

# Reporting Framework according to the Corporate Governance Code for Companies listed on the Macedonian Stock Exchange

The reporting frame comprises two questionnaires for companies:

**(1) The Comply-or-Explain Questionnaire:**

Comply or Explain Question	Yes	Partial	No	Explanation
...	...	...	...	...



Companies have to reply Yes/No/Partial Compliance with a provision of the Code. In the event of partial compliance or non-compliance, the company should explain why this is the case.

"Not-applicable" reply is available for several provisions of the Code (e.g., for cases where the circumstances described in the provisions have not happened).

**(2) The Governance Information Questionnaire**

Governance Information Question	Data
...	...

## Comply-or-Explain Questionnaire (CEQ)

Section	Sub-section	Provision No.	Provision (detailed)	Comply or Explain Questionnaire	Yes	No	Partially	Explanation
<b>1: SHAREHOLDERS' RIGHTS AND RELATIONS</b>								
1: SHAREHOLDER RIGHTS AND RELATIONS+F12 K12C12:G12C12:G12	Shareholders' rights	1,1	The web-site of the company has a separate section where there is an available information describing the rights attached to each type and class of shares and where the Company's Statute and other internal acts regulating the rights of shareholders are published.	The web-site of the company has a separate section where there is an available information describing the rights attached to each type and class of shares and where the Company's Statute and other internal acts regulating the rights of shareholders are published.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' rights	1,2	If the company has issued shares which do not carry the right to vote or shares whose voting rights are limited, it shall promptly publish on its website all relevant information about the content of all rights arising from such shares.	The Company publishes on its website all relevant information about the content of all rights provided by such shares, stipulated in clause 1.2	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' rights	1,3	The company shall, by its Statute or other internal acts, prescribe the procedure and the manner of exercising the right to examine the acts and other documents of the company which every shareholder has the right to examine in accordance with the law. In the event that the company restricts the right to examine the acts and documents in order to preserve the confidentiality of its operations or business interests, an explanation thereof will be provided to the shareholder who requested the inspection.	The Statute and/or other internal acts prescribe the procedure and the manner of exercising the right to examine the company's documents by each shareholder.		✓		The statute does not have an explicit provision in which this right is stipulated, however the Company's shareholders have the right to insight of the acts and other documents of the Company in accordance with Article 320 of the Law on trade companies.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' rights	1,3	idem	The reason due to which the company limited the access to the requested documents was explained to the shareholder who requested the inspection.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,4	The Company shall publish on its website the necessary information regarding the date, venue and agenda of the Shareholders' Assembly, as well as all other materials related to the meeting of the Shareholders' Assembly, in accordance with the law and the Listing Rules.	The Company has published on its website all the necessary information regarding the date, venue and agenda of the Shareholders' Assembly as well as all other materials related to the meeting of the Shareholders' Assembly.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,5	Every resolution that should be adopted by the shareholders shall be accompanied by an explanation of the reasons due to which the company proposed the resolution.	All resolutions adopted by the shareholders include an explanation of the reasons due to which the company proposed the resolution.			✓	The required information is contained in the Resolutions and/or accompanying documentation, if any.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,6	The company shall hold the Shareholders' Assembly at a time and place that allow to minimize the costs and difficulties to which its shareholders would be exposed in order to attend the meeting.	The company held the Shareholders' assembly at a time and place that allowed to minimize the costs and difficulties to which its shareholders would be exposed in order to attend the meeting.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,7	The company shall disclose whether the shareholders are able to participate and vote at the Shareholders' Assembly by electronic means or by correspondence, rather than in person, and provide the details regarding the manner of such participation and voting.	The company disclosed whether the shareholders had the opportunity to vote by means of communication technology or by correspondence, or to participate in the meeting by electronic means and not in person, and provided the details regarding the manner of such participation and voting.		✓		MKT does not provide voting at the Shareholder's Assembly of the Company by electronic means and such information is not disclosed publicly, since the Company doesn't have adequate electronic platform through which the appropriate identification of the shareholders can be made in accordance with with the Law on trade companies, and following of the voting process.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,8	The company shall provide shareholders with the option to vote by proxy. The company shall publish the procedure for voting by proxy on its website, including the form for power of attorney and information on the issued power of attorney, both in written and electronic format, the address to which the powers of attorney should be sent and the deadline for submission of the powers of attorney and the information on the issued powers of attorney. The Company shall not impose any requirements and conditions for issuing power of attorney and voting by proxy, except the ones stipulated by law.	The Company provided the shareholders with the option to vote by proxy.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,8	idem	The Company published the procedure for voting by proxy on its website with all the elements stipulated in clause 1.8	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,8	idem	The company has not imposed any requirements and conditions for issuing power of attorney and voting by proxy except the ones stipulated by law.	✓			

1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,9	The company shall, in its internal acts, regulate the manner of proposing agenda items, asking questions and proposing resolutions by the shareholders, in accordance with the legal provisions. The company shall publish these acts on its website.	The internal acts regulate the manner of proposing agenda items, asking questions by the shareholders in accordance with the legal provisions.			✓	The manner of proposing agenda items and asking questions by the shareholders is published on the company's website and in the published Public Notice on convening a meeting of the Shareholders' Assembly of the Company, in accordance with the legal provisions, but is not specifically regulated in the Company's internal acts.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,9	idem	These acts are published on the Company's website.		✓		The company does not have an internal act that regulates this issue, it is explained in the Public Notice on convening a meeting of the Shareholders' Assembly of the Company published on the website of the company.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1. 10	The company shall allow the shareholders to ask questions on each agenda item before the meeting of the Shareholders' Assembly, and if possible, these questions should be answered at the meeting of the Shareholders' Assembly.	The company allowed its shareholders to ask questions on each agenda item before the meeting of Shareholders' Assembly.		✓		Each shareholder has the right to ask questions upon each of the agenda items at the meeting of the Shareholders' Assembly of the Company, but not before the meeting. The questions raised by the shareholders are answered at the meeting of the Shareholders' Assembly.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1. 10	idem	Shareholders' questions are answered at the meeting of the Shareholders' Assembly.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,11	During the meeting of the Shareholders' Assembly, the company shall provide adequate time for questions by the shareholders. The company shall ensure the presence of the members of the Board of Directors, including the President of the Board of Directors and the Chief Executive Officer, as well as the certified external auditor to answer the questions raised by the shareholders.	The company has provided sufficient time to the shareholders to ask questions.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS +C28:G28	Depending on the Agenda items +C28:G28 the presence of the President of the Board of Directors or the Chief Executive Officer or an external authorised auditor is ensured.	1,11	idem	The President of the Board of Directors and the Chief Executive Officer, as well as an external certified auditor, attend the meeting of Shareholders' Assembly to answer the questions.			✓	Depending on the Agenda Items and the proposed Resolutions for adoption by the Shareholders' Assembly, the presence of the President of the Board of Directors or the Chief Executive Officer or an external certified auditor is ensured as necessary.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,12	The resolutions adopted and the answers to questions raised during or before the meeting of the Shareholders' Assembly shall be published on the Company's website and shall remain available for at least five years.	The resolution adopted at the meeting of the Shareholders' Assembly and the answers to the questions are published on the Company's website.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,12	idem	The company has available information on the meetings of the Shareholders' Assembly held in the last at least 5 years.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Communication with Shareholders	1,13	The Company shall use means of communication such as websites, e-mail, teleconference and videoconference as methods to facilitate communication with its shareholders.	The company uses communication technologies as means of communication with its shareholders.			✓	The company uses a website, e-mail and telephone line to communicate information to shareholders, but not videoconference and/or teleconference.
1: SHAREHOLDER RIGHTS AND RELATIONS	Communication with Shareholders	1,14	In addition to the Shareholders' Assembly, the company shall organize additional events to inform existing and potential investors about its operation, especially when there is a need for additional explanation of the company's results published in the company's semi-annual and annual reports.	The company organised additional events to inform potential investors about its operation.		✓		The Company does not organize such additional events, however, in the Explanations about the operation, which are published together with the Company's results, the operational results are explained in detail.
1: SHAREHOLDER RIGHTS AND RELATIONS	Communication with Shareholders	1,15	The company shall appoint a person responsible for ensuring timely and adequate answers to questions or providing information to shareholders and investors and ensure that there is an appropriate procedure for escalating these questions to the Board of Directors, where appropriate. The person's name, e-mail address and telephone number shall be published on the Company's website.	The company appointed a person responsible for ensuring a timely and adequate answer to questions or providing information to shareholders and investors.	✓			
1: SHAREHOLDER RIGHTS AND RELATIONS	Communication with Shareholders	1,15	idem	The company envisages a procedure for escalating questions from shareholders to the Board of Directors.			✓	The company has not prescribed a formal procedure for addressing questions from shareholders to the Board of Directors. However all shareholders and potential investors can address questions through the communication channels of the Company for this purpose (IR@telekom.mk and mobile number +38970200919 of the person responsible for the Investor relations) on which questions shareholders shall receive an adequate answers. Also, the shareholders ask questions on the Shareholders' Assembly which questions are answered on the same meeting.

1: SHAREHOLDER RIGHTS AND RELATIONS	Communication with Shareholders	1,15	idem	The person's name, e-mail address and telephone number are published on the Company's website.	✓			
<b>2: BOARD OF DIRECTORS</b>								
2: BOARD OF DIRECTORS	Tasks of the Board of Directors	2,1	The Company's internal acts shall clearly define the authorisations and responsibilities of the executive and non-executive members of the Board of Directors, in accordance with the law, as well as the management structure, systems and processes based on which the BoD members cooperate. The internal acts shall be made available on the company's website.	The company in its internal acts has clearly defined the authorisations and responsibilities of the executive and non-executive members of the Board of Directors and the management processes based on which the BoD members cooperate.			✓	The Statute (Part VI - Company bodies) which is published on the Company's website, stipulates the responsibilities and authorizations of the Board of Directors. There is also an internal act - Rules of procedure of the Board of Directors which more details stipulates the operations of the Board of Directors as well as the manner in which the decisions are adopted, but it is not published on the Company's website.
2: BOARD OF DIRECTORS	Tasks of the Board of Directors	2,1	idem	The internal acts are available for free on the company's website.			✓	The Statute of the Company is published on the Company's website (free of charge), while the Rules of procedure of the Board of Directors due to its classification nature as a confidential document is not published and it is not publicly available.
2: BOARD OF DIRECTORS	Tasks of the Board of Directors	2,2	The statute and internal acts of the Company shall specify which resolutions of the executive members of the Board of Directors will require prior approval by the Board of Directors and for which resolutions shall the executive members consult with the Board of Directors. Major resolutions concerning the company's strategy or expenditures, and resolutions that may increase the company's risk exposure or significantly affect its shareholders or stakeholders, shall require prior approval by the Board of Directors.	The statute and internal acts of the company specify which resolutions of the executive members of the Board of Directors require prior approval by the Board of Directors and which resolutions require consultation.	✓			
2: BOARD OF DIRECTORS	Tasks of the Board of Directors	2,2	idem	Prior approval by the Board of Directors is required for resolutions of major importance concerning the company's strategy or expenditures and resolutions that increase the company's risk exposure or significantly affect the company's shareholders or stakeholders.	✓			
2: BOARD OF DIRECTORS	Tasks of the Board of Directors	2,3	Executive members of the Board of Directors shall not be present during the discussion of the Board of Directors about their performance and remuneration.				✓	The executive member of the BoD is present, but does not participate in the discussion and voting upon the resolution.
2: BOARD OF DIRECTORS	Tasks of the Board of Directors	2,3	idem	The Board of Directors holds discussions about the remuneration and performance of the executive members of the Board of Directors, without their presence at the meeting.			✓	The executive member of the BoD is present, but does not participate in the discussion and voting upon the resolution.
2: BOARD OF DIRECTORS	Operation of the Board of Directors	2,4	The Board of Directors shall adopt rules of procedure that regulate at least the following: a. the manner of convening meetings of the Board of Directors and submitting materials to its members; b. the manner of voting and adopting resolutions; c. the timetable of meetings of the Board of Directors; d. the role and authorisations of the President of the Board of Directors, committees of the Board of Directors and the Corporate Secretary; e. detailed criteria for identifying and resolving conflict of interest between members of the Board of Directors and the Company.	The Board of Directors adopted rules of operation (rules of procedure) that regulate the elements specified in provision 2.4.			✓	
2: BOARD OF DIRECTORS	Operation of the Board of Directors	2,5	The Board of Directors shall hold meetings at least four times a year in accordance with the law. The Annual Report shall specify how many meetings were held and how many meetings were attended by each member of the Board of Directors.	The Board of Directors held at least four meetings during the reporting year.	✓			
2: BOARD OF DIRECTORS	Operation of the Board of Directors	2,5	idem	The Annual Report specified how many meetings were held in the reporting year and how many meetings were attended by each member of the Board of Directors.	✓			
2: BOARD OF DIRECTORS	Operation of the Board of Directors	2,6	In order to ensure that the members of the Board of Directors can dedicate sufficient time to their duties, the number of days that each member of the Board of Directors is expected to be available shall be specified before they are appointed. Information on the positions in management bodies of other companies shall be disclosed when the candidate for member of the Board of Directors is proposed for appointment by the Shareholders' Assembly.	The number of days that each member of the Board of Directors is expected to be available was specified before they were appointed.			✓	Such information is not provided before the appointment of a member of the Board of Directors, but all BoD meetings which are to be held are announced on-time so that the BoD members have enough time to adjust their time for the scheduled meeting and dedicate enough time for the sent materials and topics to be discussed.
2: BOARD OF DIRECTORS	Operation of the Board of Directors	2,6	idem	Information on the positions in other boards was disclosed when the board member was proposed for appointment by the Shareholders' Assembly.			✓	Before the appointment, the candidate for member of the Board of Directors submits to the company a completed and signed Notification on the performance of duties, activities and functions in another company, but this notification is not published.
2: BOARD OF DIRECTORS	President of the Board of Directors	2,7	The Board of Directors shall appoint its president by a simple majority of votes. The president shall be appointed based on their knowledge, experience, skills and competence for organization, management and conflict resolution.	The Board of Directors appointed its president by a simple majority of votes.			✓	The Board of Directors appoints the President of the Board of Directors with a majority of votes from the total number of members of the Board of Directors.
2: BOARD OF DIRECTORS	President of the Board of Directors	2,8	The President of the Board of Directors cannot be a person who was a member of the Board of Directors of the Company for at least two years before their appointment. If the President of the Board of Directors is not an independent member, one of the independent members of the Board of Directors shall be appointed as a vice president.	The President of the Board of Directors was not a member of the Board of Directors of the Company for at least two years before their appointment.	✓			

2: BOARD OF DIRECTORS	President of the Board of Directors	2,8	idem	If the President of the Board of Directors is not an independent member, one of the independent members of the Board of Directors is appointed as a vice president.		✓		The President and the Vice-President are non-executive members
2: BOARD OF DIRECTORS	President of the Board of Directors	2,9	The duties and responsibilities of the President of the Board of Directors shall be defined in the rules of procedure of the Board of Directors, which define that he/she, shall at least: a. oversee the work of the Board of Directors and its committees; b. determine the agenda for the meetings of the Board of Directors, convene and chair the meetings; c. ensure that the members of the Board of Directors receive complete and timely information so that they have sufficient time to prepare and adopt adequate resolutions; d. ensure that the members of the Board of Directors have sufficient time for discussion at the meetings before adopting resolutions; e. ensure that the minutes of the meetings of the Board of Directors are properly taken; f. initiate the procedure for evaluation of the work of the Board of Directors; and g. perform other duties as stipulated in the law.	Duties and responsibilities of the President of the Board of Directors are defined in the rules of procedure, which at least include the elements stipulated in provision 2.9.		✓		
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2. 10	The Board of Directors shall be composed of an adequate number of members to ensure that both the Board of Directors and its committees have sufficient resources to carry out their assigned functions effectively.	The Board of Directors is composed of adequate number of members to ensure that both the Board of Directors and its committees have sufficient resources to carry out their assigned functions effectively.		✓		
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2,11	The Board of Directors, or the Selection and Appointment Committee, if a committee has been established, shall at least once a year review the composition of the Board of Directors and its committees in terms of the knowledge, qualifications, skills and experience that the members individually and collectively possess for the successful exercise of their functions. (the so-called "board profile"). The board profile shall be published on the Company's website.	The Board of Directors or the Selection and Appointment Committee reviewed the composition of the Board of Directors and its committees in the reporting year.			✓	The Company has not formed such Committee and the BoD does not deliver such a report on an annual level. In accordance with the LTC, the work of the BoD members is approved by the Shareholders Assembly for the previous year.
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2,11	idem	The Board of Directors or the Selection and Appointment Committee developed a board profile that specifies the knowledge, qualifications, skills and experience that the members individually and collectively possess for the successful exercise of their functions.			✓	The candidates for the BoD members are proposed by one of the two major shareholders of the Company, and the Curriculum vitae (in which the knowledge, qualifications, skills and experience are summarized) for each candidate is provided before its selection by the Shareholders' Assembly.
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2,11	idem	The board profile is published on the Company's website.				✓ Curriculum vitae (in which the knowledge, qualifications, skills and experience are summarized) for each candidate is provided before its selection by the Shareholders' Assembly and this is published on the Company's web site and on the SEI-NET platform as part of the Shareholders' assembly materials which are available on the Company's web site.
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2,12	An independent member of the Board of Directors shall be deemed to be a person who meets the criteria stipulated in the law, and in addition: a. has been a member of the Board of Directors for less than 12 years; b. is not a member of the immediate family of a person who in the last five years has been an executive member of the Board of Directors of the Company; c. is not affiliated with a company that provides consultancy services to the Company or its affiliated companies; d. is not a significant customer or a supplier of the Company or its affiliated company and is not a person affiliated with a significant customer or supplier of the Company or its affiliated companies; e. is not a member of the management body of a non-profit organisation that has received significant funding from the Company or its affiliated companies; f. in the last five years, has not been a partner or employee of an audit company that conducted an audit of the Company or its affiliated companies.	All independent members meet the criteria stipulated by law as well as the additional criteria stipulated in provision 2.12		✓		
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2,13	The Company shall take actions to ensure that at least 30% of the members of the Board of Directors are women by 2025. The annual report shall include summary of the actions taken to meet this target.	The annual report includes summary of the actions taken by the Company to ensure that at least 30% of the members of the Board of Directors will be women by 2025.				✓ So far, the Company has not implemented such part in the Annual report. However, the company puts an effort that there are women participating in the Board of Directors and currently, 21% of the members of the Board of Directors of the Company are women. Also the Company has adopted a Code of Human rights & social principles as part of the Deutsche Telekom Group <a href="https://www.telekom.mk/code-of-human-rights-and-social-principles.aspx">https://www.telekom.mk/code-of-human-rights-and-social-principles.aspx</a> according to which the Company promotes equal possibilities and diversity to all employees regardless of their gender, age, culture, religion, capabilities and sexual orientation. Additionally Deutsche Telekom makes an annual review in order to confirm the compliance with the Code by its National Companies within DT Group and publishes the results in the separate Report for respecting the human rights and social principles and in the HR Fact book.

2: BOARD OF DIRECTORS	Procedure for appointment of members of the Board of Directors	2,14	When appointing potential members of the Board of Directors, consideration shall be given to the following criteria in addition to those specified in the law: a. possessing personal integrity and ethics; b. possessing professional experience and knowledge relevant to the activity of the Company and its function; and c. capability and availability for active and construction participation in the discussions and in the decision making process of the Board of Directors.	When identifying potential members of the Board of Directors, consideration was given to the criteria specified in provision 2.14, as well as to the additional criteria specified in the law.		✓		The members of the Board of Directors are appointed by the Shareholders' Assembly of the Company upon the proposal of one of the two major shareholders and the candidates are providing CV in which their skills and experience are summarized.
2: BOARD OF DIRECTORS	Procedure for appointment of members of the Board of Directors	2,15	The Selection and Appointment Committee, or the Board of Directors if no committee has been established, shall confirm that the candidate meets the requirements stipulated in the law, the internal acts of the Company and this Code, as well as if the candidate fits the board profile.	The Selection and Appointment Committee, or the Board of Directors, confirmed that all candidates meet the requirements and verified the compliance of the candidate with the criteria stipulated in the law, the internal acts of the Company and the board profile.		✓		The company has not formed the Selection and Appointment Committee while the members of the Board of Directors are appointed by the Shareholders' Assembly of the Company upon the proposal of one of the two major shareholders and the candidates fulfill the criteria in accordance with the Law on trade companies.
2: BOARD OF DIRECTORS	Procedure for appointment of members of the Board of Directors	2,16	In order to enable the Shareholders' Assembly to make the right choice, the shareholders will be provided with the following relevant information on the candidates proposed as members of the Board of Directors, in addition to the information stipulated in the law: a. if there is a conflict of interest between the candidate and the Company; b. if the candidate is already a member of Board of Directors, a summary of the most recent evaluation of their performance; c. for candidates proposed by the Board of Directors rather than by the shareholders, a report shall be submitted by the Selection and Appointment Committee or the Board of Directors, or if no committee has been established, on the analysis and verification of the candidate's compliance with the criteria, internal acts and board profile and an assessment as to whether the candidate is considered as independent; d. if the candidate is proposed as executive or non-executive member of the Board of Directors.	The shareholders were provided with information on the candidates proposed as members of the Board of Directors stipulated in provision 2.16, in addition to the information stipulated in the law.			✓	The members of the Board of Directors are appointed by the Shareholders' Assembly of the Company upon the proposal of one of the two major shareholders. The CV of the candidate who shall be appointed as a member of the Board of Directors and whether the candidate is proposed as an executive or non-executive/independent member of the Board of Directors are published and are publicly available to all shareholders.
2: BOARD OF DIRECTORS	Procedure for appointment of members of the Board of Directors	2,17	In order to ensure continuity and quality in the functioning of the Board of Directors, the Selection and Appointment Committee or the Board of Directors (if no committee has been established) shall prepare a succession plan for the Board of Directors, which will be included in the Annual Report.	The Selection and Appointment Committee or the Board of Directors prepared a succession plan for the Board of Directors.		✓		The company does not implement such a procedure since the members of the Board of Directors are appointed by the Shareholders' Assembly of the Company upon the proposal of one of the two major shareholders.
2: BOARD OF DIRECTORS	Procedure for appointment of members of the Board of Directors	2,17	idem	The succession plan for the Board of Directors was included in the Annual Report.		✓		The company does not include a succession plan in its Annual report since the members of the Board of Directors are appointed by the Shareholders' Assembly of the Company upon the proposal of one of the two major shareholders.
2: BOARD OF DIRECTORS	BoD committees	2,18	The Board of Directors shall establish an Audit Committee with responsibilities for oversight of the company's risk management and internal control, financial reporting and the work of the external auditor.	The Board of Directors established an Audit Committee.	✓			
2: BOARD OF DIRECTORS	BoD committees	2,19	If less than half of the members of the Board of Directors are independent, the Board of Directors shall establish a Selection and Appointment Committee to oversee the selection and appointment of members of the Board of Directors and a Remuneration Committee to oversee the remuneration of the executive members of the Board of Directors. The functions of these two committees can be combined. If more than half of the members of the Board of Directors are independent, the Board of Directors can carry out these functions independently.	The Board of Directors established a Selection and Appointment Committee and a Remuneration Committee or a committee that combines both functions.			✓	About 30% of the members of the Board of Directors of the Company are independent. The Company has established only a Remuneration Committee. A Selection and Appointment Committee is not foreseen by the internal acts of the Company.
2: BOARD OF DIRECTORS	BoD committees	2,20	The Board of Directors shall adopt rules of procedure for each committee. The rules of procedure shall specify the tasks and functions of each committee, its composition and the manner in which it performs its tasks and functions. The rules of procedure shall be made available on the company's website.	The Board of Directors adopted rules of procedure for each committee which specify the tasks and functions of each committee, its composition and the manner in which it performs its tasks and functions.	✓			
2: BOARD OF DIRECTORS	BoD committees	2,20	idem	The rules of procedure are available on the company's website.		✓		The rules of procedure are not publicly available due to its classification nature as a confidential document.
2: BOARD OF DIRECTORS	BoD committees	2,21	Each committee shall have at least three members. The majority of members of each committee should be non-executive members of the Board of Directors and at least one-third of them should be independent members.	Each committee has at least three members.	✓			
2: BOARD OF DIRECTORS	BoD committees	2,21	idem	The majority of members of each committee are non-executive members and at least one-third of them are independent members.	✓			
2: BOARD OF DIRECTORS	BoD committees	2,22	External members shall only be appointed to a committee if the non-executive members of the Board of Directors do not possess the skills or experience required. All external members shall have relevant expertise, shall be independent of both the Company and the Board of Directors and shall not have any conflict of interest under the criteria applicable to members of the Board of Directors.	The external members have relevant expertise, are independent of the Company and the Board of Directors, and do not have any conflict of interest under the criteria applicable to members of the Board of Directors.	✓			
2: BOARD OF DIRECTORS	BoD committees	2,23	After each meeting of the committee, a written or oral report on the conclusions of the meeting shall be submitted to the Board of Directors, which shall be reviewed at the following meeting of the Board of Directors.	Written or oral report on the conclusions of the committee meetings was submitted at the following meeting of the Board of Directors, after each committee meeting.	✓			
2: BOARD OF DIRECTORS	BoD committees	2,24	The Board of Directors shall include information on the committees in the Company's Annual Report, including their composition and activities, the number of meetings held and how many were attended by each committee member, and the main items discussed.			✓		The company does not include such information in the Annual Report on the Operation. The Board of Directors is continuously informed regarding the activities of the Committees on the held BoD meetings.

2: BOARD OF DIRECTORS	Evaluation of the Board of Directors	2,25	At least once a year, the Board of Directors, the Selection and Appointment Committee or an external consultant specialized in corporate governance, shall evaluate the following: a. the operation, engagement, actions taken and results of the Board of Directors as a collective body, as well as of the committees of the Board of Directors; b. the composition of the Board of Directors and whether it has the necessary knowledge, experience, skills and diversity defined in the board profile; c. the effectiveness of the President of the Board of Directors and the contribution of each member to the work of the Board of Directors; d. the work atmosphere in the Board of Directors, including whether individual members of the Board of Directors are able to express their views and resolve their misunderstandings; e. the support provided to the Board of Directors, including the work of the Corporate Secretary and the quality and timeliness of the materials received; f. the quality of communication and cooperation between the members of the Board of Directors; and g. the existence of circumstances related to individual members of the Board of Directors that could lead to conflict of interest and jeopardize their independence.	The Board of Directors, the Selection and Appointment Committee or an external consultant specialized in corporate governance evaluated the elements stipulated in 2.25 for the reporting year.		✓		The company has not established such a Committee and the Board of Directors has not implemented such a procedure. The BoD members work is approved by the Shareholders Assembly for the previous year in accordance with the LTC.
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,26	All materials required for a meeting of the Board of Directors or a committee of the Board of Directors shall be submitted to all members of the Board of Directors, i.e. to all members of the committee, at least five days before the meeting, except in the event of urgent issues that need to be considered, when the materials can be submitted in a shorter period of time.	All materials required for a meeting of the Board of Directors of a committee of the Board of Directors were submitted to all members at least five days before the meeting.	✓			
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,27	The executive members of the Board of Directors shall submit report to the Board of Directors at least every quarter, in accordance with the law, on the company's operation, financial situation, its major financial and non-financial risks, the results of their activities regarding issues related to shareholders and other stakeholders, and any other matters stipulated in the internal acts. The Board of Directors shall define the format and frequency of these reports.	The executive members of the Board of Directors submit quarterly reports to the Board of Directors on matters specified in provision 2.27 and any other matter stipulated by the internal acts.	✓			
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,27	idem	The format and frequency of the reports of the executive members of the Board of Directors was defined by the Board of Directors.			✓	This is regulated in the Statute of the Company
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,28	The Company shall provide training to new non-executive members of the Board of Directors for their successful induction into their duties. The company shall organize continuous training and education for the members of the Board of Directors, including training on the issues defined in the board profile about which the Board of Directors should have adequate knowledge.	The Company provided induction training to the new executive members of the Board of Directors.			✓	After the appointment, all relevant documents on the operation of the Board of Directors are submitted by e-mail to the appointed member. If necessary, the Corporate Secretariat provides the necessary clarifications in accordance with the request of the BoD member.
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,28	idem	The Company organises continuous training and education for all members of the Board of Directors.			✓	Trainings are periodically held for the BoD members in the area of compliance.
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,29	The role of the Corporate Secretary shall be to: a. provide organizational and professional support to the Board of Directors, the President of the Board of Directors and the committees; b. advise the Board of Directors and the committees on their responsibilities and legal obligations; c. attend and keep minutes of the meetings of the Board of Directors and the committees; d. ensure the proper implementation of procedures stipulated in the rules of procedure; e. assist the Board of Directors and, if requested, the executive members of the Board of Directors, in order to improve the efficiency and quality of their work, also by organizing training for the members; f. organize meetings of the Shareholders' Assembly and ensure that there is a clear communication with shareholders about how they can exercise their rights; g. perform other administrative tasks related to the Company's corporate governance.	The role of the Corporate Secretary includes the elements stipulated in provision 2.29	✓			
2: BOARD OF DIRECTORS	Support to the Board of Directors	2, 30	The company shall allocate the necessary resources for training of the Corporate Secretary to ensure their knowledge is up to date.	The Company allocated the resources for training of the Corporate Secretary	✓			
2: BOARD OF DIRECTORS	Remuneration of the members of the Board of Directors	2,31	The monthly lump sum (lump sum per meeting) and the expenses of the non-executive members of the Board of Directors shall adequately reflect their time and effort in the fulfillment of their duties in the Company. Non-executive members of the Board of Directors who are also members of the BoD committees shall receive additional remuneration (lump sum) for their work on the committees, but such additional remuneration shall not exceed the amount of their monthly lump sum and the expenses for their participation in the Board of Directors.	The monthly lump sum (lump sum per meeting) and the expenses of the non-executive members of the Board of Directors adequately reflect their time and effort in the fulfillment of their duties.	✓			
2: BOARD OF DIRECTORS	Remuneration of the members of the Board of Directors	2,31	idem	Non-executive members of the Board of Directors who are also members of the BoD committees shall receive additional remuneration (lump sum) for their work on the committees, but such additional remuneration shall not exceed the amount of their monthly lump sum and the expenses for their participation in the Board of Directors.		✓		The monthly remuneration covers all the activities of the BoD members. No additional remunerations are provided for participation in committees.
2: BOARD OF DIRECTORS	Remuneration of the members of the Board of Directors	2,32	The amount of the monthly lump sum for the non-executive members of the Board of Directors and the additional remuneration of the committee members shall be defined by the Shareholders' Assembly. The Remuneration Committee or the Board of Directors, if there is no committee, shall submit a recommendation to the Shareholders' Assembly on the amount of the monthly lump sum and the additional remuneration.	The amount of the monthly lump sum for the members of the Board of Directors and the additional remuneration of the committee members were defined by the Shareholders' Assembly.	✓			
2: BOARD OF DIRECTORS	Remuneration of the members of the Board of Directors	2,32	idem	The Remuneration Committee or the Board of Directors submitted a recommendation to the Shareholders' Assembly.			✓	The proposal for the amount of monthly remuneration of the BoD members is provided by the major shareholder of the Company.
2: BOARD OF DIRECTORS	Remuneration of the members of the Board of Directors	2,33	The non-executive members of the Board of Directors shall not receive any remuneration that is directly linked to the company's performance.	The non-executive members of the Board of Directors did not receive any remuneration that is directly linked to the company's performance.	✓			

2: BOARD OF DIRECTORS	Remuneration of the members of the Board of Directors	2,34	In the Annual Report, the Company shall publish full and accurate data on the monthly lump sum paid to each individual non-executive member of the Board of Directors in the previous year.	In the Annual Report, the Company published full and accurate data on the monthly lump sum paid to each individual non-executive member of the Board of Directors in the previous year.	✓			
<b>3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS</b>								
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Tasks of the executive members	3,1	The responsibilities of the executive members of the Board of Directors shall be stipulated in the Company's internal acts. The executive members of the Board of Directors shall be accountable for their work to the Board of Directors. Such accountability to the Board of Directors shall not preclude or reduce the direct responsibility of the executive members of the Board of Directors to manage the company in a conscientious and professional manner.	The responsibilities of the executive members of the Board of Directors are stipulated in the internal acts of the Company.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Tasks of the executive members	3,1	idem	The executive members of the Board of Directors are accountable for their work to the Board of Directors.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Tasks of the executive members	3,2	Executive members of the Board of Directors shall promote a corporate culture that encourages ethical conduct, respect and a commitment to compliance among all employees. For this purpose, the Company shall adopt a Code of Ethics and establish a system for ensuring compliance and business ethics in the Company. The Code of Ethics shall be approved by the Board of Directors and published on the Company's website.	The Company adopted a Code of Ethics that was approved by the Board of Directors.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Tasks of the executive members	3,2	idem	The Company established a system for ensuring compliance and business ethics in the Company.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Tasks of the executive members	3,2	idem	The Code of Ethics is published on the Company's website.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,7	The Remuneration Committee, or the Board of Directors, if the committee has not been established, shall formulate a policy for remuneration of the executive members of the Board of Directors, pursuant to which the remuneration may consist of fixed and variable components. The policy shall define the methodology, principles, performance criteria for determining the method and amount of the remuneration for the executive members.	The Remuneration Committee or the Board of Directors formulated a policy for remuneration of the executive members of the Board of Directors which contains the elements stipulated in provision 3.7.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,8	The fixed component of the remuneration (salary) shall adequately reflect the expertise, experience and responsibilities of each executive member of the Board of Directors, as well as the size and financial standing of the Company.	The fixed component of the award (salary) adequately reflects the expertise, experience and responsibilities of each executive member of the Board of Directors, as well as the size and financial condition of the company.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,9	The award of the performance-related component of the remuneration (bonuses) shall be subject to the performance results of the executive members of the Board of Directors and the Company's performance and shall be based on predetermined criteria. In addition to the contribution to the financial results achieved by the company, the non-financial criteria that are relevant for the business results that the company would achieve in the long term should also be taken into account, including the implementation of the Company's strategies, compliance with and implementation of the internal acts and ethical standards of the Company and targets related to the Company's sustainability strategy.	The award of the performance-related remuneration (bonuses) was subject to the performance results of the executive members of the Board of Directors and the Company's performance and were based on predetermined criteria.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,9	idem	There were non-financial criteria that are relevant for the Company's long-term performance, including those specified in provision 3.9., and targets related to the Company's sustainability strategy.	✓			
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3. 10	If the remuneration policy for the executive members allows the award of shares or rights to acquire shares, the criteria for doing so shall be approved by Shareholders' Assembly of the Company. These criteria shall determine that the shares acquired in this way cannot be sold for at least two years from the day of their acquisition.	If the remuneration policy for the executive members allows the award of shares or rights to acquire shares, the criteria for doing so were approved by the Shareholders' Assembly of the Company.	✓			The company has not foreseen such a provision in the policy for remuneration of the executive member which allows the award of shares or rights to acquire shares.
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3. 10	idem	The criteria approved by the Shareholders' Assembly determined that the shares acquired in this way cannot be sold for at least two years from the day of their acquisition.	✓			The company has not foreseen such a provision in the policy for remuneration of the executive member which allows the award of shares or rights to acquire shares.
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,11	The Company shall publish full and accurate data on the remuneration of each individual executive member of the Board of Directors in the previous year in the Annual Report.	The Company published full and accurate data on the remuneration of each individual executive member of the Board of Directors in the previous year in the Annual Report.			✓	In the Annual report on operation of the Company (page No.5) there are disclosed information regarding the compensation of the key management of the Company.
<b>4: CONFLICT OF INTEREST</b>								
4: CONFLICT OF INTEREST		4,1	Members of the Board of Directors must not: a. be in competition with the Company; b. request, accept or approve gifts of material value or donations from the Company to themselves or their family members; c. provide benefit to third parties to the detriment of the Company; d. exploit business opportunities belonging to the Company for their own personal interests or for the interests of their family members; e. generate other forms of personal income from the Company's operation, apart from the remuneration they receive as members of the Board of Directors and the income arising from any shares they have in the Company.	All members of the Board of Directors meet the criteria stipulated in provision 4.1	✓			



4: CONFLICT OF INTEREST	Conflict of interest	4,2	4.2 The Board of Directors shall adopt internal acts that contain provisions regulating actual and potential conflicts of interest involving members of the Board of Directors. These acts shall include: a. clear rules and procedures for identifying contracts or business activities where possible conflict of interest may exist; b. obligations of persons who have a potential conflict of interest; c. criteria for identifying transactions that require approval by either the Board of Directors or the Shareholders' Assembly; d. procedures for approval of such transactions in the event of a conflict of interest, which are in compliance with legal requirements; e. information to be disclosed in the Company's Annual Report, which shall include at least the information required by law; f. procedures regulating the disposal of Company's shares and the acceptance of other engagements by the members of the Board of Directors.	The Board of Directors adopted internal acts that contain provisions regulating actual and potential conflicts of interest involving the interests of the members of the Board of Directors.				✓	The general principles are defined in the Code of Conduct and the Statute of the Company
4: CONFLICT OF INTEREST	N/A	4,2	idem	The acts include the elements specified in provision 4.2				✓	The general principles are defined in the Code of Conduct and the Statute of the Company
4: CONFLICT OF INTEREST	Conflict of interest	4,3	The members of the Board of Directors shall immediately inform the President of the Board of Directors or the Audit Committee if they, directly or indirectly or on behalf of third parties, have a material interest in any transaction, contract or business activity that directly affects the Company's interests. This obligation is an addition to the legal requirements concerning approval of transactions with interested parties.	Members of the Board of Directors with a material interest in any transaction, contract or business activity that directly affects the Company's interests immediately informed the President of the Board of Directors.	✓				
4: CONFLICT OF INTEREST	Conflict of interest	4,4	If a member of the Board of Directors is suspected of having a potential conflict of interest, they shall not participate in the part of the meeting of the Board of Directors in which there is a discussion and/or decision is made about a contract or any other legal issue in which they may directly or indirectly be a concerned party.	The members of the Board of Directors suspected of having a potential conflict of interest did not participate in the part of the meeting in which there was a discussion and/or decision was made about a contract or any other legal matter in which they would be a concerned party.	✓				
<b>5: RISK AND CONTROL</b>									
5: RISK AND CONTROL	Risk Management Systems	5,1	The executive members of the Board of Directors shall establish an efficient system of risk identification and management, internal controls and processes for monitoring the Company's compliance with the law and the Company's internal acts. The Board of Directors, either directly or through the Audit Committee, shall supervise the operation of this system to ensure its proper and efficient functioning.	The executive members of the Board of Directors established an efficient system of risk identification and management, internal controls and processes for monitoring the Company's compliance with the law and the Company's internal acts.	✓				
5: RISK AND CONTROL	Risk Management Systems	5,1	idem	The Board of Directors+G119 or the Audit Committee supervise the operation of this system to ensure its proper and efficient functioning.	✓				
5: RISK AND CONTROL	Risk Management Systems	5,2	In order to ensure the integrity of this system, the Company shall establish an organizational structure appropriate to the nature, scope and complexity of the Company's operations and shall provide a clear definition of duties and responsibilities within the organization.	The Company established an organizational risk management structure that is appropriate and provide a clear definition of duties and responsibilities within the organization.	✓				
5: RISK AND CONTROL	Risk Management Systems	5,3	At least once a year, the Audit Committee shall review the effectiveness of the risk management, internal control and compliance system as a whole and shall make recommendations to the Board of Directors, if necessary.	The Audit Committee reviewed the effectiveness of the risk management, internal control and compliance system as a whole for the reporting year and made recommendations to the Board of Directors, as necessary.	✓				
5: RISK AND CONTROL	Internal Audit	5,4	The Board of Directors shall ensure that the Company's Internal Audit Unit operates in accordance with the relevant laws and international standards. The Board of Directors shall appoint the Head of the Internal Audit Unit and approve the Annual Plan for operation of the Internal Audit Unit, upon the recommendation of the Audit Committee. The Committee shall oversee the work of the Internal Audit Unit and supervise the implementation of its recommendations.	The Company's Internal Audit Unit operates in accordance with the relevant laws and international standards.	✓				
5: RISK AND CONTROL	Internal Audit	5,4	idem	The Board of Directors appointed the Head of the Internal Audit Unit and approved the Annual Plan for operation of the Internal Audit Unit	✓				
5: RISK AND CONTROL	Internal Audit	5,4	idem	The Audit Committee oversees the work of the Internal Audit Unit and supervises the implementation of its recommendations.	✓				
5: RISK AND CONTROL	Internal Audit	5,5	Persons performing internal audit functions shall not concurrently perform other duties that may cause or result in a conflict of interest.	Persons performing internal audit functions do not concurrently perform other duties which may result in a conflict of interest.	✓				
5: RISK AND CONTROL	Internal Audit	5,6	The Board of Directors shall ensure that the Internal Audit Unit has the authority to access all company's documents and information that it may consider necessary to carry out its functions and to conduct audit of any area of the company's operations in accordance with the Annual Plan on operation.	The Internal Audit Unit has the authority to access the company's documents and information that it may consider necessary to carry out its functions.	✓				
5: RISK AND CONTROL	Internal Audit	5,7	The Company shall ensure that the reports and findings of the Internal Audit Unit are made available to the independent external auditor appointed to audit the financial statements of the Company.	The reports and findings of the Internal Audit Unit were made available to the independent external auditors.	✓				
5: RISK AND CONTROL	Whistleblowing	5,8	The Board of Directors shall ensure that there is a whistleblowing procedure for reporting actual or suspected breaches of the law or the Company's internal acts or Code of Ethics. Details of the whistleblowing procedure shall be published on the Company's website. The procedure shall ensure that whistleblowers do not suffer negative consequences if they report suspected breach.	There is a whistleblowing procedure for reporting actual or suspected breaches of the law or of the Company's internal acts or Code of Ethics.	✓				

5: RISK AND CONTROL	Whistleblowing	5,8	idem	Details of the whistleblowing procedure are published on the Company's website.	✓			
5: RISK AND CONTROL	Whistleblowing	5,8	idem	The whistleblowing procedure ensures that whistle-blowers do not suffer negative consequences if they report suspected breach.	✓			
5: RISK AND CONTROL	Whistleblowing	5,9	Any breaches identified through this procedure shall be immediately reported to the Board of Directors in order to decide what actions shall be taken as a result. The Audit Committee shall review the effectiveness of the procedure and the how it is applied, at least once a year.	Breaches identified through this procedure were immediately reported to the Board of Directors that decided what actions shall be taken as a result.	✓			
5: RISK AND CONTROL	Whistleblowing	5,9	idem	The Audit Committee reviewed the effectiveness of the procedure and how it has been applied in the reporting year.	✓			
5: RISK AND CONTROL	External audit	5. 10	The Shareholders' Assembly shall appoint the independent external auditor upon the proposal of the Board of Directors. The proposal shall include description of the criteria applied by the Board of Directors or the Audit Committee for appointment of the auditor.	The independent external auditor was appointed by the Shareholders' Assembly upon the proposal of the Board of Directors.	✓			
5: RISK AND CONTROL	External audit	5. 10	idem	The proposal for appointment of the independent auditor includes description of the criteria applied by the Board of Directors or the Audit Committee.		✓		The criteria for the selection of the independent external auditor are part of the tender procedure on a Group level. As part of the Committee for selection of the auditor the Company participates with its member. The selection by this body is given as a proposal to the Audit Committee of the Company, but only after the selection and appointment of the auditor by the Mother Company - Magyar Telekom. In the proposal for selection to the Audit Committee of the Company this is highlighted as a information. Due to the benefits of having the same auditor on a Group level, the Company follows the auditor selection of the Mother Company.
5: RISK AND CONTROL	External audit	5,11	The Audit Committee shall prepare a Work Plan with the independent external auditor, which shall stipulate how often and in what manner the external auditor will report to the Committee.	The Audit Committee prepared a Work Plan with the independent external auditor, which stipulates how often and in what manner the external auditor will report to the Committee.	✓			
5: RISK AND CONTROL	External audit	5,12	The certified auditor may not perform or have performed other services for the Company that may pose a threat to their objectivity and independence while performing an audit, and at least in the previous two years. The Audit Committee shall submit a proposal to the Board of Directors to terminate the engagement of the independent external auditor, when there are circumstances that threaten the auditor's independence. The early termination of the engagement of the independent external auditor shall be approved by the Shareholders' Assembly of the Company.	The certified auditor did not perform other services for the Company which may pose a threat to their objectivity and independence while performing the audit in the reporting year, and at least in the previous two years.	✓			
5: RISK AND CONTROL	External audit	5,12	idem	If there were circumstances that threatened the external auditor's independence, the Audit Committee would have submitted a proposal to the Board of Directors to terminate their engagement, and the early termination would have been approved by the Shareholders' Assembly.	✓			
5: RISK AND CONTROL	External audit	5,13	If other employees of the audit firm where the certified auditor works, perform other non-audit work for the Company and its affiliated companies, the Company must ensure that there are systems in place to preserve the independence and objectivity of the auditor.	The Company has systems in place to preserve the independence and objectivity of the auditor.	✓			
5: RISK AND CONTROL	External audit	5,14	The Company shall disclose in the Annual Report the name of the independent external auditor and all other services provided to the Company and its affiliated companies by the auditor or the audit firm.	The name of the independent external auditor and any other services provided to the Company and its affiliated companies by the auditor or the audit firm were disclosed in the Annual Report.	✓			
<b>6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES</b>								
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Stakeholders	6,1	The executive members of the Board of Directors of the Company shall ensure that there are effective mechanisms in place for identifying the Company's main stakeholders and for understanding their views on issues of material importance to them. The executive members of the Board of Directors shall ensure that there is a regular cooperation with those stakeholders and that the Board of Directors is informed of the results of that cooperation. A summary of the established cooperation with the stakeholders shall be published in the Annual Report.	There are effective mechanisms in place for identifying the Company's main stakeholders and understanding their views.	✓			
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Stakeholders	6,1	idem	There is a regular cooperation with the stakeholders and the Board of Directors was informed of the results of that cooperation.	✓			
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Stakeholders	6,1	idem	A summary of the cooperation that took place in the reporting year was published in the Annual Report.			✓	The Company does not have a summary of the established cooperation with the stakeholders in the Annual Report. Instead as part of the Stakeholders' management as part of the Deutsche Telekom Group a separate Corporate Responsibility report is prepared.
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Stakeholders	6,2	The Corporate Secretary shall ensure that the Board of Directors is informed of all relevant changes in the applicable laws and by-laws regarding the rights of the stakeholders.	The Corporate Secretary ensured that the Board of Directors was informed of all relevant changes in the applicable laws and by-laws regarding the rights of the stakeholders.	✓			
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,3	The Company shall have internal acts relating to its responsibility for environmental and social issues, as well as policies and procedures that enable the Company to identify material factors and their impact on the Company's activities. These policies shall be reviewed at least once a year by the Board of Directors and shall be published on the Company's website.	The Company's internal acts include its responsibilities for environmental and social issues.	✓			
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,3	idem	The Company has policies and procedures that enable it to identify material factors and assess the impact on the Company's activities.	✓			

E: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,3	idem	These policies were reviewed by the Board of Directors in the reporting year.		✓		The Board of Directors does not approve the internal acts, but they are approved in accordance with an internal procedure by the Chief Executive Officer.
E: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,3	idem	These policies are published on the Company's website.			✓	Some of the policies are published on the Company's website, some of them are internal documents and are available to the employees on the internal portal.
E: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,4	When the executive members of the Board of Directors request prior approval of resolutions by the Board of Directors, the materials submitted with the resolutions shall contain an explanation of how the proposed activity is consistent with the Company's environmental and social policies.	When the executive members of the Board of Directors request prior approval of resolutions by the Board of Directors, the materials submitted with the resolutions contain an explanation that the proposed activity is consistent with the Company's environmental and social policies.		✓		The Company does not have such a practice for all decisions, but such information is provided on a need to need basis if it is relevant for the topic.
E: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,5	The Board of Directors shall ensure that performance measures and incentives take into account relevant environmental and social issues.	The Board of Directors ensured that performance measures and incentives took into account relevant environmental and social issues.	✓			
E: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,6	The Company's risk management system shall include processes for identifying and managing risks arising from environmental and social issues. The effectiveness of these processes shall be reviewed at least once a year.	The Company's risk management system includes processes for identifying and managing risks arising from environmental and social issues.	✓			
E: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,6	idem	The effectiveness of these processes was reviewed in the reporting year.	✓			
E: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,7	In its Annual Report, the Company shall report on environmental and social issues, based on the principle of transparency and in accordance with the relevant legal requirements and good international practices.	In its Annual Report, the Company reported on environmental and social issues, based on the principle of transparency and in accordance with the relevant legal requirements and good international practices.			✓	The company prepares a separate report on Corporate Social Responsibility as part of the Deutsche Telekom Group.
<b>7: TRANSPARENCY AND DISCLOSURE</b>								
7: TRANSPARENCY AND DISCLOSURE	Public disclosure of information	7,1	The Board of Directors shall be responsible for ensuring timely and accurate disclosure of all information in accordance with the law or the Listing Rules, via the system for electronic information from listed companies on the Macedonian Stock Exchange (SEI-NET). Additionally, the Company shall publishes the Annual Report and audited financial statements, as well as other mandatory information related to the Company's business operations, financial position and ownership structure on the Company's website.	The Board of Directors ensured timely and accurate disclosure of all information in accordance with the law or the Listing Rules, via the system for electronic information from listed companies on the Macedonian Stock Exchange (SEI-NET).		✓		
7: TRANSPARENCY AND DISCLOSURE	Public disclosure of information	7,1	idem	The Company published the Annual Report and audited financial statements and other mandatory information on the Company's website.		✓		
7: RISK, INTERNAL CONTROL AND AUDIT	Public disclosure of information	7,2	In addition to the mandatory content in accordance with the law and the Listing Rules, the Company shall also publish on its website: <ul style="list-style-type: none"> <li>• Information on shareholders' rights (1.1);</li> <li>• Resolutions adopted at the Shareholders' Assembly and answers to the questions raised at or before the meeting of the Shareholders' Assembly (this information should be available on the website for at least five years) (1.12);</li> <li>• Contact details of the designated contact person for shareholders (1.15);</li> <li>• Internal acts stipulating the responsibilities of the Board of Directors (2.1);</li> <li>• Board profile of the Board of Directors (2.11);</li> <li>• Rules of Procedure of the committees of the Board of Directors (2.20);</li> <li>• Company's Code of Ethics (3.3);</li> <li>• Company's whistleblowing procedure (5.8); and</li> <li>• Company's environmental and social policies (6.3).</li> </ul>	The Company published on its website the mandatory content stipulated by law and the Listing Rules and the elements specified in provision 7.2.			✓	The Company has a separate segment on its web site for the Investor relations since 2008 (Macedonian and English version) where most of the elements stipulated in the provision 7.2. are published. Regarding the Internal acts with which the responsibilities of the Board of Directors are stipulated (2.1) the Statute is published on the Company's web site while the Rules of procedure of the Board of Directors due to its classification nature as a confidential document is not published and it is not publicly available.
7: RISK, INTERNAL CONTROL AND AUDIT	Public disclosure of information	7,3	In addition to the mandatory content in accordance with the law and the Listing Rules, the Company shall also publish in its Annual Report information on: <ul style="list-style-type: none"> <li>• The number of meetings of the Board of Directors and attendance by the members of the Board of Directors (2.5);</li> <li>• The actions taken to address gender diversity in the Board of Directors (2.13);</li> <li>• The succession plan for the Board of Directors (2.17);</li> <li>• The composition of the committees of the Board of Directors, the number of meetings and the attendance by the committee members (2.24);</li> <li>• Information on the remuneration of individual members of the Board of Directors (2.34, 3.11);</li> <li>• Information on the positions in management bodies of other companies held by the executive members of the Board of Directors (3.5)</li> <li>• The name of the external auditor and details of any other services that the external auditor provides to the Company (5.14);</li> <li>• A summary of the cooperation with stakeholders during the year (6.1); and</li> <li>• Information on environmental and social issues (6.7).</li> </ul>	The Company published in its Annual Report the mandatory content stipulated by law and the Listing Rules and the elements specified in provision 7.2.			✓	If the Company is not complied with some of the provisions (except provision 3.5 which is not relevant for the companies with one tier management system) for these provisions an appropriate explanation in this questionarrie is provided (provisions 2.17; 2.24; 3.11)
7: RISK, INTERNAL CONTROL AND AUDIT	Public disclosure of information	7,4	The executive members of the Board of Directors or any other person authorised thereby shall verify the content of all information that is made public. The Company shall be responsible for the content of the information disclosed.	The Board of Directors or the person authorized thereby verified the content of all information that is made public.	✓			

## Governance Information Questionnaire

Section	Sub-section	Provision	Provision (detailed)	Governance Information Questionnaire (GIQ)	Вид на отговор
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' rights	1,1	The web-site of the company has a separate section where there is an available information describing the rights attached to each type and class of shares and where the Company's Statute and other internal acts regulating the rights of shareholders are published.	Provide the URL link to the section on the Company's website describing the rights attached to each type and class of shares, the Company's Statute and any other internal acts that regulate shareholders' rights.	The MKT website contains information about the number and type of all issued shares <a href="https://www.telekom.mk/akcionerski-kapital.nsp#">https://www.telekom.mk/akcionerski-kapital.nsp#</a> as well as their voting rights, while the more detail information regarding the rights attached to each type and class of shares can be found in the Company's Statute (Chapter V - Share capital, type of shares in the Company, convertible bonds) published on the Company's web-site. <a href="https://www.telekom.mk/statute-452.nsp#">https://www.telekom.mk/statute-452.nsp#</a>
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' rights	1,2	If the company has issued shares which do not carry the right to vote or shares whose voting rights are limited, it shall promptly publish on its website all relevant information about the content of all rights arising from such shares.	Provide the URL link to the section on the Company's website with the relevant information about the content of all rights arising from such shares.	<a href="#">So far, MKT has not issued such type of shares, but it owns treasury shares, which, according to the Law on Trade Companies (LTC), do not carry the right to vote and the right to dividends. These shares are transparently presented on the Company's website. URL link</a>
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,4	The Company shall publish on its website the necessary information regarding the date, venue and agenda of the Shareholders' Assembly, as well as all other materials related to the meeting of the Shareholders' Assembly, in accordance with the law and the Listing Rules.	Provide the URL link to the section on the Company's website providing the necessary information about the meeting of the Shareholder's Assembly.	<a href="#">URL link</a>
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,7	The company shall disclose whether the shareholders are able to participate and vote at the Shareholders' Assembly by electronic means or by correspondence, rather than in person, and provide the details regarding the manner of such participation and voting.	Provide details on how the shareholders can vote or participate in the meeting by electronic means.	MKT does not provide voting at the Shareholder's Assembly of the Company by electronic means and such information is not disclosed publicly, since the Company doesn't have adequate electronic platform through which the appropriate identification of the shareholders can be made in accordance with the LTC, and following of the voting process.
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,8	The company shall provide shareholders with the option to vote by proxy. The company shall publish the procedure for voting by proxy on its website, including the form for power of attorney and information on the issued power of attorney, both in written and electronic format, the address to which the powers of attorney should be sent and the deadline for submission of the powers of attorney and the information on the issued powers of attorney. The Company shall not impose any requirements and conditions for issuing power of attorney and voting by proxy, except the ones stipulated by law.		<a href="#">URL link</a>
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,9	The company shall, in its internal acts, regulate the manner of proposing agenda items, asking questions and proposing resolutions by the shareholders, in accordance with the legal provisions. The company shall publish these acts on its website.	Provide the URL link to the internal acts, regulating the manner of proposing agenda items, asking questions and proposing resolutions by Shareholders on the Company's website.	<a href="#">The manner of proposing agenda items and asking questions by the shareholders is published on the company's website and in the published Public Call on convening a meeting of the Shareholders' Assembly of the Company, in accordance with the legal provisions, but is not specifically regulated in the internal acts of the Company. URL link</a>
1: SHAREHOLDER RIGHTS AND RELATIONS	Shareholders' Assembly	1,12	The resolutions adopted and the answers to questions raised during or before the meeting of the Shareholders' Assembly shall be published on the Company's website and shall remain available for at least five years.	Provide the URL link to the section on the Company's website where the resolutions adopted at the meeting and the answers to questions raised at or before the meeting are published.	<a href="#">URL link</a>
1: SHAREHOLDER RIGHTS AND RELATIONS	Communication with Shareholders	1,15	The company shall appoint a person responsible for ensuring timely and adequate answers to questions or providing information to shareholders and investors and ensure that there is an appropriate procedure for escalating these questions to the Board of Directors, where appropriate. The person's name, e-mail address and telephone number shall be published on the Company's website.	Provide the URL link to the section on the Company's website where the contact details of the person responsible for the communication with shareholders and investors, are published.	<a href="#">URL link</a>
2: BOARD OF DIRECTORS	Tasks of the Board of Directors and Relations with the Board of Directors	2,1	The Company's internal acts shall clearly define the authorisations and responsibilities of the executive and non-executive members of the Board of Directors, in accordance with the law, as well as the management structure, systems and processes based on which the BoD members cooperate. The internal acts shall be made available on the company's website.	Provide details and the URL link to the section on the Company's website where the internal acts are available.	<a href="#">The Statute stipulates the authorisations and responsibilities of the executive member and non-executive members of the Board of Directors, in accordance with the law https://www.telekom.mk/statute-452.nsp#</a>

2: BOARD OF DIRECTORS	Operation of the Board of Directors	2,5	The Board of Directors shall hold meetings at least four times a year in accordance with the law. The Annual Report shall specify how many meetings were held and how many meetings were attended by each member of the Board of Directors.	(1) Provide a reference to the title and page number of the sections in the Annual Report that disclose the number of meetings and the Board members attendance. (2) Fill in the Board of Directors table.	(1) <a href="#">Annual report on operations page No.5 URL link</a> (2) <a href="#">Below is the Board of Directors table</a>
2: BOARD OF DIRECTORS	Operation of the Board of Directors	2,6	In order to ensure that the members of the Board of Directors can dedicate sufficient time to their duties, the number of days that each member of the Board of Directors is expected to be available shall be specified before they are appointed. Information on the positions in management bodies of other companies shall be disclosed when the candidate for member of the Board of Directors is proposed for appointment by the Shareholders' Assembly.	(1) Number of positions in management bodies of other companies held by the BoD members proposed for appointment at the Shareholders' Assembly. (2) Link to the section with the materials for the Shareholder's Assembly that provide the required information on the positions in management bodies of other companies.	Before the appointment, the candidate for BoD member submits to the company a completed and signed Notification on the performance of duties, activities and functions in another company, but this notification is not published.
2: BOARD OF DIRECTORS	President of the Board of Directors	2,8	The President of the Board of Directors cannot be a person who was a member of the Board of Directors of the Company for at least two years before their appointment. If the President of the Board of Directors is not an independent member, one of the independent members of the Board of Directors shall be appointed as a vice president.	(1) Fill in the Board of Directors table. (2) Provide the name of the Vice President, if applicable.	(1) Below is the Board of Directors table (2) Vice President Sadula Duraki
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2. 10	The Board of Directors shall be composed of an adequate number of members to ensure that both the Board of Directors and its committees have sufficient resources to carry out their assigned functions effectively.	Fill in the Supervisory Board table.	Below is the Board of Directors table
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2,11	The Board of Directors, or the Selection and Appointment Committee, if a committee has been established, shall at least once a year review the composition of the Board of Directors and its committees in terms of the knowledge, qualifications, skills and experience that the members individually and collectively possess for the successful exercise of their functions. (the so-called "board profile"). The board profile shall be published on the Company's website.	Provide the URL link to the section on the Company's website where the board profile is published.	<a href="#">URL link</a>
2: BOARD OF DIRECTORS	Composition of the Board of Directors	2,13	The Company shall take actions to ensure that at least 30% of the members of the Board of Directors are women by 2025. The annual report shall include summary of the actions taken to meet this target.	(1) Provide the title and page number of the section in the Annual Report that discloses the summary of the actions taken to meet this target. (2) Fill in the Board of Directors table.	(1) The company is a part of the Deutsche Telekom Group which publishes separate report HR Fact book. The link to the report <a href="https://www.telekom.com/en/media/mediacenter/publications#56270">https://www.telekom.com/en/media/mediacenter/publications#56270</a> (page 11) (2) The Company also has a Code for human rights and social principles <a href="https://www.telekom.mk/code-of-human-rights-and-social-principles.npx">https://www.telekom.mk/code-of-human-rights-and-social-principles.npx</a> (3) <a href="#">Below is the Board of Directors table</a>
2: BOARD OF DIRECTORS	Procedure for appointment of members of the Board of Directors	2,16	In order to enable the Shareholders' Assembly to make the right choice, the shareholders will be provided with the following relevant information on the candidates proposed as members of the Board of Directors, in addition to the information stipulated in the law: a. if there is a conflict of interest between the candidate and the Company; b. if the candidate is already a member of Board of Directors, a summary of the most recent evaluation of their performance; c. for candidates proposed by the Board of Directors rather than by the shareholders, a report shall be submitted by the Selection and Appointment Committee or the Board of Directors, or if no committee has been established, on the analysis and verification of the candidate's compliance with the criteria, internal acts and board profile and an assessment as to whether the candidate is considered as independent; d. if the candidate is proposed as executive or non-executive member of the Board of Directors.	Provision 2.16 stipulates that the shareholders shall be provided with a link to the section with materials of the general meeting that include the required information on the candidates proposed as members of the Board of Directors.  For candidates proposed by the Supervisory Board rather than by the shareholder, shareholders shall be provided with the report by the Selection and Appointment Committee or Supervisory Board on the analysis performed and verification of the candidate.	<a href="#">URL link</a>
2: BOARD OF DIRECTORS	Procedure for appointment of members of the Board of Directors	2,17	In order to ensure continuity and quality in the functioning of the Board of Directors, the Selection and Appointment Committee or the Board of Directors (if no committee has been established) shall prepare a succession plan for the Board of Directors, which will be included in the Annual Report.	Provide a reference to the title and page number of the section in the Annual Report that discloses the succession plan for the Board of Directors.	The company does not implement such a procedure. The members of the Board of Directors are appointed by the Shareholders' Assembly of the Company on the proposal of one of the two major shareholders.
2: BOARD OF DIRECTORS	BoD committees	2,19	If less than half of the members of the Board of Directors are independent, the Board of Directors shall establish a Selection and Appointment Committee to oversee the selection and appointment of members of the Board of Directors and a Remuneration Committee to oversee the remuneration of the executive members of the Board of Directors. The functions of these two committees can be combined. If more than half of the members of the Board of Directors are independent, the Board of Directors can carry out these functions independently.	(1) Fill in the Supervisory Board table. (2) Whether or not there is a Selection and Appointment Committee.	(1) Below is the Board of Directors table (2) There is no Selection and Appointment Committee
2: BOARD OF DIRECTORS	BoD committees	2. 20	The Board of Directors shall adopt rules of procedure for each committee. The rules of procedure shall specify the tasks and functions of each committee, its composition and the manner in which it performs its tasks and functions. The rules of procedure shall be made available on the company's website.	Provide the URL links to the Rules of Procedure of each committee on the website.	The rules of procedure of the committees are not published on the website due to their classification nature as a confidential documents and they are not publicly available either.
2: BOARD OF DIRECTORS	BoD committees	2,21	Each committee shall have at least three members. The majority of members of each committee should be non-executive members of the Board of Directors and at least one-third of them should be independent members.	Fill in the Committee Table (separate table for each committee).	Below is the Committee table

2: BOARD OF DIRECTORS	BoD committees	2,22	External members shall only be appointed to a committee if the non-executive members of the Board of Directors do not possess the skills or experience required. All external members shall have relevant expertise, shall be independent of both the Company and the Board of Directors and shall not have any conflict of interest under the criteria applicable to members of the Board of Directors.	Fill in the Committee Table.	Below is the Committee table
2: BOARD OF DIRECTORS	BoD committees	2,24	The Board of Directors shall include information on the committees in the Company's Annual Report, including their composition and activities, the number of meetings held and how many were attended by each committee member, and the main items discussed.	Provide a reference to the title and page number of the sections in the Annual Report that disclose the composition and activities, the number of meetings held and the committee members attendance, and the main items discusses.	The company does not include such information in the Annual Report on the Operation. The Board of Directors is continuously informed regarding the activities of the Committees on the held BoD meetings.
2: BOARD OF DIRECTORS	Evaluation of the Board of Directors	2,25	At least once a year, the Board of Directors, the Selection and Appointment Committee or an external consultant specialized in corporate governance, shall evaluate the following: a. the operation, engagement, actions taken and results of the Board of Directors as a collective body, as well as of the committees of the Board of Directors; b. the composition of the Board of Directors and whether it has the necessary knowledge, experience, skills and diversity defined in the board profile; c. the effectiveness of the President of the Board of Directors and the contribution of each member to the work of the Board of Directors; d. the work atmosphere in the Board of Directors, including whether individual members of the Board of Directors are able to express their views and resolve their misunderstandings; e. the support provided to the Board of Directors, including the work of the Corporate Secretary and the quality and timeliness of the materials received; f. the quality of communication and cooperation between the members of the Board of Directors; and g. the existence of circumstances related to individual members of the Board of Directors that could lead to conflict of interest and jeopardize their independence.	Was the evaluation internal, external or no evaluation was performed.	The company has not established such a Committee and the Board of Directors has not implemented such a procedure. The BoD members work is approved by the Shareholders Assembly for the previous year in accordance with the Law on trade companies.
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,27	The executive members of the Board of Directors shall submit report to the Board of Directors at least every quarter, in accordance with the law, on the company's operation, financial situation, its major financial and non-financial risks, the results of their activities regarding issues related to shareholders and other stakeholders, and any other matters stipulated in the internal acts. The Board of Directors shall define the format and frequency of these reports.	Provide the number of times per year the executive members of the Board reported to the Board of Directors.	4
2: BOARD OF DIRECTORS	Support to the Board of Directors	2,29	The role of the Corporate Secretary shall be to: a. provide organizational and professional support to the Board of Directors, the President of the Board of Directors and the committees; b. advise the Board of Directors and the committees on their responsibilities and legal obligations; c. attend and keep minutes of the meetings of the Board of Directors and the committees; d. ensure the proper implementation of procedures stipulated in the rules of procedure; e. assist the Board of Directors and, if requested, the executive members of the Board of Directors, in order to improve the efficiency and quality of their work, also by organizing training for the members; f. organize meetings of the Shareholders' Assembly and ensure that there is a clear communication with shareholders about how they can exercise their rights; g. perform other administrative tasks related to the Company's corporate governance.	Provide the name of the Corporate Secretary.	The role of the corporate secretary is performed by the Legal, Personal Data Protection and Corporate Affairs Department. The head of this department Zlatko Stojcheski is responsible for the performance of all relevant activities.
2: BOARD OF DIRECTORS	Remuneration of the non-executive members of the Board of Directors	2,34	In the Annual Report, the Company shall publish full and accurate data on the monthly lump sum paid to each individual non-executive member of the Board of Directors in the previous year.	Provide a reference to the section in the Annual Report that discloses the data on monthly remuneration of each individual non-executive member of the Board of Directors in the previous year and the additional lump sums of the non-executive members who are members of the committees of the Board of Directors.	<a href="#">Annual report on operations page number 2 and 3.</a>
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Tasks of the executive members	3,2	Executive members of the Board of Directors shall promote a corporate culture that encourages ethical conduct, respect and a commitment to compliance among all employees. For this purpose, the Company shall adopt a Code of Ethics and establish a system for ensuring compliance and business ethics in the Company. The Code of Ethics shall be approved by the Board of Directors and published on the Company's website.	Provide the URL link to the Code of Ethics published on the Company's website.	<a href="#">URL link</a>
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,7	The Remuneration Committee, or the Board of Directors, if the committee has not been established, shall formulate a policy for remuneration of the executive members of the Board of Directors, pursuant to which the remuneration may consist of fixed and variable components. The policy shall define the methodology, principles, performance criteria for determining the method and amount of the remuneration for the executive members.		
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,8	The fixed component of the remuneration (salary) shall adequately reflect the expertise, experience and responsibilities of each executive member of the Board of Directors, as well as the size and financial standing of the Company.		

3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,9	The award of the performance-related component of the remuneration (bonuses) shall be subject to the performance results of the executive members of the Board of Directors and the Company's performance and shall be based on predetermined criteria. In addition to the contribution to the financial results achieved by the company, the non-financial criteria that are relevant for the business results that the company would achieve in the long term should also be taken into account, including the implementation of the Company's strategies, compliance with and implementation of the internal acts and ethical standards of the Company and targets related to the Company's sustainability strategy.	Provide the URL link to the remuneration policy for the executive members of the Board of Directors of the Company.	These documents are not publicly available. The Policy does not foreseen the award of shares or rights to acquire shares.
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3. 10	If the remuneration policy for the executive members allows the award of shares or rights to acquire shares, the criteria for doing so shall be approved by Shareholders' Assembly of the Company. These criteria shall determine that the shares acquired in this way cannot be sold for at least two years from the day of their acquisition.		
3: EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS	Remuneration of the executive members	3,11	The Company shall publish full and accurate data on the remuneration of each individual executive member of the Board of Directors in the previous year in the Annual Report.	Provide a reference to the section in the Annual Report that discloses the data on the remuneration of each individual executive member of the Board of Directors in the previous year.	<a href="#">In the Annual report of the Company (page No.5) there are disclosed information regarding the compensation of the key management of the Company. URL link</a>
4: CONFLICT OF INTEREST	N/A	4,1	Members of the Board of Directors must not: a. be in competition with the Company; b. request, accept or approve gifts of material value or donations from the Company to themselves or their family members; c. provide benefit to third parties to the detriment of the Company; d. exploit business opportunities belonging to the Company for their own personal interests or for the interests of their family members; e. generate other forms of personal income from the Company's operation, apart from the remuneration they receive as members of the Board of Directors and the income arising from any shares they have in the Company.	Provide the URL link to the section on the Company's website where the Rules of Procedure of the Board of Directors are published.	<a href="#">URL link</a>
5: RISK AND CONTROL	Whistleblowing	5,8	The Board of Directors shall ensure that there is a whistleblowing procedure for reporting actual or suspected breaches of the law or the Company's internal acts or Code of Ethics. Details of the whistleblowing procedure shall be published on the Company's website. The procedure shall ensure that whistleblowers do not suffer negative consequences if they report suspected breach.	Provide the URL link to the procedure for reporting actual or suspected breaches of the law or of the Company's internal acts or Code of Ethics.	<a href="#">URL link</a>
5: RISK AND CONTROL	External Audit	5. 10	The Shareholders' Assembly shall appoint the independent external auditor upon the proposal of the Board of Directors. The proposal shall include description of the criteria applied by the Board of Directors or the Audit Committee for appointment of the auditor.	Provide a link to the section with the materials for the Shareholders' Assembly that include the proposal for appointment/reappointment of the external auditor.	<a href="https://www.telekom.mk/documents-materials-and-proposed-resolutions-from-the-shareholders-assembly-meeting-04-08-2022.nspx">Link to the proposal for selection of the independent external auditor. https://www.telekom.mk/documents-materials-and-proposed-resolutions-from-the-shareholders-assembly-meeting-04-08-2022.nspx</a> The criteria for the selection of the independent external auditor are part of the tender procedure on a Group level. As part of the Committee for selection of the auditor the Company participates with its member. The selection by this body is given as a proposal to the Audit Committee of the Company, but only after the selection and appointment of the auditor by the Mother Company - Magyar Telekom. In the proposal for selection to the Audit Committee of the Company this is highlighted as a information. Due to the benefits of having the same auditor on a Group level, the Company follows the auditor selection of the Mother Company.
5: RISK AND CONTROL	External Audit	5,11	The Audit Committee shall prepare a Work Plan with the independent external auditor, which shall stipulate how often and in what manner the external auditor will report to the Committee.	Provide the number of times the audit committee received a report from the external auditor.	4 times. If needed the auditor can deliver more then 4 times since this is the minimum for delivering the reports from the auditor to the Audit Committee.
5: RISK AND CONTROL	External Audit	5,12	The certified auditor may not perform or have performed other services for the Company that may pose a threat to their objectivity and independence while performing an audit, and at least in the previous two years. The Audit Committee shall submit a proposal to the Board of Directors to terminate the engagement of the independent external auditor, when there are circumstances that threaten the auditor's independence. The early termination of the engagement of the independent external auditor shall be approved by the Shareholders' Assembly of the Company.	N/A	The certified auditor does not perform or have performed other services for the Company that may pose a threat to their objectivity and independence while performing an audit, and at least in the previous two years.
5: RISK AND CONTROL	External Audit	5,14	The Company shall disclose in the Annual Report the name of the independent external auditor and all other services provided to the Company and its affiliated companies by the auditor or the audit firm.	Provide a reference to the title and page number of the section in the Annual Report that discloses the name of the independent external auditor and any other services provided to the Company or its affiliated companies by the auditor or the audit firm.	Annual report on operations page number 5

6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Stakeholders	6,1	The executive members of the Board of Directors of the Company shall ensure that there are effective mechanisms in place for identifying the Company's main stakeholders and for understanding their views on issues of material importance to them. The executive members of the Board of Directors shall ensure that there is a regular cooperation with those stakeholders and that the Board of Directors is informed of the results of that cooperation. A summary of the established cooperation with the stakeholders shall be published in the Annual Report.	Provide a reference to the title and page number of the section in the Annual Report that provides a summary of the cooperation with the Company's main stakeholders.	<a href="#">The Company does not have a summary of the established cooperation with the stakeholders in the Annual Report. Instead as part of the Stakeholders' management as part of the Deutsche Telekom Group a separate Corporate Responsibility report is prepared.</a> <a href="#">URL link</a>
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,3	The Company shall have internal acts relating to its responsibility for environmental and social issues, as well as policies and procedures that enable the Company to identify material factors and their impact on the Company's activities. These policies shall be reviewed at least once a year by the Board of Directors and shall be published on the Company's website.	Provide the URL links to the internal acts on the Company's website that relate to the Company's responsibilities for environmental and social issues and policies and procedures that enable the Company to identify material factors and assess the impact on the Company's activities.	(1) Environmental Policy of Makedonski Telekom AD – Skopje <a href="https://www.telekom.mk/iso-certificates.nspix">https://www.telekom.mk/iso-certificates.nspix</a> (2) Corporate responsibility report <a href="https://www.cr-report.telekom.com/2021/national-companies/north-macedonia-makedonski-telekom-ad">https://www.cr-report.telekom.com/2021/national-companies/north-macedonia-makedonski-telekom-ad</a>
6: STAKEHOLDERS, SUSTAINABILITY AND SOCIAL ISSUES	Sustainability and Social Issues	6,7	In its Annual Report, the Company shall report on environmental and social issues, based on the principle of transparency and in accordance with the relevant legal requirements and good international practices.	Provide a reference to the title and page number of the sections in the Annual Report that disclose the information on environmental and social issues.	<a href="#">Corporate responsibility report</a>
7: TRANSPARENCY AND DISCLOSURE	Public disclosure of information	7,1	The Board of Directors shall be responsible for ensuring timely and accurate disclosure of all information in accordance with the law or the Listing Rules, via the system for electronic information from listed companies on the Macedonian Stock Exchange (SEI-NET). Additionally, the Company shall publish the Annual Report and audited financial statements, as well as other mandatory information related to the Company's business operations, financial position and ownership structure on the Company's website.	Provide the URL link to the section on the Company's website where the Annual Report and audited financial statements and other necessary information are published.	<a href="https://www.telekom.mk/announcements-973.nspix">https://www.telekom.mk/announcements-973.nspix</a> <a href="https://www.telekom.mk/shareholders-structure-3116.nspix">https://www.telekom.mk/shareholders-structure-3116.nspix</a>
7: RISK, INTERNAL CONTROL AND AUDIT	Public disclosure of information	7,2	In addition to the mandatory content in accordance with the law and the Listing Rules, the Company shall also publish on its website: • Information on shareholders' rights (1.1); • Resolutions adopted at the Shareholders' Assembly and answers to the questions raised at or before the meeting of the Shareholders' Assembly (this information should be available on the website for at least five years) (1.12); • Contact details of the designated contact person for shareholders (1.15); • Internal acts stipulating the responsibilities of the Board of Directors (2.1); • Board profile of the Board of Directors (2.11); • Rules of Procedure of the committees of the Board of Directors (2.20); • Company's Code of Ethics (3.3); • Company's whistleblowing procedure (5.8); and • Company's environmental and social policies (6.3).	Please ensure that you have provided all the links under each provision specified in provision 7.2.	There is no link to the provision (2.20) since the Rules of procedure for the Committees are not published on the Company's web site due to their classification as a confidential documents and are not publically available.  Regarding the provision (3.3) the Code can be found on the following link <a href="https://www.telekom.mk/compliance.nspix">https://www.telekom.mk/compliance.nspix</a>
7: RISK, INTERNAL CONTROL AND AUDIT	Public disclosure of information	7,3	In addition to the mandatory content in accordance with the law and the Listing Rules, the Company shall also publish in its Annual Report information on: • The number of meetings of the Board of Directors and attendance by the members of the Board of Directors (2.5); • The actions taken to address gender diversity in the Board of Directors (2.13); • The succession plan for the Board of Directors (2.17); • The composition of the committees of the Board of Directors, the number of meetings and the attendance by the committee members (2.24); • Information on the remuneration of individual members of the Board of Directors (2.34, 3.11); • Information on the positions in management bodies of other companies held by the executive members of the Board of Directors (3.5) • The name of the external auditor and details of any other services that the external auditor provides to the Company (5.14); • A summary of the cooperation with stakeholders during the year (6.1); and • Information on environmental and social issues (6.7).	Please ensure that you have provided the reference to the title and page number of the sections in the Annual Report under each provision specified here in provision 7.3.	Except for the provision (3.5) which is not relevant for the companies with one-tier mmanagement system for all other provisions an appropriate answer is provided in the questionnaire or link is provided or there is a page from the Annual report on operation noted.



**Board of Directors table**

Name	Gender	Independent	Attendance	...
Zoran Kitanov	male	NO	9/9	
Sadula Duraki	male	NO	7/9	
Nikola Ljushev	male	NO	9/9	
Andreas Maierhofer	male	NO	6/9	
Diana Annamária Várkonyi	female	NO	7/9	
Lubor Zatkó	male	NO	7/9	
Borce Sijjanoski	male	NO	6/9	
Vladimir Ivanovski	male	NO	8/9	
Nina Angelovska	female	NO	8/9	
Bardul Nasufi	male	NO	9/9	
Peter Veil	male	YES	8/9	
Martin Renner	male	YES	9/9	
Shkodrane Darlishta	female	YES	8/9	
Akijf Mediu	male	YES	9/9	

**Audit Committee table**

Name	Non-executive BoD member or external member	Independent	Attendance	...
Peter Veil	Independent member of the BoD	YES	5/5	
Zoran Kitanov	Non-Executive member and President of the BoD	NO	5/5	
Borce Sijjanoski	Non-Executive member of the BoD	NO	5/5	
Vladimir Ivanovski	Non-Executive member of the BoD	NO	3/5	
Mark Vasic	External member	YES	5/5	
Melinda Modok	External member	YES	3/5	
Thorsten Wenda	External member	YES	3/5	

**Remuneration Committee table**

Name	Non-executive BoD member or external member	Independent	Attendance	...
Zoran Kitanov	Non-Executive member and President of the BoD	NO	3/3	
Peter Veil	Independent member of the BoD	YES	3/3	
Vladimir Ivanovski	Non-Executive member of the BoD	NO	3/3	