



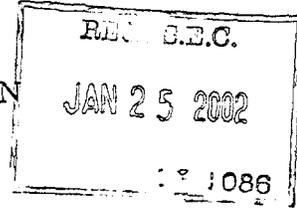
02011686

0-30190

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 6-K



REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR  
15d-16

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Dated as of January 25, 2001

RE.

NETIA HOLDINGS S.A.

PROCESSED

JAN 29 2002

THOMSON  
FINANCIAL

(Translation of registrant's name into English)

UL. POLECZKI 13

02-822 WARSAW, POLAND

(Address of principal executive office)

[Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.]

Form 20-F  Form 40-F

[Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.] Yes  No

## EXPLANATORY NOTE

Attached are the following items:

1. Press Release, dated January 23, 2002.

This current report on Form 6-K is hereby incorporated by reference into our Registration Statement on Form F-3 filed with the Securities and Exchange Commission on May 9, 2001 (File No. 333-13480).

**FOR IMMEDIATE RELEASE**

Contact: Anna Kuchnio (IR)  
+48-22-330-2061  
Jolanta Ciesielska (Media)  
+48-22-330-2407  
Netia  
- or -  
Jeff Zelkowitz  
Taylor Rafferty, London  
+44-(0)20-7936-0400  
- or -  
Andrew Saunders  
Taylor Rafferty, New York  
212-889-4350

**NETIA RECEIVES DEFERRAL ON LICENSE FEE PAYMENTS**

WARSAW, Poland – January 23, 2002 – Netia Holdings S.A. (Nasdaq: NTIA, WSE: NET), Poland's largest alternative fixed-line telecommunications services provider, today announced that it received a decision from the Polish Minister of Infrastructure, dated January 19, 2002, to postpone the payment of installments for license fees of certain Netia operating subsidiaries, originally due in November and December 2001, until June 30, 2002. Previously, on November 30, 2001, the Minister of Infrastructure announced his decision to postpone these installments until January 20, 2002. The total amount of the installments postponed is approximately EUR 33 million.

In his decision of January 19, 2002, the Minister of Infrastructure also established the postponement fees, in the total amount of approximately PLN 9 million, for the re-scheduled license fee payments, payable on June 30, 2002.

Netia is the leading alternative fixed-line telecommunications provider in Poland. Netia provides a broad range of telecommunications services including voice, data and Internet-access and commercial network services. Netia's American Depositary Shares ("ADSs") are listed on the Nasdaq National Market (NTIA), and the Company's ordinary shares are listed on the Warsaw Stock Exchange. Netia owns, operates and continues to build a state-of-the-art fiber-optic network that, at September 30, 2001, had connected 343,634 active subscriber lines, including 93,713 business lines. Netia currently provides voice telephone service in 24 territories through Poland, including in six of Poland's ten largest cities.

*Some of the information contained in this news release contains forward-looking statements. Readers are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and that actual results may differ materially from those in the forward-looking statements as a result of various factors. For a more detailed description of these risks and factors, please see the Company's filings with the Securities and Exchange Commission, including its Annual Report on Form 20-F filed with the Commission on April 30, 2001, its Current Report on Form 6-K filed with the Commission on May 15, 2001, its Current Report on Form 6-K filed with the Commission on August 7, 2001, and its Current Report on Form 6-K filed with the Commission on November 6, 2001. The Company undertakes no obligation to publicly update or revise any forward-looking statements.*

###

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

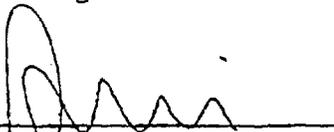
Date: January 25, 2002

NETIA HOLDINGS S.A.

By: 

Name: Kjell-Ove Blom

Title: acting President

By: 

Name: Avraham Hochman

Title: VP Finance