

VIRGIN MEDIA SECURED FINANCE PLC

VIRGIN MEDIA SECURED FINANCE PLC ANNOUNCES A SUPPLEMENT TO THE OFFERING MEMORANDUM CONTAINING VIRGIN MEDIA INC.'S PRELIMINARY FISCAL 2016 RESULTS

London – 8 a.m., February 16, 2017.

Virgin Media Secured Finance PLC (the “**Issuer**”) today announced that it has published a supplement dated February 16, 2017 (the “**Supplement**”) to the offering memorandum dated February 8, 2017 (the “**Offering Memorandum**”) relating to (i) its offer to exchange (the “**Exchange Offer**”) any and all of its outstanding sterling denominated 5.5% senior secured notes due 2021 (the “**Original Sterling Notes**”) for new sterling-denominated 6.0% senior secured notes due 2025 (the “**New Notes**”) and (ii) its solicitation (the “**Consent Solicitation**”) and, together with the Exchange Offer, the “**Offer**”) of consents (the “**Consents**”) from Eligible Holders participating in the Exchange Offer to make certain proposed amendments to the indenture governing the Original Sterling Notes (the “**Proposed Amendments**”). The information in the Supplement supplements and amends the Offering Memorandum and supersedes the information in the Offering Memorandum to the extent inconsistent with the information in the Offering Memorandum. Capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Offering Memorandum, as supplemented by the Supplement.

On February 15, 2016, Liberty Global plc (“**Liberty Global**”) provided selected, preliminary unaudited financial and operating information for certain of its fixed-income borrowing groups, including Virgin Media Inc. and its subsidiaries (the “**Virgin Media Group**”), for the three and twelve months ended December 31, 2016 by posting a press release to its website. The Supplement contains selected preliminary unaudited financial and operating information of the Virgin Media Group for the three and twelve months ended December 31, 2016.

The Offer is being made solely pursuant to the Offering Memorandum (as supplemented by the Supplement). The terms and conditions of the Offer, how to tender Original Sterling Notes in the Offer and deliver Consents thereby, and certain conditions to the Offer are set forth in the Offering Memorandum, as supplemented by the Supplement. The Offering Memorandum and the Supplement contain important information that should be read carefully before any decision is made with respect to the Offer. The Exchange Offer and Consent Solicitation will expire at 11:59 p.m., New York time, on March 9, 2017, (as it may be extended, the “**Expiration Time**”). Tendered Original Sterling Notes may be validly withdrawn at any time prior to the earlier of (i) the Early Exchange Deadline and (ii) the date on which the requisite consents to the Proposed Amendments are received, but not thereafter.

Copies of the Offering Memorandum and Supplement can be obtained by Eligible Holders of the Original Sterling Notes from the Exchange Agent and Information Agent at the telephone number below.

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United Kingdom Vani Bassi, Head of Investor Relations, +44 1256 752347
Issued by: Virgin Media Secured Finance PLC

About Virgin Media

Virgin Media offers four multi award-winning services across the UK and Ireland: broadband, TV, mobile phone and landline. The company's dedicated, ultrafast network delivers the fastest widely available broadband speeds to homes and businesses. We're expanding this through our £3bn Project Lightning programme to pass an incremental 4 million premises. Our interactive TV service brings live programmes, thousands of hours of on-demand programming and the best apps and games in a set-top box, as well as on-the-go services for tablets and smartphones. We launched the world's first virtual mobile network, offering fantastic value and services. We are also one of the largest fixed-line phone providers in the UK and Ireland. Through Virgin Media Business, we support entrepreneurs, businesses and the public sector, delivering the fastest speeds and tailor-made services. Virgin Media is part of Liberty Global, the world's largest international cable company, with operations in more than 30 countries.

Disclaimer

None of the Issuer, Credit Suisse Securities (Europe) Limited (the "**Dealer Manager**"), the trustee of the New Notes, the trustee of the Original Sterling Notes, the Information Agent, or the Exchange Agent (or their respective directors, employees or affiliates) makes any recommendation as to whether or not Eligible Holders of the Original Sterling Notes should submit Original Sterling Notes for exchange and deliver Consents with respect to such notes thereby. This announcement does not constitute the solicitation of an offer to buy or an offer to sell Original Sterling Notes or New Notes, as applicable, or a solicitation of Consents, in any jurisdiction in which such offer, sale or solicitation would be unlawful. The Offer is only being made (1) to "qualified institutional buyers" as defined in Rule 144A under the Securities Act of 1933, as amended (the "**Securities Act**"), in a private transaction in reliance upon the exemption from the registration requirements of the Securities Act provided by Section 4(a)(2) thereof and (2) outside the United States to persons that are not "U.S. persons," as such term is defined in Rule 902 of Regulation S ("**Regulation S**") under the Securities Act and who would be participating in any transaction in accordance with Regulation S. Holders of the Original Sterling Notes who have certified to the Issuer that they are eligible to participate in the Offer pursuant to at least one of the foregoing conditions are referred to as "**Eligible Holders**". The New Notes to be offered have not been, and will not be, registered under the Securities Act and may not be offered or sold in the United States absent an applicable exemption from registration requirements.

This announcement does not describe all the material terms of the Offer and no decision should be made by any holder of the Original Sterling Notes on the basis of this announcement. The complete terms and conditions of the Offer are described in the Offering Memorandum and the Supplement. This announcement must be read in conjunction with the Offering Memorandum and the Supplement. The Offering Memorandum and the Supplement contain important information which should be read carefully before any decision is made with respect to the Offer. Additionally, the Offering Memorandum and the Supplement contain forward-looking statements and information that is necessarily subject to risks, uncertainties and assumptions. No assurance can be given that the Offer described herein will be consummated. The Issuer assumes no obligations to update or correct the information contained in this announcement. See "*Forward-Looking Statements*" and "*Risk Factors*" in the Offering Memorandum for a more complete discussion of certain factors that could affect Virgin Media Inc.'s future performance and results of operation. If any holder is in any doubt as to the contents of this announcement or the Offer or the action it should take, it is recommended to seek its own financial and legal advice, including in respect of any tax consequences, immediately from its stockbroker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Original Sterling Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to exchange such Original Sterling Notes and deliver its Consent thereby pursuant to the Offer.

The information contained in this announcement does not constitute an invitation or inducement to engage in investment activity within the meaning of the United Kingdom Financial Services and Markets Act 2000. In the United Kingdom, this announcement is being distributed only to, and is directed only to persons who (i) are investment professionals, as such term is defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "**Financial Promotion Order**"), (ii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Financial Promotion Order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000 ("**FSMA**")) in connection with the issue or sale of any New Notes may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "**Relevant Persons**"). The information contained in this announcement must not be acted on or relied on in the United Kingdom by persons who are not Relevant Persons. In the United Kingdom, the New Notes are and any investment or investment activity to which this announcement relates, is available only to Relevant Persons, and will be engaged in only with such persons. Any person who is not a Relevant Person should not act or rely on the information contained in this announcement.

Holders of Original Sterling Notes with questions regarding the Offer procedures should contact the Exchange Agent and/or Information Agent for further information. All other questions concerning the Offer should be directed to the Dealer Manager.

For more information, please contact:

Dealer Manager

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Exchange Agent and Information Agent

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Disclosure of inside information by Virgin Media Secured Finance plc under Article 17(1) of Regulation (EU) 596/2014.