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WP/AP Telecom Holdings IV B.V. Announces Offering of Senior Secured Notes and WP/AP Telecom Holdings III B.V. Announces Offering of Senior Notes

WP/AP Telecom Holdings IV B.V., a private limited liability company organized under the laws of The Netherlands (the “**Senior Secured Issuer**”), has launched an offering of €800 million in aggregate principal amount of senior secured notes due 2028 (the “**Senior Secured Notes**”).

WP/AP Telecom Holdings III B.V., a private limited liability company organized under the laws of The Netherlands (the “**Senior Issuer**” and together with the Senior Secured Issuer, the “**Issuers**”), has also launched an offering of €550 million in aggregate principal amount of senior notes due 2029 (the “**Senior Notes**” and together with the Senior Secured Notes, the “**Notes**”). The entire shareholding of each of the Issuers is indirectly held by the funds advised by Apax Partners LLP and Warburg Pincus LLC.

The offering of both series of Notes is subject to customary closing conditions.

The Notes are being offered in order to finance a portion of the acquisition financing for the acquisition of T-Mobile Netherlands Holding B.V. (the “**Target**”) and its subsidiaries (the “**Acquisition**”), which is currently expected to complete by January 2022, and to pay fees and expenses in relation to the transaction. The Acquisition remains subject to regulatory clearance and customary closing conditions. The gross proceeds from the offering will be deposited into escrow accounts for the benefit of the holders of the Notes until the date on which certain escrow conditions are satisfied, including the completion of the Acquisition.

The offering is being made by means of an offering memorandum. This announcement does not constitute an offer to sell or the solicitation of an offer to buy the Notes or any other security in any jurisdiction and shall, in any circumstance, not constitute an offer, solicitation or sale in the United States or in any jurisdiction in which, or to any persons to whom, such offering, solicitation or sale would be unlawful.

It may be unlawful to distribute this announcement in certain jurisdictions.

Securities may not be sold in the United States or to, or for the account or benefit of, U.S. persons (“**U.S. Persons**”) as defined in Regulation S under the Securities Act unless they are registered under the Securities Act or are exempt from registration. This announcement is not for distribution in the United States, or to U.S. persons. The offering of securities described in this announcement has not been and

will not be registered under the Securities Act and accordingly any offer or sale of these securities may be made only in a transaction exempt from the registration requirements of the Securities Act.

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“**EEA**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client (as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “**MiFID II**”), (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the “**Insurance Distribution Directive**”), where that customer would not qualify as a professional client (as defined in point (10) of Article 4(1) of MiFID II) or (iii) not a qualified investor (as defined in the Regulation (EU) 2017/1129, as amended (as amended, the “**Prospectus Regulation**”)).

This announcement does not constitute and shall not, in any circumstances, constitute a public offering nor an invitation to the public in connection with any offer within the meaning of the Prospectus Regulation. The offer and sale of the Notes will be made pursuant to an exemption under the Prospectus Regulation from the requirement to publish a prospectus for offers of securities.

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom. For these purposes, a retail investor means a person who is one (or more) of (i) a retail client (as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**EUWA**”), (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, “**FSMA**”) and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client (as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA) or (iii) not a qualified investor (as defined in Article 2 of the Prospectus Regulation as it forms part of UK domestic law by virtue of the EUWA (as amended, the “**UK Prospectus Regulation**”)).

This announcement is only being distributed to, and is only directed at, persons in the United Kingdom that are “qualified investors” within the meaning of Article 2(e) of the UK Prospectus Regulation and that also (i) are “investment professionals” falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the “**Order**”), (ii) are persons falling within Article 49(2)(a) to (d) (“high net worth companies, unincorporated associations, etc.”) of the Order, or (iii) 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) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “**Relevant Persons**”). This document is directed only at Relevant Persons and must not be acted on or relied upon by persons who are not Relevant Persons. Any investment or investment activity to which this document relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. This announcement does not constitute and shall not, in any circumstances, constitute a public offering nor an invitation to the public in connection with any offer within the meaning of the UK Prospectus Regulation. This announcement has been prepared on the basis that any offer of the notes in the United Kingdom will be made pursuant to an exemption under the UK Prospectus Regulation from the requirement to publish a prospectus for offers of securities.

MiFID II and UK MiFIR professionals/ECPs-only / No PRIIPs KID – Manufacturer target market (MiFID II and UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as not available to retail investors in the EEA or the United Kingdom.

This announcement includes forward-looking statements within the meaning of the securities laws of certain applicable jurisdictions. These forward-looking statements include, but are not limited to, all statements other than statements of historical facts contained in here in, including, without limitation,

those regarding the Issuers' plans, objectives, goals and targets. In certain instances, you can identify forward-looking statements by terminology such as "aim," "anticipate," "believe," "continue," "could," "estimate," "expect," "forecast," "guidance," "intend," "may," "plan," "potential," "predict," "projected," "should," or "will" or the negative of such terms or other comparable terminology. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors because they relate to events and depend on circumstances that may or may not occur in the future. We caution you that forward-looking statements are not guarantees of future performance and are based on numerous assumptions and that actual results may differ materially from (and be more negative than) those made in, or suggested by, the forward-looking statements contained in this announcement.