



## **Announcement of the General Meeting**

The Board of Directors of Komerční banka, a. s., convenes the

### **REGULAR GENERAL MEETING**

**of Komerční banka, a. s.,**

with its registered office at Prague 1, Na Příkopě 33, building identification No. 969, postal code 114 07, registration No. 45317054, registered in the Register of Companies maintained with the Metropolitan Court in Prague, Section B, File No. 1360 (hereinafter called "the Bank")

**that will be held at the Congress Hall of the Ambassador Hotel, Wenceslas Square 5 - 7, Prague 1 on 17 June 2004 from 9.00 o'clock.**

Agenda:

1. Opening
2. Approval of the rules of order and of voting of the general meeting, election of the general meeting chairman, minutes clerk, minutes verifiers and scrutineers
3. Approval of the Board of Directors' report on the Bank's business activities and on the state of its assets and liabilities for the year 2003
4. Discussion about the regular financial statements with the proposal for the distribution of profit for the year 2003, and about the consolidated financial statements for the year 2003
5. Position of the Supervisory Board on the regular financial statements for the year 2003, on the proposal for the distribution of profit for the year 2003, and on the consolidated financial statements for the year 2003; report by the Supervisory Board on the results of its supervisory activity; and position of the Supervisory Board on the Board of Directors' report on relations among related entities in accordance with S. 66a (9) of Act No. 513/1991 Sb., the Commercial Code as Amended
6. Approval of the regular financial statements for the year 2003
7. Decision on the distribution of profit for the year 2003
8. Approval of the consolidated financial statements for the year 2003
9. Decision on the acquisition of the Bank's own shares
10. Decision on the remuneration of the members of the bodies of the Bank
11. Decision on amendments to the Articles of Association
12. Conclusion

The proposed amendments to the Articles of Association submitted to the general meeting consist in the modification of the business activities of the Bank stated in S. 2 (2) a) made in accordance

with the modification of Act No. 455/1991 Sb. to Regulate Trades as Amended. S. 2 (2) c) is amended by leaving out the activity that is not performed by the Bank. The amendment to S. 6 (4) (5) and (7) reflects the change in the way of paying dividends to individuals. S. 43 is amended to provide only the basic regulation of the organization of the internal management system and subsections (3) and (4) are left out as a consequence of the modification of the ČNB measure dealing with the internal management and control system

The proposed amendments to the Articles of Association will be available for shareholders' inspection in the head office of Komerční banka, a. s., from 17 May 2004, on business days from 8.00 to 16.00 o'clock, and also at the Internet address [www.kb.cz](http://www.kb.cz). Every shareholder has the right to ask to be sent a copy of the draft Articles of Association at his/her cost and danger.

Komerční banka, a. s., hereby informs its shareholders that if they wish to lodge counterproposals to the proposed amendments to the Articles of Association at the general meeting, they are obligated - subject to S. 180 (5) of the Commercial Code - to deliver their proposals or counterproposals in writing to the head office of Komerční banka, a. s., no later than 5 business days prior to the general meeting day.

The regular financial statements, the consolidated financial statements, and the report by the Board of Directors on relations among related entities in accordance with S. 66a (9) of Act No. 513/1991 Sb., the Commercial Code as Amended will be available for inspection in the head office of Komerční banka, a. s., from 17 May 2004, on business days from 8.00 to 16.00 o'clock.

**Decisive day:**

The decisive day for the participation at the general meeting is 10 June 2004.

**Registration of shareholders:**

Shareholders will be registered in the place of holding the general meeting from 8 o'clock.

Upon the registration, shareholders - natural persons shall prove their identity by a valid proof of identity. In the case of empowerment, the empowered person shall present a valid proof of identity and the original or an officially attested copy of the power of attorney.

If a shareholder is a legal entity, upon the registration the person acting in the legal entity's name in accordance with a copy of an entry in the Register of Companies or other register shall present a valid proof of identity and the original or an officially attested copy of the copy of an entry in the Register of Companies, or in other register stipulated by law, or the original or an officially attested copy of the shareholder's - legal entity's decision certifying the authority to act in such entity's name. The shareholder's representative shall also present, jointly with the original or officially attested copy of the valid copy of the entry in the Register of Companies or other register, the original or officially attested copy of the principal's written power of attorney or other document certifying his or her right to act for the company, and he or she shall present a valid proof of identity.

The report on relations among related entities shows that Komerční banka, a. s., did not suffer any harm during the accounting period from 1 January 2003 to 31 December 2003 in relation with agreements and contracts made among the related entities in 2003. No legal acts in the interest or upon the initiative of the entities were made and no measures in the interest of or initiated by the related entities resulting in harm, profit, advantage, or disadvantage to Komerční banka, a. s., were taken or made by the controlled during this accounting period.

**Main figures of the regular financial statements for the year 2003**

CZK million	IFRS	CAS
Net profit	9 262	9 310
Total assets	447 565	451 397
Amounts due from clients – net	130 900	160 149
Amounts due to clients	349 505	315 808
Registered capital	19 005	18 952

**Main figures of the consolidated financial statements for the year 2003**

CZK million	IFRS
Net profit	8 669
Total assets	456 663
Amounts due from clients – net	132 988
Amounts due to clients	353 569
Registered capital	19 005

Board of Directors of Komerční banka, a. s.