BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application of **PRIMUS TELECOMMUNICATIONS, INC.** and **LEAST COST ROUTING, INC.** For Approval of an Internal Reorganization	Case No. ____________

APPLICATION
AND MOTION FOR EXPEDITED TREATMENT

Primus Telecommunications, Inc. ("PTI") and Least Cost Routing, Inc. ("LCR," together "Applicants"), through undersigned counsel and pursuant to Section 392.300 of the Missouri Revised Statutes, 4 CSR 240-2.080(16) and 4 CSR 240-3.525, hereby request approval from the Missouri Public Service Commission ("Commission") for an internal reorganization. Through the proposed reorganization, LCR, an interexchange carrier and affiliate of PTI, will merge with and into PTI, with PTI surviving. Following the reorganization, LCR will cease to exist and PTI will assume LCR's operations. Applicants emphasize that the proposed reorganization involves no change in the ultimate ownership or control of PTI's operations. In addition, LCR's customers will continue to receive the same services that they currently receive without any immediate changes to the service offerings, rates, or terms and conditions.

Applicants respectfully request expedited treatment of this Application in order to permit them to consummate the proposed transaction no later than December 31, 2007.

In support of the Application, Applicants submit the following information:

I. APPLICANTS

A. Primus Telecommunications, Inc.

1. PTI is a corporation organized pursuant to the laws of the State of Delaware and maintains its principal offices at 7901 Jones Branch Drive, Suite 900, McLean, Virginia 22102. PTI is a wholly owned subsidiary of Primus Telecommunications Holding, Inc., ("PTHI") which is in turn a wholly owned subsidiary of Primus Telecommunications Group, Incorporated ("PTGI"), a Delaware Corporation that is publicly traded over the counter under the symbol "OTCBB:PRTL." Neither PTHI nor PTGI holds any regulatory license from this or any other regulatory commission. Certificates from the secretary of state were previously provided in Case No. TA-96-20 and are incorporated herein by reference pursuant to 4 CSR 240-2.060(G); a current certificate of good standing for PTI from the secretary of state is attached hereto as Exhibit D.

2. PTI is authorized to provide interexchange telecommunications services in 50 states and the District of Columbia pursuant to certification, registration or tariff requirements, or on a deregulated basis. In addition, PTI holds competitive local exchange carrier authority in 8 states and the Commonwealth of Puerto Rico. PTI is also authorized by the Federal Communications Commission ("FCC") to provide interstate and international services as a non-dominant carrier.

3. In Missouri, PTI is authorized to provide interexchange and local exchange telecommunications services pursuant to Case No. TA-96-20, issued on September 15, 1995. Information regarding PTI's legal, technical, managerial and financial qualifications have previously been submitted to the Commission and is therefore a matter of public record, and

Applicants request that it be incorporated herein by reference. Current financial information for PTI's parent company, PTGI, is attached hereto as Exhibit C.

B. Least Cost Routing, Inc.

4. LCR is a Florida corporation that maintains its principal offices at 7901 Jones Branch Drive, Suite 900, McLean, Virginia 22102. LCR is authorized to provide interchange services in numerous states throughout the continental United States and is authorized by the FCC to provide interstate and international services as a nondominant carrier. LCR is a wholly owned subsidiary of TresCom International, Inc., a Florida corporation with the sole purpose of serving as a telecommunications holding company ("TresCom"). TresCom, in turn, is wholly owned by PTHI. Certificates from the secretary of state were previously provided in Case No. TA-96-126 and are incorporated herein by reference pursuant to 4 CSR 240-2.060(G); a current certificate of good standing for LCR from the secretary of state is attached hereto as Exhibit D.

5. In Missouri, LCR is authorized to provide interexchange and local exchange telecommunications services pursuant to Case No. TA-96-126, issued on December 9, 1995. Further information regarding LCR and the services it provides has previously been submitted to the Commission and is therefore a matter of public record, and Applicants request that it be incorporated herein by reference.

II. DESIGNATED CONTACTS

The designated contacts for questions concerning this Application are:

James M. Fischer, Esq.
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with a copy to:

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Email: klawrence@primustel.com

III. DESCRIPTION OF PROPOSED TRANSACTION

6. For internal corporate reasons, PTI and LCR have determined that the proposed reorganization will improve the operational efficiency of the companies. The consolidation of the Applicants' technical and managerial resources will enable PTI to reduce its operating expenses and realize operational and management efficiencies and other corporate benefits that ultimately will inure to the benefit of both PTI's and LCR's existing customers. Specifically, Applicants propose to merge LCR with and into PTI, with PTI surviving.[1] Following the merger, LCR will cease to exist and PTI will assume LCR's operations and will provide continuous, high-quality

[1] Because this transaction is an internal reorganization, the transaction terms and conditions have not yet been set forth in writing. The transaction documents will be created prior to closing. As noted above, and in accordance with 4 CSR 240-3.525(2)(A), organizational charts depicting the relationship of the merging entities before and after the transaction are attached hereto as Exhibit A. As PTI and LCR are competitive telecommunications companies, pursuant to 4 CRS 240-3.525(1) they are exempt from subsections (2)(B) and (C) of said rule.

telecommunications services to LCR's customers.[2] Therefore, LCR is also seeking to cancel its Certificate of Public Convenience and Necessity following consummation of the merger. Attached hereto as Exhibit A is a chart illustrating the corporate structure of the Applicants prior to and immediately following consummation of the proposed reorganization.

7. Pursuant to 4 CSR 240-3.525(2)(E), the proposed transaction will not result in a change in the services, operations or service quality provided to LCR's customers. Upon consummation of the internal reorganization, PTI will maintain a tariff that duplicates the service offerings, rates, terms and conditions as filed in the current LCR tariff. Thus, the former customers of LCR will continue to receive the same services that they presently receive at the same tariffed rates. In addition, customer notification of the reorganization will be provided to LCR's customers prior to consummation of the transaction, and attached hereto as Exhibit B is a sample customer notice letter submitted in accordance with 4 CSR 240-3.525(2)(G).

IV. PUBLIC INTEREST STATEMENT

8. In accordance with 4 CSR 240-3.525(2)(D), Applicants state that the proposed merger is not detrimental to the public interest; indeed, the proposed transaction will serve the public interest by enabling PTI, LCR, and their owners to improve the operational and cost efficiencies of PTI's and LCR's businesses. The internal reorganization will allow telecommunications operations to be managed more efficiently, thereby enhancing the overall operational flexibility, efficiency and financial viability of the companies in Missouri. Applicants' customers will also benefit from the reorganization as the companies will be in a better position to offer services more cost-efficiently. The proposed transaction will therefore benefit Missouri consumers by facilitating the continued provision of innovative, high-quality

[2] PTI intends to assume the fictitious name "Least Cost Routing" principally for legacy LCR customers, and accordingly requests Commission approval, to the extent necessary, to utilize the name when assumed.

telecommunications services to the public and thereby promoting competition in the Missouri telecommunications service market.

9. In addition, PTI has a long operating history in Missouri and its qualifications to provide telecommunications services are a matter of public record. Following consummation of the proposed reorganization, PTI will continue to provide high quality and innovative telecommunications services. Moreover, LCR's current customers will continue to receive service at the same rate, terms and conditions immediately following consummation of the proposed transaction. Accordingly, the proposed transaction will ensure that LCR's customers continue to receive high-quality services.

V. ADDITIONAL INFORMATION REQUIRED BY RULES

10. Pursuant to the requirements of 4 CSR 240-2.060(K), Applicants state that they do not have any pending or unsatisfied final judgments or decisions against them in any state or federal agency or court which involve customer service or rates, which action, judgment or decision occurred within the last three (3) years.

11. Pursuant to the requirements of 4 CSR 240-2.060(L), Applicants state that, to the best of their knowledge, they have no annual report or assessment fees that are overdue. Pursuant to the requirements of 4 CSR 240-3.525(2)(F), Applicants state that they do not anticipate that the proposed transaction will have any impact on tax revenues of any political subdivision in which structures, facilities or equipment of the Applicants are located.

VI. MOTION FOR EXPEDITED TREATMENT

12. Pursuant to 4 CSR 240-2.080(16), Applicants respectfully seek expedited treatment in this proceeding and, as previously discussed, request that the Commission act in approving this Application during December 2007, in order to permit the parties to consummate the proposed transaction no later than December 31, 2007. Such action will benefit the

applicants and their customers and there will be no negative effect on the applicants' customers or the general public if the commission acts by said date. This pleading was filed as soon as it could have been.

VII. CONCLUSION

13. For the reasons stated herein, Applicants respectfully request that the Commission approve this Application to permit the proposed internal reorganization between PTI and LCR and all other relief as necessary and appropriate to effectuate the transaction described herein. Applicants also request that approval be granted no later than December 31, 2007.

Respectfully submitted,

/s/ James M. Fischer

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Dated: December 4, 2007

CERTIFICATE OF SERVICE

I hereby certify that the undersigned has caused a complete copy of the attached document to be electronically filed and served on the Commission's Office of General Counsel (at gencounsel@psc.mo.gov) and the Office of the Public Counsel (at opcservice@ded.mo.gov), on this 4th day of December, 2007.

/s/ James M. Fischer

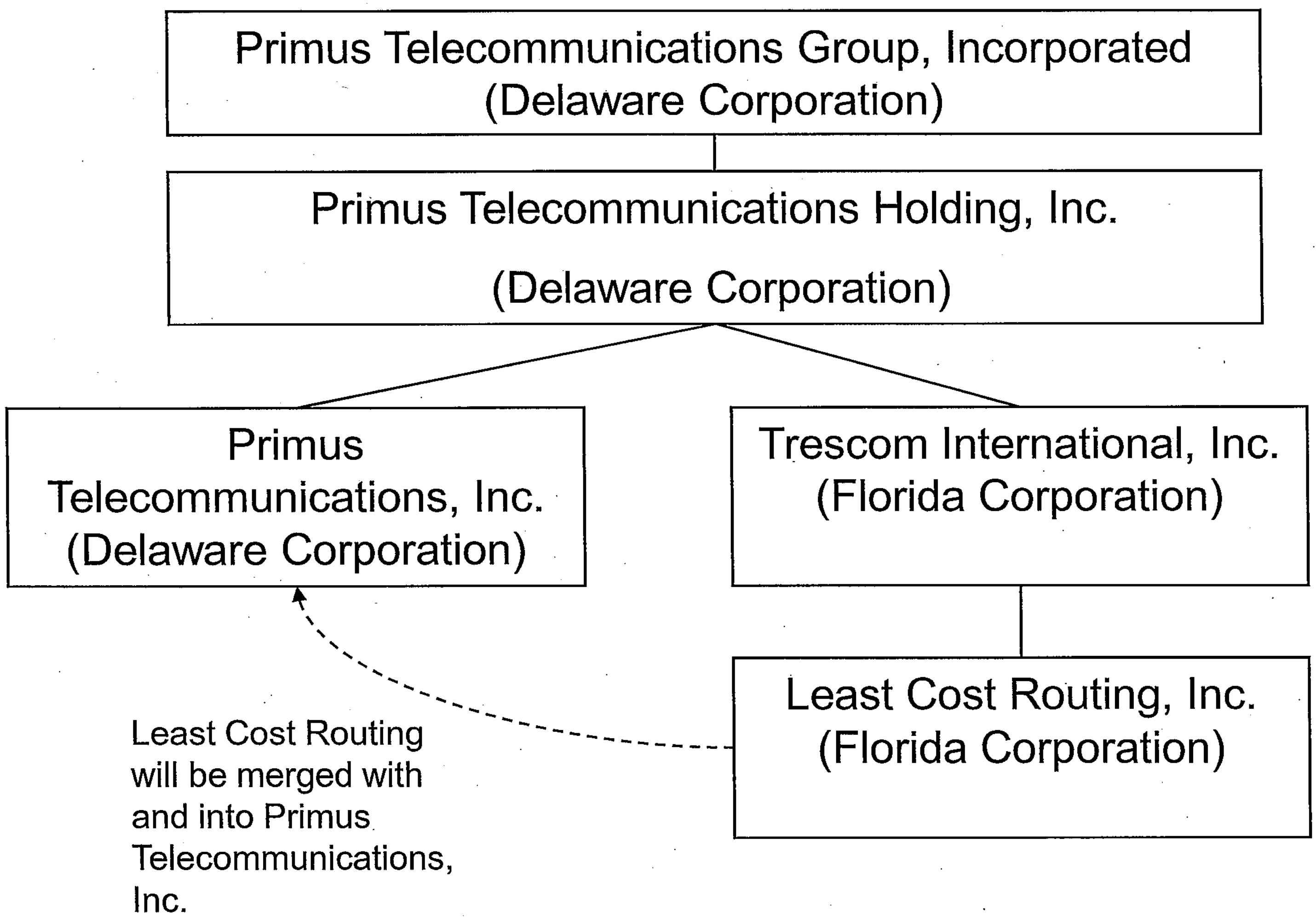
James M. Fischer

EXHIBITS

EXHIBIT A

Illustrative Chart of Proposed Reorganization

Corporate Structure Prior to Reorganization



Corporate Structure After Reorganization

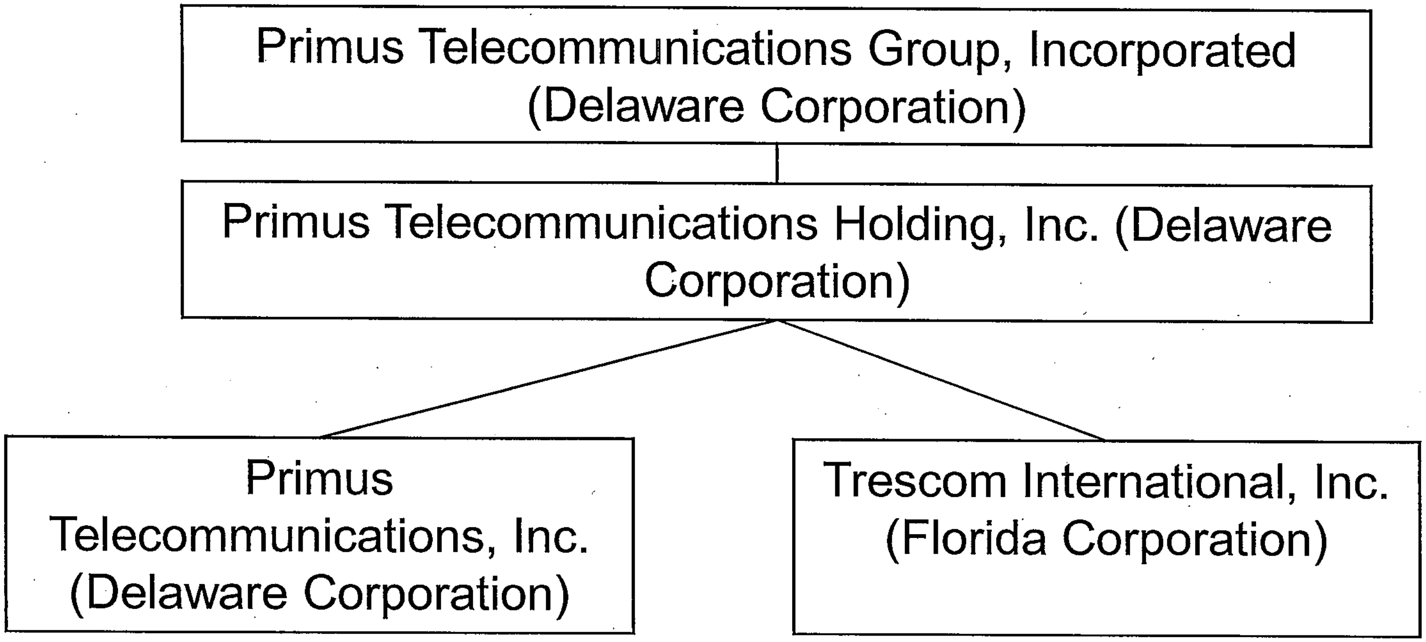


EXHIBIT B

Sample Customer Notice Letter

DRAFT CUSTOMER NOTICE TO LEAST COST ROUTING, INC. CUSTOMERS

Dear Valued Customer:

Least Cost Routing, Inc. ("LCR"), your long distance provider, and its sister company Primus Telecommunications, Inc. ("Primus") are pleased to announce that LCR will merge with and into its affiliate Primus on or about December 31, 2007. Following the merger, you will continue to enjoy the same high quality services you currently receive from LCR and will continue to receive services with the same rates, features, terms and conditions as the service you currently enjoy. You will therefore not notice any significant change in the bills that you currently receive for long distance service or in the company's customer service procedures.

We realize you have a choice of telecommunications carriers, and we appreciate your business. Please note that if you are a customer of LCR on the date of the transfer and you have not informed LCR that you have made arrangements on your own to switch to a long-distance telephone company other than Primus, your account will automatically be transferred and your contract assigned to Primus, even if you have previously arranged for a preferred carrier freeze through your local phone company. You should not be charged any carrier-change charges levied by your local telephone company. If, however, such a charge does appear on the bill from your local telephone company as a result of this transfer, please call the customer service department toll-free at 888-877-4687 and they will reimburse you or credit your account accordingly.

We look forward to continuing to provide you with quality service for many years to come. In the meantime, if you have specific questions about this notice, please contact us at 888-877-4687.

Sincerely,

Least Cost Routing, Inc. and Primus Telecommunications, Inc.

EXHIBIT C

PTGI Financial Statements

PRIMUS Telecommunications Reports Third Quarter 2007 Financial Results

Click Here for Webcast

Q3 Earnings Call Replay dial-in numbers:

888-266-2081(domestic)
703-925-2533 (international)
Access code: 1153839
Start Date / Time: 05-Nov-07 20:00
End Date /Time: 05-Dec-07 23:59

MCLEAN, Va.--(BUSINESS WIRE)--Nov. 5, 2007--PRIMUS Telecommunications Group, Incorporated (OTCBB:PRTL), an integrated communications services provider, today announced its results for the quarter ended September 30, 2007.

Third Quarter 2007 Highlights:

- $225 Million Net Revenue
- $16 Million Adjusted EBITDA
- $9 Million Income from Operations
- $118 Million Cash Balance at Quarter End ($109 Million Unrestricted)

PRIMUS reported third quarter 2007 net revenue of $225 million, down $2 million from the prior quarter and down $20 million from the third quarter 2006. The Company reported net income for the quarter of $6 million, compared to net income of $12 million in the prior quarter and break-even in the third quarter 2006. As a result, the Company reported $0.04 and $0.03 of basic and diluted net income per common share, respectively, in the third quarter 2007, as compared to basic and diluted net income per common share of $0.10 and $0.07 in the prior quarter and $0.00 for both measures in the year-ago quarter.

As reported last quarter, PRIMUS's improved operating results and Adjusted EBITDA performance enabled it to raise over $94 million in cash year-to-date and to extend its near-term debt maturities. These liquidity-enhancing transactions provided the necessary resources to enable the Company to re-initiate significant levels of investment in support of growth opportunities in broadband, VOIP, local, wireless, data and hosting services. As a result, capital investments and sales and marketing activities increased in the third quarter 2007, with anticipated revenue and contribution growth expected to occur in 2008.

During the third quarter, the investment program included the following initiatives: opening new, and expanding existing, data centers in Canada and Australia; expansion of the DSLAM footprint and network capacity to offer higher speed DSL services in Australia; and expansion of the Company's direct sales force and telemarketing capabilities across its major markets.

"While we continue to experience declining revenue from legacy long distance voice and dial-up ISP services, we have again managed to increase overall margin percentage and contribution," said K. Paul Singh, Chairman and Chief Executive Officer of PRIMUS. "These favorable results are from a combination of sequential growth from our high margin products, selective pruning of low-margin revenue streams and improvements in our network cost structure. In the third quarter, net revenue from high margin growth products increased 2% sequentially reaching annualized net revenue of nearly $220 million."

"Thus, our strategy of generating increased contribution from products such as broadband, VOIP, local, wireless, data and hosting is well underway, and we plan to accelerate this effort with prudent investments. Our objective, over time, is to generate increased growth product contribution that exceeds the corresponding declines in legacy voice and dial-up Internet products. Even with the enhanced investment to support these growth products, we continue to expect full year 2007 Adjusted EBITDA to be in the range of $60 million to $65 million," Mr. Singh said.

Third Quarter 2007 Financial Results:

The Company sold its Australian domain name business in the first quarter 2007 and sold its 51% interest in a German subsidiary in the third quarter 2007. From an accounting perspective, as a result of these events, the businesses have been treated as "discontinued operations," and therefore, those operating results are excluded from the individual line items of the statement of operations in the current and all prior period results. Additionally, the operating results and the gain from sale of discontinued operations are shown as separate line items on the statement of operations. In 2006, the revenue and net income from these operations were $9 million and $1 million, respectively.

"Third quarter 2007 revenue was $225 million, down 1% or $2 million from the prior quarter and down 8% or $20 million from the third quarter 2006. The $2 million decrease from the prior quarter was comprised of a $6 million increase from the weakening of the United States dollar, offset by a $1 million decrease in low-margin wholesale services revenue, $1 million decrease in Canadian prepaid services and a net decrease of $6 million in retail services revenue," said Thomas R. Kloster, Chief Financial Officer. "The $6 million decline in retail revenue reflects a continued decline in legacy voice and dial-up Internet services revenue offset by continued growth from high-margin broadband, VOIP, local, wireless, data and hosting revenues."

Net revenue from broadband, VOIP, local, wireless, data and hosting services was $55 million (24% of net revenue) for the third quarter 2007, as compared to $53 million (23% of net revenue) in the prior quarter. Geographic retail revenue mix was 32% coming from Asia-Pacific, 29% from Canada, 8% from Europe and 12% from the United States. The mix of net revenue was 81% retail (53% residential and 28% business) and 19% wholesale.

SG&A expense in the third quarter was $73 million (32.3% of net revenue), up $4 million from $69 million in the prior quarter (30.3% of net revenue) and up $1 million from $72 million (29.2% of net revenue) in the year-ago quarter. The third quarter increase over the second quarter resulted from a $3 million increase in outbound telemarketing, customer care, additional direct sales and support headcount, and customer win-back costs, a $1 million increase in advertising expense, and a $1 million increase in severance payments. These increases were partially offset by a decline in professional fees.

Income from operations was $9 million in the third quarter 2007, an increase from $8 million in the prior quarter and consistent with the third quarter 2006.

Third quarter 2007 Adjusted EBITDA, as calculated in the attached schedule, of $16 million was even with the prior and year-ago quarters' Adjusted EBITDA. In the third quarter, the Company realized a $3 million reduction to cost of revenue from a gain reflecting recovery of payments related to retroactive price reductions which partially offset the unfavorable impact to Adjusted EBITDA from the revenue decline and SG&A increase discussed above.

Interest expense for the third quarter 2007 was $16 million, stable with the prior quarter and up from $13 million in the third quarter 2006. The increase over the year-ago quarter is attributable to the interest related to the 14 1/4% Senior Secured Notes, issued in February and March 2007.

Net income was $6 million in the third quarter 2007 (including a $12 million gain on foreign currency transactions), as compared to net income of $12 million in the second quarter 2007 (including a $2 million loss on early extinguishment or restructuring of debt and a $15 million gain on foreign currency transactions), and break-even in the third quarter 2006 (including a $4 million gain on foreign currency transactions).

Basic and diluted net income per common share was $0.04 and $0.03, respectively, for the third quarter 2007, as compared to basic and diluted net income per common share of $0.10 and $0.07 in the prior quarter and $0.00 for both measures in the year-ago quarter. Adjusted Basic and Diluted Net Loss Per Common Share, as calculated in the attached schedule, was ($0.05) for the third quarter 2007, compared to $0.00 for the second quarter 2007 and ($0.04) in the year-ago quarter.

The Company is currently assessing the impact of Financial Accounting Standards Board Interpretation No. 48, "Accounting for Uncertainty in Income Taxes," and determining the impact of other events as they relate to income taxes on its third quarter results. Therefore, certain figures presented in the press release, may, depending on the outcome of the assessment, differ from those that will be presented in the Company's Form 10-Q for the quarter ended September 30, 2007.

Liquidity and Capital Resources

PRIMUS ended the third quarter 2007 with a cash balance of $118 million ($109 million unrestricted) as compared to $113 million ($105 million unrestricted) as of June 30, 2007. This total reflects $16 million of Adjusted EBITDA, $2 million from working capital, offset by $17 million on debt coupon and other interest payments. In addition, $19 million was raised by the sale of 22.5 million shares of the Company's common stock; $2 million was generated from changes in foreign currency exchange rates; $1 million was received for the sale of the Company's interest in a German subsidiary; $13 million of cash was used for capital expenditures; $3 million was used to purchase the Company's outstanding 12.75% senior notes for retirement; and $2 million was used for scheduled principal reductions. During this period, an additional $1 million became restricted.

In addition to the third quarter capital expenditures of $13 million, the Company spent $6 million and $11 million, respectively in the first and second quarters 2007 for a year-to-date total of $30 million. Capital expenditures for the full year 2007 are expected to be within our prior guidance range of between $40 million and $45 million.

Free Cash Flow for the third quarter 2007, as calculated in the attached schedule, was negative ($10) million (comprised of $3 million provided by operating activities and $13 million utilized for capital expenditures) as compared to $1 million in the prior quarter and negative ($14) million in the third quarter 2006. The sequential decline from the second quarter 2007 Free Cash Flow is primarily caused by the timing of debt coupon and other interest payments of $11 million during the second quarter 2007 as compared to $17 million paid in this quarter and an increase in capital expenditures.

The principal amount of PRIMUS's long-term debt obligations as of September 30, 2007 was $679 million, as compared to $684 million at June 30, 2007.

The Company and/or its subsidiaries will evaluate and determine on a continuing basis, depending upon market conditions and the outcome of events and uncertainties described within any "forward-looking statement" descriptions in this release and its SEC filings, the most efficient use of the Company's capital and resources, including investment in the Company's network, systems, and product initiatives, purchasing, refinancing, exchanging, tendering for or retiring certain of the Company's outstanding debt securities in privately negotiated transactions, open market transactions or by other direct or indirect means, issuing equity or purchasing its equity in the open market to the extent permitted by existing covenants.

The management of PRIMUS Telecommunications Group, Incorporated will conduct a conference call and Web cast for analysts and investors to discuss third quarter 2007 results on November 5, 2007, at 5:00 PM Eastern. Participants should dial 866-256-9295 (domestic) or 703-639-1214 (international) for telephone access or go to www.primustel.com for Web cast access about ten minutes prior to the scheduled start-time. Replay information will be available following the conclusion of the live broadcasts on the Company's Web site.

PRIMUS Telecommunications Group, Incorporated (OTCBB:PRTL) is an integrated communications services provider offering international and domestic voice, voice-over-Internet protocol (VOIP), Internet, wireless, data and hosting services to business and residential retail customers and other carriers located primarily in the United States, Canada, Australia, the United Kingdom and western Europe. PRIMUS provides services over its global network of owned and leased transmission facilities, including approximately 350 points-of-presence (POPs) throughout the world, ownership interests in undersea fiber optic cable systems, 15 carrier-grade international gateway and domestic switches, and a variety of operating relationships that allow it to deliver traffic worldwide. Founded in 1994, PRIMUS is based in McLean, Virginia.

Statements in this press release concerning revenue levels, VOIP, broadband, local, wireless, and data and hosting services prospects, rates of decline in legacy businesses, future Adjusted EBITDA and Free Cash Flow, financing/delevering/debt restructuring plans, the timing, extent and effectiveness of cost reduction programs, future results, the telecommunications market environment, the effectiveness and profitability of new initiatives, selling, general and administrative expense and capital expenditures, changes in competitive circumstances (including pricing actions and regulatory rulings) and growth constitute "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Such statements are based on current expectations, and are not strictly historical statements. Factors and risks that could cause actual results or circumstances to differ materially from those set forth or contemplated in forward-looking statements include, without limitation: changes in business conditions; failure to realize future growth, including future growth related to new product and service initiatives and prepaid service strategies; competitive market strategies including product bundling by competitors; new product initiatives; fluctuations in the exchange rates of currencies, particularly any strengthening of the United States dollar relative to foreign currencies of the countries where we conduct our foreign operations; adverse interest rate developments; faster than expected declines in core long distance voice and dial-up ISP businesses; fluctuations in prevailing trade credit terms or revenues due to the adverse impact of, among other things, further telecommunications carrier bankruptcies or adverse bankruptcy related developments affecting our large carrier customers; the possible inability to raise additional capital or refinance indebtedness when needed, or at all; changes in the telecommunications or Internet industry; adverse tax rulings from applicable taxing authorities; broadband, Internet, VOIP, local, wireless, data and hosting, and telecommunications competition; changes in financial, capital market and economic conditions; changes in service offerings or business strategies; difficulty in attracting and retaining customers; difficulty in providing VOIP services or new local, wireless, data and hosting or broadband services; adverse regulatory rulings or changes in the regulatory schemes or requirements and regulatory enforcement in the markets in which we operate and uncertainty regarding the nature and degree of regulation relating to certain services such as VOIP; restrictions on our ability to follow certain strategies or complete certain transactions as a result of our capital structure or debt covenants; the delisting of the Company's common stock from trading on NASDAQ's Capital Market; adverse impact arising out of or as a consequence of the Company's external auditors issuing an adverse opinion on the effectiveness of the Company's internal control over financial reporting due to a material weakness concerning taxes; risks associated with our limited DSL, Internet, VOIP, local, wireless and data and Web hosting experience and expertise; risks and costs associated with migrating customers, including reliance on the cooperation of incumbent carriers; entry into developing markets; the possible inability to hire and/or retain qualified sales, technical and other personnel, and to manage growth; risks associated with international operations; dependence on effective information systems; dependence on third parties to enable us to expand and manage our global network and operations and to provide local, wireless, data and hosting, and broadband services as well as to migrate customers; dependence on the implementation and performance of our global asynchronous transfer mode + Internet protocol communications network; and the outbreak or escalation of hostilities or terrorist acts and adverse geopolitical developments. As such, actual results or circumstances may vary materially from such forward-looking statements or expectations. Readers are also cautioned not to place undue reliance on these forward-looking statements which speak only as of the date these statements were made. We are not necessarily obligated to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. You are advised, however, to consult the discussion of risks and uncertainties under "Management's Discussion and Analysis of Financial Condition and Results of Operations-Liquidity and Capital Resources-Short and Long-Term Liquidity Considerations and Risks"; and "-Special Note Regarding Forward-Looking Statements" contained in our annual report on Form 10-K and quarterly reports on Form 10-Q, as filed with the Securities and Exchange Commission.

This release includes certain non-GAAP financial measures as defined under SEC rules, which include Adjusted EBTIDA, Adjusted Diluted Income (Loss) Per Common Share, and Free Cash Flow. As required by SEC rules, we have provided a reconciliation of these measures to the most directly comparable GAAP measures, which is contained in the tables to this release and on our website at www.primustel.com. Additionally, information regarding the purpose and use for these non-GAAP financial measures is set forth with this press release in our Current Report on Form 8-K filed with the SEC on November 5, 2007, and available on our website.

PRIMUS TELECOMMUNICATIONS GROUP, INCORPORATED
CONSOLIDATED CONDENSED STATEMENTS OF OPERATIONS
(in thousands, except per share amounts)
(unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2007	2006	2007	2006
NET REVENUE	$225,283	$245,319	$679,660	$ 763,024
OPERATING EXPENSES				
Cost of revenue (exclusive				

of depreciation shown below)	136,464	157,676	423,338	503,356
Selling, general and administrative	72,771	71,639	209,983	219,030
Depreciation and amortization	7,328	6,976	21,228	41,044
Loss on sale or disposal of assets	-	(205)	684	14,302
Asset impairment write-down	-	-	-	209,248
Total operating expenses	216,563	236,086	655,233	986,980
INCOME (LOSS) FROM OPERATIONS	8,720	9,233	24,427	(223,956)
INTEREST EXPENSE	(15,810)	(13,188)	(45,668)	(40,658)
ACCRETION ON DEBT DISCOUNT, NET	(37)	222	(411)	(1,344)
CHANGE IN FAIR VALUE OF DERIVATIVES EMBEDDED WITHIN CONVERTIBLE DEBT	-	-	-	5,373
GAIN (LOSS) ON EARLY EXTINGUISHMENT OR RESTRUCTURING OF DEBT	364	-	(7,910)	7,409
INTEREST AND OTHER INCOME	1,141	845	3,695	3,405
FOREIGN CURRENCY TRANSACTION GAIN	12,232	3,895	30,287	8,520
INCOME (LOSS) FROM CONTINUING OPERATIONS BEFORE INCOME TAXES	6,610	1,007	4,420	(241,251)
INCOME TAX BENEFIT (EXPENSE)	(1,257)	(1,219)	4,429	(3,697)
INCOME (LOSS) FROM CONTINUING OPERATIONS	5,353	(212)	8,849	(244,948)
INCOME FROM DISCONTINUED OPERATIONS, net of tax	140	333	145	2,002
GAIN FROM SALE OF DISCONTINUED OPERS., net of tax	174	-	6,132	7,415
NET INCOME (LOSS)	$ 5,667	$ 121	$ 15,126	$(235,531)
BASIC INCOME (LOSS) PER COMMON SHARE:				
Income (loss) from continuing operations	$ 0.04	$ (0.00)	$ 0.07	$ (2.19)
Income from discontinued operations	0.00	0.00	0.00	0.01
Gain from sale of discontinued operations	0.00	-	0.05	0.07

Net income (loss)	$ 0.04	$ 0.00	$ 0.12	$ (2.11)
DILUTED INCOME (LOSS) PER COMMON SHARE:				
Income (loss) from continuing operations	$ 0.03	$ (0.00)	$ 0.05	$ (2.19)
Income from discontinued operations	0.00	0.00	0.00	0.01
Gain from sale of discontinued operations	0.00	-	0.03	0.07
Net income (loss)	$ 0.03	$ 0.00	$ 0.08	$ (2.11)
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING:				
BASIC	142,143	113,844	124,100	111,866
DILUTED	208,042	160,779	192,412	111,866

PRIMUS TELECOMMUNICATIONS GROUP, INCORPORATED
CONSOLIDATED CONDENSED BALANCE SHEET
(in thousands)
(unaudited)

	September 30, 2007
Cash and cash equivalents	$ 108,724
Accounts receivable, net	120,108
Other current assets	23,484
TOTAL CURRENT ASSETS	252,316
Restricted cash	9,689
Property and equipment, net	137,677
Goodwill	39,552
Other intangible assets, net	1,801
Other assets	29,636
TOTAL ASSETS	$ 470,671
Accounts payable	$ 79,097
Accrued interconnection costs	42,922
Deferred revenue	16,990
Accrued expenses and other current liabilities	54,677
Accrued income taxes	21,036
Accrued interest	11,583
Current portion of long-term obligations	13,637
TOTAL CURRENT LIABILITIES	239,942

Non-current portion of long-term obligations	676,236
Other liabilities	51
TOTAL LIABILITIES	916,229
Stockholders' deficit	(445,558)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	$ 470,671

PRIMUS TELECOMMUNICATIONS GROUP, INCORPORATED
RECONCILIATION OF NET INCOME TO ADJUSTED EBITDA
(in thousands)
(unaudited)

	Three Months Ended		
	September 30, 2007	June 30, 2007	September 30, 2006
NET INCOME	$ 5,667	$ 12,101	$ 121
Share-based compensation expense	59	67	246
Depreciation and amortization	7,328	7,343	6,976
(Gain) loss on sale or disposal of assets	-	676	(205)
Interest expense	15,810	16,424	13,188
Accretion on debt discount, net	37	76	(222)
Income tax (benefit) expense	1,257	(6,691)	1,219
(Gain) loss on early extinguishment or restructuring of debt	(364)	2,315	-
Foreign currency transaction gain	(12,232)	(15,081)	(3,895)
Interest and other income	(1,141)	(1,058)	(845)
Income (loss) from discontinued operations, net of tax	(140)	155	(333)
Gain from sale of discontinued operations, net of tax	(174)	-	-
ADJUSTED EBITDA	$ 16,107	$ 16,327	$ 16,250

PRIMUS TELECOMMUNICATIONS GROUP, INCORPORATED
RECONCILIATION OF DILUTED LOSS PER COMMON SHARE TO
ADJUSTED DILUTED NET LOSS PER COMMON SHARE
(in thousands, except per share amounts)
(unaudited)

Three Months Ended		
September 30, 2007	June 30, 2007	September 30, 2006

NET INCOME ATTRIBUTABLE TO COMMON STOCKHOLDERS - DILUTED	$ 6,102	$ 12,578	$ 121
ADJUSTMENT FOR INTEREST EXPENSE ON DILUTIVE SHARES	(435)	(477)	-
NET INCOME	5,667	12,101	121
Add:			
(Gain) loss on sale or disposal of assets	-	676	(205)
(Gain) loss on early extinguishment or restructuring of debt	(364)	2,315	-
Foreign currency transaction gain	(12,232)	(15,081)	(3,895)
(Income) loss from discontinued operations, net of tax	(140)	155	(333)
Gain from sale of discontinued operations, net of tax	(174)	-	-
ADJUSTED NET INCOME (LOSS)	$ (7,243)	$ 166	$ (4,312)
DILUTED WEIGHTED AVERAGE COMMON SHARES OUTSTANDING	208,042	184,719	160,779
DILUTIVE WEIGHTED AVERAGE COMMON SHARES OUTSTANDING	(65,899)	(46,963)	(46,935)
ADJUSTED DILUTED WEIGHTED AVERAGE COMMON SHARES OUTSTANDING	142,143	137,756	113,844
DILUTED NET INCOME (LOSS) PER COMMON SHARE	$ 0.03	$ 0.07	$ 0.00
ADJUSTED DILUTED NET LOSS PER COMMON SHARE	$ (0.05)	$ 0.00	$ (0.04)

PRIMUS TELECOMMUNICATIONS GROUP, INCORPORATED
RECONCILIATION OF NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES
TO FREE CASH FLOW
(in thousands)
(unaudited)

	Three Months Ended		
	September 30, 2007	June 30, 2007	September 30, 2006

NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES	$ 2,858	$ 12,127	$ (5,873)
Net cash used in purchase of property and equipment	(12,676)	(10,651)	(7,806)
FREE CASH FLOW	$ (9,818)	$ 1,476	$ (13,679)

CONTACT: PRIMUS Telecommunications Group, Incorporated
John DePodesta
Executive Vice President
703-748-8050
ir@primustel.com

SOURCE: PRIMUS Telecommunications Group, Incorporated

EXHIBIT D

PTI and LCR Current Certificates of Good Standing

STATE OF MISSOURI

Robin Carnahan
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF GOOD STANDING

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

PRIMUS TELECOMMUNICATIONS, INC.

using in Missouri the name

PRIMUS TELECOMMUNICATIONS, INC.
F00413769

a DELAWARE entity was created under the laws of this State on the 12th day of July, 1995, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 4th day of December, 2007

Secretary of State

Certification Number: 10266829-1 Reference:
Verify this certificate online at http://www.sos.mo.gov/businessentity/verification

STATE OF MISSOURI

Robin Carnahan
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF GOOD STANDING

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

LEAST COST ROUTING, INC.

using in Missouri the name

LEAST COST ROUTING, INC.
F00416426

a FLORIDA entity was created under the laws of this State on the 18th day of September, 1995, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 4th day of December, 2007

Robin Carnahan

Secretary of State

Certification Number: 10267044-1 Reference:
Verify this certificate online at http://www.sos.mo.gov/businessentity/verification

STATE of VIRGINIA)
) ss:
COUNTY of FAIRFAX)

VERIFICATION

I, Kathleen Lawrence, state that I am Assistant General Counsel of Primus Telecommunications, Inc.; that I am authorized to make this Verification on behalf of Primus Telecommunications, Inc. and Least Cost Routing, Inc.; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

Kathleen Lawrence
Kathleen Lawrence
Assistant General Counsel
Primus Telecommunications, Inc. & Acting on behalf of Least Cost Routing, Inc.

Sworn and subscribed before me this 21st day of November 2007.

Notary Public

My commission expires 8/31/2010

KARI ABERNATHY KOWALSKI
NOTARY PUBLIC
REG # 7075993
COMMISSION EXPIRES 8/31/2010
COMMONWEALTH OF VIRGINIA

A/72146442.2 MO