

FINANCIAL STATEMENTS OF ČEZ, A. S. AS OF DECEMBER 31, 2017

Pursuant to Section 19a of the Accounting Act, the financial statements of ČEZ, a. s. as of December 31, 2017 were compiled in accordance with International Financial Reporting Standards. The balance sheet, statement of income, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes to the financial statements have all been drawn up.

In accordance with the respective provision of the Accounting Act, the financial statements were verified by an independent auditor. The audit was performed by Ernst & Young Audit, s.r.o.

According to the independent auditor's opinion as of March 19, 2018, the financial statements give a true and fair view of the financial position of ČEZ, a. s. as of December 31, 2017 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards, as adopted by the European Union.

Based on the independent auditor's opinion, it is proposed that the General Meeting approve the financial statements of ČEZ, a. s. for 2017.

The full version of the financial statements is part of the annual report, which is available at the General Meeting of shareholders and on the Company's website. Values from the financial statements, i.e. the balance sheet, statement of income, statement of comprehensive income, statement of changes in equity and statement of cash flows, are also included in this material.

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ČEZ, a. s. BALANCE SHEET AS OF DECEMBER 31, 2017

in CZK Millions

	2017	2016
ASSETS:		
Plant in service Less accumulated depreciation and impairment	448,250 (231,024)	394,262 (218,114)
Net plant in service	217,226	176,148
Nuclear fuel, at amortized cost Construction work in progress, net	15,100 7,903	14,745 50,337
Total property, plant and equipment	240,229	241,230
Restricted financial assets Investments and other financial assets, net Intangible assets, net	13,026 169,340 604	13,290 183,885 581
Total other non-current assets	182,970	197,756
Total non-current assets	423,199	438,986
Cash and cash equivalents Receivables, net Income tax receivable Materials and supplies, net Fossil fuel stocks Emission rights Other financial assets, net Other current assets Assets classified as held for sale	1,272 49,968 323 5,921 446 7,036 43,509 1,096	454 44,413 571 5,291 407 2,013 43,013 1,050 736
Total current assets	109,571	97,948
Total assets	532,770	536,934
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ČEZ, a. s. BALANCE SHEET AS OF DECEMBER 31, 2017

continued

	2017	2016
EQUITY AND LIABILITIES:		
Stated capital	53,799	53,799
Treasury shares	(4,077)	(4,246)
Retained earnings and other reserves	137,785	151,145
Total equity	187,507	200,698
Long-term debt, net of current portion	121,743	131,960
Provisions	61,171	55,006
Deferred tax liability	8,232	9,003
Other long-term liabilities	11,571	7,019
Total non-current liabilities	202,717	202,988
Short-term loans	10,747	7,874
Current portion of long-term debt	7,259	3,484
Trade and other payables	112,266	110,410
Income tax payable	_	1
Provisions	5,090	3,904
Accrued liabilities	7,184	7,575
Total current liabilities	142,546	133,248
Total equity and liabilities	532,770	536,934

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STATEMENT OF INCOME FOR THE YEAR ENDED DECEMBER 31, 2017

in CZK Millions

	2017	2016
Sales of electricity Sales of gas, heat and other revenues Other operating income	65,830 9,154 2,273	72,462 8,126 1,205
Total revenues and other operating income	77,257	81,793
Gains and losses from commodity derivative trading, net Fuel Purchased power and related services Repairs and maintenance Depreciation and amortization Impairment of property, plant and equipment and intangible assets Salaries and wages Materials and supplies Emission rights, net Other operating expenses	820 (10,975) (31,356) (3,501) (15,555) 1,839 (6,232) (1,571) (1,602) (6,233)	(238) (10,775) (36,248) (2,980) (15,253) (104) (5,603) (1,419) (837) (6,881)
Income before other income (expenses) and income taxes	2,891	1,455
Interest on debt, net of capitalized interest Interest on provisions Interest income Foreign exchange rate gains (losses), net Gain on sale of subsidiaries and joint-ventures Other financial expenses Other financial income	(3,646) (1,403) 691 1,058 805 (10,780) 14,932	(2,530) (1,274) 917 (443) 428 (14,723) 24,632
Total other income (expenses)	1,657	7,007
Income before income taxes	4,548	8,462
Income taxes	557	372
Net income	5,105	8,834
Net income per share (CZK per share):		
Basic Diluted	9.6 9.6	16.5 16.5

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STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED DECEMBER 31, 2017

in CZK Millions

	2017	2016
Net income	5,105	8,834
Change in fair value of cash flow hedges recognized in equity Cash flow hedges reclassified to income statement Cash flow hedges reclassified to assets	(3,950) 4,026 (394)	(7,438) (1,632) (85)
Change in fair value of available-for-sale financial assets recognized in equity Deferred tax related to other comprehensive income	(677) 189	9 1,738
Net other comprehensive income that may be reclassified to statement of income or to assets in subsequent periods	(806)	(7,408)
Total comprehensive income, net of tax	4,299	1,426

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STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED DECEMBER 31, 2017

In CZK Millions

	Stated capital	Treasury shares	Cash flow hedge reserve	Available- for-sale and other reserves	Retained earnings	Total equity
December 31, 2015	53,799	(4,246)	(121)	925	170,212	220,569
Net income Other comprehensive income	_ _	_ _	_ (7,415)	_ 7	8,834 —	8,834 (7,408)
Total comprehensive income	_	_	(7,415)	7	8,834	1,426
Dividends Share options Transfer forfeited share	_ _	_ _	_ _	_ 22	(21,319) –	(21,319) 22
options within equity	_	_	_	(28)	28	_
December 31, 2016	53,799	(4,246)	(7,536)	926	157,755	200,698
Net income Other comprehensive income			(258)		5,105 –	5,105 (806)
Total comprehensive income	_	_	(258)	(548)	5,105	4,299
Dividends Sale of treasury shares Share options Transfer of exercised and forfeited share options within equity	- - -	169 -	- - -	- 28 (34)	(17,586) (101) -	(17,586) 68 28
December 31, 2017	53,799	(4,077)	(7,794)	372	145,207	187,507

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STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2017

In CZK Millions

	2017	2016
OPERATING ACTIVITIES:		
Income before income taxes	4,548	8,462
Adjustments to reconcile income before income taxes to net cash provided by operating activities:		
Depreciation and amortization	15,555	15,253
Amortization of nuclear fuel	3,695	3,120
Gain on non-current asset retirements, net	(1,966)	(518)
Foreign exchange rate losses (gains), net	(1,058)	443
Interest expense, interest income and dividend income, net	(11,925)	(13,557)
Provisions	898	(736)
Impairment of property, plant and equipment and intangible assets	(1,839)	104
Other impairment and other adjustments	12,375	4,813
Changes in assets and liabilities:	· ··	
Receivables	(771)	(9,364)
Materials, supplies and fossil fuel stocks	(737)	(64)
Receivables and payables from derivatives	(682)	2,275
Other current assets	(3,265)	6,108
Trade and other payables	587	2,766
Accrued liabilities	(351)	1,742
Cash generated from operations	15,064	20,847
Income taxes received (paid)	221	(764)
Interest paid, net of capitalized interest	(3,489)	(2,501)
Interest received	674	914
Dividends received	14,886	18,624
Net cash provided by operating activities	27,356	37,120
INVESTING ACTIVITIES:		
Acquisition of subsidiaries	(2,786)	(2,628)
Proceeds from disposal of subsidiaries and joint-ventures including	(' ,	(, ,
liquidation distribution received	2,142	9,934
Additions to non-current assets, including capitalized interest	(10,412)	(20,121)
Proceeds from sale of non-current assets	1,425	741
Loans made	(5,839)	(9,645)
Repayment of loans	1,535	1,487
Change in restricted financial assets	(541)	(570)
Total cash used in investing activities	(14,476)	(20,802)

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STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2017

continued

	2017	2016
FINANCING ACTIVITIES:		
Proceeds from borrowings Payments of borrowings Decreases of other long-term liabilities Change in payables/receivables from group cashpooling Dividends paid Sale of treasury shares	147,524 (141,021) — (1,064) (17,618) 68	92,113 (89,851) (679) 877 (21,325)
Net cash used in financing activities	(12,111)	(18,865)
Net effect of currency translation in cash	49	37
Net increase (decrease) in cash and cash equivalents	818	(2,510)
Cash and cash equivalents at beginning of period	454	2,964
Cash and cash equivalents at end of period	1,272	454
Supplementary cash flow information:		
Total cash paid for interest	5,045	5,554

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CONSOLIDATED FINANCIAL STATEMENTS OF CEZ GROUP AS OF DECEMBER 31, 2017

Pursuant to Section 23a of the Accounting Act, the consolidated financial statements of CEZ Group as of December 31, 2017 were compiled in accordance with International Financial Reporting Standards. The compiled consolidated financial statements comprise the balance sheet, statement of income, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes to the consolidated financial statements.

In accordance with the respective provision of the Accounting Act, the consolidated financial statements were verified by an independent auditor. The audit was performed by Ernst & Young Audit, s.r.o.

According to the independent auditor's opinion as of March 19, 2018, the consolidated financial statements give a true and fair view of the consolidated financial position of CEZ Group as of December 31, 2017 and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards, as adopted by the European Union.

Based on the independent auditor's opinion, it is proposed that the General Meeting approve the consolidated financial statements of CEZ Group for 2017.

The full version of the consolidated financial statements is part of the annual report, which is available at the General Meeting of shareholders and on the Company's website. Values from the consolidated financial statements, i.e. the balance sheet, statement of income, statement of comprehensive income, statement of changes in equity and statement of cash flows, are also included in this material.

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CONSOLIDATED BALANCE SHEET AS OF DECEMBER 31, 2017

in CZK Millions

	2017	2016
ASSETS:		
Plant in service Less accumulated depreciation and impairment	833,359 (437,210)	775,181 (418,981)
Net plant in service	396,149	356,200
Nuclear fuel, at amortized cost Construction work in progress, net	15,218 16,652	14,892 55,803
Total property, plant and equipment	428,019	426,895
Investments in associates and joint-ventures Restricted financial assets Investments and other financial assets, net Intangible assets, net Deferred tax assets	3,520 18,468 9,845 26,804 1,297	5,309 19,011 14,460 21,983 1,596
Total other non-current assets	59,934	62,359
Total non-current assets	487,953	489,254
Cash and cash equivalents Receivables, net Income tax receivable Materials and supplies, net Fossil fuel stocks Emission rights Other financial assets, net Other current assets Assets classified as held for sale	12,623 57,766 1,171 9,537 1,021 9,370 43,052 3,684 30	11,226 56,331 1,181 7,520 996 3,958 56,501 3,227 647
Total current assets	138,254	141,587
Total assets	626,207	630,841

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CONSOLIDATED BALANCE SHEET AS OF DECEMBER 31, 2017

continued

	2017	2016
EQUITY AND LIABILITIES:		
Stated capital Treasury shares Retained earnings and other reserves	53,799 (4,077) 200,296	53,799 (4,246) 207,259
Total equity attributable to equity holders of the parent	250,018	256,812
Non-controlling interests	4,304	4,548
Total equity	254,322	261,360
Long-term debt, net of current portion Provisions Deferred tax liability Other long-term liabilities	132,475 73,291 19,993 15,844	142,265 66,360 20,213 11,203
Total non-current liabilities	241,603	240,041
Short-term loans Current portion of long-term debt Trade and other payables Income tax payable Provisions Accrued liabilities Liabilities associated with assets classified as held for sale	11,072 8,622 87,236 176 9,226 13,950	8,343 17,208 80,516 392 8,160 14,251 570
Total current liabilities	130,282	129,440
Total equity and liabilities	626,207	630,841

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CONSOLIDATED STATEMENT OF INCOME FOR THE YEAR ENDED DECEMBER 31, 2017

in CZK Millions

	2017	2016
Sales of electricity and related services	167,758	174,944
Sales of gas, coal, heat and other revenues	30,757	27,065
Other operating income	3,391	1,735
Total revenues and other operating income	201,906	203,744
Gains and losses from commodity derivative trading, net	920	(368)
Fuel	(12,703)	(13,150)
Purchased power and related services	(86,872)	(88,294)
Repairs and maintenance	(4,714)	(4,563)
Depreciation and amortization	(29,305)	(28,978)
Impairment of property, plant and equipment and	(000)	(0.444)
intangible assets including goodwill	(230)	(3,114)
Salaries and wages	(22,086)	(19,158)
Materials and supplies	(5,922)	(4,362)
Emission rights, net	(1,620)	(520)
Other operating expenses	(13,754)	(15,123)
Income before other income (expenses) and income taxes	25,620	26,114
Interest on debt, net of capitalized interest	(3,761)	(2,762)
Interest on provisions	(1,618)	(1,494)
Interest income	235	303
Foreign exchange rate gains (losses), net	959	(339)
Gain (loss) on sale of subsidiaries, associates and joint-ventures	(14)	161
Other financial expenses	(1,964)	(1,264)
Other financial income	5,683	1,342
Share of profit (loss) from associates and joint-ventures	(2,387)	(2,733)
Total other income (expenses)	(2,867)	(6,786)
Income before income taxes	22,753	19,328
Income taxes	(3,794)	(4,753)
Net income	18,959	14,575
Net income attributable to:		
Equity holders of the parent	18,765	14,281
Non-controlling interests	194	294
Net income per share attributable to equity holders of the parent (CZK per share):		
Basic	35.1	26.7
Diluted	35.1	26.7

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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED DECEMBER 31, 2017

in CZK Millions

	2017	2016
Net income	18,959	14,575
Change in fair value of cash flow hedges recognized in equity Cash flow hedges reclassified to statement of income Cash flow hedges reclassified to assets Change in fair value of available-for-sale financial	(3,950) 4,026 (394)	(7,438) (1,629) (85)
assets recognized in equity Available-for-sale financial assets reclassified from equity Translation differences - subsidiaries Translation differences - associates and joint-ventures Translation differences reclassified from equity Share on other equity movements of associates and joint-ventures Deferred tax related to other comprehensive income	(1,283) (5,542) (3,412) 1,340 751 54 300	4,620 (10) (536) (617) (127) 26 1,731
Net other comprehensive income that may be reclassified to statement of income or to assets in subsequent periods	(8,110)	(4,065)
Re-measurement gains (losses) on defined benefit plans Deferred tax related to other comprehensive income	(5) 1	10 1
Net other comprehensive income not to be reclassified from equity in subsequent periods	(4)	11
Total other comprehensive income, net of tax	(8,114)	(4,054)
Total comprehensive income, net of tax	10,845	10,521
Total comprehensive income attributable to:		
Equity holders of the parent Non-controlling interests	10,848 (3)	10,228 293

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED DECEMBER 31, 2017

in CZK Millions

Attributable to equity holders of the parent
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	Stated capital	Treasury shares	Transla- tion difference	Cash flow hedge reserve	Available- for-sale and other reserves	Retained earnings	Total	Non- controlling interests	Total equity
December 31, 2015	53,799	(4,246)	(9,500)	(86)	3,242	224,684	267,893	4,262	272,155
Net income Other comprehensive income	_ _	_	_ (1,279)	_ (7,413)	- 4,603	14,281 36	14,281 (4,053)	294 (1)	14,575 (4,054)
Total comprehensive income	_	_	(1,279)	(7,413)	4,603	14,317	10,228	293	10,521
Dividends Share options Transfer of forfaited chare options	_ _	_ _	_ _	_ _	_ 22	(21,320)	(21,320) 22	(8)	(21,328) 22
Transfer of forfeited share options within equity Acquisition of subsidiaries Acquisition of non-controlling	_ _		_ _	_ _	(28)	28 _	_ _	_ 17	_ 17
interests Put options held by non-controlling interest	_	_	_	_	-	(10) (1)	(10) (1)	(17)	(27)
December 31, 2016	53,799	(4,246)	(10,779)	(7,499)	7,839	217,698	256,812	4,548	261,360

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED DECEMBER 31, 2017

continued

		Attributable to equity holders of the parent							
	Stated capital	Treasury shares	Transla- tion difference	Cash flow hedge reserve	Available- for-sale and other reserves	Retained earnings	Total	Non- controlling interests	Total equity
December 31, 2016	53,799	(4,246)	(10,779)	(7,499)	7,839	217,698	256,812	4,548	261,360
Net income Other comprehensive income	_ _	_ _	_ (1,124)	_ (258)	_ (6,585)	18,765 50	18,765 (7,917)	194 (197)	18,959 (8,114)
Total comprehensive income			(1,124)	(258)	(6,585)	18,815	10,848	(3)	10,845
Dividends Sale of treasury shares Share options	- - -	169 —	- - -	- - -	- - 28	(17,586) (101) –	(17,586) 68 28	(241) _ _	(17,827) 68 28
Transfer of exercised and forfeited share options within equity Acquisition of subsidiaries Acquisition of non-controlling	- -	_ _	- -		(34)	34	_ _	_ 255	_ 255
interests Put options held by non-controlling interest	_ _	- -	(3)	_	-	(7) (142)	(7) (145)	(10) (245)	(17) (390)
December 31, 2017	53,799	(4,077)	(11,906)	(7,757)	1,248	218,711	250,018	4,304	254,322

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CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2017

in CZK Millions

	2017	2016
OPERATING ACTIVITIES:		
Income before income taxes	22,753	19,328
Adjustments to reconcile income before income taxes to		
net cash provided by operating activities:		
Depreciation and amortization	29,305	28,978
Amortization of nuclear fuel	3,725	3,158
Gain on non-current asset retirements, net	(5,792)	(350)
Foreign exchange rate losses (gains), net	(959)	339
Interest expense, interest income and dividend income, net	3,263	1,827
Provisions	1,081	(163)
Impairment of property, plant and equipment and intangible	,	(/
assets including goodwill	230	3,114
Valuation allowances and other adjustments	2,355	(364)
Share of (profit) loss from associates and joint-ventures	2,387	2,733
onare or (pront) loss from associates and joint-ventures	2,307	2,733
Changes in assets and liabilities:		
Receivables	(1,951)	(10,168)
Materials, supplies and fossil fuel stocks	(798)	451
Receivables and payables from derivatives	(1,269)	3,244
Other current assets	(4,610)	4,630
Trade and other payables	3,687	. 8
Accrued liabilities	(583)	414
Cash generated from operations	52,824	57,179
Income taxes paid	(4,207)	(6,689)
Interest paid, net of capitalized interest	(3,511)	(2,481)
Interest received	225	298
Dividends received	481	
Dividends received	<u> </u>	646
Net cash provided by operating activities	45,812	48,953
INVESTING ACTIVITIES:		
Acquisition of subsidiaries, associates and joint-ventures,		
net of cash acquired	(5,070)	(368)
Disposal of subsidiaries and joint-ventures,	(-,,	(***)
net of cash disposed of	2,037	900
Additions to non-current assets, including capitalized interest	(30,688)	(35,553)
Proceeds from sale of non-current assets	13,913	1,078
Loans made	· ·	
Repayment of loans	(21) 371	(5) 228
Change in restricted financial assets	(754)	(851)
Total cash used in investing activities	(20,212)	(34,571)

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CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2017

continued

	2017	2016
FINANCING ACTIVITIES:		
Proceeds from borrowings Payments of borrowings Proceeds from other long-term liabilities Payments of other long-term liabilities Dividends paid to Company's shareholders Dividends paid to non-controlling interests Sale of treasury shares (Acquisition) sale of non-controlling interests, net	150,032 (156,182) 70 (76) (17,618) (241) 68 (160)	97,022 (91,542) 58 (713) (21,325) (8) - (32)
Total cash used in financing activities	(24,107)	(16,540)
Net effect of currency translation in cash	(200)	6
Net increase (decrease) in cash and cash equivalents	1,293	(2,152)
Cash and cash equivalents at beginning of period	11,330	13,482
Cash and cash equivalents at end of period	12,623	11,330
Supplementary cash flow information:		
Total cash paid for interest	5,090	5,568

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DRAFT RESOLUTION

Draft Resolution (1):

The General Meeting of ČEZ, a. s. hereby approves the financial statements of ČEZ, a. s. prepared as of December 31, 2017.

Draft Resolution (2):

The General Meeting of ČEZ, a. s. hereby approves the consolidated financial statements of CEZ Group prepared as of December 31, 2017.

Rationale:

Pursuant to the respective stipulations of the law and the Company's Articles of Association, the Board of Directors hereby presents both sets of financial statements to the General Meeting for approval. Pursuant to the requirements of the Accounting Act, the financial statements of ČEZ, a. s. and the consolidated financial statements of CEZ Group as of December 31, 2017 were prepared in accordance with International Financial Reporting Standards, discussed by the Board of Directors of ČEZ, a. s., audited by an independent auditor giving the opinions cited in this material, and reviewed by the Supervisory Board of the Company, which concluded that it recommends that the General Meeting approve them.

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