



BALLOT PAPER

for voting in writing outside the General Meeting of O2 Czech Republic a.s.
pursuant to Section 19 Lex COVID

If you want to exercise your right to vote, please tick the appropriate variants of your choice and please send with an officially verified handwritten signature to O2 Czech Republic a.s., P.O. BOX 16, Kutná Hora, postal code: 284 01, or otherwise according to the Rules for Passing Decisions in Writing Outside General Meeting.

▶ ATTENTION: Disagreement can be expressed by simply checking the AGAINST option on the ballot paper and by remaining silent (by not submitting the ballot paper). Any expression of will other than "FOR", abstaining from the vote, will be considered a vote against the proposal and will not be to the detriment of the shareholders in any way.

FIRST ROUND OF VOTING NOT REQUIRING NOTARIAL DEED voting ends on 17 June 2020 at 5:00 pm

Identification number of shareholder or proxy

DO NOT FILL IN – space reserved for internal purposes of the Company

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Decision on item 1 on the order of decisions	FOR	AGAINST								
<p>I vote on approval of the standalone financial statements of the Company for the year 2019 according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting, the General Meeting approves in writing the regular financial statements of the Company for 2019 verified by an auditor, which were presented by the Board of Directors in the form of publication on the Company's website (www.ico60193336.cz) under the tab Investor Relations, section Annual and Half-year Reports as part of the Company's Annual Report for the year 2019.</p>	<input type="checkbox"/>	<input type="checkbox"/>								
<p>Decision on item 2 on the order of decisions</p> <p>I vote on approval of the consolidated financial statements of the Company for the year 2019 according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting, the General Meeting approves in writing the consolidated financial statements of the Company for 2019 verified by an auditor, which were presented by the Board of Directors in the form of publication on the Company's website (www.ico60193336.cz) under the tab Investor Relations, section Annual and Half-year Reports as part of the Company's Annual Report for the year 2019.</p>	<input type="checkbox"/>	<input type="checkbox"/>								
<p>Decision on item 3 on the order of decisions</p> <p>I vote on distribution of the profit of the Company for the year 2019 according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting, the General Meeting decides in writing as follows:</p> <p>I.</p> <p>The distribution of the Company's unconsolidated profit for the year 2019 in the amount of CZK 5,350,524,416.86 after tax is approved as follows:</p> <table border="0"> <tr> <td>1) contribution to the reserve fund</td> <td>CZK 0.00</td> </tr> <tr> <td>2) contribution to the social fund</td> <td>CZK 8,000,000.00</td> </tr> <tr> <td>3) royalties</td> <td>CZK 0.00</td> </tr> <tr> <td>4) dividends</td> <td>CZK 5,273,741,139.00</td> </tr> </table>	1) contribution to the reserve fund	CZK 0.00	2) contribution to the social fund	CZK 8,000,000.00	3) royalties	CZK 0.00	4) dividends	CZK 5,273,741,139.00	<input type="checkbox"/>	<input type="checkbox"/> <i>Text of the draft resolution</i>
1) contribution to the reserve fund	CZK 0.00									
2) contribution to the social fund	CZK 8,000,000.00									
3) royalties	CZK 0.00									
4) dividends	CZK 5,273,741,139.00									



<p>5) retained earnings of previous years CZK 68,783,277.86</p> <p>The Company's business assets also include its own shares. In accordance with Section 309 (2) of the Business Corporations Act, the Company's right to a share in the profits associated with these shares expires upon its maturity. The unpaid profit attributable to these shares will also be transferred to the retained earnings account of previous years.</p> <p>Each share with a nominal value of CZK 10 receives a pre-tax dividend of CZK 17, and a share with a nominal value of CZK 100 receives a pre-tax dividend of CZK 170.</p> <p>II. Whereas</p> <ul style="list-style-type: none"> – on 30 March 2020 the Board of Directors decided that, in the event that holding the General Meeting on 16 April 2020 proves to be impossible, to pay advances for the Company's profit for the year 2019 in the amount of CZK 17 before tax per share with a nominal value of CZK 10 and CZK 170 before tax per share in the nominal value of CZK 100 (hereinafter referred to as "Decisions on Advances" and "Advances"); with Advances becoming due and payable on 6 May 2020, the payment of Advances ending on 6 May 2023 and the record date for the payment of Advances on 6 4. 2020, – the General Meeting proved impossible to be held on 16 April 2020 and the Company proceeded to the payment of Advances, and – the General Meeting, by this decision on the amount of the dividend, conclusively confirms the Decision on Advances, <p>the General Meeting notes the following:</p> <ol style="list-style-type: none"> 1) the amount of the dividend per share fully corresponds to the amount of the Advances decided by the Board of Directors of the Company in the Decision on Advances, 2) on the basis of this resolution, the Advance and dividend from the profit for the year 2019 associated with each share of the Company will be settled by deducting the Advance per share (CZK 17 and CZK 170, respectively) from the dividend attributable to the same share (CZK 17 and CZK 170, respectively); the resulting balance will be zero and the dividend payable above the Advance already paid will be CZK 0 (in words: zero Czech crowns), 3) the relevant tax is to be withheld (deducted) by the Company under the conditions arising from Czech legislation within the approved Advances. <p>III. The due date of the dividend has been set for 19 June 2020, on which day the settlement of dividends and Advances will take place; the record date for the dividend in accordance with the Articles of Association is 20 May 2020.</p>	<p><i>continues overleaf</i></p>	
<p>Decision on item 4 on the order of decisions</p> <p>I vote on distribution of the share premium of the Company according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting, the General Meeting approves in writing the distribution of a part of the Company's share premium in the actual amount of CZK 8,263,773,333.91 to shareholders as follows:</p> <ul style="list-style-type: none"> – the Company's share premium will be distributed (reduced) in the amount of up to CZK 1,240,880,268.00, – the Company's own assets also include the Company's own shares. The Company will not be entitled to the payment of the amount related to the payment of share premium; the applicable amount (i.e. the relevant part of the above maximum amount) will remain in the share premium account, – for each share with a nominal value of CZK 10, an amount of CZK 4 before tax will be paid, – the amount of CZK 40 before tax will be paid for the share with a nominal value of CZK 100, – having regard to the above provisions of this resolution, the final aggregate amount paid to shareholders, as well as the remaining share premium, will depend on the actual number of treasury shares owned by the Company, – under the conditions arising from Czech legislation, the relevant tax will be deducted (deducted) by the Company before the payment is made, – the payment will be made on the basis of a statement from the statutory register, 	<p>FOR</p> <div style="border: 1px solid black; width: 40px; height: 40px; margin: 0 auto;"></div>	<p>AGAINST</p> <div style="border: 1px solid black; width: 40px; height: 40px; margin: 0 auto;"></div>

<p>which will be procured by the Company on 23 May 2020 (unless it is proven that the date in the register does not correspond to the factual situation as of that date),</p> <ul style="list-style-type: none"> – the amount to be paid will become due on 22 June 2020. The Board of Directors is responsible for the payment of the share of the share premium and the payment will be made at the Company's expense through Česká spořitelna, a.s. In matters not regulated by this resolution, the payment will be carried out in particular in accordance with legal regulations and the Company's Articles of Association. 		
<p>Decision on item 5 on the order of decisions</p> <p>I vote on appointment of an auditor to perform the statutory audit of the Company for the year 2020 according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting and on the basis of a proposal from the Supervisory Board and the Audit Committee, the General Meeting appoints the audit firm KPMG Česká republika Audit, s.r.o., Company ID No. 49619187, with its registered office in Prague 8, Pobřežní 648 / 1a, Postal Code 186 00, to perform a statutory audit of the Company for accounting period corresponding to the calendar year 2020 and that the audit contract of KPMG Česká republika Audit, s.r.o. be extended accordingly.</p>	<p>FOR</p> <p><input type="checkbox"/></p>	<p>AGAINST</p> <p><input type="checkbox"/></p>
<p>Decision on item 6 on the order of decisions</p> <p>I vote on measures related to the optimization of the capital structure: the decision to acquire the Company's own shares according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting, the General Meeting agrees in writing that the Company may acquire its own shares, under the following conditions:</p> <ul style="list-style-type: none"> – the maximum number of shares that the Company may acquire: 30,088,214 dematerialized (book-entered) ordinary shares of the Company, while the nominal value of each share as of the date of adoption of this resolution is CZK 10 – the period during which the Company may acquire shares: 5 years from starting from 9 December 2020 – the lowest price at which the Company can acquire individual shares: CZK 10 – the highest price at which the Company can acquire individual shares: CZK 297 – the highest aggregate price of all shares that the Company may acquire on the basis of this resolution: CZK 5.5 billion. 	<p>FOR</p> <p><input type="checkbox"/></p>	<p>AGAINST</p> <p><input type="checkbox"/></p>
<p>Decision on item 7 on the order of decisions</p> <p>I vote on Error! Not a valid bookmark self-reference. according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting, the General Meeting decides in writing on the adoption of the remuneration policy for the members of the Board of Directors and the Supervisory Board in the wording of the proposal presented by the Board of Directors, which had been distributed together with this proposal.</p>	<p>FOR</p> <p><input type="checkbox"/></p>	<p>AGAINST</p> <p><input type="checkbox"/></p>
<p>Decision on item 8 on the order of decisions</p> <p>I vote on election of a member of the Audit Committee according to the draft resolution, which is set out in the proposal presented by the Board of Directors and reads as follows:</p> <p>DRAFT RESOLUTION:</p> <p>Outside the meeting, the General Meeting elects in writing Mr. Michal Brandejs, born on 21 February 1967, resident at Bartákova 110/34, Prague 4, as a member of the Company's Audit Committee with effect from 9 December 2020.</p>	<p>FOR</p> <p><input type="checkbox"/></p>	<p>AGAINST</p> <p><input type="checkbox"/></p>

First name and surname / name or business name of shareholder

.....
Date of birth / identification number of shareholder

.....
Address / registered address of shareholder

.....
Number and nominal value of shares held*

* If left empty, the number of shares of the shareholder registered in the statement from the register of book-entered shares of O2 Czech Republic a.s. as of the record date will be used

In the event the shareholder has a proxy, complete the proxy's details below:

.....
First name and surname / name or business name of shareholder's proxy

.....
Date of birth / identification number of shareholder's proxy

.....
Address / registered address of shareholder's proxy

.....
certified signature of shareholder or proxy