

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 29, 2023  
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 29, 2023  
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 29, 2023  
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 29, 2023  
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 29, 2023  
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 2022 and the Company’s financial statements for the financial year 2022;
  - b) the Management Board’s report on the activities of the capital group of the Company in the financial year 2022 and the consolidated financial statements of the capital group of the Company for the financial year 2022.
7. The Supervisory Board’s presentation of:
  - a) its statement concerning the evaluation of the Management Board’s report on the Company’s activities in the financial year 2022, the Management Board’s report on the activities of the Company’s capital group in the financial year 2022, the Company’s financial statements for the financial year 2022 and the financial statements of the Company’s capital group for the financial year 2022, as well as the Management Board’s motion regarding the distribution of the Company’s profit generated in the financial year 2022;
  - b) its assessment of the Company’s standing and evaluation of the work of the Management Board;
  - c) its report concerning the remuneration of the Management Board and Supervisory Boards Members for the year 2022.
8. Consideration and adoption of a resolution approving the Management Board’s report on the Company’s activities in the financial year 2022.
9. Consideration and adoption of a resolution approving the Company’s annual financial statements for the financial year 2022.
10. 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 2022.
11. Consideration and adoption of a resolution approving the consolidated annual financial statements of the capital group of the Company for the financial year 2022.
12. Consideration and adoption of a resolution approving the Supervisory Board’s report for the financial year 2022.
13. Consideration and adoption of a resolution concerning the evaluation of the report on the remuneration of the Management Board and Supervisory Board Members for the year 2022.

14. Adoption of resolutions granting a vote of approval to the Members of the Management Board for the performance of their duties in the year 2022.
15. Adoption of resolutions granting a vote of approval to the Members of the Supervisory Board for the performance of their duties in the year 2022.
16. Adoption of a resolution on the distribution of the Company's profit for the financial year 2022.
17. 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 8 of the agenda:

**Resolution No.6  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
approving the Management Board’s report on the Company’s activities in the financial year  
2022**

**§1  
Approval of the Management Board’s Report on the Company’s activities in the financial year  
2022**

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code and article 23 item 2(a) of the Company’s Articles of Association, after consideration of the Management Board’s report on the Company’s activities in the financial year 2022 presented by the Company’s Management Board, the Annual General Meeting hereby approves the aforesaid report.

**§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 in connection with article 393 item 1 of the Commercial Companies Code.*

To item 9 of the agenda:

**Resolution No.7  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
approving the Company’s annual financial statements for the financial year 2022**

**§1**

**Approval of the Company’s annual financial statements for the financial year 2022**

Pursuant to article 395 § 2 item 1 of the Commercial Companies Code and article 23 item 2(a) of the Company’s Articles of Association, after consideration of the financial statements for the financial year ended December 31, 2022, the Annual General Meeting hereby approves the financial statements for the financial year ended December 31, 2022, including:

- a) the standalone income statement showing a net profit of PLN 1,248.6 million;
- b) the standalone statement of comprehensive income showing a total comprehensive income of PLN 1,258.5 million;
- c) the standalone balance sheet showing total assets and total equity and liabilities of PLN 15,658.3 million;
- d) the standalone cash flow statement showing a net increase in cash and cash equivalents amounting to PLN 1,814.1 million;
- e) the standalone statement of changes in equity showing an increase in equity of PLN 203.8 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 in connection with article 393 item 1 of the Commercial Companies Code.*

To item 10 of the agenda:

**Resolution No.8  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
approving the Management Board’s report on the activities of the capital group of the  
Company in the financial year 2022**

**§1  
Approval of the Management Board’s report on the activities of the capital group of the  
Company in the financial year 2022**

Pursuant to article 395 §5 of the Commercial Companies Code and article 23 item 2(a) of the Company’s Articles of Association, after consideration of the Management Board’s report on the activities of the capital group of the Company in the financial year 2022, the Annual General Meeting hereby approves the aforesaid report.

**§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 of the financial statements of the capital group in the meaning of the accounting law, and matters other than those listed in §2 of the above mentioned article. In particular, the annual general meeting may consider and approve the report on the activities of the capital group prepared together with the consolidated financial statements.*

To item 11 of the agenda:

**Resolution No.9  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
approving the consolidated annual financial statements of the capital group of the Company  
for the financial year 2022**

**§1**

**Approval of the consolidated annual financial statements of the capital group of the Company  
for the financial year 2022**

Pursuant to article 395 §5 of the Commercial Companies Code and article 23 item 2(a) of the Company’s Articles of Association, after consideration of the consolidated financial statements of the capital group of the Company for the financial year ended December 31, 2022, the Annual General Meeting hereby approves the consolidated financial statements of the capital group of the Company for the financial year ended December 31, 2022, including:

- a) the consolidated income statement showing a net profit of PLN 901.1 million;
- b) the consolidated statement of comprehensive income showing a total comprehensive income of PLN 936.9 million;
- c) the consolidated balance sheet showing total assets and total equity and liabilities of PLN 32,306.6 million;
- d) the consolidated cash flow statement showing a net increase in cash and cash equivalents amounting to PLN 2,820.6 million;
- e) the consolidated statement of changes in equity showing an increase in equity of PLN 426.2 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 of the above mentioned article.*

To item 12 of the agenda:

**Resolution No.10  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
approving the Supervisory Board’s report for the financial year 2022**

**§1  
Approval of the Supervisory Board’s report for the financial year 2022**

Pursuant to article 23 item 2(a) of the Company’s Articles of Association in conjunction with Article 382 §3 item 3 of the Commercial Companies Code, the Annual General Meeting approves the report of the Supervisory Board on its activities in the financial year 2022.

**§2  
Entry into force**

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

Justification of draft resolution no.10

*Pursuant to article 382 §3 item 3) of the Commercial Companies Code, the special duties of the supervisory board include preparing and submitting to the general assembly an annual written report for the past fiscal year (supervisory board report). According to the provisions of article 23 item 2(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. Also pursuant to principle 2.11. of the Code of Best Practices of WSE Listed Companies 2021, 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 given year 2022.*

To item 13 of the agenda:

**Resolution No.11  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
evaluating the report on the remuneration of the Management Board and Supervisory Board  
Members for the year 2022**

**§1  
Evaluating the report on the remuneration of the Management Board and Supervisory Board  
Members for the year 2022**

Pursuant to article 395 §2<sup>1</sup> of the Commercial Companies Code the Annual General Meeting of the Company hereby positively evaluates the report of the Supervisory Board on the remuneration of the Management Board and Supervisory Board Members for the year 2022.

**§2  
Entry into force**

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

Justification of draft resolution no.11

*Pursuant to article 395 §2<sup>1</sup> of the Commercial Companies Code the agenda of the annual general meeting of companies referred to in article 90c 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 (consolidated text of Journal of Laws 2021, item 2080, as amended) shall also include the adoption of a resolution referred to in article 90g item 6 of the aforesaid act, i.e., the resolution evaluating a report on remuneration.*

To item 14 of the agenda:

**Resolution No.12  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
granting a vote of approval to Mr. Mirosław Błaszczyk**

**§1**

**Granting a vote of approval to Mr. Mirosław Błaszczyk**

Pursuant to article 395 §2 item 3) of the Commercial Companies Code and article 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Mirosław Błaszczyk, President of the Management Board of the Company, of his duties in 2022.

**§2**

**Entry into force**

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

**Resolution No.13  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Maciej Stec, Vice President of the Management Board of the Company, of his duties in 2022.

**§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 29, 2023  
granting a vote of approval to Mr. Jacek Felczykowski**

**§1**

**Granting a vote of approval to Mr. Jacek Felczykowski**

Pursuant to article 395 §2 item 3) of the Commercial Companies Code and article 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Jacek Felczykowski, Member of the Management Board of the Company, of his duties in 2022.

**§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 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Ms. Aneta Jaskólska, Member of the Management Board of the Company, of her duties in 2022.

**§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 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Ms. Agnieszka Odorowicz, Member of the Management Board of the Company, of her duties in 2022.

**§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 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Ms. Katarzyna Ostap-Tomann, Member of the Management Board of the Company, of her duties in 2022.

**§2**

**Entry into force**

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

To item 15 of the agenda:

**Resolution No.18  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
granting a vote of approval to Mr. Zygmunt Solorz**

**§1**

**Granting a vote of approval to Mr. Zygmunt Solorz**

Pursuant to article 395 §2 item 3) of the Commercial Companies Code and article 23 item 2(c) of the Company's Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Zygmunt Solorz, Chairman of the Supervisory Board of the Company, of his duties in 2022.

**§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 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Marek Kapuściński, Vice-Chairman of the Supervisory Board of the Company, of his duties in 2022.

**§2**

**Entry into force**

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

**Resolution No.20  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Józef Birka, Member of the Supervisory Board of the Company, of his duties in 2022.

**§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 29, 2023  
granting a vote of approval to Mr. Jarosław Grzesiak**

**§1**

**Granting a vote of approval to Mr. Jarosław Grzesiak**

Pursuant to article 395 §2 item 3) of the Commercial Companies Code and article 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Jarosław Grzesiak, Member of the Supervisory Board of the Company, of his duties in 2022.

**§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 29, 2023  
granting a vote of approval to Mr. Marek Grzybowski**

**§1**

**Granting a vote of approval to Mr. Marek Grzybowski**

Pursuant to article 395 §2 item 3) of the Commercial Companies Code and article 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Marek Grzybowski, Member of the Supervisory Board of the Company, of his duties in 2022.

**§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 29, 2023  
granting a vote of approval to Mr. Alojzy Nowak**

**§1**

**Granting a vote of approval to Mr. Alojzy Nowak**

Pursuant to article 395 §2 item 3) of the Commercial Companies Code and article 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Alojzy Nowak, Member of the Supervisory Board of the Company, of his duties in 2022.

**§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 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Tobias Solorz, Member of the Supervisory Board of the Company, of his duties in 2022.

**§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 29, 2023  
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 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Tomasz Szeląg, Member of the Supervisory Board of the Company, of his duties in 2022.

**§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 29, 2023  
granting a vote of approval to Mr. Piotr Żak**

**§1**

**Granting a vote of approval to Mr. Piotr Żak**

Pursuant to article 395 §2 item 3) of the Commercial Companies Code and article 23 item 2(c) of the Company’s Articles of Association, the Annual General Meeting of the Company hereby grants approval of performance by Mr. Piotr Żak, Member of the Supervisory Board of the Company, of his duties in 2022.

**§2**

**Entry into force**

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

*Justification of draft resolutions no. 12 – 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 include granting of approval of the performance by the members of the company governing bodies of their duties.*

To item 16 of the agenda:

**Resolution No.27  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated June 29, 2023  
on the distribution of the Company’s profit for the financial year 2022**

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

**§1**

**Allocation of the Company’s profit for the financial year 2022**

Pursuant to article 395 §2 item 2 and pursuant to article 23 item 2(b) 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 Company's net profit for the fiscal year 2022 in the amount of PLN 1,248,575,921.33 (one billion two hundred and forty-eight million five hundred and seventy-five thousand nine hundred and twenty-one zlotys and thirty-three grosze) in full to reserve capital.

**§2**

**Entry into force**

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

Justification of draft resolution no. 27

*In the opinion of the Management Board of the Company, the proposed allocation of profit in its entirety to reserve capital and the lack of recommendation for dividend payment is dictated by the ongoing, capital-intensive, strategic investments implemented by the Company as part of Strategy 2023+, aimed at continuing the development of the Company's capital group over the long term in accordance with the overriding strategic objective of sustainably increasing the Company's value for its shareholders.*

*At the same time, the Board of Directors took into account the Company's net debt ratio, which remains at an elevated level as a result of the financing of strategic investments, as well as the unfavorable macroeconomic environment, in particular, high inflationary pressures and persistently high interest rates translating into rising debt service costs for the Company.*

*At the same time, the Company's Management Board maintains the dividend policy adopted on December 20, 2021.*