

CYFROWY POLSAT S.A.

Current report No. **38/2014**

Report Date: **May 8, 2014**

Subject: Cyfrowy Polsat repays all its indebtedness under 2011 Senior Facilities and Senior Secured Notes

With reference to a current report of Cyfrowy Polsat S.A. (the "**Company**") No. 26/2014 regarding the execution of a significant credit agreement, that is the Senior Facilities Agreement, by the Company on 11 April 2014 (the "**Facilities Agreement**"), the Management Board of the Company announces the repayment on 7 May 2014 of the entire indebtedness under:

- (1) the senior facility granted to the Company on the basis of the Senior Facilities Agreement of 31 March 2011, as amended; and
- (2) the senior secured notes issued by Cyfrowy Polsat Finance AB (publ) pursuant to the Indenture of 20 May 2011.

The Company reported the execution of the agreement referred to in item (1) above in its current report No. 11/2011 of 31 March 2011. The issuance of the notes referred to in item (2) above by Cyfrowy Polsat Finance AB (publ) and the terms of the notes were disclosed by the Company in its current report No. 34/2011 of 20 May 2011. The repayment of the notes referred to in item (2) above was related to the Company's repayment of Series A unsecured registered notes acquired fully by Cyfrowy Polsat Finance AB (publ), the issuance whereof was disclosed by the Company in its current report No. 34/2011 of 20 May 2011.

The funds for repayment of the facilities and the notes referred to above have been derived from a term facility issued to the company pursuant to the Facilities Agreement.

The repayment of the entire indebtedness under the facility agreement referred to in item (1) above and the notes referred to in item (2) above is one of the conditions for the Company's commitment to issue new shares to shareholders of Metelem Holding Company Limited ("**Metelem**") and a commitment of the Metelem shareholders to acquire those shares and cover them with non-cash contribution in the form of Metelem shares held by each of the shareholders, on the basis of investment agreements concluded by the Company with the shareholders of Metelem on 14 November 2013 and 19 December 2013 which were disclosed by the Company in its current reports No. 22/2013 (14 November 2013) and 27/2013 (19 December 2013).

Legal basis: Article 56 Section 1 Clause 2 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies in conjunction with § 5 Section 1 Clauses 1 and 4 of the Ordinance of the Minister of Finance of 19 February 2009 on current and periodic information provided by issuers of securities and on conditions under which information required by legal regulations of a third country may be recognized as equivalent.

Signed by:

/s/ Dominik Libicki

Dominik Libicki
President of the Management Board