The Management Board and Supervisory Board propose that Telekom Slovenije d.d.'s General Meeting adopt the following

Resolution:

The General Meeting shall appoint the officers thereof:

− Aleksander Čeferin shall be appointed chair of the General Meeting,
− Andraž Šuligoj in Marko Šere shall be appointed vote counters.

The General Meeting has been informed that notary Bojan Podgoršek shall be present.

Explanation:

At the General Meeting, working bodies must be elected: a chair to manage the General Meeting and vote counters to carry out voting.

A notary must be present at the General Meeting. In accordance with the law, the role of the notary is to record the resolutions of the General meeting in the form of notarised minutes.

Ljubljana, 22 April 2008

President of the Management Board: President of the Supervisory Board:
Bojan Dremelj, MSc Damijan Koletnik
Material for point 2 of the agenda:

CHANGE OF THE COMPANY’S ACTIVITIES

The Management Board and Supervisory Board propose that Telekom Slovenije d.d.’s General Meeting adopt the following Resolution:

2.1. The activities of the company shall be amended and aligned with the Decree on the Standard Classification of Activities (Official Gazette of the Republic of Slovenia, No. 17/08) as follows:

a) the previously registered activities of the company shall be deleted;

b) the following activities of the company shall be re-entered:

- 61.100 Telecommunication activities by cable
- 61.200 Wireless telecommunication activities
- 61.900 Other telecommunication activities
- 60.200 Television activity
- 64.190 Other monetary intermediation
- 64.920 Other lending
- 64.990 Other unclassified financial service activities, except insurance and the activity of pension funds
- 18.110 Printing of newspapers
- 18.120 Other printing
- 18.130 Preparation for printing and publication
- 18.140 Bookbinding and related activities
- 18.200 Reproduction of recorded media
- 26.110 Manufacture of electrical components
- 26.120 Manufacture of electrical plates
- 26.900 Manufacture of other electrical devices
- 33.130 Repair of electronic and optical devices
- 33.200 Installation of industrial machinery and devices
- 42.220 Construction of buildings of the supply infrastructure for electricity and telecommunications
- 43.110 Demolition of buildings
- 43.120 Preparatory earthworks
- 43.210 Installation of electrical wiring and devices
- 43.220 Installation of water, gas and heating fittings and devices
- 43.250 Other construction installation
- 43.990 Other specialised construction work
- 46.190 Non-specialised intermediation in the sale of various products
- 46.900 Non-specialised wholesale trade
- 47.410 Retail sales in specialised stores with computer equipment and programmes
- 47.420 Retail sales in specialised stores with telecommunication devices
- 47.510 Retail sales in specialised stores with textiles
- 47.640 Retail sales in specialised stores with sport equipment
- 47.789 Other retail sales in other specialised stores
- 47.890 Retail sales at stands and markets with other goods
- 47.910 Retail sales by post or the internet
- 47.990 Other retail sales outside shops, stands and markets
- 49.391 Inter-regional and other road passenger transport
- 49.410 Freight transport by road
- 52.100 Warehousing
- 55.201 Holiday homes and resorts
- 55.204 Alpine homes and youth hostels
- 55.209 Other short-term lodgings
- 56.101 Restaurants and inns
- 58.110 Publication of books
- 58.120 Publication of directories
- 58.130 Publication of newspapers
- 58.140 Publication of magazines and other periodicals
- 58.190 Other publishing
<table>
<thead>
<tr>
<th>Code</th>
<th>Description</th>
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<tbody>
<tr>
<td>59.200</td>
<td>Recording and publication of sound recordings and musicals</td>
</tr>
<tr>
<td>62.010</td>
<td>Computer programming</td>
</tr>
<tr>
<td>62.020</td>
<td>Computer equipment and programme consultancy</td>
</tr>
<tr>
<td>62.030</td>
<td>Management of computer equipment and systems</td>
</tr>
<tr>
<td>62.090</td>
<td>Other activities related to information technology and computer services</td>
</tr>
<tr>
<td>63.110</td>
<td>Data processing and associated activities</td>
</tr>
<tr>
<td>63.120</td>
<td>Operation of websites</td>
</tr>
<tr>
<td>63.990</td>
<td>Other information services</td>
</tr>
<tr>
<td>64.910</td>
<td>Financial leasing activity</td>
</tr>
<tr>
<td>65.120</td>
<td>Insurance activities, excluding life insurance</td>
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<tr>
<td>65.300</td>
<td>Pension fund activity</td>
</tr>
<tr>
<td>66.110</td>
<td>Management of financial markets</td>
</tr>
<tr>
<td>68.100</td>
<td>Trading in own real-estate</td>
</tr>
<tr>
<td>68.200</td>
<td>Renting and operating own or leased real estate</td>
</tr>
<tr>
<td>69.103</td>
<td>Other legal activities</td>
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<tr>
<td>69.200</td>
<td>Accounting, bookkeeping and auditing activities, tax consultancy</td>
</tr>
<tr>
<td>70.220</td>
<td>Other corporate and business consultancy</td>
</tr>
<tr>
<td>71.111</td>
<td>Architectural design</td>
</tr>
<tr>
<td>71.129</td>
<td>Other engineering activities and technical consultancy</td>
</tr>
<tr>
<td>71.200</td>
<td>Technical testing and analyses</td>
</tr>
<tr>
<td>72.190</td>
<td>Research and experimental development in other fields of science and technology</td>
</tr>
<tr>
<td>73.110</td>
<td>Advertising agency activity</td>
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<tr>
<td>73.120</td>
<td>Intermediation of advertising space</td>
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<tr>
<td>73.200</td>
<td>Market research and public opinion surveying</td>
</tr>
<tr>
<td>74.200</td>
<td>Photography activity</td>
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<tr>
<td>74.300</td>
<td>Translating and interpreting</td>
</tr>
<tr>
<td>77.110</td>
<td>Rental and leasing of light motor vehicles</td>
</tr>
<tr>
<td>77.390</td>
<td>Rental and leasing of other machinery, devices and fixed assets</td>
</tr>
<tr>
<td>80.100</td>
<td>Security</td>
</tr>
<tr>
<td>80.200</td>
<td>Supervision of the operation of security systems</td>
</tr>
<tr>
<td>82.110</td>
<td>Provision of comprehensive office services</td>
</tr>
<tr>
<td>82.200</td>
<td>Call-centre activity</td>
</tr>
<tr>
<td>82.920</td>
<td>Packaging</td>
</tr>
<tr>
<td>82.990</td>
<td>Other unclassified activities associated with operations</td>
</tr>
<tr>
<td>85.590</td>
<td>Other unclassified education, development and training activities</td>
</tr>
<tr>
<td>85.600</td>
<td>Ancillary educational activities</td>
</tr>
<tr>
<td>91.011</td>
<td>Library activity</td>
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<tr>
<td>91.012</td>
<td>Archiving activity</td>
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<tr>
<td>95.110</td>
<td>Repair and maintenance of computers and peripheral units</td>
</tr>
<tr>
<td>95.120</td>
<td>Repair of communication devices</td>
</tr>
<tr>
<td>96.090</td>
<td>Other unclassified service activities</td>
</tr>
</tbody>
</table>

2.2. In accordance with the first paragraph of Article 329 of the Companies Act (ZGD-1), the General Meeting shall authorise the Supervisory Board to adapt the text of the Articles of Association of Telekom Slovenije d.d. to the valid adopted resolution of the General Meeting regarding changes to the company's activities.

Ljubljana, 22 April 2008

President of the Management Board:  
Bojan Dremelj, MSc

President of the Supervisory Board:  
Damijan Koletnik
Material for point 3 of the agenda:

WRITTEN REPORT OF THE SUPERVISORY BOARD REGARDING CONFIRMATION OF THE ANNUAL REPORT FOR THE 2007 FINANCIAL YEAR

The General Meeting shall be briefed on the written report of the Supervisory Board regarding confirmation of the annual report for the 2007 financial year

Explanation:

In accordance with Article 294 of the ZGD-1, management must submit the report of the supervisory board, set out in Articles 282 and 285, to the general meeting.

Ljubljana, 22 April 2008

President of the Supervisory Board:
Damijan Koletnik

Enclosure:
Report of the Supervisory Board
Material for point 4 of the agenda:

PROPOSAL FOR THE USE OF THE DISTRIBUTABLE PROFIT FOR THE 2007 FINANCIAL YEAR 
AND PROPOSAL FOR DISCHARGE OF THE COMPANY’S MANAGEMENT BOARD AND 
SUPERVISORY BOARD FOR THE 2007 FINANCIAL YEAR

The Management Board and Supervisory Board propose that Telekom Slovenije d.d.'s General Meeting adopt the following

Resolution:

4.1. Distributable profit for the 2007 financial year, totalling EUR 200,195,765.47, shall be used for the following purposes:

− payment of dividends in the amount of EUR 83,270,118.40 or EUR 12.80 per share (gross);
− payment to members of the Supervisory Board in the total amount of EUR 135,000.00, which shall be divided among members of the Supervisory Board in equal shares with regard to time served thereon, in an amount not to exceed EUR 15,000 for an individual member;
− the remaining distributable profit amounting to EUR 116,790,647.07 shall be allocated to other profit reserves.

Dividends shall be paid from the portion of distributable profit arising from 2007.

Dividends shall be paid to shareholders who were entered in the shareholder register as shareholders with the right to dividends two days following the adoption of this resolution at the company's General Meeting, and within 60 days following the adoption of this resolution at the company's General Meeting.

4.2. The General Meeting shall grant discharge to the Management Board for the 2007 financial year.

4.3. The General Meeting shall grant discharge to the Supervisory Board for the 2007 financial year.

Explanation:

The audited annual report for 2007 has been discussed and confirmed by the company's Supervisory Board.

Dividends shall be paid in accordance with results achieved, the company's development plans and its dividend policy.

Pursuant to Article 284 of the ZGD-1, members of a supervisory board may receive payment or participation in profits, as determined by the articles of association or the general meeting, for their work. Payment must be commensurate with the tasks carried out by the members of the supervisory board and the financial position of the company.

According to the provisions of Articles 33 and 45 of Telekom Slovenije d.d.'s Articles of Association, members of the Supervisory Board, at the recommendation of the Management Board, are entitled to participation in profits if the company's return on equity exceeds 5%. The total amount of bonuses for the Management Board and Supervisory Board may not exceed 2% of the amount intended for the payment of dividends.

Based on the decision of the Government of the Republic of Slovenia regarding the remuneration of members of the supervisory boards and management boards of public companies and companies owned by the Republic of Slovenia and regarding the incompatibility of performing the function of public official with the supervisory function on the supervisory boards and management boards of companies dated 15 February 2007, members of a supervisory board may participate in a company's profits if that profit is intended for payment to partners (shareholders) in an amount which may not exceed 3% of the profit that will be paid to
partners (shareholders), less the total amount of session fees from the previous year, and which is divided between members of a supervisory board in equal amounts, not to exceed EUR 15,000 for an individual member.

Based on the provisions of Articles 293 and 294 of the ZGD-1, the general meeting shall make decisions regarding the use of distributable profit and the discharge of a company’s management board and supervisory board. In accordance with the recommendations of the Corporate Governance Code, voting regarding the granting of discharge for the management board and supervisory board shall be carried out separately.

Ljubljana, 22 April 2008

President of the Management Board:  
Bojan Dremelj, MSc

President of the Supervisory Board:  
Damijan Koletnik

Enclosure:  
2007 annual report
Material for point 5 of the agenda:

PROPOSAL FOR THE APPOINTMENT OF AN AUDITOR FOR THE AUDITING OF TELEKOM SLOVENIJE D. D.'S FINANCIAL STATEMENTS FOR THE 2008 FINANCIAL YEAR

The Management Board and Supervisory Board propose that Telekom Slovenije d.d.'s General Meeting adopt the following

Resolution:

The General Meeting shall appoint Ernst&Young, d.o.o., Dunajska 111, Ljubljana to audit Telekom Slovenije, d.d.'s financial statements for the 2008 financial year.

Explanation:

Ernst&Young, d.o.o. has been the company's auditor for the past three years. Given the company's appropriate experience regarding auditing in the telecommunications sector and the recommendation to change auditors every five years, the current auditor is recommended.

Ljubljana, 22 April 2008

President of the Supervisory Board:
Damijan Koletnik