

CHAPTER I - LAW OF 2 MARCH 1989

**Form B : subsequent declaration of interest held in a listed company
consequently a percentage change or updating¹****TRANSPARENCY DECLARATION
(AS FAR AS NECESSARY AND APPLICABLE)
(REPLACING PREVIOUS TRANSPARENCY DECLARATION OF AUGUST 13, 2007)****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, Belgium, registered with the Register of Legal Persons (Belgium) under enterprise number RPR 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

registered office

phone number

fax number

name and capacity of the

signatory of the declaration

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Koen Vanhaerents

For the purpose of this Transparency Declaration Baker & McKenzie CVBA acts as attorney-in-fact (*volmachtdrager*) for the following persons:

- (a) **INVESTCO BELGIAN CABLE 1 S.à r.l.**, a limited liability company organized under Luxembourg law, with registered office at rue Martel 58, 2134 Luxembourg, Luxembourg;
- (b) **INVESTCO BELGIAN CABLE 2 S.à r.l.**, a limited liability company organized under Luxembourg law, with registered office at rue Martel 58, 2134 Luxembourg, Luxembourg;

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.

- (c) **LGI VENTURES B.V.**, a private limited liability (*besloten vennootschap*) incorporated under the laws of the Netherlands, with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53, the Netherlands;
- (d) **BELGIAN CABLE INVESTORS** (“BCI”), a Delaware general partnership (United States of America), with registered offices at c/o The Prentice-Hall Corporation System, Inc., 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, 19808, United States of America, and with offices at c/o UGC Europe, Inc., Michelin House, 81 Fulham Road, London, SW6 3RD, United Kingdom;
- (e) **EVERCORE CAPITAL PARTNERS CAYMAN L.P.**, an exempted limited partnership organized under the laws of the Cayman Islands, with registered office at Walker House, P.O. Box 265 GT, Mary Street, George Town, Grand Cayman, Cayman Islands, British West Indies, and with an office at 55 East 52nd Street, 43rd floor, New York, New York 10055, United States of America;
- (f) **EVERCORE CAPITAL PARTNERS (NQ) CAYMAN L.P.**, an exempted limited partnership organized under the laws of the Cayman Islands, with registered office at Walker House, P.O. Box 265 GT, Mary Street, George Town, Grand Cayman, Cayman Islands, British West Indies, and with an office at 55 East 52nd Street, 43rd floor, New York, New York 10055, United States of America;
- (g) **EVERCORE CAPITAL OFFSHORE PARTNERS CAYMAN L.P.**, an exempted limited partnership organized under the laws of the Cayman Islands, with registered office at Walker House, P.O. Box 265 GT, Mary Street, George Town, Grand Cayman, Cayman Islands, British West Indies, and with an office at 55 East 52nd Street, 43rd floor, New York, New York 10055, United States of America;
- (h) **EVERCORE CO-INVESTMENT PARTNERSHIP CAYMAN L.P.**, an exempted limited partnership organized under the laws of the Cayman Islands, with registered office at Walker House, P.O. Box 265 GT, Mary Street, George Town, Grand Cayman, Cayman Islands, British West Indies, and with an office at 55 East 52nd Street, 43rd floor, New York, New York 10055, United States of America (together with Evercore Capital Partners Cayman L.P., Evercore Capital Partners (NQ) Cayman L.P. and Evercore Capital Offshore Partners Cayman L.P. “Evercore”);
- (i) **CDP CAPITAL COMMUNICATIONS BELGIQUE INC.** (“CDPQ”), incorporated under the laws of Quebec, Canada, with principal place of business at 1000, Place Jean Paul Riopelle, 3rd floor, H2Z2B3, Quebec, Canada;
- (j) **FINSTRAD NV**, a corporation (*naamloze vennootschap*) organized and existing under the laws of Belgium, with registered office at Uitbreidingstraat 68, 2600 Berchem (Antwerp), Belgium, registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0444.541.991;
- (k) **IBEL NV**, a corporation (*naamloze vennootschap*) organized and existing under the laws of Belgium, with registered office at Park Atrium, Kanselarijstraat 2 box 3, 1000 Brussels, Belgium, registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0457.983.223;
- (l) **KBC PRIVATE EQUITY NV**, a corporation (*naamloze vennootschap*) organized and existing under the laws of Belgium, with registered office at Havenlaan 12, 1080 Brussels,

Belgium, registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0403.226.228;

- (m) **SOFINIM NV**, a corporation (*naamloze vennootschap*) organized and existing under the laws of Belgium, with registered office at Tervurenlaan 72, 1040 Brussels, Belgium, registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0434.330.168;
- (n) **ACKERMANS & VAN HAAREN NV**, a corporation (*naamloze vennootschap*) organized and existing under the laws of Belgium, with registered office at Spoorweglaan 1, 2610 Wilrijk, Belgium, registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0404.616.494.

This Transparency Declaration is made, as far as necessary, with respect to the situation as on August 10, 2007, and as far as necessary and applicable in accordance with Article 8, §4 of the Royal Decree of 10 May 1989. This Transparency Declaration rectifies and replaces the previous Transparency Declaration filed on August 13, 2007.

3. Items covered by the declaration

Preliminary 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)¹;
- 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 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).

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(1) INFORMATION WITH RESPECT TO CERTAIN SECURITIES

(A) Subordinated Debt Warrants:

Each Subordinated Debt Warrant entitles the holder thereof to three shares (each share a “Share”) of Telenet Group Holding NV (“Telenet Group Holding”) upon payment of an exercise price of €40. Alternatively, holders may opt for a “cashless” exercise of the Subordinated Debt Warrants. In such a case, they will be entitled to acquire a reduced number of Shares, using the value of their warrants (measured by the market value of the Shares at the time of exercise less the exercise price of the warrants) to acquire Shares at their market value. Transfers of the Subordinated Debt Warrants are subject to the same restrictions on transfers applicable to Shares under the Syndicate Agreement (as defined below). The Shares obtained by Syndicate Shareholders (other than Evercore, CDPQ and MLPE) upon exercise of the warrants are subject to the terms of the Syndicate Agreement, including the restrictions on transfers. The warrants can be exercised at any time during the exercise period ending on August 9, 2009. Effective August 10, 2007, all Subordinated Debt Warrants have been exercised.

(B) Profit Certificate Options

Telenet Group Holding adopted employee plans pursuant to which 1,500,000 rights have been issued (the “Class A Options”) which entitle the holders thereof to subscribe for Class A profit certificates of Telenet Group Holding (the “Class A Profit Certificates”), respectively 1,083,000 rights have been issued (the “Class B Options”) to subscribe for Class B profit certificates of Telenet Group Holding (the “Class B Profit Certificates”). The Class A and the Class B Options must be exercised in multiples of three, giving the right to acquire three Class A Profit Certificates against payment of €20 or three Class B Profit Certificates for €25. The HRO Committee of Telenet Group Holding determines the vesting scheme of the options at the time of grant. The HRO Committee can decide that a certain percentage of the options or, in certain circumstances, all of the options, will immediately vest and become exercisable. The portion of the options that does not immediately vest will generally vest in equal installments over a period of time following the grant, being 36 equal installments in the case of Class A Options and 48 equal installments in the case of Class B Options. In accordance with the terms of the grants, the Board of Directors of Telenet Group Holding decided at its September 2, 2005 meeting, on the advice of the HRO Committee, to accelerate vesting of a portion of the Class B Options, bringing the vesting date forward to September 22, 2005 for 122,076 of the Class B Options that had not yet vested. The Class A Options vesting scheme may be accelerated in the case of an initial public offering or a change of control. The exercise period for the Class A and the Class B Options ends on June 15, 2009 and December 22, 2009, respectively.

The Class A and the Class B Profit Certificates obtained following exercise of the options do not represent the share capital of Telenet Group Holding and do not carry voting rights or give right to attend the general shareholders’ meeting, except in certain limited circumstances provided by the Belgian Company Code. The certificates give a right to dividend, if any, and any other distribution on equal footing with other Telenet Group Holding Shares as from the year of exercise of the Class A or B Option.

Holders of Class A and B Profit Certificates are entitled to convert their Class A and Class B Profit Certificates into Shares of Telenet Group Holding as from the fifth month following exercise of the relevant Class A or Class B Options. Each certificate gives right to one Share.

(2) INVESTCO BELGIAN CABLE 1 S.À R.L.

Table I : general information

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	InvestCo Belgian Cable 1 S.à r.l. (address and legal form, see as of page 1)
Related to	InvestCo Belgian Cable 2 S.à r.l., LGI Ventures B.V., and Belgian Cable Investors
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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 	5,073,171 (**)	4.99	96,958	5,170,129 (**)	4.73
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	38,841 × 3	1.18	-38,841 × 3 (***)	0	0.00
Total	5,189,694	4.58	-19,565	5,170,129	4.66
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)					
See Section (1) on page 5.					

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

- (**) Includes 94,827 Shares that are Liquidation Dispreference Shares, which can be converted into ordinary Shares on a 1.04-for-1 basis.
- (***) 12,424 Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5. The other 26,417 Subordinated Debt Warrants have been exercised by payment of an exercise price of €40 per warrant.

(3) INVESTCO BELGIAN CABLE 2 S.À R.L.*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	InvestCo Belgian Cable 2 S.à r.l. (address and legal form, see as of page 1)
Related to	InvestCo Belgian Cable 1 S.à r.l., LGI Ventures B.V., and Belgian Cable Investors
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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 	7,135,185	7.02	0	7,135,185	6.53
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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	7,135,185	6.30	0	7,135,185	6.43
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)					
See Section (1) on page 5.					

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

(4) BELGIAN CABLE INVESTORS*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Belgian Cable Investors (address and legal form, see as of page 1)
Related to	InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., and LGI Ventures B.V.
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities					
• representing the capital	6,750,000	6.64	0	6,750,000	6.17
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◇ exercise of Subordinated Debt Warrants					
◇ conversion of Class A Profit Certificates					
◇ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◇ options					
◇ warrants relating to issued securities					
◇ commitments arising from a contract					
◇ others (give details as appropriate)					
Total	6,750,000	5.96	0	6,750,000	6.08
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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)					
See Section (1) on page 5.					

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

(5) LGI VENTURES B.V.

Table I : general information

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	LGI Ventures B.V. (address and legal form, see as of page 1)
Related to	InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., and Belgian Cable Investors
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities <ul style="list-style-type: none"> representing the capital not representing the capital 	31,523,914	31.01	0	31,523,914	28.84
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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	31,523,914	27.83	0	31,523,914	28.41
<u>Mention</u> 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)					
See Section (1) on page 5.					

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

(6) LIBERTY GROUP*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., Belgian Cable Investors, and LGI Ventures B.V. (together the "Liberty Group") (addresses and legal form, see as of page 1)
Related to	
Acting in concert with	See section (13) and section (19).
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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					
• representing the capital	50,482,270 (**)	49.65	96,958	50,579,228 (**)	46.27
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◊ exercise of Subordinated Debt Warrants	38,841 × 3	1.18	-38,841 × 3 (***)	0	0
◊ conversion of Class A Profit Certificates					
◊ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◊ options					
◊ warrants relating to issued securities					
◊ commitments arising from a contract					
◊ others (give details as appropriate)					
Total	50,598,793	44.66	-19,565	50,579,228	45.58
<u>Mention</u> Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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					

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

(Type + waiting/exercise period)

See Section (1) on page 5.

- (**) Includes 94,827 Shares that are Liquidation Dispreference Shares, which can be converted into ordinary Shares on a 1.04-for-1 basis.
- (***) 12,424 Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5. The other 26,417 Subordinated Debt Warrants have been exercised by payment of an exercise price of €40 per warrant.

(7) EVERCORE CAPITAL PARTNERS CAYMAN L.P.*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Evercore Capital Partners Cayman L.P. (address and legal form, see as of page 1)
Related to	Evercore Capital Partners (NQ) Cayman L.P., Evercore Capital Offshore Partners Cayman L.P., and Evercore Co-Investment Partnership Cayman L.P.
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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 	0	0	691,049	691,049	0.63
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	484,880 × 3	14.75	-484,880 × 3(**)	0	0
Total	1,454,640	1.28	-763,591	691,049	0.62
<u>Mention</u> 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)					
See Section (1) on page 5.					

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

- (**) All Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5.

(8) EVERCORE CAPITAL PARTNERS (NQ) CAYMAN L.P.*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Evercore Capital Partners (NQ) Cayman L.P. (address and legal form, see as of page 1)
Related to	Evercore Capital Partners Cayman L.P., Evercore Capital Offshore Partners Cayman L.P., and Evercore Co-Investment Partnership Cayman L.P.
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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 	0	0	165,427	165,427	0.15
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	116,073 × 3	3.53	-116,073 × 3(**)	0	0
Total	348,219	0.31	-182,792	165,427	0.15
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)					
See Section (1) on page 5.					

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

- (**) All Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5.

(9) EVERCORE CAPITAL OFFSHORE PARTNERS CAYMAN L.P.*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Evercore Capital Offshore Partners Cayman L.P. (address and legal form, see as of page 1)
Related to	Evercore Capital Partners Cayman L.P., Evercore Capital Partners (NQ) Cayman L.P., and Evercore Co-Investment Partnership Cayman L.P.
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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 	0	0	182,066	182,066	0.17
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	127,748 × 3	3.88	-127,748 × 3(**)	0	0
Total	383,244	0.34	-201,178	182,066	0.16
<u>Mention</u> 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)					
See Section (1) on page 5.					

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

- (**) All Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5.

(10) EVERCORE CO-INVESTMENT PARTNERSHIP CAYMAN L.P.*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Evercore Co-Investment Partnership Cayman L.P. (address and legal form, see as of page 1)
Related to	Evercore Capital Partners Cayman L.P., Evercore Capital Partners (NQ) Cayman L.P., and Evercore Capital Offshore Partners Cayman L.P.
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities					
• representing the capital	0	0	4,371	4,371	0,004
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◇ exercise of Subordinated Debt Warrants	3,067 × 3	0.09	-3,067 × 3(**)	0	0
◇ conversion of Class A Profit Certificates					
◇ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◇ options					
◇ warrants relating to issued securities					
◇ commitments arising from a contract					
◇ others (give details as appropriate)					
Total	9,201	0.01	-4,830	4,371	0.004
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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)					
See Section (1) on page 5.					

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

- (**) All Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5.

(11) EVERCORE*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Evercore Capital Partners Cayman L.P., Evercore Capital Partners (NQ) Cayman L.P., Evercore Capital Offshore Partners Cayman L.P., and Evercore Co-Investment Partnership Cayman L.P. (address and legal form, see as of page 1)
Related to	
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities <ul style="list-style-type: none"> representing the capital not representing the capital 	0	0	1,042,913	1,042,913	0.95
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	731,768 × 3	22.25	-731,768 × 3(**)	0	0
Total	2,195,304	1.94	-1,152,391	1,042,913	0.94
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					

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

(Type + waiting/exercise period)

See Section (1) on page 5.

(**) All Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5.

(12) CDP CAPITAL COMMUNICATIONS BELGIQUE INC.*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	CDP Capital Communications Belgique Inc. (address and legal form, see as of page 1)
Related to	
Acting in concert with	See section (13) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities <ul style="list-style-type: none"> representing the capital not representing the capital 	0	0	1,042,913	1,042,913	0.95
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	731,768 × 3	22.25	-731,768 x 3(**)	0	0
Total	2,195,304	1.94	-1,152,391	1,042,913	0.94
<u>Mention</u> 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)					
See Section (1) on page 5.					

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

- (**) All Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5.

(13) LIBERTY GLOBAL CONSORTIUM*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., Belgian Cable Investors, LGI Ventures B.V., Evercore Capital Partners Cayman L.P., Evercore Capital Partners (NQ) Cayman L.P., Evercore Capital Offshore Partners Cayman L.P., Evercore Co-Investment Partnership Cayman L.P., and CDP Capital Communications Belgique Inc. (together the "Liberty Global Consortium") (address and legal form, see as of page 1)
Related to	<ul style="list-style-type: none"> • With respect to InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., Belgian Cable Investors, and LGI Ventures B.V.: see section (6). • With respect to Evercore Capital Partners Cayman L.P., Evercore Capital Partners (NQ) Cayman L.P., Evercore Capital Offshore Partners Cayman L.P., Evercore Co-Investment Partnership Cayman L.P.: see section (11).
Acting in concert with	With respect to InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., Belgian Cable Investors, LGI Ventures B.V.: see section (19).
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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 	50,482,270 (**)	49.65	2,182,784	52,665,054 (**)	48.18
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"> ◊ exercise of Subordinated Debt Warrants ◊ conversion of Class A Profit Certificates ◊ conversion of Class B Profit Certificates • 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) 	1,502,377 × 3	45.69	-1,502,377 × 3 (***)	0	0
Total	54,989,401	48.54	-2,324,347	52,665,054	47.46

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

<u>Mention</u> 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)					
See Section (1) on page 5.					

- (**) Includes 94,827 Shares that are Liquidation Dispreference Shares, which can be converted into ordinary Shares on a 1.04-for-1 basis.
- (***) 1,475,960 Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5. The other 26,417 Subordinated Debt Warrants have been exercised by payment of an exercise price of €40 per warrant.

(14) FINSTRAD NV*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Finstrad NV (address and legal form, see as of page 1)
Related to	
Acting in concert with	See section (18) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities <ul style="list-style-type: none"> representing the capital not representing the capital 	25,962	0.03	193,431	219,393	0.20
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	64,477 × 3	1.96	-64,477 × 3	0	0
Total	219,393	0.19	0	219,393	0.20
<u>Mention</u> 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)					
See Section (1) on page 5.					

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

(15) IBEL NV

Table I : general information

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Ibel NV (address and legal form, see as of page 1)
Related to	
Acting in concert with	See section (18) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities					
• representing the capital	13,451	0.01	81,444	94,895	0.09
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◊ exercise of Subordinated Debt Warrants	27,148 x 3	0.83	-27,148 x 3	0	0
◊ conversion of Class A Profit Certificates					
◊ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◊ options					
◊ warrants relating to issued securities					
◊ commitments arising from a contract					
◊ others (give details as appropriate)					
Total	94,895	0.08	0	94,895	0.09
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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)					
See Section (1) on page 5.					

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

(16) KBC PRIVATE EQUITY NV*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of [†] (cross out what is not appropriate)	KBC Private Equity NV (address and legal form, see as of page 1)
Related to	
Acting in concert with	See section (18) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

[†] 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					
• representing the capital	3,839,485	3.78	773,694	4,613,179	4.22
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◊ exercise of Subordinated Debt Warrants	257,898 × 3	7.84	-257,898 × 3	0	0
◊ conversion of Class A Profit Certificates					
◊ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◊ options					
◊ warrants relating to issued securities					
◊ commitments arising from a contract					
◊ others (give details as appropriate)					
Total	4,613,179	4.07	0	4,613,179	4.16
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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)					
See Section (1) on page 5.					

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

(17) SOFINIM NV

Table I : general information

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Sofinim NV (address and legal form, see as of page 1)
Related to	Ackermans & Van Haaren NV
Acting in concert with	See section (18) and section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities					
• representing the capital	31,947	0.03	193,431	225,378	0.21
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◊ exercise of Subordinated Debt Warrants	64,477 x 3	1.96	-64,477 x 3	0	0
◊ conversion of Class A Profit Certificates					
◊ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◊ options					
◊ warrants relating to issued securities					
◊ commitments arising from a contract					
◊ others (give details as appropriate)					
Total	225,378	0.20	0	225,378	0.20
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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)					
See Section (1) on page 5.					

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

(18) FINANCIAL CONSORTIUM*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by /for the account of ¹ (cross out what is not appropriate)	Finstrad NV, Ibel NV, KBC Private Equity NV, and Sofinim NV (together the "Financial Consortium") (address and legal form, see as of page 1)
Related to	With respect to Sofinim NV: see section (21).
Acting in concert with	See section (19)
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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 	3,910,845	3.85	1,242,000	5,152,845	4.71
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"> ◇ exercise of Subordinated Debt Warrants ◇ conversion of Class A Profit Certificates ◇ conversion of Class B Profit Certificates 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) 	414,000 × 3	12.59	-414,000 × 3	0	0
Total	5,152,845	4.55	0	5,152,845	4.64
<u>Mention</u> 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					

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

(Type + waiting/exercise period)

See Section (1) on page 5.

(19) THE PARTIES SUB (A) TO (D) AND (J) TO (M) AS OF PAGE 1*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., Belgian Cable Investors, LGI Ventures B.V., Finstrad NV, Ibel NV, KBC Private Equity NV, Sofinim NV, (address and legal form, see as of page 1)
Related to	With respect to Sofinim NV: see section (21).
Acting in concert with	With respect to InvestCo Belgian Cable 1 S.à r.l., InvestCo Belgian Cable 2 S.à r.l., Belgian Cable Investors, LGI Ventures B.V.: see section (13).
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities					
• representing the capital	54,393,115 (**)	53.50	1,338,958	55,732,073 (**)	50.98
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◊ exercise of Subordinated Debt Warrants	452,841 x3	13.77	-452,841 x3 (****)	0	0
◊ conversion of Class A Profit Certificates					
◊ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◊ options					
◊ warrants relating to issued securities					
◊ commitments arising from a contract					
◊ others (give details as appropriate)					
Total	55,751,638	49.21	-19,565	55,732,073	50.22
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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					

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

(Type + waiting/exercise period)

See Section (1) on page 5.

- (**) Includes 94,827 Shares that are Liquidation Dispreference Shares, which can be converted into ordinary Shares on a 1.04-for-1 basis.
- (***) The Transparency Declaration that was filed on July 4, 2007 on behalf of (amongst others) the parties sub (a) to (n) as of page 1, also included information with respect to Evercore, CDP Capital Communications Belgique Inc., GIMV, Interkabel and the MICs as parties acting in concert with the parties sub (a) to (d) and (j) to (m) as of page 1. As explained in the Transparency Declaration of July 4, 2007, as a result of the exercise of all BCI Options, GIMV, Interkabel and the MICs are no longer a Syndicate Shareholder. See also section 5.a.(a) of the present Transparency Declaration. Furthermore, the shares of Evercore and CDP Capital Communications Belgique Inc. obtained via the exercise of Subordinated Debt Warrants are not Syndicate Shares. Therefore, the information relating to aforementioned entities that was included in the Transparency Declaration of July 4, 2007, is not included in the present Transparency Declaration.
- (****) 12,424 Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5. The other 440,417 Subordinated Debt Warrants have been exercised by payment of an exercise price of €40 per warrant.

(20) ACKERMANS & VAN HAAREN NV*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Ackermans & van Haaren NV (address and legal form, see as of page 1)
Related to	Sofinim NV
Acting in concert with	
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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					
• representing the capital	90,000	0.09	0	90,000	0.09
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◇ exercise of Subordinated Debt Warrants					
◇ conversion of Class A Profit Certificates					
◇ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◇ options					
◇ warrants relating to issued securities					
◇ commitments arising from a contract					
◇ others (give details as appropriate)					
Total	90,000	0.08	0	90,000	0.08
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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)					
See Section (1) on page 5.					

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

(21) ACKERMANS & VAN HAAREN NV AND SOFINIM NV*Table I : general information*

Name of the company concerned	Telenet Group Holding NV
Rights held by / for the account of ¹ (cross out what is not appropriate)	Ackermans & van Haaren NV and Sofinim NV (address and legal form, see as of page 1)
Related to	
Acting in concert with	With respect to Sofinim NV: see section (18) and section (19).
Date of completion of the situation giving rise to the declaration	August 10, 2007
Sources relating to the denominator	Telenet Group Holding NV

¹ 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	%
1. Effective voting rights attaching to securities					
• representing the capital	121,947	0.12	193,431	315,378	0.29
• not representing the capital					
2. Future voting rights , potential or not, resulting from					
• rights and commitments for conversion into or subscription of securities to be issued , viz.:					
◇ exercise of Subordinated Debt Warrants	64,477 x 3	1.96	-64,477 x 3	0	0
◇ conversion of Class A Profit Certificates					
◇ conversion of Class B Profit Certificates					
• rights and commitments for acquisition of issued securities , viz.:					
◇ options					
◇ warrants relating to issued securities					
◇ commitments arising from a contract					
◇ others (give details as appropriate)					
Total	315,378	0.28	0	315,378	0.28
Mention Rights and commitments for conversion into, subscription of or acquisition of securities, subject to conditional clauses:					
• 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)					
See Section (1) on page 5.					

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

4. Description of the denominator

	Previous Declaration (July 4, 2007)	New Declaration
1. Effective voting rights attaching to securities <ul style="list-style-type: none"> • representing the capital • not representing the capital 	101,670,497	109,313,539
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"> ◊ exercise of Subordinated Debt Warrants ◊ conversion of Class A Profit Certificates ◊ conversion of Class B Profit Certificates 	3,288,377 × 3 1,146,000 608,514	0(*) 1,146,000 506,256
Total	113,290,142	110,965,795

(*) 1,475,960 Subordinated Debt Warrants have been exercised via a cashless exercise mechanism as provided for in the issuance and exercise conditions of the warrants. See also point (A) of Section (1) on page 5. The other 1,812,417 Subordinated Debt Warrants have been exercised by payment of an exercise price of € 40 per warrant.

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:

(a) **Syndicate Agreement**

The Mixed Intercommunales (“MICs”), Interkabel Vlaanderen CVBA (“Interkabel”), GIMV, the Financial Consortium and Electrabel NV (together, the “Belgian Shareholders”) and the Liberty Global Consortium (together with the Belgian Shareholders, the “Syndicate Shareholders”) entered into a Syndicate Agreement (the “Syndicate Agreement”). The Syndicate Agreement provides that if a Syndicate Shareholder (as an aggregation, to the extent such Syndicate Shareholder is part of an aggregation) ceases to own at least 3 percent of the outstanding Shares in Telenet Group Holding, the Syndicate Agreement shall no longer apply to such Syndicate Shareholder (or such aggregation), except for those provisions of the Syndicate Agreement which as per their explicit wording contemplate effectiveness after a person ceases to be a Syndicate Shareholder, each of which expressly continuing provisions shall continue to apply in accordance with its terms. Electrabel NV, GIMV, Interkabel and the MICs are no longer a Syndicate Shareholder since they do no longer own at least 3 percent of the outstanding shares in Telenet Group Holding.

The Telenet Group Holding shares acquired by Evercore and CDP Capital Communications Belgique Inc. (“CDPQ”) upon exercise of their Subordinated Debt Warrants are not subject to the Syndicate Agreement (see also sub-section (b) below).

The Syndicate Agreement sets forth provisions that govern the business purpose of the Telenet group, the composition of the Boards of Directors of the respective companies of the

Telenet group and special voting majorities in respect of certain decisions of the Boards of Directors, including in respect of acquisitions, affiliate transactions, incurrence of debt, changes to the budget and the appointment of the Chief Executive Officer of the Telenet group. The Syndicate Agreement also contains certain voting rights and majority requirements for shareholders' votes, restricts the transferability of the Shares that are held by the Syndicate Shareholders and includes rights of first offer and a right for Syndicate Shareholders to join in the case of any sales to third parties that would acquire a majority of the Shares. Furthermore, the agreement protects the Syndicate Shareholders against dilution. In particular, it contains restrictions on increases of the share capital of Telenet Group Holding and provides that, in circumstances where the Belgian Company Code does not grant existing shareholders preferential rights, the Syndicate Shareholders will not vote in favor of such capital increase unless they are given the ability to subscribe for Shares so as to enable them to maintain their stake. For further information with respect to the foregoing, reference is made to the Prospectus that has been prepared by Telenet Group Holding in connection with its IPO in 2005. As a result of the Syndicate Shareholders having entered into a Syndicate Agreement, the current Syndicate Shareholders could be considered as parties acting in concert.

(b) Liberty Global Consortium

The Liberty Group comprises the affiliated persons LGI Ventures B.V., Belgian Cable Investors ("BCI"), InvestCo Belgian Cable 1 S.à r.l. ("InvestCo 1") and InvestCo Belgian Cable 2 S.à r.l. ("InvestCo 2"; InvestCo 1 and InvestCo 2 are sometimes together referred to as the "InvestCos"). The Liberty Group has been structured so that LGI Ventures B.V. indirectly fully controls BCI which in turn fully controls both of the InvestCos. As affiliated companies, the members of the Liberty Group are considered as parties acting in concert. The ultimate parent company of the Liberty Group is Liberty Global Inc., a NASDAQ listed company.

BCI, Evercore Capital Partners Cayman L.P., Evercore Capital Partners (NQ) Cayman L.P., Evercore Capital Offshore Partners Cayman L.P., Evercore Co-Investment Partnership Cayman L.P. (collectively, the "Evercore Entities") and CDPQ have entered into a separate shareholders' agreement containing certain arrangements relating to the shares and warrants held by the InvestCos in Telenet Group Holding concerning voting, transfer and other restrictions. As a result of the Liberty Global Consortium members having entered into such shareholders' agreement, the Liberty Global Consortium could be considered as acting in concert. The Liberty Global Consortium is comprised of the Liberty Group, the Evercore Entities and CDPQ.

The Evercore Entities previously held Telenet Group Holding shares directly and economic interests in Telenet Group Holding shares held by InvestCo 1, but no longer do so, having sold such shares to LGI Ventures B.V. in November 2006.

However, following the cashless exercise of the 731,768 Subordinated Debt Warrants held by the Evercore Entities, and of the 731,768 Subordinated Debt Warrants held by CDPQ, both the Evercore Entities and CDPQ now hold, since August 10, 2007, each 1,042,913 Telenet Group Holding shares. In addition, the Evercore Entities had economic interests in 7,597, and CDPQ had economic interests in 4,827, of the 38,841 Subordinated Debt Warrants issued by Telenet Group Holding that are held by InvestCo 1. Also these 12,424 Subordinated Debt Warrants have been subject to a cashless exercise, resulting in the issue of 17,707 Telenet Group Holding shares on August 10, 2007. These 17,707 Telenet Group Holding Shares will be transferred to the Evercore Entities and CDPQ pro rata their entitlement to these shares if and when the InvestCo shareholders' agreement is terminated.

The shares resulting from the cashless exercise of the Subordinated Debt Warrants are not to be considered as Syndicate Shares. However, the shares held by InvestCo 1, on behalf of Evercore and CDPQ, remain subject to the voting, transfer and other restrictions contained in the InvestCo shareholders' agreement. Also the other shares held directly by Evercore and CDPQ remain subject to the transfer restrictions in the InvestCo shareholders' agreement.

Neither the Evercore Entities nor CDPQ own any other economic interests or voting rights in the Telenet Group Holding shares held by the Liberty Group.

(c) The present transparency declaration

The present transparency declaration is filed, as a result of the exercise of outstanding Subordinated Debt Warrants by the Syndicate Shareholders.

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) 		

As far as applicable:

Party	Number of Shares	Subordinated Debt Warrants	Manner of Acquisition
LGI Ventures B.V.	1,611,200		Private transaction (on November 16, 2006)
		137,623	Private transaction (on November 17, 2006)
	2,109,801		Private acquisition of shares on March 6, 2007 ^(*)
	148,300		Private acquisition of shares on March 14, 2007 ^(*)
	412,869		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on March 22, 2007)
	850,000		Private acquisition of shares on March 22, 2007
	18,668,826		Exercise of BCI Call Options (on July 4, 2007)
Belgian Cable Investors	6,750,000		Exercise of BCI Call Options (on November 13, 2006)

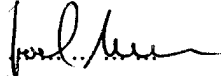
Party	Number of Shares	Subordinated Debt Warrants	Manner of Acquisition
InvestCo Belgian Cable 1 S.à.r.l.	96,958		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
Evercore Capital Partners Cayman L.P.	691,049		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
Evercore Capital Partners (NQ) Cayman L.P.	165,427		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
Evercore Capital Offshore Partners Cayman L.P.	182,066		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
Evercore Co-Investment Partnership Cayman L.P.	4,371		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
CDP Capital Communications Belgique Inc	1,042,913		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
Finstrad NV	193,431		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
Ibel NV	81,444		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
KBC Private Equity NV	773,694		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)
Sofinim NV	193,431		Acquisition of shares pursuant to the exercise of Subordinated Debt Warrants (on August 10, 2007)

Note (*) aggregating previous market purchases on Euronext by affiliated companies

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 August 28, 2007 in Brussels (Belgium)

Baker & McKenzie CVBA,
represented by Koen Vanhaerents

...i.e. ... 
(signature)

Acting as attorney-in-fact (*volmachtdrager*) for the parties mentioned as of page 1.

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.