

Edgar Filing: BT GROUP PLC - Form 6-K

BT GROUP PLC  
Form 6-K  
December 05, 2007

SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

Form 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934

Report of Form 6-K dated December 5, 2007

British Telecommunications plc  
(Translation of Registrant's Name into English)

BT Centre  
81 Newgate Street  
London EC1A 7AJ  
England  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports  
under cover of Form 20-F or Form 40-F.

Form 20-F      X                      Form 40-F  
-----

Indicate by check mark whether the registrant by furnishing the information  
contained in this Form is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes                      No      X  
-----

Enclosure: British Telecommunications plc - Half Year Ended September 30, 2007 -  
Interim Results Statement

BRITISH TELECOMMUNICATIONS PLC

HALF YEAR ENDED SEPTEMBER 30, 2007

INTERIM RESULTS STATEMENT

Introduction

The commentary focuses on the results before specific items and leaver costs,  
each a non GAAP measure. This is consistent with the way that financial  
performance is measured by management and we believe allows a meaningful  
analysis to be made of the trading results of the group during the period under  
review. Specific items are defined and analysed in note 4 on page 20. Leaver  
costs are analysed in note 3 (b) on page 19.

The income statement, cash flow statement and balance sheet are provided on  
pages 12 to 15. Earnings before interest, taxation, depreciation and  
amortisation (EBITDA) before specific items, free cash flow and net debt are non

## Edgar Filing: BT GROUP PLC - Form 6-K

GAAP measures since they are not defined in IFRS but they are key indicators used by management in order to assess operational performance. A reconciliation of EBITDA before specific items to group operating profit is provided on page 23. Definitions of free cash flow and net debt are provided on pages 21 and 22. References to "Group" or "group" are to the Company and its subsidiaries.

### Revenue

Revenue increased by 3 per cent to GBP10,128 million in the six months ended September 30, 2007 (2006 - GBP9,805 million). The strong growth in new wave revenue continued and, at GBP3,729 million, was 10 per cent higher compared to the prior year, and represented 37 per cent of revenue (2006 - 34 per cent). New wave revenue is mainly generated from networked IT services, broadband and mobility. The increase in new wave revenue was driven by growth in networked IT services, which increased 10 per cent to GBP2,181 million, and broadband which increased 15 per cent to GBP1,083 million.

Traditional revenue remained broadly flat at GBP6,399 million (2006 - GBP6,428 million), reflecting the group's robust defence of the traditional business and the success of the strategy to slow the rate of decline in traditional revenue.

The table below analyses revenue by customer segment.

	Half year ended September 30	
Revenue by customer segment	2007	2006
	GBPm	GBPm
Major corporate	3,615	3,402
Business	1,213	1,181
Consumer	2,520	2,509
Wholesale/Carrier	2,768	2,703
Other	12	10
	10,128	9,805
	10,128	9,805

Major corporate (UK and international) revenue grew by 6 per cent driven by growth in new wave revenue. Migration from traditional voice only services to networked IT services and broadband continued with new wave revenue at GBP2,211 million now representing 61 per cent of all major corporate revenue (2006 - 59 per cent).

Revenue from Business (smaller and medium sized enterprise) customers grew 3 per cent. New wave revenue increased by 14 per cent to GBP370 million, reflecting the continued focus on innovative pricing plans and propositions that deliver value to our customer base by bringing together IT, broadband and communication services.

Consumer revenue was broadly flat, at GBP2,520 million (2006 - GBP2,509 million). New wave revenue increased by 21 per cent to GBP479 million, driven primarily by growth in broadband. Residential broadband connections increased by 834,000 year on year to 4,074,000.

The 12 month rolling average revenue per consumer household increased by GBP9 in the half year to GBP271. This is a reflection of our customers' desire to use BT as their supplier of choice in the communications and IT market, with an increasing number taking multiple services from BT. Increased penetration of broadband and the growth of value added propositions have more than offset the lower call revenues.

## Edgar Filing: BT GROUP PLC - Form 6-K

Wholesale (UK and Global Carrier) revenue increased by 2 per cent driven by wholesale line rental (WLR) and local loop unbundling (LLU). Wholesale new wave revenue increased by 2 per cent to GBP669 million, mainly driven by broadband. New wave revenue accounts for 24 per cent of wholesale revenue.

In the UK, BT had 11.7 million wholesale broadband connections (DSL and LLU) at September 30, 2007, including 3.2 million local loop unbundled lines, an increase of 2.4 million connections year on year.

### Operating costs

Group operating costs are analysed in note 3 on page 19. Group operating costs before specific items increased by 3 per cent year on year to GBP8,842 million. Staff costs before leaver costs increased by 3 per cent to GBP2,596 million, due to pay inflation as well as the cost of additional staff needed to support networked IT services contracts, increased network and 21CN activities and service improvements, the impact of which has been largely offset by savings from the group's efficiency programmes. We remain focused on financial discipline and our cost efficiency programmes achieved savings of GBP275 million in the half year which has enabled us to invest in further growth of our new wave activities. Leaver costs before specific items were GBP51 million in the half year (2006 - GBP57 million). Payments to other telecommunication operators increased by 4 per cent to GBP2,116 million, mainly reflecting the impact of higher volumes. Other operating costs before specific items of GBP3,056 million increased by GBP175 million mainly due to increased cost of sales from growth in networked IT and other new wave services and increased levels of network and 21CN activities, which were partly offset by savings from our efficiency programmes. Depreciation and amortisation was broadly flat year on year, at GBP1,402 million (2006 - GBP1,406 million).

### Specific items

Specific items are defined and analysed in note 4 on page 20. There was a total net operating charge before tax of GBP240 million (2006 - GBP23 million) including restructuring costs of GBP216 million (2006 - GBPnil) and a charge of GBP24 million (2006 - GBPnil) as a result of a review of circuit inventory and other working capital balances. Restructuring costs mainly comprised manager leaver, transformation programme and property exit costs. Refer to page 7 for further details on the business transformation. The net operating charge was partly offset by a GBP9 million gain realised on the disposals of associates (2006 - GBP20 million).

There was a total tax credit of GBP226 million (2006 - GBP1 million) relating to the tax effect of other specific items of GBP72 million (2006 - GBP1 million) and a tax credit of GBP154 million (2006 - GBPnil) for the re-measurement of deferred tax balances for the change in the UK statutory corporation tax rate to 28 per cent, which becomes effective in 2008/9.

### Operating profit

Group operating profit before specific items increased by 6 per cent to GBP1,426 million. Group operating profit margin increased to 14.1 per cent compared to 13.7 per cent in the prior year.

### Net finance income

Net finance income was GBP402 million, an increase of GBP32 million against last year. This includes net finance income associated with the group's defined benefit pension scheme which was flat year on year at GBP210 million. The

## Edgar Filing: BT GROUP PLC - Form 6-K

increase in net finance income principally reflects an increase in finance income arising from higher interest rates on variable rate lending with other BT group companies. This was partly offset by an increase in finance costs reflecting higher net debt in the period, higher interest rates on variable rate borrowings and fair value movements on hedges that do not qualify for hedge accounting under IAS 39.

### Taxation

The effective tax rate on the profit before specific items was 26.3 per cent (2006 - 26.2 per cent) compared to the UK statutory corporation tax rate of 30 per cent, reflecting the continued focus on tax efficiency within the group.

### Cash flow and net debt

Net cash inflow from operating activities in the half year amounted to GBP2,110 million compared to GBP2,598 million last year. This was reflected in free cash flow which was a net inflow of GBP251 million in the half year compared to GBP726 million last year. The lower free cash flow is primarily the result of the cash outflow relating to business transformation programme payments of GBP101 million (2006 - GBPnil) together with the higher net working capital outflow of GBP696 million (2006 - GBP153 million) most of which is expected to reverse by the end of the financial year. Pension deficiency payments of GBP320 million were made, being the final payment until the next triennial funding valuation at December 31, 2008. Free cash flow also includes the final receipt of GBP504 million in relation to the settlement of open tax years up to 2004/5 agreed with HMRC last year. The cash outflow for the purchase of property, plant and equipment and software amounted to GBP1,644 million, which is broadly flat year on year.

The net cash outflow on acquisition of subsidiaries, principally Comsat International Inc, in the half year was amounted to GBP233 million, compared to GBP45 million last year. During the half year the group issued debt of GBP3,593 million consisting of long term listed bonds of GBP1,501 million, in aggregate, maturing in 2014, 2017 and 2037, bank borrowing of GBP300 million maturing in 2012 and short term borrowings of GBP1,792 million (including net commercial paper issuances of GBP424 million). Debt maturities in the half year amounted of GBP748 million. Equity dividends paid in the half year were GBP2,300 million compared to GBP1,608 million in the prior period.

Net debt was GBP10,565 million at September 30, 2007 compared to GBP8,210 million at March 31, 2007. This increase includes the effect of the dividend and pension deficiency payments, partly offset by cash receipts from HMRC in relation to the settlement of open tax years. Free cash flow and net debt are defined and reconciled in notes 7 (b) and 8 (b) on pages 21 and 22.

### Contractual obligations and commitments

The following table sets out the group's contractual obligations and commitments as they fall due for payment, as at September 30, 2007.

Total	Payments due by period			
	Less than 1 year	1-3 years	3-5 years	More than 5 years
GBPm	GBPm	GBPm	GBPm	GBPm
Loans and				

## Edgar Filing: BT GROUP PLC - Form 6-K

other					
borrowings	11,659	3,951	478	2,506	4,724
Finance lease					
obligations	574	302	30	31	211
Operating					
lease					
obligations	9,414	464	868	817	7,265
Pension					
deficiency					
obligations	1,960	-	280	560	1,120
Capital					
commitments	1,028	813	156	38	21
Deferred					
consideration					
on					
acquisitions	64	44	20	-	-
	-----	-----	-----	-----	-----
Total	24,699	5,574	1,832	3,952	13,341
	=====	=====	=====	=====	=====

At September 30, 2007 the group had cash, cash equivalents and current asset investments of GBP1,966 million. At that date, GBP3,944 million of debt fell due for repayment in the 12 months ended September 30, 2008. The group had unused short term bank facilities, amounting to approximately GBP1,735 million at September 30, 2007.

### Acquisitions

The total amount invested in acquisitions in the half year ended September 30, 2007, net of cash acquired, was GBP233 million, primarily relating to the acquisition of Comsat International Inc. Goodwill arising on the acquisitions made in the half year was GBP195 million.

The acquisition of Comsat International Inc was completed in June 2007, for a total consideration of GBP130 million. Net of deferred consideration and cash acquired, the net cash outflow was GBP119 million. The provisional fair value of Comsat International Inc's net assets at the date of acquisition was GBP49 million giving rise to provisional goodwill of GBP81 million.

Other acquisitions made in the half year included primarily i2i Enterprise Private Limited, Basilica Group Limited, Brightview plc and Lynx Technologies. The total consideration in respect of these acquisitions was GBP126 million (including GBP40 million of deferred contingent consideration) and goodwill of GBP114 million has been recognised. Net of deferred consideration and cash acquired, the net cash outflow was GBP84 million.

The total amount invested in the half year ended September 30, 2006 was GBP45 million, mainly due to the acquisitions of dabs.com plc and I3IT Limited.

### Balance sheet

Net assets at September 30, 2007 amounted to GBP22,740 million, compared to GBP22,364 million at March 31, 2007. The increase of GBP376 million was mainly due to the profit for the period of GBP1,336 million and actuarial gains of GBP2,065 million, offset by dividends paid of GBP2,300 million and tax of GBP714 million on those items taken directly to equity, including actuarial gains.

The group's non current assets totalled GBP21,179 million at September 30, 2007,

## Edgar Filing: BT GROUP PLC - Form 6-K

of which GBP15,157 million related to property, plant and equipment, principally forming the UK fixed network. At March 31, 2007, non current assets were GBP18,559 million of which GBP14,997 million related to property, plant and equipment.

### Pensions

The IAS 19 net pension asset at September 30, 2007 was a surplus of GBP1.5 billion, net of tax (GBP2.1 billion gross of tax), compared with a deficit of GBP0.3 billion at March 31, 2007 (GBP0.4 billion gross of tax), an improvement of GBP1.8 billion, net of tax (GBP2.5 billion gross of tax). The market value of pension scheme assets was GBP39.7 billion at September 30, 2007 (GBP38.3 billion at March 31, 2007).

The improvement in the position compared to March 31, 2007 is the result of a combination of factors, including the payment of deficiency contributions of GBP320 million, increases to the market value of scheme investments and an increase to the AA bond rate used to determine the present value of scheme liabilities.

### Business transformation

During the period BT announced a move to a new organisation structure that will help deliver faster, more resilient and cost effective services to customers wherever they are. The move will accelerate BT's transformation to a networked IT services company, delivering software driven services over broadband and also accelerate the achievement of cost savings.

On October 1, 2007, BT moved to its new organisational structure with the launch of BT Design and BT Operate. BT Design is responsible for the design and development of the platforms, systems and processes which support our services; BT Operate is responsible for their deployment and operation.

It is estimated that the reorganisation and transformation activities will result in restructuring costs of around GBP450 million, which is expected to generate a payback within 2 to 3 years. GBP216 million has been incurred to September 30, 2007.

### Post balance sheet events

On November 22, 2007 the group issued EUR1 billion (GBP716 million) of debt maturing in 2013. On October 19, 2007 the group paid an interim dividend of GBP425 million.

## LINE OF BUSINESS RESULTS

### BT Global Services

	Half year ended September 30	
	2007	2006
	GBPm	GBPm
Revenue	4,536	4,312
Gross profit	1,294	1,266
SG&A before leaver costs	815	809
EBITDA before leaver costs	479	457
Depreciation and amortisation	339	305
Operating profit before leaver costs	140	152

## Edgar Filing: BT GROUP PLC - Form 6-K

Capital expenditure 367 325

BT Global Services revenue grew by 5 per cent year on year to GBP4,536 million. New wave revenue rose by GBP324 million to GBP3,624 million, an increase of 10 per cent, driven primarily by networked IT services contracts. Traditional UK revenue fell by 10 per cent to GBP912 million. External revenue increased by 15 per cent outside of the UK.

Total orders in the half year amounted to GBP3.3 billion, bringing the value of total orders achieved over the last twelve months to GBP9.2 billion. Networked IT services contract orders were GBP1.8 billion in the half year, taking contract orders for the last twelve months to GBP5.3 billion. An additional 230 new corporate customers outside the UK signed orders with BT in the half year.

Gross profit grew by GBP28 million to GBP1,294 million driven by new wave revenue but was still impacted by declines in traditional revenue. Selling, general and administration (SG&A) costs before leaver costs increased by GBP6 million. EBITDA before leaver costs increased year on year by GBP22 million to GBP479 million, representing growth of 5 per cent. Depreciation and amortisation charges increased by GBP34 million to GBP339 million, the result of a combination of customer related capital expenditure in the course of last year and business acquisitions. Overall, this took operating profit before leavers to GBP140 million, a reduction of GBP12 million from the previous year.

Capital expenditure in the half year was GBP367 million, an increase of GBP42 million driven principally by customer contracts outside of the UK.

### BT Retail

	Half year ended September 30	
	2007	2006
	GBPm	GBPm
Revenue	4,195	4,145
Gross margin	1,218	1,152
SG&A before leaver costs	763	735
EBITDA before leaver costs	455	417
Depreciation and amortisation	82	79
Operating profit before leaver costs	373	338

Capital expenditure 92 80

BT Retail revenue increased by 1 per cent year on year reflecting the success of our strategy to grow new wave revenue whilst defending traditional revenue streams. Gross margin improved by 1 percentage point as a result of better product mix and cost efficiencies. SG&A before leaver costs increased by 4 per cent year on year reflecting increased expenditure in marketing and customer service. EBITDA before leaver costs grew by 9 per cent year on year, with all business units contributing to the growth.

New wave revenue grew by 17 per cent to GBP916 million, driven mainly by broadband and networked IT services, partially offset by a decline in traditional revenue of 3 per cent to GBP3,072 million, driven by a migration to new wave services and general competitive pressure.

Consumer revenue was broadly flat compared to the prior year, slowing the recent

## Edgar Filing: BT GROUP PLC - Form 6-K

rate of decline. The consumer market remains highly competitive; despite this BT has maintained its market leading position by launching further product enhancements and package reductions.

Broadband is at the centre of BT Retail's strategy. Revenue grew by 21 per cent and net additions in the half year were 353,000 and BT became the UK's first broadband supplier with more than four million customers. BT's retail share of net market additions of DSL and LLU in the half year was 38 per cent. During the half year the acquisition of Brightview, which operates the ISP brands Madasafish and Global Internet as well as the Which-award winning Waitrose ISP, was also completed, further enhancing the broadband capabilities for our customers.

The SME business achieved revenue growth of 3 per cent and delivered strong EBITDA growth. More SME customers are choosing our all inclusive call packages with One Plan, which brings together calls and lines, broadband and mobile, for small businesses with 33,000 additions in the half year. One third of the SME customer base now take some form of value package from BT. Our ability to offer an end to end simple and complete solution has been enhanced through the acquisitions of Basilica Computing and Lynx Technologies.

The Enterprises division revenues grew by 6 per cent and EBITDA was up 26 per cent year on year. BT Ireland recorded a strong performance with revenue increasing by 5 per cent and EBITDA by 4 per cent.

### BT Wholesale

	Half year ended September 30	
	2007	2006
	GBPm	GBPm
Revenue	3,678	3,732
Variable cost of sales	1,852	1,883
Gross variable profit	1,826	1,849
Network and SG&A before leaver costs	874	887
EBITDA before leaver costs	952	962
Depreciation and amortisation	535	576
Operating profit before leaver costs	417	386
Capital expenditure	588	466

BT Wholesale revenue in the half year decreased by GBP54 million to GBP3,678 million. This was driven primarily by price and volume reductions in broadband due to LLU migrations, as well as declines in low margin transit, conveyance traffic and other traditional products.

Gross variable profit decreased by 1 per cent to GBP1,826 million, reflecting the lower broadband revenues. Network and SG&A costs decreased by 1 per cent with network costs on the roll-out of 21CN being more than offset by network consolidation efficiencies and SG&A cost savings.

EBITDA before leaver costs decreased by 1 per cent to GBP952 million. Depreciation has fallen by 7 per cent year on year due to a reduction in the depreciation on traditional technologies as assets become fully depreciated which was only partially offset by higher depreciation on 21CN related assets as they are brought into use. Operating profit before leaver costs increased by 8 per cent to GBP417 million.

Capital expenditure of GBP588 million was 26 per cent higher than last half year driven by an increase in 21CN related investment. This is driven by accelerated



## Edgar Filing: BT GROUP PLC - Form 6-K

investment in exchanges to build, commission and implement the 21CN infrastructure. This essential work ensures that vendor equipment is ready for integration into the live networks.

### Openreach

	Half year ended September 30	
	2007	2006
	GBPm	GBPm
Revenue	2,614	2,538
Operating costs before leaver costs	1,675	1,606
EBITDA before leaver costs	939	932
Depreciation and amortisation	351	353
Operating profit before leaver costs	588	579
Capital expenditure	545	550

Openreach revenue increased by 3 per cent to GBP2,614 million, driven by growth in broadband revenues for LLU and Ethernet products.

At September 30, 2007 Openreach had 3.2 million external LLU lines (with net additions of 1.3 million in the half year) and 8.5 million lines with other BT lines of business. Overall broadband revenue has increased by 32 per cent year on year as exchange rollout continues and the broadband market expands. Openreach has over 4.4 million external WLR lines and channels and 22.7 million WLR lines and channels with other BT lines of business. Overall WLR revenues remained largely flat year on year.

Operating costs before leaver costs increased by GBP69 million to GBP1,675 million. Headcount has increased by 2,500 since September 30, 2006 as Openreach has invested in service improvements. This investment, as well as inflationary pressures, higher activity levels and increased maintenance and support costs of new systems have been partly offset by efficiency programme savings across the business to keep the overall increase in operating costs before leaver costs to 4 per cent.

Overall this has resulted in a GBP7 million increase in EBITDA before leaver costs.

Depreciation and amortisation costs of GBP351 million have decreased by GBP2 million with the impact of increased depreciation on the Equivalence Management Platform and LLU assets from the large capital investment in prior periods being more than offset by lower amortisation on software. Operating profit before leaver costs increased by GBP9 million to GBP588 million.

Capital expenditure was 1 per cent lower at GBP545 million. Increased customer driven spend on network infrastructure and 21CN work have been offset by lower but continued spend on systems development required under the Undertakings agreed with Ofcom, focused cost control on capital expenditure and lower levels of co-mingling activity.

### UNAUDITED GROUP INCOME STATEMENT

For the six months ended September 30, 2007

	Before	Specific items	Total
--	--------	----------------	-------

Edgar Filing: BT GROUP PLC - Form 6-K

	Notes	specific items GBPm	(note 4) GBPm	GBPm
Revenue	2	10,128	-	10,128
Other operating income		140	(1)	139
Operating costs	3	(8,842)	(240)	(9,082)
Operating profit		1,426	(241)	1,185
Finance expense		(1,424)	-	(1,424)
Finance income		1,826	-	1,826
Net finance income	5	402	-	402
Share of post tax losses of associates and joint ventures		(6)	-	(6)
Profit on disposal of associate		-	9	9
Profit before taxation		1,822	(232)	1,590
Taxation		(480)	226	(254)
Profit for the period		1,342	(6)	1,336
Attributable to:				
Equity shareholders		1,341	(6)	1,335
Minority interests		1	-	1

For the six months ended September 30, 2006

	Notes	Before specific items GBPm	Specific items (note 4) GBPm	Total GBPm
Revenue	2	9,805	-	9,805
Other operating income		102	-	102
Operating costs	3	(8,568)	(23)	(8,591)
Operating profit		1,339	(23)	1,316
Finance expense		(1,298)	-	(1,298)
Finance income		1,668	-	1,668
Net finance income	5	370	-	370
Share of post tax profits of associates and joint ventures		7	-	7
Profit on disposal of associate		-	20	20
Profit before taxation		1,716	(3)	1,713

Edgar Filing: BT GROUP PLC - Form 6-K

Taxation	(449)	1	(448)
Profit for the period attributable to equity shareholders	1,267	(2)	1,265

UNAUDITED GROUP STATEMENT OF RECOGNISED INCOME AND EXPENSE

For the six months ended September 30, 2007

	Half year ended September 30	
	2007	2006
	GBPm	GBPm
Profit for the period	1,336	1,265
Actuarial gains (losses) on defined benefit pension schemes	2,065	(369)
Exchange differences on translation of foreign operations	(5)	34
Fair value movements on cash flow hedges:		
- fair value losses	(71)	(130)
- reclassified and reported in net profit	84	227
Fair value movements on available-for-sale assets:		
- fair value losses	(25)	(2)
- reclassified and reported in net profit	(5)	-
Tax on items taken directly to equity	(714)	46
Net gains (losses) recognised directly in equity	1,329	(194)
Total recognised income and expense for the period	2,665	1,071
	=====	=====
Attributable to:		
Equity shareholders	2,664	1,071
Minority interests	1	-
	=====	=====

UNAUDITED GROUP CASH FLOW STATEMENT

For the six months ended September 30, 2007

Half year ended September 30

Edgar Filing: BT GROUP PLC - Form 6-K

	2007 GBPm	2006 GBPm
Cash flow from operating activities		
Cash generated from operations (note 7 (a))	1,726	2,778
Income taxes received (paid)	384	(180)
Net cash inflow from operating activities	2,110	2,598
Cash flow from investing activities		
Interest received	86	37
Dividends received from associates and joint ventures	1	5
Proceeds on disposal of property, plant and equipment	27	57
Proceeds on disposal of associates and joint ventures	11	27
Proceeds on disposal of non current financial assets	1	1
Proceeds on disposal of current financial assets	-	1,881
Acquisition of subsidiaries, net of cash acquired	(233)	(45)
Purchases of property, plant and equipment and computer software	(1,644)	(1,653)
Investments in associates and joint ventures	-	(7)
Purchases of non current financial assets	(1)	(1)
Purchases of current financial assets	(435)	(2,361)
Net cash used in investing activities	(2,187)	(2,059)
Cash flows from financing activities		
Equity dividends paid	(2,300)	(1,608)
Dividends paid to minority interests	-	(3)
Interest paid	(329)	(318)
Repayments of borrowings	(736)	(153)
Repayment of finance lease liabilities	(12)	(9)
New bank loans and bonds	2,253	-
Intragroup funding	916	470
Net proceeds on issue of commercial paper	424	227
Net cash received (used) in financing activities	216	(1,394)
Effects of exchange rate changes	3	-
Net increase (decrease) in cash and cash equivalents	142	(855)
Cash and cash equivalents at beginning of period	1,007	1,761
Cash and cash equivalents, net of bank overdrafts, at end of period (note 7 (c))	1,149	906

Edgar Filing: BT GROUP PLC - Form 6-K

UNAUDITED GROUP BALANCE SHEET

At September 30, 2007

	September 30 2007 GBPm	March 31 2007 GBPm
Non current assets		
Intangible assets	2,985	2,584
Property, plant and equipment	15,157	14,997
Derivative financial instruments	35	25
Investments	60	246
Associates and joint ventures	73	67
Trade and other receivables	656	523
Retirement benefit assets of the BT Pension Scheme	2,186	-
Deferred tax assets	27	117
	-----	-----
	21,179	18,559
	-----	-----
Current assets		
Inventories	134	133
Trade and other receivables	24,035	22,815
Current tax receivables	-	504
Derivative financial instruments	56	27
Investments	441	3
Cash and cash equivalents	1,525	1,058
	-----	-----
	26,191	24,540
	-----	-----
Total assets	47,370	43,099
Current liabilities		
Loans and other borrowings	4,253	2,493
Derivative financial instruments	257	318
Trade and other payables	7,053	6,976
Current tax liabilities	865	582
Provisions	87	100
	-----	-----
	12,515	10,469
	-----	-----
Total assets less current liabilities	34,855	32,630
	=====	=====
Non current liabilities		
Loans and other borrowings	7,981	6,387
Derivative financial instruments	1,040	992
Other payables	628	590
Deferred tax liabilities	2,153	1,683
Retirement benefit obligations	96	389
Provisions	217	225
	-----	-----

## Edgar Filing: BT GROUP PLC - Form 6-K

	12,115	10,266
	-----	-----
Equity		
Ordinary shares	2,172	2,172
Share premium	8,000	8,000
Other reserves	758	758
Retained earnings	11,779	11,400
	-----	-----
Total equity shareholders' funds	22,709	22,330
Minority interests	31	34
	-----	-----
Total equity	22,740	22,364
	-----	-----
	34,855	32,630
	=====	=====

### NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

#### 1 Basis of preparation and accounting policies

These condensed consolidated financial statements ("the financial statements") comprise the financial results of British Telecommunications plc for the half years ended September 30, 2007 and 2006, together with the audited balance sheet at March 31, 2007. The financial statements have been prepared in accordance with IAS 34 'Interim Financial Reporting'. The financial statements should be read in conjunction with the annual financial statements for the year ended and as at March 31, 2007.

The financial statements have also been prepared in accordance with the accounting policies as set out in the 2007 Annual Report and have been prepared under the historical cost convention as modified by the revaluation of financial assets and liabilities (including derivative financial instruments) at fair value.

The group has adopted the following standards and interpretations with effect from April 1, 2007. Adoption of these standards and interpretations did not have a material effect on these financial statements:

- IFRS 7, 'Financial Instruments: Disclosures';
- Amendments to IAS 1, 'Presentation of Financial Statements - Capital Disclosures';
- IFRIC 8, 'Scope of IFRS 2';
- IFRIC 9, 'Reassessment of embedded derivatives';
- IFRIC 10, 'Financial Reporting and Impairment'; and
- IFRIC 11, 'IFRS 2 -Group and Treasury Share Transactions'.

These interim financial statements reflect all adjustments which are, in the opinion of management, necessary to provide a fair statement of the results for the interim periods presented. Such financial statements may not be necessarily indicative of annual results.

Certain new standards, amendments and interpretations to existing standards have been published that are mandatory for the group's accounting periods beginning on or after April 1, 2007 or later periods, but which the group has not early

## Edgar Filing: BT GROUP PLC - Form 6-K

adopted. The new standards which are relevant to the group's operations are as follows:

- Amendment to IAS 23 'Borrowing Costs' (effective from April 1, 2009) eliminates the option to expense borrowing costs attributable to the acquisition, construction or production of a qualifying asset as incurred. As a result, the group will be required to capitalise such borrowing costs as part of the cost of that asset. The group is currently assessing the impact of the amendment on the results and net assets of the group.
  
- IFRS 8 'Operating Segments' (effective from April 1, 2009) requires the identification of operating segments based on internal reporting to the chief operating decision maker and extends the scope and disclosure requirements of IAS 14 'Segmental Reporting'. The group is currently assessing the impact of IFRS 8 on its segmental analysis disclosure.
  
- IFRIC 13 'Customer Loyalty Programmes' (effective from April 1, 2009) requires companies that grant loyalty award credits to customers who buy other goods or services to allocate some of the proceeds from the initial sale to the award credits and recognise these proceeds as revenue only when they have fulfilled their obligation. A company may fulfil its obligation by supplying awards themselves or engaging a third party to do so. The group does not expect adoption of this guidance to have a significant impact on the group's financial statements.
  
- IFRIC 14 'Limit on a defined benefit asset minimum funding requirement and their interaction' (effective from April 1, 2008) clarifies that a pension plan surplus can be recognised only when a company has the unconditional right to receive the benefits of it, regardless whether the surplus is immediately available. The group does not expect adoption of this guidance to have a significant impact on the group's financial statements.

### 2 Results of businesses

(a)	Operating results				
	External revenue	Internal revenue	Group revenue	EBITDA (ii)	Group operating profit (loss) (ii)
	GBPm	GBPm	GBPm	GBPm	GBPm
Half year ended					
September 30, 2007					
BT Global Services	3,773	763	4,536	479	140
BT Retail	3,988	207	4,195	455	373
BT Wholesale	1,936	1,742	3,678	952	417
Openreach	419	2,195	2,614	939	588
Other	12	-	12	54	(41)
Intra-group items					
(i)	-	(4,907)	(4,907)	-	-
	-----	-----	-----		-----
Total	10,128	-	10,128	2,879	1,477
	=====	=====	=====	=====	=====
Half year ended					
September 30, 2006					
BT Global Services	3,517	795	4,312	457	152
BT Retail	3,959	186	4,145	417	338
BT Wholesale	2,027	1,705	3,732	962	386
Openreach	292	2,246	2,538	932	579

Edgar Filing: BT GROUP PLC - Form 6-K

Other	10	-	10	34	(59)
Intra-group items					
(i)	-	(4,932)	(4,932)	-	-
	-----	-----	-----	-----	-----
Total	9,805	-	9,805	2,802	1,396
	=====	=====	=====	=====	=====

- (i) Elimination of intra-group revenue between businesses, which is included in the total revenue of the originating business.
- (ii) Before specific items of GBP241 million (2006 - GBP23 million) and leaver costs of GBP51 million (2006 - GBP57 million).

There is extensive trading between BT's lines of business and the line of business profitability is dependent on the transfer price levels. For regulated products and services those transfer prices are market based whilst for other products and services the transfer prices are agreed between the relevant lines of business on an arm's length basis. These intra-group trading arrangements are subject to periodic review.

(b) Revenue analysis

Half year ended September 30

	2007	2006
	GBPm	GBPm
Traditional	6,399	6,428
New wave	3,729	3,377
	-----	-----
	10,128	9,805
	=====	=====
Major corporate	3,615	3,402
Business	1,213	1,181
Consumer	2,520	2,509
Wholesale/Carrier	2,768	2,703
Other	12	10
	-----	-----
	10,128	9,805
	=====	=====

(c) New wave revenue analysis

Half year ended September 30

	2007	2006
	GBPm	GBPm
Networked IT services	2,181	1,982
Broadband	1,083	940
Mobility	168	143
Other	297	312
	-----	-----
	3,729	3,377
	=====	=====

(d) Capital expenditure on property, plant, equipment, software and motor vehicles

Half year ended September 30

	2007	2006
	GBPm	GBPm



Edgar Filing: BT GROUP PLC - Form 6-K

BT Global Services	367	325
BT Retail	92	80
BT Wholesale	588	466
Openreach	545	550
Other (including fleet vehicles and property)	110	106
	-----	-----
	1,702	1,527
	=====	=====

Transmission equipment	568	594
Exchange equipment	55	53
Other network equipment	566	389
Computers and office equipment	55	50
Software	410	382
Motor vehicles and other	25	27
Land and buildings	23	32
	-----	-----
	1,702	1,527
	=====	=====

3 (a) Operating costs

Half year ended September 30

	2007	2006
	GBPm	GBPm
Staff costs before leaver costs	2,596	2,530
Leaver costs	51	57
	-----	-----
Staff costs	2,647	2,587
Own work capitalised	(379)	(346)
	-----	-----
Net staff costs	2,268	2,241
Depreciation and amortisation	1,402	1,406
Payments to telecommunication operators	2,116	2,040
Other operating costs	3,056	2,881
	-----	-----
Total before specific items	8,842	8,568
Specific items (note 4)	240	23
	-----	-----
Total	9,082	8,591
	=====	=====

(b) Leaver costs

Half year ended September 30

	2007	2006
	GBPm	GBPm
BT Global Services	16	22
BT Retail	5	9
BT Wholesale	19	16
Openreach	8	2
Other	3	8
	-----	-----
Total	51	57
	=====	=====

4 Specific items

## Edgar Filing: BT GROUP PLC - Form 6-K

BT separately identifies and discloses any significant one off or unusual items (termed "specific items"). This is consistent with the way that financial performance is measured by management and we believe assists in providing a meaningful analysis of the trading results of the group. Specific items may not be comparable to similarly titled measures used by other companies.

	Half year ended September 30	
	2007	2006
	GBPm	GBPm
Restructuring costs	216	-
Write off of circuit inventory and other working capital balances	24	-
Property rationalisation costs	-	23
	----	----
Specific operating costs	240	23
Loss on sale of investment	1	-
Profit on disposal of associate	(9)	(20)
	-----	-----
Net specific items charge before tax	232	3
		===
Tax credit on specific items	(72)	(1)
Tax credit on re-measurement of deferred tax	(154)	-
	-----	----
Net specific items charge after tax	6	2
	====	====

### 5 Net finance (income) expense

	Half year ended September 30	
	2007	2006
	GBPm	GBPm
Finance expense before pension interest	410	362
Interest on pension scheme liabilities	1,014	936
	-----	-----
Finance expense	1,424	1,298
	-----	-----
Finance income before pension income	(602)	(522)
Expected return on pension scheme assets	(1,224)	(1,146)
	-----	-----
Finance income	(1,826)	(1,668)
	-----	-----
Net finance income	(402)	(370)
	=====	=====
Net finance income before pensions	(192)	(160)
Interest income associated with pensions	(210)	(210)
	-----	-----
Net finance income	(402)	(370)
	=====	=====

1Finance expense in the half year ended September 30, 2007 include a GBP3 million net charge (September 30, 2006 - GBP1 million) arising from the re-measurement of financial instruments which under IAS 39 are not in hedging relationships on a fair value basis.

## Edgar Filing: BT GROUP PLC - Form 6-K

### 6 Dividends

Half year ended September 30

	2007 GBPm	2006 GBPm
Interim dividends paid in respect of the current financial year 1	2,300 =====	1,608 =====

1 Interim dividends were paid to the parent company (BT Group Investments Limited) in the half year ended September 30, 2007 as follows: first interim dividend of GBP300 million (June 18, 2007) and second interim dividend of GBP2,000 million (July 24, 2007).

### 7 (a) Reconciliation of profit before tax to cash generated from operations

Half year ended September 30

	2007 GBPm	2006 GBPm
Profit before tax	1,590	1,713
Depreciation and amortisation	1,402	1,406
Net finance income	(402)	(370)
Associates and joint ventures	6	(7)
Employee share scheme costs	36	47
Profit on disposal of associates	(8)	(20)
Changes in working capital	(696)	(153)
Provisions, pensions and other movements	(202)	162
	-----	-----
Cash generated from operations	1,726 =====	2,778 =====

### (b) Free cash flow

Half year ended September 30

	2007 GBPm	2006 GBPm
Cash generated from operations	1,726	2,778
Income taxes (paid) received	384	(180)
	-----	-----
Net cash inflow from operating activities	2,110	2,598
Included in cash flows from investing activities		
Net purchase of property, plant, equipment and software	(1,617)	(1,596)
Dividends received from associates	1	5
Interest received	86	37
Included in cash flows from financing activities		
Interest paid	(329)	(318)
	-----	-----
Free cash flow	251 =====	726 =====

Free cash flow is defined as the net increase in cash and cash equivalents less cash flows from financing activities (except interest paid), less the acquisition or disposal of group undertakings and less the net sale of short term investments. It is not a measure recognised under IFRS but is a key indicator used by management in order to assess operational performance.

Edgar Filing: BT GROUP PLC - Form 6-K

(c) Cash and cash equivalents

	At September 30, 2007	At March 31, 2007
	----- GBPm	----- GBPm
Cash at bank and in hand	753	551
Short term deposits	772	507
	-----	-----
Cash and cash equivalents	1,525	1,058
Bank overdrafts	(376)	(51)
	-----	-----
	1,149	1,007
	=====	=====

8 Net debt

Net debt at September 30, 2007 was GBP10,565 million (March 31, 2007 - GBP8,210 million). Net debt consists of loans and other borrowings less current asset investments and cash and cash equivalents. Loans and other borrowings are measured at the net proceeds raised, adjusted to amortise any discount over the term of the debt. For the purpose of this analysis current asset investments, cash and cash equivalents are measured at the lower of cost and net realisable value. Currency denominated balances within net debt are translated to sterling at swapped rates where hedged.

This definition of net debt measures balances at the future cash flows due to arise on maturity of financial instruments and removes the balance sheet adjustments made for the re-measurement of hedged risks under fair value hedges and the use of the amortised cost method as required by IAS 39. In addition, the gross balances are adjusted to take account of netting arrangements amounting to GBP374 million. Net debt is a non GAAP measure since it is not defined in IFRS but it is a key indicator used by management in order to assess operational performance.

(a) Analysis

	At September 30, 2007	At March 31, 2007
	----- GBPm	----- GBPm
Loans and other borrowings	12,234	8,880
Cash and cash equivalents	(1,525)	(1,058)
Investments	(441)	(3)
	-----	-----
	10,268	7,819
Adjustments:		
To retranslate currency denominated balances at swapped rates where hedged	569	577
To recognise borrowings at net proceeds and unamortised discount	(272)	(186)
	-----	-----
Net debt 1	10,565	8,210
	=====	=====

After allocating the element of the adjustments which impact loans and other borrowings, gross debt at September 30, 2007 was GBP12,154 million (March 31, 2007 - GBP9,222 million).

## Edgar Filing: BT GROUP PLC - Form 6-K

1 Net debt includes borrowings due to parent companies of GBP1,231 million, and excludes net external debt of parent companies of GBP284 million. Net debt of BT Group plc was GBP9,618 million at September 30, 2007

(b) Reconciliation of movement in net debt

Half year ended September 30, 2007

	GBPm
Net debt at beginning of period	8,210
Increase in net debt resulting from cash flows	2,271
Net debt assumed or issued on acquisitions	31
Currency movements	1
Other non-cash movements	52
	-----
Net debt at end of period	10,565
	=====

During the half year ended September 30, 2007, the group issued debt of GBP3,593 million consisting mainly of long term listed bonds of GBP1,501 million, in aggregate, maturing in 2014, 2017 and 2037, bank borrowings of GBP300 million maturing in 2012 and short term borrowings of GBP1,792 million (including net commercial paper issuances of GBP424 million). Debt maturities amounted to GBP748 million. The net increase in short term investments, including cash, resulted in a cash inflow of GBP574 million.

9 Statement of changes in equity

	Half year ended September 30
	-----
	2007
	GBPm
Shareholders' funds	22,330
Minority interest	34
	-----
Equity at beginning of period	22,364
	====
Profit for the period	1,336
Share based payment	17
Actuarial gains on pension schemes	2,065
Tax on items taken directly to equity	(714)
Net fair value movements on cash flow hedges	13
Net movements on available for sale investments	(30)
Exchange differences on translation	(6)
Equity dividends on ordinary shares	(2,300)
Minority interest	(5)
	-----
Net changes in equity for the period	376
	-----
Equity at end of period	22,740
Shareholders' funds	22,709
Minority interest	31
	-----
Total equity	22,740
	=====

## Edgar Filing: BT GROUP PLC - Form 6-K

10 Earnings before interest, taxation, depreciation and amortisation (EBITDA)

Half year ended September 30

	2007	2006
	GBPm	GBPm
Operating profit	1,185	1,316
Specific items (note 4)	241	23
Depreciation and amortisation	1,402	1,406
	-----	-----
EBITDA before specific items	2,828	2,745
	=====	=====

Earnings before interest, taxation, depreciation and amortisation (EBITDA) before specific items is not a measure recognised under IFRS, but it is a key indicator used by management in order to assess operational performance.

### 11 Business Combinations

#### Comsat International Inc

On June 14, 2007 the group acquired Comsat International Inc ('Comsat Int'l') through the purchase of 100 per cent of the issued share capital of its parent company, CI Holding Corporation, for a total consideration of GBP130 million, including GBP8 million deferred, contingent consideration. Provisional fair values for the assets and liabilities acquired and goodwill arising as are follows:

	Book value	Provisional fair value
	GBPm	GBPm
	-----	-----
Property, plant and equipment	70	72
Other non current assets	4	4
Trade and other receivables	32	32
Cash and cash equivalents	3	3
Trade and other payables	(44)	(45)
Non current payables	(14)	(17)
	-----	-----
Net assets acquired	51	49
Goodwill		81
		-----
Total consideration		130
		=====

The fair values relating to the acquisition of Comsat Int'l are provisional, due to the timing of the transaction, and will be finalised in the second half of the financial year. From the date of acquisition to September 30, 2007, Comsat Int'l has contributed to the group's results revenue of GBP28 million and profit of GBP2 million. If the acquisition had occurred on April 1, 2007, the group's revenue and profit would have been higher by GBP20 million and by GBP1 million, respectively.

#### Other

During the half year ended September 30, 2007, the group acquired a number of

## Edgar Filing: BT GROUP PLC - Form 6-K

other smaller subsidiaries, including principally i2i Enterprise Private Limited, Basilica Group Limited, Brightview plc and Lynx Technologies for a total consideration of GBP126 million, including GBP40 million of deferred, contingent consideration. The provisional fair value of the combined net assets and goodwill arising in respect of these acquisitions were as follows:

At date of acquisition	Book value	Provisional fair value
	GBPm	GBPm
	-----	-----
Property, plant and equipment	7	3
Trade and other receivables	26	26
Cash and cash equivalents	2	2
Trade and other payables	(19)	(19)
	-----	-----
Net assets acquired	16	12
Goodwill		114
	---	-----
Total consideration		126
	===	=====

The fair value adjustments relating to these acquisitions are provisional due to the timing of the transactions and will be finalised in the second half of the financial year. From the date of acquisition, these acquisitions have contributed to the group's results revenue of GBP22 million and profit of GBP2 million. If the acquisitions had occurred on April 1, 2007, the group's revenue and profit would have been higher by GBP64 million and GBP3 million, respectively.

Acquisitions made in the year ended March 31, 2007

During the period, the group has updated the acquisition accounting for Counterpane, an acquisition made in the year ended March 31, 2007. As a result, a reclassification has been made between goodwill and other intangible assets to recognise the fair value of proprietary technology acquired with the business. Prior year balances have not been restated as the amount of the adjustment is not significant to the group.

### 12 Related party transactions

During the half year ended September 30, 2007, the group purchased services in the normal course of business and on an arm's length basis from its associate, Tech Mahindra Limited. The value of services purchased was GBP145 million (September 30, 2006: GBP108 million) and the amounts outstanding and payable for services at September 30, 2007 was GBP114 million (September 30, 2006: GBP64 million).

### 13 Post balance sheet events

On November 22, 2007 the group issued EUR1 billion (GBP716 million) of debt maturing in 2013. On October 19, 2007 the group paid an interim dividend to the parent company, BT Group Investments Limited of GBP425 million.

Forward-looking statements - caution

## Edgar Filing: BT GROUP PLC - Form 6-K

This document contains "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995 with respect to BT's financial condition, results of operations and businesses and certain of BT's plans and objectives. Forward-looking statements relate to analyses and other information which are based on forecasts of future results and estimates of amounts not yet determinable. In particular, such forward-looking statements include, without limitation, statements concerning BT's transformation strategy and its ability to achieve it; expected cost savings; anticipated benefits of BT's business transformation and accelerated costs savings; expected cost savings and improved shareholder returns; expectations regarding competition, market shares, prices and growth; expectations regarding convergence of technologies; continued growth in revenue, EBITDA, earnings per share and dividends; growth and opportunities in new wave business; BT's network development and implementation of and plans for the 21st century network; plans for the launch of new products and services, including the introduction of next generation services; BT's possible or assumed future results of operations and/or those of its associates and joint ventures; BT's future dividend policy; capital expenditure and investment plans; adequacy of capital; financing plans; demand for and access to broadband and the promotion of broadband by third-party service providers; and overall market trends and other trend projections.

Forward-looking statements are sometimes, but not always, identified by their use of a date in the future or such words as "aims", "believes", "expects", "anticipates", "intends", "will", "should", "could", "may", "plans", "targets" or similar expressions. By their nature, forward-looking statements are inherently predictive and speculative, and involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future. There are number of factors that could cause the actual results and developments to differ materially from those expressed or implied by these forward-looking statements. These factors include, but are not limited to, the following: material adverse change in economic conditions in the markets served by BT and its lines of business; future regulatory actions and conditions in its operating areas, including competition from others; selection by BT and its lines of business of the appropriate trading and marketing models for its products and services; technological innovations, including the cost of developing new products, networks and solutions and the need to increase expenditures for improving the quality of service; the anticipated benefits and advantages of new technologies, products and services, including broadband and other new wave initiatives not being realized; developments in the convergence of technologies, prolonged adverse weather conditions resulting in a material adverse increase in overtime, staff or other costs; the timing of entry and profitability of BT and its lines of business in certain communications markets; significant changes in the market shares for BT and its principal products and services; fluctuations in foreign currency exchange rates and interest rates; and general financial market conditions affecting BT's performance.

No assurances can be given that forward-looking statements in this document will be realized. Neither the Company nor any of its affiliates intends to update these forward-looking statements.

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

British Telecommunications plc



Edgar Filing: BT GROUP PLC - Form 6-K

By: /s/ Glyn Parry  
Name: Glyn Parry  
Title: Director and Head of Group Financial Control

Date: December 5, 2007