



Warsaw, January 23, 2009

MEDIATEL S.A.

Extraordinary General Meeting of Shareholders convened as of 30 January 2009 – revised drafts of the resolutions with the justification

Current report no 9/2009

The Management Board of Mediatel SA (hereinafter the „Company”) with the seat in Warsaw, hereby announces the revised draft resolutions published in the report no 6/2009 of 16 January 2009, which shall be considered at the Extraordinary General Meeting of Shareholders held on 30 January 2009.

**RESOLUTION NO _____
of the Extraordinary General Meeting of Shareholders
Mediatel S.A. of 30 January 2009**

on: the dismissal of Dawid Sukacz from the Supervisory Board in connection with his resignation

§ 1

Extraordinary General Meeting of Shareholders of Mediatel S.A. acting by virtue of Art. 385 of the Commercial Companies Code and § 16 section 6 of the Articles of Association of the Company, dismisses Dawid Sukacz from the Supervisory Board in connection with his resignation as of 26 January 2009.

§ 2

The resolution comes into effect as of the day of its adoption.

**RESOLUTION NO _____
of the Extraordinary General Meeting of Shareholders
Mediatel S.A. of 30 January 2009**

on: the appointment of _____ to the Supervisory Board

§ 1

Extraordinary General Meeting of Shareholders of Mediatel S.A. acting by virtue of Art. 385 of the Commercial Companies Code and § 16 section 6 of the Articles of Association of the Company, appoints _____ to the Supervisory Board as of ____ as a Member of the Supervisory Board of the Company.

§ 2

The resolution comes into effect as of the day of its adoption.

Mediatel S.A., ul. Bitwy Warszawskiej 1920 r. 7A, 02-366 Warszawa, www.mediatel.pl



In accordance with the 'Code of Best Practices for WSE Listed Companies', the Management Board of Mediatel S.A. hereby states the justification for the draft resolutions.

Statement of reasons to draft RESOLUTIONS NO___ on changes in the composition of the Supervisory Board comprised in the agenda under point 6.

Resolutions are adopted in connection with the information furnished to the Board today on the resignation of a Member of the Supervisory Board - Dawid Sukacz from the position held as of 26 January 2009.

Therefore, acting by virtue of § 29 section 3 of the Warsaw Stock Exchange Regulations, the Management Board of Mediatel S.A. informs everyone concerned that accidentally the rule no 1.4 of section II of the document "The Code of Best Practices for WSE Listed Companies" has been partially infringed. In accordance with the rule the Company shall publish the information on the time and venue of the General Meeting of Shareholders, the agenda, draft resolutions with their motivation and other available materials related to the General Meeting of Shareholders on the company web page 14 days prior to the set date of the General Meeting of Shareholders. In accordance with the rule, the Company published draft resolutions (report 6/2009) 14 days prior to the date of the General Meeting of Shareholders, the addendum to the draft resolutions is however announced by Mediatel in breach of the 14 day notice period. The fact that addendum to draft resolutions is announced at such a short notice period results from the circumstances outside the control of the Company, such being the resignation of a Member of the Supervisory Board.

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Wpisana do Rejestru Przedsiębiorców prowadzonego przez Sąd Rejonowy dla m. st. Warszawy, XII Wydział Gospodarczy Krajowego Rejestru Sądowego pod numerem KRS: 0000045784, Kapitał zakładowy 1 816 503 PLN, opłacony w całości, NIP: PL5260302640, REGON: 012512021, BRE Bank S.A., nr konta: 63 1140 1010 0000 5208 9800 1001.