

JAZZTEL p.l.c. (hereinafter, “JAZZTEL” or the “Company”), in accordance with the provisions of Article 82 of Law 24/1988, on July 28th, on the Securities Market, hereby discloses the following

RELEVANT FACT

JAZZTEL informs that today April 26th, 2006, in accordance with its press release of March 15th, 2007, held an Ordinary General Shareholders Meeting at Linklater’s Offices, One Silk Street, EC2Y 8HQ London, with the attendance of 188.719.883 shares, which represent 13,32 % of JAZZTEL’s share capital. During the meeting all the Resolutions proposed were approved:

Nº	Resolution	In favor	Against	Abstention	Result
1	To receive the Company’s Annual Accounts and the reports of the Directors and the Auditors, included in the Annual Report, for the year ended 31 December 2006, as well as its group consolidated accounts.	183.254.447	5.424.741	40.695	Approved 97,10%
2	To elect Mr José Miguel García Fernández as a Director and Chief Executive Officer of the Company	183.469.339	5.112.849	137.695	Approved 97,22%
3	To re-elect Mr. Leopoldo Fernández Pujals , who retires by rotation, as a Director of the Company.	183.468.969	5.153.219	97.695	Approved 97,22%
4	To re-elect Mr. Luis Carlos Croissier Batista, who retires by rotation, as a Director of the Company.	183.303.077	5.112.849	303.957	Approved 97,13%
5	To re-elect Mr. José Luis Navarro Marqués, who retires by rotation, as a Director of the Company.	183.303.077	5.313.741	103.065	Approved 97,13%
6	To approve the Remuneration Report included in the Annual Report.	183.226.110	5.489.213	4.560	Approved 97,09%
7	To approve the Special Remuneration Plan for the Chief	183.225.117	5.475.571	19.195	Approved 97,09%

	Executive Officer and a small group of executives.				
8	To increase the authorised ordinary share capital of the Company from £50,000 divided into 5,000,000 non-voting shares of £0.01 each and €154,000,000 divided into 1,925,000,000 ordinary shares of €0.08 each, to £50,000 divided into 5,000,000 non-voting shares of £0.01 each, and €194,000,000 divided into 2,425,000,000 ordinary shares of €0.08 each by the creation of 500,000,000 ordinary shares of €0.08 each.	183.300.447	5.401.241	18.195	Approved 97,13%
9	To grant generally and unconditionally, subject to the passing of resolution 8, authority to the directors of the Company for the purposes of Section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot up to an aggregate nominal amount of €80,636,283.68 of relevant securities (within the meaning of Section 80(2) of the Companies Act 1985). The authority contained in this resolution will expire on 30 March 2010 (save the Company may before such expiry make any offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired). This authority shall replace any existing authority pursuant to the said Section 80, to the extent not utilised at the date on which this resolution is passed	183.506.839	5.168.849	44.195	Approved 97,24%
10	To re-appoint Deloitte & Touche LLP as Auditors of the Company to hold office from the conclusion of the	183.480.999	5.194.689	44.195	Approved 97,22%

	meeting until the conclusion of the next General Meeting at which accounts are laid before the Company and to authorise the Directors to fix the remuneration of the Auditors.				
11	Special Resolution. To renew, subject to the passing resolutions 8 and 9, the power conferred on the Directors by Article 10.3 of the Company's Articles of Association (the right to allot and issue securities excluding the right of first refusal of the current shareholders) for the period ending on the date of the Annual General Meeting in 2010 or on the date which is five years from the date on which this resolution is passed, whichever is the earlier, and for such period, the Section 89 amount shall be €80,636,283.68, and that by such authority and power the Directors may during such period make offers or agreements which would or might require securities to be allotted after the expiry of such period.	183.484.270	5.197.418	38.195	Approved 97,23%

Madrid, April 26th, 2006.

José Ortiz Martínez
Company Secretary
JAZZTEL, p.l.c.