

## Directors' Declaration

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This directors' declaration is required by the Corporations Act 2001 of Australia.


The directors of Telstra Corporation Limited have made a resolution that declared:

- (a) the financial statements and notes of the Telstra Group set out on pages 72 to 201:
- (i) comply with the Accounting Standards applicable in Australia, International Financial Reporting Standards and Interpretations (as disclosed in note 1.1 to the financial statements), and Corporations Regulations;
  - (ii) give a true and fair view of the financial position as at 30 June 2012 and performance, as represented by the results of the operations and cash flows, for the year ended 30 June 2012; and
  - (iii) have been made out in accordance with the Corporations Act 2001.
- (b) they have received declarations as required by section 295A of the Corporations Act 2001;
- (c) at the date of this declaration, in the directors' opinion, there are reasonable grounds to believe that Telstra Corporation Limited will be able to pay its debts as and when they become due and payable in Australia; and
- (d) at the date of this declaration there are reasonable grounds to believe that the members of the extended closed group identified in note 25(a) to the full financial statements, as parties to a Deed of Cross Guarantee, will be able to meet any obligations or liabilities to which they are, or may become subject to, under the Deed of Cross Guarantee described in note 25(a).

For and on behalf of the board



Catherine B Livingstone AO  
**Chairman**



David I Thodey  
**Chief Executive Officer and  
Executive Director**

Date: 9 August 2012  
Melbourne, Australia