

To item 2 of the agenda:

**Resolution No. 1
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
on the appointment of the Chairman of the Annual General Meeting**

**§ 1
Appointment of the Chairman**

The Annual General Meeting of the Company hereby appoints Ms./Mr. [●] as the Chairman of the Annual General Meeting of the Company.

**§ 2
Entry into force**

The Resolution shall enter into force as of the moment of its adoption.

To item 4 of the agenda:

**Resolution No. 2
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
on the appointment of the Ballot Committee**

**§ 1
Appointment of the Ballot Committee**

The Annual General Meeting of the Company hereby appoints Ms./Mr. [●] to the Ballot Committee.

**§ 2
Entry into force**

The Resolution shall enter into force as of the moment of its adoption.

**Resolution No. 3
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
on the appointment of the Ballot Committee**

**§ 1
Appointment of the Ballot Committee**

The Annual General Meeting of the Company hereby appoints Ms./Mr. [●] to the Ballot Committee.

**§ 2
Entry into force**

The Resolution shall enter into force as of the moment of its adoption.

**Resolution No. 4
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
on the appointment of the Ballot Committee**

**§ 1
Appointment of the Ballot Committee**

The Annual General Meeting of the Company hereby appoints Ms./Mr. [●] to the Ballot Committee.

**§ 2
Entry into force**

The Resolution shall enter into force as of the moment of its adoption.

To item 5 of the agenda:

**Resolution No. 5
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
on the adoption of the agenda**

The Annual General Meeting of the Company hereby resolves as follows:

**§ 1
Adoption of the agenda**

The agenda of the Annual General Meeting is hereby adopted with the following wording:

1. Opening of the Annual General Meeting.
2. Appointment of the Chairman of the Annual General Meeting.
3. Validation of the correctness of convening the Annual General Meeting and its ability to adopt binding resolutions.
4. Appointment of the Ballot Committee.
5. Adoption of the agenda.
6. Management Board's presentation of:
 - a) the Management Board's Report on the Company's activities in the financial year 2017 and the Company's financial statements for the financial year 2017,
 - b) the Management Board's Report on the activities of the capital group of the Company in the financial year 2017 and the consolidated financial statements of the capital group of the Company for the financial year 2017,
 - c) the financial statements of Metelem Holding Company Ltd. seated in Cyprus (company merged into Cyfrowy Polsat S.A. on April 7, 2017) for the period from January 1, 2017 to April 6, 2017,
 - d) the financial statements of Eileme 1 AB (publ) seated in Stockholm (company merged into Cyfrowy Polsat S.A. on April 28, 2018) for the financial year 2017.
7. The Supervisory Board's presentation of its statement concerning the evaluation of the Management Board's Report on the Company's activities in the financial year 2017 and the Company's financial statements for the financial year 2017, as well as the Management Board's motion regarding the distribution of the Company's profit generated in the financial year 2017.
8. The Supervisory Board's presentation of the evaluation of the Company's standing and the Management Board's activities.
9. Consideration and adoption of a resolution approving the Management Board's Report on the Company's activities in the financial year 2017.
10. Consideration and adoption of a resolution approving the Company's annual financial statements for the financial year 2017.
11. Consideration and adoption of a resolution approving the Management Board's Report on activities of the capital group of the Company in the financial year 2017.
12. Consideration and adoption of a resolution approving the consolidated annual financial statements of the capital group of the Company for the financial year 2017.

13. Consideration and adoption of a resolution approving the financial statements of Metelem Holding Company Ltd. for the period from January 1, 2017 to April 6, 2017.
14. Consideration and adoption of a resolution approving the annual financial statements of Eileme 1 AB (publ) for the financial year 2017.
15. Consideration and adoption of a resolution approving the Supervisory Board's Report for the financial year 2017.
16. Adoption of resolutions granting a vote of approval to the members of the Management Board for the performance of their duties in the year 2017.
17. Adoption of resolutions granting a vote of approval to the members of the Supervisory Board for the performance of their duties in the year 2017.
18. Adoption of resolutions granting a vote of approval to the members of the Management Board of Metelem Holding Company Ltd. for the performance of their duties for the period from January 1, 2017 to April 6, 2017.
19. Adoption of resolutions granting a vote of approval to the members of the Management Board of Eileme 1 AB (publ) for the performance of their duties in the year 2017.
20. Adoption of a resolution on the distribution of the Company's profit for the financial year 2017.
21. Adoption of a resolution on the coverage of loss of Metelem Holding Company Ltd. for the period from January 1, 2017 to April 6, 2017.
22. Adoption of a resolution on the coverage of loss of Eileme 1 AB (publ) for the financial year 2017.
23. Adoption of a resolution on determining the number of members of the Supervisory Board and appointing the members of the Supervisory Board for a new term of office.
24. Closing of the Annual General Meeting.

§ 2
Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolutions no. 1 – 5

The resolutions are of an organizational and formal nature and their purpose is to conduct the Annual General Meeting in a correct manner.

To item 9 of the agenda:

**Resolution No. 6
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
approving the Management Board’s Report on the Company’s activities in the financial year 2017**

§1

Approval of the Management Board’s Report on the Company’s activities in the financial year 2017

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code and article 24(a) of the Company’s Articles of Association, after consideration of the Management Board’s Report on Company’s activities in the financial year 2017 presented by the Company’s Management Board, the Annual General Meeting hereby approves the Management Board’s Report on the Company’s activities in the financial year 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 6

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code the agenda of the annual general meeting shall include, among others, the consideration and approval of the management board’s report on the operations of the company in the previous financial year, which requires a resolution of the annual general meeting pursuant to article 393 item 1 of the Commercial Companies Code.

To item 10 of the agenda:

**Resolution No. 7
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
approving the Company's annual financial statements for the financial year 2017**

§1

Approval of the Company's annual financial statements for the financial year 2017

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code and article 24(a) of the Company's Articles of Association, after consideration of the financial statements for the financial year ended December 31, 2017, the Annual General Meeting hereby approves the financial statements for the financial year ended December 31, 2017, including:

- a) the standalone income statement showing a net profit of PLN 606.0 million;
- b) the standalone statement of comprehensive income showing a total comprehensive income of PLN 604.9 million;
- c) the standalone balance sheet showing total assets and total equity and liabilities of PLN 13,536.8 million;
- d) the standalone cash flow statement showing a net decrease in cash and cash equivalents amounting to PLN 249.0 million;
- e) the standalone statement of changes in equity showing an increase in equity of PLN 400.2 million;
- f) notes to the financial statements.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 7

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code the agenda of the annual general meeting shall include, among others, the consideration and approval of the financial statements for the previous financial year, which requires a resolution of the annual general meeting pursuant to article 393 item 1 of the Commercial Companies Code.

To item 11 of the agenda:

**Resolution No. 8
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
approving the Management Board's Report on the activities of the capital group of the Company
in the financial year 2017**

**§1
Approval of the Management Board's Report on the activities of the capital group of the Company
in the financial year 2017**

Pursuant to article 395 § 5 of the Commercial Companies Code, after consideration of the Management Board's Report on the activities of the capital group of the Company in the financial year 2017, the Annual General Meeting hereby approves the Management Board's Report on the activities of the capital group of the Company in the financial year 2017.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 8

Pursuant to article 395 § 5 of the Commercial Companies Code the agenda of the annual general meeting may also include the consideration and approval the financial statements of the capital group in the meaning of the accounting law, and matters other than those listed in § 2.

To item 12 of the agenda:

**Resolution No. 9
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna („Company”)
seated in Warsaw
dated June 28, 2018
approving the consolidated annual financial statements of the capital group of the Company
for the financial year 2017**

**§1
Approval of the consolidated annual financial statements of the capital group of the Company
for the financial year 2017**

Pursuant to article 395 § 5 of the Commercial Companies Code, after consideration of the consolidated financial statements of the capital group of the Company for the financial year ended December 31, 2017 the Annual General Meeting hereby approves the consolidated financial statements of the capital group of the Company for the financial year ended December 31, 2017, including:

- a) the consolidated income statement showing a net profit of PLN 945.2 million;
- b) the consolidated statement of comprehensive income for the period showing a total comprehensive income of PLN 943.9 million;
- c) the consolidated balance sheet showing total assets and total equity and liabilities of PLN 27,736.0 million;
- d) the consolidated cash flow statement showing a net decrease in cash and cash equivalents amounting to PLN 159.6 million;
- e) the consolidated statement of changes in equity showing an increase in equity of PLN 739.2 million;
- f) notes to the consolidated financial statements.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 9

Pursuant to article 395 § 5 of the Commercial Companies Code the agenda of the annual general meeting may also include the consideration and approval of the financial statements of the capital group in the meaning of the accounting law, and matters other than those listed in § 2.

To item 13 of the agenda:

**Resolution No. 10
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
approving the financial statements of Metelem Holding Company Ltd.
for the period from January 1, 2017 to April 6, 2017**

**§1
Approval of the financial statements of Metelem Holding Company Ltd.
for the period from January 1, 2017 to April 6, 2017**

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code, after consideration of the financial statements of Metelem Holding Company Ltd. seated in Cyprus for the period from January 1, 2017 to April 6, 2017, the Annual General Meeting hereby approves the financial statements of Metelem Holding Company Ltd. for the period from January 1, 2017 to April 6, 2017, including:

- a) the income statement showing a net loss of PLN 2,919,136;
- b) the balance sheet showing total assets and total equity and liabilities of PLN 6,191,864;
- c) the cash flow statement showing a net decrease in cash and cash equivalents amounting to PLN 1,804,694;
- d) the standalone statement of changes in equity showing a decrease in equity of PLN 2,919,136.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 10

In connection with the merger by acquisition of Metelem Holding Company Ltd., seated in Cyprus, with Cyfrowy Polsat S.A. on April 7, 2017, Cyfrowy Polsat S.A. became the legal successor of the acquired subsidiary. Thus, the Annual General Meeting of Cyfrowy Polsat S.A., as the legal successor, has taken over the duties of the approving body of the acquired company. Pursuant to article 395 § 2 item 1 of the Commercial Companies Code the agenda of the Annual General Meeting should include, among others, the consideration and approval of the financial report of the company for the previous financial year, which requires a resolution of the general meeting.

To item 14 of the agenda:

**Resolution No. 11
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
approving the annual financial statements of Eileme 1 AB (publ)
for the financial year 2017**

**§1
Approval of the annual financial statements of Eileme 1 AB (publ)
for the financial year 2017**

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code, after consideration of the financial statements of Eileme 1 AB (publ) seated in Stockholm for the financial year 2017, the Annual General Meeting hereby approves the financial statements of Eileme 1 AB (publ), including:

- a) the income statement showing a net loss of SEK 90,833;
- b) the balance sheet showing total assets and total equity and liabilities of SEK 13,633,881,130;
- c) the cash flow statement showing a net decrease in cash and cash equivalents amounting to SEK 2,082,793;
- d) the standalone statement of changes in equity showing an increase in equity of SEK 158,359,997.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 11

In connection with the merger by acquisition of Eileme 1 AB (publ), seated in Stockholm, with Cyfrowy Polsat S.A. on April 28, 2018, Cyfrowy Polsat S.A. became the legal successor of the acquired subsidiary. Thus, the Annual General Meeting of Cyfrowy Polsat S.A., as the legal successor, has taken over the duties of the approving body of the acquired company. Pursuant to article 395 § 2 item 1 of the Commercial Companies Code the agenda of the Annual General Meeting should include, among others, the consideration and approval of the financial report of the company for the previous financial year, which requires a resolution of the general meeting.

To item 15 of the agenda:

**Resolution No. 12
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
approving the Supervisory Board’s Report for the financial year 2017**

**§1
Approval of the Supervisory Board’s Report for the financial year 2017**

Pursuant to article 395 § 5 of the Commercial Companies Code and article 24(a) of the Company’s Articles of Association, the Annual General Meeting approves the report of the Supervisory Board on its activities in the financial year 2017.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 12

Pursuant to article 395 § 5 of the Commercial Companies Code the agenda of the annual general meeting may also include the consideration and approval the financial statements of the capital group in the meaning of the accounting law, and matters other than those listed in § 2. According to the provisions of article 24(a) of the Company’s Articles of Association, the approval of the Supervisory Board’s Report lies in the competence of the Annual General Meeting and requires the adoption of an appropriate resolution. Pursuant to principle II.Z.10 of the Code of Best Practices of WSE Listed Companies 2016, once a year the Supervisory Board prepares and presents to the Annual General Meeting the information included in the Supervisory Board’s Report for the financial year 2017.

To item 16 of the agenda:

**Resolution No. 13
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Tobias Solorz**

§1

Granting a vote of approval to Mr. Tobias Solorz

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Tobias Solorz, President of the Management Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 14
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Dariusz Działkowski**

§1

Granting a vote of approval to Mr. Dariusz Działkowski

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Dariusz Działkowski, Member of the Management Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 15
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Tomasz Gillner-Gorywoda**

§1

Granting a vote of approval to Mr. Tomasz Gillner-Gorywoda

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Tomasz Gillner-Gorywoda, Member of the Management Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 16
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Ms. Aneta Jaskólska**

§1

Granting a vote of approval to Ms. Aneta Jaskólska

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Ms. Aneta Jaskólska, Member of the Management Board of the Company, of her duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 17
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Ms. Agnieszka Odorowicz**

§1

Granting a vote of approval to Ms. Agnieszka Odorowicz

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Ms. Agnieszka Odorowicz, Member of the Management Board of the Company, of her duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 18
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Ms. Katarzyna Ostap-Tomann**

§1

Granting a vote of approval to Ms. Katarzyna Ostap-Tomann

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Ms. Katarzyna Ostap-Tomann, Member of the Management Board of the Company, of her duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 19
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Maciej Stec**

§1

Granting a vote of approval to Mr. Maciej Stec

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Maciej Stec, Member of the Management Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

To item 17 of the agenda:

**Resolution No. 20
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Marek Kapuściński**

§1

Granting a vote of approval to Mr. Marek Kapuściński

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Marek Kapuściński, Chairman of the Supervisory Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 21
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Tomasz Szeląg**

§1

Granting a vote of approval to Mr. Tomasz Szeląg

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Tomasz Szeląg, Member of the Supervisory Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 22
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Józef Birka**

§1

Granting a vote of approval to Mr. Józef Birka

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Józef Birka, Member of the Supervisory Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 23
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Robert Gwiazdowski**

§1

Granting a vote of approval to Mr. Robert Gwiazdowski

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Robert Gwiazdowski, Member of the Supervisory Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 24
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Aleksander Myszka**

§1

Granting a vote of approval to Mr. Aleksander Myszka

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Aleksander Myszka, Member of the Supervisory Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 25
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Leszek Reksa**

§1

Granting a vote of approval to Mr. Leszek Reksa

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Leszek Reksa, Member of the Supervisory Board of the Company, of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 26
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to Mr. Heronim Ruta**

§1

Granting a vote of approval to Mr. Heronim Ruta

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code and article 24(c) of the Company's Articles of Association, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Heronim Ruta, Member of the Supervisory Board of the Company in the period from January 1, 2017 to November 30, 2017, of his duties during the abovementioned period.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolutions no. 13 - 26

Pursuant to article 393 item 1) of the Commercial Companies Code granting of approval of the performance by the members of the company governing bodies of their duties requires a resolution of the general meeting. Pursuant to article 395 § 2 item 3) of the Commercial Companies Code the agenda of the annual general meeting should also include granting of approval of the performance by the members of the company governing bodies of their duties.

To item 18 of the agenda:

**Resolution No. 27
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to persons acting as Members of the Management Board
of Metelem Holding Company Ltd.**

§1

Granting a vote of approval to Ms. Joanna Elia

Pursuant to article 395 § 2 item 3), in connection with article 231 § 2 item 3) of the Commercial Companies Code, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Ms. Joanna Elia, Member of the Management Board of Metelem Holding Company Ltd. in the period from January 1, 2017 to April 7, 2017, of her duties in the abovementioned period.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 28
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to persons acting as Members of the Management Board
of Metelem Holding Company Ltd.**

§1

Granting a vote of approval to Mr. Pantelis Christofides

Pursuant to article 395 § 2 item 3), in connection with article 231 § 2 item 3) of the Commercial Companies Code, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Pantelis Christofides, Member of the Management Board of Netshare Sp. z o.o. in the period from January 1, 2017 to April 7, 2017, of his duties in the abovementioned period.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolutions no. 27 - 28

In connection with the merger by acquisition of Metelem Holding Company Ltd. with Cyfrowy Polsat S.A. on April 7, 2017, Cyfrowy Polsat S.A. became the legal successor of the acquired subsidiary. Thus, the Annual General Meeting of Cyfrowy Polsat S.A., as the legal successor, has taken over the duties of the approving body of the acquired company. Pursuant to article 395 § 2 item 3) in connection with article 231 § 2 item 3) of the Commercial Companies Code, granting of approval of the performance by the members of the company governing bodies of their duties requires a resolution of the general meeting.

To item 20 of the agenda:

**Resolution No. 29
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
granting a vote of approval to persons acting as Members of the Management Board
of Eileme 1 AB (publ)**

§1

Granting a vote of approval to Mr. Jan Hugo Nihlen

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Jan Hugo Nihlen, Member of the Management Board of Eileme 1 AB (publ), of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 30
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
granting a vote of approval to persons acting as Members of the Management Board
of Eileme 1 AB (publ)**

§1

Granting a vote of approval to Mr. Ole Meier Sorensen

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Ole Meier Sorensen, Member of the Management Board of Eileme 1 AB (publ), of his duties in 2017.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 31
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to persons acting as Members of the Management Board
of Eileme 1 AB (publ)**

§1

Granting a vote of approval to Mr. Edgar Voegg

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Edgar Voegg, Member of the Management Board of Eileme 1 AB (publ) in the period from January 1, 2017 to September 29, 2017, of his duties in the abovementioned period.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 32
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
granting a vote of approval to persons acting as Members of the Management Board
of Eileme 1 AB (publ)**

§1

Granting a vote of approval to Mr. Jesper Kryger Nielsen

Pursuant to article 395 § 2 item 3) of the Commercial Companies Code, the Annual General Meeting of Cyfrowy Polsat S.A. hereby grants approval of performance by Mr. Jesper Kryger Nielsen, Member of the Management Board of Eileme 1 AB (publ) in the period from September 29, 2017 to December 31, 2017, of his duties in the abovementioned period.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolutions no. 29 - 32

In connection with the merger by acquisition of Eileme 1 AB (publ) with Cyfrowy Polsat S.A. on April 28, 2018, Cyfrowy Polsat S.A. became the legal successor of the acquired subsidiary. Thus, the Annual General Meeting of Cyfrowy Polsat S.A., as the legal successor, has taken over the duties of the approving body of the acquired company. Pursuant to article 395 § 2 item 3) of the Commercial Companies Code, granting of approval of the performance by the members of the company governing bodies of their duties requires a resolution of the general meeting.

To item 20 of the agenda:

**Resolution No. 33
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
on the distribution of the Company’s profit for the financial year 2017**

The Annual General Meeting of the Company hereby resolves as follows:

§1

Allocation of the Company’s profit for the financial year 2017

Pursuant to Article 395 § 2 item 2 of the Commercial Companies Code and pursuant to Article 24(b) and Article 34 of the Company’s Articles of Association, as well as taking into account the economic standing of the Company, the Annual General Meeting of the Company hereby allocates the entire net profit earned by the Company in the financial year 2017, in the amount of PLN 605,963,020.33 (say: six hundred five million nine hundred sixty three thousand twenty zlotys and thirty three grosze) to the reserve capital.

§2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 33

Taking into consideration the strategic investments made by the Company and some of its subsidiaries in 2017 and 2018, which ensure the continuation of the development of the capital group of the Company (the “Group”) in the long term in accordance with its key strategic goal to sustainably grow the Company’s value for its shareholders as well as bearing in mind a relatively high level of the Group’s indebtedness, the Management Board of the Company decided not to recommend a dividend payment from the profit for 2017. In the opinion of the Management Board, this will allow to reduce the indebtedness level of the Group, in line with the adopted strategic assumptions, and with the goal of the capital resources management policy in particular, which is to reduce in a possibly short time the total net debt ratio for the Group (net debt to EBITDA) below 1.75x. In parallel, the Management Board of the Company confirms the dividend policy adopted on November 8, 2016.

Taking into account the above, the Management Board, acting pursuant to article 382 § 3 of the Commercial Companies Code and article 19 item 2(a) of the Company’s Articles of Association, recommends to allocate the entire profit earned by the Company in the financial year ended December 31, 2017, amounting to PLN 605,963,020.33 (say: six hundred five million nine hundred sixty three thousand twenty zlotys and thirty three grosze) to the reserve capital.

To item 21 of the agenda:

**Resolution No. 34
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018**

on the coverage of the loss of Metelem Holding Company Ltd. for the period from January 1, 2017 and April 6, 2017

The Annual General Meeting of the Company hereby resolves as follows:

§1

Coverage of the loss of Metelem Holding Company Ltd. for the period from January 1, 2017 and April 6, 2017

Pursuant to Article 395 § 2 item 2 in connection with Article 231 § 2 item 2 of the Commercial Companies Code, the Annual General Meeting of the Company hereby resolves to cover the entire net loss resulting from the financial statements of Metelem Holding Company Ltd. for the period from January 1, 2017 to April 6, 2017 in the amount of PLN 2,919,135.94 from the future profits of Cyfrowy Polsat S.A.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 34

In connection with the merger by acquisition of Metelem Holding Company Ltd. with Cyfrowy Polsat S.A. on April 7, 2017, Cyfrowy Polsat S.A. became the legal successor of the acquired subsidiary. Thus, the Annual General Meeting of Cyfrowy Polsat S.A., as the legal successor, has taken over the duties of the approving body of the acquired company. Pursuant to article 395 § 2 item 2 of the Commercial Companies Code the agenda of the annual general meeting should include, among others, the adoption of a resolution on the distribution of profits or the financing of losses.

To item 22 of the agenda:

**Resolution No. 35
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
on the coverage of the loss of Eileme 1 AB (publ) for the financial year 2017**

The Annual General Meeting of the Company hereby resolves as follows:

**§1
Coverage of the loss of Eileme 1 AB (publ) for the financial year 2017**

Pursuant to Article 395 § 2 item 2 in connection with Article 231 § 2 item 2 of the Commercial Companies Code, the Annual General Meeting of the Company hereby resolves to cover the entire net loss stated in the financial statements of Eileme 1 AB (publ) in the amount of SEK 90,832.91 from the future profits of Cyfrowy Polsat S.A.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 35

In connection with the merger by acquisition of Eileme 1 AB (publ) with Cyfrowy Polsat S.A. on April 28, 2018, Cyfrowy Polsat S.A. became the legal successor of the acquired subsidiary. Thus, the Annual General Meeting of Cyfrowy Polsat S.A., as the legal successor, has taken over the duties of the approving body of the acquired company. Pursuant to article 395 § 2 item 2 of the Commercial Companies Code the agenda of the annual general meeting should include, among others, the adoption of a resolution on the distribution of profits or the financing of losses.

To item 23 of the agenda:

**Resolution No. 36
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
concerning the determination of a number of members of the Supervisory Board**

**§ 1
Determination of a number of members of the Supervisory Board**

Acting pursuant to art. 385 § 1 of the Polish Commercial Companies Code and Article 20 items 1 and 2 of the Company’s Articles of Association, the Annual General Meeting of the company herewith resolves that the Supervisory Board of the new term of office shall consist of [•] ([•]) members.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolution no. 36

Pursuant to the provisions of Article 20 item 2 of the Company’s Articles of Association, prior to the election of the Supervisory Board for a new term of office the General Meeting shall determine the number of its members.

**Resolution No. 37
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna (“Company”)
seated in Warsaw
dated June 28, 2018
concerning the appointment of a member of the Supervisory Board**

**§1
Appointment of a member of the Supervisory Board**

Acting pursuant to art. 385 § 1 of the Polish Commercial Companies Code and Article 24 (d) of the Company’s Articles of Association, the Annual General Meeting of the Company herewith resolves to appoint Mr./Ms. [•] as member of the Supervisory Board of the new term of office.

**§ 2
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 38
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
concerning the election of a member of the Supervisory Board**

§1

Election of a member of the Supervisory Board

Acting pursuant to art. 385 § 1 of the Polish Commercial Companies Code and Article 24 (d) of the Company's Articles of Association, the Annual General Meeting of the Company herewith resolves to appoint Mr./Ms. [•] as member of the Supervisory Board of the new term of office.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 39
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
concerning the election of a member of the Supervisory Board**

§1

Election of a member of the Supervisory Board

Acting pursuant to art. 385 § 1 of the Polish Commercial Companies Code and Article 24 (d) of the Company's Articles of Association, the Annual General Meeting of the Company herewith resolves to appoint Mr./Ms. [•] as member of the Supervisory Board of the new term of office.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 40
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
concerning the election of a member of the Supervisory Board**

§1

Election of a member of the Supervisory Board

Acting pursuant to art. 385 § 1 of the Polish Commercial Companies Code and Article 24 (d) of the Company's Articles of Association, the Annual General Meeting of the Company herewith resolves to appoint Mr./Ms. [•] as member of the Supervisory Board of the new term of office.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 41
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
concerning the election of a member of the Supervisory Board**

§1

Election of a member of the Supervisory Board

Acting pursuant to art. 385 § 1 of the Polish Commercial Companies Code and Article 24 (d) of the Company's Articles of Association, the Annual General Meeting of the Company herewith resolves to appoint Mr./Ms. [•] as member of the Supervisory Board of the new term of office.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 42
of the Annual General Meeting
of Cyfrowy Polsat Spółka Akcyjna ("Company")
seated in Warsaw
dated June 28, 2018
concerning the election of a member of the Supervisory Board**

§1

Election of a member of the Supervisory Board

Acting pursuant to art. 385 § 1 of the Polish Commercial Companies Code and Article 24 (d) of the Company's Articles of Association, the Annual General Meeting of the Company herewith resolves to appoint Mr./Ms. [•] as member of the Supervisory Board of the new term of office.

§ 2

Entry into force

The Resolution shall enter into force on the date of its adoption.

Justification of draft resolutions no. 37-42

In connection with the expiry of the Supervisory Board's current term of office, it is required to appoint the Supervisory Board for the new term of office.