

## Internal Information

### RESULTS OF THE MEETING OF THE GENERAL ASSEMBLY OF ČEZ, a.s., HELD ON 23 APRIL 2007 AT THE PRAGUE CONGRESS CENTRE

#### **1. Commencement, elections of the chairman of the GA, keeper of minutes, scrutinizers and verifiers of the minutes.**

The General Assembly elected its chairman, keeper of minutes, verifiers of the minutes and scrutinizers pursuant to the submitted proposal.

#### **2. Report on the Company's entrepreneurial activity and the state of its property in the year 2006**

The General Assembly took into account the Report on the Company's entrepreneurial activity and the state of its property in the year 2006.

#### **3. Report of the Supervisory Board**

The General Assembly took into account the Report of the Supervisory Board

#### **4. Decision on liquidation of the social fund and rewards fund**

The General Assembly of ČEZ, a.s. approved the liquidation of the social fund and rewards fund and approves the transfer of the current balance of these funds in favour of the Company's operating costs.

#### **5. Decision on change in the Company's Articles of Association**

The General Assembly approved the presented proposal for a change of the Articles of Association of ČEZ, a.s.

#### **6. Approval of the financial statement of ČEZ, a.s. and the consolidated financial statement for the ČEZ Group for the year 2006**

The General Assembly of shareholders of ČEZ approved the financial statement of ČEZ, a.s. for the year 2006 and the consolidated financial statement of the ČEZ Group for the year 2006.

#### **7. Decision on the division of profit, including the decision on payment of dividends and royalties**

The General Assembly of ČEZ, a.s. approved the division of profit for the year 2006 as follows:

allocation to the reserve fund – CZK 621 042 000

payment of dividends to Company shareholders – CZK 11 785 217 000

transfer to retained profits from past years – CZK 13 396 565 000

Dividends assigned to own shares held by the Company as of the decisive date will not be paid, therefore they are not included in the sum designated for the payment of dividends, but instead are a part of the retained profits from past years.

The General Assembly of shareholders of ČEZ, a.s. approved the payment of royalties for the year 2006 to members of the Company's bodies in the total amount of CZK 22 800 000 and the division of these royalties between the Board of Directors and Supervisory Board as follows:

50% of the total sum for the payment of royalties will be divided among members of the Company Board of Directors,

50% of the total sum for the payment of royalties will be divided among members of the Company Supervisory Board.

The share of each member of the body will be stipulated according to the time he has performed the function in the respective body in the course of 2006. Supervisory Board members who were sent to the Supervisory Board by a state administrative authority and were employees of this authority are not entitled to royalties for the period throughout which this obstacle existed.

#### **8. Renewal of the system of management control at the Power Plant Dukovany – modules M3 – M5**

The General Assembly of ČEZ, a.s. took into account the report on the status of the public contract "Renewal of SMC at JE Dukovany M3- M5" and agreed that the Board of Directors of the Company decided in the matter of the public contract "Renewal of SMC at JE Dukovany M3 - M5" in compliance with Act No. 137/2006 Coll., Public Procurement Act, in the most economically advantageous manner for ČEZ, a.s.

#### **9. Decision on the volume of financial resources for the provision of donations**

The General Assembly approved the increase of financial resources for the provision of sponsorship donations for the year 2007 by CZK 5.5 million and the provision of non-financial donations in the form of measuring devices and zero residual value.

The General Assembly approved the provision of financial resources for the provision of sponsorship donations for the year 2008 in the amount of CZK 135 million, of which CZK 50 million will be donated to the ČEZ Foundation and CZK 85 million divided into the regions and municipalities affected by the operational and development activities of ČEZ.

#### **10. Decision on acquisition of the Company's own shares**

The General Assembly approved that the Company, starting on the date of this General Assembly, may acquire its own equity shares in a total volume that will not exceed 59 221 084 shares, the lowest price for which the Company can acquire its shares is CZK 300 per share, the highest price for which the Company can acquire its shares is CZK 2 000 per share, the validity term of this decision is 18 months, the Company may use the acquired own shares in the following ways:  
to reduce the Company's registered capital,  
to fulfil liabilities arising from share option programmes, up to the amount of 5 million shares,

## **11. Confirmation of the co-option, removals and elections of members of the Supervisory Board**

The General Assembly of ČEZ, a.s.

confirmed in the function of member of the Supervisory Board Ing. Martin Kocourek, date of birth 23 December 1966, address at Praha 6, Kopeckého 1328/43,  
confirmed in the function of member of the Supervisory Board Ing. Tomáš Hüner, date of birth 26 June 1959, address at Havířov, Životice, Přátelství 269/15,  
confirmed in the function of member of the Supervisory Board Ing. Zdeněk Hrubý, CSc., date of birth 9 August 1956, address at Praha 6, Zikmunda Wintra 768/20.

The General Assembly of ČEZ, a.s.

removed Ing. Petr Kousal from the function of member of the Supervisory Board,  
removed Ing. Aleš Cincibus from the function of member of the Supervisory Board.

The General Assembly of ČEZ, a.s.

elected Ing. Ivan Fuksa, address at Příbram II, Hornická 115 as a member of the Supervisory Board,  
elected MUDr. Josef Janeček, address at Kosmonosy, Stakorská 132 as a member of the Supervisory Board,  
elected Ing. Petr Kalaš, address at Milánská 465, Praha 10 – Petroviče as a member of the Supervisory Board.

## **12. Contracts on performance of the function and approval of the fulfilment rendered on the basis thereof**

I. The General Assembly approved:

The contract on performance of the function between ČEZ, a.s. and Mr Zdeněk Židlický, date of birth: 17 September 1947, elected by employees on 29.6.2006, which was concluded on 7 August 2006, including amendment no. 1 dated 21 September 2006,

Contract on performance of the function between ČEZ, a.s. and Mr Drahoslav Šimek, date of birth: 15 August 1953, elected by employees on 29 June 2006, which was concluded on 7 August 2006,

Contract on performance of the function between ČEZ, a.s. and Ing. Martin Kocourek, date of birth: 23 December 1966, co-opted by the Supervisory Board on 21 September 2006, which was concluded on 27 September 2006, including amendment no. 1 and annex no. 1 dated 8 January 2007,

Contract on performance of the function between ČEZ, a.s. and Ing. Tomáš Hüner, date of birth: 26 June 1959, co-opted by the Supervisory Board on 21 September 2006, which was concluded on 4 October 2006,

Contract on performance of the function between ČEZ, a.s. and Ing. Karel Zeman, date of birth: 14 January 1956, co-opted by the Supervisory Board on 16 November 2006, effective as of 17 November 2006, which was concluded on 8 January 2007,

Contract on performance of the function between ČEZ, a.s. and Ing. Zdeněk Hrubý, date of birth: 9 August 1956, co-opted by the Supervisory Board on 22 February 2007, which was concluded on 19 March 2007,

Amendment No. 1 dated 7 August 2006 to the contract on performance of the function between ČEZ, a.s. and Doc. Ing. Zdeněk Trojan, CSc. date of birth: 1 May 1936, based on which he was provided with remuneration for performance of the function after his employment relation in public administration was terminated,

Amendment No. 1 dated 17 July 2006 to the contract on performance of the function between ČEZ, a.s. and Ing. Aleš Cincibus, date of birth: 8 April 1956, based on which he was provided with remuneration for performance of the function after his employment relation in public administration was terminated,

Including all other fulfilment rendered on the basis of these contracts and amendments to them. At the same time, the General Assembly approved the possibility of providing members of the Supervisory Board with upper middle class personal automobiles also for private purposes, pursuant to the Company's internal regulations.

The General Assembly approved the system of remuneration and provision of benefits to members of the Board of Directors of ČEZ, a.s., as described and as reflected in the contract on performance of the function, which the company has been concluding since 2001.

### **13. Conclusion**