

**Resolution No. 33**  
**of the Annual General Shareholders Meeting**  
**of Cyfrowy Polsat Spółka Akcyjna**  
**seated in Warsaw**  
**dated 14 May 2009**

*on the election of the Chairman of the Annual General Shareholding Meeting*

Pursuant to article 409 § 1 of the Commercial Companies Code, the Annual General Shareholders Meeting, hereby, elects Mr Andrzej Chajec as the Chairman of the Annual General Shareholders Meeting of Cyfrowy Polsat S.A.

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**of the Annual General Shareholders Meeting**  
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*on division of profits achieved in the fiscal year 2008 and dividend payout*

Pursuant to article 395 § 2 point 2 and article 348 § 3 of the Commercial Companies Code and article 24 section. b), article 34 point 3 and article 35 of the Company's Article of Association, and also taking the economic situation of the Company into account, decide as follows:

1. Net income of PLN 271,277,066.74 achieved by the Company in the financial year ended 31 December 2008 will be allocate as follows:

- a) for the dividend payout for 2008 the amount of PLN 201,243,750.00. Dividend for 2008 will be paid in the amount of PLN 0.75 per share;
- b) the rest part of the profit in the amount of PLN 70,033,316.74 to reserve capital

2. The Annual Shareholders Meeting decides:

- (a) The dividend date (day of establishing the list of shareholders entitled to the dividend) will be on 1 June 2009
- (b) The dividend will be paid on:
  - (i) on 16 June 2009 for amount of PLN 134,162,500.00 and
  - (ii) on 21 October 2009 for amount of PLN 67,081,250.00.

3. The resolution takes effect upon adoption.