

TELE CENTRO OESTE CELULAR PARTICIPACOES
Form 6-K
August 12, 2003

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 August 2003

Commission File Number 001-14489

TELE CENTRO OESTE PARTICIPAÇÕES S.A.

(Exact name of registrant as specified in its charter)

Tele Centro Oeste Participações Holding Company

(Translation of Registrant's name into English)

**SCS - Quadra 2, Bloco C, Edifício Anexo-Telebrásília Celular
-7° Andar, Brasília, D.F.**

Federative Republic of Brazil

(Address of principal executive office)

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

*(Convenience Translation into English from the
Original Previously Issued in Portuguese)*

***Tele Centro Oeste Celular
Participações S.A. and
Subsidiaries***

*Quarterly Financial Information
for the Three-month Period
Ended June 30, 2003
and Independent Accountants' Review Report*

Deloitte Touche Tohmatsu Auditores Independentes

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INDEPENDENT ACCOUNTANTS REVIEW REPORT

To the Shareholders and Management of
Tele Centro Oeste Celular Participações S.A.
Brasília - DF

1. We have reviewed the accompanying quarterly financial information of Tele Centro Oeste Celular Participações S.A. (the Company) and its subsidiaries as of and for the three- and six-month periods ended June 30, 2003, consisting of the individual and consolidated balance sheets as of June 30, 2003, and the related statements of operations for the three- and six-month periods then ended, the performance report and relevant information, prepared in accordance with Brazilian accounting practices under the responsibility of the Company's management.
 2. We conducted our review in accordance with specific standards established by the Brazilian Institute of Independent Auditors (IBRACON), together with the Federal Accounting Council, which consisted principally of: (a) inquiries of and discussions with persons responsible for the accounting, financial and operating areas on the criteria adopted in preparing the quarterly financial information, and (b) review of the information and subsequent events that had or might have had material effects on the financial position and operations of the Company and its subsidiaries.
 3. Based on our review, we are not aware of any material modifications that should be made to the quarterly financial information referred to in paragraph 1 for it to be in conformity with Brazilian accounting practices and standards issued by the Brazilian Securities Commission (CVM), specifically applicable to the preparation of mandatory quarterly information.
 4. The individual and consolidated balance sheets as of March 31, 2003, presented for comparative purposes, and the individual and consolidated statements of operations for the three- and six-month periods ended June 30, 2002, presented for comparative purposes, were audited by other independent auditors whose reports thereon, dated May 2, 2003 and August 13, 2002, were unqualified.
 5. The accompanying quarterly financial information has been translated into English for the convenience of readers outside Brazil.
- São Paulo, July 18, 2003

DELOITTE TOUCHE TOHMATSU
Auditores Independentes
(Convenience Translation into English from the Original Previously Issued in Portuguese)

José Domingos do Prado
Engagement Partner

TELE CENTRO OESTE CELULAR PARTICIPAÇÕES S.A.

NOTES TO THE FINANCIAL STATEMENTS

(Amounts in thousands of Brazilian reais - R\$, unless otherwise indicated)

1. OPERATIONS

Tele Centro Oeste Celular Participações S.A. (Company or TCO) is a publicly-traded company which, as of June 30, 2003, is owned by Telesp Celular Participações S.A. (TCP) (61.10% of voting capital and 20.37% of total capital), which is controlled by Brasilcel N.V. (Brasilcel). Brasilcel is controlled by Telefônica Móviles, S.A. (50.000% of total capital), PT Móveis, Serviços de Telecomunicações, SGPS, S.A. (49.999% of total capital), and Portugal Telecom, SGPS, S.A. (0.001% of total capital).

On April 10, 2003, the National Telecommunications Agency (ANATEL) approved the transfer of the equity interest held by BID S.A. in TCO.

On April 25, 2003, TCO was informed by its controlling shareholder of the conclusion of the transfer of the Company's equity interest to TCP, under the Preliminary Contract for Purchase and Sale of Shares and the Contract for Purchase and Sale of Shares. As of that date, the operation was settled and the aforementioned shares representing TCO's controlling interest were transferred to TCP.

The Company is the controlling company of Telegoiás Celular S.A. (Telegoiás), Telemat Celular S.A. (Telemat), Telems Celular S.A. (Telems), Teleron Celular S.A. (Teleron) and Teleacre Celular S.A. (Teleacre), which provide, through authorizations or concessions, mobile telephone services in the States of Goiás, Tocantins, Mato Grosso, Mato Grosso do Sul, Rondônia and Acre, respectively, and owns 100% of Norte Brasil Telecom S.A. (NBT), which provide, through authorizations or concessions, mobile telephone services in the States of Amazonas, Roraima, Amapá, Pará and Maranhão, including related services. The Company also owns TCO IP S.A. (TCO IP), which provides telecommunications services, internet access, development of solutions and others.

Telecommunications services provided by the subsidiaries, including related services, are regulated by ANATEL, as authorized by Law No. 9,472 of July 16, 1997, and the respective regulations, decrees, decisions and plans.

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Migration from SMC to SMP

On February 3, 2003, ANATEL, TCO and the subsidiaries Telegoiás, Telemat, Telems, Teleron, Teleacre and NBT signed a document authorizing Personal Mobile Service (SMP), effective from the date of publication in the official government newspaper on February 5, 2003.

Authorizations granted to the subsidiaries Telegoiás, Telemat, Telems, Teleron, Teleacre and NBT are valid for the remaining periods of the concessions previously granted and currently replaced, to July 24, 2006, October 29, 2008, March 30, 2009, September 28, 2009, July 21, 2009, July 15, 2009 and November 29, 2013, respectively, and may be renewed once for fifteen years, on a chargeable basis.

2. PRESENTATION OF FINANCIAL STATEMENTS

The individual and consolidated financial statements have been prepared in accordance with Brazilian accounting practices as defined by corporate law, standards applicable to concessionaires of public telecommunication services, and accounting standards and procedures established by the Brazilian Securities Commission (CVM).

The consolidated financial statements include balances and transactions of the Company and its subsidiaries as of June 30, 2003.

The financial statements as of March 31, 2003 and June 30, 2002 have been reclassified, where applicable, for comparison.

In consolidation, all intercompany balances and transactions have been eliminated.

3. SUMMARY OF PRINCIPAL ACCOUNTING PRACTICES

The principal accounting practices adopted by the Company and its subsidiaries in the preparation of the quarterly financial statements as of June 30, 2003 are basically those described in the financial statements as of December 31, 2002.

4. CASH AND CASH EQUIVALENTS

| | Company | | Consolidated | |
|----------------------------|---------------|---------------|----------------|----------------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Cash and banks | 26,701 | 4,046 | 53,254 | 18,278 |
| Temporary cash investments | 18,571 | 8,260 | 669,685 | 176,557 |
| Total | 45,272 | 12,306 | 722,939 | 194,835 |

Temporary cash investments refer principally to fixed income bank deposit certificates (CDBs) which are indexed to interbank deposit (CDI) rates.

5. SECURITIES

| Debentures | Interest rates | Maturity | Company | | Consolidated | |
|------------|------------------|----------------|----------|----------|--------------|----------|
| | | | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| FIXCEL | CDI plus 2% p.a. | August 8, 2003 | 147,054 | 235,517 | 223,522 | 747,947 |
| | | Total | 147,054 | 235,517 | 223,522 | 747,947 |

The Company, directly and through its subsidiaries, acquired debentures issued by FIXCEL S.A. in the amount of R\$660,000, of which R\$470,000 on July 2, 2002 and maturing on June 27, 2003, when they were effectively settled, and R\$190,000 on August 13, 2002, maturing on August 8, 2003. The debentures have floating guarantee on the FIXCEL S.A. assets and guarantee from Splice do Brasil Telecomunicações e Eletrônica S.A.

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On April 25, 2003, with the transfer of the ownership control, TCP became the guarantor for the settlement of debentures issued by FIXCEL S.A. held by the Company.

6. TRADE ACCOUNTS RECEIVABLE, NET

| | Company | | Consolidated | |
|---------------------------------|---------------|---------------|----------------|----------------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Unbilled amounts | 16,237 | 16,769 | 51,490 | 51,397 |
| Billed amounts | 42,836 | 29,536 | 132,688 | 102,944 |
| Interconnection | 19,199 | 12,082 | 71,884 | 48,095 |
| Products sold | 10,503 | 6,803 | 55,401 | 38,525 |
| Allowance for doubtful accounts | (6,431) | (5,172) | (32,648) | (28,342) |
| Total | 82,344 | 60,018 | 278,815 | 212,619 |

Changes in the allowance for doubtful accounts are follows:

| | Company | | Consolidated | |
|--------------------------------------|--------------|---------------|---------------|---------------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Beginning balance | 4,734 | 9,118 | 26,595 | 40,781 |
| Provision for doubtful accounts | 2,021 | 2,216 | 9,510 | 10,402 |
| Write-offs (Q1) | (1,583) | (2,217) | (7,763) | (12,077) |
| Balance as of March 31 (Q1) | 5,172 | 9,117 | 28,342 | 39,106 |
| Provision for doubtful accounts (Q2) | 3,139 | 3,253 | 14,948 | 10,701 |
| Write-offs (Q2) | (1,880) | (1,888) | (10,642) | (9,425) |
| Balance as of June 30 | 6,431 | 10,482 | 32,648 | 40,382 |

7. INVENTORIES

| | Company | | Consolidated | |
|----------------------------|--------------|--------------|---------------|---------------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Digital handsets | 4,916 | 3,670 | 26,459 | 18,992 |
| Other | 2,842 | 3,074 | 10,332 | 11,027 |
| Allowance for obsolescence | (376) | (376) | (1,329) | (1,329) |
| Total | 7,382 | 6,368 | 35,462 | 28,690 |

8. DEFERRED AND RECOVERABLE TAXES

| | Company | | Consolidated | |
|--|----------|----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |

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| | | | | |
|---|--------|--------|---------|---------|
| Recoverable income and social contribution taxes | 390 | 1,689 | 710 | 1,689 |
| Withholding income tax | 8,065 | 16,113 | 23,478 | 38,334 |
| Recoverable ICMS (State VAT) | 9,337 | 7,048 | 47,275 | 35,439 |
| Recoverable PIS and COFINS (taxes on revenue) and other | 70 | 47 | 147 | 165 |
| <hr/> | | | | |
| Recoverable taxes | 17,862 | 24,897 | 71,610 | 75,627 |
| Deferred income and social contribution taxes | 35,710 | 36,300 | 72,755 | 75,808 |
| <hr/> | | | | |
| Total | 53,572 | 61,197 | 144,365 | 151,435 |
| <hr/> | | | | |
| Current | 44,682 | 50,378 | 115,313 | 107,786 |
| Noncurrent | 8,890 | 10,819 | 29,052 | 43,649 |

Deferred income and social contribution taxes are comprised of:

| | Company | | Consolidated | |
|---|----------|----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Merged tax credit (corporate restructuring) | 9,539 | 11,129 | 32,915 | 38,401 |
| Tax loss carryforwards | - | - | 10 | 2,553 |
| Allowance reserve for: | | | | |
| Contingencies | 22,304 | 22,761 | 22,872 | 24,246 |
| Doubtful accounts | 2,186 | 1,758 | 11,077 | 9,638 |
| Other | 1,681 | 652 | 5,881 | 970 |
| <hr/> | | | | |
| Total deferred taxes | 35,710 | 36,300 | 72,755 | 75,808 |
| <hr/> | | | | |
| Current | 32,530 | 31,531 | 61,784 | 59,351 |
| Noncurrent | 3,180 | 4,769 | 10,971 | 16,457 |

Deferred taxes have been recorded based on the assumption of their future realization, as follows:

- Tax loss carryforwards of the subsidiary NBT were offset up to a limit of 30% per year of taxable income, remaining as of June 30, 2003 tax loss carryforwards of R\$10 (R\$2,553 as of March 31, 2003), which will be realized in the following three-month period.
- The merged tax credit consists of the net balance of goodwill and the reserve for maintenance of integrity of shareholders' equity (Note 30) and is realized as goodwill is amortized, over a period ending December 31, 2004.
- Temporary differences will be realized upon payment of the accruals, and effective losses on bad debts. The Company expects to recover the tax credits as follows:

| Year | Consolidated |
|-------|--------------|
| 2003 | 27,941 |
| 2004 | 44,814 |
| <hr/> | |
| Total | 72,755 |

9. PREPAID EXPENSES

| Company | | Consolidated | |
|----------|----------|--------------|----------|
| 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| <hr/> | | | |

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| | | | | |
|--|-------|-------|-------|-------|
| Financial charges | 556 | 640 | 1,228 | 1,420 |
| ICMS (State VAT) on sales of prepaid cards | 409 | 395 | 2,325 | 2,062 |
| Insurance premiums | 171 | 171 | 484 | 529 |
| Other | 276 | 61 | 1,147 | 533 |
| Total | 1,412 | 1,267 | 5,184 | 4,544 |

10. OTHER ASSETS

| | Company | | Consolidated | |
|---------------------------------|----------|----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Advances to employees and other | 2,004 | 2,126 | 4,348 | 4,562 |
| Auxiliary materials | 879 | 5,851 | 379 | 5,568 |
| Tax incentives | 1,302 | 1,302 | 3,912 | 3,912 |
| Swap credits | 656 | 25,414 | 1,416 | 34,866 |
| Advance for purchase of shares | 42,242 | 41,198 | 42,242 | 41,198 |
| Escrow deposits | 12,199 | 12,156 | 12,548 | 12,473 |
| Other | 766 | 515 | 3,754 | 2,860 |
| Total | 60,048 | 88,562 | 68,599 | 105,439 |
| Current | 3,798 | 30,243 | 8,789 | 37,669 |
| Noncurrent | 56,250 | 58,319 | 59,810 | 67,770 |

11. INVESTMENTS

a) Investments in subsidiaries

| Investee | Common stock interest (%) | Preferred stock interest (%) | Total interest (%) |
|-----------|---------------------------|------------------------------|--------------------|
| Telegoiás | 98.61 | 96.32 | 97.12 |
| Telemat | 99.51 | 96.27 | 97.83 |
| Telems | 99.63 | 97.64 | 98.54 |
| Teleron | 98.26 | 96.64 | 97.22 |
| Teleacre | 99.96 | 96.61 | 98.35 |
| NBT | 100.00 | 100.00 | 100.00 |
| TCO IP | 99.99 | 100.00 | 99.99 |

b) Number of shares held

| Investee | Common | Preferred | Total |
|-----------|--------|-----------|---------|
| Telegoiás | 2,281 | 4,145 | 6,426 |
| Telemat | 329 | 345 | 674 |
| Telems | 542 | 650 | 1,192 |
| Teleron | 247 | 438 | 685 |
| Teleacre | 999 | 891 | 1,890 |
| NBT | 24,001 | 47,999 | 72,000 |
| TCO IP | 499 | 500 | 999,000 |

c) Information on subsidiaries

Investee

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| | Shareholders equity - 06.30.03 | Net income (loss) - 06.30.03 |
|---------------------------|-----------------------------------|---------------------------------|
| Telegoiás | 450,956 | 144,317 |
| Telemat | 257,754 | 91,292 |
| Telems | 205,078 | 60,891 |
| Teleron | 63,367 | 16,458 |
| Teleacre | 33,976 | 12,126 |
| NBT | 202,178 | 21,552 |
| TCO IP | (2,374) | (3,884) |
| d) Components and changes | | |

Investments of TCP are comprised of interests in the capital of Telegoiás, Telemat, Telems, Teleron, Teleacre, NBT and TCO IP, as well as goodwill and advances for future capital increases, reserves for investment losses and other investments, as shown below:

| | Company | | Consolidated | |
|---|-----------|-----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Investments in subsidiaries | 1,144,667 | 1,085,768 | - | - |
| Goodwill paid on investment acquisition | 51,929 | 54,601 | 5,177 | 7,849 |
| Advance for future capital increase | 510 | 510 | - | - |
| Reserve for investment losses | (3,884) | (2,162) | - | - |
| Other investments | 22 | 22 | 191 | 191 |
| Investment balance | 1,193,244 | 1,138,739 | 5,368 | 8,040 |

Changes in investment balances for June 30, 2003 and March 31, 2003:

| | Company | |
|---|------------|------------|
| | 06.30.03 | 03.31.03 |
| | Investment | Investment |
| Investments, net of reserve for loss | 1,138,739 | 1,061,288 |
| Equity pick-up | 92,437 | 78,098 |
| Interest on capital | (37,558) | - |
| Goodwill paid on investment acquisitions | 8 | 232 |
| Reserve for investment losses | (1,722) | (972) |
| Investment in subsidiaries | 1,243 | 483 |
| Interest on capital and expired dividends (subsidiary) | 487 | - |
| Amortization of goodwill paid on investment acquisition | (390) | (390) |
| Investments, net of reserve for loss | 1,193,244 | 1,138,739 |

Goodwill in the amount of R\$5,177 (R\$7,849 as of March 31, 2003) refers to:

NBT:

- a) Acquisition of the 45% equity interest of NBT from Inepar S.A. in May 1999, capital increase in June 2000 by the Company.
- b) Negative goodwill on purchase of the 1.67% equity interest of NBT from Inepar in June 2003 in the amount of R\$2,282.

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c) Amortization in the second quarter of 2003 in the amount of R\$390.
Telegoiás:

- Acquisition of Telegoiás shares in the market in November 2001.
The goodwill related to NBT and Telegoiás is being amortized over ten and five years, respectively.

12. PROPERTY, PLANT AND EQUIPMENT

| | Company | | | | |
|-------------------------------------|-----------------|--------------------------|--------------------------|----------------|----------------|
| | 06.30.03 | | | 03.31.03 | |
| | Annual rate (%) | Cost | Accumulated depreciation | Net book value | Net book value |
| Transmission equipment | 14.29 | 282,378 | (194,401) | 87,977 | 83,189 |
| Switching equipment | 10 | 85,743 | (30,111) | 55,632 | 57,775 |
| Infrastructure | 5 - 10 | 70,033 | (40,219) | 29,814 | 31,079 |
| Land | - | 2,185 | - | 2,185 | 2,185 |
| Software use rights | 20 | 39,932 | (16,874) | 23,058 | 22,018 |
| Buildings | 4 | 11,843 | (5,636) | 6,207 | 6,141 |
| Terminals | 50 | 15,228 | (13,658) | 1,570 | 1,708 |
| Other assets | 5 - 20 | 26,923 | (11,591) | 15,332 | 14,895 |
| Assets and construction in progress | | 4,733 | - | 4,733 | 8,033 |
| Total | | 538,998 | (312,490) | 226,508 | 227,023 |
| Consolidated | | | | | |
| 06.30.03 | | | 03.31.03 | | |
| Annual rate (%) | Cost | Accumulated depreciation | Net book value | Net book value | |
| Transmission equipment | 14.29 | 792,738 | (444,031) | 348,707 | 340,230 |
| Switching equipment | 10 | 270,726 | (90,895) | 179,831 | 184,244 |
| Infrastructure | 5 - 10 | 174,334 | (65,941) | 108,393 | 109,546 |
| Land | - | 7,822 | - | 7,822 | 7,811 |
| Software use rights | 20 | 111,544 | (39,650) | 71,894 | 72,017 |
| Buildings | 4 | 27,175 | (7,609) | 19,566 | 19,459 |
| Terminals | 50 | 25,527 | (19,712) | 5,815 | 5,515 |
| Concession license | 6.90 | 60,550 | (12,541) | 48,009 | 49,090 |
| Other assets | 5 - 20 | 58,000 | (23,700) | 34,300 | 34,373 |
| Assets and construction in progress | | 44,276 | - | 44,276 | 56,837 |
| Total | | 1,572,692 | (704,079) | 868,613 | 879,122 |

The subsidiaries managements are conducting studies to evaluate the useful lives of their property items. Possible effects resulting from these studies that may change the useful lives of the assets will be recognized in the financial statements for 2003.

Starting in December 2002, the useful life of terminals was reduced to two years, in order to better reflect the state of operations. The effect of this reduction in the six-month period represented an increase of R\$1,921 in depreciation expense.

13. DEFERRED CHARGES

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| | Consolidated | | |
|-------------------------------------|------------------------------|----------|----------|
| | Annual amortization rate (%) | 06.30.03 | 03.31.03 |
| Preoperating costs: | | | |
| Financial expenses | 10 | 16,701 | 16,701 |
| General and administrative expenses | 10 | 28,060 | 28,060 |
| | | 44,761 | 44,761 |
| Accumulated amortization: | | | |
| Preoperating costs | | (15,512) | (14,376) |
| | | (15,512) | (14,376) |
| Total, net | | 29,249 | 30,385 |

14. TRADE ACCOUNTS PAYABLE

| | Company | | Consolidated | |
|-----------------|----------|----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Suppliers | 31,294 | 22,388 | 100,905 | 85,870 |
| Interconnection | 7,278 | 5,692 | 27,907 | 14,462 |
| Other | 1,881 | 1,303 | 3,416 | 2,409 |
| Total | 40,453 | 29,383 | 132,228 | 102,741 |
| Current | 39,781 | 28,716 | 131,290 | 102,069 |
| Long term | 672 | 667 | 938 | 672 |

15. TAXES PAYABLE

| | Company | | Consolidated | |
|--------------------------------------|----------|----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| State VAT (ICMS) | 13,449 | 11,378 | 63,631 | 45,924 |
| Income and social contribution taxes | 1,980 | - | 8,066 | 7,964 |
| Taxes on revenue (PIS and COFINS) | 2,953 | 2,989 | 9,432 | 8,560 |
| FISTEL fees | 5,189 | 2,783 | 22,545 | 11,692 |
| FUST and FUNTTEL | 331 | 266 | 1,149 | 1,026 |
| Other taxes | 867 | 1,703 | 2,262 | 2,890 |
| Total | 24,769 | 19,119 | 107,085 | 78,056 |
| Current | 24,769 | 19,119 | 100,667 | 72,780 |
| Long term | - | - | 6,418 | 5,276 |

The long-term portion refers to the ICMS - Programa Teleproduzir, an agreement made with the Goiás State Government for deferral of ICMS payments, on December 16, 2001. This agreement stipulates that the ICMS used as credit will be paid in 84 monthly installments, with a grace period of 12 months from the date of final credit use.

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16. LOANS AND FINANCING

a) Composition of debt

| Description | Currency | Annual charges (%) | Company | | Consolidated | |
|--------------------------------------|----------|---|----------------|----------------|----------------|----------------|
| | | | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| BNDES | R\$ | TJLP + 3.5 to 4.0 | 13,908 | 14,964 | 191,282 | 194,051 |
| Other | R\$ | FGV Column 20 | - | - | 2,036 | 1,519 |
| Finimp | US\$ | Libor + 2 to 7 | 38,308 | 157,121 | 120,700 | 161,460 |
| Resolution No. 2,770 | US\$ | US\$ + average interest of 7.41 | 22,873 | 44,185 | 31,297 | 55,067 |
| Export Development Corporation - EDC | US\$ | Libor 6m + 3.90 to 5.00 | 88,858 | 91,357 | 145,250 | 160,704 |
| BNDES - basket of currencies | UMBNDDES | Basket of currencies variation + UMBNDDES + 3.5 | - | - | 17,522 | 20,624 |
| Interest | | | 6,059 | 11,576 | 11,007 | 14,584 |
| Total | | | 170,006 | 319,203 | 519,094 | 608,009 |
| Current | | | 101,387 | 239,566 | 262,670 | 317,808 |
| Long term | | | 68,619 | 79,637 | 256,424 | 290,201 |

b) Repayment schedule

The long-term portion of loans and financing matures as follows:

| Year | 06.30.03 | |
|--------------|---------------|----------------|
| | Company | Consolidated |
| 2004 | 14,482 | 44,150 |
| 2005 | 28,965 | 88,300 |
| 2006 | 25,172 | 81,073 |
| 2007 | - | 39,332 |
| 2008 | - | 3,569 |
| Total | 68,619 | 256,424 |

c) Restrictive clauses

The Company has loans and financing from the National Bank for Economic and Social Development (BNDES) and Export Development Corporation (EDC), the balances of which at June 30, 2003 were R\$208,804 and R\$145,250, respectively. As of that date, various loan covenants were complied with by the Company.

d) Hedging

As of June 30, 2003, the Company and its subsidiaries have exchange contracts in the amount of US\$93,496, to partially hedge against exchange rate fluctuations on foreign currency obligations. At June 30, 2003, the Company and its subsidiaries recognized a net loss of R\$14,445 (net gain of R\$30,968 at March 31, 2003) on these hedges, represented by a balance of R\$1,416 (R\$34,866 at March 31, 2003) in assets, of which R\$318 (R\$24,689 at March 31, 2003) in current and R\$1,098 (R\$10,177 at March 31, 2003) in noncurrent, and a balance of R\$15,861 (R\$3,898 at March 31, 2003) in liabilities, of which R\$12,233 (R\$3,085 at March 31, 2003) in current and R\$3,628 (R\$813 at March 31, 2003) in long-term.

17. OTHER LIABILITIES

| | Company | | Consolidated | |
|--|----------|----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| | | | | |

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| | | | | |
|--|--------------|--------------|---------------|---------------|
| Services to be provided - prepaid | 1,635 | 1,579 | 8,625 | 7,703 |
| Accrual for customer loyalty program (a) | 340 | 184 | 870 | 694 |
| Customers | 3,044 | 2,663 | 7,913 | 6,346 |
| Total | 5,019 | 4,426 | 17,408 | 14,743 |

(a) On November 1, 2002, the Company launched a customer loyalty program whereby the customer makes calls and earns points redeemable for prizes (handsets, call minutes, points in TAM airline loyalty program, and other). The points expire in 24 months. Accumulated points are accrued when granted, considering redemption prospects based on the consumption profile of participant customers. The accrual is reduced when points are redeemed by customers.

18. RESERVE FOR CONTINGENCIES

The Company and its subsidiaries are parties to certain lawsuits involving labor, tax and civil matters. Management has recognized reserves for cases in which the likelihood of an unfavorable outcome is considered probable by its legal counsel.

Components of the reserves are as follows:

| | Company | | Consolidated | |
|--------------|---------------|----------------|----------------|----------------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Labor (c) | 9 | 9 | 210 | 184 |
| Civil (c) | 5 | 5 | 1,465 | 1,580 |
| Tax (b) | 9,525 | 11,861 | 9,535 | 14,460 |
| Other (a) | 89,844 | 88,855 | 89,844 | 88,855 |
| Total | 99,383 | 100,730 | 101,054 | 105,079 |

(a) This item corresponds to original loans from Telecomunicações Brasileiras S.A. - TELEBRÁS, that, according to Attachment II to the Spin-off Report dated February 28, 1998, approved by the Shareholders Meeting held in May 1998, and in the opinion of the Company's management, should be allocated to the respective controlling companies of Telegoiás and Telebrásia Celular S.A.

Management understood that there was an error in the allocation of the loans upon the spin-off, suspended the payment flow after the change in the Company's control, and is restating the loans based on the general market price index (IGP-M) plus a 6% annual interest.

In June 1999, the Company filed a lawsuit with a statement claiming that all assets corresponding to these loan and financing liabilities are owned by it, as well as the accessory items of these assets, and also claiming for indemnities for the installments paid.

In November 1999, management decided to transfer to the holding company the liability arising from the loan originally payable to Telecomunicações Brasileiras S.A. - TELEBRÁS, since the liability was absorbed in the spin-off process.

On August 1, 2001, a court decision was made dismissing the Company's claims in the declaratory action; however, on October 8, 2001, the Company filed an appeal, which has not yet been judged.

The opinion of the Company's legal counsel regarding the chances of unfavorable outcome of these contingencies are that they are probable as to the merit of the claim and possible as to the restatement index. The difference of contingencies not recognized between the original contractual rates and the restatement index used as described above is estimated at R\$34,600 (R\$55,660 as of March 31, 2003).

(b) Tax: the principal tax contingencies of the subsidiaries are described below:

1. ICMS (State VAT)

On June 19, 1998, the Revenue Secretaries of the individual Brazilian States approved an agreement interpreting existing Brazilian tax law and broadening the application of the ICMS, a State value-added tax, to cover not only telecommunication services but also other services, including cellular activation fees which had not previously been subject to such tax. Pursuant to this new interpretation of tax law, the ICMS tax may be applied retroactively for such services rendered during the last five years prior to the aforementioned date.

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Company's management believes that the attempt by the State Revenue Secretaries to extend the scope of ICMS tax to services which are supplementary to basic telecommunication services is unlawful because: (a) the State Secretaries acted beyond the scope of their authority, (b) their interpretation would subject certain services to taxation which are not considered telecommunication services, and (c) new taxes may not be applied retroactively. Accordingly, the companies did not accrue ICMS on cellular activations prior to June 1998 and also believes that in the period prior to 1998 the liability for any taxes is of the spun-off company which originated the cellular companies controlled by the Company.

After June 1998, the companies controlled by the Company started to accrue ICMS on cellular activation fees; however, based on the opinion of legal counsel, the companies reversed the accrual in the amount of R\$4,925 as of June 30, 2003.

2. PIS and COFINS

The Company is a party to two lawsuits: the first challenges the increase in the COFINS rate and the second the change in the calculation basis of PIS and COFINS. Amounts for the COFINS rate increase have not been accrued while the effect of the expansion of the PIS and COFINS calculation basis has been accrued, based on legal counsel's opinion as to the chances of success in that litigation.

The amount reserved as of June 30, 2003 was R\$9,525 (R\$9,525 as of March 31, 2003).

(c) Labor and civil: include claims for compensation for moral damages and other employee claims, for which a reserve has been recorded in the amount of R\$1,675 as of June 30, 2003 (R\$1,764 as of March 31, 2003) to cover any loss that might result.

Additionally, the Company is a party to several other civil and labor lawsuits totaling approximately R\$4,635, for which no reserve for contingencies was recognized, based on legal counsel's opinion.

19. LEASES (CONSOLIDATED)

In the first half of 2003, the subsidiaries had expenses under lease agreements totaling R\$1,972. The outstanding obligation under such agreements, adjusted for exchange rates prevailing at June 30, 2003, is R\$4,723, payable in quarterly installments through June 2005.

20. SHAREHOLDERS' EQUITY

a) Capital

On April 29, 2003, pursuant to article 199 of the Brazilian corporate law, the Company increased its capital by R\$36,049, without issuance of new shares, through capitalization of part of the profit reserve exceeding capital as of December 31, 2002.

As of June 30, 2003, capital is represented by shares without par value, as follows:

| | Thousands of shares |
|------------------|---------------------|
| Common shares | 126,433,338 |
| Preferred shares | 252,766,698 |
| Total | 379,200,036 |

b) Dividends

Preferred shares do not have voting rights, except in the circumstances set forth in article 12 of the bylaws; they have priority in the redemption of capital, without premium, are entitled to receive dividends of at least 25% of net income for the year, calculated as defined by article 202 of corporate law, have priority in the payment of minimum, noncumulative dividends based on the greater of the following: (a) 6% per year of the amount resulting from the division of the subscribed capital by the total number of shares outstanding, or (b) 3% per year of the amount resulting from the division of the shareholders' equity by the total number of shares outstanding, and are entitled to receive dividends equivalent to those paid to holders of common shares, after dividends in the same amount as mandatory minimum dividends on preferred shares have been paid to such holders.

c) Special premium reserve

This reserve resulted from the corporate restructuring implemented by the Company and will be capitalized in favor of the controlling shareholder when the tax benefit is effectively realized.

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d) Treasury shares

Shares held in treasury as of June 30, 2003 and March 31, 2003 totaled 5,791,394,000 common shares, in 2003 no common and preferred treasury shares were purchased.

21. NET OPERATING REVENUE

| | Company | | Consolidated | |
|------------------------------|----------|----------|--------------|-----------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Monthly subscription charges | 23,854 | 20,474 | 69,682 | 52,638 |
| Use of network | 133,654 | 107,046 | 528,639 | 392,988 |
| Roaming charges | 4,388 | 4,024 | 11,617 | 10,177 |
| Additional call charges | 5,246 | 3,565 | 14,960 | 10,533 |
| Interconnection | 95,454 | 86,521 | 372,464 | 305,585 |
| Additional services | 3,719 | 2,607 | 10,914 | 6,215 |
| Sale of products | 27,177 | 29,264 | 133,734 | 117,987 |
| Revenue from Internet | - | - | 499 | 604 |
| Other services | - | 126 | - | 126 |
| Gross operating revenue | 293,492 | 253,627 | 1,142,509 | 896,853 |
| Deductions | (57,531) | (48,925) | (240,710) | (180,481) |
| Net operating revenue | 235,961 | 204,702 | 901,799 | 716,372 |

22. COST OF SERVICES PROVIDED AND PRODUCTS SOLD

| | Company | | Consolidated | |
|--------------------------------------|----------|----------|--------------|----------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Personnel | 4,098 | 2,753 | 8,811 | 6,931 |
| Outside services | 4,355 | 3,197 | 21,780 | 11,111 |
| Connections | 2,793 | 2,918 | 18,281 | 18,025 |
| Rent, insurance and condominium fees | 1,370 | 638 | 6,015 | 4,843 |
| Interconnection | 26,866 | 17,223 | 97,148 | 66,272 |
| Taxes and contributions | 6,059 | 5,958 | 29,608 | 26,452 |
| Depreciation and amortization | 26,052 | 23,001 | 79,255 | 60,379 |
| Cost of products sold | 36,625 | 30,349 | 156,708 | 122,800 |
| Other | 1,141 | 734 | 3,148 | 1,384 |
| Total | 109,359 | 86,771 | 420,754 | 318,197 |

23. SELLING EXPENSES

| | Company | | Consolidated | |
|------------------|----------|----------|--------------|----------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Personnel | 3,009 | 3,043 | 13,559 | 10,108 |
| Supplies | 243 | 276 | 1,964 | 1,839 |
| Outside services | 16,940 | 10,523 | 80,592 | 58,691 |

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| | | | | |
|--------------------------------------|---------------|---------------|----------------|----------------|
| Rent, insurance and condominium fees | 973 | 470 | 3,134 | 2,232 |
| Taxes and contributions | 28 | 11 | 116 | 68 |
| Depreciation and amortization | 1,067 | 1,169 | 3,970 | 6,637 |
| Allowance for doubtful accounts | 5,160 | 5,469 | 24,458 | 21,103 |
| Other | 573 | 160 | 1,579 | 196 |
| Total | 27,993 | 21,121 | 129,372 | 100,874 |

24. GENERAL AND ADMINISTRATIVE EXPENSES

| | Company | | Consolidated | |
|---|---------------|---------------|---------------|---------------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Personnel | 20,892 | 13,782 | 26,440 | 18,785 |
| Supplies | 824 | 523 | 1,892 | 1,524 |
| Outside services | 20,219 | 11,928 | 39,231 | 27,416 |
| Consulting - technology and management (management fee) | 1,551 | 813 | 4,819 | 3,092 |
| Rent, insurance and condominium fees | 2,380 | 844 | 3,189 | 2,403 |
| Taxes and contributions | 1,178 | 782 | 1,394 | 873 |
| Depreciation and amortization | 5,374 | 4,587 | 12,253 | 8,477 |
| Other | 117 | 153 | 268 | 208 |
| Total | 52,535 | 33,412 | 89,486 | 62,778 |

25. OTHER OPERATING INCOME (EXPENSES)

| | Company | | Consolidated | |
|----------------------|---------------|---------------|---------------|---------------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Income: | | | | |
| Fines | 2,209 | 2,003 | 10,485 | 8,374 |
| Recovered expenses | 154 | 242 | 448 | 244 |
| Reversal of reserves | 2,675 | 16 | 5,572 | 311 |
| Other | 23,035 | 14,533 | 2,488 | 1,237 |
| Total | 28,073 | 16,794 | 18,993 | 10,166 |

| | Company | | Consolidated | |
|---|--------------|--------------|---------------|---------------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Expenses: | | | | |
| Provision for contingencies | - | 45 | 146 | 850 |
| Telegoiás and NBT goodwill amortization | 781 | 781 | 781 | 781 |
| Taxes other than on income | 5,349 | 5,289 | 13,876 | 12,890 |
| Other | 819 | 410 | 2,711 | 2,627 |
| Total | 6,949 | 6,525 | 17,514 | 17,148 |

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26. FINANCIAL INCOME (EXPENSES)

| | Company | | Consolidated | |
|---|---------------|---------------|----------------|----------------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Interest and other | 33,834 | 34,330 | 123,005 | 98,360 |
| Exchange variations on assets (*) | 57,318 | 1,481 | 78,097 | 1,712 |
| PIS/COFINS on financial income | (4,155) | - | (9,547) | - |
| Total | 86,997 | 35,811 | 191,555 | 100,072 |
| Expenses: | | | | |
| Interest and other | 22,620 | 55,574 | 45,015 | 80,382 |
| Monetary/exchange variations on liabilities | (1,446) | 28,713 | (2,091) | 55,675 |
| Loss on derivatives | 65,007 | 378 | 82,068 | 677 |
| Total | 86,181 | 84,665 | 124,992 | 136,734 |

(*) Reflects the currency devaluation on debts denominated in foreign currency, including transactions with BNDES linked to the basket of currencies - UMBNDES.

27. TAXES ON INCOME

The Company and its subsidiaries estimate monthly the amounts for income and social contribution taxes, on the accrual basis. The subsidiary TCO IP has tax losses without deferral of income and social contribution taxes since no profit is expected. The income and social contribution tax effect on these losses has been recorded under Unrecognized income and social contribution taxes in the table of reconciliation of taxes on income below, in the amount of R\$671. Deferred taxes are provided on temporary differences as shown in Note 8. Income and social contribution taxes charged to income consist of the following:

| | Company | | Consolidated | |
|-------------------------|-----------------|-----------------|------------------|-----------------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Income tax | (15,566) | (11,726) | (76,639) | (39,901) |
| Social contribution tax | (5,605) | (4,229) | (27,607) | (14,399) |
| Total | (21,171) | (15,955) | (104,246) | (54,300) |

A reconciliation of the taxes on income reported and the amounts calculated at the combined statutory rate of 34% is as follows:

| | Company | | Consolidated | |
|---|----------|----------|--------------|----------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |
| Income before taxes | 233,301 | 137,178 | 320,298 | 177,659 |
| Income and social contribution tax credits at combined statutory rate | (79,322) | (46,640) | (108,902) | (60,404) |
| Permanent additions: | | | | |
| Nondeductible expenses | (404) | (11,210) | (1,048) | (1,227) |
| Expired interest on capital | (624) | - | (793) | - |
| Permanent exclusions: | | | | |
| Equity pick-up | 57,066 | 39,779 | - | - |
| Integrity of shareholders equity | 2,099 | 2,099 | 7,241 | 7,241 |
| Other: | | | | |
| Unrecognized income and social contribution taxes | - | - | (671) | - |

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| | | | | |
|--|----------|----------|-----------|----------|
| Surtax difference | 12 | 12 | 84 | 84 |
| Other adjustments | 2 | 5 | (157) | 6 |
| | | | | |
| Income and social contribution tax charges | (21,171) | (15,955) | (104,246) | (54,300) |
| | | | | |

28. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONSOLIDATED)

a) Risk considerations

The major market risks to which the Company and its subsidiaries are exposed include:

- **Credit risk:** arising from any difficulty in collecting telecommunication services provided to customers and revenues from the sale of handsets by the distribution network.
- **Interest rate risk:** resulting from debt and premiums on derivative instruments contracted at floating rates and involving the risk of interest expenses increasing as a result of an unfavorable upward trend in interest rates (LIBOR, CDI, UMBNDES and TJLP).
- **Currency risk:** related to debt contracted in foreign currency and associated with potential losses resulting from adverse exchange rate movements.

Since they were formed, the Company and its subsidiaries have been actively managing and mitigating risks inherent in their operations by means of comprehensive operating procedures, policies and initiatives.

Credit risk

Credit risk from providing telecommunication services is minimized by strictly monitoring the Company's customer portfolio and actively addressing delinquent receivables by means of clear policies relating to the concession of postpaid services. Of the Company's customers, 73% use prepaid services that require pre-loading, thus not representing a credit risk to the Company. Delinquent receivables in the second quarter of 2003 represented 2.4% of gross revenue (2.4% in the second quarter of 2002). (*)

Credit risk from the sale of handsets is managed by following a conservative credit granting policy which encompasses the use of advanced risk management methods that include applying credit scoring techniques, analyzing the potential customers balance sheet, and making inquiries of credit protection agencies' databases. In addition, an automatic control has been implemented in the sales module for releasing products which is integrated with the distribution module of the Company's ERP system for consistent transactions. Delinquent receivables in the distribution network represented 0.49% in the second quarter of 2003 (0.31% in the second quarter of 2002) of handset sales for the Company. (*)

(*) Calculation of delinquent receivables:

(loss and reserve for delinquent receivables/gross revenues from services) * 100

(loss and reserve for delinquent receivables/gross revenues from sales of products) * 100

Interest rate risk

The Company is exposed to fluctuations in TJLP, CDI and UMBNDES (local indices) on financing from BNDES. As of June 30, 2003, these operations amounted to R\$208,004.

Part of foreign currency-denominated loans is also exposed to Libor interest rate risk associated with foreign loans. As of June 30, 2003, these operations amounted to US\$50,575.

The Company has not entered into derivative operations to hedge against these risks.

Currency risk

The Company and its subsidiaries utilize derivative financial instruments to protect against the currency risk on foreign currency-denominated loans. Such instruments usually include swap contracts.

The Company's net exposure to currency risk as of June 30, 2003 is shown in the table below:

| | |
|---------------------|-----------|
| Loans and financing | (113,041) |
| Hedge instruments | 93,496 |
| | |

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Net exposure (19,545)

b) Derivative instruments

The Company and its subsidiaries record derivative gains and losses as a component of net financial expenses.

Book and market values of loans and financing and derivative instruments are estimated as follows:

| | Book value | Market value | Unrealized gains (losses) |
|------------------------|------------------|------------------|------------------------------|
| Loans and financing | (519,094) | (533,730) | (14,636) |
| Derivative instruments | (14,445) | (19,101) | (4,656) |
| Total | (533,539) | (552,831) | (19,292) |

c) Market value of financial instruments

The market values of loans and financing, and swaps contracts were determined based on the discounted cash flows, utilizing projected available interest rate information.

Estimated market values of the Company's financial assets and liabilities have been determined using available market information and appropriate valuation methodologies. Accordingly, the estimates presented above are not necessarily indicative of the amounts that could be realized in a current market exchange. The use of different market assumptions and/or estimation methodologies may have a material effect on the estimated market values.

29. POST-RETIREMENT BENEFIT PLANS (CONSOLIDATED)

The Company, together with other companies of the former TELEBRÁS System, sponsor private pension and health care plans for retired employees, managed by Fundação Sistel de Seguridade Social (Sistel). Until December 1999, all sponsors of the plans managed by Sistel were unified as to all plans then existing. On December 28, 1999, these sponsors negotiated conditions to create pension plans individualized by sponsor (PBS-TCO) and continuation of solidarity only for the participants already covered and who were in such position on January 31, 2000 (PBS-A), thus resulting in a proposal for the restructuring of Sistel's bylaws and regulations which was approved by the Secretariat for Social Security and Supplementary Benefits on January 13, 2000.

Due to the end of unification in December 1999, the Company individually sponsors a defined benefit plan - PBS-TCO. In addition to the supplementary pension benefit, a multiemployer health care plan (PAMA) is provided to retired employees and their dependents, at shared costs.

Contributions to the PBS-TCO Plan are determined based on actuarial valuations prepared by independent actuaries, in accordance with rules in force in Brazil. Costing is determined using the capitalization method and the contribution due by the sponsor is equivalent to 13.5% of the payroll for employees covered by the plan, of which 12% is allocated to fund the PBS-TCO Plan and 1.5% for the PAMA Plan.

For 99% of the Company's employees, there is an individual defined contribution plan - the TCOPREV Plan, established by Sistel in August 2000. This plan is maintained by contributions made by both participants (employees) and the sponsors, which are credited to participants individual accounts. The Company is also responsible for the administrative and plan maintenance expenses, including risks of death and disability of participants. The employees participating in the defined benefit plan (PBS-TCO) were granted the option of migrating to the TCOPREV Plan. This option was extended to employees who did not participate in the PBS-TCO Plan, as well as to all new hires. The Company's contributions to TCOPREV Plan are similar to those of the participants, up to 8% of the contribution salary, according to the percentage chosen by the participant.

In the first half of 2003, the Company contributed the amount of R\$2 (R\$8 in the first half of 2002) to PBS-TCO Plan and R\$2,011 (R\$1,415 in 2002) to TCOPREV Plan.

The actuarial valuation of the plans was made using the projected unit credit method. For multiemployer plans (PAMA and PSB-A), apportionment of assets is made based on the sponsoring entity's actuarial liabilities in relation to the plans' total actuarial liabilities. As of December 31, 2002, the total liability recognized amounted to R\$463.

30. CORPORATE RESTRUCTURING

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On January 14, 2000, the corporate restructuring plan was concluded, in which the goodwill paid on the privatization process of the Company was transferred to its subsidiaries.

The accounting records maintained for corporate and tax purposes include the Companies' specific accounts related to merged goodwill, the related reserve, and the respective amortization, reversal and tax credit. As of June 30, 2003, balances are as follows:

| | Balances on date of merger | Company | | Consolidated | |
|--|----------------------------------|----------|----------|--------------|----------|
| | | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Balance sheet: | | | | | |
| Merged goodwill | 322,693 | 28,055 | 32,731 | 96,808 | 112,943 |
| Merged reserve | (212,977) | (18,516) | (21,602) | (63,893) | (74,542) |
| Net effect equivalent to merged tax credit | 109,716 | 9,539 | 11,129 | 32,915 | 38,401 |
| Statement of operations: | | | | | |
| Goodwill amortization | | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Reversal of reserve | | (9,351) | (9,351) | (32,269) | (32,269) |
| Tax credit | | 6,171 | 6,171 | 21,298 | 21,298 |
| Effect on net income | | 3,180 | 3,180 | 10,971 | 10,971 |
| | | - | - | - | - |

As shown above, the amortization of goodwill, net of the reversal of the reserve and of the corresponding tax credit, results in a zero effect on income and, consequently, on the basis for calculating the mandatory minimum dividend. For a better presentation of the financial position of the Companies in the financial statements, the net amount of R\$32,915 as of June 30, 2003 (R\$38,401 as of March 31, 2003), which, in essence, represents the merged tax credit balance, was classified in the balance sheet as current and noncurrent assets under deferred taxes (Note 8).

31. RELATED-PARTY TRANSACTIONS

The principal transactions with unconsolidated related parties are as follows:

- a) Use of network and long-distance (roaming) cellular communication: these transactions involve companies owned by the same group: Telecomunicações de São Paulo S.A., Telerj Celular S.A., Telest Celular S.A., Telebahia Celular S.A., Telergipe Celular S.A., Telesp Celular S.A., Global Telecom S.A. and Celular CRT S.A. These transactions were established based on contracts between Telebrás and the operating concessionaires before privatization under the terms established by ANATEL. Also include call center services to Telecomunicações Móveis Nacionais - TMN customers regarding roaming services in the Company's network.
 - b) Receivables from affiliates refer to the repass of Company's administrative expenses to its subsidiaries.
 - c) Payables to affiliates refer to loans between the Company and its subsidiaries.
- The commercial conditions of these services are based on the usual market practices applied to the Companies' other contracts.

A summary of balances and transactions with unconsolidated related parties is as follows:

| | Company | | Consolidated | |
|--|----------|----------|--------------|----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| Assets: | | | | |
| Trade accounts receivable | 5,380 | 3,659 | - | - |
| Receivables from subsidiaries and affiliates | 23 | 58,032 | 1,975 | - |
| Liabilities: | | | | |
| Trade accounts payable | 520 | 301 | 2,333 | - |

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| | | | | |
|---------------------|--------|---|---|---|
| Loans and financing | 10,961 | - | - | - |
|---------------------|--------|---|---|---|

| | Company | | Consolidated | |
|--|----------|----------|--------------|----------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |

Statement of operations:

| | | | | |
|--|---------|--------|---------|---|
| Revenue from telecommunication services | 880 | 71 | 1,792 | - |
| Cost of services provided | (982) | (91) | (1,858) | - |
| General and administrative expenses | (1,887) | - | - | - |
| Financial income (expenses), net | 600 | 31,663 | - | - |
| Other operating income (expenses), net | 23,049 | 14,337 | - | - |
| Related-party transactions - former Parent Company | | | | |

| | Company | | Consolidated | |
|--|----------|----------|--------------|----------|
| | 06.30.03 | 06.30.02 | 06.30.03 | 06.30.02 |

Statement of operations:

| | | | | |
|-------------------------------------|--------|--------|--------|--------|
| Cost of services provided | 302 | 435 | 1,967 | 2,376 |
| Purchase of fixed assets | 666 | 348 | 1,154 | 3,071 |
| General and administrative expenses | 1,550 | - | 4,819 | 4,166 |
| Financial income, net | 20,381 | 33,391 | 20,381 | 39,457 |

32. INSURANCE (CONSOLIDATED)

The Company and its subsidiaries monitor the risks inherent in their activities. Accordingly, as of June 30, 2003, the Companies had insurance to cover operating risks, civil liability, health, etc. Companies management considers that the amounts are sufficient to cover possible losses. The principal assets, liabilities or interests covered by insurance are as follows:

| Types | Insured |
|---|---------|
| Operating risks | 47,886 |
| General civil liability | 400 |
| Civil liability - errors and/or omissions | 1,000 |
| Vehicle fleet | 90 |

**VIVO, THE LARGEST WIRELESS COMMUNICATION GROUP IN SOUTH
AMERICA, REPORTS SECOND QUARTER 2003 RESULTS OF TELE
CENTRO OESTE CELULAR PARTICIPAÇÕES S.A.**

INVESTOR RELATIONS OFFICER:

Luis André Carpintero Blanco

Brasília - Brazil, July 24, 2003 - Tele Centro Oeste Celular Participações S.A. - TCO (BOVESPA: TCOC3 (Common), TCOC4 (Preferred); NYSE: TRO), part of Vivo, the largest cellular telephone group in South America, announced today its consolidated results for the second quarter 2003. The closing prices at July 24, 2003 were: TCOC3: R\$14.30/1,000 shares, TCOC4: R\$5.65/1,000 shares and TRO: US\$5.88/ADR (1 ADR = 3,000 preferred shares). TCO is the holding company that controls six cellular operators - Telegoiás Celular S.A., Telemat Celular S.A., Telems Celular S.A., Teleron Celular S.A., Teleacre Celular S.A. and Norte Brasil Telecom S.A. - and a company that provides IP (Internet Protocol) data services - TCO IP. TCO operates in the Federal District and in 11 Brazilian States: Acre, Amazonas, Amapá, Goiás, Maranhão, Mato Grosso, Mato Grosso do Sul, Pará, Rondônia, Roraima and Tocantins, in 5.8 million km² of territory and 31.2 million inhabitants, representing 18% of the Brazilian population.

Financial and operating information contained in this press release, except where otherwise stated, is presented in accordance with Brazilian corporate law on a consolidated basis. Dollar figures are provided for the reader's convenience at the June 30, 2003 exchange rate of R\$2.8720 per U.S. dollar. For comparison purposes, we continue to refer to Region I (B Band) and II (A Band) of the Authorization Term of Personal Communication Services (PCS), as Area 8 and Area 7, respectively.

Highlights

Tele Centro Oeste Celular

| R\$ million | 2Q03 | 1Q03 | Δ% | 2Q02 | Δ% |
|--|----------------|----------------|---------------|----------------|--------------|
| Operating revenue, Gross | 617,6 | 524,9 | 17,7% | 482,5 | 28,0% |
| Net operating revenue | 488.7 | 413.1 | 18.3% | 386.4 | 26.5% |
| Net operating revenues from telecommunication services | 421.2 | 375.7 | 12.1% | 325.7 | 29.3% |
| Net operating revenues from sales of merchandise | 67.6 | 37.4 | 80.7% | 60.7 | 11.4% |
| Total operating cost | (291.4) | (251.3) | 16.0% | (233.2) | 25.0% |
| EBITDA | 197.3 | 161.8 | 22.0% | 153.2 | 28.8% |
| EBITDA margin (%) | 40.4% | 39.2% | 1.2p.p. | 39.7% | 0.7p.p. |
| EBIT | 148.4 | 115.2 | 28.9% | 115.2 | 28.8% |
| Net income | 119.9 | 92.2 | 30.1% | 89.3 | 34.2% |
| Earnings per 1,000 shares (R\$) | 0.32 | 0.24 | 30.0% | 0.24 | 34.3% |
| Earnings per ADR (R\$) | 0.95 | 0.73 | 30.0% | 0.71 | 34.3% |
| Number of shares (billion) | 379.2 | 379.2 | - | 379.2 | - |
| CAPEX (accumulated) | 70 | 31 | na | 78 | na |
| CAPEX as % of revenues | 8.0% | 7.5% | 0.5p.p. | 10.2% | -2.2 |
| Operating cash flow | 158.4 | 130.8 | 21.1% | 117.8 | 34.5% |
| Subscribers (thousand) | 3,330 | 3,178 | 4.8% | 2,700 | 23.3% |
| Postpaid | 892 | 860 | 3.7% | 748 | 19.2% |
| Prepaid | 2,438 | 2,318 | 5.2% | 1,952 | 24.9% |
| SAC | 123 | 147 | -16.3% | 104 | 18.3% |

EBITDA = Earnings Before Interest, Taxes, Depreciation and Amortization.

EBITDA margin = EBITDA/net operating revenue.

EBIT = Earning Before Interest and Taxes.

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Operating cash flow = EBITDA - CAPEX.

SAC = Subscriber Acquisition Cost (70% marketing expenses + dealers expenses + handset subsidies)/gross additions.

Columns may not add up due to rounding.

Basis of Presentation

The evaluation method for certain performance indicators has been changed to be compatible with the criteria used by other Vivo operators. Historical information was adjusted accordingly for comparison purposes:

Churn: will now be calculated as (disconnections/average number of clients in the period). Previously, churn rate was equal to (disconnections/(average number of clients in the beginning of the quarter + gross additions in the quarter)).

- ARPU: adjusted based on the reclassification of FUST and FUNTTEL taxes from the revenue line to operating expenses.

- SAC: marketing expenses percentage has been lowered from 100% to 70% and no longer includes FISTEL tax as previously.

For comparison purposes the historical information regarding net operating revenue, operating expenses and EBITDA margin were adjusted due to the reclassification of FUST and FUNTTEL taxes from deductions of revenues to operating expenses.

Employee profit sharing is now accounted for as an operating expense, which was also reflected in the 2Q02 figures for comparison purposes.

Vivo

The joint venture between Telefónica Móviles and Portugal Telecom unified the operations of Tele Centro Oeste Celular Participações S.A. with those of Telesp Celular Participações S.A., Tele Sudeste Celular Participações S.A., Celular CRT Participações S.A. and Tele Leste Celular Participações S.A. as of April 14, 2003 under the Vivo brand.

Highlights

- TCO has continuously generated positive net income, as evidenced by prudent management of shareholder resources.
- NBT registered net profit of R\$12.1 million in the second quarter of 2003.
- Intense commercial activity and strong promotional Mothers Day and Valentine's Day campaigns caused TCO's total client base to increase 23.3% compared to 2Q02.

Operating Performance

Operating Data - TCO - Area 7

| | 2Q03 | 1Q03 | Δ% | 2Q02 | Δ% |
|-------------------------------------|--------------|--------------|-----------------|--------------|------------------|
| Total subscribers (thousand) | 2,688 | 2,561 | 5.0% | 2,200 | 22.2 |
| Postpaid | 747 | 716 | 4.4% | 625 | 19.5 |
| Prepaid | 1,942 | 1,845 | 5.2% | 1,575 | 23.3 |
| Analog | 46 | 53 | -13.3% | 71 | -35.2% |
| Digital | 2,642 | 2,508 | 5.4% | 2,129 | 24.1 |
| Estimated market share (%) | 69.7% | 71.7% | -2.0p.p. | 75.8% | -6.1 p.p. |
| Net additions (thousand) | 128 | 92 | 39.0% | 135 | -5.3% |
| Postpaid | 31 | 4 | 737.2% | 36 | -12.1% |
| Prepaid | 96 | 88 | 9.4% | 99 | -2.8% |
| Churn in the quarter (%) | 6.0% | 4.1% | 1.9 p.p. | 4.8% | 1.2 p.p. |
| ARPU (R\$/month) | 44 | 40 | 9.8% | 43 | 3.6 |
| Postpaid | 93 | 83 | 12.0% | 92 | 1.1 |
| Prepaid | 26 | 23 | 9.0% | 23 | 10.2 |
| Total MOU (minutes) | 105 | 105 | -0.1% | 109 | -3.1% |
| Postpaid | 201 | 197 | 2.3% | 212 | -4.9% |

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| | | | | | |
|------------------|--------------|--------------|-------------|--------------|------------|
| Prepaid | 61 | 62 | -3.1% | 66 | -8.6% |
| Employees | 1,239 | 1,213 | 2.1% | 1,136 | 9.1 |
| Client/Employee | 2,170 | 2,111 | 2.8% | 1,936 | 12.0 |

Operating Data - NBT - Area 8

| | 2Q03 | 1Q03 | Δ% | 2Q02 | Δ% |
|-------------------------------------|--------------|--------------|------------------|--------------|----------------|
| Total subscribers (thousand) | 642 | 618 | 4.0% | 501 | 28.2% |
| Postpaid | 145 | 144 | 0.6% | 123 | 17.7% |
| Prepaid | 497 | 473 | 5.0% | 377 | 31.7% |
| Estimated market share (%) | 32.7% | 34.3% | -1.6 p.p. | 35.5% | -2.8 |
| Net additions (thousand) | 25 | 20 | 24.1% | 49 | -50.2% |
| Postpaid | 1 | (4) | n.a. | 12 | -92.7% |
| Prepaid | 24 | 24 | -1.5% | 37 | -36.1% |
| Churn in the quarter (%) | 8.5% | 6.2% | 2.3 p.p. | 5.9% | 2.6p.p. |
| ARPU (R\$/month) | 39 | 39 | -0.4% | 37 | 5.2% |
| Postpaid | 95 | 90 | 5.1% | 83 | 13.7% |
| Prepaid | 23 | 23 | -1.6% | 22 | 2.7% |
| Total MOU (minutes) | 105 | 108 | -2.8% | 107 | -2.2% |
| Postpaid | 223 | 224 | -0.5% | 223 | 0.2% |
| Prepaid | 60 | 62 | -3.0% | 69 | -12.9% |
| Employees | 384 | 380 | 1.1% | 348 | 10.3% |
| Client/Employee | 1,672 | 1,626 | 2.9% | 1,439 | 16.2% |

Highlights

- Vivo has been concentrating on the implementation of a CDMA network (1xRTT), selective overlay of the TDMA coverage maintained by TCO, stabilization of capability and coverage of TDMA network, and development of new telecommunications services.
- Vivo has encouraged its operators to adopt commercially aggressive store layouts and service plans, as well as unifying the communication of its corporate websites, among other initiatives aimed at capturing synergies.
- TCO has achieved systematic client base growth in its area of operations, specifically in the central west and north of Brazil plus the State of Maranhão at a pace that surpasses the national average.
- In 2Q03, TCO's net additions represented 8.8% of net additions in Brazil as registered by the Brazilian Telecommunications Agency (ANATEL).
- Retention and loyalty campaigns have contributed to the maintenance of TCO's leadership in this new competitive environment, in particular due to the coverage and quality of service relative to the competition.
- TCO, in the second quarter of 2003, expanded its coverage, being present, cumulatively, in 540 municipalities and locations. At the end of 2Q03, TCO provided service to 366 municipalities and locations in its Area 7 operation, and 174 municipalities and locations in Area 8.

Average Revenue per User

Blended ARPU (average net revenue per user) in Area 7 has grown consistently, while ARPU in Area 8 has been stable, reflecting the respective economies in each region that have shown continuous GDP per capita growth mainly due to expansion of the agricultural sector in the central west and mining and exploration in the north of Brazil.

Wireless Penetration

The Company believes that wireless communication services still have plenty of room to grow, considering the advantage of mobility and new added services offered. The estimated wireless penetration rate in TCO's areas of operation reached 25.4 per 100 residents in Area 7, where 3 wireless carriers operate, and 12.1 per 100 residents in Area 8, where 4 wireless carriers operate.

Human Resources

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TCO has been efficient in its operations as measured by the clients per employee indicator that has increased each quarter.

Financial Performance

Operating Revenue

| R\$ million | 2Q03 | 1Q03 | Δ% | 2Q02 | Δ% |
|--|--------------|--------------|--------------|--------------|--------------|
| Subscription fees | 36.0 | 33.7 | 6.9% | 26.9 | 34.0% |
| Usage charges | 291.7 | 263.5 | 10.7% | 217.7 | 34.0% |
| National charges | 278.1 | 250.5 | 11.0% | 208.1 | 33.7% |
| Addition per call | 9.3 | 5.7 | 64.2% | 5.8 | 60.4% |
| DSL | 4.3 | 7.3 | -40.9% | 3.8 | 12.2% |
| Network usage charge | 198.4 | 174.1 | 14.0% | 159.1 | 24.7% |
| Other | 6.1 | 5.3 | 15.5% | 3.6 | 71.1% |
| Operating revenue from service | 532.2 | 476.5 | 11.7% | 407.2 | 30.7% |
| Handset sales | 85.4 | 48.4 | 76.6% | 75.2 | 13.5% |
| Gross operating revenue | 617.6 | 524.9 | 17.7% | 482.5 | 28.0% |
| Net operating revenue | 488.7 | 413.1 | 18.3% | 386.4 | 26.5% |
| Net operating revenues from telecommunication services | 421.2 | 375.7 | 12.1% | 325.7 | 29.3% |
| Net operating revenues from sales of merchandise | 67.6 | 37.4 | 80.7% | 60.7 | 11.4% |

Revenue Performance

TCO's net operating revenue from services grew 12.1% when compared to 1Q03 and 29.3% when compared to 2Q02. This performance is due to client base expansion and to increased revenue from interconnection, since the tariff readjustment in February 2003 had a full impact on 2Q03 - and only a partial impact in 1Q03.

Net operating revenue from sales of merchandise increased 80.7% in relation to 1Q03, a result of a higher sales volume in 2Q03 primarily following promotional Mothers' Day and Valentine's Day campaigns and of the higher sales price of handsets due to a strategic repositioning that reduced subsidies.

Operating Cost

| R\$ million | 2Q03 | 1Q03 | Δ% | 2Q02 | Δ% |
|--|----------------|----------------|---------------|----------------|--------------|
| Personnel | (26.1) | (22.7) | 14.9% | (19.3) | 35.4% |
| Cost of services | (90.7) | (88.4) | 2.7% | (69.3) | 31.0% |
| Leased lines | (9.7) | (8.6) | 13.5% | (9.0) | 7.9% |
| Network usage charges | (49.1) | (48.1) | 2.0% | (34.4) | 42.8% |
| Rent/Insurance/Condominium fees | (3.4) | (2.6) | 29.9% | (2.9) | 15.6% |
| Others | (28.6) | (29.1) | -1.8% | (23.0) | 24.3% |
| Cost of goods sold | (92.9) | (60.7) | 53.1% | (79.8) | 16.5% |
| Sales expenses | (59.4) | (52.1) | 14.0% | (43.4) | 36.8% |
| Allowance for doubtful accounts | (14.9) | (9.5) | 57.2% | (10.7) | 39.7% |
| Marketing expenses | (11.5) | (9.8) | 17.7% | (8.7) | 31.9% |
| Commissions expenses | (13.4) | (10.5) | 28.1% | (9.1) | 47.4% |
| Third-party services | (12.9) | (14.2) | -9.2% | (12.7) | 1.2% |
| Others | (6.7) | (8.2) | -18.6% | (2.2) | 206.0% |
| General and administrative expenses | (28.3) | (29.3) | -3.3% | (19.5) | 45.5% |
| Other operating revenue (expense) | 6.0 | 1.9 | 215.5% | (2.0) | na |
| Total operating cost | (291.4) | (251.3) | 16.0% | (233.2) | 25.0% |

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Cost Performance

Cost of goods sold increased 53.1% when compared to 1Q03, growing less than revenue from sales of handsets (80.7%), as a result of a higher sales volume in 2Q03 primarily following Mother's Day and Valentine's Day campaigns. SAC decreased 16.4% in relation to 1Q03.

The 14.0% increase in sales expenses compared to 1Q03 is a result of higher marketing expenses due to the launch of the Vivo brand (nonrecurring expenses) and of increased payment of sales commissions, linked to the higher sales volume in the quarter.

Bad Debt

Past due accounts represented 2.4% of gross revenues, flat when compared to the second quarter of 2002, due to the efforts to improve the postpaid client base and also to tighter credit control policies for dealers and corporate clients.

EBITDA

Strong EBITDA performance confirms the effective implementation of TCO's strategic initiatives. Excluding the effect of handset sales, EBITDA in the second quarter of 2003 was R\$222.6 million with an EBITDA margin of 52.9%, attractive when considering the increase in regional competition.

Depreciation

Depreciation and amortization amounted to R\$48.9 million in the quarter. Depreciation is calculated based on the linear basis method, considering the useful life of assets.

Financial Results

| R\$ million | 2Q03 | 1Q03 | Δ% | 2Q02 | Δ% |
|--|--------------|-------------|--------------|---------------|---------------|
| Financial revenue | 113.7 | 77.9 | 46.0% | 53.5 | 112.5 |
| Exchange variation | 55.9 | 22.2 | 151.8% | (5.5) | n.d. |
| Other financial revenue | 63.3 | 59.7 | 6.0% | 61.0 | 3.8 |
| (-) PIS/COFINS over financial revenue | (5.6) | (4.0) | 40.0% | (2.0) | 180.0 |
| Financial expense | 74.4 | 50.6 | 47.0% | 99.4 | -25.2% |
| Exchange variation (*) | (2.1) | - | - | 53.1 | n.d. |
| Other financial expense | 19.5 | 25.6 | -23.8% | 61.8 | -68.4% |
| Gains (Losses) on derivatives | 57.0 | 25.0 | 128.0% | (15.4) | n.d. |
| Net financial revenue (expense) | 39.3 | 27.3 | 44.0% | (45.9) | n.d. |

(*) Exchange variation on foreign currency debt that includes the Brazilian Development Bank (BNDES) operation that is linked to a basket of currencies. - UMBNDES.

Financial Results

TCO's net financial results mainly reflect the rise of the real exchange rate against the U.S. dollar. On June 30, 2003, TCO held an amount of US\$93.5 million in exchange rate derivatives to hedge its foreign exchange denominated obligations. The effect of the real appreciation on the derivatives also increases taxes on financial revenues.

Loan and Financing

| R\$ million | June 30, 2003 |
|-------------|---------------|
| | |

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| | Denominated in foreign currency | Denominated in R\$ |
|------------------------|------------------------------------|-----------------------|
| Financial institutions | 324.7 | 194.4 |
| Total | 324.7 | 194.4 |

| R\$ million | June 30, 2003 | March 31, 2003 | June 30, 2002 |
|---------------------------|----------------|----------------|----------------|
| Short term | 262.7 | 317.8 | 191.3 |
| Long term | 256.4 | 290.2 | 272.5 |
| Total indebtedness | 519.1 | 608.0 | 463.8 |
| Cash and derivatives | (932.0) | (973.7) | (653.3) |
| Net debt | (412.9) | (365.7) | (189.5) |

Long-term Debt Payments Timetable

| R\$ million | Denominated in foreign currency | Denominated in R\$ |
|-------------------|------------------------------------|-----------------------|
| 2004 | 19.7 | 24.5 |
| 2005 | 39.3 | 49.0 |
| After 2005 | 39.3 | 84.6 |
| Total | 98.3 | 158.1 |

Net Debt

On June 30, 2003, TCO had total debt of R\$519.1 million (R\$608.0 million on March 31, 2003) of which 62.5% was denominated in foreign currency (59.15% denominated in U.S. dollars and 3.4% indexed to a currency basket - an index used by the BNDES). Derivative instruments hedged 87.1% of the debt denominated in U.S. dollars at the end of the quarter. Derivative instruments covered 82.4% of foreign currency debt. TCO held cash (R\$53.2 million), financial investments (R\$669.7 million), marketable securities (R\$223.5 million), and assets and liabilities from derivative operations (R\$14.4 million payable), resulting in a net cash position of R\$412.9 million, characterizing a solid financial position.

Capital Expenditures

In the year to date, R\$70.0 million was invested mainly in projects to expand the capacity of our services, to provide new services and to develop proprietary transmission routes.

TCO Awards

- Best Brazilian Communication Company - InfoExame Magazine.
- Best Brazilian Telecommunication Company - Forbes Brazil Magazine.
- Best Brazilian Company in Social Responsibility Category - InfoExame Magazine.
- Wireless Service Operator of the Year - Telecom Yearbook.
- TOP 10 - iBEST.

Corporate News

On April 10, 2003, Brazilian Telecommunications Agency - ANATEL approved the transfer of interest ownership, owned by BID S.A., in the capital stock of Tele Centro Oeste Celular Participações S.A. to Telesp Celular Participações S.A.

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On April 25, 2003, Tele Centro Oeste Celular Participações S.A. was informed by its controlling shareholder that the closing of the operation of exchange of controlling interest from the Company to Telesp Celular Participações S.A., according to the terms of the Preliminary Purchase and Sale Agreement of Shares and Purchase and Sale Agreement of Shares. The operation and the purchase by Telesp Celular Participações S.A. of shares representing a controlling interest in the Company have now been completed.

Subsequent Events

On July 6, 2003, the wireless operators implemented the Carriers Selection Code on national (VC2 and VC3) and international long distance calls, according to SMP rules. Vivo's operators no longer receive VC2 and VC3 revenues instead they receive interconnection revenues for the usage of their networks on such calls.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

TELE CENTRO OESTE CELULAR PARTICIPAÇÕES S.A.

BALANCE SHEETS AS OF JUNE 30 AND MARCH 31, 2003

(In thousands of Brazilian reais - R\$)

| | Company | | Consolidated | |
|--|-----------|-----------|--------------|-----------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| <u>ASSETS</u> | | | | |
| CURRENT ASSETS | | | | |
| Cash and cash equivalents | 45,272 | 12,306 | 722,939 | 194,835 |
| Securities | 147,054 | 235,517 | 223,522 | 747,947 |
| Trade accounts receivable, net | 82,344 | 60,018 | 278,815 | 212,619 |
| Receivables from subsidiaries and affiliates | 23 | 50,485 | - | - |
| Inventories | 7,382 | 6,368 | 35,462 | 28,690 |
| Deferred and recoverable taxes | 44,682 | 50,378 | 115,313 | 107,786 |
| Prepaid expenses | 1,412 | 1,267 | 5,184 | 4,544 |
| Other assets | 3,798 | 30,243 | 8,789 | 37,669 |
| | 331,967 | 446,582 | 1,390,024 | 1,334,090 |
| NONCURRENT ASSETS | | | | |
| Deferred and recoverable taxes | 8,890 | 10,819 | 29,052 | 43,649 |
| Receivables from affiliates | - | 7,547 | - | - |
| Other assets | 56,250 | 58,319 | 59,810 | 67,770 |
| | 65,140 | 76,685 | 88,862 | 111,419 |
| PERMANENT ASSETS | | | | |
| Investments | 1,193,244 | 1,138,739 | 5,368 | 8,040 |
| Property, plant and equipment, net | 226,508 | 227,023 | 868,613 | 879,122 |
| Deferred charges, net | - | - | 29,249 | 30,385 |
| | 1,419,752 | 1,365,762 | 903,230 | 917,547 |
| TOTAL ASSETS | 1,816,859 | 1,889,029 | 2,382,116 | 2,363,056 |

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| | Company | | Consolidated | |
|--|------------------|------------------|------------------|------------------|
| | 06.30.03 | 03.31.03 | 06.30.03 | 03.31.03 |
| <u>LIABILITIES AND SHAREHOLDERS' EQUITY</u> | | | | |
| CURRENT LIABILITIES | | | | |
| Payroll and related accruals | 6,256 | 6,375 | 11,112 | 11,413 |
| Trade accounts payable | 39,781 | 28,716 | 131,290 | 102,069 |
| Taxes payable | 24,769 | 19,119 | 100,667 | 72,780 |
| Loans and financing | 101,387 | 239,566 | 262,670 | 317,808 |
| Interest on capital and dividends payable | 15,316 | 95,184 | 22,408 | 103,330 |
| Derivatives | 8,139 | 3,047 | 12,233 | 3,085 |
| Other liabilities | 5,019 | 4,426 | 17,408 | 14,743 |
| | 200,667 | 396,433 | 557,788 | 625,228 |
| LONG-TERM LIABILITIES | | | | |
| Loans and financing | 68,619 | 79,637 | 256,424 | 290,201 |
| Loans from affiliates | 10,961 | - | - | - |
| Taxes payable | - | - | 6,418 | 5,276 |
| Reserve for contingencies | 99,383 | 100,730 | 101,054 | 105,079 |
| Derivatives | 3,581 | 813 | 3,628 | 813 |
| Trade accounts payable | 672 | 667 | 938 | 672 |
| | 183,216 | 181,847 | 368,462 | 402,041 |
| Minority interest | - | - | 22,890 | 25,038 |
| SHAREHOLDERS' EQUITY | | | | |
| Capital | 570,095 | 534,046 | 570,095 | 534,046 |
| Capital reserves | 114,381 | 114,381 | 114,381 | 114,381 |
| Profit reserves | 322,165 | 322,165 | 322,165 | 322,165 |
| Retained earnings | 475,497 | 389,319 | 475,497 | 389,319 |
| Treasury shares | (49,162) | (49,162) | (49,162) | (49,162) |
| | 1,432,976 | 1,310,749 | 1,432,976 | 1,310,749 |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | 1,816,859 | 1,889,029 | 2,382,116 | 2,363,056 |

The accompanying notes are an integral part of this quarterly financial information.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

TELE CENTRO OESTE CELULAR PARTICIPAÇÕES S.A.

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STATEMENTS OF OPERATIONS
FOR THE SEMESTERS ENDED JUNE 30, 2003 AND 2002
(In thousands of Brazilian reais - R\$, except for per share data)
(Unaudited)

| | Company | | Consolidated | |
|--|-----------|----------|--------------|-----------|
| | S1 2003 | S1 2002 | S1 2003 | S1 2002 |
| GROSS REVENUES | | | | |
| Telecommunication services | 266,315 | 224,363 | 1,008,775 | 778,866 |
| Sales of products | 27,177 | 29,264 | 133,734 | 117,987 |
| | 293,492 | 253,627 | 1,142,509 | 896,853 |
| Deductions | (57,531) | (48,925) | (240,710) | (180,481) |
| NET OPERATING REVENUE | 235,961 | 204,702 | 901,799 | 716,372 |
| Cost of services provided and products sold | (109,359) | (86,771) | (420,754) | (318,197) |
| GROSS PROFIT | 126,602 | 117,931 | 481,045 | 398,175 |
| Selling expenses | (27,993) | (21,121) | (129,372) | (100,874) |
| General and administrative expenses | (52,535) | (33,412) | (89,486) | (62,778) |
| Other operating expenses | (6,949) | (6,525) | (17,514) | (17,148) |
| Other operating income | 28,073 | 16,794 | 18,993 | 10,166 |
| Equity pick-up | 167,842 | 116,998 | - | - |
| Operating income (expenses) | 108,438 | 72,734 | (217,379) | (170,634) |
| INCOME BEFORE FINANCIAL INCOME (EXPENSES) | 235,040 | 190,665 | 263,666 | 227,541 |
| Financial expenses | (86,181) | (84,665) | (124,992) | (136,734) |
| Financial income | 86,997 | 35,811 | 191,555 | 100,072 |
| INCOME FROM OPERATIONS | 235,856 | 141,811 | 330,229 | 190,879 |
| Nonoperating expenses, net | (2,555) | (3,331) | (9,931) | (11,037) |
| INCOME BEFORE TAXES | 233,301 | 138,480 | 320,298 | 179,842 |
| Provision for income and social contribution taxes | (21,171) | (15,955) | (104,246) | (54,300) |
| Statutory interest | - | (1,302) | - | (2,183) |
| Reversal of interest on capital | - | 40,000 | - | 40,841 |
| Minority interest | - | - | (3,922) | (2,977) |
| NET INCOME | 212,130 | 161,223 | 212,130 | 161,223 |

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EARNINGS PER THOUSAND SHARES - R\$ 0.57 0.43

The accompanying notes are an integral part of this quarterly financial information.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

TELE CENTRO OESTE CELULAR PARTICIPAÇÕES S.A.

STATEMENTS OF OPERATIONS
FOR THE QUARTERS ENDED JUNE 30, 2003 AND 2002
(In thousands of Brazilian reais - R\$, except for per share data)
(Unaudited)

| | Company | | Consolidated | |
|--|----------|----------|--------------|-----------|
| | Q2 2003 | Q2 2002 | Q2 2003 | Q2 2002 |
| GROSS REVENUES | | | | |
| Telecommunication services | 141,323 | 224,363 | 532,245 | 379,930 |
| Sales of products | 16,969 | 29,264 | 85,380 | 75,247 |
| | 158,292 | 253,627 | 617,625 | 455,177 |
| Deductions | (30,492) | (48,925) | (128,907) | (96,085) |
| NET OPERATING REVENUE | 127,800 | 204,702 | 488,718 | 359,092 |
| Cost of services provided and products sold | (57,910) | (86,771) | (229,659) | (155,699) |
| GROSS PROFIT | 69,890 | 117,931 | 259,059 | 203,393 |
| Selling expenses | (15,045) | (21,121) | (68,918) | (51,592) |
| General and administrative expenses | (26,222) | (24,410) | (44,361) | (30,662) |
| Other operating expenses | (3,802) | (5,423) | (9,221) | (9,843) |
| Other operating income | 15,476 | 6,938 | 11,849 | 5,318 |
| Equity pick-up | 90,716 | 38,655 | - | - |
| Operating income (expenses) | 61,123 | (5,361) | (110,651) | (86,779) |
| INCOME BEFORE FINANCIAL INCOME (EXPENSES) | 131,013 | 112,570 | 148,408 | 116,614 |
| Financial expenses | (50,890) | (78,414) | (74,389) | (99,423) |
| Financial income | 55,739 | 35,224 | 113,657 | 55,552 |
| INCOME FROM OPERATIONS | 135,862 | 69,380 | 187,676 | 72,743 |
| Nonoperating expenses, net | (1,287) | (2,853) | (4,913) | (5,166) |

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| | | | | |
|--|----------|----------|----------|----------|
| INCOME BEFORE TAXES | 134,575 | 66,527 | 182,763 | 67,577 |
| Provision for income and social contribution taxes | (14,671) | (16,139) | (60,761) | (19,398) |
| Statutory interest | - | (1,054) | - | (1,370) |
| Reversal of interest on capital | - | 40,000 | - | 40,703 |
| Minority interest | - | - | (2,098) | 1,822 |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| NET INCOME | 119,904 | 89,334 | 119,904 | 89,334 |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| EARNINGS PER THOUSAND SHARES - R\$ | 0.32 | 0.24 | | |
| | <hr/> | <hr/> | | |

The accompanying notes are an integral part of this quarterly financial information.
