

CHINA TELECOM CORP LTD
Form 6-K
April 30, 2012

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**

For the Month of April 2012

Commission File Number 1-31517

China Telecom Corporation Limited

(Translation of registrant's name into English)

31 Jinrong Street, Xicheng District

Beijing 100033, China

(Address of principal executive offices)

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(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 ☒ Form 40-F ☐

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):“)

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):“)

(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 ☒

(If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):82- .)

EXHIBITS

| Exhibit Number | | Page Number |
|---------------------------|---|------------------------|
| 1.1 | Announcement of key financial and performance indicators for the first quarter of 2012, dated April 27, 2012. | A-1 |

FORWARD-LOOKING STATEMENTS

Certain statements contained in this Form 6-K may be viewed as forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements are, by their nature, subject to significant risks and uncertainties, and include, without limitation, statements relating to:

our business and operating strategies and our ability to successfully execute these strategies;

our network expansion and capital expenditure plans;

our operations and business prospects;

the expected benefit of any acquisitions or other strategic transactions;

our financial condition and results of operations;

the expected impact of new services on our business, financial condition and results of operations;

the future prospects of and our ability to integrate the acquired business;

the industry regulatory environment as well as the industry outlook generally; and

future developments in the telecommunications industry in the People's Republic of China, or the PRC.

The words anticipate, believe, could, estimate, expect, intend, may, plan, seek, will, would and similar expressions, as they are used herein, are intended to identify a number of these forward-looking statements.

These forward-looking statements are subject to risks, uncertainties and assumptions, some of which are beyond our control. In addition, these forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. We are under no obligation to update these forward-looking statements and do not intend to do so. Actual results may differ materially from the information contained in the forward-looking statements as a result of a number of factors, including, without limitation, the following:

any changes in the regulations or policies of the Ministry of Industry and Information Technology, or the MIIT, and other relevant government authorities relating to, among other matters:

the granting and approval of licenses;

tariff policies;

interconnection and settlement arrangements;

capital investment priorities;

the provision of telephone and other telecommunications services to rural areas in the PRC;

the convergence of television broadcast, telecommunications and Internet access networks, or three-network convergence; and

spectrum and numbering resources allocation;

the effects of competition on the demand for and price of our services;

effects of our restructuring and integration following the completion of our acquisition of the Code Division Multiple Access technology, or CDMA, telecommunications business in 2008;

any potential further restructuring or consolidation of the PRC telecommunications industry;

changes in the PRC telecommunications industry as a result of the issuance of the third generation mobile telecommunications, or 3G, licenses by the MIIT;

the development of new technologies and applications or services affecting the PRC telecommunications industry and our current and future business; and

changes in political, economic, legal and social conditions in the PRC, including changes in the PRC government's specific policies with respect to foreign investment in and entry by foreign companies into the PRC telecommunications industry, economic growth, inflation, foreign exchange and the availability of credit.

Please also see the "Risk Factors" section of the Company's latest Annual Report on Form 20-F, as filed with the Securities and Exchange Commission.

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.

CHINA TELECOM CORPORATION LIMITED

Date: April 30, 2012

By: /s/ Wang Xiaochu
Name: Wang Xiaochu
Title: Chairman and Chief Executive Officer

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China Telecom Corporation Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 728)

KEY FINANCIAL AND PERFORMANCE INDICATORS FOR THE FIRST QUARTER OF 2012

The unaudited financial data of the Group for the first quarter of 2012

Operating revenues were RMB67,929 million, representing an increase of 15.7% over the corresponding period of last year

Operating revenues excluding mobile terminal sales were RMB62,288 million, representing an increase of 12.0% over the corresponding period of last year

EBITDA (before CDMA network capacity lease fees) was RMB24,028 million, representing an increase of 0.9% over the corresponding period of last year

Profit attributable to equity holders of the Company was RMB4,272 million, representing a decrease of 6.5% over the corresponding period of last year

In order to further enhance the transparency of the Group and to enable shareholders, investors and the general public to better appraise the operational performance of the Group, the board of directors (the Board) of China Telecom Corporation Limited (the Company), together with its subsidiaries, the Group announces certain selected unaudited key financial and performance indicators of the Group for the first quarter of 2012.

Financial Data (Extracted from financial records prepared in accordance with International Financial Reporting Standards)

| | For the period from 1 January 2012 to 31 March 2012 (RMB million) | For the period from 1 January 2011 to 31 March 2011 (RMB million) (restated)* | Increase/ (Decrease) |
|---|---|--|-------------------------|
| Operating revenues | 67,929 | 58,720 | 15.7% |
| Operating revenues excluding mobile terminal sales | 62,288 | 55,599 | 12.0% |
| Operating expenses | | | |
| Depreciation and amortisation | (12,246) | (12,872) | (4.9%) |
| Network operations and support | (14,770) | (11,935) | 23.8% |
| Selling, general and administrative | (14,184) | (10,799) | 31.3% |
| Personnel expenses | (11,236) | (9,729) | 15.5% |
| Other operating expenses | (9,341) | (6,443) | 45.0% |
| Total operating expenses | (61,777) | (51,778) | 19.3% |
| Operating profit | 6,152 | 6,942 | (11.4%) |
| Finance costs and others | (416) | (679) | (38.7%) |
| Profit before taxation | 5,736 | 6,263 | (8.4%) |
| Income tax | (1,439) | (1,677) | (14.2%) |
| Profit for the quarter | 4,297 | 4,586 | (6.3%) |
| Profit attributable to: | | | |
| Equity holders of the Company | 4,272 | 4,570 | (6.5%) |
| Non-controlling interests | 25 | 16 | 56.3% |
| | As at 31 March 2012 (RMB million) | As at 31 December 2011 (RMB million) | |
| Total Assets | 427,507 | 419,115 | 2.0% |
| Total Liabilities | (166,350) | (162,237) | 2.5% |
| Total Equity | 261,157 | 256,878 | 1.7% |

* As the Group adopted the amendment to IFRS 1 in 2011, certain quarterly figures were correspondingly and retrospectively adjusted and restated. Please refer to note 3 of the audited financial statements in the 2011 annual report for details.

Business Data

| | As at 31 March 2012/ For the period from 1 January 2012 to 31 March 2012 | As at 31 December 2011/ For the period from 1 October 2011 to 31 December 2011 | As at 30 September 2011/ For the period from 1 July 2011 to 30 September 2011 |
|---|---|--|--|
| Mobile Subscribers (Million) | 135.83 | 126.47 | 116.95 |
| of which 3G subscribers (Million) | 43.55 | 36.29 | 28.43 |
| Net Add of Mobile Subscribers (Million) | 9.36 | 9.52 | 8.58 |
| of which Net Add of 3G subscribers (Million) | 7.26 | 7.86 | 6.89 |
| Mobile Voice Usage (Billion Minutes) | 113.34 | 113.25 | 106.05 |
| Wireline Broadband Subscribers (Million) | 80.40 | 76.81 | 73.69 |
| Net Add of Wireline Broadband Subscribers (Million) | 3.59 | 3.12 | 3.60 |
| Local Access Lines in Service (Million) | 168.71 | 169.59 | 170.96 |
| including: Household (Million) | 107.65 | 108.01 | 108.74 |
| Government & Enterprise (Million) | 37.43 | 36.84 | 36.11 |
| Public Telephone (Million) | 13.74 | 13.86 | 14.05 |
| Wireless Local Access (Million) | 9.89 | 10.88 | 12.06 |
| Net Decrease of Local Access Lines in Service (Million) | (0.88) | (1.37) | (1.26) |
| Wireline Local Voice Usage (Billion Pulses) | 54.14 | 48.31 | 52.54 |
| Wireline Long Distance Usage (Billion Minutes) | 10.48 | 12.37 | 13.53 |

For the first quarter of 2012, the mobile services continued to grow rapidly, demonstrating concurrent achievements in rapid expansion in mobile customer scale and revenues as well as progressive increase in subscriber market share. The number of mobile subscribers reached a total of 136 million, of which 43.55 million were 3G subscribers. The net addition of mobile subscribers was 9.36 million for the first quarter and the average mobile service revenue per user per month (ARPU) was around RMB51.7, which was primarily stable as compared to that for the full year of last year. Facing the challenges from the new Internet technology and the intensified mobile substitution, the number of local access lines in service of the Group declined by 0.88 million in the first quarter. Services like Internet and data services continued its robust growth momentum, which effectively mitigated the impact of decline in the wireline voice services. The wireline broadband subscribers reached 80.4 million, representing a net addition of 3.59 million. The fundamentals of the overall wireline services continued to remain stable.

The Company's operation was on track as planned for the first quarter of 2012. The operating revenues were RMB67,929 million, representing an increase of 15.7% from the same period of last year. Revenues from sale of mobile terminals were RMB5,641 million, an increase of 80.7% over the corresponding period of last year. Meanwhile, as a result of the corresponding significant increase in the costs of mobile terminals sold, other operating expenses increased significantly from the same period of last year. The operating revenues excluding mobile terminal sales were RMB62,288 million, representing an increase of 12.0% from the same period of last year. As a result of the rapid growth in the mobile service revenue, CDMA network capacity lease fees increased significantly, leading to the growth rate of network operations and support expenses being higher than the growth rate of revenues. Following the launch of iPhone 4S in the period, the Group made an appropriate increase in marketing initiatives for the profitable scale development of its mobile services, which is expected to significantly enhance its long term sustainable growth and value creation despite the short term pressure on its profitability. For the first quarter of 2012, the profit attributable to equity holders of the Company was RMB4,272 million, representing a decrease of 6.5% from the same period of last year. EBITDA (before CDMA network capacity lease fees) was RMB24,028 million, an increase of 0.9% from the same period of last year. EBITDA margin (EBITDA divided by the operating revenues excluding mobile terminal sales) was 38.6%, representing a decline of 4.2 percentage points from the same period of last year.

At present, 3G service is entering into a phase of accelerated growth. Wireline broadband service is still in a period of high growth. The commercialisation of new services such as mobile Internet, Cloud computing and Internet of Things is further accelerating, which will open up a new area for the Group's development. However, at the same time, the Group also faces new challenges of the integration of the information industry and intensified market competition. The Group will closely align with the theme of promoting scale development through dual-leadership in innovation and services to create a differentiated competitive edge, adhering to the principle of efficiency and continuing to accelerate the scale development of mobile, wireline broadband and informatisation applications. The Group will strive to enhance the strengths in innovation, service, efficient centralisation and operation management to create more value for shareholders.

The Board wishes to remind investors that the above financial and business data are based on the Group's unaudited management accounts. Investors are cautioned not to unduly rely on such data.

In the meantime, investors are advised to exercise caution in dealing in the securities of the Company.

By Order of the Board
China Telecom Corporation Limited
Wang Xiaochu
Chairman and Chief Executive Officer

Beijing, PRC, 27 April 2012

FORWARD-LOOKING STATEMENTS

Certain statements contained in this announcement may be viewed as forward-looking statements within the meaning of Section 27A of the U.S. Securities Act of 1933 (as amended) and Section 21E of the U.S. Securities Exchange Act of 1934 (as amended). Such forward-looking statements are subject to known and unknown risks, uncertainties and other factors, which may cause the actual performance, financial condition or results of operations of the Company to be materially different from any future performance, financial condition or results of operations implied by such forward-looking statements. In addition, we do not intend to update these forward-looking statements. Further information regarding these risks, uncertainties and other factors is included in the Company's most recent Annual Report on Form 20-F filed with the U.S. Securities and Exchange Commission (the SEC) and in the Company's other filings with the SEC.

As of the date of this announcement, the Board consists of Mr. Wang Xiaochu as the chairman and chief executive officer, Mr. Yang Jie as the president and chief operating officer, Madam Wu Andi as the executive vice president and chief financial officer, Mr. Zhang Jiping, Mr. Yang Xiaowei and Mr. Sun Kangmin as the executive vice presidents, Mr. Li Jinming as the non-executive director, and Mr. Wu Jichuan, Mr. Qin Xiao, Mr. Tse Hau Yin, Aloysius, Madam Cha May Lung, Laura, Mr. Xu Erming as the independent non-executive directors.