

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

Investment story, June 2010



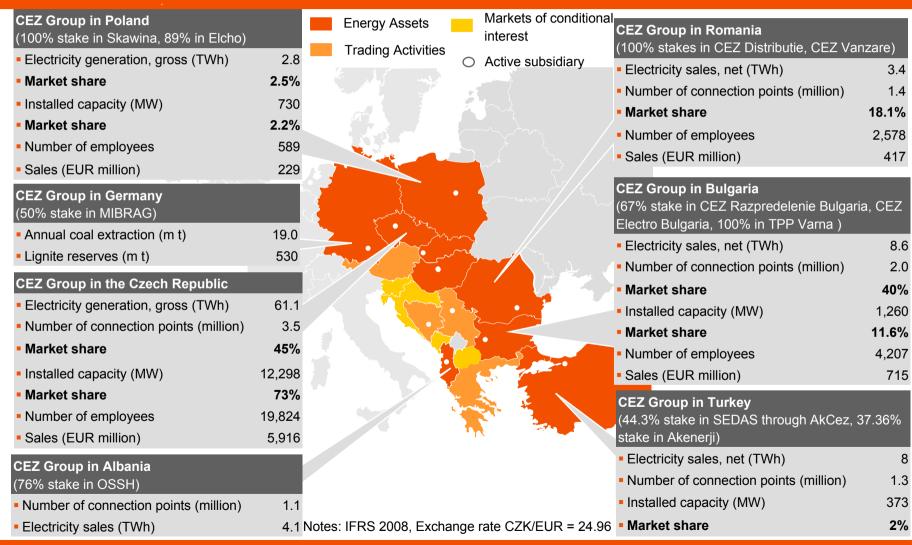
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CEZ GROUP IS AN INTERNATIONAL UTILITY WITH A STABLE POSITION IN DOMESTIC MARKET AND A GROWING PORTFOLIO IN CEE

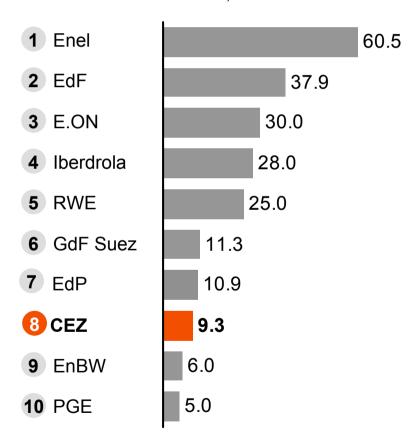




CEZ GROUP RANKS AMONG THE TOP 10 LARGEST UTILITY COMPANIES IN EUROPE

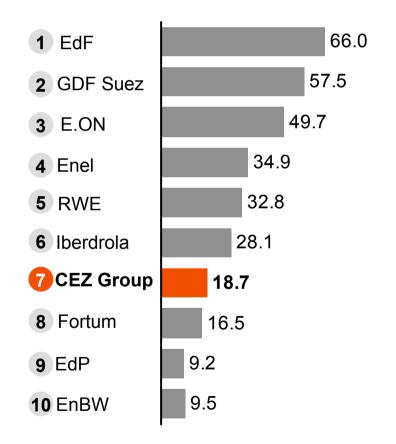


Number of customers in 2009, in millions



Top 10 European power utilities

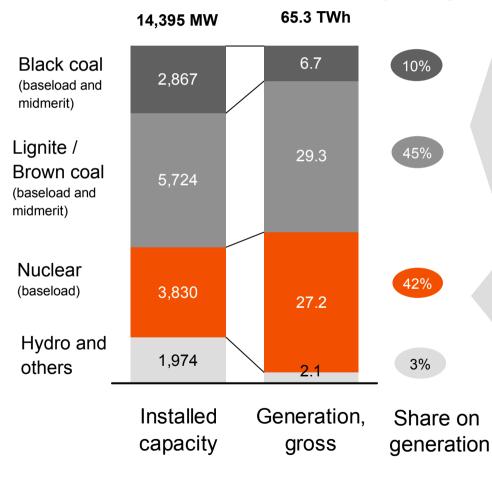
Market capitalization in EUR bn, as of June 2, 2010





CEZ GROUP IS BENEFITING FROM LOW COST GENERATION FLEET

CEZ Group installed capacity and generation (2009)



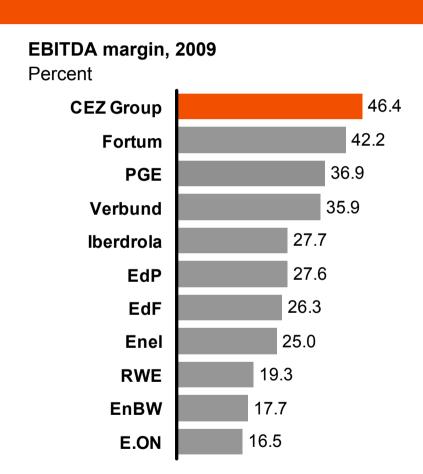
- Coal power plants are using mostly lignite from CEZ's own mine (60% of lignite needs sourced internally, remaining volume through long-term supply contracts)
- CEZ has 100% free allocation of CO₂ allowances for NAPII i.e. 2008-2012 and will continue receiving free allocations post 2012
- Nuclear plants have very low operational costs

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

Source: CEZ



CEZ GROUP IS ONE OF THE MOST PROFITABLE EUROPEAN UTILITIES





KEY STRENGTHS OF CEZ GROUP

- Low cost generation fleet
- Full allocation of CO₂ allowances for free until 2012 and continuing free allocation post 2012
- Portfolio of high quality foreign assets purchased at attractive prices
- Strong balance sheet supporting further growth at buyers' market
- Present in countries with renewed growth of industrial production and energy consumption
- Clear path towards low emission portfolio
- Nuclear expertise opening doors to new projects

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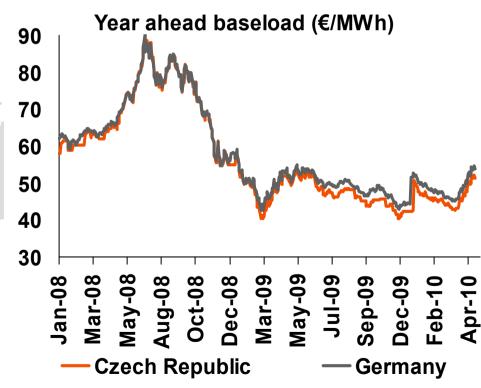


CZECH ELECTRICITY MARKET HAS CONVERGED WITH GERMANY DUE TO STRONG CROSS-BORDER INTEGRATION

- 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

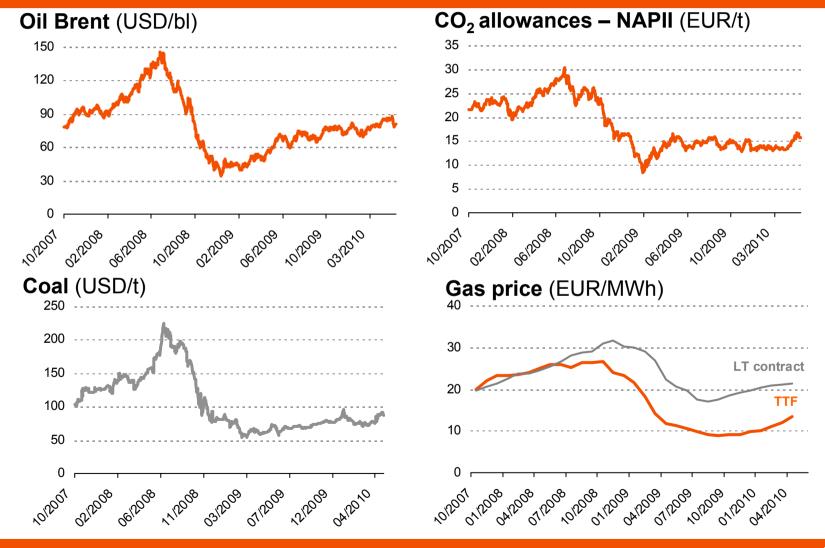








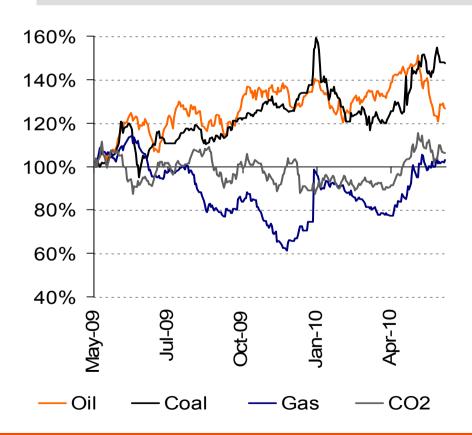
PRICES OF ALL INPUT COMMODITIES ARE CURRENTLY VERY VOLATILE

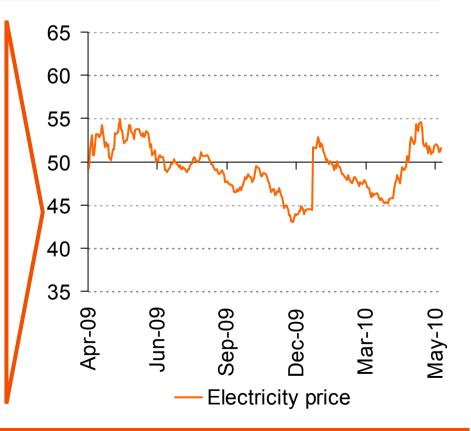




ELECTRICITY PRICES HAVE UPSIDE POTENTIAL MAINLY DRIVEN BY PRICES OF GAS AND CO₂

- Prices of oil, coal recovered from their lows seen in Q1 2009 but prices of gas and CO₂ allowances remain depressed
- Therefore we did not see a rebound of electricity price yet



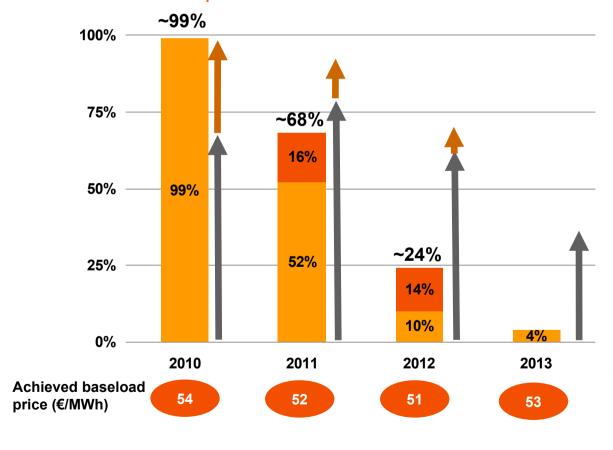




CEZ HEDGED ALL 2010 AND LARGE PART OF 2011 PRODUCTION AT ATTRACTIVE PRICES

Share of hedged generation from ČEZ, a. s. power plants (as of April 30, 2010)

100% corresponds with 55 - 60TWh



- 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 31 Jan 2010 to 30 Apr 2010
- Hedged volume at 31 Jan 2010

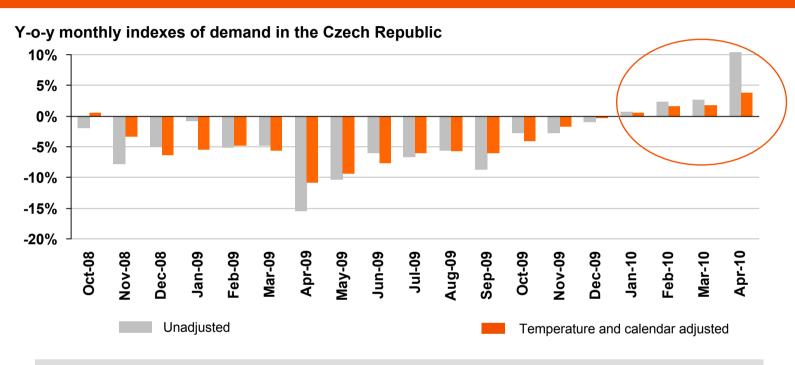
Currency hedging

Transaction currency hedging (hedge accounting)

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



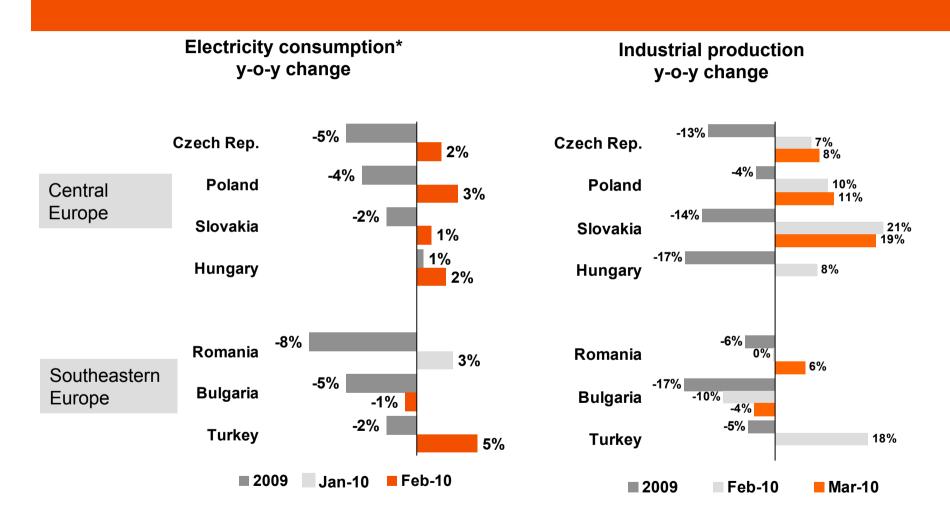
SINCE JANUARY 2010 POWER CONSUMPTION HAS BEEN GROWING AGAIN



- In 2009 annual decline of electricity consumption reached 5.6% in the Czech Republic
- In Q1 2010 we see growth of 1.7%:
 - + 3.2 % industrial customers
 - 1.3 % households
 - + 2.2 % small enterprises
- Our expectation for this year is approximately 2% growth



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

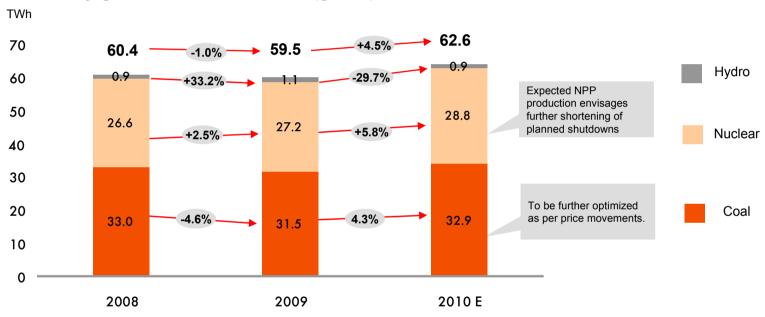


^{*} Net consumption + grid losses, Turkey – gross consumption (includes own consumption of power plants)



AFTER A 1% DECLINE OF ELECTRICITY GENERATION OF ČEZ, A. S. IN 2009 WE EXPECT A 4.5% INCREASE IN 2010

Electricity generation of ČEZ, a. s. (gross)



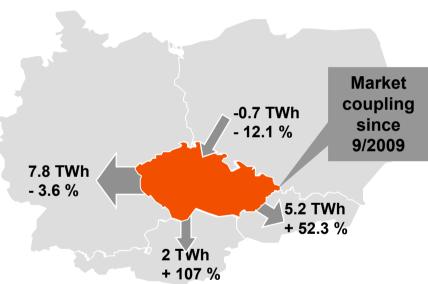
- The year-on-year decrease of generation in coal-fired power plants by 4.6% was especially caused by lower electricity prices year-on-year, for which power plant operation is optimized, and by an increased fault rate in Q4 2009
- The year-on-year production increase in nuclear power plants by 2.5% was caused by shortening planned and accident shutdowns of Temelin NPP in 2009
- The year-on-year growth of production in hydroelectric power plants of 33% was especially caused by higher flow rates in summer



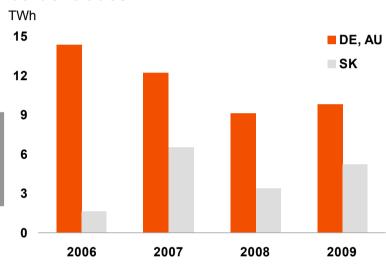
CZECH REPUBLIC REMAINS NET EXPORTER OF ELECTRICITY

Balance of cross border trades of the Czech Republic in 2009

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



Development of balance of cross border trades



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

- 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)

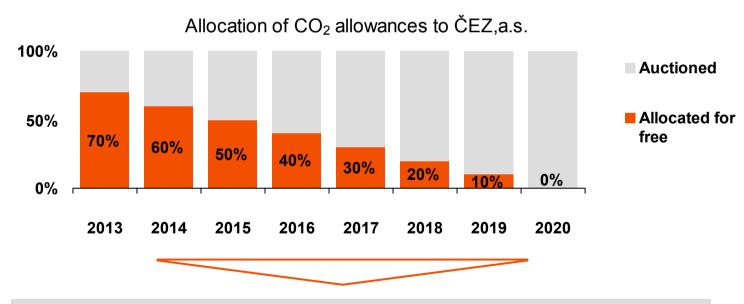


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CZECH REPUBLIC IS ELIGIBLE FOR GRADUAL IMPLEMENTATION OF CO₂ AUCTIONING IN 2013-2020

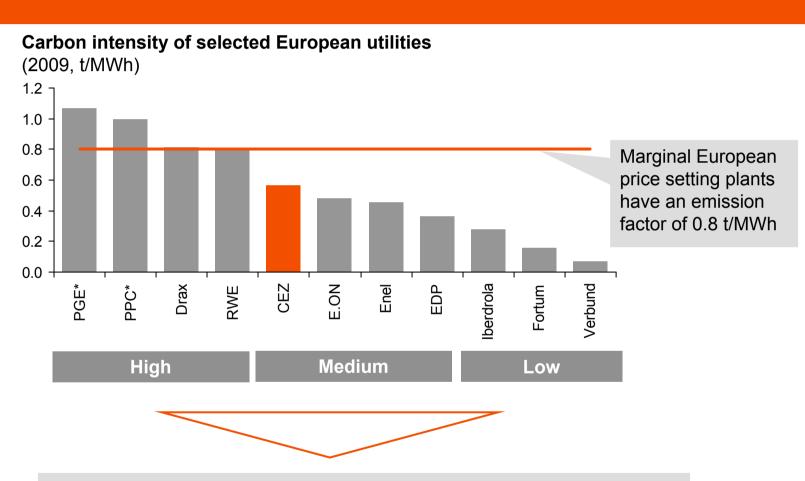
- Parliament of the Czech Republic has already approved an implementation of EU ETS directive, which enables partial free allocation of CO₂ allowances for Czech power industry
- Value of free CO₂ allowances should be invested into modernizing and upgrading infrastructure, clean technologies, and diversification of energy mix



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



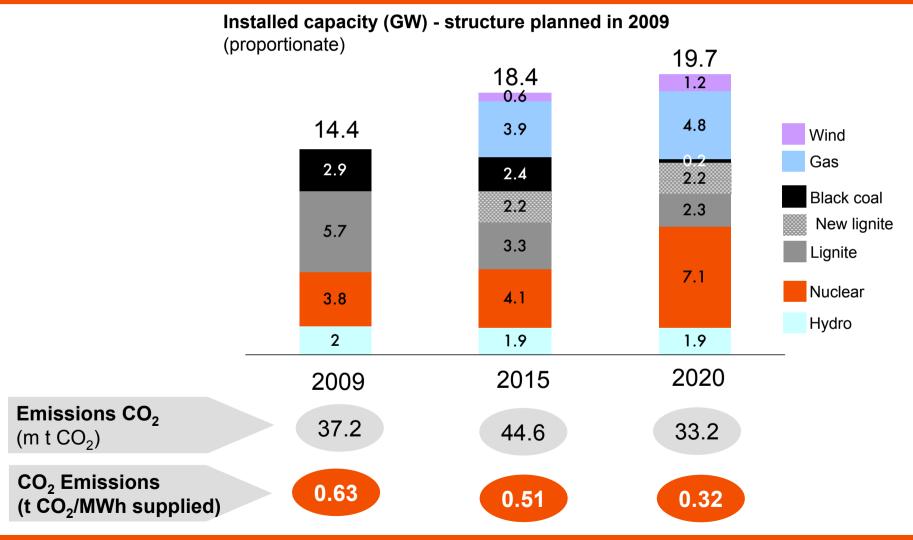
ALREADY NOW OUR CO₂ INTENSITY IS BELOW EUROPEAN PRICE SETTING PLANT



Increase in CO₂ price has a positive impact on CEZ profitability

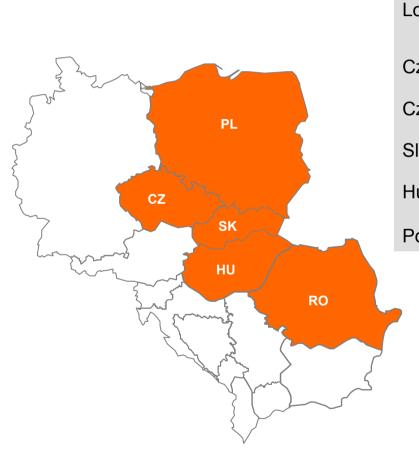


INVESTMENT PROGRAM WILL ALLOW CEZ TO REDUCE THE AVERAGE CO₂ EMISSION FACTOR BY 50%





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
Poland	Skawina	400



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

Reasons for nuclear energy

- "in the money"
- CO₂ 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 has 9.15% stake in Cernavoda (RO) project
- 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 H1 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 received for each MWh until 2016, 1GC per MWh afterwards

Czech Republic

- Already 120 MW of wind have secured connection to the grid, most of the capacity has agreement of municipalities, EIA submitted for 1/3 of the total capacity
- Time- limited opportunity for solar plants
- Target to triple the annual renewable energy production from 1.7 TWh to 5.1 TWh by 2020





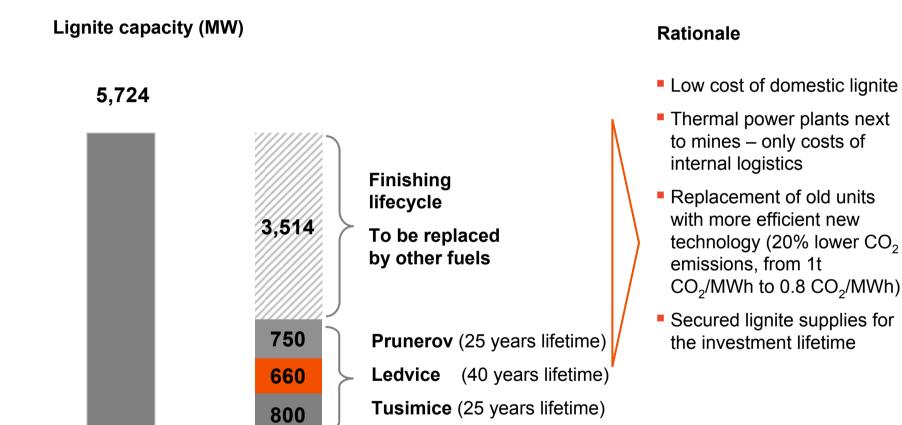
Current lignite

capacity

Ongoing renewal

projects

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

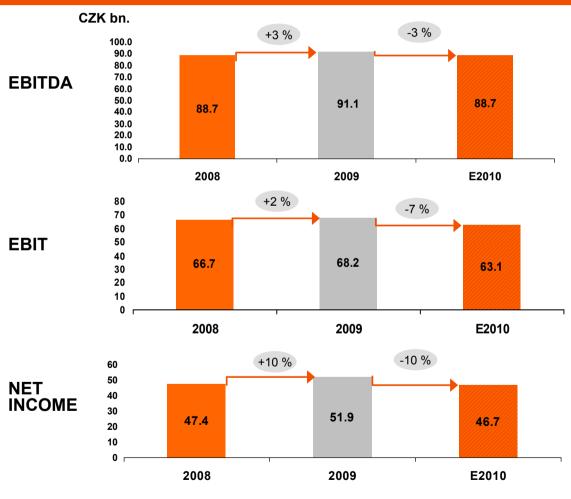




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EXPECTED FINANCIAL RESULTS IN 2010



Key positive factors:

- Stabilization of demand for electricity
- Increase in the production of nuclear power plants based on the goals of the Safely 15 TERA ETE and Safely 16 TERA EDU projects
- Increase in permitted revenues in electricity distribution
- Further benefits from the "Efektivita" (Efficiency) programme focused on cost savings
- Commencement of production from wind power plants abroad

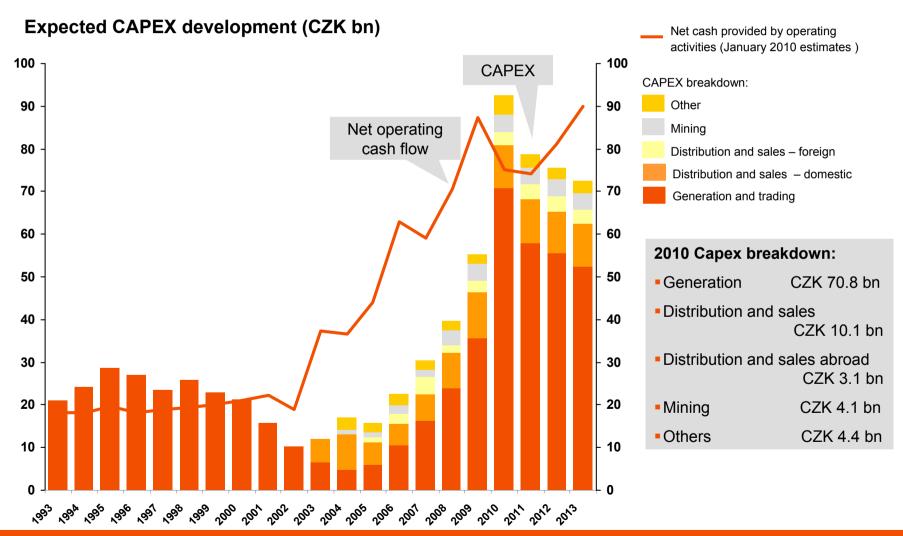
Key negative factors:

 Declining realised wholesale electricity prices although a large portion of the volume is sold through forward contracts

The expected economic results correspond with production from photovoltaic power plants, included in the tariffs for electricity distribution in 2010 – 180GWh. Because of the dramatic increase of production from photovoltaic power plants by up to another 175GWh, there is a risk of a negative impact on the expected results amounting to CZK 1 - 2 bn. This impact will be compensated in the permitted revenues in the years to come.

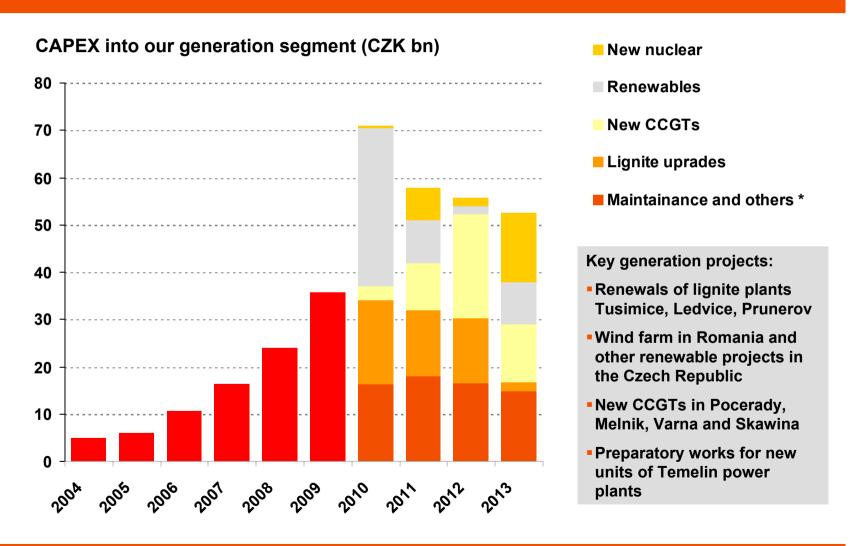


OUR EXTENSIVE CAPEX PLAN CAN BE LARGERLY FINANCED FROM OPERATING CASH FLOW





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

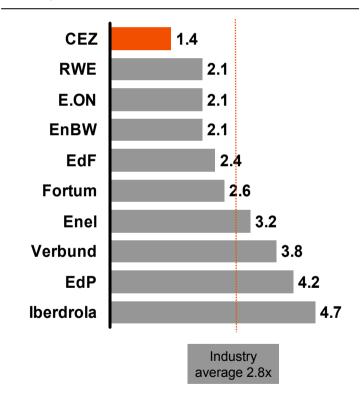




OUR CURRENT LEVERAGE IS LOW COMPARED TO INDUSTRY STANDARDS

Net financial debt/ EBITDA

Multiples, 2009



Current level of debt is low, which is a comfortable position in current tight debt markets

Medium-term target leverage remains intact:

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

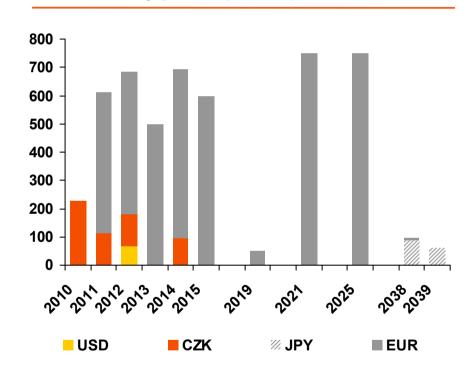
Source: Company data 29



CEZ HAS A GOOD ACCESS TO DEBT MARKETS

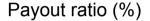
- CEZ has been regularly issuing bonds on Eurobond market
- Euro is the preferred currency because it serves as natural hedge to largely Euro denominated revenues
- Maturities are evenly spread over coming years; in the last 12 months average maturity increased by 2 years to current 7.7 years
- In April 2010 CEZ issued € 750 m bond with 15 year maturity and a coupon of 4.875%, the issue was price at 122 bp spread to mid swaps

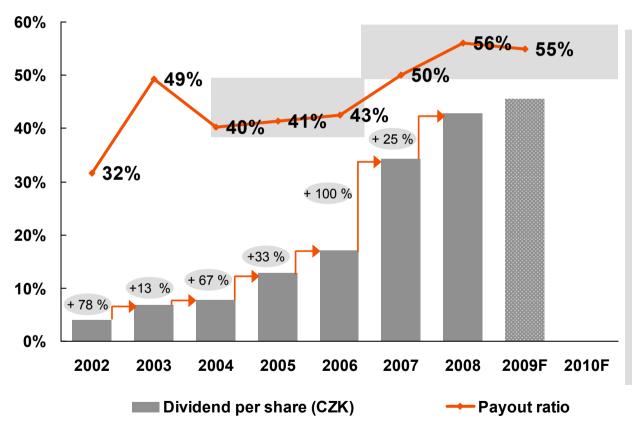
Bond maturity profile (EUR m)





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
- Board of directors proposes dividend from 2009 profit at CZK 53 per share
- The dividend will be voted on at the AGM on June 29, 2010

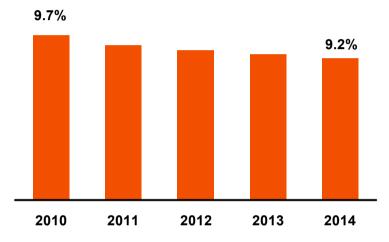
Source: CEZ 31



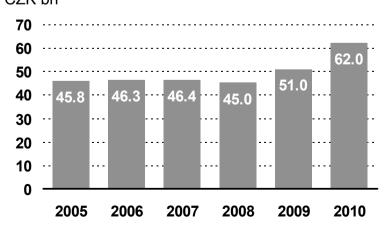
OUTCOME OF REGULATORY REVIEW OF THE CZECH DISTRIBUTION IS POSITIVE

- Parameters of 3rd regulatory period (2010-2014) improved
 - Formula is very supportive for new investments
 - Gradual increase of regulatory asset based is firmly incorporated into the formula – in 2010 RAB increased by CZK 9 bn
 - WACC increased from 7.6% to 7.9%
- Regulated fees increased by 12.2% for households and by 9.6% for small businesses in CEZ's distribution area
- We budgeted CZK 3 bn* increase in EBITDA in 2010 compared to 2009 in our Czech distribution business

Returns on new investments



Czech distribution RAB development CZK bn

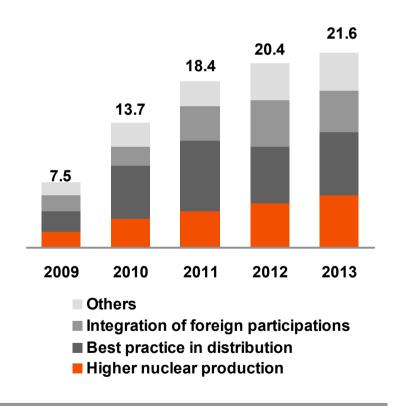




EFFICIENCY PROGRAM "EFEKTIVITA" ALREADY DELIVERED CZK 7.5 BN CONTRIBUTIONS TO EBITDA IN 2009

	Key initiatives
Transformation of ICT	Cost effective function of internal ICT suppliers
Lean Company	Process improvements in CEZ Group, particularly at headquarters
Customer	To become the company with the best customer services in the Czech Republic by 2009
Best Practice in Distribution	To optimize processes to the level of the best European companies by 2012
Integration of Foreign Equity Participations	Full integration of foreign equity participations to CEZ Group
Safely 15 TERA Temelín	Increase of production to 15 TWh by 2010 (technical innovations, limiting of unplanned shutdowns, shortening of re-fuelling outages)
16 TERA Dukovany	Increase of production by 2013 (technical innovations, shortening of re-fuelling outages)

Increase of EBITDA vs. baseline in 2006 (CZK bn.)



The Efektivita program, which focuses on improving our internal performance, brings the results in line with the long-term plan

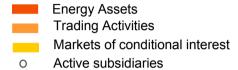
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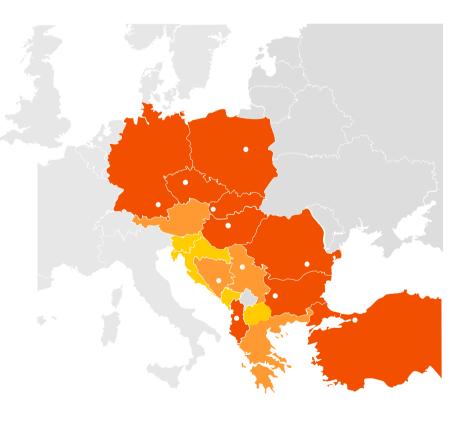
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FOCUS OF INTERNATIONAL EXPANSION IS ON COUNTRIES WITH ALREADY ESTABILISHED PRESENCE

- We are focusing on Central and Southeastern European countries, where we are already present
- We increased our hurdle rates and all our projects are internally competing for capital
- We stopped monitoring regions adjacent to our target territory where we did not have ambitions to become important player on the market (Russia, Ukraine)
- We stopped development of non-profitable projects (Gacko, Varna CCGT)







LAST YEAR 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



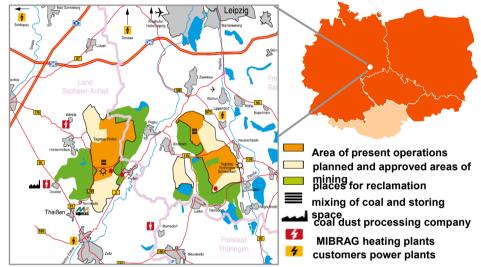
MIBRAG ACQUIRED AT ATTRACTIVE MULTIPLES

Transaction details

- On June 2, 2009 Severočeské doly and J&T Group jointly acquired 100 % of MIBRAG from two U.S. companies, URS Corporation and NRG Energy Inc. for EUR 404 m.
- The acquisition price implies 2008 EV/EBITDA multiple of 3.8x.

Key facts on MIBRAG

- Mibrag owns and operates two opencast coal pits Profen and United Schleenhain in central German brown-coal basin, near Leipzig. Their combined annual production is approximately 19 m tons.
- The proven reserves in current coal mines are 530 m tons of lignite, with significant expansion options.
- Coal is supplied primarily to power plants of Lippendorf (2*900 MW) and Schkopau (2*450 MW) based on long-term contracts and also to 3 combined heat and power plants owned and operated by Mibrag with installed capacity of 208 MWe.
- MIBRAG also runs coal dust processing factory.



EUR m	2006	2007	2008
Revenues	371.6	372.5	404.7
of which: sales of raw brown coal		260.3	279.1
electricity sales		40.5	52.1
EBITDA	124.0	128.5	120.6
EBIT	50.9	50.8	39.2
Net income	36.8	39.8	31.8
Assets	979.1	950.4	970.1
Net financial debt	110.4	74.2	51.9
Environmental and mining provisions	201.8	203.4	220.2
Investments	62	34.3	26.8
Raw coal extraction (m t)	19.9	18.6	19.0
Electricity generation (GWh)	1,284	1,449	1,402

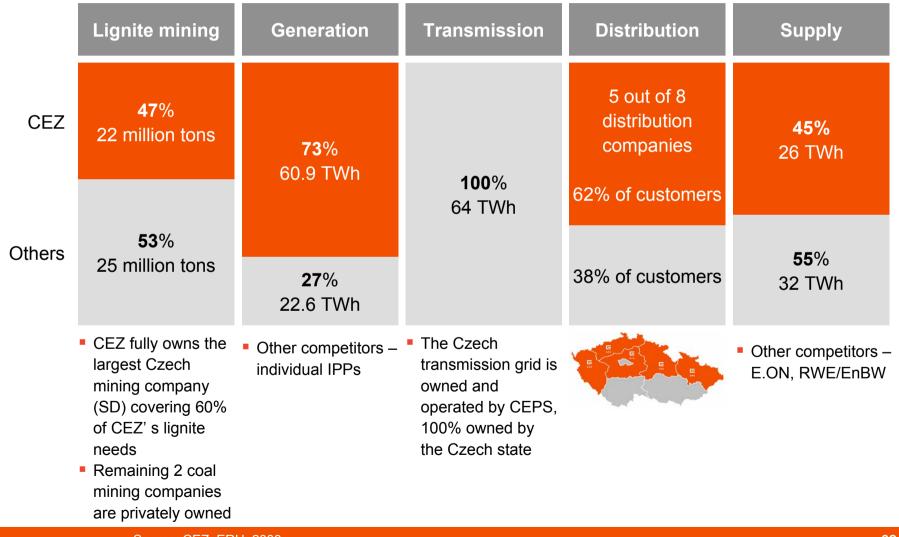
Source: CEZ, MIBRAG 37

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



Source: CEZ, ERU; 2008



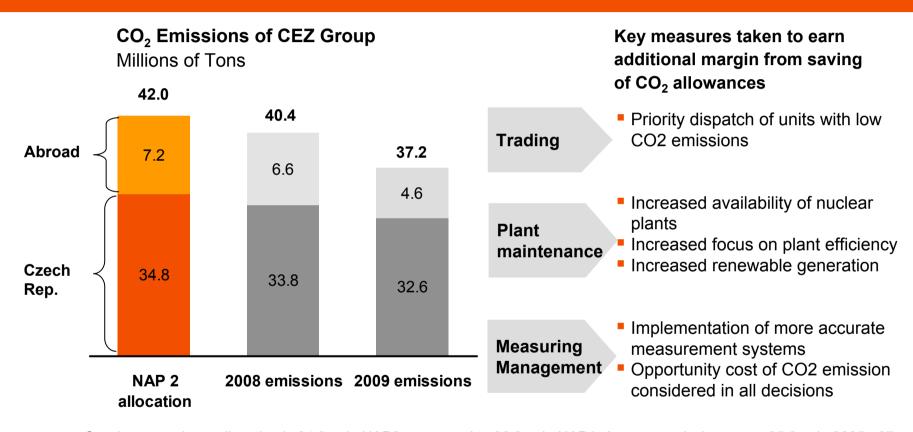
ELECTRICITY MARKETS IN THE REGION ARE INTEGRATED, CEZ CAN SELL ITS POWER ABROAD



Note: Prices for base load 2011 as of May 12, 2010



NAP 2 ALLOCATION IS SUFFICIENT TO COVER CEZ GENERATION NEEDS



- 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 range 3.4-3.9 m in 2008-2012)

Source: CEZ 41



MODERNIZATION OF TUSIMICE AND CONSTRUCTION OF NEW UNIT IN LEDVICE IS PROGRESSING ACCORDING TO SCHEDULE AND BUDGET

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 August 2011

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



- Construction of the boiler structure, cooling tower and desulphurization unit are ongoing
- Planned net efficiency 42.5%
- Expected service life 40 years, i.e. until 2052
- Initiation of implementation: July 17, 2007
- Planned start of operation: Dec 2012



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 finalization of basic design is underway
- Increase in net efficiency to above 39 percent
- Extension of service life by 25 30 years
- Initiation of renewal: March 1, 2011
- Planned start of operation of new units:

Q4 2012 - Q1 2013

CCGT Počerady

New construction (841 MW)



- EIA issued
- Gas turbine, HRSG and steam turbines contracted
- Net efficiency 57.4% (ISO)
- Service life until 2043
- Start of construction by December 2010
- Planned start of operation: April June 2013



PREPARATION OF PROJECTS IN COOPERATION WITH OUR PARTNER MOL GROUP

CCGT Slovnaft

New construction (800 - 900MW)



- Next to refinery site Slovnaft, Bratislava
- CCGT multi shaft
- Request for EIA submitted
- On-going tender for technology and gas
- Assumed life cycle 30 years
- Planned commissioning in late 2014

CCGT Dufi

New construction (800 - 900MW)



- Next to refinery site Dufi, 30 km to the south of Budapest
- CCGT multi shaft
- Project in-waiting for EIA
- On-going tender for technology
- Assumed life cycle 30 years
- Planned commissioning in late 2013



PREPARATION OF MORE CCGT PROJECTS

CCGT Skawina, Poland

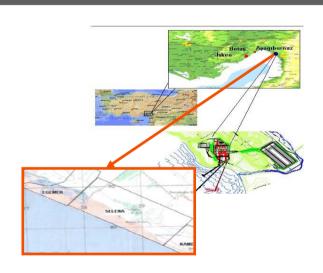
New construction (400 - 500MW)



- On the ground of TPP Skawina
- New CCGT unit with steam extraction 200 MWt
- EIA approval received
- On-going selection of owner's engineer
- Planned commissioning in late 2014

CCGT Hatay (Egemer), Turkey

New construction (800 - 900MW)



- Activities realized via Akenerji
- EIA process ongoing
- Assumed life cycle of power plant 30 years
- Owner's engineer: Parsons Brinckerhoff
- On-going selection of technology and gas
- Planned commissioning in late 2013



ON MAY 10, 2010 CEZ GROUP ACQUIRED STAKES IN DALKIA ÚSTÍ NAD LABEM AND DALKIA ČESKÁ REPUBLIKA

- In November 2009, CEZ has concluded a contract for purchase of 85% stake in Dalkia Ústí nad Labem from Dalkia Česká republika. The price for 100% share equivalent of Dalkia Ústí nad Labem is CZK 6.3 bn and comprises of fixed and variable sum.
- CEZ will concurrently acquire 15% of Dalkia Česká republika for the price amounting to CZK 3.6 bn.
- An option for remaining 15% share in Dalkia Ústí nad Labem as well as possible share buy back of 85% by Dalkia Česká republika is part of the agreement. Realization of the options is related to a trouble-free continuity of performance in Usti nad Labem and development of further negotiations regarding potential assets transactions.
- The transaction will enable CEZ to strengthen its position in a heating industry in the area where it already owns companies Martia and PPC Uzin.
- The transaction was concluded on May 10, 2010 after it received clearance from Czech Antimonopoly Authority.



BASIC FACTS ON DALKIA ČESKÁ REPUBLIKA, A.S. AND DALKIA ÚSTÍ NAD LABEM

- Dalkia Česká republika (Dalkia CR) is one of the most important players in Czech energy market active in generation, distribution and sale of heat and generation and sale of electricity.
- 51.1 % of the company is owned by Veolia Environment and 25.3 % by EDF through companies Dalkia and Dalkia International.
- Total installed capacity for heat generation is 3,850 MW. Dalkia CR supplied heat to 262.000 households in 2008.
- Total installed capacity for electricity generation is 550 MW. Customers for electricity are mainly Czech electricity traders.
- Dalkia Usti nad Labem (Dalkia UnL) is 100% subsidiary of Dalkia CR. In the city
 of Usti nad Labem it operates heat capacity of 470 MW and supplies 3,300 TJ of
 heat. Its electric capacity is 158 MW. It serves 30,000 households.

Dalkia Česká Republika key figures (consolidated)

3					
CZK m	2006	2007	2008		
Revenues	9,455	10,055	10,979		
of which: sales of heat and related products		5,601	6,056		
sales of electricity and support services		4,165	4,536		
EBITDA	3,263	4,037	4,062		
EBIT	2,202	2,929	2,899		
Net income	1,593	2,204	2,163		
Assets	14,239	14,974	14,968		
Net debt	1,787	1,394	1,115		
Cash flow from investing activities	1,753	1,243	1,403		
Total volume of heat sold TJ	17,919	17,941	18,394		
Total volume of electricity sold GWh	2,440	2,432	2,055		

Assets of Dalkia Česká republika



Dalkia Ústí nad Labem key figures 1), 2)

CZK m	2006	2007	2008
Revenues	1,871	1,827	1,803
of which: sales of heat			806
sales of electricity			513
ancillary services			449
EBITDA	929	829	843
EBIT	734	626	621
Earnings before tax	746	621	625
Assets	3,014	3,188	3,132
Net debt ¹⁾	376	297	238
Total volume of heat supplied TJ	2,632	2,483	3,204
Total volume of electricity supplied GWh	457	445	307

¹⁾ Dalkia UnL was an organizational unit of Dalkia CR till September 30, 2009. The organizational unit was transformed into an independent legal entity via contribution of assets and liabilities (ie. the whole enterprise) on November 1, 2009; the contribution was on a debt free basis

²⁾ Dalkia UnL is a CO₂ emitter and within the second allocation phase of EU ETS receives allocation of 1.1 mil tons of EUAs on annual basis for free; its annual consumption is around 0.75 mil tons, i.e. 0.35 mil tons p. a. is available for sale. We do not know to what extent are the historical sales reflected in the Dalkia UnL in 2008 and before.



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.
- 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
Total revenues	7,074	8,235
of which: heat sales	4,750	5,285
electricity sales	2,087	2,712
EBITDA	2,573	2,884
Net income	1,549	1,761
Assets	13,476	13,650
Net financial debt (cash if negative)	-1,875	-1,975
CF from investing	371	434
Total volume of heat sold (TJ)	12,596	13,088

Prazska teplarenska shareholder structure (As of Dec 17, 2008 in %)

International Power Opatovice	48.67
Prazska teplarenska Holding*	47.33
* Controlled by City of Prague, EnBW	



CEZ GROUP HAS COMPLETED ACQUISITON OF ALBANIAN DISTRIBUTOR

Albania – distribution

- On June 1, 2009 CEZ acquired 76% stake in Albanian distribution company OSSH from Albanian government for EUR 102 m.
- OSSH is the only distribution company in Albania. It serves more than 1 m customers and supplies 4.1 TWh of electricity.
- Albania has been affected by a large shortage of electricity lately in particular due to the absence of investment in power development in last decades. In 2008 Albania imported over 30% of its annual consumption amounting to 6.5 TWh.



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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 (%)	55%
Losses	6.3%*

*2008

Source: ČEZ, TEDAS 50



ACQUISITON OF STAKE IN AKENERJI CLOSED ON MAY 15, 2009

- 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%
- Akenerji is the largest company among private generation companies with 10% market share. It produces 2% of Turkey's electricity generation
- Current power plants of 373 MW are located in the backbone of main industrial zones in western part of Turkey, in 9/2009, the wind farm Ayyildiz was put in operation (5x3MW)
- Between 2010 2011, we plan to commission more than 300MW, mostly involving projects with renewable resources
- Development of the project of up to 900MW CCGT in Hatay is underway (commissioning expected in 2013; EPC contract planned for 7/2010)

Project	Installed capacity (MW)
Uluabat	100
Akocak	81
Burc	28
Bulam	7
Feke 1	30
Feke 2	70





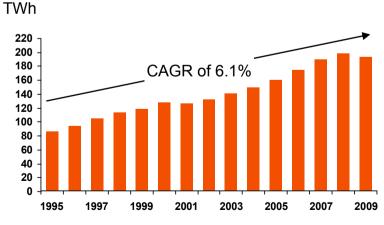
*EU27

TURKISH ELECTRICITY MARKET IS VERY ATTRACTIVE

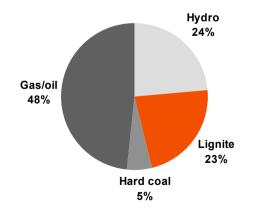
Selected data on Turkey:

- 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



Structure of installed capacity in Turkey





MARKET OF RENEWABLES IN ROMANIA





Support of renewables

- Two green certificates (GC) are obtained by the producer for each MWh supplied to the network until 2015, one GC from 2016 onwards (previously 1 GC per MWh for the whole time)
- Legally set up price for green certificate is 27 to 55 EUR until 2014
- 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 17% in 2010

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STRATEGIC ALLIANCE WITH MOL: PRINCIPLES OF CEZ - MOL JOINT VENTURE

- JV 50:50 in equity interest, voting rights and other benefits
- Operations targeted for 4 countries of CSEE Hungary, Slovakia, Croatia and Slovenia
- The initial projects in Hungary and Slovakia 800 MW CCGT in Dufi (Százhalombatta) and 800 MW CCGT + 160 MW TPP expansion in Bratislava
- MOL contributes current heat plants and related infrastructure into JV
- JV investment of app. 1.4 bn EUR (for initial projects)
- Gas supply contract from MOL, off-take contract for refineries steam, electricity
- Dual fuel capability (gas, liquid residuals)

Source: CEZ - MOL 54



STRATEGIC ALLIANCE WITH MOL: RELATED FINANCIAL TRANSACTION

- Purchase 7.6% of the common stock of MOL by CEZ to strengthen the strategic alliance
- CEZ sells to MOL an American call option with strike price 20,000 HUF:
 - Option can be exercised until January 2014
 - Call price covers spread between strike and purchase price and guarantees CEZ capital cost coverage until the option expires or is exercised
- Purchase of stake in MOL, net of the option premium received upfront, resulted in cash outlay of ca EUR 560 m in Q1 2008

Source: CEZ - MOL

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PRINCIPLES OF REGULATION IN THE CZECH REPUBLIC ARE IDENTICAL TO THE REST OF EUROPE

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
 - 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
- 2nd regulatory period: January 1, 2005 December 31, 2009
- 3rd regulatory period: January1, 2010 December 31, 2014

Unbundling & Liberalization

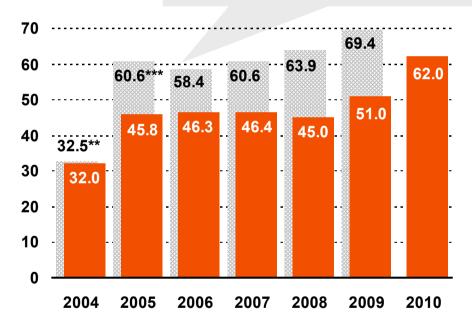
 Since January 1, 2006 all customers can choose their electricity supplier, market is 100% liberalized



GRADUAL REVALUATION OF RAB IS INCORPORATED INTO THE REGULATORY FORMULA FROM 2010 ONWARDS

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_{*}=(RABt₋₁)/(Book value_{t-1}) i.e. k<1</p>

- Book value of the assets as of the year-end

 RAB value accepted by regulator
- * 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



REVIEW OF BULGARIAN REGULATORY ENVIRONMENT

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 Eur 276 m for 2nd regulatory period
 - 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 1.10. 2005 30.6. 2008
- 2nd regulatory period 1.7. 2008 31.6. 2013

Unbundling & Liberalization

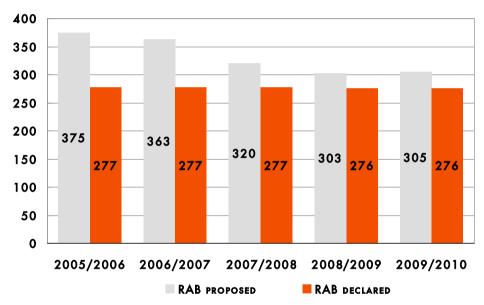
- Successfully completed by December 31, 2006
- Since July 2007, all consumers have the right to become eligible but the effective market degree of liberalized market is negligible.



BULGARIAN NEW REGULATORY RULES ARE BELOW OUR PROPOSALS BUT STILL ABOVE VALUATION CASE

Regulatory asset base

(EUR m)



- Significant reduction of regulated Capex (79% vs. CEZ proposal)
- Similar reduction for all three groups in Bulgaria (EVN, E.ON and CEZ)
- Reduced Capex threatens safety of distribution network and meeting EU norms in the long run
- Distributors filed a complaint against the decision
- Assumed ROIC is still above original valuation case (savings from losses reduction, synergy effect, efficiency improvements)

- In 2005/2006 end user prices increased on average by 7.1% compared to 2005/2004
- In 2006/2007 end user prices increased on average by 0.7 % compared to 2006/2005
- In 2007/2008 end user prices increased on average by 14.3 % compared to 2006/2007
- In 2008/2009 end user prices increased on average by 12.2 % compared to 2007/2008
- In 2009/2010 end user prices decreased on average by 1.08 % compared to 2008/2009
- Electricity purchase price from NEK and renewables in 2006/2007 rose faster than the enduser price (both regulated, but each on a different basis), impacting the expected y-o-y results



REVIEW OF ROMANIAN REGULATORY ENVIRONMENT - ELECTRICITY DISTRIBUTION

- 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
- 1st regulatory period 1.1. 2005 12.31. 2007
- Completion of privatization was reason to re-open inputs into regulatory formula
- 2nd regulatory period 1.1. 2008 12.31. 2012
- Legal deadline according to Electricity law July 1, 2007
- CEZ first company in Romania achieving legal unbundling on March 15, 2007
- 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
- First company in Romania to buy state shares (30% from Fondul Proprietatea and 19% from Electrica) applied in CEZ Distributie and CEZ Vanzare for the biggest transaction in Romania for 2009 375 mio.Euro
- CEZ a.s. is currently sole owner of CEZ Distributie and CEZ Vanzare

Regulatory Framework

Regulatory periods

Unbundling

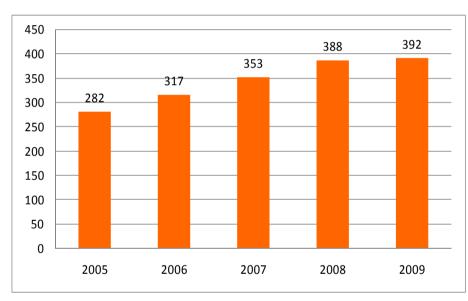
Liberalization

Call option



ROMANIAN REGULATORY FRAMEWORK IS SIMILAR TO CZECH AND EU

I. Regulated Asset Base (2005 - 2009) EUR mio*



Note: Compared with end 2008, at end 2009, RON was weaker by 6%

CEZ Distributie SA

- the biggest number of served customers in Romania (1.38 m)
- the highest RAB due to the most ambitious investment program
- as result, the highest distribution tariffs in 2008 and the highest rate of annual increase for regulatory period (2008-2012), out of all eight distributors
- the lowest internal consumption (technical & commercial)
- best practice concepts implemented (Start from home, Thermovision, Converge, SAP)
- core business transformation in 2008-2009 (Progres IV) brought a reduction of 800 employees
- DEEP focused on standardization of O&M activities, establishment of operational controlling, changes in supplier relationships, process improvement, introduction of skills for management oriented to a culture of performance
- new concepts in support functions (purchasing and logistics, non-technical losses, customer care optimization)
- New motivational system negotiated in 2009 applied starting 2010



SUPPLY IN ROMANIA REMAINS REGULATED

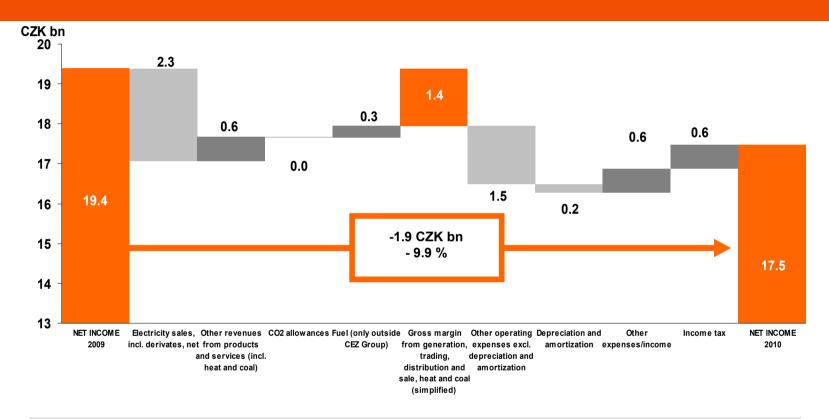
- Still regulated tariffs for 45% of Romanian electricity consumption; mainly residential, commercial and small industrial consumers
- Methodology for sales to captive customers the approach is 2.5% margin on top of electricity procurement costs (including wholesale price, transmission, ancillary services, market administration)
- CEZ proposed a yardstick supply methodology rather than cost plus one under discussion
- Since 2008, ANRE approves differentiated regional tariffs for industrial consumers;
- End-user tariffs for residential customers are still uniform at the national level

Since January 2009:

- Tariffs for captive residential consumers were maintained at 2008 level for all suppliers
- Tariffs for captive industrial consumers have been increased by 3.3% for CEZ;
 CEZ has the highest regulated tariffs for regulated industrial consumers



IN Q1 2010 NET INCOME DECREASED BY CZK 1.9 BN. Y-O-Y



Key factors

- Decrease of sale prices of electricity sold.
- Decrease of purchase prices of fossil fuels (especially black coal).
- New trading commodity gas.
- Introduction of a new nuclear fuel type (Temelín NPP).
- Mild increase in personnel costs (new acquisitions).



GROSS MARGIN FROM GENERATION, TRADING, SUPPLY AND DISTRIBUTION OF ELECTRICITY DECREASED BY 4% TO CZK 36 BN. Y-O-Y

(in CZK millions)	I. Q 2009	I. Q 2010	Change 10-09	Index 10/09
Electricity sales and services	49,377	44,964		
Electricity, gas and coal derivative trading, netto	554	4,287	-2,318	94%
Purchased power and related services	-12,307	-13,945		
Heat sales and other revenues	4,021	4,635	614	115%
Fuel	-4,895	-4,599	296	94%
CO2 allowances	950	921	-28	97%
Gross margin (simplified)	37,700	36,263	-1,437	96%
Operating revenues	53,952	53,886	-66	100%
Variable operating costs	-16,252	-17,622	-1,370	108%

- The year-on-year decrease of revenues was caused by declining wholesale electricity prices, which was partly compensated by electricity sales one year or more ahead at prices higher than those achievable on the spot market in Q1 2010. The margin on these forward trades was partly realized also in commodity derivatives (to optimize and hedge production margin in 2010).
- The revenues from heat sales increased year-on-year, particularly thanks to a larger volume of heat generated in Poland, which experienced shutdowns during the same period last year. In the Czech Republic the increase is driven by expansion of heat distribution and new production facilities.
- CEZ Group's gross margin was positively influenced by the distribution and sales segment, especially because of growing regulated tariffs. Sales were positively influenced by the results of trading with a new commodity - natural gas.
- A new acquisition in Albania also contributed to the gross margin (during the comparable period last year, it was not part of CEZ Group).
- The lower fuel costs were caused especially by lower costs of fossil fuels (mostly black coal for the Dětmarovice plant). Negative effects include accelerated depreciation of nuclear fuel for Temelín NPP (the original fuel will be replaced with a new type of fuel).
- The positive effect of emission allowances was caused in both years by the release of reserves for emissions of CO₂.



OPERATING COSTS IN CEZ GROUP GREW BY 20% Y-O-Y, SPECIFICALLY THANKS TO NEW ACQUISITION

(in CZK millions)	I. Q 2009	I. Q 2010	Change 10-09	Index 10/09
SUM of selected operating costs	-7,473	-8,932	-1,459	120%
Salaries and wages	-3,693	-4,066	-373	110%
Other selected operating costs	-3,780	-4,866	-1,086	129%
Repairs and maintenance	-817	-806	11	99%
Material and supplies	-1,044	-1,186	-142	114%
Others	-1,919	-2,874	-955	150%
EBITDA	30,227	27,331	-2,896	90%
Depreciation and Amortization	-5,430	-5,640	-210	104%

- All items were increased thanks to the new acquisition in Albania Operatori i Sistemit te Shperndarjes Sh. A.
- The slight increase of personnel costs was specifically caused by new acquisitions (distribution company in Albania CZK 170 mil.), and to a lesser extent by the increased costs of foreign mobility and limits on social security and health insurance.
- The higher material costs were caused by a larger volume of contracts from Severočeské doly.
- The other expenses and income item is affected by the formation of adjustments for receivables past due.
- The increased depreciation is caused by inclusion of acquisition in Albania.



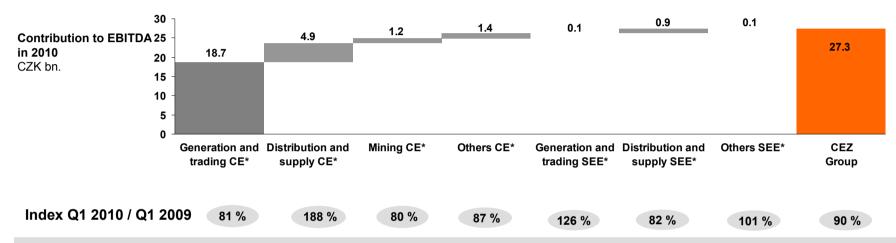
YEAR-ON-YEAR IMPROVEMENT OF OTHER EXPENSES AND INCOME BY CZK 0.6 BN.

(in CZK millions)	I. Q 2009	I. Q 2010	Change 10-09	Index 10/09
Other expenses and income	-817	-228	589	28%
Interest on debt, net of capitalized interest	-821	-907	-86	110%
Interest on nuclear and other provisions	-524	-510	14	97%
Interest income	545	703	158	129%
FX profit / loss and financial derivates	-218	349	567	Х
Income from associates	-36	51	86	Х
Others	236	86	-150	36%
Profit before taxes	23 980	21 463	-2 517	90%
Income tax	-4 595	-4 002	594	87%
Net Income	19 385	17 462	-1 923	90%

- Interest expenses increased in connection with a higher need for financing.
- Financial derivatives are positively influenced by the CZK exchange rate development, especially vs. EUR.
- The revenue from securities in equivalence includes the Group's net profit share from the joint venture of JV ČEZ and MOL, the Mibrag mines and the results of the Turkish acquisitions of Sakarya Elektrik Dagitim and Akenerji. In Q1, Mibrag did well and extracted 5.2 mil. tons of coal. During this period, the Turkish distribution company realized a high sale margin thanks to lower prices of electricity from water sources. The results are affected by the financing of the Mibrag acquisition and a change of the IFRIC12 accounting methodology in the Turkish distribution company.
- In the Other item, 2009 was influenced most of all by the efficient use of temporarily free money in foreign currencies available at the time.



SEGMENTAL CONTRIBUTIONS TO EBITDA IN Q1 2010

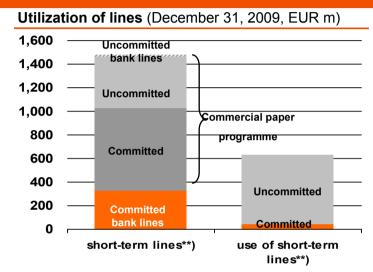


- Generation and trading CE*: The y-o-y decrease of EBITDA by CZK 4.5 bn. was caused mostly by lower electricity prices, but was partly compensated by its sales one year and more ahead.
- **Distribution and supply CE*:** EBITDA in the segment increased y-o-y by CZK 2.3 bn. (88%). The EBITDA increase was especially influenced by a higher distribution margin, relating mostly to an increase of regulated tariffs, particularly in reserved capacity and mandatory purchases from renewable sources. Sales were positively influenced by the results of trading with a new commodity natural gas.
- Mining CE*: EBITDA decrease by CZK 0.3 bn. due to lower purchases of ČEZ, a. s. from Severočeské doly (cheaper production / purchasing alternatives). This mining decrease by 10% was partly compensated by external customers, who increased their purchases.
- Other CE*: EBITDA of other companies in the Central European region decreased by CZK 0.2 bn. y-o-y.
- Generation and trading SEE*: The results of the Varna coal-fired power plant (Bulgaria) are positively influenced by the activation of the so-called cold reserve, when the operator NEK asked for a higher volume of energy because of colder weather and the generation volume at that time reached 590GWh. In Romania, the construction of a wind park in Fântânele continues; its launch is scheduled for mid-2010.
- **Distribution and supply SEE*:** In Q1, companies in Bulgaria, Romania and Albania distributed 5.6TWh and sold 4.8TWh to end users. The y-o-y decrease of EBITDA by CZK 0.2 bn. was caused by lower distribution tariffs in Bulgaria and creation of high adjustments in Albania. Restructuring measures are currently underway to improve the payment discipline in the future.

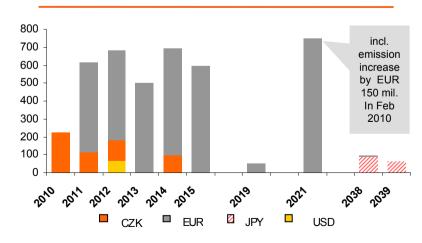


CEZ MAINTAINS A STRONG LIQUIDITY POSITION, A SIGNIFICANT PORTION OF COMMITTED LINES ARE HELD AS RESERVES

- EUR 945 m of unused committed lines
- EUR 1,209 m of cash and cash equivalents*)
- Mostly uncommitted lines in the commercial paper programme were used
- Committed lines were maintained as a reserve to cover unexpected financial needs
- Average maturity of bonds grew by 1 year to 6.1 years
- One-year loan contract "MOL" (EUR 550 mil.) successfully re-financed under better conditions through five private placement emissions (EUR 473 mil.) and one loan contract (EUR 75 mil.) with an average maturity of 3 years



Bond maturity profile (EUR m)





SELECTED HISTORICAL FINANCIALS OF CEZ GROUP CZK

Profit and loss	CZK bn	2004	2005	2006	2007	2008	2009
Revenues		<u>102.7</u>	<u>125.1</u>	<u>149.1</u>	<u>174.6</u>	<u>184.0</u>	<u>196.4</u>
Sales of electricity Heat sales and other revenues		92.2 10.5	115.9 9.1	148.3 11.3	162.7 11.8	165.3 14.5	173.5 16.0
Operating Expenses		63.0	74.9	84.8	99.2	95.3	105.3
Purchased power and related services Fuel Salaries and wages	3	26.5 9.3 11.4	37.5 9.0 13.4	43.0 11.6 15.1	46.3 16.9 16.9	41.7 16.2 17.0	48.2 15.8 18.1
Other		15.9	15.0	15.1	19.1	20.5	23.2
EBITDA EBITDA margin		39.6 39%	<u>50.2</u> <u>40%</u>	64.3 43%	75.3 43%	88.7 48%	91.1 46%
Depreciaiton		19.8	20.7	24.3	22.1	22.0	22.9
EBIT margin		19.8 19%	29.4 24%	40.0 27%	53.2 30%	66.7 36%	68.2 35%
Net Income		<u>13.2</u>	<u>21.5</u>	<u>27.7</u>	<u>41.6</u>	<u>47.4</u>	<u>51.6</u>
Balance sheet	CZK bn	2004	2005	2006	2007	2008	2009
Non current assets		271.7	280.4	302.0	313.1	346.2	415.0
Current assets - out of that cash and cash equivaler	nts	27.5 8.9	43.8 16.8	66.7 30.9	57.9 12.4	126.9 17.3	115.3 26.7
Total Assets		<u>299.3</u>	<u>324.2</u>	<u>368.7</u>	<u>370.9</u>	<u>473.2</u>	<u>530.3</u>
Shareholders equity (excl. minority. inf Interest bearing debt Other liabilities	t.)	178.4 41.8 79.0	191.3 38.7 94.2	194.9 48.4 125.3	171.4 73.3 126.3	173.3 106.4 193.5	200.4 156.8 173.1
Total liabilities		<u>299.3</u>	324.2	<u>368.7</u>	<u>370.9</u>	<u>473.2</u>	<u>530.3</u>

Note: 2004 results were restated to comply with pooling of interests method regarding Severoceske doly, i.e. the restated financials are as if CEZ had held 93% in Severoceske doly throughout the whole period of 2003 - 2005.

Source: CEZ 69



SELECTED HISTORICAL FINANCIALS OF CEZ GROUP EUR

Profit and loss	EUR m	2004	2005	2006	2007	2008	2009
Revenues		<u>3,881</u>	<u>4,729</u>	<u>5,638</u>	<u>6,599</u>	<u>6,954</u>	<u>7,425</u>
Sales of electricity Heat sales and other revenues		3,485 396	4,383 345	5,606 427	6,152 447	6,250 550	6,559 605
Operating Expenses		2,383	2,833	3,207	3,752	3,601	3,982
Purchased power and related services Fuel Salaries and wages		1,003 352 430	1,417 341 508	1,626 440 570	1,751 638 639	1,575 612 641	1,822 597 684
Other		599	568	571	722	773	877
EBITDA EBITDA margin		1,498 39%	1,896 40%	2,431 43%	2,848 43%	3,353 48%	3,443 46%
Depreciaiton		750	784	918	836	833	866
EBIT margin		748 19%	1,112 24%	1,513 27%	2,011 30%	2,520 36%	2,577 35%
Net Income		<u>500</u>	<u>811</u>	<u>1,047</u>	<u>1,573</u>	<u>1,790</u>	<u>1,950</u>
Balance sheet	EUR m	2004	2005	2006	2007	2008	2009
Non current assets Current assets - out of that cash and cash equivalents		10,272 1,041 338	10,601 1,656 635	11,416 2,520 1,169	11,836 2,187 470	13,089 4,799 654	15,687 4,359 1,010
Total Assets		11,313 0	12,257	13.937	14.023	17.888	20.046
Shareholders equity (excl. minority. int.) Interest bearing debt Other liabilities		6,746 1,581 2,986	7,232 1,465 3,560	7,368 1,831 4,737	6,478 2,770 4,775	6,550 4,022 7,316	7,575 5,928 6,543
Total liabilities		<u>11,313</u>	12,257	13,937	14,023	<u>17,888</u>	20,046

Note: 2004 results were restated to comply with pooling of interests method regarding Severoceske doly, i.e. the restated financials are as if CEZ had held 93% in Severoceske doly throughout the whole period of 2003 - 2005.

Exchange rate used: 26.452CZK/EUR

Source: CEZ 70



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