



PKO BP & WSE

Polish Capital Day

London, 9-10th April 2013

Mr. Bartłomiej Drywa, IR Director

Safe Harbour Statement



This presentation includes 'forward-looking statements'. All statements other than statements of historical facts included in this presentation, including, without limitation, those regarding our financial position, business strategy, plans and objectives of management for future operations (including development plans and objectives relating to our products and services) are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding our present and future business strategies and the environment in which we will operate in the future. These forward-looking statements speak only as at the date of this presentation. We expressly disclaim any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein to reflect any change in our expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. We caution you that forward-looking statements are not guarantees of future performance and that our actual financial position, business strategy, plans and objectives of management for future operations may differ materially from those made in or suggested by the forward-looking statements contained in this presentation. In addition, even if our financial position, business strategy, plans and objectives of management for future operations are consistent with the forward-looking statements contained in this presentation, those results or developments may not be indicative of results or developments in future periods. We do not undertake any obligation to review or to confirm or to release publicly any revisions to any forward-looking statements to reflect events that occur or circumstances that arise after the date of this presentation.

1

**The Leading Media Group
in Poland**

Leading Polish multimedia platform



Largest pay-TV operator



3.6 million subscribers

Leading broadcaster



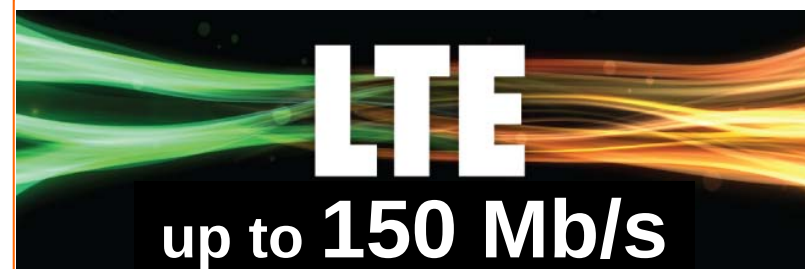
20 channels under Polsat brand

Leading online video platform



2.3 million real users

Fastest growing LTE provider



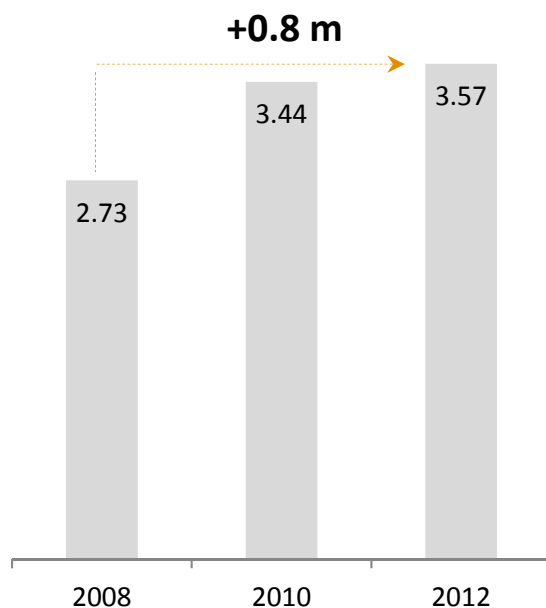
50% coverage of Polish population

Constantly growing its business



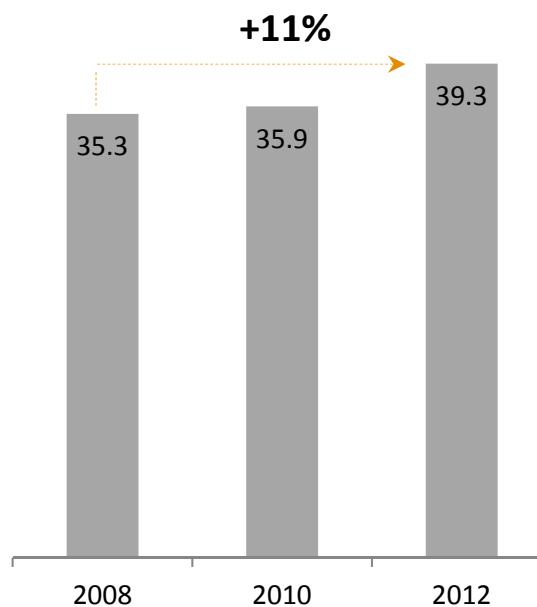
Pay-TV subscribers

million subscribers EoY



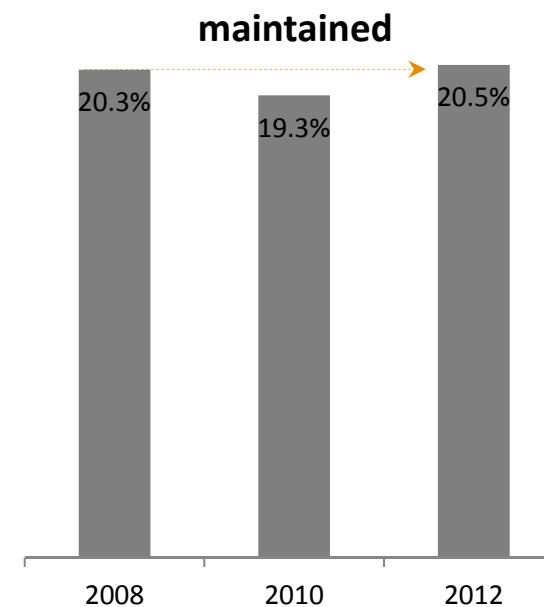
ARPU

PLN



Audience share

% share (all 16-49, all day)



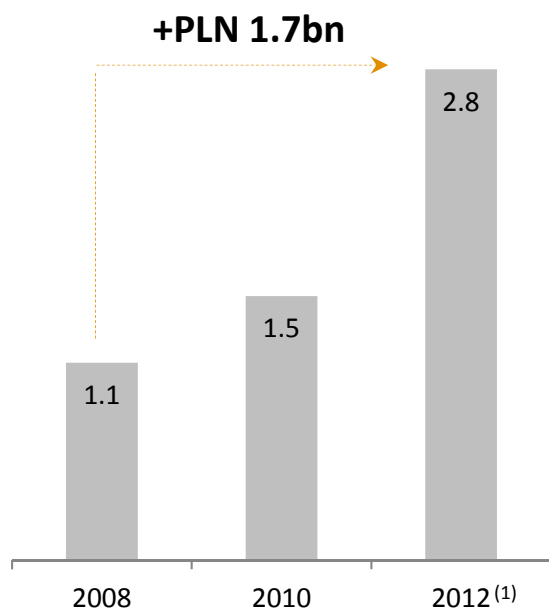
Note: (1) "ARPU" relates to average net revenue per subscriber to whom we rendered services calculated as a sum of net revenue generated by our subscribers from our pay digital television services in the reporting period divided by the average number of subscribers to whom we rendered services in this reporting period.

(2) In line with the provisions of IAS 18, starting from the year 2012 the Group recognizes lower revenues from penalties for breaching contracts by the clients due to change of accounting estimates regarding recognition and recoverability of these revenues. This change of estimates does not materially influence the Group's operating results. It causes, however, a slight decrease in ARPU, though not perturbing its stable upward trend.

Strong and resilient business profile

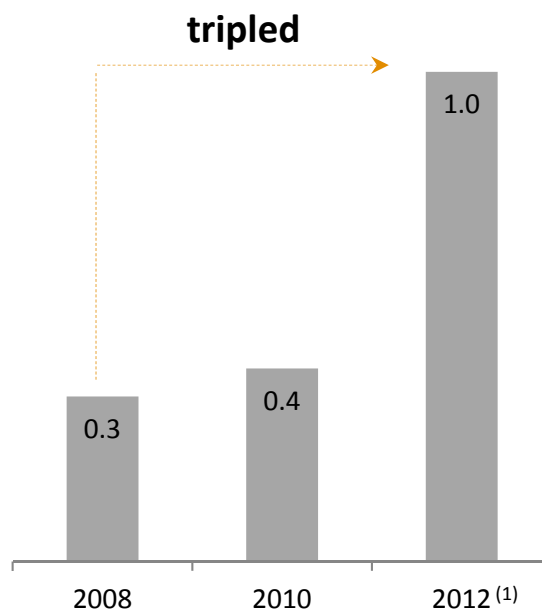
Revenues

bn PLN



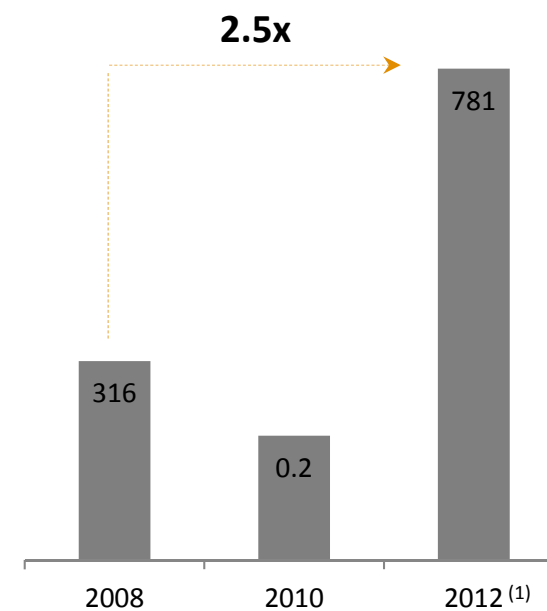
EBITDA

bn PLN



Operating cash flow

m PLN



Note: (1) Financial results for 2012 include results of TV Polsat Group which were consolidated in 2011 since 20 April 2011

Source: Consolidated financial statements for year ended 31 December 2008, 2010, 2012 and internal analysis

2

Group Strategy

Our vision



We create and provide the most attractive content....

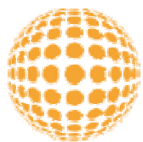


... using the best and latest technologies to deliver high quality multi-play services with the highest levels of customer satisfaction



Strengthening our leadership in entertainment in Poland.

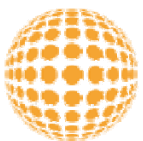
Our strategic goals



Building value of our customer base



Building channels value

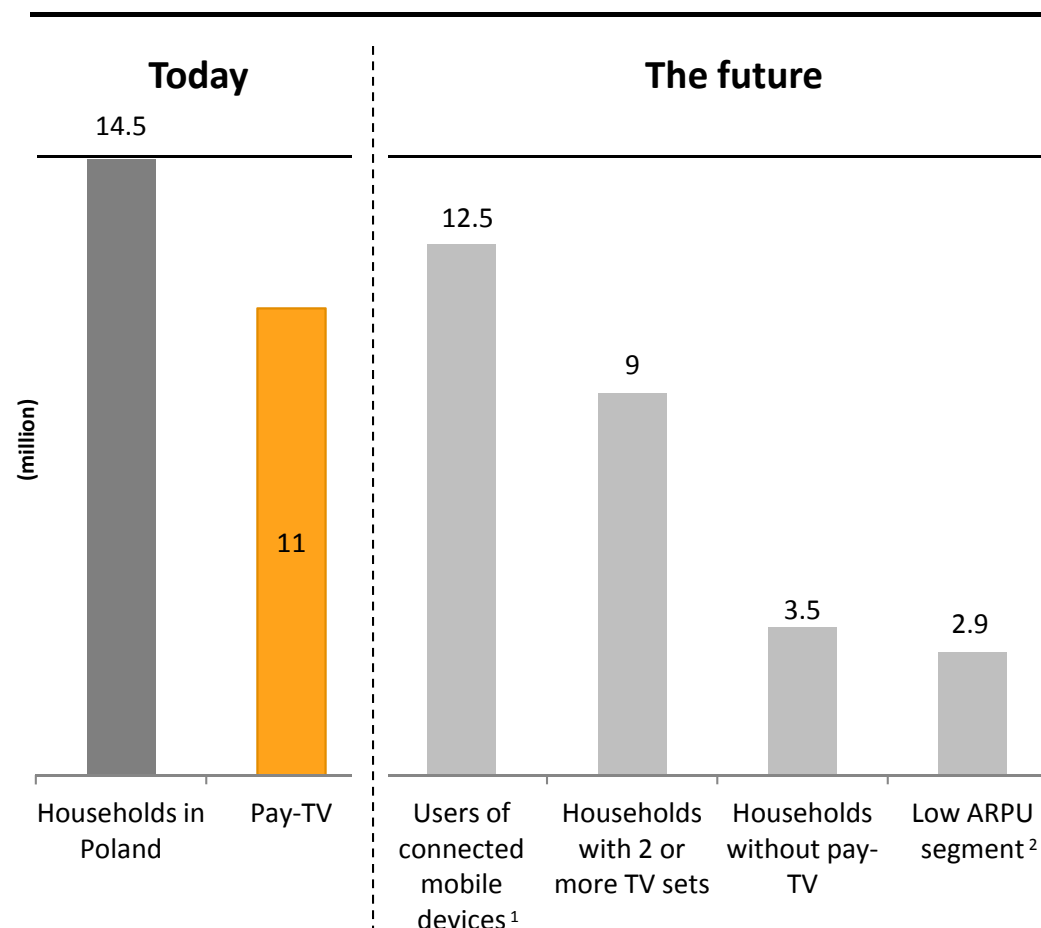


Effectively managing costs

Headroom for growth

- Thanks to complete portfolio of our products (pay TV, Internet, telephony, online video, online music) we can target a bigger addressable market and respond to the requirements of our customers in the future

The addressable market



Source: Operators reports, GUS, PIKE, IDC, UKE, Report „Diagnoza Społeczna 2011”, Company’s estimates

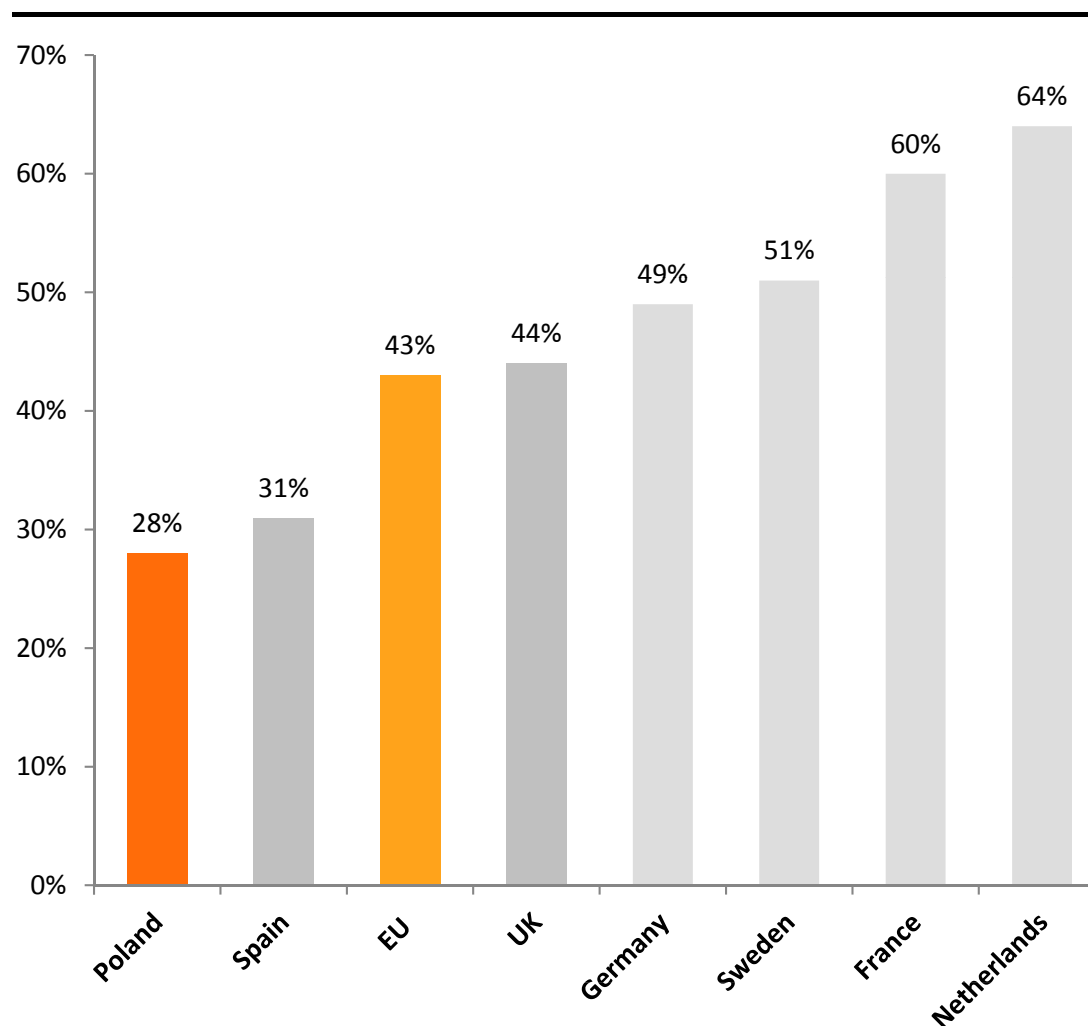
Note: (1) Users of connected mobile devices defined as number of users of smartphones, tablets and laptops

(2) Low ARPU segment - below PLN 20

The multi-play potential

- Increasing role of multi-play services seen in all European countries
- Multi-play means TV, broadband and telephony for now – but the opportunity is greater than this
- The Polish market has enormous built-in potential – catching up with the rest of Europe

Multi-play penetration

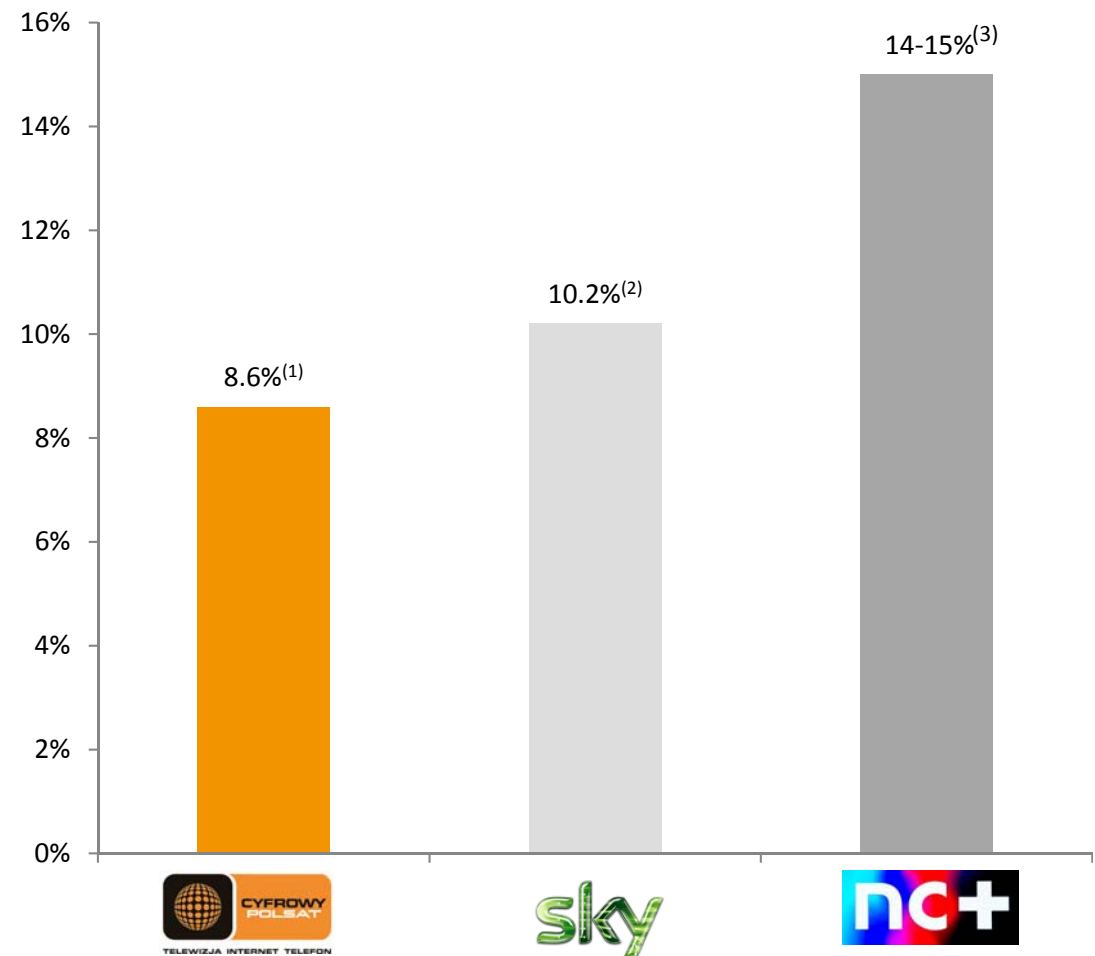


Maximising loyalty



- Ensuring customer satisfaction with
 - An attractive product mix
 - Excellent customer care
- Implementing effective retention programs
- Increasing numbers of multi-play customers

Maintaining best-in-class churn



Note: (1) Cyfrowy Polsat, 2012

(2) BSkyB, Annual Review 2012, refers to total average customers (RGU)

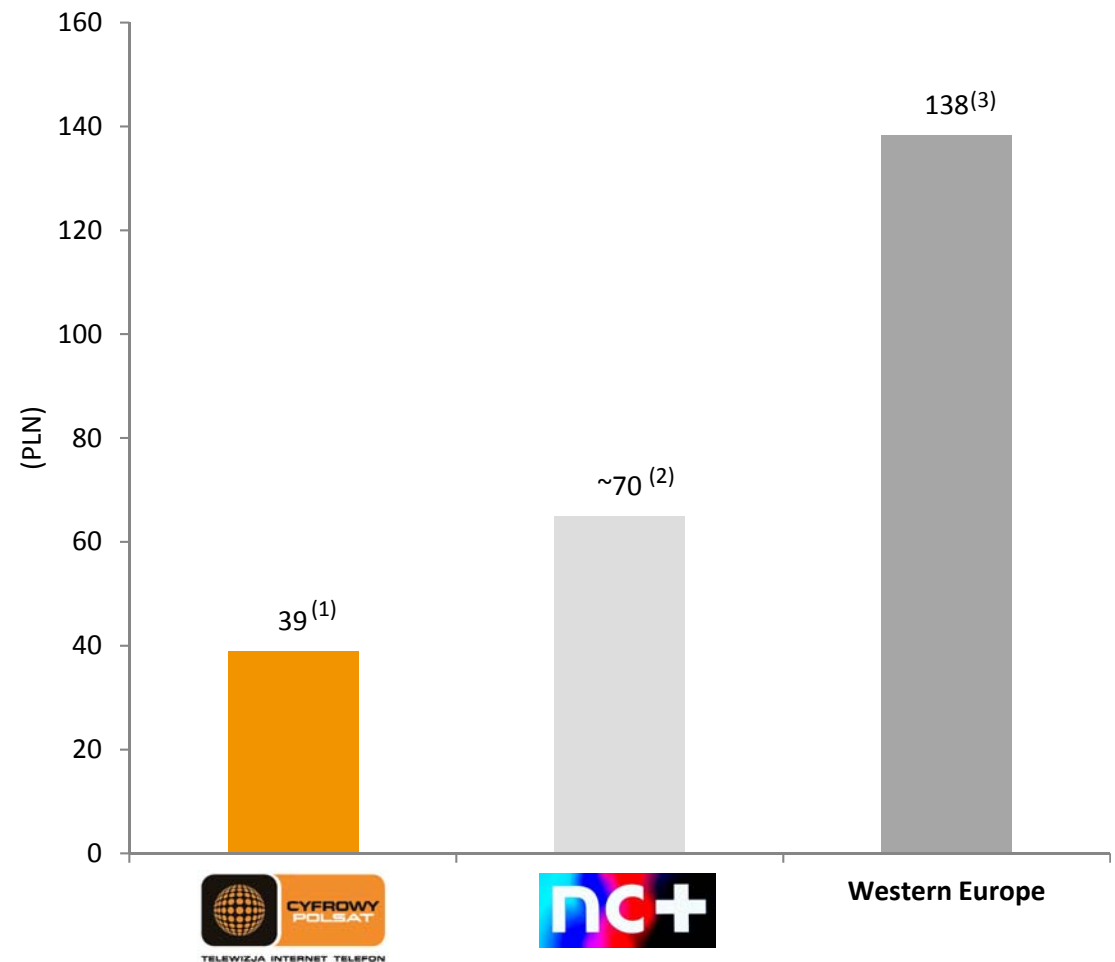
(3) Press interviews of CEO of nc+, March 2013

Improving ARPU

Several opportunities to increase ARPU over time

- Upgrade of existing customers
- Multi-play
- New products and services:
 - Multiroom
 - VOD, PPV
 - HD
- Migration between the platforms
- Selective price increases

Scope to increase ARPU



Source: Cyfrowy Polsat, 2012; Western Europe – Informa, „Western European TV”, 14th edition

Note: (1) Blended ARPU

(2) Press interviews of CEO of nc+, March 2013

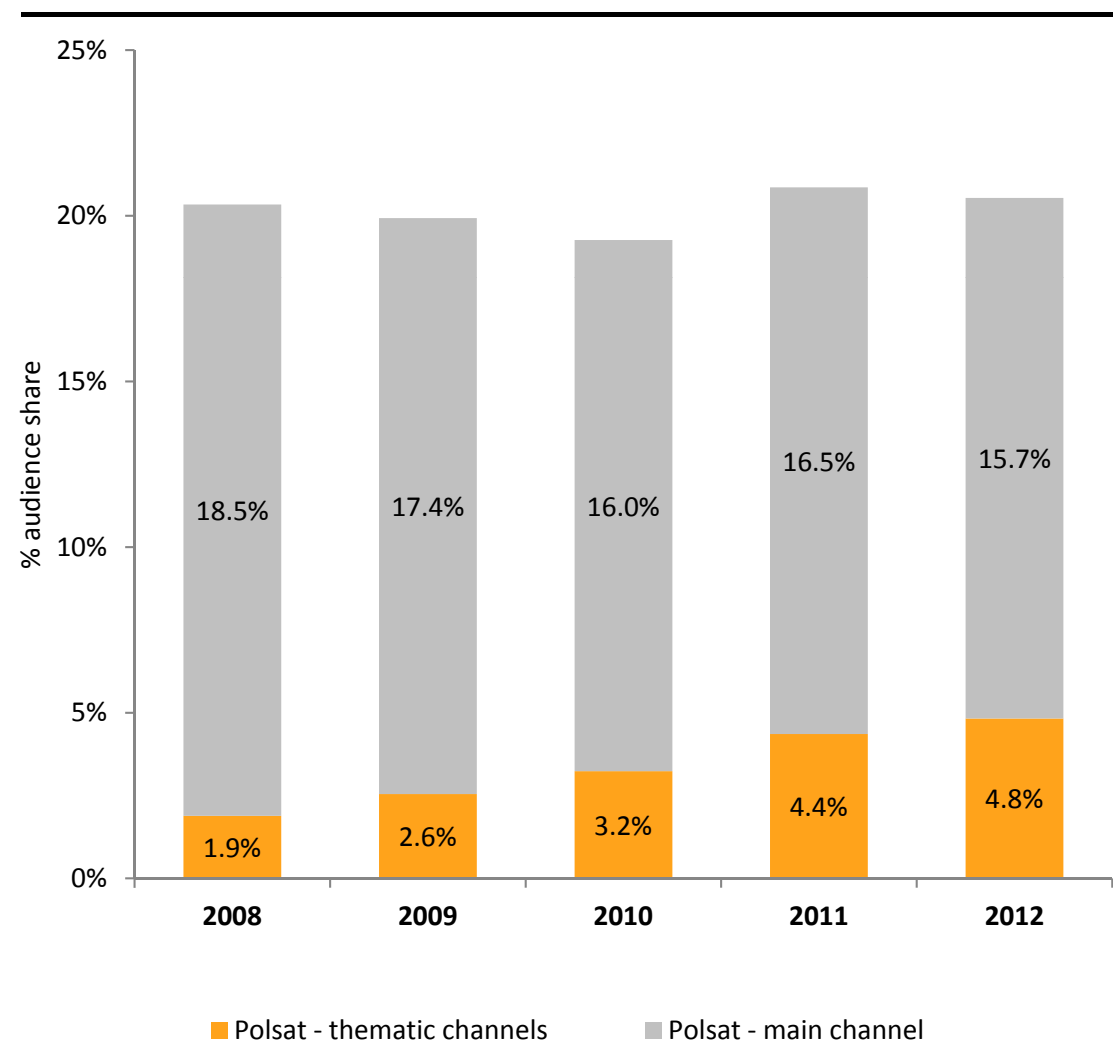
(3) Revenue in USD converted into PLN at the rate of PLN 3.0157 per 1 USD

Maintaining audience share

- Stable audience share supported by growing portfolio of thematic channels

- Maintaining share through
 - Distribution in all important market segments: DTT and pay TV
 - Effective investments in programming

Leading audience share



Maximizing the growth potential

- Attractive portfolio of the channels, with a strong reach across the market
- Our policy is to perform at least in line with the advertising market
- Improving profile of the viewer constantly builds the growing value of our channels

 Sports channel	 News channel	 Womens' lifestyle channel	 Re-run channel	 Movie channel
 Sports channel HD	 Business channel	 Kids' channel	 Food channel	 Movie channel HD
 Sports news channel	 General entertainment commercial channel			 HD
 Premium sports channel				 History channel
 Premium sports channel HD	 Mens' lifestyle channel	 Crime & investigation channel	 Nature channel	 Mens' channel

Effectively managing costs

Programming

- Leveraging the large scale of our content deals
- Control over local content production

Technology

- Satellite transponders
- In-house IT solutions
- STB's production

Finance

- Centralization of financial functions within the combined group
- Cash pooling
- Natural hedging

Back-office

- Ongoing optimizing of the group structures and procedure

3

Financial review

Very good financial results of the Group

in PLN m	2012 ⁽¹⁾	YoY change		
Revenue	2,783	↑	17%	• The increase in revenue and EBITDA mainly due to the consolidation of TV Polsat Group and the organic growth of the retail business segment
Costs ⁽²⁾	1,751	↑	6%	
EBITDA ⁽³⁾	1,032	↑	40%	• Strong EBITDA margin due to the effective cost policy and realized synergy effects
EBITDA margin	37.2%	↑	6.1pp	• The net profit under the impact of the finance costs related to financing of the acquisition of TV Polsat and the positive effect of the valuation of Senior Notes denominated in EUR
Net profit	598	↑	>100%	

Source: Consolidated financial statements for year ended 31 December 2012 and internal analysis

Note: (1) Financial results for 2012 include results of TV Polsat Group which were consolidated in 2011 since 20 April 2011

(2) Costs do not include depreciation, amortization and impairment

(3) EBITDA includes one-off related to lower costs resulting from the agreement between TV Polsat and OZZPA (collective copyright management organizations) of PLN 25.4 million

Results of the Retail business segment⁽¹⁾

in PLN m	2012	YoY change		
Revenue	1,808	↑	9%	The growth in revenue from retail sales thanks to the steadily increasing ARPU and higher revenue from telecommunication services
Costs ⁽²⁾	1,176	—	0%	
EBITDA	632	↑	31%	Costs under control despite the negative impact of foreign exchange rates YoY
EBITDA margin	35.0%	↑	5.7pp	Significant impact of dividend from TV Polsat on the net profit and lower costs of financing resulting from the prepayment of the Senior Facility Loan
Net profit	592	↑	>100%	

Source: Consolidated financial statements for year ended 31 December 2012 and internal analysis

Note: (1) Consolidation of this segment includes: Cyfrowy Polsat S.A., Cyfrowy Polsat Trade Marks, Cyfrowy Polsat Finance, INFO-TV-FM (from 30 January 2012), the companies running ipla service (from 2 April 2012)

(2) Costs do not include depreciation, amortization and impairment

Results of the Broadcasting and television production segment⁽¹⁾

in PLN m	2012	YoY change		
Revenue	1,091	↓	(1%)	Decrease in revenue from advertising and sponsorship compensated by increase in revenue from cable and satellite operators
Costs ⁽²⁾	691	↓	(9%)	
EBITDA ⁽³⁾	400	↑	18%	Decrease in costs as a results of lower programming costs and an agreement with OZZPA
EBITDA margin	36.7%	↑	5.8pp	Increase in EBITDA margin as a result of TV Polsat record high results achieved in the first quarter of this year and the reversal of provision for OZZPA
Net profit	307	↑	32%	

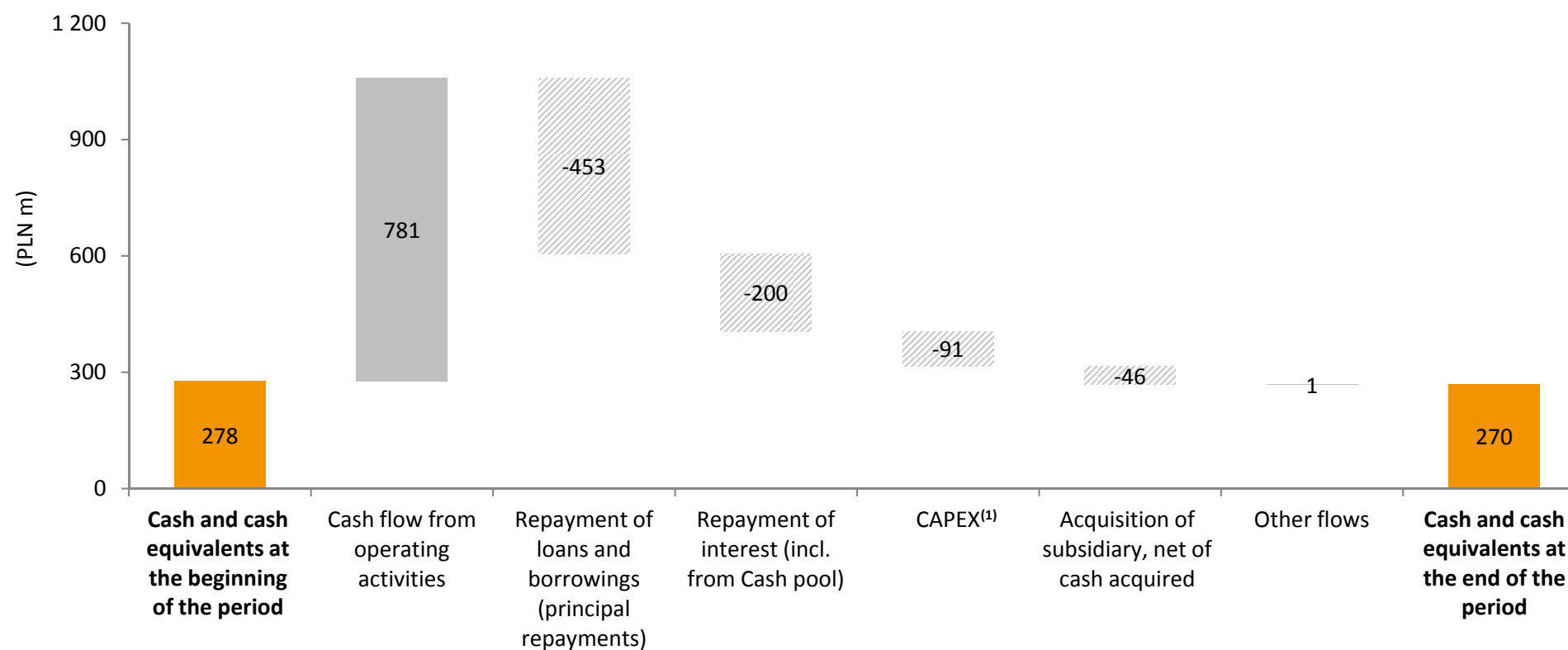
Source: Telewizja Polsat Sp. z o.o. and internal analysis

Note: (1) Consolidation of this segment include Telewizja Polsat Sp. z o.o. and all its subsidiaries

(2) Costs do not include depreciation, amortization and impairment

(3) EBITDA includes one-off related to lower costs resulting from the agreement between TV Polsat and OZZPA (collective copyright management organizations) of PLN 25.4 million

Net cash flow, cash position and debt – 2012



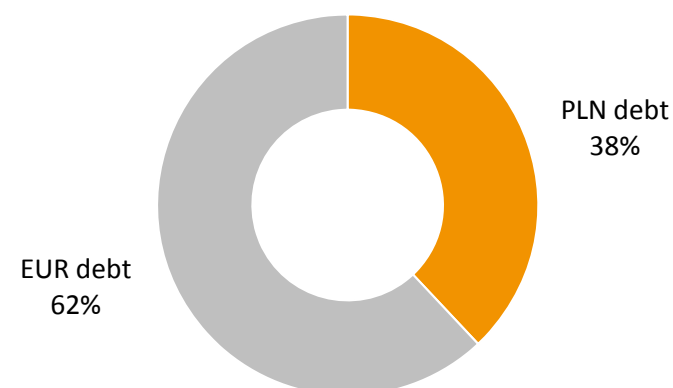
Source: Consolidated financial statements for year ended 31 December 2012 and internal analysis

Note: (1) Excluding expenditures on set-top-boxes and modems leased to subscribers

Financial indebtedness

in PLN m	Dec. 31, 2012	Maturity
Senior facility ⁽¹⁾	868	2015
Senior Notes ⁽¹⁾	1,414	2018
Finance lease	1	2016
Cash and equivalents	270	-
Net Debt	2,012	
Comparable 12M EBITDA ⁽²⁾	1,032	
Net Debt / 12M EBITDA	1.95	

Currency structure of debt



Senior Notes Rating

Standard & Poor's	BB, positive outlook
Moody's	Ba2, stable outlook

Source: Consolidated financial statements for year ended 31 December 2012 and internal analysis

Note: (1) Carrying amount value of debt outstanding

(2) EBITDA including Telewizja Polsat Group

External factors

- Implementation of DTT
- Ad market under pressure of external macroeconomic factors
- Increasing popularity of mobile devices
- Growing role of new media



Our guidance

- Further fragmentation of TV market
- Decline of TV ad market by 4-6%
- Further growth of mobile Internet market
- Further increase of value of pay-TV market based on ARPU increase



Our goals

Operational targets

- Maintaining the stable level of the subscriber base (excluding subscribers migrating to Multiroom)
- Further ARPU growth
- Dynamic growth of broadband users number
- Increase the penetration of our subscriber base with multiplay
- Maintaining the stable level of audience share above 20% on the fragmented market
- Further and effective competition on the advertising market

Finance targets

- Continued revenue growth
- Maintaining strong margins
- Debt level below 2x net debt/EBITDA

4

Recent transactions

Restructuring process of Polsat Group

Main objectives



- Concentration on the group's core activities in the field of services for retail customers and broadcasting and TV production
- Disposal of RSTV S.A., provider of signal transmission services
- Acquisition of Polskie Media S.A., broadcaster of TV4 and TV6 channels

Disposal of RSTV S.A.



- **Polsat Group entered into a conditional agreement for the disposal of RSTV S.A. to Emitel Sp. z o.o. for the amount of PLN 45.5m**
- **Main objective - focus on the Polsat Group's core activities :**
 - No additional savings for Telewizja Polsat relating to the ownership of the company providing transmission services
 - Strategy of development in DTT is capex consuming and difficult to implement
 - Lack of future synergies for the Group
- **Precedent conditions :**
 - Receiving consents from banks which are parties to the loan agreement (SFA)
 - Release of all security (on shares and assets of the Company) related to the loan agreement and bond issue
 - Court registration of the division of the company
- **Pursuant to the loan agreement, all proceeds from the disposal will be used for prepayment of the term loan**

Disposal of RSTV S.A.

Positive impact on Group's results



- RSTV's revenues structure in 2012 was:
 - Polsat Group – ca. 60%
 - Other radio and TV broadcasters – ca. 40%
- EBITDA generated on external partners in 2012 amounted to ca. PLN 4.5 million
- The transaction has a positive impact on the cash flow:
 - Lower nominal value of the loan and thus lower debt service costs in the future
 - No additional capex and opex required for the future development on the diametrically changing market

Acquisition of shares in Polskie Media S.A.



- **Telewizja Polsat entered into a conditional agreement for the acquisition of 100% of shares in Polskie Media S.A., a broadcaster of TV4 and TV6 channels**
- The entity's value amounts to PLN 99 million and shall be paid with own funds
- An independent opinion of KPMG Advisory, prepared for the Management Board of Cyfrowy Polsat, confirms that price terms of the planned transaction are fair from the point of view of Cyfrowy Polsat
- Acquisition of TV4 and TV6 channels is part of the group's strategy to strengthen its market position by increasing audience share in the target group
- Precedent conditions:
 - approval by the President of the Office of Competition and Consumer Protection
 - acquisition of the registered shares from the company's current minority shareholder
- Transaction is expected to be finalized in July 2013

Acquisition of shares in Polskie Media S.A.

Description of the acquired channels



TV4

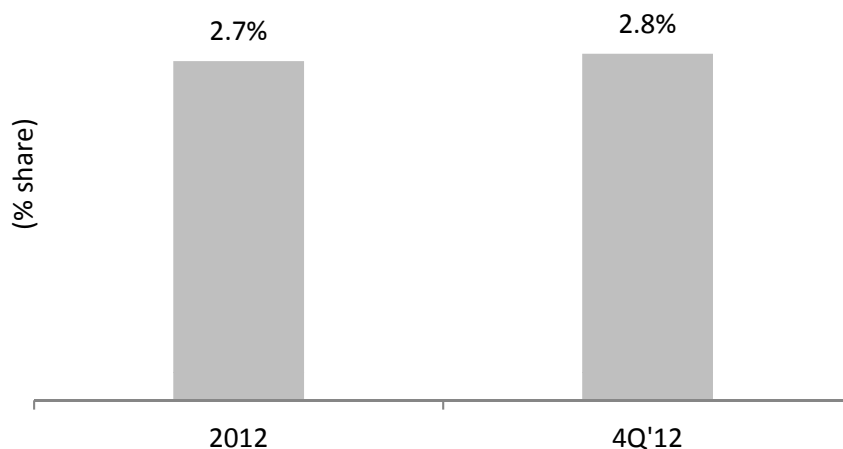
- commencement of broadcasting: 1 April 2000
- signal transmission: terrestrial/DTT (MUX-2)/cable/satellite
- concession type: general entertainment channel
- avg. technical reach in 2012: 88%
- content: station offers a variety of programs, including documentaries and popular science (*Galileo, Galileo Extra, STOP Drogówka, Tester*), life-style (*mała Czarna, Happy Hour*), music (*4music*), interior (*Dekoratornia*), movies and series as well as sport broadcasts.



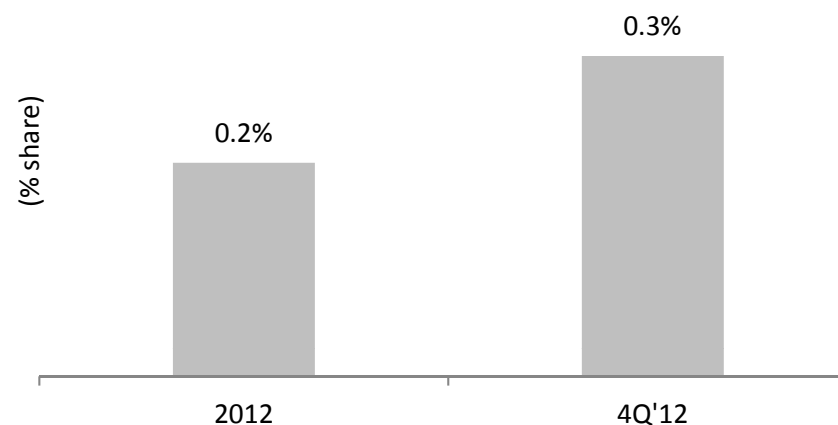
TV6

- commencement of broadcasting: 30 May 2011
- signal transmission: DTT (MUX-2)/cable/satellite
- concession type: youth channel
- avg. technical reach in 2012: 54%
- content: the programming offer includes greatest world entertainment hits such as *American Idol*, *English Must be the Music*, *Got to Dance* and *Gordon Ramsey's Master Chef*, drama and animated series as well as reality shows. The programming offer also includes Polish productions such as animated series *Włatcy móch*.

Audience share of TV4



Audience share of TV6

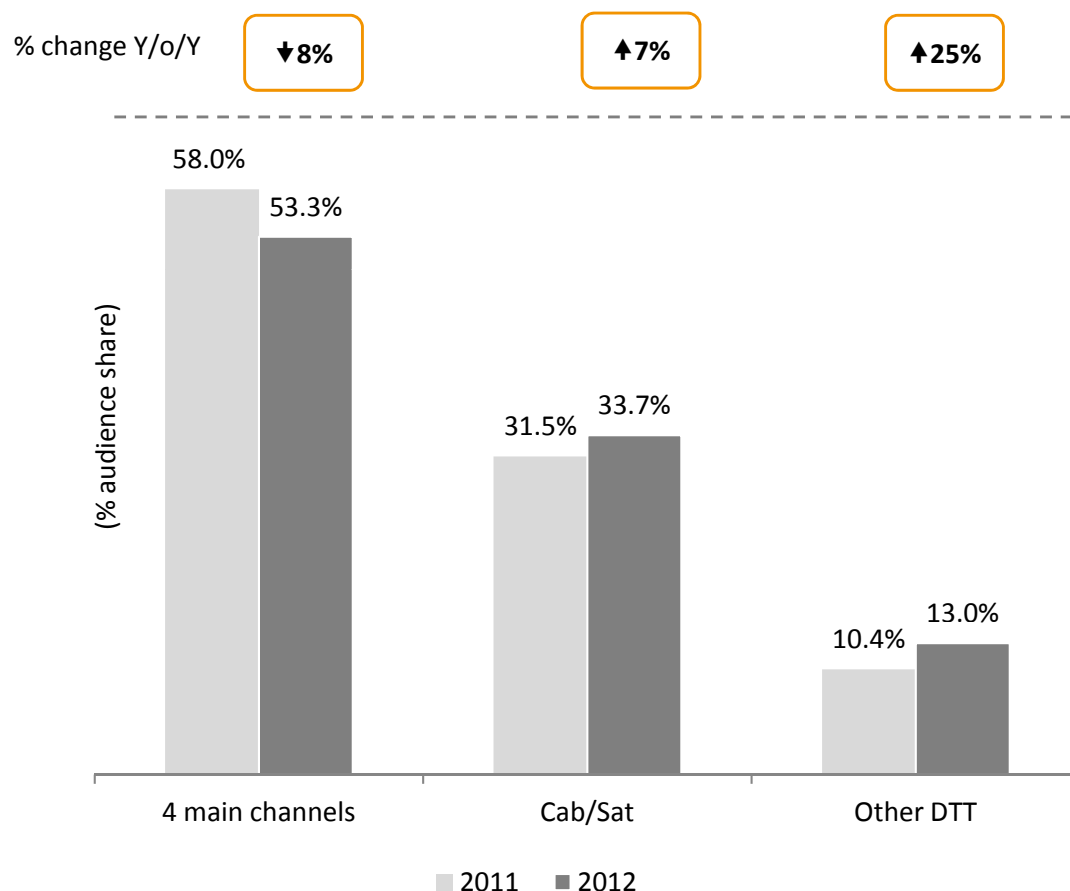


Acquisition of shares in Polskie Media S.A.

DTT – the fastest growing distribution segment for TV



Audience share



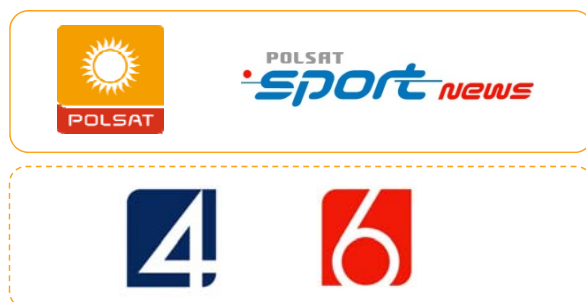
- We are committed to a balanced audience share of our channels across all distribution segments
- TV4 and TV6 channels operate in DTT - the fastest growing market segment – which will enable Polsat Group to strengthen its current market position

Acquisition of shares in Polskie Media S.A.

Strengthening Telewizja Polsat's market position



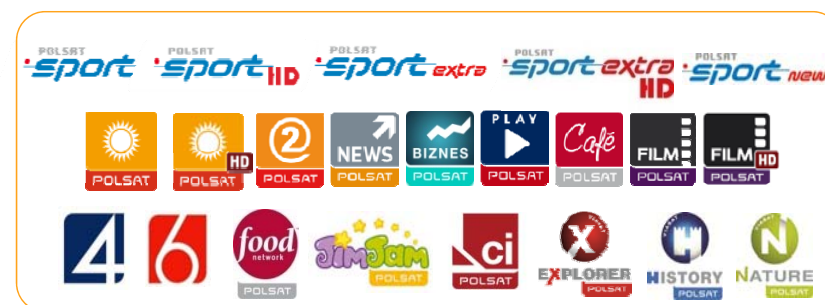
DTT



No. of channels

TV Polsat Group	DTT market
4	20

Cab/Sat



No. of channels

TV Polsat Group	Cab/Sat market
22	ca. 200 ⁽¹⁾

Share of Polsat Group in 2012

Audience	Ad market
23.5%	25.3%

Acquisition of shares in Polskie Media S.A.

Attractive valuation



- Disposal of the minority stake of Polskie Media by TVN SA results in a valuation of ca. PLN 118m⁽¹⁾
- According to our estimations the 2013F EV/EBITDA multiple is significantly lower than multiples of comparable transactions, including Telewizja Polsat acquisition
- Growing advertising revenues as a result of increased technical reach and launch of a new channel (TV6)
- Higher signal transmission costs till July 2013 resulting from simulcast transmission costs (analogue and DTT)
- We identified number of synergies with Polsat Group, which will positively impact the profitability of TV4 and TV6
- Polskie Media currently services a PLN 20m debt

Financial results of Polskie Media

PLN million	2010	2011	2012
Revenue	68	71	76
EBITDA	12	9	7
Net profit/(loss)	3	(2)	(4)

Acquisition of shares in Polskie Media S.A.

Transaction summary



- Strategic step to strengthen our position in the fragmented television market
- Attractive valuation
- Opportunity to increase advertising revenue on the basis of growing audience share and to increase profitability by eliminating doubled signal transmission costs (analogue and DTT)
- Potential synergies
 - Programming
 - Stronger negotiating power
 - Efficient management of content library
 - More flexibility in scheduling of FTA channels
 - Technical
 - Advertising, marketing, cross-promotion
 - Back-office

5

Appendix

5a

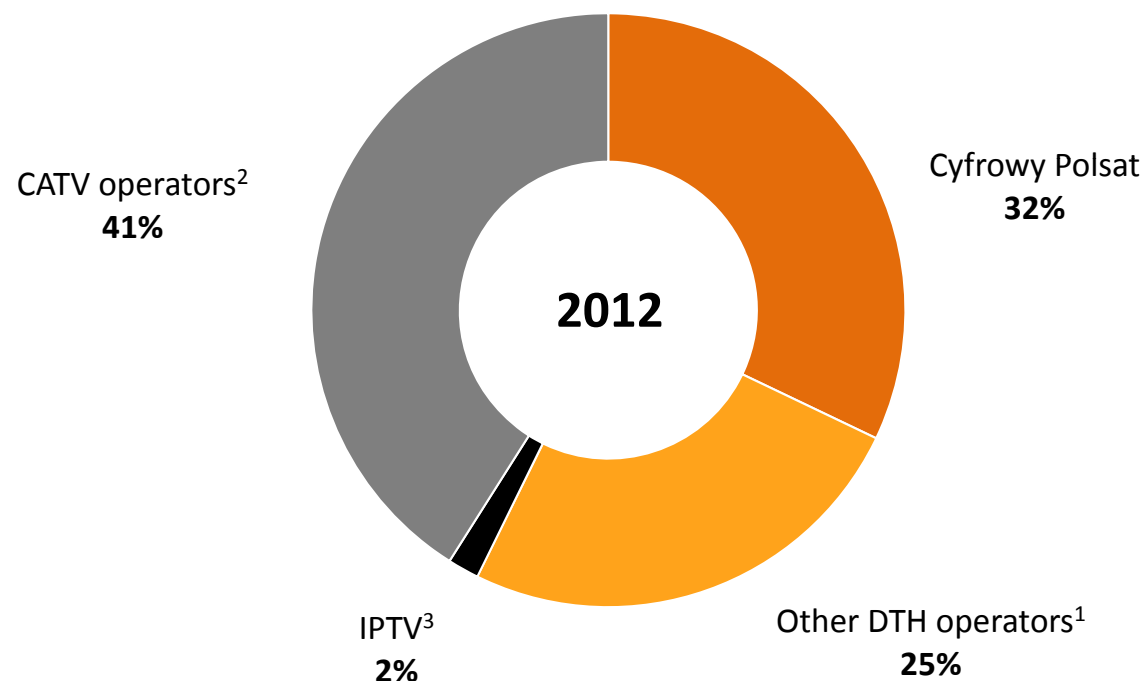
Retail business segment

No. 1 in pay-TV market



Poland's pay-TV market leader with 3.6m subscribers

% share in the total number of paying subscribers at the EOY



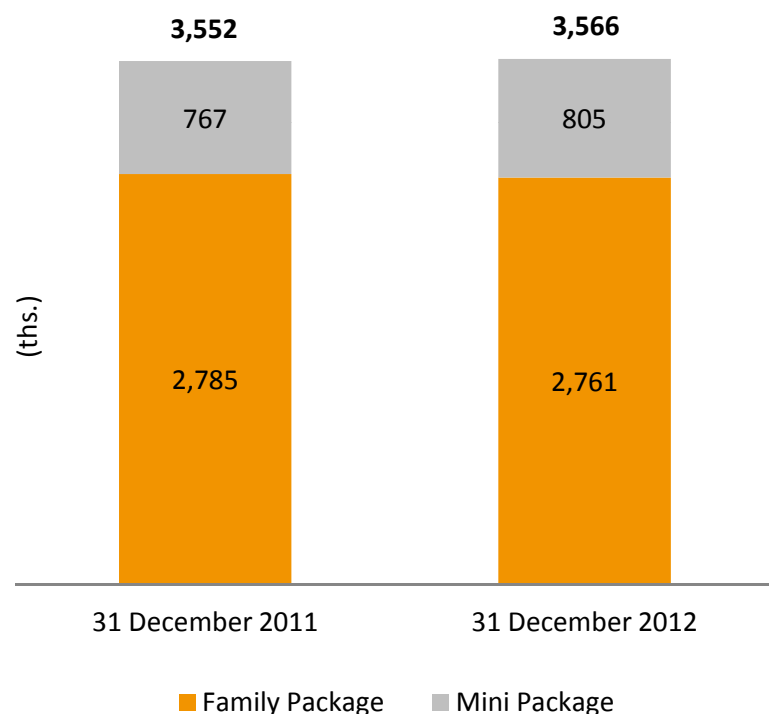
Note: ⁽¹⁾ Based on own estimates and data published by operators (Annual reports of TVN S.A. Group and TP S.A. Group for 2012)

⁽²⁾ Based on own estimates and data published by PIKE

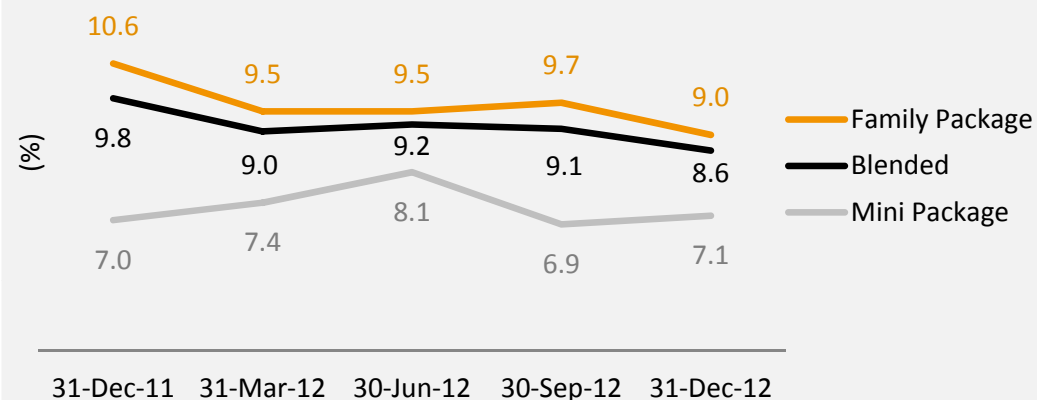
⁽³⁾ Based on own estimates and data published by operators (Annual reports of Telekomunikacja Polska S.A. Group and Netia S.A. for 2012)

Stable subscriber base with low churn rate and growing ARPU

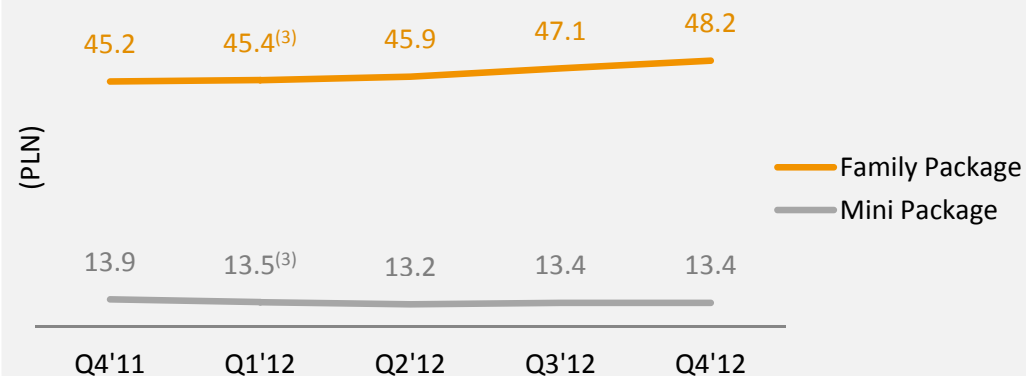
Pay-TV subscribers base



Churn (12 months)⁽¹⁾



ARPU⁽²⁾



Note: (1) We define "churn rate" as the ratio of the number of contracts terminated during a twelve-month period to the average number of contracts during such twelve-month period. The number of terminated contracts is net of churning subscribers entering into a new contract with us no later than the end of the same twelve-month period as well as of subscribers who used to have more than one agreement and terminated one of them to replace it with the commitment to use Multiroom service.

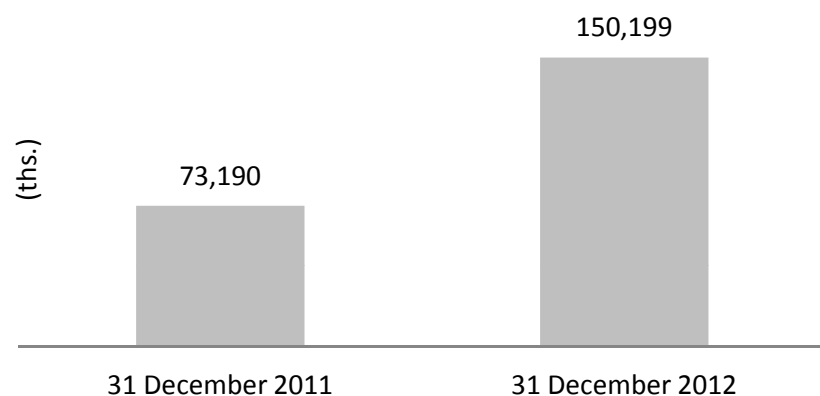
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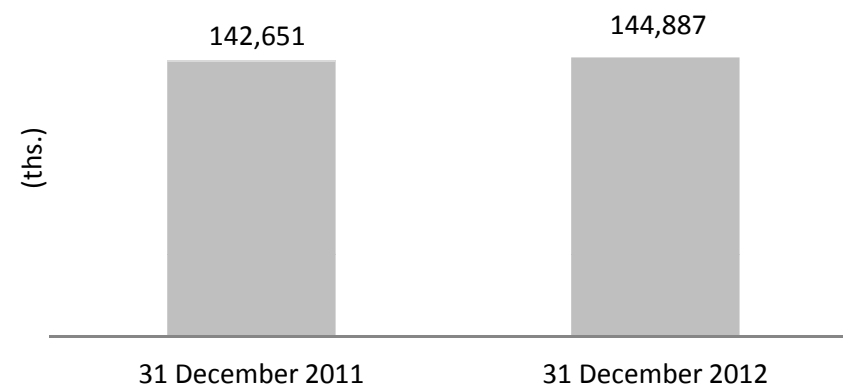
Products supporting growth in revenues from retail business segment



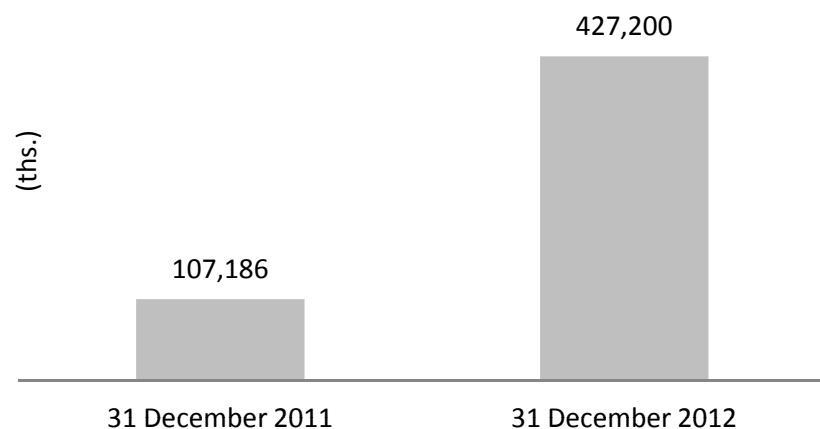
Internet service users



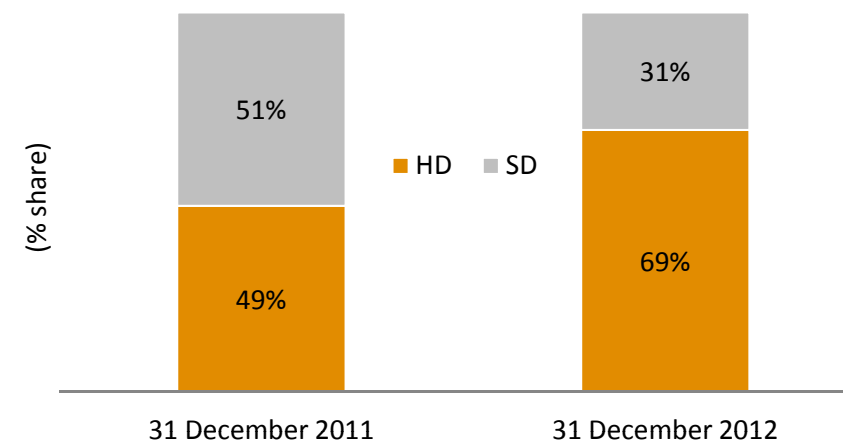
Mobile telephony service users⁽¹⁾



Multiroom service users



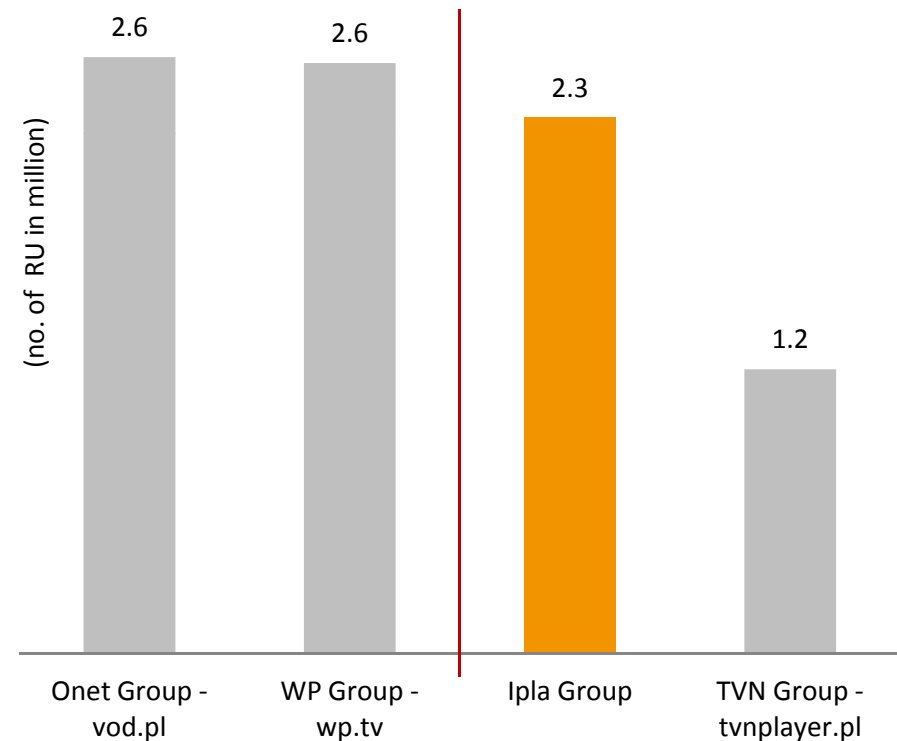
Set-top-box base structure



Growing online video segment

- Ipla real users number increased to 2.3 m
- 1 m downloaded apps for Android and more than 0.5m for iOS and Windows Phone
- Almost 50% of total traffic is generated by mobile devices and SmartTV users⁽¹⁾
- No. of ipla's video library increased to 40 ths.
- Increase to 2,149 titles, incl. 1,546 feature movies
- Change in ipla's revenue structure in Q4'12 and 2012: 85% advertising and 15% subscription/VOD
- Positive EBITDA in Q4'12: PLN 0.7m (Oct.: 0m, Nov.: 0.6m, Dec.: 0.1m)

Users of online video platforms



Source: Megapanel PBI/Gemius, RU – Real Users, monthly average Nov.-Dec. 2012 (no comparable data for the earlier period due to survey methodology changes),

ipla Group – combined users of application and website ipla.tv

Note: (1) December 2012, users currently excluded in the Megapanel PBI/Gemius monitoring

Coverage

February 2013

- HSPA/HSPA+: 93% population
- LTE: 50% population

HSPA+

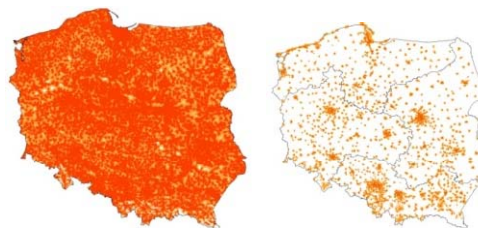
LTE



Roll-out plan

Next years

- HSPA/HSPA+: 99% population
- LTE: 66% population



- The first commercial LTE provider in Poland

- 150 ths clients as of Dec.'12

- Two business models:
 - bundled service scheme for new and existing subscribers
 - stand alone offer

Wide range of devices



HSPA+/LTE modems

(Huawei E3276, Huawei E398, ZTE MF821)

Routers

(Edimax LT-6408n, ZTE MF60)



Tablets

(Samsung Galaxy Tab 8.9 LTE, Manta MID and Ferguson S3)

Laptop (Acer Aspire E1)



Sample of our DTH offer⁽¹⁾

> 500 TV channels, 10 Polish radio channels, catch-up TV and Multiroom HD



nVOD + Multiroom HD + TV Mobilna

FAMILY MAX HD		# of channels ⁽²⁾	Price (PLN)
		87	49.90
+	SPORT HD 	87 + 10	Family Max HD + 10.00
+	FILM HD 	87 + 18	Family Max HD + 10.00
+	HBO HD 	87 + 6	Family Max HD + 25.00
+	CINEMAX HD 	87 + 4	Family Max HD + 15.00
			+ 19.90
			+ 10.00
Premium offer			
PLN 99.90			

nVOD

Mini HD			
		+	Temporary promotional packages
		32	14.90

Note: (1) as of March 18, 2013; (2) including promotional channels; (3) temporary flexible packages, with one of them as promotional

5b

**Broadcasting and tv production
segment**

Portfolio of TV Polsat Group channels



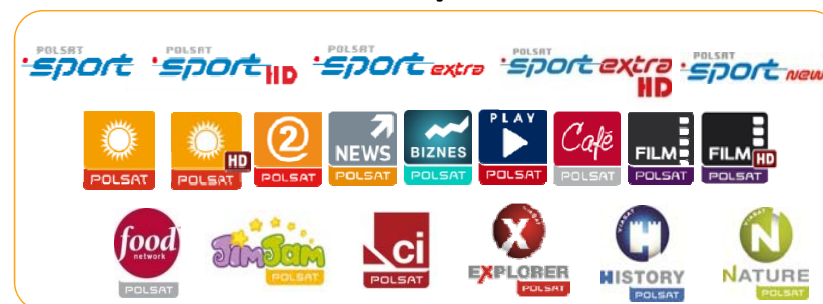
DTT



No. of channels

TV Polsat Group	DTT segment
2	20

Cab/Sat



No. of channels

TV Polsat Group	Cab/sat segment
20	ca. 200 ⁽¹⁾

TV Polsat Group market position in 2012

Audience share	Ad market share
20.5%	23.2%

Source: NAM, All 16-49, all day, SHR%; Starlink, airtime and sponsoring; TV Polsat; internal analysis

Note (1) Company estimates

Stable audience share

YoY % change

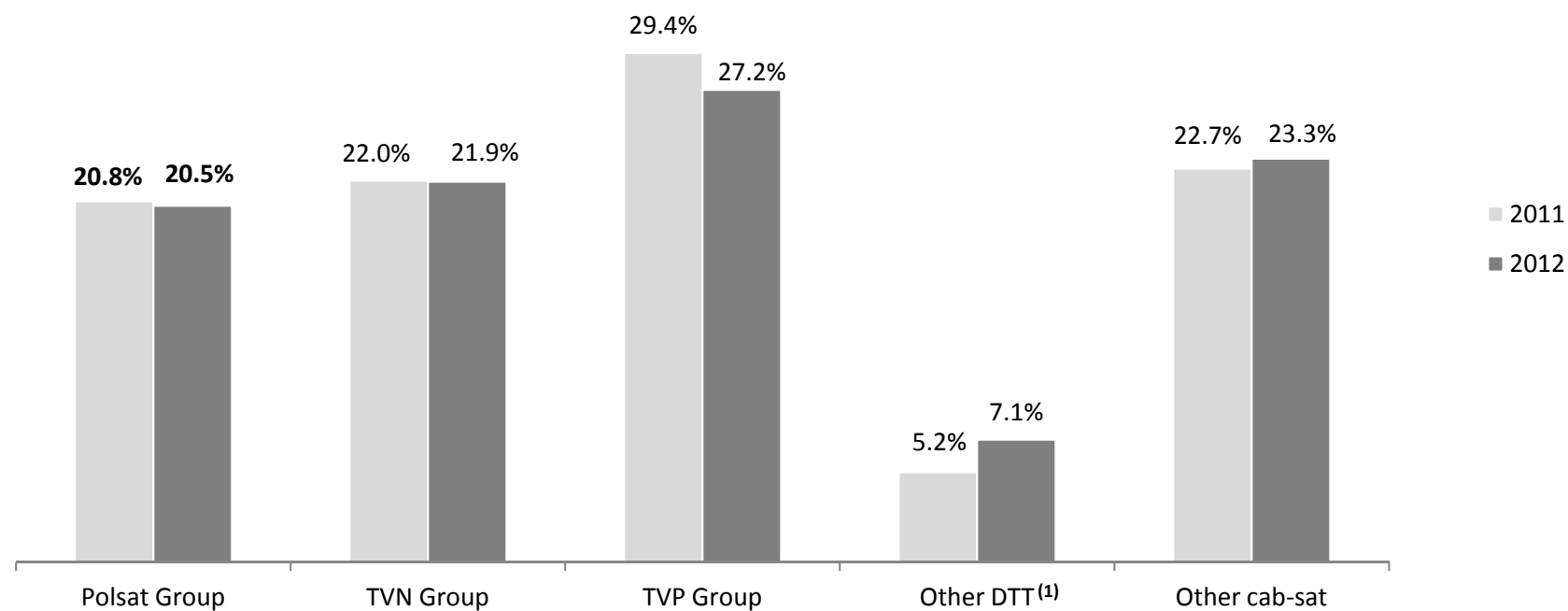
-1%

0%

-7%

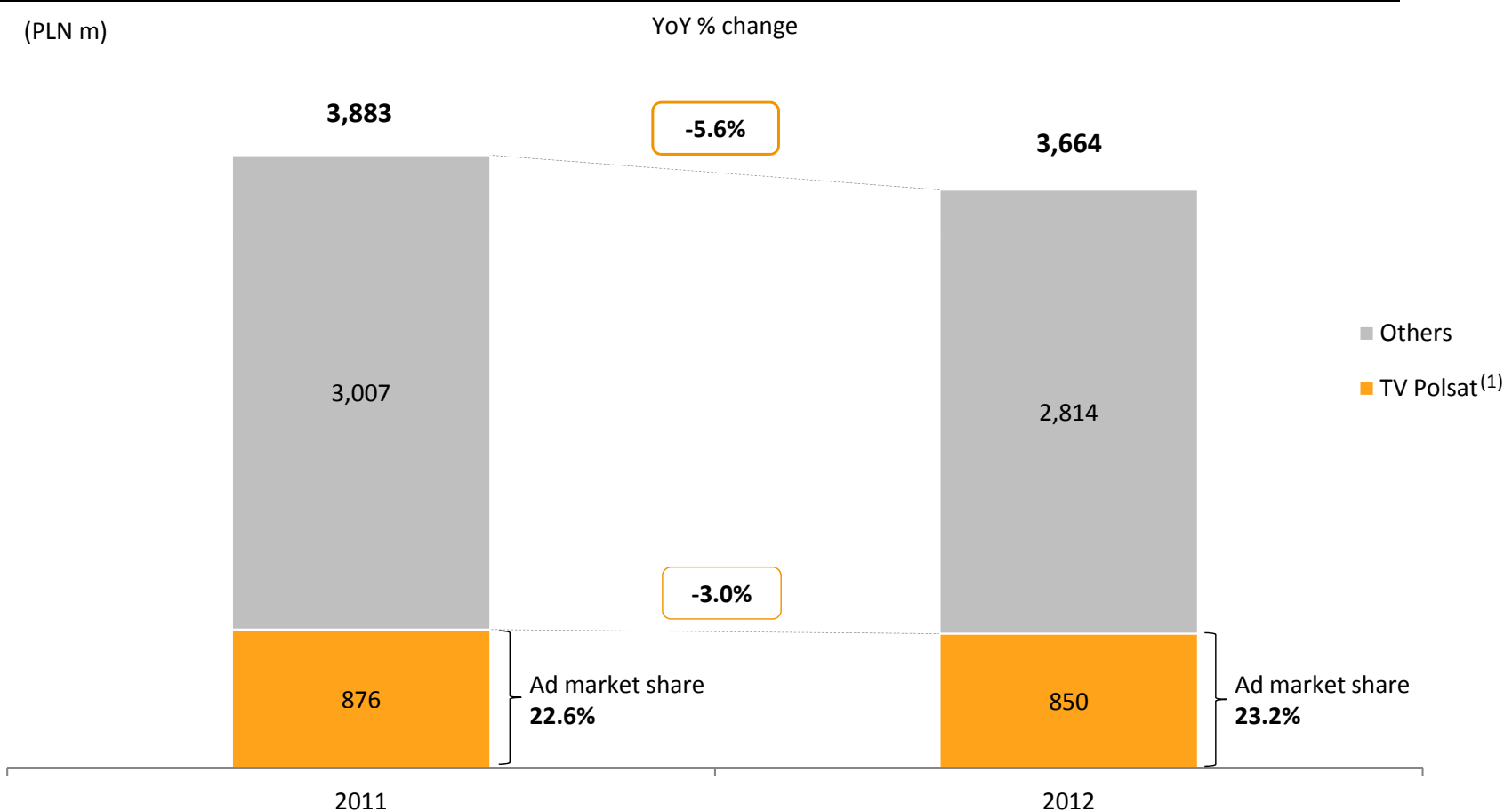
+36%

+3%



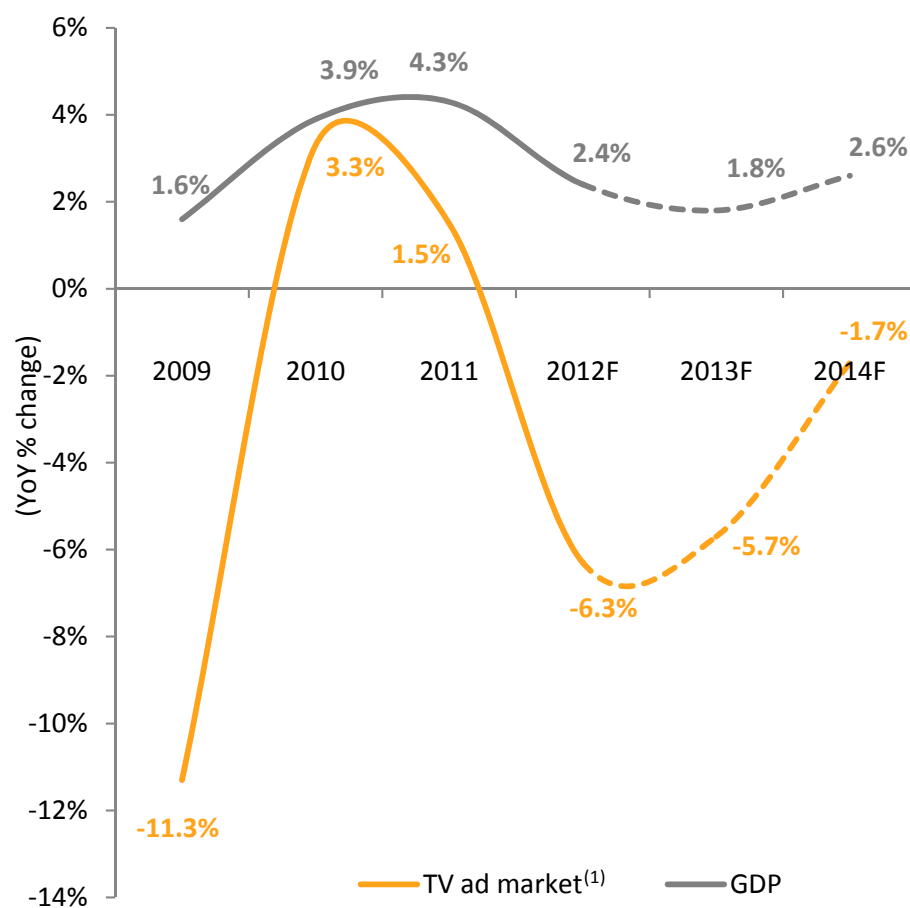
TV ad market share

Growth in ad market share

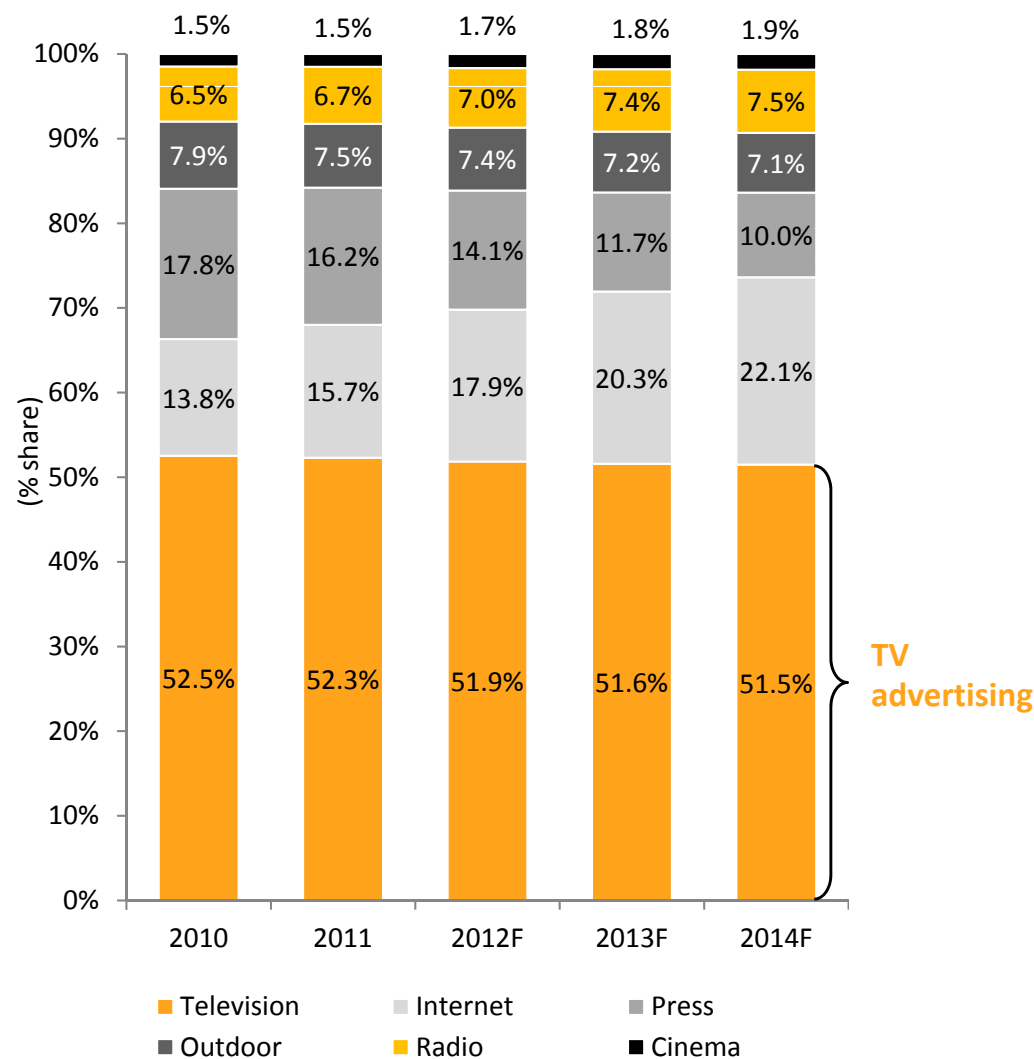


Polish market overview

Rebound in ad spend



Stable share for TV (1)



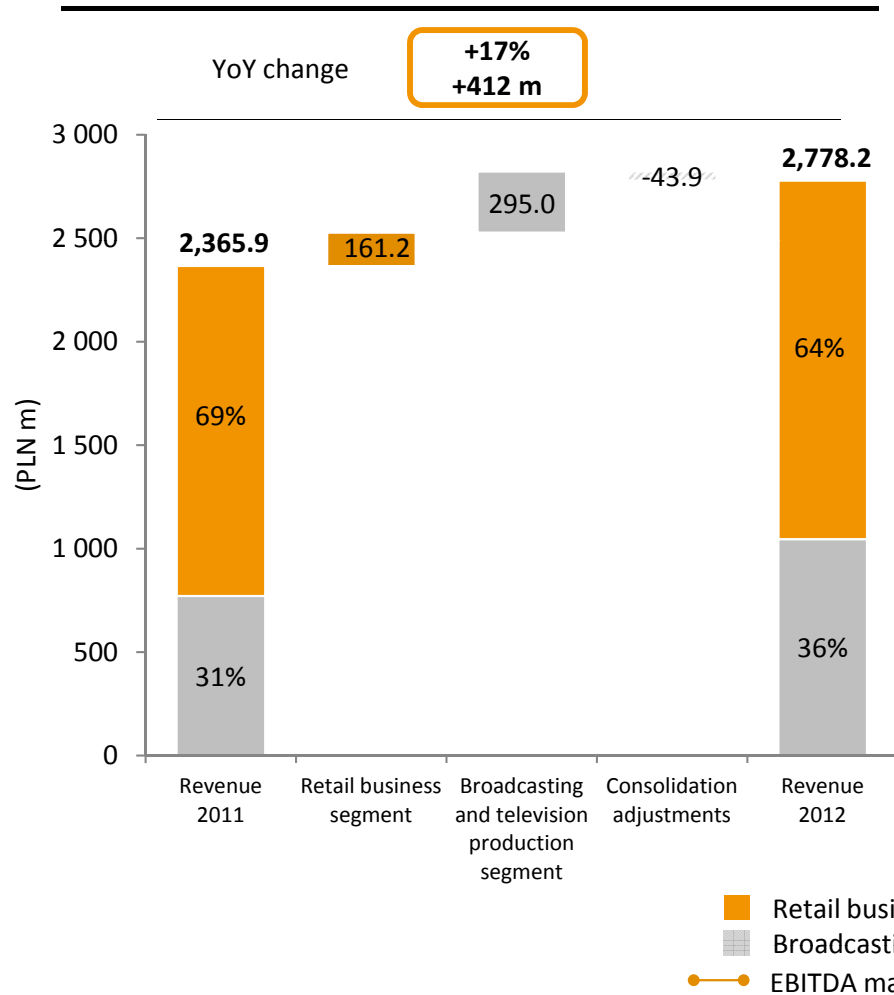
Source: Eurostat, Zenith Optimedia, "Advertising Expenditure Forecasts, December 2012"
Note: (1) Zenith Optimedia estimates

5c

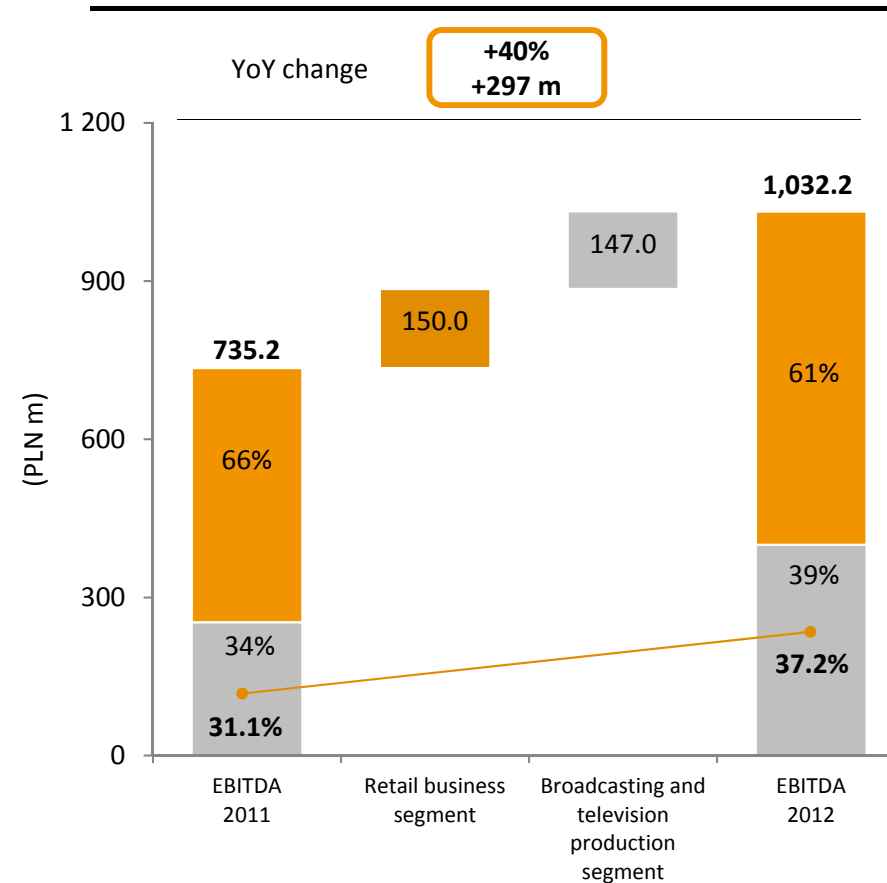
Additional financial slides

Revenue and EBITDA – growth drivers

Revenue⁽¹⁾

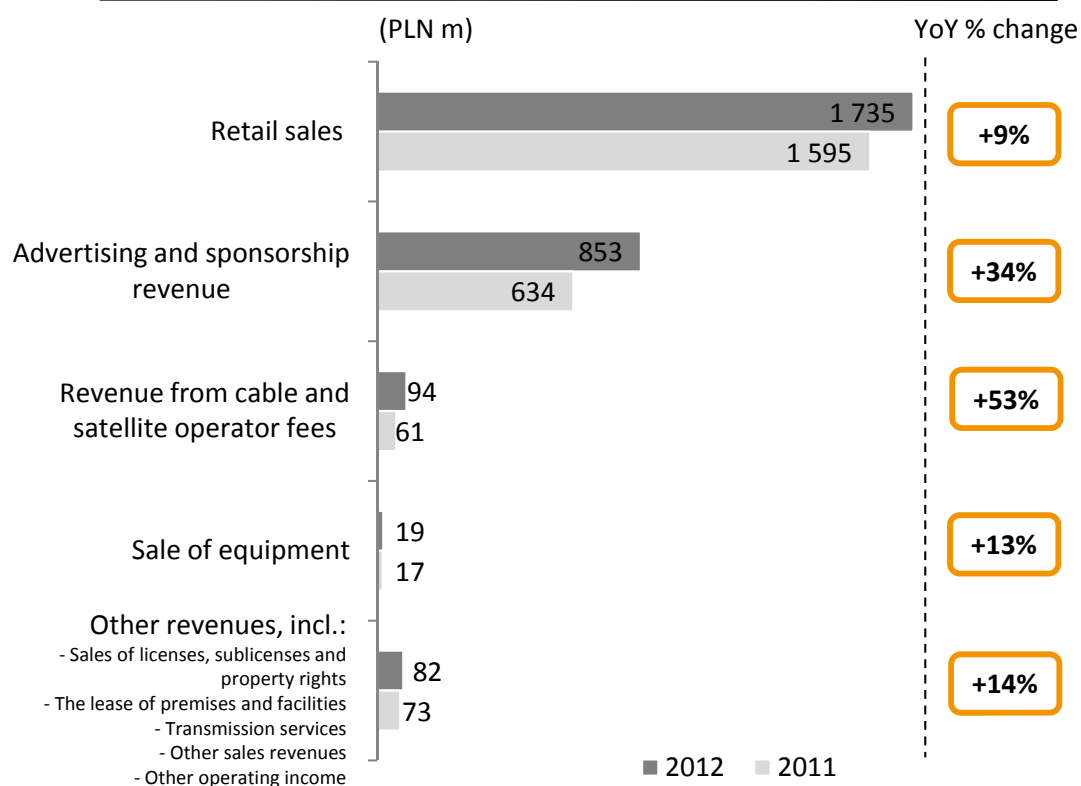


EBITDA



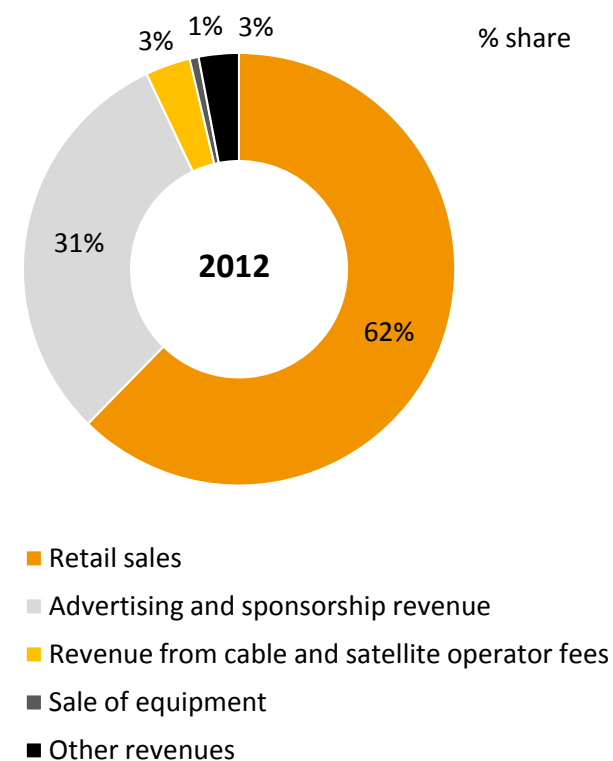
Revenue structure

Revenue in 2012 vs. 2011



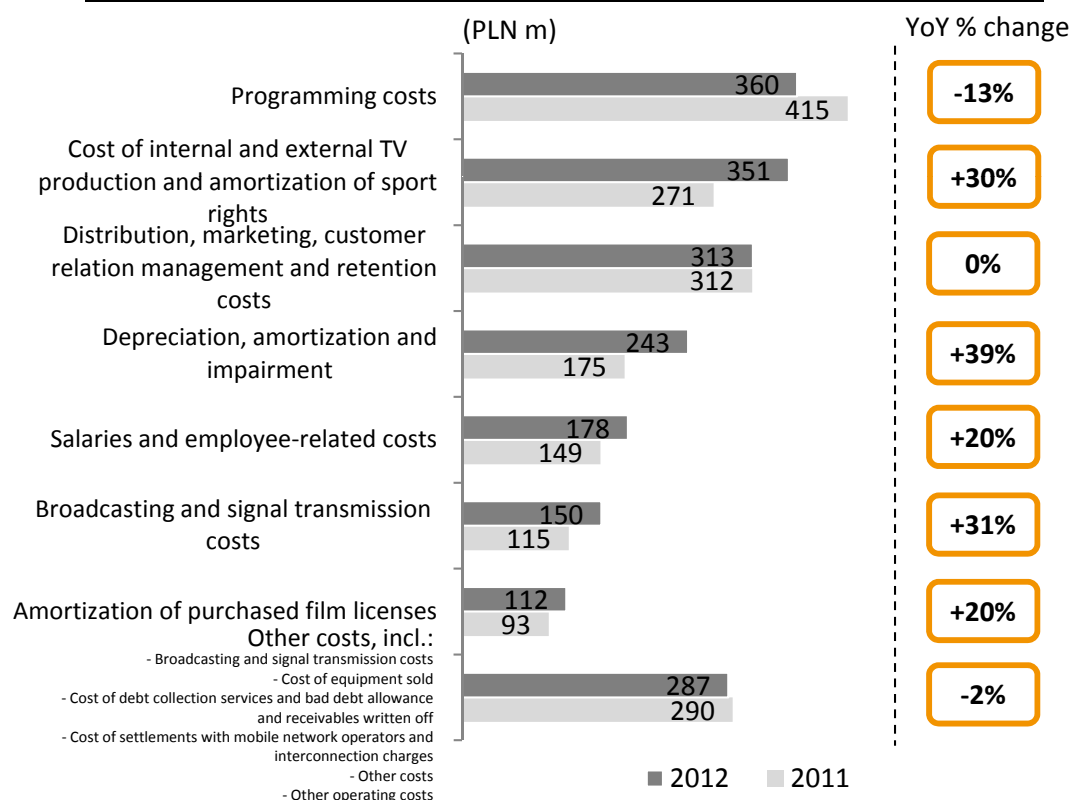
Total
2012 PLN 2,783 m
2011 PLN 2,380 m | **+17%**

Revenue breakdown



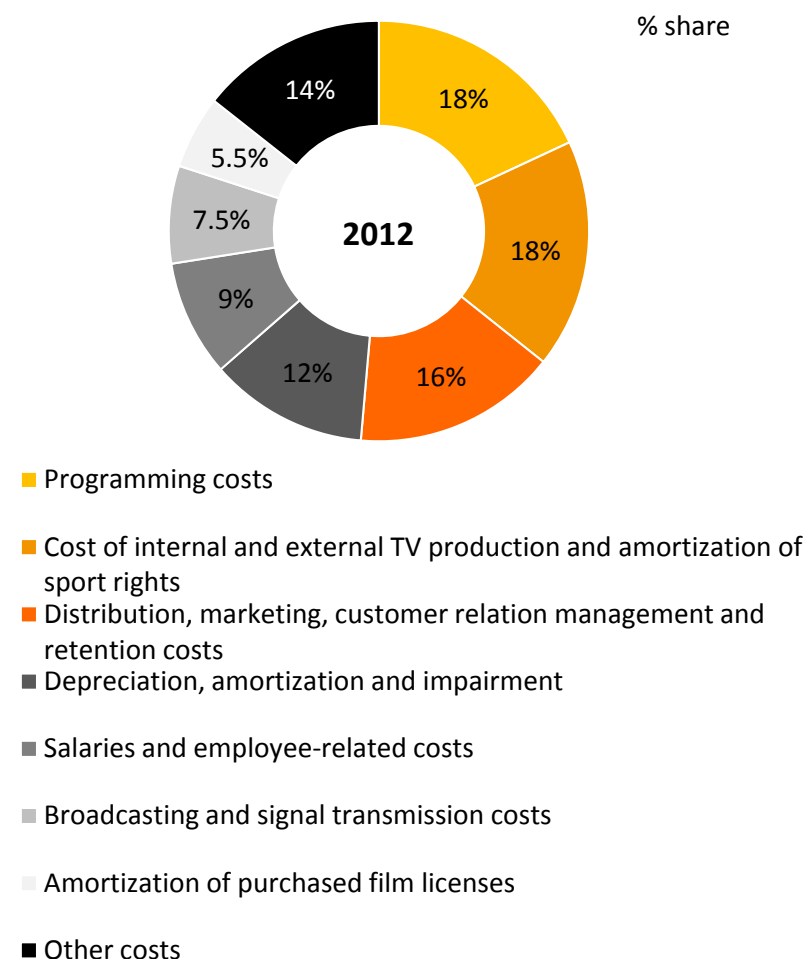
Cost structure

Operating costs in 2012 vs. 2011



Total
2012 PLN 1,994 m
2011 PLN 1,820 m | +10%

Operating costs breakdown



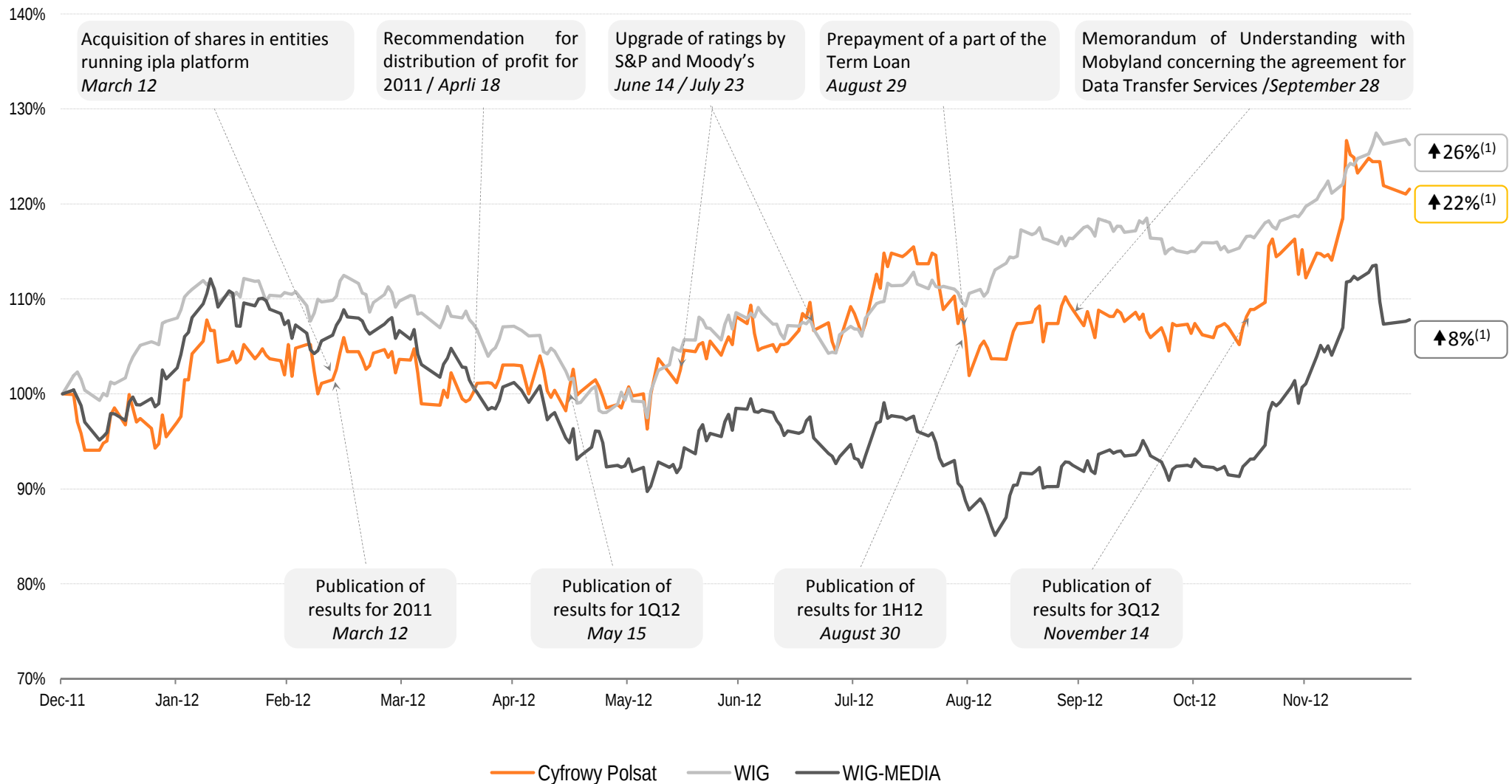
5d

Corporate governance

Performance of Cyfrowy Polsat shares in 2012

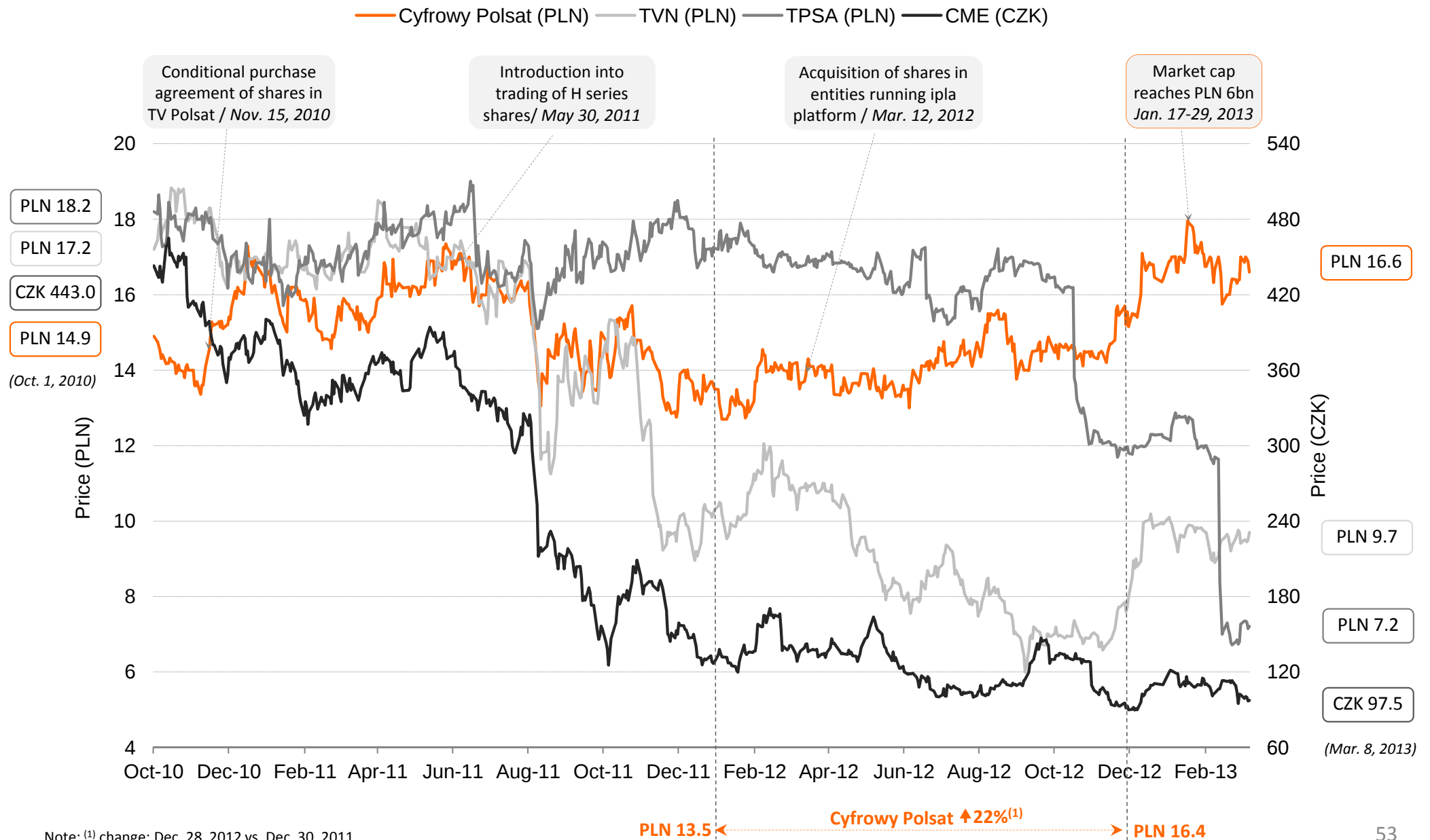


(indexed; 100 = closing price on December 31, 2011)

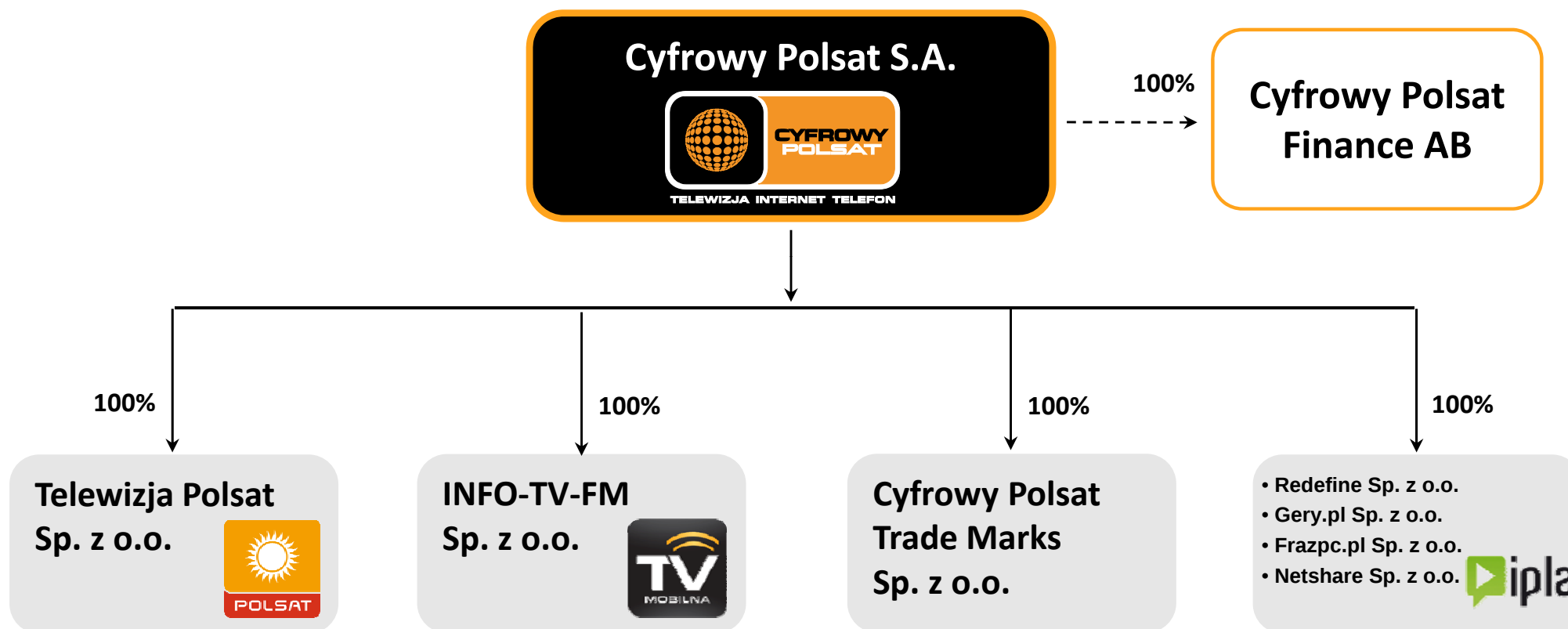


Nota: ⁽¹⁾ change: Dec. 28, 2012 vs. Dec. 30, 2011

Performance of Cyfrowy Polsat shares since the announcement of TV Polsat acquisition



The Cyfrowy Polsat Group – a diversified media platform



Shareholding structure

Shareholder	Number of shares	% of shares	Number of votes	% of votes
Pola Investments Ltd.¹, incl.:	154 204 296	44.27%	306 709 172*	58.11%*
- privileged registered shares	152 504 876	43.78%	305 009 752*	57.79%*
- bearer shares	1 699 420	0.49%	1 699 420	0.32%
Sensor Overseas Ltd.², incl.:	25 341 272	7.27%	50 382 647	9.55%
- privileged registered shares	25 041 375	7.19%	50 082 750	9.49%
- bearer shares	299 897	0.09%	299 897	0.06%
Others	168 807 268	48.46%	170 678 518	32.34%
Total	348 352 836	100.00%	527 770 337	100.00%

¹. Pola Investments Ltd. is controlled by the family foundation (trust) TIVI Foundation.

². Sensor Overseas Ltd. is controlled by Mr. Heronim Ruta.

*On February 12, 2013, the Company was informed that on February 7, 2013, Pola Investments Ltd. ("Pola") received from Sensor Overseas Limited the proxy to exercise voting rights from 20,791,375 privileged registered shares of the Company, constituting 5.97% of the Company's share capital and representing 41,582,750 votes at the general meeting of the Company, which is 7.88% of the total number of votes (the "Proxy"). After receiving of the Proxy, Pola holds and is entitled to exercise voting rights from 174,995,671 shares of the Company, that constitute 50.24% of the Company's share capital and represents 348,291,922 votes at the general meeting of the Company, which is 65.99% of the total number of votes in the Company.

The abovementioned package includes:

a) 173,296,251 privileged registered shares constituting 49.75% of the Company's share capital and representing 346,592,502 votes at the general meeting of the Company, which constitutes 65.67% of the total number of votes in the Company, and

b) 1,699,420 bearer shares constituting 0.49% of the Company's share capital and representing 1,699,420 votes at the general meeting of the Company, which constitutes 0.32% of the total number of votes in the Company.

Contact us



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