



a Saudi Joint Stock Company

Interim Financial Statements for the First Quarter 2007

**Interim Financial Statements for the
Three-Month Period Ended March 31, 2007 (Unaudited)**

Saudi Telecom Company
(a Saudi Joint Stock Company)
Index to the Interim Financial Statements for the Three-Month Period Ended March 31,
2007 (Unaudited)

	<u>Page</u>
Review Report	2
Interim Balance Sheet	3
Interim Statement of Income	4
Interim Statement of Cash Flows	5
Notes to the Interim Financial Statements	6 - 21

REVIEW REPORT

To the shareholders
Saudi Telecom Company
(A Saudi Joint Stock Company)
Riyadh, Saudi Arabia

We have reviewed the accompanying interim balance sheet of Saudi Telecom Company (a Saudi Joint Stock Company) as of March 31, 2007 and the related statements of income and cash flows for the three-month period then ended. These interim financial statements are the responsibility of the Company's management and were presented to us with all the information and explanations which we requested.

Our review was a limited review in accordance with the standard of review of interim financial statements issued by the Saudi Organization for Certified Public Accountants. A review consists principally of applying analytical procedures to financial data and making inquiries of persons responsible for financial and accounting matters. Such limited review is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

As mentioned in Note 27, segmental information was not disclosed in the notes to the financial statements as required by generally accepted accounting standards in the Kingdom of Saudi Arabia.

Based on our limited review, except for non-disclosure of the segmental information referred to in the preceding paragraph, we are not aware of any material modifications that should be made to the accompanying interim financial statements for them to be in conformity with generally accepted accounting standards in the Kingdom of Saudi Arabia.

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April 17, 2007
29 Rabie I, 1428H

Saudi Telecom Company
(a Saudi Joint Stock Company)
Interim Balance Sheet as of March 31, 2007 (Unaudited)
(Saudi Riyals in thousands)

	<u>Notes</u>	<u>2007</u>	<u>2006</u>
<u>ASSETS</u>			
Current assets:			
Cash and cash equivalents	3	8,402,923	8,521,015
Short-term investments	4	3,282,500	3,217,000
Accounts receivable, net	5	3,841,208	3,854,689
Inventories, net	6	166,991	173,852
Prepayments and other current assets	7	<u>750,379</u>	<u>556,537</u>
Total current assets		<u>16,444,001</u>	<u>16,323,093</u>
Non-current assets:			
Property, plant and equipment, net	8	30,445,642	30,299,119
Intangible assets	9	722,344	753,750
Investments accounted for under the equity method	10	992,453	916,566
Other investments	11	150,000	100,033
Other non-current assets	12	<u>789,380</u>	<u>545,401</u>
Total non-current assets		<u>33,099,819</u>	<u>32,614,869</u>
Total assets		<u>49,543,820</u>	<u>48,937,962</u>
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>			
Current liabilities:			
Accounts payable	13	2,460,039	2,588,184
Dividends payable	14	3,047,217	103,028
Other payables	15	2,627,625	2,363,484
Accrued expenses	16	3,727,378	3,883,541
Deferred revenue - current		<u>1,381,252</u>	<u>1,261,075</u>
Total current liabilities		<u>13,243,511</u>	<u>10,199,312</u>
Non-current liabilities:			
Deferred revenue		573,011	793,201
Employees' end of service benefits	17	<u>1,850,445</u>	<u>1,675,305</u>
Total non-current liabilities		<u>2,423,456</u>	<u>2,468,506</u>
Total liabilities		<u>15,666,967</u>	<u>12,667,818</u>
Shareholders' equity:			
Authorized, issued and outstanding shares	18	20,000,000	15,000,000
Statutory reserve	19	6,090,376	4,880,039
Retained earnings		7,786,477	16,393,447
Unrealized loss on other investments	11	<u>-</u>	<u>(3,342)</u>
Total shareholders' equity		<u>33,876,853</u>	<u>36,270,144</u>
Total liabilities and shareholders' equity		<u>49,543,820</u>	<u>48,937,962</u>

The accompanying notes from 1 to 31 form an integral part of these interim financial statements.

Saudi Telecom Company
(a Saudi Joint Stock Company)
Interim Statement of Income for the Three-Month Period Ended March 31, 2007
(Unaudited)
(Saudi Riyals in thousands)

	<u>Notes</u>	<u>2007</u>	<u>2006</u>
Operating Revenues			
Wireless		5,919,115	6,241,603
Wireline		<u>2,400,940</u>	<u>2,273,511</u>
Total operating revenues	20	<u>8,320,055</u>	<u>8,515,114</u>
Operating Expenses			
Government charges	21	(1,179,983)	(1,208,624)
Access charges		(1,090,740)	(923,088)
Employee costs	22	(1,103,150)	(1,102,622)
Depreciation and amortization	8, 9	(922,877)	(905,647)
Administrative and marketing expenses	23	(623,788)	(552,462)
Repairs and maintenance		<u>(479,160)</u>	<u>(356,873)</u>
Total operating expenses		<u>(5,399,698)</u>	<u>(5,049,316)</u>
Operating Income		<u>2,920,357</u>	<u>3,465,798</u>
Other Income and Expenses			
Cost of manpower improvement program		(125,000)	(125,000)
Commissions	3, 4, 11	109,646	126,650
Earnings from investments accounted for under the equity method		2,327	24,562
Other, net	24	<u>(45,580)</u>	<u>5,215</u>
Other income and expenses, net		<u>(58,607)</u>	<u>31,427</u>
Net Income before Zakat		2,861,750	3,497,225
Provision for Zakat		<u>(142,578)</u>	<u>(82,518)</u>
Net Income		<u>2,719,172</u>	<u>3,414,707</u>
Earnings per share in Saudi Riyals	18	<u>1.36</u>	<u>1.71</u>

The accompanying notes from 1 to 31 form an integral part of these interim financial statements.

Saudi Telecom Company
(a Saudi Joint Stock Company)
Interim Statement of Cash Flows for the Three-Month Period Ended March 31, 2007
(Unaudited)
(Saudi Riyals in thousands)

	<u>2007</u>	<u>2006</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	2,719,172	3,414,707
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	922,877	905,647
Doubtful debts expense	41,117	46,332
Earnings from investments accounted for under the equity method	(2,327)	(24,562)
Losses on removal of investment in New ICO	3,375	-
Losses on sale/ disposal of property, plant and equipment	1,199	-
Changes in:		
Accounts receivable	56,314	(277,387)
Inventories	(17,291)	(20,564)
Prepayments and other current assets	15,243	(83,136)
Other non-current assets	(30,197)	(30,046)
Accounts payable	500,102	(17,791)
Other payables	272,410	227,988
Accrued expenses	(21,899)	706,807
Deferred revenue	(63,334)	(96,169)
Employees' end of service benefits	30,043	62,765
Net cash provided by operating activities	<u>4,426,804</u>	<u>4,814,591</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital expenditures	(1,231,913)	(672,176)
Short-term investments	2,316,500	478,000
Net cash provided by/ (used in) investing activities	<u>1,084,587</u>	<u>(194,176)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividends paid	(17,789)	(104,221)
Net cash used in financing activities	<u>(17,789)</u>	<u>(104,221)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	5,493,602	4,516,194
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	<u>2,909,321</u>	<u>4,004,821</u>
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<u>8,402,923</u>	<u>8,521,015</u>

The accompanying notes from 1 to 31 form an integral part of these interim financial statements.

Saudi Telecom Company

(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

1 GENERAL

Saudi Telecom Company (the "Company") was established as a Saudi Joint Stock Company pursuant to Royal Decree No. M/35, dated 24 Dhul Hijja 1418 H (April 21, 1998) which authorized the transfer of the telegraph and telephone division of the Ministry of Post, Telegraph and Telephone ("MoPTT") (hereinafter referred to as "Telecom Division") with its various components and technical and administrative facilities to the Company, and in accordance with the Council of Ministers' Resolution No. 213 dated 23 Dhul Hijja 1418 H (April 20, 1998) which approved the Company's Articles of Association (the "Articles"). The Company was wholly owned by the Government of the Kingdom of Saudi Arabia (the "Government"). Pursuant to the Council of Ministers' Resolution No. 171 dated 2 Rajab 1423 H (September 9, 2002), the Government sold 30% of its shares.

The Company commenced its operations as the provider of telecommunications services throughout the Kingdom of Saudi Arabia (the "Kingdom") on 6 Muharram 1419 H (May 2, 1998), and received its Commercial Registration No. 101050269 as a Saudi Joint Stock Company on 4 Rabi Awal 1419 H (June 29, 1998). The Company's head office is located in Riyadh.

The Company provides a range of telecommunications services which includes mobile, fixed local, national and international telephone services, telex, telegraph and data services such as data transmission, leased lines, and internet services.

The Company is the dominant telecommunications services provider within, to and from the Kingdom. In accordance with the Council of Ministers' Resolution No. 171, referred-to above, it was approved that the telecommunications sector be opened for competition by partially liberalizing the mobile and fixed line services. A new GSM operator started its operations in May 2005. During 2003, the Communications and Information Technology Commission ("CITC") issued licenses for Very Small Aperture Terminals (V-SAT), and also issued licenses, during 2004, for the provision of data services.

2 SIGNIFICANT ACCOUNTING POLICIES

The accompanying interim financial statements are prepared in accordance with accounting standards generally accepted in the Kingdom. The significant accounting policies are summarized below:

a) Period of the financial statements

According to the Company's Articles, the Company's financial year begins on January 1 and ends on December 31 of the same year.

The interim financial statements are prepared on the basis of integrated periods, which views each interim period as an integral part of the financial year. Accordingly, revenues, gains, expenses and losses of the period are recognized during the period.

b) Interim results

The results of operations for the interim period may not represent a proper indication of the annual results of operations.

c) Revenue recognition

Revenue is recognized, net of discounts, when services are rendered based on the access to, or usage of, the exchange network and facilities. Usage revenues are based upon fractions of traffic minutes processed, applying rates approved by the CITC.

- Charges billed in advance are deferred and recognized over the period in which the services are rendered.
- Unbilled revenue is recognized in the period to which it relates.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

- Revenue is recognized upon collection when collectability is highly uncertain.
- Non-refundable up-front activation fees received from customers up to the end of the first quarter 2006 were deferred and recognized over the estimated service lives for the customers. Non-refundable up-front activation fees are recognized upon receipt, starting from the second quarter 2006.
- Wireless revenues are composed mainly of mobile, international and national roaming services, while wireline revenues are composed mainly of fixed lines, international settlements, leased circuits, data and internet services.

d) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances with banks and all highly liquid investments with maturity of 90 days or less from the acquisition date. Cash and cash equivalents are stated at cost.

e) Accounts receivable

Accounts receivable are shown at their net realizable values, which represent billings and unbilled usage revenues net of allowances for doubtful debts.

f) Allowance for doubtful debts

The Company reviews its accounts receivable for the purpose of creating the required allowances against doubtful debts. When creating the allowance, consideration is given to the type of service rendered (mobile, land line, telex, international settlements...etc), age of the receivable, the Company's previous experience in debt collection and the general economic situation.

g) Inventories

- Inventories, which are principally cables, spare parts and consumables, are stated at weighted average cost, net of allowances. Inventory items that are considered an integral part of the network assets, such as emergency spares which cannot be removed from the exchange, are recorded within property, plant and equipment. Inventory items held by contractors responsible for upgrading and expanding the network are recorded within 'capital work-in-progress'.
- The Company creates an allowance for obsolete and slow-moving inventories, based on a study of the movement of the major inventory categories. When such an exercise is impractical, the allowance is based on groups or categories of inventory items, taking into consideration the items which may require significant reductions in their values.

h) Property, plant and equipment and depreciation

1. Prior to May 2, 1998, the Telecom Division did not maintain sufficiently detailed historical information to record property, plant and equipment based on historical cost. Consequently all property, plant and equipment transferred by the Telecom Division on May 2, 1998 has been recorded based on a valuation performed by the Company with the assistance of independent international and local valuation experts. The principal bases used for valuation are as follows:

- Land	Appraised value
- Buildings, plant and equipment	Depreciated replacement cost

2. Other than what is mentioned in (1) above, property, plant and equipment acquired by the Company are recorded at historical cost.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

3. Cost of the network comprises all expenditures up to the customer connection point, including contractors' charges, direct materials and labor costs up to the date the relevant assets are placed in service.
4. Property, plant and equipment, excluding land, are depreciated on a straight line basis over the following estimated useful lives:

	<u>Years</u>
Buildings	22 – 30
Telecommunications plant and equipment	5 – 25
Other assets	5

5. Repairs and maintenance costs are expensed as incurred, except to the extent that they increase productivity or extend the useful life of an asset, in which case they are capitalized.
6. The Company reviews periodically its property, plant and equipment to determine whether any of the assets are permanently impaired, whenever events or changes in circumstances indicate that. The amount of impairment is included in the interim statement of income in the period when such determination is made, and property, plant and equipment is reported net.
7. Gains and losses resulting from the disposal/ sale of property, plant and equipment are determined by comparing the proceeds with the book values of disposed-off / sold assets, and the gains or losses are included in the interim statement of income.

i) Intangible assets

Intangible assets are recorded upon acquisition at cost, and are amortized starting from the date of service provisioning on a straight line basis over their useful lives or statutory durations, whichever is shorter. The 3G mobile licence fees are being amortized over twenty years. The Company reviews periodically the intangible assets, on periodical basis, to determine whether they are permanently impaired, whenever events or changes in circumstances indicate that. The amount of impairment, if any, is included in the interim statement of income in the period when such determination is made.

j) Software costs

- Costs of operating systems and application software purchased from vendors are capitalized if they meet the capitalization criteria, which include productivity enhancement or a noticeable increase in the useful life of the asset. These costs are amortized over the estimated period of the provided benefits.
- Internally developed operating systems software costs are capitalized if they meet the capitalization criteria, which include the dedication of a defined internal work group to develop the software and the ability to readily identify related costs. These costs are amortized over the estimated period of the provided benefits.
- Internally developed application software costs are recognized as expense when incurred. Where the costs of operating systems software cannot be identified separately from the associated hardware costs, the operating systems software costs are recorded as part of the hardware.
- Subsequent additions, modifications or upgrades of software programs, whether operating or application packages, are expensed as incurred.
- Software training and data-conversion costs are expensed as incurred.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

k) Investments accounted for under the equity method

The Company accounts for investments in entities in which it has a significant influence under the equity method. Under the equity method, the Company records the investment on acquisition at cost, which is adjusted subsequently by the Company's share in the net income (loss) of the investee, the investee's distributed dividends and any changes in the investee's equity, to reflect the Company's share in the investee's net assets. These investments are reflected in the interim balance sheet as non-current assets, and the Company's share in the net income (loss) of the investee is presented in the interim statement of income.

l) Other investments

- Available for sale marketable securities are carried at fair value, which is based on market value when available. However, if fair value cannot be determined, due to non-availability of an active exchange market or other indexes through which market value can reasonably be determined, cost will be considered as the alternative fair value. Unrealized gains and losses are shown as a separate component within the shareholders' equity in the interim balance sheet. Losses resulting from permanent declines in fair values below costs are recorded in the interim statement of income in the period in which the declines occur.
- Investments held to maturity are recorded at cost and adjusted for amortization of premiums and accretion of discounts, if any. Losses resulting from permanent declines in fair values below costs are recorded in the interim statement of income in the period in which the declines occur.
- Gains and losses resulting from sales of available for sale securities are recorded in the period of sale, and previously recorded unrealized gains and losses are reversed.

m) Zakat

The Company calculates and reports the zakat provision in its financial statements in accordance with Zakat rules and principles, and the instructions of the Department of Zakat and Income Taxes. Adjustments arising from final zakat assessments are recorded in the period in which such assessments are approved.

n) Employees' end of service benefits

The provision for employees' end of service benefits represents amounts due and payable to the employees upon the termination of their contracts, in accordance with the terms and conditions of the Saudi Labor and Workman Law. The provision is calculated on the basis of vested benefits to which the employees are entitled should they leave at the date of the interim balance sheet, using the employees' latest salaries and allowances and years of service in the Company.

o) Foreign currency transactions

- The Company maintains its financial records in Saudi Riyals and records foreign currency transactions at the appropriate rate of exchange prevailing at the date of the transaction.
- Balances of monetary assets and liabilities denominated in foreign currencies of specific amounts are translated using rates of exchange prevailing at the interim balance sheet date.
- Gains and losses arising on the settlement of foreign currency transactions, and unrealized gains and losses resulting from the translation to Saudi Riyals of foreign currency denominated monetary balances are recorded in the interim statement of income.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

p) Government charges

Government charges are the costs incurred for the right to provide the telecommunications services in the Kingdom, including use of the frequency spectrum. Government charges are accrued in the relevant periods.

q) Access charges

Access charges represent the costs to connect to foreign and domestic carriers' networks for calls made by the Company's customers. Access charges are recognized in the periods of relevant calls.

r) Administrative and marketing expenses

Administrative and marketing expenses are expensed as incurred when it is not possible to determine the relevant benefiting periods. Otherwise, they will be charged to the relevant periods.

s) Earnings per share

Earnings per share are calculated by dividing net income for the financial period by the weighted average number of shares outstanding during the period.

3 CASH AND CASH EQUIVALENTS

A part of surplus cash is invested in Murabaha deals with maturity periods of 90 days or less with several local banks. The average rate of commission on these deals during the first quarter 2007 was 4.4% (First quarter 2006: 5.5%). Total commission earned on these deals during the first quarter 2007 was SR 34.8 million (First quarter 2006: SR 63.5 million).

Cash and cash equivalents at the end of the period include balances of collection accounts at various local banks. As per agreements with the banks, funds are to be transferred to the Company's main account on the fourth day of the subsequent month.

At the end of the period, cash and cash equivalents consisted of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Collection accounts	2,025,255	2,374,444
Short-term Murabaha deals	6,316,845	6,010,000
Disbursement accounts	<u>60,823</u>	<u>136,571</u>
	<u>8,402,923</u>	<u>8,521,015</u>

4 SHORT-TERM INVESTMENTS

A portion of the surplus cash is invested in Murabaha deals with maturity periods of more than 90 days. The average rate of commission on these deals during the first quarter 2007 was 5% (First quarter 2006: 5.8%). Total commission earned on these deals during the first quarter 2007 was SR 72.8 million (First quarter 2006: SR 59.8 million).

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

5 ACCOUNTS RECEIVABLE, NET

(a) Accounts receivable consisted of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Billed receivables	2,955,035	2,670,975
Unbilled receivables	<u>1,416,638</u>	<u>1,613,729</u>
	4,371,673	4,284,704
Allowance for doubtful debts	<u>(530,465)</u>	<u>(430,015)</u>
	<u>3,841,208</u>	<u>3,854,689</u>

Movement in the allowance for doubtful debts during the period was as follows:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Balance at January 1	575,440	543,910
Additions (Note 23)	<u>41,117</u>	<u>46,332</u>
	616,557	590,242
Bad debts written-off	<u>(86,092)</u>	<u>(160,227)</u>
Balance at March 31	<u>530,465</u>	<u>430,015</u>

(b) Since inception, the Company recognizes revenues from services rendered to particular customers upon collection where collectability is highly uncertain. The Company is currently pursuing the collection of these revenues. Uncollected billed revenues from such customers for the first quarter 2007 amounted to SR 19 million (First quarter 2006: SR 20 million), with an annual average of SR 207 million for the eight years preceding 2007.

(c) The Company has agreements with foreign and domestic network operators whereby amounts receivable from and payable to the same operator are subject to offsetting. At March 31, 2007 and 2006, the net amounts included in accounts receivable and accounts payable were as follows:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Accounts receivable, net	<u>911,582</u>	<u>666,746</u>
Accounts payable, net	<u>1,229,376</u>	<u>897,401</u>

(d) In accordance with paragraph (7) of the Council of Ministers' Resolution No. 171 referred to in Note (1), the Company settles the amounts due to the Government as government charges against accumulated receivable balances due from Government at the end of the year on usage of the Company's telecom services.

6 INVENTORIES, NET

Movement in inventories during the period was as follows:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Balance at January 1	158,963	153,288
Additions	101,781	141,086
Usage	<u>(83,527)</u>	<u>(109,378)</u>
	177,217	184,996
Inventory allowance	<u>(10,226)</u>	<u>(11,144)</u>
Balance at March 31	<u>166,991</u>	<u>173,852</u>

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Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

7 PREPAYMENTS AND OTHER CURRENT ASSETS

Prepayments and other current assets consisted of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Frequency evacuation project	288,981	221,254
Advances to suppliers	134,564	62,394
Accrued commissions and receivables	119,193	80,975
Deferred costs	63,097	74,397
Prepaid rent	52,499	46,704
Employee housing loans - Current (Refer to Note 12)	40,498	26,250
Prepaid insurance	38,968	40,457
Other	<u>12,579</u>	<u>4,106</u>
	<u>750,379</u>	<u>556,537</u>

The frequency evacuation project, which is agreed upon with official parties, is to evacuate the frequencies used for the benefit of the CITC and to build an alternative network by the Company. The project costs of SR 250 million have been deducted from the balance payable to the Government and reflected under "Other payables", however, the remaining amount will be settled at the end of the project. (Refer to Note 15).

8 PROPERTY, PLANT AND EQUIPMENT, NET

(Thousands of Saudi Riyals)	<u>Land and Buildings</u>	<u>Telecommunications Plant and Equipment</u>	<u>Other Assets</u>	<u>Capital Work In Progress</u>	<u>2007</u>	<u>2006</u>
Gross book value						
At January 1	9,874,611	47,738,132	1,136,081	3,409,323	62,158,147	59,363,727
Additions	3,492	68,046	32,689	1,138,119	1,242,346	672,176
Transfers	153,958	934,552	-	(1,088,510)	-	-
Disposals	-	(10,563)	(9,863)	-	(20,426)	-
At March 31	<u>10,032,061</u>	<u>48,730,167</u>	<u>1,158,907</u>	<u>3,458,932</u>	<u>63,380,067</u>	<u>60,035,903</u>
Accumulated depreciation						
At January 1	4,160,838	27,017,741	861,618	-	32,040,197	28,831,137
Charge	54,882	830,560	28,013	-	913,455	905,647
Disposals	-	(9,365)	(9,862)	-	(19,227)	-
At March 31	<u>4,215,720</u>	<u>27,838,936</u>	<u>879,769</u>	<u>-</u>	<u>32,934,425</u>	<u>29,736,784</u>
Net book value	<u>5,816,341</u>	<u>20,891,231</u>	<u>279,138</u>	<u>3,458,932</u>	<u>30,445,642</u>	<u>30,299,119</u>

(a) Land and buildings above include land of SR 2,299 million as of March 31, 2007 and 2006.

(b) In accordance with the Royal Decree referred to in Note (1), the ownership of assets had been transferred to the Company as of May 2, 1998. However, the transfer of legal ownership of certain land parcels is still in progress. Land parcels for which legal ownership has been transferred into the Company' name amounted to SR 1,621 million as of March 31, 2007. The transfer of the ownership of the remaining land parcels with a value of SR 678 million is still in progress.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

9 INTANGIBLE ASSETS, NET

On 27 Jumada Awal 1426H (July 4, 2005), the CITC granted the Company license to provide the Third Generation (3G) mobile services. The commercial provisioning of this service commenced in June 2006.

Intangible assets consist of the following as of December 31:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Balance at January 1	731,766	753,750
Amortization during the period	<u>(9,422)</u>	<u>-</u>
Net book value at March 31	<u>722,344</u>	<u>753,750</u>

10 INVESTMENTS ACCOUNTED FOR UNDER THE EQUITY METHOD

Investments accounted for under the equity method of accounting consist of the following:

(Thousands of Saudi Riyals)		<u>2007</u>		<u>2006</u>
	<u>Ownership</u>		<u>Ownership</u>	
Arab Satellite Communications Organization ("Arabsat")	36.66%	930,438	36.66%	870,567
Arab Submarine Cables Company Ltd.	44.29%	47,315	42.86%	45,999
Tejari Saudi Arabia	50.00%	<u>14,700</u>		<u>-</u>
		<u>992,453</u>		<u>916,566</u>

Arabsat

This organization is an Arab League institution formed as an independent juristic personality under the agreement signed by Arab League member states in April 1976, and is owned by them.

The Organization aims to provide general and specialized satellite communications services to a large geographic area covering the Middle East, North Africa and Europe.

Arab Submarine Cables Company Ltd.

Arab Submarine Cables Company Ltd. Was established in September 2002 for the purpose of constructing, leasing, managing and operating a submarine cable connecting the Kingdom and the Republic of Sudan for telecommunications between them and any other countries. The operations of the Arab Submarine Cables Company Ltd. started effective June 2003.

Tejari Saudi Arabia

Tejari Saudi Arabia (a limited liability company) was formed in November 2006 for the purpose of establishment, operation and management of electronic markets and platforms, and to provide all services related to e-commerce dealings. The company has not commenced the commercial activities as of March 31, 2007

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

11 OTHER INVESTMENTS

(a) Other investments consist of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Held to maturity:		
Investment in Sabic's Sukuk	150,000	-
Notes	<u>-</u>	<u>100,000</u>
	<u>150,000</u>	<u>100,000</u>
Available for sale – at market value:		
Investment in New ICO	<u>-</u>	<u>33</u>
Total other investments	<u>150,000</u>	<u>100,033</u>

(b) During the first quarter 2007, the Company removed its investment in New ICO from its accounting records, and a loss amounting to SR 3.4 million was incurred.

(c) The Sukuk were acquired from the Saudi Basic Industries Corporation "Sabic" in July 2006 for SR 150 million, with maturity of 5 years up to July 2011, and a commission rate equal to the Saudi Inter-Bank Offered Rate ("SIBOR") plus 0.40%. Commission earned from these Sukuk during the first quarter 2007 amounted to SR 2 million.

(d) Notes issued by a local bank were acquired at the end of 2004 for SR 100 million, with maturity period of seven years up to December 2011 and callable after five years, bearing floating commission rates. Commission earned from these notes during the first quarter 2006 amounted to SR 1.5 million. The notes were sold during the second quarter 2006, and a loss on sale amounting to SR 2.45 million was incurred.

12 OTHER NON-CURRENT ASSETS

Other non-current assets consist of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Employee housing loans	739,200	499,253
Deferred costs	<u>50,180</u>	<u>46,148</u>
	<u>789,380</u>	<u>545,401</u>

During 2005, the Company started granting Employee housing loans, bearing no commission, in accordance with the approved policy. These loans are stated at cost as of March 31, 2007.

13 ACCOUNTS PAYABLE

(a) Accounts payable consist of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Government charges (Refer to Note 5-d)	1,088,659	1,323,959
Outside network operators' settlements	994,034	867,595
Trade	322,913	324,057
Capital expenditures	<u>54,433</u>	<u>72,573</u>
	<u>2,460,039</u>	<u>2,588,184</u>

(b) Certain accounts payable balances are netted against accounts receivable balances related to outside network operators' settlements.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

14 DIVIDENDS PAYABLE

Movement in dividends during the period was as follows:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Balance at January 1	65,006	207,249
Dividends declared for the fourth quarter 2006	<u>3,000,000</u>	<u>-</u>
	3,065,006	207,249
Payments made during the period	<u>(17,789)</u>	<u>(104,221)</u>
Balance at March 31	<u><u>3,047,217</u></u>	<u><u>103,028</u></u>

15 OTHER PAYABLES

Other payables consist of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Suppliers' retentions	931,082	894,716
Provision for Zakat	439,377	366,843
Manpower improvement program	317,621	127,897
Withholding tax provision	309,484	152,853
Settlement of seconded employees' entitlements	282,052	338,635
Frequency evacuation project (Refer to Note 7)	250,000	250,000
Refundable customers' guarantee deposits	44,839	84,784
Other	<u>53,170</u>	<u>147,756</u>
	<u><u>2,627,625</u></u>	<u><u>2,363,484</u></u>

In accordance with the Council of Ministers' Resolution No. 75 dated 5 Rabi Awal 1422 H (May 28, 2001), the Company recognized in the statement of income for 2001 an estimated amount which represented 50% of the total amount for the settlement of the MoPTT seconded employees' pension entitlements.

The Council of Ministers' Resolution No. 198 dated 18 Rajab 1424 H (September 15, 2003) approved the system of exchanging benefits between the Civil and Military Pension System and the Social Insurance System. The estimated amount has been reconciled based on the actual number of employees who choose to terminate their services or settle their pension entitlements, after the concerned parties made their final decision in regard to this issue.

16 ACCRUED EXPENSES

Accrued expenses consist of the following:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Capital expenditures	1,702,560	2,020,087
Employee accruals	1,085,238	1,010,981
Trade	760,310	676,315
Land provision	<u>179,270</u>	<u>176,158</u>
	<u><u>3,727,378</u></u>	<u><u>3,883,541</u></u>

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

17 EMPLOYEES' END OF SERVICE BENEFITS

The movement in employees' end of service benefits during the period was as follows:

(Thousands of Saudi Riyals)	<u>2007</u>	<u>2006</u>
Balance at January 1	1,820,402	1,612,540
Charges (Note 22)	53,141	80,725
Settlements	<u>(23,098)</u>	<u>(17,960)</u>
Balance at March 31	<u>1,850,445</u>	<u>1,675,305</u>

The provision is calculated on the basis of vested benefits to which the employees are entitled should they leave at the balance sheet date, using the employees' latest salaries and allowances and years of service in the Company.

18 SHARE CAPITAL

At March 31, 2007, the Company's capital amounts to SR 20,000 million, divided into 2,000 million fully paid shares at par value of SR 10 each. As of March 31, 2007 and 2006, the Government owned 70% of the Company's shares

At the beginning of year 2006 the capital was SR 15,000 million, divided into 300 million shares, at par value of SR 50 each.

In accordance with the Capital Market Authority's decision No. 4-154-2006 dated 27 Safar 1427 H (March 27, 2006), which was based on the Council of Ministers' resolution concerning the split of joint stock companies' shares on that date, the par value per share was split to become SR 10 instead of SR 50. As a result the number of the Company's shares became 1,500 million.

The Company's General Assembly, in its extraordinary meeting of 13 Rabi Awal 1427 H (April 11, 2006), approved the increase of the Company's share capital from SR 15,000 million to SR 20,000 million through a stock dividend of one bonus share for each three outstanding shares with a total value of SR 5,000 million through a transfer from the retained earnings. Accordingly, the number of shares was increased to 2,000 million shares.

Basic earnings per share were calculated for the 2006 comparatives to retrospectively reflect the effect of the shares increase and split which took place in 2006.

19 STATUTORY RESERVE

10% of annual net income is appropriated as statutory reserve until such reserve equals 50% of paid up share capital. This reserve is not available for distribution to the Company's shareholders. During the first quarter 2007 the Company appropriated an amount of SR 271.9 million (First quarter 2006: SR 341.5 million). The statutory reserve on March 31, 2007 amounted to SR 6,090 million, which represents 30% of share capital (March 31, 2006: SR 4,880 million, which represents 24% of share capital).

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

20 OPERATING REVENUES

Operating revenues consist of the following:

(Thousands of Saudi Riyals)

	<u>2007</u>	<u>2006</u>
Usage charges	6,583,382	6,868,980
Subscription fees	1,316,297	1,228,348
Activation fees	142,091	117,225
Other	<u>278,285</u>	<u>300,561</u>
	<u>8,320,055</u>	<u>8,515,114</u>

The Company entered into a Build-Operate-Transfer (“BOT”) agreement with a local company to provide wireless communications based on the integrated Digital Enhanced Network (iDEN) platform, which has been named “Bravo”. Service provision, which includes communications and digital cellular services, started in July 2005. Revenue from this service has been included in “Other”.

Non-refundable up-front activation fees are recognized as revenue upon receipt starting from the second quarter 2006, and the change had no material effect on the financial results. Such fees currently approximate the actual cost of service activation.

21 GOVERNMENT CHARGES

The Government charges the Company fees in exchange for granting the Company the right to operate and provide Kingdom-wide telecommunications services. These charges are based on net revenue. Net revenue is defined as total operating revenues less access charges as reflected in the statement of income. The Government charges were calculated as follows:

(Thousands of Saudi Riyals)

	<u>2007</u>	<u>2006</u>
Commercial service provisioning	1,039,312	1,101,108
License fees	71,953	73,407
Frequency spectrum	<u>68,718</u>	<u>34,109</u>
	<u>1,179,983</u>	<u>1,208,624</u>

The following illustrates the basis on which the Government charges are calculated:

(a) Commercial Service Provisioning

- The fees for commercial provisioning of all services, except Data, are 15% of net revenue (as defined above). The fees for Data services are 8% of net revenue, applied effective the beginning of 2005.
- The Council of Ministers issued a Resolution in its meeting dated 10 Moharam 1428 H (January 29, 2007) amending the fees for commercial provisioning of landline services to 10%, instead of 15%, effective from 22 Dhul Hijja 1428 H (January 1, 2008).

(b) License Fees

License fees were determined as 1% of net revenue (as defined above).

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

(c) Frequency Spectrum

The fees for usage of the frequency spectrum are calculated in accordance with the pricing list issued by the CITC, the application date of which corresponds to 25 Dhul Quada 1425 H (January 6, 2005). The new method of calculating the fees depends on various factors, the most important of which being the locations and widths of required frequencies, distances covered and technologies applied. The Company reviewed the frequency tables in order to specify its actual requirements and, accordingly, determine the ultimate cost, which resulted in a reduction in the fees recalculated by the Company during 2006. An agreement has been reached on the reconciliation of most amounts due, however, the final frequencies table is being worked upon with the CITC.

22 EMPLOYEE COSTS

Employee costs consist of the following:

(Thousands of Saudi Riyals)

	<u>2007</u>	<u>2006</u>
Salaries and allowances	754,715	710,630
Incentives and rewards	76,326	148,608
Vacations	72,950	34,388
Social insurance	66,852	63,789
End of service benefits	53,141	80,725
Medical insurance	44,146	33,750
Training	18,729	11,899
Other	<u>16,291</u>	<u>18,833</u>
	<u>1,103,150</u>	<u>1,102,622</u>

23 ADMINISTRATIVE AND MARKETING EXPENSES

Administrative and marketing expenses consist of the following:

(Thousands of Saudi Riyals)

	<u>2007</u>	<u>2006</u>
Sales commissions and advertising expenses	306,986	267,689
Rent of equipment, property and motor vehicles	50,452	28,444
Consultancy	47,039	33,833
Utilities	46,954	37,125
Printing of telephone cards and stationery	46,263	63,397
Doubtful debts expense (Note 5)	41,117	46,332
Safety expenses	20,480	13,110
Telecommunications, courier and delivery	15,046	29,073
Other	<u>49,451</u>	<u>33,459</u>
	<u>623,788</u>	<u>552,462</u>

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

24 OTHER INCOME AND EXPENSES, NET

Other income and expenses consist of the following:

(Thousands of Saudi Riyals)

	<u>2007</u>	<u>2006</u>
Miscellaneous revenue	46,150	10,261
Losses on removal of investment in New ICO	(3,375)	-
losses on sale/ disposal of property, plant and equipment	(1,199)	-
Miscellaneous expenses	<u>(87,156)</u>	<u>(5,046)</u>
	<u>(45,580)</u>	<u>5,215</u>

25 BORROWINGS

The Company has renewable short and medium-term facilities in the forms of "Murabaha" and "Tawarroq" deals with local banks, with varying maturities spreading to December 2009, and variable commission rates. None of the facilities were utilized during the period.

26 COMMITMENTS AND CONTINGENCIES

Commitments

- (a) The Company enters into commitments during the ordinary course of business for major capital expenditures, primarily in connection with its network expansion programs. Outstanding capital expenditure commitments approximated SR 668 million on March 31, 2007 (March 31, 2006: SR 266 million).
- (b) Certain land and buildings, for use in the Company's operations, are leased under operating lease commitments expiring at various future dates. During the first quarter 2007, total rent expense under operating leases amounted to SR 32 million (First quarter 2006: SR 24 million).

Contingencies

The Company, in the normal course of business, is subject to proceedings, lawsuits and other claims. However, these matters are not expected to have a material impact neither on the Company's financial position nor on the results of its operations as reflected in the interim financial statements.

27 SEGMENT INFORMATION

The objective of the Segment Reporting standard promulgated by the Saudi Organization for Certified Public Accountants is to disclose detailed information about each of the main operating segments, and hence its non-application does not affect the overall results of the Company's operations.

Within the framework of the recently accelerating telecom sector regulation, which resulted in significant changes in the identification and segmentation of the telecom services sectors, and due to increased competition and the Company's strategic aim at raising the level of operational efficiency, the Company, in 2006, approved a new structure for its segments which differs from the previous structure, thus requiring segmental information that differ significantly in their bases from the previous requirements.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

28 FINANCIAL INSTRUMENTS

Fair value

The carrying values of all financial instruments approximate their fair values at March 31, 2007 and 2006, as discussed below:

- For cash and cash equivalents, accounts receivable and payable and other receivables and payables, fair value is deemed to approximate their carrying amount due to their short-term nature.
- For marketable equity instruments, fair value is based on quoted market prices.
- For government bonds and borrowings, fair value is based on discounted cash flows.

The Company does not utilize derivative financial instruments to manage foreign currency exchange and commission rate risks due to factors explained below:

Commission rate risk

This comprises various risks related to the effect of changes in commission rates on the Company's financial position and cash flows. The Company did not have material assets or liabilities with floating commission rates on March 31, 2007. The Company manages its cash flows by controlling the timing between cash inflows and outflows. Surplus cash is invested to increase the Company's commission income through holding balances in short-term and long-term bank deposits, but the related commission rate risk is not considered to be significant. Consequently, the Company has not used derivative financial instruments to mitigate exposure to commission rate risk.

Currency risk

It is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Management monitors fluctuations in foreign currency exchange rates, and believes that the Company is not exposed to significant currency risk since the Company's functional currency is the Saudi Riyal, in which the Company transacts, which is currently fixed, within a narrow margin, against the U.S. dollar.

Credit risk

It is the risk that other parties will fail to discharge their obligations and cause the Company to incur a financial loss. Financial instruments that subject the Company to concentrations of credit risk consist primarily of cash balances and accounts receivable. The Company deposits its cash balances with a number of major high credit rated financial institutions and has a policy of limiting its balances deposited with each institution. The Company does not believe that there is a significant risk of non-performance by these financial institutions. The Company does not consider itself exposed to a concentration of credit risk with respect to accounts receivable due to its diverse customer base (residential, professional, large business and public entities) operating in various industries and located in many regions.

Liquidity risk

It is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity is managed by periodically ensuring its availability in amounts sufficient to meet any future commitments. The Company does not consider itself exposed to significant risks in relation to liquidity.

The Company believes that it is not exposed to any significant risks in relation to the aforementioned.

Saudi Telecom Company
(a Saudi Joint Stock Company)

Notes to the Interim Financial Statements for the Three-Month Period Ended March 31, 2007 (Unaudited)

29 LICENSE

Within the scope of regulating the telecommunications sector, the CITC issued in December 2003 a license to the Company to provide telecommunications services. The Company has raised its objections to the concerned parties on what it considers affecting some of its rights.

30 SUBSEQUENT EVENTS

The Board of Directors, in its meeting of 29 Rabie Awal 1428 H (April 17, 2007), approved interim dividends for the first quarter 2007 amounting to SR 2,500 million, at the rate of SR 1.25 per share.

31 RECLASSIFICATION

Certain accounting data in the period ended March 31, 2006 have been reclassified to conform to the classifications used for the period ended March 31, 2007.