

COUNTERPROPOSAL TO THE GENERAL MEETING of the company ČEZ, a. s., registered office: Duhová 2/1444, 140 53 Praha 4, Company Reg. No.: 45274649 (the “Company”), to be held on June 28, 2022 from 10 a.m. at the Prague Congress Center.

Dear Board of Directors of our Company, as a Company shareholder, I am sending the General Meeting a counterproposal to draft resolution (1), item 3 of the General Meeting entitled: “Resolution on the Distribution of Profits of ČEZ, a. s.” with the following wording:

Draft resolution (1):

The General Meeting of ČEZ, a. s., approves the distribution of the Company’s 2021 profit amounting to CZK 4,406,893,805.66 and a portion of retained earnings amounting to CZK 19,264,655,590.34 as follows:

- Share in profit to be distributed to shareholders (the “dividend”) CZK 23,671,549,396.00

The dividend is CZK 44 per share before tax.

The record date for entitlement to the dividend is July 4, 2022. Entities that will be shareholders of the Company as at the record date for entitlement to the dividend will be entitled to the dividend.

The above-mentioned amount of the dividend is calculated from the total number of Company shares issued. The dividend allocated to treasury shares held by the Company as at the record date for entitlement to the dividend will not be paid. The amount corresponding to the dividend on treasury shares held by the Company as at the record date for entitlement to the dividend will be transferred to the retained earnings account.

The dividend is payable on August 1, 2022. The dividend will be paid through Česká spořitelna, a.s., company reg. No. 45244782, having its registered office at Olbrachtova 1929/62, Praha 4, postcode 140 00, in the manner presented to this General Meeting and published on the Company’s website at www.cez.cz under the “Investors” link, in the subsection concerning the 2022 General Meeting in the “General Meetings” section. The dividend payment ends on July 31, 2026.

The Company shall automatically pay the dividend to shareholders—natural persons permanently residing in the Czech Republic, who have a CZK account registered with the Central Securities Depository (CSD) records, to this CZK account.

Rationale:

My counterproposal differs from the Board of Directors’ draft resolution in bold type. I have been a Company shareholder since its incorporation in the voucher privatization, which can be verified by the Company from the list of shareholders as at the recorded dates of past General Meetings. I have recently diligently arranged online access to my share account from the voucher privatization to keep an online record of what shares I own and how many I own. It took me half an hour to visit a bank branch. My share account from the voucher privatization was placed under CSD participant Fio Banka from the unlisted CSD records. My online access and management is free of charge. Fio banka has registered my CZK account in the share register and also registered my dividend withholding tax regime of 15%. I want to take advantage of the online share registration system environment and have a carefree, automatic payment of dividends to my CZK account registered in the share register in the future. The Company will avoid unnecessary costs associated with dividend payments, such as annual correspondence back and forth with me.

In Prague, on June 10, 2022

I hereby request that my personal data not be published

Pavel Jech

Date of birth: XXXXXXXXX

Residence: XXXXXXXXX

COUNTERPROPOSAL TO THE GENERAL MEETING of the company ČEZ, a. s., registered office: Duhová 2/1444, 140 53 Praha 4, Company Reg. No.: 45274649 (the “Company”), to be held on June 28, 2022 from 10 a.m. at the Prague Congress Center.

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Rationale:

My counterproposal differs from the Board of Directors’ draft resolution in bold type. I have been a Company shareholder since its incorporation in the voucher privatization, which can be verified by the Company from the list of shareholders as at the recorded dates of past General Meetings. Few years ago I have already arranged online access to my share account from the voucher privatization to keep an online record of what shares I own and how many I own. It took me half an hour to visit a bank branch. My share account from the voucher privatization was placed under CSD participant Fio Banka from the unlisted CSD records. My online access and management is free of charge. Fio banka has registered my CZK account in the share register and also registered my dividend withholding tax regime of 15%. I want to take advantage of the online share registration system environment. I would like to have a carefree, automatic annual payment of dividends to my CZK account registered in the share register in the future. The Company will avoid unnecessary costs associated with dividend payments, such as annual correspondence back and forth with me. I consider it a natural solution worthy of the 21st century.

I hereby request that my personal data not be published

Doc. MgA. Martin Mareček

Date of birth: XXXXXXXXXX

Residence: XXXXXXXXXX

Former residence: XXXXXXXXXX

In Prague, on June 10, 2022

From: Radim Procházka
To: CEZ Valná hromada
Subject: [EXT] COUNTERPROPOSAL TO THE GENERAL MEETING of the company ČEZ, a. s., registered office: Duhová 2/1444, 140 53 Praha 4, Company Reg. No.: 45274649 (the "Company"), to be held on June 28, 2022 from 10 a.m. at the Prague Congress Center.
Date: Wednesday, June 15, 2022, 11:16:19

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Thank you,

Radim Procházka

I hereby request that my personal data not be published

Radim Procházka

Date of birth: XXXXXXXXXX

Residence: XXXXXXXXXX

Former residence: XXXXXXXXXX

From: Lucie Drastilova
To: CEZ Valná hromada
Subject: [EXT] Counterproposal
Date: Wednesday, June 15, 2022, 11:16:19

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will avoid unnecessary costs associated with dividend payments, such as annual correspondence back and forth with me.

Thank you. Kind regards,

Lucie Drastilová

I hereby request that my personal data not be published

Lucie Drastilová, born XXXXXXXXXX

Date of birth: XXXXXXXXXX

Residence: XXXXXXXXXX

Former residence: XXXXXXXXXX