

GENERAL SHAREHOLDERS' MEETING OF KOMERČNÍ BANKA, a.s., HELD ON 30 APRIL 2014

Adopted Resolutions of the General Meeting

1:

Resolution:

The General Meeting approves the Board of Directors' report on the Bank's business activity and state of assets for the year 2013 in the wording submitted by the Board of Directors.

2:

Resolution:

The General Meeting approves the annual financial statements of Komerční banka, a. s., for the year 2013 in the wording submitted by the Board of Directors.

3:

Resolution:

The General Meeting approves the distribution of the profit of Komerční banka, a. s., for the year 2013 in the total amount of CZK 13,122,881,288.56 as follows:

Share in the profit to be distributed among shareholders (dividend)	CZK 8,742,265,960.00
Retained earnings	CZK 4,380,615,328.56

The amount of the dividend per share is CZK 230 before taxation. The dividend can be claimed by each shareholder owning a share of Komerční banka, a. s., with ISIN CZ0008019106 as of 23 April 2014. The dividend shall be due on 2 June 2014.

The share in the profit for the year 2013 corresponding to the treasury stock held by Komerční banka, a. s., and by the companies controlled by Komerční banka, a. s., will be transferred to the account of retained earnings. The amount of this part of share in the profit will be determined based on the number of the treasury stock held by Komerční banka, a. s., on the record date, which is 23 April 2014.

4:

Resolution:

The General Meeting approves the consolidated financial statements of Komerční banka, a. s., for the year 2013 in the wording submitted by the Board of Directors.

5:

Resolution:

The General Meeting approves:

- a) the contract for service under S. 59 of the Corporations Act, between Komerční banka, a. s., and chairman of the supervisory board of Komerční banka, a. s., in the wording submitted by the Board of Directors;
- b) the contract for service under S. 59 of the Corporations Act, between Komerční banka, a. s., and each member of the Supervisory Board of Komerční banka, a. s., in the wording submitted by the Board of Directors;
- c) entering into the contract for service approved under a) and b) hereof by and between Komerční banka, a. s., and the current chairman of the Supervisory Board, the current members of the Supervisory Board, and the future members and chairman of the Supervisory Board.

6:

Resolution:

The General Meeting approves:

- a) the contract of service under S. 59 of the Corporations Act, between Komerční banka, a. s., and chairman of the Audit Committee of Komerční banka, a. s., in the wording submitted by the Board of Directors;
- b) the contract for service under S. 59 of the Corporations Act, between Komerční banka, a. s., and each member of the Audit Committee of Komerční banka, a. s., in the wording submitted by the Board of Directors;
- c) entering into the contract for service approved under a) and b) hereof by and between Komerční banka, a. s., and the current chairman of the Audit Committee, the current members of the Audit Committee, and the future members and chairman of the Audit Committee.

7:

Resolution:

The General Meeting consents to the acquisition of the Bank's ordinary treasury stock under the following conditions:

- The maximum amount of shares that can be held by the Bank at any specific moment shall be 3,800,985 pieces of ordinary shares representing the total nominal value of CZK 1,900,492,500.
- The share purchase value must be at least CZK 1 a piece and at most CZK 6,500 a piece.
- The time for which it is possible for the Bank to acquire the shares is 18 months.
- Shares may not be acquired by the Bank should such acquisition breach the conditions stipulated in S. 301 (1) (b) and (c) and S. 302 of the Corporations Act or, as the case may be, any other applicable legal regulations of the Czech Republic or the European Union.

8:

Resolution

The General Meeting appoints the company Ernst & Young Audit, s.r.o., identification No.: 267 04 153, with its registered office at Na Florenci 2116/15, Nové Město, 110 00 Prague 1, as the external auditor of Komerční banka, a. s., for the year 2014