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SWISSCOM AG Form 6-K March 29, 2006

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Form 6-K SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 Report of Foreign Private Issuer Pursuant to Rules 13a-16 or 15d-16 of the Securities Exchange Act of 1934

Dated: March 28, 2006

Swisscom AG

(Translation of registrant s name into English)

Alte Tiefenaustrasse 6 3050 Bern, Switzerland

(Address of principal executive offices)

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|---------------|--|---|------------------|
| Indicate by | check mark whether the registrant files or wi | ll file annual reports under cover Form 20-F | or Form 40-F. |
| | Form 20-F þ | Form 40-F o | |
| Indicate by | check mark if the registrant is submitting the | Form 6-K in paper as permitted by Regulat | ion S-T |
| Rule 101(b) | (1): | | |
| Indicate by | check mark if the registrant is submitting the | Form 6-K in paper as permitted by Regulat | ion S-T |
| Rule 101(b) | (7): | | |
| Indicate by | check mark whether the registrant by furnish | ing the information contained in this Form i | s also thereby |
| furnishing th | he information to the Commission pursuant t | o Rule 12g3-2(b) under the Securities Excha | ange Act of 1934 |
| | Yes o | No þ | |
| If Yes is | marked, indicate below the file number assig | gned to the registrant in connection with Rul | e 12g3-2(b): |
| 82 | | | |
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Swisscom AG, Group Legal and Regulatory, CH-3050 Bern

Securities and Exchange Commission

450 Fifth Street, N.W.

Washington D.C. 20549

USA

Date March 28, 2006

your Rolf Zaugg, +41 31 342 23 95

contact

subject Swisscom AG (File Nr. 1-14860)

Ladies and Gentlemen,

please find herewith the following key features of Swisscoms \$\forall\$ shareholders meeting and of Swisscoms dividend.

Date and place: April 25, 2006 in Lucerne

date of the ex dividend April 28, 2006 maturity April 28, 2006 dividend/share (gross) CHF 16*

* according to the

Board of

Directors of

March 6, 2006

Attached is also the invitation to the Shareholders Meeting.

Very truly yours,

Swisscom AG

Group Legal & Regulatory

/s/ Rolf Zaugg

Rolf Zaugg

Head of Capital Market & Corporate Law

Enclosure mentioned

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Invitation to the Shareholders Meeting Dear Shareholder,

We are pleased to invite you to the 8th Shareholders Meeting of Swisscom AG.

The meeting is scheduled for **Tuesday, 25 April 2006 at 2:30 p.m.** in the SwissLifeArena, Eisfeldstrasse 2, Lucerne. Doors will open at 1.30 p.m.

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Agenda and proposals

1. Annual report, annual financial statement and consolidated financial statements for the fiscal year 2005, reports of the statutory and group auditors

A. Proposal

The Board of directors proposes that the annual report, the annual financial statement and the consolidated financial statements for fiscal year 2005 be approved.

B. Explanatory notes

Consolidated accounting concludes with a net income after deduction of minority interests of CHF 2 022 million. That corresponds to an improvement of 26.7 per cent in comparison with the previous year. Earnings per share amounted to CHF 33.79 per share and thus even increased by 37 per cent as a consequence of the share buyback. Operating results improved by 3 per cent over the previous year, up to CHF 2 777 million, whereas in contrast turnover dropped by 3.2 per cent to CHF 9 732 million.

The annual financial statement of Swisscom AG shows a net income of CHF 1 940 million, and a retained earnings of CHF 3 321 million.

The statutory and group auditors KPMG Klynveld Peat Marwick Goerdeler SA recommend in their reports to the shareholders meeting that the consolidated financial statements for the year ending 31 December 2005 and the annual financial statement of Swisscom AG for the year ending 31 December 2005 be approved.

2. Appropriation of retained earnings and declaration of dividends

A. Proposal

The Board of directors proposes that the retained earnings of CHF 3 321 million for fiscal year 2005 be appropriated as follows: CHF 907 million as dividend payments and CHF 2 414 million to be carried forward to the next fiscal year.