
Appendix:

Report of the Board of Directors
of Telefónica O2 Czech Republic, a.s.

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on relationships between the controlling and the controlled entity and on relationships between the controlled entity and other entities controlled by the same controlling entity for 2010 (pursuant to provisions of Section 66a art. 9, of Act No. 513/1991 Coll., the Commercial Code).

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List of companies directly or indirectly controlled by Telefónica, S.A. in the period from 1 January 2010 to 31 December 2010;

Part A Applicable period

The report pursuant to Section 66a article 9, of the Commercial Code, on relationships between the controlling and the controlled entity and on relationships between the controlled entity and other entities – interconnected entities controlled by the same controlling entity (Report) is compiled for the last accounting period, i.e. for the period started on 1 January 2010 and ended on 31 December 2010

Part B Entities forming a holding

Section I. Identification details of the controlled entity – Telefónica O2 Czech Republic, a .s. (hereinafter referred to as “Company“)

The company is registered in the Commercial Register of the Municipal Court in Prague, Section B, Enclosure 2322.

Registration date: 1 January 1994
 Corporate name: Telefónica O2 Czech Republic, a.s.
 Registered address: Prague 4, Michle, Za Brumlovkou 266/2, PSČ 140 22
 Identification number: 60 19 33 36
 Legal form: Joint-stock company

Section II. Identification details of the controlling entity

Controlling entity: Telefónica, S.A.
 Registered address: Gran Vía, 28, 28013 Madrid, Spain
 Identification number: A 28015865

The controlling entity held shares of the controlled entity in the aggregate nominal value of 69.41% of the registered capital of the controlled entity.

Overall summary of shares in Telefónica O2 Czech Republic, a.s.:

Telefónica O2 Czech Republic, a.s.	69.41 % Telefónica, S.A.
	30.59 % Other investors

Section III. Interconnected entities

Entities controlled by Telefónica, S.A.:

The list of entities controlled directly or indirectly by Telefónica, S.A. forms Appendix to this Report. The list was compiled from inputs from Telefónica, S.A. and verified using information from Commercial Registers or other available data.

Part C Contracts and agreements between the controlled entity and the controlling entity and contracts and agreements between the controlled entity and other interconnected entities including details of performance and counter-performance provided thereunder

In the applicable period following contracts, between the controlled entity and the controlling entity and other interconnected entities, were entered into: on provision of IT services (guaranty and post-guaranty service and system support), contract on IT outsourcing, contracts on provision of telecommunication services (carrier capacity), on sale and installation of telecommunication technology, on telecommunication network quality assurance, deposit agreement, contract on provision of the management support, contract on sharing of IP rights, on provision of the group email service and SW security, insurance contracts, contract on employment of the global wholesale prices of the roaming services, contract on provision of external call centers, contract on education and training of the employees abroad, derivative transaction contract (ISDA agreement) and human resources service agreement.

These contracts were entered into either with the controlling entity Telefónica, S.A. or with the interconnected entities hereunder: Telefónica O2 Business Solutions, spol. s r.o., TELEFONICA GLOBAL TECHNOLOGY S.A. UNIPERSONAL, CZECH TELECOM Austria GmbH, CZECH TELECOM Germany GmbH, Telefónica O2 Slovakia, s.r.o., Telfisa Global, B.V., O2 Holdings Ltd., Altair Assurances, S.A., Telefónica O2 UK Ltd., Telefónica Global Roaming GmbH, Atento Česká republika a.s., Telefónica Europe plc., Telefónica Finanzas, S.A. (TELFISA), Telefonica Europe People Services Ltd.

Details of contracts concluded are regarded as a trade secret by the controlled entity, according to the Commercial Code and other internal governance documents. The controlled entity has not suffered any damage in connection with contracts and agreements concluded in 2010 between the controlled entity and controlling entity and between controlled entity and other interconnected entities, under which performance and counter-performance was given, or in connection with provision of performance and counter-performance in 2010 under contracts and agreements concluded prior to 1 January 2010. Performance provided under the above contracts were always corresponding to usual market conditions for third parties' services regarding price and quality while in various occasions the Company has benefited from synergies and possibility to participate on globally negotiated conditions in many areas.

Part D Other legal acts between holding entities in the accounting period 2010

In accounting period 2010, no other unilateral or other legal acts were made by the controlled entity in the interest of or instigated by these controlling or interconnected entities, resulting in a damage or profit, advantage or disadvantage to the controlled entity.

Part E Measures between holding entities in the accounting period 2010

In accounting period 2010, no measures were taken by the controlled entity in the interest of or instigated by these controlling or interconnected entities, resulting in a damage or profit, advantage or disadvantage to the controlled entity.

Part F Conclusion

- a) The Report was prepared by the Board of Directors of the controlled entity, Telefónica O2 Czech Republic, a.s., and approved at the meeting of the Board of Directors held on 16 March 2010.
- b) The Report was prepared using data and information obtained from the controlling entity and other interconnected entities, other available documents, and using results of examinations of relationships between the controlled entity on the one hand and the controlling entity and other interconnected entities on the other hand. The Board of Directors of the controlled entity, Telefónica O2 Czech Republic, a.s., declares that it proceeded with due professional diligence of a manager when collecting the data and information.
- c) With regard to the fact that the controlled entity, Telefónica O2 Czech Republic, a.s., is obliged by law to make an Annual Report pursuant to Act No. 563/1991 Coll., on accounting, as amended, this Report will be attached to the 2010 Annual Report. Shareholders will have the opportunity to read the Report at the same time and under the same conditions as the financial statements.

In Prague, on 16 March 2011

Telefónica O2 Czech Republic, a.s.
Board of Directors

Appendix

List of companies directly or indirectly controlled by Telefónica, S.A. in the period from 1 January 2010 to 31 December 2010

Name of the company	Country	% Telefónica Group	Holding company
TELEFÓNICA, S.A.	Spain		
Telefónica de España, S.A.U.	Spain	100%	Telefónica, S.A. (100%)
Telefónica Móviles España, S.A.U.	Spain	100%	Telefónica, S.A. (100%)
Telefónica S. de Informática y Comunicaciones de España, S.A.U.	Spain	100%	Telefónica de España, S.A.U. (100%)
Telefónica Soluciones Sectoriales, S.A.	Spain	100%	Telefónica de España, S.A.U. (100%)
Interdomain, S.A.	Spain	100%	Telefónica Soluciones Sectoriales, S.A. (100%)
Teleinformática y Comunicaciones, S.A. (TELYCO)	Spain	100%	Telefónica de España, S.A.U. (100%)
Telefónica Telecomunicaciones Públicas, S.A.	Spain	100%	Telefónica de España, S.A.U. (100%)
Telefónica Remesas, S.A.	Spain	100%	Telefónica Telecomunicaciones Públicas, S.A. (100%)
Telefónica Salud, S.A.	Spain	51.00%	Telefónica Telecomunicaciones Públicas, S.A. (51.00%)
Iberbanda, S.A.	Spain	58.94%	Telefónica de España, S.A.U. (58.94%)
Telefónica Cable, S.A.	Spain	100%	Telefónica de España, S.A.U. (100%)
Telefónica Internacional, S.A.	Spain	100%	Telefónica, S.A. (100%)
Telefónica Global Technology, S.A.	Spain	100%	Telefónica, S.A. (100%)
Unipersonal			
Telefonica International Holding, B.V.	Netherlands	100%	Telefonica International, S.A. (100%)
Latin American Cellular Holdings, B.V.	Netherlands	100%	Telefónica, S.A. (100%)
Telefónica Datacorp, S.A.U.	Spain	100%	Telefónica, S.A. (100%)
Telecomunicações de Sao Paulo, S.A. – TELESP	Brazil	87.95%	Telefónica Internacional, S.A. (65.30%) Sao Paulo Telecomunicações Participações, Ltda. (22.65%)
Vivo Participações, S.A.	Brazil	59.42%	Telefónica, S.A. (35.89%) Telefónica Brasil Sul Celular Participações, Ltda. (4.37%) Portelcom Participações, S.A. (19.16%)
Vivo, S.A.	Brazil	100%	Vivo Participações, S.A. (100%)
Compañía Internacional de Telecomunicaciones, S.A.	Argentina	50.00%	Telefónica Holding de Argentina, S.A. (50.00%)
		39.40%	Telefónica Móviles Argentina Holding, S.A. (39.40%)
		10.60%	Telefonica International Holding, B.V. (10,60%)
Telefónica de Argentina, S.A.	Argentina	100%	Compañía Internacional de Telecomunicaciones, S.A. (51.49%) Telefónica Internacional, S.A. (16.20%) Telefónica Móviles Argentina, S.A. (29.56%) Telefonica International Holding, B.V. (0.95%) Telefónica, S.A. (1.80%)

Name of the company	Country	% Telefónica Group	Holding company
Telefónica Móviles Argentina Holding, S.A.	Argentina	100%	Telefónica, S.A. (100%)
Telcel, C.A.	Venezuela	100%	Latin America Cellular Holdings, B.V. (97.21%) Telefónica, S.A. (0.08%) Comtel Comunicaciones Telefónicas, S.A. (2.71%)
Telefónica Móviles Chile, S.A.	Chile	100%	Inversiones Telefónica Móviles Holding Ltda. (100%)
Telefónica Chile, S.A.	Chile	97.89%	Inversiones Telefónica Internacional Holding Ltda. (53,00%) Telefónica Internacional de Chile, S.A. (44.89%)
Telefónica del Perú, S.A.A.	Peru	98.34%	Telefónica Internacional, S.A. (49.90%) Latin America Cellular Holdings, B.V. (48.28%) Telefónica, S.A. (0.16%)
Telefónica Móviles Perú, S.A.C.	Peru	99.99%	Telefónica del Perú, S.A.A. (99.99%)
Colombia Telecomunicaciones, S.A. ESP	Colombia	52.03%	Telefónica Internacional, S.A. (52.03%)
Telefónica Móviles Colombia, S.A.	Colombia	99.99%	Olympic, Ltda. (50.58%) Telefónica, S.A. (49.42%)
Telefónica Móviles México, S.A. de C.V.	Mexico	100%	Telefónica Internacional, S.A. (100%)
Pegaso Comunicaciones y Sistemas, S.A. de C.V.	Mexico	100%	Telefónica Móviles México, S.A. de C.V. (100%)
Telefónica Móviles del Uruguay, S.A.	Uruguay	100%	Latin America Cellular Holdings, B.V. (68.00%) Telefónica, S.A. (32.00%)
Telefónica Larga Distancia de Puerto Rico, INC.	Puerto Rico	98.00%	Telefonica International Holding, B.V. (98.00%)
Telefónica Móviles Panamá, S.A.	Panama	100%	Telefónica, S.A. (56.31%) Panamá Cellular Holdings, B.V. (43.69%)
Telefónica Móviles El Salvador, S.A. de C.V.	Salvador	99.08%	Telefónica Móviles El Salvador Holding, S.A. de C.V. (99.08%)
Telefónica Móviles Guatemala, S.A.	Guatemala	99.98%	TCG Holdings, S.A. (65.99%) Telefónica, S.A. (13.60%) Guatemala Cellular Holdings, B.V. (13.12%) Panamá Cellular Holdings, B.V. (7.27%)
Telefonía Celular de Nicaragua, S.A.	Nicaragua	100%	Latin America Cellular Holdings, B.V. (100%)
Otecel, S.A.	Ecuador	100%	Ecuador Cellular Holdings, B.V. (100%)
Telefónica International Wholesale Services II, S.L.	Spain	100%	Telefónica, S.A. (100%)
Telefónica International Wholesale Services America, S.A.	Uruguay	100%	Telefónica, S.A. (76.85%) Telefónica International Wholesale Services, S.L. (23.15%)
Telefónica International Wholesale Services France, S.A.S.	France	100%	Telefónica International Wholesale Services II, S.L. (100%)
Telefónica International Wholesale Services Argentina, S.A.	Argentina	100%	T. International Wholesale Services America, S.A. (97.64%) Telefónica International Wholesale Services, S.L. (2.36%)

Name of the company	Country	% Telefónica Group	Holding company
Telefónica International Wholesale Services Brasil Participacoes, Ltd.	Brazil	100%	TIWS Participacoes Ltda (99.99%)
Telefónica International Wholesale Services Perú, S.A.C.	Peru	99.99%	T. International Wholesale Services America, S.A. (99.99%)
Telefónica International Wholesale Services USA, Inc.	USA	100%	T. International Wholesale Services America, S.A. (100%)
Telefónica International Wholesale Services Puerto Rico, Inc.	Puerto Rico	100%	T. International Wholesale Services America, S.A. (100%)
Telefónica International Wholesale Services Ecuador, S.A.	Ecuador	100%	T. International Wholesale Services America, S.A. (99.00%) Telefónica International Wholesale Services Perú, S.A.C. (1.00%)
Terra Networks Brasil, S.A.	Brazil	100%	Sao Paulo Telecomunicações Participações, Ltda. (100%)
Terra Networks Mexico, S.A. De C.V.	Mexico	100%	Terra Networks Mexico Holding, S.A. de C.V. (99.99%)
Terra Networks Perú, S.A.	Peru	99.99%	Telefónica Internacional, S.A. (99.99%)
Terra Networks Argentina, S.A.	Argentina	100%	Telefónica Internacional, S.A. (99.92%) Telefonica International Holding, B.V. (0.08%)
Terra Networks Guatemala, S.A.	Guatemala	99.99%	Telefónica Internacional, S.A. (99.99%)
Telefonica China, B.V.	Netherlands	100%	Telefónica Internacional, S.A. (100%)
Telefónica Europe plc	United Kingdom	100%	Telefónica, S.A. (100%)
mmO2 plc	United Kingdom	99.99%	Telefónica Europe plc (99.99%)
O2 Holdings Ltd.	United Kingdom	100%	mmO2 plc (100%)
Telefónica Europe People Services Ltd.	Ireland	100%	O2 Holdings Ltd. (100%)
Telefónica O2 UK Ltd.	United Kingdom	100%	O2 Networks Ltd. (80.00%) O2 Cedar Ltd. (20.00%)
The Link Stores Ltd.	United Kingdom	100%	Telefónica O2 UK Ltd. (100%)
Be Un Limited (Be)	United Kingdom	100%	Telefónica O2 UK Ltd. (100%)
Tesco Mobile Ltd.	United Kingdom	50.00%	O2 Communications Ltd. (50.00%)
O2 (Europe) Ltd.	United Kingdom	100%	Telefónica, S.A. (100%)
Telefónica O2 Germany GmbH & Co. OHG	Germany	100%	Telefónica O2 Germany Verwaltungs GmbH (99.99%) Telefónica O2 Germany Management GmbH (0.01%)
Tchibo Mobilfunk GmbH & Co. KG	Germany	50.00%	Telefónica O2 Germany GmbH & Co. OHG (50.00%)
Telefónica Global Services, GmbH	Germany	100%	Telefónica O2 Germany GmbH & Co. OHG (100%)
Telefónica Global Roaming, GmbH	Germany	100%	Telefónica Global Services, GmbH (100%)
Telefonica O2 Ireland Ltd	Ireland	100%	O2 (Netherlands) Holdings, B.V. (99.00%) Kilmaine Ltd (1.00%)
Jajah Inc.	USA	100%	Telefónica Europe plc (100%)

Name of the company	Country	% Telefónica Group	Holding company
Hansenet Telekommunication GmbH	Germany	100%	Telefónica O2 Germany GmbH & Co. OHG (100%)
Telefónica O2 Czech Republic, a.s.	Czech Republic	69.41%	Telefónica, S.A. (69.41%)
Telefónica O2 Slovakia, s.r.o.	Slovensko	69.41%	Telefónica O2 Czech Republic, a.s. (100%)
CZECH TELECOM Austria GmbH	Rakousko	69.41%	Telefónica O2 Czech Republic, a.s. (100%)
CZECH TELECOM Germany GmbH	Germany	69.41%	Telefónica O2 Czech Republic, a.s. (100%)
Telefónica O2 Business Solutions, spol. s r.o.	Czech Republic	69.41%	Telefónica O2 Czech Republic, a.s. (100%)
Telefónica de Contenidos, S.A.U.	Spain	100%	Telefónica, S.A. (100%)
Atlántida Comunicaciones, S.A.	Argentina	100%	Telefonica Media Argentina S.A. (93.02%)
Televisión Federal S.A. – TELEFE	Argentina	100%	Atlántida Comunicaciones S.A. (79.02%)
Telefónica Servicios Audiovisuales, S.A.	Spain	100%	Telefónica de Contenidos, S.A.U. (100%)
Telefónica Broadcast Services, S.L.U.	Spain	100%	Telefónica Servicios Audiovisuales, S.A.U. (100%)
Telefónica On The Spot Services, S.A.U.	Spain	100%	Telefónica de Contenidos, S.A.U. (100%)
Atento Inversiones y Teleservicios, S.A.	Spain	100%	Telefónica, S.A. (100%)
Atento Česká republika a.s.	Czech Republic	100%	Atento Inversiones y Teleservicios, S.A. (100%)
Atento Teleservicios España, S.A.	Spain	100%	Atento N.V. (100%)
Atento Impulsa, S.L.U.	Spain	100%	Atento Teleservicios España, S.A. (100%)
Atento N.V.	Netherlands	100%	Atento Inversiones y Teleservicios, S.A. (100%)
Atento Brasil, S.A.	Brazil	100%	Atento N.V. (100%)
Atento Colombia, S.A.	Colombia	100%	Atento N.V. (94.98%) Atento Venezuela, S.A. (0.01%) Atento Brasil, S.A. (0.00%) Teleatento del Perú, S.A.C. (0.00%) Atento Mexicana, S.A. De C.V. (5.00%)
Atento Argentina, S.A.	Argentina	100%	Atento Holding Chile, S.A. (97.99%) Atento N.V. (2.01%)
Atento Mexicana, S.A. De C.V.	Mexico	100%	Atento N.V. (100%)
Teleatento del Perú, S.A.C.	Peru	100%	Atento N.V. (83.33%) Atento Holding Chile, S.A. (16.67%)
Atento Chile, S.A.	Chile	100%	Atento Holding Chile, S.A. (71.16%) Telefónica Chile, S.A (27.44%) Telefónica Empresas Chile, S.A. (0.96%) Telefónica larga Distancia, S.A. (0.44%)
Atento Centroamérica, S.A.	Guatemala	100%	Atento N.V. (99.99%) Atento El Salvador, S.A. de C.V. (0.01%)
Phenix Investments, S.R.L.	Luxembourg	5.00%	Telefónica, S.A. (5.00%)
Telfin Ireland Ltd.	Ireland	100%	Telefónica, S.A. (100%)
Terra Networks Asociadas, S.L.	Spain	100%	Telefónica, S.A. (100%)
Red Universal de Marketing y Bookings Online, S.A.	Spain	50.00%	Terra Networks Asociadas, S.L. (50.00%)
Telefónica Learning Services, S.L.U.	Spain	100%	Terra Networks Asociadas, S.L. (100%)
Telefónica Ingeniería de Seguridad, S.A.	Spain	100%	Telefónica, S.A. (100%)
Telefónica Engenharia de Segurança do Brasil, Ltda.	Brazil	99.99%	Telefónica Ingeniería de Seguridad, S.A. (99.99%)

Name of the company	Country	% Telefónica Group	Holding company
Telefónica Capital, S.A.	Spain	100%	Telefónica, S.A. (100%)
Lotca Servicios Integrales, S.L.	Spain	100%	Telefónica, S.A. (100%)
Fonditel Pensiones, Entidad Gestora de Fondos de Pensiones, S.A.	Spain	70.00%	Telefónica Capital, S.A. (70.00%)
Fonditel Gestión, Sociedad Gestora de Instituciones de Inversión Colectiva, S.A.	Spain	100%	Telefónica Capital, S.A. (100%)
Telefónica Investigación y Desarrollo, S.A. (TIDSA)	Spain	100%	Telefónica, S.A. (100%)
Telefónica Investigación y Desarrollo de Mexico, S.A. de C.V.	Mexico	100%	Telefónica Investigación y Desarrollo, S.A. (100%)
Casiopea Reaseguradora, S.A.	Luxembourg	100%	Telefónica, S.A. (100%)
Pléyade Peninsular, Correduría de Seguros y Reaseguros del Grupo Telefónica, S.A.	Spain	100%	Casiopea Reaseguradora, S.A. (83.33%) Telefónica, S.A. (16.67%)
Altair Assurances, S.A.	Luxembourg	100%	Casiopea Reaseguradora, S.A. (95.00%) Seguros de Vida y Pensiones Antares, S.A. (5.00%)
Seguros de Vida y Pensiones Antares, S.A.	Spain	100%	Telefónica, S.A. (89.99%) Casiopea Reaseguradora, S.A. (10.01%)
Telefónica Finanzas, S.A. (TELFISA)	Spain	100%	Telefónica, S.A. (100%)
Fisatel Mexico, S.A. de C.V.	Mexico	100%	Telefónica, S.A. (100%)
Telfisa Global, B.V.	Netherlands	100%	Telefónica, S.A. (100%)
Telefónica Europe, B.V.	Netherlands	100%	Telefónica, S.A. (100%)
Telefónica Finance USA, L.L.C.	USA	0.01%	Telefónica Europe, B.V. (0.01%)
Telefónica Emisiones, S.A.	Spain	100%	Telefónica, S.A. (100%)
Spiral Investments, B.V.	Netherlands	100%	Telefónica Móviles España, S.A.U. (100%)
Solivella Investment, B.V.	Netherlands	100%	Telefónica Móviles España, S.A.U. (100%)
Aliança Atlântica Holding, B.V.	Netherlands	93.99%	Telefónica, S.A. (50.00%) Telecomunicações de Sao Paulo, S.A. – TELESP (43.99%)
Telefónica Gestión de Servicios Compartidos España, S.A.	Spain	100%	Telefónica, S.A. (100%)
Telefónica Gestión de Servicios Compartidos, S.A.	Argentina	99.99%	T. Gestión de Servicios Compartidos España, S.A. (95,00%) Telefónica, S.A. (4.99%)
Telefónica Gestión de Servicios Compartidos de Chile, S.A.	Chile	97.89%	Telefónica Chile, S.A (97.89%)
Telefónica Gestión de Servicios Compartidos, S.A.C.	Peru	100%	T. Gestión de Servicios Compartidos España, S.A. (99.99%) Telefónica del Perú, S.A.A. (0.01%)
Cobros Serviços de Gestao, Ltda.	Brazil	99.33%	T. Gestión de Servicios Compartidos España, S.A. (99.33%)
Tempotel, Empresa de Trabajo Temporal, S.A.	Spain	100%	T. Gestión de Servicios Compartidos España, S.A. (100%)

Name of the company	Country	% Telefónica Group	Holding company
Telefonica Servicos Empresariais do Brasil, Ltda.	Brazil	99.99%	T. Gestión de Servicios Compartidos España, S.A. (99.99%)
Telefónica Gestión de Servicios Compartidos Mexico, S.A. de C.V.	Mexico	100%	T. Gestión de Servicios Compartidos España, S.A. (100%)
Telefónica Servicios Integrales de Distribución, S.A.U.	Spain	100%	T. Gestión de Servicios Compartidos España, S.A. (100%)
Telefónica Compras Electrónicas, S.L.	Spain	100%	T. Gestión de Servicios Compartidos España, S.A. (100%)
Telefónica Factoring México, S.A. de C.V. SOFOM ENR	Mexico	50.00%	Telefónica, S.A. (40.50%) Telefónica Factoring España, S.A. (9.50%)
Telefónica Factoring España, S.A.	Spain	50.00%	Telefónica, S.A. (50.00%)
Telefónica Factoring Do Brasil, Ltd.	Brazil	50.00%	Telefónica, S.A. (40.00%) Telefónica Factoring España, S.A. (10.00%)
Telco, S.p.A.	Italy	46.18%	Telefónica, S.A. (46.18%)
Ipse 2000, S.p.A.	Italy	39.92%	Solivella Investment, B.V. (39,92%)
Jubii Europe N.V.	Netherlands	32.10%	LE Holding Corporation (32.10%)
DTS Distribuidora de Televisión Digital, S.A.	Spain	22.00%	Telefónica de Contenidos, S.A.U. (22.00%)
Hispasat, S.A.	Spain	13.23%	Telefónica de Contenidos, S.A.U. (13.23%)
Telecom Italia, S.p.A.	Italy	10.47%	Telco, S.p.A. (10.47%)
China Unicom (Hong Kong) Limited	China	8.37%	Telefónica Internacional, S.A. (8.37%)