

9 May 2023

IR Newsletter 12/2023



Press review

PAP Biznes, 1 May 2023

by osz/

Polsat Plus Group has signed credit agreements of up to PLN 8.26 billion and EUR 506 million

Polsat Plus Group announced that it entered into credit agreements with a consortium of Polish and foreign banks providing for the granting to the Group of a term loan in Polish zlotys up to a maximum amount of PLN 7.255 billion, a term loan in euros up to a maximum amount of EUR 506 million, and a revolving credit up to a maximum amount equivalent to PLN 1 billion.

The loans will be used for investment projects, repayment of all debt from previous loans and financing of general corporate needs.

The loans have been granted for a period of 5 years, and their final repayment date is April 28, 2028. The PLN term loan will be repaid in quarterly installments of varying amounts, while the euro term loan will be repaid in a single payment on the final repayment date.

The margin of the loans depends on, among others, the achievement of certain targets related to the production and consumption of clean, zero-carbon energy by Polsat Plus Group companies.



Recent events

Press release, 28 April 2023

Credit facilities agreement between Polsat Plus Group and a consortium of financial institutions

Polsat Plus Group concluded a Senior Facilities Agreement with a consortium of Polish and foreign financial institutions which will be utilized for investment projects, the repayment in full of the indebtedness under the previous credit facilities and the financing of general corporate needs. The agreements concluded are linked with sustainable development goals pursued by Polsat Plus Group through environmental, social and corporate governance activities. The credit facilities will be in zlotys and euros, with a final repayment date of 2028.

Polsat Plus Group signed a credit facilities agreement that provides for a PLN term facility loan to be granted up to a maximum amount of PLN 7,255 million, a EUR term facility loan up to a maximum amount of EUR 506 million and a revolving facility loan up to a maximum amount of the equivalent of PLN 1,000 million. The agreement was concluded with a consortium of Polish and foreign financial institutions led by Powszechna Kasa Oszczędności Bank Polski S.A., Santander Bank Polska S.A., Bank Polska Kasa Opieki S.A., BNP Paribas Bank Polska S.A., ING Bank Śląski S.A., (Global Banking Coordinators) and Santander Bank Polska S.A. (ESG Senior Coordinator), ING Bank Śląski S.A. and BNP Paribas Bank Polska S.A. (ESG Junior Coordinators) and including SMBC Bank EU AG, Bank of China Limited, Luxembourg Branch, Société Générale Spółka Akcyjna Oddział w Polsce, Bank Gospodarstwa Krajowego, Bank Millennium S.A., PZU Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych BIS 1, mBank S.A., Credit Agricole Bank Polska S.A., Erste Group Bank AG, Credit Agricole Corporate and Investment Bank, Bank Ochrony Środowiska S.A., Alior Bank S.A., Powszechny Zakład Ubezpieczeń S.A., Powszechny Zakład Ubezpieczeń na Życie S.A., Industrial and Commercial Bank of China (Europe) S.A. (Spółka Akcyjna) Oddział w Polsce, Haitong Bank S.A. Spółka Akcyjna Oddział w Polsce as well as Santander Bank Polska S.A. acting as an Agent and Bank Polska Kasa Opieki S.A. acting as a Security Agent.



Recent events

*- I am pleased with the agreements, especially since the financing market is currently very difficult and challenging due to high interest rates, the continued global political instability and Russia's ongoing assault on Ukraine. I am proud that major, key Polish and international financial institutions placed their trust in us and decided to participate in this agreement. This is undoubtedly a success for both the entire team at Polsat Plus Group and everyone engaged on the financial institutions' side. I would like to thank everybody for their dedication and efforts, which led effectively to the conclusion of our agreements - says **Katarzyna Ostap-Tomann, Management Board Member responsible for finance at Cyfrowy Polsat and Vice President responsible for finance at Polkomtel, Polsat Plus Group.** – It is very important both for us and the institutions involved to link the agreements to the sustainability goals that we are pursuing through, among other things, the implementation of our Strategy 2023+, as well as actions in support of the environment and society – adds **Katarzyna Ostap-Tomann.***

The concluded loan agreements are linked to the sustainability goals which Polsat Plus Group is implementing mainly through its Strategy 2023+ - investments in zero-emission power generation capacity, production of green energy and transition of the Group companies to use solely clean, green energy in their operations. One of the factors on which the loan margin will depend is the achievement of certain targets related to the production and consumption of clean, zero-carbon energy by Polsat Plus Group companies.

Recent events

Current report 8/2023, 28 April 2023

Conclusion of material financial agreements

With reference to current report No. 26/2022 of 5 October 2022 concerning the commencement of works on the analysis of the possibility of refinancing Polsat Plus Group's debt, the Management Board of Cyfrowy Polsat S.A. (the "**Company**") informs that the Company and Polkomtel sp. z o.o., as the borrowers, Telewizja Polsat sp. z o.o., Netia S.A., Polsat Media sp. z o.o., Muzo.fm sp. z o.o. and Polsat Media Biuro Reklamy Sp. z o.o. concluded the Senior Facilities Agreement, sustainability linked financing, with a consortium of Polish and foreign financial institutions led by Powszechna Kasa Oszczędności Bank Polski S.A., Santander Bank Polska S.A., Bank Polska Kasa Opieki S.A., BNP Paribas Bank Polska S.A., ING Bank Śląski S.A., (*Global Banking Coordinators*) and Santander Bank Polska S.A. (*ESG Senior Coordinator*), ING Bank Śląski S.A. and BNP Paribas Bank Polska S.A. (*ESG Junior Coordinators*) and including SMBC Bank EU AG, Bank of China Limited, Luxembourg Branch, Société Générale Spółka Akcyjna Oddział w Polsce, Bank Gospodarstwa Krajowego, Bank Millennium S.A., PZU Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych BIS 1, mBank S.A., Credit Agricole Bank Polska S.A., Erste Group Bank AG, Credit Agricole Corporate and Investment Bank, Bank Ochrony Środowiska S.A., Alior Bank S.A., Powszechny Zakład Ubezpieczeń S.A., Powszechny Zakład Ubezpieczeń na Życie S.A., Industrial and Commercial Bank of China (Europe) S.A. (Spółka Akcyjna) Oddział w Polsce, Haitong Bank S.A. Spółka Akcyjna Oddział w Polsce as well as Santander Bank Polska S.A. acting as an Agent and Bank Polska Kasa Opieki S.A. acting as a Security Agent (the "**Facilities Agreement**").

The Facilities Agreement provides for a PLN term facility loan to be granted to the Company and Polkomtel sp. z o.o. up to a maximum amount of PLN 7,255,000,000.00, an EUR term facility loan up to a maximum amount of EUR 506,000,000.00 (the "**Term Facilities**") and a revolving facility loan up to a maximum amount of the equivalent of PLN 1,000,000,000.00 (the "**Revolving Facility**").

Recent events

The Term Facilities and the Revolving Facility bear interest at a variable rate equal to WIBOR/EURIBOR for the relevant interest periods plus margin.

The term of the Term Facilities and the Revolving Facility is 5 years from the date of execution of the Facilities Agreement and the final repayment date of each of these facilities is 28 April 2028. The PLN term facility will be repaid in quarterly installments of varying amounts. The EUR term facility will be repaid in one installment on the final repayment date.

The Term Facilities and the Revolving Facility will be utilized by the Company in particular:

- (i) to repay in full the indebtedness under the Senior Facilities Agreement of 21 September 2015;
- (ii) to make funds available to companies implementing investment projects defined in the Facilities Agreement; and
- (iii) to finance general corporate needs of the Company's capital group.

In addition, pursuant to the terms of the Facilities Agreement, the Company and other entities from its capital group will have an option to take out additional facilities. The terms and conditions of such additional facilities will be determined each time in a separate additional facility accession deed and they will have to meet certain requirements that will depend on the debt ratio.

[>>More](#)

Recent events

Current report 9/2023, 28 April 2023

Convocation of the Extraordinary General Meeting of Cyfrowy Polsat S.A. on 25 May 2023 and draft resolutions to be adopted

The Management Board of Cyfrowy Polsat S.A. (the “**Company**”), acting pursuant to Articles 398 and 399 § 1 in conjunction with Articles 402¹ and 402² of the Commercial Companies Code (the “CCC”) and in accordance with the provisions of Article 24 Section 3 of the Company’s Articles of Association, convenes the Extraordinary General Meeting of the Company, which will be held on 25 May 2023 at 10:00 am CET in Warsaw, in the registered office of the Company at ul. Łubinowa 4a.

The Agenda of the Meeting:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairperson of the Extraordinary General Meeting.
3. Confirming that the Extraordinary Shareholders Meeting has been properly convened and is capable of adopting binding resolutions.
4. Election of a Ballot Counting Committee.
5. Adoption of the agenda.
6. Consideration and adoption of a resolution regarding consent to execute a pledge agreement and to establish registered pledge(s) on a collection of property and rights constituting an organizational whole with variable composition forming part of the Company's enterprise as well as to establish mortgage(s) on real estate owned or held in perpetual usufruct by the Company to secure the liabilities resulting from finance documents.
7. Closing of the Extraordinary General Meeting.

Recent events

The Management Board attaches to this Current Report as follows:

- an [announcement](#) of the convocation of the Extraordinary General Meeting on 25 May 2023, prepared in accordance with Article 4022 of the Commercial Companies Code (Appendix 1);
- [draft resolutions](#) to be discussed at the Extraordinary General Meeting of the Company convened on 25 May 2023 (Appendix 2);

The Company makes all information regarding the Extraordinary General Meeting available on the Company's website at: <http://www.grupapolsatplus.pl/>, subpage: Corporate Governance, tab: General Meetings - Materials.

Cyfrowy Polsat shares

| Date | Maximum price (PLN) | Minimum price (PLN) | Closing price (PLN) | Change (%) | Turnover (mPLN) |
|------------|---------------------|---------------------|---------------------|------------|-----------------|
| 2023-05-01 | - | - | - | - | - |
| 2023-05-02 | 18.18 | 17.41 | 17.91 | 2.69 | 11.57 |
| 2023-05-03 | - | - | - | - | - |
| 2023-05-04 | 18.10 | 17.42 | 17.52 | - 2.15 | 7.69 |
| 2023-05-05 | 18.29 | 17.45 | 17.95 | 2.40 | 8.54 |
| 2023-05-08 | 18.07 | 17.78 | 17.80 | - 0.78 | 5.24 |



Investor's calendar

| Date | Event |
|------------------------------|---|
| 2 – 15 May 2023 | Closed period prior to the publication of Q1 2023 results |
| 15 May 2023 | Quarterly report for Q1 2023 |
| 25 May 2023 | Extraordinary General Meeting |
| 3 – 16 August 2023 | Closed period prior to the publication of H1 2023 results |
| 16 August 2023 | Consolidated semi-annual report for the 1st half of 2023 |
| 26 October – 8 November 2023 | Closed period prior to the publication of Q3 2023 results |
| 8 November 2023 | Quarterly report for Q3 2023 |