

December 1997



Polska Telefonia Cyfrowa Sp. z o.o.
DM 672,000,000 Senior Debt Facilities

Global Coordinator and Facility Agent
Citibank, N.A.

Euro Facility ("Facility A")
DM 420,000,000 Revolver / Term Facility

Arrangers

ABN AMRO Bank N.V. • Citibank, N.A. • Dresdner Bank AG
Bank Przemysłowo-Handlowy S.A. • ING Barings

Co-Arrangers

Bayerische Landesbank Girozentrale • Berliner Bank Aktiengesellschaft • Crédit Lyonnais
Royal Bank of Canada Europe Limited

Senior Lead Managers

Bank Austria Aktiengesellschaft • Dexia International • Erste Bank • Kredietbank Project Finance
MHB Mitteleuropäische Handelsbank Aktiengesellschaft Deutsch-Polnische Bank
Norddeutsche Landesbank Luxembourg S.A. • RZB-Austria • The Royal Bank of Scotland plc

Lead Managers

AIB Capital Markets plc, Special Finance Unit • Banca Commerciale Italiana (France)
Dai-ichi Kangyo Bank (Deutschland) AG • Vereinsbank Ireland

Domestic Facility ("Facility B")
DM 252,000,000 (Zloty Equivalent) Revolver / Term Facility

Arrangers

ABN AMRO Bank (Polska) S.A. • BNP-Dresdner (Polska) S.A. • Citibank (Poland) S.A.
Bank Przemysłowo-Handlowy S.A. • Bank Rozwoju Eksportu S.A.
Bank Śląski S.A. • ING Barings • Wielkopolski Bank Kredytowy S.A.

Co-Arrangers

Berliner Bank Polska S.A. • Credit Lyonnais Bank Polska S.A.

Senior Lead Manager

Raiffeisen Centrobank S.A.

Lead Managers

Deutsche Bank Polska S.A. • Kredyt Bank PBI S.A. • Vereinsbank Polska S.A.

ABN AMRO Bank

CITIBANK

Dresdner Kleinwort Benson