

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35153/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Appointment of the 45th Shareholders Assembly Session Chairman

I

The below named is hereby appointed the Chairman of the 45th Telekomunikacije RS a.d. Banja Luka Shareholders Assembly Session: Milan Božić, Ph.D.

II

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35154/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION

I

It is adopted the Minutes of the 44th Session of the Telekomunikacije RS a.d. Banja Luka Shareholders Assembly, held on 9 December 2021, without objections.

II

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35155/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, and upon the Management Board's proposal, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Annual Report for the Business Year 2021

I

It is adopted the Annual Report for the Business Year 2021 with the Statement on Harmonization of the Organization and Activities with the Code of Conduct (Corporate Management Standards).

II

The Annual Report for the Business Year 2021 with the Statement on Harmonization of the Organization and Activities with the Code of Conduct (Corporate Management Standards) shall make an integral part of this Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35157/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Management Board Report
related to the Financial Reports for the Year 2021

I

It is adopted the Management Board Report related to the Telekomunikacije RS a.d. Banja Luka Financial Reports for the Year 2021.

II

The Management Board Report related to the Telekomunikacije RS a.d. Banja Luka Financial Reports for the Year 2021 shall make an integral part of the Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35158/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Auditing Board Report on accounting, reporting and
financial operations of the Company and its affiliates

I

It is adopted the Auditing Board Report on accounting, reporting and financial operations of the Company and its affiliates.

II

The Auditing Board Report on accounting, reporting and financial operations of the Company and its affiliates shall make an integral part of the Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35160/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, and upon the Management Board's proposal, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Audited Financial Reports for the Year 2021

I

There are adopted the audited consolidated and non-consolidated Financial Reports of the Mtel a.d. Banja Luka for the Year 2021, with the Internationally Recognized Independent Auditor's Report.

II

The audited consolidated and non-consolidated Financial Reports for the Year 2021, with the Internationally Recognized Independent Auditor's Report, shall make integral parts of this Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35164/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Auditing Board Report on harmonization
of the Company business activities with the legal and other regulatory requirements

I

It is adopted the Auditing Board Report on harmonization of the Company business activities with the legal and other regulatory requirements.

II

The Auditing Board Report on harmonization of the Company business activities with the legal and other regulatory requirements shall make an integral part of this Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35167/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Auditing Board Report on the Contracts
Concluded between the Company and the Related Entities

I

It is adopted the Auditing Board Report on the Contracts Concluded between the Company and the Related Entities.

II

The Auditing Board Report on the Contracts Concluded between the Company and the Related Entities shall make an integral part of this Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35169/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Work Report of the Management Board

I

It is adopted the Work Report of the Telekomunikacije RS a.d. Banja Luka Management Board for the Year 2021.

II

The Work Report of the Telekomunikacije RS a.d. Banja Luka Management Board for the Year 2021 shall make an integral part of this Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35170/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Adoption of the Work Report of the Auditing Board

I

It is adopted the Work Report of the Auditing Board of Telekomunikacije RS a.d. Banja Luka for the Year 2021.

II

The Work Report of the Auditing Board of Telekomunikacije RS a.d. Banja Luka for the Year 2021 shall make an integral part of this Decision.

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35171/22

Date: 24 June 2022

Pursuant to the Articles 18 and 53 of the Company Statute, and upon the Management Board's proposal, and based on the Company Auditing Board's opinion, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Distribution of Profit from the Year 2021

I

The realized net profit from the year 2021, in the amount of KM 74.301.917,69, shall be distributed in the following way:

1. Interim dividend paid to the shareholders
upon the Shareholders Assembly Decision
No. 1-02-67336/21 of 19/12/2021.....KM 29.195.056,12
2. Dividend paid to the shareholders
from the retained profit KM 45.106.861,57

II

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35173/22

Date: 24 June 2022

Pursuant to the Articles 18, 53 and 55 of the Company Statute, and upon the proposal of the Company Management Board, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Payment of the Dividend from the 2021 Profit

I

Telekomunikacije RS a.d. Banja Luka Shareholders shall be paid the dividend in the amount of KM 45.106.861,57 in money.

II

The Dividend shall be distributed equally on all the Company shares, on the principle: the same nominal amount of KM 0,09179559 to each share.

IV

The Dividend shall be paid to the Telekomunikacije RS a.d. Banja Luka Shareholders who shall have this status on the day of 15 July 2022.

V

The date for commencement of the Dividend payment shall be the day of 22 July 2022.

VI

The Decision enters into force on the day of its passing, and it will be published.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35174/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, and upon the proposal of the Auditing Board, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Appointment of the Internationally Recognized Independent Auditor

I

The Shareholders Assembly hereby appoints the auditors of BDO d.o.o. Banja Luka for provision of the services of auditing the Telekomunikacije RS a.d. Banja Luka consolidated and non-consolidated financial reports for the year 2023, made in accordance with the International Accounting Standards (IAS) and the International Financial Reporting Standards (IFRS).

II

The total contract consideration for the auditing services mentioned in the paragraph I of the Decision, to be concluded with the auditors, BDO d.o.o. Banja Luka, shall be KM 52.700. The stated price is exclusive of the applicable indirect taxes (VAT).

III

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35175/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session held on 24 June 2022, issues the:

DECISION
on Election of the Management Board Member
of the Telekomunikacije RS a.d. Banja Luka

I

The following are elected the Telekomunikacije RS a.d. Banja Luka Management Board Members

- upon the proposal of the major shareholder:
 1. Dejan Carević and
 2. Draško Marković.
- upon the proposal of the minor shareholder:
 3. Nenad Tomović.

The member Dejan Carević and Nenad Tomović are independent Management Board members.

II

The Management Board Members' mandate shall last 3 years.

IV

The contract on mutual rights and obligations, which shall stipulate the remuneration for work, mutual rights and obligations, shall be signed with the Management Board Members.

V

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35178/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Dismissal of the Auditing Board Member
of the Telekomunikacije RS a.d. Banja Luka

I

Dragana Milenković who has been elected upon the proposal of the major shareholder, is dismissed from the position the Telekomunikacije RS a.d. Banja Luka Auditing Board Member.

II

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.

TELEKOMUNIKACIJE REPUBLIKE SRPSKE a.d.
B A N J A L U K A
- SHAREHOLDERS ASSEMBLY -

No: 1-02-35182/22

Date: 24 June 2022

Pursuant to the Article 18 of the Company Statute, the Shareholders Assembly, on its 45th session, held on 24 June 2022, issues the:

DECISION
on Election of the Auditing Board Members
of the Telekomunikacije RS a.d. Banja Luka

I

The below named are elected the Telekomunikacije RS a.d. Banja Luka Auditing Board Members:

- upon the proposal of the major shareholder,
 1. Dragana Drakulić,
- upon the proposal of the minor shareholder,
 2. Srđan Raković.

II

The mandate of the Auditing Board Members shall be 3 years.

At the first Auditing Board session, the Auditing Board Members shall elect the Auditing Board Chairman.

III

The contract on mutual rights and obligations, which shall stipulate the remuneration, mutual rights and obligations, shall be signed with the Auditing Board Chairman and the Member respectively.

IV

The Decision enters into force on the day of its passing.

CHAIRMAN OF THE ASSEMBLY
Milan Božić, Ph.D.