CEZ GROUP: THE LEADER IN POWER MARKETS OF CENTRAL AND SOUTHEASTERN EUROPE

Investment story, March 2011

DISCLAIMER

Certain statements in the following presentation regarding CEZ's business operations may constitute "forward looking statements." Such forward-looking statements include, but are not limited to, those related to future earnings, growth and financial and operating performance. Forward-looking statements are not intended to be a guarantee of future results, but instead constitute CEZ's current expectations based on reasonable assumptions. Forecasted financial information is based on certain material assumptions. These assumptions include, but are not limited to continued normal levels of operating performance and electricity demand at our distribution companies and operational performance at our generation businesses consistent with historical levels, as well as achievements of planned productivity improvements and incremental growth from investments at investment levels and rates of return consistent with prior experience. Actual results could differ materially from those projected in our forward-looking statements due to risks, uncertainties and other factors. CEZ undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.
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AGENDA

CEZ GROUP IS AN INTERNATIONAL UTILITY WITH A STABLE POSITION IN DOMESTIC MARKET AND A GROWING PORTFOLIO IN CEE

CEZ Group in Poland
(100% stake in Skawina, 100% in Elcho)

Electricity generation, gross (TWh)	2.1
Market share	**1.4%**
Installed capacity (MW)	730
Market share	**2.2%**
Number of employees	433
Sales (EUR million)	145

CEZ Group in Germany
(50% stake in MIBRAG)

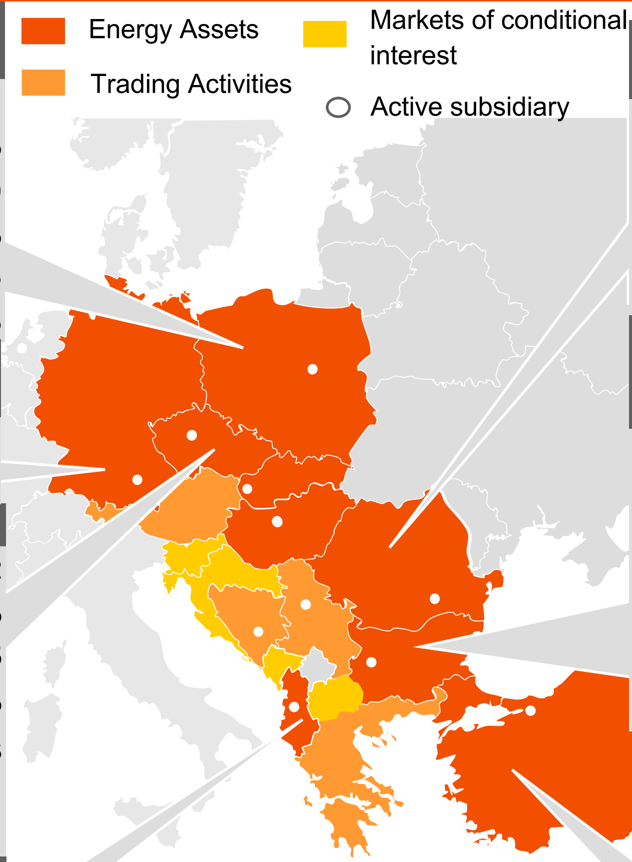
Annual coal extraction (m t)	19.6
Sales (EUR m)	416

CEZ Group in the Czech Republic

Electricity generation, gross (TWh)	63.2
Market share	**74%**
Number of connection points (million)	3.5
Market share	**61%**
Installed capacity (MW)	12,728
Number of employees	20,851
Sales (EUR million)	6,041

CEZ Group in Albania
(76% stake in CEZ Shpërndarje)

El. sales to end customers (TWh)	4.6
Number of connection points (million)	1.1
Number of employees	5,044



CEZ Group in Romania
(100% stakes in CEZ Distributie, CEZ Vanzare)

El. sales to end customers (TWh)	3.5
Number of connection points (million)	1.4
Market share	**16,1%**
Number of employees	1,996
Sales (EUR million)	400

CEZ Group in Bulgaria
(67% stake in CEZ Razpredelenie Bulgaria, CEZ Electro Bulgaria, 100% in TPP Varna)

El. sales to end customers (TWh)	8.8
Number of connection points (million)	2.0
Market share	**40%**
Installed capacity (MW)	1,260
Market share	**6,9%**
Number of employees	4,282
Sales (EUR million)	773

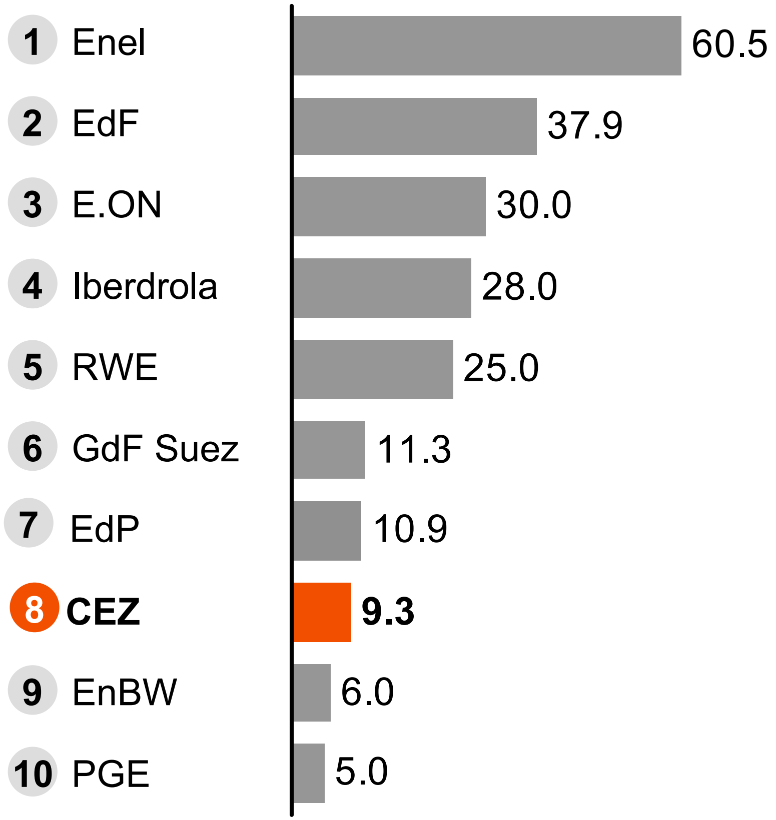
CEZ Group in Turkey
(44.3% stake in SEDAS through AkCez, 37.36% stake in Akenerji)

El. sales to end customers (TWh)	10.1
Number of connection points (million)	1.3
Market share	**6.5 %**
Installed capacity (MW)	654
Market share	**1.1%**

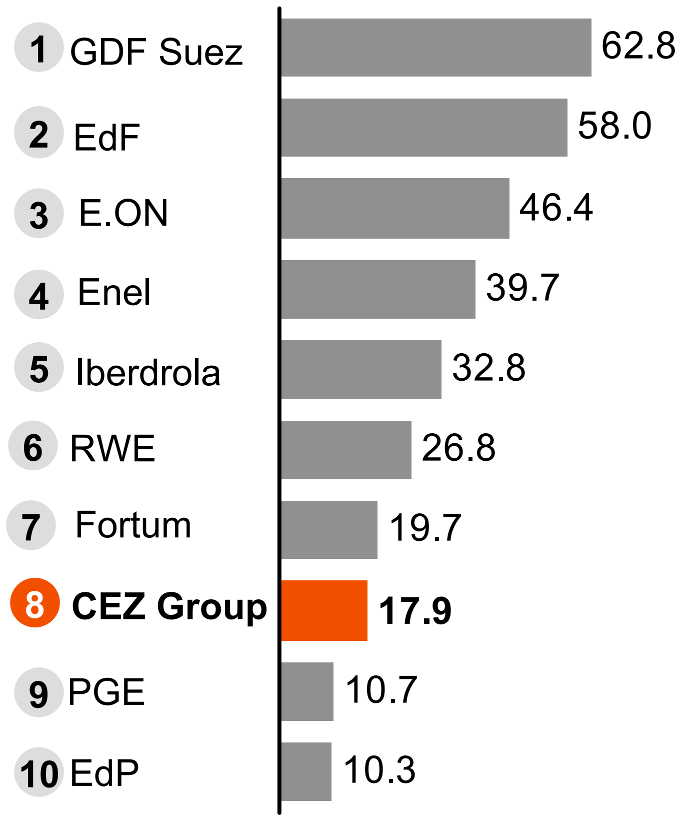
Source: CEZ, national statistics, data for 2010, CZK/EUR 25.29

CEZ GROUP RANKS AMONG THE TOP 10 LARGEST UTILITY COMPANIES IN EUROPE

Top 10 European power utilities
Number of customers in 2009, in millions



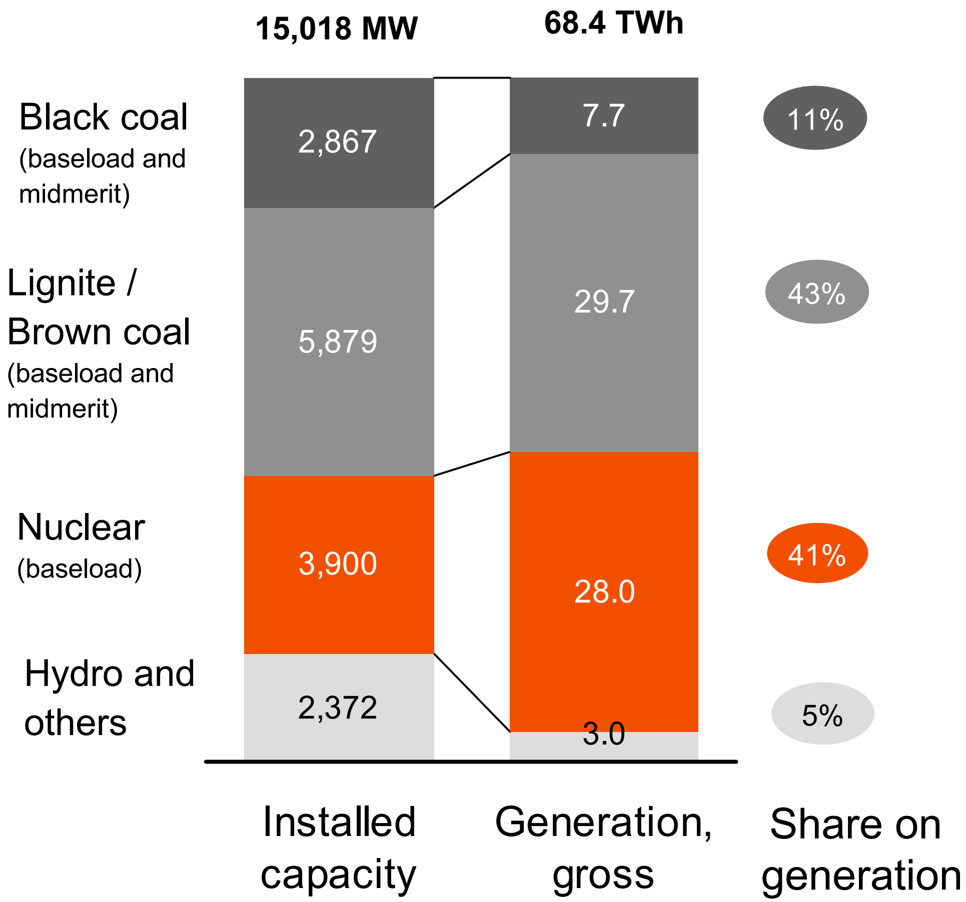
Top 10 European power utilities
Market capitalization in EUR bn, as of March 4, 2011



Source: Bloomberg, Annual reports

CEZ GROUP IS BENEFITING FROM LOW COST GENERATION FLEET

CEZ Group installed capacity and generation (2010)

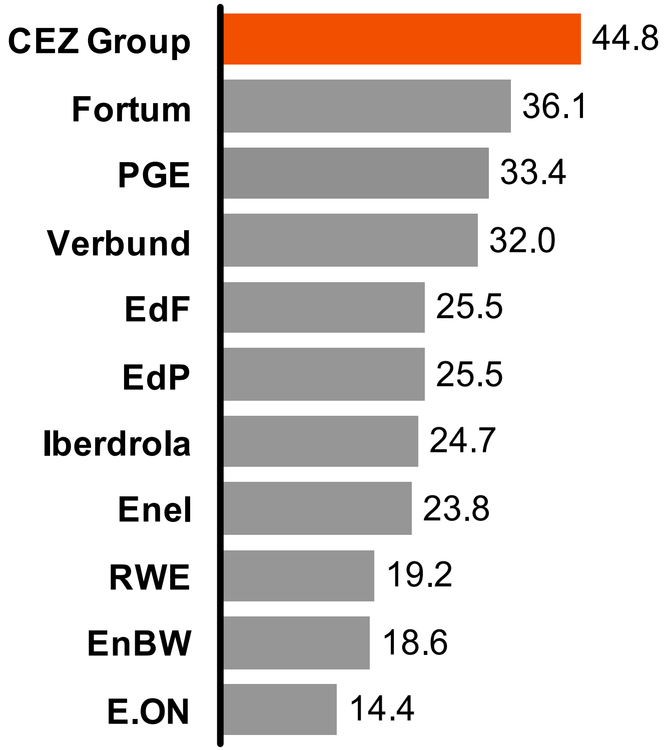


- **Coal power plants are using mostly lignite from CEZ's own mine** (60% of lignite needs sourced internally, remaining volume through long-term supply contracts)
- **Nuclear plants have very low operational costs**

CEZ has a long-term competitive advantage of low and relatively stable generation costs

CEZ GROUP IS ONE OF THE MOST PROFITABLE EUROPEAN UTILITIES

EBITDA margin, 2010
Percent



Source: Annual reports, 2010 Financial Statements

KEY STRENGTHS OF CEZ GROUP

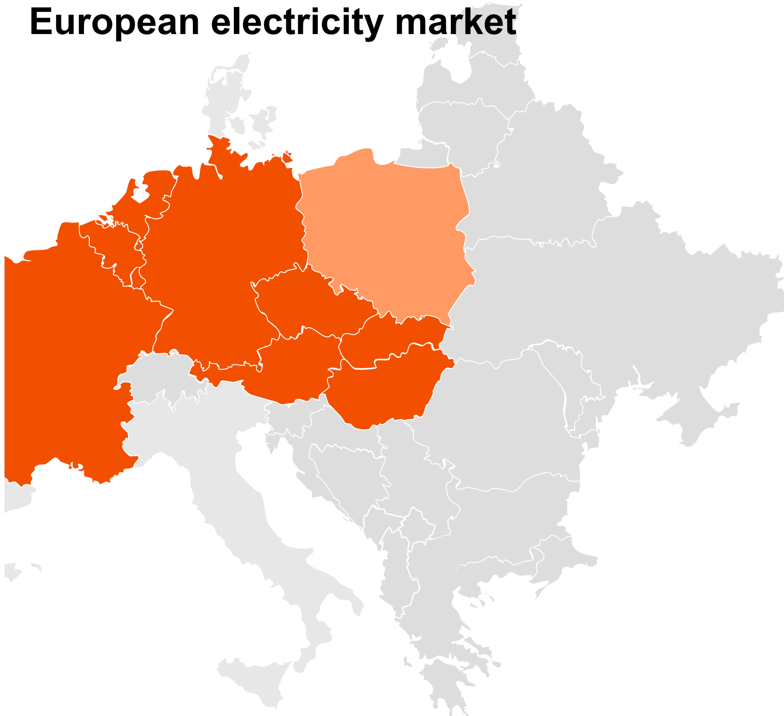
- Low cost generation fleet
- Clear path towards low emission portfolio
- Nuclear expertise
- Portfolio of high quality foreign assets purchased at attractive prices
- Strong balance sheet
- Attractive dividends

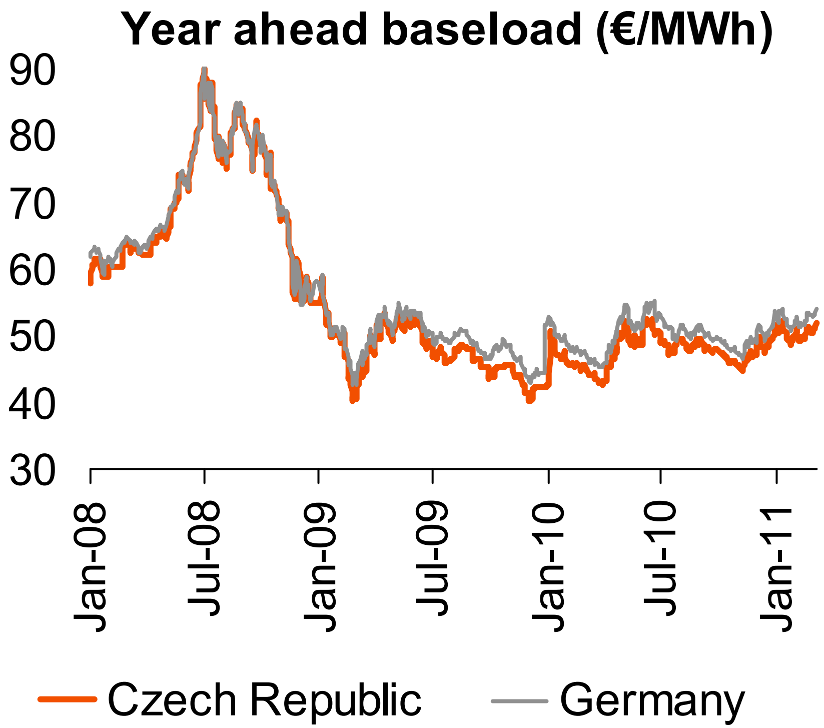
AGENDA

CZECH ELECTRICITY MARKET HAS CONVERGED WITH GERMANY DUE TO STRONG CROSS-BORDER INTEGRATION

- **Czech market is an integral part of wider European electricity market**
- **Czech power prices are fully liberalized and are driven by the same fundamentals as German market**
- **There are no administrative interventions from the side of the government**

European electricity market



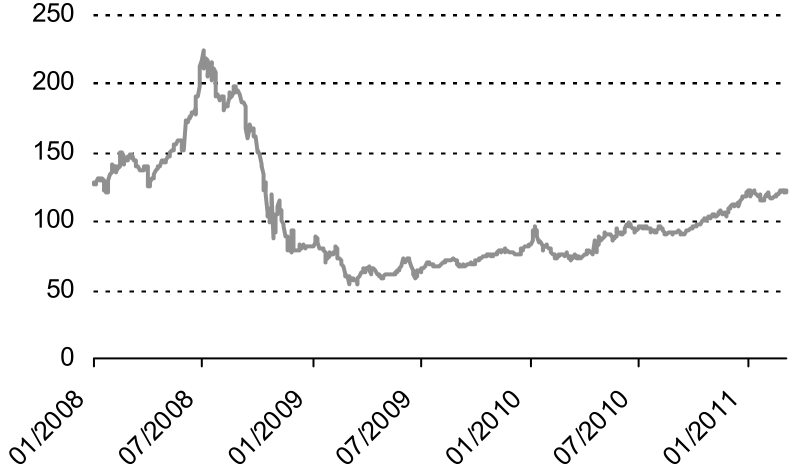


PRICES OF ALL INPUT COMMODITIES ARE RECOVERING

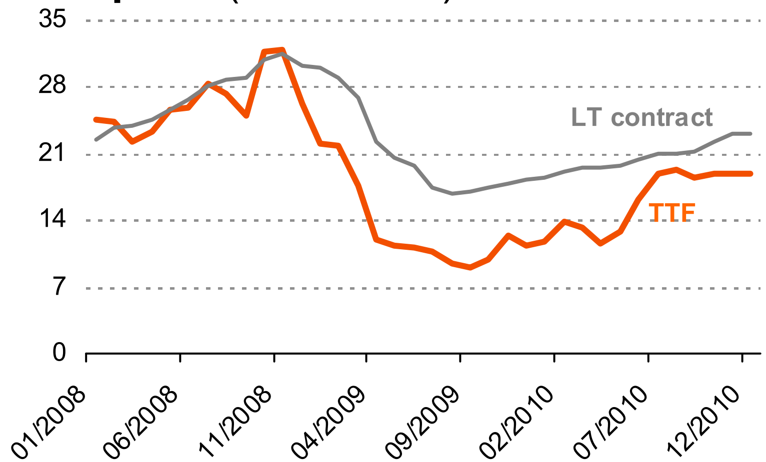
Oil Brent (USD/bl)

CO_2 allowances – NAPII (EUR/t)

Coal (USD/t)

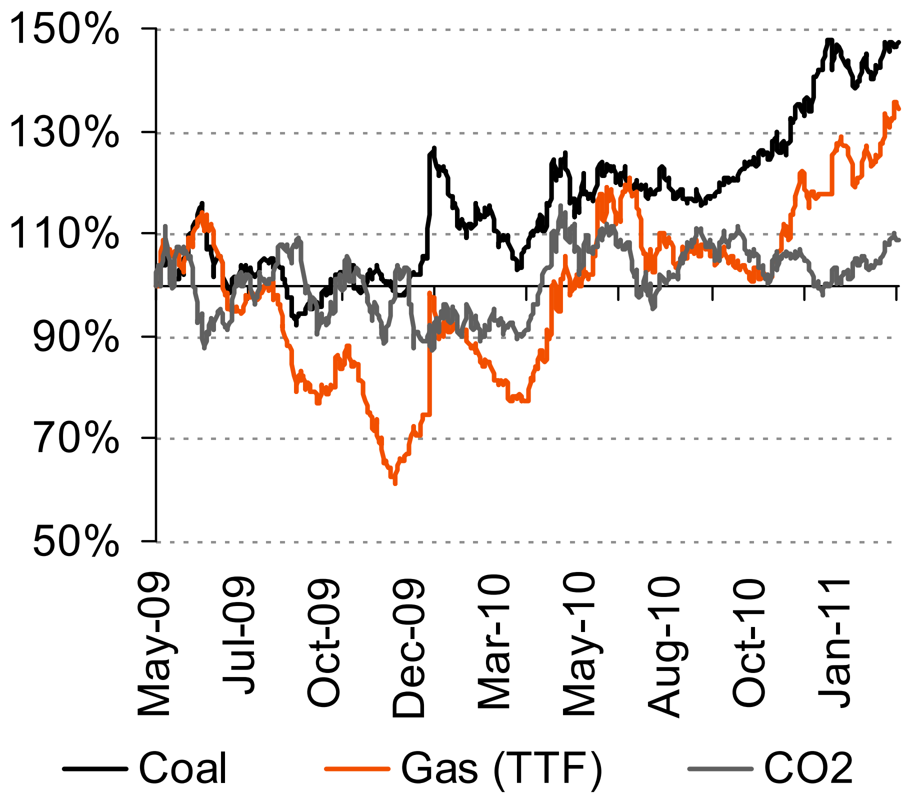


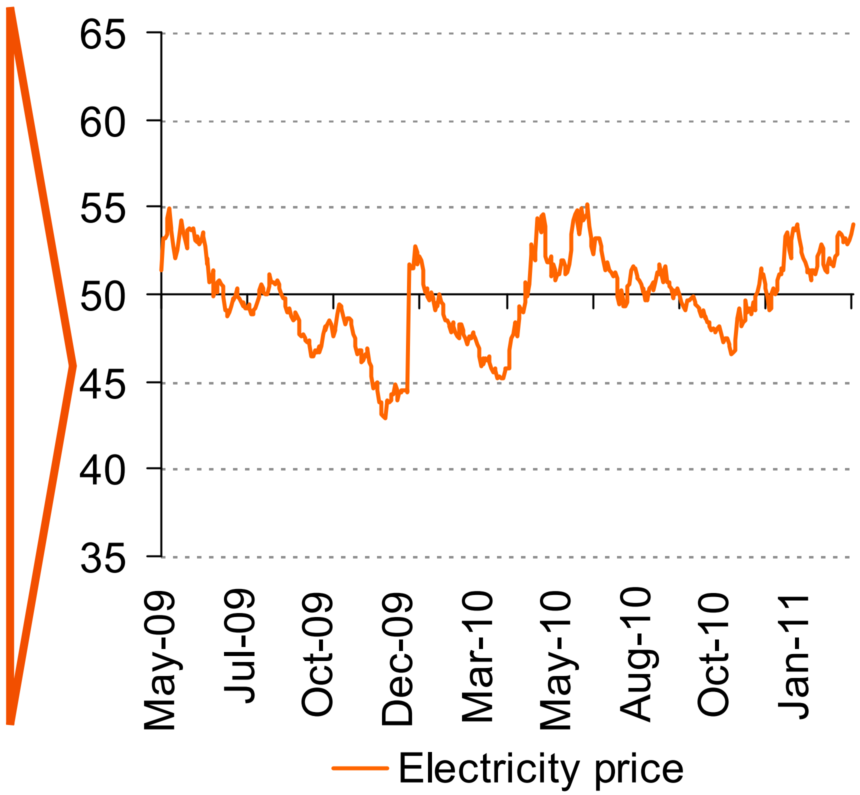
Gas price (EUR/MWh)



ELECTRICITY PRICES HAVE UPSIDE POTENTIAL MAINLY DRIVEN PICK UP IN FUEL PRICES

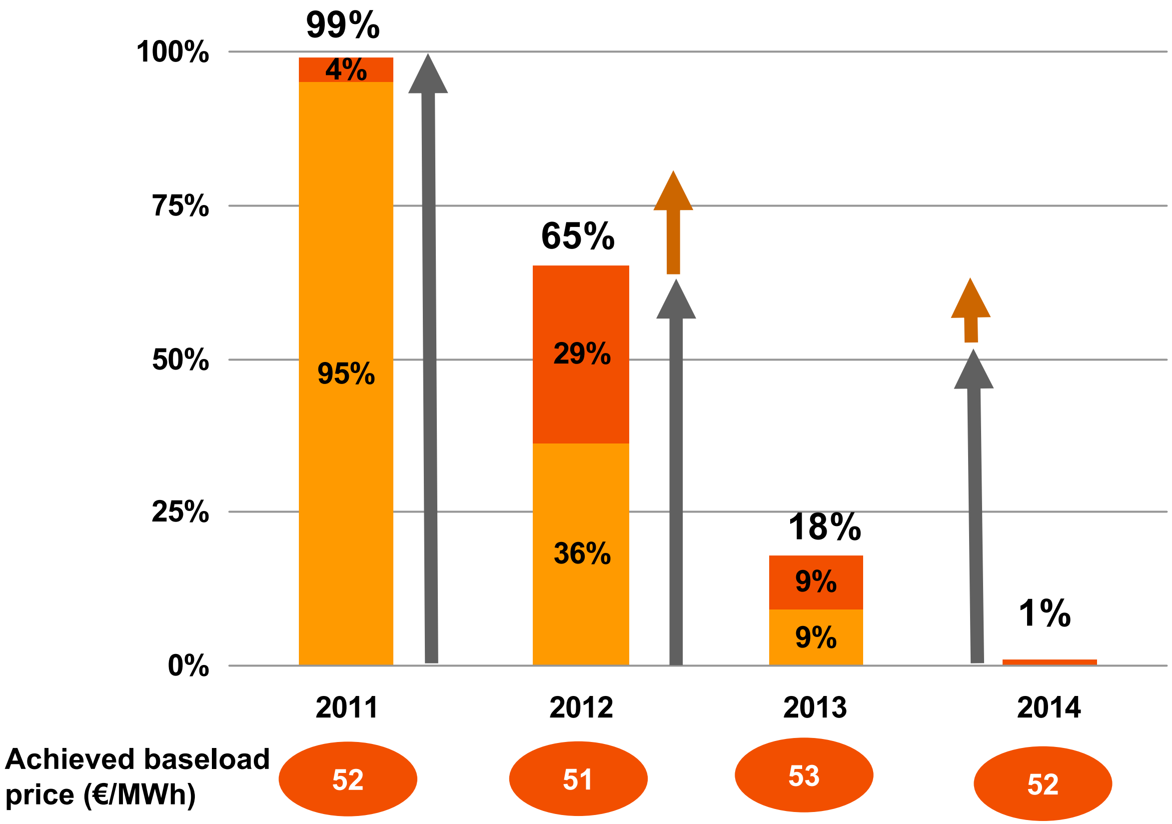
- Prices of fuels recovered from their lows seen in Q1 2009 but prices of CO_2 allowances remain depressed
- We did not see a rebound of electricity price yet





CEZ SIGNIFICANLY INCREASED LEVEL OF HEDGING IN THE LAST QUARTER

Share of hedged generation from ČEZ, a. s. power plants
(as of 22 Feb 2011, 100 % corresponds to 55 – 60 TWh)



- ČEZ, a. s., applies a standard concept of hedging its open positions from electricity generation portfolio against price risks and of hedging currency risk
- Within this strategy ČEZ, a.s. sells electricity on forward basis for years Y+1 to Y+3 and hedges currency for years Y+1 to Y+4

Electricity hedging

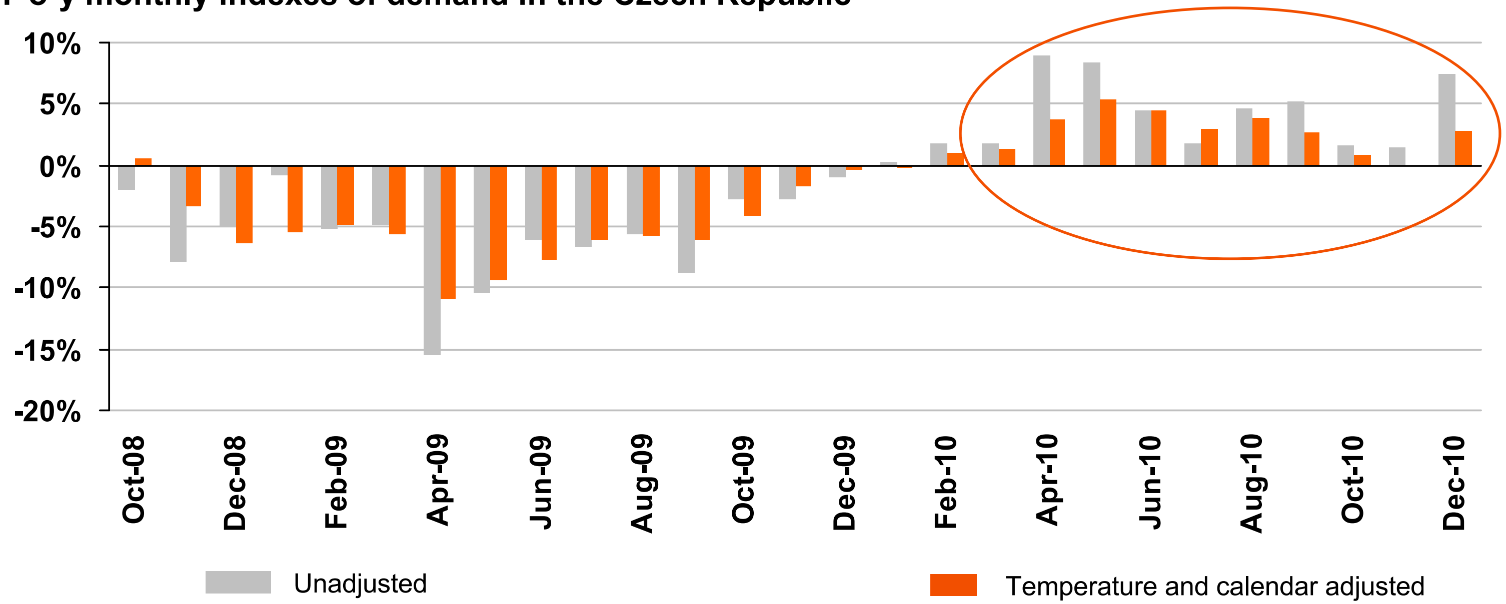
- Hedged volume from 15 Oct 2010 to 22 Feb 2011
- Hedged volume at 15 Oct 2010

Currency hedging

- Transaction currency hedging (hedge accounting)
- Natural currency hedging – costs, investment and other expenses, debts in EUR (hedge accounting)

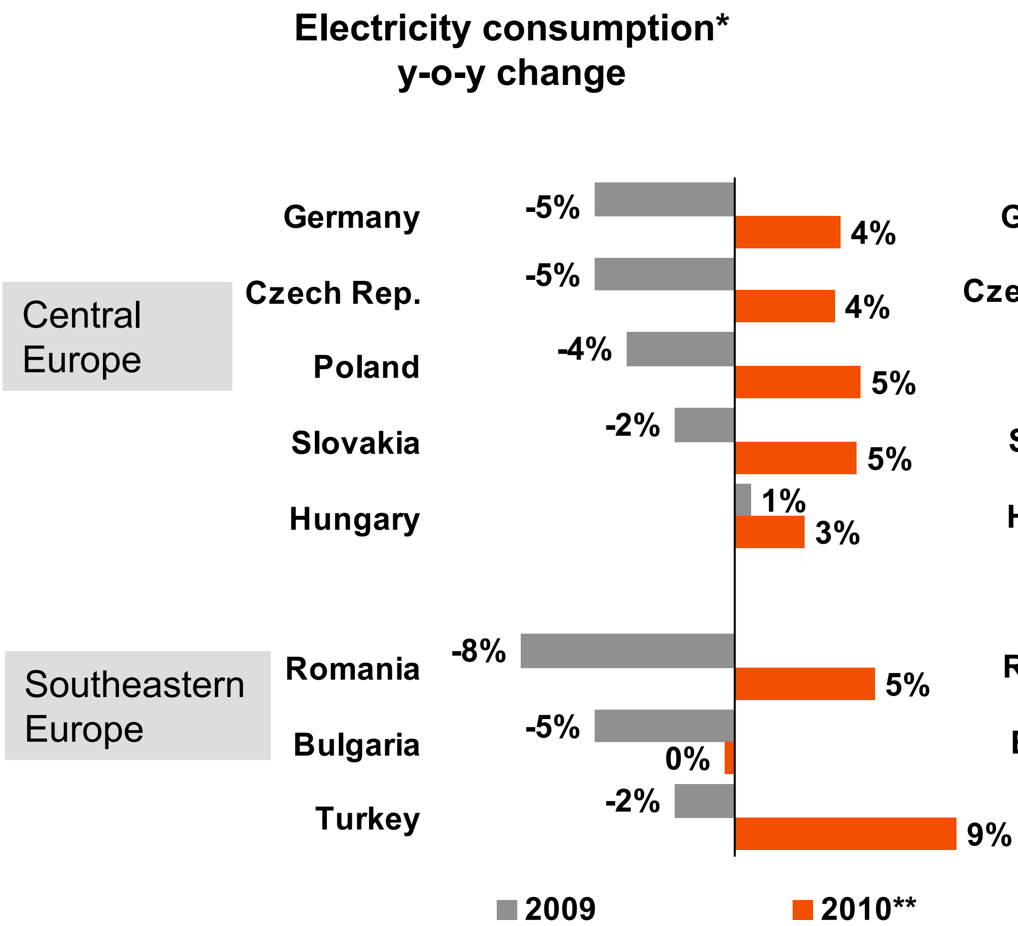
SINCE JANUARY 2010 POWER CONSUMPTION HAS BEEN GROWING AGAIN

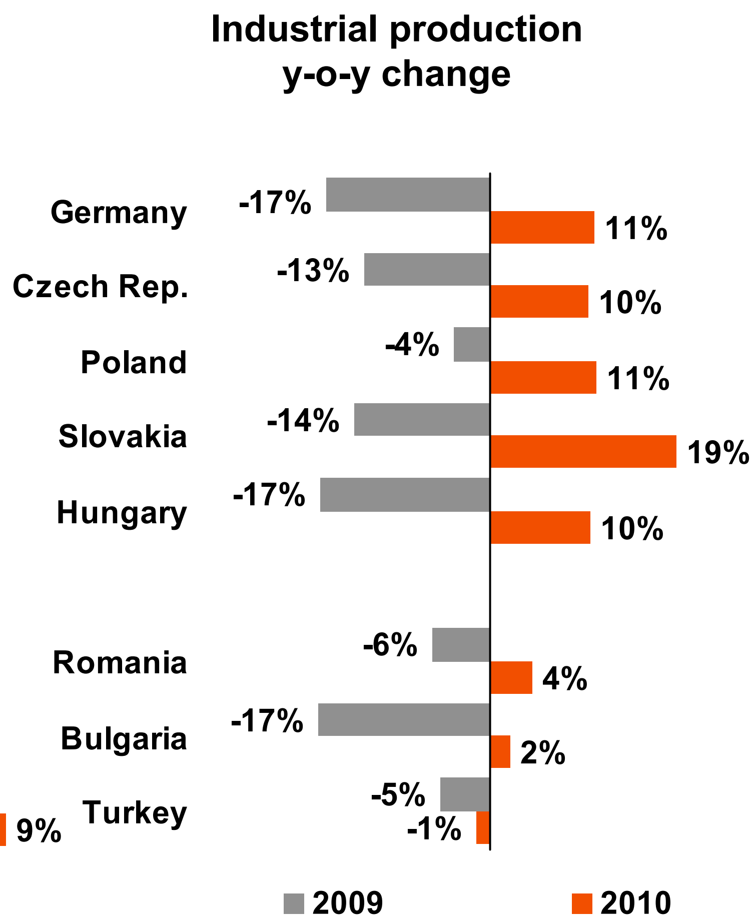
Y-o-y monthly indexes of demand in the Czech Republic



- In 2010 electricity unadjusted consumption grew 4% y-o-y in the Czech Republic
- Consumption of individual segment in 2010 was as follows :
  - 5.1 % industrial customers
  - 2.3 % households
  - 0.9 % small enterprises

ELECTRICITY CONSUMPTION IN CEE IS PICKING UP DRIVEN BY IMPROVEMENTS IN ECONOMIC ACTIVITY



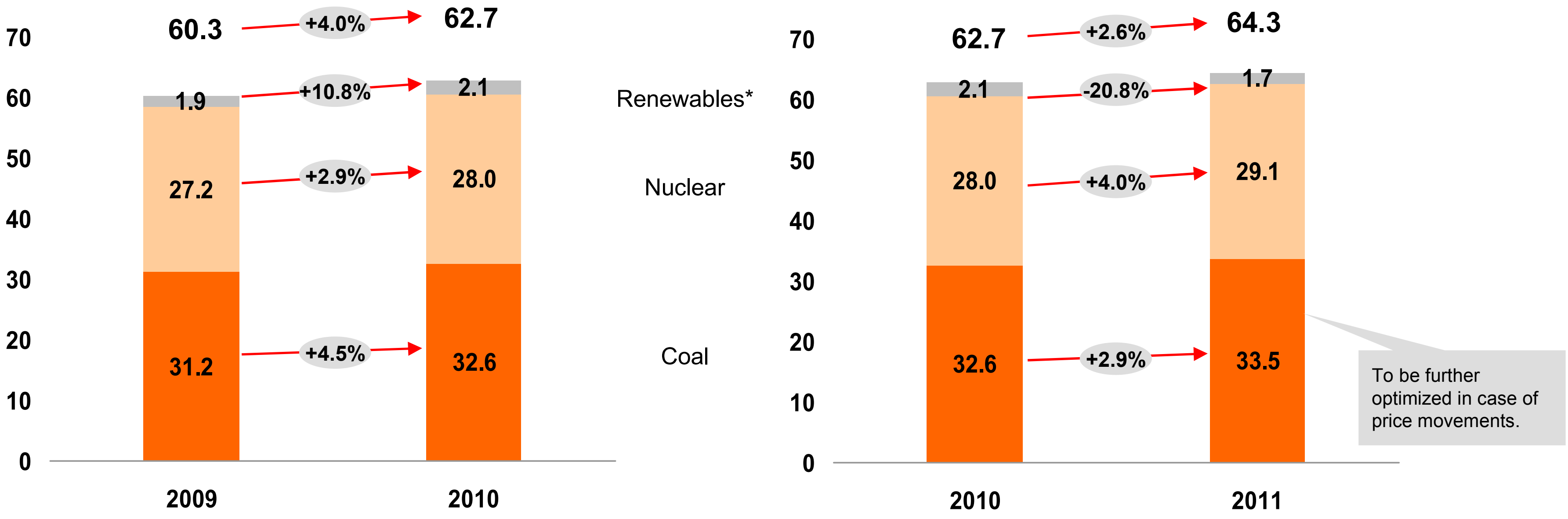


* Net consumption + grid losses, Turkey – gross consumption (includes own consumption of power plants)
** Bulgaria Jan-Nov 2010, Turkey Jan-Sept 2010

ELECTRICITY GENERATION OF CEZ GROUP IN THE CZECH REP. GREW BY 4.0% IN 2010; OUR CURRENT EXPECTATION FOR 2011 IS 2.6% GROWTH

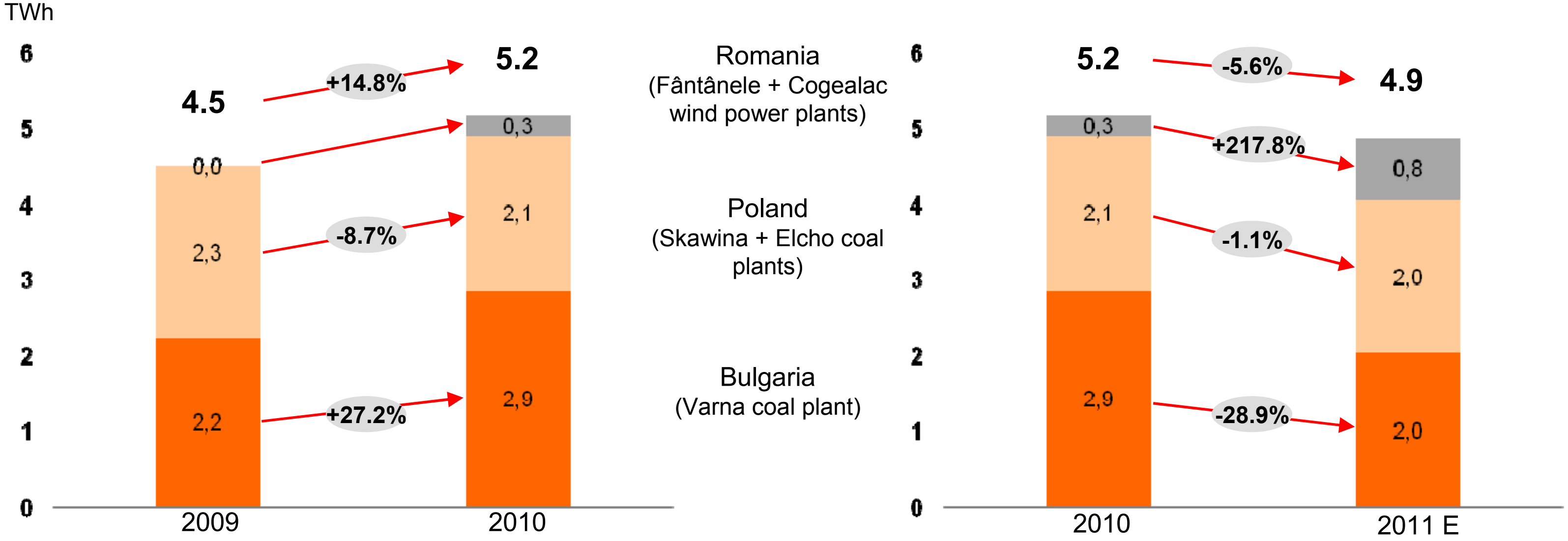
Electricity generation of CEZ Group in the Czech Rep. (gross)

TWh



GENERATION FROM CEZ GROUP'S OWN SOURCES ABROAD GREW BY 5.2 % Y-O-Y, OUR CURRENT ESTIMATE FOR 2011 REMAINS AT 5.6 % OF DECREASE

Production from ČEZ Group's own sources abroad (gross)



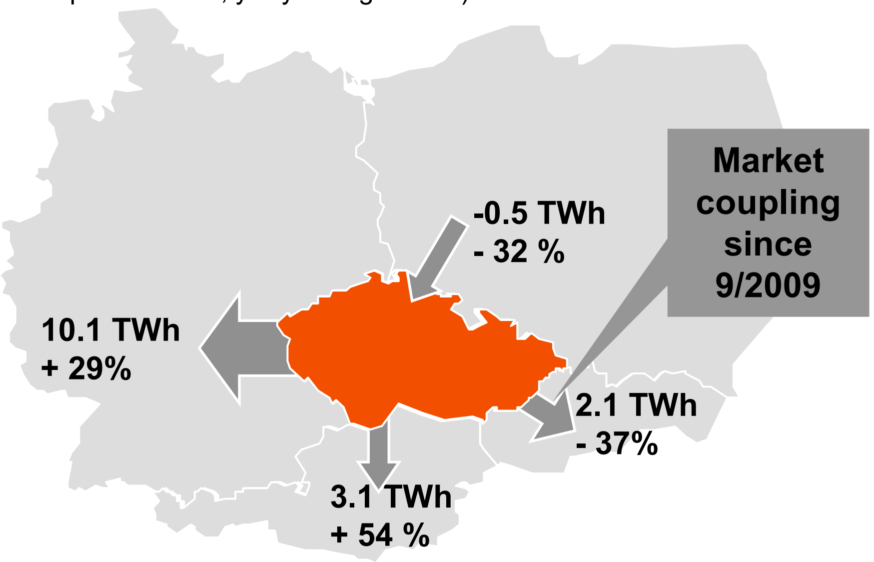
- Y-O-Y increase of generation in Bulgaria by 27.2% caused by higher degree of plant activation due to frequent shutdowns of other Bulgarian sources in H2 2010. Lower planned generation in 2011 results from decommissioning two units due to an end of their useful life.
- Decreases of generation y-o-y in Polish plants are caused by the pursuit of maximum gross margin incl. revenues from the compensation scheme and from sales of emission allowances.
- In June 2010, the first wind turbines were connected to the Romanian national grid in Fântânele, a total of 120 (circa 300 MW) was connected before year end. Other wind turbines will be connected in 2011 in the Cogealac wind farm.

Source: ČEZ, a. s.

CZECH REPUBLIC REMAINS NET EXPORTER OF ELECTRICITY

Balance of cross border trades of the Czech Republic in 2010

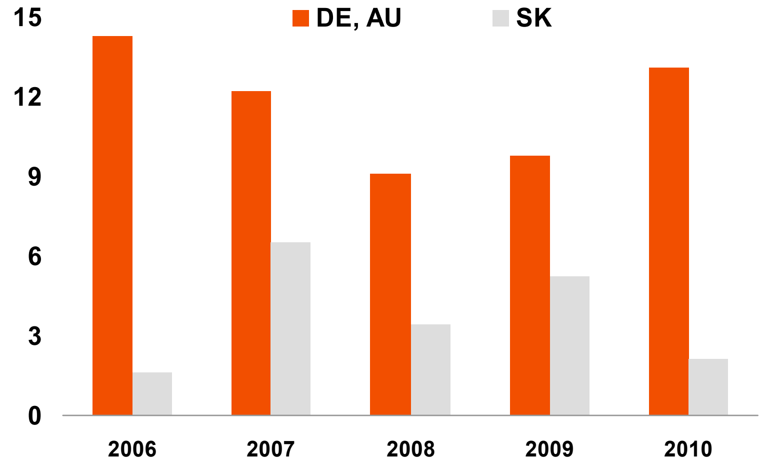
(Net exports in TWh, y-o-y changes in %)



Total net exports:14.8 TWh, +4%

- CEZ is selling electricity on the Czech wholesale market
- Czech Republic remains net exported of power
- There are no bottlenecks on the borders (except Poland)

Development of balance of cross border trades



TWh	2006	2007	2008	2009	2010
DE, AU	14.3	12.2	9.1	9.8	13.1
SK	1.6	6.5	3.4	5.2	2.1
PL	-2.7	-2.1	-0.8	-0.7	-0.5
	13.2	**16.6**	**11.7**	**14.3**	**14.8**

Source: CEPS

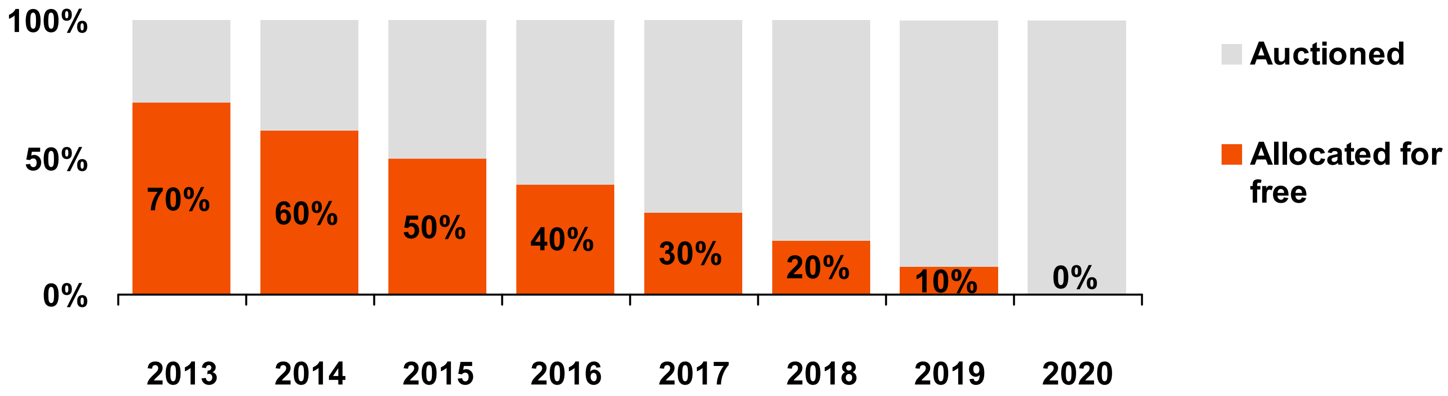
AGENDA

CZECH REPUBLIC IS ELIGIBLE FOR GRADUAL IMPLEMENTATION OF CO_2 AUCTIONING IN 2013-2020

- Parliament of the Czech Republic has approved an implementation of EU ETS directive, which enables partial free allocation of CO_2 allowances for Czech power industry

- Value of free CO_2 allowances should be invested into modernizing and upgrading infrastructure, clean technologies, and diversification of energy mix

Allocation of CO_2 allowances to ČEZ,a.s.

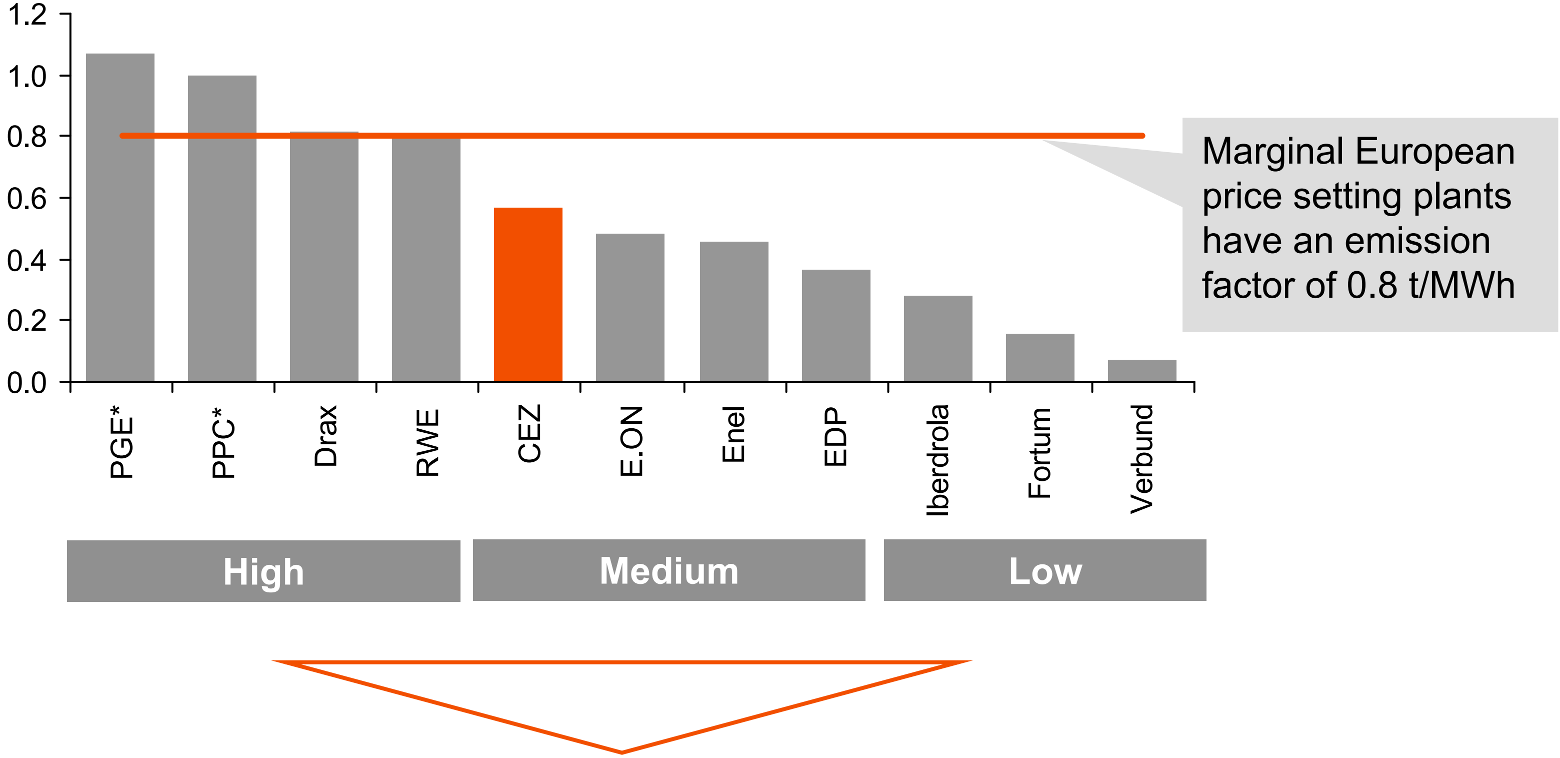


Nominal value of the free allocations in 2013-2020 is € 1- 2 bn *

* Calculation based on CO_2 price of 13 – 25 €/t

ALREADY NOW OUR CO_2 INTENSITY IS BELOW EUROPEAN PRICE SETTING PLANT

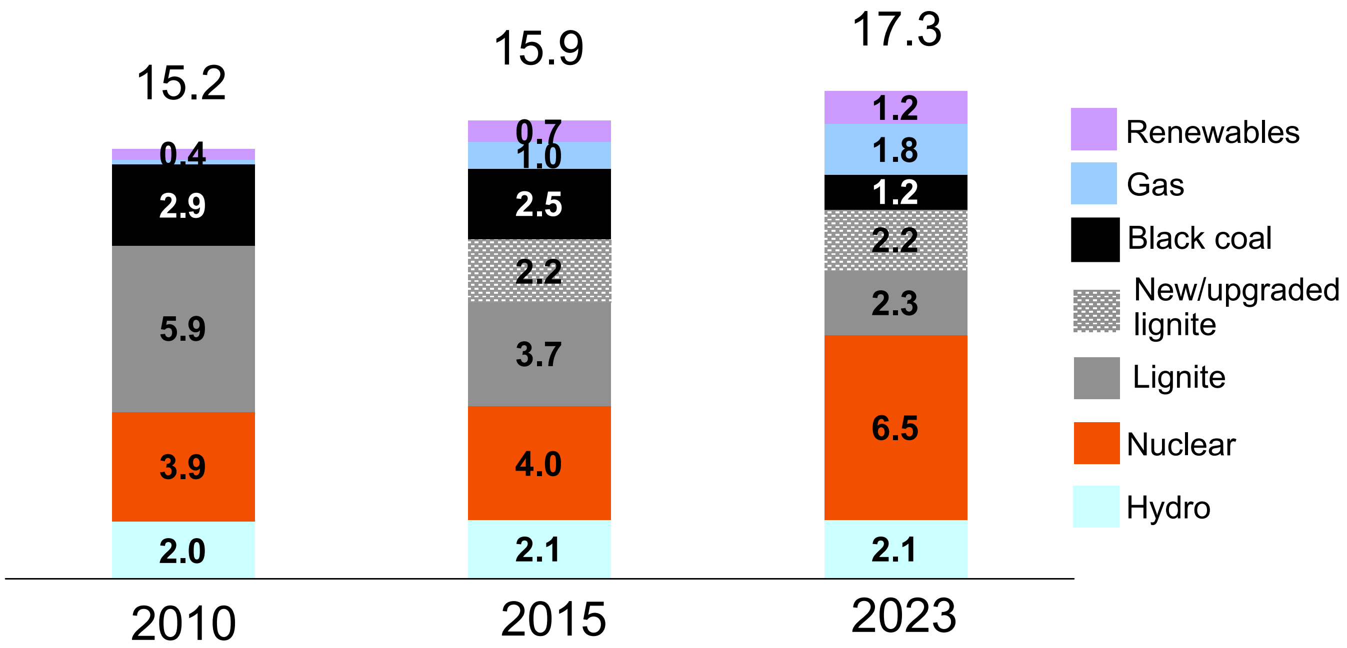
Carbon intensity of selected European utilities
(2009, t/MWh)



Increase in CO_2 price has a positive impact on CEZ profitability

INVESTMENT PROGRAM WILL ALLOW CEZ TO REDUCE THE AVERAGE CO_2 EMISSION FACTOR BY 50%

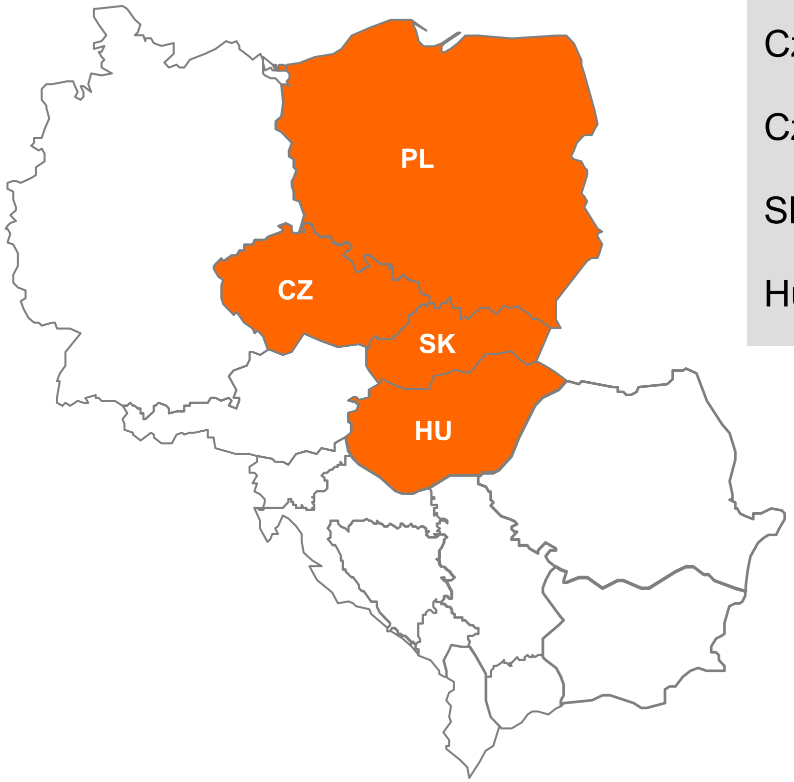
Installed capacity (GW) - structure planned in 2010
(proportionate*)



	2010	2015	2023
Emissions CO_2 (m t CO_2)	39.3	43.0	31.9
CO_2 Emissions (t CO_2/MWh supplied)	**0.63**	**0.53**	**0.35**

Source: CEZ; * consolidated entities + 37.4% stake in Akenerji, JV with MOL

CEZ PLANS CCGTS IN LOCATIONS WITH SUITABLE CONDITIONS



Location	Name	Approximate Size (MW)
Czech Rep.	**Pocerady**	841
Czech Rep.	**Melnik***	800
Slovakia	**Slovnaft** (JV with MOL)	800 +160
Hungary	**Dufi** (JV with MOL)	800

* In early development stage, currently not included in our 2011-15 capex plan

NUCLEAR ENERGY REMAINS VERY ATTRACTIVE AND CEZ PURSUES OPPORTUNITIES IN THIS AREA

Reasons for nuclear energy

- „in the money“
- CO_2 free solution
- Reliable & predictable fuel suppliers
- Another way to diversify generation portfolio
- Increasing awareness of the need for nuclear energy in the EU

CEZ response

- Increase of **production at existing plants** from 26 TWh to 31 TWh by 2012
- **Temelin** – up to 3,400 MW of new capacity (in July 2008 EIA study submitted, in August 2009 tender for supplier launched)
- CEZ partnered with Slovakian government on construction of **Jaslovske Bohunice**
- **Dukovany** – up to 1,700 MW of new capacity

ROMANIAN WIND PROJECT WILL SIGNIFICANTLY INCREASE OUR PRESENCE IN RENEWABLES

Romania – Fantanele & Cogealac (600 MW)

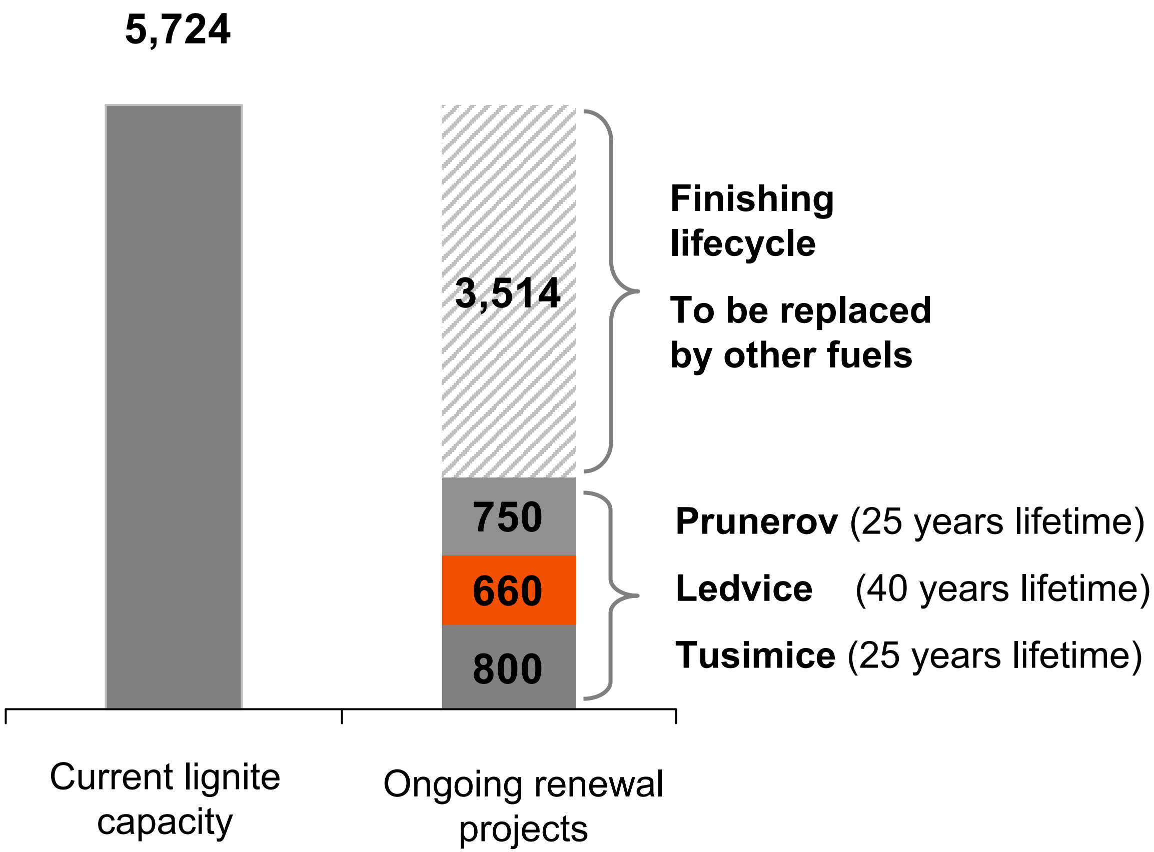
- Largest wind farm project in Europe
- 347.5 MW operational in 2010, additional 252.5 MW by 2011
- Excellent wind conditions for an on-shore site with expected net capacity factor of 28%
- Total investment is estimated at € 1.1 bn
- Support through green certificates (GC) – price range set by law at € 27-55 per certificate, 2 GCs should be received for each MWh until 2017, 1GC per MWh afterwards

Czech Republic

- Construction of 125 MW of solar capacity finished in 2010
  - Thus eligible to favorable feed-in tariffs of € 476 (prior to revenue tax of 26%)
  - Total investments of CZK10.4 bn

IN THE CZECH REPUBLIC CEZ DECIDED TO INVEST INTO RENEWAL OF ONLY SELECTED LIGNITE PLANTS , WHICH MATCH OUR COAL SUPPLIES

Lignite capacity (MW)

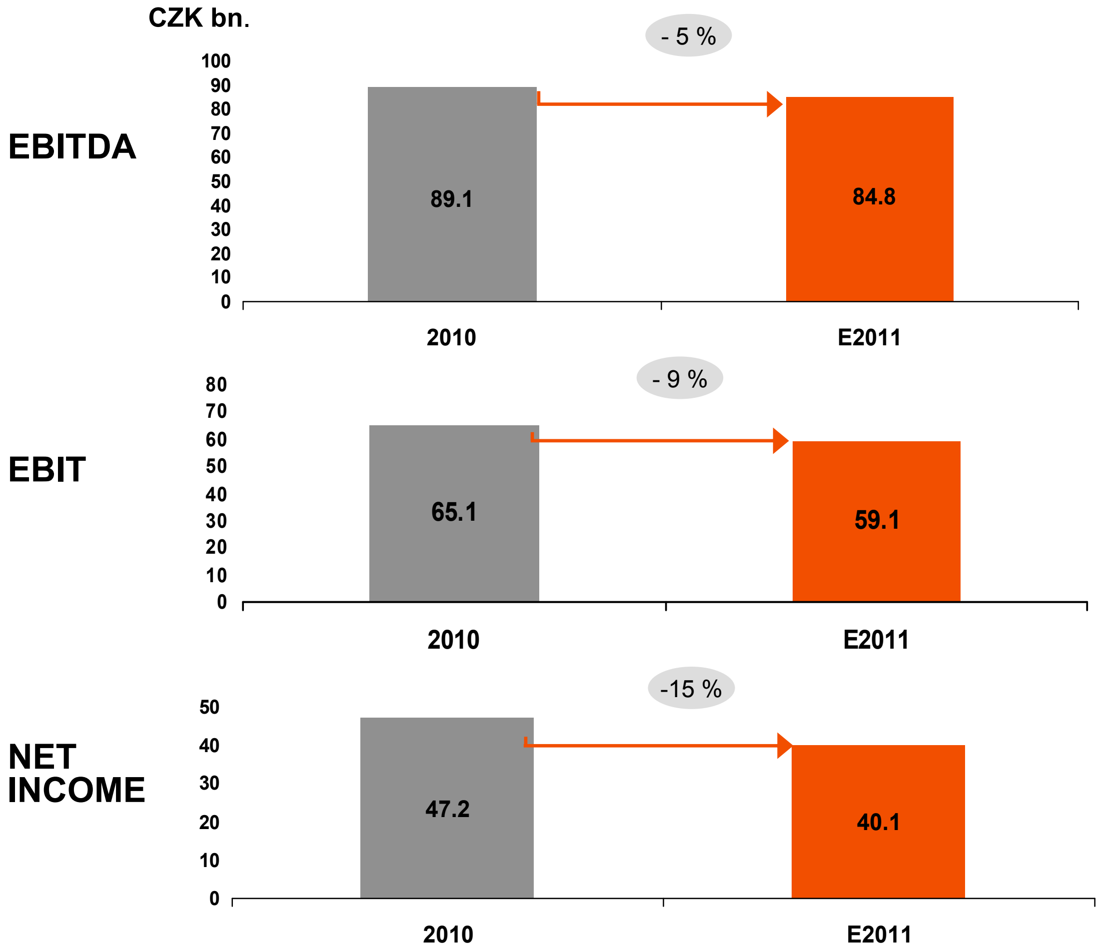


Rationale

- Low cost of domestic lignite
- Thermal power plants next to mines – only costs of internal logistics
- Replacement of old units with more efficient new technology (20% lower CO_2 emissions, from 1t CO_2/MWh to 0.8 CO_2/MWh)
- Secured lignite supplies for the investment lifetime

AGENDA

EXPECTED FINANCIAL RESULTS FOR 2011



Key positive factors

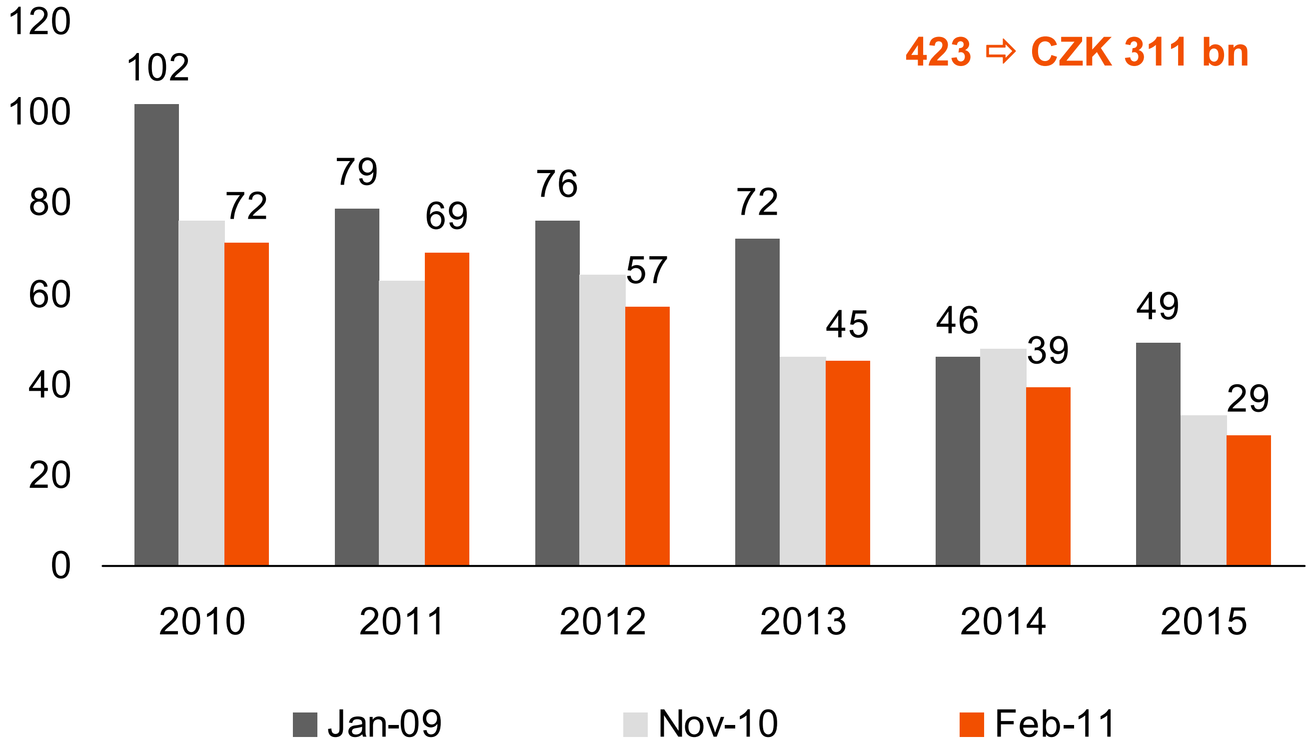
- increased production of nuclear power stations in line with the project goals defined in “Safely 15 TERA ETE” and “Safely 16 TERA EDU”
- increased production from CEZ Group’s wind power plants abroad (Romania)
- increased production of photovoltaic power plants owned by CEZ Group
- compensation of correction factor from 2009 in distribution
- austerity measures in the Albanian distribution

Key negative factors

- newly introduced gift tax on emission allowances
- newly introduced withholding tax levied on electricity produced by photovoltaic plants
- decreasing achieved electricity prices despite a large portion of the volume being sold via forward contracts
- appreciation of the CZK against the Euro, i.e. a decrease in the average hedging exchange rate

FOR THE YEARS 2010 -2015 THE INVESTMENT PROGRAMME WAS CUT BY 25% COMPARED TO ORIGINAL EXPECTATIONS FROM DECEMBER 2009

Investments for 2010-2015 (CAPEX and financial investments)
CZK bn

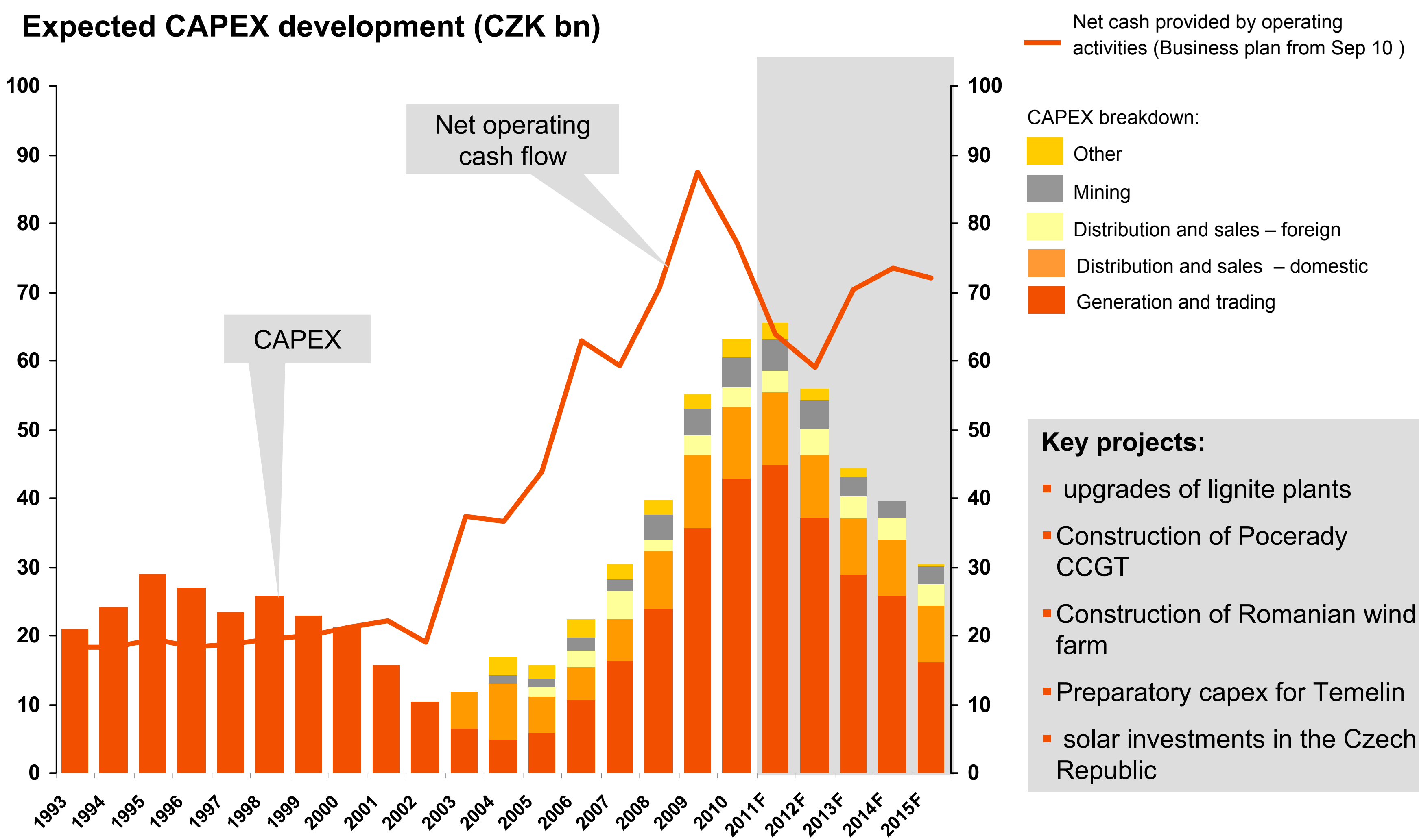


- **halted projects:** Varna and Skawina (new plants), Galați, Nováky, US STEEL
- **termination of acquisition projects:** STEAG, Geso/Enso, ENEA, Energa, privatisations of Turkish companies, PAK, Cernavodă
- **departure from countries without own energy assets, e.g.:** Kosovo, Serbia...

Projects failing to meet strategic or return targets were excluded from the investment programme. In case of any improvements in the state of the energy market or the projects' rate of return, they can be reconsidered.

NEW CAPEX PLAN CAN FINANCED FROM OPERATING CASH FLOW

Expected CAPEX development (CZK bn)

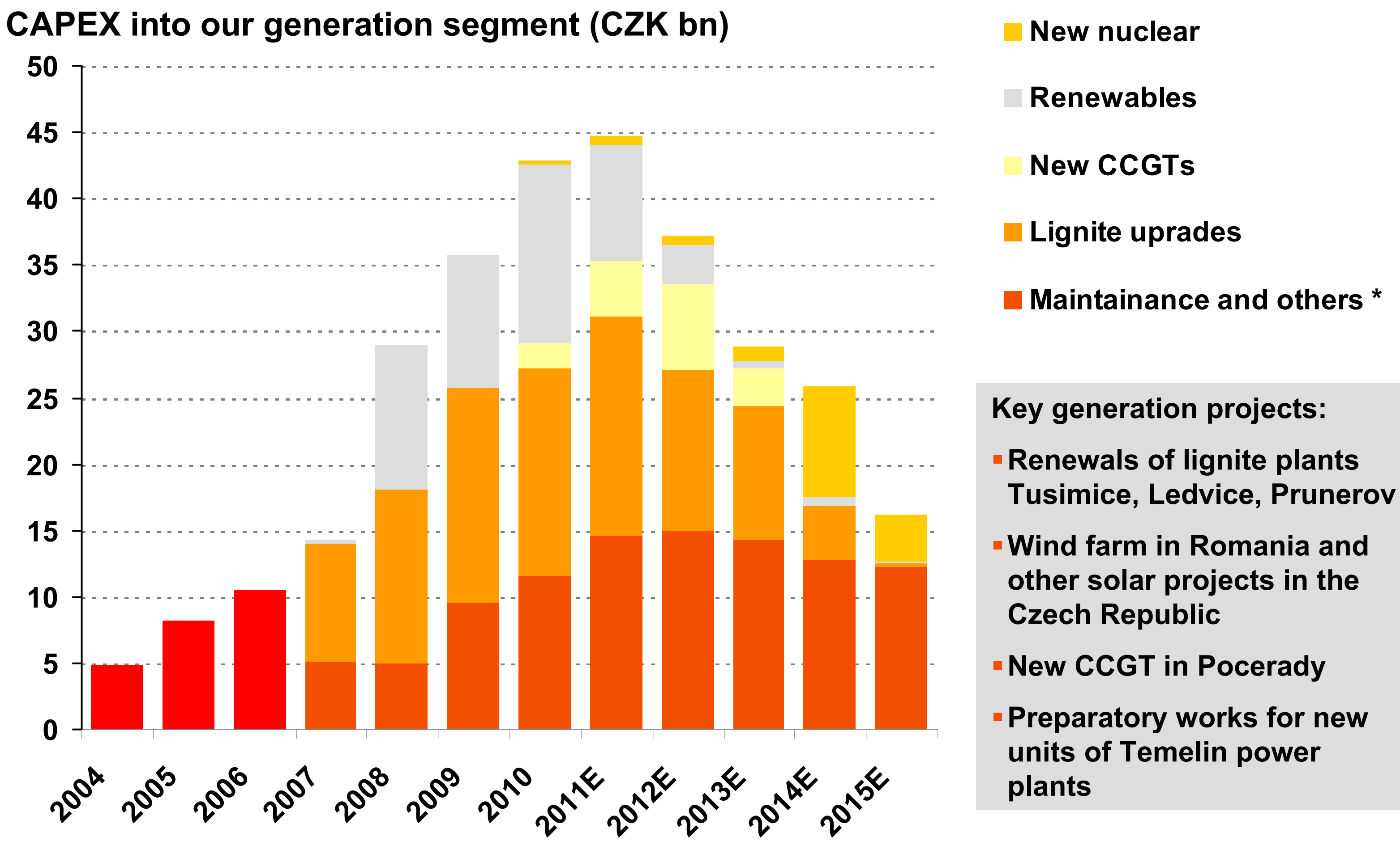


Key projects:

- upgrades of lignite plants
- Construction of Pocerady CCGT
- Construction of Romanian wind farm
- Preparatory capex for Temelin
- solar investments in the Czech Republic

Note: projects consolidated by equity method are not included

LARGE PART OF OUR INVESTMENTS IN GENERATION IS DIRECTED INTO LOW CARBON TECHNOLOGIES

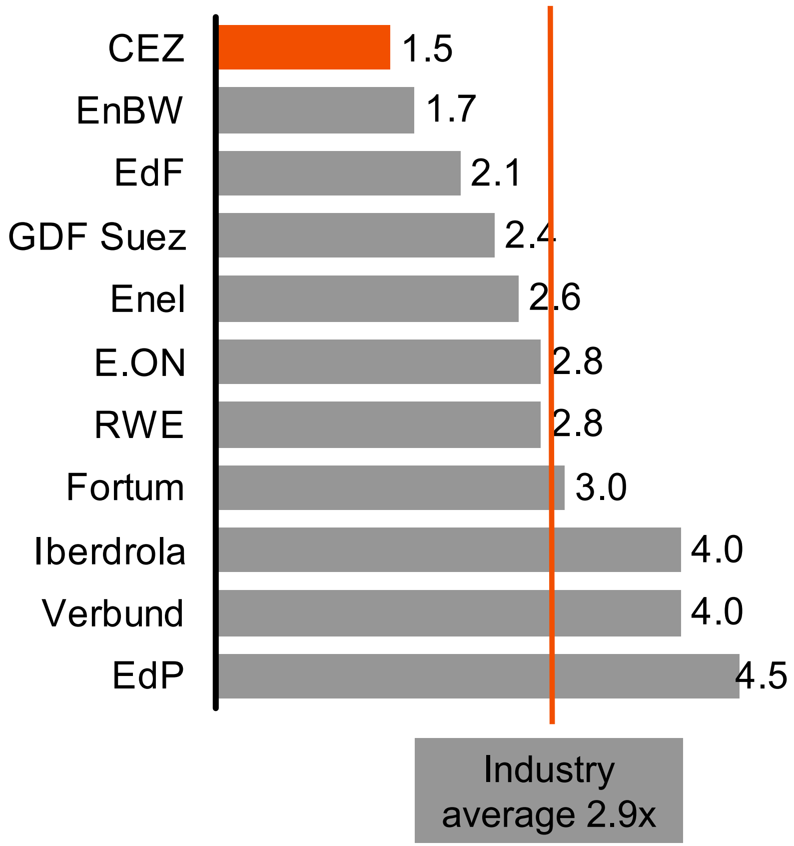


Key generation projects:

- Renewals of lignite plants Tusimice, Ledvice, Prunerov
- Wind farm in Romania and other solar projects in the Czech Republic
- New CCGT in Pocerady
- Preparatory works for new units of Temelin power plants

OUR CURRENT LEVERAGE IS LOW COMPARED TO INDUSTRY STANDARDS

Net debt/ EBITDA
Multiples, 2010



Current level of debt is low, which is a comfortable position in the current environment

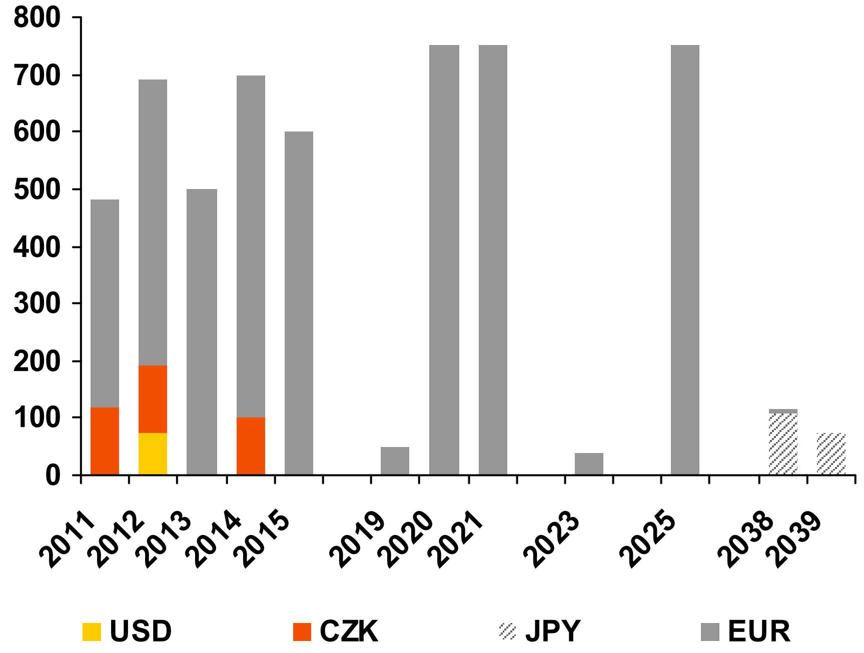
Medium-term target leverage remains intact:

- Net debt/EBITDA ratio at 2.0-2.5x
- Consistent with current rating of A-/A2

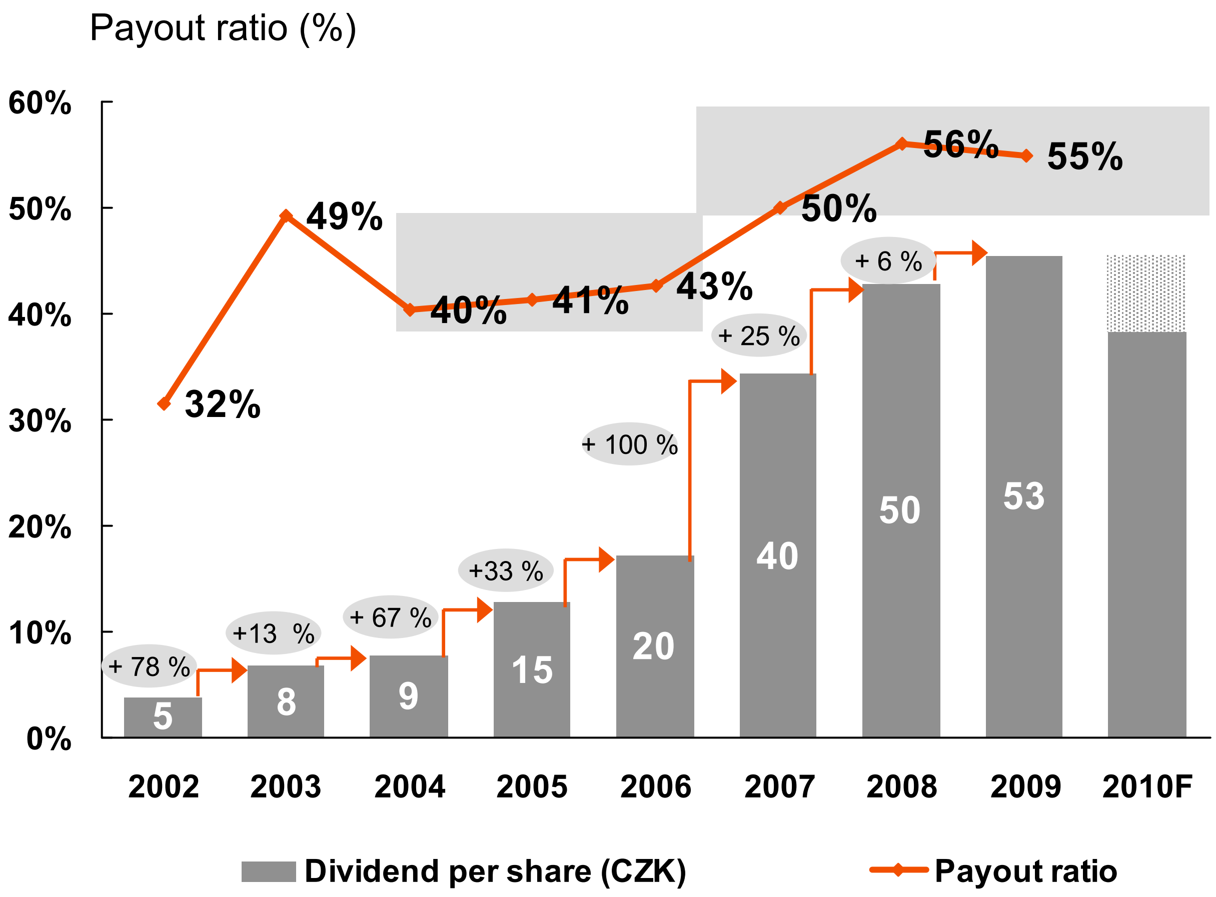
CEZ HAS A GOOD ACCESS TO DEBT MARKETS

- CEZ has been regularly issuing bonds on Eurobond market
- Euro is the preferred currency because it serves as natural hedge to largely Euro denominated revenues
- Maturities are evenly spread over coming years; in 2010 average maturity increased by 1.5 years to current 7.6 years
- In June 2010 CEZ issued € 500 m bond with 10year maturity and 4.5% coupon at 167 bp spread to mid-swaps

Bond maturity profile (EUR m)



CEZ GROUP IS COMMITTED TO MAINTAIN ITS PAYOUT RATIO OF 50 – 60 % OF NET INCOME



- Dividend policy targets payout ratio in the range of 50% to 60% of the consolidated profit adjusted for extraordinary items
- Dividend from 2009 profit was approved by AGM at CZK 53 per share

STABILISATION AND CONSOLIDATION OF CEZ GROUP IN THE 2011-2015 PERIOD IS THE ESSENCE OF THE NEW VISION INITIATIVE

2004 | Historical growth | 2009 | Stabilization consolidation | 2015 | Future growth | 2020

NEW VISION

Implementing the financial stabilization of CEZ Group to steer it through a period of turbulent change on the energy market

Cutting investment programme (CAPEX) in line with the current needs and resources of the Group to

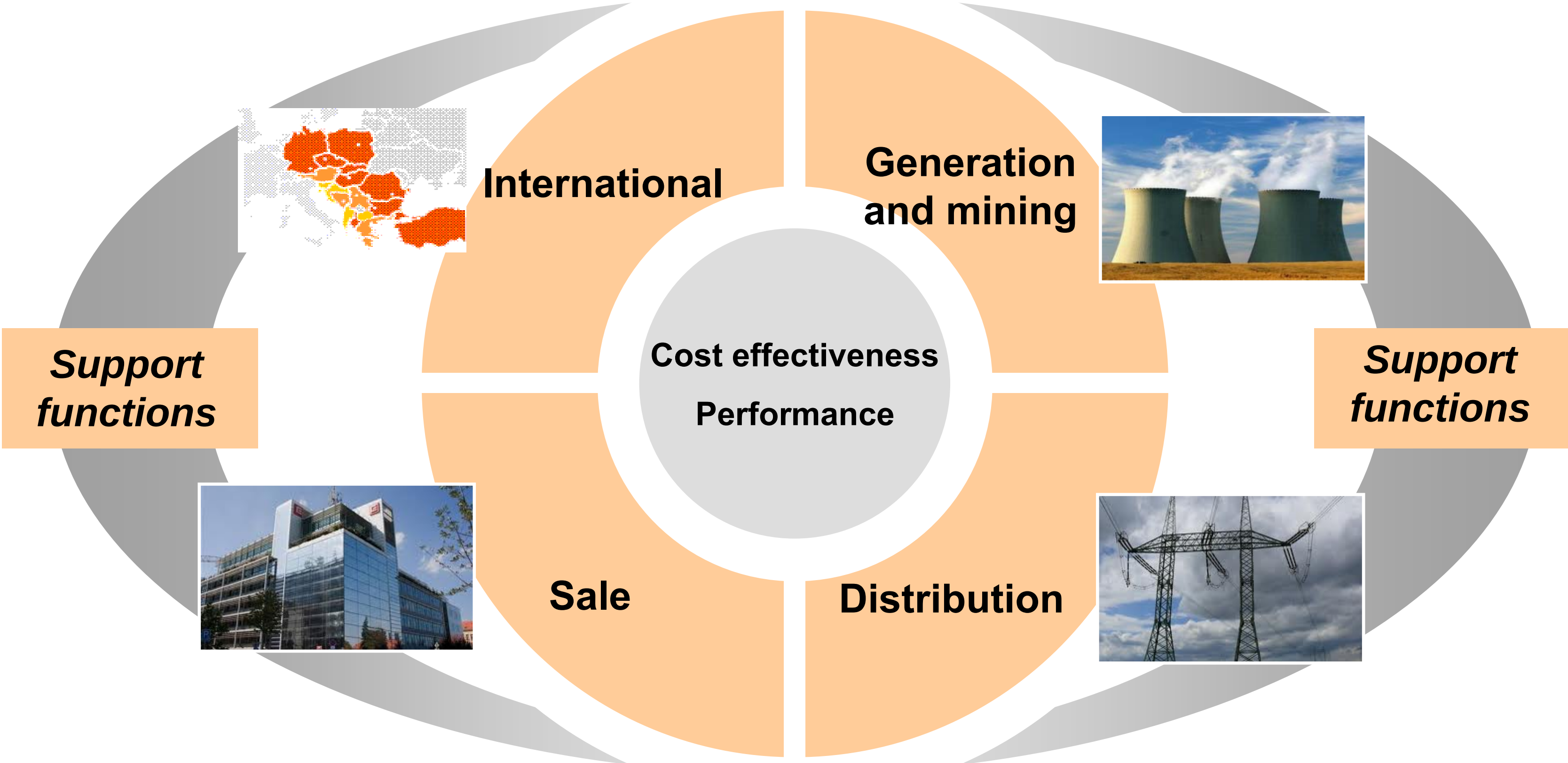
CZK 311bn.

Radical optimisation of internal functioning and cost structure of the Group as expressed by FCFF cash flow

CZK 36.1 bn.

THE NEW VISION ACTION PLAN COMPRISES OF INITIATIVES IN ALL BUSINESS SEGMENTS OF CEZ GROUP

CEZ Group priorities until 2015



THE NEW VISION: PRIORITIES UNTIL 2015

Generation and mining

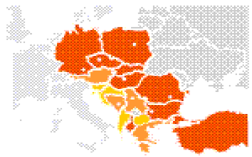
- Increasing capacity, safety and lifetime of nuclear power plants
- Completion of construction and comprehensive renewal of conventional power plants according to plan
- Optimizations of the operations of the coal portfolio
- Optimizing operating expenditure of plants
- Development of regulated assets

Sale

- Achieving better sales of electricity in comparison with the market average
- Stabilization of customer portfolio
- Maintaining strategic share on electricity market
- Successful development of gas sales in the Czech Rep. and Slovakia
- Operational efficiency of supporting end customers

Distribution

- Efficient management of investments into distribution network
- Optimization of expenditure on network maintenance and operations while maintaining quality of delivery
- Increasing the availability of the distribution network



International

- Speeding up repatriation of finances
- Cost optimization in line with best practice

AGENDA

CEZ IS A STRONG AND VERTICALLY INTEGRATED PLAYER IN THE CZECH ELECTRICITY MARKET

	Lignite mining	Generation	Transmission	Distribution	Supply
CEZ	**49%** 22 million tons	**74%** 60.6 TWh	**100%** 58.2 TWh	5 out of 8 distribution regions 61% of customers	**44%** 24.4 TWh
Others	**51%** 23 million tons	**26%** 21.6 TWh		39% of customers	**56%** 31.2 TWh

Lignite mining
- CEZ fully owns the largest Czech mining company (SD) covering 60% of CEZ' s lignite needs
- Remaining 2 coal mining companies are privately owned

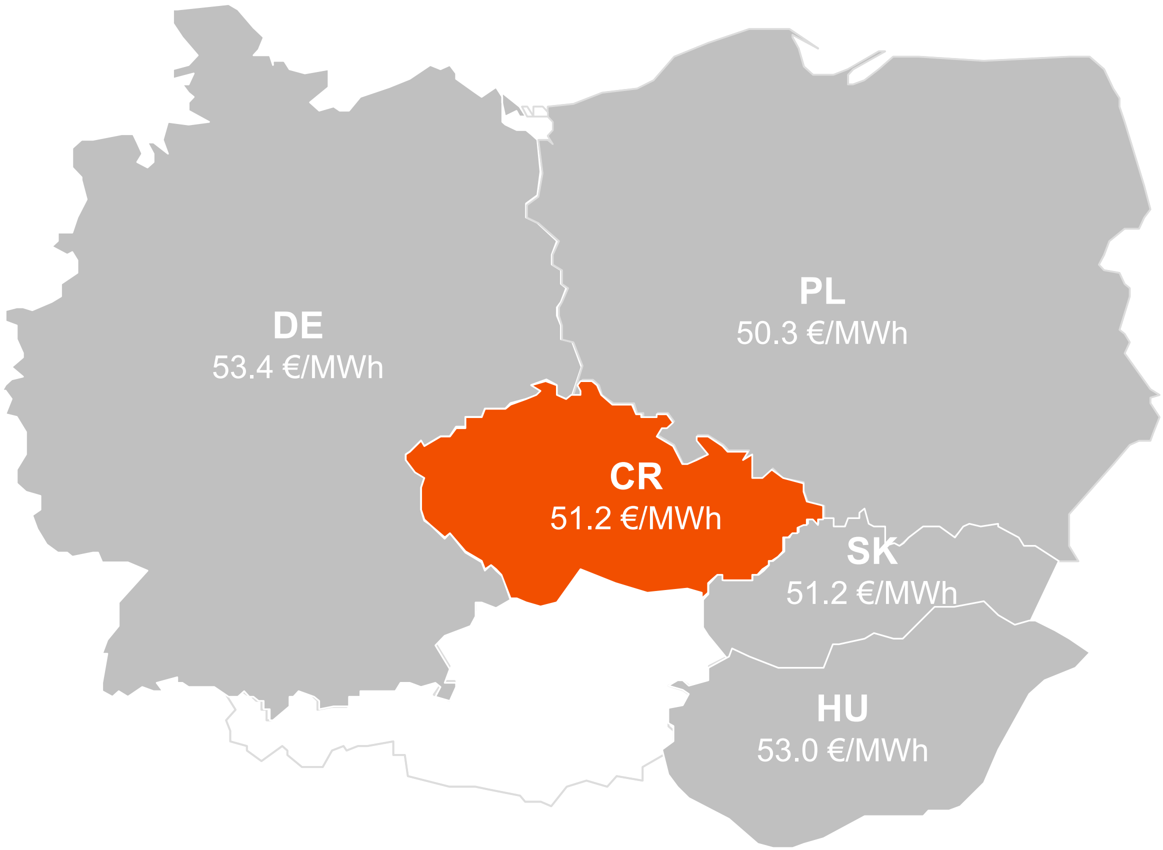
Generation
- Other competitors – individual IPPs

Transmission
- The Czech transmission grid is owned and operated by CEPS, 100% owned by the Czech state

Distribution

Supply
- Other competitors – E.ON, RWE/EnBW

ELECTRICITY MARKETS IN THE REGION ARE INTEGRATED, CEZ CAN SELL ITS POWER ABROAD

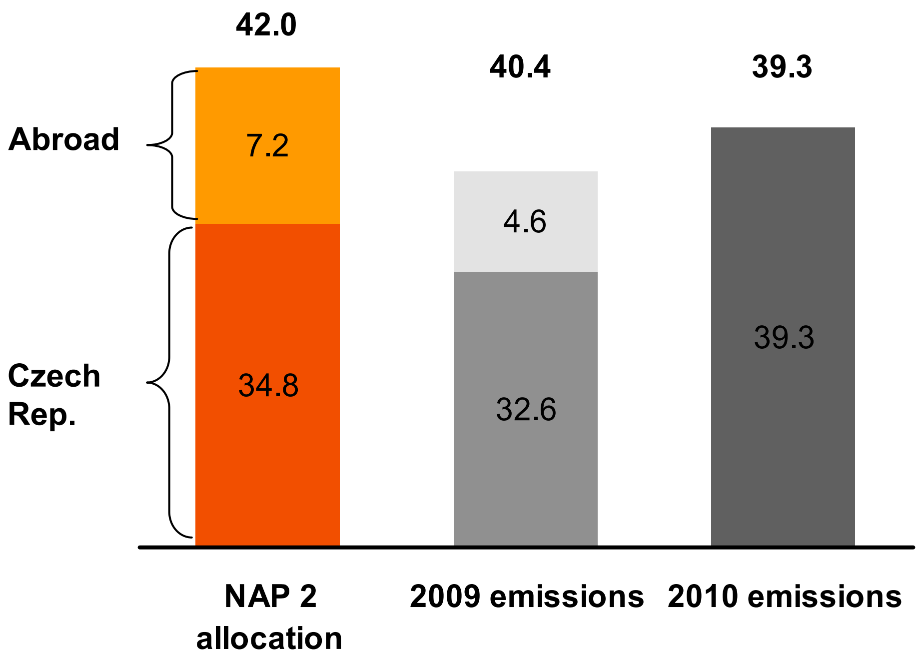


Note: Prices for base load 2012 as of March 7, 2010

Source: EEX, PXE; PolPX

NAP 2 ALLOCATION IS SUFFICIENT TO COVER CEZ GENERATION NEEDS

CO_2 Emissions of CEZ Group
Millions of Tons



- **Czech** power plants allocation is 34.8 m in NAP2, compared to 36.8 m in NAP1. Average emissions were 35.2 m in 2005 - 07
- **Polish** power plants Elcho and Skawina got allocated 3.6 m in NAP2, a reduction of 21% compared to NAP1. Their average emissions were 4.2m in 2005-07.
- Varna plant in **Bulgaria** got allocated on average 3.6m per year in NAP2 (allocations are not same for all years but are in a range of 3.4-3.9 m in 2008-2012)

MODERNIZATION OF TUSIMICE AND CONSTRUCTION OF NEW UNIT IN LEDVICE IS PROGRESSING

Coal power plant Tusimice
Complex renewal (4 x 200 MWe)

- Gradual renewal (2+2 units)
- Increase in net efficiency to 38%
- Extension of service life until 2035
- Initiation of renewal: June 2, 2007
- Planned start of operation: June 2010 and November 2011

Coal power plant Ledvice
New supercritical unit (1 x 660 MWe)

- Advance construction of the power plant structures, main focus on the boiler
- Planned net efficiency 42.5%
- Expected service life 40 years
- Initiation of implementation: July 17, 2007
- Planned start of operation in 2013

PREPARATION OF MODERNIZATION OF PRUNEROV AND OF CCGT POCERADY IS UNDERWAY

Coal power plant Prunéřov

Complex renewal (3 units x 250 MWe)

- Project received EIA approval in May 2010
- Selection of suppliers and basic design before final completion
- Increase in net efficiency to above 39% (above 42% including heat supply)
- Extension of service life by 25 - 30 years
- Planned start of operation after 2013

CCGT Počerady

New construction (841 MW)

- EIA, zoning permit issued
- Building permit expected in March 2011
- Tender process completed
- Net efficiency 57.4% (ISO)
- Service life until 2043
- Start of construction by April 2011
- Planned start of operation in June 2013

WE ARE ALSO PREPERING PROJECTS IN COOPERATION WITH OUR PARTNER MOL GROUP

CCGT Slovnaft

New construction (800 - 900MW)

- Next to refinery site Slovnaft, Bratislava
- CCGT multi shaft
- EIA issued in August 2010
- Zoning permit process ongoing
- Grid connection under discussions with SEPS
- EPC negotiation activities put on-hold
- Planned commissioning after 2014

CCGT Dufi

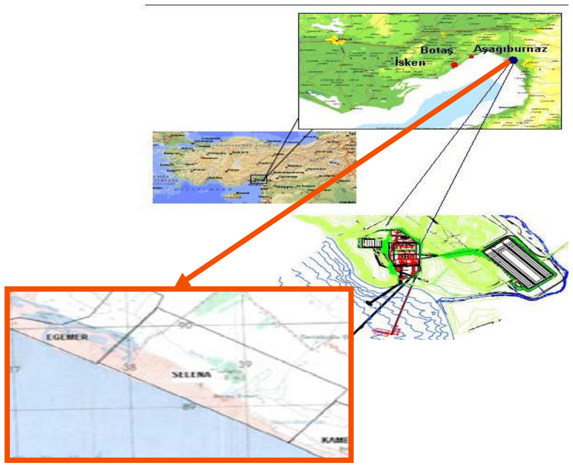
New construction (800 - 900MW)

- Next to refinery site Dufi, 30 km to the south of Budapest
- CCGT multi shaft
- EIA issued in June 2010
- Building permit issued in December 2010
- EPC and gas negotiation ongoing
- Planned commissioning in late 2013

PREPARATION OF CCGT PROJECT IN TURKEY

CCGT Hatay (Egemer), Turkey

New construction (800 - 900MW)



- Activities realized via JV Akenerji
- EIA released by Ministry of Environment
- Assumed life cycle of power plant 30 years
- Owner’s engineer: Parsons Brinckerhoff
- EPC contract signed in December 2010
- Planned commissioning in June 2014

IN 2009 CEZ GROUP MADE SEVERAL ACQUISITIONS TAKING ADVANTAGE OF ATTRACTIVE PRICES

Key acquisitions made in 2009

Stable cash flow businesses	▪ Acquisition of distribution company **OSSH** in Albania ▪ Lignite mine **MIBGRAG** in Germany ▪ **SEDAS**, Turkey distribution company acquired in February 2009
Gas	▪ Acquisition of 37.4% stake in **Akenerji** in Turkey finalized in May 2009, development of gas project **Hatay**
Heat	▪ Acquisition of controlling stake in **Dalkia Usti nad Labem** and 15% stake in **Dalkia CR** which are important players in the Czech heat market ▪ Agreement to buy 49% stake in **Prazska teplarenska** (major heat supplier in Prague, Czech Republic)
Nuclear	▪ In May 2009 shareholder **agreement** was signed between CEZ and Slovakian party **to build** new **nuclear** power **plant in Jaslovske Bohunice** in Slovakia

IN JULY 2009 CEZ GROUP AGREED TO BUY A STAKE IN PRAZSKA TEPLARENSKA

- On July 1, 2009 CEZ agreed to buy almost 49% stake in Prazska teplarenska from J&T, its new owner. J&T gained the stake in cooperation with Dalkia in a sale of Czech assets of International Power.
- Transaction is subject to approval from European Commission.
- Prazska teplarenska is the largest heat producer and supplier in Prague.
- Through its 100% subsidiary Energotrans it also operates 352 MW power plant in Melnik
- CEZ became interested in Prazska teplarenska in connection with preparation of a project for CCGT plant in Melnik, which will replace an existing coal plant and will secure electricity and heat supplies for Prague in the future.

Prazska teplarenska consolidated financials

CZK m	2007	2008	2009
Total revenues	7,074	8,235	8,919
of which: heat sales	4,750	5,285	5,467
electricity sales	2,087	2,712	3,161
EBITDA	2,573	2,884	3,440
Net income	1,549	1,761	2,175
Assets	13,476	13,650	14,106
Net financial debt (cash if negative)	-1,875	-1,975	-2,097
CF from investing	-371	-434	-828
Total volume of heat sold (TJ)	12,596	13,088	12,814

Prazska teplarenska shareholder structure (As of Dec 10, 2009 in %)

International Power Opatovice	48.67
Prazska teplarenska Holding*	47.33
Dalkia Česká republika	1.05

* Controlled by City of Prague (51%), EnBW (49%)

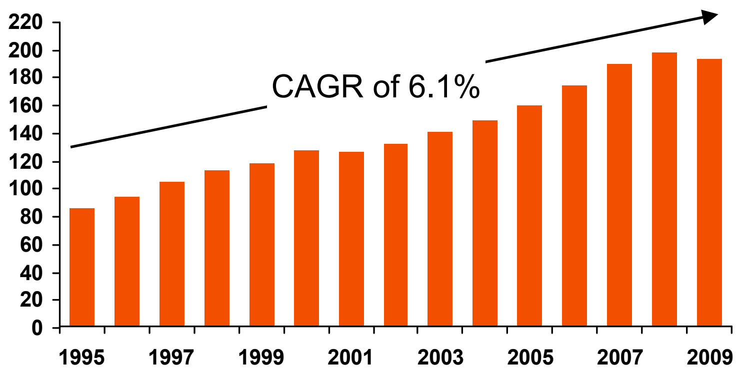
Source: Prazska teplarenska (www.ptas.cz)

TURKISH ELECTRICITY MARKET IS VERY ATTRACTIVE

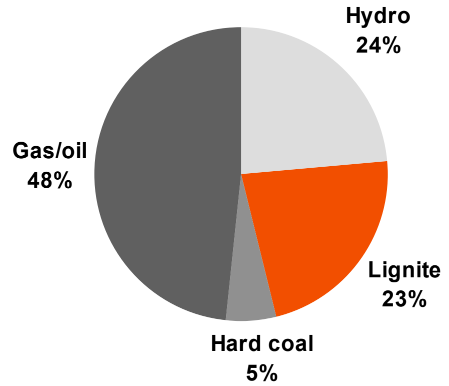
Selected data on Turkey:

- Turkey, with its 80 m inhabitants, is comparable in size to all of Central Europe
- Dynamically growing economy, fast urbanization
- In 2009 electricity demand reached 193.5 TWh (almost three times as much as in the Czech Republic)
- Electricity consumption per capita is currently low (a quarter of EU average)
- Annual growth of electricity demand is around 6-9% in 2003-07 which compares to growth in European countries* of 0.6-2.6 %
- Demand also driven by growing population (80 m inhabitants, the average age 27.3 years)
- Need for additional 50,000 MW of the installed capacity by 2020 to match growing demand

Gross Electricity Consumption in Turkey
TWh



Structure of installed capacity in Turkey



*EU27

IN FEBRUARY 2009 WE FINISHED TAKEOVER OF TURKISH DISTRIBUTION

- CEZ Group together with Turkish partner finished takeover of Turkish distribution company SEDAŞ on February 11, 2009
- Half i.e. USD 300 m of total price for the transaction has been transferred, the rest of the price will be paid in two equal payments in two following years.
- Sedaş distributes electricity to 1.3 m customers in region including city Sakarya, Bolu, Düzce a Kocaeli located in industrial heart of Turkey

Corporate re-structuring

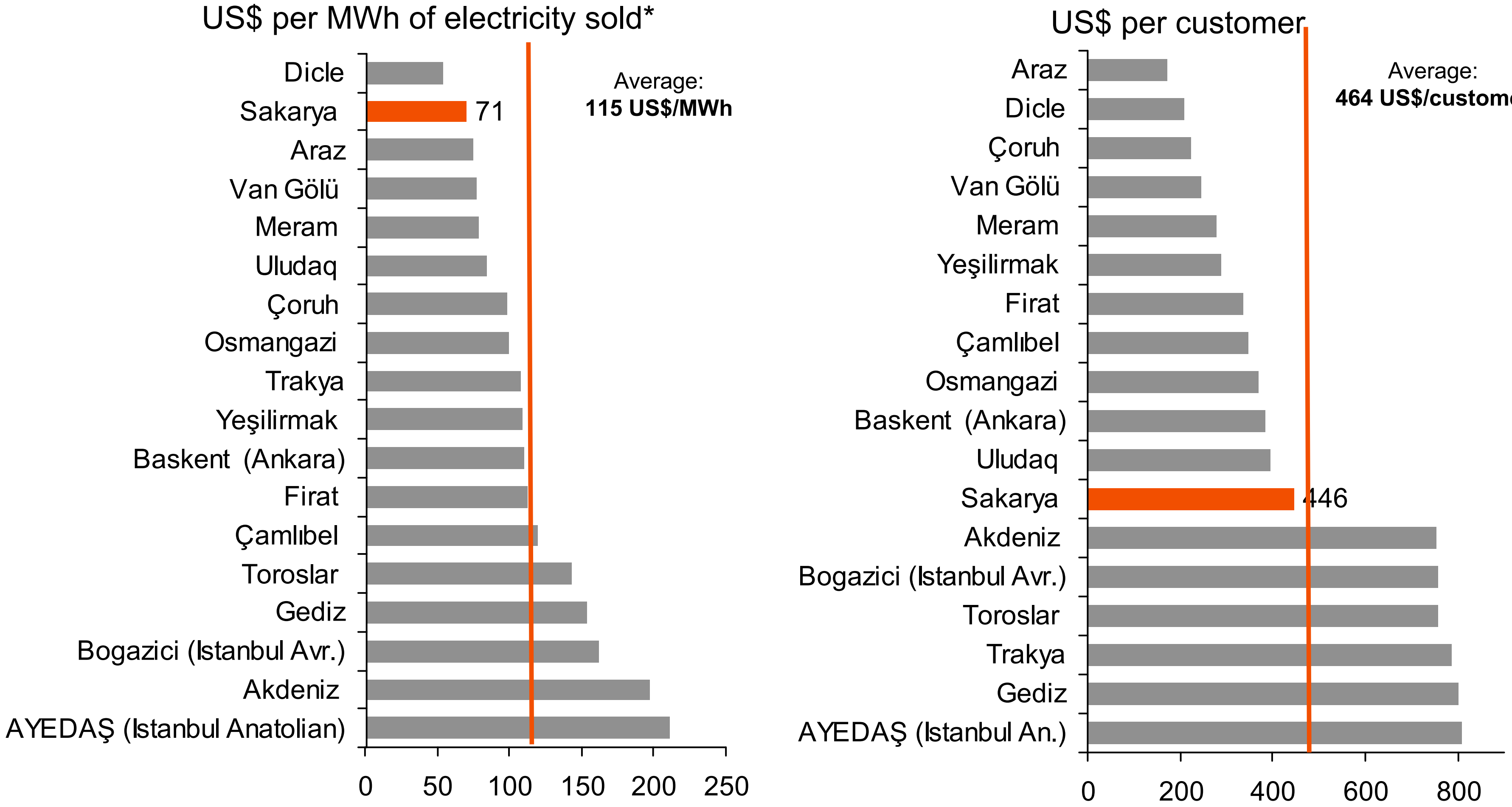
- Change of organization from regional to process-oriented has begun
- Customer care is under re-organization (change of structure of customer centers, central customer line, outsourcing of cash collection, centralization of billing and receivables)
- Individual teams are built in the field of electricity trading - in 2010, they will start operating under the leadership of Akenerji's sales team
- Optimization of other activities (quality management, risk management, internal audit, ICT etc.)

Key facts – SEDAŞ (2009)	
Number of customers (m)	1.3
Electricity sales (TWh)	8.4
Of which: to industry customers (%)	>50%
Losses	<7%

*2009

CEZ ACQUIRED SEDAŞ AT ATTRACTIVE PRICE

Acquisition prices achieved in Turkish privatization tenders



Source: TEIAS, Turkish privatization agency (www.oib.gov.tr)

AKENERJI ALMOST DOUBLED ITS INSTALLED CAPACITY IN 2010

- On May 15, 2009 CEZ bought 37.36% stake in Akenerji for USD 302.6 m from subjects related to Akkök. Thus CEZ and subjects related to Akkök have an equal stake in Akenerji with combined shareholding of 75%
- During 2010 Akenerji increased capacity from 373 MW (in gas) to 658 MW by commissioning 5 hydro plants.
- Akenerji is the largest company among private generation companies with 10% market share. It produces 2% of Turkey’s electricity generation
- Development of the project of up to 900MW CCGT in Hatay is underway

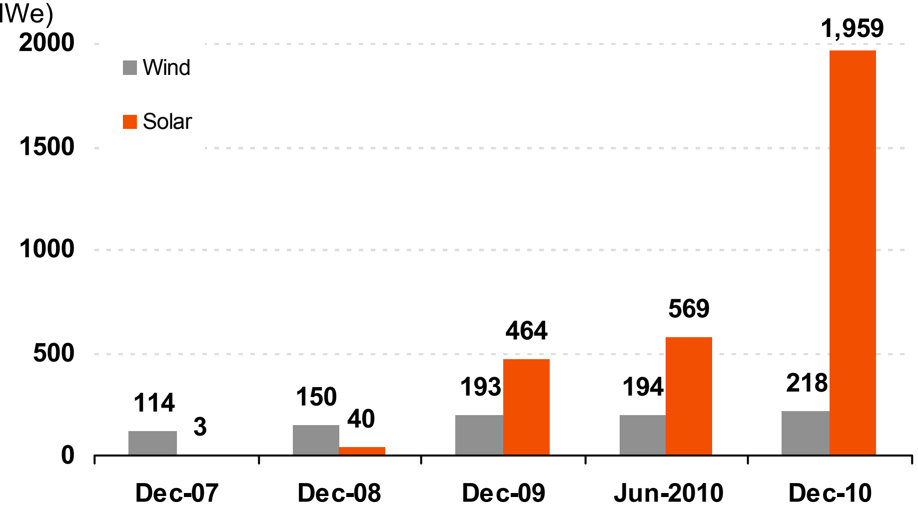
USD m	2008	2009	2010
Sales	465.2	298.6	285.9
EBITDA	75.7	33.2	24.3
Margin	*16.3*	*11.1*	*8.5*
EBIT	51.5	15.2	5.2
Net income	68.3	16.0	-17.1
Assets	558.8	1,001.5	1,275.4
Net debt	126.0	345.2	590.6
CF from investing	-172.9	-356.0	-355.2

Source: CEZ, http://www.akenerji.com.tr/

CZECH REPUBLIC: RENEWABLES SUPPORT

Renewables type	2010 feed-in tariff (€/MWh)	2011 feed-in tariff (€/MWh)	2010 green bonus (€/MWh)	2011 green bonus (€/MWh)
Solar <30 kW	480	**294**	442	255
Solar >30 kW < 100 kW	476	**231 / 0 ***	438	192 / 0*
Solar > 100 kW	476	**231 / 0 ***	438	176 / 0 *
Wind	87	**87**	72	72
Small hydro	118	**118**	80	80
Biogas stations	139-162	**139-162**	101-124	101-124
Pure biomass burning	103-180	**103-180**	65-142	65-142

Installed capacity of wind and solar power plants in the Czech Republic
(MWe)

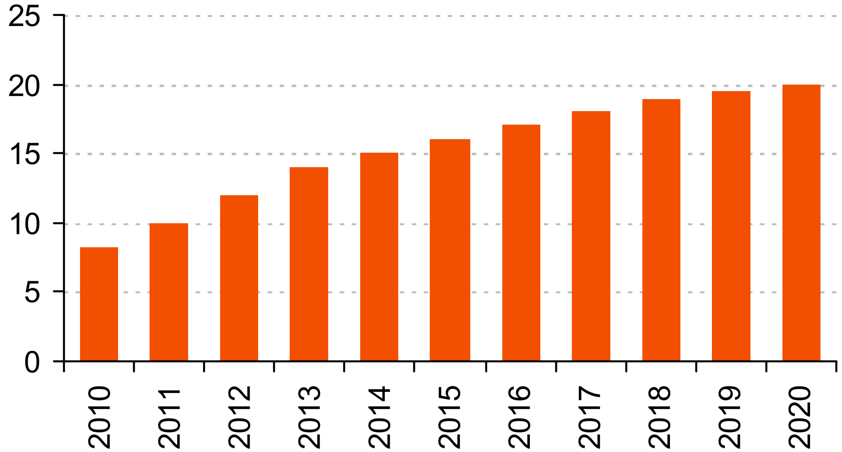


- Operators of renewable energy sources can choose from 2 options of support:
  - Feed-in tariffs (electricity purchased by distributor)
  - Green bonuses (electricity sold on the market, bonuses paid by distributor, level of green bonuses is derived from feed-in tariffs)
- Fees for renewables are part of regulated distribution tariffs charged to final customers.
- Feed-in tariffs are set by a regulator to ensure 15-year payback period. During operation of a power plant they are increased each year by PPI index or by 2% at minimum and 4% at maximum.
- Tariffs for new projects can decrease by 5% at maximum compared to previous year. However the law amendment which becomes effective in Jan-2011, allows the regulator to cut the tariffs by more than 5% if payback period falls below 11 years.
- Support is provided for 20 years to solar, wind, pure biomass and biogas plants and for 30 years to hydro.
- Solar plants put into operations in 2009 and 2010 are obliged to pay 26% withholding tax until 2013

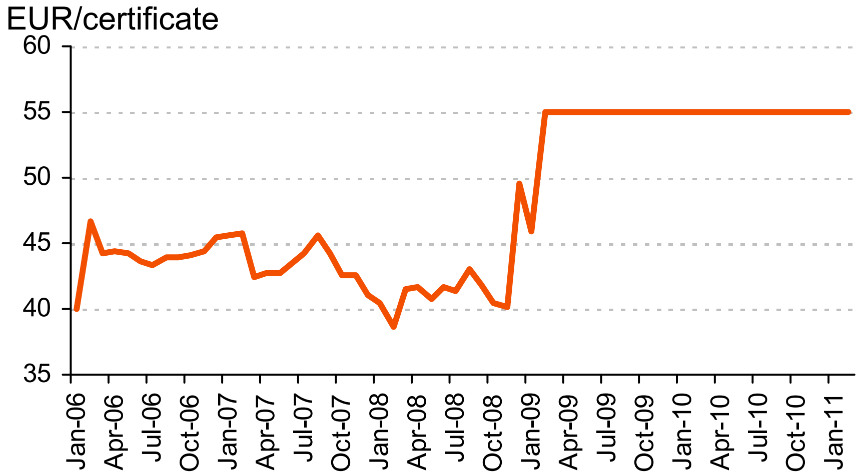
Source: Energy regulatory office (www.eru.cz), CZK/EUR=25.5, * no support from March 2011

ROMANIA: RENEWABLES SUPPORT

Development of mandatory quota (%)*



Green certificates market clearing price



Support of renewables

- Two green certificates (GC) should be obtained by the producer for each MWh supplied from wind to the network until 2017, one GC from 2018 onwards (previously 1 GC per MWh for the whole time)
- Legally set up price for green certificate is 27 to 55 EUR in 2008 - 2025
- GC may be sold :
  - To electricity suppliers within bilateral contracts at negotiated prices
  - Monthly on the centralized market of green certificates
- Duration of support – 15 years
- Penalty for suppliers unable to comply with annual mandatory quota – double of the maximum trade value of GC
- The mandatory quota has been increasing gradually, from 8.3 % in 2010 to 20% in 2020

*annual percentage of the gross national electricity consumption, source: ANRE, OPCOM

OVERVIEW OF REGULATION OF DISTRIBUTION NETWORKS

	Czech Republic	Albania	Bulgaria	Romania
2011 RAB (local currency)	68,927	22,406*	541	1,854
2011 RAB (€ m)*	2,725	161*	276	492
WACC pre-tax	7.1% (nominal)	10% (nominal)	12% (nominal)	10% (real)
Regulatory period	2010-2014	2010	2008-2013	2008-2012

CZK/EUR=25.29 (2010 average), ALL/EUR=138.8, , * request of OSSH, not approved by ERE yet

CZECH REPUBLIC: OVERVIEW REGULATORY FRAMEWORK OF ELECTRICITY DISTRIBUTION

Regulatory Framework

- Regulated by ERU (Energy Regulatory Office, www.eru.cz)
- The regulatory formula for distribution
  - Revenue cap = Operating expenses + Depreciation + Regulatory return on RAB
  - RAB adjusted annually to reflect net investments
  - Regulatory rate of return (WACC nominal, pre-tax) – 7.923% for 2010, 7.133% for 2011
  - Operating costs are indexed to CPI (30% weight) and market services price index (70% weight). They are also adjusted by efficiency factor of 1.0206%.

Regulatory period

- Regulatory period lasts 5 years
- 2^{nd} regulatory period: January 1, 2005 – December 31, 2009
- 3^{rd} regulatory period: January1, 2010 – December 31, 2014

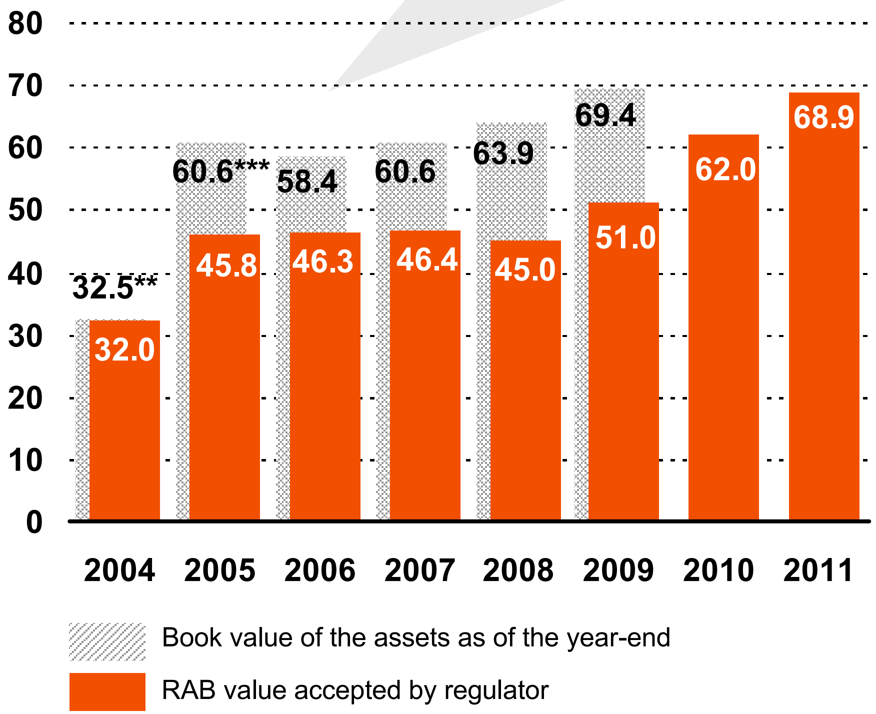
Unbundling & Liberalization

- Since January 1, 2006 all customers can choose their electricity supplier, market is 100% liberalized
- There is no regulation of end-user prices of electricity

CZECH REPUBLIC: GRADUAL REVALUATION OF RAB IS INCORPORATED INTO THE REGULATORY FORMULA

RAB* development
CZK bn

2005/2006 drop in asset value caused mainly by lower investment during transition period and one off write off of some old already depreciated assets that were formerly valued with 10% value for transfer.



- Assets revaluation conducted as a part of an assets transfer within Vision 2008 on the basis of requirement stipulated by commercial law.
- Book value of the assets is higher than the RAB value used by the regulator.
- RAB will be gradually adjusted upwards in 2010-2014 and thus RAB discount to asset book value will decrease.
  - Formula: $RAB_t = RAB_{t-1} + Investments_t - k^*Depreciation_t$, where $k_t = (RABt_{-1})/(Book\ value_{t-1})$ i.e. $k<1$

* Adjusted to reflect assets transfer to support companies

**Historical value of assets contributed into CEZ Distribuce

***Revalued asset value to the last asset contribution date 01/ 2006

BULGARIA: OVERVIEW REGULATORY FRAMEWORK OF ELECTRICITY DISTRIBUTION

Regulatory Framework

- Regulated by SEWRC (State Energy and Water Regulatory Commission)
- The regulatory formula for distribution
  - Revenue cap = Costs + Regulatory return on RAB + Depreciation
  - Regulatory rate of return (WACC nominal, pre-tax) –12% for 2nd regulatory period
  - RAB set at € 276 m for the whole 2nd regulatory period and thus is unchanged since 2008
  - CPI adjustment used for part of costs (OPEX)
  - Losses in 2nd regulatory period set by regulator – 18.5%
  - Efficiency factor introduced in 2nd regulatory period
  - Investment plan – approved by the regulator on yearly basis

Regulatory period

- 1st regulatory period October 1, 2005 – June 31, 2008
- 2nd regulatory period July 1, 2008 – June 31, 2013

Unbundling & Liberalization

- Successfully completed by December 31, 2006
- Since July 2007, all consumers have the right to become eligible but the effective market degree of liberalized market is negligible.

ROMANIA: OVERVIEW REGULATORY FRAMEWORK OF ELECTRICITY DISTRIBUTION

Regulatory Framework

- Regulated by ANRE (Autoritatea Nationala de Reglementare in domeniul Energiei)
- Price cap (tariff basket) methodology
- Revenue = Controllable OPEX + non-controllable OPEX + Depreciation + Purchase of losses + Regulatory return on RAB + Working capital
  - Efficiency factor of 1% applied only to controllable OPEX
  - Losses (technical + commercial) reduction program agreed with ANRE on voltage levels
  - S (minimum quality) from 2009 in formula, Penalty/premium - maxim annual 2% from revenues
  - Possibility for annual corrections
  - Investment plan – approved by ANRE before regulatory period starts
  - Regulatory return (WACC pre-tax real terms) equals 10% in second regulatory period
  - Working capital is regulated remuneration of 1/8 from total OPEX
- Distribution tariff growth capped in real terms at 12% in the second regulatory period

Regulatory periods

- 1st regulatory period Jan 1, 2005 – Dec 31, 2007
- Completion of privatization was reason to re-open inputs into regulatory formula
- 2nd regulatory period Jan 1, 2008 – Dec 31, 2012

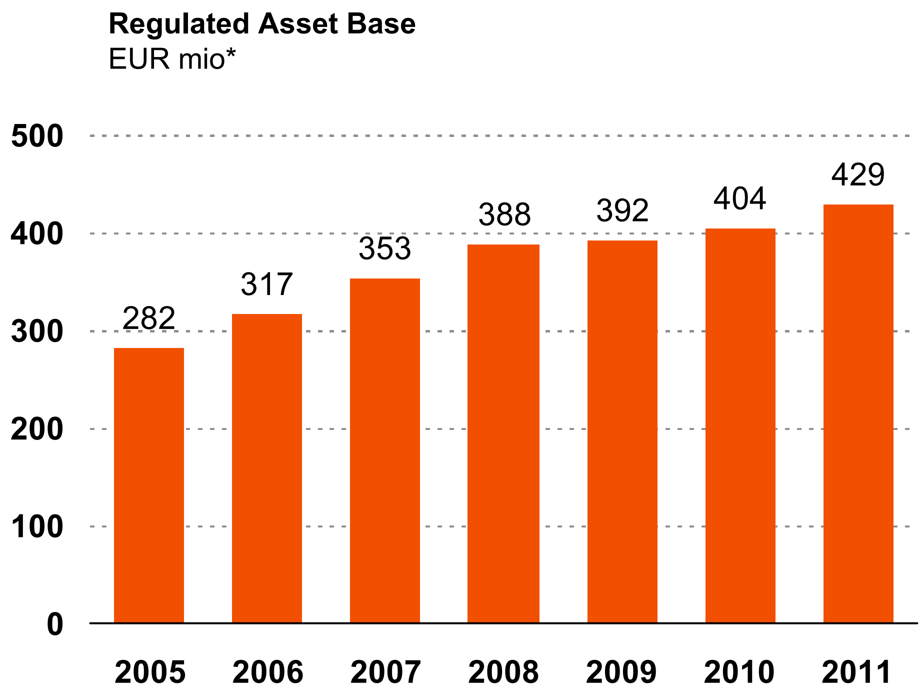
Unbundling

- Legal deadline according to Electricity law July 1, 2007
- CEZ - first company in Romania achieving legal unbundling on March 15, 2007

Liberalization

- New Electricity law (no.13/2007; harmonized with EU directives) called for full liberalization by July 2007
- Effective market degree approx. 55%; 60 active suppliers (end-user suppliers and traders)
- Prolongation of the tariff regulation after the full opening of the market for households and small commercials

ROMANIA: SUPPLY REMAINS REGULATED



Supply remains regulated

- Still regulated tariffs for 45% of Romanian electricity consumption; mainly residential, commercial and small industrial consumers
- Methodology for sales to captive customers - the approach is 2.5% margin on top of electricity acquisition costs
- Since 2008, ANRE approves differentiated regional tariffs for industrial consumers;
- End-user tariffs for residential customers are still uniform at the national level

2010 tariffs:

- Tariffs for captive residential consumers have been increased by 3.9% for all suppliers
- Tariffs for captive industrial consumers have been increased by 9.1% for CEZ; CEZ has the highest increase of regulated tariffs for regulated industrial consumers

2011 tariffs:

- For 2011 regulated tariffs was kept at the same level as for 2010; new computations in the second semester.

* Exchange rate used as of year end

ALBANIA: PRINCIPLES OF DISTRIBUTION REGULATION

Regulatory Framework

- Regulated by ERE (Energy Regulatory Entity, www.ere.gov.al)
- The regulatory formula for distribution
  - Revenue cap = Operating expenses + Regulatory return on RAB
  - RAB reflects planned investments for the regulatory period: 20 406 m LEK* in 2011
  - Regulatory rate of return (WACC nominal, pre-tax) – 9.98% for 2011
  - costs are indexed to CPI and adjusted by efficiency factor
  - efficiency factor is zero for all three regulatory periods

Regulatory periods

- 1st regulatory period : January 1, 2010 – December 31, 2010
- 2nd regulatory period: January 1, 2011 – December 31, 2011
- 3rd regulatory period: January 1, 2012 – December 31, 2014
- following regulatory periods will last from 3 to 5 years

Unbundling & Liberalization

- Transmission unbundled in 2006
- Generation unbundled in 2008

* request of OSSH, not approved by ERE yet

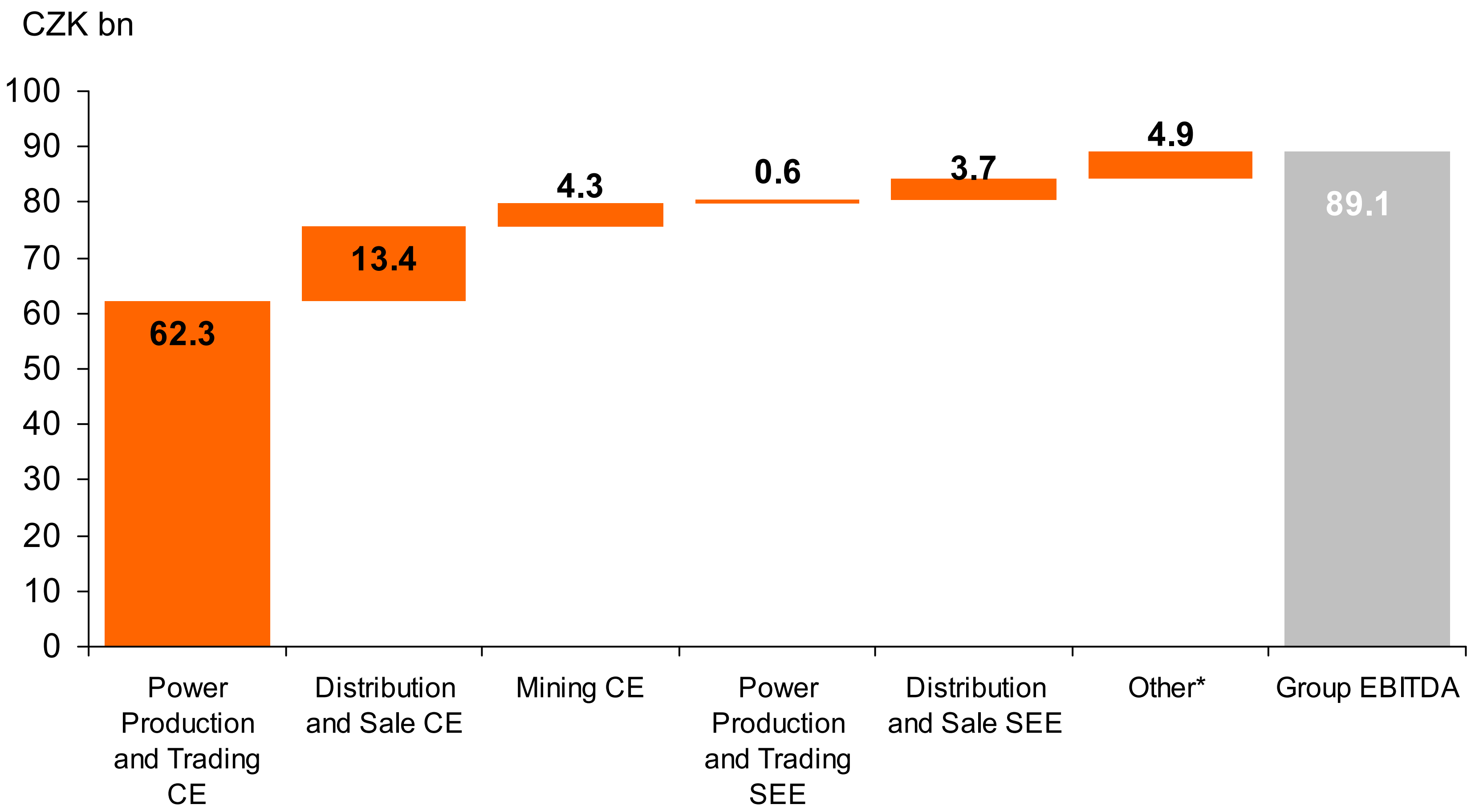
CEZ GROUP FINANCIAL RESULTS

(CZK bn.)	2009	2010	Change	%
Revenues	196.4	198.8	+2.4	+1%
EBITDA	91.1	89.1	-2.0	-2%
Net income	51.9	47.2	-4.7	-9%
Operating CF	87.4	77.2	-10.2	-12%
CAPEX	56.6	61.7	+5.1	+9%
Net debt	124.4	134.5	+10.1	+8%

		2009	2010	Change	%
Installed capacity	th. MW	14.4	15.0	+0.6	+4%
Generation of electricity	TWh	65.3	68.4	+3.1	+5%
Electricity distribution to end customers	TWh	51.7	53.2	+1.5	+3%
Sales to end customers	TWh	43.8	44.6	+0.8	+2%
Sales of heat	th. TJ	13.0	16.9	+3.9	+30%
Number of employees	000's	33.0	32.6	-0.4	-1%

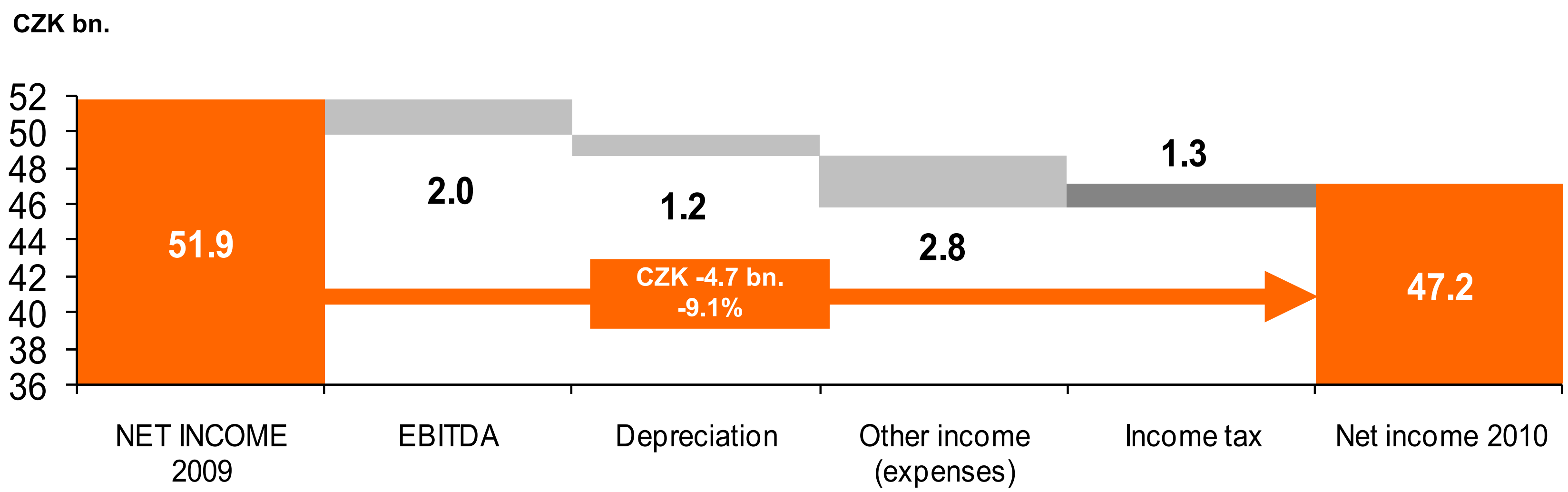
Note.: The presentation depicts consolidated CEZ Group data inclusive of subsidiaries consolidated using the full method excluding affiliated companies.

SEGMENTAL CONTRIBUTIONS TO EBITDA IN 2010

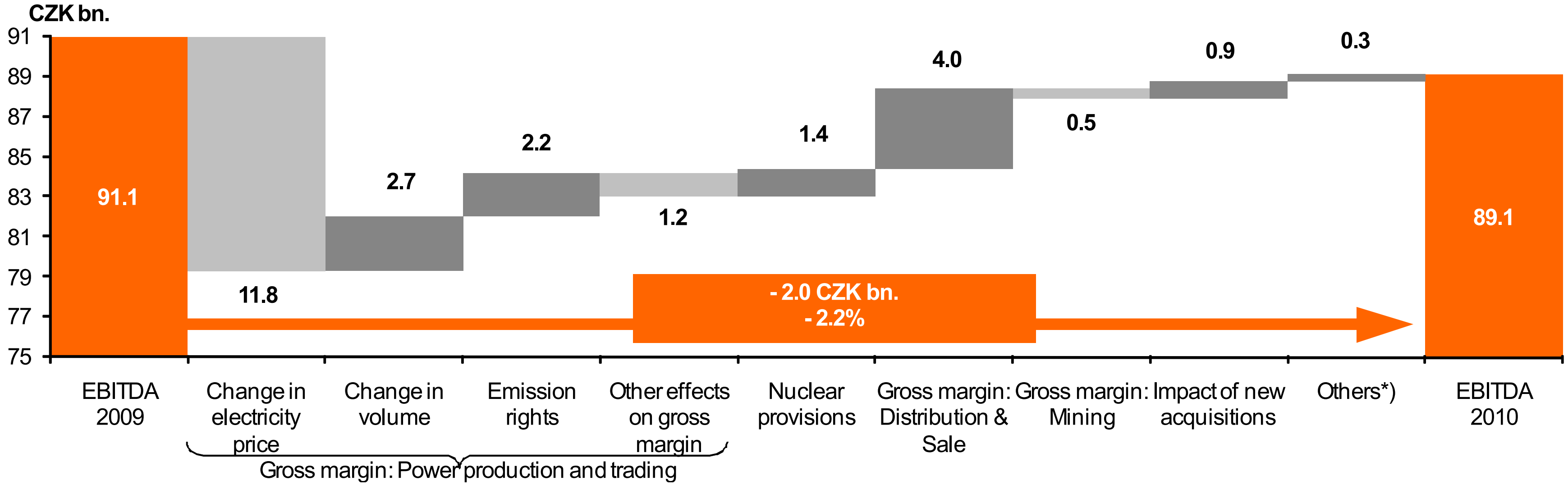


*including elimination s

KEY DRIVERS OF Y-O-Y CHANGE IN NET INCOME



KEY DRIVERS OF Y-O-Y CHANGE IN EBITDA



Gross margin from Power Production & Trading (CZK - 8.1 bn.)

- fall of electricity prices and appreciation of the CZK/EUR exchange rate (CZK - 11.8 bn.)
- increased volume of generation and trading (CZK +2.7 bn.)
- income from emission allowances (CZK +2.2 CZK bn.)

Nuclear provisions (CZK + 1.4 bn.)

- change in estimated provision for cost of storing spent nuclear fuel by CEZ a.s.

Gross margin from Distribution & Sale (CZK +4.0 bn.)

- increase of distribution tariffs in the Czech Rep. (CZK +2.1 bn.)
- change of balance of un-invoiced electricity (CZK +1.8 bn.)

Gross margin: mining (CZK -0.5 bn.)

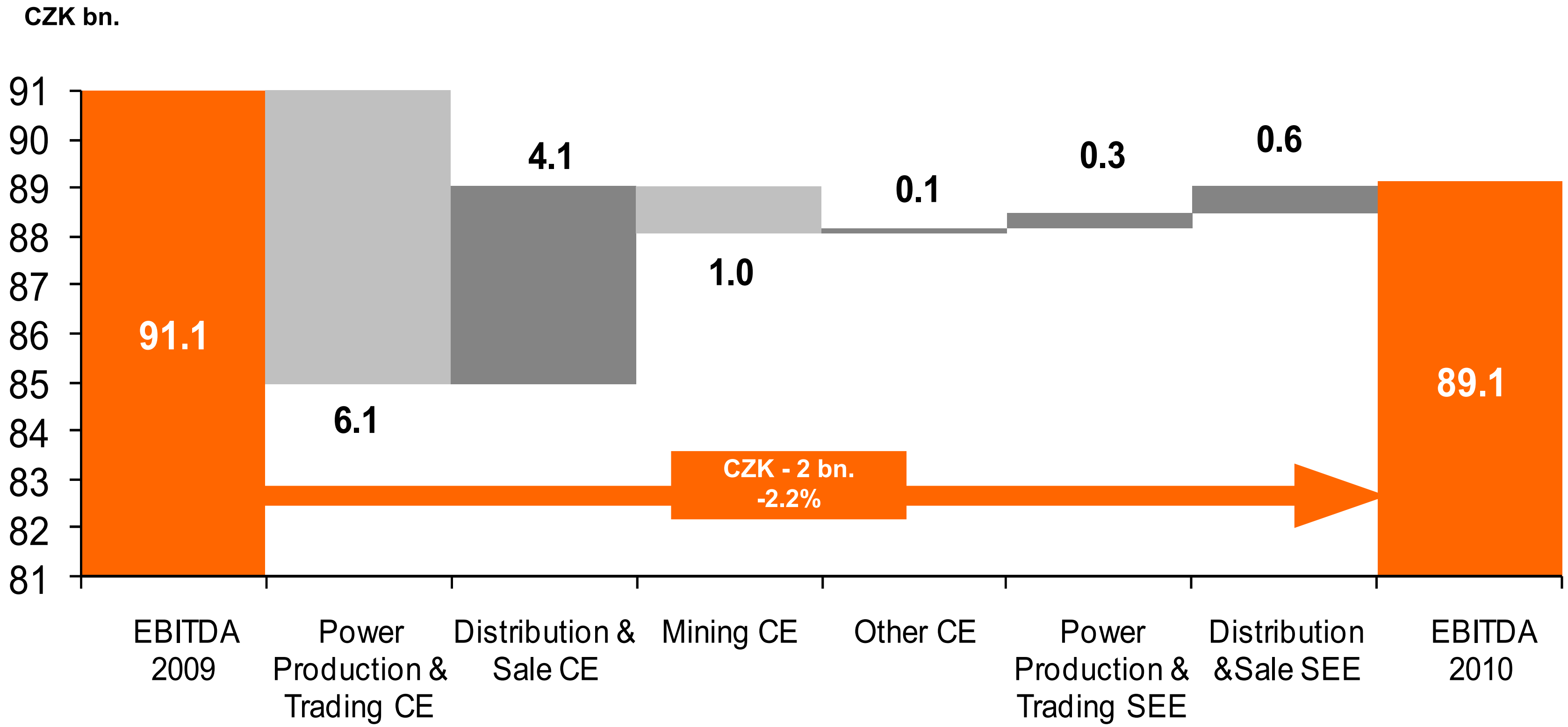
- decreased sales of coal (lower demand by CEZ a.s.)

Impact of new acquisitions (CZK +0.9 bn.)

- Albanian distribution company (CZK+0.6 bn.) and Trmice heating plant (CZK+0.3 bn.)

*) includes a number of minor drivers under the materiality limit

CHANGE OF EBITDA Y-O-Y BY SEGMENT



OTHER EXPENSES AND INCOME

(CZK bn.)	2009	2010	Change	%
EBITDA	**91.1**	**89.1**	**-2.0**	**-2%**
Depreciation and amortization	**-22.8**	**-24.0**	**-1.2**	**-5%**
Other income (expenses)	**-3.3**	**-6.1**	**-2.8**	**-86%**
Interest balance	-3.0	-3.5	-0.5	-17%
Foreign exchange rate gains (losses) and financial derivates	-0.6	-1.3	-0.7	>200%
Gain (Loss) from associates and joint-ventures	3.0	0.1	-2.9	-97%
Other	-2.7	-1.5	+1.2	+44%
Income taxes	**-13.1**	**-11.8**	**+1.3**	**+10%**
Net income	**51.9**	**47.2**	**-4.7**	**-9%**

Balance of interest expenses/income (CZK -0.5 bn.)

- growth of interest expense due to higher financing requirement

Exchange rate gains/losses and financial derivatives (CZK -0.7 bn.)

- lower y-o-y gain resulting from the revaluation of the MOL share option (CZK -0.9 bn.)

Gain/loss from associates and JVs (CZK -2.9 bn.)

- write-off of negative goodwill resulting from the MIBRAG acquisition affecting 2009 income (CZK -3.1 bn)

Other (CZK +1.2 bn.)

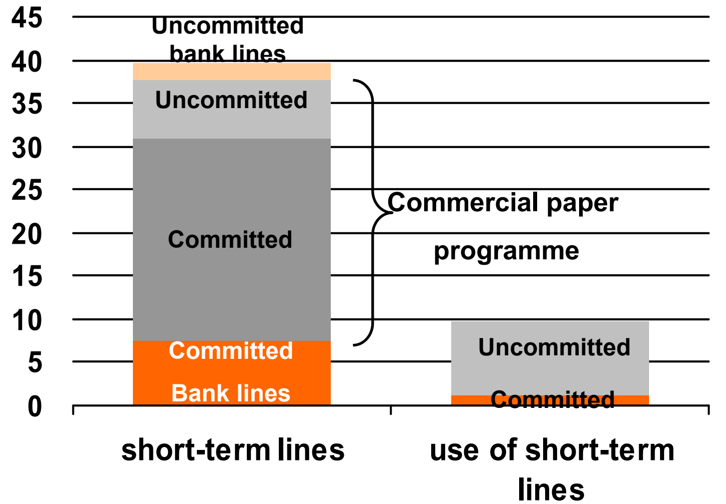
- goodwill write-off of Polish companies (CZK +3.3 bn) in 2009, goodwill write-off of Bulgarian companies (CZK -2.8 bn.) in 2010
- dividend received from Dalkia ČR (CZK +0.4 bn) and revenue from the Pražská Teplárenská transaction (CZK +0.9 bn)
- exchange rate losses from revaluation of securities CZK -0.2 bn., in 2009 one-off revenue from bank guarantees of companies in equivalence (CZK -0.2 bn)

N.B.: The balance of interest expense/income also includes interest from nuclear provisions.

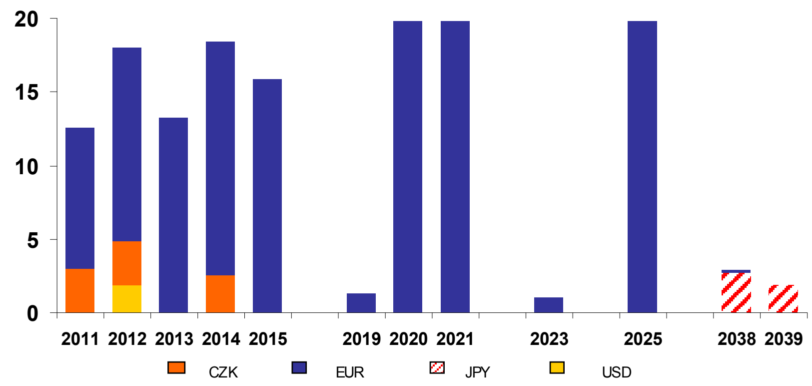
CEZ GROUP MAINTAINS A STRONG LIQUIDITY POSITION

- Net debt/ EBITDA grew y-o-y from 1.37 to 1.51
- CZK 31 bn of short-term committed credit lines
- CZK 30 bn of cash and highly liquid financial assets
- Mostly uncommitted lines in the commercial paper programme were used
- Committed lines were maintained as a reserve to cover unexpected financial needs
- cooperation with European Investment Bank deepened, long-term loan agreements totaling EUR 300 million concluded in 2010, EUR 80 million in 2011
- In January and February 2011 new bonds issued – EUR 40 million and JPY 11.5 bn (EUR 102 million); maturity of both issues is 12 years
- Average debt maturity grew by 1.5 years to 7.6 years*)
- Total volume of bonds issued in 2010 amounted to EUR 1 690 million
- Liability management transaction in December 2010 – partial buyout of CEZ Finance B.V. 2011 bond issue and tap of ČEZ, a. s. 2020 bond issue

Utilization of lines (December 31,2010, CZK bn)



Bond maturity profile (December 31, 2010, CZK bn)



SELECTED HISTORICAL FINANCIALS OF CEZ GROUP CZK

Profit and loss

CZK bn	2005	2006	2007	2008	2009	2010
Revenues	125.1	149.1	174.6	184.0	196.4	198.8
Sales of electricity	115.9	148.3	162.7	165.3	173.5	175.3
Heat sales and other revenues	9.1	11.3	11.8	14.5	16.0	23.6
Operating Expenses	74.9	84.8	99.2	95.3	105.3	109.8
Purchased power and related services	37.5	43.0	46.3	41.7	48.2	54.4
Fuel	9.0	11.6	16.9	16.2	15.8	16.9
Salaries and wages	13.4	15.1	16.9	17.0	18.1	18.7
Other	15.0	15.1	19.1	20.5	23.2	19.7
EBITDA	**50.2**	**64.3**	**75.3**	**88.7**	**91.1**	**89.1**
EBITDA margin	*40%*	*43%*	*43%*	*48%*	*46%*	*45%*
Depreciaiton	20.7	24.3	22.1	22.0	22.9	24.0
EBIT	**29.4**	**40.0**	**53.2**	**66.7**	**68.2**	**65.1**
EBIT margin	*24%*	*27%*	*30%*	*36%*	*35%*	*33%*
Net Income	21.5	27.7	41.6	47.4	51.9	47.2

Balance sheet

CZK bn	2005	2006	2007	2008	2009	2010
Non current assets	280.4	302.0	313.1	346.2	415.0	448.0
Current assets	43.8	66.7	57.9	126.9	115.3	95.7
- out of that cash and cash equivalents	16.8	30.9	12.4	17.3	26.7	22.2
Total Assets	**324.2**	**368.7**	**370.9**	**473.2**	**530.3**	**543.7**
Shareholders equity (excl. minority. int.)	191.3	194.9	171.4	173.3	200.4	221.6
Interest bearing debt	38.7	48.4	73.3	106.4	156.8	164.4
Other liabilities	94.2	125.3	126.3	193.5	173.1	157.6
Total liabilities	**324.2**	**368.7**	**370.9**	**473.2**	**530.3**	**543.7**

Source: CEZ

SELECTED HISTORICAL FINANCIALS OF CEZ GROUP EUR

Profit and loss

EUR m	2005	2006	2007	2008	2009	2010
Revenues	4,946	5,897	6,902	7,274	7,766	7,863
Sales of electricity	4,585	5,864	6,435	6,537	6,860	6,931
Heat sales and other revenues	361	446	468	575	633	932
Operating Expenses	2,963	3,354	3,924	3,767	4,165	4,340
Purchased power and related services	1,482	1,700	1,832	1,648	1,906	2,149
Fuel	356	460	668	640	625	670
Salaries and wages	531	596	668	670	716	740
Other	594	597	755	809	917	781
EBITDA	**1,983**	**2,543**	**2,978**	**3,507**	**3,601**	**3,523**
EBITDA margin	*40%*	*43%*	*43%*	*48%*	*46%*	*45%*
Depreciaiton	820	960	875	872	905	950
EBIT	**1,163**	**1,583**	**2,104**	**2,636**	**2,696**	**2,572**
EBIT margin	*24%*	*27%*	*30%*	*36%*	*35%*	*33%*
Net Income	848	1,095	1,645	1,872	2,050	1,865

Balance sheet

EUR m	2005	2006	2007	2008	2009	2010
Non current assets	11,088	11,941	12,380	13,691	16,408	17,716
Current assets	1,732	2,636	2,288	5,019	4,559	3,782
- out of that cash and cash equivalents	664	1,223	491	684	1,057	876
Total Assets	**12,820**	**14,577**	**14,667**	**18,710**	**20,967**	**21,498**
Shareholders equity (excl. minority. int.)	7,564	7,707	6,775	6,851	7,923	8,763
Interest bearing debt	1,532	1,915	2,898	4,207	6,200	6,502
Other liabilities	3,724	4,955	4,994	7,652	6,844	6,233
Total liabilities	**12,820**	**14,577**	**14,668**	**18,710**	**20,967**	**21,498**

Exchange rate used:
25.29CZK/EUR

Source: CEZ

INVESTOR RELATIONS CONTACTS

CEZ, a. s.

Duhova 2/1444
14 053 Praha 4
Czech Republic

www.cez.cz

Barbara Seidlova
Head of Investor Relations

Phone:+420 211 042 529
Fax: +420 211 042 003
email: barbara.seidlova@cez.cz

Dana Fantova
Investor Relations, Equity

Phone:+420 211 042 514
Fax: +420 211 042 003
email: dana.fantova@cez.cz

Bronislav Cerny
Investor Relations,
Shares and dividends
administration

Phone:+420 211 042 609
Fax: +420 211 042 040
email: bronislav.cerny@cez.cz

Jan Hajek
Investor Relations, Fixed Income

Phone:+420 211 042 687
Fax: +420 211 042 040
email: jan.hajek@cez.cz