

Appendix to Resolution No. 55/2025 of the Ordinary Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna of 25 June 2025 on the Adoption of the Gender Policy at the Management Board and Supervisory Board of PZU SA

GENDER POLICY AT THE MANAGEMENT BOARD AND SUPERVISORY BOARD OF PZU SA

Preamble:

The Shareholder Meeting of Powszechny Zakład Ubezpieczeń Spółka Akcyjna (hereinafter: “PZU SA” or “the Company”) adopts the Gender Policy at the Management Board and Supervisory Board of PZU SA (hereinafter: “the Policy”), in connection with Directive of the European Parliament and of the Council (EU) 2022/2381 of 23 November 2022 on improving the gender balance among directors of listed companies and related measures.

General provisions

§ 1

1. The Policy aims at establishing rules to ensure gender balance at the Management Board and Supervisory Board of PZU SA and to support the professional development of women and men, regardless of gender.
2. The Policy specifies in particular:
 - (1) rules of the selection procedure for certain positions in the Company’s bodies and rules for the designation of candidates for the Company’s bodies;
 - (2) rules for promoting the professional development of women and men;
 - (3) human resource management strategy;
 - (4) rules of the process of monitoring the Policy implementation.

Definitions

§ 2

For the purposes of the Policy:

- (1) “Company’s bodies” mean the Management Board and the Supervisory Board of the Company;
- (2) “underrepresented gender” means the gender whose representatives occupy no more than 49% of the total number of positions in the Company’s bodies;
- (3) “regulatory purpose” means ensuring gender balance in the Company’s bodies, in the manner as specified in § 3(2).

Regulatory purpose

§ 3

1. The Company aims to ensure that the regulatory purpose is fulfilled.
2. The regulatory purpose is considered to be fulfilled if:
 - (1) the total number of positions in the Company’s bodies held by persons of the underrepresented gender complies with the law; and
 - (2) persons of the underrepresented gender hold positions in each of the Company’s bodies.
3. The Policy and information on the applicable gender-balance regulations and sanctions set forth in the law must be available on the Company’s website.

Rules of the selection procedure for certain positions in the Company's bodies

§ 4

1. The composition of the Company's bodies is determined using, in particular, the Articles of Association of PZU SA, the Policy, the Diversity Policy for Members of the PZU SA's Bodies, the Rules for Assessment of Suitability of the PZU SA Supervisory Board and Audit Committee, and the Rules for Assessment of Suitability of the PZU SA Management Board, and, at the same time, maintaining objectivity and the resulting merit-based criteria.
2. The selection procedure for certain positions in the Company's bodies is carried out in accordance with the Company's internal regulations referred to in paragraph 1 and with the provisions of law, in particular those regulating the provision of gender balance in the bodies of listed companies.
3. In the procedure referred to in paragraph 2, the Company uses gender-neutral and unambiguous selection criteria, which are determined before the procedure commences and take into account candidates' qualifications and the need to ensure gender balance.
4. Compensation of members of the Company's bodies is calculated, in particular, in accordance with the Compensation Policy for Members of the PZU SA Management and Supervisory Boards.

Priority and exceptions to the rule of priority

§ 5

1. If in the selection procedure for certain positions in the Company's bodies, candidates of different gender have equal qualifications, the Company gives priority to the candidate of the underrepresented gender, unless other diversity rules as stipulated by law, based on non-discriminatory criteria, support the selection of the candidate of the opposite gender.
2. In each case of waving the rule referred to in paragraph 1, the Company documents the results of the comparison of candidates and the reasons for the selection.

Rules for the designation of candidates for the Company's bodies

§ 6

1. Candidates for the Company's bodies should be designated in a manner aimed at fulfilling the regulatory purpose, in compliance with the applicable laws and internal regulations of the Company.
2. Those authorized to designate candidates ensure that representatives of both sexes are present among candidates, insofar as this is possible considering the nature of the selection procedure or the availability of candidates who meet formal and merit-based requirements.

Professional development and human resource management strategy

§ 7

1. The Company supports the professional development of women and men by providing access to development programs that foster the acquirement of leadership competencies and equal opportunities for career advancement, including taking on management, executive or supervisory positions, regardless of gender.
2. The human resources management strategy of PZU SA covers in particular:
 - (1) using recruitment practices that promote diversity and gender equality;
 - (2) investing in the development of employees' competencies through access to training and development programs, regardless of gender;
 - (3) promoting an organizational culture that supports gender equality, inclusivity and diversity through educational and communication campaigns;
 - (4) regular monitoring and analysis of employment, promotion and employee experience data.

Monitoring the Policy implementation

§ 8

1. The Company's Management Board prepares an annual report on the participation of gender representatives in the Company's bodies and measures taken to ensure gender balance in these bodies; the report includes:
 - (1) the number of persons serving as members of the Company's bodies in a given year, with an indication of their gender and the type of position held;
 - (2) information on the measures taken to ensure the participation of persons of the underrepresented gender in the Company's bodies in the number compliant with the regulatory purpose;
 - (3) in the event of failure to fulfill the regulatory purpose – the reasons for this failure and a comprehensive description of the measures adopted and planned to be adopted to fulfill the regulator purpose.
2. The Company's Management Board reviews the Policy annually for its proper application and achievement of purposes. The Management Board provides the Supervisory Board with the review results and the report referred to in paragraph 1.
3. The Company makes the report referred to in paragraph 1 available on its website.