

INFORMATION ON PERSONAL DATA PROCESSING in Connection with the General Meeting of ČEZ, a. s.

This information document (the “**Information Document**”) was prepared by ČEZ, a. s., a company having its registered office at Praha 4, Duhová 2/1444, postcode 140 53, reg. No.: 45274649, registered in the Commercial Register kept by the Municipal Court in Prague, file ref. B 1581 (the “**Company**”), in connection with the Company’s general meeting to be held on June 22, 2018 (the “**General Meeting**”). It describes some important aspects of the processing of personal data relating to natural persons that are the Company’s shareholders or agents of the Company’s shareholders (“**Data Subjects**”).

This Information Document also applies to the processing of personal data relating to other natural persons in connection with the General Meeting, such as members of the Company’s governance bodies or General Meeting bodies, as appropriate.

This Information Document was created in relation to the requirements of Regulation (EU) 2016/679 of the European Parliament and of the Council of April 27, 2016, on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation) (“**GDPR**”), which entered into effect on May 25, 2018.

1. Introduction

- 1.1. It is obvious that the Company needs to ensure that a lot of data are processed in connection with the General Meeting—this is necessary, among other things, to ensure that the General Meeting can take place, to accomplish its purpose, and to allow the Company to comply with its obligations relating to the holding of the General Meeting and the execution of decisions that are to be adopted by it. Many such data concern Data Subjects, that is, natural persons, and as such they are deemed “personal data” (Data Subjects’ personal data referred to as “**Personal Data**” below).
- 1.2. First, it must be emphasized that Personal Data will be processed in connection with the General Meeting analogously to previous years. Consequently, it is definitely not the objective of this Information Document to make Data Subjects believe that the Company is significantly changing the manner in which Personal Data are processed at the General Meeting.
- 1.3. The Company would also like to point out the following:
 - (a) The Company has prepared general information on personal data processing and published it on its website (<https://www.cez.cz/cs/o-spolecnosti/cez/informace-o-zpracovani-osobnich-udaju.html>) (the “**Information on Personal Data**”). Personal Data will be processed in connection with the General Meeting in compliance with the principles stated in the Information on Personal Data.
 - (b) The Company has appointed a data protection officer, whose tasks include addressing issues relating to the Company’s processing of personal data, including the processing of Personal Data in connection with the General Meeting. The data protection officer can be contacted by mail at Data Protection Officer, ČEZ, a. s., Duhová 2/1444, 140 53 Praha 4; or by means of a form on the Company’s website: <https://gdpr.cez.cz/>. For details, refer to the Company’s website

<https://www.cez.cz/cs/o-spolecnosti/cez/poverenec-pro-ochranu-osobnich-udaju.html>.

- 1.4. Personal Data are processed partially automatically and partially manually. However, automated processing involves neither automated decision-making concerning Data Subjects nor profiling, that is, evaluating Data Subjects, for example, in terms of their current or possible future economic situation, behavior, and such.
- 1.5. The Company's primary position in the processing of Personal Data in connection with the General Meeting is "processor," which means that it determines why and how the Personal Data are processed (albeit within the scope given, most importantly, by its legal obligations and legitimate interests).

2. *Basic Questions Concerning Personal Data Processing*

2.1. **Why (for which purposes) are Personal Data processed and for how long?**

The reasons (purposes) of Personal Data processing are generally characterized in section 1.1.

The Personal Data will be processed:

- (i) in part because the processing is, by its nature, necessary for compliance with the Company's legal obligations or the processing is directly required by legislation (for example, making a General Meeting attendance list or processing data to an extent needed to identify shareholders that are to be paid a share in profits), and
- (ii) in part because processing certain Personal Data is a legitimate interest of the Company and/or other persons (for example, making an audio recording of the General Meeting, in which certain Personal Data are included, will allow, among other things, to reliably record its course and oral submission made by Data Subjects in the interest of taking accurate minutes of the General Meeting).

Typical examples of specific purposes of Personal Data processing include the following:

- (a) Making a list of shareholders entitled to attend the General Meeting

For this purpose, Personal Data must be processed starting from the making of an extract from the records of Centrální depozitář cenných papírů, a.s. ("CDCP"), as of the record date for participation in the General Meeting (the "CDCP Extract"), that is, June 15, 2018, at the earliest.

- (b) Registration of a Data Subject at the General Meeting (see section 1 of the Notice of General Meeting)

For this purpose, Personal Data must be processed on the basis of the CDCP Extract, as referred to in item (a) above. Concerning Data Subjects present at the General Meeting, Personal Data in the scope confirmed by the Data Subject in the attendance list or in a power of attorney for representation at the General Meeting must be processed for as long as the Company exists and possibly longer if so required by legislation applicable at the relevant time (see Article 11(6) and Article 12(6) of the Company's Articles of Association).

- (c) Processing of Data Subjects' submissions intended for the General Meeting (proposals, counterproposals, requests for explanation, and/or protests), evaluating votes, taking and retaining the minutes of the General Meeting; in this connection, an audio recording, among other things, will be made of the course of the General Meeting

Shareholders' submissions, including Personal Data, must be recorded in the minutes of the General Meeting, which are to be kept for as long as the Company exists [and possibly longer if so required by legislation applicable at the relevant time (see Article 12(6) of the Company's Articles of Association)].

The Company also intends to have a notarial record made to certify the decisions made or the course of the General Meeting (the "**Notarial Record**"). Depending on the nature of the Notarial Record and the particular course of the General Meeting, the notary public may be required to include Personal Data in the Notarial Record (for example, if a protest is lodged). In certain circumstances, the Notarial Record may serve as a supporting document for the entry of relevant data in the Commercial Register (in relation to the General Meeting, this concerns the removal and election of Supervisory Board members). In such a case, it would be kept in the collection of documents and available on the Commercial Register website for a period of time that would depend on rules for the maintenance of the Commercial Register rather than the Company's will.

An audio recording of the General Meeting (of the official program in the room) is made with respect to the Company's legitimate interest and subsequently retained in accordance with this legitimate interest for a period necessary to take the minutes of the General Meeting and for a period during which the Company believes that it may be necessary to check the accuracy of the minutes. The Company estimates that the audio recording retention time will not exceed the limitation period for exercising rights in connection with the General Meeting.

Personal Data that were published on the Company's website (typically under the Company's statutory obligation to publish shareholders' proposals and counterproposals) will be kept on the website together with other information about the holding of the General Meeting.

Personal Data included in ballots and records of voting at the General Meeting must be processed to allow determining the result of each voting and take the minutes of the General Meeting. Furthermore, these Personal Data will be processed on grounds of the Company's legitimate interest in case any doubt concerning the accuracy of the results of voting or the contents of the minutes of the General Meeting needs to be resolved; the Company estimates that their retention time will not exceed the limitation period for exercising rights in connection with the General Meeting.

- (d) Payment of a share in profits to shareholders

If the General Meeting decides to pay a share in profits to shareholders (see item 5 on the agenda of the General Meeting), Personal Data in the scope necessary for making the payments will be processed for as long as the payments are made. The proposal submitted by the Board of Directors on this agenda item states that the payment of the share in profits to shareholders ends on July 29, 2022.

Depending on specific circumstances, Personal Data may be processed for other related purposes, usually on grounds of a legitimate interest of the Company and/or other persons concerned. This could apply to, for example, situations where a doubt or dispute arises in relation to the General Meeting or resolutions adopted at it. In such a case, the relevant Personal Data would be processed for as long as it would be necessary for the purpose in question, for example, for the duration of the dispute, the enforcement of rights arising out of such a dispute, as well as for the period of archiving of relevant documents.

2.2. **Which Personal Data are processed and in which manner are they obtained?**

Personal Data processed for purposes relating to the General Meeting (see section 2.1) include primarily the data that are kept on record by CDCP in compliance with legal requirements and as such will be received by the Company in a CDCP Extract. These are a shareholder's identification data (most importantly the shareholder's name and domicile, or mailing address, as well as personal identification number and, for entrepreneurs, company registration number) and data concerning the Company's shares held by the shareholder and rights relating to those shares (including any data concerning persons authorized to exercise the rights attached to those shares).

The Company is required, among other things, to make a General Meeting attendance list. The list will record the extent of Personal Data required by law and the Company's Articles of Association (see especially Article 11(6) of the Articles of Association).

Additional Personal Data will be provided by Data Subjects themselves when the General Meeting is held. These are, for example:

- (i) Personal Data contained on the identity card presented by the Data Subject when registering for the General Meeting,
- (ii) the Data Subject's signature, especially during the registration and on ballots, or
- (iii) other Personal Data arising out of a power of attorney handed in during registration, Data Subjects' oral submissions at the General Meeting (proposals, counterproposals, requests for explanation, and/or protests), or ballots submitted by the Data Subject during voting, etc.

In this connection, the Company points out that the due exercise of shareholders' rights requires that shareholders and/or their agents identify themselves when making an oral submission. They will be assigned an identification number for the purposes of the General Meeting, which they may, among other things, state in their oral submissions if they do not wish to use, for example, their name to identify themselves.

Other Personal Data will need to be processed if the General Meeting decides to pay a share in profits to shareholders (see item 5 on the agenda of the General Meeting). Refer to section 2.3 of this Information Document for more details.

2.3. **How are Personal Data protected and who can access them?**

Protection of Personal Data is ensured by a combination of technical and organizational measures and based on the same principles as the protection of any other personal data processed by the Company. The principles are described in the Information on Personal Data.

The protection of processed Personal Data is based, among other things, on the principle that they may only be accessed by persons that have a reason to do so given the particular purposes of Personal Data processing (see section 2.1). In compliance with that principle (and on the basis of appropriate contractual stipulations and/or statutory guarantees), this may apply, besides selected Company employees and members of management, especially to:

- (i) General Meeting bodies,
- (ii) employees and members of management of ADMINISTER, spol. s r. o. (reg. No.: 47551054), which has been appointed to take care of certain organizational matters in connection with the General Meeting,
- (iii) a notary public in connection with the making of the Notarial Record,
- (iv) the Company's external advisors,
- (v) Company shareholders, regarding Personal Data included in the minutes of the General Meeting that the shareholders may lawfully obtain from the Company, or
- (vi) the general public to the extent that the Company is required to store documents containing Personal Data (for example, the Notarial Record serving as a basis for an entry in the Commercial Register—see 2.1(c)) in the collection of documents of the Commercial Register.

Personal Data are not expected to be transferred outside of the Czech Republic.

If the General Meeting decides to pay a share in profits to shareholders (see item 5 of the agenda of the General Meeting), the bank appointed to make the payment will receive Personal Data from the Company to the necessary extent according to the CDCP extract made as of the record date for entitlement to a share in profits. According to the draft resolution submitted by the Board of Directors for item 5 on the agenda of the General Meeting, the appointed bank is Česká spořitelna a.s. (reg. No.: 45244782) and the record date in question is June 28, 2018. The appointed bank may then request additional data from the entitled persons to the extent necessary, especially bank account data and data needed for compliance with tax obligations relating to the payment.

2.4. **May Data Subjects disagree with the processing of their Personal Data?**

The processing of Personal Data for the purposes relating to the General Meeting (see section 2.1) does not require consent by the Data Subjects. This is because there is either an explicit obligation or a need (and a related legitimate interest) to process the Personal Data for the given purposes. That is also why the Company and/or other persons (see section 2.3) will obtain certain Personal Data on their own (for example, by means of the CDCP Extract) or may request them from Data Subjects to allow the Data Subjects to exercise their relevant shareholder rights.

Consequently, a Data Subject's potential disagreement will have no effect on the fact that his or her Personal Data will be processed as described in this Information Document. However, this is without prejudice to the Data Subjects' other rights, especially those referred to in section 3.

3. *Rights of a Data Subject*

3.1. General

Unless additional rules are set out below, a Data Subject may exercise the following rights by contacting the Company, specifically the data protection officer (see 1.3(b)).

However, it should also be noted that, for organizational reasons, it will not usually be possible to fulfill obligations corresponding to Data Subjects' rights directly at the General Meeting to the full extent. If necessary, they will be fulfilled later, within a reasonable period, no later than within one month of the eligible Data Subject's request.

3.2. Right of Access to Personal Data

Generally, a Data Subject primarily has the right to obtain from the Company confirmation as to whether or not his or her Personal Data are being processed; where that is the case, the Data Subject also has the right to access the Personal Data and/or a copy thereof. The Data Subject may also exercise these rights in electronic form, especially by means of a form on the Company's website: <https://gdpr.cez.cz/>; see also section 1.3(b).

For the sake of completeness, it should be noted that Data Subjects also have the right to other information, which is however listed in other sections of this Information Document.

3.3. Right to Personal Data Rectification

If his or her Personal Data are found to be inaccurate, the relevant Data Subject has the right to have them rectified by the Company. However, the Company points out that to the extent that Personal Data will be obtained from CDCP, it will consider it necessary to refer Data Subjects directly to CDCP, where they can have the Personal Data rectified most efficiently if necessary; the Company itself is generally unable to change or rectify Personal Data kept on record by CDCP.

3.4. Right to Erasure of Personal Data

A Data Subject has the right to have his or her Personal Data erased by the Company if there is a reason for this as specified in the GDPR; in relation to the processing of Personal Data as described in this Information Document, such a reason may be, in particular, the fact that the Personal Data are no longer necessary for the relevant purposes (see also 2.1).

Again, the Company points out (similarly to section 3.3) that it is generally unable to accomplish erasure of Personal Data from CDCP's records.

3.5. Right to Restriction of Personal Data Processing

In cases set out in the GDPR, especially if doubt arises as to the accuracy of the Personal Data or the Data Subject's right to their erasure (see section 3.4), the Data Subject has the right to appropriate restriction of the processing of Personal Data.

3.6. Right to Object to the Processing of Personal Data

Where Personal Data are processed on grounds of a legitimate interest of the Company or another person (see section 2.1 for details) rather than for compliance with the Company's legal obligation, the Data Subject may object to such processing on grounds relating to his or her particular situation. The Company is obligated to stop processing the Personal Data for the relevant purpose unless otherwise provided by the GDPR, especially where the Company has compelling legitimate grounds for the processing of the relevant Personal Data and the grounds override the interests, rights, and freedoms of the Data Subject; the existence of such grounds is primarily evaluated by the Company itself (this is without prejudice to the Data Subject's rights as specified in section 3.7).

3.7. **Right to Lodge a Complaint With the Office for Personal Data Protection**

If a Data Subject is in doubt as to whether his or her rights are fully honored in the processing of his or her Personal Data, the Company recommends that the Data Subject contact the Company itself in the first place, especially its data protection officer (see 1.3(b)). If such doubts cannot be dispelled, the Data Subject may contact the Office for Personal Data Protection; contact information is provided, for example, on the website of the Office for Personal Data Protection (https://www.uoou.cz/vismo/o_utvar.asp?id_u=10).

4. **Conclusion**

4.1. The Company has prepared this Information Document not only to comply with its obligation to provide information but also because it is interested in the processing of Personal Data being carried out in compliance with the principles of openness, among other things.

4.2. Data Subjects can get additional information, for example, from sources and in manners described in section 1.3.

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