

Ono shareholders reach an agreement for sale to Vodafone

Madrid – March 17, 2014

The shareholders of Grupo Corporativo Ono S.A. (“Ono”) agreed today to sell all of the shares in Ono to Vodafone.

Ono has become the leading high-speed internet provider in Spain; and, thanks to its differentiated product offering and complementary mobile strategy, has a high penetrations of both bundled and convergent subscribers. Ono has also invested €7 billion in building one of the most modern cable and fiber networks in Europe.

Deutsche Bank acted as lead financial advisor to the shareholders of Ono. BoA Merrill Lynch, JPMorgan and UBS were co-advisors. Weil, Gotshal & Manges acted as legal advisors and Ernst & Young provided accounting and financial advice.

Final completion of the transaction is subject to the approval of the relevant competition authorities.

About Ono

Ono is the largest alternative provider of fixed telecommunication services and a fast growing provider of mobile telecommunication services in Spain (based on CNMC data as of September 30, 2013). Through its proprietary state-of-the-art network, Ono offers its services to 7.2 million homes across Spain, including the nine largest cities, at the highest speeds in Spain (up to 200 Mbps for individuals and up to 500 Mbps for businesses). Ono is currently the only operator with a fiber network covering most of Spain.

As of December 31, 2013, Ono provided over 5.2 million retail services to 1.9 million retail customers in Spain. Ono believes continued growth is due to its new commercial strategy based on super high-speed data delivery, convergent telecommunications products and advanced TV services, particularly TiVo, with 323 thousand subscribers at the end of 2013. Ono added over 183 thousand mobile lines in the fourth quarter of 2013, to end 2013 with 1,085 thousand mobile lines (vs 417 thousand lines in 2012). For the year ended December 31, 2013, Ono generated net revenues of €1,598 million, Adjusted EBITDA of €680 million and OpFCF of €416 million.

Disclaimer

The financial information contained in this document has been prepared under IFRS. This financial information is unaudited and, therefore, subject to potential future modifications.

The financial and other information in this release may contain certain forward-looking statements (all statements other than those made solely with respect to historical facts) based upon management's beliefs and data currently available to management. These forward-looking statements are based on a variety of assumptions that may not be realized and are subject to significant business, economic, legal and competitive risks and uncertainties, including those set forth in ONO's most recent annual report. ONO's actual operations, financial condition, cash flows and operating results may differ materially from those expressed or implied by any such forward-looking statements and ONO undertakes no obligation to update or revise any such forward-looking statements.

Further information

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