

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.

## July 2014 Update on share capital, outstanding securities and voting rights

**Mechelen, July 28, 2014** – 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:

	July 28, 2014	June 30, 2014	Difference
<b>Share Capital</b>	€ 12,688,413.68	€ 12,645,929.48	€ 42,484.20
<b>Total number of voting securities (the denominator)</b>	116,698,750	116,307,911	390,839
Ordinary shares	116,603,877	116,213,038	390,839
Liquidation Dispreference Shares	94,843	94,843	0
Golden Shares	30	30	0
<b>Total number of voting rights related to</b>	116,325,598	115,911,859	413,739
Ordinary shares	116,230,725	115,816,986	413,739
Liquidation Dispreference Shares	94,843	94,843	0
Golden Shares	30	30	0
<b>Warrants</b>			
Warrants	637,916	1,030,910	-392,994

Since June 30, 2014, the following movements took place in the share capital and in the number of outstanding voting rights:

- Following the exercise of 22,900 stock options, the Company delivered 22,900 own shares to the concerned stock option holders on July 8, 2014.
- On July 15, 2014 390,839 warrants were converted into 390,839 ordinary shares. As a result thereof, the share capital of the Company was increased with € 25,665.05 and the issue premiums were increased with € 3,724,406.03.
- 2,155 warrants were declared forfeited until July 28, 2014.

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 Warrant Plan 2007 and the Warrant 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](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](mailto:trp.fin@fsma.be) and fax\* +32 2 220 59 12)
2. Telenet (email [investor.relations@staff.telenet.be](mailto:investor.relations@staff.telenet.be) and fax\* +32 +32 15 33 59 59)

\* For reasons of legal certainty

This information will also be available on the investor relations pages of our website ([investors.telenet.be](http://investors.telenet.be)).

#### Contacts

Investor Relations:	Rob Goyens	– <a href="mailto:rob.goyens@staff.telenet.be">rob.goyens@staff.telenet.be</a>	– Phone: +32 15 333 054
Press & Media Relations:	Stefan Coenjaerts	– <a href="mailto:stefan.coenjaerts@staff.telenet.be">stefan.coenjaerts@staff.telenet.be</a>	– Phone: +32 15 335 006
Legal:	Jeroen De Schauwer	– <a href="mailto:jeroen.de.schauwer@staff.telenet.be">jeroen.de.schauwer@staff.telenet.be</a>	– Phone: +32 15 334 980

**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 the Company's website <http://www.telenet.be>. Further information regarding the operating and financial data presented herein can be downloaded from the investor relations pages of this website. The Company's Consolidated Annual Report 2013 has been made available on the investor relations pages of the Company's website (<http://investors.telenet.be>).