

Virgin Media O2

Green Bond Progress Report

Addendum to the Green Bond Progress Report
as at 31 December 2024

30 November 2025



Contents



- 01 **Introduction**
Virgin Media O2 Joint Venture
- 02 **Green Bond Issue – the VMED O2, December 2024 Green Bonds**
Green Bonds in Issue as at 31 December 2024
- 03 **Eligible Green Project Allocations**
Allocation of Eligible Spend against the Net Proceeds of the VMED O2, December 2024 Green Bonds
- 04 **External Assurance**
ERM CVS's Limited Assurance Report to VMED O2 UK Limited on Use of Green Bond Proceeds and 2024 Impact Reporting metrics as at and for the year ended 31 December 2024 is available with this Progress Report on Corporate Statements section of Virgin Media O2's corporate website.
- 05 **Disclaimer**

Introduction

As per the VMED O2 Green Bond Framework (see below), VMED O2 UK Limited (the Company) presents its Addendum to the Green Bond Progress Report as at 31 December 2024 (the Progress Report).

Please note, this is an Addendum to the Green Bond Progress Report. For full details of the 31 December 2024 Green Bond Progress Report, [please visit here](#).

Virgin Media O2 Joint Venture

Virgin Media O2 (the Joint Venture or VMED O2) is a 50:50 joint venture that was formed on 1 June 2021 between Liberty Global Ltd and Telefónica SA, which brought together Virgin Media's operations in the United Kingdom (UK) (Virgin Media) with O2 Holdings' operations in the UK (O2 Group).

One of the Company's wholly-owned subsidiaries, VMED O2 UK Financing I plc, issued the VMED O2 December 2024 Green Bonds (as defined herein), the Joint Venture's third issue of Green Bonds. Additional Green Bond funds were raised in 2025 however this is outside the scope of this Green Bond Progress Report.



Green Bond Issue – the VMED O2, December 2024 Green Bonds

The Joint Venture, through one of its wholly-owned subsidiaries VMED O2 UK Financing I plc, made its third Green Bond issue in December 2024 with net proceeds of £397.5 million (the Net Proceeds).

On 18 December 2024, Virgin Media O2 Vendor Financing Notes V Designated Activity Company (Virgin Media O2 Financing V Company), a third-party Special Purpose Entity that is outside of the Group, issued £400.0 million principal amount of 7.875% vendor financing notes at par due 15 March 2032. The net proceeds from this note are to be used by the Virgin Media O2 Financing V Company to purchase certain vendor-financed receivables owed by our company to various other third parties. To the extent that the proceeds from the 2032 Vendor Financing Notes exceed the amount of vendor-financed receivables purchased, the excess proceeds will be on-lent to Virgin Media O2.

The Net Proceeds of the VMED O2 April 2024 Green Bond’s £400.0 million principal amount, was £397.5 million net of bank fees and other third-party issue costs.

An amount equivalent to the Net Proceeds will be used for investments in green projects, in line with the Virgin Media O2 Green Bond Framework.

The summary details of the VMED O2 Green Bond issued are as follows:

EUR	
Date of Issue	Dec-24
Amount (in millions)	£400.0
Interest Rate	7.875%
Maturity Date	15-Mar-32
ISIN (Regulated S Global Note)	XS2963898890
ISIN (144A Global Note)	XS2963899435
Overall Proceeds (in millions)	£397.5
Allocation status	Fully Allocated

Green Bonds in Issue as at 31 December 2024

All of the VMED O2 Green Bonds remained in issue as at 31 December 2024.

Eligible Green Project Allocations

Allocation of Eligible Spend against the Net Proceeds of the VMED O2 December 2024 Green Bonds

As at 31 December 2024 expenditure on VMED O2 Eligible Green Projects of £397.5 million had been allocated against the Net Proceeds of the VMED O2 December 2024 Green Bond, meaning that those Net Proceeds of £397.5 million were fully allocated:

Category	Period	Description	Look-back or Post Issue	Amount (£'m)	% of Net Proceeds
Allocation as at 31 December 2024					
Energy Efficiency	2022	VM Network Expansion	Look-back	101.7	25.6%
Energy Efficiency	2023	5G Capacity	Look-back	111.5	28.1%
Energy Efficiency	2023	5G Core Investment	Look-back	12.4	3.1%
Energy Efficiency	2023	5G Coverage	Look-back	17.0	4.3%
Energy Efficiency	2023	5G Transmission	Look-back	20.8	5.2%
Energy Efficiency	2023	Mobile Overall Room Energy Optimisation	Look-back	6.0	1.5%
Energy Efficiency	2023	Shared Rural Network Investment	Look-back	6.8	1.7%
Energy Efficiency	2023	Telco Cloud	Look-back	26.0	6.5%
Energy Efficiency	2023	VM Network Expansion	Look-back	46.5	11.7%
Energy Efficiency	2023	VMB Network Expansion 2022	Look-back	48.8	12.3%
Allocation as at 31 December 2024				397.5	100%

(1) ERM Certification & Verification Services Limited (ERM CVS), our independent assurance provider, has provided limited assurance over the information in this table using the assurance standard ISAE 3000 (Revised). See the separate "ERM CVS Independent Limited Assurance Report on Use of Green Bond Proceeds for 2025 and Impact Reporting for 2024 as at and for the year ended 31 December 2024" available on the Corporate Statements section of the Virgin Media O2 Corporate website.

External Assurance

We engaged ERM CVS to undertake independent limited assurance, reporting to VMED O2 UK Limited, using the assurance standard International Standard on Assurance Engagements (UK) 3000 (Revised) – ‘Assurance Engagements other than Audits or Reviews of Historical Financial Information’ (‘ISAE 3000 (Revised)’) for (i) the Use of Green Bond Proceeds and (ii) for selected environmental Impact Reporting metrics for the year ended 31 December 2024 (together the Selected Information).

ERM CVS Assurance Report for this engagement is available with this Progress Report on the Corporate Statements section of the Virgin Media O2 Corporate website. ERM CVS has issued an unqualified assurance conclusion.

The level of assurance provided for in a limited assurance engagement is lower than a reasonable assurance engagement. In order to reach their reported conclusions for both parts of the assurance scope for this engagement, ERM CVS performed a range of procedures, a summary of which is included within their Assurance Report.

Non-financial performance information, including the quantification of GHG emissions, is subject to more inherent limitations than financial reporting. It is important to read the Selected Information in the context of the full ERM CVS limited assurance report on the Selected Information and VMED O2’s reporting criteria as set out in Appendix 2 to the limited assurance report and as available on VMED O2’s website.



Appendix

Extract from VMED O2 Green Bond Framework: VMED O2 Eligible Green Projects

Under the VMED O2 Green Bond Framework issued August 2022, VMED O2 uses Green Bonds to finance Eligible Green Projects of VMED O2 (VMED O2 Eligible Green Projects) that support VMED O2's transition to a net zero carbon and zero waste future for the UK.

Following the VMED O2 Green Bond Framework, and the ICMA Green Bond Principles (GBP) it incorporates, refinancing of VMED O2 Eligible Green Projects will have a look-back period of no longer than 36 months from the time of issuance. The net proceeds or an amount equal to the net proceeds raised through any green bonds will be allocated

to the financing and refinancing of VMED O2 Eligible Green Projects as defined in the VMED O2 Green Bond Framework.

A list of VMED O2 Eligible Green Projects that may be considered by VMED O2 per the VMED O2 Green Bond Framework is shown below, together with the category per the GBP (GBP category) and the alignment to the Sustainable Development Goals (SDG) adopted by the United Nations:



GB Principles category	VMED O2 Eligible Green Projects	SDG Alignment
Energy efficiency	<p>Network transformation (fixed-line & mobile) that result in energy efficiency as set out below. This list may be further updated as technologies and other circumstances evolve.</p> <ul style="list-style-type: none"> Rollout of full-fibre and fibre-rich networks, implementing DOCSIS⁽¹⁾ 3.1, and investment in mobile 4G & 5G networks to underpin the UK's digital revolution and connectivity, enabling smart cities, smart homes and smart transport systems; Achieving target of PUE <1.5 for data centres through our data centre energy efficiency and free cooling programme known as OREO (overall room energy optimisation); Rolling out digital fixed-line telephony (VOIP) in place of traditional copper-based systems, driving energy efficiencies; LED swap-outs in technical and people sites; Virtualisation of network delivering energy efficiency benefits; Electrical power monitoring systems for the network; Improvements in supporting network infrastructure, including cooling optimisation, smart management, intelligent lighting, automation maintenance; and Effective Life Cycle management of electrically powered Network, Technical site and IT assets. <p>Purchase of more power efficient Customer Premises Equipment (CPE) compared to baseline prior models (CPE purchases also drive Circular Economy benefits including (i) increasing the recycled content in manufacture and (ii) maximising end of life recycling).</p> <p>Finance the development and implementation of products and services based on Internet of Things, big data and/or artificial intelligence, which aim at energy efficiency and conservation of natural resources. Potential technologies include financing of hardware, software and innovation, such as:</p> <ul style="list-style-type: none"> New IoT connectivity with technologies including Narrowband-IoT, which is a Low Power Wide Area ("LPWA") network technology and can facilitate increase energy efficiency, improve network coverage and enhance the duration of batteries; and excluding any applications for fossil fuel technologies. 	  
Renewable energy⁽²⁾	<p>On-site renewable power generation from sources such as solar and wind to reduce grid dependency and increase security of supply e.g. solar photovoltaic installations on technical sites.</p>	
Clean transportation	<p>Switching fleet to electric vehicles and hybrid vehicles that comply with a 50gCO₂/km threshold (fleet over 4,000 vehicles as at 31 December 2021).</p> <p>Electric vehicle charging points at offices and at other sites with staff.</p>	
Circular economy adapted products, production technologies and processes	<p>Electrical product take-back, repair and refurbishment to enable the reuse of customer products.</p>	

(1) DOCSIS - Data Over Cable Service Interface Specification

(2) Where VMED O2 controls the bill, it purchases 100% of the power for its mobile and fixed network from renewable sources. These ongoing operating expenses are not considered eligible expenditure. If and when VMED O2 enters into medium to long term power purchase agreements (PPA) that support the construction of incremental generating capacity, this position may be re-assessed.

The SDG noted above are:

- 7 Affordable and Clean Energy,
- 9 Industry, Innovation and Infrastructure,
- 11 Sustainable Cities and Communities, and
- 12 Responsible Consumption and Production



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