



# OUTCOMES OF ANNUAL GENERAL MEETING OF ČEZ, A. S. HELD ON JUNE 21, 2017

The Annual General Meeting of ČEZ, a. s. held on June 21, 2017 adopted the following resolutions:

## Opening

The General Meeting of ČEZ, a. s. elects Mr. Petr Kasík as the chairperson of the General Meeting.

The General Meeting of ČEZ, a. s. elects Mrs. Marcela Ulrichová as the keeper of the minutes of the General Meeting.

The General Meeting of ČEZ, a. s. elects Mr. Miroslav Černý and Mr. Aleš Babor as verifiers of the minutes of the General Meeting.

The General Meeting of ČEZ, a. s. elects Mr. Michal Panáček and Mr. Čeněk Jůzl as scrutineers for the General Meeting.

**Issue 1: Board of Directors' Report on the Company's Business Operations and Assets for 2016; Summary Report Pursuant to Section 118(9) of the Capital Market Undertakings Act; and Conclusions of the Related Parties Report for 2016**

**Issue 2: Supervisory Board Report**

**Issue 3: Audit Committee Report on the Results of Its Activities**

The General Meeting did not adopt any resolution concerning items 1–3 of the agenda.

**Issue 4: Approval of Financial Statements of ČEZ, a. s. and Consolidated Financial Statements of CEZ Group for 2016**

The General Meeting of ČEZ, a. s. hereby approves the financial statements of ČEZ, a. s. prepared as of December 31, 2016.

The General Meeting of ČEZ, a. s. hereby approves the consolidated financial statements of CEZ Group prepared as of December 31, 2016.

**Issue 5: Decision on the Distribution of Profit of ČEZ, a. s.**

The General Meeting of ČEZ, a. s. approves the distribution of the Company's 2016 profit amounting to CZK 8,834,108,324.78 and a portion of retained earnings amounting to CZK 8,919,553,722.22 as follows:

- Share in profit to be distributed to shareholders (the "dividend") CZK 17,753,662,047.00

The dividend is CZK 33 per share before tax.

The record date for entitlement to the dividend is June 27, 2017. Entities that will be shareholders of the Company as at the record date will be entitled to the dividend.

The above-mentioned amount of the dividend is calculated from the total number of Company shares issued. The dividend allocated to treasury shares held by the Company as at the record date will not be paid. The amount corresponding to the dividend on treasury shares held by the Company as at the record date will be transferred to the retained earnings account.

The dividend is payable on August 1, 2017. The dividend will be paid through Česká spořitelna, a.s., ID No. 45244782, having its registered office at Olbrachtova 1929/62, Prague 4, postcode 140 00, in the manner presented at this General Meeting. The dividend will be paid until July 30, 2021.

#### **Issue 6: Decision on Amending the Company's Articles of Association**

The General Meeting of ČEZ, a. s. approves the amendment the Company's Articles of Association by replacing the existing wording of Articles 1 through 33 of the Articles of Association by the amended wording of Articles 1 through 33 of the Articles of Association as presented to the General Meeting by the Board of Directors with effect from June 22, 2017.

#### **Issue 7: Appointment of the Auditor to Perform the Statutory Audit for the Accounting Period of the Calendar Year of 2017**

The General Meeting of ČEZ, a. s. appoints Ernst & Young Audit, s.r.o., company ID No. 26704153, having its registered office at Na Florenci 2116/15, Nové Město, 110 00 Praha 1, as the auditor to perform the statutory audit for the accounting period of the calendar year of 2017.

#### **Issue 8: Decision on Donations Budget**

The General Meeting of ČEZ, a. s. approves a donations budget of CZK 130 million for 2018.

#### **Issue 9: Removal and Election of Supervisory Board Members**

The General Meeting of ČEZ, a. s. elects Mr. Václav Pačes, born February 2, 1942, domiciled at Černochova 1073/7, Prague 5, postcode 158 00, as a member of the Supervisory Board.

#### **Issue 10: Removal and Election of Audit Committee Members**

The General Meeting of ČEZ, a. s. elects Mr. PhDr. Tomáš Vyhnánek, born December 19, 1977, domiciled at U Proseckého kostela 9, Prague 9 – Prosek, postcode 190 00, as a member of the Audit Committee.

The General Meeting of ČEZ, a. s. elects Mr. Ing. Jiří Pelák, Ph.D., born June 28, 1977, domiciled at Rackova zahrada 1078, Prague 9 – Kbely, postcode 197 00, as a member of the Audit Committee.