



April shareholders' meetings of Telenet: participation formalities amended in the combat against the Covid-19 pandemic

The enclosed information constitutes regulated information as defined in the Royal Decree of 14 November 2007 on the obligations of issuers of financial instruments admitted to trading on a regulated market. Given the subject matter hereof, this is an English language version provided for information purposes only, with the original language version being the Dutch language version as published concurrently.

Brussels, 10 April 2020 – Telenet Group Holding NV (“Telenet” or the “Company”) (Euronext Brussels: TNET) announces that, utilising the optionality provided by a recent regulatory intervention in the combat against the Covid-19 pandemic, its board of directors (the “Board”) has made certain decisions in relation to its 29 April 2020 annual and extraordinary shareholders’ meetings of the Company (the “2020 Shareholders’ Meetings”).

In summary:

- The date, hour and agenda of the 2020 Shareholders’ Meetings remain unchanged, and shareholders will still need to fulfil the admission criteria as set out in the original 27 March 2020 convocation;
- The ordinary shareholders’ meeting shall be held virtually and the location of the extraordinary shareholders’ meeting is moved to the offices of the notary public, currently notary public office Johan Kiebooms & Frederik Vlaminck, Amerikalei 163, 2000 Antwerp, Belgium;
- Shareholders can only participate by submitting (i) a validly completed proxy form or (ii) a validly completed form for voting by letter within the (amended) deadline as detailed below. In the proxy form, only the chairman of the Board, currently IDW Consult BV, represented by its permanent representative Mr Bert De Graeve, may be indicated as proxyholder;
- The 2020 Shareholders’ Meeting shall be held without physical attendance of shareholders or other persons otherwise entitled to attend;
- Questions to the directors and/or the statutory auditor of Telenet may be submitted in writing only within the (amended) deadline as detailed below.

This means the admission and participation arrangements in relation to the 2020 Shareholders’ Meetings have been altered, and shareholders are invited to carefully consider the altered instructions as set out in this press release.

A pro forma re-drafted convocation can be found on Telenet’s investor relations website (investors.telenet.be). Questions in this regard can be addressed to corporategovernance@telenetgroup.be.

GIVEN THE POTENTIAL IMPACT OF THE COVID-19 PANDEMIC ON THE POSSIBILITY TO PROVIDE DOCUMENTS IN PHYSICAL FORM (IN WRITING, BY COURIER, BY POST OR LETTER) TO THE COMPANY, THE SHAREHOLDERS ARE REQUESTED TO – TO THE EXTENT POSSIBLE – MAKE MAXIMUM USE OF THE ELECTRONIC OPTIONS PROVIDED, IT BEING THE USE OF THE ABN AMRO PLATFORM (www.abnamro.com/evoting) OR THE USE OF E-MAIL.

1. Telenet will hold the 2020 Shareholders' Meetings at the announced date and time

Taking into account the COVID-19 pandemic, the recommendations of public authorities and in the interest of the persons otherwise physically attending the shareholders' meetings of the Company, the Board has, after due and careful consideration decided that it is in the interest of Telenet and its stakeholders to hold the 2020 Shareholders' Meetings at the date (29 April 2020) and hour (10AM CEST for the annual shareholders meeting, 11:30AM CEST for the extraordinary shareholders' meeting) provided for in the 27 March 2020 convocation.

2. The location of the extraordinary shareholders' meeting is moved

The ordinary shareholders' meeting shall be held virtually and the location of the extraordinary shareholders' meeting is moved to the offices of the notary public, currently notary public office Johan Kiebooms & Frederik Vlaminck, Amerikalei 163, 2000 Antwerp, Belgium.

3. The agenda of the 2020 Shareholders' Meetings remains unchanged

The agenda of both the annual shareholders' meeting, including the proposed approval of the announced dividend, and the extraordinary shareholders' meeting, including the proposed cancellation of shares, remains unchanged as per the 27 March 2020 convocation. The full agenda can be consulted on the website of the Company (investors.telenet.be).

4. The arrangements in relation to admission to and participation in the 2020 Shareholders' Meetings have been changed upon decision by the Board

In light of the current Corona and Covid-19 pandemic, the Board, (i) in the interest of the stakeholders of the 2020 Shareholders' Meetings, being first and foremost the shareholders, but also the individual directors, officers, statutory auditor, notary public and the employees of the Company assisting at such meetings as the Board believes that it is not possible in the current circumstances to guarantee to these stakeholders that the 2020 Shareholders' Meetings can be organised in a manner that avoids all risks of the Covid-19 virus spreading further as aimed at by the measures taken by the Belgian government to fight the Covid-19 pandemic, and (ii) utilising the options provided by the Royal Decree dated 9 April 2020 concerning diverse matters concerning co-ownership and the law relating to companies and associations in the combat against the Covid-19 pandemic, published on 9 April 2020 in the Belgian Official Gazette, has made certain decisions impacting the arrangements as to the admission and participation in the 2020 Shareholders' Meetings.

The Board has decided that, for the 2020 Shareholders' Meetings:

- Shareholders' can only participate by (i) submitting a validly completed proxy form within the (amended) deadline as detailed below or (ii) providing a validly completed form for voting by letter within the (amended) deadline as detailed below. In the proxy form, only the chairman of the Board, currently IDW Consult BV, represented by Mr Bert De Graeve, may be indicated as proxyholder, using the (amended) proxy form as referred to below;¹
- The 2020 Shareholders' Meetings shall be held *without* physical attendance of shareholders or any other persons otherwise entitled to attend;
- Any questions to the directors/and or the statutory auditor of Telenet shall be submitted in writing only within the (amended) deadline as detailed below. Such written questions will be responded to before voting at the 2020 Shareholders' Meetings by publication of the responses on the website of the Company (investors.telenet.be).

This means the arrangements as provided for in the 27 March 2020 convocation of the 2020 Shareholders' Meetings have been altered, including the timing and documentation. The section "*Participation to the annual and extraordinary general shareholders' meeting*" of the

¹ Any proxy granted to another person than the aforementioned proxyholder and containing precise voting instructions will be taken into account; however such other proxyholder will not be allowed to attend the 2020 Shareholders' Meetings.

27 March 2020 convocation to the 2020 Shareholders' Meetings should hence be read as set out below.

A pro forma re-drafted convocation can be found on Telenet's investor relations website (investors.telenet.be).

GIVEN THE POTENTIAL IMPACT OF THE COVID-19 PANDEMIC ON THE POSSIBILITY TO PROVIDE DOCUMENTS IN PHYSICAL FORM (IN WRITING, BY COURIER, BY POST OR LETTER) TO THE COMPANY, THE SHAREHOLDERS ARE REQUESTED TO – TO THE EXTENT POSSIBLE – MAKE MAXIMUM USE OF THE ELECTRONIC OPTIONS PROVIDED, IT BEING THE USE OF THE ABN AMRO PLATFORM (www.abnamro.com/evoting) OR THE USE OF E-MAIL.

a. Registration date

Only the persons who are shareholder on the registration date are entitled to participate in and, if applicable, vote at the annual and/or extraordinary general shareholders' meeting. The registration date for the annual and extraordinary general shareholders' meeting is **15 April 2020 at midnight (24:00, Central European Summer Time)**.

b. Conditions of admission

To be admitted to the annual and/or extraordinary general shareholders' meeting, the shareholders must fulfil the following conditions:

i. Registration

Shareholders must be registered as shareholders on the registration date:

- for registered shares, based on the registration of the shares in the share register of the Company;
- for dematerialized shares, on the basis of the registration of the shares in the accounts of a recognized account holder or clearing institution.

ii. Notification

Shareholders must, **before or at the latest on 23 April 2020**, notify their intention to participate in the annual and/or extraordinary general shareholders' meeting:

- electronically to ABN AMRO Bank N.V. via www.abnamro.com/evoting (in the case of dematerialized shares, whether or not through the intervention of a financial intermediary acting on instruction of the shareholder);
- by e-mail to the Company, at corporategovernance@telenetgroup.be; or
- by post addressed to the Company, at Liersesteenweg 4, 2800 Mechelen, Belgium, to the attention of the Company Secretary, or at the Company's registered office.

Holders of dematerialized shares must attach a certificate to the notification, delivered by the recognized account holder or clearing institution, evidencing the number of dematerialized shares registered in the name of the shareholder on its accounts on the registration date, which such shareholder has indicated that it wants to participate with at the annual and/or extraordinary general shareholders' meeting.

In the event of an electronic notification to ABN AMRO Bank N.V., the accredited account holder or clearing institution must provide such attestation electronically via the following website: www.abnamro.com/intermediary.

c. Participation

EXCEPTIONALLY, IN THE COMBAT AGAINST THE COVID 19-PANDEMIC, SHAREHOLDERS CANNOT PARTICIPATE IN PERSON, BUT ONLY BY PROXY OR BY LETTER.

IN ACCORDANCE WITH THE APPLICABLE COVID 19 EMERGENCY LEGISLATION, THE DEADLINE FOR PROVISION OF PROXIES AND LETTERS HAS BEEN EXTENDED TO 25 APRIL 2020, HOWEVER, GIVEN THAT THE ADMISSION CONDITIONS REMAIN APPLICABLE, SHAREHOLDERS ARE REMINDED THAT THE DEADLINE FOR THE FULFILMENT OF SUCH ADMISSION CONDITIONS ALSO REMAINS APPLICABLE, I.E. 23 APRIL 2020. REFER TO THE SECTION “CONDITIONS OF ADMISSION” ABOVE FOR MORE DETAILS.

i. Powers of attorney

The shareholder who fulfilled the admission requirements can participate in the annual and/or extraordinary general shareholders’ meeting by proxy to the chairman of the Board, currently IDW Consult BV, represented by its permanent representative Mr Bert De Graeve.²

The shareholder who wishes to be represented by proxy must deliver a power of attorney in written or electronic form **on 25 April 2020** at the latest, as set out below:

- the electronic power of attorney is available to the shareholders who have registered electronically, by using the ABN AMRO platform (www.abnamro.com/evoting) where the shareholder can issue a proxy with voting instructions via an electronic form;
- the written power of attorney is made available by the Board on the website of the Company (investors.telenet.be).

With respect to the 2020 Shareholders’ Meetings dated and signed power of attorneys must reach the Company as set out in article 36.1 of the articles of association, amongst others (i) by e-mail to corporategovernance@telenetgroup.be, or (ii) by post at Liersesteenweg 4, 2800 Mechelen, Belgium, to the attention of the Company Secretary, or at the registered office of the Company.

In addition, the shareholders are reminded that they must meet the admission requirements as described above.

ii. Voting by letter

Each shareholder further has the right to cast its votes by letter by providing a dated and signed form to the Company on 25 April 2020 at the latest.

- Use must be made of the form made available by the board of directors (i) at the registered office of the Company and (ii) on the website of the Company (investors.telenet.be).
- The form for voting by letter must be signed in writing.
- The dated and signed form for the annual shareholders’ meeting must reach the Company (i) preferably by e-mail to the Company, at corporategovernance@telenetgroup.be, or (ii) by post at Liersesteenweg 4, 2800 Mechelen, Belgium, to the attention of the Company Secretary, or at the registered office of the Company. The original form for the extraordinary shareholders’ meeting must reach the Company by post at Liersesteenweg 4, 2800 Mechelen, Belgium, to the attention of the Company Secretary, or at the registered office of the Company.

In addition, the shareholders must meet the admission requirements as described above.

d. Miscellaneous

i. Additional agenda items and proposed resolutions

As explicitly set out in the Company’s 27 March 2020 convocation to the 2020 Shareholders’ Meetings, the deadline for submission of additional agenda items and proposed resolutions

² Any proxy granted to another person than the aforementioned independent proxyholder and containing precise voting instructions will be taken into account; however such other proxyholder will not be allowed to attend the 2020 Shareholders’ Meetings.

pre-dates the date of this press release. As a consequence, it is no longer possible for shareholders to put additional items on the agenda of the 2020 Shareholders' Meetings in accordance with article 7:130 of the Belgian Companies and Associations Code.

ii. Questions to the directors and/or the statutory auditor of the Company

EXCEPTIONALLY, IN THE COMBAT AGAINST THE COVID 19-PANDEMIC, SHAREHOLDERS CANNOT PARTICIPATE IN PERSON. AS A CONSEQUENCE, THE RIGHT TO ASK QUESTIONS TO THE DIRECTORS OR STATUTORY AUDITOR OF THE COMPANY IS LIMITED TO QUESTIONS SUBMITTED IN WRITING IN ACCORDANCE WITH THE FORMALITIES SET OUT BELOW.

IN ACCORDANCE WITH THE APPLICABLE COVID 19 EMERGENCY LEGISLATION, THE DEADLINE FOR SUBMISSION OF WRITTEN QUESTIONS HAS BEEN EXTENDED TO 25 APRIL 2020, HOWEVER, GIVEN THAT THE ADMISSION CONDITIONS REMAIN APPLICABLE, SHAREHOLDERS ARE REMINDED THAT THE DEADLINE FOR THE FULFILMENT OF SUCH ADMISSION CONDITIONS ALSO REMAINS APPLICABLE, I.E. 23 APRIL 2020. REFER TO THE SECTION "CONDITIONS OF ADMISSION" ABOVE FOR MORE DETAILS.

Each shareholder has the right to ask questions to the directors or the statutory auditor of the Company relating to items on the agenda of the annual and/or extraordinary general shareholders' meeting, provided that he/she has complied with the admission conditions as set out above.

Questions can be submitted in writing prior to the meeting. Written questions must reach the Company (i) by mail at Liersesteenweg 4, 2800 Mechelen, Belgium, to the attention of the Company Secretary or at the registered office of the Company, or (ii) by e-mail at corporategovernance@telenetgroup.be, **before or at the latest on 25 April 2020**.

The answers to the written questions will be responded to before voting at the 2020 Shareholders' Meetings by publication of the responses on the website of the Company (investors.telenet.be).

iii. Documents

The following documentation (updated as the case may be) is available on the Company's website (investors.telenet.be) as of today:

- The 27 March 2020 convocation, although the shareholders are reminded that the admission and participation to the 2020 Shareholders' Meetings has been altered as set out in this press release;
- A pro-forma update of the 27 March 2020 convocation, consolidating the changes made to the initial convocation as set out in this press release;
- the total number of shares and voting rights on the date of the convocation;
- the documents to be presented to the shareholders' meeting; and
- the forms for the notification of registration, voting by proxy (as amended) and the voting by letter (as amended).

Shareholders can also obtain a free copy of this documentation at the registered office of the Company (Neerveldstraat 107, 1200 Sint-Lambrechts-Woluwe, Belgium).

Additionally, the Company has made the agenda of the 2020 Shareholders' Meetings available on its website as a separate document, as well as this press release.

iv. Data protection

The Company is responsible for the processing of the personal data it receives from shareholders and proxy holders in the context of the annual and extraordinary general shareholders' meeting in accordance with the applicable data protection legislation. The

processing of such personal data will in particular take place for the analysis and management of the attendance and voting procedure in relation to the annual and extraordinary general shareholders' meeting, this in accordance with the applicable legislation and the Company's Privacy Policy. This personal data will be transferred to third parties for the purpose of providing assistance in the management of attendance and voting procedures, and for analysing the composition of the investor base. The personal data will not be stored any longer than necessary in light of the aforementioned objective and will therefore be erased or made anonymous in accordance with the Company's Privacy Policy. Shareholders and proxy holders can find the Company's Privacy Policy on the Company's website. This Privacy Policy contains detailed information regarding the processing of the personal data of, among others, shareholders and proxy holders, including the rights that they can assert towards the Company in accordance with the applicable data protection legislation. Shareholders and proxy holders can exercise their rights with regard to their personal data provided to the Company by contacting the Company's Data Protection Officer via privacy@telenetgroup.be.

Contacts

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About Telenet – As a provider of entertainment and telecommunication services in Belgium, Telenet Group is always looking for the perfect experience in the digital world for its customers. Under the brand name Telenet, the company focuses on offering digital television, high-speed Internet and fixed and mobile telephony services to residential customers in Flanders and Brussels. Under the brand name BASE, it supplies mobile telephony in Belgium. The Telenet Business department serves the business market in Belgium and Luxembourg with connectivity, hosting and security solutions. More than 3,000 employees have one aim in mind: making living and working easier and more pleasant. Telenet Group is part of Telenet Group Holding NV and is quoted on Euronext Brussel under ticker symbol TNET. For more information, visit www.telenet.be. Liberty Global - one of the world's leading converged video, broadband and communications companies, innovating and empowering people in six countries across Europe to make the most of the digital revolution – owns a direct stake of 57.9% in Telenet Group Holding SA/NV (excluding any treasury shares held by the latter from time to time).

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 2019 as well as unaudited condensed consolidated interim financial statements and presentations related to the financial results for the year ended December 31, 2019 have been made available on the investor relations pages of the Company's website (<http://investors.telenet.be>).

This document has been released on 10 April 2020 at **6PM CET**