

Rules of Order and Safety at the General Meeting of ČEZ, a. s.

Introduction

The proceedings of the General Meeting (“GM”) constitute a meeting of shareholders, the primary purpose of which is to make decisions on proposed items on the agenda, which can only be decided by the General Meeting. The Company’s shareholders therefore exercise their relevant shareholding rights at the GM.

ČEZ, a. s. (the “Company”) and all persons participating in organizing and executing the GM with it (“Organizers”) have the obligation to ensure that the GM takes place in accordance with legal regulations and the Company’s Articles of Association, including the principal requirements for safety and rules of courtesy. For this reason, it is necessary to observe certain rules and restrictions in the GM meeting hall, lobby, registration area or another space used by the Company for the purposes of holding the GM (the “GM Venue”).

The Company hereby establishes rules for ensuring order and safety at the Company’s General Meeting, which are binding on the Company’s shareholders, their representatives, or other persons present in the GM Venue (“Participants”) for the purpose of participating in the GM.

Disruption or threatened disruption of the GM proceedings

The Participants may not:

- bring to the GM Venue objects that are generally considered to be weapons, or an object that threatens to explode, be set on fire, or possibly be used as a weapon (“Weapons”)
- bring to the GM Venue objects that cause excessive noise or otherwise have an excessive effect on the senses or may endanger the GM proceedings, including, for example, musical instruments, mechanically or otherwise powered instruments that cause noise, horns, smoke bombs, laser pointers, megaphones, etc. (“Dangerous Objects”) violate the smoking ban and other possible prohibitions or restrictions in force in the GM Venue
- bring food or drinks to the GM meeting hall, unless the health of a Participant requires so
- enter the GM Venue with animals, with the exception of assistance and guide dogs for persons with relevant disabilities
- take photos or audio/video recordings without a legal title or without the prior consent of the Organizers, or in violation of the Organizers’ instructions
- connect an external data carrier (e.g. USB) to any electronic device intended to secure the registration or execution of the General Meeting
- refuse to submit to the standard security check at the entrance to the GM Venue
- enter the GM Venue under the influence of alcohol or narcotic or psychotropic substances, nor bring alcohol or such substances to the GM Venue
- cause unrest among the Participants involved
- make manifestations in the GM Venue which disrupt or may disrupt the GM proceedings, in particular the exercise of shareholding rights at the GM and property or personal rights of the Participants and the Organizers (verbal, acoustic, factual, including e.g. in the form of clearly inappropriate or unsuitable clothing, as well as any other manifestations, either by themselves or with the use of a Dangerous Object)
- resist the measures or instructions of any of the Organizers relating to order or safety at the GM (including any health or hygienic measures), including instructions to use the locker room or other spaces intended for storing baggage, coats, umbrellas, or other items that are not needed for shareholder participation at the GM proceedings
- otherwise threaten or disrupt the GM proceedings, especially in the form of interference with the exercise of shareholding rights at the GM, the property or personality rights of the Participants or the Organizers, or the rights attached to the GM Venue.

Measures

In case of violation of obligations of the Participants, the Organizers are entitled:

- to call on the Participant to refrain from the specific conduct;
- to require the Participant to hand over a Weapon or a Dangerous Object or another object with which the Participant violates his/her obligations into safekeeping, or to take these objects from the Participant itself into their safekeeping;
- not to admit the Participants to the GM Venue or expel them from the GM Venue;
- to declare a break in the GM proceedings in order to calm the situation;
- to request the assistance of the relevant unit of the Police of the Czech Republic;
- in an otherwise reasonable manner, to ensure the smooth execution of the GM proceedings, including the exercise of shareholding rights at the GM, and the protection of property and personality rights of the Participants or Organizers, and the protection of the rights attached to the GM Venue.

Legal basis

The rules, restrictions and measures above are based on the general provisions of legal regulations (especially Act No. 89/2012 Coll., Civil Code, as amended, Act No. 90/2012 Coll., on business companies and cooperatives (Business Corporations Act), as amended, etc.) and also on the Company's Articles of Association, in particular the following provisions:

Article 12(3):

"In accordance with the law, the company or persons appointed to perform tasks relating to the organization and arrangement of the general meeting may bar persons whose presence might pose a risk to a dignified and undisturbed course of the general meeting, including persons whose clothing, contamination or conduct may interfere with the course of the general meeting or manifestly violate the principles of decency, or armed persons."

Article 13(2):

"Exercise of shareholder rights. Each shareholder is obligated to:

- a) not abuse their rights in their exercise, namely to exercise these rights only in accordance with their purpose and in a manner that does not harm other shareholders or the company or otherwise unduly interfere with their rights or legally protected interests;
- b) act honestly in exercising their rights, responsibly and in a manner that will respect the purpose of the general meeting (factual discussion of matters included in its agenda) and its proper and peaceful conduct;
- c) follow the instructions of the chairman of the general meeting issued in accordance with the law and these Articles of Association;
- d) respect the rules and limitations imposed by law and these Articles of Association; and
- e) indicate clearly, concisely and comprehensibly in each written submission and during each oral address what rights are exercised and what is the content of the submission or address."