TELECARD LIMITED BALANCE SHEET AS AT SEPTEMBER 30, 2006

	Note	September 30, 2 0 0 6 (Rs. in the	June 30, 2 0 0 6 ousands)
ASSETS		•	,
NON-CURRENT ASSETS Fixed assets			
Property and equipment	4	4,567,870	4,564,313
Intangible assets	5	3,225,365	3,248,910
mangiolo access	ř	7,793,235	7,813,223
Long term investment in a subsidiary company		340,537	340,537
Long term loans and deposits		61,241	60,806
Long term loans and deposits	L	8,195,013	8,214,566
CURRENT ASSETS		, ,	, ,
Stock-in-trade		13,002	14,487
Trade debts		191,339	166,131
Loans and advances		21,774	17,931
Deposits and prepayments		67,268	80,423
Accrued mark-up		92,583	76,474
Other receivables	6	766,559	759,869
Taxation - net Cash and bank balances	7	103,944	100,820
Cash and bank balances	<i>'</i> L	743,720 2,000,189	1,833,593 3,049,728
TOTAL ASSETS	_	10,195,202	11,264,294
Share capital Authorised 400,000,000 (2005: 400,000,000) Ordinary shares of Rs. 10 each		4,000,000	4,000,000
Issued, subscribed and paid-up	=	3,000,000	3,000,000
Revenue Reserve			
Unappropriated profit		591,151	634,850
		3,591,151	3,634,850
NON-CURRENT LIABILITIES			
Long-term finances		56,002	56,002
Redeemable capital	8	2,099,041	2,099,041
Liabilities against assets subject to finance Lease		114,531	113,831
Long-term deposits		77,039	74,984
Due to Pakistan Telecommunication Authority (PTA)		1 505 500	1 505 500
- Spectrum fee Deferred liabilities		1,585,500 40,995	1,585,500 38,554
Deferred taxation		196,200	221,067
Dolottod taxation	L	4,169,308	4,188,979
CURRENT LIABILITIES		,,	,,
Trade and other payables	9	1,496,984	1,809,370
Accrued mark-up	10	139,746	54,253
Short term borrowings	11	170,000	641,653
Short term running finances	12	136,854	258,736
Current maturities of long term finances and liabilities	40	404.400	070 450
against assets subject to finance lease	13	491,160	676,453
CONTINGENCIES AND COMMITMENTS	14	2,434,744	3,440,465
TOTAL EQUITY AND LIABILITIES	_	10,195,202	11,264,294
The annexed notes from 1 to 21 form an integral part of the	= se financi		11,207,204
The annexed hotes from 1 to 21 form an integral part of the	oc iliano	iai siaiemenis.	

Director

Chief Executive

TELECARD LIMITED PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED SEPTEMBER 30, 2006

		September 30, 2 0 0 6 (Rs. in the	September 30, 2 00 5
	Note	(113. 111 th	Jusanus)
REVENUE - net	15	622,086	604,526
Direct costs	16	(504,431)	(391,943)
GROSS PROFIT		117,655	212,583
Other operating income		34,928	42,998
		152,583	255,581
Distribution cost and administrative expenses	17	(83,628)	(101,274)
		68,955	154,307
Finance costs		(132,560)	(74,744)
Other operating charges		(1,851) (134,411)	(74,744)
(LOSS) / PROFIT BEFORE TAXATION		(65,456)	79,563
Taxation	18	(21,757)	(24,882)
(LOSS) / PROFIT AFTER TAXATION		(43,699)	54,681
(LOSS) / EARNINGS PER SHARE - BASIC AND DILUTE	ĒD	(0.15)	0.18
The annexed notes from 1 to 21 form an integral part of th	ese financia	al statements.	
			-

Director

Chief Executive

TELECARD LIMITED CASH FLOW STATEMENT FOR THE PERIOD ENDED SEPTEMBER 30, 2006

	September 30, 2 0 0 6	September 30, 2 0 0 5
CASH FLOW FROM OPERATING ACTIVITIES	(Rs. in tho	usands)
(Loss) / Profit before taxation	(65,456)	79,563
Adjustments for non cash charges and other items:	, ,	
Depreciation	156,403	77,311
Provision for gratuity	3,590	3,290
Financial charges	132,560	74,744
Amortization of deferred cost	-	5,496
Amortization of intangible assets	32,876	22,882
Deferred income on sale and lease back	(527)	-
	324,902	183,723
Profit before working capital changes	259,446	263,286
(Increase) / Decrease in current assets		
Stock-in-trade	1,485	(3,371)
Trade debts	(25,208)	38,397
Loans and advances	(3,843)	23,089
Deposits, prepayments and accrued markup Other receivables	(2,954)	9,177
Other receivables	(6,690)	(50,937)
(Degrees) / ingresses from graditors, apprued	(37,210)	16,355
(Decrease) / increase from creditors, accrued and other liabilities	(312,386)	385,673
Cash generated from operations	(90,150)	665,314
Income Tax paid	(6,234)	(760)
Financial charges paid	(47,067)	(10,533)
Gratuity Paid	(623)	(605)
Long Term deposits and prepayments	(435)	(1,032)
Long Term deposits	2,055	7,469
	(52,304)	(5,461)
Net cash generated from operating activities	(142,454)	659,853
CASH FLOW FROM INVESTING ACTIVITIES		
Fixed capital expenditure	(169,808)	(444,668)
Net cash used in investing activities	(169,808)	(444,668)
CASH FLOW FROM FINANCING ACTIVITIES		
Long term loans	(143,878)	(66,238)
Short Term Loans	(471,653)	(93,503)
Repayment of obligations under finance leases	(40,198)	(37,743)
Net cash outflow from financing activities	(655,729)	(197,484)
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS	(967,991)	17,701
CASH AND CASH EQUIVALENTS AT THE BEGINING OF THE PERIOD	1,574,857	2,397,844
CASH AND CASH EQUIVALENTS AT THE END		
OF THE PERIOD	606,866	2,415,545
The annexed notes from 1 to 21 form an integral part of these financial	ial statements.	
Chief Executive	 Director	

TELECARD LIMITED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED SEPTEMBER 30, 2006

	Share Capital	Revenue Reserve	
	Issued, subscribed and paid-up	Unappropriated profit	Total
		(Rs. in thousands)	
Balance as at June 30, 2005	3,000,000	689,181	3,689,181
Net profit for the period	-	54,682	54,682
Balance as at September 30, 2005	3,000,000	743,863	3,743,863
Balance as at June 30, 2006	3,000,000	634,850	3,634,850
Net loss for the period	-	(43,699)	(43,699)
Balance as at September30, 2006	3,000,000	591,151	3,591,151
The annexed notes from 1 to 21 form an integral pa	rt of these financial staten	nents.	
Chief Executive		Director	

TELECARD LIMITED NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED SEPTEMBER 30, 2006

1. THE COMPANY AND ITS OPERATIONS

Telecard Limited (the company) was incorporated in Pakistan on October 29, 1992 as a public limited company. The shares of the company are listed on the Karachi and Islamabad Stock Exchanges. The company itself and through its subsidiary is licensed to provide fully integrated telecommunication services, these include basic wireless telephony, long distance and internationalservices and payphones.

The registered office of the company is located at World Trade Centre 75, East Blue Area, Fazal-ul-Haq road, Islamabad. The principal place of business of the company is located at World Trade Centre, 10, Khayaban-e-Roomi, Clifton, Karachi.

2. BASIS OF PREPARATION

These financial statements have been prepared in accordance with the directives issued by the Securities and Exchange Commission of Pakistan (SECP) and as per the requirements of International Accounting Standard(IAS) - 34 "Interim Financial Reporting", as applicable in Pakistan.

3. ACCOUNTING POLICIES

The accounting policies and methods of computation followed in the preparation of these financial statements are same as those applied in preparaing the financial statements for the year ended June 30, 2006.

		Note	September 30, 2 0 0 6 (Rs. in the	June 30, 2 0 0 6 ousands)
4.	PROPERTY AND EQUIPMENT			
	Operating fixed assets Capital work-in-progress	4.1 4.2	3,630,628 937,242 4,567,870	3,346,603 1,217,710 4,564,313
4.1.	Operating fixed assets			
	Opening net book value Additions during the period / year	4.1.1	3,346,603 440,428 3,787,031	1,965,359 2,004,682 3,970,041
	Disposals during the period / year Accumulated depreciation on disposals Depreciation charged during the period / Impairment charged during the period / year	4.1.2	156,403 - 156,403	161,146 (7,606) 468,398 1,500 623,438
4.1.1	Details of additions during the period / year are as follows:		3,630,628	3,346,603
	Owned			
	Payphones and ancillary equipment Wireless local loop equipment LDI Equipment Sign boards Computers and related accessories Furniture, fixtures and office equipment Tools, workshop and laboratory equipment		180,382 257,744 36 - 1,706 542 -	690,291 766,911 272,154 4,000 11,185 9,254 167 1,753,962
	Leased		440,410	
	Payphones and ancillary equipment Wireless local loop equipment LDI Equipment Vehicles		- - - 18	58,988 130,155 60,000 1,577
			18	250,720
			440,428	2,004,682

			September 30, 2 0 0 6 (Rs. in tho	June 30, 2 0 0 6 usands)
4.1.2.	Details of disposals (cost), including sale and lease back of assets, during the period / year are as follows:			
	Owned Payphones and ancillary equipment Wireless local loop equipment LDI Equipment Computers and related accessories Vehicles		- - - -	65,356 49,703 40,000 142 3,308
	Leased Vehicles		- -	158,509 2,637 161,146
4.2.	CAPITAL WORK-IN-PROGRESS			,
		September 30, 2 0 0 6	Additions / transfers during the period	June 30, 2 0 0 6
	Wireless local loop equipment		(Rs. in thousands)	
	Owned	891,468	156,553 (436,870)	1,171,785
	Leased	20,000 911,468	(280,317)	20,000 1,191,785
	Advances to Suppliers	25,774	849 (1,000)	25,925
		937,242	(280,468)	1,217,710
		Note	September 30, 2 0 0 6	June 30, 2 0 0 6
5.	INTANGIBLE ASSETS		(Rs. in tho	usands)
J.	Wireless local loop (WLL) license Long distance International (LDI) license		3,197,755 27,610 3,225,365	3,220,913 27,997 3,248,910
6.	OTHER RECEIVABLES Due from Pakistan Telecommunication Limited (PTCL) in respect of:		3,223,000	0,210,010
	Karachi Relief rebate Interconnect discount Optical fibre charges	6.1 6.2 6.3	651,541 28,701 10,361	651,541 28,701 10,361
	Due from PTA Receivable from suppliers		690,603 12,019 44,839	690,603 12,019 44,839
	Insurance claims Claim against a bank		19,195 998	19,195 998
	Receivable from zonal offices Miscellaneous Provision for other receivables considered		24,536 3,224 (28,855) 766,559	17,013 4,057 (28,855) 759,869
			. 00,000	, 00,000

7.1. (a) In the interest of public safety, the Government of Pakistan (GoP) is empowered to close transmission of all messages / services, subject to certain conditions. Section 54 of the Pakistan Telecommunication (Reorganization) Act states that GoP can do so "Provided that the GoP may compensate any licensee whose facilities or services are affected by any action under that section". Under these powers, the GoP shut down the service of the company from July 1995 to January 1997. The company served a notice to the GoP for compensation and as a quid pro quo and in consideration of the company having agreed to withdraw its claim, GoP offered the Interim Relief Rebate Package. This arrangement was duly approved by the cabinet and announced, on behalf of GoP, by PTA.

As per the award of GoP, PTCL started paying the Interim Relief Rebate upto June 30, 1998 and thereafter, unilaterally PTCL decided to discontinue payments against the said package.

The company, under the above-referred interim relief package, filed a law suit during the year ended June 30, 2000 against the PTCL in the Honorable High Court of Sindh for the recovery of Rs.71.276 million accrued upto October 1999 and consequential losses thereon aggregating to Rs.2, 261.924 million. The Honourable High Court of Sindh, during the year ended June 30, 2002, on an application filed by the company, passed an interim order in favor of the company and appointed a firm of Chartered Accountants for the determination of the actual amount receivable (final sum) from the PTCL. The said firm calculated the relief rebate and interconnect discount in accordance with the direction of the Court, containing various amounts determined under various alternatives, for the period January 1997 to August 2001.

The company contends that the relief rebate allowed to it through PTA's letter dated January 20, 1997 is of a continuing nature as no cessation date is mentioned in that letter. The company further contends that the relief package was approved by the GoP after negotiations between the GoP and the company.

The Honourable High Court of Sindh has already passed an interim order in August 2001in favour of the company and in light of the above, the management of the company is confident that the recovery of the amount accrued to date would be as claimed by the company.

Further, a sum of Rs. nil (June 2006: 47.149) million has become due during the current period, however, on a prudent basis, the company has not accrued the same in the financial statements of the current period. The total amount due to be recovered on account of relief rebate amounts to Rs. 698.690 million.

In the opinion of the legal advisor of the company, the company has a strong case and the likelihood of losing the case is remote. Hence, the management is confident about the realization of the amount accrued to-date in the financial statements and considers the same to be virtually certain.

(b) During the year ended June 30, 2002, the PTCL filed a law suit against the company for the recovery of Rs.334.313 million, alleging and disputing the relief rebate claimed / adjusted by the company. In the opinion of the legal advisor of the company, if it is decided by the court that the company is not entitled to the Karachi relief rebate and the decision in this case is against the company, then the company would have to pay only the above amount on account of Karachi relief rebate. If, however, it was concluded by the court that the relief rebate is applicable, then, no amount would be liable to be paid by the company to the PTCL but in fact the company would be entitled to recover certain amounts as claimed in law suit discussed in (a) above. As per the above-referred legal advisor, the result of the above lawsuit of the company is correlated with the proceeding of the lawsuit, as referred to in note 6.1 (a) above. Accordingly, pending the decision the court in this respect, the company has not made any provision for the aforesaid claim in the financial statements.

The Honourable High Court of Sindh, in its order dated June 25, 2003, ordered the company not to create third party interest on its fixed assets as well as undertakings except in the ordinary course of business till the disposal of this case.

- **6.2.** Represents the amount of interconnect discount which is also subject to the determination of the final sum, as stated in note 6.1 (a) above. The company is confident that it will recover the entire amount of interconnect discount from the PTCL and, hence, no provision has been made thereagainst in these financial statements.
- Represents amounts over billed by the PTCL in respect of Optical Fibre lines based on the rates applicable during the relevant billing periods. A claim in respect of the above is pending settlement. However, pending the settlement of the matter of prudence, the management has made full provision against the above claim in these financial statements.

7.	CASH AND BANK BALANCES	Note	September 30, 2 0 0 6 (Rs. in tho	June 30, 2 0 0 6 usands)
	At bank in deposits accounts Current accounts In hand		615,263 122,062 6,395 743,720	1,825,158 5,296 3,139 1,833,593
8.	REDEEMABLE CAPITAL			
	Balance as at July 01, Less: Repayment during the period / year Current maturity shown under current liabilities	8.1	2,399,040 - (299,999) 2,099,041	2,400,000 (960) (299,999) 2,099,041

8.1 This represents listed Term Finance Certificates (TFCs) issued by the Company to financial institutions, trusts and general public for the purpose of acquisition of the radio spectrum frequencies from PTA and the related expansion / upgradation of wireless local loop network. Profit on these TFCs is payable on semi-annual basis in arrears at mark-up rate of six months KIBOR + 3.75% per annum. These are redeemable in ten unequal semi-annual instalments commencing November 2006. These are secured by a first specific charge over fixed assets of the Company with 25% margin and assignment of frequency rights (intangible assets) procured from PTA last year.

During the year, through a resolution passed in an extraordinary general meeting of the TFC holders of the Company, it was resolved that upon completion of certain formalities, the funds available in an escrow account with the trustee (a commercial bank) be released to the Company for the purposes of capital expenditure requirements of the Company.

9. TRADE AND OTHER PAYABLES

Trade creditors		
PTCL charges	308,733	681,341
ZTE Corporation Limited	47,383	47,133
Bills payable – equipment	776,628	735,372
Due to related parties	52,350	72,121
Others	65,469	36,539
	1,250,563	1,572,505
Accrued expenses	26,296	38,367
Other liabilities		
Pakistan Telecommunication Authority		
Royalty payable	2,427	2,427
Annual license fee – WLL	62,644	53,695
Annual regulatory fee	22,386	15,031
Annual spectrum fee	1,200	1,200
Access charges payable to PTCL	21,982	21,864
Unearned income	18,092	18,092
Advances from customers	22,355	42,095
Sales tax – net	45,183	31,373
Provision for withholding tax	11,946	1,476
Unclaimed dividends	6,618	6,618
Others	5,291	4,624
	220,125	198,497
	1,496,984	1,809,369

	September 30, 2 0 0 6 (Rs. in the	June 30, 2 0 0 6
10. ACCRUED MARK-UP	(113: 111 till	oudurius,
Redeemable capital Long term loans Short term loans Short term running finances Finance leases	121,977 3,079 12,105 2,577 8 139,746	30,648 3,099 17,107 2,330 1,069 54,253
11. SHORT TERM BORROWINGS - SECURED		
Finance under mark-up arrangement From banks	-	100,153
Term finances From banks From an investment bank	170,000	320,000 117,000
Loan from subsidiary - Unsecured Supernet Limited	170,000	437,000 104,500
_	170,000	641,653
12. SHORT TERM RUNNING FINANCES		
From banks - secured Under mark-up arrangements	136,854	258,736
13. CURRENT MATURITIES OF LONG TERM FINANCES AND LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE		
Long term finances Obligations under finance leases Redeemable capital	89,096 102,065 299,999 491,160	232,974 143,480 299,999 676,453
14. CONTINGENCIES AND COMMITMENTS		
(a) Contingencies		
14.1. There has been no change in the status of contingencies reported in the financial stated June 30, 2006, which amounted to an aggregate sum of Rs. 388.244 (June 2006: 388.2		
(b) Commitments		
14.2. Outstanding letters of credit	14,359	14,359
14.3. Counter guarantees given to banks	344,680	344,680
14.4. Commitments in respect of capital expenditure	150,875	150,875

		Three months ended	
		September 30, 2 0 0 6	September 30, 2 0 0 5
		(Rs. in thous	
15.	REVENUE - net	, , , , , , , , , , , , , , , , , , , ,	,
	Sales	474.540	500 710
	Payphone cards Post paid billing	471,513 5,704	589,718 2,029
	Incoming calls and interconnect revenue	3,704	2,029
	- Local Loop	27,847	_
	- Long distance & International	39,026	6,918
	· ·	544,090	598,665
	Discount	(26,595)	(15,122)
	Connection fees	192,881	108,531
		710,376	692,074
	Sales tax	(88,290)	(87,548)
16.	DIRECT COSTS	622,086	604,526
10.	DIRECT COSTS		
	Interconnect charges	266,384	261,728
	Annual license fee	6,670	930
	Annual regulatory fee Cost of cards sold	7,355	- 0.001
	Optical fiber network	2,039 6,279	2,231 11,203
	Internet bandwidth	1,103	78
	Depreciation	149,728	70,429
	Amortization of intangible assets	32,876	22,882
	Network sites rent	18,856	6,076
	Network sites utilities and maintenance	9,896	6,965
	Royalty	-	400
	Access charges to PTCL	118	1,500
	Cards printing charges	543	300
	Insurance Amortization of deferred cost	2,584	1,725 5,496
	Amortization of deferred cost	504,431	391,943
17.	DISTRIBUTION COST AND ADMINISTRATIVE EXPENSES		,
	Salaries and other benefits	38,196	40,355
	Gratuity	3,590	3,290
	Postage, telephone and telex	1,888	4,120
	Vehicles running and maintenance	7,045	7,426
	Travelling & entertainment	3,536	4,702
	Office maintenance Stationery and photocopies	636 585	779 911
	Rent	11,728	6,384
	Electricity	5,136	4,996
	Insurance	1,437	787
	Legal and professional charges	1,532	3,938
	Auditors' remuneration	470	410
	Sales promotion and marketing	•	13,066
	Fees and subscription	900	2,050
	Depreciation Operating loace reptals	6,675	6,882
	Operating lease rentals Others	148 126	826 353
		83,628	101,274
18.	TAXATION		
	Current	3,110	3,023
	Deferred	(24,867)	21,859
		(21,757)	24,882

19. TRANSACTIONS WITH RELATED PARTIES

Related parties of the company comprise subsidiary, associated undertakings, directors and key management personnel. Material transactions with related parties, other than remuneration and benefits to the directors and key management personnel under the terms of their employment, are given below:

	September 30, 2 0 0 6 (Rs. in th	September 30, 2 0 0 5 ousands)
Services provided by related parties	7,032	45
Sales / services to related parties	150,000	
Payments on behalf of related parties	305	_
Payments made by a related party on behalf of the	316	1,350

The above transactions are at arm's length using admissible valuation methods.

20. DATE OF AUTHORISATION FOR ISSUE

These financial statements were authorised for issue on October 31, 2006 by the Board of Directors of the company.

21. GENERAL

Figures have been rounded off to the nearest thousand rupees.

Chief Executive	Director

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