

**FORM TR-1 BE
PART I**

1) Status of the notification

Final

2) Issuer

Name **TELENET GROUP HOLDING**
Identification number **0477-702-333**

3) Reason for the notification

An acquisition or disposal of voting securities or voting rights
Change in the nature of an agreement to act in concert

4) Notification by

Persons acting in concert who have concluded an agreement to hold, acquire or dispose of voting securities

5) Persons subject to the notification requirement

Name (& legal form for legal persons)	Address (for legal persons)
InvestCo Belgian Cable 1 S.à r.l., a limited liability company organized under Luxembourg law	rue Guillaume Kroll 5, 1025 Luxembourg, Luxembourg
InvestCo Belgian Cable 2 S.à r.l., a limited liability company organized under Luxembourg law	rue Guillaume Kroll 5, 1025 Luxembourg, Luxembourg
LGI Teletel I B.V., a private limited liability company (<i>besloten vennootschap</i>) incorporated under the laws of the Netherlands	1119 PE Schiphol-Rijk, Boeing Avenue 53, the Netherlands (Comm. Reg. 34217370)
Binan Investments B.V., a private limited liability company (<i>besloten vennootschap</i>) incorporated under the laws of the Netherlands	1119 PE Schiphol-Rijk, Boeing Avenue 53, the Netherlands (Comm. Reg.: 33256392)
Liberty Global Inc., a company incorporated under the laws of Delaware, United States of America	12300 Liberty Boulevard, Englewood, Colorado 80112, United States of America
ibel NV, a corporation (<i>naamloze vennootschap</i>) organized and existing under the laws of Belgium	Park Atrium, Kanselarijstraat 2 box 3, 1000 Brussels, Belgium (registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0457.983.223)
Vedpar S.A., a corporation organized and existing under the laws of Luxembourg	Boulevard Prince Henri 9b, L1724 Luxembourg, Luxembourg
KBC Private Equity NV, a corporation (<i>naamloze vennootschap</i>) organized and existing under the laws of Belgium	Havenlaan 12, 1080 Brussels, Belgium (registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0403.226.228)
KBC Groep NV, a corporation (<i>naamloze vennootschap</i>) organized and existing under the laws of Belgium	Havenlaan 2, 1080 Brussels, Belgium (registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0403.227.515)
Sofinim NV, a corporation (<i>naamloze vennootschap</i>) organized and existing under the laws of Belgium	Tervurenlaan 72, 1040 Brussels, Belgium (registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0434.330.168)
Stichting Administratiekantoor "Het Torentje", organized and existing under the laws of the Netherlands	Westblaak 89, 3012 KG Rotterdam, the Netherlands

6) Persons that dispose of, ... voting rights (Only to be filled in if art. 7 of the Law applies)

Name (& legal form for legal persons)	Address (for legal persons)

Please continue entering the information in part II concerning the persons referred to in points 5 and 6

Click

7) Date on which the threshold is crossed

05/03/2009 (DD/MM/YYYY)

8) Threshold that is crossed (in %)

3

If the holding has fallen below the lowest threshold, you have the option of not filling in point 10

9) Denominator

110,299,104

Please enter the denominator before filling in the data

10) Notified details

A) Voting rights	Previous notification	After the transaction			
		# of voting rights		% of voting rights	
Holders of voting rights		Linked to securities	<u>Not linked to the securities</u>	Linked to securities	<u>Not linked to the securities</u>
Liberty Global Inc.	0	0	0	0.00%	0.00%
LGI Telenet 1 B.V.	16,537,607	16,537,607	0	14.99%	0.00%
Binan Investments B.V.	39,323,914	39,323,914	0	35.65%	0.00%
subtotal	55,861,521	55,861,521	0	50.65%	0.00%
ibel NV	94,895	94,895	0	0.09%	0.00%
KBC Private Equity NV	3,286,835	2,946,508	0	2.67%	0.00%
Sofinim NV	225,378	225,378	0	0.20%	0.00%
subtotal	3,607,108	3,266,781	0	2.96%	0.00%
TOTAL		69,128,302	0	53.61%	0.00%

Start with "groups" of holders. Calculate subtotals and then finish with the persons who are "alone".
The totals and the subtotals will be updated once you have clicked on <CALCULATE>

B) Equivalent financial instruments	After the transaction					
	Type of financial instrument	Expiration date	Exercise period or date	# of voting rights that may be acquired if the instrument is exercised	% of voting rights	
				0	0.00%	
TOTAL		(in relation to all expiration dates)			0	0.00%

The totals will be updated once you have clicked on <CALCULATE>

TOTAL (Voting rights & Equivalent financial Instruments)	# of voting rights	% of voting rights
CALCULATE	59,128,302	53.61%

11) Chain of controlled undertakings through which the holding is effectively held, if applicable

Please describe, or join a diagram in attachment

See the addendum attached hereto.

12) In case of proxy voting for only one GM

Holder will cease to hold / will hold again 0 voting rights as of

13) Additional information

A) Convertible bonds and rights to subscribe to voting securities not yet issued					
Holder	Type of financial instrument	Expiration date (DD/MM/YYYY)	Exercise/Conversion period or date	Number	# of voting rights that may be acquired if the instrument is exercised/converted

B) Shares without voting rights	
Holder	Number

C) Remarks

(1) The present form should be read together with the addendum attached hereto. The information set forth in the present form is subject to the qualifications, clarifications and information set forth in the addendum attached hereto.

(2) The present form should be read together with the transparency notification that has been filed on even date herewith on behalf of the KBC group.

Done at Brussels (Belgium)

On 5/03/2009 (DD/MM/YYYY)

Name & capacity Baker & McKenzie CVBA
represented by Koen Vanhaerents
Acting as attorney-in-fact (*volmachttrager*) for the
parties mentioned sub (5)

Signature *i.o. Koen Vanhaerents*

FORM TR-1 BE PART II

Persons subject to the notification requirement

<u>Name (& legal form for legal persons)</u>	<u>Address (registered office for legal persons)</u>	<u>Phone number</u>	<u>E-mail</u>	<u>Contact person for legal persons</u>

Mandatory

<u>Name (& legal form for legal persons)</u>	<u>Address (registered office for legal persons)</u>	<u>Phone number</u>	<u>E-mail</u>	<u>Contact person for legal persons</u>
Baker & McKenzie CVBA (acting as attorney-in-fact (volmachtdrager))	Louizalaan 149, 1050 Brussels (Belgium)	+32 (0)2 639.36.1	et.com.	Meets

Invoicing data

<u>Name (& legal form for legal persons)</u>	<u>Address (registered office for legal persons)</u>	<u>Phone number</u>	<u>E-mail</u>	<u>Contact person for legal persons</u>
Baker & McKenzie CVBA	Louizalaan 149, 1050 Brussels (Belgium)	+32 (0)2 639.36.1	koen.vanhaerents@bakern	Koen Vanhaerents ; Roel Meers

The personal data provided via this form will be processed by the CBFA (Congresstraat/rue du Congrès 12-14, 1000 Brussels) in accordance with the Law of 8 December 1992 on the protection of privacy as regards the processing of personal data. The CBFA proc

**ADDENDUM TO
TRANSPARENCY NOTIFICATIONS OF
MARCH 5, 2009**

1. INTRODUCTORY NOTE

The present document is an addendum to, and should be read together with, the following Transparency Notifications of March 5, 2009 that have been filed on behalf of the parties set forth below in respect of shareholdings in Telenet Group Holding NV ("**TGH**"):

- (a) The Transparency Notification reflecting the holding of securities in TGH by the parties sub (i) to (xi) below. For further information with respect to this Transparency Notification, see in particular section 3 below (Syndicate Agreement).
- (b) The Transparency Notification reflecting the holding of securities in TGH by the parties sub (viii) and (ix) below. For further information with respect to this Transparency Notification, see in particular section 5 below (KBC Group).

The relevant parties on behalf of which the respective Transparency Notifications have been filed are:

- (i) **InvestCo Belgian Cable 1 S.à r.l.**, a limited liability company organized under Luxembourg law, with registered office at rue Guillaume Kroll 5, 1025 Luxembourg, Luxembourg (company number B 79 448);
- (ii) **InvestCo Belgian Cable 2 S.à r.l.**, a limited liability company organized under Luxembourg law, with registered office at rue Guillaume Kroll 5, 1025 Luxembourg, Luxembourg (company number B 87 905);
- (iii) **LGI Telenet I B.V.**, a private limited liability company (*besloten vennootschap*) incorporated under the laws of the Netherlands, with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53, the Netherlands (Comm. Reg. 34217370);
- (iv) **Binan Investments B.V.**, a private limited liability company (*besloten vennootschap*) incorporated under the laws of the Netherlands, with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53, the Netherlands (Comm. Reg.: 33256392);
- (v) **Liberty Global Inc.**, a company incorporated under the laws of Delaware, United States of America, with registered office at 12300 Liberty Boulevard, Englewood, Colorado 80112, United States of America;
- (vi) **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;
- (vii) **Vedipar S.A.**, a corporation organized and existing under the laws of Luxembourg, with registered office at Boulevard Prince Henri 9b, L1724 Luxembourg, Luxembourg;
- (viii) **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;
- (ix) **KBC Groep NV**, a corporation (*naamloze vennootschap*) organized and existing under the laws of Belgium, with registered office at Havenlaan 2, 1080 Brussels, Belgium, registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0403.227.515;

- (x) **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;
- (xi) **Stichting Administratiekantoor “Het Torentje”**, organized and existing under the laws of the Netherlands, with registered office at Westblaak 89, 3012 KG Rotterdam, the Netherlands.

The Transparency Notifications are filed, as far as necessary and applicable, following the transfer of shares in TGH by KBC Private Equity NV and other entities of the KBC Group and the termination of the Syndicate Agreement vis-à-vis the Financial Consortium referred to in section 3.

2. LIBERTY GROUP

- (a) The Liberty Group comprises the affiliated persons, InvestCo Belgian Cable 1 S.à r.l. (“*InvesCo1*”), InvestCo Belgian Cable 2 S.à r.l. (“*InvestCo2*”), LGI Telenet I B.V. and Binan Investments B.V. The Liberty Group has been structured so that Binan Investments B.V. fully controls LGI Telenet I B.V. which on its turn fully controls both of InvestCo1 and InvestCo2. The ultimate parent company of the Liberty Group is Liberty Global Inc., a NASDAQ listed company. The control chain as well as a group structure chart of the Liberty Group is attached hereto as Annex A. InvestCo1 and InvestCo 2 currently do not own any shares in TGH but are still a party to the Syndicate Agreement (see section 3 below).
- (b) The TGH shares held by LGI Telenet I B.V. include 94,827 shares that are Liquidation Dispreference Shares, which can be converted into ordinary shares of TGH on a 1.04-for-1 basis.

3. SYNDICATE AGREEMENT

- (a) The Mixed Intercommunales (“*MICs*”), Interkabel Vlaanderen CVBA (“*Interkabel*”), GIMV, the Financial Consortium and Electrabel NV (together, the “*Belgian Shareholders*”), the Liberty Group and a number of other investors (together with the Belgian Shareholders, the “*Syndicate Shareholders*”) entered into a Syndicate Agreement (the “*Syndicate Agreement*”).
- (b) 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 TGH 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 TGH in connection with its IPO in 2005. As a result of the Syndicate Shareholders having entered into a Syndicate Agreement, the Syndicate Shareholders could be considered as parties acting in concert.
- (c) It should be noted that the rights of first offer provided for in the Syndicate Agreement with respect to transfers of shares in TGH do not apply to certain market sales. Within this context, KBC Private Equity NV sold TGH shares via market sales.

- (d) 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 TGH, 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 TGH.

The Financial Consortium (as an aggregation) consisted of Ibel NV, KBC Private Equity NV and Sofinim NV. As a result of market sales carried out by KBC Private Equity NV (as referred to above), the aggregate number of TGH shares held by the respective members of the Financial Consortium dropped below 3 percent of the outstanding shares in TGH. As a result hereof, the Financial Consortium members are also no longer a Syndicate Shareholder and the members of the Liberty Group are the only remaining Syndicate Shareholders.

4. IBEL GROUP

Ibel NV is a wholly owned subsidiary of Cobepa NV. 95 % of Cobepa NV is owned by SA Cobehold. 52,73 % of SA Cobehold is owned by Vedihold S.A. and 100 % of Vedihold S.A. is owned by Vedipar S.A.

5. KBC GROUP

KBC Private Equity NV is a wholly owned subsidiary of KBC Bank NV, and KBC Bank NV is a wholly owned subsidiary of KBC Groep NV.

6. AVH GROUP

Sofinim NV is controlled by Ackermans & van Haaren NV; Ackermans & van Haaren NV is controlled by Scaldis Invest NV; Scaldis Invest NV is controlled by Belfimas NV; Belfimas NV is controlled by Celfloor S.A.; Celfloor S.A. is controlled by Apodia International Holding B.V.; Apodia International Holding B.V. is controlled by Palamount N.V., and Palamount N.V. is controlled by Stichting Administratiekantoor "Het Torentje".

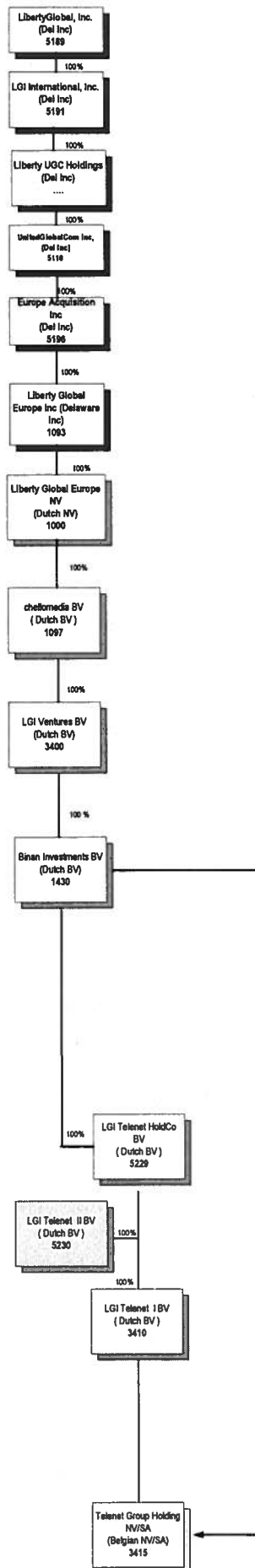
Annex A:

Liberty Group – Control Chain

- a) Investco Belgian Cable 1 is a 84,57 % subsidiary of LGI Telenet 1 B.V., a private limited liability company organised under Dutch law with registered office at 1119PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34217370);
- b) Investco Belgian Cable 2 is a 84,55% subsidiary of LGI Telenet 1 B.V.;
- c) LGI Telenet 1 B.V. is a 100% subsidiary of LGI Telenet HoldCo B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34279666);
- d) LGI Telenet HoldCo B.V. is a 100% subsidiary of Binan Investments B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 33256392);
- e) Binan Investments B.V. is a 100% subsidiary of LGI Ventures B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34199001);
- f) LGI Ventures B.V. is a 100% subsidiary of Chellomedia B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34169555);
- g) Chellomedia B.V. is a 100% subsidiary of Liberty Global Europe N.V., a limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 33274976);
- h) Liberty Global Europe N.V. is a 100 % subsidiary of Liberty Global Europe, Inc., a company organised under Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- i) Liberty Global Europe, Inc. is a 100% subsidiary of Europe Acquisitions, Inc., a company organised under Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- j) Europe Acquisitions, Inc. is a 100% subsidiary of UnitedGlobalCom, Inc., a company under organised Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- k) UnitedGlobalCom, Inc. is a 100% subsidiary of Liberty UGC Holdings Inc., a company organised under Colorado law (USA) with registered office at 1560 Broadway, Suite 2090, Denver, Colorado;
- l) Liberty UGC Holdings Inc. is a 100% subsidiary of LGI International Inc., a company organised under Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- m) LGI International Inc., is a 100% subsidiary of Liberty Global Inc., a company organised under Delaware law (USA) with registered office at 12300 Liberty Boulevard, Englewood, Colorado 80112.



Addendum to Transparency Notifications



**FORM TR-1 BE
PART I**

1) Status of the notification

Final

2) Issuer

Name **TELENET GROUP HOLDING**
Identification number **0477-702-333**

3) Reason for the notification

An acquisition or disposal of voting securities or voting rights

4) Notification by

A parent undertaking or a controlling person

5) Persons subject to the notification requirement

Name (& legal form for legal persons)	Address (for legal persons)
KBC Private Equity NV, a corporation (<i>naamloze vennootschap</i>) organized and existing under the laws of Belgium	Havenlaan 12, 1080 Brussels, Belgium (registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0403.226.228)
KBC Groep NV, a corporation (<i>naamloze vennootschap</i>) organized and existing under the laws of Belgium	Havenlaan 2, 1080 Brussels, Belgium (registered with the Register of Legal Persons (Belgium) under enterprise number RPR 0403.227.515)

6) Persons that dispose of, ... voting rights (Only to be filled in if art. 7 of the Law applies)

Name (& legal form for legal persons)	Address (for legal persons)

Please continue entering the information in part II concerning the persons referred to in points 5 and 6

Click

7) Date on which the threshold is crossed

05/03/2009 (DD/MM/YYYY)

8) Threshold that is crossed (in %)

If the holding has fallen below the lowest threshold, you have the option of not filling in point 10

9) Denominator

110,299,104

Please enter the denominator before filling in the data

10) Notified details

A) Voting rights	Previous notification	After the transaction			
	# of voting rights	# of voting rights		% of voting rights	
		Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Holdings of voting rights					
KBC Groep NV	0	0	0	0.00%	0.00%
KBC Private Equity NV	3,286,835	2,946,508	0	2.67%	0.00%
Other entities controlled by KBC Groep NV	577,730	317,603	0	0.29%	0.00%
subtotal	3,864,565	3,264,111	0	2.96%	0.00%
TOTAL		3,264,111	0	2.96%	0.00%

Start with "groups" of holders. Calculate subtotals and then finish with the persons who are "alone".
 The totals and the subtotals will be updated once you have clicked on <CALCULATE>

B) Equivalent financial instruments	After the transaction				
	Type of financial instrument	Expiration date	Exercise period or date	# of voting rights that may be acquired if the instrument is exercised	% of voting rights
Holdings of equivalent financial instruments					
				0	0.00%
TOTAL		(in relation to all expiration dates)		0	0.00%

The totals will be updated once you have clicked on <CALCULATE>

TOTAL (Voting rights & Equivalent financial Instruments)	# of voting rights	% of voting rights
	3,264,111	2.96%

11) Chain of controlled undertakings through which the holding is effectively held, if applicable

Please describe, or join a diagram in attachment

See the addendum attached hereto.

12) In case of proxy voting for only one GM

Holder will cease to hold / will hold again 0 voting rights as of

13) Additional information

A) Convertible bonds and rights to subscribe to voting securities not yet issued					
Holder	Type of financial instrument	Expiration date (DD/MM/YYYY)	Exercise/Conversion period or date	Number	# of voting rights that may be acquired if the instrument is exercised/converted

B) Shares without voting rights	
Holder	Number

C) Remarks

(1) The present form should be read together with the addendum attached hereto. The information set forth in the present form is subject to the qualifications, clarifications and information set forth in the addendum attached hereto.

(2) The present form should be read together with the transparency notification that has been filed on even date herewith on behalf of (inter alia) the Liberty Group and the former Financial Consortium.

Done at Brussels (Belgium)

On 5/03/2009 (DD/MM/YYYY)

Name & capacity Baker & McKenzie CVBA
represented by Koen Vanhaerents
Acting as attorney-in-fact (*volmachtdrager*) for the
parties mentioned sub (5)

Signature *i.o. falder*

FORM TR-1 BE PART II

Persons subject to the notification requirement

<u>Name</u> <i>(& legal form for legal persons)</i>	<u>Address</u> <i>(registered office for legal persons)</i>	<u>Phone number</u>	<u>E-mail</u>	<u>Contact person for legal persons</u>

Mandatory

<u>Name</u> <i>(& legal form for legal persons)</i>	<u>Address</u> <i>(registered office for legal persons)</i>	<u>Phone number</u>	<u>E-mail</u>	<u>Contact person for legal persons</u>
Baker & McKenzie CVBA (acting as attorney-in-fact (volmachtdrager))	Louizalaan 149, 1050 Brussels (Belgium)	+32 (0)2 639.36.11	et.com...	Meers

Invoicing data

<u>Name</u> <i>(& legal form for legal persons)</i>	<u>Address</u> <i>(registered office for legal persons)</i>	<u>Phone number</u>	<u>E-mail</u>	<u>Contact person for legal persons</u>
Baker & McKenzie CVBA	Louizalaan 149, 1050 Brussels (Belgium)	+32 (0)2 639.36.11	koen.vanhaerents@bakem	Koen Vanhaerents ; Roel Meers

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**ADDENDUM TO
TRANSPARENCY NOTIFICATIONS OF
MARCH 5, 2009**

1. INTRODUCTORY NOTE

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- (a) The Transparency Notification reflecting the holding of securities in TGH by the parties sub (i) to (xi) below. For further information with respect to this Transparency Notification, see in particular section 3 below (Syndicate Agreement).
- (b) The Transparency Notification reflecting the holding of securities in TGH by the parties sub (viii) and (ix) below. For further information with respect to this Transparency Notification, see in particular section 5 below (KBC Group).

The relevant parties on behalf of which the respective Transparency Notifications have been filed are:

- (i) **InvestCo Belgian Cable 1 S.à r.l.**, a limited liability company organized under Luxembourg law, with registered office at rue Guillaume Kroll 5, 1025 Luxembourg, Luxembourg (company number B 79 448);
- (ii) **InvestCo Belgian Cable 2 S.à r.l.**, a limited liability company organized under Luxembourg law, with registered office at rue Guillaume Kroll 5, 1025 Luxembourg, Luxembourg (company number B 87 905);
- (iii) **LGI Telenet I B.V.**, a private limited liability company (*besloten vennootschap*) incorporated under the laws of the Netherlands, with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53, the Netherlands (Comm. Reg. 34217370);
- (iv) **Binan Investments B.V.**, a private limited liability company (*besloten vennootschap*) incorporated under the laws of the Netherlands, with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53, the Netherlands (Comm. Reg.: 33256392);
- (v) **Liberty Global Inc.**, a company incorporated under the laws of Delaware, United States of America, with registered office at 12300 Liberty Boulevard, Englewood, Colorado 80112, United States of America;
- (vi) **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;
- (vii) **Vedipar S.A.**, a corporation organized and existing under the laws of Luxembourg, with registered office at Boulevard Prince Henri 9b, L1724 Luxembourg, Luxembourg;
- (viii) **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;
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- (x) **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;
- (xi) **Stichting Administratiekantoor “Het Torentje”**, organized and existing under the laws of the Netherlands, with registered office at Westblaak 89, 3012 KG Rotterdam, the Netherlands.

The Transparency Notifications are filed, as far as necessary and applicable, following the transfer of shares in TGH by KBC Private Equity NV and other entities of the KBC Group and the termination of the Syndicate Agreement vis-à-vis the Financial Consortium referred to in section 3.

2. LIBERTY GROUP

- (a) The Liberty Group comprises the affiliated persons, InvestCo Belgian Cable 1 S.à r.l. (“*InvesCo1*”), InvestCo Belgian Cable 2 S.à r.l. (“*InvestCo2*”), LGI Telenet I B.V. and Binan Investments B.V. The Liberty Group has been structured so that Binan Investments B.V. fully controls LGI Telenet I B.V. which on its turn fully controls both of InvestCo1 and InvestCo2. The ultimate parent company of the Liberty Group is Liberty Global Inc., a NASDAQ listed company. The control chain as well as a group structure chart of the Liberty Group is attached hereto as Annex A. InvestCo1 and InvestCo 2 currently do not own any shares in TGH but are still a party to the Syndicate Agreement (see section 3 below).
- (b) The TGH shares held by LGI Telenet I B.V. include 94,827 shares that are Liquidation Dispreference Shares, which can be converted into ordinary shares of TGH on a 1.04-for-1 basis.

3. SYNDICATE AGREEMENT

- (a) The Mixed Intercommunales (“*MICs*”), Interkabel Vlaanderen CVBA (“*Interkabel*”), GIMV, the Financial Consortium and Electrabel NV (together, the “*Belgian Shareholders*”), the Liberty Group and a number of other investors (together with the Belgian Shareholders, the “*Syndicate Shareholders*”) entered into a Syndicate Agreement (the “*Syndicate Agreement*”).
- (b) 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 TGH 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 TGH in connection with its IPO in 2005. As a result of the Syndicate Shareholders having entered into a Syndicate Agreement, the Syndicate Shareholders could be considered as parties acting in concert.
- (c) It should be noted that the rights of first offer provided for in the Syndicate Agreement with respect to transfers of shares in TGH do not apply to certain market sales. Within this context, KBC Private Equity NV sold TGH shares via market sales.

- (d) 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 TGH, 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 TGH.

The Financial Consortium (as an aggregation) consisted of Ibel NV, KBC Private Equity NV and Sofinim NV. As a result of market sales carried out by KBC Private Equity NV (as referred to above), the aggregate number of TGH shares held by the respective members of the Financial Consortium dropped below 3 percent of the outstanding shares in TGH. As a result hereof, the Financial Consortium members are also no longer a Syndicate Shareholder and the members of the Liberty Group are the only remaining Syndicate Shareholders.

4. IBEL GROUP

Ibel NV is a wholly owned subsidiary of Cobepa NV. 95 % of Cobepa NV is owned by SA Cobehold. 52,73 % of SA Cobehold is owned by Vedihold S.A. and 100 % of Vedihold S.A. is owned by Vedipar S.A.

5. KBC GROUP

KBC Private Equity NV is a wholly owned subsidiary of KBC Bank NV, and KBC Bank NV is a wholly owned subsidiary of KBC Groep NV.

6. AVH GROUP

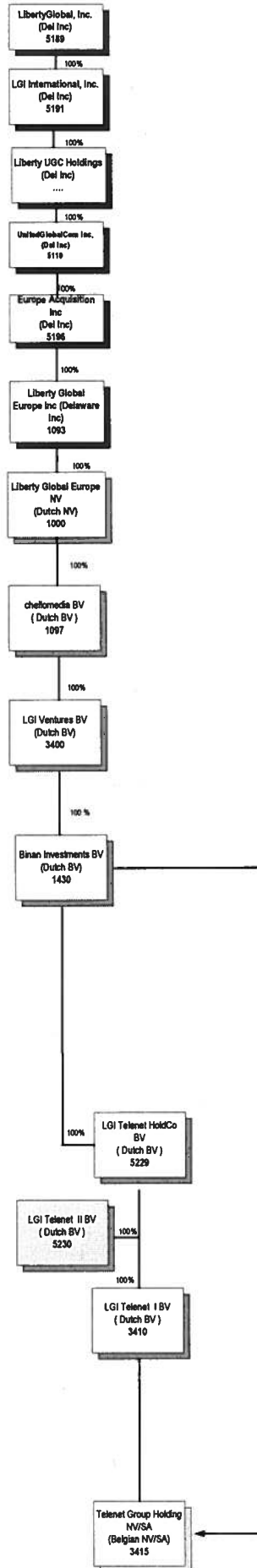
Sofinim NV is controlled by Ackermans & van Haaren NV; Ackermans & van Haaren NV is controlled by Scaldis Invest NV; Scaldis Invest NV is controlled by Belfimas NV; Belfimas NV is controlled by Celfloor S.A.; Celfloor S.A. is controlled by Apodia International Holding B.V.; Apodia International Holding B.V. is controlled by Palamount N.V., and Palamount N.V. is controlled by Stichting Administratiekantoor "Het Torentje".

Annex A:

Liberty Group – Control Chain

- a) Investco Belgian Cable 1 is a 84,57 % subsidiary of LGI Telenet 1 B.V., a private limited liability company organised under Dutch law with registered office at 1119PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34217370);
- b) Investco Belgian Cable 2 is a 84,55% subsidiary of LGI Telenet 1 B.V.;
- c) LGI Telenet 1 B.V. is a 100% subsidiary of LGI Telenet HoldCo B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34279666);
- d) LGI Telenet HoldCo B.V. is a 100% subsidiary of Binan Investments B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 33256392);
- e) Binan Investments B.V. is a 100% subsidiary of LGI Ventures B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34199001);
- f) LGI Ventures B.V. is a 100% subsidiary of Chellomedia B.V., a private limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 34169555);
- g) Chellomedia B.V. is a 100% subsidiary of Liberty Global Europe N.V., a limited liability company organised under Dutch law with registered office at 1119 PE Schiphol-Rijk, Boeing Avenue 53 (Comm. Reg. nr. 33274976);
- h) Liberty Global Europe N.V. is a 100 % subsidiary of Liberty Global Europe, Inc., a company organised under Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- i) Liberty Global Europe, Inc. is a 100% subsidiary of Europe Acquisitions, Inc., a company organised under Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- j) Europe Acquisitions, Inc. is a 100% subsidiary of UnitedGlobalCom, Inc., a company under organised Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- k) UnitedGlobalCom, Inc. is a 100% subsidiary of Liberty UGC Holdings Inc., a company organised under Colorado law (USA) with registered office at 1560 Broadway, Suite 2090, Denver, Colorado;
- l) Liberty UGC Holdings Inc. is a 100% subsidiary of LGI International Inc., a company organised under Delaware law (USA) with registered office at 2711, Centerville Road, Suite 400, Wilmington, Delaware 19808 and having an office at Englewood Colorado 80112, 12300 Liberty Boulevard;
- m) LGI International Inc., is a 100% subsidiary of Liberty Global Inc., a company organised under Delaware law (USA) with registered office at 12300 Liberty Boulevard, Englewood, Colorado 80112.

Addendum to Transparency Notifications



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