



Date of preparation: 2019-04-25
Issuer's abbreviated name: PZU SA
Current Report 7/2019

Subject: **Announcement on convening the Ordinary Shareholder Meeting of PZU SA and draft resolutions**

Legal basis: Article 56 Section 1 Item 2 of the Act on Offerings – current and periodic information

Body of the report:

The Management Board of Powszechny Zakład Ubezpieczeń Spółka Akcyjna with its registered office in Warsaw (“**PZU SA**”, “**Company**”), acting pursuant to Article 399 § 1 in conjunction with Article 395 § 1 and Article 402¹ of the Commercial Company Code and § 10 sec. 1 and 5 of the Company's Articles of Association, hereby convenes the Ordinary Shareholder Meeting of PZU SA to be held on 24 May 2019 at 11:00 a.m. in the Company's registered office in Warsaw at Al. Jana Pawła II 24, 00-133 Warsaw, with the following detailed 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 that it is capable of adopting resolutions.
4. Accept the agenda.
5. Review the financial statements of PZU SA for the financial year ended 31 December 2018.
6. Review the consolidated financial statements of the PZU SA Group prepared according to International Financial Reporting Standards for the financial year ended 31 December 2018.
7. Review the Management Board Report on the activity of the PZU Group and PZU SA for 2018 and the Non-financial report of the PZU Group and PZU SA for 2018.
8. Review the PZU SA Supervisory Board report on its assessment of PZU SA's Financial Statements for the year ended 31 December 2018, the consolidated financial statements of the PZU Group for the year ended 31 December 2018, the Management Board Report on the activity of the PZU Group and PZU SA in 2018 and the Management Board's motion to distribute PZU SA's net profit for the year ended 31 December 2018.
9. Review the report of the PZU SA Supervisory Board on the activity of the PZU SA Supervisory Board as a corporate body in 2018.
10. Review the PZU SA Management Board Report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for 2018.
11. Approve the financial statements of PZU SA for the financial year ended 31 December 2018.
12. Approve the consolidated financial statements of the PZU SA Group prepared according to International Financial Reporting Standards for the financial year ended 31 December 2018.
13. Approve the Management Board Report on the activity of the PZU Group and PZU SA for 2018 and the Non-financial report of the PZU Group and PZU SA for 2018.
14. Adopt a resolution in the matter of distribution of the net profit earned by PZU SA in the financial year ended 31 December 2018.
15. Adopt resolutions to discharge the PZU SA Management Board members on the performance of their duties in 2018.
16. Adopt resolutions to discharge the PZU SA Supervisory Board members on the performance of their duties in 2018.
17. Adopt resolutions to appoint PZU SA Supervisory Board members for the new term of office.
18. Adopt a resolution to amend PZU SA's Articles of Association.
19. Adopt a resolution in the matter of consent to the acquisition of securities issued, guaranteed or secured by the State Treasury of the Republic of Poland.

20. Adjourn the Ordinary Shareholder Meeting.

Attached is the Management Board's announcement on convening the Ordinary Shareholder Meeting of PZU SA prepared in compliance with Article 402² of the Commercial Company Code and draft resolutions to be voted on during the meeting.

Legal basis: § 19 Section 1 Items 1 and 2 of the Finance Minister's Regulation of 29 March 2018 on Current and Periodic Information Transmitted by Securities Issuers and the Conditions for Recognizing the Information Required by the Regulations of a Non-Member State as Equivalent.

Attachments:

File

Ogłoszenie o zwołaniu Zwyczajnego Walnego Zgromadzenia PZU SA.pdf

Projekty uchwał Zwyczajnego Walnego Zgromadzenia PZU SA.pdf

Sprawozdanie Zarządu o wydatkach reprezentacyjnych za rok 2018.pdf

Description

Announcement of the Company's Management Board on convening the Company's Ordinary Shareholder Meeting to be held on 24 May 2019 prepared in accordance with Article 402² of the Commercial Company Code.

Draft resolutions to be adopted by the Company's Ordinary Shareholder Meeting convened to be held on 24 May 2019.

PZU SA Management Board Report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for 2018.

SIGNATURES OF THE COMPANY'S REPRESENTATIVES:

Date

Name

Position and function