

**RESOLUTION NO. 1/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**on electing the Chairman of the Extraordinary Shareholder Meeting of PZU SA**

Pursuant to Article 409 § 1 of the Commercial Company Code and § 17 Section 2 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Extraordinary Shareholder Meeting of PZU SA hereby resolves to elect Ms. Monika Kacprzyk-Wojdyga as the Chairperson of the Extraordinary Shareholder Meeting of PZU SA.

§ 2

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

483,223,966 valid votes were cast on 483,223,966 shares (55,96 % of the share capital).

The Resolution was adopted with 483,216,056 votes in favor, 7,910 votes against and no votes abstaining.

**RESOLUTION NO. 2/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to accept the Agenda of the Extraordinary Shareholder Meeting of PZU SA**

The Extraordinary Shareholder Meeting of PZU SA held on 7 January 2016 hereby resolves as follows:

§ 1

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

1. Open the Extraordinary Shareholder Meeting.
2. Elect the Chairperson of the Extraordinary Shareholder Meeting.
3. Assert that the Extraordinary Shareholder Meeting has been convened correctly and that it is capable of adopting resolutions.
4. Accept the agenda.
5. Adopt a resolution to set the number of Supervisory Board members.
6. Adopt resolutions to change the Supervisory Board composition.
7. Adopt a resolution regarding the costs of convening and holding the Extraordinary Shareholder Meeting.
8. Adjourn the Extraordinary Shareholder Meeting.

§ 2

The resolution will come into force on the date of its adoption.

483,223,966 valid votes were cast on 483,223,966 shares (55,96 % of the share capital).  
The Resolution was adopted with 483,216,056 votes in favor, 7,910 votes against and no votes abstaining.

**RESOLUTION NO. 3/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to set the number of Supervisory Board members**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 20 Section 1 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The number of members of the PZU SA Supervisory Board is hereby set at 9 (nine) persons appointed by Shareholder Meeting subject to the State Treasury right, specified in § 20 section 7 of the PZU SA Articles of Association, to appoint one additional Supervisory Board Member.

§ 2

Resolution No. 26/2012 of the Ordinary Shareholder Meeting of PZU SA adopted on 30 May 2012 to set the number of the PZU SA Supervisory Board members is hereby repealed.

§ 3

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

483,223,966 valid votes were cast on 483,223,966 shares (55,96 % of the share capital).  
The Resolution was adopted with 365,626,738 votes in favor, 1,988,780 votes against and 115,608,448 votes abstaining.

**RESOLUTION NO. 4/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Zbigniew Cwiąkański is hereby dismissed from the PZU SA Supervisory Board.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,674 votes in favor, 83,842,355 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 5/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Zbigniew Derdziuk is hereby dismissed from the PZU SA Supervisory Board.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 6/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Maciej Piotrowski is hereby dismissed from the PZU SA Supervisory Board.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).

The Resolution was adopted with 319,508,774 votes in favor, 83,842,262 votes against and 79,867,940 votes abstaining.

**RESOLUTION NO. 7/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Dariusz Kacprzyk is hereby dismissed from the PZU SA Supervisory Board.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).

The Resolution was adopted with 317,966,104 votes in favor, 85,384,925 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 8/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Jakub Karnowski is hereby dismissed from the PZU SA Supervisory Board.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 9/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 7 January 2016**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Ms. Aleksandra Magaczewska is hereby dismissed from the PZU SA Supervisory Board.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 10/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 7 January 2016**

**to dismiss a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Dariusz Filar is hereby dismissed from the PZU SA Supervisory Board.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 323,008,774 votes in favor, 133,998,915 votes against and 26,211,287 votes abstaining.

**RESOLUTION NO. 11/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 7 January 2016**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Piotr Paszko is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 12/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 7 January 2016**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Marcin Chludziński is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 13/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Marcin Gargas is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 14/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Maciej Zaborowski is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 15/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 7 January 2016**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Eligiusz Krześniak is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 16/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 7 January 2016**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Radosław Potrzezsch is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 319,508,774 votes in favor, 83,842,255 votes against and 79,867,947 votes abstaining.

**RESOLUTION NO. 17/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to appoint a member of the PZU SA Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Company Code and § 18 Item 9 of the PZU SA Articles of Association, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr. Jerzy Paluchniak is hereby appointed to the Supervisory Board of PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 323,008,774 votes in favor, 83,842,255 votes against and 76,367,947 votes abstaining.

**RESOLUTION NO. 18/2016**

**ADOPTED BY THE EXTRAORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 January 2016**

**to decide on the costs of convening and holding the Extraordinary Shareholder Meeting**

Pursuant to art. 400 § 4 of the Commercial Company Code, the Extraordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

The Extraordinary Shareholder Meeting of PZU SA hereby decides that the cost of convening and holding this Extraordinary Shareholder Meeting will be covered by PZU SA.

§ 2

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

483,218,976 valid votes were cast on 483,218,976 shares (55,96 % of the share capital).  
The Resolution was adopted with 435,048,191 votes in favor, 47,602,835 votes against and 567,950 votes abstaining.