

RESULTS OF VOTING ON THE GENERAL MEETING RESOLUTIONS

of Telefónica Czech Republic, a.s.
held on 22 April 2013

Voting on Item 2) of the agenda

Approval of the Rules of Procedure of the General Meeting, Election of the General Meeting Chairman, Minutes Clerk, Minutes Verifiers and Scrutineers

Shareholders representing shares in the nominal value of CZK 22,529,510,517, which corresponds to 82.29% of the registered capital Telefónica Czech Republic, a.s. reduced by the nominal value of shares held by Telefónica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 2.1

Approval of the Rules of Procedure of the General Meeting

258,888,113 valid votes were cast in total, representing 258,888,104 shares corresponding to 82.26% of the issuer's voting rights.

The draft resolution was approved by 258,810,917 votes cast in favour, which corresponds to 99.942472% of all present votes. 100 votes corresponding to 0.000039% of all present votes were against. 77,096 votes corresponding to 0.029771% of all present votes abstained from the vote. 71,778 votes corresponding to 0.027718% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 2.2

Election of the General Meeting Chairman

258,884,716 valid votes were cast in total, representing 258,884,707 shares corresponding to 82.26% of the issuer's voting rights.

The draft resolution was approved by 258,807,045 votes cast in favour, which corresponds to 99.940977% of all present votes. 110 votes corresponding to 0.000042% of all present votes were against. 77,561 votes corresponding to 0.029951% of all present votes abstained from the vote. 75,175 votes corresponding to 0.029030% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Election of General Meeting Minutes Clerk

258,884,716 valid votes were cast in total, representing 258,884,707 shares corresponding to 82.26% of the issuer's voting rights.

The draft resolution was approved by 258,807,405 votes cast in favour, which corresponds to 99.941116% of all present votes. 100 votes corresponding to 0.000039% of all present votes were against. 77,211 votes corresponding to 0.029816% of all present votes abstained from the vote. 75,175 votes corresponding to 0.029030% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Election of General Meeting Minutes Verifiers

258,884,716 valid votes were cast in total, representing 258,884,707 shares corresponding to 82.26% of the issuer's voting rights.

The draft resolution was approved by 258,807,570 votes cast in favour, which corresponds to 99.941180% of all present votes. 100 votes corresponding to 0.000039% of all present votes were against. 77,046 votes corresponding to 0.029752% of all present votes abstained from the vote. 75,175 votes corresponding to 0.029030% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Election of Scrutineers

258,884,716 valid votes were cast in total, representing 258,884,707 shares corresponding to 82.26% of the issuer's voting rights.

The draft resolution was approved by 258,806,570 votes cast in favour, which corresponds to 99.940794% of all present votes. 100 votes corresponding to 0.000039% of all present votes were against. 77,046 votes corresponding to 0.029752% of all present votes abstained from the vote. 76,175 votes corresponding to 0.029416% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 5) of the agenda

Approval of the Company's financial statements for 2012

Shareholders representing shares in the nominal value of CZK 22,531,557,105, which corresponds to 82.29% of the registered capital Telefónica Czech Republic, a.s. reduced by the nominal value of shares held by Telefónica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 5.1

Approval of the Company's Annual Financial Statements for 2012

258,903,921 valid votes were cast in total, representing 258,903,912 shares corresponding to 82.27% of the issuer's voting rights.

The draft resolution was approved by 258,812,661 votes cast in favour, which corresponds to 99.934068% of all present votes. 17,897 votes corresponding to 0.006910% of all present votes were against. 73,363 votes corresponding to 0.028327% of all present votes abstained from the vote. 79,294 votes corresponding to 0.030617% of all present votes were not cast. 200 votes were invalid, which corresponds to 0.000077% of the number of all present votes.

RESOLUTION NO. 5.2

Approval of the Company's Consolidated Financial Statements for 2012

258,903,246 valid votes were cast in total, representing 258,903,237 shares corresponding to 82.27% of the issuer's voting rights.

The draft resolution was approved by 258,811,966 votes cast in favour, which corresponds to 99.933799% of all present votes. 17,897 votes corresponding to 0.006910% of all present votes were against. 73,383 votes corresponding to 0.028335% of all present votes abstained from the vote. 79,969 votes corresponding to 0.030878% of all present votes were not cast. 200 votes were invalid, which corresponds to 0.000077% of the number of all present votes.

Voting on Item 6) of the agenda

Resolution on distribution of the Company's profit for 2012 and retained Company's profit from previous years, distribution of the share premium and, as the case may be, other available funds of the Company

Shareholders representing shares in the nominal value of CZK 22,530,710,508, which corresponds to 82.29% of the registered capital Telefonica Czech Republic, a.s. reduced by the nominal value of shares held by Telefonica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 6.1

Approval of distribution of the Company's unconsolidated profit

258,906,992 valid votes were cast in total, representing 258,906,983 shares corresponding to 82.27% of the issuer's voting rights.

The draft resolution was approved by 258,762,971 votes cast in favour, which corresponds to 99.918635 % of all present votes. 73,134 votes corresponding to 0.028240% of all present votes were against. 70,887 votes corresponding to 0.027372% of all present votes abstained from the vote. 66,692 votes corresponding to 0.025752% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 6.2

Approval of distribution of a portion of the Company's share premium

258,906,992 valid votes were cast in total, representing 258,906,983 shares corresponding to 82.27% of the issuer's voting rights.

The draft resolution was approved by 258,762,971 votes cast in favour, which corresponds to 99.918635% of all present votes. 73,134 votes corresponding to 0.028240% of all present votes were against. 70,887 votes corresponding to 0.027372 % of all present votes abstained from the vote. 66,692 votes corresponding to 0.025752% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 7) of the agenda

Resolution on an amendment to the Company's Articles of Association

Shareholders representing shares in the nominal value of CZK 22,526,725,125, which corresponds to 82.28% of the registered capital Telefonica Czech Republic, a.s. reduced by the nominal value of shares held by Telefonica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 7.1

258,846,119 valid votes were cast in total, representing 258,846,110 shares corresponding to 82.25% of the issuer's voting rights.

The draft resolution was approved by 258,777,179 votes cast in favour, which corresponds to 99.941800% of all present votes. 297 votes corresponding to 0.000115% of all present votes were against. 68,643 votes corresponding to 0.026510% of all present votes abstained from the vote. 81,696 votes corresponding to 0.031552% of all present votes were not cast. 60 votes were invalid, which corresponds to 0.000023% of the number of all present votes.

RESOLUTION NO. 7.2

258,845,460 valid votes were cast in total, representing 258,845,451 shares corresponding to 82.25% of the issuer's voting rights.

The draft resolution was approved by 258,777,700 votes cast in favour, which corresponds to 99.942001% of all present votes. 347 votes corresponding to 0.000134% of all present votes were against. 67,413 votes corresponding to 0.026035% of all present votes abstained from the vote. 82,415 votes corresponding to 0.031829% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 8) of the agenda

Determination of an auditor to carry out mandatory audits of the Company's Financial Statements for the year 2013

Shareholders representing shares in the nominal value of CZK 22,526,032,518, which corresponds to 82.27% of the registered capital Telefonica Czech Republic, a.s. reduced by the nominal value of shares held by Telefonica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 8

258,833,102 valid votes were cast in total, representing 258,833,093 shares corresponding to 82.25% of the issuer's voting rights.

The draft resolution was approved by 258,759,609 votes cast in favour, which corresponds to 99.938087% of all present votes. 8,203 votes corresponding to 0.003168% of all present votes were against. 65,290 votes corresponding to 0.025216% of all present votes abstained from the vote. 83,147 votes corresponding to 0.032113% of all present votes were not cast. 3,665 votes were invalid, which corresponds to 0.001415% of the number of all present votes.

Voting on Item 9) of the agenda

Resolution on reduction of the registered capital

Shareholders representing shares in the nominal value of CZK 22,525,292,496, which corresponds to 82.27% of the registered capital Telefonica Czech Republic, a.s. reduced by the nominal value of shares held by Telefonica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 9.1

258,826,263 valid votes were cast in total, representing 258,826,254 shares corresponding to 82.24% of the issuer's voting rights.

The draft resolution was approved by 258,705,278 votes cast in favour, which corresponds to 99.920386% of all present votes. 57,150 votes corresponding to 0.022073% of all present votes were against. 63,835 votes corresponding to 0.024655% of all present votes abstained from the vote. 85,145 votes corresponding to 0.032886% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 9.2

258,826,263 valid votes were cast in total, representing 258,826,254 shares corresponding to 82.24% of the issuer's voting rights.

The draft resolution was approved by 258,705,278 votes cast in favour, which corresponds to 99.920386% of all present votes. 57,150 votes corresponding to 0.022073% of all present votes were against. 63,835 votes corresponding to 0.024655% of all present votes abstained from the vote. 85,145 votes corresponding to 0.032886% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 10) of the agenda

Resolution on an amendment of rules for provision of non-claim perquisites to members of the Supervisory Board of the Company

Shareholders representing shares in the nominal value of CZK 22,521,765,081, which corresponds to 82.26% of the registered capital Telefónica Czech Republic, a.s. reduced by the nominal value of shares held by Telefónica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 10

258,689,022 valid votes were cast in total, representing 258,689,013 shares corresponding to 82.20% of the issuer's voting rights.

The draft resolution was approved by 249,178,202 votes cast in favour, which corresponds to 96.255793% of all present votes. 8,133,166 votes corresponding to 3.141785% of all present votes were against. 1,377,654 votes corresponding to 0.532178% of all present votes abstained from the vote. 181,841 votes corresponding to 0.070244% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 11) of the agenda

Resolution on an amendment of rules for provision of non-claim perquisites to members of the Audit Committee of the Company

Shareholders representing shares in the nominal value of CZK 21,899,198,040, which corresponds to 79.98% of the registered capital Telefónica Czech Republic, a.s. reduced by the nominal value of shares held by Telefónica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 11

251,527,510 valid votes were cast in total, representing 251,527,501 shares corresponding to 79.92% of the issuer's voting rights.

The draft resolution was approved by 242,220,564 votes cast in favour, which corresponds to 96.228131% of all present votes. 8,131,704 votes corresponding to 3.230521% of all present votes were against. 1,175,242 votes corresponding to 0.466894% of all present votes abstained from the vote. 187,410 votes corresponding to 0.074453% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 13) of the agenda

Election of the Company's Supervisory Board members

Shareholders representing shares in the nominal value of CZK 21,871,510,812, which corresponds to 79.88% of the registered capital Telefonica Czech Republic, a.s. reduced by the nominal value of shares held by Telefonica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 13.1

Election of the Company's Supervisory Board member – Jesús Pérez de Uriguen

251,236,554 valid votes were cast in total, representing 251,236,545 shares corresponding to 79.83% of the issuer's voting rights.

The draft resolution was approved by 249,962,835 votes cast in favour, which corresponds to 99.429650% of all present votes. 1,204,465 votes corresponding to 0.479109% of all present votes were against. 69,254 votes corresponding to 0.027548% of all present votes abstained from the vote. 160,122 votes corresponding to 0.063693% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 13.2

Election of the Company's Supervisory Board member – Antonio Manuel Ledesma Santiago

250,723,106 valid votes were cast in total, representing 250,723,097 shares corresponding to 79.67% of the issuer's voting rights.

The draft resolution was approved by 249,962,502 votes cast in favour, which corresponds to 99.429518% of all present votes. 691,230 votes corresponding to 0.274956% of all present votes were against. 69,374 votes corresponding to 0.027595% of all present votes abstained from the vote. 160,122 votes corresponding to 0.063693% of all present votes were not cast. 513,448 votes were invalid, which corresponds to 0.204238% of the number of all present votes.

RESOLUTION NO. 13.3

Election of the Company's Supervisory Board member – Francisco de Borja de Nicolás Benito

251,234,565 valid votes were cast in total, representing 251,234,556 shares corresponding to 79.83% of the issuer's voting rights.

The draft resolution was approved by 249,760,531 votes cast in favour, which corresponds to 99.349178% of all present votes. 1,222,421 votes corresponding to 0.486252% of all present votes were against. 251,613 votes corresponding to 0.100086% of all present votes abstained from the vote. 162,111 votes corresponding to 0.064484% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 14) of the agenda

Approval of agreements on performance of the office of the Company's Supervisory Board members

Shareholders representing shares in the nominal value of CZK 21,870,857,442, which corresponds to 79.88% of the registered capital Telefonica Czech Republic, a.s. reduced by the nominal value of shares held by Telefonica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 14.1

Approval of agreements on performance of the office of the Company's Supervisory Board member – Jesús Pérez de Uriguen

251,232,633 valid votes were cast in total, representing 251,232,624 shares corresponding to 79.83% of the issuer's voting rights.

The draft resolution was approved by 251,107,489 votes cast in favour, which corresponds to 99.887952% of all present votes. 61,212 votes corresponding to 0.024349% of all present votes were against. 63,932 votes corresponding to 0.025431% of all present votes abstained from the vote. 156,533 votes corresponding to 0.062267% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 14.2

Approval of agreements on performance of the office of the Company's Supervisory Board member – Antonio Manuel Ledesma Santiago

251,232,380 valid votes were cast in total, representing 251,232,371 shares corresponding to 79.83% of the issuer's voting rights.

The draft resolution was approved by 251,107,156 votes cast in favour, which corresponds to 99.887819% of all present votes. 61,292 votes corresponding to 0.024381% of all present votes were against. 63,932 votes corresponding to 0.025431% of all present votes abstained from the vote. 156,786 votes corresponding to 0.062368% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 14.3

Approval of agreements on performance of the office of the Company's Supervisory Board member – Francisco de Borja de Nicolás Benito

251,232,380 valid votes were cast in total, representing 251,232,371 shares corresponding to 79.83% of the issuer's voting rights.

The draft resolution was approved by 250,909,163 votes cast in favour, which corresponds to 99.809060% of all present votes. 80,604 votes corresponding to 0.032063% of all present votes were against. 242,613 votes corresponding to 0.096509% of all present votes abstained from the vote. 156,786 votes corresponding to 0.062368% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 16) of the agenda

Election of members and substitute members of the Audit Committee

Shareholders representing shares in the nominal value of CZK 21 868 304 862, which corresponds to 79.87% of the registered capital Telefónica Czech Republic, a.s. reduced by the nominal value of shares held by Telefónica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 16.1

Election of member of the Audit Committee – Jesús Pérez de Uriguen

251,146,910 valid votes were cast in total, representing 251,146,901 shares corresponding to 79.80% of the issuer's voting rights.

The draft resolution was approved by 250,931,246 votes cast in favour, which corresponds to 99.829495% of all present votes. 211,414 votes corresponding to 0.084108% of all present votes were against. 4,250 votes corresponding to 0.001691% of all present votes abstained from the vote. 212,916 votes corresponding to 0.084706% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 16.2

Election of member of the Audit Committee – Antonio Manuel Ledesma Santiago

251,146,657 valid votes were cast in total, representing 251,146,648 shares corresponding to 79.80% of the issuer's voting rights.

The draft resolution was approved by 250,931,033 votes cast in favour, which corresponds to 99.829411% of all present votes. 211,374 votes corresponding to 0.084092% of all present votes were against. 4,250 votes corresponding to 0.001691% of all present votes abstained from the vote. 213,169 votes corresponding to 0.084806% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 16.3

Election of substitute member of the Audit Committee – Fancisco de Borja de Nicolás Benito

251,146,657 valid votes were cast in total, representing 251,146,648 shares corresponding to 79.80% of the issuer's voting rights.

The draft resolution was approved by 250,930,993 votes cast in favour, which corresponds to 99.829395% of all present votes. 211,334 votes corresponding to 0.084076% of all present votes were against. 4,330 votes corresponding to 0.001723% of all present votes abstained from the vote. 213,169 votes corresponding to 0.084806% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 16.4

Election of substitute member of the Audit Committee – Lubomír Vinduška

251,146,157 valid votes were cast in total, representing 251,146,148 shares corresponding to 79.80% of the issuer's voting rights.

The draft resolution was approved by 250,933,763 votes cast in favour, which corresponds to 99.830497% of all present votes. 211,044 votes corresponding to 0.083961% of all present votes were against. 1,350 votes corresponding to 0.000537% of all present votes abstained from the vote. 213,669 votes corresponding to 0.085005% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 16.5

Election of substitute member of the Audit Committee – Ivan Varela Sanchez

251,146,157 valid votes were cast in total, representing 251,146,148 shares corresponding to 79.80% of the issuer's voting rights.

The draft resolution was approved by 250,930,493 votes cast in favour, which corresponds to 99.829196% of all present votes. 211,214 votes corresponding to 0.084029% of all present votes were against. 4,450 votes corresponding to 0.001770% of all present votes abstained from the vote. 213,669 votes corresponding to 0.085005% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

Voting on Item 17) of the agenda

Approval of agreements on performance of the office of the Audit Committee members

Shareholders representing shares in the nominal value of CZK 21 868 185 933, which corresponds 79.87% of the registered capital Telefonica Czech Republic, a.s. reduced by the nominal value of shares held by Telefonica Czech Republic, a.s. with no attached right to vote in the total amount of CZK 642,072,006, took part in the vote. The General Meeting had a quorum at the time of the vote.

RESOLUTION NO. 17.1

Approval of agreements on performance of the office of the Audit Committee member – Jesús Pérez de Uríguen

251,202,919 valid votes were cast in total, representing 251,202,910 shares corresponding to 79.82% of the issuer's voting rights.

The draft resolution was approved by 251,083,358 votes cast in favour, which corresponds to 99.890554% of all present votes. 58,629 votes corresponding to 0.023325% of all present votes were against. 60,932 votes corresponding to 0.024241% of all present votes abstained from the vote. 155,540 votes corresponding to 0.061880% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.

RESOLUTION NO. 17.2

Approval of agreements on performance of the office of the Audit Committee member – Antonio Manuel Ledesma Santiago

251,202,919 valid votes were cast in total, representing 251,202,910 shares corresponding to 79.82% of the issuer's voting rights.

The draft resolution was approved by 251,083,278 votes cast in favour, which corresponds to 99.890522% of all present votes. 58,709 votes corresponding to 0.023357% of all present votes were against. 60,932 votes corresponding to 0.024241% of all present votes abstained from the vote. 155,540 votes corresponding to 0.061880% of all present votes were not cast. 0 votes were invalid, which corresponds to 0% of the number of all present votes.