

ZAGREBAČKA BURZA d.d.
Ivana Lučića 2a
10000 ZAGREB, Croatia

OPTE-R-A
ISIN: HROPTERA0001

Zagreb, November 3rd 2014

Notification on the Company's General Meeting

The General Meeting of OT-OPTIMA TELEKOM d.d. Zagreb took place on November 3rd 2014, starting at 12:00 hrs in Zagreb, at „Aristos“ Hotel conference hall.

The agenda for the General Meeting:

1. Opening of the Shareholders' Meeting and establishing the present and represented shareholders and establishing the quorum;
2. Report of the Management Board concerning the reasons for exclusion of the preemptive rights upon subscription of the new shares;
3. Decision on the increase of the share capital by issuance of new regular shares with contributions in rights with the exclusion of preemptive rights of the existing shareholders;
4. Election of Supervisory Board member

62.331 % of the Company's share capital was represented in the General Meeting, i.e. 39.434.461 ordinary shares. Shareholders that have been registered as the Company's shareholders in the CDCC depository and that have registered their participation at least six days prior to the meeting had the right to participate.

General Meeting has adopted proposed decisions stated in the Convocation for the Company's General Meeting published in the Official Gazette no. 112 of September 24th 2014, specifically:

Ad. 3.

Pursuant to Article 29 of the Statute of the Company and provisions of Articles 304, 305 and 308 of the Company Law and Article 46, Para 7 of the Law on Financial Operations and Pre-Bankruptcy Settlement, the Shareholders' Meeting has passed the following

DECISION

on the increase of the share capital by issuance of regular shares, contributions in the form of rights, with the exclusion of preemptive rights of the existing shareholders

Item 1

The share capital of the Company is increased from the amount of HRK 632.659.190,00 (to read: six hundred and thirty two million six hundred and fifty nine thousand and one hundred and ninety kunas) by the amount of up to HRK 2.910.110,00 (to read: two million nine hundred and ten thousand and one hundred and ten kunas) up to the maximal amount of HRK 635.569.300,00 (to read: six hundred and thirty five million five hundred and sixty nine thousand and three hundred kunas).

Item 2

The increase of the share capital shall be made by contribution in rights that is to say by conversion of the claims of a part of creditors of the pre-bankruptcy settlement into the share capital of the Company, in accordance with the pre-bankruptcy settlement executed at the Commercial Court of Zagreb, reg. no. Stpn 354/13 dated 30 April 2014 ("Settlement").

The increase of the share capital shall be carried by issuance of up to 291.011 registered regular shares, with nominal value of HRK 10,00. The shares shall be issued at their nominal value by contribution of claims in the equivalent nominal value. Pursuant to Article 46, Para 7 of the Law on Financial Operations and Pre-Bankruptcy Settlement, it is not necessary to perform the assessment of the value of the claims which are being contributed into the share capital of the Company for the purpose of the financial restructuring within the procedure of pre-bankruptcy settlement.

Item 3

Upon subscription of the new shares issued based on this decision, the preemptive right of the shareholders' of the Company shall be excluded, pursuant to Article 308, Para 4 of the Company Law.

Item 4

The right to subscribe the shares pertains to the creditors of the pre-bankruptcy settlement of Item 2 hereof, as indicated in the following table, with the number of shares that each creditor may subscribe and the amount of claim that the creditors contribute to the share capital of the Company:

OIB	Amount of the right (claim) contributed into the	Company name/Name and surname of the investor	Address of the investor	Nominal amount of shares acquired by the investor by contribution of rights (in HRK)	Number of shares to be acquired by the investor by contribution in rights

	share capital (in HRK)				
61817894937	490,00	The City of Zagreb	Trg Stjepana Radića 1, Zagreb, Croatia	490,00	49
14036333877	730,00	Hypo Alpe-Adria-Bank d.d.	Slavonska avenija 6, Zagreb, Croatia	730,00	73
99644455223	213.750,00	Konikom d.o.o. in bankruptcy	Ulica Jablanova 43, Osijek, Croatia	213.750,00	21.375
18683136487	2.695.140,00	Ministry of finance, Tax Administration, Office for large taxpayers	Katančićeva 5, Zagreb, Croatia	2.695.140,00	269.514

The shares shall be subscribed by a written statement (subscription note); the Creditors listed in the table above shall be required to execute with the Company the contract on contribution of rights (claims) in the share capital of the Company. The subscription of shares would be carried out from 10 November to 21 November 2014. In the event the creditors do not enter the contract on contribution of rights with the Company, it shall be deemed that they waived the right to subscribe the shares.

The subscription of shares shall be deemed successful regardless of the number of subscribed shares, provided that at least of the persons of the table above subscribes the shares of the Company and executes the contract on contribution in rights.

Item 5

The invitation for subscription of the shares shall be made pursuant to Article 351, Para 1, Items 2 and 12 of the Capital Markets Act, without previous publication of the prospectus, given that the offer for subscription of the shares would be sent to the less than 150 natural and legal persons which do not fall into the category of qualified investors i.e. to the investors who are participating in the pre-bankruptcy settlement procedure in accordance with the plan of financial and operational restructuring plan of the issuer, which plan / proposal of the pre-bankruptcy settlement defines the number, characteristics and other essential elements of the securities in hand.

Item 6

The shares are registered, issued in non-materialized form and registered in the computer system of Central Depository and Clearing Company Inc (Središnje klirinško deponitarno društvo d.d.; hereinafter referred to as: SKDD). The investors shall acquire all the rights

determined by the law and the Statute of the Company as of the day of registration of the increase of the share capital into the court register of the Commercial Court in charge.

Item 7

The Management Board is empowered to carry out any and all actions required for the registration of the increase of the share capital into the depository of SKDD. The registration of the increase of the share capital shall be made in accordance with the Regulations of SKDD immediately following the registration in the court register of the Commercial Court in charge.

Item 8

The listing of the shares on Zagreb Stock Exchange shall be made within the legal deadline of 12 months as of the day of issuance of the shares in accordance with the applicable laws.

The Management Board is empowered to list the newly issued regular shares of the Company to the Zagreb Stock Exchange in accordance with the applicable laws.

Item 9

By the registration of the increase of the share capital in the court register, it shall be deemed that the increase of the share capital has been successfully performed. The share capital shall be increased on the day of registration in the court register of the Commercial Court in Zagreb.

Item 10

The final amount of the share capital increase shall depend of the number of shares which would be subscribed and for which the contribution in rights shall be made. The Management Board shall, with the consent of the Supervisory Board, determine the exact amount of the rights (claims) contributed into the share capital of the Company and the exact number of shares which are being issued.

The Supervisory Board is empowered, after giving the consent to the Management Board to the determinations of the previous paragraph, to pass the decision on the amendments of the Statute for adjustment of the wording of the Company's Statute in the provision of Article 7 concerning the amount of the share capital, sort and amount of contributions which have been contributed into the share capital and on the number of shares in the integral text of the Statute, with changes occurred as a result of the increase of the share capital by contributions of rights and issuance of the new shares.

Ad 4. Ms. Maša Serdinšek, OIB: 60688124079, BSc Economics, with residence in Zagreb, Vrbanjeva 20, is hereby elected for the member of the Company's Supervisory Board, for the mandate of four years, as of the day of passing of the election decision.

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To be delivered to:

Croatian Financial Services Supervisory Agency

HINA