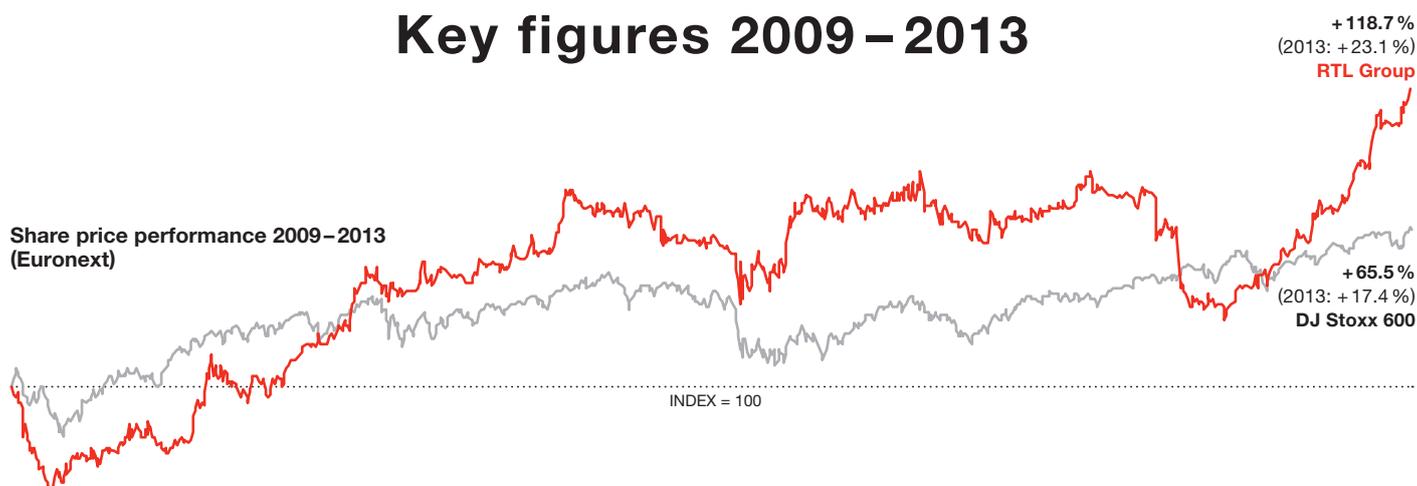


The leading
European
entertainment
network

Full-year results



Key figures 2009 – 2013



Year	Revenue (€million)
13	5,889
12	5,998
11	5,765
10	5,532
09	5,156

Year	EBITA (€million)
13	1,152
12	1,078
11	1,134
10	1,132
09	796

Year	Net profit attributable to RTL Group shareholders (€million)
13	870
12	597
11	696
10	611
09	205

Year	Equity (€million)
13	3,593
12	4,858
11	5,093
10	5,597
09	5,530

Year	Market capitalisation (€billion)
13	14.4
12	11.7
11	11.9
10	11.9
09	7.3

Year	Total dividend per share (€)
13	7.00*
12	10.50
11	5.10
10	5.00
09	3.50

*As of 31 December

*Including an extraordinary interim dividend of €2.50 per share, paid in September 2013



GUILLAUME DE POSCH AND ANKE SCHÄFERKORDT
Co-CEOs of RTL Group

“Growing all profit indicators”

Joint statement from Anke Schäferkordt and Guillaume de Posch, Co-Chief Executive Officers of RTL Group:

“Operationally and financially, RTL Group has once again performed very strongly in 2013 and demonstrated its resilience in facing challenging economic conditions. With another record result from our largest profit centre, Mediengruppe RTL Deutschland, and good results from all other units, we have succeeded in growing all profit indicators – EBITA, profit margin and net result. Our shareholders will also again profit from this excellent set of results with a total dividend of €7.0 per share.

The successful public offering in April 2013 and the listing of our shares in the Prime Standard of the Frankfurt Stock Exchange, followed by the inclusion in the MDAX stock index, raised the awareness of RTL Group in the capital markets.

We have made good progress in strengthening our core businesses and in building new growth engines, especially in the digital world. We have already started a lot of initiatives, but we want to do more.

Based on our very healthy financial position, we have the investment capacity to explore opportunities across our three strategic pillars: broadcast, content and digital.

As ever, we will continue to apply our strict investment criteria and prudent business approach, but we clearly aim to accelerate RTL Group’s revenue growth to secure and enhance our market-leading positions in free-to-air television, content production and online video.”

Contents

2	Key figures 2009–2013	
3	Joint statement from the Co-CEOs	
4	Contents	
5	Full-year results 2013	
	12	Mediengruppe RTL Deutschland
	16	Groupe M6
	18	FremantleMedia
	22	RTL Nederland
	25	RTL Belgium
	27	RTL Radio (France)
	29	Other Segments
46	Consolidated financial information	
	46	Consolidated income statement
	47	Consolidated statement of comprehensive income
	48	Consolidated statement of financial position
	49	Consolidated statement of changes in equity
	50	Consolidated cash flow statement

RTL Group reports its highest ever full-year EBITA

- **Full-year results 2013: RTL Group with significantly higher EBITA, EBITA margin and net profit**
- **Additional proposed dividend of €4.50 per share – making a total of €7.00 per share for the year – combines attractive dividend yield with significant investment capacity for profitable growth**

Luxembourg, 6 March 2014 – RTL Group, the leading European entertainment network, announces its audited results for the year ended 31 December 2013.

	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
Revenue	5,889	5,998	(1.8)
Underlying revenue ¹	5,914	5,998	(1.4)
Reported EBITA ²	1,152	1,078	+6.9
Reported EBITA margin (%)	19.6	18.0	
Reported EBITA	1,152	1,078	+6.9
Reversal of/(loss on) impairment of investment in associates and amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures	58	(92)	
Re-measurement of earn-out arrangements	1	2	
Impairment on disposal group	(10)	–	
Gain/(Loss) from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree	5	(9)	
EBIT	1,206	979	+23.2
Net financial income/(expense)	47	(11)	
Income tax expense	(305)	(277)	
Profit for the year from continuing operations	948	691	
Loss for the year from discontinued operations	–	(1)	
Profit for the year	948	690	+37.4
Attributable to:			
– Non-controlling interests	78	93	
– RTL Group shareholders	870	597	+45.7
Basic EPS continuing operations (in €)	5.67	3.89	
Basic EPS discontinued operations (in €)	–	(0.01)	
Reported EPS (in €)	5.67	3.88	
Proposed dividend per share (in €)	4.50	–	
Paid dividend per share (in €)	2.50³	10.50	

¹ Adjusted for BroadbandTV, 6ter and other minor scope changes, and at constant exchange rates

² EBITA (continuing operations) represents earnings before interest and taxes excluding impairment of goodwill and of disposal group, and amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures, impairment of investment in associates, re-measurement of earn-out arrangements, and gain or loss from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree

³ In September 2013, RTL Group already paid an extraordinary interim dividend of €2.50 per share for fiscal year 2013

Significant profit growth in 2013

- Throughout 2013, European TV advertising markets reflected local macro-economic developments: the German TV advertising market was estimated to be slightly up, while all other markets were estimated to be down year-on-year. Over the second half of the year, market conditions improved in France, the Netherlands, Belgium and Spain
- RTL Group's families of TV channels in France, the Netherlands, Hungary and Croatia all gained TV advertising market shares; Mediengruppe RTL Deutschland's TV advertising market share was estimated to be approximately stable year-on-year
- Reported Group revenue was down 1.8 per cent to €5,889 million (2012: €5,998 million), as higher revenues from RTL Nederland and Mediengruppe RTL Deutschland were offset by lower revenue from FremantleMedia and exchange rate effects
- RTL Group's digital revenues⁴ continued to show very dynamic growth, up 26 per cent to €236 million thanks to organic growth and new acquisitions
- EBITA increased 6.9 per cent to €1,152 million (2012: €1,078 million), primarily driven by significantly higher profit contributions from Mediengruppe RTL Deutschland
- Reported EBITA margin improved significantly to 19.6 per cent (2012: 18.0 per cent)
- Net profit attributable to RTL Group shareholders increased strongly by 45.7 per cent to €870 million (2012: €597 million). The increase reflects higher EBITA and the following positive one-off effects:
 - a reversal of an 2012 impairment, totalling €72 million, on RTL Group's shareholding in the Spanish broadcasting company Atresmedia (formerly Grupo Antena 3), as announced in the Group's half-year results on 22 August 2013
 - the gain from disposal of non-monetary investments amounting to €49 million
- Net cash from operating activities was €1,121 million, resulting in an operating cash conversion of 106 per cent and a net cash position of €36 million at the end of 2013 (30 September 2013: net financial debt of €451 million)
- RTL Group's Board of Directors decided to propose a final dividend of €4.50 per share for fiscal year 2013, comprising an ordinary dividend of €2.50 per share and an extraordinary dividend of €2.00 per share. This proposal is a reflection of the Group's strong cash flows, future investment plans and its target net debt to full-year EBITDA ratio of 0.5 to 1.0 times. In addition, RTL Group already paid an extraordinary interim dividend of €2.50 per share for fiscal year 2013 in September 2013
- Based on the average share price in 2013 (€70.51⁵), all dividends for the fiscal year 2013, totalling €7.00 per share, represent a dividend yield of 10 per cent

Good results from all profit centres – EBITA of Mediengruppe RTL Deutschland exceeded € 600 million for the first time

- Mediengruppe RTL Deutschland achieved its best financial result ever: EBITA increased by 7.1 per cent to €622 million (2012: €581 million). This improvement was driven by a combination of higher advertising revenue and continued cost discipline
- In a declining French TV advertising market, Groupe M6 continued to outperform and increased its TV advertising market share. The company's EBITA was down to €207 million (2012: €224 million), mainly due to the start-up losses for the digital channel 6ter, launched in December 2012
- EBITA of RTL Nederland increased by 6.2 per cent to €103 million (2012: €97 million), thanks to higher TV advertising and digital distribution revenue. RTL Nederland significantly gained audience and TV advertising market share in 2013
- RTL Group's broadcasting operations in Belgium, Hungary and Croatia also increased their EBITA year-on-year, while the French radio family reported stable profit contribution
- Despite significantly lower revenue – mainly due to negative exchange rate effects and lower production revenue from Germany – FremantleMedia's EBITA showed only a small decrease to €136 million (2012: €138 million). As a result, the company's margin improved significantly to 8.9 per cent (2012: 8.1 per cent)

⁴ Excluding e-commerce, home shopping and distribution revenue for digital TV, 2012 figures not audited

⁵ Euronext Brussels; the average share price at the Frankfurt Stock Exchange for the period 30 April to 31 December 2013 was €71.71

RTL Group makes good progress across its three strategic pillars: broadcast, content and digital

Broadcast: significant investments in the existing footprint and in new high-growth Asian markets

- In July 2013, RTL Television secured the highly attractive rights to broadcast the qualifying matches of the German national team for the European Football Championship 2016 and Football World Cup 2018
- New TV channels in Europe strengthen RTL Group's family of channels:
 - In France, Groupe M6's new free-TV channel, 6ter, has become the leading channel in the commercial target group among the six DTT channels launched in December 2012
 - In August 2013, RTL Hrvatska was awarded a license for a new kids and family channel; the new free-TV channel, named RTL Kockica, was launched very successfully in January 2014. In February, the channel scored an average daytime audience share of 21.8 per cent among children
 - In October 2013, Mediengruppe RTL Deutschland announced plans to launch a new special-interest pay-TV channel called Geo Television. It is scheduled for launch on 8 May 2014
 - In total, RTL Group will have launched six new channels in Europe in the period 2012 to 2014
- In August 2013, RTL Group announced a strategic alliance with CBS Studios International to launch two pay-TV channels in South East Asia, targeting a potential market of 113 million TV households. The partnership is advancing well:
 - The first channel – RTL CBS Entertainment HD – is already on air in Malaysia, Thailand, Singapore and the Philippines
 - The second channel – RTL CBS Extreme HD – will launch end of March 2014 in Singapore

Content: global creative competencies strengthened

- In the first half of 2013, RTL Group's production arm FremantleMedia concluded its strategic re-alignment creating a clearer focus for its future as a stronger and more unified company. As a result, FremantleMedia has already scaled up investment in the creative pipeline and format development across all genres, launching 46 new shows in 2013

- In February 2014, FremantleMedia announced a partnership with Vice Media to create a multi-channel food platform; both companies will develop and produce digital content for the Vice food vertical, which FremantleMedia will take to TV around the world
- In November 2013, FremantleMedia strengthened its scripted business and Nordic footprint by acquiring a 51 per cent stake in Miso Film. The Danish independent production company is focused on high end prime-time TV series and films for the Scandinavian and larger European markets
- In Germany, UFA Cinema's theatrical release *Der Medicus* (The Physician) premiered in cinemas on 25 December 2013 and sold more than 3.5 million tickets since. The film was the number one in box office in Germany for two weeks

Digital: RTL Group has become the leading European media company in online video

- Through targeted investments, RTL Group has become the number 3 global player in the Youtube ecosystem (excluding music video services):
 - In April 2013, RTL Group made a minority investment in Style Haul, the leading online video network for fashion and beauty. In September 2013 RTL Group has further increased its stake and now has a shareholding of 26.1 per cent
 - In June 2013, RTL Group acquired a 57.5 per cent majority stake in BroadbandTV, Youtube's third largest multi-channel network (MCN). BroadbandTV currently manages more than 15,000 channels and generates around 1.45 billion video views per month
 - In September 2013, FremantleMedia acquired a minority stake in Divimove, the second largest MCN on Youtube in Germany, with the potential of further investments in the future
- In July 2013, RTL Nederland acquired a 65 per cent stake in Videoland, the leading transactional video-on-demand (VOD) platform in the Netherlands. In April 2014, Videoland will launch a new 'all-you-can-watch' subscription on-demand service

- RTL Group's catch-up TV services and websites, including Broadband TV, attracted a total 16.8 billion online video views in 2013, up 143 per cent year-on-year
 - Thereof, FremantleMedia's more than 140 YouTube channels attracted 6.7 billion views, up 49 per cent year-on-year
 - Mobile video views increased by 59 per cent in Germany, by 57 per cent in France and by 176 per cent in the Netherlands

Outlook

- Over the second half of 2013, TV advertising market conditions improved in most of RTL Group's European territories. Assuming that European economies will continue to recover from the debt crisis, RTL Group expects its total revenue, at constant scope and exchange rates, to be broadly stable
- RTL Group's EBITA for the full-year 2014 is also expected to be broadly stable

REVENUE

In Western, Central and Eastern Europe the Group experienced a difficult advertising market environment in 2013 with only the German market estimated to be slightly up year-on-year. After a difficult start to the year, the decline in advertising markets slowed in France, the Netherlands, Belgium, Spain and Croatia in the second half of the year.

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

	2013 NET TV ADVERTISING MARKET GROWTH RATE (PER CENT)	RTL GROUP AUDIENCE SHARE IN MAIN TARGET GROUP 2013 (PER CENT)	RTL GROUP AUDIENCE SHARE IN MAIN TARGET GROUP 2012 (PER CENT)
Germany	+1.0 to +2.0 ⁶	30.6 ⁷	31.3 ⁷
France	(4.0) ⁸	22.5 ⁹	22.9 ⁹
Netherlands	(3.0) ⁶	33.5 ¹⁰	32.3 ¹⁰
Belgium	(1.7) ⁶	36.4 ¹¹	36.3 ¹¹
Spain	(6.2) ¹²	31.0 ¹³	28.0 ¹³
Hungary	(6.4) ⁶	38.0 ¹⁴	37.3 ¹⁴
Croatia	(2.8) ⁶	27.9 ¹⁵	27.5 ¹⁵

6 Industry/IREP and RTL Group estimates

7 Source: GfK. Target group: 14–59

8 Source: Groupe M6 estimate

9 Source: Médiamétrie. Target group: housewives under 50 (including digital channels)

10 Source: SKO. Target group: 20–49, 18–24h

11 Source: Audimétrie. Target group: shoppers 18–54, 17–23h

12 Source: Infoadex

13 Source: TNS Sofres. Target group: 16–54 (including La Sexta)

14 Source: AGB Hungary. Target group: 18–49, prime time (including cable channels)

15 Source: AGB Nielsen Media Research. Target group: 18–49, prime time

Total revenue decreased by 1.8 per cent to €5,889 million (2012: €5,998 million), as higher revenues from RTL Nederland and Mediengruppe RTL Deutschland were offset by lower revenue from

FremantleMedia and exchange rate effects. On a like-for-like basis (adjusting for portfolio changes and at constant exchange rates) revenue was down 1.4 per cent, or €84 million, to €5,914 million.

EBITA

Reported EBITA increased by 6.9 per cent to €1,152 million (2012: €1,078 million), mainly driven by record results at Mediengruppe RTL Deutschland. As a result, the reported EBITA margin improved significantly to 19.6 per cent (2012: 18.0 per cent). The Group's EBITDA¹⁶ for continuing operations was €1,338 million (2012: €1,257 million), resulting in an EBITDA margin of 22.7 per cent (2012: 21.0 per cent).

16 EBITDA represents EBIT excluding amortisation and impairment of non-current programme and other rights, of goodwill and disposal group, of other intangible assets, depreciation and impairment of property, plant and equipment, reversal of/(loss on) impairment of investments in associates, re-measurement of earn-out arrangements, and gain or loss from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree

Group operating expenses were down 3.2 per cent at €4,830 million in 2013 compared to €4,992 million in 2012.

NET CASH POSITION

The consolidated net cash position at 31 December 2013 was €36 million (31 December 2012: €1,051 million).

	AS AT 31 DECEMBER 2013 €m	AS AT 31 DECEMBER 2012 €m
Gross balance sheet debt	(567)	(29)
Add: cash and cash equivalents	574	650
Add: cash deposit and others	29	430
Net cash position	36¹⁷	1,051

¹⁷ Of which €284 million held by Groupe M6 (2012: €313 million)

The Group continues to generate significant operating cash flow with an EBITA to cash conversion ratio of 106 per cent (2012: 101 per cent).

“Cash conversion” means operating free cash flow divided by EBITA. Free cash flow means net cash from operating activities adjusted for:

- Income taxes paid;
- Acquisitions of non-current programme and other rights, and of other intangible and tangible assets;
- Proceeds from the sale of intangible and tangible assets.

Cash conversion is a Group key performance indicator not defined by IFRS.

RTL GROUP VALUE ADDED

The central performance indicator for assessing the profitability from operations and return on invested capital is RTL Group Value Added (RVA). RVA measures the profit realised above and beyond the appropriate return on invested capital. This form of value orientation is reflected in strategic investment and portfolio planning, including the management of Group operations, and is the basis for senior management compensation.

The RVA is the difference between net operating profit after tax (NOPAT), defined as EBITA adjusted for a uniform tax rate of 33 per cent, and cost of capital. Cost of capital is the product of the weighted average cost of capital (a uniform 8 per cent after taxes) and invested capital (operating assets less non-interest-bearing operating liabilities). The present value of operating leases is also taken into account when calculating the invested capital.

REVIEW BY SEGMENTS

Revenue	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE	PER CENT OF TOTAL 2013
Mediengruppe RTL Deutschland	2,003	1,982	+1.1	34.0
Groupe M6	1,383	1,387	(0.3)	23.5
FremantleMedia	1,533	1,711	(10.4)	26.0
RTL Nederland	455	431	+5.6	7.7
RTL Belgium	209	210	(0.5)	3.6
French radio	175	180	(2.8)	3.0
Other segments	349	304	+14.8	5.9
Eliminations	(218)	(207)	(5.3)	(3.7)
Total revenue	5,889	5,998	(1.8)	100.0

EBITA	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE	PER CENT OF TOTAL 2013
Mediengruppe RTL Deutschland	622	581	+7.1	54.0
Groupe M6	207	224	(7.6)	18.0
FremantleMedia	136	138	(1.4)	11.8
RTL Nederland	103	97	+6.2	8.9
RTL Belgium	46	45	+2.2	4.0
French radio	29	30	(3.3)	2.5
Other segments	9	(37)	n.a.	0.8
Reported EBITA	1,152	1,078	+6.9	100.0

EBITA margins	YEAR TO DECEMBER 2013 PER CENT	YEAR TO DECEMBER 2012 PER CENT	PERCENTAGE POINT CHANGE
Mediengruppe RTL Deutschland	31.1	29.3	+1.8
Groupe M6	15.0	16.1	(1.1)
FremantleMedia	8.9	8.1	+0.8
RTL Nederland	22.6	22.5	+0.1
RTL Belgium	22.0	21.4	+0.6
French radio	16.6	16.7	(0.1)
Other segments	2.6	n.a.	n.a.
RTL Group	19.6	18.0	+1.6

MEDIENGRUPPE RTL DEUTSCHLAND

FINANCIAL RESULTS

In 2013, the German TV advertising market was estimated to be slightly up by 1.0 to 2.0 per cent.

Overall revenue of Mediengruppe RTL Deutschland grew by 1.1 per cent to €2,003 million (2012: €1,982 million), mainly driven by higher TV advertising revenue and higher contribution from programme distribution. EBITA increased significantly by 7.1 per cent from the record level of €581 million in 2012 to a new high of €622 million in 2013. This improvement was driven by a combination of higher advertising revenue and continued cost discipline. At 31.1 per cent, the EBITA margin also reached a new record level (2012: 29.3 per cent).

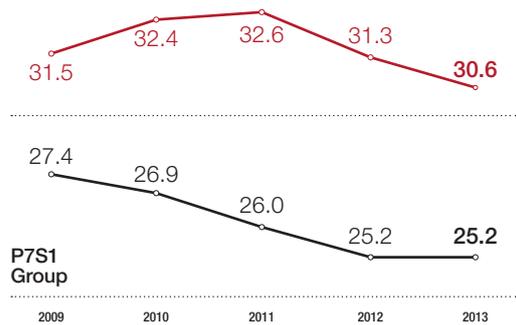
	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
Revenue	2,003	1,982	+1.1
EBITA	622	581	+7.1

TV audience share

Source: GfK. Target: 14-59

2009-2013 (%)

Mediengruppe RTL Deutschland



AUDIENCE RATINGS

Since 1 March 2013, Mediengruppe RTL Deutschland and its advertising sales house IP Deutschland have changed the way they communicate their audience shares. Rather than focusing on viewers aged 14 to 49, they now focus on the key commercial target group of viewers aged 14 to 59. This move recognises the demographic change in the population of Germany.

The combined average audience share of Mediengruppe RTL Deutschland in the key 14 to 59 target group amounted to 30.6 per cent (2012: 31.3 per cent). The RTL family of channels remained clearly ahead of its main commercial competitor ProSieben-Sat1 (25.2 per cent) and the public broadcasters (27.8 per cent).

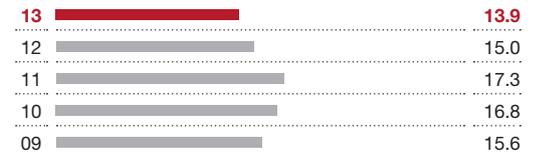
With an audience share of 13.9 per cent in the target group of viewers aged 14 to 59 in 2013 (2012: 15.0 per cent), RTL Television remained viewers' number-one choice for the 21st consecutive year, and was also the only channel to score a double-digit audience share in this target group – 4.4 percentage points ahead of the second-highest rated channel, Sat 1. In terms of total audience, RTL Television scored an audience share of 11.3 per cent, coming in third behind ZDF (12.8 per cent) and ARD (12.1 per cent).

RTL Television

Source: GfK. Target: 14-59

TV AUDIENCE SHARE

2009-2013 (%)



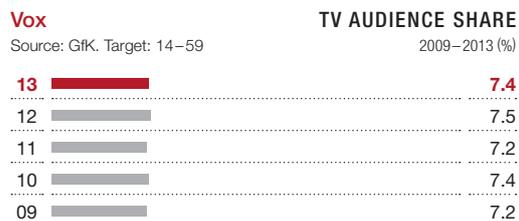
In 2013, RTL Television captivated viewers across all genres, from entertainment shows, live sporting events and daily soaps to factual entertainment and fiction formats. RTL Television's most watched broadcast of the year was the boxing match between Wladimir Klitschko and Alexander Povetkin in October. In total, 11.01 million viewers tuned in to the fight, giving the channel an audience share of 37.4 per cent among viewers aged 14 to 59. At the beginning of the year, the seventh season of *Ich bin ein Star – Holt mich hier raus!* (I'm A Celebrity... Get Me Out Of Here!) attracted an average 7.48 million viewers. The average audience share among viewers aged 14 to 59 was 37.0 per cent.

The most watched real life format was once again *Bauer sucht Frau* (The Farmer Wants A Wife) which was watched by an average 22.1 per cent of 14 to 59-year-old viewers. In September, 24.7 per cent of viewers tuned in to the new show event *Die 2 – Gottschalk & Jauch gegen alle*.

An average 22.3 per cent of viewers aged 14 to 59 watched RTL Television’s talent show *Das Supertalent* (Got Talent), with its new judging panel consisting of Dieter Bohlen, Guido-Maria Kretschmer, Bruce Darnell and Lena Gercke.

Three new journalistic documentaries proved popular with the target audience: *Team Wallraff – Reporter Undercover* was watched by 17.5 per cent of viewers aged 14 to 59, while both *Das Jenke-Experiment* and *Rach deckt auf* attracted an average 15.6 per cent.

RTL Television’s main news programme, *RTL Aktuell*, was watched by an average 18.2 per cent of viewers aged 14 to 59 – again making it the most popular news format among young audiences.



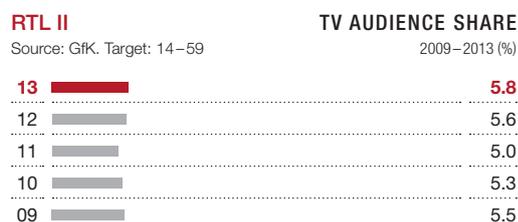
In 2013, **Vox**’s audience share in the target group of 14 to 59-year-old viewers was 7.4 per cent (2012: 7.5 per cent). The channel attracted particularly large audiences during the first half of the year – registering its best monthly audience shares in February (8.2 per cent), April (7.5 per cent) and June (7.4 per cent).

Shopping Queen and *Promi Shopping Queen* continued to captivate audiences with average audience shares of 8.9 and 6.8 per cent respectively. On 17 November, *Promi Shopping Queen* registered a new ratings record with 1.85 million viewers tuning in. The documentary *100 Songs, die die Welt bewegten* (100 Songs That Moved The World) got off to a great start, attracting an average 10.0 per cent audience share among viewers aged 14 to 59.

In February, part one of the eight-hour documentary *Die Geschichte des Menschen* (History Of The World) attracted 7.9 per cent of the target audience, while 7.2 per cent of viewers tuned in for part two. The documentary *Die Siegfried und Roy-Story* also achieved good ratings, with 9.2 per cent of viewers aged 14 to 59 tuning in on 3 October.

In access prime time, the pilot episode of *Detlef muss reisen* (Detlef On Tour) registered an audience share of 12.3 per cent in the target group, while the cooking show *Das perfekte Dinner* (Come Dine With Me) attained an average audience share of 9.5 per cent. The new hotel documentary *Mein himmlisches Hotel* (My Celestial Hotel) registered an average audience share of 10.6 per cent in the two weeks it was on air.

The new US series *Grimm* has settled well into the channel’s Wednesday crime line-up. Its average audience share in the target group was 8.8 per cent. The new US series *Arrow and Revenge* also proved popular.



RTL II increased its audience share among viewers aged 14 to 59 to 5.8 per cent (2012: 5.6 per cent), mainly driven by its access prime-time line-up, which consists of *Berlin – Tag & Nacht* and its spin-off *Köln 50667* as well as *Privatdetektive im Einsatz* and *X Diaries*. In prime time, docu-soaps such as *Die Geissens – Eine schrecklich glamouröse Familie* – which follows the unusual daily life of a family of self-made millionaires – and *Die Wollnys 2.0* proved popular with viewers.

RTL II continued to broadcast series such as *Game Of Thrones – Das Lied von Eis and Feuer* and *The Walking Dead* on a single weekend. The second season of the fantasy series scored an average audience share of 5.9 per cent in the target group of viewers aged 14 to 59, while season three of *The Walking Dead* was watched by 9.8 per cent of the target group.

Super RTL		TV AUDIENCE SHARE	
Source: GfK. Target: 3–13 (6–20:15h)		2009–2013 (%)	
13		23.3	
12		23.1	
11		24.1	
10		22.8	
09		24.2	

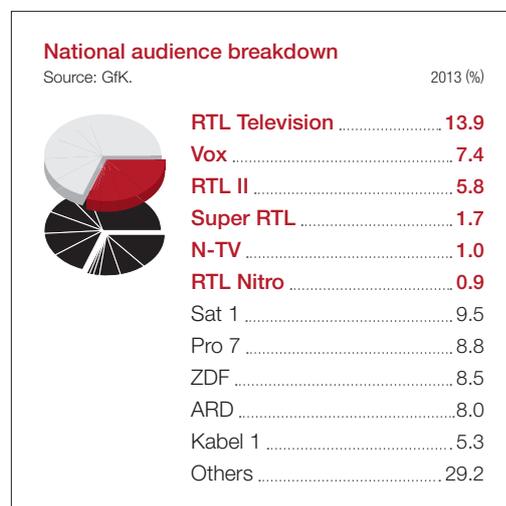
With an audience share of 23.3 per cent (2012: 23.1 per cent) in the target group of 3 to 13-year-olds between 6:00 and 20:15, **Super RTL** remains well ahead of its competitors, Kinderkanal (20.1 per cent) and Nickelodeon (11.6 per cent). The channel has been the clear leader in the German children's TV market for 16 consecutive years, and currently reaches over 95 per cent of children aged 3 to 13 years in Germany, according to GfK.

In access prime time (17:00 to 20:15), Super RTL increased its average audience share by 1.3 percentage points to 20.0 per cent, thanks to the launch of new formats such as *Dragons – Die Reiter von Berk* and the channel's own productions *Woozle Goozle* as well as *Wow – Die Entdeckerzone* (Wow – Discovery Zone). In prime time, Super RTL scored highly with animation and cartoon movies which were broadcast on Thursdays and Fridays, including *Asterix eroberet Rom*, which attracted 5.5 per cent of viewers aged 14 to 59.

N-TV attracted an average audience share of 1.0 per cent among viewers aged 14 to 59 during the reporting period (2012: 1.0 per cent). The channel's morning news programmes attracted an average 1.8 per cent of viewers aged 14 to 59. On 9 June, the special report about the flood in Germany was watched by 7.7 per cent of the target group, while coverage of the German federal elections in September attracted 1.7 per cent of viewers.

With a monthly audience share of 1.3 per cent among 14 to 59-year-olds in December 2013, **RTL Nitro** ended the year on a high note. The channel's average ratings for 2013 were 0.9 per cent among young viewers – up 0.5 percentage points year-on-year. Programming highlights included shows such as *Breaking Bad*, *Kojak* and *CSI*.

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 4.5 million subscribing households (2012: 4.1 million). In September 2013, Mediengruppe RTL Deutschland announced plans to launch a new special-interest pay-TV channel called Geo Television. It is scheduled to launch on 8 May 2014.



Differences due to rounding

NEW MEDIA AND DIVERSIFICATION ACTIVITIES

RTL Interactive is responsible for diversification activities within Mediengruppe RTL Deutschland, including digital content and services.

The ‘Now family’ – which offers full episodes of TV content on demand and consists of RTL Now, Vox Now, RTL II Now, Super RTL Now, N-TV Now and RTL Nitro Now – collectively registered 708 million views (2012: 602 million video views), which represents 59 per cent of video views for websites managed by Mediengruppe RTL Deutschland. In March 2013, RTL Interactive launched the new RTL Now app for tablets and smartphones combining the video on demand service with the live TV programme. Since May 2013, Vox Now and RTL II Now are also available as apps for tablets and smartphones. Since December 2012, RTL Now, Vox Now and Super RTL Now have been available on HD Plus Replay, followed by N-TV Now in May 2013. Since December 2013, RTL Now and Vox Now have been available on televisions across Germany as part of Kabel Deutschland’s Select Video cable offer.

Combining the video usage of these on-demand platforms for full episode TV content with the clip portal *Clipfish.de*, the newly launched Clipfish Smart TV Channels via HbbTV, and Mediengruppe RTL Deutschland’s channel and thematic websites, the number of video views of professionally produced content remained stable at 1.19 billion. Around 16 per cent of these views were generated on mobile devices.

Including all mobile portals and applications of Mediengruppe RTL Deutschland’s portfolio, mobile page impressions were up 14 per cent to 5.53 billion, while mobile video views were up 59 per cent to 187 million. These figures include apps from the news channel N-TV and *Mobil.N-TV.de*, which generated an average 247 million page impressions per month (up 26 per cent year-on-year), and a total of 2.96 billion page impressions in 2013. With up to 991,000 unique mobile users, according to AGOF Mobile Facts 2013-II, N-TV’s apps rank first among German news apps.

With 21.9 million video views, *Ich bin ein Star – Holt mich hier raus!* achieved a new record on the German web, while RTL Interactive registered 1.45 million social media interactions about the show. With 64 million video views *Deutschland sucht den Superstar* was one of the channel’s most popular shows.

In June 2013, Clipfish signed an extensive collaboration with BBC Worldwide for around 400 hours of TV series programming. Highlights include the 12th season of the International Emmy-winning car magazine, *Top Gear*.

In April, Mediengruppe RTL Deutschland and Zattoo, a provider of live internet TV, signed an agreement to broadcast linear TV programmes on the internet in Germany. Since June, the programmes of RTL Television, Vox, N-TV, RTL Nitro, Super RTL and RTL II have been available live on the internet with Zattoo’s HiQ package.

In July, Mediengruppe RTL Deutschland signed a similar agreement with the Scandinavian internet TV provider, Magine, to include RTL Television, Vox, N-TV, RTL Nitro, Super RTL and RTL II in its subscription service.

At the end of 2013 Mediengruppe RTL Deutschland reached more than 16 million Facebook Fans with all of its TV formats and content websites. With more than 3.1 million fans on its Facebook page – which is produced and managed by RTL II’s online editorial team – *Berlin – Tag & Nacht* is Germany’s most popular TV format on the social web.

RTL Interactive also strengthened its transaction-based businesses during the reporting period with the launch of *Sonderangebote.de* which offers several thousand online discount vouchers, promotions and local coupons – one of the largest selections on the German internet. In February, RTL Interactive expanded its *Gutscheine.de* platform internationally with the launch of *Gutscheine.ch* in Switzerland.

GROUPE M6

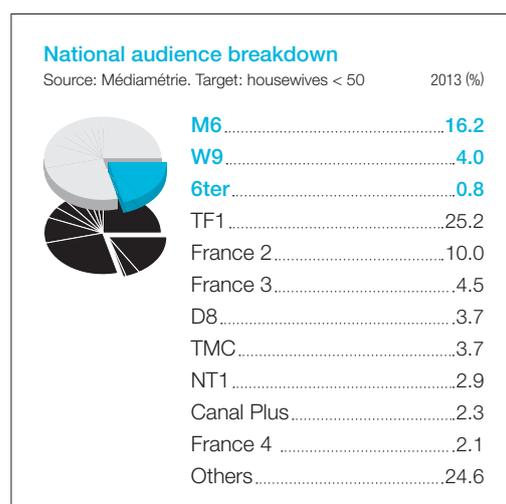
FINANCIAL RESULTS

In 2013, Groupe M6's reported revenue was almost stable at €1,383 million (2012: €1,387 million). Lower revenues from Home-Shopping and Interactivity, as well as lower TV advertising revenues were partly offset by advertising revenue from the newly launched channel 6ter and higher revenues at SND from theatrical releases in August and October.

The French net TV advertising market was estimated to be down by 4.0 per cent over the reporting period. Groupe M6 again outperformed the market.

Reported EBITA of Groupe M6 decreased by 7.6 per cent to €207 million (2012: €224 million), mainly due to the start-up losses for the digital channel 6ter.

	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
Revenue	1,383	1,387	(0.3)
EBITA	207	224	(7.6)



AUDIENCE RATINGS

The combined total audience share of Groupe M6 was 14.9 per cent over the reporting period (2012: 15.5 per cent). In the main commercial target group of housewives aged under 50, the combined audience share was slightly down to 22.5 per cent (2012: 22.9 per cent).

M6	TV AUDIENCE SHARE
Source: Médiamétrie. Target: housewives < 50	2009-2013 (%)
13	16.2
12	17.0
11	17.2
10	16.5
09	17.2

M6 was once again the second most popular channel in France among housewives under 50, with an audience share of 16.2 per cent (2012: 17.0 per cent). In terms of total audience share (10.6 per cent), M6 remained the third most popular channel.

The channel's flagship programmes were popular in both prime time and access prime time. The eighth season of *L'Amour est dans le pré* (The Farmer Wants A Wife) scored an average of 5.9 million viewers (36.4 per cent of housewives under 50). The show was the highest-rated programme during the summer for the fourth consecutive year in terms of both target group and total audience. The format also made M6 the market leader among all target groups on Monday evenings for 15 consecutive weeks.

With an average total audience share of 16.7 per cent, *Top Chef* continued to attract viewers, as did US series such as *NCIS: Los Angeles*, *Once Upon Time* and *Body Of Proof*. With 5.1 million viewers (audience Share: 31.6 per cent, housewives under 50), *Under The Dome* recorded the best launch of a new series on M6 since 2007, while *NCIS* was the channel's most-watched series of the year with 5.2 million viewers. *Capital* and *Zone Interdite* were the two most-watched evening magazines in France among viewers under 50.

During 2013, 278 programmes were watched by more than 4.0 million viewers. In access prime time, *Le 19:45* gained more than 700,000 viewers compared to its first year of broadcast (average audience share among housewives aged under 50: 23.3 per cent), while an average 4.3 million viewers means



Scènes de ménages (Domestic Disputes) has doubled its viewership since its launch in 2009.

The new afternoon show *Les Reines du Shopping* (Shopping Queen) gained popularity, attracting 220,000 viewers compared to the previous season. *La meilleure boulangerie de France* (France's Best Bakery) gained 600,000 viewers during the eight weeks in which it was broadcast.

Groupe M6's main digital channel, **W9**, remained the most-watched DTT channel in the key commercial target group, with an almost stable average audience share of 4.0 per cent among housewives aged under 50 (2012: 4.2 per cent). Underlining its positioning as a 'mini-generalist' channel, W9 scored high ratings in various genres, including movies, magazines, factual entertainment formats, reality TV shows and live broadcasts of Uefa Europa League football matches.

With 1.9 million viewers tuning in to the finale of the Europa League, W9 scored the best audience for a prime time sport programme on DTT in France. On 22 July, the channel's broadcasts of the European Women's Football Championship attracted 1.8 million viewers for the quarter final between France and Denmark. With the new dating format *Séduis-moi si tu peux* (Take Me Out), attracting an average total audience share of 3.7 per cent (7.0 per cent of viewers under 50), W9 became the leading DTT channel and – among viewers under 50 – the third most-watched channel in France in this timeslot.

The newly launched channel **6ter** established itself as the leader among the new DTT channels launched in December 2012 in the target group of housewives under 50, with an audience share of 0.8 per cent in the reporting period.

In the pay-TV environment, Groupe M6's channels confirmed their leading positions in their key target groups. Among the 114 thematic channels in the Médiamétrie survey Médiamat Thématik – which measures TV audiences among French households equipped with cable, satellite or IPTV – **Paris Première** was the most-watched channel in the upper socio-demographic category in the strategic prime time slot, 20:45 to 24:00, while **Téva** was again the top choice of housewives aged under 50 (audience share: 1.1 per cent).

NEW MEDIA AND DIVERSIFICATION ACTIVITIES

In November, M6 Web launched the new digital platform **6play** for its free-TV channels M6, W9 and 6ter, offering simple access to Groupe M6, more than 800 hours of content each month, and live streaming of the channels M6, W9 and 6ter. Since its launch, 6play recorded over 650 million video views and 2.5 million unique visitors per month, while the mobile app has been downloaded more than 11.5 million times.

In June 2013, Groupe M6 launched M6, W9 and 6ter apps for Windows phones. After deployment on the Xbox 360 console and Windows 8, the launch marked a new stage in the partnership between Microsoft and M6 Web. By the end of 2013, Groupe M6 apps for iPhone, iPad and Windows phones had registered 12.7 million downloads.

In 2013, M6 Web reached an average audience of 12.1 million unique users per month across its network of 20 internet sites (2012: 12.2 million). The M6 Mobile by Orange service had reached 2.8 million customers by the end of December 2013, up from 2.4 million in December 2012.

The football club Girondins de Bordeaux – which is owned by Groupe M6 – ended the French League 1 championship in seventh place, and won the French Cup, qualifying the team for the Europa League.

Groupe M6 announced on 18 December 2013 to have entered into advanced negotiations with the Groupe Darty PLC to the sale of all shares held in Mistergooddeal SA. Accordingly, Mistergooddeal is presented as a disposal group held for sale.

FREMANTLEMEDIA

FINANCIAL RESULTS

Revenue of FremantleMedia – RTL Group’s production and brand exploitation arm – decreased by 10.4 per cent to €1,533 million (2012: €1,711 million), mainly because of exchange rate effects as well as lower revenue contributions from Germany.

Accordingly, EBITA was slightly down to €136 million (2012: €138 million). Excluding the positive one-off effect in Q3/2012 resulting from the sale of a building in London, FremantleMedia’s EBITA would have been up year-on-year.

	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
Revenue	1,533	1,711	(10.4)
EBITA	136	138	(1.4)

STRATEGIC REALIGNMENT

Following a strategic realignment in the first half of 2013, FremantleMedia’s strategy focuses on four pillars:

- Maintaining the company’s position as a leading producer of quality programming by nurturing on-air shows and investing in the creative pipeline to develop new formats and brands
- Diversifying FremantleMedia’s portfolio by strengthening its local businesses and increasing drama
- Maximising the global FremantleMedia network by increasing scale in strategic markets
- Building a scalable digital business.

PRODUCTION BUSINESSES

In 2013, FremantleMedia’s global network of production companies was responsible for creating 8,500 hours of programming, rolling out more than 60 formats and airing 356 productions worldwide. The business also distributed more than 20,000 hours of content in over 200 territories, making FremantleMedia one of the largest creators and distributors of award-winning international programme brands in the world.

By October 2013, FremantleMedia had more shows in production than ever before; some 217 productions in the works across 117 territories. FremantleMedia introduced 15 new formats into the market over the year, including an innovative new talent show with Rai called *Masterpiece*, which is aimed at aspiring writers and looking for the next big name in literature. The show was an instant hit on social media with #Masterpiece trending on the night of the first broadcast. *Family Harmony*, an Attraction Images format, sees members of the same family come together for the chance to be voted the most popular singing family in the country. Launched in early 2013, the format rolled out across four new markets over the year: Russia, Kazakhstan, the Ukraine and France. *Everybody Dance Now* which was developed in co-operation with RTL Nederland began its roll out around the world and was immediately recommissioned in its home market of the Netherlands.

FremantleMedia’s entertainment formats continued to travel well in 2013. *Got Talent* was launched in Brazil, Kazakhstan and Moldova – bringing the format’s total number of markets to a record-breaking 55 – unequaled by any other talent show in his-



tory. *The X Factor* debuted to positive reviews and strong ratings in Israel, Portugal, New Zealand, Nigeria, Serbia and Japan, while *The X Factor Kids* launched for the US Hispanic market. These brought the total number of markets in which *The X Factor* is produced to 45. Meanwhile, *Idols* also continued to launch in new markets, adding new versions to its portfolio in Bangladesh, China and Pakistan.

In the **US**, the 12th season of *American Idol* – co-owned by FremantleMedia North America (FMNA) and 19 Entertainment – was the country's highest-rated entertainment show in 2013, peaking with an audience of 20.3 million viewers. Season 12 attracted an average audience of 15.0 million viewers. For the target demographic of adults aged 18 to 49, *American Idol* achieved an average share of 13.0 per cent – twice as high as broadcaster Fox's prime time average.

Returning to US screens in summer 2013, season eight of *America's Got Talent* was the country's number one summer entertainment show, winning an average of 12.0 million viewers and a 10.9 per cent total audience share. *America's Got Talent* exceeded broadcaster NBC's prime time average by 68 per cent for all viewers.

Popular daytime show, *Family Feud* was the second highest rated game show in first-run syndication during 2013 among women aged 25 to 54, outperforming *Jeopardy* and *Who Wants To Be A Millionaire...?*. Airing its best performing series in over 20 years, the show scored an average household rating of 4.8 per cent to December 2013 – an increase of 9.1 per cent year-on-year and 65.5 per cent compared to the TV season 2011/12.

On air since 1972, *The Price Is Right* remained the highest rated daytime entertainment show in the US during 2013. An average audience of 5.0 million viewers in 2013 – 11.4 per cent of the total audience – put the show 62.9 per cent ahead of CBS' daytime average.

In **Germany**, the seventh season of *Das Supertalent* (Got Talent) won an average audience of 4.9 million viewers and a total audience share of 16.6 per cent. The show consistently ranked number one in its time slot winning an average share of 22.3 per cent of the key target demographic. *Deutschland sucht den Superstar* (*Idols*) won an average audience of 4.1 million viewers, representing an audience share of 18.7 per cent of viewers aged 14 to 59.

Meanwhile, the ninth series of *Bauer sucht Frau* (The Farmer Wants A Wife) drew an average audience of

6.4 million viewers, and a total audience share of 20.1 per cent.

On air since 1992, *Gute Zeiten, schlechte Zeiten* (Good Times, Bad Times) continued to rank as the highest rated daily drama series in Germany, with an average audience of 3.3 million viewers and a total audience share of 12.5 per cent. Watched by 17.9 per cent of viewers aged 14 to 59, *Gute Zeiten, schlechte Zeiten* consistently ranked number one in its time slot.

Event movies continued to prove popular in 2013. In March, ZDF's broadcast of the UFA Fiction production *Unsere Mütter, unsere Väter* (Generation War) scored an average audience of 7.2 million viewers and a total audience share of 21.2 across its three parts.

Only six days after its release, UFA's epic historical movie, *Der Medicus* (The Physician) attracted more than 1.75 million cinema-goers in Germany before the New Year, even pulling ahead of new release *The Hobbit* on New Year's Eve to top the German movie charts.

In the **UK**, the seventh season of *Britain's Got Talent* won an average audience of 10.9 million viewers and a 43.8 per cent total audience share, making it the UK's highest rated entertainment series and the highest rated talent show for 2013. With an average 50.5 per cent of viewers aged 16 to 34, *Britain's Got Talent* exceeded ITV1's prime time average by 170 per cent.

Returning for its tenth series in the autumn, *The X Factor* was 2013's highest rated entertainment series among young viewers (aged 16 to 34). With an average 47.3 per cent of the target audience tuning in, *The X Factor* surpassed ITV's prime time average by 153 per cent.

Airing its ninth and tenth series in 2013, *Celebrity Juice* continued to prove a success on ITV 2. With an average share of 23.2 per cent of the commercial target (viewers aged 16 to 34) *Celebrity Juice* consistently ranks number one in its time period across all channels, outperforming the five major UK broadcasters.

Take Me Out broadcast on ITV1 was the number one dating show in the UK in 2013. The fifth season of the show consistently ranked number one in its time slot for the commercial target audience (adults aged 16 to 34) with an average share of 32.6 per cent.

In **France**, *L'amour est dans le pré* (The Farmer Wants A Wife) continued to rank as the highest rated entertainment series on M6 in 2013, scoring an average audience of 5.9 million viewers (25.1 per cent) and an average 35.6 per cent of housewives under 50.

The ninth season of *Nouvelle Star* (Idols) won an average audience of 1.8 million viewers and a total audience share of 7.2 per cent, exceeding D8's prime time average by 140 per cent. Launched in October, season ten of the talent show scored an average audience of 1.4 million viewers and a total audience share of 6.0 per cent.

The fourth series of *The X Factor* in **Australia** was the best-performing yet, attracting an average audience of 1.6 million viewers – an increase of 2 per cent on series three and 36 per cent on series one. *The X Factor* was the highest rated singing competition in Australia, the third highest rated programme across all networks and the second highest rated show of the year for its broadcaster, Network 7.

Meanwhile, *Neighbours* gained an average share of 12.6 per cent of viewers aged 16 to 39, exceeding Eleven's prime time average by 148 per cent. Newly launched for 2013, drama series *Wentworth* proved a major success, with the series premiere ranking as the most watched show ever on Australian pay-TV, excluding sports. Winning an total average audience share of 4.3 per cent on SoHo, the show exceeded the broadcaster's average by 618 per cent.

In 2013, FremantleMedia Australia signed a multi-year deal with BBC Worldwide that will see FremantleMedia Australia produce general entertainment formats for the Australian market

Elsewhere, the Dutch version of *The Farmer Wants A Wife* continued to prove popular, attracting an average total audience share of 41.3 per cent. Airing for the first time on RTL 4 in 2013, new talent show format *Everybody Dance Now* was watched by an average 1.6 million viewers (26.0 per cent of shoppers aged 20 to 49) and exceeding RTL 4's prime time average by 28 per cent. Newly launched in Israel for 2013, *The X Factor* won an average audience of 1.1 million viewers and a total audience share of 38.6 per cent to the end of 2013 – 19 per cent higher than Channel 2's prime time average. In the Middle East, *Arab Idol* became a cultural phenomenon and *Arab Idol* winner Mohammed Assaf performed at the United Nations' offices in New York, where he was appointed a goodwill ambassador and regional youth ambassador for the United Nations' Relief and Works Agency (UNRWA).

Number of hours broadcast

Programmes	2013	2012
New	2,070	2,379
Returning	6,429	6,758
Total	8,499	9,137

Breakdown of hours broadcast by main markets

	2013	2012
USA	967	956
Germany	790	798
France	608	648
Italy	350	419
UK	280	453

DIGITAL

In July 2013, FremantleMedia launched its Digital & Branded Entertainment. The division will focus on creating valuable new intellectual properties, scaling up its network capabilities and attracting on and off air talent and brands while maintaining its success to date in second screen activity and Youtube. It works with the company's 23 production offices around the globe to share best practices and innovation and to drive the company's digital strategy.

In September, FremantleMedia secured a strategic partnership with Divimove, the second largest multi-channel network (MCN) in Germany, taking a minority stake in the company. FremantleMedia will also work closely with BroadbandTV, the world's third largest MCN, in which RTL Group invested earlier in the year. Working with these MCNs gives FremantleMedia access to engaged and connected online audiences in various genres.

In December, FremantleMedia North America and Style Haul, the largest online network for fashion, beauty and lifestyle, announced a multi-series and multi-year development deal. The first series to go into production under the deal, *The Crew*, premiered on Youtube in January 2014.

FremantleMedia continued its Youtube success during 2013, launching 40 new channels and reaching 14 new countries – making a total of 141 YouTube channels across 32 countries. The company maintained its position as the most viewed television producer, network or movie studio worldwide, with 6.7 billion video views of FremantleMedia content in 2013.

FremantleMedia properties around the world attracted over 60 million Facebook 'Likes' and 15 million Twitter followers and its brands continued to thrive in 2013: *The X Factor Australia* was the number one TV show Twitter account in the country and *The X Factor UK* had the biggest digital reach of any UK show with 7.5 million 'Likes' on Facebook and 4.4 million followers on Twitter.

Ludia continues to dominate the mobile and social games market with 3 million daily active users and 10 million monthly active users and growing. *Family Feud & Friends* and *Jurassic Park Builder* have been downloaded over 50 million times since launch and are consistently in the top grossing apps category. *Where's Waldo: The Fantastic Journey* was the number one application in 11 countries, while *Where's Waldo in Hollywood* was a Top Ten game in 22 countries.

DISTRIBUTION

Following the strategic re-alignment, FremantleMedia's distribution arm, **FremantleMedia International** is responsible for global sales across Linear Television, Digital and Home Entertainment platforms of finished content, format sales in non-production territories as well as acquiring and developing new programmes for the international market. In addition to the world-class FremantleMedia production families around the globe, FremantleMedia International works with the highest calibre creative talent, producers, channels, licensees and studios to create, finance and distribute the best content in the business.

The company closed a multi-year deal with You Ku, a Chinese digital portal with 200 million mobile users. The deal includes 202 hours of content in the first year from *The X Factor US*, *America's Got Talent*, *Project Runway* and dramas such as *Hit And Miss* and *The Crimson Petal And The White*.

Asia has become a booming market for the television sales business. In 2013 FremantleMedia International took advantage of this growth by selling over 1,200 hours of finished content to Asian broadcasters, including around 580 hours for Mediacorp's on-demand platform in Singapore. Earlier in the year, FremantleMedia International announced new format sales in the Asian marketplace, with deals across Cambodia, Singapore, the Philippines and Myanmar, including sales of the first ever international talent formats to Cambodia and Myanmar. The company also closed a new content deal with digital entertainment pioneer Young Hollywood for two of its long-form celebrity shows *Young Hollywood's Greatest...* and *Young Hollywood Evolution Of...* Having sparked broad international interest, these series have already been sold to 30 territories.

FremantleMedia's **Kids & Family Entertainment** division – a leading independent producer and distributor in the sector, with more than 15 titles in production globally – launched new episodes of its pre-school hit, *Tree Fu Tom*, on the BBC's pre-school channel CBeebies and had a successful first Christmas at retail with toys and ancillary products. The miniature superhero continues to captivate kids across over 75 territories, and toys and digital apps will continue to launch in many countries across the world in 2014. Using all-new production techniques, the comedy series *Strange Hill High*, led by Josh Weinstein (*Simpsons*, *Futurama*), launched in the UK on CBBC. The show has become a comedy hit and has been seen by over 4 million viewers to date.

RTL NEDERLAND

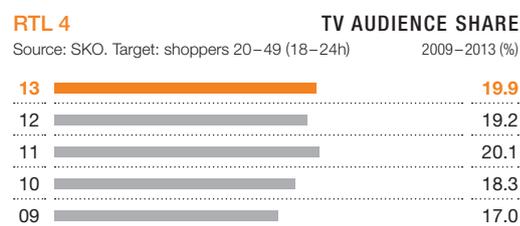
FINANCIAL RESULTS

The Dutch TV advertising market¹⁸ was estimated to be down by 3.0 per cent in 2013. RTL Nederland outperformed the market and could regain market shares. Total revenue at RTL Nederland increased by 5.6 per cent to €455 million (2012: €431 million), driven by higher TV advertising and digital distribution revenues. Accordingly, EBITA of RTL Nederland increased to €103 million (2012: €97 million).

	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
Revenue	455	431	+ 5.6
EBITA	103	97	+ 6.2

AUDIENCE RATINGS

RTL Nederland's family of channels achieved a combined prime-time audience share of 33.5 per cent in the main commercial target group of viewers aged 20 to 49, slightly up from 2012 (32.3 per cent). All channels experienced growth, or performed at the same level as last year. Consequently, RTL Nederland increased the large gap to its main commercial competitor, SBS Group (20.0 per cent), and was also again ahead of the public-service broadcasters (25.3 per cent).



RTL Nederland's flagship channel, **RTL 4**, scored an audience share of 19.9 per cent in its main target group of shoppers aged 20 to 49 (2012: 19.2 per cent) and was again market leader by a large margin, ahead of Nederland 1 (13.1 per cent) and SBS 6 (8.1 per cent). With an audience share of 22.9 per cent among shoppers aged 20 to 49 in November 2013, the family channel scored its highest monthly viewer figures for the past 17 years.

With a peak audience of 3.0 million viewers, *The Voice Of Holland* was once again the most popular programme in the Netherlands, scoring an average audience share among shoppers aged 20 to 49 of 48.2 per cent. The show was followed by *The Voice Kids*, the *All You Need Is Love Christmas Special* and *Holland's Got Talent*.

RTL 4 launched a number of new programmes in 2013, many of which scored well, including the talk show *RTL Late Night*, which increased its audience from 582,000 viewers during the first month of broadcast to 807,000 two months later. Other new popular formats included *Geer & Goor: Effe Geen Cent Te Makken* (No Penny To Spend), *Weet Ik Veel* (How Do I Know), and *Wie Ben Ik?* (Who Am I?).

RTL 4's access prime time – featuring *RTL Boulevard*, *Goede Tijden*, *Slechte Tijden* (Good Times, Bad Times) and *RTL Nieuws* – delivered strong ratings once again, regularly attracting average audience shares of 26.5 per cent and up.



18 Spot and non-spot revenue

RTL 5

Source: SKO. Target: 20–34 (18–24h)

TV AUDIENCE SHARE

2009–2013 (%)

13	6.8
12	7.0
11	9.4
10	8.8
09	9.6

RTL 5 scored an audience share of 6.8 per cent in its key target group of viewers aged 20 to 34 (2012: 7.0 per cent). Dutch productions are the most popular shows on RTL 5, including *Expeditie Robinson*, which was the channel's most-watched show in 2013 with an audience share of 32.4 per cent on 21 November. Also popular were *Jokertje's Jawoord* (Jokertje's Wedding) and *Holland's Next Top Model*. The channel also launched a number of new programmes such as *Ik Heb Het Nog Nooit Gedaan* (I Didn't Do It Yet) and *Het Zal Me Een Rotzorg Zijn* (I Couldn't Care Less) – both of which address current topics, thus revealing a new side of RTL 5.

RTL 7

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

TV AUDIENCE SHARE

2009–2013 (%)

13	7.8
12	7.2
11	7.8
10	7.1
09	6.7

The men's channel **RTL 7** achieved an average audience share of 7.8 per cent among males aged 20 to 49 (2012: 7.2 per cent) – on par with the record audience share of 2011. In 2013, the channel reached two new all-time monthly highs since its launch in 2005: July ending with an audience share of 9.7 per cent and December ending with 9.8 per cent. The most popular broadcast was the finale of the World Darts Championship on 1 January, which attracted 35.5 per cent of the target audience. Also popular were matches of the Uefa Europa League and talk show *Voetbal International*.

RTL 8

Source: SKO. Target: women 20–49 (18–24h)

TV AUDIENCE SHARE

2009–2013 (%)

13	3.5
12	3.0
11	3.3
10	3.2
09	3.3

Women's channel **RTL 8** reported an audience share of 3.5 per cent among female viewers aged 20 to 49 in 2013 (2012: 3.0 per cent). The Sunday crime evening and the film theme weeks were very well accepted by viewers. The children's programming window on RTL 8 during daytime, RTL Telekids, increased its average audience share to 9.2 per cent in its target group of children aged 3 to 8 (2012: 8.2 per cent).

Digital pay channels **RTL Lounge** and **RTL Crime** reached 5.5 million and 5.6 million viewers respectively, among viewers aged 6 and above. RTL Lounge is the ninth most popular digital channel in its target group of female viewers aged 13 and above, with a reach of 2.6 million viewers in this demographic. The pay channel **RTL Telekids** ranks fourth among children aged 3 to 8 with a reach of 569,000 viewers. The cumulative reach amounted to 3.7 million among viewers aged 6 and above.

National audience breakdown

Source: SKO. Target: 20–49 (18–24h)

2013 (%)

RTL 4	18.9
RTL 5	6.0
RTL 7	5.9
RTL 8	2.8
Nederland 1	13.6
SBS 6	8.4
Nederland 3	8.1
Veronica	6.2
Net 5	5.5
Nederland 2	3.7
Others	20.9

Differences due to rounding

NEW MEDIA AND DIVERSIFICATION ACTIVITIES

In July, RTL Nederland acquired a 65 per cent stake in The Entertainment Group, the leading video-on-demand (VOD) company in the Netherlands, which operates the VOD service **Videoland**. The “Pay per view” service is available on the Videoland platform and via TV providers such as KPN and Telfort. ‘All-you-can-watch’ subscriptions are available via TV providers and will be available on *Videoland.com* in 2014. Since the takeover, the number of unique visitors has more than doubled and KPN has secured more than 10,000 *Videoland Unlimited* subscribers in the first month.

In November, RTL Nederland, SBS and the Dutch public broadcaster announced the joint subscription service NL Ziet, which will provide viewers with access to the online video platforms of all three broadcasting companies: RTL XL, Kijk, and NPO Plus. NL Ziet is scheduled to launch in the first half of 2014.

RTL Nederland’s online domain – including the general portal *RTL.nl*, the on-demand platform *RTLXL.nl*, the weather portal *Buienradar.nl*, and a variety of websites dedicated to popular formats – increased its average number of visits by 21 per cent per month, to 106.2 million (2012: 87.8 million). Mobile devices account for 49 per cent of visits (2012: 21 per cent).

The total number of video views on RTL Nederland’s online domain grew by 20 per cent to 547 million in 2013. Including videos distributed via syndication partners such as Youtube, a total of 643 million videos were viewed. Video views via syndication partners have increased by 33 per cent.

Visits to the online video platform **RTL XL** grew by 20 per cent compared to 2012. Most popular were the episodes of the soap *Goede Tijden, Slechte Tijden*, clips from *RTL Nieuws*, *Voetbal International* and the talent show *The Voice Of Holland*. The mobile app for RTL XL generated 206 million video views, almost twice the amount of 2012 (104 million).

Research conducted by *Remotely.tv* reveals that RTL Nederland was the most discussed broadcaster on Twitter, achieving a 38 per cent share with 7.2 million tweets. The daily series *Goede Tijden, Slechte Tijden* was the most discussed programme in 2013, with over 1.6 million tweets. However, the most discussed broadcast of 2013 was *RTL 7 Darts: 2013 World Championships* which resulted in as many as 80,556 tweets.

Successful digital formats were the *Weet Ik Veel* quiz app (downloaded more than one million times), *Goede Tijden, Slechte Tijden: Spring Levend* (downloaded 514,000 times) and the soccer show app *Koning Voetbal* (275,000 downloads and more than 4 million games played).

Buienradar was voted the most popular website of the year for the sixth time in a row in the category “Weather and Traffic”. The updated version of the weather forecasting Buienradar app was downloaded almost 5 million times for smartphones and was the second most popular app of 2013. For tablets, the app was downloaded 1.35 million times.

For **RTL Ventures** 2013 was a year of expansion. Launched at the end of 2010 as a consolidation of new business activities, this division has now become an established venture capital fund with six ventures. RTL Ventures spread its wings further in 2013 with an investment of 20.3 per cent in *Squla* (an online education platform) and by acquiring a 38.4 per cent share in the Dutch Learning Company, a provider of online courses including *Iedereen EHBO*.

In June, **RTL Nieuws** launched a new online concept: news is now published in non-stop updates. This so called news wall offers consumers the opportunity to follow the news while it happens. In addition, all RTL news brands are brought together on one platform. Since the launch of the new *RTL Nieuws* website, visits increased by 85 per cent. In total, the new app has been downloaded 1.1 million times.

RTL BELGIUM

FINANCIAL RESULTS

The net TV advertising market in French-speaking Belgium was estimated to be down 1.7 per cent, with RTL Belgium broadly performing in line with the market. Total revenue of the profit centre decreased by 0.5 per cent to €209 million (2012: €210 million) mainly due to lower TV and radio advertising revenue. Total EBITA of RTL Belgium was slightly up to €46 million (2012: €45 million), thanks to continued cost control.

	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
Revenue	209	210	(0.5)
EBITA	46	45	+2.2

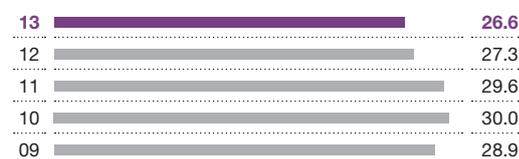
AUDIENCE RATINGS

With a combined prime-time audience share of 36.4 per cent among shoppers aged 18 to 54 (2012: 36.3 per cent) the RTL family of TV channels maintained its large lead over the public broadcasters, at 17.6 percentage points (2012: 17.7 percentage points). Over the whole year, **RTL Belgium** achieved 87 of the top 100 programmes in French-speaking Belgium (2012: 76 out of 100).

RTL-TVI

TV AUDIENCE SHARE

Source: Audimétrie. Target: shoppers 18–54 (17–23h) 2009–2013 (%)



RTL-TVI maintained its strong market-leadership position in French-speaking Belgium with an average prime-time audience share of 26.6 per cent in the target group of shoppers aged 18 to 54 (2012: 27.3 per cent), 10.0 percentage points ahead of the second highest rated channel, the French commercial broadcaster TF1, and 12.8 percentage points ahead of the Belgian public broadcaster La Une.

The most watched broadcast of the year was the movie *Rien à déclarer* on 14 March 2013, that scored a total audience share of 55.1 per cent. Also popular was the broadcast of the football qualifier between Belgium and Wales on 15 October which attracted a total audience share of 56.0 per cent.

RTL-TVI is the leading news source for French-speaking Belgians. The main news at 19:00 attracted an average 43.1 per cent of the viewers every day.

In 2013, **Club RTL** strengthened its positioning as a male-oriented channel, increasing its average audience share in the target group (men aged 18 to 54) to 7.4 per cent (2012: 6.4 per cent). Football is one of the channel's flagship formats. The channel's

French speaking Belgium audience breakdown

Source: Audimétrie.
Target: shoppers 18–54 (17–23h) 2013 (%)



Club RTL

TV AUDIENCE SHARE

Source: Audimétrie. Target: men 18–54 (17–23h) 2009–2013 (%)



most watched programme of the year was the qualifying game between Belgium and Macedonia in March 2013, attracting a total audience share of 40.2 per cent.

Plug RTL	TV AUDIENCE SHARE
Source: Audimétrie. Target: 15-34 (17-23h)	2009-2013 (%)
13	4.5
12	3.8
11	3.4
10	3.8
09	4.8

Plug RTL, the youth and lifestyle channel that complements the Belgian TV family, reported a prime-time audience share among young viewers aged 15 to 34 of 4.5 per cent (2012: 3.8 per cent). The most popular programme was season ten of *Nouvelle Star* (Idols) which scored an average audience share of 11.5 per cent in the target group. Also popular were *Belle toute nue* (How To Look Good Naked) (9.7 per cent), *La France a un incroyable talent* (Got Talent) (7.0 per cent) and *Nouveau Look* (6.9 per cent).

According to the CIM audience surveys in 2013, **Bel RTL** remained the general-interest leader in French-speaking Belgium (winning 15.2 per cent of all listeners aged 12 and older, 2012: 16.0 per cent), while **Radio Contact** (audience share: 15.3 per cent, 2012: 15.1 per cent), was the leading music station and the number one French-language radio station.

Bel RTL's all-news morning show is the leading one in French-speaking Belgian radio. It creates synergies with RTL-TV1 by sharing on-air personalities and carrying top TV shows over into the airwaves.

NEW MEDIA AND DIVERSIFICATION ACTIVITIES

In 2013, the number of video views across RTL Belgium's websites increased to 103 million (2012: 76 million), driven by news content and major TV shows. In February, RTL Belgium agreed to syndicate its content to major news websites. The re-vamped *RTL.be* website quickly proved popular with the public and gained the second position among news and services websites by December 2013, with more than 230,000 daily users.

March saw the launch of the Bel RTL mobile website and app for tablet and smartphone. Since September with the launch of Connect, RTL Belgium has been offering its viewers an extensive second screen experience for its main programmes. RTL Belgium further pioneered new TV consumption models with the app 'Club RTL Foot' that allows multi-cam viewing during home matches of Belgian football teams engaged in the European competitions – among other interactive features.

RTL RADIO (FRANCE)

FINANCIAL RESULTS

In a net radio advertising market estimated to have remained flat in 2013, the French radio profit centre reported revenue of €175 million (2012: €180 million), while its EBITA decreased moderately to €29 million (2012: €30 million), sustained by cost reduction.

	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
Revenue	175	180	(2.8)
EBITA	29	30	(3.3)

AUDIENCE RATINGS

The French RTL Radio family maintained its audience leadership. With a combined average audience share of 18.3 per cent (2012: 18.3 per cent), the three radio stations RTL Radio, RTL 2 and Fun Radio continued to lead over their main commercial competitors – the radio families of NRJ (15.4 per cent, up 0.6 percentage points on 2012) and Lagardère (12.5 per cent, down 0.1 percentage point on 2012).

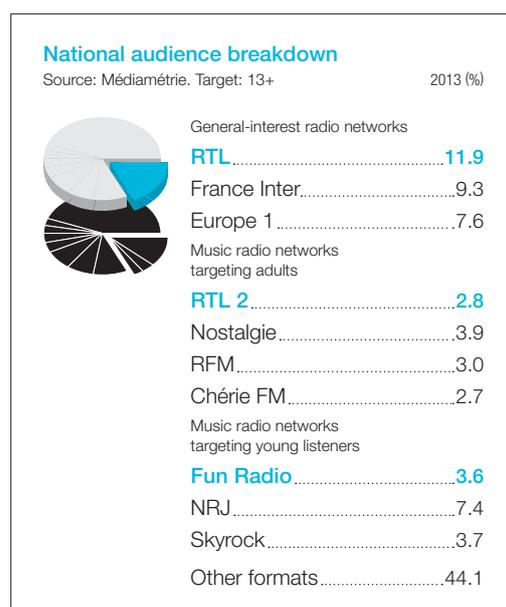
RTL Radio

Source: Médiamétrie. Target: 13+

AUDIENCE SHARE

2009–2013 (%)

13	11.9
12	11.6
11	12.1
10	12.4
09	12.4



RTL Radio was the leading station in France since the start of the current measurement system. With an average audience share of 11.9 per cent (2012: 11.6 per cent), RTL Radio remained ahead of its closest competitor by 2.5 percentage points, and is the only French radio station with an audience share of more than 10 per cent. The flagship station delivered an average cumulated audience of 6.2 million daily listeners (2012: 6.25 million) whose loyalty increased significantly as the average daily time spent listening to the station's broadcasts increased to 147 minutes a day (2012: 141 minutes).

In 2013, RTL Radio's grid was mainly oriented towards audience increase in most of its major slots. The morning programme *RTL Matin*, presented by anchorman Laurent Bazin increased its audience by 2.6 per cent, gathering on average more than 1.8 million listeners for every 15 minutes the show was on air.

The service show *Ça peut vous arriver*, hosted by Julien Courbet, gathered an average 1.4 million listeners for every 15 minutes between 9:30 to 11:00 (2012: 1.23 million). In the afternoon, entertainment programmes hosted by Jacques Pradel and Flavie Flament attracted more than half a million listeners on average every 15 minutes, increasing by 9 and 8 per cent respectively on 2012.

Fun Radio gathered 3.5 million listeners a day (2012: 3.7 million), confirming its status as the number three French musical station. The station scored an average audience share of 3.6 per cent.



Fun Radio

Source: Médiamétrie. Target: housewives < 50

AUDIENCE SHARE

2009–2013 (%)

13		3.6
12		3.8
11		4.2
10		4.1
09		3.8

The morning show *Bruno dans la Radio* increased its audience by more than 5 per cent, with an average 334,000 listeners for every 15 minute slot between 6:00 and 9:00. Accordingly, the show became the second most listened to musical morning show in France for the first time. Set for the future of radio, the Dancefloor station increased its digital online audience significantly during 2013, to 22 per cent of the station's total audience.

RTL 2

Source: Médiamétrie. Target: 13+

AUDIENCE SHARE

2009–2013 (%)

13		2.8
12		2.9
11		2.9
10		2.8
09		2.9

RTL 2 achieved an audience share of 2.8 per cent in 2013 (2012: 2.9 per cent) gathering 2.5 million listeners each day (2012: 2.6 million). Despite its focus on pop and rock music, the station strengthened its morning show, *Le grand Morning*, during 2013 with the arrival of the British host, Louise Ekland.

In the main commercial radio target group of listeners aged 25 to 49, Fun Radio and RTL 2 rank second and third musical stations in France respectively, delivering a combined audience share of 12.2 per cent (2012: 12.7 per cent).

NEW MEDIA AND DIVERSIFICATION ACTIVITIES

According to the latest Médiamétrie study, *RTL.fr* reached 2.6 million unique visitors per month (2012: 2.8 million), improving its ranking to become one of the 20 most visited French news websites. Usage of RTL Replay also increased in 2013. On average, the service registered 4.7 million downloaded podcasts per month – up 7 per cent year-on-year (2012: 4.4 million) – and more than doubled the number of videos watched on RTL Net websites to over 25 million (2012: 12 million).

Since April 2013, RTL Radio's programme can now be watched live 12 hours a day thanks to Social Radio. The feature enables social activity to be embedded to the live video from the station's social network pages, and allows users to post live comments through Facebook and Twitter.

In August 2013, RTL Net launched its seventh thematic website fully dedicated to football forecasts – *RTLProne.fr*. This fully responsive site works equally well on desktops, laptops, smartphones and tablets.

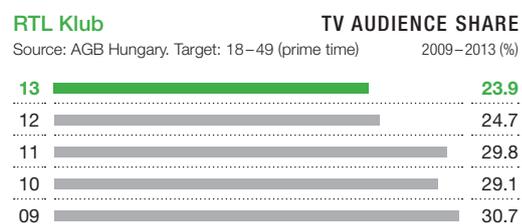
Funradio.fr registered 700,000 unique visitors per month during 2013 (2012: 750,000). In March, the website launched an ambitious customer loyalty programme – the Fun Radio VIP Club – which has already gathered 500,000 members.

Fun Radio is one of France's biggest social media hits, with 1.6 million fans on Facebook and 650,000 followers on Twitter. To celebrate this success the station launched a one-day Social Day event to encourage listeners to contribute to the station's broadcasts by including the #MoiBossDeFunRadio (#MeFunRadioBoss) hashtag in their social networks posts.

OTHER SEGMENTS

This segment comprises the fully consolidated businesses **RTL Hungary, RTL Hrvatska (Croatia), RTL Group's Luxembourgish activities, the German radio business, UFA Sports, and the Spanish associate Atresmedia (formerly: Grupo Antena 3).**

RTL Hungary: In 2013, the Hungarian net TV advertising market continued to decline, by an estimated 6.4 per cent. Total consolidated revenue of the profit centre was stable at €100 million (2012: €101 million) as revenue from the cable channels compensated for the decrease of RTL Klub's advertising sales. Total EBITA increased to €15 million (2012: €9 million), driven by lower costs at the main channel RTL Klub and higher profit contributions from the RTL cable channels.



The combined prime-time audience share of the RTL-family of channels in the key demographic of 18 to 49-year-old viewers was up 0.7 percentage points to 38.0 per cent (2012: 37.3 per cent). RTL Klub's prime-time audience share decreased to 23.9 per cent among viewers aged 18 to 49 (2012: 24.7 per cent), though it remained the most watched channel in Hungary with both the country's total audience and among viewers aged 18 to 49. It also increased the gap to its closest competitor from 6.9 percentage points to 8.4 percentage points.

The talent show *X-Faktor* was once again the most watched Hungarian show of the year, attracting an average audience share of 40.1 per cent in the target group. The daily soap *Barátok közt* (Between Friends) was the most-watched daily show, closely followed by *Éjjel-Nappal Budapest*. The local adaptation of *Berlin – Tag & Nacht* was watched by an average 28.3 per cent of the viewers. RTL Klub was the most-watched channel in the target group on 342 out of 365 evenings, and aired 100 of the 100 most-watched TV programmes of the year – the first 19 of which were *X-Faktor* episodes.

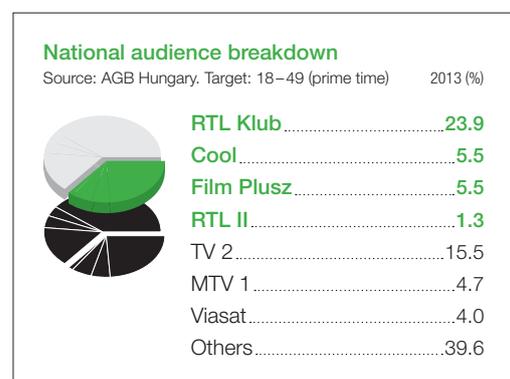
With an average prime-time audience share of 5.5 per cent among viewers aged 18 to 49 (2012: 6.0 per cent), Cool was the country's most-watched cable channel – on par with Film Plusz. Launched in October 2012, RTL II registered an average audience share of 1.3 per cent among viewers aged 18 to 49 (October to December 2012: 0.8 per cent). In March 2013, RTL II launched the celebrity dancing



competition *Szombat Esti Láz* (Saturday Night Fever), which attracted an average of 10.3 per cent of viewers aged 18 to 49. Over 676,000 viewers tuned in for the final on 13 April, making it the most watched programme on Hungarian cable television since 1999 among all audiences.

RTL's entire family of cable channels in Hungary (Cool, RTL II, Film Plusz, Film Plusz Two, Prizma, Sorozat Plusz, Muszika TV) achieved a combined prime-time audience share of 14.1 per cent. (2012: 12.6 per cent)

The channel's catch-up TV service, RTL Most, generated 53 million long-form video views in 2013 (2012: 50 million). RTL Hungary's online portfolio is the biggest local TV online video portfolio with own and other content.



RTL Hrvatska: In a TV advertising market that fell by an estimated 2.8 per cent in 2013, RTL Hrvatska outperformed the market. Revenue increased to €33 million (2012: €31 million). EBITA increased significantly, reaching €0 million after a negative €9 million in 2012.

RTL Televizija

TV AUDIENCE SHARE

Source: AGB Nielsen Media Research. Target: 18–49 (prime time)

2009–2013 (%)

13	20.6
12	21.9
11	23.3
10	27.3
09	28.0

RTL Hrvatska operates two free-to-air channels – RTL Televizija and RTL 2. The combined prime-time audience share of the two channels in the key commercial target group of viewers aged 18 to 49 was slightly up to 27.9 per cent (2012: 27.5 per cent). The profit centre's flagship channel, RTL Televizija, achieved an average prime-time audience share of 20.6 per cent among 18 to 49 year-old viewers, down from 21.9 per cent in 2012. This decrease was due to the increasing fragmentation in the television market.

The Turkish soap *Sulejman velicanstveni* (The Magnificent Century), broadcast daily on RTL Televizija in prime time, scored an average audience share of 25.0 per cent. The soap continued to be a phenomenon in Croatia, with press and public interest in the show remaining high.

Local productions remain a vital part of the flagship channel RTL Televizija. The fourth season of *Ljubav je na selu* (The Farmer Wants A Wife) had very strong results. The combination of the beautiful Croatian landscape and the search for love was watched by an average 28.7 per cent of the target audience. The second season of *Ruza Vjetrova* (Wind Rose) – RTL Hrvatska's local daily drama series – scored an average audience share of 20.6 per cent.

Tog se nitko nije sjetio (Pointless) was piloted in spring 2013. After an excellent start, the quiz broadcast daily in access prime time came back during autumn with a full season and scored an average audience share of 20.8 per cent. The prime-time sitcom *Kriza* (Crises) about midlife crises is broadcast weekly and became a highly anticipated TV project in Croatia prior to launch. With an average audience share of 29 per cent this special doze of Bosnian humour was one of the top watched shows broadcast on all national broadcasters in Croatia.

RTL Televizija's main news programme, *RTL Danas* – broadcast daily at 18:30 – continued to draw large audiences, with an average share of 29.2 per cent among young viewers. During 2013, *RTL Danas* became the main point of reference when reporting about state-related events. On 1 July 2013, when Croatia entered the EU, RTL Televizija's news team prepared a six-hour special which was broadcast live from six Croatian cities. A team of 150 people, 30 cameras and coverage of 15 locations were involved in the production of *Dobrodosla Hrvatska* (Welcome Croatia), and the broadcast became the most watched programme on the subject, scoring an audience share of 20.6 per cent.

RTL 2 significantly increased its average prime-time audience share to 7.3 per cent in its key target group (2012: 5.6 per cent), thus compensating the decrease of audience share at RTL Televizija. Once more, RTL 2 was the country's most popular second-generation channel. US sitcoms such as *The Big Bang Theory*, *Two And A Half Men* and *How I Met Your Mother* proved particularly popular with Croatian viewers in prime time.

In August 2013, RTL Hrvatska was awarded a license for a new kids and family channel; the new free-TV channel, named RTL Kockica, was launched very successfully in January 2014. It is the first Croatian free TV channel for kids and families.

The profit centre's websites collectively generated 11 million online video views (2012: 15 million) during the reporting period. This number includes over 5 million video views through RTL Hrvatska's catch-up TV platform RTL Sada (RTL Now), making it the leading VOD platform in the region. The service provides the opportunity for non-linear viewing of formats broadcast on RTL Televizija and RTL 2, and since May 2013 offers web-only premium video content like comedies and films as well.

Since May 2012, RTL Sada has been available on TV screens thanks to cooperation with the IPTV operator H1 Telekom. In November 2013 the service has been extended to cable TV and to another IPTV provider (Bnet-Vip) and is now available to more than 60,000 households. In addition RTL Sada's second screen application combining the catch up TV experience with social and interactive features has been published in December 2013.

In 2013, RTL Hrvatska launched new releases of its news app for iOS and Android, as well as a brand new mobile portal *m.rtl.hr* (July). The apps have been downloaded more than 240,000 times up to date, in a market of estimated 3 million smartphones.

National audience breakdown

Source: AGB Nielsen Media Research.
Target: 18–49 (prime time)

2013 (%)



In 2013, RTL was once again the leading media brand in the Grand Duchy of Luxembourg. Combining its TV, radio and internet activities, the **RTL Lëtzebuerg** media family achieved a daily reach of 83.2 per cent (2012: 82.4 per cent) of all Luxembourgers aged 12 and over.

RTL Radio Lëtzebuerg is the station listeners turn to for news and entertainment, with 199,200 tuning in each weekday (2012: 185,300 listeners). The TV channel RTL Télé Lëtzebuerg attracts 147,100 viewers each day (2012: 131,700 viewers per day), representing a prime-time audience share of 47.7 per cent of Luxembourgish viewers aged 12 and over, Monday to Friday, 19:00 to 20:00 (2012: 49.2 per cent).

In 2013, RTL Lëtzebuerg relaunched its online portal, *RTL.lu*, which continues to be the country's most visited website, with a daily reach of 30.1 per cent among Luxembourgers aged 12 and over (2012: 23.7 per cent). The site was also expanded to include sections featuring RTL Lëtzebuerg's popular TV and radio programmes.

IPTV channel RTL Plus introduced a second screen app that allows viewers to interact with the channel's TV and radio broadcasts as they happen, while a new internal organisation and publishing tool has made it easier than ever for RTL Radio Lëtzebuerg to exchange content between various different types of media.

RTL Lëtzebuerg launched new versions of their iPhone and android apps, plus apps for Windows 8 and Windows Mobile. The portfolio of apps was enhanced with the launch of the classifieds platform Good-Deals, and dedicated apps for local football and basketball.

In 2013, **BCE**, RTL Group's technical-services provider, was selected for the installation of the new Euronews bureau in Hungary, following the successful integration of its Greek platform. BCE worked on both IT and broadcast integration, including sound editing and mixing studios and telecom links from the new infrastructure to the Euronews head office in Lyon (France). As it does for the Greek language service, BCE also ensures 24/7 monitoring from its Network Operation Centre (NOC) in Luxembourg. In September, BCE was selected by the Ethiopian Radio and Television agency to install its new infrastructure and digitise its archives. In collaboration with several partners, BCE will be in charge of integrating a newsroom, post-production editing rooms and a master control room, and equipping the company with a tapeless broadcasting platform. Additionally, BCE provided a full solution for RTL CBS Asia Entertainment Network including content management, layout and telecom lines. For the 15th Games of the Small States of Europe which were held in Luxembourg in 2013, BCE broadcast the event on the internet using 4G technology.

RTL Lëtzebuerg		DAILY REACH
Source: TNS-ILRes Plurimedia 2013. Target: 12+		2013 (%)
RTL Radio Lëtz.		57.5
RTL Télé Lëtz.*		41.4
RTL.lu		30.1
RTL Lëtzebuerg		83.2

*Including Den 2: RTL

In 2013, **RTL Radio Deutschland**, RTL Group's German radio holding company, achieved an EBITA of € 10 million (2012: € 12 million). Following a record EBITA in 2012, this decrease is mainly due to the disposal of its stake in Radio Regenbogen and lower dividends from minority shareholdings for the fiscal year 2012 which were paid out in 2013.

Commercial radio in general decreased its average hourly reach year-on-year among listeners aged 10 and over, with RTL Radio Deutschland's portfolio giving up 5.8 per cent of its listeners. Despite fragmentation and growing pressure caused by new digital services in the media market, several stations delivered an impressive performance.

In Berlin – Germany's most competitive German radio market, with more than 30 FM stations – 104.6 RTL remains undisputed market leader. The station currently has an average 205,000 listeners per hour and an audience share of 11.3 per cent. With just under 1.3 million listeners, Antenne Bayern continues to lead the nationwide radio ranking ahead of all other single radio stations (audience share 10+: 26.9 per cent). In Northern Germany, Radio Hamburg reached a record high, with 230,000 listeners per average hour and an audience share of 24.2 per cent.

At the end of 2013 RTL Group's German radio portfolio comprised investments in 17 stations, most of which are minority holdings because of constraints in media ownership in Germany. In total, these stations reach more than 24 million listeners each day, and have a combined average audience of nearly 5 million listeners per hour.

In 2013, **UFA Sports** increased its revenue to € 43 million (2012: € 19 million), mainly due to the sale of the rights to the male Handball World Cup in January and the female World Cup in December.

Atresmedia in Spain

The Spanish TV advertising market declined by an estimated 6.2 per cent in 2013. Atresmedia outperformed the market, as the decline was offset by scope effects due to the additional advertising sales of the channels acquired from La Sexta.

The family of channels increased its audience share to 31.0 per cent in the target group of viewers aged 16 to 54 (2012: 28.0 per cent on constant scope), significantly closing the gap to its main competitor Mediaset Espana (31.4 per cent). The main channel, Antena 3, increased its audience share in the commercial target group of viewers aged 16 to 54 to 13.4 per cent (2012: 12.5 per cent), putting it 1.2

Antena 3

Source: TNS Sofres. Target: 16–54

	2009–2013 (%)
13	13.4
12	12.5
11	11.7
10	11.8
09	15.4

TV AUDIENCE SHARE

2009–2013 (%)

percentage points ahead of Telecinco to become Spain's leading channel. La Sexta also increased its audience share in the commercial target group to 6.6 per cent (2012: 5.8 per cent).

On a 100 per cent basis, consolidated revenue of Atresmedia was up to € 830 million (2012: € 741 million), while operating profit (EBITDA) increased to € 80 million (2012: € 39.5 million) and net profit increased to € 46 million (2012: € 32 million).

The profit share of RTL Group (EBITA contribution) was € 10 million (2012: € 6 million).

RTL Group now owns a stake of 19.8 per cent in Atresmedia¹⁹.

National audience breakdown

Source: TNS Sofres. Target: 16–54

2013 (%)

Antena 3	13.4
Antena 3 Digital Channels	6.9
La Sexta	6.6
La Sexta Digital Channels	4.1
Telecinco	12.2
TVE 1	8.2
Cuatro	7.4
Forta	5.8
Others	35.4

Following the receipt of the building permit, the construction of new buildings next to the existing premises in **Luxembourg** was started. Once the vertical cadaster was signed on 19 December 2013, the Group has recognised a capital gain of € 19 million following the contribution of some assets to a group company in which control ceased according to IFRS criteria.

¹⁹ After deduction of treasury shares held by the entity; RTL Group share as of 31 December 2013: 20.5%

Main portfolio changes

On 20 June 2013, RTL Group acquired 57.5 per cent of BroadbandTV Corp. (51 per cent on a fully diluted per share basis). BroadbandTV is currently the third largest multi-channel network on Youtube. The transaction accelerates RTL Group's expansion in the online video market, especially in the new generation of video channels, networks and aggregators distributed via internet and requiring the ability to aggregate, manage and monetise audiences across a large number of channels. The transaction qualified as a business combination since RTL Group gained the control of BroadbandTV.

On 22 July 2013, RTL Group acquired 65 per cent of The Entertainment Group ("TEG"), the number one transaction video-on-demand company in the Netherlands. TEG, under the brand name Videoland, complements RTL Nederland's offer of non-linear video viewing.

On 25 November 2013, RTL Group acquired 51 per cent in Miso Holding ApS. Miso Film is a leading Danish scripted independent production entity. Through this acquisition FremantleMedia strengthened both its scripted business and its presence in the Nordic region.

Share of results of associates

	YEAR TO DECEMBER 2013 €m	YEAR TO DECEMBER 2012 €m	PER CENT CHANGE
- Atresmedia	82	(66)	n.a.
- RTL II	15	13	+15.4
Others	5	-	n.a.
Total	102	(53)	n.a.

The total contribution of the associated companies amounted to €102 million (2012 loss of: €53 million). The main reason for this swing was the reversal of the impairment against the Group's carrying value of Atresmedia (formerly Grupo Antena 3), for an amount of €72 million (2012: impairment loss of €72 million).

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

Net interest expense amounted to €22 million (2012: expense of €10 million) and is primarily due to the interest linked to the debt that the Group took on during the year to improve its capital efficiency. Cash balances continued to generate low overall interest income, due to the interest rate environment.

The positive financial results other than interest has been generated following a decision by RTL Group's

management to initiate a sale of the Group's non-monetary assets due to increased stock market valuations and also the new capital structure of the Group. These assets did not meet the cash and cash equivalent criteria under IAS 7. This sale process has now been completed and no additional treasury products that do not qualify for IAS 7 remain in the accounts of RTL Group. The gain generated on the disposal of these non-monetary investments amounted to €49 million.

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

This includes the costs related to the amortisation of fair value adjustments on acquisitions of subsidiaries and joint ventures (mainly Groupe M6).

Gain/(Loss) from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree

A gain of €5 million from the sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree was recognised in 2013 (2012: loss of €9 million). This gain mainly relates to the disposal of the Group's remaining shareholding in Arvato Systems S4M GmbH to Arvato Systems GmbH, a Bertelsmann Group company.

Income tax expense

In 2013, the tax expense was €305 million (2012: expense of €277 million).

Following the PLP agreement (see heading "Related party transactions"), which was approved by the Board on 26 June 2008, a commission income of €52 million, representing 50 per cent of the tax benefit generated at the level of Bertelsmann, has been recorded in tax for the year (2012: €69 million).

Profit for the year attributable to RTL Group shareholders

The profit for the year attributable to RTL Group shareholders was €870 million (2012: €597 million). This increase of 45.7 per cent is mainly the result of higher EBITA and the following positive one-off effects: a reversal of an 2012 impairment, totalling €72 million, on RTL Group's shareholding in the Spanish broadcasting company Atresmedia (formerly Grupo Antena 3), as announced in the Group's half-year results on 22 August 2013; and the gain from disposal of non-monetary investments amounting to €49 million.

Earnings per share

Reported earnings per share, based upon 153,618,853 shares, was €5.67 (2012: €3.88 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 0.8 per cent (2012: 0.8 per cent) of RTL Group's shares.

Related party transactions**Financing****Deposits Bertelsmann SE & Co. KGaA**

With the view to investing its cash surplus, RTL Group SA entered in 2006 with Bertelsmann SE & Co. KGaA (previously 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 six month basis, EURIBOR plus 10 basis points;
- Bertelsmann SE & Co. KGaA grants to RTL Group as security for all payments due by Bertelsmann SE & Co. KGaA 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 SE & Co. KGaA to CLT-UFA SA, a subsidiary of RTL Group, in connection with the accounts receivable related to PLP and Compensation Agreements as defined below.

On 7 March 2013, the deposit was reimbursed to RTL Group SA (at 31 December 2012, the amount – principal deposited amounts to €51 million on an overnight basis and €300 million on a five-month basis). The interest income for the period amounts to €0.2 million (2012: €2.5 million).

On 22 December 2011, RTL Group Deutschland GmbH, a Group company, and Bertelsmann SE & Co. KGaA entered into an agreement related to the deposit of surplus cash by RTL Group Deutschland GmbH with the shareholder. To secure the deposit, Bertelsmann pledged to RTL Group Deutschland GmbH its aggregate current partnership interest in Gruner + Jahr AG & Co. KG as well as all additional partnership interests in Gruner + Jahr it may create or acquire. On 7 March 2013 the deposit was reimbursed to RTL Group Deutschland GmbH (at 31 December 2012, the four-month deposit amounted to €75 million). The interest income for the period is insignificant (2012: €0.5 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 2013, the balance of the cash pooling accounts receivable and payable amounts to € nil million (2012: € nil million). The interest income/expense for the year is below €1 million (2012: below €1 million).

Loans from Bertelsmann SE & Co. KGaA

On 7 March 2013, RTL Group Deutschland GmbH, a Group company, and Bertelsmann SE & Co. KGaA entered into a shareholder loan agreement pursuant to which Bertelsmann makes available a term loan facility in the amount of €500 million and a revolving and swingline facility in the amount of up to €1 billion. The main terms of these facilities are:

- Term loan facility of €500 million until 7 March 2023 bearing interest at 2.713 per cent per annum; RTL Group S.A. has the right to early repay the loan subject to break costs. At 31 December 2013, the term loan balance amounts to €500 million;
- Revolving loans bear interest at the applicable EURIBOR plus a margin of 0.60 per cent per annum, and swingline loans bear interest at EONIA plus a margin of 0.60 per cent per annum. A commitment fee of 35 per cent of the applicable margin is payable where for purposes of calculation of the payable commitment fee the available commitment under the revolving and swingline facilities will be reduced by €200 million. At 31 December 2013, the total of revolving and swingline loan amounts to € nil million.

The interest expense for the period amounts to €12 million. The commitment fee charge for the period amounts to €1 million.

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 SE & Co. KGaA.

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 SE & Co. KGaA 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 upon the taxable profit of RGD.

Through these agreements, as from 1 January 2008, Bertelsmann SE & Co. KGaA 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.

On 15 May 2013, the Board of Directors of RTL Group agreed to the amendment of the Compensation Agreement in light of the consumption of the trade tax and corporate tax losses at the level of Bertelsmann SE and Co. KGaA and of the expected level of indebtedness of RTL Group in the future.

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 SE & Co. KGaA 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 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 2013, the balance payable to BCH amounts to €481 million (2012: €191 million) and the balance receivable from Bertelsmann SE & Co. KGaA amounts to €390 million (2012: €122 million).

For the year ended 31 December 2013, the German income tax in relation to the tax pooling with Bertelsmann SE & Co. KGaA amounts to €142 million (2012: €140 million). The Commission amounts to €52 million (2012: €69 million).

The UK Group relief of FremantleMedia Group to Bertelsmann Group resulted in a tax income of €5 million (2012: €7 million).

Others

In September 2013, RTL Group disposed of the investment held in the associate Arvato Systems S4M GmbH to an 100 per cent affiliate of Bertelsmann SE and Co. KGaA.

Significant litigations

RTL Group is party to legal proceedings in the normal course of its business, both as defendant and claimant.

Most of these claims involve complex issues and the probability of loss and an estimation of damages are difficult to ascertain. A provision is recognised when the risk of a loss becomes likely and when it is possible to make a reasonable estimate of the expected financial effect of a proceeding. The publication of this information on a case-by-case basis, however, would seriously prejudice the company's position in the ongoing legal proceedings or in any related settlement discussions.

The main legal proceedings to which RTL Group is a party are disclosed below.

Several subsidiaries of the Group are being sued by smaller broadcasters in Germany seeking disclosure of information in order to substantiate a possible claim for damages. The proceedings succeed the imposition of a fine in 2007 by the German Federal Cartel Office for the abuse of market dominance with regard to discount scheme agreements ("share deals") IP Deutschland GmbH and SevenOne Media GmbH granted to media agencies. The German Federal Cartel Office argued that these discounts would foreclose the advertising market for small broadcasters. IP Deutschland GmbH, RTL Television GmbH, VOX Television GmbH, RTL Disney Fernsehen GmbH & Co. KG and n-tv Nachrichten GmbH are being sued in this respect by RTL 2 Fernsehen GmbH & Co. KG and El Cartel Media GmbH & Co. KG before the regional court of Düsseldorf, Germany. MTV Networks Germany GmbH as well as TeleMünchen-TV GmbH initiated similar proceedings before the regional court in Munich. TeleMünchen-TV GmbH was unsuccessful in first and second instance, the judgment being now final and non-appealable. MTV Networks Germany GmbH withdrew its lawsuit in September 2013.

At the end of 2012, RTL settled two proceedings with the German Federal Cartel Office (FCO) in accordance with section 32b of the German Act Against Restraints of Competition. Pursuant to a decision of the FCO regarding the second proceeding, Pro7Sat1 and RTL Television GmbH, RTL 2 Fernsehen GmbH & Co. KG and RTL Disney Fernsehen GmbH & Co. KG committed to broadcast their main channels in Standard Definition (SD) quality unencrypted via Cable, Satellite and IPTV for 10 years. Encryption of High Definition (HD) channels on all distribution channels remains possible and is not affected by the decision. This settlement decision of

the FCO, however, was appealed by Kabel Deutschland (KDG) before the Court of Appeal in Düsseldorf on 25 January 2013. KDG had argued in the FCO proceedings (to which it was a party) that the commitments accepted by the FCO do not address the alleged anticompetitive practices in relation to the HD channels but rather implement new anticompetitive agreements for SD broadcasting, and that they impose the obligation of an inefficient SD/HD-Simulcast and interfere with the entrepreneurial freedom of network operators. These objections were dismissed by the FCO in the commitments decision. If the appeal of KDG were successful, the Court of Appeal would remand the proceeding to the FCO.

Brandi Cochran was employed as a model on the television series "The Price Is Right" from July 2002 until February 2010 and is claiming wrongful termination and other allegations due to her gender and pregnancy. Her claim was brought against Fremantle-Media North America ("FMNA"). The Court entered judgment in January 2013 and awarded her damages in the amount of \$8,536,384 (compensatory damages of \$766,944 and punitive damages of \$7,769,440; subject to interest at the rate of 10% per annum until paid) plus attorney's fees. FMNA has appealed the verdict. FMNA filed post-trial motions for (i) a new trial and (ii) judgment notwithstanding the verdict ("JNOV"). In March 2013, the motion for a new trial was granted (and the verdict was vacated), but the motion for JNOV was denied. FMNA has filed an appeal on the denial of the motion for JNOV, while Brandi Cochran has appealed the granting of a new trial. A decision on both appeals is expected in late 2014 or early 2015.

Principal risks and uncertainties

Principal risks and uncertainties will be disclosed in note 3 to the consolidated financial statements for the financial risks and in the section "Corporate Governance" on the *RTLGroup.com* website for the external and market risks.

Corporate governance statement

The RTL Group Board of Directors is committed to high standards of corporate governance. RTL Group has applied the principles of good governance for years, even before The Ten Principles of Corporate Governance were implemented by the Luxembourg Stock Exchange – principles that RTL Group is in line with and submitted to.

More information on this topic can be found in the “About us” section of the Company’s website (*RTLGroup.com*). It contains RTL Group’s corporate governance charter, and regularly updated information, such as the latest version of the Company’s governance documents (articles of incorporation, statutory accounts, minutes of shareholders’ meetings), and information on the composition and mission of the RTL Group Board and its Committees. The “Investors” section also contains the financial calendar and other information that may be of interest to shareholders.

Shareholders

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

As at December 2013, Bertelsmann held 75.1 per cent of RTL Group shares, and 24.1 per cent were publicly traded. The remaining 0.8 per cent were held collectively as treasury stock by RTL Group and one of its subsidiaries.

General Meetings of Shareholders will be held at the registered office or any other place in Luxembourg indicated in the convening notice. A General Meeting of Shareholders must be convened upon request of one or more shareholders who together represent at least one tenth of the Company’s capital, and the Annual General Meeting of Shareholders is held on the third Wednesday of April at 15:00. If this day is a public holiday, the meeting will be held on the next business day at the same time.

Resolutions will be adopted by the simple majority of valid votes, excluding abstentions. Any resolution amending the Articles of Incorporation will be adopted by a majority of two thirds of the votes of all the shares present or represented.

The Annual General Meeting will examine the reports of the Board of Directors and the auditor and if thought fit will approve the annual accounts. The meeting will also determine the allocation of profit, and decide on the discharge of the directors and the auditor from any duties.

Board and management

Board of Directors

On 31 December 2013 the Board of RTL Group had eleven members: three executive directors, and eight non-executive directors. Judith Hartmann elected as non-executive director at the General Meeting of Shareholders on 17 April 2013 was appointed for two years. The other executive and non-executive directors elected at the General Meeting of Shareholders on 18 April 2012 were appointed for three years. Three of the non-executive directors – Jacques Santer, James Singh and Martin Taylor – are independent of management and other outside interests that might interfere with their independent judgement.

Martin Taylor was appointed under the criteria of independence of the London Stock Exchange, before RTL Group adopted The Ten Principles of the Luxembourg Stock Exchange, though at the time of his last reappointment he met the criteria of the latter. Jacques Santer and James Singh are independent directors, and both meet the current criteria of independence of The Ten Principles of the Luxembourg Stock Exchange.

The Board of Directors has to review, with expert help if requested, that any transaction between RTL Group or any of its subsidiaries on the one hand and any of the shareholders or any of their respective subsidiaries on the other hand is on arm’s length terms.

The responsibility for day-to-day management of the Company is delegated to the Chief Executive Officers (“CEOs”). The Board has a number of responsibilities, which include approving the annual Group’s budget, overseeing significant acquisitions and disposals, and managing the Group’s financial statements. The Board of Directors met six times in 2013 physically or via telephone conference – with an average attendance rate of 90.5 per cent – and adopted some decisions by circular resolution. An evaluation process of the Board of Directors’ activities – and the activities of its committees – was carried out in 2008 and 2011. A new evaluation process exercise has been launched in early 2014. The findings will be discussed by the Board.

The Executive Committee updates the Board on the group’s activities and financial situation. At each meeting, representatives of the Executive Committee brief the Board on ongoing matters, and on possible upcoming investment or divestment decisions.

In 2013, a total of €0.6 million (2012: €0.5 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.

Neither options nor loans have been granted to Directors.

Appropriate measures were taken by the Company to ensure compliance with the provisions of the Luxembourg law on market abuse, and with the Circulars of the Commission de Surveillance du Secteur Financier (CSSF) concerning the application of this legislation.

The following Board Committees are established:

Nomination and Compensation Committee

The Nomination and Compensation Committee comprises three non-executive directors, one of whom is an independent director (who also chairs the meetings), and meets at least twice a year. The Nomination and Compensation Committee met three times in 2013 physically or via telephone conference, with an average attendance rate of 100 per cent.

The Nomination and Compensation Committee consults with the CEOs 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 four times a year.

The Committee's plenary meetings are attended by the CEOs, the Chief Financial Officer ("CFO"), the Head of Internal Audit, the external auditors and other senior Group finance representatives. The Audit Committee met five times in 2013 physically or via telephone conference, with an average attendance rate of 100 per cent.

The Committee reviews the 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, who is an independent director.

CEOs

Responsibility for day-to-day management of the company rests with the CEOs, who – on a regular basis and upon request of the Board – inform the Board of Directors about the status and development of the Company.

The CEOs are responsible for proposing the annual budget, to be approved by the Board of Directors. They are also responsible for determining the ordinary course of the business.

Executive Committee

On 31 December 2013, the Executive Committee comprises of the three executive directors, i.e. the two CEOs and the CFO. The Executive Vice President Regional Operations & Business Development CEE and Asia is invited to attend the meetings on a permanent basis. The Executive Committee is vested with internal management authority.

External auditor

In accordance with the Luxembourg law on commercial companies, the Company's annual and consolidated accounts are certified by an external auditor, appointed at the Annual General Meeting of Shareholders. On 17 April 2013, the shareholders appointed Pricewaterhouse Coopers, société coopérative (PwC) for a year. PwC's mandate will expire at the Annual General Meeting on 16 April 2014.

Dealing in shares

The Company's shares are listed on Euronext Brussels, and on the Frankfurt and Luxembourg Stock Exchanges. Applicable Belgian, German and Luxembourg insider dealing and market manipulation laws prevent anyone with material non-public information about a company from dealing in its shares and from committing market manipulations.

A detailed Dealing Code contains restrictions on dealings by directors and certain employees of RTL Group and its subsidiaries, or associated companies.

Restrictions apply to:

- Members of the Board of Directors;
- All employees of RTL Group SA, and directors and employees of any subsidiary or affiliated company of RTL Group who, because of their position or activities, may have access to unpublished price-sensitive information.

Internal controls over financial reporting

Internal controls over financial reporting aim to provide reasonable assurance on the reliability of external and internal financial reporting, and their conformity with the applicable laws and regulations. They help to ensure that financial reporting presents a true and fair picture of the Group's net assets, financial position and operational results.

Tone at the top

Basic guidelines for RTL Group's daily activities and decision-making processes are governed by its Code of Conduct, which requires that financial reporting is prepared on the basis of integrity and transparency. The Group has a training programme in place to ensure that new starters across RTL Group's operations are fully aware of the Code.

Standards and rules

The rules governing the Group's financial reporting environment and critical accounting policies are set out in the Group's Financial Accounting Manual (FAM). The FAM, which is regularly updated, is circulated to the members of the Group's finance community, and published on RTL Group's intranet. Standards of a minimum control framework for key accounting processes at the level of RTL Group's fully consolidated reporting units are formalized in a set of expected key controls. RTL Group's centralised treasury and corporate finance activities are governed by dedicated policies and procedures. Hedging of exposure in non-Euro currencies is governed by a strict policy. All internal and external financial reporting processes are organized through a centrally managed reporting calendar.

Systems and related controls

Locally used ("ERP", treasury applications) systems are largely centrally monitored via common system platforms to ensure a consistent set-up of system-embedded controls. Segregation of duties is regularly reviewed by the Corporate Centre using dedicated software for all reporting units whose ERP is centrally maintained. Internal and external financial reporting is up-streamed by a centrally managed integrated finance system – from budgeting and trend year analysis, monthly internal management reporting, and forecasting of financial and operational KPIs, to consolidation and external financial reporting, and finally risk management reporting (see section "How we manage risks"). Specific system-embedded controls support the consolidation process, including the reconciliation of intercompany transactions. IT General Controls ("ITGCs") are regularly assessed by external experts or by internal audit. For the RTL Group central applications ("Referenced Applications") and their related IT infra-

structure, controls objectives are defined. The objectives and the effectiveness of these controls are subject to an annual SOC1 ISAE3402 third party assurance report. The Group's consolidation scope is constantly updated, both at the level of financial interests captured in the consolidation system, and at the level of legal information through a dedicated legal scope system.

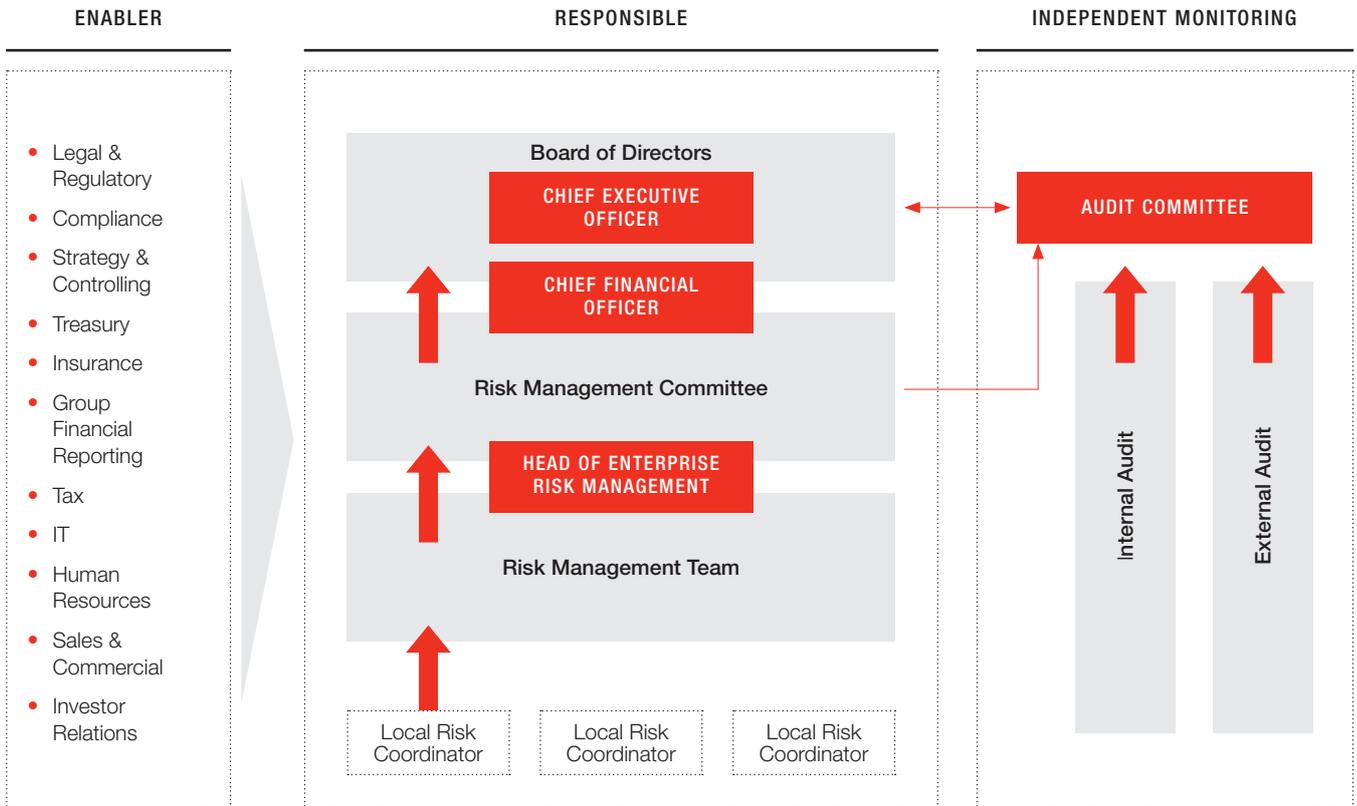
Analytics and reporting

All internal and external local financial and consolidated reporting is systematically reviewed by local finance staff or by finance teams within the Corporate Centre. Typical analyses include comparisons to previous year, budget and forecast, financial and operational KPIs, flows of key captions on the income statement, statement of the financial position, changes in equity, and cash flow statement. Regular communication between RTL Group's operations and the Corporate Centre's finance department ensures any issue that could affect the Group's financial reporting is immediately flagged and resolved. Quarterly reporting to the financial market is reviewed by the Audit Committee and approved by the Board of Directors.

Transparency

Business unit-level finance committees ensure any issues that could significantly affect the financial statements are quickly brought to the attention of management. RTL Group's incident reporting policy requires business units to immediately report fraud incidents to the Group. Identified control weaknesses that could impact the reliability of financial reporting – reported by either external or internal audit – are brought to the attention of management and the Audit Committee, and are part of a follow-up process. Each year, the business units self-assess the maturity level of their local internal controls over financial reporting. Results of this self-assessment are reported to the Audit Committee. At each meeting the Audit Committee is updated on the key accounting, tax and legal issues within the Group.

The Corporate Centre constantly promotes the importance of soundly designed internal controls – not only over financial reporting, but also for operational processes – through dedicated workshops with RTL Group's business units, and the work of the Internal Audit department.



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 exposed to legal risks, such as litigation by aggrieved individuals or organisations, and 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 and debtors’ default.

The Board of Directors maintains responsibility for ensuring RTL Group maintains a sound system of internal controls, including financial, operational and compliance risks.

RTL Group defines its risk management as a continuous process at Business Unit and Group level to prevent, protect, mitigate and leverage risks in light of execution of RTL Group’s mission and strategic objectives. RTL Group’s risk management has been designed to be fully aligned with International Risk Management Standards (e.g. COSO framework) and Bertelsmann SE & CO. KGaA’s risk management practices. RTL Group has robust risk management processes in place, designed to ensure that risks are identified, monitored and controlled. RTL Group’s risk management system is based on a

specific policy and a clear set of procedures. Policies and procedures are reviewed on a regular basis by the Internal Audit Department and/or external consulting companies. Risk management and risk reporting are coordinated by the Head of Enterprise Risk Management (ERM), and reporting is then reviewed by the Internal Audit Department.

RTL Group’s risk management process intends to meet the following three main objectives:

- **“Embedded culture”**: Promote and embed a common risk management culture in the daily work of RTL Group’s employees;
- **“Consistent policy”**: Develop consistent risk policies on key matters to be tailored and implemented at Business Unit level with consideration of local challenges and environment;
- **“Harmonized response”**: Ensure harmonized risk management prevention, detection and mitigation measures across RTL Group and its Business Units vs. key risks, as well as a continuous related monitoring and improvement program.

The risk management organisation is the combination of structures and relationships (see diagram below) which enables a proper risk governance environment. RTL Group’s Risk management governance model has a strong vertical component descending from the Board, Executive, Audit and

Risk Management²⁰ Committees, through the Executive responsible (CEO, CFO and Head of ERM) and down to all the levels of the dedicated risk management functions, including Group local entities. This backbone is enabled by related control functions carried out by the Legal & Regulatory, Compliance, Strategy & Controlling, Treasury, Insurance, Group Financial Reporting, Tax, IT, Human Resources, Sales & Commercial and Investor Relations departments. Besides, an independent monitoring is carried out by Internal Audit and External Audit.

The internal control system is designed to provide reasonable assurance regarding the achievement of objectives in the following categories:

- Effectiveness and efficiency of operations, and the optimal use of the Group's resources
- Integrity and reliability of financial and operational information
- Reliability of financial reporting
- Proper identification, assessment, mitigation and reporting of material risks
- Compliance with applicable laws, regulations, standards and contracts

Definition of risk

RTL Group defines a risk as the danger of a negative development that could endanger the solvency or existence of a business unit, or have a negative impact on the Group's income statement.

Risk reporting framework

We have developed a framework for the reporting of risks, 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 include a description of the risk, an indication of the potential financial impact, and steps taken to mitigate the risk. These steps are performed throughout RTL Group, consolidated by the Head of Enterprise Risk Management, reviewed by the Internal Audit Department, and ultimately summarized in a dedicated risk management report. Results are presented to the Audit Committee.
- **Regular and consistent reporting:** RTL Group's system of internal controls ensures that risks are addressed, reported and mitigated when they arise. All significant risks are comprehensively assessed within the risk reporting framework, and reported to RTL Group management on a bi-annual basis. This ensures that necessary actions are

undertaken to manage, mitigate or offset risks within the Group. The risks are reported in a common reporting tool to ensure consistency in scope and approach.

- **Bottom-up approach:** RTL Group assesses risks where they arise – in its operations. All business units have to assess themselves according to the two parts of the Risk Management Report:
 - Part A: Risk assessment and quantification of residual risks if applicable
 - Part B: Self-assessment on Internal Controls in place
- Consolidated Group matrix: the enterprise risk management team aggregates a comprehensive view of significant risks for the Group by consolidating local risk assessments. A Risk Management Committee prepares and reviews this consolidated Group risk matrix. The committee also:
 - Advises on the control and reporting process for any major risks, and recommends mitigation strategies to the Group CFO
 - Monitors follow-up of risks and ensures mitigation measures have been taken
 - Increases risk awareness within the Group
 - Identifies potential optimisation opportunities in processes
- Audit approach: both the process of local risk assessments and the consolidated Group risk matrices are regularly reviewed by the Internal Audit.

Going forward

RTL Group's risk management framework is constantly challenged – at both operations and Group level – through the Risk Management Committee, to ensure it reflects the risk profile of the Group at all times.

To ensure RTL Group's Enterprise Risk Management process and reporting requirements are consistently implemented throughout the Group, we hold regular workshops to update staff and to introduce new tools available to assess risk.

²⁰ The Risk Management Committee is composed of the following permanent members :

- RTL Group Chief Financial Officer and Head of the Corporate Centre
- RTL Group Executive Vice President Strategy & Controlling
- RTL Group Deputy CFO and Executive Vice President Finance
- RTL Group Senior Vice President Treasury and Enterprise Risk Management
- RTL Group Senior Vice President Audit and Compliance
- RTL Group General Counsel
- Media Assurances' Chief Executive Officer

- Additional guests may be invited to participate to Risk Management Committee meetings as subject matter experts based on topics to be addressed.

Profit appropriation (RTL Group SA)²¹

The statutory accounts of RTL Group SA show a profit for the financial year 2013 of € 1,501,401,563 (2012: € 1,854,247,717). Taking into account the share premium of € 4,691,802,190 (2012: € 4,691,802,190), the profit brought forward of € 230,798,050 (2012: € nil) and the profit for the financial year of € 1,501,401,563 (2012: € 1,854,247,717), the amount available for distribution is € 6,037,466,168 (2012: € 4,922,600,240), net of an interim dividend of € 386,535,635 (€ 2.50 per share) as decided by the Board of Directors of RTL Group SA on 21 August 2013 and paid on 5 September 2013 (2012: € 1,623,449,667 (€ 10.50 per share)).

Luxembourg Law on Takeover Bids

The following disclosures are made in accordance with article 11 of the Luxembourg Law on Takeover Bids of 19 May 2006.

a) Share capital structure

RTL Group SA has issued one class of shares which is admitted to trading on the Frankfurt Stock Exchange, Euronext Brussels and the Luxembourg Stock Exchange. No other securities have been issued. The issued share capital as at 31 December 2013 amounts to € 191,900,551 represented by 154,787,554 shares with no par value, each fully paid-up.

b) Transfer restrictions

At the date of this report, all RTL Group SA shares are freely transferable but shall be subject to the provisions of the applicable Belgian and Luxembourg insider dealing and market manipulation laws, which prevent anyone who has material non-public information about a company from dealing in its shares and from committing market manipulations. A detailed Dealing in Shares Code contains restrictions on dealings by directors and certain employees of RTL Group SA and its subsidiaries.

c) Major shareholding

The shareholding structure of RTL Group SA as at 31 December 2013 is as follows: Bertelsmann Capital Holding GmbH held 75.1 per cent, 24.1 per cent were publicly traded and the remaining 0.8 per cent were held collectively as treasury stock by RTL Group SA and one of its subsidiaries.

d) Special control rights

All the issued and outstanding shares of RTL Group SA have equal voting rights and there are no special control rights attached to.

e) Control system in employee share scheme

RTL Group SA's Board of Directors is not aware of any issue regarding section e) of article 11 of the Luxembourg Law on Takeover Bids of 19 May 2006.

f) Voting rights

Each share issued and outstanding in RTL Group SA represents one vote. The Articles of Association do not provide for any voting restrictions. In accordance with the Articles of Association, a record date for the admission to a general meeting is set and certificates for the shareholdings and proxies shall be received by RTL Group SA the 14th day before the relevant at 24 hours (Luxembourg time). Additional provisions may apply under Luxembourg law.

g) Shareholders' agreement with transfer restrictions

RTL Group SA's Board of Directors has no information about any agreements between shareholders which may result in restrictions on the transfer of securities or voting rights.

h) Appointment of Board members, amendments of articles of association

The appointment and replacement of Board members and the amendments of the Articles of Association are governed by Luxembourg Law and the Articles of Association. The Articles of Association are published under the 'About Us' Corporate Governance Section on *RTLGroup.com*.

i) Powers of the Board of Directors

The Board of Directors is vested with the broadest powers to manage the business of RTL Group SA. It may take all acts of administration and of disposal in the interest of RTL Group SA. The Board of Directors has set up several committees whose members are Directors. The responsibilities and the functionalities of Board of Directors and its committees are described in the Articles of Association and the Corporate Governance Charter, published under the 'About Us' Corporate Governance Section on *RTLGroup.com*. The Board of Directors is not entitled to buy back treasury shares.

j) Significant agreements or essential business contracts

The Board of Directors is not aware of any significant agreements to which RTL Group SA is party and which take effect, alter or terminate upon a change of control of RTL Group SA following a takeover bid.

k) Agreements with Directors and employees

The Executive Committee members are entitled to contractual severance payments in case of dismissal, to the exception of dismissal for serious reasons.

²¹ Amounts in Euro except where stated

Subsequent events

On 7 February 2014, Fox Entertainment announced the cancellation of the programme *X Factor USA*, a FremantleMedia production.

On 18 February 2014, FremantleMedia announced the launch of a new venture with Vice Media to create a multi-channel food platform for a millennial audience. The deal sees both companies investing in the venture, and together they will develop and produce digital content for the Vice food vertical, which FremantleMedia will take to TV around the world. It allows FremantleMedia to extend its production expertise in the digital space, specifically to the Vice audience of young, influential and engaged millennials.

On 19 February 2014, Atresmedia announced that it has entered into a partial novation of the Integration Agreement executed on 14 December 2011 with the company Gestora de Inversiones Audiovisuales La Sexta SA and its shareholders, by virtue of which the terms and conditions governing the integration of this latter within the Atresmedia Group through a takeover merger were agreed. By virtue of this Novation, Atresmedia Corporación has agreed with Gamp Audiovisual SA and Imagina Media Audiovisual SL to advance and permanently settle the transfer of the additional shareholding that would correspond to both companies. Consequently they will receive, out of the treasury stock of Atresmedia Corporación, 2.079 per cent and 1.631 per cent respectively of the capital. The terms and conditions agreed in connection with the company Gala Desarrollos Comerciales SL will remain unchanged. Consequently, they will be entitled to receive an additional share of 0.508 per cent of the capital stock of Atresmedia Corporación on the basis of the results eventually obtained by the Atresmedia Group. RTL Group's shareholding, as a result of this partial novation, will be reduced from 20.5 per cent to 19.8 per cent. In absence of any change in the governance of Atresmedia, this does not change the significant influence of RTL Group in Atresmedia.

Outlook

Over the second half of 2013, TV advertising market conditions improved in most of RTL Group's European territories. Assuming that European economies will continue to recover from the debt crisis, RTL Group expects its total revenue, at constant scope and exchange rates, to be broadly stable.

With the football World Cup in June and July 2014, advertising revenue is expected to be geared towards the first half of the year.

RTL Group's EBITA for the full-year 2014 is also expected to be broadly stable.

As announced in January 2014, the US network Fox did not renew *The X Factor US*. This will negatively impact FremantleMedia's revenue and EBITA.

RTL Group has historically shown an operating cash conversion rate of close to 100 per cent and this is not expected to change significantly.

The central performance indicator for assessing the profitability from operations and return on invested capital is RTL Group Value Added (RVA)²². RVA measures the profit realised above and beyond the appropriate return on invested capital. This form of value orientation is reflected in strategic investment and portfolio planning, including the management of Group operations, and is the basis for senior management compensation. In 2013, RVA was €463 million (2012: €408 million). With selected programme investments and higher working capital, RTL Group expects the RVA to be slightly down in 2014.

Sporting events such as the Winter Olympics and the FIFA Football World Cup are expected to benefit the audience shares of the public broadcasters in the first half of 2014. As in previous years with major sporting events, this will have a slight impact on the global performance of RTL Group's TV channels in terms of audiences and, in specific markets such as the Netherlands, to RTL Group's share of the TV advertising market.

High audience shares of RTL Group's TV channels will continue to form the basis of the Group's success. In the digital, multi-channel world, audience fragmentation has accelerated in many of RTL Group's territories, driven by new channel launches, the switch-off of analogue distribution and stronger performances by niche channels. As a consequence, building and extending strong, complementary families of channels remains an important task in responding to audience fragmentation. How-

ever, RTL Group expects specific impacts in the following territories:

- In Germany the launch of a new kids channel is expected to have a significant negative impact on Super RTL;
- In Hungary RTL Group's market leading free to air channel remains under pressure from the growth in cable offers, although this is offset to a large extent by RTL Group's own cable channels.

For the full year 2014, RTL Group expects the combined audience shares of its families of channels to be only slightly different compared to 2013.

²² The RVA is the difference between net operating profit after tax (NOPAT), defined as EBITA adjusted for a uniform tax rate of 33 per cent, and cost of capital. Cost of capital is the product of the weighted average cost of capital (a uniform 8 per cent after taxes) and invested capital (operating assets less non-interest-bearing operating liabilities). The present value of operating leases is also taken into account when calculating the invested capital

CONSOLIDATED INCOME STATEMENT

for the year ended 31 December 2013

	2013 €m	2012 €m
Continuing operations		
Revenue	5,889	5,998
Other operating income	50	45
Consumption of current programme rights	(1,940)	(2,015)
Depreciation, amortisation and impairment	(203)	(187)
Other operating expenses	(2,687)	(2,790)
Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures	(10)	(10)
Gain / (loss) from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree	5	(9)
Profit from operating activities	1,104	1,032
Share of results of associates	102	(53)
Earnings before interest and taxes ("EBIT")	1,206	979
Interest income	8	11
Interest expense	(30)	(21)
Financial results other than interest	69	(1)
Profit before taxes	1,253	968
Income tax expense	(305)	(277)
Profit for the year from continuing operations	948	691
Discontinued operations		
Loss for the year from discontinued operations	-	(1)
Profit for the year	948	690
Attributable to:		
RTL Group shareholders	870	597
Non-controlling interests	78	93
Profit for the year	948	690
EBITA* (continuing operations)	1,152	1,078
Impairment of disposal group	(10)	-
Impairment of investments in associates	68	(82)
Amortisation and impairment of fair value adjustments on acquisitions of subsidiaries and joint ventures	(10)	(10)
Re-measurement of earn-out arrangements	1	2
Gain / (loss) from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree	5	(9)
Earnings before interest and taxes ("EBIT")	1,206	979
Earnings per share from continuing operations (in €)		
- Basic	5.67	3.89
- Diluted	5.67	3.89
Earnings per share from discontinued operations (in €)		
- Basic	-	(0.01)
- Diluted	-	(0.01)
Earnings per share (in €)		
- Basic	5.67	3.88
- Diluted	5.67	3.88

* 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 of subsidiaries and joint ventures, impairment of investments in associates, re-measurement of earn-out arrangements and gain or loss from sale of subsidiaries, other investments and re-measurement to fair value of pre-existing interest in acquiree

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31 December 2013

	2013 €m	2012 €m
Profit for the year	948	690
Other comprehensive income:		
Items that will not be reclassified to profit or loss:		
Re-measurement of post-employment benefit obligations	-	(33)
Income tax	(1)	6
	(1)	(27)
Items that may be reclassified subsequently to profit or loss		
Foreign currency translation differences	(26)	8
Effective portion of changes in fair value of cash flow hedges	(26)	(20)
Income tax	7	6
	(19)	(14)
Change in fair value of cash flow hedges transferred to profit or loss	(15)	(26)
Income tax	5	8
	(10)	(18)
Fair value gains / (losses) on available-for-sale financial assets	(15)	14
Income tax	3	(1)
	(12)	13
	(67)	(11)
Other comprehensive loss for the year, net of income tax	(68)	(38)
Total comprehensive income for the year	880	652
Attributable to:		
RTL Group shareholders	803	568
Non-controlling interests	77	84
Total comprehensive income for the year	880	652

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 31 December 2013

	2013 €m	2012 €m
Non-current assets		
Programme and other rights	114	124
Goodwill	2,709	2,679
Other intangible assets	198	202
Property, plant and equipment	332	346
Investments in associates	336	251
Loans and other financial assets	141	239
Deferred tax assets	392	377
	4,222	4,218
Current assets		
Programme rights	961	906
Other inventories	15	30
Income tax receivable	42	86
Accounts receivable and other financial assets	1,726	2,005
Cash and cash equivalents	574	650
	3,318	3,677
Assets classified as held for sale	27	3
Current liabilities		
Loans and bank overdrafts	37	16
Income tax payable	92	79
Accounts payable	2,538	2,146
Provisions	195	221
	2,862	2,462
Liabilities directly associated with non-current assets classified as held for sale	24	–
Net current assets	459	1,218
Non-current liabilities		
Loans	530	13
Accounts payable	331	329
Provisions	169	174
Deferred tax liabilities	58	62
	1,088	578
Net assets	3,593	4,858
Equity attributable to RTL Group shareholders	3,159	4,366
Equity attributable to non-controlling interests	434	492
Equity	3,593	4,858

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

as at 31 December 2013

	Share capital € m	Treasury shares € m	Currency translation reserve € m	Hedging reserve € m	Revaluation reserve € m	Reserves and retained earnings € m	Equity attributable to RTL Group shareholders € m	Equity attributable to non-controlling interests € m	Total equity € m
Balance at 1 January 2012	192	(44)	(150)	52	76	4,470	4,596	497	5,093
Total comprehensive income:									
Profit for the year	-	-	-	-	-	597	597	93	690
Foreign currency translation differences	-	-	8	-	-	-	8	-	8
Effective portion of changes in fair value of cash flow hedges, net of tax	-	-	-	(13)	-	-	(13)	(1)	(14)
Change in fair value of cash flow hedges transferred to profit and loss, net of tax	-	-	-	(18)	-	-	(18)	-	(18)
Fair value gains / (losses) on available-for-sale financial assets, net of tax	-	-	-	-	20	-	20	(7)	13
Re-measurement of post-employment benefit obligations, net of tax	-	-	-	-	-	(26)	(26)	(1)	(27)
	-	-	8	(31)	20	571	568	84	652
Capital transactions with owners:									
Dividends	-	-	-	-	-	(783)	(783)	(95)	(878)
Equity-settled transactions net of tax	-	-	-	-	-	2	2	3	5
Transactions on non-controlling interests without a change in control	-	-	-	-	-	(16)	(16)	(1)	(17)
Transactions on non-controlling interests with a change in control	-	-	-	-	-	-	-	1	1
Derivatives on equity instruments	-	-	-	-	-	2	2	3	5
Transactions on treasury shares of associates	-	-	-	-	-	(3)	(3)	-	(3)
	-	-	-	-	-	(798)	(798)	(89)	(887)
Balance at 31 December 2012	192	(44)	(142)	21	96	4,243	4,366	492	4,858
Total comprehensive income:									
Profit for the year	-	-	-	-	-	870	870	78	948
Foreign currency translation differences	-	-	(26)	-	-	-	(26)	-	(26)
Effective portion of changes in fair value of cash flow hedges, net of tax	-	-	-	(19)	-	-	(19)	-	(19)
Change in fair value of cash flow hedges transferred to profit and loss, net of tax	-	-	-	(10)	-	-	(10)	-	(10)
Fair value gains / (losses) on available-for-sale financial assets, net of tax	-	-	-	-	(11)	-	(11)	(1)	(12)
Re-measurement of post-employment benefit obligations, net of tax	-	-	-	-	-	(1)	(1)	-	(1)
	-	-	(26)	(29)	(11)	869	803	77	880
Capital transactions with owners:									
Dividends	-	-	-	-	-	(1,998)	(1,998)	(144)	(2,142)
Equity-settled transactions net of tax	-	-	-	-	-	2	2	3	5
Transactions on non-controlling interests without a change in control	-	-	-	-	-	(5)	(5)	1	(4)
Transactions on non-controlling interests with a change in control	-	-	-	-	-	(10)	(10)	4	(6)
Derivatives on equity instruments	-	-	-	-	-	1	1	1	2
	-	-	-	-	-	(2,010)	(2,010)	(135)	(2,145)
Balance at 31 December 2013	192	(44)	(168)	(8)	85	3,102	3,159	434	3,593

CONSOLIDATED CASH FLOW STATEMENT

for the year ended 31 December 2013

	2013 €m	2012 €m
Cash flows from operating activities (including discontinued operations)		
Profit before taxes from continuing operations	1,253	968
Loss before taxes from discontinued operations	-	(1)
	1,253	967
Adjustments for:		
- Depreciation and amortisation	195	185
- Value adjustments, impairment and provisions	110	200
- Equity-settled share-based payments expenses	5	5
- Gain on disposal of assets	(33)	(33)
- Financial results including net interest expense and share of results of associates	(142)	83
Use of provisions	(95)	(113)
Working capital changes	68	(44)
Income taxes paid	(240)	(325)
Net cash from operating activities	1,121	925
- thereof used in discontinued operations Alpha	-	(3)
Cash flows from investing activities (including discontinued operations)		
Acquisitions of:		
- Programme and other rights	(81)	(103)
- Subsidiaries and joint ventures net of cash acquired	(79)	(8)
- Other intangible and tangible assets	(86)	(90)
- Other investments and financial assets	(18)	(48)
Current deposit with shareholder	-	(25)
	(264)	(274)
Proceeds from the sale of intangible and tangible assets	23	27
Disposal of other subsidiaries and joint ventures, net of cash disposed of	-	(2)
Proceeds from the sale of associates, other investments and financial assets	250	33
Current deposit with shareholder	426	187
Interest received	25	13
	724	258
Net cash from/(used in) investing activities	460	(16)
- thereof used in discontinued operations Alpha	-	(2)
Cash flows from financing activities (including discontinued operations)		
Interest paid	(3)	(19)
Transactions on non-controlling interests	(3)	(13)
Term loan facility due to shareholder	500	-
Proceeds from loans	11	7
Repayment of loans	(6)	(60)
Dividends paid	(2,143)	(880)
Net cash used in financing activities	(1,644)	(965)
- thereof used in discontinued operations Alpha	-	(20)
Net decrease in cash and cash equivalents	(63)	(56)
Cash and cash equivalents and bank overdrafts at beginning of year	645	700
Effect of exchange rate fluctuation on cash held	(5)	1
Effect of cash in disposal group held for sale	(5)	-
Cash and cash equivalents and bank overdrafts at end of year	572	645