

In accordance with the provisions of the Companies Act (ZGD-1), the Slovenian Code of Management of Public Joint Stock Companies of the Ljubljana Stock Exchange, d.d., Ljubljana, and the Slovenian Sovereign Holding' Corporate Governance Code for state-owned enterprises the Supervisory Board of Telekom Slovenije, d.d., adopted the following act

## **DIVERSITY POLICY FOR MANAGEMENT AND SUPERVISORY BODIES OF COMPANIES IN THE TELEKOM SLOVENIJE GROUP**

### **I. Purpose**

The diversity policy for management and supervisory bodies in the Telekom Slovenije Group (hereinafter: the Diversity Policy) sets out the main principles of ensuring diversity in the management and supervisory board of Telekom Slovenije, d.d. (hereinafter: Telekom Slovenije or Company) and in the management bodies of Telekom Slovenije subsidiaries (hereinafter: Subsidiaries). All relevant aspects of diversity shall be taken into account in order to ensure that the members of the management and supervisory bodies have the professional knowledge and experience necessary for a good knowledge of the operations of the Company and its Subsidiaries, the functioning of the market, risk management and the recognition of opportunities related to the operations of the Company and its Subsidiaries.

The aim of the Diversity Policy is to achieve greater efficiency of the management and supervisory bodies, which contributes to better operations and the consolidation and strengthening of the reputation of the Company and its Subsidiaries.

This Diversity Policy is one of the bases for justifying the selection of members of the management and supervisory body.

The following entities strive to implement the diversity policy:

- shareholders when appointing members of the Company's supervisory board,
- the Supervisory Board when appointing members of Supervisory Board commissions and members of the Company's management, or when giving consent to the appointment of management and members of supervisory boards of Subsidiaries,
- the Workers' Council in the selection of the workers' director and members of the Supervisory Board - employee representatives.
- the Company's Management Board in appointing the management and members of the supervisory boards of Subsidiaries.

### **II. Objective**

The aim of the Diversity Policy is to promote the diversity of the membership in management and supervisory bodies. By implementing the principle of equal opportunities, an inclusive and fair culture, and by promoting the achievement of diversity in composition, the management and supervisory body thus constituted can work for the good of the Company or Subsidiaries.

The entire Telekom Slovenije Group, primarily the Company's Supervisory Board and its HR committee, strives to achieve the goals of the Diversity Policy, and other stakeholders also strive to achieve the goals, especially the Company's Workers' Council and the majority and other shareholders, when they are in a position to be able to within the scope of their powers or rights, influence the implementation of the Diversity Policy.

### **III. Aspects of diversity and the implementation of the Diversity Policy**

When determining the optimal composition of the management and supervisory body, in addition to legal requirements and the requirements of the Company's Statute, the following aspects of diversity are taken into account:

- **EXPERT KNOWLEDGE AND COMPETENCES:** the management and supervisory body consists of experts who complement each other in terms of expertise and competences.
- **CONTINUITY OF OPERATION:** to ensure the operation of the Company in the direction of achieving the set goals and implementing the strategy, it is important that not all members of the body change at the same time. Continuity of members helps ensure knowledge transfer and succession.
- **EXPERIENCE AND AGE STRUCTURE:** the mixed age structure of the members enables the transfer of knowledge and experience, so an appropriate balance in terms of age representation is important.
- **GENDER REPRESENTATION:** criteria for the selection of members must be non-discriminatory based on gender.

The Diversity Policy shall be implemented, in particular, through an appropriate recruitment and selection process for candidates for the Company's Management Board and Supervisory Board, as well as through the selection of a suitable candidate.

In the composition of the Company's Management Board and Supervisory Board, in addition to increasing efficiency, the goal of balanced gender representation is pursued. The goal is to achieve heterogeneity, whereby by the end of 2026 the underrepresented gender should represent 33% of all members of the Company's Management Board and Supervisory Board combined.

The HR committee of the Supervisory Board and the Company's Supervisory Board should take this Diversity Policy into account especially in the following activities:

- when recruiting, selecting and proposing candidates for the Supervisory Board to the Company's shareholders' meeting;
- when recruiting, selecting and appointing members of the Company's Management Board;
- when appointing members of the Company's Supervisory Board commissions;
- when carrying out a self-assessment of the work of the Supervisory Board, which should also include an assessment of the composition of the Management Board and the Supervisory Board from the point of view of ensuring diversity.

For the purpose of implementing this Diversity Policy and fulfilling its legal powers regarding the appointment of members of the Company's Management Board and submitting proposals for members of the Supervisory Board to the Company's shareholders' meeting, the Supervisory Board may determine more detailed criteria and procedures for the selection of candidates.

The manner of implementing the Diversity Policy is also regulated in accordance with the competence profile for members of the Supervisory Board.

### **IV. Implementation of the Diversity Policy in Subsidiaries**

The above-mentioned purpose, goals, principles and method of implementation of this Diversity Policy shall also be taken into account when appointing multi-member management and supervisory bodies in Subsidiaries.

The management of the Company, acting in the role of the General Meeting or shareholder of an individual subsidiary, or the supervisory body of a subsidiary, if it is constituted in a subsidiary and is at the same time competent to appoint the management body of the subsidiary, shall be responsible for the implementation of the Diversity Policy.

#### **V. Diversity Policy implementation monitoring and reporting**

The implementation of the Diversity Policy is monitored by the personnel committee of the Supervisory Board, which reports to the Supervisory Board. The Supervisory Board annually reports on the implementation of the policy within the Corporate Governance Statement, which is an integral part of the Company's annual report.

#### **VI. Final provisions**

The Diversity Policy shall enter into force on the date of acceptance by the Supervisory Board. With the effective date of this diversity policy, the policy dated 22 June 2020 shall cease to apply.

The Diversity Policy shall be published on the Company's web pages.

The Diversity Policy is published in both the Slovenian and English language.

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