

Affidavit of independence of a member of the Supervisory Board

I, _____, the undersigned member of the Supervisory Board of **ČEZ, a. s.**, with registered office at Prague 4, Duhová 2/1444, Postal Code 14053, Czech Republic, ID No. 45274649, (hereinafter the "**Company**"), hereby declare that I meet the **independence criteria** according to Commission Recommendation No. 2005/162/EC of February 15, 2005, on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board¹.

In this regard, I confirm that

- a) I am not an executive member of an elected body of the Company, i.e., a member of an elected body of the Company that is empowered under the internal division of powers to make decisions about the business management of the Company or a related company², and I have not held this position in the previous five years³;
- b) I am not an employee of the Company or a related company and have not been an employee in the previous three years⁴;
- c) I do not receive, and have not previously received, significant additional remuneration from the Company or a related company, other than remuneration for acting as a non-executive member of an elected body. Significant additional remuneration means, in particular, participation in the Company's share option scheme or any other remuneration scheme related to the performance of the office; this excludes the receipt of fixed amounts under a pension plan (including deferred remuneration) for past service to the Company (provided that such remuneration is in no way conditional on continued service to the Company);
- d) I am not a majority shareholder of the Company, nor do I represent it in any way⁵;

¹ Under the provisions of Article 13.1 of the Commission's Recommendation, a member of a corporate body is considered independent *"if he is free of any business, family or other relationship, with the company, its controlling shareholder or the management of either, that creates a conflict of interest such as to impair his judgment"*.

² "Related company" means **a)** a company controlled by ČEZ, a. s. (see page 176 of the CEZ Group Annual Report 2020 - section "Entities controlled and managed by ČEZ, a. s." of Report on Relations), **b)** a company controlled by the same controlling person as CEZ, a. s. (see page 178 of the CEZ Group Annual Report 2020 - section "Other Entities Controlled by the Controlling Entity" of Report on Relations).

³ This criterion is not met by (not applicable to) members of the Supervisory Board who hold or have held in the previous five years the position of a member of the Board of Directors or an executive officer in a company controlled by ČEZ or in a related company (in a sister company of ČEZ or in a company controlled by such sister company). This fact shall be stated in the penultimate sentence of the affidavit.

⁴ This criterion is not met by (not applicable to), among others, members of the Supervisory Board who were elected to the Supervisory Board by the Company's employees as their representatives. This fact shall be stated in the penultimate sentence of the affidavit.

⁵ This criterion is not met by (not applicable to) members of the Supervisory Board who directly represent the Company's majority shareholder on the Supervisory Board, e.g., employees of an organizational unit of the state or representatives of the majority shareholder based on another contractual relationship. This fact shall

e) I do not currently have, nor have I had during the previous year, a significant business relationship with the Company or a related company, either directly or as a partner, shareholder, member of an elected body or executive member of a body. Business relationship means, in this context, also a position of a major supplier of goods or services (including financial, legal, or consultancy services), a major customer or organizations that receive significant contributions from the Company or a group of which the Company is a member;

f) I am currently not, nor have I been during the previous three years, a partner or employee of an existing or previous external auditor of the Company or a related company;

g) I am not an executive member of an elected body in another company in which an executive member of an elected body (i.e., a member of the Board of Directors) of the Company is a non-executive member of an elected body, and I have no other significant relationships with members of the Board of Directors of the Company through participation in other companies or bodies;

h) I have not sat on an elected body of the Company as a non-executive member for more than twelve years;

i) I am not a close relative of an executive member of an elected body of the Company, nor of other persons in the positions or capacities set out in a) to h) above.

Of the above points, I do not meet, or the criterion listed above under _____ does not apply to me.⁶

I acknowledge that I will notify the Company (Chairman and Secretary of the Supervisory Board) without undue delay of any change in the facts stated in this affidavit.

In Prague on _____

(signature)

(title, name and surname)

Member [Chairman/Vice-Chairman] of the Supervisory Board of ČEZ, a. s.

be stated in the penultimate sentence of the affidavit. Members of the Supervisory Board who have been appointed (nominated) to this position by the Czech Republic - Ministry of Finance as the shareholder of the Company but have no business or another contractual relationship with the state, or with an organizational unit of the state, or another relationship within the meaning of note 1 above, are considered independent for the purposes of this affidavit.

⁶ If the member of the Supervisory Board meets all the criteria, he/she shall cross out the blank.