



APPROVAL OF SERVICE CONTRACTS WITH MEMBERS OF THE AUDIT COMMITTEE

Pursuant to the provisions of Section 59(2) of the Business Corporations Act and Article 8(1)(s) of the Company's Articles of Association, the Board of Directors is presenting to the General Meeting for approval service contracts with members of the Audit Committee elected to their positions by the last General Meeting held on June 12, 2015.

The reason for concluding the currently presented service contracts with members of the Audit Committee was as follows:

1. The Company's General Meeting held on June 12, 2015 elected Mr. Ivan Pilip and Mr. Jan Vaněček as members of the Audit Committee in compliance with applicable law and the Company's Articles of Association.

The General Meeting is also presented with a draft template for a contract of service on the Audit Committee. The draft is based on the standard wording of contracts of service on the Audit Committee concluded with members of the Company's Audit Committee to date and preserves the existing terms and conditions for service on the Audit Committee as approved by the General Meeting in the past years. Service contracts concluded with newly elected members of the Audit Committee will use the contract template wording approved by the General Meeting (amended to include appropriate identification information), which means that it will no longer be necessary to present such contracts to the General Meeting for approval individually.

The service contract template will also be reflected in the contents of contractual relations between the Company and previously elected members of the Audit Committee.

All of the above-mentioned service contracts with members of the Audit Committee have been available for review on the Company's website since the date of publication of the notice on the General Meeting and are also available for shareholders' review at this General Meeting's information center.

GENERAL MEETING DRAFT RESOLUTION

The General Meeting of ČEZ, a. s. approves:

1. Contract of Service on the Audit Committee between ČEZ, a. s. and Ivan Pilip, which was concluded on September 24, 2015,
2. Contract of Service on the Audit Committee between ČEZ, a. s. and Jan Vaněček, which was concluded on September 24, 2015,
3. Template for a Contract of Service on the Audit Committee.

Rationale:

Pursuant to the provisions of Section 59(2) of the Business Corporations Act and Article 8(1)(s) of the Company's Articles of Association, the Board of Directors is presenting to the General Meeting for approval service contracts with members of the Audit Committee elected to their positions by the last General Meeting.

The General Meeting is also presented for approval with a draft template for a contract of service on the Audit Committee. The draft is based on the standard wording of contracts of service on the Audit Committee concluded with members of the Company's Audit Committee to date and preserves the existing terms and conditions for service on the Audit Committee as approved by the General Meeting in the past years. Service contracts concluded with newly elected (appointed) members of the Audit Committee will use the contract template wording approved by the General Meeting (amended to include appropriate identification information).