**BALLOT PAPER****to be used for remote-decision-making by the General Meeting**

**of Komerční banka, a.s. (“per rollam”)**

**This Ballot Paper is only meant for shareholders or their proxies.**

If you wish to exercise your voting right, please make a cross in the box of your choice, attach your handwritten officially-authenticated signature and send the Ballot Paper by mail to Komerční banka a.s., P.O.BOX 839, postal code 114 07 marking “2300 KB GENERAL MEETING” on the envelope, or send your vote in another way stated in the Notice.

▶ ATTENTION: Disagreement can be expressed by simply making a cross in the AGAINST box on the Ballot Paper or by not submitting the whole Ballot Paper at all. Any other expression of will other than “FOR”, including abstaining from voting, will be considered to be a vote against the proposal and will not cause any detriment to the shareholder.

**V O T I N G**
**with the vote closing on** **21 November 2022 at 24:00 p.m.**

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| --- | --- | --- |
| **Item:** **Distribution of retained earnings of previous years**I hereby vote on the decision on the distribution of retained earnings of previous years in accordance with the draft resolution which is set out in the Proposal presented by the Board of Directors and which reads as follows: DRAFT RESOLUTION: **Remotely, in writing and using the remote communication electronic platform, the General Meeting approves the distribution of the retained earnings of Komerční banka, a. s., in the amount of CZK 10,547,733,930.00 as follows:** **The amount of the share in retained earnings per share is CZK 55.50 before taxation. The right to a share in the retained earnings can be claimed by each shareholder holding a share of Komerční banka, a. s., with ISIN CZ0008019106 as of 30 November 2022. The share in the retained earnings shall be due on 22 December 2022.** *Reasoning: Under the Corporations Act and the Articles of Association of Komerční banka, a. s., the decision on the distribution of retained earnings of previous years falls within the scope of powers of the General Meeting. The share in the retained earnings is set on the basis of the annual financial statements for 2021 approved by the General Meeting on 20 April 2022 available on the Bank’s website www.kb.cz. As of 31 December 2021, the retained earnings amounted to CZK 77,478 million and, based on a decision of the General Meeting of 20 April 2022, this amount was increased by CZK 4,029 million and by the dividend amount attributable to shares owned by Komerční banka, a.s., in the amount of CZK 52 million. This means that currently there are CZK 81,559 million on the account of retained earnings of previous years. The amount of retained earnings of previous years also includes the share in the profits retained for 2019 and 2020 due to the pandemic-related regulatory restrictions. The retained earnings from 2019 and 2020 were partially distributed in 2021 in the volume of CZK 4,535 million, i.e., a dividend of CZK 23.86 per share, a volume set by the Czech National Bank's framework. The total amount of the proposed dividend, together with the dividend paid in 2021, represents a payout ratio of 65.4% of the consolidated net profit for 2019 and 2020 attributable to the shareholders of the parent company (KB). The payment of retained earnings of previous years must be in line with the Corporations Act and will be decided upon by the Board of Directors of the Bank. The share of retained earnings of previous years will be paid out by Komerční banka, a. s., solely by cashless transfer to a bank account. The details on its payment are stated on the Bank’s website www.kb.cz. The Board of Directors declares that the statutory requirements as to the distribution of retained earnings of previous years are met and that the Czech National Bank has no objections to its payment. The proposal for the distribution of retained earnings is in line with the long-term capital management plan, which maintains capital adequacy at a level appropriate to the risks assumed under the given economic conditions in the Czech Republic and with respect to the Bank's business opportunities. The proposal also maintains adequate scope for future business growth of the Bank and, in the opinion of the Board of Directors, provides shareholders with a fair share of profits. The due date for the payment of the share of retained earnings of previous years is set in line with S. 6 (3) of the Articles of Association, which is 22 December 2022.**The way of managing the share in retained earnings of previous years attributable to own shares held by the Bank reflects S. 309 (2) of the Corporations Act and terminates by its maturity.*  | **FOR** | **AGAINST** |

# ……………………………………………………………………………………………

Name and surname / Name or trade name of shareholder

……………………………………………………………………………………………

Date of birth / Identification number of shareholder

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Address of residence / Registered office of shareholder

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Number and nominal value of shares \*

\* If not completed, the number of shares of the shareholder stated in the statement from the registry of uncertificated shares of Komerční banka, a. s., as of the record date will be used.

***In the case of shareholder’s representation, it is necessary to complete the information on the shareholder’s proxy holder:***

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Name and surname / Name or trade name of shareholder’s proxy holder

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Date of birth / Identification number of shareholder’s proxy holder

……………………………………………………………………………………………

Address of residence / Registered office of shareholder’s proxy holder

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 Officially authenticated signature of shareholder or shareholder’s proxy holder