

CHAPTER I - LAW OF 2 MARCH 1989

**Form B : subsequent declaration of interest held in a listed company
consequently a percentage change or updating¹****0. To be sent to:**

- the listed company concerned
- Banking, Finance and Insurance Commission
Supervision of Financial Information and Markets
For the attention of Mr. G. Delaere
Rue du Congrès 12-14, 1000 BRUSSELS - BELGIUM
Fax: +32 2 220 59 03 – e-mail: fmi.fin@cbfa.be

1. **Name of company concerned** : TELENET GROUP HOLDING NV, a corporation organized and existing under the laws of Belgium, with registered office at Liersesteenweg 4, 2800 Mechelen and registered with the Crossroad Bank for Enterprises under number 0477.702.333.

2. **Details of the person making the declaration²** in the capacity as declarant acting for own account ~~in the capacity as declarant acting on behalf of a third party³ / in the capacity as agent⁴~~

a) *natural person*

surname + first name
address
phone number (optional)

b) *legal person*

legal form + company name	CENTAURUS CAPITAL LP
registered office	33 Cavendish Square, London, W1G 0PW United Kingdom
phone number	+ 44 (20) 7852.3800
fax number	+ 44 (20) 7852.9850
name and capacity of the signatory of the declaration	PAUL LEARY CHIEF FINANCIAL OFFICER, CENTAURUS CAPITAL LIMITED (GENERAL PARTNER OF CENTAURUS CAPITAL L.P.)

3. Items covered by the declarationPreliminary remarks

Where the declaration is made by related persons or persons acting in concert, tables I and II shall be completed as many times as necessary:

- first for each of these persons *separately*, even where none of them reach a threshold as defined by law (see Article 8, § 1, 3°, of the Royal Decree of 10 May 1989)⁵;
- then for the *group* of related persons or persons acting in concert (see Article 2, §§ 1 and 2, of the Law of 2 March 1989).

¹ See Article 8, § 2, and Article 8, § 4, of the Royal Decree of 10 May 1989.

² Cross out what is not appropriate.

³ I.e. where a third party holds rights for the account of another person.

⁴ Each time a person who is subject to declaration entrusts this task to another person.

⁵ Except in the case of natural persons acting in concert none of whom possess a number of securities representing 5% or more of effective voting rights: these may make a joint declaration, without indicating the individual holders (Article 2, § 3, paragraph 2, of the Law of 2 March 1989).

Table I : general information

Name of the company concerned	TELENET GROUP HOLDING
Rights held by / for the account of [†] (cross out what is not appropriate)	<p>CENTAURUS CAPITAL LP 33 Cavendish Square London, W1G 0PW United Kingdom</p> <p>Remark: the relevant Telenet Group Holding shares are held by two funds managed by CENTAURUS CAPITAL LP i.e. CENTAURUS ALPHA MASTER FUND LIMITED (holder of 2.767.640 shares) and GREENWAY MANAGED ACCOUNT SERIES LIMITED – PORTFOLIO E (holder of 127.524 shares).</p> <p>However, since CENTAURUS CAPITAL LP is entitled to discretionarily exercise the voting rights attached to those shares, this declaration is made by it for its own account pursuant to Article 1 of the Law of 2 March 1989 concerning the disclosure of large shareholdings of companies listed on the stock-exchange and regulating public take-over bids (see also Section 5.2.1 of Chapter 1 of the Information Guide-Transparency legislation of the BFIC).</p>
Related to	
Acting in concert with	
Date of completion of the situation giving rise to the declaration	13 November 2007
Sources relating to the denominator	Public available information on the website of TELENET GROUP HOLDING (update: 26 September 2007)

[†] Where a third party holds rights for the account of another person.

* For natural persons: surname and first name + address; for legal persons: legal form, company name and address of registered office.

Table II : calculation of the stake

	previous declaration		modification (+ or -)	new declaration	
	numerator	% ²		numerator	numerator
1. Effective voting rights attaching to securities <ul style="list-style-type: none"> • representing the capital • not representing the capital 	3.507.667	3,498	- 612.503	2.895.164	2,648
2. Future voting rights , potential or not, resulting from <ul style="list-style-type: none"> • rights and commitments for conversion into or subscription of securities to be issued, viz.: <ul style="list-style-type: none"> ◊ bond conversions ◊ loan conversions 					

² This percentage is to be calculated on the basis of the denominator used in the preceding declaration.

<ul style="list-style-type: none"> ◊ exercise of warrants ◊ others (give details as appropriate) • rights and commitments for acquisition of issued securities, viz.: <ul style="list-style-type: none"> ◊ options ◊ warrants relating to issued securities ◊ commitments arising from a contract ◊ others (give details as appropriate) 					
Total	3.507.667	3,102	- 612.503	2.895.164	2,609
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses: <ul style="list-style-type: none"> • bond conversion • exercise of warrants • others (give details as appropriate) 					
For rights and commitments from which future voting rights may arise, please specify the waiting or exercise period					
(Type + waiting/exercise period)					

4. Description of the denominator

1. Effective voting rights attaching to securities <ul style="list-style-type: none"> • representing the capital • not representing the capital 	109.313.539
2. Future voting rights, potential or not, resulting from rights and commitments for conversion into or subscription of securities to be issued, viz.: <ul style="list-style-type: none"> ◇ Conversion of Class A Profit Certificates ◇ Conversion of Class B Profit Certificates 	1.146.000 506.256
Total	110.965.795

5. Additional information to be provided if the number of securities held is equal to or greater than 20 % (see Article 8, § 1, paragraph 3, of the Royal Decree of 10 May 1989)

a. Description of the overall strategy in the course of which the acquisition or sale is made:

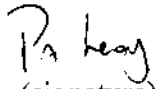
b. Number of securities rights acquired during the 12 months preceding this declaration, and manner of acquisition:

	number	manner of acquisition
1. Effective voting rights attaching to securities <ul style="list-style-type: none"> • representing capital • not representing capital 		
2. Future voting rights , potential or not, resulting from <ul style="list-style-type: none"> • rights or commitments for conversion into or subscription of securities to be issued, viz.: <ul style="list-style-type: none"> ◊ bond conversions ◊ loan conversions ◊ exercise of warrants ◊ others (give details as appropriate) • rights and commitments for subscription or acquisition of issued securities, viz.: <ul style="list-style-type: none"> ◊ options ◊ warrants relating to issued securities ◊ commitments arising from a contract ◊ others (give details as appropriate) 		

6. **Description, possibly in the form of an organizational chart, of the structure of control of the company(ies) subject to declaration (optional)**

Done on 15 November 2007 in London

PAUL LEARY, CHIEF FINANCIAL OFFICER, CENTAURUS CAPITAL LIMITED
 (GENERAL PARTNER OF CENTAURUS CAPITAL L.P.)


 (signature)

Annexes to be sent only to the Banking, Finance and Insurance Commission (mandatory by virtue of Article 4, § 1, paragraph 1, of the Law of 2 March 1989): the documents relating to the operation(s) giving rise to the declaration.