



Date of preparation: **9 June 2016**

Issuer's abbreviated name: PZU SA

Current Report No. 49/2017

Subject: **Change in the agenda of the Ordinary Shareholder Meeting of PZU SA convened for 29 June 2017**

Legal basis: Article 56 Section 1 Item 2 of the Act on Offerings – current and periodic information

Body of the Report:

The Management Board of Powszechny Zakład Ubezpieczeń Spółka Akcyjna ("Company", "PZU SA") hereby reports that on 8 June 2017, the Company received from the State Treasury of the Republic of Poland ("State Treasury"), acting as a shareholder representing more than 5% of the Company's share capital, a demand submitted pursuant to Article 401 § 1 of the Commercial Company Code Act of 15 September 2000 to place the following additional items on the agenda of the Company's Ordinary Shareholder Meeting convened for 29 June 2017 ("Ordinary Shareholder Meeting"):

- "1. Adopt a resolution to amend Resolution 4/2017 adopted by the Extraordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 8 February 2017 to define the rules for setting the compensation of Management Board Members of Powszechny Zakład Ubezpieczeń Spółka Akcyjna
2. Amendments to the Company's Articles of Association.
3. Changes to the composition of the Supervisory Board."

along with a justification and draft resolutions.

On the State Treasury's demand the agenda of the Ordinary Shareholder Meeting was amended through adding the aforementioned items. Consequently, the existing item 18 on the agenda has been marked with number 21 and the matters requested by the State Treasury were put in items 18, 19 and 20, respectively.

Accordingly, the Company hereby announces the amended agenda of the Ordinary Shareholder Meeting:

1. Open the Ordinary Shareholder Meeting.
2. Elect the Chairperson of the Ordinary Shareholder Meeting.
3. Assert that the Ordinary Shareholder Meeting has been convened correctly and that it is capable of adopting resolutions.
4. Accept the agenda.
5. Review the financial statements of PZU SA for the financial year ended 31 December 2016.
6. Review the Management Board's report on the activity of PZU SA in 2016.
7. Review the consolidated financial statements of the PZU SA Group prepared according to International Financial Reporting Standards for the financial year ended 31 December 2016.
8. Review the Management Board's report on the activity of the PZU SA Group in 2016.
9. Review the Supervisory Board's report on the evaluation of the financial statements of PZU SA for the financial year ended 31 December 2016, the Management Board's report on the activity of PZU SA in 2016 and the Management Board's motion to distribute the net profit earned by PZU SA in the financial year ended 31 December 2016.
10. Review the report of the PZU SA Supervisory Board on the activity of the PZU SA Supervisory Board as a corporate body in 2016.
11. Approve the financial statements of PZU SA for the financial year ended 31 December 2016.
12. Approve the Management Board's report on the activity of PZU SA in 2016.
13. Approve the consolidated financial statements of the PZU SA Group prepared according to International Financial Reporting Standards for the year ended 31 December 2016.

14. Approve the Management Board's report on the activity of the PZU SA Group in 2016.
15. Adopt a resolution in the matter of distribution of the net profit earned by PZU SA in the financial year ended 31 December 2016.
16. Adopt resolutions to discharge the PZU SA Management Board members on the performance of their duties in 2016.
17. Adopt resolutions to discharge the PZU SA Supervisory Board members on the performance of their duties in 2016.
- 18. Adopt a resolution to amend Resolution 4/2017 adopted by the Extraordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 8 February 2017 to define the rules for setting the compensation of Management Board Members of Powszechny Zakład Ubezpieczeń Spółka Akcyjna.**
- 19. Amendments to the Company's Articles of Association.**
- 20. Changes to the composition of the Supervisory Board.**
21. Adjourn the Ordinary Shareholder Meeting.

The PZU SA Management Board has attached the State Treasury's request, together with draft resolutions, to this report.

Legal grounds: § 38 Section 1 Item 4 of the Finance Minister's Regulation of 19 February 2009 on current and periodic information transmitted by securities issuers and conditions for acknowledgment of equivalence of information required by legal regulations of a non-member state.

Attachments:

File

Description

Wniosek Skarbu Państwa wraz z projektami uchwał.pdf

State Treasury's motion together with draft resolutions.

SIGNATURES OF THE COMPANY'S REPRESENTATIVES:

Date

Name

Position and function