

In reference to item 2. on the Agenda

RESOLUTION NO. 1/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

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.

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 4. on the Agenda

RESOLUTION NO. 2/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

to accept the agenda for the PZU SA Ordinary Shareholder Meeting

The Ordinary Shareholder Meeting of PZU SA resolves as follows on 30 June 2011:

§ 1

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

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 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 determine 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.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 11. on the Agenda

RESOLUTION NO. 3/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

to approve the financial statements of PZU SA for the financial year ended 31 December 2010

Pursuant to art. 395 § 2 item 1 of the Commercial Company Code and § 18 sec. 1 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 2010, comprising:

- 1) balance sheet drawn up as at 31 December 2010, showing total assets and liabilities of PLN 26,213,094 thousand (twenty-six billion two hundred thirteen million ninety-four thousand zloty),
- 2) technical property and casualty insurance account for the period from 1 January to 31 December, 2010, showing a technical result to be transferred to the non-technical profit and loss account in the amount of minus PLN 252,014 thousand (two hundred fifty-two million fourteen thousand zloty),
- 3) non-technical profit and loss account for the period from 1 January to 31 December 2010, showing a net profit of PLN 3,516,709 thousand (three billion five hundred sixteen million seven hundred nine thousand zloty),
- 4) statement of changes in equity showing an increase in equity during the year from 1 January to 31 December 2010 by the amount of PLN 1,490,644 thousand (one billion four hundred ninety million six hundred forty-four thousand zloty),
- 5) cash flow statement showing an increase in cash during the year from 1 January to 31 December 2010 in the amount of PLN 38,489 thousand (thirty eight million four hundred eighty-nine thousand zloty),
- 6) notes to the financial statements for the financial year ended 31 December 2010.

§ 2

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

Chairperson

of the Ordinary Shareholder Meeting of PZU SA

In reference to item 12. on the Agenda

RESOLUTION NO. 4/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

to approve the Management Board's report on the activity of PZU SA in 2010

Pursuant to art. 395 § 2 item 1 of the Commercial Company Code and § 18 sec. 1 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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna in 2010".

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 13. on the Agenda

RESOLUTION NO. 5/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

to 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

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 2010 prepared in compliance with International Financial Reporting Standards, comprising:

- a) consolidated statement of financial standing drawn up as at 31 December 2010 showing total assets and liabilities of PLN 50,533,832 thousand (fifty billion five hundred thirty-three million eight hundred thirty-two thousand zloty),
- b) consolidated profit and loss account for the period from 1 January to 31 December 2010 showing a net profit of PLN 2,439,229 thousand (two billion four hundred thirty-nine million two hundred twenty-nine thousand zloty),
- c) consolidated statement of comprehensive income for the period from 1 January to 31 December 2010, showing total comprehensive income of PLN 2,475,139 thousand (two billion four hundred seventy-five million one hundred thirty-nine thousand zloty),
- d) statement of changes in consolidated equity for the period from 1 January to 31 December 2010 showing an increase in equity in the amount of PLN 1,533,047 thousand (one billion five hundred thirty-three million forty-seven thousand zloty),
- e) consolidated cash flow statement for the period from 1 January to 31 December 2010 showing an increase in cash in the amount of PLN 70,916 thousand (seventy million nine hundred sixteen 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.

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 14. on the Agenda

RESOLUTION NO. 6/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

to approve the Management Board's report on the activity of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Capital Group in 2010

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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna Capital Group in 2010".

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 16. on the Agenda

RESOLUTION NO. 7/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

on the distribution of profit for the financial year ended 31 December 2010

Pursuant to art. 395 § 2 item 2 of the Commercial Company Code and § 18 sec. 1 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 2010 in the amount of PLN 3,516,708,944.44 (three billion five hundred sixteen million seven hundred eight thousand nine hundred forty-four zloty and forty four grosz) is hereby distributed as follows:

- a) PLN 2,245,159,800.00 (two billion two hundred forty-five million one hundred fifty-nine thousand eight hundred zloty), i.e. PLN 26.00 (twenty six zloty) per one share, is designated for distribution as a dividend.
- b) PLN 1,272,549,144.44 zloty (one billion two hundred seventy-two million five hundred forty-nine thousand one hundred forty-four zloty and forty-four grosz) is transferred to reserve capital.

§ 2

The date on which the list of shareholders vested with the right to the dividend referred to in § 1a for the financial year ended 31 December 2010 is determined (dividend date), is hereby set for 2011. The dividend payment date is hereby set for2011.

§ 3

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 17. on the Agenda

RESOLUTION NO. 8/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Przemysław Dąbrowski on the performance of his duties in the Management Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 sec. 1 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 9/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Dariusz Filar, a PZU SA Supervisory Board member on the performance of his duties as a member of the PZU SA Management Board

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 sec. 1 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, delegated temporarily to discharge the function of a PZU SA Management Board member, on the performance of this function in the delegation period in the financial year of 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 10/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna

adopted on 30 June 2011

in the matter of: discharging Witold Jaworski on the performance of his duties in the Management Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 sec. 1 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 11/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Andrzej Klesyk on the performance of his duties in the Management Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 sec. 1 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 12/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Rafał Stankiewicz on the performance of his duties in the Management Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and § 18 sec. 1 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 Rafał Stankiewicz 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 2010.

§ 2

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

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

In reference to item 18. on the Agenda

RESOLUTION NO. 13/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Alfred Bieć on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Alfred Bieć 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 14/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna

adopted on 30 June 2011

in the matter of: discharging Zbigniew Ćwiąkalski on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Ćwiąkalski 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 15/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Krzysztof Dresler on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 16/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna

adopted on 30 June 2011

in the matter of: discharging Dariusz Filar on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 17/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Tomasz Gruszecki on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Gruszecki 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 18/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Piotr Maciej Kamiński on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Piotr Maciej Kamiński 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 19/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna

adopted on 30 June 2011

in the matter of: discharging Waldemar Maj on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 20/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Marcin Majeranowski on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Marcin Majeranowski 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 21/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna

adopted on 30 June 2011

in the matter of: discharging Grażyna Piotrowska-Oliwa on the performance of her duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Grażyna Piotrowska-Oliwa on the performance of her duties in the Supervisory Board of PZU SA for the period in which he discharged this function in the financial year of 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 22/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Marzena Piszczek on the performance of her duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 he discharged this function in the financial year of 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 23/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Tomasz Przesławski on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Przesławski 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 24/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Jurgen B. J. Stegmann on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Jurgen B. J. Stegmann 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

RESOLUTION NO. 25/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: discharging Marco Vet on the performance of his duties in the Supervisory Board of PZU SA in 2010

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code and pursuant to § 18 sec. 1 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 Marco Vet 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 2010.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 19. on the Agenda

RESOLUTION NO. 26/2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: setting the number of PZU SA Supervisory Board members

Pursuant to § 20 sec. 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The number of PZU SA Supervisory Board members is hereby set at

§ 2

Resolution No. 27/2010 in the matter of setting the number of Supervisory Board members adopted by the Ordinary Shareholder Meeting of PZU SA on 10 June 2010 is hereby repealed.

§ 3

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 20. on the Agenda

RESOLUTION NO. ... /2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

in the matter of: appointing a member of the PZU SA Supervisory Board

Acting pursuant to art. 395 § 1 of the Commercial Company Code and pursuant to § 18 sec. 1 item 9 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

..... is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA

In reference to item 21. on the Agenda

RESOLUTION NO. ... /2011

OF THE ORDINARY SHAREHOLDER MEETING

OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA

adopted on 30 June 2011

to 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

Acting pursuant to art. 28 sec. 2 of the Insurance Activity Act of 22 May 2003, in connection with § 18 sec. 1 item 9 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

A powers-of-attorney is hereby granted to to fulfill the reporting duty under Article 28 sec. 2 of the Insurance Activity Act.

§ 2

Mr/Mrs is hereby obligated to report to the Financial Supervision Commission that, on 30 June 2011, the Ordinary Shareholder Meeting of PZU SA adopted resolutions appointing members to the PZU SA Supervisory Board within 7 days of the date of the resolutions.

§ 3

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

Chairperson
of the Ordinary Shareholder Meeting of PZU SA