Re: point 2 of the GSM agenda

RESOLUTION No. 1
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on the election of the Chairman of the Annual General Shareholders Meeting

§ 1

Pursuant to Article 409 § 1 of the Commercial Companies Code, the Annual General Shareholders Meeting hereby elects ……..…… as the Chairman of the Annual General Shareholders Meeting of TVN S.A.

Re: point 4 of the GSM agenda

RESOLUTION No. 2
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on accepting the agenda of the Annual General Shareholders Meeting

§ 1

The Annual General Shareholders Meeting hereby accepts the following agenda of the Annual General Shareholders Meeting of TVN S.A.:

1. Opening of the General Shareholders Meeting.
2. Election of the Chairman of the General Shareholders Meeting.
3. Verification of correctness of convening the General Shareholders Meeting and its capacity to adopt binding resolutions.
4. Adoption of the Agenda.
5. Election of the Ballot Committee.
6. Consideration of the Company's financial statements for the financial year 2012 and adoption of the resolution approving thereof.
7. Consideration of the Management Board report on the Company's business activities in the financial year 2012 and adoption of the resolution approving thereof.
8. Consideration of consolidated financial statements of the TVN Capital Group for the financial year 2012 and adoption of the resolution approving thereof.
9. Adoption of the resolutions approving the performance of duties by the members of TVN Management Board during the financial year 2012.
10. Adoption of the resolutions approving the performance of duties by the members of TVN Supervisory Board during the financial year 2012.
11. Adoption of the resolution on allocating the profits achieved by TVN S.A. in the financial year 2012.
12. Adoption of the resolution on dividends, including the establishment of the dividends day and day of dividends payment.

13. Consideration of the Report on the Supervisory Board's assessment of TVN S.A. standing in 2012 and adopting the resolution on the Report.
14. Consideration of the Report from activities of the TVN Supervisory Board and its Committees in 2012 and adopting the resolution on the Report.
15. Adoption of the resolution on remuneration granted to the members of TVN Supervisory Board.
16. Closing the General Meeting.

Re: point 5 of the GSM agenda

RESOLUTION No. 3
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on electing the Ballot Committee of the Annual General Shareholders Meeting

§ 1

Pursuant to paragraph 14 of the By-Laws of the General Shareholders Meeting of TVN S.A., the Annual General Shareholders Meeting hereby elects the Ballot Committee of the Annual General Shareholders Meeting of TVN S.A. in the following composition:

1) ……..,
2) ……..,
3) ……....

Re: point 6 of the GSM agenda

RESOLUTION No. 4
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the financial statements of TVN S.A.
for the financial year 2012

§ 1

After considering the financial statement of the Company for the financial year 2012, showing on December 31, 2012 balance of assets/equity in the amount of **PLN 6,931,573 thousand** and **net profit** in the amount of **PLN 3,042,139.40** the Annual General Shareholders Meeting, pursuant to Article 395 § 2 point 1) of the Commercial Companies Code, hereby approves - in accordance with the recommendation of the Supervisory Board - the financial statement of TVN S.A. for the financial year 2012, constituting an enclosure to the Resolution.

§ 2

This resolution shall be in force and effect from the date of its adoption.

The financial statement of TVN S.A. for the financial year 2012 is published on the Company's website.

Re: point 7 of the GSM agenda

RESOLUTION No. 5
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the Management Board Report on the Company's activity during the financial year 2012

§ 1

After considering the Management Board Report on the Company's activity during the financial year 2012, the Annual General Shareholders Meeting, pursuant to Article 395 § 2 point 1) of the Commercial Companies Code hereby approves - in accordance with the recommendation of the Supervisory Board - the Management Board Report on the Company's activity during the financial year 2012, constituting an enclosure to the Resolution.

§ 2

This resolution shall be in force and effect from the date of its adoption.

The report of TVN Management Board on the Company's activity during the financial year 2012 is published on the Company's website.

Re: point 8 of the GSM agenda

RESOLUTION No. 6
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the consolidated financial statement of TVN Capital Group for the financial year 2012

§ 1

After considering the consolidated financial statement of TVN Capital Group for the financial year 2012, the Annual General Shareholders Meeting, pursuant to Article 395 § 5 of the Commercial Companies Code, hereby approves - in accordance with the recommendation of the Supervisory Board - the consolidated financial statement of TVN Capital Group for the financial year 2012, constituting an enclosure to the Resolution.

§ 2

This resolution shall be in force and effect from the date of its adoption.

The consolidated financial statements of TVN capital group for the financial year 2012 is published on the Company's website.

Re: point 9 of the GSM agenda

RESOLUTION No. 7
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the President of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Markus Tellenbach**, President of TVN Management Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 8
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Vice President of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Piotr Walter**, Vice President of TVN Management Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption

RESOLUTION No. 9
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Vice President of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. John Driscoll**, as the Member of TVN Management Board during the period from January 1, 2012 until November 11, 2012, and next as Vice President during the period from November 12, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 10
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Robert Bednarski**, Member of TVN Management Board, during the period from January 9, 2012 until November 6, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 11
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Piotr Korycki**, Member of TVN Management Board, during the period from November 12, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption

RESOLUTION No. 12
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Maciej Maciejowski**, Member of TVN Management Board, during the period from November 12, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption

RESOLUTION No. 13
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Edward Miszczak**, Member of TVN Management Board, during the period from November 12, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption

RESOLUTION No. 14
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Adam Pieczyński**, Member of TVN Management Board, during the period from November 12, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption

RESOLUTION No. 15
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Management Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Piotr Tyborowicz**, Member of TVN Management Board, during the period from November 12, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption

Re: point 10 of the GSM agenda

RESOLUTION No. 16
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Chairman of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Wojciech Kostrzewa**, Chairman of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 17
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Deputy Chairman of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting, hereby approves the performance of duties by **Mr. Bruno Valsangiacomo**, Deputy Chairman of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 18
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Arnold Bahlmann**, Member of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 19
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Rodolphe Belmer**, Member of TVN Supervisory Board, during the period from November 30, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 20
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Michał Broniatowski**, Member of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 21
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Romano Fanconi**, Member of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 22
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Paweł Gricuk**, Member of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 23
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mrs. Sophie Guieysse**, Member of TVN Supervisory Board, during the period from November 30, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 24
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Paul Lorenz**, Member of TVN Supervisory Board, during the period from January 1, 2012 until November 30, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 25
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Bertrand Meheut**, Member of TVN Supervisory Board, during the period from November 30, 2012 until December 31, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 26
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Wiesław Rozłucki**, Member of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 27
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Andrzej Rybicki**, Member of TVN Supervisory Board, during the period from January 1, 2012 until November 30, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 28
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mrs. Aldona Wejchert**, Member of TVN Supervisory Board, during the financial year 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

RESOLUTION No. 29
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on approving the performance of duties by the Member of TVN Supervisory Board during the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Shareholders Meeting hereby approves the performance of duties by **Mr. Gabriel Wujek**, Member of TVN Supervisory Board, during the period from January 1, 2012 until November 30, 2012.

§ 2

This resolution shall be in force and effect from the date of its adoption.

Re: point 11 of the GSM agenda

Version I of the Resolution – to be applied in case of refinancing of the Company's indebtedness and issue of the new senior notes by TVN's subsidiary before the date of TVN Annual Shareholders Meeting:

RESOLUTION No. 30 *(version I)*
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on the allocation of profits achieved by TVN S.A. in the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 2 of the Commercial Companies Code, after reviewing the Management Board Report on the Company's activity during the financial year 2012, the financial statement for the financial year 2012, the Management Board motion on allocation of the profits achieved by the Company during the year 2012, the opinion of the certified auditor thereon, as well as, after considering the report of the Supervisory Board on positive assessment of the above documents,

the Annual General Shareholders Meeting hereby resolves to allocate the achieved profits designating for **dividends payment** the following amounts:

- net profits achieved by the TVN S.A. (the "Company") in the 2012 financial year in the amount of **PLN 3,042,139.40** (three million forty two thousand one hundred and thirty nine zloty and 40/100) and

- accumulated profits, which are distributable, in the amount calculated within the following limit: not less than **PLN 244,548,883.72** (two hundred and forty four million five hundred and forty eight thousand eight hundred and eighty three zloty and 72/100) and not more than **PLN 251,120,037.16** (two hundred and fifty one million one hundred and twenty thousand thirty seven zloty and 16/100).

The total amount allocated to the dividend fund shall be within the following limit: not less than **PLN 247,591,023.12** (two hundred and forty seven million five hundred and ninety one thousand twenty three zloty and 12/100) and not more than **PLN 254.162.176,56** (two hundred and fifty four million one hundred and sixty two thousand one hundred and seventy six zloty and 56/100) 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 0.72** (seventy two groszy).

§ 2

This resolution shall be in force and effect from the date of its adoption.

Version II of the Resolution – to be applied in case of postponement of refinancing of the Company's indebtedness and issue of the new senior notes by TVN's subsidiary after the date of TVN Annual Shareholders Meeting:

RESOLUTION No. 30 *(version II)*
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on the allocation of profits achieved by TVN S.A. in the financial year 2012

§ 1

Pursuant to Article 395 § 2 point 2 of the Commercial Companies Code, after reviewing the Management Board Report on the Company's activity during the financial year 2012, the financial statement for the financial year 2012, the Management Board motion on allocation of the profits achieved by the Company during the year 2012, the opinion of the certified auditor thereon, as well as, after considering the report of the Supervisory Board on positive assessment of the above documents,

the Annual General Shareholders Meeting hereby resolves to allocate the achieved profits designating for **dividends payment** the following amounts:

- net profits achieved by the TVN S.A. (the "Company") in the 2012 financial year in the amount of **PLN 3,042,139.40** (three million forty two thousand one hundred and thirty nine zloty and 40/100) and

- accumulated profits, which are distributable, in the amount calculated within the following limit: not less than **PLN 199.844.948,99** (one hundred and ninety nine million eight hundred and forty four thousand nine hundred and forty eight zloty and 99/100) and not more than **PLN 205.229.644,17** (two hundred and five million two hundred and twenty nine thousand six hundred and forty four zloty and 17/100).

The total amount allocated to the dividend fund shall be within the following limit: not less than **PLN 202.887.088,39** (two hundred and two million eight hundred and eighty seven thousand eighty eight zloty and 39/100) and not more than **PLN 208.271.783,57** (two hundred and eight million two hundred and seventy one thousand seven hundred and eighty three zloty and 57/100) 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 0.59** (fifty nine groszy)

Re: point 12 of the GSM agenda

Version I of the Resolution – to be applied in case of refinancing of the Company's indebtedness and issue of the new senior notes by TVN's subsidiary before the date of TVN Annual Shareholders Meeting:

RESOLUTION No. 31 *(version I)*
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on establishing the dividends day and day of dividends payment

§ 1

Pursuant to Article 348 § 3 of the Commercial Companies Code and in relation to § 13 sec. 2 of TVN Statutes, the Annual General Shareholders Meeting hereby resolves that:

a) **the dividends day** on which the list of shareholders entitled to dividends for the financial year 2012 shall be determined is **April 22, 2013**; and
b) **the day of dividends payment** is **December 9, 2013**.

§ 2

This resolution shall be in force and effect from the date of its adoption.

Version II of the Resolution – to be applied in case of postponement of refinancing of the Company's indebtedness and issue of the new senior notes by TVN's subsidiary after the date of TVN Annual Shareholders Meeting:

RESOLUTION No. 31 *(version II)*
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on establishing the dividends day and day of dividends payment

§ 1

Pursuant to Article 348 § 3 of the Commercial Companies Code and in relation to § 13 sec. 2 of TVN Statutes, the Annual General Shareholders Meeting hereby resolves that:

a) **the dividends day** on which the list of shareholders entitled to dividends for the financial year 2012 shall be determined is **April 22, 2013**; and
b) **the day of dividends payment** is **May 8, 2013**.

§ 2

This resolution shall be in force and effect from the date of its adoption.

Backgrounds to the Resolutions No 30 and 31
of the Annual Shareholders Meeting
dated April 15, 2013

The Management Board informs that the resolutions no 30 and 31 proposed in two versions (version I and version II), above will be finally recommended by the Management Board subject to the fact if refinancing of the existing Euro Senior Notes takes place before the date of TVN Annual Shareholders Meeting.

If the refinancing has not been finalized before the date of the Annual Shareholders Meeting, the Management Board will recommend the payment of divided on May 8, 2013 in the amount not less than PLN 202.887.088,39 (two hundred and two million eight hundred and eighty seven thousand eighty eight zloty and 39/100) and not more than PLN 208.271.783,57 (two hundred and eight million two hundred and seventy one thousand seven hundred and eighty three zloty and 57/100), provided that the dividend payable per one share amounts to PLN 0.59 (fifty nine groszy)

If the refinancing has been finalized before the date of the Annual Shareholders Meeting, the Management Board will recommend the payment of divided on December 9, 2013 in the amount not less than PLN 247,591,023.12 (two hundred and forty seven million five hundred and ninety one thousand twenty three zloty and 12/100) and not more than PLN 254.162.176,56 (two hundred and fifty four million one hundred and sixty two thousand one hundred and seventy six zloty and 56/100), provided that the dividend payable per one share amounts to PLN 0.72 (seventy two groszy).

In the case where the Eurobonds are refinanced, the Management Board would recommend rescheduling the dividend payment date to 9 December 2013. The aforementioned recommendation results from the need to secure sufficient funds by the Company to pay one-off expenses connected with the refinancing of the Eurobonds and to correlate the dividend payment with the payment of the coupon on the Eurobonds contemplated to be issued by the Company. The recommended dividend payment date will enable the Company to effectively manage the Company's liquidity in the light of significant cash flows expected in the forthcoming future in connection with the refinancing of the Eurobonds and the dividend payment.

Re: point 13 of the GSM agenda

RESOLUTION No. 32
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on the Report on the Supervisory Board's assessment of TVN S.A. standing in 2012

§ 1

After considering the Report on the Supervisory Board's assessment of TVN S.A. standing in 2012, the Annual General Shareholders Meeting hereby approves the Report of the Supervisory Board, enclosed to the Resolution.

§ 2

This resolution shall be in force and effect from the date of its adoption.

Re: point 14 of the GSM agenda

RESOLUTION No. 33
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on the Report on assessments of activity of TVN Supervisory Board and its Committees in 2012

§ 1

After considering the Report on the activity of TVN Supervisory Board and its Committees in 2012, the Annual General Shareholders Meeting hereby approves the Report of the Supervisory Board, enclosed to the Resolution.

§ 2

This resolution shall be in force and effect from the date of its adoption.

Re: point 15 of the GSM agenda

RESOLUTION No. 34
of the Annual General Shareholders Meeting
of TVN S.A.
dated April 15, 2013

on remuneration granted to the Members of TVN Supervisory Board

§ 1

Pursuant to article 392 § 1 of the Commercial Companies Code, the Annual General Shareholders Meeting, hereby, resolves to grant the following monthly remuneration to the Members of TVN Supervisory Board:

1) remuneration for the Chairman of the Supervisory Board in the amount of PLN 9,000 (nine thousand) /gross/;
2) remuneration for the Deputy Chairman of the Supervisory Board in the amount of PLN 8,000 (eight thousand) /gross/;
3) remuneration for the other Members of the Supervisory Board in the amount of PLN 7,000 (seven thousand) /gross/ for each person.

§ 2

Additional monthly remuneration is granted to the Members of the Supervisory Board Committees for performance of their duties in the Committees, in the amount of:

1) PLN 5,000 (five thousand) /gross/ due to the Chairmen of the Committees,
2) PLN 3,000 (three thousand) /gross/ due to the other Members of the Supervisory Board Committees.

§ 3

The above monthly remunerations are payable quarterly, during 7 days from the end of each calendar quarter.

§ 4

This resolution shall be in force and effect from 1st March, 2013.
This resolution replaces the Resolution No. 33 of TVN Annual General Shareholders Meeting dated May 11, 2007 on the remuneration for the Members of the Supervisory Board.