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ANNUAL REPORT 2014

Roularta Media Group

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This annual report is available in English, Duth and French.
In the event of differences the Dutch text of the annual report is legally binding.

ROULARTA MOVES FORWARD INTO A NEW ERA

BARON HUGO VANDAMME
CHAIRMAN OF THE BOARD OF DIRECTORS

Dear shareholder, dear stakeholder, dear employee,

The French proverb 'reculer pour mieux sauter' (step back in order to jump better) today applies very appositely to Roularta. We have said goodbye to our French magazines. When we entered the Express-Expansion Group in 2006, we were convinced that we could do great things in France. Roularta had the recipes to make a success story of that group's magazines. And initially it worked, as when we launched Styles as an adjunct to L'Express. Very quickly it became one of the main lifestyle magazines in France.

In 2008, the economic crisis threw a spanner into the works. This crisis and the strong euro brought difficult years for many companies, and advertising budgets were cut back. This occurred throughout in Europe, but probably nowhere more drastically than in France. Still today, France's advertising market is moving downwards. Not even Groupe Express-Roularta's growing market share could offset the declining market.

While Roularta in Belgium has for some time now been back on the path of growth, with better prospects for advertising revenues and subscription and newsstand sales, no such situation is as yet in sight in France. Hence our decision to withdraw from the French market.

This systematic decline in the French market has diverted attention from our efforts and progress on the Belgian market. The fact is that Roularta has made manifest progress in almost every field, by constantly combining innovation, creativity, reorganisation and cost savings. As a result we are seeing growth again. Growth in subscriptions and newsstand sales, and growth in advertising revenue.

This positive progress of our Belgian activities is visible in the results for 2014. Roularta will continue on this path. We shall continue to strengthen our results with our multimedia approach (print, internet, TV) and our diversification into events and line extensions.

We see great potential in the free press market. Internet is set to play an even more significant role in the years to come. With Digilocal we are offering our local advertisers a wide range of services, equipping them better to compete in e-commerce. Roularta has very strong positions from which to continue to grow.

By building our results this way, we can satisfy all our stakeholders. We can offer our shareholders the prospect of rising share prices, and are keen to begin paying dividends again. But what is at least equally important is that we are convinced that we can achieve systematic growth through our own initiatives and possibly new targeted acquisitions.

We are grateful to all our stakeholders for the confidence they have retained in Roularta, even in difficult periods. And a special word of thanks to all our employees who have consistently given of their effort and creativity to get us through a difficult period.

SIGNIFICANT EVENTS IN 2014

RIK DE NOLF
PRESIDENT OF THE MANAGEMENT TEAM AND CEO

At the end of 2014 Roularta took the decision to go looking for a buyer for its French operations. Early in 2015 an agreement was concluded with Patrick Drahi and partners from the Altice group, which has a strong position in several countries, but particularly in France, in cable (Numericable) and telecoms (SFR). An intention to sell document was signed, with the deal possibly finalised in May 2015, once the necessary procedures have been completed, including obtaining the advice of the Works Council and the green light of the Competition Authority. Roularta is confident that this multimedia group (with newspaper Libération, radio stations etc.) offers a bright future for the strong historical titles (L'Express, L'Expansion, Point de Vue, Côté Sud, and others).

This takeover represents a major change for Roularta. The French activities demanded special attention and great reorganisation and restructuring efforts in difficult market conditions. With these cost factors now disappearing, Roularta can concentrate 100% on its further multimedia development. The main future investments will be in diversification and in the digital activities which extend the Group's core business: the content websites and digital and mobile versions of the magazines, the Digilocal project of the Free Press division, the classified sites Immovlan.be and Autovlan.be.

In 2014, Roularta took 100% ownership of NV Roularta Printing and NV De Streekkrant-De Weekkrantgroep, two major core businesses of the Group, after reaching agreement with Concentra to acquire the latter's 24% and 20% holdings respectively. The medical sector activities are also now 100% owned, after acquiring British group UBM's 50% stake resulting from the merger of De Huisarts and Artsenkrant. The new entity has since been renamed Roularta HealthCare. And Roularta Lead Generation too is now a 100% Roularta business following the acquisition of the 50% held by the Dutch co-founders.

All these changes make it possible to simplify the legal and accounting structure of the Group: in June 2015 a dozen companies will merge with the parent company NV Roularta Media Group.

Also in the first half of 2014, Roularta acquired 100% of the magazine Beter bouwen & verbouwen/Tu bâtis, je rénove, strengthening its existing Ik ga Bouwen & Renoveren/Je vais Construire & Rénover brand. From 30 April 2015 these titles will merge to give a single strong monthly Ik ga Bouwen & Renoveren/Je vais Construire & Rénover, combining the best of both original titles.

In July 2014, Roularta took part in a capital increase of Proxistore, the online platform that uses geolocation to place advertising on major websites. Roularta contributed EUR 1.1 million in a fundraising among the current shareholders (including Roularta) and the Brussels Regional Investment Company contributing in all EUR 2.7 million. The operation is intended to fund branch openings in the Netherlands, Spain and elsewhere. Proxistore is already active in Belgium, France, the USA and Canada. Roularta has an option on up to 50% of the shares of Proxistore.

With Voka's entry into the companies around Open Bedrijvendag in December 2014, Roularta participation fell from 81.25% to 56.25%.

DIGITAL

In the course of 2014 RMG continued to invest in the extension of the Group's news sites Knack.be/Levif.be and KW.be. January 2015 was a record month with more than 6 million unique visitors.

Roularta is bringing in more and more advertising revenue over the internet, through news sites and newsletters, lead generation campaigns, the classified ads sites Immovlan.be, Autovlan.be (in joint venture with Rossel) and Streekpersoneel.be. At the beginning of 2014, advertising revenues were still slack, but since the summer solid growth has been recorded month after month. Immovlan.be has grown to more than 300,000 unique visitors per day. Autovlan.be has increased its revenues, among other things by acquiring new cars site Clickyourcar.be, now Gocar.be.

In autumn 2014 the first daily digital news magazine in Flanders was launched. This is The Daily Trends, covering the most significant financial-economic news and is accessible to all Trends subscribers daily from 21.00.

Over EUR 10 million of revenue was earned from the sale of online content and business information from Trends Top, the recently acquired Euro DB (with B-information, B-legal, B-finance, B-collection), Inside Beleggen, Fiscoloog etc.

In 2015 Digilocal should provide further organic growth. Roularta Free Press provides a complete internet service for local advertisers, with websites, electronic newsletters that can work with Roularta Big Data, and integrating Google AdWords, Proxistore and Facebook. The strong regional sales organisation and technical expertise of the Roularta group provide a foundation for further growth. For two years in a row, Roularta has taken the European Google award for the best Google reseller.

KW.be, the website of Krant van West-Vlaanderen, has been successfully launched. KW subscribers receive their weekly local paper plus provincial newspaper in paper format, along with digital access via PC, tablet or mobile to the eleven local weeklies (for the eleven cities and regions of West Flanders), and have 24/7 access to the KW.be website with its 24/7 news service. KW.be is supported by a twice-a-day free newsletter to 125,000 West Flemings. Non-subscriber visitors are offered a free one-month introductory subscription.

EVENTS

Roularta Events organises around 100 events a year: awards, gala dinners, fairs and seminars.

In each Belgian province, there are Trends Gazelles and the Trends Business Tour. National awards are given for general management (Manager of the Year), the IT world, Manufacturing, CFO, HR Manager and fund managers. In 2014, the Trends Legal Awards and Marketer of the Year were organised for the first time.

Roularta organises the Ondernemen/Entreprendre entrepreneurship fair at the Heysel in Brussels (held concurrently with the e-commerce, franchising and business gifts fairs) and the Ondernemen entrepreneurship fair at Ghent Flanders Expo. De Streekkrant organises job fairs in every province, while free lifestyle magazine Steps organises shopping days in all city centres.

LINE EXTENSIONS

The Roularta group magazine readers show themselves to be interested in numerous cultural and lifestyle initiatives. Roularta successfully offers them exclusive projects at favourable conditions. Several book projects, the sale of design and other objects and other projects have produced a growth in sales. In 2014 exclusive cruises with original programmes were organised for the first time with Plus and Knack, joined in 2015 by Le Vif/L'Express.

FREE PRESS

Revenues of the Free Press division fell in 2014 mainly due to the fall in job ads in De Streekkrant and De Zondag. Since early 2015 the bottom seems to have been reached, with people realising that local print ads in newspapers delivered door-to-door are indispensable for finding work and employees in one's own region. Work continues in parallel on an efficient jobs and CV management system for the Streekpersoneel software platform.

National campaigns (with more and more actions by major brands like Coca-Cola) and local advertising continued to grow in 2014 in both De Streekkrant (door-to-door throughout Flanders) and De Zondag (distributed across Flanders via bakeries on Sunday mornings).

IN AUTUMN 2014 THE DAILY TRENDS WAS LAUNCHED,

THE FIRST DIGITAL NEWS MAGAZINE IN FLANDERS

The monthly magazine Steps, distributed in 16 editions across Flanders, received a glossy hardcover and glossy paper. Revenues have risen steadily since summer 2014.

MAGAZINES

For the first time in years, magazine advertising income did not fall in 2014. While the year got off to a difficult start, we have seen a continuing positive evolution since the summer.

Monthly magazine Nest (Du/Fr) has been given a more luxurious look and is being published more often. Nest now appears every month, alongside a series of special editions covering Recipes, Gardens, the Coast etc.

The readers' market for our magazines (subscriptions + newsstand sales) grew by 1.0%.

Meanwhile, sales of digital-only subscriptions and single issues are reaching critical mass. Already several thousand copies are sold every week. Roularta provides a choice of two versions (look-alike with the same layout as the magazine, and a custom tablet version) for Apple, Android and Microsoft.

Additionally all print subscribers automatically have access to the digital version of their magazine anywhere in the world, from 21.00 on the day before publication which they can read on PC, tablet or mobile. Two-thirds of subscribers have downloaded the app, but only 1 to 2% read their magazine digitally. New readers discover the magazine via their iPad or other tablet and sign up as subscribers via the landing page of Abonnementen.be, but 85% opt for a full subscription, print included.

RADIO AND TV

MEDIALAAN had a very good year. For TV, viewing figures were the best since 2002, with growth coming mainly from VTM, with 2BE and Vitaya stations remaining stable. VTM owes its growth to the stronger early evening planning and to VTM NEWS, which has managed to lure 10% more (young) viewers. For the radio stations too, 2014 was a good year. With new programming, Q-music is now 2% ahead of Studio Brussel. JOE fm too reached in 2014 its best listening figure ever. MEDIALAAN invested also in strengthening the brand experience and content, and in innovation.

MEDIALAAN again achieved a larger advertising market share. Advertising revenue continued to rise for radio, but fell for television. This decrease is offset, however, by growing revenues from innovative viewer-related activities. New broadcasting rights agreements are providing new revenue and new phenomena like look-back TV continue to grow while live viewing remains stable.

MEDIALAAN already produces 20% alternative income. Short-form and long-form video advertising on the websites is sold out. One reason is the new service whereby viewers can watch full episodes on Vtm.be and via the VTM app.

JIM Mobile also provided an attractive contribution in 2014, holding its own in the falling Telco market.

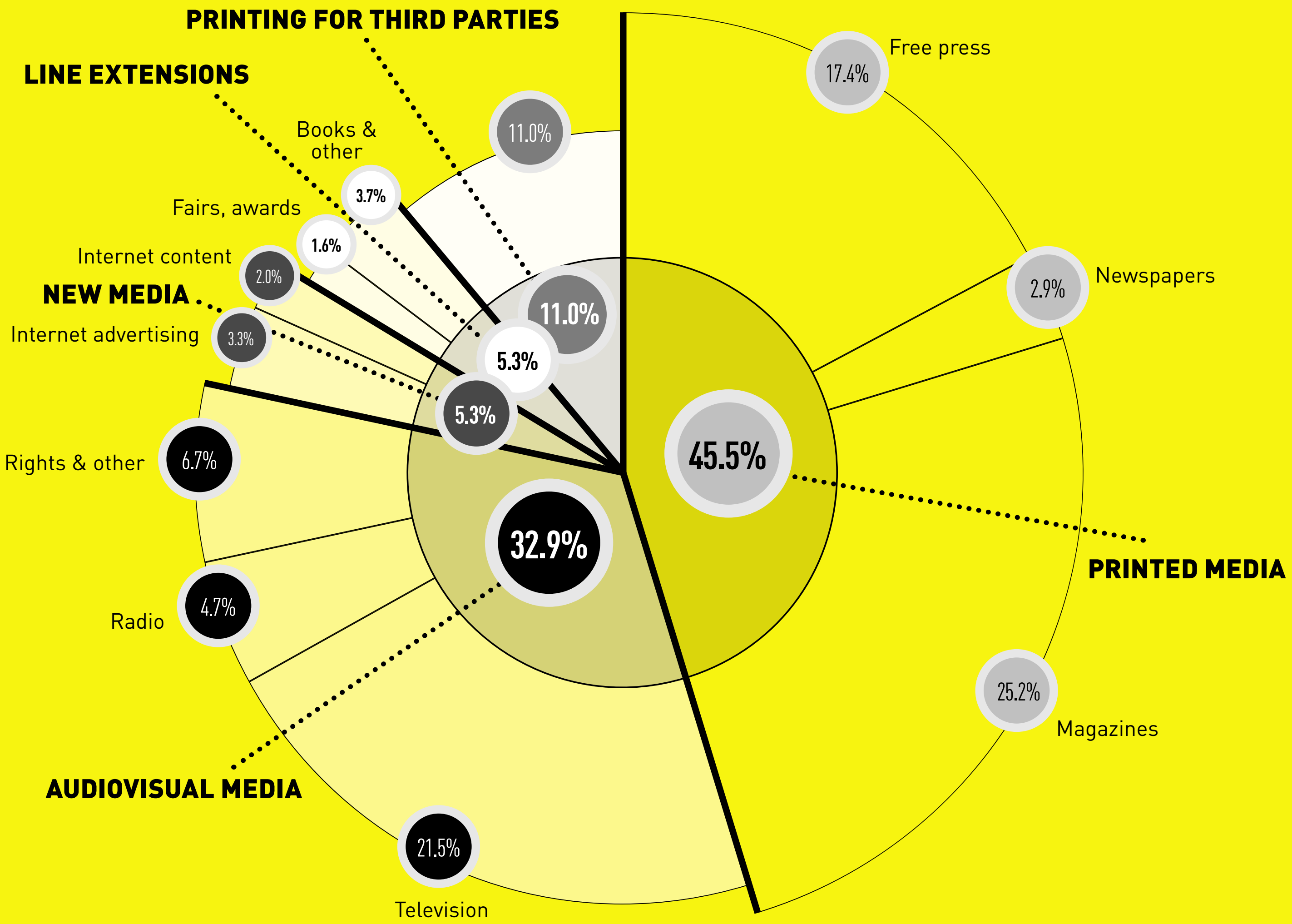
Kanaal Z/Canal Z was able to build a stronger platform thanks to the creation of many peripheral programmes. The ratings (now measured by the large CIM audimeter) grew in January 2015 to more than 500,000 viewers on a daily basis.

The future of regional TV stations is secured by a new Flemish decree that provides for a larger fee per subscriber from the distributors, starting in January 2015.

STIEVIE

The Stievie app now has around 15,000 users and will be expanded in the coming months with new channels, in addition to those of MEDIALAAN, SBS and VRT. With Stievie viewers can watch TV everywhere, both live and delayed, over the internet.

477 million euros sales (*)



(*) Combined sales (with application of the proportional consolidation method for joint ventures, including Medialaan, Bayard,...).

MISSION & STRATEGY

As a multimedia company, Roularta Media Group (RMG) sets out to create value for its readers, internauts, viewers, listeners, advertising customers, employees and shareholders.

In Belgium, Roularta is a dynamic and leading player in the publication and printing of news and niche magazines, newspapers and freesheets, in the audiovisual media landscape and in electronic publishing.

For the general public in Dutch-speaking Belgium, RMG produces freesheets, open network TV, radio and the Vlan.be internet site. For the national market (in both Dutch and French) RMG produces quality magazines, a TV news station Kanaal Z/Canal Z and the content-rich news portals Knack.be and Levif.be. In this way Roularta is constantly investigating new opportunities – titles, marketing initiatives and new media – to strengthen its leadership in Belgium.

In joint venture with the French group Bayard, Roularta is active in Belgium, the Netherlands and Germany with senior citizen magazines and in Germany with a wide range of magazines for parents and children, home & garden. Roularta publishes city magazines in Belgium and France, Slovenia and Serbia.

All the Group's strong brands are continuing to grow through line extensions, events and add-on products. A policy of vertical integration (content, advertising acquisition, production) and a multimedia approach increase flexibility and strengthen Roularta's anticyclical character.

RMG continues to innovate in the field of technical developments in the rapidly evolving media world. The involvement of its employees and the ongoing search for the best internal systems, cost management and synergy with partners help guarantee its future success. Roularta Media Group is a company with a strong record of socially responsible entrepreneurship, in which integrity, customer-friendliness and commitment come first.

RMG CONTINUES TO INNOVATE IN THE FIELD OF TECHNICAL DEVELOPMENTS IN THE RAPIDLY EVOLVING MEDIA WORLD

ROULARTA AS TECHNOLOGICAL INNOVATOR

Roularta Media Group as a multimedia company is active in various high-tech sectors. Within these different areas the Group researches and develops new opportunities on an ongoing basis, giving Roularta in the process a solid international reputation as a major technology innovator.
Roularta Media Group's technological research and development efforts obviously benefit the Group's own internal work processes, but many times they are also the driving force behind decisive market developments.

In the field of premedia, Roularta Media Group has been the starting point for various Belgian and international standards. Roularta Media Group's pioneering role here is illustrated, among other things, by the following pioneering achievements.

MEDIBEL+

As a founder member of Medibel+, the umbrella organisation of the Belgian advertising sector (www.medibelplus.be), Roularta Media Group several years ago achieved the breakthrough of the PDF file format as the standard for the delivery of digital ads to newspapers and magazines. Within Medibel+, Roularta Media Group continues to enhance its pioneer status: Erwin Danis, the RMG premedia director, is currently president of the organisation.

Roularta Media Group was behind the development of the AdTicket method for the digitisation of order workflow between the media buyers and creative agencies which produce the ads on the one side, and publishing companies on the other. Roularta Media Group and Medibel+ launched the AdTicket in the Belgian market.

GHENT PDF WORKGROUP

Under the guiding impulse of Roularta Media Group, Medibel+ was one of the founders in 2002 of the Ghent PDF Workgroup (GWG, www.gwg.org). This – now international – organisation of graphic associations and suppliers from Europe and the United States is seeking to introduce and increase the use of best practices in the printing industry worldwide. GWG is building here on the merits of Medibel+ and has taken over the Medibel+ PDF standards and the Medibel+ AdTicket method. Within the international GWG too, Roularta Media Group continues to assume its responsibility, with the Group being represented by its premedia director (as chairman of the board of directors). With this project Roularta Media Group once again shows its technical innovativeness, and the working methods it has developed are being followed abroad.

Within the Ghent PDF Workgroup, RMG is also working, along with other international media groups, on new cross-media standards, processes and formats for publishing on smartphones and tablets. This takes place within the Cross Media Committee which examines the changes taking place in the world of cross-media publishing and the opportunities that these offer.

INNOVATIVE PROJECTS

Roularta Media Group plays an important and innovative role in Flanders by participating and/or taking the lead in various technological and innovative projects.

RMG participated in the **Smarter Media in Flanders (SMIF)** collective research programme. It was lead player in one of the nine work packages (digital proof numbers for print and internet advertisements) and contributed to several others. Important areas here are digital watermarking, ideal video compression for tablets, the efficient collection of sports results and citizen journalism.

The uniform system of digital identification numbers for print for all Belgian publishers was launched on the first of March 2013 and has been put into use by several other publishers. In 2015 the uniform digital invoicing system for all Belgian publishers is also being launched.

RMG is also part of **iMinds Media** (formerly MIX) where it is represented by its premedia director as a member of the Programme Committee.

iMinds Media is an expertise centre for media innovation that closely follows developments in basic research, which it translates for the Flemish media sector into concrete, realisable and pre-competitive innovation projects with a limited time horizon.

RMG has participated in various **ICON projects**:
- **i-Read+**, with 'intelligent reading pleasure' as its main theme, whereby the user can, via a 'reasoning' component, decide when he wishes to obtain certain data enrichments. A 'virtual tutor' here increases the interaction between reader and content.

- **Media ID** has created a single central registration and payment platform for users of all kinds of Belgian media in digital form. A platform that is easy to use, reliable and strictly respects consumer privacy. Media ID provides every consumer with a unique identity via a 'Single Sign-on Registration' (the so-called 'ID'), that can then be used with all participating media companies.

- **Stream Store** is a platform for repackaging digital content in coherent streams that are personalised and contextualised and then offered as a paid service to the end user.

Right now RMG is working on two new projects, **Mingle** and **multiCore**, in cooperation with iMinds Media. Mingle sets out to develop an interactive platform to support journalists in discovering and gathering news from various social media channels in a reliable and legally transparent way. MultiCore is intended to offer a solution for providing the readers with personalised news offerings, through apps, newsletters, websites and the like, that reflect their preferences, user profiles and the context. This is a first step towards the news experience of the future.

MULTICORE IS INTENDED TO OFFER A SOLUTION FOR PROVIDING THE READERS WITH PERSONALISED NEWS OFFERINGS, THROUGH APPS, NEWSLETTERS, WEBSITES AND THE LIKE

CROSS-MEDIA

At editorial level too, Roularta Media Group is preparing for the future by using CCI NewsGate as a unique system for the entire newsroom, covering editors of Roularta Media Group, and with an emphasis on editorial planning, contract management and cross-media reuse of content.

NewsGate will enable the Roularta editorial staff to work 'multi-title' and 'multi-channel'. They can, from their editorial cockpit, create packages equally for print, web and smartphones and tablets.

Meanwhile, Roularta Media Group has already worked hard to create apps for a large portion of its titles. These apps are available for iOS, Android, Windows and BlackBerry. Through continuous adaptation and through regular adjustments of these apps, RMG guarantees its readers the best possible user experience.

ENVIRONMENT, PREVENTION AND WELL-BEING

I. ENVIRONMENT

Roularta Media Group made major efforts in 2014 to produce its various media in an environmentally and energy-friendly manner.

Sustainability report

Good communication with all stakeholders on efforts and achievements in the field of Corporate Social Responsibility (CSR) is a must in today's competitive market.

Roularta reported all these efforts in a (second) sustainability report, focusing on the major achievements of recent years. In putting together the report, the company opted once again to follow the internationally recognised guidelines of the universally accepted Global Reporting Initiative (GRI).

The document is available in three languages (Du/Fr/Eng) on the Roularta site.

Exploratory soil investigation

As required by the Soil Decree, Roularta undertook an exploratory soil investigation in 2014 on the Roeselare site. In this extensive screening process, the risks of soil pollution have to be identified, with targeted sampling and analysis. The various sections of the environmental permit served to define the nature and the strategy of this investigation. The final conclusion of this investigation is that no additional precautions need to be taken.

Emissions monitoring

Roularta pays close attention to controlling its air and water emission parameters. The starting points here include the sectoral standards and the special conditions imposed in the environmental permit. In 2014 the company invested in a flatbed filter for industrial waste water, with the main objective of further reducing suspended solids. Roularta worked closely here with the competent supervisory authorities, who were very interested in the project and followed it closely from the drawing board through to final implementation.

II. PREVENTION & WELL-BEING

Our society's prevention policy has evolved considerably in recent years. Initially much attention was paid to making machines safe to work with. Subsequently various procedures were developed to ensure their smooth operation. With all this in place, it appears that the risk of accident is not totally banished. Our safety focus here is shifting increasingly therefore to the operator himself. Consciously assessing risks and acting consciously are very important in avoiding accidents.

A number of high-profile projects were undertaken in this area in 2014:

Working at heights

In 2014, the company updated its risk analysis of working at heights, with a close review of the use of ladders, scaffolding, raised platforms and the like. The related protective equipment was also examined and complemented. Agreements were made on further follow-up, and repeat courses provided for the employees concerned.

Working at heights also includes the use of lifts. The Royal Decree of 10 December 2012 changes the legislation on lifts. A risk analysis was performed. A number of lifts were brought into line, others were converted from passenger to goods lifts.

Ergonomics

In 2013 considerable attention was paid to ergonomics in the production environment. Risk analyses were also undertaken for workstations outside the production environment that call for physical effort. This resulted in each case in a customised brochure, which was distributed to employees. Ergonomics is an important factor in safeguarding employee health. That's why ergonomics became the annual topic for 2014.

During medical examinations for office personnel, info brochures were distributed and discussed by the company medical officer. Additional information was circulated via the intranet and internal magazine.

In the production area also everyone continued to work on this topic.

Well-being survey

In 2013 an employee well-being survey was conducted, with much attention paid to the communication of the results. In 2014, these results were processed into the Global Prevention Plan, thereby ensuring that the company continues to work on these themes in the coming years.

Handling shocking events

Occasionally something happens in the company that has serious consequences or which is shocking. In such cases it is important to ensure that everything is organised smoothly and correctly, including the human aspects. Proper reaction and after-care are essential in order for life and work to continue. In 2014, a procedure was developed, which – if necessary – can help confront any such situation in an optimal way.

Documents and physicians in cases of sickness and accident

Sickness and (occupational) accidents often involve a lot of paperwork. Sometimes the nature of the sickness makes it hard to attend to this properly. For this reason a document has been put together that sets out concisely the most important information and steps.

It indicates, for example, what to do in case of illness or accident. During a longer period of occupational incapacity one can be confronted with various different physicians. It is not always easy to follow who they are and what exactly they are responsible for. This document gives an overview of the different physicians and their specialties.

THE ROULARTA MEDIA GROUP SHARE

CAPITAL AND SHARES

The registered capital of NV Roularta Media Group amounts to EUR 203,225,000. It is represented by 13,141,123 shares paid up in full, without par value, representing each an equal part of the capital. All shares representing the registered capital have the same social rights.

Shareholding structure

The shareholding structure is as follows:

	Date of notification	Number of shares	%
Koinon Comm.VA [1]	16/03/2015	7,372,877	56.11%
Cennini NV [1]	16/03/2015	2,022,136	15.39%
Bestinver Gestión S.G.I.I.C. S.A.	02/03/2015	1,306,190	9.94%
Own shares		657,850	5.00%
Individual and institutional investors		1,782,070	13.56%

(1) The Comm.VA Koinon and the NV Cennini, in their capacity as persons acting in concert who have concluded an agreement concerning the possession, the acquisition and transfer of shares, have made a definitive notification.

9,382,112 of the total number of outstanding shares are nominative.

Takeover Bid law

In the context of the Act of 1 April 2007 concerning public takeover bids, Comm.VA Koinon, as the direct holder of 7,372,877 shares, updated its registration with the FSMA on 25 August 2014 pursuant to Article 74 § 6 of the above-mentioned act.

Purchase of own shares

The statutory authorisation to purchase own company shares was renewed by the General Meeting of 15 May 2012.

In the course of the financial year 2014, the company did not purchase any own shares.

The company has 657,850 of its own shares in portfolio, representing 5.00% of the registered capital.

STOCK MARKET TREND

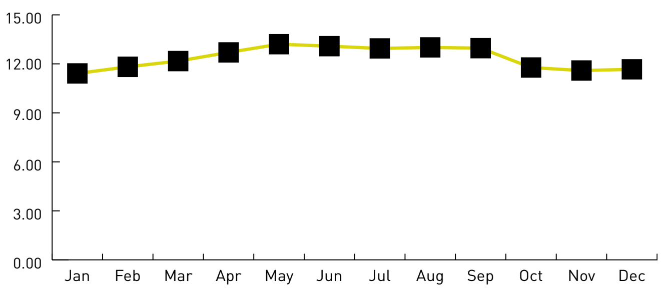
Roularta Media Group's shares are listed on Euronext Brussels under the section Media - Publishing. ISIN Code BE0003741551 and Mnemo ROU.

The Roularta share is included in the BEL Small Cap Index (BE0389857146).

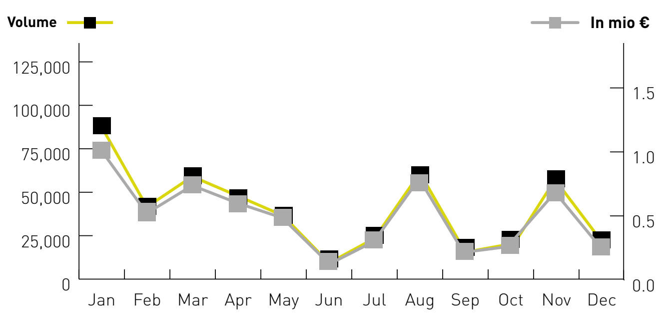
Volumes and closing prices in 2014

Month	Average closing price	Volumes	in EUR millions
Jan 14	11.414	91,557	1.05
Feb 14	11.818	43,462	0.52
Mar 14	12.171	51,257	0.62
Apr 14	12.701	47,764	0.60
May 14	13.205	41,246	0.55
Jun 14	13.085	9,284	0.12
Jul 14	12.945	23,474	0.30
Aug 14	13.008	61,133	0.79
Sep 14	12.962	15,527	0.20
Oct 14	11.776	17,446	0.21
Nov 14	11.592	65,950	0.78
Dec 14	11.666	21,655	0.25
		489,755	5.99

Average closing price - 2014



Volumes and figures in EUR millions - 2014



The highest price during 2014 was EUR 14.30 on 13 May. The lowest price during 2014 was EUR 10.75 on 2 January. The largest daily trading volume was 55,453 shares on 4 November 2014.

Liquidity of the share

Roularta Media Group has a proactive investor relations policy, aimed at increasing the visibility of the share and in this way supporting its liquidity.

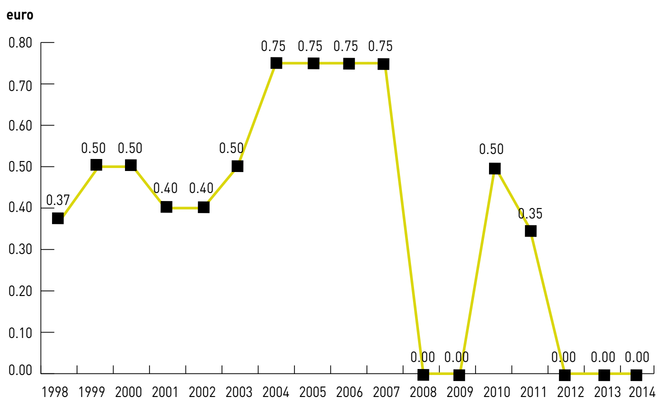
Dividend policy

The general assembly pursues – as advised by the executive board – a policy which tries to pay out a dividend, whilst keeping a close watch on preserving the healthy balance between a distribution of dividends and the investment possibilities.

	1998	1999	2000	2001	2002	2003	2004	2005
Gross dividend	0.37	0.50	0.50	0.40	0.40	0.50	0.75	0.75

	2006	2007	2008	2009	2010	2011	2012	2013	2014
Gross dividend	0.75	0.75	0.00	0.00	0.50	0.35	0.00	0.00	0.00

Gross dividend



THE COMPANY'S CAPITAL

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

Year	Month	Transaction	Number of shares	Capital	BEF / EUR
1988	May	Foundation as Roularta Financieringsmaatschappij	12,510	381,000,000	BEF
1993	July	Merger - capital increase	13,009	392,344,000	BEF
1997	December	Split - capital increase	18,137	546,964,924	BEF
1997	December	Merger - capital increase	22,389	675,254,924	BEF
1997	December	Capital increase	24,341	734,074,465	BEF
1997	December	Name changed into Roularta Media Group			
1998	June	Issue of 300,000 warrants - amendment of articles of association	2,434,100	734,074,465	BEF
1998	June	Merger - capital increase	2,690,400	1,545,457,541	BEF
1998	June	Contribution of debt receivable - capital increase	8,277,700	2,496,457,541	BEF
1998	December	Contribution of debt receivable - capital increase	9,611,034	4,479,791,791	BEF
2001	June	Conversion of capital into euros - capital increase by conversion of 61,950 warrants	9,672,984	111,743,000.00	EUR
2001	October	Destruction of 119,305 own shares	9,553,679	111,743,000.00	EUR
2002	June	Capital increase by conversion of 35,350 warrants	9,589,029	112,138,000.00	EUR
2003	June	Capital increase by conversion of 43,475 warrants	9,632,504	112,623,000.00	EUR
2003	July	Capital increase by contribution in kind	9,884,986	118,463,000.00	EUR
2004	June	Capital increase by conversion of 43,625 warrants	9,928,611	118,950,000.00	EUR
2005	June	Capital increase by conversion of 28,350 warrants	9,956,961	119,267,000.00	EUR
2006	January	Capital increase by conversion of 39,090 warrants	9,996,051	120,054,000.00	EUR
2006	February	Capital increase by contribution in cash	10,985,660	131,939,204.09	EUR
2006	May	Incorporation of an issue premium	10,985,660	170,029,300.00	EUR
2006	June	Capital increase by conversion of 19,825 warrants	11,005,485	170,250,500.00	EUR
2007	January	Capital increase by conversion of 9,340 warrants	11,014,825	170,439,000.00	EUR
2007	June	Capital increase by conversion of 22,225 warrants	11,037,050	170,687,000.00	EUR
2008	January	Capital increase by conversion of 7,864 warrants	11,044,914	170,846,000.00	EUR
2008	May	Capital increase by conversion of 17,375 warrants	11,062,289	171,040,000.00	EUR
2008	December	Capital increase by contribution in cash	13,131,940	203,040,000.00	EUR
2011	January	Capital increase by conversion of 9,183 warrants	13,141,123	203,225,000.00	EUR

Analysts who follow the Roularta share:

- Petercam	Robert Verrips	robert.verrips@petercam.nl
- KBC Securities	Ruben Devos	ruben.devos@kbcsecurities.be
- Arkéon Finance	Alexandre Koller	alexandrekoller@arkeonfinance.fr

CONSOLIDATED KEY FIGURES

Income statement	in thousands of euros	2010	2011	2012	2013 (*) restated	2014	Trend
Sales		**711,563**	**731,111**	**712,045**	**305,209**	**299,569**	**-1.8%**
EBITDA [1]		**77,004**	**61,917**	**36,964**	**29,695**	**34,871**	**+17.4%**
	EBITDA - margin	*10.8%*	*8.5%*	*5.2%*	*9.7%*	*11.6%*	
EBIT [2]		**56,992**	**34,492**	**5,540**	**15,116**	**21,930**	**+45.1%**
	EBIT - margin	*8.0%*	*4.7%*	*0.8%*	*5.0%*	*7.3%*	
Net finance costs		-6,087	-7,505	-8,873	-7,262	-6,728	-7.4%
Operating result after net finance costs		**50,905**	**26,987**	**-3,333**	**7,854**	**15,202**	**+93.6%**
Income taxes		-19,027	-12,078	1,128	1,924	-2,492	+229.5%
Net result from continuing operations		**31,878**	**14,909**	**-2,205**	**9,778**	**12,710**	**+30.0%**
Result from discontinued operations					**-68,268**	**-155,237**	**-127.4%**
Attributable to minority interests		926	473	-498	-581	-50	-91.4%
Attributable to equity holders of RMG		**30,952**	**14,436**	**-1,707**	**-57,909**	**-142,477**	**-146.0%**
	Net result attributable to equity holders of RMG - margin	***4.3%***	***2.0%***	***-0.2%***	***-19.0%***	***-47.6%***	
REBITDA [3]		81,183	70,255	46,920	34,622	39,339	+13.6%
	REBITDA - margin	*11.4%*	*9.6%*	*6.6%*	*11.3%*	*13.1%*	
REBIT [4]		64,620	54,021	27,823	26,706	31,619	+18.4%
	REBIT - margin	*9.1%*	*7.4%*	*3.9%*	*8.7%*	*10.6%*	
Current net result of the consolidated companies		38,922	30,535	16,337	18,366	19,435	+5.8%
	Current net result of the consolidated companies - margin	*5.5%*	*4.2%*	*2.3%*	*6.0%*	*6.5%*	

Balance sheet	in thousands of euros	2010	2011	2012	2013 (**) restated	2014	Trend
Non-current assets		633,114	616,512	604,675	585,039	271,778	-53.5%
Current assets		299,518	295,228	333,761	200,827	261,376	+30.1%
Balance sheet total		932,632	911,740	938,436	785,866	533,154	-32.2%
Equity - Group's share		345,072	351,277	344,689	287,053	143,277	-50.1%
Equity - minority interests		13,745	12,959	12,266	11,415	2,475	-78.3%
Liabilities		573,815	547,504	581,481	487,398	387,402	-20.5%
Liquidity [5]		1.0	1.0	1.1	0.9	2.0	+122.2%
Solvency [6]		38.5%	39.9%	38.0%	38.0%	27.3%	-28.2%
Net financial debt		111,402	89,328	69,535	80,423	82,027	+2.0%
Gearing [7]		31.0%	24.5%	19.5%	26.9%	56.3%	+109.3%

(*) Restated for retrospective application of IFRS 11 Joint Arrangements and application of IFRS 5 Discontinued Operations.
(**) Restated for retrospective application of IFRS 11 Joint Arrangements.

(1) EBITDA = operating cash flow = EBIT + depreciations, write-downs and provisions.
(2) EBIT = operating result, including the share in the result of associates and joint ventures.
Following unaudited key figures were calculated on the basis of audited figures.
(3) REBITDA = current operating cash flow = EBITDA + restructuring costs and one-off costs.
(4) REBIT = current operating result = EBIT + restructuring costs and one-off costs, depreciations, write-downs and provisions.
(5) Liquidity = current assets / current liabilities.
(6) Solvency = equity (Group's share + minority interests) / balance sheet total.
(7) Gearing = net financial debt / equity (Group's share + minority interests).

HIGHLIGHTS PER SHARE (1)

Description	in euro	2010	2011	2012	2013 (*) restated	2014
Equity - Group's share		27.35	27.93	27.61	23.00	11.48
EBITDA		6.11	4.93	2.96	2.38	2.79
REBITDA		*6.44*	*5.59*	*3.76*	*2.77*	*3.15*
EBIT		4.52	2.75	0.45	1.21	1.76
REBIT		*5.12*	*4.30*	*2.23*	*2.14*	*2.53*
Net result RMG		2.45	1.15	-0.14	-4.64	-11.41
Net result RMG after dilution		2.45	1.14	-0.14	-4.64	-11.41
Current net result of the consolidated companies		*3.08*	*2.43*	*1.31*	*1.47*	*1.56*
Gross dividend		0.50	0.35	0.00	0.00	0.00
Price/Earnings (P/E) [2]		**8.33**	**6.01**	**7.89**	**7.32**	**7.87**
Number of shares at 31/12		13,131,940	13,141,123	13,141,123	13,141,123	13,141,123
Weighted average number of shares		12,619,077	12,577,676	12,483,273	12,483,273	12,483,273
Weighted average number of shares after dilution		12,653,025	12,623,093	12,483,273	12,483,273	12,483,273
Highest share price		27.00	29.79	18.00	14.50	14.30
Share price at year-end		25.70	14.60	10.32	10.77	12.25
Market capitalisation in million EUR at 31/12		337.49	191.86	135.62	141.53	160.98
Yearly volume in million EUR		34.11	41.89	11.41	7.98	6.00
Yearly volume in number		1,776,333	1,942,961	845,362	662,284	460,558

(*) Restated for retrospective application of IFRS 11 Joint Arrangements and application of IFRS 5 Discontinued Operations.

(1) On the basis of the weighted average number of shares.
(2) Earnings = current net profit of the consolidated companies.

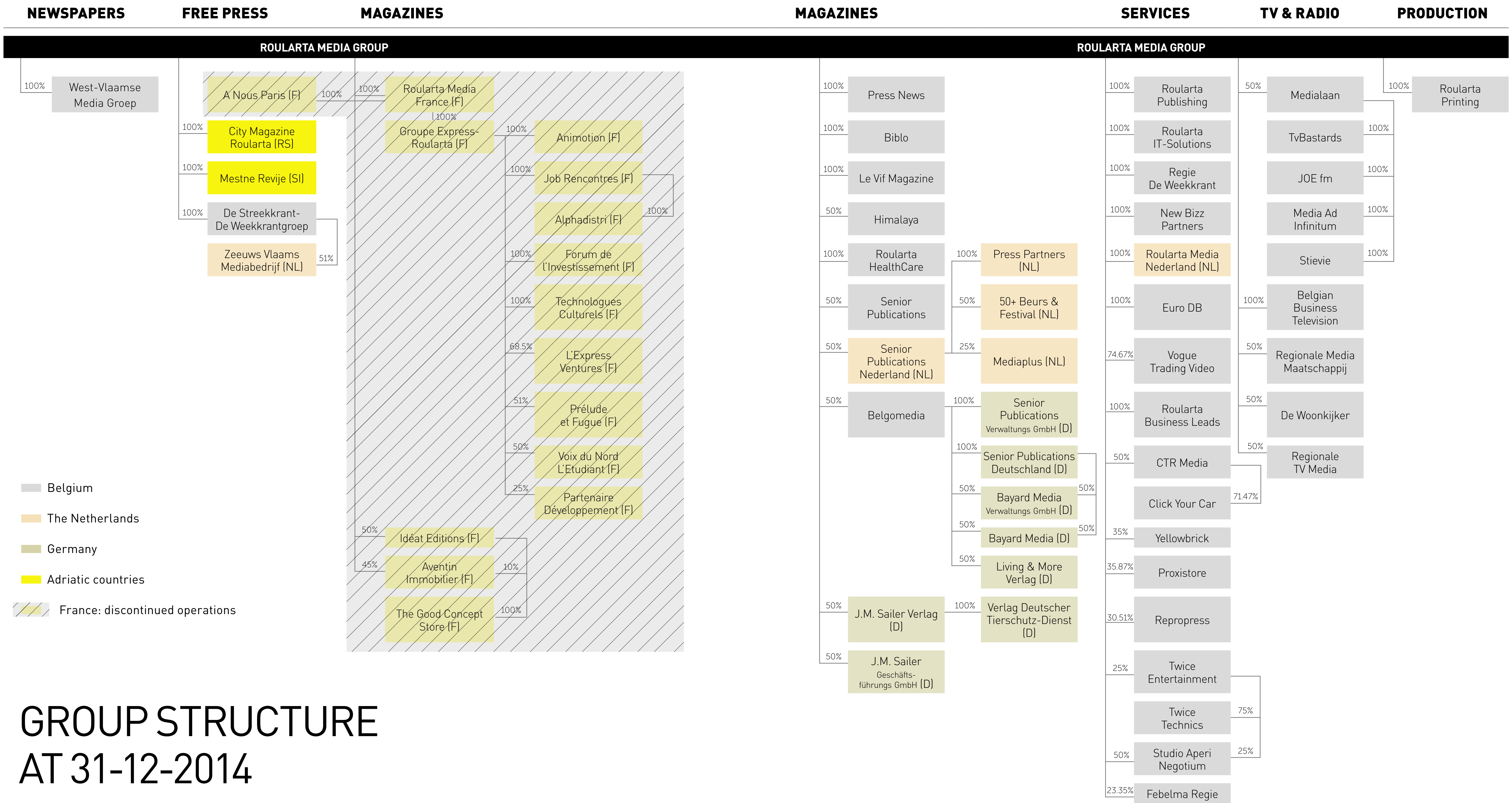
KEY FIGURES BY DIVISION

Printed Media						
in thousands of euros	2010	2011	2012	2013 (*) restated	2014	Trend
Sales	**546,362**	**554,925**	**541,693**	**327,992**	**319,491**	**-2.6%**
EBITDA (1)	**44,011**	**30,525**	**14,884**	**19,743**	**22,647**	**+14.7%**
EBITDA - margin	*8.1%*	*5.5%*	*2.8%*	*6.0%*	*7.1%*	
EBIT (2)	**27,959**	**8,069**	**-8,959**	**4,858**	**8,612**	**+77.3%**
EBIT - margin	*5.1%*	*1.5%*	*-1.6%*	*1.5%*	*2.7%*	
Net finance costs	-5,544	-6,952	-8,485	-6,988	-6,438	-7.9%
Operating result after net finance costs	**22,415**	**1,174**	**-17,421**	**-2,130**	**2,174**	**+202.0%**
Income taxes	-10,326	-3,722	2,799	551	-4,505	+918.0%
Net result from continuing operations	**12,089**	**-2,605**	**-14,645**	**-1,579**	**-2,331**	**-47.6%**
Result from discontinued operations				**-68,269**	**-155,236**	**-127.4%**
Attributable to minority interests	646	312	-449	-388	-50	-87.1%
Attributable to equity holders of RMG	**11,443**	**-2,917**	**-14,196**	**-69,461**	**-157,517**	**-126.8%**
Net result attributable to equity holders of RMG - margin	***2.1%***	***-0.5%***	***-2.6%***	***-13.5%***	***-21.2%***	
REBITDA (3)	48,968	36,519	22,274	22,009	25,890	+17.6%
REBITDA - margin	*9.0%*	*6.6%*	*4.1%*	*6.7%*	*8.1%*	
REBIT (4)	36,365	25,506	9,501	13,759	17,797	+29.3%
REBIT - margin	*6.7%*	*4.6%*	*1.8%*	*4.2%*	*5.6%*	
Current net result of the consolidated companies (5)	19,616	11,530	1,357	4,299	3,664	-14.8%
Current net result of the consolidated companies - margin	*3.6%*	*2.1%*	*0.3%*	*1.3%*	*1.1%*	

(*) Restated for retrospective application of IFRS 11 Joint Arrangements and application of IFRS 5 Discontinued Operations.

(1) EBITDA = operating cash flow = EBIT + depreciations, write-downs and provisions.
(2) EBIT = operating result, including the share in the result of associates and joint ventures.
Following unaudited key figures were calculated on the basis of audited figures.
(3) REBITDA = current operating cash flow = EBITDA + restructuring costs and one-off costs.
(4) REBIT = current operating result = EBIT + restructuring costs and one-off costs, depreciations, write-downs and provisions.
(5) Current net result = net result of the Group + impairment losses + restructuring costs net of taxes.

Audiovisual Media						
in thousands of euros	2010	2011	2012	2013 (*) restated	2014	Trend
Sales	**171,081**	**182,385**	**176,817**	**168,754**	**158,712**	**-6.0%**
EBITDA (1)	**32,993**	**31,392**	**22,080**	**24,895**	**29,455**	**+18.3%**
EBITDA - margin	*19.3%*	*17.2%*	*12.5%*	*14.8%*	*18.6%*	
EBIT (2)	**29,033**	**26,423**	**14,499**	**18,373**	**23,900**	**+30.1%**
EBIT - margin	*17.0%*	*14.5%*	*8.2%*	*10.9%*	*15.1%*	
Net finance costs	-543	-553	-388	-326	-280	-14.0%
Operating result after net finance costs	**28,490**	**25,870**	**14,111**	**18,047**	**23,619**	**+30.9%**
Income taxes	-8,701	-8,356	-1,671	-6,688	-8,578	+28.3%
Net result from continuing operations	**19,789**	**17,514**	**12,440**	**11,359**	**15,041**	**+32.4%**
Result from discontinued operations						
Attributable to minority interests	280	161	-49	-193	0	-100.0%
Attributable to equity holders of RMG	**19,509**	**17,353**	**12,489**	**11,552**	**15,041**	**+30.2%**
Net result attributable to equity holders of RMG - margin	***11.4%***	***9.5%***	***7.1%***	***6.8%***	***9.5%***	
REBITDA (3)	32,261	33,793	24,669	26,891	29,890	+11.2%
REBITDA - margin	*18.9%*	*18.5%*	*14.0%*	*15.9%*	*18.8%*	
REBIT (4)	28,301	28,572	18,345	21,933	25,005	+14.0%
REBIT - margin	*16.5%*	*15.7%*	*10.4%*	*13.0%*	*15.8%*	
Current net result of the consolidated companies (5)	19,306	19,005	14,980	14,067	15,771	+12.1%
Current net result of the consolidated companies - margin	*11.3%*	*10.4%*	*8.5%*	*8.3%*	*9.9%*	



GROUP STRUCTURE AT 31-12-2014

BOARD OF DIRECTORS RMG

1. **Baron Hugo Vandamme** I Permanent Representative of HRV NV I Non-executive Director I Chairman of the Board of Directors (2018) I Member of the Appointments and Remuneration Committee

2. **Rik De Nolf** I Permanent Representative of Koinon Comm.VA I Executive Director I Managing Director (2018)

3. **Marc Verhamme** I Permanent Representative of Mandatum SPRL I Independent Director (2018) I Vice-President Board of Directors I Member of the Audit Committee I Chairman of the Appointments and Remuneration Committee

4. **Carel Bikkers** I Permanent Representative of Carolus Panifex Holding BV I Independent Director (2018) I Chairman of the Audit Committee I Member of the Appointments and Remuneration Committee

5. **Joris Claeys** I Permanent Representative of De Meiboom NV I Non-executive Director (2018)

6. **Lieve Claeys** I Non-executive Director (2018)

7. **Caroline De Nolf** I Permanent Representative of Verana NV I Non-executive Director (2016)

8. **Francis De Nolf** I Permanent Representative of Alauda NV I Non-executive Director (2015)

9. **Koen Dejonckheere** I Permanent Representative of Invest at Value NV I Independent Director (2018)

EXECUTIVE MANAGEMENT COMMITTEE

1. **Rik De Nolf** CEO
2. **Xavier Bouckaert** COO
3. **Jan Staelens** CFO

MANAGEMENT TEAM RMG

1. Rik De Nolf Chairman I **2. Philippe Belpaire** Director National Advertising I **3. Xavier Bouckaert** Director Magazines I **4. Eddy Brouckaert** Director Newspapers I **5. Jan Cattrysse** Director Administration I **6. Erwin Danis** Director Premedia I **7. Katrien De Nolf** Director Human Resources I **8. William De Nolf** Director New Media I **9. Hugues De Waele** Director Foreign Media I **10. William Metsu** Director Printing I **11. Jan Staelens** Financial Director I **12. Willem Vandenameele** Director IT I **13. Sophie Van Iseghem** Secretary-General I **14. Luk Wynants** Director Free Press

DECLARATION REGARDING THE INFORMATION GIVEN IN THIS 2014 ANNUAL REPORT

The undersigned declare that, to their knowledge:

- the annual accounts, prepared in accordance with the standards applicable to annual accounts, give a true and fair view of the assets, financial condition and results of Roularta Media Group NV and the consolidated companies;
- the annual report gives a true and fair view of the development, the results and the position of Roularta Media Group NV and the consolidated companies, as well as a description of the main risks and uncertainties they are faced with.

Rik De Nolf, CEO | Jan Staelens, CFO

ANNUAL REPORT OF THE BOARD OF DIRECTORS

to the ordinary general meeting of shareholders of 19 May 2015 concerning the consolidated financial statements for the period ended 31 December 2014

Dear Shareholders,
This annual report should be read in conjunction with the audited financial statements of Roularta Media Group NV (hereinafter 'the Group') and the accompanying notes. These consolidated financial statements were approved by the board of directors on 20 March 2015. Roularta Media Group, with its registered offices at 8800 Roeselare, Meiboomlaan 33, has been listed on Euronext Brussels since 1998. Roularta Media Group operated in 2014 in Belgium, France and other European countries in the media business, in particular in magazines and newspapers (paid and free press), radio and TV, internet, line extensions, exhibitions and graphic production. Roularta Media Group is organised into two divisions, Printed Media and Audiovisual Media. Each of these two divisions includes a wide range of activities, which are centralised in a number of different departments, depending on their purpose as a product or offered service. Roularta Media Group's Printed Media division distinguishes itself from its competitors with a number of strong brands like De Streekkrant, De Zondag, Knack, Trends and Le Vif/L'Express. In the audiovisual sector Roularta Media Group is the 50% owner of the shares of Medialaan (formerly Vlaamse Media Maatschappij), which operates in Belgium in radio (Q-music and JOE fm) and television (VTM, 2BE, VTMKZOOM, JIM and Vitaya).

COMMENTS ON THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB) and with the interpretations issued by the IASB's International Financial Reporting Interpretation Committee (IFRIC), which have been ratified by the European Commission.
The consolidated financial statements give a general overview of the Group's activities and the results obtained. They give a true and fair view of the entity's financial position, financial performance and cash flows, and have been prepared on the assumption that continuity is guaranteed.

MAIN CHANGES IN THE GROUP DURING THE 2014 FINANCIAL YEAR

First semester of 2014:

- Acquisition of the remaining shares (50%) in Roularta HealthCare NV.
- Acquisition of the remaining shares (50%) in Roularta Business Leads NV.

Second semester of 2014:

- Founding of The Good Concept Store SAS by Idéat Editions SA on 11 March 2014.
- Increased investment in De Streekkrant-De Weekkrantgroep NV from 80% to 100% and in Roularta Printing NV from 77.41% to 100% on 1 July 2014.
- Increased investment in Proxistore NV from 31.43% to 35.87%, due to a capital increase on 4 July 2014.
- Decreased investment in Open Bedrijven vzw, Journée Découverte Entreprises asbl and Studio Aperi Negotium BVBA from 81.25% to 56.25% on 1 December 2014.
- Increased investment in Regionale Televisie Media NV from 33% to 50% on 31 December 2014.
- Closing of the liquidation of Roularta Management NV on 29 October 2014.

KEY FINANCIAL DATA

Income statement	in thousands of euros	31/12/2014	31/12/2013(*)	Trend
Sales		**299,569**	**305,209**	**-1.8%**
Adjusted sales [1]		***296,189***	***305,209***	***-3.0%***
EBITDA [2]		**34,871**	**29,695**	**+17.4%**
	EBITDA - margin	*11.6%*	*9.7%*	
REBITDA [3]		**39,339**	**34,622**	**+13.6%**
	REBITDA - margin	*13.1%*	*11.3%*	
EBIT [4]		**21,930**	**15,116**	**+45.1%**
	EBIT - margin	*7.3%*	*5.0%*	
REBIT [5]		**31,619**	**26,706**	**+18.4%**
	REBIT - margin	*10.6%*	*8.7%*	
Net finance costs		-6,728	-7,262	-7.4%
Operating result after net finance costs		**15,202**	**7,854**	**+93.6%**
Current operating result after net finance costs		**24,891**	**19,444**	**+28.0%**
Income taxes		-2,492	1,924	+229.5%
Net result from continuing operations		**12,710**	**9,778**	**+30.0%**
Result from discontinued operations		**-155,237**	**-68,268**	**-127.4%**
Attributable to minority interests		-50	-581	
Attributable to equity holders of RMG		**-142,477**	**-57,909**	**-146.0%**
	Net result attributable to equity holders of RMG - margin	*-47.6%*	*-19.0%*	
Current net result of the consolidated companies		**19,435**	**18,366**	**+5.8%**
	Current net result of the consolidated companies - margin	*6.5%*	*6.0%*	
Balance sheet		**31/12/2014**	**31/12/2013 (**)**	
Fixed assets		271,778	585,039	-53.5%
Current assets		261,376	200,827	+30.1%
Balance sheet total		533,154	785,866	-32.2%
Equity - Group's share		143,277	287,053	-50.1%
Equity - minority interests		2,475	11,415	-78.3%
Liabilities		387,402	487,398	-20.5%
Liquidity [6]		2.0	0.9	+122.2%
Solvency [7]		27.3%	38.0%	-28.2%
Net financial debt		82,027	80,423	+2.0%
Gearing [8]		56.3%	26.9%	+109.3%

(*) Restated for retrospective application of IFRS 11 Joint Arrangements and application of IFRS 5 Discontinued Operations.
(**) Restated for retrospective application of IFRS 11 Joint Arrangements.

(1) Adjusted sales = like-for-like, i.e. adjusted for changes in the consolidation scope.
(2) EBITDA = operating cash flow = EBIT + depreciations, write-downs and provisions.
(3) REBITDA = current operating cash flow = EBITDA + restructuring costs and one-off costs.
(4) EBIT = operating result (share in the result of associated companies and joint ventures included).
(5) REBIT = current operating result = EBIT + restructuring costs and one-off costs, depreciations, write-downs and provisions.
(6) Liquidity = current assets / current liabilities.
(7) Solvency = equity (Group's share + minority interests) / balance sheet total.
(8) Gearing = net financial debt / equity (Group's share + minority interests).

CONSOLIDATED INCOME STATEMENT

For 2014 as a whole, Roularta Media Group recorded a 13.6% increase in current operating cash flow (REBITDA).

At the end of 2014, the company decided to sell all its French activities. As a result of this decision those activities are regarded as discontinued at the end of 2014. To ensure comparability, the income statement for 31/12/2013 has been presented in this way.

Group sales fell by 1.8% (from EUR 305 to 300 million) while current result increased by 5.8% (from EUR 18.4 to 19.4 million).

The net result was negative (EUR -142.5 million) following impairments of EUR 146.0 million on the French titles, net from reversals of the related deferred tax liabilities. Under prevailing accounting rules, Roularta's most valuable assets, its brands and magazines, are not valued, as they are own creations. Only purchased titles are accounted for, as intangible assets.

Roularta ended 2014 with an 18.4% increase in REBIT.

COMBINED SALES IN 2014

In 2014 Roularta Media Group achieved combined sales of EUR 476.9 million, as against EUR 490.9 million in 2013 (-2.8%).

Adjusted sales in 2014 amounted to EUR 473.0 million compared with adjusted sales of EUR 488.5 million in 2013 (-3.2%).

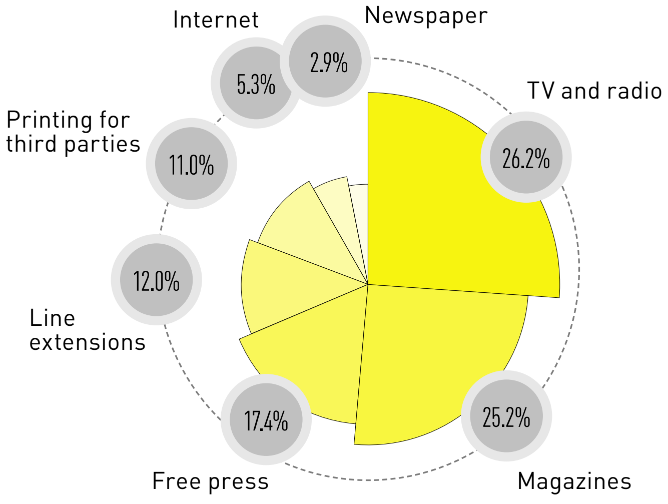
The decrease in adjusted sales at Audiovisual Media was 5.2%, and 3.5% at Printed Media.

Combined sales by division (in thousands of euros)

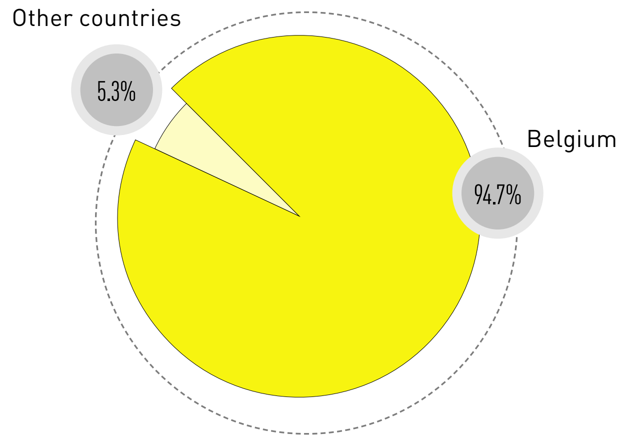
Division	31/12/2014	31/12/2013	Trend
Printed Media	316,115	327,467	-3.5%
Audiovisual Media	158,227	166,943	-5.2%
Intersegment sales	*-1,292*	*-5,892*	
Adjusted sales	**473,050**	**488,517**	**-3.2%**
Changes in the Group (*)	3,861	2,337	
Combined sales	**476,911**	**490,854**	**-2.8%**

(*) Changes in the Group are eliminated to arrive at an adjusted sales figure, i.e. a sales figure that is comparable with 2013. The changes in the Group include the new participating interests in Roularta HealthCare and Roularta Business Leads.

Combined sales by various activity categories



Sales 31/12/2014 regional



2014 COMBINED RESULTS BY DIVISION

Printed Media

The **adjusted sales** of the Printed Media division, that is free press, newspapers and magazines together, declined with 3.5% in 2014 to EUR 316.1 million.

Operating cash flow (EBITDA) rose from EUR 19.7 million to EUR 22.6 million. Non-recurring and restructuring costs were recorded. **Current operating cash flow (REBITDA)** increased from EUR 22.0 million to EUR 25.9 million (+17.6%).

Operating result (EBIT) rose from EUR 4.9 to 8.6 million. A **current operating result (REBIT)** of EUR 17.8 million was achieved compared with EUR 13.8 million in 2013.

The **net result of the division Printed Media**, attributable to equity holders of RMG, was a loss of EUR 157.5 million in 2014 as against a loss of EUR 69.5 million in 2013, while **current net result** fell from EUR 4.3 to 3.7 million.

Audiovisual media

Adjusted sales by the Audiovisual Media division fell from EUR 166.9 to 158.2 million (-5.2%).

Operating cash flow (EBITDA) increased by 18.3% from EUR 24.9 million to EUR 29.5 million, **current operating cash flow (REBITDA)** rose from EUR 26.9 million to EUR 29.9 million.

Operating result (EBIT) increased from EUR 18.4 to 23.9 million and **current operating result (REBIT)** increased from EUR 21.9 to 25.0 million. This gives a REBIT margin of 15.8% compared with 13.0% in 2013.

The **net result of the division Audiovisual Media** amounted to EUR 15.0 million in 2014 compared with EUR 11.4 million in 2013, while **current net result** was up by 12.1% from EUR 14.1 to 15.8 million.

BALANCE SHEET

Equity at 31 December 2014 was EUR 145.8 million compared with EUR 298.5 million at 31 December 2013. The primary reason for this change is the write-down on the French activities.

At 31 December 2014, **net financial debt** amounted to EUR 82.0 million. This gives a net financial debt/EBITDA ratio of 2.35.

INVESTMENTS

Total investments amounted in 2014 to EUR 18.2 million, of which EUR 4.2 million in intangible assets (mainly software), EUR 3.2 million in tangible assets and EUR 10.8 million in acquisitions. The latter mainly relates to acquisitions of the remaining 50% stake in Roularta HealthCare NV and Roularta Business Leads NV, an additional investment in Proxistore NV and the acquisition of the non-controlling interest in Roularta Printing NV and De Streekkrant-De Weekkrantgroep NV.

MAIN EVENTS AFTER THE BALANCE SHEET DATE

Since the end of the financial year the following main event has occurred:

- On 11 February 2015, an intention to sell document was signed with the group of Patrick Drahi and partners. Given the consultation/information procedure and pending the opinion of the Works Council and the agreement of the Competition Authority, the sale is expected to be finalised in May/June 2015.

Otherwise no major events have occurred which significantly affect the results and the financial position of the company.

INFORMATION ON CIRCUMSTANCES THAT CAN SIGNIFICANTLY INFLUENCE THE DEVELOPMENT OF THE GROUP

We do not foresee any notable circumstances that can significantly influence the future development of Roularta Media Group.

RESEARCH AND DEVELOPMENT

As a multimedia company Roularta Media Group operates in various high-tech sectors. Within these it is constantly seeking new opportunities, with a reputation as a major innovator.

Roularta Media Group attaches paramount importance to research and development. These efforts obviously benefit the Group's own internal operating processes, but in many cases also drive fundamental market developments.

In the field of Printed Media, Roularta Media Group has provided the impetus for various Belgian and international standards that describe the methods of preparing digital data for print and the electronic exchange of the accompanying order information. Far-reaching standardisation of these digital workflows is essential for good quality control. Roularta Media Group wants to continue to play a major pioneering role in this field.

STATEMENT REGARDING THE COMPANY'S USE OF FINANCIAL INSTRUMENTS WHERE SIGNIFICANT FOR THE ASSESSMENT OF ITS ASSETS, LIABILITIES, FINANCIAL POSITION AND PROFIT OR LOSS

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

To hedge risks with respect to adverse interest rate fluctuations, the Group uses financial instruments, namely Interest Rate Swap (IRS) contracts. In accordance with the requirements defined in IAS 39, some of the contracts were regarded as cash flow hedging contracts. Market values of these contracts are recognised directly in equity. The other contracts are not regarded as hedging contracts under the conditions set forth in IAS 39. Fluctuations of market values of these contracts are recognised in the income statement.

ENVIRONMENT, PREVENTION AND WELL-BEING

Please refer to the chapter Environment, Prevention and Well-being in the 2014 annual report.

STAFF

As at 31 December 2014, the Group had 1,392 full-time equivalent (FTE) employees, compared with 1,434 full-time equivalent (FTE) employees the previous year. These figures exclude joint ventures and the French activities. Including the joint ventures, the Group had 1,840 full-time equivalent (FTE) employees at 31 December 2014.

MAIN RISKS AND UNCERTAINTIES

Economic conditions

Changes in general, global or regional economic conditions or economic conditions in areas where the Group operates and which could impact consumers' consumption patterns, can negatively impact the Group's operating results.

Risks relating to market developments

The media market is constantly changing. The profit generated by the Group is largely determined by the advertising market, the readers market and viewing and listening figures.

The Group tracks market developments in the media world so that it can capitalise at all times on changes and new trends in the environment in which the company operates.

Thanks to the Group's multimedia offer, it can suitably respond to a shift in focus in the advertising world and on the part of its readership from one form of media to another.

Strategic risk associated with markets and growth

The Group may be faced with unfavourable market conditions or unfavourable competitive developments.

Risks relating to suppliers

The various costs that to a large extent determine the total cost in the Printed Media division, such as printing, distribution, staff, and promotion costs, can fluctuate according to the economic situation.

The evolution of international paper prices is uncertain and may adversely affect the business, operating results and/or financial position of the Group if price increases cannot be passed on in time to its customers. To manage the paper price risk, the Group concludes periodical contracts for newspaper and for magazine paper.

Disturbances or disruptions of the IT system

The Group is exposed to potential disturbances or disruptions in its computer systems.

Computer systems are a central part of the Group's business. A disturbance in the Group's computer systems due to malfunctioning, malicious attacks, viruses or other factors could seriously impact various aspects of its activities, including but not limited to sales, customer service and administration.

Computer system disturbances can have an adverse effect on the Group's activities or operating results. To date, the company has not experienced substantial problems with its computer systems. Year after year the Group invests substantial means to optimise its IT systems and to reduce possible disturbances.

Risks associated with intellectual property

The enforcement of intellectual property rights is costly and uncertain. The Group can not guarantee that it will be successful in preventing abuse of its intellectual property rights.

Risk of reduced brand recognition or negative brand image

The Group's position could be significantly adversely affected if brand recognition were significantly to reduce or if the Group's leading brands, publications and products were to suffer reputational damage.

Risk of non-renewal of licences for TV and radio activities

The Group has the necessary approvals for undertaking its radio and television activities in Belgium. An inability to extend these could potentially negatively impact the Group's financial position and/or results.

Risks related to current and future acquisitions

In takeover situations, the Group is exposed to risks related to the integration of the entities acquired.

Innovation risk
The Group needs to develop new applications on an ongoing basis. Without this, it runs the risk of falling behind its competitors and being unable to catch up again, which could negatively impact the Group's financial position and/or results.

Currency risks
The Group is exposed to a currency risk with respect to the USD. The identified currency risks relate to the (expected) purchases in USD in the Audiovisual Media segment and to activities outside the euro-zone. In addition, the Group incurs to a certain extent foreign currency risks related to its operational activities.

With regard to the purchases and the firm commitments to purchase film rights in USD in the Audiovisual Media segment, the Group uses foreign exchange contracts to hedge the risk of changes in the fair value of a recognised asset or liability, or a non-recognised definite undertaking in the context of its commercial activities.

Despite these foreign exchange contracts, fluctuations in the USD can have a limited impact on the Group's operating results.

The operating currency risks from activities outside the euro-zone, that is Serbia, are very limited. The net cash flows from and to this entity, and their timing, is such that no significant currency positions arise from them.

Interest rate risk
The Group's level of debt and the related interest expense can have a major influence on the Group's result and/or the financial position. In order to hedge the risks of unfavourable interest rate fluctuations the Group uses financial instruments.

Credit risk
The Group is exposed to the credit risk on its customers, which could lead to credit losses. To control this credit risk, credit investigations are performed on customers which request major credit facilities. Where the outcome is negative, credit is refused or restricted.

In addition, the Group also uses trade finance instruments, such as letters of credit, to cover part of its credit risk and credit insurances are concluded for a small percentage of foreign clients of the printing works.

There is no significant concentration of credit risks with a single counterparty.

Despite the Group's intention of limiting its credit risk, it can face a deterioration of the creditworthiness of its customers. Any failure to conclude a credit insurance policy with respect to certain customers can have a material adverse effect on the Group's business, financial condition and/or results.

Covenants
The company's lenders, the lenders of the convertible debenture not included, have imposed covenants relating to the debt ratio (net financial debt/EBITDA), interest coverage (EBITDA/net finance costs), gearing (net debt/equity), solvency and dividends.

Any breach of covenants could lead to the Group's financial debts being immediately due and payable.

Liquidity risk
The Group's indebtedness and the restrictions agreed upon in the financing agreements may adversely affect the Group's liquidity position.

The Group expects to meet its obligations through operating cash flows. In addition, the Group has various short-term credit lines that form an additional working capital buffer. There is for these credit facilities by the lenders no specific maturity guaranteed.

Capital structure
The Group is constantly seeking to optimise its capital structure (mix of debt and equity). The main objective of the capital structure is to maximise shareholder value while maintaining the desired financial flexibility for implementing strategic projects.

Risks relating to possible impairments of goodwill and tangible and intangible fixed assets
An impairment loss is recognised when the book value of an asset, or the cash-generating unit to which the asset belongs, is higher than the recoverable amount. This recoverable amount is determined on the basis of business plans prepared by management and approved by the board of directors. The Group points to the sensitive nature of these business plans. When, owing to market circumstances, the assumptions contained in the aforementioned business plans cannot be achieved, impairments are recognised in the profit and loss account, with an effect on the net income and shareholders' equity of the Group.

A detailed description of the impairment tests, including sensitivity, is included in Note 15 to the consolidated financial statements.

Risks relating to legislation and arbitration
A number of disputes in which the Group is involved, are currently pending. For these disputes, mostly provisions were set up. The Group can not guarantee that it will not in future face material litigation by third parties in relation to published articles, other forms of communication and more in general the activities of the Group.

A detailed description of the most important pending disputes is included in Note 26 to the consolidated financial statements.

Roeselare, 20 March 2015

The Board of Directors

CORPORATE GOVERNANCE DECLARATION [*]

INDICATION OF THE CORPORATE GOVERNANCE CODE

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

In the light of this task, Roularta Media Group NV, as a listed Belgian company, subscribes to the Belgian Corporate Governance Code (2009) as its reference code.

The board believes that observing as closely as possible the principles set out in the Corporate Governance Charter will lead to more efficient, more transparent governance and better risk management and control of the company. Roularta Media Group's aim in so doing is to maximise value for its shareholders, its stakeholders and its institutional investors.

The Corporate Governance Charter, which is published on the company's website (www.roularta.be/en/investor-info), sets out in an exhaustive and transparent fashion how Roularta Media Group is governed and how account for this governance is rendered. The Corporate Governance Charter of NV Roularta Media Group was approved by the board of directors and is regularly updated.

DESCRIPTION OF THE PRINCIPAL FEATURES OF THE INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM

Roularta Media Group has set up a risk assessment and internal control system in line with the requirements of the 2009 Belgian Corporate Governance Code.

The internal control of Roularta Media Group is based on the COSO ERM model (version 1) and is designed to provide reasonable assurance regarding the achievement of the objectives of the company. This implies, among other things, recognising and managing both operational and financial risks, compliance with laws and regulations, and monitoring reporting.

[*] Part of the annual report of the board of directors.

A key element in risk management is the annual budget exercise, consisting of multiple consultations and discussions on business risks, the strategy, business plans and intended results. The final result is a set of objectives and targets, together with projects which should contribute to the better management or control of risks.

Continuous monitoring, primarily on the basis of built-in controls in a highly automated operational environment, ensures the prevention or timely detection of potential risks. The security of IT systems is crucial in this. Particular attention is paid here to:

- mirrored systems;
- access security;
- keeping apart of test and production environments;
- back-up power generation;
- back-up procedures.

Besides IT-technical control, operational risk management is mainly characterised by the following measures:

- organisation charts and reporting lines;
- clear employee functional descriptions;
- procedures and guidelines communicated via the intranet;
- continuous training activities and improvement initiatives.

Risk management in terms of financial reporting consists primarily of:

- the accounting rules that are applicable on a daily basis;
- the uniformity aimed for within the different companies of the Group, both in terms of the application of the IFRS rules as well as in terms of standardised reporting;
- the audit of the reported figures by the associated companies by the central budget and management reporting department;
- the control, the monitoring of the financial reporting by the audit committee.

Many processes within Roularta Media Group are automated. An important component of automation consists of risk management with a focus on accuracy, completeness, consistency, timeliness and authentication/authorisation of information.

At the initiative of the audit committee, work has begun on developing a risk management system. Based on the KAPLAN method, it divides the identified risks into three types: preventable, strategic and external. These risks are then further divided into categories and finally assessed based on both the likelihood of the risk occurring and on its impact.

Pentana, an audit software, is used for effectively managing the identified risks. The post of internal auditor is currently vacant. Until such time as a replacement is recruited, the company is using external auditors (other than Deloitte) for auditing various Group business units and departments.

PUBLICATION IMPORTANT PARTICIPATIONS AND NOTE WITH RESPECT TO THE ITEMS LISTED IN ARTICLE 34 OF THE ROYAL DECREE OF 14/11/2007, IN SO FAR AS THESE COULD POTENTIALLY AFFECT A PUBLIC TAKEOVER BID

The capital of the company amounted to EUR 203,225,000.00 and is represented by 13,141,123 similar shares with the same rights.

The shareholding structure is as follows:

	Date of notification	Number of shares	%
Koinon Comm.VA [1]	16/03/2015	7,372,877	56.11%
Cennini NV [1]	16/03/2015	2,022,136	15.39%
Bestinver Gestión S.G.I.I.C. S.A.	02/03/2015	1,306,190	9.94%
Treasury shares		657,850	5.00%
Individual and institutional investors		1,782,070	13.56%

(1) Comm.VA Koinon and NV Cennini have given a notification, in their capacity as persons acting in consort who have concluded an agreement concerning the ownership, acquisition and transfer of securities.

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

Each share entitles its holder to one vote, under Article 33 of the articles of association, on the understanding that no one person may vote at the general meeting in respect of more than thirty-five per cent (35%) of the number of votes attached to all the shares issued by the company. Several shareholders whose securities, according to the criteria laid down in Article 6 § 2 of the Law of 2 May 2007 on disclosure of major holdings in issuers whose shares are admitted to trading on a regulated market, are joined together, cannot vote, either, at the general meeting, in respect of more than thirty-five per cent (35%) of the number of votes attached to all the shares issued by the company. The restrictions do not, however, apply if the vote relates to an amendment of the articles of association of the company or to decisions for which, under the Companies Code, a special majority is required.

A shareholder agreement has been concluded between shareholders Comm.VA Koinon and NV Cennini, restricting the transfer of securities.

The articles of association and the Corporate Governance Charter of Roularta Media Group include specific provisions on the (re)appointment, training and evaluation of directors. Directors are appointed for a maximum period of four years by the general meeting of shareholders, that can remove them at any time. A resolution to appoint or dismiss requires a simple majority of votes. Should a directorship fall prematurely vacant, the remaining directors can themselves appoint (co-opt) a new director. In this case, the next general meeting proceeds to the final appointment.

The articles of association of NV Roularta Media Group give Comm.VA Koinon a binding right of nomination. Based on this nomination right, the majority of the directors are appointed from candidates put forward by Comm.VA Koinon as long as the latter holds, directly or indirectly, at least thirty-five percent of the shares of the company.

Decisions to amend the articles of association are subject to special quorum and majority requirements. Any decision to amend the articles of association requires the presence, in person or by proxy, of shareholders representing at least half of the share capital and the approval of at least three fourths of the capital present or represented at the meeting. If the quorum is not met, then a second meeting must be convened, at which the quorum requirement does not apply. The requirement of a special majority remains, however.

The board of directors is expressly authorised, in the case of public takeover bids on securities of the company, to increase the share capital within the limits provided by Article 607 of the Companies Code by issuing shares not exceeding 10% of the existing shares at the time of such public bid. This authorisation was granted by the extraordinary general meeting of 20 May 2014 for a term of three years.

The company may acquire, divest or pledge its own shares, profit certificates or other certificates relating hereto, to the extent that the relevant statutory provisions are complied with. The board of directors is expressly authorised, without a resolution of the general assembly, to acquire and hold its own shares if necessary to avoid imminent and serious harm to the company. This authorisation was granted by the extraordinary general meeting of 15 May 2012 for a period of three years, starting on 11 June 2012, being the date of publication in the annexes to the Belgian Official Gazette of the authorisation, and may be renewed.

RMG is a party to the following material agreements which change or terminate with a change of control following a takeover bid:

- Article 6.5. of annexe 1 to the forward sales agreement dated 28 April 2008 between NV Roularta Media Group and SA Natixis: pursuant to the above-mentioned article, Natixis may, in the event of a change in control of NV Roularta Media Group or SA Roularta Media France, request the early conversion of the totality of the bonds held by Natixis into new shares of SA Roularta Media France.
- Condition 6 (c) (redemption at the option of the bondholders in the event of change of control) contained in the Prospectus dated 18 September 2012 relating to the issuance of bonds: according to this condition contained in the Prospectus dated 18 September 2012, each bondholder has the option to request repayment of all or part of his bonds in the event of a change of control of Roularta Media Group.

In the context of the Law of 1 April 2007 concerning public takeover bids, Comm.VA Koinon, as the direct holder of 7,372,877 shares, updated its registration with the FSMA on 25 August 2014 pursuant to Article 74 § 6 of the above-mentioned law.

Comm.VA Koinon is a subsidiary of the Stichting Administratiekantoor Cerveteri, which is controlled by Mr Rik De Nolf.

COMPOSITION OF AND REPORT BY THE BOARD OF DIRECTORS AND ITS COMMITTEES, AND THE PERSONAL ATTENDANCE LEVELS OF THEIR MEMBERS

Board of directors

The board of directors of NV Roularta Media Group has nine members:

- Baron Hugo Vandamme, permanent representative of NV HRV (2018), non-executive director and chairman of the board.
- Five directors representing the reference shareholder, in accordance with the proposal rights under the articles of association, Mr Rik De Nolf, permanent representative of Comm.VA Koinon (2018), Ms Lieve Claeys (2018), Ms Caroline De Nolf, permanent representative of NV Verana (2016), Mr Joris Claeys, permanent representative of NV De Meiboom (2018) and Mr Francis De Nolf, permanent representative of NV Alauda (2015).
- Three independent directors, all of whom hold executive corporate functions:
  - » *Mr Carel Bikkers, permanent representative of BV Carolus Panifex Holding* (2018) has for the past nine years headed up the Dutch media group Audax, a multifaceted organisation that is involved in the broadest sense of the term with the publishing, distribution and retailing of media and related products. Prior to this Mr Carel Bikkers worked as general manager of Kwik-Fit Europe BV, Europe's largest car service chain.
  - » *Mr Koen Dejonckheere, permanent representative of NV Invest at Value* (2018). Mr Koen Dejonckheere was appointed Chief Executive Officer of Gimv in 2008. Before, he was Managing Director and head of Corporate Finance at KBC Securities. Previously, Mr Koen Dejonckheere worked for Nesbic, Halder, Price Waterhouse Corporate Finance Europe and the BBL. Mr Koen Dejonckheere has extensive experience as a dealmaker in investment banking and private equity in Belgium and abroad.
  - » *Mr Marc Verhamme, permanent representative of SPRL Mandatum* (2018) was until 1994 CEO of the North and North-West European fresh produce division of Danone. Mr Marc Verhamme is today an industrialist and owns a number of SMEs producing organic food products like yoghurt and fresh cheese,... with brands such as MIK and Pur Natur.

The term of office of Mr Francis De Nolf, permanent representative of NV Alauda, expires at the general meeting of 19 May 2015. On the advice of the appointments and remuneration committee a recommendation will be made to the upcoming general meeting to reappoint NV Alauda, represented by its permanent representative Mr Francis De Nolf, as a director for a four-year term until the 2019 general meeting.

The board of directors met eight times during 2014 to discuss the company's results, the Group's multi-annual plan and the following year's budget.

Attendance of individual board members in 2014:

Executive director and CEO	
Rik De Nolf	8
Non-executive directors	
Lieve Claeys	8
Francis De Nolf	8
Baron Hugo Vandamme, Chairman	8
Joris Claeys	8
Caroline De Nolf	8
Independent, non-executive directors	
Carel Bikkers	8
Marleen Vaesen (until the general meeting of 20/05/2014)	3
Koen Dejonckheere (since the general meeting of 20/05/2014)	5
Marc Verhamme	8

During the past year there was also a meeting of the independent directors. For 2015, six board meetings are planned.

Audit committee

The audit committee consists solely of independent directors. The expertise in accounting and auditing of Mr Carel Bikkers, chairman of the audit committee, is evident among other things from his former position as a senior manager of the Dutch media group Audax and from his board member/supervisor mandate in a number of Dutch companies.

The audit committee met four times in 2014. During these meetings the audit committee controlled the integrity of the financial information of the company, closely monitored the activities of the internal and external auditor, and where it deemed necessary, made recommendations in these respects to the board of directors.

At the invitation of the chairman, the audit committee was attended by the statutory auditor (Deloitte Bedrijfsrevisoren BV o.v.v.e. CVBA, represented by Frank Verhaegen and Kurt Dehoorne), the CEO, Rik De Nolf and the CFO, Jan Staelens.

Attendance at audit committee meetings in 2014:

Carel Bikkers, Chairman	4
Marleen Vaesen (until the general meeting of 20/05/2014)	2
Marc Verhamme	4

Appointments and remuneration committee

The board of directors has used the opportunity as provided in the Corporate Governance Code to establish a single, joint appointments and remuneration committee.

The appointments and remuneration committee consists solely of non-executive directors (3), including two independent directors, and has the necessary expertise in the area of remuneration policy.

The CEO participates in the meetings of the appointments and remuneration committee in an advisory capacity (cf. Article 526 quater of the Companies Code).

The HR director of the Group is also invited to attend the meetings of the appointments and remuneration committee.

The appointments and remuneration committee met two times during 2014. The main item on its agenda was: preparing the remuneration report and reviewing the remuneration and bonus policy of the executive management and the composition of the board of directors and its committees.

Attendance at appointments and remuneration committee meetings in 2014:

Marc Verhamme, Chairman	2
Baron Hugo Vandamme	2
Carel Bikkers	2

ASSESSMENT OF THE BOARD AND BOARD COMMITTEES

Every year the board of directors undertakes a review, led by the chairman and assisted by the appointments and remuneration committee, of its size, composition, functioning and interaction with executive management. This assessment has four objectives: (i) assessing the operation of the board of directors; (ii) examining whether important issues are thoroughly prepared and discussed; (iii) assessing the actual contribution of each director to the activities of the board of directors, on the basis of his or her presence at board and committee meetings and his or her constructive involvement in discussions and decision-making; (iv) establishing a comparison between the current composition of the board of directors and the pre-defined desired composition of the same.

Every year the non-executive directors assess their interaction with senior management and, where appropriate, make proposals to the chairman of the board of directors for improving this interaction.

The contribution of each director is reviewed at regular intervals. In the event of a reappointment, the engagement and the effectiveness of the director is evaluated.

COMPOSITION OF EXECUTIVE MANAGEMENT

The executive management of Roularta Media Group consists of the executive management committee, the Belgian management team and the French management team.

In the past year there were no changes in the Belgian and French management teams.

CONFLICT OF INTERESTS

There were in the course of the financial year no conflicts of interest of a financial nature giving rise to the application of Article 523 of the Companies Code.

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

Taking into account the principles and guidelines contained in the Belgian Corporate Governance Code, the company has developed a policy on transactions and other contractual relationships between the company, including affiliated companies, and its directors and members of the executive management not covered by the statutory conflict of interests rules.

A transaction or a contractual relationship of any kind is deemed to exist between the company and its directors and/or members of its executive management when:

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

The director or member of the executive management concerned shall provide the board with all possible relevant information relating to the conflict of interests. He or she shall refrain from participating in the discussion and decision-making on this agenda item.

The board of directors confirms that in the past year no such transactions have taken place and no situations have arisen giving rise to the application of the above procedure.

PROTOCOL FOR AVOIDING MISUSE OF INSIDER INFORMATION

The protocol to avoid abuse of insider information prohibits directors, members of the management team, other members of staff or external persons employed by the company, who, by the nature of their function come into contact with confidential information, from trading, directly or indirectly, on the basis of insider information, in financial instruments issued by Roularta Media Group.

REMUNERATION REPORT

Annual remuneration of executive and non-executive directors

The starting point of the compensation and benefits policy for (executive and non-executive) management is the attraction and retention of qualified managers with the required background and experience in terms of the various elements of corporate policy. To achieve this starting point, the compensation and benefits policy is market competitive and takes into account the company's size and complexity using reference data where possible.

Non-executive directors and executive directors in their capacity as directors receive only a fixed remuneration as compensation for their membership of the board of directors and their attendance at the board meetings and the meetings of the committees of which they are members.

The level of directors' remuneration is determined taking into account their role as a normal director, their specific roles as chairman of the board, chair or member of a committee, as well as the resulting responsibilities and time demands.

Non-executive directors receive no performance-related remuneration such as bonuses, long-term incentive programmes, benefits in kind or pension plans. Nor are options or warrants allotted to non-executive directors. There are no contributions to pensions or similar benefits for directors. The provisions concerning the remuneration of the non-executive directors apply equally to executive directors in their capacity as directors.

The chairman of the board of directors and executive director Rik De Nolf were each granted a fixed remuneration of EUR 100,000. The vice-chairman of the board receives a fixed remuneration of EUR 50,000. Each other board member receives a fixed remuneration of EUR 10,000, plus a fee per board meeting of EUR 2,500; members of board committees (the audit committee and the appointments and remuneration committee) receive an additional fee per meeting of EUR 2,500, the chairman of the audit committee an additional EUR 5,000 fee per meeting of this committee. The directors' remuneration policy will not be changed in the coming financial year.

Directors' remuneration 2014

		Fixed	Attendance fee
Hugo Vandamme permanent representative of NV HRV – Chairman of the board of directors	Non-executive	EUR 100,000.00	–
Rik De Nolf permanent representative of Comm.VA Koinon – Managing Director	Executive	EUR 100,000.00	–
Marc Verhamme (1) permanent representative of SPRL Mandatum – Vice-Chairman of the board of directors – member audit committee – Chairman appointments and remuneration committee	Non-executive	EUR 40,000.00	EUR 15,000.00
Carel Bikkers permanent representative of BV Carolus Panifex Holding – Chairman audit committee – member appointments and remuneration committee	Non-executive	EUR 10,000.00	EUR 45,000.00
Joris Claeys permanent representative of NV De Meiboom	Non-executive	EUR 10,000.00	EUR 20,000.00
Lieve Claeys	Non-executive	EUR 10,000.00	EUR 20,000.00
Caroline De Nolf permanent representative of NV Verana	Non-executive	EUR 10,000.00	EUR 20,000.00
Francis De Nolf permanent representative of NV Alauda	Non-executive	EUR 10,000.00	EUR 20,000.00
Koen Dejonckheere (2) permanent representative of NV Invest at Value	Non-executive	EUR 7,500.00	EUR 12,500.00
Marleen Vaesen (3) permanent representative of BVBA Mavac – member audit committee	Non-executive	EUR 2,500.00	EUR 12,500.00

(1) Since the general meeting of 20/05/2014 Vice-Chairman of the board of directors. The fixed fee given in the table consists of EUR 2,500 (pro rata fixed director's fee until the general meeting of 20/05/2014) + EUR 37,500 (pro rata fixed fee as Vice-Chairman of the board of directors). The attendance fees relate to one audit committee meeting, three board meetings, and one appointments and remuneration committee meeting before the general meeting of 20/05/2014. (2) Term from 20/05/2014 general meeting – pro rata fixed fee. (3) Term until general meeting 20/05/2014 – pro rata fixed fee and attendance fees for two audit committee and three board meetings.

Remuneration of members of executive management

The remuneration of the members of executive management is set by the board of directors based on the recommendation of the appointments and remuneration committee. The level and structure of the remuneration of the executive management need to enable the company to attract, retain and continually motivate qualified and skilled managers, taking into account the nature and scope of their individual responsibilities.

The amount and structure of the basic remuneration of the executive management is regularly reviewed for its compliance with market conditions by a specialist (international) salaries and benefits consultancy. The company is assuming that the remuneration policy for members of the executive management will remain unchanged for the next two years unless testing against market practice shows that changes are urgently needed.

In 2014, the remuneration policy of the members of the executive management did not change from that of previous years. The remuneration of the executive management consists of:

- basic remuneration in line with training, job content, experience and seniority;
- a performance bonus linked for 30% to the consolidated results of the Group and for 70% to the performance of the business unit for which the manager is responsible. Every year financial performance criteria are established for the year in question at the level of the consolidated Group results. At business unit level, financial or qualitative targets are set on an annual basis. At the end of the year it is determined, based on the established performance criteria, both quantitative and qualitative, whether and to what extent the bonus has been earned. The bonus may not exceed 20% to 25% of the basic annual salary of members of the executive management. The bonus is paid partly in cash and partly to the group insurance of the manager in question. There is no provision for a right of recovery in favour of the company in cases where variable remuneration has been given based on inaccurate financial data. Bonuses are awarded only after the close of the year and the requisite verification of the figures by the auditors. In this way the likelihood of paying a bonus based on inaccurate financial data is negligible;
- a long-term incentive consisting of rights to acquire shares in Roularta Media Group. The option or warrant plans issued by the company each run for ten years, with exercise possible no earlier than the third calendar year after subscription;
- extra-legal ('fringe') benefits, consisting of a group insurance (employer's contribution is 3.75% of the annual remuneration), a company car with fuel card in accordance with the company's car policy, luncheon vouchers (employer's contribution of EUR 4.91/day worked) and hospitalisation and disability insurance.

The CEO, Comm.VA Koinon with Mr Rik De Nolf as its permanent representative, received in 2014 a gross fixed remuneration of EUR 631,568.36. The remuneration package for the CEO does not include shares, share options or warrants, nor are the pension contributions included.

The other members of the executive management (executive management committee members and members of the Belgian and French management teams) together received:

- basic salaries of EUR 3,142,648.76;
- variable remuneration of EUR 492,640.00 of which EUR 446,140.00 in cash and EUR 46,500.00 in group insurance;
- the pension contributions for 2014 total EUR 75,808.82, of which EUR 64,524.84 of payments into a defined contributions pension plan and EUR 11,283.98 of payments into a savings/group insurance;
- and other components amounting to EUR 56,645.08 of which EUR 35,115.12 of standard employer-specific costs and EUR 21,529.96 employer's contribution to luncheon vouchers.

In the table on the following page you can find an overview of the stock options plans members of the executive management participated in, with their most significant terms including the exercise price and the expiration period.

During 2014, no stock options or warrants were granted to members of the executive management. No options or warrants were exercised during the past year by members of the executive management.

In the course of 2014, 5,150 warrants allocated to members of executive management under a 2001 warrant plan and 3,300 options from a 2001 option plan were declared lapsed with the ending of the last exercise period.

Severance pay for executive managers

The severance pay for members of executive management is estimated on the basis of the Belgian or French employment law that applies, except for the managing director and the financial director with whom contractual agreements have already been made regarding the period of notice that must be observed. With respect to the managing director, the period of notice is 12 months, and for the financial director a minimum period of notice of 12 months and a maximum period of 15 months must be observed.

Overview stock options allotted to the executive management

Year of allotment	Number of options allotted	Exercice price (in EUR)	First exercise period	Last exercise period
2002	2,000	21.93	01/01-31/12/2006	01/01-31/12/2015
2006	77,000	53.53	01/01-31/12/2010	01/01-31/12/2021
2008	65,000	40.00	01/01-31/12/2012	01/01-31/12/2023
2009	76,000	15.71	01/01-31/12/2013	01/01-31/12/2019
	220,000			

CONSOLIDATED FINANCIAL STATEMENTS

1. CONSOLIDATED INCOME STATEMENT

in thousands of euros	Note	2014	2013(*)
Sales	3	299,569	305,209
Own construction capitalised		504	523
Raw materials, consumables and goods for resale		-82,532	-85,237
Services and other goods	4	-105,335	-110,786
Personnel	5	-93,112	-94,565
Depreciation, write-down and provisions		-12,991	-15,400
Depreciation and write-down of intangible and tangible assets		*-8,793*	*-8,656*
Write-down of inventories and debtors	6	*564*	*-178*
Provisions		*-4,762*	*-6,566*
Impairment losses		*0*	*0*
Other operating income	7	7,711	7,804
Other operating expenses	7	-7,174	-4,757
Restructuring costs	8	-2,727	-2,529
Share in the result of associated companies and joint ventures	17	18,017	14,854
Operating result - EBIT		**21,930**	**15,116**
Financial income	9	1,105	2,249
Financial expenses	9	-7,833	-9,511
Operating result after net finance costs		**15,202**	**7,854**
Income taxes	10	-2,492	1,924
Net result from continuing operations		**12,710**	**9,778**
Result from discontinued operations	11	**-155,237**	**-68,268**
Net result of the consolidated companies		**-142,527**	**-58,490**
Attributable to:			
Minority interests		-50	-581
Equity holders of Roularta Media Group		**-142,477**	**-57,909**
Earnings per share			
From continuing and discontinued operations			
Basic earnings per share	13	-11.41	-4.64
Diluted earnings per share	13	-11.41	-4.64
From continuing operations			
Basic earnings per share	13	1.02	0.83
Diluted earnings per share	13	1.02	0.83

(*) Restated for retrospective application of IFRS 11 Joint Arrangements and application of IFRS 5 Discontinued Operations.

2. CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

in thousands of euros	Note	2014	2013(*)
Net result of the consolidated companies		**-142,527**	**-58,490**
Other comprehensive income of the period			
Other comprehensive income to be reclassified to profit or loss in subsequent periods			
Exchange differences		13	9
Cash flow hedges	32	0	287
Deferred taxes relating to other comprehensive income		0	-97
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Non-current employee benefits - actuarial gain / loss		-2,523	17
Deferred taxes relating to other comprehensive income		330	50
Other comprehensive income of the period		**-2,180**	**266**
Total comprehensive income		**-144,707**	**-58,224**
Attributable to:			
Minority interests		-50	-581
Equity holders of Roularta Media Group		**-144,657**	**-57,643**

(*) Restated for retrospective application of IFRS 11 Joint Arrangements and application of IFRS 5 Discontinued Operations.

3. CONSOLIDATED BALANCE SHEET

ASSETS in thousands of euros	Note	31/12/2014	31/12/2013(*) restated for IFRS 11	*01/01/2013(*) opening balance sheet restated for IFRS 11*
Non-current assets		**271,777**	**585,039**	***637,309***
Intangible assets	15	87,629	392,242	*406,076*
Goodwill	15	5	5	*30,063*
Property, plant and equipment	16	60,923	65,316	*72,902*
Investments accounted for using the equity method	17	117,333	120,817	*121,964*
Available-for-sale investments, loans, guarantees	18	4,646	4,031	*4,345*
Trade and other receivables	19	40	1,873	*1,729*
Deferred tax assets	20	1,201	755	*230*
Current assets		**261,377**	**200,827**	***225,025***
Inventories	21	6,154	9,546	*11,616*
Trade and other receivables	19	66,130	137,549	*136,591*
Tax receivable		547	436	*284*
Financial derivatives	32	0	0	*787*
Short-term investments	22	826	22,924	*42,828*
Cash and cash equivalents	22	32,993	21,881	*23,794*
Deferred charges and accrued income		2,794	8,491	*9,125*
Assets held for sale	12	151,933	0	*0*
Total assets		**533,154**	**785,866**	***862,334***

(*) We refer to Note 17: effect application of IFRS 11.

LIABILITIES	in thousands of euros	Note	31/12/2014	31/12/2013(*) restated for IFRS 11	*01/01/2013(*) opening balance sheet restated for IFRS 11*
Equity			**145,752**	**298,468**	***356,955***
Group's equity			143,277	287,053	*344,689*
Issued capital		*23*	*203,225*	*203,225*	*203,225*
Treasury shares		*23*	*-24,647*	*-24,647*	*-24,647*
Retained earnings			*-36,955*	*104,203*	*162,122*
Other reserves		*23*	*1,574*	*4,205*	*3,931*
Translation differences			*80*	*67*	*58*
Minority interests			2,475	11,415	*12,266*
Non-current liabilities			**161,551**	**253,661**	***248,522***
Provisions		25	16,836	28,869	*7,400*
Employee benefits		27	4,193	8,365	*9,553*
Deferred tax liabilities		20	27,125	96,730	*104,236*
Financial debts		28	113,360	119,521	*127,135*
Trade payables		29	0	2	*19*
Other payables		29	37	174	*179*
Current liabilities			**225,851**	**233,737**	***256,857***
Financial debts		28	2,486	5,707	*18,640*
Trade payables		29	66,844	123,021	*126,766*
Advances received		29	19,800	40,387	*43,799*
Employee benefits		29	14,770	31,377	*32,762*
Taxes		29	3,004	1,890	*2,964*
Other payables		29	15,941	24,966	*24,843*
Financial derivatives		32	293	852	*1,837*
Accrued charges and deferred income		29	5,691	5,537	*5,246*
Liabilities directly associated with assets held for sale		12	97,022	0	*0*
Total liabilities			**533,154**	**785,866**	***862,334***

(*) We refer to Note 17: effect application of IFRS 11.

4. CONSOLIDATED CASH FLOW STATEMENT

in thousands of euros	Note	2014	2013(*)
Cash flow relating to operating activities			
Net result of the consolidated companies		-142,578	-58,565
Share in the results of associated companies and joint ventures	17	-18,270	-14,778
Income tax expense / income	10 & 11	-66,801	-6,473
Interest expenses		7,862	8,992
Interest income (-)		-566	-1,809
Losses / gains on disposal of intangible assets and property, plant and equipment		242	470
Losses / gains on disposal of business		-1	0
Dividends received from associated companies and joint ventures		22,264	16,769
Non-cash items		220,399	76,327
Depreciation of (in)tangible assets	*15 & 16*	*10,705*	*10,712*
Impairment losses	*15*	*215,615*	*44,997*
Share-based payment expense	*5*	*-438*	*31*
Losses / gains on non-hedging derivatives	*9*	*-558*	*89*
Increase / decrease in provisions		*-4,103*	*19,473*
Unrealised exchange loss / gain		*1*	*0*
Other non-cash items		*-823*	*1,025*
Gross cash flow relating to operating activities		**22,551**	**20,933**
Increase / decrease in current trade receivables		17,693	2,206
Increase / decrease in current other receivables and deferred charges and accrued income		10,256	-1,900
Increase / decrease in inventories		1,208	2,260
Increase / decrease in current trade payables		-22,541	-4,618
Increase / decrease in other current liabilities		-2,454	-5,063
Other increases / decreases in working capital (a)		805	-365
Increase / decrease in working capital		**4,967**	**-7,480**
Income taxes paid		-564	-2,666
Interest paid		-7,390	-8,862
Interest received		1,164	1,756
NET CASH FLOW RELATING TO OPERATING ACTIVITIES (A)		**20,728**	**3,681**

(*) Restated for retrospective application of IFRS 11 Joint Arrangements.

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

Cash flow relating to investing activities			
Intangible assets - acquisitions	15	-4,218	-3,445
Tangible assets - acquisitions	16	-3,215	-1,746
Intangible assets - other movements		-31	-95
Tangible assets - other movements		85	2,853
Net cash flow relating to acquisition of subsidiaries	33	-10,600	-1,931
Net cash flow relating to disposal of subsidiaries		637	341
Available-for-sale investments, loans, guarantees - acquisitions	18	-456	-301
Available-for-sale investments, loans, guarantees - other movements		-2,476	552
Increase / decrease in short-term investments		21,486	19,365
NET CASH FLOW RELATING TO INVESTING ACTIVITIES (B)		**1,212**	**15,593**
Cash flow relating to financing activities			
Treasury shares		0	0
Other changes in equity		-153	-186
Proceeds from current financial debts		0	2,356
Redemption of current financial debts		-4,691	-19,237
Proceeds from non-current financial debts		0	1,200
Redemption of non-current financial debts		-4,055	-5,176
Decrease in non-current receivables		0	1
Increase in non-current receivables		-169	-145
NET CASH FLOW RELATING TO FINANCING ACTIVITIES (C)		**-9,068**	**-21,187**
TOTAL DECREASE / INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)		**12,872**	**-1,913**
Cash and cash equivalents, beginning balance		21,881	23,794
Cash and cash equivalents, ending balance		34,753(**)	21,881
Net decrease / increase in cash and cash equivalents		**12,872**	**-1,913**

(**) Including cash and cash equivalents presented as assets held for sale, see Note 12.

Notes to the consolidated cash flow statement

Net cash flow from operating activities is € 20.7 million compared with € 3.7 million in 2013. Gross cash flow increased with € 1.6 million whereas the change in working capital (+€ 5.0 million, compared with -€ 7.5 million in 2013) also contributed to the overall increase in net cash flow from operating activities. Net cash flow from investments amounted to +€ 1.2 million in 2014 compared with +€ 15.6 million in 2013, the decrease being mostly due to increased spending on acquisitions of subsidiaries. Financing activities generated a net cash outflow of € 9.1 million compared to € 21.2 million in 2013. These outflows primarily result from repayments of short- and long-term financial liabilities.

5. CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

2014 in thousands of euros	Issued capital	Treasury shares	Retained earnings	Other reserves	Translation differences	Minority interests	Total equity
Balance as of 01/01/2014 (*)	**203,225**	**-24,647**	**104,203**	**4,205**	**67**	**11,415**	**298,468**
Total comprehensive income for the period			-142,477	-2,193	13	-50	**-144,707**
Recognition of share-based payments				-438			**-438**
Other increase / decrease			1,319			-8,890	**-7,571**
Balance as of 31/12/2014	**203,225**	**-24,647**	**-36,955**	**1,574**	**80**	**2,475**	**145,752**

2013 in thousands of euros	Issued capital	Treasury shares	Retained earnings	Other reserves	Translation differences	Minority interests	Total equity
Balance as of 01/01/2013 (*)	**203,225**	**-24,647**	**162,122**	**3,931**	**58**	**12,266**	**356,955**
Total comprehensive income for the period (*)			-57,909	257	9	-581	**-58,224**
Costs of issuance and equity increase				-14			**-14**
Recognition of share-based payments				31			**31**
Dividend paid to minority interests						-195	**-195**
Other increase / decrease			-10			-75	**-85**
Balance as of 31/12/2013 (*)	**203,225**	**-24,647**	**104,203**	**4,205**	**67**	**11,415**	**298,468**

(*) Restated for retrospective application of IFRS 11 Joint Arrangements.

We refer to Note 23 for more details.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Presentation basis

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

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

The consolidated financial statements were approved by the board of directors on 20 March 2015 and can be amended until the shareholders' meeting of 19 May 2015.

New and revised standards and interpretations

Standards and interpretations applicable for the annual period beginning on 1 January 2014:

- IFRS 10 *Consolidated Financial Statements* (applicable for annual periods beginning on or after 1 January 2014).
- IFRS 11 *Joint Arrangements* (applicable for annual periods beginning on or after 1 January 2014).
- IFRS 12 *Disclosures of Interests in Other Entities* (applicable for annual periods beginning on or after 1 January 2014).
- IAS 28 *Investments in Associates and Joint Ventures* (applicable for annual periods beginning on or after 1 January 2014).
- Amendments to IAS 32 *Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities* (applicable for annual periods beginning on or after 1 January 2014).
- Amendments to IAS 36 *Impairment of Assets – Recoverable Amount Disclosures for Non-Financial Assets* (applicable for annual periods beginning on or after 1 January 2014).
- Amendments to IAS 39 *Financial Instruments – Novation of Derivatives and Continuation of Hedge Accounting* (applicable for annual periods beginning on or after 1 January 2014).

The application of IFRS 11 *Joint Arrangements* had a material effect on the consolidated financial statements (see Note 17), the application of the other standards had no material effect on the 2014 consolidated financial statements of the Group.

In addition to this the Group applied IFRS 5 *Discontinued Operations* in 2014 having a material effect on the consolidated financial statements of the Group (See Note 11 and 12).

Standards and interpretations published, but not yet applicable for the annual period beginning on 1 January 2014:

- IFRS 9 *Financial Instruments and subsequent amendments* (applicable for annual periods beginning on or after 1 January 2018 but not yet endorsed in the EU).
- IFRS 15 *Revenue from Contracts with Customers* (applicable for annual periods beginning on or after 1 January 2017, but not yet endorsed in the EU).
- Improvements to IFRS (2010-2012) (applicable for annual periods beginning on or after 1 February 2015).
- Improvements to IFRS (2011-2013) (applicable for annual periods beginning on or after 1 January 2015).
- Improvements to IFRS (2012-2014) (applicable for annual periods beginning on or after 1 January 2016, but not yet endorsed in the EU).
- Amendments to IFRS 10 and IAS 28 *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* (applicable for annual periods beginning on or after 1 January 2016, but not yet endorsed in the EU).
- Amendments to IFRS 11 *Joint Arrangements – Accounting for Acquisitions of Interests in Joint Operations* (applicable for annual periods beginning on or after 1 January 2016, but not yet endorsed in the EU).
- Amendments to IAS 16 and IAS 38 *Property, Plant and Equipment and Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortisation* (applicable for annual periods beginning on or after 1 January 2016, but not yet endorsed in the EU).
- Amendments to IAS 19 *Employee Benefits – Employee Contributions* (applicable for annual periods beginning on or after 1 July 2014, but not yet endorsed in the EU).
- IFRIC 21 *Levies* (applicable for annual periods beginning on or after 17 June 2014).

Based on its current assessment of IFRIC 21 *Levies*, the Group believes that several levies will no longer be allowed to be spread over the calendar year, as the obligating event occurs at a specific point in time and after which the Group can no longer avoid the outflow of economic benefit by its own actions. This might impact the Group's half-year reporting.

The Group is currently assessing whether the application of IFRS 15 *Revenue from Contracts with Customers* will have an impact on its results from operations.

The Group does not expect the first application of the other amendments and new standards to significantly impact its financial statements.

Consolidation principles

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

Subsidiaries are entities over which Roularta Media Group NV exercises control, which is the case when the Group is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect these returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date when the Group acquires control until the date when control is relinquished. All intercompany transactions, balances with and unrealised gains on transactions between Group companies are eliminated; unrealised losses are also eliminated unless the impairment is permanent. Equity and net result attributable to non-controlling shareholders are shown separately in the balance sheet and income statement, respectively. Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries.

Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity. When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between:

- the aggregate of the fair value of the consideration received and the fair value of any retained interest, and
- the carrying amount of the assets (including goodwill), liabilities and any non-controlling interests of the subsidiary before its disposal.

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

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

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

Joint arrangements and associates
A ***joint arrangement*** exists when Roularta Media Group NV has contractually agreed to share control with one or more other parties, which is the case only when decisions about the relevant activities require the unanimous consent of the parties sharing control. A joint arrangement can be treated as a joint operation (i.e. Roularta Media Group NV has rights to the assets and obligations for the liabilities) or a joint venture (i.e. Roularta Media Group NV only has rights to the net assets). ***Associates*** are companies in which Roularta Media Group NV, directly or indirectly, has a significant influence and which are neither subsidiaries nor joint arrangements. This is presumed if the Group holds at least 20% of the voting rights attaching to the shares.

The financial information included for these companies is prepared using the accounting policies of the Group. When the Group has acquired joint control in a joint venture or significant influence in an associate, the share in the acquired assets, liabilities and contingent liabilities is initially remeasured to fair value at the acquisition date and accounted for using the equity method. Any excess of the purchase price over the fair value of the share in the assets, liabilities and contingent liabilities acquired, is recognised as goodwill. When the goodwill is negative, it is immediately recognised in profit or loss. Subsequently, the consolidated financial statements include the Group's share of the results of joint ventures and associates accounted for using the equity method until the date when joint control or significant influence ceases.

If the Group's share of the losses of a joint venture or associate exceeds the carrying amount of the investment, the investment is carried at nil value and recognition of additional losses is limited to the extent of the Group's commitment. Such additional accumulated losses are included in other provisions on the consolidated balance sheet.

Unrealised gains arising from transactions with joint ventures and associates are set against the investment in the joint venture or associate concerned to the extent of the Group's interest. The carrying amounts of investments in joint ventures and associates are reassessed if there are indications that the asset has been impaired or that impairment losses recognised in prior years have ceased to apply. The investments in joint ventures and associates in the balance sheet include the carrying amount of any related goodwill.

The share in the result of associates and joint ventures is presented as part of operating result of the Group.

Acquisitions of subsidiaries
The acquisition price (the consideration transferred in a business combination) is measured as the sum of the fair value at the acquisition date of the transferred assets, the liabilities incurred or assumed, and the equity interests issued by the acquirer. The purchase price also includes all assets and liabilities arising from a contingent consideration agreement.

Acquisition-related costs are expensed in the period incurred.

The identifiable assets acquired and the liabilities assumed are measured at their fair value at the acquisition date.

For each business combination any non-controlling interest (minority interest) in the acquiree is valued at fair value or at the NCI's proportionate share in the identifiable net assets of the acquiree. The choice of accounting basis is made on a transaction-by-transaction basis.

Acquisitions of subsidiaries before 1 January 2010
These are recognised in accordance with the previous version of IFRS 3.

Foreign currency

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

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

Intangible assets other than goodwill

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

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

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

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

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

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

The following useful lives are applied:

- Development costs 3 years
- Software 3 to 5 years
- Concessions, copyrights, property rights and similar rights
  - » Graphics and generics 3 years
  - » Scenarios 2 years
  - » Other rights according to their expected useful life

By virtue of IAS 38,107, titles are considered as assets with indefinite useful lives which are not amortised but tested yearly for impairment. Other intangible assets with indefinite useful lives are also not amortised but subject to an annual impairment test.

Goodwill

Goodwill on acquisition of subsidiaries is recorded, as from the acquisition date, in the amount of the surplus of the total of the fair value of the consideration transferred, the amount of any minority interests and (in a business combination undertaken in stages) the fair value of the previously held equity interest, over the net balance of the net identifiable assets acquired and liabilities assumed. Where this total, after reassessment, results in a negative amount, this gain is immediately recognised in the income statement.

In accordance with IFRS 3 goodwill is not amortised but tested at least annually for impairment, more specifically each time there is an indication that a cash-generating unit may be impaired.

Goodwill arising from the acquisition of a joint venture or an associate is considered to be an integral part of the carrying amount of the investment held in such entity and as a result not separately tested for impairment. The integral carrying amount of such an investment is tested for impairment in accordance with IAS 36 *Impairment of Assets*.

Property, plant and equipment

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

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

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

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

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

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

The following useful lives are applied:

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

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

Financial assets

Criteria for the initial recognition and the derecognition of financial assets

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

Criteria for the measurement of financial assets

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

(b) Financial assets at fair value through profit or loss
At initial recognition these financial assets are recognised at fair value. A gain or loss arising from a change in fair value of the financial asset is recognised through profit or loss.

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

Rights on returns from tax shelter agreements are recorded as short-term investments as they are not aiming to structurally support the production company in developing its activities. Such investments are measured at fair value.

Inventories

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

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

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

Ageing or slowly rotating inventories are systematically written down.

Trade and other receivables

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

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

Cash and cash equivalents

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

Assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sales transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Group is committed to a sales plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.

When the Group is committed to a sales plan involving disposal of an investment, or a portion of an investment, in an associate or joint venture, the investment or the portion of the investment that will be disposed of is classified as held for sale when the criteria described above are met, and the Group discontinues the use of the equity method in relation to the portion that is classified as held for sale. Any retained portion of an investment in an associate or a joint venture that has not been classified as held for sale continues to be accounted for by using the equity method. The Group discontinues the use of the equity method at the time of disposal when the disposal results in the Group losing significant influence over the associate or joint venture.

After the disposal takes place, the Group accounts for any retained interest in the associate or joint venture in accordance with IAS 39 unless the retained interest continues to be an associate or a joint venture, in which case the Group uses the equity method (see the accounting policy regarding investments in associates or joint arrangements above).

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

Treasury shares

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

Provisions

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of a past event, when it is probable that an outflow of resources will be required to settle the obligation and when a reliable estimate can be made of the amount of the obligation.
If the Group expects that some or all of the expenditure required settling a provision will be reimbursed, the related asset is recognised once it is virtually certain that the reimbursement will be received.

Restructuring
A provision for restructuring is created when the Group approves a detailed and formalised restructuring plan and when the implementation of the restructuring plan has been started or the main features of the plan have been announced to those affected by it.

Employee benefits

Pension commitments
Several defined contribution plans exist within the Group. Under Belgian law, defined contribution pension plans are subject to minimum guaranteed rates of return. Hence, strictly speaking, those plans classify as defined benefit plans. Considering the uncertainty with respect to the future evolution of the minimum guaranteed rates of return in Belgium, the Group adopted a retrospective approach whereby the net liability recognised in the statement of financial position is based on the sum of the positive differences, determined by the individual plan participant, between the minimum guaranteed reserves and the accumulated contributions based on the actual rates of return at the closing date (i.e. the net liability is based on the deficit measured at intrinsic value, if any).

For the defined benefit pension plans, provisions are established by calculating the present actuarial value of future amounts to the employees concerned. Defined benefit costs are split into two categories:
- service cost, past service cost, gains and losses on curtailments and settlements;
- net interest expense or income.

The total service cost, the net interest expense, the remeasurement of other long-term benefits, administrative expenses and taxes for the year are included in the employee benefit expense in the consolidated financial statement. The remeasurement on the net defined benefit liability is included in the statement of comprehensive income as part of other comprehensive income.

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

Share-based payments

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

Other long-term employee benefits

This mainly concerns both future tariff benefits on subscriptions, as jubilee premiums. The amount of these provisions equals the present value of these future obligations.

Financial liabilities

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

Trade payables

Trade payables are recognised at their cost.

Tax

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

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

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

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

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

Government grants

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

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

Sales

Revenue from sales is recognised when following conditions are met:

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

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

Revenue from barter arrangements relate to sales transactions involving the sale of unequal services or goods between two parties. Such transactions are measured at fair value taking into account discounts which are customary for similar transactions that are not considered as barter transactions.

Financing costs

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

Impairment losses

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

Each cash-generating unit represents, per country, an identifiable group of assets with a similar risk profile, which generates cash inflows which are largely independent of the cash inflows from other asset categories. The following cash-generating units have been defined: News Belgium (Knack, Le Vif/L'Express, Krant van West-Vlaanderen,...), News France (L'Express, L'Etudiant,...), Lifestyle Belgium (Nest, Royals, Plus België,...), Lifestyle France (Point de Vue, Maison Magazine,...), Business Belgium (Kanaal Z/Canal Z, Trends, Trends-Tendances, Trends Top,...), Business France (L'Entreprise, L'Expansion, Mieux Vivre Votre Argent,...), Free Press Belgium (De Streekkrant/De Weekkrant, De Zondag, Steps,...), Free Press France (A Nous Paris, A Nous Lille,...), Free Press other countries (Zeeuwsch-Vlaams Advertentieblad, City Magazine Serbia, City Magazine Slovenia), and Entertainment Belgium. The French cash-generating units have not been subject to impairment tests as they have been accounted for as assets held for sale.

The value in use is determined based on the discounted cash flow model, in particular the discounting of future cash flows resulting from the continued operation of the unit. For this, management has used a cash flow forecast based on a five-year business plan. Future cash flows are discounted based on a weighted average cost of capital. Cash flow forecasts after the last budget period are determined by extrapolating the above-mentioned forecasts, applying a growth rate.

In setting the weighted average cost of capital and the growth rate, account has been taken of the interest rate and risk profile of Roularta Media Group as a whole. The assumptions are applied to all of the Group's cash flow-generating units.

Fair value less selling costs is determined empirically, using a transaction multiple derived from comparable transactions in the media sector and from experience applied to the sales criterion, or on a market value based on similar transactions in the market.

Derivative financial instruments

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

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

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

Fair value hedging

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

Cash flow hedging

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

Derivatives that do not qualify as hedging instruments

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

Crucial assessments and main sources of estimating uncertainties

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

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

Important sources of valuation uncertainties

- Impairment losses on intangible assets and goodwill: the Group tests intangible assets and goodwill annually for impairment, and also in between where indications exist that the value of the intangible assets or goodwill could be impaired (see Note 15).
- Deferred tax assets relating to tax losses carried forward and tax deductions are recognised only to the extent that it is probable that sufficient taxable profit will exist in the future to recover the carried-forward tax losses and tax deductions.
- Credit risk with respect to customers: management analyses thoroughly the outstanding trade receivables, taking into account ageing, payment history and credit insurance coverage (see Note 19).
- Provision for employee benefits: the defined benefit pensions are based on actuarial assumptions including the discount rate and expected return on fund investments (see Note 27).
- Provision for employee benefits: the obligations resulting from defined contribution plans are based on the sum of the positive differences, determined by the individual plan participant, between the minimum guaranteed reserves and the accumulated contributions based on the actual rates of return at the closing date (i.e. the net liability is based on the deficit measured at intrinsic value, if any).
- As of 31 December 2014, the French activities have been measured in accordance with IFRS 5 *Discontinued Operations*. The resulting fair value adjustment has been determined based on agreements made with the potential buyer (see Note 12).

NOTE 2 - SEGMENT REPORTING

The segment reporting has been prepared and based on combined figures and provides a reconciliation with the consolidated figures in accordance with IFRS 11.

I. Segment information

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

Printed Media includes the sale of publicity, and the production and sale of all printed publications of the Group, such as free sheets, newspapers, magazines, newsletters and books, as well as all related services, including internet, fairs and other line extensions. Audiovisual Media includes spot advertising on TV and radio, production and broadcasting, as well as all related services, including internet and line extensions.

The valuation rules of the business segments are the same as the valuation rules of the Group as described in Note 1.

Intersegment pricing is determined on an arm's length basis. The results of the operating segments are monitored by management as far as the net result, given that almost all the segments correspond to legal entities.

2014 **in thousands of euros**	**Printed Media**	**Audiovisual Media**	**Inter-segment elimination**	**Combined total**	**Effect IFRS 11**	**Consolidated total**
Sales of the segment	319,491	158,712	-1,292	476,911	-177,342	299,569
Sales to external customers	*318,967*	*157,944*		*476,911*	*-177,342*	*299,569*
Sales from transactions with other segments	*524*	*768*	*-1,292*	*0*	*0*	*0*
Depreciation and write-down of (in)tangible assets	-9,252	-4,451		-13,703	4,910	-8,793
Write-down of inventories and receivables and provisions	-130	-666		-796	1,360	564
Share in the result of associated companies and joint ventures	-649			-649	18,666	18,017
Operating result (EBIT)	**8,612**	**23,900**		**32,512**	**-10,582**	**21,930**
Financial income	1,420	101	-380	1,141	-36	1,105
Financial expenses	-7,858	-382	380	-7,860	27	-7,833
Income taxes	-4,505	-8,578		-13,083	10,591	-2,492
Net result from continuing operations	**-2,331**	**15,041**		**12,710**	**0**	**12,710**
Result from discontinued operations	**-155,237**			**-155,237**	**0**	**-155,237**
Attributable to:						
Minority interests	-50			-50	0	-50
Equity holders of Roularta Media Group	**-157,518**	**15,041**		**-142,477**	**0**	**-142,477**
Assets	**545,908**	**166,778**	**-114,471**	**598,215**	**-65,061**	**533,154**
- of which carrying amount of investments accounted for using the equity method	1,428	0		1,428	115,905	117,333
- of which investments in intangible assets and property, plant and equipment	10,428	6,050		16,478	-9,045	7,433
Liabilities	**432,426**	**72,912**	**-52,876**	**452,462**	**-65,060**	**387,402**

2014 in thousands of euros	Printed Media	Audiovisual Media	Inter-segment elimination	Combined total	Effect IFRS 11	Consolidated total
Sales to external customers break down as follows:						
Advertising	*149,774*	*126,320*		*276,094*	*-125,976*	*150,118*
Subscriptions and sales	*86,735*	*0*		*86,735*	*-21,134*	*65,601*
Other services and goods	*82,458*	*31,624*		*114,082*	*-30,232*	*83,850*

2013 in thousands of euros	Printed Media	Audiovisual Media	Inter-segment elimination	Combined total	Effect IFRS 11	Consolidated total
Sales of the segment	327,992	168,754	-5,892	490,854	-185,645	305,209
Sales to external customers	*324,973*	*165,881*		*490,854*	-185,645	305,209
Sales from transactions with other segments	*3,019*	*2,873*	*-5,892*	*0*	*0*	*0*
Depreciation and write-down of (in)tangible assets	-8,999	-6,302		-15,301	6,645	-8,656
Write-down of inventories and receivables and provisions	-6,785	-220		-7,005	6,827	-178
Share in the result of associated companies and joint ventures	-205			-205	15,059	14,854
Operating result (EBIT)	**4,858**	**18,373**		**23,231**	**-8,115**	**15,116**
Financial income	2,563	69	-364	2,268	-19	2,249
Financial expenses	-9,551	-396	364	-9,583	72	-9,511
Income taxes	550	-6,688		-6,138	8,062	1,924
Net result from continuing operations	**-1,580**	**11,358**		**9,778**	**0**	**9,778**
Result from discontinued operations	**-68,268**			**-68,268**	**0**	**-68,268**
Attributable to:						
Minority interests	-388	-193		-581	0	-581
Equity holders of Roularta Media Group	**-69,460**	**11,551**		**-57,909**	**0**	**-57,909**
Assets	**796,895**	**170,148**	**-114,976**	**852,067**	**-66,201**	**785,866**
- of which carrying amount of investments accounted for using the equity method	1,033	0		1,033	119,784	120,817
- of which investments in intangible assets and property, plant and equipment	7,941	5,324		13,265	-8,074	5,191
Liabilities	**500,267**	**73,040**	**-19,708**	**553,599**	**-66,201**	**487,398**
Sales to external customers break down as follows:						
Advertising	*151,380*	*135,795*		*287,175*	*-135,687*	*151,488*
Subscriptions and sales	*85,166*	*0*		*85,166*	*-22,304*	*62,862*
Other services and goods	*88,427*	*30,086*		*118,513*	*-27,654*	*90,859*

II. Geographical information

The geographical segment information is divided into three geographic markets in which RMG is active: Belgium, France and other countries (Germany, the Netherlands, Slovenia and Serbia). The following schedules of sales and non-current assets (*) are divided up according to the geographic location of the subsidiary.

2014 - from continuing operations	in thousands of euros	Belgium	France	Other countries	Intersegment elimination	Combined total	Effect IFRS 11	Consolidated total
Sales of the segment		453,191	0	25,610	-1,890	476,911	-177,342	299,569
Non-current assets (*)		212,908	0	10,252		223,160	48,617	271,777
2013 - from continuing operations	**in thousands of euros**	**Belgium**	**France**	**Other countries**	**Intersegment elimination**	**Combined total**	**Effect IFRS 11**	**Consolidated total**
Sales of the segment		465,137	0	27,742	-2,025	490,854	-185,645	305,209
Non-current assets (*)		214,978	310,086	11,272		536,336	48,703	585,039

(*) Non-current assets other than financial instruments, deferred tax assets, post employment benefit assets, and rights arising under insurance contracts.

III. Information about major customers

Given the variety of the Group's activities and hence the diversity of its customer portfolio, there is no one external customer representing at least 10 percent of the Group's revenue. For the same reason, there is no concentration of sales towards certain customers or customer groups.

NOTE 3 - SALES - FROM CONTINUING OPERATIONS

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

Sales	in thousands of euros	2014	2013
Advertising		150,118	151,488
Subscriptions and sales		65,601	62,862
Printing for third parties		54,681	58,085
Line extensions & other services and goods		29,169	32,774
Total sales		**299,569**	**305,209**

Bartering contracts included in sales amount to € 19,683K (2013: € 23,911K). Royalties included in sales amount to € 0K (2013: € 52K).

Adjusted sales, which is the comparable sales to last year, i.e. adjusted for changes in the consolidation scope, include:

Adjusted sales	in thousands of euros	2014	2013
Advertising		147,516	151,488
Subscriptions and sales		65,321	62,862
Printing for third parties		54,253	58,085
Line extensions & other services and goods		29,099	32,774
Adjusted sales		**296,189**	**305,209**
Changes in the consolidation scope		3,380	0
Total sales		**299,569**	**305,209**

In 2014 Roularta Media Group achieved consolidated sales of € 299.6 million, as against € 305.2 million in 2013 (-1.8%). Adjusted sales in 2014 amounted to € 296.2 million compared with adjusted sales of € 305.2 million in 2013 (-3%).

NOTE 4 - SERVICES AND OTHER GOODS - FROM CONTINUING OPERATIONS

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

in thousands of euros	2014	2013
Transport and distribution costs	-18,253	-17,567
Marketing and promotion costs	-23,809	-30,556
Commission fees	-4,524	-4,282
Fees	-26,763	-24,964
Operating leases	-13,737	-13,719
Subcontractors and other deliveries	-13,955	-15,409
Remuneration members of the board of directors	-465	-479
Temporary workers	-1,787	-1,349
Travel and reception costs	-1,124	-1,425
Insurances	-342	-465
Other services and other goods	-576	-571
Total services and other goods	**-105,335**	**-110,786**

Commission fees consist of commissions invoiced by third parties (commissions on newsstand sales and subscription commissions) and copyrights.
The fees include editorial, photos and general fees.
Subcontractors and other deliveries mainly consist of repair and maintenance costs.
Services and other goods decreased with € 5,451K or 4.9% compared to last year. The most important part of this decrease can be attributed to marketing and promotion costs.

NOTE 5 - PERSONNEL CHARGES - FROM CONTINUING OPERATIONS

in thousands of euros	2014	2013
Wages and salaries	-63,688	-65,373
Social security contributions	-23,068	-23,585
Share-based payments	438	-31
Post employment benefit charges	-3,135	-2,948
Other personnel charges	-3,659	-2,628
Total personnel charges	**-93,112**	**-94,565**

Post employment benefit charges in 2014 consist mainly of expenses related to the defined contribution plans of € 2,939K (2013: € 2,802K).

Employment in Full-Time Equivalents	2014	2013
Average number of staff	1,415	1,474
Total employment at the end of the period	1,392	1,434

The year-end employee count decreased as a result of continuing restructuring efforts implemented throughout the Group.

NOTE 6 - WRITE-DOWN OF INVENTORIES AND RECEIVABLES - FROM CONTINUING OPERATIONS

in thousands of euros	2014	2013
Write-down of inventories		-208
Reversal of write-down of inventories	18	523
Write-down of trade receivables	-4,547	-5,033
Reversal of write-down of trade receivables	5,093	5,174
Write-down of loans	0	-634
Total write-down of inventories and receivables	**564**	**-178**

The net reversal of write-down of trade receivables in 2014 amounts to € 546K.

NOTE 7 - OTHER OPERATING INCOME / EXPENSES - FROM CONTINUING OPERATIONS

in thousands of euros	2014	2013
Government grants	3,277	3,345
Gains on disposal of intangible assets and property, plant and equipment	112	29
Capital grants	22	9
Exchange differences	3	2
Miscellaneous financial income and cash discounts	212	412
Miscellaneous cross-charges	394	650
Dividends	90	79
Share association		115
Gain on disposal of other receivables	172	29
Other operating income	3,429	3,134
Total other operating income	**7,711**	**7,804**
Other taxes	-2,689	-2,229
Losses on disposal of intangible assets and property, plant and equipment	-2	-504
Losses on trade receivables	-794	-284
Less values & losses on short-term investments (tax shelter)	-904	-611
Share association	-926	0
Exchange differences	-7	-5
Payment differences and bank charges	-599	-560
Other operating expenses	-1,253	-564
Total other operating expenses	**-7,174**	**-4,757**

Other operating income primarily relates to government grants received by Roularta Media Group and chargeouts of costs incurred.
The most significant increases in other operating expenses relate to other taxes, which increased as a result of higher local taxes imposed, as well as other operating expenses, which increased primarily as a result of the negative result incurred on the acquisition of the remaining 50% stake in Roularta HealthCare.
Costs relating to the result in share associations have increased. As a result of the recognition of a provision 'Kempenland' in 2013 within De Streekkrant-De Weekkrantgroep a loss was incurred that year resulting in the share association result being positive that year.

NOTE 8 - RESTRUCTURING AND OTHER NON-RECURRING COSTS - FROM CONTINUING OPERATIONS

I. Restructuring costs

in thousands of euros	2014	2013
Redundancy costs	-2,777	-3,350
Restructuring costs: costs	**-2,777**	**-3,350**
Provisions restructuring costs	50	821
Restructuring costs: provisions	**50**	**821**
Total restructuring costs	**-2,727**	**-2,529**

The redundancy costs relate to the Belgian companies of the Group.
During 2014 no significant new restructuring plans were implemented. The additions to the provision in 2013 primarily related to restructuring activity within Roularta Media Group and Le Vif Magazine.

II. Other non-recurring costs

in thousands of euros	2014	2013
Other non-recurring restructuring costs - subsidiaries	-467	676
Other non-recurring costs - associates and joint ventures	-1,226	-2,253
Other provisions	-4,211	-6,768
Non-recurring depreciations, amortisations and impairments	-861	-715
Other	-198	0
(Deferred) taxes related to restructuring and other non-recurring costs	2,965	3,001
Total other non-recurring costs	**-3,998**	**-6,059**

NOTE 9 - NET FINANCE COSTS - FROM CONTINUING OPERATIONS

in thousands of euros	2014	2013
Interest income	547	1,245
Profits on hedging instruments that are not part of a hedge accounting relationship	558	441
Profits on discontinuing hedging instruments		563
Financial income	**1,105**	**2,249**
Interest expense	-7,833	-8,685
Losses on hedging instruments that are not part of a hedge accounting relationship		-530
Losses on discontinuing hedging instruments		-296
Financial costs	**-7,833**	**-9,511**
Total net finance costs	**-6,728**	**-7,262**

The decrease in financial income is mainly due to the lower profits from hedging instruments that were discontinued prior to expiration date.

Both interest income and interest expenses decreased compared to 2013. Interest income decreased mainly due to the reduction in short-term investments while interest expenses decreased as a result of lower outstanding financial debt.
A description of the hedging instruments can be found in Note 32.

NOTE 10 - INCOME TAXES - FROM CONTINUING OPERATIONS

I. Income taxes - current and deferred

in thousands of euros	2014	2013
A. Income taxes - current		
Current period tax expense	-1,478	-1,388
Adjustments to current tax expense / income of prior periods	1	-11
Total current income taxes	**-1,477**	**-1,399**
B. Income taxes - deferred		
Related to the origination and reversal of temporary differences	-953	4,565
Related to the reversal of depreciation (+) or depreciation (-) of deferred tax assets	-62	-1,242
Total deferred income taxes	**-1,015**	**3,323**
Total current and deferred income taxes	**-2,492**	**1,924**

II. Reconciliation of statutory tax to effective tax

in thousands of euros	2014	2013
Result before taxes	15,202	7,854
Share in the result of associated companies and joint ventures	18,017	14,854
Result before taxes, excluding share in result of associated companies and joint ventures	-2,815	-7,000
Statutory tax rate	33.99%	33.99%
Tax using statutory rate	**957**	**2,379**
Adjustments to tax of prior periods (+/-)	0	-4
Tax effect of non-tax deductible expenses (-)	-808	-104
Tax effect of non-taxable revenues (+)	-1,625	623
Tax credit resulting from investment and notional interest deduction	658	670
Tax effect of not recognising deferred taxes on losses of the current period (-)	-4,901	-1,625
Tax effect from the reversal (utilisation) of deferred tax assets from previous years	0	0
Tax effect of recognising deferred taxes on tax losses of previous periods	56	126
Tax effect of different tax rates of subsidiaries in other jurisdictions	30	42
Other increase / decrease in tax charge (+/-)	-109	-183
Tax using effective rate	**-2,492**	**1,924**
Result before taxes	15,202	7,854
Share in the result of associated companies and joint ventures	18,017	14,854
Result before taxes, excluding share in result of associated companies and joint ventures	-2,815	-7,000
Effective tax rate	-88.53%	27.49%
Total effective tax	**-2,492**	**1,924**

III. Tax relating to items that are charged or credited to equity

Deferred taxes relating to items that are charged or credited to equity	in thousands of euros	2014	2013
Costs of issuance and equity increase			-14
		0	**-14**

IV. Tax included in the other comprehensive income

Deferred taxes relating to items included in the other comprehensive income	in thousands of euros	2014	2013
Cash flow hedge gains / losses			-97
Non-current employee benefits - actuarial gain / loss		330	55
		330	**-42**

NOTE 11 - DISCONTINUED OPERATIONS

At the end of December 2014 the board of directors decided to discontinue its loss-making French activities on short term. This decision resulted in an agreement on a proposed sale on 11 February 2015 with the group of Patrick Drahi and partners.

Taking into account consultation and information procedures as well as required input from the Works Council and the agreement of the Competition Authority, the sale is expected to close in May/June 2015.

This binding sales intention has resulted in the fact that all assets and liabilities, as well as the results of the entities subject to the transaction, have been classified as 'assets or liabilities held for sale' or as 'result from discontinued operations' and hence considered as discontinued operations in accordance with IFRS 5 *Discontinued Operations*.

To guarantee comparability the results and the cash flows for the year ended 31 December 2013 were restated. The related fair value adjustment has been calculated based on the sales price agreed on 11 February 2015 and taking into account certain parameters, such as the financing of the working capital until the date of closing as these will be borne by Roularta Media Group.

The total impact of this sales intention was an impairment of € 146.0 million, fully allocated to intangible assets (€ 215.0 million) and the related deferred tax liabilities (€ 69.0 million).

The French operating results of 2014 were negative (-€ 9.2 million), despite previous restructuring efforts in 2013/2014. The decreasing advertising sales from the subscription market were to blame for this loss.

The impairment loss of € 146.0 million, increased with the 2014 operational result of the French activities resulted in a total 'result of discontinued operations' of -€ 155.2 million.

The results of the French activities of 2013 were impacted by restructuring charges amounting to € 18.6 million and an impairment charge on intangible assets of € 40.7 million (after income tax).

Result for the period from discontinued operations	in thousands of euros	2014	2013
Sales		193,870	206,058
Other gains		272	2
		194,142	**206,060**
Expenses		-203,086	-278,953
Operating result after net finance costs		**-8,944**	**-72,893**
Attributable income tax expense		-84	4,550
		-9,028	**-68,343**
Loss on remeasurement to fair value (less cost to sell) of discontinued operations		-215,616	
Reversal of deferred taxes on intangible fixed assets		69,376	
Net result of minority share related to discontinued operations		31	75
		-146,209	**75**
Net result from discontinued operations		**-155,237**	**-68,268**

Cash flows from discontinued operations	in thousands of euros	2014	2013
Net cash inflows from operating activities		2,504	211
Net cash inflows from investing activities		-2,005	-2,758
Net cash inflows from financing activities		-81	834
Net cash inflows from discontinued operations		**418**	**-1,713**

The French activities have been reclassified to assets held for sale as per 31 December 2014 (see Note 12).

NOTE 12 - ASSETS CLASSIFIED AS HELD FOR SALE

As mentioned in Note 11 Discontinued operations the Group has decided to discontinue its French activities. As a result, all assets and liabilities related to these activities have been reclassified to assets and liabilities held for sale as of 31 December 2014.

Assets and liabilities held for sale	in thousands of euros	2014
Assets related to the French activities of the Group		151,933
Liabilities associated with assets held for sale		-97,022
		54,911

The main elements of assets and liabilities related to the French activities as of 31 December 2014 can be identified as follows:

in thousands of euros	2014
Intangible fixed assets	90,061
Tangible fixed assets	1,303
Investments, loans and guarantees	3,529
Trade and other receivables - long term	1,971
Inventories	2,038
Trade and other receivables - short term	46,168
Cash and cash equivalents	1,760
Deferred charges and accrued income	5,103
Assets classified as held for sale	**151,933**

in thousands of euros	2014
Provisions	-14,839
Other debt - long term	-116
Financial debt	-1,001
Trade payables and advances received	-59,338
Employee benefits	-15,779
Other debt - short term	-5,949
Liabilities associated with assets classified as held for sale	**-97,022**
Net assets related to the French activities	**54,911**

NOTE 13 - EARNINGS PER SHARE

	2014	2013
I. Movements in number of shares (ordinary shares)		
Number of shares, beginning balance	13,141,123	13,141,123
Number of shares issued during the period	0	0
Number of shares, ending balance	**13,141,123**	**13,141,123**
- of which issued and fully paid	13,141,123	13,141,123
II. Other information		
Number of shares owned by the company or related parties	657,850	657,850
Shares reserved for issue under options	490,800	566,552

	2014	2013
III. Earnings per share calculation		
1. Number of shares		
1.1. Weighted average number of shares, basic	12,483,273	12,483,273
1.2. Adjustments to computed weighted average number of shares, diluted	0	0
Subscription right plans	*0*	*0*
Stock option plans	*0*	*0*
1.3. Weighted average number of shares, diluted	12,483,273	12,483,273

2. Calculation

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

$$\frac{\text{Net result available to common shareholders}}{\text{Weighted average number of shares, basic}} = \frac{-€\ 142{,}477K}{12{,}483{,}273} = -11.41$$

$$\frac{\text{Net result available to common shareholders}}{\text{Weighted average number of shares, diluted}} = \frac{-€\ 142{,}477K}{12{,}483{,}273} = -11.41$$

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

$$\frac{\text{Net result from continuing operations available to common shareholders}}{\text{Weighted average number of shares, basic}} = \frac{€\ 12{,}760K}{12{,}483{,}273} = 1.02$$

$$\frac{\text{Net result from continuing operations available to common shareholders}}{\text{Weighted average number of shares, diluted}} = \frac{€\ 12{,}760K}{12{,}483{,}273} = 1.02$$

NOTE 14 - DIVIDENDS

	2014	2013
Amount of dividends proposed or declared after the balance sheet date but before authorisation of the financial statements, in thousands of euros	0	0
Gross dividend per share in €	0	0
Number of shares entitled to dividend on 31/12	13,141,123	13,141,123
Number of own shares on 31/12	-657,850	-657,850
	12,483,273	**12,483,273**

NOTE 15 - INTANGIBLE ASSETS AND GOODWILL

2014 in thousands of euros	Develop-ment costs	Titles	Software	Concessions, property rights and similar rights	Total intangible assets	Goodwill (*)
AT COST						
Balance at the end of the preceding period	**46**	**413,878**	**33,802**	**25,022**	**472,748**	**5**
Movements during the period:						
- Acquisitions		15	4,203		4,218	
- Acquisitions through business combinations		7,258	69	1,312	8,639	997
- Sales and disposals (-)			-80		-80	
- Reclassified to assets held for sale (-)		-335,815	-11,707	-6,470	-353,992	
- Other increase / decrease	-46	-455	46	30	-425	
At the end of the period	**0**	**84,881**	**26,333**	**19,894**	**131,108**	**1,002**
DEPRECIATION AND IMPAIRMENT LOSSES						
Balance at the end of the preceding period	**17**	**42,716**	**27,933**	**9,840**	**80,506**	**0**
Movements during the period:						
- Depreciation		-74	3,224	1,416	4,566	
- New consolidations		7,258			7,258	997
- Impairment loss / reversal recognised in income		215,615			215,615	
- Written down after sales and disposals (-)			-79		-79	
- Reclassified to assets held for sale (-)		-252,143	-10,041	-1,748	-263,932	
- Other increase / decrease	-17	-455	17		-455	
At the end of the period	**0**	**12,917**	**21,054**	**9,508**	**43,479**	**997**
Net carrying amount at the end of the period	**0**	**71,964**	**5,279**	**10,386**	**87,629**	**5**

(*) Adjusted for disposal of goodwill of € 30,314K included as a grossed up amount in 'at cost' and 'impairment loss' totals per 31 December 2013.

2013 in thousands of euros	Develop-ment costs	Titles	Software	Concessions, property rights and similar rights	Total intangible assets	Goodwill
AT COST						
Balance at the end of the preceding period	**46**	**413,848**	**31,465**	**23,466**	**468,825**	**30,319**
Movements during the period:						
- Acquisitions		30	3,330	85	3,445	
- Acquisitions through business combinations			655	1,421	2,076	
- Sales and disposals (-)			-1,648	-45	-1,693	
- Other increase / decrease				95	95	
At the end of the period	**46**	**413,878**	**33,802**	**25,022**	**472,748**	**30,319**

2013 in thousands of euros	Develop-ment costs	Titles	Software	Concessions, property rights and similar rights	Total intangible assets	Goodwill
DEPRECIATION AND IMPAIRMENT LOSSES						
Balance at the end of the preceding period	**5**	**28,236**	**26,227**	**8,281**	**62,749**	**256**
Movements during the period:						
- Depreciation	12		3,354	1,145	4,511	
- Impairment loss / reversal recognised in income		14,480		459	14,939	30,058
- Written down after sales and disposals (-)			-1,648	-45	-1,693	
At the end of the period	**17**	**42,716**	**27,933**	**9,840**	**80,506**	**30,314**
Net carrying amount at the end of the period	**29**	**371,162**	**5,869**	**15,182**	**392,242**	**5**

Intangible assets consist of development costs, titles, software, concessions, property and similar rights.

Development costs, software, concessions, property and similar rights with finite lives are amortised over their estimated useful lives within the Group. Out of the total property rights, the carrying value of property rights having indefinite lives is € 6,173K.

Titles and goodwill have indefinite lives. The Group's titles and brands are well known and respected and contribute directly to cash flow.

Every half year, purchased intangible assets are examined to see whether they still fall into the indefinite life category. Where certain indications suggest that a particular asset has a finite remaining life, it will from then on be amortised over the remaining life.

This means that, overall, titles, goodwill and certain property rights, all of which have an indefinite life, are not amortised, but subject to an annual impairment test.

Allocation of goodwill and intangible assets with indefinite lives to cash-generating units

For the purpose of impairment testing, intangible assets and goodwill with indefinite useful lives are allocated to a number of cash-generating units (CGU). Each CGU represents an identifiable group of assets at a country level having a similar risk profile, which generates cash inflows which are largely independent of the cash inflows from other asset categories. Due attention is paid here to the rapidly changing market situation in which various media channels and products interact strongly. The cash-generating units are defined based on the main cash inflows.

Carrying value of goodwill and intangible assets with indefinite lives:

2014 - in thousands of euros Cash-generating unit	**Intangible assets (*)**	**Goodwill**	**Total**	**Deferred tax liabilities**	**Total (net after deferred tax liabilities)**
News Belgium	43,153	0	43,153	13,500	29,653
Lifestyle Belgium	3,938	0	3,938	0	3,938
Business Belgium	16,223	0	16,223	479	15,744
Free Press Belgium	12,616	0	12,616	3,052	9,564
Free Press other countries	2,207	0	2,207	4	2,203
Entertainment Belgium	0	5	5	0	5
	78,137	**5**	**78,142**	**17,035**	**61,107**

(*) Including € 71,964K titles and € 6,173K property rights.

2013 - in thousands of euros Cash-generating unit	**Intangible assets (*)**	**Goodwill**	**Total**	**Deferred tax liabilities**	**Total (net after deferred tax liabilities)**
News Belgium	43,153	0	43,153	13,500	29,653
News France	177,522	0	177,522	55,819	121,703
Lifestyle Belgium	3,864	0	3,864	0	3,864
Lifestyle France	88,825	0	88,825	21,718	67,107
Business Belgium	16,223	0	16,223	479	15,744
Business France	29,371	0	29,371	6,650	22,721
Free Press Belgium	12,616	0	12,616	3,052	9,564
Free Press France	7,884	0	7,884	2,627	5,257
Free Press other countries	2,207	0	2,207	4	2,203
Entertainment Belgium	0	5	5	0	5
	381,665	**5**	**381,670**	**103,849**	**277,821**

(*) Including € 371,162K titles en € 10,503K property rights.

Roularta Media Group owns, in addition to the intangible assets that are recognised and carried in the accounts, also unrecorded and internally developed titles: Knack, Knack Weekend, Knack Focus, Le Vif Weekend, Focus Vif, Sport/Voetbalmagazine, Sport/Foot Magazine, Trends, Trends Style, Nest, Télépro, Grande, Plus Magazine, De Streekkrant, De Zondag, Steps City Magazine, Krant van West-Vlaanderen, De Weekbode, De Zeewacht, Kortrijks Handelsblad,... Other internally generated trade names include Media Club, Vlan.be, Kanaal Z/Canal Z,...

Impairment test

The Group tests the value of intangible assets and goodwill with undefined lives annually for impairment, or more frequently where indications exist that these may have fallen in value. The test is based on the recoverable value of each CGU. At this level the book value is compared with its recoverable value (being the higher of fair value less costs to sell or value in use).

The Group has calculated the recoverable value of each CGU based on its value in use. For this it uses the discounted cash flow model. The future cash flows used in determining value in use are based on 5-year business plans, as approved by the board of directors. These business plans are based on historical data and future market expectations.

In the business plans that form the basis of impairment testing, management has included the following basic assumptions:

- Cash flow forecasts and the assumptions mentioned below are based on strategic business plans that are approved by management and the board of directors and are in line with the current operational structure and with expected long-term developments in today's media landscape.
- Significant basic assumptions include yield, discount policy, long-term growth and market position.
- The assumptions concerning market position, yield and growth rates are based on historical experience and on estimates by operational and group management of the general economic and market conditions and competitive environment of each CGU, as well as the impacts of ongoing efficiency improvements.
- These assumptions are tested every half year for their realism. As part of this process, actual figures are compared with past forecasts. Where necessary, adjustments are made in the new business plans.
- The projected plans are a combination of revenue growth through further diversification, revenue growth through price increases to reflect inflation and cost management elements and restructurings that can generate additional efficiencies.
- Management also assumes that the coming years will see no meaningful decline in its readership, or that, if this does occur, this will be offset in terms of return by growing revenues from the new media.
- The cost of paper, a major expense item, is influenced in coming years by inflation only. Intra-annual fluctuations are hedged through forward contracts.

The residual value is determined based on a perpetuity formula which assumes a long-term growth in sales of 2% (2013: 2%). This is not higher than the long-term average growth rate of the media industry. The future cash flows are then discounted using an after-tax discount factor of 7.24% (2013: 7.24%). Given the specific nature of the Group and its indebtedness as well as the limited availability of comparable companies in the media industry, the board of directors has decided to overweigh the indebtedness of the Group in the calculation of the discount factor. The board of directors concluded that the derived discount factor is appropriate for use in the impairment tests. This discount factor is based on a WACC model in which the risk premium and gearing ratio are based on the profile of Roularta Media Group as a whole and on a group of comparable companies.

As the local markets in which Roularta Media Group is operating are similar in terms of growth rate and risk profile, management of RMG has concluded that the same assumptions (growth rate and WACC) can be applied for all CGUs. The long-term growth rate has for this purpose also been benchmarked with external sources and properly reflects the expectations within the media industry.

Sensitivity

Actual cash flows could differ from the cash flows projected in the major strategic business plans if the basic assumptions change. The following reasonably possible changes in key underlying assumptions have been tested, even though their occurrence is deemed unlikely:

- Management considers there is no reason to expect in the short term any significant changes in the risk profile of the market or of the company or in cost of equity and debt. However, management has performed a sensitivity analysis on the WACC used on the assumption of constant business plans and an unchanged long-term average growth rate. This shows that only a 2% change in the WACC would result in an impairment on some titles.
- The infinite growth rate used in this calculation is 2%. This percentage is the usual growth rate applied in the media sector, and reflects operators' flexibility to respond to new market conditions. Notwithstanding this, management has performed a sensitivity analysis on infinite growth on the assumption of constant business plans and an unchanged WACC. This shows that an infinite growth rate of 0% would result in an impairment of approximately € 0.5 million.
- If the growth in the market expected from an improved economic environment fails to materialise within the next five years, and on the assumption of unchanging activities at Roularta Media Group and with no efficiency improvements, this can have a significant impact on the tests that have been performed. A sensitivity analysis has been performed for this, whereby the cash flow serving as the basis for the infinite growth is reduced, while WACC and infinite growth remain constant. This analysis shows that a 30% reduction in this cash flow would result in an impairment of approximately € 0.7 million.
- A combination of the above three assumptions simultaneously is not considered likely. Management has conducted a sensitivity analysis on the combined effect of a simultaneous change of the following three interrelated assumptions: a 1% increase in WACC, a 1% decline in growth and a 10% reduction in cash flow as a basis for the infinite growth. This analysis shows that, under these combined assumptions, an impairment of approximately € 1.3 million would occur.

Impairment losses recorded

Based on the tests mentioned above no impairment loss was recognised on intangible fixed assets in 2014. In 2013 impairment losses were recorded for € 14,939K (before tax) on the Business France CGU and the Lifestyle France CGU.

For goodwill, based on the above test, no impairment loss was recorded in 2014. In 2013 an impairment loss was recorded for € 30,058K (before tax) on the News France CGU and the Business France CGU.

NOTE 16 - PROPERTY, PLANT AND EQUIPMENT

2014 in thousands of euros	Land and buildings	Plant, machinery & equipment	Furniture and vehicles	Leasing and other similar rights	Other property, plant & equipment	Assets under construction	Total
AT COST							
Balance at the end of the preceding period	**90,479**	**19,797**	**17,256**	**51**	**4,441**	**0**	**132,024**
Movements during the period:							
- Acquisitions	526	1,812	805		72		3,215
- Acquisitions through business combinations			34				34
- Sales and disposals (-)		-2	-643		-238		-883
- Transfers from one heading to another			18	-18			0
- Reclassed to assets held for sale			-7,810		-4,129		-11,939
At the end of the period	**91,005**	**21,607**	**9,660**	**33**	**146**	**0**	**122,451**
DEPRECIATION AND IMPAIRMENT LOSSES							
Balance at the end of the preceding period	**32,256**	**16,490**	**14,418**	**32**	**3,512**	**0**	**66,708**
Movements during the period:							
- Depreciation	3,614	1,091	1,074	6	354		6,139
- Written down after sales and disposals (-)		-1	-464		-214		-679
- Transfers from one heading to another			-17	-16	13		-20
- Reclassed to assets held for sale			-7,040		-3,597		-10,637
At the end of the period	**35,870**	**17,580**	**7,988**	**22**	**68**	**0**	**61,528**
Net carrying amount at the end of the period	**55,135**	**4,027**	**1,672**	**11**	**78**	**0**	**60,923**

Assets pledged as security	**in thousands of euros**
Land and buildings pledged as security for liabilities (mortgage included)	17,115
Leased property, plant and equipment of which the finance lease liabilities are secured by the lessor's title to the leased assets	11

The heading 'leasing and other similar rights' comprises vehicles of a number of group companies with a carrying amount of € 11K.

2013 in thousands of euros	Land and buildings	Plant, machinery & equipment	Furniture and vehicles	Leasing and other similar rights	Other property, plant & equipment	Assets under construction	Total
AT COST							
Balance at the end of the preceding period	**94,672**	**19,129**	**16,874**	**51**	**4,556**	**0**	**135,282**
Movements during the period:							
- Acquisitions	275	484	908		79		1,746
- Acquisitions through business combinations		187	5		-194		-2
- Sales and disposals (-)	-4,468	-3	-531				-5,002
At the end of the period	**90,479**	**19,797**	**17,256**	**51**	**4,441**	**0**	**132,024**
DEPRECIATION AND IMPAIRMENT LOSSES							
Balance at the end of the preceding period	**29,729**	**15,518**	**13,966**	**22**	**3,147**	**0**	**62,382**
Movements during the period:							
- Depreciation	3,690	973	968	10	560		6,201
- Written down after sales and disposals (-)	-1,163	-1	-516		-195		-1,875
At the end of the period	**32,256**	**16,490**	**14,418**	**32**	**3,512**	**0**	**66,708**
Net carrying amount at the end of the period	**58,223**	**3,307**	**2,838**	**19**	**929**	**0**	**65,316**

Assets pledged as security	**in thousands of euros**
Land and buildings pledged as security for liabilities (mortgage included)	18,420
Leased property, plant and equipment of which the finance lease liabilities are secured by the lessor's title to the leased assets	19

NOTE 17 - INVESTMENTS IN ASSOCIATES AND JOINT VENTURES

I. Overview of significant joint ventures

The following joint ventures have a significant effect on the financial position and results of the Group.

Name of joint venture	Main activity	Place of incorporation and principal place of business	Proportion of ownership interest and voting rights of the Group	
			2014	**2013**
Medialaan Group	Audiovisual Media	Vilvoorde, Belgium	50.00%	50.00%
Bayard Group	Printed Media	Augsburg, Germany	50.00%	50.00%

These joint ventures are accounted for by using the equity method of consolidation.

Condensed financial information related to these significant joint ventures of the Group is detailed below. Such financial information agrees to the financial reporting of the joint ventures in accordance with IFRS.

Condensed financial information

Medialaan Group

Medialaan Group consists of the entities Medialaan NV, JOEfm NV, Media Ad Infinitum NV, TvBastards NV and Stievie NV.

Condensed financial information	in thousands of euros	2014	2013
Fixed assets		133,377	138,192
Current assets		182,011	183,247
- of which cash and cash equivalents		9,272	6,228
Long-term liabilities		-28,482	-24,464
- of which financial liabilities		0	0
Short-term liabilities		-86,108	-90,396
- of which financial liabilities		0	0
Sales		299,867	315,483
Depreciation and amortisation		-9,192	-12,024
Interest income		165	115
Interest expense		-21	-38
Income tax expense		-14,759	-11,199
Net result for the period		34,219	26,982
Other comprehensive income for the period		0	0
Total comprehensive income for the period		34,219	26,982
Dividends received during the period		20,000	15,000

Reconciliation of the above-mentioned financial information with the carrying amount of the investment of Medialaan Group in the consolidated financial statements:

	in thousands of euros	2014	2013
Net assets of the joint venture		200,798	206,579
Share of the Group in Medialaan Group		50.00%	50.00%
Carrying amount of the investment in Medialaan Group		**100,399**	**103,290**

Medialaan is part of the Audiovisual Media segment of the Group. The Group continues its growth path supported by good viewer ratings in the right target audience (MRP 18-54), more viewers for its news programmes and good listener numbers. Radio station Q-music is now 2% bigger than Studio Brussel. Medialaan again realised a bigger advertising market share. Medialaan TV continues to realise nice viewer ratings with less broadcasting costs. It continues to invest in a strong brand recognition (additional marketing spend) and in innovation (expansion of the Innovation and Operations department).

Advertising sales continued to increase for the radio channels but noted a decrease of 8% for television, largely as a result of the FMCG market. This decrease has however been compensated by growth in viewer-related revenues. New agreements on broadcasting rights with Belgacom and Telenet result in higher revenues and new phenomena like 'look-back' TV continue to grow. Medialaan already realises 20% non-advertising income on TV and radio. The websites are sold out for short-form and long-form video advertising.

New strategies are being developed with the further expansion of Stievie, an innovating programme line-up and own productions from TvBastards.

Medialaan Group is currently engaged in a procedure with the special tax inspectorate which proceeded in 2011 to collect the gambling tax which, according to it, is owed for 2009 and for the first quarter of 2010. The assessment (Group's share) against Medialaan amounts to € 0.5 million. This assessment was contested, and for this reason the amount in question was charged against income. There are also tax claims pending against subcontractors of Medialaan, for which Medialaan is partly liable. Following an adverse ruling in June 2014 in a similar case, it was decided on 30 June 2014 to increase the provision for the phone-in games organised by Medialaan from 2008 to 2010 to € 10 million, in respect of both Medialaan and its subcontractors. On 12 September 2014, the Leuven Court of First Instance ruled that Medialaan had acted in good faith with respect to the gambling tax. Consequently, the assessments were upheld, but the penalties declared unfounded. Based on the above, Medialaan decided to reduce the provision set up on 30 June 2014 from € 10 million to € 2.6 million as of 31 December 2014.
From 1 April 2010, new circulars apply, which the Group is applying. In this way, from the second quarter of 2010 onwards there is no risk of any dispute with the tax authorities on gambling taxes owed.

Roularta Media Group has no contractual obligations or limitations towards Medialaan Group.

Bayard Group

Bayard Group consists of the entities Bayard Media GMBH & CO KG, Bayard Media Verwaltungs GMBH, Senior Publications SA, Senior Publications Nederland BV, Senior Publications Deutschland GMBH & CO KG, Senior Publications Verwaltungs GMBH, Belgomedia SA, J.M. Sailer Verlag GMBH, J.M. Sailer Geschäftsführungs GMBH, Living & More Verlag GMBH, 50+ Beurs & Festival BV, Press Partners BV, Mediaplus BV and Verlag Deutscher Tierschutz-Dienst GMBH.

Condensed financial information	in thousands of euros	2014	2013
Fixed assets		20,511	21,864
Current assets		37,554	37,436
- of which cash and cash equivalents		4,454	3,128
Long-term liabilities		-8,807	-7,969
- of which financial liabilities		0	-150
Short-term liabilities		-22,272	-23,132
- of which financial liabilities		-1,135	0
Sales		60,810	64,983
Depreciation and amortisation		-2,218	-756
Interest income		68	67
Interest expense		-57	-89
Income tax expense		-1,079	-1,091
Net result for the period		3,095	4,575
Other comprehensive income for the period		0	0
Total comprehensive income for the period		3,095	4,575
Dividends received during the period		2,144	1,644

Reconciliation of the above-mentioned financial information with the carrying amount of the investment of Bayard Group in the consolidated financial statements:

in thousands of euros	2014	2013
Net assets of the joint venture	26,986	28,198
Share of the Group in Bayard Group	50.00%	50.00%
Carrying amount of the investment in Bayard Group	**13,493**	**14,099**

Bayard Group is part of the Printed Media segment. Bayard Media is the magazine division aiming at the over 50 audience. In addition the Group publishes magazines for children and youth (Sailer Verlag). Despite the slight decrease in sales (-6%) the operational result and net result remained positive, this even while the living and garden titles of Living & More were sold. With a strong subscription base on the titles Plus Magazin and Frau im Leben the future remains promising. For all German products digitising will become a priority in the coming years.

Roularta Media Group has no contractual obligations or limitations towards Bayard Group.

II. Summarised financial information of associates and joint ventures not individually significant

This category consists of the entities Aventin Immobilier SCI, CTR Media SA, De Woonkijker NV, Himalaya NV, Idéat Editions SA, Regionale Media Maatschappij NV, Regionale TV Media NV, The Good Concept Store SAS, Voix du Nord L'étudiant SA, Proxistore NV, Click Your Car NV, Yellowbrick NV, Repropress CVBA, Partenaire Développement SARL, Twice Entertainment BVBA and Febelma Regie CVBA.

Condensed financial information — in thousands of euros	2014	2013
Share of the Group in the result for the period	-640	-925
Share of the Group in other comprehensive income for the period	0	0
Share of the Group in total comprehensive income for the period	-640	-925
Total carrying amount of other investments held by the Group	**2,807**	**2,694**

Roularta Media Group has no contractual obligations or limitations towards those associates and joint ventures.

III. Effect of restatement for IFRS 11

Comparative information for 2013 has been restated due to the retrospective application of IFRS 11 *Joint Arrangements*.

By applying this new standard, joint ventures are included in the consolidation using the equity method instead of the proportional consolidation method.
The effect of this restatement on the consolidated financial statements can be summarised as follows:

Impact on the opening balance sheet of 2013:

ASSETS — in thousands of euros	01/01/2013		01/01/2013
	As published	**Effect IFRS 11**	**Consolidated** (restated for IFRS 11)
Non-current assets	**604,675**	**32,634**	**637,309**
Intangible assets	417,951	-11,875	406,076
Goodwill	71,931	-41,868	30,063
Property, plant and equipment	100,362	-27,460	72,902
Investments accounted for using the equity method	284	121,680	121,964
Available-for-sale investments, loans and guarantees	5,512	-1,167	4,345
Trade and other receivables	1,794	-65	1,729
Deferred tax assets	6,841	-6,611	230
Current assets	**333,761**	**-108,736**	**225,025**
Inventories	58,868	-47,252	11,616
Trade and other receivables	184,933	-48,342	136,591
Tax receivable	439	-155	284
Financial derivatives	787	0	787
Short-term investments	42,828	0	42,828
Cash and cash equivalents	35,684	-11,890	23,794
Deferred charges and accrued income	10,222	-1,097	9,125
Total assets	**938,436**	**-76,102**	**862,334**

LIABILITIES in thousands of euros	01/01/2013		01/01/2013
	As published	**Effect IFRS 11**	**Consolidated** (restated for IFRS 11)
Equity	**356,955**	**0**	**356,955**
Group's equity	344,689	0	344,689
Issued capital	*203,225*	*0*	*203,225*
Treasury shares	*-24,647*	*0*	*-24,647*
Retained earnings	*162,122*	*0*	*162,122*
Other reserves	*3,931*	*0*	*3,931*
Translation differences	*58*	*0*	*58*
Minority interests	12,266	0	12,266
Non-current liabilities	**266,094**	**-17,572**	**248,522**
Provisions	7,671	-271	7,400
Employee benefits	9,846	-293	9,553
Deferred tax liabilities	117,128	-12,892	104,236
Financial debts	128,994	-1,859	127,135
Trade payables	2,184	-2,165	19
Other payables	271	-92	179
Current liabilities	**315,387**	**-58,530**	**256,857**
Financial debts	19,053	-413	18,640
Trade payables	173,145	-46,379	126,766
Advances received	49,744	-5,945	43,799
Employee benefits	38,695	-5,933	32,762
Taxes	7,415	-4,451	2,964
Other payables	18,405	6,438	24,843
Financial derivatives	1,974	-137	1,837
Accrued charges and deferred income	6,956	-1,710	5,246
Total liabilities	**938,436**	**-76,102**	**862,334**

Impact on the income statement of 2013:

in thousands of euros	2013		2013
	As published	**Effect IFRS 11**	**Consolidated** (restated for IFRS 11)
Sales	676,310	-191,155	485,155
Own construction capitalised	791	0	791
Raw materials, consumables and goods for resale	-159,470	56,462	-103,008
Services and other goods	-284,579	68,886	-215,693
Personnel	-194,032	35,220	-158,812
Other operating result	3,434	-578	2,856
Restructuring costs: costs	-8,432	562	-7,870
Share in the result of associated companies and joint ventures	-207	14,985	14,778
Operational cashflow - EBITDA	**33,815**	**-15,618**	**18,197**
Depreciation, write-down and provisions	-70,041	7,344	-62,697
Depreciation and write-down of intangible and tangible assets	*-17,443*	*6,731*	*-10,712*
Write-down of debtors and inventories	*-1,013*	*662*	*-351*
Provisions	*-5,825*	*-382*	*-6,207*
Impairment losses	*-45,760*	*333*	*-45,427*
Restructuring costs: provisions	-13,175	-91	-13,266
Operating result - EBIT	**-49,401**	**-8,365**	**-57,766**
Interest income	2,253	-3	2,250
Interest expenses	-9,659	137	-9,522
Operating result after net finance costs	**-56,807**	**-8,231**	**-65,038**
Income taxes	-1,758	8,231	6,473
Net result of the consolidated companies	**-58,565**	**0**	**-58,565**
Attributable to:			
Minority interests	-656	0	-656
Equity holders of Roularta Media Group	**-57,909**	**0**	**-57,909**

Impact on the closing balance sheet of 2013:

ASSETS in thousands of euros	31/12/2013		31/12/2013
	As published	Effect IFRS 11	Consolidated (restated for IFRS 11)
Non-current assets	**549,859**	**35,180**	**585,039**
Intangible assets	403,473	-11,231	392,242
Goodwill	41,087	-41,082	5
Property, plant and equipment	91,775	-26,459	65,316
Investments accounted for using the equity method	1,033	119,784	120,817
Available-for-sale investments, loans and guarantees	4,515	-484	4,031
Trade and other receivables	1,939	-66	1,873
Deferred tax assets	6,037	-5,282	755
Current assets	**302,208**	**-101,381**	**200,827**
Inventories	56,132	-46,586	9,546
Trade and other receivables	184,227	-46,678	137,549
Tax receivable	671	-235	436
Short-term investments	22,924	0	22,924
Cash and cash equivalents	27,954	-6,073	21,881
Deferred charges and accrued income	10,300	-1,809	8,491
Total assets	**852,067**	**-66,201**	**785,866**

LIABILITIES in thousands of euros	31/12/2013		31/12/2013
	As published	Effect IFRS 11	Consolidated (restated for IFRS 11)
Equity	**298,468**	**0**	**298,468**
Group's equity	287,053	0	287,053
Issued capital	*203,225*	*0*	*203,225*
Treasury shares	*-24,647*	*0*	*-24,647*
Retained earnings	*104,213*	*-10*	*104,203*
Other reserves	*4,195*	*10*	*4,205*
Translation differences	*67*	*0*	*67*
Minority interests	11,415	0	11,415
Non-current liabilities	**270,693**	**-17,032**	**253,661**
Provisions	29,215	-346	28,869
Employee benefits	8,616	-251	8,365
Deferred tax liabilities	110,302	-13,572	96,730
Financial debts	121,055	-1,534	119,521
Trade payables	1,264	-1,262	2
Other payables	241	-67	174
Current liabilities	**282,906**	**-49,169**	**233,737**
Financial debts	6,136	-429	5,707
Trade payables	162,965	-39,944	123,021
Advances received	46,509	-6,122	40,387
Employee benefits	37,168	-5,791	31,377
Taxes	5,893	-4,003	1,890
Other payables	16,242	8,724	24,966
Financial derivatives	1,121	-269	852
Accrued charges and deferred income	6,872	-1,335	5,537
Total liabilities	**852,067**	**-66,201**	**785,866**

Impact on the consolidated cash flow statement of 31/12/2013:

in thousands of euros	31/12/2013		31/12/2013
	As published	Effect IFRS 11	Consolidated (restated for IFRS 11)
Net cash flow relating to operating activities (A)	**3,842**	**-161**	**3,681**
Net cash flow relating to investing activities (B)	**9,925**	**5,668**	**15,593**
Net cash flow relating to financing activities (C)	**-21,497**	**310**	**-21,187**
Total decrease / increase in cash and cash equivalents (A+B+C)	**-7,730**	**5,817**	**-1,913**
Cash and cash equivalents, beginning balance	35,684	-11,890	23,794
Cash and cash equivalents, ending balance	27,954	-6,073	21,881
Net decrease / increase in cash and cash equivalents	**-7,730**	**5,817**	**-1,913**

NOTE 18 - AVAILABLE-FOR-SALE INVESTMENTS, LOANS AND GUARANTEES

I. Available-for-sale investments

in thousands of euros	2014	2013
AT COST		
At the end of the preceding period	**3,221**	**2,951**
Movements during the period:		
- Acquisitions	556	306
- Disposals (-)		-36
- Reclassified as assets held for sale	-2,763	
At the end of the period	**1,014**	**3,221**
IMPAIRMENT LOSSES (-)		
At the end of the preceding period	**-430**	**0**
Movements during the period:		
- Impairment loss / reversal recognised in income		-430
- Reclassified as assets held for sale	430	
At the end of the period	**0**	**-430**
Net carrying amount at the end of the period	**1,014**	**2,791**

All investments are considered as available for sale and are carried at fair value.
Given the impossibility of reliably estimating the fair value of the other investments, financial assets for which there is no active market are valued at cost. This applies mainly to NV Roularta Media Group's investments in NV Omroepgebouw Flagey (€ 522K), in SA STM (€ 208K) and in CPP-INCOFIN (€ 124K). The Group does not expect to dispose of these shares in the short term.

The part of the investments related to the French activities that are being discontinued by the Group have been reclassified to assets held for sale (see Note 12).

II. Loans and guarantees

in thousands of euros	2014	2013
AT AMORTISED COST		
At the end of the preceding period	**1,240**	**1,394**
Movements during the period:		
- Additions	3,031	
- Acquisitions through business combinations		
- Disposals through business divestiture (-)		
- Transfers from one heading to another		
- Reimbursements	-641	-154
At the end of the period	**3,630**	**1,240**
IMPAIRMENT LOSSES		
At the end of the preceding period	**0**	**0**
Movements during the period:		
- Impairment loss / reversal recognised in income		
At the end of the period	**0**	**0**
Net carrying amount at the end of the period	**3,630**	**1,240**
Total	**4,644**	**4,031**

The loans and guarantees include various guarantees, a.o. rent guarantees (€ 3,630K).

NOTE 19 - TRADE AND OTHER RECEIVABLES

I. Trade and other receivables, non current	in thousands of euros	2014	2013
Other receivables		40	1,873
Total trade and other receivables - non current		**40**	**1,873**

Other receivables at the end of 2013 related on the one hand to loans granted to third parties with whom business relationships exist. Market interest is being charged on these outstanding balances. On the other hand included the 2013 balance a contractual claim under French social security legislation.

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

Movements during the period of the allowance for bad and doubtful debts (non current):	in thousands of euros	2014	2013
Net carrying amount at the end of the preceding period		**0**	**0**
Net carrying amount at the end of the period		**0**	**0**

II. Trade and other receivables, current	in thousands of euros	2014	2013
Trade receivables, gross		63,451	123,042
Allowance for bad and doubtful debts, current (-)		-4,584	-7,330
Invoices to issue and credit notes to receive (*)		2,683	5,752
Amounts receivable and debit balances suppliers		1,056	864
VAT receivable (*)		665	1,978
Other receivables, gross		4,688	14,780
Allowance for other receivables		-1,829	-1,537
Total trade and other receivables - current		**66,130**	**137,549**

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

Analysis of the age of current trade receivables:	in thousands of euros	2014	2013
Net carrying amount at the end of the period		**63,451**	**123,042**
- of which:			
* not due and due less than 30 days		40,373	85,145
* due 30 - 60 days		3,143	15,485
* due 61 - 90 days		3,177	6,855
* due more than 90 days		16,758	15,557

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

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

Movements during the period of the allowance for bad and doubtful debts (trade debts):	in thousands of euros	2014	2013
Net carrying amount at the end of the preceding period		**-7,330**	**-6,564**
- Business combinations / business divestiture		-22	-875
- Amounts written off during the year		-4,556	-5,471
- Reversal of amounts written off during the year		5,093	5,564
- Receivables derecognised as uncollectible and amounts collected in the financial year		40	16
- Reclassified as assets held for sale		2,191	0
Net carrying amount at the end of the period		**-4,584**	**-7,330**

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

Movements during the period of the allowance for doubtful debts (other receivables):	in thousands of euros	2014	2013
Net carrying amount at the end of the preceding period		**-1,537**	**-1,537**
- Amounts written off during the year		-292	
Net carrying amount at the end of the period		**-1,829**	**-1,537**

NOTE 20 - DEFERRED TAX ASSETS AND LIABILITIES

I. Overview deferred tax assets - liabilities

Recognised deferred tax assets and liabilities are attributable to:	in thousands of euros	2014		2013	
		Deferred tax assets	Deferred tax liabilities	Deferred tax assets	Deferred tax liabilities
Intangible assets		1,234	19,887	417	105,946
Property, plant and equipment		19	9,462	12	10,483
Available-for-sale investments, loans, guarantees		16	5,243	16	5,243
Trade and other receivables		6		6	
Short-term investments			244		228
Deferred charges and accrued income		244		228	
Treasury shares			21		21
Retained earnings			596	25	2,340
Provisions		2,681		9	
Non-current employee benefits		1,165		816	
Non-current financial debts			609		629
Other payables		1,234	845	1,320	488
Total deferred taxes related to temporary differences		**6,599**	**36,907**	**2,849**	**125,378**
Tax losses		654		21,994	
Tax credits		3,730		4,560	
Set off tax		-9,782	-9,782	-28,648	-28,648
Net deferred tax assets/liabilities		**1,201**	**27,125**	**755**	**96,730**

Deferred tax assets have not been recognised in respect of tax losses for an amount of € 25,395K (2013: € 37,145K) and in respect of temporary differences of € 1K (2013: € 1K) because it is not probable that future taxable profit will be available against which they can be utilised.

Roularta Media Group recognised deferred tax assets amounting to € 1,076K (2013: € 709K) of affiliates which suffered losses in the current or previous period. Budgets, however, indicate that these affiliates will generate sufficient taxable profit in the near future to utilise the recognised deferred tax assets.

II. Deferred taxes on tax losses carried forward and tax credits

in thousands of euros	2014		2013	
	Tax losses carried forward	Tax credits	Tax losses carried forward	Tax credits
Year of expiration				
2016				
2017		141		141
2018		254		254
> 5 years				
Without expiration date	654	3,335	21,944	4,165
Total deferred tax asset	**654**	**3,730**	**21,944**	**4,560**

NOTE 21 - INVENTORIES

in thousands of euros	2014	2013
Gross amount		
Raw materials	4,958	7,232
Work in progress	550	780
Finished goods	194	1,253
Goods purchased for resale	640	1,562
Contracts in progress	2	29
Total gross amount (A)	**6,344**	**10,856**
Write-downs and other reductions in value (-)		
Raw materials		-186
Finished goods	-95	-772
Goods purchased for resale	-95	-352
Total write-downs (B)	**-190**	**-1,310**
Carrying amount		
Raw materials	4,958	7,046
Work in progress	550	780
Finished goods	99	481
Goods purchased for resale	545	1,210
Contracts in progress	2	29
Total carrying amount at cost (A+B)	**6,154**	**9,546**

NOTE 22 - SHORT-TERM INVESTMENTS, CASH AND CASH EQUIVALENTS

I. Short-term investments — in thousands of euros	2014	2013
AT COST		
At the end of the preceding period	**23,439**	**43,046**
Movements during the period:		
- Additions		720
- Reimbursements and sales	-22,718	-20,327
At the end of the period	**721**	**23,439**
FAIR VALUE ADJUSTMENTS		
At the end of the preceding period	**-515**	**-218**
Movements during the period:		
- Increase from fair value adjustments	620	73
- Decrease from fair value adjustments (write-down)		-612
- Reimbursements and sales		242
At the end of the period	**105**	**-515**
Net carrying amount at the end of the period	**826**	**22,924**

The short-term investments relate on the one hand to life capital plans that are considered as financial assets at fair value through profit and loss. In 2014, € 620K (2013: € 73K) was recognised through profit and loss related to the fair value adjustment of these short-term investments.
In addition, there were short-term investments that were redeemed in 2014 (€ 20,001K).
Finally the short-term investments consist of rights to the producer's share in net income under a tax shelter agreement. On these, valuation allowances are recorded, where applicable, to reflect the evolution of the market value.

II. Cash and cash equivalents — in thousands of euros	2014	2013
Bank balances	32,487	21,291
Short-term deposits	500	550
Cash at hand	6	40
Total cash and cash equivalents	**32,993**	**21,881**

NOTE 23 - EQUITY

Issued capital

At 31 December 2014, the issued capital amounted to € 203,225K (2013: € 203,225K) represented by 13,141,123 (2013: 13,141,123) fully paid-in ordinary shares. These are no-par shares.

Treasury shares

At 31 December 2014 the Group owns 657,850 own shares (2013: 657,850).

Other reserves

in thousands of euros	2014	2013
Share premium	304	304
Costs of issuance and equity increase (net after deferred taxes)	-1,267	-1,267
Reserves for share-based payments	5,460	5,898
Reserves for actuarial gain / loss employee benefits	-2,923	-730
Total other reserves	**1,574**	**4,205**

The reserves for share-based payments relate to the share options allocated as described in Note 24.

Hedging reserves in thousands of euros	2014	2013
At the end of the preceding period	**0**	**-190**
Gains / losses on cash flow hedges		287
Taxes related to gains / losses on cash flow hedges recognised in equity		-97
At the end of the period	**0**	**0**

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

NOTE 24 - SHARE-BASED PAYMENTS

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

Subscription rights

The 28,013 subscription rights expired on 10 October 2014 and were not executed. As a result there are no subscription rights outstanding per 31 December 2014.

Stock option plans

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

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

Year of offering	Options offered	Options granted	Options to be exercised	Exercise price in €	First exercise period	Last exercise period
2002	50,000	33,500	8,650	21.93	01/01 - 30/06/2006	01/01 - 31/12/2015
2006	300,000	267,050	189,250	53.53	01/01 - 31/12/2010	01/01 - 31/12/2021
2008	300,000	233,650	155,650	40.00	01/01 - 31/12/2012	01/01 - 31/12/2023
2009	269,500	199,250	137,250	15.71	01/01 - 31/12/2013	01/01 - 31/12/2019
	919,500	**733,450**	**490,800**			

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

	2014		2013	
	Number of share options	Weighted average exercise price in €	Number of share options	Weighted average exercise price in €
Outstanding at the beginning of the year	**566,552**	**37.64**	**692,846**	**41.08**
Forfeited during the year	-63,000	37.94	-26,300	36.64
Expired during the year	-12,752	18.20	-99,994	61.74
Outstanding at the end of the year	**490,800**	**38.11**	**566,552**	**37.64**
Exercisable at the end of the year	322,065		321,102	

During the year, no share options were exercised. In 2013, no share options were exercised too. The share options outstanding at the end of the year have a weighted average remaining term of 7.9 years.

To meet potential liabilities arising from stock options, the company introduced in the past a programme to purchase its own shares to enable it to partly meet these future options.

In 2014 the Group recognised -€ 438K (2013: € 31K) as personnel cost relating to equity-settled share-based payment transactions. All stock option plans granted as of 7 November 2002 are recognised in profit and loss.

NOTE 25 - PROVISIONS

2014 Provisions, non current	in thousands of euros	Legal proceeding provisions	Environ-mental provisions	Restruc-turing provisions	Other provisions	Total
At the end of the preceding period		**9,922**	**14**	**15,111**	**3,822**	**28,869**
Movements during the period:						
- Additional provisions			8	91	4,682	4,781
- Increase / decrease to existing provisions		374				374
- Acquisitions through business combinations		11				11
- Reclassified to liabilities associated with assets held for sale (-)		-404		-14,720	-1,661	-16,785
- Amounts of provisions used (-)			-13	-85	-257	-355
- Unused amounts of provisions reversed (-)				-59		-59
At the end of the period		**9,903**	**9**	**338**	**6,586**	**16,836**

Provisions for pending disputes relate largely to disputes at NV De Streekkrant-De Weekkrantgroep, NV Euro DB and at NV Roularta Media Group. A description of the significant litigations can be found in Note 26. The environmental provisions relate to provisions for soil decontamination. The restructuring provisions relate for € 338K to the restructurings within the Belgian group companies. The other provisions include at the end of 2014 exceptional provisions for the transfer of a printing press and for one-off fees.

2013 Provisions, non current	in thousands of euros	Legal proceeding provisions	Environ-mental provisions	Restruc-turing provisions	Other provisions	Total
At the end of the preceding period		**1,465**	**16**	**1,637**	**4,282**	**7,400**
Movements during the period:						
- Additional provisions		7,395	6	14,507	910	22,818
- Acquisitions through business combinations		1,368		209		1,577
- Amounts of provisions used (-)		-306	-8	-1,242	-1,370	-2,926
At the end of the period		**9,922**	**14**	**15,111**	**3,822**	**28,869**

NOTE 26 - SIGNIFICANT LITIGATIONS

Roularta Media Group is a party to proceedings before the Commercial Court with its former business partner Bookmark. A provision of € 578K has been set up for these proceedings.

NV Kempenland is claiming damages for failure to honour a printing contract with NV De Streekkrant-De Weekkrantgroep. The Turnhout Commercial Court condemned NV De Streekkrant-De Weekkrantgroep on 12 September 2013 in first instance to pay SA Kempenland the sum of:

- € 3.96 million in principal;
- € 4.06 million in overdue interest;
- the court costs.

The judgement was declared provisionally enforceable in an amount of € 3.21 million (the principal amount less an already paid amount of € 0.75 million).
NV De Streekkrant-De Weekkrantgroep appealed this judgement. Proceedings were instigated before the Antwerp Court of Appeal on 9 January 2014. Deadlines for each side presenting its case were established, with the hearing date being set at 8 October 2015. In 2013, the existing provision of € 1.2 million was raised to € 8.2 million (€ 0.75 million of which has already been paid into a blocked account).
The principal amount declared provisionally enforceable by the first judge (= € 3.21 million) was paid by NV De Streekkrant-De Weekkrantgroep in early July 2014 onto a blocked savings account in the name of the disputants' legal advisers, with ING as sequestrator.

On 30 December 2011 a writ was served on NV Roularta Media Group and NV Vogue Trading Video by SAS QOL and SAS QOL FI for damages allegedly suffered from non-compliance with contractual obligations. The total claim amounts to € 4.7 million. The claim was dismissed in first instance by the Commercial Court of Brussels as completely unfounded. SAS QOL and SAS QOL FI have since lodged an appeal against this first judgement. The appeal has been initiated and deadlines have been set for each side to present its case. Based on the current contents of the dossier, Roularta Media Group management believes that it has sufficient legal arguments to refute this claim. No provision has therefore been set up.

With the acquisition of all shares of NV Coface Services Belgium (now Euro DB) RMG inherited a pending legal dispute with InfoBase. InfoBase claims that the counterfeiting for which Coface Services Belgium was condemned in the past by the Nivelles Court of First Instance (judgement of 15 November 2006) has continued. Based on this judgement, whereby Coface Services Belgium SA was sentenced to immediate cessation of this counterfeiting under penalty of a fine of € 1,000 per day, InfoBase has proceeded systematically to claim periodic penalty payments. A provision of € 1.2 million has been set up for these penalty payments. By judgement of the Nivelles judge of attachments of 5 January 2015 NV Euro DB was sentenced to pay € 1.28 million of forfeited penalties and costs. This amount was placed by Euro DB on a blocked account with the Deposit and Consignment Office. Prudently, and despite a positive decision of the Court of First Instance in Brussels on 12 February 2015, which ruled in a parallel lawsuit that Euro DB does not continue to be guilty of counterfeiting, management has decided to increase the existing provision by € 0.5 million to € 1.7 million. Euro DB has also since appealed against the judgement of the Nivelles judge of attachments.

NOTE 27 - NON-CURRENT EMPLOYEE BENEFITS

I. General overview

in thousands of euros	2014	2013
Defined benefit plans	619	5,322
Other long-term employee benefits	3,574	3,043
Future tariff benefits on subscriptions	*599*	*710*
Employee retirement premiums	*753*	*781*
Jubilee premiums	*2,222*	*1,552*
At the end of the period	**4,193**	**8,365**

II. Defined benefit plans

Various defined benefit pension plans exist within the Group, whereby remuneration is dependent on the number of years' service and salary levels.
For the Belgian plans the assets are held in funds as required by law.
The French plans included in the balance of 2013 relate to the 'indemnité de fin de carrière' (lump sum retirement benefit), a payment to which the employee is entitled upon retirement, based on the collective labour agreement of the syndicate of magazine publishers.
For each plan the pension costs are calculated separately by an actuary based on the 'projected unit credit' method. Using this method obligations in respect of previous years' service and built-up fund investments are calculated, with the difference between the two (net value) shown by the Group in the balance sheet.

in thousands of euros	2014	2013
A. Amounts recognised in the balance sheet		
1. Net funded defined benefit plan obligation (asset)	610	144
1.1. Present value of funded or partially funded obligation	1,927	900
1.2. Fair value of plan assets (-)	-1,317	-756
2. Present value of wholly unfunded obligation	9	5,178
Defined benefit plan obligation, total	**619**	**5,322**
B. Net expense recognised in income statement and other comprehensive income		
Recognised in income statement		
1. Current service cost	47	276
2. Interest cost	32	219
3. Expected return on plan assets (-)	-28	-34
4. Past service cost		-1,276
Total net expense recognised in income statement	***51***	***-815***
Recognised in other comprehensive income		
1. Net actuarial (gain) loss recognised	274	-122
Total net expense recognised in other comprehensive income	***274***	***-122***
Net expense recognised in income statement and other comprehensive income	**325**	**-937**
C. Movements in the present value of the defined benefit plan obligation		
Present value of the defined benefit plan obligation, beginning balance	**909**	**7,084**
1. Current service cost	47	276
2. Interest cost	32	218
3. Net actuarial (gain) loss recognised	271	-115
4. Contribution by the plan's participants	21	21
5. Benefits paid (-)	-97	-131
6. Other increase (decrease)	753	-1,275
Present value of the defined benefit plan obligation, ending balance	**1,936**	**6,078**
D. Movements in the fair value of plan assets		
Fair value of plan assets, beginning balance	**756**	**783**
1. Expected return on plan assets	28	34
2. Actuarial gains (losses)	-3	7
3. Contributions by employer	50	42
4. Contribution by the plan's participants	21	21
5. Benefits paid (-)	-97	-131
6. Other increase (decrease)	562	
Fair value of plan assets, ending balance	**1,317**	**756**
Actual return on plan assets	**25**	**42**
E. Principal actuarial assumptions		
1. Discount rate	2.2%	3.2%
2. Expected return on plan assets	2.2%	3.8%
3. Expected rate of salary increase	1.0%	1.0%
4. Future defined benefit increase	2.0%	2.0%

in thousands of euros	2014	2013	2012	2011
Present value of defined benefit obligation	1,936	6,078	7,282	5,940
Fair value of plan assets	1,317	756	783	734
Deficit / (surplus)	**619**	**5,322**	**6,499**	**5,206**
Experience adjustments on plan liabilities	271	-115	809	-452
Experience adjustments on plan assets	-3	7	2	-75

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

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

	2014	2013
Fixed income securities and cash	90%	91%
Equity instruments	4%	4%
Property	6%	5%

The Group expects to make a contribution of € 61K to the defined benefit plans in 2015.

Sensitivity
With respect to these defined benefit plans, the Group is exposed to risks related to the decrease in the interest rate (discount rate), which will give rise to an increase in liabilities.

III. Defined contribution plans

Several defined contribution plans exist within the Group. For the Belgian plans the Law on Supplementary Pensions provides that the employer must guarantee a minimum return of 3.25% on employer contributions and 3.75% on the employee contributions. These returns are being applied as an average over the service period and can be modified by Royal Decree. In such case both the past contributions as the future contributions are reassessed from the date of modification of the plan.

Summary of defined contribution plans	in thousands of euros	2014
Contributions paid - employer		2,939
Contributions paid - employee		396
Amount of reserves built up - insured		31,461
Amount of reserves built up - pension fund		0
Weighted average guaranteed return (%)		3.52%

For the majority of the Belgian plans the insurance company has confirmed that until 2016 an average net total return of at least 3.25% will be achieved.

IV. Stock options and subscription rights

We refer to Note 24.

NOTE 28 - FINANCIAL DEBTS

2014	in thousands of euros	Current		Non current		
Financial debts		**Up to 1 year**	**2 years**	**3 to 5 years**	**over 5 years**	**Total**
Debentures				99,767		99,767
Convertible debentures			71			71
Finance leases		3	3	3		9
Credit institutions		2,483	2,021	4,204	7,291	15,999
Total financial debts according to their maturity		**2,486**	**2,095**	**103,974**	**7,291**	**115,846**

2013	in thousands of euros	Current		Non current		
Financial debts		**Up to 1 year**	**2 years**	**3 to 5 years**	**over 5 years**	**Total**
Debentures				99,767		99,767
Convertible debentures			3,811			3,811
Finance leases		5	4	6		15
Credit institutions		5,702	2,418	5,194	8,322	21,635
Total financial debts according to their maturity		**5,707**	**6,233**	**104,967**	**8,322**	**125,228**

In September 2012, RMG carried out a public bond offering. With an issue date of 10 October 2012, this six-year, € 100 million bond offered a fixed annual gross interest rate of 5.125%.

The Group's lenders, except for its bond holders, have imposed covenants calculated on combined financial information where joint ventures are consolidated using the proportionate method of consolidation. These covenants relate to the debt ratio (net financial debt/EBITDA must be less than 3), interest coverage (EBITDA/net financing expenses must be greater than 4), gearing (net debt/equity must be less than 80%), solvency (minimum 25%) and dividends. The Group did not breach any of its covenants imposed on 31 December 2014.

The guaranteed debts included in the financial debts can be summarised as follows *(in thousands of euros)*:

Finance leases	9
Credit institutions	7,623

These are guaranteed by *(in thousands of euros)*:

Mortgages registered on the Group's land and buildings	11,868
Pledges	2,525

For further information on the Group's exposure to interest and exchange rate risks, see Note 32 Financial instruments – risks and fair value.

NOTE 29 - OTHER NOTES ON LIABILITIES

2014	in thousands of euros	Current		Non current		
Trade and other payables		**Up to 1 year**	**2 years**	**3 to 5 years**	**over 5 years**	**Total**
Trade payables		66,844				66,844
Advances received		19,800				19,800
Current employee benefits		14,770				14,770
- of which payables to employees		*11,127*				*11,127*
- of which payables to Public Administrations		*3,643*				*3,643*
Taxes		3,004				3,004
Other payables		15,941			37	15,978
Financial derivatives		293				293
Accrued charges and deferred income		5,691				5,691
Total amount of payables according to their maturity		**126,343**	**0**	**0**	**37**	**126,380**

2013	in thousands of euros	Current		Non current		
Trade and other payables		**Up to 1 year**	**2 years**	**3 to 5 years**	**over 5 years**	**Total**
Trade payables		123,021	2			123,023
Advances received		40,387				40,387
Current employee benefits		31,377				31,377
- of which payables to employees		*15,475*				*15,475*
- of which payables to Public Administrations		*15,902*				*15,902*
Taxes		1,890				1,890
Other payables		24,966		110	64	25,140
Financial derivatives		852				852
Accrued charges and deferred income		5,537				5,537
Total amount of payables according to their maturity		**228,030**	**2**	**110**	**64**	**228,206**

Current trade payables	**in thousands of euros**	**2014**	**2013**
Trade payables		52,391	88,103
Bills of exchange payable		0	1,934
Invoices to be received / credit notes to issue (*)		13,650	32,398
Credit balances trade receivables		803	586
Total current trade payables		**66,844**	**123,021**

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

Current other payables	**in thousands of euros**	**2014**	**2013**
Indirect tax payable (*)		4,632	14,311
Other payables		11,309	10,655
Total current other payables		**15,941**	**24,966**

Indirect taxes relate primarily to VAT, advance income tax and provincial and municipal taxes.

Accrued charges and deferred income	**in thousands of euros**	**2014**	**2013**
Accrued interest		1,504	1,342
Accrued charges and deferred income (*)		4,098	4,074
Carrying amount of government grants recognised (*)		89	121
Total accrued charges and deferred income		**5,691**	**5,537**

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

NOTE 30 - FINANCE AND OPERATING LEASES

I. Finance leases

	Present value of minimum lease payments		**Minimum lease payments**	
in thousands of euros	**2014**	**2013**	**2014**	**2013**
No later than 1 year	3	5	4	6
Later than 1 year and not later than 5 years	6	10	6	11
	9	**15**	**10**	**17**
Less future finance charges			-1	-2
Present value of minimum lease payments	**9**	**15**	**9**	**15**
Included in the financial debt as:				
Current finance lease			3	5
Non-current finance lease			6	10
			9	**15**

The finance lease arrangements held by the Group relate to vehicles.

in thousands of euros	**2014**	**2013**
Interest recognised as an expense in the period related to finance lease	1	1

The interest portion of the financial lease is charged to income over the term of the lease.

II. Operating leases

in thousands of euros	2014	2013
Lease payments recognised as an expense in the period	13,737	13,719

The Group mainly rents buildings, machines, company cars and office equipment. Operating lease payments are expressed in the income statement on a straight-line basis over the lease term.

Non-cancellable future minimum operating lease payments	in thousands of euros	2014	2013
< 1 year		20,800	17,231
1 to 5 years		59,031	70,131
> 5 years		5,961	7,152
		85,792	**94,514**

NOTE 31 - CONTINGENT LIABILITIES AND CONTRACTUAL COMMITMENTS FOR THE ACQUISITION OF PROPERTY, PLANT AND EQUIPMENT

The Group provides securities for obligations totalling € 2,550K (2013: € 5,000K). Pledges totalling € 2,524K (2013: € 2,524K) were given on business assets.

Roularta Printing's contractual obligations to buy paper from third parties amount to € 4,063K (2013: € 3,861K).

There are no material contractual obligations to acquire property, plant and equipment.

NOTE 32 - FINANCIAL INSTRUMENTS - RISKS AND FAIR VALUE

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

A. Currency risk

Operating activities

The currency risks identified by management relate to the (expected) purchases in USD in the Audiovisual Media segment and to activities outside the euro-zone. Other than that, the Group runs to some extent currency risks with respect to its operating activities.

With regard to the purchases and the firm commitments to purchase film rights in USD in the Audiovisual Media segment, the Group uses foreign exchange contracts to hedge the risk of changes in the fair value of a recognised asset or liability, or a non-recognised definite undertaking in the context of its commercial activities. The forward contracts used for these hedges do not have a direct impact on the financial position or results of the Group as these instruments are only used by associates which are consolidated by the equity method and, therefore, are only reflected in the share in the result of associates and joint ventures.

Despite these hedging instruments, fluctuations in the USD can have a limited impact on the Group's operating results.

The operating currency risks to the Group from activities outside the euro-zone, that is Serbia, are very limited. The net cash flow from and to this entity, and its timing, is such that no significant currency positions have arisen from it.

Financing activities

As of 31 December 2014, there are no financing activities with a potential currency risk.

Estimated sensitivity to currency risk

Management is of the opinion that, given the above-mentioned hedging of the foreign exchange risks, the risks of fluctuations in the fair value or in the future cash flows of financial instruments which impact the profit or equity as a result of exchange rate changes, are not material.

B. Interest rate risk

The maturity dates of the financial debts and liabilities are given in Note 28.

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

The table below summarises the effective interest rates at balance sheet date of these interest-bearing loans (debentures, convertible debentures and credit institutions):

Interest rate	in thousands of euros	2014	2013	Effective interest rate
Fixed interest rate		840	1,683	from 1.5% to 3.5%
Fixed interest rate		103,549	109,054	from 4% to 6%
Fixed interest rate with variable margin		11,457	14,471	from 4% to 6%
Variable interest rate		0	150	from 1.5% to 5%

Next to these loans, at 31 December 2014, the Group had negative overdrafts with credit institutions for € 66K (2013: € 1,759K). These carried variable market interest rates.

Loans towards associates and joint ventures, which are recorded under other loans, have a fixed interest rate which is revisable after three or five years.

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

As of 31 December 2014, there were no financial instruments which meet the requirements defined in IAS 39 and are therefore regarded as cash flow hedging contracts.

Alongside these are a number of contracts that do not meet the conditions of IAS 39 to be viewed as hedging contracts.

By the end of 2014, this relates to IRS contracts with a total notional amount of € 35,000K (2013: € 35,000K).

The maturity dates of the notional amounts of these financial instruments, can be summarised as follows:

2014 in thousands of euros	Current	Non current	
	Up to 1 year	2 years	3 to 5 years
Interest Rate Swap			
No cash flow hedge	*35,000*		

2013 in thousands of euros	Current	Non current	
	Up to 1 year	2 years	3 to 5 years
Interest Rate Swap			
No cash flow hedge		*35,000*	

The fair value at balance sheet date of these financial instruments can be summarised as follows:

	2014		2013	
in thousands of euros	Asset	Liability	Asset	Liability
Interest Rate Swap				
No cash flow hedge		*-293*		*-852*
Various contracts (Cap/Floor, Floor Spread, Cap Rate, Index Swap)				
No cash flow hedge				
	0	**-293**	**0**	**-852**

The impact of the evolution in the market values (before taxes) of these financial instruments can be summarised as follows:

2014 in thousands of euros	Evolution market values	Recognised in equity	Recognised in profit and loss
Interest Rate Swap			
No cash flow hedge	*-558*		*-558*
	-558	**0**	**-558**

2013 in thousands of euros	Evolution market values	Recognised in equity	Recognised in profit and loss
Interest Rate Swap			
Cash flow hedge	*287*	*287*	
No cash flow hedge	*-34*		*-34*
Various contracts (Cap/Floor, Floor Spread, Cap Rate, Index Swap)			
No cash flow hedge	*-55*		*-55*
	198	**287**	**-89**

The changes which have been recognised in the income statement are included under the financial results.

Estimated sensitivity to interest rate fluctuations
Given the above-mentioned hedge contracts, which limit the interest risk, we have examined to what extent a general rise or fall of 100 basis points applied to all loan periods would influence the interest cost recorded in 2014 of all outstanding loans per end of 2014.
As there are no loans outstanding in 2014 that are subject to a variable interest rate, the Group is not subject to sensitivity related to interest rate fluctuations per 31 December 2014.

C. Credit risk

The Group is exposed to credit risk on its customers, which could lead to credit losses.

To control this credit risk, credit investigations are performed on customers which request major credit facilities. Where the outcome is negative, credit is refused or restricted. In addition, the Group also uses trade finance instruments, such as letters of credit, to cover its credit risk and credit insurances are concluded for a limited percentage of the foreign clients of the printing works.

There was no significant concentration of credit risks with a single counterparty at 31 December 2014.

Despite RMG's intention of limiting its credit risk, it can face a deterioration of the creditworthiness of its customers. Any failure to conclude a credit insurance policy with respect to certain customers can have a material adverse effect on RMG's business, financial condition and/or results.

The carrying value of the financial assets presents the Group's maximum exposure to credit risk. The carrying value is reported including impairments. An overview of this carrying value can be found under item F. Impairment charges are detailed in Note 19.

D. Liquidity risk

An analysis of the maturity dates of the financial liabilities can be found in Note 28.

RMG's indebtedness and the restrictions agreed upon in the financing agreements may adversely affect RMG's liquidity position. Any breach of covenants can lead to the loans being immediately due and payable.

The Group expects to meet its obligations through operating cash flows. In addition, the Group has various short-term credit lines for a total amount of € 39,000K. These credit lines form an additional working capital buffer. No specific maturity is guaranteed on these credit lines by the lenders. At the end of 2014 and 2013 no use was made of these credit lines.

RMG manages the cash and financing flows and the resulting risks through a treasury policy at group level. In order to optimise the equity positions and minimise the related interest expenses, the cash flows of the subsidiaries within the Group are centralised as far as possible in a cash pool.

E. Capital management

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

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

F. Fair value

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

in thousands of euros	Note	2014 Carrying amount	2014 Fair value	2013 Carrying amount	2013 Fair value
Non-current assets					
Available-for-sale investments, loans and guarantees	18	4,646	4,646	4,031	4,031
Trade and other receivables	19	40	40	1,873	1,873
Current assets					
Trade and other receivables	19	66,677	66,677	137,985	137,985
Short-term investments	22	826	826	22,924	22,924
Cash and cash equivalents	22	32,993	32,933	21,881	21,881
Assets held for sale	12	151,933	151,933		
Non-current liabilities					
Financial debts	28	-113,360	-113,524	-119,521	-120,584
Trade payables	29			-2	-2
Other payables	29	-37	-37	-174	-174
Current liabilities					
Financial debts	28	-2,486	-3,065	-5,707	-6,524
Trade payables	29	-66,844	-66,844	-123,021	-123,021
Advances received	29	-19,800	-19,800	-40,387	-40,387
Other payables	29	-15,941	-15,941	-24,966	-24,966
Financial derivatives		-293	-293	-852	-852
Accrued interests	29	-1,504	-1,504	-1,342	-1,342
Liabilities directly associated with assets held for sale	12	-97,022	-97,022		

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

Available-for-sale investments

As mentioned in Note 18, because no reliable estimate can be made of the fair values of the investments in this heading, financial assets for which no active market exists are valued at cost.

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

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

Financial debts

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

Other liabilities

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

Fair value hierarchy

As of 31 December 2014, the Group held the following financial instruments measured at fair value:

in thousands of euros	31/12/2014	Level 1	Level 2	Level 3
Assets measured at fair value				
Short-term investments	826		826	
Liabilities measured at fair value				
Interest Rate Swap - no cash flow hedge	-293		-293	

As of 31 December 2013, the Group held the following financial instruments measured at fair value:

in thousands of euros	31/12/2013	Level 1	Level 2	Level 3
Assets measured at fair value				
Short-term investments	22,924		22,924	
Liabilities measured at fair value				
Interest Rate Swap - no cash flow hedge	-852		-852	

The following hierarchy is used for determining and disclosing the fair value of financial instruments by valuation technique:

- level 1: quoted prices in active markets for identical assets or liabilities
- level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
- level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data

During the reporting period, there were no transfers between the different levels.

NOTE 33 - CASH FLOW RELATING TO ACQUISITION OF SUBSIDIARIES

The following acquisitions with effect on the consolidated financial statements took place in 2014:

On 9 January 2014, Roularta Media Group NV acquired the remaining 50% of the shares of Roularta HealthCare NV. On 14 February 2014, the remaining 50% of the shares of Roularta Business Leads NV were acquired.

On 20 March 2013, Roularta Media Group acquired Euro DB NV (formerly Coface Services Belgium SA) for a fixed amount. Euro DB is a key player, with 25 years of experience on the business information market. Under the brand name B-information, Euro DB offers up-to-date corporate information in four areas: B-marketing, B-finance, B-legal, and B-collection. This acquisition fits perfectly with Roularta Media Group's strategy of strengthening its current position on the Business Information market. Roularta is already highly active on this market through Trends Top.

The 2013 and 2014 acquisitions were accounted for using the purchase method in accordance with IFRS 3 *Business Combinations* (revised).

The fair value of the assets and liabilities of the acquired subsidiaries on the date of acquisition that fit the recognition principles of IFRS 3 *Business Combinations* and the amounts paid are presented as follows:

in thousands of euros	2014	2013
ASSETS		
Non-current assets	**1,165**	**2,416**
Intangible assets	1,342	2,077
Property, plant and equipment	17	191
Available-for-sale investments, loans and guarantees	-590	6
Deferred tax assets	396	142
Current assets	**2,679**	**3,867**
Trade and other receivables	2,511	2,075
Cash and cash equivalents	168	1,610
Deferred charges and accrued income		182
Total assets	**3,844**	**6,283**
LIABILITIES		
Non-current liabilities	**127**	**1,368**
Provisions	127	1,368
Current liabilities	**3,976**	**2,196**
Financial debts	55	
Trade payables	1,875	873
Advances received	366	
Employee benefits	330	270
Taxes	1	
Other payables	1,200	234
Accrued charges and deferred income	149	819
Total liabilities	**4,103**	**3,564**
Total net assets acquired	**-259**	**2,719**
Net assets acquired	-259	2,719
Goodwill	997	0
Consideration paid / to pay in cash and cash equivalents	**738**	**2,719**
Deposits and cash and cash equivalents acquired	-168	-1,610
Net cash outflow	**570**	**1,109**

The share of these acquisitions in sales and net result of the Group is:

2014	in thousands of euros	Sales of the period	Net result of the period
- Roularta HealthCare NV		5,884	-398
- Roularta Business Leads NV		867	372

2013	in thousands of euros	Sales of the period	Net result of the period
- Euro DB SA		5,401	-675

The effect of the acquisitions of Roularta HealthCare NV and Roularta Business Leads NV on the result of the Group amounts to -€ 259K and is reflected in the other operation expenses.

If the acquisitions of these participations had taken place on 1 January 2014, the amount of revenue and result recorded would have remained the same.

On 1 July 2014, the Group acquired 20% of the shares in De Streekkrant-De Weekkrantgroep and 22.59% of the shares in Roularta Printing NV. As a result, there is a shift of € 8.8 million from minority interests to the consolidated reserves of the Group.

NOTE 34 - CASH FLOW RELATING TO DISPOSAL OF SUBSIDIARIES

In 2013 and 2014, there were no disposals of subsidiaries.

NOTE 35 - INTEREST IN ASSOCIATES AND JOINT VENTURES

Note 17 shows the condensed financial information related to the interests in associates and joint ventures.

NOTE 36 - EVENTS AFTER THE BALANCE SHEET DATE

Following significant events occurred after the balance sheet date:

On 11 February 2015, an intention to sell the French activities of the Group to Patrick Drahi and partners was signed. Taking into account the consultation and information procedures, the advice from the Works Council and the acceptance by the Competition Authority, the realisation of the sale is expected in May/June 2015.

Because of the established intention to sell, all assets, liabilities and results of these companies in 2014 have been reclassified to 'assets or liabilities held for sale' or as 'result of discontinued operations' and are viewed as discontinued. For comparative purposes, the income statement per 31 December 2014 has been reworked in the same way.

Otherwise, no major events have occurred which significantly affect the results and the financial position of the company.

NOTE 37 - FEES TO THE AUDITOR AND TO PERSONS RELATED TO THE AUDITOR

The audit fees amount to € 382K. The fees of the auditor related to special services amount to € 20K. The fees payable to persons with whom the auditor is associated amount to € 207K.

NOTE 38 - RELATED PARTY TRANSACTIONS

2014	in thousands of euros	Associated companies and joint ventures	Other related parties	Total
I. Assets with related parties		**6,560**	**387**	**6,947**
Current receivables		**6,560**	**387**	**6,947**
Trade receivables		4,889	387	5,276
Other receivables		1,671		1,671
II. Liabilities with related parties		**5,820**	**809**	**6,629**
Payables		**5,820**	**809**	**6,629**
Trade payables		5,816	809	6,625
Other payables		4		4
III. Transactions with related parties				
Sale of goods		1,129		1,129
Rendering of services		11,533	438	11,971
Receiving of services (-)		-7,292	-2,129	-9,421
Transfers under finance arrangements		-11		-11
IV. Key management personnel remunerations (including directors) (*)				
				4,955
- of which short-term employee benefits				4,742
- of which post-employment benefits				122
- of which share-based payment expenses				91

(*) Including discontinued operations.

2013	in thousands of euros	Associated companies and joint ventures	Other related parties	Total
I. Assets with related parties		**8,831**	**39**	**8,870**
Current receivables		**8,831**	**39**	**8,870**
Trade receivables		5,884	39	5,923
Other receivables		2,947		2,947
II. Liabilities with related parties		**5,878**	**700**	**6,578**
Payables		**5,878**	**700**	**6,578**
Trade payables		5,875	700	6,575
Other payables		3		3
III. Transactions with related parties				
Sale of goods		2,795		2,795
Rendering of services		16,654	520	17,174
Receiving of services (-)		-11,126	-3,109	-14,235
Transfers under finance arrangements		59		59
IV. Key management personnel remunerations (including directors) (*)				
				5,231
- of which short-term employee benefits				4,893
- of which post-employment benefits				184
- of which share-based payment expenses				154

(*) Including discontinued operations.

The Group has no assets, liabilities nor transactions with its shareholders Comm.VA Koinon, NV Cennini and SA Bestinver Gestión S.G.I.I.C.

Assets, liabilities and transactions with subsidiaries are fully eliminated in consolidation.

Assets, liabilities and transactions with associates and joint ventures are not eliminated in consolidation and are consequently fully included in this heading.

The list with all subsidiaries, joint ventures and associates can be found in Note 39.

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

There are no guarantees related to the assets or liabilities towards the related parties. Except for the allowance recorded on receivables towards associates and joint ventures that were not eliminated, no allowances were recorded.

All receivables and payables concern short-term receivables and payables which are settled at expiry date. All transactions concern normal commercial operations. Sales of the Group to these related parties are charged at normal tariffs. Purchases follow the usual procedure concerning selection of the supplier and applied prices.

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

NOTE 39 - GROUP COMPANIES

The ultimate parent of the Group is Roularta Media Group NV, Roeselare, Belgium. As of 31 December 2014, 70 subsidiaries, joint ventures and associates are consolidated.

Name of the company	Location	Effective interest %
1. Fully consolidated companies		
ROULARTA MEDIA GROUP NV	Roeselare, Belgium	100.00%
ROULARTA HEALTHCARE NV (formerly ACTUAMEDICA NV)	Roeselare, Belgium	100.00%
A NOUS PARIS SAS	Paris, France	100.00%
ALPHADISTRI SAS	Paris, France	100.00%
ANIMOTION SARL	Paris, France	100.00%
BELGIAN BUSINESS TELEVISION NV	Brussels, Belgium	100.00%
BIBLO NV (formerly BIBLO-ROULARTA MEDICA NV)	Schoten, Belgium	100.00%
CITY MAGAZINE ROULARTA D.O.O.	Belgrade, Serbia	100.00%
DE STREEKKRANT-DE WEEKKRANTGROEP NV	Roeselare, Belgium	100.00%
EURO DB NV	Louvain-la-Neuve, Belgium	100.00%
FORUM DE L'INVESTISSEMENT SA	Paris, France	100.00%
GROUPE EXPRESS-ROULARTA SA	Paris, France	100.00%
JOB RENCONTRES SA	Paris, France	100.00%
LE VIF MAGAZINE SA	Brussels, Belgium	100.00%
MESTNE REVIJE D.O.O.	Ljubljana, Slovenia	100.00%
NEW BIZZ PARTNERS NV	Roeselare, Belgium	100.00%
PRESS NEWS NV	Roeselare, Belgium	100.00%
REGIE DE WEEKKRANT NV	Roeselare, Belgium	100.00%
ROULARTA BUSINESS LEADS NV	Roeselare, Belgium	100.00%
ROULARTA IT-SOLUTIONS NV	Roeselare, Belgium	100.00%
ROULARTA MEDIA FRANCE SA	Paris, France	100.00%
ROULARTA MEDIA NEDERLAND BV	Breda, The Netherlands	100.00%
ROULARTA PRINTING NV	Roeselare, Belgium	100.00%
ROULARTA PUBLISHING NV	Brussels, Belgium	100.00%
TECHNOLOGUES CULTURELS SAS	Paris, France	100.00%
TER BEVORDERING VAN HET ONDERNEMERSCHAP IN BELGIË VZW	Roeselare, Belgium	100.00%
TVOJ MAGAZIN D.O.O. - in liquidation	Zagreb, Croatia	100.00%
WEST-VLAAMSE MEDIA GROEP NV	Roeselare, Belgium	100.00%
VOGUE TRADING VIDEO NV	Roeselare, Belgium	74.67%
L'EXPRESS VENTURES SAS	Paris, France	68.50%
JOURNÉE DÉCOUVERTE ENTREPRISES ASBL	Dison, Belgium	56.25%
STUDIO APERI NEGOTIUM BVBA (formerly LEJAEGHERE)	Gentbrugge, Belgium	56.25%
OPEN BEDRIJVEN VZW	Gentbrugge, Belgium	56.25%
PRÉLUDE ET FUGUE SARL	Paris, France	51.00%
ZEEUWS VLAAMS MEDIABEDRIJF BV	Terneuzen, The Netherlands	51.00%

2. Consolidated using the equity method			
AVENTIN IMMOBILIER SCI	Paris, France	50.00%	joint venture
BAYARD MEDIA GMBH & CO KG	Augsburg, Germany	50.00%	joint venture
BAYARD MEDIA VERWALTUNGS GMBH	Augsburg, Germany	50.00%	joint venture
BELGOMEDIA SA	Verviers, Belgium	50.00%	joint venture
CTR MEDIA SA	Evere, Belgium	50.00%	joint venture
DE WOONKIJKER NV	Antwerp, Belgium	50.00%	joint venture
HIMALAYA NV	Zaventem, Belgium	50.00%	joint venture
IDÉAT ÉDITIONS SA	Paris, France	50.00%	joint venture
J.M. SAILER GESCHÄFTSFÜHRUNGS GMBH	Nürnberg, Germany	50.00%	joint venture
J.M. SAILER VERLAG GMBH	Nürnberg, Germany	50.00%	joint venture
JOEfm NV	Vilvoorde, Belgium	50.00%	joint venture
MEDIA AD INFINITUM NV	Vilvoorde, Belgium	50.00%	joint venture
PRESS PARTNERS BV	Baarn, The Netherlands	50.00%	joint venture
REGIONALE MEDIA MAATSCHAPPIJ NV	Roeselare, Belgium	50.00%	joint venture
REGIONALE TV MEDIA NV	Zellik, Belgium	50.00%	joint venture
SENIOR PUBLICATIONS DEUTSCHLAND GMBH & CO KG	Cologne, Germany	50.00%	joint venture
SENIOR PUBLICATIONS NEDERLAND BV	Baarn, The Netherlands	50.00%	joint venture
SENIOR PUBLICATIONS SA	Brussels, Belgium	50.00%	joint venture
SENIOR PUBLICATIONS VERWALTUNGS GMBH	Cologne, Germany	50.00%	joint venture
STIEVIE NV	Vilvoorde, Belgium	50.00%	joint venture
THE GOOD CONCEPT STORE SAS	Paris, France	50.00%	joint venture
TVBASTARDS NV	Boortmeerbeek, Belgium	50.00%	joint venture
VERLAG DEUTSCHER TIERSCHUTZ-DIENST GMBH	Nürnberg, Germany	50.00%	joint venture
MEDIALAAN NV (formerly VLAAMSE MEDIA MAATSCHAPPIJ)	Vilvoorde, Belgium	50.00%	joint venture
VOIX DU NORD L'ÉTUDIANT SA	Lille, France	50.00%	joint venture
PROXISTORE NV	Brussels, Belgium	35.87%	associate
CLICK YOUR CAR NV	Le Roeulx, Belgium	35.74%	associate
YELLOWBRICK NV	Schaarbeek, Belgium	35.00%	associate
REPROPRESS CVBA	Brussels, Belgium	30.51%	associate
50+ BEURS & FESTIVAL BV	Arnhem, The Netherlands	25.00%	joint venture
LIVING & MORE VERLAG GMBH	Augsburg, Germany	25.00%	joint venture
PARTENAIRE DÉVELOPPEMENT SARL	Lyon, France	25.00%	associate
TWICE ENTERTAINMENT BVBA	Roeselare, Belgium	25.00%	associate
FEBELMA REGIE CVBA	Brussels, Belgium	23.35%	associate
MEDIAPLUS BV	Bussum, The Netherlands	12.50%	associate
3. Companies of minor importance not included in the consolidated financial statements			
EUROCASINO NV - in liquidation	Brussels, Belgium	19.00%	
TWICE TECHNICS BVBA	Roeselare, Belgium	18.75%	
4 ALL SOLUTIONS BVBA	Oostrozebeke, Belgium	100.00%	
DECOVERY SAS	Paris, France	100.00%	

In 2014, the following changes occurred in the consolidated group

New participations

- The Good Concept Store SAS: 50% equity method on 11/03/2014
- Decovery SAS: 100% on 22/12/2014
- 4 All Solutions BVBA: 100% on 22/12/2014

Changed ownership and change in consolidation method

- Roularta HealthCare NV: 100% instead of 50% on 09/01/2014, purchase method instead of proportional method on 01/01/2014
- Roularta Business Leads NV: 100% instead of 50% on 14/02/2014, purchase method instead of proportional method on 01/01/2014

Changed ownership without change in consolidation method

- De Streekkrant-De Weekkrantgroep NV: 100% instead of 80% on 01/07/2014
- Roularta Printing NV: 100% instead of 77.41% on 01/07/2014
- Open Bedrijven VZW: 56.25% instead of 81.25% on 01/12/2014, same impact on Journée Découverte Entreprises ASBL and Studio Aperi Negotium BVBA
- Proxistore NV: 35.87% instead of 31.43% on 01/07/2014
- Regionale TV Media NV: 50% instead of 33.33% on 31/12/2014

Liquidations and mergers

- Roularta Management NV: liquidated in October 2014
- A Nous Province SAS merged with A Nous Paris SAS in October 2014
- Studio Press SAS merged with Roularta Media France SA in October 2014

STATUTORY AUDITOR'S REPORT

Statutory auditor's report to the shareholders' meeting
on the consolidated financial statements for the year ended 31 December 2014
The original text of this report is in Dutch.

To the shareholders

As required by law, we report to you in the context of our appointment as the company's statutory auditor. This report includes our report on the consolidated financial statements together with our report on other legal and regulatory requirements. These consolidated financial statements comprise the consolidated balance sheet as at 31 December 2014, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, as well as the summary of significant accounting policies and other explanatory notes.

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS – UNQUALIFIED OPINION

We have audited the consolidated financial statements of Roularta Media Group NV ('the company') and its subsidiaries (jointly 'the Group'), prepared in accordance with International Financial Reporting Standards as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium. The consolidated balance sheet shows total assets of 533,154 (000) EUR and the consolidated income statement shows a consolidated loss (Group share) for the year then ended of 142,477 (000) EUR.

Board of directors' responsibility for the preparation of the consolidated financial statements

The board of directors is responsible for the preparation and fair presentation of consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium, and for such internal control as the board of directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Statutory auditor's responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing (ISA). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the statutory auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the statutory auditor considers internal control relevant to the Group's preparation and fair presentation of consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the board of directors, as well as evaluating the overall presentation of the consolidated financial statements. We have obtained from the Group's officials and the board of directors the explanations and information necessary for performing our audit.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Unqualified opinion

In our opinion, the consolidated financial statements of Roularta Media Group NV give a true and fair view of the Group's net equity and financial position as of 31 December 2014, and of its results and its cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

The board of directors is responsible for the preparation and the content of the directors' report on the consolidated financial statements.

As part of our mandate and in accordance with the Belgian standard complementary to the International Standards on Auditing applicable in Belgium, our responsibility is to verify, in all material respects, compliance with certain legal and regulatory requirements. On this basis, we make the following additional statement, which does not modify the scope of our opinion on the consolidated financial statements:

- The directors' report on the consolidated financial statements includes the information required by law, is consistent with the consolidated financial statements and is free from material inconsistencies with the information that we became aware of during the performance of our mandate.

Kortrijk, 10 April 2015
The statutory auditor
DELOITTE Bedrijfsrevisoren /
Réviseurs d'Entreprises
BV o.v.v.e. CVBA / SC s.f.d. SCRL

Represented by
Frank Verhaegen
Kurt Dehoorne

STATUTORY ANNUAL ACCOUNTS

CONDENSED STATUTORY ANNUAL ACCOUNTS

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

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

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

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

The statutory auditor's report is unqualified and certifies that the non-consolidated annual accounts of Roularta Media Group NV, for the year ended 31 December 2014, give a true and fair view of the company's assets, liabilities, financial position and results in accordance with the accounting principles applicable in Belgium.

EXTRACT FROM THE ANNUAL REPORT OF THE BOARD OF DIRECTORS

The annual accounts, which will be presented to the general meeting of shareholders of 19 May 2015, were approved by the board of directors of 20 March 2015.

Appropriation of the result

The loss for the financial year 2014 available for appropriation was 139,980,117.44 euros compared to a loss of 63,109,256.77 euros for the financial year 2013. The loss carried forward from the previous financial year is 28,522,763.39 euros. The loss to be appropriated is consequently 168,502,880.83 euros.

The board of directors proposes to the general meeting of shareholders not to distribute a dividend over the financial year 2014.

Valuation on a going concern basis

The balance sheet shows a loss carried forward of 168,502,880.83 euros, as a result of which Article 96 § 1, 6° of the Companies Code applies.

After due deliberation, the board of directors has decided to apply the valuation rules on a going concern basis, for the following reason: the loss carried forward is occasioned in its entirety by write-downs recorded on the French shareholdings that are presently for sale. Furthermore the board of directors points to the measures to restore equity set out in the report produced pursuant to Article 633 of the Companies Code.

SPECIAL REPORT OF THE BOARD OF DIRECTORS PURSUANT TO ARTICLE 633 OF THE COMPANIES CODE

1. Establishment of situation

In preparing the unconsolidated financial statements of the company for the year ended 31 December 2014, the board of directors has ascertained that the net assets of the company have, as a result of the losses carried forward following the sale of the French operations per 31 December 2014, decreased to 58,873,022 euros, this being less than half of the share capital of the company that amounts to 203,225,000 euros.

The board of directors has therefore proceeded to draw up this special report. This special report will be submitted to the extraordinary general meeting to be convened that will deliberate and decide on whether or not to continue the company.

2. Measures to restore the financial situation of the company

The board of directors sets out below in an exhaustive manner the measures to restore the financial situation of the company:

2.1. Sale of the French activities

The board of directors notes that the losses suffered on the French activities and the reductions in value recorded on the French holdings, are the reason why the company has arrived in a situation as described in Article 633 of the Companies Code.

The proposed sale of the French operations will stop further losses, and the company expects to make a profit again in the coming years, which will strengthen the company's equity year after year.

2.2. Recasting of the company's capital structure

The board of directors proposes undertaking a formal capital reduction combined with a use of the surplus legal reserves, so as to eliminate a substantial part of the losses carried forward as established in the financial statements at 31 December 2014.

Following the formal capital reduction amounting to 123,225,000 euros and the use of the surplus legal reserves amounting to 7,369,700 euros, the losses carried forward will be reduced from 168,502,881 to 37,908,181 euros.

The elimination of a significant portion of the losses carried forward against the capital of the company will provide a more attractive balance sheet structure, which can be important for attracting new financial resources.

2.3. Simplification of the group structure and strengthening of equity

The company will also take the necessary steps to simplify the group structure as at 30 June 2015 by carrying out a number of mergers. In the context of these proposed mergers, the company will merge with the following 12 subsidiaries: NV Biblo, NV Euro DB, SA Le Vif Magazine, NV New Bizz Partners, NV Press News, NV Regie De Weekkrant, NV Roularta Business Leads, NV Roularta IT-Solutions, NV Roularta Printing, NV Roularta Publishing, NV West-Vlaamse Media Groep, and NV De Streekkrant-De Weekkrantgroep.

Over the past years, the company has, in connection with various acquisitions or through starting new complementary initiatives, added several companies to its group structure. Other companies that were started or operated in the past with a partner have since become 100% subsidiaries of the company. All this has led to an unnecessarily complex group structure, which can be substantially simplified.

The proposed merger will substantially strengthen the equity of the company. As a result, the company will exhibit a greater creditworthiness to the outside world, facilitating also the obtaining of any future financing via banking institutions.

The simplified group structure will also permit significant savings in terms of administration, auditing, bookkeeping and so on.

This merger will also result in improved transparency towards the outside world and a more efficient group structure. In time, this should result in a more efficient and better targeted use of available resources as a function of needs and within the framework of the commercial objectives of the mergee companies.

3. Resolution

The board of directors believes that the further development and implementation of the measures described above will ensure the financial recovery of the company. It therefore proposes to continue the activities of the company.

Pursuant to Article 633 of the Companies Code, this report will be mentioned in the agenda of the extraordinary general meeting of the company.

Roeselare, 20 March 2015

The Board of Directors

CONDENSED STATUTORY INCOME STATEMENT

Condensed statutory income statement	in thousands of euros	2014	2013
Operating income		245,953	254,865
Operating charges		-239,737	-255,212
Operating loss / profit		**6,216**	**-347**
Financial income		23,772	18,586
Financial charges		-8,434	-8,630
Profit on ordinary activities before taxes		**21,554**	**9,609**
Extraordinary income		393	375
Extraordinary charges		-161,937	-73,098
Loss / profit for the period before taxes		**-139,990**	**-63,114**
Transfer from deferred taxation		12	12
Income taxes		-26	-31
Loss / profit for the period		**-140,004**	**-63,133**
Transfer from untaxed reserves		24	24
Loss / profit for the period available for appropriation		**-139,980**	**-63,109**

Appropriation account	in thousands of euros	2014	2013
Loss / profit to be appropriated		**-168,503**	**-63,107**
Loss / profit for the period available for appropriation		-139,980	-63,109
Profit brought forward		-28,523	2
Transfers from capital and reserves		**0**	**34,584**
From reserves		0	34,584
Transfers to capital and reserves		**0**	**0**
To legal reserve		0	0
To other reserves		0	0
Result to be carried forward		**168,503**	**28,523**
Loss / profit to be carried forward		-168,503	-28,523
Distribution of profit		**0**	**0**
Dividends		0	0

CONDENSED STATUTORY BALANCE SHEET AFTER APPROPRIATION

ASSETS	in thousands of euros	2014	2013
Fixed assets		**215,813**	**368,235**
Formation expenses		0	0
Intangible assets		7,576	4,884
Tangible assets		13,231	13,667
Financial assets		195,006	349,684
Current assets		**147,781**	**142,643**
Amounts receivable after more than one year		0	0
Stocks and contracts in progress		348	382
Amounts receivable within one year		59,880	69,277
Investments		7,085	28,085
Cash at bank and in hand		77,774	41,527
Deferred charges and accrued income		2,694	3,372
Total assets		**363,594**	**510,878**

LIABILITIES	in thousands of euros	2014	2013
Capital and reserves		**58,873**	**198,877**
Capital		203,225	203,225
Share premium account		304	304
Legal reserve		15,370	15,370
Reserves not available for distribution		7,085	7,085
Untaxed reserves		1,392	1,416
Reserves available for distribution		0	0
Loss / profit carried forward		-168,503	-28,523
Investment grants		0	0
Provisions and deferred taxation		**1,701**	**1,692**
Creditors		**303,020**	**310,309**
Amounts payable after more than one year		173,037	168,254
Amounts payable within one year		126,067	138,499
Accrued charges and deferred income		3,916	3,556
Total liabilities		**363,594**	**510,878**

READERS DISTRIBUTION VISITORS

BELGIUM

Krant van West-Vlaanderen:
354,809 CIM readers,
distribution 66,935 copies

BELGIUM NEWS MAGAZINES

Knack:
456,818 CIM readers,
distribution 100,499 copies
Le Vif/L'Express:
394,945 CIM readers,
distribution 63,475 copies
Knack Weekend:
346,020 CIM readers,
distribution 100,499 copies
Le Vif Weekend:
220,306 CIM readers,
distribution 63,475 copies
Knack Focus:
246,105 CIM readers,
distribution 100,499 copies
Focus Vif:
135,726 CIM readers,
distribution 63,475 copies

BELGIUM BUSINESS NEWS MAGAZINE

Trends:
233,406 CIM readers,
distribution 43,378 copies

BELGIUM SPORTS NEWS MAGAZINE

Sport/Voetbalmagazine:
547,050 CIM readers,
distribution 44,081 copies

SENIOR MAGAZINES

Plus Belgium:
348,255 CIM readers,
distribution 127,421 copies
Plus The Netherlands:
873,352 readers,
distribution 258,939 copies
Plus Germany:
distribution 250,000 copies

BELGIUM PEOPLE MAGAZINES

Royals:
156,200 CIM readers,
distribution 22,193 copies
Télépro:
407,254 CIM readers,
distribution 113,389 copies

BELGIUM LIFESTYLE MAGAZINES

Nest:
500,545 CIM readers,
distribution 85,717 copies
Ik ga Bouwen & Renoveren:
202,801 CIM readers,
distribution 14,883 copies
Grande:
102,015 CIM readers,
distribution 8,329 copies
Bodytalk:
distribution 155,099 copies

BELGIUM ROULARTA B2B

Artsenkrant/Le Journal du médecin:
distribution 22,346 copies
Data News:
45,736 CIM readers,
distribution 20,892 copies
Grafisch Nieuws:
distribution 5,200 copies

BELGIUM LOCAL INFORMATION MEDIA

De Streekkrant/De Weekkrant:
2,719,888 CIM readers,
distribution 2,530,860 copies
De Zondag:
1,619,549 CIM readers,
distribution 565,935 copies

BELGIUM CITY MAGAZINE

Steps City Magazine:
531,030 CIM readers,
distribution 594,557 copies

SERBIA CITY MAGAZINE

City Magazine:
distribution 70,000 copies

SLOVENIA CITY MAGAZINE

City Magazine:
distribution 70,000 copies

BELGIUM WEBSITES

Knack.be/Levif.be websites:
5,167,000 unique visitors per month
(40,466,000 page views)
Knack.be/Levif.be News:
3,108,000 unique visitors per month
(15,276,000 page views)
Trends.be:
1,476,000 unique visitors per month
(14,765,000 page views)
Weekend.be:
662,000 unique visitors per month
(6,385,000 page views)
Datanews.be:
314,000 unique visitors per month
(1,305,000 page views)
Plusmagazine.be:
155,000 unique visitors per month
(613,000 page views)
KW.be:
391,000 unique visitors per month
(2,124,000 page views)
Immovlan.be:
1,006,000 unique visitors per month
(22,347,480 page views)
Gocar.be:
811,000 unique visitors per month
(5,163,933 page views)

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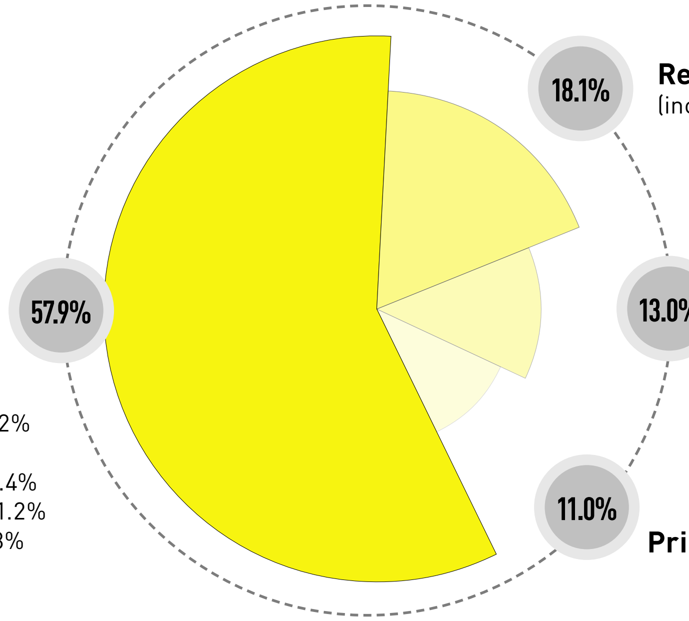
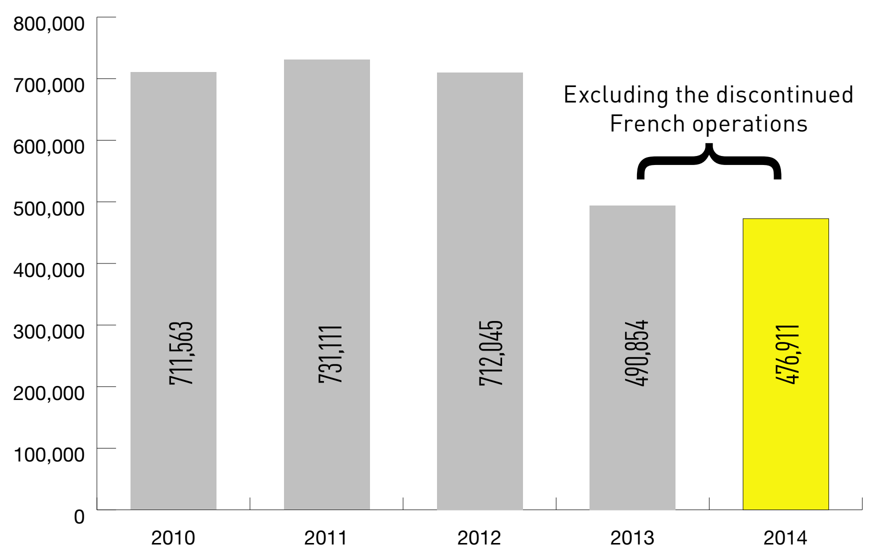
MEDIALAAN
Medialaan 1, 1800 Vilvoorde

SALES 2014 - BREAKDOWN (COMBINED FIGURES)



SALES COMBINED IN THOUSANDS OF EUROS (5 YEARS)*



Including 50% of Medialaan and 50% of the other joint ventures (such as the partnerships with Bayard in Belgium, the Netherlands and Germany).

CONSOLIDATED KEY FIGURES

Income statement	in millions of euros	2012	2013 (*) restated	2014	Trend
Sales		**712**	**305**	**300**	**-1.8%**
EBITDA [1]		**37**	**29**	**35**	**+17.4%**
	EBITDA - margin	*5.2%*	*9.7%*	*11.6%*	
REBITDA [2]		**47**	**35**	**39**	**+13.6%**
	REBITDA - margin	*6.6%*	*11.3%*	*13.1%*	
EBIT [3]		**6**	**15**	**22**	**+45.1%**
	EBIT - margin	*0.8%*	*5.0%*	*7.3%*	
REBIT [4]		**28**	**27**	**32**	**+18.4%**
	REBIT - margin	*3.9%*	*8.7%*	*10.6%*	
Net finance costs		-9	-7	-7	-7.4%
Operating result after net finance costs		**-3**	**8**	**15**	**+93.6%**
Income taxes		1	2	-2	+229.5%
Net result from continuing operations		**-2**	**10**	**13**	**+30.0%**
Result from discontinued operations			**-68**	**-155**	**-127.4%**
Attributable to minority interests		0	-1	0	-91.4%
Attributable to equity holders of RMG		**-2**	**-58**	**-142**	**-146.0%**
	Net result attributable to equity holders of RMG - margin	*-0.2%*	*-19.0%*	*47.6%*	
Current net result of the consolidated companies		**16**	**18**	**19**	**+5.8%**
	Current net result of the consolidated companies - margin	*2.3%*	*6.0%*	*6.5%*	

Balance sheet	in millions of euros	2012	2013 (**) restated	2014	Trend
Non-current assets		605	585	272	-53.5%
Current assets		334	201	261	+30.1%
Balance sheet total		938	786	533	-32.2%
Equity - Group's share		345	287	143	-50.1%
Equity - minority interests		12	11	2	-78.3%
Liabilities		581	487	387	-20.5%
Liquidity [5]		1.1	0.9	2.0	+122.2%
Solvency [6]		38.0%	38.0%	27.3%	-28.2%
Net financial debt		70	80	82	+2.0%
Gearing [7]		19.5%	26.9%	56.3%	+109.3%

(*) Restated for retrospective application of IFRS 11 Joint Arrangements and application of IFRS 5 Discontinued Operations.
(**) Restated for retrospective application of IFRS 11 Joint Arrangements.

(1) EBITDA = operating cash flow = EBIT + depreciations, write-downs and provisions.
(3) EBIT = operating result (share in the result of associated companies and joint ventures included).
Following unaudited key figures were calculated on the basis of audited figures.
(2) REBITDA = current operating cash flow = EBITDA + restructuring costs and one-off costs.
(4) REBIT = current operating result = EBIT + restructuring costs and one-off costs, depreciations, write-downs and provisions.
(5) Liquidity = current assets / current liabilities.
(6) Solvency = equity (Group's share + minority interests) / balance sheet total.
(7) Gearing = net financial debt / equity (Group's share + minority interests).

FINANCIAL CALENDAR

General Meeting 2014	**19 May 2015**
Half year 2015 results	24 August 2015
Full year 2015 results	21 March 2016
General Meeting 2015	**17 May 2016**

INVESTOR RELATIONS

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