LSE – Current Report (126/2011) Telekomunikacja Polska S.A., (TPSA) – Warsaw, Poland October 26th, 2011

Pursuant to art. 56, clause 1, item 1 of the Law of July 29, 2005 on public offering and the conditions for introducing financial instruments to the organised trading system and on public companies (Journal of Laws of 2005, No. 184, item 1539 with amendments), the Management Board of Telekomunikacja Polska S.A. ("TP S.A", "TP") hereby provides selected financial and operating data related to the activities of TP Group for the 3Q and 9 months of 2011.

TP Group reports good financial performance and steady commercial progress in 3Q 2011

3Q 2011 highlights

- revenue decline contained to 3.8% year-on-year, an improvement vs. -4.3% in 1H 2011
- strong EBITDA margin, at 38.1% revenue; on par with 3Q 2010^{1,3}
 - uplift in mobile segment: EBITDA +16% since last year, at 34.1% margin
- rigorous cost control reflected in a 3.8% decrease of the 3Q cost base³ (up to EBITDA)
- net income of PLN 376mn, + 9.3%³ year-on-year, close to PLN 1.6bn year-to-date³
- commercial upturn visible in 3.3% year-on-year growth of mobile customer base, complemented up by 2.8% uplift of broadband
- net free cash flow 13% up since 2Q, at PLN 574mn, full-year guidance is reaffirmed
- PLN 800mn share buyback program approved by EGM
- agreement signed with TPSA unions, providing for 2,300 voluntary leaves in 2012-2013

Key figures (PLN million) IFRS	3Q 2011	3Q 2010 pro- forma ¹	Change	9М 2011	9M 2010 pro- forma ¹	Change
revenue	3,679	3,824	-3.8%	11,198	11,684	-4.2%
fixed line segment ²	2,001	2,142	-6.6%	6,230	6,741	-7.6%
mobile segment ²	1,947	1,943	+0.2%	5,770	5,709	+1.1%
restated ³ EBITDA	1,402	1,457	-3.8%	4,161	4,349	-4.3%
restated EBITDA ³ (as a % of revenue)	38.1%	38.1%	0.0pp	37.2%	37.2%	0.0pp
EBITDA	1,402	396	+3.5x	4,891	3,288	+48.8%
net income	376	-748	n/a	1,560	-138	n/a
net free cash flow (reported)	574	834	-31.2%	1,479	2,009	-26.4%

Commenting on TP Group's performance in 3Q 2011, Mr. Maciej Witucki, President of the Board and Chief Executive Officer, said:

"Again in the third quarter, we have made substantial progress in our commercial activity; and it is reflected in the growth of our mobile and broadband customer bases, which further underscores our confidence in our ability to take advantage of market opportunities. As we enter the traditionally dynamic fourth quarter, we are determined to further develop our market position, while remaining focused on cash generation and rigorous cost control. We feel greatly encourage by our progress in our medium term action and can confirm that our objectives for the full year are within our reach."

¹ adjusted for deconsolidation of Emitel from 3Q 2010, all comparisons are based on such pro-forma, unless otherwise stated

² segments as defined in TP Group's Consolidated Financial Statement

³ adjusted for gain on disposal of Émitel and increase in provision for European Commission fine imposed, amounting to +PLN 1.2bn and -PLN 0.46bn respectively recognized in 2Q 2011 and the PLN 1.1bn impact of revision of the provision for the DPTG dispute recorded in 3Q 2010

Financial Review

(Unless otherwise stated, all references to 2010 hereafter are stated in pro-forma⁴ 2010 financial statements)

3Q revenue down by 3.8% year-on-year, in line with TP Group 2011 outlook and guidance

According to the TP Group's estimates, value of the Polish telecom market fell in 3Q 2011 by 1.1% year-on-year, as compared to nearly flat evolution in 1H. Change of dynamics predominantly reflected the MTR cuts made in July 2011 (SMS MTR from PLN 0.08 to PLN 0.07 and voice MTR from PLN 0.1677 to PLN 0.1520).The mobile part of the market was especially affected by these changes, which resulted in a fall of its value by 0.4% year-on-year in 3Q, after +3.1% in 1Q and +2.1% in 2Q 2011

TP Group's revenue decrease was contained in 3Q to 3.8% year-on-year, as compared to -4.3% in 1H. Excluding regulatory impact TP Group revenues fell by only 1.8%, as robust, 4% year-on-year growth of the mobile revenue had offset part of the decline in fixed line (-6.6% year-on-year).

EBITDA margin stabilised since last year, despite foreign exchange losses

TP Group EBITDA stood at 38.1% of revenues in 3Q, bringing the year-to-date margin to 37.2%; both stable year-on-year. EBITDA continued to benefit from rigorous cost control, which strongly contributed to the 4% decrease of the cost base for the nine months ended – achieved in spite of PLN 63mn foreign exchange losses related to weakening of the PLN. The mobile segment was an important contributor to Group's EBITDA, with its 3Q EBITDA up by 16% since last year.

3Q net income up by 9.3%⁵ year-on-year, close to PLN 1.6bn year-to-date

Net income amounted to PLN 376mn in 3Q, +9.3% year-on-year. Growth of the net income was achieved despite a PLN 55mn year-on-year EBITDA shortfall, as this was offset by a PLN 29mn lower depreciation charge, coupled with lower financial costs, PLN 20mn down year-on-year - as well as with a PLN 71mn decrease in income tax – driven down in 3Q by a tax relief for 2006-2010.

Net Free Cash Flow at PLN 1.5bn for the nine months of 2011; full year guidance reaffirmed

TP Group's net free cash flow amounted to PLN 1,479mn year-to-date, as compared to PLN 2,009mn reported last year. The PLN 530mn difference is predominantly caused by higher payments for capital expenditure, up by PLN 736mn year-on-year (reflecting back-loaded capital expenditure phasing in 2010), which was partially offset by PLN 250mn higher cash from operating activity (mainly lower working capital requirement).

⁴ adjusted for deconsolidation of Emitel from 3Q 2010

⁵ compared to restated net income adjusted for PLN 1.1bn impact of revision of the provision for the DPTG dispute recorded in 3Q 2010

3Q 2011: mobile segment review

- revenues up by only 0.2% year-on-year, reflecting the MTR cuts
 - excluding MTR impact 3Q mobile turnover up by 4.1% since last year
- EBITDA up by 16.3% year-on-year, with robust margin at 34.1% (+4.8p.p. year-on-year)
- mobile customer base growing 3.3% year-on-year, fuelled by 79,000 net additions in 3Q
- leadership in market value maintained with a stable share at 30.8%
- dedicated mobile broadband subscriptions growing by 44.6% year-on-year
- 31% of 3Q postpaid sales and retentions achieved with smartphone devices, driving smartphones base to 1.9mn

Key figures

Mobile line indicators	3Q 2011	3Q 2010	Change	9M 2011	9M 2010	Change
Revenues (PLN million)	1,947	1,943	+0.2%	5,770	5,709	+1.1%
Number of total customers (000's)	14,614	14,141	+3.3%			
Number of post-paid customers (000's)	6,972	6,828	+2.1%			
Number of prepaid customers (000's)	7,641	7,312	+4.5%			
Number of mobile broadband access (000's)	691	478	+44.6%			
EBITDA margin (as a % of revenue)	34.1%	29.3%	+4.8 pp	30.8%	29.5%	+1.3 pp

Mobile revenues rose 0.2% year-on-year, with growth rate reflecting the impact of SMS and voice MTR cuts. Excluding their impact, revenues were +4.1% year-on-year, with growth primarily derived from an increasing number of customers (+3.3% or 473,000 year-on-year) and resilient retail ARPU (-2.1%since 3Q 2010). Smartphones continued to grow, with their number amounting to 1.9mn by the end of 3Q, while a 30% year-on-year growth in data ARPU⁶ vindicates their promotion.

Mobile EBITDA grew by 16.3% year-on-year, with a sound EBITDA margin at 34.1%; up by 4.8 p.p. compared to 3Q of last year. This strong performance was achieved through the 4% growth of the retail revenues, complemented by rational commercial spending.

⁶ data ARPU in postpaid

3Q 2011: fixed line segment review

- improving revenue trend, with 3Q down by 6.6% year-on-year vs. -8.0% in 1H
- 3Q EBITDA margin at 36.9%, reflecting lower turnover and -PLN 54mn FX impact
- broadband gains momentum, as 21,000 adds drive customer base +2.8% year-on-year and help stabilise broadband revenue since 2Q
- rising market share in broadband net additions, at 26% in 3Q
- nearly 50% of all Neostrada sales of are made with 6Mb/s and faster options
- TV customer base up by 23.8% year-on-year reaching 615,000 subscribers

Key figures

Fixed line indicators	3Q 2011	3Q 2010	Change	9M 2011	9M 2010	Change
Revenue pro-forma ⁷ (PLN million)	2,001	2,142	-6.6%	6,230	6,741	-7.6%
Number of retail fixed lines (000's) ⁸	5,837	6,552	-10.9%			
Number of retail broadband accesses (000's)	2,332	2,269	+2.8%			
Number of TV customers (000's)	615	497	+23.8%			
restated ⁹ EBITDA margin (as a % of revenue)	36.9%	41.9%	-5.0 pp	38.2%	39.8%	-1.6pp

Fixed line revenue fell by 6.6% year-on-year –as compared to an 8.3% decline in 2Q. Improved performance was achieved through a combination of growing wholesale revenues and slightly slower pace of fixed voice decline (-7.0% year-on-year vs. -7.9% in 2Q). Fixed- to- mobile substitution remained the main drag on fixed line revenues, as the number of lines has continued to decrease, falling by 168,000 in 3Q. The number of retail broadband customers has increased by 21,000 in 3Q, with the resulting 2.8% year-on-year growth of the customer base vindicating TP's Internet strategy. The share of high speed options (6Mb/s and more) in Neostrada sales continued to rise, reaching 49%; a marked improvement compared to 15% a year ago.

Fixed line EBITDA margin stood at 36.9%, and was predominantly affected by decreasing top-line, as well as by foreign exchange losses associated with the valuation of unhedged liabilities denominated in foreign currencies.

Commenting on the 3Q 2011 results, Mr Jacques de Galzain, TP Group's Chief Financial Officer said:

"TP Group's performance this past quarter provides further evidence of our commitment to effectively execute our strategy in order to meet our financial and operational objectives, year after year, despite the many challenges that face us. In this respect, the recently approved PLN 800 million share buyback program, illustrates our desire to continue and offer our shareholders an appropriate remuneration of their ongoing support. "

⁷ adjusted for deconsolidation of Emitel from 3Q 2010

⁸ including Orange WLR and Orange WLL

⁹ adjusted for gain on disposal of Emitel and increase in provision for European Commission fine imposed, amounting to +PLN 1.2 bn and -PLN 0.46 bn respectively recognized in 2Q 2011 and the PLN 1.1bn impact of revision of the provision for the DPTG dispute recorded in 3Q 2010, fixed segment EBITA margin is not based on proforma comparison

Forward-looking statement

This press release contains forward-looking statements, including, but not limited to, statements regarding anticipated future events and financial performance with respect to our operations. Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts. They often include words like 'believe', 'expect', 'anticipate', 'estimated', 'project', 'plan', 'pro forma' and 'intend' or future or conditional verbs such as 'will,' 'would,' or 'may.' Factors that could cause actual results to differ materially from expected results include, but are not limited to, those set forth in our Registration Statement, as filed with the Polish securities and exchange commission, the competitive environment in which we operate, changes in general economic conditions and changes in the Polish and/or global financial and/or capital markets. Forward-looking statements represent management's views as of the date they are made, and we assume no obligation to update any forward-looking statements for actual events occurring after that date. You are cautioned not to place undue reliance on our forward-looking statements.

TP Group 3Q/9M 2011 results presentation

Wednesday 26th October 2011

Venue address:

Telekomunikacja Polska S.A. ul. Twarda 18 00-105 Warsaw Poland

Registration: 10.30 CET Start: 11.00 CET

The presentation will also be available via a live webcast on our website and via a conference call:

Time: 11:00 (Warsaw) 10:00 (London) 05:00 (New York)

Conference title: TP Group 3Q Results 2011

Dial in numbers: UK/Europe: + 44 20 8515 2302 US: + 1 480 629 9770

Toll free numbers: UK: 0800 358 5271 US: + 1 877 941 6009

TP Group Consolidated

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			2010				
amounts in PLN millions	1Q	2Q	3Q	4Q	1Q	2Q	3Q

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profit & loss statement

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**adjusted for gain on disposal of Emitel and increase in provision for European Commission fine imposed, amounting to +PLN 1.2bn and -PLN 0.46bn respectively recognized in 2Q 2011 and the PLN 1.1bn impact of revision of the provision for the DPTG dispute recorded in 3Q 2010

Key operational performance indicators for TP Group

Fixed Voice		201	0			2011	
	1Q	2Q	3Q	4Q	1Q	2Q	3Q
customer base							
Main lines (thousands)							
POTS	5,895	5,742	5,536	5,331	5,163	5,007	4,849
ISDN	946	930	912	887	856	840	821
WLR PTK WLL PTK	50	67	84	100	111	117	120
Total retail main lines	2 6,893	12 6,750	20 6,553	26 6,346	34 6,164	40 6,004	47 5,837
WLR (external to TP Group)	1,246	1,279	1,315	1,351	1,373	1,396	1,419
ARPU per month							
Retail fixed voice ARPU (in PLN)	50.9	49.9	49.0	49.1	48.8	47.3	47.3
fixed voice market Fixed voice penetration (in households) ¹	56.7%	56.2%	55.5%	54.4%	53.7%	53.2%	52.6%
Local access market in Poland-estimated (in million)	10.3	10.2	10.1	10.0	9.9	9.8	9.8
Fixed voice market share (%) ¹							
TP Group retail local access ^{1,2}	67.2%	66.2%	64.8%	63.5%	62.3%	61.1%	59.9%
Value market share ¹	70.5%	70.1%	69.2%	68.8%	67.9%	66.7%	66.7%
¹ Company's estimation ² Local access without Wholesale Line Rental but with Orange WLR part							
Fixed Broadband and TV		201	0			2011	
	1Q	2Q	3Q	4Q	1Q	2Q	3Q
customer base							
Broadband access lines (thousands)							
TP (ADSL & SDI)	2,040	2,022	2,004	1,994	1,988	1,991	2,000
TP (VDSL)	,	,-	,	,	,	,	,
Orange - based on CDMA	88	101	121	141	154	163	174
Orange - based on BSA	134	138	144	151	155	157	157
TP Group retail broadband - total	2,262	2,261	2,269	2,286	2,297	2,311	2,332
Bitstream access (external to TP Group)	356	370	371	376	375	373	366
LLU	62	76	102	130	149	162	178
TV client base							
IPTV	111 306	113 340	114 383	115 428	113 464	111 482	109 506
DTH (TV over Satellite)	306 417	340 453	383 497			482 592	
TV client base (thousands) o/w customers with pay TV packages ³	417 64	453 79	497 97	544 125	577 153	592 154	61 143
-o/w 'n' packages	04	15	51	125	155	154	-
VoIP client base (thousands)	123	143	140	137	137	134	136
ARPU per month TP Group ARPU - Broadband & TV (in PLN)	57.7	56.6	56.9	55.8	54.6	53.1	52.4
broadband market ⁴							
B2C Broadband penetration (in households) ⁴	42.1%	42.4%	42.8%	43.7%	44.2%	44.6%	45.0%
Total broadband market customers - estimated (in '000) ⁴	6,190	6,267	6,356	6,505	6,606	6,681	6,76 ⁻
	-9.9%	-0.7%	8.7%	11.8%	10.1%	19.3%	26.2%
TP Group net adds market share ⁴ TP Group volume market share (in %) ⁴ TP Group value market share (in %) ⁴	-3.3% 36.5% 46.6%	36.1% 45.4%	35.7% 44.8%	35.2% 43.9%	34.8% 42.5%	34.6% 41.2%	34.5% 40.6%

³ includes TP's M-, L – packages, Orange Sport and HBO
 ⁴ company's estimation

Mobile Segment		201	0			2011	
-	1Q	2Q	3Q	4Q	1Q	2Q	3Q
customer base							
Mobile customer base (thousands) Post-paid	6,712	6,791	6,828	6,956	6,962	6,967	6,972
Post-paid Pre-paid	7.062	7.238	0,020 7,312	6,956 7,375	0,962 7,457	7,568	7,641
Total ¹	13,774	,	,		14,419	14,535	,
lotar	13,774	14,029	14,141	14,331	14,419	14,535	14,614
MVNOs customers	54	56	52	70	73	78	83
Dedicated mobile broadband subscription client base	400	433	478	547	599	645	691
(thousands) ² Number of smartphones (thousands)	1,214	1,299	1,408	1,489	1,725	1,804	1,881
ARPU	·	,			,		,
Monthly mobile customer ARPU in quarter (PLN)	0.4 5			07.0		<u> </u>	
post-paid	64.5	69.0	66.9	67.2	62.7	66.1	65.3
pre-paid	19.2	19.7	20.3	19.4	17.5	18.0	18.1
Blended	41.2	43.6	42.8	42.5	39.4	41.1	40.7
Retail ARPU (PLN)	33.0	34.2	33.8	33.4	31.6	32.9	33.1
Nholesale ARPU (PLN)	8.2	9.0	8.8	8.9	7.5	8.0	7.3
/oice ARPU (PLN)							
ost-paid	48.8	53.0	51.3	50.3	47.5	50.4	49.5
pre-paid	12.8	13.5	14.0	13.1	12.1	13.1	13.0
Blended	30.3	32.7	32.0	31.1	29.2	31.0	30.4
Data ARPU (PLN)							
post-paid	4.5	4.4	4.7	5.2	5.5	5.7	6.1
pre-paid	0.3	0.3	0.3	0.4	0.4	0.4	0.1
Blended	2.4	2.3	2.5	2.7	2.9	2.9	3.2
SMS&MMS and other ARPU (PLN)							
post-paid	11.3	11.6	10.8	11.8	9.7	10.0	9.7
pre-paid	6.1	5.9	5.9	5.9	5.0	4.6	4.7
Blended	8.6	8.6	8.3	8.7	7.3	7.2	7.1
volumes & churn							
AUPU (in minutes)							
post-paid	219.2	229.0	229.3	235.2	229.0	236.3	236.6
ore-paid	78.0	98.4	99.2	99.4	92.6	96.7	97.5
Blended	146.6	161.8	162.1	165.1	158.6	163.9	164.0
Quarterly mobile customer churn rate (%)							
post-paid	3.1	2.8	3.6	3.1	3.8	3.4	3.5
ore-paid	15.1	13.7	16.2	16.1	14.3	15.8	17.2
subsidies							
SAC (PLN)							
post-paid	485.2	486.6	533.7	536.4	562.1	559.3	577.2
pre-paid	9.8	10.5	9.4	9.8	8.5	9.2	8.5
Blended	133.5	121.2	128.5	143.6	140.2	124.9	114.4
SRC (PLN)	531.0	535.8	537.7	554.0	563.7	542.1	555.6
network coverage	00 50/	00.00/	00.00/	00.00/	00.00/	00.00/	00.001
Drange 2G coverage in % of population:	99.5%	99.6%	99.6%	99.6%	99.6%	99.6%	99.6%
Drange 3G coverage in % of population:	55.4%	56.0%	56.3%	58.5%	60.9%	61.9%	61.9%
Nobile market							
Market penetration rate for mobile network services	118.5%	119.8%	121.4%	124.3%	125.8%	127.1%	128.4%
Orange mobile market share in volume	30.5%	30.7%	30.5%	30.2%	30.1%	30.0%	29.9%
Orange mobile market share in value ³	31.1%	31.5%	30.6%	31.0%	30.8%	31.1%	30.8%

² excluding NMT ² includes Business Everywhere and Orange Free ³ company's estimation

Employment structure of TP Group		2010 2				2011	
Full time positions (end of period)	1Q	2Q	3Q	4Q	1Q	2Q	3Q
TP SA	20,466	19,594	19,090	15,286	15,210	15,020	14,886
Other (incl Orange Customer Service)	2,582	2,634	2,669	7,783	7,732	6,741*	6,628*
Total fixed line	23,048	22,228	21,759	23,069	22,941	21,761	21,514
PTK Centertel	3,652	3,659	3,653	2,161	2,157	2,122	1743**
Other	388	398	397	406	420	456	477
Total mobile segment	4,040	4,057	4,050	2,567	2,577	2,578	2,220
TP Group	27,089	26,285	25,809	25,636	25,519	24,339	23,734

*excluding Emitel's headcount amounting to 941 employees

** excluding 344 employees transferred to NetWorkS! JV

Terms used:

Churn rate - The number of customers who disconnect from a network in a given period. divided by the weighted average number of customers in the same period

ARPU – Average Revenue Per User AUPU – Average Minutes of use Per User

LLU - Local Loop Unbundling

MTR - Mobile Termination Rates

 $\textbf{SAC}-\textbf{Subscribers} \ \textbf{Acquisition} \ \textbf{Cost}$

SRC - Subscribers Retention Cost

WLR - Wholesale Line Rental

WLL - Wireless Local Loop - a term for the use of a wireless communications, the "first mile"