TELECOMMUNICATIONS CO OF CHILE

Form 6-K November 26, 2007

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 OF THE SECURITIES EXCHANGE ACT OF 1934

THROUGH NOVEMBER 26, 2007
(Commission File Number: 001-10579)
COMPAÑÍA DE TELECOMUNICACIONES DE CHILE S.A. (Exact name of Registrant as specified in its Charter)
TELECOMMUNICATIONS COMPANY OF CHILE (Translation of Registrant's name into English)
Avenida Providencia No. 111, Piso 22 Providencia, Santiago, Chile (Address of principal executive offices)
Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.
Form 20-FX 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): Yes NoX
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): Yes NoX
Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.
Yes NoX
If "Yes" is marked, indicated below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

COMPAÑIA DE TELECOMUNICACIONES DE CHILE S.A. AND SUBSIDIARIES

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the nine-month periods ended September 30, 2007 and 2006 (CONSOLIDATED)

COMPAÑIA DE TELECOMUNICACIONES DE CHILE S.A. AND SUBSIDIARIES

(Translation of financial statements originally issued in Spanish See Note 2b)

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Report of Independent Auditors Consolidated Balance Sheets Consolidated Statement of Income Consolidated Statement of Cash Flow Notes to the Consolidated Financial Statements

ThCh\$: Thousands of Chilean pesos.

The Unidad de Fomento, or UF, is an inflation-indexed Chilean peso-denominated monetary unit. The daily

UF: UF

rate is fixed in advance based on the change in the Chilean Consumer Price Index of the previous month.

ThUS\$: Thousands of US dollars.

Report of Independent Auditors

(Translation of a report originally issued in Spanish--See Note 2 (b))

To the President of the Board, Shareholders and Directors of Compañía de Telecomunicaciones de Chile S.A.:

We have reviewed the consolidated balance sheets of Compañía de Telecomunicaciones de Chile S.A. and Subsidiaries as of September 30, 2007 and 2006, and the related consolidated statements of income and cash flows for the nine-month periods then ended. These interim financial statements and the accompanying notes are the responsibility of the management of Compañía de Telecomunicaciones de Chile S.A. The accompanying Management s Discussion and Analysis of the Consolidated Financial Statements is not an integral part of these financial statements, and therefore this report does not cover this item.

We conducted our reviews in accordance with generally accepted auditing standards in Chile for a review of interim financial information. A review of interim financial information consists principally of applying analytical procedures to the financial statements and making inquiries of persons responsible for financial and accounting matters. The scope of this review is substantially less than an audit conducted in accordance with generally accepted auditing standards in Chile, the objective of which is to express an opinion regarding the consolidated financial statement taken as a whole. Accordingly, we do not have the ability to express, and we do not express such an opinion.

Based on our review of the interim consolidated financial statements as of September 30, 2007 and 2006, we are not aware of any material modifications that are required for them to be in conformity with accounting principles generally accepted in Chile.

Andrés Marchant V.

ERNST & YOUNG LTDA.

Santiago, Chile, October 24, 2007

COMPAÑIA DE TELECOMUNICACIONES DE CHILE S.A. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS **SEPTEMBER 30, 2007 AND 2006**

(Restated for general price-level changes and expressed in thousands of constant Chilean pesos as of September 30,2007)

(Translation of financial statements originally issued in Spanish See Note 2b)

ASSETS	Notes	2007	2006	LIABILITIES AND SHAREHOLDERS EQUITY	Notes	2007	2006
CURRENT ASSETS		ThCh\$	ThCh\$	CURRENT LIABILITIES Short-term obligations with		ThCh\$	ThCh\$
Cash Time		8,348,899	10,741,652	_			
deposits Marketable	(34)	48,244,497	9,777,794	institutions Public promissory	(15)	2,490,521	2,720,357
securities, net Accounts	(4)	3,460,274	16,950,662	Current maturities	(17 a)	-	12,433,488
receivable, net	(5)	179,047,695	178,842,272	of bonds payable Current maturities	(17 b)	2,624,461	2,697,692
Notes receivable, net Other	(5)	4,058,052	3,953,478	of other long-term obligations		17,749	15,642
receivables Accounts receivable from	(5)	5,857,114	16,337,109	Dividends payable		1,760,904	1,611,516
related companies Inventories,	(6 a)	17,987,394	17,862,816	Trade accounts payable Other accounts	(35)	142,988,024	91,627,687
net		6,740,673	8,436,016		(36)	28,443,238	13,424,565
Prepaid taxes Prepaid		20,456,175	3,886,473	companies	(6 b)	34,506,286	32,654,685
expenses Deferred		3,640,971	2,133,915	Accruals	(18)	8,278,636	9,696,587
taxes Other current	(7 b)	15,186,075	13,322,441	Withholdings		11,740,803	16,590,315
assets	(8)	11,425,045	12,334,314	Deferred Revenue Other current		4,444,121	9,173,704
				liabilities		1,089,858	1,486,704

TOTAL CURRENT ASSETS		324,452,864	294,578,942	TOTAL CURRENT LIABILITIES		238,384,601	194,132,942
PROPERTY, PLANT AND EQUIPMENT	(10)			LONG-TERM LIABILITIES Long-term debt			
Land Buildings and		29,106,310	29,224,233	with banks and financial			
improvements		834,720,952	833,831,959	institutions Bonds and	(16)	323,796,132	349,591,968
Machinery and equipment Other		2,950,510,972	2,902,962,480	promissory notes payable	(17 b)	68,496,213	70,176,508
property, plant and equipment		363,529,499	312,922,852	Other accounts payable	(36)	35,336,691	25,551,563
Technical revaluation		9,949,821	9,946,299	Accruals	(18)	35,439,686	36,941,648
Accumulated depreciation		(2,944,516,055)	(2,775,656,387)	Deferred taxes, net Other liabilities	(7 b)	47,516,483 3,626,612	52,925,029 7,764,413
TOTAL PROPERTY, PLANT AND EQUIPMENT,				TOTAL LONG-TERM			
NET		1,243,301,499	1,313,231,436			514,211,817	542,951,129
				MINORITY INTEREST	(20)	92,672	1,259,726
OTHER LONG-TERM ASSETS Investments				SHAREHOLDERS' EQUITY	(21)		
in related companies Investments	(11)	9,106,470	9,085,486	Paid-in capital Price-level		842,079,941	913,410,826
in other companies Goodwill, net	(12)	4,392 15,518,195	4,392 17,833,859	restatement of paid-in capital Other reserves		43,287,782 (2,929,171)	22,919,442 (2,449,378)

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Other						
receivables	(5)	13,651,450	12,452,347	Retained earnings	9,948,035	20,674,291
Intangibles	(13)	41,255,568	39,994,473	Net income	9,948,035	20,674,291
Accumulated						
amortization	(13)	(17,855,879)	(12,289,352)			
Others						
non-current						
asset	(14)	15,641,118	18,007,395			
TOTAL LONG-TERM ASSETS		77,321,314	85,088,600	TOTAL SHAREHOLDERS' EQUITY	892,386,587	954,555,181
TOTAL ASSETS		1,645,075,677	1,692,898,978	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	1,645,075,677	1,692,898,978

The accompanying notes 1 to 36 are an integral part of these consolidated financial statements

CONSOLIDATED STATEMENTS OF INCOME FOR THE PERIOD ENDED SEPTEMBER 30, 2007 AND 2006

(Restated for general price-level changes and expressed in thousands of constant Chilean pesos as of September 30, 2007)

(Translation of financial statements originally issued in Spanish See Note 2b)

OPERATING INCOME:		2007 ThCh\$	2006 ThCh\$
Operating revenues Operating costs		459,584,857 (311,397,321)	456,014,832 (294,364,862)
Gross profit		148,187,536	161,649,970
Administrative and selling expenses		(104,439,246)	(97,241,213)
OPERATING INCOME		43,748,290	64,408,757
NON-OPERATING RESULTS:			
Interest income Equity participation in income of related companies Other non-operating income Equity losses in income of related companies Amortization of goodwill Interest expense Other non-operating expenses Price-level restatement, net	(11) (22 a) (11) (12) (22 b) (23)	5,266,065 1,347,366 3,688,568 (1,148,754) (12,926,197) (9,139,076) 3,265,953	3,637,614 1,446,783 1,346,862 (33,748) (1,945,800) (16,071,813) (12,987,031) 2,962,215
Foreign currency translation, net NON-OPERATING (LOSS) NET	(24)	(479,640) (10,125,715)	333,277 (21,311,641)
INCOME BEFORE INCOME TAXES AND MINORITY INTEREST		33,622,575	43,097,116
Income taxes	(7 c)	(23,969,002)	(22,690,823)
INCOME BEFORE MINORITY INTEREST		9,653,573	20,406,293
Minority interest	(20)	294,462	267,998
NET INCOME		9,948,035	20,674,291

The accompanying notes 1 to 36 are an integral part of these consolidated financial statements

CONSOLIDATED STATEMENTS OF CASH FLOW FOR THE PERIOD ENDED SEPTEMBER 30, 2007 AND 2006

(Restated for general price-level changes and expressed in thousands of constant Chilean pesos as of September 30, 2007)

(Translation of financial statements originally issued in Spanish See Note 2b)

Net income 9,948,035 20,674,291	NET CACH	2007 ThCh\$	2006 ThCh\$
Sales of assets: (1,908,859) (570,106) Net income on sale of investments (1,908,859) (570,106) Charges (credits) to income that do not represent cash flows: 173,996,968 180,276,570 Depreciation 155,826,435 163,054,338 Amortization of intangibles 4,282,144 3,572,667 Provisions and write offs 14,714,402 15,638,268 Accrued equity participation in income of related companies 1,347,366 (1,446,783) Accrued equity participation in losses of related companies 1,148,754 1,945,800 Accrued equity participation in losses of related companies 3,265,953 (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent cash flows (648,605) (108,230) Other credits to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (increase) decrease: (7,648,857) (19,254,452) Inventories (decrease): (2,459,288) (4,536,177) Changes in opera	NET CASH FROM OPERATING ACTIVITIES	170,622,551	152,636,606
Net income on sale of investments	Net income	9,948,035	20,674,291
Charges (credits) to income that do not represent cash flows: 173,996,968 180,276,570 Depreciation 155,826,435 163,054,338 Amortization of intangibles 4,282,144 3,572,667 Provisions and write offs 14,714,402 15,638,268 Accrued equity participation in income of related companies (1,347,366) (1,446,783) Accrued equity participation in losses of related companies - 33,748 Accrued equity participation in losses of related companies 1,148,754 1,945,800 Price-level restatement, net (3,265,953) (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to oper	Sales of assets:	(1,908,859)	(570,106)
cash flows: 173,996,668 180,276,570 Depreciation 155,826,435 163,054,338 Amortization of intangibles 4,282,144 3,572,667 Provisions and write offs 14,714,402 15,638,268 Accrued equity participation in losses of related companies (1,347,366) (1,446,783) Accrued equity participation in losses of related companies 1,148,754 1,945,800 Accrued equity participation in losses of related companies 1,148,754 1,945,800 Price-level restatement, net (3,265,953) (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent (648,605) (108,230) Other charges to income that do not represent 2,807,517 882,254 Changes in operating assets (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Acco	Net income on sale of investments	(1,908,859)	(570,106)
Depreciation	<u>.</u>		
Amortization of intangibles 4,282,144 3,572,667 Provisions and write offs 14,714,402 15,638,268 Accrued equity participation in income of related companies (1,347,366) (1,446,783) Accrued equity participation in losses of related companies - 33,748 Amortization of goodwill 1,148,754 1,945,800 Price-level restatement, net (3,265,953) (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent (648,605) (108,230) Other charges to income that do not represent 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities (2,459,288) (4,536,177) Other asset (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Inter	cash flows:	173,996,968	180,276,570
Provisions and write offs 14,714,402 15,638,268 Accrued equity participation in income of related companies (1,347,366) (1,446,783) Accrued equity participation in losses of related companies 1,148,754 1,945,800 Price-level restatement, net (3,265,953) (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (7,145,108) (1,837,603) Other accounts payable related to non-operating activities <td< td=""><td>*</td><td>155,826,435</td><td></td></td<>	*	155,826,435	
Accrued equity participation in income of related companies	e e e e e e e e e e e e e e e e e e e	4,282,144	3,572,667
Accrued equity participation in losses of related companies - 33,748 Amortization of goodwill 1,148,754 1,945,800 Price-level restatement, net (3,265,953) (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable Inventories Other assets (7,648,857) (19,254,452) Inventories increase (decrease): (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities 	Provisions and write offs	14,714,402	15,638,268
Amortization of goodwill 1,148,754 1,945,800 Price-level restatement, net (3,265,953) (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Accrued equity participation in income of related companies	(1,347,366)	
Price-level restatement, net (3,265,953) (2,962,215) Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)		-	•
Foreign currency translation, net 479,640 (333,277) Other credits to income that do not represent cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	· · · · · · · · · · · · · · · · · · ·		
Other credits to income that do not represent cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)			
cash flows (648,605) (108,230) Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Foreign currency translation, net	479,640	(333,277)
Other charges to income that do not represent cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (numerous) Inventories (2,459,288) (4,536,177) (1,837,668) (26,180,371) Other assets (decrease): 826,682 2,494,849 Accounts payable related to operating activities (1,262,238) (1,659,968) 1,262,238 (1,659,968) 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)			
cash flows 2,807,517 882,254 Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)		(648,605)	(108,230)
Changes in operating assets (increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)			
(increase) decrease: (11,945,813) (49,971,000) Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): Accounts payable related to operating activities Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	cash flows	2,807,517	882,254
Trade accounts receivable (7,648,857) (19,254,452) Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Changes in operating assets		
Inventories (2,459,288) (4,536,177) Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	(increase) decrease:	(11,945,813)	(49,971,000)
Other assets (1,837,668) (26,180,371) Changes in operating liabilities increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Trade accounts receivable	(7,648,857)	(19,254,452)
Changes in operating liabilities increase (decrease): Accounts payable related to operating activities Interest payable Income taxes payable, net Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Inventories	(2,459,288)	(4,536,177)
increase (decrease): 826,682 2,494,849 Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Other assets	(1,837,668)	(26,180,371)
Accounts payable related to operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Changes in operating liabilities		
operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	increase (decrease):	826,682	2,494,849
operating activities 30,407,709 4,015,470 Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Accounts payable related to		
Interest payable 1,262,238 1,659,968 Income taxes payable, net (18,006,372) (1,371,003) Other accounts payable related to non-operating activities (7,145,108) (1,883,627)		30,407,709	4,015,470
Other accounts payable related to non-operating activities (7,145,108) (1,883,627)			1,659,968
Other accounts payable related to non-operating activities (7,145,108) (1,883,627)	Income taxes payable, net	(18,006,372)	(1,371,003)
activities (7,145,108) (1,883,627)	Other accounts payable related to non-operating		
V.A.T. and other similar taxes payable (5,691,785) 74,041		(7,145,108)	(1,883,627)
	V.A.T. and other similar taxes payable	(5,691,785)	74,041

Net loss from minority interest

(294,462)

(267,998)

The accompanying notes 1 to 36 are an integral part of these consolidated financial statements

CONSOLIDATED STATEMENTS OF CASH FLOW FOR THE PERIOD ENDED SEPTEMBRE 30, 2007 AND 2006

(Restated for general price-level changes and expressed in thousands of constant Chilean pesos as of September 30, 2007)

(Translation of financial statements originally issued in Spanish See Note 2b)

	'2007 ThCh\$	2006 ThCh\$
NET CASH USED IN		
FINANCING ACTIVITIES	(64,373,040)	(165,779,056)
Bonds and promissory notes payable	-	77,123,143
Dividends paid	(13,357,494)	
Capital distribution	(50,330,136)	(42,674,851)
Repayment of bonds and promissory notes payable	(685,410)	(185,251,900)
Other sources of financing	-	(716,942)
NET CASH USED IN		
INVESTING ACTIVITIES	(83,211,216)	(63,612,746)
Sales of property, plant and equipment	-	63,685
Sale of other investments	15,931,400	-
Acquisition of property, plant and equipment	(99,142,616)	(63,676,431)
NET CASH FLOWS FOR THE PERIOD	23,038,295	(76,755,196)
EFFECT OF INFLATION ON CASH AND CASH EQUIVALENTS	(2,597,472)	(1,073,532)
NET DECREASE OF CASH AND CASH EQUIVALENTS	20,440,823	(77,828,728)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	43,455,757	102,222,418
CASH AND CASH EQUIVALENTS AT END OF PERIOD	63,896,580	24,393,690

The accompanying notes 1 to 36 are an integral part of these consolidated financial statements

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

1. Composition of Consolidated Group and Registration in the Securities Registry:

a) Compañía de Telecomunicaciones de Chile (Telefónica Chile, the Parent Company when referred to on an individual basis or the Company when referred in conjunction with its subsidiaries) is a publicly-held corporation that is registered in the Securities Registry under No. 009 and is therefore subject to supervision by the Chilean Security and Exchange Commission (SVS).

b) Subsidiary companies registered with the Securities Registry:

SUBSIDIARIES	TAXPAYER No.	Registration Number		ipation z indirect) 2006 %
Telefónica Larga Distancia S.A.	96,551,670-0	456	99.87	99.67
Telefónica Asistencia y Seguridad S.A.	96,971,150-8	863	99.99	99.99

2. <u>Summary of Significant Accounting Policies</u>:

(a) Accounting period:

The consolidated financial statements correspond to the nine-month periods ended September 30, 2007 and 2006.

(b) Basis of preparation:

These consolidated financial statements have been prepared in accordance with generally accepted accounting principles in Chile (Chilean GAAP) and standards set forth by the Chilean Superintendency of Securities Insurance (SVS). In the event of any discrepancies in these regulations, SVS regulations supersede Chilean GAAP. Certain accounting practices applied by the Company that conform to Chilean GAAP may not conform to generally accepted accounting principles in the United States (US GAAP) or International Financial Reporting Standards (IFRS). For the convenience of the reader, these financial statements have been translated from Spanish to English.

The Company s consolidated financial statements as of June 30 and December 31 of each year are prepared in order to be reviewed and audited, respectively, in accordance with current legal regulations. The Company voluntarily submits the quarterly financial statements as of March 31 and September 30 to an interim financial information review performed in accordance with regulations established for this type of review, described in Generally Accepted Auditing Standard No. 45 Section No. 722, issued by the Chilean Association of Accountants.

(c) Basis of presentation:

The consolidated financial statements for 2006 and their notes have been adjusted for comparison purposes by 4.7% in order to allow for comparison with the 2007 consolidated financial statements. For comparison purposes, certain reclassifications have been made to the 2006 consolidated financial statements.

(d) Basis of consolidation:

These consolidated financial statements include the assets, liabilities, income and cash flows of the Parent Company and subsidiaries. Significant intercompany transactions have been eliminated, and the participation of minority investors has been recorded under Minority Interest (Note 20).

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

2. Summary of Significant Accounting Policies, continued:

(d) Basis of consolidation, continued:

Companies included in consolidation:

As of September 30, 2007, the consolidated group (The Company) is composed of Compañía de Telecomunicaciones de Chile S.A. and the following subsidiaries:

			Ownership	Percentage	
TAXPAYER No.	Company Name	Direct	2007 Indirect	Total	2006 Total
96,551,670-0	Telefónica Larga Distancia S.A. Telefonica Gestión de Servicios	99.87	-	99.87	99.67
96,961,230-5	Compartidos Chile S.A.	99.99	-	99.99	99.99
74,944,200-K	Fundación Telefónica Chile	50.00	-	50.00	50.00
96,971,150-8	Telefónica Asistencia y Seguridad S.A.	99.99	-	99.99	99.99
90,430,000-4	Telefónica Empresas Chile S.A.	99.99	-	99.99	99.99
78,703,410-1	Telefónica Multimedia Chile S.A. (1)	99.99	-	99.99	99.99
96,834,320-3	Telefónica Internet Empresas S.A. (2)	99.99	-	99.99	99.99
96,811,570-7	Instituto Telefónica Chile S.A. (3)	-	99.99	99.99	79.99

1) On January 26, 2006, Telefónica Internet Empresas S.A. sold its entire ownership interest of 449,081 shares to Telefónica Chile for ThCh\$1,624,273 (historical). On that same date, CTC Equipos y Servicios de Telecomunicaciones S.A. sold its entire ownership interest of 1 share to Telefónica Chile S.A. for ThCh\$4, corresponding to its participation in that company.

On April 19, 2006, Tecnonáutica S.A. changed its name to Telefónica Multimedia Chile S.A.

2) On January 26, 2006 CTC Equipos y Servicios de Telecomunicaciones S.A. sold its entire ownership interest of 16 shares to Telefónica Chile for ThCh\$132 (historical), corresponding to its participation in that company.

On January 27, 2006, Telefónica Empresas Chile sold its entire ownership interest of 215,099 shares to Telefónica Chile for ThCh\$1,468,683 (historical), corresponding to its participation in that company.

3) On October 20, 2006, Telefónica Internet Empresas S.A. sold 1,703,999 shares to Telefónica Gestión de Servicios Compartidos Chile S.A. for ThCh\$12,800 (historical).

On that same date, Telepeajes de Chile S.A. changed its name to Instituto Telefónica Chile S.A.

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

2. Summary of Significant Accounting Policies, continued:

(e) Price-level restatement:

The consolidated financial statements have been adjusted by applying price-level restatement standards, in accordance with Chilean GAAP, in order to reflect the changes in the purchasing power of the currency during both exercises. The accumulated variation in the Chilean Customer Price Index (CPI) as of September 30, 2007 and 2006, for initial balances, is 5.1% and 2.5%, respectively.

(f) Basis of conversion:

Assets and liabilities in US\$ (United States dollars), Euros, Brazilian Reales, Yen (JPY), UF (Unidad de Fomento) have been converted to pesos at the exchange rates as of each period end, as follows:

YEAR	US\$	EURO	BRAZILIAN REAL	JPY	UF
2007	511.23	729.29	279.36	4.45	19,178.94
2006	537.03	680.99	247.54	4.55	18,401.15

Foreign currency translation differences resulting from the application of this Standard are credited or debited to income for the period.

(g) Time deposits:

Time deposits are carried at cost plus UF indexation adjustments, where applicable, and accrued interest as of period end.

(h) Marketable securities:

Fixed income securities and shares are recorded at their price-level restated cost plus interest accrued as of each period end using either the actual interest yield determined at the purchase date or market value, whichever is less.

(i) Inventory:

Depending on the nature of respective items, equipment held for sale is carried at the lesser of either its price-level restated acquisition or development cost or at its market value.

Inventory that is expected to be used within twelve months of their acquisition are classified as current assets. Their cost is price-level restated. The obsolescence provision has been determined on the basis of an analysis of materials with slow turnover.

(i) Allowance for doubtful accounts:

The allowance for doubtful accounts is estimated on the basis of the aging of such accounts, up to 100% of accounts outstanding for more than 120 days and 180 days in the case of large customers (corporations).

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

2. Summary of Significant Accounting Policies, continued:

(k) Property, plant and equipment:

Property, plant and equipment are carried at their price-level restated acquisition or construction cost.

Property, plant and equipment acquired up through December 31, 1979 are carried at their appraisal value, as stipulated in Article 140 of D.F.L. No. 4. Some assets subsequently acquired were subject to a technical revaluation of their appraisal value recorded as of September 30, 1986, as authorized in SVS Circular No. 550. All these values have been price-level restated.

(l) Depreciation of property, plant and equipment:

Depreciation has been calculated and recorded on a straight-line basis over the estimated useful lives of the assets. The average annual financial depreciation rate of the Company is approximately 8.20%.

The estimated useful lives are summarized as follows:

Assets	Range of years
Buildings	40
Central telephone equipment	7 to 12
Subscriber equipment	4
External networks	20 to 40
Office furniture and equipment	4 to 10
Software	3
Others	4 to 10

(m) Leased assets:

Leased assets with a purchase option, where the contracts satisfy the characteristics of a financial lease, are recorded in a manner similar to the acquisition of property, plant and equipment, recognizing the full obligation and interest on an accrual basis. These assets are not legally owned by the Company; therefore, until the Company exercises the purchase option, such assets cannot be freely disposed of.

(n) Intangibles:

i) Rights to underwater cable:

Rights to underwater cable correspond to the rights acquired by the Company for the use of an underwater cable to transmit voice and data. These rights are amortized over the term of the respective contracts, with a maximum of 25 years (Note 13).

ii) Software licenses:

Software licenses are valued at their price-level restated acquisition cost. Amortization is calculated using the straight-line method over their estimated useful life, which does not exceed 3 years (Note 13).

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

2. Summary of Significant Accounting Policies, continued:

(ñ) Investments in related companies:

These investments are accounted for under the equity method, which recognizes the investor s share of income on an accrual basis. For investments abroad, the valuation methodology as defined in Technical Bulletin No. 64 is applied. Investments in countries deemed to be unstable and whose activities are not an extension of the operations of the Parent Company are controlled in US dollars.

(o) Goodwill:

This account corresponds to the differences originating from adopting the equity method and adjusting the cost of investments, or from the realization of new acquisitions. Goodwill and negative goodwill amortization periods have been determined taking into consideration aspects such as the nature and characteristics of the business and the estimated period of return on the investment (Note 12).

(p) Transactions with repurchase agreements:

Purchases of financial instruments that include repurchase agreements are recorded as fixed rate instruments and are classified as Other Current Assets (Note 8).

(q) Bonds and promissory notes payable:

Bonds payable are recorded under liabilities at the par value of the issued bonds (note 17b). The difference between par and placement value, determined on the basis of the actual interest rate for the transaction, is deferred and amortized over the term of the respective bond (Notes 8 and 14).

Promissory notes are recorded under liabilities at placement value plus accrued interest (Note 17a).

Costs directly related to the placement of these obligations are deferred and amortized over the term of the respective liability (Notes 8 and 14).

(r) Current and deferred income taxes:

Income tax is recorded on the basis of taxable net income. Deferred taxes on all temporary differences, tax loss carry forwards that can be realized as future tax benefits, and other events that create differences between the tax and accounting values are recognized in accordance with Technical Bulletins No. 60 and complementary technical bulletins thereto issued by the Chilean Association of Accountants, and with SVS Circular No. 1,466 dated January 27, 2000.

(s) Staff severance indemnities:

For employees who qualify for this benefit, the Company s staff severance indemnities obligation is provided for by applying the present value method to the projected benefit obligation using an annual discount rate of 6%, taking into consideration assumptions concerning the future service period of the employees, mortality rate of employees and salary increases used as the basis of actuarial calculations.

Costs for past services of employees resulting from changes in assumptions used as the actuarial bases, are deferred and amortized over average of the employees future service periods (Notes 8 and 14).

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

2. Summary of Significant Accounting Policies, continued:

(t) Revenue recognition:

The Company s revenues are recognized on an accrual basis in accordance with Chilean GAAP. Since billing dates are different from the accounting close date, as of the date of preparation of these consolidated financial statements provisions have been established for services provided and not billed, which are determined on the basis of contracts, traffic, prices and current conditions for the period. These amounts are recorded under Trade Accounts Receivable.

(u) Foreign currency forwards:

The Company has entered into short-term forward contracts to purchase foreign currency. These contracts are hedging liabilities in foreign currency against changes in exchange rates.

These instruments are valued in accordance with Technical Bulletin No. 57 of the Chilean Association of Accountants.

The rights and obligations acquired are detailed in Note 27, being reflected in the balance sheet as only the net right or obligation at period end and classified according to the maturity of each contract under Other Current Assets or Other Payables, as applicable.

(v) Interest rate coverage:

Interest on loans for which associated interest rate swaps have been entered into is recorded recognizing the effect of those contracts on the interest rate established in such loans. The rights and obligations acquired therein are shown under Other Payables or under Other Current Assets, as applicable.

(w) Computer software:

The cost of software purchased is deferred and amortized using the straight-line method over a maximum period of three years and classified as other property, plant and equipment.

(x) Cumulative translation adjustment:

In this shareholders equity reserve account, the Company recognizes the difference between the variation in the exchange rate and the consumer price index (C.P.I.) originated in the restatement of its investment abroad and its goodwill, which are controlled in United States dollars. The balance of this account is recognized as income in the same period in which the net income or loss is recognized on the total or partial disposal of these investments.

(y) Statement of cash flows:

For the purposes of preparing the Statement of Cash Flows in accordance with Technical Bulletin No. 50 of the Chilean Association of Accountants and SVS Circular No. 1,312, the Company defines securities under agreements to resell and time deposits with a remaining maturity of less than 90 days as cash equivalents. Cash flows related to the Company s operations and all those not defined as resulting from investing or financing activities are included under Cash Flows from Operating Activities .

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

2. Summary of Significant Accounting Policies, continued:

(z) Correspondents:

The Company has agreements with foreign counterparties to set the conditions that regulate international traffic., determining the payments for each counterparty based on fixed rates for the net exchange of traffic.

The receivables/payables related to these agreements are recorded on an accrual basis, recognizing the costs and income for the period in which these are incurred, recording the net receivable and payable for each counterparty where the legal right to offset exists under Accounts Receivable or Accounts Payable, as applicable.

3. Accounting Changes:

During the periods covered in these interim consolidated financial statements, the accounting principles have been consistently applied.

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

4. Marketable Securities:

The balance of marketable securities is as follows:

Description	2007 ThCh\$	2006 ThCh\$
Publicly offered promissory notes	3,460,274	16,950,662
Total	3,460,274	16,950,662

Publicly offered promissory notes (Fixed Income)

Instrument	Date		Par	Book Value		Market	Provision
	Purchase	Maturity	Value ThCh\$	Amount ThCh\$	Rate %	Value ThCh\$	ThCh\$
					2.6% +		
CERO010508	04-Sep-07	01-May-08	2,641,978	2,644,947	UF	2,644,947	(1,698)
					2.6% +		
CERO010508	04-Sep-07	01-May-08	236,814	237,126	UF	237,126	(111)
					2.6% +		
CERO010508	04-Sep-07	01-Jul-08	577,516	578,201	UF	578,201	(350)
		Total	3,456,308	3,460,274		3,460,274	(2,159)

⁽¹⁾ The book value is presented net of the provision.

(Translation of a report originally issued in Spanish see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

5. Current and long-term receivables:

The detail of current and long-term receivables is as follows:

	Current								
Description	Up to 90 days		Over 90 up to 1 year		Subtotal		Total Current (net)		
	2007 ThCh\$	2006 ThCh\$	2007 ThCh\$	2006 ThCh\$	2007 ThCh\$	2007 ThCh\$	%	2006 ThCh\$	
Accounts									
receivable	244,264,102	241,067,026	5,672,696	6,539,933	249,936,798	179,047,695	100.00	178,842,272	
Fixed telephone	102.060.101	104 072 075	2 400 721	2 000 041	106 450 010	126 000 740	76.46	120 71 4 010	
service	193,969,181	194,272,375	2,490,731	3,980,841	196,459,912	136,908,749	76.46	139,714,918	
Long distance	25,359,749	24,255,674	-	-	25,359,749	18,348,843	10.25	16,990,831	
Communications									
corporate	18,859,540	19,144,045	2,585,862	2,559,092	21,445,402	19,544,254	10.92	20,099,598	
Other	6,075,632	3,394,932	596,103	-	6,671,735	4,245,849	2.37	2,036,925	
Allowance for	, ,	, ,	,		, ,	, ,		, ,	
doubtful accounts	(70,889,103)	(66,774,266)	_	(1,990,421)	(70,889,103)	-		_	
Notes receivable	6,906,359	8,940,045	795,004	130,962	7,701,363	4,058,052		3,953,478	
Allowance for									
doubtful notes	(3,643,311)	(5,117,529)	-	-	(3,643,311)	-		-	
Miscellaneous									
accounts									
receivable	4,212,873	11,520,775	1,644,241	4,816,334	5,857,114	5,857,114		16,337,109	
Allowance for									
doubtful accounts	-	-	-	-	-	-		-	

Long-term receivables

(Translation of a report originally issued in Spanish — see Note 2b to the Financial Statements)

Notes to the Consolidated Financial Statements

6. Balances and transactions with related entities:

a) Receivables from related parties are as follows:

Taxpayer		Short	term	Long term	
No.	Company	2007 ThCh\$	2006 ThCh\$	2007 ThCh\$	2006 ThCh\$
87,845,500-2	Telefónica Móviles Chile S.A.	5,944,107	6,777,862	-	-
96,672,150-2	Telefónica Móviles Chile Inversiones S.A. Telefónica Móviles Chile Larga Distancia	37,808	63,301	-	-
96,672,160-k	S.A.	847,420	499,746	-	-
96,834,230-4	Terra Networks Chile S.A.	962,160	3,930,766	-	-
96,895,220-k	Atento Chile S.A. Telefónica International Wholesale Services	699,718	675,224	-	-
96,910,730-9	Chile S.A.	1,143,754	610,174	-	-
59,083,900-0	Telefónica Ingeniería de Seguridad S.A. Telefónica Móviles Soluciones y	11,099	5,870	-	-
96,990,810-7	Aplicaciones S.A.	164,601	51,929	-	-
96,942,730-3	Telefónica Mobile Solutions Chile S.A.	-	128,452	-	-
96,527,390-5 Foreign	Telefónica Internacional Chile S.A. Telefónica España	1,016 -	66,782 534,035	-	-