



**GENERAL SHAREHOLDERS' MEETING OF KOMERČNÍ BANKA, a.s.,  
HELD ON 24 APRIL 2019**

**Results of the voting on the resolutions proposed to the general meeting**

**Resolution No. 1**

The general meeting approves the Rules of Order and of Voting of the general meeting of Komerční banka, a. s., in accordance with the proposal submitted by the Board of Directors.

159.239.608 valid votes were cast in total, representing 159.239.608 shares corresponding to 84,318048 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 159.207.806 votes, which corresponds to 99,980029 % of the present number of votes, voted in favor of the resolution. Shareholders having 2.300 votes, which corresponds to 0,001444 % of the present number of votes, voted against the resolution. Shareholders having 29.502 votes, which corresponds to 0,018527 % of the present number of votes, abstained from voting.

**Resolution No. 2**

The general meeting elects Mr. Pavel Henzl as chair of the General Meeting.

159.240.043 valid votes were cast in total, representing 159.240.043 shares corresponding to 84,318278 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 148.382.192 votes, which corresponds to 93,181457 % of the present number of votes, voted in favor of the resolution. Shareholders having 0 votes, which corresponds to 0,000000 % of the present number of votes, voted against the resolution. Shareholders having 10.857.851 votes, which corresponds to 6,818543 % of the present number of votes, abstained from voting.

**Resolution No. 3**

The general meeting elects Ms. Petra Holečková as minutes clerk.

159.240.413 valid votes were cast in total, representing 159.240.413 shares corresponding to 84,318474 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 148.382.468 votes, which corresponds to 93,181414 % of the present number of votes, voted in favor of the resolution. Shareholders having 310 votes, which corresponds to 0,000195 % of the present number of votes, voted against the resolution. Shareholders having 10.857.635 votes, which corresponds to 6,818392 % of the present number of votes, abstained from voting.

**Resolution No. 4**

The general meeting elects Ms. Alena Krčilová as minutes verifier.

159.240.413 valid votes were cast in total, representing 159.240.413 shares corresponding to 84,318474 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 148.382.094 votes, which corresponds to 93,181179 % of the present number of votes, voted in favor of the resolution. Shareholders having 2.755 votes, which corresponds to 0,001730 % of the present number of votes, voted against the resolution. Shareholders having 10.855.564 votes, which corresponds to 6,817091 % of the present number of votes, abstained from voting.

**Resolution No. 5**

The general meeting elects Ms. Markéta Batalová as scrutineer.

159.240.413 valid votes were cast in total, representing 159.240.413 shares corresponding to 84,318474 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 148.386.257 votes, which corresponds to 93,183793 % of the present number of votes, voted in favor of the resolution. Shareholders having 1.690 votes, which corresponds to 0,001061 % of the present number of votes, voted against the resolution. Shareholders having 10.852.466 votes, which corresponds to 6,815146 % of the present number of votes, abstained from voting.

#### **Resolution No. 6**

The general meeting elects Mr. Eva Novotná as scrutineer.

159.240.713 valid votes were cast in total, representing 159.240.713 shares corresponding to 84,318633 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 148.382.569 votes, which corresponds to 93,181302 % of the present number of votes, voted in favor of the resolution. Shareholders having 250 votes, which corresponds to 0,000157 % of the present number of votes, voted against the resolution. Shareholders having 10.857.894 votes, which corresponds to 6,818541 % of the present number of votes, abstained from voting.

#### **Resolution No. 7**

The General Meeting approves the Board of Directors' report on the Bank's business activity and state of assets for the year 2018 in the wording submitted by the Board of Directors.

159.267.229 valid votes were cast in total, representing 159.267.229 shares corresponding to 84,332673 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 158.971.660 votes, which corresponds to 99,814419 % of the present number of votes, voted in favor of the resolution. Shareholders having 76.064 votes, which corresponds to 0,047759 % of the present number of votes, voted against the resolution. Shareholders having 219.505 votes, which corresponds to 0,137822 % of the present number of votes, abstained from voting.

#### **Resolution No. 8**

The General Meeting approves the annual financial statements of Komerční banka, a. s., for the year 2018 in the wording submitted by the Board of Directors.

159.238.902 valid votes were cast in total, representing 159.238.902 shares corresponding to 84,317674 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 158.939.690 votes, which corresponds to 99,812099 % of the present number of votes, voted in favor of the resolution. Shareholders having 112.813 votes, which corresponds to 0,070845 % of the present number of votes, voted against the resolution. Shareholders having 186.399 votes, which corresponds to 0,117056 % of the present number of votes, abstained from voting.

#### **Resolution No. 9**

The General Meeting approves the distribution of the profit of Komerční banka, a. s., for the year 2018 in the total amount of CZK 15,238,139,767.81 as follows:

Share in the profit to be distributed among shareholders (dividend)	CZK 9,692,512,260.00
Retained earnings	CZK 5,545,627,507.81



The amount of the dividend per share is CZK 51 before taxation. The dividend can be claimed by each shareholder holding a share of Komerční banka, a. s., with ISIN CZ0008019106 as of 17 April 2019. The dividend shall be due on 27 May 2019.

159.238.902 valid votes were cast in total, representing 159.238.902 shares corresponding to 84,317674 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 159.230.338 votes, which corresponds to 99,994622 % of the present number of votes, voted in favor of the resolution. Shareholders having 5.333 votes, which corresponds to 0,003349 % of the present number of votes, voted against the resolution. Shareholders having 3.231 votes, which corresponds to 0,002029 % of the present number of votes, abstained from voting.

#### **Resolution No. 10**

The General Meeting approves the consolidated financial statements of Komerční banka, a. s., for the year 2018 in the wording submitted by the Board of Directors.

159.238.902 valid votes were cast in total, representing 159.238.902 shares corresponding to 84,317674 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 158.974.856 votes, which corresponds to 99,834182 % of the present number of votes, voted in favor of the resolution. Shareholders having 77.679 votes, which corresponds to 0,048781 % of the present number of votes, voted against the resolution. Shareholders having 186.367 votes, which corresponds to 0,117036 % of the present number of votes, abstained from voting.

#### **Resolution No. 11**

The General Meeting elects Ms. Cécile Camilli, born on 9 July 1975, residing at 10, allée des Bocages, 78110 Le Vesinet, French Republic, as a member of the Supervisory Board with effect from 25 April 2019.

159.238.812 valid votes were cast in total, representing 159.238.812 shares corresponding to 84,317626 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 130.915.265 votes, which corresponds to 82,213164 % of the present number of votes, voted in favor of the resolution. Shareholders having 28.320.041 votes, which corresponds to 17,784635 % of the present number of votes, voted against the resolution. Shareholders having 3.506 votes, which corresponds to 0,002202 % of the present number of votes, abstained from voting.

#### **Resolution No. 12**

The General Meeting elects Ms. Petra Wendelová, born on 3 June 1962, residing at Prague 1, Žatecká 16/8, postal code 110 00, as a member of the Supervisory Board with effect from 25 April 2019.

159.235.514 valid votes were cast in total, representing 159.235.514 shares corresponding to 84,315880 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 131.408.835 votes, which corresponds to 82,523119 % of the present number of votes, voted in favor of the resolution. Shareholders having 27.806.069 votes, which corresponds to 17,461867 % of the present number of votes, voted against the resolution. Shareholders having 23.908 votes, which corresponds to 0,015014 % of the present number of votes, abstained from voting.

#### **Resolution No. 13**

The General Meeting elects Ms. Petra Wendelová, born on 3 June 1962, residing at Prague 1, Žatecká 16/8, postal code 110 00, as a member of the Audit Committee with effect from 25 April 2019.



159.232.014 valid votes were cast in total, representing 159.232.014 shares corresponding to 84,314027 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 131.054.770 votes, which corresponds to 82,302476 % of the present number of votes, voted in favor of the resolution. Shareholders having 28.176.253 votes, which corresponds to 17,694704 % of the present number of votes, voted against the resolution. Shareholders having 4.491 votes, which corresponds to 0,002820 % of the present number of votes, abstained from voting.

#### **Resolution No. 14**

The General Meeting appoints company Deloitte Audit s.r.o. with its registered office at Karolinská 654/2, 186 00 Prague 8 - Karlín, identification No. 49620592 as the external auditor of Komerční banka, a. s., for the year 2019, and company Deloitte Audit s.r.o. with its registered office at Digital Park II, Einsteinova 23, Bratislava 851 01, as the external auditor of the branch of Komerční banka, a. s. located on the territory of the Slovak Republic.

159.230.814 valid votes were cast in total, representing 159.230.814 shares corresponding to 84,313391 % of the registered capital of Komerční banka, a.s., reduced by the shares in the nominal value of CZK 119.336.000, that may not be used to exercise the voting right.

Shareholders having 159.021.436 votes, which corresponds to 99,867754 % of the present number of votes, voted in favor of the resolution. Shareholders having 205.722 votes, which corresponds to 0,129196 % of the present number of votes, voted against the resolution. Shareholders having 4.856 votes, which corresponds to 0,003050 % of the present number of votes, abstained from voting.