



# RESULTS OF VOTING ON THE PROPOSED RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF ČEZ, a. s., COMMENCED ON JUNE 26, 2019

The Annual Ordinary General Meeting of ČEZ, a. s. was opened in the attendance of shareholders owning shares in the nominal value of CZK 42,359,944,600 which represents 79.12% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The shareholders were present in person, by their statutory authority, through their representative based on power of attorney granted by them or through their administrator registered in the register of investment instruments.

## Opening – Election of the Chairperson of the General Meeting, Keeper of the Minutes, Verifiers of the Minutes and Scrutineers

Voting was taken by shareholders owning shares in the nominal value of CZK 43,646,552,200, to which 436,465,522 votes are attached and which represent 81.52% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 397,091,947 valid votes were cast, which are attached to 397,091,947 shares of ČEZ, a. s., in the total nominal value of CZK 39,709,194,700, which represents 74.17% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by the Board of Directors, the shareholders voted as follows:

% of votes of the shareholders present  
(rounded to 6 decimal points)

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Election of chairperson of the General Meeting, keeper of the minutes, verifiers of the minutes and scrutineers		
FOR	389,699,792 votes	89.285355%
AGAINST	7,392,155 votes	
ABSTAINED	39,373,575 votes	

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## Item 1: Board of Directors Report on the Company's Business Operations and Assets for 2018, Summary Report pursuant to Section 118(9) of the Capital Market Undertakings Act, and Conclusions of the Related Parties Report for 2018

No voting took place regarding this item of agenda.

## Item 2: Supervisory Board Report

No voting took place regarding this item of agenda.

## Item 3. Audit Committee Report on the Results of Its Activities

No voting took place regarding this item of agenda.

#### Item 4: Approval of the Financial Statements of ČEZ, a. s. and Consolidated Financial Statements of CEZ Group for 2018

Voting was taken by shareholders owning shares in the nominal value of CZK 43,573,119,400, to which 435,731,194 votes are attached and which represent 81.39% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution (1) 433,417,882 valid votes were cast, which are attached to 433,417,882 shares of ČEZ, a. s., in the total nominal value of CZK 43,341,788,200, which represents 80.95% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution (1) presented by the Board of Directors, the shareholders voted as follows:

		% of votes of the shareholders present (rounded to 6 decimal points)
Approval of the financial statements of ČEZ, a. s. prepared as of December 31, 2018		
FOR	425,819,008 votes	97.725160%
AGAINST	7,598,874 votes	
ABSTAINED	2,313,312 votes	

During the voting on the proposed resolution (2) 433,417,882 valid votes were cast, which are attached to 433,417,882 shares of ČEZ, a. s., in the total nominal value of CZK 43,341,788,200, which represents 80.95% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution (2) presented by the Board of Directors, the shareholders voted as follows:

		% of votes of the shareholders present (rounded to 6 decimal points)
Approval of the consolidated financial statements of the CEZ Group prepared as of December 31, 2018		
FOR	425,835,646 votes	97.728979%
AGAINST	7,582,236 votes	
ABSTAINED	2,313,312 votes	

#### Item 5: Decision on the Distribution of Profit of ČEZ, a. s.

Voting was taken by shareholders owning shares in the nominal value of CZK 43,573,119,300, to which 435,731,193 votes are attached and which represent 81.39% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 434,317,898 valid votes were cast, which are attached to 434,317,898 shares of ČEZ, a. s., in the total nominal value of CZK 43,431,789,800, which represents 81.12% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by the Board of Directors, the shareholders voted as follows:

% of votes of the shareholders present  
(rounded to 6 decimal points)

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Decision on distribution of profit of ČEZ, a. s. according to the proposal of the Board of Directors		
FOR	426,376,053 votes	97.853002%
AGAINST	7,941,845 votes	
ABSTAINED	1,413,295 votes	

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#### **Item 6: Appointment of the Auditor to Perform the Statutory Audit for the Accounting Period of the Calendar Year of 2019**

Voting was taken by shareholders owning shares in the nominal value of CZK 43,571,975,300 which are attached to 435,719,753 votes, and which represent 81.38% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 426,759,353 valid votes were cast, which are attached to 426,759,353 shares of ČEZ, a. s., in the total nominal value of CZK 42,675,935,300, which represents 79.71% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by the Supervisory Board, the shareholders voted as follows:

% of votes of the shareholders present  
(rounded to 6 decimal points)

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Appointment of the auditor to perform the statutory audit for the accounting period of the calendar year of 2019		
FOR	426,091,845 votes	97.790344%
AGAINST	667,508 votes	
ABSTAINED	8,960,400 votes	

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#### **Item 7: Decision on Donations Budget**

Voting was taken by shareholders owning shares in the nominal value of CZK 43,528,055,300, to which 435,280,553 votes are attached and which represent 81.30% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 426,817,488 valid votes were cast, which are attached to 426,817,488 shares of ČEZ, a. s., in the total nominal value of CZK 42,681,748,800, which represents 79.72% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by the Board of Directors, the shareholders voted as follows:

% of votes of the shareholders present  
(rounded to 6 decimal points)

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Decision on donations budget for 2020		
FOR	426,386,080 votes	97.956611%
AGAINST	431,408 votes	
ABSTAINED	8,463,065 votes	

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### Item 8: Update to the Business Policy of CEZ Group and ČEZ, a. s.

Voting was taken by shareholders owning shares in the nominal value of CZK 43,528,055,300, to which 435,280,553 votes are attached and which represent 81.30% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 426,758,780 valid votes were cast, which are attached to 426,758,780 shares of ČEZ, a. s., in the total nominal value of CZK 42,675,878,000, which represents 79.71% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by the Board of Directors, the shareholders voted as follows:

		% of votes of the shareholders present (rounded to 6 decimal points)
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Approval of the update of the business policy of CEZ Group and ČEZ, a. s., in the wording as presented to the General Meeting by the Board of Directors of the company		
FOR	426,758,750 votes	98.042227%
AGAINST	30 votes	
ABSTAINED	8,521,773 votes	

### Item 9: Removal and Election of Supervisory Board Members

Removal of Supervisory Board Members:

Voting was taken by shareholders owning shares in the nominal value of CZK 43,524,055,200, to which 435,240,552 votes are attached and which represent 81.29% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 413,432,632 valid votes were cast, which are attached to 413,432,632 shares of ČEZ, a. s., in the total nominal value of CZK 41,343,263,200, which represents 77.22% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by shareholder Czech Republic – Ministry of Finance, the shareholders voted as follows:

		% of votes of the shareholders present (rounded to 6 decimal points)
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Removal of Ing. Šárka Vinklerová from the Supervisory Board		
FOR	375,478,640 votes	86.269222%
AGAINST	37,953,992 votes	
ABSTAINED	21,807,920 votes	

Election of Supervisory Board Members:

Voting was taken by shareholders owning shares in the nominal value of CZK 43,524,055,200, to which 435,240,552 votes are attached and which represent 81.29% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 413,432,632 valid votes were cast, which are attached to 413,432,632 shares of ČEZ, a. s., in the total nominal value of CZK 41,343,263,200, which represents 77.22% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by shareholder Czech Republic – Ministry of Finance, the shareholders voted as follows:

		% of votes of the shareholders present (rounded to 6 decimal points)
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Election of Ing. Jan Vaněček as Supervisory Board member		
FOR	375,495,288 votes	86.273047%
AGAINST	37,937,344 votes	
ABSTAINED	21,807,920 votes	

#### **Item 10: Removal and Election of Audit Committee Members**

Voting was taken by shareholders owning shares in the nominal value of CZK 42,856,736,300, to which 428,567,363 votes are attached and which represent 80.05% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights. The General Meeting was quorate at the time of the voting. Every CZK 100 of the nominal value represents one vote.

During the voting on the proposed resolution 413,432,092 valid votes were cast, which are attached to 413,432,092 shares of ČEZ, a. s., in the total nominal value of CZK 41,343,209,200, which represents 77.22% of the registered capital of ČEZ, a. s., reduced by shares in the nominal value of CZK 260,002,100, which were held by the company and with which it was not possible to exercise voting rights.

Regarding the proposed resolution presented by shareholder Czech Republic – Ministry of Finance, the shareholders voted as follows:

		% of votes of the shareholders present (rounded to 6 decimal points)
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Election of Ing. Jan Vaněček as Audit Committee member		
FOR	375,475,848 votes	87.611862%
AGAINST	37,956,244 votes	
ABSTAINED	15,135,271 votes	