

## Inside Information

### RESULTS OF THE GENERAL MEETING OF ČEZ, a.s. HELD ON 13 MAY 2009 AT TOP HOTEL PRAGUE

#### **1. Opening, election of the GM chairperson, minutes clerk, scrutineers and minutes verifiers.**

The General Meeting elected the chairperson, minutes clerk, minutes verifiers and scrutineers according to the submitted proposal.

#### **2. Management Report on the Company's business activities and balance of assets for 2008 and summarised report according to Section 118(8) of the Capital Market Business Act.**

The General Meeting took into account the management report on the Company's business activities and balance of assets for 2008 and the summarised report according to Section 118(8) of the Capital Market Business Act.

#### **3. Supervisory Board report**

The General Meeting took into account the Supervisory Board report.

#### **4. Approval of the financial statements of ČEZ, a.s. and the consolidated financial statements of the ČEZ Group for 2008.**

The General Meeting of shareholders of ČEZ, a.s. approved the financial statements of ČEZ, a.s. for 2008 and the consolidated financial statements of the ČEZ Group for 2008.

#### **5. Decision on division of profit and payment of royalties.**

The General Meeting of shareholders of ČEZ, a.s. approved the division of profit for 2008 as follows:

- Payment of dividends to Company shareholders in the amount of CZK 50 per share before tax – CZK 26,659,487,000
- Transfer of retained profit from previous years – CZK 20,458,180,000

The dividend pertaining to own shares held by the Company as of the decisive date will not be paid, therefore it is not included in the sum designated for the payment of dividends, but is a part of the retained profit from previous years.

The General Meeting of shareholders of ČEZ, a.s. approved the payment of royalties for 2008 to members of the Company's bodies in the total amount of CZK 24,000,000 and the equal division of these royalties among the members of the Board of Directors and Supervisory Board. The share of each member of the statutory or supervisory body will be stipulated according to the term throughout which he/she carried out the function in the respective body in the course of 2008. Members of the Supervisory Board who were appointed to the Supervisory Board by a state administrative body and were the employees thereof are not entitled to royalties for the period during which this obstacle existed.

**6. Approval of the agreement on contribution of the “heat distribution” part of the enterprise into the company ČEZ Teplárenská, a.s.**

According to Section 67a of the Commercial Code, the General Meeting of ČEZ, a.s. approved the agreement on contribution of the “heat distribution” part of the enterprise of ČEZ, a.s. into the company ČEZ Teplárenská, a.s.

**7. Decision on acquisition of own Company shares.**

The Board of Directors of ČEZ, a.s. decided not to submit any proposal regarding point no. 7 of the agenda of the General Meeting of ČEZ, a.s.

**8. Decision on amendment of the Company’s Articles of Association.**

The General Meeting submitted the presented proposal on amendment of the articles of association of ČEZ, a.s.

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

The General Meeting of ČEZ, a.s. approved the financial resources for the provision of donations in the amount of CZK 262 million for the year 2010.

**10. Confirmation of the co-opting, recalling and election of Supervisory Board members.**

The General Meeting of ČEZ, a.s. recalled from the Supervisory Board of ČEZ, a.s. MUDr. Josef Janeček, d.o.b. 12 Dec. 1952, address at Kosmonosy, Stakorská 132, ZIP Code 293 06.

The General Meeting of ČEZ, a.s. elected to the Supervisory Board of ČEZ, a.s. Ing. Vlastimil Jiřík, d.o.b. 1 Sep. 1968, address at Děčín, Nerudova 231/10, ZIP Code 405 01.

The General Meeting of ČEZ, a.s. recalled from the Supervisory Board of ČEZ, a.s. Ing. Tomáš Hüner, d.o.b. 26 Jun. 1959, address at Havířov, Životice, Přátelství 269/15, ZIP Code 736 01.

The General Meeting of ČEZ, a.s. elected to the Supervisory Board of ČEZ, a.s. Ing. Miloš Kebrdle, d.o.b. 23 Jun. 1950, address at Prague 10, Hyacintová 20/3181, ZIP Code 106 00.

**11. Approval of agreements on execution of the function of Supervisory Board member.**

The General Meeting approved the:

1. Agreement on execution of a function between ČEZ, a.s. and Mr. Petr Gross, d.o.b. 14 Nov. 1953, which was concluded on 2 Feb. 2009,
2. Agreement on execution of a function between ČEZ, a.s. and Mr. Lubomír Klosík, d.o.b. 16 Sep. 1951, which was concluded on 2. Feb. 2009,
3. Amendment No. 1 to the Agreement on execution of a function between ČEZ, a.s. and Mr. Jan Demjanovič, d.o.b. 22 Oct. 1953, which was concluded on 1 Jul. 2008,

4. Specimen agreement on execution of the function of a Supervisory Board member who is an employee of the state administration, member of parliament or senator.
5. Specimen agreement on execution of the function of a Supervisory Board member who is not an employee of the state administration, member of parliament or senator.

## **12. Election of members to the audit committee.**

The General Meeting of ČEZ, a.s. elected the following members to the audit committee:

- 1) Ing. Martin Kocourek,
- 2) Ing. Ivan Fuksa,
- 3) Ing. Zdeněk Hrubý, CSc.,
- 4) Mr. Drahoslav Šimek,
- 5) Mr. Lubomír Klosík.

## **13. Approval of the specimen agreement on execution of the function of audit committee member.**

The General Meeting of ČEZ, a.s. approved the specimen agreement on execution of the function of audit committee member, including the rules for remuneration of audit committee members and provision of other fulfilment to audit committee members.