



Cyfrowy Polsat IR Newsletter

May 15 – 21, 2017



Media about us	Date	Media about the TMT market in Poland
	17.05	<p>Rzeczpospolita: EmiTel may once again face regulatory measures <i>by Urszula Zielińska, Magdalena Lemańska</i></p> <p>Last Friday the Office of Electronic Communications (UKE), headed by Marcin Cichy, initiated proceedings which can lead to EmiTel, the largest terrestrial radio and TV broadcast infrastructure operator in Poland, being once again subjected to regulatory measures.</p> <p>According to Cichy, the results of the conducted analyses demonstrate that EmiTel has a significant market position on the radio and TV signal broadcasting markets. The company disagrees with the opinion, arguing that the majority of the broadcasting is done with the use of third party infrastructure. <i>"In our opinion,"</i> says an EmiTel representative, <i>"there exists effective competition on the market of radio and TV broadcasting facilities."</i></p>
	17.05	<p>PAP: Multimedia Polska revenue for Q1 2017 dropped by 1.1% YoY, to PLN 172.9 million. <i>by gsu/asa/</i></p> <p>The revenue of Multimedia Polska dropped by 1.1% YoY in Q1 2017, to PLN 172.9 million, while net profit from continuing operations was PLN 7 million, the company stated in its press release. Adjusted EBITDA amounted to PLN 88.2 million in Q1 while EBITDA margin was 51%.</p> <p>The number of services (RGUs) increased by 2.5% YoY, to 1.7 million. At the end of Q1 2017, Multimedia Polska had over 774.4 thousand customers of its telecommunication services. Multimedia informed</p>

Press review



Media about us	Date	Media about theTMT market in Poland
	17.05	that it had excluded electricity supply operations from its operating and financial statistics , as it is intended for sale. As a result, both the financial and the operational figures cannot be compared with those published up until Q3 2016. The group informed that the process of sale of its electrical power supply business is very advanced.
	18.05	<p>Puls Biznesu: Polish approach to roaming did not meet expectations <i>by Marcel Zatoński</i></p> <p>In the recently published price lists of roaming services the majority of Polish telecoms introduced provisions by virtue of which their customers travelling across the EU will have to pay more for voice calls and data than they do at home. Orange is the only operator who aligned their offer with the EU directive without any catches.</p> <p>The European Commission has questioned the additional charges for calls, texts and data packs used in the European Union which will apply once the permitted thresholds/limits are exceeded, and the data transmission usage restrictions that operators introduced to their price lists. EU considered contradictory to EU regulations the fact that the customers of Polish operators – except Orange – will be bound by usage limits on the territory of the EU right from the effective date of the new price lists (e.g. there will be a limit of 150 minutes of voice calls per year), and also that after exceeding these limits they will have to pay extra. Operators are, in fact, entitled to introduce provisions which will protect them against incurring loss on wholesale settlements with other telecoms on account of roaming services and abuse of roaming services by their customers, but in the</p>



Media about us	Date	Media about the TMT market in Poland
	18.05	<p>opinion of the Commission such safeguards against abuse of roaming services by customers must not be introduced upfront for all customers and also annual usage limits may not be introduced.</p> <p>The official position on the implementation of these new rules has been published by the Office of Electronic Communications (UKE). So far UKE has not pointed to any specific cases of violation of the law but it has stressed that the operators must adjust to the new regulations or else they will face sanctions. Operators' price lists were also criticized by the Office of Competition and Consumer Protection (UOKiK) last Friday.</p> <p>According to unofficial information, following consultations with UKE the four biggest Polish operators all intended to introduce the same rules of use of roaming services but Orange withdrew from the arrangement and presented a different offer.</p>
	19.05	<p>Parkiet: Play's IPO getting closer <i>by ziu</i></p> <p>According to unofficial information published by "Parkiet" daily, DM BZ WBK brokerage house and DM PKO BP brokerage house will act as agents in the process of sale of the shares of P4, the operator of Play network.</p> <p>During the past few days, in a communique published in Luxembourg Impera Holdings, the parent company of P4, informed that part of the funds obtained from Play's IPO will be used for early repayment of Impera's debt on account of issued bonds. Impera Holdings debt instruments, which are listed on Luxembourg stock exchange, are</p>

Press review



Media about us	Date	Media about theTMT market in Poland
	19.05	<p>worth EUR 500 million at face value and their redemption date is 2022.</p> <p>In April Impera stated that P4's owners and management board began the review of the best scenarios to assure further development for the company. This could mean that the upcoming public offering may include an issue of shares for new investors. Details of the potential IPO are still unknown, but the size of the company suggests one of the biggest private offerings on the Warsaw Stock Exchange.</p> <p>In the opinion of analysts, as a pure mobile operator Play will be to a greater degree comparable to Cyfrowy Polsat Group than to Orange Polska, which is burdened with its fixed-line business.</p>



Current report no. 10
May 17, 2017

Notice of intention to conduct a cross-border merger by acquisition between Cyfrowy Polsat S.A. seated in Warsaw and Eileme 1 AB (Publ) seated in Stockholm, Eileme 2 AB (Publ) seated in Stockholm, Eileme 3 AB (Publ) seated in Stockholm and Eileme 4 AB (Publ) seated in Stockholm

The Management Board of Cyfrowy Polsat S.A. (“**Cyfrowy Polsat**” or the “**Acquiring Company**”), in accordance with article 504 § 1 and § 2 of the Polish Commercial Companies Code (the “**CCC**”), informs the shareholders of Cyfrowy Polsat of the planned cross-border merger by acquisition of Cyfrowy Polsat and the companies: **Eileme 1 AB (Publ) seated in Stockholm**, registered in the Swedish Companies Register (original name: aktiebolagsregistret) under the number 556854-5668; **Eileme 2 AB (Publ) seated in Stockholm**, registered in the Swedish Companies Register under the number 556854-5676; **Eileme 3 AB (Publ) seated in Stockholm**, registered in the Swedish Companies Register under the number 556854-5692; **Eileme 4 AB (Publ) seated in Stockholm**, registered in the Swedish Companies Register (under the number 556854-5684 (the “**Ceasing Companies**”), in which Cyfrowy Polsat holds, directly or indirectly, 100% of the share capital.

The merger will be effected by:

- (i) transferring to the Acquiring Company - as the entity holding, directly or indirectly, 100% of the share capital of the Ceasing Companies - all the assets and liabilities of the Ceasing Companies, and
- (ii) dissolving of the Ceasing Companies without going into liquidation,

in accordance with article 492 §1 item 1) of the CCC, in conjunction with article 516¹⁵ of the CCC and article 516¹ of the CCC.

As a result of the merger, Cyfrowy Polsat - in accordance with article 494 §1 of the CCC - will assume all rights and obligations of the Ceasing Companies, effective on the date of the merger.

Given that the Acquiring Company holds, directly or indirectly, all the shares of the Ceasing Companies, and according to article 515 §1 of the CCC, the merger will be effected without increasing the share capital of the Acquiring Company.

The detailed terms of the merger are specified in the Common Draft Terms of a Cross-Border Merger by Acquisition approved on May 17, 2017 and made publicly available, free of charge, on the website of the Acquiring Company at <http://www.grupapolsat.pl/en/investor-relations>, in accordance with article 516⁴ §1 of the CCC.

Current report no. 10 May 17, 2017

With regard to the fact that the Acquiring Company holds, directly or indirectly, all the shares in the Ceasing Companies, in accordance with art. 516¹⁵ of the CCC in conjunction with art 516[6] of the CCC, the Common Draft Terms of a Cross-Border Merger by Acquisition are not subject to review by an independent auditor.

Concurrently, the Management Board of Cyfrowy Polsat informs that the following documents:

1. Common Draft Terms of a Cross-Border Merger by Acquisition,
2. Financial statements and Management Board's reports on the activities of the merging companies for the last three financial years, together with the opinion of an independent auditor and report supplementing the auditor's opinion (if an opinion or a report had been issued),
3. Report of the Management Board justifying the merger,

(the “**Merger Documents**”) will be available for inspection to Cyfrowy Polsat shareholders and employees from the date of publication of this announcement, that is May 17, 2017, until the date of adoption of a resolution regarding the merger.

The Merger Documents will be available in the head office of Cyfrowy Polsat, at 4A Łubinowa Street in Warsaw, building B1, from Monday to Friday from 9.00 a.m. to 4.00 p.m.

Cyfrowy Polsat shareholders and employees may request copies of the Merger Documents free of charge at the head office of Cyfrowy Polsat.

This notice is the first notice.

Cyfrowy Polsat shares



Date	Maximum price (PLN)	Minium price (PLN)	Closing price (PLN)	Change (%)	Trade value (kPLN)
2017-05-15	26.67	25.50	26.55	1.14%	14 427
2017-05-16	27.48	26.71	27.40	3.20%	37 695
2017-05-17	27.28	26.60	27.08	-1.17%	21 737
2017-05-18	27.19	26.12	26.95	-0.48%	20 560
2017-05-19	27.11	26.17	26.30	-2.41%	20 437



Investor's calendar



June 27 – 29, 2017	UBS LATEMEA One-on-One Conference
August 10 – 24, 2017	Closed period prior to the publication of H1 2017 results
August 24, 2017	Publication of the semi-annual report for H1 2017
September 11-12, 2017	14th Emerging Europe Investment Conference - Pekao Investment Banking

