

**FORM  
FOR EXERCISING VOTING RIGHTS THROUGH A PROXY**

This form allows for voting rights to be exercised at the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna ("PZU SA", "Company") held on 30 June 2016

by the Proxy

.....  
(first and last name/business name; place of residence and address/registered office and address; type and number of identity document/register and entry number in the register; PESEL/NIP no.)

acting on behalf of Shareholder

.....  
(first and last name/business name; place of residence and address/registered office and address; type and number of identity document/register and entry number in the register; PESEL/NIP no.)

On the basis of this form I hereby give instructions to vote through the Proxy on every resolution contemplated in the agenda for adoption as included in the announcement of convening the Ordinary Shareholder Meeting of PZU SA.

.....  
(place, date and signatures)

**COMMENTARY:**

The Proxy and the Shareholder are not required to use this form. The form does not replace the power-of-attorney document given by the Shareholder.

The Company does not verify how the Proxy votes, i.e. whether the Proxy exercises the voting rights in accordance with the instructions received from the Shareholder.

The form contains the draft resolutions to be adopted by the Ordinary Shareholder Meeting convened for 30 June 2016 with the Shareholder's instruction for the Proxy on how to vote.

The Proxy votes or files an objection, if any, by placing an "X" in the relevant field.

If the Shareholder instructs the Proxy to vote the particular shares its holds differently, the Proxy should indicate in the relevant field the number of votes and number of shares from which he/she votes "in favor", "against" or abstains from voting.

A form filled out incorrectly or ambiguously will not be included in the results of voting on a given resolution.

If votes are cast in an open ballot, the form filled out by the Shareholder may be the voting card for the Proxy. The Proxy who votes using this form should deliver it to the Chairperson of the Ordinary Shareholder Meeting after casting the vote on a given resolution. The Chairperson of the Ordinary Shareholder Meeting informs the Shareholder Meeting of the Company that a vote has been cast using this form, and includes the vote in total count of the votes cast for a given resolution. The form used during voting will be attached to the book of minutes of the Shareholder Meetings of the Company. If votes are cast in a secret ballot, the form filled out by the Proxy should be treated only as a written instruction for the Proxy on how to vote on such resolution and he/she should retain it.

If votes are cast during the Ordinary Shareholder Meeting through an electronic system, the voting form constitutes an instruction for the Proxy on how to vote on a given resolution.

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING  
OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

on 30 June 2016

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

Pursuant to Article 409 § 1 of the Commercial Companies 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 Chairperson of the Ordinary Shareholder Meeting of PZU SA.

§ 2

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

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

The Ordinary Shareholder Meeting of PZU SA held on 30 June 2016 hereby resolves as follows:

§ 1

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

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 the financial statements of PZU SA for the financial year ended 31 December 2015.
6. Review the Management Board's report on the activity of PZU SA in 2015.
7. Review the consolidated financial statements of the PZU SA Group prepared according to International Financial Reporting Standards for the financial year ended 31 December 2015.
8. Review the Management Board's report on the activity of the PZU SA Group in 2015.
9. Review the Supervisory Board's report on the evaluation of the financial statements of PZU SA for the financial year ended 31 December 2015, the Management Board's report on the activity of PZU SA in 2015 and the Management Board's motion to distribute the net profit earned by PZU SA in the financial year ended 31 December 2015.
10. Review:
  - 1) the annual Report of the PZU SA Supervisory Board on the activity of the PZU SA Supervisory Board as a corporate body in 2015, consisting of a summary of actions taken by the Supervisory Board and its committees and the Supervisory Board's self-assessment,
  - 2) report of the PZU SA Supervisory Board on its assessment of the operation of the compensation policy,
  - 3) assessment by the PZU SA Supervisory Board of the application of the Corporate Governance Rules for Regulated Institutions,
  - 4) concise assessment by the PZU SA Supervisory Board of the Company's standing, including an evaluation of the internal control system and the significant risk management system.
11. Approve the financial statements of PZU SA for the financial year ended 31 December 2015.
12. Approve the Management Board's report on the activity of PZU SA in 2015.
13. Approve the consolidated financial statements of the PZU SA Group prepared according to International Financial Reporting Standards for the year ended 31 December 2015.
14. Approve the Management Board's report on the activity of the PZU SA Group in 2015.
15. Adopt a resolution in the matter of distribution of the net profit earned by PZU SA in the financial year ended 31 December 2015.
16. Adopt resolutions to discharge the PZU SA Management Board members on the performance of their duties in 2015.
17. Adopt resolutions to discharge the PZU SA Supervisory Board members on the performance of their duties in 2015.
18. Adjourn the Ordinary Shareholder Meeting.

§ 2

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**on approving the financial statements of PZU SA for the financial year ended 31 December 2015**

Pursuant to Article 395 § 2 Item 1 of the Commercial Companies Code and § 18 Item 1 of the PZU SA Articles of Association, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

**§ 1**

Following a review, the Ordinary Shareholder Meeting of PZU SA hereby approves the financial statements of PZU SA for the financial year ended 31 December 2015 comprising:

- 1) balance sheet prepared as at 31 December 2015, showing total assets and liabilities of PLN 36,358,361 thousand (thirty-six billion three hundred fifty-eight million three hundred sixty-one thousand zloty),
- 2) technical non-life insurance account for the period from 1 January to 31 December 2015, showing a technical result to be transferred to the non-technical profit and loss account in the amount of PLN 636,334 thousand (six hundred thirty-six million three hundred thirty-four thousand Polish zloty);
- 3) non-technical profit and loss account for the period from 1 January to 31 December 2015, showing a net profit of PLN 2,248,522 thousand (two billion two hundred forty-eight million five hundred twenty-two thousand Polish zloty);
- 4) statement of changes in equity, showing an increase in equity during the financial year ended 31 December 2015 by the amount of PLN 50,009 thousand (fifty million nine thousand Polish zloty);
- 5) cash flow statement, showing an increase in cash in the course of the financial year ended 31 December 2015 by PLN 18,075 thousand (eighteen million seventy-five Polish zloty);
- 6) notes to the financial statements for the financial year ended 31 December 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b> <input type="checkbox"/> <b>I FILE AN OBJECTION</b>	<input type="checkbox"/> <b>ABSTAINED</b>
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	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 30 June 2016**

**on approving the Management Board's report on the activity of PZU SA in 2015**

Pursuant to Article 395 § 2 Item 1 of the Commercial Companies 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, following a review, hereby approves the Management Board's report on the activity of PZU SA in 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b> <input type="checkbox"/> <b>I FILE AN OBJECTION</b> <input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	<input type="checkbox"/> <b>ABSTAINED</b>
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**on approving the consolidated financial statements of the PZU SA Group prepared according to International Financial Reporting Standards for the year ended 31 December 2015**

Pursuant to Article 395 § 5 of the Commercial Companies Code in conjunction with Article 63c Section 4 of the Accounting Act of 29 September 1994, 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 2015 prepared according to International Financial Reporting Standards, comprising:

- 1) consolidated statement of financial position as at 31 December 2015, showing assets and liabilities totaling PLN 105,429,009 thousand (one hundred five billion four hundred twenty-nine million nine thousand Polish zloty);
- 2) consolidated profit and loss account for the period from 1 January to 31 December 2015, showing a net profit of PLN 2,342,196 thousand (two billion three hundred forty-two million one hundred ninety-six thousand);
- 3) consolidated statement of comprehensive income for the period from 1 January to 31 December 2015, showing total comprehensive income of PLN 2,347,962 thousand (two billion three hundred forty-seven million nine hundred sixty-two thousand Polish zloty);
- 4) statement of changes in consolidated equity for the period from 1 January to 31 December 2015, showing an increase in equity by PLN 2,011,279 thousand (two billion eleven million two hundred seventy-nine thousand Polish zloty);
- 5) consolidated cash flow statement for the period from 1 January to 31 December 2015, showing an increase in cash by PLN 2,115,856 thousand (two billion one hundred fifteen million eight hundred fifty-six thousand Polish zloty);
- 6) notes including information on the accepted accounting policy and other notes and explanations.

§ 2

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 30 June 2016**

**on approving the Management Board's report on the activity of the PZU SA Group in 2015**

Pursuant to Article 395 § 5 of the Commercial Companies Code in conjunction with Article 55 of the Accounting Act of 29 September 1994, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA hereby approves the Management Board's report on the PZU Group's activity in 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 30 June 2016**

**on the distribution of the net profit earned by PZU SA in the financial year ended 31 December 2015**

Pursuant to Article 395 § 2 Item 2 of the Commercial Companies Code and § 18 Item 2 and § 36 of the PZU SA Articles of Association in conjunction with Article 348 § 1 and § 3 of the Commercial Companies Code, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

**§ 1**

PZU SA's net profit for the year ended 31 December 2015 in the amount of PLN 2,248,522,454.29 (two billion two hundred forty-eight million five hundred twenty-two thousand four hundred fifty-four Polish zloty and 29 grosz) is hereby distributed as follows:

- 1) PLN 1,796,127,840.00 (one billion seven hundred ninety-six million one hundred twenty-seven thousand eight hundred forty Polish zloty and 00 grosz), i.e. PLN 2.08 (two Polish zloty and 08 grosz) per share is allocated to the payment of a dividend;
- 2) PLN 442,394,614.29 (four hundred forty-two million three hundred ninety-four thousand six hundred fourteen Polish zloty and 29 grosz) is transferred to supplementary capital;
- 3) PLN 10,000,000.00 (ten million Polish zloty) is allocated to the Company Social Benefit Fund (ZFŚS).

**§ 2**

The date used to prepare the list of shareholders eligible to receive the dividend referred to in § 1 section 1 (record date) is hereby set for 30 September 2016. The dividend payment date is set for 21 October 2016.

**§ 3**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b> <input type="checkbox"/> <b>I FILE AN OBJECTION</b>	<input type="checkbox"/> <b>ABSTAINED</b>
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	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Przemysław Dąbrowski on the performance of his duties in the PZU SA Management Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Przemysław Dąbrowski 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 30 June 2016**

to **discharge Rafał Grodzicki on the performance of his duties in the PZU SA Management Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Rafał Grodzicki on the performance of his duties in the PZU SA Management Board for the period of his performance of this function in the financial year 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Witold Jaworski on the performance of his duties in the PZU SA Management Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Witold Jaworski on the performance of his duties in the PZU SA Management Board for the period of his performance of this function in the financial year 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Andrzej Klesyk on the performance of his duties in the PZU SA Management Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Andrzej Klesyk 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it



**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Dariusz Krzewina on the performance of his duties in the PZU SA Management Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Dariusz Krzewina 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Tomasz Tarkowski on the performance of his duties in the PZU SA Management Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Tarkowski 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Ryszard Trepczyński on the performance of his duties in the PZU SA Management Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Ryszard Trepczyński 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
.....	.....	.....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Zbigniew Ćwiąkalski on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Zbigniew Ćwiąkalski 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Zbigniew Derdziuk on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Zbigniew Derdziuk 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Dariusz Filar on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Dariusz Filar 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 30 June 2016**

**to discharge Dariusz Kacprzyk on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Dariusz Kacprzyk 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to grant a discharge to Paweł Kaczmarek on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 grants a discharge to Paweł Kaczmarek 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it



**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Jakub Karnowski on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Jakub Karnowski 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
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Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 30 June 2016**

**to discharge Aleksandra Magaczewska on the performance of her duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Aleksandra Magaczewska 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares .....	Number of shares .....	Number of shares .....
Number of votes .....	Number of votes .....	Number of votes .....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Alojzy Nowak on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 2015.

§ 2

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
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\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. .../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Maciej Piotrowski on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Piotrowski 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
.....	.....	.....

\* indicate the relevant field by placing an "X" in it

**RESOLUTION NO. ..../2016**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 30 June 2016**

**to discharge Tomasz Zganiacz on the performance of his duties in the PZU SA Supervisory Board in 2015**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Companies 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 Zganiacz 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 2015.

**§ 2**

This Resolution shall come into force on the date of its adoption.

**SHAREHOLDER'S INSTRUCTION FOR THE PROXY**

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**VOTE CAST \***

<input type="checkbox"/> <b>IN FAVOR</b>	<input type="checkbox"/> <b>AGAINST</b>	<input type="checkbox"/> <b>ABSTAINED</b>
	<input type="checkbox"/> <b>I FILE AN OBJECTION</b>	
	<input type="checkbox"/> <b>YES</b> <input type="checkbox"/> <b>NO</b>	
Number of shares	Number of shares	Number of shares
.....	.....	.....
Number of votes	Number of votes	Number of votes
.....	.....	.....

\* indicate the relevant field by placing an "X" in it