

Orange Polska and APG Jointly Acquire Nexera and Support the Growth of Światłowód Inwestycje

On 19 December 2025, Orange Polska and APG Asset Management (on behalf of ABP) (the "Partners") signed a preliminary agreement to acquire 100% of the shares in Nexera Sp. z o.o. ("Nexera"). Nexera, the pioneer of the open access fiber infrastructure in Poland, allows Internet users to freely choose their operator on a single network. Initially, Nexera will be co-controlled entity 50/50% owned by OPL and APG, similarly to Światłowód Inwestycje Sp. z o.o. ("S-I"). In the next step, the Partners will contribute Nexera to Światłowód Inwestycje.

Closing of the transaction is conditional upon its regulatory approvals. Once the transaction has been approved, and Nexera has been integrated into S-I's structures, the network coverage will increase from 2.4 million S-I's addresses and 0.8 million Nexera's at the end of 2025 to a total of 3.9 million households by the end of 2032. This will be achieved through the planned expansion of the network by 0.7 million addresses in 2026-32 (for which S-I already secured financing in June 2025).

Once again, Orange and APG are jointly investing in the Polish market and supporting digital transformation, recognizing that Nexera complements S-I's profile both geographically and technologically, creating potential for synergies and benefits for retail operators as well as internet users in Poland.

"Upon regulatory approvals the combined S-I and Nexera teams will work together to develop modern fiber infrastructure, introduce innovative solutions, and ensure network stability. Our priority is to further expand internet coverage for households across Poland so that everyone has access to fast and reliable connectivity. We plan to continue investing in future-proof technologies, strengthen network resilience against disruptions, and create an open, competitive platform for retail operators. This will accelerate the country's digitalization and improve service quality for millions of users" - said Magdalena Russyan, Chief Operating Officer at Światłowód Inwestycje.

"The planned integration of Nexera with S-I will not only strengthen our market position, but also optimize the financial structure of the entire future group. Thanks to economies of scale and operational synergies, we will be able to use the secured financing more efficiently and increase investment profitability over the long term. This is a step that ensures stability and predictable returns for our business partners while supporting the development of modern infrastructure in Poland" - said Krzysztof Wróbel, Chief Financial Officer at Światłowód Inwestycje.

About Nexera

Nexera, established in 2017, is wholesale-only telecommunication operator of fiber-optic infrastructure in Poland, providing internet access exclusively through FTTH (Fiber to the Home) technology. It operates in the wholesale market, meaning it offers its services to telecommunication operators who, using Nexera's infrastructure, deliver internet and other broadband-based services to end users. This allows individual customers to choose their internet provider and additional services, and even switch between providers without replacing the installation. Operators whose services are available on Nexera's network include Orange, Play, Plus, Netia, T-Mobile, and Vectra, as well as many regional operators.

Nexera's fiber network covers 800,000 households and business/public sector locations, mainly in central and north-eastern Poland, including around 280,000 active subscribers.

In December 2025, Orange and APG Asset Management signed an agreement to acquire Nexera as a joint venture (a 50/50 partnership).

About Światłowód Inwestycje

Światłowód Inwestycje is a wholesale-only telecom operator of fiber optic infrastructure in Poland, which enables internet access exclusively in FTTH (Fiber To The Home) technology. It operates in the wholesale market, i.e. it offers its services to telecommunications operators who, based on S-I infrastructure, provide users with internet and other broadband-based services. This allows individual customers to choose their internet provider and additional services, and even switch between providers without having to replace their installations. Operators whose services can be used on the Światłowód Inwestycje network include Inea, Orange, Play, Plus/Netia, T-Mobile and Vectra, as well as many regional operators.

In June 2025, S-I signed a 7-year credit agreement worth PLN 3.7 billion, refinancing the previous credit and supporting the company's network development strategy. After successfully completing the first 5-year investment plan to build a fiber network reaching 2.4 million households by the end of 2025 (with 750,000 active subscribers), the secured funding will allow an additional 700,000 Polish households to gain access to a high-speed internet, increasing S-I's network coverage to 3.1 million households by the end of 2032.

Światłowód Inwestycje, established in 2021, is a 50/50 joint venture of Orange Polska, a leading telecom operator in Poland, and APG Asset Management, a leading pension asset manager with extensive experience and a proven track record in telecom infrastructure investments (acting on behalf of Dutch pension fund ABP).

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