

JANUARY/DECEMBER

**Investor Relations**  
February 26<sup>th</sup>, 2010

# 2009 Results



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## 2009: Top quality performance in a very challenging environment



## Robust set of financials in 2009

€ in millions	Jan-Dec <sup>(1)</sup> 2009	Change <sup>(1)</sup> FY 09/FY 08	Change organic <sup>(2)</sup> FY 09/FY 08
<b>Revenues</b>	56,731	-2.1%	+0.2%
<b>Operating Income before D&amp;A (OIBDA)</b>	22,603	-1.4%	+0.9%
<b>OIBDA Margin</b>	39.8%	+0.3p.p.	+0.3p.p.
<b>Operating Income (OI)</b>	13,647	-1.6%	+0.7%
<b>Net income</b>	7,776	+2.4%	
<b>OpCF (OIBDA-CapEx)</b>	15,346	+5.7%	+8.0%

### Contribution by regions (FY 09)

% Group	Revenues	OIBDA
T. España	35%	43%
T. Latam	41%	40%
T. Europe	24%	17%

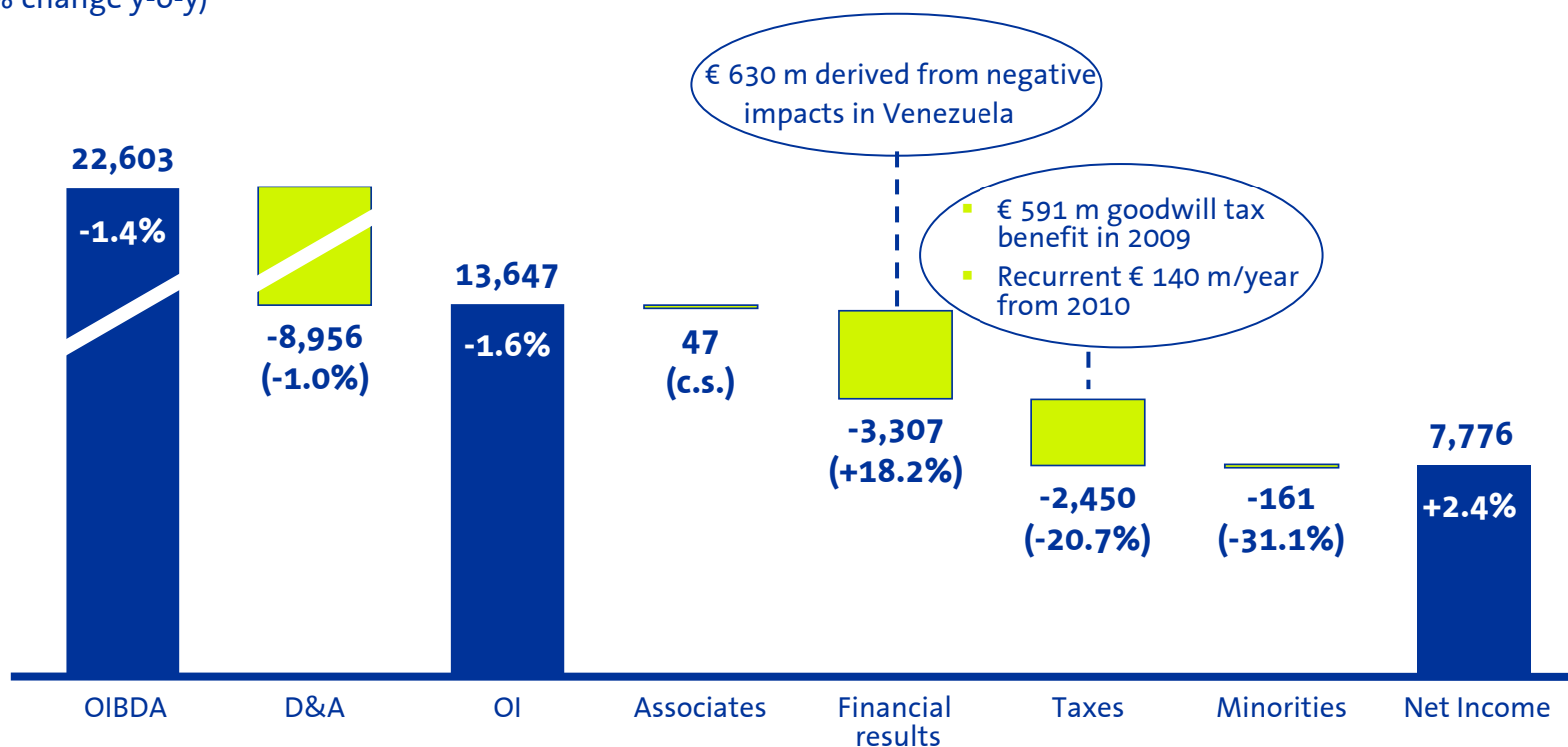
**Reported figures hit by FX & impacts in Venezuela**

(1) Includes hyperinflationary accounting in Venezuela in 2009.

(2) Organic growth: Assumes constant exchange rates as of 2008 (average fx) and includes the consolidation of Telemig in January-March 2008. Excludes hyperinflationary accounting in Venezuela in 2009. OIBDA and OI figures do not include the impact of capital gains derived from Airwave and Sogecable disposals registered in Q2 08 and Medi Telecom in Q4 09.

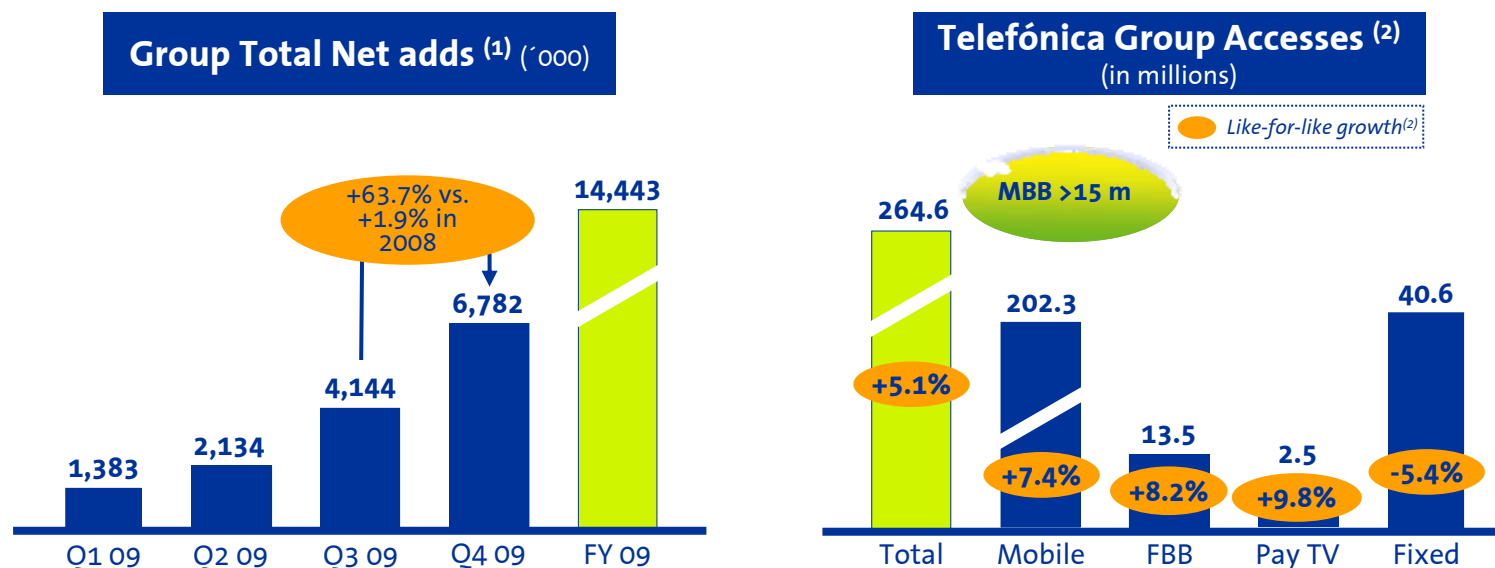
## Further growth in net income and EPS

FY 09  
 € in millions  
 (% change y-o-y)



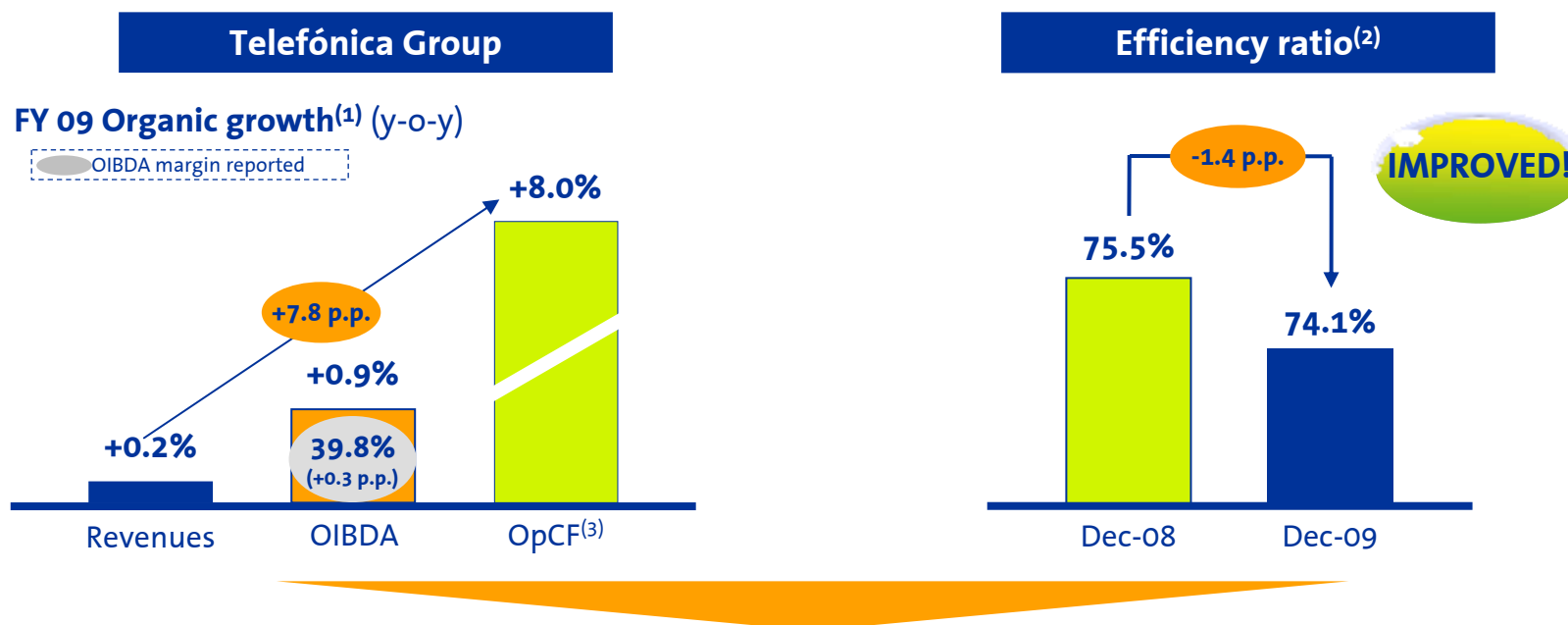
**FY 09 EPS reached € 1.71: +4.5% y-o-y**

## Strong commercial momentum, setting the base for future growth



- **Net adds sequential improvement along the year** driven by higher gross adds and churn containment
- **H2 09 net adds more than tripled H1 09's figure**, on the back of mobile net adds
- **MBB accesses gaining traction: +70.3% y-o-y**

# Sustained strong cash generation led by improved profitability



## Efficiency gains and maximizing synergies:

- OpEx contention in FY 09 (-0.4% organic<sup>(1)</sup> y-o-y)
- Lower SACs across regions, driving the fall in commercial costs (-2.3% organic<sup>(1)</sup> y-o-y in FY 09)
- Interconnection costs down 2.0% organic<sup>(1)</sup> y-o-y in FY 09 on lower MTRs

## Focused CapEx, oriented to growth opportunities:

- -11.1% organic<sup>(1)</sup> y-o-y (-8.7% ex-VIVO licenses)
- 78% of total CapEx for growth & transformation:
- Continued growth in BB (fixed & mobile) across regions
  - 3G CapEx: +66.0% y-o-y ex-fx
    - 3G coverage: +15 p.p. y-o-y
    - Local loops >25 Mbps; +6 p.p. y-o-y
    - IP network capacity: x2 vs. FY 08

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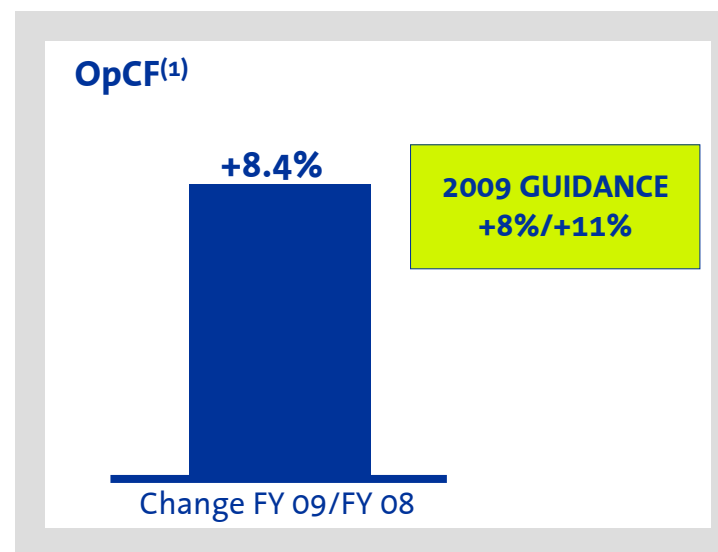
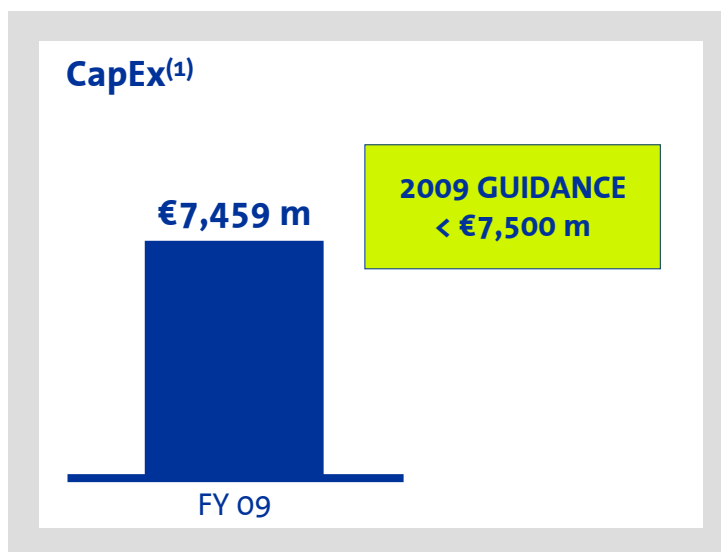
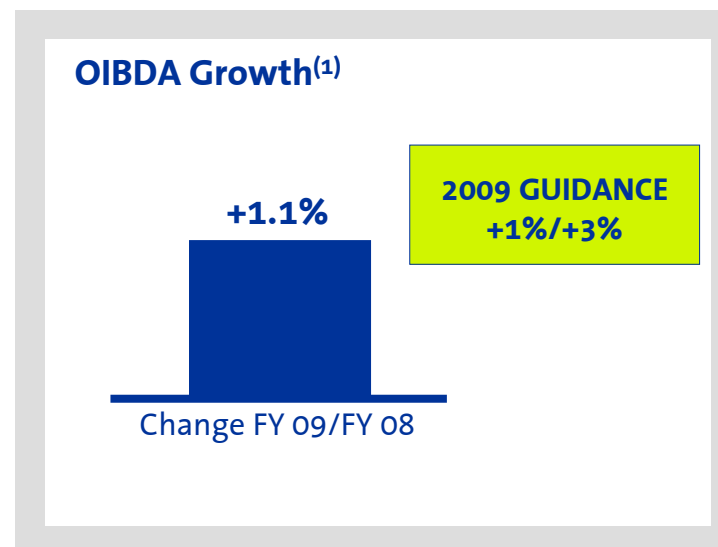
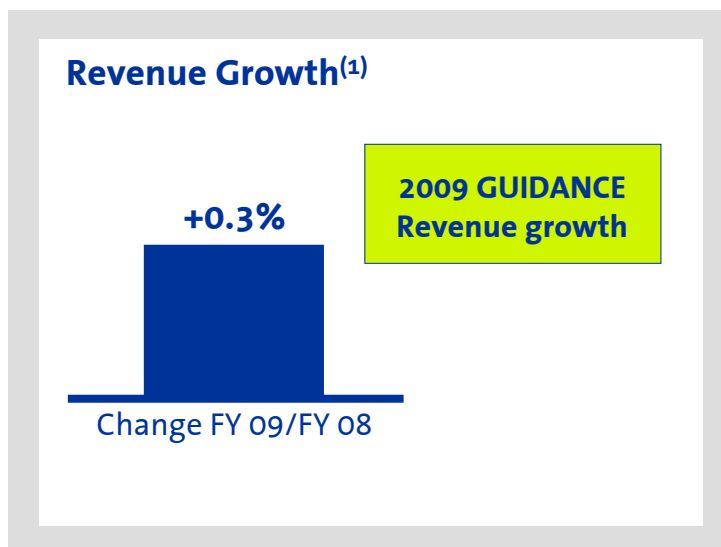
(1) Organic growth: Assumes constant exchange rates as of 2008 (average fx) and includes the consolidation of Telemig in January-March 2008. Excludes hyperinflationary accounting in Venezuela in 2009. OIBDA and OI figures do not include the impact of capital gains derived from Airwave and Sogecable disposals registered in Q2 08 and Medi Telecom in Q4 09.

(2) Defined as last twelve months (OpEx+CapEx- Internal exp. Capitalized in fixed assets)/Revenues. CapEx excludes the acquisition of spectrum and Efficiency Program at T. España.

(3) OpCF: OIBDA-CapEx

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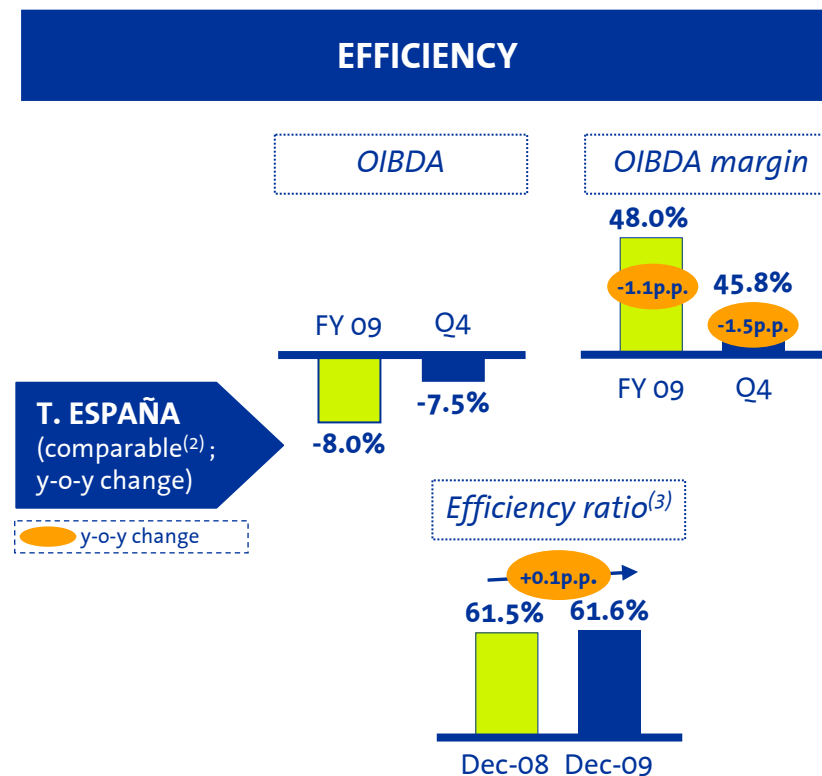
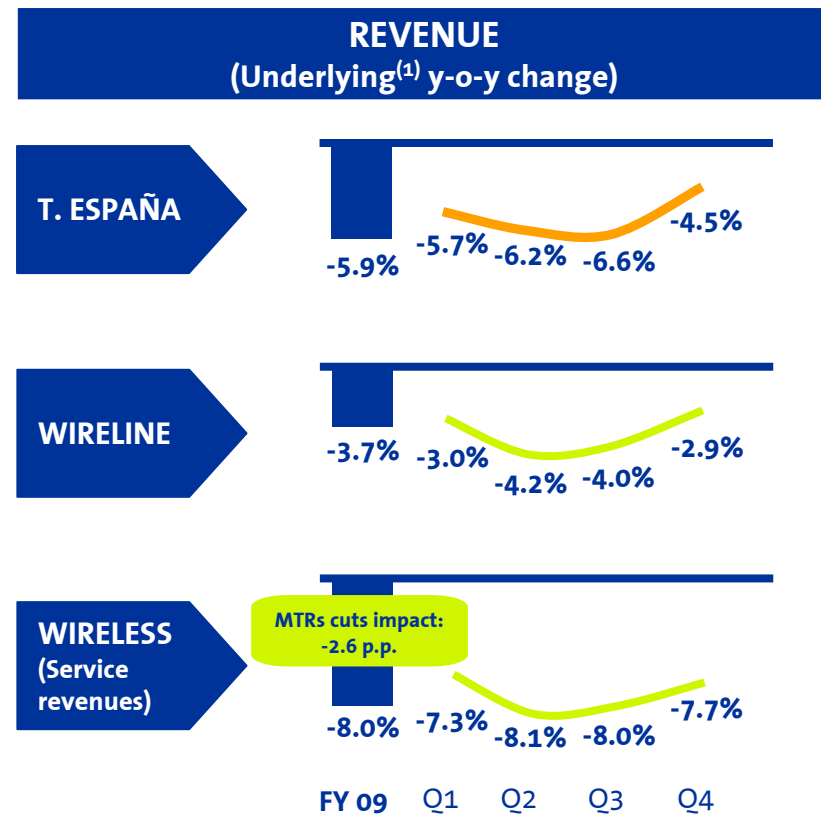
# Delivering our year-end targets for 7 years in a row



(1) Full year 2008 adjusted figures for guidance exclude Sogecable capital gain (€ 143 m), the application of provisions made in T. Europe in respect of potential contingencies deriving from the past disposal of shareholdings, once these risks had dissipated or had not materialized (€ 174 m) and includes 9 months of consolidation of Telemig in T. Latam. 2009 figures for guidance assume 2008 constant FX (average FX in 2008) and exclude hyperinflation accounting in Venezuela. In terms of guidance calculation OIBDA exclude capital gains and losses from sale of companies and write-offs. Group CapEx excludes Real Estate Efficiency Program of T. España and spectrum licenses.



# Sustained top-line improvement and strong OpCF

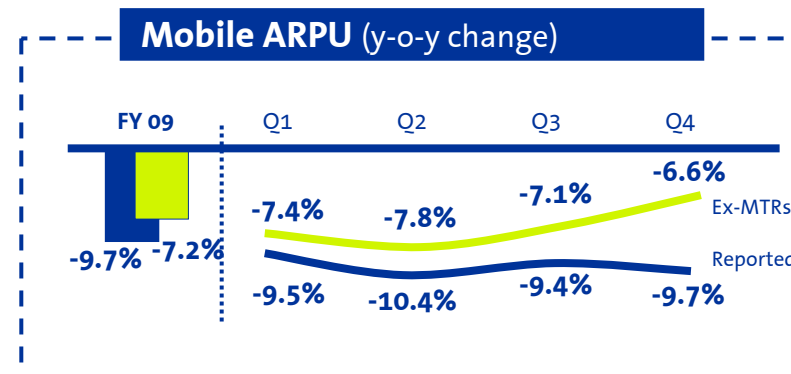
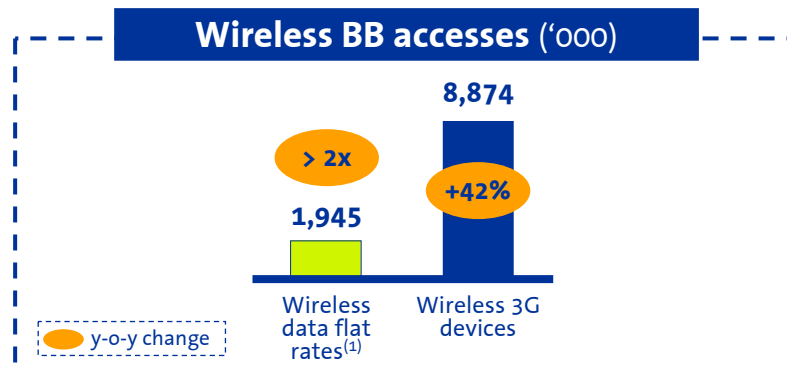
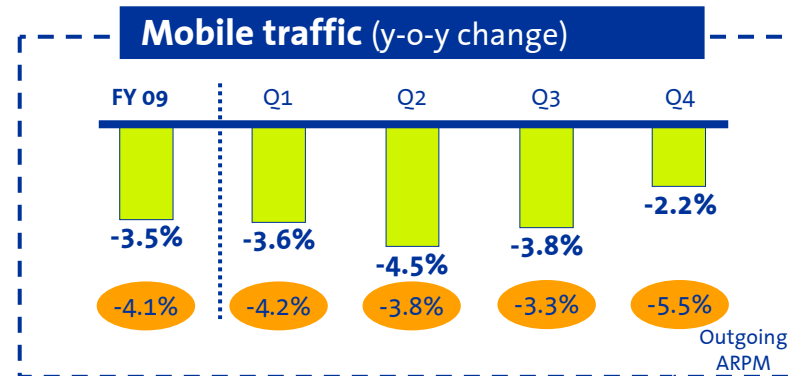
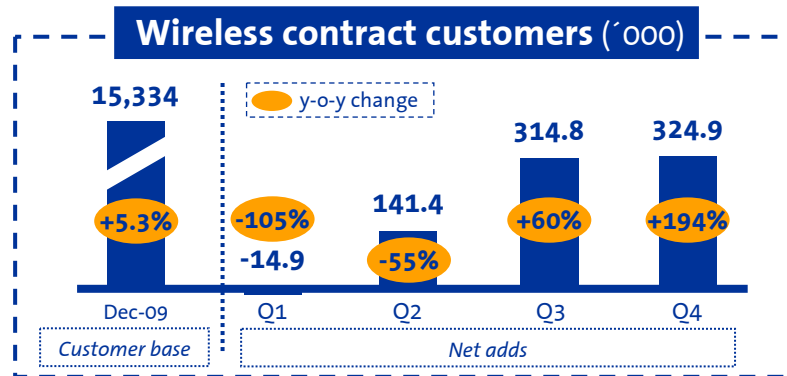


- Revenue trends improving for the second consecutive quarter across businesses
- Maintaining benchmark efficiency ratios
- Delivering a strong OpCF generation

**T. España OpCF:  
€ 7,893 m**

(1) Excluding USO (Q4 09, Q1 09 and Q3 08), seasonality in Q2 09 and Application Sale in Q3 09.  
 (2) Excludes impact of USO in Q4 09 on revenues (Wireline: € 148 m) and OIBDA (Wireline: € 91m; and Wireless: € -44 m), in Q1 09 on revenues (Wireline: € 75 m) and OIBDA (Wireline: € 46 m; Wireless: € -24 m) and Q3 08 on revenues (Wireline: € 183 m) and OIBDA (Wireline: € 110 m; Wireless € -59 m), bad debt recovery in Q1 08 (Wireline: € 17 m; Wireless: € 8 m), Real Estate capital gains (Wireline: € 6 m in FY 09 and € 74 m in FY 08), revision of the estimates for the adjustment to workforce adaptations plans provided for in prior periods, which resulted in lower expenses in Q2 09 (Wireline: € 58 m; Wireless: € 32 m); the sale of applications rights (Wireless: € 48 m on revenues and OIBDA); and capital gains from the disposal of Medi Telecom (Wireless: € 220 m).  
 (3) Defined as last twelve months (OpEx+CapEx- Internal exp. Capitalized in fixed assets)/Revenues. CapEx excludes the acquisition of spectrum and Efficiency Program.

# Intensifying commercial activity, building foundations for 2010

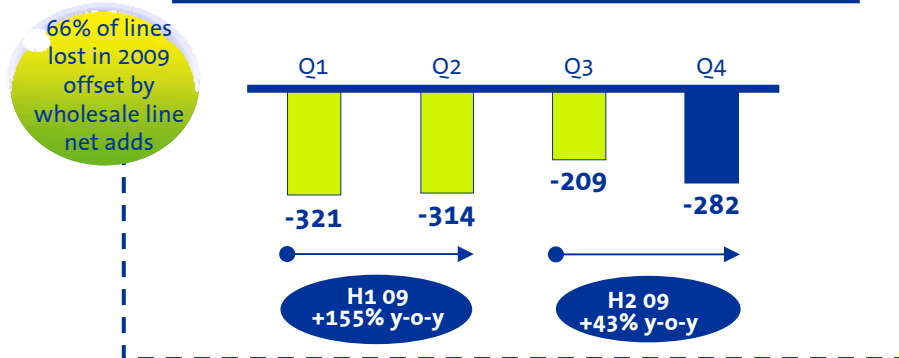


## Strong leadership (access & revenues share)

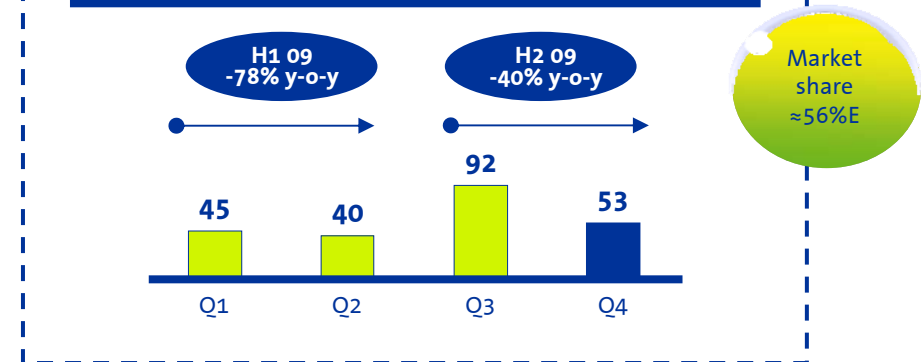
- Increasing the quality of the customer base: 65% on contract
- Improving traffic trends, reflected in better ARPU<sup>(2)</sup> performance
- Exploiting the MBB opportunity: market leader in 3G devices

# Sustaining wireline leadership with limited BB ARPU erosion

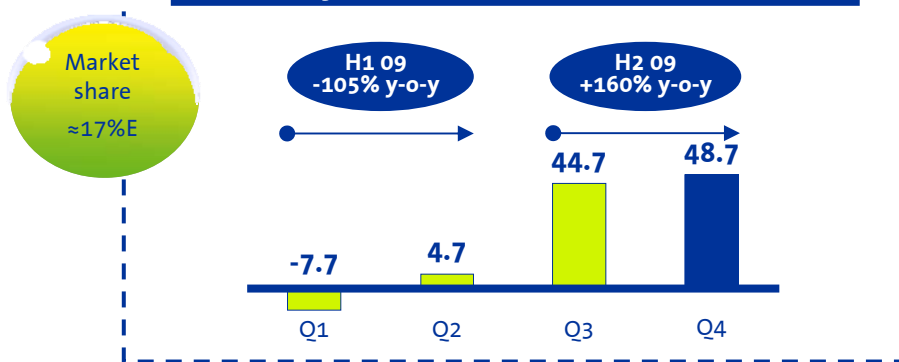
## 2009 Fixed telephony lines losses ('000)



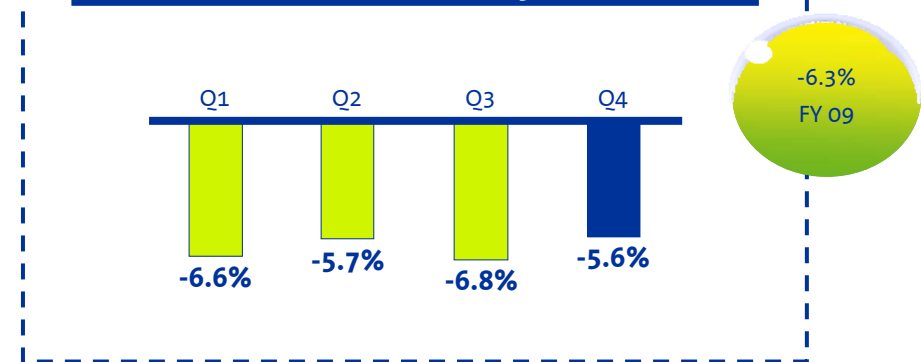
## 2009 FBB net adds ('000)



## 2009 Pay TV net adds ('000)



## 2009 Retail BB connectivity ARPU (y-o-y)



# Evidence of top line recovery

## HIGHLIGHTS

From stabilization ...  
..to recovery

	Q2 09	Q3 09	Q4 09	FY 09
■ Healthy IT revenue growth	+4.8%	+11.1%	+19.5%	+14.7%
■ Robust wireless data connectivity revenues	+56.6%	+46.9%	+55.1%	+52.2%
■ Growth of wireline data revenues	+7.1%	+12.7%	+11.3%	+8.7%
■ Wireline voice service revenues impacted by lower usage	-12.1%	-10.8%	-9.5%	-10.2%

## STABILIZATION

■ Decline in retail wireline BB revenues on lower accesses market growth and ARPU decline	-2.2%	-3.2%	-2.7%	-1.7%
■ Outgoing wireless revenues down on lower usage patterns	-6.6%	-5.3%	-4.5%	-5.4%

## LOWLIGHTS

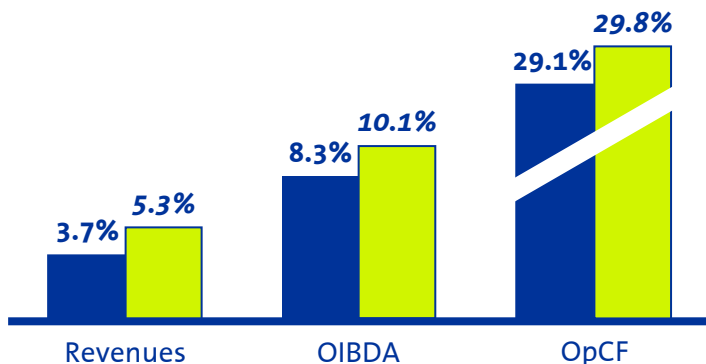
■ Lower PSTN access revenues, in line with accesses evolution	-5.9%	-7.6% <sup>(1)</sup>	-9.1% <sup>(1)</sup>	-7.0% <sup>(1)</sup>
■ Wireless incoming revenues (roaming-in and interconnection) down on price cuts	-19.1%	-18.8%	-23.2%	-19.9%

**Maintaining revenue share<sup>(2)</sup> leadership across businesses y-o-y**

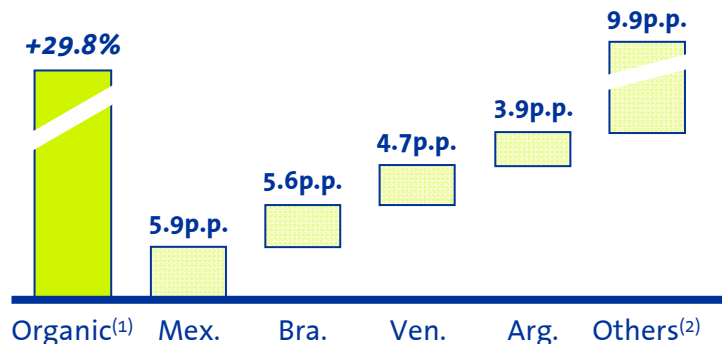
# T.Latam: A story of profitable growth

## Financial performance (FY 09 y-o-y change)

■ € terms  
■ Organic<sup>(1)</sup>

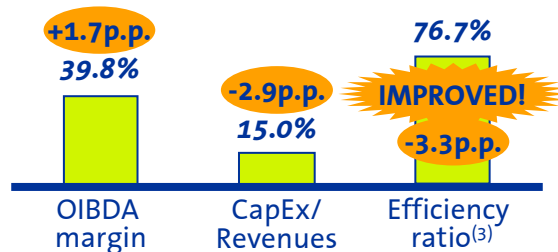


## Diversified OpCF (FY 09 y-o-y change)



## Margins over revenues (FY 09)

● Organic y-o-y growth<sup>(1)</sup>



### ■ Healthy organic top line growth:

- Double digit growth in mobile service and Internet & Pay TV revenue

### ■ Enhanced profitability on OpEx and CapEx efficiency and scale economies:

- OIBDA margin expansion y-o-y despite intense commercial activity
- Improvement in efficiency ratio y-o-y, boosting cash flow generation

### ■ Well diversified portfolio:

- Key to face challenges in Brazil (wireline) and Colombia
- Remarkable growing contribution from our Mexican operations

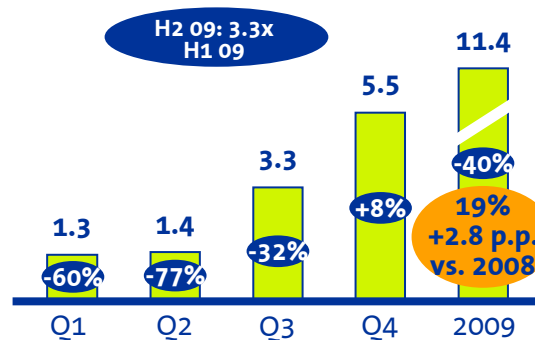
Δ in 2009:  
 ■ 10.9m customers<sup>(4)</sup>  
 ■ €1.3bn in OpCF

(1) Assuming constant exchange rates, including the consolidation of Telemig in Jan-Mar 2008 and excluding hyperinflation adjustments in Venezuela.  
 (2) Includes Central America, Colombia, Ecuador, Chile, Peru, Uruguay and Others.  
 (3) Defined as last twelve months (OpEx+CapEx- Internal exp. Capitalized in fixed assets)/Revenues. CapEx excludes the acquisition of spectrum.  
 (4) December 2009 includes the disconnection of inactive customers in Colombia, Peru and Guatemala.

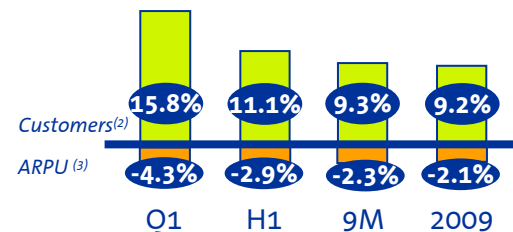
# Wireless business: improving trends in Q4 09

## Net Adds (in millions)

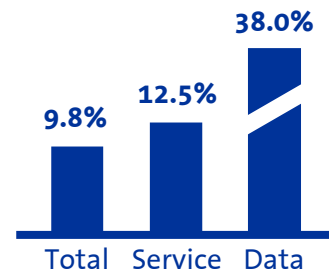
- % YoY change <sup>(1)</sup>
- Contract net adds/total



## Mobile Customer & ARPU (y-o-y change)



## 2009 Mobile revenue growth (y-o-y organic<sup>3</sup>)



### Strong commercial momentum:

- Ramp up in net adds along the year
- Q-o-q churn reduction across markets: 2.3% in Q4 09 (-0.3 p.p. vs. Q4 08)
- Consolidating competitive position in the region
- Higher quality base

### Stabilizing ARPU trends:

- Good usage stimulation: traffic up 13.8% y-o-y in FY 09; +25.1% in Q4 09
- FY 09 ARPU<sup>(3)</sup> down 2.1% (-1.2% in Q4 09), impacted by MTRs cuts
- Strong data revenues: 19.4% of data rev./service rev. in Q4 09 (+4.8 p.p. y-o-y)
- Positive growth in outgoing ARPU, both in Q4 and FY 09

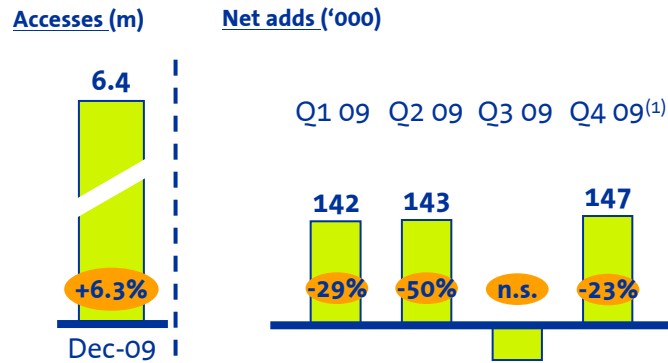
### Double digit organic<sup>(3)</sup> service revenue growth fuelled by customer and usage boost:

- Robust data revenues on good MBB momentum
- Lower handset sales: -10.2% y-o-y<sup>(3)</sup> in FY 09

# Wireline business: stabilizing revenue drivers

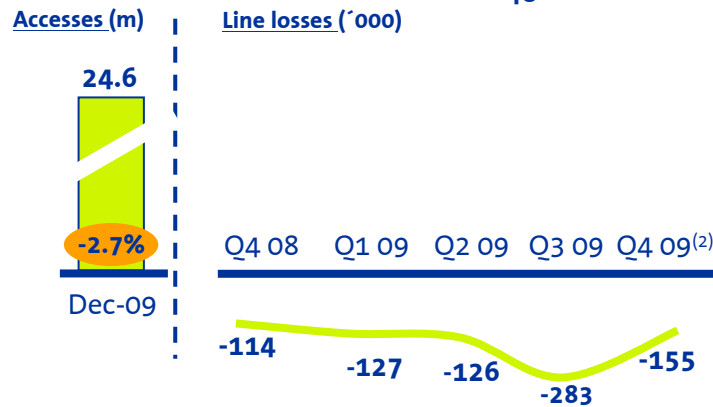
## Latam Retail BB

y-o-y growth<sup>(1)</sup>



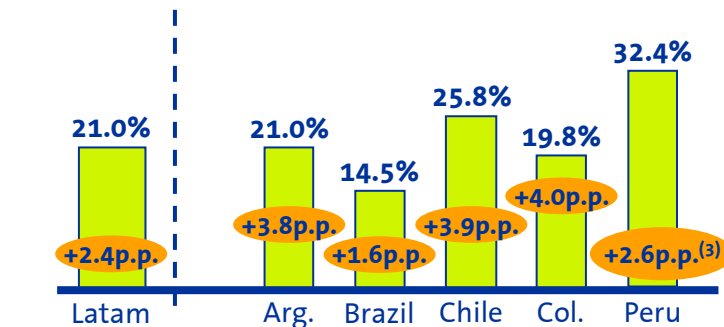
## Latam Fixed Accesses

y-o-y growth<sup>(2)</sup>



## Internet & Pay TV rev/ Total rev (FY 09)

y-o-y growth



### Recovering BB growth:

- April-Sept. 09 net adds impacted by Anatel's decision in Brazil
- Q4 09, the best quarter, setting the base for 2010
- BB/fixed lines: +2.5 p.p. y-o-y

### Significant reduction of line losses:

- A significant improvement in line losses in Q4 09
- Improved quality as a key lever to reduce churn

### First signs of traffic stabilization

### Progressing in transformation:

- 2P&3P/BB: +8.0 p.p. y-o-y
- Increased contribution from internet & Pay TV revenue

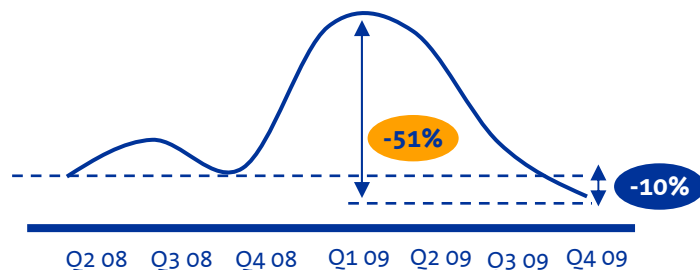
# Quality improvements in Telesp starting to pay off

	Q1 09	Q2 09	Q3 09	Q4 09
OIBDA margin (%)	37.6%	40.7%	37.0%	38.0%

Stabilization

**Quality**  
Anatel claims (y-o-y evolution)

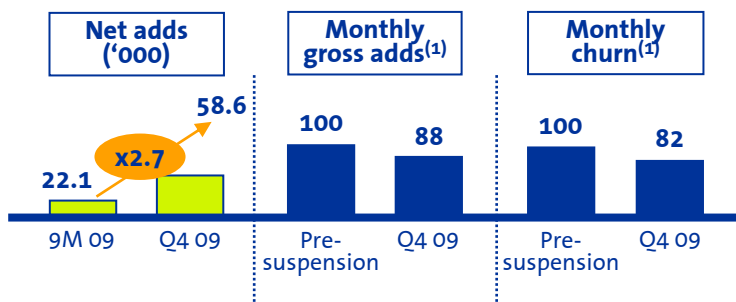
● Q4 09 - Q1 09  
● Q4 09 - Q2 08



**Line Losses**  
(Dec-09; '000)



**FBB**



- **Stabilizing OIBDA margins sequentially:**
  - Despite transformation initiatives & more resources on quality
- **Improving quality standards:**
  - Enhanced processes & customer care
  - Already bearing fruits on the commercial side
- **Better commercial performance:**
  - Q4 09, the best quarter in fixed line losses
  - Better quality adds & higher CSI leads to lower churn
  - Progressive resume of Speedy sales across distribution channels from September
  - Recovery in BB net adds despite limited advertising



## Sustained performance in most markets

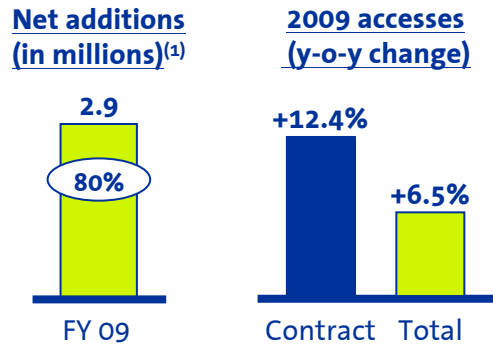
FY 09 y-o-y growth (in local currency)	Total revenue	Mobile service revenue	Total Wireline revenue	BB & TV revenue	Total OIBDA	Mobile OIBDA	Wireline OIBDA
Brazil <sup>(1)</sup>	+0.9%	+7.7% <sup>(2)</sup>	-1.8%	+10.3%	-3.1%	+16.4% <sup>(2)</sup>	-8.9%
Argentina	+15.3%	+18.1%	+13.9%	+38.6%	+19.9%	+31.8%	+4.9%
Chile	-3.3%	-3.2%	-6.3%	+10.3%	+5.5%	+13.3%	-1.8%
Peru <sup>(3)</sup>	+4.4%	+3.0%	+2.8%	+11.8%	+13.1%	+19.8%	+8.2%
Colombia	-11.6%	-10.3%	-10.0%	+12.7%	-20.0%	-3.4%	-31.2%
Venezuela <sup>(4)</sup>	+20.4%	+24.2%			+25.4%		
Mexico	+10.0%	+17.8%			+55.2%		

- Gaining market share & very strong financials in Mexico
- Vivo consolidated its leadership in a very competitive market while expanding margin
- Strong operating and financial performance across businesses in Argentina, Peru & Venezuela

# T. Europe: improving revenue trends and increasing profitability in key markets

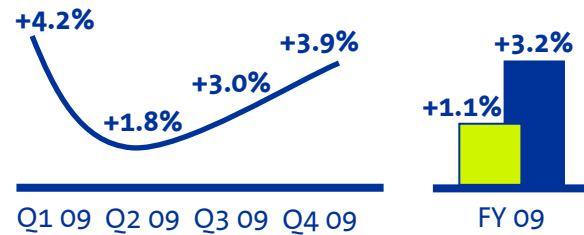
## Mobile Customer growth

○ % Contract weight

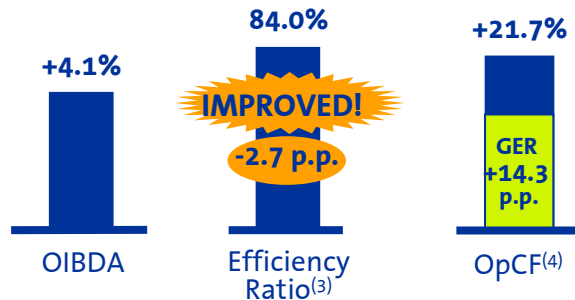


## Revenue (y-o-y growth)<sup>(2)</sup>

■ Organic  
■ Organic, ex-MTRs



## FY 09 Profitability (y-o-y growth)<sup>(2)</sup>



### Underlying revenue growth acceleration driven by customer growth and stabilization in ARPU trends:

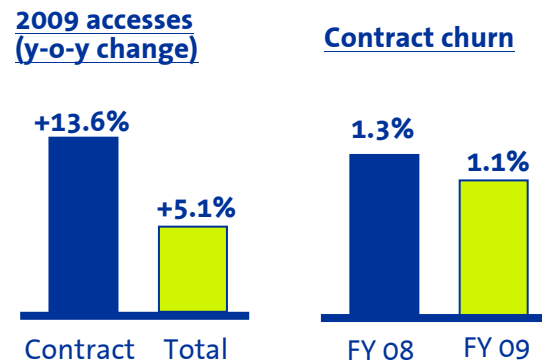
- Gaining market share overall
- Contract churn: -0.1 p.p. y-o-y in FY 09
- Focus on value; mobile contract net adds in Q4 09 up 42.8% y-o-y
- Strong non-P2P SMS revs. in FY 09 (+37.1% y-o-y<sup>(2)</sup>) on higher smartphone base

### Improved profitability on increased market momentum:

- FY 09 OIBDA margin y-o-y improved 0.8 p.p.<sup>(2)</sup> to 28.9%
- Lower retention costs and further reduction in non-commercial costs
- Positive contribution to cash flow growth from all markets; Germany increasing its share

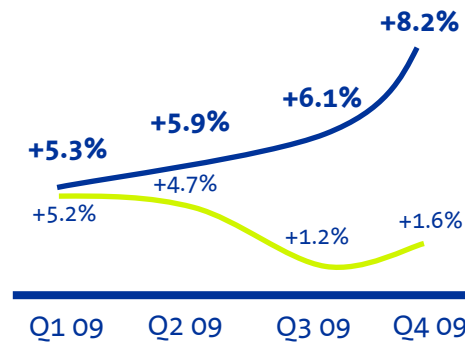
# T. O2 UK: continued outperformance

## Mobile customer growth



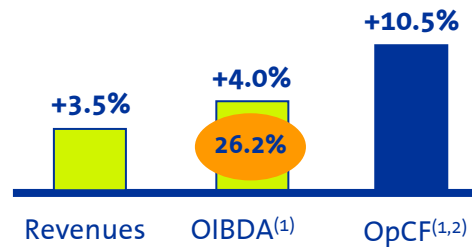
## Mobile Service Revenue (y-o-y growth in local currency)

■ Reported  
■ Ex-MTRs



## FY 09 Financials (y-o-y growth in local currency)

○ OIBDA margin (%)<sup>(1)</sup>



### Continued strong market momentum in Q4, fuelling top line growth:

- Mobile contract net adds up 5.6% y-o-y in Q4 09
- Market leading contract churn at 1.0% in Q4 09
- Non-P2P SMS revs. +49.7% y-o-y in local currency in Q4 09

### OIBDA sequentially improving from Q2:

- Lower SAC/SRC increase than commercial activity
- Higher efficiencies driving additional growth

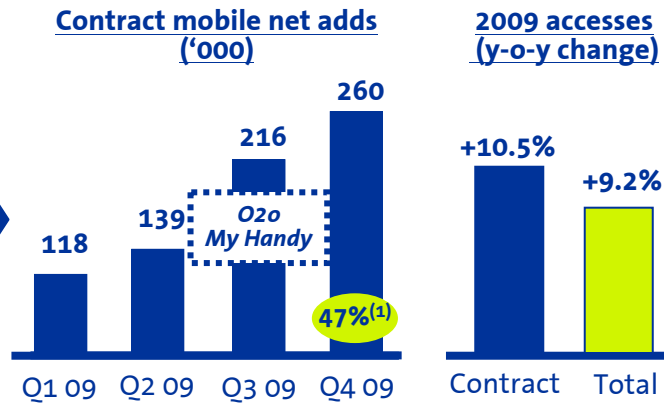
### Ongoing investments in the network:

- Ahead of the learning curve in mobile Internet vs. competition
- 687 new sites completed as of Dec, 2009; 1,500 planned for 2010

# T. O2 Germany: the fastest growing operator in the market

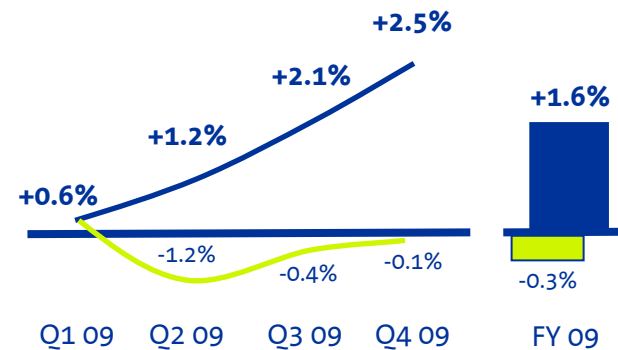
## Mobile customer growth

% over total net adds



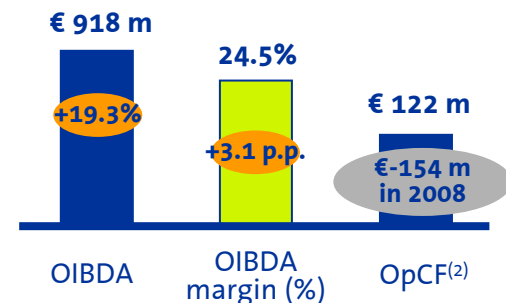
## Mobile Service Revenue (y-o-y growth)

Reported (yellow), Ex-MTRs (blue)



## FY 09 Profitability

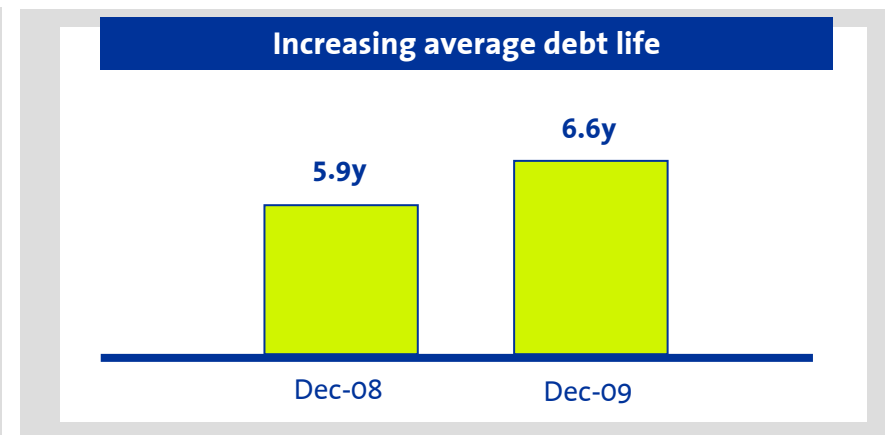
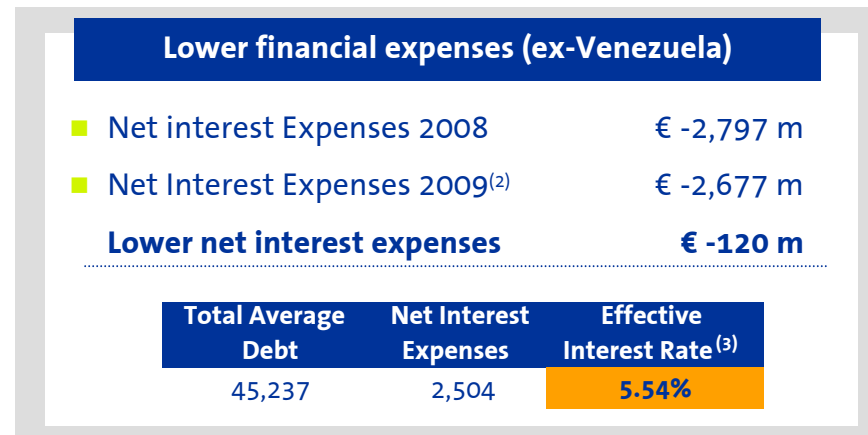
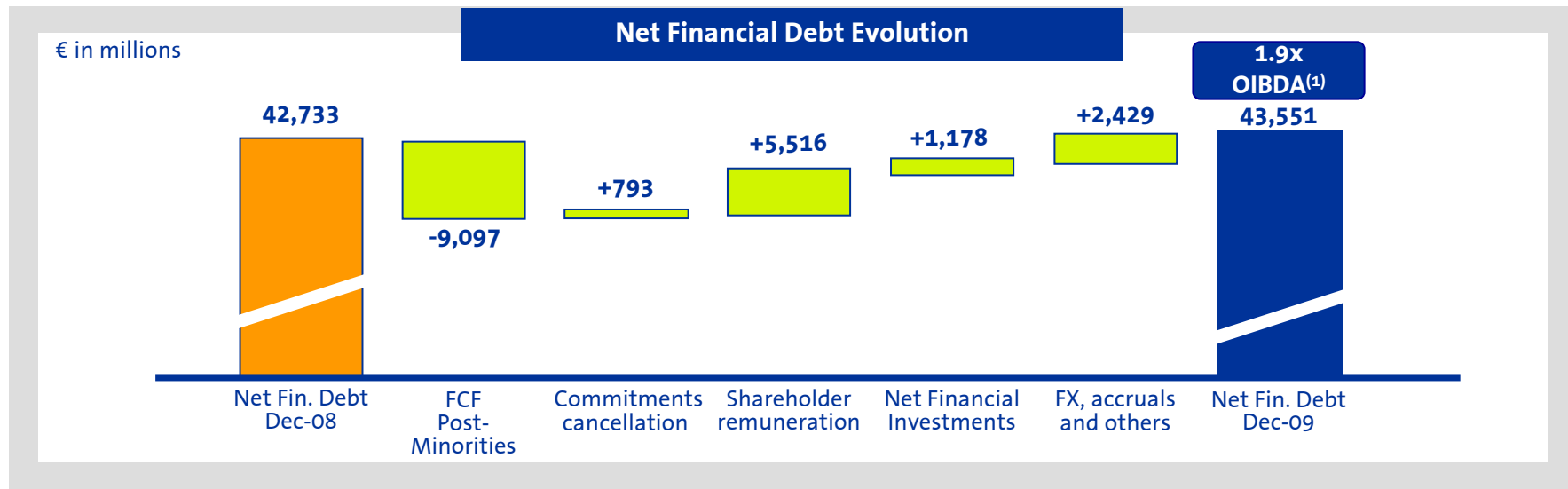
y-o-y growth



- Gaining market share on strong momentum from Q3:**
  - Challenger: O2o (tariff), My Handy (hardware)
  - Improved distribution: 215 new shops in 2009
  - Solid #3 position in MBB on high network quality; Non-P2P SMS revenue up 35.7% y-o-y in FY 09
  - Fixed BB & hardware revenues helping to the 4.2% y-o-y growth in total revenue in FY 09
- Higher efficiencies and scale, generating positive cash flow:**
  - No further network dependence on 3<sup>rd</sup> parties from 1<sup>st</sup> Jan 2010
  - Lower SACs leveraging new commercial approach
  - Savings in administration and commercial costs
- Enhanced integrated approach through the acquisition of Hansenet**

(1) 2009 net adds are adjusted by 450K inactive prepay customers disconnected from T. O2 Germany's base in December.  
(2) OpCF: OIBDA-CapEx

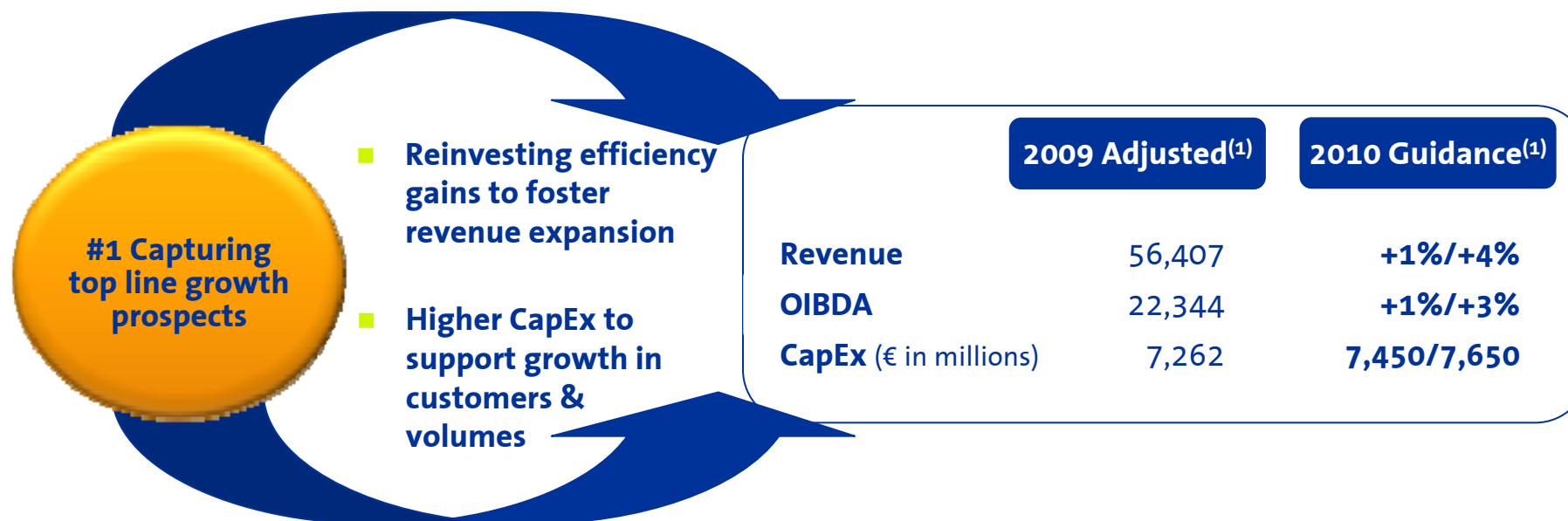
# Debt: same quantity, improved quality



- Leverage target, including commitments, kept in the low part of our target range (2.1x OIBDA)
- Strong liquidity position with cash exceeding 2010 maturities
- € 8 bn bonds issued in 2009 and € 4 bn loan extension option up to 2012 and 2013 at holding
- Contained financial expenses at 5.9%, ex-Venezuela, with a reduction of 46bp vs. FY 08

(1) Calculated based on FY 09 OIBDA figure excluding results on the sale of fixed assets.  
 (2) Excluding the impact of hyperinflation in Venezuela in 2009.  
 (3) Cost of debt excluding the impact of hyperinflation in Venezuela in 2009.

## 2010 priorities and outlook



**#1 Capturing  
top line growth  
prospects**

- Reinvesting efficiency gains to foster revenue expansion
- Higher CapEx to support growth in customers & volumes

**€2.10 EPS target  
confirmed**

- On the back of the operating guidance provided, further efficiencies in taxes and financial costs and potential assets sales:
  - Interest expenses for 2010 are expected to be around 5.5%-5.75% (<6% guided in October 2009)
  - 2010 accrued tax rate is estimated at 25%-27% (vs. previous guidance of 27%-28%)
  - Continue to analyze value creation opportunities maintaining an active management of our non core asset portfolio

## 2010 key priorities by region

### T. España

- Maintain a strong commercial momentum (FBB & MBB) and market leadership to capture market recovery
- Reinvest efficiency gains in the short term to ensure business growth prospects
- Deliver a strong cash-flow generation

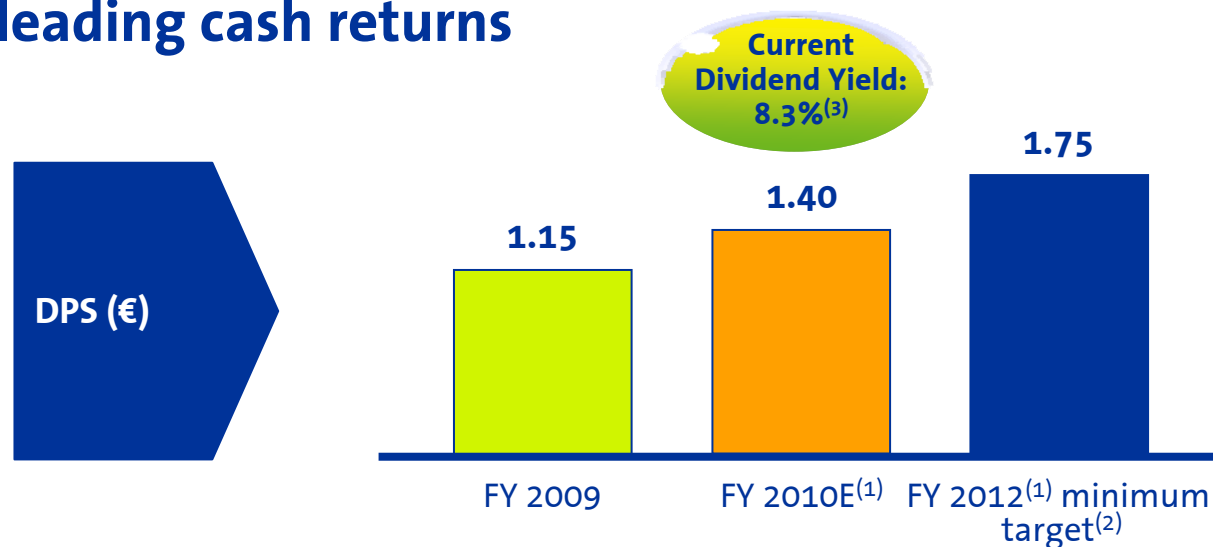
### T. Latam

- Capture growth potential in the mobile market, improving ARPU and customer mix, accelerating mobile Internet's deployment
- Speed-up the fixed line transformation towards a BB Company, with customer satisfaction and quality as key drivers
- Further progress in capturing regional synergies

### T. Europe

- Customer insight and agility to deliver market outperformance
- Internet accesses driving revenue growth
- Improved efficiency by re-engineering business models and further utilizing Group scale

## Sector leading cash returns



- DPS targets reiterated
- Dividend is well covered
- No dependence on cash repatriation from any particular country in Latin America



Tactical share buybacks to be considered for FCF excesses

- 0.6% of capital held in treasury
- Derivatives on 150 m shares as of 31/12/09



## We reiterate our selective M&A approach

### M&A Priorities

- **Spectrum auctions in current markets to foster growth:**
  - Germany & Mexico in H1 2010
  - Potential awarding process in Spain along 2010
- **In-market consolidation:**
  - Hansenet acquisition closed on February 16<sup>th</sup>
- **Increase shareholding in China Unicom to 10%**

## Conclusions

- **Top quality performance in 2009 in a very challenging environment**
- **Clear priorities and positive outlook for 2010**
- **Lower risk investment case supported by recent events in Venezuela (FX)**
- **Very attractive medium term guidance reiterated**
- **Sector leading cash return. DPS targets confirmed**
- **Selective M&A policy maintained**

# ANNEX

# Impacts on Telefónica Group derived from its investments in Venezuela

## 2009 P&L

€ in millions	FY 09	Q1 09	Q2 09	Q3 09	Q4 09
Revenues	267	(5)	(18)	57	233
OIBDA	64	(20)	(18)	16	86
OI	(1)	(32)	(25)	(5)	61
Financial Expenses	(630)	(44)	(71)	(101)	(414)
Taxes	83	9	(4)	(3)	81
Net Income	(548)	(67)	(100)	(108)	(273)

## 2009 Statement of financial position

€ in millions	Dec-09	Mar-09	Jun-09	Sep-09	Dec-09
Translation differences <sup>(1)</sup>	1,224	815	914	1,074	1,224
Net impact in Equity	676	748	747	799	676

Adjustment of historical cost of non monetary assets prior to 2009

## FY 2010E

- Results from Venezuela will be translated using FX as of the end of the period
- No material impact in net income** as declared dividends (FY 06-08) will minimize the impact of the year's inflation in the net monetary position

# Impacts from the Venezuelan devaluation

FY 2010

## P&L Impact:

- **Results and cash flows from Venezuela will be translated at the new devaluated FX (4.3 Venezuelan bolivar fuerte per US dollar)**

## Statement of financial position:

- **Decrease in the Telefónica Group's net assets in Venezuela as a result of the new FX (4.3 Venezuelan bolivar fuerte per US dollar), that will have and impact of approximately 1,810 million euros in the Group's Equity**

Cash  
Repatriation

- **Venezuelan Authorities announced (January 19th, 2010) a preferential rate of 2.6 bolivar fuerte per US dollar for new items:**
  - Dividends payments requested to CADIVI before January, 8th 2010

*Telefonica*

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