

On item No. **2)** of the agenda of the regular General Meeting of Telefonica Czech Republic, a.s. to be held on 22 April 2013

Approval of the Rules of Procedure of the General Meeting, election of the chairman of the General Meeting, the minutes clerk, minutes verifiers and persons to count votes

Resolution No. 2.1

The General Meeting approves the Rules of Procedure of the General Meeting, as proposed by the Board of Directors of the Company.

Resolution No. 2.2

The General Meeting elects Mr. Jan Zelený as Chairman of the General Meeting, Ms. Marcela Ulrichová as Minutes Clerk, Ms. Eva Stočková and Ms. Pavla Štursová as Minutes Verifiers, and Mr. Antonín Králík and Ms. Lucie Strmisková as persons to count the votes (scrutineers).