

To item 2 of the agenda:

**Resolution No. 1  
of the Extraordinary General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated November 10, 2016  
on the appointment of the Chairman of the Extraordinary General Meeting**

**§ 1**

**Appointment of the Chairman**

The Extraordinary General Meeting of the Company hereby appoints Ms./Mr. [●] as the Chairman of the Extraordinary 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 Extraordinary General Meeting  
of Cyfrowy Polsat Spółka Akcyjna (“Company”)  
seated in Warsaw  
dated November 10, 2016  
on the appointment of the Ballot Committee**

**§ 1**

**Appointment of the Ballot Committee**

The Extraordinary 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 Extraordinary General Meeting  
of Cyfrowy Polsat Spółka Akcyjna ("Company")  
seated in Warsaw  
dated November 10, 2016  
on the appointment of the Ballot Committee**

**§ 1  
Appointment of the Ballot Committee**

The Extraordinary 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 Extraordinary General Meeting  
of Cyfrowy Polsat Spółka Akcyjna ("Company")  
seated in Warsaw  
dated November 10, 2016  
on the appointment of the Ballot Committee**

**§ 1  
Appointment of the Ballot Committee**

The Extraordinary 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 Extraordinary General Meeting  
of Cyfrowy Polsat Spółka Akcyjna ("Company")  
seated in Warsaw  
dated November 10, 2016  
on the adoption of the agenda**

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

**§ 1  
Adoption of the agenda**

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

1. Opening of the Extraordinary General Meeting.
2. Appointment of the Chairman of the Extraordinary General Meeting.
3. Validation of correctness of convening the Extraordinary General Meeting and its ability to adopt binding resolutions.
4. Appointment of the Ballot Committee.
5. Adoption of the agenda.
6. Adoption of a resolution on the merger of Cyfrowy Polsat S.A. with Netshare Sp. z o.o. seated in Warsaw.
7. Closing of the Extraordinary General Meeting.

**§ 2  
Entry into force**

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

To item 6 of the agenda:

**Resolution No. 6  
of the Extraordinary General Meeting  
of Cyfrowy Polsat Spółka Akcyjna ("Company")  
seated in Warsaw  
dated November 10, 2016  
on the merger of Cyfrowy Polsat S.A. with Netshare Sp. z o.o. seated in Warsaw**

**§1**

Acting on the basis art. 506 § 492 of the Commercial Companies Code (the "**CCC**"), the Extraordinary General Meeting of Shareholders of Cyfrowy Polsat S.A. (the "**Acquiring Company**") hereby decides on the merger of the Acquiring Company with the company of Netshare Sp. z o.o. (limited liability company) seated in Warsaw, entered in the register of entrepreneurs maintained by the District Court for the Capital City of Warsaw, XIII Commercial Department of the National Court Register, under the number KRS 0000277904 (the "**Acquired Company**"), to be executed pursuant to art. 492 § 1 item 1 of the CCC, this is by transferring all the assets of the Acquired Company to the Acquiring Company (being the sole shareholder in the Acquired Company) and subsequent dissolution of the Acquired Company without its liquidation.

**§ 2**

The Extraordinary General Meeting of Shareholders of the Acquiring Company furthermore decides that the merger of the Acquiring Company with the Acquired Company shall be carried out in the manner set forth in art. 515 § 1 of the CCC, this is without increasing the share capital of the Acquiring Company, as well as without amending its Articles of Association, following the rules provided for in the merger plan as agreed between the management boards of the Acquiring Company and the Acquired Company on August 31, 2016, published on September 7, 2016 in Court and Economic Monitor, issue no. 173/2016 (5058), position 22534 (the "**Merger Plan**"), attached to this Resolution.

**§ 3**

Since the Acquiring Company is the sole shareholder in the Acquired Company, the merger shall be performed in a simplified procedure according to art. 516 § 6 of the CCC, with certain restrictions resulting from the fact that the Acquiring Company is a public company.

**§ 4**

The Extraordinary General Meeting of Shareholders of the Acquiring Company hereby approves the Merger Plan as attached to this Resolution.

**§ 5**

The Company's Management Board shall be authorized to undertake any actions necessary to complete the procedure of merger between the Acquiring Company and the Acquired Company.