HUNGARIAN TELEPHONE & CABLE CORP Form SC 13D/A June 30, 2008

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D Under the Securities Exchange Act of 1934 (Amendment No. 12)

Hungarian Telephone and Cable Corp.

(Name of Issuer)

Common Stock, par value U.S. \$.001 per Share (Title of Class of Securities)

4455421030

(CUSIP Number)

Jesper Theill Eriksen

TDC A/S (Formerly Tele Danmark A/S)

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(Name, Address and Telephone Number of Person Authorized to

Receive Notices and Communications)

#### June 30, 2008

## (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

This Amendment No. 12 to the Schedule 13D of TDC A/S (formerly Tele Danmark A/S) ("TDC") relates to the beneficial ownership by TDC of the Common Stock, par value U.S.\$0.001 per Share (the "Shares") of Hungarian Telephone and Cable Corp. (the "Issuer"). This Amendment No. 12 amends and supplements the Schedule 13D of TDC filed on July 15, 1997, as amended by Amendment No. 1, Amendment No. 2, Amendment No. 3, Amendment No. 4, Amendment No. 5, Amendment No. 6, Amendment No. 7, Amendment No. 8, Amendment No. 9, Amendment No. 10 and Amendment No. 11 thereto (collectively, the Schedule 13D). Capitalized terms used but not otherwise defined in this document have the meanings assigned to them in the Schedule 13D.

#### Item 4. Purpose of the Transaction

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following:

On June 30, 2008, TDC issued a press release which is attached as an exhibit hereto and deemed to be incorporated by reference herein.

#### Item 7. Materials to be Filed as Exhibits

The following document is hereby filed as exhibit:

**Exhibit** 

**Description** 

Ex-99.3

Press release by TDC A/S, dated June 30, 2008.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief. I certify that the information set forth in this

statement is true, complete and correct.
Date: June 30, 2008
TDC A/S
By:
/s/ Jesper Theill Eriksen
Name: Jesper Theill Eriksen
Title:
Senior Executive
Vice President
Corporate HR & Chief of
Staff
By:
/s/ Jesper Ovesen
Name: Jesner Ovesen

Name: Jesper Ovesen

Title:

Senior Executive Vice

President and Chief Financial

Officer

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To OMX Nordic Exchange Copenhagen A/S June 30, 2008
Release 13/2008
TDC s subsidiary HTCC reviews its strategic alternatives  Copenhagen Today, TDC announces that its 64.6% controlled subsidiary Hungarian Telephone and Cable Corp. (HTCC), which is listed on the American Stock Exchange (AMEX: HTC), has retained the investment banking firm of BNP Paribas Corporate Finance to assist it in evaluating strategic alternatives for the company. TDC does not expect to publicly disclose additional information regarding the status of the review of strategic alternatives until the review is completed. There can be no assurances that any particular course of action will be pursued or as to the timing or terms of such alternatives.
For inquiries regarding the above please contact TDC Investor Relations on +45 6663 7680.

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TDC A/S CVR-nr. 14 77 39 08 Copenhagen

June 30, 2008
HTCC review of strategic alternatives
Release 13-2008
<b>TDC</b> is the leading provider of communications solutions in Denmark with a strong Nordic focus. In the Nordic region TDC has four business units: Business Nordic, Fixnet Nordic, Mobile Nordic and YouSee. TDC s activities outside the Nordic Region comprise amongst others Sunrise, a leading telecommunications provider in Switzerland, and HTCC, a leading telecommunications provider in Hungary. TDC was partly privatized in 1994 and fully privatized in 1998. Nordic Telephone Company ApS owns 87.9% of TDC, with the remainder of the shares held by individual and institutional shareowners.
TDC listing
Shares: OMX Nordic Exchange Copenhagen A/S
Reuters TDC.CO
Bloomberg TDC DC
Nominal value DKK 5
ISIN DK0010 253335
Sedol 5698790