

Other information relating to persons with executive powers

Information about all pecuniary and in-kind incomes accepted in the accounting period by persons with executive powers (with the exception of persons who make decisions in the issuer, which can affect the future development and the corporate strategy of the issuer, and who have access to insider information) from Telefónica O2 and entities controlled by it

(in CZK)	Pecuniary income	Of which royalties	In-kind income
Board of Directors – total	76,373,681	–	35,832,175
– of which by virtue of membership in the issuer's Board of Directors	460,716	–	1,679,937
Supervisory Board – total	10,955,706	–	4,001,137
– of which by virtue in the issuer's Supervisory Board	5,289,434	–	3,599,865

The above stated persons with executive powers received no pecuniary or in-kind income from entities controlled by Telefónica O2 in 2009.

For the sake of reporting continuity with regard to data published in annual reports of Telefónica O2 in the past years, we chose to go beyond the scope of the statutory disclosure requirement and include below also information about all pecuniary income received in the accounting period by members of the executive management of the Company.

(in CZK)	Pecuniary income	Of which royalties	In-kind income
Executive management ¹	26,442,095	–	6,604,747

¹ The category Executive Management of the Company includes income of persons listed in the sub-section Executive Management; the income of these persons who are at the same time members of the Board of Directors is shown in the table above, line Board of Directors – total

Information on the number of shares issued by Telefónica O2 and held by statutory bodies or their members, persons with executive powers, including persons related to these persons, information on option and similar agreements, information on individual transactions concluded by the said persons in the accounting period

	Number of shares
Board of Directors	–
Supervisory Board	100
Audit Committee ¹	–
Other persons with executive powers – Executive management ²	–
Persons related to persons with executive powers	100

¹ The shares held by members of the Audit Committee who are members of the Supervisory Board are included in the Supervisory Board total category.

² The Executive management category includes the shares held by executives in the positions that members of the Executive Management of Telefónica O2 (see sub-section Executive management). The shares held by those members of the Board of Directors who, at the same time, qualify as Executive Management are included in the Board of Directors total category.

No conflict of interest was found in relation to members of the Board of Directors, Supervisory Board and executive management; no member has been, in the last five years, lawfully sentenced for fraud, nor been – as a statutory or supervisory body – a party to insolvency proceedings, nor been subject to receivership or liquidation, nor charged or sanctioned by statutory or regulatory bodies.

Information on work contracts and similar contracts concluded between members of the Board of Directors, the Supervisory Board and the Audit Committee with the issuer

In 2009, all members of the Board of Directors and of the Supervisory Board were bound by a valid agreement for discharge of the office of a member, which stipulates the eligibility for compensation for members who had committed to the non-competition covenant after the termination of their office.