Proximus Group

Results presentation Q2 2018

September 2018

Reporting remarks

- All financials in the presentation are provided under IAS 18
- 2018 figures under IFRS 15 are available as from Q1 2018 in the published quarterly reports and excel factbook
- The provided 2018 guidance is under the IAS 18 standard
- Exception has been made for the household reporting (X-Play) within the Consumer segment. The financials, and derived ARPH, are provided under IFRS 15, with a 2017 pro-forma comparison.

New:

- The application of GDPR has led to a limited impact on the reported household data for the Consumer segment.
- GDPR resulted in some information no longer being available to define the composition of households
- To ease comparison, the data of the 5 prior quarters has been adjusted accordingly, <u>assuming a stable impact of</u> <u>GDPR over this period</u>

As a result :

- Total HH/SO serviced by Proximus increased (increase in 1-Play mobile and a limited reduction of 4-Play households)
- Derived KPI's such as ARPH and RGU have been restated as well, with ARPH and RGU being slightly lower.

Key achievements Q2



3

Solid EBITDA growth and increasing customer base in highly competitive market

| +45,000 | +35,000 | € 66.2 | +0.8% YoY |
|-----------------|-----------------|--------------------|----------------------------|
| Mobile postpaid | Tuttimus & Bizz | ARPH | Domestic |
| cards | all-in | +0.8% YoY | revenue |
| +6.2% YoY | +5.5% YoY | bics | € 159m |
| ICT revenue | Domestic | DM + 18.5% ۲۰۲ | FCF YTD'18 |
| growth | EBITDA | EBITDA + 12.7% ۲۰۲ | (€180m excl. acquisitions) |

Supporting upselling strategy

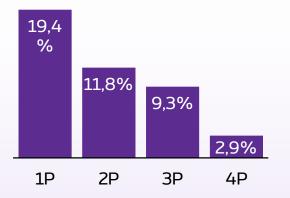
Average revenue per household increasing, in spite of regulatory and competitive headwinds.

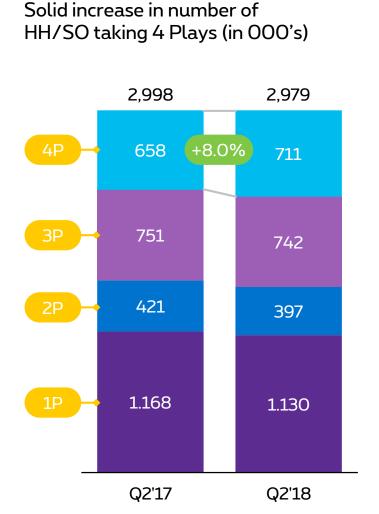
Strong uptake of all-in offers, increasing 4-Play HH/SO

Tuttimus/Bizz All-in



More Plays results in lower full-churn levels





Average revenue per Household (incl. small offices)



+ scarlet

GROUP

4

+52K 4-Play Households YoY

> **2.73** RGU's per HH +2.1% YoY



1,533

17

Q2'17

1.516

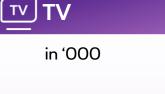
Q1'17

1.489

04'16

1.472

03'16



— net adds 🛛 🗕 Park



+51K customers YoY +3.3%

-101K lines YoY -3.8%



1.584

9

Q2'18

2,569

-25

02'18

1,575

Q1'18

2.595

Q1'18

1,560

Q4'17

2.624

Q4'17

1.543

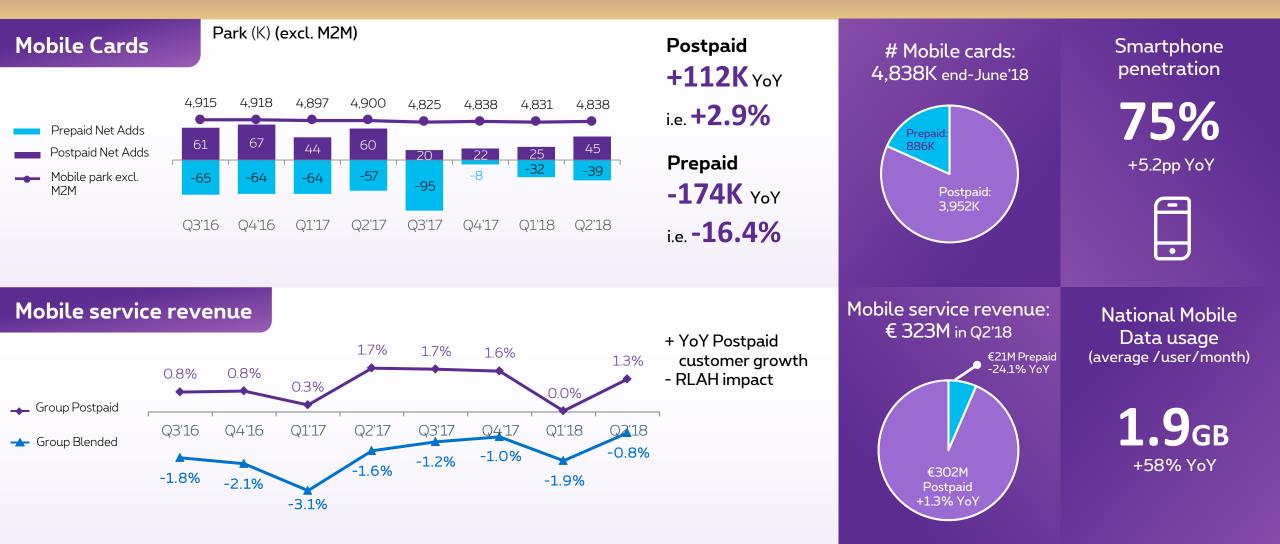
03'17

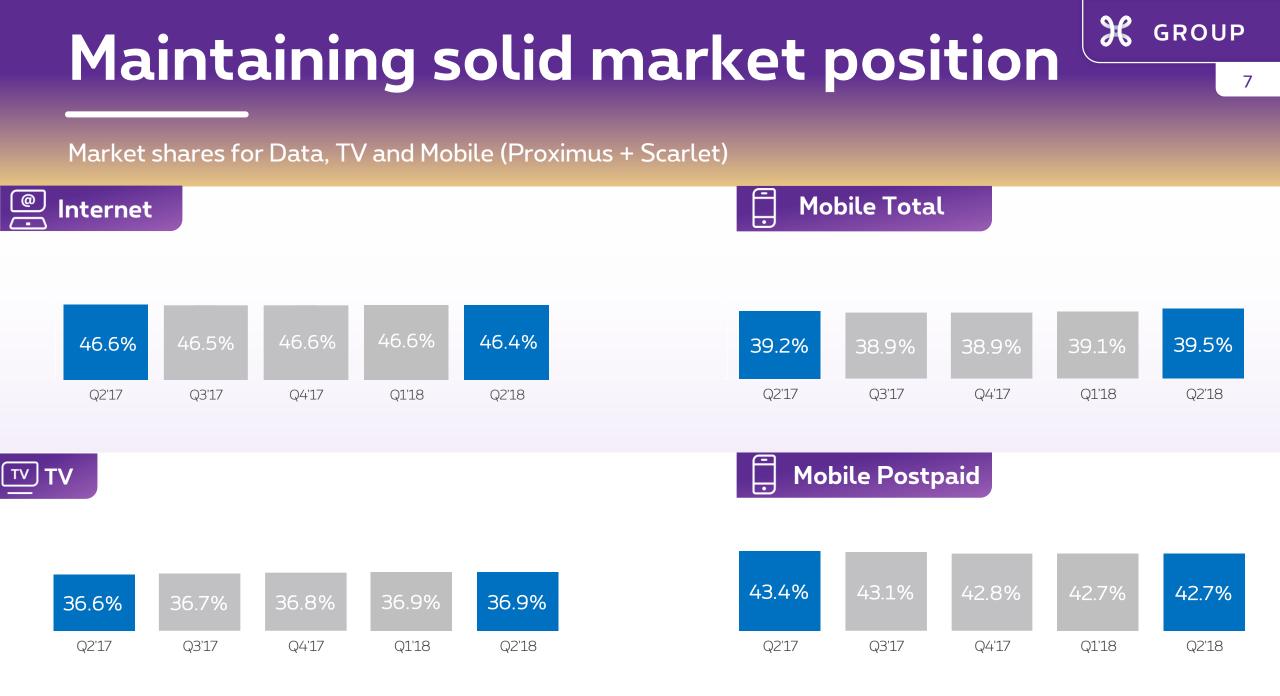
— net adds 🛛 🗕 🗕 Park

Mobile postpaid customer gain

+45,000 Postpaid cards in highly competitive mobile market, supported by World Cup campaign

GROUP





Mobile Data traffic

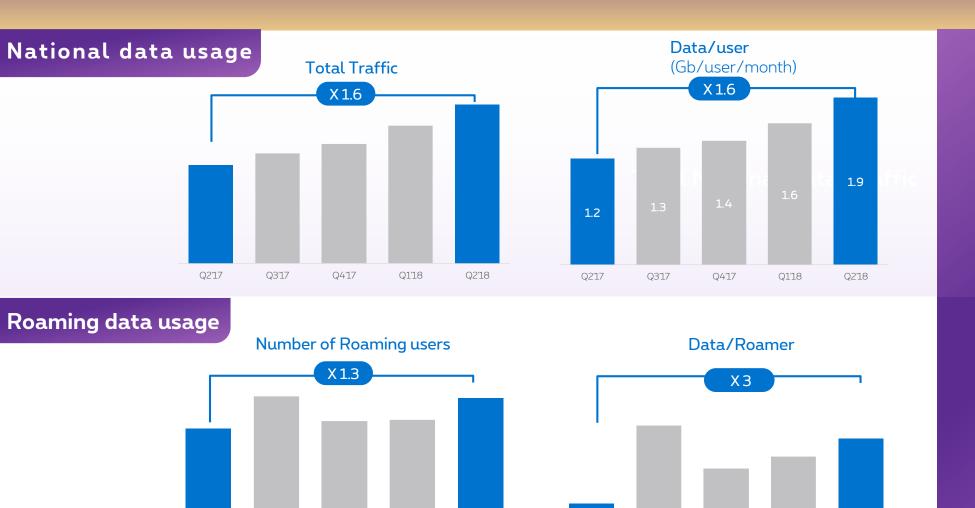
Steep increase of usage for National Data and roaming

Q2'17

Q3'17

Q4'17

Q1'18



Q2'18

Q2'17

Q4'17

Q3'17

Q1'18

Q2'18

Total National Traffic

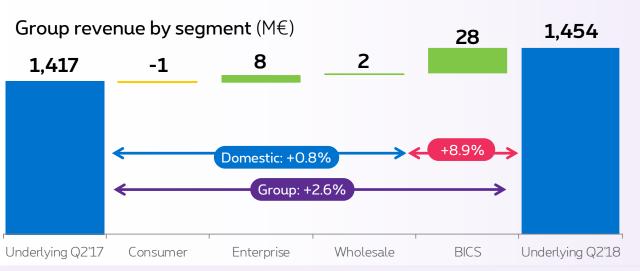
x**1.6** YoY

Total Roaming Traffic

x **4** YoY

Group Revenue +2.6%

Higher Q2 revenue for both Domestic operations and BICS



Group revenue by quarter (M€ & YoY %)



Consumer: -0.2% YoY

- + Value accretive customer mix, 4P customers growing
- + Revenue growth for TV, Internet, and Mobile Postpaid
- Fixed Voice revenue erosion
- Loss in Mobile Prepaid revenue

- Domestic: +0.8% YoY to € 1,114m

Enterprise: +2.4% YoY

- + Growth in ICT, Advanced Business Services
- + Mobile Services
- + Mobile devices sales
- Erosion legacy Fixed Voice and Data

四 」 回 Wholesale: +4.0% YoY

- + Higher visitor roaming traffic
- Decline in traditional wholesale products

Q2'18 revenue: +8.9% YoY

bics

- + Boosting A2P* volumes, leading to non-Voice revenue growth, accelerated by TeleSign
- Voice traffic breaking declining trend of 5 last quarters. Voice revenue -0.5% YOY on stable destination mix, in spite of a continued slight negative USD currency effect.

*Application to Person

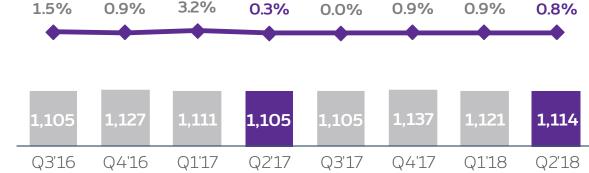
Domestic revenue by product



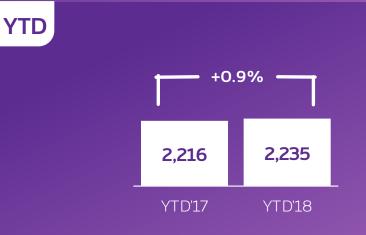
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Customer growth driving Internet, TV and Postpaid revenue. Solid ICT growth.

Q2 Domestic Revenue Variation (Q2'18 vs Q2'17. M€) (M€) ICT Fixed Data / Internet Mobile Postpaid TV Wholesale Advanced Business Services Mobile devices **o** Subsidiaries (Tango) Fixed Terminals & Other Mobile Prepaid **Fixed Voice** Q's (M€)

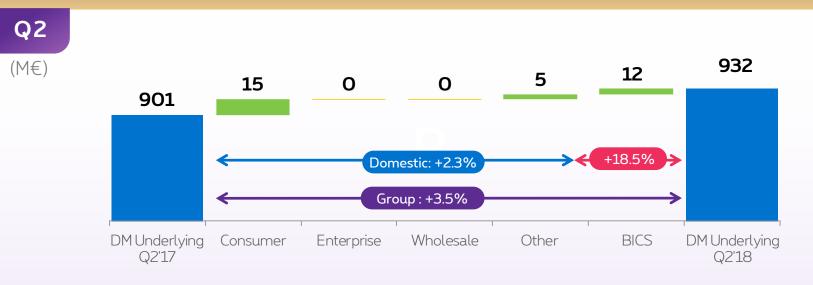


- Higher Fixed Data and TV revenue, compensating for the steadily erosion in Fixed Voice.
- Mobile Postpaid revenue up +1.3%
 - + enlarging customer base
 - "Roam-like-at-Home" price pressure.
- Solid 6.2% revenue growth for ICT



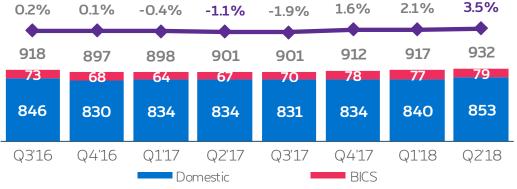
Group direct margin +3.5%

Both Domestic and BICS posting direct margin growth for Q2



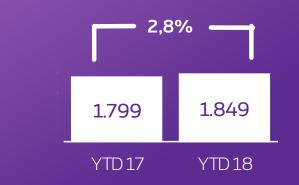
Q's





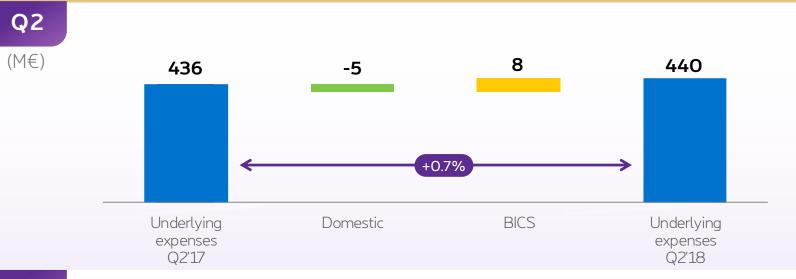
- Domestic direct margin growth driven by Consumer segment, posting a 2.7% direct margin growth.
- BICS direct margin up 18.5% including TeleSign contribution
 - + Boosting A2P volumes
 - + Direct cost synergies

YTD'18 direct margin up 2.8% in spite of € -26 m roaming regulation impact

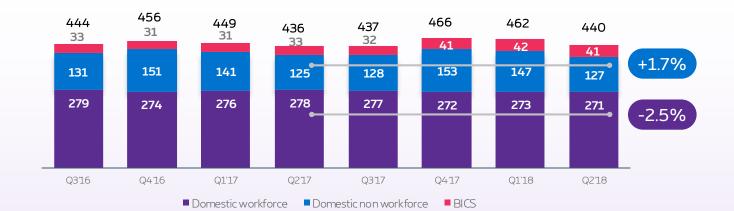


Group expenses

Q2 increase mainly attributable to BICS' acquisition of TeleSign. Domestic underlying expenses -1.2% YoY.



Q's (M€)



Q2'18 operating expenses +0.7% YoY

- Domestic expenses -1.2% YoY or € -5m.
 - incl. higher expenses fueling ICT growth
 - aacquired ICT subsidiaries + 99 FTE's

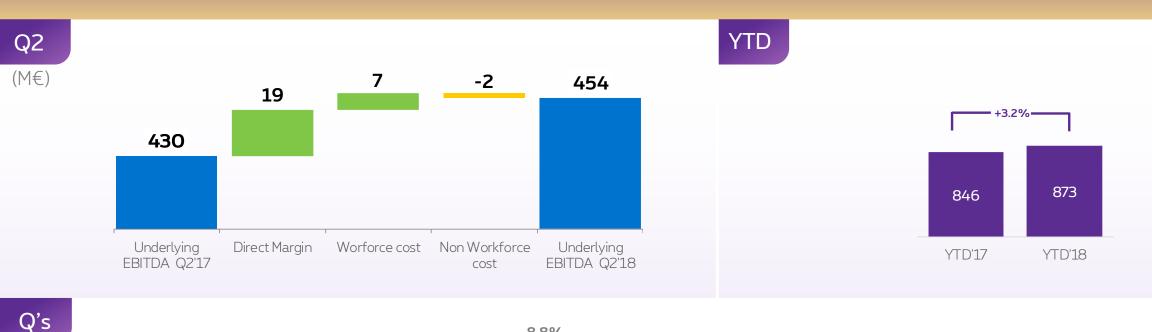
 BICS expenses €+ 8m YoY, mainly reflecting the acquisition of TeleSign (consolidated since November 2017).

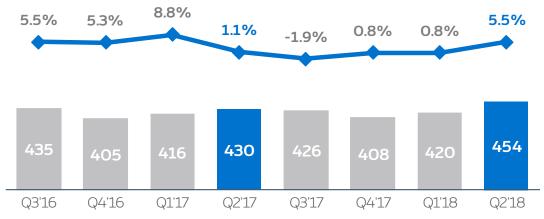
FTE's

Domestic workforce expenses benefitting from lower headcount



+5.5% YoY for Q2 driven by higher direct margin and lower expenses





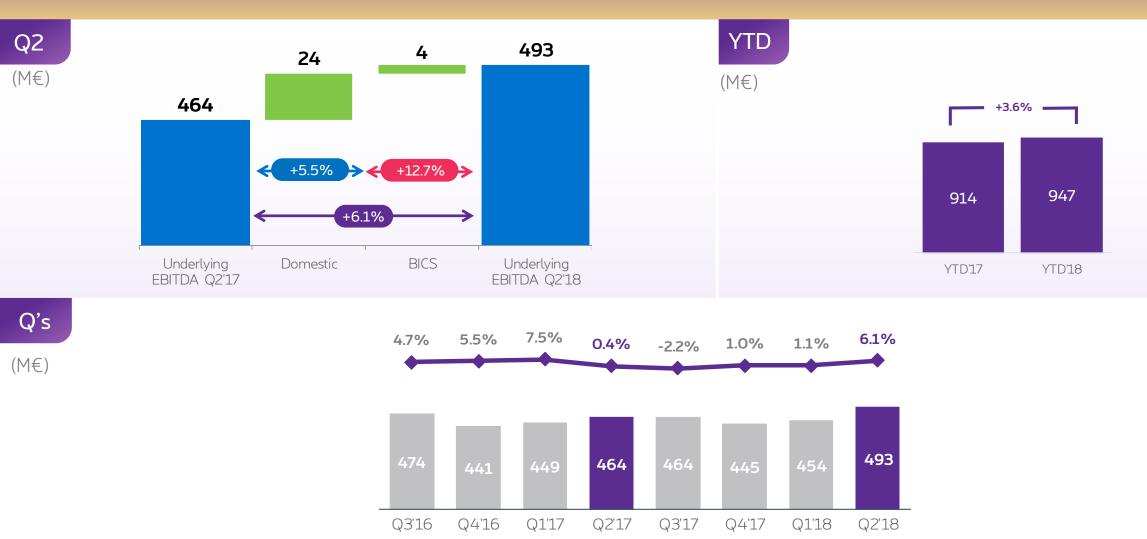
Domestic EBITDA

(M€)



Group EBITDA

+6.1% YoY , with both Domestic operations and BICS showing good YoY progress



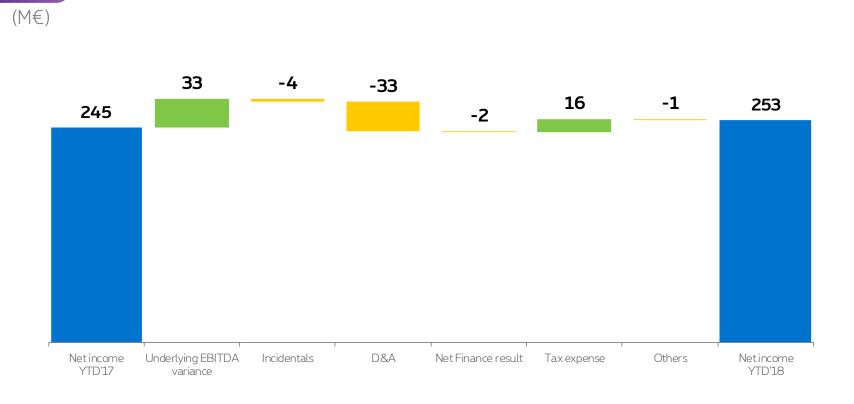
Net income (Group share)



15

€ 129m Net Income in Q2 leading to a total of € 253m for H1'18

YTD



H1'18 Net Income € +8m YoY

- + Higher EBITDA
- + ETR 26.7% vs 30.5% in H1'17
- Increasing asset base driving higher D&A

€ 459M capex over H1'18

Continued investments to improve the overall customer experience

Capex (M€) 2017 Incl. Jupiler League football broadcasting rights On track for FY2018 estimate of around € 1bn 502 385 459 314 281 238 221 221 205 183 Q1'17 Q2'17 Q3'17 Q4'17 Q1'18 Q2'18 YTD'17 Q3'16 Q4'16 YTD'18 Some examples: **High-quality** Attractive content Copper upgrade Fiber build IT Mobile network 94% FttC, 87% vectoring Jupiler Pro League **Renewed and simplified** 4G pop coverage **UEFA** Champions League FttH & FttB IT systems outdoor 99.8% >50% 100 Mbps Studio 100 indoor 98.8% a.o. new Mass Market IT chain

- + Mobile sites to support traffic increase
- + 4.5G deployment



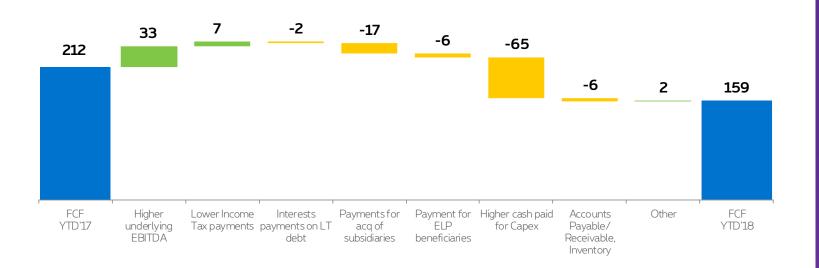
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€159M for H1'18, or € 180M excl. acquired ICT subsidiaries

YTD (M€)



- H1'18 FCF of € 159 m, or € 180 m excl. cash-out for acquired ICT subsidiaries
- Remaining FCF YoY decrease mainly driven by higher cash paid for Capex (including remaining carry-over effect from 2017)
- Partially offset by a growth in underlying EBITDA and lower Income Tax payments.

Sound financial position

April dividend payment temporarily increasing net debt



6.1 Yrs

Average debt duration

1.78%

Weighted average coupon

- Credit ratings: Standard & Poor's A, Moody's A1, both stable outlook
- Proximus signed a €400m
 10y EIB loan in March 2018

Outlook

Full-year 2018 outlook reiterated

| Guidance metrics | FY2017 Actuals | FY2018 Outlook | 2018 YTD achievement | |
|-----------------------------|-------------------|-------------------|-------------------------|--|
| Domestic underlying revenue | €4,458m | Nearly stable | +0.9% | |
| Group underlying EBITDA | €1,823m | Slight growth | +3.6% | |
| <u>Capex</u> | 1,092m* | Around €1Bn | 459m | |

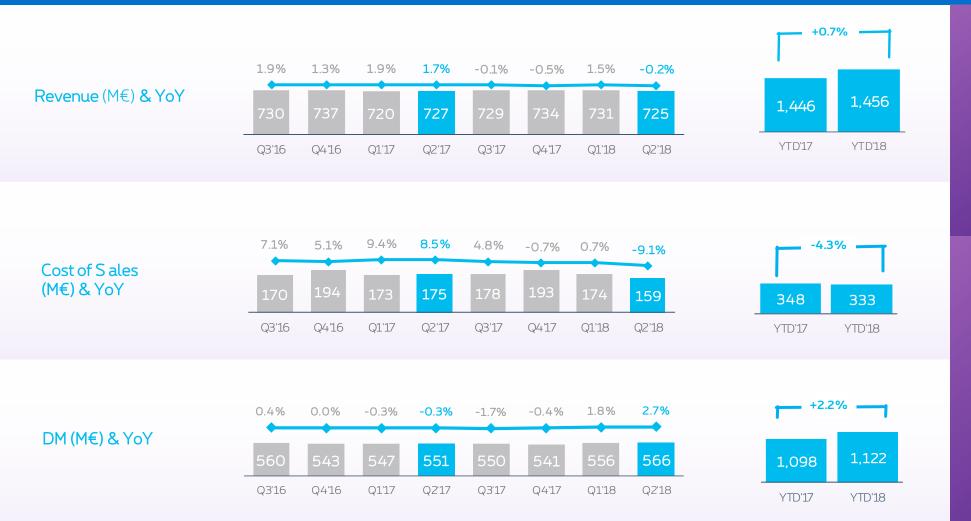
* Incl. renewal of 3-year football broadcasting licenses (Jupiler League, UEFA Champions League)

- H1'18 EBITDA slightly ahead of company expectations, including some one-off tailwinds benefitting the Consumer direct margin.
- For H2'18, Proximus expects to benefit from the annualizing RLAH price regulations, though will face an inflation-based salary indexation and will no longer benefit from the mid-2017 price adjustments.
- Overall, Proximus estimates to end the year 2018 in line with its provided full-year guidance.
- Intention to return a €1.50 gross dividend per share for 2018 reconfirmed.

Consumer results

Consumer

Value accretive customer mix, nearly stable revenue in spite of RLAH impact, direct margin up 2.7%



Fairly stable revenue

• Fixed services up 1.3%

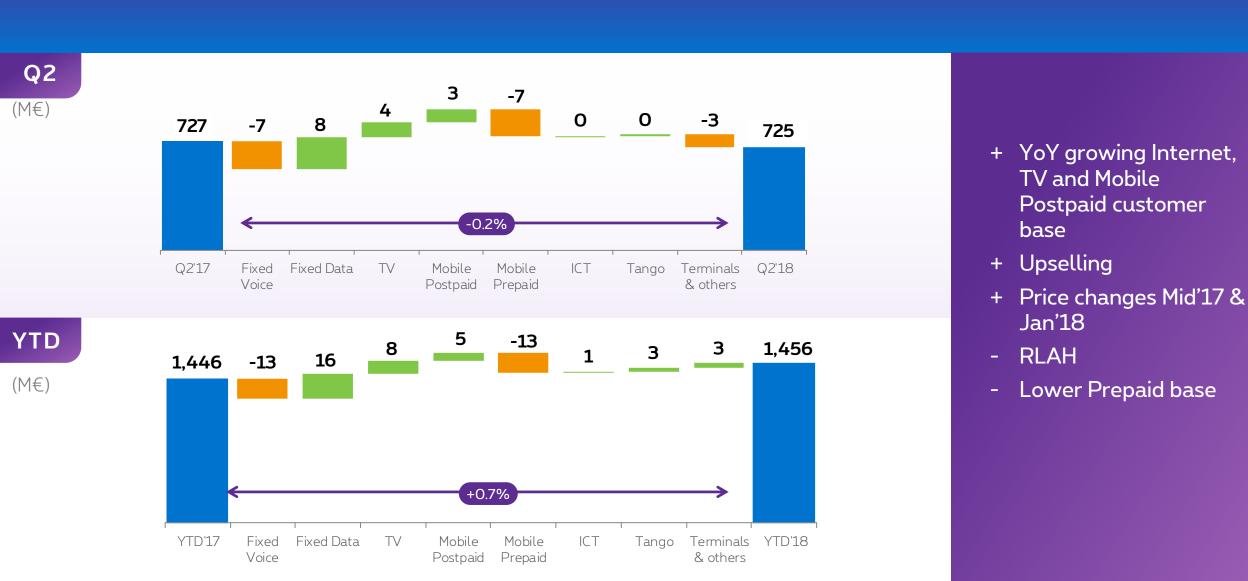
• Mobile postpaid up +1.4%

offset by less revenue from Mobile prepaid and mobile devices sales

Direct margin € +15m YoY

- enlarging customer base for Fixed and Mobile postpaid
- Price changes (Jul'17, M4M mobile Aug'17, Jan'18)
- About half from one-off tailwinds (incl. renegotiation of several supplier contracts)

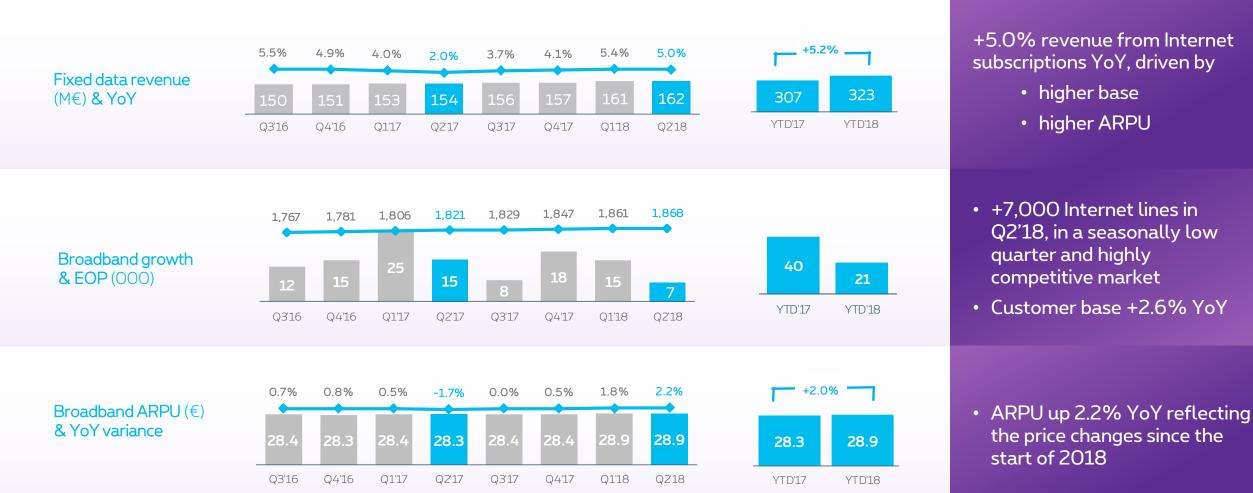
Consumer revenue

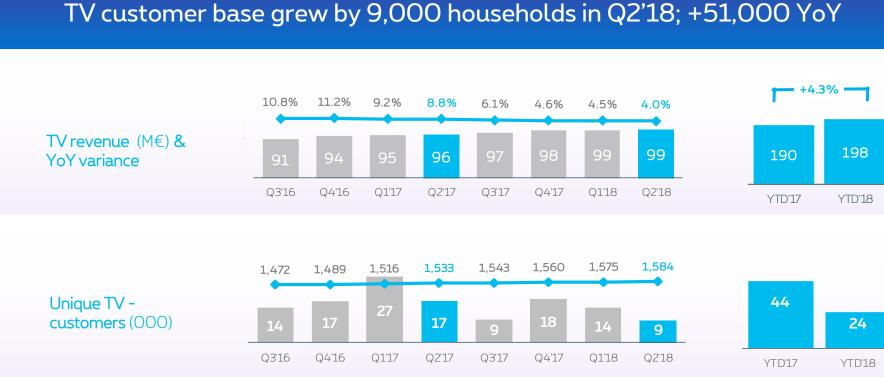


\mathfrak{H} consumer

Fixed data revenue +5.0%

Customer base up +7,000 in Q2'18; +47,000 YoY – ARPU up 2.2%





3.3%

20.8

Q2'17

1.0%

20.9

03'17

-0.4%

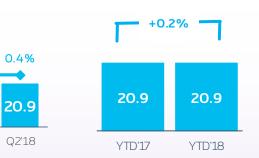
21.0

Q4'17

0.0%

20.9

Q1'18



 TV revenues up by 4.0% YoY to a total of €99m in Q2'18

 +51,000 TV households YoY, or +3.3%, including +9,000 TV households in Q2'18

• TV ARPU sequentially stable and slightly up from previous year (+0.4%)

TV revenue + 4.0%

5.1%

21.1

Q4'16

3.8%

20.9

01'17

3.8%

20.7

03'16

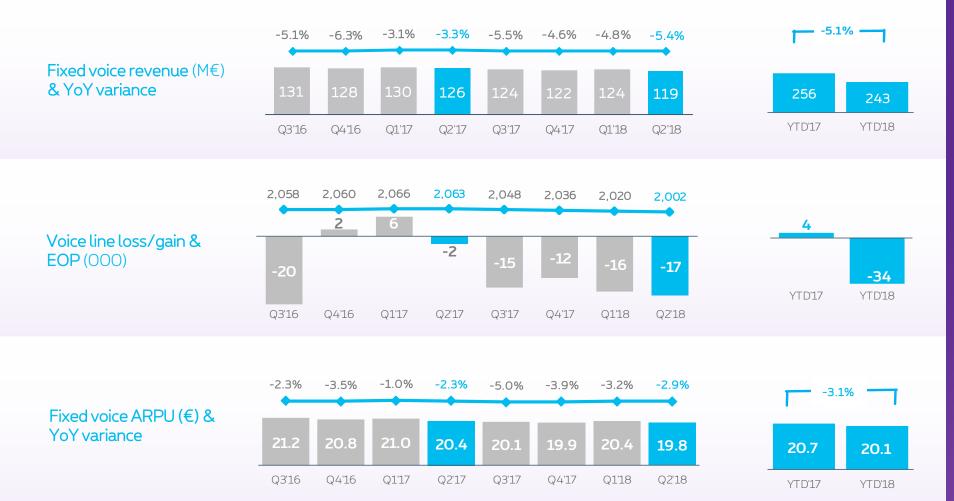
Fixed TV ARPU (€) &

YoY variance



Fixed voice

Revenue decline YoY driven by line erosion and lower traffic



Total Fixed voice customer base down 3.0% YoY

CONSUMER

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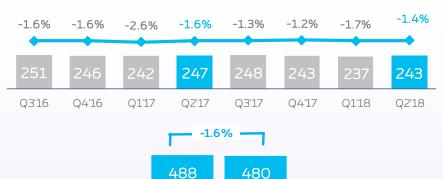
ARPU -2.9% YoY, reflecting

- ongoing voice traffic decline
- partially offset by Jan'18 price changes for 1-P Fixed Voice

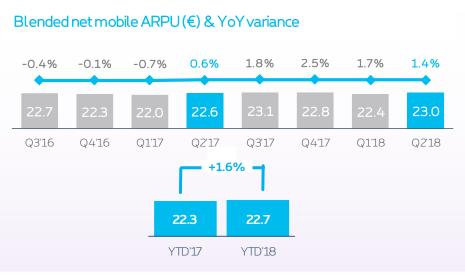
Mobile service revenue

Mobile Postpaid revenue up +1.4% YoY. Continued Prepaid erosion.

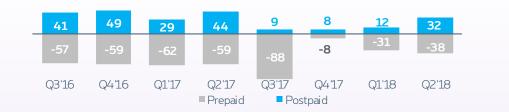
Mobile service revenue (M€) & YoY variance



YTD'17



Mobile Net Adds (000's)



YTD'18

Mobile Park (000's)

| 3,6 | 89 | 3,679 | 3,646 | 3,631 | 3,552 | 3,552 | 3,533 | 3,528 |
|-----|----|-------|-------|---------|-------|-------|-------|-------|
| 2,5 | 11 | 2,560 | 2,589 | 2,633 | 2,643 | 2,651 | 2,663 | 2,695 |
| 1,1 | 78 | 1,119 | 1,057 | 998 | 909 | 901 | 870 | 832 |
| Q3' | 16 | Q416 | Q1'17 | Q2'17 | Q3'17 | Q417 | Q1'18 | Q2'18 |
| | | | | Prepaid | Post | paid | | |

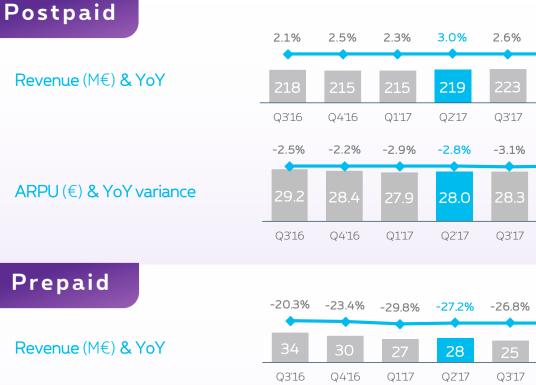
Blended ARPU up on better customer mix

CONSUMER



- +32,000 Mobile Postpaid cards in Q2'18 on the Proximus and Scarlet brands
- Improved churn rates over the past quarters
- Red Devils World
 Cup campaign
- Growth in Postpaid revenue in spite of RLAH headwinds (annualizing 12 June)

Postpaid and prepaid



ARPU & YoY variance

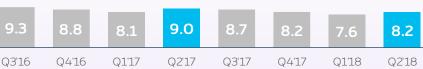
| Q3'16 | Q4'16 | Q1'17 | Q2'17 | Q3'17 | Q4'17 | Q1'18 | Q2'18 | |
|--------|--------|--------|--------|--------|--------|--------|--------|--|
| -2.5% | -2.2% | -2.9% | -2.8% | -3.1% | -2.0% | -1.9% | -1.2% | |
| 29.2 | 28.4 | 27.9 | 28.0 | 28.3 | 27.8 | 27.3 | 27.7 | |
| Q3'16 | Q4'16 | Q1'17 | Q2'17 | Q3'17 | Q4'17 | Q1'18 | Q2'18 | |
| | | | | | | | | |
| -20.3% | -23.4% | -29.8% | -27.2% | -26.8% | -26.4% | -23.8% | -24.1% | |
| 34 | 30 | 27 | 28 | 25 | 22 | 20 | 21 | |
| Q3'16 | Q4'16 | Q1'17 | Q2'17 | Q3'17 | Q4'17 | Q1'18 | Q2'18 | |
| -9.9% | -11.8% | -16.7% | -11.0% | -6.6% | -6.7% | -6.7% | -8.9% | |
| • | | | | | | | • | |

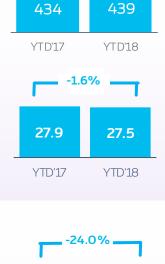
2.4%

1.0%

1.4%

222





+1.2%

| -24.0% | | | | |
|--------|--------|--|--|--|
| 54 | 41 | | | |
| YTD'17 | YTD'18 | | | |
| -7 | .8% | | | |

| 8.5 | 7.9 |
|-----|-----|
| | |

YTD'17 YTD'18

Fading RLAH YoY impact

CONSUMER

+2.4% YoY customer growth

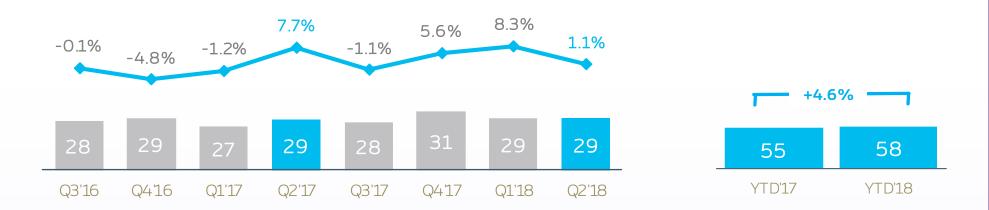
Postpaid ARPU sequentially improving

YoY reduction of the Prepaid customer base triggered by the legal identification process

Tango Luxembourg

Consumer revenue +1.1% YoY

Tango revenue (M€) & YoY variance



Improved consumer revenue driven by :

CONSUMER

- Steady growth in mobile base
- Successfull convergence strategy execution, with FttH driving increase in broadband revenue

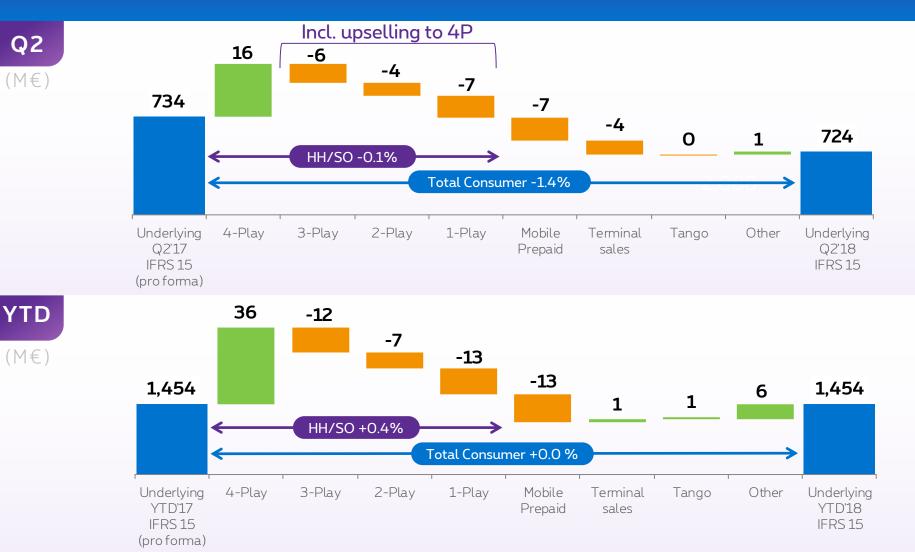
Annualizing M-4-M price increase since April '18

X-Play view

(under IFRS 15)

4-Play revenue up 7.2%

Revenue from HH/SO stable YoY (under IFRS 15), declining Mobile Prepaid and less Terminal sales in Q2'18



- Under IFRS15, € 724 m, -1.4% YoY
- Stable X-Play revenue
 - Q2'17 included a higher Mobile joint offers impact with positive effect on Terminal Sales
- Lower Prepaid
- Proximus' strategy to focus on multi-play offers resulting in continued uptiering to 4-Play, up 7.2% YoY in Q2'18.

CONSUMER

Stable X-play revenue

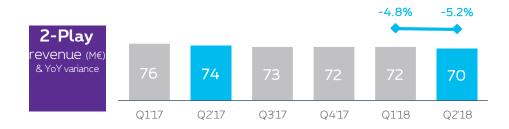
4-Play revenue up 7.2%, representing 33% of Total Consumer revenue





Growing 4-Play revenue, offset by lower 1- 2- and 3-Play HH/SO revenue, including roaming regulation impact and fixed voice traffic erosion





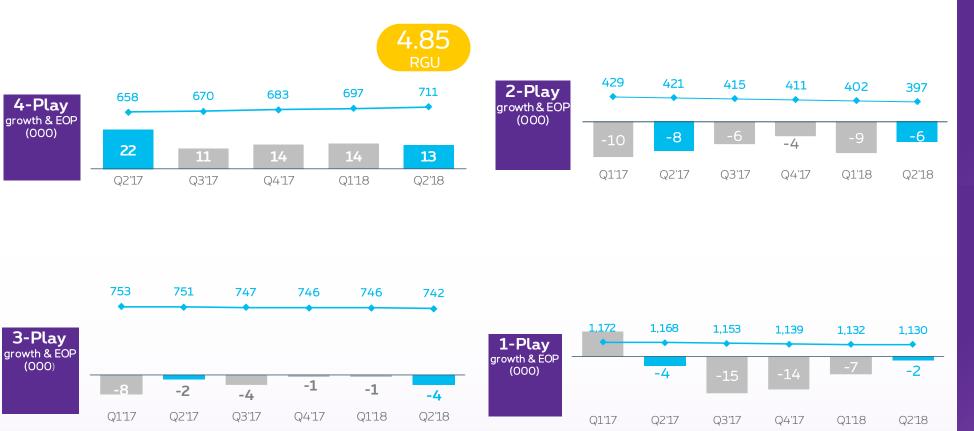


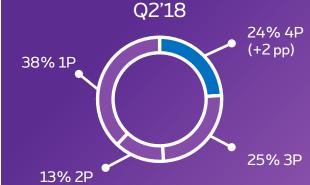


CONSUMER

HH/SO base up 2 K to 2,979 K

Improving Customer Mix, continued 4-Play growth



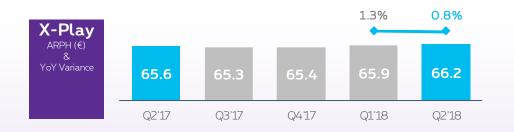


- Increasing number of customers on 4-Play + 52,000 YoY , +8.0%
- Total HH/SO +2,000 in Q2, -19,000 YoY, driven by Fixed Voice
- Average RGU's up by 2.1% YoY to 2.73

CONSUMER

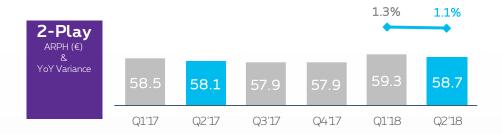
Overall ARPH up 0.8% YoY

Progress to € 66.2, in spite of RLAH impact on Mobile and Fixed Voice traffic erosion



- Overall ARPH continued to grow, on an improved customer mix
- More and more 4-Play HH/SO with an ARPH of € 111.7









CONSUMER

Annualized full churn rates

Sequential improvement for Q2 vs prior quarters



- The overall annualized full churn rate up 0.4% YoY to 11.9%.
- Mainly driven by single-play Mobile and Fixed Voice, and by Fixed-only 2-Play HH/SO.
- Convergent HH/SO maintained very low churn rates, with limited impact from the higher competitive intensity.





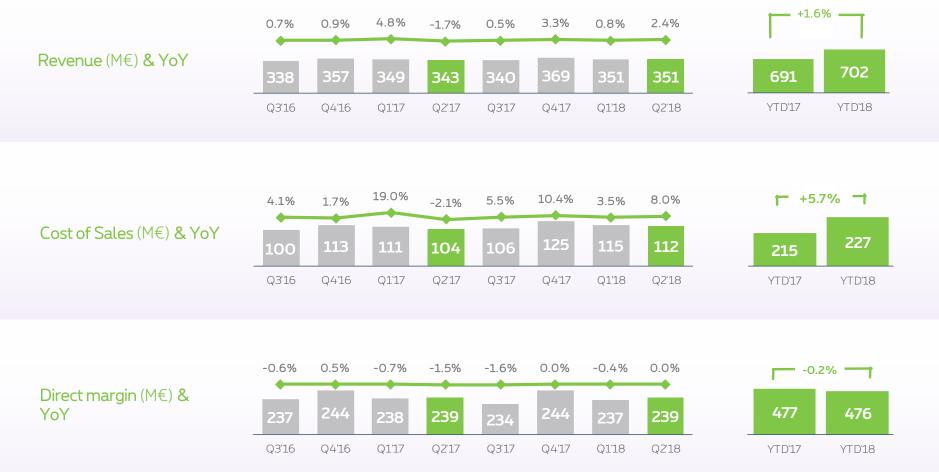




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Enterprise results

Growth in ICT, Mobile Services & Advanced Business Services offsetting pressure on legacy Telco services. Stable direct margin.



 ICT +6.5%, benefitting from a strengthened ICT portfolio and higher product sales

X ENTERPRISE

36

- Mobile services revenue +0.9%
- Advanced Business Services: +18.6%
- Legacy voice revenue down by -7.3%

- Stable direct margin supported by ICT, Mobile Services and Advanced Business Services
- Direct margin at €239m, i.e. 68% of revenue, -1.7pp following the revenue mix

Enterprise

Q2'18 revenue up by 2.4%

lpha enterprise

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Supported by ICT, Mobile devices, Mobile services and Advanced Business Services



Fixed Voice



Lower revenue on line erosion and lower usage

Q3'16

Q4'16

Q1'17

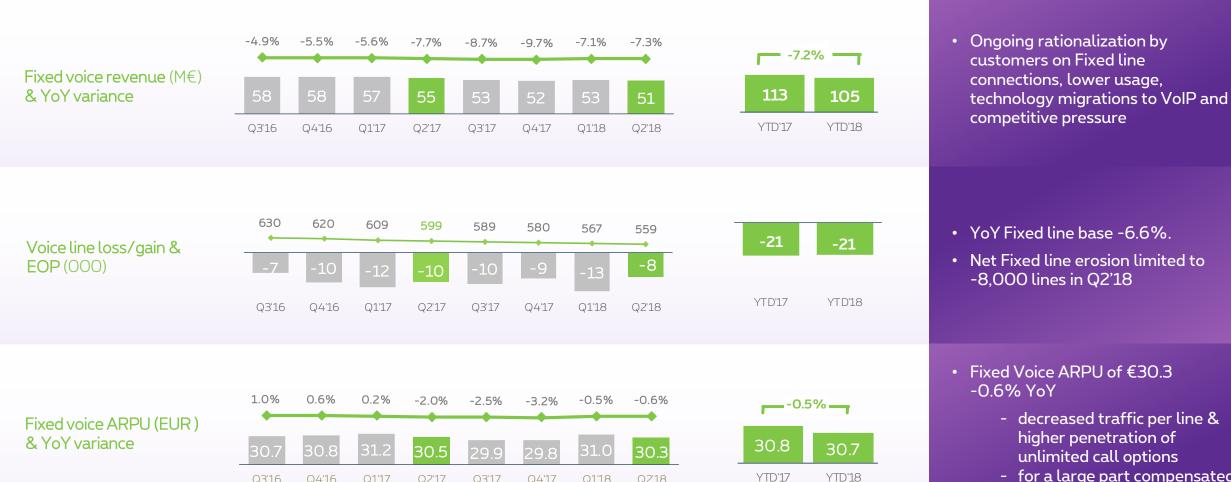
02'17

Q3'17

Q4'17

Q1'18

02'18



YTD'17

- for a large part compensated by Jan'18 price indexations

Fixed Data

Ongoing migration of legacy data products to new solutions at more attractive pricing. Fairly stable Internet customer base of 133,000 lines.



- Nearly stable revenue for Fixed Data
- Continued migration of customers to Proximus' VPN flagship 'Explore'
 - Benefitting from the further roll-out of P2P fiber

XENTERPRISE

- Legacy products outphased and migrated in the context of simplification programs, (new solutions at more attractive pricing)
- Q2 net Internet line loss mitigated to -1,000 despite fierce competition
- Broadband ARPU increases YoY including price indexation effects

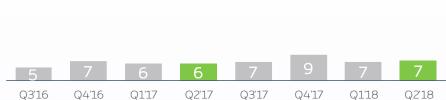
Advanced **Business Services**

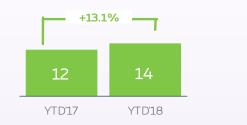
ICT

Solid revenue from Smart Mobility and convergent business solutions

Advanced Business Services (M€)

Successful strategy of expanding portfolio well beyond pure connectivity services







3.7%

247

YTD'17

256

YTD'18



- Progress in Security, Advanced Workplace and Outsourcing services, including growing recurring services • Higher product sales
 - Strengthened ICT portfolio, including acquisition of smallsized, highly specialized companies*

ENTERPRISE

40

* Umbrio, Dutch IT & network operations company acquired by Proximus on 31 May 2018; ION-IP, a Dutch company specialized in Managed Security services, acquired on 27 March 2018; Unbrace, an application development company on 1 October 2017; and Davinsi Labs, a cybersecurity company acquired 4 May 2017.

Mobile

Mobile service revenue (M€) & YoY variance



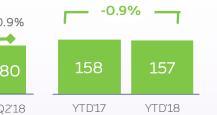
41

Continued solid customer growth drives +0.9% in Mobiles Service revenue

 -2.7%
 -3.5%
 -4.9%
 -1.6%
 -0.8%
 -0.4%
 -2.6%
 0.9%

 80
 80
 79
 79
 79
 79
 77
 80
 15

 Q316
 Q416
 Q117
 Q217
 Q317
 Q417
 Q118
 Q218
 YT



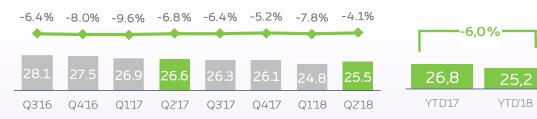
| Postpaid excl. M2M growth & EOP (000) |
|---------------------------------------|
|---------------------------------------|

| 926 | 939 | 952 | 965 | 975 | 988 | 999 | 1,010 |
|-------|-------|-------|-------|-------|-------|-------|-------|
| 15 | 13 | 12 | 14 | 10 | 13 | 11 | 11 |
| Q3'16 | Q4'16 | Q1'17 | Q2'17 | Q3'17 | Q4'17 | Q1'18 | Q2'18 |

. . . .

- Mobile Voice park of 1,010,000 cards, +4.7% YoY
- Mobile churn improving to 8.9% for Q2
- Benefit from customer growth partially offset by lower Postpaid ARPU
- ARPU decrease improved to -4.1%, after exceptionally low Q1
- Average national data usage +48% YoY to 1.7GB/user
- Leadership position on M2M market maintained; +18,000 cards in Q1; park +4.3% YoY

Postpaid ARPU (EUR) & YoY variance



M2M growth & EOP (000)



Wholesale

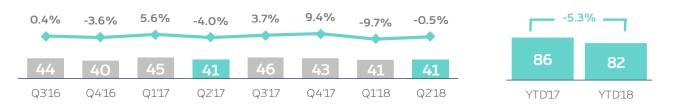
4% revenue increase related to higher visitor roaming traffic slightly offset by decline in traditional Wholesale services. Stable direct margin.



Revenue (M€) & YoY



Direct margin (M€) &YoY



BICS results

 \bigcirc

BICS segment result up by 12.7%

Solid Direct Margin uplift.

TeleSign accelerating BICS' A2P growth strategy and realized cost synergies.



YoY uplift mainly driven by the additional business from TeleSign, consolidated since 1 November 2017.

bics

44

BICS' direct margin benefitted from the BICS-TeleSign combination, with strong growth in SMS A2P volumes and realizing direct cost synergies.

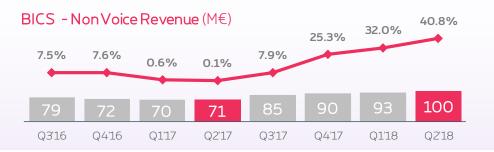
Direct margin increase partly offset by higher expenses (+€ 8M), driven by the consolidation of TeleSign.

Non-Voice

Voice



Firm growth on SMS A2P volumes, benefitting from BICS – TeleSign combination



BICS - Non Voice Direct Margin (M€)

Q3'16

Q4'16

Q1'17



BICS - Non Voice Volumes (in mio messages) 15.1% 7.3% 5.6% 3.3% 21.9% 109.2% 179.5% 161.2% 903 913 879 939 1,101 1,909 2,457 2,453

Q3'17

Q4'17

Q1'18

Q2'18

Q2'17

DM supported by more favorable market conditions on core Voice, and by TeleSign authentication services



BICS - Voice Direct Margin (M \in)



BICS - Voice Volumes (in mio minutes)









| Pricing | |
|-------------|--|
| Spectrum | |
| Headcount | |
| Shareholder | |
| structure | |

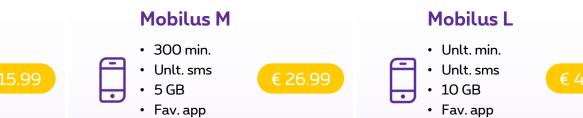
Pricing strategy

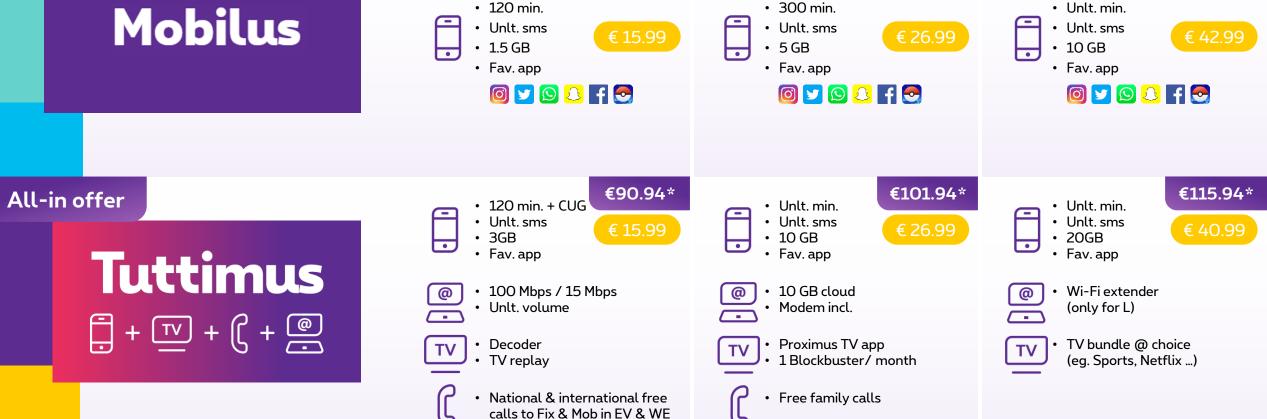
Increasing value for converged customers. Move from packs discounts to enhanced product features for convergent packs.

Mobilus S

Mobile only

Our mobile offer addresses the steep increase in mobile data consumption.





^{*} including favorite TV option. If no Fav. TV option: €82.99 / €93.99/€107.99

APPENDIX

(incl. 04/09/2018 price change)

New mobile offer for millennials

Epic: worry-free connection anytime, anywhere

Launched 25 June 2018

epic Stories Endless sharing

Endless mobile data* for these apps

f) 💿 📀 👩 🔽 👩 🧟

*20 GB at maximum speed

3 GB extra mobile data for all the rest Unlimited SMS 60 call minutes

€**19**.99 /month



Endless mobile data* for these apps



3 GB extra mobile data for all the rest Unlimited texts 60 call minutes

€24.99 €19.99 /month FROMO €5 discount for 6 months, also for existing Proximus customers

H APPENDIX



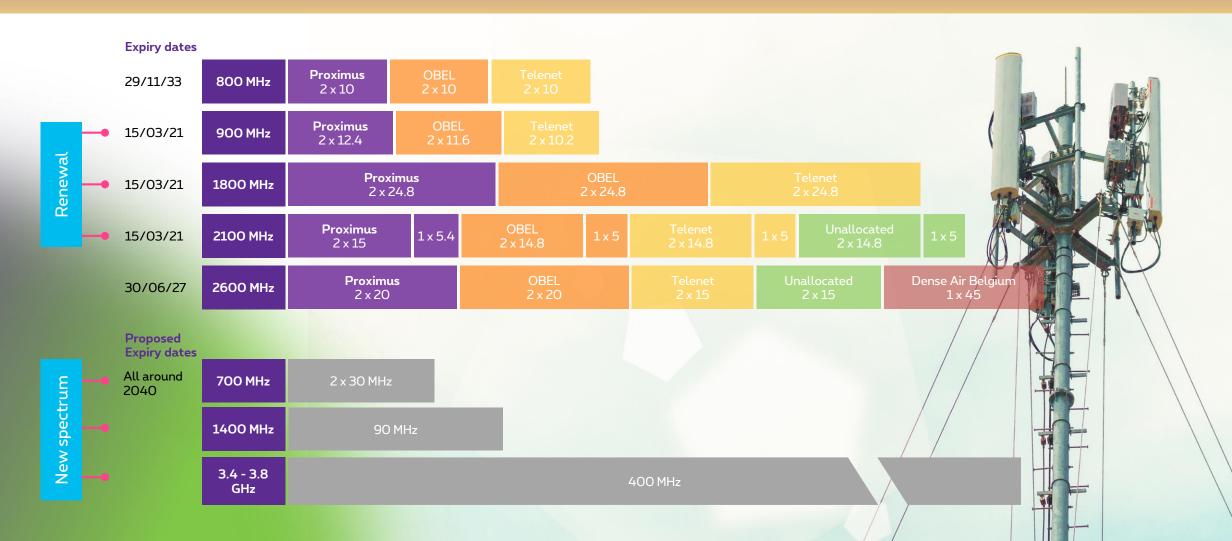


| | Postpaid (incl. | | Fixed | | | | |
|----------------------------------|----------------------|----------------------|-------------------|---|--|--|--|
| Red | Hot | Chili | HiFive | | € 23 / month | | |
| €8 | € 18 | € 28 | €15 | internet Poco* | Internet: 50 GB Extra € 3 per block of 50 GB Down 30 Mbps Up 2 Mbps | | |
| 150 min <mark>Unlt</mark> SMS | Unlt min Unlt SMS | Unlt min Unlt SMS | O min Unlt SMS | | | | |
| 500 MB | 2 GB | 6 GB | 5 GB | \sim | € 35 / month | | |
| € 0.16 / minute € 0.05 / MB | | | internet Loco* | Internet : Unlimited volume Down 50 Mbps Up 4 Mbps | | | |
|) | | | +3€ 90 min | TV + | TV + Fix + Internet | | |
| | | | | | € 39 / month | | |
| | | | | scarlet Trio [♥] | TV: ~30 channels | | |
| Boost int | ernet! on | → | | Fixed | d Voice line : Free calls to fix Off Peal + | | |
| Ajoutez 1 G | B* pour 5 € par me | ois | | | Internet: Unlimited volume Down 50 Mbps - Up 4 Mbps | | |

X APPENDIX

Spectrum

Current ownership and new spectrum



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APPENDIX

Ж

Spectrum auction



Reserved spectrum

Details of reserved spectrum as published by BIPT on 27 July 2018.

| Frequency band | Total capacity | Spectrum cap | Spectrum reserved | |
|----------------|----------------|---------------|---|-------------------|
| | | | For each existing operator | For a new entrant |
| 700 MHz | 30 MHz duplex | 10 MHz duplex | - | 5 MHz duplex |
| 900 MHz | 35 MHz duplex | 15 MHz duplex | 5 MHz duplex | 5 MHz duplex |
| 1400 MHz | 90 MHz | 35 MHz duplex | - | - |
| 1800 MHz | 75 MHz duplex | 30 MHz duplex | 15 MHz duplex | 15 MHz duplex |
| 2100 MHz | 60 MHz duplex | 25 MHz duplex | 10 MHz duplex | 10 MHz duplex |
| 3600 MHz | 400 MHz | 100 MHz | 20 MHz TDD (for the existing 3.5GHz operators) | - |

In case there would be no new entrant, existing MNO's will have a higher amount of spectrum reserved.

Spectrum auction



52

Coverage obligations

| Frequency band | Obligations for existing operators | Obligation for new entrant | | |
|---|--|---|--|--|
| 700 MHz | - 70% population after 1 year - 99.5% population after 2 years - 99.8% population after 6 years - Speed requirement of 6 Mbps | - 30% population after 3 years - 70% population after 6 years - 99.8% population after 8 years - Speed requirement of 6 Mbps | | |
| 900 MHz (Renewal) 1800 MHz (Renewal) 2100 MHz (Renewal) | - 99.5% of population as from 15 March 2021 - No speed requirement | - after 3 years: 30% - after 6 years: 70% - after 8 years: 99.5% - No speed requirement | | |
| 1400 MHz | No coverage obligation | No coverage obligation | | |
| 3600 MHz | No coverage obligation | No coverage obligation | | |

Details of coverage obligations as published by BIPT on 27 July 2018.

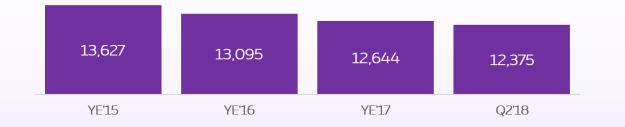
Headcount



53

Domestic workforce cost benefitting from reduced headcount

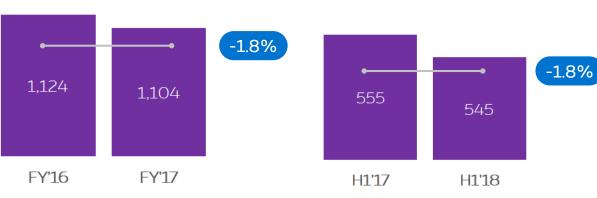
Domestic FTE's



Positive effect ELP partly offset by

salary indexation & ICT reinforcements

Domestic workforce cost

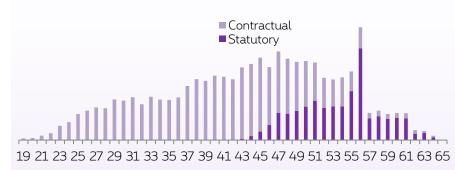


Early Leave Plan & natural retirements leading to ~2,750 FTEs to leave Proximus over 2016-2020

(gross outflow - not including hiring to cover business needs)

End H1'18, civil servants @ 27% of Domestic headcount

Proximus SA age pyramid (excl. employees opting for Early leave plan & subsidiaries)



Shareholder structure



* 31/07/18

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Total number of shares 338, 025, 135



Belgian government

| | Number of shares | % shares | % Voting rights | % Dividend rights | Number of shares with voting rights | Number of shares with dividend rights | ~ € 6.8 Bn Market Capitalisation* |
|------------------------|---------------------|----------|--------------------|----------------------|---|---|--|
| Belgian state | 180,887,569 | 53.51% | 56.05% | 55.90% | 180,887,569 | 180,887,569 | |
| Proximus own shares | 15,271,318 | 4.52% | 0.00% | 0.25% | 0 | 820,036 | |
| Free-float | 141,866,248 | 41.97% | 43.95% | 43.84% | 141,866,248 | 141,866,248 | ~ 7.2% Dividend |
| Total | 338,025,135 | 100.00% | 100.00% | 100.00% | 322,753,817 | 323,573,853 | yield* |

The voting rights of the treasury shares are suspended by law. The dividend rights of the treasury shares acquired in 2004 are also suspended, whereas the dividend rights for shares acquired as from 2005 are cancelled.

Transparency declarations

According to Proximus' bylaws, the thresholds as from which a shareholding needs to be disclosed have been set at 3% and 7.5%, in addition to the legal thresholds of 5% and each multiple of 5%.

Cautionary Statement

"This communication might include some forward-looking statements, without limitation, regarding Proximus' financial or operational results, certain strategic plans or objectives, macro-economic trends, regulation, future market conditions and other risk factors. These forward-looking statements rely on a number of assumptions concerning future events and are subject to uncertainties and other factors, many of which are outside Proximus' control. Therefore the actual future results may differ materially from those expressed in or implied by the statements.

Readers are cautioned not to put undue reliance on forward-looking statements, which speak only of the date of this communication.

Proximus disclaims any intention or obligation to update and revise any forward-looking statements, whether as a result of new information, future events or otherwise".