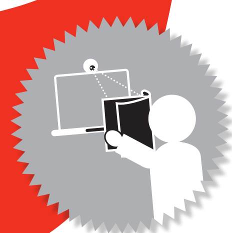
ANNUAL REPORT

THE LEADING EUROPEAN ENTERTAINMENT NETWORK

2009

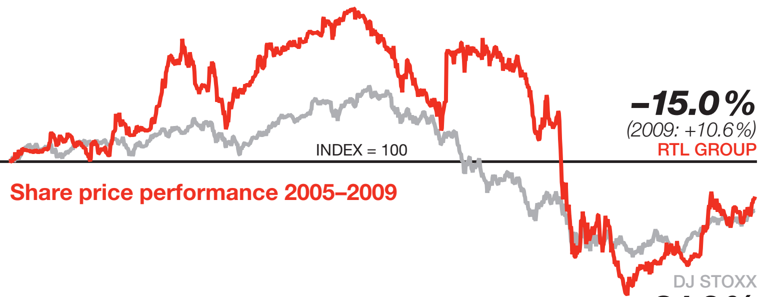
RTL GROUP



WATCH TV WITH THIS ANNUAL REPORT

HOW TO GET STARTED: SEE PAGE 5

KEY FIGURES 2005–2009



Share price performance 2005–2009

Market capitalisation

2005–2009 (€ billion)

09	7.3
08	6.6
07	12.5
06	13.1
05	10.5

+10.6%

Revenue

2005–2009 (€ million)

09	5,410
08	5,774
07	5,707
06	5,640
05	5,115

–6.3%

Total dividend per share

2005–2009 (€)

09	3.50
08	3.50
07	5.00
06	3.00
05	1.05

Dividend payout 2005–2009: €2.5 billion

EBITA

2005–2009 (€ million)

09	755
08	916
07	898
06	851
05	758

–17.6%

Adjusted earnings per share[1]

2005–2009 (€)

09	2.85
08	3.87
07	3.54
06	3.52
05	2.96

–26.4%

Equity

2005–2009 (€ million)

09	5,530
08	5,871
07	6,448
06	6,151
05	5,348

–5.8%

Shareholding structure[2]

31 December 2009

RTL Group		
	Bertelsmann AG	91.0%
	Public	9.0%

1 *Adjusted earnings per share represents the net profit for the period adjusted for impairment of goodwill, disposal groups and amortisation of fair value adjustments on acquisitions and gain or loss from sale of subsidiaries, joint ventures and other investments, net of income tax expense and one-off tax effects*

2 *Excluding 0.76% which is held collectively as treasury stock by RTL Group and one of its subsidiaries*

PEOPLE SPEND MORE TIME WATCHING TV

THAN IN PREVIOUS YEARS.

FIND OUT WHY!

Winning co-operation: Sébastien won the first season of the French-Belgian adaptation of FremantleMedia's international hit format, *The X Factor*, broadcast by W9 in France and RTL-TVI in Belgium

CONTENTS

HOW TO WATCH TV! WITH THIS ANNUAL REPORT

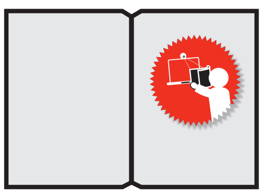
USER MANUAL

1

You need a computer with an internet connection and a webcam.

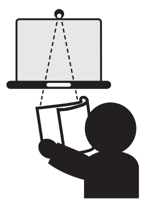
2

Go to RTLGroup.com/Report2009. If asked, allow the installation of the Adobe Shockwave and of the video plug-in.



3

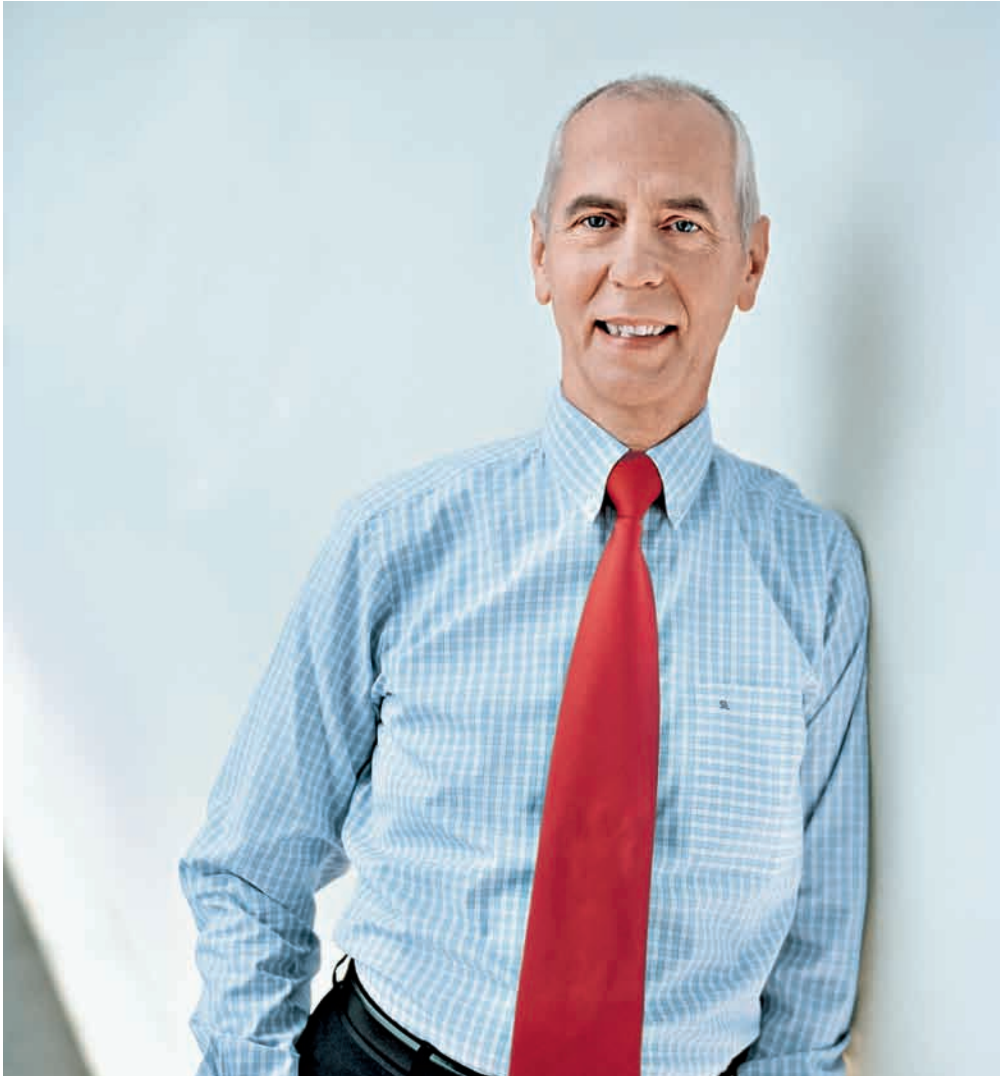
Flip to one of the pages displaying our video logo (pictured above).



4

Hold the whole page in front of the webcam and be ready for a surprise.

CHAIRMAN'S



STATEMENT

BY
SIEGFRIED LUTHER
CHAIRMAN OF
THE BOARD OF DIRECTORS

2009 was an extremely challenging period for the European TV industry as advertising markets across the continent declined considerably. Against this background, I am pleased to confirm that RTL Group achieved a satisfying set of results: our early focus on reducing costs resulted in significant savings, so that the EBITA margin of the Group, at 14.0 per cent, remained at a high level.

The major achievements of recent months might be summarised neatly as: "Costs down, ratings up" – we remain in good shape having managed our way through the economic downturn. The Group's management team successfully combined comprehensive cost cutting measures with maintaining the strong market positions of RTL Group's broadcasting families and production companies, indeed even improving them in some of the major markets. The families of channels in Germany, France, the Netherlands and Belgium all achieved higher audience shares, while FremantleMedia continued to produce the highest-rated shows around the globe. Return on sales at the five biggest profit contributors – Mediengruppe RTL Deutschland, Groupe M6, FremantleMedia, RTL Nederland and RTL Belgium – remained stable year on year.

RTL GROUP ACHIEVED A POSITIVE NET RESULT, ON THE LEVEL OF 2008

However, the decline in the advertising markets – worse than anticipated – not only led to lower Group revenue and EBITA, but also to significant goodwill impairments on Five Group in the UK and Alpha Media Group in Greece. Nevertheless, RTL Group achieved a positive net result of €205 million. The company's sound financial position is also reflected in a significant net cash position of €789 million at the end of 2009.

The RTL Group share price finished the year up 10.6 per cent, from €42.5 at the end of 2008 to €47 at the end of 2009, while the DJ STOXX index of European media shares increased 13.9 per cent over the year.

REDUCING THE COST BASE
WHILE AT THE SAME TIME CONTINUING TO INVEST

Throughout 2009, the management provided the company's stakeholders with a clear and transparent assessment of the situation in the TV advertising markets, analysed the resulting challenges for the TV industry and explained the Group's two-fold strategic response – reducing the cost base in core TV broadcasting while at the same time continuing to invest in growth opportunities. This included FremantleMedia's acquisition of the US-based production company Original Productions, the launch of a new digital channel in the Netherlands and the ongoing expansion of the company's video-on-demand platforms, internet activities and diversification businesses.

Clearly the economic crisis has made 2009 a difficult year for many organisations, and we have not been immune. It has been a very demanding year for all of us, but I have been hugely encouraged by the motivation of everyone throughout the RTL Group to apply their own unique talents on our behalf, and to maintain such high standards in doing so. Therefore I would like to thank everyone within our Group companies and at the Corporate Centre for their efforts during 2009.

CHIEF EXECUTIVE'S

REPORT

2009 changed the television industry. Like all commercial TV companies, RTL Group had to deal with the recession, a downfall in advertising, and structural changes through digitisation, all at the same time. RTL's profit centres reacted quickly, cutting costs yet managing to increase audience shares. Acting early from a position of strength, RTL Group was able to prove reliability even in times of crisis.

BY GERHARD ZEILER

This was a crucial year for the TV industry. The economic crisis led to a significant advertising downturn. Most TV markets across Europe fell by double-digit figures. In addition, increasing digitisation is leading to substantial structural changes in the television industry. And digitisation leads to fragmentation, which brings more choice, for viewers as well as for advertisers.

At the same time – contrary to the predictions of many sceptics – TV proved that it is, and will remain, the leading medium: an increase in average viewing time shows how much media consumers love television. In many European countries, including Germany and France, people spent more time watching TV than in previous years, while in the UK, average viewing time was 225 minutes per day – the highest figure since 1992. Beyond the traditional ways to watch television, internet and mobile video content are growing markets.

Facing extraordinary challenges, the television industry proved that it is flexible and resilient, even in difficult situations. Broadcasters and producers can adapt to economic and technological changes quicker than many other industries.

At the beginning of 2009, in the midst of the economic uncertainty, RTL Group had three top priorities:

- To reduce the cost base in our core business of TV broadcasting, without losing substance.
- To further invest in content and brand extensions.
- To proceed in the transition from the linear to the digital world.

The results speak for themselves:

- The bottom line of the cost-cutting measures at our profit centres is significant: RTL Group managed to reduce its operating costs by €371 million in 2009. As our local management teams combined comprehensive cost cutting with smart programming decisions, we managed to increase audience shares in almost every country.
- Investment in content production and diversification businesses helped to better balance our financial position. Our content arm, FremantleMedia, acquired a majority stake in the production company Original Productions, and extended the *Idols* brand by launching a live attraction at Walt Disney World, while new pay channels were introduced in Germany, France, and the Netherlands.
- Adopting the digital opportunities, RTL Group's profit centres improved and extended their popular catch-up services. Throughout Europe, our online platforms registered more than 1 billion video streams. Several new platforms were launched, which are now available via the internet, TV and mobile phones.

These successes are only possible due to RTL Group's decentralised structure, where strong CEOs in the various countries in which we operate act like entrepreneurs, with the power to make local decisions. This structure provides the company with a solid competitive edge.

HIGH PROFITABILITY NET RESULT UP

The Group's profitability continued to be high in 2009: EBITA margins of the big five profit contributors – Mediengruppe RTL Deutschland, Groupe M6, FremantleMedia, RTL Nederland and RTL Belgium – remained stable or even increased.

Given the double-digit declines in Europe's TV advertising markets, however, revenue and profits fell to below the previous year's levels. Revenue decreased by 6.3 per cent to €5,410 million (2008: €5,774 million).

With a record second half-year result of €437 million (up 5.6 per cent year-on-year), full-year EBITA reached €755 million (down 17.6 per cent), despite higher start-up losses (mainly resulting from the first-time full-year consolidation of Alpha Media Group in Greece) and significant one-time charges, including restructuring costs in the UK, Germany and Greece, and a significant programme write-down at Five. RTL Group's EBITA margin for 2009 is 14.0 per cent (2008: 15.9 per cent).

Net profit attributable to RTL Group shareholders increased by 5.7 per cent to €205 million (2008: €194 million) despite goodwill impairments on Five Group in the UK and Alpha Media Group in Greece.

Net cash from operating activities is €763 million, resulting in an operating cash conversion of 106 per cent. At the end of 2009, the net cash position reached €789 million.

PROFITABILITY AND AUDIENCE LEADERS

In Germany, the EBITA of RTL Group's profit centre **Mediengruppe RTL Deutschland** reached €366 million, down 11.6 per cent due to significantly lower advertising revenue.

At the same time, the German family of channels increased its clear audience leadership in the key 14 to 49 target group significantly, by 1.5 percentage points to 34.4 per cent (2008: 32.9 per cent), a new record level.

The outstanding performance was driven mainly by the flagship channel RTL Television, which, for the 17th consecutive year, and by a large margin, was the number one choice among young viewers, with a 16.9 per cent audience share (2008: 15.7 per cent).

The sixth season of the talent show *Deutschland sucht den Superstar* (Idols) scored an average audience share of 30.6 per cent in the 14 to 49 target group, up from 29.5 per cent in 2008. The third season of *Das Supertalent* (Got Talent) delivered the format's highest ratings yet, with an average audience share of 33.2 per cent (2008: 27.9 per cent).

RTL Television also succeeded in establishing new formats across all genres, including new shows such as *5 gegen Jauch* and new series such as *Lasko – Die Faust Gottes*. The channel introduced a new afternoon line-up featuring scripted docu-soaps, which helped to boost its audience share in the target group. Real-life formats such as *Bauer sucht Frau* (The Farmer Wants A Wife), *Raus aus den Schulden* (Get Out Of Debt) and *Rach – Der Restauranttester* also performed strongly in prime time.

In terms of total audience, the boxing match between Vitali Klitschko and Kevin Johnson on 12 December 2009 was RTL Television's highest rated programme of the year, attracting 11.18 million viewers.

In French television, **Groupe M6** demonstrated its resilience in a strong economic downturn: an almost stable EBITA of €195 million, resulting from significantly lower programme costs at the main channel M6, and higher profit contributions from its digital channels and diversification activities.

Groupe M6 was the only family of channels in France with growing ratings. The combined audience share in the commercial target group of housewives aged under 50 increased to 21.6 per cent (2008: 21.2 per cent), driven by the strong growth of W9.

The audience share of flagship channel M6 in the commercial target group remained almost stable at 17.2 per cent (2008: 17.5 per cent). As a result, M6 not only remained the second most popular channel in France in this demographic, it also continued to reduce the gap to the market leader, TF1. The channel continued to draw large audiences with its established programme brands, including the talent show *Nouvelle Star* (Idols), factual entertainment formats such as *L'amour est dans le pré* (The Farmer Wants A Wife) and *Pékin Express*, as well as the popular information magazines, *Capital* and *Zone Interdite*.

Groupe M6's main digital channel, W9, continued its rapid growth throughout 2009. The channel's total audience share increased to 2.5 per cent (2008: 1.8 per cent) – the biggest increase recorded by any French channel.

Worldwide production arm, **FremantleMedia**, again reached the record results level of the previous year, despite general pressure on profit margins. Its EBITA remained stable at €155 million.

FremantleMedia continues to produce the highest-rated shows around the globe. In 2009, its global network of production companies was responsible for nearly 9,500 hours of award-winning TV programming across 57 countries, making it one of the largest creators of international programme brands. The company distributed its programmes to more than 150 countries around the world.

FremantleMedia productions topped the ratings charts in nearly every major territory, including the US, the UK, Germany, Australia and France. Many of the company's key formats also set new records and delivered larger audiences than ever before, including *Got Talent* in the UK and Germany, *The X Factor* in the UK and Denmark, and *The Farmer Wants A Wife* in France and the Netherlands.

RTL Nederland increased its EBITA by €2 million to €72 million thanks to an early focus on cost reduction. The Dutch family of channels achieved a combined prime time audience share of 32.3 per cent in the main commercial target group of shoppers aged 20 to 49, up 1.8 percentage points from 2008. The strong ratings performance is mainly driven by the flagship channel RTL 4.

With the UK TV market strongly affected by the economic downturn, **Five Group** registered an operating loss of €10 million, excluding a significant programme write-down of €22 million, and restructuring charges of €9 million. Five undertook stringent cost management across all of its channels to limit the EBITA impact of the advertising revenue shortfall. The business took the decision to concentrate its efforts on the more commercially valuable parts of the schedule, such as prime time. The Five Group reduced its underlying operating costs by 19 per cent in 2009.

Nevertheless, Five was the only terrestrial family of channels in the UK to increase its adult viewing share in 2009, up slightly to 6.27 per cent (2008: 6.24 per cent).

In Greece, the newly acquired **Alpha Media Group** initiated comprehensive restructuring and cost reduction measures in reaction to the downturn of the Greek market. Despite these savings, Alpha TV's audience share increased significantly year-on-year, proving that the new programming strategy – which positions Alpha as a family-oriented channel with a focus on docu-soaps and entertainment – is working.

STRATEGY REMAINS IN PLACE

RTL Group reacted to the economic crisis from a position of strength. With interests in 45 television channels in 11 countries, RTL Group has a very well-balanced portfolio as a TV broadcasting company. With 38 per cent of its revenue coming from non-advertising sources, RTL Group also has a well-balanced portfolio in terms of revenue streams.

In the coming year, we will further develop activities that create revenues beyond advertising, such as pay strategies and diversification businesses, and will further strengthen investments in our rapidly growing internet activities, and in content production.

As part of FremantleMedia's global growth strategy, which combines organic growth with selected acquisitions, the company acquired a 75 per cent stake in Original Productions –

the US-based creator of hit TV shows such as *Ice Road Truckers* and *Ax Men* – in February 2009.

As well as investing in content production, we also invest in digital activities.

RTL Group's profit centres continually improve and extend their popular catch-up services, a short-term form of video-on-demand for viewers who missed the regular broadcast. New platforms were launched in Germany, France and Hungary, branded Vox Now, W9 Replay, and RTL Most.

Groupe M6 complemented its market-leading offer with a new paid service, M6 VOD – which features premium content such as movies and passes for whole seasons of popular TV series – and M6 Bonus, a free service offering highlights of M6's signature programmes, as well as interviews, making-ofs and outtakes.

The three special-interest digital channels, RTL Crime, RTL Living and Passion, continued to grow steadily, and are among the leading pay-TV channels in Germany, Austria and Switzerland, with over 2.5 million subscribing households.

At the beginning of October 2009, RTL Nederland launched the special-interest channel RTL Lounge, which targets young women with Dutch and international drama and lifestyle programmes. Within a few months, the channel has already become the leader among the digital channels in the Netherlands.

In a unique extension of the *Idols* brand, FremantleMedia created a TV programme-based attraction – *The American Idol Experience* – at Walt Disney World Resort, Florida, which opened in February 2009.

CONTINUITY IN MANAGEMENT

RTL Group appointed three profit centre CEOs during the reporting period.

In May 2009, Christoph Mainusch took over from Rick Spinner as CEO of Alpha. The former CEO of RTL Televizija plans to combine audience success with sustainable financial results, even in difficult times.

In July 2009, Johannes Züll, CEO of Aegis Media in Germany, follows Christoph Mainusch as CEO of RTL Televizija. He has held various positions within RTL Group in the past. His proven excellence in both strategic and operative skills empowers him to lead the Croatian subsidiary through a challenging time.

In August 2009, Christopher Baldelli took over as chairman of RTL Radio's Executive Board. Baldelli, who headed the thematic TV channels division of Groupe M6, is a strong and dynamic leader. RTL Group's French radio business will benefit from his comprehensive experience in French media and his track record of growing new digital activities into profitable businesses.

HIGH DIVIDEND PROPOSED

Based on the 2009 results and the cash position, the Board of Directors proposes a dividend of €3.50. This is the same as the total dividend in 2008, which then included an extraordinary dividend of €2.10 per share. If the Annual General Meeting follows this recommendation, RTL Group will have distributed €2.5 billion to its shareholders in the past five years alone, while remaining without debt and with a high net cash position.

LOOKING AHEAD

Although the revenue decline has slowed considerably since autumn 2009, RTL Group does not expect a quick recovery of advertising revenues to previous levels. While the Group remains cautious, it will also continue to invest in promising business opportunities based on its strong brands and content. These include on-demand services as non-linear TV viewing grows rapidly, digital pay channels to establish a second revenue stream, content production, and the company's broad range of diversification businesses.

HERE TO STAY

As I have already said, television remains the leading medium. In the future there will be more television than ever before, there will be more distribution channels for television than ever before, and there will be television programmes for truly everyone – for mass audiences and narrowly defined target groups alike.

RTL Group will be there with its content and brands, wherever the viewers are. But we will not only please our audiences. While I would be careful about prematurely announcing the end of the crisis, I may say that RTL Group is in excellent health, with strong businesses in many countries, double-digit return on sales, and a sound financial position. We are confident that we will continue to deliver significant value for the investments of our shareholders in the future.

Gerhard Zeiler, Chief Executive Officer

PROFIT CENTRES AT A GLANCE

MEDIENGRUPPE RTL DEUTSCHLAND

	2009	2008
Revenue	€1,732m	€2,020m
EBITA	€366m	€414m
Advertising market share	43.5%	46.4%
Audience share*	34.4%	32.9%

*Target: 14–49

GROUPE M6

	2009	2008
Revenue	€1,377m	€1,354m
EBITA	€195m	€196m
Advertising market share	23.4%	21.4%
Audience share*	21.6%	21.2%

*Target: housewives < 50 (including digital channels)

FREMANTLEMEDIA

	2009	2008
Revenue	€1,183m	€1,203m
EBITA	€155m	€155m

RTL NEDERLAND

	2009	2008
Revenue	€371m	€436m
EBITA	€72m	€70m
Advertising market share	39.5%	39.0%
Audience share*	32.3%	30.5%

*Target: shoppers 20–49 (18–24h)

FIVE GROUP

	2009	2008
Revenue	€303m	€432m
Operating EBITA	€(10)m	€2m
Restructuring costs	€(9)m	€(4)m
Programme write-down	€(22)m	–
Advertising market share	8.4%	9.6%
Audience share*	6.27%	6.24%

*Target: 16+ (including Five USA and Fiver)

RTL BELGIUM

	2009	2008
Revenue	€203m	€216m
EBITA	€36m	€39m
Advertising market share	72.0%	70.2%
Audience share*	38.9%	36.0%

*Target: shoppers 18–54 (17–23h)

RTL RADIO FRANCE

	2009	2008
Revenue	€174m	€189m
EBITA	€15m	€32m
Advertising market share	28.3%	28.0%
Audience share*	19.1%	19.8%

*Target: 13+

RTL KLUB

	2009*	2008
Revenue	€83m	–
EBITA	€18m	€10m**
Advertising market share	46.7%	47.8%
Audience share***	30.7%	32.6%

*RTL Klub has been fully consolidated from April 2009
**Group contribution
***Target: 18 – 49 (prime time)

ALPHA MEDIA GROUP

	2009*
Revenue	€70m
EBITA	€(34)m
Advertising market share	14.6%
Audience share**	13.7%

*Alpha Media Group has been fully consolidated from December 2008
**Target: 15 – 44

RTL TELEVIZIJA

	2009	2008
Revenue	€41m	€50m
EBITA	€(3)m	€2m
Advertising market share	42.5%	41.4%
Audience share*	26.2%	26.4%

*Target: 18 – 49

RTL RADIO DEUTSCHLAND

	2009	2008
EBITA	€6m	€8m

GRUPO ANTENA 3

	2009	2008
EBITA (Group contribution)	€13m	€19m
Advertising market share	26.0%	23.2%
Audience share*	17.6%	17.9%

*Target: 16 – 54 (including digital channels)

REN TV

	2009	2008
EBITA (Group contribution)	€0m	€4m
Advertising market share	4.7%	5.3%
Audience share*	5.8%	5.4%

*Target: 18 – 54

THE GOOD LIST

Helping, informing, promoting solutions.
As the leading European entertainment network, RTL Group is aware of its social responsibility. And it takes that responsibility very seriously.

Columbian pop star, Shakira,
opens a school for 1,800 pupils in her home town

People within RTL Group raise significant amounts of money for charity. But as an organisation, we raise awareness of important issues, too. To do both, RTL businesses get involved in a wide range of initiatives spanning many countries. And in doing this, they help people and communities all around the world. Television and radio can truly be a force for good.

Following the devastating earthquake in Haiti, RTL Radio reporter Philippe Antoine was one of the first on the scene

PULLING TOGETHER TO HELP HAITI

Shortly after the earthquake hit Haiti on 12 January 2010, RTL Group began calling on its viewers and listeners to donate funds. In less than two weeks, RTL Group companies helped to raise over €45 million for emergency and long-term relief.

In the Netherlands, RTL's flagship channel RTL 4 teamed up with public broadcaster Nederland 1 and commercial channel SBS 6 to simultaneously broadcast the charity programme *Nederland Helpt Haiti*. This raised €41.7 million in donations, which was matched by the Dutch government. Most commercial radio stations, including RTL Nederland's Radio 538, also supported this joint initiative.

Grupo Antena 3 in Spain launched the *Ayuda a Haití* campaign to raise funds via text messages. Within 48 hours, the campaign had generated €1.3 million in donations, which went directly to the Red Cross.

In Germany, Mediengruppe RTL Deutschland launched a trailer campaign on RTL Television, Vox, N-TV and Super RTL. So far, viewers have donated more than €3.1 million. In additi-

“The courage shown by the Haitian people in the face of such adversity has been a humbling lesson to me, and one that I will remember.”

on, the company’s charity foundation had given €100,000 from its own emergency relief fund. Among other things, this money will be used to rebuild the orphanage in Trichet, which was sponsored by an *RTL Spendenmarathon*, but completely destroyed in the earthquake.

In France, Groupe M6 and RTL Radio teamed up with the newspaper *Le Figaro* for the campaign *Sauvons les enfants d’Haïti*, raising money for the rebuilding and running of orphanages, kindergartens, schools and clinics. M6 also ran a trailer campaign, in which its news anchors called on viewers to support Unicef’s relief efforts. RTL Radio’s special correspondent, Philippe Antoine, was one of the first reporters to reach Haiti, and kept listeners informed in the days following the disaster. Speaking shortly after his arrival, he said, “The devastation in Haiti is far worse than anything I’ve seen before. It’s extremely harrowing.” His heartfelt contributions to a blog have also raised much awareness, and paying tribute to the people of Haiti, he said, “The courage shown by the Haitian people in the face of such adversity has been a humbling lesson to me, and one that I will remember.”

In Belgium, RTL and the public broadcaster RTBF, organised a joint fundraising programme. The show *SOS Haïti* was aired simultaneously on RTL-TVI and RTBF 1, and also ran on the radio station Bel RTL and the website *RTLinfo.be*, to raise €198,000.

In addition to raising money, RTL Group’s TV channels and radio stations have been reporting extensively from Haiti, to highlight the need for both short and long-term action to help rebuild this devastated country.

Speaking of recent events, Gerhard Zeiler, CEO of RTL Group, said, “I’d like to say a big thank you to our viewers and listeners who donated so generously, and to our employees and reporters who have made this possible."

A quick response by Antena 3 to the Haiti disaster generated €1.3 million in donations – within 48 hours

SUPPORTING MANY GOOD CAUSES AROUND THE WORLD

Through his foundation and the help of *RTL Spendenmarathon*, Ricky Martin builds centres in Puerto Rico to help children escape from violence and poverty at home

The hugely successful *Télévie* event has been running in Belgium and Luxembourg since 1989. In 2009 *Télévie* raised a record-breaking €8,162,543 and the total amount raised to date passed the €100 million mark. *Télévie* collects money to pay for scientific research into leukaemia and cancer. Launching the 21st event, RTL Belgium’s CEO Philippe Delusinne said, “*Télévie* is concerned with what is essential to life: health.”

Once again, a number of celebrity guests gave their support to *Télévie*, which aired live on several TV and radio stations. It broadcast the success of over 900 volunteer-organised activities across the two countries. At one of these events, staff and guests of RTL Group’s Corporate Centre in Luxembourg pedalled on the training bikes in the company’s fitness centre. For every kilometre they cycled, the Group gave €5 to the appeal. After eight hours of non-stop pedalling, they clocked up a total of 8,826 kilometres, with a company donation rounding the sum raised up to €50,000.

Yet again *Télévie* raised record-breaking sums in Belgium for charity

Another huge annual fundraiser is Germany's *RTL Spendenmarathon*, which in 2009 supported seven specially selected children's projects – each with a celebrity mentor and activity. Football star Philipp Lahm holds summer camps for disadvantaged kids, while gourmet cook Christian Rach helps a nutritional programme for children living in institutions. *Gute Zeiten, schlechte Zeiten* star Susan Sideropoulos is supporting the expansion of RTL's "Arche" Children's House in Berlin-Friedrichshain, while pop star Ricky Martin will help build a centre for children in need in Loiza in his native Puerto Rico, and moderator Miriam Pielhau's project is a school for poor children in Na Nai in north-eastern Thailand. World swimming champion Britta Steffen is working for severely disabled children on ventilators in Wiesbaden, while Hartmut Engler of the German band Pur, is supporting a sports project to prevent violence in German schools.

As Wolfram Kons, RTL Television Charity Director said when he launched the 14th *RTL Spendenmarathon* live on air, "2.7 million children in Germany live in poverty, and their number is growing. So every penny raised here will go directly to where it's needed." At this point he reminded viewers that RTL Television pays all the administrative, personnel and production costs, so all donations made are passed straight on.

Starting on 20 November, the event ran non-stop for 24 hours. One way RTL Television supported it was by providing airtime – on the hour, every hour. A number of personalities also gave their support to the day. The extreme athlete Joey Kelly, cycling pro Marc Mertens, sports host René Hiepen and marathon runner John Achtendung all took part in a charity run, covering 600 kilometres in 3.5 days. Despite the economic downturn, 2009's *RTL Spendenmarathon* raised a staggering €7,303,085 for needy children around the world. This brings the total raised across all *RTL Spendenmarathon* years to over €78 million.

"2.7 million children in Germany live in poverty, and their number is growing. So every penny raised here, will go directly to where it's needed."

Clowns for Children in Hospitals helped to bring a smile to lots of young faces

But while it's often these high-profile events that grab the headlines, there's more good work happening 'behind the scenes'. In Australia, for example, FremantleMedia held a charity event on the set of *Neighbours* and donated AUS $25,000 to rebuild a community playground destroyed by bush fires.

And in Luxembourg, for the third year running, employees and friends packed Christmas gift boxes for children in need. 135 shoeboxes were beautifully decorated and filled with toys, clothes and sweets for children in Romania. While in Croatia, special attention continues to be given to the development of corporative philanthropy and assistance to children's organisations. Since 2008, *RTL Helps Children* has sponsored projects to the value of €834,000.

Antena 3 got involved in a similar event. Through their *Niños Solidarios* campaign they collect shoeboxes filled with toys to send to children all over the world who are living in difficult circumstances. The campaign aims not just to provide children with toys, but also to involve entire families in the initiative, and to help young people understand that even small gestures can make a big difference. In total, 30 countries donated a total of 65,000 gift boxes. 30,000 of these came from Spain alone. Antena 3 is also keen to spread the spirit of reading among children. For the second year in a row, on World Book Day, it gave out 2,500 books to children in over 40 hospitals across Spain.

Super RTL also plays a part. The website *Toggo.de* provides detailed information about how children can send their toys to disadvantaged families. And for every donation, Super RTL gives €1 to the 'Clowns for Children in Hospitals' appeal. Last year over 12,000 families got involved.

For one RTL radio station, helping people enjoy the finer things in life is a real passion. RTL Radio in France is well known for devoting a significant amount of time every day to various cultural events, such as exhibitions, music, movies and theatre plays. And literature enjoys a particularly prominent place in the programming schedule – often providing an opportunity to discuss books and discover the most prominent new authors of the day.

RAISING AWARENESS AND SOLVING PROBLEMS

A host of stars, including Natalie Imbruglia, line up to support the 2009 Concert for Tolerance in Morocco, presented by M6's Aïda Touihri (pictured above)

In 2009, RTL Group continued to capitalise on its ability to raise awareness and solve real problems. As France's leading radio station, RTL Radio attracts over six million listeners each day. And at a time of economic difficulty and growing unemployment, the team at RTL Radio decided to take action. They wanted to help with unemployment, and highlight that, even in difficult times, there are companies thriving and opportunities arising. So they organised a *Journée RTL emploi* (Job Creation Day) with a really simple formula – to put people looking for work in touch with people who have jobs to offer.

The first Job Creation Day in March was a huge success. It not only featured on the evening news, but also attracted the attention of the American broadcaster CNN, who came to France to cover subsequent days. But more important than the media attention was the phenomenal results – which has led RTL Radio to give the Job Creation Day a regular monthly slot. That decision seems to be paying off, as every month it attracts more participants. The number of job offers has grown from 6,000 in March to 35,000 in November.

RTL Group can also use its position as a communications network to spread good news. In Belgium, RTL-TVI, Bel RTL and *RTLinfo.be* have launched *RTL Positif*, which aims to spread positive news and advice. It may be a story about a company hiring people, or an invention that will make life easier. Whatever the story, teams at *RTL Positif* will investigate and announce it through the television, radio and internet.

Another important message the RTL Group supports is the celebration of diversity and tolerance. Groupe M6 has shown a commitment to promoting diversity on its television screens, and has been recognised for its efforts in this area. A report from Club Averroes, which brings together over 400 media professionals, applauded the work of Groupe M6 saying, "Accurately representing French society has always been a policy of Groupe M6." And as a strong advocate of tolerance, M6 was chosen to be a partner in the *Concert for Tolerance*, held in Morocco last year. This was a free concert for the local community, which aimed to raise awareness and promote the idea of sharing. Another way M6 demonstrated its commitment to this cultural gathering was by providing complete media coverage.

RTL Group also wants to inspire young people to think about the issues of integration and migration through the Com.mit Award for Integration. Launched in Germany in 1999, this award asks school pupils between the ages of 15 and 20 to submit concepts for films that deal directly with these themes.

A COMMITMENT TO BALANCED AND INDEPENDENT NEWS COVERAGE

RTL Group's commitment to providing comprehensive and informed news coverage was recently reinforced by CEO Gerhard Zeiler, who said: "One of our socio-political mandates is to ensure the communication of unbiased news."

In France, M6 has 100 journalists covering daily news, and another 200 working on its popular magazine formats such as *Capital* and *Zone Interdite* – which are a real strength of the channel. As Thomas Valentin, Deputy Chairman of the Groupe M6 Management Board and in charge of programming and content, pointed out, "We are the only channel to present news magazines in prime time, and our prime time news show *Le 19.45* is the only major news programme attracting new viewers."

RTL Televizija provided extensive coverage of the 2009 presidential elections. This included a 'duel' between the two candidates, seen by one in four Croatians, and a live election night special. RTL Lëtzebuerg set up a multimedia campaign (TV, radio and internet) to ensure the widest coverage possible of the 2009 national and European elections, bringing interviews, in-depth debates, online specials and live reports.

Similarly, RTL Television has given extensive time to the German federal elections. An election bus travelled across Germany to capture the mood, concerns and thoughts of the people, and RTL Television also broadcast the only live TV debate between Chancellor Angela Merkel and her challenger Frank-Walter Steinmeier.

In Washington, N-TV journalist Christian Wilp is one of the very few foreign journalists to have a 'White House Hard Pass'. "This means I can attend press events even at very short notice," he explains. "They are sometimes announced just two hours in advance." Wilp can also move freely around the White House grounds without escort by security staff, allowing him great flexibility when sending live feeds to Germany.

Wilp has also joined six foreign correspondents from Canada, France, Spain, Saudi Arabia, Palestine and Morocco in setting up a pool of foreign correspondents. "The idea is that there is always one of us at events of international relevance," says Wilp. During state visits in particular, the Foreign Press Pool representatives clearly have an advantage over their American colleagues: "We often have more background information," Wilp notes. "When the German chancellor Angela Merkel visited the Oval Office, I was able to tell all the others who was in her delegation – as well as provide some additional information about her visit. And my colleague from Saudi Arabia was able to tell us what the Iraqi Prime Minister was saying in Arabic during his visit."

Bel RTL has also added another string to its bow. With Belgium's Herman Van Rompuy becoming the first permanent European Council President, and Belgium assuming the EU's presidency in 2010, the Belgian radio station has taken the decision to showcase European news.

RTL Radio in France has a strong tradition of hosting leading politicians for key interviews, and radio is very definitely the medium the French trust most for news coverage. "News is of strategic importance for RTL Radio," says CEO Christopher Baldelli. "We put a lot of resources behind it and want to be the best. It's this search for excellence that leads to us getting so many scoops."

Top: Claire Barsacq of *Le 19.45*
Bottom: The live TV debate between Chancellor Angela Merkel and challenger Frank-Walter Steinmeier was also broadcast by RTL Television

TALK IS GOOD WHEN TIMES ARE TOUGH

The year 2009 will be remembered for its economic turmoil, with serious job losses in all the world's major economies as companies foundered or made people redundant in an effort to cut costs. Before the year even began, Kai Brettmann, Chairman of RTL Group's European Works Council (EWC) knew it would be a busy one.

"Perhaps in other years the EWC would be fighting for improved social benefits or pushing for higher salaries," he remarks, "but 2009 was not the time to talk about these matters. We had one major goal – to safeguard jobs." Thus, his job in the height of the crisis was to ensure he always had a voice when cost reduction strategies were being discussed by management: "We always ask about the effects on people. Are the changes that will have an effect on personnel always necessary?"

While there have been small elements of restructuring around the Group – and larger ones in Greece and the UK – on the whole, in Kai Brettmann's words, "in the countries where we have long-standing businesses, there have been far fewer staff cuts than we feared." Overall, the Group reduced its operating costs by €371 million – but mostly from programming, not from job cuts.

Other promising news relates to the latest EU directive for pan-European Works Councils, giving them more rights to information and consultation, including the option of making a statement even before the management has implemented a decision. In this regard, RTL Group is already a trail-blazer with its regular discussions between management and the EWC, and has adopted the directive already, even though it has two years before it must be adopted into the national laws of European countries.

RTL Group CEO Gerhard Zeiler, Romain Mannelli, Executive Vice President Corporate HR, and Kai Brettmann of the EWC, signing the voluntary addendum to the European directive

FTSE4GOOD INDEX

RTL Group cares. And in 2009 this was formally recognised once again. RTL Group was told it remains a member of the FTSE4Good index, the responsible investment index. Having been a member since 2005, this demonstrates RTL Group's commitment to sustainability.

In his letter to RTL Group, Will Oulton, Director of Responsible Investment at FTSE Group wrote, "As a member of the FTSE4Good index, your company is demonstrating that you have the policies and management systems in place to help address environmental and social risks. Congratulations once again on your continued inclusion."

HELPING PRISONERS

Groupe M6 recently announced the creation of a corporate foundation that will deal with a sensitive subject – life in prison. It aims to ensure, "inmates leaving prison never have to return." To that end, Fondation M6 will work with the prison administration, its partners, associations and the inmates themselves. A budget of €2.5 million has been set for the next five years to provide training and rehabilitation for inmates.

MODEL OF EXCELLENCE

In April 2009, RTL Group was awarded the Model of Excellence prize at the 6th European Conference on Promoting Workplace Health. Speaking to 300 participants from 25 European countries, Romain Mannelli, Executive Vice President Corporate Human Resources, said, "I am delighted that RTL Group has received recognition for its health and well-being programme."

THE GREEN LIST

THE GREATEST CHALLENGE the world faces is environmental. While RTL Group is not a major polluter, we are taking action to measure and

REDUCE OUR CARBON FOOTPRINT

In 2008, RTL Group started to undertake a group-wide inventory to assess and quantify its greenhouse gas emissions. Calculating this is a very complex process, since it relates to the total of all greenhouse gas produced in a company's day-to-day operations. The data includes electricity consumption, transportation, emissions, water use and the use of environmentally relevant consumables such as paper, toner for printers, batteries and cleaning products.

During our second 'environMINDday' on 1 December 2009, we presented the outcome of our carbon footprint measurement, delivering a concrete insight into where the group and its subsidiaries stand – 73,000 tons of greenhouse gas emissions in 2008. As a service provider and broadcasting group, energy consumption is by far the largest proportion of this. "Establishing a carbon footprint is a very good start," commented Dr Achim Schorb from the Institute for Environmental Research (IFEU) in Heidelberg who assisted RTL Group's carbon footprint coordinator Tun Van Rijswijck. "Knowing where and how you generate greenhouse gases is the first step to reducing them." Opening the 'environMINDday', Elmar Heggen, Chief Financial Officer and Head of the RTL Group Corporate Centre, stated, "RTL Group aims to combine economic success with environmentally responsible behaviour. All of our initiatives show that RTL Group is committed to protecting the environment."

Based on these insights, RTL Group's environmental task force 'environMIND' expanded to become a group-wide initiative early in 2010. Environmental officers from the various profit centres met in Luxembourg to discuss the outcome of our carbon footprint calculation and our efforts to reduce carbon emissions. They agreed to aim to cut carbon emissions by 5 per cent from the current level in 2010, by 10 per cent in 2012 and by 20 per cent in 2020. To achieve these targets, the task force shared a number of best practices and sought the opinions of environmental experts. They will continue to meet regularly to encourage each profit centre to take responsibility for managing their environmental protection. "We strive for the prudent use of natural resources in all our operations," Oliver Herrgesell, Environmental Chief Officer at RTL Group, noted.

In addition to the Group-wide initiatives, things are also happening at a local level. RTL Belgium, for example, is taking part in Green Day, a community event aimed at raising awareness of the importance of protecting the environment, and helping people reduce their individual carbon footprint.

GREEN PROGRAMMING

But we recognise we have an even greater power to really make a difference, through programming and our ability to connect with millions of people around the world. A good example is the support given to *Home*. This spectacular nature documentary sets out to warn people about the threat to our planet and highlight the need for action. With a budget of over €12 million, *Home* features 'bird's eye-view' images from over 50 countries, and took two years to make. For its world premiere, *Home* was released simultaneously, and free of charge, in more than 50 countries and in all media – TV, internet, DVD and in theatres – to help it reach the widest possible audience. And the launch date of 5 June 2009 was chosen to coincide with World Environment Day.

At a press conference, the film's director, Yann Arthus-Bertrand, made a plea for action, saying, "It's too late to be pessimistic." Radio station Bel RTL played its part – supporting the

Intensive discussions about the results of the carbon footprint measurement at RTL Group's second 'environMINDday'

launch by giving away books and DVDs to viewers. On the same day, N-TV hosted the exclusive German TV broadcast. In Belgium, Club RTL broadcast the film and also made it available on the unit's video-on-demand platform. RTL Radio in France also made a real effort to promote the film. But one television station went a step further. RTL Télé Lëtzebuerg decided to dub the film into its own native language: Lëtzebuergish. Speaking of this decision, the TV station's manager Steve Schmit said, "Of course it was a major investment, but it was our way of doing our bit. We wanted to present this film to our viewers in their own language, in order to reach more people."

Another example of broadcasting important messages is *Expédition RTL*, RTL Radio's social and environmental awareness programme in France. It sees the station's special correspondents head to the four corners of the globe to highlight important issues. Each expedition has its own special day on air and features on *RTL.fr* to inform listeners about these important topics. In November 2009, the *Expédition RTL* team ventured through the Democratic Republic of Congo, home to the world's second largest rainforest. Further destruction of the Congolese rainforest would be an ecological disaster, so RTL Radio dedicated a day to the problem of deforestation, the consequences of this for climate change and the threat it poses to endangered species.

In another show, the team visited Iceland. As reporter Patric Gabard explained, "This year we are focusing on renewable energy sources and Iceland is a good example to follow." It produces all its own electricity and most of its heating through geothermal energy and hydroelectricity. This means 71 per cent of Iceland's energy is from renewable sources. Another positive programme saw the *Expédition RTL* team visit Costa Rica, to show the exemplary role it has taken in the fight against global warming. It's a small country with 4.5 million inhabitants, yet it represents six per cent of the world's biodiversity. Government incentives for reforestation mean that 50 per cent of the land is forested as opposed to just 21 per cent in the 1970s. Costa Rica is also a pioneer in 'ecotourism', currently attracting some two million 'ecotourists' each year. The decision they took to link economic development to the protection of nature is certainly working. Other expeditions have highlighted melting glaciers at the summit of Mont Blanc, the effects of global warming in Alaska, the problems of waste in India, depleted fish reserves in Japan, the drying up of the Aral Sea in Uzbekistan and pollution in China.

In January 2010, RTL Radio's hugely successful Job Creation Days in France ran an initiative to promote jobs linked to green growth, focusing solely on jobs linked to the environment and sustainable development.

The themes of eating organically, consuming without pollution, producing ones own electricity or building an environmentally friendly house were also taken up by Groupe M6. The information programme, *Capital*, was given prime time and attracted over 4.4 million viewers. In addition, M6's celebrity chef Cyril Lignac is embarking on a crusade against unhealthy eating. Under the premise, "Working together, we can eat better for less" he proves that people can eat healthily without spending a fortune.

In addition to these and many other 'green' programmes, RTL provided extensive coverage of the 2009 Copenhagen summit. In the Netherlands, for example, *RTL Nieuws* featured ten climate-related stories in ten different parts of the world during the two weeks of the summit. RTL Radio France created a special dossier on the event – summarising the issues at stake, the decisions made and the failures of the summit. And N-TV in Germany made the summit a priority in its news coverage, as did Alpha TV in Greece.

So whether through our reporting or programming, we know we have the power to effect change. But this responsibility is never taken lightly.

RTL journalists cover many of the world's environmental hotspots making people aware of issues important to us all

OPERATIONS

	TELEVISION		
	FREE-TV	PAY-TV	TV SERVICES
GERMANY	RTL Television 100% Vox 99.7% RTL II 35.9% Super RTL 50% N-TV 100%	RTL Crime 100% RTL Living 100% Passion 100%	CBC 100% Info Network 100%
FRANCE	M6 48.5% W9 48.5% RTL 9[1] 35%	Paris Première 48.5% Téva 48.5%	
NETHERLANDS	RTL 4[1] 73.7% RTL 5[1] 73.7% RTL 7[1] 73.7% RTL 8[1] 73.7%	RTL Lounge[1] 73.7%	
UNITED KINGDOM	Five 100% Five USA 100% Fiver 100%		
BELGIUM	RTL-TVI[1] 66% Club RTL[1] 66% Plug RTL[1] 66%		
LUXEMBOURG	RTL Télé Lëtzebuerg 100% Den 2. RTL 100%		BCE 100% Enex 76.4%
CROATIA	RTL Televizija 74%		
GREECE	Alpha TV 70%		
SPAIN	Antena 3 21.6% Antena Neox 21.6% Antena Nova 21.6%		
HUNGARY	RTL Klub 67%		
RUSSIA	Ren TV 30%	Klub 100 50%	
USA			
AUSTRALIA			
ITALY			
SCANDINAVIA			

This chart illustrates the structure of RTL Group's principal businesses and undertakings as at 31 December 2009. The name of each company is followed by an indication of the percentage held directly or indirectly by RTL Group.

RADIO	CONTENT – PRODUCTION[2]	CONTENT – RIGHTS[2]	
104.6 RTL Berlins Hit-Radio ..... 100% 105.5 Spreeradio ..... 100% RTL Radio – Die besten Hits aller Zeiten[1] ..... 100% Antenne Bayern ..... 16% Radio Hamburg 29.2%	UFA Film & TV Produktion[3] ..... 100% Grundy LE[3] ..... 100% Grundy UFA[3] ..... 100% Phoenix Group[3] ..... 51% Teamworx[3] ..... 100% UFA Cinema[3] ..... 100% UFA Entertainment[3] 100%	Universum Film ..... 100% UFA Sports 75.1%	GERMANY
RTL[1] ..... 100% RTL 2 ..... 100% Fun Radio ..... 100% RTL L'Equipe 50%	FremantleMedia France[3] ..... 100% Be Happy[3] ..... 100% TV Press[3] ..... 100% 20H50 Television[3] 100%	SND 48.5%	FRANCE
Radio 538 ..... 73.7% RTL Lounge 73.7%	Blue Circle[3] ..... 100% Fremantle Productions[3] 50%	FremantleMedia Operations[3] 100%	NETHERLANDS
	Talkback Thames[3] 100%	FremantleMedia Worldwide[3,4] 100%	UNITED KINGDOM
Bel RTL ..... 44.2% Radio Contact 44.2%	FremantleMedia Belgium[3] 100%		BELGIUM
RTL Radio Lëtzebuerg 100%		CLT-UFA International[4] 100%	LUXEMBOURG
	Fremantle Produkcija[3] 100%		CROATIA
	Fremantle Productions[3] ..... 100% Plus Productions 70%		GREECE
Onda Cero ..... 21.6% Europa FM 21.6%	Fremantle Producciones[3] 100%		SPAIN
	Magyar Grundy UFA[3] 100%		HUNGARY
			RUSSIA
	FremantleMedia North America[3] ..... 100% Original Productions[3] ..... 75% Fremantle Productions Latin America[3] 100%		USA
	FremantleMedia Australia[3] 100%		AUSTRALIA
	Grundy Productions Italy[3] 100%		ITALY
	Blu, Denmark[3] ..... 75% Fremantle Entertainment, Finland[3] ..... 100% Fremantle Sverige, Sweden[3] 100%		SCANDINAVIA

Principal businesses – extended list on pages 160 to 167. (1) Programmes broadcast by CLT-UFA under a Luxembourg license. (2) FremantleMedia has operations in 22 countries, including Brazil, Canada, China, India, Indonesia, Japan, Mexico, Poland, Portugal, Russia, Switzerland, and Turkey. (3) A FremantleMedia company. (4) Global

HOW WE WORK

PROTECT THE BOTTOM LINE

The RTL Group business model is based on partnership within a decentralised organisation. Each profit centre is self-governing, led by its own CEO, an entrepreneurial approach which ensures each can act quickly and flexibly in its local market. However, each profit centre has much to gain by sharing its own knowledge and experience, and absorbing that of colleagues in other units within the Group. In any normal year this brings many benefits in terms of understanding market behaviour, assessing programming ideas, and using new technology. But in a severe economic downturn, any business model is put to its real test.

"The economic crisis unveiled the true strength of our decentralised approach," suggests Elmar Heggen, Chief Financial Officer of RTL Group and Head of the Corporate Centre. "When we first realised that there would be a long-lasting downturn we immediately brought all the profit centre CEOs together to discuss how we were going to protect the bottom line."

WE SHARE THE SAME VOCABULARY

"The decisions we took we were able to implement rapidly, as each CEO has local power. So our time to react to a changing market was extremely swift," he explains. But how did the Group arrive at those decisions? "Well, all the CEOs were facing the same challenges, but in slightly different markets. And all commercial broadcasters were faced with the same circumstances, and were having to identify savings. So that's a lot of information from a lot of markets and competitors that we could share, and so benefit from the experience of others. Of course our model helps in that we share the same vocabulary."

And the decisions themselves? Quite simply, RTL Group had to cut costs. Deep enough to protect the bottom line but not to jeopardise the business itself. The Group looked at efficiencies in all overheads, and made some structural adjustments, but principally the cuts came from programming – the biggest single block of company costs. But they wanted to do this without affecting audience ratings. "In hindsight we were very happy with the decisions we took," says Elmar Heggen, "as our ratings position improved even."

Short-term cost measures involved more than simply choosing less expensive programmes, as the importance of maintaining audience ratings had to be a part of the decision. One example of the strategy was to work with local production suppliers to agree reduced programme costs that wouldn't be visible to viewers. "The model helps here. Local CEOs know where to cut and where not to cut – they are the local experts. And once measures have been applied in country A, the results are there for country B to consider," explains Elmar Heggen, "and the ideas pipeline is filled with far more experience than an isolated broadcaster would have reference to. Not to mention joint attempts to bundle purchases with programme suppliers, or attempts to negotiate contracts jointly."

LOCAL CEOS ARE THE LOCAL EXPERTS

However, not everything is transferable across markets, and so a centralised approach can present the risk of losing competitive position. This doesn't just relate to cost reductions in the economic crisis. All year, every year, the Operations Management Committee (OMC) discusses all issues pertinent to the business. Many of these are then researched and discussed further by the Synergy Committees (Sycos). A major example of this approach from 2009 is the Group's ongoing efforts to strengthen their presence online and in all things digital. "We can take structures built successfully in one market and reproduce them in others," says Elmar Heggen. "It takes intense co-operation to ensure we are well organised and well represented whenever an opportunity arises in a market – and that is our business model at work."

OMC

OPERATIONS MANAGEMENT COMMITTEE

GERHARD ZEILER .... Chief Executive Officer, RTL Group; Member of the Bertelsmann AG Executive Board
DAWN AIREY .... Chair and Chief Executive Officer, Five
CHRISTOPHER BALDELLI .... Chief Executive Officer, RTL Radio (France)
ALAIN BERWICK .... Chief Executive Officer, RTL Lëtzebuerg
TONY COHEN .... Chief Executive Officer, FremantleMedia
PHILIPPE DELUSINNE .... Chief Executive Officer, RTL Belgium
VINCENT de DORLODOT .... General Counsel, RTL Group
DIRK GERKENS .... Chief Executive Officer, RTL Klub
ALEXANDER GLATZ .... Executive Vice President, Strategy & Controlling, RTL Group
BERT HABETS .... Chief Executive Officer, RTL Nederland
ELMAR HEGGEN .... Chief Financial Officer, Head of the Corporate Centre, RTL Group
OLIVER HERRGESELL .... Executive Vice President, Corporate Communications and Marketing, RTL Group
HANS MAHR .... Member of the Supervisory Board of Ren TV; Synergies, RTL Group
CHRISTOPH MAINUSCH .... Chief Executive Officer, Alpha Media Group
ROMAIN MANNELLI .... Executive Vice President, Corporate HR, RTL Group
ANDREAS RUDAS .... Executive Vice President, Regional Operations & Business Development Central and Eastern Europe, RTL Group
ANKE SCHÄFERKORDT .... Chief Executive Officer, Mediengruppe RTL Deutschland and RTL Television
NICOLAS de TAVERNOST .... Président du Directoire, Groupe M6
GERT ZIMMER .... Chief Executive Officer, RTL Radio Deutschland
JOHANNES ZÜLL .... Chief Executive Officer, RTL Televizija
EDUARDO ZULUETA .... Grupo Antena 3

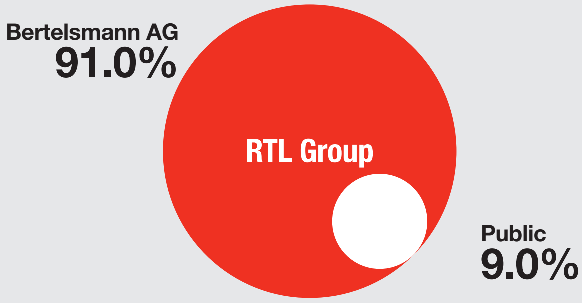
CORPORATE GOVERNANCE

The RTL Group Board of Directors recognises the importance of, and is committed to, high standards of corporate governance. The principles of good governance adopted by RTL Group have been applied in the following way. They are in line with the ten principles of corporate governance issued by the Luxembourg stock exchange. A section on the company's website (*RTLGroup.com*) is fully dedicated to this topic and can be found in the 'About us' section. Shareholders have access to the 'RTL Group Charter on Corporate Governance', which contains all the rules of good governance applied for years by the company.

SHAREHOLDERS

The share capital of the Company is set at € 191,900,551 divided into 154,787,554 shares with no par value, each fully paid up.

Shareholding structure of RTL Group as at 31 December 2009
Excluding 0.76% which is held collectively as treasury stock by RTL Group and one of its subsidiaries.



BOARD OF DIRECTORS AND CHIEF EXECUTIVE OFFICER

On 31 December 2009 the Board of RTL Group had eight members: one executive director, and seven non-executive directors. The non-executive directors elected at the General Meeting of Shareholders on 15 April 2009 were appointed for a period of one year. The executive director elected at the General Meeting of Shareholders on 19 April 2006 was appointed for a period of five years. The biographical details of the directors are set out on pages 66 to 68. Three of the non-executive directors – Onno Ruding, Jacques Santer and Martin Taylor – are independent of management and other outside interests that might interfere with the exercise of their independent judgement.

The Board of Directors has to review, if requested with the assistance of an expert, that any transaction between RTL Group or any of its subsidiaries and any of the shareholders is at arm's length terms. The responsibility for day-to-day management of the Company is delegated to the CEO, but the Board, which meets at least four times a year, has a formal schedule of matters reserved to it including approval of the annual overall Group budget, significant acquisitions and disposals, and the Group's financial statements. The Board of Directors met four times in 2009 – with an average attendance rate of 94 per cent – and adopted some decisions by circular resolution on matters presented and discussed at a previous Board meeting.

An evaluation of the Board of Directors' activities, as well as the activities of its committees, was performed in 2008. A new evaluation exercise is expected in 2010.

THE FOLLOWING BOARD COMMITTEES ARE ESTABLISHED

Nomination and Compensation Committee

The Nomination and Compensation Committee is made up of four non-executive directors, one of them being an independent director, and meets at least twice a year. The Nomination and Compensation Committee met three times in 2009, with an average attendance rate of 91.7 per cent.

The Nomination and Compensation Committee consults with the CEO on the appointment and removal of executive directors and senior management and determines the Group's compensation policy.

Audit Committee

The Audit Committee is made up of four non-executive directors, two of whom are independent, and meets at least three times a year.

The committee's plenary meetings are attended by the CEO, the CFO and the Head of Internal Audit with or without the external auditors. The Audit Committee met three times in 2009, with an average attendance rate of 91.7 per cent.

The committee reviews the overall risk management and control environment, financial reporting and standards of business conduct.

The Head of Internal Audit and the external auditors have direct access to the Chairman of the Audit Committee.

Directors' fees

In 2009 a total of €0.53 million (2008: €0.53 million) was allocated in the form of attendance fees to the non-executive members of the Board of Directors and the Committees that emanate from it (see note 9.4. to the consolidated financial statements).

Neither options nor loans have been granted to Directors.

Market abuse

The Company has taken appropriate measures in order to ensure compliance with the provisions of the Luxembourg law on market abuse, as well as with the Circulars of the Commission de Surveillance du Secteur Financier (CSSF) concerning the application of this legislation.

HOW WE MANAGE RISKS

By their nature, media businesses are exposed to risk. Television and radio channels can lose audiences rapidly as new competitive threats emerge, with consequent loss of revenue. Broadcasters and producers are also exposed to legal risks, such as litigation by aggrieved individuals or organisations. Moreover, media businesses are more exposed than most to economic cycles – advertising is usually one of the first casualties in an economic downturn. RTL Group's international presence exposes it to further risks, such as adverse currency movements.
RTL Group has robust risk management processes in place, designed to ensure that risks are identified, monitored and controlled. Risk management is an essential part of our Group's system of internal controls and is founded on a specific policy and clearly defined set of procedures.

Definition of risk

RTL Group defines a risk as the danger of a negative development arising that could endanger the solvency or existence of a profit centre, or impact negatively on the income statement of the Group.

RISK REPORTING FRAMEWORK

We have developed a framework for the reporting of risks and related controls, in line with good corporate practice. This framework is based on a number of key principles:

- Comprehensive scope of risk assessment: risks are assessed within a framework of defined key risk categories. Regular risk assessments are undertaken to include a description of the risk, an indication of the potential financial impact, and the approach taken to mitigate the risk.
- Regular reporting: RTL Group's system of internal controls ensures that risks will be addressed, reported and mitigated when they arise. Within the specific risk reporting framework all significant risks are comprehensively assessed and reported to RTL Group management on a bi-annual basis. This ensures that the necessary actions are undertaken to manage, mitigate or offset the risks within the Group.
- Bottom-up approach: we assess risks at the level where they arise – in our operations.
- Harmonised reporting tool: our operations report on their risk assessment using a common reporting tool, thus ensuring consistency in scope and approach.
- Consolidated Group matrix: we gain a comprehensive view of significant risks for the Group through the consolidation of the local risk assessments. A Risk Management Committee, chaired by the CFO and comprising senior Group management, prepares and reviews this consolidated Group risk matrix which is then submitted to RTL Group's Audit Committee.
- Audit approach: both the processes of local risk assessments and the consolidated Group risk matrix are regularly reviewed by the external auditors.

Going forward

RTL Group's risk management framework is constantly challenged, at both operations and Group level through the Risk Management Committee, in order to ensure it reflects the risk profile of the Group at any given moment.

RISK MANAGEMENT FRAMEWORK

1. **Goals and objectives based on company mission**
2. **Risk assessment at operations and headquarters**
3. **Mitigation measures and action plans to control risks**
4. **Risk management reporting**
5. **Consolidation of risk management report and review by Risk Management Committee. Reporting to Audit Committee**
6. **Actions at Group/local level**

TYPE OF RISKS	DESCRIPTION AND AREAS OF IMPACT
EXTERNAL AND MARKET RISKS	
Legal	The local and European media regulations are subject to change. Some changes could alter businesses and revenue streams (for example, a ban of certain types of advertisements, opening of markets, deregulation of markets, cancellation of restrictions, limitation of advertising minutes).
Audience and market share	A decrease in audience and/or market share may have a negative impact on RTL Group's revenue.
Strategic direction	Wrong strategic decisions could lead to potential losses of revenue. Also, wrong strategic investment decisions and overpricing could imply the risk of an impairment of goodwill.
Cyclical development of economy	Economic development directly impacts the advertising market and therefore RTL Group revenue.
MARKET RISKS	
New entrants and market fragmentation	As countries move towards digital switchover, market entry barriers are reduced. New entrants will also provide further choice to the viewer. Higher competition in programme acquisition, fragmentation due to thematic channels, and expansion of platform operators may impact RTL Group's position.
Technological challenges/innovation	New broadcasting technologies becoming more and more important over the coming years (for instance, digital broadcasting, internet, video-on-demand) may imply not only opportunities, but also threats for RTL Group.
RISKS IN KEY BUSINESS	
Customers	Bad debts or loss of customers may negatively impact RTL Group's financial statements.
Suppliers	The supply of certain types of content is limited and may lead to a rise in costs. Over-reliance on one supplier may also cause costs to rise in the long term.
Inventories	There is a risk of over-accumulation of stock that would be unused or could become obsolete. This may imply that write offs/impairments are necessary.
FINANCIAL RISKS	
Foreign exchange exposure	Effective management of foreign exchange risk is an important factor. The operating margin and broadcasting costs are impacted by foreign exchange volatility, especially if there is a strong increase of the USD against the EUR (feature films or sport/distribution rights purchases).

MITIGATION ACTIVITIES

EXTERNAL AND MARKET RISKS

RTL Group tries to anticipate any changes in legislation and to act accordingly by developing and exploiting new revenue sources.

New talent and formats are developed or acquired. Performance of existing shows is under constant review with the aim of driving audience share performance and hence future revenue. Moreover, RTL Group remains constantly proactive in the monitoring of international market trends.

Prudent investment policies are followed, underpinned by realistic and conservative business plans, approval levels being followed ensuring the relevant degree of management 'sign-off', solid valuation models and regular strategic planning sessions. A regular review of strategic options is undertaken ensuring that the strategic course of the Group is well understood and consistent over time.

RTL Group tries to diversify the revenue base through regional expansion as well as new products and services generating non-advertising revenue.

MARKET RISKS

RTL Group's strategy is to embrace new digital opportunities by ensuring its channels and stations are platform neutral (available on the widest possible choice) and that we develop strong families of channels for the digital age based around our leading brands.

RTL Group remains proactive on new technological and broadcasting trends and develops digitalisation activities to offset the removal/loss of analogue activities.

RISKS IN KEY BUSINESS

Credit analysis of all new advertisers is systematically undertaken to prevent such a risk. Depending on the customer's credit worthiness credit insurances may be used. This risk is also mitigated by broadening the advertiser base.

The Group tries wherever possible to diversify its sources of supply. RTL Group benchmarks purchasing terms and conditions to identify best practices with the aim of reducing costs via, for example, joint purchasing. RTL Group selects high quality and solid suppliers for key services or equipment to reduce the risk of bankruptcy of business partners.

RTL Group has strict commercial policies, very close follow-up of existing inventories and strict criteria for approval of investment proposals for rights.

FINANCIAL RISKS

RTL Group has in place a strict policy regarding foreign exchange management, which is monitored and followed up by Group Treasury, using plain vanilla hedge instruments to mitigate volatility on the income statement.

THE BOARD

On 31 December 2009, the RTL Group Board of Directors had eight members: one executive director, and seven non-executive directors.

EXECUTIVE DIRECTOR

Gerhard Zeiler
Chief Executive Officer

Gerhard Zeiler, born in 1955 in Vienna (Austria), joined RTL Group in November 1998 when he was appointed Chief Executive Officer (CEO) of RTL Television in Cologne. In this capacity, Zeiler was responsible for the German RTL family of channels (RTL Television, Vox, RTL II, Super RTL, N-TV). In March 2003 Gerhard Zeiler was additionally appointed CEO of RTL Group. He handed over the management of RTL Television to Anke Schäferkordt in September 2005 to fully concentrate on RTL Group's international entertainment network. In his function as CEO of RTL Group, Gerhard Zeiler is a member of the Supervisory Boards of Groupe M6 in France and RTL Television in Germany, and a member and Deputy Chairman of the Board of Alpha Media Group in Greece. He has been a member of the Bertelsmann AG Executive Board since October 2005. Gerhard Zeiler began his career as a freelance journalist and then became press spokesman for the Austrian Minister for Education and the Arts, Dr Fred Sinowatz, whom he eventually followed to the Federal Chancellor Office in 1983. Later he continued working in the same capacity for Federal Chancellor Dr Franz Vranitzky. In 1986 he became Secretary-General of the Austrian public broadcaster, ORF, in Vienna. After a two-year period as CEO of Tele 5 and a further two-year period as CEO of RTL II, he was elected Chief Executive Officer of ORF in 1994 and stayed in this position until November 1998.

Appointed: 4 March 2003

NON-EXECUTIVE DIRECTORS

Siegfried Luther
Chairman

Siegfried Luther, born in 1944, was Chief Financial Officer (since 1990) and Deputy Chairman of the Executive Board (since 2002) of Bertelsmann AG, Gütersloh. He retired at the end of 2005. Between 1974 and 1990 he held various senior positions at Bertelsmann AG in taxes, group accounting and treasury, and corporate finance. He graduated as a doctor of law from the University of Münster (Germany).

Appointed: 24 July 2000

Committee membership:
Audit, Nomination and Compensation

Mandates in listed companies:
Member of the Supervisory Board of Infineon Technologies AG, Munich (until 11 February 2010).
Non-executive member of the Board of Directors of Compagnie Nationale à Portefeuille SA, Loverval

Martin Taylor

Vice-Chairman/Independent Director

Martin Taylor, born in 1952, began his career as a financial journalist with Reuters and the Financial Times. He then joined Courtaulds PLC, becoming a director in 1987, and then Chief Executive of Courtaulds Textiles PLC on its demerger in 1990. He moved to Barclays PLC in 1993 as Chief Executive, a post he held until the end of 1998. From 1999 to 2003 he was Chairman of WH Smith PLC and from 1999 to 2005 International Advisor to Goldman Sachs. Currently he is Chairman of the Board of Syngenta AG. He has worked on various projects for the British Government and served for five years as a member of its Council for Science and Technology. Appointed as independent, non-executive director in July 2000 (when RTL Group was created), he took over the responsibilities of Vice-Chairman of the Board in December 2004.

Appointed: 25 July 2000

Committee membership:
Audit, Nomination and Compensation (Chairman)

Mandates in listed companies:
Chairman of the Board of Syngenta AG (CH)

Günther Grüger

Executive Vice President Corporate Controlling and Strategy of Bertelsmann AG

Günther Grüger, born in 1951, is currently Executive Vice President Corporate Controlling and Strategy of Bertelsmann AG. From 1983 until 1997 he held various positions at Bertelsmann. Before joining Bertelsmann he worked in the Corporate Controlling Department of Oetker Group. He holds a diploma and a doctorate in economics from the University of Münster (Germany).

Appointed: 29 August 2006

Hartmut Ostrowski

Chairman of the Executive Board and CEO, Bertelsmann AG

After having studied business administration at the University of Bielefeld, Hartmut Ostrowski, born in 1958, joined Bertelsmann in 1982 as Executive Assistant in what was then Bertelsmann Distribution. A year later, he was head of the credit management division. In 1988, he became Managing Director of a German subsidiary of Security Pacific, at the time the fourth-largest bank in the United States. In April 1990, he returned to Bertelsmann Distribution as head of a business unit. In July 1992, he was appointed Managing Director, and in July 1995, he became CEO of the newly formed Bertelsmann Services Group. Hartmut Ostrowski was appointed to the Arvato Executive Board in 1996, and became CEO of Arvato AG and a member of the Bertelsmann AG Executive Board in September 2002. He has been Chairman and CEO of Bertelsmann AG since 1 January 2008.

Appointed: 7 December 2007
(effective 1 January 2008)

Committee membership:
Nomination and Compensation

NON-EXECUTIVE DIRECTORS

Thomas Rabe
Member of the Bertelsmann AG Executive Board and Chief Financial Officer of Bertelsmann AG

Thomas Rabe, born in 1965, holds a diploma and a doctorate in economics from the University of Cologne (Germany). He started his career in 1989 at the European Commission in Brussels. From 1990 to 1996 he held various senior positions at Forrester Norall & Sutton (now White & Case) in Brussels as well as the state privatisation agency Treuhandanstalt and a venture capital fund in Berlin. In 1996, he joined Cedel International (Clearstream, following the merger with Deutsche Börse Clearing) where he was appointed Chief Financial Officer and member of the Management Board in 1998. In 2000, Thomas Rabe became Chief Financial Officer and member of the Executive Committee of RTL Group. In March 2003 he was also appointed Head of the Corporate Centre with responsibility for the Luxembourgish activities of RTL Group. He has been Chief Financial Officer and Head of the Corporate Centre of Bertelsmann AG since January 2006.

Appointed: 12 December 2005 (effective 1 January 2006)

Committee membership:
Audit, Nomination and Compensation

Mandates in listed companies:
Member of the Supervisory Boards of Symrise AG, Holzminden; IKB Deutsche Industriebank AG, Düsseldorf.

Onno Ruding
Chairman of the Board of the Centre for European Policy Studies; Independent Director

Born in 1939, Onno Ruding served as the Minister of Finance of The Netherlands for the Christian Democratic Party (CDA) from November 1982 until November 1989. In July 1990, he became Vice-Chairman of Citicorp, and in March 1992, he was appointed Vice-Chairman of Citicorp/Citibank in New York. He retired in September 2003. In January 2002, he became Chairman of the Board of the Centre for European Policy Studies (CEPS) in Brussels, the largest independent think-tank in Europe addressing subjects related to European integration.

Appointed: 12 September 2000

Committee membership:
Audit (Chairman)

Mandates in listed companies:
Member of the Board of Directors of Corning, Holcim

Jacques Santer
Chairman of the Board of CLT-UFA; Independent Director

Before Jacques Santer, born in 1937, became Chairman of the Board of CLT-UFA in May 2004, his distinguished career covered a variety of political roles including Member of the European Parliament (1974 to 1979 and 1999 to 2004), Prime Minister of Luxembourg (1984 to 1995) and President of the European Commission (1995 to 1999).

Appointed: 9 December 2004

EXECUTIVE COMMITTEE

Gerhard Zeiler
Chief Executive Officer

Further to his roles as Executive Director and CEO of RTL Group, Gerhard Zeiler is in charge of programme and synergies throughout all operations. He oversees the operations in Germany (television), France (television), UK, Greece and FremantleMedia. RTL Group Corporate Communications & Marketing also reports to him, as does Human Resources, which also reports to the CFO.

Elmar Heggen
Chief Financial Officer and Head of the Corporate Centre

Elmar Heggen, born in 1968, holds a diploma in business administration from the European Business School, and graduated as Master of Business Administration (MBA) in finance. In 1992, he started his career at the Felix Schoeller Group, becoming Vice President and General Manager of Felix Schoeller Digital Imaging in the UK in 1999. Elmar Heggen first joined the RTL Group Corporate Centre in 2000 as Vice President Mergers and Acquisitions. In January 2003, he was promoted to Senior Vice President Controlling and Investments. From July 2003 until December 2005 he was Executive Vice President Strategy and Controlling.

Since January 2006, Elmar Heggen has served on the RTL Group Executive Management team, and since 1 October 2006 he has been CFO and Head of the Corporate Centre of RTL Group. In this capacity, he controls Finance, Strategy and Business Development, Online Strategy and Legal. He also oversees the operations in the Netherlands, France (radio), Luxembourg, Spain and UFA Sports.

Andreas Rudas
Executive Vice President, Regional Operations & Business Development Central and Eastern Europe

Andreas Rudas, born in 1953, worked with the Austrian public broadcaster ORF from 1986 to 1997, being its Secretary-General from 1994 to 1997. In this role, he was responsible for business planning, media politics, marketing and satellite broadcasting. Starting in 2000, he held various positions at Magna International Europe, being a member of the Management Board from 2001 to 2005. Since December 2005, Andreas Rudas was Executive Director of WAZ Ost Holding (a subsidiary of WAZ Media Group), responsible for Austria, South Eastern Europe and Vietnam.

Andreas Rudas was appointed a new member of the RTL Group Executive Committee with effect from 1 January 2009. In this capacity, he oversees the operations in Belgium, Croatia, Hungary, Russia, and Germany (radio), and explores business opportunities in Central and Eastern Europe, and in Asia.

Each month, the Executive Committee informs the Board of Directors on the results of the Group and its main profit centres. The compensation of the members of the Executive Committee is determined by the Nomination and Compensation Committee, and is composed of a fixed and a variable part (see note 9.3. to the consolidated financial statements). Some members of the Executive Committee also benefit from the Company's share option programme, established by the Board of Directors on 25 July 2000. During 2009, none of the members of the Executive Committee exercised any option (see note 7.15.7. to the consolidated financial statements) and no additional options or loans were granted.

Man's best friend:
On 19 December 2009, as many as 9.37 million viewers tuned in to watch dog trainer Yvo Antoni and his 3-year-old Jack Russell Terrier Prima Donna win the third season of *Das Supertalent* (Got Talent)

DIRECTORS' REPORT

CONSOLIDATED FINANCIAL STATEMENTS AND AUDITORS' REPORT

DIRECTORS' REPORT

HIGHLIGHTS

The Directors are pleased to present their report to the shareholders, with details on the businesses and the development of the Group, together with the financial statements for the year ended 31 December 2009 on pages 105 to 167

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue	**5,410**	**5,774**	**(6.3)**
Underlying revenue [1]	**5,284**	**5,711**	**(7.5)**
Reported EBITA [2]	**755**	**916**	**(17.6)**
Restructuring charges	34	32	
Start-up losses [3]	46	23	
Adjusted EBITA	**835**	**971**	**(14.0)**
Reported EBITA margin (%)	14.0	15.9	
Adjusted EBITA margin (%)	15.4	16.8	
Reported EBITA	**755**	**916**	**(17.6)**
Impairment of goodwill and of disposal group and amortisation and impairment of fair value adjustments on acquisitions	(247)	(407)	
Loss from sale of subsidiaries, joint ventures and other investments	–	(9)	
Net financial income	10	28	
Income tax expense, of which:	(220)	(232)	
– Current tax expense	(192)	(195)	
– Deferred tax expense	(28)	(37)	
Profit for the year	**298**	**296**	**+0.7**
Attributable to:			
– Minority interest	93	102	
– RTL Group shareholders	205	194	+5.7
EPS (in €)	**1.33**	**1.26**	
Adjusted EPS (in €) [4]	**2.85**	**3.87**	
Proposed/paid total dividend per share (in €)	**3.50**	**3.50**	

1 Adjusted for Alpha Media Group in Greece, RTL Klub in Hungary, other minor scope changes and at constant exchange rates
2 EBITA represents earnings before interest and taxes excluding impairment of goodwill and of disposal group, and amortisation and impairment of fair value adjustments on acquisitions and gain or loss from sale of subsidiaries, joint ventures and other investments
3 Primarily Alpha Media Group in Greece and the digital television channels in the UK
4 Adjusted earnings per share represents the net profit for the period adjusted for impairment of goodwill, disposal groups and amortisation of fair value adjustments on acquisitions, gain or loss from sale of subsidiaries, joint ventures and other investments, net of income tax expense and one-off tax effects

RTL Group headlines

- Reported Group revenue down 6.3 per cent to €5,410 million as most TV advertising markets across Europe declined by double-digit rates; RTL Group's investments in content production and diversification businesses helped to better balance the Group's financial position
- With a record second half-year EBITA of €437 million (up 5.6 per cent year-on-year), full-year EBITA reached €755 million (down 17.6 per cent), despite
  - higher start-up losses (€46 million) which mainly resulted from the first-time full-year consolidation of Alpha Media Group in Greece, and
  - significant one-time charges, including restructuring costs in the UK, Germany and Greece totalling €34 million, and a significant programme write-down at Five amounting to €22 million
- Healthy EBITA margin of 14.0 per cent (2008: 15.9 per cent); the EBITA margins of the big five profit contributors – Mediengruppe RTL Deutschland, Groupe M6, FremantleMedia, RTL Nederland and RTL Belgium – remained stable or even increased
- Net profit attributable to RTL Group shareholders up 5.7 per cent to €205 million despite goodwill impairments on Five Group in the UK and Alpha Media Group in Greece
- Net cash from operating activities was €763 million, resulting in an operating cash conversion of 106 per cent and a net cash position of €789 million at the end of 2009
- Proposed dividend for 2009 of €3.50 per share, based on RTL Group's sound financial position and the fact that there is no major acquisition target in the short term (for 2008: total dividend of €3.50 per share)

Profit centre highlights

- Since the fourth quarter of 2008, RTL Group has placed a strong focus on cost cutting in response to the substantial slowdown in advertising bookings. On a constant scope basis – excluding restructuring costs and other one-off effects – operating costs fell €371 million, compared to 2008
- Despite significant programme cost savings, RTL Group's families of channels achieved higher audience shares in almost all countries
  - Germany: costs down by 14 per cent, audience share up to 34.4 per cent (+1.5 percentage points)
  - France: costs down by 7 per cent, audience share up to 21.6 per cent (+0.4 percentage points)
  - The Netherlands: costs down by 14 per cent, audience share up to 32.3 per cent (+1.8 percentage points)
  - Belgium: costs down by 6 per cent, audience share up to 38.9 per cent (+2.9 percentage points)
  - UK: costs down by 19 per cent, audience share slightly up to 6.27 per cent (+0.03 percentage points)
- Mediengruppe RTL Deutschland increased its clear audience leadership over main competitor ProSiebenSat1 to 4.3 percentage points, mainly driven by the strong performance of flagship channel RTL Television. EBITA was €366 million, down 11.6 per cent due to significantly lower advertising revenue
- Groupe M6 demonstrated its resilience in a strong economic downturn: EBITA remained almost stable at €195 million, driven by significantly lower programme costs at the M6 main channel and higher profit contributions from its digital channels and diversification activities. Groupe M6 was the only family of channels in France with growing ratings
- Worldwide production arm FremantleMedia again reached the record results level of the previous year. Despite general pressure on profit margins, EBITA remained stable at €155 million
- EBITA of RTL Nederland increased to €72 million, thanks to an early focus on cost reduction. A strong ratings performance was mainly driven by the flagship channel, RTL 4, which significantly increased its audience share to become the clear market leader once again
- The newly acquired Alpha Media Group initiated comprehensive restructuring and cost reduction measures in reaction to the downturn of the Greek market. Despite these savings, Alpha TV's audience share increased significantly year-on-year, proving that the new programming strategy is working

Continued investments in digital activities, content and diversification

- In total, RTL Group's online platforms across Europe registered more than 1 billion video streams, delivering professionally produced content to our viewers – an increase of 49 per cent compared to 2008
- Ongoing improvement and extensions of RTL Group's popular catch-up TV services
  - Launch of Vox Now in Germany, W9 Replay in France, and RTL Most in Hungary
  - Groupe M6 complemented its market-leading offer with a new paid service, M6 VOD, which features premium content such as movies and season passes for popular TV series, and M6 Bonus, a free service offering highlights of M6's signature programmes, as well as interviews, making-ofs and outtakes
  - M6 Replay and RTL Gemist also became available on TV screens
  - Selected programmes from M6 Replay and RTL Now are also available on mobile phones
- At the beginning of October 2009, RTL Nederland launched the special-interest channel RTL Lounge, which targets young women with Dutch and international drama and lifestyle programmes. The channel has already become the most viewed digital channel in the Netherlands
- In February 2009, FremantleMedia acquired a 75 per cent stake in Original Productions, the US-based creator of hit TV shows such as *Ice Road Truckers*
- In a unique extension of the *Idols* brand, FremantleMedia created a TV programme-based attraction – *The American Idol Experience* – at Walt Disney World Resort, Florida, which opened in February 2009
- Audiovisual rights companies Universum Film in Germany and SND in France achieved record results

REVENUE

Advertising market conditions were extremely challenging across Europe. All markets reported negative growth in 2009 with most recording double digit declines on 2008. A summary of RTL Group's key markets is shown below, including estimates of net advertising market growth rates and net advertising market shares, plus the audience share of the main target audience group.

5 *Industry/IREP and RTL Group estimates*
6 *Target group: 14–49*
7 *Source: Groupe M6 estimate*
8 *Target group: housewives under 50 (including digital channels)*
9 *Target group: 16+ (including digital channels)*
10 *Target group: shoppers 20–49, 18–24h*
11 *Target group: shoppers 18–54, 17–23h*
12 *Source: Infoadex*
13 *Target group: 16–54 (including digital channels)*

	2009 net TV advertising market growth rate (in per cent)	**RTL Group advertising market share 2009 (in per cent)**	RTL Group advertising market share 2008 (in per cent)	**RTL Group audience share in main target group 2009 (in per cent)**	RTL Group audience share in main target group 2008 (in per cent)
Germany	(8.5)[5]	43.5	46.4	34.4[6]	32.9[6]
France	(12.0)[7]	23.4	21.4	21.6[8]	21.2[8]
UK	(12.5)[5]	8.4	9.6	6.27[9]	6.24[9]
Netherlands	(10.7)[5]	39.5	39.0	32.3[10]	30.5[10]
Belgium	(3.8)[5]	72.0	70.2	38.9[11]	36.0[11]
Spain	(23.2)[12]	26.0	23.2	17.6[13]	17.9[13]

Revenue decreased by 6.3 per cent to €5,410 million (2008: €5,774 million). On a like-for-like basis (adjusting for portfolio changes and at constant exchange rates) revenue was down 7.5 per cent, or €427 million, to €5,284 million.

EBITA

Reported EBITA decreased by 17.6 per cent to €755 million (2008: €916 million) due to higher start-up losses (€46 million), which mainly resulted from the first-time full-year consolidation of Alpha Media Group in Greece, significant one-time charges, including restructuring costs in the UK, Germany and Greece totalling €34 million, and a one-off programme write-down at Five amounting to €22 million. On an adjusted basis, after stripping out restructuring costs and start-up losses, EBITA was down 14.0 per cent to €835 million (2008: €971 million).

Group operating expenses were down 4.4 per cent at €4,726 million in 2009 compared to €4,941 million in 2008, reflecting significant programme cost savings.

On a constant scope basis, and after adjustment for restructuring-related expenses, costs were down €371 million, a reduction of 7.7 per cent.

REVIEW BY SEGMENTS*

Revenue	Year to December 2009 €m	Year to December 2008* €m	Per cent change	Per cent of total 2009
Mediengruppe RTL Deutschland	1,732	2,020	(14.3)	32.0
Groupe M6	1,377	1,354	+1.7	25.4
FremantleMedia	1,183	1,203	(1.7)	21.9
RTL Nederland	371	436	(14.9)	6.9
Five Group	303	432	(29.9)	5.6
in local currency (GBP)	*269*	*341*	*(21.1)*	–
RTL Belgium	203	216	(6.0)	3.8
French radio	174	189	(7.9)	3.2
Other segments	313	180	+73.9	5.8
Eliminations	(246)	(256)	(3.9)	(4.6)
Total revenue	**5,410**	**5,774**	**(6.3)**	**100.0**

EBITA	Year to December 2009 €m	Year to December 2008* €m	Per cent change	Per cent of total 2009
Mediengruppe RTL Deutschland	366	414	(11.6)	48.5
Groupe M6	195	196	(0.5)	25.8
FremantleMedia	155	155	0.0	20.5
RTL Nederland	72	70	+2.9	9.5
Five Group				
Operating EBITA	(10)	2	n.a.	(1.3)
Restructuring costs	(9)	(4)	>100.0	(1.2)
Non-recurring items	(22)	–	n.a.	(2.9)
RTL Belgium	36	39	(7.7)	4.8
French radio	15	32	(53.1)	2.0
Other segments	(43)	4	n.a.	(5.7)
Eliminations	–	8	n.a.	0.0
Reported EBITA	**755**	**916**	**(17.6)**	**100.0**

* *Profit centre information has been re-presented in conformity with the requirements of IFRS 8 ("Operating Segments")*

MEDIENGRUPPE RTL DEUTSCHLAND

Financial results

Due to the downturn of the German TV advertising market – estimated to have dropped 8.5 per cent in 2009 – high pressure on spot price discounts, and the deconsolidation of RTL Shop (sold in August 2008) revenue of Mediengruppe RTL Deutschland decreased by 14.3 per cent to €1,732 million (2008: €2,020 million).

Following an exceptional 2008 for Mediengruppe RTL Deutschland, during which the company increased its net advertising share to more than 46 per cent, competitors were expected to win back some market share during 2009. The combined estimated net share of Mediengruppe RTL Deutschland (including RTL II) decreased to 43.5 per cent (2008: 46.4 per cent), a more normalised level of the years 2004 to 2007.

The profit centre's EBITA decreased by 11.6 per cent to €366 million (2008: €414 million), mainly reflecting the significant shortfall in advertising revenue, but Mediengruppe RTL Deutschland has reacted quickly to the crisis. Operating expenses in the core TV business (RTL Television, Vox, N-TV), excluding restructuring costs, have been reduced by €189 million – 14 per cent year-on-year – mainly resulting from programme cost savings at the channels RTL Television and Vox. Thanks to these measures, the EBITA margin of the profit centre could even be improved to 21.1 per cent (2008: 20.5 per cent).

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue	**1,732**	**2,020**	**(14.3)**
Adjusted EBITA	**374**	**414**	**(9.7)**
Restructuring costs	(8)	–	n.a.
EBITA	**366**	**414**	**(11.6)**

"It's a great success for our team to achieve record ratings while we face an ongoing fragmentation of our market and a deep economic crisis worldwide."

Anke Schäferkordt,
CEO, Mediengruppe RTL Deutschland and RTL Television

Audience ratings

Despite significant programme cost savings, the combined average audience share of **Mediengruppe RTL Deutschland** in the key 14 to 49 target group increased significantly by 1.5 percentage points to 34.4 per cent (2008: 32.9 per cent), a new record level. As a result, the RTL family of channels also increased its market leadership over its main commercial competitor, ProSiebenSat1 (30.1 per cent), and the public channels (23.1 per cent).

RTL Television — **TV audience share**

Source: GfK. Target: 14–49. 2005–2009 (%)

09	**16.9**
08	15.7
07	16.0
06	15.6
05	16.0

This positive development was driven mainly by the flagship channel, **RTL Television**, which, for the 17th consecutive year, and by a large margin, was the number one choice among young viewers. With a 16.9 per cent audience share (2008: 15.7 per cent) in its main target group, RTL Television achieved the biggest gain recorded by any channel in the reporting period and its best result since 2003, coming in 5 percentage points ahead of the number two commercial channel, ProSieben (11.9 per cent), and 6.1 percentage points ahead of the number three commercial channel, Sat 1 (10.8 per cent).

Seventy-eight of the 100 most-watched programmes in 2009 were aired by RTL Television (target group 14 to 49). In terms of total audience, the boxing match between Vitali Klitschko and Kevin Johnson on 12 December 2009 was RTL Television's highest rated programme of the year, attracting 11.18 million viewers.

RTL Television succeeded in establishing new formats across all genres, including new shows such as *5 gegen Jauch*, new series such as *Lasko – Die Faust Gottes*, and new comedy formats such as *Willkommen bei Mario Barth*. In the second half of the year, the channel also introduced a new afternoon line-up featuring scripted docu-soaps, which helped to boost the channel's audience share among 14 to 49-year-old viewers from 12.4 per cent (1 January to 30 August) to 21.9 per cent (31 August to 17 December) between 14:00 and 17:00.

RTL Television was particularly successful in prime time (20:15 to 23:15), where the channel led the market in nearly every time slot, thanks to its big entertainment shows and its strong line-up of factual entertainment formats and US series. Overall, the channel achieved an average prime time audience share of 18.6 per cent in the 14 to 49 target group, up 1.0 percentage point year-on-year. Again, this was the biggest gain recorded by any channel.

In January 2009, the fourth season of the jungle show *Ich bin ein Star – Holt mich hier raus!* (I'm A Celebrity… Get Me Out Of Here!) achieved an average audience share of 34.4 per cent among young viewers, up 2.7 percentage points from the previous year. The same was true for the sixth season of *Deutschland sucht den Superstar* (Idols), broadcast from January to May 2009. The show scored an average audience share of 30.6 per cent in the 14 to 49 age group, up from 29.5 per cent in 2008. The third season of *Das Supertalent* (Got Talent) delivered the format's highest ratings yet, with an average audience share of 33.2 per cent (2008: 27.9 per cent).

The most popular US series on German television were again broadcast by RTL Television. These included *Dr. House* (average audience share 14 to 49: 24.2 per cent) and *CSI: Miami* (average audience share 14 to 49: 22.2 per cent). Real-life formats such as *Bauer sucht Frau* (The Farmer Wants A Wife), *Raus aus den Schulden* (Get Out Of Debt) and *Rach – Der Restauranttester* also performed strongly in prime time.

RTL Television's main news programme, *RTL Aktuell*, beat the competition among young viewers once again, with an average audience share of 20.5 per cent. The show also scored a higher total audience share (18.9 per cent) than the main news programmes of the public channels Das Erste and ZDF.

Vox — **TV audience share**

Source: GfK. Target: 14–49. 2005–2009 (%)

09	**7.5**
08	7.5
07	7.9
06	7.1
05	6.4

Vox's audience share in the target group of 14 to 49-year-old viewers remained stable at 7.5 per cent, putting the channel well ahead of the major public broadcasters Das Erste (6.6 per cent) and ZDF (6.3 per cent).

While the competition in access prime time has intensified, Vox continued to score high ratings in this time slot thanks to its popular weekday cooking-themed line-up of *Das perfekte Dinner* (Come Dine With Me – average audience share 14 to 49: 10.3 per cent) and *Unter Volldampf* (Pressure Cooking – average audience share 14 to 49: 8.0 per cent). Since March 2009, the daily docu-soap *Mieten, kaufen, wohnen* (Renting, buying, living) – showing people looking for flats and houses – has increased its ratings at the 18:00 time slot, providing Vox with a powerful lead-in to access prime time.

Quality US series continue to be key to Vox's success in prime time. In addition to established audience favourites such as *CSI: NY*, *Law & Order: Criminal Intent*, *Boston Legal* and *Crossing Jordan*, Vox successfully launched the new series *Life* (average audience share 14 to 49: 10.5 per cent) and *Burn Notice* (average audience share 14 to 49: 10.7 per cent).

Vox's blockbuster movies proved particularly popular in 2009, drawing 19.3 per cent of 14 to 49-year-old viewers for *Harry Potter and the Philosopher's Stone*, 18.5 per cent for *Transporter – The Mission*, and 18.2 per cent for *Ice Age*. Since the start of the new season in September 2009, Vox has achieved an average audience share of 11.1 per cent among young viewers on Thursday evenings (20:00 to 1:00), thanks to its strong movie line-up, putting the channel slightly ahead of its major commercial competitor, Sat 1 (11.0 per cent).

RTL II — **TV audience share**

Source: GfK. Target: 14–49. — **2005–2009 (%)**

09	**6.2**
08	6.1
07	6.3
06	6.0
05	6.5

RTL II achieved a 6.2 per cent audience share in the 14 to 49 target group during 2009, slightly up from 6.1 per cent in 2008. Key elements of the channel's programme grid were popular docu-soaps such as *Frauentausch*, *Zuhause im Glück* and *Die Kochprofis* plus movies and science-fiction series in prime time, and the ninth season of the classic reality show *Big Brother* in access prime time.

In prime time, RTL II successfully launched the new makeover show *Extrem schön* (average audience share 14 to 49: 8.6 per cent) and the British science-fiction hit *Torchwood* (average audience share 14 to 49: 7.8 per cent). Other popular prime time series included the third season of *Battlestar Galactica*, the fifth and final season of *Stargate Atlantis*, and the award-winning mystery series, *Heroes*.

Last year's movie highlights on RTL II included the fantasy comedy *Charlie And The Chocolate Factory* (audience share 14 to 49: 16.3 per cent), family film *Nanny McPhee* (audience share 14 to 49: 15.2 per cent) and the action hit *Eraser* (audience share 14 to 49: 14.4 per cent).

The channel's contribution to RTL Group's EBITA decreased to €9 million from €12 million in 2008, reflecting lower advertising revenue.

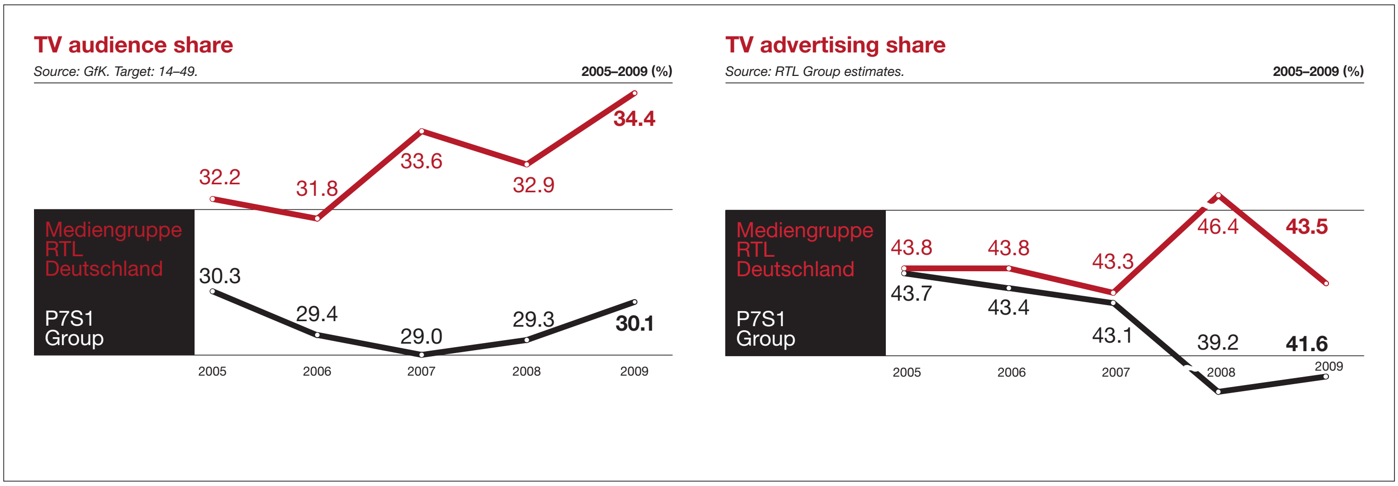
Super RTL — **TV audience share**

Source: GfK. Target: 3–13. — **2005–2009 (%)**

09	**21.3**
08	20.4
07	23.2
06	23.7
05	25.6

Driven by higher ratings in access prime time and during the morning time slot (6:00 to 12:00), **Super RTL** increased its audience share in its key target group of 3 to 13-year-olds to 21.3 per cent (2008: 20.4 per cent), extending its lead over its two main competitors – the public channel Kika (15.5 per cent) and the commercial channel Nick (9.5 per cent). Super RTL has been the clear leader in Germany's children's TV market for 11 consecutive years.

The channel's pre-school strand, *Toggolino*, owes its success to the classic *Caillou* (average audience



share 3 to 13: 49.8 per cent) as well as to new formats such as *Chuggington* (average audience share 3 to 13: 49.1 per cent). In access prime time, Super RTL scored highly with live-action formats such as *Disney's Hannah Montana*, *Disney's Die Zauberer vom Waverly Place* and *Hotel Zack & Cody* (average audience share 3 to 13: 29.9 per cent), the latter being Super RTL's most popular children's programme. In prime time, highest performing shows included background magazines for popular entertainment shows from RTL Television such as *Das Supertalent – Backstage* and *DSDS – Das Magazin*, and family-oriented programmes such as animated movies.

The revenue share of activities not directly related to classical TV advertising remained stable at around 25 per cent of Super RTL's total revenue.

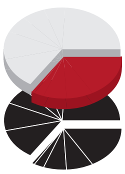
The news channel **N-TV** had the best year in its history, achieving an average audience share of 1.0 per cent among viewers aged 14 to 49 (2008: 0.9 per cent), proving that the channel's general programming strategy – news, business reports and live events during daytime, and magazines and features during prime time – is working well. In June, the channel reached particularly large audiences with its coverage of the death of Michael Jackson, and with the spectacular nature documentary *Home*.

The profit centre's three special-interest digital channels – **RTL Crime**, **RTL Living** and **Passion** – continued to grow steadily and are among the leading pay-TV channels in Germany, Austria and Switzerland, with over 2.5 million subscribing households.

Since autumn 2009, RTL Television and Vox have been available in HDTV via satellite operator SES Astra's new HD+ offering. Both channels are broadcast as a high-definition simulcast, featuring programming highlights such as films and series in real HD. The number of programmes available in HD will be gradually expanded over the next few years.

National audience breakdown

Source: GfK. Target: 14–49.



	2009 (%)
RTL Television	**16.9**
Vox	**7.5**
RTL II	**6.2**
Super RTL	**2.8**
N-TV	**1.0**
Pro 7	11.9
Sat 1	10.8
ARD	6.6
ZDF	6.3
Kabel 1	6.1
Others	23.9

New media and diversification activities

Within **Mediengruppe RTL Deutschland**, RTL Interactive is responsible for diversification activities including digital content and services. Throughout 2009, the company's websites continued to focus on the expansion of professionally produced video content, which draws large numbers of internet users and is attractive to advertisers. Several websites were relaunched during the year to offer more video content, including *RTL.de*, *N-TV.de*, *Vip.de* and *Teleboerse.de*. With 6.49 million unique users per month according to the latest AGOF Internet Facts report (Q3/2009), *RTL.de* was once again Germany's leading infotainment portal.

During 2009, the catch-up TV service *RTLnow.de* registered 136 million long-form video views – complete episodes of series or shows – up 16 per cent year-on-year. On 1 July 2009, Vox and RTL Interactive launched a similar service called *Voxnow.de*.

Combining these catch-up TV services with the clip portal *Clipfish.de*, the websites *RTL.de, Vox.de* and *N-TV.de*, plus thematic portals such as *Kochbar.de*, *Frauenzimmer.de* and *Vip.de*, the number of video views of professionally produced content increased to 344 million (up 29 per cent compared to 2008). This increase was driven by RTL Television's big entertainment shows *Ich bin ein Star – Holt mich hier raus!* (I'm A Celebrity… Get Me Out Of Here!) – with 12 million video views – and *Deutschland sucht den Superstar* (Idols) – with over 40 million video views across all internet portals.

With 6.75 million unique users per month, according to the latest AGOF Internet Facts report (Q3/2009), *Wer-kennt-wen.de* established itself at the top of the German social networks rankings. The site had over 7.3 million registered members at the end of the year, up from 5 million members at the end of 2008.

Mediengruppe RTL Deutschland also stepped up its mobile internet activities in 2009, launching mobile versions of websites such as *Kochbar.de* and *Vox.de*, while RTL Television's mobile portal was relaunched at the end of the year to offer significantly more video content. The strategy was complemented by a series of new iPhone applications tying in to popular RTL Television shows (including *Das Supertalent* and *Wer wird Millionär?*), Formula 1 news (including live video streams) and the news from N-TV.

Universum Film acquires audiovisual rights to distribute movies in cinemas, and to release both movies and TV formats on DVD or video-on-demand platforms. The company – a subsidiary of Mediengruppe RTL Deutschland – performed strongly in 2009, reporting significantly higher revenue and EBITA contributions, largely due to successful theatrical releases such as *Transporter III*, *Crank 2 – High Voltage*, *Niko, ein Rentier hebt ab* and *Prinzessin Lillifee*.

GROUPE M6

Financial results

Based on its diversified portfolio and balanced mix of revenue streams, reported revenue of Groupe M6 increased by 1.7 per cent to €1,377 million (2008: €1,354 million), demonstrating the group's resilience in a strong economic downturn.

Advertising revenue at the main channel, M6, fell 8.0 per cent, while the overall net TV advertising market in France was estimated to be down 12.0 per cent in 2009. As a result, Groupe M6's net advertising market share increased to 23.4 per cent (2008: 21.4 per cent). Revenue from Groupe M6's digital channels continued to grow strongly, up 17.7 per cent year-on-year, mainly driven by the strong performance of the free digital channel, W9. The group's diversification and audiovisual rights activities reported revenue growth of 9.2 per cent.

Reported EBITA remained almost stable at €195 million (2008: €196 million). A number of key factors compensated for the shortfall in advertising revenue. These included higher profit contributions from Groupe M6's digital channels and diversification businesses; initial results from the company's cost-savings plan; and significantly lower programme costs at the main channel, M6, as the company did not reinvest the €46 million spent last year on European football championship rights.

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue	**1,377**	**1,354**	**+1.7**
Adjusted EBITA	**199**	**206**	**(3.4)**
Restructuring costs and start-up losses	(4)	(10)	(60.0)
Reported EBITA	**195**	**196**	**(0.5)**

Audience ratings

In 2009, Groupe M6 was the only family of channels with growing ratings. The combined audience share in the commercial target group of housewives aged under 50 increased to 21.6 per cent (2008: 21.2 per cent), driven by the strong growth of W9.

Despite the continued audience fragmentation in France, mainly driven by the rapid expansion of free digital terrestrial television (DTT), the audience share of **M6** in the commercial target group remained almost stable at 17.2 per cent (2008: 17.5 per cent). As a result, M6 not only remained the second most popular channel in France in this demographic, it also continued to reduce the gap to the market leader, TF1. M6 profited from its strong access prime time line-up, with the factual entertainment show *Un dîner presque parfait* (Come Dine With Me) and the magazine *100% mag* making M6 the most watched channel in the main commercial target group in the 18:00 to 19:40 time slot. 2009 was marked by a daring move by M6 to change its evening news format. Replacing the short all-image news bulletin *6 Minutes*, the new live show, *Le 19.45*, features a stand-up presenter, and provides in-depth coverage and location reporting on topical issues. Launched on 7 September 2009, *Le 19.45* was the only major news bulletin in France to gain new viewers: between September and December 2009, it reached an average total audience of 2.5 million viewers, which represents an increase of 200,000 viewers compared to the average audience of *6 Minutes* over the same period in 2008.

M6 — **TV audience share**

Source: Médiamétrie. Target: housewives < 50. — 2005–2009 (%)

09	**17.2**
08	17.5
07	18.0
06	19.3
05	19.1

In the strategic prime time slot (20:45 to 22:45) M6 was the only major channel to improve its audience share in the commercial target group, from 20.6 per cent in 2008 to 21.3 per cent in 2009. The channel continued to draw large audiences with its established programme brands, including the talent show *Nouvelle Star* (Idols), US series such as *NCIS*, *Bones* and *Desperate Housewives*, factual entertainment formats such as *L'amour est dans le pré* (The Farmer Wants A Wife) and *Pékin Express*, and the popular information magazines, *Capital* and *Zone Interdite*. M6 also managed to create a major TV event by broadcasting a World Cup football qualifying match for the first time. The channel drew 8.2 million viewers for the Ireland versus France match, making it M6's most-watched programme in 2009.

Groupe M6's main digital channel, **W9**, continued its rapid growth throughout 2009. The channel's total audience share increased to 2.5 per cent (2008: 1.8 per cent) – the biggest increase recorded by any French channel. W9 also confirmed its market leadership among the DTT channels, with an average audience share of 3.3 per cent in the main commercial target group. Underlining its positioning as a 'mini-generalist' channel, W9 scored high ratings in various genres, including movies, the US series *Missing* and *The Simpsons*, the factual entertainment formats *Cauchemar en cuisine* (Kitchen Nightmares) and *Le convoi de l'extrême* (Ice Road Truckers), and the *Idols* spin-off, *Nouvelle Star – ça continue*, during the late night slot. In autumn, W9 became the first DTT channel to broadcast a major event show – *The X Factor* – which was co-produced with RTL-TVI in Belgium, and attracted up to 900,000 viewers. W9 also set a new ratings record for a DTT channel on 27 October 2009, attracting 1.5 million viewers with the movie *Astérix et les Vikings*. In total, W9 aired 69 of the 100 highest-rated programmes across DTT channels in 2009.

New media and diversification activities

In 2009, Groupe M6's diversification and audiovisual rights activities proved their resilience and helped to limit the decrease in advertising revenue. Groupe M6's leading role in the field of diversification is highlighted by the fact that its overall share of non-advertising revenue further increased to 47.4 per cent (2008: 44.4 per cent).

The catch-up TV service, **M6 Replay**, has quickly established itself as one of the favourite video sites among French internet users. Since its launch in March 2008, more than 211 million programmes have been watched on the platform – 150 million being viewed in 2009. The service currently counts almost 2.6 million unique users each month, who watch close to 20.7 million videos on the site. According to a recent study by Aegis Media Expert, M6 Replay offers the highest recall of advertising messages on the internet. Following agreements with service providers such as Orange, SFR and Canal Sat, M6 Replay is also available on TV screens via IPTV and on mobile devices. Based on the positive uptake from advertising clients, the platform broke even in 2009.

Following the success of M6 Replay, the group launched a catch-up TV service for W9 – **W9 Replay** – in December 2009. Groupe M6 complemented its market-leading online video offer with a new paid service, **M6 VOD**, which features premium content such as movies and season passes for popular TV series, while **M6 Bonus** is a free channel offering highlights of M6's signature programmes, as well as

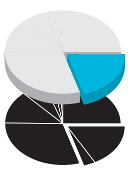
interviews, making-of documentaries and outtakes, similar to the bonus features found on DVDs. After the integration of Cyréalis group and the successful launch of thematic internet portals based on Groupe M6's brands – including *Turbo.fr* (cars), *Deco.fr* (home decoration) and *Teva.fr* (women) – **M6 Web** improved its market position. In 2009, Groupe M6 reached an average audience of 12 million unique users per month across all its internet sites, compared to 11 million unique users in 2008.

The **audiovisual rights** division benefited from the box office success of the movies *Twilight chapitre 1 – Fascination*, *Harvey Milk* and *Prédictions*.

Groupe M6's football club, **Girondins de Bordeaux**, ended the 2008/09 season as winners of the League Cup and the French championship (Ligue 1). Therefore, the team qualifed for the UEFA Champions League season 2009/10, where it advanced to the round of 16 in November 2009, finishing the group stage with 16 out of 18 possible points, above Bayern München and Juventus Turin. At the end of 2009, the team coached by former world champion Laurent Blanc again ranked number one in the French championship. Based on this series of successes, the profit contribution from the football club Girondins de Bordeaux increased to €7.4 million in 2009 (2008: €5.6 million), while revenue was up to €104 million (2008: €79 million).

National audience breakdown

Source: Médiamétrie. Target: housewives < 50.



	2009 (%)
M6	17.2
W9	3.3
TF1	29.8
France 2	12.8
France 3	6.7
Canal Plus	2.6
France 5	1.9
Arte	0.8
Others	24.9

"With growing revenues and an almost stable EBITA, Groupe M6 demonstrated its resilience in a strong economic downturn."

Nicolas de Tavernost,
Président du Directoire,
Groupe M6

FREMANTLEMEDIA

Financial results

Despite the economic downturn, RTL Group's production arm, FremantleMedia, again reached the record results level of the previous year. The company generated revenue of €1,183 million (2008: €1,203 million) and reported an EBITA of €155 million (2008: €155 million), with solid performances around FremantleMedia's global network of companies, particularly in the US, UK and the company's Enterprises business, plus the first-time profit contribution from the newly acquired US production company, Original Productions.

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue	**1,183**	**1,203**	**(1.7)**
Adjusted EBITA	**160**	**159**	**+0.6**
Restructuring costs	(5)	(4)	+25.0
Reported EBITA	**155**	**155**	**0.0**

Production businesses

In 2009, FremantleMedia's global network of production companies was responsible for nearly 9,500 hours of award-winning TV programming across 57 countries, making it one of the largest creators of international programme brands. The company distributed its programmes to more than 150 countries.

FremantleMedia productions topped the ratings charts in nearly every major territory in the world, including the US, the UK, Germany, Australia and France. Many of the company's key formats also set new records and delivered larger audiences than ever before, including *Got Talent* in the UK and Germany, *The X Factor* in the UK and Denmark, and *The Farmer Wants A Wife* in France and the Netherlands. FremantleMedia's entertainment formats continued to travel well during 2009. For the second year running, *Hole In The Wall,* a Japanese game show from Fuji TV, was FremantleMedia's most successful travelling format of the year, entering 13 new markets and bringing its total number of territories up to 39. *Got Talent,* which is co-produced with Syco in the UK and the US, added another nine new markets to its roster in 2009, while *Take Me Out* – a new dating format developed by FremantleMedia France – is well on its way to becoming a major global format, rolling out to five new territories in 2009, taking its total number up to eight territories. The company also has a strong stable of popular daily soaps, telenovelas, drama series and factual entertainment formats.

In the **US**, *American Idol* remained the country's most watched prime time entertainment show for the fifth consecutive year. Season eight of the programme, which is co-produced by 19 Entertainment, and broadcast by the Fox network, achieved an average audience of 24.9 million viewers and a share of 23.5 per cent among viewers aged 18 to 49 – over three times higher than Fox's prime time average share. Returning to NBC in the summer of 2009, the fourth season of *America's Got Talent* was the network's highest rated series, attracting an average audience of 12.3 million viewers. Originally launched in 1956, *The Price Is Right*, on CBS, remained the number one daytime game show, averaging 4.6 million viewers in 2009. In October, the classic game show *Let's Make A Deal*, a Hatos Hall Productions format, returned to CBS as a daytime strip, gaining daily audiences of over 2 million viewers.

In the **UK**, audiences for all of FremantleMedia's major entertainment formats experienced year-on-year growth. Series three of *Britain's Got Talent*, shown on ITV 1, was the most successful yet, winning an average total audience share of 52.8 per cent. The season finale was watched by 18.3 million viewers – nearly one-third of the UK population – making it the highest rated entertainment show this decade and the top-performing programme of 2009. Contestant Susan Boyle became a worldwide phenomenon within days. Since her first audition, she has been watched hundreds of millions of times on YouTube around the world, making her one of the most viewed stars ever on the video platform. Returning to ITV 1 in the autumn, series six of *The X Factor*, co-produced with Syco, was the most popular yet. It became the UK's second highest rated series of 2009, with an average total audience share of 46.9 per cent. Series-on-series, the average audience for *The X Factor* rose by 20 per cent.FremantleMedia also produced top-rated programmes for the other major channels in the UK, including season five of *The Apprentice*, a Mark Burnett Productions format for BBC One, and the popular property show *Grand Designs* for Channel 4, while *Neighbours*, produced by FremantleMedia Australia, remained Five's most watched daytime programme.

In **Germany**, series three of *Das Supertalent* (Got Talent) delivered the highest ratings yet for the format, with an average audience of 6.8 million viewers, representing an audience growth of 25 per cent year-on-year. For the target audience of viewers aged 14 to 49, *Das Supertalent* achieved an average audience share of 33.2 per cent. Meanwhile, season six of *Deutschland sucht den Superstar* (Idols) scored an average audience share of 30.6 per cent among young viewers for RTL Television, also up from the previous year.

Airing in October, the two-part event movie *Der Vulkan*, produced by Teamworx, a subsidiary of FremantleMedia's German production arm UFA, won a total audience of 6.3 million viewers, making it RTL Television's highest rated TV movie of the year.

In **Australia**, the finale of the cooking game show *Master Chef* attracted 3.7 million viewers, making it the most watched non-sports show ever aired in that territory. On average, the first season of the show, which was broadcast on Network Ten, achieved a total audience share of 41.3 per cent.

As part of its global growth strategy, which combines organic growth with selected acquisitions, FremantleMedia acquired a 75 per cent stake in Original Productions – the US-based creator of hit TV shows such as *Ice Road Truckers* and *Ax Men* – in February 2009.

Number of hours produced

Programmes	2009	2008
New	1,904	2,451
Returning	7,545	7,466
Total	9,449	9,917

Breakdown of hours produced by main markets

	2009	2008
Germany	1,180	1,309
USA	705	916
Spain	522	632
France	510	354
UK	452	455
Italy	372	261

The FremantleMedia subsidiaries Talkback Thames and UFA Fernsehproduktion formed a joint Drama Development Unit in Berlin to create drama co-productions for the UK and German markets. The move follows a successful collaboration between the two companies last year on *The Bill* and *Soko Leipzig*, popular prime time police dramas in Britain and Germany respectively.

FremantleMedia Enterprises (FME)

FremantleMedia Enterprises (FME) works with FremantleMedia's own brands and those of third parties to create added revenue opportunities through international content distribution, licensing, new media and home entertainment.

Through their global distribution network, FME continued to distribute the hit UK drama series *The Adventures of Merlin*, a Shine production for BBC One. At the end of 2009, the first season of the programme had been sold to 52 broadcasters in over 180 countries, and season two has to date sold to more than 165 countries. In December, the BBC announced its commission of a third series.

FME secured international sales of *American Idol* to more than 150 countries, including France, Japan, the UK and Australia. In a unique extension of the *Idols* brand, the company succeeded in closing a deal to create a TV programme-based attraction – *The American Idol Experience* – at Walt Disney World Resort, Florida, which opened in February 2009. Other new live events launched by FME in 2009 include *America's Got Talent Live* in Las Vegas, *Taste of Emeril's – Cooking Challenge* in Atlantic City, and the inaugural table tennis tournament *Hardbat Classic*, also in Las Vegas. The long-running *The Price is Right Live* in Las Vegas also enjoyed continued success.

The *Britain's Got Talent* website, created by Talkback Thames Digital, had record-breaking success with over 51 million videos watched. The award-winning website for *The X Factor* attracted nearly 30 million video views. The official *X Factor* YouTube channel reached number five in the all-time most popular UK channel chart.

"2009 was an outstanding year for us. We inspired audiences with our creative work worldwide, as well as delivering record breaking ratings and concluding major and innovative commercial deals."

Tony Cohen,
CEO, FremantleMedia

RTL NEDERLAND

Financial results

Total revenue at RTL Nederland was down 14.9 per cent to €371 million (2008: €436 million) as TV and radio advertising revenue decreased considerably. The Dutch TV advertising market was estimated to be down 10.7 per cent, with RTL Nederland taking 39.5 per cent of the market (2008: 39.0 per cent).

Total EBITA of the profit centre increased to €72 million (2008: €70 million), thanks to an early focus on cost reduction. The TV activities reduced their operating costs by €41 million – 14 per cent year-on-year – mainly driven by programme cost savings and lower personnel costs resulting from the company's restructuring in 2008, which had impacted the unit's previous year EBITA.

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue			
TV	318	372	(14.5)
Radio	53	64	(17.2)
Total	**371**	**436**	**(14.9)**
EBITA			
TV	53	59	(10.2)
Radio	19	29	(34.5)
Restructuring costs	–	(18)	n.a.
Total	**72**	**70**	**+2.9**

Audience ratings

RTL Nederland's family of channels achieved a combined prime time audience share of 32.3 per cent in the main commercial target group of shoppers aged 20 to 49, up 1.8 percentage points from 2008 (30.5 per cent). This put RTL Nederland clearly ahead of its main commercial competitor, SBS group (28.0 per cent), and the public broadcasters (26.1 per cent).

The ratings increase was mainly driven by the flagship channel **RTL 4**, which grew its average prime time audience share strongly, from 14.9 to 17.0 per cent, in the target group of shoppers aged 20 to 49. The channel's theme nights on weekdays consist of a diverse range of new and established programmes that have attracted large audiences. They include factual entertainment formats such as *Uitstel Van Executie*, *Mijn Tent Is Top*, and *De Frogers: Effe Geen Cent Te Makken*, plus US crime series such as *CSI* and *Bones*. Weekend nights are dominated by family entertainment formats and shows, including *Ik Hou Van Holland*, *Ushi & Dushi*, and the successful new comedy format *De TV Kantine*. Series two of *X Factor* performed very well, winning an average audience share of 30.9 per cent in the target group (shoppers aged 20 to 49) and was the channel's highest rated show of 2009 for this audience. RTL 4's early evening, with formats such as *Editie NL*, *RTL Boulevard*, *RTL Nieuws* and the long-running daily soap *Goede Tijden, Slechte Tijden* (Good Times, Bad Times) also achieved strong ratings in 2009.

RTL 5 finished 2009 with a 9.6 per cent prime time audience share in the 20 to 34-year-old demographic, up from 9.1 per cent in 2008, with blockbuster movies, Dutch versions of reality shows (*Benelux Next Top Model*, *Expeditie Robinson*, *So You Think You*

RTL 4 **TV audience share**

Source: SKO. Target: shoppers 20–49 (18–24h). 2005–2009 (%)

09	**17.0**
08	14.9
07	14.8
06	15.8
05	17.6

RTL 5 **TV audience share**

Source: SKO. Target: 20–34 (18–24h). 2005–2009 (%)

09	**9.6**
08	9.1
07	10.1
06	11.0
05	9.0*

*12 August–31 December 2005

RTL 7 **TV audience share**

Source: SKO. Target: men 20–49 (18–24h). 2005–2009 (%)

09	**6.7**
08	6.9
07	6.7
06	5.4
05	4.8*

*12 August – 31 December 2005

Can Dance), dating shows (*Take Me Out*, *Daten In Het Donker*) and the game show *Wipe Out* scoring high ratings among young viewers. **RTL 7** achieved an audience share of 6.7 per cent in its main target demographic of men aged 20 to 49 (2008: 6.9 per cent). Key pillars of the channel's schedule are live broadcasts of football games, the weekly football magazine *Voetbal International*, motor sports and movies for men. **RTL 8** achieved a prime time audience share of 3.3 per cent in its key target group of women aged 20 to 49, slightly down from 2008 (3.4 per cent).

At the beginning of October 2009, RTL Nederland launched its first special-interest channel, **RTL Lounge**, which is available through some cable providers' pay packages. Aimed primarily at young women, its programming is based on drama series and lifestyle, with the prime time lifestyle slot covering a different theme each day of the week. RTL Lounge has already become the country's most viewed digital channel.

In July 2009, RTL Nederland and cable operator UPC signed a co-operation agreement to make all RTL channels available in high definition.

Radio 538 is a hit radio station, which plays a range of contemporary and recent chart music, plus dance music and R&B, presented by the Netherlands' most popular DJs. Co-operation between RTL Nederland's TV and radio activities was strengthened during 2009. For example, Radio 538 hosts a series of popular events and promotions in co-operation with the RTL TV channels, including the highly popular Queen's Day party in Amsterdam in partnership with RTL 5, and Hotel 538, a meet and greet between *X Factor* finalists and Radio 538 listeners. In 2009, Radio 538 achieved an average audience share of 16.2 per cent among listeners aged 20 to 49 (2008: 16.9 per cent), making it the country's leading radio station by a large margin. The station's share of the net radio advertising market was 25.1 per cent (2008: 26.9 per cent). Despite the economic downturn, the radio station remained highly profitable, with a 35.8 per cent profit margin (2008: 45.0 per cent).

At the end of October, the RTL brand returned to the Dutch radio market to launch the digital radio station RTL Lounge Radio, which targets the same female audience as the new digital TV channel. Radio 538 supplies technology and programming for RTL Lounge Radio.

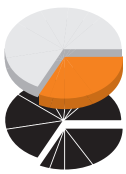
New media and diversification activities

RTL Nederland's internet activities grew strongly in 2009. The company's network of websites – including the general portal *RTL.nl*, the catch-up TV service *RTLGemist.nl*, the new cooking portal *Etenvandaag.nl*, the new gaming portal *Spelsalon.nl*, and a variety of websites dedicated to popular formats such as *X Factor* – increased its average number of unique users per month to 5.1 million (2008: 3.9 million).

The number of video views more than doubled to 185 million (2008: 91 million). The most popular streams were episodes of the daily soap *Goede Tijden, Slechte Tijden*, the entertainment news show *RTL Boulevard*, and clips from the *RTL Nieuws* website. The offer extended its reach during 2009 through cooperation with leading cable networks Ziggo and UPC, making it available on TV screens. A new functionality has also been added to UPC's on-demand service, enabling viewers to watch episodes of several RTL TV series before they are broadcast on RTL Nederland's channels.

National audience breakdown

Source: SKO. Target: shoppers 20–49 (18–24h). 2009 (%)



RTL 4	**17.0**
RTL 5	**8.1**
RTL 7	**4.2**
RTL 8	**3.0**
Nederland 1	14.4
SBS 6	14.3
Nederland 3	7.8
Net 5	7.6
Veronica	6.0
Nederland 2	3.9
Others	13.7

"Thanks to our early focus on cost reduction, RTL Nederland increased its EBITA in 2009. At the same time, our flagship channel, RTL 4, became again the clear market leader."

Bert Habets,
CEO, RTL Nederland

FIVE GROUP

Financial results

In a net TV advertising market estimated to be down 12.5 per cent year-on-year, revenue of the Five Group fell 29.9 per cent to €303 million (2008: €432 million). In local currency, revenue was down 21.1 per cent. After several years of growing its share of the advertising market, the Five family of channels – including the digital channels Five USA and Fiver – lost market share in 2009, accounting for 8.4 per cent of the net TV advertising market (2008: 9.6 per cent).

The Five Group reported an operating loss of €10 million (2008: operating EBITA of €2 million). This figure excludes restructuring costs of €9 million and a programme write-down amounting to €22 million, relating to revised revenue expectations for acquired US series, based on weak market conditions.

Throughout the reporting period, management worked intensively on recalibrating the company's cost base. In early March 2009, Five presented a comprehensive restructuring plan, designed to increase the efficiency of the broadcaster. The plan called for leaner management structures and a significant headcount reduction. Eighty seven positions out of a total workforce of 354 were impacted. At the same time, Five undertook stringent cost management across all of its channels to limit the EBITA impact of the advertising revenue shortfall. The business took the decision to concentrate its efforts on the more commercially valuable parts of the schedule, such as prime time. In local currency, the Five Group reduced its operating costs, excluding restructuring costs and write-downs, by GBP 65 million or 19 per cent in 2009, mainly as a result of significant programme cost savings.

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue	**303**	**432**	**(29.9)**
Revenue in local currency	*269*	*341*	*(21.1)*
EBITA Five main channel	4	16	(75.0)
EBITA Five digital channels	(14)	(14)	0.0
Operating EBITA	(10)	2	n.a.
Restructuring costs	(9)	(4)	>100.0
Programme write-down	(22)	–	n.a.

"A renewed focus on the schedule led to Five becoming the only terrestrial family of channels in the UK to post an increase in its viewing share, despite the need to make significant programme cost savings."

Dawn Airey,
Chair and CEO, Five

Five Group* — **TV audience share**

Source: BARB. Target: 16+. — **2005–2009 (%)**

09	**6.3**
08	6.2
07	6.2
06	6.0
05	6.6

* Including Five USA and Fiver, launched in October 2006

Audience ratings

Five was the only terrestrial family of channels in the UK to increase its adult viewing share in 2009, up slightly to 6.27 per cent (2008: 6.24 per cent). The ITV and Channel 4 families both lost audience share.

As in previous years, all of the UK's main terrestrial channels lost audience share, largely due to fragmentation from the increasing penetration of multi-channel digital TV. Five experienced the least decline of all the commercial channels, retaining a 4.98 per cent audience share among viewers aged 16 and over (2008: 5.14 per cent).

Cornerstones of the **Five** schedule, such as the *CSI* franchises, attracted some of the channel's highest ever audiences during the reporting period. The episode broadcast on 17 March 2009, which centred on the departure of lead character Gil Grissom (William Petersen), drew 4.3 million adults – the highest audience ever for a drama on Five, despite the crime series being in its ninth season. *CSI*'s ongoing popularity provided the springboard for Five to launch two new acquisitions, *Flash Forward* and *The Mentalist*, and to market the channel as the home of US drama on British TV. The series premiere of *The Mentalist*, on 26 March, achieved the highest audience for a new drama in the channel's history with 4.12 million adult viewers and an 18.3 per cent share. Over the course of 2009, *The Mentalist* averaged 2.84 million viewers (12 per cent total audience share). *FlashForward*, a tense episodic drama, also made an impressive debut with 4.1 million viewers, and averaged 3.6 million individuals across the series – a share of 13.1 per cent.

These achievements also extended to some of Five's long-running domestic commissions. The final day of The Ashes cricket tournament between England and Australia delivered the highest audience ever for the channel's cricket coverage: 2.09 million viewers. Similarly, the 12th season of *The Gadget Show* was its most successful to date, attracting an average of 1.62 million viewers across the series and a 6.6 per cent total audience share.

In the digital arena, Five's two digital channels capitalised on new brand identities by achieving a third consecutive year of share growth. **Five USA**'s share of adult viewing grew by more than a fifth to 0.75 per cent (2008: 0.61 per cent), while **Fiver**'s audience share among viewers aged 16 and over increased to 0.54 per cent (2008: 0.49 per cent).

New media and diversification activities

Following a relaxation in the rules surrounding teleshopping, 2009 saw Five enter the gaming arena. The company concluded an innovative commercial airtime deal with Net Play TV to broadcast a live interactive casino programme during the late night teleshopping window of the main channel. The five-year deal offers revenue participation to Five, and the company has been granted a 5 per cent option over the share capital of Net Play TV.

Two internet gaming products, Five Casino and Five Bingo, developed in partnership with Party Gaming, were rolled out during the period. The company also launched two category-specific websites designed to showcase selected Five TV content to precise demographics. FiveFwd, aimed at young male fans of cars and technology, carries content from *The Gadget Show* and motoring series *Fifth Gear*. Holy Soap, intended for female soap fans, contains full length episodes of Five's two Australian serials, *Neighbours* and *Home and Away*, as well as news, episodes and clips from all the major TV soaps.

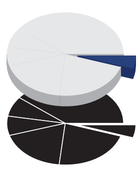
As a result of these efforts, the number of monthly unique visitors to Five's portfolio of websites rose by 28 per cent in 2009 to an average of 1.83 million (2008: 1.43 million). The number of long-form videos served by Demand Five rose to an average of 1.3 million per month (2008: 0.3 million). In all, Five's family of websites served 50.7 million long- and short-form video streams in 2009 (2008: 12.6 million).

Five concluded a deal with Google to make a library of full-length TV programmes available via YouTube. The deal enables YouTube users in the UK to access more than 250 hours of recently-broadcast catch-up TV and archive programmes. Five Sales sells display and video advertising around the content.

The company also grew its brand presence offline. The inaugural *Gadget Show Live*, based on the popular factual series, won the UK Association of Exhibition Organisers' award for Best Consumer Launch. All 30,000 tickets for the three-day event, which took place in April at the National Exhibition Centre in Birmingham, were sold out in advance. It will now become an annual event.

National audience breakdown

Source: BARB. Target: 16+.



	2009 (%)
Five *(main channel)*	**5.0**
BBC One	21.9
ITV 1	18.4
Channel 4	7.6
BBC Two	7.8
Others	39.3

RTL BELGIUM

Financial results

Revenue at the Belgian profit centre, which includes TV and radio activities, decreased by 6.0 per cent to €203 million (2008: €216 million). The net TV advertising market in French-speaking Belgium was estimated to be down 3.8 per cent, with RTL Belgium outperforming the market. The radio advertising market also decreased significantly. The shortfall in advertising revenue was partly compensated by a strong increase in non-advertising revenue. This was mainly due to the first-time consolidation of the home-shopping service HSS Belgium, which has become a 50/50 joint venture with Groupe M6.

Total EBITA for the profit centre decreased to €36 million (2008: €39 million), mainly due to a lower profit contribution from the unit's radio business, while operating costs at RTL Belgium's TV business were reduced by €6 million (6 per cent year-on-year).

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue			
TV	158	164	(3.7)
Radio	45	52	(13.5)
Total	**203**	**216**	**(6.0)**
EBITA			
TV	20	20	0.0
Radio	16	19	(15.8)
Total	**36**	**39**	**(7.7)**

"With its best year ever in terms of audience ratings, the RTL family of TV channels significantly enhanced its position as market leader in French-speaking Belgium."

Philippe Delusinne,
CEO, RTL Belgium

Audience ratings

The RTL family of TV channels significantly enhanced its position as market leader in French-speaking Belgium, with an average prime time audience share of 38.9 per cent in the target group of shoppers aged 18 to 54 – 2.9 percentage points higher than in 2008 (36.0 per cent). This record result underlines the complementary positioning of RTL-TVI (general-interest), Club RTL (sport, children's programming and alternative fiction) and Plug RTL (young viewers aged 15 to 34). In terms of total audience, the family of channels aired 81 of the year's 100 top programmes.

RTL-TVI **TV audience share**

Source: Audimétrie. Target: shoppers 18–54 (17–23h). 2006–2009 (%)

09	**28.9**
08	26.3
07	26.8
06	26.6

This positive development was mainly driven by the flagship channel **RTL-TVI**, which increased its average prime time audience share to 28.9 per cent in the main commercial target group (2008: 26.3 per cent) and widened its lead over the public broadcaster La Une to 17.1 percentage points. RTL-TVI was also the clear market leader in terms of total audience share.

RTL-TVI's news programmes remained the clear favourite among viewers in French-speaking Belgium. With a total audience share of 43.7 per cent, the midday news scored the highest ratings every day in 2009, while the main news bulletin, *Le Journal*, was number one on all but four evenings, with an average total audience share of 46.6 per cent – 14.5 percentage points ahead of its direct competitor, *JT*, on the public broadcaster La Une. RTL-TVI also drew large audiences with its early-evening information programmes such as *Tout s'explique*, *Images à l'appui*, *Coûte que Coûte, Enquêtes* and the emblematic *Place Royale.* All the top 10 magazine shows of 2009 were aired by RTL-TVI.

In January 2009, the factual entertainment show *Un dîner presque parfait* (Come Dine With Me) moved from Plug RTL to the flagship RTL-TVI where the format continued to grow in popularity, scoring an average audience share of 39.6 per cent in the main commercial target group of shoppers aged 18 to 54. Based on this success, and on higher ratings for the game show *Septante et un*, the channel's audience share increased to 31.3 per cent in the 17:00 to 19:00 time slot.

In prime time, the first season of the Belgian version of the romantic docu-soap *L'amour est dans le pré* (The Farmer Wants A Wife) scored an average audience share of 37.6 per cent among shoppers aged 18 to 54, making it the second most popular entertainment format after RTL-TVI's show with the Belgian comedian François Pirette. The highest rated of today's US series were again aired by RTL-TVI, including *Desperate Housewives*, *CSI: Miami*, *Dr House*, *CSI: NY*, and *NCIS Enquêtes Spéciales*. On Thursday evenings, traditionally reserved for films, RTL-TVI recorded an average audience share of 34.1 per cent in its main target group.

Club RTL **TV audience share**

Source: Audimétrie. Target: men 18–54 (17–23h). 2006–2009 (%)

09	**7.1**
08	7.2
07	7.1
06	6.7

Club RTL continued to focus on children's programmes during the day and sports in the evening. The channel drew large audiences with its football show *La Coupe*, broadcasting Belgian Cup matches, the animated sitcom *Les Simpson* (The Simpsons), French comedy series *Camera Café*, and films. Club RTL ended the year with a prime time audience share of 7.1 per cent in its main target group of male viewers aged 18 to 54 (2008: 7.2 per cent).

Plug RTL **TV audience share**

Source: Audimétrie. Target: 15–34 (17–23h). 2006–2009 (%)

09	**4.8**
08	4.4
07	3.7
06	3.9

Plug RTL continued its audience growth following last year's rebranding and repositioning. The channel's prime time audience share among young viewers aged 15 to 34 increased to 4.8 per cent (2008: 4.4 per cent). The channel's flagship formats include popular entertainment programmes from Groupe M6, such as *D&Co*, *Pékin Express* and *Nouvelle Star*, plus repeats of hit US series such as *CSI: Miami*, *Lost* and *Heroes*.

Radio Contact — **Radio audience share**

Source: CIM Radio (Spring Wave). Target: 12+. — **2005–2009 (%)**

09	**17.9**
08	15.1
07	13.6
06	15.0
05	15.6

Bel RTL — **Radio audience share**

Source: CIM Radio (Spring Wave). Target: 12+. — **2005–2009 (%)**

09	**17.2**
08	19.5
07	19.6
06	19.6
05	21.1

According to the CIM audience survey covering January to June 2009, **Radio Contact** took the lead in the French-speaking Belgium radio market for the first time since 2001, increasing its audience share from 15.1 per cent to 17.9 per cent. It was followed by **Bel RTL**, which achieved an audience share of 17.2 per cent (2008: 19.5 per cent), and remained the market leader in terms of daily reach. With a combined audience share of 35.1 per cent, the two RTL Belgium stations came in ahead of the five public radio stations of the RTBF (31.5 per cent). In the recently published audience survey for the second half of 2009, Bel RTL became again the market leader in terms of audience share, with 18.9 per cent, while Radio Contact continued its strong audience performance, achieving a 17.6 per cent audience share.

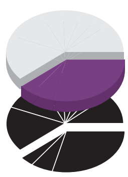
New media and diversification activities

In 2009, the number of video views across RTL Belgium's websites increased by a massive 111 per cent to 27 million video streams. This growth was driven by the installation of new video players on all websites, offering users easier access to a greater choice of video content, and intensified on-air promotion on RTL Belgium's TV channels.

The news website *RTLinfo.be* increased its number of unique visitors per day by 20 per cent year-on-year, while video on-demand platform, RTL à l'infini, also recorded sound progresses, with a 58 per cent increase in the number of videos ordered by digital TV subscribers compared to 2008. At the end of 2009, RTL à l'infini launched a monthly subscription service, Selection, offering viewers unlimited access to a choice of the best programmes from RTL Belgium's TV channels. Subscribers benefit from significant savings against pay-per-view prices.

French-speaking Belgium audience breakdown

Source: Audimétrie. Target: shoppers 18–54 (17–23h). — **2009 (%)**



RTL-TVI	**28.9**
Club RTL	**6.2**
Plug RTL	**3.8**
TF1	17.7
La Une	11.8
France 2	6.1
La Deux	5.4
AB 3/AB 4	4.6
France 3	4.1
Others	11.4

RTL RADIO FRANCE

Financial results

In a net radio advertising market estimated to be down 8.7 per cent, reported revenue of the French radio profit centre decreased by 7.9 per cent to €174 million (2008: €189 million). The net advertising share of the RTL radio family increased to 28.3 per cent (2008: 28.0 per cent). Reported EBITA, including restructuring costs and one-time charges, was €15 million (2008: €32 million).

The company recently launched a comprehensive cost-reduction plan, with the aim of reducing its cost base by 10 per cent over the three years from 2009 to 2011. In 2009, operating costs of the profit centre were already down €6 million or 4 per cent, mainly due to lower personnel costs. In December 2009, the company announced the launch of a voluntary mobility plan in 2010 for non-journalist personnel. The plan could result in the departure of more than 10 per cent of the total of 200 staff potentially involved.

	Year to December 2009 €m	Year to December 2008 €m	Per cent change
Revenue	**174**	**189**	**(7.9)**
Adjusted EBITA	**18**	**32**	**(43.8)**
Restructuring costs	(3)	–	n.a.
Reported EBITA	**15**	**32**	**(53.1)**

Audience ratings

RTL Radio, RTL 2 and Fun Radio achieved a combined average audience share of 19.1 per cent, down 0.7 percentage points on 2008. However, the RTL radio family remained clearly ahead of its direct commercial competitors, the radio families of NRJ (15.1 per cent; down 0.8 percentage points on 2008) and Lagardère (14.1 per cent, down 0.1 percentage points on 2008).

RTL Radio **Radio audience share**

Source: Médiamétrie. Target: 13+. 2005–2009 (%)

In a challenging environment where major stations such as Europe 1 and NRJ significantly revamped their morning prime time slots, the flagship station **RTL Radio** achieved a market-leading average audience share of 12.4 per cent (2008: 13.0 per cent) and remained the unchallenged leader in the other key ratings criteria – daily cumulated audience and time spent listening.

Several key programme slots continued to perform strongly and maintained their leading position, including *Ca Peut Vous Arriver*, hosted by Julien Courbet, and the station's legendary afternoon hit show, *Les Grosses Têtes*, hosted by Philippe Bouvard. In terms of audience share, both programmes were 88 per cent ahead of their closest rival in their respective time slot. RTL Radio also defended the clear leadership of its prime time (7:30 to 9:30) news programme, which attracted an average audience of 4 million listeners, representing a 13.9 per cent total audience share.

RTL Radio confirmed its status as the number one French radio station by continuing to provide exclusive content to its listeners and by introducing new concepts. In the midst of the financial crisis, RTL Radio launched *Journée RTL emploi* (Job

"RTL Radio confirmed its status as the number one French radio station by continuing to provide exclusive content to its listeners, and by introducing new concepts."

Christopher Baldelli,
CEO, RTL Radio (France)

Creation Day), an entire day dedicated to helping people find jobs. The programme gave advice on people's problems, while job offers were published for free on its website. The programme became a regular monthly special from September, quickly gaining popularity. Between its launch in March 2009 and November 2009, the number of job offers available online tripled to 35,000.

In 2009, RTL Radio again teamed up with international stars such as Prince, Seal, and Michael Bublé, along with up-and-coming talents such as Melody Gardot, who chose RTL's studios for intimate concerts. The station was also the partner of long-anticipated comebacks such as the AC/DC and Paul McCartney concerts.

Fun Radio — **Radio audience share**

Source: Médiamétrie. Target: 13+. — **2005–2009 (%)**

Year	%
09	**3.8**
08	3.8
07	3.8
06	3.4
05	3.1

Positioning **Fun Radio** as a 'dance-floor music format' proved to be a winning strategy. In a difficult market for music radio stations – which have lost 3.8 percentage points of total audience share over the past four years – Fun Radio stabilised its audience share at 3.8 per cent. The popular morning show, hosted by Manu and Virginie, attracts more than 1.5 million listeners daily, and the station has established itself as the reference radio station in the dance music scene by adding Madonna (a former NRJ exclusive) to its portfolio of musical partnerships, which already includes Britney Spears, Lady Gaga, David Guetta and Beyoncé.

RTL 2 — **Radio audience share**

Source: Médiamétrie. Target: 13+. — **2005–2009 (%)**

Year	%
09	**2.9**
08	3.0
07	3.0
06	2.8
05	3.0

RTL 2, the pop/rock station, ended 2009 with an average audience share of 2.9 per cent (2008: 3.0 per cent). With a popular morning show, which reached its highest audience level in spring, and an appealing mix of new pop/rock artists such as Jason Mraz and Renan Luce, and old favourites such as U2 and Phil Collins, RTL 2 successfully bucked the decline among music stations. In December 2009,

the station announced that Calogero – a major French singer and former NRJ exclusive – would join the RTL 2 partnerships.

New media and diversification activities
At the end of May 2009, the French media regulator, Conseil Supérieur de l'Audiovisuel (CSA), granted digital transmission licences to 160 radio stations in three major cities – Paris, Marseille and Nice. The RTL radio family was granted one additional licence for **RTL L'Equipe**, a 50/50 joint venture with the leading French sports daily, *L'Equipe*. The station was launched in October 2007 as an internet radio station dedicated to sports and news, and has significantly increased its online audience since then. The average number of unique users per month grew to 157,000 in 2009.

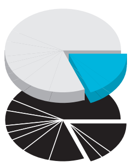
Over the course of the year, traffic to the websites operated by **RTL Net**, RTL Radio's online subsidiary, has significantly increased by 62 per cent to 3.4 million unique visitors per month (2008: 2.1 million unique visitors). In particular, RTL Radio's website, *RTL.fr*, has confirmed its position as the number one radio site in France. With a monthly average of 2.5 million unique visitors in 2009, the site increased its audience by over 60 per cent compared to 2008.

In 2009, RTL Net continued developing its internet activities with four new thematic websites, including *RTLConso.fr*, dedicated to helping consumers, and *OnRefaitLesCourses.fr*, which provides France's six million racegoers with tips and advice on horse betting. RTL Net also launched a new version of *RTL2.fr*, WAP mobile websites for each of the three radio stations, and three iPhone applications – Fun Radio's becoming the most downloaded app of any French radio station.

In November 2009, Fun Radio extended its *Starfloor* CD brand by creating, in partnership with the Groupe M6 TV channels, a huge dance music event at the Coliseum in Paris Bercy. This unique live concert featured stars such as Shakira, Martin Solveig, Bob Sinclair and Flo-Rida. The 14,000 tickets available for the concert were sold out a month before the event took place.

National audience breakdown

Source: Médiamétrie. Target: 13+.



	2009 (%)
General-interest radio networks	
RTL	**12.4**
France Inter	9.8
Europe 1	8.2
Music radio networks targeting adults	
RTL 2	**2.9**
Nostalgie	4.9
RFM	3.1
Chérie FM	2.9
Music radio networks targeting young listeners	
Fun Radio	**3.8**
NRJ	5.7
Skyrock	4.4
Other formats	41.9

OTHER SEGMENTS

This segment comprises the fully consolidated businesses RTL Klub (Hungary), Alpha Media Group (Greece), RTL Televizija (Croatia), and RTL Group's Luxembourgish activities, plus UFA Sports, the Corporate Centre, the German radio business and the at-equity participations in Grupo Antena 3 (Spain) and Ren TV (Russia).

"With RTL Most, we launched Hungary's first catch-up TV service. More than 12 million video views since the launch and the end of 2009 clearly show that our audience quickly embraced this new service."

Dirk Gerkens,
CEO, RTL Klub

RTL Klub

Following a change in the shareholding structure, which resulted in RTL Group holding 67 per cent of the economic rights, **RTL Klub** has been fully consolidated into the 2009 accounts from 1 April 2009. Since this date, consolidated revenue amounted to €83 million and EBITA to €18 million (profit share based upon equity accounting in 2008: €10 million). In a net TV advertising market estimated to be down 17.3 per cent, the channel's market share decreased to 46.7 per cent (2008: 47.8 per cent). In reaction to the difficult economic climate, the company implemented stringent cost management and succeeded in reducing operating costs by 18 per cent year-on-year.

At the end of 2009, more than 80 per cent of Hungarian households had access to multichannel services – mainly due to the expansion of digital satellite TV – while the total number of Hungarian-speaking channels increased to 82 at the end of 2009, with 18 of them being launched in the past 18 months. As a result of this increasing audience fragmentation, RTL Klub's prime time audience share in the key demographic of 18 to 49-year-old viewers decreased to 30.7 per (2008: 32.6 per cent). Despite this, the channel extended its lead over its closest competitor, TV 2, to 8.6 percentage points (2008: 7.9 percentage points).

RTL Klub's clear audience leadership was achieved by its broad range of programmes, including established audience favourites such as the daily soap *Barátok Közt* (Between Friends), the tabloid news magazine *Fókusz*, the daily news show *Híradó*, US drama series such as *The Mentalist*, *ER*, *CSI: Miami*, *CSI: NY* and *Grey's Anatomy*, and blockbuster movies. RTL Klub's biggest hit in 2009 was the second season of the talent show *Csillag születik* (A Star Is Born). With a modified concept and a new jury, the show achieved an average audience share of 50.2 per cent in the commercial target group. Another popular programme in 2009 was the reality show *Marry me, Dániel!*, featuring the eccentric musician Dániel Benko (average audience share 18 to 49: 36.8 per cent).

RTL Klub was the first commercial broadcaster to join Antenna Hungária's digital terrestrial platform, Min Dig TV, an important step to facilitate the digital switchover.

At the end of September 2009, RTL Klub launched RTL Most, Hungary's first catch-up TV service. The website offers RTL Klub's domestic programmes in high quality shortly after they air on TV. Between its launch and the end of the year, more than 12 million long-form videos were viewed by around 300,000 registered users.

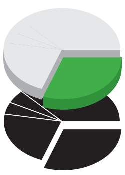
RTL Klub **TV audience share**

Source: AGB Hungary. Target: 18–49 (prime time). 2005–2009 (%)

09	30.7
08	32.6
07	34.8
06	34.4
05	36.5

National audience breakdown

Source: AGB Hungary. Target: 18–49 (prime time). 2009 (%)



RTL Klub	30.7
TV 2	22.1
MTV 1	4.9
Viasat	5.1
Others	37.2

Alpha Media Group

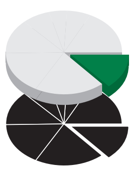
In December 2008, RTL Group gained control of the Greek broadcasting company **Alpha Media Group**. In reaction to the substantial economic downturn – the Greek TV advertising market fell by an estimated 18.7 per cent in 2009 – local management initiated a comprehensive turnaround plan for the company. First, the programme grid of Alpha TV was completely overhauled, positioning it as a family-oriented channel with a focus on docu-soaps and entertainment. At the same time the channel's hit formats such as the morning entertainment show *Kafes me tin Eleni*, the real life entertainment programme *Pame Paketo*, and the satirical comedy show *Al Tsantiri Niouz* with Lakis Lazopoulos, were retained. Secondly, operating costs were reduced drastically over the reporting period. Excluding restructuring costs, operating costs were down by €40 million or 29 per cent year-on-year, resulting from significantly lower programme and overhead costs. In total, the headcount of the company was reduced from 669 to 506 employees over the year.

The channel's new programming strategy has already proved successful. Overall, Alpha TV increased its average audience share in its main target group of viewers aged 15 to 44 to 13.7 per cent in 2009, up from 12.5 per cent in 2008. The channel scored particularly high ratings with local adaptations of internationally successful formats, including *Come Dine With Me, Kitchen Nightmares* and *The Farmer Wants A Wife*. In access prime time, *Come Dine With Me* has become the most watched show in its time slot, achieving an average audience share of 25.1 per cent among viewers aged 15 to 44 since its launch on 30 March 2009. In prime time, the satirical comedy show *Al Tsantiri Niouz* remained the channel's – and the market's – most successful programme, with an average audience share of 52.4 per cent in the target group in 2009. In Q4/2009, Alpha TV improved its average audience share among young viewers to 15.1 per cent, up 2.6 percentage points compared to Q4/2008. In prime time, the gain was even bigger: plus 7.2 percentage points to 18.1 per cent.

Despite significantly lower revenue amounting to €70 million – down 28.3 per cent on a pro-forma basis – the company was able to achieve a better result than in 2008, thanks to its clear focus on cost-cutting. EBITA was minus €34 million, including restructuring costs of €6 million. This compares to a pro-forma EBITA of minus €41 million in 2008. In 2010, the company will operate with a significantly reduced cost base.

National audience breakdown

Source: AGB Nielsen Media Research. Target: 15–44. 2009 (%)



Alpha TV	13.7
Mega	19.4
Antenna	16.8
Star	13.2
Alter	7.8
Skai	5.0
Net	6.6
Others	17.5

"Throughout 2009, Alpha TV was repositioned as a family-oriented channel with a focus on entertainment and docu-soaps. With significantly growing audience shares, the new programming strategy has already proved successful."

Christoph Mainusch,
CEO, Alpha Media Group

RTL Televizija

In a Croatian TV advertising market that fell by an estimated 19.1 per cent, revenue of **RTL Televizija** decreased by 18.0 per cent to €41 million (2008: €50 million). Consequently, the channel's net TV advertising market share increased to 42.5 per cent (2008: 41.4 per cent). EBITA was minus €3 million (2008: €2 million), reflecting the shortfall in advertising revenue. Excluding the significant programme investment for the handball world championship in January 2009, the company's operating costs fell €6 million or 12 per cent.

Over two weeks in January 2009, RTL Televizija broadcast more than 70 hours of handball World Cup coverage, including 27 live matches. The final, between the Croatian and French national teams, became the most watched programme in the history of TV audience measurement in Croatia, among viewers aged 18 to 49, drawing an audience share of 81.3 per cent and a total audience share of 74.9 per cent.

In 2009, RTL Televizija remained the market leader in the main commercial target group of viewers aged 18 to 49, both in prime time and throughout the whole day. While the channel increased its average audience share in prime time – by 0.3 percentage points to 28.0 per cent – the all-day audience share was slightly down to 26.2 per cent (2008: 26.4 per cent).

The channel scored high ratings in all genres. The Croatian version of the popular hit show *Idols – Hrvatska traži zvijezdu* – achieved an average audience share of 32.1 per cent among young viewers, while docu soaps such as *Ljubav je na selu* (The Farmer Wants A Wife) and *Jezikova Juha* (Kitchen Nightmares) also proved highly popular. All of the year's top ten prime time series in the 18 to 49 demographic were aired by RTL Televizija, including *Desperate Housewives*, *Grey's Anatomy, The Mentalist, Bones*, and *CSI: Miami.* Movies also continue to be an important part of RTL Televizija's schedule. The channel presented all of the ten most-watched movies on Croatian television in 2009. The main news bulletin, *Vijesti*, achieved an average audience share of 33.7 per cent among young viewers.

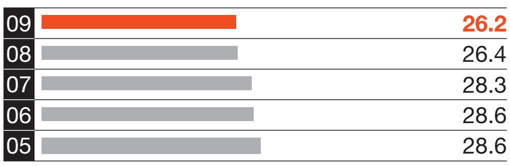
The company has developed a dedicated specialized second-chance channel, RTL Plus, which offers viewers well-known, locally produced entertainment formats and US series, which already aired on RTL Televizija. RTL Plus is available via IPTV services in Croatia, and as part of both cable and IPTV services targeted at Croatian expatriates in the US, Canada and Australia.

"Despite substantial reduction of the programming budget we were still able to achieve market leadership in Croatia."

Johannes Züll,
CEO, RTL Televizija

RTL Televizija **TV audience share**

Source: AGB Nielsen Media Research. Target: 18–49. 2005–2009 (%)



National audience breakdown

Source: AGB Nielsen Media Research. Target: 18–49. 2009 (%)

RTL Lëtzebuerg, BCE

In 2009, **RTL Lëtzebuerg** celebrated a triple anniversary: it was half a century since RTL Radio Lëtzebuerg first went on air, 40 years since RTL Télé Lëtzebuerg broadcast its first TV programme, and 15 years since the group became active on the internet. The combination of RTL Lëtzebuerg's three media channels achieved an impressive daily reach of 76.5 per cent of all Luxembourgers aged 12 years and over (2008: 73.6 per cent).

RTL Radio Lëtzebuerg remains the country's reference station for both news and entertainment, with 189,000 listeners tuning in every day (2008: 181,000 listeners; Monday to Friday). The station's audience share (12+, Monday to Friday, 5:00 to 24:00) was 67 per cent (2008: 69 per cent). RTL Télé Lëtzebuerg recorded a prime time audience share of 53 per cent (12+, Monday to Friday, 19:00 to 20:00), compared to 56 per cent in 2008. RTL Télé Lëtzebuerg launched several new formats for the 2009/10 season, including the coaching magazine *Behuel dech!* (Behave Yourself!), devoted entirely to proper behaviour and good manners, the cooking show *RTL Kichen – Kachduell* and the new science magazine *PISA de Wëssensmagazin*, a collaboration with M6 in France and RTL-TVI in Belgium.

BCE, RTL Group's technical services provider in Luxembourg, continued to expand its worldwide tapeless distribution network, Movie2Me, which works as a mass distribution server and also as an on-demand platform, and links TV channels with major content distributors. RTL Televizija, FremantleMedia and Alpha TV all began to use the service during 2009. BCE overhauled the on-air design of RTL Télé Lëtzebuerg, and created a promotional film for Luxembourg's presence on World Expo 2010 in Shanghai. The company installed a multi-channel broadcasting infrastructure for Viasat, including a full disaster recovery platform, and a digitisation infrastructure for the European Parliament. BCE upgraded RTL Televizija's newsroom system and RTL Nederland's broadcasting infrastructure for the launch of the digital channel RTL Lounge and the high-definition playout of RTL 7 and RTL 8. The company also launched the broadcasting of two additional channels for Nova TV in Bulgaria, extended its digitisation services to RTL Radio and TF6 in France and to the video archives of the European Parliament.

RTL Lëtzebuerg **Daily reach**

Source: TNS-ILRes Plurimedia 2009. Target: Luxembourgers 12+. 2009 (%)

	2009 (%)
RTL Radio Lëtz.	59.2
RTL Télé Lëtz.*	45.4
RTL.lu	12.4
RTL Lëtzebuerg	**76.5**

*Including Den 2. RTL

"RTL Lëtzebuerg has become a truly integrated media company, bringing the RTL brand on all platforms – TV, radio, internet and mobile services."

Alain Berwick,
CEO, RTL Radio and Télé Lëtzebuerg

"In 2009, our radio stations stepped up their diversification efforts with high-profile live events, online activities and mobile apps, all helping to connect listeners to our strong brands."

Gert Zimmer,
CEO, RTL Radio Deutschland

RTL Radio Deutschland

In another challenging year for the German radio market, with decreasing advertising revenue for the second consecutive year, **RTL Radio Deutschland** – RTL Group's German radio holding company – achieved an EBITA of €6 million (2008: €8 million).

In the highly competitive Berlin/Brandenburg radio market, 104.6 RTL became again the number one station in its key target group of listeners aged 14 to 49, increasing its audience share significantly to 15.1 per cent (2008: 12.8 per cent). Hit-Radio Antenne Niedersachsen reported growing audience share for the fifth consecutive audience survey, up significantly to 15.7 per cent (2008: 13.4 per cent). Antenne Bayern remained one of the most listened-to radio stations in Germany, with an average audience of over one million listeners per hour.

RTL Radio Deutschland sold its 25.44 per cent stake in Antenne MV in 2009. At the end of the year, RTL Group's German radio portfolio comprised investments in 19 stations, most of which are minority holdings because of constraints on media ownership in Germany. All portfolio stations reach a total of 27.2 million listeners per day and have a combined average audience of almost five million listeners per hour.

UFA Sports

Following its re-establishment in 2008, sports marketing agency **UFA Sports** closed several important deals in 2009. In May, the agency signed a ten-year marketing partnership with historic football club, FC St Pauli. UFA Sports will support the Hamburg second-league club with marketing, media, advertising and hospitality, and will provide comprehensive consulting on matters of stadium planning and financing. In June, the German Football Association (DFB) granted the national TV and media rights for international matches played by Germany's junior national football teams to UFA Sports for the next two years, and in October, the company signed an extensive marketing agreement with the Slovak Football Association (SFA) and the country's top football league.

Turning to the Group's at-equity participations in Spain and Russia.

Grupo Antena 3

Across RTL Group's European markets, the Spanish net TV advertising market was hit hardest by the economic downturn in 2009, falling by an estimated 23.2 per cent. **Grupo Antena 3** managed to outperform the market with the company's TV ad revenues declining by 15.5 per cent. As a result, its net share of the TV advertising market increased to 26.0 per cent (2008: 23.2 per cent). Following a new media law, the public channels have stopped airing advertisements since 1 January 2010.

On a 100 per cent basis, consolidated revenue of Grupo Antena 3 fell 15.5 per cent to €704 million (2008: €833 million), while operating profit (EBITDA) declined to €81 million (2008: €164 million) and net profit dropped to €61 million (2008: €91 million). Grupo Antena 3's operating expenses decreased by 7 per cent in 2009. The profit share of RTL Group was €13 million (2008: €19 million).

In 2009, the main channel, Antena 3, has become the market leader in the commercial target group of viewers aged 16 to 54 years, achieving an audience share of 15.4 per cent (2008: 16.8 per cent), as the audience share of the main commercial competitor, Telecinco, dropped 3.9 percentage points to 15.3 per cent. Antena 3 aired the country's most-watched programme in 2009 – the broadcast of the Champions League final between FC Barcelona and Manchester United. An average 11.3 million viewers tuned in, for a 61.7 per cent total audience share.

Antena Neox and Antena Nova consolidated their leading position among the digital channels in Spain. In households that receive only digital TV, Antena Neox and Antena Nova's total audience shares are 3.1 per cent and 1.8 per cent respectively.

Grupo Antena 3's family of channels was also in the lead with a combined audience share of 17.6 per cent (2008: 17.9 per cent) in the commercial target group, ahead of the Telecinco (16.7 per cent) and Grupo Sogecable (11.3 per cent) families.

The two radio stations of Grupo Antena 3 – Onda Cero (general interest) and Europa FM (hit music) – continued to improve their audience performance in 2009. In the most recent ratings survey, Onda Cero is Spain's number two radio station with more than 2 million listeners.

RTL Group's shareholding in Grupo Antena 3 slightly increased to 21.6 per cent in 2009.

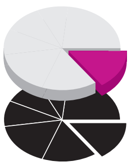
Antena 3 — **TV audience share**

Source: TNS Sofres. Target: 16–54. — 2005–2009 (%)

09	15.4
08	16.8
07	17.8
06	20.4
05	22.6

National audience breakdown

Source: TNS Sofres. Target: 16–54. — 2009 (%)



Antena 3	15.4
Telecinco	15.3
TVE *(TVE 1 + La 2)*	16.8
Forta	10.0
Cuatro	10.7
La Sexta	8.7
Others	23.1

Ren TV

In Russia, RTL Group holds a 30 per cent stake in **Ren TV**. After years of double-digit growth, the Russian TV advertising market declined significantly in 2009, by an estimated 21.0 per cent in local currency. Ren TV finished the year with an estimated TV advertising market share of 4.7 per cent (2008: 5.3 per cent). The channel has reacted to the economic downturn with a comprehensive cost-cutting programme. In 2009, operating expenses, in local currency, were down 18 per cent year-on-year. RTL Group's share of the results was € nil million (2008: €4 million), reflecting the significant advertising revenue shortfall.

The channel's main target demographic are viewers aged 30 to 45, mainly men, so most prime time formats cater to them, including Ren TV's original series *Soldaty*, the court show *Chas suda* (Court Time), the weekly programme *Voennaya tayna* (War Secret) and comedy shows and concerts with Mikhail Zadornov. Ren TV is also a generalist channel with a broad offering that includes the Russian adaptation of the international hit format *Come Dine With Me*. The channel also strongly promotes its award-winning news and information programmes, which clearly differentiate Ren TV from its main competitors STS and TNT. These shows include documentaries, the daily news programme, *24*, and the analytical programme, *Nedelya s Mariannoy Maksimovskoy* (This Week With Marianna Maksimovskaya), which is famous for its independent views. Ren TV is widely considered a major nationwide TV network in Russia with an independent editorial policy.

The channel's audience share among viewers aged 18 to 54 increased to 5.8 per cent in 2009 (2008: 5.4 per cent).

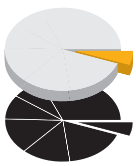
Ren TV — **TV audience share**

Source: TNS Gallup Media. Target: 18–54. — 2005–2009 (%)

09	5.8
08	5.4
07	5.2
06	4.7
05	5.8

National audience breakdown

Source: TNS Gallup Media. Target: 18–54. — 2009 (%)



Ren TV	5.8
Channel 1	17.3
Russia	13.7
NTV	13.8
STS	9.5
TNT	8.7
Others	31.2

Main portfolio changes

On 20 February 2009, the Group acquired 75 per cent of Original FMM LLC, a Burbank-based company producing factual entertainment programmes that appeal to both US and international broadcasters. RTL Group granted a put option on the remaining 25 per cent to the management based on a variable component. The fair value of the put option has been recognised as a liability.

At the extraordinary shareholders' meeting held on 20 March 2009, the shareholders of M-RTL Zrt ("M-RTL") granted their consent and approval to transfers of shares, in particular to the transfer by Pearson Netherlands BV ("PNBV") of its 20 per cent stake in M-RTL to KOS Beteiligungs- und Verwaltungsgesellschaft mbH ("KOS"). As a result, the disagreements among the shareholders, which led to the arbitration proceedings between PNBV, IKO-Telekom Média Holding Rrt (n/k/a IKO Média Holding Zrt) and M-RTL in December 2006, were settled. Following the transfer of the 20 per cent stake by PNBV to KOS, the economic and voting ownerships in M-RTL was as follows: RTL Group (49 per cent), IKO-Telekom Média Holding Zrt (31 per cent), and KOS (20 per cent).

As a result of the arrangements among the shareholders entered into on 20 March 2009, RTL Group has the ability in practice to control M-RTL without the acquisition of additional shares, and fully consolidates M-RTL since 1 April 2009. Until such date, M-RTL was accounted for using the equity method.

On 26 June 2009, RTL Group acquired from KOS non-voting shares in M-RTL representing an economic interest of 18 per cent for an amount of €41 million. As a result, RTL Group now owns an economic interest of 67 per cent and voting rights of 49 per cent in M-RTL. This acquisition in a fully consolidated entity has been accounted for as an equity transaction and therefore no adjustment was recorded to goodwill.

Share of results of associates

EBITA contribution	Year to December 2009 €m	Year to December 2008 €m	Per cent change
– Antena 3	13	19	(31.6)
– RTL II	9	12	(25.0)
– Ren TV	–	4	n.a.
– RTL Klub (In 2009 from 1 January to 31 March)	(2)	10	n.a.
Others	5	(11)	n.a.
Total	**25**	**34**	**(26.5)**

The total contribution of the associated companies decreased to €25 million (2008: €34 million). The main reasons for this decline were the weaker results at Antena 3 and the change in consolidation method (from equity to full consolidation) for RTL Klub as of 1 April 2009.

Interest income/(expense) and financial results other than interest

Net interest expense amounted to €12 million (2008: income of €21 million). The reduction is primarily due to the lower interest income received on the Group's cash position due to weaker interest rates throughout 2009.

The financial results other than interest include impairments on financial assets as well as fair value adjustments on embedded derivatives and put options.

Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries, joint ventures and associates

This heading includes the costs related to the amortisation of fair value adjustments on the acquisitions of Five, M6, Radio 538 and Alpha Media Group. The majority of the expense relates to M6 and Five.

Intangible assets identified at fair value upon gain of control of Five Group and Alpha Media Group have been impaired for an amount of €18 million (€14 million and €4 million, respectively).

Impairment of goodwill and of disposal group

An impairment of goodwill and of disposal group was recorded amounting to €211 million. This impairment mainly affects the carrying value of the Group's UK and Greek television activities, and an associate company, and is mainly due to the worse than expected downturn in advertising markets.

In the United Kingdom, in addition to the impairment of fair value adjustment (€14 million), an impairment loss amounting to €140 million has been recognised against the carrying value of the Five Group's assets. This reflects the worsening of both the advertising market and Five's share of the market. During the first half of 2009, the "fair value less costs to sell" approach was retained using a discount rate of 8.4 per cent (December 2008: 9.2 per cent). Based on the above and on the basis of revised cash flow projections, the impairment loss has been fully allocated to goodwill, which has been reduced to nil.

In Greece, in addition to the impairment of fair value adjustment (€4 million), an impairment loss amounting to €66 million has been recognised against the carrying value of Alpha Group's assets. A much weaker Greek advertising market, when compared to the original business plan, has resulted in a significant underperformance, despite a cost reduction plan, including a first voluntary leave programme. During the first half of 2009, the "fair value less costs to sell" approach was retained, by factoring the costs and the benefits of the contemplated restructuring programme and using a discount rate of 9.5 per cent.

Loss from sale of subsidiaries, joint ventures and other investments

No net gain/(loss) from sale of subsidiaries, joint ventures and other investments was recognised in 2009 (2008: net loss of €9 million which mainly resulted from the disposal of RTL Shop).

Income tax expense

In 2009, the tax expense was €220 million (2008: expense of €232 million).

Following the PLP agreement (see heading 'Related party transactions'), which was approved by the Board on 26 June 2008 a commission income of €45 million, representing 50 per cent of the tax benefit generated at the level of Bertelsmann AG, has been recorded in tax for the year (2008: €61 million).

A detailed re-assessment of the underlying conditions supporting all the deferred tax assets within the Group has been completed. Following this review a full reversal, amounting to €40 million, has been recorded against the deferred tax assets initially recorded in 2007 in Luxembourg.

Profit for the year attributable to RTL Group shareholders

The profit for the year attributable to RTL Group shareholders was €205 million (2008: €194 million).

Earnings per share

Reported earnings per share, based upon 153,618,853 shares, was €1.33 (2008: €1.26 per share). The adjusted earnings per share, taking into account the amortisation of fair value adjustments on acquisitions and impairment of goodwill, gain or loss from sale of subsidiaries, joint ventures and other investments, net of income tax expense and one-off tax effects, decreased by 26.4 per cent to €2.85 (2008: €3.87) per share.

Own shares

RTL Group has an issued share capital of €191,900,551 divided into 154,787,554 fully paid up shares with no defined nominal value.

RTL Group directly and indirectly holds 0.76 per cent (2008: 0.76 per cent) of RTL Group's shares.

Net cash position

The consolidated net cash position at 31 December 2009 was €789 million (31 December 2008: €876 million). The Group continues to generate significant operating cash flow with an EBITA cash conversion of 106 per cent (2008: 114 per cent).

	As at 31 December 2009 €m	As at 31 December 2008 €m
Gross balance sheet debt	(156)	(111)
Less: loans receivable[14]	2	2
Gross financial debt	(154)	(109)
Add: cash	395	383
Add: marketable securities and other short-term investments	6	–
Add: cash deposit	**542**	**602**
Net cash position	**789**	**876**[15]

14 The loans receivable relate to TCM (via Groupe M6)

15 Of which €83 million held by Groupe M6 (2008: €36 million)

Related party transactions

Financing

As at 31 December 2009 RTL Group had various deposits (overnight and up to three months) amounting to €539 million (2008: €602 million) with Bertelsmann AG. These deposits bear an interest rate of either EONIA or EURIBOR plus 10 basis points depending on the duration of the deposit. The overnight deposit has subsequently been rolled over. The total interest income on these deposits for the period ending 31 December 2009 amounted to €7 million (2008: €23 million). As at 31 December 2009 the Group had a €3 million deposit with Bertelsmann Inc.

Bertelsmann AG granted to RTL Group pledges on all shares of its wholly owned French subsidiary Media Communication SAS and of its wholly owned Spanish subsidiary Media Finance Holding SL as security for all payments due by Bertelsmann AG.

In October 2008, Bertelsmann AG granted to RTL Group a further pledge covering all the shares of its 73.4 per cent owned German subsidiary Gruner + Jahr AG & Co. KG as security for all payments due by Bertelsmann AG.

In November 2008, Bertelsmann AG granted to RTL Group a further pledge covering all the shares of its wholly owned UK subsidiary Bertelsmann UK Limited as security for all payments due by Bertelsmann AG.

The total amount of the deposit does not exceed 60 per cent of the fair value of the pledged assets, which are revalued on a regular basis.

Tax

On 26 June 2008, the Board of Directors of RTL Group agreed to proceed with the tax pooling of its indirect subsidiary RTL Group Deutschland GmbH ("RGD") into Bertelsmann Capital Holding GmbH ("BCH"), a direct subsidiary of Bertelsmann AG.

To that effect, RTL Group, through RGD, entered into a Profit and Loss Pooling Agreement ("PLP Agreement") with BCH for a six-year period starting

1 January 2008. Simultaneously, Bertelsmann AG entered into a Compensation Agreement ("Compensation Agreement") with CLT-UFA, a direct subsidiary of RTL Group, providing for the payment to CLT-UFA of an amount compensating the above profit transfer and an additional commission ("Commission") amounting to 50 per cent of the tax saving based upon the taxable profit of RGD.

Through these agreements, as from 1 January 2008, Bertelsmann AG and the RGD sub-group of RTL Group are treated as a single entity for German income tax purposes.

As the PLP Agreement does not give any authority to BCH to instruct or control RGD, it affects neither RTL Group nor RGD's ability to manage their business, including their responsibility to optimise their tax structures as they deem fit. After six years, both PLP and Compensation Agreements are renewable on a yearly basis. RGD and CLT-UFA have the right to request the early termination of the PLP and Compensation Agreements under certain conditions.

In the absence of specific guidance in IFRS, RTL Group has elected to recognise current income taxes related to the RGD sub-group based on the amounts payable to Bertelsmann AG and BCH as a result of the PLP and Compensation agreements described above. Deferred income taxes continue to be recognised, based upon the enacted tax rate, in the consolidated financial statements based on the amounts expected to be utilised by the Group in the future. The Commission, being economically and contractually closely related to the Compensation, is accounted for as a reduction of the tax due under the Agreements.

These agreements increase the Group's net profit. As at 31 December 2009, the balance payable to BCH amounts to €368 million (2008: €298 million) and the balance receivable from Bertelsmann AG amounts to €323 million (2008: €237 million).

The Commission received by CLT-UFA, a direct subsidiary of RTL Group, in 2009 amounts to €45 million (2008: €61 million).

The UK Group relief of the Five Group and FremantleMedia Group to Bertelsmann Group resulted in a tax income for RTL Group of €9 million (2008: €7 million).

Share option plan

On 25 July 2000, RTL Group launched a share option plan for certain directors, senior management and employees of the Group. Under the terms of the plan, the option price reflects the market value of the shares on the date that they are granted. The market value is defined as the average stock price on the Brussels exchange for the 20 working days preceding the grant, or as otherwise decided by the Board of Directors. The options vest in equal tranches on the second, third and fourth anniversary of the date of grant, and lapse after 10 years. The total number of options granted and accepted by the beneficiaries at the end of 2009 was 124,800 (2008: 129,550).

Significant litigations

RTL Group has been made a party to litigation between several of its minority shareholders on the one hand and Bertelsmann and GBL on the other hand in relation to the acquisition by Bertelsmann of the RTL Group shares previously owned by GBL. On 8 July 2003, the Luxembourg Civil Court rejected the claim of the minority shareholders. The judgement was appealed.

In September 2002, the minority shareholders filed a lawsuit against RTL Group, its Directors, Bertelsmann, BWTV and WAZ with regard to the free float. They were seeking a Court decision obliging RTL Group to increase the free float and prohibiting other defendants to make additional purchases of RTL Group shares.

The minority shareholders also dispute the decision by RTL Group to de-list its shares from the London Stock Exchange. On 31 December 2002, the Court of Appeal of Luxembourg, sitting in summary proceeding, confirmed the Court decision pronounced in summary proceeding on 25 October 2002 that held the claim inadmissible. The de-listing of RTL Group's shares from the London Stock Exchange took effect from 31 December 2002. As a consequence of the de-listing, the minority shareholders requested the Luxembourg Civil Court to order the re-listing of the shares on the London Stock Exchange. On 30 March 2004 the Court decided to join both claims (free float and de-listing) and dismissed the claims of the minority shareholders. The judgement was appealed.

On 12 July 2006, the Court of Appeal of Luxembourg decided to join the claims (swap, free-float and delisting) and confirmed the judgements of the court of first instance. The minority shareholders lodged to the Luxembourg Supreme Court ("Cour de Cassation") a final appeal against this judgement, restricted to a limited set of legal issues not involving RTL Group but linked to the acquisition by Bertelsmann of RTL Group shares previously owned by GBL.

On 21 February 2008, the Luxembourg Supreme Court decided to refer the matter to the European Court of Justice (ECJ) for a preliminary ruling procedure.

In its ruling of 16 October 2009, the European Court of Justice decided that according to European law there does not exist a general principle of law under which minority shareholders are protected by an obligation on the dominant shareholder, when acquiring or exercising control of a company, to offer to buy their shares under the same conditions as those agreed when a shareholding conferring or strengthening the control of the dominant shareholder was acquired.

The matter has now been referred back to the Luxembourg Supreme Court. The latter is bound by the decision of the European Court of Justice. A final decision of the Supreme Court is expected before the second half of 2010.

RTL Group believes that whatever the outcome of that litigation it should not have any direct impact on the Group, because it has not been a party to the original transaction (swap) and its involvement is limited to solely entering any transfer of shares into the shareholders register.

In the autumn of 2007, the Dutch Public Prosecutor initiated criminal proceedings against, among others, RTL Nederland, claiming that these companies violated, in 2006 and 2007, the Act on Games of Chance by providing the opportunity to participate in dial-in games without the necessary permit and by promoting the participation in such games, both in violation of the conditions set in the Code of Conduct on Promotional Games of Chance. The Public Prosecutor announced that he would initiate criminal proceedings and forfeiture proceedings. In these proceedings he could claim criminal fines and forfeiture of all allegedly illegal gains received from dial-in games. On 2 November 2009, RTL Nederland and the Public Prosecutor signed a settlement agreement. The criminal proceeding and claims for repayment of illegally obtained profits were dropped against a payment of €9,080,000 by RTL Nederland.

RTL Group and some of its Dutch affiliates are involved in an arbitration on financial claims filed by Talpa Media Nederland BV and Talpa Holding NV with the Netherlands Arbitration Institute in connection with the combination of the businesses of Talpa and RTL in the Netherlands in 2007. RTL Group does not believe in the merits of Talpa's claims. A final arbitral award is expected in the course of 2011.

RTL Group's Board of Directors is not aware of any other significant litigation.

Principal risks and uncertainties

Principal risks and uncertainties are disclosed either in note 3. to the consolidated financial statements for the financial risks (pages 121 to 126) and in the section "Corporate Governance" for the external and market risks (pages 64 to 65).

Profit appropriation (RTL Group SA)[16]

The statutory accounts of RTL Group SA show a loss for the financial year 2009 of €42,642,454 (2008: profit of €113,064,016). Taking into account the profit brought forward as at 31 December 2009 of €524,740,602, the share premium (€5,782,185,577) and the loss for the year (€42,642,454), the amount available for distribution is €6,264,283,725. The Board of Directors recommends to the General Meeting of Shareholders on 21 April 2010 the distribution of a gross final dividend per share of €3.50 (2008: €3.50 per share, including an extraordinary dividend of €2.10 per share).

If the General Meeting of Shareholders accepts this proposal, RTL Group will distribute for the financial year 2009 a total dividend of €541 million.

Outlook

Although the revenue decline has slowed considerably since autumn 2009, RTL Group does not expect a quick recovery of advertising revenues to previous levels. While the Group remains cautious, it will also continue to invest in promising business opportunities, based on its strong brands and content. These include on-demand services, as non-linear TV viewing grows rapidly, digital pay channels, to establish a second revenue stream, content production and the company's broad range of diversification businesses.

10 March 2010
The Board of Directors

16 *Amounts in € except where stated*

Management Responsibility Statement

We, Gerhard Zeiler, Chief Executive Officer, and Elmar Heggen, Chief Financial Officer, confirm, to the best of our knowledge, that the consolidated financial statements which have been prepared in accordance with the International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the assets, liabilities, financial position and profit or loss of RTL Group and the undertakings included in the consolidation taken as a whole, and that the Directors' report includes a fair review of the development and performance of the business and the position of RTL Group and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face.

Luxembourg, 10 March 2010

Gerhard Zeiler
Chief Executive Officer

Elmar Heggen
Chief Financial Officer

CONSOLIDATED INCOME STATEMENT

for the year ended 31 December 2009

	Notes	2009 €m	2008 €m
Revenue	4. 6. 1.	**5,410**	5,774
Other operating income		**45**	37
Consumption of current programme rights		**(1,842)**	(2,095)
Depreciation, amortisation and impairment		**(191)**	(161)
Other operating expenses	6. 2.	**(2,693)**	(2,685)
Impairment of goodwill and of disposal group and amortisation of fair value adjustments on acquisitions of subsidiaries and joint ventures	7. 2. 7. 10.	**(246)**	(395)
Gain/(loss) from sale of subsidiaries, joint ventures and other investments	6. 3.	**–**	(9)
Profit from operating activities		**483**	466
Share of results of associates	7. 4.	**25**	34
Earnings before interest and taxes ("EBIT")		**508**	500
Interest income	6. 4.	**20**	63
Interest expense	6. 4.	**(32)**	(42)
Financial results other than interest	6. 5.	**22**	7
Profit before taxes		**518**	528
Income tax expense	6. 6.	**(220)**	(232)
Profit for the year		**298**	296
Attributable to:			
RTL Group shareholders		**205**	194
Minority interest		**93**	102
Profit for the year		**298**	296

	Notes	2009 €m	2008 €m
EBITA*		**755**	916
Impairment of goodwill of subsidiaries and joint ventures and of disposal group	7. 2. 7. 10.	**(210)**	(364)
Impairment of goodwill of associates	7. 4.	**(1)**	(12)
Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures		**(36)**	(31)
Gain/(loss) from sale of subsidiaries, joint ventures and other investments	6. 3.	**–**	(9)
Earnings before interest and taxes ("EBIT")		**508**	500

	Notes	2009	2008
Earnings per share (in €)			
– Basic	6. 7.	**1.33**	1.26
– Diluted	6. 7.	**1.33**	1.26

The accompanying notes form an integral part of these consolidated financial statements.

* *EBITA represents earnings before interest and taxes excluding impairment of goodwill and of disposal group, and amortisation and impairment of fair value adjustments on acquisitions and gain or loss from sale of subsidiaries, joint ventures and other investments*

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31 December 2009

	Notes	**2009 €m**	2008 €m
Profit for the year		**298**	296
Other comprehensive income			
Foreign currency translation differences		**(7)**	(61)
Effective portion of changes in fair value of cash flow hedges		**(16)**	47
Income tax	7. 6.	**7**	(9)
		(9)	38
Change in fair value of cash flow hedges transferred to profit or loss		**1**	28
Income tax	7. 6.	**(1)**	(6)
		–	(22)
Fair value gains/(losses) on available-for-sale financial assets	7. 15. 5.	**15**	(6)
Income tax	7. 6.	**–**	–
		15	(6)
Defined benefit plan actuarial gains/(losses)	7. 14.	**(7)**	4
Income tax	7. 6.	**2**	(1)
		(5)	3
Share of other comprehensive income of associates		**(8)**	(5)
Other comprehensive income for the year, net of income tax		**(14)**	(9)
Total comprehensive income for the year		**284**	287
Attributable to:			
RTL Group shareholders		**194**	184
Minority interest		**90**	103
Total comprehensive income for the year		**284**	287

The accompanying notes form an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 31 December 2009

	Notes	2009 €m	2008* €m
Non-current assets			
Programme rights	7. 1.	**110**	109
Goodwill	7. 1. 7. 2.	**2,661**	2,825
Other intangible assets	7. 1.	**308**	319
Property, plant and equipment	7. 3.	**364**	347
Investments in associates	7. 4.	**416**	442
Loans and other financial assets	7. 5.	**265**	589
Deferred tax assets	7. 6.	**465**	513
		4,589	5,144
Current assets			
Programme rights	7. 7.	**1,147**	1,137
Other inventories		**34**	32
Income tax receivable		**42**	105
Accounts receivable and other financial assets	7. 8.	**2,486**	2,154
Cash and cash equivalents	7. 9.	**395**	383
Assets classified as held for sale	7. 10.	**23**	–
		4,127	3,811
Current liabilities			
Loans and bank overdrafts	7. 11.	**75**	18
Income tax payable		**152**	229
Accounts payable	7. 12.	**2,164**	2,108
Provisions	7. 13.	**183**	135
Liabilities directly associated with non-current assets classified as held for sale	7. 10.	**10**	–
		2,584	2,490
Net current assets		**1,543**	1,321
Non-current liabilities			
Loans	7. 11.	**81**	93
Accounts payable	7. 12.	**332**	294
Provisions	7. 13.	**131**	121
Deferred tax liabilities	7. 6.	**58**	86
		602	594
Net assets		**5,530**	5,871
Equity attributable to RTL Group shareholders		**4,895**	5,277
Equity attributable to minority interest		**635**	594
Equity	7. 15.	**5,530**	5,871

* *Re-presented (see note 1.2.1.)*

The accompanying notes form an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Notes	Share capital €m	Share premium €m	Treasury shares €m	Currency translation reserve €m	Hedging reserve €m	Revaluation reserve €m	Retained earnings €m	Equity attributable to RTL Group share-holders €m	Equity attributable to minority interest €m	**Total equity €m**
Balance at 1 January 2008		**192**	**6,454**	**(44)**	**(122)**	**(50)**	**85**	**(639)**	**5,876**	**572**	**6,448**
Total comprehensive income:											
Profit for the year		–	–	–	–	–	–	194	194	102	**296**
Foreign currency translation differences	7.15.3.	–	–	–	(62)	–	–	–	(62)	1	**(61)**
Effective portion of changes in fair value of cash flow hedges, net of tax	7.15.4.	–	–	–	–	38	–	–	38	–	**38**
Change in fair value of cash flow hedges transferred to profit or loss, net of tax	7.15.4.	–	–	–	–	22	–	–	22	–	**22**
Fair value losses on available-for-sale financial assets, net of tax	7.15.5.	–	–	–	–	–	(6)	–	(6)	–	**(6)**
Defined benefit plan actuarial gains, net of tax		–	–	–	–	–	–	3	3	–	**3**
Share of other comprehensive income of associates		–	–	–	(6)	1	–	–	(5)	–	**(5)**
		–	–	–	(68)	61	(6)	197	184	103	**287**
Capital transactions with owners:											
Dividends	7.15.6.	–	–	–	–	–	–	(767)	(767)	(88)	**(855)**
Equity-settled transactions net of tax	7.15.7.	–	–	–	–	–	–	3	3	4	**7**
Transactions on minority interest	7.15.8.	–	–	–	–	–	–	(18)	(18)	(1)	**(19)**
Derivatives on equity instruments	7.15.9.	–	–	–	–	–	–	3	3	4	**7**
Transactions on treasury shares of associates		–	–	–	–	–	–	(4)	(4)	–	**(4)**
		–	–	–	–	–	–	(783)	(783)	(81)	**(864)**
Balance at 31 December 2008*		**192**	**6,454**	**(44)**	**(190)**	**11**	**79**	**(1,225)**	**5,277**	**594**	**5,871**
Total comprehensive income:											
Profit for the year		–	–	–	–	–	–	205	205	93	**298**
Foreign currency translation differences	7.15.3.	–	–	–	(5)	–	–	–	(5)	(2)	**(7)**
Effective portion of changes in fair value of cash flow hedges, net of tax	7.15.4.	–	–	–	–	(8)	–	–	(8)	(1)	**(9)**
Fair value gains on available-for-sale financial assets, net of tax	7.15.5.	–	–	–	–	–	15	–	15	–	**15**
Defined benefit plan actuarial losses, net of tax		–	–	–	–	–	–	(4)	(4)	(1)	**(5)**
Share of other comprehensive income of associates		–	–	–	(10)	1	–	–	(9)	1	**(8)**
		–	–	–	(15)	(7)	15	201	194	90	**284**
Capital transactions with owners:											
Dividends	7.15.6.	–	–	–	–	–	–	(538)	(538)	(81)	**(619)**
Equity-settled transactions net of tax	7.15.7.	–	–	–	–	–	–	2	2	3	**5**
Gain of control of M-RTL	5.2.	–	–	–	–	–	3	–	3	26	**29**
Transactions on minority interest	7.15.8.	–	–	–	–	–	–	(43)	(43)	1	**(42)**
Derivatives on equity instruments	7.15.9.	–	–	–	–	–	–	1	1	2	**3**
Transactions on treasury shares of associates		–	–	–	–	–	–	(1)	(1)	–	**(1)**
		–	–	–	–	–	3	(579)	(576)	(49)	**(625)**
Balance at 31 December 2009		**192**	**6,454**	**(44)**	**(205)**	**4**	**97**	**(1,603)**	**4,895**	**635**	**5,530**

** Re-presented (see note 1.2.1.)*

The accompanying notes form an integral part of these consolidated financial statements.

CONSOLIDATED CASH FLOW STATEMENT

for the year ended 31 December 2009

	Notes	2009 €m	2008 €m
Cash flows from operating activities			
Profit before taxes		**518**	528
Adjustments for:			
– Depreciation and amortisation		**196**	164
– Value adjustments, impairment and provisions		**435**	532
– Equity-settled share-based payments expenses		**5**	7
– Loss/(gain) on disposal of assets		**(8)**	1
– Financial results including net interest expense and share of results of associates		**(16)**	59
Use of provisions	7. 13.	**(76)**	(52)
Working capital changes		**(67)**	(39)
Income taxes paid		**(224)**	(135)
Net cash from operating activities		**763**	1,065
Cash flows from investing activities			
Acquisitions of:			
– Programme rights		**(78)**	(71)
– Subsidiaries and joint ventures net of cash acquired	5. 4.	**(14)**	(151)
– Other intangible and tangible assets		**(130)**	(109)
– Other investments and financial assets		**(28)**	(102)
		(250)	(433)
Proceeds from the sale of intangible and tangible assets		**19**	22
Disposal of:	5. 6.		
– RTL Shop, net of cash disposed of		**(2)**	(11)
– Other subsidiaries and joint ventures net of cash disposed of		**2**	6
Proceeds from the sale of associates, other investments and financial assets		**56**	17
Current deposit with shareholder	7. 8. 9. 1.	**60**	22
Interest received		**18**	63
		153	119
Net cash used in investing activities		**(97)**	(314)
Cash flows from financing activities			
Interest paid		**(29)**	(29)
Transaction with minority interest	5. 4.	**(42)**	4
Proceeds from loans		**109**	4
Repayment of loans		**(64)**	(9)
Net change in bank overdraft		**(1)**	–
Dividends paid		**(631)**	(856)
Net cash used in financing activities		**(658)**	(886)
Net increase/(decrease) in cash and cash equivalents		**8**	(135)
Cash and cash equivalents at beginning of year		**383**	535
Effect of exchange rate fluctuation on cash held		**4**	(17)
Cash and cash equivalents at end of year		**395**	383

The accompanying notes form an integral part of these consolidated financial statements.

NOTES
TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES

RTL Group SA (the "Company") is a company domiciled in Luxembourg. The consolidated financial statements of the Company for the year ended 31 December 2009 comprise the Company and its subsidiaries (together referred to as "the Group") and the Group's interest in associates and jointly controlled entities. RTL Group SA is the parent company of a multinational television, radio and production group, holding, directly or indirectly, investments in 615 companies. The Group operates television channels and radio stations in Europe and produces television content such as game shows and soaps. The list of the principal Group undertakings at 31 December 2009 is set out in note 12.

The Company is listed on the Brussels and Luxembourg Stock Exchanges. Statutory accounts can be obtained at its registered office.

The ultimate parent company of RTL Group SA preparing consolidated financial statements, Bertelsmann AG, includes in its consolidated financial statements those of RTL Group SA. Bertelsmann AG is a company incorporated under German law whose registered office is established at Carl-Bertelsmann-Strasse 270, D-33311 Gütersloh, Germany. Consolidated financial statements for Bertelsmann AG can be obtained at their registered office.

The consolidated financial statements of the Group were authorised for issue by the Board of Directors on 10 March 2010.

1. 1.
Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union.

1. 2.
Basis of preparation

1. 2. 1.
Consolidated financial statements

The consolidated financial statements are presented in millions of Euro, which is the Company's functional and presentation currency, and have been prepared under the historical cost convention except for the following material items in the statement of financial position:

- Derivative financial instruments are measured at fair value;
- Financial instruments at fair value through profit or loss are measured at fair value;
- Available-for-sale financial assets are measured at fair value;
- Liabilities for cash-settled share-based payment arrangements are measured at fair value;
- The defined benefit asset is recognised as the net total of the plan assets, plus unrecognised past service cost and unrecognised actuarial losses, less unrecognised actuarial gains and the present value of the defined benefit obligation.

The preparation of financial statements in conformity with IFRS as adopted by the European Union requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of IFRS that have a significant effect on the financial statements and estimates with a significant risk of material adjustment in the next years are discussed in note 2.

Comparative information in the income statement has been re-presented to conform with the current year's presentation.

Following the completion of the purchase price allocation in the current year, comparative information in the statement of financial position and statement of changes in equity has been re-presented for intangible assets and deferred tax (see note 5.2.).

1. 2. 2.

Changes in accounting policy and disclosures

The accounting policies have been consistently applied by Group entities and are consistent with those used in the previous year, except as follows:

(A) New and amended standards adopted by the Group

The Group has adopted the following new and amended IFRSs as of 1 January 2009, which have affected the presentation of the consolidated financial statements:

- IAS 1 (revised), "Presentation of financial statements" – effective 1 January 2009. The new presentation required (i.e. changes in terminology, format and content) by IAS 1 (revised) has been applied in these consolidated financial statements. As the change in accounting policy only impacts presentation aspects, there is no impact on earnings per share;
- IFRS 7 (amendment), "Financial instruments – Disclosures" – effective 1 January 2009. The amendment requires enhanced disclosures about fair value measurement and liquidity risk. In particular, the amendment requires disclosure of fair value measurements by level of a fair value measurement hierarchy. As the change in accounting policy only results in additional disclosures, there is no impact on earnings per share;
- IFRS 8, "Operating segments". IFRS 8 replaces IAS 14, "Segment reporting". It requires a "management approach" under which segment information is presented on the same basis as that used for the internal reporting purposes and provided to the Executive Committee, which is considered as the chief operating decision-maker. This has resulted in an increase in the number of reportable segments presented. Comparative segment information has been re-presented in conformity with the transitional requirements of IFRS 8. Since the change in accounting policy only impacts presentation and disclosure aspects, there is no impact on earnings per share.

The following new standards, amendments to standards and interpretations are mandatory for the first time for the financial year beginning 1 January 2009, but are not currently relevant or have a very limited impact for the Group:

- IAS 23 (amendment), "Borrowing costs";
- IAS 32 (amendment), "Financial instruments: Presentation";
- IAS 39 (amendment), "Financial instruments: Recognition and measurement";
- IFRIC 13, "Customer loyalty programmes";
- IFRIC 15, "Agreements for the construction of real estate";
- IFRIC 16, "Hedges of a net investment in a foreign operation";
- IFRS 2 (amendment), "Share-based payment"; and
- Slight amendments to various standards as part of the annual improvement project published in May 2008.

(B) Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Group

The following standards and amendments to existing standards have been published and are mandatory for the Group's accounting periods beginning on or after 1 January 2010 or later periods, but the Group has not early adopted them:

- IAS 27 (revised), "Consolidated and separate financial statements" – effective for annual reporting periods beginning on or after 1 July 2009. The revised standard requires the effects of all transactions with non-controlling interests to be recorded in equity if there is no change in control and these transactions will no longer result in goodwill or gains and losses. This is already the accounting policy elected by RTL Group. The standard also specifies the accounting when control is lost. Any remaining interest in the entity is re-measured to fair value, and a gain or loss is recognised in the income statement. The Group will apply IAS 27 (revised) prospectively to transactions with non-controlling interests from 1 January 2010;
- IFRS 3 (revised), "Business combinations" – effective for annual reporting periods beginning on or after 1 July 2009. The revised standard continues to apply the acquisition method to business combinations, with some significant changes. For example, all payments to purchase a business are to be recorded at fair value at the acquisition date, with contingent payments classified as debt subsequently re-measured through the income statement. There is a choice on an acquisition-by-acquisition basis to measure the non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets. All acquisition-related costs should be expensed. The Group will apply IFRS 3 (revised) prospectively to all business combinations from 1 January 2010;
- IFRS 9, "Financial instruments" – effective for annual reporting periods beginning on or after 1 January 2013. IFRS 9 addresses classification and measurement of financial assets and replaces the multiple classification and measurement models in IAS 39 with a single model that has only two classification categories: amortised cost and fair value. Classification under IFRS 9 is driven by the entity's business model for managing the financial assets and the contractual characteristics of the financial assets. IFRS 9 also removes the requirement to separate embedded derivatives from financial asset hosts. It requires a hybrid contract to be classified in its entirety at either amortised cost or fair value (1).

(1) These standards and interpretations have not yet been endorsed by the European Union

The following new standards, amendments to standards and interpretations have been published and are mandatory for the Group's accounting periods beginning on or after 1 January 2010 or later periods but are expected to have a very limited impact for the Group:

- IAS 1 (amendment), "Presentation of financial statements";
- IAS 24 (revised), "Related party disclosures" – effective from 1 January 2011 (1);
- IAS 32 (amendment), "Classification of right issues" – effective from 1 February 2010;
- IAS 39 (amendment), "Financial instruments: Recognition and measurement – Eligible hedged items" – effective from 1 July 2009;
- IFRS 1 (amendment), "Additional exemptions for first-time adopters" – effective from 1 January 2010 (1);
- IFRS 2 (amendment), "Group cash-settled share-based payment transactions" – effective from 1 January 2010 (1);
- IFRS 5 (amendment), "Non-current assets held for sale and discontinued operations" – effective from 1 July 2009;
- IFRIC 9 (amendment), "Reassessment of embedded derivatives" and IAS 39 "Financial instruments: Recognition and measurement" – effective from 1 July 2009;
- IFRIC 14 (amendment), "IAS 19 – The limit on a defined benefit asset, minimum funding requirements and their interactions" – effective from 1 January 2011 (1);
- IFRIC 17, "Distributions of non-cash assets to owners" – effective from 1 July 2009;
- IFRIC 18, "Transfers of assets from customers" – effective from 1 July 2009;
- IFRIC 19, "Extinguishing financial liabilities with equity instruments" – effective from 1 July 2010 (1).

As part of its annual improvements project published in May 2008 and April 2009, the IASB has slightly amended various standards. The improvements focused on areas of inconsistencies in IFRSs or where clarification of wording was required. Most of the amendments (not already effective for annual periods beginning on 1 January 2009) are effective for annual periods beginning on 1 January 2010, with earlier application permitted. The Group does not expect any significant impact of these amendments on its consolidated financial statements. The improvements to IFRSs published in April 2009 have not yet been endorsed by the European Union.

1. 3. Principles of consolidation

1. 3. 1. Subsidiaries

Subsidiaries are those undertakings controlled by the Company. Control exists when the Company has the power or ability ("de facto control"), directly or indirectly, to govern the financial and operating policies of an undertaking so as to obtain benefits from its activities. The existence and effect of potential voting rights that are presently exercisable or presently convertible are considered when assessing whether the Company controls another entity. Directly or indirectly held subsidiaries are consolidated from the date on which control is transferred to the Company and are no longer consolidated from the date that control ceases.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Company. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any minority interest. The excess of the cost of acquisition over the fair value of the Company's share of the identifiable net assets acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the income statement.

When an acquisition is completed by a series of successive transactions, each significant transaction is considered individually for the purpose of the determination of the fair value of the identifiable assets, liabilities and contingent liabilities acquired and hence for the goodwill associated with the acquisition.

The fair values of the identifiable assets, liabilities and contingent liabilities acquired can vary at the date of each transaction. When a transaction results in taking control over the entity the interests previously held in that entity are revalued on the basis of the fair values of the identifiable assets and liabilities at that date. The contra posting for this revaluation is recorded directly in revaluation reserve in equity.

Subsequent purchases, after the Group has obtained control, are treated as the acquisition of shares from minority interest: the identifiable assets, liabilities and contingent liabilities of the entity are not subject to a further revaluation and the positive or negative difference between the cost of such subsequent acquisitions and the net value of the additional proportion of the interest acquired is recorded directly in equity.

For disposals of minority interests, differences between any proceeds received and the relevant share of minority interest are also recorded in equity.

(1) These standards and interpretations have not yet been endorsed by the European Union

The full consolidation method is used, whereby the assets, liabilities, income and expenses are fully incorporated. The proportion of the net assets and net income attributable to minority interest is presented separately as a minority interest in the consolidated statement of financial position and in the consolidated income statement.

1. 3. 2.

Joint ventures

A joint venture is an entity where the control of economic activity is contractually shared with one or more parties whereby no party on its own exercises effective control.

The purchase method of accounting is used to account for the acquisition of joint ventures by the Company.

Joint ventures are accounted for using proportionate consolidation. Under this method the Group includes its proportionate share of the joint venture's income and expenses, assets and liabilities and cash flows in the relevant components of the consolidated financial statements, on a line-by-line basis.

1. 3. 3.

Associates

Associates are defined as those investments, not classified as either subsidiaries or joint ventures, where the Group is able to exercise a significant influence. Such investments are recorded in the consolidated statement of financial position using the equity method of accounting and are initially recognised at cost. Under this method the Group's share of the post-acquisition profits or losses of associates is recognised in the income statement and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against "Investments in associates".

The Group's investment in associates includes goodwill (net of any accumulated impairment loss) identified on acquisition.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

1. 3. 4.

Transactions eliminated on consolidation

Intra-group balances and transactions and any unrealised gains arising from intra-group transactions are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with associates and joint ventures are eliminated to the extent of the Group's interest in the undertaking. Unrealised gains resulting from transactions with associates are eliminated against the investment in the associates. Unrealised losses are eliminated in the same way as unrealised gains except that they are only eliminated to the extent that there is no evidence of impairment.

1. 4.

Foreign currency translation

1. 4. 1.

Foreign currency translations and balances

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to Euro at foreign exchange rates ruling at the date the fair value was determined.

1. 4. 2.

Financial statements of foreign operations

The assets and liabilities of foreign operations, including goodwill, except for goodwill arising from acquisitions before 1 January 2004, and fair value adjustments arising on consolidation, are translated to Euro using the foreign exchange rate prevailing at the reporting date. Income and expenses are translated at the average exchange rate for the year under review. The foreign currency translation differences resulting from this treatment, and those resulting from the translation of the foreign operations' opening net asset values at year-end rates, are recognised directly in a separate component of equity.

Exchange differences arising from the translation of the net investment in a foreign operation or associated undertaking and financial instruments, which are designated and qualified as hedges of such investments, are recognised directly in a separate component of equity. On disposal or partial disposal of a foreign operation, such exchange differences or proportion of exchange differences are recognised in the income statement as part of the gain or loss on sale.

1. 5. Derivative financial instruments and hedging activities

Fair value

Derivative financial instruments are initially recognised at fair value in the statement of financial position at the date a derivative contract is entered into and are subsequently re-measured at fair value.

The fair value of foreign currency forward contracts is determined by using forward exchange market rates at the reporting date.

Cash flow hedging

For qualifying hedge relationships, the Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking the hedge. This process includes linking all derivatives designated as hedges to specific assets and liabilities or to specific firm commitments or forecast transactions. The Group also documents, both at the hedge inception and on an ongoing basis, its assessment of whether the hedging derivatives are effective in offsetting changes in fair values or cash flows of the hedged items.

The accounting treatment applied to cash flow hedges in respect of off-balance sheet assets and liabilities can be summarised as follows:

- For qualifying hedges, the effective component of fair value changes on the hedging instrument (mostly foreign currency forward contracts or cash balances in foreign currencies) is deferred in "Hedging reserve";
- Amounts deferred in "Hedging reserve" are subsequently released to the income statement in the periods in which the hedged item impacts the income statement or are used to adjust the carrying value of assets purchased (basis adjustment). When hedging forecast purchases of programme rights in foreign currency, releases from equity via a basis adjustment occurs when the programme right is recognised on balance sheet in accordance with the Group's policy;
- The ineffective component of the fair value changes on the hedging instrument is recorded directly in the income statement.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting under IAS 39, any cumulative gain or loss included in the "Hedging reserve" is deferred until the committed or forecast transaction ultimately impacts the income statement. However, if a committed or forecast transaction is no longer expected to occur, then the cumulative gain or loss that was reported in equity is immediately transferred to the income statement.

1. 6. Current/non-current distinction

Current assets are assets expected to be realised or consumed in the normal course of the Group's operating cycle (normally within one year). All other assets are classified as non-current assets.

Current liabilities are liabilities expected to be settled by use of cash generated in the normal course of the Group's operating cycle (normally within one year) or liabilities due within one year from the reporting date. All other liabilities are classified as non-current liabilities.

1. 7. Intangible assets

1. 7. 1. Non-current programme rights

Non-current programme rights are initially recognised at acquisition cost or production cost which includes staff costs and an appropriate portion of relevant overheads, when the Group controls, in substance, the respective assets and the risks and rewards attached to them.

Non-current programme rights include (co-)productions and audiovisual rights acquired, with the primary intention to broadcast or sell them as part of the Group's long-term operations. Non-current programme rights are amortised based on expected revenue. The amortisation charge is based on the ratio of net revenue for the period over total estimated net revenue. Estimates of total net revenue are reviewed periodically and additional impairment losses are recognised if appropriate.

1. 7. 2. Goodwill

Acquisitions are accounted for by application of the purchase method of accounting. Goodwill arising from applying this method represents the difference between the cost of the acquisition of subsidiaries, associates and joint ventures and the Group's share of the fair value of net identifiable assets acquired. Goodwill on acquisitions of subsidiaries and joint ventures is recognised as an intangible asset. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Goodwill is allocated to cash-generating units for the purpose of impairment testing. Each of the cash-generating units represents the Group's investment in a geographical area of operation by business segment except for the content business, which is considered as a sole cash-generating unit for worldwide operations.

No goodwill is recognised on an acquisition of minority interest.

Goodwill on acquisitions of associates is included in "Investments in associates".

Negative goodwill arising on an acquisition is recognised directly in the income statement.

1. 7. 3.
Other intangible assets

Other intangible assets with a definite useful life, which are acquired by the Group, are stated at cost less accumulated amortisation and impairment losses. They comprise licences (other than (co-)production, audiovisual and sport rights), trademarks and similar rights as well as EDP software. They are amortised on a straight-line basis over their estimated useful life as follows:

- Licences: seven to 20 years;
- Software: maximum three years.

Brands, unless an indefinite useful life can be justified, and customer relationships acquired through business combinations are amortised on a straight-line basis over their estimated useful life.

Other intangible assets with an indefinite useful life are tested annually for impairment and whenever there is an indication that the intangible asset may be impaired.

1. 8.
Property, plant and equipment

1. 8. 1.
Owned assets

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. Depreciation is recognised on a straight-line basis over the estimated useful lives of the assets as follows:

- Land: nil;
- Buildings: ten to 25 years;
- Technical equipment: four to ten years;
- Other fixtures and fittings, tools and equipment: three to ten years.

Where an item of property, plant and equipment comprises major components having different useful lives, they are accounted for as separate items of property, plant and equipment. Gains and losses on disposals are determined by comparing proceeds with the carrying amount and are included in operating profit.

Depreciation methods and useful lives, as well as residual values, are reassessed annually.

1. 8. 2.
Leases

Leases of property, plant and equipment where the Group assumes substantially all the benefits and risks of ownership are classified as finance leases. Assets held under finance leases and the related obligations are recognised on the statement of financial position at the lower of their fair value and the present value of minimum lease payments at the inception of the lease, less accumulated depreciation and impairment losses. Such assets are depreciated on the same basis as owned assets (see note 1.8.1.) or lease term if no evidence of lessee will obtain ownership. Each lease payment is allocated between the liability and finance charge so as to achieve a constant rate on the outstanding finance balance. The corresponding lease obligations, net of finance charges, are included in loans payable. The interest element of the finance charge is charged to the income statement over the lease period.

Leases where all the risks and benefits of ownership are effectively retained by the lessor are classified as operating leases. Payments made under operating leases, net of any incentives received from the lessor, are charged to the income statement on a straight-line basis over the period of the lease.

1. 8. 3.
Subsequent expenditure

Expenditure incurred to replace a component of an item of property, plant and equipment that is accounted for separately is capitalised, with the carrying amount of the component that is to be replaced being written off. Other subsequent expenditure is capitalised only when it increases the future economic benefits that will be derived from the item of property, plant and equipment. All other expenditure is expensed as incurred.

1. 9.
Loans and other financial assets

Loans are recognised initially at fair value plus transaction costs. In subsequent periods, loans are stated at amortised cost using the effective yield method, less any valuation allowance for credit risk. Any difference between nominal value, net of transaction costs, and redemption value is recognised using the effective interest method in the income statement over the period of the loan.

Non-current and current investments comprise available-for-sale assets and other financial assets at fair value through profit or loss.

Investments intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in interest rates, are classified as available-for-sale and are included in non-current assets unless management has the express intention of holding the investment for less than 12 months from the reporting date or unless they will need to be sold to raise operating capital, in which case they are included in current assets. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis. Available-for-sale investments are initially recognised at fair value plus transaction costs and are subsequently carried at fair value. Unrealised gains and losses arising from changes in the fair value of available-for-sale investments are included, net of deferred income tax, in other comprehensive income (revaluation reserve) in the period in which they arise.

Financial instruments are at fair value through profit or loss if they contain one or more embedded derivatives which cannot be measured separately. They are initially recognised at fair value, and transaction costs are expensed in the income statement. Changes in fair value are recognised in the income statement.

All purchases and sales of non-current and current investments are recognised on the trade date, which is the date that the Group commits to purchase or sell the asset.

The fair value of publicly traded investments is based on quoted market prices at the reporting date. The fair value of non-publicly traded investments is based on the estimated discounted value of future cash flows.

1. 10.

Current programme rights

Current programme rights are initially recognised at acquisition cost or Group production cost when the Group controls, in substance, the respective assets and the risks and rewards attached to them.

Current programme rights include programmes in progress, (co-)productions as well as rights acquired with the primary intention to broadcast or sell them in the normal course of the Group's operating cycle. Current programme rights include an appropriate portion of overheads and are stated at the lower of cost and net realisable value. They are consumed based on either the expected number of transmissions or expected revenue in order to match the costs of consumption with the benefits received. The rates of consumption applied for broadcasting rights are the following:

- Blockbusters (films resulting in a large amount of cinema tickets), mini-series (primarily own productions with a large budget), other films, series, TV movies and (co-)productions are mainly consumed over a maximum of two transmissions as follows: 67 per cent upon the first transmission, with the remainder upon the second transmission;
- Soaps, in-house productions, quiz and game shows, sports and other events, documentaries and music shows are fully consumed upon the first transmission;
- Children's programmes and cartoons are consumed over a maximum of two transmissions as follows: at least 50 per cent upon the first transmission, with the remainder upon the second transmission.

1. 11.

Accounts receivable

Trade accounts receivable arise from the sale of goods and services related to the Group's operating activities. Other accounts receivable include, in addition to deposits and amounts related to Profit and Loss Pooling and compensation agreements with RTL Group's controlling shareholder, VAT recoverable, prepaid expenses and the fair value of derivative assets. Trade and other accounts receivable are measured at amortised cost. Impairment losses on trade and other accounts receivable, except derivative assets, are recognised when there is objective evidence that the Group will not be able to collect all amounts due according to the original term of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the income statement within depreciation, amortisation and impairment. When a trade receivable is uncollectible, it is written off against the allowance account for trade accounts receivable. Subsequent recoveries of amounts previously written off are credited against depreciation, amortisation and impairment in the income statement.

Accrued income is stated at the amounts expected to be received.

1. 12.

Cash and cash equivalents

Cash consists of cash in hand and at bank.

Cash equivalents are assets that are readily convertible into cash such as short-term highly liquid investments, including money market funds, commercial papers, bank deposits and marketable securities, which all mature within three months from the date of purchase.

Bank overdrafts are included within current liabilities.

1. 13.

Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. In assessing value in use and fair value less costs to sell, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In respect of assets other than goodwill, an impairment loss is reversed when there is an indication that the conditions that caused the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount. The carrying value after the reversal of the impairment loss cannot exceed the carrying amount that would have been determined, net of depreciation as amortisation, if no impairment loss had been recognised.

1. 14.

Impairment of financial assets

The Group assesses at each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity securities classified as available-for-sale assets, a significant or prolonged decline in the fair value of the security below its cost is considered an indicator that the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in the income statement – is removed from equity and recognised in the income statement. Impairment losses recognised in the income statement on equity instruments are not reversed through the income statement. Impairment testing of trade accounts receivable is described in note 1.11.

1. 15.

Non-current assets held for sale

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of the carrying amount and fair value less costs to sell if their carrying amount is recovered principally through a sale transaction rather through a continuing use.

1. 16.

Accounts payable

Trade accounts payable arise from the purchase of assets, goods and services relating to the Group's operating activities. Other accounts payable comprise, in addition to the amount related to Profit and Loss Pooling agreement with RTL Group's controlling shareholder, VAT payable, fair value of derivative liabilities, accrued expenses, and payable on capital expenditure. Trade and other accounts payable are measured at amortised cost using the effective interest method, except derivative liabilities, which are measured at fair value.

1. 17.

Loans payable

Interest-bearing current and non-current liabilities are recognised initially at fair value less transaction costs. Subsequent to initial recognition, interest-bearing current and non-current liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in the income statement over the period of the borrowings using the effective interest method.

1. 18.

Provisions

Provisions are recognised when the Group has a present legal or constructive obligation to transfer economic benefits as a result of past events. The amounts recognised represent management's best estimate of the expenditures that will be required to settle the obligation as of the reporting date. Provisions are measured by discounting the expected future cash flows to settle the obligation at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the obligation.

A provision for restructuring is recognised when the Group has approved a detailed and formal restructuring plan and the restructuring has either commenced or has been announced publicly. Costs relating to the ongoing activities of the Group are not provided for.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

1. 19.

Employee benefits

1. 19. 1.

Pension benefits

The Group operates or participates in both defined contribution and defined benefit plans, according to the national laws and regulations of the countries in which it operates. The assets of the plans are generally held in separate trustee-administered funds and some of the plans are operated through pension funds that are legally independent from the Group.

The pension plans are generally funded by payments from employees and by the relevant Group companies, taking into account the recommendations of independent qualified actuaries.

Pension costs and obligations relating to defined benefit plans are recognised based on the projected unit credit method. The Group recognises actuarial gains and losses in other comprehensive income.

Pension costs relating to defined contribution plans (including deferred compensation plans that are defined contribution plans in nature) are recognised when an employee has rendered service in exchange for the contributions due by the employer.

1. 19. 2.

Other benefits

Many Group companies provide death in service benefits, and spouses' and children's benefits. The costs associated with these benefits are recognised when an employee has rendered service in exchange for the contributions due by the employer.

1. 19. 3.

Share-based transactions

Share options are granted to certain directors and senior employees. The options are granted at the market price on the date of the grant and are exercisable at that price.

For share options that were granted before 7 November 2002, no compensation cost is recognised in the income statement. When the options are exercised, the proceeds received net of any transaction costs are credited to share capital and share premium.

For share options that were granted after 7 November 2002, the fair value of options granted is recognised as an employee expense with a corresponding increase in equity. The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the options. The fair value of the options granted is measured using a binomial model, taking into account the terms and conditions upon which the options were granted. The amount recognised as an expense is adjusted to reflect the actual number of share options that vest except where forfeiture is only due to share prices not achieving the threshold for vesting.

1. 20.

Share capital

1. 20. 1.

Equity transaction costs

Incremental external costs directly attributable to the issue of new shares, other than in connection with a business combination, are deducted, net of the related income taxes, against the gross proceeds recorded in equity. Share issue costs incurred in connection with a business combination are included in the cost of acquisition.

1. 20. 2.

Treasury shares

Where the Company or its subsidiaries purchases the Company's own equity shares, the consideration paid, including any attributable transaction costs net of income taxes, is shown in deduction of equity as "Treasury shares".

1. 20. 3.

Dividends

Dividends on ordinary shares are recorded in the consolidated financial statements in the period in which they are approved by the Company's shareholders.

1. 21.

Revenue presentation and recognition

Revenue includes sales of rights and licence income, (co-)productions, advertising revenue and other sales, net of sales deductions such as cash rebates, credit notes, discounts, refunds and VAT. Revenue comprises the fair value of consideration received or receivable for the sale of services in the ordinary course of the Group's activities. Agency commissions are presented as a deduction from advertising revenue.

Revenue is recognised when the Group has transferred the significant risks and rewards of ownership and the control over the goods sold and the amount of revenue can be measured reliably. Specifically, advertising sales are recognised when the related advertisement or commercial is broadcast and sales of programme rights under licences are recognised when the programme material has been accepted by the licensee as being in accordance with the conditions of the licence agreement.

Barter revenue is recognised if goods or services in a barter transaction are of a dissimilar nature and if revenue has economic substance and can be reliably measured. Revenue from barter transactions is recognised at the fair value of the goods or services received, adjusted for any cash involved in the transaction.

1. 22.

Government grants

Grants from the government and inter-governmental agencies are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants related to assets are initially presented as a deduction in arriving at the carrying amount of the asset.

Grants that compensate the Group for expenses incurred are recognised in profit or loss on a systematic basis in the same period in which the expenses are recognised.

1. 23.

Interest income/expense

Interest income/expense is recognised on a time proportion basis using the effective interest method.

1. 24.

Income tax

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly to equity or other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted in the countries where the company's subsidiaries, joint ventures and associates operate and generate taxable income at the reporting date and any adjustment to tax payable in respect of previous years.

Deferred taxes are recognised according to the balance sheet liability method on any temporary difference between the carrying amount for consolidation purposes and the tax base of the Group's assets and liabilities. Temporary differences are not provided for when the initial recognition of assets or liabilities affects neither accounting nor taxable profit and when differences relate to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. No temporary differences are recognised on the initial recognition of goodwill. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted at the reporting date.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences and losses carried forward can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same tax authority.

1. 25.

Earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to shareholders by the weighted average number of ordinary shares in issue during the year, excluding ordinary shares purchased by the Group and held as treasury shares.

The diluted earnings per share is calculated adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The only category of dilutive potential ordinary shares is share options.

1. 26.

Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Committee that makes strategic decisions.

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components.

All operating segments' operating results are reviewed regularly by the Group's Executive Committee to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

The invested capital is disclosed for each reportable segment as reported to the Executive Committee. The segment assets include the following items:

- The non-current assets, except the incremental fair value of the available-for-sale investments, the surplus of the defined benefit plans and the deferred tax assets;
- The current assets, except the income tax receivable, the fair value of derivative assets, the current deposit with the shareholder, the Canal Plus France hybrid instrument, the account receivable from the shareholder in relation with the PLP agreement, the accounts receivable related to dividend income, the fixed term deposits, and cash and cash equivalents.

The segment assets and liabilities are consistently measured with those of the statement of financial position.

2. ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

2. 1. Programme and sport rights (assets and provisions for onerous contracts)

The Group's accounting for non-current programme rights requires management judgements as it relates to estimates made of total net revenue used in the determination of the amortisation charge and impairment loss for the year.

In addition, management judgement is required to assess, taking into account factors such as the future programme grid, the realised/expected audience of the programme, the current programme rights that are not likely to be broadcast and the related valuation allowance.

Provisions for onerous contracts related to programme and sport rights are also recognised when the Group has constructive obligations and it is probable that unavoidable costs exceed the economic benefits. These provisions determined by discounting the expected future cash inflows are estimates for which the amount and timing of actual cash flows are dependent on future events, especially sport ones.

2. 2. Estimated impairment of goodwill

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in note 1.7.2.

The Group has used a combination of long-term trends, industry forecasts and in-house knowledge, with greater emphasis on recent experience, in forming the assumptions about the development of the various advertising markets in which the Group operates. This is an area highly exposed to the general downturn in the economy.

The state of the advertising market is just one of the key operational drivers which the Group uses when assessing individual business models. Other key drivers include audience shares, advertising market shares, the EBITA margin and cash conversion rates.

All of these different elements are variable, inter-related and difficult to isolate as the main driver of the various business models and respective valuations.

The Group lead sensitivity analysis on the cash-generating units especially for which the headroom between the recoverable amount and the carrying value is low (see note 7.2.).

2. 3. Fair value of available-for-sale investments and financial assets at fair value through profit or loss

The Group has used discounted cash flow analysis for various available-for-sale investments and financial assets at fair value through profit or loss that were not traded in active markets.

The carrying amount of available-for-sale investments would be an estimated €5 million lower or higher were the discount rates used in the discounted cash flow analysis to differ by 10 per cent from management's estimates.

2. 4. Income and deferred taxes

The Group is subject to income taxes in numerous jurisdictions. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences and losses carried forward can be utilised. Management judgement is required to assess probable future taxable profits. In 2009, deferred tax assets on losses carry-forwards (mainly in Germany and Luxembourg, respectively €53 and €nil million) (2008: €62 and €40 million) and on temporary differences (mainly in Germany, €320 million) (2008: €289 million) have been reassessed on the basis of currently implemented tax strategies.

2. 5. Post-employment benefits

The Group has adopted the following approaches for the pension assumptions:

- The discount rate is determined by reference to market yields at the closing on high quality corporate bonds;
- The expected return on plan assets is based on market expectations, at the beginning of the period;
- Estimate of future salary increases mainly take account of inflation, seniority, promotion, and supply and demand in the employment market.

3. FINANCIAL RISK MANAGEMENT

Group Treasury carries out risk management activities in accordance with Treasury policies issued and approved by the Board of Directors. The Board has issued written principles for overall risk management as well as written policies covering specific areas, such as market risk, credit risk and liquidity risk.

The Group is exposed in particular to risks from movements in exchange rates as it engages in long-term purchase contracts for programme rights (output deals) denominated in foreign currency. The Group seeks to minimise the potential adverse effects of changing financial markets on its performance through the use of derivative financial instruments such as foreign exchange forward contracts. Derivatives are not used for speculative purposes.

Risks are hedged to the extent that they influence the Group's cash flows (i.e. translational risk is not hedged). The Group resorts on an ongoing basis to cash flow hedges that qualify as hedging instruments.

Market risk

Foreign exchange risk

Foreign exchange exposure

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures.

For the Group as a whole, cash flow, net income and net worth are optimised by reference to Euro. However, foreign exchange risks faced by individual Group companies are managed or hedged against the functional currency of the relevant entity (as these entities generally generate their revenue in local currencies). Hence, the Group manages a variety of currencies due to the numerous functional currencies of the companies constituting the Group.

In addition to this geographic reason generating foreign exchange risk, market practices in the television business imply a significant forward exposure to USD (as programme rights are usually denominated in USD and not paid upfront). This explains why the main off-balance sheet exposure of the Group is towards the USD in respect of future purchases and sales of programme rights, output deals (commitments for future cash flows) and highly probable forecast transactions.

Management of the foreign exchange exposure

The management of RTL Group's foreign exchange exposure is carried out centrally by the Group Treasury Department, which might decide to hedge on the one hand the balance sheet exposure (for which the Group does not elect to use hedge accounting) and on the other hand the forecast transactions arising from the operations (off-balance sheet commitments for which hedge accounting might be used). In order to manage the latter, the Group Treasury Department collects from its affiliates their forecasts of foreign currency exposures arising from signed and forecast output deals and programme rights on an ongoing basis in order to monitor and hedge the Group's overall foreign currency exposure. All foreign exchange deals are centralised in a global internet-based database. The Group Treasury Department is then responsible for hedging on a one-to-one basis the exposure against the functional currency of such entity above the materiality level of € 100,000 in each currency by using external foreign currency derivative contracts. Below this threshold, hedging is done on a bulk basis.

Entities exposed to foreign currency risk are responsible for hedging their exposures in accordance with the Group Treasury policies. The foreign currency management policy of the Group is to hedge 100 per cent of the recognised monetary foreign currency exposures arising from cash, receivables, payables, loans and borrowings denominated in currencies other than the functional currency. Group companies hedge more than 76 per cent of known cash flows which constitute firm commitments or highly probable forecast transactions. The Group policy is to hedge between 80 per cent and 100 per cent of short-term cash flow forecasts and between 20 per cent and 85 per cent of longer term (between two and five years) cash flow forecasts.

In order to monitor the compliance of the management of the foreign exchange exposure with the Group's policy, a monthly report is produced. This report shows for each subsidiary their exposure to currencies other than their functional currency, detailing the nature (e.g. trade accounts, royalties, intercompany accounts) of on balance sheet items, and the underlying deals and maturities of off-balance sheet items, as well as the corresponding hedging ratios. A specific report showing the global USD exposure (representing the main exposure) is provided to RTL Group management on a monthly basis.

Accounting

The Group's policy is not to apply a foreign currency hedge accounting model defined under IAS 39 for economic hedges or exposures arising from recognised foreign currency monetary assets and liabilities. This is because there is a natural offset of gains and losses in the income statement between the revaluation of the hedging derivative and the hedged exposure.

The foreign currency cash flow hedge accounting model defined under IAS 39 is applied by those companies which account for the majority of the Group's foreign currency exposure, when:

- Hedged foreign currency exposures relate to programme right transactions which have not yet been recognised on the statement of financial position (such as forecast or firm purchases of programme rights for which the licence period has not yet begun); and
- Amounts are sufficiently material to justify the need for hedge accounting.

The effective portion of the changes in the fair value of the hedging instruments is recognised net of deferred tax in the hedging reserve in equity (see note 7.15.4.). It is released to the carrying value of the hedged item when such an item is recognised in the statement of financial position. The ineffective portion of the change in fair value of the hedging instrument (swap points) is recognised directly in the profit or loss. For the year ended 31 December 2009, the amount of ineffectiveness (see note 6.5.) that has been posted to the income statement during the period (e.g. the forward points that have not been booked in equity during the period) is €(12) million (€(9) million in 2008).

Hedges

The number of foreign currency cash flow hedge relationships amounts to 362 at year-end 2009 (359 at year-end 2008). The impact of forward foreign exchange contracts is detailed as follows:

	2009 €m	2008 €m
Net fair value of derivative (assets)/liabilities (see notes 7.8. and 7.12.)	**3**	(63)
Operating foreign exchange gains/(losses)	**(23)**	19
Cash flow hedges ineffectiveness losses (see note 6.5.)	**(12)**	(9)

	2009 €m	2008 €m
Less than 3 months	**2**	(31)
Less than 1 year	**(1)**	(4)
Less than 5 years	**2**	(28)
Net fair value of derivative (assets)/liabilities (see notes 7.8. and 7.12.)	**3**	(63)

The split by maturities of notional amounts of forward exchange contracts at 31 December 2009 is for the main foreign currencies as follows:

	2010 £m	2011 £m	2012 £m	2013 £m	>2013 £m	**Total £m**
Buy	212	22	2	–	–	236
Sell	(524)	(62)	(25)	(4)	(3)	(618)
Total	**(312)**	**(40)**	**(23)**	**(4)**	**(3)**	**(382)**

	2010 $m	2011 $m	2012 $m	2013 $m	>2013 $m	**Total $m**
Buy	632	326	220	132	114	1,424
Sell	(167)	(28)	(3)	–	–	(198)
Total	**465**	**298**	**217**	**132**	**114**	**1,226**

The split by maturities of notional amounts of forward exchange contracts at 31 December 2008 is for the main foreign currencies as follows:

	2009 £m	2010 £m	2011 £m	2012 £m	>2012 £m	**Total £m**
Buy	100	4	–	–	–	104
Sell	(372)	(54)	(31)	(20)	–	(477)
Total	**(272)**	**(50)**	**(31)**	**(20)**	**–**	**(373)**

	2009 $m	2010 $m	2011 $m	2012 $m	>2012 $m	**Total $m**
Buy	630	281	197	114	148	1,370
Sell	(155)	(9)	(1)	–	–	(165)
Total	**475**	**272**	**196**	**114**	**148**	**1,205**

Sensitivity analysis to foreign exchange rates

The Group estimates that:

- If the USD had been 10 per cent stronger compared to the Euro (respectively weaker), with all other variables held constant, this would have resulted in a pre-tax €4 million loss (respectively gain) for the Group, and in an additional pre-tax €70 million income (respectively expense) recognised in equity;
- If the GBP had been 10 per cent stronger compared to the Euro (respectively weaker), with all oth-

er variables held constant, this would have resulted in a pre-tax nil gain (respectively loss) for the Group, and an additional pre-tax €3 million expense (respectively income) recognised in equity;
- If other currencies had been 10 per cent stronger compared to the Euro (respectively weaker), with all other variables held constant, this would have had no material impact on profit or loss and equity.

This sensitivity analysis does not include the impact of translation of foreign operations.

Interest rate risk
The management of interest rate risk is centralised at the level of the Group Treasury Department. The objective of the interest rate risk management policy is to minimise the interest rate funding cost over the long-term and to maximise the excess cash return.

In order to achieve this objective a cross border Euro cash pooling has been set up. The Group also believes that using floating rate rather than fixed rate debt in a positive yield curve environment supports that goal. This policy will be maintained as long as the Risk Management Committee judges the level of the mix between fixed and floating rates is appropriate. At 31 December 2009, the fixed/floating mix was: 8 per cent/92 per cent (11 per cent/89 per cent in 2008). Frequent benchmarks about interest rates are carried out in order to have this mix evolving along with market conditions.

The Group Treasury Department uses various indicators to monitor interest rate risk such as a targeted net fixed/floating rate debt ratio, duration, basis point value (increase in interest rate costs resulting from a basis point increase in interest rate) and interest cover ratio (i.e. adjusted EBITA over net interest expense as defined by rating agencies).

Assuming the actual amount of floating net cash available remains constant, it has been calculated that if the interest rates achieved would drop (respectively increase) by 100 basis points, at 31 December 2009, the interest income would subsequently drop (respectively increase) by €9 million (€9 million in 2008).

In respect of income-earning financial assets and interest-bearing financial liabilities, the following table indicates their effective interest rates at balance sheet date and the periods in which they re-price:

	Notes	Effective interest rate %	Total amount (1) €m	6 months or less €m	6–12 months €m	1–2 years €m	2–5 years €m	Over 5 years €m
Other loans – fixed rate	7. 5.	5.3	67	–	–	–	67	–
Other loans – floating rate	7. 5.	0.5	6	2	4	–	–	–
Current deposit – floating rate	7. 8.	0.5	542	542	–	–	–	–
Cash and cash equivalents (earning assets)	7. 9.	0.6	381	381	–	–	–	–
Bank loans – floating rate	7. 11.	3.5	(105)	(30)	(75)	–	–	–
Bank overdrafts	7. 11.	0.2	(5)	(5)	–	–	–	–
Loans from other financial institutions – floating rate	7. 11.	5.3	(12)	–	(12)	–	–	–
Leasing liabilities – floating rate	7. 11.	3.4	(2)	–	(2)	–	–	–
Leasing liabilities – fixed rate	7. 11.	6.3	(10)	–	–	(10)	–	–
Loans payable – floating rate	7. 11.	2.1	(22)	(16)	(6)	–	–	–
At 31 December 2009			**840**	**874**	**(91)**	**(10)**	**67**	**–**
Other loans – fixed rate	7. 5.	5.3	64	–	–	–	64	–
Other loans – floating rate	7. 5.	3.4	5	1	4	–	–	–
Current deposit – floating rate	7. 8.	2.4	599	599	–	–	–	–
Cash and cash equivalents (earning assets)	7. 9.	3.6	320	320	–	–	–	–
Bank loans – floating rate	7. 11.	4.7	(79)	(16)	(63)	–	–	–
Bank overdrafts	7. 11.	2.5	(6)	(6)	–	–	–	–
Leasing liabilities – floating rate	7. 11.	7.0	(3)	(3)	–	–	–	–
Leasing liabilities – fixed rate	7. 11.	6.3	(13)	(1)	(1)	(11)	–	–
Loans payable – floating rate	7. 11.	6.0	(9)	(1)	(8)	–	–	–
At 31 December 2008			**878**	**893**	**(68)**	**(11)**	**64**	**–**

(1) Excluding accrued interests

Credit risk
RTL Group's exposure to credit risk arises primarily through sales made to customers. Hence this risk primarily relates to trade receivables.

The Group's television and radio operations incur exposure to credit risk when making transactions with advertising agencies or direct customers. In 2009, the combined television and radio advertising revenue contributed 62 per cent of the Group's turnover. Due to its business model, RTL Group's exposure to financial risk is directly linked to the final client, however the risks are considered as weak due to the size of the individual companies or agency groups.

RTL Group produces programmes which are sold or licensed to state-owned and commercial television channels. In 2009, these activities contributed 24 per cent of the Group's turnover. Given the limited number of television broadcasters in different countries, there is a high degree of concentration of credit risk. However, given the long-standing relationships between content provider and broadcasters and the fact that the customers are large businesses with a solid financial position, the level of credit risk is significantly mitigated.

RTL Group also has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history.

The carrying amount of financial assets represents their maximum credit exposure.

Ageing of financial assets (excluding the available-for-sale investments for an amount of €111 million) at 31 December 2009:

	Gross carrying amount (1, 2) €m	Neither impaired nor past due on the reporting date €m	Not impaired as of the reporting date and past due by <= 1 month €m	2–3 months €m	3–6 months €m	6–12 months €m	Over 1 year €m	Gross amount impaired €m
Loans and other non-current financial assets	158	151	–	–	–	–	–	7
Trade accounts receivable	1,003	732	103	37	18	11	26	76
Accounts receivable from associates	30	30	–	–	–	–	–	–
Current deposit with shareholder	542	542	–	–	–	–	–	–
Canal Plus France	384	384	–	–	–	–	–	–
Other accounts receivable and current financial assets	604	597	2	1	–	–	–	4
Cash and cash equivalents	395	395	–	–	–	–	–	–
At 31 December 2009	**3,116**	**2,831**	**105**	**38**	**18**	**11**	**26**	**87**

Ageing of financial assets (excluding the available-for-sale investments for an amount of €97 million) at 31 December 2008:

	Gross carrying amount (1, 2) €m	Neither impaired nor past due on the reporting date €m	Not impaired as of the reporting date and past due by <= 1 month €m	2–3 months €m	3–6 months €m	6–12 months €m	Over 1 year €m	Gross amount impaired €m
Loans and other non-current financial assets	134	129	–	–	–	–	–	5
Trade accounts receivable	972	697	92	51	20	16	18	78
Accounts receivable from associates	25	25	–	–	–	–	–	–
Current deposit with shareholder	602	602	–	–	–	–	–	–
Canal Plus France	363	363	–	–	–	–	–	–
Other accounts receivable and current financial assets	628	614	3	1	–	–	–	10
Cash and cash equivalents	383	383	–	–	–	–	–	–
At 31 December 2008	**3,107**	**2,813**	**95**	**52**	**20**	**16**	**18**	**93**

(1) At 31 December 2009, cumulated valuation allowance amounted to €84 million
(2) At 31 December 2008, cumulated valuation allowance amounted to €78 million

The top ten trade accounts receivable represent €87 million (2008: €101 million) while the top 50 trade accounts receivable represent €260 million (2008: €266 million).

The Group has a significant concentration of credit risk due to its relationship with Bertelsmann AG. Nevertheless, credit risk arising from transactions with shareholders is carefully mitigated (see note 9.1.).

According to the bank policy of the Group, derivative instruments and cash transactions (including bank deposits and investment in money market funds) are operated only with high credit quality financial institutions so as to mitigate counterparty risk. The Group's bank relationship policy sets forth stringent criteria for the selection of banking partners and money market funds (such as maximum volatility, track record, rating, cash and cash equivalents status under IAS 7). In order to mitigate settlement risk, the Group has policies that limit the amount of credit exposure to any one financial institution on any single day. Statistics (such as the percentage of the business allocated to each bank over the year compared to a target defined by management, or such as the summary of the highest intraday exposures by bank and by maturity date) are computed and used on a daily basis so as to ensure credit risk is mitigated in practice at any time.

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying business, Group Treasury aims to maintain flexibility in funding by keeping committed credit lines available despite the total net cash situation. Group Treasury monitors on a monthly basis the level of the "Liquidity Head Room" (total committed facilities minus current utilisation through bank loans and guarantees).

2009	€m	Under 1 year €m	1–5 years €m	Over 5 years €m
Credit facilities – Banks				
Committed facilities	**338**	160	178	–
Headroom	**124**	37	87	–

2008	€m	Under 1 year €m	1–5 years €m	Over 5 years €m
Credit facilities – Banks				
Committed facilities	**321**	321	–	–
Headroom	**123**	123	–	–

The following table analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the closing date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows, except for foreign exchange derivative liabilities.

	Under 1 year €m	1–5 years €m	Over 5 years €m	**Total €m**
Liabilities				
Loans and bank overdrafts	80	87	–	**167**
Accounts payable (deferred income excluded)	2,063	179	177	**2,419**
At 31 December 2009	**2,143**	**266**	**177**	**2,586**
Liabilities				
Loans and bank overdrafts	23	105	1	**129**
Accounts payable (deferred income excluded)	2,021	162	160	**2,343**
At 31 December 2008	**2,044**	**267**	**161**	**2,472**

Financial instruments by category

The fair values of each class of financial assets and liabilities are equivalent to their carrying amount.

	Notes	Assets at fair value through profit or loss (1) €m	Derivatives used for hedging €m	Loans and accounts receivable €m	Available-for-sale investments €m	**Total €m**
Assets						
Loans and other financial assets (surplus of the defined benefit plans excluded)	7. 5.	78	–	73	111	**262**
Accounts receivable (prepaid expenses excluded)	7. 8.	384	31	1,945	–	**2,360**
Cash and cash equivalents	7. 9.	–	–	395	–	**395**
At 31 December 2009		**462**	**31**	**2,413**	**111**	**3,017**

(1) Include Canal Plus France instrument designated at fair value through profit or loss (see note 7.8.)

	Notes	Liabilities at fair value through profit or loss €m	Derivatives used for hedging €m	Other financial liabilities (1) €m	**Total €m**
Liabilities					
Loans and bank overdrafts	7. 11.	–	–	156	**156**
Accounts payable (deferred income excluded)	7. 12.	–	34	2,351	**2,385**
At 31 December 2009		**–**	**34**	**2,507**	**2,541**

(1) At amortised cost

	Notes	Assets at fair value through profit or loss (1) €m	Derivatives used for hedging €m	Loans and accounts receivable €m	Available-for-sale investments €m	**Total €m**
Assets						
Loans and other financial assets	7. 5.	423	–	69	97	**589**
Accounts receivable (prepaid expenses excluded)	7. 8.	47	104	1,891	–	**2,042**
Cash and cash equivalents	7. 9.	–	–	383	–	**383**
At 31 December 2008		**470**	**104**	**2,343**	**97**	**3,014**

(1) Include Canal Plus France instrument designated at fair value through profit or loss (see note 7.5.)

	Notes	Liabilities at fair value through profit or loss €m	Derivatives used for hedging €m	**Other financial liabilities (1) €m**	**Total €m**
Liabilities					
Loans and bank overdrafts	7. 11.	–	–	111	**111**
Accounts payable (deferred income excluded)	7. 12.	–	41	2,265	**2,306**
At 31 December 2008		**–**	**41**	**2,376**	**2,417**

(1) At amortised cost

Fair value hierarchy

The following table presents the Group's financial assets and liabilities measured at fair value at 31 December 2009 by valuation method. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets (or liabilities);
- Level 2: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices); and
- Level 3: inputs for the asset or the liability that are not based on observable market data (unobservable inputs).

	Total €m	Level 1 €m	Level 2 €m	Level 3 €m
Assets				
Financial assets at fair value through profit or loss	**462**	–	78	384
Available-for-sale investments	**111**	5	37	69
Derivatives used for hedging	**31**	–	31	–
At 31 December 2009	**604**	**5**	**146**	**453**
Liabilities				
Derivatives used for hedging	**34**	–	34	–
At 31 December 2009	**34**	**–**	**34**	**–**

The fair value of financial instruments traded in active markets is based on quoted market prices at the closing. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. These instruments are included in level 1. The quoted market price used for financial assets by the Group is the current bid price.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:
- Quoted market prices or dealer quotes for similar instruments;
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value;
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

The hybrid financial instrument Canal Plus France (see note 7.8.) is presented in level 3.

The following table presents the change in level 3 instruments for the year ended 31 December 2009:

	Financial assets at fair value through profit or loss €m	Available-for-sale investments €m	Total €m
Balance at 1 January	410	69	**479**
Purchase	–	1	**1**
Gains and losses recognised in other comprehensive income	–	(1)	**(1)**
Gains and losses recognised in profit or loss ("Financial result other than interest")	19	–	**19**
Decrease (sales and settlement)	(45)	–	**(45)**
Balance at 31 December	384	69	**453**
Total gains for the period included in profit or loss for assets held at the end of the reporting period	21	–	**21**

No transfer between levels has been realised during the year 2009.

Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to provide returns for shareholders.

4. SEGMENT REPORTING

The determination of the Group's operating segments is based on the operational and management-related entities for which information is reported to the Executive Committee. IFRS 8 has been adopted in 2009 and comparatives have been consistently re-presented.

The Group has 16 profit centres, each one led by a CEO managing the operations in television, radio and diversification businesses in one of the 11 countries where the Group owns interests in 45 channels and 30 stations; FremantleMedia and UFA Sports operate an international network in the content business.

All the reported segments meet the quantitative thresholds required by IFRS 8:

- Mediengruppe RTL Deutschland: this segment encompasses all of the Group's German television activities. These include the leading commercial channel RTL Television, Vox, Super RTL, N-TV and an equity participation in RTL II. This segment also includes an array of diversification activities such as new media and content;
- Groupe M6: primarily composed of the commercial television channel M6. This segment also includes one other free-to-air television channel W9 and a number of smaller thematic pay channels. This segment also includes significant other activities such as home shopping, direct-to-consumer marketing, rights distribution and a football club;
- FremantleMedia: principally a worldwide production business, but other activities include a significant distribution and licensing business. Its main business units are based in the United States, the United Kingdom, Germany and Australia;
- RTL Nederland: this segment covers both television and radio activities. The Group's television channels cover RTL 4, RTL 5, RTL 7 and RTL 8 and are the leading family of channels in the Netherlands. Radio activities comprise Radio 538, the number one Dutch radio station;
- Five Group: this segment includes RTL Group's UK television activities, and comprise the public-service broadcaster Five and the digital terrestrial channels Fiver and Five USA;
- RTL Belgium: this segment includes both television and radio activities primarily focused in the French-speaking (southern) part of Belgium. The television activities are the leading family of channels and include RTL-TVI, Plug RTL and Club RTL while the radio activities are made up of the number one and number two stations, Bel RTL and Radio Contact; and
- French radio: this is the leading radio family in France and mainly includes the stations RTL Radio, RTL 2 and Fun Radio.

The revenue of "Other segments" mainly relates to RTL Klub (Hungary, €83 million, fully consolidated since 1 April 2009), Alpha Media Group (Greece, €70 million), RTL Televizija (Croatia, €41 million). Group headquarters provides services, initiates development projects and is also reported in "Other segments".

RTL Group's Executive Committee assesses the performance of the operating segments based on EBITA. Interest income, interest expense, financial results other than interest, and income tax are not allocated to segments, as these are centrally driven. Inter-segment pricing is determined on an arm's length basis.

The Executive Committee also reviews on a regular basis the amount of the invested capital of each profit centre. Only the assets and liabilities directly managed by the profit centres are considered. Reportable segment assets and liabilities are reconciled to total assets and liabilities, respectively.

All management financial information reported to RTL Group's Executive Committee is fully compliant and consistent with the Group accounting policies and primary statements.

4. 1.
Segment information

	Mediengruppe RTL Deutschland		Groupe M6		FremantleMedia	
	2009 €m	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m
Revenue from external customers	**1,731**	2,019	**1,370**	1,351	**989**	1,000
Inter-segment revenue	**1**	1	**7**	3	**194**	203
Total revenue	**1,732**	2,020	**1,377**	1,354	**1,183**	1,203
Profit/(loss) from operating activities	**353**	384	**186**	183	**155**	153
Share of results of associates	**13**	15	**(2)**	(10)	**–**	1
EBIT	**366**	399	**184**	173	**155**	154
EBITA	**366**	414	**195**	196	**155**	155
Impairment of goodwill of subsidiaries and joint ventures and of disposal group	**–**	–	**–**	–	**–**	–
Impairment of goodwill of associates	**–**	–	**–**	(4)	**–**	–
Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures	**–**	–	**(11)**	(24)	**–**	–
Gain/(loss) from sale of subsidiaries, joint ventures and other investments	**–**	(15)	**–**	5	**–**	(1)
EBIT	**366**	399	**184**	173	**155**	154
Interest income						
Interest expense						
Financial results other than interest						
Income tax expense						
Profit for the year						
Segment assets (associates excluded)	**1,536**	1,537	**1,501**	1,505	**1,393**	1,391
Investments in associates	**39**	41	**–**	7	**18**	–
Segment assets	**1,575**	1,578	**1,501**	1,512	**1,411**	1,391
Segment liabilities	**600**	559	**634**	613	**359**	337
Invested capital	**975**	1,019	**867**	899	**1,052**	1,054
Segment assets						
Deferred tax assets						
Income tax receivable						
Other assets						
Cash and cash equivalents						
Total assets						
Segment liabilities						
Deferred tax liabilities						
Income tax payable						
Other liabilities						
Total liabilities						
Capital expenditure	**33**	20	**111**	151	**64**	13
Depreciation and amortisation	**(12)**	(20)	**(108)**	(76)	**(14)**	(12)
Impairment losses excluding goodwill	**(2)**	–	**(4)**	(4)	**3**	(1)
Impairment of goodwill	**–**	–	**–**	–	**–**	–
Impairment of disposal group	**–**	–	**–**	–	**–**	–

4. 2.
Geographical information

Geographical areas are based on where either customers (revenue) or the Group's non-current assets are located. Goodwill has been reasonably allocated to a geographical area based on whether the Group's risks and returns are affected predominantly by the products and services it produces.

	Germany	
	2009 €m	2008 €m
Revenue from external customers	**1,866**	2,130
Non-current assets	**986**	952
Assets classified as held for sale	**–**	–
Capital expenditure	**60**	27

RTL Nederland		Five Group		RTL Belgium		French Radio		Other segments		Eliminations		Total Group	
2009 €m	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m
368	430	**301**	432	**201**	215	**173**	187	**277**	140	**–**	–	**5,410**	5,774
3	6	**2**	–	**2**	1	**1**	2	**36**	40	**(246)**	(256)	**–**	–
371	436	**303**	432	**203**	216	**174**	189	**313**	180	**(246)**	(256)	**5,410**	5,774
71	69	**(199)**	(346)	**32**	39	**15**	32	**(130)**	(56)	**–**	8	**483**	466
–	–	**–**	–	**–**	–	**–**	–	**14**	28	**–**	–	**25**	34
71	69	**(199)**	(346)	**32**	39	**15**	32	**(116)**	(28)	**–**	8	**508**	500
72	70	**(41)**	(2)	**36**	39	**15**	32	**(43)**	4	**–**	8	**755**	916
–	–	**(140)**	(338)	**(4)**	–	**–**	–	**(66)**	(26)	**–**	–	**(210)**	(364)
–	–	**–**	–	**–**	–	**–**	–	**(1)**	(8)	**–**	–	**(1)**	(12)
(1)	(1)	**(18)**	(6)	**–**	–	**–**	–	**(6)**	–	**–**	–	**(36)**	(31)
–	–	**–**	–	**–**	–	**–**	–	**–**	2	**–**	–	**–**	(9)
71	69	**(199)**	(346)	**32**	39	**15**	32	**(116)**	(28)	**–**	8	**508**	500
												20	63
												(32)	(42)
												22	7
												(220)	(232)
												298	296
555	563	**306**	442	**192**	193	**181**	176	**563**	523	**(163)**	(181)	**6,064**	6,149
–	–	**–**	–	**–**	–	**–**	–	**359**	394	**–**	–	**416**	442
555	563	**306**	442	**192**	193	**181**	176	**922**	917	**(163)**	(181)	**6,480**	6,591
115	147	**187**	199	**107**	103	**75**	70	**331**	314	**(157)**	(174)	**2,251**	2,168
440	416	**119**	243	**85**	90	**106**	106	**591**	603	**(6)**	(7)	**4,229**	4,423
												6,480	6,591
												465	513
												42	105
												1,334	1,363
												395	383
												8,716	8,955
												2,251	2,168
												58	86
												152	229
												725	601
												3,186	3,084
2	3	**3**	4	**2**	4	**4**	6	**24**	144	**–**	–	**243**	345
(11)	(13)	**(17)**	(20)	**(5)**	(5)	**(4)**	(5)	**(25)**	(13)	**–**	–	**(196)**	(164)
–	(2)	**(15)**	–	**–**	–	**–**	–	**(4)**	(1)	**–**	–	**(22)**	(8)
–	–	**(140)**	(338)	**–**	–	**–**	–	**(66)**	(26)	**–**	–	**(206)**	(364)
–	–	**–**	–	**(4)**	–	**–**	–	**–**	–	**–**	–	**(4)**	–

France		UK		The Netherlands		Other regions		Total	
2009 €m	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m	**2009 €m**	2008 €m
1,543	1,523	**488**	648	**386**	461	**1,127**	1,012	**5,410**	5,774
955	964	**484**	645	**435**	443	**583**	596	**3,443**	3,600
–	–	**–**	–	**–**	–	**23**	–	**23**	–
116	159	**6**	7	**2**	3	**59**	149	**243**	345

The revenue generated in Luxembourg amounts to €40 million (2008: €46 million). The total of non-current assets other than financial instruments, deferred tax assets and post-employment benefit assets located in Luxembourg amounts to €30 million (2008: €33 million).

5. ACQUISITIONS AND DISPOSALS

5. 1.
Acquisitions and increases in interests held in subsidiaries and joint ventures

Details of significant acquisitions in the year ended 31 December 2009 are set out in note 5.2. Acquisitions have been consolidated using the purchase method of accounting with goodwill being recognised as an asset. All acquisitions have been included in the consolidated accounts from the date that control has been transferred to the Group.

In aggregate, the acquired businesses contributed revenue of €122 million and profit attributable to RTL Group shareholders of €16 million for the post-acquisition period to 31 December 2009. Had the business combinations been at the beginning of the year, the revenue and the profit attributable to RTL Group shareholders would have amounted to €5,434 million and €204 million respectively.

5. 2.
Details of significant acquisitions and disposals, increases in interests held in subsidiaries and joint ventures

2009

M-RTL

At the extraordinary shareholders' meeting held on 20 March 2009, the shareholders of M-RTL Zrt ("M-RTL", "RTL Klub") granted their consent and approval to transfers of shares, in particular to the transfer by Pearson Netherlands BV ("PNBV") of its 20 per cent stake in M-RTL to KOS Beteiligungs- und Verwaltungsgesellschaft mbH ("KOS"). As a result, the disagreements among the shareholders, which led to the arbitration proceedings between PNBV, IKO-Telekom Média Holding Rrt (n/k/a IKO Média Holding Zrt) and M-RTL in December 2006, were settled. Following the transfer of the 20 per cent stake by PNBV to KOS, the economic and voting ownerships in M-RTL was as follows: RTL Group (49 per cent), IKO-Telekom Média Holding Zrt (31 per cent) and KOS (20 per cent).

As a result of the arrangements among the shareholders entered into on 20 March 2009, RTL Group has the ability in practice to control M-RTL without the acquisition of additional shares and fully consolidates M-RTL since 1 April 2009. Until such date, M-RTL was accounted for using the equity method. The Group has recognised the following identifiable assets, liabilities and contingent liabilities at fair value at the date of the gain of control :

- A fair value of €6.8 million on the customer relationships;
- A related deferred tax liability for an amount of €1.4 million.

Had the business combination occurred on 1 January 2009, the contribution to the consolidated revenue and to the Group's consolidated result would have been €102 million and €10 million, respectively.

On 26 June 2009, RTL Group acquired from KOS non-voting shares in M-RTL representing an economic interest of 18 per cent for an amount of €42 million. As a result, RTL Group since then owns an economic interest of 67 per cent and voting rights of 49 per cent in M-RTL. This acquisition in a fully consolidated entity has been accounted for as an equity transaction and therefore no adjustment was recorded to goodwill. The decrease in equity attributable to RTL Group shareholders and in equity attributable to minority interest amounts to €32 million and to €10 million, respectively.

M-RTL 2009	Carrying amount at date of gain of control €m	Incremental value €m	Fair value at date of gain of control €m	Acquisition of minority interest €m	Total €m
Cash and cash equivalents	8	–	8	–	**8**
Non-current programme rights	1	–	1	–	**1**
Other intangible assets	16	7	23	–	**23**
Property, plant and equipment	9	–	9	–	**9**
Current programme rights	36	–	36	–	**36**
Accounts receivable and other financial assets	27	–	27	–	**27**
Accounts payable	(52)	–	(52)	–	**(52)**
Net deferred tax assets/(liabilities)	1	(1)	–	–	**–**
Minority interest	(23)	(3)	(26)	10	**(16)**
Net assets acquired	**23**	**3**	**26**	**10**	**36**
Elimination of the contribution of companies previously accounted for using the equity method			(23)	–	**(23)**
Change in revaluation reserve from the gain of control in M-RTL			(3)	–	**(3)**
Negative impact in Group equity due to acquisition of minority interest			–	32	**32**
Total purchase consideration			**–**	**42**	**42**
Less:					
Deferred payments on acquisitions			–	(3)	(3)
Cash and cash equivalents in operations acquired			(8)	–	(8)
Cash outflow on acquisitions			**(8)**	**39**	**31**

Original Productions
On 20 February 2009, the Group acquired 75 per cent of Original FMM LLC, a Burbank (USA) based company producing factual entertainment programmes that appeal to both US and international broadcasters. RTL Group granted a put option on the remaining 25 per cent to the management based on a variable component. The fair value of the put option has been recognised as a liability.

This transaction qualifies as a business combination since RTL Group has gained the control of Original Productions. The purchase consideration, net of cash acquired, amounts to €38 million, resulting in the recognition of a goodwill of €44 million, as the purchase accounting led to no recognition of additional fair values directly attributable to the net assets acquired. Had the acquisition occurred on 1 January 2009, the contribution to the consolidated revenue and to Group's consolidated result would have been €44 million and €5 million respectively.

Original Productions 2009	Carrying amount at acquisition date €m	Incremental value €m	Fair value €m
Cash and cash equivalents	**7**	**–**	7
Property, plant and equipment	**2**	**–**	2
Current programme rights	**14**	**–**	14
Accounts receivable and other financial assets	**6**	**–**	6
Accounts payable	**(25)**	**–**	(25)
Employee benefit obligations	**(2)**	**–**	(2)
Interest-bearing loans payable and borrowings	**(1)**	**–**	(1)
Net assets acquired	**1**	**–**	1
Goodwill			44
Total purchase consideration			45
Less:			
Deferred payments on acquisitions			(21)
Cash and cash equivalents in operations acquired			(7)
Cash outflow on acquisition			17

2008

Alpha Media Group

In September 2008, the Group signed an agreement to acquire a 66.6 per cent majority shareholding in Alpha Media Group. Alpha Media Group then comprised the Greek national TV channel Alpha TV, the regional TV channel Kanali 9 Thessaloniki, the radio stations Alpha 98.9 and Palmos 96.5 and Plus Productions, Alpha TV's in-house production company.

This transaction was approved by the Greek competition authority on 2 December 2008 and qualified as a business combination since RTL Group gained the control of Alpha Media Group on 16 December 2008.

The purchase consideration, net of cash acquired, amounted to €125 million.

The purchase accounting, determined on a provisional basis in 2008, was completed in 2009. The Group has recognised the following identifiable assets, liabilities and contingent liabilities at fair value at the date of control:

- The Alpha TV brands for an amount of €11.5 million;
- The customer relationships for an amount of €2.5 million;
- A related deferred tax liability for an amount of €2.8 million;
- A deferred tax asset of €9.7 million.

Alpha Media Group 2008	**Carrying amount at acquisition date €m**	**Incremental value €m**	**Fair value €m**
Cash and cash equivalents	**7**	**–**	**7**
Other intangible assets	**–**	**14**	**14**
Property, plant and equipment	**17**	**–**	**17**
Current programme rights	**19**	**–**	**19**
Accounts receivable and other financial assets	**59**	**–**	**59**
Accounts payable	**(95)**	**–**	**(95)**
Employee benefit obligations	**(3)**	**–**	**(3)**
Other provisions	**(2)**	**–**	**(2)**
Net deferred tax assets	**–**	**7**	**7**
Minority interest	**(1)**	**(7)**	**(8)**
Net assets acquired	**1**	**14**	**15**
Goodwill			**117**
Total purchase consideration			**132**
Less:			
Cash and cash equivalents in operations acquired			**(7)**
Cash outflow on acquisition			**125**

** Re-presented following the completion of the purchase price allocation*

In September and November 2009, RTL Group exited from its Greek radio activities for a cash consideration of €2.2 million, net of cash disposed of, resulting in a gain on disposal of €0.6 million (see notes 5.5. and 6.3.).

Cyréalis

On 30 April 2008, the Group acquired 100 per cent of Cyréalis Group exploiting the following three editorial websites *Clubic.com* for high technologies, *Jeuxvideo.fr* for video games and *Neteco.com* for e-business and *Achetezfacile.com*, a price comparison site.

This transaction qualified as a business combination since RTL Group gained the control of Cyréalis. The Group recognised the following identifiable assets, liabilities and contingent liabilities at their fair value at the date of the transaction:

- "Clubic", "Achetez facile" and "Jeuxvidéo" brands for an amount of €1.4 million;

- Intellectual property rights in connection with the comparison engine for an amount of €0.7 million;
- A related deferred tax liability for an amount of €0.7 million.

The excess of the cost of the business combination over the fair value of the intangible assets and deferred tax was allocated to goodwill for an amount of €40.4 million. At 31 December 2008, deferred payments on this transaction amounted to €18 million.

The goodwill has been decreased in 2009 by €3.7 million following the re-measurement of the earn-out clauses. Earn-out paid in 2009 amounted to €5 million.

Cyréalis 2008	**Carrying amount at acquisition date €m**	**Incremental value €m**	**Fair value €m**
Cash and cash equivalents	1	–	1
Other intangible assets	–	2	2
Accounts receivable and other financial assets	3	–	3
Accounts payable	(1)	–	(1)
Interest bearing loans payable and borrowings	(2)	–	(2)
Net deferred liabilities	–	(1)	(1)
Net assets acquired	1	1	2
Goodwill			40
Total purchase consideration			42
Less:			
Deferred payments on acquisition			(18)
Cash and cash equivalents in operations acquired			(1)
Cash outflow on acquisition			23

Hugo Films
On 26 February 2008, RTL Group completed the acquisition of 100 per cent of the share capital of Hugo Films SAS, a French film production company owning a film catalogue. Following the completion of a fair value exercise, the items listed below were recognised:

- A fair value of €11.7 million on the catalogue of non-current programme rights;
- A related deferred tax liability for an amount of €4.4 million.

Lemonline – WKW
In November 2008, the Group had acquired the remaining 51 per cent of the share of the company Lemonline Ltd and its branch, the fast growing social network *Wer-kennt-wen.de*. Prior to this transaction, Lemonline – WKW was accounted for using the equity method. The acquisition qualified as a business combination since RTL Group has gained the control of Lemonline – WKW for a consideration of €4 million. The purchase accounting, determined on a provisional basis in 2008, was completed in 2009 without recognition of any additional fair values directly attributable to the net assets acquired.

AH Antenne
Before April 2008, AH Antenne was not under RTL Group's control since the control of the company was delegated to the Executive Board of the company in which RTL Group only held one of five mandates. In April 2008, the Articles of Association of the company were amended and thereby the control was transferred from the responsibility of the Executive Board to the responsibility of the shareholders' meeting. Since the shareholders' meeting approves resolutions with simple majority and RTL Group holds 54 per cent of the share capital and voting rights, the control of the company was gained. Prior to this change, AH Antenne was accounted for using the equity method. This gain of control qualified as a business combination. The goodwill previously included in "Investment in associates" was transferred to "Goodwill" for an amount of €12 million. The purchase accounting led to no recognition of additional fair values directly attributable to the net assets acquired.

RTL Shop
In August 2008, following the approval of the German competition authority, RTL Group exited from its German teleshopping activities through the sale of RTL Shop to Aurelius, a Munich-based industrial holding. RTL Group recognised a loss on disposal amounting to €13 million.

An amount of €2.4 million of deferred consideration on direct costs associated with the disposal of RTL Shop has been paid in 2009.

FremantleMedia Investments
At 30 June 2008, an agreement was signed between RTL Group and BBC Worldwide Australia Channel Pty Ltd for the sale of FremantleMedia Investments Pty Ltd for an amount of €5.5 million. The resulting gain for the Group amounted to €4 million.

5. 3. Assets and liabilities acquired

Details of the net assets acquired and goodwill are as follows:

	2009 €m	2008* €m
Purchase consideration:		
– Cash paid	**68**	171
– Payments on prior years' acquisitions	**(5)**	–
– Deferred consideration on acquisitions	**24**	19
Total purchase consideration	**87**	190
Less:		
Fair value of net assets acquired	**(37)**	(22)
Contribution of companies previously accounted for using the equity method	**23**	6
Change in revaluation reserve from gain of control	**3**	–
(Negative)/positive impact in Group equity due to acquisition of minority interest	**(32)**	1
Goodwill	**44**	175

* Re-presented (see note 1.2.1.)

5. 4. Cash outflow on acquisitions

The net assets and liabilities arising from the acquisitions are as follows:

	2009 Carrying amount at acquisition date/gain of control €m	2009 Incremental value €m	2009 Fair value €m	2009 Acquisition of minority interest €m	2009 Total €m	2008* Fair value €m
Cash and cash equivalents	**15**	**–**	**15**	**–**	**15**	20
Non-current programme rights	**1**	**–**	**1**	**–**	**1**	13
Other intangible assets	**16**	**7**	**23**	**–**	**23**	16
Property, plant and equipment	**11**	**–**	**11**	**–**	**11**	20
Loans and other financial assets	**–**	**–**	**–**	**–**	**–**	1
Current programme rights	**50**	**–**	**50**	**–**	**50**	19
Accounts receivable and other financial assets	**33**	**–**	**33**	**–**	**33**	67
Accounts payable	**(77)**	**–**	**(77)**	**–**	**(77)**	(108)
Employee benefit obligations	**(2)**	**–**	**(2)**	**–**	**(2)**	(3)
Other provisions	**–**	**–**	**–**	**–**	**–**	(2)
Interest-bearing loans payable and borrowings	**(1)**	**–**	**(1)**	**–**	**(1)**	(20)
Net deferred tax assets (liabilities)	**1**	**(1)**	**–**	**–**	**–**	2
Minority interest	**(23)**	**(3)**	**(26)**	**10**	**(16)**	(3)
Net assets acquired	**24**	**3**	**27**	**10**	**37**	22
Elimination of the contribution of companies previously accounted for using the equity method			**(23)**	**–**	**(23)**	(6)
Goodwill			**44**	**–**	**44**	175
Change in revaluation reserve from gain of control			**(3)**	**–**	**(3)**	–
Negative/(positive) impact in Group equity due to acquisition of minority interest			**–**	**32**	**32**	(1)
Total purchase consideration			**45**	**42**	**87**	190
Less:						
Payments on prior years' acquisitions			**5**	**–**	**5**	–
Deferred payments on acquisitions			**(21)**	**(3)**	**(24)**	(19)
Cash and cash equivalents in operations acquired			**(15)**	**–**	**(15)**	(20)
Cash outflow on acquisitions			**14**	**39****	**53**	151

* Re-presented (see note 1.2.1.)
** Presented under "Transaction with minority interest" in cash flows from financing activities

5. 5. Assets and liabilities disposed of

Details of net assets disposed of and gain/(loss) on disposal are as follows:

	2009 €m	2008 €m
Disposal proceeds (see note 5.2.)	**2**	7
Direct costs associated with the disposal of RTL Shop	**–**	(8)
Net assets disposed of	**(1)**	(8)
Net gain/(loss) on disposal of subsidiaries and joint ventures (see note 6.3.)	**1**	(9)

5. 6. Cash inflow/(outflow) on disposals

	2009 €m	2008 €m
Cash and cash equivalents	**–**	(8)
Goodwill	**(2)**	–
Loans and other financial assets	**–**	(2)
Accounts receivable and other financial assets	**(1)**	–
Assets classified as held for sale	**–**	(12)
Accounts payable	**3**	–
Liabilities directly associated with non-current assets classified as held for sale	**–**	14
Minority interest	**(1)**	–
Net assets disposed of	**(1)**	(8)
Total disposal proceeds	**2**	7
Direct costs associated with the disposal of RTL Shop	**–**	(8)
Less:		
Payments on prior years' disposals	**–**	1
Deferred consideration of direct costs associated with the disposal of RTL Shop	**–**	3
Payments of direct costs associated with the disposal of RTL Shop	**(2)**	–
Cash and cash equivalents in operations disposed of	**–**	(8)
Cash inflow/(outflow) on disposals (see note 5.2.)	**–**	(5)

6. CONSOLIDATED INCOME STATEMENT

6. 1. Revenue

	2009 €m	%	2008 €m	%
Spot advertising sales	**3,127**	**58**	3,439	59
Bartering advertising revenue	**52**	**1**	51	1
Other advertising sales	**156**	**3**	166	3
Advertising sales, net of agency commission	**3,335**	**62**	3,656	63
Net films, programmes and other rights – sold or licensed	**1,303**	**24**	1,304	23
Sales of merchandise and consumer services	**634**	**12**	658	12
Professional services	**138**	**2**	156	2
	5,410	**100**	5,774	100

6. 2. Other operating expenses

	Notes	2009 €m	2008 €m
Employee benefits expenses (1)	6. 2. 1.	**905**	861
External cost of live programmes (2)		**364**	351
Intellectual property expenses		**227**	188
External cost of transmitting		**204**	204
Consumption of other inventories		**194**	211
Expenses for subcontract production		**179**	221
Other marketing, promotion and public relations costs		**123**	133
Rental costs		**85**	83
Operating taxes		**78**	71
Audit, consulting and legal fees (3)		**64**	58
Marketing and promotion costs – barter		**50**	43
Repairs and maintenance		**47**	49
Other distribution expenses		**34**	35
Commissions on sales		**24**	25
Administration and sundry expenses		**115**	152
		2,693	2,685

(1) The net increase mainly results from the changes in consolidation scope (M-RTL, Original Productions and Alpha Media Group). Excluding these entities, the employee benefits expenses in 2009 amount to €858 million.
(2) In 2009, the increase of one-time programme costs primarily relates to provisions for onerous contracts (see note 7.13.). In 2008, Groupe M6 supported one-time costs in respect of Euro 2008. Excluding M-RTL and Alpha Media Group, newly consolidated (see note 5.2.), the external costs of live programmes in 2009 amount to €341 million.
(3) Fees related to KPMG and PricewaterhouseCoopers, the Group's auditors and their affiliates, are set out below:

	2009 €m KPMG	2009 €m PwC	2008 €m KPMG	2008 €m PwC
Audit services pursuant to legislation	**1.7**	**1.6**	1.9	1.6
Other audit-related services	**0.4**	**1.0**	1.0	1.5
Other services relating to taxation	**0.4**	**0.1**	0.3	0.2
	2.5	**2.7**	3.2	3.3

6. 2. 1. Employee benefits expenses

	2009 €m	2008 €m
Wages and salaries	**714**	675
Social security costs	**151**	140
Share options granted to employees	**5**	7
Pension costs	**11**	13
Other employee expenses	**24**	26
	905	861

The amounts set out above exclude personnel costs of €210 million (2008: €214 million), that are capitalised and which represent costs of employees directly allocated to the production of assets.

Pension costs relate to defined contributions for €6 million (2008: €7 million) and defined benefit plans for €5 million (2008: €6 million) (see note 7.14.).

An analysis of the average number of employees for undertakings held by the Group is set out opposite:

	2009	2008
Employees of fully consolidated undertakings	**9,811**	9,103
Employees of joint ventures	**90**	88
	9,901	9,191

"Employees of joint ventures" reflects the number of employees based on the Group's ownership in these joint ventures.

Excluding M-RTL, Original Productions and Alpha Media Group, the average number of employees of fully consolidated undertakings is 8,866.

6. 3. Gain/(loss) from sale of subsidiaries, joint ventures and other investments

"Gain/(loss) from sale of subsidiaries, joint ventures and other investments" mainly relates to the following:

2009
- Gain on sale of the investment in the Alpha Radiofoniki SA, Alpha Radiofoniki Kronos SA and Kosmoradiotileoptiki SA subsidiaries: € 1 million
- Loss on sale of other investments: € (1) million

2008
- Gain on sale of the investment in the Fremantle Investments Pty subsidiary: € 4 million
- Loss on sale of the investment in the RTL Shop subsidiary: € (13) million

6. 4. Net interest income/(expense)

	2009 €m	2008 €m
Interest income on loans and accounts receivable	**16**	48
Tax-related interest income	**4**	15
Interest income	**20**	63
Interest expense on financial liabilities	**(16)**	(20)
Tax-related interest expense	**(7)**	(13)
Interest on defined benefit obligation (1)	**(5)**	(4)
Interest expense on other employee benefit liabilities	**(4)**	(5)
Interest expense	**(32)**	(42)
Net interest income/(expense)	**(12)**	21

(1) Of which (see note 7.14.):
– Expected return on plan assets: € 3 million (2008: € 3 million);
– Unwind of discount on defined benefit obligations: € (8) million (2008: € (7) million)

"Interest income on loans and accounts receivable" includes an amount of € 7 million (2008: € 23 million) in respect of deposits to Bertelsmann AG (see note 9.1.).

6. 5. Financial results other than interest

	2009 €m	2008 €m
Impairment losses on available-for-sale investments	**(4)**	(1)
Cash flow hedges ineffectiveness (see note 3.)	**(12)**	(9)
Net gain on Canal Plus France (see note 7.5. and 7.8.)	**21**	20
Net gain/(loss) on other financial instruments at fair value through profit or loss	**16**	(4)
Other financial results	**1**	1
	22	7

6. 6. Income tax expense

	2009 €m	2008 €m
Current tax expense	**(192)**	(195)
Deferred tax expense	**(28)**	(37)
	(220)	(232)

The income tax on the Group profit before tax differs from the theoretical amount that would arise using the Luxembourg tax rate as follows:

	2009 €m	%	2008 €m	%
Profit before taxes	**518**		528	
Income tax rate applicable in Luxembourg		**28.59**		29.63
Tax calculated at domestic tax rate applicable to profits in Luxembourg	**148**		156	
Effects of tax rate in foreign jurisdictions and German trade tax	**44**		31	
Tax calculated at domestic tax rate applicable to profits in the respective countries	**192**	**37.1**	187	35.4
Change in tax regulation and status	**–**		3	
Non deductible expenses	**77**		136	
Tax exempt revenue	**(63)**		(86)	
Net reduction of deferred tax assets	**45**		60	
Tax incentives not recognised in the income statement	**(13)**		(13)	
Effect of tax losses for which no deferred tax assets are recognised	**(10)**		(24)	
Tax expense before adjustments on prior years	**228**	**44.0**	263	49.8
Current tax adjustments on prior years	**(8)**		(31)	
Income tax expense	**220**	**42.5**	232	43.9

Non deductible expenses mainly relate to impairment losses on goodwill of Five Group and Alpha Media Group for a tax effect of €56 million (2008: €108 million; see note 7.2.).

Tax exempt revenue mainly relates to the Commission received in relation to the Compensation Agreement for €45 million (2008: €61 million; see note 9.1.), to capital gains and fair value changes for €10 million (2008: €11 million) and to the share of results of associates for €8 million (2008: €14 million).

Net reduction of deferred tax assets mainly results from the reassessment of the interest income generated by RTL Group SA, primarily due to capitalisation of loans and low interest rates. On this basis, the deferred tax asset in Luxembourg has been reduced by €40 million to €nil (2008: reduced by €49 million from €89 to 40 million). Subsequently to the impairment test (see note 7.2.) and review of the cash flow projections, the deferred tax asset related to Five Group was fully written off in 2008 (€(14) million).

Tax incentives not recognised in the income statement relate to a permanent difference generated by the amortisation of tax goodwill in Germany.

The current tax adjustments on prior years mainly result from tax final assessments in the Netherlands in 2009 and from tax audits in Germany in 2008.

Effect of tax losses for which no deferred tax are recognised mainly relates to Luxembourg.

6. 7. Earnings per share

The calculation of basic earnings per share is based on the profit attributable to RTL Group shareholders of €205 million (2008: €194 million) and a weighted average number of ordinary shares outstanding during the year of 153,618,853 (2008: 153,618,853), calculated as follows:

	2009	2008
Profit attributable to RTL Group shareholders (in €million)	**204.8**	193.7
Weighted average number of ordinary shares:		
Issued ordinary shares at 1 January (note 7.15.1.)	**154,787,554**	154,787,554
Effect of own shares held (note 7.15.2.)	**(1,168,701)**	(1,168,701)
Weighted average number of ordinary shares	**153,618,853**	153,618,853
Basic earnings per share (in €)	**1.33**	1.26
Diluted earnings per share (in €)	**1.33**	1.26

For 2009 and 2008, there is no dilutive impact of the share option plan as all options are out of the money.

7. CONSOLIDATED STATEMENT OF FINANCIAL POSITION

7. 1. Programme rights, goodwill and other intangible assets

	(Co-) productions €m	Distribution and broadcasting rights €m	Advance payments and (co-) productions in progress €m	Total programme rights (1) €m	Goodwill* €m	Other intangible assets €m
Cost						
Balance at 1 January 2008	**529**	**857**	**13**	**1,399**	**5,549**	**550**
Effect of movements in foreign exchange	17	6	–	23	(143)	(36)
Additions	4	16	49	69	–	24
Disposals	(7)	(36)	–	(43)	–	(19)
Subsidiaries and joint ventures acquired (2)	–	13	–	13	175	16
Transfers and other changes	3	43	(40)	6	(11)	(24)
Balance at 31 December 2008	**546**	**899**	**22**	**1,467**	**5,570**	**511**
Effect of movements in foreign exchange	(19)	(6)	–	(25)	(3)	1
Additions	8	26	48	82	–	48
Disposals	–	(37)	–	(37)	–	(14)
Gain of control of M-RTL (2)	–	1	–	1	–	23
Subsidiaries and joint ventures acquired (2)	–	–	–	–	44	–
Subsidiaries and joint ventures disposed of	–	–	–	–	(2)	–
Transfers and other changes (3)	2	36	(48)	(10)	(3)	–
Balance at 31 December 2009	**537**	**919**	**22**	**1,478**	**5,606**	**569**
Amortisation and impairment losses						
Balance at 1 January 2008	**(520)**	**(799)**	**–**	**(1,319)**	**(2,402)**	**(193)**
Effects of movements in foreign exchange	(16)	(6)	–	(22)	22	13
Amortisation charge for the year	(7)	(46)	–	(53)	–	(51)
Impairment losses recognised for the year	–	(2)	–	(2)	(364)	(4)
Reduction of goodwill (4)	–	–	–	–	(11)	–
Reversal of impairment	–	1	–	1	–	–
Disposals	7	36	–	43	–	19
Transfers and other changes	–	(6)	–	(6)	10	24
Balance at 31 December 2008	**(536)**	**(822)**	**–**	**(1,358)**	**(2,745)**	**(192)**
Effects of movements in foreign exchange	19	6	–	25	6	(1)
Amortisation charge for the year	(15)	(66)	–	(81)	–	(55)
Impairment losses recognised for the year	–	(1)	–	(1)	(206)	(22)
Reversal of impairment	–	3	–	3	–	–
Disposals	–	37	–	37	–	9
Transfers and other changes	8	(1)	–	7	–	–
Balance at 31 December 2009	**(524)**	**(844)**	**–**	**(1,368)**	**(2,945)**	**(261)**
Carrying amount:						
At 31 December 2008	**10**	**77**	**22**	**109**	**2,825**	**319**
At 31 December 2009	**13**	**75**	**22**	**110**	**2,661**	**308**

** Re-presented (see note 1.2.1.)*
(1) Programme rights include internally generated capitalised rights
(2) See notes 5.2., 5.3. and 5.4.
(3) "Transfers and other changes" on goodwill primarily relate to Cyréalis (see note 5.2.)
(4) After completion of purchase accounting, € 11 million deferred tax assets previously not recognised and related to tax losses carry forwards were subsequently recognised and realised. As a consequence, goodwill was reduced by the same amount

Other intangible assets include mainly Alpha TV (see note 5.2.), Five, Mistergooddeal, M6 and Radio 538 brands for an amount of € 149 million (2008: € 154 million) and Alpha Media Group (see note 5.2.), Five Group, Groupe M6 and M-RTL (see note 5.2.) customer relationships of €25 million (2008: €27 million).

The following intangible assets, recognised at fair value at the time of the gain of control by RTL Group, have been impaired in 2009:

- The brand and customer relationships of Alpha Media Group (see note 5.2.), for an amount of €3 million and €1 million, respectively;
- The brand and customer relationships of Five Group for an amount of €8 million and €6 million, respectively.

The M6 brand is considered to have an indefinite useful life and was recognised for an amount of €120 million. At 31 December 2009, an impairment test was performed and did not lead to any impairment.

In determining that the M6 brand has an indefinite useful life, Group Management has considered various factors such as the past and expected longevity of the brand, the impact of possible changes in broadcasting technologies, the impact of possible evolutions of the regulatory environment in the French television industry, the current and expected audience share of the M6 channel and M6 management strategy to maintain and strengthen the trademark M6. Based on the analysis of these factors, management has determined and confirmed at 31 December 2009 that there is no foreseeable limit to the period of time over which the brand M6 is expected to generate cash inflows for the Group.

7. 2.
Impairment test for goodwill

Goodwill is allocated to the Group's cash-generating units on the basis of the profit centres (see note 4.) and at the level at which cash inflows are generated.

All profit centres and cash-generating units mainly operate in one country, except FremantleMedia which is considered as a sole cash-generating unit for worldwide operations.

	2009 €m	2008* €m
Mediengruppe RTL Deutschland	**869**	869
Groupe M6	**415**	418
FremantleMedia	**938**	899
RTL Nederland		
Television	**124**	124
Radio	**159**	159
Five Group	**–**	132
RTL Belgium	**31**	31
French radio	**65**	65
Other segments		
Alpha Media Group	**49**	117
German radio	**11**	11
Total goodwill on cash-generating units	**2,661**	2,825

* Re-presented (see note 1.2.1.)

Goodwill is tested for impairment annually, as of 31 December or whenever changes in circumstances indicate that the carrying amount may not be recoverable.

The recoverable amount of a cash-generating unit ("CGU") has been determined on the basis of the higher of its value in use and its fair value less costs to sell:

- The value in use is determined on the basis of cash flows excluding estimated future cash inflows or outflows expected to arise from future restructurings and from improving or enhancing the CGU's performance unless the cash-generating unit is committed at year end to the restructuring, and related provisions have been made. Furthermore, the discount rate is closely linked to Group parameters (mainly size and credit premium and gearing ratio);
- Fair value less costs to sell is the amount obtainable from the sale of a CGU in an arm's length transaction between knowledgeable, willing parties, less the costs of disposal. The hierarchy of sources for determining a "fair value less costs to sell" is:
  - A binding arm's length sales agreement;
  - An active trading market for the CGU; or
  - Best information available.

The Group supports its fair values less costs to sell on the basis of a discounted cash flow ("DCF") model to the extent that it would reflect the value that "any market participant" would be ready to pay in an arm's length transaction. Differently from the "value in use" approach which reflects the perspective of the Group for a long-term use of the CGU, a "fair value less costs to sell" model would include future cash flows expected to arise from restructuring plans and future investments, as all rational market participants would be expected to undertake these restructurings and investments in order to extract the best value from the acquisition. Furthermore, the discount rate in a "fair value less costs to sell" model is calculated based on a market approach and most of the parameters used are derived from market sources. The latter approach was used by the Group in determining the recoverable amount of Five Group and Alpha Media Group cash-generating units at 30 June 2009 (2008: Five Group).

Cash flow projections are based on financial budgets approved by management covering a three-year period. Cash flows beyond the three-year-period for up to ten years are prepared using the estimated growth rates and other key drivers including audience and advertising market shares, the EBITA margin and cash conversion rates based on past performance and expectations of market development. Cash flows beyond the ten-year period are extrapolated using the estimated perpetual growth rates and the discount rates stated below.

The perpetual growth rates used are consistent with the forecasts included in industry reports. The discount rates have been determined, CGU by CGU, in order to reflect, where appropriate, the following factors:

- Country risk;
- Relative size;
- Credit spread due to the financial situation; and
- Gearing ratio of the CGU.

	2009		2008	
	Perpetual growth rate % a year	**Discount rate %**	Perpetual growth rate % a year	Discount rate %
Cash-generating units				
Mediengruppe RTL Deutschland	**2.5**	**8.2**	2.5	8.2
Groupe M6	**3.0**	**8.2**	3.0	8.2
FremantleMedia	**3.0**	**8.6**	3.0	8.6
RTL Nederland				
Television	**2.5**	**8.2**	2.5	8.2
Radio	**2.5**	**8.7**	2.5	8.7
Five Group	**3.0**	**9.2**	3.0	9.2
RTL Belgium	**2.5**	**8.2 and 8.6 (1)**	2.5	8.2 and 8.6
French radio	**2.5**	**8.6**	2.5	8.6
Other segments				
Alpha Media Group	**3.0**	**9.5 and 9.1 (2)**	3.0	9.0
German radio	**2.5**	**8.9**	2.0	8.5

(1) For television and radio, respectively
(2) At 30 June and 31 December 2009, respectively

Management consider that, at 31 December 2009, no reasonably possible change in the market shares, margin and cash conversion rates would reduce the headroom between the recoverable amounts and the carrying values of most of the cash-generating units, RTL Nederland radio and German radio excepted. If the estimated revenue growth for 2010 and each of the following years had been reduced by 1 per cent, RTL Group would have recognised an impairment loss against goodwill of €8 million and €8 million, respectively. Concerning Alpha Media Group, an increase in the discount rate of 1 per cent combined with a decrease of 1 per cent in the estimated revenue growth for 2010 and each of the following years would have led to an additional impairment loss against goodwill of €6 million.

2009

Impairment losses on goodwill were recorded for an amount of €206 million.

An impairment loss amounting to €140 million was recognised at 30 June 2009 against the carrying value of Five Group and the goodwill reduced to nil. This reflected the worsening of both the advertising market and Five's share of the market. The "fair value less costs to sell" approach was retained, by factoring the costs and the benefits of the contemplated restructuring programme and using a discount rate of 9.2 per cent.

Intangible assets recorded at fair value upon gain of control of Five Group have been impaired for an amount of €14 million (see note 7.1.).

An impairment loss amounting to €70 million was recognised at 30 June 2009 against the carrying value of Alpha Media Group's assets. A much weaker Greek advertising market, when compared to the original business plan, resulted in a significant underperformance. A cost reduction programme, including a first voluntary leave programme, was initiated during the first half-year 2009; this was not sufficient to compensate a significant decline in revenue. The "fair value less costs to sell" approach was retained at 30 June 2009, by factoring the costs and the benefits of the contemplated restructuring programme and using a discount rate of 9.5 per cent. Based on the above and on the basis of revised cash flow projections, the impairment losses of an amount of €70 million were fully allocated to the provisional goodwill at 30 June 2009. As a consequence of the completion of the fair value exercise during the second half-year 2009, the impairment of €70 million was partly reallocated at 31 December 2009 to the fair value recognised on intangible assets (see note 7.1.). €66 million impairment losses remained allocated to goodwill. As the restructuring plan has been implemented in 2009, "value in use" has been retained at 31 December 2009 using a discount rate of 9.1 per cent.

2008

Impairment losses on goodwill were recorded at 31 December 2008 for an amount of €364 million.

An impairment amounting to €337 million was recognised against the carrying value of Five Group and reflected the following:

- A significant slowdown in television advertising growth rates in the short-term;
- Weaker audience share development in an increasingly fragmented UK television market, affecting all established broadcasters.

The "fair value less costs to sell" approach was retained, by factoring the costs and the benefits of the contemplated restructuring programme and using a discount rate of 9.2 per cent.

Based on the above and on the basis of revised cash flow projections, an impairment loss was recorded at 31 December 2008 which was fully allocated to goodwill.

An impairment was also recorded against the Group's wholly owned German radio activities (€26 million). Value in use was retained for the purpose of the impairment test. This impairment on goodwill reflected the following:

- A weaker German radio advertising market environment;
- Continued structural issues reflecting the lack of a nationwide radio market.

Another impairment on goodwill for an amount of € 1 million was recognised on the cash-generating unit Groupe M6.

7. 3. Property, plant and equipment

	Land, buildings and improvements €m	Technical equipment €m	Other €m	**Total €m**
Cost				
Balance at 1 January 2008	**435**	**317**	**179**	**931**
Effect of movements in foreign exchange	(7)	(2)	(5)	(14)
Additions	6	24	31	61
Disposals	(23)	(38)	(14)	(75)
Subsidiaries and joint ventures acquired (1)	11	7	2	20
Balance at 31 December 2008	**422**	**308**	**193**	**923**
Effect of movements in foreign exchange	1	1	–	2
Additions	2	18	49	69
Disposals	(1)	(27)	(9)	(37)
Gain of control of M-RTL (1)	1	7	1	9
Subsidiaries and joint ventures acquired (1)	–	2	–	2
Transfers and other changes	5	1	(6)	–
Balance at 31 December 2009	**430**	**310**	**228**	**968**
Depreciation and impairment losses				
Balance at 1 January 2008	**(212)**	**(255)**	**(123)**	**(590)**
Effect of movements in foreign exchange	3	1	4	8
Depreciation charge for the year	(16)	(25)	(19)	(60)
Impairment losses reversed for the year	–	(3)	–	(3)
Disposals	19	37	13	69
Balance at 31 December 2008	**(206)**	**(245)**	**(125)**	**(576)**
Depreciation charge for the year	(15)	(24)	(21)	(60)
Impairment losses recognised for the year	–	–	(2)	(2)
Disposals	–	25	9	34
Transfers and other changes	(1)	–	1	–
Balance at 31 December 2009	**(222)**	**(244)**	**(138)**	**(604)**
Carrying amount:				
At 31 December 2008	**216**	**63**	**68**	**347**
At 31 December 2009	**208**	**66**	**90**	**364**

(1) See note 5.2.

Net tangible assets held under finance leases at 31 December 2009 amount to € 12 million (2008: € 14 million).

7. 4. Investments in associates

	2009 €m	2008 €m
Balance at 1 January	**442**	466
Effect of movements in foreign exchange	**(14)**	(6)
Share of results of associates	**25**	34
Dividend distribution	**(28)**	(50)
Change in ownership interest	**(10)**	(1)
Transfers and other changes	**1**	(1)
Balance at 31 December	**416**	442

"Investments in associates" at 31 December 2009 includes goodwill of €303 million (2008: €314 million), of which €195 million relates to Antena 3 De Television Group.

"Change in ownership interest" mainly relates in 2009 to M-RTL gain of control (see note 5.2.), the disposal of Pages Jaunes Petites Annonces €(6) million and acquisitions in content business.

Share of results of associates:

	2009 €m	2008 €m
Share of result after tax	**26**	46
Impairment of investments in associates	**(1)**	(12)
	25	34

Antena 3 De Television Group, RTL II and M-RTL (see note 5.2.) contributed in 2009 to the "Share of results of associates" for €13, € 9 and €(2) million, respectively (2008: €19, €12 and €10 million, respectively).

An impairment loss of €1 million, related to the associate RTL 9, has been recognised in 2009 (2008: German radio and Pages Jaunes Petites Annonces associates for €8 million and €4 million, respectively).

The impacts of acquisitions of associates state as follows:

	2009 €m	2008 €m
Purchase consideration:		
– Cash paid	**3**	15
– Net assets contributed	**1**	–
– Deferred payments on acquisitions	**15**	–
Total purchase consideration	**19**	15
Less fair value of net assets acquired	**(11)**	(3)
Goodwill on acquisitions of associates	**8**	12

	2009 €m	2008 €m
Investments in associates	**11**	3
Net assets acquired	**11**	3
Goodwill on acquisitions of associates	**8**	12
Total purchase consideration	**19**	15
Less:		
– Net assets contributed	**(1)**	–
– Deferred payments on acquisitions	**(15)**	–
Cash outflow on acquisitions of associates	**3**	15

Details of disposals of associates are as follows:

	2009 €m	2008 €m
Disposal proceeds	**7**	–
Assets disposed of	**(7)**	–
Net profit on disposals of associates	**–**	–

	2009 €m	2008 €m
Investments in associates	**(7)**	–
Assets classified as held for sale	**–**	–
Net assets disposed	**(7)**	–
Total disposal proceeds	**7**	–
Cash inflow on disposals of associates	**7**	–

The summarised financial information on the main associates of the Group, on a 100 per cent basis, is as follows:

2009	Country of incorporation	Assets €m	Liabilities €m	Equity €m	Revenue €m	Profit for the year €m	Interest held %
Antena 3 De Television Group	Spain	796	531	265	650	61	21.5
Ren TV Group	Russia	118	73	45	85	1	30.0
RTL 2 GmbH & Co. KG	Germany	91	56	35	259	27	35.8

2008	Country of incorporation	Assets €m	Liabilities €m	Equity €m	Revenue €m	Profit for the year €m	Interest held %
Antena 3 De Television Group	Spain	828	578	250	767	91	21.2
M-RTL	Hungary	109	55	54	142	20	48.8
Ren TV Group	Russia	147	99	48	132	14	30.0
RTL 2 GmbH & Co. KG	Germany	107	64	43	285	35	35.8

Based on the published share price at 31 December 2009, the market capitalisation of 100 per cent of Antena 3 De Television Group amounts to € 1,642 million (2008: € 906 million).

7. 5. Loans and other financial assets

	2009 €m	2008 €m
Available-for-sale investments (see note 7.15.5.)	**111**	97
Canal Plus France	**–**	363
Surplus of the defined benefit plans (see note 7.14.)	**3**	–
Loans and other financial assets	**151**	129
	265	589

No reversal of impairment losses was recorded in 2009 and 2008.

In the fourth quarter of 2006, the Group via Groupe M6 disposed of its holding of 34 per cent in TPS and recognised as consideration an investment of 5.1 per cent in Canal Plus France plus a put option exercisable in February 2010. The put option grants Groupe M6 the ability to dispose of all of its Canal Plus France shares at the higher value of € 384 million (basis: February 2010) or a price determined by external experts. Upon initial recognition, RTL Group elected to designate the combination of the investment of 5.1 per cent in Canal Plus France and the put option as an hybrid financial instrument recorded at fair value through profit or loss. At 31 December 2008, the fair value of this hybrid instrument was determined based on the floor price of € 384 million discounted at the risk-free rate, and amounted to € 363 million.

The hybrid financial instrument has been reclassified in 2009 to current "Accounts receivable and other financial assets" (see note 7.8.).

The movements in available-for-sale investments are as follows:

	2009 €m	2008 €m
Balance at 1 January	**97**	87
Net acquisitions and disposals	**1**	16
Change in fair value, net of tax	**15**	(6)
Impairment losses	**(1)**	–
Other changes	**(1)**	–
Balance at 31 December	**111**	97

7. 6. Deferred tax assets and liabilities

	2009 €m	2008* €m
Deferred tax assets	**465**	513
Deferred tax liabilities	**(58)**	(86)
	407	427

	2009 €m	2008* €m
Balance at 1 January	**427**	476
Income tax expense	**(28)**	(37)
Income tax credited/(charged) to equity (1)	**8**	(16)
Change in consolidation scope	**–**	4
Balance at 31 December	**407**	427

* Re-presented (see note 1.2.1.)

(1) Of which:
- €(1) million (2008: €(4) million) related to derivatives on equity instruments;
- €1 million (2008: €4 million) related to share options granted to employees;
- €7 million (2008: €(9) million) related to effective portion of changes in fair value of cash flow hedges;
- €(1) million (2008: €(6) million) related to change in fair value of cash flow hedges transferred to profit or loss; and
- €2 million (2008: €(1) million) related to defined benefit plan actuarial gains/(losses).

The Group has deductible temporary differences originating from an intra-group transaction which will mainly reverse during the next ten years.

Unrecognised deferred tax assets amount to €1,689 million at 31 December 2009 (2008: €1,633 million). Deferred tax assets are recognised on tax losses carry forwards to the extent that realisation of the related tax benefit through the future taxable profits are probable. The Group has unrecognised tax losses of €5,938 million (2008: €5,692 million) to carry forward against future taxable income. The most significant portion of these tax losses is generated in Luxembourg and has no expiry date.

The movement in deferred tax assets and liabilities during the year is as follows:

Deferred tax assets	**Balance at 1 January 2009* €m**	(Charged)/ credited to income statement €m	Credited to equity €m	Change in consolidation scope €m	Transfers and other changes €m	**Balance at 31 December 2009 €m**
Intangible assets	280	(31)	–	1	–	250
Programme rights	82	33	–	–	(1)	114
Property, plant and equipment	2	–	–	–	–	2
Provisions	50	21	1	–	–	72
Tax losses (see note 6.6.)	115	(51)	–	–	–	64
Others	20	2	6	1	–	29
Set off of tax	(36)	–	–	–	(30)	(66)
	513	**(26)**	7	**2**	**(31)**	**465**

Deferred tax liabilities	**Balance at 1 January 2009* €m**	(Charged)/ credited to income statement €m	Credited to equity €m	Change in consolidation scope €m	Transfers and other changes €m	**Balance at 31 December 2009 €m**
Intangible assets	(85)	7	–	(1)	–	(79)
Property, plant and equipment	(18)	1	–	(1)	–	(18)
Provisions	(4)	(1)	–	–	–	(5)
Others	(15)	(9)	1	–	1	(22)
Set off of tax	36	–	–	–	30	66
	(86)	**(2)**	1	**(2)**	**31**	**(58)**

* Re-presented (see note 1.2.1.)

7. 7. Current programme rights

	2009 Gross value €m	2009 Valuation allowance €m	2009 Net value €m	2008 Gross value €m	2008 Valuation allowance €m	2008 Net value €m
(Co-)productions	**344**	**(307)**	**37**	369	(300)	69
TV programmes	**67**	**–**	**67**	73	–	73
Other distribution and broadcasting rights	**1,012**	**(255)**	**757**	948	(213)	735
Sub-total programme rights	**1,423**	**(562)**	**861**	1,390	(513)	877
(Co-)productions and programmes in progress	**135**	**(3)**	**132**	135	(8)	127
Advance, payments on (co-)productions, programmes and rights	**154**	**–**	**154**	133	–	133
Sub-total programme rights in progress	**289**	**(3)**	**286**	268	(8)	260
	1,712	**(565)**	**1,147**	1,658	(521)	1,137

Additions and reversals of valuation allowance have been recorded for €(103) million and €37 million respectively in 2009 (2008: €(81) million and €39 million respectively).

7. 8. Accounts receivable and other financial assets

	2009 Under 1 year €m	2009 Over 1 year €m	2009 Total €m	2008 Under 1 year €m	2008 Over 1 year €m	2008 Total €m
Trade accounts receivable	**925**	**4**	**929**	902	5	907
Accounts receivable from associates	**30**	**–**	**30**	25	–	25
Prepaid expenses	**126**	**–**	**126**	85	27	112
Fair value of derivative assets	**31**	**–**	**31**	104	–	104
Current deposit with shareholder (see note 9.1.)	**542**	**–**	**542**	602	–	602
Canal Plus France	**384**	**–**	**384**	–	–	–
Other current financial assets	**8**	**–**	**8**	47	–	47
Account receivable from shareholder in relation with PLP agreement (see note 9.1.)	**323**	**–**	**323**	237	–	237
Other accounts receivable	**109**	**4**	**113**	118	2	120
	2,478	**8**	**2,486**	2,120	34	2,154

Additions and reversals of valuation allowance have been recorded for €(35) million and €21 million respectively in 2009 (2008: €(26) million and €18 million respectively).

The hybrid financial instrument Canal Plus France has been reclassified in 2009 from non-current "Loans and other financial assets" for an amount of €363 million (see note 7.5.). At 31 December 2009, the fair value of the hybrid instrument has been consistently determined based on the discounted floor price of €384 million, as there is no indication that a valuation at 31 December 2009 would significantly differ from the fair value determined on this basis. The change in fair value of this instrument, only resulting from the discount for the period, is recognised in "Financial results other than interest" for an amount of €21 million for the year ended 31 December 2009 (31 December 2008: €20 million) (see note 6.5.).

7. 9. Cash and cash equivalents

	2009 €m	2008 €m
Cash in hand and at bank	**145**	126
Fixed term deposits (under three months)	**58**	35
Other cash equivalents	**192**	222
	395	383

"Other cash equivalents" include money market funds for € 192 million (2008: € 222 million).

The current deposit with shareholder is presented in accounts receivable (see note 7.8.).

7. 10. Assets classified as held for sale and liabilities directly associated with non-current assets classified as held for sale

Non-current assets classified as held for sale: Disposal Group held for sale	2009 €m	2008 €m
Deferred tax assets	**1**	–
Programme rights	**12**	–
Other inventories	**2**	–
Accounts receivable and other financial assets	**12**	–
Impairment on disposal group	**(4)**	–
	23	–

Liabilities directly associated with non-current assets classified as held for sale	2009 €m	2008 €m
Accounts payable	**10**	–
	10	–

The carrying amount of the disposal group is € 13 million at 31 December 2009 (2008: € nil).

7. 11. Loans and bank overdrafts

Current liabilities	2009 €m	2008 €m
Bank overdrafts	**5**	6
Bank loans payable (1)	**44**	7
Leasing liabilities	**2**	3
Other current loans payable	**24**	2
	75	18

Non-current liabilities	2009 €m	2008 €m
Bank loans payable	**61**	72
Leasing liabilities	**10**	13
Other non-current loans payable	**10**	8
	81	93

(1) Mainly relate to Alpha Media Group for € 35 million (2008: € 1 million)

Term and debt repayment schedule

2009	Under 1 year €m	1–5 years €m	Over 5 years €m	**Total carrying amount €m**
Bank overdraft	5	–	–	**5**
Bank loans payable	44	61	–	**105**
Leasing liabilities	2	10	–	**12**
Other loans payable	24	10	–	**34**
	75	**81**	**–**	**156**

2008	Under 1 year €m	1–5 years €m	Over 5 years €m	**Total carrying amount €m**
Bank overdraft	6	–	–	**6**
Bank loans payable	7	72	–	**79**
Leasing liabilities	3	13	–	**16**
Other loans payable	2	7	1	**10**
	18	**92**	**1**	**111**

7. 12. Accounts payable

Current accounts payable	2009 €m	2008 €m
Trade accounts payable	**1,072**	1,162
Amounts due to associates	**22**	13
Employee benefits liability	**134**	95
Deferred income	**111**	96
Social security and other taxes payable	**67**	70
Fair value of derivative liabilities	**34**	41
Account payable to shareholder in relation with PLP agreement (see note 9.1.)	**368**	298
Other accounts payable	**356**	333
	2,164	2,108

	2009			2008		
Non-current accounts payable	1–5 years €m	Over 5 years €m	Total €m	1–5 years €m	Over 5 years €m	Total €m
Trade accounts payable	**65**	**9**	**74**	50	11	61
Employee benefits liability	**2**	**114**	**116**	2	97	99
Deferred income	**4**	**–**	**4**	–	–	–
Social security and other taxes payable	**3**	**–**	**3**	2	–	2
Other accounts payable	**92**	**43**	**135**	91	41	132
	166	**166**	**332**	145	149	294

7. 13. Provisions

	Post employment benefits €m	Litigations €m	Restructuring €m	Onerous contracts €m	Other provisions €m	Total €m
Balance at 1 January 2009	**79**	**68**	**24**	**54**	**31**	**256**
Provisions made during the year	17	25	6	96	18	162
Provisions used during the year	(14)	(16)	(13)	(30)	(3)	(76)
Provisions reversed during the year	(1)	(17)	(3)	(5)	(11)	(37)
Actuarial gains recognised in equity	7	–	–	–	–	7
Other changes	–	1	–	(1)	2	2
Balance at 31 December 2009	**88**	**61**	**14**	**114**	**37**	**314**

	2009 €m	2008 €m
Current	**183**	135
Non-current	**131**	121
	314	256

The provisions mainly relate to the following:

- "Post-employment benefits" comprise provisions for defined benefit obligations for €87 million (2008: €78 million) (see note 7.14.) and provision for other employee benefits for €1 million (2008: €1 million);
- "Litigations" include provisions made by Groupe M6 for €29 million (2008: €28 million), Mediengruppe RTL Deutschland for €14 million (2008: €9 million), FremantleMedia for €7 million (2008: €3 million) and other risks related to different ongoing disputes;
- "Onerous contracts" mainly comprise provisions made by Mediengruppe RTL Deutschland for €83 million (2008: €28 million) and €28 million by Groupe M6 (2008: €15 million) in relation to the supply of programmes, mostly sport. Out of €96 million of provisions recorded during the year, €65 million were charged to profit or loss as a result of the significant decline in the advertising market over the life of several sports rights contracts. The single most significant charge of €53 million relates to the Formula 1 contract for the German territory which runs until the end of 2011. Would the expected downturn in advertising income not materialise to the extent assessed by the management, the balance of the onerous contracts provision in the next financial year might be adjusted;
- "Other provisions" primarily include provisions made by Groupe M6 for €28 million (2008: €15 million) and FremantleMedia for €5 million (2008: €11 million).

"Other changes" are due to reclassifications under "Accounts payable".

7. 14. Post-employment benefits

RTL Group operates or participates in a number of defined benefit and defined contribution plans throughout Europe. These plans have been set up and are operated in accordance with national laws and regulations. A description of the principal defined benefit plans of the Group is given below:

Belgium

Employees of RTL Belgium participate in a defined benefit plan insured with the insurance company AXA, which provides pension benefits to members and their dependants on retirement and death. The assets of the insurance contract are not segregated but mutualised within the global assets of the Company ("Branche 21"). A guaranteed interest rate is provided by AXA.

France

Groupe M6, Ediradio, ID and IP France operate retirement indemnity plans, which, by law, provide lump sums to employees on retirement. The lump sums are based on service and salary at the date of termination of employment in accordance with the applicable collective agreement. The Ediradio and ID retirement indemnity plan is partly funded by an insurance contract with AXA. Ediradio also participates in a defined benefit plan which provides pension benefits to members on retirement. This plan is partly funded by an insurance contract with AXA. The assets of the insurance contract are not segregated but mutualised within the global assets of the Company. A guaranteed interest rate is provided by AXA.

Germany

Employees of UFA Berlin Group (including UFA Fernsehproduktion, UFA Entertainment, UFA Film & TV Produktion), Universum Film, UFA Film & Fernsehen and RTL Group Deutschland participate in the multi-employer Bertelsmann plan. The plan is unfunded and defined benefit in nature. Each employer which participates in this plan has separately identifiable liabilities.

RTL Television, AVE Hörfunkbeteiligung and IP Deutschland operate their own retirement arrangements. IP Deutschland sponsors individual plans for five employees and former employees providing defined pension benefits to each employee at retirement.

RTL Television sponsors individual plans for two employees and a former employee providing defined pension benefits to each employee at retirement. In addition, a number of employees participate in a support fund providing pension benefits to members and their dependants on retirement and death.

The plan of RTL Television is partly funded by a life insurance contract with AXA. The assets of the insurance contract are not segregated but mutualised within the global assets of the insurance company. A guaranteed interest rate is provided by AXA.

Luxembourg

Employees of CLT-UFA, RTL Group and Broadcasting Center Europe participate in a defined benefit plan, which provides pension benefits to members and their dependants on retirement, death and disability. CLT-UFA, RTL Group and Broadcasting Center Europe set up provisions for the unfunded retirement benefit plan. Death and disability are insured with Fortis Luxembourg-Vie.

United Kingdom

FremantleMedia Group Limited is the principal employer of the Fremantle Group Pension Plan ("the Fremantle Plan"), which was established on 29 December 2000 and was, prior to 1 September 2005, known as the RTL Group UK Pension Plan. The Fremantle Plan provides both defined benefit and defined contribution benefits. The plan assets hold assets for both sections of the plan and are mainly composed of equity instruments.

The amounts recognised in the statement of financial position are determined as follows:

	2009 €m	2008 €m
Present value of funded obligations	**84**	68
Fair value of plan assets	**(66)**	(52)
	18	16
Present value of unfunded obligations	**66**	62
Net liability	**84**	78
Assets (see note 7.5)	**3**	–
Provisions (see note 7.13)	**87**	78
Experience adjustments on assets (gains)/losses	**6**	(11)
Experience adjustments on provisions gains	**(2)**	(4)

The movement in the present value of funded/unfunded defined benefit obligation over the year is as follows:

	2009 €m	2008 €m
Balance at 1 January	**130**	142
Current service cost (see note 6.2.1.)	**6**	7
Interest cost	**8**	7
Actuarial (gains)/losses	**11**	(15)
Employee contributions	**1**	2
Benefits paid by employer	**(3)**	(4)
Benefits paid out of the plan assets	**(2)**	(2)
Settlements and curtailments	**(1)**	(1)
Foreign exchange differences	**–**	(9)
Others	**–**	3
Balance at 31 December	**150**	130

The movement in the fair value of plan assets of the year is as follows:

	2009 €m	2008 €m
Balance at 1 January	**52**	63
Expected return on plan assets	**3**	3
Actuarial gains/(losses)	**4**	(11)
Employer contributions	**7**	5
Employee contributions	**1**	2
Benefits paid out of the plan assets	**(2)**	(2)
Foreign exchange differences	**1**	(8)
Balance at 31 December	**66**	52

Plan assets are comprised as follows:

	2009 €m	2008 €m
Equity instruments	**44**	34
Debt instruments	**18**	13
Property	**2**	2
Other	**2**	3
Fair value of any plan assets	**66**	52

The actual return on plan assets was €7 million (2008: €(8) million).

Expected contributions to post-employment benefit plans for the year ending 31 December 2010 are €5 million.

The amounts recognised in the income statement are as follows:

	2009 €m	2008 €m
Current service cost	**6**	7
Settlements and curtailments	**(1)**	(1)
Total included in employee benefits expenses (see note 6.2.1.)	**5**	6

	2009 €m	2008 €m
Interest cost	**8**	7
Expected return on plan assets	**(3)**	(3)
Total included in net interest expense (see note 6.4.)	**5**	4

The cumulated amount of the actuarial losses recognised in equity at 31 December 2009 is €(8) million (2008: €(1) million).

The principal actuarial assumptions used were as follows:

	2009 % a year	2008 % a year
Discount rate	**5.30–5.90**	5.70–6.00
Expected return on plan assets	**3.50–5.90**	3.50–6.80
Long-term inflation rate	**1.80–3.50**	1.80–2.90
Future salary increases	**2.25–5.00**	2.50–4.50
Future pension increases	**1.80–3.35**	1.90–2.85

7. 15. Equity

7. 15. 1. Share capital

At 31 December 2009, the subscribed capital amounts to €192 million (2008: €192 million) and is represented by 154,787,554 (2008: 154,787,554) fully paid-up ordinary shares, without nominal value. All shares have the same rights and entitlements.

7. 15. 2. Treasury shares

The reserve for the Company's own shares comprises the cost of the Company's shares held by the Group. At 31 December 2009, the Group holds 1,168,701 own shares (2008: 1,168,701) at a cost of €44 million (2008: €44 million).

7. 15. 3. Currency translation reserve

The currency translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operation, reserves on associates for foreign exchange translation differences and cash flow hedging, as well as loans designated to form part of the Group's net investment in specific undertakings as repayment of those loans is not anticipated within the foreseeable future.

7. 15. 4. Hedging reserve

The hedging reserve (equity attributable to minority interest included) comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.

Between 31 December 2008 and 31 December 2009, the hedging reserve decreased by €(16) million before tax effect. This consists of:

- Decrease by €(1) million due to foreign exchange contracts which existed at 2008 year end and which are still hedging off-balance sheet commitments at 31 December 2009;
- Decrease by €(9) million due to foreign exchange contracts which existed at 2008 year end but which have been released in 2009 from the hedging reserve to income statement;
- Decrease by €(6) million due to foreign exchange contracts hedging new off-balance sheet commitments.

Between 31 December 2007 and 31 December 2008, the hedging reserve increased by €76 million before tax effect. This reflected:

- Increase by €27 million due to foreign exchange contracts which existed at 2007 year end and which were still hedging off-balance sheet commitments at 31 December 2008;
- Increase by €28 million due to foreign exchange contracts which existed at 2007 year end but which were released in 2008 from the hedging reserve to income statement;
- Increase by €21 million due to foreign exchange contracts hedging new off-balance sheet commitments.

7. 15. 5. Revaluation reserve

The revaluation reserve includes:

- The cumulative net change in the fair value of available-for-sale investments (see note 7.5.) until the investment is derecognised or impaired for €43 million (2008: €28 million);
- The cumulative increase in the fair value of the intangible assets and property, plant and equipment following the gains of control of Groupe M6 and M-RTL (see note 5.2.), and the acquisition of associates achieved in stages (2009: €54 million; 2008: €51 million).

7. 15. 6. Dividends

At the Annual General Meeting of RTL Group SA on 21 April 2010, a dividend in respect of 2009 of €3.5 per share is to be proposed. These financial statements do not reflect the final proposed dividend payable, which will be accounted for as an appropriation of retained earnings in 2010. The dividends in respect of 2008 amounted to €3.5 per share (of which an extraordinary dividend of €2.1 per share) or €541 million.

RTL Group's dividend policy is to distribute at least an ordinary dividend of between 35 and 50 per cent of the ordinary earnings.

7. 15. 7.
Share options

RTL Group Share Option Plan
On 25 July 2000, the Group established a share option programme for certain directors and employees.

Eligibility
All participants in the Stock Option Plan ("SOP") must be employed by RTL Group or one of its subsidiaries at the time of granting the options under the SOP.

Grant
The number of options granted to a participant under the SOP is at the discretion of the Compensation Committee, being the Board of Directors of the Company or a duly constituted committee thereof, established, among other things, for the purpose of operating the SOP. Participants may renounce options granted to them. Participants will not be required to pay any sum in respect of the grant of any options to them under the SOP.

Scheme limits
The number of ordinary shares, which may be placed under option under the SOP in any year, may not be more than a half per cent of the Company's issued ordinary share capital.

Exercise price
The exercise price to be paid by a participant in order to exercise options which are granted under the SOP will be the average closing middle market price of shares in the Company on the Brussels Stock Exchange over 20 dealing days preceding the date of grant or such other, higher or lower, amount as determined by the compensation committee.

Exercise
Options will normally be exercisable as to one third on each of the second, third and fourth anniversaries of the date of grant or in accordance with such other vesting schedule as determined by the compensation committee. Options must normally be exercised before the expiry of ten years from the date of grant or such shorter period as determined by the compensation committee. Options may be exercised earlier in the event of death.

Share options outstanding (in thousands) at the end of the year have the following terms:

Expiry date	Exercise price €	**Number of options 2009**	Number of options 2008
August 2010	120.00	**6**	6
December 2010	85.24	**118**	123
May 2011	85.24	**1**	1
		125	130

Movements in the number of share options are as follows:

In thousands of options	Average exercise price in € per share	**2009**	Average exercise price in € per share	2008
Options outstanding at the beginning of the year	87	**130**	87	139
Options expired/cancelled during the year	85	**(5)**	85	(9)
Options outstanding at the end of the year	87	**125**	87	130

The market price of RTL Group shares on the Brussels Stock Exchange was €47.0 at 31 December 2009 (€42.5 at 31 December 2008).

Groupe M6 Share Option Plan

Groupe M6 has established employee share option plans open to directors and certain employees within the group. The number of options granted to participants is approved by the Supervisory Board of Métropole Télévision SA in accordance with the authorisation given by the General Meeting of Shareholders.

The terms and conditions of the grants are as follows, whereby all options are settled by physical delivery of shares:

	Grant date	Number of options initially granted (in thousands)	Remaining options (in thousands)	Vesting conditions	Contractual life of options (1)
Share options plans					
	06–2002	710.50	–	4 years of service	7 years
	07–2003	713.50	421.00	4 years of service	7 years
	11–2003	20.00	20.00	4 years of service	7 years
	04–2004	861.50	527.00	4 years of service	7 years
	06–2005	635.50	421.50	4 years of service	7 years
	06–2006	736.75	504.25	4 years of service	7 years
	05–2007	827.50	651.50	4 years of service	7 years
	05–2008	883.83	793.73	4 years of service	7 years
Free shares plans					
	05–2007 (*)	188.30	–	2 years of service + performance conditions	
	05–2008 (*)	280.72	200.76	2 years of service + performance conditions	
	07–2009 (*)	346.70	344.20	2 years of service + performance conditions	
	12–2009 (*)	45.65	45.65	2 years of service + performance conditions	
Total		**6,250.45**	**3,929.59**		

(1) Contractual life of options corresponds to the vesting period (i.e. four years) plus three years (which represents the time frame during which the options can be exercised)

(*) The maximum number of free shares granted if the performance conditions are significantly exceeded would amount to 456,705. This figure could be reduced to nil if objectives are not met

The price to be paid to exercise each of the remaining options is the average value of shares in Métropole Télévision on the Paris Stock Exchange over the 20 trading days preceding the date of grant with the exception of the management free share allocation plan.

Movements in the number of share options are as follows:

In thousands of options	Average exercise price in € per share	**2009**	Average exercise price in € per share	2008
Options outstanding at the beginning of the year	23	**4,083**	25	3,791
Options issued during the year	–	**–**	25	884
Options exercised during the year	–	**–**	–	–
Options expired during the year	25	**(744)**	28	(592)
Options outstanding at the end of the year	22	**3,339**	23	4,083

Approximately 591,000 free shares are still exercisable at the end of the year against 448,000 at the beginning of the year. 393,000 free shares were granted during the year, with 112,000 being exercised and 138,000 being forfeited.

Shares options outstanding (in thousands) at the end of the year have the following terms:

	Expiry date	Exercise price in €	**Number of options 2009**	Number of options 2008
Share options plans				
	2009	28.06	**–**	393
	2010	22.53	**441**	477
	2011	24.97	**527**	567
	2012	19.94	**421**	459
	2013	24.60	**504**	584
	2014	27.52	**652**	732
	2015	14.73	**794**	871
			3,339	4,083
Free shares plans				
	2009		**–**	171
	2010		**201**	277
	2011		**390**	–
			591	448
Total			**3,930**	4,531
Out of which exercisable			**1,943**	1,401

The market price of Métropole Télévision shares on the Paris Stock Exchange was €17.97 at 31 December 2009 (€13.85 at 31 December 2008).

The fair value of services received in return for share options granted is measured by reference to the fair value of the share options granted. The estimate of fair value of the services received is measured based on a binomial model. Free shares are valued at the share price at the date they are granted less the discounted dividends that employees cannot receive during the vesting period.

Grant date	Share price in €	Strike price in €	Volatility %	Risk-free interest rate % a year	Expected return % a year	Liquidity discount % a year	Option life	Employee expense **2009 €m**	2008 €m
Share options plans:									
28/04/2004	24.97	24.97	52.3	3.32	4.34	15	6 years	**–**	(0.8)
02/06/2005	20.17	19.94	41.8	3.24	5.24	15	6 years	**0.2**	0.4
06/06/2006	24.63	24.60	43.1	4.02	3.81	15	6 years	**0.9**	1.1
02/05/2007	26.55	27.52	37.8	4.40	3.99	15	6 years	**1.3**	1.3
06/05/2008	15.22	14.73	40.0	4.39	6.30	15	6 years	**0.7**	0.4
								3.1	2.4
Free shares plans:									
06/06/2006	24.63	n.a.	n.a.	4.02	3.81	–	2 years	**–**	1.7
02/05/2007	26.55	n.a.	n.a.	4.40	3.99	15	2 years	**(0.6)**	1.7
06/05/2008	15.22	n.a.	n.a.	4.39	6.30	15	2 years	**1.4**	1.1
28/07/2009	13.00	n.a.	n.a.	2.49	4.90	15	2 years	**0.8**	–
23/12/2009	18.02	n.a.	n.a.	1.42	4.01	15	2 years	**–**	–
								1.6	4.5
Total								**4.7**	6.9

7. 15. 8.

Transactions on minority interest

These transactions mainly relate to:

2009

- M-RTL: see note 5.2.;
- The non-controlling shareholders of Alpha Media Group have subscribed for €7 million to capital increases and indirectly benefited from capital increases unilaterally subscribed by RTL Group;
- Groupe M6 has acquired in 2009 own shares for its free share allocation plan and in respect of the liquidity contract.

2008

- RTL Group granted in 2008 put options to the management of a new business. As the put option mechanism is based on a variable component, the put option has been recognised as a liability with a corresponding entry through equity attributable to RTL Group shareholders. The derecognition of minority interest was treated as equity transaction (see note 1.3.1.);
- Groupe M6 continued in 2008 to buy back shares in accordance with the share buyback programme decided in 2007. Groupe M6 also acquired in 2008 own shares for its free share allocation plan. For the period ended 31 December 2009, 0.98 million shares were acquired by Groupe M6, of which 0.48 million were acquired from Bayard d'Antin SA. The related outflows amount to €18 million.

7. 15. 9.

Derivatives on equity instruments

Derivative instruments relate to forward transactions by Groupe M6 on M6 shares.

8. COMMITMENTS AND CONTINGENCIES

	2009 €m	2008 €m
Guarantees and endorsements given	**48**	40
Contracts for purchasing rights, (co-)productions and programmes	**2,188**	2,186
Operating leases	**595**	559
Purchase obligations in respect of transmission and distribution	**255**	270
Other long-term contracts and commitments	**308**	276

The Group has investments in unlimited liability entities. In the event these entities make losses, the Group may have to participate to the entire amount of losses, even if these entities are not wholly owned.

8. 1.
Guarantees and endorsements given

The guarantees corresponding to contingent obligations granted by the Group acting as executive producer to third parties paying cash advances are presented independently from the entire or partial recognition in the statement of financial position of the related underlying assets and liabilities. These obligations would have the effect of increasing the level of loss to be supported by the Group in the case that the productions would not be delivered.

8. 2.
Operating leases
Non-cancellable operating lease rentals are as follows:

	2009				2008			
Lease payment	**Under 1 year €m**	**1–5 years €m**	**Over 5 years €m**	**Total €m**	Under 1 year €m	1–5 years €m	Over 5 years €m	Total €m
Leasing of satellite transponders	**31**	**80**	**25**	**136**	16	50	12	78
Other operating leases	**82**	**173**	**204**	**459**	77	193	211	481
	113	**253**	**229**	**595**	93	243	223	559

"Other operating leases" mainly relates to the rental of offices, buildings and equipment in Germany, France and the United Kingdom.

One of the leased properties has been sublet by the Group. The head lease and sublease expire in September 2011. Sublease payments of €3 million are expected to be received during the following financial year.

8. 3.
Purchase obligations in respect of transmission and distribution

These obligations result from agreements with providers of services related to the terrestrial and cable transmission and distribution of the analogue and digital signals of the RTL Group TV channels and radio stations.

8. 4.
Other long-term contracts and commitments

The Group has "Other long-term contracts and commitments" amounting to €308 million at 31 December 2009 (2008: €276 million).

Long-term contracts include contracts for services, agreements to purchase assets or goods and commitments to acquire licences other than audiovisual rights and television programming that are enforceable and legally binding and that specify all significant terms. Other commitments relate to sale and lease back transactions in respect of FremantleMedia.

FremantleMedia has arrangements for a remaining period of eight years in relation to sale and lease back transactions for an amount of €72 million (2008: €78 million). Under these arrangements, FremantleMedia has sold programme rights to a special purpose vehicle and simultaneously leased back the assets under a finance lease arrangement. The cash received is placed in a "restricted bank account" at an A-rated bank in order to satisfy the lease payments and is not considered as an asset in accordance with SIC 27. Income received by FremantleMedia was recognised in the income statement when entering into these arrangements.

In the context of the Radio 538 and RTL Nederland deal, RTL Group and Talpa Media Holding agreed to an earn-out mechanism.

8. 5.
Licence agreement

In the course of their activities, several Group companies benefit from licence frequency agreements which commit the Group in various ways depending upon the legal regulation in force in the countries concerned.

9. RELATED PARTIES

Identity of related parties

At 31 December 2009, the principal shareholder of the Group is Bertelsmann Capital Holding GmbH ("BCH") (91 per cent). The remainder of the Group's shares are publicly listed on the Brussels and Luxembourg stock exchanges. The Group also has a related party relationship with its associates, joint ventures and with its directors and executive officers.

9. 1. Transactions with shareholders

Sales and purchases of goods and services

During the year the Group made sales of goods and services, purchases of goods and services to Bertelsmann Group amounting to €10 million (2008: €21 million) and €22 million (2008: €51 million), respectively. At the year-end, the Group had trade accounts receivable and payable due from/to Bertelsmann Group amounting to €4 million (2008: €4 million) and €5 million (2008: €4 million), respectively.

Deposits Bertelsmann AG

With the view to invest its cash surplus, RTL Group SA has entered in 2006 with Bertelsmann AG into a Deposit Agreement, the main terms of which are:

- Interest rates are based on an overnight basis on EONIA plus 10 basis points; or on a one to three-month basis, EURIBOR plus 10 basis points;
- Bertelsmann AG grants to RTL Group as security for all payments due by Bertelsmann AG a pledge on:
  - All shares of its wholly owned French subsidiary Média Communication SAS;
  - All shares of its wholly owned Spanish subsidiary Media Finance Holding SL;
  - All its interests in the German limited liability partnership Gruner + Jahr AG Co. KG (73.4 per cent stake);
  - All shares of its wholly owned English subsidiary Bertelsmann UK Ltd.

The interests in Gruner + Jahr AG Co. KG and shares of Bertelsmann UK Ltd have also been granted as pledge by Bertelsmann AG to CLT-UFA SA, a subsidiary of RTL Group, in connection with the accounts receivable related to PLP and Compensation agreements as defined below.

The total amount of the deposit and the accounts receivable referred to above does not exceed 60 per cent of the fair value of the assets pledged, which is revalued on a regular basis.

At 31 December 2009, the amount deposited amounts to €89 million (2008: €24 million) on an overnight basis and €450 million (2008: €575 million) on a three-month basis. The interest income for the year amounts to €7 million (2008: €23 million).

RTL Group SA has additionally entered into a Treasury Agreement in North America with Bertelsmann Inc. Interest rates are based on US Libor plus 10 basis points. At 31 December 2009, the amount deposited amounts to €3 million (2008: €nil). The interest income for the year amounts to €nil (2008: €nil).

Tax

On 26 June 2008, the Board of Directors of RTL Group agreed to proceed with the tax pooling of its indirect subsidiary RTL Group Deutschland GmbH ("RGD") into BCH, a direct subsidiary of Bertelsmann AG.

To that effect, RGD entered into a Profit and Loss Pooling Agreement ("PLP Agreement") with BCH for a six-year period starting 1 January 2008. Simultaneously, Bertelsmann AG entered into a Compensation Agreement with CLT-UFA, a direct subsidiary of RTL Group, providing for the payment to CLT-UFA of an amount compensating the above profit transfer and an additional commission ("Commission") amounting to 50 per cent of the tax saving based on the taxable profit of RGD.

Through these agreements, as from 1 January 2008, Bertelsmann AG and the RGD sub-group of RTL Group are treated as a single entity for German income tax purposes.

As the PLP Agreement does not give any authority to BCH to instruct or control RGD, it affects neither RTL Group nor RGD's ability to manage their business, including their responsibility to optimise their tax structures as they deem fit. After six years, both PLP and Compensation Agreements are renewable on a yearly basis. RGD and CLT-UFA have the right to request the early termination of the PLP and Compensation Agreements under certain conditions.

In the absence of specific guidance in IFRS, RTL Group has elected to recognise current income taxes related to the RGD sub-group based on the amounts payable to Bertelsmann AG and BCH as a result of the PLP and Compensation agreements described above. Deferred income taxes continue to be recognised, based on the enacted tax rate, in the consolidated financial statements based on the amounts expected to be settled by the Group in the future. The Commission, being economically and contractually closely related to the Compensation, is accounted for as a reduction of the tax due under the Agreements.

At 31 December 2009, the balance payable to BCH amounts to €368 million (2008: €298 million) and the balance receivable from Bertelsmann AG amounts to €323 million (2008: €237 million).

For the year ended 31 December 2009, the German income tax in relation to the tax pooling with Bertelsmann AG amounts to €96 million (2008: €126 million). The Commission amounts to €45 million (2008: €61 million).

The UK Group relief of Five Group and FremantleMedia Group to Bertelsmann Group resulted in a tax income of €9 million (2008: €7 million).

9. 2. Transactions with associates and joint ventures

The following transactions were carried out with associates and joint ventures:

	2009 €m	2008 €m
Sales of goods and services to:		
Associates	**48**	65
Joint ventures	**22**	21
	70	86
Purchase of goods and services from:		
Associates	**8**	8
Joint ventures	**10**	11
	18	19

Sales and purchases to and from associates and joint ventures were carried out on commercial terms and conditions and at market prices.

Year-end balances arising from sales and purchases of goods and services are as follows:

	2009 €m	2008 €m
Accounts receivable from:		
Associates	**28**	19
Joint ventures	**4**	4
	32	23
Accounts payable to:		
Associates	**1**	2
Joint ventures	**–**	1
	1	3

9. 3. Transactions with key management personnel

In addition to their salaries, the Group also provides non-cash benefits to its key management personnel (members of the Executive Committee), and contributes to a post-employment defined benefit plan on its behalf.

The key management personnel compensation is as follows:

	2009 €m	2008 €m
Short-term benefits and termination benefits	**4.2**	4.4
Post-employment benefits	**0.1**	–
	4.3	4.4

The aggregate number of share options expiring in 2010 and granted to key management personnel of the Company during 2009 and 2008 was €nil. The outstanding number of share options granted to directors and executive officers of the Company at the end of the year was 11,500 (2008: 11,500).

9. 4. Directors' fees

In 2009, a total of €0.5 million (2008: €0.5 million) was allocated in the form of attendance fees to the non-executive members of the Board of Directors of RTL Group SA, and the committees that emanate from it, with respect to their functions within RTL Group SA as well as other Group companies.

10. INTERESTS IN JOINT VENTURES

The main joint ventures are as follows:

	Country of incorporation	Consolidation rate in % 2009	2008
TCM Droits Audiovisuels SNC	France	**50.00**	50.00
RTL Disney Fernsehen GmbH & Co. KG	Germany	**50.00**	50.00

Included in the consolidated financial statements are the following items that represent the Group's interests in the assets and liabilities, income and expenses of the joint ventures:

	2009 €m	2008 €m
Non-current assets	**9**	11
Current assets	**45**	50
Non-current liabilities	**(4)**	(5)
Current liabilities	**(30)**	(31)
Net assets	**20**	25

	2009 €m	2008 €m
Income	**87**	95
Expenses	**(68)**	(72)

Included in the consolidated financial statements are the following items that represent the Group's interests in the commitments of the joint ventures:

	2009 €m	2008 €m
Contracts for purchasing rights, (co-)productions and programmes	**3**	5
Operating leases	**3**	3
Other long-term contracts and commitments	**8**	7

11. EVENTS AFTER THE REPORTING PERIOD

On 1 January 2010, FremantleMedia entered into a new lease agreement for a 15-year period for its current premises in London representing a commitment of GBP 100 million (€112 million) and an actual value of GBP 33 million (€37 million) applying a discount rate of 5.4 per cent.

On 1 February 2010, M6 announced in accordance with the timing of the agreement concluded on 4 January 2007, the exercise of the put option to dispose of its stake of 5.1 per cent in Canal Plus France to Vivendi. This led to the payment of the minimum guaranteed amount of €384 million by Vivendi on 22 February 2010.

12. GROUP UNDERTAKINGS

	Note	Group's ownership 2009	Consolidated method (1)	Note	Group's ownership 2008	Consolidated method (1)
LUXEMBOURG*						
RTL Group SA			M			M

BROADCASTING TV	Note	Group's ownership 2009	Consolidated method (1)	Note	Group's ownership 2008	Consolidated method (1)
AUSTRIA*						
IPA Plus (Österreich) Verm. für Fernsehwerbung GmbH		**49.8**	F		49.8	F
BELGIUM*						
Home Shopping Service Belgique SA	(2)	**57.2**	F	(2)	48.5	F
RTL Belgium SA (*former TVI SA*)		**65.8**	F		65.8	F
Société Européenne de Télévente Belgique GIE	(2)	**48.5**	F	(2)	48.5	F
Unité 15 Belgique SA	(2)	**48.5**	F	(2)	48.5	F
CROATIA*						
RTL Hrvatska d.o.o. (*former RTL Croatia d.o.o.*)		**73.8**	F		73.8	F
CYPRUS*						
Alpha Media Group Limited	(24)	**69.7**	F	(24)	66.4	F
FRANCE*						
33 FM SAS	(2)	**46.1**	F	(2)	41.2	F
A ton service SAS (*former M6 operation*)	(2)	**–**	NC	(2)	16.5	E
C. Productions SA	(2)	**48.5**	F	(2)	48.5	F
Citato Sàrl	(2)	**48.5**	F	(2)	48.5	F
Club Téléachat SNC	(2)	**48.5**	F	(2)	48.5	F
DIEM 2 SA	(2)	**48.5**	F	(2)	48.5	F
Echo6 SAS	(2)	**24.3**	P	(2)	24.3	P
Edit TV/ W9 SNC	(2)	**48.5**	F	(2)	48.5	F
Femmes en ville SAS	(2)	**48.5**	F	(2)	48.5	F
Football Club des Girondins de Bordeaux SASP	(2)	**48.4**	F	(2)	48.4	F
FUN TV SNC	(2)	**48.5**	F	(2)	48.5	F
Girondins Expressions SASU	(2)	**48.5**	F	(2)	48.5	F
Girondins Horizons SASU	(2)	**48.5**	F	(2)	48.5	F
Groupement JV Sàrl	(21)	**–**	NC	(2)	23.8	E
Home Shopping Service SA	(2)	**48.5**	F	(2)	48.5	F
Hugo Films SAS	(2)	**48.5**	F	(2)	48.5	F
Immobilière 46D SAS	(2)	**48.5**	F	(2)	48.5	F
Immobilière M6 SA	(2)	**48.5**	F	(2)	48.5	F
La boîte à News Sàrl	(2)	**24.3**	F	(2)	24.3	F
Live Stage SAS	(2)	**48.0**	F	(2)	48.0	F
M6 Bordeaux SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Communication SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Créations SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Développement SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Diffusions SA	(2)	**48.5**	F	(2)	48.5	F
M6 Divertissement SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Editions SA	(2)	**48.5**	F	(2)	48.5	F
M6 Evénements SA	(2)	**48.5**	F	(2)	48.5	F
M6 Films SA	(2)	**48.5**	F	(2)	48.5	F
M6 Foot SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Interactions SAS	(2)	**48.5**	F	(2)	48.5	F

BROADCASTING TV	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
M6 Numérique SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Publicité SASU	(2)	**48.5**	F	(2)	48.5	F
M6 Récréative SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Studio SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Thématique SA	(2)	**48.5**	F	(2)	48.5	F
M6 Toulouse SAS	(2)	**48.5**	F	(2)	48.5	F
M6 Web SAS	(2)	**48.5**	F	(2)	48.5	F
Mandarin Films SAS	(20)	**–**	NC	(2)	48.5	F
Mandarin SAS	(2)	**48.5**	F	(2)	48.5	F
Métropole Production SA	(2)	**48.5**	F	(2)	48.5	F
Métropole Télévision SA	(2)	**48.5**	F	(2)	48.5	F
Mistergooddeal SA	(2)	**48.5**	F	(2)	48.5	F
Pages Jaunes Petites Annonces SA	(21)	**–**	NC	(2)	16.5	E
Paris Première SA	(2)	**48.5**	F	(2)	48.5	F
Retail concept SAS (*former M6 création*)	(20)	**–**	NC	(2)	48.5	F
SCI du 107	(2)	**48.5**	F	(2)	48.5	F
SEDI TV SA	(2)	**48.5**	F	(2)	48.5	F
Série Club SA	(2)	**24.3**	P	(2)	24.3	P
Société Nouvelle de Cinématographie SAS	(2)	**48.5**	F	(2)	48.5	F
Société Nouvelle de Distribution SA	(2)	**48.5**	F	(2)	48.5	F
Studio 89 Productions SAS	(2)	**48.5**	F	(2)	48.5	F
TCM Droits Audiovisuels SNC	(2)	**24.3**	P	(2)	24.3	P
Télévente Promotion SA	(2)	**48.5**	F	(2)	48.5	F
TF6 Gestion SA	(2)	**24.3**	P	(2)	24.3	P
TF6 SCS	(2)	**24.3**	P	(2)	24.3	P
Tyredating SAS	(2)	**15.9**	E	(2)	15.8	E
Unité 15 France SA	(2)	**48.5**	F	(2)	48.5	F

BROADCASTING TV	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
GERMANY*						
CBC Cologne Broadcasting Center GmbH		**99.7**	F		99.7	F
Clipfish GmbH & Co. KG		**99.7**	F		99.7	F
El Cartel Media GmbH & Co. KG		**35.8**	E		35.8	E
Gute Zeiten – Schlechte Zeiten Vermarktungsgesellschaft mbH		**99.7**	F		99.7	F
I2I Musikproduktions- und Musikverlagsgesellschaft mbH		**99.7**	F		99.7	F
Infonetwork GmbH		**99.7**	F		99.7	F
IP Deutschland GmbH		**99.7**	F		99.7	F
Mediascore Gesellschaft für Medien und Kommunikationsforschung mbH		**75.0**	F		75.0	F
Norddeich TV Produktionsgesellschaft mbH		**74.8**	F		74.8	F
N-TV Nachrichtenfernsehen GmbH		**99.7**	F		99.7	F
N-TV Services GmbH	(20)		NC		99.7	F
Passion GmbH		**99.7**	F		99.7	F
RTL Creation GmbH		**99.7**	F		99.7	F
RTL Disney Fernsehen GmbH & Co. KG		**49.8**	P		49.8	P
RTL Games GmbH (*former Alpha Online GmbH*)	(20)	**–**	NC		99.7	F
RTL Group CLT Cable and Satellite GmbH (*former CLT Vermögensverwaltungs GmbH*)		**99.7**	F		99.7	F
RTL Group Deutschland Markenverwaltungs GmbH		**99.7**	F		99.7	F
RTL Hessen GmbH		**99.7**	F		99.7	F
RTL Hessen Programmfenster GmbH (*former RTL Hessen GmbH*)		**59.8**	F		59.8	F
RTL Interactive GmbH	(20)	**–**	NC		99.7	F
RTL Interactive GmbH (*former RTL Enterprises GmbH*)		**99.7**	F		99.7	F
RTL Nord GmbH		**99.7**	F		99.7	F
RTL Television GmbH		**99.7**	F		99.7	F
RTL 2 Fernsehen Geschäftsführung GmbH		**35.8**	E		35.8	E
RTL 2 Fernsehen GmbH & Co. KG		**35.8**	E		35.8	E
S4M Solutions For Media GmbH		**19.8**	E		19.8	E
Tele West Rheinisch-Westfälische Fernsehgesellschaft mbH & Co. KG		**99.7**	F		99.7	F
Traumpartner TV GmbH	(20)	**–**	NC		99.7	F
Universum Film GmbH		**99.7**	F		99.7	F
VG Media Gesellschaft zur Verwertung der Urheber und Leistungsschutzrechte mbH		**49.8**	E		49.8	E
Vox Holding GmbH		**99.7**	F		99.7	F
Vox Television GmbH (*former Vox Film & Fernseh GmbH & Co. KG*)		**99.4**	F		99.4	F
Wer-Kennt-Wen de GmbH		**99.7**	F		–	NC
WKW Ltd	(20)	**–**	NC		–	F

BROADCASTING TV

BROADCASTING TV	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
GREECE*						
Alpha Doryforiki Tileorasi SA	(24)	**69.7**	F	(24)	66.4	F
Kosmoradiotileoptiki SA	(21)	**–**	NC	(24)	66.4	F
HUNGARY*						
Home Shopping Service Hongrie SA	(2)	**48.5**	F	(2)	48.5	F
Klub Publishing Kiado Kft	(6)	**48.8****	F	(6)	48.8	E
Magyar RTL Televízió Zártkörûen Müködõ Részvénytársaság	(6)	**48.8****	F	(6)	48.8	E
NetPiac Szamitastechnikai es Kereskedelmi Kft	(6)	**48.8****	F	(6)	48.8	E
R-Time Kft	(6)	**48.8****	F	(6)	48.8	E

** *RTL Group has acquired an 18 per cent non-voting stake, thereby increasing its economic interest to 67 per cent (full consolidation from 1 April 2009). The 49 per cent voting rights remain unchanged.*

BROADCASTING TV	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
LUXEMBOURG*						
Broadcasting Center Europe SA		**99.7**	F		99.7	F
Content Union SA	(23)	**49.8**	E	(23)	49.8	E
Filmlux SA	(20)	**–**	NC	(20)	99.7	F
RTL 9 SA		**34.9**	E		34.9	E
RTL 9 SA & Cie SECS		**34.8**	E		34.8	E
NETHERLANDS*						
RTL Nederland Broadcast Operation BV (*former Broadcasting Center Nederland BV*)		**73.4**	F		73.4	F
RTL Nederland BV		**73.4**	F		73.4	F
RTL Nederland Holding BV		**73.4**	F		73.4	F
RTL Nederland Interactief BV (*former RTL iMedia Holding BV*)		**73.4**	F		73.4	F
RUSSIAN FEDERATION*						
LLC 21 TV	(22)	**30.0**	E	(22)	30.0	E
OOO Aksept	(22)	**29.9**	E	(22)	29.9	E
OOO Astrahanskaya Teleradioveschatelnaya Kompanya	(22)	**27.0**	E	(22)	27.0	E
OOO Content Plus	(23)	**49.8**	E	(23)	49.8	E
OOO Content Union Cinema	(23)	**49.8**	E	(23)	49.8	E
OOO Content Union Distribution	(23)	**49.8**	E	(23)	49.8	E
OOO Content Union Entertainment	(23)	**49.8**	E	(23)	49.8	E
OOO Content Union Junior	(23)	**49.8**	E	(23)	49.8	E
OOO Content Union Production	(20)	**–**	NC	(23)	49.8	E
OOO Content Union Zoo	(23)	**49.8**	E	(23)	49.8	E
OOO Efir	(22)	**30.0**	E	(22)	30.0	E
OOO Ekspert Telemarket	(22)	**30.0**	E	(22)	30.0	E
OOO Media Holding Ren TV	(22)	**29.9**	E	(22)	29.9	E
OOO Nezavisimoe TV Balakovo	(22)	**15.0**	E	(22)	15.0	E
OOO NPP Spectre	(22)	**15.3**	E	(22)	15.3	E
OOO NT Angarsk	(22)	**15.3**	E	(22)	15.3	E
OOO Ren TV Bryansk	(22)	**17.6**	E	(22)	17.6	E
OOO RTL Russland		**99.7**	F		99.7	F
OOO Servincom Plus	(23)	**49.8**	E	(23)	49.8	E

BROADCASTING TV

BROADCASTING TV	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
OOO Teleradiokompanya Sintez TV	(22)	**30.0**	E	(22)	30.0	E
OOO Uralskoe Radio	(22)	**30.0**	E	(22)	30.0	E
OOO Zelenity Lug – KMV	(22)	**30.0**	E	(22)	30.0	E
TVV Telekom	(22)	**30.0**	E	(22)	30.0	E
ZAO ACB Prestige Television Kompanya	(22)	**29.9**	E	(22)	29.9	E
ZAO Nezavisimoe Saratovskoe Televidinie	(22)	**30.0**	E	(22)	30.0	E
ZAO Ren TV Television Kompanya	(22)	**30.0**	E	(22)	30.0	E
ZAO Telecom-Azov	(22)	**22.5**	E	(22)	22.5	E
ZAO Telecompanya August	(22)	**30.0**	E	(22)	30.0	E
ZAO Telestantsiay Seti NN	(22)	**14.7**	E	(22)	14.7	E
ZAO TRK Efir	(22)	**30.0**	E	(22)	30.0	E
ZAO TRK Moloday Kultura Sibiri Plus	(22)	**30.0**	E	(22)	30.0	E
SPAIN*						
Antena 3 Canarias SLU (*former Uniprex Television Digital Terrestre Canarias SLU*)	(7)	**15,9**	E	(7)	15,7	E
Antena 3 de Television SA	(7)	**21.5**	E	(7)	21.2	E
Antena 3 Directo SAU	(7)	**21.5**	E	(7)	21.2	E
Antena 3 Eventos SLU	(7)	**21.5**	E	(7)	21.2	E
Antena 3 Films SLU (*former Ensueno Films SL*)	(7)	**21,5**	E	(7)	21,2	E
Antena 3 Multimedia SLU	(7)	**21.5**	E	(7)	21.2	E
Antena 3 TDT De Canarias SA	(7)	**21.5**	E	(7)	21.2	E
Antena 3 Tematica SAU	(21)	**–**	NC	(7)	21.2	E
Antena 3 TV de Colombia SA	(7)	**11.8**	E	(7)	11.6	E
Antena de Radiodifusion SAU (*former Cadena de Voz de Radio Difusion SA*)	(7)	**21.5**	E	(7)	21.2	E
Atres Advertising SLU	(7)	**21.5**	E	(7)	21.2	E
Canal 3 Televisión SA	(7)	**5.2**	E	(7)	5.1	E
Canal Media Radio Galicia SLU	(7)	**21.5**	E	(7)	21.2	E
Canal Media Radio SAU	(7)	**21.5**	E	(7)	21.2	E
Canal Radio Baleares SL	(7)	**21.5**	E	(7)	–	NC
Canal Radio Castilla y Leon SLU	(7)	**21.5**	E	(7)	21.2	E
Canal Radio Madrid SL	(7)	**21.5**	E	(7)	–	NC
Canal Radio Valencia SLU	(7)	**21.5**	E	(7)	21.2	E
Compania Tres Mil Ochocientas SLU	(20)	**–**	NC	(7)	21.2	E
Corporacion Radiofonica Castilla Leon SAU	(7)	**21.5**	E	(7)	21.2	E
Corporacion Radiofonica Region de Murcia SA	(21)	**–**	NC	(7)	10.6	E
Ensueno Films SLU	(7)	**21.5**	E	(7)	21.2	E
Estaciones Radiofonicas de Aragon SAU	(7)	**21.5**	E	(7)	21.2	E

BROADCASTING TV

	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
Grupo Universal Emisoras de Radio Amanecer SAU	(20)	–	NC	(7)	21.2	E
Guadiana Producciones SAU	(7)	**21.5**	E	(7)	21.2	E
I3 Television SL	(7)	**10.8**	E	(7)	10.6	E
Ipar Onda SAU	(7)	**21.5**	E	(7)	21.2	E
La Veu de Lleida SLU	(20)	–	NC	(7)	21.2	E
Medipress Valencia SAU	(7)	**21.5**	E	(7)	21.2	E
Movierecord Cine SAU	(7)	**21.5**	E	(7)	21.2	E
Musica Aparte SAU (*former Antena 3 Editorial SA*)	(7)	**21.5**	E	(7)	21.2	E
Onda Cero SAU	(7)	**21.5**	E	(7)	21.2	E
Ondadit SLU	(20)	–	NC	(7)	21.2	E
Organizaciones Deportivas Y Culturales De Unipublic SAU	(7)	**21.5**	E	(7)	21.2	E
Publicidad 3 SAU	(7)	**21.5**	E	(7)	21.2	E
Radio Alamedilla SAU	(20)	–	NC	(7)	21.2	E
Radio Mega Aragon SL	(7)	**21.5**	E		–	NC
Radio Noticias Noventa SAU	(7)	**21.5**	E	(7)	21.2	E
Radio Sistemas Radiofonicos Cinco SLU	(7)	**21.5**	E	(7)	21.2	E
Radio Tormes SAU	(20)	–	NC	(7)	21.2	E
RKOR RADIO SLU	(7)	**21.5**	E	(7)	21.2	E
RTL Group Communications SLU	(20)	–	NC		99.7	F
Union Iberica de Radio SAU	(20)	–	NC	(7)	21.2	E
Uniprex SAU	(7)	**21.5**	E	(7)	21.2	E
Uniprex Television Digital Catalana SLU	(7)	**21.5**	E	(7)	21.2	E
Uniprex Television Digital Terrestre Andalusia SL	(7)	**21.5**	E	(7)	21.2	E
Uniprex Television Digital Terrestre Canarias SLU	(7)	**15.9**	E	(7)	15.7	E
Uniprex Television SLU	(7)	**21.5**	E	(7)	21.2	E
Uniprex Valencia TV SLU	(7)	**21.5**	E	(7)	21.2	E
Unipublic SA	(7)	**21.5**	E	(7)	21.2	E
VNews Agencia de Noticias SL	(7)	**10.8**	E	(7)	10.6	E
VSAT Compania de Producciones SL	(21)	–	NC	(7)	9.5	E
SWITZERLAND*						
IP Multimedia (Schweiz) AG		**22.9**	E		22.9	E
UK*						
5 Direct Ltd	(3)	**99.7**	F	(3)	99.7	F
Channel 5 Broadcasting Ltd	(3)	**99.7**	F	(3)	99.7	F
Channel 5 Engineering Services Ltd	(3)	**99.7**	F	(3)	99.7	F
Channel 5 Interactive Ltd	(3)	**99.7**	F	(3)	99.7	F
Channel 5 Music Ltd	(3)	**99.7**	F	(3)	99.7	F
Channel 5 Television Group Ltd	(3)	**99.7**	F	(3)	99.7	F
Channel 5 Text Ltd	(3)	**99.7**	F	(3)	99.7	F
Lemonline Media Ltd	(20)	–	NC		99.7	F
Top Up TV 1 Ltd	(3)	**99.7**	F	(3)	99.7	F
USA*						
SND USA Inc	(2)	**48.5**	F	(2)	48.5	F

CONTENT

	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
ANTIGUA*						
Grundy International Operations Ltd		**100.0**	F		100.0	F
AUSTRALIA*						
Christie Films Pty Ltd		**49.0**	P	(11)	49.0	P
Forum 5 Pty Limited		**100.0**	F		100.0	F
Fremantle (AUS) Productions Pty Ltd	(9)	**100.0**	F	(9)	100.0	F
FremantleMedia Australia Holdings Pty Ltd	(15)	**100.0**	F	(15)	100.0	F
FremantleMedia Australia Pty Ltd (*former Grundy Television Pty Ltd*)	(15)	**100.0**	F	(15)	100.0	F
Grundy Organization Pty Ltd	(15)	**100.0**	F	(15)	100.0	F
BELGIUM*						
Belga Films SA		**65.8**	F		65.8	F
Fremantle Productions Belgium NV		**100.0**	F		100.0	F
BRAZIL*						
FremantleMedia Brazil Produção de Televisâo Ltda		**100.0**	F		100.0	F
CANADA*						
Ludia LLC		**30.0**	E			NC
CROATIA*						
Fremantle Produkcija d.o.o.		**100.0**	F		100.0	F
CYPRUS*						
Bluescreen Ltd		**99.7**	F		99.7	F
DENMARK*						
Blu A/S		**75.0**	F		75.0	F
FINLAND*						
Fremantle Finland Oy		**100.0**	F		100.0	F

CONTENT	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
FRANCE*						
20h50 Television SAS		**100.0**	F		100.0	F
Be Happy Productions SAS		**100.0**	F		100.0	F
Fremantle France SAS		**100.0**	F		100.0	F
FremantleMedia Drama Productions SAS		**100.0**	F		100.0	F
TV Presse Productions SAS		**100.0**	F		100.0	F
GERMANY*						
Deutsche Synchron Filmgesellschaft mbH & Co. Karlheinz Brunnemann Produktions KG	(8)	**50.8**	F	(8)	50.8	F
Fremantle Licensing Germany GmbH (*former Geo Film GmbH*)		**99.7**	F		99.7	F
Grundy Light Entertainment GmbH (*former HDTV-Entert. Dressler GmbH*)		**100.0**	F		100.0	F
Grundy Light Entertainment/ White Balance GmbH GBR		**50.8**	F		50.8	F
Grundy UFA TV Produktions GmbH	(4)	**99.7**	F	(4)	99.7	F
Objektiv Film GmbH	(5)	**99.7**	F	(5)	99.7	F
Phöbus Film GmbH & Co. Produktions KG	(8)	**50.8**	F	(8)	50.8	F
Phoenix Film Karlheinz Brunnemann GmbH & Co. Productions KG	(8)	**50.8**	F	(8)	50.8	F
Phoenix Geschäftsführungs GmbH	(8)	**50.8**	F	(8)	50.8	F
RTL Group Services GmbH (*former CLT-UFA Multi Media GmbH*)		**99.7**	F		99.7	F
Teamworx Television & Film GmbH		**99.7**	F		99.7	F
Trebitsch Produktion Holding GmbH	(5)	**99.7**	F	(5)	99.7	F
Trebitsch Produktion Holding GmbH & Co.KG	(5)	**99.7**	F	(5)	99.7	F
UFA – Fernsehproduktion GmbH	(4)	**99.7**	F	(4)	99.7	F
UFA – Filmproduktion GmbH	(4)	**99.7**	F	(4)	99.7	F
UFA Cinema GmbH		**99.7**	F		99.7	F
UFA Entertainment GmbH	(4)	**99.7**	F	(4)	99.7	F
UFA Film- und Medienproduktion GmbH		**100.0**	F	(17)	100.0	F
UFA Film & TV Produktion GmbH	(4)	**99.7**	F	(4)	99.7	F
UFA Film Finance GmbH	(4)	**99.7**	F	(4)	99.7	F
UFA International Film & TV Produktions GmbH	(4)	**99.7**	F	(4)	99.7	F
UFA Sports GmbH		**99.7**	F		99.7	F

CONTENT	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
GREECE*						
Fremantle Productions SA		**100.0**	F		100.0	F
Plus Productions SA	(24)	**69.7**	F	(24)	66.4	F
HONG KONG*						
Fremantle Productions Asia Ltd		**100.0**	F		100.0	F
HUNGARY*						
Grundy Magyarorszag TV Musorg Kft		**100.0**	F		100.0	F
Magyar Grundy UFA KFT		**99.7**	F		99.7	F
INDIA*						
Fremantle India TV Productions Pvt Ltd		**100.0**	F		100.0	F
INDONESIA*						
PT Dunia Visitama		**100.0**	F		100.0	F
ITALY*						
Grundy Productions Italy Spa		**100.0**	F		100.0	F
JAPAN*						
FremantleMedia Japan KK		**100.0**	F		100.0	F
LUXEMBOURG*						
FremantleMedia SA (*former RTL UK Holdings SA*)		**100.0**	F		100.0	F
Hei Elei Film Productions SA (*former IFP SA*)		**99.7**	F		99.7	F
MEXICO*						
Grundy Productions SA de CV		**100.0**	F		100.0	F
NETHERLANDS*						
Blue Circle BV (*former RTL 4 Productions BV*)		**100.0**	F		100.0	F
FremantleMedia (Netherlands) BV	(14)	**100.0**	F	(14)	100.0	F
FremantleMedia Operations BV	(14)	**100.0**	F	(14)	100.0	F
FremantleMedia Overseas Holdings BV		**100.0**	F		100.0	F
Grundy Endemol Productions VOF		**50.0**	P	(10)	50.0	P
Grundy International Holdings (I) BV		**100.0**	F		100.0	F
RTL Nederland Producties BV		**73.4**	F		73.4	F

CONTENT	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2007	CONSOLIDATED METHOD (1)
POLAND*						
FremantleMedia Polska Sp.Zo.o.		**100.0**	F		100.0	F
PORTUGAL*						
FremantleMedia Portugal SA (*former Fremantle Producoes TV SA*)		**100.0**	F		100.0	F
RUSSIA*						
Fremantle Productions LLC		**100.0**	F		100.0	F
SINGAPORE*						
Fremantle Productions Asia Pte Ltd		**100.0**	F		100.0	F
SLOVAKIA*						
UFA Slovakia s.r.o		**65.8**	F		–	NC
SPAIN*						
Fremantle de Espana SL	(9)	**95.0**	F	(9)	95.0	F
Grundy Producciones SA		**100.0**	F		100.0	F
SWEDEN*						
FremantleMedia Sverige AB		**75.0**	F		75.0	F
SWITZERLAND*						
Grundy Schweiz AG		**65.0**	F		65.0	F
TURKEY*						
FremantleMedia TV Film Yapim		**100.0**	F		100.0	F
UK*						
Alomo Productions Ltd	(20)	**–**	NC	(16)	100.0	F
Arbie Production Ltd		**50.0**	P		50.0	P
Clement/La Fresnais Productions Ltd	(20)	**–**	NC	(16)	100.0	F
Eurowide Television Ltd (*former Channel Three Ltd*)	(20)	**–**	NC	(16)	100.0	F
Fremantle (UK) Productions Ltd		**100.0**	F		100.0	F
Fremantle Licensing Ltd	(20)	**–**	NC	(16)	100.0	F
FremantleMedia Ltd		**100.0**	F		100.0	F
FremantleMedia Group Ltd		**100.0**	F	(12)	100.0	F
FremantleMedia Overseas Ltd		**100.0**	F		100.0	F
FremantleMedia Services Ltd (*former Little Pond Television Ltd*)		**100.0**	F		100.0	F
RTL Group Systems Ltd		**100.0**	F		100.0	F
Select TV Ltd		**100.0**	F	(16)	100.0	F
Somerford Brooke Productions Ltd (*former Little Pond Television Ltd*)	(20)	**–**	NC	(16)	100.0	F
Talkback (UK) Productions Ltd		**100.0**	F		100.0	F
Talkback Productions Ltd	(18)	**100.0**	F	(18)	100.0	F
Talkback Thames Ltd (*former Not Any Old Radio Commercials Ltd*)	(18)	**100.0**	F	(18)	100.0	F
Thames Television Holdings Ltd		**100.0**	F		100.0	F
Thames Television Ltd		**100.0**	F	(19)	100.0	F
Witzend Productions Ltd	(20)	**–**	NC	(16)	100.0	F

CONTENT	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
USA*						
All American Music Group	(13)	**100.0**	F	(13)	100.0	F
Allied Communications Inc		**100.0**	F		100.0	F
American Idols Productions Inc	(13)	**–**	NC	(13)	100.0	F
Amygdala LLC	(25)	**100.0**	F		–	NC
Blue Orbit Productions	(13)	**–**	NC	(13)	100.0	F
Feudin' Productions Inc	(13)	**–**	NC	(13)	100.0	F
Fremantle Goodson Inc	(13)	**100.0**	F	(13)	100.0	F
Fremantle International Inc	(20)	**–**	NC	(13)	100.0	F
Fremantle Productions Inc	(13)	**100.0**	F	(13)	100.0	F
Fremantle Productions Latin America Inc		**100.0**	F		100.0	F
Fremantle Productions Music Inc	(13)	**100.0**	F	(13)	100.0	F
Fremantle Productions North America Inc	(13)	**100.0**	F	(13)	100.0	F
FremantleMedia Licensing Inc	(9)	**100.0**	F	(9)	100.0	F
FremantleMedia North America Inc (*former Pearson Television Inc*)	(13)	**100.0**	F	(13)	100.0	F
Good Games Live Inc	(13)	**100.0**	F	(13)	100.0	F
Kickoff Productions Inc	(20)	**–**	NC	(13)	100.0	F
Krasnow Productions Inc	(20)	**–**	NC	(13)	100.0	F
LBS Communications Inc	(13)	**100.0**	F	(13)	100.0	F
Little Pond Television Inc	(20)	**–**	NC	(13)	100.0	F
Marathon Productions Inc	(20)	**–**	NC	(13)	100.0	F
Mark Goodson Productions LLC	(20)	**–**	NC	(13)	100.0	F
Max Post LLC	(25)	**100.0**	F		–	NC
MG Productions Inc	(20)	**–**	NC	(13)	100.0	F
Music Box Library	(13)	**100.0**	F	(13)	100.0	F
Neville LLC	(25)	**100.0**	F		–	NC
O'Merch LLC	(25)	**100.0**	F		–	NC
Op Services LLC	(25)	**100.0**	F		–	NC
Original Fremantle LLC	(25)	**100.0**	F		–	NC
Original Prod'ions LLC	(25)	**100.0**	F		–	NC
OTL Productions Inc	(20)	**–**	NC	(13)	100.0	F
Reg Grundy Productions Holdings Inc	(13)	**100.0**	F	(13)	100.0	F
Studio Production Services Inc	(13)	**100.0**	F	(13)	100.0	F
Terrapin Productions Inc	(20)	**–**	NC	(13)	100.0	F
The Baywatch Productions Company	(13)	**100.0**	F	(13)	100.0	F
The Price is Right Productions Inc	(20)	**–**	NC	(13)	100.0	F
Thumbdance LLC		**100.0**	F		100.0	F
Tick Tock Productions Inc	(20)	**–**	NC	(13)	100.0	F

BROADCASTING RADIO	NOTE	GROUP'S OWNER-SHIP 2009	CONSOLI-DATED METHOD (1)	NOTE	GROUP'S OWNER-SHIP 2008	CONSOLI-DATED METHOD (1)
BELGIUM*						
Cobelfra SA		**44.1**	F		44.1	F
Contact Vlaanderen NV		**42.1**	P		42.1	P
Inadi SA		**44.1**	F		44.1	F
IP Plurimédia SA		**65.8**	F		65.8	F
Joker FM SA		**44.1**	F		44.1	F
New Contact SA (*former Contact SA*)		**49.8**	P		49.8	P
Radio Belgium Holding SA		**44.1**	F		44.1	F
FRANCE*						
Ediradio SA		**99.7**	F		99.7	F
ID (Information et Diffusion) Sàrl		**99.7**	F		99.7	F
IP France SA		**99.7**	F		99.7	F
IP Régions SA		**99.7**	F		99.7	F
RTL Fun Développement Sàrl		**99.7**	F		99.7	F
RTL Net SAS		**99.7**	F		99.7	F
SCP Sàrl		**99.7**	F		99.7	F
SERC SA		**99.7**	F		99.7	F
Sodera SA		**99.7**	F		99.7	F
Wip On! SAS	(21)	**–**	NC		99.7	F
GERMANY*						
AH Antenne Hörfunksender GmbH & Co. KG		**57.0**	F		57.0	F
Antenne Mecklenburg-Vorpommern GmbH & Co. KG	(21)	**–**	NC		25.4	E
Antenne Niedersachsen Gesch. GmbH & Co. KG		**35.9**	E		35.9	E
AVE Gesellsch. für Hörfunkbeteiligungen GmbH		**99.7**	F		99.7	F
AVE I Vermögensverwaltungsgesellschaft mbH & Co. KG		**49.7**	E		49.7	E
AVE II Vermögensverwaltungsgesellschaft mbH & Co. KG		**99.7**	F		99.7	F
AVE V Vermögensverwaltungsgesellschaft mbH		**99.7**	F		99.7	F
AVE VI Vermögensverwaltungsgesellschaft mbH & Co. KG		**49.7**	E		49.7	E
BCS Broadcast Sachsen GmbH & Co. KG		**40.4**	E		38.1	E
Hit Radio RTL Sachsen GmbH		**73.5**	F		69.2	F
MPD Medien-, Produktions- und Distributionsgesellschaft mbH & Co. KG		**57.0**	F		57.0	F
MV Beteiliguns GmbH & Co. KG	(21)	**–**	NC		25.4	E
MV Marketing GmbH	(21)	**–**	NC		25.4	E
Neue Spreeradio Hörfunkgesellschaft mbH		**99.7**	F		99.7	F
Radio Center Berlin GmbH		**99.7**	F		99.7	F
Radio Hamburg GmbH & Co. KG		**29.1**	E		29.1	E
RTL Radio Berlin GmbH		**99.7**	F		99.7	F
RTL Radio Deutschland GmbH		**99.7**	F		99.7	F
RTL Radiovermarktung GmbH & Co. KG		**99.7**	F		99.7	F
Rundfunk Beteiligungs- und Betriebsgesellschaft Blauen mbH		**42.0**	E		42.0	E
UFA Radio-Programmgesellschaft in Bayern mbH		**99.7**	F		99.7	F

BROADCASTING RADIO	NOTE	GROUP'S OWNER-SHIP 2009	CONSOLI-DATED METHOD (1)	NOTE	GROUP'S OWNER-SHIP 2008	CONSOLI-DATED METHOD (1)
GREECE*						
Alpha Radiofoniki Kronos SA	(21)	**–**	NC	(24)	66.4	F
Alpha Radiofoniki SA	(21)	**–**	NC	(24)	66.3	F
NETHERLANDS*						
Radio 538 BV		**73.4**	F		73.4	F

OTHERS	NOTE	GROUP'S OWNERSHIP 2009	CONSOLIDATED METHOD (1)	NOTE	GROUP'S OWNERSHIP 2008	CONSOLIDATED METHOD (1)
AUSTRIA*						
RTL Group Austria GmbH		**99.7**	F		–	NC
BELGIUM*						
Audiomedia Investments Bruxelles SA		**100.0**	F		100.0	F
FRANCE*						
IP Network SA		**99.7**	F		99.7	F
Société Immobilière Bayard d'Antin SA		**99.7**	F		99.7	F
GERMANY*						
RTL Group Central & Eastern Europe GmbH		**99.7**	F		99.7	F
RTL Group Deutschland GmbH		**99.7**	F		99.7	F
RTL Group GmbH		**99.7**	F		99.7	F
RTL Group Vermögensverwaltungs GmbH (*former Darpar 128 GmbH*)		**100.0**	F		100.0	F
UFA Film & Fernseh GmbH		**99.7**	F	(4)	99.7	F
JERSEY*						
CLT-UFA Holdings Ltd		**99.7**	F		99.7	F
LUXEMBOURG*						
B. & C.E. SA		**99.7**	F		99.7	F
CLT-UFA SA		**99.7**	F		99.7	F
IP Luxembourg Sàrl		**99.7**	F		99.7	F
IP Network International SA		**99.7**	F		99.7	F
Media properties Sàrl		**99.7**	F		99.7	F
RTL Group Central & Eastern Europe SA		**99.7**	F		99.7	F
RTL Group Germany SA		**99.7**	F		99.7	F
NETHERLANDS*						
RTL Group Beheer BV		**100.0**	F		100.0	F
UK*						
CLT-UFA UK Radio Ltd		**99.7**	F		99.7	F
CLT-UFA UK Television Ltd		**99.7**	F		99.7	F

* *Country of incorporation*

(1) M: parent company
F: full consolidation
P: proportionate consolidation
E: equity accounting
NC: not consolidated
(2) Groupe M6 ("de facto" control)
(3) Five Group
(4) UFA Berlin Group
(5) Trebitsch Group
(6) M-RTL Group ("de facto" control)
(7) Antena 3 De Television Group
(8) Phoenix Group
(9) Fremantle Licensing Group
(10) Fremantle Productions Group
(11) FremantleMedia Australia Group
(12) FremantleMedia Central Group
(13) FremantleMedia North America Group
(14) FremantleMedia Productions Netherlands Group
(15) Grundy Organisation (Holdings) Group
(16) Select TV Group
(17) UFA & Film Medienproduktion Group
(18) Talkback Productions Group
(19) Thames Television Group
(20) Company absorbed by a company of the Group
(21) Company sold or liquidated
(22) Ren TV Group
(23) Content Union Group
(24) Alpha Media Group
(25) Original Productions

AUDITORS' REPORT

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TO THE SHAREHOLDERS OF RTL GROUP SA

REPORT OF THE RÉVISEURS D'ENTREPRISES ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have audited the accompanying consolidated financial statements of RTL Group SA and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position at 31 December 2009 and the consolidated statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes as set out on pages 105 to 167.

BOARD OF DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union. This responsibility includes: 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.

RESPONSIBILITY OF THE RÉVISEURS D'ENTREPRISES

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing as adopted by the Institut des Réviseurs d'Entreprises. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the judgement of the Réviseurs d'Entreprises, 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, the Réviseurs d'Entreprises consider internal control relevant to the entity'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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the consolidated financial statements set out on pages 105 to 167 give a true and fair view of the consolidated financial position of the Group as of 31 December 2009, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

The consolidated Directors' report, which is the responsibility of the Board of Directors, is consistent with the consolidated financial statements.

Luxembourg, 10 March 2010

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Réviseur d'Entreprises	*Réviseurs d'Entreprises*
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L–1543 Luxembourg
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EDITOR
RTL Group
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Copywriter: Richard Owsley, Writers Ltd, Bristol
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DESIGN, CONCEPT CONSULTING
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PRODUCTION
Ringzwei, Hamburg
Produktionsschmiede GmbH, Hamburg
Die Bildproduktion GmbH, Hamburg
Metaio GmbH, Munich

PRINT
Druck Pruskil GmbH, Gaimersheim

PHOTOGRAPHY

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76–98: RTL Group, Paul Schirnhofer

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FIVE-YEAR SUMMARY

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	5,410	5,774	5,707	5,640	5,115
– of which net advertising sales	3,335	3,656	3,615	3,418	3,149
Other operating income	45	37	71	86	103
Consumption of current programme rights	(1,842)	(2,095)	(2,048)	(1,968)	(1,788)
Depreciation, amortisation and impairment	(191)	(161)	(213)	(217)	(219)
Other operating expenses	(2,693)	(2,685)	(2,689)	(2,764)	(2,518)
Amortisation and impairment of goodwill and fair value adjustments on acquisitions of subsidiaries and joint ventures	(246)	(395)	(142)	(14)	(16)
Gain/(loss) from sale of subsidiaries, joint ventures and other investments	–	(9)	76	207	1
Profit from operating activities	483	466	762	970	678
Share of results of associates	25	34	60	72	63
Earnings before interest and taxes (“EBIT”)	508	500	822	1,042	741
Net interest income/(expense)	(12)	21	(4)	2	(11)
Financial results other than interest	22	7	26	33	2
Profit before taxes	518	528	844	1,077	732
Income tax income/(expense)	(220)	(232)	(170)	34	(116)
Profit for the year	298	296	674	1,111	616
Attributable to:					
RTL Group shareholders	205	194	563	890	537
Minority interest	93	102	111	221	79
Profit for the year	298	296	674	1,111	616

EBITA	755	916	898	851	758
Amortisation and impairment of goodwill (including disposal group) and fair value adjustments on acquisitions of subsidiaries and joint ventures	(246)	(395)	(152)	(14)	(16)
Impairment of goodwill on associates	(1)	(12)	–	–	–
Amortisation of fair value adjustments on acquisitions of associates	–	–	–	(2)	(2)
Gain/(loss) from sale of subsidiaries, joint ventures and other investments	–	(9)	76	207	1
Earnings before interest and taxes (“EBIT”)	508	500	822	1,042	741

Earnings per share (in €)					
– Basic	1.33	1.26	3.67	5.79	3.50
– Diluted	1.33	1.26	3.67	5.79	3.50
Ordinary dividend per share (in €)	3.50	1.40	1.30	1.20	1.05
Extraordinary dividend per share (in €)	–	2.10	3.70	1.80	–
Dividends paid (€million)	541	541	774	464	163
Average number of full-time equivalent employees	9,901	9,191	8,894	8,788	8,771
Net assets (€million)	5,530	5,871	6,448	6,151	5,348
Net cash (€million)	789	876	1,059	734	267

FULLY CONSOLIDATED PROFIT CENTRES AT A GLANCE

MEDIENGRUPPE RTL DEUTSCHLAND

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	1,732	2,020	1,966	1,948	1,844
EBITA	366	414	329	297	240

GROUPE M6

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	1,377	1,354	1,357	1,410	1,270
EBITA	195	196	237	249	229

FREMANTLEMEDIA

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	1,183	1,203	1,132	1,128	947
EBITA	155	155	131	125*	104

** Restated*

RTL NEDERLAND

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	371	436	408	350	358
EBITA	72	70	85	70	46

FIVE GROUP

	2009 €m	2008 €m	2007 €m	2006 €m	2005* €m
Revenue	303	432	499	466	370
EBITA	(41)**	(2)	10	(1)	36

** Five has been fully consolidated from September 2005 **Including restructuring costs of €9 million and a programme write-down amounting to €22 million*

RTL BELGIUM

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	203	216	210	186	174
EBITA	36	39	49	34	28

RTL RADIO (FRANCE)

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	174	189	190	198	198
EBITA	15	32	33	33	37

RTL KLUB

	2009* €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	83	–	–	–	–
EBITA	18	10**	7**	8**	9**

**RTL Klub has been fully consolidated from April 2009 **Group contribution*

ALPHA MEDIA GROUP

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	70	–	–	–	–
EBITA	(34)	–	–	–	–

RTL TELEVIZIJA

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Revenue	41	50	48	44	38
EBITA	(3)	2	2	0	(8)

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