

CYFROWY POLSAT S.A.

Current report No. **3/2011**

Report date: **6 January 2011**

Subject: **Fulfillment of a condition precedent under a material agreement concluded by Cyfrowy Polsat SA**

The Management Board of Cyfrowy Polsat S.A. („**Company**”) announces that on January 5, 2011 it received a decision of the District Court for the Capital City of Warsaw in Warsaw, XIII Business Division for the National Court Register regarding the registration of a conditional increase of the Company’s share capital. The adoption of the resolution regarding the conditional share capital increase was disclosed by the Company in its current report No. 36/2010 of December 17, 2010.

The registration of the conditional share capital increase fulfills one of the conditions precedent set out in the Investment Agreement executed on November 15, 2010 between the Company and the shareholders of Telewizja Polsat S.A., namely Zygmunt Solorz-Żak, Heronim Ruta, Karswell Limited and Sensor Overseas Limited which obligated the shareholders of Telewizja Polsat S.A. to sell to the Company 100% of shares in Telewizja Polsat S.A., as amended in Annex No. 1 of December 28, 2010 pursuant to which the investment funds Koma Fundusz Inwestycyjny Zamknięty and Mat Fundusz Inwestycyjny Zamknięty acceded to the Investment Agreement.

The Company disclosed the conclusion of the Investment Agreement in its current report No. 31/2010 of November 15, 2010, and execution of Annex No. 1 to the Investment Agreement in its current report No. 39/2010 of December 29, 2010.

Legal basis: Article 56 Section 1 item 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 item 4 of the Ordinance of the Minister of Finance of February 19, 2009 regarding current and periodic information to be submitted by issuers of securities, and the conditions for recognizing equivalence of information required under non-member states regulations.

Signed by:

/p/ Aneta Jaskólska
Member of the Management Board

/p/ Tomasz Szeląg
Member of the Management Board