



Makedonski Telekom AD - Skopje

Pursuant to the Law on Trade Companies, the Statute of Makedonski Telekom AD - Skopje (Company), Resolution 64/2013 of the Board of Directors of the Company on the approval of the conclusion of an Accession Agreement of T-Mobile Macedonia to Makedonski Telekom dated 31.10.2013 and Resolution 20/2015 of the Board of Directors of the Company on the approval of the conclusion of an Annex to the Accession Agreement of T-Mobile Macedonia to Makedonski Telekom dated 20.04.2015, the Shareholders' Assembly of the Company, at its meeting held on 17.06.2015 adopted the following:

Proposed Resolution on acceptance and confirmation of the Accession Agreement of T-Mobile Macedonia to Makedonski Telekom and the Annex thereof

Article 1

The Shareholders' Assembly hereby accepts and confirms the Accession Agreement of T-Mobile Macedonia AD Skopje to Makedonski Telekom AD – Skopje, approved and concluded by the Boards of Directors of both Companies on 31.10.2013, as amended with the Annex thereof approved and concluded by the Boards of Directors of both Companies on 20.04.2015.

The Accession Agreement of T-Mobile Macedonia AD Skopje to Makedonski Telekom AD – Skopje, compiled in the form of Notary Act ODU No. 1502/2013 dated 31.10.2013 compiled by the Notary Public Aneta Petrovska Aleksova from Skopje, ("Agreement), the Annex to the Agreement compiled in the form of a Notary Act ODU No. 590/2015 dated 20.04.2015, compiled by the Notary Public Aneta Petrovska Aleksova ("Annex"), and the enclosures that constitute its integral part, were available for insight to the shareholders of the Company within the legally defined deadline.

With the confirmation of the Accession Agreement of T-Mobile Macedonia AD Skopje to Makedonski Telekom AD – Skopje, as modified with the Annex thereof, the Shareholders' Assembly of the Company approves the accession of T-Mobile Macedonia AD Skopje, as accessing company to Makedonski Telekom AD - Skopje, as acquiring company, in accordance with the terms and conditions defined in the Agreement and the Annex to the Agreement.

Article 2

Following the entry of the status change in the Central Register, T-Mobile Macedonia AD Skopje shall cease to exist as a legal entity without liquidation, and the entire assets and liabilities shall be transferred to Makedonski Telekom AD – Skopje.

Article 3

The President of the Board of Directors of the Company is hereby authorized to undertake all necessary actions for the implementation of this Resolution and to sign all the relevant documents for entry of the status change - accession in the Central Register of the Republic of Macedonia.

Article 4

This Resolution shall enter into force on the day of its adoption with 2/3 of the voting shares in the Shareholders' Assembly of MKT.

**Shareholders' Assembly
Chairperson**