

**Re: Item 2 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

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

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

**§ 1**

The Ordinary Shareholder Meeting of PZU SA resolves to elect Mr./Ms. .... as the Chairman of the PZU SA Ordinary Shareholder Meeting

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on election of the Chairman  
of the PZU SA Ordinary Shareholder Meeting**

Pursuant to Article 409 § 1 of the Commercial Company Code, a Chairperson is elected from among those authorized to participate in a Shareholder Meeting. Pursuant to § 17(2) of the Articles of Association of PZU SA, the Shareholder Meeting is opened by the Chairman or Deputy Chairman of the Supervisory Board, after which the Chairman of the Meeting is elected from among those authorized to vote. In the absence of these persons, the shareholder meeting is opened by the president of the management board or a person designated by the management board.

Pursuant to § 11(2) of the Rules and Regulations of the PZU SA Shareholder Meeting, each participant in the Shareholder Meeting has the right to run for Chairman of the Shareholder Meeting or submit for the record one candidacy for this position.

Accordingly, a draft of this resolution is presented for consideration at the Ordinary Shareholder Meeting.

**Re: Item 4 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

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

On 25 June 2025, the PZU SA Ordinary Shareholder Meeting resolves as follows:

**§ 1**

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

1. Opening of the PZU SA Ordinary Shareholder Meeting.
2. Election of the Chairman of the PZU SA Ordinary Shareholder Meeting.
3. Confirmation that the PZU SA Ordinary Shareholder Meeting was called correctly and is capable of passing resolutions.
4. Adoption of the agenda.
5. Consideration of the financial statements of PZU SA for the year ended 31 December 2024.
6. Consideration of the consolidated financial statements of the PZU SA Group for the year ended 31 December 2024, prepared in accordance with International Financial Reporting Standards.
7. Consideration of the Management Board's report on the activity of the PZU Group and PZU SA for the accounting year ended 31 December 2024.
8. Consideration of the PZU SA Supervisory Board's report for the year 2024.
9. Consideration of the Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for the year 2024.
10. Approval of the financial statements of PZU SA for the year ended 31 December 2024.
11. Approval of the consolidated financial statements of the PZU SA Group for the year ended 31 December 2024, prepared in accordance with International Financial Reporting Standards.
12. Approval of the Management Board's report on the activity of the PZU Group and PZU SA for the accounting year ended 31 December 2024.
13. Approval of the PZU SA Supervisory Board's report for the year 2024.
14. Adoption of a resolution on the distribution of PZU SA's net profit for the year ended 31 December 2024.
15. Adoption of resolutions on granting discharge to members of the PZU SA Management Board for the performance of their duties in 2024.
16. Adoption of resolutions on granting discharge to members of the PZU SA Supervisory Board for the performance of their duties in 2024.
17. Adoption of resolutions on the secondary assessment of individual suitability of members of the PZU SA Supervisory Board.
18. Adoption of a resolution on amending the Articles of Association of PZU SA.
19. Adoption of a resolution on the policy of gender balance in the Management Board and Supervisory Board of PZU SA.
20. Issuing an opinion on the PZU SA Supervisory Board report on compensation of PZU SA Management Board and Supervisory Board members for 2024.
21. Adoption of a resolution on amending Resolution No. 4/2017 of the Extraordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 8 February 2017 on the rules of shaping the remuneration of Members of the Management Board of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, as amended by Resolution No. 36/2019 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 24 May 2019.
22. Adoption of a resolution on amending Resolution No. 5/2017 of the Extraordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 8 February 2017 on the rules of shaping the

remuneration of Members of the Supervisory Board of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, as amended by Resolution No. 37/2019 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 24 May 2019.

- 23. Changes in the composition of the Supervisory Board.
- 24. Closing of the PZU SA Ordinary Shareholder Meeting.

§ 2

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on adopting the agenda of the PZU SA Ordinary Shareholder Meeting**

The Shareholder Meeting is held in accordance with the adopted agenda. The agenda contained in the draft resolution was proposed by the Management Board of PZU SA. Pursuant to Article 404 § 1 of the Commercial Company Code, no resolution may be adopted on matters not included in the agenda, unless the entire share capital is represented at the Shareholder Meeting and no one present objects to the adoption of the resolution. Accordingly, a draft of this resolution has been presented for consideration at the Ordinary Shareholder Meeting.

**Re: Item 9 of the Agenda**

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**RESOLUTION NO. ....../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**regarding the Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for the year 2024**

Pursuant to § 18(1a) of the Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, it is hereby resolved as follows:

**§ 1**

The Ordinary Shareholder Meeting considered the PZU SA Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for the year 2024, as set out in the attachment to the resolution.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for the year 2024.**

The subject of the Ordinary Shareholder Meeting should be the consideration of the report of the PZU SA Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for the year 2024. Pursuant to § 18(1a) of the Articles of Association of PZU SA, the Shareholder Meeting considers the PZU SA Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services. The detailed reasons are contained in the motion of the PZU SA Management Board submitted to the Ordinary Shareholder Meeting on consideration of the PZU SA Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for the year 2024 and in the attachment to this motion. The Supervisory Board positively assessed the PZU SA Management Board's report on representation expenditures and expenditures for legal, marketing, public relations and public communication services and management consulting services for the year 2024 and recommended that the PZU SA Ordinary Shareholder Meeting consider it.

**Re: Item 10 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**regarding the approval of the financial statements of Powszechny Zakład Ubezpieczeń Spółka Akcyjna for the year ended 31 December 2024, prepared in accordance with the Polish Accounting Standards**

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

**§ 1**

The PZU SA Ordinary Shareholder Meeting, after consideration, approves the financial statements of Powszechny Zakład Ubezpieczeń Spółka Akcyjna for the year ended 31 December 2024, prepared in accordance with the Polish Accounting Standards, including:

- 1) balance sheet prepared as of 31 December 2024, closing on the assets and liabilities side with a balance sheet total of PLN 56,093,537 thousand (in words: fifty-six billion, ninety-three million, five hundred and thirty-even thousand zlotys),
- 2) non-life insurance technical account for the period from 1 January to 31 December 2024, indicating a technical result to be transferred to the general profit and loss account in the amount of PLN 1,068,625 thousand (in words: one billion sixty-eight million six hundred and twenty-five thousand zlotys),
- 3) general profit and loss account for the period from 1 January to 31 December 2024, indicating a net profit of PLN 3,877,019 thousand (in words: three billion eight hundred seventy-seven million nineteen thousand zlotys),
- 4) statement of changes in equity showing an increase in equity during the financial year ending 31 December 2024 by the amount of PLN 1,845,125 thousand (in words: one billion eight hundred and forty-five million one hundred and twenty-five thousand zlotys),
- 5) cash flow statement showing an increase in cash during the financial year ending 31 December 2025 by the amount of PLN 34,121 thousand (in words: thirty-four million, one hundred and twenty-one thousand zlotys),
- 6) additional notes to the financial statements for the year ended 31 December 2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman

of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the approval of the financial statements of Powszechny Zakład Ubezpieczeń  
Spółka Akcyjna for the year ended 31 December 2024, prepared in accordance with the Polish  
Accounting Standards**

The subject of the Ordinary Shareholder Meeting should be the consideration and approval of the financial statements for the past financial year. Pursuant to Article 395 § 1 and § 2(1) of the Commercial Company Code, Article 53 of the Accounting Act of 29 September 1994, and § 10(1) and § 18(1) of the Articles of Association of PZU SA, the annual financial statements are subject to approval by the Ordinary Shareholder Meeting no later than 6 months after the balance sheet date. The detailed reasons are contained in the motion of the PZU SA Management Board submitted to the PZU SA Ordinary Shareholder Meeting on the approval of the financial statements of Powszechny Zakład Ubezpieczeń Spółka Akcyjna for the year ended 31 December 2024, prepared in accordance with Polish Accounting Standards. The PZU SA Supervisory Board positively assessed the financial statements of PZU SA for the year ended 31 December 2024, prepared in accordance with Polish Accounting Standards, and recommended that the PZU SA Ordinary Shareholder Meeting approve them.

**Re: Item 11 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**regarding the approval of the consolidated financial statements of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Group for the year ended 31 December 2024, prepared in accordance with International Financial Reporting Standards**

Pursuant to Article 395 § 5 of the Commercial Company Code, in conjunction with Article 63c(4) of the Accounting Act of 29 September 1994 (as amended) and § 18(1) of the Articles of Association of PZU SA, the PZU SA Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The PZU SA Ordinary Shareholder Meeting, after consideration, approves the consolidated financial statements of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Group for the year ended 31 December 2024, prepared in accordance with International Financial Reporting Standards, including:

- 1) consolidated statement of financial position as of 31 December 2024, which shows a total of PLN 503,257 million (in words: five hundred and three billion, two hundred and fifty-seven million zlotys) on the assets and capitals and liabilities side,
- 2) consolidated profit and loss account for the period from 1 January to 31 December 2024, showing a net profit of PLN 12,221 million (in words: twelve billion two hundred and twenty-one million zlotys),
- 3) consolidated statement of comprehensive income for the period from 1 January to 31 December 2024, showing a comprehensive income of PLN 12,890 million (in words: twelve billion eight hundred and ninety million zlotys),
- 4) consolidated statement of changes in equity for the period from 1 January to 31 December 2024, showing an increase in equity in the amount of PLN 4,705 million (in words: four billion seven hundred and five million zlotys),
- 5) consolidated statement of cash flows for the period from 1 January to 31 December 2024, showing a decrease in cash in the amount of PLN 2,575 million (in words: two billion five hundred seventy-five million zlotys),
- 6) supplementary information and notes.

**§ 2**

The Resolution comes into force when adopted.

Chairman

of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the approval of the consolidated financial statements of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Group for the year ended 31 December 2024, prepared in accordance with International Financial Reporting Standards**

Pursuant to Article 395 § 5 of the Commercial Company Code, the subject of the Ordinary Shareholder Meeting should be the consideration and approval of the Group's financial statements as defined in the accounting regulations. In addition, in accordance with Article 395 § 1 and § 5 of the Commercial Company Code, in conjunction with Article 63c (4) of the Accounting Act of 29 September 1994, and § 10 (1) and § 18 (1) of the Articles of Association of PZU SA, the annual consolidated financial statements are subject to approval by the Ordinary Shareholder Meeting no later than 6 months after the balance sheet date. The detailed reasons are contained in the motion of the PZU SA Management Board submitted to the PZU SA Ordinary Shareholder Meeting on the approval of the consolidated financial statements of the Powszechny Zakład Ubezpieczeń Spółka Akcyjna Group for the year ended 31 December 2024, prepared in accordance with International Financial Reporting Standards. The PZU SA Supervisory Board positively assessed the consolidated financial statements of the PZU SA Group for the year ended 31 December 2024 and recommended that the PZU SA Ordinary Shareholder Meeting approve them.



**Re: Item 12 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the approval of the Management Board's report on the activity of the PZU Group and PZU SA for the accounting year ended 31 December 2024.**

Pursuant to Article 395 § 2(1) of the Commercial Company Code, in conjunction with Article 55(2a) and Article 63x(1) of the Accounting Act of 29 September 1994 (as amended) and § 18(1) of the Articles of Association of PZU SA, the PZU SA Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA approves the Management Board's report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2024, including sustainability reporting for the same period.

**§ 2**

The Resolution comes into force when adopted.

Chairman

of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the approval of the Management Board's report on the activity of the PZU Group and PZU SA for the accounting year ended 31 December 2024.**

Pursuant to Article 395 § 2(1) of the Commercial Company Code, the subject of the Ordinary Shareholder Meeting should be the consideration and approval of the Management Board's report on the Company's activity and the Management Board's report on the Group's activity. In addition, pursuant to Article 395 § 1 and § 2(1) of the Commercial Company Code, in conjunction with Article 55(2a) et seq. of the Accounting Act of 29 September 1994 and § 10(1) and § 18(1) of the Articles of Association of PZU SA, the Management Board's report on the Company's activity and the Management Board's report on the Company's activity is subject to approval by the Ordinary Shareholder Meeting no later than 6 months after the balance sheet date.

The detailed reasons are contained in the motion of the PZU SA Management Board submitted to the Ordinary Shareholder Meeting of PZU SA on the approval of the Management Board's report on the activity of the PZU Group and PZU SA for the financial year ended 31 December 2024. The Supervisory Board of PZU SA positively PZU SA assessed the above report and recommended that the PZU SA Ordinary Shareholder Meeting approve it.

**Re: Item 13 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**regarding the approval of the PZU SA Supervisory Board's report for 2024**

Pursuant to Article 395 § 5 of the Commercial Company Code and § 18(1c) of the Articles of Association of PZU SA, the PZU SA Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting, after consideration, approves the PZU SA Supervisory Board's report for 2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman

of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the adoption of the PZU SA Supervisory Board's report for 2024**

Pursuant to Article 382 § 3 of the Commercial Company Code, the specific duties of the Supervisory Board include evaluating the reports referred to in Article 395 § 2(1) of the Commercial Company Code in terms of their conformity with the books and documents, as well as with the facts, and the management board's proposals for the distribution of profit or the coverage of loss, and submitting an annual written report on the results of this evaluation to the Shareholder Meeting. Pursuant to Article 395 § 5 of the Commercial Company Code, the subject of the ordinary shareholder meeting may be the consideration and approval of the group's financial statements, as defined in the accounting regulations, and other matters than those listed in § 2 of the aforementioned article.

Pursuant to § 18(1c) of the Articles of Association of PZU SA, the powers of the PZU SA Shareholder Meeting include adopting a resolution on the consideration and approval of the annual written report of the PZU SA Supervisory Board for the past financial year. In view of the above obligation, the PZU SA Supervisory Board has prepared a report and requests its approval.

**Re: Item 14 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**regarding the distribution of PZU SA's net profit for the year ended 31 December 2024, increased by the amount transferred from the supplementary capital created from the net profit for the year ended 31 December 2023.**

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

**§ 1**

The net profit of PZU SA for the financial year ended 31 December 2024, in the amount of PLN 3,877,018,569.61 (in words: three billion eight hundred and seventy-seven million eighteen thousand five hundred and sixty-nine zlotys 61 gr), increased by the amount of PLN 1,080,493,381.40 (in words: one billion eighty million and four hundred ninety-three thousand three hundred and eighty-one zlotys 40 gr) transferred from the reserve capital created from the net profit for the year ended 31 December 2023, i.e. a total of PLN 4,957,511,951.01 (in words: four billion nine hundred and fifty-seven million five hundred eleven thousand nine hundred and fifty-one zlotys 01 gr), shall be distributed as follows:

- 1) PLN 3,859,947,810.00 (said: three billion eight hundred and fifty-nine million nine hundred and forty-seven thousand eight hundred and ten Polish złoty, zero groszy), i.e., PLN 4.47 (said: four złoty and forty-seven groszy) per share, to be designated as dividend payout;
- 2) PLN 8,542,700.00 (said: eight million five hundred and forty-two thousand seven hundred Polish złoty, zero groszy) to be allocated for the Company Social Benefit Fund;
- 3) PLN 1,089,021,441.01 (said: one billion eighty-nine million twenty-one thousand four hundred and forty-one Polish złoty and one grosz) to be allocated for the supplementary capital.

**§ 2**

The date according to which the list of shareholders entitled to the payment of dividends referred to in § 1(1) (record date) shall be 25 September 2025. The dividend payout date shall be 16 October 2025.

**§ 3**

The Resolution comes into force when adopted.

Chairman

of the PZU SA Ordinary Shareholder Meeting

**REASONS****for the draft resolution on the distribution of PZU SA's net profit for the year ended 31 December 2024, increased by the amount transferred from the supplementary capital created from the net profit for the year ended 31 December 2023**

Pursuant to Article 395 § 2(2) of the Commercial Company Code and § 18(2) of the Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna, it is requested that the PZU SA Ordinary Shareholder Meeting distribute the net profit of PZU SA for the financial year ended 31 December 2024, in the amount of PLN 3,877,018,569.61 (in words: three billion eight hundred and seventy-seven million eighteen thousand five hundred and sixty-nine zlotys 61 gr), increased by the amount of PLN 1,080,493,381.40 (in words: one billion eighty million and four hundred ninety-three thousand three hundred and eighty-one zlotys 40 gr) transferred from the reserve capital created from the net profit for the year ended 31 December 2023, i.e. a total of PLN 4,957,511,951.01 (in words: four billion nine hundred and fifty-seven million five hundred eleven thousand nine hundred and fifty-one zlotys 01 gr), as follows:

- 1) PLN 3,859,947,810.00 (said: three billion eight hundred and fifty-nine million nine hundred and forty-seven thousand eight hundred and ten Polish złoty, zero groszy), i.e., PLN 4.47 (said: four złoty and forty-seven groszy) per share, to be designated as dividend payout;
- 2) PLN 8,542,700.00 (said: eight million five hundred and forty-two thousand seven hundred Polish złoty, zero groszy) to be allocated for the Company Social Benefit Fund;
- 3) PLN 1,089,021,441.01 (said: one billion eighty-nine million twenty-one thousand four hundred and forty-one Polish złoty and one grosz) to be allocated for the supplementary capital.

It is requested that the dividend date be set for 25 September 2025 and the dividend payment date be set for 16 October 2025.

The detailed reasons are contained in the motion of the PZU SA Management Board submitted to the Ordinary Shareholder Meeting on the distribution of net profit of PZU SA for the year ended 31 December 2024 increased by the amount transferred from the supplementary capital created from net profit for the year ended 31 December 2023.

**Re: Item 15 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Ernest Bejda for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Ernest Bejda discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Ernest Bejda for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Maciej Fedyna for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Maciej Fedyna discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Maciej Fedyna for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Bartosz Grześkowiak for the performance of his duties on the PZU SA  
Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Bartosz Grześkowiak discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Bartosz Grześkowiak for the performance of her  
duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Elżbieta Häuser-Schöneich for the performance of her duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Elżbieta Häuser-Schöneich discharge for the performance of her duties on the Management Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Elżbieta Häuser-Schöneich for the performance of her duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.



**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Małgorzata Kot for the performance of her duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Małgorzata Kot discharge for the performance of her duties on the Management Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Małgorzata Kot for the performance of her duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Beata Kozłowska-Chyła for the performance of her duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Beata Kozłowska-Chyła discharge for the performance of her duties on the Management Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Beata Kozłowska-Chyła for the performance of her duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Krzysztof Kozłowski for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Krzysztof Kozłowski discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Krzysztof Kozłowski for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Tomasz Kulik for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Tomasz Kulik discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Tomasz Kulik for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Piotr Nowak for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Piotr Nowak discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Piotr Nowak for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Artur Olech for the performance of his duties on the PZU SA Management Board  
in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Artur Olech discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Artur Olech for the performance of his duties on the  
PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Maciej Rapkiewicz for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Maciej Rapkiewicz discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Maciej Rapkiewicz for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Małgorzata Sadurska for the performance of her duties on the PZU SA  
Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Małgorzata Sadurska discharge for the performance of her duties on the Management Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Małgorzata Sadurska for the performance of her  
duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.



**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Tomasz Tarkowski for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Tomasz Tarkowski discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Tomasz Tarkowski for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Jan Zimowicz for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Jan Zimowicz discharge for the performance of his duties on the Management Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Jan Zimowicz for the performance of his duties on the PZU SA Management Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**Re: Item 16 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Michał Bernaczyk for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Michał Bernaczyk discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Michał Bernaczyk for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Michał Bernaczyk for the performance of his duties of Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of Member of the Management Board of PZU SA in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants discharge to Michał Bernaczyk for the performance of his duties as a Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of a Member of the Management Board of PZU SA, in the period from 23 February 2024 to 15 May 2024, which he performed on the basis of delegation by the Supervisory Board of PZU SA.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Michał Bernaczyk for the performance of his duties as a Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of a Member of the Management Board of PZU SA in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Marcin Chludziński for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Marcin Chludziński discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Marcin Chludziński for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Anita Elżanowska for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Anita Elżanowska discharge for the performance of her duties on the Supervisory Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Anita Elżanowska for the performance of her duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Anita Elżanowska for the performance of his duties of Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of President of the Management Board of PZU SA in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants discharge to Anita Elżanowska for the performance of her duties as a Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of President of the Management Board of PZU SA, in the period from 23 February 2024 to 11 April 2024, which she performed on the basis of delegation by the Supervisory Board of PZU SA.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Anita Elżanowska for the performance of her duties as a Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of President of the Management Board of PZU SA in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Filip Gorczyca for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Filip Gorczyca discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Filip Gorczyca for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.



**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Paweł Górecki for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Paweł Górecki discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Paweł Górecki for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Agata Górnicka for the performance of her duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Agata Górnicka discharge for the performance of her duties on the Supervisory Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Agata Górnicka for the performance of her duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Robert Jastrzębski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Robert Jastrzębski discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Robert Jastrzębski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Michał Jonczynski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Michał Jonczynski discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Michał Jonczynski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Andrzej Kaleta for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Andrzej Kaleta discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Andrzej Kaleta for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Marcin Kubicza for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Marcin Kubicza discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Marcin Kubicza for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Małgorzata Kurzynoga for the performance of his duties on the PZU SA  
Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Małgorzata Kurzynoga discharge for the performance of her duties on the Supervisory Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Małgorzata Kurzynoga for the performance of her  
duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Anna Machnikowska for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Anna Machnikowska discharge for the performance of her duties on the Supervisory Board of PZU SA for the period in which she served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Anna Machnikowska for the performance of her duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.



**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Wojciech Olejniczak for the performance of his duties on the PZU SA  
Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Wojciech Olejniczak discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Wojciech Olejniczak for the performance of her duties  
on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Wojciech Olejniczak for the performance of his duties of Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of Member of the Management Board of PZU SA in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants discharge to Wojciech Olejniczak for the performance of his duties as a Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of a Member of the Management Board of PZU SA, in the period from 2 September 2024 to 28 November 2024, which he performed on the basis of delegation by the Supervisory Board of PZU SA.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Wojciech Olejniczak for the performance of his duties as a Member of the Supervisory Board of PZU SA delegated to temporarily perform the duties of a Member of the Management Board of PZU SA in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Krzysztof Opolski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Krzysztof Opolski discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Krzysztof Opolski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Radosław Sierpiński for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Radosław Sierpiński discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Radosław Sierpiński for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Adam Uszpolewicz for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Adam Uszpolewicz discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Adam Uszpolewicz for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on granting discharge to Józef Wierzbowski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Józef Wierzbowski discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Józef Wierzbowski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on granting discharge to Maciej Zaborowski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Company Code and pursuant to § 18(1) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

The Ordinary Shareholder Meeting of PZU SA grants Maciej Zaborowski discharge for the performance of his duties on the Supervisory Board of PZU SA for the period in which he served in FY2024.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on granting discharge to Maciej Zaborowski for the performance of his duties on the PZU SA Supervisory Board in 2024**

Pursuant to Article 393(1) of the Commercial Company Code and § 18(1) of the Articles of Association of PZU SA, resolutions of the shareholder meeting are required for the consideration and approval of the Management Board's report on the Company's activity and the financial statements for the preceding fiscal year, and for discharge to be granted to members of the company's corporate bodies for the performance of their duties.

Pursuant to Article 395 § 2(3) of the Commercial Company Code, the subject of the ordinary shareholder meeting should be the granting of discharge to members of the company's corporate bodies for the performance of their duties.

Accordingly, a draft of this resolution has been presented for consideration at the PZU SA Ordinary Shareholder Meeting.

**Re: Item 17 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Michał Bernaczyk**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Michał Bernaczyk – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Member – Michał Bernaczyk**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.



**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Anita Elżanowska**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Anita Elżanowska – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Member – Anita Elżanowska**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Filip Gorczyca**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Filip Gorczyca – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Member – Filip Gorczyca**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Michał Jonczynski**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Michał Jonczynski – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Member – Michał Jonczynski**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Andrzej Kaleta**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Andrzej Kaleta – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Member – Andrzej Kaleta**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the Chairman of the PZU SA Supervisory Board – Marcin Kubicza**

On the basis of § 3(1)(2)(a) and (f), and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the Chairman of the PZU SA Supervisory Board – Marcin Kubicza – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Chairman – Marcin Kubicza**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**RESOLUTION NO. ..../2025**

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

**on 25 June 2025**

**on the re-assessment of individual suitability of the Vice Chairman of the PZU SA  
Supervisory Board – Małgorzata Kurzynoga**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the Vice Chairman of the PZU SA Supervisory Board – Małgorzata Kurzynoga – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS  
for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Chairman – Małgorzata Kurzynoga**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the PZU SA Supervisory Board Secretary – Anna Machnikowska**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the PZU SA Supervisory Board Secretary – Anna Machnikowska – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Secretary – Anna Machnikowska**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Adam Uszpolewicz**

On the basis of § 3(1)(2)(a) and § 4(1)(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 of 16 June 2021 (as amended), the Ordinary Shareholder Meeting hereby resolves as follows:

**§ 1**

The result of the re-assessment of individual suitability of the PZU SA Supervisory Board Member – Adam Uszpolewicz – is positive.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the re-assessment of individual suitability  
of the PZU SA Supervisory Board Member – Adam Uszpolewicz**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021 (as amended), the Shareholder Meeting shall perform re-assessment of individual suitability of the Supervisory Board members on the basis of a report referred to in § 17(6) in the cases specified in § 3(1)(2) of the above-mentioned Rules.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.



**Re: Item 18 of the Agenda**

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**RESOLUTION NO ...../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**of 25 June 2025**

**on amending the Articles of Association of PZU SA**

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

**§ 1**

The Articles of Association of Powszechny Zakład Ubezpieczeń Spółka Akcyjna are amended as follows:

- 1) in § 25 in paragraph 2, after item 10, item 10a is added, which reads:  
“10a) selection of an audit firm to perform attestation of sustainability reporting;”;
- 2) in § 25(2)(18a), after letter d, the semicolon is replaced by a comma and letters e and f are added as follows:  
“e) preparing and presenting to the Shareholder Meeting a report on the evaluation of the functioning of the Company’s compensation policy,  
  
f) approving the risk management strategy in the PZU Group and overseeing its implementation;”;
- 3) in § 32, paragraph 1, after item 8, the period is replaced by a semicolon and item 9 is added, which reads:  
  
“9) the Company Social Benefit Fund.”;
- 4) in § 36 paragraph 2 with the following current wording:  
  
“2. The date according to which the list of shareholders entitled to dividends for a given financial year (dividend date) and the date of payment of dividends is determined by the Shareholder Meeting. The dividend record date should be set at the date of the resolution to distribute the profit or at a date not later than three months after the date of the resolution.”

is replaced by the following wording:

- “2. The date according to which the list of shareholders entitled to dividends for a given financial year (dividend date) and the date of payment of dividends is determined by the Ordinary Shareholder Meeting. The date of the dividend should be set for a date falling no earlier than five days and no later than three months from the date of adoption of the resolution on profit distribution. If the resolution of the Ordinary Shareholder Meeting does not specify a dividend day, the dividend day shall be the day that falls five days after the date of adoption of the resolution on profit distribution.”.

**§ 2**

The resolution shall become effective upon adoption, subject to entry of the amendment to the Articles of Association of PZU SA in the Register of Entrepreneurs of the National Court Register.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**  
**for the draft resolution on amending the Articles of Association of PZU SA**

Pursuant to Article 430 § 1 of the Commercial Company Code, an amendment to the Articles of Association requires a resolution of the shareholder meeting and an entry in the register. With this in mind, the Management Board of PZU SA hereby submits a proposal to amend the Articles of Association of PZU SA.

The purpose of amending the Articles of Association of PZU SA is to:

- 1) grant the Supervisory Board the authority to select an audit firm to conduct attestation of sustainability reporting;
- 2) clarify the tasks of the Supervisory Board resulting from the guidelines or recommendations of regulatory authorities, including the Polish Financial Supervision Authority, adopted in the Company;
- 3) include the social benefits fund, which is created by the Company, on the basis of the Act of 4 March 1994 on Company Social Benefits Fund;
- 4) clarify the provision for determining the dividend day.

A detailed description of the amendments was included in the motion of the Management Board of PZU SA to the Shareholder Meeting of PZU SA on the subject.

Pursuant to § 25(2)(19) of the Articles of Association of PZU SA, prior to submission to the Shareholder Meeting of PZU SA, the PZU SA Management Board's proposal on the issue in question was favorably reviewed by the Supervisory Board of PZU SA.

**Re: Item 19 of the Agenda**

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**RESOLUTION NO. ....../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**of 25 June 2025**

**on adoption of the Policy on gender balance in the Management Board and Supervisory Board of PZU SA**

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

**§ 1**

The Policy on gender balance in the Management Board and Supervisory Board of PZU SA (hereinafter “the Policy”), in the wording set forth in the Attachment to the Resolution, is adopted.

**§ 2**

Pending the entry into force of regulations implementing Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors of listed companies and related measures, the Company aims to ensure that the regulatory objective referred to in the Policy, at the level resulting from the Diversity policy towards members of PZU SA's bodies, adopted by the Ordinary Shareholder Meeting of PZU SA by Resolution No. 47/2022 of 29 June 2022.

**§ 3**

The Resolution comes into force on the date of its adoption.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on the Policy on gender balance  
in the Management Board and Supervisory Board of PZU SA**

Adoption of the Policy on gender balance in the Management Board and Supervisory Board of PZU SA is an action in connection with the planned entry into force of the Act on Amending the Act on public offering, the conditions governing the introduction of financial instruments to organized trading, and on public companies and the Act on implementing certain provisions of the European Union on equal treatment – draft of 4 February 2025. The purpose of this act is to implement Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors of listed companies and related measures.

In developing the Policy, consideration was given to the Guidelines for State-Owned Companies on Supporting the Professional Development of Women and the practical guidelines for implementing Directive (EU) 2022/2381, the so-called Women on Boards. The proposal of the Management Board of PZU SA on the issue in question was favorably reviewed by the Supervisory Board of PZU SA.

**Re: Item 20 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**on 25 June 2025**

**on issuing an opinion on the PZU SA Supervisory Board Report on Compensation of PZU SA Management Board and Supervisory Board Members for 2024**

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

**§ 1**

The Ordinary Shareholder Meeting positively assesses the report of the Supervisory Board of PZU SA on compensation of PZU SA Management Board and Supervisory Board Members for 2024, in the wording set forth in the appendix to the resolution.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**REASONS**

**for the draft resolution on issuing an opinion on the PZU SA Supervisory Board Report on Compensation of PZU SA Management Board and Supervisory Board Members for 2024**

Pursuant to Article 90g(6) of the Act of 29 July 2005 on Public Offerings and the Conditions for Offering Financial Instruments in an Organized Trading System and on Public Companies (as amended), the Shareholder Meeting adopts a resolution on issuing an opinion on the compensation report. Pursuant to this provision, the Supervisory Board has to prepare a compensation report on an annual basis providing a comprehensive overview of compensation, including all benefits, regardless of their form, received by or due to individual members of the management and supervisory boards during the last financial year, in accordance with the compensation policy.

Members of the company's Supervisory Board are responsible for preparing the compensation report and the information contained therein. A more detailed justification is provided in the motion of the PZU SA Management Board to the Ordinary Shareholder Meeting regarding an opinion on the report of the Supervisory Board of PZU SA on compensation of PZU SA Management Board and Supervisory Board Members for 2024.

In view of the above, it is necessary to present a draft of this resolution for deliberation during the Ordinary Shareholder Meeting of PZU SA.

**Re: Item 21 of the Agenda**

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An item placed on the agenda of the Shareholder Meeting of PZU SA in connection with a letter from the Minister of State Assets dated 13 May 2025, which acting on behalf of a shareholder – the State Treasury, formulated a demand to place on the agenda of the next Shareholder Meeting of PZU SA, among others, this item. According to the content of the said letter, draft resolutions to the items covered by the request will be provided by the shareholder – the State Treasury – at a later date.

**Re: Item 22 of the Agenda**

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An item placed on the agenda of the Shareholder Meeting of PZU SA in connection with a letter from the Minister of State Assets dated 13 May 2025, which acting on behalf of a shareholder – the State Treasury, formulated a demand to place on the agenda of the next Shareholder Meeting of PZU SA, among others, this item. According to the content of the said letter, draft resolutions to the items covered by the request will be provided by the shareholder – the State Treasury – at a later date.

**Re: Item 23 of the Agenda**

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**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**dated 25 June 2025**

**on the dismissal of the PZU SA Supervisory Board Member**

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and pursuant to § 18(9) of the Articles of Association of PZU SA, the Ordinary Shareholder Meeting of PZU SA hereby resolves as follows:

§ 1

Mr/Ms ..... is hereby dismissed from the Supervisory Board of PZU SA.

§ 2

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**Reasons  
for the draft resolution on the dismissal of the Supervisory Board Member**

Pursuant to Article 385 § 1 of the Commercial Companies Code, the supervisory board consists of at least three, and in public companies at least five members, appointed and dismissed by the shareholder meeting.

Pursuant to § 18(9) of the Articles of Association of PZU SA, the Shareholder Meeting adopts resolutions on the appointment and dismissal of members of the Supervisory Board, subject to § 20. At the same time, pursuant to § 20(1) of the Articles of Association of PZU SA, the Supervisory Board consists of seven to eleven members.

**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**dated 25 June 2025**

**on the appointment of the PZU SA Supervisory Board Member**

Acting pursuant to Article 385 § 1 of the Commercial Company Code, § 18 (9) of the Articles of Association of PZU SA, and § 4(1)(2) and § 18(2) of the Principles for Assessing the Suitability of the Supervisory Board and Audit Committee of PZU SA, adopted by Resolution No. 33/2021 of the Ordinary Shareholder Meeting of PZU SA of 16 June 2021, as amended by Resolution No. 42/2023 of the Ordinary Shareholder Meeting of PZU SA of 7 June 2023, and Resolution No. 55/2024 of the Ordinary Shareholder Meeting of PZU SA dated 18 July 2024, the Ordinary Shareholder Meeting of PZU SA resolves as follows:

**§ 1**

Following a positive assessment of individual suitability of the candidate, Mr/Ms ..... is hereby appointed as Member of the Supervisory Board of PZU SA.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**Reasons  
for the draft resolution on the appointment of the Supervisory Board Member**

Pursuant to Article 385 § 1 of the Commercial Company Code, the supervisory board consists of at least three, and in public companies at least five members, appointed and dismissed by the shareholder meeting.

Pursuant to § 18(9) of the Articles of Association of PZU SA, the Shareholder Meeting adopts resolutions on the appointment and dismissal of members of the Supervisory Board, subject to § 20. At the same time, pursuant to § 20(1) of the Articles of Association of PZU SA, the Supervisory Board consists of seven to eleven members.

On the basis of § 4(1)(2) and § 18(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021, as amended by Resolution No. 42/2023 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 7 June 2023 and by Resolution No. 55/2024 of the Ordinary Shareholder Meeting of 18 July 2024, the Shareholder Meeting shall perform assessment of individual suitability of candidates for the Supervisory Board members on the basis of a report referred to in § 17 of the above-mentioned Rules and the appointment of a candidate for the Supervisory Board member to the Supervisory Board by the Shareholder Meeting signifies that the Shareholder Meeting positively assessed individual suitability.



**RESOLUTION NO. ..../2025**

**ADOPTED BY THE ORDINARY SHAREHOLDER MEETING**

**OF POWSZECHNY ZAKŁAD UBEZPIECZEŃ SPÓŁKA AKCYJNA**

**dated 25 June 2025**

**on the assessment of the collective suitability of the PZU SA Supervisory Board Member**

Acting pursuant to § 4(1)(2) of the Principles for Assessing the Suitability of the Supervisory Board and Audit Committee of PZU SA, adopted by Resolution No. 33/2021 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021, as amended by Resolution No. 42/2023 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 7 June 2023, and Resolution No. 55/2024 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna SA dated 18 July 2024, the Ordinary Shareholder Meeting resolves as follows:

**§ 1**

In connection with the changes introduced by the Ordinary Shareholder Meeting in the composition of the Supervisory Board, collective suitability of the PZU SA Supervisory Board is hereby confirmed.

**§ 2**

The Resolution comes into force when adopted.

Chairman  
of the PZU SA Ordinary Shareholder Meeting

**Reasons**

**for the draft resolution on the collective suitability assessment of the Supervisory Board**

On the basis of § 4(1)(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 Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 16 June 2021, as amended by Resolution No. 42/2023 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 7 June 2023 and by Resolution No. 55/2024 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 18 July 2024, the Shareholder Meeting shall perform the collective suitability assessment of the Supervisory Board on the basis of the report referred to in § 17(7) of the above-mentioned Rules.