# Quarterly Results January – September 2006



November 14<sup>th</sup>, 2006



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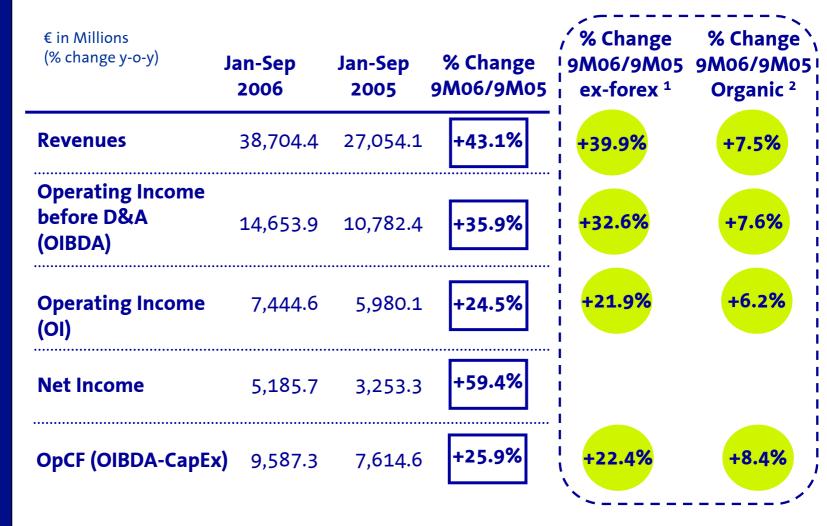
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# 9M06 results show we are keeping our distinctive growth profile in the sector...





Note: TPI has been discontinued in 2006 and 2005 following Telefónica's acceptance of Yell's offer in July 4th

<sup>(1)</sup> Assuming constant exchange rates as of 9M05

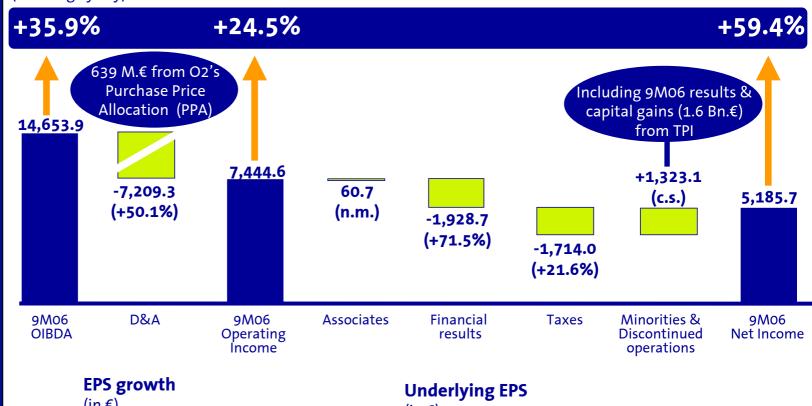
<sup>(2)</sup> Assuming constant exchange rates as of 9M05. Incorporating Telefóica O2 Czech Republic and O2 from January and February 1st 2005, respectively, and excluding Colombia Telecom (consolidated since May 2006) and Iberbanda (consolidated since July 2006)

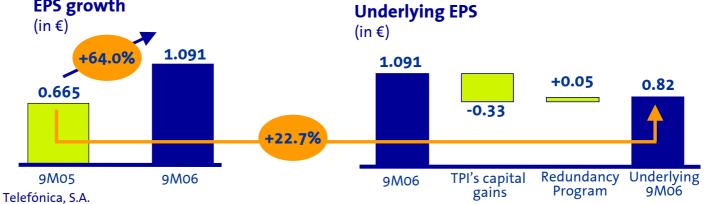


## ...from top to bottom...

€ in Millions (% change y-o-y)

**Investor Relations** 

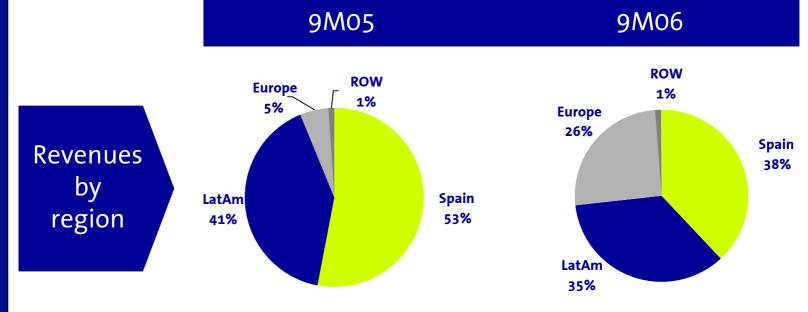




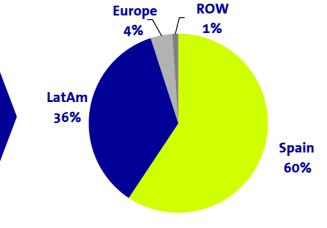


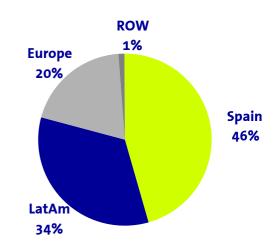


## ...benefiting from the value of being diversified



OIBDA by region







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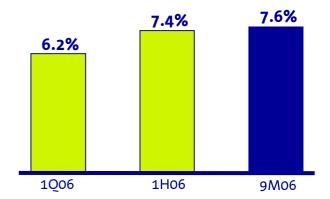


# Accelerating profitability despite active commercial activity...

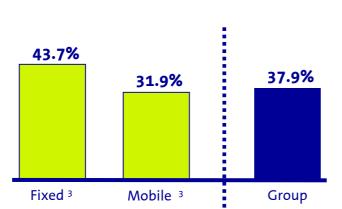
#### **OpEx<sup>1</sup> Organic Growth**



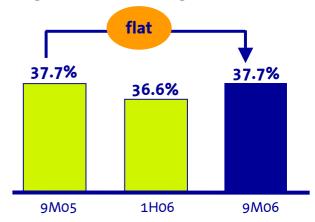
#### OIBDA Organic<sup>2</sup> Growth trend



#### 9M06 OIBDA Margin



#### Organic<sup>2</sup> OIBDA Margin evolution



Telefónica, S.A. Investor Relations (1) Supplies, Personnel Expenses (ex-restructuring costs), External Services, Bad Debt Expenses and Taxes

(2) Assuming constant exchange rates as of 9M05. Incorporating Telefóica O2 Czech Republic and O2 from January and February 1st 2005, respectively, and excluding Colombia Telecom (consolidated since May 2006) and Iberbanda (consolidated since July 2006)

(3) Fixed & Mobile: aggregates of TdE+T.Latam, and of TEM+O2 Group (T. O2 CR and T. Deutschland not included), respectively

Annual growth rate



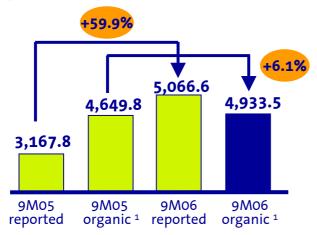
Quarterly Results

January – Sep. 2006

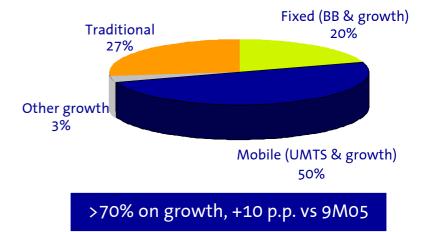
## ...driving solid cash flow across businesses

## 9M06 CapEx evolution

(€ in Millions)



#### 9M06 CapEx breakdown



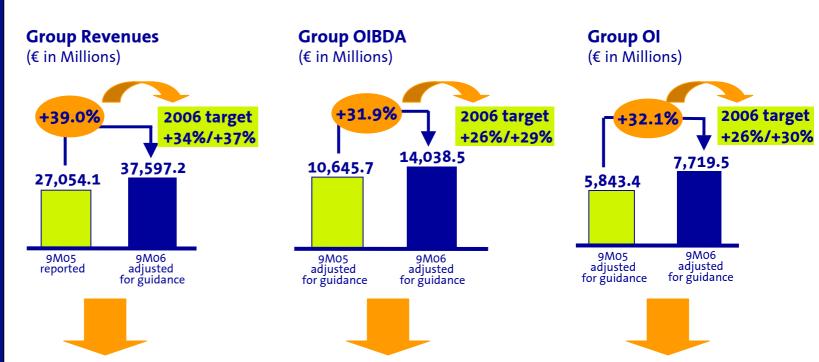
## 9M06 OpCF (OIBDA-CapEx) growth (€ in Millions)

+25.9% +19.6% 9,587.3 1,123.0 3,399.3 +16.4% -116.8 +5.3% 2,461.6 2,720.2 TdE T. Latam **TEM** T. O2 Others & Total Group Group Group Europe **Eliminations** 





# 9M06 performance gives us comfort about our capacity to excel by year-end



**UPGRADED TO ABOVE +37%** 

REINFORCED TO HIGH END OF +26%/+29% **REITERATED AT** +26%/+30%



Notes

9M06 adjusted for guidance assumes constant exchange rates as of 9M05 and excludes TPI, Colombia Telecom, & Iberbanda results. In terms of guidance calculation, Operating Income before D&A and Operating Income exclude other exceptional revenues/expenses not foreseeable in 2006. Personnel Restructuring and Real Estate Programs are included as operating revenues/expenses. For homogeneous comparison TPI is also excluded from 9M05 numbers, and the equivalent other exceptional revenues/expenses registered in 9M05 are also deducted from reported figures in terms of guidance calculation.



# Spain: a push on commercial activity across businesses to drive superior growth rates



- Strong expansion of IBB accesses, consolidating TdE's lead in the market, and further slowdown in traditional fixed line share erosion
- Revenue growth clearly ahead of peers driven by retail BB, reflecting the positive impact of 2P & 3P in ARPU
- Solid OIBDA growth, leading to upgrade guidance

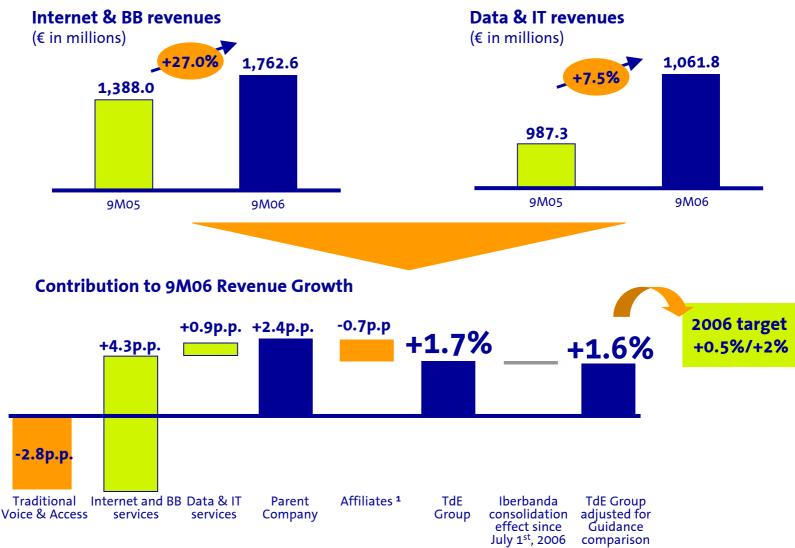


- Attractive customer growth in 3Q, driven by gross adds and churn containment
- Outgoing service revenue growth in line with customer growth, offsetting price cuts
- Top operating profitability, despite increased commercial efforts and pricing pressure





# Telefónica de España Group: business transformation for an unmatched growth profile...







# ...actively moving our client base up the value chain

**KEY LEVERS** 9M06 **ARPU** (€/month) ≈ 1.2 MM 2P & 3P Net adds 2P & 3P COMMERCIALIZATION 66% of Retail IBB 60 accesses on 2P & 3P **VAS** >7 €/month **CONTRIBUTION** spent on BB VAS **TO BROADBAND** 9M06 9M05 **ADDITIONAL** > 260,000 **SERVICES ON TOP OF** Voice flat rates net adds 1 **PLAIN PSTN LINE** 

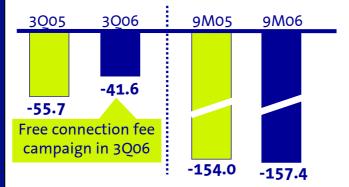




## Pressures on the fixed market are being managed...

## **TdE Fixed Lines trend**

(net adds, in thousands)



Fixed line market accelerates growth to 1.8% by Sept-2006 (1.5% by June-2006)

#### **ULL lines**

Estimated Traffic:

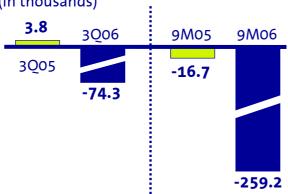
(net adds, in thousands)



>60% of 9M06 ULL net adds from wholesale ADSL migration

#### **Pre-selected Lines Net Adds**

(in thousands)



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(1) Outgoing - Internet (2) Intelligent Network

(Million minutes)	9 <b>M</b> 06	9 <b>M</b> 05	% Change 9M06/9M05
OUTGOING	40,610	44,656	-9.1%
Voice <sup>1</sup>	32,170	32,666	-1.5%
National	24,483	24,839	-1.4%
International	1,543	1,479	+4.3%
F2M	4,091	4,300	-4.9%
IN <sup>2</sup> & Others	2,054	2,049	+0.2%
Internet	8,440	11,990	-29.6%
INCOMING	32,757	38,078	-14.0%
TOTAL	73,368	82,733	-11.3%

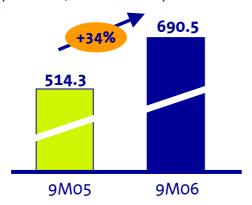




## ...and are fully offset by our lead in broadband

#### **TdE Retail Internet BB Accesses**

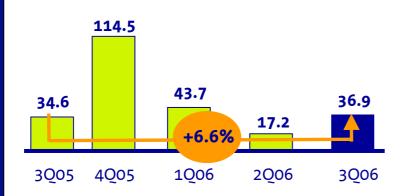
(net adds, in thousands)



- Spanish BB market: >6 MM Internet BB accesses, with 3Q06 net adds increasing 9% vs. 3Q05
- TdE's retail BB market share remains at 55% level

#### **TdE Pay TV Subscribers**

(net adds, in thousands)



- **+9% annual** growth of Spanish Pay TV market in 3Q06 (+5% in 3Q05)
- >35% share of net adds in 3006
- >8% market share

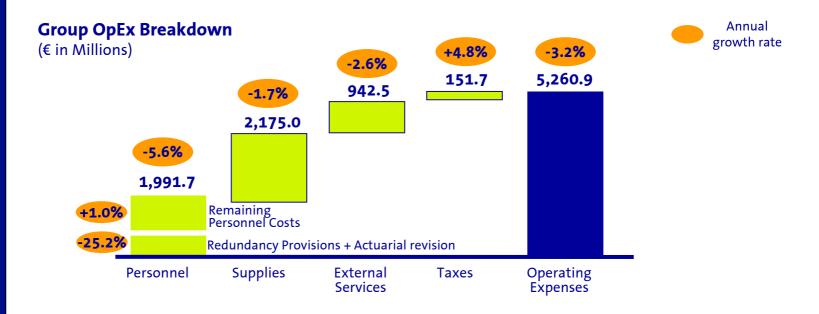




Quarterly Results

January – Sep. 2006

## Successfully containing costs despite growth



# Group Adjusted OIBDA¹ for guidance calculation

(€ in Millions)

- Lower Redundancy provision adds 3.8 p.p. to 9M06 growth
- Higher Real State divestiture adds 1.7 p.p. to 9M06 growth
- Lower Public Subsidies reduces 0.7 p.p. to 9M06 growth



# GUIDANCE UPGRADE

Revenues Unchanged at 0.5% - 2.0%

**OIBDA** 

Excluding Redundancy provision corresponding to 2007 tranche

Upgraded to above 5%





## TME: strong commercial activity & churn containment







 55.8% contract weight over total customer base (52.5% in 3Q05)





Healthy revenue stream boosted by superior customer revenue growth

		3Q06/3Q05	9M06/9M05	
R	evenues	+5.1%	+3.7%	2006 target 3%-6%
Н	andset Revenues	+13.1%	-2.4%	
S	ervice Revenues	+4.2%	+4.6%	
Revenue Drivers	Customer revenues Interconnection revenues	+6.8%	+7.1% -2.8%	Customer base growth: +7.1%
Service Re	Roaming-in revenues	-8.9%	-7.4%	
				Ī

- Strong handset sales in 3Q06 vs. 3Q05 due to higher gross adds
- Incoming revenues affected by interconnection rate cuts
- Roaming-in impacted from Orange, partially offset by higher roaming revenues from O2, leveraging joint initiatives as My Europe

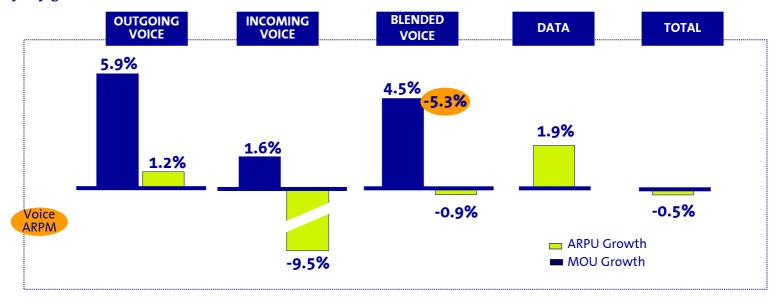




# Strong voice usage & positive performance of outgoing voice & data ARPU...

#### 9M06

y-o-y growth rates



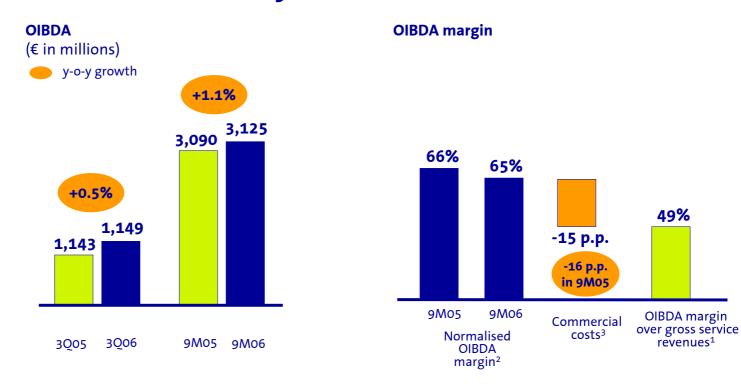
Data revenues split	9M05	9M06	
P2P Communications	64%	59%	
P2P SMS	62%	57%	
Content Connectivity	30% 5%	32% 9%	

- 23% increase in non P2P SMS revenue vs. 9M05
- >785,000 3G customers (>145,000 PC Cards)
- 76 MM Mbytes in 9M06: 3.7x vs. 9M05





# ...lead to strong profitability in spite of a higher commercial activity



- 45.5% 9M06 reported OIBDA margin (-1.2 p.p. vs. 9M05)
- Increased "customer management" expenses from higher contract customer base, increased network costs & commercial activity (call-centers...)



3 Total commercial cost including advertising

<sup>1</sup> Excluding impact of loyalty points

<sup>2</sup> OIBDA margin excluding commercial costs/service revenue ex-loyalty points



# Europe: successful management of mobile growth opportunities and rapid turn-around of fixed

European Mobile

- Strong momentum maintained in the UK, led by customer and ARPU growth
- Above average service revenue growth in Germany, continued subscriber and revenue market share gains despite lower commercial activity
- First tangible benefits from O2-TEF collaboration for clients My Europe & DSL launch in Germany

TO2 Czech Republic

- Solid financial performance, with both <u>positive revenues and</u>
   <u>OIBDA growth rates</u>, and a noticeable improvement in margins
- Healthy top-line growth for DSL and mobile, led by an active commercial activity biased towards broadband & VAS
- Integration, convergence and business re-positioning remain on track, driving revenue & cost synergies that support a quick turn-around





# O2 UK: a very solid top-line growth across the year, sustained by client and ARPU expansion

## Service Revenues

(£ in millions)



Stable blended SAC

Feb-Sep OIBDA margin at 27.6%

## **Evolution of client base** (in thousands)

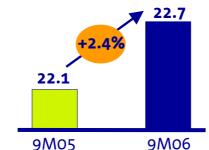
(in thousands)



■ Postpay ■ Prepay

- 524,000 net new clients added in 3Q06, +11.3% y-o-y
- +15% annual growth in total gross additions in 3006
- 12 months rolling churn stable at 28%, 5 p.p. below last year

**Average Revenue per User** (Quarterly monthly average, in £)



- Better client mix, with postpay reaching 35% of total base
- +10.8% in MOU<sup>1</sup> in 3Q06 to 175 minutes per month
- +13.0% increase in data ARPU¹ in 3Q06





## O2 Germany: trading well at the operating level amid competitive pressures



(€ in Millions)

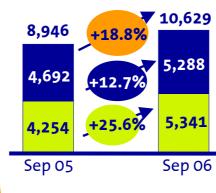


**Blended SAC** reduced

Feb-Sep OIBDA margin at 24.2%

#### **Evolution of client base**

(in thousands)

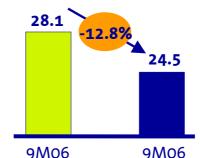


■ Postpay
■ Prepay

- 294,000 net new customers added in 3006
- 67% of 3006 net adds were on prepay
- 51% of new contracts in **3006 signed to Genion**
- **Broadly stable blended** rolling churn

## Average revenue per User

(Ouarterly monthly average, in €)



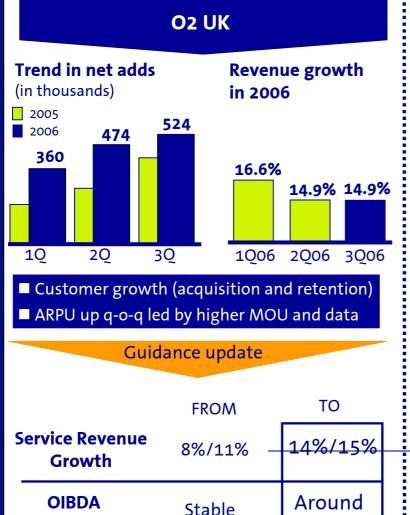
- +5% in MOU<sup>1</sup> to 124 minutes per month (+13.6% on contract)
- Changing mix, with postpay falling to just below 50% of base (-2.7 p.p. annually)
- Pricing pressure led by termination rate cut and competition

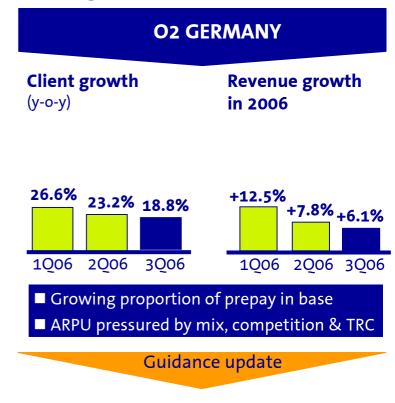




# Our commercial strategy in the UK and Germany leads us to rebalance original targets for 2006

-1.0 p.p.





	FROM	ТО
Service Revenue	Low double	High single
Growth	digit	digit
OIBDA Margin	Stable	Stable

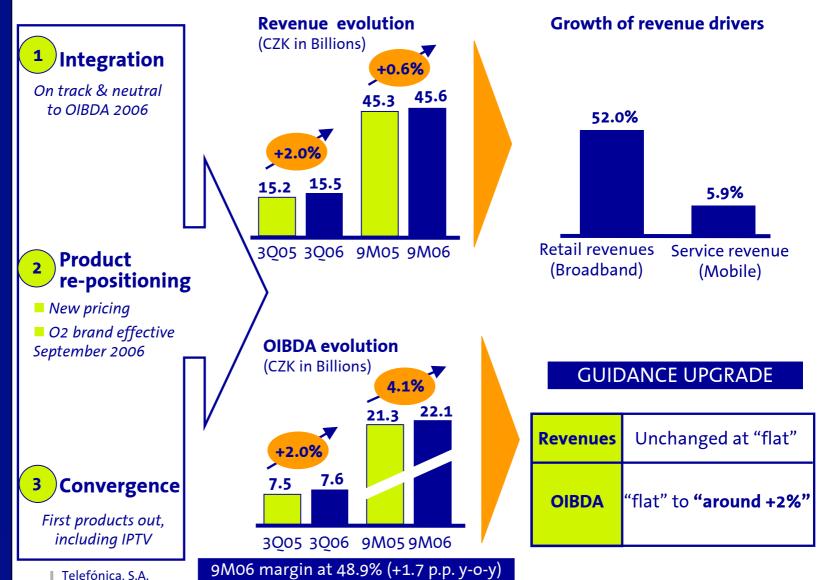


Margin

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# T.O2 Czech Republic: a visible turn-around since take-over





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# Latam: growing high value businesses amid strong competition, with a focus on profitability



- <u>Drive on broadband</u> across all countries, gradually positioning
   2P & 3P products in the region
- Top-line growth for all operators, led by broadband & the active management of traditional services
- Solid profitability, improving quarter on quarter, through a tighter focus on regional & local management

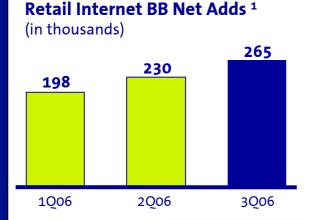


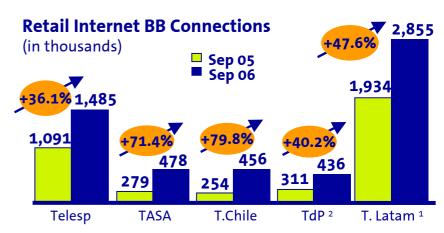
- Sound growth in service revenues, totally in-line with a subscriber's expansion fostered by strong commercial activity
- Promising OIBDA performance, with margins accelerating
- Very strong cash generation, doubling annually, led by positive OpCF in all countries but Mexico & Colombia





## T.Latinoamérica: BB connectivity & VAS to drive topline growth...





Breakdown of consolidated revenue growth

+38.6

(+0.6 p.p.

Data

& IT

75% of growth

(constant currency 3, in millions)

+120.9

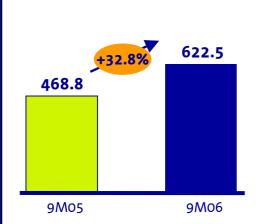
(<del>+2.0</del> p.p.)

Internet

& BB

#### **Broadband revenue growth**

(local currency, in millions)



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(1) Excluding Terra Latam and Colombia Telecom

(2) Including cable modem

(3) Assuming constant exchange rates as of 9M05. Excluding changes in consolidation, namely Coltel.

6,000.9

9M05

# *lelefónica*

6,208.7

+7.0

(+0.1 p.p.)

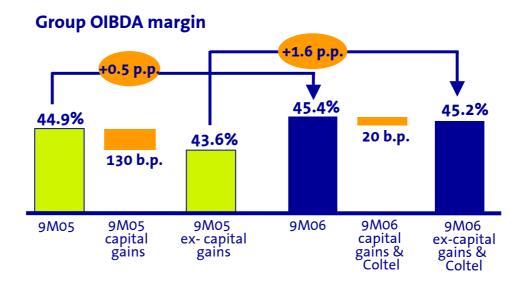
Traditional Eliminations 9M06<sup>3</sup>

+41.1

(+0.7 p.p.)



# ...while keeping a focus on efficiency through local and regional management





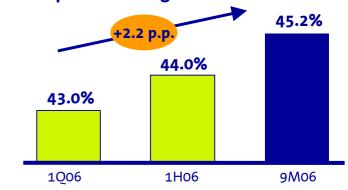
(Local currency)

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#### Group OIBDA margin 2 trend





Note. OIBDA margin is calculated before management fees

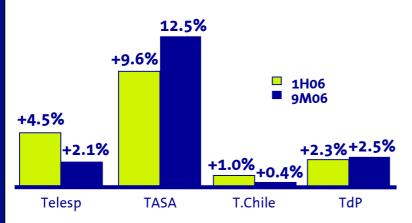
(2) Excluding capital gains and Coltel

<sup>(1)</sup> Personnel (ex-restructuring costs), External Services, Supplies, Bad debt expenses and Other operating expenses



## Local operators are balancing growth and profitability

Revenue by fixed-line operator





**TASA** 

9M06 revenues vs target (€ in Millions) 06 target <sup>2</sup> +4%/+6% 6,208.5 6,000.9 9M05 9M06

(constant terms 2)

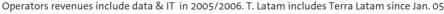
9M06 Adjusted OIBDA vs target (€ in Millions) +7.0% 06 target +3%/+5% 2,794.5 2,612.9 9M06 9M05 (constant terms 2)

## **GUIDANCE UPDATE**

TdP

T.Chile 1

Revenues	FROM +4%/+6% TO "around low end" <sup>3</sup>
OIBDA	High end of +3%/+5%

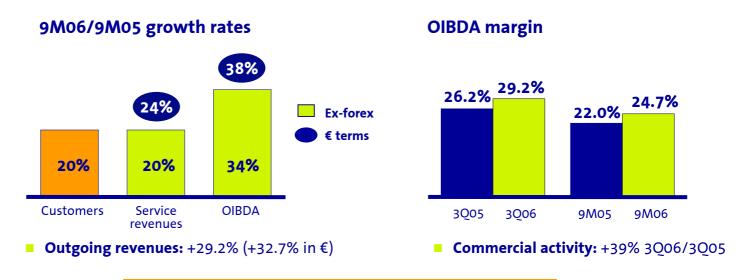


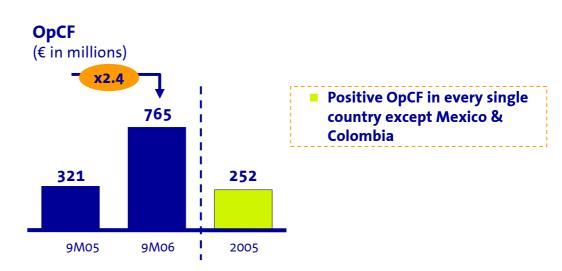


Telesp



# T. Móviles Latam: strong service revenue growth & enhanced profitability boost cash flow generation









# Brazil: ongoing initiatives are showing first results & setting the basis to enhance competitive position

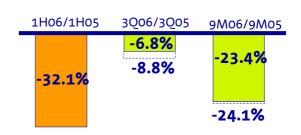
IDENTIFIED PROBLEMS	ACTIONS TAKEN IN 3Q06	RESULTS ALREADY ACHIEVED
<ul><li>Loss of value customers</li></ul>	<ul> <li>Focus on segment &amp; region to retain premium customers</li> <li>Optimize commercial costs</li> </ul>	<ul> <li>Churn reduction in the premium postpaid segment (-0.1 p.p.) vs. jun-06</li> <li>+40 p.p. increase in direct contacts with customers to retain</li> </ul>
Fraud	<ul><li>Measures to control cloning &amp; reduce fraud</li></ul>	Cloning cases reduced 84% vs. same period last year
Pricing	<ul><li>New prepaid plans launched</li></ul>	Prepaid MOU increase: +6.6% vs. 3T05 & change in ARPU trend
<ul><li>Call Center</li></ul>	<ul><li>Improve call center service</li></ul>	+40 p.p. in call center service

# Service revenue growth (local currency)

# 3.2% 9M06/9M05 -3.9% 3Q06/3Q05 -1.5% -5.6%

#### **OIBDA** growth

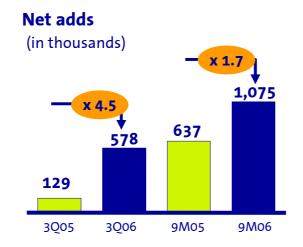
(local currency)







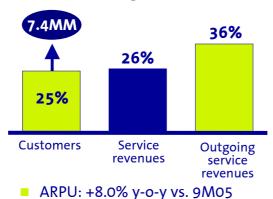
# Mexico: sound revenue growth allows quarterly OIBDA breakeven



Commercial activity: +9.4% y-o-y vs. 9M05

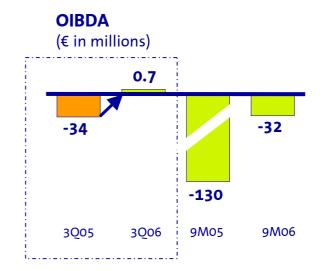
# Churn (%) Contract 3.9 3.1 6.2 3.7 1.9 3.005 3.006 9M05 9M06

#### 9M06/9M05 growth



ARPU: +8.0% y-0-y vs. 9/v/05

MOU: +36.0% y-o-y vs. 9M05







## Other major operations (I)

VENEZUELA: Very strong customer growth, fully flowing to revenue performance

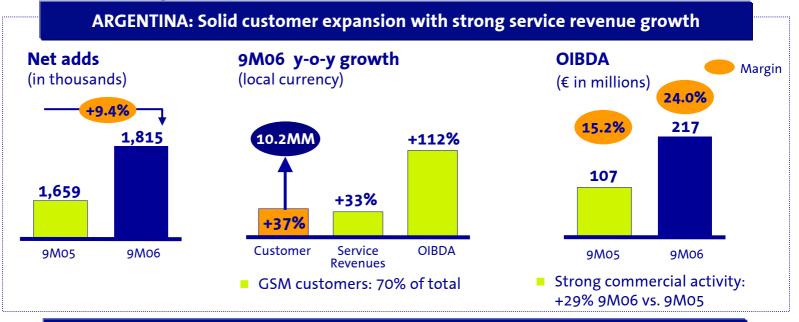


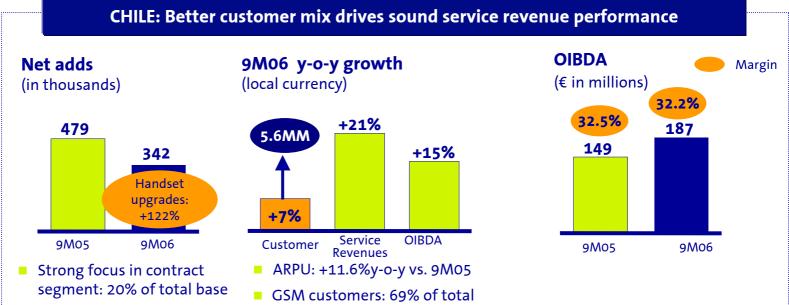
#### **COLOMBIA:** Rationalizing commercial activity to foster quality growth Net adds 9M06/9M05 growth **OIBDA** Margin (local currency) (€ in millions) (in thousands) y-o-y outgoing 7.7MM 14.5% service revenues 1,874 % Contract 11.2% 84 41% 60 +11.2% 1,654 49% 6% 13% 26% 9M05 9M06 Service 9M05 9M06 Customers **OIBDA** revenues Service revenues impacted by GSM customers: 55% of total interconnection rate cuts





## Other major operations (II)

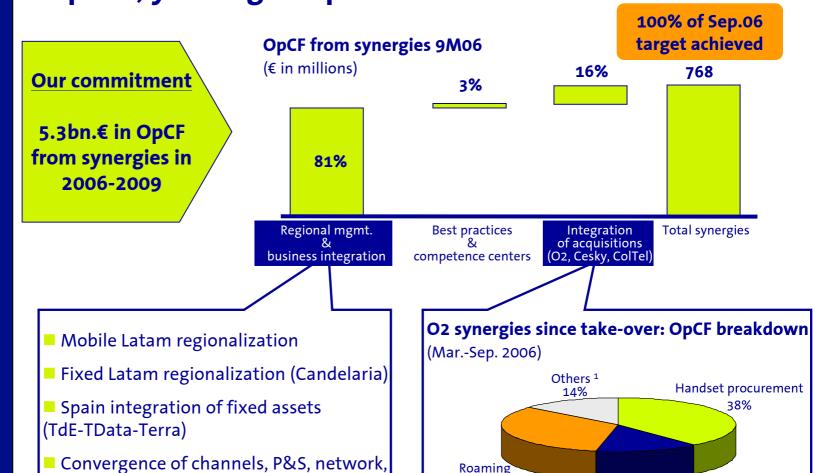








All projects to extract synergies are running at full speed, yielding the planned results





IT in Spain & Latam

F-M integration in TO2 Czech Republic

(wholesale & Retail)

33%

mobile data and ADSL roll-out

Network procurement

15%

Deeper collaboration in new areas: e.g. insurance mgmt,



# Actively managing liabilities to limit the impact of higher gearing

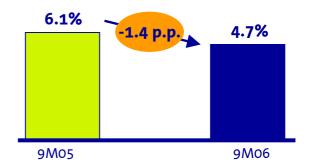
	9 <b>M</b> 06	9M05	
Net Interest Expenses	(1,928.4)	(1,327.9)	+45.2%
FX Results	(0.3)	203.6	
Reported Financial Expenses	(1,928.7)	(1,124.5)	+71.5%

## **Average Total Net Debt**

(€ in millions)



## Evolution of Average Effective Debt Service Rate <sup>1</sup>



Interest expenses have increased less than average total net debt (+88.3%), as the effective cost of debt stood at 4.7%, 1.4 p.p. lower than in 9M05

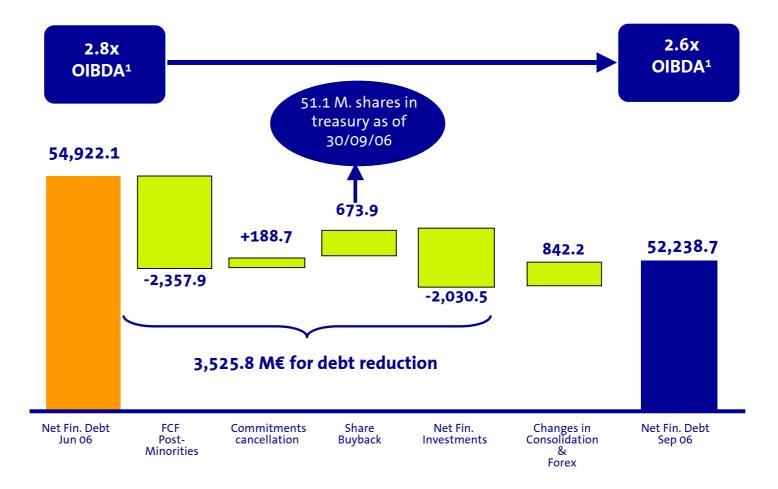




## Cash Flow & Debt: starting to de-lever

#### **3Q06 Net Financial Debt Evolution**

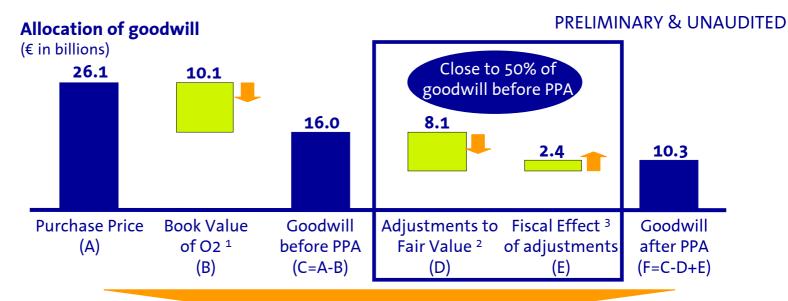
(€ in millions)







# T. O2 Europe: a guide to the estimated impacts of O2's Purchase Price Allocation on our accounts



#### Adjustments to fair value

(Asset breakdown)



Telefónica, S.A.

**Investor Relations** 

#### P&L impact as of Sep 06 (8 months)

(€ in millions)

	PPA	
OIBDA	-	
D&A	(639)	
Taxes	189	
Net Income	(450)	

- Pending final analysis of O2's fiscal position and its impact on the balance sheet
- Annual impact on net income will be around 600 M€ for the next 5 years



<sup>(1)</sup> Book Value as of January 31, 2006. Excluding Goodwill registered in O2's books

<sup>(2)</sup> Market Value-Book Value of O2's assets

<sup>(3) (</sup>Adjustments to fair value)\*tax rate



## **Conclusions**

- Financial results stay at the top of the peer Group, with high single digit organic revenues and OIBDA growth, leveraging the value of diversification
- 9M06 performance sets the basis for <u>reinforcing our guidance</u> commitments for the full year
- Top-line growth is being successfully transferred down the P&L, with EPS up 64% year-on-year
- Group <u>margins are resilient</u> despite strong commercial activity, benefiting from both cost optimisation and <u>tangible synergies</u>
- In Spain, we are pushing commercial activity and developing broadband to yield a <u>superior growth profile</u>
- In Latin America, we are growing high value businesses amid strong competition, with <u>a focus on profitability</u>
- In Europe, we are successfully managing mobile growth opportunities and rapidly turning-around fixed



# Telefonica