

**In reference to item 2 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

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

Pursuant to Article 409 § 1 of the Commercial Company Code and § 17 Section 2 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 resolves to elect Mr./Ms. .... as the Chairperson of the Ordinary Shareholder Meeting of PZU SA.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**In reference to item 4 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**on accepting the agenda of the Ordinary Shareholder Meeting of PZU SA**

The Ordinary Shareholder Meeting of PZU SA held on 16 June 2021 hereby resolves as follows:

§ 1

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

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 PZU SA's Financial Statements for the year ended 31 December 2020.
6. Review the consolidated financial statements of the PZU SA Group for the year ended 31 December 2020, prepared in accordance with International Financial Reporting Standards.
7. Review the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2020 and the Non-financial report of the PZU Group and PZU SA for 2020.
8. Review the PZU SA Supervisory Board Report on its assessment of PZU SA's Financial Statements for the year ended 31 December 2020, the consolidated financial statements of the PZU SA Group for the year ended 31 December 2020, the Management Board Report on the activity of the PZU SA Group and PZU SA in 2020 and the Management Board's motion to distribute PZU SA's net profit for the year ended 31 December 2020.
9. Review the Report of the PZU SA Supervisory Board on the activity of the PZU SA Supervisory Board as a corporate body in 2020.
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 2020.
11. Approve PZU SA's Financial Statements for the year ended 31 December 2020.
12. Approve the consolidated financial statements of the PZU SA Group for the year ended 31 December 2020, prepared in accordance with International Financial Reporting Standards.
13. Approve the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2020 and the Non-financial report of the PZU Group and PZU SA for 2020.
14. Adopt a resolution regarding the distribution of PZU SA's net profit for the year ended 31 December 2020 and the amount transferred from supplementary capital created from the net profit generated for the year ended 31 December 2019.
15. Adopt resolutions to discharge the PZU SA Management Board members on the performance of their duties in 2020.
16. Adopt resolutions to discharge the PZU SA Supervisory Board members on the performance of their duties in 2020.
17. Issue an opinion on the PZU SA Supervisory Board Report on Compensation of PZU SA Management Board and Supervisory Board Members for 2019-2020.
18. Accept the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee, the PZU SA Supervisory Board's report on the results of assessment of suitability of the PZU SA Supervisory Board and Audit Committee and confirm the results of assessments of suitability conducted by the PZU SA Supervisory Board.
19. Adopt resolutions on changes in the composition of the PZU SA Supervisory Board.
20. Adjourn the Ordinary Shareholder Meeting.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**In reference to item 10 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**on Management Board Report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for 2020**

Pursuant to § 18 item 1a of the Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, the following is hereby resolved:

§ 1

The Ordinary Shareholder Meeting has reviewed the Management Board Report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

*The attachment to the draft resolution of the Ordinary Shareholder Meeting is provided in the attached file.*

**In reference to item 11 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to approve the Financial Statements of Powszechny Zakład Ubezpieczeń Spółka Akcyjna for the year ended 31 December 2020**

Pursuant to Article 395 § 2 Item 1 of the Commercial Company Code and § 18 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 the Financial Statements of PZU SA for the financial year ended 31 December 2020, comprised of:

- 1) balance sheet prepared as at 31 December 2020, showing total balance sheet value of PLN 44,665,075 thousand (forty four billion six hundred sixty five million seventy five thousand Polish zloty),
- 2) revenue account of non-life insurance for the period from 1 January to 31 December 2020, showing a technical result to be transferred to the general profit and loss account in the amount of PLN 1,532,677 thousand (one billion five hundred thirty two million six hundred seventy seven thousand Polish zloty),
- 3) general profit and loss account for the period from 1 January to 31 December 2020, showing a net profit of PLN 1,918,780 thousand (say: one billion nine hundred eighteen million seventy eight thousand Polish zloty),
- 4) statement of changes in equity, showing an increase in equity during the financial year ended 31 December 2020 by the amount of PLN 2,731,740 thousand (two billion seven thirty one million seven hundred forty thousand Polish zloty),
- 5) cash flow statement, showing a decrease in net cash during the financial year ended 31 December 2020 by PLN 1,684 thousand (one million six hundred eighty four thousand Polish zloty),
- 6) notes to the Financial Statements for the year ended 31 December 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**In reference to item 12 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to approve the Consolidated Financial Statements of the PZU SA Group for the year ended 31 December 2020, prepared in accordance with International Financial Reporting Standards**

Pursuant to Article 395 § 5 of the Commercial Company Code in conjunction with Article 63c Section 4 of the Accounting Act of 29 September 1994 and § 18 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, after a review, hereby approves the Consolidated Financial Statements of the PZU SA Group for the year ended 31 December 2020 prepared according to International Financial Reporting Standards, comprising:

- 1) consolidated statement of financial position as at 31 December 2020, showing assets and liabilities and equity totaling PLN 378,974 million (three hundred seventy eight billion nine hundred seventy four million Polish zloty),
- 2) consolidated profit and loss account for the period from 1 January to 31 December 2020, showing a net profit of PLN 2,530 million (two billion five hundred thirty million Polish zloty),
- 3) consolidated statement of comprehensive income for the period from 1 January to 31 December 2020, showing net comprehensive income of PLN 4,132 million (four billion one hundred thirty two million Polish zloty),
- 4) consolidated statement of changes in equity for the period from 1 January to 31 December 2020, showing an increase in equity by PLN 4,115 million (four billion one hundred fifteen million Polish zloty),
- 5) consolidated cash flow statement for the period from 1 January to 31 December 2020, showing an increase in cash by PLN 151 million (say: one hundred fifty one million Polish zloty),
- 6) notes including information on the accepted accounting policy and other notes and explanations,

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**In reference to item 13 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to approve the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2020 and the Non-financial report of the PZU Group and PZU SA for 2020**

Pursuant to Article 395 § 2 item 1 of the Commercial Company Code in conjunction with Article 55 sec. 2a et seq. of the Accounting Act of 29 September 1994 and § 18 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 approves the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2020 and the Non-financial report of the PZU Group and PZU SA for 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**In reference to item 14 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**regarding the distribution of PZU SA's net profit for the year ended 31 December 2020 and the amount transferred from supplementary capital created from the net profit generated for the year ended 31 December 2019**

Pursuant to Article 395 § 2 Item 2 of the Commercial Company Code and § 18 Item 2 and § 36 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The net profit earned by PZU SA in the financial year ended 31 December 2020, in the amount of PLN 1,918,780,358.24 (one billion nine hundred eighteen million seven hundred eighty thousand three hundred fifty-eight and 24/100 Polish zloty), increased by the amount of PLN 2,063,819,970.00 (two billion sixty-three million eight hundred nineteen thousand nine hundred seventy and 00/100 Polish zloty) transferred from the supplementary capital created from the net profit for the financial year ended 31 December 2019, i.e. in the total amount of PLN 3,982,600,328.24 (three billion nine hundred eighty-two million six hundred thousand three hundred twenty-eight and 24/100 Polish zloty), as follows:

- 1) designate PLN 3,022,330,500.00 (three billion twenty-two million three hundred thirty thousand five hundred and 00/100 Polish zloty), that is PLN 3.50 (three and 50/100 Polish zloty) per share, to be paid as a dividend;
- 2) designate PLN 7,231,000.00 (seven million two hundred thirty-one thousand and 00/100 Polish zloty) for the Company Social Benefit Fund (ZFŚS);
- 3) designate PLN 953,038,828.24 (nine hundred fifty-three million thirty-eight thousand eight hundred twenty-eight and 24/100 Polish zloty) for supplementary capital.

§ 2

The date as at which the list of shareholders entitled to a dividend referred to in § 1 item 1 (record date) is hereby set for 15 September 2021. The dividend payment date is hereby set for 6 October 2021.

§ 3

This resolution shall come into force at the time of its adoption.

Chairperson

of the Ordinary Shareholder Meeting of PZU SA



**In reference to item 15 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Aleksandra Agatowska on the performance of her duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Aleksandra Agatowska on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Ernest Bejda on the performance of his duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Ernest Bejda on the performance of his duties in the PZU SA Management Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Adam Brzozowski on the performance of his duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Adam Brzozowski on the performance of his duties in the PZU SA Management Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Marcin Eckert on the performance of his duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Eckert on the performance of his duties in the PZU SA Management Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Elżbieta Häuser-Schöneich on the performance of her duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Elżbieta Häuser-Schöneich on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Małgorzata Kot on the performance of her duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Małgorzata Kot on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Beata Kozłowska-Chyła on the performance of her duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Beata Kozłowska-Chyła on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Tomasz Kulik on the performance of his duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Kulik on the performance of his duties in the PZU SA Management Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA



**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Maciej Rapkiewicz on the performance of his duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Maciej Rapkiewicz on the performance of his duties in the PZU SA Management Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Małgorzata Sadurska on the performance of her duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Małgorzata Sadurska on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Paweł Surówka on the performance of his duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Paweł Surówka on the performance of his duties in the PZU SA Management Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Krzysztof Szypuła on the performance of his duties in the PZU SA Management Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and § 18 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 Szypuła on the performance of his duties in the PZU SA Management Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**In reference to item 16 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Marcin Chludziński on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Chludziński on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Paweł Górecki on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Paweł Górecki on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Agata Górnicka on the performance of her duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Agata Górnicka on the performance of her duties in the PZU SA Supervisory Board for the period in which she performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Robert Jastrzębski on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Robert Jastrzębski on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA



**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Tomasz Kuczur on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Kuczur on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Maciej Łopiński on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Maciej Łopiński on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Elżbieta Mączyńska-Ziemacka on the performance of her duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Elżbieta Mączyńska-Ziemacka on the performance of her duties in the PZU SA Supervisory Board for the period in which she performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Alojzy Nowak on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Alojzy Nowak on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Krzysztof Opolski on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Opolski on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Robert Śnitko on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Robert Śnitko on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Józef Wierzbowski on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Józef Wierzbowski on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to discharge Maciej Zaborowski on the performance of his duties in the PZU SA Supervisory Board in 2020**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company Code and pursuant to § 18 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 Maciej Zaborowski on the performance of his duties in the PZU SA Supervisory Board for the period in which he performed this function in the financial year 2020.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA



**In reference to item 17 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to issue an opinion on the PZU SA Supervisory Board Report on Compensation of PZU SA Management Board and Supervisory Board Members for 2019-2020**

Pursuant to § 18 item 1b of the Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna and Article 90g sec. 6 of the Act on Public Offerings and the Terms and Conditions for Introducing Financial Instruments to an Organized Trading System and on Public Companies of 29 July 2005, the Shareholder Meeting hereby resolves as follows:

§ 1

The Shareholder Meeting issues a positive opinion on the PZU SA Supervisory Board Report on Compensation of PZU SA Management Board and Supervisory Board Members for 2019-2020 in the wording specified in the attachment to the resolution.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

*The attachment to the draft resolution of the Ordinary Shareholder Meeting is provided in the attached file.*

**In reference to item 18 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to accept the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee, accept the PZU SA Supervisory Board's report on the results of assessment of suitability of the PZU SA Supervisory Board and Audit Committee and confirm the results of assessments of suitability conducted by the PZU SA Supervisory Board**

Pursuant to § 18 of the Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, the Shareholder Meeting hereby resolves the following:

§ 1

The Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee, in the wording given in Attachment 1 to the resolution, are hereby adopted with effect from the date immediately following the date of adoption of this resolution.

§ 2

The PZU SA Supervisory Board's report on the results of assessment of suitability of the PZU SA Supervisory Board and Audit Committee in the wording given in Attachment 2 to the resolution is hereby adopted and the results of assessments of suitability conducted by the PZU SA Supervisory Board on 18 November 2020, 10 June 2021 and 15 June 2021, pursuant to the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee, adopted by Resolution No. URN/111/2020 of the PZU SA Supervisory Board of 18 November 2020, in effect until the Shareholder Meeting adopts the resolution on the Rules referred to in § 1, are hereby confirmed.

§ 3

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

*The attachments to the draft resolution of the Ordinary Shareholder Meeting are provided in the attached files.*

**In reference to item 19 of the Agenda**

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and pursuant to § 18 Item 9 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. / Ms. .... is hereby dismissed from the PZU SA Supervisory Board.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA

**RESOLUTION NO. ... /2021**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 16 June 2021**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and pursuant to § 18 Item 9 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. / Ms. .... is hereby appointed to the PZU SA Supervisory Board.

§ 2

This resolution shall come into force at the time of its adoption.

Chairperson  
of the Ordinary Shareholder Meeting of PZU SA