

GROUF

Key achievements Q3

Increasing customer base in highly competitive market. +1.4% underlying Group EBITDA growth.

+32,000

Mobile postpaid cards

+38,000

Tuttimus & Bizz all-in

+1.0% YoY

Domestic Direct Margin

+1.1% YOY

Domestic EBITDA

+8,000

Fixed internet customers

+11,000

TV customers

bics

DM + 14.5% YoY EBITDA + 4.8% YoY € 349_m

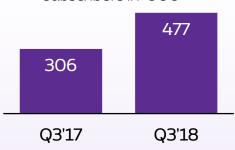
FCF YTD'18 (€395m excl. acquisitions)

Supporting upselling strategy

Average revenue per household slightly up on uptake of All-In offers

Strong uptake of all-in offers.

Tuttimus/Bizz All-in subscribers in '000



Increasing 4-Play HH/SO





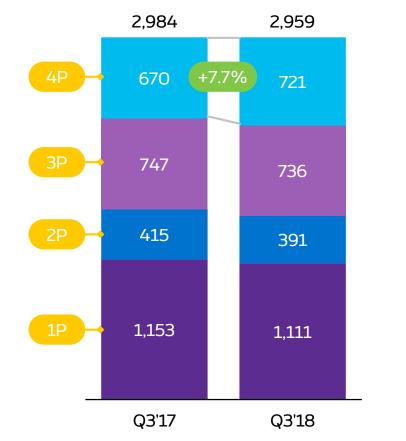




@ARPH of **€111.8**

and full churn of 3.4%

Solid increase in number of HH/SO taking 4 Plays (in 000's)



Average revenue per Household (incl. small offices)





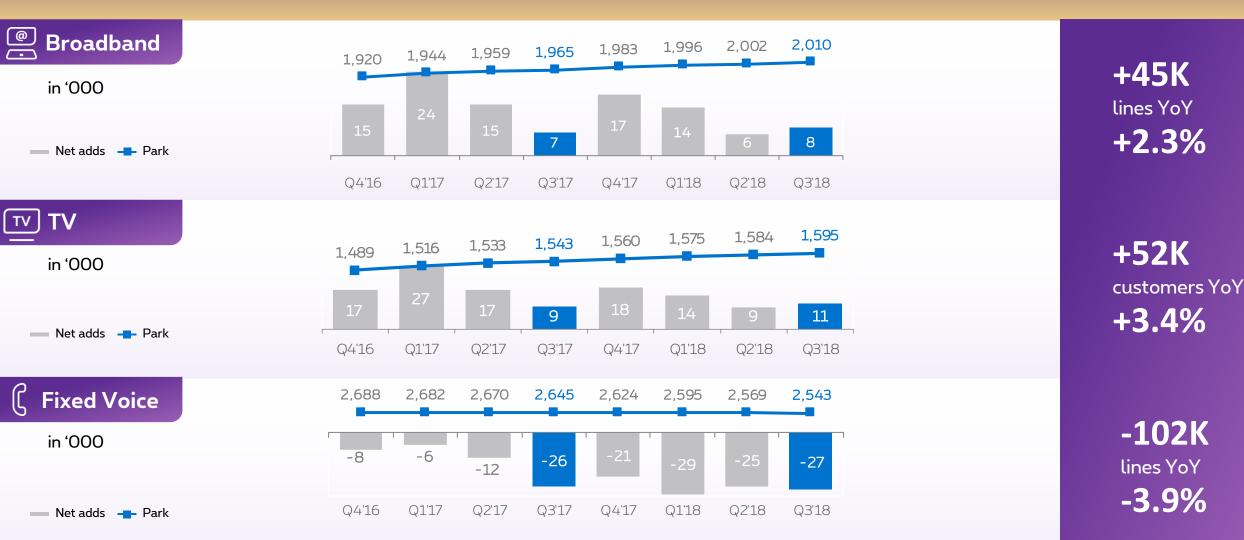
+51K 4-Play Households YoY

2.76RGU's per HH +2.5% YoY

Growing Internet/TV customer base

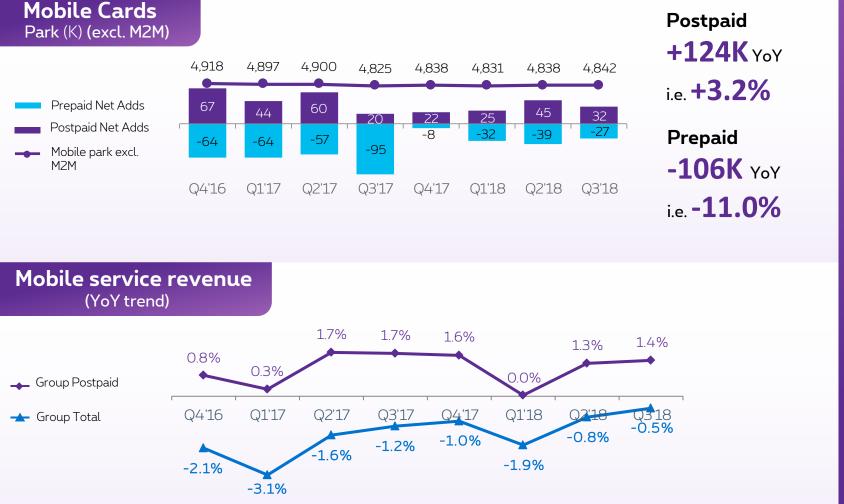
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Adding customers in competitive market, supported by dual brand strategy and Back-to-School campaign



Mobile postpaid customer gain

+32,000 Postpaid cards in competitive mobile market



Mobile cards: 4,842K end-Sep'18

Postpaid: 3,984K

Smartphone penetration

76% +5.0pp YoY







National Mobile
Data usage
(average /user/month)

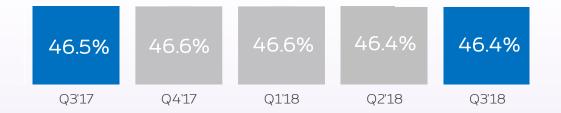
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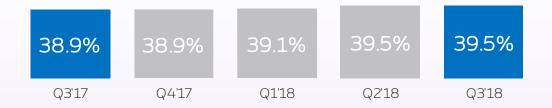
Maintaining solid market position

Market shares for Data, TV and Mobile (Proximus + Scarlet)











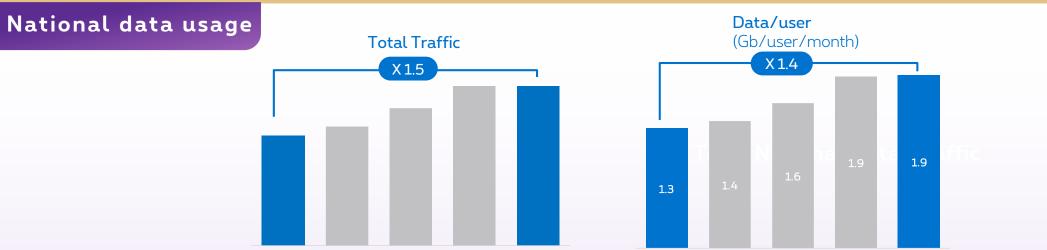
Mobile Postpaid





Mobile Data traffic

Usage for National Data and Roaming Data continued to grow Though EU Roaming below company expectations



Q3'18

Q3'17

Q4'17

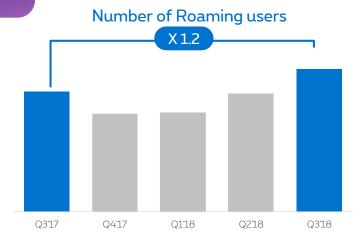
Total National Traffic

 \times **1.5**

YoY



(EU+ Non-EU)

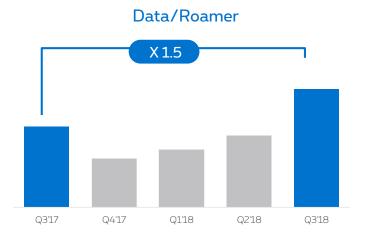


Q1'18

Q2'18

Q3'17

Q4'17



Q1'18

Q2'18

Q3'18

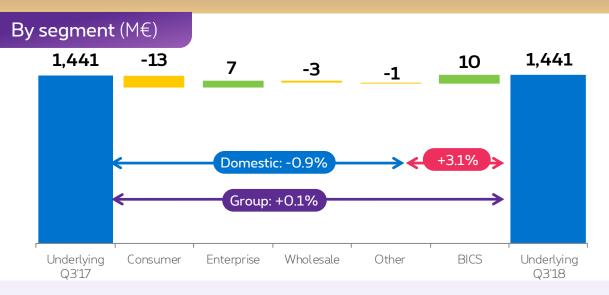
Total Roaming Traffic

x1.8

YoY

Group Revenue stable YoY

Consumer revenue decrease driven by low margin mobile terminal sales and other revenue



By quarter (M€ & YoY%)





Consumer: -1.8% YoY

- + Value accretive customer mix, 4P growing
- + Revenue growth for TV, Internet, and Mobile Postpaid
- Fixed Voice revenue erosion
- Loss in Mobile Prepaid revenue
- Mobile devices sales (no margin impact)
- Renewed collection process





- + Growth in ICT (acquired cy), Advanced Business Services
- + Mobile Services
- Erosion legacy Fixed Voice



Wholesale: -4.9% YoY

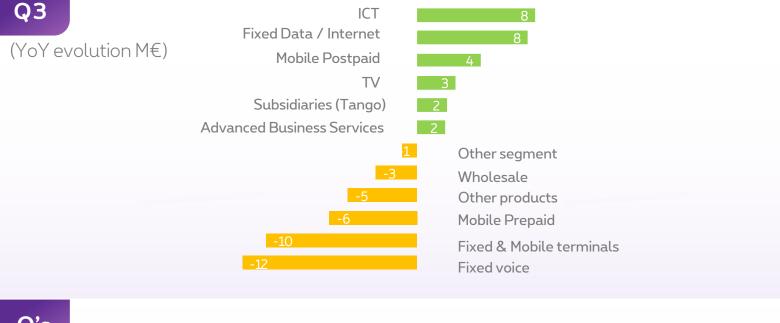
 Roaming rates downwards negotiated (benefitting the Proximus Group margin)



Q3'18 revenue: +3.1% YoY

- + Growing A2P* volumes, leading to non-Voice revenue growth of +27.0% (TeleSign)
- Voice revenue -5.0% YoY

Domestic revenue by product



- Customer growth driving Internet, TV and Postpaid revenue increase
- ICT benefitting from acquired companies
- Lower Other revenue, impacted by renewed collection process to enhance customer experience
- Lower Mobile terminals, no margin impact





YTD'17

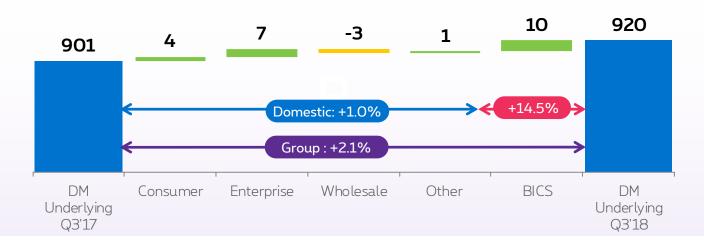
YTD'18

Group direct margin +2.1%

Both Domestic and BICS posting positive direct margin for Q3

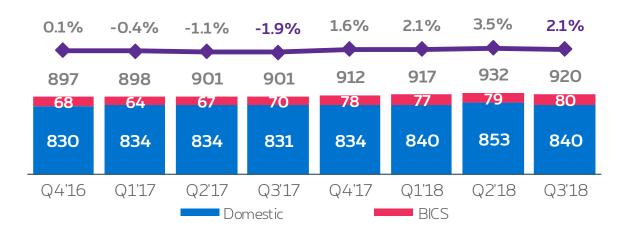
(M€)

Q3



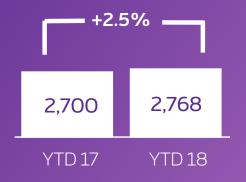


(M€)



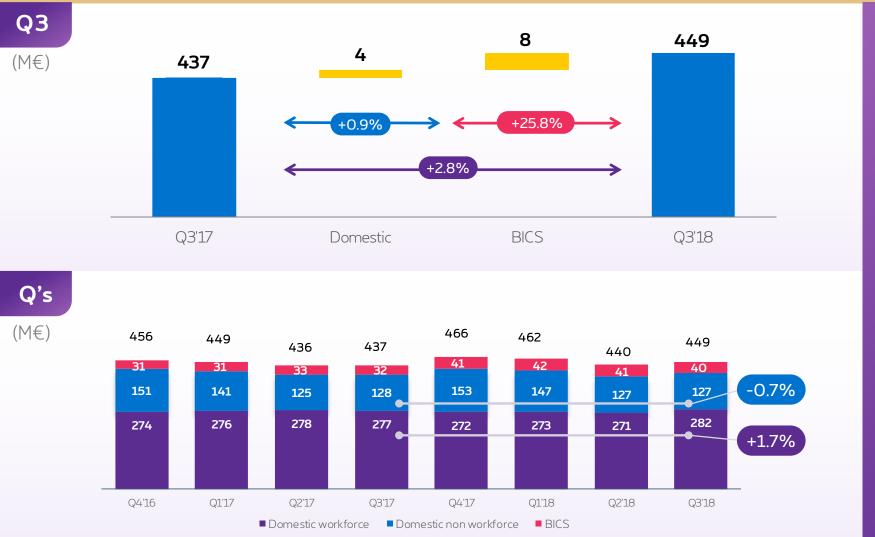
- Domestic up on growing customer base and acquired ICT companies
- BICS direct margin up 14.5% including TeleSign contribution
 - + Growing A2P volumes
 - + Direct cost synergies

YTD'18 Group direct margin up 2.5% in spite of € -27 m roaming regulation impact



Group expenses

+2.8% in Q3'18, slightly down excl. acquisition impacts



- Domestic expenses +0.9%, chiefly attributable to acquired ICT subsidiaries (+ 226 FTE's)
- BICS expenses €+ 8m YoY, mainly reflecting the acquisition of TeleSign (consolidated since November 2017, +206 FTE's)



Domestic EBITDA

+1.1% YoY for Q3 driven by higher direct margin partially offset by higher expenses

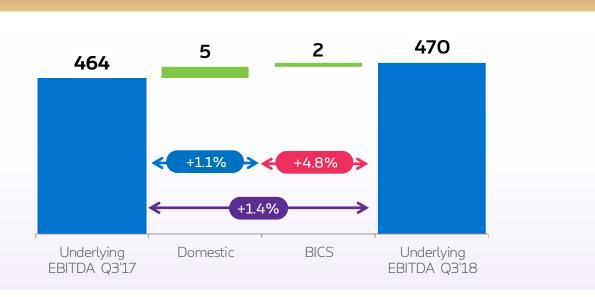


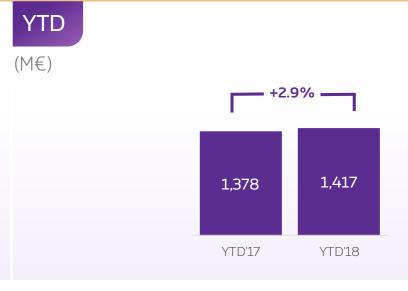


Group EBITDA +1.4% YoY

Both Domestic operations and BICS showing progress from prior year

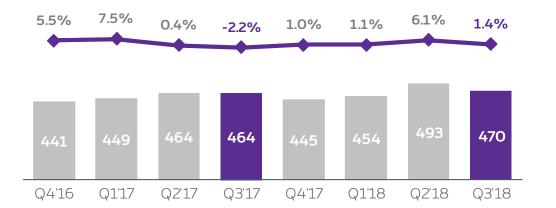






Q's

(M€)

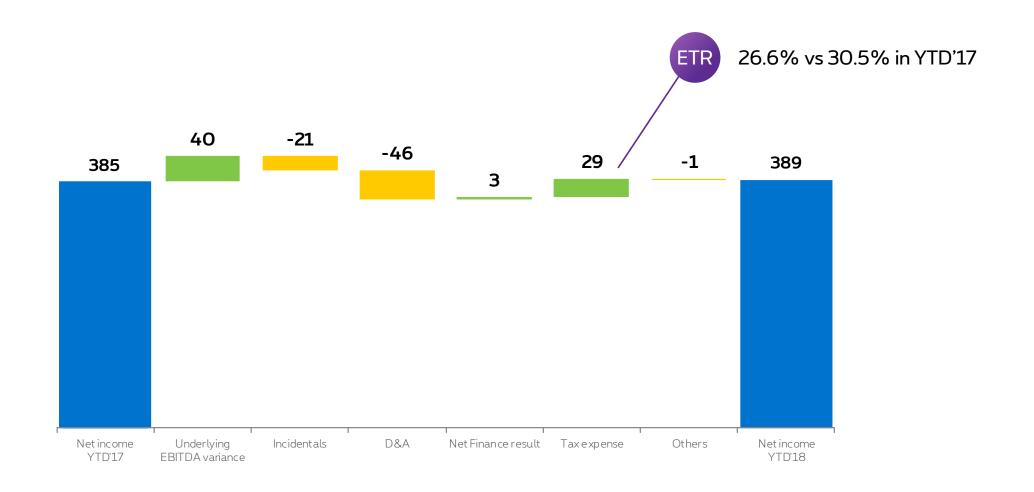


Net income (Group share)

€ 135m Net Income in Q3 leading to a total of € 389m YTD'18



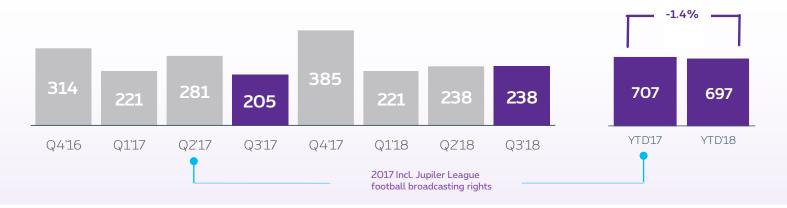
(M€)



€ 697M capex YTD'18

On track for FY2018 estimate of around € 1bn

Capex (M€)



Capex more equally spread over the year

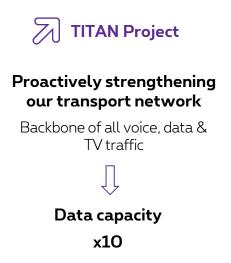


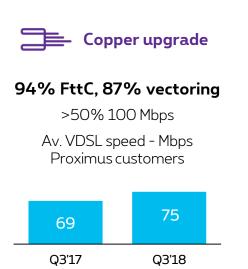
4G pop coverage

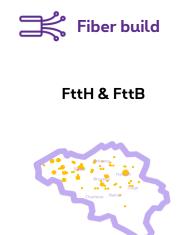
outdoor 99.8% indoor 98.8%

+ Mobile sites to support traffic increase

+ 4.5G deployment









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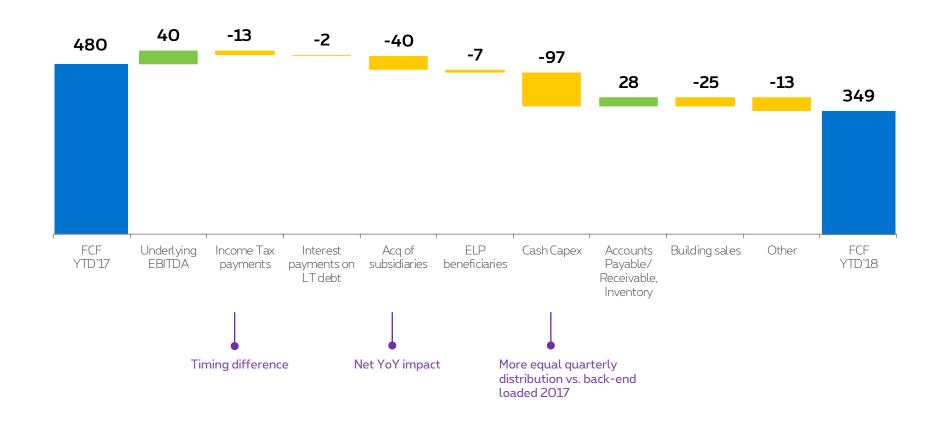
Renewed & simplified IT systems

a.o. new Mass Market IT chain encompassing sales to ordering to billing

FCF

€349M YTD'18, or € 395M excl. acquired ICT subsidiaries

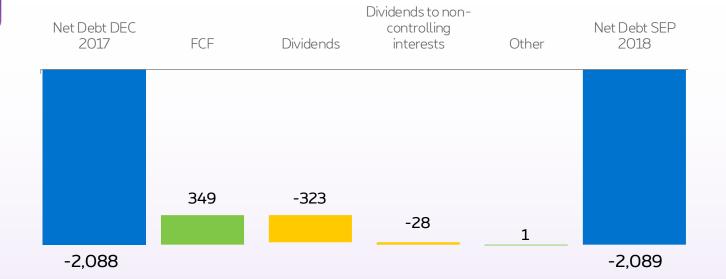




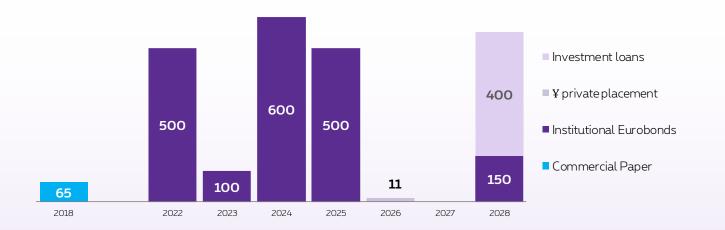
Sound financial position

Proximus optimized it's long term debt

Net Debt (YTD, M€)



Debt maturity schedule (M€)



6.2 Yrs

Average debt duration

1.78%

Weighted average coupon

Credit ratings: Standard & Poor's A, Moody's A1, both stable outlook

Liquidity end Q3'18:

- €242m investments, cash & cash equivalents (incl. derivatives)
- EMTN Program €3,500m (€1,850m outstanding)
- Committed credit line (bilaterals/club/syndicate): €700m
- CP Program €1,000M (€65m outstanding)

Outlook

FY'18 outlook raised for underlying Group EBITDA to growth of 2%-3%

Guidance metrics	FY2017 Actuals	FY2018 Outlook Feb. 2018	2018 YTD achievement	FY2018 Revised Outlook Oct. 2018
Domestic underlying revenue	€4,458m	Nearly stable	+0.3%	Nearly stable
Group underlying EBITDA	€1,823m	Slight growth	+2.9%	between 2%-3%
Capex	€1,092m*	Around €1Bn	€697m	Around €1Bn

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

- Solid YTD 2018 results despite high competitive intensity. So far delivering underlying Group EBITDA ahead of company expectations
- Intention to return a €1.50 gross dividend per share for 2018 reconfirmed. On 24 October 2018, the Proximus Board of Directors approved to return to the shareholders a gross interim dividend of EUR 0.50 per share:

Ex-coupon date: 05/12/2018

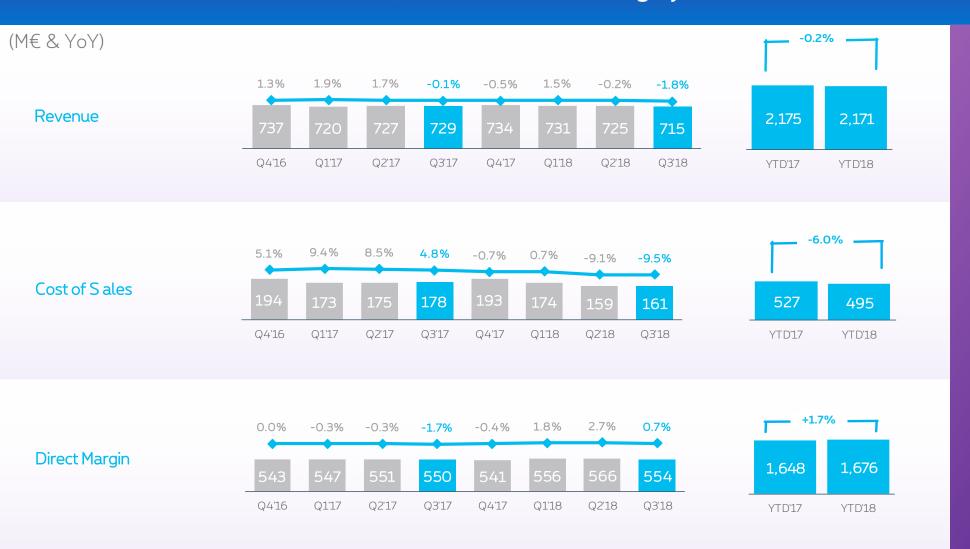
Record date: 06/12/2018

Payment date: 07/12/2018



Consumer

Value accretive customer mix, with ARPH increasing by +0.5% to €65.7



Consumer revenue €-13m YoY,

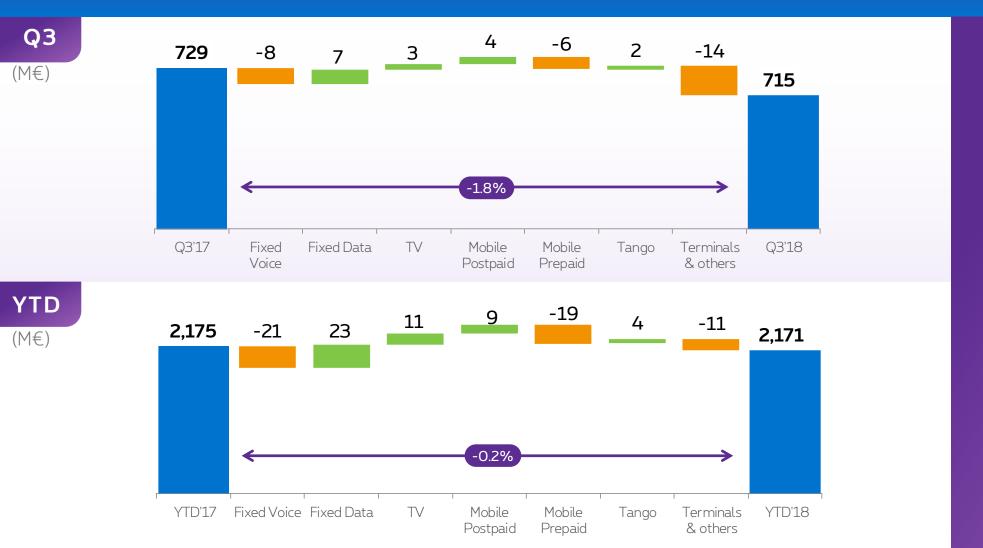
- Mobile device revenue €-9m, no impact on DM
- Other revenue €-4m due to renewed collection process

Q3'18 Direct margin € +4m YoY

- + Enlarging customer base
- + Price index Jan'18
- Renewed collection process
- Lapsing price changes (Jul'17, M4M mobile Aug'17)

Consumer revenue

Consumer revenue down -1.8% driven by lower Terminals sales & new collection process

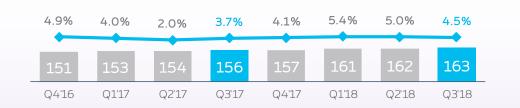


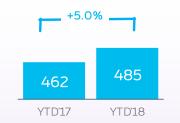
- + YoY growing Internet, TV and Mobile Postpaid customer base
- + Price changes Jan'18
- Lapsing price changes mid'17
- Continued erosion in Fixed Voice & Prepaid base
- Less mobile devices sales

Fixed data revenue +4.5%

Internet base up +9,000 in Q3'18; +48,000 YoY – ARPU up 1.9% on an annual basis

Fixed data revenue (M€) & YoY

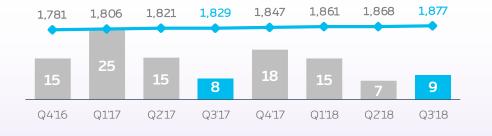


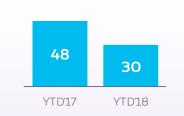


+4.5% revenue from Internet subscriptions YoY, driven by

- higher base
- higher ARPU

Broadband growth & EOP (000)

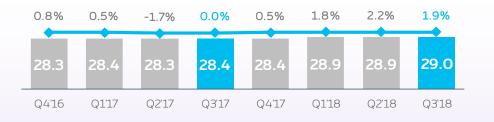


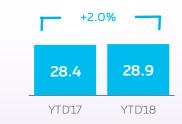


+9,000 Internet lines in Q3'18 in a competitive market

Customer base +2.6% YoY

Broadband ARPU (€) & YoY variance





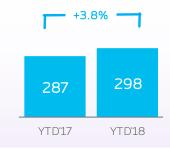
 ARPU up 1.9% YoY reflecting the price changes since the start of 2018

TV revenue + 2.7%

TV customer base grew by 11,000 households in Q3'18; +52,000 YoY

TV revenue (M€) & YoY variance





TV revenues up by 2.7% YoY

Unique TV - customers (000)

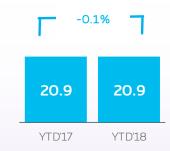




 TV ARPU a touch below last year (-0.6%)







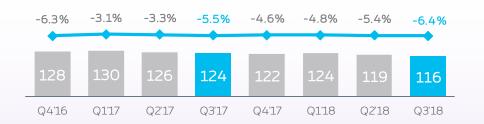
YTD'18

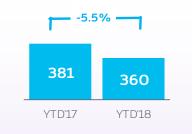
YTD'17

Fixed voice

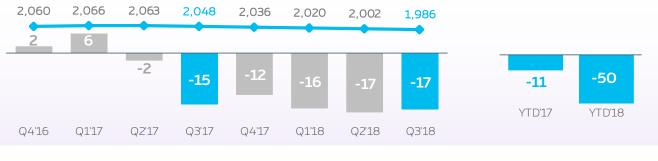
Revenue decline YoY driven by continued line erosion and lower traffic

Fixed voice revenue (M€) & YoY variance





Voice line loss/gain & EOP (000)



Fixed voice ARPU (€) & YoY variance



Total Fixed voice customer base down 3.1% YoY

ARPU -3.4% YoY, reflecting

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

Mobile service revenue

-0.9%

-1.4%

YoY variance improved to -0.9%

-1.2%

-1.7%

Mobile service revenue (M€) & YoY variance

-1.6%



-0.1%

Blended net mobile ARPU (€) & YoY variance

0.6%

1.8%

2.5%

1.7%

1.4%

0.6%

-0.7%



+18,000

Mobile Postpaid cards in Q3'18 on the Proximus and Scarlet brands

Postpaid and prepaid

 $oldsymbol{\mathcal{H}}$ CONSUMER

Actively migrating Prepaid to higher-value Postpaid offers

Q4'16

Q2'17



Q1'18

Q2'18

Q3'18

YTD'17

YTD'18

+2.7% YoY customer growth

Postpaid ARPU variance sequentially improving

- sequentially improving
 + Lapsing regulatory roaming price impact
- Lapsing More-for-more Mobile price adjustments of 01/08/2017

Continued erosion in declining market partly driven by upsell strategy to similar Postpaid plans, at higher value

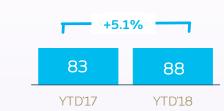
CONSUMER

Tango Luxembourg

Consumer revenue +6.2% YoY in an aggressive competitive market

Tango revenue (M€) & YoY variance





Improved consumer revenue driven by:

- Lower promo impact YoY
- Steady growth in mobile base
- Successful convergence strategy execution, with FttH driving increase in broadband revenue



Stable revenue from HH/SO

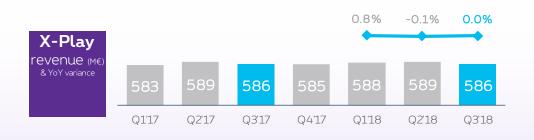
Lower revenue from Mobile Prepaid and Terminal sales



- Proximus' strategy to focus on multi-play offers resulting in continued uptiering to 4-Play, up 7.2% YoY in Q3'18
- Lower Mobile devices revenue with no effect on margin
- Lower Prepaid revenue on eroding base in a declining market and migration to similar postpaid price plans

Continued revenue shift to 4-Play

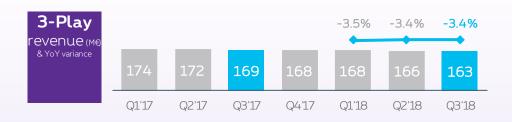
4-Play revenue up 7.2% YoY, representing 34% of Total Consumer revenue

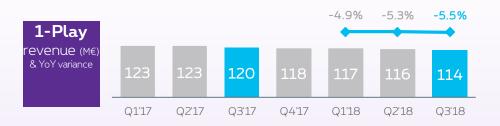


Ongoing expansion of 4-Play base, up 51,000 YoY, including 10,000 in Q3'18



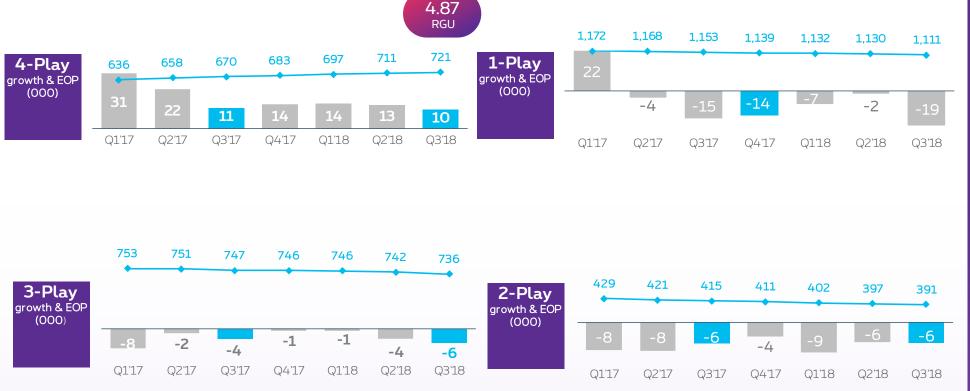


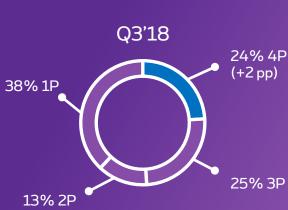




Increasing number of customers on 4-Play

Improving Customer Mix, average RGU per HH/SO up 2.5% to 2.76





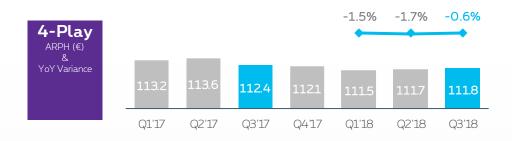
+ 51,000 4-Play YoY (+7.7%)

Overall ARPH up 0.5% YoY

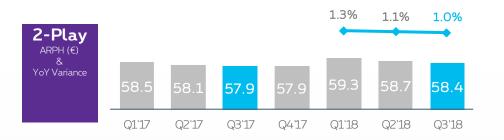
Progress to € 65.7, on improved customer mix



More and more 4-Play HH/SO with ARPH of € 111.8







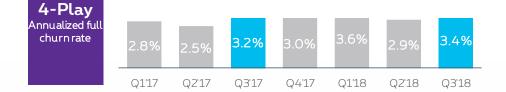


Annualized full churn rates

Overall annualized full churn rate fairly stable YoY (+0.2pp)

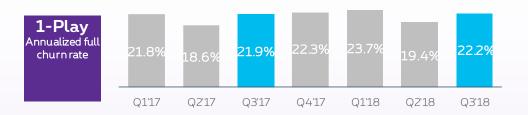


Convergent HH/SO maintained very low churn rates, with limited impact from the higher competitive intensity









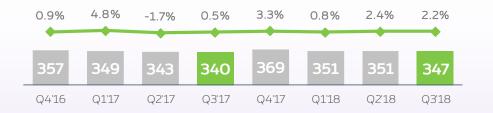


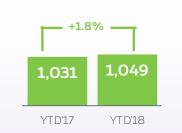
X ENTERPRISE

Enterprise

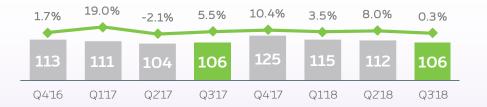
Enterprise revenue and direct margin benefitting from expanded ICT portfolio and growth for Mobile Services and Advanced Business Services

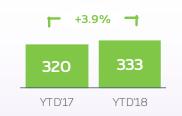
Revenue (M€) & YoY



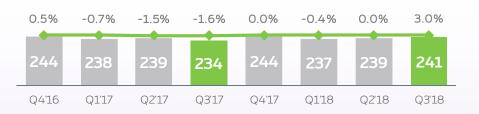


Cost of Sales (M€) & YoY





Direct margin (M€) & YoY



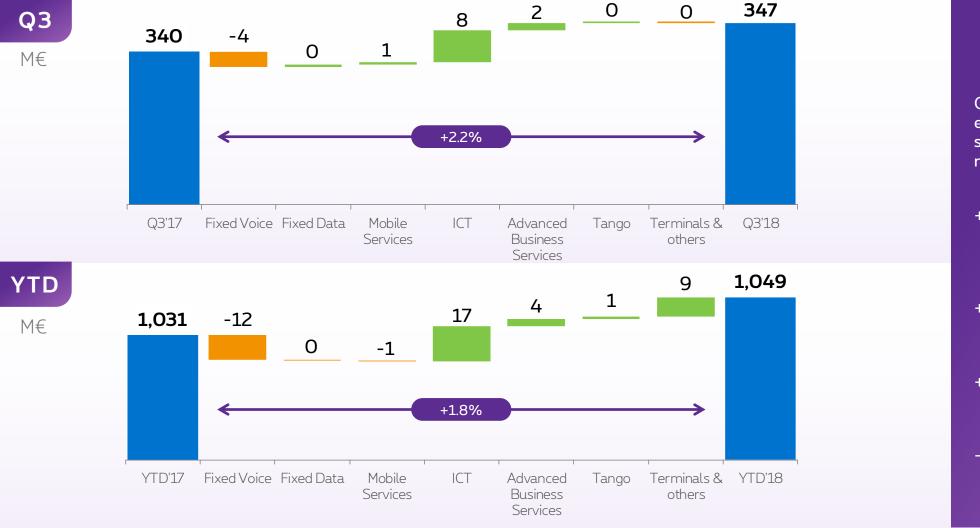


- ICT +6.8%, benefitting from its expanded ICT portfolio
- Mobile services revenue +0.9%
- Advanced Business Services: +28.6%
- Legacy voice revenue down by -7.2%

- Direct margin at €241m, i.e. 69.4% of revenue (+0.6pp YoY).
- Direct margin up 3.0% YoY. ICT, Mobile Services and Advanced Business Services contribution more than offsetting fixed voice erosion

Q3'18 revenue up by 2.2%

Higher revenue from ICT, Mobile Services and Advanced Business Services more than compensated pressure on legacy telecom services



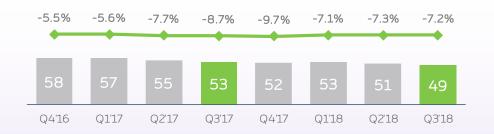
Operating in a competitive environment, Proximus' Enterprise segment achieved a 2.2% YoY revenue growth:

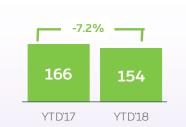
- + Continued strong mobile customer growth: Mobile Service revenue up 0.9%
- + ICT benefitting from the contribution of acquired companies
- + Growing Advanced Business Services
- Pressure on legacy Fixed Voice

Fixed Voice

Steady revenue decline on line erosion and lower usage

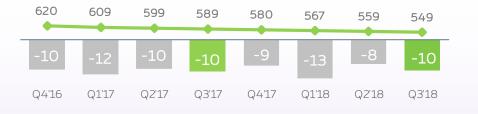
Fixed voice revenue (M€) & YoY variance

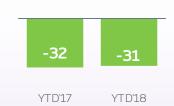




Ongoing rationalization by customers on Fixed line connections, lower usage, technology migrations to VoIP and competitive pressure

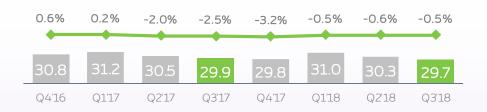
Voice line loss/gain & EOP (000)

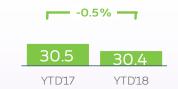




- Steady net Fixed line erosion
- YoY Fixed line base -6.7%

Fixed voice ARPU (EUR) & YoY variance





- YoY Fairly stable Fixed Voice ARPU of €29.7
 - decreased traffic per line & higher penetration of unlimited call options
 - 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 Stable Internet customer base of 133,000 lines in competitive market

-1.0% -1.6% -0.9% -2.7% -1.0% -0.8% -0.4% 0.8% Fixed data revenue (M€) 185 185 & YoY variance 62 04'16 01'17 02'17 Ω3'17 04'17 01'18 02'18 Ω3'18 YTD'17 YTD'18 138 135 134 133 133 Broadband growth & EOP -1 -1 -1 04'16 04'17 01'18 02'18 03'18 YTD'17 YTD'18 -0.7% -1.4% 0.1% 1.1% 0.6% 1.7% -1.4% **Broadband ARPU (EUR)** & YoY variance 43.1 43.6 Q4'16 Q1'17 Q3'17 Q4'17 Q1'18 Q2'18 Q3'18 Q2'17 YTD'17 YTD'18

- Somewhat higher revenue from Data Connectivity (largest part in this product category)
- Continued migration of customers to Proximus' VPN flagship 'Explore'
 - Benefitting from the further roll-out of P2P fiber
 - Legacy products outphased and migrated in the context of simplification programs, (new solutions at more attractive pricing)
- Broadband ARPU increases YoY including price indexation effects and growing share of high-end internet in the park

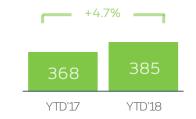


ENTERPRISE

Successful strategy of expanding portfolio well beyond pure connectivity services

ICT revenue (M€) & YoY





Strengthened ICT portfolio, including acquisition of small-sized, highly specialized companies:



Codit, Belgium-headquartered market leader in business application integration, API Management, Azure and Internet of Things was acquired 11 July 2018



 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 acquired on 1 October 2017



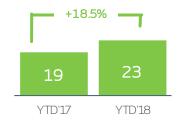
 Davinsi Labs, a cybersecurity company was acquired on 4 May 2017

Advanced Business Services

Solid revenue from Smart Mobility and convergent business solutions

Advanced Business Services (M€)









Mobile Service Revenue +0.9% **ENTERPRISE

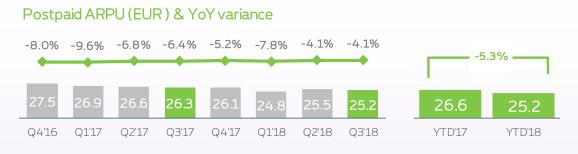
Benefit from customer growth partially offset by lower Postpaid ARPU





- Mobile Voice park of 1,021,000 cards. +4.7% YoY
- YoY ARPU decrease stable to prior quarter
 - Decreasing Roaming options
 - Advantageous price bundles
 - Competitive price pressure
- Average national data usage +33% YoY to 1.7GB/user
- +32,000 M2M cards in Q3, sequential increase related to Road User Charging product
- M2M park +6.3%; maintaining leadership position on M2M market

M2M growth & EOP (000)





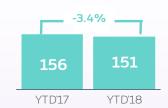
Wholesale

Decline in revenue mainly due to lower roaming-in revenue. Wholesale direct margin unfavourably affected by wholesale roaming rate negotiations. Positive effect for Consumer and Business Margin

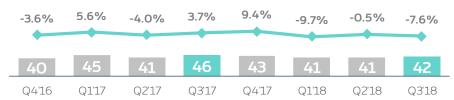


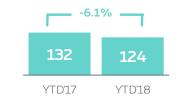
Revenue (M€) & YoY





Direct margin (M€) &YoY







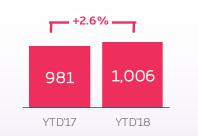
BICS segment result up by 4.8%



TeleSign contribution & synergies increasing DM to 23.0% of revenue

Revenue (M€) & YoY variance

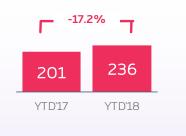




 YoY uplift mainly driven by the additional business from TeleSign, consolidated since 1 November 2017

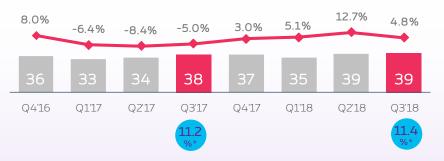
Direct Margin (M€)

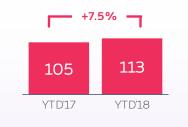




• Strong growth in SMS A2P volumes and realizing direct cost synergies

Segment result (M€) & YoY variance





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



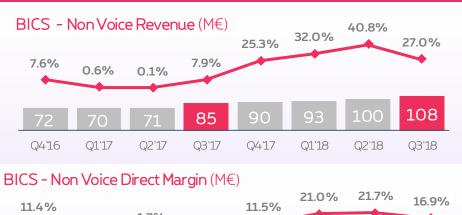
bics

Non-Voice

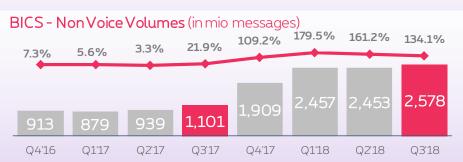
Voice



Firm growth on SMS A2P volumes, benefitting from BICS -TeleSign combination DM supported by TeleSign authentication services













BICS - Voice Volumes (in mio minutes)



Appendix



Pricing	47
Spectrum	51
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Shareholder structure	55
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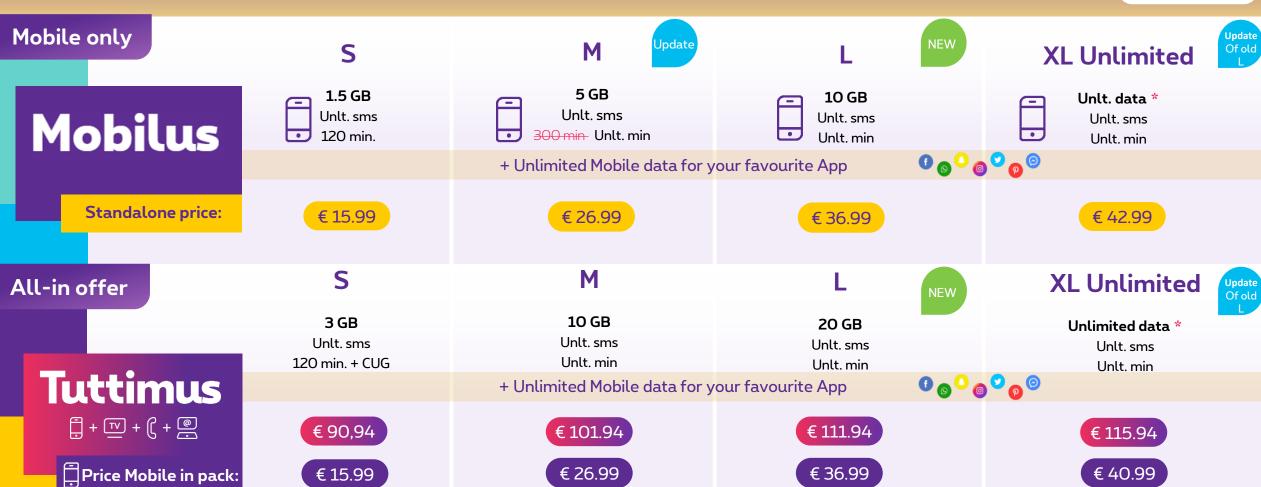
Mobilus/Full Control portfolio

47

Revamp 1st November'18

Prices incl. VAT

BE: 20 GB at full speed, then 512 Kbps EU: 16 GB at full speed, then 0.0072€/MB



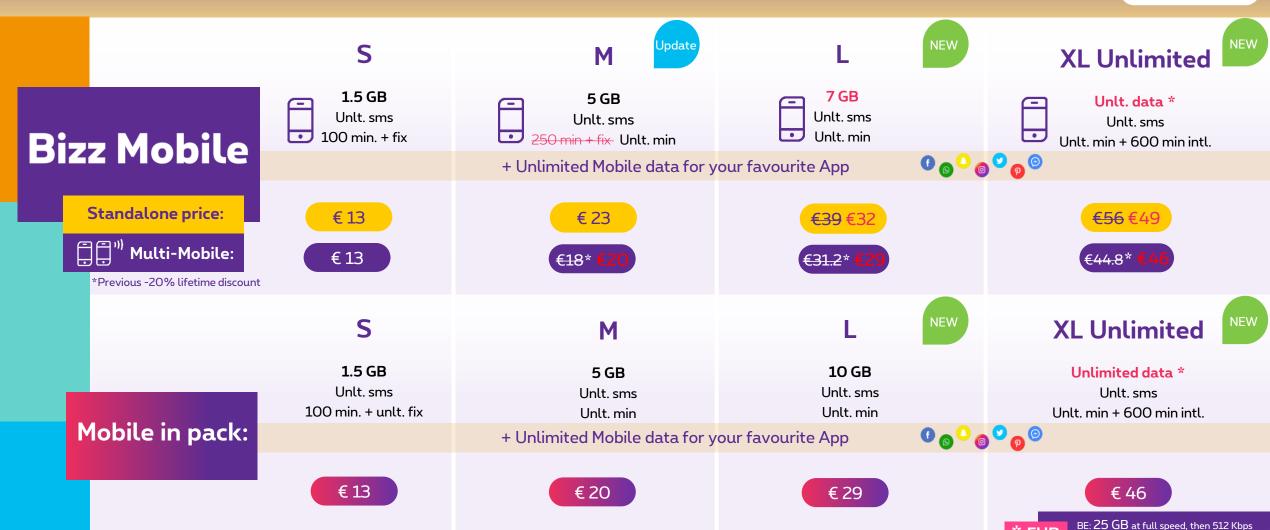
Bizz Mobile portfolio

48

Revamp 1st November'18

Prices excl. VAT

EU: 22 GB at full speed, then 0.0059€/MB

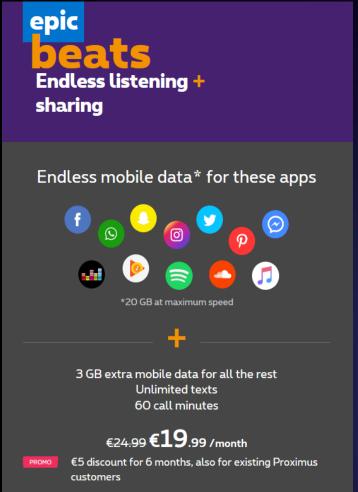


* APPENDIX

Epic mobile offer for millennials

Epic: worry-free connection anytime, anywhere





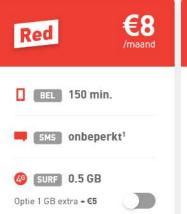


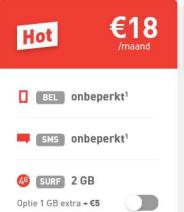


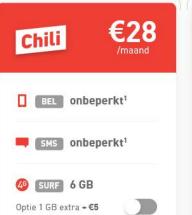
Positioning Scarlet as no frills brand, with very attractive pricing for 'price seekers'

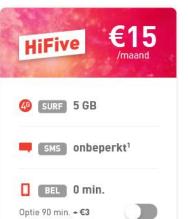








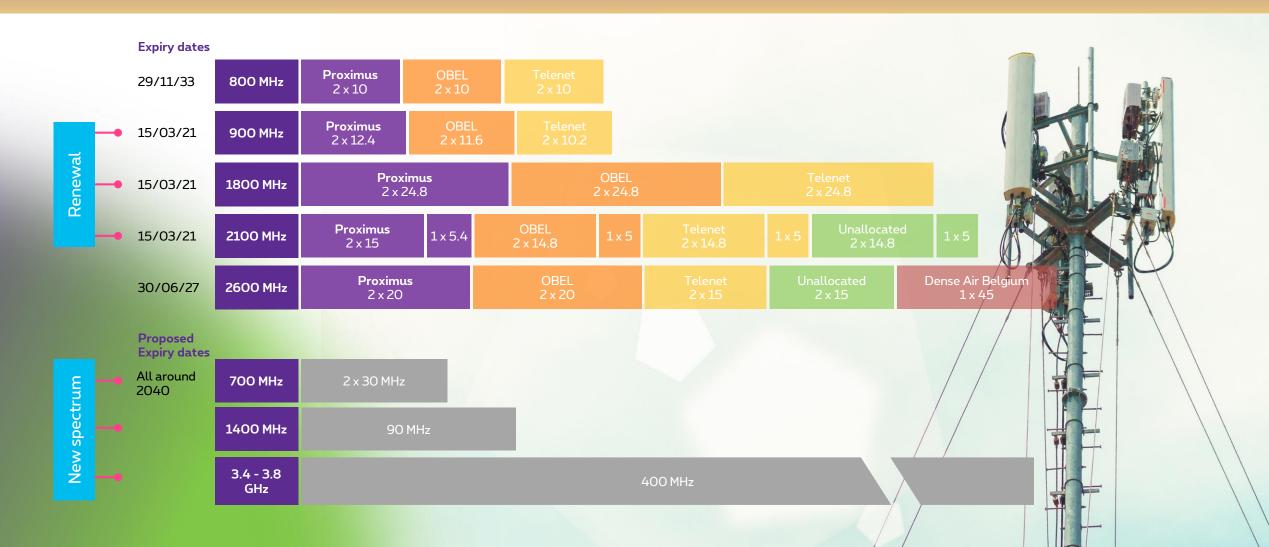






Spectrum

Current ownership and new spectrum



APPENDIX

Spectrum auction

Reserved spectrum

Details of reserved spectrum as published by BIPT

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.

* APPENDIX

Spectrum auction

Coverage obligations

Details of coverage obligations as published by BIPT

Frequency band	Frequency band Obligations for existing operators	
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

Headcount

Domestic workforce cost benefitting from reduced headcount



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 Q3'18, civil servants @ 26% of Domestic headcount

Domestic workforce cost

(M€)



Positive effect ELP partly offset by salary indexation & ICT reinforcements



Proximus SA age pyramid

(excl. employees opting for Early leave plan & subsidiaries)



Shareholder structure

Total number of shares

338,025,135

Free-float

42%

Belgian government

54%

	Number of shares	% shares	% Voting rights	% Dividend rights	Number of shares with voting rights	Number of shares with dividend rights
Belgian state	180,887,569	53.51%	56.04%	55.90%	180,88,.569	180,887,569
Proximus own shares	15,254,009	4.51%		0.25%		820,036
Free-float	141,883,557	41.97%	43.96%	43.85%	141,883,557	141,883,557
Total	338,025,135	100.00%	100.00%	100.00%	322,771,126	323,591,162

~€ 7.3 Bn Market Capitalisation*

~ 6.7% Dividend 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.

* 31/10/18

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%.

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.

- The application of GDPR led in Q2'18 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 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.

For further information



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