

RESOLUTION NO. /2010

**adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń
Spółka Akcyjna on 10 June 2010**

**to repeal resolution no. 4/2008 adopted by the Extraordinary Shareholder Meeting of
PZU SA on 15 October 2008 to determine the principles of remunerating and
remuneration for the Company's Management Board members and resolution no.
6/2010 adopted by the Extraordinary Shareholder Meeting of PZU SA on 16 March
2010 to amend resolution no. 4/2008 adopted by the Extraordinary Shareholder Meeting
of PZU SA on 15 October 2008 to determine the principles of remunerating and
remuneration for the Company's Management Board members**

§ 1

The Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna hereby resolves as follows:

the following resolutions are hereby repealed:

- resolution no. 4/2008 adopted by the Extraordinary Shareholder Meeting of PZU SA on 15 October 2008 to determine the principles of remunerating and remuneration for the Company's Management Board members, and
- resolution no. 6/2010 adopted by the Extraordinary Shareholder Meeting of PZU SA on 16 March 2010 to amend resolution no. 4/2008 adopted by the Extraordinary Shareholder Meeting of PZU SA on 15 October 2008 to determine the principles of remunerating and remuneration for the Company's Management Board members.

§ 2

This resolution shall come into force on the date of its adoption.

Urszula Mikołajczyk
[signed]
legal advisor
WA 3456