

CYFROWY POLSAT S.A.

Current report No. **49/2014**

Report Date: **May 21, 2014**

Subject: **Information on the change in the share of the total number of votes at the General Meeting of Cyfrowy Polsat S.A.**

The Management Board of Cyfrowy Polsat S.A. (the "**Company**") announces that on 21 May 2014 the Company received a notification from TiVi Foundation with its registered office in Vaduz, Liechtenstein ("**TiVi Foundation**"), a subsidiary of Mr. Zygmunt Solorz-Żak, Chairman of the Supervisory Board of the Company, submitted pursuant to Article 69 in conjunction with Article 87 Section 5 item 1 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies (the "**Public Offering Act**").

The notification concerns the information received by TiVi Foundation on 21 May 2014 to the effect that the indirect share of TiVi Foundation in the total number of votes at the General Meeting of the Company changed as a result of the delivery of 291,193,180 new shares in the Company to the shareholders of Metelem Holding Company Limited (the "**Issue of New Shares**") and, also, the information that on 20 May 2014 Pola Investments Ltd. with its registered office in Nicosia, Cyprus, a subsidiary of TiVi Foundation ("**Pola**") contributed as a non-cash contribution all the shares in the Company held directly by Pola to Reddev Investments Limited with its registered office in Nicosia, Cyprus ("**Reddev**"), an indirect subsidiary of TiVi Foundation, the immediate parent company of which is Pola (the "**Contribution of Shares**").

Prior to the Issue of New Shares and the Contribution of Shares, TiVi Foundation held indirectly (i.e. through Pola) 154,204,296 shares in the Company in total, constituting 44.27% of the Company's share capital, carrying the right to 306,709,172 votes at the General Meeting of the Company, which constituted 58.11% of the total number of votes at the General Meeting of the Company, comprising:

- (a) 152,504,876 registered preferred shares, constituting 43.78% of the Company's share capital, carrying the right to 305,009,752 votes at the General Meeting of the Company, which constituted 57.79% of the total number of votes at the General Meeting of the Company; and
- (b) 1,699,420 ordinary bearer shares, constituting 0.49% of the Company's share capital, carrying the right to 1,699,420 votes at the General Meeting of the Company, which constituted 0.32% of the total number of votes at the General Meeting of the Company.

Following the Issue of New Shares and the Contribution of Shares, TiVi Foundation holds indirectly, i.e. through Reddev, an indirect subsidiary of TiVi Foundation, the immediate parent company of which is Pola, 154,204,296 shares in the Company in total, constituting 24.11% of the Company's share capital, carrying the right to 306,709,172 votes at the General Meeting of the Company, which constitutes 37.45% of the total number of votes at the General Meeting of the Company, comprising:

- (a) 152,504,876 registered preferred shares held by Reddev, constituting 23.85% of the Company's share capital, carrying the right to 305,009,752 votes at the General Meeting of the Company, which constitute 37.24% of the total number of votes at the General Meeting of the Company; and
- (b) 1,699,420 ordinary bearer shares held by Reddev, constituting 0.27% of the Company's share capital, carrying the right to 1,699,420 votes at the General Meeting of the Company, which constitute 0.21% of the total number of votes at the General Meeting of the Company.

Except for the entities specified hereinabove, there are no other direct or indirect subsidiaries of TiVi Foundation holding shares in the Company and TiVi Foundation is not a party to any agreements the subject matter of which is the transfer of any right to vote shares in the Company within the meaning of Article 87 Section 1 item 3 letter (c) of the Public Offering Act.

Legal basis: Article 70 item 1 of the Act of July 29, 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies

Signed by:

/s/ Dominik Libicki

Dominik Libicki
President of the Management Board