

**RESOLUTION NO. 1/2023**

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

**on 7 June 2023**

**on electing the Chairperson of the Ordinary 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 Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA hereby resolves to elect Mr. Radosław Kwaśnicki as the Chairperson of the Ordinary Shareholder Meeting of PZU SA.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 597,136,870 votes in favor, 0 votes against and 0 abstentions.

**RESOLUTION NO. 2/2023**

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

**on 7 June 2023**

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

The Ordinary Shareholder Meeting of PZU SA held on 7 June 2023 hereby resolves as follows:

§ 1

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

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. Adopt the agenda of the meeting.
5. Review the Financial Statements of PZU SA for the year ended 31 December 2022.
6. Review the consolidated financial statements of the PZU Group for the year ended 31 December 2022, prepared in accordance with International Financial Reporting Standards.
7. Review the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2022 and the Non-financial report of the PZU Group and PZU SA for 2022.
8. Review the PZU SA Supervisory Board Report for 2022.
9. Review the PZU SA Management Board Report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for 2022.
10. Approve the Financial Statements of PZU SA for the year ended 31 December 2022.
11. Approve the consolidated financial statements of the PZU Group for the year ended 31 December 2022, prepared in accordance with International Financial Reporting Standards.
12. Approve the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2022 and the Non-financial report of the PZU Group and PZU SA for 2022.
13. Approve the PZU SA Supervisory Board Report for 2022.
14. Adopt a resolution on the distribution of PZU SA's net profit for the year ended 31 December 2022.
15. Adopt resolutions to discharge the PZU SA Management Board members on the performance of their duties in 2022.
16. Adopt resolutions to discharge the PZU SA Supervisory Board members on the performance of their duties in 2022.
17. Adopt resolutions on secondary assessment of suitability of the PZU SA Supervisory Board members.
18. Adopt a resolution on an amendment to the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee.
19. Adopt resolutions regarding the assessment of individual suitability of candidates for PZU SA Supervisory Board members of the new term of office.
20. Adopt a resolution in the matter of assessing collective suitability of the Supervisory Board.
21. Adopt resolutions to appoint members of the PZU SA Supervisory Board of the new term of office.
22. Adopt resolutions to amend the PZU SA Articles of Association.
23. Adopt a resolution to amend the Compensation Policy for the PZU SA Management Board and Supervisory Board Members.
24. Issue an opinion on the PZU SA Supervisory Board Report on Compensation of PZU SA Management Board and Supervisory Board Members in 2022.
25. Adjourn the Ordinary Shareholder Meeting.

§ 2

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 597,136,870 votes in favor, 0 votes against and 0 abstentions.

**RESOLUTION NO. 3/2023**

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

**on 7 June 2023**

**on the PZU SA Management Board Report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for 2022**

Pursuant to § 18 item 1a of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Articles of Association, the following is hereby resolved:

**§ 1**

The Ordinary Shareholder Meeting reviewed the report of the PZU SA Management Board on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for 2022 is approved, with the wording set forth in the attachment to the resolution.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 550,344,976 votes in favor, 178,720 votes against and 46,613,274 abstentions.

**RESOLUTION NO. 4 /2023**

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

**on 7 June 2023**

**to approve the Financial Statements of Powszechny Zakład Ubezpieczeń Spółka Akcyjna for the year ended 31 December 2022 prepared in accordance with the Polish Accounting Standards**

Pursuant to Article 395 § 2 Item 1 of the Commercial Company 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, after a review, approves the Financial Statements of Powszechny Zakład Ubezpieczeń Spółka Akcyjna for the year ended 31 December 2022 prepared in accordance with the Polish Accounting Standards including:

- 1) balance sheet prepared as at 31 December 2022, showing total balance sheet value of PLN 45,935,032 thousand (forty-five billion nine hundred and thirty-five million thirty-two thousand Polish zloty);
- 2) revenue account of non-life insurance for the period from 1 January to 31 December 2022, showing a technical result to be transferred to the general profit and loss account in the amount of PLN 1,266,929 thousand (one billion two hundred sixty-six million nine hundred twenty-nine thousand Polish zloty);
- 3) general profit and loss account for the period from 1 January to 31 December 2022, showing a net profit of PLN 1,636,774 thousand (one billion six hundred thirty-six million seven hundred seventy-four thousand Polish zloty);
- 4) statement of changes in equity, showing an increase in equity during the financial year ended 31 December 2022 by the amount of PLN 47,776 thousand (forty-seven million seven hundred and seventy-six thousand Polish zloty);
- 5) cash flow statement, showing a decrease in cash in the course of the financial year ended 31 December 2022 by PLN 15,115 thousand (fifteen million one hundred and fifteen thousand Polish zloty);
- 6) notes to the Financial Statements for the year ended 31 December 2022.

§ 2

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 594,025,050 votes in favor, 178,720 votes against and 2,933,200 abstentions.

**RESOLUTION NO. 5/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to approve the Consolidated Financial Statements of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Group for the year ended 31 December 2022, prepared in accordance with the International Financial Reporting Standards**

Pursuant to Article 395 § 5 of the Commercial Company Code in conjunction with Article 63c Section 4 of the Accounting Act of 29 September 1994 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, after a review, hereby approves the Consolidated Financial Statements of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Group for the year ended 31 December 2022 prepared according to International Financial Reporting Standards, comprising:

- 1) consolidated statement of financial position as at 31 December 2022, showing assets and liabilities and equity totaling PLN 436,119 million (four hundred and thirty-six billion one hundred and nineteen million Polish zloty);
- 2) consolidated profit and loss account for the period from 1 January to 31 December 2022, showing a net profit of PLN 5,259 million (five billion two hundred and fifty-nine million Polish zloty);
- 3) consolidated statement of comprehensive income for the period from 1 January to 31 December 2022, showing net comprehensive income of PLN 2,335 million (two billion three hundred thirty-five million Polish zloty);
- 4) consolidated statement of changes in equity for the period from 1 January to 31 December 2022, showing a decrease in equity by PLN 242 million (two hundred and forty-two million Polish zloty);
- 5) consolidated cash flow statement for the period from 1 January to 31 December 2022, showing an increase in cash by PLN 6,513 million (six billion five hundred and thirteen million Polish zloty);
- 6) supplementary information and notes.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 594,025,050 votes in favor, 178,720 votes against and 2,933,200 abstentions.

**RESOLUTION NO. 6/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to approve the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2022 and the Non-financial report of the PZU Group and PZU SA for 2022.**

Pursuant to Article 395 § 2 item 1 of the Commercial Company Code in conjunction with Article 55 sec. 2a et seq. of the Accounting Act of 29 September 1994 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 approves the Management Board Report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2022 and the Non-Financial Report of the PZU Group and PZU SA for 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 594,012,848 votes in favor, 178,720 votes against and 2,945,402 abstentions.

**RESOLUTION NO. 7/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to approve the PZU SA Supervisory Board Report for 2022**

Pursuant to Article 395 § 5 of the Commercial Company Code and § 18 item 1c 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, after a review, approves the PZU SA Supervisory Board Report for 2022.

§ 2

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 594,012,848 votes in favor, 178,720 votes against and 2,945,402 abstentions.



**RESOLUTION NO. 8/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the distribution of PZU SA's net profit for the year ended 31 December 2022 and the amount transferred from supplementary capital created from the net profit generated for the year ended 31 December 2021**

Pursuant to Article 395 § 2 Item 2, Article 396 § 5 of the Commercial Company Code and § 18 Item 2 and § 36 of the PZU SA Articles of Association in conjunction with Article 348 of the Commercial Company Code, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

PZU SA's net profit for the financial year ended 31 December 2022 in the amount of PLN 1,636,773,956.28 (one billion six hundred thirty-six million seven hundred seventy-three thousand nine hundred fifty-six and 28/100 Polish zloty), increased by the amount of PLN 1,295,994,643.06 (one billion two hundred ninety-five million nine hundred ninety-four thousand six hundred forty-three and 06/100 Polish zloty) transferred from the supplementary capital created from the net profit for the year ended 31 December 2021, i.e. in total the amount of PLN 2,932,768,599.34 (two billion nine hundred thirty-two million seven hundred sixty-eight thousand five hundred ninety-nine and 34/100 Polish zloty) is hereby distributed as follows:

- 1) designate PLN 2,072,455,200.00 (two billion seventy-two million four hundred and fifty-five thousand two hundred and 00/100 Polish zloty), that is PLN 2.40 (two and 40/100 Polish zloty) per share, to be paid as a dividend;
- 2) designate PLN 6,701,000.00 (six million seven hundred and one thousand and 00/100 Polish zloty) for the Company Social Benefit Fund (ZFŚS);
- 3) designate PLN 853,612,399.34 (eight hundred and fifty-three million six hundred and twelve thousand three hundred and ninety-nine and 34/100 Polish zloty) for supplementary capital.

§ 2

The date as at which the list of shareholders entitled to a dividend referred to in § 1 item 1 (dividend record date) is hereby set for 7 September 2023. The dividend payment date is hereby set for 28 September 2023.

§ 3

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 597,136,869 votes in favor, 0 votes against and 1 abstention.

**RESOLUTION NO. 9/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Ernest Bejda on the performance of his duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Ernest Bejda 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 593,730,046 votes in favor, 42,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 10/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Małgorzata Kot on the performance of her duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Małgorzata Kot on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 593,757,046 votes in favor, 15,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 11/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Beata Kozłowska-Chyła on the performance of her duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Beata Kozłowska-Chyła on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 593,757,046 votes in favor, 15,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 12/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Krzysztof Kozłowski on the performance of his duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Krzysztof Kozłowski 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 593,757,046 votes in favor, 15,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 13/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Tomasz Kulik on the performance of his duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Kulik 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 593,756,946 votes in favor, 15,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 14/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Piotr Nowak on the performance of his duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Piotr Nowak 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 593,756,946 votes in favor, 15,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 15/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Maciej Rapkiewicz on the performance of his duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Maciej Rapkiewicz 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 593,757,046 votes in favor, 15,541 votes against and 3,364,383 abstentions.



**RESOLUTION NO. 16/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Małgorzata Sadurska on the performance of her duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Małgorzata Sadurska on the performance of her duties in the PZU SA Management Board for the period in which she performed this function in the financial year 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 593,730,046 votes in favor, 42,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 17/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Krzysztof Szypuła on the performance of his duties in the PZU SA Management Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Krzysztof Szypuła 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 593,757,046 votes in favor, 15,541 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 18/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Marcin Chludziński on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Marcin Chludziński 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 563,145,804 votes in favor, 30,626,783 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 19/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Paweł Górecki on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Paweł Górecki 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 562,970,064 votes in favor, 30,802,523 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 20 /2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Agata Górnicka on the performance of her duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Agata Górnicka 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 562,943,064 votes in favor, 30,829,523 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 21/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Robert Jastrzębski on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Robert Jastrzębski 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 562,943,064 votes in favor, 30,829,523 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 22/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Elżbieta Mączyńska-Ziemacka on the performance of her duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Elżbieta Mączyńska-Ziemacka 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 562,970,064 votes in favor, 30,802,523 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 23/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Paweł Mucha on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Paweł Mucha 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 562,943,064 votes in favor, 30,829,523 votes against and 3,364,383 abstentions.



**RESOLUTION NO. 24/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Krzysztof Opolski on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Krzysztof Opolski 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 563,118,804 votes in favor, 30,653,783 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 25/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Radosław Sierpiński on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Radosław Sierpiński 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 562,943,064 votes in favor, 30,829,523 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 26/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Robert Śnitko on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Robert Śnitko 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 563,118,804 votes in favor, 30,653,783 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 27/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Piotr Wachowiak on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Piotr Wachowiak 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 563,118,804 votes in favor, 30,653,783 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 28/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Józef Wierzbowski on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Józef Wierzbowski 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 563,118,804 votes in favor, 30,653,783 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 29/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to discharge Maciej Zaborowski on the performance of his duties in the PZU SA Supervisory Board in 2022**

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 3 of the Commercial Company 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 Zaborowski 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 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 563,118,804 votes in favor, 30,653,783 votes against and 3,364,383 abstentions.

**RESOLUTION NO. 30/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board Member - Marcin Chludziński**

Pursuant to § 3 sec. 1 item 2 sub-item a and f and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Marcin Chludziński.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,838 votes in favor, 666,829 votes against and 12,303 abstentions.

**RESOLUTION NO. 31/2023**

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

**on 7 June 2023**

**regarding the secondary assessment of individual suitability of a PZU SA Supervisory Board member - Paweł Górecki**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of the Deputy Chairperson of the PZU SA Supervisory Board - Paweł Górecki.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 596,457,838 votes in favor, 666,829 votes against and 12,203 abstentions.



**RESOLUTION NO. 32/2023**

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

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board Member –  
Agata Górnicka**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Agata Górnicka.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 596,457,838 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 33/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding secondary assessment of individual suitability of the Chairperson of the PZU SA Supervisory Board - Robert Jastrzębski**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of the Chairperson of the PZU SA Supervisory Board – Robert Jastrzębski.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,938 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 34/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board member -  
Elżbieta Mączyńska-Ziemacka**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Elżbieta Mączyńska-Ziemacka.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,938 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 35/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the secondary assessment of individual suitability of the Chairperson of the PZU SA Supervisory Board - Paweł Mucha, who discharged the function until 31 August 2022**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of the Chairperson of the PZU SA Supervisory Board - Paweł Mucha, who discharged the function until 31 August 2022.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,430,938 votes in favor, 693,829 votes against and 12,303 abstentions.

**RESOLUTION NO. 36/2023**

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

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board Member -  
Krzysztof Opolski**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Krzysztof Opolski.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,938 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 37/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board member - Radosław Sierpiński**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Radosław Sierpiński.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 596,457,838 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 38/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the secondary assessment of individual suitability of the Secretary of the PZU SA Supervisory Board - Robert Śnitko**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of the Secretary of the PZU SA Supervisory Board - Robert Śnitko.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,938 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 39/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board member - Piotr Wachowiak**

Pursuant to § 3 sec. 1 item 2 sub-item a and f and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Piotr Wachowiak.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,938 votes in favor, 666,829 votes against and 12,203 abstentions.



**RESOLUTION NO. 40/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board Member - Józef Wierzbowski**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Józef Wierzbowski.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,938 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 41/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding secondary assessment of individual suitability of a PZU SA Supervisory Board Member -  
Maciej Zaborowski**

Pursuant to § 3 sec. 1 item 2 sub-item a and § 4 sec. 1 item 2 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 on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a PZU SA Supervisory Board member - Maciej Zaborowski.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 596,457,938 votes in favor, 666,829 votes against and 12,203 abstentions.

**RESOLUTION NO. 42/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**on an amendment to the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee**

Pursuant to § 18 of the Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, the Shareholder Meeting hereby resolves the following:

§ 1

The Rules for the suitability assessment of the PZU SA Supervisory Board and Audit Committee, constituting Attachment 1 to Resolution No. 33/2021 of the Ordinary Shareholder Meeting of PZU SA of 16 June 2021, are amended as follows:

1) in § 2 item 13, which currently reads as follows:

“13) Assessing Body – the Shareholder Meeting for Supervisory Board members or the Supervisory Board for Audit Committee members;”

shall read as follows:

“13) Assessing Body - respectively:

- a) Shareholder Meeting, in the case of PZU SA Supervisory Board members, except in the case specified in letter b,
- b) State Treasury, as regards assessing the individual suitability of a Supervisory Board member prior to his or her appointment to the Supervisory Board, either for the first time or for another term of office, on the basis of the statement referred to in § 20(7) of the Articles of Association,
- c) Supervisory Board, in the case of Audit Committee members;”;

2) in § 3, after item 5, item 6 with the following wording shall be added:

“6. The assessment of the individual suitability of a Supervisory Board member prior to appointment on the basis of the statement referred to in § 20 sec. 7 of the PZU SA Articles of Association is made by the State Treasury. The provisions of the Rules with respect to the assessment referred to in the first sentence shall apply accordingly.”;

3) in § 13, item 3 which currently reads as follows:

“3. The secondary individual Suitability Assessment referred to in § 3 sec. 1 item 2(a) applies to the period, for which the report on the Supervisory Board’s work is drawn up and submitted to the Shareholder Meeting for approval, and covers all Supervisory Board members who performed a function during that period.”

shall read as follows:

“3. The secondary individual Suitability Assessment referred to in § 3 sec. 1 item 2(a) applies to the Supervisory Board members who discharge their function as at the date of the assessment by the Shareholder Meeting, and in the case of Audit Committee members as at the date of the assessment by the Supervisory Board.”;

4) in § 18, item 2 which currently reads as follows:

“2. Appointment of a Supervisory Board member candidate to the Supervisory Board by the Shareholder Meeting, as well as granting a discharge to a Supervisory Board member on the performance of his/her duties of a Supervisory Board member by the Shareholder Meeting, is understood as a positive assessment made by the Shareholder Meeting.”

shall read as follows:

“2. Appointment of a Supervisory Board member candidate to the Supervisory Board by the Shareholder Meeting is understood as a positive assessment made by the Shareholder Meeting.”.

§ 2

The consolidated text of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee, taking into account the amendments referred to in § 1, in the wording given in an attachment to this resolution is hereby adopted.

§ 3

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 550,727,890 votes in favor, 666,829 votes against and 45,742,251 abstentions.

**RESOLUTION NO. 43/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Pawła Góreckiego**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Pawła Góreckiego.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,635,464 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 44/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Roberta Jastrzębskiego**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Roberta Jastrzębskiego.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,635,464 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 45/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Marcina Kubicza**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Marcina Kubicza.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,635,464 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 46/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Radosława Sierpińskiego**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a Radosław Sierpiński – a candidate for a PZU SA Supervisory Board member.

**§ 2**

This resolution shall come into force at the time of its adoption.

Oddano 597.136.970 ważnych głosów z 597.136.970 akcji (69,15% kapitału zakładowego), z czego 406.635.464 głosów za, 189.854.036 głosów przeciw oraz 647.470 głosów wstrzymujących się.



**RESOLUTION NO. 47/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Marcina Chłudzińskiego**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Marcina Chłudzińskiego.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 406,635,364 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 48/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Agaty Górnickiej**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Agaty Górnickiej.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,870 were cast from 597,136,870 shares (69.15% of the share capital), with 406,635,364 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 49/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Macieja Zaborowskiego**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Macieja Zaborowskiego.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,635,464 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 50/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Elżbiety Mączyńskiej-Ziemackiej**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Elżbiety Mączyńskiej-Ziemackiej.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,635,464 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 51/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Krzysztofa Opolskiego**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Krzysztofa Opolskiego.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,635,464 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 52/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**regarding the assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Józefa Wierzbowskiego**

Pursuant to § 4 sec. 1 item 2 and § 18 sec. 1 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Shareholder Meeting hereby makes a positive secondary assessment of individual suitability of a candidate for a PZU SA Supervisory Board member – Józefa Wierzbowskiego.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,635,464 votes in favor, 189,854,036 votes against and 647,470 abstentions.

**RESOLUTION NO. 53/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to assess collective suitability of the PZU SA Supervisory Board**

Pursuant to § 4 sec. 1 item 2 of the Rules for assessment of suitability of the PZU SA Supervisory Board and Audit Committee introduced by Resolution No. 33/2021 adopted by the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna on 16 June 2021, the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

A positive collective assessment of suitability of the PZU SA Supervisory Board is made, taking into account the assessment of candidates for members of the PZU SA Supervisory Board for a joint term of office, spanning three full consecutive financial years 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 431,177,822 votes in favor, 165,311,678 votes against and 647,470 abstentions.

**RESOLUTION NO. 54/2023**

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

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

1. Mr. Marcin Chludziński is appointed to the PZU SA Supervisory Board for a new term of office.
2. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.



**RESOLUTION NO. 55/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

1. Ms. Agata Górnicka is appointed to the PZU SA Supervisory Board for a new term of office.
2. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 405,659,354 votes in favor, 190,066,311 votes against and 1,411,305 abstentions.

**RESOLUTION NO. 56/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

1. Mr. Robert Jastrzębski is appointed to the PZU SA Supervisory Board for a new term of office.
2. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.

**RESOLUTION NO. 57/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

1. Mr. Marcin Kubicza is appointed to the PZU SA Supervisory Board for a new term of office.
2. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.

**RESOLUTION NO. 58/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

1. Ms. Elżbieta Mączyńska-Ziemacka is appointed to the PZU SA Supervisory Board for a new term of office.
2. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.

**RESOLUTION NO. 59/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

1. Mr. Krzysztof Opolski is appointed to the PZU SA Supervisory Board for a new term of office.
2. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.

**RESOLUTION NO. 60/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

§ 1

3. Mr. Radosław Sierpiński is appointed to the PZU SA Supervisory Board for a new term of office.
4. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

§ 2

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.

**RESOLUTION NO. 61/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

5. Mr. Józef Wierzbowski is appointed to the PZU SA Supervisory Board for a new term of office.
6. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.

**RESOLUTION NO. 62/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

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

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

Considering that the term of office of the PZU SA Supervisory Board expired on 31 December 2022, and the mandates of the members of the PZU SA Supervisory Board will expire no later than the date of the Company's Ordinary Shareholder Meeting approving the financial statements for the financial year 2022,

**§ 1**

7. Mr. Maciej Zaborowski is appointed to the PZU SA Supervisory Board for a new term of office.
8. The appointment referred to in section 1 shall be for a joint term of office which encompasses three consecutive full financial years of 2024-2026.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 406,074,384 votes in favor, 189,651,281 votes against and 1,411,305 abstentions.



**RESOLUTION NO. 63 /2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING  
OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA  
on 7 June 2023**

**to amend the PZU SA Articles of Association**

Pursuant to § 18 of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Articles of Association and Article 430 § 1 of the Commercial Company Code, the Shareholder Meeting resolves as follows:

**§ 1**

The following amendments are hereby made to the PZU SA Articles of Association:

- 1) in § 18:
  - a) item 1b currently reading as follows:

“1b) issuing an opinion on the report on compensation for Management Board and Supervisory Board members, pursuant to the Act on Public Offerings and the Conditions for Offering Financial Instruments in an Organized Trading System and on Public Companies of 29 July 2005;”

shall read as follows:  
“1b) to issue an opinion on the report on compensation for Management Board and Supervisory Board members;”,
  - b) after item 12, the period shall be replaced by a semicolon, and items 13-15 shall be added, reading as follows:
    - “13) establishing and making amendments to the rules for assessment of suitability of the Supervisory Board and the Supervisory Board Audit Committee;
    - 14) making assessment of individual suitability of candidates for members of the Supervisory Board, excluding the candidate appointed by the State Treasury, by means of the written statement referred to in § 20 sec. 7 of the Articles of Association, members of the Supervisory Board and the collective assessment of the Supervisory Board;
    - 15) determining the maximum total cost of the compensation for all Supervisory Board advisors that the Company may incur during the financial year.”;
- 2) in § 20:
  - a) section 1 currently reading as follows:

“1. Subject to sec. 2, the Supervisory Board consists of seven to eleven members. Subject to § 37 sec. 5, the number of Supervisory Board members is always odd; the number of Supervisory Board members is specified by the Shareholder Meeting in a separate resolution. Supervisory Board members are appointed for a joint term of office, which encompasses three consecutive full financial years. The Supervisory Board elects the Supervisory Board Chairperson and Deputy Chairperson from among the Supervisory Board members.”

shall read as follows:

- “1. Subject to sec. 2, the Supervisory Board consists of seven to eleven members. Subject to § 37 sec. 5, the number of Supervisory Board members is always odd; the number of Supervisory

Board members is specified by the Shareholder Meeting in a separate resolution. Supervisory Board members are appointed for a joint term of office, which encompasses three consecutive full financial years.”,

b) after sec. 1, the following sections 1a and 1b shall be added:

“1a. The Supervisory Board elects the Supervisory Board Chairperson and Supervisory Board Deputy Chairperson from among its members. The Supervisory Board Chairperson manages the work of the Supervisory Board. In the absence of the Chairperson of the Supervisory Board, his/her absence or a temporary obstacle preventing him/her from exercising his/her function, all the rights and duties of the Chairperson of the Supervisory Board are exercised by the Deputy Chairperson of the Supervisory Board, with the exception of the right to cast the deciding vote in the event of an equal number of votes when voting on a resolution of the Supervisory Board.

1b. The Supervisory Board may elect the Supervisory Board Secretary from among its members. The Supervisory Board Secretary supports the Supervisory Board Chairperson in discharging his/her duties.”,

c) section 8, which currently reads as follows:

“8. At least two Supervisory Board members meet the independence criteria set forth in the “Best Practices of WSE Listed Companies” adopted by the Supervisory Board of Giełda Papierów Wartościowych w Warszawie S.A. (Warsaw Stock Exchange).”

shall read as follows:

“8. At least two Supervisory Board members meet the independence criteria set forth in the “Best Practices of WSE Listed Companies” adopted by the Supervisory Board of Giełda Papierów Wartościowych w Warszawie S.A. (Warsaw Stock Exchange).”,

d) after sec. 9, the following sections 9a and 9b shall be added:

“9a. The Supervisory Board may delegate its members to independently perform certain supervisory activities, the scope of which is determined by a resolution of the Supervisory Board on delegation of the Supervisory Board member, and appoint, from among the Supervisory Board members, standing or ad hoc committees to discharge specific supervisory activities. The scope of activities of a standing committee is determined by the committee's rules of procedure adopted by resolution of the Supervisory Board. The scope of activities of an ad hoc committee is specified in a resolution of the Supervisory Board.

9b. Members of the Supervisory Board delegated to perform certain supervisory activities independently, as well as standing or ad hoc committees, are obliged to provide the Supervisory Board with information on the supervisory activities undertaken and their results at least once in each quarter of the financial year.”;

3) in § 21:

a) section 1, first sentence, which currently reads as follows:

“1. The Supervisory Board Chairperson, or in his/her absence, the Deputy Chairperson, convenes Supervisory Board meetings through an invitation sent not later than 7 days before the planned meeting of the Supervisory Board and presides over them.”

shall read as follows:

“1. The Supervisory Board Chairperson convenes Supervisory Board meetings through an invitation sent not later than 7 days before the planned meeting of the Supervisory Board and presides over them.”,

b) after section 3, section 4 with the following wording shall be added:

“4. The convener of a Supervisory Board meeting shall have the right to cancel it prior to the scheduled date of the Supervisory Board meeting, subject to observance of the deadline for convening the first meeting of the Supervisory Board of a new term of office. The

cancellation shall be made in the same form as the convening and shall include a justification.”;

4) in § 23:

a) section 2, which currently reads as follows:

“2. The Management Board or a Supervisory Board member may request that a Supervisory Board meeting be convened, providing the proposed agenda. The Supervisory Board Chairperson and in his/her absence the Supervisory Board Deputy Chairperson convenes the meeting at a date no later than two weeks after receipt of the request. If the Supervisory Board Chairperson does not convene the meeting according to this provision, the requesting party may convene it acting alone by stating the date, place and proposed agenda of the meeting. The business presented in the motion forms the subject matter of the meeting. The Supervisory Board member who has exercised the right to convene the Supervisory Board presides over the meeting.”

shall read as follows:

“2. The Management Board or a Supervisory Board member may request that a Supervisory Board meeting be convened, providing the proposed agenda. The Supervisory Board Chairperson convenes the meeting at a date no later than two weeks after receipt of the request. If the Supervisory Board Chairperson does not convene the meeting according to this provision, the requesting party may convene it acting alone. The business presented in the motion forms the subject matter of the meeting. The Supervisory Board member who has exercised the right to convene the Supervisory Board presides over the meeting.”

b) after section 2, sections 3 and 4 with the following wording shall be added:

“3. The convener referred to in sec. 2 has the right to cancel the meeting of the Supervisory Board.

§ 21 sec. 4 shall apply accordingly.

4. The Supervisory Board may also hold meetings without being formally convened, if all members agree and do not object to the inclusion of individual matters on the agenda.”;

5) in § 24:

a) section 1, first sentence, which currently reads as follows:

“1. Without prejudice to Sections 2, 4 and 5, for Supervisory Board resolutions to be valid, it is required to invite in writing all Supervisory Board members and to have the presence at the meeting of at least one half of the Supervisory Board members, including the Supervisory Board Chairperson or Deputy Chairperson.”

shall read as follows:

“1. Without prejudice to Sections 1a, 2, 4 and 5, for Supervisory Board resolutions to be valid, it is required to invite all Supervisory Board members and to have the presence at the meeting of at least one half of the Supervisory Board members, including the Supervisory Board Chairperson or Deputy Chairperson.”,

b) after section 1, the following section 1a shall be added:

“1a. During the meeting, the Supervisory Board may also adopt resolutions on matters not included in the proposed agenda, if all members of the Supervisory Board attend the meeting and none of them objects.”,

c) section 9 currently reading as follows:

“9. The Supervisory Board may delegate its members to independently perform certain supervisory activities, the scope of which is determined by a resolution of the Supervisory

Board on delegation of the Supervisory Board member, and appoint for this purpose, from among the Supervisory Board members, temporary committees with the scope of their activities determined by a resolution of the Supervisory Board appointing the committee. Supervisory Board members delegated to perform supervisory duties independently submit a written report to the Supervisory Board on such activity at the next Supervisory Board meeting after performing any supervisory duties independently.”

shall be repealed;

6) in § 25, section 2:

a) item 1b currently reading as follows:

“1b) preparing an annual report on compensation for Management Board and Supervisory Board members on the rules laid down in Article 90g section 1-5 of the Act on Public Offerings and the Conditions for Offering Financial Instruments in an Organized Trading System and on Public Companies of 29 July 2005;”

shall read as follows:

“1b) preparing an annual report on compensation for Management Board and Supervisory Board members;”,

b) item 1c with the following wording shall be added after item 1b:

“1c) selecting an auditor to evaluate the report on compensation for Management Board and Supervisory Board members;”,

c) item 9, which currently reads as follows:

“9) accepting instructions for the Company’s representatives to vote at Shareholder Meetings of Powszechny Zakład Ubezpieczeń na Życie Spółka Akcyjna (“PZU Życie SA”) in the following matters: increasing and decreasing the share capital, issuing bonds, selling and leasing PZU Życie SA’s enterprise and establishing a usufruct right on the enterprise, splitting PZU Życie SA, merging PZU Życie SA with another company, liquidating or dissolving PZU Życie SA;”

shall read as follows:

“9) giving consent to the Company to the specific manner of exercising the voting right at Shareholder Meetings of Powszechny Zakład Ubezpieczeń na Życie Spółka Akcyjna (“PZU Życie SA”) in the following matters: increasing and decreasing the share capital, issuing bonds, selling and leasing PZU Życie SA’s enterprise and establishing a usufruct right on the enterprise, splitting PZU Życie SA, merging PZU Życie SA with another company, liquidating or dissolving PZU Życie SA;”,

d) item 18a currently reading as follows:

“18a) performing tasks resulting from the guidelines or recommendations of regulatory authorities, in particular the Polish Financial Supervision Authority, adopted in the Company;”

shall read as follows:

“18a) performing tasks resulting from the guidelines or recommendations of regulatory authorities, including the Polish Financial Supervision Authority, adopted in the Company, in particular:

- a) adopting and amending the rules for assessing the Management Board's suitability,
- b) conducting an individual suitability assessment of Management Board member candidates, Management Board members, and a collective assessment of the Management Board;
- c) conducting an individual suitability assessment of Supervisory Board Audit Committee member candidates and Supervisory Board Audit Committee members, and a collective suitability assessment of the Supervisory Board Audit Committee,

- d) conducting a regular assessment of the application of the Corporate Governance Rules for Regulated Institutions issued by the Polish Financial Supervision Authority.”;
- 7) in § 26 after section 2, section 3 with the following wording shall be added:  
“3. If the number of members of the Management Board decreases below the minimum referred to in sec. 1, the Supervisory Board shall immediately take action to supplement the composition of the Management Board.”;
- 8) in § 27 section 3, first sentence, currently reading as follows:  
“3. Subject to sections 4 and 5, for Management Board resolutions to be valid, written invitation of all its members shall be required and the presence at the meeting of at least half of the Management Board members, including the President of the Management Board or a person designated to head the work of the Management Board during the President’s absence.”

shall read as follows:

- “3. Subject to sections 4 and 5, for Management Board resolutions to be valid, invitation of all its members shall be required and the presence at the meeting of at least half of the Management Board members, including the President of the Management Board or a person designated to head the work of the Management Board during the President’s absence.”;
- 9) after § 27, § 27a, with the following wording shall be added:  
“§ 27a.  
1. The Management Board is obliged, without further request, to provide the Supervisory Board with information on:
  - 1) Management Board resolutions and their subject matter;
  - 2) the standing of the Company, including with regard to its assets, as well as important circumstances in the conduct of the Company's affairs, in particular in the operational, investment and personnel areas;
  - 3) progress in the implementation of the set directions for the development of the Company's activity, while indicating deviations from the previously set directions, providing at the same time justification for the deviations;
  - 4) transactions and other events or circumstances that materially affect or may affect the Company's financial position, including its profitability or liquidity;
  - 5) changes to information previously provided to the Supervisory Board, if such changes materially affect or may affect the Company.
- 2. The fulfillment of the obligations referred to in sec. 1 also applies to information held by the Management Board about subsidiaries, to the extent that such information is relevant from the Company's point of view.
- 3. The Supervisory Board shall determine by way of resolution the detailed scope, form and timing of submission of the information referred to in sec. 1.”

## § 2

This Resolution shall come into force on the date of its adoption, subject to entry of the amendments to the PZU SA Articles of Association in the register of commercial undertakings of the National Court Register.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 553,346,107 votes in favor, 43,790,762 votes against and 101 abstentions.

**RESOLUTION NO. 64/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF Powszechny Zakład Ubezpieczeń Spółka Akcyjna**

**on 7 June 2023**

**to amend the PZU SA Articles of Association**

Pursuant to § 18 of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Articles of Association and Article 430 § 1 of the Commercial Company Code, the Shareholder Meeting resolves as follows:

**§ 1**

The PZU SA Articles of Association are amended as follows:

in § 32 after section 1, the following section 1a shall be added:

“1a. The Company may create funds other than those indicated in sec. 1, as provided by law.”.

**§ 2**

This Resolution shall come into force on the date of its adoption, subject to entry of the amendment to the PZU SA Articles of Association in the register of commercial undertakings of the National Court Register.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 553,373,107 votes in favor, 43,763,762 votes against and 101 abstentions.

**RESOLUTION NO. 65/2023**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 7 June 2023**

**to amend the Compensation Policy for the PZU SA Management Board and Supervisory Board Members**

Pursuant to § 18 items 10 and 12 of the Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, the Shareholder Meeting hereby resolves the following:

**§ 1**

1. In the Compensation Policy for the PZU SA Management Board and Supervisory Board Members, attached to Resolution No. 36/2020 of the Ordinary Shareholder Meeting of 26 May 2020, in § 1, sec. 3, after item 5, the period is replaced by a semicolon and item 6 with the following wording shall be added:

“6) ensuring that sustainability requirements are correctly considered in the risk management process at the level of the PZU Group, in particular in the rules defined in the Company’s relevant internal regulations.”.

2. The consolidated text of the Compensation Policy for the PZU SA Management Board and Supervisory Board Members, taking into account the amendments introduced in sec. 1, in the wording set forth in the attachment to this resolution is hereby adopted.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 482,341,958 votes in favor, 114,147,442 votes against and 647,570 abstentions.

**RESOLUTION NO. 66/2023**

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

**on 7 June 2023**

**to issue an opinion on the PZU SA Supervisory Board Report on compensation for PZU SA Management Board and Supervisory Board members in 2022**

Pursuant to § 18 item 1b of the PZU SA Articles of Association and Article 90g sec. 6 of the Act on Public Offerings and the Terms and Conditions for Introducing Financial Instruments to an Organized Trading System and on Public Companies of 29 July 2005, the PZU SA Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting issues a positive opinion on the PZU SA Supervisory Board Report on Compensation of PZU SA Management Board and Supervisory Board Members for 2022 in the wording specified in the attachment to the resolution.

**§ 2**

This resolution shall come into force at the time of its adoption.

The valid votes in the number of 597,136,970 were cast from 597,136,970 shares (69.15% of the share capital), with 410,129,788 votes in favor, 184,804,840 votes against and 2,202,342 abstentions.