

Financial review

Nearly all of the Group's advertising markets were estimated to be down by over 10 per cent in the first six months of 2009 with the most important reporting declines of between 15 and 20 per cent.

A summary of RTL Group's key TV markets is shown below including net advertising market growth rates and the share of the main target audience groups.

	H1/2009 Net TV advertising market growth rate (%)	H1/2009 Audience share in main target group (%)	H1/2008 Audience share in main target group (%)
Germany	(14.0) ¹	34.2 ²	32.7 ²
France	(18.5) ¹	20.6 ³	20.1 ³
United Kingdom	(18.0) ¹	6.4 ⁴	6.4 ⁴
Netherlands	(11.6) ¹	32.7 ⁵	30.5 ⁵
Belgium	(9.6) ¹	39.6 ⁶	35.4 ⁶
Spain	(30.9) ⁷	16.1 ⁸	16.7 ⁸

The main scope changes in 2009 were:

- The first-time full consolidation of Alpha Media Group, the Group's broadcasting operations in Greece, following the acquisition of a controlling stake in December 2008,
- the first-time full consolidation of RTL Klub, the Group's TV operations in Hungary, following a change in the shareholding structure, and
- the first-time consolidation of Original Productions following the acquisition by FremantleMedia of 75 per cent in this US based production company.

Taking the above changes into account, along with other minor scope changes, and at constant exchange rates, underlying revenue decreased 10.4 per cent to EUR 2,527 million (2008: EUR 2,821 million).

On a reported basis, RTL Group revenue decreased to EUR 2,588 million (2008: EUR 2,864 million), due to the weak state of the TV advertising markets in which the Group operates.

Reported EBITA decreased to EUR 318 million (2008: EUR 502 million). Before restructuring costs, start-up losses and a special programme write-down at Five, EBITA was EUR 395 million (2008: EUR 519 million). The reported EBITA margin was 12.3 per cent compared to 17.5 per cent in 2008.

To compensate for the revenue decline, all of our profit centres have implemented varying degrees of cost cutting measures. These include savings in the programme grid, overheads and also personnel costs. Although reported Group operating expenses only fell 4.5 per cent,

¹ Source: Industry/IREP and RTL Group estimates

² Target group: 14-49

³ Target group: housewives under 50

⁴ Target group: 16+

⁵ Target group: shoppers 20-49, 18-24h

⁶ Target group: shoppers 18-54, 17-23h

⁷ Source: Antena 3 estimate

⁸ Target group: 16-54

on a constant scope basis, excluding restructuring costs and other one-off effects, operating costs fell EUR 198 million or 8.2 per cent compared to the first half of 2008 – this represents a compensation of 68 per cent of the Group's underlying revenue decrease.

In our core broadcasting business, our main TV channels reduced their cost base as follows:

- Germany – RTL Television, Vox, N-TV: EUR 97 million (minus 15 per cent)
- France – M6 main channel: EUR 48 million (minus 17 per cent)
- The Netherlands – RTL 4, 5, 7, 8: EUR 17 million (minus 11 per cent)
- UK – Five Group: EUR 22 million (minus 13 per cent)

An impairment of goodwill was recorded in the interim financial information for the period ended 30 June 2009 amounting to EUR 211 million. This impairment 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.

The net financial loss of EUR 10 million (2008: income of EUR 25 million) reflects fair value adjustments and a net interest expense of EUR 4 million (2008: income of EUR 10 million).

The income tax expense increased to EUR 136 million (2008: EUR 124 million).

The loss attributable to RTL Group shareholders for the period was EUR 105 million (2008: profit of EUR 338 million).

Adjusted earnings per share, which represents the net profit for the period attributable to RTL Group shareholders before impairment of goodwill and disposal groups, 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 impacts, decreased to EUR 1.01 (2008: EUR 2.18).

Net cash position

The consolidated net cash position at 30 June 2009 decreased to EUR 404 million (31 December 2008: net cash of EUR 876 million), due to high dividend payments made in the first half of 2009 and reduced advertising revenue.

Review by segments

Revenue In EUR million	Half year to June 2009	Half year to June 2008*	Per cent change (%)	Per cent of total 2009 (%)
Mediengruppe RTL Deutschland	823	1,010	(18.5)	31.8
Groupe M6	678	709	(4.4)	26.2
FremantleMedia	570	567	+0.5	22.0
Five Group	138	212	(34.9)	5.3
RTL Nederland	177	212	(16.5)	6.8
RTL Belgium	104	108	(3.7)	4.0
French radio	82	94	(12.8)	3.2
Other segments	143	81	+76.5	5.6
Eliminations	(127)	(129)	+1.6	(4.9)
Total revenue	2,588	2,864	(9.6)	100.0

EBITA In EUR million	Half year to June 2009	Half year to June 2008*	Per cent change (%)	Per cent of total 2009 (%)
Mediengruppe RTL Deutschland	158	212	(25.5)	49.7
Groupe M6	111	107	+3.7	34.9
FremantleMedia	87	97	(10.3)	27.4
Five Group:				
<i>Operating EBITA</i>	(19)	3	<i>n.a.</i>	(6.0)
<i>Restructuring costs</i>	(8)	(3)	>100.0	(2.5)
<i>Non-recurring items</i>	(22)	-	<i>n.a.</i>	(6.9)
RTL Nederland	16	34	(52.9)	5.0
RTL Belgium	19	18	+5.6	6.0
French radio	8	17	(52.9)	2.5
Other segments	(32)	8	<i>n.a.</i>	(10.1)
Eliminations	0	9	<i>n.a.</i>	0.0
Reported EBITA	318	502	(36.7)	100.0

* Restated following adoption of IFRS 8 "Operating Segments"

Mediengruppe RTL Deutschland

In EUR million	Half year to June 2009	Half year to June 2008	Per cent change (%)
Revenue	823	1,010	(18.5)
EBITA	158	212	(25.5)

Financial results

Due to the downturn of the German TV advertising market – estimated to have dropped 14.0 per cent in the first half of 2009 –, to high pressure on discounts on spot prices and to the deconsolidation of RTL Shop, which was sold in August 2008, revenue of **Mediengruppe RTL Deutschland** decreased by 18.5 per cent to EUR 823 million (2008: EUR 1,010 million).

Following an exceptional 2008 for Mediengruppe RTL Deutschland, during which the company increased its net advertising share to more than 46 per cent, it was expected that competitors would win back some market share during 2009. In the first half of the year, the combined estimated net share of Mediengruppe RTL Deutschland (including RTL II) decreased to 42.3 per cent (2008: 45.8 per cent).

The profit centre's EBITA decreased 25.5 per cent to EUR 158 million (2008: EUR 212 million), mainly reflecting the significant shortfall of advertising revenue. However, Mediengruppe RTL Deutschland has reacted quickly to the crisis. Operating expenses in the core TV business (RTL Television, Vox, N-TV) have been reduced by EUR 97 million or 15 per cent year on year, mainly resulting from programme cost savings at the channels RTL Television and Vox.

Audience ratings

Despite these 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 34.2 per cent (2008: 32.7 per cent). As a result, the RTL family of channels also increased its market leadership over its main commercial competitor ProSiebenSat1 (29.7 per cent) and the public channels (23.8 per cent).

This positive development was mainly driven by the flagship channel **RTL Television** which was again the number one choice among young viewers by a large margin. With a 16.7 per cent audience share (2008: 15.6 per cent) in its main target group, the channel achieved its best half-year result since 2004, coming in almost 5 percentage points ahead of the number two commercial channel, ProSieben (11.8 per cent). Compared to the first half of 2008, RTL Television increased its audience share among young viewers by 1.1 percentage points – the biggest gain recorded by any channel in the reporting period.

RTL Television also broadcast the most-watched programme on German TV during the first six months of 2009: the boxing match between Vitali Klitschko and Juan Carlos Gomez on 21 March 2009 attracted 10.86 million viewers – a total audience share of 47.4 per cent.

RTL Television was particularly successful in prime time, 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.

In January, 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 talent 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.

With *Dr. House* (average audience share 14 to 49: 24.4 per cent) and *CSI: Miami* (average audience share 14 to 49: 22.9 per cent), the most popular US series on German television were again broadcast by RTL Television. Real-life coaching formats such as *Raus aus den Schulden* (Get Out of Debt), *Rach – Der Restauranttester*, *Die Super Nanny* and *Die Ausreißer – Der Weg zurück* (The Runaways) also performed strongly in prime time.

RTL Television's main news programme *RTL Aktuell* was once again way ahead of its competition among young viewers, scoring an average audience share of 20.4 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.

In the first half of 2009, **Vox's** audience share in the target group of 14 to 49-year-old viewers remained stable at 7.3 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: 10.5 per cent) and *Unter Volldampf* (Pressure Cooking – average audience share 14 to 49: 8.1 per cent).

In addition to established quality US series such as *CSI: NY*, *Law & Order: Criminal Intent*, *Shark* and *Crossing Jordan*, Vox successfully launched the new hit series *Life* (average audience share 14 to 49: 11.7 per cent). The channel's *Starkino* on Thursday evenings continues to be a favourite among movie fans (average audience share 14 to 49: 10.4 per cent). Other popular formats include the celebrity magazine *Prominent!* on Sunday nights, the car magazine *Auto Mobil* on Sunday afternoons, and an array of high-quality TV documentaries.

RTL II achieved a 6.4 per cent audience share in the 14 to 49 target group during the first half of 2009, slightly up from 6.3 per cent in the same period of 2008. Key elements of the channel's programme grid were popular docu soaps such as *Die Kochprofis*, *Frauentausch* and *Zuhause im Glück* 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: 8.2 per cent). On Thursday evenings, the US series *Law & Order: New York* (Law & Order: Special Victims Unit) again significantly improved its audience share among young viewers over the previous year, averaging 7.0 per cent in the first half of 2009.

Super RTL increased its audience share in its key target group of 3 to 13-year-olds to 21.7 per cent (2008: 20.4 per cent), well ahead of its two competitors, Kika (16.1 per cent) and Nick (8.9 per cent). The channel has been the clear leader in Germany's children's TV market for 11 consecutive years. Super RTL's pre-school strand, *Toggolino*, owes its success to the classic *Caillou* with an average audience share of 51.9 per cent in the 3 to 13 demographic, as well as to new formats such as *Chuggington* (average audience share 3 to 13: 48.7 per cent). In

access prime time, Super RTL once again scored with live-action formats such as Disney's *Hannah Montana* and *Hotel Zack & Cody*.

The news channel **N-TV** had the best first half 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*.

New media and diversification activities

Within Mediengruppe RTL Deutschland, **RTL Interactive** is responsible for diversification activities including digital content and services. At the beginning of 2009, the former subsidiaries RTL Enterprises (licensing) and RTL Games (games publishing) were integrated as new business units into RTL Interactive. The games publishing unit continued its success with the strong sales performance of the sequel to the internationally available video game, *RTL Winter Sports 2009*.

During the first half of 2009, the RTL Interactive websites continued to focus on the expansion of professionally produced video content, which attracts large numbers of internet users and is attractive to advertisers. Combining the catch-up TV service *RTLnow.de*, the channel websites *RTL.de* and *Vox.de* plus the thematic portals *Kochbar.de* and *Frauenzimmer.de*, the number of video views increased to 117 million, up 40 per cent compared to the first half of 2008. This development was particularly 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, including *Clipfish.de*.

The catch-up TV service *RTLnow.de* registered 66 million views of long-form videos – complete episodes of series or shows – in the first six months of 2009, up 10.3 per cent year on year. On 1 July 2009, Vox and RTL Interactive launched a similar service called *Voxnow.de*.

In February, RTL Interactive announced the complete acquisition of *Wer-kennt-wen.de*, taking over the remaining 51 per cent share of the internet platform. With 6.6 million members at the end of June 2009 and 6.21 million unique users per month, *Wer-kennt-wen.de* has become the leading social network in Germany.

RTL Interactive also stepped up its mobile internet activities in the first half of 2009. In January the company launched the mobile portal of the cooking community *Kochbar.de* in co-operation with Vox. The launch of the mobile version of the channel's website *Vox.de* followed in April. In the same month, RTL Interactive launched an iPhone application for Formula 1 news, including integrated videos, and has massively expanded RTL video content for mobile internet devices.

Groupe M6

In EUR million	Half year to June 2009	Half year to June 2008	Per cent change (%)
Revenue	678	709	(4.4)
Reported EBITA	111	107	+3.7

Financial results

Reported revenue of Groupe M6 decreased 4.4 per cent to EUR 678 million (2008: EUR 709 million). This comparatively limited revenue shortfall reflects the group's resilience in a strong economic downturn, based on its diversified portfolio and balanced mix of revenue streams. Advertising revenue at the main channel M6 fell 14.0 per cent, while the overall net TV advertising market in France was estimated to be down 18.5 per cent in the first half of 2009. As a result, Groupe M6's net advertising market share increased to 24.4 per cent (2008: 22.5 per cent). Revenue from Groupe M6's digital channels continued to grow strongly, up 12 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 4.9 per cent.

Despite the revenue decrease, reported EBITA increased slightly to EUR 111 million (2008: EUR 107 million). The main factors compensating for the shortfall in advertising revenue were: higher profit contributions from Groupe M6's digital channels and audiovisual rights business, first results from the company's cost savings plan and significantly lower programme costs at the main channel M6, as the company did not re-invest the EUR 46 million spent last year for the European football championship.

Audience ratings

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 of housewives aged under 50 remained almost stable at 17.5 per cent (2008: 17.7 per cent). As a result, **M6** not only remained the second most popular channel in France in this demographic, but also continued to reduce the gap to the market leader TF1. In the important midday to midnight time slot, M6 was the only major channel to improve its ratings in the commercial target group.

M6 mainly profited from its strong access prime time line-up, with the factual entertainment show *Un dîner presque parfait* (Come Dine With Me) and the news show *100% mag* making M6 the most watched channel in the main commercial target group in the 18:00 to 19:40 time slot. Overall, M6's audience share in access prime time (18:00 to 20:30) among housewives aged under 50 increased significantly to 22.1 per cent in the first half of 2009 (2008: 19.7 per cent). In prime time, the channel continued to score high ratings 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*.

Groupe M6's main digital channel, **W9**, performed strongly in the first half of 2009. The channel's total audience share increased to 2.3 per cent (2008: 1.6 per cent), and the channel confirmed its leading position among the DTT channels, with an average audience share of 5.1 per cent among viewers aged under 50 living in DTT-equipped households.

Underlining its positioning as a 'mini-generalist' channel, W9 scored high ratings in various genres, including movies, the US series *Missing*, the factual entertainment formats *Cauchemar en cuisine* (Kitchen Nightmares) and *Le convoi de l'extrême* (Ice Road Truckers), and the Spanish series *Un, Dos, Tres* (Un Paso Adelante) in access prime time, plus the *Idols* spin-off *Nouvelle Star – ça continue* during late night. On 9 March 2009, W9 set a new ratings record for a DTT channel, attracting 1.4 million viewers with the movie *Mr & Mrs Smith*.

In the pay-TV environment, Groupe M6's channels confirmed their leading positions in their key target groups. Among the 74 channels included in the cable/satellite category (Médiamétrie, MediaCabSat), **Paris Première** was the most watched channel among upper middle class individuals (audience share: 1.0 per cent), while **Téva** was again the top choice of housewives aged under 50 (audience share: 1.3 per cent).

The combined total audience share of the Groupe M6 channels increased to 14.0 per cent (2008: 13.7 per cent), making it the only family of channels with growing ratings.

New media and diversification activities

During the first half of 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 the overall share of non-advertising revenue increased to 45.3 per cent, compared to 41.6 per cent in the first half of 2008.

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 120 million programmes have been watched on the platform. The service currently counts almost 2 million unique users each month, who watch close to 11 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, Free and Numericable, M6 Replay is also available on TV screens (via IPTV) and mobile devices. Based on the positive uptake from advertising clients, the platform is expected to break even in 2009.

After the integration of Cyréalys 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** significantly improved its market position. In the first half of 2009, Groupe M6 reached an average audience of 12 million unique users per month across all its internet sites, compared to 7 million unique users in the first half of 2008.

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

Finally, 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), and therefore qualify for the UEFA Champions League for the second consecutive year.

FremantleMedia

In EUR million	Half year to June 2009	Half year to June 2008	Per cent change (%)
Revenue	570	567	+0.5
Reported EBITA	87	97	(10.3)

Financial results

Revenue at FremantleMedia was broadly stable at EUR 570 million (2008: EUR 567 million) while reported EBITA decreased to EUR 87 million (2008: EUR 97 million) mainly due to general pressure on the profit margins in times of economic crisis and a significantly lower production volume for the UK drama series *The Bill*.

Production business

In the first half of 2009, FremantleMedia continued to produce the highest rated entertainment shows in the biggest TV markets worldwide, including the US, the UK, Germany, Australia and France.

In the US, *American Idol* was again the country's most watched prime time entertainment show. Season eight of the programme, broadcast by the Fox network, achieved an average audience share of 26.1 per cent among viewers aged 18 to 49. Its launch episode attracted an audience of 30.4 million viewers, making it the highest rated show of the 2008/09 season. Returning to NBC on 23 June 2009, the fourth season of *America's Got Talent* has become NBC's highest rated prime time entertainment show so far this year, with a peak audience of 12.9 per cent. On air since 1972, *The Price Is Right* on CBS remained the number one daytime game show in the US, averaging 4.5 million viewers.

In the UK, series three of *Britain's Got Talent*, shown on ITV 1, was the most successful yet, achieving an average audience of 13.3 million viewers and 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 *Britain's Got Talent* the highest rated entertainment show this decade and the top performing programme of 2009. Contestant Susan Boyle – who performed three times on the show – became a worldwide phenomenon within days. Since her first audition, Susan Boyle clips have been watched almost 200 million times on YouTube worldwide, making her one of the most viewed video stars ever on the video platform.

FremantleMedia also produced top-rated programmes for the other major channels in the UK, including season five of *The Apprentice* 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.

Season six of *Deutschland sucht den Superstar* (Idols) proved another ratings hit with German viewers, scoring an average audience share of 30.6 per cent among young viewers for RTL Television. *Gute Zeiten, schlechte Zeiten*, also on RTL Television, remained the country's highest rated serial drama.

FremantleMedia's formats continue to travel well. *Hole In The Wall*, a Japanese game show, was produced in nine additional territories during the first six months of 2009, and has now travelled to 37 in total. *Take Me Out*, a dating format developed by FremantleMedia France, was commissioned in five new territories in the first half of 2009, and has now been sold to seven in total.

As part of its global growth strategy, combining 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 *Verminators*, in February 2009.

FremantleMedia Enterprises (FME)

Through their international distribution network, **FME** continued to close numerous deals for the UK drama series *The Adventures of Merlin*. As at 30 June 2009, the programme had been sold to a total of 52 broadcasters in more than 180 countries. Season two is currently in production and will air on BBC One in the autumn. The *Britain's Got Talent* website, created by FME Licensing UK, enjoyed huge success with more than 16 million total visits and 53 million videos watched. In a unique extension of the *Idols* brand, FME succeeded in closing a deal to create a TV programme-based attraction, *The American Idol Experience*, at Walt Disney World Resort, Florida. Since opening in February 2009, the attraction has drawn more than 5,000 visitors daily.

RTL Nederland

In EUR million	Half year to June 2009	Half year to June 2008	Per cent change (%)
Revenue			
TV	151	181	(16.6)
Radio	26	31	(16.1)
Total	177	212	(16.5)
EBITA			
TV	8	21	(61.9)
Radio	8	13	(38.5)
Total	16	34	(52.9)

Financial results

Total revenue at **RTL Nederland** was down 16.5 per cent to EUR 177 million (2008: EUR 212 million) as TV and radio advertising revenue decreased considerably. The Dutch TV advertising market was estimated to be down 11.6 per cent, with RTL Nederland taking 39.9 per cent of the market, up from 38.6 per cent in 2008.

Total EBITA of the profit centre fell to EUR 16 million (2008: EUR 34 million). The EBITA impact of the revenue shortfall was limited thanks to an early focus on cost reduction. The TV

activities reduced their operating costs by EUR 17 million or 11 per cent in the first half of 2009, mainly driven by programme cost savings and lower personnel costs resulting from the company's restructuring in 2008 and the outsourcing of Broadcast Operations, the company's technical facilities.

Audience ratings

RTL Nederland's family of channels achieved a combined prime time audience share of 32.7 per cent in the main commercial target group of shoppers aged 20 to 49, up 2.2 percentage points from the first half of 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 (25.8 per cent).

The ratings increase was mainly driven by the flagship channel **RTL 4**, which grew its average audience share strongly from 14.7 to 17.4 per cent in this target group. The channel's theme nights on weekdays consist of a diverse range of established programmes and new formats which have attracted large audiences, including factual entertainment formats such as *Uitstel Van Executie*, *Mijn Tent Is Top* and *De Froggers: Effe Geen Cent Te Makken* and US crime series such as *CSI* and *Bones*. Weekend nights are dominated by family entertainment formats and shows, including *X Factor*, *Ik Hou Van Holland* and the successful new comedy format *De TV Kantine*. 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 performed very well in the first half of 2009.

RTL 5 finished the first half of 2009 with a 9.6 per cent audience share in the 20 to 34-year-old demographic, slightly up from 9.3 per cent in 2008, with blockbuster movies, reality formats (*Holland's Next Top Model*, *Project Catwalk*), 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 6.6 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** remained stable with an audience share of 3.5 per cent in its key target group of women aged 20 to 49.

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. The synergies between RTL Nederland's TV and radio activities have been strengthening. For example, Radio 538 hosts a series of popular events and promotions in cooperation with the RTL TV channels. This includes the highly popular Queen's Day party in Amsterdam in cooperation with RTL 5, or Hotel 538, a meet and greet between *X Factor* finalists and Radio 538 listeners. In the first half of 2009, Radio 538 achieved an average audience share of 16.8 per cent among listeners aged 20 to 49 (2008: 17.3 per cent), making it the country's leading radio station by a large margin.

New media and diversification activities

RTL Nederland's internet activities grew strongly in the first half of 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*, plus a variety of websites dedicated to popular formats such as *X Factor* – increased its average number of unique users per month by 33 per cent to 5 million.

The number of video views almost doubled to 87 million in the first half of 2009. 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 catch-up TV service *RTLGemist.nl* will soon also be available on TV screens, following an agreement with cable operator UPC Nederland. In addition, an entirely new functionality will be added to UPC's on demand service, which will enable viewers to watch episodes of several TV series before they are actually broadcast on RTL Nederland's channels.

Five Group

In EUR million	Half year to June 2009	Half year to June 2008	Per cent change (%)
Revenue	138	212	(34.9)
<i>Revenue in local currency</i>	124	164	(24.4)
EBITA Five main channel	(11)	11	n.a.
EBITA Five digital channels	(8)	(8)	0.0
Operating EBITA	(19)	3	n.a.
Restructuring costs	(8)	(3)	>100.0
Programme write down	(22)	-	n.a.

Financial results

In a net TV advertising market estimated to be down 18.0 per cent year on year, revenue of the **Five Group** fell 34.9 per cent to EUR 138 million (2008: EUR 212 million). In local currency, revenue was down 24.4 per cent. After several years of growing advertising market shares, the Five family of channels – including the digital channels Five USA and Fiver – lost market share in the first half of 2009. From January to June 2009, the Five family accounted for 7.9 per cent of the net TV advertising market (2008: 8.9 per cent).

One of the principal reasons for the disproportionate revenue fall was that Five did not reach sales agreements with a number of media agencies during the first quarter of 2009. Following negotiations, trading with these agencies have resumed at improved terms than those originally offered.

The profit centre reported an operating loss of EUR 19 million (2008: operating profit of EUR 3 million). This figure excludes restructuring costs of EUR 8 million and a programme write-down amounting to EUR 22 million. The programme write-down relates to revised revenue expectations for acquired US series, based on weak market conditions and a revised programme grid.

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 includes leaner management structures and a significant headcount reduction. 87 positions out of a total workforce of 354 have been impacted. At the same time, Five has undertaken stringent cost management measures across its channels so as to manage the EBITA impact of the advertising revenue shortfall. The business has focused on commercially valuable parts of the schedule, such as prime time. The Five Group reduced its underlying operating costs by EUR 22 million or 13 per cent in the first six months of 2009, mainly as a result of significant programme cost savings based on fewer first runs and renegotiations of contracts with suppliers.

Audience ratings

In terms of adult share of viewing, Five was the only terrestrial family of channels in the UK to increase its share in the first half of 2009, up slightly to 6.44 per cent (2008: 6.39 per cent), while the ITV and Channel 4 families of channels lost audience share. The audience share of Five, the main channel, among viewers aged 16 and over was 5.1 per cent (2008: 5.3 per cent).

Cornerstones of the **Five** schedule, such as the *CSI* franchises, attracted some of Five's highest ever audiences during the reporting period. A *CSI* episode airing on 17 March 2009, which featured 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. A new US crime drama, *The Mentalist*, which commenced on 26 March, became Five's biggest acquired debut ever, with 4.12 million adults, and an 18.3 per cent share among viewers aged 16+.

New and returning UK originated content also scored strong ratings. New factual series *Cowboy Builders* averaged 1.7 million adult viewers and 7.5 per cent share of their viewing. Similarly a second series *Extreme Fishing With Robson Green* saw a 33 per cent uplift in viewers and a 20 per cent rise in share to an average of 1.6 million adult viewers and a 6.1 per cent share. The channel set a new audience record for its exclusive terrestrial coverage of the test cricket highlights (1.4 million adult viewers). Five's line-up of Australian soaps – *Neighbours* and *Home & Away* – also retains a vast fan base, not only on the main channel, but also on the digital channel Fiver.

In the digital arena, Five's digital channels, **Fiver** and **Five USA**, both experienced growth during the period. Within multichannel homes, the digital channel portfolio grew 16 per cent year on year to 1.43 per cent (2008: 1.23 per cent). This in part reflected the completion of the rebranding of the channels, with Five US being relaunched with an enhanced schedule as Five USA on 16 February. The rebranding contributed to the channels in June achieving their best share on record: a combined 1.53 per cent of adult viewing.

New media and diversification activities

The period saw Five begin to reap the dividends of its increased online presence, including its main website *Five.tv*, its revamped on-demand service Demand Five and a portfolio of portals aimed at key target groups such as young males and soap fans.

In the first half, there was a 27 per cent increase in monthly unique visitors to Five's websites to an average of 1.6 million (2008: 1.26 million). The relaunched catch-up TV service, **Demand Five**, experienced exponential growth as the site added more and more episodes of popular series such as *CSI*, *Neighbours* and *Fifth Gear*. The number of long-form videos delivered via

Demand Five rose from an average of 4,400 per month served by the limited download service that was in operation in the first half of 2008 to 1.4 million per month in the current period. Each programme viewed on Demand Five carries pre- and mid-roll advertising sold by Five Digital Sales. In all, 22 million long- and short-form video streams were served by Five's family of websites during the period.

Five has also won plaudits for its efforts to grow its brand presence offline as well. 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. Plans are underway to repeat the event next year.

RTL Belgium

In EUR million	Half year to June 2009	Half year to June 2008	Per cent change (%)
Revenue			
TV	79	79	+/-0
Radio	25	29	(13.8)
Total	104	108	(3.7)
EBITA			
TV	10	6	+66.7
Radio	9	12	(25.0)
Total	19	18	+5.6

Financial results

Revenue at the Belgian profit centre, which includes TV and radio activities, decreased 3.7 per cent to EUR 104 million (2008: EUR 108 million). The net TV advertising market in French-speaking Belgium was estimated to be down 9.6 per cent, with **RTL Belgium** slightly 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 of the profit centre increased to EUR 19 million (2008: EUR 18 million) as operating costs at RTL Belgium's core TV business reduced by EUR 11 million or 16 per cent year on year.

Audience ratings

The RTL family of TV channels significantly enhanced its position as the leader in French-speaking Belgium with an average prime time audience share of 39.6 per cent in the target group of shoppers aged 18 to 54 – 4.2 percentage points higher than in the first half of 2008 (35.4 per cent).

All three channels reported higher ratings, in particular the flagship **RTL-TVI** which achieved an average prime time audience share of 28.2 per cent in the main commercial target group, up 2.3 percentage points year on year. **Plug RTL** continued its audience growth following last year's rebranding and repositioning. Its prime time audience share among young viewers aged 15 to 34 increased to 5.4 per cent (2008: 3.8 per cent). **Club RTL** ended the first half of 2009 with a prime time audience share of 8.0 per cent in its main target group of male viewers aged 18 to 54 (2008: 7.4 per cent).

According to the most recent CIM audience survey, covering January to June 2009, **Radio Contact** has taken 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 is followed by **Bel RTL**, which achieved an audience share of 17.2 per cent (2008: 19.5 per cent). In terms of daily reach, Bel RTL remained the market leader. 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).

New media and diversification activities

In the first half of 2009, the number of video views across RTL Belgium's websites increased by a massive 121 per cent to more than 12.2 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 the number of unique visitors per day by 56 per cent year on year, while *RTL à l'infini*, the video on demand platform, also recorded sound progresses with 33 per cent more videos ordered by digital TV subscribers than during the first half of 2008.

In June, RTL Belgium launched a new mobile offer in partnership with KPN Telecom. *Allo RTL* combines exclusive RTL content with competitive pricing schemes.

French radio

In EUR million	Half year to June 2009	Half year to June 2008	Per cent change (%)
Revenue	82	94	(12.8)
Reported EBITA	8	17	(52.9)

Financial results

In a net radio advertising market estimated to be down 14.3 per cent, reported revenue of the French radio profit centre declined 12.8 per cent to EUR 82 million (2008: EUR 94 million). The net advertising share of the RTL radio family increased slightly to 27.9 per cent (2008: 27.7 per cent). Reported EBITA was EUR 8 million, down from EUR 17 million in the first half of 2008. Operating costs of the profit centre were down 3 per cent, mainly due to lower personnel costs.

Audience ratings

In the latest audience survey (Médiamétrie April to June 2009), RTL Group's French radio family achieved a combined audience share of 19.2 per cent, down from 20.5 per cent in the April to June 2008 survey.

The audience share of the flagship station **RTL** was 12.5 per cent (April to June 2008: 13.3 per cent), making RTL the number one radio station in France for the seventh consecutive year. The general interest station was also the clear leader in the other key ratings criteria – daily accumulated audience and time spent listening. The audience shares of the two musical stations, **RTL 2** and **Fun Radio**, both decreased slightly.

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 175,800 in the first half of 2009, up 105 per cent year on year. The launch of digital radio broadcasting is planned for the end of the year.

RTL Radio's website, *RTL.fr*, has confirmed its position as the number one radio site in France. With 3.11 million unique visitors in June 2009, the site achieved its highest score ever and more than doubled its audience compared to June 2008.

Other segments

This profit centre comprises the fully consolidated businesses Alpha Media Group (Greece), RTL Televizija (Croatia), RTL Klub (Hungary), 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).

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 declined by an estimated 25.5 per cent in the first half of 2009 – the new local management initiated a comprehensive restructuring and stringent cost reduction measures. As a result, operating costs were reduced significantly in the reporting period. Revenue of Alpha Media Group amounted to EUR 37 million, while EBITA was minus EUR 23 million, including restructuring costs of EUR 3 million.

Step by step, local management has started to change the programme grid of Alpha TV, positioning it as a general-interest channel with a focus on entertainment. With local adaptations of internationally successful formats the channel scored high ratings in its main target group of viewers aged 15 to 44, including *Come Dine With Me*, *Kitchen Nightmares*, *The Farmer Wants A Wife* and *Chart Show*. In access prime time, *Come Dine With Me* has become the most watched show in its time slot, achieving audience shares of up to 38.5 per cent.

Other hit formats on Alpha TV included the morning entertainment show *Kafes me tin Eleni*, the real life entertainment programme *Pame Paketo* and the satirical comedy show *Al Tsantiri Niouz*, which remained the channel's – and the market's – most successful show with an average total audience share of 49.6 per cent in 2009.

In a very short time frame, the new programming strategy has already proven successful as Alpha TV's audience share in the commercial target group increased each month from January 2009 (12.4 per cent) to June 2009 (15.8 per cent), finishing the first half of the year with an average audience share of 14.0 per cent (2008: 12.7 per cent).

In a Croatian TV advertising market, which fell by an estimated 24.7 per cent, revenue of **RTL Televizija** decreased 16.7 per cent to EUR 20 million (2008: EUR 24 million). Consequently, the channel's net TV advertising market share increased to 44.9 per cent (2008: 40.2 per cent). EBITA was minus EUR 5 million (2008: minus EUR 1 million), reflecting the shortfall in advertising revenue and higher programme costs, which mainly related to the handball world championship in January 2009.

Over two weeks in January 2009, RTL Televizija broadcast more than 70 hours of handball 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. The match scored an audience share of 81.3 per cent among young viewers, and a total audience share of 74.9 per cent. The channel also profited from highly popular shows such as *Podijedi Solu* (Beat The Host) and *Hvratska trazi zvizjedu* (Idols).

In the first half of 2009, RTL Televizija remained the market leader in the main commercial target group of viewers aged 18 to 49, both in prime time and over the whole day. While the channel clearly increased its average audience share in prime time, by 2.2 percentage points to 29.4 per cent, the all-day audience share was slightly down to 26.5 per cent (2008: 27.0 per cent).

RTL Klub remained the undisputed market leader in Hungary with a prime time audience share of 30.0 per cent in the key demographic of 18 to 49 year-old viewers (2008: 33.0 per cent), 6.9 percentage points ahead of its closest rival TV2. In a net TV advertising market estimated to be down 17.6 per cent, the channel's market share decreased to 46.1 per cent (2008: 48.8 per cent).

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 interim accounts as from 1 April 2009. Revenue amounted to EUR 27 million and EBITA to EUR 5 million (profit share based upon equity accounting in 2008: EUR 5 million).

Grupo Antena 3: Across RTL Group's European markets, the Spanish net TV advertising market was hit hardest by the economic downturn in the first six months of 2009, falling by an estimated 30.9 per cent. Grupo Antena 3 managed to outperform the market with the company's TV ad revenues declining by 25.7 per cent. As a result, its net share of the TV advertising market increased to 25.5 per cent (2008: 23.7 per cent).

Grupo Antena 3's operating expenses decreased 2.8 per cent in the first half of 2009. For the full year 2009, the group aims to reduce its operating expenses by 5.0 per cent.

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 16.1 per cent in the first half of 2009 (2008: 16.7 per cent), as the audience share of the main commercial competitor, Telecinco, dropped 5.0 percentage points to 15.4 per cent.

On a 100 per cent basis, consolidated revenue of Grupo Antena 3 fell 23.4 per cent to EUR 365 million (2008: EUR 477 million), while operating profit (EBITDA) declined to EUR 46 million (2008: EUR 148 million) and net profit dropped to EUR 23 million (2008: EUR 80 million).

The profit share of RTL Group was EUR 5 million (2008: EUR 16 million).

Ren TV's audience share in its main target group of viewers aged 18 to 54 increased to 6.1 per cent in the first half of 2009 (2008: 5.2 per cent).

The profit share of RTL Group was a loss of EUR 1 million (2008: EUR nil million), reflecting the significant revenue decrease in a TV advertising market which was estimated to have dropped by 20 per cent in local currency. The channel has reacted to the economic downturn with a comprehensive cost-cutting programme. In the first half of 2009, operating expenses, in local currency, were down 19 per cent year on year.

Principal risks and uncertainties

RTL Group derives the majority of its revenue from the various advertising markets in which the Group operates. This is an area highly exposed to the general downturn in the economy, and most markets therefore declined by double-digits compared to last year.

The state of the advertising markets is just one of the key operational drivers – other drivers include audience shares, advertising market shares and programme costs. Should any of these key drivers change substantially compared to the Group's position as at 30 June 2009, then the Group would be impacted – either positively or negatively – in the second half of 2009.

The Group continues to monitor its cost base closely and further restructuring costs cannot be ruled out – which would have a short-term negative impact on earnings.

The Annual Report 2008 sets out the most significant risk factors relating to RTL Group's operations at the time of that report. RTL Group does not consider that these principal risks and uncertainties have changed. However additional risks and uncertainties not currently known to the Group, or that the Group does not currently deem material, may also have an adverse effect on its business.

Major related party transactions

RTL Group's major related party transactions are with its largest shareholder, Bertelsmann AG. The related party transactions cover two main areas: financing and tax. Financing is provided to Bertelsmann AG, by RTL Group, using a mixture of overnight and short-term (1 to 3 months) deposits.

The main related party transaction concerning tax concerns the tax pooling of its indirect subsidiary RTL Group Deutschland GmbH ("RGD") into Bertelsmann Capital Holding GmbH ("BCH"), a direct subsidiary of Bertelsmann AG. 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 transfer and an additional commission ("Commission") amounting to 50 per cent of the tax saving based upon the taxable profit of RGD.

Bertelsmann AG grants to RTL Group a number of its assets as security for all payments linked to the above deposits and receivable linked to the PLP Agreement.

Management does not expect any major changes to the terms and conditions governing these related party transactions for the remainder of 2009. Further detail on related party transactions can be found in note 8 to the interim financial statements.

**Condensed consolidated interim financial information
As at and for the six months ended 30 June 2009**

CONDENSED CONSOLIDATED INTERIM INCOME STATEMENT
For the six months ended 30 June

	2009	2008
<i>In EUR million</i>		
Revenue	2 588	2 864
Other operating income	30	21
Consumption of current programme rights	(877)	(977)
Depreciation, amortisation and impairment	(82)	(76)
Other operating expense	(1 347)	(1 361)
Impairment of goodwill and amortisation of fair value adjustments on acquisitions of subsidiaries and joint ventures	(233)	(19)
Gain from sale of subsidiaries, joint ventures and other investments	-	7
Profit from operating activities	<u>79</u>	<u>459</u>
Share of results of associates	5	31
Earnings before interest and taxes ("EBIT")	<u>84</u>	<u>490</u>
Interest income	11	28
Interest expense	(15)	(18)
Financial results other than interest	(6)	15
Profit before taxes	<u>74</u>	<u>515</u>
Income tax expense	(136)	(124)
Profit / (Loss) for the period	<u>(62)</u>	<u>391</u>
Attributable to:		
RTL Group shareholders	(105)	338
Minority interest	43	53
	<u>(62)</u>	<u>391</u>

EBITA*	318	502
Impairment of goodwill of subsidiaries and joint ventures and of disposal group	(210)	-
Impairment of goodwill of associates	(1)	-
Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures	(23)	(19)
Gain from sale of subsidiaries, joint ventures and other investments	-	7
Earnings before interest and taxes ("EBIT")	<u>84</u>	<u>490</u>

Earnings per share (in EUR)

- Basic	(0.68)	2.20
- Diluted	(0.68)	2.20

* 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 / loss from sale of subsidiaries, joint ventures and other investments.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME
For the six months ended 30 June

<i>In EUR million</i>	2009	2008
Profit/(Loss) for the period	(62)	391
Other comprehensive income		
Foreign currency translation differences	(16)	(30)
Cash flow hedges	(21)	(22)
Income tax	-	7
	<u>(21)</u>	<u>(15)</u>
Change in fair value on available-for-sale financial assets	3	(2)
Income tax	-	-
	<u>3</u>	<u>(2)</u>
Defined benefit plan actuarial gains	3	9
Income tax	(1)	(2)
	<u>2</u>	<u>7</u>
Share of other comprehensive income of associates	(8)	(1)
Other comprehensive income for the period, net of income tax	<u>(40)</u>	<u>(41)</u>
Total comprehensive income for the period	<u>(102)</u>	<u>350</u>
Attributable to :		
RTL Group shareholders	(143)	296
Minority interest	41	54
Total comprehensive income for the period	<u>(102)</u>	<u>350</u>

CONDENSED CONSOLIDATED INTERIM BALANCE SHEET

In EUR million

	30 June 2009	31 December 2008
Non-current assets		
Programme rights	107	109
Goodwill	2 672	2 839
Other intangible assets	305	305
Property, plant and equipment	365	347
Investments in associates	399	442
Loans and other financial assets	230	589
Deferred tax assets	457	503
	4 535	5 134
Current assets		
Programme rights	1 254	1 137
Other inventories	32	32
Income tax receivable	36	105
Accounts receivable	2 107	2 154
Cash and cash equivalents	235	383
	3 664	3 811
Current liabilities		
Loans and bank overdrafts	70	18
Income tax payable	141	229
Accounts payable	2 066	2 108
Provisions	140	135
	2 417	2 490
Net current assets	1 247	1 321
Non-current liabilities		
Loans	93	93
Accounts payable	334	294
Provisions	139	121
Deferred tax liabilities	79	83
	645	591
Net assets	5 137	5 864
Equity attributable to RTL Group shareholders	4 555	5 277
Equity attributable to minority interest	582	587
	5 137	5 864

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY
For the six months ended 30 June

<i>In EUR million</i>	Share capital	Share premium	Treasury shares	Currency translation reserve	Hedging reserve	Revaluation reserve	Retained earnings	Equity attributable to RTL Group shareholders	Equity attributable to minority interest	Total equity
Balance as at 1 January 2008*	192	6 454	(44)	(122)	(50)	85	(639)	5 876	572	6 448
Total comprehensive income for the period										
Profit for the period	-	-	-	-	-	-	338	338	53	391
Foreign currency translation differences	-	-	-	(30)	-	-	-	(30)	-	(30)
Cash flow hedges, net of tax	-	-	-	-	(15)	-	-	(15)	-	(15)
Change in fair value on available-for-sale financial assets, net of tax	-	-	-	-	-	(2)	-	(2)	-	(2)
Defined benefit plan actuarial gains, net of tax	-	-	-	-	-	-	6	6	1	7
Share of other comprehensive income of associates	-	-	-	(1)	-	-	-	(1)	-	(1)
	-	-	-	(31)	(15)	(2)	344	296	54	350
Capital transactions with owners:										
Dividends	-	-	-	-	-	-	(767)	(767)	(86)	(853)
Equity-settled transactions, net of tax	-	-	-	-	-	-	2	2	2	4
Transactions on minority interest	-	-	-	-	-	-	(19)	(19)	(13)	(32)
Derivatives on equity instruments	-	-	-	-	-	-	3	3	4	7
Transactions on treasury shares of associates	-	-	-	-	-	-	(1)	(1)	-	(1)
	-	-	-	-	-	-	(782)	(782)	(93)	(875)
Balance as at 30 June 2008*	192	6 454	(44)	(153)	(65)	83	(1 077)	5 390	533	5 923
Balance as at 1 January 2009	192	6 454	(44)	(190)	11	79	(1 225)	5 277	587	5 864
Total comprehensive income for the period										
Loss for the period	-	-	-	-	-	-	(105)	(105)	43	(62)
Foreign currency translation differences	-	-	-	(15)	-	-	-	(15)	(1)	(16)
Cash flow hedges, net of tax	-	-	-	-	(20)	-	-	(20)	(1)	(21)
Change in fair value on available-for-sale financial assets, net of tax	-	-	-	-	-	3	-	3	-	3
Defined benefit plan actuarial gains, net of tax	-	-	-	-	-	-	2	2	-	2
Share of other comprehensive income of associates	-	-	-	(10)	2	-	-	(8)	-	(8)
	-	-	-	(25)	(18)	3	(103)	(143)	41	(102)
Capital transactions with owners:										
Dividends	-	-	-	-	-	-	(538)	(538)	(71)	(609)
Equity-settled transactions, net of tax	-	-	-	-	-	-	1	1	2	3
Transactions on minority interest	-	-	-	-	-	-	(42)	(42)	21	(21)
Derivatives on equity instruments	-	-	-	-	-	-	1	1	2	3
Transactions on treasury shares of associates	-	-	-	-	-	-	(1)	(1)	-	(1)
	-	-	-	-	-	-	(579)	(579)	(46)	(625)
Balance as at 30 June 2009	192	6 454	(44)	(215)	(7)	82	(1 907)	4 555	582	5 137

* Restated

CONDENSED CONSOLIDATED INTERIM CASH FLOW STATEMENT
For the six months ended 30 June

	2009	2008
<i>In EUR million</i>		
Cash flows from operating activities		
Profit before taxes	74	515
Adjustments for :		
- Depreciation and amortisation	87	80
- Value adjustments, impairment and provisions	327	48
- Equity-settled share-based payments expenses	2	4
- Gain on disposal of assets	(1)	(13)
- Financial results including net interest expense and share of results of associates	33	20
Use of provisions	(38)	(20)
Working capital changes	(87)	(88)
Income taxes paid	(160)	(57)
	<hr/>	<hr/>
Net cash from operating activities	237	489
Cash flows from investing activities		
Acquisitions of :		
- Programme rights	(25)	(35)
- Subsidiaries, joint ventures (net of cash acquired) and minority interest	(56)	(22)
- Other intangible and tangible assets	(66)	(46)
- Other investments and financial assets	(13)	(40)
	<hr/>	<hr/>
	(160)	(143)
Proceeds from the sale of intangible and tangible assets	5	13
Disposal of other subsidiaries and joint ventures net of cash disposed of	(2)	-
Proceeds from the sale of other investments and financial assets	52	5
Current deposit with shareholder	270	123
Interest received	12	32
	<hr/>	<hr/>
	337	173
Net cash from investing activities	<hr/>	<hr/>
	177	30
Cash flows from financing activities		
Interest paid	(18)	(8)
Proceeds from capital increase of subsidiaries	7	-
Proceeds from loans	55	68
Repayment of loans	(4)	(5)
Net change in bank overdraft	-	7
Dividends paid	(607)	(842)
	<hr/>	<hr/>
Net cash used in financing activities	(567)	(780)
Net decrease in cash and cash equivalents	(153)	(261)
Cash and cash equivalents at beginning of period	383	535
Effect of exchange rate fluctuation on cash held	5	(6)
Cash and cash equivalents at end of period	<hr/> <hr/>	<hr/> <hr/>
	235	268

Notes to the condensed consolidated interim financial information

1. Reporting entity and statement of compliance

RTL Group S.A., the parent company, is domiciled and incorporated in Luxembourg. This condensed consolidated interim financial information is presented in accordance with the requirements of IAS 34 Interim Financial Reporting as adopted by the European Union and should be read in conjunction with the consolidated annual financial statements for the year ended 31 December 2008.

This condensed consolidated interim financial information was approved by the Board of Directors on 25 August 2009.

2. Significant accounting policies

The accounting policies applied by the Group in this condensed consolidated financial information are the same as those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2008.

The following new standards and amendments to standards are effective for the financial year beginning 1 January 2009:

- a. IAS 1 (revised), "Presentation of financial statements". The new presentation required by IAS 1 (revised) has been applied in these condensed interim financial statements as of and for the six months period ended on 30 June 2009;
- b. 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.

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:

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

The following amendments to standards and interpretations have been issued, but are not effective for the financial year beginning 1 January 2009 and have not been early adopted:

- IFRS 3 (revised) “Business combinations” and consequential amendments to IAS 27, “Consolidated and separate financial statements”, IAS 28, “Investments in associates” and IAS 31, “Investments in joint ventures”, effective prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 July 2009. Management is assessing the impact of the new requirements regarding acquisition accounting, consolidation and associates in the group. RTL group will apply IFRS 3 (revised) to all business combinations from 1 January 2010;
- IFRIC 17, “Distribution of non-cash assets to owners”, effective for annual periods beginning on or after 1 July 2009. RTL Group does not expect any significant impact from application of this interpretation (a);
- IFRIC 18, “Transfers of assets from customers”, effective for transfers of assets received on or after 1 July 2009. The Group does not expect any significant impact from application of this interpretation (a).

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

3. Accounting estimates and judgements

The preparation of interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

Except as described below, in preparing these condensed consolidated interim financial statements, the significant judgements made by the management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements as at and for the year ended 31 December 2008.

During the six months ended 30 June 2009 management reassessed its estimates in respect of the following:

- a. Previously recognised deferred tax asset in Luxembourg related to unused tax losses carried forward. The value of the deferred tax asset at 31 December 2008 amounted to EUR 40 million. As at 30 June 2009, this was reduced by EUR 40 million, bringing the tax asset to nil, due to a reassessment of the tax strategy of the Group;
- b. The recoverable amount of Five’s intangible assets and goodwill was reduced as follows:
 - i. Management has reviewed the value of US sourced series. This resulted as at 30 June 2009 in a valuation allowance against stocked TV series rights for an amount of EUR 19 million and in a provision of EUR 3 million in respect of one title, for which the licence period has not yet commenced;
 - ii. The intangible assets of Five’s main channel (brand and customer relationship) have been impaired for an amount of EUR 15 million resulting in a carrying amount of EUR 16 million as at 30 June 2009;

- iii. In addition, an impairment loss amounting to EUR 140 million has been recognised against the carrying value of the Five Group's assets and reflects the further worsening of both the advertising market and Five's share of the market. The "fair value less costs to sell" has been retained using a discount rate of 9.2 per cent as applied in December 2008. Based on the above and on the basis of revised cash flow projections, the impairment loss has been fully allocated to goodwill, which balance has been reduced to nil as at 30 June 2009;

- c. An impairment loss amounting to EUR 70 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, results in a significant underperformance. A cost reduction programme, including a first voluntary leave programme, has been initiated; this was not sufficient to compensate a significant decline in revenue. The "fair value less costs to sell" approach has been retained, 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 loss has been fully allocated to intangible assets, reducing the provisional goodwill to EUR 61 million.

4. Segment reporting

	Mediengruppe RTL Deutschland		Groupe M6		FremantleMedia		Five Group		RTL Nederland		RTL Belgium		French Radio		Other segments		Eliminations		Total Group	
	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008	30 June 2009	30 June 2008
<i>In Eur million, for the period ended</i>																				
Revenue from external customers	822	1 009	676	708	468	463	138	212	175	209	103	107	81	93	125	63			2 588	2 864
Inter-segment revenue	1	1	2	1	102	104	-	-	2	3	1	1	1	1	18	18	(127)	(129)	-	-
Total Revenue	823	1 010	678	709	570	567	138	212	177	212	104	108	82	94	143	81	(127)	(129)	2 588	2 864
Profit/(Loss) from operating activities	153	204	106	96	87	96	(206)	(4)	15	33	19	18	8	17	(103)	(10)	-	9	79	459
Share of results of associates	5	8	-	(1)	-	1	-	-	-	-	-	-	-	-	-	23	-	-	5	31
EBIT	158	212	106	95	87	97	(206)	(4)	15	33	19	18	8	17	(103)	13	-	9	84	490
EBITA	158	212	111	107	87	97	(49)	-	16	34	19	18	8	17	(32)	8	-	9	318	502
Impairment of goodwill of subsidiaries and joint ventures and of disposal group	-	-	-	-	-	-	(140)	-	-	-	-	-	-	-	(70)	-	-	-	(210)	-
Impairment of goodwill of associates	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1)	-	-	-	(1)	-
Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures	-	-	(5)	(14)	-	-	(17)	(4)	(1)	(1)	-	-	-	-	-	-	-	-	(23)	(19)
Gain from sale of subsidiaries, joint ventures and other investments	-	-	-	2	-	-	-	-	-	-	-	-	-	-	-	5	-	-	-	7
EBIT	158	212	106	95	87	97	(206)	(4)	15	33	19	18	8	17	(103)	13	-	9	84	490
Interest income																			11	28
Interest expense																			(15)	(18)
Financial results other than interest																			(6)	15
Income tax expense																			(136)	(124)
Profit/(Loss) for the period																			(62)	391

<i>In Eur million</i>	Mediengruppe RTL Deutschland		Groupe M6		FremantleMedia		Five Group		RTL Nederland		RTL Belgium		French Radio		Other segments		Eliminations		Total Group		
	30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December	30 June	31 December	
	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	
Segment assets (associates excluded)	1 536	1 537	1 514	1 505	1 426	1 391	295	442	542	563	188	193	183	176	539	523	(162)	(181)	6 061	6 149	
Investments in associates	31	41	-	7	16	-	-	-	-	-	-	-	-	352	394	-	-	-	399	442	
Segment assets	1 567	1 578	1 514	1 512	1 442	1 391	295	442	542	563	188	193	183	176	891	917	(162)	(181)	6 460	6 591	
Segment liabilities	556	559	596	613	408	337	190	199	129	147	102	103	74	70	313	314	(156)	(174)	2 212	2 168	
Invested capital	1 011	1 019	918	899	1 034	1 054	105	243	413	416	86	90	109	106	578	603	(6)	(7)	4 248	4 423	
Segment assets																			6 460	6 591	
Deferred tax assets																			457	503	
Income tax receivable																			36	105	
Other assets																			1 011	1 363	
Cash and cash equivalents																			235	383	
Total Assets																			8 199	8 945	
Segment liabilities																				2 212	2 168
Deferred tax liabilities																				79	83
Income tax payable																				141	229
Other liabilities																				630	601
Total Liabilities																				3 062	3 081

5. Seasonality of operations

RTL Group's revenue is generally lower in the summer months due to a reduction in advertising spend although this is compensated by higher advertising revenue in the run up to the Christmas period.

6. Business combinations and increases in interests held in subsidiaries

M-RTL

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. Management is currently assessing the impact of the fair value exercise.

The acquired business contributed revenue of EUR 27 million and net profit of EUR 1 million to the Group for the period from 1 April 2009 to 30 June 2009. If the business combination had occurred on 1 January 2009, the contribution to the consolidated revenue and to the Group's consolidated result would have been EUR 46 million and EUR 1 million, respectively.

The following summarises the recognised amounts of assets acquired and liabilities assumed at the date of commencement of the business combination:

<i>In EUR million</i>	2009		
	Carrying amount at acquisition date	Incremental value	Fair value
Cash and cash equivalents	8	-	8
Non-current programme rights	1	-	1
Other intangible assets	16	-	16
Property, plant and equipment	9	-	9
Current programme rights	36	-	36
Accounts receivable	27	-	27
Accounts payable	(52)	-	(52)
Net deferred tax assets	2	-	2
Minority interest	(24)	-	(24)
Net assets acquired	23	-	23
Elimination of the contribution of companies previously accounted for using the equity method			(23)
Total purchase consideration			-
Less :			
Cash and cash equivalents in operations acquired			(8)
Cash inflow on acquisitions			(8)

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 EUR 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. The decrease in equity attributable to RTL Group shareholders and in equity attributable to minority interest amounts to EUR 32 million and to EUR 9 million, respectively.

Original Productions

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.

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 EUR 31 million, resulting in the recognition of a provisional goodwill of EUR 38 million. Management is currently assessing the impact of the fair value exercise.

The acquired business contributed revenue of EUR 20 million and net profit of EUR 3 million to the Group for the period from acquisition to 30 June 2009. If the acquisition had occurred on 1 January 2009, the contribution to the consolidated revenue and to Group's consolidated result would have been EUR 25 million and EUR 2 million, respectively.

Details of net assets acquired and goodwill are as follows:

<i>In EUR million</i>	2009		Fair value
	Carrying amount at acquisition date	Incremental value	
Cash and cash equivalents	7	-	7
Property, plant and equipment	2	-	2
Current programme rights	14	-	14
Accounts receivable	4	-	4
Accounts payable	(26)	-	(26)
Interest bearing loans payable and borrowings	(1)	-	(1)
Net assets acquired	-	-	-
Goodwill from acquisition of subsidiaries			38
Total purchase consideration			38
Less :			
Deferred payments on acquisitions			(13)
Cash and cash equivalents in operations acquired			(7)
Cash outflow on acquisitions			18

7. Dividends

An ordinary dividend in respect of the financial year 2008 of EUR 1.40 per share (2007: EUR 1.30 per share) was declared by the Annual General Meeting held on 15 April 2009. In addition, an extraordinary dividend of EUR 2.10 per share (2007: EUR 3.70 per share) was also declared. RTL Group's dividend amounted to EUR 541 million (2007: EUR 774 million).

8. Related party transactions

Financing

As at 30 June 2009, RTL Group had various deposits (overnight and up to three months) amounting to EUR 329 million (December 2008: EUR 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 30 June 2009 amounted to EUR 5 million (June 2008: EUR 12 million).

The total amount of the deposit does not exceed 60 per cent of the latest available fair value of the pledged assets presented below.

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, 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 transfer and an additional commission (“Commission”) amounting to 50 per cent of the tax saving based upon the taxable profit of RGD.

As at 30 June 2009, the balance payable to BCH amounts to EUR 257 million (December 2008: EUR 298 million) and the balance receivable from Bertelsmann AG amounts to EUR 246 million (December 2008: EUR 237 million). Payments related to 2008 have been done on 12 March 2009 simultaneously.

For the period ended 30 June 2009, the German income tax in relation to the tax pooling with Bertelsmann AG amounts to EUR 22 million (June 2008: EUR 25 million). The Commission amounts to 11 EUR million (June 2008: EUR 10 million).

Pledge

The shares of Media Communications SAS, shares of Media Finance Holding SL, interests in Gruner + Jahr AG & Co KG and shares of Bertelsmann UK Ltd had been granted as pledge by Bertelsmann AG to RTL Group S.A. in connection with the deposit agreement entered into by the two companies on 23 August 2006 as subsequently modified on 28 February 2007 and 17 July 2007.

On 25 November 2008, the shares of Bertelsmann UK Ltd and, on 18 February 2009, the interests in Gruner + Jahr AG & Co KG have been also granted as pledge by Bertelsmann AG to CLT-UFA S.A. related to the Compensation Agreement signed by the two companies on 1 August 2008.

Management re-values the pledges valuation on a regular basis.

Management Responsibility Statement

We, Gerhard Zeiler, Chief Executive Officer, and Elmar Heggen, Chief Financial Officer, confirm, to the best of our knowledge, that the condensed set of consolidated financial statements which has been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting, as adopted by the European Union, gives a true and fair view of the assets, liabilities, financial position and profit or loss of RTL Group and that the interim management report includes a fair review of the information required under Art.4 §4 of the Luxembourg Transparency Law of 11 January 2008.

Luxembourg, 25 August 2009

Gerhard Zeiler
Chief Executive Officer

Elmar Heggen
Chief Financial Officer

**Auditors' Report on Review of
Condensed Consolidated Interim Financial Information**

To the Shareholders of RTL Group S.A.

Introduction

We have reviewed the accompanying condensed consolidated interim balance sheet of RTL Group S.A. and its subsidiaries (the "Group") as at 30 June 2009 and the related condensed consolidated interim statements of income, comprehensive income, changes in equity and cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes (the "condensed consolidated interim financial information"). The Board of Directors is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with IAS 34, "Interim financial reporting" as adopted by the European Union. Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

Scope of review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of interim financial information performed by the independent auditor of the entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34, "Interim financial reporting" as adopted by the European Union.

Luxembourg, 25 August 2009

PricewaterhouseCoopers S.à r.l.
Réviseur d'entreprises

KPMG Audit S.à r.l.
Réviseurs d'entreprises

Marc Minet

Philippe Meyer