Material for item 2 of the agenda:

APPOINTMENT OF THE GENERAL ASSEMBLY'S BODIES

Telekom Slovenije d.d. Management Board and Supervisory Board propose that the General Assembly adopt the following resolution:

Stojan Zdolšek shall be appointed the chair of the General Assembly, and representative of Ixtlan Forum d.o.o. as the teller.

The General Assembly acknowledges the presence of notary Bojan Podgoršek at this sitting of the assembly.

Ljubljana, 3 February 2011

Management Board President
Ivica Kranjčević

Chair of the Supervisory Board
Tomaž Berginc
Material for point 3 of the agenda:

**AUTHORIZATION TO THE MANAGEMENT BOARD TO ACQUIRE THE COMPANY’S SHARES**

Based on the request of shareholders holding a total of 5.82% shares of the company’s capital stock, the Telekom Slovenije, d. d. Management Board and Supervisory Board propose that the General Assembly adopts the following:

resolution:

a.) The Management Board is granted the authorization to acquire the company’s shares, however the total share of acquired company’s shares and own shares the company already holds should not exceed 10% of the company’s capital stock or 653,547 of the company’s shares.

b.) The authorization for acquiring own shares is valid 36 months from the day this resolution is adopted.

c.) The company can acquire own shares through deals on the stock market at the market price. When acquiring the shares on the stock market, the purchase price should not be lower than the average six-month closing value of the share, with the six-month period closing on the last day of the month before the month in which the shares are ordered; and it should not exceed the book value of the share calculated based on the latest published business results of Telekom Slovenije, d.d.

Explanation:

The shareholders who requested that the Telekom Slovenije, d. d. General Assembly be held gave an explanation that can be found in the annex.

Annex:
Request to Call a General Assembly sent on 26 January 2011 and received on 27 January 2011

Ljubljana, 3 February 2011

Management Board President  
Ivica Kranjčević

Chair of the Supervisory Board  
Tomaž Berginc