

MATAV CABLE SYSTEMS MEDIA LTD

Form 6-K

November 28, 2005

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**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

For the month of November 2005

**Matav Cable Systems Media Ltd.**

(Translation of registrant's name into English)

42 Pinkas Street  
North Industrial Park  
P.O. Box 13600  
Netanya 42134  
Israel

(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-F  Form 40-F

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

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Attached please find Matav Cable Systems Media Ltd, third quarter 2005 financial report, edited according to the Israeli securities authority regulations. This financial report was attached as part of Delek Investments Properties Ltd. (holder of 40 % in Matav) third quarter 2005 financial results, released on November 28, 2005.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Matav - Cable Systems Media Ltd.**

(Registrant)

28 November 2005

BY: /S/ Meir Srebernik

Meir Srebernik  
Chief Executive Officer

Print the name and title of the signing officer under his signature

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MATAV CABLE SYSTEMS MEDIA LTD.

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

AS OF SEPTEMBER 30, 2005

IN NIS

UNAUDITED

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## CONSOLIDATED BALANCE SHEETS

	September 30,		December 31,
	2005	2004	2004
	Unaudited		Audited
	Reported NIS in thousands		
<b>ASSETS</b>			
<b>CURRENT ASSETS:</b>			
Cash and cash equivalents	85,915	10,277	24,250
Short-term deposit	-	-	50
Trade receivables	81,354	81,765	75,458
Other accounts receivable	19,444	14,974	20,010
	<u>186,713</u>	<u>107,016</u>	<u>119,768</u>
<b>INVESTMENTS AND LONG-TERM RECEIVABLES:</b>			
Investments in affiliates	37,398	89,029	101,736
Investment in other Company	19,278	-	-
Investment in limited partnerships	1,117	1,626	1,656
Rights to broadcast movies and programs	26,709	29,994	26,509
Other receivables	315	602	601
	<u>84,817</u>	<u>121,251</u>	<u>130,502</u>
<b>PROPERTY, PLANT AND EQUIPMENT:</b>			
Cost	2,226,317	2,085,502	2,119,060
Less - accumulated depreciation	1,398,947	1,254,051	1,293,549
	<u>827,370</u>	<u>831,451</u>	<u>825,511</u>
<b>INTANGIBLE ASSETS AND DEFERRED CHARGES, NET</b>			
	<u>2,627</u>	<u>3,272</u>	<u>3,101</u>
	<u>1,101,527</u>	<u>1,062,990</u>	<u>1,078,882</u>

The accompanying notes are an integral part of the interim consolidated financial statements.

## CONSOLIDATED BALANCE SHEETS

	September 30,		December 31,
	2005	2004	2004
	Unaudited		Audited
	Reported NIS in thousands		
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>CURRENT LIABILITIES:</b>			
Bank credit	553,256	430,909	465,339
Current maturities of debentures	34,206	34,107	34,005
Trade payables	105,015	97,722	104,282
Jointly controlled entity - current accounts	10,852	15,274	18,112
Other accounts payable	108,277	208,632	201,943
	<u>811,606</u>	<u>786,644</u>	<u>823,681</u>
<b>LONG-TERM LIABILITIES:</b>			
Loans and debentures (net of current maturities):			
Loans from banks and others	57,368	114,863	101,457
Debentures	-	33,182	33,201
Customer deposits for converters, net of accumulated amortization	17,127	21,725	20,279
Accrued severance pay, net	3,234	2,208	2,483
Deferred taxes	4,252	-	-
	<u>81,981</u>	<u>171,978</u>	<u>157,420</u>
<b>SHAREHOLDERS' EQUITY:</b>			
Share capital:			
Ordinary shares of NIS 1.00 par value - authorized:			
100,000,000 shares at September 30, 2005 and 2004 and December 31, 2004; Issued and outstanding: 30,222,775 shares at September 30, 2005 and 30,220,477 shares at December 31, 2004 and September 30, 2004			
	48,901	48,899	48,899
Additional paid-in capital	375,538	375,538	375,538
Accumulated deficit	(216,499)	(320,069)	(326,656)
	<u>207,940</u>	<u>104,368</u>	<u>97,781</u>
	<u>1,101,527</u>	<u>1,062,990</u>	<u>1,078,882</u>

The accompanying notes are an integral part of the interim consolidated financial statements.

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November 21, 2005

Date of approval of the  
financial statements

Meir Srebernik  
Chief Executive Officer and  
Chairman of the Board

Tal Peres  
Chief Financial Officer

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## CONSOLIDATED STATEMENTS OF OPERATIONS

	Nine months ended September 30,		Three months ended September 30,		Year ended December 31,
	2005	2004	2005	2004	2004
	Unaudited				Audited
	Reported NIS in thousands (except per share amounts)				
Revenues	407,643	444,140	134,373	145,612	584,564
Operating expenses:					
Depreciation	105,408	109,402	35,636	35,894	144,902
Other operating expenses	251,715	243,981	85,275	76,585	327,586
<b>Total operating expenses</b>	<b>357,123</b>	<b>353,383</b>	<b>120,911</b>	<b>112,479</b>	<b>472,488</b>
Gross profit	50,520	90,757	13,462	33,133	112,076
Selling, marketing, general and administrative expenses:					
Selling and marketing	40,696	50,055	12,816	18,673	63,676
General and administrative	30,726	34,136	10,667	13,606	45,391
	71,422	84,191	23,483	32,279	109,067
Operating income (loss)	(20,902)	6,566	(10,021)	854	3,009
Financial expenses, net	(38,156)	(40,464)	(11,144)	(11,973)	(50,333)
Other income (expenses), net	163,577	(46,594)	73	(27,868)	(42,680)
Income (loss) before taxes on income	104,519	(80,492)	(21,092)	(38,987)	(90,004)
Taxes on income	(7,359)	6,888	(1,506)	6,888	7,281
Income (loss) after taxes on income	111,878	(87,380)	(19,586)	(45,875)	(97,285)
Equity in earnings (losses) of affiliates, net	(1,721)	10,983	(2,473)	4,724	14,301
Net income (loss)	110,157	(76,397)	(22,059)	(41,151)	(82,984)
Net income (loss) per NIS 1 par value of Ordinary share (in NIS)	3.64	(2.60)	(0.73)	(1.40)	(2.83)



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	Nine months ended September 30,		Three months ended September 30,		Year ended December 31,
Weighted average number of shares outstanding during the period (in thousands)	30,222	29,359	30,223	29,364	29,360

The accompanying notes are an integral part of the interim consolidated financial statements.

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## STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

	Nine months ended September 30, 2005 (unaudited)				
	Share capital		Additional paid-in capital	Accumulated deficit	Total
	Number of shares	Amount			
Reported NIS in thousands					
Balance at the beginning of the period (audited)	30,221	48,899	375,538	(326,656)	97,781
Exercise of stock options by employees	2	2	-	-	2
Net income	-	-	-	110,157	110,157
Balance at the end of the period	30,223	48,901	375,538	(216,499)	207,940

	Nine months ended September 30, 2004 (unaudited)				
	Share capital		Additional paid-in capital	Accumulated deficit	Total
	Number of shares	Amount			
Reported NIS in thousands					
Balance at the beginning of the period (audited)					