

The enclosed information constitutes regulated information as defined in the Royal Decree of 14 November 2007 regarding the duties of issuers of financial instruments which have been admitted for trading on a regulated market.

December 2013 Update on share capital, outstanding securities and voting rights

Mechelen, December 26, 2013 – Telenet Group Holding NV (“Telenet” or “the Company”) (Euronext Brussels: TNET) hereby discloses information in accordance with Article 15 of the Law of May 2, 2007 and the related Royal Decree of February 14, 2008:

| | December 26, 2013 | October 28, 2013 | Difference |
|--|-------------------|------------------|-------------|
| Share Capital | € 12.581.931,37 | € 12.506.951,52 | € 74.979,85 |
| Total number of voting securities (the denominator) | 115.719.152 | 115.029.365 | 689.787 |
| Ordinary shares | 115.624.279 | 114.934.492 | 689.787 |
| Liquidation Dispreference Shares | 94.843 | 94.843 | 0 |
| Golden Shares | 30 | 30 | 0 |
| Total number of voting rights related to | 115.500.700 | 114.809.013 | 691.687 |
| Ordinary shares | 115.405.827 | 114.714.140 | 691.687 |
| Liquidation Dispreference Shares | 94.843 | 94.843 | 0 |
| Golden Shares | 30 | 30 | 0 |
| Warrants | | | |
| Warrants | 1.273.250 | 1.963.534 | -690.284 |

Since October 28, 2013, the following movements took place in the share capital and in the number of outstanding voting rights:

- On December 20, 2013 689,787 warrants were converted into 689,787 ordinary shares. As a result thereof, the share capital of the Company was increased with € 74,979.85 and the issue premiums were increased with € 6,695,304.00;
- On December 20, 2013, 1,900 stock options were exercised;
- 497 warrants were declared forfeited until December 26, 2013.

The rights attached to the **Golden Shares** and to the **Liquidation Dispreference Shares** are described in Telenet’s articles of association, available on our website.

Each **Warrant** gives the right to subscribe to one ordinary share under the conditions set out in the terms and conditions of the Stock Option Plan 2007 and the Stock Option Plan 2010.



Any increase above (or decrease below) the following thresholds, requires a declaration to Telenet and the Financial Services and Markets Authority (FSMA):

1. 3% statutory threshold, as set out by the articles of association of the Company;
2. 5% or each multiple of 5%, as set out by Belgian law.

Transparency declaration forms are still available on the website of the FSMA:

<http://www.fsma.be/nl/Supervision/fm/gv/ah/circah/ov.aspx>

A detailed guide for completing a transparency declaration is also available on the website of the FSMA:

http://www.fsma.be/~media/Files/circah/NL/gv/ah/cbfa_2008_16.ashx

The transparency declaration form should be submitted to:

1. the FSMA (email trp.fin@fsma.be and fax* +32 2 220 59 12)
2. Telenet (email investor.relations@staff.telenet.be and fax* +32 +32 15 33 59 59)

* For reasons of legal certainty

This information is also available on our investors website <http://investors.telenet.be>

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About Telenet – Telenet is a leading provider of media and telecommunication services. Its business comprises the provision of cable television, high speed internet and fixed and mobile telephony services, primarily to residential customers in Flanders and Brussels. In addition, Telenet offers services to business customers across Belgium under the brand Telenet for Business. Telenet is listed on the Euronext Brussels Stock Exchange under the ticker symbol TNET and is part of the BEL20 stock market index.

Additional Information – Additional information on Telenet and its products can be obtained from our website www.telenet.be. Further information regarding the operating and financial data presented herein can be downloaded from the investor relations pages of this website. Our Consolidated Annual Report 2012 and the Consolidated Half Year Report 2013 have been made available on the investor relations pages of our website (investors.telenet.be).