

Report including proposals for assessing the suitability of the PZU SA Supervisory Board

I. Legal basis for the report

The report has been drawn up on the basis of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee, adopted by Resolution No. 33/2021 of the Ordinary Shareholder Meeting of PZU SA of 16 June 2021, as amended by Resolution No. 42/2023 of the Ordinary Shareholder Meeting of PZU SA of 7 June 2023 (hereinafter: the "Rules").

Pursuant to § 17(6) in conjunction with § 17(3)(2) of the Rules, the PZU SA Supervisory Board shall submit to the Shareholder Meeting, in the form of a report, proposals for assessing the suitability of candidates for Supervisory Board Members, Supervisory Board Members and assessing the collective suitability of the Supervisory Board. Pursuant to § 4(2)(2) of the Rules, the Supervisory Board shall approve the proposals for assessing the individual suitability of candidates for Supervisory Board Members, Supervisory Board Members and the collective assessment of the Supervisory Board, as developed by the Nomination and Compensation Committee.

II. Approval of the proposal for assessing the individual suitability of candidates for PZU SA Supervisory Board Members

On 12 February 2024, Allianz Polska Otwarty Fundusz Emerytalny, represented by PTE Allianz Polska S.A., submitted the candidacy of Andrzej Jarczyk, and on 14 February 2024, the Treasury submitted the candidacies of: Anita Elżanowska, Michał Jonczyński, Adam Uszpolewicz, Michał Bernaczyk, Anna Machnikowska, Małgorzata Kurzynoga, Filip Gorczyca, Wojciech Olejniczak and Filip Kaleta.

Along with the applications, the aforementioned shareholders of PZU SA submitted suitability assessment forms filled out by the candidates for members of the PZU SA Supervisory Board, along with attachments and documents confirming the information contained in the forms.

In view of the above, the basis for the assessment of candidates was the condition referred to in § 3(1)(1)(a) (primary individual suitability assessment).

Pursuant to § 3(1)(1)(a) of the Rules, the primary individual suitability assessment of a candidate for a member of the PZU SA Supervisory Board shall be carried out prior to appointment as a Member of the PZU SA Supervisory Board.

The primary suitability assessment was carried out on the basis of the primary suitability assessment forms and attachments provided by the assessed candidates, including the requirements arising from the generally applicable provisions of law, the Articles of Association of PZU SA, the Rules and Methodology of assessment of suitability of members of corporate bodies of regulated entities, developed by the Polish Financial Supervision Authority.

With regard to the individual suitability assessment, the verification carried out was aimed at determining whether the assessed candidates have the necessary qualifications to serve in the Supervisory Board of PZU SA, as well as determining whether their behavior affects the company's reputation. The assessment took into account the qualities and competencies of the candidates relevant to ensuring the proper

performance of the tasks of the Supervisory Board, as well as the adequacy of their knowledge, skills and experience for the function to be assumed, in addition to the guarantee of proper performance of the function.

In the course of the primary suitability assessment process, candidates provided information on having, in particular, the following qualifications and work experience:

1. Andrzej Jarczyk

a) qualifications:

- > graduate of the Faculty of Management at the Karol Adamecki University of Economics in Katowice, majoring in Management and Marketing, specialization: Domestic and Foreign Markets,
- > Fachhochschule Bochum, Germany, Business Management,
- > Eureka Academy, Business Strategy, Leadership,

b) professional experience:

- > Chief Billing Officer at Konzeption Life Sp. z o.o.,
- > Director of Inspectorate at PZU Życie SA,
- > Director of the Branch Office at PZU SA,
- > Director of the Central Sales Office at PZU SA,
- > President of the Management Board at GENERALI TU S.A., GENERALI ŻYCIE TU S.A.,
- > President of the Management Board at UNIQA TU S.A., UNIQA ŻYCIE TU S.A.,
- > Vice President at PROMESA PLUS, PROMESA BROKER,
- > Member of the Management Board at CARROT Sp. z o.o.

2. Anita Elżanowska

a) qualifications:

- > graduate of the Faculty of Law and Administration at the Maria Curie-Skłodowska University in Lublin, holder of a master's degree in law,
- > graduate of the National Public School – postgraduate study of European integration,
- > advocate,

b) professional experience:

- > Vice President of the Public Procurement Office,
- > Director of Public Procurement Office at Operator Logistyczny Paliw Płynnych sp. z o.o.,
- > Advocate at DPZP Kancelaria Adwokacka Anita Elżanowska,
- > Academic scholar at the SGH Warsaw School of Economics.

3. Michał Jonczyński

a) qualifications:

- > graduate of the Faculty of Economics at the University of Gdańsk, doctor of philosophy in economics,

- > graduate of the Poznań University of Economics – postgraduate programme in banking,
- > graduate of the MBA Executive Master of Business Administration programme at the Kozminski University in Warsaw,
- > graduate of the Adam Mickiewicz University in Poznań, holder of a master's degree in German philology,

b) professional experience:

- > Director at SPZOZ Warszawa Wola-Śródmieście,
- > Member of the Management Board at the Social Security Institution (ZUS),
- > Director of the HR Department at PZU SA,
- > Director of the HR Department at Deutsche Bank AG headquartered in Frankfurt,
- > Member of the Management Board at Orlen Deutschland AG.

4. Adam Uszpolewicz

a) qualifications:

- > graduate of the Faculty of Humanities at the University of Copenhagen in Denmark, majoring in English philology,
- > graduate of additional supplementary studies in economics for humanists within the Faculty of Humanities at the University of Copenhagen,
- > completed training at Saïd Business School, University of Oxford on "Changes in leadership, changing leadership."

b) professional experience:

- > President of the Management Board at Aviva Group: Aviva T.U.N.Ż.S.A., Aviva sp. z o.o.,
- > Director at PwC sp. z o.o.,
- > President of the Management Board at Nationwide Services sp. z o.o., President of the Management Board at Nationwide Towarzystwo Ubezpieczeń na Życie S.A.,
- > Vice President of the Management Board at CIGNA STU ŻYCIE S.A.

5. Michał Bernaczyk

a) qualifications:

- > graduate of the Faculty of Law, Administration and Economics at the University of Wrocław, holder of a master's degree in law,
- > doctor of philosophy in law,
- > attorney-at-law,

b) professional experience:

- > professor at the University of Wrocław (Faculty of Law, Administration and Economics),
- > attorney-at-law at the law firm: Szostak, Bar i Partnerzy.

6. Anna Machnikowska

a) qualifications:

- > graduate of the University of Gdańsk, majoring in law,
- > doctor of philosophy in law,
- > attorney-at-law,

b) professional experience:

- > head of the Department of Civil Procedure at the University of Gdańsk,
- > she practices as an attorney-at-law,
- > arbitrator of the Court of Arbitration at the General Prosecutor's Office of the Republic of Poland.

7. Małgorzata Kurzynoga

a) qualifications:

- > graduate of the Faculty of Law and Administration at the University of Łódź, majoring in Administration and Law (holder of a master's degree in administration and in law),
- > doctor of philosophy in law at the Faculty of Law and Administration of the University of Łódź,
- > entered on the list of attorneys-at-law of the Regional Chamber of Attorneys-at-law in Łódź,

b) professional experience:

- > professor at the university (previously assistant professor (2010–2020)) at the Faculty of Law and Administration of the University of Łódź,
- > attorney-at-law, head of BKB office in Łódź – Baran Książek Bigaj sp.k. law firm, based in Kraków.

8. Filip Gorczyca

a) qualifications:

- > graduate of the SGH Warsaw School of Economics, postgraduate studies, majoring in Finance and Banking,
- > Association of Chartered Certified Accountants (ACCA) – subject: Finance,
- > Harvard Business School – Program for Leadership Development,
- > Singularity University – subject: Executive Program,
- > certificate confirming entry in the register of certified auditors kept by the National Council of Certified Auditors (he does not practice the profession),

b) professional experience:

- > Member of the Supervisory Board of CCC S.A.,
- > Member of the Supervisory Board of Ferro S.A.,
- > Member of the Supervisory Board of Develia S.A.,
- > Member of the Supervisory Board of Artifex Mundi S.A.,
- > Vice President of the Management Board of Alior Bank S.A.,

- > Director of Investment Activities at Medicover Sp. z o.o.

9. Wojciech Olejniczak

- a) qualifications:
 - > graduate of the Faculty of Economics at the SGH Warsaw School of Economics,
 - > doctor of philosophy in economics,

- b) professional experience:
 - > Advisor to the President of the NBP,
 - > Corporate governance specialist at mBank S.A. (Investment Banking Department);
 - > Director of the Agro Business Department at Alior Bank S.A.,
 - > Minister of Agriculture and Rural Development,
 - > Member of the Polish Parliament,
 - > Member of the European Parliament.

10. Andrzej Kaleta

- a) qualifications:
 - > graduate of the Faculty of National Economy at the Oskar Lange Academy of Economics in Wrocław, majoring in Economics and Organization of Production – holder of a master's degree in economics,
 - > doctor of philosophy in economics in the field of economics conferred by a resolution of the Council of the Faculty of National Economy at the Oskar Lange Academy of Economics in Wrocław,
 - > full professor, doctor of philosophy in economics,

- b) professional experience:
 - > Rector of the University of Economics and Business in Wrocław,
 - > Head of the Department of Strategic Management at the University of Economics and Business in Wrocław,
 - > Advisor in strategic management processes in corporations such as ABB, ALSTOM, DIJO and local government units such as Municipalities of Bierutów, Bystrzyca Kłodzka, Wrocław, Sieradz County,
 - > Member of the Committee on Organisational and Management Sciences at the Polish Academy of Sciences,
 - > Chairman of the Supervisory Board of Impel S.A.

The analysis of all information collected during the assessment process was carried out by the Nomination and Compensation Committee of the PZU SA Supervisory Board (hereinafter: the "Committee").

On 14 February 2024, the Committee submitted to the Supervisory Board a proposal for the assessment of the individual suitability of candidates for members of the PZU SA Supervisory Board.

Based on the assessment proposals received and after reviewing the collected information and

documents, the PZU SA Supervisory Board approved by virtue of Resolutions No.:

- 1) URN/13/2024, dated 14 February 2024, a proposal for a negative primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Andrzej Jarczyk, due to an existing conflict of interest,
- 2) URN/14/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Wojciech Olejniczak,
- 3) URN/15/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Michał Jonczynski,
- 4) URN/16/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Adam Uszpolewicz,
- 5) URN/17/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Anita Elżanowska,
- 6) URN/18/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Michał Bernaczyk,
- 7) URN/19/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Filip Gorczyca,
- 8) URN/20/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Andrzej Kaleta,
- 9) URN/21/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Małgorzata Kurzynoga,
- 10) URN/22/2024, dated 14 February 2024, a proposal for a positive primary suitability assessment of the candidate for a member of the PZU SA Supervisory Board, Anna Machnikowska.

III. Summary

Pursuant to § 17(6) in conjunction with § 4(1)(2) of the Rules, this Report, drawn up by the Supervisory Board, shall be submitted to the PZU SA Shareholder Meeting for the Shareholder Meeting's primary assessment of the individual suitability of candidates for members of the Supervisory Board.

Chairman of the PZU Supervisory Board
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Robert Jastrzębski