supervisory Board Members

The remuneration and its amount for the Supervisory Board members are determined by the company's General Meeting, in accordance with the applicable legislation and taking into account the currently valid Code and the Recommendations and Expectations of the Slovenian Sovereign Holding.

The basis for determining the remuneration of the Supervisory Board members in 2024 was the resolution of the company's General Meeting on the payment to the Supervisory Board members, adopted under item 7 of the agenda on 18 June 2021.

External members of the company's Supervisory Board committees are entitled to payment for performing their function and meeting fees. In 2021, the Supervisory Board determined that the current valid resolution of the company's General Meeting, by which it determines the payment to the Supervisory Board members, shall apply mutatis mutandis to the reimbursement of expenses and meeting fees of an external member of the Supervisory Board committee. An external member of the Supervisory Board committee receives a basic payment for performing their function amounting to 40% of the basic payment received by a Supervisory Board member for performing their function. The company concludes an appropriate contract with each external member of the Supervisory Board committee, which applies from the date of appointment onwards.

2.1 Remuneration of Supervisory Board Members for 2024 – Breakdown

in EUR	Meeting fees	Basic payment	Committees**	Travel expenses	Liability insurance	Total gross*
Shareholders' representatives						
Žiga Debeljak (1. 1.-31. 12.), President of SB	2,915	28,000	2,200	0	87	33,202
Karla Pinter (1. 1.-31. 12.), Vice President of SB	2,915	22,400	2,200	0	87	27,602
Marko Boštjančič (1. 1.-31. 12.), Member of SB	2,915	21,000	2,200	4,586	87	30,788
Alenka Čok Pangeršič (1. 1.-31. 12.), Member of SB	2,915	17,500	2,332	0	87	22,834
Mateja Čuk Orel (1. 1.-31. 12.), Member of SB	2,915	19,250	1,540	0	87	23,792
Aleksander Igličar (1. 1.-31. 12.), Member of SB	2,915	19,250	2,332	16	87	24,600
Employee representatives						
Drago Kijevčanin (1. 1.-31. 12.), Vice President of SB	2,915	22,400	3,872	0	87	29,274
Dušan Pišek (1. 1.-31. 12.), Member of SB	2,915	17,500	660	0	87	21,162
Rok Pleteršek (1. 1.-31. 12.), Member of SB	2,915	17,500	660	0	87	21,162
Total	26,235	184,800	17,996	4,602	783	234,416

*Total gross represents the sum of income from meeting fees, basic payments for performing functions and committees, including net income (travel expenses) and liability insurance.

**Committees – meeting fees for committees.

Remuneration of Supervisory Board Members for 2024 – Breakdown

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Janez Bešter (1. 1.-31. 12.)	660	5,600	0	6,260
Barbara Gorjup (1. 1.-31. 12.)	2,332	5,600	0	7,932
Marko Hočevvar (1. 1.-31. 12.)	2,112	5,600	0	7,712
Total	5,104	16,800	0	21,904

*Total gross represents the sum of the basic salary for performing the function and committee payments.

The Audit Committee of the Telekom Slovenije Supervisory Board also performed the duties of the audit committee in the subsidiaries Soline (until 14 June 2024) and Avtenta in 2024, in accordance with the legislation and the resolution of the Telekom Slovenije Supervisory Board. According to the applicable legislation, both are entities of public interest.

Telekom Slovenije concluded an Agreement on the performance of audit committee tasks with both subsidiaries, which, inter alia, also defines the payment to the members of the audit committee. Accordingly, the members of the Audit Committee of the Telekom Slovenije Supervisory Board received the following payments in 2024 for performing the function of the audit committee in Soline and Avtenta:

Remuneration of Telekom Slovenije Supervisory Board Audit Committee Members for Performing the Function of the Audit Committee in Soline in 2024

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Aleksander Igličar (1.1.-14.06.), Committee chair	1,100	0	0	1,100
Alenka Čok Pangeršič (1.1.-14.06.), Committee member	1,100	0	0	1,100
Barbara Gorjup (1.1.-14.06.), Committee member	1,100	0	0	1,100
Marko Hočevvar (1. 1.-14. 06.), Committee member	880	0	0	880
Drago Kijevčanin (1.1. -14.06.), Committee member	1,100	0	0	1,100
Total	5,280	0	0	5,280

*Total gross represents the sum of meeting fee payments for the committee.

Remuneration of Telekom Slovenije Supervisory Board Audit Committee Members for performing the function of the Audit Committee in Avtenta in 2024

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Aleksander Igličar (1. 1.-31. 12.), Committee chair	1,980	0	0	1,980

Alenka Čok Pangeršič (1. 1.-31. 12.), Committee member	1,980	0	0	1,980
Barbara Gorjup (1. 1.-31. 12.), Committee member	1,980	0	0	1,980
Marko Hočevnar (1. 1.-31. 12.), Committee member	1,760	0	0	1,760
Drago Kijevčanin (1. 1.-31. 12.), Committee member	1,980	0	0	1,980
Total	9,680	0	0	9,680

*Total gross represents the sum of meeting fee payments for the committee.

The amounts received by Supervisory Board members and external committee members for performing their function and meeting fees for attended meetings vary between years. The total amount depends on the number and type of meetings convened, the individual's function, and the duration of their term within the year. The amount of payments is capped on an annual basis.

In 2024, the Supervisory Board members undertook training in various areas relevant to the Supervisory Board's operations. The total training costs amounted to EUR 1,533.75.

2.1 Remuneration of Supervisory Board Members for 2023 – Breakdown

in EUR	Meeting fees	Basic payment	Committees**	Travel expenses	Liability insurance	Total gross*
Shareholders' representatives						
Žiga Debeljak (1. 1.-31. 12.), President of SB	3,861	28,000	1,980	0	228	34,069
Karla Pinter (1. 1.-31. 12.), Vice President of SB	3,861	22,400	1,980	0	228	28,469
Marko Boštjančič (1. 1.-31. 12.), Member of SB	3,861	21,000	1,980	4,616	228	31,685
Alenka Čok Pangeršič (1. 1.-31. 12.), Member of SB	3,586	17,500	2,948	0	228	24,262
Mateja Čuk Orel (1. 1.-31. 12.), Member of SB	3,861	19,250	1,540	0	228	24,879
Aleksander Igličar (1. 1.-31. 12.), Member of SB	3,586	19,250	3,168	0	228	26,232
Employee representatives						
Drago Kijevčanin (1. 1.-31. 12.), Vice President of SB	3,861	22,400	4,488	0	228	30,977
Dušan Pišek (1. 1.-31. 12.), Member of SB	3,861	17,500	660	0	228	22,249
Rok Pleteršek (1. 1.-31. 12.), Member of SB	3,861	17,500	660	0	228	22,249
Total	34,199	184,800	19,404	4,616	2,052	245,071

**Total gross represents the sum of income from meeting fees, basic payments for performing functions and committees, including net income (travel expenses) and liability insurance.*

***Committees – meeting fees for committees.*

Remuneration of Supervisory Board Members for 2023 – Breakdown

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Janez Bešter (1. 1.-31. 12.)	660	5,600	0	6,260
Barbara Gorjup (1. 1.-31. 12.)	3,168	5,600	0	8,768
Marko Hočevár (1. 1.-31. 12.)	2,948	5,600	0	8,548
Total	6,776	16,800	0	23,576

Total gross represents the sum of the basic payment for performing the function and committee payments.

In 2023, the Audit Committee of the Telekom Slovenije Supervisory Board also performed the duties of the audit committee in the subsidiaries Soline and Avtenta, in accordance with the legislation and the resolution of the Telekom Slovenije Supervisory Board. According to the applicable legislation, both are entities of public interest.

Telekom Slovenije concluded an Agreement on the performance of audit committee tasks with both subsidiaries, which, inter alia, also defines the payment to the members of the audit committee. Accordingly, the members of the Audit Committee of the Telekom Slovenije Supervisory Board received the following payments in 2023 for performing the function of the audit committee in Soline and Avtenta:

Remuneration of Telekom Slovenije Supervisory Board Audit Committee Members for Performing the Function of the Audit Committee in Soline in 2023

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Aleksander Igličar (1. 1.-31. 12.), Committee chair	3,080	0	0	3,080
Alenka Čok Pangeršič (1. 1.-31. 12.), Committee member	2,860	0	0	2,860
Barbara Gorjup (1. 1.-31. 12.), Committee member	3,080	0	0	3,080
Marko Hočevár (1. 1.-31. 12.), Committee member	2,860	0	0	2,860
Drago Kijevčanin (1. 1.-31. 12.), Committee member	3,080	0	0	3,080
Total	14,960	0	0	14,960

**Total gross represents the sum of meeting fee payments for the committee.*

Remuneration of Telekom Slovenije Supervisory Board Audit Committee Members for Performing the Function of the Audit Committee in Avtenta in 2023

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Aleksander Igličar (1. 1.-31. 12.), Committee chair	2,420	0	0	2,420
Alenka Čok Pangeršič (1. 1.-31. 12.), Committee member	2,200	0	0	2,200
Barbara Gorjup (1. 1.-31. 12.), Committee member	2,420	0	0	2,420
Marko Hočevár (1. 1.-31. 12.), Committee member	2,200	0	0	2,200
Drago Kijevčanin (1. 1.-31. 12.), Committee member	2,420	0	0	2,420
Total	11,660	0	0	11,660

*Total gross represents the sum of meeting fee payments for the committee.

The amounts received by Supervisory Board members and external committee members for performing their function and meeting fees for attended meetings vary between years. The total amount depends on the number and type of meetings convened, the individual's function, and the duration of their term within the year. The amount of payments is capped on an annual basis.

In 2023, the Supervisory Board members undertook training in various areas relevant to the Supervisory Board's operations. The total training costs amounted to EUR 1,525.

2.2 Remuneration of Supervisory Board Members for 2022 – Breakdown

in EUR	Meeting fees	Basic payment	Committees**	Travel expenses	Liability insurance	Total gross*
Shareholders' representatives						
Žiga Debeljak (9. 9.-31. 12.), President of SB	2,860	7,865	1,100	0	0	11,825
Iztok Černoša (1. 1.-9. 9.), President of SB	2,915	16,878	1,540	0	620	21,953
Karla Pinter (1. 1.-31. 12.), Vice President of SB	5,775	19,940	1,320	0	620	27,655
Marko Boštjančič (9. 9.-31. 12.), Member of SB	2,860	5,833	1,100	1,731	0	11,524
Alenka Čok Pangeršič (9. 9.-31. 12.), Member of SB	2,860	5,396	660	0	0	8,916
Mateja Čuk Orel (9. 9.-31. 12.), Member of SB	2,860	5,916	1,100	0	0	9,876

Aleksander Igličar (1. 1.-31. 12.), Member of SB	5,775	21,000	2,904	0	620	30,299
Radovan Cerjak (1. 1.-9. 9.), Member of SB	2,915	15,672	1,540	0	620	20,747
Marko Kerin (1. 1.-9. 9.), Member of SB	2,915	16,644	3,564	0	620	23,743
Jurij Toplak (1. 1.-9. 9.), Member of SB	2,640	12,056	1,100	0	620	16,416
Employee representatives						
Drago Kijevčanin (1. 1.-31. 12.), Vice President of SB	5,396	22,400	5,104	0	620	33,520
Dušan Pišek (1. 1.-31. 12.), Member of SB	5,775	19,104	220	0	620	25,719
Rok Pleteršek (2. 6.-31. 12.), Member of SB	4,180	9,755	220	0	0	14,155
Jana Žižek Kuhar (1. 1.-2. 6.), Member of SB	1,595	7,340	0	0	620	9,555
Total	51,321	185,799	21,472	1,731	5,580	265,903

*Total gross represents the sum of income from meeting fees, basic payments for performing functions and committees, including net income (travel expenses) and liability insurance.

**Committees – meeting fees for committees.

Remuneration of Supervisory Board Members for 2022 – Breakdown

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Janez Bešter (28. 11.-31. 12.)	0	467	0	467
Barbara Gorjup (1. 1.-31. 12.)	2,684	5,600	0	8,284
Marko Hočevvar (1. 3.-31. 12.)	2,464	5,600	0	8,064
Total	5,148	11,667	0	16,815

Total gross represents the sum of the basic payment for performing the function and committee payments.

Remuneration of Telekom Slovenije Supervisory Board Audit Committee Members for Performing the Function of the Audit Committee in Soline in 2022

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Aleksander Igličar (1. 1.-31. 12.), Committee chair	1,540	0	0	1,540
Alenka Čok Pangersič (14. 9.-31. 12.), Committee member	220	0	0	220
Barbara Gorjup (11. 2.-31. 12.), Committee member	1,540	0	0	1,540
Marko Hočevvar (1. 1.-31. 12.), Committee member	1,320	0	0	1,320
Marko Kerin (1. 1.-9. 9.), Committee member	1,320	0	0	1,320
Drago Kijevčanin (1. 1.-31. 12.), Committee member	1,540	0	0	1,540

Total	7,480	0	0	7,480
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**Total gross represents the sum of meeting fee payments for the committee.*

Remuneration of Telekom Slovenije Supervisory Board Audit Committee Members for Performing the Function of the Audit Committee in Avtenta in 2022

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Aleksander Igličar (1. 1.-31. 12.), Committee chair	1,540	0	0	1,540
Alenka Čok Pangeršič (14. 9.-31. 12.), Committee member	440	0	0	440
Barbara Gorjup (11. 2.-31. 12.), Committee member	1,540	0	0	1,540
Marko Hočevár (1. 1.-31. 12.), Committee member	1,320	0	0	1,320
Marko Kerin (1. 1.-9. 9.), Committee member	1,100	0	0	1,100
Drago Kijevčanin (1. 1.-31. 12.), Committee member	1,540	0	0	1,540
Total	7,480	0	0	7,480

**Total gross represents the sum of meeting fee payments for the committee.*

In 2022, the Supervisory Board members undertook training in various areas relevant to the Supervisory Board's operations. The total training costs amounted to EUR 650.00.

2.3 Remuneration of Supervisory Board Members for 2021 – Breakdown

in EUR	Meeting fees	Basic payment	Committees**	Travel expenses	Liability insurance	Total gross*
Shareholders' representatives						
Iztok Černoša (22. 1.-31. 12.), President of SB	5,500	23,328	2,420	0	689	31,937
Karla Pinter (18. 6.-31. 12.), Vice President of SB	2,420	10,094	660	28	0	13,202
Radovan Cerjak (22. 1.-31. 12.), Member of SB	5,280	19,626	1,980	0	689	27,575
Aleksander Igličar (22. 1.-31. 12.), Member of SB	5,500	19,626	4,004	28	689	29,847
Marko Kerin (22. 1.-31. 12.), Member of SB	4,675	19,626	4,950	124	689	30,064
Jurij Toplak (18. 6.-31. 12.), Member of SB	2,420	9,343	660	383	0	12,806
Štefan Belingar (1. 1.-21. 1.), Member of SB	275	1,482	220	0	0	1,977
Barbara Gorjup (1. 1.-27. 4.), Member of SB	2,805	7,394	1,672	0	689	12,560
Boštjan Koler (1. 1.-21. 1.), President of SB	275	1,778	220	0	0	2,273

Barbara Kúrner Čad (1. 1.-27. 4.), Vice President of SB	2,805	8,318	1,540	0	689	13,352
Dimitrij Marjanović (1. 1.-21. 1.), Member of SB	275	1,185	0	0	0	1,460
Igor Rozman (1. 1.-21. 1.), Member of SB	275	1,185	0	0	0	1,460
Employee representatives						
Drago Kijevčanin (1. 1.-31. 12.), Vice President of SB	5,396	22,400	5,104	0	689	33,589
Dušan Pišek (1. 1.-31. 12.), Member of SB	5,775	18,813	660	0	689	25,937
Jana Žižek Kuhar (1. 1.-31. 12.), Member of SB	5,500	17,500	660	0	689	24,349
Total	49,176	181,698	24,750	563	6,201	262,388

*Total gross represents the sum of income from meeting fees, basic payments for performing functions and committees, including net income (travel expenses) and liability insurance.

**Committees – meeting fees for committees.

Remuneration of Supervisory Board Members for 2021 – Breakdown

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Barbara Gorjup (22. 6.-31. 12.)	1,672	3,442	0	5,114
Marko Hočevár (11. 2.-31. 12.)	3,124	5,975	0	9,099
Melita Malgaj (1. 1.-6. 4.)	660	1,867	0	2,527
Barbara Nose (1. 1.-11. 2.)	220	1,219	0	1,439
Gregor Rajšp (1. 1.-6. 4.)	660	1,867	0	2,527
Alenka Stanič (1. 1.-6. 4.)	660	1,867	0	2,527
Total	6,996	16,237	0	23,233

*Total gross represents the sum of the basic salary for performing the function and committee payments.

Remuneration of Telekom Slovenije Supervisory Board Audit Committee Members for Performing the Function of the Audit Committee in Soline in 2021

in EUR	Meeting fees	Basic payment	Travel expenses	Total gross*
Aleksander Igličar (24. 5.-31. 12.), Committee chair	220	0	0	220
Barbara Gorjup (24. 5.-31. 12.), Committee member	220	0	0	220
Marko Hočevár (24. 5.-31. 12.), Committee member	220	0	0	220
Marko Kerin (24. 5.-31. 12.), Committee member	220	0	0	220
Drago Kijevčanin (24. 5.-31. 12.), Committee member	220	0	0	220

Total	1,100	0	0	1,100
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****Total gross represents the sum of meeting fee payments for the committee.**

In 2021, the Supervisory Board members undertook training in various areas relevant to the Supervisory Board's operations. The total training costs amounted to EUR 2,329.65.

3. Remuneration of Telekom Slovenije Management Board Members for 2024

The following outlines the remuneration of the Telekom Slovenije Management Board members, including all benefits. Management Board members are not entitled to profit sharing or share options.

Management Board members did not receive any income from profit sharing or share options in 2024, 2023, 2022, and 2021.

The variable remuneration system is linked to the fulfilment of the plans and strategy of Telekom Slovenije and the Telekom Slovenije Group, which further contributes to the long-term success of the company and the Group.

The basic monthly salary of Management Board members is determined in accordance with the ZPPOGD and the Remuneration Policy, which is also adopted with the aim of encouraging the development and implementation of the business strategy and the long-term development and sustainability of the company.

Other rights of Management Board members are determined in accordance with the ZPPOGD and the Remuneration Policy.

3.1 Overview of Management Board Members' remuneration for 2024

Full name	Basic payment	Variable remuneration*	Other personal income	Reimbursement of expenses	Holiday allowance	Insurance premiums	Benefits	PDPZ	Total gross**
Boštjan Košak (1.1.-31.12.), President of the Management Board	184,882	2,343	0	2,036	2,427	87	4,283	2,904	198,962
Boštjan Škufca Zaveršek (1.1.-31.12.), Vice President of the Management Board	175,221	2,343	0	1,685	2,427	87	0	2,904	184,667
Špela Fortin (1.1.-31.12.), Management Board Member – Workers Director	165,844	26,355	0	1,986	2,427	575	3,459	2,904	203,550
Irma Gubanec (1.1.-31.12.), Management Board Member	160,553	2,343	0	2,891	2,427	575	64	2,904	171,757

Vesna Prodnik (1.1.-31.12.), Management Board Member	166,399	2,343	0	2,823	2,427	575	5,215	2,904	182,686
Total	852,899	35,727	0	11,421	12,135	1,899	13,021	14,520	941,622

**Variable remuneration represents a part of the performance-based payment for 2024 (Christmas bonus, which was paid out in the same amount as to other company employees). Management Board member Špela Fortin also received variable remuneration for 2020 and for 2021.*

***Total gross represents the sum of all types of labour costs, including net income (reimbursement of expenses), insurance premiums, benefits and supplementary pension insurance (voluntary supplementary pension insurance).*

In accordance with the provisions of Articles 514 and 514a of the Companies Act, a supervisory board and an audit committee were established in the subsidiary GVO.

As the president of the GVO Supervisory Board for the period January 2024 – December 2024, the Management Board member of the company received the following remuneration:

in EUR	Meeting fees	Basic payment	Liability insurance	Total gross*
Vesna Prodnik (1. 1.-31. 12.)	935	5,085	9	6,029
Total	935	5,085	9	6,029

**Total gross represents the sum of income from meeting fees, basic payments for performing functions and liability insurance.*

3.2 Overview of Management Board Members' Remuneration for 2023

Full name	Basic payment	Variable remuneration	Other personal income	Reimbursement of expenses	Holiday allowance	Insurance premiums	Benefits	PDPZ	Total gross*
Boštjan Košak (1. 1.-31. 12.), President of the Management Board	172,531	0	0	1,818	2,159	288	5,906	2,904	185,606
Boštjan Škufca Zaveršek (1. 1.-31. 12.), Vice President of the Management Board	163,906	0	0	1,845	2,159	228	0	2,904	171,042
Špela Fortin (1. 1.-31. 12.), Management Board Member – Workers Director	154,683	0	0	1,755	2,159	776	6,510	2,904	168,787
Irma Gubanec (1. 1.-31. 12.), Management Board Member	155,271	0	0	2,919	2,159	771	0	2,904	164,024
Vesna Prodnik (1. 1.-31. 12.), Management Board Member	155,271	0	0	2,934	2,159	776	6,438	2,904	170,482
Mitja Štular (1. 1.-13. 5.)**	54,380	0	0	0	720	33	3,563	1,210	59,906

Total	856,042	0	0	11,271	11,515	2,872	22,417	15,730	919,847
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**Total gross represents the sum of all types of labour costs, including net income (reimbursement of expenses), insurance premiums, benefits and supplementary pension insurance (voluntary supplementary pension insurance).

** Remuneration during the notice period, when they no longer held the function of Management Board member.

In accordance with the provisions of Articles 514 and 514a of the Companies Act, a supervisory board and an audit committee were established in the subsidiary GVO.

As the president of the GVO Supervisory Board for the period January 2023 – December 2023, the Management Board member of the company received the following remuneration:

in EUR	Meeting fees	Basic payment	Committees	Total gross
Vesna Prodnik (1. 1.-31. 12.)	1,073	5,085	0	6,158
Total	1,073	5,085	0	6,158

3.3 Overview of Management Board Members' Remuneration for 2022

in EUR	Basic payment	Variable remuneration*	Other personal income***	Reimbursement of expenses	Holiday allowance	Insurance premiums	Benefits	PDPZ	Total gross**
Boštjan Košak (4. 10.-31. 12.), President of the Management Board	40,228	0	0	664	502	10	1,898	726	44,028
Boštjan Škufca Zaveršek (14. 11.-31. 12.), Vice President of the Management Board	20,591	0	0	266	331	0	591	484	22,263
Špela Fortin (1. 1.-31. 12.), Management Board Member – Workers Director	145,686	18,321	0	1,541	1,924	1,013	6,387	2,904	177,776
Irma Gubanec (12. 10.-31. 12.), Management Board Member	32,699	0	0	675	502	81	0	726	34,683
Vesna Prodnik (14. 11.-31. 12.), Management Board Member	19,508	0	0	271	331	81	1,202	484	21,877
Barbara Galičič Drakslar (1. 1.-11. 10.), Management Board Member	114,251	11,913	80,582	1,171	1,443	790	5,414	2,420	217,984
Tomaž Jontes (1. 1.-1. 9.), Vice President of the Management Board	103,933	41,123	689	823	1,283	871	5,579	2,178	156,479
Cvetko Sršen (1. 1.-3. 10.),	123,058	14,107	83,048	1,303	1,443	465	5,695	2,420	231,539

President of the Management Board									
Mitja Štular (1. 1.-31. 12.), Management Board Member****	146,148	12,753	0	1,127	1,924	544	6,790	2,904	172,190
Tomaž Seljak (for the years 2020 and 2021), President of the Management Board	0	10,264	0	0	0	0	0	0	10,264
Matjaž Beričič (for the years 2020 and 2021), Management Board Member	0	5,061	0	0	0	0	0	0	5,061
Vida Žurga (for 2020), Vice President of the Management Board	0	2,939	0	0	0	0	0	0	2,939
Ranko Jelača (for the year 2020), Management Board Member	0	718	0	0	0	0	0	0	718
Total	746,102	117,199	164,319	7,841	9,683	3,855	33,556	15,246	1,097,801

*Variable remuneration represents part of the performance-based payment for 2019, 2020 and 2021.

**Total gross represents the sum of all types of labour costs, including net income (reimbursement of expenses), insurance premiums, benefits and supplementary pension insurance (voluntary supplementary pension insurance).

***Other personal income represents the payment of a jubilee reward, severance pay, etc.

****The income also includes the period from 14 November 2022 to 31 December 2022 for the notice period, when they no longer held the function of a Management Board member.

As presidents of the GVO Supervisory Board for the period January 2022 – December 2022, the Management Board members of the company received the following remuneration:

in EUR	Meeting fees	Basic payment	Committees	Total gross
Vesna Prodnik (9. 11.-31. 12.)	138	563	0	701
Mitja Štular (1. 1.-9. 11.)	660	4,365	0	5,025
Total	798	4,928	0	5,726

3.4 Overview of Management Board Members' Remuneration for 2021

in EUR	Basic payment	Variable remuneration*	Other personal income***	Reimbursement of expenses	Holiday allowance	Insurance premiums	Benefits	PDPZ	Total gross**
Cvetko Sršen (10. 3.-31. 12.), President of the Management Board	130,223	0	0	1,470	1,216	0	7,734	2,349	142,992
Tomaž Jontes, (22. 3.-31. 12.) Vice president of the Management Board; (1. 1.-21. 3.) Management Board member	152,840	6,160	0	1,285	1,621	1,005	9,588	2,819	175,318
Mitja Štular (10. 3.-31. 12.), Management Board Member	117,717	0	689	1,088	1,312	59	2,551	2,278	125,694
Barbara Galičič Drakslar (31. 3.-31. 12.), Management Board Member	109,970	0	0	1,379	1,197	366	5,010	2,114	120,036
Špela Fortin (1. 1.-31. 12.), Management Board Member – Workers Director	133,707	8,284	0	1,316	1,621	1,005	7,783	2,819	156,535
Tomaž Seljak (1. 1.-10. 3.), President of the Management Board	30,987	53,655	0	282	314	639	1,670	552	88,099
Vida Žurga (1. 1.-10. 3.), Vice President of the Management Board	0	30,787	0	0	314	639	2,558	552	34,850
Matjaž Beričič (1. 1.-10. 3.), Management Board Member	30,521	11,700	0	275	314	639	1,067	552	45,068
Ranko Jelača (for the year 2020), Management Board Member	0	4,786	0	0	0	0	0	0	4,786
Total	705,965	115,372	689	7,095	7,909	4,352	37,961	14,035	893,378

*Variable remuneration represents part of the performance-based payment for 2018, 2019 and 2020.

**Total gross represents the sum of all types of labour costs, including net income (reimbursement of expenses), insurance premiums, benefits and supplementary pension insurance (voluntary supplementary pension insurance).

***Other personal income represents the payment of a jubilee reward.

Management Board members whose term of office ended prematurely in 2021 were not granted or allocated any financial benefits, services or provisions, as they remained employed by the company.

As the president of the GVO Supervisory Board for the January 2021 – December 2021 period, the Management Board member of the company received the following remuneration:

in EUR	Meeting fees	Basic payment	Committees	Total gross
Mitja Štular (28. 5.-31. 12.)	550	2,966	0	3,516
Total	550	2,966	0	3,516

3.5 Basic monthly Salary of Management Board Members

With effect from 1 May 2021, the company's Supervisory Board set the basic monthly salary of the President of the Management Board at **five times the average** monthly salary of employees in TSG companies based in the Republic of Slovenia. The basic monthly salary of the **Vice President of the Management Board was set at 95%** of the basic monthly salary of the President of the Management Board, and the basic monthly salary of other **Management Board members at 90%** of the basic monthly salary of the President of the Management Board. Prior to this, the basic monthly salary of all Management Board members was set at five times the average monthly salary of employees in TSG companies, with the exception of the workers director, whose monthly salary was set at 70% of the basic monthly salary of the Management Board President.

3.6 Variable remuneration of Management Board Members

The Supervisory Board annually determines the targets and criteria for calculating the variable remuneration of the company's Management Board, in accordance with the provisions of the ZPPOGD and the employment contracts of the Management Board members.

The targets of the Management Board members consist of quantitative and qualitative, as well as financial and non-financial objectives, which are defined for monitoring the performance of the Management Board. The Management Board's targets are focused on the long-term business success of the company and the group (e.g., Telekom Slovenije EBITDA, number of Telekom Slovenije users, network expansion and modernisation, etc.). The calculation methodology is determined by the Supervisory Board, taking into account the ratio between achieved and planned categories in the business year, after the end of the business year and the audit of the financial statements. The variable remuneration is determined annually by a resolution of the company's Supervisory Board, taking into account the provisions of the individual Management Board members' employment contracts and the ZPPOGD. The amount of variable remuneration depends on the achievement of the targets set out in the employment contract, the amount of the basic income and the term of office of the Management Board member, but it is capped at 3.6 times the average basic monthly salary of a Management Board member in the year for which the variable remuneration is determined.

The variable remuneration for 2024 has not yet been determined. However, the Christmas bonus for 2024 was paid to all Management Board members in the same amount as to other employees of the Company.

The variable remuneration for 2023 was not paid to the Management Board members. This was because the company received aid to mitigate high electricity prices in accordance with the Act on Aid to the Economy to Mitigate the Consequences of the Energy Crisis (ZPGOPEK). ZPGOPEK stipulates that a beneficiary who has claimed aid under ZPGOPEK must, in the event of the payment of a bonus to management in 2023 or for 2023, return the aid received in full.

In accordance with the resolution of the Telekom Slovenije Supervisory Board, the Management Board members were not entitled to variable remuneration for 2022.

3.6.1 *Payment of variable remuneration*

The following shows the payments of variable remuneration to Management Board members, with a more detailed disclosure of the period for which the remuneration was paid. All data are in gross amounts, stated in euros.

Payment of variable remuneration for the period January 2024 – December 2024

in EUR	Variable remuneration	Of which for the year 2020	Of which for the year	Of which for the year 2024
Boštjan Košak	2,343	0	0	2,343
Boštjan Škufca Zaveršek	2,343	0	0	2,343
Špela Fortin	26,355	9,527	14,485	2,343
Irma Gubanec	2,343	0	0	2,343
Vesna Prodnik	2,343	0	0	2,343

Payment of variable remuneration for the period January 2022 – December 2022

in EUR	Variable remuneration	Of which for the year 2019	Of which for the year 2020	Of which for the year 2021
Špela Fortin	18,321	2,593	1,243	14,485
Barbara Galičič Drakslar	11,913	0	0	11,913
Tomaž Jontes	41,123	0	8,008	33,115
Cvetko Sršen	14,107	0	0	14,107
Mitja Štular	12,753	0	0	12,753
Tomaž Seljak	10,264	0	3,550	6,714
Matjaž Beričič	5,061	0	1,755	3,306
Vida Žurga	2,939	0	2,939	0
Ranko Jelača	718	0	718	0

The variable remuneration **for 2021** was determined by a decision of the company's Supervisory Board at **2.6 times the salary**, taking into account the period of service as a Management Board member.

Payment of variable remuneration for the period January 2021 – December 2021

in EUR	Variable remuneration	Of which for the year 2018	Of which for the year 2019	Of which for the year 2020
Tomaž Seljak	53,655	17,610	12,378	23,667
Vida Žurga	30,787	0	11,195	19,592
Matjaž Beričič	11,700	0	0	11,700
Tomaž Jontes	6,160	0	0	6,160
Špela Fortin	8,284	0	0	8,284
Ranko Jelača	4,786	0	0	4,786

3.6.2 Deferred payment of variable remuneration for Management Board Members

In accordance with the ZPPOGD and individual resolutions of the company's Supervisory Board, the payment of **50% of the variable remuneration is deferred for a period of two years**. Accordingly, there were no deferred payments of variable remuneration as at **31 December 2024**.

The employment contracts with the Management Board members also stipulate the possibility of reclaiming variable remuneration already paid out in cases defined by the relevant legislation. In 2024, 2023, 2022 and 2021, there was no need or basis for the company to exercise the option of demanding the return of paid variable remuneration from Management Board members.

3.7 Other rights of Management Board Members

In 2024, the other rights of the Management Board members were amended in accordance with the Remuneration Policy. As of 1 March 2024, the employment contracts of Management Board members Boštjan Košak, Boštjan Škufca Zaveršek, MSc, Irma Gubanec, MSc, Vesna Prodnik, MSc and Špela Fortin stipulated other rights and benefits to the following extent:

1. holiday allowance under the terms and in the amount applicable to other company employees,
2. jubilee reward under the terms and in the amount applicable to other company employees,
3. retirement severance pay under the terms and in the amount of the Employment Relationships Act (ZDR-1),
4. reimbursement of expenses necessary for or related to the performance of the function, under the terms and in the amount applicable to other company employees (e.g., reimbursement of meal expenses during work, daily allowances for business trips, reimbursement of accommodation costs).
5. salary compensation, under the terms and in the amount applicable to other company employees.
6. use of a laptop and/or tablet also for private purposes.
7. use of a mobile phone also for private purposes, including the right to payment of the subscription or usage costs for calls or data transfer, and the use of a fixed-line connection at the place of residence also for private purposes,
8. reimbursement of all costs related to further education and training that is related to the more effective performance of the function of the chairman of the Management Board, up to a gross amount of EUR 10,000.00 per year, with the President of the Management Board having the right to salary compensation for absence on this basis if the absence lasts up to and including 10 days per year; in justified business cases, the right may also be granted in a higher amount or for a greater number of days, on which the Supervisory Board decides with a resolution in specific cases at the proposal of the management body.
9. use of a company car also for private purposes up to the retail price of the vehicle with VAT of EUR 65,000.00 or up to EUR 85,000.00 if it is a more environmentally friendly vehicle; if the company car is used only for business purposes, the President of the Management Board is entitled to reimbursement of commuting expenses to and from work to the same extent as applicable to other company employees; whereby the replacement of a company car that is also used for private purposes should not occur sooner than three years or until at least 150,000 kilometres have been driven, and before that only in particularly justified cases and with the consent of the Supervisory Board.
10. annual preventive managerial health check-up, every year, whereby the value of an individual check-up may not exceed EUR 1,500.00.
11. payment of insurance premiums, namely collective supplementary pension insurance, accident insurance and supplementary health insurance, whereby the total value of all premiums annually may not exceed 50 percent of the monthly gross basic salary, and liability insurance in accordance with the annual contract with the insurance company under the same conditions as applicable to the current Supervisory Board members and members of the management and supervisory bodies in the Telekom Slovenije Group companies.
12. use of a company payment card, which is used exclusively for business purposes to pay for business expenses, including entertainment, in accordance with the business financial plan and ensuring traceability of spending.
13. reimbursement of membership fees in professional organisations that are related to the performance of the function of the President of the Management Board, up to a maximum of EUR 1,500.00 per year.
14. separation allowance, in cases and in the amount applicable to other company employees.

Prior to the amendment, i.e., from 1 January 2024 to 29 February 2024, the other rights of the Management Board members were as follows:

1. holiday allowance at the same rate as other company employees,
2. long-service award at the same rate as other company employees,
3. retirement severance pay as applicable to other company employees,
4. reimbursement of necessary expenses related to the performance of duties, as applicable to other company employees (e.g., daily allowances for business trips, reimbursement of accommodation costs),
5. reimbursement of entertainment expenses in accordance with the business financial plan and with expenditure tracking,
6. salary compensation as applicable to other company employees,
7. use of a laptop for private purposes,
8. use of a fixed-line connection at the place of residence, as well as a mobile phone, tablet, and mobile services for private purposes,
9. education and training in areas relevant to the quality and efficiency of the Management Board member's tasks, up to a gross amount of EUR 10,000 per year, with the right to salary compensation for absence due to this, if the absence lasts up to and including 10 days per year; in justified business cases, a higher amount or a greater number of days may also be granted, on which the Supervisory Board decides in specific cases at the proposal of the management body,
10. use of a company car for business and private purposes up to a retail price with VAT of EUR 60,000, or EUR 70,000 for a more environmentally friendly personal vehicle; if the company car is used only for business purposes, the Management Board member is entitled to reimbursement of commuting expenses to and from work to the same extent as applicable to other company employees; whereby the replacement of a company car that is also used for private purposes should not occur sooner than three years or until at least 150,000 kilometres have been driven, and before that only in particularly justified cases and with the consent of the Supervisory Board,
11. annual preventive managerial health check-up up to the amount of EUR 1,500.
12. payment of premiums for various insurances (e.g., supplementary pension insurance, collective accident insurance, personal insurance) up to the amount of the monthly basic salary based on the employment contract, in proportion to the duration of the Management Board member's employment in the respective calendar year, and liability insurance in accordance with the annual contract with the insurance company under the same conditions as applicable to the current Supervisory Board members and members of the management and supervisory bodies in the Telekom Slovenije Group companies,
13. use of a company payment card, which is used exclusively for business purposes to pay for business expenses, including entertainment, in accordance with the business financial plan and ensuring traceability of spending,
14. payment of legal protection in the event of lawsuits or filed complaints in various legal proceedings by third parties (but not the company itself) in matters related to the performance of the function in the company,
15. reimbursement of membership fees in professional organisations, up to EUR 1,500 per year,
16. separation allowance, in accordance with the Decree.

President of the Management Board:
Boštjan Košak

President of the Supervisory Board:
Žiga Debeljak, MSc

Appendix:
Auditor's Report

INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT RELATED TO REMUNERATION REPORT FOR YEAR 2024

To the Shareholders of Telekom Slovenije d.d., Ljubljana

We have performed limited assurance engagement as to whether the Remuneration Report ('the Report') for the year ended 31 December 2024, prepared by the Management Board and the Supervisory Board of Telekom Slovenije d.d. (hereinafter 'the company'), is prepared in accordance with the requirements of Article 294.b of the Companies Act (hereinafter 'ZGD-1').

Identification criteria

In accordance with the requirement of ZGD-1 we have examined whether the Report contains all the information required by paragraphs 2 and 3 of Article 294.b of ZGD-1. The auditor's task is not to verify the actual accuracy of the Report and the information contained therein.

Purpose of the report

Our limited assurance report is intended solely to meet the requirements of Article 294.b of the Companies Act and for your information and may not be used for any other purpose. Our report relates only to the Remuneration report and does not apply to the financial statements of the company as a whole.

The responsibility of the Management Board and Supervisor Board for the Report

The Management Board and Supervisory Board are responsible for the preparation of the Report in accordance with Article 294.b of ZGD-1. The Management Board is responsible for publishing the Report on the Company's website immediately after the voting at the Shareholder's meeting, where it must be available free of charge for ten years.

The Management Board is responsible for such internal control as management determines is necessary to enable the preparation of the Report that is free from material misstatement, whether due to fraud or error and that is consistent with legal requirements.



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Auditor's Responsibility

Our responsibility is to express our conclusion on limited assurance for the Report based on the procedures we carried out and on the evidence we obtained. Our limited assurance engagement was carried out in accordance with International Standard on Assurance Engagements (ISAE) 3000 (revised) – *Assurance Engagements other than Audits or Reviews of Historical Financial Information*, issued by the International Auditing and Assurance Standards Board. Pursuant to the standard, the auditor shall plan and perform the engagement in the way that will allow the auditor to obtain limited assurance that nothing has come to the auditor's attention that would cause the auditor to believe that the Report includes material misstatement in terms of compliance with the requirements of Article 294.b of ZGD-1.

Our independence and quality control

We performed our work in accordance with independence and ethical requirements under the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by International Ethics Standards Board for Accountants (IESBA Code). The Code is prepared based on the principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

As a part of its compliance with International Standards on Quality Control (ISQC 1), our company maintains a comprehensive quality control system, including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Summary of the work performed

The nature and scope of our procedures were determined on the basis of risk assessment and our professional judgement with the purpose to obtain limited assurance.

The procedures for obtaining evidence in a limited assurance engagement are more limited in relation to a reasonable assurance engagement; therefore, less assurance is provided than in reasonable assurance or audit engagements.

The procedures carried out within the scope of our engagement include:

- understanding the resolutions of the Shareholder's meeting regarding the adopted remuneration policy and inquiring with the Management Board, the Supervisory Board and other employees in order to gain an understanding of the remuneration policy and the procedures implemented by the company in preparing the Report;
- obtaining a list of persons for whom there is an obligation to include data in the Report in the year for which the Report is being prepared and verifying that their remuneration is disclosed in the Report;
- verification that the Report contains all the information required by paragraphs 2 and 3 of Article 294.b of ZGD-1.

We believe that the obtained evidence is sufficient and appropriate to provide basis for our conclusion.

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Deloitte.*Conclusion*

Based on our procedures and the evidence obtained, nothing has come to our attention that would cause us to believe that the Report for the year ended 31.12.2024 as prepared by the Company does not, in all material respect, include the information as required by paragraph 2 and 3 of Article 294.b of ZGD-1.

DELOITTE REVIZIJA d.o.o.

Barbara Žibret Kralj
Certified auditor

*For signature please refer to the
original Slovenian version.*

Deloitte.
DELOITTE REVIZIJA D.O.O.
Ljubljana, Slovenija 3

Ljubljana, 19.3. 2025

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Material for item 6 of the agenda:**VOTING ON A NEW SUPERVISORY BOARD MEMBER**

The Telekom Slovenije d.d. Supervisory Board proposes that the General Meeting adopts the following

resolution:

- 6.1. The General Meeting elects Karla Pinter, MSc as the shareholder representative in the Supervisory Board for a four-year term starting on 19 June 2025.

Argumentation:

Based on article 26 of Articles of Association of Telekom Slovenije, d.d., the Supervisory Board has nine members, six of which represent the shareholders. At its 33rd meeting on 18 June 2021, the General Meeting elected Karla Pinter, Master of Laws, as a Supervisory Board member representing shareholders. Her four-year term commenced on 18 June 2021 and shall expire on 18 June 2025. Therefore, it is necessary to elect one Supervisory Board member representing shareholders.

The Supervisory Board authorised the Personnel Committee of the Telekom Slovenije, d.d., Supervisory Board to carry out the nomination and evaluation process for candidates for Supervisory Board member.

Following the completed procedures, the Supervisory Board proposes to the shareholders' meeting of Telekom Slovenije, d.d., that Karla Pinter, MSc, be elected as a Supervisory Board member representing shareholder for a four-year term commencing on 18 June 2025.

Karla Pinter, MSc, is an experienced legal professional who has worked for many years in key areas of economic policy and legislation. She currently holds the position of Director-General of the Internal Market Directorate at the Ministry of Economic Development, Tourism and Sport.

She holds a Master of Laws degree, has passed the state bar exam, and holds a Slovenian Directors' Association Certificate. Her key competencies include organisational leadership, negotiation skills, and strategic planning, which she successfully applies in guiding and developing the organisations in which she works.

She commenced her first four-year term on the Supervisory Board of Telekom Slovenije, d.d., on 18 June 2021. During her term, she also served as the Vice President of the Supervisory Board.

President of the Supervisory Board:
Žiga Debeljak, MSc

Material for item 7 of the agenda:

APPOINTMENT OF AN AUDITOR FOR THE SUSTAINABILITY REPORT FOR THE FINANCIAL YEAR 2025

The Telekom Slovenije d.d. Supervisory Board proposes that the General Meeting adopts the following

resolution:

- 7.1 The General Meeting appoints the auditor DELOITTE REVIZIJA d.o.o. to provide assurance on the sustainability report for the financial year 2025.

Argumentation:

Pursuant to Article 281 of the Companies Act (ZGD-1) and in accordance with the Auditing Act, the Supervisory Board proposes to the General Meeting that the proposed auditor be appointed to provide assurance on the sustainability report for the financial year 2025. The proposal of the Supervisory Board, in accordance with the fourth paragraph of Article 281 of the Companies Act, is based on the proposal of the Audit Committee.

The auditor DELOITTE REVIZIJA d.o.o., Dunajska cesta 165, 1000 Ljubljana, is the current auditor of the financial statements of the Telekom Slovenije Group and Telekom Slovenije, d.d., for the period 2023–2025. By appointing the current auditor of the Annual Report to provide assurance on the sustainability report for the financial year 2025, the duration of the appointment will be aligned with the validity of the contract relating to the auditing of the financial statements of the Telekom Slovenije Group and Telekom Slovenije, d.d.

President of the Supervisory Board
Žiga Debeljak, MSc