

## FORM FOR EXERCISING VOTING RIGHTS THROUGH A PROXY

This form allows for voting rights to be exercised at the Ordinary Shareholder Meeting ("OSM") of Powszechny Zakład Ubezpieczeń Spółka Akcyjna ("PZU SA", "Company") held on 23 May 2013

by the Proxy

.....  
(first and last name/business name; place of residence and address/registered office and address; type and number of identity document/register and entry number in the register; PESEL)

acting on behalf of Shareholder

.....  
(first and last name/business name; place of residence and address/registered office and address; type and number of identity document/register and entry number in the register; NIP)

On the basis of this form I hereby give instructions to vote through a Proxy on every resolution contemplated in the agenda for adoption as included in the announcement of convening the ordinary shareholder meeting.

.....  
*(town/city, date and signature of the Shareholder)*

### COMMENT:

The Proxy and the Shareholder are not required to use this form. The form does not replace the power-of-attorney document given by the Shareholder.

The Company does not verify how the Proxy votes, i.e. whether the Proxy exercises voting rights in accordance with the instructions received from the Shareholder.

The form contains the draft resolutions to be adopted by the ordinary shareholder meeting convened for 23 May 2013 with the Shareholder's instruction for the Proxy on how to vote.

The Proxy votes or files an objection, if any, by placing an "X" in the relevant field. If the Shareholder instructs the Proxy to vote the particular shares it holds differently, the Proxy should indicate in the relevant field the number of votes and number of shares from which he/she votes "in favor", "against" or abstains from voting. A form filled out incorrectly or ambiguously will not be included in the results of voting on a given resolution.

If votes are cast in an open ballot, the form filled out by the Shareholder may be the voting card for the Proxy. The Proxy who votes using this form should deliver it to the Chairperson of the ordinary shareholder meeting after casting the vote on a given resolution. The Chairperson of the ordinary shareholder meeting informs the Shareholder Meeting of the Company that a vote has been cast using a form, and includes the vote in the total count of the votes cast for a given resolution. The form used during voting will be attached to the book of minutes of the Shareholder Meetings of the Company. If votes are cast in a secret ballot, the form filled out by the Proxy should be treated only as a written instruction for the Proxy on how to vote on such resolution and he/she should retain it.

If votes are cast during the ordinary shareholder meeting through an electronic system, the voting form constitutes an instruction for the Proxy on how to vote on a given resolution.

**RESOLUTION NO. 1/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**  
**adopted on 23 May 2013**

**on electing the Chairperson of the Ordinary Shareholder Meeting of PZU SA**

Pursuant to art. 409 § 1 of the Commercial Company Code and § 17 sec. 2 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The PZU SA Ordinary Shareholder Meeting hereby resolves to elect Mr./Ms. .... as the Chairperson of the Ordinary Shareholder Meeting of PZU SA.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 2/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**to accept the agenda for the PZU SA Ordinary Shareholder Meeting**

The Ordinary Shareholder Meeting of PZU SA resolves as follows on 23 May 2013:

§ 1

The following agenda of the Ordinary Shareholder Meeting of PZU SA is hereby accepted:

1. Open the Ordinary Shareholder Meeting.
2. Elect the Chairman 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 PZU SA's financial statements for the year ended 31 December 2012.
6. Review the Management Board's report on the activity of PZU SA in 2012.
7. Review the consolidated financial statements of the PZU SA Capital Group compliant with the International Financial Reporting Standards for the year ended 31 December 2012.
8. Review the Management Board's report on the activity of the PZU SA Capital Group in 2012.
9. Review the Supervisory Board's report on the evaluation of the financial statements of PZU SA for the year ended 31 December 2012, the Management Board's report on the activity of PZU SA in 2012 and the Management Board's motion to distribute the net profit earned by PZU SA for the financial year ended 31 December 2012.
10. Review the report of the PZU SA Supervisory Board on the activity of the PZU SA Supervisory Board as a corporate body in 2012.
11. Approve PZU SA's financial statements for the year ended 31 December 2012.
12. Approve the Management Board's report on the activity of PZU SA in 2012.
13. Approve the consolidated financial statements of the PZU SA Capital Group compliant with the International Financial Reporting Standards for the year ended 31 December 2012.
14. Approve the Management Board's report on the activity of the PZU SA Capital Group in 2012.
15. Adopt resolution in the matter of distribution of the net profit earned by PZU SA for the year ended 31 December 2012.
16. Adopt resolutions to discharge the PZU SA Management Board members on the performance of their duties in 2012.
17. Adopt resolutions to discharge the PZU SA Supervisory Board members on the performance of their duties in 2012.
18. Close the Ordinary Shareholder Meeting.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b> <input type="checkbox"/> <b>I FILE AN OBJECTION</b> <input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	<input type="checkbox"/> <b>ABSTAINED</b>
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 3/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**to approve the financial statements of PZU SA for the financial year ended 31 December 2012**

Pursuant to art. 395 § 2 item 1 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA, having reviewed them, hereby approves the financial statements of PZU SA for the year ended 31 December 2012, comprising:

- 1) balance sheet drawn up as at 31 December 2012, showing total assets and liabilities of PLN 29,913,216 thousand (twenty nine billion nine hundred thirteen million two hundred sixteen thousand zloty),
- 2) technical property and casualty insurance account for the period from 1 January to 31 December, 2012, showing a technical result to be transferred to the non-technical profit and loss account in the amount of PLN 640,118 thousand (six hundred forty million one hundred eighteen thousand zloty),
- 3) non-technical profit and loss account for the period from 1 January to 31 December 2012, showing a net profit of PLN 2,580,720 thousand (two billion five hundred eighty million seven hundred twenty thousand zloty),
- 4) statement of changes in equity showing an increase in equity during the year from 1 January to 31 December 2012 by the amount of PLN 1.707,171 thousand (one billion seven hundred seven million one hundred seventy-one thousand zloty),
- 5) cash flow statement showing an increase in cash during the year from 1 January to 31 December 2012 in the amount of PLN 66,256 thousand (sixty six million two hundred fifty six thousand zloty),
- 6) notes to the financial statements for the financial year ended 31 December 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>  Number of shares .....  Number of votes .....	<input type="checkbox"/> <b>AGAINST</b>  <input type="checkbox"/> <b>I FILE AN OBJECTION</b>  <input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>  Number of shares .....  Number of votes .....	<input type="checkbox"/> <b>ABSTAINED</b>  Number of shares .....  Number of votes .....
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 4/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**to approve the Management Board's report on the activity of PZU SA in 2012**

Pursuant to art. 395 § 2 item 1 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA, having reviewed it, hereby approves the Management Board's report on the activity of PZU SA in 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 5/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**to approve the consolidated financial statements of the PZU SA Capital Group for the financial year ended 31 December 2012 prepared in compliance with International Financial Reporting Standards**

Pursuant to art. 395 § 5 of the Commercial Company Code, in connection with art. 63 c sec. 4 of the Accountancy Act of 29 September 1994, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA, after a review, hereby approves the consolidated financial statements of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Capital Group for the year ended 31 December 2012 prepared in compliance with International Financial Reporting Standards, comprising:

- a) consolidated statement of financial standing drawn up as at 31 December 2012 showing total assets and liabilities of PLN 55,909,560 thousand (fifty-five billion nine hundred nine million five hundred sixty thousand zloty),
- b) consolidated profit and loss account for the period from 1 January to 31 December 2012 showing a net profit of PLN 3,253,826 thousand (three billion two hundred fifty three million eight hundred twenty six thousand zloty),
- c) consolidated statement of comprehensive income for the period from 1 January to 31 December 2012, showing total comprehensive income of PLN 3,342,486 thousand (three billion three hundred forty two million four hundred eighty six thousand zloty),
- d) statement of changes in consolidated equity for the period from 1 January to 31 December 2012 showing an increase in equity in the amount of PLN 1.399.764 thousand (one billion three hundred ninety nine million seven hundred sixty four thousand zloty),
- e) consolidated cash flow statement for the period from 1 January to 31 December 2012 showing an increase in cash in the amount of PLN 101,138 thousand (one hundred one million one hundred thirty eight thousand zloty),
- f) notes including information on accepted accounting policy and other notes and explanations.

§ 2

The resolution comes into force on the date of its adoption.



**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 6/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**  
**adopted on 23 May 2013**

**to approve the Management Board's report on the activity of the PZU SA Capital Group in 2012**

Pursuant to art. 395 § 5 of the Commercial Company Code, in connection with art. 55 of the Accountancy Act of 29 September 1994, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby approves the Management Board's report on the activity of the PZU SA Capital Group in 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 7/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**  
**adopted on 23 May 2013**

**on the distribution of PZU SA's net profit for the financial year ended 31 December 2012**

Pursuant to art. 395 § 2 item 2 of the Commercial Company Code and § 18 item 2 and § 36 of PZU SA's Articles of Association, in connection with art. 348 § 1 of the Commercial Company Code, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

§ 1

PZU SA's net profit for the year ended 31 December 2012 in the amount of PLN 2,580,720,187.99 (two billion five hundred eighty million seven hundred twenty thousand one hundred eighty seven zloty and ninety nine grosz) is hereby distributed as follows:

- a) PLN 2,564,663,310.00 (two billion five hundred sixty four million six hundred sixty three thousand three hundred ten zloty), i.e. PLN 29.70 (twenty nine zloty and seventy grosz) per one share, is designated for distribution as a dividend.
- b) PLN 6.056.877,99 (six million fifty six thousand eight hundred seventy seven zloty and ninety nine grosz) is transferred to reserve capital.
- c) PLN 10,000,000.00 (ten million zlotys) is transferred to the Company Social Benefits Fund.

§ 2

The date on which the list of shareholders vested with the right to the dividend referred to in § 1a is determined (dividend date), is hereby set for 23 August 2013. The dividend payment date is hereby set for 12 September 2013.

§ 3

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 8/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Przemysław Dąbrowski on the performance of his duties in the Management Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Przemysław Dąbrowski on the performance of his duties in the Management Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 9/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Witold Jaworski on the performance of his duties in the Management Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Witold Jaworski on the performance of his duties in the Management Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 10/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Andrzej Klesyk on the performance of his duties in the Management Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Andrzej Klesyk on the performance of his duties in the Management Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
<input type="checkbox"/> <b>I FILE AN OBJECTION</b>  <input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>		
Number of shares .....	Number of shares .....	Number of shares .....
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 11/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Bogusław Skuza on the performance of his duties in the Management Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Bogusław Skuza on the performance of his duties in the Management Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it



**RESOLUTION NO. 12/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Tomasz Tarkowski on the performance of his duties in the Management Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Tomasz Tarkowski on the performance of his duties in the Management Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 13/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Ryszard Trepczyński on the performance of his duties in the Management Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Ryszard Trepczyński on the performance of his duties in the Management Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 14/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Zbigniew Ćwiąkałski on the performance of his duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Zbigniew Ćwiąkałski on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 15/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Dariusz Daniluk on the performance of his duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Dariusz Daniluk on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 16/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Zbigniew Derdziuk on the performance of his duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA hereby discharges Zbigniew Derdziuk on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

**§ 2**

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 17/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Krzysztof Dresler on the performance of his duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Krzysztof Dresler on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 18/2013**  
**OF THE ORDINARY SHAREHOLDER MEETING**  
**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Dariusz Filar on the performance of his duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Dariusz Filar on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 19/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Włodzimierz Kiciński on the performance of his duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Włodzimierz Kiciński on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it



**RESOLUTION NO. 20/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Waldemar Maj on the performance of his duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Waldemar Maj on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 21/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**adopted on 23 May 2013**

**in the matter of discharging Alojzy Nowak on the performance of her duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Alojzy Nowak on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 22/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Maciej Piotrowski on the performance of her duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Maciej Piotrowski on the performance of his duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 23/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Marzena Piszczek on the performance of her duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Marzena Piszczek on the performance of her duties in the Supervisory Board of PZU SA for the period in which she discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. 24/2013**

**OF THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**adopted on 23 May 2013**

**in the matter of discharging Tomasz Zganiacz on the performance of her duties in the Supervisory Board of PZU SA in 2012**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Ordinary Shareholder Meeting of PZU SA hereby discharges Tomasz Zganiacz on the performance of his duties in the Supervisory Board of PZU SA for the period in which she discharged this function in the financial year of 2012.

§ 2

The resolution comes into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
.....	.....	.....

\* indicate the relevant field by placing an "X" in it