

Powszechny Zakład Ubezpieczeń Spółka Akcyjna Supervisory Board Report on the proposed secondary assessment of individual suitability of PZU SA Supervisory Board members

I. Legal basis for drawing up the report

This Report has been prepared on the basis of the Rules for the suitability assessment of the PZU SA Supervisory Board and Audit Committee, as adopted by Resolution No. 33/2021 of the PZU SA Ordinary Shareholder Meeting of 16 June 2021 (hereinafter: "Rules").

Pursuant to §17(6) in conjunction with sec. 3(2), the PZU SA Supervisory Board presents to the Shareholder Meeting, in the form of a report, proposed assessment of the suitability of candidates for Supervisory Board members and existing Supervisory Board members as well as proposed assessment of the collective suitability of the Supervisory Board. Pursuant to §4(2)(2), the Supervisory Board approves the proposed individual suitability assessment of Supervisory Board member candidates, Supervisory Board members and a collective suitability assessment of the Supervisory Board prepared by the Nomination and Compensation Committee.

II. Approval of the proposed assessment of the suitability of PZU SA Supervisory Board members

Pursuant to §3(1)(2)(a) of the Rules, on 15 December 2021, the PZU SA Supervisory Board approved the proposals for the secondary assessment of the individual suitability of PZU SA Supervisory Board members, carried out periodically at least once per year.

Analyses aimed at the preparation of proposals for the secondary assessment of individual suitability were carried out in respect of the following PZU SA Supervisory Board members:

- 1) Maciej Łopiński - Supervisory Board Chairman (until 7 June 2021);
- 2) Paweł Mucha – Supervisory Board Chairman (from 16 June 2021);
- 3) Paweł Górecki – Supervisory Board Deputy Chairman;
- 4) Robert Śnitko – Supervisory Board Secretary;
- 5) Marcin Chludziński – Supervisory Board Member;
- 6) Agata Górnicka – Supervisory Board Member;
- 7) Robert Jastrzębski – Supervisory Board Member,
- 8) Tomasz Kuczur – Supervisory Board Member (until 11 October 2021);
- 9) Elżbieta Mączyńska-Ziemacka – Supervisory Board Member;
- 10) Krzysztof Opolski – Supervisory Board Member;
- 11) Radosław Sierpiński – Supervisory Board Member (from 12 October 2021);
- 12) Józef Wierzbowski – Supervisory Board Member;
- 13) Maciej Zaborowski – Supervisory Board Member.

In respect of Supervisory Board Member Paweł Górecki, the grounds referred to in §3(1)(2)(f) of the Rules were also taken into account, and the assessment of his suitability was carried out by applying §3(2) of the Rules.

In accordance with the Rules, the process of approving suitability assessment proposals was carried out on the basis of documents, submitted declarations and information provided in the course of performance of the respective functions, taking into account the requirements arising from generally binding provisions of law, the PZU SA Articles of Association, the Rules and the Methodology of assessment of suitability of members of corporate bodies of supervised entities by the Polish Financial Supervision Authority.

In respect to the secondary individual suitability assessments, the verification was to determine whether the persons being assessed had the necessary qualifications to perform a function in the PZU SA Supervisory Board and whether the conduct of the persons being assessed affected the Company's reputation. During the assessment process, account has been taken of the traits and competencies of the respective Supervisory Board members that are important for ensuring the proper performance of tasks by the PZU SA Supervisory Board as well as adequacy of their knowledge, skills and experience relative to their functions and the assurance of the proper performance of the functions.

The analysis of all information collected during the process was conducted by the PZU SA Supervisory Board Nomination and Compensation Committee (hereinafter "the Committee"). On 15 December 2021, the Committee submitted to the PZU SA Supervisory Board its proposed individual suitability assessments of PZU SA Supervisory Board members.

On the basis of the assessment proposals received and having read the collected information on the persons being assessed, on 15 December 2021 the PZU SA Supervisory Board approved the favorable proposals for the secondary assessment of the individual suitability of all members of the PZU SA Supervisory Board mentioned above.

On 1 June 2022, the Supervisory Board, based on the Committee's recommendation, upheld the said assessment proposals in respect of members of the Supervisory Board who continued to hold their functions after the date of approval of the previous assessment proposal, that is after 15 December 2021, specifically in respect of the following Supervisory Board members:

- 1) Paweł Mucha – Supervisory Board Chairman;
- 2) Paweł Górecki – Supervisory Board Deputy Chairman;
- 3) Robert Śnitko – Supervisory Board Secretary;
- 4) Marcin Chludziński – Supervisory Board Member;
- 5) Agata Górnicka – Supervisory Board Member;
- 6) Robert Jastrzębski – Supervisory Board Member,
- 7) Elżbieta Mączyńska-Ziemacka – Supervisory Board Member;
- 8) Krzysztof Opolski – Supervisory Board Member;
- 9) Radosław Sierpiński – Supervisory Board Member;
- 10) Józef Wierzbowski – Supervisory Board Member;
- 11) Maciej Zaborowski – Supervisory Board Member.

In addition to the said periodic suitability assessment covering all Supervisory Board Members, on 25 February 2022, 7 April 2022, 18 May 2022 and 1 June 2022, an additional secondary assessment of individual suitability of the following PZU SA Supervisory Board members: Agata Górnicka, Radosław Sierpiński, Józef Wierzbowski and Marcin Chludziński. The said suitability assessment was performed in connection with obtained information about these Supervisory Board members' recent involvement in additional professional activity, which, in compliance with §3(1)(2)(f) of the Rules, constitutes grounds for a secondary assessment of individual suitability in terms of time commitment and a potential conflict of interest.

The Committee analyzed the information collected under the assessment procedure and, subsequently, presented to the Supervisory Board proposals for the secondary assessment of individual suitability of the said Supervisory Board members.

Based on the submitted assessment proposals and having reviewed the documentation collected during the assessment, the PZU SA Supervisory Board approved the secondary assessment of individual suitability of Agata Górnicka, Radosław Sierpiński, Józef Wierzbowski and Marcin Chludziński.

Due to the absence of circumstances resulting in the assessment of candidates for Supervisory Board members or the collective assessment of the Supervisory Board, this report does not contain any information on such issues.

Pursuant to §17(6) in conjunction with §4(1)(2) and §3(1)(2)(f) of the Rules, this Report prepared by the Supervisory Board is hereby submitted to the PZU SA Shareholder Meeting to enable it to conduct the secondary individual suitability assessment of PZU SA Supervisory Board members.