

HUNGARIAN TELEPHONE & CABLE CORP
 Form 4
 March 30, 2007

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Permira (Europe) Ltd.

2. Issuer Name and Ticker or Trading Symbol
 HUNGARIAN TELEPHONE & CABLE CORP [HTC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 03/28/2007

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

TRAFALGAR COURT, LES BANQUES,

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ST. PETER PORT, GUERNSEY CH IS, XX GY13QL

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	03/28/2007		J ⁽¹⁾	2,500,000 A	\$ 10 10,799,782 <u>(2)</u>	I	See Notes <u>(3) (5) (7)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants to purchase Common Stock	\$ 10	03/28/2007		X		25		01/02/2004	03/31/2007	Common Stock	2,500,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Permira (Europe) Ltd. TRAFALGAR COURT, LES BANQUES ST. PETER PORT, GUERNSEY CH IS, XX GY13QL		X		
Permira Europe II CV3 PARNASSUSTOREN, LOCATELLIKADE 1 PO BOX 75215 AMSTERDAM, P7 1076 AZ		X		
Permira Europe II CV4 PARNASSUSTOREN, LOCATELLIKADE 1 PO BOX 75215 AMSTERDAM, P7 1076 AZ		X		
Permira Europe II LP1 TRAFALGAR COURT LES BANQUES, ST PETER PORT GUERNSEY, XX XX		X		
Permira Europe II LP2 TRAFALGAR COURT LES BANQUES, ST PETER PORT GUERNSEY, XX XX		X		
Permira Europe II Co-Investment Scheme TRAFALGAR COURT LES BANQUES, ST PETER PORT GUERNSEY, XX XX		X		

