

Approval of the Financial Statements of ČEZ, a. s., and the Consolidated Financial Statements of CEZ Group for the Year 2021

#### **Draft resolution (1):**

The General Meeting of ČEZ, a. s., approves the financial statements of ČEZ, a. s., prepared as of December 31, 2021.

### **Draft resolution (2):**

The General Meeting of ČEZ, a. s., approves the consolidated financial statements of CEZ Group prepared as of December 31, 2021.

#### **Rationale:**

In accordance with the relevant provisions of the act and the Company's Articles of Association, the Board of Directors submits to the General Meeting the financial statements of ČEZ, a. s., and the consolidated financial statements of CEZ Group as of December 31, 2021.

Pursuant to Sec. 19a and Sec. 23a of the Accounting Act, the financial statements of ČEZ, a. s., and the consolidated financial statements of CEZ Group as of December 31, 2021, were prepared in accordance with International Financial Reporting Standards. Both sets of prepared financial statements comprise, respectively, the following financial statements, or the consolidated financial statements: a balance sheet, a statement of income, a statement of comprehensive income, a statement of changes in equity, and a statement of cash flows and notes to the financial statements, or notes to the consolidated financial statements. In accordance with the relevant provisions of the Accounting Act, the financial statements and the consolidated financial statements have been audited by an independent auditor. The audit was performed by the company Ernst & Young Audit, s.r.o. According to the independent auditor's opinion dated March 14, 2022, the financial statements give a true and fair view of the financial position of ČEZ, a. s., as at December 31, 2021, and of its financial performance and its cash flows for the year then ended in accordance with the International Financial Reporting Standards as adopted by the European Union. According to the independent auditor's opinion dated March 14, 2022, the consolidated financial statements give a true and fair view of the consolidated financial position of CEZ Group as at December 31, 2021, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the International Financial Reporting Standards as adopted by the European Union.

The financial statements of ČEZ, a. s., and the consolidated financial statements of CEZ Group are part of the CEZ Group's Annual Report in their entirety, available to shareholders at the General Meeting and on the Company's website. The data from the financial statements and 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 presented within the documents on this agenda item of the General Meeting of the Company published on the Company's website www.cez.cz under the link "Investors" in the section of "General Meetings" concerning the General Meeting of 2022.

Financial statements were discussed by the Board of Directors of ČEZ, a. s., audited by an independent auditor giving the opinions cited above, and reviewed by the Company's Supervisory Board concluding that it recommends their approval to the General Meeting. Based on the independent auditor's reports, the Board of Directors proposes that the General Meeting approve the financial statements of ČEZ, a. s., as of December 31, 2021 and the consolidated financial statements of CEZ Group as of December 31, 2021.

## Selected Data from the Financial Statements of ČEZ, a. s., as of December 31, 2021

## ČEZ, a. s. Balance sheet As of December 31, 2021

#### In CZK Millions

	2021	2020
ASSETS:		
Plant in service	489,211	474,973
Less accumulated depreciation and impairment	(275,015)	(257,008)
Net plant in service	214,196	217,965
Nuclear fuel, at amortized cost	13,021	13,592
Construction work in progress, net	11,478	10,052
Total property, plant and equipment	238,695	241,609
Restricted financial assets, net	15,040	15,221
Other non-current financial assets, net	147,580	159,180
Intangible assets, net	1,047	3,367
Investment properties, net	406	-
Deferred tax assets	6,843	_
Total other non-current assets	170,916	177,768
Total non-current assets	409,611	419,377
Cash and cash equivalents, net	20,804	1,009
Trade receivables, net	136,039	58,501
Income tax receivable	-	305
Materials and supplies, net	10,415	7,682
Fossil fuel stocks	200	223
Emission rights	14,192	34,323
Other current financial assets, net	515,488	76,976
Other current assets, net	4,141	2,787
Assets classified as held for sale, net	-	31,209
Total current assets	701,279	213,015
Total assets	1,110,890	632,392

## ČEZ, a. s. Balance sheet As of December 31, 2021

#### continued

	2021	2020
EQUITY AND LIABILITIES:		
Stated capital	53,799	53,799
Treasury shares	(1,423)	(2,845)
Retained earnings and other reserves	64,052	150,491
Total equity	116,428	201,445
Long-term debt, net of current portion	89,189	113,929
Provisions	97,707	91,125
Other long-term financial liabilities	34,173	8,728
Deferred tax liability	-	8,235
Total non-current liabilities	221,069	222,017
Short-term loans	25,115	800
Current portion of long-term debt	14,999	27,514
Trade payables	76,950	63,093
Income tax payable	1,696	-
Provisions	11,095	9,096
Other short-term financial liabilities	641,849	107,583
Other short-term liabilities	1,689	844
Total current liabilities	773,393	208,930
Total equity and liabilities	1,110,890	632,392

## ČEZ, a. s. Statement of income For the year ended December 31, 2021

#### In CZK Millions

	2021	2020
Sales of electricity, heat and gas	114,896	84,374
Sales of services and other revenues	5,801	4,973
Other operating income	1,318	1,152
Total revenues and other operating income	122,015	90,499
Gains and losses from commodity derivative trading	(4,449)	6,313
Purchase of electricity, gas and other energies	(46,973)	(31,515)
Fuel and emission rights	(20,319)	(16,723)
Services	(10,106)	(9,462)
Salaries and wages	(8,418)	(7,642)
Materials and supplies	(1,867)	(1,646)
Capitalization of expenses to the cost of assets and change in own inventories	120	43
Depreciation and amortization	(17,869)	(13,641)
Impairment of property, plant and equipment and intangible assets	(52)	(27)
Impairment of trade and other receivables	(16)	(9)
Other operating expenses	(2,422)	(1,697)
Income before other income (expenses) and income taxes	9,644	14,493
Interest on debt, net of capitalized interest	(4,258)	(5,250)
Interest on provisions	(1,786)	(1,702)
Interest income	1,477	1,297
Impairment of financial assets	(12,816)	(5,129)
Other financial expenses	(387)	(666)
Other financial income	13,854	19,538
Total other income (expenses)	(3,916)	8,088
Income before income taxes	5,728	22,581
Income taxes	(1,321)	(1,504)
Net income	4,407	21,077
Net income per share (CZK per share):		
Basic	8.2	39.4
Diluted	8.2	39.4

## ČEZ, a. s. Statement of comprehensive income For the year ended December 31, 2021

#### In CZK Millions

	2021	2020
Net income	4,407	21,077
Change in fair value of cash flow hedges	(85,679)	(8,198)
Cash flow hedges reclassified to statement of income	11,479	2,916
Change in fair value of debt financial instruments	(1,349)	202
Deferred tax related to other comprehensive income	14,354	965
Net other comprehensive income that may be reclassified to statement of income or to assets in subsequent periods	(61,195)	(4,115)
Change in fair value of equity instruments	(795)	(1,050)
Deferred tax related to other comprehensive income	151	199
Net other comprehensive income not to be reclassified from equity	(644)	(851)
Total other comprehensive income, net of tax	(61,839)	(4,966)
Total comprehensive income, net of tax	(57,432)	16,111

ČEZ, a. s. Statement of changes in equity For the year ended December 31, 2021

#### In CZK Millions

	Stated capital	Treasury shares	Cash flow hedge reserve	Debt financial instruments	Equity financial instruments and other reserves	Retained earnings	Total equity
Balance as at January 1, 2020	53,799	(2,885)	(2,867)	277	(156)	155,311	203,479
Net income	-	-	-	-	-	21,077	21,077
Other comprehensive income	-	-	(4,279)	164	(851)	-	(4,966)
Total comprehensive income	-	-	(4,279)	164	(851)	21,077	16,111
Effect of business combination	-	-	-	-	3	-	3
Dividends	-	-	-	-	-	(18,163)	(18,163)
Sale of treasury shares	-	40	-	-	-	(25)	15
Exercised and forfeited share options	-	-	-	-	(14)	14	-
Balance as at December 31, 2020	53,799	(2,845)	(7,146)	441	(1,018)	158,214	201,445
Net income	-	-	-	-	-	4,407	4,407
Other comprehensive income	-	-	(60,102)	(1,093)	(644)	-	(61,839)
Total comprehensive income	-	-	(60,102)	(1,093)	(644)	4,407	(57,432)
Effect of merger	-	-	-	-	30	(402)	(372)
Dividends	-	-	-	-	-	(27,873)	(27,873)
Sale of treasury shares	-	1,422	-	-	-	(762)	660
Exercised and forfeited share options	-	-	-	-	(55)	55	-
Balance as at December 31, 2021	53,799	(1,423)	(67,248)	(652)	(1,687)	133,639	116,428

## ČEZ, a. s. Statement of cash flows For the year ended December 31, 2021

#### In CZK Millions

	2021	2020
OPERATING ACTIVITIES:		
Income before income taxes	5,728	22,581
Adjustments of income before income taxes to cash generated from operations:		
Depreciation and amortization	17,869	13,641
Amortization of nuclear fuel	4,079	4,168
(Gains) and losses on non-current asset retirements	(2,386)	(5,795)
Foreign exchange rate loss (gain)	(923)	(1,221)
Interest expense, interest income and dividend income	(4,829)	(6,939)
Provisions	2,223	563
Impairment of property, plant and equipment and intangible assets	52	27
Other impairment and other non-cash expenses and income	(25,682)	(5,861)
Changes in assets and liabilities:		
Receivables and contract assets	(81,417)	(4,318)
Materials, supplies and fossil fuel stocks	(2,775)	(1,039)
Receivables and payables from derivatives	23,406	13,092
Other assets	73,712	5,934
Trade payables	18,960	5,172
Other liabilities	830	11
Cash generated from operations	28,847	40,016
Income taxes paid	(23)	(935)
Interest paid, net of capitalized interest	(4,417)	(5,733)
Interest received	1,430	1,250
Dividends received	7,605	10,869
Net cash provided by operating activities	33,442	45,467
INVESTING ACTIVITIES:		
Acquisition of subsidiaries, associates and joint-ventures	(5,054)	(4,126)
Proceeds from disposal of subsidiaries, associates and joint ventures and original investments repayments	36,207	719
Additions to non-current assets, including capitalized interest	(11,813)	(8,816)
Proceeds from sale of non-current assets	183	977
Loans made	(491)	(10,309)
Repayment of loans	3,850	2,206
Change in restricted financial assets	(1,013)	(723)
Net cash flow from investing activities	21,869	(20,072)

## ČEZ, a. s. Statement of cash flows For the year ended December 31, 2021

#### continued

	2021	2020
FINANCING ACTIVITIES:		
Proceeds from borrowings	310,770	157,340
Payments of borrowings	(317,330)	(176,909)
Payments of lease liabilities	(178)	(1,378)
Change in payables/receivables from Group cashpooling	(1,183)	10,860
Dividends paid	(27,813)	(18,116)
Sale of treasury shares	660	15
Net cash flow from financing activities	(35,074)	(28,188)
Net effect of currency translation and allowances in cash	(442)	286
Net increase (decrease) in cash and cash equivalents	19,795	(2,507)
Cash and cash equivalents at beginning of period	1,009	3,516
Cash and cash equivalents at end of period	20,804	1,009
Supplementary cash flow information:		
Total cash paid for interest	4,707	6,032

## Selected Data from the Consolidated Financial Statements of CEZ Group as of December 31, 2021

## CEZ Group Consolidated balance sheet As of December 31, 2021

In CZK Millions

	2021	2020
ASSETS:		
Plant in service	856,189	827,652
Less accumulated depreciation and impairment	(487,211)	(451,033)
Net plant in service	368,978	376,619
Nuclear fuel, at amortized cost	13,096	13,697
Construction work in progress, net	21,009	20,056
Total property, plant and equipment	403,083	410,372
Investments in associates and joint-ventures	3,916	4,075
Restricted financial assets, net	20,804	21,424
Other non-current financial assets, net	11,805	11,002
Intangible assets, net	23,677	24,244
Deferred tax assets	10,719	828
Total other non-current assets	70,921	61,573
Total non-current assets	474,004	471,945
Cash and cash equivalents, net	26,640	6,064
Trade receivables, net	137,432	63,648
Income tax receivable	397	664
Materials and supplies, net	13,372	9,898
Fossil fuel stocks, net	574	1,220
Emission rights	19,534	37,833
Other current financial assets, net	497,295	61,894
Other current assets, net	13,674	8,919
Assets classified as held for sale	-	40,373
Total current assets	708,918	230,513
Total assets	1,182,922	702,458

## CEZ Group Consolidated balance sheet As of December 31, 2021

#### continued

	2021	2020
EQUITY AND LIABILITIES:		
Stated capital	53,799	53,799
Treasury shares	(1,423)	(2,845)
Retained earnings and other reserves	108,722	182,917
Total equity attributable to equity holders of the parent	161,098	233,871
Non-controlling interests	1,742	4,692
Total equity	162,840	238,563
Long-term debt, net of current portion	95,924	122,102
Provisions	117,072	105,326
Other long-term financial liabilities	35,219	9,414
Deferred tax liability	12,839	19,383
Other long-term liabilities	32	34
Total non-current liabilities	261,086	256,259
Short-term loans	25,310	984
Current portion of long-term debt	16,647	28,741
Trade payables	85,928	73,189
Income tax payable	2,249	555
Provisions	18,253	13,665
Other short-term financial liabilities	601,027	72,114
Other short-term liabilities	9,582	6,759
Liabilities associated with assets classified as held for sale	-	11,629
Total current liabilities	758,996	207,636
Total equity and liabilities	1,182,922	702,458

## CEZ Group Consolidated statement of income For the year ended December 31, 2021

#### In CZK Millions

	2021	2020
Sales of electricity, heat, gas and coal	157,493	138,015
Sales of services and other revenues	67,329	71,507
Other operating income	2,971	4,215
Total revenues and other operating income	227,793	213,737
Gains and losses from commodity derivative trading	(4,468)	6,122
Purchase of electricity, gas and other energies	(62,669)	(56,335)
Fuel and emission rights	(24,555)	(23,262)
Services	(29,044)	(30,147)
Salaries and wages	(30,591)	(30,855)
Material and supplies	(11,017)	(10,576)
Capitalization of expenses to the cost of assets and change in own inventories	4,285	3,450
Depreciation and amortization	(31,628)	(28,284)
Impairment of property, plant and equipment and intangible assets	(15,799)	(24,062)
Impairment of trade and other receivables	602	(544)
Other operating expenses	(6,811)	(6,659)
Income before other income (expenses) and income taxes	16,098	12,585
Interest on debt	(4,206)	(5,269)
Interest on provisions	(2,014)	(1,955)
Interest income	431	377
Share of profit (loss) from associates and joint-ventures	(534)	188
Impairment of financial assets	(449)	(433)
Other financial expenses	(659)	(962)
Other financial income	4,759	3,375
Total other income (expenses)	(2,672)	(4,679)
Income before income taxes	13,426	7,906
Income taxes	(3,517)	(2,438)
Net income	9,909	5,468
Net income attributable to:		
Equity holders of the parent	9,791	5,438
Non-controlling interests	118	30
Net income per share attributable to equity holders of the parent (CZK per share):		
Basic	18.3	10.2
Diluted	18.3	10.2

## **CEZ Group**

## Consolidated statement of comprehensive income For the year ended December 31, 2021

#### In CZK Millions

	2021	2020
Net income	9,909	5,468
Change in fair value of cash flow hedges	(85,679)	(8,198
Cash flow hedges reclassified to statement of income	11,479	2,916
Change in fair value of debt instruments	(1,869)	277
Disposal of debt instruments	(12)	(1
Translation differences – subsidiaries	(1,284)	980
Translation differences – associates and joint-ventures	37	191
Disposal of translation differences	8,238	3
Share on other equity movements of associates and joint ventures	59	(5
Deferred tax related to other comprehensive income	14,458	954
Net other comprehensive income that may be reclassified to statement of income or to assets in subsequent periods	(54,573)	(2,883
Change in fair value of equity instruments	(795)	(1,046
Re-measurement gains (losses) on defined benefit plans	6	(46
Deferred tax related to other comprehensive income	151	199
Net other comprehensive income not to be reclassified from equity in subsequent periods	(638)	(893
Total other comprehensive income, net of tax	(55,211)	(3,776
Total comprehensive income, net of tax	(45,302)	1,692
Total comprehensive income attributable to:		
Equity holders of the parent	(45,259)	1,542
Non-controlling interests	(43)	150

# CEZ Group Consolidated statement of changes in equity For the year ended December 31, 2021

In CZK Millions

	Attributable to equity holders of the parent						Non- controlling	Total equity		
	Stated capital	Treasury shares	Translation difference	Cash flow hedge reserve	Debt instruments	Equity instruments and other reserves	Retained earnings	Total	interests	oquity
Balance as at January 1, 2020	53,799	(2,885)	(12,837)	(2,831)	648	(160)	215,027	250,761	4,603	255,364
Net income	-	-	-	-	_	-	5,438	5,438	30	5,468
Other comprehensive income	-	-	1,056	(4,279)	226	(847)	(52)	(3,896)	120	(3,776)
Total comprehensive income	-	-	1,056	(4,279)	226	(847)	5,386	1,542	150	1,692
Dividends	-	-	-	_	_	-	(18,163)	(18,163)	(36)	(18,199)
Sale of treasury shares	-	40	-	-	_	_	(25)	15	-	15
Exercised and forfeited share options	_	-	_	-	_	(15)	15	-	-	-
Contribution from owners of non controlling interests	-	-	-	-	_	-	-	-	13	13
Acquisition of non-controlling interests	-	-	-	-	_	-	(309)	(309)	(766)	(1,075)
Put options held by non-controlling interests	-	-	4	-	-	-	21	25	728	753
Balance as at December 31, 2020	53,799	(2,845)	(11,777)	(7,110)	874	(1,022)	201,952	233,871	4,692	238,563

# CEZ Group Consolidated statement of changes in equity For the year ended December 31, 2021

#### continued

	Attributable to equity holders of the parent									Total
	Stated capital	Treasury shares	Translation difference	Cash flow hedge reserve	Debt instruments	Equity instruments and other reserves	Retained earnings	Total	controlling interests	equity
Balance as at January 1, 2021	53,799	(2,845)	(11,777)	(7,110)	874	(1,022)	201,952	233,871	4,692	238,563
Net income	-	-	-	-	_	-	9,791	9,791	118	9,909
Other comprehensive income	-	-	7,152	(60,102)	(1,521)	(644)	65	(55,050)	(161)	(55,211)
Total comprehensive income	-	-	7,152	(60,102)	(1,521)	(644)	9,856	(45,259)	(43)	(45,302)
Dividends	-	-	-	_	_	-	(27,873)	(27,873)	(150)	(28,023)
Sale of treasury shares	-	1,422	-	-	_	_	(762)	660	-	660
Exercised and forfeited share options	-	-	-	-	_	(55)	55	-	-	-
Acquisition of subsidiaries	-	-	-	-	_	-	-	-	32	32
Acquisition of non-controlling interests	-	-	-	-	_	-	(69)	(69)	5	(64)
Disposal of non controlling interests	-	-	1	-	-	-	31	32	811	843
Disposal of subsidiaries	-	-	-	-	_	-	-	-	(3,606)	(3,606)
Put options held by non-controlling interests	-	-	(13)	-	_	_	(251)	(264)	1	(263)
Balance as at December 31, 2021	53,799	(1,423)	(4,637)	(67,212)	(647)	(1,721)	182,939	161,098	1,742	162,840

## CEZ Group Consolidated statement of cash flows For the year ended December 31, 2021

#### In CZK Millions

	2021	2020
OPERATING ACTIVITIES:		
Income before income taxes	13,426	7,906
Adjustments of income before income taxes to cash generated from operations:		
Depreciation and amortization	31,628	28,284
Amortization of nuclear fuel	4,110	4,197
(Gains) and losses on non-current asset retirements	(507)	(252)
Foreign exchange rate loss (gain)	(686)	(1,244)
Interest expense, interest income and dividend income	3,765	4,879
Provisions	4,844	2,834
Impairment of property, plant and equipment and intangible assets	15,799	24,062
Valuation allowances and other non-cash expenses and income	(38,481)	(10,495)
Share of (profit) loss from associates and joint-ventures	534	(188)
Changes in assets and liabilities:		
Receivables and contract assets	(78,918)	(2,032)
Materials, supplies and fossil fuel stocks	(2,466)	(1,095)
Receivables and payables from derivatives	23,034	13,306
Other assets	70,381	4,458
Trade payables	17,619	7,072
Other liabilities	2,662	(503)
Cash generated from operations	66,744	81,189
Income taxes paid	(3,550)	(3,748)
Interest paid, net of capitalized interest	(4,415)	(5,649)
Interest received	364	342
Dividends received	13	23
Net cash provided by operating activities	59,156	72,157
INVESTING ACTIVITIES:		
Acquisition of subsidiaries, associates and joint-ventures, net of cash acquired	(3,051)	(1,347)
Disposal of subsidiaries, associates and joint-ventures, net of cash disposed of	28,770	59
Additions to non-current assets, including capitalized interest	(32,226)	(31,558)
Proceeds from sale of non-current assets	468	467
Loans made	(305)	(1,160)
Repayment of loans	320	221
Change in restricted financial assets	(1,094)	(405)
Total cash used in investing activities	(7,118)	(33,723)

## CEZ Group Consolidated statement of cash flows For the year ended December 31, 2021

#### continued

	2021	2020
FINANCING ACTIVITIES:		
Proceeds from borrowings	313,886	158,320
Payments of borrowings	(321,466)	(178,869)
Payments of lease liabilities	(692)	(852)
Proceeds from other long-term liabilities	229	211
Payments of other long-term liabilities	(198)	(102)
Dividends paid to Company's shareholders	(27,813)	(18,116)
Dividends paid to non-controlling interests	(150)	(23)
Sale of treasury shares	660	15
(Acquisition) and sale of non-controlling interests, net	744	(1,097)
Total cash used in financing activities	(34,800)	(40,513)
Net effect of currency translation and allowances in cash	(767)	342
Net increase (decrease) in cash and cash equivalents	16,471	(1,737)
Cash and cash equivalents at beginning of period	10,169	11,906
Cash and cash equivalents at end of period	26,640	10,169
Supplementary cash flow information:		
Total cash paid for interest	4,714	5,952