

Discount Notes due 2007							

Explanation of Responses:
(1) Represents the number of shares that would have been received if converted on January 30, 2002. The number of shares that may be acquired upon conversion of the Notes increases based on the accreted value of the original purchase price at the rate of 6% per annum divided by euro8.00.

UnitedGlobalCom, Inc.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMD Number.

By: /s/ Ellen P. Spangler

**Signature of Reporting Person
Senior Vice President

March 7, 2002

Date

SEC 1473 (7-97)