

Virgin Media O2¹ publishes Q2 results to 30 June 2026

Virgin Media O2's full fibre footprint reaches 9 million premises; FY 2026 guidance reaffirmed

London, UK – 24 July 2026

Progress against strategy:

- Virgin Media O2's full fibre footprint reached the milestone of 9 million premises, including the nexfibre network, while all 18.8 million homes serviceable can access gigabit speeds.
- Agreed a new MVNO partnership with Monzo, expanding our market-leading reach in wholesale mobile.
- Launched the 'Responsible Business Plan' ESG strategy, embedding sustainability, circularity and digital inclusion initiatives across the full business lifecycle.

Commercial momentum:

- Fixed trading performance improved year-over-year, with a customer net loss of 29,900 in Q2. Consumer fixed ARPU decreased 4.6% to £46.56, reflecting continued competitive intensity in the broadband market.
- Mobile contract net reduction of 29,200 in Q2, as growth in wholesale was more than offset by reductions in the consumer and business segments. Consumer mobile contract ARPU remained broadly stable at +0.2% year-over-year, demonstrating continued focus on value management.

Financial performance:

- FY 2026 guidance reaffirmed, supported by an on-track first half performance in both revenue and Adjusted EBITDA.
- Total service revenue decreased 3.9% in the quarter, and 3.5% in the half, driven by continued pressure on consumer fixed and the impact of planned B2B product portfolio streamlining.
- Adjusted EBITDA reduced 2.9%, an improvement on the prior quarter, with the first-half decline of 3.2% tracking towards the top-end of the guidance range.

Financial performance on track for 2026 guidance

Revenue: Q2 total revenue decreased 7.9% (adjusted for the Daisy Transaction) to £2,398.9 million, as total service revenue was £2,042.8 million, a 3.9% year-over-year decrease (adjusted for the Daisy Transaction). These movements reflect:

- Consumer revenue decreased 5.0%, reflecting a lower customer base and consumer fixed ARPU pressure, with a 6.2% decrease in consumer fixed service revenue and a 1.9% reduction in consumer mobile service revenue. Consumer fixed revenue continued to reflect targeted retention activity in a highly competitive market, the phasing of annual price rises implemented in 2025 also negatively impacted the year-over-year comparison in the quarter.
- Business revenue decreased 8.7%, due to a 10.9% reduction in business service revenue, driven by the planned streamlining of the B2B product portfolio and market headwinds.
- Wholesale revenue decreased 0.5%, driven by lower Smart Metering revenue. However, wholesale service revenue continued growth with a 5.4% year-over-year increase supported by ongoing MVNO momentum. In addition, approximately £14.7 million of fixed pre-enablement and installation income improved wholesale service revenue, as the company targets scaling and expanding wholesale fixed services.
- Network construction and other revenue decreased 95.9%, reflecting the expected reduction in low-margin nexfibre construction activity.

Adjusted EBITDA: Q2 Adjusted EBITDA was £975.2 million, a 2.9% year-over-year decrease (adjusted for the Daisy Transaction). This reflects the reduction in total service revenue, including the phasing of 2025 annual price rises, which created a year-over-year comparative headwind in the quarter. Cost reductions partially offset this impact, including: (i) the benefit of cost efficiency programmes; (ii) a decrease in bad debt; and (iii) an £11.1 million decrease in sales commissions resulting from a change in the amortisation period. Q2 2026 Adjusted EBITDA margin was 40.7%, compared to 39.0% in Q2 2025 on a reported basis, with the year-over-year movement primarily driven by changes in revenue mix, including a reduction in low-margin network construction activity.

Adjusted EBITDA less Capex: Q2 Adjusted EBITDA less Capex was £493.9 million, an increase of 14.5% year-over-year (adjusted for the Daisy Transaction). This was driven by the phasing of network investment, partially offset by the aforementioned reduction in Adjusted EBITDA.

Spectrum licence additions: Q2 Spectrum licence additions were £4.4 million, forming part of the previously announced £343 million consideration for 78.8MHz of spectrum.

Adjusted Free Cash Flow: Adjusted FCF was £231.8 million for the quarter ended 30 June 2026.

2026 guidance: All 2026 guidance metrics reaffirmed, as the company expects:

- Total service revenue decline of 3 to 5% year-over-year, adjusted for the Daisy Transaction.
- Adjusted EBITDA decline of 3 to 5% year-over-year, adjusted for the Daisy Transaction.
- P&E additions of £2.0 to £2.2 billion.
- Adjusted Free Cash Flow and cash distributions to shareholders both around £200 million.

Capital structure supported by long average tenor

Debt borrowing cost and tenor: At 30 June 2026, the fully-swapped third-party debt borrowing cost was 5.3% and the average tenor of third-party debt (excluding vendor financing) was 4.6 years.

Leverage ratios:

- The following ratios are calculated in accordance with the most restrictive covenants, and reflecting the Credit Facility Excluded Amounts as defined in the respective credit agreements as at 30 June 2026, subject to the completion of the corresponding compliance reporting requirements:
 - Net Senior Debt to Annualised Adjusted EBITDA (last two quarters annualised) of 4.10x
 - Net Total Debt to Annualised Adjusted EBITDA (last two quarters annualised) of 4.41x
- Vendor financing, lease and certain other obligations are not included in the calculation of leverage covenants, if these and the Credit Facility Excluded Amounts were included the associated leverage ratio would be:
 - Total Net Debt to Annualised Adjusted EBITDA of 5.89x

Undrawn commitments:

- At 30 June 2026, the company had undrawn commitments of £1,103.0 million equivalent.
- When compliance reporting requirements have been completed and assuming no change from 30 June 2026 borrowing levels, it is anticipated that the full borrowing capacity will continue to be available, based on the maximum the company can incur and upstream.

Operating Statistics Summary ⁽ⁱ⁾

	As of and for the three months ended 30 June	
	2026	2025
Fixed-Line Footprint		
Homes Serviceable	18,811,600	18,535,800
Homes Passed	16,226,200	16,225,900
Fixed		
Consumer Fixed-Line Customer Relationships	5,504,600	5,591,000
Consumer Broadband Connections	5,417,900	5,497,500
Consumer Fixed-Line Customer Relationship net losses	(29,900)	(53,500)
Consumer Broadband net losses	(28,200)	(53,300)
Monthly ARPU per Consumer Fixed-Line Customer Relationship	£ 46.56	£ 48.79
Mobile		
Contract Connections	24,438,700	24,583,800
Consumer	12,466,300	12,710,600
Business	2,936,500	3,097,300
Wholesale	9,035,900	8,775,900
Prepaid Connections	7,886,900	8,546,200
IoT Connections	14,103,100	13,203,500
Total Mobile Connections	46,428,700	46,333,500
Mobile net (losses) additions		
Contract net (losses) additions	(29,200)	900
Consumer net losses	(54,300)	(20,500)
Business net losses	(8,700)	(54,300)
Wholesale net additions	33,800	75,700
Prepaid net additions	4,400	19,500
IoT net additions	7,000	458,600
Total mobile net (losses) additions	(17,800)	479,000
Monthly ARPU per Consumer Mobile Contract Connection	£ 17.81	£ 17.77

⁽ⁱ⁾ The 2025 metrics presented include the consolidation of Daisy Group from 1 January 2025, see footnote 5 for further details.

Financial Results, Adjusted EBITDA Reconciliation, Property and Equipment Additions and Adjusted Free Cash Flow

The preliminary unaudited selected financial results are set forth below:

	Three months ended 30 June		Increase (decrease)	Adjusted increase (decrease) (i)	Six months ended 30 June		Increase (decrease)	Adjusted increase (decrease) (i)
	2026	2025			2026	2025		
	in millions, except percentages							
Revenue								
Consumer	£ 1,831.0	£ 1,926.8	(5.0%)	(5.0%)	£ 3,644.7	£ 3,813.1	(4.4%)	(4.4%)
Mobile Service	799.9	815.6	(1.9%)	(1.9%)	1,575.1	1,620.3	(2.8%)	(2.8%)
Fixed Service	771.2	822.2	(6.2%)	(6.2%)	1,543.2	1,625.8	(5.1%)	(5.1%)
Business	301.6	252.9	19.3%	(8.7%)	610.3	502.3	21.5%	(6.9%)
Business Service	238.3	213.7	11.5%	(10.9%)	471.5	419.1	12.5%	(10.4%)
Wholesale	262.9	264.2	(0.5%)	(0.5%)	519.8	508.7	2.2%	2.2%
Wholesale Service	233.4	221.5	5.4%	5.4%	460.9	423.4	8.9%	8.9%
Network Construction and Other	3.4	82.9	(95.9%)	(95.9%)	14.2	182.8	(92.2%)	(92.2%)
Total Revenue	£ 2,398.9	£ 2,526.8	(5.1%)	(7.9%)	£ 4,789.0	£ 5,006.9	(4.4%)	(7.2%)
Memo: Total Service Revenue	2,042.8	2,073.0	(1.5%)	(3.9%)	4,050.7	4,088.6	(0.9%)	(3.5%)
Memo: Hardware and Other Revenue	356.1	453.8	(21.5%)	(25.4%)	738.3	918.3	(19.6%)	(23.5%)
Adjusted EBITDA	£ 975.2	£ 984.2	(0.9%)	(2.9%)	£ 1,876.9	£ 1,898.3	(1.1%)	(3.2%)
Adjusted EBITDA as a % of Revenue	40.7 %	39.0 %			39.2 %	37.9 %		
Adjusted EBITDA less Capex								
Adjusted EBITDA	£ 975.2	£ 984.2	(0.9%)	(2.9%)	£ 1,876.9	£ 1,898.3	(1.1%)	(3.2%)
Property & equipment additions	453.9	532.7	(14.8%)	(15.2%)	950.7	1,031.0	(7.8%)	(8.3%)
ROU asset additions	27.4	38.4	(28.6%)	(28.6%)	64.4	68.9	(6.5%)	(6.5%)
Adjusted EBITDA less Capex	£ 493.9	£ 413.1	19.6%	14.5%	£ 861.8	£ 798.4	7.9%	3.4%
Adjusted EBITDA less Capex as a % of Revenue	20.6 %	16.3 %			18.0 %	15.9 %		
Spectrum licence additions	£ 4.4	£ —			£ 84.4	£ —		
Adjusted Free Cash Flow (FCF)	£ 231.8	£ 158.3			£ (236.5)	£ (727.1)		

⁽ⁱ⁾ Adjusted to include the consolidation of Daisy Group from 1 January 2025, see footnote 4 for further details.

A reconciliation of net loss to Adjusted EBITDA is set forth below:

	Three months ended 30 June			Increase (decrease)	Six months ended 30 June		Increase (decrease)			
	2026	2025			2026	2025				
	in millions, except percentages									
Net loss	£	(311.0)	£	(221.9)	£	(341.5)	£	(357.4)		
Income tax (benefit) expense		(76.1)		(65.5)		(68.6)		(107.8)		
Other income, net		(2.1)		(15.8)		(7.9)		(16.7)		
Share of results of investments accounted for by the equity method		0.3		0.1		0.7		(0.9)		
Finance costs		553.3		994.9		798.8		1,558.3		
Finance income		(103.1)		(518.9)		(222.9)		(794.6)		
Operating income		61.3		172.9		158.6		280.9		
Depreciation and amortisation		882.4		780.4		1,642.5		1,549.2		
Share-based compensation expense		14.8		18.9		15.2		32.6		
Restructuring and other operating		16.7		12.0		60.6		35.6		
Adjusted EBITDA	£	975.2	£	984.2	(0.9%)	£	1,876.9	£	1,898.3	(1.1%)

A reconciliation of our net cash provided (used) by operating activities to Adjusted Free Cash Flow is set forth below:

	Three months ended 30 June		Six months ended 30 June	
	2026	2025	2026	2025
	in millions			
Net cash provided by operating activities	£ 799.0	£ 846.7	£ 985.8	£ 593.1
Operating-related vendor financing additions	641.5	611.0	1,304.3	1,085.2
Capital expenditures, net	(268.6)	(359.9)	(650.0)	(679.6)
Principal payments on vendor financing	(901.9)	(906.5)	(1,783.8)	(1,639.7)
Principal payments on leases	(38.2)	(33.0)	(92.8)	(86.1)
Adjusted FCF	£ 231.8	£ 158.3	£ (236.5)	£ (727.1)

Third-Party Debt, Lease Obligations and Cash and Cash Equivalents

The borrowing currency and pound sterling equivalent of the nominal amounts of VMED O2's consolidated third-party debt, lease obligations and cash and cash equivalents is set forth below:

	30 June 2026		31 March 2026	
	Borrowing currency		£ equivalent	
			in millions	
Senior and Senior Secured Credit Facilities:				
Term Loan Q (Term SOFR + 3.250%) due 2029	\$	1,300.0	981.1	983.8
Term Loan Y (Term SOFR + 3.250% ⁽ⁱ⁾) due 2031	\$	2,080.2	1,569.9	1,574.0
Term Loan AC (SONIA + 3.250% ⁽ⁱ⁾) due 2030	£	1,675.0	1,675.0	1,675.0
Term Loan AE (EURIBOR + 3.250% ⁽ⁱ⁾) due 2033	€	1,430.0	1,231.8	1,248.7
Term Loan AF (EURIBOR + 3.000% ⁽ⁱ⁾) due 2031	€	920.0	792.5	803.4
£1,378 million (equivalent) RCF (SONIA + 2.750% ⁽ⁱ⁾) due 2029 ⁽ⁱⁱ⁾	£	275.0	275.0	300.0
VM Financing Facilities (GBP equivalent)	£	176.2	176.2	90.8
Total Senior and Senior Secured Credit Facilities			6,701.5	6,675.7
Senior Secured Notes:				
5.500% USD Senior Secured Notes due 2029	\$	1,425.0	1,075.4	1,078.2
5.250% GBP Senior Secured Notes due 2029	£	340.0	340.0	340.0
4.000% GBP Senior Secured Notes due 2029	£	600.0	600.0	600.0
4.250% GBP Senior Secured Notes due 2030	£	635.0	635.0	635.0
4.500% USD Senior Secured Notes due 2030	\$	915.0	690.5	692.3
4.125% GBP Senior Secured Notes due 2030	£	480.0	480.0	480.0
3.250% EUR Senior Secured Notes due 2031	€	950.0	818.3	829.6
4.250% USD Senior Secured Notes due 2031	\$	1,350.0	1,018.8	1,021.5
4.750% USD Senior Secured Notes due 2031	\$	1,400.0	1,056.5	1,059.3
4.500% GBP Senior Secured Notes due 2031	£	675.0	675.0	675.0
7.750% USD Senior Secured Notes due 2032	\$	950.0	716.9	718.8
5.625% ⁽ⁱ⁾ EUR Senior Secured Notes due 2032	€	1,810.0	1,559.1	1,580.5
6.750% USD Senior Secured Notes due 2033	\$	850.0	641.5	643.2
Total Senior Secured Notes			10,307.0	10,353.4
Senior Notes:				
5.000% USD Senior Notes due 2030	\$	925.0	698.1	699.9
3.750% EUR Senior Notes due 2030	€	500.0	430.7	436.6
Total Senior Notes			1,128.8	1,136.5
Vendor financing			3,029.0	3,036.0
Share of Cornerstone debt			322.5	267.5
Other debt			181.4	196.2
Lease obligations			832.4	851.9
Total third-party debt and lease obligations			22,502.6	22,517.2
Less: unamortised premiums, discounts, deferred financing costs and fair value adjustments, net			36.9	37.9
Total carrying amount of third-party debt and lease obligations			22,465.7	22,479.3
Less: cash and cash equivalents			537.5	387.3
Net carrying amount of third-party debt and lease obligations		£	21,928.2	£ 22,092.0
Exchange rate (£ to €)			1.1609	1.1452
Exchange rate (£ to \$)			1.3251	1.3216

⁽ⁱ⁾ Rates are subject to adjustment based upon the achievement or otherwise of certain ESG metrics.

⁽ⁱⁱ⁾ In May 2026, an additional £54 million (equivalent) RCF (SONIA + 2.750%) was added to the borrowing capacity of the RCF.

Covenant Debt Information¹

The pound sterling equivalent of the reconciliation of VMED O2's consolidated third-party debt and lease obligations to the total covenant amount of third-party gross and net debt, as well as information regarding the projected principal-related cash flows of our cross-currency derivative instruments is set forth below. The pound sterling equivalents presented below are based on exchange rates that were in effect as of 30 June 2026 and 31 March 2026. These amounts are presented for illustrative purposes only and will likely differ from the actual cash payments or receipts in future periods.

	30 June 2026		31 March 2026	
	in millions			
Total third-party debt and lease obligations (£ equivalent)	£	22,502.6	£	22,517.2
Vendor financing		(2,962.0)		(2,964.9)
Share of Cornerstone debt		(322.5)		(267.5)
Other debt		(181.4)		(196.2)
Credit Facility excluded amount		(977.2)		(984.4)
Lease obligations		(832.4)		(851.9)
Projected principal-related cash payments associated with our cross-currency derivative instruments		445.9		357.3
Total covenant amount of third-party gross debt		17,673.0		17,609.6
Cash and cash equivalents		(520.3)		(377.6)
Total covenant amount of third-party net debt	£	17,152.7	£	17,232.0



Forward-Looking Statements

This press release contains forward-looking statements including statements regarding our strategies, future growth ambitions and opportunities, and other information and statements that are not historical fact. Accordingly, one should not place undue reliance on these statements.

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About Virgin Media O2

VMED O2 UK Limited (Virgin Media O2) is an integrated communications provider of broadband internet, video, fixed-line telephony and mobile services to residential customers and businesses in the United Kingdom (UK). Virgin Media O2 is a 50:50 joint venture between Liberty Global Ltd. (Liberty Global) and Telefónica, SA (Telefónica).

Liberty Global Ltd. (Nasdaq: LBTYA, LBTYB, LBTYK) delivers long-term shareholder value through the strategic management of two complementary platforms: Liberty Telecom and Liberty Growth.

Liberty Telecom is a world leader in converged broadband, video and mobile communications, providing approximately 80 million fixed and mobile connections across Europe through advanced fiber and 5G networks that empower customers and strengthen national economies. The business generates aggregate revenue of \$22 billion, including approximately \$18 billion from nonconsolidated joint ventures and \$4 billion from consolidated operations.

Liberty Growth invests in scalable businesses across the technology, media, sports and infrastructure sectors, with a portfolio of roughly 70 companies and funds valued at \$3.4 billion⁽ⁱ⁾.

Together, these platforms reflect Liberty Global's focus on operating, enabling and investing in businesses with strong strategic fit and the potential to deliver sustainable long-term returns.

Telefónica is one of the largest telecommunications service providers in the world. The company offers fixed and mobile connectivity as well as a wide range of digital services for residential and business customers. With 298 million accesses⁽ⁱⁱ⁾, Telefónica operates in Europe and Latin America. Telefónica is a 100% listed company and its shares are traded on the Spanish Stock Market and in Lima.

(i) As independently valued as of 31 December 2025.

(ii) As of 31 March 2026.

Footnotes

(1) The information provided in this release includes the financial information of VMED O2 UK Limited, a holding company that is not included as a restricted subsidiary for purposes of the facilities agreement and bond indentures governing Virgin Media O2. Disclosures may differ from reporting required under debt covenant arrangements. The results included in this release have been prepared in accordance with IFRS for Virgin Media O2 for the three and six months ended 30 June 2026 and 2025.

(2) Net loss attributable to non-controlling interests of £5.2 million and £15.3 million during the three and six months ended 30 June 2026, respectively, and £10.1 million and £1.6 million net profit during the three and six months ended 30 June 2025, respectively.

(3) In addition to Adjusted EBITDA, the supplementary financial measure Adjusted EBITDAaL is set forth below:

	Three months ended 30 June			Increase (decrease)	Six months ended 30 June			Increase (decrease)		
	2026		2025		2026		2025			
	in millions, except percentages									
Adjusted EBITDAaL										
Adjusted EBITDA	£	975.2	£	984.2	(0.9%)	£	1,876.9	£	1,898.3	(1.1%)
Lease depreciation and interest costs		(81.0)		(60.8)			(141.5)		(117.0)	
Adjusted EBITDAaL	£	894.2	£	923.4	(3.2%)	£	1,735.4	£	1,781.3	(2.6%)

(4) 2026 guidance includes the following metrics: 'Total service revenue year-over-year, as adjusted for the Daisy Transaction' and 'Adjusted EBITDA year-over-year, as adjusted for the Daisy Transaction'. The 2025 metrics presented below include the consolidation of Daisy Group from 1 January 2025. In addition, effective with Q1 2026 reporting, the revenue reporting structure has been revised as set out below:

	Three months ended				Year ended
	31 March 2025	30 June 2025	30 September 2025	31 December 2025	31 December 2025
in millions, except percentages					
Revenue					
Consumer	£ 1,886.3	£ 1,926.8	£ 1,946.5	£ 1,903.5	£ 7,663.1
Mobile Service	804.7	815.6	822.6	794.9	3,237.8
Fixed Service	803.6	822.2	806.2	788.0	3,220.0
Business	325.4	330.4	310.5	320.4	1,286.7
Business Service	258.8	267.4	244.6	248.1	1,018.9
Wholesale	244.5	264.2	273.6	319.6	1,101.9
Wholesale Service	201.9	221.5	237.5	287.8	948.7
Network Construction and Other	99.9	82.9	43.1	13.4	239.3
Total Revenue	£ 2,556.1	£ 2,604.3	£ 2,573.7	£ 2,556.9	£ 10,291.0
Memo: Total Service Revenue	2,069.0	2,126.7	2,110.9	2,118.8	8,425.4
Memo: Hardware and Other Revenue	487.1	477.6	462.8	438.1	1,865.6
Adjusted EBITDA	£ 933.5	£ 1,004.8	£ 1,021.5	£ 965.4	£ 3,925.2
Adjusted EBITDA as a % of Revenue	36.5%	38.6%	39.7%	37.8%	38.1%

(5) Effective with Q1 2026 reporting, KPI reporting has been revised into the below structure:

	Three months ended				Year ended
	31 March 2025	30 June 2025	30 September 2025	31 December 2025	31 December 2025
Footprint					
Homes Serviceable	18,420,900	18,535,800	18,675,100	18,790,200	18,790,200
Homes Passed	16,224,100	16,225,900	16,226,000	16,226,100	16,226,100
Fixed					
Consumer Fixed-Line Customer Relationships	5,644,500	5,591,000	5,558,300	5,541,400	5,541,400
Consumer Broadband Connections	5,550,800	5,497,500	5,467,300	5,451,700	5,451,700
Consumer Fixed-Line Customer Relationship net losses	(44,700)	(53,500)	(32,700)	(16,900)	(147,800)
Consumer Broadband net losses	(42,800)	(53,300)	(30,200)	(15,600)	(141,900)
Monthly ARPU per Consumer Fixed-Line Customer Relationship	£ 47.26	£ 48.79	£ 48.24	£ 47.37	
Mobile					
Contract Connections	24,582,900	24,583,800	24,648,000	24,675,700	24,675,700
Consumer	12,731,100	12,710,600	12,711,700	12,558,200	12,558,200
Business ⁽ⁱ⁾	3,151,600	3,097,300	3,051,500	3,040,300	3,040,300
Wholesale	8,700,200	8,775,900	8,884,800	9,077,200	9,077,200
Prepaid Connections	8,526,700	8,546,200	8,379,000	8,185,200	8,185,200
IoT Connections	12,744,900	13,203,500	13,557,600	13,879,000	13,879,000
Total Mobile Connections	45,854,500	46,333,500	46,584,600	46,739,900	46,739,900
Mobile net (losses) additions					
Contract net (losses) additions	(70,300)	900	64,200	27,700	22,500
Consumer net (losses) additions	(28,300)	(20,500)	1,100	(153,500)	(201,200)
Business net losses	(96,200)	(54,300)	(45,800)	(11,200)	(207,500)
Wholesale net additions	54,200	75,700	108,900	192,400	431,200
Prepaid net (losses) additions	(245,300)	19,500	(167,200)	(193,800)	(586,800)
IoT net additions	298,200	458,600	354,100	321,400	1,432,300
Total mobile net (losses) additions	(17,400)	479,000	251,100	155,300	868,000
Monthly ARPU per Consumer Mobile Contract Connection	£ 17.25	£ 17.77	£ 17.76	£ 17.31	

⁽ⁱ⁾ Amounts as of the quarter ended 31 March 2025 and 30 June 2025 include Daisy Group business contract connections of 169,500 and 168,300 respectively.

Glossary

Adjusted EBITDA: Adjusted EBITDA is the primary measure used by our Chief Executive Officer, determined to be our Chief Operating Decision Maker (CODM), to evaluate operating performance and is also a key factor that is used by our internal decision makers to (i) determine how to allocate resources and (ii) evaluate the effectiveness of our management for the purposes of annual and other incentive compensation plans. Adjusted EBITDA is defined as profit (loss) from continuing operations before net income tax benefit (expense), other non-operating income or expenses, share of results of investments accounted for by the equity method, net finance (costs) income, depreciation and amortisation, share-based compensation, impairment, restructuring and other operating items. Other operating items include (a) gains and losses on the disposition of long-lived assets and (b) third-party costs directly associated with successful and unsuccessful acquisitions and dispositions, including legal, advisory and due diligence fees. Share-based compensation for purposes of calculating Adjusted EBITDA also includes awards granted to VMED O2 employees that are settled with Liberty Global or Telefónica shares. Our internal decision makers believe Adjusted EBITDA is a meaningful measure because it represents a transparent view of our recurring operating performance that is unaffected by our capital structure and allows management to (1) readily view operating trends, (2) perform analytical comparisons and benchmarking and (3) identify strategies to improve operating performance. We believe our consolidated Adjusted EBITDA measure, which is a non-GAAP measure, is useful to investors because it is one of the bases for comparing our performance with the performance of other companies in the same or similar industries, although our measure may not be directly comparable to similar measures used by other companies.

Adjusted EBITDA margin: Adjusted EBITDA margin is a non-GAAP metric calculated by dividing Adjusted EBITDA by total revenue for the applicable period.

Adjusted EBITDA after Leases (Adjusted EBITDAaL): We define Adjusted EBITDAaL as Adjusted EBITDA as further adjusted to include lease related depreciation and interest expense. Our internal decision makers believe Adjusted EBITDAaL is a meaningful measure because it represents a transparent view of our recurring operating performance that includes recurring lease expenses necessary to operate our business. We believe Adjusted EBITDAaL, which is a non-GAAP measure, is useful to investors because it is one of the bases for comparing our performance with the performance of other companies in the same or similar industries, although our measure may not be directly comparable to similar measures used by other public companies. Adjusted EBITDAaL should be viewed as a measure of operating performance that is a supplement to, and not a substitute for, IFRS measures of income included in our consolidated statements of profit or loss.

Adjusted EBITDA less Capex: Adjusted EBITDA less P&E additions (excluding spectrum licence additions) and ROU asset additions. Adjusted EBITDA less Capex is a meaningful measure because it provides (i) a transparent view of Adjusted EBITDA that remains after our capital expenditures, which we believe is important to take into account when evaluating our overall performance and (ii) a comparable view of our performance relative to other telecommunications companies. Our Adjusted EBITDA less Capex measure may differ from how other companies define and apply their definition of similar measures. Adjusted EBITDA less Capex should be viewed as a measure of operating performance that is a supplement to, and not a substitute for, operating income, net profit or loss or other IFRS measures of income.

Adjusted Free Cash Flow: Net cash provided by our operating activities, plus expenses financed by an intermediary, less (i) capital expenditures, as reported in our consolidated statement of cash flows, excluding spectrum licence additions, (ii) principal payments on amounts financed by vendors and intermediaries and (iii) principal payments on certain finance leases. We believe that our presentation of Adjusted Free Cash Flow, which is a non-GAAP measure, provides useful information to our investors because this measure can be used to gauge our ability to service debt and fund new investment opportunities. Adjusted Free Cash Flow should not be understood to represent our ability to fund discretionary amounts, as we have various mandatory and contractual obligations, including debt repayments, which are not deducted to arrive at this amount. Investors should view Adjusted Free Cash Flow as a supplement to, and not a substitute for, IFRS measures of liquidity included in our consolidated statements of cash flows.

Adjusted for the Daisy Transaction: This assumes the O2 Daisy transaction occurred on 1 January 2025 and pushes back purchase price accounting and policy alignment to this date. The financial statements as adjusted for the Daisy Transaction, which have been prepared in accordance with IFRS, do not purport to project the results of operations or financial condition of the O2 Daisy transaction for any future period nor do they purport to represent what the actual results of operations or financial condition of the O2 Daisy transaction would have been had the transactions occurred on the dates indicated.

B2B: Business-to-Business.

Blended fully-swapped debt borrowing cost: The weighted average interest rate on our aggregate variable- and fixed-rate indebtedness (excluding lease obligations and including vendor financing), including the effects of derivative instruments, original issue premiums or discounts and commitment fees, but excluding the impact of deferred financing costs.

Business Revenue: Business revenue represents revenue generated from large enterprise and public sector (LEPS), Small and Medium Business (SMB), and Small Office or Home Office (SOHO) customers through O2 Daisy Limited. This includes revenue from fixed and mobile connectivity, and, amongst other items, revenue from IT hardware and services such as cloud and cybersecurity.

Business Service Revenue: Business service revenue includes revenue from connectivity associated with the fixed and mobile networks, and, amongst other items, revenue from ongoing IT services.

Consumer Broadband Connections: The number of consumer customers, through a home or residential multiple dwelling unit, that receives internet services over our networks, or that we service through a partner network.

Consumer Fixed-Line Customer Relationships: The number of consumer customers who receive at least one of our broadband, video or telephony services, without regard to which or to how many services they subscribe. Consumer Fixed-Line Customer Relationships generally are counted on a unique premises basis. Accordingly, if an individual receives our services in two premises (e.g., a primary home and a vacation home), that individual generally will count as two Consumer Fixed-Line Customer Relationships. We exclude mobile-only customers from Consumer Fixed-Line Customer Relationships.

Consumer Fixed Service Revenue: Consumer fixed service revenue includes revenue from subscribers for ongoing broadband internet, video, and fixed-line telephony services, and, amongst other items, the recognition of deferred installation revenue over the associated contract term.

Consumer Mobile Service Revenue: Consumer mobile service revenue includes revenue from usage of the mobile network for voice, text messages and data transmission, subscription fees, and, amongst other items, roaming and interconnect revenue.

Consumer Revenue: Consumer revenue represents revenue generated from consumer and residential customers. This includes revenue from usage of the mobile and fixed networks, and, amongst other items, revenue from sales of equipment, mobile handset insurance policies, channel carriage fees, and late fees.

Cornerstone: Cornerstone Telecommunications Infrastructure Limited.

Costs to Capture (CTC): Costs to capture generally include incremental, third-party operating and capital-related costs that are directly associated with integration activities, restructuring activities and certain other costs associated with aligning our business processes to derive synergies. These costs are necessary to the joint venture being formed or are incidental to the joint venture formation. As a result, costs to capture may include certain (i) operating costs that are included in Adjusted EBITDA, (ii) capital-related costs that are included in property and equipment additions and in Adjusted EBITDA less Capex and (iii) certain integration-related



restructuring expenses that are not included within Adjusted EBITDA or Adjusted EBITDA less Capex. Given the achievement of synergies occurs over time, certain of our costs to capture are recurring by nature, and generally incurred within a few years of completing the transaction.

ESG: Environmental, Social, and Governance.

EURIBOR: Euro Interbank Offered Rate plus a credit adjustment spread.

Fixed-Mobile Convergence (FMC) penetration: Fixed-mobile convergence penetration represents the number of customers who subscribe to both a Virgin Media fixed broadband internet service and O2 postpaid mobile telephony service, divided by the total number of customers who subscribe to our fixed broadband internet service.

FTTH: Fibre-to-the-home.

Hardware and Other Revenue: Hardware and other revenue includes revenue from the sales of hardware such as mobile handsets, and, amongst other items, revenue from construction services provided to nexfibre and Smart Metering revenue.

Homes Passed: Homes, residential multiple dwelling units or commercial units that can be connected to our networks without materially extending the distribution plant. Certain of our Homes Passed counts are based on census data that can change based on either revisions to the data or from new census results.

Homes Serviceable: Homes, residential multiple dwelling units or commercial units that can be connected to our networks that are technologically capable of providing two-way services (including video, broadband internet and telephony services), or partner networks with which we have a service agreement, where customers can request and receive our services, without materially extending the distribution plant. Certain of our Homes Serviceable counts are based on census data that can change based on either revisions to the data or from new census results.

International Financial Reporting Standards (IFRS): International Financial Reporting Standards are globally recognised accounting standards as issued by the International Accounting Standards Board (IASB). IFRS establish the principles for the recognition, measurement, presentation and disclosure of transactions and events in general purpose financial statements, with the objective of providing relevant, reliable and comparable financial information to users of those statements.

Mobile Contract Connections: Total number of contract mobile connections including retail contract connections (Consumer and Business), and Wholesale mobile connections excluding Tesco Mobile prepaid connections.

Mobile Internet of Things (IoT) Connections: Total number of Machine-to-Machine (M2M) contract mobile connections including Smart Metering contract connections.

Mobile Prepaid Connections: Total number of Prepaid mobile connections for the retail O2 and giffgaff brands and wholesale Tesco Mobile brand measured on a conventional basis (activity within 90 days).

Monthly ARPU per Consumer Fixed-Line Customer Relationship: Average Revenue Per Unit, a non-GAAP metric, is the average monthly service revenue per average consumer fixed-line customer calculated by dividing the average monthly service revenue by the average number of consumer fixed-line customer relationships for the period.

Monthly ARPU per Consumer Mobile Contract Connection: Average Revenue Per Unit, a non-GAAP metric, is the average monthly service revenue per average consumer contract customer calculated by dividing the average monthly service revenue by the average number of consumer mobile contract customer relationships for the period.

MVNO: Mobile Virtual Network Operator.

nexfibre: nexfibre is a joint venture between our shareholders, Liberty Global and Telefónica, and InfraVia Capital Partners, building a Fibre-to-the-home (FTTH) network in areas not covered by our existing network. We are the anchor wholesale client of nexfibre, in addition to providing a range of construction and other services to nexfibre.

Network Construction and Other Revenue: Network construction and other revenue includes construction management services provided to nexfibre, and, any other revenue received which is not classified under Consumer, Business, or Wholesale revenue categories.

O2 Business: O2 Business Holdings Limited (formerly O2 Daisy Limited), the parent of the B2B combined business operations formed on 1 August 2025, combining VMED O2 and Daisy Group's complementary direct B2B operations (now trading as O2 Business) to create a major new force in the UK business communications and IT sector. The ownership of O2 Daisy is split 70% VMED O2 and 30% Daisy Group. Under the new ownership structure, the combined entity will be consolidated by VMED O2 with a non-controlling interest recognised for the proportion of the combined entity's consolidated results attributable to the Daisy Group.

Property & Equipment (P&E) additions: P&E additions are defined as tangible and intangible asset additions (excluding spectrum licence additions), excluding ROU asset additions. We believe this is a key metric to understand our total capital expenditure and allows for a more meaningful comparison of trends from period to period.

RAN: Radio Access Network.

RCF: Revolving Credit Facility.

ROU asset: The right-of-use asset is the lessee's right to use an asset over the contracted term of a lease.

SIM: Subscriber Identification Module.

SONIA: Sterling Overnight Index Average plus a credit adjustment spread.

Term SOFR: Term Secured Overnight Finance Rate plus a credit adjustment spread.

Total Mobile Connections: The number of active SIM cards in service rather than services provided. For example, if a mobile subscriber has both a data and voice plan on a smartphone this would equate to one mobile subscriber. Alternatively, a subscriber who has a voice and data plan for a mobile handset and a data plan that can be used for devices including a laptop would be counted as two mobile subscribers. Customers who do not pay a recurring monthly fee are excluded from our mobile telephony subscriber counts after periods of inactivity of 90 days. Total number of retail mobile connections includes Consumer, Business, Wholesale, and IoT connections.

Total Service Revenue: Total service revenue includes revenue from fixed and mobile telecommunications connectivity, and, amongst other items, revenue from selected ongoing IT services.



Wholesale Revenue: Wholesale revenue represents revenue generated from customers purchasing fixed and mobile network products on a wholesale basis. Partners include, but are not limited to, MVNOs, connectivity resellers, managed service providers, system integrators, data centre operators, and hyperscalers. This revenue includes mobile and fixed connectivity services such as Smart Metering, roaming, Internet of Things (IoT) solutions, dedicated fibre products, and certain corporate services provided to nexfibre.

Wholesale Service Revenue: Wholesale service revenue includes revenue from connectivity utilising Virgin Media O2's fixed and mobile networks, and, amongst other items, revenue from IT services.