FINANCIAL STATEMENTS DATA

Income statement data

For the quarters ended December 31, 2004 and 2003 (Adjusted for inflation and expressed in millions of constant bolivars as of December 31, 2004, and millions of US dollars, except per share amounts)

		% of total		% of total			
	Bs.	operating	Bs.	operating	US\$	US\$	% Increase
	2004	revenues	2003	revenues	2004	2003	(Decrease)
Operating Revenues				a= aa/			(40.00()
Local services	233,262	20.6%	269,957	27.0%	121	141	(13.6%)
Domestic long distance usage	77,074	<u>6.8%</u>	73,210	<u>7.3%</u>	41	38	<u>5.3%</u>
Total local and domestic long distance	310,336	27.4%	343,167	34.3%	162	179	(9.6%)
International long distance	29,302	2.6%	28,664	2.9%	15	15	2.2%
Net settlements	1,152	<u>0.1%</u>	472	0.0%	1		<u>144.1%</u>
Total international long distance	30,454	2.7%	29,136	2.9%	16	15	4.5%
Fixed to mobile - Outgoing	176,122	15.6%	174,521	17.4%	91	91	0.9%
Interconnection incoming	17,599	1.6%	23,377	2.3%	9	12	(24.7%)
Data revenues	118,517	10.5%	92,308	9.2%	62	48	28.4%
Other wireline-related services	65,221	<u>5.8%</u>	31,883	<u>3.2%</u>	34	17	<u>104.6%</u>
Total wireline services	718,249	63.5%	694,392	69.4%	374	362	3.4%
Mobile services	367,403	32.5%	270,294	27.0%	191	141	35.9%
Internet revenues	30,736	2.7%	24,027	2.4%	16	12	27.9%
Other telecommunications-related services	14,248	<u>1.3%</u>	11,579	<u>1.2%</u>	8	6	<u>23.1%</u>
Total operating revenues	1,130,636	<u>100.0%</u>	1,000,292	<u>100.0%</u>	589	521	<u>13.0%</u>
Operating Expenses							
Provision for uncollectibles	23,948	2.1%	24,406	2.4%	12	13	(1.9%)
Operations, maintenance, repairs and administrative	653,647	57.8%	440,904	44.1%	341	229	48.3%
Interconnection cost	115,571	10.2%	82,452	8.2%	60	43	40.2%
Concession and other taxes	70,515	<u>6.2%</u>	59,621	<u>6.0%</u>	37	31	<u>18.3%</u>
	863,681	76.4%	607,383	60.7%	450	316	42.2%
EBITDA	266,955	<u>23.6%</u>	392,909	<u>39.3%</u>	139	205	(32.1%)
EBITDA Margin	24%		39%		24%	39%	(1,500 bps)
Depreciation and amortization	224,296	<u>19.8</u> %	297,248	<u>29.7</u> %	117	155	(<u>24.5</u> %)
Total operating expenses	1,087,977	96.2%	904,631	90.4%	567	471	<u>20.3%</u>
Operating Income	42,659	3.8%	95,661	9.6%	22	50	<u>(55.4%)</u>
Other Income (Expense), net							
Interest income	22,842	2.0%	25,239	2.5%	13	13	(9.5%)
Interest expense	(4,939)	(0.4%)	(9,480)	(0.9%)	(3)	(5)	(47.9%)
Exchange gain (loss), net	5,995	0.5%	(7,541)	(0.8%)	3	(4)	N.M.
Loss from net monetary position	(7,108)	<u>(0.6%)</u>	(18,845)	<u>(1.9%)</u>	(4)	(10)	<u>(62.3%)</u>
Net financing benefit (cost)	16,790	1.5%	(10,627)	(1.1%)	9	(6)	N.M.
Other	25,155	2.2%	6,387	0.6%	13	4	<u>293.8%</u>
	41,945	3.7%	(4,240)	(0.4%)	22	(2)	<u>N.M.</u>
Income before Income Taxes	84,604	7.5%	91,421	9.1%	44	48	(7.5%)
Income Tax	47,216	4.2%	10,421	1.0%	25	6	353.1%
Minority Interest	815	0.1%	(4)	(0.0%)			<u>N.M.</u>
Net Income	36,573	3.2%	81,004	<u>8.1%</u>	19	42	<u>(54.9%)</u>
Earnings per Share	47	0.0%	104	0.0%	0.020	0.050	<u>(54.9%)</u>
Earnings per ADS (based on 7 shares per ADS)	330	0.0%	731	0.0%	0.17	0.38	<u>(54.9%)</u>
Average Shares Outstanding (in millions)	776		776		776	776	

Income statement data

For the years ended December 31, 2004 and 2003 (Adjusted for inflation and expressed in millions of constant bolivars as of December 31, 2004, and millions of US dollars, except per share amounts)

		% of total		% of total			
	Bs.	operating	Bs.	operating	US\$	US\$	% Increase
	2004	revenues	2003	revenues	2004	2003	(Decrease)
Operating Revenues	057.740	00.00/	4.055.040	20.40/	400	550	(0, 00/.)
Local services Domestic long distance usage	957,716 300,744	23.3% <u>7.3%</u>	1,055,042 300,107	28.1% <u>8.0%</u>	499 156	550 156	(9.2%) <u>0.2%</u>
-			· — — ·				
Total local and domestic long distance International long distance	1,258,460 113,671	30.6% 2.8%	1,355,149 116,651	36.2% 3.1%	655 59	706 61	(7.1%) (2.6%)
Net settlements	(2,310)	(0.1%)	13,861	0.4%	(1)	7	(2.0%) <u>N.M.</u>
Total international long distance	111,361	2.7%	130,512	3.5%	58	68	(14.7%)
Fixed to mobile - Outgoing	656,251	16.0%	676,278	18.0%	342	352	(3.0%)
Interconnection incoming	87,916	2.1%	86,638	2.3%	46	45	1.5%
Data revenues	412,560	10.0%	342,721	9.1%	215	179	20.4%
Other wireline-related services	180,729	4.4%	131,555	<u>3.5%</u>	94	68	<u>37.4%</u>
Total wireline services	2,707,277	65.9%	2,722,853	72.6%	1,410	1,418	(0.6%)
Mobile services	1,257,145	30.6%	879,988	23.5%	655	458	42.9%
Internet revenues	106,859	2.6%	90,331	2.4%	56	47	18.3%
Other telecommunications-related services	35,342	0.9%	55,183	<u>1.5%</u>	18	29	(36.0%)
Total operating revenues	4,106,623	<u>100.0%</u>	3,748,355	<u>100.0%</u>	2,139	1,952	<u>9.6%</u>
Operating Expenses							
Provision for uncollectibles	89,198	2.2%	104,507	2.8%	46	54	(14.6%)
Operations, maintenance, repairs and administrative	2,034,432	49.5%	1,624,705	43.3%	1,061	847	25.2%
Interconnection cost	411,352	10.0%	425,917	11.4%	214	222	(3.4%)
Concession and other taxes	250,215	<u>6.1%</u>	217,892	<u>5.8%</u>	130	113	<u>14.8%</u>
ERITRA	2,785,197	67.8%	2,373,021	63.3%	1,451	1,236	17.4%
EBITDA	1,321,426	32.2%	1,375,334	<u>36.7%</u>	688	716	(3.9%)
EBITDA Margin Depreciation and amortization	32% 963,344	23.5%	37% 1,231,807	32.9%	32% 501	37% 641	(500 bps)
Total operating expenses					1,952		(<u>21.8</u> %)
	3,748,541	91.3%	3,604,828	96.2%		1,877	4.0%
Operating Income	358,082	<u>8.7%</u>	143,527	3.8%	187	<u>75</u>	<u>149.5%</u>
Other Income (Expense), net Interest income	63,349	1.5%	73,447	2.0%	33	39	(13.7%)
Interest expense	(19,754)	(0.5%)	(43,247)	(1.2%)	(10)	(23)	(54.3%)
Exchange gain (loss), net	6,329	0.2%	(53,651)	(1.4%)	3	(28)	N.M.
(Loss) gain from net monetary position	(24,673)	(0.6%)	3,804	0.1%	(13)	2	<u>N.M.</u>
Net financing benefit (cost)	25,251	0.6%	(19,647)	(0.5%)	13	(10)	N.M.
Other	16,340	0.4%	(45,351)	<u>(1.2%)</u>	8	(24)	<u>N.M.</u>
	41,591	1.0%	(64,998)	(1.7%)	21	(34)	<u>N.M.</u>
Income before Income Taxes	399,673	9.7%	78,529	2.1%	208	41	408.9%
Income Tax	91,193	2.2%	42,420	1.1%	47	23	115.0%
Minority Interest	1,796	0.0%	625	<u>0.0%</u>	1		<u>187.4%</u>
Net Income	306,684	<u>7.5%</u>	35,484	<u>0.9%</u>	160	18	<u>764.3%</u>
Earnings per Share	395	0.0%	46	0.0%	0.21	0.02	<u>764.3%</u>
Earnings per ADS (based on 7 shares per ADS)	2,766	0.0%	320	0.0%	1.44	0.17	764.3%
Average Shares Outstanding (in millions)	776		776		776	776	

Balance sheet data

As of December 31, 2004 and 2003

(Adjusted for inflation and expressed in millions of constant bolivars as of December 31, 2004, and millions of US dollars)

	Bs. 2004	Bs. 2003	US\$	US\$ 2003
Assets	2004	2003	2004	2003
Current Assets:	002.004	020.670	F47	405
Cash and temporary investments	993,004	930,679	517	485
Accounts receivable, net of provision for uncollectibles of Bs. 96.879 and Bs. 99.310	474,909	517,761	247	270
Accounts receivable from Venezuelan Government entities	182,007	138,544	95	72
Inventories and supplies, net	262,116	87,445	137	46
Other current assets	47,120	60,468	24	31
Total current assets				904
Total current assets	1,959,156	1,734,897	1,020	904
Property, plant and equipment, net of accumulated depreciation of				
Bs. 16,177,290 and Bs. 16,401,851	4,073,704	4,455,547	2,122	2,321
Cellular concession, net	185,654	192,425	97	100
Accounts receivable from Venezuelan Government entities	38,607	29,012	20	15
Other assets	352,550	443,796	184	231
Total assets	6,609,671	6,855,677	3,443	3,571
Liabilities and Shareholders' Equity				
<u> </u>				
Current Liabilities:				
Short-term debt	169,605	238,450	88	124
Accounts payable	747,398	485,302	389	253
Accrued employee benefits	86,099	91,100	45	47
Short-term pension and other post-retirement benefits obligations	88,883	90,470	46	47
Dividends payable	23,568	81,928	12 34	43 30
Concession tax	64,378	58,457 80,790	39	30 42
Subscriber rights Deferred revenue	74,791 146,769	146,980	76	42 77
Income, value added and other taxes	75,134	73,400	39	38
Other current liabilities	86,701	62,573	46	33
Total current liabilities	1,563,326	1,409,450	814	734
Long-Term Liabilities:				
Long-term debt	92,837	219,392	48	114
Provision for legal and tax contingencies	122,221	56,218	65	30
Pension plan obligations	245,030	323,333	128	168
Post-retirement benefit obligations	456,870	444,099	238	231
Total liabilities	2,480,284	2,452,492	1,293	1,277
Minority Interests	4,467	3,261	2	2
Shareholders' Equity	4,124,920	4,399,924	2,148	2,292
Total liabilities and shareholders' equity	6,609,671	6,855,677	3,443	3,571
Total habilities and shareholders equity	0,000,071	0,000,077	3,773	

Cash flow data

For the years ended December 31, 2004 and 2003 (Adjusted for inflation and expressed in millions of constant bolivars as of December 31, 2004, and millions of US dollars)

	Bs. 2004	Bs. 2003	US\$ 2004	US\$ 2003
Operating activities:				
Net income	306,684	35,484	160	18
Adjustments to reconcile net income to net cash provided by				
operating activities:				
Loss (gain) from net monetary position	24,673	(3,804)	13	(2)
Exchange (gain) loss, net	(6,329)	53,651	(3)	28
Gain in sale of investments	(12,576)	-	(7)	-
Depreciation and amortization	963,344	1,231,807	501	641
Provision for uncollectibles	89,198	104,507	46	54
Provision for inventories obsolescence	48,460	11,081	25	6
Provision for legal and tax contingencies	109,311	31,449	57	16
Changes in current assets and liabilities	9,150	(35,912)	5	(19)
Changes in non current assets and liabilities	(10,384)	(142,119)	(5)	(72)
Net cash provided by operating activities	1,521,531	1,286,144	792	670
Investing activities:				
Acquisition of software, net of disposals	(62,102)	(16,931)	(32)	(9)
Capital expenditures, net of disposals	(475,149)	(131,318)	(247)	(68)
Net cash used in investing activities	(537,251)	(148,249)	(279)	(77)
Free cash flow	984,280	1,137,895	513	593
Financing activities:				
Proceeds from borrowings	41,950	-	22	-
Payments of debt	(231,768)	(115,956)	(121)	(60)
Dividend payments	(620,489)	(675,937)	(323)	(352)
Asignation (purchase) of shares for the workers benefit fund	3,867	(3,710)	2	(2)
Net cash used in financing activities	(806,440)	(795,603)	(420)	(414)
Increase in cash and temporary investments before loss in purchasing power of cash and temporary investments and foreign exchange gain of cash and temporary investments	177,840	342,292	93	179
Loss in purchasing power of cash and				
temporary investments Foreign exchange gain of cash and	(143,008)	(166,147)	(74)	(87)
temporary investments	27,493	69,739	13	36
Increase in cash and temporary investments	62,325	245,884	32	128
Cash and temporary investments:				
Beginning of the year	930,679	684,795	485	357
End of the year	993,004	930,679	517	485

Reconciliation of Non-GAAP financial measures

(In millions of constant bolivars as of December 31, 2004)

For the quarters ended December 31, 2004 and 2003	Bs.	Bs.	US\$	US\$
	2004	2003	2004	2003
EBITDA				
Net income	36,573	81,004	19	42
Plus: Income tax	47,216	10,421	25	6
Plus: Minority interest	815	(4)	-	-
Minus: Other income (expense), net	41,945	(4,240)	22	(2)
Plus: Depreciation and amortization	224,296	297,248	117	155
EBITDA	266,955	392,909	139	205
EBITDA Margin				
EBITDA =	266,955	392,909	139	205
Total operating revenues	1,130,636	1,000,292	589	521
EBITDA Margin	24%	39%	24%	39%
For the years and at December 24, 2004 and 2002	Do	De	HO¢	LICA
For the years ended December 31, 2004 and 2003	Bs. 2004	Bs. 2003	US\$ 2004	US\$ 2003
EBITDA				
Net income	306,684	35,484	160	18
Plus: Income tax	91,193	42,420	47	23
Plus: Minority interest	1,796	625	1	-
Minus: Other income (expense), net	41,591	(64,998)	21	(34)
Plus: Depreciation and amortization	963,344	1,231,807	501	641
EBITDA	1,321,426	1,375,334	688	716
EBITDA Margin				
EBITDA =	1,321,426	1,375,334	688	716
Total operating revenues	4,106,623	3,748,355	2,139	1,952
EBITDA Margin	32%	37%	32%	37%
Free Cash Flow				
Net cash provided by operating activities	1,521,531	1,286,144	792	670
Minus: Net cash used in investing activities	(537,251)	(148,249)	(279)	(77)
Free cash flow	984,280	1,137,895	513	593
As of December 31, 2004 and 2003	Bs.	Bs.	US\$	US\$
•	2004	2003	2004	2003
Net Cash Position				
Cash and temporary investments	993,004	930,679	517	485
Minus: Short-term debt	169,605	238,450	88	124
Minus: Long-term debt	92,837	219,392	48	114
Net cash position	730,562	472,837	381	247

2005 GUIDANCE

- □ Guidance figures for 2005 presented in this document do not include the potential acquisition of Digitel
- Macroeconomic indicators presented here are based on a compilation of market consensus and constitute the Company's working scenario assumed to define the Guidance for operating and financial indicators

MACROECONOMIC INDICATORS

	Range		
	From	То	
Economic growth			
Total GDP Growth	4.0%	7.0%	
Oil GDP Growth	3.0%	6.0%	
Average oil price (US\$ per barrel) *	30.0	36.0	
Non-Oil GDP Growth	4.0%	7.0%	
Communication GDP	5.0%	8.0%	
Exchange rate (Bs./US\$)			
Average	2,131.0	2,256.0	
Year-end	2,150.0	2,300.0	
Devaluation (Year-to-Year)	12%	20%	
Inflation (CPI)			
CPI	16.0%	23.0%	
WPI	19.0%	26.0%	

^{*} Venezuelan basket

KEY OPERATING INDICATORS						
	Growt	h range	EOY Number			
	From	То	From	То		
Fixed access lines *	5.0%	7.0%	3,028	3,086		
Mobile subscribers	9.0%	11.0%	3,386	3,448		
ADSL lines	95.0%	105.0%	310	326		
Regulated Tariffs Effective Increase	8.0%	15.0%	NM	NM		

^{*} Excludes ADSL and private circuits

KEY FINANCIAL INDICATORS

(Growth rates in real terms and full year figures expressed in billions of Bs. as of December 2005)

	Growth range		Full y	ear
	From	То	From	То
Revenue	12%	9%	5,322.0	5,524.0
Cash operating expenses	15%	11%	3,720.0	3,804.0
EBITDA	5%	6%	1,602.0	1,720.0
EBITDA Margin (bp and percentages)	(210)	(100)	30.1%	31.1%
Net Income (loss)	24%	34%	440.0	505.0
CAPEX	51%	47%	939.0	969.0
Free Cash Flow	(47%)	(40%)	607.0	728.0