



Head office - Roeselare



Editorial office - Brussels



Advertising sales office - Zellik



Audiovisual activities  
Vlaamse Media Maatschappij - Vilvoorde



RMG in France  
Groupe Express-Roularta  
Paris

# Roularta Media Group

## Annual report 2007



*RMG continues to develop its multimedia future*

**FINANCIAL CALENDAR**

|  |  |
|--|--|
| General Meeting 2007<br>Payment of dividend coupon no. 10  | 20 May 2008<br>2 June 2008   |
| Periodic statement first quarter 2008<br>Half year 2008 results<br>Periodic statement third quarter 2008<br>Full year 2008 results | 19 May 2008<br>21 August 2008<br>17 November 2008<br>16 March 2009 |
| General Meeting 2008   | 19 May 2009  |

**INVESTOR RELATIONS**

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### **Roularta Media Group's mission**

Roularta Media Group, as a multimedia company, sets out to create value for its readers, viewers, listeners, advertising customers, employees and shareholders.

### **Roularta Media Group's strategy**

Roularta Media Group is resolved to be a dynamic and leading publisher and printer of news and niche magazines, newspapers and freesheets, and a key player in audiovisual media and electronic publishing.

For the wider public RMG produces freesheets, open network TV, radio and the Vlan.be internet site.

For special target groups RMG produces quality magazines, a TV news station and content-rich portal sites.

Roularta Media Group is constantly looking for opportunities with new titles, marketing initiatives and new media to strengthen its position in Belgium and abroad.

This approach places Roularta Media Group in an outstanding position to offer advertisers a multi-channel mediamix to strengthen their communication.

The Group is striving for a balanced complementarity between freesheets and magazines, between new and traditional media, and between print and radio/TV. At the same time a policy of vertical integration (content, advertising sales, production) and multimedia approach increases flexibility and reduces exposure to economic cyclicity.

Roularta Media Group is committed to a policy of alliances, and has created joint ventures in various fields with domestic and foreign partners that have built up solid positions in their own market sectors and possess extensive experience in their fields of activity.



# Multimedia Newsroom

by Baron Hugo Vandamme, chairman of the board of directors

In 2007 we took further crucial steps in the expansion of Roularta Media Group. In France, Groupe Express-Roularta has taken shape under Marc Feuillée's leadership, and we are now busy innovating. We are also beginning to reap the fruits of our conversion from magazine publisher to multimedia organisation integrating print, internet and television. On top of this, the total modernisation of our third competitive advantage, our printing works, is nearly complete, and our newspapers are already resplendent in their new colours. With the many restructuring costs and goodwill impairment losses our 2007 result was not what we wanted. Despite the good performance of our broadcasting activity, our optical disk replication suffered severely from the changing market situation, dragging down our results. 2007 was a key year in the transformation of our Group, laying the basis for our future.

Groupe Express-Roularta, the new name of Groupe Express-Expansion, is rapidly expanding.

The group's flagship, weekly magazine *L'Express*, grew by 4%. *L'Express* is France's largest news magazine, and also the one that in France reaches the largest number of readers – 19 million – on an annual basis. *L'Express* has a net circulation in France of 451,000 copies and 2.4 million readers. Weekly magazine *Styles L'Express*, launched at the end of 2006, already reaches 1,081,000 female readers (+ 28.1%), overtaking *Madame Figaro*. *Point de Vue*, the group's other weekly magazine, has a net circulation in France of 201,000 copies and 734,000 readers. Net worldwide circulation is 270,000 copies. The monthly financial-economic magazines are also doing well: *L'Expansion* has 817,000 readers, *L'Entreprise* 1,061,000 readers and *Mieux Vivre Votre Argent* 1,066,000 readers. Among the 'homes' magazines, readership is growing at *Maisons Côté Sud* (+9.6%), *Côté Ouest* (+9%), *Maison Française* (+8.9%) and *Maison Magazine* (+17.6%). *Côté Ouest* has 1,183,000 readers, *Maison Française* 885,000 readers and *Maison Magazine* 1,652,000 readers. *Lire*, the monthly magazine for book lovers, is growing by 8.8% in terms of reach (542,000 readers). Taken together, the 14 major titles in the Groupe Express-Roularta reach (double counting removed), 10.6 million readers, an increase of 6.7% in 2007.

Crucial to the development of our Group is our Multimedia Newsroom. The Kanaal Z and Canal Z reporting teams are now integrated into the multimedia newsroom at the Brussels Media Centre (BMC) on the Raketstraat in Brussels. In this way cooperation is growing, both content-wise and technically (video content, recording facilities, etc.), between print, internet and TV editing teams. The BMC, the editing house where all Roularta group magazines are housed, has been transformed into a total newsroom, from where Roularta will be bringing readers, viewers and surfers even more news and comment in 2008. Internet activities too are being extended. Roularta's quality news sites today reach more than 1.4 million unique visitors a month. The central news desk, with its coordinating and controlling function, can call on the expertise of a unique team of over 300 journalists, including medical experts, engineers, historians, economists, all providing background information for news magazines and specialist newspapers. The editors provide rapid, direct reporting via different Roularta newssites: *trends.be*, *knack.be*, *levif.be* etc. Once the news is important enough, TV commentary, interviews, video reports and images are put out on the internet sites (through the day) and on the Kanaal Z/Canal Z TV newscasts.

At the start of 2008 we saw the first fruits of our major investments in the printing works. First of these is our new colour newsprint press, with which we are completely relooking our weekly newspapers and local freesheets. Two new magazine presses will also shortly be coming into service, enabling us to print nearly all our own magazines ourselves. We will then also have most of our total EUR 100 million investment programme behind us. This not only puts us on a very strong footing for the future, but also gives us a competitive advantage that we can rapidly adapt to changing market circumstances.

2008 is going to be an exciting year, in which Roularta will continue moving ahead as an international multimedia group.

Hugo Vandamme  
25 March 2008

## Ready for the future

2007 was a transitional year, in which EUR 13 million of extraordinary charges, write-downs and restructuring charges were recorded. In 2008 the effects of the restructuring and reorganisation at Groupe Express-Roularta should become visible. Both sales and reach figures according to the latest OJD (net distribution) and AEPM (reach) studies are very good.

The Belgian printing activities continue to evolve positively with new initiatives on the freepress division level. The magazine advertising market remains, however, uncertain.

The new printing infrastructure will deliver its first results in 2008 in the form of greater productivity and unlimited colour printing possibilities for newspapers and freesheets.

In the audiovisual field, radio continues to grow with Q-Music and the relooked 4FM. In the TV area, digital income is growing from, among other things, video on demand, JIM mobile is growing, and there are plans to launch a children's station.

Internet activities are beginning to provide additional sales revenue.



# 2007, the year in which RMG integrated Groupe Express-Roularta

by Rik De Nolf, CEO

2007 was for Roularta Media Group the year in which it integrated Groupe Express-Roularta (formerly Groupe Express-Expansion), which has been part of Roularta Media Group since 26 September 2006. Much effort has been put into developing various synergies in organisation, prepress, printing, editing, selling advertising space and elsewhere. A number of reorganisations were carried out within Groupe Express-Roularta.

In this sense 2007 was a transitional year.

In 2007, the Group also invested heavily in a new printing works at Roeselare. The building work will be completed in the second half of 2008. The first newsprint presses were installed at the end of 2007, permitting magazine quality (heatset) colour printing on all pages (up to 128 pages tabloid). These presses – a MAN installation that is unique in the world – have recently come into operation. The first of the new magazine presses (72 pages) has also been installed and will become operational in the course of the second quarter.

Roularta also worked hard in 2007 in the area of internet, extending the news sites on which all group editing teams cooperate. The 'integrated newsroom' at the Brussels Media Centre in Evere is now a reality.

In comparing the 2007 annual results with those of 2006 the reader should bear in mind that the financial results of Groupe Express-Roularta, of which Roularta Media Group acquired 100% of the shares on 26 September 2006, are included only from the fourth quarter of 2006 onwards.

Selected financial highlights for 2007:

- **Sales** rose by 25.9% from EUR 609.2 million to EUR 766.8 million.
- **EBITDA** increased by 10.2% from EUR 72.5 million to EUR 79.8 million. The EBITDA margin was 10.4% (2006: 11.9%).
- **EBIT** was down 3% from EUR 51.1 million to EUR 49.6 million, with an EBIT margin of 6.5% (2006: 8.4%).
- **Net Group profit** fell by 35.7% from EUR 24.8 million to EUR 15.9 million, giving a margin of 2.1% compared with 4.1% in 2006.
- **Net current profit** fell by 25.4% from EUR 31.0 million to EUR 23.1 million.
- **Current cash flow** was down 5.9% from EUR 50.1 million to EUR 47.1 million.
- **Profit per share** was down from EUR 2.32 in 2006 to EUR 1.49 in 2007.

## Division Printed Media

In analysing the comparative figures the reader should bear in mind that Groupe Express-Roularta was acquired at the end of September 2006. This group's figures are included in full in 2007 and only for the fourth quarter of 2006.

Sales by the Printed Media division rose by EUR 155.4 million from EUR 437.2 to 592.7 million (+35.6%). EUR 145.3 million of this increase comes from the new acquisitions – EUR 136.7 million from Groupe Express-Roularta and EUR 8.6 million from the new titles Datanews, Texbel, Ciné Live, De Tandartsenkrant, De Apothekerskrant, Plus Zweden and Effect. On top of this sales of existing products increased by 2.3%.

Revenue from our freesheets rose by 4.1%, of which 0.7% can be ascribed to the acquisition of Effect and the increase of our shareholdings in A Nous Province and Algo Communication in the fourth quarter of 2007. De Streekkrant/De Weekkrant, De Zondag and the Steps city magazines grew by another 3.6%.

Advertising revenue at the Krant van West-Vlaanderen rose by 3.6%. Magazine advertising revenue rose by 51.3%, of which 53.1% from the newly acquired magazines and -1.6% from existing titles.

Advertising markets in both Belgium and France were under pressure right through 2007.

The readers' market advanced by 51.2%, 45.9% through acquisitions and 5.4% from internal growth of existing titles.

EBITDA grew by 3.2% from EUR 53.0 to 54.7 million, with a margin of 9.2% compared with 12.1% in 2006. Operating profit (EBIT) was down 13.8% from EUR 38.6 to 33.3 million, giving an EBIT margin of 5.6% compared with 8.8% in 2006. The net profit of the Group's printing activities amounted to EUR 8.8 million compared with EUR 17.4 million in 2006.

A number of factors negatively impacted the margins and net profit of the Printed Media division by EUR 8.8 million:

- EUR 1.3 million of restructuring costs were charged at Groupe Express-Roularta in 2007 as part of the further integration. Additional write-offs and provisions totalling EUR 1.3 million were recorded in respect of the planned relocation of subsidiary Editions Génération/L'Etudiant in 2008.
- With the winding up of SA Cyber Press Publishing on 7 June 2007, an impairment loss of EUR 1.8 million was recorded on this participation to bring its carrying value to zero.
- EUR 1.1 million of impairment losses were recorded on titles and goodwill.
- With the publishing of an option plan for senior managers at the start of 2007, an additional personnel cost of EUR 1 million was recorded, as required by IFRS 2.
- EUR 11.5 million higher financing costs reflect the new borrowings for the acquisition of Groupe Express-Roularta and the building of the new printing works at Roeselare, and fluctuations in the market value of a number of swap contracts covering outstanding loans (EUR 2.3 million) (IAS 39).
- Tax pressure continues to be influenced by tax losses that are not recoverable in the short term and the fact that no deferred tax assets are recorded on impairment losses.

## Division Audiovisual Media

Sales by the Audiovisual Media division rose from EUR 179.3 to 181.3 million (+1.1%). The new participating interest in 4FM radio represents an increase of 1%, whilst existing activities grew slightly by 0.1%.

EBITDA grew by 29% from EUR 19.4 to 25.1 million, with a margin of 13.8% compared with 10.8% in 2006. Operating profit (EBIT) rose by 30.7% from EUR 12.4 to 16.3 million, with an EBIT margin of 9% compared with 6.9% in 2006.

This better result reflects a slight increase in sales, but also better cost control, especially at Vlaamse Media Maatschappij.

On the other hand an impairment loss of EUR 3.4 million was charged on the goodwill of Vogue Trading Video and EUR 0.8 million of deferred tax assets were reversed.

Vogue Trading Video (DVD replication) is struggling with adverse market circumstances.

Net profit of the Group's audiovisual media activities was EUR 7.1 million as against EUR 7.4 million in 2006 (-3%).

Net current profit rose 23.9% from EUR 8.5 to 10.6 million and current cash flow rose by 2.9% from EUR 15.5 to 16.0 million.

## Division internet

In 2007, EUR 12.7 million were spent on extending and improving the Group's internet sites. Total internet advertising revenue in Belgium and France amounted also to EUR 12.67 million. The websites are also becoming a very important channel for generating subscriptions to Group magazines and newspapers.

# Roularta Media Group



## Technological innovator

As a multimedia group, Roularta Media Group is active in a number of high-tech sectors. Within its sectors, Roularta Media Group is always searching for new opportunities, giving it the reputation of being an important technological innovator. Roularta Media Group attaches a great deal of importance to Research and Development. These efforts naturally help the Group's internal working procedures, but they also quite often act as the motive force for far-reaching market developments.

In the area of print media, for example, Roularta Media Group did the spadework for a number of Belgian and international standards for describing digital media print preparation methodology and for the electronic exchange of accompanying order information. Standards of this type are fundamentally important in the prepress environment, since technological progress has made it possible to replace traditional analogue plate production via film with fully digital workflows. Extensive standardisation is essential for good quality control with digital workflows of this type. Roularta Media Group's role as a trailblazer in this area is shown by the following and other achievements:

As a founding member of Medibel+, the organisation that combines the Belgian advertising sector ([www.medibelplus.be](http://www.medibelplus.be)), Roularta Media Group ensured the **breakthrough of the PDF file format in the world of Belgian advertising** as a standard for the delivery of digital advertisements to magazines and newspapers. PDF is desirable in the graphics production workflow because the producer is independent and it has important technical advantages over other file formats. The first PDF standards of Medibel+, describing the specifications that must be met by PDF files to ensure trouble-free prepress processing were launched in February 2001. They were based on the results of a research project by Roularta Media Group, which had already been testing various software packages for the quality control of PDF files in an internal working group and had determined recommended procedures for the creation, control and possible adjustment of delivered PDF files. By providing intensive personal support for its advertisers, Roularta Media Group has also made a significant contribution to raising awareness of PDF among a wider public. The PDF standards of Medibel+ are regularly updated. Roularta Media Group continues to act as a trailblazer within Medibel+: Erwin Danis (RMG Director Premedia) is currently the Chairman of Medibel+.

Encouraged by Roularta Media Group, Medibel+ was present at the birth of **Ghent PDF Workgroup** (GWG, [www.gwg.org](http://www.gwg.org)) in 2002. This has now become an international organisation of graphics sector associations and suppliers from Europe and the United States that, just like Medibel+, has set itself the aim of stimulating digital co-operation in the PDF production workflow by preparing and disseminating practical specifications and working methods. GWG's work has included the development of international PDF standards for various printing processes. These standards are based on ISO standard PDF/X-1a, but set stricter quality requirements. They are therefore referred to as PDF/X Plus standards, which actually correspond to the Medibel+ PDF standards. Roularta Media Group also continues to accept its responsibilities within the international GWG group, where it plays a managerial role via Erwin Danis (General Chairman) and Peter Maes (Chairman Specifications Subcommittee).

Roularta Media Group is currently making a very timely contribution to **the development of the AdTicket method for digitising the order workflow** between media centres, creative agencies that produce advertisements and publishers/printers. AdTickets make it possible to include information about a specific advertisement delivered in PDF format as metadata in the PDF file. This means that additional information does not need to be sent separately by fax and the client can be certain that the information remains inextricably linked to the PDF contents in the production workflow. Roularta Media Group and Medibel+

launched the first AdTicket in April 2005. Over 200 advertising agencies are already making use of it in Belgium. Roularta Media Group has an electronic form on its website that can be used to directly add the desired metadata during the uploading of PDF advertisements.

GWG, too, has introduced an AdTicket. It adopted the existing Medibel+ AdTicket, which is also fully interchangeable with the AdsML-standard, which is mainly popular in other countries. The globalisation of Medibel+ AdTicket is very useful, since the Belgian advertising agencies working with it can now deliver to foreign publishers using the same standard. This project is yet further evidence of Roularta Media Group's technical innovativeness, and the working methods developed by the Group are also being adopted outside Belgium.

Roularta Media Group and Medibel+ launched the **first Belgian standard for delivering digital photographic material**. The purpose of this standard is to ensure that digitally supplied images for publication in magazines or newspapers are of a good basic standard quality. This is the first standard to provide clear instructions to digital photographers and it means that they do not have to manipulate images themselves in order to achieve the best possible print results. Standards have been established for 'News photography' and 'Shootings'. This standard has also been adopted by GWG and is in such a way promoted all over the world.

Roularta Media Group is strongly committed to various research and standardisation projects to **optimise the rotation offset process**. Together with foreign partners in the Color Management Subcommittee of GWG, Roularta Media Group is working on the development of ISO-standardised ICC colour profiles for rotation offset printing.

In 2007 Roularta Publishing, the premedia company of Roularta Media Group, was one of the five finalists in the 'Best Innovator 2007' awards. This prestigious competition organised annually by Strategy Consultants AT Kearney involves ten European countries. Roularta Publishing was nominated due to its unceasing commitment to innovation in the development and implementation of standardised working practices in preparing digital files for printing. These working practices not only led to an improvement in internal efficiency but also benefited the graphic print industry as a whole.

#### MEMBERS OF THE GHENT PDF WORKGROUP:

##### Associations of the graphic industry:

AIDO (Spain); BPIF (United Kingdom); BVDM (Germany); CMBO (The Netherlands); CITAGM (Spain); DDPPF (Denmark); ERA (Germany); Febelgra (Belgium); FESPA (United Kingdom); FTA (US); IDP Group (The Netherlands); IPA (US); Idealliance (US); Medibel+ (Belgium); Nederlands Uitgeversverbond (The Netherlands); NHP Grafisk (Norway); PDFX-ready (Switzerland); PPA (United Kingdom); SICOGIF (France); TAGA Italia (Italy); VFG (Austria); VIGC (Belgium); VSD (Switzerland).

##### Vendor Members:

Adobe, Adstream, Agfa, Callas, CGS, Dalim, Enfocus Software, Esko-Artwork, Global Graphics, GMG, Gradual Software, Heidelberg, HP, ICS, Kodak, OneVision, Quark, Screen, Specl.



## Consolidated key figures

| INCOME STATEMENT   | 2004          | 2005          | 2006          | 2007          | Evolution      |
|--|---------------|---------------|---------------|---------------|----------------|
| Sales  | 499,164       | 497,681       | 609,231       | 766,824       | + 25.9%        |
| Operating cash flow (EBITDA) (1)   | 64,850        | 56,034        | 72,466        | 79,831        | + 10.2%        |
| Operating profit (EBIT)  | 46,344        | 38,553        | 51,089        | 49,563        | - 3.0%         |
| Net finance costs  | -1,589        | -1,342        | -1,993        | -13,533       | + 579.0%       |
| Operating profit after net finance costs                                   | 44,755        | 37,211        | 49,096        | 36,030        | - 26.6%        |
| Income taxes   | -16,835       | -14,882       | -23,645       | -19,973       | - 15.5%        |
| Share in the profit of the companies accounted for using the equity method | 324           | 3             | -12           | -10           |                |
| <b>Net profit of the consolidated companies</b>                            | <b>28,244</b> | <b>22,332</b> | <b>25,439</b> | <b>16,047</b> | <b>- 36.9%</b> |
| Minority interests   | -1,011        | -139          | -653          | -108          | - 83.5%        |
| <b>Net profit of the Group</b>   | <b>27,233</b> | <b>22,193</b> | <b>24,786</b> | <b>15,939</b> | <b>- 35.7%</b> |
| <b>Net profit of the Group - margin</b>                                    | <b>5.5%</b>   | <b>4.5%</b>   | <b>4.1%</b>   | <b>2.1%</b>   |                |
| EBITDA   | 64,850        | 56,034        | 72,466        | 79,831        | + 10.2%        |
| EBITDA - margin  | 13.0%         | 11.4%         | 11.9%         | 10.4%         |                |
| EBIT   | 46,344        | 38,553        | 51,089        | 49,563        | - 3.0%         |
| EBIT - margin  | 9.3%          | 7.8%          | 8.4%          | 6.5%          |                |
| <b>Net current profit (2)</b>  | <b>28,690</b> | <b>22,331</b> | <b>31,007</b> | <b>23,145</b> | <b>- 25.4%</b> |
| <b>Current cash flow (3)</b>   | <b>46,014</b> | <b>39,674</b> | <b>50,053</b> | <b>47,095</b> | <b>- 5.9%</b>  |

| BALANCE SHEET               | 2004    | 2005    | 2006    | 2007      | Evolution |
|-----------------------------|---------|---------|---------|-----------|-----------|
| Non current assets          | 220,728 | 274,242 | 659,205 | 687,076   | + 4.2%    |
| Current assets              | 218,438 | 236,810 | 326,329 | 321,890   | - 1.4%    |
| Balance sheet total         | 439,166 | 511,052 | 985,534 | 1,008,966 | + 2.4%    |
| Equity - Group's share      | 200,089 | 215,616 | 284,839 | 283,675   | - 0.4%    |
| Equity - minority interests | 14,618  | 13,297  | 12,863  | 12,600    | - 2.0%    |
| Liabilities                 | 224,459 | 282,139 | 687,832 | 712,691   | + 3.6%    |
| Liquidity (4)               | 1.3     | 1.1     | 0.8     | 1.0       | + 25.0%   |
| Solvency (5)                | 48.9%   | 44.8%   | 30.2%   | 29.4%     | - 2.6%    |
| Net financial debt          | 12,243  | 39,985  | 221,415 | 247,745   | + 11.9%   |
| Gearing (6)                 | 5.7%    | 17.5%   | 74.4%   | 83.6%     | + 12.4%   |
| Return on equity (7)        | 13.6%   | 10.3%   | 8.7%    | 5.6%      | - 35.6%   |

(1) EBITDA = EBIT + depreciation, write-down and provisions.

(2) Net current profit = net profit of the Group + impairment losses + restructuring costs net of taxes.

(3) Current cash flow = net current profit + depreciation on (in) tangible assets, write-downs and provisions.

(4) Liquidity = current assets / current liabilities.

(5) Solvency = equity (Group's share + minority interests) / balance sheet total.

(6) Gearing = net financial debt / equity (Group's share + minority interests).

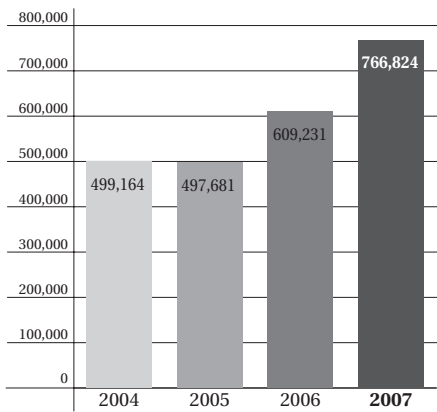
(7) Return on equity = net profit of the Group / equity (Group's share).

All financial amounts expressed in thousands of euros.



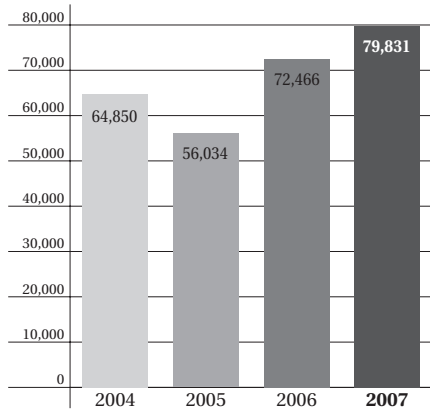
**Sales**

IN THOUSANDS OF EUROS



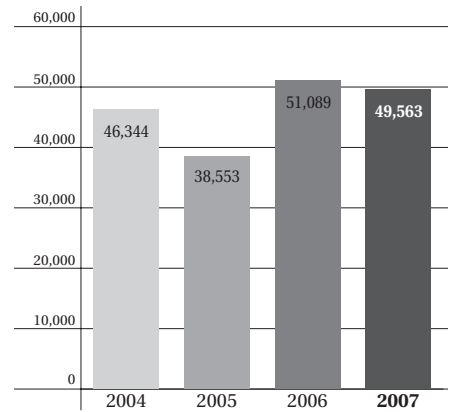
**EBITDA**

IN THOUSANDS OF EUROS



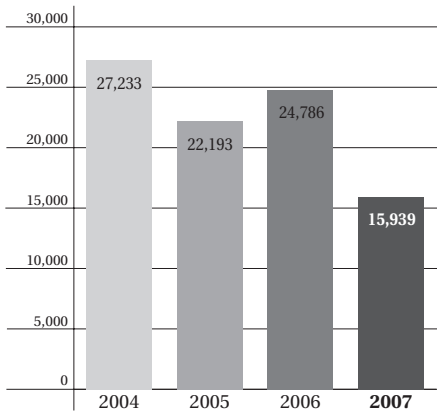
**EBIT**

IN THOUSANDS OF EUROS



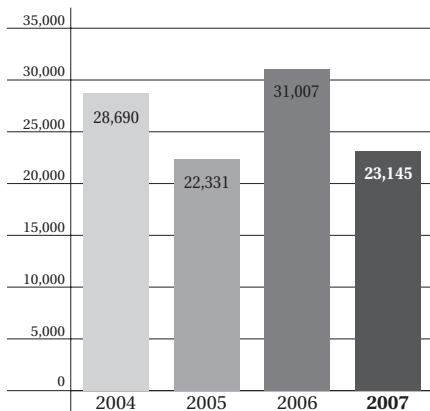
**Net profit**

IN THOUSANDS OF EUROS



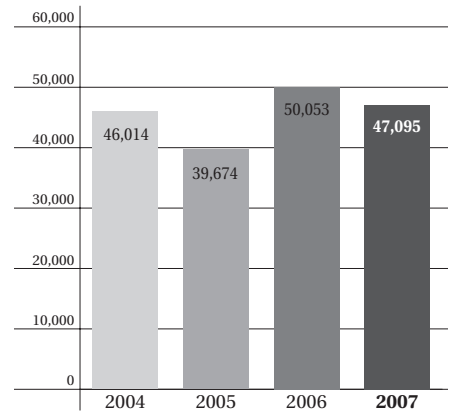
**Net current profit**

IN THOUSANDS OF EUROS

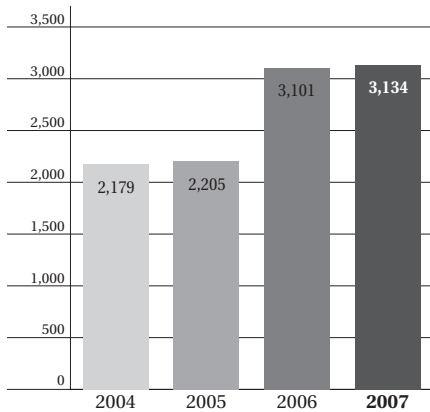


**Current cash flow**

IN THOUSANDS OF EUROS

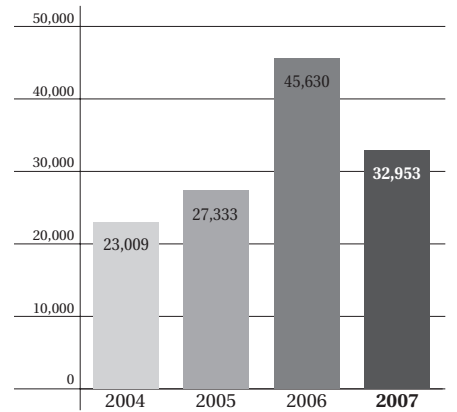


**Personnel at year end**



**Investments (excl. acquisitions)**

IN THOUSANDS OF EUROS



## Key figures by division

|  | PRINTED MEDIA  |                |                |                |               | AUDIOVISUAL MEDIA |                |                |                |               |
|--|----------------|----------------|----------------|----------------|---------------|-------------------|----------------|----------------|----------------|---------------|
|  | 2004           | 2005           | 2006           | 2007           | Evolution     | 2004              | 2005           | 2006           | 2007           | Evolution     |
| <b>Sales</b>   | <b>331,656</b> | <b>339,391</b> | <b>437,218</b> | <b>592,653</b> | <b>+35.6%</b> | <b>174,270</b>    | <b>165,611</b> | <b>179,825</b> | <b>181,310</b> | <b>+1.1%</b>  |
| <b>Operating cash flow (EBITDA)</b>  | <b>39,984</b>  | <b>41,663</b>  | <b>53,027</b>  | <b>54,746</b>  | <b>+3.2%</b>  | <b>24,865</b>     | <b>14,371</b>  | <b>19,440</b>  | <b>25,085</b>  | <b>+29.0%</b> |
| <b>Operating profit (EBIT)</b>   | <b>28,657</b>  | <b>30,425</b>  | <b>38,643</b>  | <b>33,294</b>  | <b>-13.8%</b> | <b>17,687</b>     | <b>8,128</b>   | <b>12,446</b>  | <b>16,269</b>  | <b>+30.7%</b> |
| Net finance costs  | -1,010         | -859           | -1,482         | -13,041        | +780.0%       | -579              | -483           | -511           | -492           | -3.7%         |
| <b>Operating profit after net finance costs</b>                            | <b>27,647</b>  | <b>29,566</b>  | <b>37,161</b>  | <b>20,253</b>  | <b>-45.5%</b> | <b>17,108</b>     | <b>7,645</b>   | <b>11,935</b>  | <b>15,777</b>  | <b>+32.2%</b> |
| Income taxes   | -10,655        | -12,087        | -18,836        | -10,783        | -42.8%        | -6,180            | -2,795         | -4,809         | -9,190         | +91.1%        |
| Share in the profit of the companies accounted for using the equity method | 0              | 8              | -12            | -10            |               | 324               | -5             | 0              | 0              |               |
| <b>Net profit of the consolidated companies</b>                            | <b>16,992</b>  | <b>17,487</b>  | <b>18,313</b>  | <b>9,460</b>   | <b>-48.3%</b> | <b>11,252</b>     | <b>4,845</b>   | <b>7,126</b>   | <b>6,587</b>   | <b>-7.6%</b>  |
| Minority interests   | -549           | -413           | -888           | -662           | -25.5%        | -462              | 274            | 235            | 554            | -135.7%       |
| <b>Net profit of the Group</b>   | <b>16,443</b>  | <b>17,074</b>  | <b>17,425</b>  | <b>8,798</b>   | <b>-49.5%</b> | <b>10,790</b>     | <b>5,119</b>   | <b>7,361</b>   | <b>7,141</b>   | <b>-3.0%</b>  |
| <b>Net profit of the Group - margin</b>                                    | <b>5.0%</b>    | <b>5.0%</b>    | <b>4.0%</b>    | <b>1.5%</b>    |               | <b>6.2%</b>       | <b>3.1%</b>    | <b>4.1%</b>    | <b>3.9%</b>    |               |
| EBITDA   | 39,984         | 41,663         | 53,027         | 54,746         | +3.2%         | 24,865            | 14,371         | 19,440         | 25,085         | +29.0%        |
| EBITDA - margin  | 12.1%          | 12.3%          | 12.1%          | 9.2%           |               | 14.3%             | 8.7%           | 10.8%          | 13.8%          |               |
| EBIT   | 28,657         | 30,425         | 38,643         | 33,294         | -13.8%        | 17,687            | 8,128          | 12,446         | 16,269         | +30.7%        |
| EBIT - margin  | 8.6%           | 9.0%           | 8.8%           | 5.6%           |               | 10.1%             | 4.9%           | 6.9%           | 9.0%           |               |
| <b>Net current profit</b>  | <b>17,900</b>  | <b>17,212</b>  | <b>22,491</b>  | <b>12,593</b>  | <b>-44.0%</b> | <b>10,790</b>     | <b>5,119</b>   | <b>8,516</b>   | <b>10,552</b>  | <b>+23.9%</b> |
| <b>Current cash flow</b>   | <b>28,045</b>  | <b>28,312</b>  | <b>34,544</b>  | <b>31,138</b>  | <b>-9.9%</b>  | <b>17,968</b>     | <b>11,362</b>  | <b>15,510</b>  | <b>15,957</b>  | <b>+2.9%</b>  |

All financial amounts expressed in thousands of euros.

## Highlights per share <sup>(1)</sup>

| DESCRIPTION                                      | in euro | 2004         | 2005         | 2006         | 2007         |
|--|---------|--------------|--------------|--------------|--------------|
| Equity - Group's share                           |         | 20.76        | 22.26        | 26.70        | 26.51        |
| EBITDA   |         | 6.73         | 5.78         | 6.79         | 7.46         |
| EBIT   |         | 4.81         | 3.98         | 4.79         | 4.63         |
| Net profit of the Group                          |         | 2.83         | 2.29         | 2.32         | 1.49         |
| Net profit of the Group after dilution           |         | 2.76         | 2.25         | 2.30         | 1.47         |
| Net current profit                               |         | 2.98         | 2.31         | 2.91         | 2.16         |
| Current cash flow                                |         | 4.77         | 4.10         | 4.69         | 4.40         |
| Gross dividend                                   |         | 0.75         | 0.75         | 0.75         | 0.75         |
| <b>Price/Earnings (P/E) <sup>(2)</sup></b>       |         | <b>17.05</b> | <b>22.62</b> | <b>20.59</b> | <b>22.66</b> |
| <b>Price/Cash flow (P/CF) <sup>(3)</sup></b>     |         | <b>10.63</b> | <b>12.73</b> | <b>12.76</b> | <b>11.14</b> |
| Number of shares at 31/12                        |         | 9,928,611    | 9,956,961    | 11,005,485   | 11,037,050   |
| Weighted average number of shares                |         | 9,638,716    | 9,687,603    | 10,667,825   | 10,699,646   |
| Weighted average number of shares after dilution |         | 9,873,900    | 9,881,386    | 10,797,661   | 10,825,112   |
| Highest share price                              |         | 52.05        | 61.95        | 59.90        | 68.82        |
| Share price at year-end                          |         | 50.75        | 52.15        | 59.85        | 49.02        |
| Market capitalisation in mill. EUR at 31/12      |         | 503.88       | 519.26       | 658.68       | 541.04       |
| Yearly volume in million EUR                     |         | 82.06        | 119.59       | 134.90       | 101.25       |
| Yearly volume in number                          |         | 1,787,219    | 2,349,284    | 2,519,919    | 1,640,467    |

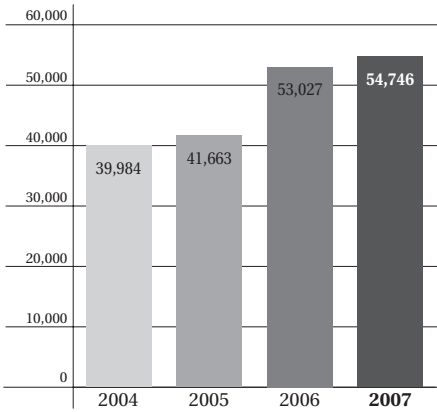
(1) On the basis of the weighted average number of shares.

(2) Earnings = net current profit.

(3) Cash flow = current cash flow.

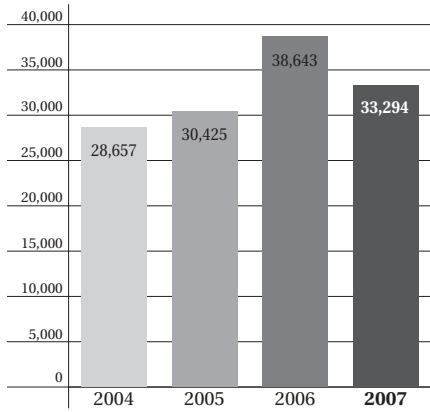
**EBITDA** Printed Media

IN THOUSANDS OF EUROS



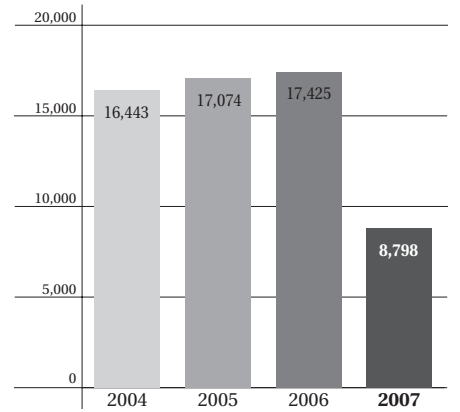
**EBIT** Printed Media

IN THOUSANDS OF EUROS



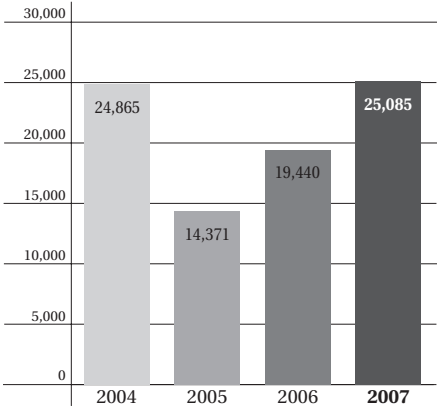
**Net profit** Printed Media

IN THOUSANDS OF EUROS



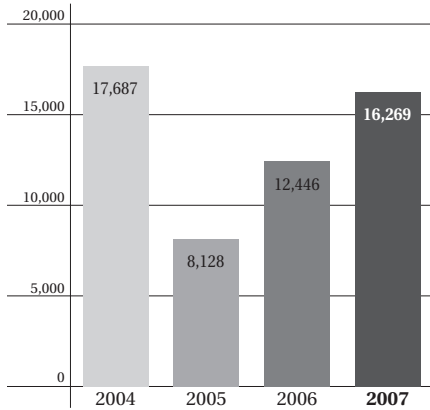
**EBITDA** Audiovisual Media

IN THOUSANDS OF EUROS



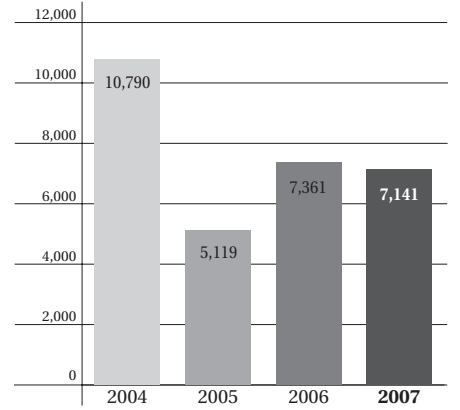
**EBIT** Audiovisual Media

IN THOUSANDS OF EUROS

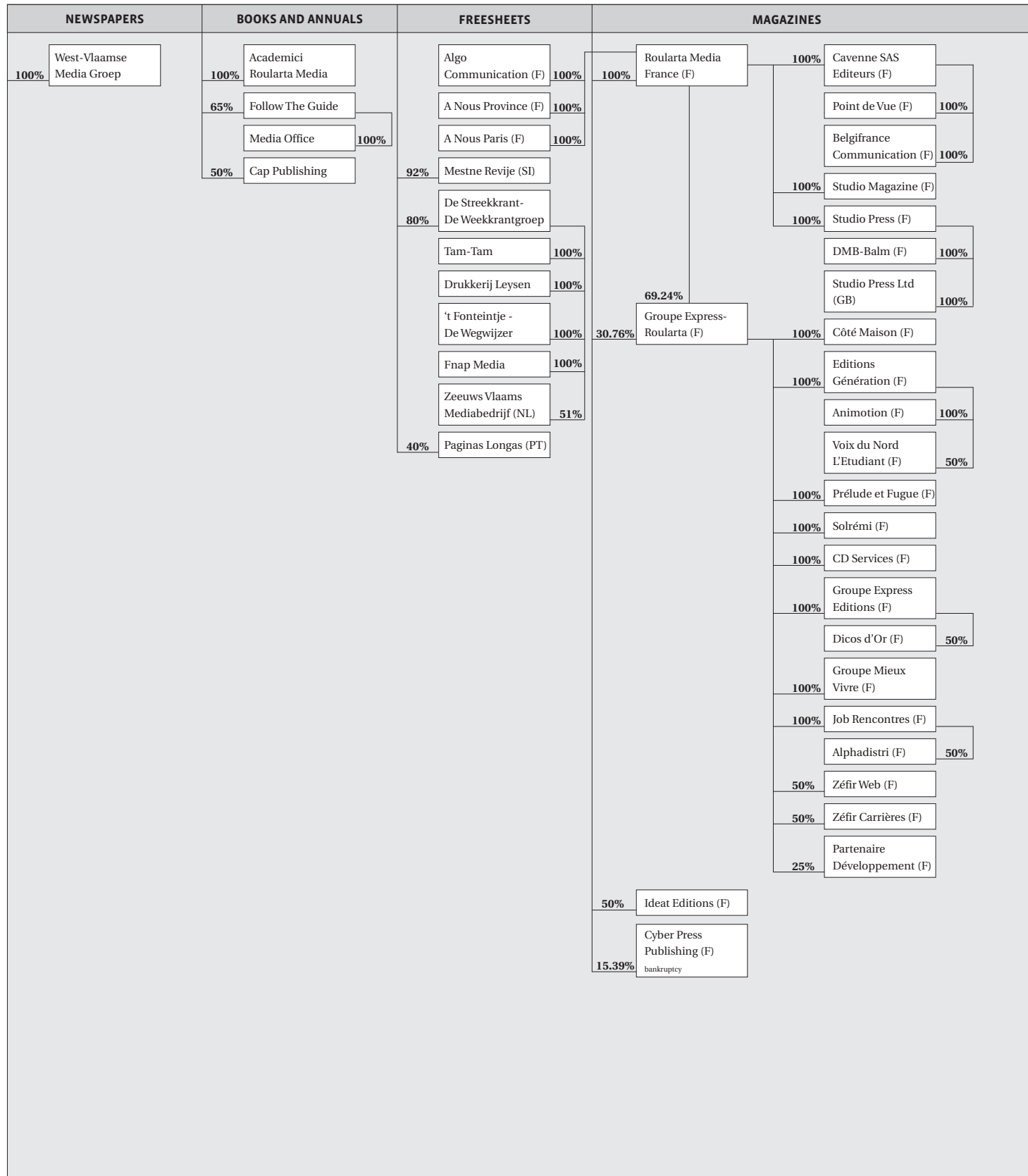


**Net profit** Audiovisual Media

IN THOUSANDS OF EUROS



Group structure Roularta Media Group at 31 December 2007





## Board of directors and management team



*Baron Hugo Vandamme*



*Rik De Nolf*



*Leo Claey's*



*Lieve Claey's*



*Caroline De Nolf*



*Iwan Bekaert*



*Jean Pierre Dejaeghere*



*Clement De Meersman*



*Dirk Meeus*



*Eddy Brouckaert*



*Jo Bruneel*



*Jan Cattrysse*



*Erwin Danis*



*Katrien De Nolf*



*Hugues De Waele*



*Hans Maertens*



*William Metsu*



*Carlos Van den Bossche*



*Dirk Van Roy*



*Johan Plets*



*Sophie Van Iseghem*

## Board of directors

### Baron Hugo Vandamme

Permanent representative of HRV NV  
Eden Roc, Fairybankhelling, 8670 Oostduinkerke  
Independent director  
Chairman - 2009

### Rik De Nolf

Permanent representative of De Publigraaf NV  
Kasteeldreef 1, 8890 Moorslede  
Managing director - 2010

### Leo Claeys

Permanent representative of De Meiboom NV  
Meiboomlaan 110, 8800 Roeselare  
Non-executive director  
Vice-chairman - 2010

### Lieve Claeys

Permanent representative of Fraka-Wilo NV  
Kasteelhoekstraat 1, 8800 Roeselare  
Executive director - 2008

### Caroline De Nolf

Permanent representative of Verana NV  
Meiboomlaan 110, 8800 Roeselare  
Non-executive director - 2008

### Iwan Bekaert

Ph. de Denterghemlaan 32, 9831 St.-Martens-Latem  
Non-executive director - 2008

### Jean Pierre Dejaeghere

Oude Iepersestraat 43, 8870 Izegem  
Executive director - 2012

### Clement De Meersman

Permanent representative of Clement De Meersman BVBA  
Leffingestraat 17, 8000 Brugge  
Independent director - 2009

### Dirk Meeus

Sint-Christinastraat 17, 9200 Dendermonde  
Independent director - 2009

## Management team

|                               |                               |
|-------------------------------|-------------------------------|
| <b>Rik De Nolf</b>            | Chairman                      |
| <b>Jean Pierre Dejaeghere</b> | Director finance              |
| <b>Eddy Brouckaert</b>        | Director newspapers           |
| <b>Jo Bruneel</b>             | Director freesheets           |
| <b>Jan Cattrysse</b>          | Director administration       |
| <b>Erwin Danis</b>            | Director premedia             |
| <b>Katrien De Nolf</b>        | Director human resources      |
| <b>Hugues De Waele</b>        | Director foreign media        |
| <b>Hans Maertens</b>          | Director magazines            |
| <b>William Metsu</b>          | Director printing             |
| <b>Carlos Van den Bossche</b> | Director IT                   |
| <b>Dirk Van Roy</b>           | Director national advertising |
| <b>Johan Plets</b>            | Controller                    |
| <b>Sophie Van Iseghem</b>     | Secretary-general             |

## Audit committee

|                            |          |
|----------------------------|----------|
| <b>Clement De Meersman</b> | Chairman |
| <b>Leo Claeys</b>          |          |
| <b>Dirk Meeus</b>          |          |

## Appointments and remuneration committee

|                            |          |
|----------------------------|----------|
| <b>Baron Hugo Vandamme</b> | Chairman |
| <b>Rik De Nolf</b>         |          |
| <b>Leo Claeys</b>          |          |
| <b>Dirk Meeus</b>          |          |



## Obligations with regard to periodical information following the transparency directive effective as of 1 January 2008

### DECLARATION REGARDING THE INFORMATION GIVEN IN THIS ANNUAL REPORT 2007

#### The undersigned declare that:

- the annual accounts, which are in line with the standards applicable for annual accounts, give a true and fair view of the capital, the financial situation and the results of the issuer and the consolidated companies;

- the annual report gives a true and fair view of the development and the results of the company and of the position of the issuer and the consolidated companies, as well as a description of the main risks and uncertainties they are faced with.

Rik De Nolf, CEO  
Jean Pierre Dejaeghere, CFO

## Corporate Governance

### INTRODUCTION

Roularta Media Group, as a multimedia company, sets out to create value for its readers, viewers, listeners, advertising customers, employees and shareholders.

In the light of this task Roularta Media Group subscribes to the principles set out in the Belgian Corporate Governance Code of 9 December 2005. The 'best practices' with regard to proper company management, which Roularta Media Group has already applied in the past, have been extended by the principles of the Belgian Corporate Governance Code and laid down in the Corporate Governance Charter approved by the board of directors on 18 November 2005.

The board of directors of NV Roularta Media Group feels that by adhering as closely as possible to the principles set out in the Corporate Governance Charter, it is contributing to a more efficient, transparent administration and a better risk and control management of the company. Through this more efficient, transparent administration and good risk and control management, the board can achieve its aim of maximising value for shareholders, stakeholders and also institutional investors.

The Corporate Governance Charter published on the company's website<sup>1</sup> contains:

- a description of the company's corporate governance structure, with the internal rules of the board of directors;
- the policy adopted by the board of directors for transactions and other contractual links between the company, including its associated companies, and its directors and members of the executive management staff not covered by the conflict of interests rules;
- the remuneration policy for the members of the board of directors and executive management;
- the measures that the company has introduced to comply with EC Directive 2003/6 concerning trading with prior knowledge and market manipulation (market abuse);
- the internal rules of the audit committee;
- the internal rules of the appointments and remuneration committee;
- the internal rules of the executive management (role and responsibilities of the CEO and management team).

In this chapter of the annual report, the board of directors will provide more factual information, also in accordance with annex F to the Belgian Corporate Governance Code, regarding corporate governance, including any changes in the company's corporate governance policy, the appointment of new directors, the appointment of members to board committees and the annual remuneration of members of the board of directors and members of the executive management.

### COMPOSITION OF AND REPORT BY THE BOARD OF DIRECTORS AND THE PERSONAL ATTENDANCE RATIO OF ITS MEMBERS

The board of directors of NV Roularta Media Group consists of nine members: six directors representing the reference shareholder, in accordance with the proposal rights under the articles of association: Mr Rik De Nolf, permanent representative of NV De Publigras (2010), Mr Leo Claeys, permanent representative of NV De Meiboom (2010), Ms Lieve Claeys, permanent representative of NV Fraka-Wilo (2008), Ms Caroline De Nolf, permanent representative of NV Verana (2008), Mr Iwan Bekaert (2008), and Mr Jean Pierre Dejaeghere (2012).

Three independent directors, each of them holding an executive corporate position: Mr Clement De Meersman, permanent representative of BVBA Clement De Meersman (2009) and managing director of NV Deceuninck, Mr Dirk Meeus (2009), partner of Allen & Overy LLP, and Baron Hugo Vandamme, permanent representative of NV HRV (2009), chairman of the board of directors of NV Kinepolis Group and vice-chairman of the board of directors of NV Picanol.

<sup>1</sup>[www.roularta.be/en/investor\\_info](http://www.roularta.be/en/investor_info)

The board of directors met eight times in the past year. Besides the customary meetings of the board of directors to discuss the company's results and the annual meetings for considering the multi-year plan and budget for the following financial year, there were two extra meetings.

| Board of Directors     | 16/03 | 23/04 | 09/05 | 22/06 | 30/08 | 16/11 | 13/12 | 19/12 |
|------------------------|-------|-------|-------|-------|-------|-------|-------|-------|
| Baron Hugo Vandamme    | P     | P     | P     | P     | P     | P     | P     | P     |
| Rik De Nolf            | P     | P     | P     | P     | P     | P     | P     | P     |
| Leo Claeys             | P     | P     | P     | E     | P     | P     | P     | P     |
| Lieve Claeys           | P     | P     | P     | P     | P     | P     | E     | P     |
| Caroline De Nolf       | P     | P     | P     | E     | P     | P     | E     | P     |
| Iwan Bekaert           | P     | P     | P     | E     | P     | P     | P     | P     |
| Jean Pierre Dejaeghere | P     | P     | P     | P     | P     | P     | P     | P     |
| Clement De Meersman    | P     | P     | P     | P     | P     | P     | P     | P     |
| Dirk Meeus             | P     | P     | P     | P     | P     | P     | P     | P     |

P: present - E: excused

In the past year there was also a meeting of the independent directors.

Six board meetings are scheduled for 2008.

### COMPOSITION AND REPORT OF THE AUDIT COMMITTEE AND INDIVIDUAL ATTENDANCE OF ITS MEMBERS

The audit committee is formed in accordance with the Belgian Corporate Governance Code of exclusively non-executive directors (3), including two independent directors.

The audit committee met three times in 2007. During these meetings, the audit committee has monitored the integrity of the company's financial information and supervised the activities of the internal and external auditors, and where it considered it necessary, the audit committee made recommendations on this to the board of directors.

| Audit committee     | 14/03 | 09/05 | 27/08 |
|---------------------|-------|-------|-------|
| Clement De Meersman | P     | P     | P     |
| Leo Claeys          | P     | P     | P     |
| Dirk Meeus          | P     | P     | P     |

P: present - E: excused

By invitation of the chairman, the audit committee was attended by the auditor (Deloitte Bedrijfsrevisoren BV o.v.v.e. CVBA, represented by Mr Jos Vlamincx and Mr Mario Dekeyser), Mr Jean Pierre Dejaeghere (CFO) and the internal auditor.

## COMPOSITION AND REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE AND INDIVIDUAL ATTENDANCE OF ITS MEMBERS

The board has decided to entrust implementation of the fourth (*the company has a rigorous, transparent procedure for appointing and assessing its board and its members*), and seventh principle (*the company remunerates directors and members of the executive management in an equitable and responsible way*) of the Belgian Corporate Governance Code to a committee, namely the appointments and remuneration committee. Roularta Media Group here departs from the Belgian Corporate Governance Code, which provides for two separate committees. However, the board of directors feels that the appointment and remuneration of directors and members of the executive management are matters that are very closely interlinked, so that they can be dealt with by the same committee without any problem. Having regard also to the busy agenda of all directors, there is good reason for combining these two remits within one committee.

Departing from the Belgian Corporate Governance Code, the board of directors decided to make the CEO a member of the committee. The reason for this divergent composition is that the committee must in principle consider the recruitment and remuneration policy for members of the executive management, namely matters where the CEO's opinion, which closely follows that of the executive management, is very valuable.

The appointments and remuneration committee met once during 2007 with the organisation of the executive management as main item on the agenda.

| Appointments and Remuneration committee | 16/11 |
|---|-------|
| Baron Hugo Vandamme                     | P     |
| Rik De Nolf                             | P     |
| Leo Claeys                              | P     |
| Dirk Meeus                              | P     |

P: present - E: excused

## COMPOSITION OF EXECUTIVE MANAGEMENT

The Chief Executive Officer together with the Company's management team forms NV Roularta Media Group's executive management. The following positions are part of NV Roularta Media Group's management team:

|                                 |
|---------------------------------|
| ▪ Director finance              |
| ▪ Director newspapers           |
| ▪ Director freesheets           |
| ▪ Director administration       |
| ▪ Director premedia             |
| ▪ Director human resources      |
| ▪ Director foreign media        |
| ▪ Director magazines            |
| ▪ Director printing             |
| ▪ Director IT                   |
| ▪ Director national advertising |

In principle, the management team meets monthly on the basis of a previously fixed calendar. Additional meetings can be convened at any time on the initiative of the Chief Executive Officer. Each member of the management team may put forward agenda items for meetings.

## POLICY CONCERNING TRANSACTIONS AND OTHER CONTRACTUAL LINKS BETWEEN THE COMPANY, INCLUDING ASSOCIATED COMPANIES, AND ITS DIRECTORS AND MEMBERS OF THE EXECUTIVE MANAGEMENT NOT COVERED BY THE CONFLICT OF INTERESTS RULES

Allowing for the principles and guidelines contained in the Belgian Corporate Governance Code, the company has drawn up a policy for transactions and other contractual links between the company, including associated companies, and its directors and members of the executive management not covered by the statutory conflict of interests rules.

A transaction or any other contractual link arises between the company, its directors and/or members of its executive management when:

- a director or member of the executive management has a significant personal interest in the corporate body with which Roularta Media Group NV wishes to conclude a transaction;
- a director or member of the executive management or his or her spouse, cohabiting partner, child or blood or other relative to the second degree are members of the board of directors or the executive management of the corporate body with which Roularta Media Group NV wishes to conclude an important transaction;
- the board of directors considers that such conflict exists with regard to the proposed transaction.

The director or member of the executive management concerned will provide the board of directors with all possible relevant information concerning the conflict of interests. The director or the executive management member concerned will refrain from participating in the discussion and resolution on this agenda item.

The board of directors confirms that in the past financial year no such transaction has occurred or situation has arisen that gives rise to the application of the above procedure.

## THE PROTOCOL TO AVOID MISUSE OF INSIDER INFORMATION

The protocol to avoid misuse of insider information prohibits directors, members of the management team and other members of personnel or co-workers, who through the nature of their duties come into contact with confidential information, from trading directly or indirectly in financial instruments issued by Roularta Media Group on the basis of their prior knowledge.

## REMUNERATION OF DIRECTORS AND MEMBERS OF THE EXECUTIVE MANAGEMENT

### Remuneration of members of the board of directors

Remuneration of non-executive directors on an annual basis:

| Non-executive directors   | Fixed            | Variable |
|---|------------------|----------|
| Hugo Vandamme (permanent representative of NV HRV) – Chairman of the Board          | 100,000.00 euros | –        |
| Leo Claeys (permanent representative of NV De Meiboom) – Vice-chairman of the Board | 58,500.00 euros  | –        |
| Clement De Meersman (permanent representative of BVBA Clement De Meersman)          | 25,000.00 euros  | –        |
| Dirk Meeus  | 25,000.00 euros  | –        |
| Iwan Bekaert  | 25,000.00 euros  | –        |
| Caroline De Nolf (permanent representative of NV Verana)                            | 25,000.00 euros  | –        |

Remuneration of executive directors on an annual basis:

| Executive directors   | Fixed            | Variable |
|---|------------------|----------|
| Rik De Nolf (permanent representative of NV De Publigras) – Managing Director | 100,000.00 euros | –        |
| Lieve Claeys (permanent representative of NV Fraka-Wilo)                      | 25,000.00 euros  | –        |
| Jean Pierre Dejaeghere  | 25,000.00 euros  | –        |

### Remuneration of the executive management

Fixed remuneration of EUR 530,948.24 gross was granted to the CEO, NV De Publigras, represented by Mr Rik De Nolf.

The other members of the executive management together received fixed remuneration of EUR 1,551,487.63, variable remuneration of EUR 260,708.00 and other components of EUR 175,211.33 (gross amounts).

During the past financial year, the composition of the company's executive management changed as follows: by mutual agreement the collaboration between the company and BVBA Secans Consulting, represented by Mr Jan Daniëls, director human resources, and between the company and Mr Dirk Vandekerckhove, director magazines, has been terminated. The company makes an appeal to the services of BVBA Eridanus, represented by Ms Katrien De Nolf, as director human resources, and to the services of BVBA Hans Maertens Consulting, represented by Mr Hans Maertens, as director magazines.

## Environment, prevention and welfare

### ■ ENVIRONMENT

Roularta Media Group has recently made considerable investments to achieve **environmentally and energy-friendly** production. These investments ensure that Roularta Media Group now comfortably meets legal environmental standards and that even though production is growing, it consumes far less energy than a few years ago.

The combination of a number of specific devices or techniques and the accompanying control system allows us to perfectly align the need for heating and cooling so that we are now using about 55% less energy. With just the installation of the thermal regenerative oxidiser, approximately 70% less gas is used than with traditional systems.

In 2007 a number of important projects were completed to systematically further develop an energy-friendly production process. The HVAC installation (Heating, Ventilation, Air Conditioning) was further optimised by putting in place two separated cooling circuits. Due to this, Roularta Media Group succeeded in generating 4,000 hours of free cooling a year (without requiring any extra energy) and far less cooling water is required.

A second identical oxidiser has been operational since January 2008. Both oxidisers have been aligned in order to achieve an even more improved heat recovery. This heat is all reused to elevate the temperature in the buildings or generate cooling through the absorption cooling unit.

In order to further optimise the internal energy policy, Roularta signed up to the Flemish government's **Energy Audit Agreement** at the end of 2006. This Audit Agreement aims to ensure that medium-sized energy-intensive companies contribute as much as possible to the government project on 'rational energy consumption' and the reduction of greenhouse gases under the Kyoto protocol. Companies that join the project commit themselves to submitting an energy plan to the verification office and to carrying out the defined measures within a four-year period. The energy plan submitted by Roularta Media Group on 23/11/2006 was approved by the verification office of the Flemish Region. This made Roularta Media Group one of the first ten Flemish companies with an approved energy plan.

Considerable investments / efforts were made in the past few years in order to **reduce water consumption and limit emissions**. The installation of the open cooling tower (based on the free cooling principle) was very promising energy-wise and together with a few other operations (alteration of the thickening factor, regular optimisation of the cooling parameters, etc.) it also resulted in water consumption that was considerably lower. Water consumption is currently 20% less than 10 years ago despite further expansion of the machinery and continuously increasing production.

Roularta Media Group will soon take another major step forward in this respect. In 2007, a study was completed on the use of **rain water** in a number of applications, such as sanitary facilities and cool tower supplementary water. We can conclude from the study that rain water can be used if a number of strict conditions are met (e.g. adequate water treatment). Reusing rain water also played an important part in the choice of roofing material. The selected material (TPO) is quite expensive, but keeps the water far cleaner compared to other materials, so that the added cost is recovered in time. By reusing rain water, the city water consumption will obviously fall considerably (saving an estimated 25,000 liters of city water a day). Rain water also has lower conductivity than city water so less draining is necessary. Using rain water doesn't just result in negative consumption; it also means that less supplementary water will be needed to obtain the required conductivity for our systems.

We also invested in a new water system for the printing presses and peripheral equipment. We will have new duplex softeners, a RO (reverse osmosis) installation and the necessary buffer tanks. The various processes and parts will all be aligned by a bespoke control system in order to save considerable amounts of water here as well. The fountain preparation devices of the purchased web-offset printing presses also have sophisticated filtering systems so that the fountain has to be replaced far less frequently.

#### **Roeselare new construction development: 2.5 million euros for eco investments**

The new construction development created by Roularta Media Group is not just a true engineering gem; it is also an environmental masterpiece. The major eco investments are:

#### 1. Noise prevention

- walls of 15 cm autoclaved aerated concrete to restrict noise
- noise insulation for the entire new production building: at least 38 dB
- noise insulation for the new baling press room: at least 45 dB
- 12 cm roof insulation
- sound-proofing glass domes 2.65 cm thick
- the new container presses are set up on a sunken floor within the building
- new HVAC installation with extra silencers
- extra noise-proofing measures for oxidiser and cooling tower
- noise wings under the ventilation valves in the roof
- noise boxes around suction and compressors
- noise shield of at least 3 meters high along the new internal road for neighbours
- speed limiting measures on company grounds and change of driving direction depending on time of day
- adjustment of pavement curbs so that traffic can approach without any noise or vibrations
- study and consultancy by a recognised noise expert agency

#### 2. Air emissions:

- an extra high-performance oxidiser is connected to the existing one for redundancy purposes
- monitoring of use of VOS products by means of solvents bookkeeping

#### 3. Energy saving

- light through the roof to ensure less electric lighting
- lighting that is dimmed automatically
- heating using heat recovered from oxidisers
- high-performance centrifugal VSD refrigerator
- installation of separated cooling network 12°C - 27°C
- frequency controlled compressors and printing presses with frequency controlled motors
- VSD (Variable Speed Drives) installation on blower fans
- low-energy motors (energy label A) for shredded paper processing
- white roof to ensure that excessive summer heat is reflected and no extra cooling is required
- walls in 15 cm thick aerated autoclaved concrete: far less heat loss

#### 4. Water consumption

- use of rain water for cooling process through 300 m<sup>3</sup> rain water buffer
- TPO roofing for cleaner rain water
- BBT systems for the creation of process water (duplex softeners, RO installation, etc.): improved efficiency
- BBT systems, for example for fountain preparation with sophisticated filtering systems: higher efficiency

#### 5. Miscellaneous:

- liquid proof circuit with hydrocarbon separator to collect any accidentally spilt fluids
- sealed section for storing chemical products
- separate Arab/Vlarem room for inflammable liquids
- roofing is entirely recyclable into the same material
- new waste centre for selective waste collection and restrict waste flows

Roularta Media Group explicitly focuses on production that is environmentally friendly. As it expands and implements new technologies and machines, Roularta Media Group pays attention to the environment and surroundings. The company attaches great importance to a progressive environmental policy in order to respond to current questions regarding the environment and energy.

### ■ PREVENTION & WELFARE

In 2007 Roularta Media Group paid attention to a wide range of aspects and areas to do with Prevention and Welfare. A few striking projects / items are:

#### **Follow-up of prevention items during the new construction work:**

In 2007 we paid a lot of attention to prevention for the construction work on the Roeselare site. On a building site there are many risks and particular points that need our attention, not in the least as conditions are continuously changing. Regulations have also become more and more complex over the last few years. Together with other internal and external parties, the internal prevention department ensures the safe progress of work, provides advice or intervenes where necessary. There is also continuous consultation with the project leaders, safety construction coordinator, architects, foremen, executors, ...

**Creating a plan for 'external influence factors'**

The General Regulations for Electric Installations describe the environmental installation conditions for electrical equipment. The choice and use of electrical equipment depends on the 'external influences' present, such as water or dust particles, chemicals, construction materials, the competence of the staff. If the equipment does not have the required properties, it must not be used unless additional prevention is provided to obtain an equivalent prevention level. In 2007 this subject was thoroughly developed to prepare for the purchase and installation of the equipment required for the new production construction.

**Implementation of legislation on 'working with third parties'**

The legislator enforces strict obligations to businesses with regard to the preparation, coordination, follow-up, and so on, of work carried out by third parties. The objective of these regulations is to make the cooperation with subcontractors as safe as possible. After the inventory in 2007, the information and risks resulting from the various subcontractors were recorded. Practical arrangements were also made with the subcontractors about the safety policy.

**Arrangements regarding evacuation at various locations**

In 2007 every branch or office environment established whether the technical facilities (such as detection and alarm systems) were sufficiently present everywhere and whether the arrangements are known. In certain cases the procedures

on what to do in case of a fire had to be updated. An evacuation exercise was organised where possible and useful to establish whether all technical and organisational arrangements are in place.

**Practical fire department training for office staff**

The fire department teams of the Zellik and BMC sites (mainly office activity) received practical training at a recognised fire department centre. All aspects of fire risks and control methodologies were thoroughly discussed.

**Further expansion / update of the dynamic risk management system (d.r.m.s.)**

In 2007 the existing risk lists were further expanded to as many aspects of the business operations as possible. Various machines were updated, which resulted in new arrangements and action points.

**Medical help for travelling journalists**

The company should ensure that employees who regularly travel abroad for work-related assignments are well informed of the risks and any precautions that should be taken. Last year all people involved were asked to provide their vaccination status. Attention was mainly paid to adequate follow-up by the company medical department and the provision of the required information. An internal leaflet was created and distributed to the relevant editorial staff and journalists were given handy small first aid kits.

**Information for the shareholders**

**THE ROULARTA MEDIA GROUP SHARE**

**Number of shares**

During 2007, the number of shares rose from 11,005,485 to 11,037,050 as the result of a conversion of warrants in the months January (+9,340 shares) and June (22,225 shares):

- The number of shares at 31/12/2007 is 11,037,050
- The number of VVPR strips at 31/12/2007 is 2,626,173

**Registered, bearer and dematerialised shares**

Shares are either registered, bearer or dematerialised, according to the preference of the shareholder. As from 1 January 2008 bearer shares can no longer be issued.

The company appeals to the services of Euroclear, as a settlement institution, for the dematerialisation of the bearer securities.

**Purchase of own shares**

The statutory authorisation to purchase own company shares was renewed by the general meeting of 15 May 2007.

During 2007 the company has purchased 220,000 of its own shares. At 31 December 2007 the company had 417,149 of its own shares in portfolio.

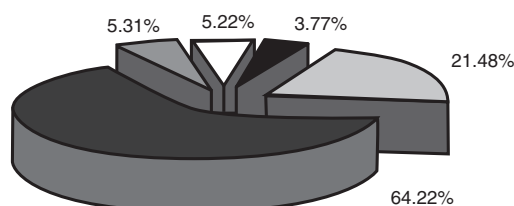
**Shareholding structure**

On 31 December 2007, 7,087,704 of the outstanding shares were registered shares.

**The shareholding structure is as follows:**

|  |           |
|--|-----------|
| Stichting Administratiekantoor RMG     | 7,087,700 |
| AXA SA                                 | 585,618   |
| Bestinver Gestion S.G.I.I.C. SA        | 575,605   |
| Own shares                             | 417,149   |
| Individual and institutional investors | 2,370,978 |

**RMG shareholding structure**



|  |
|--|
| ■ Stichting Administratiekantoor RMG     |
| ■ AXA SA                                 |
| ■ Bestinver Gestion S.G.I.I.C. SA        |
| ■ Own shares                             |
| ■ Individual and institutional investors |

**Number of shares and potential voting rights (denominator) at 31/12/2007**

|   |                   |
|---|-------------------|
| Effective voting rights attached to shares representing the capital (= number of outstanding shares)  | 11,037,050        |
| Future voting rights, potential or not, resulting from rights and commitments at the conversion into or the subscription to shares to be issued | 68,495            |
| <b>Total</b>  | <b>11,105,545</b> |

**Disclosure statements**

According to Belgian law, every shareholder or group of shareholders holding 5% or more of the shares of a Belgian listed company must furnish written notice to that company and to the Banking, Finance and Insurance Commission. At 31/12/07 the company received a notification from the following shareholders.

| Date of notification | Name of shareholder                | Number of shares and warrants held according to the notification | Shareholding according to the notification in % of the number of outstanding shares and warrants at 31/12/2007 |
|----------------------|------------------------------------|--|--|
| Febr. 9, 2006        | Stichting Administratiekantoor RMG | 7,087,700  | 63.82%   |
| March 17, 2006       | Bestinver Gestion S.G.I.I.C. SA    | 575,605  | 5.18%  |
| October 19, 2007     | AXA SA                             | 585,618  | 5.27%  |

**Takeover Bid law**

Within the scope of the Takeover Bid law of 1 April 2007 and as owner of more than 30% of the voting securities of NV Roularta Media Group at 1 September 2007, the Stichting Administratiekantoor RMG has made a notification with the CBFA, according to article 74 §6 of the before-mentioned law.

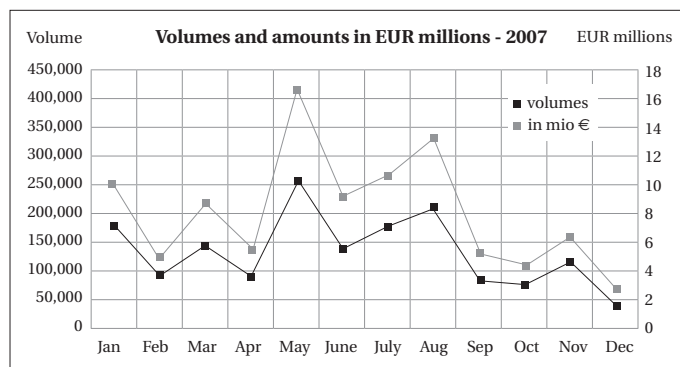
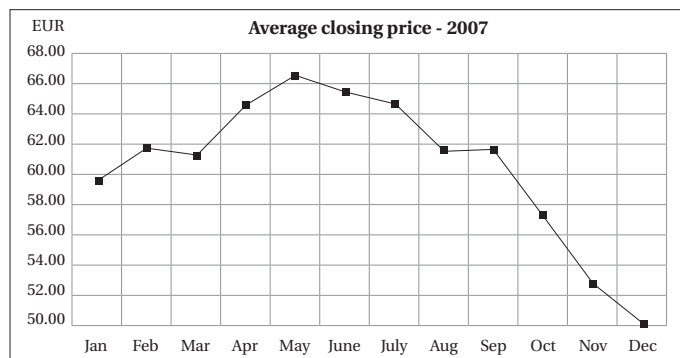
**STOCK MARKET TREND**

Roularta Media Group's shares have been listed on Euronext Brussels since December 1998. They form part of Euronext's NextPrime quality segment, under the section Media & Photography - Printing & Publishing.

|                            |               |              |       |      |
|----------------------------|---------------|--------------|-------|------|
| <b>Roularta share</b>      | ISIN          | BE0003741551 | MEP   | BRU  |
|                            | Euronext code | BE0003741551 | Mnemo | ROU  |
| <b>Roularta-VVPR-strip</b> | ISIN          | BE0005546172 | MEP   | BRU  |
|                            | Euronext code | BE0005546172 | Mnemo | ROUS |

**Closing prices and volumes in 2007**

| Month   | Average closing price | Volumes   | in EUR millions |
|---------|-----------------------|-----------|-----------------|
| Jan 07  | 59.86                 | 170,880   | 10.34           |
| Feb 07  | 61.87                 | 92,208    | 5.70            |
| Mar 07  | 61.25                 | 149,665   | 9.19            |
| Apr 07  | 64.58                 | 92,545    | 5.99            |
| May 07  | 66.51                 | 253,919   | 16.93           |
| June 07 | 65.69                 | 148,375   | 9.73            |
| July 07 | 64.71                 | 177,000   | 11.42           |
| Aug 07  | 61.47                 | 218,433   | 13.21           |
| Sep 07  | 61.49                 | 87,746    | 5.42            |
| Oct 07  | 57.01                 | 78,575    | 4.48            |
| Nov 07  | 52.61                 | 123,124   | 6.41            |
| Dec 07  | 50.50                 | 47,997    | 2.42            |
|         |                       | 1,640,467 | 101.25          |



The highest price during 2007 was EUR 68.82 on 4 May. The lowest price during 2007 was EUR 46.95 on 17 December. The largest daily trading volume was 109,139 shares on 21 May 2007.

**Indexes**

The Roularta share is included in the MSCI small cap index and in the BEL MID index of Euronext Brussels (BE0389856130). Since June 2006 Roularta Media Group is also included in the Kempen/SNS Smaller Europe Socially Responsible Investment (SRI) Index. The Kempen SNS Smaller Europe SRI Index is the first index to track the performance of SRI smaller companies in Europe. The SRI Index is an initiative of Kempen Capital Management and is only available to companies with the very highest standards and practices in the three areas of business ethics, human resources and the environment.

**Liquidity of the share**

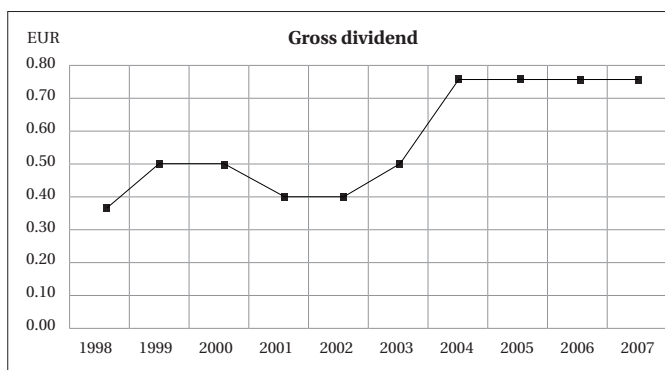
A market-making agreement has been concluded with KBC Securities to promote the share's liquidity. The company has a proactive investor relations policy, aimed at increasing the visibility of the share and in this way supporting its liquidity.

**Dividend policy**

Based on proposals by the board of directors, the general meeting maintains a policy aimed at distribution of dividends, subject to maintaining a sound balance between distribution of dividends and investment flexibility. The company targets a pay-out ratio of around 30% of the consolidated net profit.

**Evolution of gross dividend**

|                | 1998 | 1999 | 2000 | 2001 | 2002 | 2003 | 2004 | 2005 | 2006 | 2007 |
|----------------|------|------|------|------|------|------|------|------|------|------|
| Gross dividend | 0.37 | 0.50 | 0.50 | 0.40 | 0.40 | 0.50 | 0.75 | 0.75 | 0.75 | 0.75 |



**IMPORTANT EVENTS AFTER THE END OF THE FINANCIAL YEAR**

On 7 January 2008, following an exercise of 7,864 warrants, the capital of NV Roularta Media Group was increased up to 170,846,000.00 euros represented by 11,044,914 shares of which 2,634,037 shares with a VVPR character.



**THE COMPANY'S CAPITAL**

Roularta Media Group was founded on 11 May 1988 as Roularta Financieringsmaatschappij. The table below lists the events that since then have affected the company's capital and the securities representing it.

| Year - Month    | Transaction  | Number of shares | Capital        | BEF / EUR |
|-----------------|--|------------------|----------------|-----------|
| 1988 - May      | Foundation as Roularta Financieringsmaatschappij                                     | 12,510           | 381,000,000    | BEF       |
| 1993 - July     | Merger - capital increase  | 13,009           | 392,344,000    | BEF       |
| 1997 - December | Split - capital increase   | 18,137           | 546,964,924    | BEF       |
| 1997 - December | Merger - capital increase  | 22,389           | 675,254,924    | BEF       |
| 1997 - December | Capital increase   | 24,341           | 734,074,465    | BEF       |
| 1997 - December | Name changed into Roularta Media Group   |                  |                |           |
| 1998 - June     | Issue of 300,000 warrants - amendment of articles of association                     | 2,434,100        | 734,074,465    | BEF       |
| 1998 - June     | Merger - capital increase  | 2,690,400        | 1,545,457,541  | BEF       |
| 1998 - June     | Contribution of debt receivable - capital increase                                   | 8,277,700        | 2,496,457,541  | BEF       |
| 1998 - December | Contribution of debt receivable - capital increase                                   | 9,611,034        | 4,479,791,791  | BEF       |
| 2001 - June     | Conversion of capital into euros - capital increase by conversion of 61,950 warrants | 9,672,984        | 111,743,000.00 | EUR       |
| 2001 - October  | Destruction of 119,305 own shares  | 9,553,679        | 111,743,000.00 | EUR       |
| 2002 - June     | Capital increase by conversion of 35,350 warrants                                    | 9,589,029        | 112,138,000.00 | EUR       |
| 2003 - June     | Capital increase by conversion of 43,475 warrants                                    | 9,632,504        | 112,623,000.00 | EUR       |
| 2003 - July     | Capital increase by contribution in kind   | 9,884,986        | 118,463,000.00 | EUR       |
| 2004 - June     | Capital increase by conversion of 43,625 warrants                                    | 9,928,611        | 118,950,000.00 | EUR       |
| 2005 - June     | Capital increase by conversion of 28,350 warrants                                    | 9,956,961        | 119,267,000.00 | EUR       |
| 2006 - January  | Capital increase by conversion of 39,090 warrants                                    | 9,996,051        | 120,054,000.00 | EUR       |
| 2006 - February | Capital increase by contribution in cash   | 10,985,660       | 131,939,204.09 | EUR       |
| 2006 - May      | Incorporation of an issue premium  | 10,985,660       | 170,029,300.00 | EUR       |
| 2006 - June     | Capital increase by conversion of 19,825 warrants                                    | 11,005,485       | 170,250,500.00 | EUR       |
| 2007 - January  | Capital increase by conversion of 9,340 warrants                                     | 11,014,825       | 170,439,000.00 | EUR       |
| 2007 - June     | Capital increase by conversion of 22,225 warrants                                    | 11,037,050       | 170,687,000.00 | EUR       |

## Annual report of the board of directors

to the ordinary general meeting of shareholders of 20 May 2008 concerning the consolidated financial statements for the period ended 31 December 2007

Dear Shareholders,

This annual report should be read in conjunction with the audited financial statements of Roularta Media Group NV (hereinafter 'the Group') and the accompanying notes. These consolidated financial statements were approved by the board of directors on 14 March 2008.

### Comments on the consolidated financial statements

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and with the interpretations issued by the IASB's International Financial Reporting Interpretation Committee (IFRIC, formerly SIC), which have been ratified by the European Commission.

The consolidated financial statements give a general overview of the Group's activities and the results obtained. They give a true and fair view of the entity's financial position, financial performance, and cash flows, and have been prepared on the assumption that continuity is guaranteed.

### Main changes in the Group during the 2007 financial year

- Acquisition of an additional 50% of Academici Roularta Media NV in Q1 2007;
- Acquisition of 25% of Press Partners BV in Q1 2007;
- Acquisition of 12.5% of Mediaplus BV in Q1 2007;
- Acquisition of 50% of Alphadistri SAS in Q1 2007;
- Acquisition of 100% of Medical Integrated Communication SPRL in Q1 2007;
- Acquisition of 25% of TTG Plus Publishing AB in Q1 2007;
- Acquisition of 50% of Zéfir Carrières SNC in Q2 2007;
- Acquisition of 50% of Vlacom NV and 4FM Groep NV in Q2 2007;
- Acquisition of 100% of Opportunity To Sell SPRL in Q2 2007;
- Acquisition of 50% of Actuaedia NV in Q3 2007;
- 50% shareholding in newly-founded Actuaedia NV in Q3 2007;
- Acquisition of 80% of Fnep Media NV in Q4 2007;
- Acquisition of an additional 50% in Algo Communication SARL and A Nous Province SAS in Q4 2007.

In 2007 Roularta Media Group NV also acquired the business assets of Datanews, Texbel, Tailor Made and related products.

| KEY FINANCIAL DATA   |                |                |                |
|--|----------------|----------------|----------------|
| Income statement   | 31/12/06       | 31/12/07       | % change       |
| <b>Sales</b>   | <b>609,231</b> | <b>766,824</b> | <b>+ 25.9%</b> |
| <b>Operating cash flow (EBITDA)</b>  | <b>72,466</b>  | <b>79,831</b>  | <b>+ 10.2%</b> |
| <b>Operating profit (EBIT)</b>   | <b>51,089</b>  | <b>49,563</b>  | <b>- 3.0%</b>  |
| Net finance costs  | -1,993         | -13,533        | + 579.0%       |
| <b>Operating profit after net finance costs</b>                            | <b>49,096</b>  | <b>36,030</b>  | <b>- 26.6%</b> |
| Income taxes   | -23,645        | -19,973        | - 15.5%        |
| Share in the profit of the companies accounted for using the equity method | -12            | -10            |                |
| <b>Net profit of the consolidated companies</b>                            | <b>25,439</b>  | <b>16,047</b>  | <b>- 36.9%</b> |
| Minority interests   | -653           | -108           | - 83.5%        |
| <b>Net profit of the Group</b>   | <b>24,786</b>  | <b>15,939</b>  | <b>- 35.7%</b> |
| EBITDA (1)   | 72,466         | 79,831         | + 10.2%        |
| EBITDA (margin)  | 11.9%          | 10.4%          |                |
| EBIT   | 51,089         | 49,563         | - 3.0%         |
| EBIT (margin)  | 8.4%           | 6.5%           |                |
| Net profit of the Group  | 24,786         | 15,939         | - 35.7%        |
| Net profit of the Group (margin)   | 4.1%           | 2.1%           |                |
| Net current profit (2)   | 31,007         | 23,145         | - 25.4%        |
| Current cash flow (3)  | 50,053         | 47,095         | - 5.9%         |
| Balance sheet  | 31/12/06       | 31/12/07       | % change       |
| Fixed assets   | 659,205        | 687,076        | + 4.2%         |
| Current assets   | 326,329        | 321,890        | - 1.4%         |
| Balance sheet total  | 985,534        | 1,008,966      | + 2.4%         |
| Equity - Group's share   | 284,839        | 283,675        | - 0.4%         |
| Equity - minority interests  | 12,863         | 12,600         | - 2.0%         |
| Liabilities  | 687,832        | 712,691        | + 3.6%         |
| Liquidity (4)  | 0.8            | 1.0            | + 25.0%        |
| Solvency (5)   | 30.2%          | 29.4%          | - 2.6%         |
| Net financial debt   | 221,415        | 247,745        | + 11.9%        |
| Gearing (6)  | 74.4%          | 83.6%          | + 12.4%        |
| Return on equity (7)   | 8.7%           | 5.6%           | - 35.6%        |

(1) EBITDA = EBIT + depreciation, write-down and provisions.

(2) Net current profit = net profit of the Group + impairment losses + restructuring costs, net of taxes.

(3) Current cash flow = net current profit + depreciation of (in) tangible assets, write-downs and provisions.

(4) Liquidity = current assets / current liabilities.

(5) Solvency = equity (Group's share + minority interests) / balance sheet total.

(6) Gearing = net financial debt / equity (Group's share + minority interests).

(7) Return on equity = net profit of the Group / equity (Group's share).

All financial amounts expressed in thousands of euros.



In comparing the 2007 annual results with those of 2006 the reader should bear in mind that the financial results of Groupe Express-Roularta, of which Roularta Media Group acquired 100% of the shares on 26 September 2006, are included only from the fourth quarter of 2006 onwards.

#### Consolidated income statement

2007 was for Roularta Media Group the year in which it integrated Groupe Express-Roularta (formerly Groupe Express-Expansion), which has been part of Roularta Media Group since 26 September 2006. Much effort has been put into developing various synergies in organisation, prepress, printing, editing, selling advertising space and elsewhere. Within Groupe Express-Roularta, a number of reorganisations were carried out and some new products were created. In this sense 2007 was a transitional year.

In 2007, the Group also invested heavily in a new printing works at Roeselare. The building work will be completed in the second half of 2008. The first newsprint presses were installed at the end of 2007, permitting magazine quality (heatset) colour printing on all pages (up to 128 pages tabloid). These presses – a MAN installation that is unique in the world – have recently come into operation. The first of the new magazine presses (72 pages) has also been installed and will become operational in the course of the second quarter.

Roularta also worked hard in 2007 in the area of internet, extending the news sites on which all Group editing teams cooperate. The 'integrated newsroom' at the Brussels Media Centre in Evere is now a reality.

The net profit figure was influenced by EUR 13 million of extraordinary charges, write-downs and restructuring costs.

In 2007 Roularta Media Group realised a net profit of the Group of € 15.9 million, compared with € 24.8 million in 2006. In the Printed Media division, net profit of the Group was € 8.8 million as against € 17.4 million in 2006. In the Audiovisual Media division, net profit of the Group was € 7.1 million as against € 7.4 million in 2006 (- 3%).

Compared with the previous year, sales rose by € 157.6 million, or 25.9%. Firstly, in the Printed Media division, sales increased by € 155.4 million, or 35.6%. € 145.3 million of this increase comes from the new acquisitions: € 136.7 million from Groupe Express-Roularta and € 8.6 million from the new titles Dataneews, Texbel, Ciné Live, De Tandartsenkrant, De Apothekerskrant, Plus Sweden and Effect. On top of this sales of existing products increased by 2.3%. Secondly, in the Audiovisual Media division sales rose by € 2 million or 1.1%, mainly generated by the new participating interest in 4FM radio.

EBITDA rose from € 72.5 million to € 79.8 million. The EBITDA margin was 10.4% as against 11.9% in 2006. EBIT was down 3% from € 51.1 million to € 49.6 million. The EBIT margin was 6.5% as against 8.4% in 2006.

A number of factors negatively impacted the margins and net profit of the Printed Media division by EUR 8.8 million:

- EUR 1.3 million of restructuring costs were charged at Groupe Express-Roularta in 2007 as part of the further integration. Additional write-offs and provisions totalling EUR 1.3 million were recorded in respect of the planned relocation of subsidiary Editions Génération/L'Etudiant in 2008.
- With the winding up of SA Cyber Press Publishing on 7 June 2007, an impairment loss of EUR 1.8 million was recorded on this participation to bring its carrying value to zero.
- EUR 1.1 million of impairment losses were recorded on titles and goodwill.
- With the publishing of an option plan for senior managers at the start of 2007, an additional personnel cost of EUR 1 million was recorded, as required by IFRS 2.
- EUR 11.5 million higher financing costs reflect the new borrowings for the acquisition of Groupe Express-Roularta and the building of the new printing works at Roeselare, and fluctuations in the market value of a number of swap contracts covering outstanding loans (EUR 2.3 million) (IAS 39).
- Tax pressure continues to be influenced by tax losses that are not recoverable in the short term and the fact that no deferred tax assets are recorded on impairment losses.

In the Audiovisual Media division an impairment loss of EUR 3.4 million was charged on the goodwill of Vogue Trading Video and EUR 0.8 million of deferred tax assets were reversed. Vogue Trading Video (DVD replication) is struggling with adverse market circumstances.

Earnings per share were down from € 2.32 in 2006 to € 1.49 in 2007.

#### Balance sheet

Equity amounted at 31 December 2007 to EUR 296.3 million, almost unchanged from 31 December 2006. The 'treasury shares' item, that is deducted from equity, has risen by EUR 13.4 million with the buying in of own shares to cover for the option scheme introduced in 2007. Consolidated reserves have increased by a net EUR 7.8 million, being the balance of the net profit for 2007 (EUR 15.9 million) less dividends paid (EUR 8.1 million). The EUR 0.9 million increase in capital reserves is due mainly to the granting of the new option plan in 2007 (share-based payments). The EUR 3 million increase in revaluation reserves represents the net positive market value of cash flow hedges.

At 31 December 2007, net financial debt amounted to EUR 247.8 million, up by EUR 26.3 million on 31 December 2006. This increase reflects greater borrowings to cover, among other things, the building of the new printing works in Roeselare, the financing of the restructuring costs at Groupe Express-Roularta and the financing of the option plan. This produces a gearing (net financial debt as a percentage of equity) of 83.6%.

#### Investments (CAPEX)

Total investments in 2007 amounted to EUR 55.1 million. Of these, EUR 12.3 million were in intangible fixed assets (EUR 6.0 million for titles and customer files, EUR 5.5 million for software), EUR 26.1 million in tangible fixed assets (including EUR 12.4 million for the new building in Roeselare and EUR 3.6 million for machinery at Roularta Printing), and EUR 16.7 million in acquisitions.

#### Main events after the balance sheet date

The following main events took place after the balance sheet date, which have a considerable impact on the company's results and financial position:

- The capital of Roularta Media Group NV was increased by € 158,302.32 by exercising 7,864 warrants in a notarial deed executed on 7 January 2008, then by € 697.68 by incorporating available reserves, bringing it to € 170,846,000, represented by 11,044,914 shares, including 2,634,037 with VVPR strips (giving entitlement to a reduced rate of withholding tax);
- In February 2008, NV De Streekkrant-De Weekkrant acquired 100% of the shares of BVBA Drukkerij De Cuyper.

#### Statement regarding the company's use of financial instruments where significant for the assessment of its assets, liabilities, financial position, and profit or loss

The Group uses exchange rate contracts to hedge the risk of changes in the fair market value of a recognised asset or liability, or an unrecognised definite commitment, within the scope of its commercial activities. These contracts are regarded as fair value hedges as defined in International Accounting Standard (IAS) 39; they have been stated at market value and booked as long-term liabilities under the 'hedging instruments' heading.

To hedge the exchange rate and interest rate risks inherent in the US-dollar-denominated loan, in which the Group entered in 2006, the Group has concluded a cross currency swap (IRCS) contract which matures on the same date as that on which the repayment and related interest must be paid. This contract is treated as a cash flow hedge (see IAS 39). The market value of this contract is recognised directly in equity.

To hedge risks with respect to adverse interest rate fluctuations, the Group has used financial instruments, namely interest rate swap (IRS) contracts, cap-floor contracts, and the above-mentioned IRCS contract. In accordance with the requirements defined in IAS 39, five of the IRS contracts were regarded as cash flow hedging contracts. Market values of these contracts are recognised directly in equity. The other contracts are not regarded as hedging contracts under the conditions set forth in IAS 39. Fluctuations of market values of these contracts are recognised in the income statement.

#### Environment, Prevention and Welfare

Please refer to the chapter Environment, Prevention and Welfare in the 2007 annual report.

#### Staff

As at 31 December 2007, the Group had 3,134 full-time equivalent (FTE) employees. Compared with the previous year, this signifies an increase of 1.1%. These figures include joint ventures on a proportional basis.

#### Main Risks and Uncertainties

In addition to the traditional risks for any company, the Group tracks market developments in the media world so that it can capitalise at all times on changes and new trends in the environment in which the company operates. Thanks to

the Group's multimedia offer, it can suitably respond to a shift in focus in the advertising world and on the part of its readership from one form of media to another. The fact that the Group derives its income from both the advertising and the reader markets ensures that it can adequately spread its risk if a negative trend emerges in either market.

The various costs that to a large extent determine the total cost in the Printed Media division, such as printing, distribution, staff, and promotion costs, are scrutinised. The trend in international paper prices is uncertain and requires our special attention. To manage the paper price risk, the Group uses price agreements. There are annual contracts concluded for newspaper, and periodical contracts for magazine paper.

The profit generated by the Audiovisual Media division is largely determined by two major components: the advertising market and viewing and listening figures. Programming costs, for both domestic productions and international film material, are determined a long time in advance and so are inflexible. Conversely, the advertising market can change in the short term.

**Note with respect to the items listed in article 34 of the Royal Decree of 14/11/2007, in so far as these could potentially affect a public takeover bid.**

Following the capital increase of 7 January 2008, the capital of the company is represented by 11,044,914 similar shares with the same rights, including 2,634,037 shares with VVPR strips.

All treasury shares held in portfolio by the company have no voting rights as long as they remain in the treasury portfolio.

No legal or statutory limitations exist on the transfer of securities.

The majority of the directors are appointed among candidates presented by the Dutch foundation Stichting Administratiekantoor 'RMG', as long as the latter owns, directly or indirectly, at least 35 per cent of the shares of the company. Should, in the event of decertification, the Dutch Stichting Administratiekantoor 'RMG' no longer be a voting shareholder, then the majority of directors will be

appointed among candidates presented by the legal person holding the majority of the certificates in this foundation at the time of decertification, as long as the latter holds, directly or indirectly, at least 35 percent of the shares of the company.

The majority of the shares of the company are held by the Stichting Administratiekantoor 'RMG'.

Under Article 33 of the articles of association nobody can take part in the vote at the general meeting in respect of more than 35 per cent of the number of shares attached to the whole of the shares issued by the company. This limitation does not apply, however, where the vote relates to an amendment of the articles of association of the company, or to decisions for which the Companies Code requires a special majority.

Article 2 of the transitional provisions of the articles of association and article 620 of the Companies Code authorise the board of directors to have the company acquire its own shares or profit-sharing or other certificates where this is necessary to prevent imminent and serious detriment to the company.

Under article 13.2. of the loan agreement dated 20 December 2006 between NV Roularta Media Group and NV SGBF, all sums owed under this facility become immediately due and payable in the event that the Dutch foundation Stichting Administratiekantoor 'RMG' owns less than 51% of the shares and voting rights in NV Roularta Media Group.

Under the terms of the law of 1 April 2007 on public takeover bids, the Stichting Administratiekantoor RMG, as holder of more than 30% of the voting securities of NV Roularta Media Group on 01/09/2007, has submitted a notification to the CBFA pursuant to article 74 § 6 of said law.

*Roeselare, 14 March 2008.  
The board of directors*

## Consolidated financial statements

| 1. CONSOLIDATED INCOME STATEMENT   |      |               |               |
|--|------|---------------|---------------|
|  | Note | 2007          | 2006          |
| Sales  | 3    | 766,824       | 609,231       |
| Raw materials, consumables and goods for resale                            |      | -196,908      | -173,910      |
| Services and other goods   | 4    | -289,221      | -209,673      |
| Personnel  | 5    | -196,184      | -148,497      |
| Depreciation, write-down and provisions                                    |      | -30,268       | -21,377       |
| <i>Depreciation and write-down of intangible and tangible assets</i>       |      | -23,814       | -19,436       |
| <i>Write-down of inventories and trade debtors</i>                         | 6    | 430           | 1,311         |
| <i>Provisions</i>  |      | -566          | -921          |
| <i>Impairment losses</i>   |      | -6,318        | -2,331        |
| Other operating income   | 7    | 9,064         | 11,060        |
| Other operating expenses   | 7    | -12,412       | -9,893        |
| Restructuring costs  | 8    | -1,332        | -5,852        |
| <b>Operating profit - EBIT</b>   |      | <b>49,563</b> | <b>51,089</b> |
| Interest income  | 9    | 2,226         | 3,805         |
| Interest expenses  | 9    | -15,759       | -5,798        |
| <b>Operating profit after net finance costs</b>                            |      | <b>36,030</b> | <b>49,096</b> |
| Income taxes   | 10   | -19,973       | -23,645       |
| Share in the profit of the companies accounted for using the equity method |      | -10           | -12           |
| <b>Net profit of the consolidated companies</b>                            |      | <b>16,047</b> | <b>25,439</b> |
| Attributable to:   |      |               |               |
| Minority interest  |      | 108           | 653           |
| <b>Equity holders of Roularta Media Group</b>                              |      | <b>15,939</b> | <b>24,786</b> |
| <b>Earnings per share</b>  |      |               |               |
| Basic earnings per share   | 11   | 1.49          | 2.32          |
| Diluted earnings per share   | 11   | 1.47          | 2.30          |

| 2. CONSOLIDATED BALANCE SHEET                     |      |                  |                |
|---|------|------------------|----------------|
| ASSETS  | Note | 2007             | 2006           |
| <b>Non current assets</b>                         |      | <b>687,076</b>   | <b>659,205</b> |
| Intangible assets                                 | 13   | 443,698          | 428,417        |
| Goodwill  | 14   | 65,028           | 56,422         |
| Property, plant and equipment                     | 15   | 166,994          | 158,420        |
| Investments accounted for using the equity method | 16   | 418              | 78             |
| Loans, guarantees, available-for-sale investments | 17   | 3,802            | 6,945          |
| Trade and other receivables                       | 18   | 1,525            | 2,173          |
| Deferred tax assets                               | 19   | 5,611            | 6,750          |
| <b>Current assets</b>                             |      | <b>321,890</b>   | <b>326,329</b> |
| Inventories                                       | 20   | 53,658           | 52,431         |
| Trade and other receivables                       | 18   | 225,803          | 219,071        |
| Tax receivable                                    |      | 2,114            | 2,810          |
| Short-term investments                            | 17   | 2,229            | 3,142          |
| Cash and cash equivalents                         | 18   | 27,492           | 38,464         |
| Deferred charges and accrued income               |      | 10,594           | 10,411         |
| <b>Total assets</b>                               |      | <b>1,008,966</b> | <b>985,534</b> |

All financial amounts expressed in thousands of euros.

| LIABILITIES                         | Note | 2007             | 2006           |
|-------------------------------------|------|------------------|----------------|
| <b>Equity</b>                       |      | <b>296,275</b>   | <b>297,702</b> |
| Group's Equity                      |      | 283,675          | 284,839        |
| <i>Issued capital</i>               | 21   | 170,687          | 170,251        |
| <i>Treasury shares</i>              | 21   | -18,362          | -4,920         |
| <i>Capital reserves</i>             | 21   | 729              | -253           |
| <i>Revaluation reserves</i>         | 21   | 3,007            | 18             |
| <i>Retained earnings</i>            |      | 127,519          | 119,675        |
| <i>Translation differences</i>      |      | 95               | 68             |
| Minority interests                  |      | 12,600           | 12,863         |
| <b>Non current liabilities</b>      |      | <b>376,195</b>   | <b>284,639</b> |
| Provisions                          | 23   | 8,528            | 12,289         |
| Employee benefits                   | 25   | 8,186            | 7,582          |
| Deferred tax liabilities            | 19   | 139,344          | 134,656        |
| Financial liabilities               | 26   | 218,046          | 127,557        |
| Trade payables                      | 26   | 1,553            | 2,097          |
| Other payables                      | 26   | 145              | 227            |
| Financial derivatives               | 30   | 393              | 231            |
| <b>Current liabilities</b>          |      | <b>336,496</b>   | <b>403,193</b> |
| Financial liabilities               | 26   | 59,420           | 135,464        |
| Trade payables                      | 26   | 153,398          | 146,188        |
| Advances received                   | 26   | 54,488           | 52,755         |
| Employee benefits                   | 26   | 38,910           | 38,115         |
| Taxes                               | 26   | 1,782            | 1,545          |
| Other payables                      | 27   | 21,658           | 20,541         |
| Accrued charges and deferred income | 27   | 6,840            | 8,585          |
| <b>Total liabilities</b>            |      | <b>1,008,966</b> | <b>985,534</b> |

### 3. CONSOLIDATED CASH FLOW STATEMENT

|  | 2007          | 2006          |
|--|---------------|---------------|
| <b>Cash flow relating to operating activities</b>  |               |               |
| Net profit of the consolidated companies   | 16,047        | 25,439        |
| Share in the result of the companies accounted for using the equity method               | 10            | 12            |
| Income tax expense / income  | 19,973        | 23,645        |
| Interest expenses  | 12,933        | 5,798         |
| Interest income (-)  | -1,302        | -2,459        |
| Losses / gains on disposal of intangible assets and property, plant and equipment        | -81           | -228          |
| Losses / gains on disposal of business   | -124          | 36            |
| Non-cash items   | 29,088        | 19,754        |
| <i>Depreciation of (in) tangible assets</i>  | 23,814        | 19,436        |
| <i>Impairment losses</i>   | 6,318         | 2,331         |
| <i>Share-based payment expense</i>   | 1,054         | 84            |
| <i>Losses / gains on non hedging derivatives</i>   | 1,902         | -1,346        |
| <i>Increase / decrease in provisions</i>   | -3,192        | 921           |
| <i>Unrealised exchange loss / gain</i>   | 37            | -42           |
| <i>Other non-cash items</i>  | -845          | -1,630        |
| <b>Gross cash flow relating to operating activities</b>                                  | <b>76,544</b> | <b>71,997</b> |
| Increase / decrease in trade receivables   | -1,670        | -19,739       |
| Increase / decrease in current other receivables and deferred charges and accrued income | -2,736        | -2,511        |
| Increase / decrease in inventories   | -354          | 4,666         |
| Increase / decrease in trade payables  | 4,520         | 11,145        |
| Increase / decrease in other current liabilities   | -192          | 3,302         |
| Other increases / decreases in working capital (a)                                       | -2,753        | 1,929         |
| <b>Increase / decrease in working capital</b>  | <b>-3,185</b> | <b>-1,208</b> |
| Income taxes paid  | -17,333       | -15,793       |
| Interest paid  | -12,368       | -5,267        |
| Interest received  | 1,200         | 2,490         |
| <b>Net cash flow relating to operating activities (A)</b>                                | <b>44,858</b> | <b>52,219</b> |

All financial amounts expressed in thousands of euros.

|   |                |                 |
|---|----------------|-----------------|
| <b>Cash flow relating to investing activities</b>                     |                |                 |
| (In)tangible assets - acquisitions                                    | -38,409        | -50,235         |
| (In)tangible assets - other movements                                 | 675            | 483             |
| Net cash flow relating to acquisition of subsidiaries                 | -15,682        | -215,190        |
| Net cash flow relating to disposal of subsidiaries                    | -56            | 68              |
| Loans, guarantees, available-for-sale investments - acquisitions      | -665           | -1,373          |
| Loans, guarantees, available-for-sale investments - other movements   | 1,806          | 371             |
| <b>Net cash used in investing activities (B)</b>                      | <b>-52,331</b> | <b>-265,876</b> |
| <b>Cash flow relating to financing activities</b>                     |                |                 |
| Dividends paid  | -8,264         | -7,940          |
| Movement in capital   | 436            | 50,984          |
| Treasury shares   | -13,442        | 567             |
| Other changes in equity   | 22             | -1,045          |
| Proceeds from current financial debts                                 | 45,533         | 85,394          |
| Redemption of current financial debts                                 | -145,661       | -7,063          |
| Proceeds from non current financial debts                             | 117,239        | 102,042         |
| Redemption of non current financial debts                             | -1,010         | -2,048          |
| Decrease in non current receivables                                   | 1,112          |                 |
| Increase in non current receivables                                   | -464           | -651            |
| Increase / decrease in short-term investments                         | 1,000          | 931             |
| <b>Net cash provided by (+), used in (-) financing activities (C)</b> | <b>-3,499</b>  | <b>221,171</b>  |
| <b>Total decrease / increase in cash and cash equivalents (A+B+C)</b> | <b>-10,972</b> | <b>7,514</b>    |
| Cash and cash equivalents, beginning balance                          | 38,464         | 30,950          |
| Cash and cash equivalents, ending balance                             | 27,492         | 38,464          |
| <b>Net decrease / increase in cash and cash equivalents</b>           | <b>-10,972</b> | <b>7,514</b>    |

(a) Increases and decreases in non current other payables, non current trade payables, provisions, non current employee benefits and accrued charges and deferred income.

| 4. CONSOLIDATED STATEMENT OF CHANGES IN EQUITY                |                |                 |                  |                       |                   |                      |                    |                |
|---|----------------|-----------------|------------------|-----------------------|-------------------|----------------------|--------------------|----------------|
|   | Issued capital | Treasury shares | Capital reserves | Re-valuation reserves | Retained earnings | Translation reserves | Minority interests | TOTAL EQUITY   |
| <b>2007</b>   |                |                 |                  |                       |                   |                      |                    |                |
| <b>Balance as of 1/1/2007</b>                                 | <b>170,251</b> | <b>-4,920</b>   | <b>-253</b>      | <b>18</b>             | <b>119,675</b>    | <b>68</b>            | <b>12,863</b>      | <b>297,702</b> |
| Issuance of shares (all kind of issuances)                    | 436            |                 |                  |                       |                   |                      |                    | 436            |
| Costs of issuance and equity increase                         |                |                 | -72              |                       |                   |                      |                    | -72            |
| Profit / loss of the period                                   |                |                 |                  |                       | 15,939            |                      |                    | 15,939         |
| Operations with own shares                                    |                | -13,442         |                  |                       |                   |                      |                    | -13,442        |
| Foreign currency translation effect                           |                |                 |                  |                       |                   | 27                   |                    | 27             |
| Dividends   |                |                 |                  |                       | -8,093            |                      |                    | -8,093         |
| Gain / loss on available-for-sale investments                 |                |                 |                  | 605                   |                   |                      |                    | 605            |
| Cash flow hedge gains / losses                                |                |                 |                  | 2,384                 |                   |                      |                    | 2,384          |
| Recognition of share-based payments                           |                |                 | 1,054            |                       |                   |                      |                    | 1,054          |
| Profit / loss of the period attributable to minority interest |                |                 |                  |                       |                   |                      | 108                | 108            |
| Dividend paid to minority interests                           |                |                 |                  |                       |                   |                      | -371               | -371           |
| Other increase / decrease                                     |                |                 |                  |                       | -2                |                      |                    | -2             |
| <b>Balance as of 31/12/2007</b>                               | <b>170,687</b> | <b>-18,362</b>  | <b>729</b>       | <b>3,007</b>          | <b>127,519</b>    | <b>95</b>            | <b>12,600</b>      | <b>296,275</b> |

All financial amounts expressed in thousands of euros.

| 2006  | Issued capital | Treasury shares | Capital reserves | Revaluation reserves | Retained earnings | Translation reserves | Minority interests | TOTAL EQUITY   |
|---|----------------|-----------------|------------------|----------------------|-------------------|----------------------|--------------------|----------------|
| <b>Balance as of 1/1/2006</b>                                 | <b>119,267</b> | <b>-5,487</b>   | <b>408</b>       | <b>-514</b>          | <b>101,831</b>    | <b>111</b>           | <b>13,297</b>      | <b>228,913</b> |
| Issuance of shares ( <i>all kind of issuances</i> )           | 12,894         |                 | 38,090           |                      |                   |                      |                    | 50,984         |
| Costs of issuance and equity increase                         |                |                 | -745             |                      |                   |                      |                    | -745           |
| Equity increase resulting from incorporating capital reserves | 38,090         |                 | -38,090          |                      |                   |                      |                    | 0              |
| Profit / loss of the period                                   |                |                 |                  |                      | 24,786            |                      |                    | 24,786         |
| Operations with own shares                                    |                | 567             |                  |                      |                   |                      |                    | 567            |
| Foreign currency translation effect                           |                |                 |                  |                      |                   | -43                  |                    | -43            |
| Dividends   |                |                 |                  |                      | -8,049            |                      |                    | -8,049         |
| Gain / loss on available-for-sale investments                 |                |                 |                  | -91                  |                   |                      |                    | -91            |
| Cash flow hedge gains / losses                                |                |                 |                  | 623                  |                   |                      |                    | 623            |
| Recognition of share-based payments                           |                |                 | 84               |                      |                   |                      |                    | 84             |
| Profit / loss of the period attributable to minority interest |                |                 |                  |                      |                   |                      | 653                | 653            |
| Transfer from one heading to another                          |                |                 |                  |                      | 1,107             |                      | -1,107             | 0              |
| Other increase / decrease                                     |                |                 |                  |                      |                   |                      | 20                 | 20             |
| <b>Balance as of 31/12/2006</b>                               | <b>170,251</b> | <b>-4,920</b>   | <b>-253</b>      | <b>18</b>            | <b>119,675</b>    | <b>68</b>            | <b>12,863</b>      | <b>297,702</b> |

We refer to Note 21 for more details.

All financial amounts expressed in thousands of euros.

## Notes to the consolidated financial statements

### NOTE 1. SIGNIFICANT ACCOUNTING POLICIES

#### Presentation basis

The consolidated financial statements are prepared in compliance with the International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB), and with the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC formerly SIC) of the IASB approved by the European Commission.

The consolidated financial statements give a general overview of our Group's activities and the results achieved. They represent fairly, the financial position, financial performance and cash flows of the entity, and have been prepared on a going concern basis.

The consolidated financial statements were approved by the board of directors of 14 March 2008 and can be amended until the shareholders' meeting of 20 May 2008.

#### New and revised standards and interpretations

The following standards and interpretations apply in 2007:

- IFRS 7 'Financial Instruments: disclosures' (applicable for accounting years beginning on or after 1 January 2007);
- IAS 1 'Presentation of Financial Statements' – Amendment – Capital Disclosures (applicable for accounting years beginning on or after 1 January 2007);
- IFRIC 7 'Applying the Restatement Approach under IAS 29 Financial Reporting in Hyperinflationary Economies' (applicable for accounting years beginning on or after 1 March 2006);
- IFRIC 8 'Scope of IFRS 2' (applicable for accounting years beginning on or after 1 May 2006);
- IFRIC 9 'Reassessment of Embedded Derivatives' (applicable for accounting years beginning on or after 1 June 2006);
- IFRIC 10 'Interim Financial Reporting and Impairment' (applicable for accounting years beginning on or after 1 November 2006).

These standards and interpretations did not affect the consolidated financial statements of the Group. The compulsory application of IFRS 7 'Financial instruments: disclosures' and the changes in IAS 1 'Presentation of Financial Statements' has affected the consolidated financial statements in that way that additional disclosures are provided in the notes.

#### The following standards and interpretations have been issued but do not yet apply in 2007

The Group has not anticipated the following standards and interpretations, which were already published at the effective date of the present consolidated financial statements but had not yet come into effect:

- IFRS 8 'Operating Segments' (applicable for accounting years beginning on or after 1 January 2009). The presentation of segment information can be influenced by the application of this standard.
- IAS 23, Revision to IAS 23 'Borrowing Costs' (applicable for accounting years beginning on or after 1 January 2009). Given that this removes the choice of expensing financing costs immediately or capitalising them, this signifies a change for the Group. Under the transitional provisions the Group will apply the revised IAS 23 to qualifying assets for which the capitalisation of the financing costs comes into effect on or after the effective date.
- IAS 1 Revision of IAS 1 'Presentation of financial statements' (applicable for accounting years beginning on or after 1 January 2009). The presentation of the financial statements will be influenced by the application of this standard.
- IFRIC 11 'IFRS 2: Group and Treasury Share Transactions' (applicable for accounting years beginning on or after 1 March 2007).
- IFRIC 12 'Service Concession Arrangements' (applicable for accounting years beginning on or after 1 January 2008).
- IFRIC 13 'Customer Loyalty Programmes' (applicable for accounting years beginning on or after 1 July 2008).
- IFRIC 14 'IAS 19 The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction' (applicable for accounting years beginning on or after 1 January 2008).

Unless where indicated otherwise above, the Group does not expect that the first-time adoption of these standards and interpretations will significantly affect the consolidated financial statements of the Group.

#### Consolidation principles

The consolidated financial statements consolidate the financial information of Roularta Media Group NV, its subsidiaries and joint ventures, after elimination of all material transactions within the Group.



*Subsidiaries* are those companies over which the parent company has control, i.e. has the power to direct the financial and operational policy of a company in order to acquire benefits from its activities. These companies are included in accordance with the full consolidation method.

*Joint ventures* are contractual agreements whereby Roularta Media Group NV together with one or more parties set up an economic activity over which they exercise joint authority. This means that strategic, financial and operational decisions require the unanimous agreement of the parties sharing the authority. These companies are accounted for by the proportional consolidation method.

The financial statements of subsidiaries and joint ventures are included in the consolidated financial statements from the date on which the parent company acquires control until the date on which the control ceases.

Acquisitions of subsidiaries and joint ventures are accounted for by applying the purchase method.

The financial statements of subsidiaries and joint ventures are prepared for the same financial year as that of the parent company and using uniform accounting policies for like transactions and other events in similar circumstances.

*Associated companies* are companies in which the Group has a significant influence and which are not a subsidiary company or joint venture. They are incorporated in the consolidation in accordance with the equity method from the date on which the significant influence begins until the date on which the significant influence ceases. If the Group's share in the loss exceeds the book value of the associated company, the book value is reduced to nil and any further losses are no longer entered, unless the Group has guaranteed commitments made by the associated company.

#### Foreign currency

##### Transactions in foreign currency

Transactions in foreign currency are recorded on initial recognition in the functional currency, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of transaction. At each balance sheet foreign currency monetary items are translated using the closing rate. Non monetary items are translated using the exchange rate at the date of the transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition are recognised in profit or loss as other operating income or costs in the period in which they arise.

##### Financial statements of foreign entities

Monetary and non monetary assets and liabilities of foreign entities whose functional currency are not the currency of a hyperinflationary economy and are different from the euro are translated at the closing rate at the date of the balance sheet. Income and expenses for each income statement (including comparatives) are translated at exchange rates at the dates of the transactions. All resulting exchange differences are recognised as a separate component of equity.

#### Intangible assets other than goodwill

Intangible assets consist of titles, software, concessions, copyrights, property rights and other rights etc. acquired from third parties or by contribution in kind, as well as any internally generated software.

Expenditure on research activities undertaken with the prospect of gaining new scientific or technical knowledge and understanding is recognised as an expense when it is incurred.

Expenditures on development activities, whereby the research findings are applied to a plan or design for the production of new or substantially improved products and processes, are only included in the balance sheet, if the product or process is technically and commercially feasible, the Group has sufficient resources available to complete the development and it is possible to demonstrate that the asset will generate probable future economic benefits.

Capitalised expenditure comprises the costs of materials, direct labour costs and a proportionate part of the overheads.

Intangible assets are measured at their cost, less any accumulative amortisation and any accumulated impairment losses.

#### Amortisation

Intangible assets are amortised in accordance with the straight-line methods starting when the asset is available for use over their expected useful life.

The following useful lives are applied:

- Software 3 to 5 years
- Concessions, property rights and similar rights:
  - Graphics and generics 3 years

- Scenarios 2 years
- Other rights according to their expected useful life

By virtue of the modification of IAS 38.107, titles are considered as assets with indefinite useful lives which are not amortised but tested yearly for impairment.

#### Goodwill

Goodwill is the difference between the cost of a business combination and the Group's share in the fair value of the assets acquired and liabilities and contingent liabilities assumed of the subsidiary, joint venture or associated entity at the time of acquisition.

By virtue of the application of IFRS 3 goodwill is not amortised but tested yearly for impairment.

#### Property, plant and equipment

Property, plant and equipment are recognised at cost less any accumulative depreciation and any impairment losses. The cost comprises the initial purchase price plus other direct purchase costs (such as non-refundable tax, transport). The cost of self-constructed property, plant and equipment comprises the cost of materials, direct labour costs and a proportional part of the production overheads.

The Group uses the exception provided for in IFRS 1 to treat the fair value of some of the property, plant and equipment as deemed cost on the date of transition to IFRS, being 1 January 2003. This fair value is based on the value in going concern as determined by third party experts and was applied to all of the Group's land and buildings, as well as to NV Roularta Printing's printing presses and finishing lines.

#### Leases

Lease arrangements whereby the Group has substantially all rewards and risks incidental to ownership are classified as finance leases. At the commencement of the finance lease term, finance leases are recognised as assets and liabilities in the balance sheet at amounts equal to the fair value of the leased property, or, if lower, the present value of the minimum lease payments each determined at the inception of the lease.

Minimum lease payments shall be apportioned between the finance charge and the reduction of the outstanding liability. The finance charge shall be allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent rents shall be charged as expenses in the periods in which they are incurred.

Leasing of property whereby substantially all rewards and risks remain with the leasing company is classified as operating lease. Lease payments under an operating lease are recognised as an expense on a straight-line basis over the lease term.

#### Depreciation

The depreciable amount of an item of property, plant and equipment (i.e. the cost less its residual value) is recognised in the income statement on a straight-line basis from the date the asset is available for use over the expected useful life.

The following depreciation percentages are applied:

- Buildings
  - revalued 20 years
  - not revalued 33 years
  - buildings on leasehold land term of lease
  - improvements with valuable appreciation 10 years
- Installations, machines and equipment
  - printing presses and finishing lines 3 to 20 years
  - broadcast material 5 years
  - TV stages 3 years
  - others 5 years
- Furniture and office equipment 5 to 10 years
- Electronic equipment 3 to 5 years
- Vehicles 4 to 5 years
- Other property, plant and equipment 5 to 10 years
- Assets under construction and advance payments no depreciation
- Property held under a finance lease
  - printing presses and finishing lines 3 to 20 years
  - broadcast material 5 years

Land is not depreciated since it is assumed that it has an indefinite useful life.

#### Financial assets

##### Criteria for the initial recognition and the derecognition of financial assets

The purchase or sale of financial assets is recognised using the settlement date. This implies that the asset is recognised on the date it is received by the Group, and it is derecognised on the date it is delivered by the Group; at this date any gain or loss on disposal is recognised.



*Criteria for the measurement of financial assets*

(a) Available-for-sale financial assets

At initial recognition all available-for-sale financial assets are recognised at fair value, plus transaction costs directly attributable to the acquisition of the financial asset. A gain or loss arising from a change in fair value is recognised directly in equity as revaluation reserve until the financial asset is derecognised, or until there is objective evidence that a financial asset incurred impairment losses. Investments in equities that are classified as assets available for sale but for which no price quotation on an active market is available, and the fair value of which cannot be reliably determined by other valuation methods, are recognised at their historical cost.

(b) Financial assets at fair value through profit or loss

At initial recognition these financial assets are recognised at fair value. A gain or loss arising from a change in fair value of the financial asset is recognised through profit or loss. If the fair value cannot be measured reliably, its cost is considered to approach its fair value.

(c) Loans and receivables

These non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are measured at amortised cost. A gain or loss is recognised in profit or loss when the financial asset is impaired.

**Inventories**

Inventories are measured at cost (purchase or manufacturing cost) in accordance with the FIFO method or if lower, at net realisable value.

Manufacturing cost includes all direct and indirect costs necessary to bring the inventories to their present location and condition.

The net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Ageing or slowly rotating inventories are systematically written down.

*Broadcasting rights VMMA*

Broadcasting rights are also measured at the lower of cost or net realisable value. They are consumed on the basis of the expected number of broadcasts (maximum 2) in combination with the expected revenue so as to match the broadcasting cost and revenue. The following indicative percentages are taken into consideration for this:

| Type               | Run 1 | Run 2 |
|--------------------|-------|-------|
| Humour             | 70%   | 30%   |
| Documentary series | 80%   | 20%   |
| Fiction            | 80%   | 20%   |
| Kids               | 50%   | 50%   |
| Films              | 70%   | 30%   |
| Series bought in   | 80%   | 20%   |
| Remainder          | 100%  | 0%    |

**Trade and other receivables**

Short term trade receivables and other receivables are measured at cost less appropriate allowances for estimated irrecoverable amounts.

At the end of the financial year an estimate is made of doubtful debts on the basis of an evaluation of all outstanding amounts. Doubtful debts are written off in the year in which they were identified as such.

**Cash and cash equivalents**

Cash and cash equivalents consist of cash and sight deposits, short term deposits (under 3 months) and highly liquid investments which are easily convertible into a known cash amount and where the risk of a change in value is negligible.

**Equity**

*Treasury shares*

Treasury shares (i.e. own shares) are presented as deduction of equity and reported in the statement of changes in equity. No gain or loss is recognised in the income statement on the sale, issuance or cancellation of treasury shares.

**Provisions**

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of a past event, when it is probable that an outflow of resources will be required to settle the obligation and when a reliable estimate can be made of the amount of the obligation.

If the Group expects that some or all of the expenditure required settling a provision will be reimbursed, the related asset is recognised once it is virtually certain that the reimbursement will be received.

*Restructuring*

A provision for restructuring is created when the Group approves a detailed and

formalised restructuring plan and when the implementation of the restructuring plan has been started or the main features of the plan have been announced to those affected by it.

**Employee benefits**

*Pension commitments*

Several defined contribution plans exist within the Group. These plans are funded by both employer and employee contributions. Contribution commitments in the pension schemes with a fixed contribution payable by the Group are included in the income statement of the year to which they relate.

The necessary amounts are recognised in the profit and loss account to cover the actuarial and investment risk of the defined benefit plans.

The Group also recognises a provision for early retirement pensions. The amount of the provision is equal to the present value of future benefits promised to the employees involved.

*Share based payments*

Various warrant and share option plans exist to enable executive and senior management to acquire shares of the company. IFRS 2 applies to all share-based payment transactions allocated after 7 November 2002 and which had not become unconditional by 1 January 2005. The exercise price of an option is determined on the basis of the average closing price of the share during the thirty days prior to the option offering date. The fair value of the option is calculated using the Black and Scholes formula. If and when the options are exercised, equity is increased by the amount received.

*Other long term employee benefits*

This mainly concerns both future allocations of preferential subscriptions, as the Julien Victor Premium which is awarded to the employee on retirement. The amount of these provisions equals the present value of these future obligations.

**Financial liabilities**

Financial debts, other than derivative financial instruments, are initially recorded at the fair value of the financial resources received, less transaction costs. In subsequent periods, they are stated at amortised cost using the effective interest-rate method. Where financial debts are hedged by derivative financial instruments that function as fair value hedging, these debts are valued at fair value.

**Trade payables**

Trade payables are recognised at their cost.

**Tax**

Tax expense (tax income) on the profit for the financial year is the aggregate amount included in the profit or loss for the period in respect of current tax and deferred tax. Taxes are recognised as income or as expense and included in profit or loss for the period except to the extent that the tax arises from a transaction or event which is recognised directly in equity. In that case the taxes are also recognised directly to the equity.

*Current taxes* for current and previous periods are, to the extent unpaid, recognised as a liability. If the amount already paid exceeds the amount due for those periods, the excess is recognised as an asset. For calculating the current tax for the current and prior periods the tax rates that have been enacted or substantively enacted by the balance sheet date are used.

*Deferred taxes* are accounted for using the 'liability' method for all temporary differences between the taxable basis and the book value for financial reporting purposes and this for both assets and liabilities. For calculation purposes the tax rates used are those that have been enacted or substantively enacted by the balance sheet date.

In accordance with this method, the Group must in case of a business combination recognise deferred taxes on the difference between the fair value of the acquired assets and the liabilities and contingent liabilities assumed and their taxable basis.

Deferred tax assets are only recognised when it is probable that taxable profit will be available against which the deductible temporary differences can be utilised. Deferred tax assets are derecognised when it is no longer probable that the related tax advantage will be realised.

**Government grants**

Government grants that relate to assets are recognised at their fair value when there is reasonable assurance that the Group will comply with the conditions attaching to them and the grants will be received. The government grant is presented as deferred income.

Government grants to compensate costs incurred by the Group are systematically recognised as operating income in the same period in which these costs are incurred.

**Sales**

Revenue from sales is recognised when following conditions are met:

- a) the significant risks and rewards of ownership are transferred
- b) the Group has no continuing managerial involvement or control usually associated with ownership anymore
- c) the amount of revenue can be measured reliably
- d) it is probable that the economic benefits associated with the transaction will flow to the Group
- e) the costs incurred or to be incurred can be measured reliably

Advertising income in Printed Media is recognised upon publication of the issue in which the advertisement is placed. Advertising income in Audiovisual Media is recognised at the time of broadcasting. Income from newsstand and subscription sales is recognised at publication date of the issue.

**Financing costs**

Financing costs are recognised as an expense in the period in which they are incurred.

**Impairment losses**

For the Group's assets, in application of IAS 36, on each balance sheet date it is assessed whether there are any indications that an asset may be impaired. If such indication exists, the recoverable amount of the asset has to be estimated. The recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use. An impairment loss is recognised when the book value of an asset, or the cash-generating unit to which the asset belongs, is higher than the recoverable amount. Impairment losses are recognised in the income statement.

**Derivative financial instruments**

The Group uses derivative financial instruments to hedge the exposure to changes in interest rates or currencies.

Derivative financial instruments are initially measured at fair value. After initial recognition the financial instruments are measured at fair value on the balance sheet date.

Cash flow or fair value hedge accounting is applied to all hedges that qualify for hedge accounting when the required hedge documentation is in place and when the hedge relation is determined to be effective.

*Fair value hedging*

When a derivative financial instrument hedges the variability in fair value of a recognised asset or liability, or hedges an unrecognised firm commitment, these financial instruments are qualified as fair value hedges. These financial instruments accounted for as fair value hedges are measured at fair value and presented in the line 'financial derivatives'. The gain or loss arising on hedging instruments is recognised in profit and loss. The hedged item is also measured at fair value in respect of the risk being hedged, with any gain or loss being recognised in the income statement.

*Cash flow hedging*

Changes in the fair value of a hedging instrument that qualifies as an effective cash flow hedge are processed in equity, more specifically in the hedging reserve.

*Derivatives that do not qualify as hedging instruments*

Certain hedging transactions do not qualify for hedge accounting treatment according to the specific criteria of IAS 39 'Financial Instruments: Recognition and Measurement', although they offer economic hedging according to the Group's risk policy. Changes in the fair value of such instruments are recognised directly in the income statement.

**Crucial assessments and main sources of estimating uncertainties**

Preparing annual financial statement under IFRS rules requires management to make judgements, estimates and assumptions that influence the amounts included in the annual financial statements.

The estimates and related assumptions are based on past experience and on various other factors that are considered reasonable in the given circumstances. The outcomes of these form the basis for the judgement as to the carrying value of assets and liabilities where this is not evident from other sources. The actual outcomes can differ from these estimates. The estimates and underlying assumptions are regularly reviewed.

*Important sources of valuation uncertainties*

- Impairment losses on titles and goodwill: the Group tests titles and goodwill annually for impairment, and also in between where indications exist that the value of the titles or goodwill could be impaired.
- deferred tax assets relating to tax losses carried forward and tax deductions are recognised only to the extent that it is probable that sufficient taxable profit will exist in the future to recover the carried-forward tax losses and tax deductions.

**NOTE 2. SEGMENT REPORTING**

**I. PRIMARY SEGMENT REPORTING: BUSINESS SEGMENTS**

For management purposes, Roularta Media Group is organised into two operating divisions according to their business segment: Printed Media and Audiovisual Media. These divisions are the basis on which Roularta Media Group reports its primary segment information. Segment results, and assets and liabilities comprise items which can be attributed directly or on a reasonable basis to a segment. Segment investments comprise the cost incurred during the period to acquire intangible assets and property, plant and equipment that are expected to be used during more than one period. Intersegment pricing is determined on an arm's length basis.

Printed Media includes the sale of publicity, and the production and sale of all printed publications of the Group, such as freesheets, newspaper, magazines, newsletters and books, as well as all related services. Audiovisual Media includes spot advertising on TV and Radio, production and broadcasting, as well as all related services.

We refer to the activity report for comments on the segment results.

| 2007   | Printed Media | Audiovisual Media | Intersegment elimination | Consolidated total |
|--|---------------|-------------------|--------------------------|--------------------|
| Sales of the segment   | 592,653       | 181,310           | -7,139                   | 766,824            |
| <i>Sales to external customers</i>   | 590,293       | 176,531           |                          | 766,824            |
| <i>Sales from transactions with other segments</i>                         | 2,360         | 4,779             | -7,139                   | 0                  |
| Depreciation, write-down and provisions                                    | -18,545       | -5,405            |                          | -23,950            |
| Impairment losses  | -2,907        | -3,411            |                          | -6,318             |
| <b>Operating profit (EBIT)</b>   | <b>33,294</b> | <b>16,269</b>     |                          | <b>49,563</b>      |
| Net finance costs  | -13,041       | -492              |                          | -13,533            |
| Income taxes   | -10,783       | -9,190            |                          | -19,973            |
| Share in the profit of the companies accounted for using the equity method | -10           |                   |                          | -10                |

All financial amounts expressed in thousands of euros.

|   |                |                |                 |                  |
|---|----------------|----------------|-----------------|------------------|
| <b>Net profit of the consolidated companies</b>                               | <b>9,460</b>   | <b>6,587</b>   |                 | <b>16,047</b>    |
| Attributable to:  |                |                |                 |                  |
| Minority interests  | 662            | -554           |                 | 108              |
| <b>Equity holders of Roularta Media Group</b>                                 | <b>8,798</b>   | <b>7,141</b>   |                 | <b>15,939</b>    |
| EBITDA (1)  | 54,746         | 25,085         |                 | 79,831           |
| Net current profit (2)  | 12,593         | 10,552         |                 | 23,145           |
| Current cash flow (3)   | 31,138         | 15,957         |                 | 47,095           |
| <b>Assets</b>   | <b>952,869</b> | <b>175,490</b> | <b>-119,393</b> | <b>1,008,966</b> |
| of which carrying amount of investments accounted for using the equity method | 418            |                |                 | 418              |
| of which investments in intangible assets and property, plant and equipment   | 33,199         | 5,210          |                 | 38,409           |
| <b>Liabilities</b>  | <b>670,063</b> | <b>75,594</b>  | <b>-20,366</b>  | <b>725,291</b>   |

| <b>2006</b>   | <b>Printed Media</b> | <b>Audiovisual Media</b> | <b>Intersegment elimination</b> | <b>Consolidated total</b> |
|---|----------------------|--------------------------|---------------------------------|---------------------------|
| Sales of the segment  | 437,218              | 179,285                  | -7,272                          | 609,231                   |
| <i>Sales to external customers</i>  | 435,195              | 174,036                  |                                 | 609,231                   |
| <i>Sales from transactions with other segments</i>                            | 2,023                | 5,249                    | -7,272                          | 0                         |
| Depreciation, write-down and provisions                                       | -12,053              | -6,993                   |                                 | -19,046                   |
| Impairment losses   | -2,331               |                          |                                 | -2,331                    |
| <b>Operating profit (EBIT)</b>  | <b>38,643</b>        | <b>12,446</b>            |                                 | <b>51,089</b>             |
| Net finance costs   | -1,482               | -511                     |                                 | -1,993                    |
| Income taxes  | -18,836              | -4,809                   |                                 | -23,645                   |
| Share in the profit of the companies accounted for using the equity method    | -12                  |                          |                                 | -12                       |
| <b>Net profit of the consolidated companies</b>                               | <b>18,313</b>        | <b>7,126</b>             |                                 | <b>25,439</b>             |
| Attributable to:  |                      |                          |                                 |                           |
| Minority interests  | 888                  | -235                     |                                 | 653                       |
| <b>Equity holders of Roularta Media Group</b>                                 | <b>17,425</b>        | <b>7,361</b>             |                                 | <b>24,786</b>             |
| EBITDA (1)  | 53,027               | 19,440                   |                                 | 72,466                    |
| Net current profit (2)  | 22,491               | 8,516                    |                                 | 31,007                    |
| Current cash flow (3)   | 34,544               | 15,510                   |                                 | 50,053                    |
| <b>Assets</b>   | <b>921,209</b>       | <b>179,854</b>           | <b>-115,529</b>                 | <b>985,534</b>            |
| of which carrying amount of investments accounted for using the equity method | 78                   |                          |                                 | 78                        |
| of which investments in intangible assets and property, plant and equipment   | 42,722               | 7,513                    |                                 | 50,235                    |
| <b>Liabilities</b>  | <b>642,330</b>       | <b>76,746</b>            | <b>-31,244</b>                  | <b>687,832</b>            |

(1) EBITDA = EBIT + depreciation, write-down and provisions.

(2) Net current profit = net profit of the consolidated companies attributable to the equity holders of Roularta Media Group + impairment losses + restructuring costs net of taxes.

(3) Current cash flow = net current profit + depreciation of (in) tangible assets, write-down and provisions.

## II. SECONDARY SEGMENT REPORTING: GEOGRAPHICAL SEGMENTS

The secondary segment information is divided into three geographic markets in which RMG is active: Belgium, France, and other countries (Germany, Netherlands, Great Britain, Portugal, Slovenia, Sweden and Norway). The following schedules of sales and assets are divided up according to the geographic location of the subsidiary.

| <b>2007</b>   | <b>Belgium</b> | <b>France</b> | <b>Other countries</b> | <b>Intersegment elimination</b> | <b>Consolidated total</b> |
|---|----------------|---------------|------------------------|---------------------------------|---------------------------|
| Sales of the segment  | 522,287        | 258,833       | 23,490                 | -37,786                         | 766,824                   |
| Assets  | 759,243        | 536,041       | 18,101                 | -304,419                        | 1,008,966                 |
| of which investments in intangible assets and property, plant and equipment | 35,068         | 3,000         | 341                    |                                 | 38,409                    |
| <b>2006</b>   |                |               |                        |                                 |                           |
| Sales of the segment  | 480,987        | 118,892       | 22,424                 | -13,072                         | 609,231                   |
| Assets  | 748,656        | 537,355       | 17,293                 | -317,770                        | 985,534                   |
| of which investments in intangible assets and property, plant and equipment | 44,357         | 5,757         | 121                    |                                 | 50,235                    |

All financial amounts expressed in thousands of euros.

**NOTE 3. SALES**

An analysis of the Group's sales is as follows:

|                          | 2007           | 2006           |
|--------------------------|----------------|----------------|
| Advertising              | 443,640        | 366,347        |
| Subscriptions and sales  | 179,275        | 118,536        |
| Other services and goods | 143,909        | 124,348        |
| <b>Total sales</b>       | <b>766,824</b> | <b>609,231</b> |

Bartering contracts included in sales amount to € 37,843 (2006: € 32,156). Royalties included in sales amount to € 2,845 (2006: € 3,160).

Total sales rose by € 157,593 or 25.9%. The Printed Media division increased its sales by 35.6%, the Audiovisual Media division by 1.1%. 24% of the sales growth (€ 147,188) is from new acquisitions (primarily Groupe Express-Roularta) and additional acquisitions, and € 10,405 from the growth of existing products, giving organic growth of 1.7%.

Other services and goods consist primarily of income from organising fairs and seminars, the sale of books and magazine by-products, income from interactive communication and services for third parties.

**NOTE 4. SERVICES AND OTHER GOODS**

An analysis of the Group's services and other goods is as follows:

|  | 2007            | 2006            |
|--|-----------------|-----------------|
| Transport and distribution costs               | -51,335         | -31,418         |
| Marketing and promotion costs                  | -67,375         | -51,533         |
| Commission fees                                | -20,033         | -12,231         |
| Fees   | -58,064         | -48,333         |
| Subcontractors and other deliveries            | -60,873         | -39,206         |
| Remuneration members of the board of directors | -2,254          | -2,213          |
| Temporary workers                              | -5,387          | -5,971          |
| Travel and reception costs                     | -8,421          | -5,519          |
| Insurances                                     | -1,308          | -1,465          |
| Other services and other goods                 | -14,171         | -11,784         |
| <b>Total services and other goods</b>          | <b>-289,221</b> | <b>-209,673</b> |

Services and other goods have risen by € 79,548 or 37.9% compared with last year. This increase relates mainly to the acquisition of Groupe Express-Roularta (+ € 74,616), 4FM Group (+ € 1,812) and a number of smaller acquisitions (+ € 1,304).

**NOTE 5. PERSONNEL**

|                                 | 2007            | 2006            |
|---------------------------------|-----------------|-----------------|
| Wages and salaries              | -135,507        | -105,172        |
| Social security contributions   | -51,893         | -35,788         |
| Share based payments            | -1,054          | -84             |
| Post employment benefit charges | -2,742          | -2,662          |
| Other personnel charges         | -4,988          | -4,791          |
| <b>Total personnel charges</b>  | <b>-196,184</b> | <b>-148,497</b> |

Post employment benefit charges in 2007 consist mainly of expenses recognised related to the defined contribution plans of € 2,604 (2006: € 2,618).

| <b>Employment in Full Time Equivalents</b> | 2007  | 2006  |
|--|-------|-------|
| Average number of staff                    | 3,148 | 2,524 |
| Total employment at the end of the period  | 3,134 | 3,101 |

**NOTE 6. WRITE-DOWN OF TRADE DEBTORS AND INVENTORIES**

|  | 2007       | 2006         |
|--|------------|--------------|
| Write-down of trade debtors                              | -3,471     | -1,939       |
| Reversal of write-down of trade debtors                  | 3,028      | 1,923        |
| Write-down of inventories                                | -297       | -228         |
| Reversal of write-down of inventories                    | 1,170      | 1,555        |
| <b>Total write-down of trade debtors and inventories</b> | <b>430</b> | <b>1,311</b> |

All financial amounts expressed in thousands of euros.

The amount of write-downs and reversals of write-downs of trade debtors has risen with the increase in the number of Group companies (mainly Groupe Express-Roularta). The net increase in write-downs of trade debtors comes mainly from Studio Magazine and Studio Press. The reversal of the write-down of inventories is due mainly to the consumption of the inventory on which the write-down (€ 598) had been taken and better inventory management (€ 336).

| <b>NOTE 7. OTHER OPERATING INCOME / EXPENSES</b>                           |                |               |
|--|----------------|---------------|
|  | <b>2007</b>    | <b>2006</b>   |
| Profit resulting from cooperation contracts                                |                | 1,185         |
| Transfer liability games of chance (previously posted as provision)        |                | 1,240         |
| Government grants  | 2,660          | 1,179         |
| Gains on disposal of intangible assets and property, plant and equipment   | 199            | 240           |
| Capital grants   | 257            | 204           |
| Exchange differences   | 12             | 103           |
| Miscellaneous financial income and cash discounts                          | 226            | 605           |
| Miscellaneous cross-charges  | 1,465          | 1,772         |
| Dividends  | 64             |               |
| Other operating income   | 4,181          | 4,532         |
| <b>Total other operating income</b>  | <b>9,064</b>   | <b>11,060</b> |
| Other taxes  | -4,040         | -3,376        |
| Losses on disposal of intangible assets and property, plant and equipment  | -118           | -12           |
| Losses on trade receivables  | -1,378         | -692          |
| Losses on other receivables  | -300           |               |
| (Reversal of) less values / (less values) on other non current receivables | -48            | -43           |
| (Reversal of) less values / (less values) on other current receivables     | -438           | -3            |
| Share association  | -3,094         | -2,888        |
| Exchange differences, discounts and bank charges                           | -1,252         | -1,033        |
| Other operating expenses   | -1,744         | -1,846        |
| <b>Total other operating expenses</b>                                      | <b>-12,412</b> | <b>-9,893</b> |

Other operating income has reduced compared with last year mainly because all income from cooperation contracts is now classified as sales and viewed as belonging to the Group's core activities, and because last year's other operating income included an extraordinary amount of € 1,240 (debt on games of chance). Other operating expenses have risen mainly as a result of the new acquisitions, which have produced an increase of € 1,814.

| <b>NOTE 8. RESTRUCTURING COSTS</b> |               |               |
|------------------------------------|---------------|---------------|
|                                    | <b>2007</b>   | <b>2006</b>   |
| Redundancy costs                   | -1,332        | -5,555        |
| Consultancy                        |               | -297          |
| <b>Total restructuring costs</b>   | <b>-1,332</b> | <b>-5,852</b> |

Restructuring costs relate to redundancy costs of Groupe Express-Roularta in the framework of the restructuring plan started in 2006.

| <b>NOTE 9. NET FINANCE COSTS</b>  |                |               |
|---|----------------|---------------|
|   | <b>2007</b>    | <b>2006</b>   |
| - Interest income   | 1,302          | 2,459         |
| - Profits on hedging instruments that are not part of a hedge accounting relationship | 924            | 1,346         |
| <b>Financial income</b>   | <b>2,226</b>   | <b>3,805</b>  |
| - Interest expense  | -12,933        | -5,798        |
| - Losses on hedging instruments that are not part of a hedge accounting relationship  | -2,826         |               |
| <b>Financial costs</b>  | <b>-15,759</b> | <b>-5,798</b> |
| <b>Total net finance costs</b>  | <b>-13,533</b> | <b>-1,993</b> |

Interest income has fallen owing to the fact that assets were invested on a short term basis in the course of 2006 prior to the acquisition of Groupe Express-Roularta. Interest expenses have risen; mainly because of additional borrowing to finance the new participations acquired at the end of 2006, the new printing press and the purchase of treasury shares for the new option plan. A description of the hedging instruments can be found in Note 30.

All financial amounts expressed in thousands of euros.

**NOTE 10. INCOME TAXES**
**I. INCOME TAX EXPENSE / INCOME - CURRENT AND DEFERRED**

|  | 2007           | 2006           |
|--|----------------|----------------|
| <b>A. Income tax expense / income - current</b>  |                |                |
| Current period tax expense   | -18,945        | -13,922        |
| Adjustments to current tax expense / income of prior periods                           | -69            | -174           |
| <b>Total current tax expense</b>   | <b>-19,014</b> | <b>-14,096</b> |
| <b>B. Income tax expense / income - deferred</b>                                       |                |                |
| Related to the origination and reversal of temporary differences                       | 3,775          | -5,521         |
| Related to changes in tax rates  | 56             |                |
| Related to the reversal of depreciation (+) or depreciation (-) of deferred tax assets | -4,790         | -4,028         |
| <b>Total deferred tax expense</b>  | <b>-959</b>    | <b>-9,549</b>  |
| <b>Total current and deferred tax expense</b>  | <b>-19,973</b> | <b>-23,645</b> |

**II. RECONCILIATION OF STATUTORY TAX TO EFFECTIVE TAX**

|   | 2007           | 2006           |
|---|----------------|----------------|
| Profit before taxes   | 36,030         | 49,096         |
| Statutory tax rate  | 33.99%         | 33.99%         |
| <b>Tax expense using statutory rate</b>   | <b>-12,247</b> | <b>-16,688</b> |
| Adjustments to current tax of prior periods (+/-)                                     | -69            | -174           |
| Tax effect of non tax deductible expenses (-)   | -6,750         | -3,502         |
| Tax effect of non taxable revenues (+)  | 3,026          | 1,162          |
| Tax credit resulting from investment and notional interest deduction                  | 1,220          | 1,130          |
| Tax effect of not recognising deferred taxes on losses of the current period (-)      | -4,166         | -2,352         |
| Tax effect from the reversal (utilisation) of deferred tax assets from previous years | -1,271         | -3,184         |
| Tax effect of recognising deferred taxes on tax losses of previous periods            | -92            | 31             |
| Impact of different tax rates of subsidiaries in other jurisdictions                  | 289            | 193            |
| Other increase / decrease in tax charge (+/-)   | 87             | -261           |
| <b>Tax expense using effective rate</b>   | <b>-19,973</b> | <b>-23,645</b> |
| Profit before taxes   | 36,030         | 49,096         |
| Effective tax rate  | 55.43%         | 48.16%         |
| <b>Total effective tax expense</b>  | <b>-19,973</b> | <b>-23,645</b> |

**III. TAX RELATING TO ITEMS THAT ARE CHARGED OR CREDITED TO EQUITY**

Deferred taxes relating to items that are charged or credited to equity

|                                       | 2007          | 2006       |
|---------------------------------------|---------------|------------|
| Costs of issuance and equity increase | -70           | 278        |
| Cash flow hedge gains / losses        | -1,228        | -321       |
|                                       | <b>-1,298</b> | <b>-43</b> |

**NOTE 11. EARNINGS PER SHARE**

|   | 2007              | 2006              |
|---|-------------------|-------------------|
| <b>I. MOVEMENTS IN NUMBER OF SHARES</b> (ordinary shares)               |                   |                   |
| Number of shares, beginning balance                                     | 11,005,485        | 9,956,961         |
| Number of shares issued during the period                               | 31,565            | 1,048,524         |
| <b>Number of shares, ending balance</b>                                 | <b>11,037,050</b> | <b>11,005,485</b> |
| - of which issued and fully paid  | 11,037,050        | 11,005,485        |
| <b>II. OTHER INFORMATION</b>  |                   |                   |
| Number of shares owned by the company or related parties                | 417,149           | 224,156           |
| Shares reserved for issue under options                                 | 415,037           | 80,614            |
| <b>III. EARNINGS PER SHARE CALCULATION</b>                              |                   |                   |
| <b>1. Number of shares</b>  |                   |                   |
| 1.1. Weighted average number of shares, basic                           | 10,699,646        | 10,667,825        |
| 1.2. Adjustments to computed weighted average number of shares, diluted | 125,466           | 129,836           |
| <i>subscription right plans</i>   | 58,195            | 77,981            |
| <i>stock option plans</i>   | 67,271            | 51,855            |
| 1.3. Weighted average number of shares, diluted                         | 10,825,112        | 10,797,661        |

All financial amounts expressed in thousands of euros.

**2. Calculation**

The calculation of the basic earnings and diluted earnings per share are based on the following:

|   |   |            |   |      |
|---|---|------------|---|------|
| Net profit available to common shareholders | = | 15,939     | = | 1.49 |
| Weighted average number of shares, basic    |   | 10,699,646 |   |      |
| Net profit available to common shareholders | = | 15,939     | = | 1.47 |
| Weighted average number of shares, diluted  |   | 10,825,112 |   |      |

**NOTE 12. DIVIDENDS**

|  | 2007              | 2006              |
|--|-------------------|-------------------|
| Amount of dividends proposed or declared after the balance sheet date but before authorisation of the financial statements (1) | 7,971             | 8,093             |
| Gross dividend per share in €  | 0.75              | 0.75              |
| (1)  |                   |                   |
| Number of shares entitled to dividend on 31/12   | 11,037,050        | 11,005,485        |
| Number of own shares on 31/12  | -417,149          | -224,156          |
| New shares due to capital increase   | 7,864             | 9,340             |
|  | <b>10,627,765</b> | <b>10,790,669</b> |

**NOTE 13. INTANGIBLE ASSETS**

| 2007  | Development costs | Titles         | Software      | Concessions, property rights and similar rights | Total          |
|---|-------------------|----------------|---------------|---|----------------|
| <b>AT COST</b>                                      |                   |                |               |   |                |
| <b>Balance at the end of the preceding period</b>   | <b>131</b>        | <b>413,311</b> | <b>23,317</b> | <b>17,439</b>                                   | <b>454,198</b> |
| Movements during the period:                        |                   |                |               |   |                |
| - Acquisitions                                      |                   | 5,455          | 5,462         | 1,372   | 12,289         |
| - Acquisitions through business combinations        |                   | 4,043          | 185           | 6,939   | 11,167         |
| - Sales and disposals (-)                           |                   | -560           | -813          |   | -1,373         |
| - Transfers from one heading to another             |                   |                | 228           |   | 228            |
| - Foreign currency exchange increase / decrease     |                   | 32             |               |   | 32             |
| <b>At the end of the period</b>                     | <b>131</b>        | <b>422,281</b> | <b>28,379</b> | <b>25,750</b>                                   | <b>476,541</b> |
| <b>DEPRECIATION AND IMPAIRMENT LOSSES</b>           |                   |                |               |   |                |
| <b>Balance at the end of the preceding period</b>   | <b>4</b>          | <b>3,554</b>   | <b>15,400</b> | <b>6,823</b>                                    | <b>25,781</b>  |
| Movements during the period:                        |                   |                |               |   |                |
| - Depreciation                                      | 44                |                | 3,451         | 2,793   | 6,288          |
| - New consolidations                                |                   |                | 7             | 747   | 754            |
| - Impairment loss / reversal recognised in income   |                   | 1,065          |               |   | 1,065          |
| - Written down after sales and disposals (-)        |                   | -560           | -488          |   | -1,048         |
| - Transfers from one heading to another             |                   |                | 3             |   | 3              |
| <b>At the end of the period</b>                     | <b>48</b>         | <b>4,059</b>   | <b>18,373</b> | <b>10,363</b>                                   | <b>32,843</b>  |
| <b>Net carrying amount at the end of the period</b> | <b>83</b>         | <b>418,222</b> | <b>10,006</b> | <b>15,387</b>                                   | <b>443,698</b> |

Development costs, software and concessions, property rights and similar rights are depreciated based on their useful life, which is determined based on the expected use of the asset by the Group (also see valuation rules). Titles have an indefinite useful life because they are not subjected to economical devaluation and are therefore not depreciated but subjected annually to an impairment test. In accordance with IAS 36 on 'Impairment of assets', the carrying amount of titles has been compared to their net sales value. The net sales value is the market value, which has been derived by ways of an empirical method. This method is based on transaction multiples, obtained from comparable transactions in the media sector and data taken from experience and applied to the sales and return criteria.

Management does not recalculate the net sales value of each cash flow-generating unit when the following conditions are met:

- the previously calculated net sales value was well above the recorded value;
- there is no indication that the present net sales value is lower than the present carrying amount.

The net carrying amount of titles at 31 December 2007 consists mainly of titles of the group Groupe Express-Roularta (L'Express, L'Expansion, Lire, L'Entreprise, Mieux Vivre Votre Argent, L'Etudiant, Atmosphères...), including the titles of the Côté Maison Group (Côté Sud, Côté Est, Côté Ouest, Maison Française, Maison Magazine) for a total amount of € 327,230, of Point de Vue for a total amount of € 32,400, of the Biblo Group (newsletters, medical magazines, Top, Tendances, ...) for a total amount of € 15,275, of A Nous for a total amount of € 7,899, of Studio Magazine (Studio Magazine and Ciné Live) for a total amount of € 5,500, of Datanews and Texbel for a total amount of € 4,943 of the Studio Press Group (Pianiste, Guitar Part, HiFi/Vidéo, Prestige, ...) for a total amount of € 4,153, of Press News (Royals, Dynasty, ...) for the total amount of € 2,665, of Het Wekelijks Nieuws (€ 2,450), of 't Fonteintje-De Wegwijzer (€ 2,244), of Zeeuws-Vlaams-Mediabedrijf for a total amount of € 2,083, of Grieg Media (VI over 60) for a total amount of € 1,999, of Tam-Tam (€ 1,887), of De Tandartsenkrant and De Apothekerskrant for a total amount of € 1,711, of Go (€ 1,145) and of DMB-BALM (Actua Vidéo, Vidéo Futur, ...) (€ 1,010).

All financial amounts expressed in thousands of euros.



The following titles are controlled by the Group, but are not recognised as assets because they are internally generated and as a consequence do not meet the recognition criteria of IAS 38: Knack, Weekend Knack, Le Vif/L'Express, Weekend Le Vif/L'Express, Sport/Voetbalmagazine, Sport/Foot Magazine, Trends, Cash, Bizz, Nest, Télépro, Grande, Plus Magazine, De Streekkrant, De Zondag, Steps City Magazine, Style, Krant van West-Vlaanderen, De Weekbode, De Zeewacht, Kortrijks Handelsblad, Bouwen (D/F), ... Other internally generated trade marks are Media Club, Vlan.be, Focus Televisie, WTV, Kanaal Z/Canal Z, JIMtv, VTM, 2BE, Q-Music, ...

The net carrying amount of internally generated software is € 3,310. We refer to Note 31 for more information on the acquired titles.

| 2006  | Development costs | Titles         | Software      | Concessions, property rights and similar rights | Total          |
|---|-------------------|----------------|---------------|---|----------------|
| <b>AT COST</b>                                      |                   |                |               |   |                |
| <b>Balance at the end of the preceding period</b>   | <b>0</b>          | <b>94,834</b>  | <b>14,732</b> | <b>12,207</b>                                   | <b>121,773</b> |
| Movements during the period:                        |                   |                |               |   |                |
| - Acquisitions                                      | 131               | 4,605          | 3,585         | 306   | 8,627          |
| - Acquisitions through business combinations        |                   | 313,683        | 5,496         | 5,157   | 324,336        |
| - Sales and disposals (-)                           |                   |                | -610          |   | -610           |
| - Disposals through business divestiture (-)        |                   |                | -13           |   | -13            |
| - Transfers from one heading to another             |                   | 232            | 127           | -231  | 128            |
| - Foreign currency exchange increase / decrease     |                   | -29            |               |   | -29            |
| - Other increase / decrease                         |                   | -14            |               |   | -14            |
| <b>At the end of the period</b>                     | <b>131</b>        | <b>413,311</b> | <b>23,317</b> | <b>17,439</b>                                   | <b>454,198</b> |
| <b>DEPRECIATION AND IMPAIRMENT LOSSES</b>           |                   |                |               |   |                |
| <b>Balance at the end of the preceding period</b>   | <b>0</b>          | <b>1,214</b>   | <b>9,910</b>  | <b>3,829</b>                                    | <b>14,953</b>  |
| Movements during the period:                        |                   |                |               |   |                |
| - Depreciation                                      | 4                 |                | 2,162         | 2,719   | 4,885          |
| - New consolidations                                |                   | 6              | 3,943         | 277   | 4,226          |
| - Impairment loss / reversal recognised in income   |                   | 2,332          |               |   | 2,332          |
| - Written down after sales and disposals (-)        |                   |                | -607          |   | -607           |
| - Disposals through business divestiture (-)        |                   |                | -6            |   | -6             |
| - Transfers from one heading to another             |                   | 2              | -2            | -2  | -2             |
| <b>At the end of the period</b>                     | <b>4</b>          | <b>3,554</b>   | <b>15,400</b> | <b>6,823</b>                                    | <b>25,781</b>  |
| <b>Net carrying amount at the end of the period</b> | <b>127</b>        | <b>409,757</b> | <b>7,917</b>  | <b>10,616</b>                                   | <b>428,417</b> |

#### NOTE 14. GOODWILL

|   | 2007          | 2006          |
|---|---------------|---------------|
| <b>AT COST</b>                                      |               |               |
| <b>Balance at the end of the preceding period</b>   | <b>56,422</b> | <b>25,298</b> |
| Movements during the period:                        |               |               |
| - Acquisitions through business combinations        | 12,103        | 31,124        |
| <b>At the end of the period</b>                     | <b>68,525</b> | <b>56,422</b> |
| <b>IMPAIRMENT LOSSES</b>                            |               |               |
| <b>Balance at the end of the preceding period</b>   | <b>0</b>      | <b>0</b>      |
| Movements during the period:                        |               |               |
| - Impairment loss / reversal recognised in income   | 3,497         |               |
| <b>At the end of the period</b>                     | <b>3,497</b>  | <b>0</b>      |
| <b>Net carrying amount at the end of the period</b> | <b>65,028</b> | <b>56,422</b> |

The increase in goodwill relates to the acquisition of 4FM Group, Actupedia and a revision of Studio-A. Other goodwill relates to the business combinations with Groupe Express-Roularta, VMMA, Paratel and Biblio.

Goodwill is subjected annually to an impairment test, or more frequent if indications exist that goodwill is impaired. The net sales value of the cash-generating units has been derived by ways of an empirical method. This method is based on transaction multiples, obtained from comparable transactions in the media sector and data taken from experience and applied to the sales and return criteria.

Management does not recalculate the net sales value of each cash flow-generating unit when the following conditions are met:

- the previously calculated net sales value was well above the recorded value;
- there is no indication that the present net sales value is lower than the present carrying amount.

Based on this method an impairment was recognised related to Vogue Trading Video NV.

**NOTE 15. PROPERTY, PLANT AND EQUIPMENT**

|   | Land and buildings | Plant, machinery & equipment | Furniture and vehicles | Leasing and other similar rights | Other property, plant & equipment | Assets under construction | Total          |
|---|--------------------|------------------------------|------------------------|----------------------------------|-----------------------------------|---------------------------|----------------|
| <b>2007</b>   |                    |                              |                        |                                  |                                   |                           |                |
| <b>AT COST</b>                                      |                    |                              |                        |                                  |                                   |                           |                |
| <b>Balance at the end of the preceding period</b>   | <b>92,711</b>      | <b>75,241</b>                | <b>24,829</b>          | <b>46,941</b>                    | <b>7,227</b>                      | <b>5,632</b>              | <b>252,581</b> |
| Movements during the period                         |                    |                              |                        |                                  |                                   |                           |                |
| - Acquisitions                                      | 2,038              | 5,434                        | 2,489                  | 24                               | 492                               | 15,641                    | 26,118         |
| - Acquisitions through business combinations        | 316                | 743                          | 187                    | 1,284                            | 3                                 |                           | 2,533          |
| - Sales and disposals (-)                           | -164               | -1,537                       | -1,950                 |                                  | -803                              |                           | -4,454         |
| - Transfers from one heading to another             | -193               |                              | -298                   | 518                              | 43                                | -349                      | -279           |
| - Foreign currency exchange increase / decrease     |                    |                              | 10                     |                                  |                                   |                           | 10             |
| - Other increase / decrease                         |                    | 272                          |                        |                                  |                                   | -986                      | -714           |
| <b>At the end of the period</b>                     | <b>94,708</b>      | <b>80,153</b>                | <b>25,267</b>          | <b>48,767</b>                    | <b>6,962</b>                      | <b>19,938</b>             | <b>275,795</b> |
| <b>DEPRECIATION AND IMPAIRMENT LOSSES</b>           |                    |                              |                        |                                  |                                   |                           |                |
| <b>Balance at the end of the preceding period</b>   | <b>15,878</b>      | <b>49,748</b>                | <b>19,224</b>          | <b>6,098</b>                     | <b>3,213</b>                      | <b>0</b>                  | <b>94,161</b>  |
| Movements during the period                         |                    |                              |                        |                                  |                                   |                           |                |
| - Depreciation                                      | 3,595              | 7,893                        | 2,096                  | 2,302                            | 1,640                             |                           | 17,526         |
| - New consolidations                                | 50                 | 451                          | 143                    | 470                              |                                   |                           | 1,114          |
| - Written down after sales and disposals (-)        | -134               | -1,531                       | -1,798                 |                                  | -764                              |                           | -4,227         |
| - Transfers from one heading to another             | 42                 |                              | -76                    |                                  | -21                               |                           | -55            |
| - Foreign currency exchange increase / decrease     | 1                  |                              | 8                      |                                  |                                   |                           | 9              |
| - Other increase / decrease                         |                    | 273                          |                        |                                  |                                   |                           | 273            |
| <b>At the end of the period</b>                     | <b>19,432</b>      | <b>56,834</b>                | <b>19,597</b>          | <b>8,870</b>                     | <b>4,068</b>                      | <b>0</b>                  | <b>108,801</b> |
| <b>Net carrying amount at the end of the period</b> | <b>75,276</b>      | <b>23,319</b>                | <b>5,670</b>           | <b>39,897</b>                    | <b>2,894</b>                      | <b>19,938</b>             | <b>166,994</b> |

**Assets pledged as security**

|  |        |
|--|--------|
| Land and buildings pledged as security for liabilities (mortgage included)   | 37,667 |
| Leased property, plant and equipment of which the finance lease liabilities are secured by the lessor's title to the leased assets | 39,897 |

The heading 'leasing and other similar rights' comprises machines with a carrying amount of € 37,048 (Roularta Printing), machines of NV Vogue Trading Video with a carrying amount of € 1,920, machines with a carrying amount of € 70 (Regionale Media Maatschappij), radio masts of 4FM Group with a carrying amount of € 812 and office equipment of Studio-A with a carrying amount of € 47. The heading 'assets under construction' relates to buildings and machinery under construction of Roularta Printing (€ 18,387) and RMG (€ 1,551).

|   | Land and buildings | Plant, machinery & equipment | Furniture and vehicles | Leasing and other similar rights | Other property, plant & equipment | Assets under construction | Total          |
|---|--------------------|------------------------------|------------------------|----------------------------------|-----------------------------------|---------------------------|----------------|
| <b>2006</b>   |                    |                              |                        |                                  |                                   |                           |                |
| <b>AT COST</b>                                      |                    |                              |                        |                                  |                                   |                           |                |
| <b>Balance at the end of the preceding period</b>   | <b>89,201</b>      | <b>75,205</b>                | <b>17,450</b>          | <b>20,654</b>                    | <b>2,664</b>                      | <b>22</b>                 | <b>205,196</b> |
| Movements during the period                         |                    |                              |                        |                                  |                                   |                           |                |
| - Acquisitions                                      | 1,492              | 6,219                        | 1,645                  | 26,287                           | 332                               | 5,632                     | 41,607         |
| - Acquisitions through business combinations        | 2,099              | 1,641                        | 7,133                  |                                  | 5,021                             | 130                       | 16,024         |
| - Sales and disposals (-)                           | -81                | -8,086                       | -1,669                 |                                  | -177                              |                           | -10,013        |
| - Disposals through business divestiture (-)        |                    |                              | -32                    |                                  |                                   |                           | -32            |
| - Transfers from one heading to another             |                    | 307                          | 307                    |                                  | -613                              | -130                      | -129           |
| - Foreign currency exchange increase / decrease     |                    |                              | -9                     |                                  |                                   |                           | -9             |
| - Other increase / decrease                         |                    | -45                          | 4                      |                                  |                                   | -22                       | -63            |
| <b>At the end of the period</b>                     | <b>92,711</b>      | <b>75,241</b>                | <b>24,829</b>          | <b>46,941</b>                    | <b>7,227</b>                      | <b>5,632</b>              | <b>252,581</b> |
| <b>DEPRECIATION AND IMPAIRMENT LOSSES</b>           |                    |                              |                        |                                  |                                   |                           |                |
| <b>Balance at the end of the preceding period</b>   | <b>12,450</b>      | <b>48,239</b>                | <b>13,881</b>          | <b>3,734</b>                     | <b>2,057</b>                      | <b>0</b>                  | <b>80,361</b>  |
| Movements during the period                         |                    |                              |                        |                                  |                                   |                           |                |
| - Depreciation                                      | 3,428              | 7,189                        | 1,246                  | 2,364                            | 323                               |                           | 14,550         |
| - New consolidations                                |                    | 1,549                        | 5,287                  |                                  | 1,633                             |                           | 8,469          |
| - Written down after sales and disposals (-)        |                    | -7,305                       | -1,606                 |                                  | -174                              |                           | -9,085         |
| - Disposals through business divestiture (-)        |                    |                              | -16                    |                                  |                                   |                           | -16            |
| - Transfers from one heading to another             |                    | 190                          | 436                    |                                  | -626                              |                           | 0              |
| - Foreign currency exchange increase / decrease     |                    |                              | -7                     |                                  |                                   |                           | -7             |
| - Other increase / decrease                         |                    | -114                         | 3                      |                                  |                                   |                           | -111           |
| <b>At the end of the period</b>                     | <b>15,878</b>      | <b>49,748</b>                | <b>19,224</b>          | <b>6,098</b>                     | <b>3,213</b>                      | <b>0</b>                  | <b>94,161</b>  |
| <b>Net carrying amount at the end of the period</b> | <b>76,833</b>      | <b>25,493</b>                | <b>5,605</b>           | <b>40,843</b>                    | <b>4,014</b>                      | <b>5,632</b>              | <b>158,420</b> |

All financial amounts expressed in thousands of euros.

| Assets pledged as security   |        |
|--|--------|
| Land and buildings pledged as security for liabilities (mortgage included)   | 27,140 |
| Leased property, plant and equipment of which the finance lease liabilities are secured by the lessor's title to the leased assets | 40,843 |

**NOTE 16. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD**

| I. PARTICIPATING INTEREST                                   | 2007       | 2006      |
|---|------------|-----------|
| <b>At the end of the preceding period</b>                   | <b>78</b>  | <b>30</b> |
| Movements during the period                                 |            |           |
| - Acquisitions  | 350        | 56        |
| Movements in capital and reserves of the associated company |            |           |
| - Share in the result for the financial period              | -10        | -12       |
| - Other changes   |            | 4         |
| <b>At the end of the period</b>                             | <b>418</b> | <b>78</b> |

A list of the investments accounted for using the equity method, including the name, country of incorporation and proportion of ownership interest is given in Note 37 of the consolidated financial statements.

The Group's share of assets and liabilities and of the profit of the associated companies is summarised below:

| Summarised financial information | 2007  | 2006  |
|----------------------------------|-------|-------|
| Total assets                     | 1,696 | 1,483 |
| Total liabilities                | 1,277 | 1,405 |
| Sales                            | 2,709 | 1,028 |
| Net result                       | -10   | -12   |

**NOTE 17. LOANS, GUARANTEES, AVAILABLE-FOR-SALE INVESTMENTS AND SHORT-TERM INVESTMENTS**

|  | NON CURRENT   |              | CURRENT  |          |
|--|---------------|--------------|----------|----------|
|  | 2007          | 2006         | 2007     | 2006     |
| <b>I. AVAILABLE-FOR-SALE INVESTMENTS</b>                   |               |              |          |          |
| <b>AT COST</b>   |               |              |          |          |
| <b>At the end of the preceding period</b>                  | <b>2,556</b>  | <b>2,504</b> | <b>0</b> | <b>0</b> |
| Movements during the period                                |               |              |          |          |
| - Acquisitions   | 189           | 57           |          |          |
| - Acquisitions through business combinations               |               | 3            |          |          |
| - Disposals (-)  |               | -5           |          |          |
| - Transfers from one heading to another                    | -439          | -3           |          |          |
| <b>At the end of the period</b>                            | <b>2,306</b>  | <b>2,556</b> | <b>0</b> | <b>0</b> |
| <b>FAIR VALUE ADJUSTMENTS</b>                              |               |              |          |          |
| <b>At the end of the preceding period</b>                  | <b>-605</b>   | <b>-514</b>  | <b>0</b> | <b>0</b> |
| Movements during the period                                |               |              |          |          |
| - Reversal due to impairment loss recognised in the period | 605           |              |          |          |
| - Decrease from fair value adjustments                     |               | -91          |          |          |
| <b>At the end of the period</b>                            | <b>0</b>      | <b>-605</b>  | <b>0</b> | <b>0</b> |
| <b>IMPAIRMENT LOSSES (-)</b>                               |               |              |          |          |
| <b>At the end of the preceding period</b>                  | <b>0</b>      | <b>0</b>     | <b>0</b> | <b>0</b> |
| Movements during the period                                |               |              |          |          |
| - Impairment loss recognised in income                     | -1,757        |              |          |          |
| - Transfers from one heading to another                    | 382           |              |          |          |
| <b>At the end of the period</b>                            | <b>-1,375</b> | <b>0</b>     | <b>0</b> | <b>0</b> |
| <b>Net carrying amount at the end of the period</b>        | <b>931</b>    | <b>1,951</b> | <b>0</b> | <b>0</b> |

All investments are considered as available-for-sale and are carried at fair value. Fair value adjustments are recognised in equity in the revaluation reserves. With the liquidation of NV Cyber Press Publishing on 7 June 2007, an impairment loss was recognised in the income statement in the full acquisition value of these shares (€ 1,757). Given the impossibility of reliably estimating the fair value of the other investments, financial assets for which there is no active market are valued at cost. This applies mainly to NV Roularta Media Group's investments in NV Omroepgebouw Flagey (€ 522), CPP-INCOFIN (€ 124), NV Eurocasino (€ 47) and in NV Travel-media (€ 31) and that of SA Senior Publications in Cyberlibris (€ 158). The Group does not expect to dispose of these shares in the short term.

| II. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS | NON CURRENT |      | CURRENT |        |
|---|-------------|------|---------|--------|
|   | 2007        | 2006 | 2007    | 2006   |
| <b>SHORT-TERM INVESTMENTS</b>                             |             |      |         |        |
| <b>AT COST</b>  |             |      |         |        |
| <b>At the end of the preceding period</b>                 | 0           | 0    | 2,998   | 3,964  |
| Movements during the period                               |             |      |         |        |
| - Additions   |             |      |         | 1,000  |
| - Reimbursements  |             |      | -1,000  | -1,966 |
| <b>At the end of the period</b>                           | 0           | 0    | 1,998   | 2,998  |
| <b>FAIR VALUE ADJUSTMENTS</b>                             |             |      |         |        |
| <b>At the end of the preceding period</b>                 | 0           | 0    | 144     | 97     |
| Movements during the period                               |             |      |         |        |
| - Increase from fair value adjustments                    |             |      | 87      | 82     |
| - Decrease from reimbursements                            |             |      |         | -35    |
| <b>At the end of the period</b>                           | 0           | 0    | 231     | 144    |
| <b>Net carrying amount at the end of the period</b>       | 0           | 0    | 2,229   | 3,142  |

The short-term investments are considered as financial assets at fair value through profit and loss. In 2007, € 87 was recognised through profit and loss related to the fair value adjustment of these short-term investments.

| III. LOANS AND GUARANTEES                           | NON CURRENT |        | CURRENT |       |
|---|-------------|--------|---------|-------|
|   | 2007        | 2006   | 2007    | 2006  |
| <b>Loans and guarantees</b>                         |             |        |         |       |
| <b>AT AMORTISED COST</b>                            |             |        |         |       |
| <b>At the end of the preceding period</b>           | 4,994       | 6,345  | 0       | 0     |
| Movements during the period                         |             |        |         |       |
| - Additions   | 742         | 891    |         |       |
| - Acquisitions through business combinations        | 90          | 383    |         |       |
| - Disposals through business combinations (-)       |             | -2,175 |         |       |
| - Reimbursements                                    | -2,955      | -450   |         |       |
| <b>Net carrying amount at the end of the period</b> | 2,871       | 4,994  | 0       | 0     |
| <b>TOTAL</b>  | 3,802       | 6,945  | 2,229   | 3,142 |

The loans and guarantees include the not-eliminated part of receivables on companies which are proportionally consolidated (€ 1,490) and various guarantees, a.o. rent guarantees (€ 1,381). Interest rates at arm's length are applied on these outstanding loans.

## NOTE 18. OTHER NOTES ON ASSETS

| I. TRADE AND OTHER RECEIVABLES, NON CURRENT            | 2007         | 2006         |
|--|--------------|--------------|
| Other receivables                                      | 1,525        | 2,173        |
| <b>Total trade and other receivables - non current</b> | <b>1,525</b> | <b>2,173</b> |

Other receivables relate first of all to loans granted to third parties with whom business relationships also exist. Market interest is charged here on outstanding loans. The reduction in this amount compared with last year is due to the transfer from due after one year to short term. Other receivables also include a contractual claim under French social security legislation.

At the end of the financial year, doubtful receivables are estimated based on an assessment of all outstanding amounts. Doubtful debtors are written off in the year in which they are identified as such.

| The movements during the period of the allowance for bad and doubtful debts (non current) are as follows: | 2007          | 2006          |
|---|---------------|---------------|
| <b>Net carrying amount at the end of the preceding period</b>   | <b>-1,042</b> | <b>-1,261</b> |
| Amounts written off during the year   | -48           | -43           |
| Amounts transferred to amounts written off current receivables during the year                            | 412           | 262           |
| <b>Net carrying amount at the end of the period</b>   | <b>-678</b>   | <b>-1,042</b> |

All financial amounts expressed in thousands of euros.

| II. TRADE AND OTHER RECEIVABLES, CURRENT                         | 2007           | 2006           |
|--|----------------|----------------|
| Trade receivables, gross   | 203,439        | 198,531        |
| Allowance for bad and doubtful debts, current (-)                | -6,661         | -5,712         |
| Invoices to issue and credit notes to receive (*)                | 9,357          | 10,555         |
| Amounts receivable and debit balances supplier                   | 2,825          | 1,802          |
| Derivatives carried at positive fair value (cash flow hedge)     | 452            | 9              |
| Derivatives carried at positive fair value (non hedge contracts) | 450            | 1,720          |
| VAT receivable (*)   | 9,187          | 7,912          |
| Other receivables, gross   | 7,545          | 4,595          |
| Allowance for other receivables                                  | -791           | -341           |
| <b>Total trade and other receivables - current</b>               | <b>225,803</b> | <b>219,071</b> |

(\*) Not considered as financial assets as defined in IAS 32

| The analysis of the age of current trade receivables is as follows: | 2007    | 2006    |
|---|---------|---------|
| - Net carrying amount at the end of the period                      | 203,439 | 198,531 |
| - of which no amounts are written off and:                          |         |         |
| <i>not due and due less than 30 days</i>                            | 132,423 | 129,300 |
| <i>due 30 - 60 days</i>   | 33,961  | 30,887  |
| <i>due 61 - 90 days</i>   | 16,198  | 16,482  |
| <i>due more than 90 days</i>  | 13,350  | 14,317  |

Financial assets that have fallen due at reporting date, but on which no write-down has been taken as set out above: past-due amounts have not been written down where collection is still deemed likely.

At the end of the financial year, doubtful receivables are estimated based on an assessment of all outstanding amounts. Doubtful debtors are written off in the year in which they are identified as such.

| The movements during the period of the allowance for doubtful debts (trade receivables) is as follows: | 2007          | 2006          |
|--|---------------|---------------|
| <b>Net carrying amount at the end of the preceding period</b>  | <b>-5,712</b> | <b>-4,164</b> |
| - Business combinations / business divestiture   | -178          | -1,497        |
| - Transfer from allowance for non current other receivables  | -400          |               |
| - Amounts written off during the year  | -3,471        | -1,939        |
| - Reversal of amounts written off during the year  | 3,028         | 1,923         |
| - Receivables derecognised as uncollectible and amounts collected in the financial year                | 72            | -35           |
| <b>Net carrying amount at the end of the period</b>  | <b>-6,661</b> | <b>-5,712</b> |

In most Group companies, based on the year-end evaluation the provision from the end of the previous year is reversed and a new provision is recorded. Realised losses on receivables (also on receivables provisioned at the end of the previous financial year) are detailed in Note 7.

| The movements during the period of the allowance for doubtful debts (other receivables) is as follows: | 2007        | 2006        |
|--|-------------|-------------|
| <b>Net carrying amount at the end of the preceding period</b>  | <b>-341</b> | <b>-76</b>  |
| Amounts written off during the year  | -715        | -3          |
| Reversal of amounts written off during the year  | 277         |             |
| Transfer from allowance for non current other receivables  | -12         | -262        |
| <b>Net carrying amount at the end of the period</b>  | <b>-791</b> | <b>-341</b> |

| III. CASH AND CASH EQUIVALENTS         | 2007          | 2006          |
|--|---------------|---------------|
| Bank balances                          | 21,404        | 32,599        |
| Short-term deposits                    | 6,001         | 5,812         |
| Cash at hand                           | 83            | 49            |
| Other cash and cash equivalents        | 4             | 4             |
| <b>Total cash and cash equivalents</b> | <b>27,492</b> | <b>38,464</b> |

All financial amounts expressed in thousands of euros.

**NOTE 19. DEFERRED TAX ASSETS AND LIABILITIES**
**I. OVERVIEW DEFERRED TAX ASSETS - LIABILITIES**

Recognised deferred tax assets and liabilities are attributable to:

|  | 2007                |                          | 2006                |                          |
|--|---------------------|--------------------------|---------------------|--------------------------|
|  | Deferred Tax Assets | Deferred Tax Liabilities | Deferred Tax Assets | Deferred Tax Liabilities |
| Intangible assets  | 823                 | 116,477                  | 481                 | 112,716                  |
| Property, plant and equipment                                | 65                  | 22,765                   | 128                 | 22,169                   |
| Loans, guarantees, available-for-sale investments            | 197                 | 4,857                    | 204                 | 1,291                    |
| Inventories  |                     | 1,578                    |                     | 2,229                    |
| Trade and other receivables                                  | 3                   | 12                       | 1                   | 12                       |
| Short-term investments                                       |                     | 41                       |                     | 26                       |
| Cash and cash equivalents                                    |                     | 16                       |                     |                          |
| Deferred charges and accrued income                          |                     | 358                      |                     | 380                      |
| Treasury shares  |                     |                          |                     | 6                        |
| Capital reserves   |                     |                          | 278                 |                          |
| Retained earnings  |                     | 1,563                    |                     | 708                      |
| Provisions   | 27                  | 12                       | 29                  | 13                       |
| Non current employee benefits                                | 931                 |                          | 900                 | 164                      |
| Non current financial liabilities                            |                     | 464                      | 827                 |                          |
| Current financial liabilities                                |                     |                          | 185                 |                          |
| Current employee benefits                                    | 16                  |                          |                     |                          |
| Taxes  | 241                 | 1,864                    | 17                  |                          |
| Other payables   | 167                 |                          | 167                 | 4,288                    |
| Accrued charges and deferred income                          | 398                 |                          | 742                 | 4                        |
| <b>Total deferred taxes related to temporary differences</b> | <b>2,868</b>        | <b>150,007</b>           | <b>3,959</b>        | <b>144,006</b>           |
| Tax losses   | 13,165              |                          | 12,120              |                          |
| Tax credits  | 241                 |                          | 21                  |                          |
| Set off tax  | -10,663             | -10,663                  | -9,350              | -9,350                   |
| <b>Net deferred tax assets/liabilities</b>                   | <b>5,611</b>        | <b>139,344</b>           | <b>6,750</b>        | <b>134,656</b>           |

Deferred tax assets have not been recognised in respect of tax losses for an amount of € 18,882 (2006: € 10,982) and in respect of temporary differences of -€ 369 (2006: € 139) because it is not probable that future taxable profit will be available against which they can be utilised.

Roularta Media Group recognised deferred tax assets amounting to € 4,280 (2006: € 4,609) of affiliates which suffered losses in the current or previous period. Budgets, however, indicate that these affiliates will generate sufficient taxable profit in the near future to utilise the recognised deferred tax assets.

**II. DEFERRED TAXES ON TAX LOSSES CARRIED FORWARD AND TAX CREDITS**

| Year of expiration              | 2007                       |             | 2006                       |             |
|---------------------------------|----------------------------|-------------|----------------------------|-------------|
|                                 | Tax losses carried forward | Tax credits | Tax losses carried forward | Tax credits |
| Beyond 5 years                  |                            |             | 236                        |             |
| Without expiration date         | 13,165                     | 241         | 11,884                     | 21          |
| <b>Total deferred tax asset</b> | <b>13,165</b>              | <b>241</b>  | <b>12,120</b>              | <b>21</b>   |

**NOTE 20. INVENTORIES**

|                               | 2007          | 2006          |
|-------------------------------|---------------|---------------|
| <b>Gross amount</b>           |               |               |
| Broadcasting rights           | 39,199        | 44,996        |
| Raw materials                 | 8,048         | 6,252         |
| Work in progress              | 1,157         | 925           |
| Finished goods                | 920           | 812           |
| Goods purchased for resale    | 4,573         | 5,009         |
| Contracts in progress         | 1,686         | 1,672         |
| <b>Total gross amount (A)</b> | <b>55,583</b> | <b>59,666</b> |

All financial amounts expressed in thousands of euros.

|  |               |               |
|--|---------------|---------------|
| <b>Write-downs and other reductions in value (-)</b> |               |               |
| Broadcasting rights                                  | -37           | -4,810        |
| Raw materials  | -117          | -193          |
| Finished goods                                       | -81           | -33           |
| Goods purchased for resale                           | -1,690        | -2,199        |
| <b>Total write-downs (B)</b>                         | <b>-1,925</b> | <b>-7,235</b> |
| <b>Carrying amount</b>                               |               |               |
| Broadcasting rights                                  | 39,162        | 40,186        |
| Raw materials  | 7,931         | 6,059         |
| Work in progress                                     | 1,157         | 925           |
| Finished goods                                       | 839           | 779           |
| Goods purchased for resale                           | 2,883         | 2,810         |
| Contracts in progress                                | 1,686         | 1,672         |
| <b>Total carrying amount at cost (A+B)</b>           | <b>53,658</b> | <b>52,431</b> |

## NOTE 21. EQUITY

### ISSUED CAPITAL

On 5 January 2007 the company capital was increased by € 188 by the creation of 9,340 new shares with the related VVPR strips following an exercise of subscription rights. The board of directors, making use of the authorised capital, subsequently increased capital by € 0.5 by incorporating reserves available for distribution in the same amount, without issuing new shares, to bring the company capital to € 170,439.

On 27 June 2007 the company capital was increased by € 248 by the creation of 22,225 new shares with the related VVPR strips following an exercise of subscription rights. The board of directors, making use of the authorised capital, subsequently increased capital by € 0.08 by incorporating reserves available for distribution in the same amount, without issuing new shares, to bring the company capital to € 170,687.

At 31 December 2007, the issued capital amounts to € 170,687 (2006: € 170,251) and is represented by 11,037,050 (2006: 11,005,485) fully paid ordinary shares. These shares have no par value.

### TREASURY SHARES

By using the statutory authorisation to purchase own company shares, renewed at the annual meeting of the 15th of May 2007, the board of directors purchased 220,000 own shares at Euro next Brussels Stock Exchange in 2007. This purchase of treasury shares is related to the option plan of the 6th of November 2006 which was offered to management and executive employees. The shares were purchased at the day's rate for a total amount of € 14,045.

At 31 December 2007 the Group owns 417,149 own shares (2006: 224,156).

| CAPITAL RESERVES   | 2007       | 2006        |
|--|------------|-------------|
| Share premium  | 304        | 304         |
| Costs of issuance and equity increase (net after deferred taxes) | -817       | -745        |
| Reserves for share-based payments                                | 1,242      | 188         |
| <b>Total capital reserves</b>                                    | <b>729</b> | <b>-253</b> |

The reserves for share-based payments relate to the share options allocated as described in Note 22.

| REVALUATION RESERVES                                   | 2007         | 2006      |
|--|--------------|-----------|
| Revaluation reserves of available-for-sale investments |              | -605      |
| Hedging reserves                                       | 3,007        | 623       |
| <b>Total revaluation reserves</b>                      | <b>3,007</b> | <b>18</b> |

| Revaluation reserves of available-for-sale investments   |             |             |
|--|-------------|-------------|
| <b>At the end of the preceding period</b>  | <b>-605</b> | <b>-514</b> |
| Fair value adjustments   |             | -91         |
| Cumulative result recognised in profit and loss related to impairment losses on available-for-sale investments | 605         |             |
| <b>At the end of the period</b>  | <b>0</b>    | <b>-605</b> |
| <i>of which participation SA Cyber Press Publishing</i>  |             | -605        |

The revaluation of the investment in SA Cyber Press Publishing in previous years was based on the closing rate of the share on Euronext. An impairment loss was recorded with the liquidation of Cyber Press Publishing in 2007.



| Hedging reserves   |        |      |
|--|--------|------|
| At the end of the preceding period                                       | 623    | 0    |
| Gains / losses on cash flow hedges                                       | 3,612  | 944  |
| Taxes related to gains / losses on cash flow hedges recognised in equity | -1,228 | -321 |
| At the end of the period   | 3,007  | 623  |

Changes in the fair value of hedging instruments designated as effective cash flow hedges are calculated and recognised directly in equity on a half-yearly basis.

## NOTE 22. SHARE BASED PAYMENTS

Various subscription rights and stock option plans have been issued by NV Roularta Media Group with the intention of allowing management and executive employees to benefit from the growth of the company and the evolution of the Roularta share. All subscription rights and stock option plans are settled in equity instruments, whereby each plan provides that one option or one subscription right entitles its holder to one Roularta share against payment of the exercise price. Options become unconditional when the employment contract or directorship has not ended at the time of the next exercise period. An overview of existing subscription rights and stock option plans follows.

### SUBSCRIPTION RIGHTS

Overview of the subscription rights offered to the management and executive employees:

| Year of offering | Subscription rights offered | Subscription rights granted | Subscription rights to be exercised | Exercise price in € | First exercise period | Last exercise period |
|------------------|-----------------------------|-----------------------------|-------------------------------------|---------------------|-----------------------|----------------------|
| 1998             | 300,000                     | 300,000                     | 17,375                              | 11.15               | 15/5 - 15/6/2001      | 15/4 - 6/5/2008      |
| 2001             | 200,000                     | 114,600                     | 51,120                              | 20.13               | 1/12 - 30/12/2005     | 10/9 - 10/10/2014    |
|                  | <b>500,000</b>              | <b>414,600</b>              | <b>68,495</b>                       |                     |                       |                      |

At 27 June 2007, 22,225 of the subscription rights offered in 1998 were exercised. At 5 January 2007, 9,340 of the subscription rights offered in 2001 were exercised.

Details of the subscription rights outstanding during the year are as follows:

|  | 2007                                       | 2006                                       |
|--|--|--|
|  | <b>Subscription rights to be exercised</b> | <b>Subscription rights to be exercised</b> |
| Outstanding at the beginning of the year | 102,060                                    | 163,475                                    |
| Forfeited during the year                | -2,000                                     | -2,500                                     |
| Exercised during the year                | -31,565                                    | -58,915                                    |
| Outstanding at the end of the year       | 68,495                                     | 102,060                                    |

### STOCK OPTION PLANS

The Appointments and Remuneration Committee decides on the allocation of the option plans as a function of executives' and managers' performance, their contribution to achieving Group objectives and their commitment to the long-term development of Group strategy. Share options are exercisable at a price equal to the average quoted market price of the company's shares in the period of 30 days preceding the date of offering. The vesting period of the share options is stated in the schedule below-mentioned. If the share option remains unexercised during the last exercise period, the share option expires. The share options which are not yet exercisable are forfeited if a member of management or an executive employee leaves the company before the last exercise period, except in case of retirement or decease.

Overview of the stock option plans offered to the management and executive employees:

| Year of offering | Options offered | Options granted | Options to be exercised | Exercise price in € | First exercise period | Last exercise period |
|------------------|-----------------|-----------------|-------------------------|---------------------|-----------------------|----------------------|
| 2000             | 125,500         | 119,305         | 98,180                  | 65.00               | 1/1 - 30/4/2004       | 1/1 - 22/5/2013      |
| 2001             | 82,125          | 73,575          | 19,007                  | 18.20               | 1/1 - 26/6/2005       | 1/1 - 25/8/2014      |
| 2002             | 25,000          | 25,000          | 0                       | 18.50               | 15/5 - 15/6/2006      | 15/5 - 15/6/2006     |
| 2002             | 10,000          | 10,000          | 10,000                  | 20.00               | 1/1 - 31/12/2006      | 1/1 - 3/10/2012      |
| 2002             | 50,000          | 33,500          | 15,050                  | 21.93               | 1/1 - 30/6/2006       | 1/7 - 31/12/2015     |
| 2003             | 10,000          | 10,000          | 6,000                   | 27.00               | 1/1 - 31/12/2007      | 1/1 - 10/10/2013     |
| 2003             | 10,000          | 10,000          | 0                       | 26.00               | 1/1 - 31/12/2007      | 1/1 - 31/12/2007     |
| 2003             | 12,500          | 12,500          | 2,500                   | 26.00               | 1/1 - 31/12/2007      | 1/1 - 2/7/2013       |
| 2003             | 2,500           | 2,500           | 250                     | 28.62               | 1/1 - 31/12/2007      | 1/1 - 31/12/2008     |
| 2006             | 300,000         | 267,050         | 264,050                 | 53.53               | 1/1 - 31/12/2010      | 1/1 - 31/12/2016     |
|                  | <b>627,625</b>  | <b>563,430</b>  | <b>415,037</b>          |                     |                       |                      |

All financial amounts expressed in thousands of euros.

Details of the share options outstanding during the year are as follows:

|   | 2007                    |                                      | 2006                    |                                      |
|---|-------------------------|--------------------------------------|-------------------------|--------------------------------------|
|   | Number of share options | Weighted average exercise price in € | Number of share options | Weighted average exercise price in € |
| <b>Outstanding at the beginning of the year</b> | <b>180,086</b>          | <b>45.67</b>                         | <b>211,751</b>          | <b>42.04</b>                         |
| Granted during the year                         | 267,050                 | 53.53                                |                         |                                      |
| Forfeited during the year                       | -5,092                  | 51.48                                | -2,959                  | 36.42                                |
| Exercised during the year                       | -27,007                 | 23.38                                | -28,706                 | 19.81                                |
| <b>Outstanding at the end of the year</b>       | <b>415,037</b>          | <b>52.11</b>                         | <b>180,086</b>          | <b>45.67</b>                         |
| Exercisable at the end of the year              | 77,476                  |                                      | 67,358                  |                                      |

The weighted average share price at the date of exercise for share options exercised during the year was € 59.87 (2006: € 52.21). The share options outstanding at the end of the year have a weighted average remaining term of 7 years and 10 months.

The fair value of the in 2007 granted options amounts to 16.15 euro and was calculated at the grant date of the option using the Black-Scholes option pricing model. The expected volatility is based on the historic volatility over a period of 1 year of historic rates. The inputs into the model used to calculate the fair value of the in 2007 granted options were as follows:

|  |       |
|--|-------|
| Weighted average share price in € on the date of grant | 59.10 |
| Weighted average exercise price                        | 53.53 |
| Expected volatility                                    | 21%   |
| Expected life of the share option (in years)           | 5     |
| Risk free rate   | 4.0%  |
| Expected dividend yield                                | 1.3%  |

In 2007 the Group recognised € 1,054 (2006: € 84) as personnel cost relating to equity-settled share-based payment transactions. All stock option plans granted as of 7 November 2002 are recognised in profit and loss.

### NOTE 23. PROVISIONS

| 2007<br>Provisions, non current              | Legal proceeding provisions | Environmental provisions | Restructuring provisions | Other provisions | Total         |
|--|-----------------------------|--------------------------|--------------------------|------------------|---------------|
| <b>At the end of the preceding period</b>    | <b>1,823</b>                | <b>129</b>               | <b>5,937</b>             | <b>4,400</b>     | <b>12,289</b> |
| Movements during the period                  |                             |                          |                          |                  |               |
| - Additional provisions                      | 587                         |                          | 854                      | 962              | 2,403         |
| - Increase / decrease to existing provisions |                             |                          |                          | 82               | 82            |
| - Transfers from one heading to another      | 264                         |                          | -883                     | 619              | 0             |
| - Acquisitions through business combinations |                             |                          |                          | 19               | 19            |
| - Amounts of provisions used (-)             | -804                        | -36                      | -4,618                   | -562             | -6,020        |
| - Unused amounts of provisions reversed (-)  | -18                         |                          | -63                      | -164             | -245          |
| <b>At the end of the period</b>              | <b>1,852</b>                | <b>93</b>                | <b>1,227</b>             | <b>5,356</b>     | <b>8,528</b>  |

Provisions for pending disputes relate largely to disputes at NV De Streekkrant-De Weekkrantgroep, SA Groupe Express-Roularta and at NV Roularta Media Group (formerly at NV Roularta Books) and some other pending disputes. The environmental provision relates totally to provisions for soil decontamination. The restructuring provisions relate primarily to the current restructurings at Groupe Express-Roularta. The other provisions relate largely to the provision at VMMA for taxes on games of chance, the URSSAF provision at several French subsidiaries and the provision relating to the move of Editions Génération/L'Etudiant.

| 2006<br>Provisions, non current              | Legal proceeding provisions | Environmental provisions | Restructuring provisions | Other provisions | Total         |
|--|-----------------------------|--------------------------|--------------------------|------------------|---------------|
| <b>At the end of the preceding period</b>    | <b>3,146</b>                | <b>157</b>               | <b>0</b>                 | <b>611</b>       | <b>3,914</b>  |
| Movements during the period                  |                             |                          |                          |                  |               |
| - Additional provisions                      | 485                         |                          | 1,589                    | 3,471            | 5,545         |
| - Increase / decrease to existing provisions |                             |                          |                          | 170              | 170           |
| - Acquisitions through business combinations | 4                           |                          | 5,751                    | 568              | 6,323         |
| - Amounts of provisions used (-)             | -1,800                      | -28                      | -1,403                   | -379             | -3,610        |
| - Unused amounts of provisions reversed (-)  | -12                         |                          |                          | -41              | -53           |
| <b>At the end of the period</b>              | <b>1,823</b>                | <b>129</b>               | <b>5,937</b>             | <b>4,400</b>     | <b>12,289</b> |

### NOTE 24. SIGNIFICANT LITIGATION

NV De Streekkrant-De Weekkrantgroep is involved in a legal dispute with NV Kempenland in which damages of € 7,551 have been demanded for failure to fulfil a printing contract. A provision of € 1,000 has already been set up for these proceedings, of which € 450 has already been paid into a frozen account. NV Roularta Media Group is involved in proceedings before the trade court with its former business partner Bookmark. A provision of € 578 has been set up in respect of these proceedings. At SA Groupe Express-Roularta a provision of € 493 was set up for pending litigation relating to published articles.

All financial amounts expressed in thousands of euros.

**NOTE 25. EMPLOYEE BENEFITS**
**I. GENERAL OVERVIEW**

|  | 2007         | 2006         |
|--|--------------|--------------|
| Defined benefit plans                          | 4,429        | 4,261        |
| Redundancy payments                            | 1,013        | 488          |
| Other long-term employee benefits              | 2,744        | 2,833        |
| <i>Future tariff benefits on subscriptions</i> | 1,784        | 1,531        |
| <i>Employee retirement premiums</i>            | 352          | 319          |
| <i>Jubilee premiums</i>                        | 275          | 644          |
| <i>Profit sharing and bonuses</i>              | 333          | 339          |
| <b>At the end of the period</b>                | <b>8,186</b> | <b>7,582</b> |

**II. DEFINED BENEFIT PLANS**

Various defined benefit pension plans exist within the Group, whereby remuneration is dependent on the number of years' service and salary levels. For the Belgian and Norwegian plans the assets are held in funds as required by law. For each plan the pension costs are calculated separately by an actuary based on the 'projected unit credit' method. Using this method obligations in respect of previous years' service and built-up fund investments are calculated, with the difference between the two (net value) shown by the Group in the balance sheet.

|   | 2007         | 2006         |
|---|--------------|--------------|
| <b>A. Amounts recognised in the balance sheet</b>                               |              |              |
| 1. Net funded defined benefit plan obligation (asset)                           | 566          | 908          |
| 1.1. Present value of funded or partially funded obligation                     | 2,153        | 2,487        |
| 1.2. Fair value of plan assets (-)  | -1,587       | -1,579       |
| 2. Present value of wholly unfunded obligation                                  | 3,917        | 3,441        |
| 3. Unrecognised actuarial gains / losses  | -66          | -94          |
| 4. Other components   | 12           | 6            |
| <b>Defined benefit plan obligation, total</b>                                   | <b>4,429</b> | <b>4,261</b> |
| <b>B. Net expense recognised in income statement</b>                            |              |              |
| 1. Current service cost   | 404          | 554          |
| 2. Interest cost  | 232          | 383          |
| 3. Expected return on plan assets (-)   | -36          | -75          |
| 4. Net actuarial (gain) loss recognised   | -320         | -1,321       |
| <b>Net expense recognised in income statement</b>                               | <b>280</b>   | <b>-459</b>  |
| <b>C. Movements in the present value of the defined benefit plan obligation</b> |              |              |
| <b>Present value of the defined benefit plan obligation, beginning balance</b>  | <b>5,928</b> | <b>1,584</b> |
| 1. Current service cost   | 404          | 554          |
| 2. Interest cost  | 232          | 383          |
| 3. Net actuarial (gain) loss recognised   | -464         | -783         |
| 4. Contribution by the plan's participants                                      | 42           | 42           |
| 5. Increases through business combinations                                      |              | 4,163        |
| 6. Foreign currency exchange increase (decrease)                                | 19           | -15          |
| 7. Benefits paid (-)  | -111         |              |
| 8. Other increase (decrease)  | 20           |              |
| <b>Present value of the defined benefit plan obligation, ending balance</b>     | <b>6,070</b> | <b>5,928</b> |
| <b>D. Movements in the fair value of plan assets</b>                            |              |              |
| <b>Fair value of plan assets, beginning balance</b>                             | <b>1,579</b> | <b>748</b>   |
| 1. Expected return on plan assets   | 59           | 75           |
| 2. Actuarial gains (losses)   | -147         | 653          |
| 3. Contributions by employer  | 150          | 118          |
| 4. Contribution by the plan's participants                                      | 42           |              |
| 5. Foreign currency exchange increase (decrease)                                | 15           | -11          |
| 6. Benefits paid (-)  | -111         | -4           |
| <b>Fair value of plan assets, ending balance</b>                                | <b>1,587</b> | <b>1,579</b> |
| <b>Actual return on plan assets</b>   | <b>79</b>    |              |
| <b>E. Principal actuarial assumptions</b>                                       |              |              |
| 1. Discount rate  | 5.0%         | 4.5%         |
| 2. Expected return on plan assets   | 5.0%         | 5.0%         |
| 3. Expected rate of salary increase   | 2.0%         | 3.0%         |
| 4. Future defined benefit increase  | 2.5%         | 2.5%         |

All financial amounts expressed in thousands of euros.

|   | 2007         | 2006         | 2005       | 2004       |
|---|--------------|--------------|------------|------------|
| Present value of defined benefit obligation | 6,070        | 5,928        | 1,583      | 483        |
| Fair value of plan assets                   | 1,587        | 1,579        | 748        | 240        |
| <b>Deficit / (surplus)</b>                  | <b>4,483</b> | <b>4,349</b> | <b>835</b> | <b>243</b> |
| Experience adjustments on plan liabilities  | -464         | -783         |            |            |
| Experience adjustments on plan assets       | -147         | -653         |            |            |

For defined benefit pension plans a defensive investment strategy is applied, with investment mainly in fixed income securities, so as to guarantee the safety, return and liquidity of the investments, with judicious diversification and spread of investments.

The major categories of plan assets, and the percentage that each major category constitutes of the fair value of the total plan assets, is as follows:

|                         | 2007 |
|-------------------------|------|
| Fixed income securities | 82%  |
| Equity instruments      | 8%   |
| Property                | 5%   |
| Liquid                  | 5%   |

The Group expects to make a contribution of € 190 to the defined benefit plans in 2008.

### III. DEFINED CONTRIBUTION PLANS

There exist several defined contribution plans within the Group. Except for the guaranteed contributions paid to the insurance company, the Group has no liabilities. When an employee has rendered service to an entity during a period, the entity recognises the contribution payable to a defined contribution plan in exchange for that service. The expenses recognised related to the defined contribution plans amount to € 2,604 (2006: € 2,618).

### IV. STOCK OPTIONS AND SUBSCRIPTION RIGHTS

We refer to Note 22.

## NOTE 26. FINANCIAL LIABILITIES AND PAYABLES

| 2007   | CURRENT        | NON CURRENT   |               |                | Total          |
|--|----------------|---------------|---------------|----------------|----------------|
|  | Up to 1 year   | 2 years       | 3 to 5 years  | over 5 years   |                |
| <b>Financial liabilities</b>                                   |                |               |               |                |                |
| Debentures   |                |               |               | 50,517         | 50,517         |
| - recognition at transaction exchange rate                     |                |               |               | 61,389         | 61,389         |
| - revaluation at the balance sheet closing date                |                |               |               | -10,872        | -10,872        |
| Derivatives  |                |               |               | 6,768          | 6,768          |
| Finance leases   | 3,480          | 6,887         | 8,179         | 12,976         | 31,522         |
| Credit institutions  | 55,239         | 18,084        | 77,073        | 34,866         | 185,262        |
| Other loans  | 701            | 24            | 2,150         | 522            | 3,397          |
| <b>Total financial liabilities according to their maturity</b> | <b>59,420</b>  | <b>24,995</b> | <b>87,402</b> | <b>105,649</b> | <b>277,466</b> |
| <b>Trade and other payables</b>                                |                |               |               |                |                |
| Trade payables   | 153,398        | 1,553         |               |                | 154,951        |
| Advances received  | 54,488         |               |               |                | 54,488         |
| Current employee benefits                                      | 38,910         |               |               |                | 38,910         |
| - of which payables to employees                               | 22,965         |               |               |                | 22,965         |
| - of which payables to Public Administrations                  | 15,945         |               |               |                | 15,945         |
| Taxes  | 1,782          |               |               |                | 1,782          |
| Other payables   | 21,658         |               |               | 145            | 21,803         |
| Accrued charges and deferred income                            | 6,840          |               |               |                | 6,840          |
| <b>Total amount of payables according to their maturity</b>    | <b>277,076</b> | <b>1,553</b>  | <b>0</b>      | <b>145</b>     | <b>278,774</b> |

All financial amounts expressed in thousands of euros.

| 2006   | CURRENT        | NON CURRENT   |               |               |                |
|--|----------------|---------------|---------------|---------------|----------------|
|  | Up to 1 year   | 2 years       | 3 to 5 years  | over 5 years  | Total          |
| <b>Financial liabilities</b>                                   |                |               |               |               |                |
| Debtures   |                |               |               | 56,463        | 56,463         |
| - Recognition at transaction exchange rate                     |                |               |               | 61,321        | 61,321         |
| - Revaluation at the balance sheet closing date                |                |               |               | -4,858        | -4,858         |
| Derivatives  |                |               |               | 3,923         | 3,923          |
| Finance leases   | 2,591          | 8,446         | 9,386         | 12,487        | 32,910         |
| Credit institutions  | 132,162 (1)    | 3,345         | 24,065        | 7,056         | 166,628        |
| Other loans  | 711            | 139           | 1,899         | 348           | 3,097          |
| <b>Total financial liabilities according to their maturity</b> | <b>135,464</b> | <b>11,930</b> | <b>35,350</b> | <b>80,277</b> | <b>263,021</b> |
| <b>Trade and other payables</b>                                |                |               |               |               |                |
| Trade payables   | 146,188        | 2,097         |               |               | 148,285        |
| Advances received  | 52,755         |               |               |               | 52,755         |
| Current employee benefits                                      | 38,115         |               |               |               | 38,115         |
| - of which payables to employees                               | 24,809         |               |               |               | 24,809         |
| - of which payables to Public Administrations                  | 13,306         |               |               |               | 13,306         |
| Taxes  | 1,545          |               |               |               | 1,545          |
| Other payables   | 20,541         | 174           | 9             | 44            | 20,768         |
| Accrued charges and deferred income                            | 8,585          |               |               |               | 8,585          |
| <b>Total amount of payables according to their maturity</b>    | <b>267,729</b> | <b>2,271</b>  | <b>9</b>      | <b>44</b>     | <b>270,053</b> |

(1) Including € 117,000 of short-term debt, following the financing of the acquisition of Groupe Express-Roularta. This was converted in 2007 into long-term credits.

For borrowings entered into, no provisions with regard to principal, interest, sinking fund or redemption requirements exist that have not been fulfilled, nor have there been any other violations of the provisions of the loan agreements.

The guaranteed debts included in the financial liabilities can be summarised as follows:

|                     |        |
|---------------------|--------|
| Finance leases      | 31,522 |
| Credit institutions | 10,812 |

These are guaranteed by:

|  |        |
|--|--------|
| Mortgages registered on the Group's land and buildings | 25,312 |
| Pledges  | 6,225  |

For further information on the Group's exposure to interest and exchange rate risks, see Note 30. Financial instruments - market and other risks.

## NOTE 27. OTHER NOTES ON LIABILITIES

| CURRENT TRADE PAYABLES                              | 2007           | 2006           |
|---|----------------|----------------|
| Trade payables                                      | 92,002         | 81,731         |
| Bills of exchange payable                           | 6,809          | 10,104         |
| Invoices to be received / credit notes to issue (*) | 54,290         | 54,092         |
| Credit balances trade receivables                   | 297            | 261            |
| <b>Total current trade payables</b>                 | <b>153,398</b> | <b>146,188</b> |

The increase in current trade payables compared with the previous period is located mainly at RMG and Roularta Printing, as a result of the ongoing investments.

| CURRENT OTHER PAYABLES                                       | 2007          | 2006          |
|--|---------------|---------------|
| Indirect tax payable (*)                                     | 17,822        | 16,509        |
| Derivatives with negative fair value (non hedging contracts) | 1,325         | 493           |
| Other payables   | 2,511         | 3,539         |
| <b>Total current other payables</b>                          | <b>21,658</b> | <b>20,541</b> |

Indirect taxes relate primarily to VAT, advance income tax and provincial and municipal taxes. The increase in other payables is due to the fact that at the end of 2006 this heading contained the non-eliminated part of the debt to SA Ideat Editions for the purchase of Atmosphères in an amount of € 1,797.

| ACCRUED CHARGES AND DEFERRED INCOME                 | 2007         | 2006         |
|---|--------------|--------------|
| Accrued interest                                    | 2,396        | 1,899        |
| Accrued charges and deferred income (*)             | 3,867        | 6,300        |
| Carrying amount of government grants recognised (*) | 577          | 386          |
| <b>Total accrued charges and deferred income</b>    | <b>6,840</b> | <b>8,585</b> |

The decrease is connected on the one hand with the fall in deferred income at RMG and the fact that deferred income in 2006 at VMMA contained a one-off intervention.

(\*) No financial liability as defined in IAS 32

All financial amounts expressed in thousands of euros.

**NOTE 28. FINANCE AND OPERATING LEASES**
**I. FINANCE LEASES**

|  | Present value of<br>minimum lease payments |               | Minimum<br>lease payments |               |
|--|--|---------------|---------------------------|---------------|
|  | 2007                                       | 2006          | 2007                      | 2006          |
| < 1 year                                       | 3,480                                      | 2,591         | 4,923                     | 3,967         |
| 1 to 5 years                                   | 15,066                                     | 17,832        | 18,367                    | 21,809        |
| > 5 years                                      | 12,976                                     | 12,487        | 14,180                    | 13,650        |
|  | <b>31,522</b>                              | <b>32,910</b> | <b>37,470</b>             | <b>39,426</b> |
| Minimum lease payments, interests              |  |               | -5,948                    | -6,516        |
| <b>Present value of minimum lease payments</b> | <b>31,522</b>                              | <b>32,910</b> | <b>31,522</b>             | <b>32,910</b> |
| Included in the financial debt as:             |  |               |                           |               |
| Current finance lease                          |  |               | 3,480                     | 2,591         |
| Non current finance lease                      |  |               | 28,042                    | 30,319        |
|  |  |               | <b>31,522</b>             | <b>32,910</b> |

All finance lease arrangements held by the Group relate to machines. Regionale Media Maatschappij holds finance lease arrangements for editing cells and broadcasting material, for which purchase options exist at 1% of the gross investment. The terms of renewal of these arrangements are fixed at 0.75% of the gross investment for the first and second year, and at 0.1% for the third and following years. A purchase option exists at 3% of the gross investment for the finance lease of studio equipment.

Roularta Printing holds several finance lease arrangements. The lease arrangements of a printing press, an assembly line and a packaging machine include a purchase option fixed at 1% of the gross investment, the terms of renewal were fixed at 0.75% for the first and second year, and 0.1% for the following years. The new finance lease arrangement of 2 printing presses includes a purchase option fixed at 2% of the gross amount. The terms of renewal of these arrangements are fixed at 1.75% of the gross investment for the first and second year, and at 0.1% for the third and following years.

Vogue Trading Video has a sale & lease back agreement for DVD production lines. The purchase option was set at 16% of the gross investment.

At 4FM a financial lease for broadcasting masts was concluded on 1 May 2004. Except if the Flemish government's licence of 4FM to operate as a private radio station is not extended after 6 September 2010, this agreement runs for 10 years, and is thereafter tacitly renewed for further five-year periods. The period of notice is 12 months. In the event of the (partial) suspension, by withdrawal or change, of any permit, authorisation, permission or recognition, the obligation to pay the agreed amount continues, with the exception of the variable part of the costs connected with energy consumption or other costs not incurred by the lessor during the suspension in fulfilling its obligations under the lease agreement.

|  | 2007  | 2006 |
|--|-------|------|
| Interest recognised as an expense in the period related to finance lease | 1,389 | 615  |

The interest portion of the financial lease is charged to income over the term of the lease. The increase compared with last year is due first to the financial lease agreements at NV Roularta Printing covering printing presses and at NV Vogue Trading Video for the DVD production lines, which were concluded in 2006, but for which full year's interest costs were recorded only in 2007, and secondly to the interest cost of the financial lease for broadcasting masts at the 4FM group.

**II. OPERATING LEASES**

|   | 2007  | 2006  |
|---|-------|-------|
| Lease payments recognised as an expense in the period | 5,349 | 4,457 |

The Group mainly rents company cars and office equipment. Operating lease payments are expressed in the income statement on a straight-line basis over the lease term. The increase compared to last year is entirely related to the acquisition of Groupe Express-Roularta.

| Non-cancellable future minimum operating lease payments | 2007         | 2006         |
|---|--------------|--------------|
| < 1 year  | 3,879        | 3,463        |
| 1 to 5 years  | 5,617        | 5,577        |
| > 5 years   | 39           | 48           |
|   | <b>9,535</b> | <b>9,088</b> |

**NOTE 29. CONTINGENT LIABILITIES AND CONTRACTUAL COMMITMENTS FOR THE ACQUISITION OF PROPERTY, PLANT AND EQUIPMENT**

The Group provides securities for obligations totalling €9,396, of which €1,150 relate to joint ventures. Pledges totalling €6,225 were given on business assets, €2,250 of which related to joint ventures.

In the case of Vlaamse Media Maatschappij NV there is uncertainty concerning the tax debt, the uncertainty relates to the regulations and no assessment has been received to date. A provision of €3,122 (RMG share) has been entered. The uncertainty cannot be quantified with any greater accuracy.

All financial amounts expressed in thousands of euros.

Roularta Printing's contractual obligations to buy paper from third parties amount to € 3,023. VMMA's contractual obligations amount to € 40,575 and consist of contracted broadcasting rights (€ 38,172), equipment rental (€ 2,307) and purchases of third party services (€ 96). The contractual obligations to acquire property, plant and equipment amount to € 20,552 and consist mainly of obligations relating to the ongoing investments in the printing presses (€ 6,810 for the building and € 13,742 for machines).

### NOTE 30. FINANCIAL INSTRUMENTS - MARKET AND OTHER RISKS

In the exercise of its business activity the Group is exposed to currency, interest rate, credit and market risks. Derivatives are used to reduce the currency and interest risks.

#### A. CURRENCY RISK

##### Operating activities

The currency risks identified by management relate to the (expected) purchases in USD in the Audiovisual Media segment and to activities outside the eurozone. Other than that the Group does not run any significant currency risks with respect to its operating activities.

With regard to the (expected) purchases in USD in the Audiovisual Media segment, the Group uses foreign exchange contracts to hedge the risk of changes in the fair value of a recognised asset or liability, or a non-recognised definite undertaking in the context of its commercial activities. The forward contracts are viewed as fair value hedges as defined in IAS 39. These are valued at market value (€ 393 in 2007 and € 231 in 2006) and booked in the heading 'financial derivatives' under non current liabilities.

The operating currency risks to the Group from activities outside the eurozone, that is Norway and Sweden, are very limited. The net cash flow from and to these entities, and their timing, is such that no significant currency positions have arisen from them.

##### Financing activities

The only financing activity with a potential currency risk is the US Private Placement in USD undertaken in 2006 by the Group with a nominal value of \$ 75,000 and maturing in 2014, interest on which is payable half-yearly.

To hedge the currency risk on both the principal and the (future) interest payments on this USD-denominated loan, the Group has taken out a foreign exchange future contract (cross-currency swap) maturing on the same date as the loan repayment and the associated interest payment. Given that the financial instrument hedges the entire currency risk, hedge reporting is applied.

Upon initial recognition, this loan was converted into euros at the transaction rate. At balance sheet date it was valued at the balance sheet exchange rate. The difference between the amount of the loan at the original exchange rate and at the balance sheet exchange rate is recognised in the income statement. The related foreign exchange future contract is also converted at market value. Differences with the original market value or the value ascribed at the most recent revision date are also recognised in the income statement. The translation differences on this USD loan recognised in the income statement during the financial year amount to € 6,014 (2006: € 4,858). The change in the value of the foreign exchange future contract which is also recognised in the income statement is - € 6,014 (2006: - € 4,858).

##### Estimated sensitivity to currency risk:

Management is of the opinion that, given the above-mentioned hedging of the currency risks, the risk of fluctuations in the fair value or future cash flows of a financial instrument as a result of exchange rate differences is not material.

#### B. INTEREST RATE RISK

The maturity dates of the financial debts and liabilities are given in Note 26.

The debenture and loans of credit institutions have fixed or variable interest rates.

The table below summarises the effective interest rates at balance sheet date of these interest-bearing loans at 31 December 2007:

| Fixed interest rate | Carrying amount | Effective interest rate |
|---------------------|-----------------|-------------------------|
| Debenture           | 50,517          | 4.75%                   |
| Credit institutions | 418             | from 3% to 4%           |
| Credit institutions | 50,739          | from 4% to 5%           |
| Credit institutions | 461             | from 5% to 6%           |
| Credit institutions | 2,491           | from 6% to 7%           |

| Variable interest rate, converted into fixed interest rate through hedging contracts | Carrying amount | Effective interest rate |
|--|-----------------|-------------------------|
| Credit institutions  | 71,000          | from 4% to 5%           |

| Variable interest rate, converted into limited interests rate through hedging contracts | Carrying amount | Effective interest rate 2007 |
|---|-----------------|------------------------------|
| Credit institutions   | 20,000          | from 4% to 5%                |

| Variable interest rate | Carrying amount | Effective interest rate 2007 |
|------------------------|-----------------|------------------------------|
| Credit institutions    | 1,950           | from 4% to 5%                |

As well as these loans, the Group had at 31 December 2007 other short-term straight loans, financings and overdrafts with credit institutions totalling € 38,203. These carry variable market interest rates.

Loans towards joint ventures have a fixed interest rate which is revisable after three or five years.

In order to hedge the risks of unfavourable interest rate fluctuations the Group used financial instruments (IRS contracts and Cap-Floor contracts).

*All financial amounts expressed in thousands of euros.*



**As of 31 December 2007:**

The financial instruments which meet the requirements defined in IAS 39 and are therefore regarded as cash flow hedging contracts can be summarised as follows:

*Debenture:* to hedge the interest rate risk on this loan in USD, the Group has concluded an interest rate swap, in addition to the cross-currency swap covering the exchange risk which is detailed under the currency risk. This contract had the effect of reducing the effective fixed interest rate on this loan to 4.75%. The cash flows from this contract match those of the interest and principal payments on this debenture. This interest rate swap is considered as a cash flow hedge. The fair value of this contract amounts to € 4,104 as of 31 December 2007. In 2007 a profit before taxes of € 3,169 was recognised directly in equity.

*Credit institutions:* the following contracts have been concluded in order to limit the variable interest risk on various contracts:

- a) a Cap rate contract to hedge the variable interest risk on a credit with an outstanding nominal amount of € 20,000, maturing on 27/12/2011, with interest payable quarterly, to a maximum interest rate of 5.00%. The cash flows on this contract match those of the interest payments on this loan.

In accordance with the hedge accounting rules of IAS 39, the portion of the profit on the derivative financial instrument that can be regarded as an effective hedge was recognised directly in equity (hedging reserves). On this cash flow hedge a net pre-tax profit of € 119 (€ 78 after tax) was recognised directly to equity in 2007. This is also the amount of the fair value of the derivative at 31 December 2007.

- b) An IRS contract with a variable interest rate on a credit with an outstanding nominal amount of € 50,000, of which € 7,500 maturing within one year (in three-monthly tranches) and the balance in three-monthly tranches of € 2,125 starting in January 2009, with interest payable quarterly, hedging the interest rate and reducing it to 4.86%. The cash flows on this contract match those of the interest payments on this loan.

In accordance with the hedge accounting rules of IAS 39, the portion of the profit on the derivative financial instrument that can be regarded as an effective hedge was recognised directly in equity (hedging reserves). On this cash flow hedge a net pre-tax profit of € 107 (€ 71 after tax) was recognised directly to equity in 2007. This is also the amount of the fair value of the derivative at 31 December 2007.

- c) An IRS contract with a variable interest rate on a credit with an outstanding nominal amount of € 15,000, of which € 2,216 maturing within one year (in three-monthly tranches) and the balance in three-monthly tranches of € 639 starting in March 2009, with interest payable quarterly, hedging the interest rate and reducing it to 4.60%. The cash flows on this contract match those of the interest payments on this loan.

In accordance with the hedge accounting rules of IAS 39, the portion of the profit on the derivative financial instrument that can be regarded as an effective hedge was recognised directly in equity (hedging reserves). On this cash flow hedge a net pre-tax profit of € 144 (€ 95 after tax) was recognised directly to equity in 2007. This is also the amount of the fair value of the derivative at 31 December 2007.

- d) An IRS contract with a variable interest rate on a credit with an outstanding nominal amount of € 6,000, of which € 1,800 maturing on 30 September 2010 and the balance in three-monthly tranches of € 150 starting in December 2010, with interest payable quarterly, hedging the interest rate until the final maturity date of 30 September 2012 and reducing it to 4.51%. The cash flows on this contract match those of the interest payments on this loan.

In accordance with the hedge accounting rules of IAS 39, the portion of the profit on the derivative financial instrument that can be regarded as an effective hedge was recognised directly in equity (hedging reserves). On this cash flow hedge a net pre-tax profit of € 82 (€ 54 after tax) was recognised directly to equity in 2007. This is also the amount of the fair value of the derivative at 31 December 2007.

Alongside these are a number of contracts that do not meet the conditions of IAS 39 to be viewed as hedging contracts. These contracts have the following influence on the result for the financial year:

- a) an IRS contract with a nominal amount of € 61,820 starting on 26 April 2006 and running until 26 April 2014 was terminated on 26 October 2007. This resulted in a loss amounting to € 1,501, recognised in financial results.

- b) to replace this contract under a), a new IRS contract was concluded, starting on 26 October 2007 and ending on 26 April 2014. The change in market value (fair value) of this contract at 31 December 2007 (€ 372) was recognised in financial results.

It should be noted that this contract was terminated before maturity on 22 January 2008, giving rise to a positive cash flow of € 1,750.

- c) an IRS contract with a nominal amount of € 50,000 starting on 15 October 2006 and running until 15 October 2014 was terminated on 3 April 2007. This resulted in a profit of € 493, recognised in financial results.

- d) to replace the contract under c) a new IRS contract was concluded with a nominal amount of € 50,000 beginning 16 April 2007 and ending on 15 October 2007. The negative change in market value on 31 December 2007 (€ 1,286) was charged to the income statement.

It should be noted that this contract was terminated before maturity on 22 January 2008, giving rise to a positive cash flow of € 375.

- e) a Cap rate contract with a nominal amount of € 6,750 beginning on 29 June 2007 and ending on 29 June 2012 had at 31 December 2007 a positive market value of € 85. The difference with the market value at the end of 2006 is to be found in the 2007 financial results (€ 59 profit).

- f) a Floor Spread contract on an original nominal amount of € 6,000 beginning on 30 September 2007 and ending on 30 September 2012 had on 31 December 2007 a negative market value of € 38. The change in the market value was charged to the financial results (€ 38).

**As of 31 December 2006:**

The financial instruments which meet the requirements defined in IAS 39 and are therefore regarded as cash flow hedging contracts can be summarised as follows:

*Debenture:* to hedge the interest rate risk on this loan in USD, the Group has concluded an interest rate swap, in addition to the cross-currency swap covering the exchange risk which is detailed under the currency risk. This contract had the effect of reducing the effective fixed interest rate on this loan to 4.75%. The cash flows from this contract match those of the interest and principal payments on this debenture. This interest rate swap is considered as a cash flow hedge. The fair value of this contract amounted to € 935 as of 31 December 2006, which is the amount of the cumulative outstanding hedging reserves before taxes.

*Credit institutions:* the Group concluded an IRS contract to hedge the variable interest rate on a credit with an outstanding nominal amount at balance sheet date of € 1,600, maturing within the year, and with interest payable quarterly.

All financial amounts expressed in thousands of euros.

In accordance with the hedge accounting rules of IAS 39, the portion of the profit on the derivative financial instrument that can be regarded as an effective hedge was recognised directly in equity (hedging reserves). On this cash flow hedge a net pre-tax profit of € 9 was recognised directly to equity in 2006. This is also the amount of the fair value of the derivative at 31 December 2006.

The other contracts are not viewed as hedging contracts under the terms of IAS 39.

At 31 December 2006 the total fair value (marked-to-market value) of these non-hedging contracts amounted to € 1,227.

#### Estimated sensitivity to interest rate fluctuations:

Given the above-mentioned hedge contracts, which limit the interest risk, we have examined to what extent a general rise or fall of 100 basis points applied to all loan periods would influence the interest cost recorded in 2007.

This calculation shows that a general rise of 100 basis points in the interest rate on loans, applied equally to all loan periods, would increase the interest expense for 2007 by € 637, while a general decrease of 100 basis points in the interest rate, applied equally to all loan periods, would decrease the interest expense for 2007 by € 637. These changes in the interest expense would be influenced as follows by the outstanding cash flow hedging contracts: in the event of a general 100 basis points increase in the interest rate on loans, the amount transferred from equity to the income statement would increase by € 518 (positive result), giving in this event a net fall in the pre-tax result of € 119, while a general fall of 100 basis points in the interest rate would result in a decrease of € 433 in the amount transferred from equity to the income statement, so that in this event the pre-tax result would rise by a net € 204.

#### C. CREDIT RISK

To manage credit risk, credit evaluations are performed for clients requiring significant credit facilities. In addition, the Group also uses trade finance instruments, such as letters of credit, to cover its credit risk and credit insurances are concluded for foreign clients of the printing works.

There was no significant concentration of credit risks with a single counterparty at 31 December 2007.

The carrying value of the financial assets presents the Group's maximum exposure to credit risk. The carrying value is reported including impairments. An overview of this carrying value can be found under item G below. Impairment charges are detailed in Note 18.

#### D. MARKET RISK

To manage the paper price risk, the Group uses price agreements. There are annual contracts concluded for newspaper, and periodical contracts for magazine paper.

#### E. LIQUIDITY RISK

An analysis of the maturity dates of the financial liabilities can be found in Note 26.

The Group has various credit lines and expects to meet its obligations through a combination of operating cash flows and the existing credit lines.

#### F. CAPITAL MANAGEMENT

Roularta Media Group is constantly seeking to improve its balance sheet structure (combination of debt and equity). The main objective of its balance sheet structure is to maximise shareholder value whilst retaining the desired financial flexibility for undertaking strategic projects.

As well as the legally required minimum for equity amounts applicable to our subsidiaries in the various countries, a number of covenants have been imposed in the framework of the existing loans.

In analysing the balance sheet structure we use the IFRS classifications for distinguishing between equity and debt.

#### G. FAIR VALUE

The fair value and carrying amount of the recognised financial assets and liabilities amount to:

|   | Note | 2007            |            | 2006            |            |
|---|------|-----------------|------------|-----------------|------------|
|   |      | Carrying amount | Fair value | Carrying amount | Fair value |
| <b>Non current assets</b>                         |      |                 |            |                 |            |
| Loans, guarantees, available-for-sale investments | 17   | 3,802           | 3,802      | 6,945           | 6,945      |
| Trade and other receivables                       | 18   | 1,525           | 1,525      | 2,173           | 2,173      |
| <b>Current assets</b>                             |      |                 |            |                 |            |
| Trade and other receivables                       | 18   | 207,259         | 207,259    | 200,604         | 200,604    |
| Short-term investments                            | 17   | 2,229           | 2,229      | 3,142           | 3,142      |
| Cash and cash equivalents                         | 18   | 27,492          | 27,492     | 38,464          | 38,464     |
| <b>Non current liabilities</b>                    |      |                 |            |                 |            |
| Financial liabilities                             | 26   | -218,046        | -213,900   | -127,557        | -125,713   |
| Trade payables                                    | 26   | -1,553          | -1,553     | -2,097          | -2,097     |
| Other payables                                    | 26   | -145            | -145       | -227            | -227       |
| Financial derivatives                             |      | -393            | -393       | -231            | -231       |
| <b>Current liabilities</b>                        |      |                 |            |                 |            |
| Financial liabilities                             | 26   | -59,420         | -62,924    | -135,464        | -137,510   |
| Trade payables                                    | 27   | -99,108         | -99,108    | -92,096         | -92,096    |
| Advances received                                 | 26   | -54,488         | -54,488    | -52,755         | -52,755    |
| Other payables                                    | 27   | -3,836          | -3,836     | -4,032          | -4,032     |
| Accrued interests                                 | 27   | -2,396          | -2,396     | -1,899          | -1,899     |

We mention below the main methods and assumptions used for estimating the fair values of financial instruments which are included in the overview.

#### Available-for-sale investments

As mentioned in Note 17, the investment in Cyber Press SA has been written off, given that it went in liquidation. Because no reliable estimate can be made of the fair values of the other investments in this heading, financial assets for which no active market exists are valued at cost.

#### Loans, guarantees, trade and other receivables, trade and other payables

For amounts receivable and payable with original maturities of under one year, the nominal value is deemed to reflect the fair value, given the short maturities. For amounts receivable after one year it has been established that that carrying value reflects the fair value.

All financial amounts expressed in thousands of euros.

**Financial liabilities**

The fair value of loans and finance leases is calculated based on the present value of the expected future cash flows of redemption and interest payments.

**Other liabilities**

For short-term liabilities the nominal value is deemed to reflect the fair value, given the short maturities. For trade payables with terms of more than one year it has been established that the carrying value reflects the fair value. For financial derivatives the fair value is established on the basis of the market valuation at balance sheet date.

**NOTE 31. CASH FLOW RELATING TO ACQUISITION OF SUBSIDIARIES**

The following major acquisitions with effect on the consolidated financial statements took place in 2007:

On 17 January 2007 Roularta announced that it has concluded an agreement with the joint venture partner to acquire the 50% share of Academici Roularta Media for a fixed purchase price of € 750 and a variable portion of up to € 300. This transaction had the effect of increasing the interest in Academici Roularta Media from 50% to 100%.

On 1 March 2007 Roularta announced the cooperation between the weekly magazine L'Express (Roularta) and daily newspaper Le Figaro (Publiprint). Both publications are together launching Réussir, a new weekly jobs magazine. € 1 was invested at the formation date.

On 14 March 2007 Roularta announced that Senior Publications Nederland BV (50% Roularta / 50% Bayard) had acquired a 50% shareholding in Press Partners BV, which publishes the health portal www.gezondheidsnet.nl, for a total purchase price of € 250 (RMG share), consisting of a fixed portion of € 125 and a variable portion of € 125 depending on the future results between 2007 and 2013. The costs of the purchase transaction amounted to € 14. The two shareholders intend to grow the site into the largest health site in the Netherlands, and also to invest in a new site targeted at seniors. Alongside this investment, Roularta took a 25% shareholding (€ 350) in MediaPlus BV, which sells advertising space on www.gezondheidsnet.nl. The total cost consists of a fixed portion of € 216, a variable portion of € 112 (not yet paid) and transaction costs of € 22.

On 15 March 2007 Roularta announced that it was acquiring BVBA Medical Integrated Communication, which publishes De Tandartsenkrant and Le Journal du Dentiste, for a total purchase price of € 800.

On 21 March 2007 Roularta announced the cooperation between BV Senior Publications (50% Roularta Media Group / 50% Bayard) and Sweden's TTG Sverige, a 100% subsidiary of the De Telegraaf Group (NL). After two years of market studies and tests, 'Plus Sverige' was officially launched on 27 March right across Sweden. € 264 was invested at the time of formation.

On 2 May 2007 Roularta announced that De Vlaamse Mediamaatschappij (50% Roularta / 50% De Persgroep), the owner of Q-music, was acquiring private radio 4FM from Talpa, the investment company belonging to John de Mol, for a total purchase price of € 10,172 (Roularta share). In its concern for equal treatment of public and private broadcasters, the Flemish Community has recently made it possible to operate two national radio stations within a single enterprise. With this acquisition, Q-music and 4FM join hands in a single radio company.

Since 1 February 2006 Roularta Media Group and Spir Communication (50/50 joint venture) had been working together to develop a multi-location network of 'A Nous' city magazines in France. As part of this cooperation Spir was planning to take a 50% shareholding in the capital of A Nous Paris at the end of 2007. On 16 October 2007 it was announced that Roularta and Spir Communication had decided in mutual consultation that Spir would withdraw from the A Nous network in France. In this way Roularta's interest in Algo Communication and A Nous Province has again increased from 50% to 100%.

On 3 September 2007 Roularta acquired 50% of Actuapedia NV for a total acquisition price of € 500. Actuapedia publishes searchword sites on the internet.

On 4 September 2007 Roularta announced that it was acquiring, for € 379, BVBA Opportunity To Sell, the publisher of De Apothekerskrant and Le Journal du Pharmacien. As part of the Roularta Medica development strategy, they were combined with De Tandartsenkrant and Le Journal du Dentiste in NV Biblio-Roularta Medica.

On 30 October 2007 it was announced that Roularta had reached agreement on the acquisition of Fnap Media, which publishes the distributed freesheet Effect, the magazine Vous, the monthly local cultural magazine Intro and Woonspeurder. De Streekkrant-De Weekkrant (80% Roularta / 20% Concentra) is taking a 100% shareholding in Fnap Media for a total purchase price of € 3,465.

In 2006 Roularta Media Group acquired Groupe Express-Roularta, 't Fonteintje-De Wegwijzer, Liefde Voor het Leven and Studio-A.

The fair value of the assets and liabilities of the acquired subsidiaries on the date of acquisition is presented as follows:

|   | 2007         |              |                         |                          |            |                     |            | 2006          |                |
|---|--------------|--------------|-------------------------|--------------------------|------------|---------------------|------------|---------------|----------------|
| ASSETS  | 4FM Groep    | Fnap Media   | Medical Integrated Comm | Academici Roularta Media | Actuapedia | Opportunity To Sell | Other      | Total         | Total          |
| <b>Non current assets</b>                         | <b>1,192</b> | <b>6,219</b> | <b>1,164</b>            | <b>920</b>               | <b>190</b> | <b>590</b>          | <b>840</b> | <b>11,115</b> | <b>336,605</b> |
| Intangible assets                                 | 19           | 6,178        | 1,123                   | 1,145                    | 177        | 590                 | 1,181      | 10,413        | 319,440        |
| Property, plant and equipment                     | 1,098        | 36           | 41                      | 274                      | 13         |                     | 45         | 1,507         | 7,549          |
| Loans, guarantees, available-for-sale investments | 75           | 5            |                         | -499                     |            |                     | -386       | -805          | 450            |
| Trade and other receivables                       |              |              |                         |                          |            |                     |            | 0             | 672            |
| Deferred tax assets                               |              |              |                         |                          |            |                     |            | 0             | 8,494          |

All financial amounts expressed in thousands of euros.

| <b>Current Assets</b>                                  | <b>905</b>    | <b>1,164</b> | <b>282</b>   | <b>420</b>   | <b>284</b> | <b>17</b>  | <b>939</b>   | <b>4,011</b>  | <b>63,511</b>  |
|--|---------------|--------------|--------------|--------------|------------|------------|--------------|---------------|----------------|
| Inventories  |               |              |              |              |            |            |              | 0             | 7,150          |
| Trade and other receivables                            | 557           | 1,156        | 147          | 393          | 24         | 14         | 807          | 3,098         | 50,925         |
| Short-term investments                                 |               |              |              |              |            |            |              | 0             | 12             |
| Cash and cash equivalents                              | 322           | 8            | 134          | 27           | 260        | 3          | 124          | 878           | 2,246          |
| Deferred charges and accrued income                    | 26            |              | 1            |              |            |            | 8            | 35            | 3,178          |
| <b>Total assets</b>                                    | <b>2,097</b>  | <b>7,383</b> | <b>1,446</b> | <b>1,340</b> | <b>474</b> | <b>607</b> | <b>1,779</b> | <b>15,126</b> | <b>400,116</b> |
| <b>LIABILITIES</b>                                     |               |              |              |              |            |            |              |               |                |
| <b>Non current liabilities</b>                         | <b>2,332</b>  | <b>2,098</b> | <b>404</b>   | <b>443</b>   | <b>0</b>   | <b>169</b> | <b>592</b>   | <b>6,038</b>  | <b>143,930</b> |
| Provisions   | 5             |              | 1            |              |            |            | 14           | 20            | 7,100          |
| Employee benefits                                      |               |              |              |              |            |            |              | 0             | 4,701          |
| Deferred tax liabilities                               |               | 2,098        | 381          | 442          |            | 169        | 578          | 3,668         | 98,407         |
| Financial liabilities                                  | 790           |              | 22           | 1            |            |            |              | 813           | 33,722         |
| Other liabilities                                      | 1,537         |              |              |              |            |            |              | 1,537         |                |
| <b>Current liabilities</b>                             | <b>1,207</b>  | <b>1,820</b> | <b>242</b>   | <b>147</b>   | <b>260</b> | <b>59</b>  | <b>895</b>   | <b>4,630</b>  | <b>99,874</b>  |
| Financial liabilities                                  | 119           | 379          | 6            |              | 125        |            | 4            | 633           | 9,575          |
| Trade payables   | 676           | 1,242        | 103          | 123          | 130        | 7          | 372          | 2,653         | 41,913         |
| Advances received                                      |               |              | 32           | 1            |            |            |              | 33            | 26,792         |
| Employee benefits                                      | 100           | 80           |              | 20           | 4          | 28         | 119          | 351           | 13,706         |
| Taxes  |               |              | 18           |              |            | 3          | 9            | 30            | 6,827          |
| Other payables   | 302           | 119          | 83           | 3            |            | 20         | 379          | 906           | 965            |
| Accrued charges and deferred income                    | 10            |              |              |              | 1          | 1          | 12           | 24            | 96             |
| <b>Total liabilities</b>                               | <b>3,539</b>  | <b>3,918</b> | <b>646</b>   | <b>590</b>   | <b>260</b> | <b>228</b> | <b>1,487</b> | <b>10,668</b> | <b>243,804</b> |
| Total net assets acquired                              | -1,442        | 3,465        | 800          | 750          | 214        | 379        | 292          | 4,458         | 156,312        |
| Goodwill   | 11,614        |              |              |              | 286        |            | 202          | 12,102        | 31,124         |
| <b>Consideration paid in cash and cash equivalents</b> | <b>10,172</b> | <b>3,465</b> | <b>800</b>   | <b>750</b>   | <b>500</b> | <b>379</b> | <b>494</b>   | <b>16,560</b> | <b>187,436</b> |
| Loan take-over   |               |              |              |              |            |            |              | 0             | 30,000         |
| Deposits and cash and cash equivalents acquired        | -322          | -8           | -134         | -27          | -260       | -3         | -124         | -878          | -2,246         |
| <b>Net cash outflow</b>                                | <b>9,850</b>  | <b>3,457</b> | <b>666</b>   | <b>723</b>   | <b>240</b> | <b>376</b> | <b>370</b>   | <b>15,682</b> | <b>215,190</b> |

These takeovers gave rise to goodwill in the form of the acquired customer portfolios and customer relationships. These assets cannot be reliably valued, as it is not possible to sell, rent out or exchange them separately from the acquired entity. They are therefore recognised separately as goodwill. The takeover prices also factor in the future income from expected synergies and increased sales.

The acquiree's net result since the acquisition date included in the total net result of the Group is as follows:

|                                  | <b>Net result of the period</b> |
|----------------------------------|---------------------------------|
| 4FM Groep                        | -903                            |
| Fnap Media                       | -302                            |
| Medical Integrated Communication | 87                              |
| Academici Roularta Media         | 160                             |
| Actuapedia                       | -192                            |
| Other                            | -305                            |
|                                  | <b>-1,455</b>                   |

The acquiree's sales since the acquisition date included in the total sales of the Group is as follows:

|                                  | <b>Sales of the period</b> |
|----------------------------------|----------------------------|
| 4FM Groep                        | 1,854                      |
| Fnap Media                       | 475                        |
| Medical Integrated Communication | 503                        |
| Academici Roularta Media         | 334                        |
| Actuapedia                       | 21                         |
| Other                            | 567                        |
|                                  | <b>3,754</b>               |

Had these business combinations been effected at 1 January 2007, the sales of these business combinations would be € 10,151 and the net loss € 3,146.

All financial amounts expressed in thousands of euros.

**NOTE 32. CASH FLOW RELATING TO DISPOSAL OF SUBSIDIARIES**

In the course of the year Liefde voor het Leven was disposed of. In 2006 the Group divested 50% of the shares of A Nous Province and of Algo Communication and its 40% shareholding in Publiregiões.

The fair value of the assets and liabilities of the disposed subsidiaries on the date of disposal is presented as follows:

| ASSETS   | 2007       | 2006       |
|--|------------|------------|
| <b>Non current assets</b>                            | <b>0</b>   | <b>31</b>  |
| Intangible assets                                    |            | 8          |
| Property, plant and equipment                        |            | 15         |
| Loans, guarantees and available-for-sale investments |            | 8          |
| <b>Current assets</b>                                | <b>61</b>  | <b>935</b> |
| Receivables within one year                          | 5          | 717        |
| Cash and cash equivalents                            | 56         | 218        |
| <b>Total assets</b>                                  | <b>61</b>  | <b>966</b> |
| <b>LIABILITIES</b>                                   |            |            |
| <b>Current liabilities</b>                           | <b>55</b>  | <b>684</b> |
| Financial liabilities                                |            | 21         |
| Trade payables                                       |            | 445        |
| Employee benefits                                    |            | 40         |
| Taxes  | 20         | 58         |
| Other payables                                       | 35         | 2          |
| Accrued charges and deferred income                  |            | 118        |
| <b>Total liabilities</b>                             | <b>55</b>  | <b>684</b> |
| Total disposed net assets                            | 6          | 282        |
| Gain (loss) on disposal                              | -6         | 3          |
| Cash consideration received                          | 0          | 286        |
| Deposits and cash and cash equivalents disposed of   | -56        | -218       |
| <b>Net cash inflow (outflow)</b>                     | <b>-56</b> | <b>68</b>  |

**NOTE 33. INTEREST IN JOINT VENTURES**

A list of joint ventures, including the name, country of incorporation, proportion of ownership interest is given in Note 37 of the consolidated financial statements. The major joint ventures of the Group are VMMA NV (broadcasting station and radio) and the senior magazines.

The share of all joint ventures in assets, liabilities, sales and net profit of the Group are as follows:

|                                 | 2007    | 2006    |
|---------------------------------|---------|---------|
| Non current assets              | 72,855  | 58,954  |
| Current assets                  | 99,913  | 108,027 |
| Non current liabilities         | 17,177  | 16,656  |
| Current liabilities             | 50,779  | 51,162  |
| Share in the Group's sales      | 200,765 | 186,812 |
| Share in the Group's net profit | 17,702  | 12,545  |

**NOTE 34. EVENTS AFTER THE BALANCE SHEET DATE**

The following main events took place after the balance sheet date, which have a considerable impact on the company's results and financial position:

- With the exercise of 7,864 warrants the capital of Roularta Media Group NV was increased, by notarial deed of 7 January 2008, by € 158, and by an additional € 0.7 through incorporation of available reserve, bringing it to € 170,846 represented by 11,044,914 shares, including 2,634,037 VVPR shares;
- In February 2008 De Streekkrant-De Weekkrant NV acquired 100% of the shares of Drukkerij De Cuyper BVBA for a total purchase price of € 800. Drukkerij De Cuyper BVBA publishes freesheets Het Gouden Blad Waregem and Het Gouden Blad Deinze. The acquisition fits into RMG's Freepress 2008 project, which is seeking to give additional attention to local advertisers with new initiatives.

The fair value of the acquired assets and liabilities of Drukkerij De Cuyper BVBA on the date of acquisition is as follows:

| <b>ASSETS</b>  | <b>1/3/2008</b> |
|--|-----------------|
| <b>Non current assets</b>                            | <b>1,103</b>    |
| Intangible assets                                    | 1,098           |
| Property, plant and equipment                        | 4               |
| Loans, guarantees and available-for-sale investments | 1               |
| <b>Current assets</b>                                | <b>356</b>      |
| Trade and other receivables                          | 272             |
| Cash and cash equivalents                            | 84              |
| <b>Total assets</b>                                  | <b>1,459</b>    |
| <b>LIABILITIES</b>                                   |                 |
| <b>Non current liabilities</b>                       | <b>440</b>      |
| Provisions   | 52              |
| Deferred tax liabilities                             | 388             |
| <b>Current liabilities</b>                           | <b>219</b>      |
| Trade payables                                       | 145             |
| Employee benefits                                    | 45              |
| Taxes  | 7               |
| Other payables                                       | 20              |
| Accrued charges and deferred income                  | 2               |
| <b>Total liabilities</b>                             | <b>659</b>      |
| Total net assets acquired                            | 800             |
| Consideration paid in cash                           | 800             |
| Deposits and cash and cash equivalents acquired      | -84             |
| <b>Net cash outflow</b>                              | <b>716</b>      |

### NOTE 35. FEES TO THE AUDITOR AND TO PERSONS RELATED TO THE AUDITOR

The audit fees amount to € 380. The fees of the auditor related to special services amount to € 7.

### NOTE 36. RELATED PARTY TRANSACTIONS

| <b>2007</b>  | <b>Joint ventures</b> | <b>Associated companies</b> | <b>Other related parties</b> | <b>Total</b>  |
|--|-----------------------|-----------------------------|------------------------------|---------------|
| <b>I. ASSETS WITH RELATED PARTIES</b>                    | <b>9,757</b>          | <b>1,432</b>                | <b>297</b>                   | <b>11,486</b> |
| <b>Loans, guarantees, available-for-sale investments</b> | <b>1,490</b>          | <b>0</b>                    | <b>0</b>                     | <b>1,490</b>  |
| Loans  | 1,490                 |                             |                              | 1,490         |
| <b>Non current receivables</b>                           | <b>323</b>            | <b>0</b>                    | <b>0</b>                     | <b>323</b>    |
| Trade receivables  | 323                   |                             |                              | 323           |
| <b>Current receivables</b>                               | <b>7,944</b>          | <b>1,432</b>                | <b>297</b>                   | <b>9,673</b>  |
| Trade receivables  | 7,494                 | 1,432                       | 297                          | 9,223         |
| Other receivables  | 450                   |                             |                              | 450           |
| <b>II. LIABILITIES WITH RELATED PARTIES</b>              | <b>4,579</b>          | <b>115</b>                  | <b>304</b>                   | <b>4,998</b>  |
| <b>Financial liabilities</b>                             | <b>269</b>            | <b>0</b>                    | <b>0</b>                     | <b>269</b>    |
| Other loans  | 250                   |                             |                              | 250           |
| Other payables   | 19                    |                             |                              | 19            |
| <b>Payables</b>  | <b>4,310</b>          | <b>115</b>                  | <b>304</b>                   | <b>4,729</b>  |
| Trade payables   | 3,727                 | 115                         | 297                          | 4,139         |
| Other payables   | 583                   |                             | 7                            | 590           |

All financial amounts expressed in thousands of euros.

| <b>III. TRANSACTIONS WITH RELATED PARTIES</b>                           |        |        |        |               |
|---|--------|--------|--------|---------------|
| Sale of goods   | 1,744  |        | 46     | <b>1,790</b>  |
| Purchases of goods (-)  | -18    |        | -168   | <b>-186</b>   |
| Rendering of services   | 18,985 | 4,318  | 817    | <b>24,120</b> |
| Receiving of services (-)   | -5,778 | -1,443 | -2,197 | <b>-9,418</b> |
| Transfers under finance arrangements                                    | 80     |        |        | <b>80</b>     |
| <b>IV. KEY MANAGEMENT PERSONNEL REMUNERATIONS (INCLUDING DIRECTORS)</b> |        |        |        |               |
|   |        |        |        | <b>3,534</b>  |
| - of which short-term employee benefits                                 |        |        |        | 2,672         |
| - of which post-employment benefits                                     |        |        |        | 255           |
| - of which redundancy remuneration                                      |        |        |        | 382           |
| - of which share based payment expenses                                 |        |        |        | 225           |

| <b>2006</b>   | <b>Joint ventures</b> | <b>Associated companies</b> | <b>Other related parties</b> | <b>Total</b>  |
|---|-----------------------|-----------------------------|------------------------------|---------------|
| <b>I. ASSETS WITH RELATED PARTIES</b>                                   |                       |                             |                              |               |
|   | <b>10,782</b>         | <b>462</b>                  | <b>207</b>                   | <b>11,451</b> |
| <b>Loans, guarantees, available-for-sale investments</b>                | <b>3,739</b>          | <b>0</b>                    | <b>0</b>                     | <b>3,739</b>  |
| Loans   | 3,739                 |                             | 0                            | 3,739         |
| <b>Receivables</b>  | <b>7,043</b>          | <b>462</b>                  | <b>207</b>                   | <b>7,712</b>  |
| Trade receivables   | 7,043                 | 462                         | 207                          | 7,712         |
| <b>II. LIABILITIES WITH RELATED PARTIES</b>                             |                       |                             |                              |               |
|   | <b>5,804</b>          | <b>3</b>                    | <b>322</b>                   | <b>6,129</b>  |
| <b>Financial debts</b>  | <b>269</b>            | <b>0</b>                    | <b>0</b>                     | <b>269</b>    |
| Other loans   | 250                   |                             |                              | 250           |
| Other payables  | 19                    |                             |                              | 19            |
| <b>Payables</b>   | <b>5,535</b>          | <b>3</b>                    | <b>322</b>                   | <b>5,860</b>  |
| Trade payables  | 3,420                 | 3                           | 322                          | 3,745         |
| Other payables  | 2,115                 |                             |                              | 2,115         |
| <b>III. TRANSACTIONS WITH RELATED PARTIES</b>                           |                       |                             |                              |               |
| Sale of goods   | 1,585                 |                             | 40                           | <b>1,625</b>  |
| Purchases of goods (-)  | -23                   |                             | -135                         | <b>-158</b>   |
| Rendering of services   | 17,178                | 656                         | 352                          | <b>18,186</b> |
| Receiving of services (-)   | -4,832                | -123                        | -1,884                       | <b>-6,839</b> |
| Transfers under finance arrangements                                    | 182                   |                             |                              | <b>182</b>    |
| <b>IV. KEY MANAGEMENT PERSONNEL REMUNERATIONS (INCLUDING DIRECTORS)</b> |                       |                             |                              |               |
|   |                       |                             |                              | <b>2,961</b>  |
| - of which short-term employee benefits                                 |                       |                             |                              | 2,401         |
| - of which post-employment benefits                                     |                       |                             |                              | 253           |
| - of which redundancy remuneration                                      |                       |                             |                              | 297           |
| - of which share based payment expenses                                 |                       |                             |                              | 10            |

The Group has no assets, liabilities nor transactions with her parent Stichting Administratiekantoor RMG, nor with her certificate holders NV Koinon and NV Cennini. Assets, liabilities and transactions with subsidiaries are fully eliminated in consolidation.

Assets, liabilities and transactions with joint ventures are proportionally eliminated. The not-eliminated part is included in this heading.

Assets, liabilities and transactions with associated companies are not eliminated in consolidation and are consequently fully included in this heading.

The list with all subsidiaries, joint ventures and associated companies is to be found in Note 37.

All other related parties are entities which are controlled by the key management of the Group or members of their close family, or entities in which these persons have a significant influence. Key management personnel remunerations were separately mentioned.

There exist no guarantees related to the assets or liabilities towards the related parties, nor are write-downs registered.

All receivables and payables concern short-term receivables and payables which are settled at expiry date. All transactions concern normal commercial operations.

Sales of the Group to these related parties are charged at normal tariffs. Purchases follow the usual procedure concerning selection of the supplier and applied prices.

There are no unsettled receivables nor payables with the key management.



**NOTE 37. GROUP COMPANIES**

The ultimate parent of the Group is Roularta Media Group NV, Roeselare, Belgium. As of 31 December 2007, 80 subsidiaries, joint ventures and associated companies are consolidated.

| Name of the company                             | Location                   | Effective interest % |
|---|----------------------------|----------------------|
| <b>1. Fully consolidated companies</b>          |                            |                      |
| ROULARTA MEDIA GROUP NV                         | Roeselare, Belgium         | 100.00%              |
| @-INVEST NV                                     | Roeselare, Belgium         | 100.00%              |
| A NOUS PARIS SAS                                | Paris, Saint-Ouen, France  | 100.00%              |
| A NOUS PROVINCE SAS                             | Roubaix, France            | 100.00%              |
| ACADEMICI ROULARTA MEDIA NV                     | Roeselare, Belgium         | 100.00%              |
| ALGO COMMUNICATION SARL                         | Roubaix, France            | 100.00%              |
| ANIMOTION SARL                                  | Paris, France              | 100.00%              |
| BELGIAN BUSINESS TELEVISION NV                  | Brussels, Belgium          | 100.00%              |
| BELGIFRANCE COMMUNICATION SARL                  | Paris, France              | 100.00%              |
| BIBLO-ROULARTA MEDICA NV                        | Kalmthout, Belgium         | 100.00%              |
| CAVENNE SAS ÉDITEURS                            | Paris, France              | 100.00%              |
| CD SERVICES SARL                                | Paris, France              | 100.00%              |
| CÔTÉ MAISON SA                                  | Paris, France              | 100.00%              |
| DMB-BALM SAS                                    | Paris, Saint-Ouen, France  | 100.00%              |
| ÉDITIONS GÉNÉRATION L'ÉTUDIANT SA               | Paris, France              | 100.00%              |
| EYE-D NV  | Roeselare, Belgium         | 100.00%              |
| GROUPE EXPRESS ÉDITIONS SNC                     | Paris, France              | 100.00%              |
| GROUPE EXPRESS-ROULARTA SA                      | Paris, France              | 100.00%              |
| GROUPE MIEUX VIVRE SA                           | Paris, France              | 100.00%              |
| JOB RENCONTRES SA                               | Paris, France              | 100.00%              |
| LE VIF MAGAZINE SA                              | Brussels, Belgium          | 100.00%              |
| POINT DE VUE SARL                               | Paris, France              | 100.00%              |
| PRÉLUDE ET FUGUE SARL                           | Paris, France              | 100.00%              |
| PRESS NEWS NV                                   | Roeselare, Belgium         | 100.00%              |
| REGIE DE WEEKKRANT NV                           | Roeselare, Belgium         | 100.00%              |
| ROULARTA IT-SOLUTIONS NV                        | Roeselare, Belgium         | 100.00%              |
| ROULARTA MANAGEMENT NV                          | Roeselare, Belgium         | 100.00%              |
| ROULARTA MEDIA FRANCE SA                        | Paris, France              | 100.00%              |
| ROULARTA MEDIA NEDERLAND BV                     | Breda, the Netherlands     | 100.00%              |
| ROULARTA PUBLISHING NV                          | Brussels, Belgium          | 100.00%              |
| SOLRÉMI SARL                                    | Paris, France              | 100.00%              |
| SPORTMAGAZINE NV                                | Roeselare, Belgium         | 100.00%              |
| STUDIO MAGAZINE SA                              | Paris, France              | 100.00%              |
| STUDIO PRESS SAS                                | Paris, Saint-Ouen, France  | 100.00%              |
| WEST-VLAAMSE MEDIA GROEP NV                     | Roeselare, Belgium         | 100.00%              |
| MESTNE REVIJE D.O.O.                            | Ljubljana, Slovenia        | 92.00%               |
| DE STREEKKRANT-DE WEEKKRANTGROEP NV             | Roeselare, Belgium         | 80.00%               |
| DRUKKERIJ LEYSEN NV                             | Mechelen, Belgium          | 80.00%               |
| FNAP MEDIA NV                                   | Roeselare, Belgium         | 80.00%               |
| 'T FONTEINTJE - DE WEGWIJZER NV                 | Roeselare, Belgium         | 80.00%               |
| TAM-TAM NV                                      | Knokke, Belgium            | 80.00%               |
| ROULARTA PRINTING NV                            | Roeselare, Belgium         | 77.41%               |
| VOGUE TRADING VIDEO NV                          | Kuurne, Belgium            | 74.67%               |
| FOLLOW THE GUIDE NV                             | Roeselare, Belgium         | 65.00%               |
| MEDIA OFFICE NV                                 | Brussels, Belgium          | 65.00%               |
| ZEEUWS VLAAMS MEDIABEDRIJF BV                   | Terneuzen, the Netherlands | 40.80%               |
| <b>2. Proportionally consolidated companies</b> |                            |                      |
| 4FM GROEP NV                                    | Vilvoorde, Belgium         | 50.00%               |
| ACTUAMEDIA NV                                   | Mechelen, Belgium          | 50.00%               |
| ACTUAPEDIA NV                                   | Mechelen, Belgium          | 50.00%               |
| ALPHADISTRI SAS                                 | Paris, France              | 50.00%               |
| BELGOMEDIA SA                                   | Verviers, Belgium          | 50.00%               |
| CAP PUBLISHING NV                               | Roeselare, Belgium         | 50.00%               |
| DE WOONKIJKER NV                                | Antwerp, Belgium           | 50.00%               |
| DICOS D'OR SNC                                  | Paris, France              | 50.00%               |
| FIRST MEDIA SA                                  | Brussels, Belgium          | 50.00%               |
| GRIEG MEDIA AS                                  | Bergen, Norway             | 50.00%               |
| HIMALAYA NV                                     | Zaventem, Belgium          | 50.00%               |
| IDEAT ÉDITIONS SA                               | Paris, France              | 50.00%               |
| PARATEL NV                                      | Vilvoorde, Belgium         | 50.00%               |
| REGIONALE MEDIA MAATSCHAPPIJ NV                 | Roeselare, Belgium         | 50.00%               |
| SENIOR PUBLICATIONS DEUTSCHLAND GMBH & CO KG    | Cologne, Germany           | 50.00%               |
| SENIOR PUBLICATIONS NEDERLAND BV                | Baarn, the Netherlands     | 50.00%               |
| SENIOR PUBLICATIONS SA                          | Brussels, Belgium          | 50.00%               |
| SENIOR PUBLICATIONS VERWALTUNGS GMBH            | Cologne, Germany           | 50.00%               |
| STUDIO-A NV                                     | Boortmeerbeek, Belgium     | 50.00%               |

|   |                         |        |
|---|-------------------------|--------|
| VLAAMSE MEDIA MAATSCHAPPIJ NV   | Vilvoorde, Belgium      | 50.00% |
| VLCOM NV  | Vilvoorde, Belgium      | 50.00% |
| VOIX DU NORD L'ÉTUDIANT SA  | Lille, France           | 50.00% |
| ZÉFIR CARRIÈRES SNC   | Paris, France           | 50.00% |
| ZÉFIR WEB SNC   | Paris, France           | 50.00% |
| REGIONALE TV MEDIA NV   | Zellik, Belgium         | 33.33% |
| 50+ BEURS & FESTIVAL BV   | Arnhem, the Netherlands | 25.00% |
| BAYARD MEDIA GMBH & CO KG   | Augsburg, Germany       | 25.00% |
| BAYARD MEDIA VERWALTUNGS GMBH   | Augsburg, Germany       | 25.00% |
| PRESS PARTNERS BV   | Baarn, the Netherlands  | 25.00% |
| TTG PLUS PUBLISHING AB  | Stockholm, Sweden       | 25.00% |
| <b>3. Consolidated using the equity method</b>  |                         |        |
| PAGINAS LONGAS LDA  | Lissabon, Portugal      | 40.00% |
| REPROPRESS CVBA   | Brussels, Belgium       | 33.20% |
| PARTENAIRE DÉVELOPPEMENT SARL   | Lyon, France            | 25.00% |
| FEBELMA REGIE CVBA  | Brussels, Belgium       | 23.35% |
| MEDIAPLUS BV  | Bussum, the Netherlands | 12.50% |
| <b>4. Companies of minor importance not included in the consolidated financial statements</b> |                         |        |
| EUROCASINO NV   | Brussels, Belgium       | 19.00% |
| CYBER PRESS PUBLISHING SA   | Clichy, France          | 15.39% |
| S.T.M. SA   | Saint-André, France     | 15.00% |

**During 2007 the following changes occurred in the consolidated group:**

**New participations:**

- 25% in Press Partners BV, through Senior Publications Nederland as of 1/1/2007
- 12.5% in MediaPlus BV, through Senior Publications Nederland as of 1/1/2007
- 50% in Alphadistri SAS, through Job Rencontres as of 1/1/2007
- 100% in Medical Integrated Communicaton BVBA through RMG as of 1/3/2007
- 50% in Vlacom NV, through VMMA as of 1/5/2007
- 50% in 4FM Groep NV, through Vlacom as of 1/5/2007
- 50% in Zéfir Carrières SNC, through Groupe Express-Roularta as of 19/4/2007
- 100% in Opportunity To Sell BVBA, through RMG as of 13/7/2007
- 25% in TTG Plus Publishing AB (Sweden) through Senior Publications Nederland BV as of 1/7/2007
- 50% in Actuamedia NV, through RMG as of 28/8/2007 (formation)
- 50% in Actuapectia NV, through RMG as of 28/8/2007
- 80% in Fnap Media NV, through De Streekkrant-De Weekkrantgroep as of 29/10/2007

**Increased ownership with change of consolidation method:**

- Academici Roularta Media NV from 50% to 100% as of 1/1/2007
- A Nous Province SAS from 50% to 100% as of 15/10/2007
- Algo Communication SARL from 50% to 100% as of 15/10/2007

**Increased ownership without change of consolidation method:**

- Roularta Printing NV from 75.66% to 77.41% as of 1/1/2007
- Repropress CVBA from 30.74% to 33.20% as of 1/1/2007

**Liquidations and mergers:**

- Hippios Vademecum NV: liquidation closed on 31/5/2007
- Studio Press LTD: liquidation closed on 30/9/2007
- Automatch NV: merger with De Streekkrant-De Weekkrantgroep as of 1/1/2007
- Cotexpo SARL: merger with Côté Maison as of 1/1/2007
- Editions Côté Est SA: merger with Côté Maison as of 1/1/2007
- Opportunity To Sell BVBA: merger with Biblo-Roularta Medica as of 1/4/2007
- Medical Integrated Communication BVBA: merger with Biblo-Roularta Medica as of 1/7/2007
- Roularta Books NV: merger with Roularta Media Group as of 1/7/2007

**Sold participations:**

- Liefde voor het leven BVBA: as of 1/1/2007

## Auditor's report

### Statutory auditor's report to the shareholders' meeting on the consolidated financial statements for the year ended 31 December 2007

To the shareholders

As required by law and the company's articles of association, we are pleased to report to you on the audit assignment which you have entrusted to us. This report includes our opinion on the consolidated financial statements together with the required additional comment.

#### Unqualified audit opinion on the consolidated financial statements

We have audited the accompanying consolidated financial statements of ROULARTA MEDIA GROUP NV ('the company') and its subsidiaries (jointly 'the Group'), prepared in accordance with International Financial Reporting Standards as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium. Those consolidated financial statements comprise the consolidated balance sheet as at 31 December 2007, the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, as well as the summary of significant accounting policies and other explanatory notes. The consolidated balance sheet shows total assets of 1,008,966 (000) EUR and the consolidated income statement shows a consolidated profit (Group share) for the year then ended of 15,939 (000) EUR.

The financial statements of several significant entities included in the scope of consolidation have been audited by other auditors. Our opinion on the accompanying consolidated financial statements, insofar as it relates to the amounts contributed by those entities, is based upon the reports of those other auditors.

The board of directors of the company is responsible for the preparation of the consolidated financial statements. This responsibility includes among other things: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with legal requirements and auditing standards applicable in Belgium, as issued by the 'Institut des Reviseurs d'Entreprises/Instituut der Bedrijfsrevisoren'. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

In accordance with these standards, we have performed procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we

have considered internal control relevant to the Group's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. We have assessed the basis of the accounting policies used, the reasonableness of accounting estimates made by the company and the presentation of the consolidated financial statements, taken as a whole. Finally, the board of directors and responsible officers of the company have replied to all our requests for explanations and information. We believe that the audit evidence we have obtained, together with the reports of other auditors on which we have relied, provides a reasonable basis for our opinion.

In our opinion, and based upon the reports of other auditors, the consolidated financial statements give a true and fair view of the Group's financial position as of 31 December 2007, and of its results and its cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the EU and with the legal and regulatory requirements applicable in Belgium.

#### Additional comment

The preparation and the assessment of the information that should be included in the directors' report on the consolidated financial statements are the responsibility of the board of directors.

Our responsibility is to include in our report the following additional comment which does not change the scope of our audit opinion on the consolidated financial statements:

- The directors' report on the consolidated financial statements includes the information required by law and is in agreement with the consolidated financial statements. However, we are unable to express an opinion on the description of the principal risks and uncertainties confronting the Group, or on the status, future evolution, or significant influence of certain factors on its future development. We can, nevertheless, confirm that the information given is not in obvious contradiction with any information obtained in the context of our appointment.

10 April 2008

*The statutory auditor*

**DELOITTE Bedrijfsrevisoren / Reviseurs d'Entreprises BV**  
o.v.v.e. CVBA / SC s.f.d. SCRL

*Represented by Jos Vlamincx and Mario Dekeyser*

## Statutory annual accounts

The following pages are extracts of the statutory annual accounts of Roularta Media Group NV, prepared under Belgian accounting policies.

The valuation rules applied in the statutory annual accounts differ substantially from the valuation rules applied in the consolidated annual accounts: the statutory annual accounts are based on Belgian accounting legislation, while the consolidated annual accounts are drawn up in accordance with the International Financial Reporting Standards.

Only the consolidated annual accounts as set forth in the preceding pages present a true view of the financial position and performance of the Roularta group.

The report of the board of directors to the general meeting of shareholders and the annual accounts of Roularta Media Group NV, as well as the auditor's report, will be filed with the National Bank of Belgium within the statutory stipulated periods. These documents are available on request from Roularta Media Group's Investor Relations Department and at [www.roularta.be/en/investorinfo](http://www.roularta.be/en/investorinfo).

The statutory auditor's report is unqualified and certifies that the non-consolidated annual accounts of Roularta Media Group NV, for the year ended 31 December 2007, give a true and fair view of the company's assets, liabilities, financial position and results in accordance with the accounting principles applicable in Belgium.

### 1. CONDENSED STATUTORY ANNUAL ACCOUNTS

| CONDENSED STATUTORY INCOME STATEMENT                     | 2007          | 2006          |
|--|---------------|---------------|
| Operating income   | 309,136       | 302,704       |
| Operating charges  | -287,759      | -283,162      |
| <b>Operating profit</b>                                  | <b>21,377</b> | <b>19,542</b> |
| Financial income   | 17,875        | 7,787         |
| Financial charges  | -11,696       | -5,548        |
| <b>Profit on ordinary activities before taxes</b>        | <b>27,556</b> | <b>21,781</b> |
| Extraordinary income                                     | 20,719        | 4,652         |
| Extraordinary charges                                    | -40,692       | -17,990       |
| <b>Profit for the period before taxes</b>                | <b>7,583</b>  | <b>8,443</b>  |
| Transfer from deferred taxation                          | 26            | 30            |
| Income taxes   | -5,335        | -4,998        |
| <b>Profit for the period</b>                             | <b>2,274</b>  | <b>3,475</b>  |
| Transfer from untaxed reserves                           | 44            | 49            |
| <b>Profit for the period available for appropriation</b> | <b>2,318</b>  | <b>3,524</b>  |

| APPROPRIATION ACCOUNT                             | 2007          | 2006          |
|---|---------------|---------------|
| <b>Profit to be appropriated</b>                  | <b>2,380</b>  | <b>3,532</b>  |
| Profit for the period available for appropriation | 2,318         | 3,524         |
| Profit brought forward                            | 62            | 8             |
| <b>Transfers from capital and reserves</b>        | <b>5,720</b>  | <b>4,800</b>  |
| From reserves                                     | 5,720         | 4,800         |
| <b>Transfers to capital and reserves</b>          | <b>-120</b>   | <b>-177</b>   |
| To legal reserve                                  | 120           | 177           |
| <b>Result to be carried forward</b>               | <b>-9</b>     | <b>-62</b>    |
| Profit to be carried forward                      | 9             | 62            |
| <b>Distribution of profit</b>                     | <b>-7,971</b> | <b>-8,093</b> |
| Dividends   | 7,971         | 8,093         |

All financial amounts expressed in thousands of euros.

**2. CONDENSED STATUTORY BALANCE SHEET AFTER APPROPRIATION**

| ASSETS                                      | 2007           | 2006           |
|---|----------------|----------------|
| <b>Fixed assets</b>                         | <b>476,981</b> | <b>485,520</b> |
| Formation expenses                          | 1,043          | 1,316          |
| Intangible assets                           | 9,998          | 5,138          |
| Tangible assets                             | 18,573         | 18,202         |
| Financial assets                            | 447,367        | 460,864        |
| <b>Current assets</b>                       | <b>123,359</b> | <b>94,346</b>  |
| Amounts receivable after more than one year | 149            | 1,218          |
| Stocks and contracts in progress            | 767            |                |
| Amounts receivable within one year          | 92,997         | 79,287         |
| Investments                                 | 19,969         | 6,876          |
| Cash at bank and in hand                    | 7,097          | 5,036          |
| Deferred charges and accrued income         | 2,380          | 1,929          |
| <b>Total assets</b>                         | <b>600,340</b> | <b>579,866</b> |

| LIABILITIES                              | 2007           | 2006           |
|--|----------------|----------------|
| <b>Capital and reserves</b>              | <b>238,369</b> | <b>243,636</b> |
| Capital                                  | 170,687        | 170,251        |
| Share premium account                    | 304            | 304            |
| Legal reserve                            | 12,224         | 12,103         |
| Reserves not available for distribution  | 18,970         | 5,877          |
| Untaxed reserves                         | 2,353          | 2,397          |
| Reserves available for distribution      | 33,806         | 52,620         |
| Profit carried forward                   | 9              | 62             |
| Investment grants                        | 16             | 22             |
| <b>Provisions and deferred taxation</b>  | <b>1,405</b>   | <b>840</b>     |
| <b>Creditors</b>                         | <b>360,566</b> | <b>335,390</b> |
| Amounts payable after more than one year | 178,481        | 90,616         |
| Amounts payable within one year          | 179,955        | 242,075        |
| Accrued charges and deferred income      | 2,130          | 2,699          |
| <b>Total liabilities</b>                 | <b>600,340</b> | <b>579,866</b> |

All financial amounts expressed in thousands of euros.

**COMMENTS ON THE STATUTORY ANNUAL ACCOUNTS**

The annual accounts, which will be presented to the general meeting of shareholders of 20 May 2008, were approved by the board of directors of 14 March 2008.

The profit for the financial year 2007 available for appropriation was € 2,318,198.38, compared to € 3,523,748.53 for the financial year 2006. The profit carried forward from the previous financial year is € 62,171.43. The profit available for distribution is consequently € 2,380,369.81.

The board of directors proposes to the general meeting of shareholders to distribute a gross dividend of € 0.75 per share, which is the same dividend as for the financial year 2006. This means a net dividend of € 0.5625 per share (after 25% of withholding tax). The net dividend for shares with VVPR strip will be € 0.6375.

Consequently the following appropriation of profit will be proposed:

- Transfer to the statutory reserve of € 120,000.00
- Transfer from reserves of € 5,720,000.00
- Distribution of profit of € 7,970,823.75
- Profit to be carried forward of € 9,546.06

The calculation of the profit to be distributed is based on 11,044,914 shares (11,037,050 shares on 31/12/07 plus 7,864 shares pursuant to the capital increase of 7 January 2008 following an exercise of warrants) minus 417,149 own shares on 31/12/07 to which no dividend is attributed. This gives a total of 10,627,765 dividend beneficiary shares.

If this proposal for appropriation of the profit is accepted, dividends will become payable from 2 June 2008 onwards, upon presentation of coupon no. 10 at ING Belgium, Bank Degroof and KBC Bank.



**Roularta**  
**Media Group**



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