

## **Report on proposals for suitability assessment of the PZU SA Supervisory Board**

### **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 § 4 sec. 2 item 2 of the Rules, the Supervisory Board approves proposed individual suitability assessments of Supervisory Board member candidates, Supervisory Board members and a collective suitability assessment of the Supervisory Board prepared by the Nomination and Compensation Committee, and then, pursuant to § 17 sec. 6 in connection with sec. 3 item 2, presents the Shareholder Meeting with proposals of such assessments in the form of a report.

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

Based on § 3 sec. 1 item 2(a) of the Rules, on 27 April 2023, 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) Robert Jastrzębski – Supervisory Board Chairman (from 27 October 2022);
- 2) Paweł Mucha – Supervisory Board Chairman (until 31 August 2022);
- 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) Elżbieta Mączyńska-Ziemacka – Supervisory Board Member;
- 8) Krzysztof Opolski – Supervisory Board Member;
- 9) Radosław Sierpiński – Supervisory Board Member;
- 10) Piotr Wachowiak – Supervisory Board Member;
- 11) Józef Wierzbowski – Supervisory Board Member;
- 12) Maciej Zaborowski – Supervisory Board Member.

In respect of Supervisory Board Member Piotr Wachowiak, the grounds referred to in §3 sec. 1, item 2(f) of the Rules were also taken into account, and the assessment of his suitability was carried out by applying §3 sec. 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: "Committee"). On 27 April 2023, 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 27 April 2023 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.

In addition to the said periodic suitability assessment covering all Supervisory Board Members, on 16 December 2022, an additional secondary assessment of individual suitability was carried out for PZU SA Supervisory Board Member Marcin Chludziński. The above suitability assessment was performed in connection with obtained information about their recent involvement in additional professional activity, which, in compliance with § 3 sec. 1 item 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 a proposal for the secondary assessment of individual suitability of the said Supervisory Board member.

Based on the submitted assessment proposal and having reviewed the documentation collected during the assessment, the PZU SA Supervisory Board approved the secondary assessment of individual suitability of Marcin Chludziński.

### **III. Summary**

This report covers approved proposals of suitability assessments for each member of the PZU SA Supervisory Board for whom grounds for the assessment emerged after the date of the last Extraordinary Shareholder Meeting of PZU SA, i.e. after 1 September 2022.

Due to the absence, as at the date of this report, of circumstances resulting in the individual assessment of candidates for Supervisory Board members or the collective assessment of the

Supervisory Board of the new term of office, 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.