

# Consolidated Interim Report of AS Eesti Telekom II Quarter and I Half Year 2006



Beginning of the financial year 1 January 2006 End of the reporting period 30 June 2006

Name of the company AS Eesti Telekom

Registration number 10234957

Address Roosikrantsi 2,

10119 Tallinn

Estonia

 Telephone
 + 372 631 12 12

 Facsimile
 + 372 631 12 24

 E-mail
 mailbox@telekom.ee

 Web-page
 www.telekom.ee

Field of activity providing services in the field of

telecommunications

Auditor AS PricewaterhouseCoopers



The most significant financial indicators	4		
Chairman's statement	4		
Consolidated quarterly data	14		
Interim report			
II Quarter consolidated income statement	15		
I Half Year consolidated income statement	16		
Consolidated balance sheet	17		
Consolidated cash flow statement	18		
Consolidated statement of changes in equity			
Notes to the financial statement			
1. Accounting policies and measurement basis used in prepara	ition of		
interim financial statements	20		
2. Segment information	21		
3. Tangible and intangible assets	25		
4. Investments in subsidiaries	26		
5. Acquisition of subsidiaries	27		
6. Investments in associates	27		
7. Inventories	27		
8. Equity	28		
9. Provisions	29		
10. Borrowings	30		
11. Related party transactions	30		
12. Contingencies	31		
13. Members of Management Board and Supervisory Council	33		
Management Roard's conformation of the financial statements	34		



## MOST SIGNIFICANT FINANCIAL INDICATORS

	Q2 2006	Q2 2005	Change,	6 months 2006	6 months 2005	Change,
Net sales, million EEK	1,420	1,245	14.1	2,742	2,462	11.4
EBITDA, million EEK	577	552	4.4	1093	1072	1.9
EBITDA margin, %	40.6	44.4		39.8	43.5	
EBIT, million EEK	443	367	20.7	790	697	13.4
EBIT margin, %	31.2	30.0		28.8	28.3	
EBT, million EEK	462	380	21.5	824	725	13.7
Net profit for the period, million EEK	89	32	178.9	450	376	19.8
EPS, EEK	0.64	0.23	178.9	3.26	2.73	19.8
CAPEX, million EEK	229	136	68.5	356	187	90.5
Net gearing, %	-33.2	-38.4				
ROA, %	26.2	24.7				
ROE, %	40.9	37.8			•	_

## **CHAIRMAN'S STATEMENT**

#### Financial results

Net sales, operating expenses, profit

The sales activities of the companies in the Eesti Telekom Group were successful in the second quarter of 2006. The increase in net sales compared to the same period in 2005 was 14% and the revenues reached 1,420 million kroons (second quarter of 2005: 1,245 million kroons). Sales activities were successful in both mobile and fixed-line communications. The high penetration of the market has started to influence the mobile communications sector and the increase in the number of SIM-cards has started to slow. At the same time, the use of services by the customers is increasing—both traditional call services as well as the newer mobile data communications services are increasing. Larger service volumes have been able to compensate for the continual decrease in rates, which has resulted in an increase of mobile net sales.

A significant role in the increase of net sales for fixed-line communications was played by the consolidation of the net sales of AS MicroLink and AS MicroLink, which were acquired on 31 October 2005. At the same time, the fruits of the cooperation between Elion and MicroLink were already evident. Even if the influence of adding the new companies is deducted, the segment with the fastest growing revenues in the second quarter is IT services. Compared to the first quarter, the margins in the field have improved. In the last quarter, the other successful field in fixed-line communications was the provision of integrated services to private customers. In April, a mass DigiTV solution reached the customers. Although the revenues from the transmission of TV programming is still small, the demand for the new service has been unexpectedly great, creating a need to speed up the construction of the infrastructure necessary for subscribing to the service.

Increases in retail sales revenues exerted a positive influence on the net sales of both fixed-line and mobile communications. Rapid economic growth and advantageous financing conditions have supported the growth of consumption in the country as a whole. The interest of consumers in new telecommunications and IT equipment has also increased. The companies in the Eesti Telekom Group have tried to further stimulate this interest by introducing new services to the market and by offering their own favorable financing schemes.

The revenues from fixed-line voice communications continued to decrease in the last quarter. This process is familiar to many of Europe's telecommunications companies, where customers redirect their call minutes from fixed-line networks to other communications channels. To adapt to the changing situation, in the last



quarter, the Eesti Telekom subsidiary Elion also introduced an IP-based call service. Hopefully, the new service will help to retain customers, by offering them a newer and more convenient service at a better price.

In the second quarter of 2006, the operating expenses of the Eesti Telekom Group reached 888 million kroons (second quarter 2005: 693 million kroons), thereby increasing 28%. Again, a significant role in the increase of operating expenses was played by the acquisition of new subsidiaries. Other principal factors in the increase in operating expenses were the increase in retail sales volumes—along with an increase in sales revenues, acquisition costs for goods were up; interconnection fees—the volume of call minutes has increased in the networks of other operators and inter-network turnover has also increased and been accompanied by an increase in interconnection fees; and labor costs—during the year, the number of employees in the Group, as well as the average salaries, have increased.

In the second quarter of 2006, the Eesti Telekom group earned EBITDA of 577 million kroons (second quarter of 2005: 552 million kroons), which was 4% more than in the same period in 2005. The increase in EBITDA included a 43 million knoons profit that Elion Enterprises earned in the second quarter from the sale of real estate. Without this nonrecurrent revenue, the EBITDA would have shown a decrease of 3%. The EBITDA margin has dropped to 40.6% (second quarter 2005: 44.4%). The decrease in the margin is caused by the continued increase in the relative importance of retail sales revenues in the Group's net sales, but also the rapidly increasing interconnection costs related to the increase in the number of inter-operator call minutes. In the commentary for the first quarter of 2006, we announced that all three Estonian mobile operators have been declared undertakings with significant power in the market of voice call termination on mobile networks and the upper limit for call termination fees of 2.05 kroons established by the Communications Board that was supposed to come into force on July 1, 2006. Since two operators—Tele2 Eesti AS and Elisa Mobiilsideteenused AS-contested the decision of the Communications Board in Administrative Court (see "AS EMT was declared an undertaking with significant market power), the decrease in termination fees will not take place on July 1. For the financial results of AS EMT and the Eesti Telekom Group, this means supplementary sales revenues as well as operating costs. The impact on the earned operating profit at the Group level is not significant, although the preservation of higher termination rates continues to have a negative influence on margins.

The Group's depreciation in the second quarter of 2006 was 133 million kroons (second quarter 2005: 185 million kroons). Almost half of the decrease, compared to the same period in 2005, derives from the implementation of new depreciation rates. At the beginning of 2006, TeliaSonera introduced new uniform useful life spans for the fixed assets of its 100% subsidiaries. As the result of a thorough analysis, the companies in the Eesti Telekom Group also decided to introduce the depreciation periods suggested by TeliaSonera (with some adjustments based on local peculiarities) in Eesti Telekom, starting on 1 May 2006., However, adjustments in connection with the implementation of new periods were not made in the depreciation that has already been calculated. The remaining useful life spans of existing fixed assets will be adjusted.

The operating profit of the Eesti Telekom Group in the second quarter was 443 million kroons (second quarter 2005: 367 million kroons). Thanks to reduced depreciation, the operating profit margin has increased, reaching 31.2% (second quarter 2005: 30.0%). Thanks to the strong financial position of the Group, the financial revenues (net) for the second quarter of the current year reached 19 million kroons (second quarter 2005: 13 million kroons).

On June 16, based on a resolution of the shareholders' general meeting, AS Eesti Telekom paid out the largest dividend of all time. The total dividend amount reached 1,242 million kroons or 114% of the net profit for 2005. A dividend of 9.00 kroons was paid for each share. Although the income tax rate to be paid on dividends is lower than in 2005—24/76 of the dividend amount in 2005, and 23/77 of the dividend amount in 2006—thanks to the larger dividend amount, the amount of income tax to be paid by the companies in the Eesti Telekom Group also increased. If, in 2005, 349 million kroons was paid in income tax for dividends, then the amount that is to be paid in July of this year is 24 million kroons higher, reaching 373 million kroons.



The net profit of the Eesti Telekom Group in the second quarter of 2006 was 89 million kroons (second quarter 2005: 32 million kroons). The revenue per earned in the second quarter was 0.64 kroons (second quarter 2005: 0.23 kroons)

#### Balance sheet and cash flow

The Eesti Telekom Group balance sheet total at the end of June 2006 was 4,252 million kroons (31 December 2005: 4,659 million kroons). During the first half of the year, the Group's fixed assets have increased by 100 million kroons. The intangible fixed assets have increased by 35 million kroons thanks to the goodwill created by the acquisition of the participation in Serenda Invest OÜ-s. Tangible fixed assets have increased by 56 million kroons in connection with the larger than usual investments made by Elion Enterprises. In six months, the balance of the Group's short-term investments, cash, and cash equivalents has decreased by 586 million kroons. The reason is the dividend payment of 1,242 million kroons made in June.

As of 30 June 2006, Eesti Telekom Group equity was 3,250 million kroons (31 December 2005: 4040 million kroons). The equity has decreased in connection with the payment of dividends. At the end of the second quarter, the Group had long-term liabilities of 15 million kroons (31 December 2005: 8 million kroons) and short-term liabilities of 975 million kroons (31 December 2005: 598 million kroons). The increase in short-term liabilities results from the income tax liability of 373 million kroons for dividends, which is to be paid in July. The Group's net debt at the end of June was -1,078 million kroons and the ratio of net debt to equity was -33% (31 December 2005: -1,663 million kroons and -41%).

For the first half of the year, the Eesti Telekom Group cash flow for operations was 1,054 million kroons (first half of 2005: 1,129 million kroons). Cash flow from investment activities was 388 million kroons (first half of 2005: 277 million euros) based on the realization of short-term financial investments for 761 million kroons. During six months, 356 million kroons was invested in tangible and intangible assets (first half of 2005: 187 million kroons). Compared to 2005, investments in the field of fixed-line and mobile communications have increased significantly. The Group's cash flow into financial activities in the first six months was -1,243 million kroons, including the payment of dividends totaling -1,242 million kroons (first half of 2005: -1,120 million kroons and -1,104 million kroons).

**Elion Group (fixed-line communications)** 

	Q2	Q2	Change,	6 months	6 months	Change,
	2006	2005	%	2006	2005	%
Net sales, million EEK	711	617	15.3	1,392	1,240	12.2
EBITDA, million EEK	252	224	12.4	465	446	4.5
EBITDA margin, %	35.4	36.3		33.4	35.9	
EBIT, million EEK	181	125	44.9	304	245	22.4
EBIT margin, %	25.5	20.3		21.9	19.7	
EBT, million EEK	189	131	43.7	321	260	23.5
Net profit for period, million EEK	69	5	1287.5	202	134	50.9
CAPEX, million EEK	182	96	89.7	251	138	81.8
ROA, %	20.9	18.2				
ROE, %	31.7	28.4		·	•	

In the second quarter of 2006, the net sales of the Elion Group grew by 15% compared to the same period in 2005, reaching 711 million kroons. An important factor in the growth of sales revenues was the addition of AS MicroLink Eesti revenues (the management company AS MicroLink and its 100% subsidiary AS MicroLink Eesti were acquired by Elion Enterprises on 31 October 2005). Although, even if the influence of the MicroLink acquisition is deducted, the sales revenues for the second quarter showed growth of 5%.

Of the principal activities of the Elion Group, the sales revenues for IT services grew fastest in the second quarter. The increase of revenues has been helped by the rapid development of the IT sector in Estonia



generally, as well as the synergy that has developed from the cooperation of Elion Enterprises and MicroLink.

If, in the first quarter of 2006, when the two IT service teams that has previously operated separately converged in MicroLink, an increase in sales revenues of 27% was achieved compared to the same period in 2005 (the impact of adding MicroLink was deducted, by adding the IT revenues of AS MicroLink Eesti into the revenues for the same period of 2005), then the growth rate in the second quarter still doubled, reaching 58%. However, there is some seasonality in net sales of IT services. The second quarter and the fourth quarter have been traditionally good periods for sale of IT products and services.

Together with its affiliate, EMT, and other cooperation partners, Elion actively participates in projects, which are directed at the development of Estonia as a progressive IT-country. Based on information from the Statistical Office, almost 40% of Estonian households have Internet connections. Unfortunately, the spread of computers and Internet connections has also caused problems. Approximately 60-80% of home computers are not protected against viruses and computer crime that is developed by leaps and bounds. On 23 May 2006, Elion Enterprises and EMT, along with the *Vaata Maailma* (Look@World) Foundation, signed a cooperation agreement entitled "Computer Security 2009" with its other principal partners SEB Eesti Ühispank and Hansapank, as well as with representatives of the Estonian state, whereby the goal was set to make Estonia the safest country in the information society by 2009. Based on the cooperation agreement, the principal partners will finance the initiative for a total of 60 million kroons during the next three years. As one of the first steps within the framework of the project, Elion, in cooperation with F-Secure, one of the world's leading virus protection providers, introduced a new integrated computer protection service, which provides virus protection, as well as protection against spyware and spam, along with automatic renewal.

The second growth field among Elion's principal activities was connection fees. In the second quarter of 2006, the revenues earned from connection fees (connection fees for data communications, Internet communications, voice communications, DigiTV, and integrated services) increased by 2% compared to the same period in 2005, reaching 279 million kroons (the influence of the addition of MicroLink was deducted by added the connection fees revenues of AS MicroLink to the second quarter revenues of 2005). The trend for exchanging single services for integrated solutions continued in the second quarter, whereby traditional connection fees—voice communications connections and Internet connections—decreased by 16% and 18% compared to the second quarter of 2005. At the same time, the fees earned from integrated solutions grew by 35%.

In April 2005, Elion Enterprises entered the TV transmission market. Unfortunately, the service was initially only available to residents of new homes and apartment buildings. However, starting in April 2006, Elion is also offering quality digital TV transmission with their new *Kodulahenduse* package through their network of permanent connections with super high-speed Internet in older homes. The first priority was to begin providing the service in Tallin and the immediate vicinity, in Tartu, Pärnu, Kohtla-Järve, and Narva, but after a few months, all other other county seats and several smaller towns have been reached. By the end of the year, the service should be available in all Estonian towns and almost 100 larger settlements. The customers are offered a triple service, which includes the use of a telephone connection (incl. free intra-network calls), an Internet connection with a downloading speed of up to 12 Mb per second (when DigiTV is not being used), and the DigiTV basic package which comprises 40 of the most popular domestic and foreign TV channels in Estonia. Starting in July, the customers can order several themed packages for an additional fee. In the fall, it is also planned to introduce video-on-demand and some other additional services. In almost three months, approximately 8,800 people have signed up for the new *Kodulahenduse* package. The total number of DigiTV users has reached 10,150.

The number of Elion permanent Internet connections (as a separate service and as part of integrated solutions) continued its rapid growth in the second quarter. As of 30 June 2006, the Elion Group had 120 thousand clients with permanent connections, which was 38% more than at the end of the second quarter in 2005. Based on the number of permanent connections, Elion estimates that its market share is 54%.



As of 30 June 2006, Elion had 462,500 call interfaces<sup>1</sup> in use (June 2005: 465 000, December 2005: 458 450). During the second quarter, the number of call interfaces increased by almost six thousand, and this primarily due to the addition of a new IP-based call solution. In order to keep up with developments in the telecommunications sector, at the beginning of March 2006, Elion put a new IP-based network platform for multimedia services into operation. On May 17, Elion's new Internet telephone Hotifon was officially launched, which allows the users of the popular hot.ee e-mail environment to make free calls amongst themselves, and until 31 August 2006, to also place free calls to Elion fixed-line phones. Subscribing to Hotifon is free. When using Hotifon, there is no connection fee. Calls to the majority of foreign countries are less expensive than using the networks of Estonia's fixed-line operators. In order to make overseas calls or calls to mobile phones, one must first download call time, which can be done conveniently by making an Internet bank transfer or EMT mobile payment. During six months, Hotifon has acquired 7,200 users.

Elion has been active also in the area of business customers. In the second quarter Elion established a new IP-based call communications solution for the international garment concern Baltika, which allows Baltika offices in various countries to communicate free over the IP network.

Although the number of Elion call interfaces has remained stable, the Group's revenues from voice services decreased by 3% in the second quarter compared to the same period in 2005, reaching 246 million kroons. The principal part of the decrease in voice communications revenues came from local calls, for which the earned revenues dropped by 25%. The reasons for the decrease were traditional - the transfer of call minutes to mobile networks, free call minutes for users of certain packages, free calls after the tenth call minute.

The revenues earned from international calls decreased by 15% in the second quarter. Compared to the first quarter, the decrease accelerated. A reason for that was a change in call rates made by Elion. In the middle of May, Elion decreased the minute rate for international calling by an average of about 25%, and replaced the country-based rate schedule with regional international call rates for *Kodupaket* customers.

In the second quarter, Elion's revenues from calls to mobile networks dropped by 7% compared to the second quarter in 2005. Other Elion voice communications revenues showed strong growth in the second quarter of 2006. Compared to the same period in 2005, the sales revenues for the area were 15% higher. The increase was caused primarily by an increase in the number of international call minutes passing through the network.

Elion estimates its market share in call minutes initiated from fixed-line networks to be 85% (June 2005: 86%). The market share of local call minutes is 85% (June 2005: 86%), international call minutes, 66% (June 2005: 68%), call minutes made to mobile phones, 71% (June 2005: 73%), and incoming call minutes, 97% (June 2005: 96%).

In the second quarter, the growth of revenues from retail sales of telecommunications, IT, and TV equipment accelerated even faster. Compared to the second quarter of 2005, the revenues in this sphere increased by 61% and reached 101 million kroons.

In addition to sales revenues, in the second quarter of 2006, Elion earned 43 million kroons from the sale of real estate.

The Elion Group operating expenses increased by 27% in the second quarter of 2006, thereby reaching 503 million kroons (second quarter of 2005: 396 million kroons). Again, a significant factor in the increase was the addition of new subsidiaries. If the influence of adding AS MicroLink and AS MicroLink Eesti is deducted, the growth of Elion Group operating expenses in the second quarter is 16%.

Approximately half of the additional operating expenses (based on comparable data) is related to the increase in retail sales volumes. The second source of additional operating expenses is labor costs. During 2005, in the Estonian economy as a whole, the average gross salary increased by 10.8%. The unemployment rate has

<sup>&</sup>lt;sup>1</sup> The users of VoIP services and active users of call services



dropped to a record low and there is an especially large deficit in IT specialists. The Elion Group companies have not been immune to these trends, and therefore, the expenditures made for labor have increased. The third growth factor for operating costs has been the costs related to the transit of international calls.

Elion Group's EBITDA was 252 million kroons (second quarter 2005: 224 million kroons), increasing by 12% (if the revenues earned from real estate sales are deducted, the EBITDA is 209 million kroons, thereby decreasing by 7% compared to 2005). The EBITDA margin has fallen slightly reaching 35.4% (second quarter of 2005: 36.3%). The drop in the margin was caused by an increase in the ratio of activities—retail trade, IT services—with a lower profitability among the revenues earned by the Group.

Elion Group depreciation decreased by 29% compared to the second quarter of 2005, reaching 70 million kroons (second quarter 2005: 98 million kroons). The reduction in depreciation was caused by modest investments during the previous years as well as the implementation of new depreciation rates starting in May 2006 (an impact on depreciation of approximately -6 million kroons per month). The operating profit increased by 45% in the second quarter, reaching 181 million kroons (second quarter 2005: 125 million kroons). The Group's financial revenues (net) in the second quarter were 7 million kroons (second quarter 2005: 6 million kroons).

In June 2006, Elion Enterprises paid the parent company, AS Eesti Telekom, 400 million kroons in dividends for the 2005 financial year. Although the dividend amount remained at the same level as 2005, thanks to a lower income tax rate for dividends, the amount to be paid by Elion Enterprises in incomes taxes dropped this year to 119 million kroons (2005: 126 million kroons). The net profit for the Elion Group in the second quarter of 2006 was 69 million kroons (second quarter 2005: 5 million kroons).

In the second quarter, the Elion Group invested 182 million kroons, which is approximately twice the amount for the same period in 2005 (second quarter 2005: 96 million kroons). This increase in investments is caused by the great demand for new permanent connections and the demands placed on Internet connections by DigiTV. Almost a third of this year's investments have gone into expanding and developing the DSL network. The second important field of investment has been made to increase the capability of the backbone network in order to ensure quality service for the increasing number of customers and to reach the numerous new real estate development areas.

When AS MicroLink and AS MicroLink Eesti were acquired by Elion Enterprises last October, the Competition Board set a condition that the Metroo network belonging to AS MicroLink be sold within six months. The sales process is currently under way.

The six-month net sales for the Elion Group were 1,392 million kroons, increasing by 12% compared to 2005 (6 months 2005: 1240 million kroons). By deducting the influence of the addition of new subsidiaries, the increase in sales revenues for the first half of the year is 5%. Cumulatively, the growth areas for sales revenues were IT services, connection fees, and retail sales, while at the same time, the revenues from call services decreased. The six-month operating expenses for the Elion Group were 972 million kroons, increasing by 22% compared to 2005 (6 months 2005: 796 million kroons). If the operating costs for new subsidiaries are deducted, the increase is 11%. The EBITDA for the first half of the year increased by 5%, and reached 465 million kroons (6 months 2005: 446 million kroons). Deducting the profit for real estate sales, the EBITDA is 422 million kroons. Elion Group depreciation during the first half of the year decreased by 20% compared to the first half of 2005 (6 months 2005: 201 million kroons). The six-month net profit of the Elion Group was 201 million kroons, which is 51% more than in 2005 (6 months 2005: 134 million kroons). This year, the Elion Group had made investments of 251 million kroons (6 months 2005: 138 million kroons).

As of 30 June 2006, 1,681 people were employed by the Elion Group (June 2005: 1,507; December 2005: 1,673).



$\mathbf{EMT}$	Group	(mobile	communications)

	Q2	Q2	Change,	6 months	6 months	Change,
	2006	2005	%	2006	2005	%
Net sales, million EEK	883	753	17.2	1,637	1,467	11.5
EBITDA, million EEK	331	334	-0.8	639	635	0.6
EBITDA margin, %	37.5	44.3		39.1	43.3	
EBIT, million EEK	268	247	8.5	498	461	8.0
EBIT margin, %	30.4	32.8		30.4	31.4	
EBT, million EEK	274	251	9.3	506	466	8.5
Net profit for period,	20	30	-32.5	252	245	2.8
million EEK						
CAPEX, million EEK	44.8	37.1	20.9	106.3	48.6	118.7
ROA, %	40.5	39.9				
ROE, %	71.9	67.8	•			

The growth of net sales accelerated even further in the second quarter of 2006. Compared to the second quarter of 2005, this year's sales revenues increased by 17%, reaching 883 million kroons (second quarter 2005: 753 million kroons). The fastest growth was in revenues from retail trade. As an absolute amount, the sales revenues added from retail trade were the greatest in the second quarter. The increase was caused by customers' interest in new mobile and IT equipment. The arrival of 3G and 3.5G has increased demand for new mobile phones. The expansion of various possibilities for wireless Internet connections supports the continuing boom in the purchase of laptop computers.

In the second quarter, the sales revenues of EMT Group's principal activities also showed strong growth. Compared to the second quarter of 2005, the sales revenues of the Group's parent company, AS EMT, grew by 10%. The increase was caused by the continued rapid growth of the mobile sector in Estonia. As of 30 June 2006, 686 thousand active SIM cards were in use in the AS EMT mobile network, of which the number of contractual clients was 426 thousand and the number of pre-paid cards 260 thousand (December 2005: contractual clients, 406 thousand and pre-paid cards, 271 thousand; June 2005: contractual clients 385 thousand and pre-paid cards 241 thousand). In 2005, the mobile penetration in Estonia exceeded the 100% mark and a slackening trend can be seen in the growth of new SIM cards. If, during 2005, AS EMT added over 80 thousand new SIM cards, then during six months of the current year, 10 thousand new SIM cards have been added. Compared to June 2005, the number of cards has still increased by 60 thousand, being an important factor in increasing sales revenues.

In addition to an increase in the number of customers, the volume of services used by the clients has also increased. This year, the number of call minutes initiated from the EMT network is over 20% greater than in the same period last year. The number of call minutes per customer has increased by nearly 10%.

The slowdown in the increase of the client base has not affected the market share of AS EMT—a deceleration of growth has been characteristic of the market as a whole. EMT estimates its market share, based on active SIM cards, to continue at 47%. At the end of June, the mobile penetration in Estonia as a whole was 108-109%. The increase of the entire market has affected the number of terminated call minutes in the EMT network, which increased by over 20% in the second quarter compared to the same period in 2005. The interconnection fees related to the completed call minutes in the EMT network were the fastest growing basic revenues in the second quarter. A small 2% increase was also shown by the revenues earned from roaming.

Strong growth was also demonstrated in the second quarter by revenues earned from end customers. Revenues earned from monthly fees and local calls increased by almost 8%. Compared to the same period in 2005, the number of SMS and especially MMS messages has increased significantly. The growth in the volume of services has compensated the rate reductions related to various campaigns and the result is a 14% increase in revenues for the second quarter.



SMS and especially MMS messaging are services directed primarily at young people. Therefore, the growth in the given revenues should also be supported by the acquisition of 51% of Serenda Invest OÜ by AS EMT on April 5. The Rate trademark belongs to Seranda Invest OÜ, which administers Estonia's most popular Internet communications environment of the same name—Rate.ee. Rate Solutions OÜ, which is owned by Andrei Korobeinik, the creator of Rate.ee, owns 49% of Serenda Invest OÜ.

Rate.ee, which was launched on May 1, 2002, is the largest social network in Estonia, which unites about 360,000 registered users. The main users of the site are 15–25-year-old young people. There are an average of 130,000 visits per day made to Rate.ee per day and 350,000 separate visits per week. The number of page views is 19 million per day, which is significantly more than all other Estonian sites combined. During 2005, Rate Solution OÜ earned revenues of 6.2 million kroons and a profit of 4.9 million kroons from services and advertisements on Rate.ee.

AS EMT sees an opportunity in Rate.ee to create and offer services primarily to the youth segment. Great opportunities are seen in Rate.ee for the principal business of providing telecommunications services. The first product launched by AS EMT in May that is directed at Rate users is *Ratemobiil*—a calling card that offers benefits for the Rate users to communicate amongst themselves.

In June of 2006, AS EMT earned revenues of 360 kroons per customer (June 2005: 348 kroons; December 2005: 324 kroons), which is 3% more than in June of 2005.

In the second quarter of 2006, EMT Group operating expenses reached 552 million kroons (second quarter 2005: 419 million kroons) thereby increasing 32% for the year. The principal portion of the increase in operating costs resulted from an increase in the costs related retail trade activities, in which the operating costs almost doubled, compared to the same period in 2005. Another significant growth factor was related to domestic interconnection services (the fee paid to the network owner for calls made by EMT customers to his network) and roaming fees. The increase in personnel costs also affected the growth of operating costs. As mentioned in the case of Elion, the salaries in Estonia as a whole have increased, as they have at EMT.

In the second quarter of 2006, EMT Group EBITDA remained at the same level as in the second quarter of 2005, reaching 331 million kroons (second quarter 2005: 334 million kroons). The EBITDA margin has dropped, reaching 37.5% this year (second quarter 2005: 44.3%). The decrease in the margin resulted from changes in the Group's revenue structure. During the year, the relative importance of activities with lower margins, primarily retail trade, has increased in the Group's total revenues.

EMT Group's depreciation diminished by 27% compared to the second quarter of 2005, reaching 63 million kroons (second quarter 2005: 87 million kroons). Starting in May, new depreciation rates are being applied in the EMT Group, the impact of which on depreciation is approximately -5 million kroons per month. The operating profit of the EMT Group grew by 8% compared to the second quarter of 2005, reaching 268 million kroons (second quarter 2005: 247 million kroons). In the second quarter, the Group earned financial revenues (net) of 6 million kroons (second quarter 2005: 3 million kroons).

In June of 2006, AS EMT paid the parent company, AS Eesti Telekom, 850 million kroons in dividends. Compared to 2005, the amount of dividends increased by 150 million kroons and in connection with this, despite the lower tax rate, the amount of income tax to be paid on the dividends also increased, reaching 254 million kroons this year (second quarter 2005: 221 million kroons). In the second quarter, the EMT Group earned a net profit of 20 million kroons (second quarter 2005: 30 million kroons).

During the second quarter, the EMT Group invested 45 (acquisition of Serenda Invest OÜ not includede) million kroons (second quarter 2005: 37 million kroons). The most important area of investment was the expansion of coverage areas for new mobile technologies. On April 25, EMT launched 3.5G services in Tallinn. This was the second HSDPA network in the Nordic countries and the first in Estonia. On June 2, the service also reached Tartu, and on June 12, the service arrived in the summer capital, Pärnu.

The six-month net sales for the EMT Group were 1,637 million knoons, increasing by 12% compared to 2005 (6 months of 2005: 1,465 million knoons). The main portion of the additional sales revenues have been



received from retail trade, connection fees, and local calls, as well as mobile Internet. The six-month operating costs for the Group were 997 million kroons, increasing 20% compared to 2005 (6 months of 2005: 831 million kroons). The EBITDA for the first half of the year remained at the 2005 level, reaching 639 million kroons (6 months of 2005: 635 million kroons). The depreciation for the EMT Group in the first half of the year was 142 million kroons diminishing by 19% compared to the first half of 2005 (6 months of 2005: 174 million kroons). The six-month net profit for the EMT Group was 252 million kroons, which was 3% more than in 2005 (6 months of 2005: 245 million kroons). This year, the Group has invested 106 million kroons (6 months of 2005: 49 million kroons).

At the end of June 2006, 546 people were employed by the EMT Group (June 2005: 509; December 2005: 507).

## AS EMT was declared an undertaking with significant market power

On 23 March 2006, the Estonian National Communications Board notified AS EMT of its decision to declare it an undertaking with significant power in the market of voice call termination on mobile networks. The Communications Board also declared the remaining two communications companies operating mobile communications networks—Elisa Mobiilsideteenused AS and Tele2 Eesti AS—as undertakings with significant power in the market of voice call termination on mobile networks. In addition, the Communications Board established a transparency obligation, non-discrimination obligation, accessibility obligation, and an obligation for price controls and cost accounting.

According to the decision, the companies that have been declared undertakings with significant market power were to perform these obligations starting on July 1, 2006.

On April 21, both Tele2 and Elisa filed a complaint in the Tallinn Administrative Court, in which they applied to have the aforementioned decision related to undertaking with significant market power partially (Tele2) or entirely (Elisa) annulled, along with a preliminary application for legal protection. On May 8, the Tallinn Administrative Court suspended the validity of the decision in the part relevant to Elisa and the part relevant to the obligations established for Tele2.

Pursuant to EMT's application, the Communications Board also suspended the validity of the obligation for price controls and cost accounting for EMT, because the enforcement of the Communications Board decision only on the part of EMT would cause discriminatory treatment and the distortion of competition. In connection with the partial suspension of the Communications Board decision, the obligation to reduce termination fees to a maximum of 2.05 kroons by July 1 does not apply to any mobile operator.

The partial and temporary suspension of the Communications Board's declaration of EMT as undertaking with significant market power will continue while the validity of the Communications Board decision is suspended by the application of preliminary legal protection for Elisa and/or Tele2.



## The ownership structure of AS Eesti Telekom

In the second quarter of 2006, there were no significant changes among the shareholders of AS Eesti Telekom. As of 30 June 2006, the largest shareholder continued to be Baltic Tele AS (a company owned 100% by TeliaSonera), whose participation in AS Eesti Telekom did not change during the quarter.

	Number of	Participation
	securities	
Baltic Tele AB	74,102,079	53.7149%
Ministry of Finance / State Treasury	37,485,100	27.1721%
Deutsche Bank Trust Company	13,594,215	9.8541%
Skandinaviska Enskilda Banken AB clients	2,458,043	1.7818%
ING Luxembourg S.A.	1,461,330	1.0593%
Danske Bank clients	819,063	0.5937%
Morgan Stanley Co International Equity clients	709,400	0.5142%
Bank Austria Creditanstalt AG clients	532,526	0.3860%
Trigon Central and Eastern European Fund	509,658	0.3694%
Clearstream Banking Luxembourg clients	465,587	0.3375%

The Estonian Ministry of Economics and Communication has prepared a draft according to which 3% of the AS Eesti Telekom shares that are currently owned by the state will be transferred to the Estonian Development Fund. The Fund would be able to use the resources received from the sale of the shares or dividends for investment activities. The approval of the Riigikogu is necessary to implement the project.

## Shareholders' general meeting

The AS Eesti Telekom shareholders' general meeting that took place on 18 May 2006 confirmed the company's annual report for 2005 and the proposal for the distribution of dividends. The company's shareholders decided to pay a dividend of 9.00 euros per share. In total, it was decided to distribute 1,242 million kroons in dividends. The list of those receiving dividends was fixed as of 2 June 2006 at 8 am. The dividends were paid to the shareholders on 16 June 2006.

The shareholders' general meeting decided to allow AS Eesti Telekom to acquire AS Eesti Telekom shares during one year (i.e. until 18 May 2007), if the nominal value of the shares owned by AS Eesti Telekom does not exceed the limit prescribed by the law and the amount paid for the shares is not greater than the highest price paid on the Tallinn Stock Exchange for AS Eesti Telekom shares on the day of the acquisition. The number of shares to be acquired is to be determined by a resolution of the AS Eesti Telekom Supervisory Board before each purchase transaction.

A seven-member Supervisory Board of AS Eesti Telekom was again elected. The Supervisory Board members elected were Bengt Andersson, Erik Hallberg, Heido Vitsur, Tarmo Porgand, Hans Tuvehjelm, Mats Salomonsson, and Aare Tark. Erik Hallberg was chosen as Chairman of the Supervisory Board at the meeting of the AS Eesti Telekom Supervisory Board on May 30.

AS PricewaterhouseCoopers, which was the company's auditor during the last financial year, was chosen as AS Eesti Telekom's auditor in 2006.

#### **Definitions**

**Net debt**—Long- and short-term debt, less cash and cash equivalents and short-term investments

**ROA** – **Return on Assets**—Net profit for the rolling four quarters, expressed as percentage of average total assets

ROE - Return on Equity—Pre-tax profit for rolling four quarters, expressed as percentage of average equity



# CONSOLIDATED QUARTERLY DATA In million of Estonian kroons (EEK)

	Q2 05	Q3 05	Q4 05	Q1 06	Q2 06
Sales	1,244 .5	1,294 .0	1,394 .1	1 ,322 .5	1,420.0
OPEX	(693 .3)	(722 .9)	(894 .7)	(810.1)	(888.1)
Other revenue/expenses, net	1 .2	(0.8)	(0.5)	3 .8	44.7
EBITDA	552 .4	570 .3	498 .9	516.2	576.6
Depreciation and amortisation	(185.1)	(179.6)	(197 .8)	(169 .8)	(133.1)
EBIT	367.3	390.7	301 .1	346 .4	443.4
Income / expenses from associates	(0.9)	(1.6)	(0.1)	(0.1)	(0.9)
Other net financing items	13.,9	8.8	12.6	15.,1	17.1
Profit before tax	380 .3	397 .9	313 .6	361 .4	462.2
Income tax on dividends	(348 .5)	0.0	0.0	0.0	(373.4)
Net profit for the period	31 .8	397 .9	313 .6	361 .4	88.8
Minority interest	0.0	0.0	(0.2)	0.0	0.0
EBITDA margin, %	44 .4%	44 .1%	35 .8%	39 .0%	40.6%
EBIT margin, %	29 .5%	30 .2%	21 .6%	26 .2%	31.2%
Net margin, %	2 .6%	30 .8%	22 .5%	27 .3%	6.3%
Total assets	4,130 .5	4,195 .4	4,659 .5	4,892 .5	4,252.4
- Non-current assets	1,969.2	1,937 .1	2,047 .7	2,014 .4	2,148.1
<ul><li>Current assets</li><li>Cash and cash equivalents and short-</li></ul>	2,161.4	2,258 .3	2,611 .8	2,878 .1	2,104.3
term investments	1,281.8	1,356 .4	1,672 .2	1,956 .1	1,085.7
Equity and liabilities	4,130.5	4,195 .4	4,659 .5	4,892 .5	4,252.4
- Equity	3,327.9	3,725 .9	4,040 .5	4,401 .9	3,249.6
- Non-current liabilities	1.0	13 .2	5.8	9.8	14.7
- Interest-bearing borrowings	1.0	6.0	5 .8	3 .9	4.6
- Current liabilities	790.3	456 .3	597.6	482 .9	975.2
- Interest-bearing borrowings	2 .8	2.8	3 .2	1 .8	3.0



# II QUARTER CONSOLIDATED INCOME STATEMENT

	Notes	II Quarter 2006	II Quarter 2005 Restated
Net sales	2.1 (a)	1,419,992	1,244,512
Cost of production	2.1 (a)	(609,074)	(632,130)
Gross profit Sales, administrative, and research & development		810,918	612,382
expenses	2.1 (a)	(412,180)	(246,269)
Other operating revenues and expenses	2.1 (a)	44,697	1,190
Operating profit		443,435	367,303
Net income / (expenses) from associated companies	2.1 (a)	1,629	(856)
Other net financial items	2.1 (a)	17,141	13,920
Profit before tax Income tax on dividends		<b>462,205</b> (373,377)	<b>380,367</b> (348,517)
Net profit for the period	2.1 (a)	88,828	31,850
Attributable to:			
Equity holders of the parent	2.1 (a)	88,828	31,850
Minority interest	2.1 (a)	-	<u>-</u>
		88,828	31,850
Earnings per share for profit attributable to the equity holders of the parent during the reporting period (expressed in EEK per share)	8 (d)		
Basic earnings per share		0.64	0.23
Diluted earnings per share		0.64	0.23
EBITDA	2.1 (a)	576,561	552,435
Depreciation, amortization and write-downs	2.1 (a)	(133,126)	(185,132)



# I HALF YEAR CONSOLIDATED INCOME STATEMENT

	Notes	I HY 2006	I HY 2005 Restated	2005 Restated
Net sales	2.1 (b), 2.3	2,742,445	2,461,816	5,149,937
Cost of production	2.1 (b)	(1,225,391)	(1,253,847)	(2,418,858)
Gross profit		1,517,054	1,207,969	2,731,079
Sales, administrative, and research &				
development expenses	2.1 (b)	(775,754)	(511,289)	(1,341,282)
Other operating revenues and expenses	2.1 (b)	48,482	(108)	(1,379)
Operating profit		789,782	696,572	1,388,418
Net income / (expenses) from associated				
companies	2.1 (b)	1,539	2,117	452
Other net financial items	2.1 (b)	32,284	25,815	47,225
Profit before tax		823,605	724,504	1,436,095
Income tax on dividends		(373,377)	(348,517)	(348,517)
Net profit for the period	2.1 (b)	450,228	375,987	1,087,578
Attributable to:				
Equity holders of the parent	2.1 (b)	450,228	375,987	1,087,416
Minority interest	2.1 (b)	-	-	162
		450,228	375,987	1,087,578
Earnings per share for profit attributable to the equity holders of the parent during the reporting period (expressed in EEK per share)	8 (d)			
Basic earnings per share		3.26	2.73	7.88
Diluted earnings per share		3.26	2.73	7.88
EBITDA	2.1 (b)	1,092,673	1,071,911	2,141,159
Depreciation, amortization and write-downs	2.1 (b)	(302,891)	(375,339)	(752,741)



# CONSOLIDATED BALANCE SHEET

Intangible fixed assets   2.2, 3   201,348   166,688   88.   Investments in associates   2.2, 6   3,122   2,951   200, other financial fixed assets   2.2   53,323   44,194   26.4     Total non-current assets   2.2   53,323   44,194   26.5     Total non-current assets   7   122,456   86,870   111, other receivables   882,643   836,945   768.5     Short-term investments   501,050   1266,638   664, other cash and cash equivalents   584,676   405,548   617, other cash and cash equivalents   2 090,825   2,596,001   2 161, other cash and cash equivalents   2 2090,825   2,596,001   2 161, other cash and cash equivalents   2 2 2,104,268   2,611,750   2,161, other cash and reserves attributable to equity holders of the parent   8		Notes	30 June 2006	31 December 2005	30 June 2005
Property, plant and equipment Interpretact Interpretact (1988)         2.2, 3         1,890,318         1,833,916         1,833,1           Intengible fixed assets         2.2, 3         201,348         166,688         88.           Investments in associates         2.2, 6         3,122         2,951         20.           Other financial fixed assets         2.2         53,323         44,194         26.           Total non-current assets         2,148,111         2,047,749         1,969,1           Inventories         7         122,456         86,870         111,           Trade and other receivables         882,643         836,945         768.           Short-term investments         501,050         1266,538         664.           Cash and cash equivalents         584,676         405,548         617.           Total         2090,825         2,596,001         2161,5           Assets classified as held-for-sale         13,443         15,749         151,3           Total current assets         2.2         2,104,268         2,611,750         2,161,3           Total current assets         2.2         2,104,268         2,611,750         2,161,3           EQUITY AND LIABILITIES         13,379,545         1,379,545         1,379,54	ASSETS				
Intangible fixed assets         2.2, 3         201,348         166,688         88.           Investments in associates         2.2, 6         3,122         2,951         20.0           Other financial fixed assets         2.2         53,323         44,194         26.           Total non-current assets         2,148,111         2,047,749         1,969,1           Inventories         7         122,456         86,870         111,           Trade and other receivables         882,643         836,945         768.           Short-term investments         501,050         1266,638         664.           Cash and cash equivalents         584,676         405,548         617.           Total         2090,825         2,596,001         2161,388           Assets classified as held-for-sale         13,443         15,749           Total current assets         2.2         2,104,268         2,611,750         2,161,364           Assets classified as held-for-sale         2.2         4,252,379         4,659,499         4,130,3           EQUITY AND LIABILITIES         2.2         4,252,379         4,659,499         4,130,3           Share capital         8         1,379,545         1,379,545         1,379,545         1,379,545	Non-current assets				
Investments in associates	Property, plant and equipment	2.2, 3	1,890,318	1,833,916	1,833,016
Other financial fixed assets         2.2         53,323         44,194         26,3           Total non-current assets         2,148,111         2,047,749         1,969,1           Inventories         7         122,456         86,870         111,           Trade and other receivables         882,643         836,945         768,3           Short-term investments         501,050         1 266,638         664,2           Cash and cash equivalents         584,676         405,548         617,2           Total         2090,825         2,596,001         2 161,3           Assets classified as held-for-sale         13,443         15,749         2 161,3           Total current assets         2.2         2,104,268         2,611,750         2,161,3           TOTAL ASSETS         2.2         4,252,379         4,659,499         4,130,4           EQUITY AND LIABILITIES         2         2,104,268         2,611,750         2,161,3           Share capital and reserves attributable to equity holders of the parent         8         356,018         356,018         356,018         356,018         356,018         356,018         356,018         356,018         356,018         356,018         356,018         356,018         356,018         356,018 <t< td=""><td>Intangible fixed assets</td><td>2.2, 3</td><td>201,348</td><td>166,688</td><td>88,381</td></t<>	Intangible fixed assets	2.2, 3	201,348	166,688	88,381
Total non-current assets	Investments in associates	2.2, 6	3,122	2,951	20,921
Inventories	Other financial fixed assets	2.2	53,323	44,194	26,834
Trade and other receivables         882,643         836,945         768.5           Short-term investments         501,050         1 266,638         664.           Cash and cash equivalents         584,676         405,548         617.           Total         2 909,825         2,596,001         2 161,3           Assets classified as held-for-sale         13,443         15,749         2,161,3           Total current assets         2.2         2,104,268         2,611,750         2,161,3           TOTAL ASSETS         2.2         4,252,379         4,659,499         4,130,3           EQUITY AND LIABILITIES         Capital and reserves attributable to equity holders of the parent         8         8         1,379,545	Total non-current assets		2,148,111	2,047,749	1,969,152
Short-term investments         501,050         1 266,638         664, 664, 664, 675, 664           Cash and cash equivalents         584,676         405,548         617, 617, 617, 617, 617, 617, 617, 617,	Inventories	7	122,456	86,870	111,166
Cash and cash equivalents         584,676         405,548         617;           Total         2090,825         2,596,001         2161,           Assets classified as held-for-sale         13,443         15,749           Total current assets         2.2         2,104,268         2,611,750         2,161,5           TOTAL ASSETS         2.2         4,252,379         4,659,499         4,130,5           EQUITY AND LIABILITIES         8         5         4,579,545         1,379,545 <td< td=""><td>Trade and other receivables</td><td></td><td>882,643</td><td>836,945</td><td>768,209</td></td<>	Trade and other receivables		882,643	836,945	768,209
Total	Short-term investments		501,050	1 266,638	664,440
Assets classified as held-for-sale   13,443   15,749     Total current assets   2.2   2,104,268   2,611,750   2,161,7   TOTAL ASSETS   2.2   4,252,379   4,659,499   4,130,500   EQUITY AND LIABILITIES     Capital and reserves attributable to equity holders of the parent   8   Share capital   356,018   35	Cash and cash equivalents		584,676	405,548	617,568
Total current assets   2.2   2,104,268   2,611,750   2,161,550   2,161,550   2,261,550	Total		2 090,825	2,596,001	2 161,383
TOTAL ASSETS         2.2         4,252,379         4,659,499         4,130,5           EQUITY AND LIABILITIES         Capital and reserves attributable to equity holders of the parent         8         8           Share capital         1,379,545         1,379,44         4,039,337         3,227,94	Assets classified as held-for-sale		13,443	15,749	
EQUITY AND LIABILITIES Capital and reserves attributable to equity holders of the parent Share capital Share capital Share premium Society for the period Statutory legal reserve Society for the period Society holders of the parent Society holders of the pare	Total current assets	2.2	2,104,268	2,611,750	2,161,383
Capital and reserves attributable to equity holders of the parent         8           Share capital         1,379,545         1,379,545         1,379,545           Share premium         356,018         356,018         356,018           Statutory legal reserve         137,955         137,955         137,95           Retained earnings         925,388         1,078,403         1,078,40           Net profit for the period         450,228         1,087,416         375,5           Total capital and reserves attributable to equity holders of the parent         2.2         3,249,134         4,039,337         3,327,5           Minority interest         2.2         466         1,160         1,000         3,327,5           Provisions         9         3,249,600         4,040,497         3,327,5           Provisions         9         9         7,437         7,791         7,7           Other provisions         9         9         5,412         7,821         4,6           Total provisions         2.2         12,849         15,612         11,3           Interest-bearing liabilities         10         1,666         8,946         3,5           Non-interest-bearing liabilities         3,028         3,173         2,7	TOTAL ASSETS	2.2	4,252,379	4,659,499	4,130,535
equity holders of the parent         8           Share capital         1,379,545         1,379,545         1,379,545           Share premium         356,018         356,018         356,018           Statutory legal reserve         137,955         137,955         137,955           Retained earnings         925,388         1,078,403         1,078,403           Net profit for the period         450,228         1,087,416         375,5           Total capital and reserves attributable to equity holders of the parent         2.2         3,249,134         4,039,337         3,327,5           Minority interest         2.2         466         1,160         1,160           Total equity         3,249,600         4,040,497         3,327,5           Provisions         9 (a)         7,437         7,791         7,7           Other provisions for pension         9 (b)         5,412         7,821         4,4           Total provisions         2.2         12,849         15,612         11,3           Interest-bearing liabilities         10         1,4638         5,773         1,4           Cong-term liabilities         3,028         3,173         2,7           Total interest bearing liabilities         7,666         8,946	EQUITY AND LIABILITIES				
Share capital         1,379,545         1,379,545         1,379,545         1,379,545         1,379,545         1,379,545         1,379,545         356,018         357,078         137,955         137	Capital and reserves attributable to				
Share premium       356,018       356,018       356,018         Statutory legal reserve       137,955       137,955       137,955         Retained earnings       925,388       1,078,403       1,078,403         Net profit for the period       450,228       1,087,416       375,775         Total capital and reserves attributable to equity holders of the parent       2.2       3,249,134       4,039,337       3,327,9         Minority interest       2.2       466       1,160 </td <td>equity holders of the parent</td> <td>8</td> <td></td> <td></td> <td></td>	equity holders of the parent	8			
Statutory legal reserve         137,955         137,955         137,955         137,958           Retained earnings         925,388         1,078,403         1,078,403           Net profit for the period         450,228         1,087,416         375,57           Total capital and reserves attributable to equity holders of the parent         2.2         3,249,134         4,039,337         3,327,9           Minority interest         2.2         466         1,160	Share capital		1,379,545	1,379,545	1,379,545
Retained earnings       925,388       1,078,403       1,078,4         Net profit for the period       450,228       1,087,416       375,5         Total capital and reserves attributable to equity holders of the parent       2.2       3,249,134       4,039,337       3,327,5         Minority interest       2.2       466       1,160       1,1	Share premium		356,018	356,018	356,018
Net profit for the period       450,228       1,087,416       375,5         Total capital and reserves attributable to equity holders of the parent       2.2       3,249,134       4,039,337       3,327,5         Minority interest       2.2       466       1,160       3,327,5         Provisions       9 (a)       7,437       7,791       7,5         Other provisions       9 (b)       5,412       7,821       4,6         Total provisions       2.2       12,849       15,612       11,5         Interest-bearing liabilities       10       4,638       5,773       1,6         Long –term liabilities       4,638       5,773       1,6         Short-term liabilities       7,666       8,946       3,7         Non-interest-bearing liabilities       10,079       -       -         Current liabilities       972,185       594,444       787,5         Total non-interest-bearing liabilities       982,264       594,444       787,5         Total liabilities       2.2       989,930       603,390       791,5	Statutory legal reserve		137,955	137,955	137,955
Total capital and reserves attributable to equity holders of the parent         2.2         3,249,134         4,039,337         3,327,5           Minority interest         2.2         466         1,160           Total equity         3,249,600         4,040,497         3,327,5           Provisions           Provisions for pension         9 (a)         7,437         7,791         7,30           Other provisions         9 (b)         5,412         7,821         4,6           Total provisions         2.2         12,849         15,612         11,3           Interest-bearing liabilities         10         4,638         5,773         1,6           Short-term liabilities         3,028         3,173         2,7           Total interest bearing liabilities         7,666         8,946         3,7           Non-interest-bearing liabilities         10,079         -           Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,5	Retained earnings		925,388	1,078,403	1,078,403
equity holders of the parent         2.2         3,249,134         4,039,337         3,327,54           Minority interest         2.2         466         1,160         3,327,54           Total equity         3,249,600         4,040,497         3,327,54           Provisions         9 (a)         7,437         7,791         7,30           Other provisions         9 (b)         5,412         7,821         4,63           Total provisions         2.2         12,849         15,612         11,3           Interest-bearing liabilities         10         10         10           Long -term liabilities         3,028         3,173         2,7           Total interest bearing liabilities         7,666         8,946         3,3           Non-interest-bearing liabilities         10,079         -         -           Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,5	*		450,228	1,087,416	375,987
Minority interest         2.2         466         1,160           Total equity         3,249,600         4,040,497         3,327,9           Provisions         Provisions for pension         9 (a)         7,437         7,791<					
Total equity         3,249,600         4,040,497         3,327,5           Provisions         9 (a)         7,437         7,791         7,30           Other provisions         9 (b)         5,412         7,821         4,40           Total provisions         2.2         12,849         15,612         11,30           Interest-bearing liabilities         10					3,327,908
Provisions         9 (a)         7,437         7,791         7,30           Other provisions         9 (b)         5,412         7,821         4,40           Total provisions         2.2         12,849         15,612         11,30           Interest-bearing liabilities         10         4,638         5,773         1,40           Long -term liabilities         3,028         3,173         2,70           Total interest bearing liabilities         7,666         8,946         3,70           Non-interest-bearing liabilities         10,079         -         -           Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,3	· · · · · · · · · · · · · · · · · · ·	2.2			
Provisions for pension         9 (a)         7,437         7,791         7,3           Other provisions         9 (b)         5,412         7,821         4,6           Total provisions         2.2         12,849         15,612         11,3           Interest-bearing liabilities         10         1	Total equity		3,249,600	4,040,497	3,327,908
Other provisions         9 (b)         5,412         7,821         4,0           Total provisions         2.2         12,849         15,612         11,3           Interest-bearing liabilities         10		0 ( )	<b>7</b> 10 <b>7</b>	<b>5 5</b> 04	<b>5.01</b> 0
Total provisions         2.2         12,849         15,612         11,3           Interest-bearing liabilities         10         10           Long -term liabilities         4,638         5,773         1,4           Short-term liabilities         3,028         3,173         2,7           Total interest bearing liabilities         7,666         8,946         3,7           Non-interest-bearing liabilities         10,079         -         -           Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,3					7,319
Interest-bearing liabilities         10           Long -term liabilities         4,638         5,773         1,6           Short-term liabilities         3,028         3,173         2,7           Total interest bearing liabilities         7,666         8,946         3,7           Non-interest-bearing liabilities         10,079         -         -           Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,3	•				4,024
Long –term liabilities       4,638       5,773       1,         Short-term liabilities       3,028       3,173       2,7         Total interest bearing liabilities       7,666       8,946       3,7         Non-interest-bearing liabilities       10,079       -       -         Current liabilities       972,185       594,444       787,5         Total non-interest-bearing liabilities       982,264       594,444       787,5         Total liabilities       2.2       989,930       603,390       791,3	-		12,849	15,012	11,343
Short-term liabilities         3,028         3,173         2,7           Total interest bearing liabilities         7,666         8,946         3,7           Non-interest-bearing liabilities         10,079         -           Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,3		10	4.629	5 772	1.007
Total interest bearing liabilities         7,666         8,946         3,7           Non-interest-bearing liabilities         10,079         -           Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,3					1,007
Non-interest-bearing liabilities           Long-term liabilities         10,079           Current liabilities         972,185         594,444         787,4           Total non-interest-bearing liabilities         982,264         594,444         787,4           Total liabilities         2.2         989,930         603,390         791,3		_			2,775 <b>3,782</b>
Long-term liabilities       10,079       -         Current liabilities       972,185       594,444       787,5         Total non-interest-bearing liabilities       982,264       594,444       787,5         Total liabilities       2.2       989,930       603,390       791,3	<b>G</b>		7,000	0,240	3,702
Current liabilities         972,185         594,444         787,5           Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,3	_		10.070		
Total non-interest-bearing liabilities         982,264         594,444         787,5           Total liabilities         2.2         989,930         603,390         791,3			,	- 594.444	787,502
Total liabilities 2.2 989,930 603,390 791,3		_			787,502
	G	2.2	· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·	791,284
TOTAL EQUITY AND LIABILITIES 2.2 4 252 379 4,659,499 4 130 5		_			4 130 535



# CONSOLIDATED CASH FLOW STATEMENT

	Notes	I HY 2006	I HY 2005
Operating activities			
Net profit for the period		450,228	375,987
Adjustments for:			
Depreciation, amortisation and impairment of fixed			
and intangible assets	3	302,891	375,339
(Profit) / loss from sales and discards of fixed assets		(44,443)	(3,962)
Net (income) / expenses from associated companies		1,539	(2,117)
Provisions		(2,409)	(647)
Financial items		(4,148)	25,621
Income tax on dividends		373,377	348,493
Miscellaneous non-cash items		(3,135)	4,898
Cash flow before change in working capital		1,073,900	1,123,612
Change in current receivables		(23,965)	(7,710)
Change in inventories		(35,546)	13,217
Change in current liabilities		40,103	(444)
Change in working capital		(19,408)	5,063
Cash flow from operating activities	2.2	1,054,492	1,128,675
<b>Investing activities</b>			
Intangible and tangible fixed assets acquired	3	(356,291)	(187,053)
Intangible and tangible fixed assets divested		48,805	8,801
Shares, participations and operations acquired		(77,898)	(4,944)
Shares, participations and operations divested		10,785	-
Net change in interest-receivables short maturities		760,765	489,300
Loans granted		-	(29,765)
Repayment of loans granted		1,848	565
Cash flow from investing activities	2.2	388,014	276,904
Cash flow before financing activities		1,442,506	1,405,579
Financing activities			
Proceeds from non-convertible debts	10	100	793
Repayment of borrowings	10	-	(2,532)
Repayment of finance lease liabilities	10	(1,103)	(14,765)
Dividends paid	8 (d)	(1,241,591)	(1,103,726)
Cash flow used in financing activities	2.2	(1,242,594)	(1,120,230)
Cash flow for the year	2.2	199,912	285,349
Cash and cash equivalents at beginning of year	2.2	430,393	331,360
Cash flow for the year	2.2	199,912	285,349
Effect of foreign exchange rate changes	2.2	(603)	859
Cash and cash equivalents at end of period	2.2	629,702	617,568



# STATEMENT OF CHANGES IN OWNERS' EQUITY

		Attributable to equity holders of the Company						
	Issued capital	Share premium	Statutory legal reserve	Retained earnings	Net profit for the period	Total		equity
31 December 2004	1,379,545	356,018	137,645	1,188,781	993,568	4,055,557	-	4,055,557
Net profit for the 2004 transferred to retained earnings	-	-	-	993,568	(993,568)	-	-	-
Amounts transferred to reserves	-	-	310	(310)	-	-	-	-
Dividends paid	-	-	-	(1,103,636)	-	(1,103,636)	-	(1,103,636)
Net profit for the period	-	-	-	-	375,987	375,987	-	375,987
30 June 2005	1,379,545	356,018	137,955	1,078,403	375,987	3,327,908	-	3,327,908
31 December 2005	1,379,545	356,018	137,955	1,078,403	1,087,416	4,039,337	1,160	4,040,497
Net profit for the 2005 transferred to retained earnings	-	-	-	1,087,416	(1,087,416)	-	-	-
Dividends paid	-	-	-	(1,241,591)	-	(1,241,591)	-	(1,241,591)
Minority interest arising on business combinations	-	-	-	1,160	-	1,160	(694)	466
Net profit for the period	-	-	-	-	450,228	450,228	-	450,228
30 June 2006	1,379,545	356,018	137,955	925,388	450,228	3,249,134	466	3,249,600



## NOTES TO THE FINANCIAL STATEMENTS

# 1. Accounting policies and measurement basis used in preparation of interim financial statements

The consolidated interim financial statements for the first half year period ending 30 June 2006 are prepared in accordance with the International Financial Accounting Standards, as adopted by the European Union, includes IAS 34. In all material respects, the same accounting principles have been followed as in the preparation of financial statements for 2005.

The functional currency of AS Eesti Telekom is Estonian kroon (EEK). The financial statements are presented in thousand of Estonian kroons (EEK), unless indicated otherwise.

The financial statements are prepared on the historical cost basis except for certain financial instruments that are stated at their fair value.

This consolidated statement is signed by the management board for public disclosure on 19 June 2006.

#### Changes in accounting estimates in 2006

At the beginning of 2006, TeliaSonera introduced new uniform useful life spans for the fixed assets of its 100% subsidiaries. As the result of a thorough analysis, the companies in the Eesti Telekom Group also decided to introduce the depreciation periods suggested by TeliaSonera (with some adjustments based on local peculiarities) in Eesti Telekom, starting on 1 May 2006. However, adjustments in connection with the implementation of new periods were not made in the depreciation that has already been calculated. The remaining useful life spans of existing fixed assets will be adjusted.

The following depreciation rates are used by the Group:

00
ım
ıum
ım
ıum
u n

Freehold land is not depreciated.

The impact of the implementation of new depreciation rates on depreciation of the period was approximately 22 million kroons.

## Changes in the manner of presenting information in 2006

In 2006, the manner of presentation for the Group's income statement changed. The current itemization of operating expenses, which was based on the nature of the expenses, is changed to the itemization of operating expenses based on the function of the expenses in the company. This decision is made in connection with the fact that the new itemization of expenses will provide the user of the statement a better overview of the cost of different functions and how results of economic development are created in the company.

Changes were also made for the manner of presenting the balance sheet and cash flow statement.

In the opinion of the Company's Management Board, the financial statements give a true and fair view of the financial position of the Company.

These financial statements are not audited.



## NOTES TO THE FINANCIAL STATEMENTS

## 2. Segment information

Three major segments, fixed line, mobile telecommunication and other activities, are distinguished in the consolidated financial statements.

*Fixed network telecommunications* – this segment operates the national telecommunications network, with providing fixed telecommunication services and related value-added-services as well as provision of production, marketing and sales related services. The companies belonging to this business segment are Elion Enterprises AS, AS Elion Esindus, AS EsData, AS MicroLink, AS MicroLink Eesti and Viru Net OÜ.

*Mobile telecommunications* – this segment operates mobile networks and systems, and deals with the producing, marketing, and selling of services related thereto. The companies belonging to this business segment are AS EMT, AS EMT Esindused, AS Mobile Wholesale and Serenda Investment OÜ.

Other activities – this segment covers the activities of the parent company AS Eesti Telekom.

Segment turnover represent inter-company income and expenses of the three above-mentioned segments. The inter-company turnovers between the companies belonging to the same segment are eliminated in this report.

All assets of AS Eesti Telekom Group are located in Estonia.



# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT NOTES TO THE FINANCIAL STATEMENTS

## 2.1 Primary reporting format – business segments

## *a)* Results of the II Quarter 2006 / 2005 In thousands of Estonian kroons (EEK)

	Fixed net		Mobi		Other oper	ations	Elimina	ntions	Consolid	lated
	Q1I 2006	Q1I 2005 Restated	Q1I 2006	Q1I 2005 Restated	Q1I 2006	Q1I 2005 Restated	Q1I 2006	Q1I 2005 Restated	Q1I 2006	Q1I 2005 Restated
Net sales	652,734	570,471	767,258	674,041	-	-	-	-	1,419,992	1,244,512
Inter-segment net sales	58,388	46,109	115,337	79,725	-	-	(173,725)	(125,834)	-	-
Costs of production	(244,602)	(296,893)	(364,472)	(335,280)	-	-	-	43	(609,074)	(632,130)
Inter-segment costs of production	(61,716)	(76,902)	(42,965)	(38,495)	-	-	104,681	115,397	-	_
Gross profit	404,804	242,785	475,158	379,991	-	-	(69,044)	(10,394)	810,918	612,382
Sales, administrative, and research & development expenses Inter-segment sales, administrative, and research & development	(213,023)	(117,406)	(193,182)	(124,642)	(5,975)	(4,221)	-	-	(412,180)	(246,269)
expenses	(54,032)	(2,814)	(15,323)	(7,536)	(106)	(87)	69,461	10,437	-	-
Other operating revenues and										
expenses	43,741	2,699	, 375	(671)	(2)	(838)	(417)	-	44,697	1,190
Operating profit / (loss)	181,490	125,264	268,028	247,142	(6,083)	(5,146)	-	43	443,435	367,303
Net income / (expenses) from subsidiaries and associated companies Other net financing items	571 6,630	(649) 6,689	1,058 4,717	(207) 3 625	1,250,000 4,417	1,100,000 3,606	(1,250,000) 1,377	(1,100,000)	1,629 17,141	(856) 13,920
Profit before tax	· · · · · · · · · · · · · · · · · · ·	•						(1.000.057)	•	
	188,691	131,304	273,803	250,560	1,248,334	1,098,460	(1,248,623)	(1,099,957)	462,205	380,367
Income tax on dividends	(119,481)	(126,316)	(253,896)	(221,053)	-	(1,148)	-	-	(373,377)	(348,517)
Net profit for the period	69,210	4,988	19,907	29,507	1,248,334	1,097,312	(1,248,623)	(1,099,957)	88,828	31,850
Attributable to:										
Equity holders of the parent	69,210	4,988	19,907	29,507	1,248,334	1,097,312	(1,248,623)	(1,099,957)	88,828	31,850
Minority interest	-	-	-	-	-	-	-	-	-	-
•	69,210	4,988	19,907	29,507	1,248,334	1,097,312	(1,248,623)	(1,099,957)	88,828	31,850
EBITDA Depreciation, amortization and write-	251,544	223,734	331,087	333,817	(6,070)	(5,116)	-	-	576,561	552,435
downs	(70,054)	(98,470)	(63,059)	(86,675)	(13)	(30)	-	43	(133,126)	(185,132)



# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT NOTES TO THE FINANCIAL STATEMENTS

## **b)** Results of the I Half Year 2006 / 2005 In thousands of Estonian kroons (EEK)

	Fixed ne		Mob		Other oper	rations	Elimina	ations	Consolie	dated
	I HY 2006	I HY 2005 Restated	I HY 2006	I HY 2005 Restated	I HY 2006	I HY 2005 Restated	I HY 2006	I HY 2005 Restated	I HY 2006	I HY 2005 Restated
Net sales	1,292,755	1,152,083	1,449,690	1,309,733	_	-	_	-	2,742,445	2,461,816
Inter-segment net sales	99,015	8, 924	186,903	157,558	-	-	(285,918)	(245,482)	-	-
Costs of production	(516,111)	(601,713)	(709,280)	(652,219)	-	-	-	85	(1,225,391)	(1,253,847)
Inter-segment costs of production	(109,255)	(154,550)	(77,768)	(75,065)	-	-	187,023	229,615	-	-
Gross profit	766,404	483,744	849,545	740,007	-	-	(98,895)	(15,782)	1,517,054	1,207,969
Sales, administrative, and research & development expenses Inter-segment sales, administrative, and research & development	(428,958)	(238,171)	(334,821)	(265,101)	(11,975)	(8 017)	-	-	(775,754)	(511,289)
expenses	(78,467)	(2,986)	(21,047)	(12,694)	(220)	(187)	99,734	15,867	_	_
Other operating revenues and	( -, -,	( ) /	( ,- ',	( , ,		( /	,	7,22		
expenses	45,393	2,011	3,930	(1,235)	(2)	(884)	(839)	-	48,482	(108)
Operating profit / (loss)	304,372	244,598	497,607	460,977	(12,197)	(9 088)	-	85	789,782	696,572
Net income / (expenses) from subsidiaries and associated companies	1,382	2,843	157	(726)	1,250,000	1 100 000	(1,250,000)	(1,100,000)	1,539	2,117
Other net financing items	15,226	12,389	8,530	6,221	8 528	7 205	-	_	32,284	25,815
Profit before tax	320,980	259,830	506,294	466,472	1 246 331	1 098 117	(1,250,000)	(1,099,915)	823,605	724,504
Income tax on dividends	(119,481)	(126,316)	(253,896)	(221,053)	-	(1 148)	-	-	(373,377)	(348,517)
Net profit for the period	201,499	133,514	252,398	245,419	1 246 331	1 096 969	(1,250,000)	(1,099,915)	450,228	375,987
Attributable to:     Equity holders of the parent     Minority interest	201,499	133,514	252,398	245,419	1 246 331	1 096 969	(1,250,000)	(1,099,915)	450,228	375,987
	201,499	133,514	252,398	245,419	1 246 331	1 096 969	(1,250,000)	(1,099,915)	450,228	375,987
<b>EBITDA</b> Depreciation, amortization and write-	465,415	445,570	639,430	635,345	(12 172)	(9 004)	-	-	1,092,673	1,071,911
downs	(161,043)	(200,972)	(141,823)	(174,368)	(25)	(84)	-	85	(302,891)	(375,339)



# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT NOTES TO THE FINANCIAL STATEMENTS

# **Other information by business segments** In thousands of Estonian kroons (EEK)

	Fixed network telecommunications  Mobile telecommunications		Other ope	Other operations Elimination			tions Consolidated			
_	I HY 30 June 2006	I HY 30 June 2005	I HY 30 June 2006	I HY 30 June 2005	I HY 30 June 2006	I HY 30 June 2005	I HY 30 June 2006	I HY 30 June 2005	I HY 30 June 2006	I HY 30 June 2005
Non-current assets (except investments in subsidiaries and associates)	1,331,083	1,081,026	813,635	863,156	271	4,388	_	(339)	2,144,989	1,948,231
Investments in subsidiaries and associates	933	18,991	2,189	1,930	1,317,383	1,317,383	(1,317,383)	(1,317,383)	3,122	20,921
Current assets	904,569	902,382	782,047	730,858	648,207	647,246	(230,555)	(119,103)	2,104,268	2,161,383
Total assets	2,236,585	2,002,399	1,597,871	1,595,944	1,965,861	1,969,017	(1,547,938)	(1,436,825)	4,252,379	4,130,535
Equity attributable to equity holders of the parent	1,689,254	1,635,761	955,167	1,088,750	1,922,096	1,921,119	(1,317,383)	(1,317,722)	3,249,134	3,327,908
Minority interest	-	-	466	-	-	-	-	-	466	-
Provisions	5,412	3,159	5,502	6,368	1,935	1,816	-	-	12,849	11,343
Non-current liabilities	1,132	1,007	13,585	-	-	-	-	-	14,717	1,007
Current liabilities	540,787	362,472	623,151	500,826	41,830	46,082	(230,555)	(119,103)	975,213	790,277
Total equity and liabilities	2,236,585	2,002,399	1,597,871	1,595,944	1,965,861	1,969,017	(1,547,938)	(1,436,825)	4,252,379	4,130,535
Net cash from/ (used in) operating activities	380,362	484,722	634,819	602,284	1,289,311	1,141,989	(1,250,000)	(1,100,320)	1,054,492	1,128,675
Net cash from / (used in) investing activities Net cash from / (used in) financing	(263,726)	(165,190)	(133,957)	(47,143)	655,528	535,155	130,169	(45,918)	388,014	276,904
activities	(272,934)	(409,606)	(847,900)	(753,226)	(1,241,591)	(1,103,636)	1,119,831	1,146,238	(1,242,594)	(1,120,230)
Foreign exchange rate differences	(636)	774	-	(21)	33	106	-	-	(603)	859
Net increase / (decrease) in cash and cash equivalents	(156,934)	(89,300)	(347,038)	(198,106)	703,281	573,614	-	-	199,309	286,208
Capital expenditure	251,907	143,747	146,064	48,696	-	62	-	-	397,971	192,505

## 2.3 Secondary reporting format - geographic segments (in thousand of Estonian kroons (EEK))

The components of revenues by geographic segments are as follows:

	Fixed network telecomn	nunications	Mobile telecomm	unications	Consolidated	
	I HY 2006	I HY 2005	I HY 2006	I HY 2005	I HY 2006	I HY 2005
Revenue from customers in Estonia	1,148,865	1,083,886	1,375,654	280,318	2,524,519	2,364,204
Revenue from customers outside Estonia	143,890	68,197	74,036	29,415	217,926	97,612
	1 292,755	1,152,083	1,449,690	1,309,733	2,742,445	2,461,816

# NOTES TO THE FINANCIAL STATEMENTS

# 3. Tangible and intangible assets

	Tangible assets	Intangible assets
At cost		
At 31 December 2004	8,083,393	231,298
Additions	182,179	10,326
Acquired on business combination	3,242	97
Reclassification	(1,983)	(978)
Disposals and write-offs (-)	(87,397)	(778)
At 30 June 2005	8,179,434	239,965
At 31 December 2005	8,561,655	333,230
Additions	351,094	45,967
Acquired on business combination	910	-
Reclassification	(5,007)	5,056
Reclassification to assets classified as held-for-sale	(14,756)	-
Disposals and write-offs (-)	(123,147)	(448)
At 30 June 2006	8,770,749	383,805
Accumulated depreciation		
At 31 December 2004	6,068,485	140,108
Charge for the period	362,812	12,527
Acquired on acquisition of a subsidiary	1,155	18
Disposals and write-offs (-)	(86,034)	(1,069)
At 30 June 2005	6,346,418	151,584
At 31 December 2005	6,727,739	166,542
Charge for the period	286,517	16,374
Reclassification	(1,258)	(43)
Reclassification to assets classified as held-for-sale	(10,692)	-
Disposals and write-offs (-)	(121,875)	(416)
At 30 June 2006	6,880,431	182,457
Net book value		
At 30 June 2005	1,833,016	88,381
At 30 June 2006	1,890,318	201,348

LEGII ILLERGI

# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT

# NOTES TO THE FINANCIAL STATEMENTS

# 4. Investments in subsidiaries

	Country	Ownership interest		Principal activity	Owner	
	of - incorporation	30 June 2006	31 December 2005	<del>-</del>		
Elion Enterprises AS	Estonia	100%	100%	Network services for operators, data communication and Interne products, voice communication solutions and Internet content services for business and residential customers	AS Eesti Telekom t	
AS Elion Esindus	Estonia	100%	100%	Retail sales of telecommunication products and services	Elion Enterprises AS	
AS EsData	Estonia	100%	100%	Operating and development of data communication, Internet and cable networks, and providing related services; sale, installation and maintenance of equipment related with this activities	t Elion Enterprises AS	
Viru Net OÜ	Estonia	100%	100%	Internet services	Elion Enterprises AS	
AS MicroLink	Estonia	100%	99,72%	Holding Company	Elion Enterprises AS	
AS MicroLink Eesti	Estonia	100%	99,72%	IT services: system integration and infrastructure solutions; software development; ERF and business solutions; data communications and networking; central systems and data centre solutions; systems management and maintenance; end-user PC services and support; full IT outsourcing.	i S	
AS EMT	Estonia	100%	100%	Construction and operating of mobile networks, providing mobile communication services	AS Eesti Telekom	
EMT Esindused AS	Estonia	100%	100%	Retail sales of telecommunication products and services	AS EMT	
AS Mobile Wholesale	Estonia	100%	100%	Wholesale of mobile phones	AS EMT	
Serenda Investment OÜ (Note 5)	Estonia	51%	-	Administration of communication portal based in Estonia internet	AS EMT	

#### LEGII ILLEROM

# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT

## NOTES TO THE FINANCIAL STATEMENTS

## 5. Acquisition of subsidiaries

EMT Ltd, a wholly owned subsidiary of Eesti Telekom Ltd, purchased 51 per cent of the shares of Serenda Invest OÜ. Serenda Investment OÜ owns the brand name Rate and administrates Estonian internet based communication portal Rate.ee.

49% of Serenda Invest OÜ belongs to Rate Solution OÜ, which owner is Andrei Korobeinik, the author and founder of Rate.ee.

Rate.ee is the biggest social network in Estonia, which connects 360,000 registered users. The aim of the acquisition of Serenda Invest OÜ is to provide and expand telecommunication- and multimedia services.

The complete transaction is valued less than 40 million EEK (2.5 million Euros approx.). The amount of investment is not exceeding the limits of planned investments of EMT Ltd.

The effect of the acquisition of subsidiary on goodwill and cash flows in the first half year 2006 was the following (in thousand of kroons (EEK)):

	Acquirer's carrying amount	Fair value
Fixed assets	910	910
Cash and cash equivalents	40	40
Current liabilities	(8)	(8)
Net identifiable assets and liabilities	942	942
Interest owned		51%
Net identifiable assets and liabilities owned		480
Goodwill		38,848
Total consideration	_	(39,328)
Cash and cash equivalents		40
Unpaid in the current year		10,078
Net cash in / (out) flow		(29,210)

#### 6. Investments in associates

	Country of incorporation			Principal activity	Owner	
	_	30 June 2006	31 December 2005	_		
AS Sertifitseerimiskeskus	Estonia	50%	50%	Providing certification and related services	Elion Enterprises AS – 25% AS EMT – 25%	
OÜ Voicecom	Estonia	26%	26%	Designing and providing software for mobile related services	AS EMT	

## 7. Inventories

In the first half year 2006, the value of the inventories was decreased by the total amount of 381 thousand EEK (the first half year 2005: 4,536 thousand EEK) based on the estimated decline of the realisation value below their acquisition cost.

## LEGIT TELEROW

# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT

## NOTES TO THE FINANCIAL STATEMENTS

## 8. Equity

## a) Issued capital

<u> </u>	30 June 2006	31 December 2005
Ordinary shares issued par value 10 EEK per share,		
fully paid	137,954,528	137,954,528

The holders of ordinary shares are entitled to receive dividends as declared by the general meeting, and are entitled to one vote per share at general meetings of the shareholders of the parent company.

Non-monetary contribution has been made for 63,883,178 shares in the total value of 944,271 thousand EEK. Non-monetary contributions have been made in the 1<sup>st</sup> quarter of 1999, in connection with the reconstruction of the AS Eesti Telekom Group. During the reconstruction, the strategic investors in the company, TeliaSonera AB and Sonera OY (presently TeliaSonera AB), exchanged the AS Eesti Telefon (presently Elion Enterprises AS) and AS EMT shares in their possession for AS Eesti Telekom shares. After the reconstruction of the group, all Elion Enterprises AS and AS EMT shares belong to AS Eesti Telekom.

#### b) Re-acquiring of shares

The Annual General Meeting of Shareholders, on 18 May 2006, authorized AS Eesti Telekom to acquire within one year from the adoption of this resolution, i.e. until 18 May 2007 (the same authority, which was obtained from last Annual General Meeting on 18 May 2005, terminated on 18 May 2006), AS Eesti Telekom ordinary shares so that the total of nominal values of own shares held by AS Eesti Telekom would not exceed the limit set by statutory regulations, and that the price payable per share would not exceed the highest price paid for the ordinary shares of AS Eesti Telekom on the Tallinn Stock Exchange on the day of acquiring the shares. AS Eesti Telekom has to pay for the shares from the company's assets in excess of its share capital, capital reserves, and share premium. The amount of shares to be acquired each time shall be determined on each occasion separately by a resolution of AS Eesti Telekom's Supervisory Council. As of 30 June 2006, no shares have been re-acquired by AS Eesti Telekom.

#### c) Reserves

Reserves include:

- Obligatory legal reserve required by the Commercial Code. Subject to the approval of the general
  meeting, the reserve may be used for covering cumulated losses, if the latter cannot be covered with
  other unrestricted equity, and for increasing share capital.
- Share premium the positive difference between the issue price and nominal value of issued shares (issue premium).

#### d) Dividends

Dividends in the total amount of 1,241,591 thousand EEK (2005: 1,103,636 thousand EEK) or 9.00 EEK per ordinary share were disbursed in the first half year 2006 (2005: 8.00 EEK). In I half year 2005 Viru Net OÜ paid dividends debt from year 2004 in the amount 90 thousand EEK.

#### e) Earnings per share

**Basic earnings per share** have been calculated as follows:

<u>II Quarter 2006</u>: EEK 0.64 = 88,828,000: 137,954,528 <u>I Half Year 2006</u>: EEK 3.26 = 450,228,000: 137,954,528

<u>II Quarter 2005</u>: EEK 0.23 = 31,850,000: 137,954,528 I Half Year 2005: EEK 2.73 = 375,987,000: 137,954,528

In view of the fact that the Group had not any dealings with a dilutive effect of earnings per share at the end of the March 2006 and 2005, **diluted earnings per share** equal basic earnings per share.

## NOTES TO THE FINANCIAL STATEMENTS

The following data has been used in the ascertainment of basic and diluted earnings per share:

	2006	2005
Net profit for the II Quarter attributable to equity holders of the		
Company (EEK)	88,828,000	31,850,000
Net profit for the I Half Year attributable to equity holders of the		
Company (EEK)	450,228,000	375,987,000
The average number of ordinary shares for the I Quarter	137,954,528	137,954,528
The average number of ordinary shares for the I Half Year	137,954,528	137,954,528

## f) Share information

AS Eesti Telekom shares are quoted in the main list of the OMX Tallinn Stock Exchange and in the main list of GDR-s on the London Stock Exchange. Each GDR (Global Depositary Receipt) represents three ordinary shares.

The information about the price of an AS Eesti Telekom ordinary share on the OMX Tallinn Stock Exchange is following (EEK):

	I HY 2006	2005	I HY 2005
Ordinary share highest price	131.43	134.56	134.56
Ordinary share lowest price	108.74	111.09	111.09
Ordinary share average price	120.18	122.43	125.04

## 9. Provisions

In thousand of Estonian kroons (EEK)

## a) Retirement benefit obligation

31 December 2005	7,791
Additional provision in the reporting period	79
Decrease of provision in the reporting period	(433)
30 June 2006	7,437
Current portion of retirement benefit obligations (-)	(865)
Non-current portion of retirement benefit obligations	6,572

## b) Current provisions

	Termination benefits	penalties	Compensation of the tolerance of technical	Total
	provision	provision	infrastructure provision	
At 31 December 2005	3,709	2,132	1,980	7,821
Additional provisions	1,300	-	-	1,300
Used provisions during year	(3,709)	-	-	(3,709)
At 30 June 2006	1,300	2,132	1,980	5,412

#### P LEGII ILLEROM

# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT

## NOTES TO THE FINANCIAL STATEMENTS

## 10. Borrowings

In thousand of Estonian kroons (EEK)

	30 June 2006	31 December 2005
Non-current	4,638	5,773
Current	3,028	3,173
	7,666	8,946

The movements in the borrowings can be analyzed as follows:

Opening balance 31 December 2005	8,946
Proceeds from borrowings	100
Repayments of borrowings	(1,103)
Other movements	(277)
Closing balance 30 June 2006	7,666

## 11. Related party transactions

Transactions with related parties are transactions with associates, shareholders, key management, members of the Supervisory Council, their relatives and the companies in which they hold majority interest.

## a) Name and relationship of related party

	Name	Relationship with AS Eesti Telekom Group
3.	Key management, supervisory council and their relatives List of associates is shown in Note 6 Enterprises of TeliaSonera AB Group State Government	Parent company, shareholder

To State Government the telecommunication services were provided. The detailed information of transactions and balances is not available.

## b) Key managements' and supervisory councils' remuneration

The remunerations of key management and supervisory council during the first half year 2006 and 2005 were as follows (in thousand of Estonian kroons (EEK)):

	I HY 2006	I HY 2005
Salaries and other short-term employee benefits	30,485	22,263
Other	172	284
	30,657	22,547

## NOTES TO THE FINANCIAL STATEMENTS

## c) Trading transactions

No impairment has been made in the first half year 2006 and 2005 for the receivables to related parties.

During the first half year 2006 and 2005, group companies entered into the following transactions with related parties (in thousand of Estonian kroons (EEK)):

Shareholders         95,594         95,056           Other sales         96,512         95,713           Associated companies         -         -           Shareholders         -         -           Shareholders         2.7         6.6           Shareholders         27.7         6.6           Shareholders         84,768         70,210           Shareholders         85,045         70,877           Other services purchased         35,045         70,877           Associated companies         1.5         1.1           Shareholders         230         7.7           Shareholders         230         7.7           Associated companies         1.32         132           Financial income         3.2         132           Amount owed by related parties         -         7.8           Amount owed by related parties         4.258         5,122           Shareholders         42,912         51,466           Amount owed to related parties         42,912         51,466           Associated companies         243         5.586           Shareholders         18,124         32,277           Key management and supervisory council		I HY 2006	I HY 2005
Associated companies         918         657           Shareholders         95,594         95,056           Other sales         96,512         95,713           Associated companies         -         9           Shareholders         -         9           Telecommunication services purchased         277         667           Associated companies         277         667           Shareholders         84,768         70,210           Other services purchased         35,045         70,877           Other services purchased         15         11           Shareholders         15         11           Shareholders         230         77           Financial income         32         132           Associated companies         132         132           Financial expenses         3         15           Shareholders         2         15           Amount owed by related parties         4,258         5,122           Associated companies         4,258         5,122           Shareholders         42,912         51,464           Associated companies         42,912         51,464           Associated companies         42,912	Telecommunication services provided		
Shareholders         95,594         95,056           Other sales         95,112         95,713           Associated companies         -         -           Shareholders         -         -           Pelecommunication services purchased         -         -           Associated companies         277         667           Shareholders         84,768         70,210           Shareholders         85,045         70,877           Other services purchased         -         15         11           Associated companies         15         11           Shareholders         230         77           Associated companies         132         132           Financial income         -         78           Associated companies         132         132           Financial expenses         -         78           Shareholders         -         78           Amount owed by related parties         4,258         5,122           Shareholders         42,912         51,466           Associated companies         42,912         51,466           Associated companies         42,912         51,466           Associated companies         42,912<		918	657
Other sales           Associated companies         -         95,713           Shareholders         -         9           Telecommunication services purchased         -         9           Associated companies         277         667           Shareholders         84,768         70,210           Massociated companies         15         11           Shareholders         15         11           Shareholders         230         77           Enancial income         -         245         88           Financial expenses         132         132           Shareholders         -         78           Amount owed by related parties         42,912         51,464           Amount owed to related parties         42,912         51,464           Associated companies         <		95,594	95,056
Other sales           Associated companies         -         9           Shareholders         -         -           Telecommunication services purchased         -         -           Associated companies         277         667           Shareholders         84,768         70,210           Other services purchased         -         85,045         70,877           Other services purchased         15         11           Associated companies         15         11           Shareholders         230         77           Enancial income         -         245         88           Financial expenses         -         182           Shareholders         -         78           Amount owed by related parties         42,912         51,466           Amount owed to related parties         42,912         51,466           Associated companies         42,912         51,466           Associated companies         42,912         51,466           Associated companies         42,912         51,466           Shareholders         18,124         32,277           Key management and supervisory council         4,960         3,281			
Associated companies       -	Other sales	> 0,612	70,110
Shareholders         - <t< td=""><td></td><td>_</td><td>9</td></t<>		_	9
Telecommunication services purchased           Associated companies         277         667           Shareholders         84,768         70,210           85,045         70,877           Other services purchased         35,045         70,877           Associated companies         15         11           Shareholders         230         77           245         88           Financial income         3230         132           Associated companies         132         132           Financial expenses         5         78           Shareholders         4,258         5,122           Amount owed by related parties         4,258         5,122           Shareholders         42,912         51,462           Amount owed to related parties         47,170         56,586           Amount owed to related parties         243         59           Shareholders         18,124         32,277           Key management and supervisory council         4,960         3,281	<u> </u>	_	_
Associated companies       277       667         Shareholders       84,768       70,210         85,045       70,877         Other services purchased         Associated companies       15       11         Shareholders       230       77         245       88         Financial income         Associated companies       132       132         Financial expenses         Shareholders       -       78         Amount owed by related parties       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	Sildenoiders	-	9
Associated companies       277       667         Shareholders       84,768       70,210         85,045       70,877         Other services purchased         Associated companies       15       11         Shareholders       230       77         245       88         Financial income         Associated companies       132       132         Financial expenses         Shareholders       -       78         Amount owed by related parties       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	Telecommunication services purchased		
Shareholders         84,768         70,210           Other services purchased           Associated companies         15         11           Shareholders         230         77           Enancial income         245         88           Associated companies         132         132           Financial expenses         5         78           Shareholders         -         78           Amount owed by related parties         4,258         5,122           Shareholders         42,912         51,464           Amount owed to related parties         42,912         51,464           Amount owed to related parties         42,912         51,464           Associated companies         243         59           Shareholders         18,124         32,277           Key management and supervisory council         4,960         3,281		277	667
Other services purchased         Associated companies       15       11         Shareholders       230       77         Einancial income         Associated companies       132       132         Financial expenses         Shareholders       -       78         Amount owed by related parties         Associated companies       4,258       5,122         Shareholders       42,912       51,464         Amount owed to related parties       47,170       56,586         Amount owed to related parties       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281			
Associated companies       15       11         Shareholders       230       77         245       88         Financial income       32       132         Associated companies       132       132         Financial expenses       -       78         Shareholders       -       78         Amount owed by related parties       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281		· · · · · · · · · · · · · · · · · · ·	70,877
Associated companies       15       11         Shareholders       230       77         245       88         Financial income       32       132         Associated companies       132       132         Financial expenses       -       78         Shareholders       -       78         Amount owed by related parties       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	Other services purchased		
Shareholders         230         77           245         88           Financial income           Associated companies         132         132           Financial expenses           Shareholders         -         78           Amount owed by related parties         4,258         5,122           Shareholders         42,912         51,464           Amount owed to related parties         47,170         56,586           Amount owed to related parties         243         59           Shareholders         18,124         32,277           Key management and supervisory council         4,960         3,281		15	11
245       88         Financial income         Associated companies       132       132         Financial expenses         Shareholders       -       78         Amount owed by related parties       4,258       5,122         Associated companies       42,912       51,464         Amount owed to related parties       47,170       56,586         Amount owed to related parties       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281		230	77
Associated companies       132       132         Financial expenses       5       78         Shareholders       -       78         Amount owed by related parties       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281		245	88
Associated companies       132       132         Financial expenses       5       78         Shareholders       -       78         Amount owed by related parties       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       59         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	Financial income		
Shareholders       -       78         Amount owed by related parties       -       5,122         Associated companies       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       32,277         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	Associated companies	132	132
Shareholders       -       78         Amount owed by related parties       -       5,122         Associated companies       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       32,277         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	Financial expenses		
Associated companies       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       32,277         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	•	<u>-</u>	78
Associated companies       4,258       5,122         Shareholders       42,912       51,464         47,170       56,586         Amount owed to related parties       243       59         Associated companies       243       32,277         Shareholders       18,124       32,277         Key management and supervisory council       4,960       3,281	Amount and by related nartics		
Shareholders         42,912         51,464           47,170         56,586           Amount owed to related parties         243         59           Associated companies         243         59           Shareholders         18,124         32,277           Key management and supervisory council         4,960         3,281		4 258	5 122
Amount owed to related parties         47,170         56,586           Associated companies         243         59           Shareholders         18,124         32,277           Key management and supervisory council         4,960         3,281		· · · · · · · · · · · · · · · · · · ·	
Amount owed to related partiesAssociated companies24359Shareholders18,12432,277Key management and supervisory council4,9603,281	Shareholders	· · · · · · · · · · · · · · · · · · ·	
Associated companies 243 59 Shareholders 18,124 32,277 Key management and supervisory council 4,960 3,281	Amount awad to related parties	17,270	20,200
Shareholders 18,124 32,277 Key management and supervisory council 4,960 3,281		2/13	50
Key management and supervisory council 4,960 3,281			
· · · · · · · · · · · · · · · · · · ·		*	
23 377 35 615	They management and supervisory counter	23,327	35,617

# 12. Contingencies

	30 June 2006	31 December 2005
Key management termination benefits	23,949	21,936
Guaranties to other companies	2,640	2,643
Guarantees to former employees	200	200
	26,789	24,779

LESTI TELEKOWI

# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT

## NOTES TO THE FINANCIAL STATEMENTS

## **Court Actions**

## • Making operator pre-selection possible

On 22 April 2004, the National Communications Board issued a precept to Elion which obligated Elion Enterprises AS to guarantee the possibility of pre-selecting the use of the telephone services of other companies, incl. the transmission of accounting data for free, to the users of its telephone network analogue exchange.

On 20 May 2004, Elion challenged the precept in court, as well as the applying for the suspension the execution of the precept during the period of litigation. The court satisfied Elion's action by suspending the execution of the precept during the period of litigation. On 17 April 2006, the court satisfied Elion's complaint and declared unlawful the precept of the National Communications Board.

## • Action by Elisa Mobiilsideteenused AS claiming supplemental interconnection fees

On 5 December 2005, Elisa Mobiilsideteenused AS filed an action against Elion for unpaid interconnection fees and a penalty thereon totalling 11,784 thousand EEK. According to the justification for the action, Elion applied an incorrect interconnection fee for call termination in the Elisa mobile network. Since there was no interconnection agreement between Elion and Elisa Mobiilsideteenused between 1 January 2005 and 1 August 2005, and therefore there was no agreement on price, then Elion applied the principle of receiving a reasonable price, i.e. such a fee that would include a reasonable profit. The hearing in the given matter will take place on October 2006.

## • Contesting the size of Tele2 Eesti AS interconnection fees

On 28 January 2005, Elion filed an action with the Tallinn Administrative Court, whereby it sought to have the court declare unlawful the act of the National Communications Board whereby the Communications Board deemed the precept made to Tele2 Eesti AS regarding the calculation of interconnection fees to be effected. With its ruling of 4 November 2005, the Tallinn Administrative Court did not satisfy Elion's action. On 2 December 2005, Elion filed an appeal with the Tallinn Circuit Court in which it seeks to have the ruling of the Tallinn Administrative Court annulled. Currently, the date for the Tallinn Circuit Court hearing has not been determined.

## • Estonian National Communications Board precepts to Elion

According to the Estonian National Communications Board, the price systems for Elion Sōbranumber [Friend number] and Kōneaja boonus [Call time bonus] packages contained impermissible discounts. The Communications Board issued two precepts to Elion, and the date for complying with these precepts was 9 May 2005. Elion challenged the precepts in court, as well as the applying for the suspension of the deadline for the performance of the precepts, which the Tallinn Administrative Court and Tallinn Circuit Court did not satisfy. Elion cannot appeal the judgment of the Circuit Court, and therefore Elion had to comply with the precepts. In order to comply with the precepts, Elion partially lowered the interconnection fees and reduced the amount of call time offered under the Kōneaja boonus scheme by 25%. At the same time, Elion considers the Communications Board precepts to be unfair and prejudicial to the consumers' interests, and therefore is continuing litigation in order to restore the original situation. On 12 December, the Tallinn Administrative Court did not satisfy Elion's complaint regarding the precept regarding the Kōneaja boonus system, and Elion appealed the court judgment. The Court has satisfied Elion's application regarding Sōbranumber.

#### LESTI TELEKOM

# AS EESTI TELEKOM CONSOLIDATED II QUARTER AND I HALF YEAR 2006 INTERIM REPORT

## NOTES TO THE FINANCIAL STATEMENTS

# 13. Members of the Management Board and the Supervisory Council of AS Eesti Telekom

**Management Board:** 

Jaan Männik - Chairman of the Management Board Hille Võrk - Member of the Management Board

**Supervisory Council:** 

Erik Halberg - Chairman of the Supervisory Council
Bengt Andersson - Member of the Supervisory Council
Tarmo Porgand - Member of the Supervisory Council
Mats Salomonsson - Member of the Supervisory Council
Aare Tark - Member of the Supervisory Council
Hans Tuvehjelm - Member of the Supervisory Council
Heido Vitsur - Member of the Supervisory Council



# MANAGEMENT BOARD'S CONFIRMATION OF THE FINANCIAL STATEMENTS

The Management Board confirms the correctness and completeness of the consolidated financial statements of AS Eesti Telekom Group for the first half year 2006 as set out on pages 3 to 34.

The Management Board confirms that:

- the accounting principles used in preparing the financial statements are in compliance with the International Financial Reporting Standards as adopted by the European Union;
- 2 the financial statements present a true and fair of the financial position, the results of operations and the cash flows of the Group;
- 3 Group companies are continuing their operations as a going concern.

Name	Position	Signature
Jaan Männik	Chairman of the Board	Mund
Hille Võrk	Member of the Board	8005
Tallinn, 19 July 2006		

34