



**ORDINARY SHAREHOLDER MEETING
OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

30 June 2011, 11:00 AM

The Westin Warsaw Hotel,

al. Jana Pawła II 21

Agenda:

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 is capable of adopting resolutions.
4. Accept the agenda.
5. Review the financial statements of PZU SA for the financial year ended 31 December 2010.
6. Review the Management Board's report on the activity of PZU SA in 2010.
7. Review the consolidated financial statements of the PZU SA Capital Group for the financial year ended 31 December 2010 prepared in compliance with International Financial Reporting Standards.
8. Review the Management Board's report on the activity of the PZU SA Capital Group in 2010.
9. Review the PZU SA Supervisory Board's report on evaluation of the financial statements of PZU SA for the financial year ended 31 December 2010, the Management Board's report on the activity of PZU SA in the financial year ended 31 December 2010 and the Management Board's motion to distribute the profit.
10. Review the PZU SA Supervisory Board's activity report for the financial year ended 31 December 2010 containing evaluation of the Supervisory Board's work and a concise evaluation of the Company's standing, including the evaluation of the internal audit system and the system for managing risks significant for the Company.
11. Approve the financial statements of PZU SA for the financial year ended 31 December 2010.
12. Approve the Management Board's report on the activity of PZU SA in 2010.

13. Approve the consolidated financial statements of the PZU SA Capital Group for the financial year ended 31 December 2010 prepared in compliance with International Financial Reporting Standards.
14. Approve the Management Board's report on the activity of the PZU SA Capital Group in 2010.
15. Information from the Management Board on PZU Group's capital and dividend policy.
16. Adopt a resolution on the distribution of profit for the financial year ended 31 December 2010.
17. Adopt resolutions to discharge members of the PZU SA Management Board on the performance of their duties in the financial year ended 31 December 2010.
18. Adopt resolutions to discharge members of the PZU SA Supervisory Board on the performance of their duties in the financial year ended 31 December 2010.
19. Adopt a resolution to set the number of PZU SA Supervisory Board members.
20. Adopt resolutions to appoint Supervisory Board members for the new term.
21. Appoint an attorney-in-fact of the Ordinary Shareholder Meeting to fulfill the reporting duty under Article 28 sec. 2 of the Insurance Activity Act.
22. Adjourn the Ordinary Shareholder Meeting.