

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

### **I. Legal basis for the report**

The report was prepared on the basis of the Principles for Assessing the Suitability of the Supervisory Board and Audit Committee of PZU SA, adopted by Resolution No. 33/2021 of the Annual General Meeting of PZU SA of June 16, 2021, as amended by Resolution No. 42/2023 of the Annual General Meeting of PZU SA of June 7, 2023 (hereinafter: the "Principles").

Pursuant to § 4(2)(2) of the Principles, the Supervisory Board approves the proposals for assessing the suitability of candidates for Supervisory Board members, Supervisory Board members and the assessment of the collective suitability of the Supervisory Board, previously prepared by the Nomination and Remuneration Committee, and then, pursuant to § 17(6) in conjunction with § 17(3)(2), submits proposals for the aforementioned assessments to the General Meeting in the form of a report.

### **II. Approval of proposals for evaluating the suitability of the PZU SA Supervisory Board Members**

Based on § 3.1.2(a) and paragraph 1(3)(c) of the Principles, on May 20, 2024, the Supervisory Board of PZU SA approved proposals for a secondary assessment of the individual suitability of PZU SA Supervisory Board members, carried out periodically, at least once a year, and a proposal for a collective suitability assessment.

The analysis conducted for the preparation of the proposal for the re-assessment of individual suitability and the assessment of collective suitability included the following members of the Supervisory Board of PZU SA:

- 1) Marcin Kubicza - Chairman of the Supervisory Board;
- 2) Małgorzata Kurzynoga - Vice-Chairman of the Supervisory Board;
- 3) Anna Machnikowska - Secretary of the Supervisory Board;
- 4) Michał Bernaczyk - Member of the Supervisory Board;
- 5) Anita Elżanowska - Member of the Supervisory Board;
- 6) Filip Gorczyca - Member of the Supervisory Board;
- 7) Michał Jonczynski - Member of the Supervisory Board;
- 8) Andrzej Kaleta - Member of the Supervisory Board;
- 9) Wojciech Olejniczak - Member of the Supervisory Board;
- 10) Adam Uszpolewicz - Member of the Supervisory Board.

In accordance with the Principles, the process of approval of suitability assessment proposals was carried out on the basis of documents provided by the assessed persons, statements made and information provided in the course of their functions, taking into account the requirements arising from generally applicable laws, the Articles of Association of PZU SA, the Principles and the Methodology for assessing the suitability of members of the bodies of supervised entities, developed by the KNF Board.

With regard to the re-assessment of individual suitability, the verification carried out was aimed at determining whether the persons subject to assessment possessed the qualifications necessary to serve on the Supervisory Board, as well as determining whether the behavior of such persons affected the company's reputation. The assessment process took into account the qualities and competencies of the individual members of the Supervisory Board relevant to ensuring the proper performance of the Supervisory Board's tasks, as well as the adequacy of their knowledge, skills and experience for their functions, and their guarantee of proper performance of these functions.

In terms of assessing the collective suitability of the Supervisory Board of PZU SA, the need to ensure that the Supervisory Board as a whole has an adequate level of knowledge, skills and experience to understand the activities undertaken by the company, including the main risks present in the company, was taken into account, in particular the need to meet the other prerequisites listed in § 15.1 of the Principles.

The analysis of all information collected during the assessment process was carried out by the Nomination and Remuneration Committee of the Supervisory Board of PZU SA (hereinafter: Committee). On May 20, 2024, the Committee presented to the PZU SA Supervisory Board proposals for assessing the individual suitability of individual Supervisory Board members and a proposal for assessing the collective suitability of the Supervisory Board of PZU SA.

Based on the assessment proposals received and after reviewing the collected information on the persons subject to assessment, the PZU SA Supervisory Board, on May 20, 2024, approved the positive proposals for the re-assessment of the individual suitability of all the members of the PZU SA Supervisory Board listed at the outset, as well as the assessment of the collective suitability of the PZU SA Supervisory Board.

In addition to the above-mentioned periodic suitability assessment, covering all members of the Supervisory Board, as well as a collective suitability assessment, on July 31, 2023, a suitability re-assessment of individual PZU SA Supervisory Board member Marcin Kubicza was conducted by the Supervisory Board in its previous composition. The aforementioned assessment of suitability was made in connection with the receipt of information that he had undertaken additional professional activity, which, in accordance with § 3.1.2(f) of the Principles, is a prerequisite for conducting a re-assessment of individual suitability in terms of time commitment and the existence of a conflict of interest.

The analysis of the information collected as part of the assessment was carried out by the Committee, which then submitted a proposal to the Supervisory Board for a re-assessment of the individual suitability of the aforementioned Board member.

On the basis of the submitted assessment proposal and after reviewing the documentation collected in the course of the assessment, the Supervisory Board of PZU SA approved the proposal for a positive re-assessment of the individual suitability with regard to Marcin Kubicza.

### **III. Summary**

This report includes approved proposals for assessing the suitability of individual members of the Supervisory Board of PZU SA, as to whom the prerequisites for the assessment were met after the

date of the last Annual General Meeting of PZU SA, i.e. after June 7, 2023, and a proposal for assessing the collective suitability of the Supervisory Board of PZU SA.

Pursuant to § 17(6) in conjunction with § 4(1)(2) and § 3(1)(2)(a) and (f) and Paragraph 1(3)(c) of the Principles, this Report, prepared by the Supervisory Board, is submitted to the General Meeting of PZU SA in order for the General Meeting to make a re-assessment of the individual suitability of the members of the Supervisory Board of PZU SA and an assessment of the collective suitability of the Supervisory Board of PZU SA.