

**VOTING LETTER**

**Extraordinary General Shareholders' Meeting**

**6 December 2022**

***This is an unofficial English translation, for information purposes only.  
Please only sign and return the original Dutch version.***

The signed Dutch version of the voting letter shall be returned to  
Telenet Group Holding NV (*the Company*) by mail  
at the latest on **30 November 2022** to:

Telenet Group Holding NV  
Company Secretary  
Liersesteenweg 4  
2800 Mechelen, Belgium

Or by e-mail to:

[corporategovernance@telenetgroup.be](mailto:corporategovernance@telenetgroup.be)

**The Undersigned** (name and first name / Name of the Company)

.....

**Residing / Registered Office**

.....

Owner of

(Number)
----------

Shares of Telenet Group Holding NV

Nature of shares  dematerialized  
 registered

**votes by letter in the following way with respect to the Extraordinary General Shareholders' Meeting, which will be held on Tuesday 6 December 2022.**

**My vote on each of the proposed resolutions is as follows:**  
(please mark the appropriate boxes)

**1. Transfer of Golden Shares**

*Proposed resolution:* Amendment and restatement of article 15.1 of the articles of association as follows:

“Article 15.1:

*15.1 Golden Shares shall only be transferable but always be freely transferable to other associations between communes and to communes, provinces or any other public law entities or private companies directly or indirectly controlled by public law entities or Fluvius System Operator CV (“Public Law Entities”).*

*In case the existing holders or the transferees would no longer be Public Law Entities, these entities will Transfer the concerned Golden Shares to an entity which qualifies as Public Law Entity within four weeks as of the date on which they have legally ceased to be Public Law Entities.”*

<input type="checkbox"/> FOR	<input type="checkbox"/> AGAINST	<input type="checkbox"/> ABSTENTION
------------------------------	----------------------------------	-------------------------------------

**2. Acknowledgment of the proposed merger between Interkabel Vlaanderen CV, holder of 16 liquidation dispreference shares in Telenet Group Holding NV, and Fluvius System Operator CV, as a result of which the liquidation dispreference shares will be transferred by operation of law to Fluvius System Operator CV at the time of the proposed merger.**

**3. Cancellation of shares**

*Proposed resolution:* cancellation of six hundred thirty-one thousand eight hundred nineteen (631,819) own shares that the Company has acquired under the past and closed share repurchase programs. The unavailable reserve that has been created in accordance with the provisions of article 7:217 §2 of the Belgian Code of Companies and Associations, will be abrogated as set forth under article 7:219 §4 of the Belgian Code of Companies and Associations.

The text of paragraph 6.1 Capital and shares of Article 6: Capital - Shares of the articles of association will accordingly be amended as follows:

“6.1. Capital and shares

*The capital of the company amounts twelve million seven hundred and ninety-nine thousand forty-nine euro forty cents (€ 12,799,049.40).*

*It is represented by one hundred and twelve million one hundred and ten thousand (112,110,000) shares without par value, comprising*

*Unofficial English translation – Please sign original Dutch version*

- \* *one hundred twelve million fifteen thousand one hundred twenty seven (112,015,127) Ordinary Shares;*
- \* *thirty (30) Golden Shares;*
- \* *ninety-four thousand eight hundred forty-three (94,843) Liquidation Dispreference Shares.*

*The capital has been fully and unconditionally subscribed for and is fully paid up.”*

<input type="checkbox"/> FOR	<input type="checkbox"/> AGAINST	<input type="checkbox"/> ABSTENTION
------------------------------	----------------------------------	-------------------------------------

In case of amendments to the agenda and proposed additional resolutions as mentioned in article 7:130 of the Code of Companies and Associations, the Company will publish an amended agenda with, as the case may be, additional agenda items and additional draft resolutions **by 21 November 2022 at the latest**. In addition, the Company shall make amended forms available for votes by mail. Votes by mail that reach the Company prior to the publication of an amended agenda remain valid for the agenda items to which the votes by mail apply, subject, however, to applicable law and the further clarifications set out on the postal voting form. In accordance with the Code of Companies and Associations, a vote by letter regarding an agenda item for which a new proposed resolution was filed by a shareholder holding at least 3% of the shares, will not be taken into account.

In case of amendments to a proposed resolution or a new proposed resolution (insofar as legally possible during the extraordinary general shareholders’ meeting):<sup>1</sup>

- the Undersigned votes **for** the amended or new resolution
- the Undersigned votes **against** the amended or new resolution
- the Undersigned **abstains** from the vote on the amended or new resolution
- the following person is appointed as special proxy holder, with power of substitution, to vote in the name of the Undersigned on the amended or new resolution:

Mr./Mrs. ....

<sup>1</sup> *Absence of instructions on this form or to the proxy holder shall be tantamount to an instruction to vote for the amended or new resolution proposed by the Board of Directors.*

Done at ....., on ..... 2022.

Signature(s):.....