

DEUTSCHE TELEKOM AG
ANNUAL FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2012



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CONTENTS

Annual financial statements of Deutsche Telekom AG

6	Balance sheet
7	Statement of income
8	Notes to the financial statements
8	Summary of accounting policies
13	Notes to the balance sheet
29	Notes to the statement of income
34	Other disclosures

64	Responsibility statement
----	--------------------------

65	Independent auditor's report
----	------------------------------

Further information

68	List of abbreviations
70	Contacts

A combined management report has been produced for Deutsche Telekom AG and the Deutsche Telekom Group and is published in our 2012 Annual Report.

Deutsche Telekom AG's single-entity financial statements and the combined management report for the 2012 financial year are published in the electronic Federal Gazette (elektronischer Bundesanzeiger) and can also be accessed on the website of the register of companies.

Annual financial statements of Deutsche Telekom AG

6	Balance sheet
7	Statement of income
8	Notes to the financial statements
8	Summary of accounting policies
13	Notes to the balance sheet
29	Notes to the statement of income
34	Other disclosures

BALANCE SHEET

millions of €	Note	Dec. 31, 2012	Dec. 31, 2011
ASSETS			
Noncurrent assets			
Intangible assets	1	197	326
Property, plant and equipment		4,266	4,698
Financial assets		81,632	81,146
		86,095	86,170
Current assets			
Inventories, materials and supplies	2	2	5
Receivables	3	8,302	8,439
Other assets	4	942	1,636
Cash and cash equivalents	5	997	1,507
		10,243	11,587
Prepaid expenses and deferred charges	6	470	644
Difference between plan assets and partial retirement liabilities	7	9	29
Total assets		96,817	98,430
SHAREHOLDERS' EQUITY AND LIABILITIES			
Shareholders' equity			
Capital stock	8		
less the imputed value of treasury shares	9	11,063	11,063
		(6)	(6)
Issued capital		11,057	11,057
Contingent capital of € 1,132 million			
Additional paid-in capital	10	26,752	26,752
Retained earnings	11	9,548	15,498
Unappropriated net income		3,050	4,656
		50,407	57,963
Accruals			
Pensions and similar obligations	13	1,986	2,461
Taxes	14	352	515
Other accruals	15	3,127	3,578
		5,465	6,554
Liabilities			
Debt	16	5,540	7,153
Other liabilities		35,157	26,485
		40,697	33,638
Deferred income	17	248	275
Total shareholders' equity and liabilities		96,817	98,430

STATEMENT OF INCOME

millions of €	Note	2012	2011
Net revenue	19	3,817	3,824
Own capitalized costs	20	2	0
Total operating performance		3,819	3,824
Other operating income	21	5,296	7,542
Goods and services purchased	22	(1,456)	(1,404)
Personnel costs	23	(3,327)	(3,398)
Depreciation, amortization and write-downs	24	(496)	(491)
Other operating expenses	25	(4,489)	(5,221)
Financial income (expense), net	26	(3,710)	1,214
Results from ordinary business activities		(4,363)	2,066
Extraordinary income (expense)	27	(17)	(19)
Taxes	28	(165)	(399)
Loss after taxes (2011: Income after taxes)		(4,545)	1,648
Unappropriated net income carried forward from previous year		1,645	3,008
Transfer from retained earnings		5,950	-
Unappropriated net income	29	3,050	4,656

NOTES TO THE FINANCIAL STATEMENTS

SUMMARY OF ACCOUNTING POLICIES

Description of business activities.

Deutsche Telekom AG¹, Bonn (hereinafter referred to as Deutsche Telekom or the Company) operates as a provider of telecommunications services, information technology (IT), multimedia, information and entertainment, security services, as well as sales and agency services via its subsidiaries. Deutsche Telekom performs its activities both in and outside Germany. The Company has various branch offices in the Federal Republic of Germany.

As the headquarters of the Deutsche Telekom Group, Deutsche Telekom performs strategic and cross-segment management functions and provides services for other Group companies. These principally comprise Vivento's services for providing employees with new employment opportunities as part of the staff restructuring program, the Real Estate Services unit, whose activities include the management of the Company's real estate portfolio, the Products & Innovation unit, which is responsible for products and innovation within the Deutsche Telekom Group, and other Group-wide functions in the area of technology, IT, and mobile communications. The Company also encompasses the International Carrier Sales and Solutions unit, which primarily provides wholesale telecommunications services for Deutsche Telekom's subsidiaries.

Part of the Company's workforce is employed in its subsidiaries. Most of these are civil servants who have been assigned jobs in compliance with the statutory provisions.

During the reporting period, Deutsche Telekom transferred key IT units and support units to the new Telekom IT unit within T-Systems International GmbH, Frankfurt am Main (hereinafter referred to as T-Systems), with effect from July 1, 2012. As a result of this reorganization, T-Systems became the main IT service provider in the Deutsche Telekom Group. Also effective July 1, 2012, the software transferred in the process was licensed back to Deutsche Telekom, provided these are the users of the software.

Vivento Technical Services GmbH, Bonn, was merged with Deutsche Telekom in the 2012 financial year on the basis of the merger agreement dated August 27, 2012. This took effect on January 1, 2012 by way of a merger by absorption pursuant to § 2 No. 1 of the German Transformation Act (Umwandlungsgesetz – UmwG). This had no material impact on Deutsche Telekom's results of operations, financial position or cash flows.

Description of the relationship with the Federal Republic of Germany.

The Federal Republic's total shareholding in Deutsche Telekom amounted to 32.0 percent at the end of the reporting period, of which 17.0 percent was held by KfW Bankengruppe (KfW) and attributable to the Federal Republic in accordance with § 16 (4) of the German Stock Corporation Act (Aktiengesetz – AktG). Since December 2005, the Federal Ministry of Finance has been responsible for administering the Federal Republic's shareholding and exercising its rights as a shareholder.

In accordance with legal regulations, the Federal Posts and Telecommunications Agency (Federal Agency) assumes coordination and administrative tasks that affect cross-company issues at Deutsche Telekom, Deutsche Post AG, Bonn, and Deutsche Postbank AG, Bonn. These are performed on the basis of agency agreements for the Civil Service Health Insurance Fund (Post-beamtenkrankenkasse – PBeaKK), the recreation service (Erholungswerk), the supplementary retirement pensions institution (Versorgungsanstalt der Deutschen Bundespost – VAP), and the welfare service (Betreuungswerk), among others.

The Federal Republic sources services from the Company as a customer of Deutsche Telekom. Charges for services provided to the Federal Republic and its departments and agencies are based on Deutsche Telekom's commercial pricing policies. Services provided to any one department or agency do not represent a significant component of Deutsche Telekom's net revenue.

The Federal Network Agency for Electricity, Gas, Telecommunications, Posts, and Railways is a separate higher federal authority within the scope of business of the Federal Ministry of Economics and Technology. One of its tasks is to supervise the telecommunications sector in Germany. In this capacity it regulates the business activities of Deutsche Telekom.

¹ Deutsche Telekom was entered into the commercial register of the Bonn District Court (Amtsgericht – HRB 6794) under the name Deutsche Telekom AG on January 2, 1995.

Comparability with prior-year figures on account of organizational changes.

In accordance with § 265 (2) sentence 1 of the German Commercial Code (Handelsgesetzbuch – HGB), the comparative figures from the Company's preceding financial year have been presented for the balance sheet as of December 31, 2012 and the statement of income for the period January 1 to December 31, 2012.

On account of the transfer of the IT business to T-Systems as described, the figures relating to these business areas are not comparable with the amounts for the previous year (§ 265 (2) sentence 2 HGB). Prior-year amounts were not restated (§ 265 (2) sentence 3 HGB).

Where the effects of the transfer of the IT business to T-Systems are material and expedient for better comprehension of the business figures, they will be presented in the notes to individual items in the balance sheet and statement of income.

Basis of preparation.

The annual financial statements and the management report of Deutsche Telekom, which is combined with the Group management report in accordance with § 315 (3) HGB in conjunction with § 298 (3) HGB, are prepared in accordance with German GAAP and the German Stock Corporation Act.

The balance sheet and the statement of income are prepared in accordance with the classification requirements of § 266 and § 275 HGB. The statement of income is prepared using the total cost method in accordance with § 275 (2) HGB. Unless otherwise stated, all amounts shown are in millions of euros (€/EUR). The financial year corresponds to the calendar year. Certain items have been aggregated for presentation purposes in the balance sheet and the statement of income in order to make the financial statements clearer. These items are disclosed separately in the notes. Other required disclosures for individual items of the balance sheet and the statement of income are also made in the notes.

Accounting policies.

Purchased **intangible assets** are carried at acquisition cost and are amortized on a straight-line basis over their estimated useful lives.

Deutsche Telekom does not exercise its option to recognize internally generated intangible assets in accordance with § 248 (2) HGB.

As permitted by Postreform II, **property, plant and equipment** transferred to Deutsche Telekom on January 1, 1995 was recorded in the opening balance sheet of Deutsche Telekom at fair market values at that date. However, due to the short period of time that had elapsed since the measurement date for property, plant and equipment acquired since January 1, 1993, their carrying amount as of December 31, 1994 was recognized on a historical cost basis. The remaining useful lives and the depreciation methods applicable to these assets were not changed. The fair market values shown in the opening balance sheet have been carried forward as the acquisition costs.

Other items of property, plant, and equipment are carried at acquisition or production cost, less scheduled depreciation. Production cost includes directly attributable costs and an appropriate allocation of indirect material and labor cost. Borrowing costs are not capitalized. Write-downs to the lower of cost or market value are charged if an impairment of assets is assumed to be permanent.

Depreciation is generally charged using the straight-line method. The standard useful lives used for the calculation are based on a company-specific estimate that takes both technical and commercial devaluation factors into account.

Since the German Accounting Law Modernization Act (Bilanzrechtsmodernisierungsgesetz – BilMoG) entered into force, write-downs that are only permissible under tax law are generally no longer permitted in the annual financial statements. Deutsche Telekom exercises the option to retain the existing carrying amounts in accordance with Art. 67 (4) sentence 1 of the Introductory Act to the German Commercial Code (Einführungsgesetz zum Handelsgesetzbuch – EGHGB). Starting on January 1, 2010, residual value as of December 31, 2009 is written down over the remaining useful life using the straight-line method. This method makes it possible to give a picture that more truly reflects the Company's actual financial position and results of operations.

The following specific useful lives are applied to depreciation:

	Years
Acquired software	3 to 4
Other rights of use	As contractually agreed
Buildings	25 to 50
Transmission, switching and radio transmission equipment	3 to 10
International cable systems	3 to 15
Other equipment, plant and office equipment	3 to 23

Additions to real estate and movable items of property, plant and equipment are depreciated ratably from the year of acquisition.

Since January 1, 2008, assets with an acquisition or production cost below EUR 150 have been written down immediately in the year of acquisition. Assets whose acquisition or production cost exceeds EUR 150 but is less than EUR 1,000 are capitalized in annual omnibus items of immaterial significance and depreciated over five years. These assets are presented as disposals in the statement of noncurrent assets when they are written off in full. For purposes of simplification, the tax method used to compile the omnibus items is also applied in the financial accounts.

Noncurrent assets sold or otherwise disposed of are derecognized at their relevant carrying amount (cost less accumulated depreciation). A gain or loss is recognized in income for the difference between the proceeds from the sale and the carrying amount of the asset concerned.

Financial assets are reported at the lower of cost or market value. In the case of financial assets acquired in a foreign currency, the exchange rate at the transaction date is used to determine the acquisition cost; in the case of hedges, the hedging rate for the purchased foreign currency is used, provided an effective hedge was recognized. Loan receivables correspond to the loan amounts less repayments and – if applicable – less any write-downs to the lower fair value. Nonscheduled write-downs are charged only if the impairment of financial assets is assumed to be permanent.

As a consequence of the application of IDW ERS HFA 13 note 94 as amended, in the event of the shareholder drawing assets, the reduction in the net carrying amount of the investment is calculated and recognized on the basis “of the ratio of the fair value of the asset drawn to the fair value of the investment.” The difference between the reduction in the net carrying amount and the amount of the assets drawn is hence recognized in the statement of income.

Raw materials and supplies and **merchandise** are recognized at acquisition cost and reduced to the lower of cost or market value at the balance sheet date. Adequate write-downs are charged for inventory risks resulting from obsolescence or impaired marketability.

In accordance with § 240 (4) HGB, items of inventory of a similar nature are aggregated into groups and carried at their moving weighted average value.

Receivables, other assets and **cash and cash equivalents** are carried at their nominal value. Identified individual risks are accounted for through appropriate individual valuation adjustments, and general credit risks through general valuation adjustments of receivables. Low-interest and non-interest-bearing items with more than one year remaining to maturity are discounted. In the prior year, the receivable from the compensation payment was carried at a value determined using the earnings value method.

Receivables and other assets denominated in foreign currencies are translated at the average spot rate at the balance sheet date in accordance with § 256a HGB and measured at acquisition or production cost (§ 253 (1) sentence 1 HGB) applying the realization principle (§ 252 (1) no. 4 half-sentence 2 HGB). Current items with maturities of one year or less are measured at the average spot rate at the balance sheet date in accordance with § 256a HGB.

In accordance with § 266 (2) letter C HGB, **prepaid expenses and deferred charges** are presented separately and recalculated at each balance sheet date. The discount included under prepaid expenses and deferred charges results from the difference between the settlement amount of a financial liability and the lower principal amount. The discount is amortized over the terms of the financial liabilities by systematic annual charges (§ 250 (3) sentence 2 HGB). Deutsche Telekom does not make use of the option to immediately recognize the difference as an expense.

As part of **stock-based compensation plans**, stock options refer to what are known as equity-settled plans granted in connection with a contingent capital increase and are recognized at the date the options are exercised, and not at the grant date. Of the funds received by the Company on the exercise date, a proportionate amount of the shares issued is transferred to capital stock and any excess amount to capital reserves in accordance with § 272 (2) No. 1 HGB. By contrast, the mid-term incentive plans (MTIPs), being what is known as cash-settled plans, are recognized in the statement of income from the time of their implementation. For both cash-settled and equity-settled share-based payment transactions, the fair value is determined using internationally accepted valuation techniques (such as the Monte Carlo model). In addition, under the performance-related salary component, Variable I, the Board of Management

and the business leader team are also contractually obliged to invest a portion of their annual variable compensation – determined according to the level of achievement of fixed targets set for each individual for the financial year – in shares of Deutsche Telekom, which must be kept for at least four years. Deutsche Telekom will grant one additional share for every share acquired by the beneficiaries (share matching plan), which will be allotted to the beneficiaries of this plan from Deutsche Telekom's holding of treasury shares on expiration of the four-year lock-up period. In addition, the Board of Management, the business leader team and other executives are awarded performance-based compensation based on the level of achievement of long-term targets (Variable II). An accrual was recognized for the expected costs of granting matching shares of Variable I and for Variable II; the associated personnel costs will be spread over the respective minimum duration.

Accruals for pensions and similar obligations are based on obligations to non-civil servants. These accruals are calculated on the basis of actuarial principles, applying the projected unit credit method and using the 2005 G life expectancy tables published by Prof. Klaus Heubeck, which also take expected future salary and benefit increases into account. The interest rate used to determine the present value of the pension obligations corresponds to the average market interest rate for the past seven years published by the Deutsche Bundesbank that results from an assumed remaining maturity of 15 years (§ 253 (2) sentence 2 HGB). Where an addition to pension accruals is required on account of the change in measurement following the entry into force of BilMoG, the amount must aggregate to at least one 15th in each reporting year up to December 31, 2024 at the latest (Art. 67 (1) sentence 1 EGHGB). The Company exercised the option in such a way that the annual addition corresponds to one 15th of the total amount being added.

In the past, Deutsche Telekom concluded **partial retirement arrangements** with varying terms and conditions based on what is known as the block model. Two types of obligations, both measured at their present value in accordance with actuarial principles, arise and are accounted for separately. These two obligations are outstanding settlement amounts and step-up amounts. Step-up amounts are often hybrid in nature, i.e., although the agreement is often considered a form of compensation for terminating the employment relationship at an earlier date, payments to be made at a later date are subject to the performance of work in the future. Insofar as partial retirement programs are mainly to be considered severance instruments, step-up payments are recognized in full as soon as the obligation arises. In cases where the focus is on the future performance of work, the top-up payments are recognized over their vesting period.

Long-term credits are measured at the present value using actuarial principles.

To hedge claims from partial retirement, long-term credits and pension obligations, securities have been transferred to a trustee under a contractual trust arrangement (CTA). In accordance with § 246 (2) sentence 2 HGB, the accruals for partial retirement, long-term credits and pension obligations are offset against the corresponding plan assets. The plan assets offset are measured at their fair value in accordance with § 253 (1) sentence 4 HGB. Any resulting excess in plan assets is recognized as an asset and presented under a separate heading (§ 266 (2) letter E HGB). In accordance with § 246 (2) sentence 2 HGB, income and expenses from discounting and from the assets to be offset are also offset under financial income/expense. If the fair value of the plan assets exceeds the historical cost, this part is subject to the restriction on distribution in accordance with § 268 (8) HGB.

Tax and other accruals, including those for contingent losses and environmental liabilities, are carried at the settlement amount considered necessary in accordance with prudent commercial practice. Sufficient allowance is made for all identifiable risks when measuring these accruals. Expected increases in prices and costs in the meantime are taken into account.

Accruals with a remaining term of more than one year are discounted at the balance sheet date at the interest rate published by the Deutsche Bundesbank, which is the average market interest rate for the past seven financial years corresponding to their remaining maturity.

Where reversals of accruals became necessary in the 2010 financial year on the basis of the introduction of the BilMoG and the resulting changes in measurement, Deutsche Telekom applied the option to retain the higher carrying amount if the amount being reversed has to be added back before December 31, 2024 (Art. 67 (1) sentence 2 EGHGB).

Liabilities are recognized at the settlement amount. In instances where the settlement amount of a liability is greater than the principal amount, the difference is recorded under prepaid expenses and deferred charges, and distributed over the term of the liability. In accordance with § 256a HGB, liabilities denominated in foreign currencies are translated at the middle spot rate at the balance sheet date and measured using the historical cost convention (§ 253 (1) sentence 1 HGB) and applying the realization principle (§ 252 (1) no. 4 half-sentence 2 HGB). Current items with maturities of one year or less are measured at the average spot rate at the balance sheet date in accordance with § 256a HGB.

In line with the imparity principle, unrealized losses relating to primary and derivative financial instruments are expensed when incurred. If financial instruments can be qualified as a valuation unit – hedged item and hedge

transactions – the unrealized losses from the hedged risks are not recognized in accordance with § 254 HGB provided there are also unrealized gains in the same amount offsetting the losses (net hedge presentation method). If the offset (netting) of the change in values of the hedged item and the hedge instrument results in a net loss, it is recognized in net income or loss through an accrual for contingent losses in accordance with IDW RS HFA 35, whereas unrealized gains are not recognized until realized.

Financial liabilities denominated in foreign currencies that are part of a hedge are recognized at the middle spot rate at the transaction date.

Unrealized settlement gains and losses from expired hedge transactions for rolling hedging (roll-over gains or losses) are reported separately as other assets or other liabilities.

Net revenue includes all revenues from the rendering of services and the sale of merchandise that are typical for Deutsche Telekom, i.e., revenues from Deutsche Telekom's ordinary business activities. This primarily relates to revenue from the International Carrier Sales & Solutions and Products & Innovation units plus revenue from hiring out employees, renting and leasing out property, and offering training services.

Revenue is recorded net of value-added tax and sales-related reductions. In accordance with the realization principle, revenue is recognized in the accounting period when earned.

Research and development costs are expensed as incurred.

Pension costs include expenditures in connection with the appropriation of accruals for current employees as well as expenditures for ongoing payments to the joint pension fund at Deutsche Post AG, Deutsche Postbank AG and Deutsche Telekom (Bundes-Pensions-Service für Post und Telekommunikation e.V., Bonn – BPS-PT) on behalf of employed civil servants.

Income tax expense includes current payable taxes on income. Deutsche Telekom has not exercised its option to recognize deferred tax assets in accordance with § 274 (1) HGB.

The effects of adjusting accounting in line with BilMoG are shown under **extraordinary income/expense**.

Scope of discretion.

The preparation of the annual financial statements requires the Company to make estimates and assumptions that affect the reported carrying amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, as well as the amounts of income and expenses recognized during the reporting period. Actual results may differ from those estimates.

Centralization of key Group IT units in the Telekom IT unit within T-Systems.

By way of a resolution by the Board of Management of Deutsche Telekom, key intragroup IT units and support units of Deutsche Telekom and other Group companies were centralized in the Telekom IT unit within T-Systems with effect from July 1, 2012. The units transferred include Corporate IT (CIT) and certain supporting resources from the Finance and Human Resources areas. The staff involved moved to T-Systems as part of a transfer of operations in accordance with § 613a of the German Civil Code (Bürgerliches Gesetzbuch – BGB).

On the basis of the contract of sale dated June 15, 2012, Deutsche Telekom transferred the assets and liabilities attributable to the above-mentioned units to T-Systems at fair values with effect from July 1, 2012. These mainly comprise intangible assets and property, plant and equipment including active contractual and other legal relationships. Employee-related receivables, liabilities, and accruals as well as other liabilities were also transferred.

The capital gain of EUR 135 million accruing to Deutsche Telekom under this contract is principally attributable to the sale of internally generated intangible assets, which were not capitalized in accordance with § 248 (2) HGB.

Insofar as Deutsche Telekom continues to use the intangible assets after the sale, T-Systems has issued rights of use for these to Deutsche Telekom, also with effect from July 1, 2012 (backlicensing). This backlicensing is based on the fair values of the intangible assets transferred and totals EUR 53 million.

The portion of the disposal gains attributable to the backlicensed intangible assets was recognized on an accrual basis in the amount of EUR 34 million in accordance with the accounting regulations governing sale and buy-back transactions set out in IDW ERS HFA 13 note 10 et seq. as amended and reversed over the useful lives of the respective rights of use.

In addition to disposals of intangible assets in the amount of EUR 259 million, the main items transferred were accruals in the amount of EUR 27 million and other liabilities of EUR 17 million.

The new Telekom IT organizational unit established within T-Systems has therefore acted as the Deutsche Telekom Group's principal IT service provider since July 1, 2012.

NOTES TO THE BALANCE SHEET

1 Noncurrent assets.

Intangible assets primarily include rights to use software and prepayments. The decrease of EUR 129 million to EUR 197 million is predominantly attributable to the transfers in connection with the combination of the Group's significant IT units within Telekom IT at T-Systems (EUR 259 million), of which intangible assets amounting to EUR 53 million were licensed back.

Property, plant and equipment decreased by EUR 432 million to EUR 4.3 billion in the reporting period, largely due to depreciation and amortization in the 2012 financial year amounting to EUR 432 million, of which EUR 333 million relates to depreciation on real estate. Investments in property, plant and equipment in the 2012 financial year totaled EUR 84 million (2011: EUR 118 million), the majority of which related to other equipment, plant and office equipment of EUR 45 million.

As of the balance sheet date, **financial assets** increased by EUR 486 million compared with December 31, 2011.

The increase of EUR 727 million in **investments in subsidiaries** was due in particular to the transfer of shares in PTC, Polska Telefonia Cyfrowa S.A., Warsaw (hereinafter referred to as PTC) from Telekom Deutschland GmbH, Bonn, (hereinafter referred to as Telekom Deutschland), for incorporation into T-Mobile Poland Holding GmbH, Bonn (formerly Omega Telekommunikationsdienste GmbH, Bonn), in accordance with § 123 (2) No. 1 UmwG effective January 1, 2012 according to the law of obligations. In application of IDW RS HFA 43, this transfer led to a decrease of EUR 1,714 million in the carrying amount of the investment in Telekom Deutschland. As consideration for the assets spun off, T-Mobile Poland Holding GmbH, Bonn, granted Deutsche Telekom a new business interest in the nominal amount of EUR 1,000, which was recognized at the fair value of the transferred assets (EUR 3,247 million) in accordance with the general principles governing barter transactions. The resulting difference was recognized in income by Deutsche Telekom in the reporting year. Equity repayments in particular by Deutsche Telekom BK-Holding GmbH, Bonn, and ClickandBuy Holding GmbH, Darmstadt, totaling EUR 321 million had an offsetting effect on investments in subsidiaries. Write-downs on net carrying amounts totaling EUR 421 million were also made in the 2012 financial year.

Loans to subsidiaries at December 31, 2012 mainly related to loans to Telekom Deutschland (EUR 5.3 billion), Scout24 Holding GmbH, Munich (EUR 322 million), and DeTeFleetServices (EUR 191 million). The decrease in loans to subsidiaries of EUR 255 million, which was partially offset by new loans to Magyar Telekom Telecommunications Public Limited Company, Budapest (EUR 237 million), is mainly attributable to the repayment of a loan to Telekom Deutschland (EUR 500 million).

Write-downs on financial assets are recorded in net financial income/expense (please refer to Note 26).

For the statement of investment holdings in accordance with § 285 No. 11 HGB, please refer to Note 40.

Statement of noncurrent assets.

millions of €	Acquisition costs								Balance at Dec. 31, 2012
	Balance at Jan. 1, 2012	Additions	Additions from transfers from Group companies	Additions from mergers and spin-offs at subsidiaries	Disposals	Disposals from transfers to Group companies	Disposals from mergers and spin-offs at subsidiaries	Reclassifi- cations	
I. Intangible assets									
1. Purchased concessions, industrial property and similar rights and assets, and licenses in such rights and assets	279	97	-	-	(44)	(134)	-	44	242
2. Advance payments	200	123	-	-	(3)	(212)	-	(44)	64
	479	220	-	-	(47)	(346)	-	-	306
II. Property, plant and equipment									
1. Land and equivalent rights and buildings including buildings on land owned by third parties	11,142	17	-	1	(287)	-	-	30	10,903
2. Technical equipment and machinery	520	7	-	-	(20)	(8)	-	5	504
3. Other equipment, plant and office equipment	926	45	2	-	(34)	(116)	-	4	827
4. Advance payments and construction in progress	47	15	-	-	(5)	(1)	-	(39)	17
	12,635	84	2	1	(346)	(125)	-	-	12,251
III. Financial assets									
1. Investments in subsidiaries	78,736	40	-	3,247	(417)	-	(1,750)	-	79,856
2. Loans to subsidiaries	6,410	337	-	-	(592)	-	-	-	6,155
3. Investments in associated and related companies	212	15	-	-	-	-	-	-	227
4. Other long-term loans	12	-	-	-	(1)	-	-	-	11
	85,370	392	-	3,247	(1,010)	-	(1,750)	-	86,249
Noncurrent assets	98,484	696	2	3,248	(1,403)	(471)	(1,750)	-	98,806

Depreciation, amortization and write-downs									Net carrying amounts		
Balance at Jan. 1, 2012	Additions	Additions from transfers from Group companies	Additions from mergers	Disposals	Disposals from transfers to Group companies	Disposals from mergers	Reclassifications	Write-ups	Balance at Dec. 31, 2012	Balance at Dec. 31, 2012	Balance at Dec. 31, 2011
(153)	(64)	-	-	42	66	-	-	-	(109)	133	126
-	-	-	-	-	-	-	-	-	-	64	200
(153)	(64)	-	-	42	66	-	-	-	(109)	197	326
(6,809)	(333)	-	(1)	235	-	-	(4)	16	(6,896)	4,007	4,333
(416)	(43)	-	-	21	6	-	-	-	(432)	72	104
(712)	(56)	(1)	-	33	75	-	4	-	(657)	170	214
-	-	-	-	-	-	-	-	-	-	17	47
(7,937)	(432)	(1)	(1)	289	81	-	-	16	(7,985)	4,266	4,698
(4,116)	(421)	-	-	-	-	18	-	10	(4,509)	75,347	74,620
(6)	-	-	-	-	-	-	-	-	(6)	6,149	6,404
(102)	-	-	-	-	-	-	-	-	(102)	125	110
-	-	-	-	-	-	-	-	-	-	11	12
(4,224)	(421)	-	-	-	-	18	-	10	(4,617)	81,632	81,146
(12,314)	(917)	(1)	(1)	331	147	18	-	26	(12,711)	86,095	86,170

2 Inventories.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Merchandise	2	5
	2	5

3 Receivables.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Trade accounts receivable of which: with a remaining maturity of more than one year € 0 million (Dec. 31, 2011: € 0 million)	90	61
Receivables from subsidiaries of which: with a remaining maturity of more than one year € 42 million (Dec. 31, 2011: € 68 million)	8,169	8,083
Receivables from associated and related companies of which: with a remaining maturity of more than one year € 0 million (Dec. 31, 2011: € 0 million)	43	295
	8,302	8,439

The year-on-year increase in **trade accounts receivable** is attributable in particular to the higher level of receivables at the International Carrier Sales & Solutions (ICSS) business unit from network operator services and network services for international carriers.

Receivables from subsidiaries consist of receivables related to inter-company cash pooling amounting to EUR 6,843 million (December 31, 2011: EUR 6.9 billion), intercompany trade accounts receivable amounting to EUR 610 million (December 31, 2011: EUR 463 million), other receivables amounting to EUR 402 million (December 31, 2011: EUR 361 million) and financial receivables amounting to EUR 314 million (December 31, 2011: EUR 353 million).

Most of the **receivables from associated and related companies** relate to receivables from Everything Everywhere Ltd., Hatfield. The decrease in these receivables is mainly attributable to the repayment of a floating rate bond issued by Everything Everywhere Ltd., Hatfield, in the amount of EUR 219 million.

4 Other assets.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Tax receivables		
Income tax receivables		
Corporate income tax	6	11
Trade income tax	1	1
Solidarity surcharge	0	-
	7	12
Receivables from reimbursements	265	80
Accrued interest	265	226
Receivables from collateral	246	302
Receivables from derivatives	117	124
Receivables from employees	5	6
Receivables from compensation payment	-	804
Miscellaneous other assets	37	82
	935	1,624
	942	1,636

Tax receivables relate to the prior year and were primarily a result of allowable taxes and the corporate income tax credits recognized in the balance sheet pursuant to § 37 of the German Corporation Tax Act (Körperschaftsteuergesetz – KStG).

Receivables from reimbursements mainly consist of interoperator discount services and relate to roaming agreements with foreign mobile communications providers. Deutsche Telekom's subsidiaries are entitled to, and will be credited with, the reimbursements received, which are initially bundled by Deutsche Telekom. Receivables from and liabilities to foreign mobile communications providers were reported separately under other assets and other liabilities in the reporting year, whereas they were netted in the prior year. In addition, payments for the utilization of satellite transmission capacity amounting to EUR 34 million were passed on in December 2012.

Accrued interest was almost exclusively from interest rate derivatives.

Collateral is used to hedge the credit risk from derivative financial instruments. In this case, Deutsche Telekom transfers collateral in the form of cash to its contracting parties if the fair values of the derivatives exceed a certain allowance.

Receivables from derivatives relate to unrealized settlement gains and losses from expired hedge transactions for revolving hedging (roll-over gains or losses).

The **receivables from compensation payment** totaling EUR 804 million reported in the prior year related to spectrum licenses to be granted by AT&T Inc., Dallas, in connection with the non-completion of the sale of T-Mobile USA, Inc., Bellevue.

Miscellaneous other assets include receivables from BPS-PT.

Of the receivables reported under other assets, EUR 120 million (December 31, 2011: EUR 132 million) have a remaining maturity of more than one year.

5 Cash and cash equivalents.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Cash in hand, cash in banks, checks	997	1,507
	997	1,507

The total time to maturity of **cash and cash equivalents** is less than three months.

6 Prepaid expenses and deferred charges.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Personnel costs	292	531
Discounts of loans	87	61
Other prepaid expenses	91	52
	470	644

Deferred personnel costs in the reporting period mainly comprise prepaid expenses to BPS-PT for 2013.

7 Difference between plan assets and partial retirement liabilities.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Settlement amount of the netted liabilities from partial retirement agreements and long-term credits	92	94
Fair value of the CTA assets	101	123
Acquisition costs of the CTA assets	102	130
Netted expenses	0	2
Netted income	3	4
Excess of assets above obligations from outstanding settlement amounts from partial retirement agreements and long-term credits	9	29

The **difference between plan assets and partial retirement liabilities** amounting to EUR 9 million relates exclusively to the netting of marketable securities and cash in banks in the amount of EUR 101 million with the outstanding settlement amounts for accruals for partial retirement and long-term credits amounting to EUR 92 million. Marketable securities and cash in banks serve as security for entitlements from partial retirement agreements and employees' long-term credits under the CTA that had been transferred to a trustee. The fair value of the CTA assets covers in full Deutsche Telekom's discounted outstanding settlement amounts relating to obligations from partial retirement and long-term credits at December 31, 2012. The acquisition cost of the CTA asset for long-term credits is lower than its fair value. The resulting difference of approximately EUR 1 million is subject to a restriction on distribution. Income from the assets is generally netted with the corresponding expenses in net interest income/expense.

The CTA assets were valued as of the respective balance sheet date taking into account current prices.

8 Shareholders' equity.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Capital stock	11,063	11,063
less the imputed value of treasury shares	(6)	(6)
Issued capital	11,057	11,057
Additional paid-in capital	26,752	26,752
	26,752	26,752
Retained earnings		
other retained earnings	9,548	15,498
	9,548	15,498
Unappropriated net income	3,050	4,656
	50,407	57,963

Shareholders' equity decreased year-on-year by EUR 7,556 million. The changes are described in detail in the following sections.

9 Capital stock.

	Authorized and issued capital		Authorized capital (not issued)		Contingent capital (not issued)	
	thousands of shares	thousands of €	thousands of shares	thousands of €	thousands of shares	thousands of €
As of Dec. 31, 2011	4,321,319	11,062,577	865,000	2,214,400	442,115	1,131,813
As of Dec. 31, 2012	4,321,319	11,062,577	865,000	2,214,400	442,115	1,131,813

Deutsche Telekom's **capital stock** at December 31, 2012 totaled EUR 11.1 billion. The capital stock is divided into 4,321,319,206 registered no par value shares. Each share entitles the holder to one vote.

As of December 31, 2012, the shareholders listed in the following table had shareholdings in Deutsche Telekom subject to reporting requirements in accordance with § 21 (1) of the German Securities Trading Act (Wertpapierhandelsgesetz – WpHG). The remaining shares were in free float.

The stakes of two shareholders that are subject to reporting requirements, BlackRock, Inc., New York, NY (hereinafter referred to as BlackRock) and The Blackstone Group, New York, NY (hereinafter referred to as Blackstone) changed in the course of the year. BlackRock issued a notification on December 24, 2012 stating that its stake in Deutsche Telekom as of December 17, 2012 was 3.0 percent. In its notification dated November 7, 2012, Blackstone stated that it had fallen below the notification threshold of 3 percent on November 6, 2012.

	Dec. 31, 2012	
	thousands of shares	%
Federal Republic of Germany	646,575	15.0
KfW Bankengruppe	735,662	17.0
BlackRock	129,899	3.0

Allocated shares.

In the course of the acquisition of T-Mobile USA Inc., Bellevue/Powertel Inc., Bellevue, Deutsche Telekom granted options on Deutsche Telekom shares in exchange for the outstanding warrants between Deutsche Telekom and T-Mobile USA/Powertel at the time of the acquisition. New shares from authorized capital were issued to trustees and allocated for the benefit of holders of warrants, options, and conversion rights, among others. As of December 31, 2012, the number of Deutsche Telekom shares allocated for the stock options granted to T-Mobile USA/Powertel employees and still outstanding was 67,000.

Authorized capital.

The 2009 authorized capital I and 2009 authorized capital II were as follows at December 31, 2012:

	thousands of €	thousands of shares	Purpose	Authorization until
2009 Authorized capital I	2,176,000	850,000	Capital stock increase against noncash contribution	April 29, 2014
2009 Authorized capital II	38,400	15,000	Granting of employee shares	April 29, 2014

2009 Authorized capital I.

The shareholders' meeting on April 30, 2009 authorized the Board of Management to increase the capital stock with the approval of the Supervisory Board by up to EUR 2,176,000,000 by issuing up to 850,000,000 no par value registered shares against non-cash capital contributions in the period ending April 29, 2014. This authorization may be exercised either in full or in one or several partial amounts. The Board of Management is authorized, subject to the approval of the Supervisory Board, to disapply shareholders' preemptive rights when issuing new shares for business combinations or acquisitions of companies, parts thereof or interests in companies, including increasing existing investment holdings, or other assets eligible for contribution for such acquisitions, including receivables from the Company. The Board of Management is also authorized, subject to the approval of the Supervisory Board, to determine the rights accruing to the shares in the future and the conditions for issuing shares.

2009 Authorized capital II.

The shareholders' meeting on April 30, 2009 authorized the Board of Management to increase the capital stock with the approval of the Supervisory Board by up to EUR 38,400,000 by issuing up to 15,000,000 no par value registered shares against cash and/or non-cash contributions in the period ending April 29, 2014. This authorization may be exercised either in full or in one or several partial amounts. Shareholders' subscription rights are disappplied. The new shares may only be issued to grant shares to employees of Deutsche Telekom and of lower-tier companies (employee shares). The new shares can also be issued to a bank or some other company meeting the requirements of § 186 (5) sentence 1 AktG that assumes the obligation to use these shares for the sole purpose of granting employee shares. Where permitted by law, the employee shares may also be issued in such a way that the contribution to be paid in return is taken from the part of the income after taxes that the Board of Management and the Supervisory Board may transfer to other retained earnings in accordance with § 58 (2) AktG. The shares to be issued as employee shares can also be acquired in the form of a securities loan from a bank or some other company meeting the requirements of § 186 (5), sentence 1 AktG and the new shares used to repay this securities loan. The Board of Management is authorized, with the approval of the Supervisory Board, to determine the rights accruing to the shares in the future and the conditions for issuing shares.

Contingent capital.

As of December 31, 2012, Deutsche Telekom had the following contingent capital:

	thousands of €	thousands of shares	Purpose
Contingent capital II	31,813	12,427	Meeting subscription rights to shares from stock options
2010 contingent capital	1,100,000	429,688	Servicing issued or guaranteed convertible bonds or bonds with warrants

Contingent capital II.

The capital stock has been contingently increased by up to EUR 31,813,089.28 as of December 31, 2012, composed of up to 12,426,988 new no par value registered shares. The contingent capital increase is exclusively intended for the purpose of meeting subscription rights to shares from stock options granted in the period until December 31, 2003 to members of the Board of Management of the Company, to members of second-tier management, and to other executives, managers, and specialists of the Company and to members of the boards of management, members of management, and other executives, managers, and specialists at lower-tier Group companies in Germany and other countries, on the basis of the authorization for a 2001 Stock Option Plan granted by resolution of the shareholders' meeting on May 29, 2001. It will be implemented only to the extent that the holders of stock options exercise these options.

The 2001 stock option plan underlying the contingent capital II expired in the 2012 financial year. No more stock options were exercised in 2012 to acquire shares from this plan, which means there was no change to the contingent capital II of EUR 31,813,089.28.

2010 contingent capital.

The capital stock was contingently increased by up to EUR 1,100,000,000 as of December 31, 2012, composed of up to 429,687,500 no par value registered shares (2010 contingent capital). The contingent capital increase will be implemented only to the extent that

- a) the holders or creditors of bonds with warrants, convertible bonds, profit participation rights and/or participating bonds (or combinations of these instruments) with options or conversion rights, which are issued or guaranteed by Deutsche Telekom or its direct or indirect majority holdings by May 2, 2015, on the basis of the authorization resolution granted by the shareholders' meeting on May 3, 2010, make use of their option and/or conversion rights or

- b) those obligated as a result of bonds with warrants, convertible bonds, profit participation rights and/or participating bonds (or combinations of these instruments) which are issued or guaranteed by Deutsche Telekom or its direct or indirect majority holdings by May 2, 2015, on the basis of the authorization resolution granted by the shareholders' meeting on May 3, 2010, fulfill their option or conversion obligations

and other forms of fulfillment are not used. The new shares shall participate in profits starting at the beginning of the financial year in which they are issued as the result of the exercise of any option or conversion rights or the fulfillment of any option or conversion obligations. The Supervisory Board is authorized to amend § 5 (5) of the Articles of Incorporation in accordance with the particular usage of the contingent capital and after the expiry of all the option or conversion periods.

Treasury shares.

The amount of capital stock assigned to treasury shares was EUR 5.6 million at December 31, 2012. This equates to 0.05 percent of the capital stock. At 2,195,327 shares, the holding of treasury shares breaks down as follows:

Number	
1999 Employee Stock Purchase Plan	5,185,278
Decrease as a result of the 2000 Employee Stock Purchase Plan	(2,988,980)
Decrease as a result of the 2005 Employee Stock Purchase Plan	(314,790)
Share Matching Plan	313,819
	2,195,327

Buy-back of Deutsche Telekom shares.

The shareholders' meeting resolved on May 24, 2012 to authorize the Board of Management to purchase shares in the Company by May 23, 2017, with the amount of capital stock accounted for by these shares totaling up to EUR 1,106,257,715.20, provided the shares to be purchased on the basis of this authorization in conjunction with the other shares of the Company which the Company has already purchased and still possesses or are to be assigned to it under § 71 d and § 71 e AktG do not at any time account for more than 10 percent of the Company's capital stock. Moreover, the requirements under § 71 (2) sentences 2 and 3 AktG must be complied with. Shares shall not be purchased for the purpose of trading in treasury shares. This authorization may be exercised in full or in part. The purchase can be carried out in partial tranches spread over various purchase dates within the authorization period until the maximum purchase volume is reached. Dependent Group companies of Deutsche Telekom within the meaning of § 17 AktG or third parties acting for the account of Deutsche Telekom or for the account of dependent Group companies of Deutsche Telekom within the meaning of § 17 AktG are also entitled to purchase the shares. The shares are purchased through the stock exchange in adherence to the principle of equal treatment (§ 53a AktG). Shares can instead also be purchased by means of a public purchase or share exchange offer addressed to all shareholders, which, subject to a subsequently approved exclusion of the right to offer shares, must also comply with the principle of equal treatment.

The shares are to be used for one or several of the purposes permitted by the authorization granted by the shareholders' meeting on May 24, 2012 under item 7 on the agenda. The shares are also to be used for purposes for which an exclusion of subscription rights is intended, but can also be withdrawn or sold through the stock market or by way of an offer to all shareholders. The shares are to be available to fulfill the rights of Board of Management members to receive shares in Deutsche Telekom, which the Supervisory Board has granted to these members as part of the arrangements governing the compensation of the Board of Management, on the basis of a decision by the Supervisory Board to this effect.

Under the resolution of the shareholders' meeting on May 24, 2012, the Board of Management is also authorized to acquire the shares through the use of equity derivatives.

No equity shares were acquired in the reporting year. On April 16, 2012, a total of 2,110 shares were taken from the treasury shares acquired in the 2011 financial year and transferred to the depots of eligible participants of the share matching plan who are not members of the Board of Management. This resulted in increases of EUR 5 thousand in Deutsche Telekom's issued capital and of EUR 13 thousand in retained earnings. As of December 31, 2012, less than 0.01 percent of capital stock related to disposals in the reporting year.

10 Additional paid-in capital.

Additional paid-in capital remained unchanged compared with the prior year.

11 Retained earnings.

Retained earnings include the transfers from income after taxes from prior years to other retained earnings. EUR 6.0 billion was transferred from retained earnings in the reporting year. Retained earnings increased by EUR 13 thousand as a result of transfer of treasury shares held by Deutsche Telekom to depots of participants in the share matching plan.

Restriction on distribution in accordance with § 268 (8) HGB.

The amount that is subject to a restriction on distribution in accordance with § 268 (8) sentence 3 HGB is attributable to the measurement of the CTA assets for accruals for pensions and similar obligations at fair value amounting to EUR 32 million and to the measurement of the CTA asset for long-term credits amounting to approximately EUR 1 million. Unappropriated net income can be distributed in full as the amount of EUR 33 million that is subject to a restriction on distribution is covered entirely by freely available reserves.

12 Stock-based compensation plans.

Deutsche Telekom stock option plan.

Upon expiry of the terms of Deutsche Telekom's stock options issued in 2001 on August 12, 2011 and of those issued in 2002 on July 14, 2012, all stock options not exercised by the end of the respective term were forfeited without replacement or compensation.

Deutsche Telekom AG Mid-Term Incentive Plan (MTIP).

Deutsche Telekom's MTIP is a cash-based plan pegged to two equally weighted, share-based performance parameters – one absolute and one relative. If both performance targets are achieved, then the total amount earmarked as an award to the beneficiaries by the respective employers is paid out; if one performance target is achieved, 50 percent of the amount is paid out, and if neither performance target is achieved, no payment is made.

The absolute performance target is achieved if, at the end of the individual plans, Deutsche Telekom's share price has risen by at least 30 percent compared with its share price at the beginning of the plan. The benchmark for the assessment is the non-weighted average prices of the T-Share (on the basis of the T-Share closing price in Xetra trading) at the Frankfurt Stock Exchange (Deutsche Börse AG) during the last 20 trading days prior to the beginning and end of the plan.

The relative performance target is achieved if the total return of the T-Share has outperformed the Dow Jones EURO STOXX® Total Return Index on a percentage basis during the term of the individual plan. The benchmark is the non-weighted average of the T-Share (on the basis of the T-Share closing

price in Xetra trading) plus the value of dividends paid and reinvested in Deutsche Telekom shares, bonus shares etc., and the non-weighted averages of the Dow Jones Euro STOXX® Total Return Index during the last 20 trading days prior to the beginning and end of the plan.

With the exception of Board of Management members who did not switch to the new compensation system for the Board of Management, the MTIP was issued for the last time in 2010 and replaced by Variable II.

Since the absolute and relative plan targets for the MTIP 2009 tranche were not met, no payment was made.

Deutsche Telekom MTIP ¹						
	Term	Maximum budget	Absolute performance target		Relative performance target	
			Starting value of the Deutsche Telekom share	Performance target for the Deutsche Telekom share	Starting value of the total return of the Deutsche Telekom share	Starting value of the total return index
	Years	millions of €	€	€	€	Points
2010 MTIP	3	57	10.29	13.38	10.29	417.62
2011 MTIP	3	1	9.79	12.73	9.79	441.12

¹ The proportionate amount to be accrued and expensed is calculated based on a Monte Carlo simulation.

Share Matching Plan.

In the 2011 financial year, specific executives were contractually obliged to invest a minimum of 10 percent and a maximum of 33.3 percent of their variable short-term remuneration component, which is based on the achievement of targets set for each person for the financial year (Variable I), in Deutsche Telekom AG shares. Deutsche Telekom AG will award one additional share for every share acquired as part of this executive's aforementioned personal investment (share matching plan). These shares will be allotted to the beneficiaries of this plan on expiration of the four-year lock-up period.

Variable II.

Deutsche Telekom's MTIP was replaced by Variable II in 2010. The exclusively long-term-oriented Variable II is measured based on the fulfillment of four equally weighted performance parameters (adjusted operational return on capital employed (ROCE), adjusted earnings per share (EPS), customer satisfaction, and employee satisfaction). Each parameter determines a quarter of the award amount. Levels of target achievement exceeding 100 percent are rewarded on a straight-line basis, capped at 150 percent of the award amount. The assessment period is four years, with the assessment being based on average target achievement across the four years planned at the time the tranche was determined.

13 Accruals for pensions and similar obligations.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Direct pension obligations of which: parallel obligation: € 1.2 billion; (Dec. 31, 2011: € 1.3 billion)	1,739	2,230
Indirect pension obligations	245	229
	1,984	2,459
Obligations in accordance with Article 131 GG	2	2
	1,986	2,461

The decrease in accruals for pensions is largely attributable to the appropriation of the plan assets amounting to EUR 439 million, which is netted with the settlement amount of the accrual.

The carrying amounts of the **pension obligations** were calculated on the basis of the actuarial reports.

The pension obligations to non-civil servant employees are based on indirect and direct pension commitments. The indirect commitments include the obligations of Versorgungsanstalt der Deutschen Bundespost (VAP) and the special pension fund of Deutsche Telekom Betriebsrenten-Service e.V. (DTBS).

Deutsche Telekom's direct pension commitments comprise direct commitments with and without VAP parallel obligations. The VAP parallel obligations are based on direct legal claims against Deutsche Telekom which were originally attributable to VAP. VAP's obligations are therefore suspended.

The VAP benefits supplement statutory pension benefits up to the level specified in the Articles of Incorporation and generally depend on the level of employee compensation and the eligible periods of service of the eligible employees. As part of the restructuring of the corporate pension plan in 1997, the employer and the trade unions entered into an agreement stipulating measures for the protection of vested VAP benefits.

Pursuant to this agreement, the benefit obligations due to retirees and employees approaching retirement will remain unchanged. For younger employees with vested benefits, the obligations have been converted into an initial amount based on the number of years of coverage to date, which was then credited to a capital account held by the employer (cash balance plan). Deutsche Telekom credits this account on an annual basis; when the insured event occurs, the account balance is paid out in full or in installments, or can be converted into a life-long pension.

The implementation norm changed as a result of the collective agreement on the restructuring of the corporate pension plan at Deutsche Telekom signed on August 17, 2005. According to this agreement, all corporate pension services for active and inactive employees will henceforth be granted directly and with a legal claim.

Pension accruals are measured using the projected unit credit method since the introduction of BilMoG effective January 1, 2010. The addition resulting from the change in the measurement of pension accruals is spread over 15 years in accordance with transitional provisions (Art. 67 (1) sentence 1 EGHGB) of BilMoG.

Pension accruals not shown in the balance sheet at December 31, 2012 as a consequence of the transitional provisions of BilMoG amounted to EUR 166 million (December 31, 2011: EUR 180 million) for direct pension obligations and EUR 34 million (December 31, 2011: EUR 37 million) for indirect pension obligations.

Calculations at the balance sheet date were based on the following assumptions:

%	2012
Notional interest rate	5.06
Projected salary increase	
Pay-scale employees	2.75
Non-pay-scale employees	2.75
Projected pension increase	
General	1.50
According to Articles of Incorporation	1.00
Fluctuation	4.00

Pension obligations were calculated using the biometrics of the 2005 G tables published by Prof. Klaus Heubeck.

Based on the actuarial reports, an accrual for direct pension obligations amounting to EUR 1,739 million is recognized at the balance sheet date (Dec. 31, 2011: EUR 2,230 million).

This figure is the result of the netting of the settlement amount of direct pension obligations at December 31, 2012 of EUR 2,576 million (December 31, 2011: EUR 2,616 million) with the fair value measured at market values of EUR 671 million (December 31, 2011: EUR 206 million) and the remaining addition (BilMoG) amounting to EUR 166 million. The acquisition cost of the plan assets totaled EUR 639 million (December 31, 2011: EUR 200 million) and were lower than the fair value. The difference of EUR 32 million by which the fair value exceeds the acquisition cost of the asset is subject to a restriction on distribution. The resulting income from the assets offset of EUR 26 million in the reporting year (2011: EUR 6 million) is subject to a restriction on distribution and was netted with expenses amounting to EUR 147 million (2011: EUR 139 million) in net interest expense.

14 Tax accruals.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Trade income tax	153	136
Corporate income tax	139	317
Other taxes	60	62
	352	515

The majority of income tax accruals related to current taxes in the 2012 financial year, which were payable despite loss carryforwards as a result of minimum taxation.

15 Other accruals.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Employee benefits		
Civil Service Health Insurance Fund	198	139
Partial retirement arrangement	40	52
Early retirement (BPS-PT)	12	-
Miscellaneous obligations	197	206
Other obligations		
Accruals for collateral promise for pension and partial retirement obligations	1,511	1,460
Loss contingencies from pending transactions	432	426
Loss contingencies from interest rate derivatives	262	314
Outstanding invoices	154	147
Litigation risks	125	111
Loss contingencies from foreign currency forward contracts	2	447
Miscellaneous other accruals	194	276
	3,127	3,578

The **accrual for the Civil Service Health Insurance Fund** (Postbeamtenkrankenkasse – PBeaKK) covers the risk of having to make compensation payments to the PBeaKK. The risk of utilization arises if a deficit were to remain after scheduled withdrawal from the fund's assets.

The decrease in the **accrual for partial retirement** is mainly attributable to the lower number of partial retirement agreements and the progression of employees into the passive phase of partial retirement. The accrual for partial retirement of EUR 40 million is completely related to the step-up amount.

The Second Act to Amend the Act for the Improvement of the Staff Structure at the Residual Special Asset of the Federal Railways and the Successor Companies of the Former Deutsche Bundespost (Zweites Gesetz zur Änderung des Gesetzes zur Verbesserung der personellen Struktur beim Bundeseisenbahnvermögen und in den Unternehmen der Deutschen Bundespost) was adopted in 2006. Under this legislation, civil servants can apply for early retirement upon reaching the age of 55, provided that they meet all the criteria stipulated in the Act. Deutsche Telekom partially offsets the resulting reduced retirement pension payments for civil servants by advance payments on account to BPS-PT as well as other expenses. The provisions for early retirement for civil servants were extended until December 31, 2012 when the reform of civil-service law came into effect and until December 2016 when the law on the reorganization of the Civil Service Pension Fund came into effect. On March 6, 2012 the Board of Management resolved to exercise the early retirement provision for the 2012 financial year. As the contracts have already been signed, the obligations to the BPS-PT are reported under liabilities. For details of the effect this had on liabilities, please refer to Note 16.

The **accruals for collateral promise for pensions and partial retirement obligations** amounting to EUR 1.5 billion primarily consist of the economic obligations assumed by Deutsche Telekom with respect to the liabilities for pension claims of the service companies (Deutsche Telekom Technischer Service GmbH, Bonn, Deutsche Telekom Technik GmbH, Bonn, and Deutsche Telekom Kundenservice GmbH, Bonn).

As in the prior year, the **accruals for loss contingencies arising from pending transactions** relate primarily to agreements concluded with partners outside the Deutsche Telekom Group with the intention of generating a contribution margin for the expenses resulting from the staff surplus, as well as to the loss contingency for the exercise of a call option to acquire shares in funds in the amount of EUR 142 million.

The decrease of EUR 52 million in **accruals for loss contingencies from interest rate derivatives** to EUR 262 million at December 31, 2012 was mainly attributable to the development of the market value of interest rate and cross currency interest rate swaps.

Accruals for outstanding invoices included accruals for legal, IT, and management consulting services.

The **accruals for litigation risks** mainly comprised risk accruals for ongoing legal disputes.

The decrease of EUR 445 million in **accruals for loss contingencies from foreign currency forward contracts** to EUR 2 million at December 31, 2012 was mainly attributable to the use of the accruals due to the maturity of U.S. dollar currency derivatives.

Miscellaneous other accruals included accruals for interests, accruals for environmental clean-up, accruals for transaction costs in connection with mergers & acquisitions (M&A) activities, accruals for contributions to professorships sponsored by Deutsche Telekom, restoration commitments and accruals for archiving expenses. The decrease in miscellaneous other accruals compared with December 31, 2011 is mainly attributable to the lower level of accruals for transaction costs in connection with M&A activities and the lower level of accruals for interests.

Deutsche Telekom made use of the option to retain the higher carrying amount of accruals under the transitional provisions of BilMoG. If it had waived this option to retain the higher carrying amount, an excess of miscellaneous other accruals of EUR 3 million would have resulted.

16 Liabilities.

millions of €	Dec. 31, 2012				Dec. 31, 2011			
	Total	of which			Total	of which		
		Due within 1 year	Due > 1 ≤ 5 years	Due > 5 years		Due within 1 year	Due > 1 ≤ 5 years	Due > 5 years
Debt								
Bonds and debentures	2,284	328	828	1,128	1,946	-	893	1,053
Liabilities to banks	3,256	316	2,810	130	5,207	2,273	2,804	130
	5,540	644	3,638	1,258	7,153	2,273	3,697	1,183
Other liabilities								
Advances received	75	75	-	-	75	75	-	-
Trade accounts payable	203	203	-	-	330	330	-	-
Payables to subsidiaries	29,011	15,736	6,689	6,586	20,866	8,813	5,462	6,591
Liabilities to associated and related companies	426	426	-	-	156	156	-	-
Other liabilities	5,442	2,362	2,345	735	5,058	1,983	2,293	782
of which: from taxes	255	255	-	-	220	220	-	-
of which: from social security	25	12	11	2	32	13	16	3
	35,157	18,802	9,034	7,321	26,485	11,357	7,755	7,373
Total liabilities	40,697	19,446	12,672	8,579	33,638	13,630	11,452	8,556

Bonds and debentures relate to treasury notes (EUR 1,128 million), bonds (EUR 299 million), and medium-term notes (EUR 857 million).

The structure of bonds and debentures is as shown below. The variable-interest bonds are assigned in accordance with the most recent interest rate fixing valid at December 31, 2012.

Due by December 31 millions of €	up to 2 %	up to 3 %	up to 4 %	up to 7 %	up to 8 %	Total
2013	123	205	-	-	-	328
2014	-	-	265	-	-	265
2015	-	-	-	-	-	-
2016	-	300	-	-	-	300
2017	-	-	165	98	-	263
2018 to 2020	-	-	-	-	1,128	1,128
	123	505	430	98	1,128	2,284

The year-on-year decrease of EUR 1,951 million in **liabilities to banks** compared with December 31, 2011 was mainly due to the repayment of commercial paper amounting to EUR 1.6 billion.

Payables to subsidiaries consisted primarily of financial liabilities of EUR 15.8 billion (December 31, 2011: EUR 14.7 billion) and liabilities arising from cash pooling of EUR 12.4 billion (December 31, 2011: EUR 5.4 billion). The increase in liabilities arising from cash pooling is attributable in particular to liabilities amounting to EUR 3.5 billion to T-Mobile Global Holding GmbH, Bonn, and a net total of EUR 4.2 billion to T-Mobile Global Zwischenholding GmbH, Bonn. Payables to subsidiaries for trade accounts payable in the reporting year amounted to EUR 443 million (December 31, 2011: EUR 312 million). Of payables to subsidiaries, EUR 15.3 billion (December 31, 2011: EUR 13.1 billion) relates to liabilities to Deutsche Telekom International Finance B.V.,

Amsterdam (hereinafter referred to as DT IF). The EUR 2.2 billion increase was almost exclusively attributable to the higher level of new debt issued compared with the level of repayments.

DT IF issues bonds and medium-term notes that it passes on to Group companies. The resulting liabilities of Deutsche Telekom to DT IF are as shown below. In individual cases, the year in which DT IF issues financial liabilities outside the Group is not the same as the year in which they are passed on to Deutsche Telekom.

2003 tranche	Nominal amount in currency	Interest rate in %	Term
USD	626,865,000	5.335	2013
EUR	500,000,000	6.706	2018
EUR	500,000,000	7.580	2033

2005 tranche	Nominal amount in currency	Interest rate in %	Term
GBP	250,000,000	4.950	2014
EUR	1,588,801,384	4.075	2015

2006 tranche	Nominal amount in currency	Interest rate in %	Term
EUR	666,563,254	4.575	2013
EUR	500,000,000	4.825	2016

2008 tranche	Nominal amount in currency	Interest rate in %	Term
EUR	200,000,000	5.926	2023

2009 tranche	Nominal amount in currency	Interest rate in %	Term
EUR	425,000,000	4.450	2014
EUR	2,000,000,000	6.075	2017
EUR	350,000,000	5.450	2021
GBP	700,000,000	6.575	2022

2010 tranche	Nominal amount in currency	Interest rate in %	Term
GBP	250,000,000	7.455	2019
EUR	462,246,714	4.375	2020
GBP	300,000,000	7.715	2030
EUR	300,000,000	4.625	2030

2011 tranche	Nominal amount in currency	Interest rate in %	Term
USD	1,250,000,000	3.250	2016

2012 tranche	Nominal amount in currency	Interest rate in %	Term
USD	1,000,000,000	2.375	2017
EUR	500,000,000	2.125	2019
EUR	650,000,000	2.875	2024
USD	1,000,000,000	5.000	2042

Liabilities to associated and related companies include trade accounts payable amounting to EUR 7 million.

The following table shows the composition of other liabilities:

millions of €	Dec. 31, 2012	Dec. 31, 2011
Liabilities from early retirement arrangements	2,305	2,352
Liabilities from loan notes	1,161	1,146
Liabilities from collateral	705	629
Liabilities from interest	413	339
Tax liabilities	255	220
Liabilities from derivatives	238	194
Liabilities to employees	26	18
Liabilities from the recognition of disposal gains on an accrual basis	25	-
Miscellaneous other liabilities	314	160
	5,442	5,058

Liabilities from early retirement arrangements for civil servants exist vis-à-vis BPS-PT and arise from payment obligations under agreements that had already been concluded. The obligations are payable in up to seven annual installments.

Liabilities from loan notes relate to insurance companies and other institutional investors. These are secured by the Federal Republic of Germany, with the exception of the loans received since 2002 totaling EUR 698 million.

Collateral is used to hedge the credit risk from derivative financial instruments. In this case, Deutsche Telekom receives collateral in the form of cash from its contracting parties if the fair values of the derivatives exceed a certain allowance.

Liabilities from interest almost exclusively relate to deferred interest on interest rate derivatives, loan notes, and medium-term notes.

Tax liabilities comprised income tax liabilities amounting to EUR 5 million (December 31, 2011: EUR 5 million) and liabilities from other taxes amounting to EUR 250 million (December 31, 2011: EUR 215 million) which in turn consisted primarily of value-added tax still to be paid from ordinary business activities relating to the fiscal entity parent company amounting to EUR 236 million and wage tax liabilities of EUR 14 million.

Liabilities from derivatives almost exclusively related to unrealized settlement gains and losses from expired hedge transactions for revolving hedging (roll-over gains or losses).

Liabilities to employees resulted almost exclusively from severance agreements.

Liabilities from the recognition of disposal gains on an accrual basis amounting to EUR 25 million (EUR 34 million at July 1, 2012) resulted from the transfer of intangible assets as part of the combination of significant IT units within the Group to form the Telekom IT unit at T-Systems.

Miscellaneous other liabilities mainly consists of interoperator discount services and relate to roaming agreements with foreign mobile communications providers. The obligations are initially bundled by Deutsche Telekom and then passed on to Deutsche Telekom's subsidiaries. Receivables from and liabilities to foreign mobile communications providers were reported separately under other assets and other liabilities in the reporting year, whereas they were netted in the prior year.

17 Deferred income.

The year-on-year decline in **deferred income** of EUR 27 million was predominantly a result of the amortization of agio on loans from DT IF.

18 Deferred taxes.

Deferred tax assets exceeded deferred tax liabilities in the reporting year. Deutsche Telekom does not exercise the option according to § 274 (1) HGB of recognizing the resulting tax relief as deferred tax assets. Deferred tax assets and liabilities mainly related to differences between carrying amounts for tax purposes and carrying amounts under German GAAP in the balance sheet items intangible assets, property, accruals, and to loss carryforwards. When determining deferred taxes, an effective tax rate of 30.7 percent was used which covers corporate income tax, the solidarity surcharge, and trade taxes.

NOTES TO THE STATEMENT OF INCOME

19 Net revenue.

Revenue by area of activity.

millions of €	2012	2011
Revenue from hiring out employees	1,245	1,300
Revenue from renting and leasing out property	1,205	1,212
Revenue from fixed network	1,203	1,156
Revenue from training services (Telekom Training)	164	156
	3,817	3,824

Revenue from hiring out employees amounted to EUR 1.2 billion (2011: EUR 1.3 billion) and resulted from hiring employees out to other companies. Employees were placed with internal and external employers on loan and temporary work contracts, and civil servants by means of assignment or temporary leave.

Revenues from renting and leasing out property totaled EUR 1.2 billion (2011: EUR 1.2 billion) and were generated under the rent including utilities model. Deutsche Telekom leased real estate centrally from GMG Generalmietgesellschaft mbH, Bonn, and then rented it out to its German subsidiaries together with facility management services in the form of standardized facility products.

Fixed-network revenues amounting to EUR 1.2 billion (2011: EUR 1.2 billion) were mainly generated through wholesale services for international carriers, to which Deutsche Telekom made available, for instance, international voice and data connections. Revenues were generated with the Internet business areas Inform&Entertain (e.g., Musicload, Gamesload) and advertising ("T-Online.de"), for example.

Revenue from training services consisted of training services for junior staff in Germany and seminars and overnight stays.

Revenue by geographic area.

millions of €	2012	2011
Domestic	3,115	3,196
International	702	628
	3,817	3,824

20 Own capitalized costs.

millions of €	2012	2011
Own capitalized costs	2	0
	2	0

21 Other operating income.

millions of €	2012	2011
Cost transfers/reimbursements	1,217	1,601
Income from derivatives	730	713
Foreign currency transaction gains	603	694
Income from other services	463	298
Income from the reversal of accruals	190	247
Income from the disposal of noncurrent assets	150	61
Income from the use of accruals for contingent losses	122	115
Income from write-ups of noncurrent assets	26	43
Other income	1,795	3,770
	5,296	7,542

Income from cost transfers/reimbursements included in particular rental and lease income from renting out property to GMG Generalmietgesellschaft mbH, Bonn, income from the billing of services provided centrally to subsidiaries (cross charging), income from the transfer of research, development, provisioning and operating costs to Telekom Deutschland, and income from the billing of administration costs including to Deutsche Telekom Accounting GmbH, Bonn, and the service companies.

Income from derivatives related to exchange rate effects from currency derivatives.

Of the total **foreign currency transaction gains**, EUR 420 million resulted from exchange rate effects realized upon the maturity of loans granted/taken out.

Income from other services in the reporting year was mainly generated in connection with Deutsche Telekom's service offering for its subsidiaries, including services provided by HR Services Telekom, health management, the legal service, and the occupational safety service, as well as commissions.

Income from the reversal of accruals in the reporting year related mainly to the reversal of accruals for employee expenses amounting to EUR 30 million (2011: EUR 23 million), accruals for litigation costs amounting to EUR 28 million (2011: EUR 57 million), accruals for transaction costs in connection with M&A activities amounting to EUR 26 million (2011: EUR 0 million) and accruals for contingent losses amounting to EUR 17 million (2011: EUR 23 million).

Of the **income from the disposal of noncurrent assets** amounting to EUR 150 million, EUR 105 million relates to the transfer of noncurrent assets to T-Systems as part of the combination of significant IT units within the Group to form the Telekom IT unit at T-Systems. Income from the disposal of noncurrent assets also includes the reversal of liabilities from the allocation of disposal gains to different periods (EUR 9 million), recognized in profit or loss, over the useful economic life of the intangible assets that were licensed back.

Other income amounting to EUR 1.8 billion resulted mainly from the realization of hidden reserves in connection with the transfer of the shares in PTC from Telekom Deutschland to T-Mobile Poland Holding GmbH, Bonn (formerly Omega Telekommunikationsdienste GmbH, Bonn).

Pursuant to § 277 (4) HGB, EUR 309 million (2011: EUR 241 million) of income relating to another period are included in other operating income in the reporting year, mainly attributable to income from the reversal of accruals, income from the disposal of noncurrent assets, and write-ups of noncurrent assets.

22 Goods and services purchased.

millions of €	2012	2011
Goods purchased		
Raw materials and supplies	1	1
Goods purchased	49	64
	50	65
Services purchased		
Interconnection rates	825	766
Other services	581	573
	1,406	1,339
	1,456	1,404

Goods purchased amounting to EUR 49 million in the reporting year consisted primarily of expenses for goods marketed via the T-Online Shop.

The increase in **interconnection rates** of EUR 59 million to EUR 825 million as an upstream service for the international wholesale services of the International Carrier Sales & Solutions unit despite the price reduction caused by regulation was mainly attributable to an increase in the volume of call minutes.

Other services primarily include EUR 399 million of expenses for upstream services related to renting and leasing out property incurred under the rent including utilities model. Other services also included expenses related to upstream services for the Internet business areas Inform&Entertain (e.g., Musicload, Gamesload), advertising ("T-Online.de"), and expenses for upstream services related to energy and training.

23 Personnel costs/Average number of employees.

millions of €	2012	2011
Wages and salaries	2,500	2,577
Social security contributions and expenses for pension plans and benefits		
Expenses for pension plans for civil servants	614	620
Social security contributions	99	97
Support allowances	82	81
Expenses for pension plans for non-civil servants	32	23
	827	821
	3,327	3,398

Personnel costs decreased by a total of EUR 71 million year-on-year as a result of a decrease in wages and salaries of EUR 77 million, which was offset by an increase in social security contributions and expenses for pension plans and benefits totaling EUR 6 million.

The decrease in **wages and salaries** of EUR 77 million is almost exclusively attributable to the lower number of employees.

As part of the **civil servants pension plans**, Deutsche Telekom maintained a special pension fund up until the 2000 reporting year. By way of a notarized agreement dated December 7, 2000, this fund was merged with the special pension funds of Deutsche Post AG, Bonn, and Deutsche Postbank AG, Bonn, to form the joint pension fund Bundes-Pensions-Service für Post und Telekommunikation e.V. (BPS-PT). On January 11, 2001, the fund was entered in the Register of Associations with retroactive effect from July 1, 2000. The registered office of BPS-PT is Bonn. BPS-PT works for the funds of all three companies and also handles the financial administration of the pension plan for the Federal Republic on a trust basis. It carries out all transactions for pension and allowance payments in respect of civil servants for Deutsche Post AG, Deutsche Postbank AG, and Deutsche Telekom. In accordance with the provisions of the German Posts and Telecommunications Reorganization Act (Postneuordnungsgesetz – PTNeuOG), BPS-PT makes pension and allowance payments to retired employees and their surviving dependents who are entitled to pension payments as a result of civil-servant status.

Under PTNeuOG, the Federal Republic compensates the special pension fund for differences between the ongoing payment obligations of BPS-PT, amounts received from Deutsche Telekom AG, and returns on assets, and guarantees that BPS-PT is always in a position to fulfill the obligations it has assumed. The Federal Republic cannot demand reimbursement from Deutsche Telekom of any amounts it pays to BPS-PT in accordance with this provision.

The level of Deutsche Telekom's payment obligations to BPS-PT is stipulated in § 16 of the Act concerning the Legal Provisions for the Former Deutsche Bundespost Staff (Postpersonalrechtsgesetz – PostPersRG). Since 2000, Deutsche Telekom has been required by law to pay to BPS-PT an annual amount equal in each case to 33 percent of the active and notional gross compensation of eligible civil servants on leave of absence, which is recognized as an expense in the year in which it is paid. The announcement by the Federal Ministry of Finance on October 25, 2011 stipulated an advance payment of EUR 609 million for the contribution for 2012. Deutsche Telekom has already made the payment in full. Only EUR 592 million (2011: 610 million) of the advance payment was recognized as an expense due to the lower number of active civil servants and civil servants on leave of absence in the reporting year. The year-on-year decline in costs was primarily due to the reduction in the number of active civil servants (departures as a result of reaching retirement age and take-up of early retirement options).

The average number of employees (full-time equivalents) developed as follows:

Number	2012	2011
Civil servants	22,920	24,810
Non-civil servants	9,315	9,917
	32,235	34,727
Trainees and student interns	8,283	8,596

The decrease in the number of employees is predominantly attributable to the use of early retirement arrangements for civil servants.

24 Depreciation, amortization and write-downs.

millions of €	2012	2011
Depreciation and amortization		
Amortization of intangible assets	64	77
Depreciation of property, plant and equipment	339	341
	403	418
Write-downs		
in accordance with § 253 (3) sentence 3 HGB	93	73
	496	491

EUR 64 million of the **amortization of intangible assets** related to the amortization of rights to use software (2011: EUR 72 million).

EUR 240 million of the **depreciation of property, plant and equipment** in the reporting year related to buildings (2011: EUR 225 million).

In the reporting year, **write-downs** consisted almost entirely of write-downs of real estate to the lower of cost or market value, amounting to EUR 93 million (2011: EUR 73 million).

Write-downs on financial assets are recorded in net financial income/expense.

25 Other operating expenses.

millions of €	2012	2011
Rental and leasing expenses	1,066	1,087
Expenses arising from derivatives	714	970
Foreign currency transaction losses	628	655
Legal and consulting fees	281	361
Marketing expenses	192	230
Research and development	185	274
Other employee-related costs	173	202
IT support	172	253
Additions to accruals for contingent losses	135	226
Expenses arising from reimbursements	135	92
Cleaning, transport, surveillance	132	150
Maintenance and repair	98	132
Expenses arising from a collateral promise for pension and partial retirement obligations	51	55
Other expenses	527	534
	4,489	5,221

Rental and leasing expenses were incurred in particular under the rent including utilities model and mainly include the proportion of internal use by Deutsche Telekom.

The year-on-year decrease of EUR 256 million in **expenses arising from derivatives** was primarily due to exchange rate effects from the measurement and management of currency derivatives.

Of the total **foreign currency transaction losses**, EUR 409 million resulted from exchange rate effects realized upon the maturity of loans granted/taken out.

Legal and consulting fees encompass in particular expenses for technical and business consulting, expenses for legal counseling, and expenses for the preparation and audit of annual financial statements.

Marketing expenses in the reporting year related in particular to expenses for sponsoring, trade fairs and conferences, as well as other agency fees.

Expenses for research and development mainly comprised expenses for the development of software and expenses for university partnership programs.

Other employee-related costs of EUR 173 million include expenses of EUR 68 million arising from the allocation of administration costs payable to the Federal Agency as well as compensation payments of EUR 13 million related to the placement of civil servants with various federal authorities.

Expenses for IT support relate almost entirely to the provision of computing and network services.

Additions to accrual for contingent losses are mainly the result of agreements concluded with partners outside the Deutsche Telekom Group with the intention of generating a contribution margin for the expenses resulting from the staff surplus.

Expenses arising from reimbursements amounting to EUR 135 million include EUR 62 million of reimbursement obligations to T-Systems which has a claim for the reimbursement of costs by Deutsche Telekom since July 1, 2012 in connection with the combination of significant IT units and supporting units within the Group to form the Telekom IT unit at T-Systems.

In the reporting year **other expenses** consist in particular of expenses for risk provisioning relating to ongoing legal disputes, travel expenses, insurance policies, freight charges, and temporary employment.

Pursuant to § 277 (4) HGB, EUR 23 million (2011: EUR 20 million) of expenses relating to another period are included in other operating expenses in the reporting year. This largely relates to expenses from the disposal of noncurrent assets, and to the write-off of receivables.

26 Financial income/expense, net.

millions of €	2012	2011
Income related to subsidiaries, associated and related companies of which: from subsidiaries € 173 million (2011: € 218 million)	176	219
Income from profit transfer agreements	5,123	6,583
Expenses arising from loss transfers	(7,887)	(3,853)
Income/loss related to subsidiaries, associated and related companies	(2,588)	2,949
Income from long-term loans from noncurrent financial assets of which: from subsidiaries € 295 million (2011: € 296 million)	295	296
Other interest and similar income of which: from subsidiaries € 226 million (2011: € 298 million) of which: from the discounting of accruals € 3 million (2011: € 2 million)	617	563
Interest and similar expenses of which: to subsidiaries € 0.9 billion (2011: € 1 billion) of which: from interest added back to accruals € 249 million (2011: € 251 million)	(1,613)	(1,956)
Net interest expense	(701)	(1,097)
Write-downs of financial assets and marketable securities	(421)	(638)
	(3,710)	1,214

Income related to subsidiaries, associated and related companies mainly comprises dividends from Hrvatski Telekom d.d., Zagreb (EUR 123 million), Slovak Telekom a.s., Bratislava (EUR 47 million), and DT IF (EUR 6 million).

Income from profit transfer agreements recognized in the reporting year relates primarily to the transfer of profits from Telekom Deutschland (EUR 4.2 billion), DFMG Holding GmbH, Bonn (EUR 314 million), T-Mobile Poland Holding GmbH, Bonn (formerly Omega Telekommunikationsdienste GmbH, Bonn) (EUR 193 million), and T-Mobile Global Holding Nr. 2 GmbH, Bonn (EUR 158 million).

Expenses arising from loss transfers primarily relate to T-Mobile Global Zwischenholding GmbH, Bonn (EUR 7.1 billion), T-Systems (EUR 411 million), MagyarCom Holding GmbH, Bonn (EUR 181 million) and Vivento Customer Services GmbH, Bonn (EUR 137 million).

Income from profit transfers and expenses arising from loss transfers were both influenced to a certain extent by special factors.

Income from long-term loans from noncurrent financial assets and other interest and similar income from subsidiaries largely relate to interest from loans issued to Telekom Deutschland.

Interest expenses to subsidiaries primarily result from loan relationships with DT IF.

Expenses amounting to EUR 147 million (2011: EUR 139 million) were netted with income from the CTA assets offset of EUR 26 million (2011: EUR 6 million) in finance costs.

Write-downs of financial assets mainly relate to write-downs of the investment in T-Mobile Global Holding Nr. 2 GmbH, Bonn (EUR 332 million), Hellenic Telecommunications Organization S.A. (OTE), Athens (EUR 32 million), and T-Mobile Venture Fund II GmbH & Co. KG, Bonn (EUR 20 million).

27 Extraordinary income/expense.

millions of €	2012	2011
Extraordinary expense from measurement of accruals	(17)	(19)
	(17)	(19)

Extraordinary expenses in the reporting year were mainly a result of the adjustment of the measurement of pension accruals in line with BilMoG. The Company has exercised the option to spread the addition pursuant to Art 67 (1) sentence 1 EGHGB such that the annual addition equals one 15th of the total amount being added.

28 Taxes.

millions of €	2012	2011
Income taxes	(145)	(378)
Other taxes	(20)	(21)
	(165)	(399)

The majority of **income taxes** related to current taxes in the financial year, which were payable despite loss carryforwards as a result of minimum taxation.

Income tax expense includes income relating to other periods amounting to EUR 13 million in accordance with § 277 (4) HGB.

Other taxes mainly comprised real estate tax expenses.

29 Reconciliation of loss after taxes to unappropriated net income.

The **loss after taxes** generated in the 2012 financial year amounted to EUR 4,545 million. Together with unappropriated net income carried forward from 2011 of EUR 1,645 million after payment of the dividend (unappropriated net income in the prior year of EUR 4,656 million less dividend payments of EUR 3,011 million) plus EUR 5,950 million transferred from retained earnings resulted in **unappropriated net income** of EUR 3,050 million.

OTHER DISCLOSURES

30 Guarantees and commitments and transactions not included in the balance sheet in accordance with § 285 No. 3 HGB, and reasons underlying the evaluation of the risk of utilization of guarantees and commitments in accordance with § 285 No. 27 HGB.

millions of €	Dec. 31, 2012	Dec. 31, 2011
Liabilities from guarantees	836	680
Liabilities arising from warranty agreements of which: to subsidiaries € 0 million (Dec. 31, 2011: € 0 million)	16,667	20,369
	17,503	21,049

Guarantees include litigation and security deposit guarantees, and warranties. Liabilities arising from warranty agreements relate to third parties and in some cases were incurred for subsidiaries.

Liabilities arising from warranty agreements include guarantees and comfort letters and relate predominantly to DT IF (EUR 12.5 billion), Telekom Deutschland (EUR 949 million), Everything Everywhere Ltd., Hatfield (EUR 891 million) and T-Systems (EUR 379 million). Guarantees relate in particular to loan collateral guarantees. Deutsche Telekom guarantees the liabilities of DT IF to external third parties – mostly originating from bonds and medium-term notes. In cases where the funds are not passed on to Deutsche Telekom and therefore recognized as a liability, an obligation arising from warranty agreements has to be recorded.

Deutsche Telekom signed a framework purchasing agreement with STRABAG Property and Facility Services GmbH, Münster, in 2008. Deutsche Telekom was thus able to establish a long-term contractual relationship with a highly specialized service provider for real estate management and maintenance of technical installations. Under the terms of this agreement, Deutsche Telekom guarantees to purchase from STRABAG PFS services to be used either by Deutsche Telekom directly or by its domestic subsidiaries until the end of 2018. Deutsche Telekom takes over the risk of an unconditional payment obligation if the equivalent value of the services ordered falls short of the equivalent value of the agreed minimum purchase quantity. In this case, Deutsche Telekom may assert claims against its domestic subsidiaries, to the extent they are responsible for this shortfall. The equivalent value of the agreed minimum purchase quantity of EUR 1.6 billion is reported under liabilities arising from warranty agreements.

The principal members of the Toll Collect consortium are Daimler Financial Services AG and Deutsche Telekom. In the arbitration proceedings between these principal shareholders and the consortium company Toll Collect GbR on one side and the Federal Republic of Germany on the other, concerning disputes in connection with the truck toll collection system, Deutsche Telekom received the Federal Republic of Germany's statement of claim on August 2, 2005. In the statement of claim, the Federal Republic claimed to have lost toll revenues of approximately EUR 3.5 billion plus interest owing to a delay in the commencement of operations. The total claims for contractual penalties amount to EUR 1.7 billion plus interest; these claims are based on alleged violations of the operator agreement: alleged lack of consent to subcontracting, allegedly delayed provision of on-board units and monitoring equipment. In a letter dated May 16, 2008, the Federal Republic recalculated its claim for damages for lost toll revenues and reduced it by EUR 169 million. The new claim is approximately EUR 3.3 billion plus interest. The main claims by the Federal Republic – including the contractual penalty claims – thus amount to around EUR 5.0 billion plus interest.

The Chairman of the arbitral tribunal stood down as of March 31, 2012. At the end of October 2012, following administrative proceedings, Dr. Wolfgang Nitsche was named as his successor. The proceedings will therefore continue soon.

Bank loans guarantee. Deutsche Telekom guarantees to third parties bank loans of up to a maximum amount of EUR 110 million granted to Toll Collect GmbH. These guarantees for bank loans will expire on October 15, 2015.

Equity maintenance undertaking. The consortium partners have the obligation, on a joint and several basis, to provide Toll Collect GmbH with additional equity in order to ensure a minimum equity ratio of 15 percent (in the single-entity financial statements prepared in accordance with German GAAP) (equity maintenance undertaking). This obligation ends when the operating agreement expires on August 31, 2015, or earlier if the operating agreement is terminated prematurely.

In June 2006, the Federal Republic of Germany began to partially offset its monthly advance payments for operating fees to Toll Collect GmbH of EUR 8 million against the contractual penalty claims that are already subject of the aforementioned arbitration proceedings. As a result, it may become necessary for the consortium members to provide Toll Collect GmbH with further liquidity.

The risks and obligations of Compagnie Financière et Industrielle des Autoroutes S.A., Sèvres Cedex (Cofiroute, which holds a 10-percent stake in Toll Collect) are limited to EUR 70 million. Deutsche Telekom and Daimler Financial Services AG, Berlin, have the obligation, on a joint and several basis, to indemnify Cofiroute against further claims.

Deutsche Telekom believes the claims of the Federal Republic of Germany are unfounded. Furthermore, the amount of a possible settlement attributable to the equity maintenance undertaking or the arbitration proceedings described, which may be material, cannot be estimated because of the aforementioned uncertainties.

Guarantees to the benefit of subsidiaries and contingent liabilities arising from warranty agreements entered into with third parties are not recognized as liabilities as the underlying obligation can be fulfilled by the Company's subsidiaries, meaning utilization is unlikely.

Follow-up liability in accordance with § 133 UmwG.

In accordance with § 133 UmwG, Deutsche Telekom is jointly and severally liable for the obligations of the T-Home business unit that was spun off with economic effect as of January 1, 2010. The joint and several liability applies to obligations that were established prior to the spin-off. It ends five years after the announcement of the entry of the spin-off in the commercial register, which occurred on March 30, 2010. The spin-off agreement specified that Deutsche Telekom and Telekom Deutschland release each other from any and all legally prescribed co-responsibility for obligations for which they are the principally liable party under the terms of the spin-off agreement.

Transactions not included in the balance sheet.

The aforementioned guarantees and commitments are among the transactions not included in the balance sheet.

31 Other financial obligations.

	Dec. 31, 2012			Dec. 31, 2011		
	Total	of which due		Total	of which due	
		in the following financial year	from the second financial year after the balance sheet date		in the following financial year	from the second financial year after the balance sheet date
millions of €						
Present value of payments to BPS-PT	5,009	570	4,439	5,308	600	4,708
Obligations under rental and lease agreements of which: to subsidiaries € 9.4 billion (Dec. 31, 2011: € 9.2 billion)	9,604	1,624	7,980	9,438	1,598	7,840
Purchase commitments arising from future expenditure and investments of which: to subsidiaries € 609 million (Dec. 31, 2011: € 171 million)	929	719	210	540	483	57
Commitments arising from unpaid contributions and from pending transactions of which: to subsidiaries € 642 million (Dec. 31, 2011: € 1.5 billion)	1,034	1,007	27	1,956	558	1,398
	16,576	3,920	12,656	17,242	3,239	14,003

The **present value** of payments that Deutsche Telekom is required to make in accordance with PTNeuOG to BPS-PT on the basis of the 2005 G tables published by Prof. Klaus Heubeck amounted to EUR 5.0 billion as of December 31, 2012. The year-on-year decrease is attributable to the reduction in the number of active civil servants, in particular as a result of early retirement.

Obligations under rental and lease agreements include obligations to subsidiaries in the amount of EUR 9.4 billion. These consist in particular of EUR 9.3 billion to GMG Generalmietgesellschaft mbH, Bonn, and EUR 149 million to DeTeFleetServices GmbH, Bonn.

Purchase commitments arising from future expenditure and investments were largely composed of commitments for non-capital expenditure of EUR 778 million. The increase in purchase commitments is mainly the result of the renegotiation of the service relationship with T-Systems as part of the combination of significant IT units within the Group to form the Telekom IT unit.

Unpaid and uncalled contributions relate in particular to Vivento Customer Services GmbH, Bonn (EUR 96 million), T-Mobile Venture Fund II GmbH & Co. KG, Bonn (EUR 69 million), T-Online Venture Fund GmbH & Co. KG, Bonn (EUR 28 million) and T-Corporate Venture Fund GmbH & Co. KG, Bonn (EUR 19 million).

Commitments arising from pending transactions relate in particular to commitments arising from profit and loss transfers from Vivento Customer Services GmbH, Bonn (EUR 153 million), T-Systems (EUR 107 million), GMG Generalmietgesellschaft mbH, Bonn (EUR 48 million), ClickandBuy Holding GmbH, Darmstadt (EUR 46 million) and Deutsche Telekom Accounting GmbH, Bonn (EUR 32 million).

Deutsche Telekom sold 11 items of real estate to Sireo Immobilienfonds No. 1 GmbH & Co. KG, Frankfurt/Main (referred to in the following as Sireo) in 2002 to strategically optimize its real estate portfolio. Sireo Immobilienfond's shareholders were granted put options for their shares in the company. In return, Deutsche Telekom received call options on the shares in Sireo Immobilienfonds, one of which it exercised via a declaration of acceptance on November 15, 2011 in order to acquire the majority of shares. The acquisition takes effect as of January 1, 2013 and involves a payment obligation of EUR 365 million which, as a pending transaction, has not yet been recognized as a liability. In addition, as of the reporting date the shareholder of Sireo Immobilienfonds had one remaining put option on the residual shares which entails a risk for Deutsche Telekom of a possible further payment obligation of EUR 27 million.

Deutsche Telekom is a party to a number of lawsuits and other proceedings and issues arising from the general conduct of its business. Fees for legal counseling and forecasted costs in connection with a negative outcome of proceedings were included in the accruals for litigation risks and/or in miscellaneous other operating expenses.

32 Derivative financial instruments.

Hedge transactions not included under valuation units as of the reporting date were as follows:

millions of €	Nominal amounts	Fair values
	Dec. 31, 2012	Dec. 31, 2012
Interest-related instruments		
Interest rate swaps	8,149	(129)
	8,149	(129)
Currency instruments		
Future exchange transactions	50	0
	50	0
Other instruments		
Copper derivatives	9	0
	9	0
	8,208	(129)

The fair values shown above were all determined using the discounted cash flow method, which uses the relevant market data as input parameters for calculation as of December 31, 2012.

Receivables, liabilities and accruals for derivatives were reported under the following balance sheet items:

millions of €	Dec. 31, 2012
Receivables from subsidiaries	213
Other assets	264
Other accruals	(264)
Payables to subsidiaries	(512)
Liabilities	(321)
	(620)

The Company uses derivatives for the purpose of hedging exposures to interest rate, currency and raw material price risks that arise from its ongoing business operations. The top priority in all cases in which derivatives are used is to limit the risk of the underlyings. Derivative financial instruments may therefore only be used to eliminate risk exposures, and may never be used to enter into new risks for speculative reasons.

Derivatives are designed to offset changes in the fair values and cash flow risks associated with the financial assets and liabilities to which they are allocated. Such derivatives are reviewed regularly for their effectiveness as hedge instruments. Derivative financial instruments are subject to internal controls.

As a rule, the nominal amounts of the derivative financial instruments are merely the basis for determining the interest payment (nominal amounts only represent a receivable or liability in the case of interest rate and cross currency swaps). The nominal amounts are generally not material to the value of a derivative. In contrast, the main material influences on the market value of derivatives are interest rates, exchange rates and other conditions.

Interest rate swaps are entered into to transform the coupons on bonds, and the interest rates on loans, in accordance with a mix of fixed and floating rate interest instruments that is fixed once a year.

The Company uses foreign currency forward contracts and non-deliverable forwards (NDFs) to hedge exchange rates, and cross-currency and interest rate swaps to eliminate currency and, if relevant, interest rate risks, as well as risks related to financing.

Foreign currency forward contracts and hedged items are assigned to foreign currency hedge valuation units categorized by foreign currency type and marked to market as of the balance sheet date. Foreign currency forward contracts are valued at the forward exchange rate on the balance sheet date; cross-currency and interest rate swaps are recognized at the present value of future payments. Measurement gains and losses are netted valuation unit for valuation unit. An accrual for loss contingencies from pending transactions is established for each valuation unit for the amount of the excess loss. Net gains are not recognized.

The cross-currency and interest rate swaps are primarily used to transform the original currencies of bonds, drawings on medium-term notes, and loan notes into Deutsche Telekom's target currencies (EUR and USD). In addition, various cross-currency and interest rate swaps are used to hedge currency risks in the financing of subsidiaries.

Copper derivatives are used to hedge the price risk from the sale of recovered copper that is no longer required.

Hedging risk through units:

Type of hedged item	Type of hedged risk	Value of the hedged item (carrying amount, expected value) millions of €
Assets		
	Currency risk	270
	Interest rate/currency risk	239
Liabilities		
	Interest rate risk	(9,252)
	Interest rate/currency risk	(3,960)
	Currency risk	(2,260)
Highly probable forecasted transactions		
	Interest rate risk	(4,250)
		(19,213)

The valuation units always took the form of micro hedges.

In all cases, the hedging relationships were extremely effective, as the main risk-determining parameters matched for the hedged item and hedge transaction.

The risks hedged with valuation units amounted to (averted need for accrual for contingent losses, deferred write-up of foreign currency liabilities, and deferred write-downs on foreign currency receivables):

millions of €	Dec. 31, 2012
Interest rate risk	593
Interest rate/currency risk	326
Currency risk	542
	1,461

The offsetting changes in value and cash flows are expected to largely cancel each other out by March 6, 2042, in terms of both interest rate and currency hedges.

The effectiveness of the hedge relationships in terms of the hedged risk at the balance sheet date was determined using the critical terms match method. In the case of revolving hedges, effectiveness was measured using an analysis of changes in fair value based on spot price components (dollar offset method). In these cases, the ineffective portion of the change in value calculated in this way was recorded directly in the statement of income in line with the imparity principle.

The hedged items with interest rate exposure recognized under liabilities and amounting to EUR 9.3 billion break down into underlyings of EUR 3.3 billion for cash flow hedges and EUR 6 billion for fair value hedges.

Highly probable forecast transactions of EUR 4.3 billion relate to planned financing measures in 2013 and 2018. The values underlying the hedge were determined based on the Group's medium-term plan, hence their occurrence is highly probable.

33 Exchange rates.

€	Annual average rate		Rate at the reporting date	
	2012	2011	Dec. 31, 2012	Dec. 31, 2011
100 Swiss francs (CHF)	82.96930	81.10730	82.83260	82.17540
100 Czech korunas (CZK)	3.97740	4.06830	3.98309	3.87758
1 Pound sterling (GBP)	1.23292	1.15203	1.22643	1.19583
100 Hong Kong dollars (HKD)	10.03208	9.22376	9.78560	9.94384
100 Croatian kuna (HRK)	13.29600	13.44360	13.23580	13.28090
100 Hungarian forints (HUF)	0.34582	0.35810	0.34178	0.31888
100 Japanese yen (JPY)	0.97599	0.90077	0.88025	0.99837
100 Polish zlotys (PLN)	23.89580	24.27060	24.48640	22.39550
100 Singapore dollars (SGD)	62.27390	57.16410	62.08160	59.44490
1 U.S. dollar (USD)	0.77820	0.71801	0.75845	0.77246

34 Auditor's fees and services.

The total fees charged by the external auditor for the financial year as defined in § 285 No. 17 HGB are detailed in the relevant note in the consolidated financial statements.

35 Members of the Board of Management of Deutsche Telekom AG in 2012.

René Obermann.

Chairman of the Board of Management since November 13, 2006

Seats on the supervisory bodies of other companies:

- E.ON SE, Düsseldorf (since 5/2011)

Member of the supervisory boards of the following subsidiaries, associated and related companies:

- T-Mobile USA Inc., Bellevue, United States (since 1/2003),
Chairman of the Board of Directors (since 12/2006)
- T-Systems International GmbH, Frankfurt/Main,
Chairman of the Supervisory Board (since 12/2006)

Reinhard Clemens.

Board member responsible for T-Systems since December 1, 2007

- no other seats -

Niek Jan van Damme.

Board member responsible for Germany since July 1, 2009

Member of the supervisory boards of the following subsidiaries, associated and related companies:

- Deutsche Telekom Kundenservice GmbH, Bonn (since 8/2009)
- Deutsche Telekom Technischer Service GmbH, Bonn (since 9/2009),
Chairman of the Supervisory Board (since 12/2009)
- Telekom Shop Vertriebsgesellschaft mbH, Bonn (since 8/2009),
Chairman of the Supervisory Board (since 9/2009)

Timotheus Höttges.

Board member responsible for Finance since March 1, 2009

Deputy Chairman of the Board of Management since January 1, 2013

Seats on the supervisory bodies of other companies:

- FC Bayern München AG, Munich (since 2/2010)

Member of the supervisory boards of the following subsidiaries, associated and related companies:

- Everything Everywhere Limited, Hatfield, United Kingdom,
Chairman of the Board of Directors (from 4/2010 to 4/2012),
Member of the Board of Directors (since 4/2012)
- HELLENIC TELECOMMUNICATIONS ORGANIZATION S.A. (OTE S.A.),
Maroussi, Athens, Greece (since 12/2011)
- Telekom Deutschland GmbH, Bonn (since 4/2005),
Chairman of the Supervisory Board (since 7/2009)

Dr. Thomas Kremer.

Board member responsible for Privacy, Legal Affairs and Compliance since June 1, 2012

- no other seats -

Claudia Nemat.

Board member responsible for Europe since October 1, 2011

Board member responsible for Europe and Technology since January 1, 2012

Member of the supervisory boards of the following subsidiaries, associated and related companies:

- BUYIN S.A., Brussels, Belgium (since 10/2011),
Chairwoman of the Board of Directors (since 1/2013)
- Everything Everywhere Limited, Hatfield, United Kingdom (since 10/2011)
- HELLENIC TELECOMMUNICATIONS ORGANIZATION S.A. (OTE S.A.),
Maroussi, Athens, Greece (since 10/2011)

Prof. Marion Schick.

Board member responsible for Human Resources since May 3, 2012

Member of the supervisory boards of the following subsidiaries, associated and related companies:

- T-Systems International GmbH, Frankfurt/Main (since 5/2012)
- Telekom Deutschland GmbH, Bonn (since 5/2012)

Board members who left during 2012:

Dr. Manfred Balz.

Board member responsible for Privacy, Legal Affairs and Compliance from October 22, 2008 to May 31, 2012

- no other seats -

Thomas Sattelberger.

Board member responsible for Human Resources from May 3, 2007 to May 2, 2012

Member of the supervisory boards of the following subsidiaries, associated and related companies:

- Telekom Deutschland GmbH, Bonn (from 7/2009 to 5/2012)
- T-Systems International GmbH, Frankfurt/Main (from 6/2007 to 5/2012)

36 Members of the Supervisory Board of Deutsche Telekom AG in 2012.

Prof. Ulrich Lehner.

Member of the Supervisory Board since April 17, 2008

Chairman of the Supervisory Board since April 25, 2008

Member of the Shareholders' Committee of Henkel AG & Co. KGaA, Düsseldorf

Seats on the supervisory bodies of other companies:

- Porsche Automobil Holding SE, Stuttgart (since 11/2007)
- E.ON SE, Düsseldorf (since 4/2003)
- Henkel Management AG, Düsseldorf (since 2/2008)
- ThyssenKrupp AG, Duisburg and Essen (since 1/2008)

Member of comparable supervisory bodies of companies in Germany or abroad:

- Dr. August Oetker KG, Bielefeld, Member of the Advisory Board (since 3/2000)
- Novartis AG, Basle, Switzerland, Member of the Board of Directors (since 3/2002)

Lothar Schröder.

Member of the Supervisory Board since June 22, 2006

Deputy Chairman of the Supervisory Board since June 29, 2006

Member of the ver.di National Executive Board, Berlin

Seats on the supervisory bodies of other companies:

- Vereinigte Postversicherung VVaG, Stuttgart (since 6/2011)

Member of the supervisory boards of the following subsidiaries, associated and related companies:

- Telekom Deutschland GmbH, Bonn (since 8/2003), Deputy Chairman of the Supervisory Board (since 9/2003)

Sari Baldauf.

Member of the Supervisory Board since November 1, 2012

Non-Executive Director and Chairwoman of the Board of Directors of Fortum Oyj, Espoo, Finland

Seats on the supervisory bodies of other companies:

- Akzo Nobel N.V., Amsterdam, Netherlands (since 4/2012)
- Daimler AG, Stuttgart (since 2/2008)

Member of comparable supervisory bodies of companies in Germany or abroad:

- F-Secure Oyj, Helsinki, Finland, Member of the Board of Directors (since 3/2005)

Dr. Wulf H. Bernotat.

Member of the Supervisory Board since January 1, 2010

Former Chairman of the Board of Management of E.ON AG, Düsseldorf

Seats on the supervisory bodies of other companies:

- Allianz SE, Munich (since 4/2003)
- Bertelsmann SE & Co. KGaA, Gütersloh (since 5/2006)
- Bertelsmann Management SE, Gütersloh (since 5/2012)
- Metro AG, Düsseldorf (since 5/2003)

Dr. Hans Bernhard Beus.

Member of the Supervisory Board since December 15, 2011

State Secretary, Federal Ministry of Finance, Berlin

Seats on the supervisory bodies of other companies:

- Deutsche Bahn AG, Berlin (since 3/2010)
- Deutsche Bahn Mobility Logistics AG, Berlin (since 3/2010)
- Gesellschaft für Entwicklung, Beschaffung und Betrieb mbH, Cologne (since 8/2012)
- KfW IPEX-Bank GmbH, Frankfurt/Main (since 3/2010)

Member of comparable supervisory bodies of companies in Germany or abroad:

- Bundesanstalt für Immobilienaufgaben (Institute of Federal Real Estate), Bonn, agency under public law (not a commercial enterprise within the meaning of § 100 (2), Sentence 1, no. 1 AktG (German Stock Corporation Act)), Chairman of the Board of Governors, purely advisory body (since 5/2011)

Monika Brandl.

Member of the Supervisory Board since November 6, 2002

Chairwoman of the Central Works Council at Deutsche Telekom AG, Bonn

– no other seats –

Dr. Hubertus von Grünberg.

Member of the Supervisory Board since May 25, 2000

Chairman of the Board of Directors of ABB Ltd., Zurich, Switzerland

Seats on the supervisory bodies of other companies:

- Allianz Versicherungs-AG, Munich (since 5/1998)

Member of comparable supervisory bodies of companies in Germany or abroad:

- ABB Ltd., Zurich, Switzerland, Chairman of the Board of Directors (since 5/2007)
- Schindler Holding AG, Hergiswil, Switzerland, Member of the Board of Directors (since 5/1999)
- Sapinda Holding B.V., Schiphol, Netherlands, Chairman of the Advisory Board (since 2/2011)

Lawrence H. Guffey.

Member of the Supervisory Board since June 1, 2006
 Senior Managing Director, The Blackstone Group International Partners LLP,
 London, United Kingdom

**Member of comparable supervisory bodies of companies
 in Germany or abroad:**

- Axtel S.A.B. de C.V., San Pedro Garza Garcia, Mexico,
 Member of the Consejo de Administración (Board of Directors)
 (since 4/2000)
- The Paris Review Foundation, Inc., New York, United States,
 Member of the Board of Directors (since 7/2006)
- TDC A/S, Copenhagen, Denmark,
 Member of the Bestyrelsen (Board of Directors) (since 2/2006)

Klaus-Dieter Hanas.

Member of the Supervisory Board since June 1, 2012
 Chairman of the Works Council at Deutsche Telekom Kundenservice GmbH,
 Central-Eastern District, Bonn

Seats on the supervisory bodies of other companies:

- PSD-Bank Braunschweig eG, Braunschweig (since 11/2009),
 Deputy Chairman of the Supervisory Board (since 7/2011)

**Member of the supervisory boards of the following subsidiaries,
 associated and related companies:**

- Deutsche Telekom Kundenservice GmbH, Bonn (since 11/2007)

Sylvia Hauke.

Member of the Supervisory Board since May 3, 2007
 Member of the Central Works Council's executive committee at
 Telekom Deutschland GmbH, Bonn

**Member of the supervisory boards of the following subsidiaries,
 associated and related companies:**

- Telekom Deutschland GmbH, Bonn (since 1/2011)

Lothar Holzwarth.

Member of the Supervisory Board since November 6, 2002
 Chairman of the Central Works Council at Telekom Deutschland GmbH, Bonn

Seats on the supervisory bodies of other companies:

- PSD Bank RheinNeckarSaar eG, Stuttgart (since 1/1996),
 Chairman of the Supervisory Board (since 6/2011)

**Member of the supervisory boards of the following subsidiaries,
 associated and related companies:**

- Telekom Deutschland GmbH, Bonn (since 3/2010)

Hans-Jürgen Kallmeier.

Member of the Supervisory Board since October 15, 2008
 Chairman of the Central Works Council at T-Systems International GmbH,
 Frankfurt/Main

**Member of the supervisory boards of the following subsidiaries,
 associated and related companies:**

- T-Systems International GmbH, Frankfurt/Main (since 12/2010)

Dagmar P. Kollmann.

Member of the Supervisory Board since May 24, 2012
 Entrepreneur, Deputy Chairwoman of the Supervisory Board,
 Hypo Real Estate Holding AG, Unterschleißheim
 Former CEO of Morgan Stanley Bank, Frankfurt/Main
 Former Member of the Board of Directors,
 Morgan Stanley Bank International Limited, London, United Kingdom

Seats on the supervisory bodies of other companies:

- Deutsche Pfandbriefbank AG, Unterschleißheim,
 Deputy Chairwoman of the Supervisory Board (since 8/2009)
- KfW IPEX-Bank GmbH, Frankfurt/Main (since 5/2012)

**Member of comparable supervisory bodies of companies
 in Germany or abroad:**

- Bank Gutmann Aktiengesellschaft, Vienna, Austria,
 Member of the Supervisory Board (since 9/2010)
- Landeskreditbank Baden-Württemberg – Förderbank (L-Bank)
 (regional state bank/development bank of Baden-Württemberg), Karlsruhe,
 agency under public law (not a commercial enterprise within the meaning
 of § 100 (2), Sentence 1, no. 1 AktG (German Stock Corporation Act)),
 Member of the Advisory Board, purely advisory body (since 7/2004)
- Member of the Monopolies Commission (since 1/2012)

Petra Steffi Kreusel.

Member of the Supervisory Board since January 1, 2013
 Vice President, TC Steering Order & Complaints Management,
 T-Systems International GmbH, Frankfurt/Main
 Deputy Chairwoman of the Group Executive Staff Representation Committee
 of Deutsche Telekom AG, Bonn
 Deputy Chairwoman of the Executive Staff Representation Committee
 of T-Systems International GmbH, Frankfurt/Main

**Member of the supervisory boards of the following subsidiaries,
 associated and related companies:**

- T-Systems International GmbH, Frankfurt/Main (since 12/2010)

Waltraud Litzenberger.

Member of the Supervisory Board since June 1, 1999

Chairwoman of the Group Works Council at Deutsche Telekom AG, Bonn

Chairwoman of the European Works Council at Deutsche Telekom AG, Bonn, until October 24, 2012

– no other seats –

Prof. h.c. (CHN) Dr.-Ing. E. h. Dr. Ulrich Middelmann.

Member of the Supervisory Board since January 1, 2010

Former Vice Chairman of the Executive Board, ThyssenKrupp AG, Duisburg and Essen

Seats on the supervisory bodies of other companies:

- Commerzbank AG, Frankfurt/Main (since 4/2006)
- LANXESS AG, Leverkusen (since 3/2005)
- LANXESS Deutschland GmbH, Leverkusen (since 3/2005)

Member of comparable supervisory bodies of companies in Germany or abroad:

- Hoberg & Driesch GmbH, Düsseldorf (since 2/2001), Chairman of the Advisory Board (since 5/2004)

Dr. Ulrich Schröder.

Member of the Supervisory Board since October 1, 2008

Chairman of the Board of Managing Directors, KfW Bankengruppe, Frankfurt/Main

Seats on the supervisory bodies of other companies:

- DEG – Deutsche Investitions- und Entwicklungsgesellschaft mbH*, Cologne (since 10/2009)
- Deutsche Post AG, Bonn (since 9/2008)
- 2020 European Fund for Energy, Climate Change and Infrastructure (Fonds Marguerite), Luxembourg, Luxembourg (since 11/2009)

Michael Sommer.

Member of the Supervisory Board since April 15, 2000

Chairman of the German Confederation of Trade Unions (DGB), Berlin

Member of comparable supervisory bodies of companies in Germany or abroad:

- KfW, Frankfurt/Main, Member of the Board of Supervisory Directors (since 1/2003)

Sibylle Spoo.

Member of the Supervisory Board since May 4, 2010

Lawyer, Trade Union Secretary at the ver.di Federal Administration, Berlin

– no other seats –

Dr. h.c. Bernhard Walter.

Member of the Supervisory Board since May 27, 1999

Former Chairman of the Board of Managing Directors, Dresdner Bank AG, Frankfurt/Main

Seats on the supervisory bodies of other companies:

- Bilfinger Berger SE, Mannheim (since 7/1998), Chairman of the Supervisory Board (since 5/2006)
- Daimler AG, Stuttgart (since 5/1998)
- Henkel AG & Co. KGaA, Düsseldorf (from 5/1998 to 4/2012)

The following individuals resigned from the Supervisory Board in 2012:

Hermann Josef Becker.

Member of the Supervisory Board from January 1, 2008 to December 31, 2012

Member of the management, Deutsche Telekom Direct Sales and Consulting

Chairman of the Group Executive Staff Representation Committee and Executive Staff Representation Committee, Deutsche Telekom AG, Bonn, until December 30, 2012

– no other seats –

Hans Martin Bury.

Member of the Supervisory Board from May 15, 2008 to October 31, 2012

Managing Partner, HERING SCHUPPENER Consulting Corporate Affairs & Public Strategies GmbH, Düsseldorf

– no other seats –

Ulrich Hocker.

Member of the Supervisory Board from October 14, 2006 to May 24, 2012

President, Deutsche Schutzvereinigung für Wertpapierbesitz e.V. (DSW), Düsseldorf

Seats on the supervisory bodies of other companies:

- E.ON SE, Düsseldorf (from 6/2000 to 5/2012)
- Feri Finance AG, Bad Homburg (since 12/2001), Deputy Chairman of the Supervisory Board (since 12/2005)
- Gildemeister AG, Bielefeld (since 5/2010)

Member of comparable supervisory bodies of companies in Germany or abroad:

- Phoenix Mecano AG, Stein am Rhein, Switzerland (since 8/1988), President of the Administrative Board (since 7/2003)

Michael Löffler.

Member of the Supervisory Board from January 1, 1995 to May 31, 2012

Member of the Works Council at Deutsche Telekom Technik GmbH (formerly Deutsche Telekom Netzproduktion GmbH), Bonn, Technical Infrastructure Branch Office, Central/Eastern District, until May 31, 2012

– no other seats –

* Supervisory board seats in companies that are part of the same group, as defined in § 100 (2), Sentence 2 AktG (German Stock Corporation Act).

37 Compensation of the Board of Management and the Supervisory Board.

Compensation of the Board of Management.

The following information concerning the compensation of the Board of Management comprises the notes pursuant to the German Commercial Code (§ 285 HGB), the German Accounting Standard No. 17 (GAS 17), as well as the information specified in the guidelines set out in the German Corporate Governance Code.

Changes in the composition of the Board of Management and contract extensions.

Thomas Sattelberger's appointment came to an end after five years effective midnight on May 2, 2012. Prof. Marion Schick has been in charge of the Human Resources department since May 3, 2012. She has been appointed until December 31, 2016. Effective midnight on May 31, 2012, Dr. Manfred Balz's appointment came to an end as a result of his resignation. At its meeting on February 22, the Supervisory Board appointed Dr. Thomas Kremer as member of the Board of Management responsible for Data Privacy, Legal Affairs and Compliance for five years effective June 1, 2012.

René Obermann asked the Supervisory Board to release him from his duties as Chairman of the Board of Management effective midnight on December 31, 2013. The Supervisory Board agreed to this request at its meeting on December 20, 2012. At the same meeting, the Supervisory Board resolved to appoint Timotheus Höttges as Deputy Chairman of the Board of Management effective January 1, 2013, in addition to his existing duties. Mr. Höttges is to be appointed Chairman of the Board of Management in the course of 2013, effective from January 1, 2014.

Composition of the Board of Management as of December 31, 2012.

Members of the Board of Management	Department
René Obermann	Chairman of the Board of Management (CEO)/USA
Reinhard Clemens	T-Systems
Niek Jan van Damme	Germany
Timotheus Höttges	Finance (CFO)
Dr. Thomas Kremer	Data Privacy, Legal Affairs and Compliance
Claudia Nemat	Europe & Technology
Prof. Marion Schick	Human Resources

Change in Board of Management compensation.

On February 24, 2010, the Supervisory Board resolved on a new system for the compensation of the Board of Management members, taking into account the provisions specified in the German Act on the Appropriateness of Management Board Remuneration (Gesetz zur Angemessenheit der Vorstandsvergütung – VorstAG) that has been in effect since August 5, 2009. The shareholders' meeting of Deutsche Telekom on May 3, 2010 approved this new system. Pursuant to the VorstAG explanatory memorandum (document 16/13433), the contracts of the Board of Management members that were in existence before the Act entered into force enjoy vested rights protection. These Board of Management members nevertheless have the option of voluntarily changing over to the new compensation system. As at December 31, 2012 all current members of the Board of Management were covered by the new Board of Management compensation system. The two Board of Management members, Dr. Manfred Balz and Thomas Sattelberger, who left in the course of the year, are still subject to the provisions of the old compensation system which already complied with the requirements of VorstAG to a large extent. The new and old systems are explained below.

Basis of Board of Management compensation.

The compensation of Board of Management members is comprised of various components. Under the terms of their service contracts, members of the Board of Management are entitled to an annual fixed remuneration and annual variable performance-based remuneration, a long-term variable remuneration component, as well as fringe benefits and deferred benefits based on a company pension entitlement. The Supervisory Board defines the structure of the compensation system for the Board of Management and reviews this structure and the appropriateness of compensation at regular intervals.

The fixed annual remuneration is determined for all Board of Management members based on market conditions in accordance with the requirements of stock corporation law. It is ensured that Board of Management compensation is oriented toward the sustained development of the Company and that there is a multi-year measurement base in the new system for the variable components.

At its discretion and after due consideration, the Supervisory Board may also reward extraordinary performance by individual or all Board of Management members in the form of a special bonus.

In accordance with market-oriented and corporate standards, the Company grants all members of the Board of Management additional benefits under the terms of their service contracts, some of which are viewed as non-cash benefits and taxed accordingly. This mainly includes being furnished with a company car and accident and liability insurance and reimbursements in connection with maintaining a second household.

Sideline employment generally requires prior approval. Generally, no additional compensation is paid for being a member of the management or supervisory board of other Group entities.

In the event of temporary incapacity for work caused by illness, accident or any other reason for which the respective Board of Management member is not responsible, the fixed basic remuneration continues to be paid for a maximum of three months following the end of the month in which the Board of Management member's permanent inability to work is established.

Variable performance-based remuneration (old system).

The annual short-term variable performance-based remuneration of Board of Management members is based on the achievement of targets set by the Supervisory Board of Deutsche Telekom for each member of the Board of Management prior to commencement of the financial year. The set of targets is composed of corporate targets and personal targets for the individual members of the Board of Management, based on the parameters of revenue, revenue from growth areas, EBITDA adjusted for special factors, and free cash flow. The personal targets consist of targets oriented toward the sustained success of the Company concerning the implementation of strategy (30 percent) and adherence to the Guiding Principles (20 percent). The target agreement and the level of target achievement are determined by the Supervisory Board for the respective financial year.

Members of the Board of Management participating in the old plan also participate in the Deutsche Telekom mid-term incentive plan (MTIP) first introduced in the 2004 financial year (please refer to the information on the MTIP under Note 12) which was issued for eligible members of the Board of Management for the last time with the 2011 tranche.

The reversal of accruals recognized for the 2010 and 2011 MTIP tranches resulted in income totaling EUR 204,113 for 2012. EUR 128,464 of this is allocable to Thomas Sattelberger and EUR 75,649 to Dr. Manfred Balz. The expense in the prior year totaled EUR 219,139. EUR 133,558 of this is allocable to Thomas Sattelberger and EUR 85,581 to Dr. Manfred Balz. Nominal award amounts of EUR 515,000 exist for Thomas Sattelberger and of EUR 330,000 for Dr. Manfred Balz for the 2011 MTIP tranche. The term of the 2011 MTIP tranche will expire on December 31, 2013.

Variable performance-based remuneration (new system).

The variable remuneration of the members of the Board of Management is divided into Variables I and II. Variable I contains both short-term and long-term components consisting of the realization of budget figures for specific performance indicators, the implementation of strategy and adherence to the Group's Guiding Principles. Variable II is oriented solely toward the long term. This ensures that the variable remuneration is oriented toward the sustained development of the Company and that there is a predominantly long-term incentive effect.

Variable I.

The annual variable remuneration of Board of Management members is based on the achievement of targets set by the Supervisory Board of Deutsche Telekom for each member of the Board of Management at the beginning of the financial year. The set of targets is composed of corporate targets (50 percent) related to revenue, revenue from growth areas, EBITDA adjusted for special factors and free cash flow, as well as personal targets for the individual members of the Board of Management. The personal targets consist of targets oriented toward the sustained success of the Company concerning the implementation of strategy (30 percent) and adherence to the Guiding Principles, which accounts for 20 percent. The agreement on targets and the level of target achievement for the respective financial year are determined by the plenary session of the Supervisory Board. Levels of target achievement exceeding 100 percent are rewarded on a straight-line basis, capped at 150 percent of the award amount. Any higher levels of target achievement will not be taken into consideration. To further ensure the long-term incentive effect and orientation toward the sustained development of the Company, a third of the variable remuneration set by the plenary session of the Supervisory Board must be invested in shares of Deutsche Telekom; these shares must be held by the respective Board member for a period of at least four years.

Variable II.

The exclusively long-term-oriented Variable II is measured based on the fulfillment of four equally weighted performance parameters (adjusted operational return on capital employed (ROCE), adjusted earnings per share (EPS), customer satisfaction, and employee satisfaction). Each parameter determines a quarter of the award amount. Levels of target achievement exceeding 100 percent are rewarded on a straight-line basis, capped at 150 percent of the award amount. The assessment period is four years, with the assessment being based on average target achievement across the four years planned at the time the tranche was determined. The award amount is decoupled from other remuneration components and is set for each member of the Board of Management individually.

In the 2012 financial year, the following absolute nominal amounts were pledged to the Board of Management members for their participation in the 2012 tranche of Variable II in the event of 100-percent target achievement:

		Nominal amount of Variable II (on the basis of 100-percent target achievement)
René Obermann	2012 tranche	1,092,000
	2011 tranche	1,092,000
Reinhard Clemens	2012 tranche	650,000
	2011 tranche	650,000
Niek Jan van Damme	2012 tranche	550,000
	2011 tranche	550,000
Timotheus Höttges	2012 tranche	650,000
	2011 tranche	650,000
Dr. Thomas Kremer	2012 tranche	492,708
	2011 tranche	355,208
Claudia Nemat	2012 tranche	675,000
	2011 tranche	548,438
Prof. Marion Schick	2012 tranche	550,000
	2011 tranche	412,500

Information on the share matching plan.

In the 2012 financial year, the Board of Management members who fall under the new Board of Management compensation system, as described above, were contractually obliged to invest a third of Variable I in shares of Deutsche Telekom. Deutsche Telekom will grant one additional share for every share acquired as part of the Board of Management's aforementioned personal investment (share matching plan) that will be allotted to the beneficiaries of this plan on expiration of the four-year lock-up period. This ensures that the shares granted by the Company can only be sold after the four-year period, and that this element of the compensation system rewards only the members' continued service to the Company. DRS 17 requires disclosure not only of the total expense related to share-based payment from matching shares in the 2012 financial year and the fair value of the matched shares at their grant date, but also of the number of entitlements to matching shares and their development in the current financial year. The fair value of the matching shares at the grant date does not represent a component of remuneration for the Board of Management members in 2012. It is an imputed value of the entitlements to matching shares determined on the basis of relevant accounting policies. The following table is based on expected target achievement for the 2012 financial year and thus on the estimated amount of the personal investment to be made by the respective Board of Management member to establish his or her entitlements to matching shares. The final number of entitlements to matching shares identified for the 2012 financial year may be higher or lower than the amounts estimated here. The total share-based payment expense for matching shares to be recognized for the 2011 and 2012 financial years is included in the two last columns of the table below.

	Number of entitlements granted to matching shares since 2010 at the beginning of the financial year	Number of new entitlements to matching shares granted in 2012	Fair value of the matching shares at grant date	Cumulative total share-based payment expense in 2012 for matching shares for the years 2010 through 2012	Cumulative total share-based payment expense in 2011 for matching shares for the years 2010 and 2011
			€	€	€
René Obermann	143,454	40,945	266,961	258,458	202,898
Reinhard Clemens	68,259	24,372	158,905	129,381	105,101
Niek Jan van Damme	59,061	20,622	134,458	109,567	85,516
Timotheus Höttges	86,072	24,372	158,905	157,625	118,168
Dr. Thomas Kremer	0	13,606	74,698	8,753	0
Claudia Nemat	7,011	25,309	165,017	34,786	2,246
Prof. Marion Schick	0	20,622	134,458	20,249	0

By December 31, 2012, Deutsche Telekom had acquired 232,169 shares for the purpose of awarding matching shares to Board of Management members as part of the share matching plan.

Arrangements in the event of termination of a position on the Board of Management.

Service contracts for members of the Board of Management concluded since the 2009 financial year or changed on account of a changeover to the new compensation system include a severance cap in case of premature termination without good cause allowing a compensation payment which, in line with the recommendations of the German Corporate Governance Code, is limited to a maximum of two years' remuneration (severance cap) and may not exceed the remuneration due for the remaining term of the service contract.

The service contracts for members of the Board of Management at Deutsche Telekom do not include any benefits in the event of the termination of a position on the Board of Management as a result of a change of control.

Board of Management member service contracts generally stipulate a post-contractual prohibition of competition. Pursuant to these provisions, members of the Board of Management are prohibited from rendering services to or on behalf of a competitor for the duration of one year following their departure. As compensation for this restricted period, they receive either a payment of 50 percent of the last fixed annual remuneration and 50 percent of the most recent Variable I on the basis of 100-percent target achievement, or 100 percent of the last fixed annual remuneration.

Company pension plan.

Company pension plan (existing entitlement).

The members of the Board of Management are entitled to a company pension. Benefits from the company pension plan are in direct relation to the beneficiary's annual salary. The Board of Management members receive company pension benefits based on a fixed percentage of their last fixed annual salary for each year of service rendered prior to their date of retirement. The pension payments may be in the form of a life-long retirement pension upon reaching the age of 62 or in the form of an early retirement pension upon reaching the age of 60. Opting for the early retirement pension scheme is connected with actuarial deductions, however. The company pension is calculated by multiplying a basic percentage rate of 5 percent (6 percent for René Obermann) by the number of years of service as a member of the Board of Management. After ten years of service, the maximum pension level of 50 percent (60 percent for René Obermann) of the last fixed annual remuneration will be attained.

The pension payments to be made increase dynamically, at a rate of 1 percent, 3 percent for René Obermann. In addition, the pension agreements include arrangements for pensions for surviving dependents in the form of entitlements for widows and orphans. In specifically provided exceptional cases, entitlement to a widow's pension is excluded. The standard criteria for eligibility in the pension arrangements are in line with market conditions. In the event of a permanent inability to work (invalidity), the respective period of service through the scheduled end of the current period of appointment serves as the basis for the period of service eligible for calculating the pension.

In addition, the Company makes contributions, including the related taxes, for term life insurance with standard coverage (EUR 1.3 million) for one Board of Management member. The related expenses are included in the figures for non-cash benefits.

Company pension plan (new entitlement).

A plan with a contribution-based promise in the form of a one-time capital payment upon retirement is set up for all Board of Management members with a new entitlement to a company pension. A contribution is paid into the Board member's pension account for each year of service at an interest rate corresponding to market levels. Annual additions to the pension account have no effect on cash or cash equivalents. The cash outflow is only effective upon the Board member's retirement. As a rule, the date of retirement is the beneficiary's 62nd birthday. For pension agreements signed before December 31, 2011, Board of Management members can also opt to draw early retirement benefits from their 60th birthday, subject to corresponding actuarial deductions. The amount to be provided annually is individualized and decoupled from other remuneration components. The exact definition of the contribution is based on a comparison with peer companies which are suitable for benchmarking and also offer plans with contribution-based promises.

In addition, the pension agreements include arrangements for pensions for surviving dependents in the form of entitlements for widows and orphans. In the event of a permanent inability to work (invalidity), the beneficiary is entitled to the pension fund.

Changes in the pension accrual for each member of the Board of Management are shown in the following table:

Development of pension accruals for current members of the Board of Management				
€	Additions to pension accruals 2012	Present value of the defined benefit obligation Dec. 31, 2012	Additions to pension accruals 2011	Present value of the defined benefit obligation Dec. 31, 2011
René Obermann	905,748	6,548,635	408,622	5,704,839
Dr. Manfred Balz	248,131	0 ¹	269,545	900,691
Reinhard Clemens	467,678	2,046,049	347,675	1,579,244
Niek Jan van Damme	334,138	1,074,646	274,023	739,836
Timotheus Höttges	378,241	1,910,369	236,814	1,538,348
Dr. Thomas Kremer	134,420	134,420	0	0
Claudia Nemat	212,931	262,062	49,131	49,131
Thomas Sattelberger	234,912	0 ¹	599,610	5,328,810
Prof. Marion Schick	218,411	218,411	0	0

¹ Since Dr. Manfred Balz and Thomas Sattelberger left the Company in the course of the year, the present values of the defined benefit obligation are included in the disclosures on previous Board of Management members who left the Group.

An annual contribution of EUR 290,000 was credited to the pension account of Niek Jan van Damme in accordance with the provisions of the new company pension plan, while EUR 270,000 is credited to the account of Dr. Manfred Balz annually. EUR 250,000 is credited to the accounts of Dr. Thomas Kremer, Claudia Nemat and Prof. Marion Schick each year. The contributions for Dr. Manfred Balz, Dr. Thomas Kremer and Prof. Marion Schick for 2012 were defined pro rata temporis.

The expensed additions to pension accruals for active members of the Board of Management amounted to EUR 3,134,610 (2011: EUR 2,255,118).

Stock option plan.

Deutsche Telekom no longer issues any stock option plans. Individual Board of Management members still received stock options from the 2002 tranche of the 2001 Stock Option Plan.

The stock options granted were forfeited completely, since the 2002 tranche expired on July 12, 2012 without the eligible Board of Management members having exercised their stock options. In total 63,240 stock options forfeited upon expiry of the 2002 tranche. 28,830 of the forfeited stock options were allocable to René Obermann. 17,050 of the forfeited stock options were allocable to Timotheus Höttges and 17,360 to Dr. Manfred Balz.

Board of Management compensation for the reporting year.

In reliance on legal requirements and other guidelines, a total of EUR 15.0 million (2011: EUR 13.6 million) is reported in the following table as total compensation for the 2012 financial year for the members of the Board of Management.

This compensation comprises the fixed annual remuneration for Board of Management members who have changed over to the new Board of Management compensation system, as well as other benefits, non-cash benefits and remuneration in kind, short-term variable remuneration (Variable I), fully earned long-term variable remuneration (Variable II) and the fair value of the matching shares. This was calculated on the basis of the estimated amount of Variable I at the grant date and the resulting number of entitlements to matching shares.

For Board of Management members in the old compensation system, this compensation comprises the fixed annual remuneration, other benefits, non-cash benefits, remuneration in kind, and the short-term variable remuneration for the 2011 financial year.

The fixed annual remuneration and all other remuneration are totally unrelated to performance.

Total compensation.

The compensation of the Board of Management is shown in detail in the following table.

€		Non-performance-based compensation		Performance-based compensation			Total compensation	
		Fixed annual remuneration	Other remuneration	Short-term variable remuneration	Long-term variable performance-based remuneration (Variable II)	Long-term variable performance-based remuneration (fair value of matching shares)		
	René Obermann	2012	1,450,000	51,711	1,299,480	709,800	266,961	3,777,952
		2011	1,450,000	28,683	1,471,250	585,000	315,958	3,850,891
	Dr. Manfred Balz (until May 31, 2012)	2012	333,333	6,342	147,000	-	-	486,675
		2011	800,000	16,102	355,700	-	10,190	1,181,992
	Reinhard Clemens	2012	840,000	22,596	688,350	422,500	158,905	2,132,351
		2011	840,000	26,800	628,550	327,600	164,298	1,987,248
	Niek Jan van Damme	2012	700,000	26,023	716,100	357,500	134,458	1,934,081
		2011	700,000	20,125	527,450	230,100	139,021	1,616,696
	Timotheus Höttges	2012	900,000	22,415	762,450	422,500	158,905	2,266,270
		2011	900,000	21,214	870,250	351,000	189,575	2,332,039
	Dr. Thomas Kremer (since June 1, 2012)	2012	408,333	28,996	351,954	-	74,698	863,981
		2011	-	-	-	-	-	-
	Claudia Nemat	2012	900,000	54,749	750,600	-	165,017	1,870,366
		2011	225,000	10,900	166,219	-	42,654	444,773
	Thomas Sattelberger (until May 2, 2012)	2012	270,968	1,600	343,487	-	-	616,055
		2011	800,000	4,762	941,417	-	15,902	1,762,081
	Prof. Marion Schick (since May 3, 2012)	2012	462,903	17,969	397,664	-	134,458	1,012,994
		2011	-	-	-	-	-	-
		2012	6,265,537	232,401	5,457,085	1,912,300	1,093,402	14,960,725
		2011 ¹	5,715,000	128,586	4,960,836	1,493,700 ²	877,598	13,175,720

¹ Remuneration relating to Board of Management members who left the Company in the course of 2011 is no longer included in the table.

² The deviations relative to prior-year figures are attributable to remuneration in accordance with § 285 (1) No. 6a sentence 3 HGB amounting to EUR 1.5 million that was granted in the 2012 financial year, but relates to the 2011 financial year.

The amounts shown in the “Long-term variable performance-based remuneration (Variable II)” column had been pledged to the eligible Board of Management members in the 2010 financial year.

According to the provisions of the termination agreement concluded with Dr. Manfred Balz effective May 31, 2012, Dr. Balz would remain available to the Company for special projects until October 21, 2012 after having resigned as a Board of Management member, and would continue to receive his fixed monthly basic remuneration for that period. Dr. Manfred Balz is entitled to his short-term variable performance-based remuneration until May 31, 2012. The entitlements he had accrued through his participation in the 2010 and 2011 MTIP tranches until the termination date remain due to him pro rata temporis. Payment of pension benefits he had accrued during his employment at Deutsche Telekom AG began on November 1, 2012; these are shown under the disclosures on Board of Management members who left the Group.

Thomas Sattelberger’s term of office as a member of the Board of Management expired effective midnight on May 2, 2012. He has a pro rata temporis entitlement to short-term variable performance-based remuneration until May 2, 2012. The entitlements he had accrued through his participation in the 2010 and 2011 MTIP tranches until the termination date remain due to him pro rata temporis. Thomas Sattelberger has been receiving monthly retirement benefits from his Board of Management pension since June 2012 which are shown under the disclosures on Board of Management members who left the Group.

No member of the Board of Management received benefits or corresponding commitments from a third party for his activity as a Board of Management member during the past financial year.

Former members of the Board of Management and those who left in the reporting year.

A total of EUR 7.2 million (2011: EUR 5.0 million) was granted for payments to and entitlements for former members of the Board of Management and their surviving dependents and for those and their surviving dependents who left in the reporting year.

Accruals totaling EUR 103.0 million (2011: EUR 94.7 million) were recognized for current pensions and vested rights to pensions for this group of persons and their surviving dependents. Pension accruals not shown in the balance sheet for this group of persons as a consequence of the transitional provisions of BilMoG amounted to EUR 7.4 million at the balance sheet date (2011: EUR 8.4 million).

Several former Board of Management members are entitled to a civil servant pension from the Civil Service Pension Fund (BPS-PT). In the reporting, there was no expense incurred in this regard. The present value of the estimated pensions of these Board of Management members amounts to EUR 3.2 million as of December 31, 2012 (2011: EUR 3.1 million).

Other.

The Company has not granted any advances or loans to current or former Board of Management members, nor were any other financial obligations to the benefit of this group of people entered into.

Compensation of the Supervisory Board.

The compensation received by the members of the Supervisory Board is specified under § 13 of the Articles of Incorporation of Deutsche Telekom. Supervisory Board members receive fixed annual remuneration of EUR 40,000.00 plus variable, performance-related remuneration depending on the development of net income per share.

The performance-related annual remuneration with long-term incentive effect amounts to EUR 1,000.00 for every EUR 0.02 by which the net income per no par value share in the second financial year following the financial year in question (reference year) exceeds the net income per no par value share in the financial year preceding the financial year in question. The performance-related annual remuneration as a long-term incentive is limited to a maximum of EUR 40,000.00. The 2012 variable remuneration becomes due upon the end of the 2015 ordinary shareholders' meeting, provided the terms and conditions for the granting of such remuneration are met.

Since the terms and conditions for the payment of the performance-based variable remuneration were not met as of December 31, 2012, the 2010 performance-based remuneration was not paid out.

The chairperson of the Supervisory Board receives double, and the deputy chairperson one and a half times the remuneration of an ordinary member of the Supervisory Board. Total compensation also increases by 50 percent for each membership of a Supervisory Board committee (with the exception of the Mediation Committee and the Nomination Committee), by 100 percent for membership of the Audit Committee, and by a further 50 percent for each Supervisory Board committee chaired. Members of the Supervisory Board who were not in office for the entire financial year receive one twelfth of the remuneration for each month or part thereof that they held a seat. This applies both to fixed annual remuneration and to annual remuneration with a long-term incentive.

Members of the Supervisory Board receive an attendance fee amounting to EUR 1,000.00 for each meeting of the Supervisory Board or its committees that they have attended. The Company reimburses value-added tax payable on remuneration and expenses.

The total compensation of the members of the Supervisory Board in 2012 amounted to EUR 2,017,266.67 (plus VAT).

No loans were granted to the members of the Supervisory Board.

The compensation of the individual members of the Supervisory Board for 2012 is as follows:

Member of the Supervisory Board	Fixed remuneration €	Meeting attendance fee €	Total €
Baldauf, Sari (since November 1, 2012)	6,666.67	-	6,666.67
Becker, Hermann Josef	100,000.00	21,000.00	121,000.00
Dr. Bernotat, Wulf	83,333.33	16,000.00	99,333.33
Dr. Beus, Hans Bernhard ^a	60,000.00	15,000.00	75,000.00
Brandl, Monika	80,000.00	14,000.00	94,000.00
Bury, Hans Martin (until October 31, 2012)	66,666.67	11,000.00	77,666.67
Dr. von Grünberg, Hubertus	80,000.00	10,000.00	90,000.00
Guffey, Lawrence H.	80,000.00	13,000.00	93,000.00
Hanas, Klaus-Dieter (since June 1, 2012)	23,333.33	4,000.00	27,333.33
Hauke, Sylvia ^b	40,000.00	8,000.00	48,000.00
Hocker, Ulrich (until May 24, 2012)	25,000.00	4,000.00	29,000.00
Holzwarth, Lothar ^c	83,200.00	18,000.00	101,200.00
Kallmeier, Hans-Jürgen ^d	100,000.00	17,000.00	117,000.00
Kollmann, Dagmar P. (since May 24, 2012)	45,000.00	6,000.00	51,000.00
Prof. Lehner, Ulrich (Chairman)	206,800.00	26,000.00	232,800.00
Litzenberger, Waltraud	123,200.00	24,000.00	147,200.00
Löffler, Michael (until May 31, 2012)	16,666.67	4,000.00	20,666.67
Prof. Middelman, Ulrich	103,200.00	18,000.00	121,200.00
Schröder, Lothar (Deputy Chairman) ^e	163,200.00	25,000.00	188,200.00
Dr. Schröder, Ulrich	60,000.00	12,000.00	72,000.00
Sommer, Michael	40,000.00	7,000.00	47,000.00
Spoo, Sibylle	40,000.00	8,000.00	48,000.00
Dr. h.c. Walter, Bernhard	100,000.00	10,000.00	110,000.00
	1,726,266.67	291,000.00	2,017,266.67

^a Plus a subsequent payment of EUR 1,666.67 for the 2011 financial year due to a correction.

^b In addition to remuneration for her activities as a member of the Supervisory Board of Deutsche Telekom, Sylvia Hauke also received other remuneration amounting to EUR 13,500.00 in the 2012 financial year (for her mandate as member of the supervisory board of Telekom Deutschland GmbH).

^c In addition to remuneration for his activities as a member of the Supervisory Board of Deutsche Telekom, Lothar Holzwarth also received other remuneration amounting to EUR 16,500.00 in the 2012 financial year (for his mandate as member of the supervisory board of Telekom Deutschland GmbH).

^d In addition to remuneration for his activities as a member of the Supervisory Board of Deutsche Telekom, Hans-Jürgen Kallmeier also received other remuneration amounting to EUR 10,000.00 in the 2012 financial year (for his mandate as member of the supervisory board of T-Systems International GmbH).

^e In addition to remuneration for his activities as a member of the Supervisory Board of Deutsche Telekom, Lothar Schröder also received other remuneration amounting to EUR 37,500.00 in the 2012 financial year (EUR 22,500 for his mandate as member of the supervisory board of Telekom Deutschland GmbH and EUR 15,000 as Chairman of the Data Privacy Advisory Council).

38 Declaration of conformity with the German Corporate Governance Code in accordance with § 161 AktG.

In accordance with § 161 AktG, the Board of Management and the Supervisory Board of Deutsche Telekom have submitted the mandatory declaration of conformity and made it available to shareholders on Deutsche Telekom's website. The full text of the Declaration of Conformity can be found on the Deutsche Telekom website (www.telekom.com) under Investor Relations in the Corporate Governance section.

39 Proposal for the appropriation of net income.

The Board of Management of Deutsche Telekom proposes that a dividend of EUR 0.70 per no par value share carrying dividend rights be paid from the unappropriated net income amounting to EUR 3,050 million, and that the remaining balance be carried forward.

The final amount of the total dividend payment depends on the number of no par value shares carrying dividend rights as of the date of the resolution on the appropriation of net income as adopted on the day of the shareholders' meeting.

The amount that is subject to a restriction on distribution in accordance with § 268 (8) sentence 3 HGB is attributable to the measurement of the CTA assets for accruals for pensions and similar obligations at fair value amounting to EUR 32 million and to the measurement of the CTA assets for partial retirement and long-term credits amounting to EUR 1 million. Unappropriated net income can be distributed in full as the amount of EUR 33 million that is subject to a restriction on distribution is covered entirely by freely available reserves.

40 Statement of investment holdings in accordance with § 285 No.11 HGB.

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
1. Subsidiaries										
1.	3. T-Venture Beteiligungsgesellschaft mbH (3. TVB), Bonn	1.190.	100.00		25,000	EUR	6,557,066	79,212	EUR	h)
2.	Accumio Finance Services GmbH, Heidelberg	1.160.	100.00		2,001,000	EUR	9,696,656	0	EUR	a) f)
3.	Aesop Telekommunikationsdienste GmbH, Bonn	1.299.	100.00		25,000	EUR	26,857	0	EUR	a) c)
4.	Albania Mobile Communications Sh.A., Tirana	1.24.	14.76		813,821,916	ALL	63,965,504,193	4,068,580,563	ALL	b) e)
4.	Albania Mobile Communications Sh.A., Tirana	1.35.	85.00		813,821,916	ALL	63,965,504,193	4,068,580,563	ALL	b) e)
5.	Aquamarin Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,211	(789)	EUR	i)
6.	Ariviakom (Proprietary) Limited i.L., Midrand	1.282.	100.00		1	ZAR	0	0	ZAR	j) c)
7.	Ariviakom Consulting (Proprietary) Limited i.L., Midrand	1.6.	100.00		1	ZAR	0	0	ZAR	j) c)
8.	Atrada Trading Network AG, Nuremberg			100.00	146,302	EUR	1,923,573	(604,804)	EUR	f)
9.	Atrada Trading Network Limited, Manchester	1.8.	100.00		1	GBP	1	0	GBP	c)
10.	AutoScout24 AS GmbH, Vienna	1.14.	100.00		35,000	EUR	280,886	48,486	EUR	f)
11.	AutoScout24 Belgium S.A., Brussels	1.14.	100.00		62,000	EUR	2,016,409	2,248,111	EUR	f)
12.	AutoScout24 España S.A., Madrid	1.14.	100.00		153,388	EUR	981,267	351,086	EUR	f)
13.	AutoScout24 France S.A.S., Boulogne Billancourt	1.14.	100.00		95,280	EUR	1,015,786	(1,248,262)	EUR	f)
14.	AutoScout24 GmbH, Munich	1.168.	100.00		1,269,950	EUR	48,168,716	0	EUR	a) f)
15.	AutoScout24 Italia S.R.L., Padua	1.14.	100.00		97,000	EUR	3,892,611	3,347,934	EUR	f)
16.	AutoScout24 Nederland B.V., Amsterdam	1.14.	100.00		36,400	EUR	1,501,315	878,377	EUR	f)
17.	AutoScout24 d.o.o., Zagreb	1.14.	75.00		40,000	HRK	0	0	HRK	f)
18.	BERCOS Gesellschaft für Kommunikationstechniken mbH, Bonn	1.57.	100.00		400,000	DEM	235,200	(1,300)	EUR	c)
19.	Budakalász KTV Kft., Budakalász	1.123.	100.00		70,000,000	HUF	82,595,000	10,955,000	HUF	f)
20.	CBS GmbH, Cologne	1.25.	100.00		838,710	EUR	18,054,711	0	EUR	a) f)
21.	CMobil B.V., Amsterdam	1.199.	100.00		30,403	EUR	753,479,150	180,506,099	EUR	f)
22.	COMBIS, usluge integracija informatičkih tehnologija, d.o.o., Zagreb	1.102.	100.00		3,703,600	HRK	66,150,435	23,982,914	HRK	b) f)
23.	COSMO-ONE HELLAS MARKET SITE SOCIETE ANONYME OF ELECTRONIC COMMERCE SERVICES, Athens	1.100.	30.87		5,391,100	EUR	826,335	(42,082)	EUR	b) f)
23.	COSMO-ONE HELLAS MARKET SITE SOCIETE ANONYME OF ELECTRONIC COMMERCE SERVICES, Athens	1.24.	30.87		5,391,100	EUR	826,335	(42,082)	EUR	b) f)
24.	COSMOTE Mobile Telecommunications S.A., Maroussi, Athens	1.100.	100.00		157,899,931	EUR	1,582,314,000	312,663,000	EUR	b) f)
25.	ClickandBuy Holding GmbH, Darmstadt			100.00	25,000	EUR	98,037,000	0	EUR	a) f)
26.	ClickandBuy International Limited, London	1.25.	100.00		1,301,006	GBP	5,661,293	(14,538,675)	EUR	b) f)
27.	ClickandBuy Marketing Inc., New York, NY	1.82.	100.00		5	USD	(3,036,242)	(106,339)	USD	f)
28.	ClickandBuy Private Limited, Hyderabad	1.82.	99.62		1,609,920	INR	35,899,382	6,332,491	INR	e)
29.	Combridge S.R.L., Bucharest	1.123.	100.00		29,801,490	RON	36,407,010	6,033,656	RON	f)
30.	Compendo GmbH, Nuremberg	1.8.	100.00		25,000	EUR	27,395	(378)	EUR	c)
31.	Cook Inlet/VS GSM IV PCS Holdings, LLC, Bellevue	1.229.	1.00		1	USD	119,325,006	(2,093,957)	USD	f)
31.	Cook Inlet/VS GSM IV PCS Holdings, LLC, Bellevue	1.196.	99.00		1	USD	119,325,006	(2,093,957)	USD	f)
32.	Cook Inlet/VS GSM VII PCS Holdings, LLC, Bellevue	1.209.	79.80		1	USD	269,013,905	17,052,610	USD	f)
33.	Cook Inlet/VS GSM VIII PCS LLC, Bellevue	1.32.	100.00		1	USD	269,013,905	17,052,610	USD	f)
34.	Cosmo Bulgaria Mobile EAD, Sofia	1.24.	100.00		490,664,220	BGN	817,722,616	55,553,000	BGN	b) f)
35.	Cosmo Holding Albania Societe Anonyme, Maroussi, Athens	1.24.	97.00		64,722,000	EUR	102,165,655	(37,302)	EUR	b) f)
36.	Cosmoholding Cyprus Limited, Limassol	1.24.	100.00		190,000	EUR	1,417,208,888	(63,910)	EUR	b) f)
37.	Cosmoholding Romania Ltd., Limassol	1.24.	100.00		30,000	EUR	206,073,759	3,630,322	EUR	b) f)
38.	Cosmote Romanian Mobile Telecommunications S.A., Bucharest	1.24.	70.00		1,593,747,500	RON	(414,375,389)	(30,803,300)	RON	f)
38.	Cosmote Romanian Mobile Telecommunications S.A., Bucharest	1.161.	30.00		1,593,747,500	RON	(414,375,389)	(30,803,300)	RON	f)
39.	Crnogorski Telekom a.d. Podgorica, Podgorica	1.123.	76.53		140,996,394	EUR	166,435,180	16,498,244	EUR	b) f)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
40.	Cronon AG, Berlin	1.164.	100.00		51,129	EUR	56,242	0	EUR	a) f)
41.	Csiper Consulting (Proprietary) Limited i.L., Midrand	1.6.	100.00		1	ZAR	0	0	ZAR	j) c)
42.	DATEN-KONTOR Számítástechnikai Fejlesztő és Szolgáltató Kft., Budapest	1.123.	100.00		200,000,000	HUF	1,091,814,000	177,036,000	HUF	f)
43.	DFMG Deutsche Funkturm GmbH, Münster	1.299.	16.67		30,000	EUR	7,726,925	0	EUR	a) c)
43.	DFMG Deutsche Funkturm GmbH, Münster	1.44.	83.33		30,000	EUR	7,726,925	0	EUR	a) c)
44.	DFMG Holding GmbH, Bonn			100.00	26,000	EUR	53,751	0	EUR	a) f)
45.	DIERGASIA Interim Employment S.A., Athens	1.142.	100.00		180,000	EUR	53,140	(52,560)	EUR	b) f)
46.	Data Migration Consulting AG, Kreuzlingen	1.277.	100.00		100,000	CHF	5,205,980	1,811,090	CHF	j) c)
47.	Dataware Szolgáltató Kft., Budapest	1.104.	100.00		80,000,000	HUF	327,150	16,120	HUF	j) c)
48.	DeTeAsia Holding GmbH, Bonn			100.00	50,000	DEM	49,378	0	EUR	a) f)
49.	DeTeAssekuranz - Deutsche Telekom Assekuranz-Vermittlungsgesellschaft mbH, Monheim			100.00	1,000,000	EUR	1,000,000	0	EUR	a) f)
50.	DeTeFleetServices GmbH, Bonn			100.00	5,000,000	EUR	129,262,853	0	EUR	a) f)
51.	DeTeMedien, Deutsche Telekom Medien GmbH, Frankfurt/Main			100.00	23,008,135	EUR	24,572,258	0	EUR	a) f)
52.	Detecon (Schweiz) AG, Zurich	1.57.	100.00		1,000,000	CHF	11,861,700	318,900	CHF	j) c)
53.	Detecon Asia-Pacific Ltd., Bangkok	1.57.	100.00		49,000,000	THB	353,500	(81,600)	THB	j) c)
54.	Detecon Consulting Austria GmbH, Vienna	1.239.	100.00		72,673	EUR	103,000	(3,000)	EUR	c)
55.	Detecon Consulting España S.A., Madrid	1.18.	0.00		250,000	EUR	(1,024,700)	(20,700)	EUR	c)
55.	Detecon Consulting España S.A., Madrid	1.57.	100.00		250,000	EUR	(1,024,700)	(20,700)	EUR	c)
56.	Detecon Consulting FZ-LLC, Dubai	1.57.	100.00		500,000	AED	125,500	22,900	AED	j) c)
57.	Detecon International GmbH, Cologne	1.261.	100.00		19,430,100	EUR	8,699,300	(6,439,000)	EUR	c)
58.	Detecon Vezetési Tanácsadó Kft., Budapest	1.57.	100.00		4,600,000	HUF	17,000	0	HUF	j) c)
59.	Detecon, Inc., Wilmington, DE	1.57.	100.00		1,872,850	USD	559,560	61,000	USD	j) c)
60.	Deutsche TELEKOM Asia Pte Ltd., Singapore			100.00	137,777,793	SGD	3,295,914	242,774	SGD	f)
61.	Deutsche TELEKOM Ltd., London			100.00	240,000	GBP	2,165,948	(16,534)	GBP	f)
62.	Deutsche Telekom (UK) Limited, Hatfield			100.00	30,100,000	GBP	43,308,000	(3,596,000)	GBP	f)
63.	Deutsche Telekom Accounting GmbH, Bonn			100.00	100,000	EUR	100,000	0	EUR	a) f)
64.	Deutsche Telekom BK-Holding GmbH, Bonn			100.00	25,000	EUR	255,645,941	0	EUR	a) f)
65.	Deutsche Telekom Glasfaser Service GmbH, Bonn	1.299.	100.00		25,000	EUR	31,000	2,314	EUR	c)
66.	Deutsche Telekom Holding B.V., Amsterdam			100.00	18,151	EUR	50,909	(21)	EUR	f)
67.	Deutsche Telekom International Finance B.V., Amsterdam			100.00	453,780	EUR	484,566,000	125,277,000	EUR	b) f)
68.	Deutsche Telekom Kundenservice GmbH, Bonn	1.299.	100.00		25,000	EUR	19,110,240	0	EUR	a) f)
69.	Deutsche Telekom North America, Inc., Wilmington, DE	1.272.	100.00		30	USD	8,210,580	1,775,120	USD	j) c)
70.	Deutsche Telekom Shared Services s.r.o., Bratislava	1.241.	0.01		6,520,000	EUR	4,420,696	(2,181,362)	EUR	b) c)
70.	Deutsche Telekom Shared Services s.r.o., Bratislava	1.63.	99.99		6,520,000	EUR	4,420,696	(2,181,362)	EUR	b) c)
71.	Deutsche Telekom Technik GmbH, Bonn	1.299.	100.00		27,000	EUR	29,651,556	0	EUR	a) f)
72.	Deutsche Telekom Technischer Service GmbH, Bonn	1.299.	100.00		27,000	EUR	56,964,589	0	EUR	a) f)
73.	Deutsche Telekom Training GmbH, Bonn			100.00	102,300	EUR	124,988	0	EUR	a) f)
74.	Deutsche Telekom Venture Funds GmbH, Bonn			100.00	25,000	EUR	89,101,546	0	EUR	a) f)
75.	Deutsche Telekom, Inc., New York, NY			100.00	100	USD	6,879,511	474,973	USD	f)
76.	E-Value Collection Ltd., Agios Stefanos	1.77.	100.00		350,010	EUR	1,347,084	921,320	EUR	b) f)
77.	E-Value Societe Anonyme of Direct Marketing and Customer Support Services, Agios Stefanos	1.90.	100.00		5,105,062	EUR	2,922,476	(421,355)	EUR	b) f)
78.	Erste DFMG Deutsche Funkturm Vermögens-GmbH, Heusenstamm			100.00	100,000	EUR	170,272,893	0	EUR	a) f)
79.	Eutelis Consult GmbH i.L., Ratingen	1.57.	60.00		1,360,000	DEM	0	0	EUR	a) f)
80.	FMPP Verwaltungsgesellschaft mbH, Munich	1.168.	100.00		728,823	EUR	3,559,481	0	EUR	a) f)
81.	Fal Dete Telecommunications S.A.L., Furn El Chebbak	1.57.	51.00		150,000,000	LBP	0	0	LBP	
82.	Firstgate Holding AG, Baar	1.25.	100.00		2,335,505	CHF	18,793,260	743,623	CHF	f)
83.	Firstgate Internet S.A.S., Paris	1.82.	100.00		100,000	EUR	(642,070)	(18,582)	EUR	f)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
84.	Freya Telekommunikationsdienste GmbH, Bonn	1.300.	100.00		25,000	EUR	25,617	(1,383)	EUR	i)
85.	FriendScout24 GmbH, Munich	1.168.	100.00		1,500,000	EUR	4,535,642	0	EUR	a) f)
86.	GEMAPPS Gesellschaft für mobile Lösungen mbH, Hamburg	1.261.	100.00		25,000	EUR	207,000	83,000	EUR	c)
87.	GMG Generalmietgesellschaft mbH, Bonn			100.00	51,130,000	EUR	51,423,214	0	EUR	a) f)
88.	GSV LLC, Bellevue	1.229.	100.00		0	USD	0	0	USD	f)
89.	GapT Telekommunikationsdienste GmbH, Bonn	1.300.	100.00		25,000	EUR	0	0	EUR	
90.	Germanos Societe Anonyme Industrial & Commercial Company of Electronic Telecommunicationmaterial & Services, Agios Stefanos	1.36.	100.00		29,600,892	EUR	292,679,502	(4,569,576)	EUR	b) f)
91.	Germanos Telecom Bulgaria A.D., Sofia	1.90.	100.00		5,400,000	BGN	7,612,925	2,250,924	BGN	b) f)
92.	Germanos Telecom Romania S.A., Ilfov County, Voluntari	1.90.	99.99		77,100,310	RON	(58,871,726)	(47,732,168)	RON	f)
93.	Global TIMES Ventures Administration GmbH (GTV), Bonn	1.291.	100.00		100,000	EUR	190,821	11,569	EUR	f)
94.	Global TIMES Ventures GmbH & Co. KG, Bonn	1.291.	60.00		47,500	EUR	432,768	566,588	EUR	f)
95.	HATWAVE Hellenic-American Telecommunications Wave Ltd., Donetsk	1.100.	52.67		100	CYP	0	0	CYP	
96.	HELLAS-SAT Consortium Ltd., Nicosia	1.100.	99.05		191,235,884	EUR	152,964,105	11,084,587	EUR	b) f)
97.	HELLAS-SAT S.A. Satellite System Services & Communications, Maroussi, Athens	1.96.	99.99		4,606,640	EUR	4,557,282	153,223	EUR	b) f)
97.	HELLAS-SAT S.A. Satellite System Services & Communications, Maroussi, Athens	1.138.	0.01		4,606,640	EUR	4,557,282	153,223	EUR	b) f)
98.	Hakon Telekommunikationsdienste GmbH, Bonn	1.300.	100.00		25,000	EUR	0	0	EUR	
99.	Hellascom International A.E., Athens	1.100.	100.00		750,000	EUR	6,814,380	(878,538)	EUR	f)
100.	Hellenic Telecommunications Organization S.A. (OTE), Athens			40.00	1,171,459,430	EUR	3,145,500,000	(413,400,000)	EUR	f)
101.	Horaz Telekommunikationsdienste GmbH, Bonn	1.261.	100.00		25,000	EUR	24,000	0	EUR	c)
102.	Hrvatske telekomunikacije d.d., Zagreb			51.00	8,188,853,500	HRK	13,113,000,000	1,813,000,000	HRK	f)
103.	I.T.E.N.O.S. International Telecom Network Operation Services GmbH, Bonn	1.261.	100.00		3,000,000	EUR	6,410,000	0	EUR	a) c)
104.	IT Services Hungary Szolgáltató Kft., Budapest	1.261.	100.00		150,100,000	HUF	27,241,350	4,200,730	HUF	j) c)
105.	ImmoCom Verwaltungs GmbH, Heusenstamm	1.87.	100.00		50,000	DEM	(5,527,212)	(124,676)	EUR	f)
106.	Immobilien Scout Deutschland GmbH, Berlin	1.107.	100.00		50,000	DEM	20,886	(123)	EUR	f)
107.	Immobilien Scout GmbH, Berlin	1.169.	60.10		144,250	EUR	4,115,566	0	EUR	a) f)
107.	Immobilien Scout GmbH, Berlin	1.168.	39.90		144,250	EUR	4,115,566	0	EUR	a) f)
108.	Infovan (Proprietary) Limited, Midrand	1.282.	100.00		2,000	ZAR	8,216,880	926,160	ZAR	j) c)
109.	InteractiveMedia CCSP GmbH, Darmstadt			100.00	901,000	EUR	2,484,000	0	EUR	a) f)
110.	International System House Kereskedelmi és Szoftverfejlesztő Kft., Budapest	1.123.	100.00		3,000,000	HUF	4,496,000	2,264,000	HUF	f)
111.	Intersolve Health Informatics (Proprietary) Limited i.L., Midrand	1.6.	100.00		100	ZAR	0	0	ZAR	
112.	Investel Magyar Távközlési Befektetési ZRt., Budapest	1.123.	100.00		1,113,000,000	HUF	5,443,317,000	235,911,000	HUF	f)
113.	Iskon Internet d.d., Zagreb	1.102.	100.00		272,902,200	HRK	39,186,907	28,126,986	HRK	f)
114.	JobScout24 International Holding AG, Baar	1.168.	100.00		1,540,000	CHF	39,051,515	29,671,164	CHF	f)
115.	KIBU Innováció Nonprofit Kft., Budapest	1.123.	99.20		40,000,000	HUF	60,961,000	11,804,000	HUF	f)
115.	KIBU Innováció Nonprofit Kft., Budapest	1.112.	0.80		40,000,000	HUF	60,961,000	11,804,000	HUF	f)
116.	Kabelsko distributivni sustav d.o.o., Čakovec	1.102.	100.00		1,229,600	HRK	4,644,250	246,246	HRK	f)
117.	Kappa Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,546	0	EUR	a) f)
118.	Kolga Telekommunikationsdienste GmbH, Bonn	1.300.	100.00		25,000	EUR	0	0	EUR	
119.	Kristall Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,194	(806)	EUR	i)
120.	Loki Telekommunikationsdienste GmbH, Bonn	1.300.	100.00		25,000	EUR	0	0	EUR	
121.	M-Kábel Távközlési Kft., Csorna	1.318.	100.00		3,000,000	HUF	146,047,000	52,808,000	HUF	f)
122.	MAGYARCOM SZOLGÁLTATÓ KOMMUNIKÁCIÓS Kft., Budapest			100.00	50,000,000	HUF	610,872,000	115,319,000	HUF	f)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
123.	Magyar Telekom Távközlési Nyilvánosan Működő Részvénytársaság (Magyar Telekom Telecommunications Public Limited Company), Budapest	1.124.	59.23		104,274,254,300	HUF	556,091,000,000	3,179,000,000	HUF	b) f)
124.	MagyarCom Holding GmbH, Bonn			100.00	316,009,000	EUR	2,344,520,428	0	EUR	a) f)
125.	Makedonski Telekom A.D. Skopje, Skopje	1.178.	56.67		9,583,887,760	MKD	21,101,883,000	5,569,467,000	MKD	b) f)
126.	Med-RZ Medizinisches Rechenzentrum GmbH, Cologne	1.261.	95.10		25,000	EUR	15,870	(9,130)	EUR	c)
127.	Mindentudás Egyeteme Tudományos Közhasznú Nonprofit Kft. i.L., Budapest	1.123.	60.00		5,000,000	HUF	5,106,000	(12,213,000)	HUF	f)
128.	Mobilbeep Telecommunications One Person Limited Liability, Maroussi, Athens	1.36.	100.00		620,100	EUR	262,979	(31,188)	EUR	b) f)
129.	Modultechnika Kereskedelmi és Szolgáltató Kft., Budapest	1.123.	100.00		500,000	HUF	1,206,056,000	1,085,101,000	HUF	f)
130.	NextGen Communications SRL, Bucharest	1.161.	100.00		227,824,020	RON	106,245,916	(72,295,472)	RON	f)
131.	Novatel EOOD, Sofia	1.123.	100.00		5,190,000	BGN	7,936,000	(684,000)	BGN	b) f)
131.	Novatel Ukraine Ltd. i.L., Kiev	1.123.	99.94		1,656,900	UAH	1,196,600	(512,000)	UAH	g)
132.	Novatel Ukraine Ltd. i.L., Kiev	1.112.	0.06		1,656,900	UAH	1,196,600	(512,000)	UAH	g)
133.	ORBIT Gesellschaft für Applikations- und Informationssysteme mbH, Bonn	1.57.	100.00		128,000	EUR	1,523,200	476,300	EUR	c)
134.	OTE Academy S.A., Maroussi, Athens	1.100.	100.00		1,761,030	EUR	(845,927)	(869,228)	EUR	b) f)
134.	OTE Academy S.A., Maroussi, Athens	1.167.	0.00		1,761,030	EUR	(845,927)	(869,228)	EUR	b) f)
135.	OTE Estate S.A., Athens	1.100.	100.00		455,987,091	EUR	1,158,255,964	(133,502,790)	EUR	b) f)
135.	OTE Estate S.A., Athens	1.142.	0.00		455,987,091	EUR	1,158,255,964	(133,502,790)	EUR	b) f)
136.	OTE Insurance Agency S.A., Athens	1.100.	99.90		86,000	EUR	386,650	168,775	EUR	b) f)
136.	OTE Insurance Agency S.A., Athens	1.142.	0.10		86,000	EUR	386,650	168,775	EUR	b) f)
137.	OTE International Investments Limited, Limassol	1.100.	100.00		477,366,811	EUR	542,457,659	(2,494,278)	EUR	b) f)
138.	OTE International Solutions S.A., Maroussi, Athens	1.100.	100.00		163,697,462	EUR	159,527,118	(2,200,957)	EUR	b) f)
138.	OTE International Solutions S.A., Maroussi, Athens	1.167.	0.00		163,697,462	EUR	159,527,118	(2,200,957)	EUR	b) f)
139.	OTE Investment Services S.A., Maroussi, Athens	1.137.	100.00		3,400,000	EUR	2,870,656	217,100	EUR	b) f)
140.	OTE Plc., London	1.100.	100.00		50,000	GBP	16,024,280	(6,546,237)	EUR	b) f)
141.	OTE Properties S.A., Athens	1.135.	100.00		30,000,000	EUR	29,996,398	133,586	EUR	f)
142.	OTEplus Technical & Business Solutions S.A., Athens	1.100.	100.00		3,837,002	EUR	6,151,860	(1,017,880)	EUR	b) f)
143.	Omikron Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,546	0	EUR	a) f)
144.	One2One Personal Communications Ltd., Hatfield	1.204.	100.00		1	GBP	1	0	GBP	f)
145.	One2One Limited, Hatfield	1.204.	100.00		2	GBP	2	0	GBP	f)
146.	P & I Holding GmbH, Darmstadt			100.00	30,000	EUR	85,351	0	EUR	a) c)
147.	PASM Power and Air Condition Solution Management Beteiligungs GmbH, Bonn			100.00	25,000	EUR	36,795	1,403	EUR	f)
148.	PASM Power and Air Condition Solution Management GmbH & Co. KG, Munich			100.00	10,025,000	EUR	136,115,109	63,095,037	EUR	f)
149.	PTC, Polska Telefonía Cyfrowa S.A., Warsaw	1.222.	100.00		471,000,000	PLN	2,917,495,000	1,233,365,000	PLN	f)
150.	Pan-Infom Kutatás-Fejlesztési és Innovációs Kft., Balatonfüred	1.266.	20.00		500,000	HUF	(96,134,000)	(64,604,000)	HUF	f)
151.	Pelsoft Informatika Kft., Balatonfüred	1.266.	16.67		600,000	HUF	(12,414,000)	(9,621,000)	HUF	f)
152.	PosAm spol. s.r.o., Bratislava	1.175.	51.00		170,000	EUR	7,240,002	2,365,685	EUR	f)
153.	Powertel Memphis Licenses, Inc., Bellevue	1.154.	100.00		1	USD	178,447,513	0	USD	f)
154.	Powertel/Memphis, Inc., Bellevue	1.229.	100.00		32,262	USD	328,228,707	(32,715,709)	USD	f)
155.	Qingdao DETECON Consulting Co. Ltd., Beijing	1.57.	100.00		2,000,000	USD	238,100	(447,000)	USD	j) c)
156.	Residenzpost GmbH & Co. Liegenschafts KG, Heusenstamm			100.00	1	EUR	0	(112,086)	EUR	f)
157.	Revl Internet Services GmbH, Munich	1.169.	100.00		38,350	EUR	724,965	0	EUR	a) f)
158.	Revl Marketing & Sales GmbH, Bonn			100.00	25,000	EUR	15,538,923	0	EUR	a) f)
159.	Rho Telekommunikationsdienste GmbH, Bonn	1.299.	100.00		25,000	EUR	26,633	(367)	EUR	c)
160.	SAF Forderungsmanagement GmbH, Heidelberg	1.299.	100.00		4,101,000	EUR	11,796,656	0	EUR	a) f)
161.	SC Romtelecom S.A., Bucharest	1.137.	54.01		5,975,037,351	RON	3,332,107,000	(1,504,098,000)	RON	b) c)
162.	SCOUT Business Services GmbH, Munich	1.157.	100.00		69,100	EUR	72,349	(1,618)	EUR	f)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
163.	SCS Personalberatung GmbH, Düsseldorf			100.00	100,000	DEM	51,129	0	EUR	a) f)
164.	STRATO AG, Berlin	1.217.	100.00		6,033,345	EUR	9,716,049	0	EUR	a) f)
165.	Sallust Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	27,000	0	EUR	a) f)
166.	Saphir Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,211	(789)	EUR	i)
167.	Satellite and Maritime Telecommunications S.A., Athens	1.100.	94.08		5,463,750	EUR	8,490,595	973,204	EUR	b) f)
167.	Satellite and Maritime Telecommunications S.A., Athens	1.142.	0.01		5,463,750	EUR	8,490,595	973,204	EUR	b) f)
168.	Scout24 AG, Baar	1.169.	100.00		532,081	CHF	165,878,167	(52,904,129)	CHF	f)
169.	Scout24 Holding GmbH, Munich			100.00	1,000,000	EUR	244,456,120	0	EUR	a) f)
170.	Scout24 International Management AG, Baar	1.169.	100.00		250,000	CHF	45,135,442	38,461	CHF	f)
171.	Scout24 Schweiz AG, Flamatt	1.172.	85.04		224,600	CHF	47,659,013	30,419,328	CHF	f)
171.	Scout24 Schweiz AG, Flamatt	1.170.	14.96		224,600	CHF	47,659,013	30,419,328	CHF	f)
172.	Scout24 Schweiz Holding AG, Wünnewil-Flamatt	1.170.	50.10		980,000	CHF	16,285,400	(920,692)	CHF	f)
173.	Scout24 Services GmbH, Munich	1.169.	100.00		25,000	EUR	42,677	(2,483)	EUR	c)
174.	Sigma Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,546	0	EUR	a) f)
175.	Slovak Telekom, a.s., Bratislava			51.00	864,113,000	EUR	1,644,206,000	113,933,000	EUR	b) f)
176.	Software Daten Service Gesellschaft m.b.H., Vienna	1.261.	100.00		290,691	EUR	15,246,000	2,871,000	EUR	c)
177.	Soluciones y Proyectos Consulting, S.L., Barcelona	1.257.	100.00		3,006	EUR	167,960	(6,660)	EUR	c)
178.	Stonebridge Communication A.D. i.L., Skopje	1.123.	100.00		21,194,506,100	MKD	28,186,855,000	3,504,967,000	MKD	b) f)
179.	SunCom Wireless Holdings Inc., Bellevue	1.229.	100.00		1	USD	1,972,330,918	39,263,962	USD	f)
180.	SunCom Wireless Investment Co., LLC, Bellevue	1.179.	100.00		1	USD	2,381,558,009	42,771,597	USD	f)
181.	SunCom Wireless License Co., LLC, Bellevue	1.311.	100.00		1	USD	526,392,306	0	USD	f)
182.	SunCom Wireless Management Co., Inc., Bellevue	1.185.	100.00		1	USD	(28,594,171)	(2,819,848)	USD	f)
183.	SunCom Wireless Operating Co., LLC, Bellevue	1.311.	100.00		1	USD	0	0	USD	f)
184.	SunCom Wireless Property Co., LLC, Bellevue	1.311.	100.00		1	USD	0	0	USD	f)
185.	SunCom Wireless, Inc., Bellevue	1.180.	100.00		1	USD	2,376,043,979	42,771,597	USD	f)
186.	Sunlight Romania – Filiala Bucuresti S.R.L., Ilfov County, Voluntari	1.92.	100.00		12,700,000	RON	(9,976,510)	(7,438,738)	RON	f)
187.	SureNow situationally intelligent solutions GmbH, Bonn	1.300.	100.00		25,000	EUR			EUR	
188.	T SYSTEMS TELEKOMÜNİKASYON LIMITED SIRKETI, Istanbul	1.241.	0.60		385,600	TRY	2,149,000	229,000	TRY	j) c)
188.	T SYSTEMS TELEKOMÜNİKASYON LIMITED SIRKETI, Istanbul	1.261.	99.40		385,600	TRY	2,149,000	229,000	TRY	j) c)
189.	T-Com Venture Fund GmbH & Co. KG, Bonn			98.02	50,500	EUR	10,450,745	(1,916,963)	EUR	h)
189.	T-Com Venture Fund GmbH & Co. KG, Bonn	1.292.	1.98		50,500	EUR	10,450,745	(1,916,963)	EUR	h)
190.	T-Corporate Venture Fund GmbH & Co. KG, Bonn			99.00	100,000	EUR	9,023,015	(353,206)	EUR	h)
190.	T-Corporate Venture Fund GmbH & Co. KG, Bonn	1.292.	1.00		100,000	EUR	9,023,015	(353,206)	EUR	h)
191.	T-Mobile (UK Properties), Inc., Denver, CO	1.204.	100.00		1	USD	1	0	USD	f)
192.	T-Mobile (UK) Ltd., Hatfield	1.204.	100.00		1	GBP	1	0	GBP	f)
193.	T-Mobile (UK) Retail Limited, Hatfield	1.204.	100.00		105	GBP	105	0	GBP	f)
194.	T-Mobile Austria GmbH, Vienna	1.195.	100.00		60,000,000	EUR	453,046,781	84,453,432	EUR	f)
195.	T-Mobile Austria Holding GmbH, Vienna	1.199.	100.00		15,000,000	EUR	1,550,078,053	392,948	EUR	f)
196.	T-Mobile Central LLC, Bellevue	1.229.	100.00		1	USD	7,772,687,041	923,473,785	USD	f)
197.	T-Mobile Czech Republic a.s., Prague	1.21.	60.77		520,000,000	CZK	26,465,000	9,160	CZK	f)
198.	T-Mobile Global Holding GmbH, Bonn	1.203.	100.00		50,000	EUR	17,701,393,430	0	EUR	a) f)
199.	T-Mobile Global Holding Nr. 2 GmbH, Bonn			100.00	25,000	EUR	2,742,147,975	0	EUR	a) f)
200.	T-Mobile Global Holding Nr. 3 GmbH, Bonn			100.00	25,000	EUR	22,492	(442)	EUR	f)
201.	T-Mobile Global Holding Nr. 4 GmbH, Bonn			100.00	25,000	EUR	22,125	(213)	EUR	f)
202.	T-Mobile Global Holding Nr. 5 GmbH, Bonn			100.00	25,000	EUR	21,539	(220)	EUR	f)
203.	T-Mobile Global Zwischenholding GmbH, Bonn			100.00	26,000	EUR	24,675,847,754	0	EUR	a) f)
204.	T-Mobile Holdings Limited, Hatfield	1.198.	100.00		706,540,268	GBP	4,903,259,948	432,978,168	GBP	f)
205.	T-Mobile HotSpot GmbH, Bonn			100.00	25,000	EUR	8,037,733	(4,596)	EUR	f)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
206.	T-Mobile International Austria GmbH, Vienna	1.194.	100.00		37,000	EUR	646,404	71,457	EUR	f)
207.	T-Mobile International Limited, Hatfield	1.204.	100.00		1	GBP	1	0	GBP	f)
208.	T-Mobile International UK Pension Trustee Limited, Hatfield	1.62.	100.00		1	GBP	1	0	GBP	b) f)
209.	T-Mobile License LLC, Bellevue	1.229.	100.00		1	USD	743,941,639	17,924,502	USD	f)
210.	T-Mobile Ltd., Hatfield	1.204.	100.00		1	GBP	1	0	GBP	f)
211.	T-Mobile Macedonia A.D. Skopje, Skopje	1.125.	100.00		2,344,377,000	MKD	7,169,829,000	3,079,201,000	MKD	b) f)
212.	T-Mobile Netherlands B.V., Gravenhagen	1.213.	100.00		1,250,628	EUR	216,675,275	149,473,276	EUR	f)
213.	T-Mobile Netherlands Holding B.V., The Hague	1.198.	100.00		90,756,042	EUR	975,971,000	117,445,000	EUR	f)
214.	T-Mobile Netherlands Klantenservice B.V., The Hague	1.212.	100.00		1,116,950	EUR	(294,862,820)	(41,019,096)	EUR	f)
215.	T-Mobile Netherlands Retail B.V., The Hague	1.212.	100.00		18,000	EUR	(361,083,486)	(112,715,156)	EUR	f)
216.	T-Mobile Newco Nr. 3 GmbH, Bonn			100.00	25,000	EUR	25,000	0	EUR	a) f)
217.	T-Mobile Newco Nr. 4 GmbH, Bonn			100.00	25,000	EUR	27,000	0	EUR	a) f)
218.	T-Mobile No. 1 Limited, Hatfield	1.204.	100.00		1	GBP	1	0	GBP	f)
219.	T-Mobile No. 5 Limited, Hatfield	1.204.	100.00		1	GBP	1	0	GBP	f)
220.	T-Mobile Northeast LLC, Bellevue	1.229.	100.00		1	USD	7,740,083,031	917,233,388	USD	f)
221.	T-Mobile PCS Holdings, LLC, Bellevue	1.229.	100.00		1	USD	(10,839,249,140)	(2,328,551,771)	USD	f)
222.	T-Mobile Poland Holding GmbH, Bonn			100.00	26,000	EUR	26,546	0	EUR	a) f)
223.	T-Mobile Puerto Rico Holdings LLC, Bellevue	1.311.	100.00		1	USD	704,413,678	7,886,039	USD	f)
224.	T-Mobile Puerto Rico LLC, Bellevue	1.223.	100.00		1	USD	704,413,678	7,886,039	USD	f)
225.	T-Mobile Resources Corporation, Bellevue	1.221.	100.00		1	USD	16,604,207	(7,094,483)	USD	f)
226.	T-Mobile Service GmbH, Vienna	1.199.	100.00		35,000	EUR	80,876	(5,850)	EUR	f)
227.	T-Mobile South LLC, Bellevue	1.229.	100.00		1	USD	3,704,227,753	397,818,743	USD	f)
228.	T-Mobile Subsidiary IV Corporation, Bellevue	1.229.	100.00		1	USD	(8,851)	(60)	USD	f)
229.	T-Mobile USA, Inc., Bellevue	1.198.	100.00		292	USD	15,785,000,000	4,718,000,000	USD	f)
230.	T-Mobile Venture Fund GmbH & Co. KG, Bonn			99.00	100,000	EUR	21,320,684	22,257	EUR	f)
230.	T-Mobile Venture Fund GmbH & Co. KG, Bonn	1.292.	1.00		100,000	EUR	21,320,684	22,257	EUR	f)
231.	T-Mobile Venture Fund II GmbH & Co. KG, Bonn			99.00	100,000	EUR	12,060,472	(1,392,179)	EUR	f)
231.	T-Mobile Venture Fund II GmbH & Co. KG, Bonn	1.292.	1.00		100,000	EUR	12,060,472	(1,392,179)	EUR	f)
232.	T-Mobile West LLC, Bellevue	1.229.	100.00		1,000	USD	13,882,265,464	1,310,320,390	USD	f)
233.	T-Mobile Worldwide Holding GmbH, Bonn			100.00	25,000	EUR	1,977,990,187	0	EUR	a) f)
234.	T-Online Beteiligungs GmbH, Darmstadt			100.00	25,000	EUR	24,643	(1,361)	EUR	c)
235.	T-Online Travel GmbH, Darmstadt			100.00	4,000,000	EUR	(5,858,881)	(39,815)	EUR	c)
236.	T-Online Venture Fund GmbH & Co. KG, Bonn			99.00	100,000	EUR	41,319,193	(1,890,175)	EUR	f)
236.	T-Online Venture Fund GmbH & Co. KG, Bonn	1.292.	1.00		100,000	EUR	41,319,193	(1,890,175)	EUR	f)
237.	T-Online Verwaltungs GmbH, Darmstadt			100.00	25,000	EUR	25,179	(1,365)	EUR	c)
238.	T-Systems Argentina S.A., Buenos Aires	1.241.	2.00		2,424,250	ARS	384,000	10,000	ARS	j) c)
238.	T-Systems Argentina S.A., Buenos Aires	1.261.	98.00		2,424,250	ARS	384,000	10,000	ARS	j) c)
239.	T-Systems Austria GesmbH, Vienna	1.261.	100.00		185,000	EUR	34,811,000	7,256,000	EUR	c)
240.	T-Systems Belgium N.V., Groot-Bijgaarden	1.270.	0.65		4,731,000	EUR	2,381,000	(1,919,000)	EUR	c)
240.	T-Systems Belgium N.V., Groot-Bijgaarden	1.261.	99.35		4,731,000	EUR	2,381,000	(1,919,000)	EUR	c)
241.	T-Systems Beteiligungsverwaltungsgesellschaft mbH, Frankfurt/Main	1.261.	100.00		25,600	EUR	27,000	0	EUR	c)
242.	T-Systems Bulgaria EOOD, Sofia	1.261.	100.00		5,000	BGN	387,000	138,000	BGN	
243.	T-Systems CIS, Moscow	1.261.	100.00		4,630,728	RUB	7,300,000	410,000	RUB	j) c)
244.	T-Systems Canada, Inc., Toronto	1.272.	100.00		2,031,554	CAD	6,846,050	582,630	CAD	j) c)
245.	T-Systems China Limited, Hong Kong	1.261.	100.00		24,000,000	HKD	3,468,000	(1,576,000)	HKD	j) c)
246.	T-Systems Czech Republic a.s., Prague	1.261.	100.00		251,300,000	CZK	81,426,320	12,783,860	CZK	j) c)
247.	T-Systems DDM GmbH, Weingarten	1.261.	100.00		154,400	EUR	3,788,750	0	EUR	a) c)
248.	T-Systems Eltec, S.L., Barcelona	1.257.	100.00		666,400	EUR	953,960	(15,045,460)	EUR	c)
249.	T-Systems France S.A.S., Saint Denis	1.261.	100.00		2,000,000	EUR	2,929,000	(37,701,000)	EUR	c)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
250.	T-Systems GEI GmbH, Aachen	1.261.	100.00		11,301,600	EUR	14,605,566	0	EUR	a) c)
251.	T-Systems ICT Romania S.R.L., Bucharest	1.241.	5.00		200	RON	159,000	57,000	RON	j) c)
251.	T-Systems ICT Romania S.R.L., Bucharest	1.261.	95.00		200	RON	159,000	57,000	RON	j) c)
252.	T-Systems IT Epsilon GmbH, Bonn	1.261.	100.00		25,000	EUR	25,000	0	EUR	a) c)
253.	T-Systems IT Eta GmbH, Bonn	1.261.	100.00		25,000	EUR	25,000	0	EUR	a) c)
254.	T-Systems IT Gamma GmbH, Bonn	1.261.	100.00		25,000	EUR	25,000	0	EUR	a) c)
255.	T-Systems IT Theta GmbH, Bonn	1.261.	100.00		25,000	EUR	23,000	0	EUR	c)
256.	T-Systems IT Zeta GmbH, Bonn	1.261.	100.00		25,000	EUR	25,000	0	EUR	a) c)
257.	T-Systems ITC Iberia, S.A., Barcelona	1.261.	100.00		1,243,100	EUR	6,101,830	(34,995,330)	EUR	c)
258.	T-Systems Individual Desktop Solutions GmbH, Frankfurt/Main	1.261.	100.00		25,000	EUR	263,376	0	EUR	a) c)
259.	T-Systems Information and Communication Technology E.P.E., Athens	1.241.	1.00		18,000	EUR	406,000	87,000	EUR	c)
259.	T-Systems Information and Communication Technology E.P.E., Athens	1.261.	99.00		18,000	EUR	406,000	87,000	EUR	c)
260.	T-Systems Information and Communication Technology India Private Limited, Pune	1.261.	100.00		34,500,000	INR	457,947	(143,752)	INR	j) c)
260.	T-Systems Information and Communication Technology India Private Limited, Pune	1.241.	0.00		34,500,000	INR	457,947	(143,752)	INR	j) c)
261.	T-Systems International GmbH, Frankfurt/Main			100.00	154,441,900	EUR	1,343,000	0	EUR	a) f)
262.	T-Systems Italia S.p.A., Vicenza	1.261.	100.00		1,000,000	EUR	2,026,000	(19,496,000)	EUR	c)
263.	T-Systems Japan K.K., Tokyo	1.261.	100.00		495,000,000	JPY	6,560,100	238,650	JPY	j) c)
264.	T-Systems Limited, London	1.261.	100.00		550,001	GBP	18,909,000	(38,374,000)	GBP	j) c)
265.	T-Systems Luxembourg S.A., Luxembourg	1.241.	0.02		1,500,000	EUR	4,582,000	440,000	EUR	c)
265.	T-Systems Luxembourg S.A., Luxembourg	1.261.	99.98		1,500,000	EUR	4,582,000	440,000	EUR	c)
266.	T-Systems Magyarország ZRt., Budapest	1.123.	100.00		2,001,000,000	HUF	7,859,560,000	3,016,747,000	HUF	f)
267.	T-Systems Malaysia Sdn. Bhd., Kuala Lumpur	1.261.	100.00		4,000,000	MYR	6,295,000	704,000	MYR	j) c)
268.	T-Systems Mexico, S.A. de C.V., Puebla	1.261.	100.00		32,000,000	MXN	7,317,980	3,313,310	USD	j) c)
269.	T-Systems Multimedia Solutions GmbH, Dresden	1.261.	100.00		4,090,400	EUR	4,092,000	1,000	EUR	a) c)
270.	T-Systems Nederland B.V., Vianen (Utrecht)	1.261.	100.00		908,000	EUR	65,092,000	3,158,000	EUR	c)
271.	T-Systems Nordic A/S, Ballerup	1.261.	100.00		5,500,000	DKK	2,705,660	2,655,000	DKK	j) c)
272.	T-Systems North America, Inc., Wilmington, DE	1.261.	100.00		34	USD	21,131,220	(1,370,230)	USD	j) c)
273.	T-Systems P.R. China Ltd., Beijing	1.261.	100.00		24,000,000	EUR	(1,197,630)	(2,788,090)	EUR	c)
274.	T-Systems Polska Sp. z o.o., Wroclaw	1.261.	100.00		8,327,000	PLN	7,765,000	652,000	PLN	j) c)
275.	T-Systems Regional Services and Solutions GmbH, Frankfurt/Main	1.261.	100.00		25,000	EUR	415,200	0	EUR	a) c)
276.	T-Systems SFPH GmbH, Düsseldorf	1.261.	100.00		511,300	EUR	2,160,800	0	EUR	a) c)
277.	T-Systems Schweiz AG, Münchenbuchsee	1.261.	100.00		13,000,000	CHF	30,336,940	5,118,610	CHF	j) c)
278.	T-Systems Singapore Pte. Ltd., Singapore	1.261.	100.00		38,905,000	SGD	25,914,460	446,030	SGD	j) c)
279.	T-Systems Slovakia s.r.o., Kosice	1.241.	2.50		258,581	EUR	23,404,000	3,713,000	EUR	c)
279.	T-Systems Slovakia s.r.o., Kosice	1.261.	97.50		258,581	EUR	23,404,000	3,713,000	EUR	c)
280.	T-Systems Solutions (Proprietary) Limited i.L., Midrand	1.282.	100.00		1	ZAR	0	0	ZAR	j) c)
281.	T-Systems Solutions for Research GmbH, Weßling	1.261.	100.00		5,000,000	EUR	5,476,000	0	EUR	a) c)
282.	T-Systems South Africa (Proprietary) Limited, Midrand	1.283.	70.00		4,000	ZAR	32,605,240	16,676,650	ZAR	j) c)
283.	T-Systems South Africa Holdings (Proprietary) Limited, Midrand	1.261.	100.00		4,100,085	ZAR	69,552,730	4,185,410	ZAR	j) c)
284.	T-Systems Spring Italia S.r.l., Fiumicino	1.261.	100.00		494,000	EUR	164,330	(1,592,370)	EUR	c)
285.	T-Systems TMT Limited, Milton Keynes	1.264.	100.00		500,000	GBP	613,000	0	GBP	j) c)
286.	T-Systems Telecomunicacoes e Servicos Ltda., Sao Paulo	1.288.	100.00		4,182,560	BRL	2,404,344	184,873	BRL	j) c)
286.	T-Systems Telecomunicacoes e Servicos Ltda., Sao Paulo	1.241.	0.00		4,182,560	BRL	2,404,344	184,873	BRL	j) c)
287.	T-Systems Venture Fund GmbH & Co. KG, Bonn	1.261.	99.00		50,000	EUR	8,004,000	8,940,000	EUR	c)
287.	T-Systems Venture Fund GmbH & Co. KG, Bonn	1.292.	1.00		50,000	EUR	8,004,000	8,940,000	EUR	c)
288.	T-Systems do Brasil Ltda., Sao Paulo	1.261.	99.99		15,000,000	BRL	40,326,454	3,737,517	BRL	j) c)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
288.	T-Systems do Brasil Ltda., Sao Paulo	1.241.	0.01		15,000,000	BRL	40,326,454	3,737,517	BRL	j) c)
289.	T-Systems on site services GmbH, Berlin	1.261.	100.00		154,000	EUR	154,000	0	EUR	a) c)
290.	T-Systems, informacijski sistemi, d.o.o., Ljubljana	1.261.	100.00		8,763	EUR	253,000	116,000	EUR	c)
291.	T-Venture Holding GmbH, Bonn			100.00	10,225,900	EUR	11,315,772	5,796,913	EUR	f)
292.	T-Venture Telekom Funds Beteiligungs-GmbH, Bonn	1.291.	100.00		25,100	EUR	3,619,859	0	EUR	h)
293.	T-Venture of America, Inc., Foster City	1.291.	100.00		100	USD	473,210	91,434	USD	f)
294.	TAMBURO Telekommunikationsdienste GmbH, Heusenstamm			100.00	25,000	EUR	52,330	53	EUR	f)
295.	TMUS Assurance Corporation, Honolulu	1.229.	100.00		10	USD	15,220,147	62,195,384	USD	f)
296.	TOB T-Systems Ukraine, Kiev	1.241.	0.10		35,000	UAH	97,000	31,000	UAH	j) c)
296.	TOB T-Systems Ukraine, Kiev	1.261.	99.90		35,000	UAH	97,000	31,000	UAH	j) c)
297.	Tau Telekommunikationsdienste GmbH, Bonn	1.299.	100.00		25,000	EUR	26,663	(367)	EUR	c)
298.	Tele-Data Távközlési Adatfeldolgozó és Hirdetésszervező Kft., Budaörs	1.123.	50.98		38,640,000	HUF	78,479,000	(5,194,000)	HUF	f)
299.	Telekom Deutschland GmbH, Bonn			100.00	1,515,000,000	EUR	3,752,000,000	0	EUR	a) f)
300.	Telekom Innovation Pool GmbH, Bonn			100.00	26,000	EUR	26,592	0	EUR	a) f)
301.	Telekom New Media ZRt., Budapest	1.123.	100.00		669,930,000	HUF	2,080,066,000	353,778,000	HUF	f)
302.	Telekom Sec, s.r.o., Bratislava	1.175.	100.00		6,639	EUR	(21)	(2,548)	EUR	c)
303.	Telekom Shop Vertriebsgesellschaft mbH, Bonn	1.299.	100.00		10,000,000	EUR	44,258,116	0	EUR	a) f)
304.	Telemacedonia A.D., Skopje	1.123.	100.00		621,300	MKD	33,882,000	(37,518,000)	MKD	b) f)
305.	Telemobil S.A., Bucharest	1.37.	100.00		360,090,000	RON	(300,909,540)	(103,302,159)	RON	f)
306.	Theta Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,546	0	EUR	a) f)
307.	Thor Telekommunikationsdienste GmbH, Bonn	1.300.	100.00		25,000	EUR	27,000	0	EUR	a) c)
308.	Tibull Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	27,000	0	EUR	a) f)
309.	Transparent Goods GmbH, Cologne	1.261.	100.00		800,000	EUR	(6,014,700)	(10,580)	EUR	c)
310.	Triton PCS Finance Co., Inc., Bellevue	1.185.	100.00		1	USD	1,467,131,576	28,774,065	USD	f)
311.	Triton PCS Holdings Company, LLC, Bellevue	1.185.	100.00		1	USD	517,225,715	21,382,692	USD	f)
312.	Trust2Core GmbH, Bonn	1.300.	100.00		25,000	EUR	1,195,259	(531,741)	EUR	i)
313.	Tulip 2 B.V., 's-Gravenhage	1.213.	100.00		124,105	EUR	124,105	0	EUR	f)
314.	Tulip B.V., The Hague	1.213.	100.00		45,398,022	EUR	45,398,022	0	EUR	f)
315.	Türkis Telekommunikationsdienste GmbH, Bonn			100.00	25,000	EUR	26,211	(789)	EUR	i)
316.	VIOLA Kabelgesellschaft (Deutschland) mbH, Bonn	1.44.	100.00		1,000,000	EUR	1,000,000	0	EUR	a) f)
317.	VOICENET Limited Company Telecommunications Services & Infrastructures S.A., Athens	1.100.	100.00		5,650,050	EUR	2,314,706	44,809	EUR	b) f)
318.	Vidamet ZRt., Győr	1.123.	67.50		2,000,000,000	HUF	5,010,153,000	(27,476,000)	HUF	f)
318.	Vidamet ZRt., Győr	1.112.	22.50		2,000,000,000	HUF	5,010,153,000	(27,476,000)	HUF	f)
319.	Vivento Customer Services GmbH, Bonn			100.00	100,000	EUR	97,173,009	0	EUR	a) f)
320.	VoiceStream PCS Iowa Corporation, Bellevue	1.229.	100.00		1	USD	37,872,592	1,116,236	USD	f)
321.	VoiceStream Pittsburgh General Partner, Inc., Bellevue	1.229.	100.00		100	USD	1,868,668	6,681,173	USD	f)
322.	VoiceStream Pittsburgh, LP, Bellevue	1.321.	54.00		1	USD	(213,971,832)	11,990,592	USD	f)
322.	VoiceStream Pittsburgh, LP, Bellevue	1.220.	46.00		1	USD	(213,971,832)	11,990,592	USD	f)
323.	ZODIAC Telekommunikationsdienste GmbH, Bonn			100.00	25,600	EUR	27,697	(293)	EUR	f)
324.	Zoznam Mobile, s.r.o., Bratislava	1.175.	100.00		6,639	EUR	383,253	14,988	EUR	c)
325.	Zoznam, s.r.o., Bratislava	1.175.	100.00		6,639	EUR	1,771,017	122,874	EUR	f)
326.	Zweite DFMG Deutsche Funkturm Vermögens-GmbH, Heusenstamm	1.299.	100.00		100,000	EUR	37,124,743	0	EUR	a) f)
327.	[origo] Média és Kommunikációs Zrt., Budapest	1.123.	100.00		300,330,000	HUF	351,141,000	(1,478,314,000)	HUF	f)
328.	congstar GmbH, Cologne	1.299.	100.00		250,000	EUR	3,747,047	0	EUR	a) f)
329.	congstar Services GmbH, Cologne	1.328.	100.00		30,000	EUR	4,091,854	0	EUR	a) c)
330.	d-Core NETWORK IBERIA, S.L., Tarragona	1.257.	100.00		3,010	EUR	366,600	27,060	EUR	c)
331.	operational services Beteiligungs-GmbH, Frankfurt/Main	1.332.	100.00		25,000	EUR	34,000	1,000	EUR	c)
332.	operational services GmbH & Co. KG, Frankfurt/Main	1.261.	50.00		250,000	EUR	8,758,240	3,733,820	EUR	c)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
2. Associated and other related companies										
1.	4 MNO Sp. z o.o.w likwidacji, Warsaw	1.149.	25.00		440,000	PLN	103,199	(10,500)	PLN	f)
2.	AMC-IT (Proprietary) Limited i.L., Midrand	1.6.	35.00		1,000	ZAR	0	0	ZAR	
3.	ASPM Holding B.V., Amsterdam	1.14.	49.00		18,000	EUR	6,057,151	(821)	EUR	f)
4.	AllProperty Media Pte. Ltd., Singapore	1.107.	40.00		2,487,139	SGD	585,024	479,077	SGD	h)
5.	BUYIN S.A., Brussels			50.00	123,000	EUR	126,425	3,425	EUR	b) c)
6.	Blinks Labs GmbH, Berlin	1.74.	27.00		25,000	EUR	0	0	EUR	
7.	BodyTel Europe GmbH, Bad Wildungen	1.74.	25.00		121,000	EUR	97,000	(607,000)	EUR	f)
8.	CTDI GmbH, Malsch (Karlsruhe district)	1.299.	49.00		2,500,000	EUR	38,605,368	3,833,545	EUR	f)
9.	Callahan Nordrhein-Westfalen GmbH i.L., Cologne	1.316.	45.00		2,595,000	EUR				
10.	Central Georgian Communications Co. Ltd., Roustavi	1.99.	25.00		280,000	GEL	7,891,651	675,169	GEL	f)
11.	ChooChee, Inc., Wilmington, DE	1.158.	38.02		526	USD	0	0	USD	f)
11.	ChooChee, Inc., Wilmington, DE	1.74.	1.90		526	USD	0	0	USD	f)
12.	Cittadino GmbH, Düsseldorf	1.287.	46.95		52,034	EUR	52,153	473,400	EUR	h)
13.	CoreMedia AG, Hamburg	1.236.	27.31		3,786,106	EUR	4,552,746	745,364	EUR	f)
14.	Cost Xpert AG, Gersthofen	1.74.	30.00		71,429	EUR	0	0	EUR	f)
15.	DETECON AL SAUDIA Co. Ltd., Riyadh	1.57.	46.50		4,000,000	SAR	25,487,810	6,950,820	SAR	c)
16.	Das Telefonbuch-Servicegesellschaft mbH, Frankfurt/Main	1.51.	25.10		500,000	EUR	533,409	(56,652)	EUR	f)
17.	Das Örtliche Service- und Marketing GmbH, Frankfurt/Main	1.51.	25.10		500,000	EUR	715,494	18,653	EUR	f)
18.	Deutscher Adreßbuchverlag für Wirtschaft und Verkehr GmbH i.L. (DAV), Frankfurt/Main	1.51.	25.10		700,000	DEM	13,950	571,559	EUR	f)
19.	Devas Multimedia Private Limited, Bangalore	1.60.	20.73		177,313	INR	3,516,810,263	(645,539,336)	INR	e)
20.	Donbass Telecom Ltd., Donetsk	1.99.	49.00		342,700	UAH	0	0	UAH	
21.	EDEKT-OTE Asset management S.A., Athens	1.100.	40.00		2,935,000	EUR	0	0	EUR	
22.	Electrocyling Anlagen GmbH, Goslar	1.299.	25.00		9,000,000	DEM	5,552,309	618,954	EUR	f)
23.	Electrocyling GmbH, Goslar	1.299.	25.50		1,500,000	EUR	10,050,156	5,713,457	EUR	f)
24.	European Center for Information and Communications Technologies - EICT GmbH, Berlin			20.00	25,000	EUR	1,064,124	203,442	EUR	f)
25.	Everything Everywhere Limited, Hatfield	1.204.	50.00		22,050,306	GBP	5,277,000,000	(180,000,000)	GBP	f)
26.	Gelbe Seiten Marketing Gesellschaft mbH, Frankfurt/Main	1.51.	25.10		500,000	EUR	605,566	(159,248)	EUR	f)
27.	HMM Deutschland GmbH, Moers			38.46	197,758	EUR	3,810,593	839,426	EUR	f)
27.	HMM Deutschland GmbH, Moers	1.287.	10.97		197,758	EUR	3,810,593	839,426	EUR	f)
28.	HWV - Höchstleistungsrechner für Wissenschaft und Wirtschaft GmbH, Stuttgart	1.261.	20.00		50,000	EUR	781,040	139,660	EUR	c)
28.	HWV - Höchstleistungsrechner für Wissenschaft und Wirtschaft GmbH, Stuttgart	1.281.	20.00		50,000	EUR	781,040	139,660	EUR	c)
29.	HiProCall, Inc., Wilmington, DE	1.189.	43.06		567	USD	0	(1,649,081)	USD	f)
30.	Hrvatska posta d.o.o., Mostar	1.102.	30.29		26,335,069	BAM	25,496,498	95,137	BAM	b) f)
31.	Hrvatske telekomunikacije d.d. Mostar, Mostar	1.102.	39.10		315,863,250	BAM	333,368,191	10,023,787	BAM	b) f)
32.	HiProCall, Inc., Wilmington, DE	1.74.	23.53		85,000	USD	0	0	USD	f)
33.	Intelligent Apps GmbH, Hamburg	1.74.	28.39		161,488	EUR	0	(2,480,967)	EUR	f)
34.	Iowa Wireless Services LLC, Bellevue	1.320.	44.68		71,707,719	USD	60,520,860	2,503,234	USD	f)
35.	JVL Ventures, LLC, Little Rock	1.229.	20.00		352,500,000	USD	26,217,369	(79,650,901)	USD	f)
36.	Jamii GmbH, Berlin	1.74.	33.00		47,627	EUR	0	0	EUR	f)
37.	LOCANIS AG, Unterföhring	1.287.	49.99		588,139	EUR	(5,623,500)	(2,699,030)	EUR	c)
38.	MGRID B.V., Amsterdam	1.74.	21.05		22,800	EUR	314,000	(68,000)	EUR	h)
39.	MNP Deutschland GbR, Düsseldorf	1.299.	16.67		0	EUR	2,030,525	5,156	EUR	h)
40.	Metasonic AG, Pfaffenhofen-Hettenshausen	1.74.	46.73		501,022	EUR	2,888,000	(4,305,000)	EUR	f)
41.	MindMatics AG, Munich	1.230.	21.79		185,879	EUR	5,069,785	1,732,092	EUR	f)
42.	Mixaroo, Inc., Dover	1.74.	22.08		136	USD	0	0	USD	
43.	Mobile Telephony Companies Association, Maroussi, Athens	1.24.	33.33		2,806,656	EUR	333,760	(738,329)	EUR	b) f)

No.	Name and registered office	Via	Indirectly %	Directly %	Total nominal value	Currency	Shareholders' equity	Net income/ net loss	Currency	Note
44.	Moviepilot GmbH, Berlin	1.74.	22.10		88,505	EUR	409,155	(1,931,840)	EUR	f)
45.	NetWorkS! Sp. z o.o., Warsaw	1.149.	50.00		30,000,000	PLN	32,954,955	2,954,955	PLN	b) f)
46.	Pie Digital, Inc., Newark	1.189.	28.96		28	USD	(1,774,892)	(7,370,833)	USD	i)
47.	Portavita B.V., Amsterdam	1.74.	21.05		22,800	EUR	1,960,000	(344,000)	EUR	h)
48.	Radial Network Corp., Wilmington, DE	1.74.	35.83		11,800	USD	0	0	USD	
49.	SEARCHTEQ GmbH, Frankfurt/Main	1.51.	25.10		7,239,000	EUR	5,099,951	438,528	EUR	f)
50.	Scortel-FMS Ltd., Sofia	1.99.	44.00		55,000	BGN	55,000	1,723	BGN	f)
51.	Sones GmbH i.L., Leipzig	1.236.	23.14		48,640	EUR	2,030,363	(820,996)	EUR	f)
52.	South Eastern Europe Telecommunications & Informatics Research Institute S.A., Thessaloniki	1.100.	10.56		1,320,060	EUR	107,357	(230,969)	EUR	b) f)
52.	South Eastern Europe Telecommunications & Informatics Research Institute S.A., Thessaloniki	1.99.	10.56		1,320,060	EUR	107,357	(230,969)	EUR	b) f)
53.	T-Mobile USA Tower LLC, Wilmington, DE	1.229.	100.00		1	USD	-	-	USD	
54.	T-Mobile West Tower LLC, Wilmington, DE	1.232.	100.00		1	USD	-	-	USD	
55.	T-Systems Telecomunicaciones de Mexico, S.A. de C.V. i.L., Puebla	1.261.	49.00		50,000	MXN	1,000	(2,000)	USD	c)
56.	TVG Telefon- und Verzeichnisverlag GmbH & Co. KG, Frankfurt/Main	1.51.	25.10		2,501,000	EUR	5,296,067	1,672,597	EUR	f)
57.	Tele-Auskunft Online GmbH, Frankfurt/Main	1.51.	25.32		250,000	EUR	2,001,026	289,778	EUR	f)
58.	TeleOp Gesellschaft mit beschränkter Haftung, Oberpfaffenhofen	1.261.	32.40		25,000	EUR	156,000	18,000	EUR	c)
59.	Telesens KSCL AG i.L., Cologne	1.291.	24.09		23,588,222	EUR	0	0	EUR	
60.	Toll Collect GbR, Berlin			45.00	0	EUR	23,203,000	(32,164,000)	EUR	c)
61.	Toll Collect GmbH, Berlin			45.00	5,000,000	EUR	23,203,000	(32,164,000)	EUR	c)
62.	Trans Jordan For Communication Services Company Ltd., Amman	1.100.	40.00		3,500,000	JOD	0	0	JOD	
62.	Trans Jordan For Communication Services Company Ltd., Amman	1.99.	10.00		3,500,000	JOD	0	0	JOD	
63.	Ukrainian Wave Ltd., Lviv	1.95.	48.80		100	UAH	0	0	UAH	
64.	VeliQ B.V., Barendrecht	1.74.	33.06		98,620	EUR	0	0	EUR	f)
65.	VibeSec Ltd., Haifa	1.74.	21.94		3,395	ILS	482,000	(1,065,000)	ILS	f)
66.	Vivento Interim Services GmbH, Bonn			49.02	51,000	EUR	3,495,302	3,442,302	EUR	f)
67.	Yemen Public Payphone Company Ltd., Sana'a	1.100.	10.00		2,960,000	USD	0	0	-	
67.	Yemen Public Payphone Company Ltd., Sana'a	1.99.	15.00		2,960,000	USD	0	0	-	
68.	Zimory GmbH, Berlin	1.190.	22.33		121,427	EUR	1,708,000	(1,659,000)	EUR	f)
69.	apprupt GmbH, Hamburg	1.74.	21.08		62,582	EUR	307,823	(1,350,455)	EUR	f)
70.	e-fellows.net GmbH & Co. KG, Munich			33.33	150,000	EUR	150,000	2,107,342	EUR	f)
71.	e-fellows.net Verwaltungs-GmbH, Munich			33.33	30,000	EUR	30,000	474	EUR	f)
72.	iesy Holdings GmbH, Oberursel (Taunus)	1.316.	35.00		1,000,000	EUR	0	0	EUR	
73.	mediapeers GmbH, Berlin	1.236.	24.10		44,890	EUR	879,174	(105,133)	EUR	f)
74.	myON-ID Media GmbH, Munich	1.236.	39.89		98,380	EUR	1,057,954	(758,149)	EUR	f)
75.	solute holding GmbH & Co. KG, Hanover	1.51.	25.10		1,000,000	EUR	13,000,000	283,752	EUR	f)

- a) Net income/loss taking into account profit and loss transfer agreements
b) Shareholders' equity and net income/loss as under IFRS
c) Shareholders' equity and net income/loss as of Dec. 31, 2012
d) Shareholders' equity and net income/loss as of Sept. 30, 2012
e) Shareholders' equity and net income/loss as of Mar. 31, 2012
f) Shareholders' equity and net income/loss as of Dec. 31, 2011
g) Shareholders' equity and net income/loss as of Sept. 8, 2011
h) Shareholders' equity and net income/loss as of Dec. 31, 2010
i) Shareholders' equity and net income/loss as of Dec. 31, 2009
j) Shareholders' equity and net income/loss in euros

64	Responsibility statement
65	Independent auditor's report

RESPONSIBILITY STATEMENT

To the best of our knowledge, and in accordance with the applicable reporting principles, the financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company, and the management report of Deutsche Telekom AG, which is combined with the Group management

report, includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal opportunities and risks associated with the expected development of the Company.

Bonn, February 12, 2013

Deutsche Telekom AG
Board of Management

René Obermann

Reinhard Clemens

Niek Jan van Damme

Timotheus Höttges

Dr. Thomas Kremer

Claudia Nemat

Prof. Marion Schick

INDEPENDENT AUDITOR'S REPORT

To Deutsche Telekom AG, Bonn.

Report on the annual financial statements.

We have audited the accompanying annual financial statements of Deutsche Telekom AG, Bonn, which comprise the balance sheet, the statement of income and the notes to the financial statements, together with the bookkeeping system, for the financial year from January 1 to December 31, 2012.

Board of Management's responsibility for the financial statements. The Board of Management of Deutsche Telekom AG, Bonn, is responsible for the maintenance of the books and records and the preparation of these annual financial statements. This responsibility includes that these annual financial statements are prepared in accordance with German commercial law and supplementary provisions of the Articles of Incorporation and that these annual financial statements give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with (German) principles of proper accounting. The Board of Management is also responsible for the internal controls as the Board of Management determines are necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility. Our responsibility is to express an opinion on these annual financial statements, together with the bookkeeping system, based on our audit. We conducted our audit in accordance with § (Article) 317 HGB and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW) and additionally observed the International Standards on Auditing (ISA). Accordingly, we are required to comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the annual financial statements are free from material misstatement.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the annual financial statements. The selection of audit procedures depends on the auditor's professional judgment. This includes the assessment of the risks of material misstatement of the annual financial statements, whether due to fraud or error. In assessing those risks, the auditor considers the internal control system relevant to the Company's preparation of annual financial statements that give a true and fair view. The aim of this is to plan and perform audit procedures that are appropriate in the given circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control system. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Management, as well as evaluating the overall presentation of the annual financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Opinion. According to § 322 (3) sentence 1 HGB, we state that our audit of the annual financial statements has not led to any reservations.

In our opinion based on the findings of our audit, the annual financial statements comply, in all material respects, with the legal requirements and supplementary provisions of the Articles of Incorporation and give a true and fair view of the net assets and financial position of the Company as at December 31, 2012 as well as the results of operations for the business year then ended, in accordance with (German) principles of proper accounting.

Report on the management report.

We have audited the accompanying management report of Deutsche Telekom AG, Bonn, which is combined with the group management report, for the financial year from January 1 to December 31, 2012. The Board of Management is responsible for the preparation of the combined management report in accordance with the legal requirements. We conducted our audit in accordance with § 317 (2) HGB and German generally accepted standards for the audit of the combined management report promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW). Accordingly, we are required to plan and perform the audit of the combined management report to obtain reasonable assurance about whether the combined management report is consistent with the annual financial statements and the audit findings, as a whole provides a suitable view of the Company's position and suitably presents the opportunities and risks of future development.

According to § 322 (3) sentence 1 HGB, we state that our audit of the combined management report has not led to any reservations.

In our opinion based on the findings of our audit of the annual financial statements and combined management report, the combined management report is consistent with the annual financial statements, as a whole provides a suitable view of the Company's position and suitably presents the opportunities and risks of future development.

Frankfurt/Main, February 12, 2013

PricewaterhouseCoopers
Aktiengesellschaft
Wirtschaftsprüfungsgesellschaft

Harald Kayser
Wirtschaftsprüfer

Thomas Tandetzki
Wirtschaftsprüfer

Further information

68 List of abbreviations

70 Contacts

LIST OF ABBREVIATIONS

AG	Aktiengesellschaft (stock corporation under German law)	GbR	Gesellschaft bürgerlichen Rechts (non-trading partnership under German law)
AktG	Aktiengesetz (German Stock Corporation Act)	GG	Grundgesetz (German Basic Law)
BilMoG	Bilanzrechtsmodernisierungsgesetz (German Accounting Law Modernization Act)	GmbH	Gesellschaft mit beschränkter Haftung (limited liability company under German law)
BPS-PT	Bundes-Pensions-Service für Post und Telekommunikation e.V., Bonn (joint pension fund for civil servants of Deutsche Post AG, Deutsche Postbank AG and Deutsche Telekom)	GmbH & Co. KG	Gesellschaft mit beschränkter Haftung & Compagnie Kommanditgesellschaft (limited company)
CEO	Chief Executive Officer	HGB	Handelsgesetzbuch (German Commercial Code)
CFO	Chief Financial Officer	HRB	Handelsregister, Abteilung B (Commercial register, section B)
CIT	Corporate IT	ICSS	International Carrier Sales & Solutions
Cofiroute	Compagnie Financière et Industrielle des Autoroutes S.A., Sèvres Cedex	IFRS	International Financial Reporting Standard
CTA	Contractual Trust Arrangement	i.L.	in liquidation
DTBS	Deutsche Telekom Betriebsrenten-Service e.V., Bonn	Inc.	Incorporated
EBITDA	Earnings before Interest, Tax, Depreciation and Amortization	IT	Information technology
EGHGB	Einführungsgesetz zum Handelsgesetzbuch (Introductory Act of the German Commercial Code)	KfW	KfW Bankengruppe, Frankfurt/Main
EPS	Earnings per share	KG	Kommanditgesellschaft (limited partnership under German law)
etc.	et cetera	KGaA	Kommanditgesellschaft auf Aktien (limited partnership)
EUR	Euro	KStG	Körperschaftsteuergesetz (German Corporate Income Tax Act)
Federal Agency	Bundesanstalt für Post und Telekommunikation (Federal Posts and Telecommunications Agency)	Ltd.	Limited
GAS	German Accounting Standards	M&A	Mergers & Acquisitions
GBP	Pound sterling	MTIP	Mid-Term Incentive Plan
		NDFs	Non-deliverable forwards
		No.	Number

PBeaKK	Postbeamtenkrankenkasse (Civil Service Health Insurance Fund)
PTC	PTC, Polska Telefonia Cyfrowa S.A., Warsaw
PTNeuOG	Postneuordnungsgesetz (Posts and Telecommunications Reorganization Act)
ROCE	Return on capital employed
SE	Societas Europea
STRABAG PFS	STRABAG Property and Facility Services GmbH, Münster
T-Share	Deutsche Telekom share
UK	United Kingdom
UmwG	Umwandlungsgesetz (German Reorganization and Transformation Act)
USA	United States of America
USD	U.S. dollar
VAP	Versorgungsanstalt der Deutschen Bundespost (special pension fund of Deutsche Bundespost)
ver.di	Vereinte Dienstleistungsgewerkschaft (service industry trade union)
VorstAG	Gesetz zur Angemessenheit der Vorstandsvergütung (German Act on the Appropriateness of Management Board Remuneration)
WpHG	Wertpapierhandelsgesetz (German Securities Trading Act)
Xetra-Handel	Xetra trading at Deutsche Börse AG, Frankfurt/Main

CONTACTS

Deutsche Telekom AG
Corporate Communications
53262 Bonn, Germany
Phone: +49 228 181 4949
Fax: +49 228 181 94004
E-mail: medien@telekom.de

Investor Relations:
Phone: +49 228 181 88880
Fax: +49 228 181 88899
E-mail: investor.relations@telekom.de

Further information on Deutsche Telekom
is available at: www.telekom.com

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