

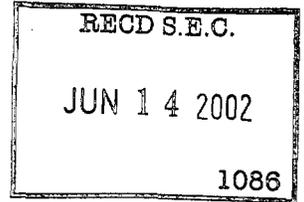


02041027

EXECUTED COPY

FORM 6-K

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**



**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 or 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934
FOR JUNE 14, 2002**

Telekom Austria AG
(Exact name of Registrant as specified in its charter)

Telekom Austria, Incorporated
(Translation of Registrant's name into English)

**Schwarzenbergplatz 3
1010 Vienna, Austria
(011) 43 590-5910**
(Address of principal executive offices)

**PROCESSED
JUL 22 2002
THOMSON
FINANCIAL**

[Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F:]

FORM 20-F X FORM 40-F ___

[Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to rule 12g3-2(b) under the Securities Exchange Act of 1934.]

YES ___ NO X

[If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):] Not applicable

TELEKOM AUSTRIA AG

TABLE OF CONTENTS

<u>ITEM</u>		<u>Sequential Page Number</u>
1	Shareholder Information entitled "Telekom Austria Group: Important Resolutions following Today's Annual General Meeting of Telekom Austria AG," dated June 12, 2002	3

Cautionary Statement for Purposes of the "Safe Harbor" Provisions of the United States Private Securities Litigation Reform Act of 1995. The U.S. Private Securities Litigation Reform Act of 1995 provides a "safe harbor" for forward-looking statements. This Form 6-K contains certain forward-looking statements. Actual operational and financial results may differ materially from Telekom Austria's expectations contained in the forward-looking statements as a result of various factors, many of which are beyond the control of the Company. These factors include the level of demand for telecommunications services or equipment, particularly with regard to access lines, traffic, bandwidth and new products; competitive forces in liberalized markets, including pricing pressures, technological developments, alternative routing developments and new access technologies, and our ability to retain market share in the face of competition from existing and new market entrants; the effects of our tariff reduction or other marketing initiatives; the regulatory developments and changes, including with respect to the levels of tariffs, the terms of interconnection, unbundling of access lines and international settlement arrangements; our ability to achieve cost savings and realize productivity improvements; the success of new business, operating and financial initiatives, many of which involve start-up costs, and new systems and applications, particularly with regard to the integration of service offerings; our ability to secure the licenses we need to offer new services and the cost of these licenses and related network infrastructure build-outs; the progress of our domestic and international investments, joint ventures and alliances, including the strategic partnership with Telecom Italia and its subsidiaries; the impact of our new business strategies and transformation program; the availability, terms and deployment of capital and the impact of regulatory and competitive developments on capital expenditures; the outcome of litigation in which we are involved; the level of demand in the market for our shares which can affect our business strategies; changes in the law including with respect to regulatory, civil servants and social security law, including pensions and tax law; and general economic conditions, government and regulatory policies, and business conditions in the markets we serve. The ability to achieve the projected results are also subject to the general risks associated with the Company's business, as described in its previously filed Registration Statement and Annual Report on Form 20-F.

ITEM 1



Telekom Austria Group

Shareholder Information

Important Resolutions following Today's Annual General Meeting of Telekom Austria AG

Vienna, June 12, 2002: Following today's Annual General Meeting, Telekom Austria AG (VSE: TKS: NYSE: TKA) announced these changes in the Supervisory Board's membership:

Marco de Benedetti, Enzo Badalotti and Günther Chaloupek have terminated their mandate with the Supervisory Board of Telekom Austria AG.

The newly elected members are Francesco Saverio Bruno, Giampaolo Zambelletti and the ÖIAG's member of the Management Board Rainer Wieltsch.

In addition at the Annual General Meeting the resolution was passed to approve the conversion of all of the outstanding registered shares into bearer shares by amendment of Sec. 4 of the Articles of Association as follows:

Sec. 4 Para1, 1st sentence of the Articles of Association: the share capital amounts to 1,090,500,000 and is divided into 500,000,000 no-par shares in bearer form. Sec. 4 Para1, 2nd sentence of the Article of Association is cancelled.

This amendment is a consequence of the recently announced adjustment of the shareholder agreement between the two major shareholders of Telecom Austria AG, ÖIAG and Telecom Italia.

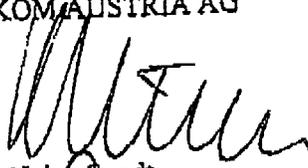
The new Articles of Association are available on the Investor Relations section of the Telekom Austria website: www.telekom.at

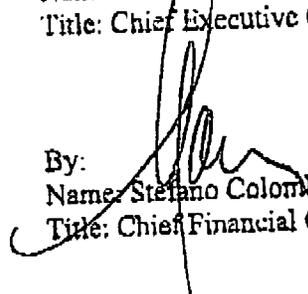
Contacts:
Hans Fruhmann
Telekom Austria AG
Investor Relations,
Tel.: +43 (0) 590591-20918
E-mail: hans.fruhmann@telekom.at

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TELEKOM AUSTRIA AG

By: 
Name: Heinz Sundt
Title: Chief Executive Officer

By: 
Name: Stefano Colombo
Title: Chief Financial Officer

Date 13.6.2002