Liberty Global Europe Limited
(Registered number 3422231)

Directors' report and financial statements
31 December 2008

Contents

Directors' report	1
Statement of directors' responsibilities	3
Independent auditors' report to the members of Liberty Global Europe Limited	4
Profit and loss account	6
Balance sheet	7
Notes	8

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2008.

Principal activities

The principal activity of the company is to provide assistance and services in respect of financial, strategic, organisational, personnel, marketing and administrative matters to UPC Broadband Operations B.V., an indirectly wholly owned subsidiary of UPC Holding B.V. ("UPC"). UPC Broadband Operations BV is a wholly owned subsidiary of UPC Broadband Holding BV which is a wholly owned subsidiary of UPC Holding BV.

UPC is an indirectly wholly owned subsidiary of Liberty Global Europe Inc. ("LGE Inc."), which is a subsidiary of UnitedGlobalCom Inc. ("UGC"). The ultimate parent company is Liberty Global Inc. ("LGI").

The company is an integral part of the LGI group and during the year provided services exclusively to the group. The company is currently reliant on its parent company, UPC Broadband Holding BV., for financial support for its working capital and capital expenditure requirements. The directors believe that these funds will continue to be available for the foreseeable future and consequently have prepared the financial statements on a going concern basis.

Business review and future developments

As described above, the principal activity of the company is providing corporate services to the UPC Broadband division of LGI, which operates in eleven countries in Europe. UPC Broadband provides video, high speed internet access and telephony services and operates cable networks in Western Europe and Central and Eastern Europe.

As such, the level of the company's activities is principally driven by the requirements and activities of the UPC Broadband division.

Turnover fell by 19%, decreasing from £27,102,000 in the year ended 31 December 2007 to £22,050,000 in the year ended 31 December 2008.

Administrative expenses similarly fell by 21% from £25,812,000 to £20,489,000 principally reflecting a decrease in staff costs from £23,086,000 to £16,880,000.

Operating profit grew by 21% from £1,290,000 in 2007 to £1,561,000 in 2008.

The directors are satisfied with the performance of the company and the results that have been achieved. The future growth of the company is dependent on the requirements of the UPC Broadband division, but the directors anticipate an increase in the company's operations over the next year.

Results and dividends

The results of the company are set out on page 6.

The directors do not recommend the payment of a dividend *(2007: £nil)*.

Directors

The directors who served on the Board during the year and up to the date of this report were as follows:

CHR Bracken
AM Tuijten

Directors' report *(continued)*

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the company continues and that appropriate training is arranged. It is the policy of the company that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

Employee consultation

The company places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the company. This is achieved through regular information bulletins, which seek to achieve a common awareness of the financial and economic factors affecting the performance of the business.

Political and charitable contributions

The company made no political or charitable contributions during the year *(2007:£nil)*.

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

A resolution for the re-appointment of KPMG LLP, as auditors of the company, is to be proposed at the forthcoming AGM.

By order of the board

Michelin House
81 Fulham Road
London
SW3 6RD

CHR Bracken
Director

29. 12. 2009

Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit and loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

KPMG
8 Salisbury Square
London
EC4Y 8BB

Independent auditors' report to the members of Liberty Global Europe Limited

We have audited the financial statements of Liberty Global Europe Limited for the year ended 31 December 2008 which comprise the Profit and Loss Account, the Balance Sheet, and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions wehave formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report to the members of Liberty Global Europe Limited *(continued)*

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

KPMG LLP

KPMG LLP
Chartered Accountants
Registered Auditor

8 Salisbury Square
London, EC4Y 8BB

29 October 2009

Profit and loss account

for the year ended 31 December 2008

	Note	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
Turnover	2	22,050	27,102
Administrative expenses		(20,489)	(25,812)
Operating profit		1,561	1,290
Interest receivable and similar income	6	-	1
Interest payable and similar charges	7	(224)	(252)
Profit on ordinary activities before taxation	3	1,337	1,039
Tax charge on profit on ordinary activities	8	(507)	(184)
Profit for the financial year		830	855

All results for the current year and prior year relate to continuing activities.

The accompanying notes on pages 8 to 21 are an integral part of these financial statements.

The historical cost profits in the current and prior year are the same as those stated above.

The company has no recognised gains or losses other than those in the profit and loss account and therefore no separate statements of recognised gains and losses has been presented.

Balance sheet

at 31 December 2008

	Note	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
Fixed assets			
Tangible assets	9	35	1,685
Current assets			
Debtors	10	11,526	4,525
Cash at bank and in hand		2	4
		11,528	4,529
Creditors:			
Amounts falling due within one year	11	(11,960)	(7,441)
Net current liabilities		(432)	(2,912)
Net liabilities		(397)	(1,227)
Capital and reserves			
Called up share capital	13	-	-
Profit and loss account	14	(397)	(1,227)
Equity shareholders' deficit	15	(397)	(1,227)

These financial statements were approved by the board of directors on 28.10. 2009 and were signed on its behalf by:

CHR Bracken
Director

The accompanying notes on pages 8 to 21 are an integral part of these financial statements.

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items, which are considered material in relation to the financial statements.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards, and under the historical cost accounting rules.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that its intermediate parent undertaking, UPC Holding B.V. ("UPC"), includes the company in its own published consolidated financial statements.

As the company is a wholly owned subsidiary of UPC Broadband Holding B.V. , the company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties).

Going concern

The company forms part of the UPC group. The company provides services solely to the UPC group and is dependent on UPC and its parent company, Liberty Global Europe NV. ("LGE NV"), for financial support. LGE Inc. is, in turn, part of the Liberty Global Inc. ("LGI") group.

On the basis of LGI management's plans, the directors believe that funds from LGI will continue to be available for the foreseeable future and consider it appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result should LGI or the company be unable to continue as a going concern.

Turnover

Turnover represents the value of services provided to group companies, net of trade discounts, VAT and other sales related taxes.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment.

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives at the following annual rates:

Computer equipment	-	33%
Fixtures, fittings and office equipment	-	33%

Notes *(continued)*

1 Accounting policies *(continued)*

Taxation

The charge for tax is based on the result for the year and takes into account tax deferred due to timing differences between the treatment of certain items for tax and accounting purposes.

Deferred tax assets are recognised to the extent that they are regarded as recoverable. Deferred tax assets are regarded as recoverable to the extent that on the basis of all available evidence, it can be regarded more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Except where otherwise required by accounting standards, full provision without discounting is made for all timing differences that have arisen but not reversed at the balance sheet date.

Pension costs and other post-retirement benefits

The company participates in a defined contribution pension scheme structured as a Group Personal Pension operated by a UK insurance company. Pension contributions payable in the year are expensed in the profit and loss account. Any difference between cash paid and amounts charged is either a prepayment or accrual.

Share-based remuneration

LGI provides share-based remuneration to certain key employees within the LGI group, some of which are employed by the company, including performance plans, stock options, stock appreciation rights ("SARS"), restricted stock and restricted stock units (together "share-based remuneration").

It is currently LGI's intention to equity settle this share-based remuneration, however the value of amounts exercised by employees of the company pertaining to these awards is recharged by the group to the company.

Share-based remuneration for performance plans is accounted for as a liability-based plan given that it is intended that a variable number of shares will be issued to settle the fixed obligation that was determined at the end of the performance period. Share-based remuneration is recognized using the accelerated attribution method based on an assessment of the awards that are probable to be earned and is recorded as share-based remuneration, notwithstanding the fact that LGI could elect at a future date to cash settle all or any portion of vested awards under these plans.

Other share-based remuneration is measured at fair value and recognised as an expense in the profit and loss account. The excess of the charge to the profit and loss account for all share-based remuneration over amounts recharged by the group in respect of exercises is recorded in accruals and deferred income.

The fair value is measured at the date of grant using option-pricing models, taking into account the terms and conditions upon which awards are granted.

The fair value is recognised over the period in which employees become unconditionally entitled to the awards, subject to LGI's estimate of the number of awards which will lapse, either due to employees leaving the group prior to vesting or due to non–market based performance conditions not being met. Where an award has market-based performance conditions, the fair value of the amount reflects the probability of achieving these via the option pricing model. The total amount recognised in the profit and loss account as an expense is adjusted to reflect the actual number of awards that vest, except where forfeiture is due to the failure to meet market-based performance measures.

Notes *(continued)*

1 Accounting policies *(continued)*

Share-based remuneration (continued)

Share-based remuneration charges are recharged with other administrative expenses to UPC Broadband Operations B.V. under a Service Agreement.

Foreign currencies

Transactions in foreign currencies are recorded at the rate of exchange at the date of transaction or, if appropriate, at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at the date or, if appropriate, at the forward contract rate. All exchange rate differences are included in the profit and loss account.

Operating leases

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.

2 Segmental information

The company has a single class of business, which is providing services to UPC Broadband Operations B.V. under a Service Agreement. UPC Broadband Operations B.V. in turn provides services to LGI group companies. Turnover is generated in the United Kingdom.

3 Profit on ordinary activities before taxation

	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
Profit on ordinary activities before taxation is stated after charging:		
Auditors' remuneration – audit of these financial statements	18	14
Depreciation:		
- owned assets	935	1,226

Notes *(continued)*

4 Remuneration of directors

The remuneration of directors was as follows (all amounts relate to CHR Bracken):

	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
Directors' emoluments	1,044	896
Share-based remuneration (see note 17)	1,095	5,559
Pensions	30	28
	2,169	6,483

5 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year was as follows:

	Number of employees	
	Year ended 31 December 2008	Year ended 31 December 2007
Administration	42	48
The aggregate payroll costs of these persons were as follows:	£'000	£'000
Wages and salaries	5,727	6,767
Share-based remuneration	10,437	15,179
Social security costs	459	792
Other pension costs (see note 16)	257	348
	16,880	23,086

Notes *(continued)*

6 Interest receivable and similar income

	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
Interest receivable - other	-	1

7 Interest payable and similar charges

	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
Interest payable - other	-	2
Interest payable to group undertakings	184	238
Exchange loss	40	12
	224	252

Notes *(continued)*

8 Taxation

Analysis of tax charge for the year:

	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
UK corporation tax charge:		
Current tax for the year – group relief payable	2,547	622
Adjustment in respect of prior years	80	(392)
Total current tax	2,627	230
Deferred tax:		
Current year	(2,120)	(314)
Adjustment in respect of prior years	-	268
Total deferred tax	(2,120)	(46)
Tax charge on profit on ordinary activities	507	184

Notes *(continued)*

8 Taxation *(continued)*

The current tax charge for the year is higher *(2007:lower)* than the standard rate of corporation tax in the UK of 28.5% (*2007: 30%*). The differences are explained below:

	Year ended 31 December 2008 £'000	Year ended 31 December 2007 £'000
Profit on ordinary activities before tax	1,338	1,039
Current tax at 28.5% *(2007: 30%)*	381	312
Effects of:		
Fixed asset timing differences	172	112
Other short term timing differences	1,984	234
Utilisation of brought forward losses	-	(48)
Expenses not deductible for tax	10	12
Adjustment in respect of prior years	80	(392)
Total current tax charge	2,627	230

Notes *(continued)*

9 Tangible fixed assets

	Computer Equipment £'000	Fixtures and Fittings £'000	Total £'000
Cost			
At 1 January 2008	2,773	1,452	4,225
Additions	229	2	231
Disposals	(2,628)	(1,441)	(4,069)
At 31 December 2008	**374**	**13**	**387**
Depreciation			
At 1 January 2008	2,067	473	2,540
Depreciation charge for the year	429	506	935
Disposals	(2,151)	(972)	(3,123)
At 31 December 2008	**345**	**7**	**352**
Net Book Value			
At 31 December 2008	**29**	**6**	**35**
At 1 January 2008	706	979	1,685

10 Debtors

	31 December 2008 £'000	31 December 2007 £'000
Prepayments and accrued income	58	62
Amounts owed by group undertakings	8,665	3,688
Other debtors	6	221
VAT repayment	16	-
Corporation tax	208	102
Deferred tax asset (see note 12)	2,573	452
	11,526	4,525

Notes *(continued)*

11 Creditors: amounts falling due within one year

	31 December 2008 £'000	31 December 2007 £'000
Trade creditors	96	-
Amounts due to group undertakings	3,913	4,259
Other taxation and social security	193	168
Other creditors	-	49
Share-based remuneration accrual	7,525	758
Other accruals and deferred income	233	2,207
	11,960	7,441

12 Deferred taxation

	31 December 2008 £'000	31 December 2007 £'000
The amounts recognised for deferred taxation are comprised of:		
Fixed asset timing differences	412	240
Share-based remuneration timing differences	2,161	212
	2,573	452

There are no unrecognised deferred tax assets.

Notes *(continued)*

13 Called up share capital

	31 December 2008 £	31 December 2007 £
Authorised		
1,000 (2007: 1,000) ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid		
2 (2007:2) ordinary shares of £1 each	2	2

14 Profit and loss account

	2008 £'000	2007 £'000
At start of year	(1,227)	(2,082)
Profit for the financial year	830	855
At end of year	(397)	(1,227)

15 Reconciliation of movements in equity shareholders' deficit

	2008 £'000	2007 £'000
Opening equity shareholders' deficit	(1,227)	(2,082)
Profit for the financial year	830	855
Closing equity shareholders' deficit	(397)	(1,227)

16 Pension scheme

The company participates in a defined contribution pension scheme structured as a Group Pension Plan, operated by a UK insurance company. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £257,470 *(2007: £347,934)*.

Notes *(continued)*

17 Share-based remuneration

LGI provides share-based remuneration to certain key employees within the LGI group, some of which are employed by the company, including performance plans, stock options, stock appreciation rights ("SARS"), restricted stock and restricted stock units (together "share-based remuneration"). Information with respect to these share-based remuneration awards is provided below. Further details are available and are disclosed in the LGI consolidated financial statements (see note 18).

	31 December 2008 £'000	31 December 2007 £'000
Share-based remuneration comprises:		
LGI Series A and Series C common stock:		
LGI Performance Plans	7,153	9,136
Stock options, SARS, restricted stock and restricted stock units (see LGI Incentive Plan below)	2,545	6,043
	9,698	15,179

LGI Performance Plans

LGI operates two performance-based incentive plans – the LGI Senior Executive Performance Incentive Plan, for certain senior executives, and the LGI Management Incentive Plan, for certain senior management-level employees not participating in the LGI Senior Executive Performance Incentive Plan.

Certain employees of the company are participants of either the LGI Senior Executive Performance Incentive Plan or the LGI Management Incentive Plan (together "the LGI Performance Plans").

The LGI Performance Plans are five year plans, with a two year performance period commencing on 1 January 2007 and a three year service period commencing on 1 January 2009. At the end of the two year performance period, each participant may become eligible to receive varying percentages of the maximum achievable award specified for such participant based on achievement of specified compound annual growth rates in LGI consolidated operating cash flow, adjusted for events such as acquisitions, disposals and changes in foreign currency exchange rates that affect comparability ("OCF CAGR").

At OCF CAGRs ranging from 12% to 17%, the percentages of the maximum achievable awards that participants become eligible to receive range from 50% to 100%, subject to the other requirements of the LGI Performance Plans. On 18 February 2009, the LGI compensation committee determined that an OCF CAGR of approximately 15.5% had been achieved during the performance period. Accordingly, subject to adjustment based on the LGI compensation committee's final determination as to each participant's individual performance, a maximum of 87.4% of the allocated maximum achievable awards could be earned.

Earned awards will be paid or will vest during the following three year period and will be subject to forfeiture upon certain events of termination of employment or acceleration in certain circumstances. The unpaid balance of an award may also be reduced based on assessment of the participant's individual job performance during the service period.

Notes *(continued)*

17 Share-based remuneration *(continued)*

LGI Performance Plans (continued)

Awards may be settled in cash, unrestricted LGI Series A and Series C common stock, or any combination of the foregoing, or restricted stock units may be issued at any time in respect of all or any portion of the remaining balance of an earned award, in each case at the discretion of the LGI compensation committee. It is currently the LGI intention to settle using unrestricted shares or restricted stock units.

Earned awards will be paid or will vest in six equal semi-annual instalments on 31 March and 30 September commencing on 31 March 2009. Participants in the LGI Senior Executive Performance Incentive Plan were generally not eligible to receive any other share-based remuneration awards that would otherwise be granted in 2007 and 2008.

LGI Incentive Plan

Participants of the LGI Incentive Plan ("LGI IP") include certain employees of the company. The LGI IP is designed to provide additional remuneration to certain employees and independent contractors for exceptional service and to encourage their investment in LGI. Non-qualified stock options, SARS and restricted stock/units have been granted to employees of the company under this plan.

The following table summarizes certain information related to awards granted and exercised under the LGI IP and UGC incentive plan (options, restricted stock and SARS were granted to employees and directors of UnitedGlobalCom Inc ("UGC") (together "Incentive Plans") prior to the merger transaction with LGI on 15 June 2005 ("LGI Combination"), including employees of the company). The information provided is in respect of the consolidated LGI plan and is not specific to awards granted to or exercised by participants who are employed by the company:

LGI Series A, Series B and Series C common stock:

Assumptions used to estimate fair value of awards granted:

	Year ended 31 December 2008	**Year ended 31 December 2007**
Risk-free interest rate	2.48 - 3.96%	4.56 - 5.02%
Expected life	4.5 - 6.0 years	4.5 - 6.0 years
Expected volatility	24.0 - 43.0%	22.40 - 25.20%
Expected dividend yield	None	None

Weighted average grant-date fair value per share of awards granted:

Options	$10.23	$10.69
SARS	$9.84	$10.19
Restricted stock	$35.42	$36.46

Total intrinsic value of awards exercised:

Options	$12.1	$44.4
SARS	$28.2	$75.0

Notes *(continued)*

17. Share-based remuneration *(continued)*

LGI Incentive Plan (continued)

With limited exceptions, no person may be granted in any calendar year awards covering more than four million shares of LGI common stock. In addition, no person may receive payment for cash awards during any calendar year in excess of $10 million. Shares of LGI common stock to be issued pursuant to awards made under Incentive Plans are made available from either authorized but un-issued shares or shares that have been issued but reacquired by LGI. Options and SARS under the LGI IP issued prior to the LGI Combination generally vest at a rate of 20% per year on each anniversary of the grant date and expire 10 years after the grant date.

Options and SARS under the LGI IP issued after the LGI Combination generally (i) vest 12.5% on the six month anniversary of the grant date and then vest at a rate of 6.25% per quarter thereafter and (ii) expire seven years after the grant date.

The following tables summarize the activity during 2008 in LGI stock awards under the Incentive Plans. The number of shares represents the number of shares in respect of the company's employees only, whereas the weighted average exercise price and weighted average remaining contractual term is in respect of the consolidated LGI plan:

	Number of Shares	Weighted average exercise price	Weighted average remaining contractual term in years
Options – LGI Series A and C common stock:			
Outstanding at 1 January 2008	22,606	$20.83	
Granted	-	-	
Exercised	-	-	
Outstanding at 31 December 2008	22,606	$20.83	3.9
SARS – LGI Series A and C common stock:			
Outstanding at 1 January 2008	1,582,574	$18.60	
Granted	266,200	$35.48	
Exercised	(438,904)	$11.66	
Outstanding at 31 December 2008	1,409,870	$24.51	5.1
Restricted stock and restricted stock units – LGI Series A and C common stock:			
Outstanding at 1 January 2008	187,572	$27.16	
Granted	73,950	$35.43	
Released from restrictions	(79,265)	$27.38	
Outstanding at 31 December 2008	182,257	$30.78	2.4

Notes *(continued)*

18 Parent undertaking and controlling party

The results of the company are consolidated by UPC Holding B.V., its intermediate parent company, incorporated in The Netherlands, whose principal business is at Boeing Avenue 53, 1119 PE Schiphol Rijk, Amsterdam, The Netherlands. Consolidated financial statements of UPC are available to the public on the LGI website, at www.lgi.com.

The immediate parent company is UPC Broadband Holding BV. The ultimate parent company is LGI., whose headquarters are in the USA and whose consolidated financial statements are publicly available through the company's filings with the US Securities and Exchange Commission and on the LGI's website at www.lgi.com.