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6 June 2018



TDC A/S CONSENT SOLICITATIONS

to holders of its outstanding
EUR 500,000,000 3.75 per cent. Notes due 2022
and the
GBP 550,000,000 5.625 per cent. Notes due 2023
(each a "Series" and, together, the "Notes")

On 15 May 2018, TDC A/S (the "**Issuer**") invited holders of each Series of the Notes to consent to waive certain change of control put option rights contained in the terms and conditions (in respect of each Series, the "**Conditions**") of the relevant Series in connection with the acquisition by DK Telekommunikation ApS of the outstanding shares of the Issuer (the "**Acquisition**"), as proposed by the Issuer for approval by way of an extraordinary resolution of the holders of each such Series (an "**Extraordinary Resolution**"), and all as further described in the consent solicitation memorandum dated 15 May 2018 (the "**Consent Solicitation Memorandum**"), and each such invitation in respect of a Series, a "**Consent Solicitation**"). Capitalised terms used in this notice and not otherwise defined shall have the meanings given to them in the Consent Solicitation Memorandum.

Results of Meetings

The Meetings to consider the Extraordinary Resolutions were held earlier today and both Extraordinary Resolutions were approved. The Issuer will pay the Early Participation Fee no later than the fifth Business Day following the date of this notice.

As a result, all rights of Noteholders to exercise the Put Option in respect of their Notes in connection with the Acquisition are immediately waived and shall be of no further effect. Any instructions submitted by Noteholders wishing to exercise the Put Option prior to the date of the Meetings will be cancelled, and will not be effective.

General

Further details about the transaction can be obtained from:

The Solicitation Agent

Nordea Bank AB (publ)

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Attention: Nordea Liability Management
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In this announcement, references to "Solicitation Agent" shall be construed to include a reference to any of the branch offices of Nordea Bank AB (publ) and/or any successor entity pursuant to a merger or reorganisation wherein the surviving entity assumes the obligations of Nordea Bank AB (publ). The Solicitation Agent is not acting through a U.S. broker-dealer affiliate and, accordingly, will not discuss the

Consent Solicitations or the contents of this announcement with any Noteholder who is unable to confirm it is not located or resident in the United States.

The Tabulation Agent

Lucid Issuer Services Limited

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This announcement contains inside information for the purposes of the EU Market Abuse Regulation (EU) 596/2014. In accordance with the above and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this announcement is made by Dennis Callesen, Investor Relations Manager of the Issuer.

None of the Issuer, the Solicitation Agent, the Tabulation Agent or any director, officer, employee, agent or affiliate of any such person is acting for any Noteholder, or will be responsible to any Noteholder for providing any protections which would be afforded to its clients or for providing advice in relation to any Consent Solicitation or any Extraordinary Resolution. This announcement must be read in conjunction with the Consent Solicitation Memorandum. No offer to acquire any Securities is being made pursuant to this announcement. If any holder of Securities is in any doubt as to any action it should take in relation to the contents of this announcement, it is recommended to seek its own advice, including as to any tax consequences, from its broker, bank manager, solicitor, accountant or other independent adviser.

This announcement and the Consent Solicitation Memorandum do not constitute an offer or an invitation to participate in the Consent Solicitations in any jurisdiction in or from which, or to or from any person to or from whom, it is unlawful to make such offer or invitation under applicable securities laws. The distribution of this announcement and/or the Consent Solicitation Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or Consent Solicitation Memorandum comes are required by each of the Issuer, the Solicitation Agent and the Tabulation Agent to inform themselves about, and to observe, any such restrictions.