



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

June 10, 2010, 10: 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. Examine PZU SA's financial statements for the financial year ended 31 December 2009.
6. Examine the Management Board's report on PZU SA's activity in the financial year ended 31 December 2009.
7. Examine the PZU SA Supervisory Board's report on evaluation of PZU SA's financial statements for the financial year ended 31 December 2009, the Management Board's report on PZU SA's activity in the financial year ended 31 December 2009 and the Management Board's motion to distribute the profit.
8. Examine the PZU SA Supervisory Board's activity for the financial year ended 31 December 2009 containing evaluation of the Supervisory Board's work and a concise evaluation of the Company's standing, taking into account evaluation of the international audit system and the system for managing risks that are of significance to the Company.
9. Approve PZU SA's financial statements for the financial year ended 31 December 2009.
10. Approve the Management Board's report on PZU SA's activity in the financial year ended 31 December 2009.

11. Adopt resolutions to discharge the PZU SA Management Board members on the performance of their duties in the financial year ended 31 December 2009.
12. Adopt resolutions to discharge the PZU SA Supervisory Board members on the performance of their duties in the financial year ended 31 December 2009.
13. Examine and approve the PZU SA Capital Group's consolidated financial statements for the financial year ended 31 December 2009 prepared in compliance with International Financial Reporting Standards.
14. Examine and approve the PZU SA Capital Group's activity report for the financial year ended 31 December 2009.
15. Adopt a resolution to distribute the profit and disburse the dividend for the financial year ended 31 December 2009.
16. Adopt a resolution to amend the Company's Articles of Association.
17. Adopt a resolution to establish the size of the Company's Supervisory Board.
18. Adopt a resolution to change the composition of the Company's Supervisory Board.
19. Adopt a resolution to change the rules for remunerating members of the Company's Supervisory Board.
20. Adopt a resolution to repeal resolution no. 4/2008 of the Extraordinary Shareholder Meeting of PZU SA of 15 October 2008 in the matter of establishing the rules for remunerating and the remuneration of the Company's Management Board members and resolution no. 6/2010 of the Extraordinary Shareholder Meeting of PZU SA of 16 March 2010 on amending resolution no. 4/2008 of the Extraordinary Shareholder Meeting of PZU SA of 15 October 2008 in the matter of establishing the rules for remunerating and the remuneration of the Company's Management Board members.
21. Close the Ordinary Shareholder Meeting.