

# Roularta Media Group



Half-yearly financial report  
as of 30 June 2010

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in EUR '000	30/06/09	30/06/10	Trend
<b>INCOME STATEMENT</b>			
<b>Sales</b>	<b>365.718</b>	<b>361.725</b>	<b>- 1,1%</b>
<i>Adjusted sales (1)</i>	<i>358.793</i>	<i>361.725</i>	<i>+ 0,8%</i>
<b>EBITDA (Operating cash flow) (2)</b>	<b>11.380</b>	<b>37.688</b>	<b>+ 231,2%</b>
<i>EBITDA margin</i>	<i>3,1%</i>	<i>10,4%</i>	
<b>REBITDA (3)</b>	<b>23.604</b>	<b>39.853</b>	<b>+ 68,8%</b>
<i>REBITDA margin</i>	<i>6,5%</i>	<i>11,0%</i>	
<b>EBIT (4)</b>	<b>-7.226</b>	<b>27.204</b>	<b>+ 476,5%</b>
<i>EBIT margin</i>	<i>-2,0%</i>	<i>7,5%</i>	
<b>REBIT (5)</b>	<b>10.370</b>	<b>29.842</b>	<b>+ 187,8%</b>
<i>REBIT margin</i>	<i>2,8%</i>	<i>8,2%</i>	
Net finance costs	-6.516	-1.026	- 84,3%
<b>Operating profit after net finance costs</b>	<b>-13.742</b>	<b>26.178</b>	<b>+ 290,5%</b>
<b>Current operating profit after net finance costs (6)</b>	<b>3.854</b>	<b>28.816</b>	<b>+ 647,7%</b>
Income taxes	2.423	-10.616	+ 538,1%
Share in the profit of the companies with equity method	-49	-58	
<b>Net profit of the consolidated companies</b>	<b>-11.368</b>	<b>15.504</b>	<b>+ 236,4%</b>
Attributable to minority interest	-571	388	
<b>Attributable to equity holders of RMG</b>	<b>-10.797</b>	<b>15.116</b>	<b>+ 240,0%</b>
<i>Net profit attributable to equity holders of RMG - margin</i>	<i>-3,0%</i>	<i>4,2%</i>	
<b>Current net profit of the consolidated companies (6)</b>	<b>2.346</b>	<b>18.065</b>	<b>+ 670,0%</b>
<i>Current net profit of the consolidated companies - margin (6)</i>	<i>0,6%</i>	<i>5,0%</i>	

<b>CONSOLIDATED KEY FIGURES PER SHARE</b>			
EBITDA	0,90	2,99	
REBITDA	1,87	3,16	
EBIT	-0,57	2,16	
REBIT	0,82	2,36	
Net profit attributable to equity holders of RMG	-0,86	1,20	
Net profit attributable to equity holders of RMG after dilution	-0,86	1,20	
Current net profit of the consolidated companies (6)	0,19	1,43	
Weighted average number of shares	12.619.077	12.619.077	
Weighted average number of shares after dilution	12.619.077	12.632.557	

<b>BALANCE SHEET</b>			
	31/12/09	30/06/10	Trend
Non current assets	633.152	629.232	- 0,6%
Current assets	312.662	298.651	- 4,5%
Balance sheet total	945.814	927.883	- 1,9%
Equity - Group's share	311.851	328.406	+ 5,3%
Equity - minority interests	12.995	13.208	+ 1,6%
Liabilities	620.968	586.269	- 5,6%
Liquidity (7)	1,0	1,0	+ 0,0%
Solvency (8)	34,3%	36,8%	+ 7,3%
Net financial debt	126.435	128.080	+ 1,3%
Gearing (9)	38,9%	37,5%	- 3,6%
Number of employees at closing date (10)	2.815	2.786	- 1,0%

- (1) Adjusted sales = like-for-like, i.e. adjusted for changes in the consolidation scope.
- (2) EBITDA = operating cash flow = EBIT + depreciations, write-downs and provisions.
- (3) REBITDA = current operating cash flow = EBITDA + restructuring costs and exceptional, one-off costs.
- (4) EBIT = operating result
- (5) REBIT = current operating result = EBIT + restructuring costs and exceptional, one-off costs, depreciations, write-downs and provisions.
- (6) Figures 30/6/09 adjusted: from 31/12/09 on, results of financial instruments were no longer considered as non-current.
- (7) Liquidity = current assets / current liabilities.
- (8) Solvency = equity (Group's share + minority interests) / balance sheet total.
- (9) Gearing = net financial debt / equity (Group's share + minority interests).
- (10) Joint ventures proportionally included.

**2. CONSOLIDATED KEY FIGURES BY DIVISION**

in EUR '000	PRINTED MEDIA		
	30/06/09	30/06/10	Trend
<b>INCOME STATEMENT</b>			
Sales	285.567	278.308	- 2,5%
Adjusted sales (1)	280.934	278.308	- 0,9%
EBITDA (Operating cash flow) (2)	1.141	17.974	+ 1475,3%
	<i>EBITDA margin</i>	0,4%	6,5%
REBITDA (3)	11.618	20.871	+ 79,6%
	<i>REBITDA margin</i>	4,1%	7,5%
EBIT (4)	-14.654	10.332	+ 170,5%
	<i>EBIT margin</i>	-5,1%	3,7%
REBIT (5)	1.158	13.702	+ 1083,2%
	<i>REBIT margin</i>	0,4%	4,9%
Net finance costs	-6.094	-686	- 88,7%
Operating profit after net finance costs	-20.748	9.646	+ 146,5%
Current operating profit after net finance costs (6)	-4.936	13.016	+ 363,7%
Income taxes	5.195	-5.235	+ 200,8%
Share in the profit of the companies with equity method	-49	-58	
Net profit of the consolidated companies	-15.602	4.353	+ 127,9%
Attributable to minority interest	-230	397	
Attributable to equity holders of RMG	-15.372	3.956	+ 125,7%
	<i>Net profit attributable to equity holders of RMG - margin</i>	-5,4%	1,4%
Current net profit of the consolidated companies (6)	-3.294	7.397	+ 324,6%
	<i>Current net profit of the consolidated companies - margin (6)</i>	-1,2%	2,7%

in EUR '000	AUDIOVISUAL MEDIA		
	30/06/09	30/06/10	Trend
<b>INCOME STATEMENT</b>			
Sales	82.499	85.208	+ 3,3%
Adjusted sales (1)	80.002	85.208	+ 6,5%
EBITDA (Operating cash flow) (2)	10.239	19.714	+ 92,5%
	<i>EBITDA margin</i>	12,4%	23,1%
REBITDA (3)	11.986	18.982	+ 58,4%
	<i>REBITDA margin</i>	14,5%	22,3%
EBIT (4)	7.428	16.872	+ 127,1%
	<i>EBIT margin</i>	9,0%	19,8%
REBIT (5)	9.212	16.140	+ 75,2%
	<i>REBIT margin</i>	11,2%	18,9%
Net finance costs	-422	-340	- 19,4%
Operating profit after net finance costs	7.006	16.532	+ 136,0%
Current operating profit after net finance costs	8.790	15.800	+ 79,7%
Income taxes	-2.772	-5.381	+ 94,1%
Net profit of the consolidated companies	4.234	11.151	+ 163,4%
Attributable to minority interest	-341	-9	
Attributable to equity holders of RMG	4.575	11.160	+ 143,9%
	<i>Net profit attributable to equity holders of RMG - margin</i>	5,5%	13,1%
Current net profit of the consolidated companies	5.640	10.668	+ 89,1%
	<i>Current net profit of the consolidated companies - margin</i>	6,8%	12,5%

- (1) Adjusted sales = like-for-like, i.e. adjusted for changes in the consolidation scope.  
(2) EBITDA = operating cash flow = EBIT + depreciations, write-downs and provisions.  
(3) REBITDA = current operating cash flow = EBITDA + restructuring costs and exceptional, one-off costs.  
(4) EBIT = operating result  
(5) REBIT = current operating result = EBIT + restructuring costs and exceptional, one-off costs, depreciations, write-downs and provisions.  
(6) Figures 30/6/09 adjusted: from 31/12/09 on, results of financial instruments were no longer considered as non-current.

**3a. CONDENSED CONSOLIDATED INCOME STATEMENT**

in EUR '000	30/06/2009	30/06/2010
Sales	365.718	361.725
Raw materials, consumables and goods for resale	-91.789	-80.873
Services and other goods	-145.091	-142.614
Personnel	-104.671	-96.437
Depreciation, write-down and provisions	-17.957	-11.121
Depreciation and write-down of intangible and tangible assets	-12.789	-8.911
Write-down of debtors and inventories	-972	-407
Provisions	147	-693
Impairment losses	-4.343	-1.110
Other operating income	4.784	4.596
Other operating expenses	-7.477	-5.735
Restructuring costs	-10.743	-2.337
Restructuring costs: costs	-10.094	-2.974
Restructuring costs: provisions	-649	637
<b>OPERATING PROFIT (EBIT)</b>	<b>-7.226</b>	<b>27.204</b>
Interest income	4.681	4.941
Interest expenses	-11.197	-5.967
<b>OPERATING PROFIT AFTER NET FINANCE COSTS</b>	<b>-13.742</b>	<b>26.178</b>
Income taxes	2.423	-10.616
Share in the profit of the companies accounted for using the equity method	-49	-58
<b>NET PROFIT OF THE CONSOLIDATED COMPANIES</b>	<b>-11.368</b>	<b>15.504</b>
Attributable to:		
Minority interest	-571	388
<b>Equity holders of Roularta Media Group</b>	<b>-10.797</b>	<b>15.116</b>
<b>Earnings per share</b>		
Net profit attributable to equity holders of RMG	-0,86	1,20
Net profit attributable to equity holders of RMG after dilution	-0,86	1,20

**3b. CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

in EUR '000	30/06/2009	30/06/2010
<b>NET PROFIT OF THE CONSOLIDATED COMPANIES</b>	<b>-11.368</b>	<b>15.504</b>
<b>Other comprehensive income of the period</b>		
Exchange differences	-96	5
Cash flow hedges	-4.377	1.410
Deferred taxes relating to other comprehensive income	1.487	-479
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>-14.354</b>	<b>16.440</b>
Attributable to:		
Minority interest	-571	388
<b>Equity holders of Roularta Media Group</b>	<b>-13.783</b>	<b>16.052</b>

<b>ASSETS</b> (in EUR '000)	<b>31/12/09</b>	<b>30/06/10</b>
<b>NON CURRENT ASSETS</b>	<b>633.152</b>	<b>629.232</b>
Intangible assets	441.959	440.022
Goodwill	64.572	65.947
Property, plant and equipment	116.636	112.760
Investments accounted for using the equity method	258	179
Loans, guarantees, available-for-sale investments	3.935	3.775
Financial derivatives	0	973
Trade and other receivables	2.171	1.871
Deferred tax assets	3.621	3.705
<b>CURRENT ASSETS</b>	<b>312.662</b>	<b>298.651</b>
Inventories	53.653	50.213
Trade and other receivables	179.868	190.935
Tax receivable	534	316
Short-term investments	2.395	2.414
Cash and cash equivalents	69.304	35.400
Deferred charges and accrued income	6.908	19.373
<b>TOTAL ASSETS</b>	<b>945.814</b>	<b>927.883</b>
<b>LIABILITIES</b> (in EUR '000)	<b>31/12/09</b>	<b>30/06/10</b>
<b>EQUITY</b>	<b>324.846</b>	<b>341.614</b>
Group's equity	311.851	328.406
<i>Issued capital</i>	203.040	203.040
<i>Treasury shares</i>	-22.382	-22.382
<i>Capital reserves</i>	3.191	3.695
<i>Revaluation reserves</i>	-1.147	-216
<i>Retained earnings</i>	129.125	144.241
<i>Translation differences</i>	24	28
Minority interests	12.995	13.208
<b>NON CURRENT LIABILITIES</b>	<b>316.557</b>	<b>274.934</b>
Provisions	7.321	6.719
Employee benefits	7.190	7.871
Deferred tax liabilities	125.294	126.345
Financial debts	173.905	132.247
Trade payables	2.464	1.546
Other payables	200	206
Financial derivatives	183	0
<b>CURRENT LIABILITIES</b>	<b>304.411</b>	<b>311.335</b>
Financial debts	24.229	33.647
Trade payables	157.234	148.557
Advances received	50.263	45.241
Employee benefits	37.220	36.414
Taxes	3.244	9.586
Other payables	25.959	24.790
Accrued charges and deferred income	6.262	13.100
<b>TOTAL LIABILITIES</b>	<b>945.814</b>	<b>927.883</b>

	30/06/2009	30/06/2010
<b>CASH FLOW RELATING TO OPERATING ACTIVITIES</b>		
Net profit of the consolidated companies	-11.368	15.504
Share in the result of the companies accounted for using the equity method	49	58
Income tax expense / income	-2.423	10.616
Interest expenses	7.156	5.967
Interest income (-)	-2.149	-3.239
Losses / gains on disposal of intangible assets and property, plant and equipment	1.211	-148
Losses / gains on disposal of business	44	0
Non-cash items	20.880	9.322
<i>Depreciation of (in) tangible assets</i>	12.789	8.911
<i>Impairment losses</i>	4.343	1.110
<i>Share-based payment expense</i>	762	557
<i>Losses / gains on non hedging derivatives</i>	1.509	-1.702
<i>Increase / decrease in provisions</i>	502	56
<i>Unrealized exchange loss / gain</i>	24	0
<i>Other non-cash items</i>	951	390
<b>Gross cash flow relating to operating activities</b>	<b>13.400</b>	<b>38.080</b>
Increase / decrease in current trade receivables	-33.537 (*)	-9.924
Increase / decrease in current other receivables and deferred charges and accrued income	-4.534	-13.919
Increase / decrease in inventories	2.227	4.634
Increase / decrease in current trade payables	34.568 (*)	-11.506
Increase / decrease in other current liabilities	3.574	-5.934
Other increases / decreases in working capital (a)	7.311	6.261
<b>Increase / decrease in working capital</b>	<b>9.609</b>	<b>-30.388</b>
Income taxes paid	-2.056	-3.700
Interest paid	-7.181	-5.484
Interest received	2.033	3.202
<b>NET CASH FLOW RELATING TO OPERATING ACTIVITIES (A)</b>	<b>15.805</b>	<b>1.710</b>
<b>CASH FLOW RELATING TO INVESTING ACTIVITIES</b>		
(In)tangible assets - acquisitions	-13.592	-4.316
(In)tangible assets - other movements	55.781 (*)	264
Net cash flow relating to acquisition of subsidiaries	-137	-342
Net cash flow relating to disposal of subsidiaries	-2	0
Loans, guarantees, available-for-sale investments - acquisitions	-539	-10
Loans, guarantees, available-for-sale investments - other movements	167	191
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>41.678</b>	<b>-4.213</b>
<b>CASH FLOW RELATING TO FINANCING ACTIVITIES</b>		
Dividends paid	0	-175
Movement in capital	0	0
Treasury shares	0	0
Other changes in equity	203	-6
Proceeds from current financial debts	888	4.865
Redemption of current financial debts	-22.296 (*)	-12.456
Proceeds from non current financial debts	6.548	0
Redemption of non current financial debts	-37.208 (*)	-23.609
Decrease in non current receivables	0	0
Increase in non current receivables	-61	-20
Increase / decrease in short-term investments	0	0
<b>NET CASH PROVIDED BY (+), USED IN (-) FINANCING ACTIVITIES (C)</b>	<b>-51.926</b>	<b>-31.401</b>
<b>TOTAL DECREASE / INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>5.557</b>	<b>-33.904</b>
Cash and cash equivalents, beginning balance	107.287	69.304
Cash and cash equivalents, ending balance	112.844	35.400
<b>NET DECREASE / INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>5.557</b>	<b>-33.904</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.

(\*) Sale & rent back transaction: decrease in financial debts 38 585, decrease in tangible fixed assets 55 659; the balance reflected in the change in working capital (trade receivables up 57 417; trade payables up 40 343).

**6. CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	Issued capital	Treasury shares	Capital reserves	Revaluation reserves	Retained earnings	Translation reserves	Minority Interests	TOTAL EQUITY
<b>BALANCE AS OF 1/1/2010</b>	<b>203.040</b>	<b>-22.382</b>	<b>3.191</b>	<b>-1.147</b>	<b>129.125</b>	<b>24</b>	<b>12.995</b>	<b>324.846</b>
Total comprehensive income for the period				931	15.116	5	388	<b>16.440</b>
Costs of issuance and equity increase			-54					<b>-54</b>
Recognition of share-based payments			558					<b>558</b>
Dividends paid to minority interests							-175	<b>-175</b>
Other increase / decrease						-1		<b>-1</b>
<b>BALANCE AS OF 30/06/2010</b>	<b>203.040</b>	<b>-22.382</b>	<b>3.695</b>	<b>-216</b>	<b>144.241</b>	<b>28</b>	<b>13.208</b>	<b>341.614</b>

	Issued capital	Treasury shares	Capital reserves	Revaluation reserves	Retained earnings	Translation reserves	Minority Interests	TOTAL EQUITY
<b>BALANCE AS OF 1/1/2009</b>	<b>203.040</b>	<b>-22.382</b>	<b>1.922</b>	<b>2.065</b>	<b>133.310</b>	<b>116</b>	<b>11.249</b>	<b>329.320</b>
Total comprehensive income for the period				-2.890	-10.797	-96	-571	<b>-14.354</b>
Costs of issuance and equity increase			-57					<b>-57</b>
Recognition of share-based payments			763					<b>763</b>
Dividends paid to minority interests							-270	<b>-270</b>
Other increase / decrease					1		503	<b>504</b>
<b>BALANCE AS OF 30/06/2009</b>	<b>203.040</b>	<b>-22.382</b>	<b>2.628</b>	<b>-825</b>	<b>122.514</b>	<b>20</b>	<b>10.911</b>	<b>315.906</b>

## **7. SELECTED NOTES TO THE HALF-YEARLY FINANCIAL REPORT**

### **7.1 Principles of the interim financial reporting**

The summary interim financial statements have been drawn up in conformity with IAS 34 Interim Financial Reporting as approved by the EU.

The interim financial statements were approved by the members of the Board of Directors on 18 August 2010.

### **7.2 Valuation rules**

In preparing the interim financial statements the IFRS principles for inclusion and valuation have been applied as for the consolidated annual financial statements of 31 December 2009. For the new IFRS and improved IAS standards that have come into effect as of 1 January 2010 the reader is referred to Note 1 in the 2009 Annual Report. The application of these new or revised standards has no material effect on the Group's results or financial position.

The Group has not applied in advance any standards or interpretations that are already issued but not yet applicable. The Group does not expect the initial application of the new or revised standards mentioned in Note 1 to the 2009 annual report to significantly affect its annual accounts.

### 7.3 Segment reporting

In accordance with IFRS 8 Operating Segments, the management approach is applied for the financial reporting of segmented information. This standard requires the segmented information to be reported to follow the internal reporting used by the company's main operating decision-making officer, based on which the internal performance of Roularta's operating segments is assessed and resources allocated to the various segments.

For reporting purposes, Roularta Media Group is organized into two operating segments based on the activities: Printed Media and Audiovisual Media. These operating segments remain unchanged from those used last financial year.

<b>in EUR '000</b>				
<b>30/06/2010</b>	<b>Printed Media</b>	<b>Audiovisual Media</b>	<b>Intersegment elimination</b>	<b>Consolidated total</b>
Sales of the segment	278.308	85.208	-1.791	361.725
<i>Sales to external customers</i>	277.317	84.408		361.725
<i>Sales from transactions with other segments</i>	991	800	-1.791	0

<b>in EUR '000</b>				
<b>30/06/2009</b>	<b>Printed Media</b>	<b>Audiovisual Media</b>	<b>Intersegment elimination</b>	<b>Consolidated total</b>
Sales of the segment	285.567	82.499	-2.348	365.718
<i>Sales to external customers</i>	284.518	81.200		365.718
<i>Sales from transactions with other segments</i>	1.049	1.299	-2.348	0

The results for the segments can be found in the key figures. These are summarized below, along with their impact on the consolidated net profit.

<b>in EUR '000</b>			
<b>30/06/2010</b>	<b>Printed Media</b>	<b>Audiovisual Media</b>	<b>Consolidated total</b>
EBITDA	17.974	19.714	37.688
REBITDA	20.871	18.982	39.853
EBIT	10.332	16.872	27.204
REBIT	13.702	16.140	29.842
Net profit of the consolidated companies	4.353	11.151	15.504
Current net profit of the consolidated companies	7.397	10.668	18.065

<b>in EUR '000</b>			
<b>30/06/2009</b>	<b>Printed Media</b>	<b>Audiovisual Media</b>	<b>Consolidated total</b>
EBITDA	1.141	10.239	11.380
REBITDA	11.618	11.986	23.604
EBIT	-14.654	7.428	-7.226
REBIT	1.158	9.212	10.370
Net profit of the consolidated companies	-15.602	4.234	-11.368
Current net profit of the consolidated companies	-3.294	5.640	2.346

#### **7.4 Pending disputes**

There are no significant changes to be reported with respect to the pending disputes as mentioned in note 24 to the consolidated annual financial statements at 31/12/2009.

#### **7.5 Changes in the consolidated group**

##### **a. Acquisitions**

On 10 June 2010, Groupe Express-Roularta SA, a French subsidiary of Roularta Media Group, acquired the 2,000 outstanding shares of Win SA.

This company organizes the 'Fiscap' and 'Forum de l'Investissement' financial fairs in Paris.

The company has since been renamed 'Forum de l'Investissement SA'.

No new shares were issued upon this acquisition.

The identifiable assets, liabilities and contingent liabilities of Win SA were assessed at 30 June 2010 and included in the following amounts:

<b>ASSETS</b>	<b>2010</b>
	<i>In EUR '000</i>
<b>NON CURRENT ASSETS</b>	<b>8</b>
Property, plant and equipment	8
<b>CURRENT ASSETS</b>	<b>872</b>
Trade and other receivables	604
Cash and cash equivalents	137
Deferred charges and accrued income	131
<b>TOTAL ASSETS</b>	<b>880</b>
 <b>LIABILITIES</b>	
<b>NON CURRENT LIABILITIES</b>	<b>10</b>
Provisions	10
<b>CURRENT LIABILITIES</b>	<b>1.335</b>
Trade payables	755
Employee benefits	75
Other payables	160
Accrued charges and deferred income	345
<b>TOTAL LIABILITIES</b>	<b>1.345</b>
 <b>TOTAL NET ASSETS ACQUIRED</b>	<b>-465</b>
 <b>Goodwill</b>	<b>1.375</b>
 <b>Take-over price</b>	<b>910</b>
Not yet paid	-430
<b>Take-over price paid in cash and cash equivalents</b>	<b>480</b>
Deposits and cash and cash equivalents acquired	-137
<b>Net cash outflow</b>	<b>343</b>

As at 30 June 2010, no turnover or earnings of this company were included in the consolidated income statement.

Had these business combination been effected at 1 January 2010, the sales of this business combination would be KEUR 851 and the net result KEUR -197.

**b. Sold participations**

None

**c. Other changes**

None

## 7.6 Investments

In the first half of 2010 the Group invested EUR 4.3 million in intangible and tangible assets. The investments in intangible assets are in new software (EUR 1.8 million) and in graphics and generics (EUR 0.5 million). The largest investments in tangible assets relate a. o. buildings (EUR 0.7 million), machinery (EUR 0.8 million, of which EUR 0.6 million at VMMA and Studio-A) and office equipment (including hardware) in an amount of EUR 0.3 million.

## 7.7 Extraordinary and one-off items

The following exceptional income statement items can be mentioned:

in EUR '000	30/06/2009	30/06/2010
<b>Personnel:</b>	<b>0</b>	<b>809</b>
- booking out of social security debt		809
<b>Restructuring costs (incl. restructuring provisions):</b>	<b>-10.743</b>	<b>-2.337</b>
- redundancy costs (Belgium and France)	-10.094	-2.974
- provision redundancy costs (Belgium and France)	-649	637
<b>Other operating costs:</b>	<b>-2.130</b>	<b>0</b>
- capital loss on the sale of Studio Press titles	-556	
- capital loss on the sale of the equipment Vogue Trading Video	-673	
- waiver fee payable under the terms of the financial covenants	-715	
- others	-186	
<b>Depreciation, write-down and provisions:</b>	<b>-4.723</b>	<b>-1.110</b>
- exceptionnal provision	-380	
- impairment losses	-4.343	-1.110
<b>Income taxes:</b>	<b>3.882</b>	<b>77</b>
- (deferred) taxes related to the above-mentioned items	3.882	77

The impairment losses on the titles in H1/2010 relate to Atmosphères (EUR 1 million) and Studio Press (EUR 0.1 million).

The **sale and rent-back operation** concluded by Roularta Printing as of 30 June 2009 affects the H1/2010 income statement as follows, compared with H1/2009:

- services and other goods (rental costs) up by EUR 4.1 million
- depreciation down by EUR 3.4 million
- interest costs down by EUR 0.8 million

## 7.8 Capital increase

There were no changes in the capital in the first semester of 2010.

## 7.9 Treasury shares

The statutory authorization to purchase own company shares, renewed at the annual meeting of the 19<sup>th</sup> of May 2009 was not used.

### **7.10 Share options**

In the first semester of 2010, no new option plans were offered.

A full overview of the option and warrant plans is available on [www.roularta.be](http://www.roularta.be) under the investor information heading.

In the first semester of 2010, the Group recognised 558 KEUR (30/6/2009: 763 KEUR) as personnel cost relating to equity-settled share-based payment transactions.

### **7.11 Provisions**

Provisions have fallen from EUR 7.3 million at the end of 2009 to EUR 6.7 million at 30 June 2010. This evolution is almost entirely due to the net decrease in the provision for restructuring at the various group companies, owing to the payment in the first half of 2010 of the severance pay for which provision was made at the end of 2009.

There have been no other significant evolutions in the provisions recorded at the end of 2009.

### **7.12 Financial debts (non current and current)**

No new loans were concluded during the first half of 2010.

Prepayments did take place (bank loans and ORA) in an amount of EUR 22.0 million, in addition to the contractual repayments of EUR 11.4 million.

### **7.13 Dividends**

In the first semester of 2010, no dividends were released for payment.

In the first semester of 2009, no dividends were released for payment.

### **7.14 Income statement**

#### ***Sales***

Sales are down 1.1% on H1/2009. Corrected to exclude changes in the consolidation scope, sales are up 0.8%.

For a discussion of this development we refer to the press release on the half-year results.

#### ***Raw materials, consumables and goods for resale***

Compared with H1 2009 these costs have fallen by EUR 10.9 million. EUR 2.5 million of this decrease is due to the ending of the optical disks activities and the fact that the web activity of the French companies is not longer carried out via Zéfir Web. There has also been a significant fall in production costs, in particular the price of paper.

#### ***Services and other goods***

Compared with H1 2009 these costs have fallen by EUR 2.5 million. On the one hand rental costs have risen by EUR 4.1 million with the sale-and rent-back operation concluded by Roularta Printing as of 30 June 2009. On the other hand services and other goods have fallen by EUR 6.6 million, reflecting the termination or sale of activities (EUR 2.6 million: primarily Vogue Trading Video and a number of Studio Press titles) and a general reduction of costs at the various group companies.

### *Depreciation*

As already mentioned, the sale and rent-back operation concluded as at 30 June 2009 produced a EUR 3.4 million fall in depreciation compared with H1 2009.

### *Other operating income*

Other operating income includes the operating subsidies, the capital gain on the disposal of tangible and financial assets, government grants and miscellaneous cross-charges. These income items are consistent with last year.

### *Other operating expenses*

Other operating expenses include other taxes, the loss on the disposal of (in)tangible fixed assets, losses on trade receivables, payment differences, bank charges.

EUR 1.2 million of the reduction compared with H1 2009 reflects the fact that in H1 2009 capital losses were recorded on the sale of Studio Press titles and on tangible fixed assets of Vogue Trading Video NV, while this year there have been no significant capital losses on the disposal of (in)tangible fixed assets.

### *Financial income and expenses*

<b>in EUR '000</b>	<b>30/06/2009</b>	<b>30/06/2010</b>
<b>Financial income:</b>	<b>4.681</b>	<b>4.941</b>
- interest income	1.091	395
- profit on the early termination of an IRS contract	1.058	2.845
- evolution of the market values of the swap contracts not viewed as hedging	2.532	1.701
<b>Financial costs:</b>	<b>-11.197</b>	<b>-5.967</b>
- interest expense	-6.937	-5.961
- evolution of the market values of the swap contracts not viewed as hedging	-4.128	
- other financial costs	-132	-6

As already mentioned, the sale and rent-back operation concluded as at 30 June 2009 produced a EUR 0.8 million fall in interest costs compared with H1 2009.

### **7.15 Income tax expense**

The tax charge has risen by EUR 13 million, reflecting both better results and the fact of no longer recording deferred tax assets at most loss-making companies.

The effective tax rate is influenced by a number of factors which affect the tax base. The main factors are the loss-making companies in respect of which no additional deferred tax assets are recorded, non tax deductible expenses and the lowering of tax pressure with the application of notional interest deduction. The impact of these factors can vary from half a year to half a year.

#### **7.16 Related parties**

The related parties of Roularta Media Group NV consist of subsidiaries, joint ventures, associated companies, other related parties and key management personnel (including directors).

The composition of the related parties, and nature of the transactions and the outstanding balances have not changed significantly from those reported in the financial statements at 31 December 2009.

#### **7.17 Key events after balance sheet closing date**

None

#### **7.18 Seasonal features**

The half-yearly results are not affected by any seasonal fluctuations. In general, sales are lower in January and February, as also in July and August with less good earnings as a result.

## **8. INTERIM REPORT**

### **INTERIM REPORT OF THE BOARD OF DIRECTORS**

Dear Shareholders,

*This interim financial report should be read in conjunction with the consolidated balance sheet and income statement of NV Roularta Media Group, and the related selected notes (see item 7 above). This interim report is drawn up in accordance with the Royal Decree of 14 November 2007 concerning the obligations of the issuers of financial instruments.*

#### **Significant events during the first six months of the financial year**

The global economic crisis which began in the second half of 2008 smouldered on into the first half of 2010. All media companies are still feeling the impact of decreased advertising revenue in their various print and audiovisual channels compared to the pre-crisis period. Roularta Media Group responded immediately to the crisis by divesting a number of non-core assets, by financial restructuring and with operating cost control programmes. These were not without effect, and positively influenced the variation in financial figures between the first halves of 2009 and 2010 at the level of business economic results. A conservative acquisition policy resulted in just one acquisition in the first half of this year. The ongoing broadening of activities (diversification) in the form of line extensions led to the expansion of the French operations with the acquisition of WIN SA, the organizer of the 'Fiscap' and 'Forum de l'Investissement' fairs. Investments were also influenced by new developments in internet platforms and access to new distribution channels like iPod and iPad. 2010 will go down as a transition year, with market visibility remaining difficult, but where we perceive initial hopes of a small recovery.

For a general discussion of the results we refer to the press release, which is embargoed till Thursday 19 August at 07.30 a.m.

#### **Main risks and uncertainties for the remaining months of the financial year**

In addition to the traditional risks for any company, the Group tracks market developments in the media world. Therefore, it can capitalise at all times on changes and new trends in the environment in which the company operates. Thanks to the Group's enhanced 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. As a diversified Group, drawing its revenue from the advertising market, the readers' market and from commercial activities (e.g. line extensions, commercial printing by Roularta Printing), Roularta Media Group is able to adequately diversify its revenue risk. This was amply demonstrated during the crisis period.

Printed Media: the various costs that to a large extent determine the total cost are printing, distribution, staff, and promotion costs. Quality has been maintained with further investments in its printing operations. More than 75% of own products sold are printed in-house. The one continuing uncertainty is the development of paper prices. Falling prices in recent years suggest that an increase could well follow in the coming years. To manage the paper price risk, the Group uses annual contracts for newspaper, and periodical contracts for magazine paper.

Audiovisual Media: results in this sector are primarily a function of the advertising market and viewing and listening figures. Competition plays a major role here. Reacting actively and quickly to market changes and trends remains crucial. Programming costs, for both domestic productions and international film material, are determined a long time in advance and so are inflexible. The advertising market is particularly subject to short-term movements.

The IT system within the group remains vital. A disturbance in RMG's computer systems (due to malfunctioning, malicious attacks, viruses or other factors) could seriously impact various aspects of its activities. For sales, customer service and administration, but also the Group's operating results. To date, the company has not experienced substantial problems with its computer systems, but cannot guarantee that such problems will not occur in the future.

The currency risk within the Group is limited to USD. Film rights purchases by the Audiovisual segment can take place in USD and the Group is also bound to paying principal and interest on a U.S. private placement bond. Both risks are hedged with respectively currency contracts with or a firm commitment in the framework of the Group's commercial activities and a Cross Currency Swap. Despite these hedging instruments, fluctuations in the USD can still impact RMG's operating results.

The Group's debt level and interest charges can affect the result. Outstanding IRS contracts and other financial instruments serve to further cover this risk. Recent Group Policy is to use only those instruments which under IFRS can impact equity but not any more the result.

The Group is also exposed to credit risk to its customers. To manage this risk, internal and external credit checks are used. Instruments like bills of exchange and credit insurance also reduce this risk. Until now there has been no significant concentration of credit risks, and the necessary provisions have been made for existing ones.

For other general risks, the reader is referred to the 2009 Annual Report 2009 (Annual Report of the Board of Directors) which discusses on pp. 31-32 the bank covenants, liquidity and capital structure risks, impairment risks and risks of litigation and arbitration proceedings.

**9. DECLARATION CONCERNING THE INFORMATION GIVEN IN THIS HALF-YEARLY FINANCIAL REPORT**

**The undersigned declare that, to the best of their knowledge,**

- the abbreviated financial overviews, which have been drawn up in accordance with the applicable standards for annual financial statements, give a true and fair view of the net assets, the financial situation and the results of Roularta Media Group and of the companies included in the consolidation;
- the interim annual report gives a true and fair view of the information that is required to be included in it.

Rik De Nolf, CEO  
Jan Staelens, CFO

## **10. AUDITOR'S REPORT**

# Roularta Media Group NV

### **Limited review report on the consolidated half-year financial information for the six-month period ended 30 June 2010**

*The original text of this report is in Dutch*

To the board of directors

We have performed a limited review of the accompanying consolidated condensed balance sheet, condensed income statement, condensed statement of comprehensive income, condensed cash flow statement, condensed statement of changes in equity and selective notes 7.1 to 7.18 (jointly the "interim financial information") of Roularta Media Group NV ("the company") and its subsidiaries (jointly "the group") for the six-month period ended 30 June 2010. The board of directors of the company is responsible for the preparation and fair presentation of this interim financial information. Our responsibility is to express a conclusion on this interim financial information based on our review.

The interim financial information has been prepared in accordance with IAS 34, "*Interim Financial Reporting*" as adopted by the EU.

Our limited review of the interim financial information was conducted in accordance with the recommended auditing standards on limited reviews applicable in Belgium, as issued by the "Institut des Réviseurs d'Entreprises/Instituut van de Bedrijfsrevisoren". A limited review consists of making inquiries of group management and applying analytical and other review procedures to the interim financial information and underlying financial data. A limited review is substantially less in scope than an audit performed in accordance with the auditing standards on consolidated annual accounts as issued by the "Institut des Réviseurs d'Entreprises/Instituut van de Bedrijfsrevisoren". Accordingly, we do not express an audit opinion.

Based on our limited review, nothing has come to our attention that causes us to believe that the interim financial information for the six-month period ended 30 June 2010 is not prepared, in all material respects, in accordance with IAS 34 "*Interim Financial Reporting*" as adopted by the EU.

Kortrijk, 18 August 2010

#### **The statutory auditor**

**DELOITTE Bedrijfsrevisoren / Réviseurs d'Entreprises**

BV o.v.v.e. CVBA / SC s.f.d. SCRL

Represented by

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Frank Verhaegen

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Mario Dekeyser