

BT'S FOURTH QUARTER AND FULL YEAR RESULTS **FOR YEAR ENDED 31 MARCH 2008**

Sir Michael Rake - Chairman

Good morning everyone and welcome to BT's fourth quarter and full year results for the year ended 31 March 2008.

I am really delighted to be presenting BT's results to you for the first time since becoming Chairman in September of last year.

The running order is going to be as follows.

I'll share a few thoughts with you and then Ben will take you through some of the operational progress in the last year.

Hanif will take you through the numbers and Ian will just say a few words before we hand it back to you for questions and answers.

As you know this presentation is being broadcast live as well as being recorded and also as you know there is forward looking warning statement here that you are familiar with and I'll give you time to read it very quickly.

What I really wanted to come on to, and I am sure you are familiar with, is the slides on the strategy of BT. This is a slide which explains our strategy really clearly and has been in place for some years now. I personally am absolutely convinced that it is the right strategy for the group and that it has, and will continue to, deliver value for our shareholders. But it is a long term strategy and has, of course, evolved and will continue to evolve as we stride to meet our customers changing needs. I believe we have made really excellent progress along the road of transformation from the fixed line telecoms incumbent to a global software driven communications services company. The opportunities are huge and we are determined to seize them. It's quite clear to me that BT is a world class company with a great future both in the UK and globally. But that's not to say that we know that there is more to do to achieve this objective.

Here I think you have a summary of the results for 2008. We finished very strongly and I am delighted that we delivered as we said we would on growing revenue EBITDA, earnings per share and dividends in the year. Revenue is up 2%, EBITDA is up 3%, earnings per share up 5% and we've had good cash generation of £1.5 billion up 11% and this has underpinned our recommendation of a total dividend for the full year of 15.8p up 5% on last year, making this the 6th year of growth in dividends per shareholders.

Looking now at opportunities. I've been in this role for some 8 months and what I am absolutely sure about is I made the right choice in accepting the offer to come here. This is a fascinating, challenging and complex industry that's critical to everyone and every organisation. It is a company that's the

forefront of change in innovation, in a very global environment with some extremely talented people. So for me it's been incredibly stimulating and I have to say a lot of fun. Here is what I see as the opportunities that lie ahead for us and which I believe will be critically important for us going forward and delivering value to our shareholders.

And the first of course is "Customers". The opportunity and the imperative here is really clear. By delivering excellent customer service we will not only secure the trust and loyalty of our existing customers but we will be better placed to win new business around the world.

We are investing very substantial resources in getting it "Right First Time" for our customers with the ambition of being number one for customer service in any industry.

As well as providing a key differentiator for us getting it right for our customers will help us drive our costs down and reduce the cost of failure.

Globalisation - BT has really quickly established itself as a leader in the provision of networked IT services for international organisations. This, through organic growth, through development and strategic acquisitions and we have the opportunity to serve a vast market who really needs our services. Helping our customers focus on their core activities by taking on their non core but critical functions and I believe we are making really good progress in improving our margins, while at the same time growing revenue from new and existing customers.

Going forward, of course our challenge is not only to deliver further in margin improvement but to work to continue to improve the cash flow dynamics of this business.

Investment and returns - It is vital that we continue to invest for the future as we have in the past and drive returns from these investments. For example, through investments we started making in 2002, we've helped develop the UK into one of the most competitive Broadband markets in the world. With broadband availability, as you know, to over 99% of the UK population, with broadband customers up from under 150k to 12/13 million this year and that with prices that have more than halved in the last five years, and we continue to invest. We continue to invest in 21CN which will further enhance the UK's infrastructure, but we need to encourage a regulatory environment that stimulates both competition, which is important but also investment, both at home and abroad. We have and we will continue to have an open and constructive relationship with OFCOM and with the Commission in Brussels and we will continue to work positively to create a level playing field to benefit all the market participants and customers as well as getting a result that is appropriate and right for our shareholders.

Last, but not least, "People". None of what we have achieved to date would have been possible without our people. We have, I believe, a culture in a large organisation that still stimulates innovation and we must drive to be agile

to respond effectively to this fast changing market place and to the opportunities that we have.

Now, before I sit down and leave you to get on with the really important part of this presentation, I would really like to say a few words to Ben on behalf of our Board, our staff and actually all of stakeholders, our customers and the industry as a whole. Because there is absolutely no doubt that Ben has completely re-invented this Company, it's a process that's required courage, determination and I am led to believe downright bloody mindedness sometimes over the last six years.

This has been much to the benefit of UK plc and the global IT and communication industry and I can only say, Ben as you know, I have really enjoyed working with you in the last eight months and I think it is an incredible testament to the quality of your leadership, the quality and talent of the people that we have that has allowed us to have the succession in place that we have been able to establish with Ian taking over on 1 June, with Gavin, Gavin Patterson having taken over from Ian in Retail from 1 May.

But before I hand over Ben and having made it pretty clear how I think it's good to have worked with you, I thought it might be interesting to hear from a few other familiar faces about what they thought about you.

Video

Tom Glocer

It's a pleasure for me to salute my friend Ben Verwaayen. I think he's done a truly remarkable job at BT over the years but what I wanted to share with you was the customer perspective because Reuters, now Thomson Reuters, which I had is the largest customer of the BT services unit and when we were putting together this huge telecommunications outsourcing deal and we hit the inevitable snags that you do, I always knew that I'd get a call and it would be Ben and he would say "can I come around for a coffee?". He'd come around, we'd have a short coffee, we'd hit exactly what the issue was and he'd leave and the team would get over the road block. That happened two or three times and, for me, it really came to symbolise Ben's personal commitment and a very 'can do' customer focussed attitude. So for that and everything you've done for BT and for UK industry, thanks Ben.

Arun Sarin

The telecommunications industry is going through a lot of change and you require good leaders to change large complicated companies and I think Ben has done that. Whether it's in the area of broadband or it's in the area of global enterprises, we will as an industry miss your leadership.

Charles Dunstone

Best of luck Ben, I've tried to make your life as much of a misery as I could but I don't think I have totally succeeded and you've had a fantastic reign at BT and I'd just like to personally pay you a tribute to say whilst we always competed very hard I think it was always done in good spirit and both sides

always played fair and that's really a great tribute to you so, the very best of luck in what you do next.

Stephen Carter

Ben is unique in being a Chief Executive who managed to drive for his interest, his company's interest, his shareholders' interest and also the National interest. I think if you are running a business like BT and you can do all four of those things with equal skill then you definitely prove to everyone you were the right man for the job.

Richard Lambert

When Ben Verwaayen took over at BT, it was clear that the company was in strategic disarray is not too strong a word. The other thought was, who is this bloke? He's Dutch and we have never heard of him. The third thought was, goodness me how is he going to get on with Christopher Bland, a very different personality. But of course they got on fantastically well, they pulled off a transformation of the Company and leave it in great shape and certainly I would like to wish Ben all the very best in whatever he takes on next, which I imagine will be world domination of one kind or another.

Applause

Ben Verwayen

Thank you. So you now know for sure that we are in the Wholesale business because we want to be in there. After you have seen Charles, you know why you want to be in that business.

Thank you very much, it was probably the reason why people said at yesterday's rehearsal that I am going to show you one or two videos. Well I didn't understand a word of what they were saying at the time, but now I do.

Let's go back quickly to the numbers and the story. This is Q4, I think these are cracking numbers to be honest and I hope you will allow me to elaborate a little bit on it.

If you look to our Group revenue, it's up. One has to be precise, it's up 2.5% not 2%. EBITDA is not 2% but 2.1%. These are important indicators and if you then look behind the number you see something spectacular. If you look to calls - remember that thing that Telcos used to live from that was their major source of income - calls are less than £600 million of this total number. It's less than 11% and actually broadband in total is almost exactly the same number. The difference I believe is £9 million.

If you look to IT networked services, total revenue is up 22%. The whole nature of revenue has changed dramatically, not just on the revenue but the gross in EBITDA, almost half is Global Services. You can see the diversity of our activities and the capability to meet a shift in the market. These are absorbed by a company that understands where developments are going and

translated into the ability to continue to grow and we have been growing all those numbers.

Sometimes you have not such a good quarter and people think that's the end of the world. Sometimes you have a great quarter which is in line with the development of an organisation that talks about three things.

Can we develop services for customers that they really want?

Can we develop a mechanism to really make it work for our shareholders?

Can we make profits out of them and can we generate a healthy cash flow position so we can reward shareholders with dividends?

The amazing positive message to all three is "yes".

If you look to our free cash flow the best quarter in the last six years. I can't think of a higher one over the six years but it's been the best cash flow number and it means that people are winning. Look to our working capital which Hanif will talk more about. Hanif deserves to talk about this because he really drove the organisation to do the right things. People are willing to pay for value that they perceive.

If you look to the composition of where our customers are coming from, you can see that certain areas are growing. In a growing pie of course, other areas are repositioning but as an organisation we clearly are very strong in B2B market. Corporate grew 9%, BT Business grew 10% and at the same time you can see that the diversity of services that we sell is going to a very wide, broad audience. Let's talk about them one by one.

Let's talk about our corporate customers. Why was it important that we grew outside the UK by 28%? We have talked about pipe lines and business coming through for a long time. But, at the same time, talked about growing our top line, and about reaching the 15% EBITDA margin as a mid term target. There was some scepticism. Can you do both? Especially if you go to new markets. Can you do both because you need to invest to go in to a new market? I think with the strength and concept of Global Services, that we can do both. We have doubled our business in Asia, we have grown high double digits in the US, we have done terrific in Europe. We grew 28% in what you could call new markets outside the UK, 28% and at the same time we have increased our margin performance. As we promised, the second half is better and we delivered a trajectory to the 15%, and we own that trajectory.

There are two things to bear in mind to help you understand why. First of all, this is not about bad weather activity only in good times. The reason why people want to globalise may change over time. When they feel very strong they want to go to new markets and therefore want to globalise. When the times are not so good, they are made to look to their cost structure and therefore want to globalise to take advantage of that particular aspect of globalisation. But collaboration on a global basis is here to stay and BT is

right in the sweet spot to make that possible. To allow talent around the world to work together for whatever reason their employer wants that to happen. We are an enabler in all the aspects of the business.

If you look for example to financial services, it's 17.5% of our revenue and if you look to the pipeline it's a very strong pipeline. People want to talk to us. Those who were in a 'do-it-yourself' mode up until recently now suddenly look to us and ask if we can help them. You get a total new set of drivers but, at the end, you see how strong the performance of Global Services is and it will continue.

Now if you look at the way you go to market and you control your own cost, you get the word eco system used many times. Most of the time nobody understands what it means, sounds good but what does it really mean? Actually it means that you take full advantage of partners where their core activities, their core competence is folded into your core competence. You divide the work up so that everybody benefits and therefore you have a much stronger offer to your customers.

BT has learnt the hard way over time how to work in Global Services in the eco system environment. It is not easy for large organisations to partner believe me, but you need to learn it. Whatever your business is, whatever your core competence is. It is inconceivable going forward that you can be a 'Jack of all trades' and you need to be able to work together with others. Both in your cost structure and in your go to market structure and I think Global Services have done a cracking job in getting that done.

Now, if you then look to the order intake, it's a very good point to see the health of the organisation. These are good numbers, £2.8bn. But even more important is where it's coming from. We had 260 new customers, new brands that didn't do business with BT before in this quarter joining the family of companies that do business with BT. We are now serving something like 60% of the Fortune 500. This is no longer a European business, it's a global business. It's a business that reaches out to markets and segments and sectors the globe across. Not only did we have a very strong quarter, the start of this quarter was equally strong.

Let's talk about BT Business. This was a business five years ago that people didn't want to talk about. It was a business that three years ago was in a minus 5% environment. I'd love to talk about a 10% in the quarter but, let's take the year's 5.5% growth. What's the difference? The difference is three things.

First of all we don't sell lines and calls solely any more. We are here to sell things that matter to small and mid sized businesses, solutions, things that make the convergence between communications and IT really work.

Secondly, we are able to reach the customer when they want to be reached. You remember in the beginning we had that model? How do you get to

3 million businesses at the right time? I think we have been able to do it much better.

And thirdly, we are living in a world where software as a service is now coming a reality. For example, look at our value packages. Basically take all the classical stuff, bring it together put some service on top, it's now selling terrifically. Twenty thousand businesses signed up in the quarter which means an increase of 39%. That's great and that will continue to grow. But I think even more interestingly is to look to the software as a service market. We have in the quarter signed agreements with NetSuite. Net Suite is a business management software that helps small companies to do things that only big companies can do and with a few clicks BT Business allows those companies to take full advantage of that.

SugarCRM is another of those new brands in the business of software as a service. Together, we allow companies to have something like marketing and sales performance management. Things that big organisations do and small organisations can only dream of. If you want to feel what an impact simple clicking has, look at BT Tradespace. That is the e-platform for the SME market in the UK. It didn't exist nine months ago and today 65,000 companies have their e-performance on BT Tradespace.

Growing 10% in this business is not just because a product came along. It's because the concept has changed. At the end it's all about the capability for smaller businesses to be good at what they do best. To be better at what they do best and in order to get that message across, you need to understand that hassle free is very important for SME businesses. When asked, 45% of small businesses said that on occasion in the last nine months something had happened to put them out of business for a couple of hours. Only half of them took that as a lesson learned and said now I need to do something about it. We decided to help them a little bit in getting the message across.

Running Video - New BT Advert for business customers

Right I think that will bring the message across.

Let's look to the Consumer business. If you look to the big smile on the right hand you can see ARPU growing. Now, this was an interesting quarter because we saw ARPU growing total revenue. It was down 4% and if you look to the make-up of that, it is traditional down 9% and new wave up 19%. So you see there is a shift going on in consumer. Now I know this was the quarter including Easter and that will account for some of the decline in traditional and yes, this was the quarter that we gave free weekend calls and free evening calls and that was an impact as well. But actually the story here is exactly the same as we have seen in Business. This is about old stuff being replaced by new stuff and whilst Consumer business was down 4% on revenue it's profits were up.

What's more important to me is that what we sell to our customers become more and more relevant. These go beyond just a broadband line, it's about a

broadband platform, it gives us the capability that we can build on. A customer relation that we didn't have in the past.

Now let's look at pricing. Just to give a feel of what happened in this particular market. Two years ago, we advertised all all-you-can-eat packages from voice at a very competitive cost of £15.00 per month. Today it's £5.95. We have I think developed a capability to be number one customer choice in many areas. Being the number one as ISP is for me a very important indication that what we offer is a true perceived value for our customers and that perception of our customers is based on this.

It is so much more than a broadband line. This is a market in development so if you look to some of the elements there, look to storage and security over 600k customers. If you look to entertainment, I'll come back to entertainment in a minute. If you then look to gaming, a clear example of things that were impossible, absolutely impossible as little as two years ago. This is Sony's PSP. It's available in one hundred and 17 countries, something like that. What we did is, we took 21C technology and embedded that in the PSP together with Sony. All of a sudden without any advertising by word of mouth now over 300k customers around the world. Wherever they may they can use video and voice application on their Play Station and use that capability. That is broadband in a new phase, that is broadband to ToGo to me.

If you then look to wireless. Now remember that we had that discussion about hot spots and FON and we had our capabilities in the market working with hotels and other places? Our own are now 3,000 and if you look to the relationship with FON, it's over 100k places and that translates in to a million minutes a day. This is something just people use, not to think about any more, nothing special. For them it's a way of life and that is what broadband more and more will be. Now it allows us to get services that become a way of life. If you look to VoIP, we were talking about 100k customers and I thought that was a great number. It's now over 2 million customers. The last one is really great. You know this one, the BT ToGo, I read all kinds of analysis from people about what they thought about this wonderful piece of equipment. By the way, there is a new one coming which is even nicer as you can see upstairs. There are all kinds of choices connected with BT ToGo Broadband. BT Anywhere and its phenomenal 17k customers have their own opinion and bought it. So this is something that really will go places and let's look why.

Running Video - New BT Advert - BT ToGo

Now, let me talk about BT Vision because it's too good to miss. In this quarter our net adds in BT Vision were more than Sky and Virgin added together. It's a clear indication that the market likes what it sees. What I like even better is that this package which you can get totally for free. 68% of the customers say no I want to add to that package a subscription package and when they have that subscription package they really use it, 29 times on average. So you can see that this is a market that has a product that will go places. I think this is a terrific testimony of a development that you can see coming ,from a concept to an idea, to a launch and then to the next part of the journey.

Now talking about change - this is Wholesale - I'd like to repeat what I said in the beginning, we are in Wholesale because we want to be in Wholesale. We are in Wholesale because we think we have things to offer to our customers, that makes life for them better, cheaper, faster and that allows the market to develop. It's absolutely true that we have low margin transit business that has to work itself out of a number. We knew it was coming, we'd talked about it last time and it will take a few quarters. It's also true that in Wholesale the transition from IPstream to LLU has an impact. There's another impact in Openreach, but it has an impact on Wholesale. At the same time, we are creating next generation Wholesale offers that are absolutely exciting. In the quarter we signed a whooping £1bn of orders for what Wholesale has to offer which really matters to the market, look to the logos here.

I think even more important than that is something new like managed access. A capability for people to differentiate themselves in the market which is something you can't do without. So what we are creating is a stickiness in the relationship. Transit business has zero stickiness. It's a push of a button and you re-route your traffic. If you talk about managed services it's a completely different interaction. It's only possible if your customers' trust you. These are trust contracts, something completely different than price contracts.

So let's talk about Openreach. Openreach is a tremendous success story. First of all remember that we had the discussion about the broadband market growing. Then people asked "will the access part of broadband grow?" and the answer is absolutely 'yes'. It matters to people what we do. Look to this graph. What matters to me is that we not only deliver on TSR, but what we deliver in services. Service statistics show that we do so much better than we have ever done before in repair, in provisioning. We are capable as an organisation in Openreach to take the access network which was the dog of the industry for so long and make it in to a viable business. I think that is the message you get here. Of course there are circumstances that we need to take into account. We need to look to the environmental aspects of it with the regulator and other stuff. In essence this was a part of the business without a soul and a brain and it is today a business and that is important.

Now all of this will only work for BT if we can transform our costs on an ongoing basis. We did £300m and we did £400m and we did £500m. We put almost £600m for this year and we did £625m which is always good. Ian, "it's very good to under promise and over achieve". For next year it will be £700m. So why is this important? This is important because it gives us options, it gives us choices, it gives us the ability to react when something happens in the market. When you think that we are falling off a cliff because something is happening, bear in mind that we have cost savings already embedded in our way to go to market that gives us the opportunity to react.

It is not all given away already. It's something you can play with and think about and invest. And we have made some very good strategic investments here. But the ability of an organisation to have cost saving as an ongoing skill set is a crucial factor for the long term success of BT.

Talking about a long term success. Bear with me for two minutes on 21C because I think this is the most exciting story that we have and it will have an impact in everything we do as an organisation. Much has been said about it over the last couple of months and sometimes it was difficult not to immediately react. As a concept I remember Matt Bross coming into my office and talk about the idea, the concept, the vision to take a service agnostic core network and make any message compatible with any other message allowing people on a global basis to differentiate on services and not on hardware. That was the concept, never seen before. It was not about the next box, it was about the concept as I just have said. Nothing has changed and our objectives remain exactly the same. Yes we have 17 networks and with collapsing into ONE become service agnostic, it doesn't care what service it is, it's just zeros and ones bits and bytes. The differentiation will be on the software layer.

Now why did we want to do this? We wanted to embrace faster, better and cheaper, you have heard that before. What we had was the concept that we wanted to do it as fast as possible a physical roll out of the network in order to get the cost savings in, that was the original concept. Run it as soon as possible and we thought that by 2010 we could have a nationwide physical layer of the network and then worry about new services and the software on top of that.

Now what has changed since then after the trials, after talking to the market and after listening to our customer. We don't have until 2010 to look to the new services, it's now. We need now to get the new capabilities into the market space. Capabilities that do not exist on a single box platform. It's not simply ADSL2 plus. Plug it in to your network and you have higher speed. But this is not about higher speed, this is about a new generation of capabilities, so we needed to rethink and plan a physical layer based not only on costs. We have changed that, learning from where we are, in a customer led rollout and that means this.

First of all, if people think that we are slow and nothing is happening, 58% of the core network has been installed. These are our metro nodes and if you like the numbers we have 106 metro nodes designed in 21C, 64 are already there and by year end, we will be at 80%. We will have 1600 sites cleared.

We have 700 exchanges ready for DSLAM, 94 already have a broadband DESLAM in them. By April 2009 that will be 500 and people will say great these are numbers I understand, I can do something. Bear with me, this is the physical layer, this is allowing new services to come on board. The real thing are the new services. Because it's not just about costs. Yes we will do the costs but over and above that you'll get new services, which means better service for our customers. Wholesale customers can then sell that to their end customers. It is better service not only from a service perspective but it's also a better experience that you will get. You will get new innovations and you'll get as an organisation the opportunity to make very profitable new service, on an ongoing basis.

So what you will see here are three things that I would like to show. First of all Smart Broadband. As I said, this is not just putting the box in, this is not just about how's your speed, yes there will be higher speed, that's great. For example you will get dynamic allocation. What does that mean? Well it means that the network will know that if you are on IPTV, probably a BT Vision customer, that you would need to get allocated a certain amount of bandwidth in order to get that service done. The smart intelligence in the network will allow companies to be much more confident about the services they give. Instead of trying to tweak line by line themselves and trying to find out who is the BT Vision customer. So dynamic allocation is something unique in the 21C environment, as is dynamic line management which basically says we are going to put intelligence in the network. If you as an ISP decide to give your customers a guarantee on certain speeds, that we will make sure that that guarantee is delivered. So there is much more to the product than just the speed part of it.

If you look to Ethernet, this has been around for a long time. But now it comes into the next phase. We have installed 100 nodes already, but we are now going to install 600 nodes. 100 nodes will give you 20% of market. 600 nodes will give you 80% of market which is an unprecedented level, not just Ethernet in the traditional sense but evolving to gigabit and evolving to backhaul dynamics that we don't see today.

These are products that will change the landscape. It will change the way people can use the services. The most important thing here is this one - Software Development Kits - what does it mean? Well let me give you the example of PSP. Basically it means that you as a software developer with a BT web site develops a play console, but you'd like to see the play console work across boundaries by using voice and video applications. You want to get communications into you design. Normally it would take many weeks of software development to make that happen, but now people don't have those weeks.

They can now go to the BT lab 21C platform and just click. In a matter of minutes they can incorporate that software into their own software. Our software will look for the hooks that have been embed in the software and work automatically on a global basis.

Suddenly, whatever business you are in, you can get the dynamics of worldwide reach over the 21C platform by using the software kits and simply embed it in a matter of seconds. Don't believe me, believe the new world!

I have two quotes here from companies you have never heard of. But these are the new companies that you should better pay attention to, because they are going to bring something to the market and I like this one very much. Click2Call - when a competitor in the market being highly sceptical about these types of offers says "it's true", it is indeed very cheap for us to use and it's a matter of minutes, it's one line of code instead of weeks and weeks of coding.

So this is of true benefit, 21C.

Now where does this translate, we have a whole roadmap of new services coming up. I will not dwell on that but, for those of us who have done home moving, you will be delighted to see that we get a converged broadband and voice service. You no longer have to go to two different desks and try to make it, it will be collapsed into one. This is great news for home movers.

But most important how are we doing on the finance? Well, we are doing good on the finance. We have already got cost savings of around £600m. £400m capex, £200 opex. You avoid investing in the 20C by the deployment that you have in 21C and there is much more to come. Now because this will be a dynamic process, if you look to the number we can tell you three things. First of all, it will be at least £1bn or more. Secondly, it will be opex first, capex somewhat later. It will have capex that you can follow. Thirdly, as this will not go on a nationwide rollout but on a customer led rollout, you will see that there will be a tail and I think that's good news because this will be a project that will keep giving to our organisation.

I am now up to my last slide on this podium and I will disappoint everybody if it wouldn't be a slide about this, because of course trends are your friends! I am pretty sure that you will not hear too much about it anymore so let me do it one more time.

If you look to the trends, you know where the company is going, you have seen that we have a terrific 17 quarters of growth in our revenue, 9 quarters of EBITDA growth and it will stay. If you look to our earnings per share, the real indication of how well the business is doing, you can see 24 consecutive quarters of growth. But most important it's about cash. It's about the ability of the organisation to generate cash, no better way to indicate that than in the growth of dividends. With that in mind, Hanif, all yours.

Group Finance Director – Hanif Lalani

Good morning. Mike took you through the headlines for the full year and Ben shared with you the performance by customer segment. What I want to do is to walk you through the results by line of business, to share with you the expectations in the short-term for those businesses and then to give you the outlook for the coming financial year for the Group as a whole.

Let me just go through the Group performance. What you can see is that revenue increased year on year by 2% giving us our 17th consecutive quarter of year on year growth. This was driven by new wave growth of 9% which more than offset the decline in traditional revenue of 2%. Cost efficiencies of £157m were achieved in the quarter and this took the full year efficiencies to £625m. The combination of cost efficiencies, revenue growth enabled EBITDA to grow by 2.1% year on year giving us our 9th consecutive quarter of growth.

As I look across the LoB, what I can see is that Global Services saw margin expansion of 40 basis points. Our year on year EBITDA grew faster than revenue. Next year I would expect that margin expansion to continue on the way to the 15% target that we have set ourselves in the medium term.

BT Retail increased its EBITDA and I expect BT Retail to continue to increase its EBITDA throughout the next financial year.

BT Wholesale. We saw revenue and EBITDA decline year on year, as expected this is driven by Broadband and it's driven by transit. I expect the year on year revenue and EBITDA to decline for a few more quarters.

Openreach provides products and services to the whole of the industry and communications players. If you look at its EBITDA performance broadly flat year on year and as I look to next year I expect a similar performance, broadly flat year on year.

Moving on to each LoB. Global Services revenue at £2.2bn in the quarter, grew by 10%. As Ben mentioned earlier outside the UK it grew by 28%. If you look at the different regions and different continents, you can see Americas grew by 20%, Europe Latin America by 27% and Asia Pac, on an organic basis, grew by 24%. If you look at the EBITDA performance £304m, up 13%, margin expansion of 40 basis points, this was delivered by a number of factors. Firstly maturing contracts, two thirds of our top 100 contracts are now in the second half of their life cycle.

Global sourcing and process improvements. Here we have been working with our partners to create eco systems to help us become more efficient, more effective and to deliver better services for our customers and that's meant cost savings for us and in many cases guarantee cost savings going forward. Finally, tight cost control. SG&A continues to come down 1% year on year. Now, for the last 9 months, I have stood around and I have visited many of you and I have said you will see margin expansion in the second half of the year. I believe we have delivered exactly that. If you look at the chart on the right hand side the margins in the second half of the year are greater than the margins in the first half of the year. The margins in the second half of the year are greater than the margins last year in the second half of the year and the margins have actually expanded by 90 basis points.

BT Retail. Revenue of £2.2bn its revenue year on year grew for the third successive quarter. It's driven by Broadband, driven by new customer propositions in the market place. The combination of revenue, margin management initiatives, continued focus on cost, process cost, activity cost meant that gross margin improved by 80 basis points year on year. If you look at SG&A performance, SG&A performance in Retail, flat year on year but I remind you that we write off an expense our subscriber acquisition costs. Combination of these activities mean that EBITDA increased year on year and actually EBITDA for the full year increased for the third successive year.

BT Wholesale. Here we saw low margin transit, premium rate services and high margin Broadband decline year on year. The Broadband declined, we know it's driven by a migration from IPStream to LLU and with price cuts in the market place. So we have had to focus hard on cost reduction. We've reduced SG&A costs by 9%, we've re-engineered processes to drive more efficiency. We have had to take FTE head count out of the business to ensure that we have a cost base in the future that matches the revenue and the margins of our services. The £1bn worth of orders that Ben explained earlier in the year really provides a platform, a platform that BT Wholesale can exploit to improve their performance towards the end of the year leaving them well positioned for growth in the subsequent financial year.

Openreach. Openreach external revenues increased by £45m, 22% up. There is a shift of volumes from the internal to external channels to market and in particular on two products, LLU and WLR. We have invested in service in Openreach over the last two years and what we are seeing now is superior levels of service for the whole of the industry and more efficiency in effectiveness being driven and £15m reduction in operating costs. The combination of revenue, operating cost savings leaves EBITDA broadly flat year on year.

Now P&L for the Group. I've been through revenue and taken you through EBITDA. Let me concentrate on some of the smaller lines underneath.

Depreciation – this declined year on year in the quarter driven by a number of factors. Firstly, legacy asset being fully depreciated helps drive that reduction. There was some re-lifeing of assets and this was partly offset by 21CN assets coming into use and being depreciated. As I look forward to next year, I expect depreciation for the full year to increase by around 1%.

Operating margins expanded by 60 basis points year on year and this is the 5th consecutive quarter of operating profit margin expansion.

Leaver costs are broadly flat year on year and as I look to next year I expect the leaver costs to be around £150m.

Finance costs have increased year on year driven by two factors. Higher average net debt and higher interest rates. I expect finance costs to increase in the following year as a result of the share buy back.

Tax in the quarter - an effective tax rate of 22.3% and that took the full year tax rate to around 23.2% and as I look to the next financial year, I expect the tax rate to be around 24%.

All of these activities meant that earnings per share pre leavers, pre specific items of 7p grew by 11% and gave us our 24th consecutive quarter of year on year growth.

Now I know that we have spent a lot of time on free cash flow last quarter. I guided you very clearly that you should expect a significant improvement in free cash flow and I believe that's exactly what I have delivered this quarter.

If we go through the individual lines, you can see that interest and tax is around £200/300m better than Q3. If you look at working capital, it's £1.2bn worth of inflow and that's higher than the £1bn I guided you to in Q3. That improvement has been driven by a number of factors, managing our procure to pay process and also managing our debtors, delivering milestones for our customers, making sure our customers pay us, if I look at aged debt dramatically reduced. If I look at bills going out they are going out much faster, operationally the teams are delivering milestones much quicker and that helps to improve the cash collection.

On capital expenditure I am slightly higher than the number I guided you to last quarter, but that was a deliberate choice. A choice that I have made because I wanted to invest knowing that the cash flows were strong in the quarter. In reusable capabilities, I wanted to take advantage of supplier deals available in the market place and to sign a few transformational deals with customers. All of which I believe grows profitability and adds value to the business.

If I move to the total free cash flow number, this is the best quarter we've had since 2002. If you look at the full year, a strong free cash flow position. As I look to Q1 I expect a working capital outflow in Q1 to be at a similar level to Q1 last year. I am working on seasonality and working capital and on free cash flow and am working on making that a much smoother profile less reliant on Q4 to give assurance to all of those people who pay a particular attention to free cash flow and also to create an amount of certainty around when that's coming in.

Pensions – Our IAS 19 pension position at the end of the financial year was a surplus of £2.9bn pre tax. Now that is dramatically a different place to where we were 3 years ago. But I know that many of you would prefer to look at the triennial funding valuation methodology and say “well, that's great when do you start discussions with the Trustees on the next triennial funding valuation they would begin in December 2008?”. If I use the same assumptions as we had last time in 2005 and apply them to the year end position, my triennial funding valuation I believe would also be in surplus. The reliance on equities in our pension fund has reduced, our equity allocation stands at around 45% and actually if you include on top of that the equity and funding collars that we have in place that reduces our reliance even further.

Pension interest credit. I know a favourite question so, rather than wait for it, I will tell you the impact. Pension interest credit will come down by about £107m. It comes down because the interest cost of managing and servicing the liabilities goes up. Over half of that decrease will be offset with a lower service operating charge above the EBITDA line.

So, where do I conclude with all of that? We have a winning strategy. We have delivered strong financial performance. We have very ambitious plans for each of our lines of business. The combination of those activities gives me visibility, gives me confidence so that I can say that I do expect revenue, EBITDA, earnings per share, dividends per share all to grow in the coming financial year. I also expect cost efficiencies to increase to £700m driven by increased savings from 21CN. I also expect to reduce capital expenditure to around £3.1bn.

We are focussed on generating cash from our operations and I expect our free cash flow figure for 2008/9 to be at a similar level to the year just finished, 2007/8.

So with that I am going to hand over to Ian to say a few words. Ian.

Ian Livingston

Thanks Hanif, that was a good place to end, delivering for shareholders and customers and that is what we have to continue to do to deliver the numbers for both sets of groups.

So what are we going to focus on? Three things I think. First of all, customer service. You have seen some of the benefits of improving customer service in Openreach coming through in lower costs, improvement in delivery times, reduction in repair times and that's been great progress. We are already in my view, both in the corporate world and the consumer world, the best in our industry. But that is not good enough, that is definitely not good enough, and what we are striving to be is one of the world's leading service companies in any industry and we have got some way to go. We will see a programme over the forthcoming years that I believe will deliver a significant improvement in our customer service and also a significant improvement in our cost base, because cost of failure and re work and answering calls that customers don't want to make are a significant part of our cost base. So win win for both groups.

Secondly, we are going to continue to expand our global platform and our global capabilities. Francois and the team have made great progress this year. I think our expansion through the acquisition of Front Line, through acquisition of Comsat, through the growth in many countries around the globe and our pre eminent position as provider of global network IT services to global companies is a big differentiator and a big advantage for BT and you'll see us doing more and better.

And thirdly, we are going to be carrying on the work that Ben has started in becoming a more agile company. We are a big company, we are in a 170 countries but we have to act more like a small company in our attitude of how close we are to our customers, in our attitude to costs and frankly in our attitude to speed. We are in a world of software, we have to move at software speed not at telecom speed.

So, if we do these three things I think we will carry on doing exactly as Hanif said. We'll carry on delivering for our shareholders and our customers. Now, I am going to be seeing you in July for the Q1 results and I obviously look forward to talking in more depth then. Given I am not taking over as Chief Executive until 1 June, it's best I pass you back to, Mike, Hanif and of course for the last time to Ben.

QUESTIONS AND ANSWERS

Ben

Right Q&A's, let's start over there.

Question 1

Graham Ruck – Merrill Lynch

Just wondering how to interpret the Capex guidance going forward, I guess two interpretations, one is that fiscal year 2008 has effectively been peak Capex or it's a timing issue somewhat between fiscal year 08 and fiscal year 09, and I guess the second question, just looking at BT Vision and the traction you are getting there, how does content begin to factor in to what you are going to be doing going forward and I am thinking a little bit of the OFCOM review currently, I'm looking at whether Sky needs to offer content on a wholesale basis, is there an opportunity that you can actually get a pretty good deal on content going forward, thanks.

Ben

Hanif, you take Capex.

Hanif

Sure, I think on Capex the way I would interpret it is that, if I ask people how much they want to spend in an organisation, they can spend whatever I've got in terms of cash. So really is a question of; how much free cash flow are we generating. How much cash are we getting into the business and really what are the priorities that we need to deliver, and to drive real value, real returns on the amount we are investing. So I would look at it in that way and say, yes we have made a conscious decision and we have priorities to deliver, we've looked at our cash flow performance, we know we want to return some to shareholders, and I believe the 3.1 billion for the coming year is enough to meet the priorities that we have and to reward our shareholders.

Ben

Gavin do you want to talk a little bit about Vision.

Gavin Patterson

Sure as you've seen the results on Vision are pretty encouraging, we are over 250,000 customers and we see that growing for the year ahead. Content is the key driver and access to content is critical. We do not believe we have to own it, we believe we need to have a fair access to it.

How the delay in the OFCOM assessment of the Pay TV market affects us, it's too early to call, but what we do believe is we have to get access to it because we really want to retail it. But it's too early to call whether or not it's going to improve the access, I think.

Ben

Alright, thank you, over here. Over here please.

Nick Lyall – UBS

Can I come back to the Capex question and maybe ask about the long-term. Given the 21CN comments today it looks like an incremental 400 million of savings and on your old split of 50/50, are we saying now there is only 200 million of the Capex fall to come from these levels and 3 billion is the new long-term number. And secondly, on transforming the cost base, on that slide if you were to go forward a year and think about the slide for next year, what sort of re-investment levels do you think we will be seeing next year in your savings.

Hanif

Let me tackle both questions in one go I think, I think the critical thing for me is we have to continue to deliver more efficiencies as we go forward. We know that compared to 'Best in Class Benchmarks' there is still an opportunity there to go forth.

Yes some of that are cost efficiencies we have on the Opex side helps us to manage price deflation that we see constantly in our market place and the portfolio mix that we get and our ambition has always been to increase and go forth for bigger numbers and I think as we do that we just have to manage price deflation in the market place and we have to manage the portfolio mix. Now I have given a very clear outlook that as a result of efficiencies I do expect, Revenue, EBITDA, EPS all to increase in the coming year, and I think Ben said trends are our best friends, I think that's probably a good enough answer.

On Capex I think that it's very clear that it's 3.1 billion in the coming financial year. Very difficult to look five years ahead, but if I look at 2010 and say, let me take an extra year, I see the Capex number coming to below 3 billion. So for me I think, that's a good reflection and good progress that we have made from the number that we have for this year.

Ben

Right over there.

Paul Howard – JP Morgan Cazenove

A couple of questions; firstly, on the Openreach financial review, if LLU prices go up, I think Carphone have said they will probably intend passing that on to the end customer; do the LLU prices feed directly through to BT Retail's input prices and do you think BT Retail's line rental and Broadband prices would go up through that review, if that's what happens and then secondly on Global Services, could you talk about the current relationship with Hewlett Packard and any implications of their approach to EDS, what may happen on that front.

Ben

Right shall we take the last one first, Francois?

Francois Barrault

We have a BT alliance programme running for four years, we had a lot more than \$2 bn of contract, we have just announced a new one. We see this as a good move because it will strength our alliance and BT can bring a lot in these topics, so we are quite confident. We have daily talks you know with HP on various aspects so we are pretty confident that it will be good for BT and good for HP and also good for the EDS.

Ben

Right Steve you want to say a few things about...

Steve Robertson

Last thing I would like to do is speculate on what Charles is going to do with his pricing, probably better ask Charles about that. What I would say is, as an industry we are remarkably resilient in being able to absorb shocks in the cost base and you know the long term trend has not been increased prices, you know, what we end up charging in the retail market is influenced by a lot of stuff and to be honest the input price of LLU as a cost into the retail market space is actually, you know is very significant but it is only a proportion of the entire cost base. So I think it is very, very, probably wrong to speculate, especially ahead of the outcome from OFCOM in terms of impact on end users. I think the news that we do hear however from my customers is that they are all doing very well just now, thank you.

Ben

Right yep, then we go back that way.

Mike Williams - Citigroup

A couple of questions relating to Wholesale if I can? I mean the financial impact of Broadband migration appears to be stabilising in the quarter. In parallel you've highlighted 1 billion of new contact wins this quarter. Based on what you see in the market, where do you think that we are in the transitional Broadband migration process. Is it fair to say we're probably through the worst and based on all the moving parts you can see is it fair to start thinking about the possibility of revenue inflection for Wholesale towards the back end of 2009. Thanks.

Ben

Back end of 2009... Sally.

Sally Davis

Yes, thanks very much. I think where we are in the lifecycle is we have been very clear that we expect the profile in our numbers on transit and Broadband to continue for the next few quarters. The LLU operators, there is still we know some migration to occur in that customer base and we will see that over the next few quarters. But, you know, our strategy is clear the markets absolutely in transition and our customers are very interested in us helping them in some of the areas where they don't think its core to their growth. So the growth in managed network services and yes, some of the contracts that we saw in that £1 billion of orders in Q4 will be important to that growth. The areas in the managed access services for the mobile operators that will position us to experience some of the growth in the mobile market that we all expect to see as some of the mobile Broadband develops and the higher bandwidth services. So, yep we think we are now positioning ourselves for growth and I think we have been very clear that moving into the next financial year, that's when we are expecting to see some positive outcomes.

Ben

Right up there.

Jonathan Grocock - Investec

Morning, a few questions if I can, firstly can you clarify exactly when you are going to be launching 24 megabits per second DSL. Secondly if you could comment on the performance of Ericsson Softswitching in the 21CN trials and finally just on the pension credit with regards to the above the line and down on the net finance line, could you clarify if the pension credit in the net interest line went completely would you get a step up accordingly in the EBITDA line as well? Thank you.

Ben

Sally.

Sally

The first, the answer to the first is; we have, we launched it at the end of April with about a million homes covered and we are going to be building that to about 10 million homes this time next year with nationwide rollout soon after that. It's then up to each retail provider to decide when they want to go with a major launch programme and for most of them, you know, they would like to see greater coverage if they are going to go out with a national launch. So at the Wholesale level we now have the product launched, we have already progressed over 1,000 orders in the last few days. So we are expecting to see that take off, but each retailer will decide when they really want to put their effort behind a national campaign and they probably want to see a few more million homes at that point. Okay.

Ben

Well that's up to Retail they have not made, Gavin have you made a decision already?

Gavin

Well, we are continuing to trial it, we have got to put it through our systems but as Sally says the key to it is coverage and as coverage builds through the year you will see that we will go large on it later in the year.

Ben

Right, Hanif.

Hanif

On pension interest credit I think that it's clear that the AA bond rate drives the pension interest credit on terms of managing the liabilities, when you go above the EBITDA line there are a number of factors to take into consideration, there are things like how many people remain in the pension scheme, there is also the AA bond rate to take into consideration. But I think as a rule of thumb and very much as a rule of thumb, I think if that you get more than half of it back above the EBITDA line is a good measure to go with. And I will remind you, we went back three years when we brought in IFRS, I think I took everybody through the difference in accounting and the impact on our earnings, and what was very clear at that point in time was as we moved from UK GAAP to IFRS, BT as a company got no benefit from moving from one accounting methodology to another. They were different impacts on the line, but a number of you commented that pension interest credit increasing is a bad thing.

What you are now seeing is actually pension interest credit coming down and operational performance covering the gap, so I am making the assumption that the same people will comment on the improvement in quality of earnings.

Ben

Don't count of that... over there.

Hannes Wittig - JP Morgan

Thank you, I have two questions, first have you seen any impact either in the last quarter where line loss has ticked up a little bit or since then regarding the impact maybe UK economy and maybe the mortgage crisis, kind of building up and secondly since you are building ADSL 2 plus out over the next one year and longer is it fair to draw the conclusion that you have nothing in mind regarding fibre over that period of time.

Ben

You want to say something about the credit crisis in the retail business Ian?

Ian

Yes, delighted to. No I think you will see a better performance on things like active customer losses this quarter than last quarter. I think competition has been the biggest factor. There is going to be less household formations, there's no question about that and that is going to have an effect, what we are not seeing an effect on is either on bad debt or frankly on Broadband take-up which is still growing at a great pace, 0.5 million additional Broadband is a pretty big number. So job vacancies still going up, so I think household formations will have some impact but not seeing in the consumer market, in the SME market well you've seen the numbers and that doesn't look like a swinging recession in those numbers. Of course there will be some sectorial differentials but the same fundamental basis for businesses apply which is, if we can allow them to do business more easily and allow them to save money, then they like that, if there is less business activity going on that has some effect but we are not really seeing it yet, frankly.

Ben

Francois

Francois

Yes two things, what we are seeing is spectrum of recession either in the UK or in US boost our business outside the UK and we have seen that, especially in emerging countries. And second because of credit crunch and lack of cash most of our financial institution customers are coming back to us to look at how they can restructure their cost base on the ITN network so it has boosted our pipeline and we are quite confident we will take advantage of that.

Ben

Alright you wanted to add something about the second part of the question?

Ian

Yes, fibre, well we are doing stuff on fibre we are going to have Ebbsfleet later in the summer, we'll be doing fibre to the premise we absolutely look at fibre to the cabinet trials. We said that, we said for big new housing developments we are looking at fibre to the home. And of course, we are continuing to roll out to businesses, 120,000 businesses are using fibre, so we are going along a multiple strategy and we'll find out and understand better about fibre so, you know we are keeping our options open, but no, there is no further plans and of course we will also carry on working with OFCOM just to make sure we remove some of the traditional barriers that just stop us, you know make things like Ebbsfleet difficult because a lot of regulation today is based on copper and not really on fibre, so we will carry on testing.

Ben

Right over there.

Steve Malcolm - Arete

Two questions please. First of all back to Wholesale on the smart Broadband product, I think it's BT Broadband Connect its called, which is clearly going to be cheaper and more flexible for your Wholesale clients. Yet when I look at your competitors most of are fully committed to LLU. So can you just try and explain how you think that feeds through, do you think it makes them re-think some of their more marginal LLU plans reign back in, do you think Wholesale number can start going back up again, maybe just flesh that out a little bit. And coming back to Ian's comments on Global Services, do you expect the global economic conditions to present more opportunities to acquire companies, you mentioned Front Line and Comsat, and might you be prepared to take a slightly more expansive view on the balance sheet if larger opportunities present themselves as a result of slow down in credit crisis and the rest, thanks.

Ben

So let me be clear about the strategy on M&A I think that we have a very good track record to show that we look to opportunities not in and by themselves but how they fit into a strategy that we have. Global Services have been extraordinarily successful and been very targeted, very much focused on capabilities not capacity on the ground and I think it is a very good strategy that has worked for us.

Sally

Yes, sure. I think you saw from the Retail presentation that Broadband is and the types of services that we are putting over Broadband are much richer and more varied and increasingly operators need to have much greater quality assurance, need to be able to flex that bandwidth and that's precisely what our new family of Broadband products is going to do. So yes, I think that we are going to be attractive to a number of players maybe who haven't actually got the scale out of an LLU environment and of course we are nationwide and we intend to be nationwide and so I think that we'll see increasingly some customers saying, you know what is going to be our strategy, and we've really patented some of the technology that we have developed around assuring that quality and giving that flexibility, and I think each player will have to really make their own decision on that basis.

Ben

Right we are going there and then we go there and then we look to the time and the clock.

Matthew Bloxham – Deutsche Bank

Couple of questions. One the Open Zone Wi-Fi services, just wondering if you can give us an idea how important that is within mobility, if you see any impact from the kind of 3G data cards and what you are thinking in relation to that business is about, kind of spectrum and Wi-Max.

Then the second question is on cash flow. Good to see that it seems to be going up the agenda in terms of management focus, just wondering to what extent already cash flow is part of management incentivisation and whether that's going to increase going forward.

Ben

You want to do the cash flow first.

Hanif

Yes, I think that it's not going up the agenda, it's always been up on the agenda for me and it's something that I am very clearly focussed on, so I think that you have heard me talk in detail about managing debtors, managing our procure to pay process, about managing the interest costs on a more consistent basis, so I think that it's always been there. In terms of management incentivisation this year cash flow account for us a significant proportion of the bonus payments and also for the shares that come along. So 30% of our target is driven by cash flow in some shape or form.

Ben

Ian.

Ian

Actually I mean I think Wi-Fi tends to be quite complementary to the 3G data cards, I can understand where the Wi-Fi works really well as in doors, which obviously 3G has more penetration issues of that. Lots of people together doing sort of various significant downloads, I mean if you sit in a BA lounge and BA decide that it was a really good part of it's strategy for its lounges to have Open Zone for free, you know they recognise what that brings to their customer base and you have got 30, 40, 50 a 100 people actually on their lap tops, I don't think a 3G cell site can cope with that and it's not particularly efficient use of it. Open Zone absolutely can do if you happen to be travelling on the M25, hopefully not driving, then obviously 3G might have somewhat more advantages. So I think they are complementary and I think you will see more people buying multiple cards that actually do both and look for best available network. In terms of spectrum, yes we are interested in the Wi-Max spectrum, we have said that, but we have got to see what finally happens regarding the auction and look at some of the opportunities around it, but I think we are quite a few months away from that.

Ben

Right we have a few more. Over there and then the last question we go there.

Petri Allas – Redburn

Congrats for the fourth quarter. Couple of questions if I may. First on Wholesale, on the new contracts 1 billion of them, what sort of margins and cash are you seeing them bringing in. More like Global Services or more like what Wholesale used to be. Secondly if the other providers have had good numbers on retail churn whether you have any comments to make on Broadband churn. Thanks.

Sally

Hi Petri. You don't expect me to be specific on the contracts, but clearly they are contracts that give us good margins and also are good for our customers. What I will say is these contracts are often quite a mixture because we both include some of the legacy services which have got very good margins with some management and service wrap and some of the newer services which may not have the great margins at the beginning of a product life cycle but which we know will grow to have good margins, so it's good business for customers and for us.

Gavin

Our churn has been coming down quarter after quarter, we are down at around 20% now on Broadband and we are investing a lot in creating a great service, great churn offers to look to see if we can push it down further than that.

Ben

Last question is going over there.

Damien Chew - ING

Just a clarification on the Broadband issue on the Wholesale new managed services contracts. Can you just comment will there be significant new Capex required to support these new managed services contracts first of all.

Ben

Thank you, but before I answer your last question, allow me to say one thing to the audience because this is the last question and it will be my last opportunity to say something to you.

First of all I would like to thank you, call me crazy but I really enjoyed 25 times to have the scrutiny of this audience, this is a very good audience, you know your stuff. You are also very hard to convince that your opinion may not be the only opinion and that makes it really fun. I'd like to say also that I think the company is in fantastic shape, most and for all because I have a great successor, it's a very young team so be a bit kind to them. The average age came down substantially. It's also a team that really global, if you listen very carefully you can hear accents not just from Francois but also from Ian, so You will get that right and also talking about passion for numbers, we have now not one, not two, but three chartered accountants in the top of the organisation so I think you will be in great shape going forward. Thank you very much. And we will answer you after the meeting. Thank you very much. Ian will see you next time.