

Cyfrowy Polsat Newsletter

18 – 24 April 2011

The press about Cyfrowy Polsat	Date	The press about DTH/MVNO/Internet market in Poland
<p>Parkiet - Investor Relations Forum: Financial statements as a source of information about the company</p> <p>In many cases, Management Board’s report on activities may be an excellent source of information supporting the financial statements. A good example is provided here by Cyfrowy Polsat. The report is written in an accessible style, but most of all contains information that can be easily categorized and assessed as resources creating the enterprise value.</p>	18.04	<p>Puls Biznesu: Four to Plus</p> <p>This week, Polkomtel Management Board has planned two meetings with investors (TeliaSonera and private equity fund Apax). Last week the Board met with Zygmunt Solorz-Zak and Telenor. Bids are to be submitted on 6 May.</p>
<p>Puls Biznesu: One eager for Cyfra Plus</p> <p>Cyfrowy Polsat is still interested in taking over Cyfra Plus - declared Dominik Libicki, President of CP quoted by Wirtualna Polska. However, he added that the platforms do not lead any talks.</p>	19.04	
<p>Rzeczpospolita: Polsat - the most effective TV</p> <p>Private operators need much less employees than TVP to achieve their results. Polsat has the highest profit earned per one employee. According to experts, this year the results of Polsat will be improving the fastest.</p>	21.04	<p>Gazeta Wyborcza: High-speed Internet is waiting for the army</p> <p>Until mid 2013, Poland has to turn off the analog transmitters and begin to receive only digital TV. Released frequencies might be used for example to provide broadband Internet access or mobile television via radio signals. Internet would be based on ultra-fast LTE technology. LTE works best at a frequency of 800 MHz, to which, according to the international agreements, the army has the priority by mid 2015.</p>

The press about Cyfrowy Polsat	Date	The press about DTH/MVNO/Internet market in Poland
	22.04	<p>Puls Biznesu: Four interested in Dialog Thursday was the deadline for submission of preliminary bids for the purchase of Telefonía Dialog. Probably, the purchase offers were made by Netia, Polkomtel, UPC and MNI.</p> <p>Dziennik Gazeta Prawna: TP promises to increase internet sales In the first quarter, Telwkomunikacja Polska failed to stop the decline in the number of users of Neostrada. However, CEO of the Group promises a noticeable increase in sales in the first half of the year.</p>
<p>Rzeczpospolita: Cyfrowy Polsat acquired Telewizja Polsat for PLN 3.75 billion On April 20, Cyfrowy Polsat finalized the announced since months acquisition of Telewizja Polsat. PLN 2.6 billion of the amount due shall be paid by bank transfer within 48 days from sales agreements. The remaining PLN 1.15 billion has been regulated through the issuance of warrants entitling the owners of Telewizja Polsat to take up the ordinary bearer shares of H series. As the result of the issue of those shares, the share capital of Cyfrowy Polsat was raised by more than PLN 3.2 million. The value of the newly formed group is estimated at PLN 5 billion.</p>	23.04	

Latest events

Current report no 17 19 April 2011

Establishment of forms of security for facilities on assets carrying a significant value

The Management Board of Cyfrowy Polsat S.A. (the "Company") hereby gives notice of the establishment of further forms of security in connection with the Senior Facilities Agreement and the Bridge Facility Agreement concluded by the Company on March 31, 2011, which was notified by the Company in its current report No. 11/2011 of March 31, 2011.

On April 18, 2011 agreements and other documents were signed which provided for the establishment of the following forms of security:

- (i) Financial and registered pledges on all shares in mPunkt Polska S.A., held by the Company;
 - (ii) Transfers of receivables for security, which receivables the Company holds vis-a-vis various debtors.
- Registered pledges will become valid when entered into the register of pledges.

Current report no 18 21 April 2011

Performance of the Investment Agreement: statements on the take-up of Series H Shares, materialization of conditions precedent under a material agreement executed by Cyfrowy Polsat, material agreements signed by Cyfrowy Polsat, Cyfrowy Polsat's share capital increase and acquisition of assets of significant value by Cyfrowy Polsat

The Management Board of Cyfrowy Polsat S.A. (the "Company") hereby discloses that on April 20, 2011 several events occurred and several legal transactions were executed in connection with the performance of the investment agreements executed by the Company on November 15, 2010 and amended by Annex 1 of December 28, 2010 and Annex 2 of March 24, 2011 (the "Investment Agreement") as disclosed by the Company in its current reports No. 31/2010 of November 15, 2010 and No. 39/2010 of December 29, 2010 as well as No. 8/2011 of March 25, 2011.

Current report no 19 21 April 2011

Recommendation of the Management Board concerning the distribution of profit for the year ended December 31, 2010

The Management Board of Cyfrowy Polsat S.A. (the "Company") hereby informs that on April 21, 2011 it resolved to submit for consideration of the Ordinary General Meeting the recommendation not to pay the dividend for the shareholders from the profit for the year 2010.

The Management Board justifies its decision by the need of future service of the debt incurred by the Company to purchase 100% shares of Telewizja Polsat S.A. The reduction of indebtedness of the Company, planned by the Management Board, and thereby reduction of the net debt/EBITDA ratio, will reduce interest charges arising from the signed loan agreements, and thus will have a positive impact on the Company's financial standing.

Latest events

Current report no 20 21 April 2011

Establishment of forms of security for facilities on assets carrying a significant value

The Management Board of Cyfrowy Polsat S.A. (the "Company") hereby gives notice of the establishment of further forms of security in connection with the Senior Facilities Agreement and the Bridge Facility Agreement concluded by the Company on March 31, 2011, which was notified by the Company in its current report No. 11/2011 of March 31, 2011.

On April 20, 2011 the Company entered into an English law security assignment as well as pledge agreement by which it established a financial and registered pledge on all the shares of Telewizja Polsat S.A. held by the Company, and acquired earlier on the same day of April 20, 2011.

On the same day of April 20, 2011, Telewizja Polsat S.A. and Telewizja Polsat S.A. subsidiaries: RS TV S.A., Polsat Media Sp. z o.o., Media-Biznes Sp. z o.o., Nord License AS with its registered office in Norway, Polsat License Ltd. with its registered office in Switzerland and Polsat Futbol Ltd. with its registered office in the United Kingdom acceded to a Senior Facilities Agreement with regard to the so-called Revolving Facility (not destined for financing the acquisition of the shares in Telewizja Polsat S.A. by the Company) and therefore Telewizja Polsat S.A. and the Telewizja Polsat S.A. subsidiaries named above executed and signed agreements and other documents envisaging the establishment of security interests.

Current report no 21 21 April 2011

Information on convening the Annual General Meeting of Cyfrowy Polsat S.A and the content of draft resolutions for the Annual General Meeting of Cyfrowy Polsat S.A.

The Management Board of Cyfrowy Polsat S.A. ("Company") announces that the Annual General Meeting of Cyfrowy Polsat S.A. was convened for May 19th, 2011 at 11.00 am at the Company's headquarters in Warsaw, at Łubinowa 4a Street.

Latest events

Press release
21 April 2011

Completion of the purchase transaction of Telewizja Polsat by Cyfrowy Polsat

In accordance with the provisions of the investment agreement dated November 15, 2010, and as a result of entering into agreements to acquire 100% of share capital of Telewizja Polsat and the issue of ordinary bearer shares of H series for the shareholders of Telewizja Polsat, Cyfrowy Polsat has completed the purchase of Telewizja Polsat.

Purchase of 100% shares in Telewizja Polsat

On April 20, 2011, Cyfrowy Polsat has entered into agreements, by which it acquired 2,369,467 shares in the share capital of Telewizja Polsat with a face value of PLN 100 each for the total price of PLN 3.75 billion, representing 100% of the share capital and entitling to 100 % of votes at the General Meeting.

Part of the price for shares of Telewizja Polsat, i.e. PLN 2.6 billion will be paid by a bank transfer within 48 days from the date of conclusion of sale agreements, but not earlier than after the transfer of shares by the sellers of Telewizja Polsat. It will be financed by the debt financing obtained by Cyfrowy Polsat on March 31 this year, when the credit agreements with a consortium of banks were signed. The remaining amount, i.e. PLN 1.15 billion was paid through the issuance of subscription warrants, entitling their holders to take up the ordinary bearer Series H shares.

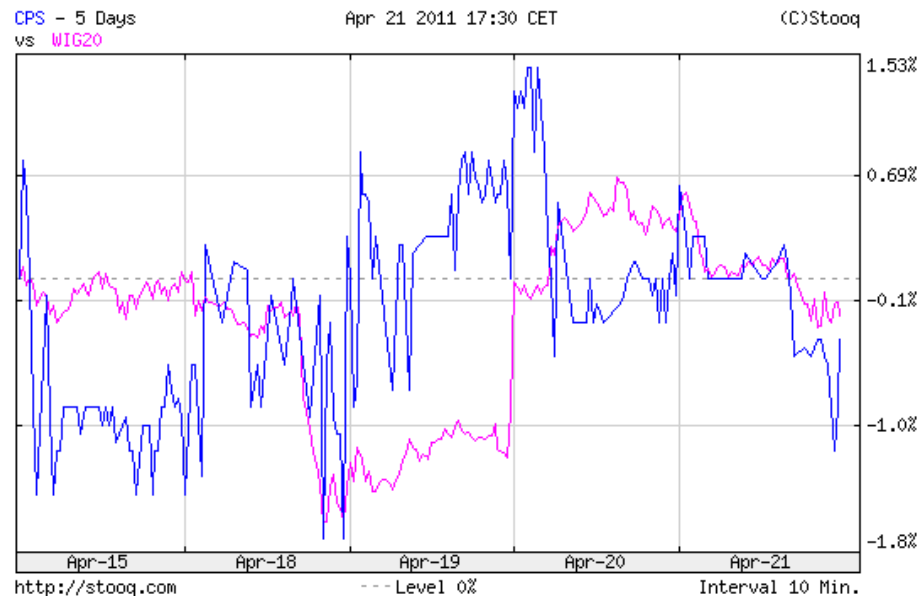
On April 20, the holders of registered Series H subscription warrants took up the ordinary bearer Series H shares of the face value of four groszy (PLN 0.04) each at issue price of PLN 14.37 per share. As a result of the issue of Series H shares, the company's share capital was increased by the amount of PLN 3,201,113.44 and currently amounts to PLN 13,934,113.44 and is divided into 348,352,836 shares. The total number of votes at the General Meeting of Cyfrowy Polsat now amounts to 527,770,337.

The largest media group in Poland

As a result of the transaction, Cyfrowy Polsat together with Telewizja Polsat formed the largest media group in Poland. Acquisition of Telewizja Polsat by Cyfrowy Polsat constitutes a merger of two major businesses of different revenue sources. Cyfrowy Polsat is an undisputed leader in pay-TV market with the subscriber base of nearly 3.5 million. Telewizja Polsat has the leading position in the broadcasting industry. The transaction will provide Cyfrowy Polsat Group with a significant diversification of revenue and synergies on both the revenue and costs side. But above all, it will strengthen the competitive advantages of the Group, which is necessary for further growth in the rapidly developing pay-TV and TV broadcasting markets.

Cyfrowy Polsat shares

Date	Maximum price (PLN)	Minimum price (PLN)	Closing price (PLN)	Change (%)	Volume (PLN ths.)
18-04-2011	16.29	15.93	16.07	-0.12%	863
19-04-2011	16.40	16.10	16.33	0.18%	6 485
20-04-2011	16.50	16.15	16.20	-0.31%	2 918
21-04-2011	16.44	16.15	16.15	-0.49%	2 358



Investors' calendar

4 May 2011	Extraordinary General Meeting of Cyfrowy Polsat S.A.
16 May 2011	Publication of results for 1st quarter 2011
19 May 2011	Annual General Meeting of Cyfrowy Polsat S.A.