

Warsaw, 17 February, 2010

**Supervisory Board of TVN S.A.  
General Shareholders Meeting of TVN S.A.**

**MOTION**

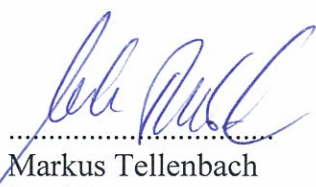
The Management Board of TVN S.A. is submitting the motion on allocation of the profits achieved by the Company in 2009 financial year.

The Management Board is proposing the motion to allocate the net profits achieved by the Company in the 2009 financial year in the amount of **PLN 418,657,827.06** (four hundred and eighteen million six hundred and fifty seven thousand eight hundred and twenty seven zloty and 6/100) to the following capitals:

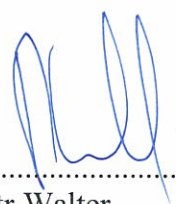
1) dividends fund in the amount calculated within the following limit: not less than **PLN 105.536.563,68** (one hundred and five million five hundred and thirty six thousand five hundred and sixty three zloty and 68/100) and not more than **PLN 109.430.937,13** (one hundred and nine million four hundred and thirty thousand nine hundred and thirty seven zloty and 13/100) depending ultimately on number of shares to be determined on the dividends day - considering the number of shares subscribed by the Entitled Persons, pursuant to the TVN Incentive Schemes - and provided that the dividend payable per one share amounts to **PLN 0.31** (thirty one groszy),

2) accumulated profits in the amount calculated within the following limit: not less than **PLN 309.226.889,93** (three hundred and nine million two hundred and twenty six thousand eight hundred and eighty nine zloty and 93/100) and not more than **PLN 313.121.263,38** (three hundred and thirteen million one hundred and twenty one thousand two hundred and sixty three zloty and 38/100) depending on total amount allocated to the dividends fund.

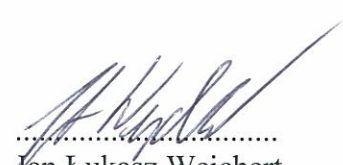
Total amount of the accumulated profits and dividends fund shall be **PLN 418,657,827.06** (four hundred and eighteen million six hundred and fifty seven thousand eight hundred and twenty seven zloty and 6/100).




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Markus Tellenbach  
President  
of the Management Board



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Piotr Walter  
Vice-President  
of the Management Board



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Jan Łukasz Wejchert  
Vice-President  
of the Management Board



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Rafał Wyszomierski  
Member  
of the Management Board