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JAZZTEL p.l.c., (hereinafter, "JAZZTEL" or the "Company") in accordance with the provision of Article 82 of the "Mercado de Valores", Law 24/1988 of 28th July, hereby makes the following

ANNOUNCEMENT

The Company informs that, after the acquisition by Orange SA of a 94.75% stake in the Company's share capital, the Board of Directors' meeting held today, 1 July 2015, has resolved to renew its composition.

For these purposes, and in compliance with the Irrevocable Commitments executed and communicated to the market by virtue of the Public Announcement made by the Company on 16 September 2014, Mr. Leopoldo Fernández Pujals, Mr. José Miguel García Fernández and Mr. José Ortiz Martínez have tendered their resignations, by means of letters dated 1 July 2015, as members of the Board of Jazztel PLC. Likewise, they have tendered their resignations from all positions they held in the Company. In addition, Mr. José Miguel García Fernández, on the same date, has tendered his resignation from his positions as sole director and member of the board in the companies within the Jazztel group in which he acted as such, including from the main operating company, Jazz Telecom, SAU.

The full Board thanked the outgoing directors for their dedication and work in the Company.

After the referred resignations, the following directors were appointed as Orange shareholders representatives:

Mr. Gervais Pellissier (Non executive Chairman)
Mr. Jean-Marc Vignolles (CEO)
Ms. Carmen Recio Ferrer (Secretary/Director)
Mr. Pierre Louette
Mr. Jerome Berger

Consequently, the Company's Board of Directors is formed by 10 members, 3 of which are Proprietary Directors, 2 are executive Directors and 5 are Independent Directors. With this Board composition, Jazztel PLC complies with Recommendation 17 of the Good Governance Code of Listed Companies, which establishes that when the company has a shareholder individually controlling over 30 percent of capital, independent directors should occupy, at least, a third of board places.

The composition of the Board committees does not change.

In Alcobendas (Madrid), 1 July 2015

Carmen Recio Ferrer
Secretary / Director
JAZZTEL p.l.c.